

Ref: SEC/MFL/SE/2021/4114

November 08, 2021

**National Stock Exchange of India Ltd.**  
Exchange Plaza  
Plot No. C/1, G Block  
Bandra - Kurla Complex  
Bandra (E), Mumbai - 400 051  
Symbol: MUTHOOTFIN

Department of Corporate Services  
**BSE Limited**  
P.J. Tower, Dalal Street  
Mumbai - 400 001  
Scrip Code: 533398

**Dear Sir/Madam,**

**Sub: Report under Regulation 10(7) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 [“SEBI (SAST) Regulations, 2011”] pursuant to Inter-se Transfer of Equity Shares amongst the Promoter and Promoter Group**

Please find enclosed herewith copy of Report filed by Mr. George Alexander (Jr.) and Mr. Eapen Alexander (“Acquirers”) under Regulation 10(7) of SEBI (SAST) Regulations, 2011 in respect of inter-se acquisition of 2,00,00,000 (1,00,00,000 equity shares each) equity shares of Muthoot Finance Limited being the Target Company (“TC”) pursuant to inter-se transfer among immediate relatives on September 24, 2021.

This inter-se transfer of shares amongst Promoter Group have been effected pursuant to exemption provided in Regulation 10(1)(a)(i) of SEBI (SAST) Regulations, 2011 and there is no change in the aggregate shareholding of ‘Promoter and Promoter Group’ in the Target Company after such inter-se transfer of shares of TC.

In this connection, necessary disclosure under Regulation 10(7) of SEBI (SAST) Regulations, 2011 from the above said acquisition in the prescribed format, as submitted by the Acquirers are enclosed herewith for your kind information and records.

Thanking You,

**For Muthoot Finance Limited**



Rajesh A  
Company Secretary

Encl: As above

**George Alexander (Jr.)**

Muthoot, G-343, Panampilly Nagar  
Ernakulam, Kerala, India, 682036  
Telephone: 0484 - 66690215  
Email ID: [georgealexanderjr@muthootgroup.com](mailto:georgealexanderjr@muthootgroup.com)

**Eapen Alexander**

Address: Muthoot, G-343, Panampilly Nagar  
Ernakulam, Kerala, India, 682036  
Telephone: 0484 - 66690215  
Email ID: [e.alexander@muthootgroup.com](mailto:e.alexander@muthootgroup.com)

**Date: October 20, 2021**

To,  
Corporate Finance Department  
**Securities and Exchange Board of India**  
Plot No. C-4A, 'G' Block,  
Bandra Kurla Complex (East)  
Mumbai - 400 051



**Dear Sir/Madam,**

**Sub: Report under Regulation 10(7) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 [“SEBI (SAST) Regulations, 2011”] pursuant to Inter-se Transfer of Equity Shares amongst the Promoter and Promoter Group.**

**Reference:**

- 1) NSE Symbol - MUTHOOTFIN
- 2) BSE Scrip Code - 533398
- 3) ISIN - INE414G01012

As due compliance of Regulation 10(7) of SEBI (SAST) Regulations, 2011, the undersigned being part of the members of the ‘Promoter Group of Muthoot Finance Limited, hereby furnish the report in the specified format under Regulation 10(7) in respect of post inter-se transfer of 2,00,00,000 equity shares constituting 4.985% of the total share capital of Muthoot Finance Limited being the Target Company (‘TC’) in the following manner:

- 1) Inter-se transfer of 1,00,00,000 (2.493%) of shares from Mr. George Alexander Muthoot to Mr. George Alexander (Jr.), son of Mr. George Alexander Muthoot, Managing Director and a Promoter of TC.
- 2) Inter-se transfer of 1,00,00,000 (2.493%) of shares from Mr. George Alexander Muthoot to Mr. Eapen Alexander, son of Mr. George Alexander Muthoot, Managing Director and a Promoter of TC.

The shares have been acquired by the Acquirers pursuant to exemption provided in Regulation 10(1)(a)(i) of SEBI (SAST) Regulations, 2011 and there will be no change in the aggregate shareholding of ‘Promoter and Promoter Group’ in the Target Company after such inter-se transfer of shares of TC.

The said transaction involving transfer of shares of Muthoot Finance Limited is in the nature of transfer of shares through an off market transaction amongst the members of the Promoter and Promoter Group. No consideration was involved in the transfer of shares as the shares were

transferred as gift by Mr. George Alexander Muthoot to his two sons Mr. George Alexander (Jr.), and Mr. Eapen Alexander.

Further, the Application Fee of INR 1,50,000/- each from Mr. George Alexander (Jr) and Mr. Eapen Alexander as required under Regulation 10(7) of SEBI (SAST) Regulations, 2011 in favour of 'Securities and Exchange Board of India' Payable at Mumbai, is enclosed herewith.

The following are the details of Application Fees:

Name of the Payee	George Alexander (Jr)	Eapen Alexander
Instrument Type	Demand Draft	Demand draft
Drawn on	The South Indian Bank Limited	The South Indian Bank Limited
In favour of	Securities and Exchange Board of India	Securities and Exchange Board of India
Amount in Rupees	INR 1,50,000/- (Rupees One Lakh Fifty Thousand Only)	INR 1,50,000/- (Rupees One Lakh Fifty Thousand Only)

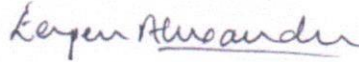
You are requested to take note of the above disclosure.

Thanking you,

Yours faithfully,



George Alexander (Jr.)  
**Member of Promoter Group of  
Muthoot Finance Limited  
(Acquirer)**



Eapen Alexander  
**Member of Promoter Group of  
Muthoot Finance Limited  
(Acquirer)**

Encl: As stated above

**Disclosures under Regulation 10(7) - Report to SEBI in respect of any acquisition made in reliance upon exemption provided for in regulation 10(1)(a)(i) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

<b>1</b>	<b>General Details</b>	
	a. Name, address, telephone no., e-mail of acquirer(s) {In case there are multiple acquirers, provide full contact details of any one acquirer (the correspondent acquirer) with whom SEBI shall correspond.}	1) George Alexander (Jr.) Address: Muthoot, G-343, Panampilly Nagar, Ernakulam, Kerala, India. 682036 Telephone: 0484 - 66690215 Email ID: <a href="mailto:georgealexanderjr@muthootgroup.com">georgealexanderjr@muthootgroup.com</a>  2) Eapen Alexander Address: Muthoot, G-343, Panampilly Nagar, Ernakulam, Kerala, India, 682036 Telephone: 0484 - 66690215 Email ID: <a href="mailto:e.alexander@muthootgroup.com">e.alexander@muthootgroup.com</a>
	b. Whether sender is the acquirer (Y/N)	Yes
	c. If not, whether the sender is duly authorized by the acquirer to act on his behalf in this regard (enclose copy of such authorization)	N.A.
	d. Name, address, Tel no. and e-mail of the sender, if sender is not the acquirer	N.A.
<b>2</b>	<b>Compliance of Regulation 10(7)</b>	
	a. Date of report	October 20, 2021
	b. Whether report has been submitted to SEBI within 21 working days from the date of the acquisition	Yes
	c. Whether the report is accompanied with fees as required under Regulation 10(7)	Yes,  The applicable fee of Rs. 1,50,000/- from Mr. George Alexander (Jr) is enclosed vide Demand Draft No. 349161 dated October 20, 2021 drawn on The South Indian Bank Limited.  Fee of Rs. 1,50,000/- from Mr. Eapen Alexander is enclosed vide Demand Draft No. 349162 dated October 20, 2021 drawn on The South Indian Bank Limited.
<b>3</b>	<b>Compliance of Regulation 10(5)</b>	
	a. Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed, at least 4 working days before the date of the proposed acquisition	Yes, Copy of the report is attached herewith as Annexure - 1.
	b. Date of Report	September 18, 2021

<b>4</b>	<b>Compliance of Regulation 10(6)</b>					
	a.	Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed within 4 working days after the date of the proposed acquisition	Yes,  Copy of the report is attached herewith as Annexure - 2.			
	b.	Date of Report	September 24, 2021			
<b>5</b>	<b>Details of the Target Company (TC)</b>					
	a.	Name & address of TC	Muthoot Finance Limited 2 <sup>nd</sup> Floor, Muthoot Chambers, Opposite Saritha Theatre Complex, Banerji Road, Kochi - 682 018			
	b.	Name of the Stock Exchange(s) where the shares of the TC are listed	1. BSE Limited 2. The National Stock Exchange of India Limited			
<b>6</b>	<b>Details of the acquisition</b>					
	a.	Date of acquisition	September 24, 2021			
	b.	Acquisition price per share (in Rs.)	Nil.  Inter-se transfer of shares and the transferees/ acquirers are immediate relatives of the Transferor and part of the Promoter Group of TC.			
	c.	Regulation which would have been triggered an open offer, had the report not been filed under Regulation 10(7). (whether Regulation 3(1), 3(2), 4 or 5)	Regulation 3(2)			
	d.	Shareholding of acquirer(s) and PAC individually in TC (in terms of no. & as a percentage of the total share/voting capital of the TC)(*)	Before the acquisition		After the acquisition	
			No. of Shares	% w.r.t total share capital of TC	No. of Shares	% w.r.t total share capital of TC
			Name of the acquirer(s) / PAC (**)			
		1. George Alexander (Jr.)	75,25,000	1.88%	1,75,25,000	4.37%
		2. Eapen Alexander	75,25,000	1.88%	1,75,25,000	4.37%
	e.	Shareholding of seller/s in TC (in terms of no. & as a percentage of the total share/voting capital of the TC)	Before the acquisition		After the acquisition	
			No. of Shares	% w.r.t total share capital of TC	No. of Shares	% w.r.t total share capital of TC

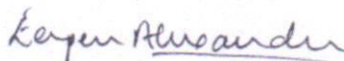
	Name of the seller(s)(**)				
	1) George Alexander Muthoot	4,36,30,900	10.88%	2,36,30,900	5.89%
<b>7</b>	<b>Information specific to the exemption category to which the instant acquisition belongs- Regulation 10(1)(a)(i)</b>				
	a.	Provide the names of the seller(s)	Mr. George Alexander Muthoot		
	b.	Specify the relationship between the acquirer(s) and the seller(s).	<p>Inter-se transfer of shares and the transferees/ acquirers are immediate relatives of the Transferor and part of the Promoter Group of TC.</p> <p>Mr. George Alexander (Jr.) and Mr. Eapen Alexander are the sons of Mr. George Alexander Muthoot, the Transferor. Mr. George Alexander Muthoot is one of the Promoter of the TC and Mr. George Alexander (Jr.) and Mr. Eapen Alexander are the members of the Promoter Group of the TC.</p>		
	c.	Confirm whether the acquirer(s) and the seller(s) are 'immediate relatives' as defined in the Regulation 2(l).	Yes. Both acquirers are sons of the Seller.		
	d.	If shares of the TC are frequently traded, volume-weighted average market price (VWAP) of such shares for a period of sixty trading days preceding the date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed.	<p>N.A.</p> <p>The transaction was in the nature of transfer of shares through an off market transaction amongst the Promoter and members of Promoter Group. No consideration was involved in the transfer of shares as the shares were transferred as Gift to the Transferees who are immediate relatives of the Transferor.</p>		
	e.	If the shares of the TC are infrequently traded, the price of such shares as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	N.A.		
	f.	Confirm whether the acquisition price per share is not higher by more than twenty-five percent of the price as calculated in (d) or (e) above as applicable.	<p>N.A.</p> <p>The transaction was in the nature of transfer of shares through an off market transaction amongst the Promoter and members of Promoter Group. No consideration was involved in the transfer of shares as the shares were transferred as Gift to the Transferees who are immediate relatives of the Transferor.</p>		
	g.	Date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed.	September 18, 2021		

h.	Whether the acquirers as well as sellers have complied with the provisions of Chapter V of the Takeover Regulations (corresponding provisions of the repealed Takeover Regulations 1997) (Y/N). If yes, specify applicable regulation(s) as well as date on which the requisite disclosures were made along with the copies of the same.	Yes,  The acquirer hereby declares that both transferor and transferee have complied with the applicable disclosure requirements in Chapter V of the SEBI (SAST) Regulations, 2011.  The disclosures under Regulation 29(1) & 29(2) of SEBI (SAST) Regulations, 2011 are attached herewith as Annexure - 3.
i.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a)(i) with respect to exemptions has been duly complied with.	Yes,  The acquirer hereby declares that all the conditions specified under regulation 10(1)(a)(i) with respect to exemption has been duly complied with.

We hereby declare that the information provided in the instant report is true and nothing has been concealed there from.



George Alexander (Jr.)  
**Date: October 20, 2021**  
**Place: Kochi**



Eapen Alexander  
**Date: October 20, 2021**  
**Place: Kochi**

**NOTE:**

(\*) In case, percentage of shareholding to the total capital is different from percentage of voting rights, indicate percentage of shareholding and voting rights separately.

(\*\*) Shareholding of each entity shall be shown separately and then collectively in a group.

*The following abbreviations have been used all through the document: TC stands for 'Target Company', 'Takeover Regulations' stands for 'SEBI (Substantial Acquisition of Shares and Takeover Regulations) 2011*

Date: September 18, 2021

ANNEXURE 1

To,

<b>National Stock Exchange of India Ltd.</b> Exchange Plaza Plot No. C/1, G Block Bandra - Kurla Complex Bandra (E), Mumbai - 400 051 Symbol: MUTHOOTFIN	<b>Department of Corporate Services BSE Limited</b> P.J. Tower, Dalal Street Mumbai - 400 001 Scrip Code: 533398	<b>Muthoot Finance Limited</b> 2 <sup>nd</sup> Floor, Muthoot Chambers, Opp: Saritha Theatre Complex Banerji Road, Ernakulam, Kerala - 682 018
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Dear Sir/Madam,

**Sub: Prior intimation under Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for proposed acquisition of shares**

As due compliance of Regulation 10(5) of SEBI (SAST) Regulations, 2011, the undersigned being part of the 'Promoter and Promoter Group of the Company, hereby furnish the prior intimation in the specified format under Regulation 10(5) in respect of the proposed inter-se transfer of 2,00,00,000 equity shares constituting 4.98% of the total share capital of Muthoot Finance Limited being the Target Company ('TC') in the following manner:

- 1) Inter-se transfer of 1,00,00,000 equity shares constituting 2.49% of the equity share capital from Mr. George Alexander Muthoot to Mr. George Alexander (Jr.), son of Mr. George Alexander Muthoot and a member of the Promoter Group of the TC.
- 2) Inter-se transfer of 1,00,00,000 equity shares constituting 2.49% of the equity share capital from Mr. George Alexander Muthoot to Mr. Eapen Alexander, son of Mr. George Alexander Muthoot and a member of the Promoter Group of the TC.

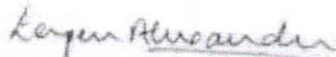
This inter-se transfer of shares amongst Promoter Group, falls within the exemption under Regulation 10(1)(a)(i) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and there will be no change in the aggregate shareholding of 'Promoter and Promoter Group' in the Target Company after such inter-se transfer of shares of TC.

Thanking you,

Yours faithfully,



George Alexander (Jr.)  
**Member of Promoter Group of  
Muthoot Finance Limited**  
Date: September 18, 2021  
Place: Kochi



Eapen Alexander  
**Member of Promoter Group of  
Muthoot Finance Limited**  
Date: September 18, 2021  
Place: Kochi

Encl: As above



**Disclosures under Regulation 10(5) - Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

1.	Name of the Target Company (TC)	Muthoot Finance Limited
2.	Name of the acquirer(s)	The disclosure is pursuant to inter-se transfer of shares amongst the Promoter and Promoter Group.  The Transferee(s)/ Acquirer(s) in the above case are:  1. Mr. George Alexander (Jr.) 2. Mr. Eapen Alexander
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	Yes. The disclosure pertains to inter-se transfer of shares and the transferees/ acquirers are immediate relatives and part of the Promoter Group of TC.
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Mr. George Alexander Muthoot
	b. Proposed date of acquisition	On or after September 24, 2021
	c. Number of shares to be acquired from each person mentioned in 4(a) above	2,00,00,000 shares held by Mr. George Alexander Muthoot in the TC will be transferred to the acquirers as below:  1. Mr. George Alexander (Jr.) - 1,00,00,000 2. Mr. Eapen Alexander - 1,00,00,000
	d. Total shares to be acquired as % of share capital of TC	The transferees/ acquirers will acquire up to 2,00,00,000 equity shares constituting 4.98% of the total share capital held by Mr. George Alexander Muthoot in the following manner:  1. Mr. George Alexander (Jr.) - 2.49% 2. Mr. Eapen Alexander - 2.49%
	e. Price at which shares are proposed to be acquired	Nil.  Shares are proposed to be transferred as gift and hence no consideration is involved.
	f. Rationale, if any, for the proposed transfer	NA

5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 10(1)(a)(i)			
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	Not Applicable. Shares are proposed to be transferred as gift to immediate relatives. This is in the nature of transfer of shares through an off market transaction amongst the Promoter Group. No consideration is involved in the proposed transfer of shares.			
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not Applicable. Shares are proposed to be transferred as gift to immediate relatives. This is in the nature of transfer of shares through an off market transaction amongst the Promoter Group. No consideration is involved in the proposed transfer of shares.			
8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	Not Applicable. Shares are proposed to be transferred as gift to immediate relatives. This is in the nature of transfer of shares through an off market transaction amongst the Promoter Group. No consideration is involved in the proposed transfer of shares.			
9.	Declaration by the acquirer, that the transferor and transferee have complied/ will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)	We hereby declare that the transferor and transferee have complied/ will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997).			
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	We hereby declare that all the conditions specified under Regulation 10(1)(a) with respect to exemptions has been complied with.			
11.	Shareholding details	Before the proposed transaction		After the proposed transaction	
		No. of shares /voting rights	% w.r.t total share capital of TC	No. of shares /voting rights	% w.r.t total share capital of TC
a	Acquirer(s) and PACs (other than sellers)(*)				
	1. George Alexander (Jr.)	75,25,000	1.875%	175,25,000	4.368%

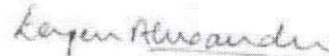
		2. Eapen Alexander	75,25,000	1.875%	175,25,000	4.368%
	b	Seller (s)				
		1. George Alexander Muthoot	436,30,900	10.875%	236,30,900	5.890%

**Note:**

- (\*) Shareholding of each entity may be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by aperson duly authorized to do so on behalf of all the acquirers.



George Alexander (Jr.)  
**Member of Promoter Group of  
Muthoot Finance Limited**  
**Date: September 18, 2021**  
**Place: Kochi**



Eapen Alexander  
**Member of Promoter Group of  
Muthoot Finance Limited**  
**Date: September 18, 2021**  
**Place: Kochi**

Date: September 24, 2021

ANNEXURE 2

To,

<b>National Stock Exchange of India Ltd.</b> Exchange Plaza Plot No. C/1, G Block Bandra - Kurla Complex Bandra (E), Mumbai - 400 051 Symbol: MUTHOOTFIN	<b>Department of Corporate Services BSE Limited</b> P.J. Tower, Dalal Street Mumbai - 400 001 Scrip Code: 533398	<b>Muthoot Finance Limited</b> 2 <sup>nd</sup> Floor, Muthoot Chambers, Opp: Saritha Theatre Complex Banerji Road, Ernakulam, Kerala - 682 018
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Dear Sir/Madam,

**Sub: Report under Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

**Ref: Prior intimation filed under regulation 10(5) dated April 01, 2021**


As due compliance of Regulation 10(6) of SEBI (SAST) Regulations, 2011, the undersigned being part of the 'Promoter and Promoter Group of the Company, hereby furnish the report in the specified format under Regulation 10(6) in respect of post inter-se transfer of 2,00,00,000 equity shares constituting 4.985% of the total share capital of Muthoot Finance Limited being the Target Company ('TC') in the following manner:

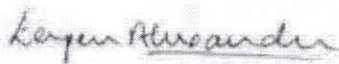
- i) Inter-se transfer of 1,00,00,000 of shares from Mr. George Alexander Muthoot to Mr. George Alexander (Jr.), son of Mr. George Alexander Muthoot and a member of the Promoter Group of the TC.
- ii) Inter-se transfer of 1,00,00,000 of shares from Mr. George Alexander Muthoot to Mr. Eapen Alexander, son of Mr. George Alexander Muthoot and a member of the Promoter Group of the TC.

This inter-se transfer of shares amongst Promoter Group and transferor and transferees are immediate relatives. Hence, the transaction falls within the exemption under Regulation 10(1)(a)(i) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and there will be no change in the aggregate shareholding of 'Promoter and Promoter Group' in the Target Company after such inter-se transfer of shares of TC.

Thanking you,

Yours faithfully,

  
George Alexander (Jr.)  
Member of Promoter Group of  
Muthoot Finance Limited  
Date: September 24, 2021  
Place: Kochi

  
Eapen Alexander  
Member of Promoter Group of  
Muthoot Finance Limited  
Date: September 24, 2021  
Place: Kochi

Encl: As above

**Disclosures under Regulation 10(6) - Report to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

1.	Name of the Target Company (TC)	Muthoot Finance Limited	
2.	Name of the acquirer(s)	1. Mr. George Alexander (Jr.) 2. Mr. Eapen Alexander	
3.	Name of the stock exchange where shares of the TC are listed	1. BSE Limited 2. The National Stock Exchange of India Limited	
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Date of Transaction: September 24, 2021  Inter-se transfer of shares between immediate relatives. Transfer is consequent to gift of shares by the transferor to transferees.  2,00,00,000 shares held by Mr. George Alexander Muthoot in the TC has been transferred in the following manner:  1. Mr. George Alexander (Jr.) – 1,00,00,000 2. Mr. Eapen Alexander – 1,00,00,000	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(a)(i)	
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10(5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations.  - date of filing with the stock exchange.	Yes, Disclosure u/r 10(5) was made within the timeline specified under the regulations.  Date of Intimation: September 18, 2021	
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made
	a. Name of the transferor / seller	Mr. George Alexander Muthoot	Yes
	b. Date of acquisition	September 24, 2021	Yes, On September 18, 2021
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	2,00,00,000 shares held by George Alexander Muthoot in the TC divided in the following manner:  Mr. Gorge Alexander	Yes


		(Jr) – 1,00,00,000				
		Mr. Eapen Alexander – 1,00,00,000				
	d.	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	The Acquirers have acquired 2,00,00,000 equity shares constituting 4.985% of the total share capital held by Mr. George Alexander Muthoot in an equal ratio, in the following manner:  Mr. George Alexander (Jr) – 2.493%  Mr. Eapen Alexander – 2.493%	Yes		
	e.	Price at which shares are proposed to be acquired / actually acquired	Nil.  Shares are transferred as gift to immediate relatives. Therefore, no consideration is involved in the transfer of shares.	Yes		
	8.	Shareholding details	Pre-Transaction	Post-Transaction		
			No. of sharesheld	% w.r.t total share capital of TC	No. of sharesheld	% w.r.t total share capital of TC
	a	Acquirer(s) and PACs (other than sellers)(*)				
		George Alexander (Jr.)	75,25,000	1.88%	1,75,25,000	4.37%
		Eapen Alexander	75,25,000	1.88%	1,75,25,000	4.37%
		Anna Alexander	1,49,35,068	3.72%	1,49,35,068	3.72%
		George Thomas Muthoot	4,36,30,900	10.88%	4,36,30,900	10.88%
		George Jacob Muthoot	4,36,30,900	10.88%	4,36,30,900	10.88%
		Sara George	2,90,36,548	7.24%	2,90,36,548	7.24%
		Susan Thomas	2,99,85,068	7.47%	2,99,85,068	7.47%
		Elizabeth Jacob	1,49,35,068	3.72%	1,49,35,068	3.72%
		George M Jacob	1,50,50,000	3.75%	1,50,50,000	3.75%
		George M George	2,22,89,710	5.56%	2,22,89,710	5.56%
		Alexander George	2,22,89,710	5.56%	2,22,89,710	5.56%
	b	Seller (s)				

	George Alexander Muthoot	436,30,900	10.875%	236,30,900	5.890%
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- (\*) Shareholding of each entity shall be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.



George Alexander (Jr.)  
**Member of Promoter Group of  
Muthoot Finance Limited  
Date: September 24, 2021  
Place: Kochi**



Eapen Alexander  
**Member of Promoter Group of  
Muthoot Finance Limited  
Date: September 24, 2021  
Place: Kochi**

Date: September 24, 2021

ANNEXURE 3

To,

<b>National Stock Exchange of India Ltd.</b> Exchange Plaza Plot No. C/1, G Block Bandra - Kurla Complex Bandra (E), Mumbai - 400 051 Symbol: MUTHOOTFIN	Department of Corporate Services <b>BSE Limited</b> P.J. Tower, Dalal Street Mumbai - 400 001 Scrip Code: 533398	<b>Muthoot Finance Limited</b> 2 <sup>nd</sup> Floor, Muthoot Chambers, Opp: Saritha Theatre Complex Banerji Road, Ernakulam, Kerala - 682 018
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Dear Sir/Madam,

**Sub: Disclosure under regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, 2011**

Please find attached the disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, 2011, in connection with the inter-se transfer of 2,00,00,000 equity shares in off market transaction in the following manner:


- i) Inter-se transfer of 1,00,00,000 of shares from Mr. George Alexander Muthoot to Mr. George Alexander (Jr.), son of Mr. George Alexander Muthoot and a member of the Promoter Group of the TC.
- ii) Inter-se transfer of 1,00,00,000 of shares from Mr. George Alexander Muthoot to Mr. Eapen Alexander, son of Mr. George Alexander Muthoot and a member of the Promoter Group of the TC.

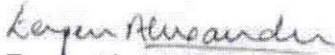
There has been no change in the aggregate shareholding of 'Promoter and Promoter Group' in the Target Company after such inter-se transfer of shares of TC.

You are requested to take note of the same on your records.

Thanking you,

Yours faithfully,

  
George Alexander (Jr.)  
Member of Promoter Group of  
Muthoot Finance Limited  
Date: September 24, 2021  
Place: Kochi

  
Eapen Alexander  
Member of Promoter Group of  
Muthoot Finance Limited  
Date: September 24, 2021  
Place: Kochi

Encl: As above



**Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

**Part-A- Details of the Acquisition**

Name of the Target Company (TC)	<b>Muthoot Finance Limited</b>		
Name(s) of the acquirer and Persons Acting in Concert(PAC) with the acquirer	<p><b>Acquirers:</b></p> <ol style="list-style-type: none"> <li>1. Mr. George Alexander (Jr.)</li> <li>2. Mr. Eapen Alexander</li> </ol> <p><b>Person Acting in Concert (PAC):</b></p> <ol style="list-style-type: none"> <li>1. Anna Alexander</li> <li>2. George Thomas Muthoot</li> <li>3. George Jacob Muthoot</li> <li>4. George Alexander Muthoot</li> <li>5. Sara George</li> <li>6. Susan Thomas</li> <li>7. Elizabeth Jacob</li> <li>8. George M Jacob</li> <li>9. George M George</li> <li>10. Alexander George</li> </ol>		
Whether the acquirer belongs to Promoter/Promoter group	<p>Yes,</p> <p>Mr. George Alexander (Jr.) and Mr. Eapen Alexander, transferees/ acquirers are immediate relatives of Managing Director and are part of the Promoter Group of TC.</p>		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	<ol style="list-style-type: none"> <li>1. BSE Limited</li> <li>2. The National Stock Exchange of India Limited</li> </ol>		
Details of the acquisition as follows	Number	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)

<b>Before the acquisition under consideration, holding of acquirer along with PACs of:</b>			
a) Shares carrying voting rights			
<b>Acquirers:</b>			
1. Mr. George Alexander (Jr.)	75,25,000	1.88%	1.88%
2. Mr. Eapen Alexander	75,25,000	1.88%	1.88%
<b>Person Acting in Concert (PAC):</b>			
1. Anna Alexander	1,49,35,068	3.72%	3.72%
2. George Thomas Muthoot	4,36,30,900	10.88%	10.88%
3. George Jacob Muthoot	4,36,30,900	10.88%	10.88%
4. George Alexander Muthoot	4,36,30,900	10.88%	10.88%
5. Sara George	2,90,36,548	7.24%	7.24%
6. Susan Thomas	2,99,85,068	7.47%	7.47%
7. Elizabeth Jacob	1,49,35,068	3.72%	3.72%
8. George M Jacob	1,50,50,000	3.75%	3.75%
9. George M George	2,22,89,710	5.56%	5.56%
10. Alexander George	2,22,89,710	5.56%	5.56%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by equity shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	-	-	-
e) Total (a+b+c+d)	29,44,63,872	73.40%	73.40%
<b>Details of acquisition</b>			
a) Shares carrying voting rights acquired			
<b>Acquirers:</b>			
1. Mr. George Alexander (Jr.)	1,00,00,000	2.493%	2.493%
2. Mr. Eapen Alexander	1,00,00,000	2.493%	2.493%
b) VRs acquired otherwise than by equity shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each	-	-	-

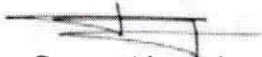
category) acquired			
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
e) Total (a+b+c+/-d)	2,00,00,000	4.985%	4.985%
<b>After the acquisition, holding of acquirer along with PACs of:</b>			
a) Shares carrying voting rights			
<b>Acquirers:</b>			
1. Mr. George Alexander (Jr.)	1,75,25,000	4.368%	4.368%
2. Mr. Eapen Alexander	1,75,25,000	4.368%	4.368%
<b>Person Acting in Concert (PAC):</b>			
1. Anna Alexander	1,49,35,068	3.72%	3.72%
2. George Thomas Muthoot	4,36,30,900	10.88%	10.88%
3. George Jacob Muthoot	4,36,30,900	10.88%	10.88%
4. George Alexander Muthoot	2,36,30,900	5.89%	5.89%
5. Sara George	2,90,36,548	7.24%	7.24%
6. Susan Thomas	2,99,85,068	7.47%	7.47%
7. Elizabeth Jacob	1,49,35,068	3.72%	3.72%
8. George M Jacob	1,50,50,000	3.75%	3.75%
9. Georg M George	2,22,89,710	5.56%	5.56%
10. Alexander George	2,22,89,710	5.56%	5.56%
b) VRs otherwise than by equity shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-	-	-
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
e) Total (a+b+c+d)	29,44,63,872	73.40%	73.40%
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	Off market Inter-se transaction between immediate relatives		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Inter-se transfer of shares and the transferees/ acquirers are immediate relatives and part of the Promoter Group of TC.		


	<p>2,00,00,000 shares held by Mr. George Alexander Muthoot in the TC has been transferred in the following manner:</p> <ol style="list-style-type: none"> <li>1. Mr. George Alexander (Jr.) – 1,00,00,000</li> <li>2. Mr. Eapen Alexander – 1,00,00,000</li> </ol>
Date of acquisition of/ date of receipt of intimation of allotment of shares/ VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	Date of Transaction: September 24, 2021
Equity share capital / total voting capital of the TC before the said acquisition	Equity Share Capital of Rs. 401,19,94,110/- consisting of 40,11,99,411 equity Shares of Rs. 10/- each.
Equity share capital/ total voting capital of the TC after the said acquisition	Equity Share Capital of Rs. 401,19,94,110/- consisting of 40,11,99,411 equity Shares of Rs. 10/- each
Total diluted share/voting capital of the TC after the said acquisition	Equity Share Capital of Rs. 401,19,94,110/- consisting of 40,11,99,411 equity Shares of Rs. 10/- each

**Part - B**

**Name of the Target Company: Muthoot Finance Limited**

Sl. No.	Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Whether the acquirer belongs to Promoter/ Promoter group	PAN of the acquirer and PACs
1.	George Alexander Muthoot	Promoter	ABTPA8912D
2.	George Jacob Muthoot	Promoter	ABVPJ5358A
3.	George Thomas Muthoot	Promoter	ACKPG5848G
4.	Susan Thomas	Promoter group	ABCPT4819K
5.	George M Jacob	Promoter group	ADLPJ1626P
6.	Anna Alexander	Promoter group	ABTPA1310K
7.	Elizabeth Jacob	Promoter group	ABVPJ5359B
8.	Sara George	Promoter group	ACKPG5846J
9.	Eapen Alexander	Promoter group	AHWPA9856B
10.	George Alexander	Promoter group	AFQPA9432B
11.	Alexander M George	Promoter group	ACKPG5847K
12.	George M George	Promoter group	ACJPG7312C

  
George Alexander (Jr.)  
**Member of Promoter Group of  
Muthoot Finance Limited**  
Date: September 24, 2021  
Place: Kochi

  
Eapen Alexander  
**Member of Promoter Group of  
Muthoot Finance Limited**  
Date: September 24, 2021  
Place: Kochi

**Note:**

(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(\*\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

(\*\*\*) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

Date: September 24, 2021

To,

<b>National Stock Exchange of India Ltd.</b> Exchange Plaza Plot No. C/1, G Block Bandra - Kurla Complex Bandra (E), Mumbai - 400 051 Symbol: MUTHOOTFIN	Department of Corporate Services <b>BSE Limited</b> P.J. Tower, Dalal Street Mumbai - 400 001 Scrip Code: 533398	<b>Muthoot Finance Limited</b> 2 <sup>nd</sup> Floor, Muthoot Chambers, Opp: Saritha Theatre Complex Banerji Road, Ernakulam, Kerala - 682 018
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Dear Sir/ Madam,

**Sub: Disclosure under regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, 2011**

Please find attached the disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, 2011, in connection with the inter-se transfer of 2,00,00,000 equity shares in off market transaction in the following manner:

- i) Inter-se transfer of 1,00,00,000 of shares from Mr. George Alexander Muthoot to Mr. George Alexander (Jr.), son of Mr. George Alexander Muthoot and a member of the Promoter Group of the TC.
- ii) Inter-se transfer of 1,00,00,000 of shares from Mr. George Alexander Muthoot to Mr. Eapen Alexander, son of Mr. George Alexander Muthoot and a member of the Promoter Group of the TC.

There has been no change in the aggregate shareholding of 'Promoter and Promoter Group' in the Target Company after such inter-se transfer of shares of TC.

You are requested to take note of the same on your records.

Thanking you,

Yours faithfully,



**George Alexander Muthoot**  
**Managing Director & Promoter**  
**Muthoot Finance Limited**  
Date: September 24, 2021  
Place: Kochi

Encl: As above

**Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Name of the Target Company (TC)	<b>Muthoot Finance Limited</b>		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	<b>Acquirers:</b> 1. Mr. George Alexander (Jr.) 2. Mr. Eapen Alexander  <b>Person Acting in Concert (PAC):</b> 1. Anna Alexander 2. George Thomas Muthoot 3. George Jacob Muthoot 4. George Alexander Muthoot 5. Sara George 6. Susan Thomas 7. Elizabeth Jacob 8. George M Jacob 9. George M George 10. Alexander George		
Whether the acquirer belongs to Promoter/Promoter group	Yes,  Mr. George Alexander (Jr.) and Mr. Eapen Alexander transferees/ acquirers are immediate relatives of Managing Director and are part of the Promoter Group of TC.		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	1. BSE Limited 2. The National Stock Exchange of India Limited		
Details of the acquisition/ disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)
<b>Before the acquisition/sale under consideration, holding of:</b>  a) Shares carrying voting rights  <b>Seller/Transferor:</b>  1. George Alexander Muthoot	4,36,30,900	10.875%	10.875%


b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	-	-	-
e) Total (a+b+c+d)	4,36,30,900	10.875%	10.875%
<b>Details of acquisition/sale</b>			
a) Shares carrying voting rights <del>acquired</del> /sold			
<b>Seller/Transferor:</b>			
1. George Alexander Muthoot	2,00,00,000	4.985%	4.985%
b) VRs acquired /sold otherwise than by shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	-	-	-
d) Shares encumbered / invoked/released by the acquirer	-	-	-
e) Total (a+b+c+d)	2,00,00,000	4.985%	4.985%
<b>After the acquisition/sale, holding of:</b>			
a) Shares carrying voting rights			
<b>Seller/Transferor:</b>			
1. George Alexander Muthoot	2,36,30,900	5.890%	5.890%
b) Shares encumbered with the acquirer	-	-	-
c) VRs otherwise than by shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-	-	-
e) Total (a+b+c+d)	2,36,30,900	5.890%	5.890%
Mode of <del>acquisition</del> / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Off market Inter-se transaction between immediate relatives		



Date of <del>acquisition</del> / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	Date of Transaction: September 24, 2021
Equity share capital / total voting capital of the TC before the said <del>acquisition</del> / sale	Equity Share Capital of Rs. 4,01,19,94,110/- consisting of 40,11,99,411 Equity Shares of Rs. 10/- each.
Equity share capital/ total voting capital of the TC after the said <del>acquisition</del> / sale	Equity Share Capital of Rs. 4,01,19,94,110/- consisting of 40,11,99,411 Equity Shares of Rs. 10/- each.
Total diluted share/voting capital of the TC after the said <del>acquisition</del> / sale	Equity Share Capital of Rs. 4,01,19,94,110/- consisting of 40,11,99,411 Equity Shares of Rs. 10/- each.

(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the StockExchange under Clause 35 of the listing Agreement.

(\*\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.



**George Alexander Muthoot**  
**Managing Director & Promoter**  
**Muthoot Finance Limited**  
**Date: September 24, 2021**  
**Place: Kochi**