

Date: April 01, 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: Prior intimation under Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for proposed acquisition of shares**

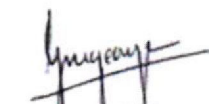
As due compliance of Regulation 10(5) of SEBI (SAST) Regulations, 2011, the undersigned being part of the 'Promoter and Promoter Group of the Company, hereby furnish the prior intimation in the specified format under Regulation 10(5) in respect of the proposed inter-se transfer of 3,10,34,420 equity shares constituting 7.734% of the total share capital of Muthoot Finance Limited being the Target Company ('TC') in the following manner:

- 1) Inter-se transfer (resulting from a Will left behind by Late Mr. M G George Muthoot, Promoter of the TC) of 1,55,17,210 (3.867%) of shares from Mrs. Sara George (Wife of Late Mr. M G George Muthoot) to Mr. George M George, Son of Late Mr. M G George Muthoot and a member of the Promoter Group of the TC.
- 2) Inter-se transfer (resulting from a Will left behind by Late Mr. M G George Muthoot, Promoter of the TC) of 1,55,17,210 (3.867%) of shares from Mrs. Sara George (Wife of Late Mr. M G George Muthoot) to Mr. Alexander M George, Son of Late Mr. M G George Muthoot and a member of the Promoter Group of the TC.

This inter-se transfer of shares amongst Promoter Group consequent to the transmission upon death of the promoter shareholder, the same falls within the exemption under Regulation 10(1)(a)(i) and Regulation 10(g) 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 M George  
Member of Promoter Group of  
Muthoot Finance Limited  
Date: April 01, 2021  
Place: Kochi



Alexander M George  
Member of Promoter Group of  
Muthoot Finance Limited  
Date: April 01, 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**

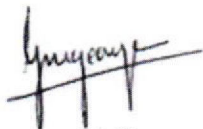
1.	Name of the Target Company (TC)	Muthoot Finance Limited
2.	Name of the acquirer(s)	The disclosure is pursuant to inter-se transfer of shares (consequent to the transmission upon the death of the promoter shareholder) amongst the Promoter and Promoter Group.  The Transferee(s)/ Acquirer(s) in the above case are:  1. Mr. George M George 2. Mr. Alexander M George
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 consequent to the transmission upon the death of the promoter shareholder 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	Mrs. Sara George (Wife of Late Mr. M G George Muthoot)
	b. Proposed date of acquisition	On or after April 10, 2021
	c. Number of shares to be acquired from each person mentioned in 4(a) above	3,10,34,420 shares held by Mrs. Sara George in the TC will be transferred to the acquirers as below:  1. Mr. George M George - 1,55,17,210 2. Mr. Alexander M George - 1,55,17,210
	d. Total shares to be acquired as % of share capital of TC	The transferees/ acquirers will acquire up to 3,10,34,420 equity shares constituting 7.734% of the total share capital held by Mrs. Sara George in the following manner:  1. Mr. George M George - 3.867% 2. Mr. Alexander M George - 3.867%
	e. Price at which shares are proposed to be acquired	Nil.  Shares are proposed to be transferred consequent to the transmission of shares upon the death of the promoter shareholder.

		This is in the nature of transfer of shares through an off market transaction amongst the members of Promoter Group resulting from a Will left behind by Late Mr. M G George Muthoot. Therefore, no consideration is involved in the proposed transfer of shares.
	f. Rationale, if any, for the proposed transfer	Inter-se transfer of shares consequent to the transmission upon the death of the promoter shareholder and the transferees/ acquirers are immediate relatives and part of the Promoter Group of TC. Shares being transferred to the immediate relatives resulting from a Will left behind by Late Mr. M G George Muthoot.
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	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 consequent to the transmission upon the death of the promoter shareholder. This is in the nature of transfer of shares through an off market transaction amongst the Promoter Group resulting from a Will left behind by Late Mr. M G George Muthoot. Therefore, 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 consequent to the transmission upon the death of the promoter shareholder. This is in the nature of transfer of shares through an off market transaction amongst the Promoter Group resulting from a Will left behind by Late Mr. M G George Muthoot. Therefore, 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 consequent to the transmission upon the death of the promoter shareholder. This is in the nature of transfer of shares through an off market transaction

		amongst the Promoter Group resulting from a Will left behind by Late Mr. M G George Muthoot. Therefore, 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 M George	6772500	1.688%	22289710	5.555%
	2. Alexander M George	6772500	1.688%	22289710	5.555%
b	Seller (s)				
	1. Sara George	60070968	14.973%	29036548	7.237%

**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 a person duly authorized to do so on behalf of all the acquirers.



George M George  
**Member of Promoter Group of  
Muthoot Finance Limited**  
**Date: April 01, 2021**  
**Place: Kochi**



Alexander M George  
**Member of Promoter Group of  
Muthoot Finance Limited**  
**Date: April 01, 2021**  
**Place: Kochi**