

Date: April 15, 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: 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 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 15, 2021**  
**Place: Kochi**



Alexander M George  
**Member of Promoter Group of  
Muthoot Finance Limited**  
**Date: April 15, 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)	<p>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.</p> <p>The Transferee(s)/ Acquirer(s) in the above case are:</p> <ol style="list-style-type: none"> <li>1. Mr. George M George</li> <li>2. Mr. Alexander M George</li> </ol>
3.	Name of the stock exchange where shares of the 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>
4.	Details of the transaction including rationale, if any, for the transfer/acquisition of shares.	<p>Date of Transaction: April 12, 2021</p> <p>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 has been transferred to the immediate relatives resulting from a Will left behind by Late Mr. M G George Muthoot.</p> <p>3,10,34,420 shares held by Mrs. Sara George (Wife of Late Mr. M G George Muthoot) in the TC has been transferred in the following manner:</p> <ol style="list-style-type: none"> <li>1. Mr. George M George - 1,55,17,210</li> <li>2. Mr. Alexander M George - 1,55,17,210</li> </ol>
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(a)(i) & Regulation 10(g)
6.	<p>Whether disclosure of proposed acquisition was required to be made under regulation 10(5) and if so,</p> <p>- whether disclosure was made and whether it was made within the timeline specified under the regulations.</p> <p>- date of filing with the stock exchange.</p>	<p>Yes, Disclosure u/r 10(5) was made within the timeline specified under the regulations.</p> <p>Date of Intimation: April 01, 2021</p>

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	Mrs. Sara George Yes
	b.	Date of acquisition	On or after April 10, 2021 Yes, April 12, 2021
	c.	Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	3,10,34,420 shares held by Mrs. Sara George (Wife of Late Mr. M G George Muthoot) in the TC divided in the following manner:  1. Mr. George M George - 1,55,17,210  2. Mr. Alexander M George - 1,55,17,210  Yes
	d.	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	The Acquirers have acquired 3,10,34,420 equity shares constituting 7.734% of the total share capital held by Mrs. Sara George in an equal ratio, in the following manner:  1. Mr. George M George - 3.867%  2. Mr. Alexander M George - 3.867%  Yes
	e.	Price at which shares are proposed to be acquired / actually acquired	Nil.  Shares are transferred consequent to the transmission upon the death of the promoter shareholder. This is in the nature of transfer of shares  Yes

			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 transfer of shares.			
8.	Shareholding details		Pre-Transaction		Post-Transaction	
			No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
	a	Acquirer(s) and PACs (other than sellers)(*)				
		1. George M George	67,72,500	1.688%	2,22,89,710	5.555%
		2. Alexander M George	67,72,500	1.688%	2,22,89,710	5.555%
	b	Seller (s)				
		1. Sara George	6,00,70,968	14.973%	2,90,36,548	7.237%

- (\*) 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 M George  
**Member of Promoter Group of  
Muthoot Finance Limited**  
**Date: April 15, 2021**  
**Place: Kochi**



Alexander M George  
**Member of Promoter Group of  
Muthoot Finance Limited**  
**Date: April 15, 2021**  
**Place: Kochi**