



**Date:** January 2, 2023

To,  
**The Manager**  
**Dept. of Corporate Services**  
**BSE Limited,**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Samachar Marg,  
Mumbai - 400001, India

**Ref: Open Offer by Madhu Garg (“Acquirer”) to the public shareholders of Grand Foundry Limited (“Target Company”) for acquisition of upto 90,91,970 fully paid-up equity shares of Rs. 4/- each at a price of Rs. 4/- per fully paid up Equity share pursuant to and in compliance with Regulations 3(1), 15(1) and other applicable provisions of the SEBI (SAST) Regulations, 2011.**

**Sub: Submission of Post Offer Advertisement of Grand Foundry Limited**

**Dear Sir,**

In relation to the captioned offer, we, Hem Securities Limited, Manager to the proposed Open Offer, herewith enclosed **copies of Post Offer Advertisement**, which appeared on **Monday, January 2, 2023** in all the editions of **Business Standard (English), Business Standard (Hindi)** and Mumbai editions of **Navshakti (Regional-Marathi)** in compliance to Regulation 18(12) of Securities and Exchange Board Of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Please take it on your record.

Thanking You,

Yours faithfully,  
For **Hem Securities Limited**

**Sourabh Garg**  
**(Investment Banking Division)**

**Encl: a/a**

POST OFFER ADVERTISEMENT TO THE EQUITY SHAREHOLDERS UNDER REGULATION 18 (12) IN TERMS OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 AS AMENDED OF

# GRAND FOUNDRY LIMITED

Registered Office: 327, 3rd Floor, Arun Chambers, Tardeo Road, Mumbai 400034, Maharashtra, India.

Phone No.: +91-022-23526315/16/17 | Email Id: cs@gfsteel.co.in | Website: www.gfsteel.co.in

CIN: L99999MH1974PLC017655

**OPEN OFFER ("OFFER") FOR ACQUISITION OF UP TO 90,91,970 FULLY PAID UP EQUITY SHARES OF FACE VALUE OF ₹4/- EACH ("EQUITY SHARES"), REPRESENTING 29.88% OF THE VOTING EQUITY SHARE CAPITAL, FROM THE PUBLIC SHAREHOLDERS OF GRAND FOUNDRY LIMITED ("GFL" OR "THE TARGET COMPANY" OR "TC") BY MADHU GARG, (HEREINAFTER REFERRED TO AS THE "ACQUIRER") PURSUANT TO AND IN ACCORDANCE WITH REGULATION 3(1) AND 4 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED (THE "SEBI (SAST) REGULATIONS") (THE "OPEN OFFER" OR "OFFER"). NO PERSON ACTING IN CONCERT FOR THIS OFFER, WITH THE ACQUIRER.**

This Post Offer Advertisement is being issued by Hem Securities Limited (hereinafter referred to as "**Manager to the Offer**"), on behalf of the Madhu Garg, (hereinafter referred to as the "**Acquirer**"), in connection with the Offer made by the Acquirer, in compliance with Regulation 18(12) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto. The Detailed Public Statement ("**DPS**") and its Dispatch Advertisement cum Corrigendum to the DPS with respect to the aforementioned offer was published on Wednesday, October 19, 2022 and Wednesday, December 7, 2022 respectively in the following newspapers, namely i) Business Standard, English Daily (all editions), (ii) Business Standard, Hindi Daily (all editions) and (iii) Navshakti, Regional Daily (Mumbai Edition).

Sr. No.	Particulars	Proposed in the Offer Document
1	Name of the Target Company	Grand Foundry Limited
2	Name of the Acquirer and PACs	Madhu Garg (" <b>Acquirer</b> ") (No person acting in concert for this Offer, with the Acquirer)
3	Name of Manager to the Offer	Hem Securities Limited
4	Name of Registrar to the Offer	Purva Sharegistry (India) Private Limited
5	<b>Offer Details</b> a) Date of Opening of the Offer b) Date of Closing of the Offer	Tuesday, December 13, 2022 Monday, December 26, 2022
6	Date of Payment of Consideration	Wednesday January 04, 2023

7 Details of the acquisition (based on Voting Equity Share Capital):					
Sr. No.	Particulars	Proposed in the Offer Document (Letter of Offer)		Actuals	
7.1	Offer Price	₹ 4/- (Rupees Four only)		₹ 4/- (Rupees Four only)	
7.2	Aggregate Number of Shares Tendered	90,91,970*		16,610	
7.3	Aggregate Number of shares Accepted	90,91,970*		16,610	
7.4	Size of the Offer (Number of Shares multiplied by Offer Price per Equity Share)	₹ 3,63,67,880/-*		₹ 66,440/-	
		<b>Number</b>	<b>(%)</b>	<b>Number</b>	<b>(%)</b>
7.5	Shareholding of the Acquirer and PACs before Agreements / Public Announcement	0	0.00	Nil	Nil
7.6	Shares Acquired through Agreement / Allotment	2,13,38,030	70.12	2,13,38,030	70.12
7.7	Shares acquired by way of Open Offer	90,91,970*	29.88*	16,610	0.06
7.8	Shares acquired after Detailed Public Statement	0	0.00	Nil	Nil
7.9	Post Offer Shareholding of the Acquirer and PACs	3,04,30,000*	100.00*	2,13,54,640	70.18
7.10	<b>Pre &amp; Post Offer Shareholding of Public</b>	<b>Pre Offer</b>	<b>Post Offer</b>	<b>Pre Offer</b>	<b>Post Offer</b>
	• Number	90,91,970	Nil	90,91,970	90,75,360
	• % of Fully Diluted Equity Share Capital	29.88*	Nil	29.88*	29.82

\* Assuming full acceptance in the offer.

- The Acquirer accepts full responsibility for the information contained in this Post Offer Advertisement and also for the obligations under SEBI (SAST) Regulations.
- A copy of this Post Offer Advertisement will be available on the websites of SEBI, NSE, BSE and at the Registered Office of the Target Company.
- The capitalized terms used but not defined in this advertisement shall have the meanings assigned to such terms in the Public Announcement and/or Detailed Public Statement and/or Letter of Offer and/or Dispatch Advertisement cum Corrigendum to the DPS and Pre Offer Opening Public Announcement, unless otherwise specified.
- This Post offer Advertisement is being issued in all the newspapers in which the DPS has been published.

## ISSUED BY THE MANAGER TO THE OFFER ON BEHALF OF ACQUIRER

 <b>Hem Securities Ltd.</b>	<b>HEM SECURITIES LIMITED</b> 904, A Wing, Naman Midtown, Senapati Bapat Marg, Elphinstone Road, Lower Parel, Mumbai - 400013, Maharashtra, India. <b>Tel. No.:</b> +91- 022- 49060000 <b>Email:</b> ib@hemsecurities.com <b>Website:</b> www.hemsecurities.com <b>Contact Person:</b> Mr. Sourabh Garg <b>CIN:</b> U67120RJ1995PLC010390 <b>SEBI Regn. No.:</b> INM000010981 <b>Validity Period:</b> Permanent
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For Acquirer

Sd/-

Madhu Garg

Place: Delhi

Date: December 30, 2022

**SBI**  
Stressed Assets Resolution Group, Corporate Centre  
21st Floor, Maker Towers "E" Wing, Cuffe Parade, Mumbai - 400005

**TRANSFER OF STRESSED LOAN EXPOSURE TO ELIGIBLE PARTICIPANTS (PERMITTED ARCs/NBFCs/Banks/FIs) THROUGH e-AUCTION**

State Bank of India invites Expression of Interest (EOI) from Eligible Participants, subject to applicable regulations issued by Reserve Bank of India/Regulators, for transfer of stressed loan exposure of two accounts with principal outstanding of ₹ 37.22 Crore (Rupees Thirty Seven crores twenty two lakhs only) through e-Auction on "as is where is" and "as is what is" basis without recourse.

All interested eligible participants are requested to submit their willingness to participate in the e-Auction by way of an "Expression of Interest" and after execution of Non-Disclosure Agreement, if not already executed (as per the timelines mentioned in web-notice by contacting on e-mail id [dgm\\_sr@sbi.co.in](mailto:dgm_sr@sbi.co.in)). Please visit Bank's web site <https://bank.sbi> and click on the link "SBI in the news>Auction Notice>ARC & DRT" for further details (web-notice).

Please note that Bank reserves the right not to go ahead with the proposed e-Auction and modify e-Auction date, any terms & conditions etc. at any stage without assigning any reasons by uploading the corrigendum at <https://bank.sbi> (SBI in the news>Auction Notice>ARC & DRT). The decision of the Bank shall be final and binding.

Place: Mumbai Issued by  
Date: 02.01.2023 Deputy General Manager (ARC)

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# GRAND FOUNDRY LIMITED

Registered Office: 327, 3rd Floor, Arun Chambers, Tardeo Road, Mumbai 400034, Maharashtra, India.  
Phone No.: +91-022-23526315/16/17 | Email Id: [cs@gfsteel.co.in](mailto:cs@gfsteel.co.in) | Website: [www.gfsteel.co.in](http://www.gfsteel.co.in)  
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3	Name of Manager to the Offer	Hem Securities Limited			
4	Name of Registrar to the Offer	Purva Share Registry (India) Private Limited			
5	Offer Details a) Date of Opening of the Offer b) Date of Closing of the Offer	Tuesday, December 13, 2022 Monday, December 26, 2022			
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		Number	(%)	Number	(%)
7.5	Shareholding of the Acquirer and PACs before Agreements / Public Announcement	0	0.00	Nil	Nil
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7.10	Pre & Post Offer Shareholding of Public	<b>Pre Offer</b>	<b>Post Offer</b>	<b>Pre Offer</b>	<b>Post Offer</b>
	• Number	90,91,970	Nil	90,91,970	90,75,360
	• % of Fully Diluted Equity Share Capital	29.88*	Nil	29.88*	29.82

- \* Assuming full acceptance in the offer.
- The Acquirer accepts full responsibility for the information contained in this Post Offer Advertisement and also for the obligations under SEBI (SAST) Regulations.
  - A copy of this Post Offer Advertisement will be available on the websites of SEBI, NSE, BSE and at the Registered Office of the Target Company.
  - The capitalized terms used but not defined in this advertisement shall have the meanings assigned to such terms in the Public Announcement and/or Detailed Public Statement and/or Letter of Offer and/or Dispatch Advertisement cum Corrigendum to the DPS and Pre Offer Opening Public Announcement, unless otherwise specified.
  - This Post offer Advertisement is being issued in all the newspapers in which the DPS has been published.

**ISSUED BY THE MANAGER TO THE OFFER ON BEHALF OF ACQUIRER**

**HEM SECURITIES LIMITED**  
904, A Wing, Nanam Midtown, Senapati Bapat Marg, Elphinstone Road, Lower Parel, Mumbai - 400013, Maharashtra, India.  
Tel. No.: +91-022-49060000  
Email: [ib@hemsecurities.com](mailto:ib@hemsecurities.com)  
Website: [www.hemsecurities.com](http://www.hemsecurities.com)  
Contact Person: Mr. Sourabh Garg  
CIN: U67120RJ1995PLC010390  
SEBI Regn. No.: INM000010981  
Validity Period: Permanent

Place: Delhi  
Date: December 30, 2022

For Acquirer  
Sd/-  
Madhu Garg

Business Standard

# WHAT'S ON PAPER MATTERS.

To book your copy,  
SMS reachbs to 57575 or email us at [order@bsmail.in](mailto:order@bsmail.in)

Business Standard  
Insight Out

This is an advertisement issued, pursuant to regulation 30 (1) of the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, for information purposes only.

**muthoot**  
FINCORP  
**MUTHOOT FINCORP LIMITED**

Our Company, Muthoot Fincorp Limited (the "Company" or the "Issuer") was incorporated in the Republic of India under the Companies Act, 1956, as amended as a public limited company on June 10, 1997 at Trivandrum and registered as a Non-Banking Financial Company ("NBFC") 16.00170 within the meaning of the Reserve Bank of India Act, 1934, as amended (the "RBI Act"). For further details, see "General Information" and "History and Certain Corporate Matters" on page 42 and 86, respectively, of the Prospectus.

CIN: U65929KL1997PLC011518; PAN: AACCM1453E, Website: [www.muthootfincorp.com](http://www.muthootfincorp.com)  
Registered office: Muthoot Centre, TC No 27/3022 Punnem Road, Trivandrum - 695 001, Kerala; Tel: +91 471 491 1550,  
Corporate office: Muthoot Centre, Near Spencer Junction, M.G. Road, Trivandrum - 695 001, Kerala; Tel: +91 471 491 1430,  
Compliance Officer and Contact Person: Sachu Sivas; Email: [sachu.sivas@muthoot.com](mailto:sachu.sivas@muthoot.com); Tel: +91 471 491 1621;  
Chief Financial Officer: Thomas Muthoot; Email: [tthomas@muthoot.com](mailto:tthomas@muthoot.com); Tel: +91 484 4161616

**CREDIT RATING : "CRISIL AA/Stable" by CRISIL Ratings Limited**

Indicates that instruments with this rating are considered to have adequate degree of safety regarding timely servicing of financial obligations and carry lowest credit risk

**PROMOTERS OF THE COMPANY :**

(i) Thomas John Muthoot, Email: [muthoot@muthoot.com](mailto:muthoot@muthoot.com) Tel: +91 471 491 1505, (ii) Thomas George Muthoot, Email: [muthoot@muthoot.com](mailto:muthoot@muthoot.com) Tel: +91 484 416 1650 and (iii) Thomas Muthoot, Email: [muthoot@muthoot.com](mailto:muthoot@muthoot.com) Tel: +91 484 416 1616. For further details, please see "Our Promoters" on page 113 of the Prospectus.

PUBLIC ISSUE BY MUTHOOT FINCORP LIMITED, ("COMPANY" OR "ISSUER") OF SECURED REDEEMABLE NON-CONVERTIBLE DEBENTURES OF FACE VALUE OF ₹1,000 EACH ("NCDs") FOR AN AMOUNT AGGREGATING TO ₹200 CRORES ("BASE ISSUE") WITH GREEN SHOE OPTION OF UP TO ₹200 CRORES AGGREGATING TO ₹ 400 CRORES (THE "ISSUE"). THE ISSUE IS BEING MADE PURSUANT TO THE PROVISIONS OF SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE AND LISTING OF NON-CONVERTIBLE SECURITIES) REGULATIONS, 2021, AS AMENDED (THE "SEBI NCS REGULATIONS"), THE COMPANIES ACT, 2013 AND RULES MADE THEREUNDER AS AMENDED TO THE EXTENT NOTIFIED AND THE SEBI OPERATIONAL CIRCULAR. THE ISSUE IS NOT PROPOSED TO BE UNDERWRITTEN.

The following are the salient terms of the NCDs to be issued pursuant to the prospectus dated December 29, 2022 ("Prospectus").

Options	I	II	III	IV	V	VI	VII	VIII
Nature	Secured	Secured	Secured	Secured	Secured	Secured	Secured	Secured
Tenure	27 Months	38 Months	48 Months	60 Months	48 Months	60 Months	27 Months	38 Months
Frequency of Interest Payment	Monthly	Monthly	Monthly	Monthly	Annual	Annual	Cumulative	Cumulative
Minimum Application	₹10,000 (10 NCDs)							
In multiples, of	1 NCD after minimum application							
Face Value of NCDs (₹ /NCD)	₹1,000 (1 NCD)							
Issue Price (₹ /NCD)	₹1,000 (1 NCD)							
Mode of Interest Payment/ Redemption	Through various options available							
Coupon (%) per annum	8.10	8.25	8.40	8.50	8.70	8.80	NA	NA
Coupon Type	Fixed							
Redemption Amount (₹ /NCD) for Debenture Holders	1,000	1,000	1,000	1,000	1,000	1,000	1,199	1,297
Effective Yield (%) (per annum)	8.40	8.56	8.72	8.83	8.69	8.79	8.41	8.57
Put and Call Option	NA							
Deemed Date of Allotment	February 1, 2023							

For the details of category wise eligibility, and allotment in the Issue please see "Issue Procedure - Who can Apply, Issue Procedure - Method of Application and Issue Procedure - Basis of Allotment" on pages 412, 414 and 434 of the Prospectus respectively.

Our Company will allot the option I of NCDs, as specified in the Prospectus to all valid Applications, wherein the Applicants have not indicated their choice of the relevant Option of NCDs. Please note that the Company would be using the electronic bidding software of BSE Limited ("BSE") for the Issue.

**ISSUE PROGRAMME**

**ISSUE OPENS ON MONDAY, JANUARY 2, 2023**

**ISSUE CLOSURES ON FRIDAY, JANUARY 27, 2023\*\***

\*\* The Issue shall remain open for subscription from 10 a.m. to 5 p.m. during the period indicated above with an option for early closure or extension by such period as may be decided by the Board of Directors or a duly constituted committee thereof of the Company. In the event of such early closure or extension of the subscription list of the Issue, the Company shall ensure that public notice of such early closure/extension is published on or before such early date of closure or the Issue Closing Date, as applicable, through advertisement(s) in at least one leading national daily newspaper and a local newspaper in the state of Kerala, with wide circulation. Application Forms for the Issue will be accepted only from 10:00 a.m. to 5:00 p.m. (Indian Standard Time) or such extended time as may be permitted by BSE, on Working Days during the Issue Period. On the Issue Closing Date, Application Forms will be accepted only between 10:00 a.m. to 3:00 p.m. and uploaded until 5:00 p.m. (Indian Standard Time) or such extended time as may be permitted by BSE. For further details, see "General Information - Issue Programme" on page 48 of the Prospectus.

**ASBA\*** Simple, Safe, Smart way of Application

\* Application Supported by Blocked Amount ("ASBA") is a better way of applying to issues by simple blocking of the funds in the bank account. For further details, check section on Method of Application on page 414 of the Prospectus. Mandatory in public issues from October 01, 2018. No Cheques will be accepted.

**UPI** UPI-Now available in ASBA for Retail Individual Investors ("RIIs") applying through Registered Brokers, DP and RTAs. Retail Individual Investors also have the option to submit the application directly to the ASBA Bank (SCSBs) or to use the facility of linked online trading, demat and bank account. Investors are required to ensure that the bank account used for bidding is linked to their PAN.

\*ASBA has to be availed by all the investors. UPI may be availed by RIIs. For details on the ASBA and UPI process, please refer to the details given in application form and Abridged Prospectus and please refer to the section "Issue Procedure" beginning on page number 411 of the Prospectus.

\*\* List of banks supporting UPI is also available on the website of SEBI at [www.sebi.gov.in](http://www.sebi.gov.in). For the list of UPI Apps and banks live on IPO/NCDS, please refer to the link: [www.sebi.gov.in](http://www.sebi.gov.in). Axis Bank Limited is appointed as Sponsor Bank to the issue, in accordance with the requirements of SEBI Circular dated November 23, 2020. For UPI related queries, investors can contact NPCI at the toll free number : 1800 1201740 and mail id : [ipo.upi@npci.org.in](mailto:ipo.upi@npci.org.in).

**Information required under Section 30 of Companies Act, 2013:**

**Contents of the Memorandum of Association of the Company as regard to its objects:** For information on the main objects of our company, see "History and Certain Corporate Matters" on page number 86 of the Prospectus and clause III of the Memorandum of Association of our company. The Memorandum of Association is a document for inspection in relation to the Issue. For further details, see the section titled "Material Contracts and Documents for Inspection" on page no 444 of the Prospectus.

**Liability of Members:** Limited by Shares

**Amount of share capital of the company as at the date of the Prospectus:** The Authorised Share Capital of the Company is ₹4,25,00,00,000 divided into 22,50,00,000 Equity Shares of face value of ₹10 each and 20,00,00,000 Preference Shares of face value of ₹10 each. The Issued, Subscribed and Paid-up share capital of the Company before the Issue is ₹1,93,80,08,000 divided into 19,38,00,800 Equity Shares of ₹10 each.

**Names of the signatories at the time of signing of the Memorandum of Association of the Company and the number of shares subscribed for by them at the time of signing of the Memorandum of Association:** Given below are the Names of the signatories to the Memorandum of Association of our company and shares held by them at the time of the signing of the Memorandum of Association: Mr. Thomas John Muthoot : 100 equity shares, Mr. Mathew M Thomas : 100 equity shares, Ms. Janamma Thomas : 100 equity shares, Mr. Thomas George : 100 equity shares, Mr. Thomas Muthoot : 100 equity shares, Ms Nina George : 100 equity shares and Ms Remy Thomas : 100 equity shares

**LISTING:** The NCDs are proposed to be listed on BSE, which has given its in-principle listing approval, by letter no. DCS/BM/PI-BOND/018/22-23, dated December 23, 2022. The Designated Stock Exchange for the Issue is BSE.

**DISCLAIMER CLAUSE OF BSE:** It is to be distinctly understood that the permission given by BSE Limited should not in any way be deemed or construed that the Prospectus has been cleared or approved by BSE Limited nor does it certify the correctness or completeness of any of the contents of the Prospectus. The investors are advised to refer to the Prospectus for the full text of the Disclaimer clause of the BSE Limited.

**DISCLAIMER CLAUSE OF USE OF BSE ELECTRONIC PLATFORM:** It is to be distinctly understood that the permission given by the Exchange to use their network and software of the Online system should not in any way be deemed or construed that the compliance with various statutory requirements approved by the Exchange; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the compliance with the statutory and other requirements nor does it take any responsibility for the financial or other soundness of this Company, its promoters, its management or any scheme or project of this Company. It is also to be distinctly understood that the approval given by the Exchange is only to use the software for participating in system of making application process.

**DISCLAIMER CLAUSE OF RBI:** The Company is having a valid certificate of Registration dated July 23, 2002 bearing Registration No. N-16.00170 issued by the Reserve Bank of India under section 45 IA of the Reserve Bank of India Act, 1934. However, RBI does not accept any responsibility or guarantee about the present position as to the financial soundness of the Company or for the correctness of any of the statements or representations made or opinions expressed by the company and for repayment of deposits / discharge of liability by the Company.

**DISCLAIMER CLAUSE OF CREDIT RATING AGENCY:** The investors are advised to refer page 379 of the Prospectus for the Disclaimer clause of Credit Rating Agency.

**CREDIT RATING:** Our Company has received rating of CRISIL AA/Stable by CRISIL Ratings Limited vide its letter dated November 4, 2022 for the NCDs proposed to be issued pursuant to this Issue. The rating given by CRISIL is valid as on the date of this Prospectus and shall remain valid on date of issue and Allotment of the NCDs and the listing of the NCDs on BSE. The rating of the NCDs indicates that instruments with this rating are considered to have adequate degree of safety regarding timely servicing of financial obligations. Such instruments carry low credit risk. The ratings provided by CRISIL Ratings Limited may be suspended, withdrawn or revised at any time by the assigning rating agency and should be evaluated independently of any other rating. These ratings are not a recommendation to buy, sell or hold securities and Investors should take their own decisions. Please refer to Annexure A on page 447 of the Prospectus for the rationale and press release for the above rating.

**Availability of Application form :** Application form can be obtained from: Muthoot Centre, Near Spencer Junction, M.G. Road, Trivandrum - 695 001, Kerala; Tel: +91 471 491 1430, Fax: +91 471 491 1569. Lead Manager : SMC Capitals Limited, Tel: +91 22 6648 1818, Fax: +91 22 6734 1697 and offices of Sub Syndicate Members, Trading Members and Designated Branches of The SCSBs. Application forms may be downloaded from the websites of the Company, BSE and the Lead Manager.

**Availability of Prospectus :** Investors are advised to refer to the Prospectus and the Risk Factors contained therein, before applying in the Issue. Physical copy of the Prospectus may be obtained from registered Office of the Company and the Lead Manager. Full copy of the Prospectus will be available on the website of the issuer at [www.muthootfincorp.com](http://www.muthootfincorp.com), of the Lead Manager at [www.smccapitals.com](http://www.smccapitals.com), of BSE at [www.bseindia.com](http://www.bseindia.com) and of SEBI at [www.sebi.gov.in](http://www.sebi.gov.in)

**Public Issue Account Bank, Sponsor Bank and Refund Bank :** Axis Bank Limited

Note: All Capitalised terms used herein and not specifically defined shall have the same meaning as ascribed to them in the Prospectus.

LEAD MANAGER TO THE ISSUE	REGISTRAR TO THE ISSUE	DEBENTURE TRUSTEE	CREDIT RATING AGENCY	JOINT STATUTORY AUDITORS
<b>SMC CAPITALS</b> SMC Capitals Limited A 401/402, Lotus Corporate Park Jai Coach Junction, Off Western Express Highway, Goregaon (East), Mumbai - 400 063, Maharashtra Tel: +91 22 6648 1818 Website: <a href="http://www.smccapitals.com">www.smccapitals.com</a> Email: <a href="mailto:mfncd2022@smccapitals.com">mfncd2022@smccapitals.com</a> Contact person: Mr. Satish Mangutkar SEBI Registration No.: INM000011427	<b>Integrated</b> Corporate Solutions Simplified Integrated Registry Management Services Private Limited No. 1 Ramakrishna Street North Usman Road, T. Nagar, Chennai - 600 017, Tamil Nadu Tel: +91 44 28140801, 802, 803 Fax: +91 44 2814 2479 Email: <a href="mailto:mfnipo@integratedindia.in">mfnipo@integratedindia.in</a> Website: <a href="http://www.integratedindia.in">www.integratedindia.in</a> Contact Person: Mr. Yuvaraj S SEBI Registration No.: INR00000544	<b>YARDHMAN</b> Trusteeship Private Limited* 3 <sup>rd</sup> Floor, Room No - 15, 6, Lyons Range, Turner Morrison House, Kolkata - 700001, West Bengal Tel: +91 22 4264 8335 E-mail: <a href="mailto:rushabh@vardhmantrustee.com">rushabh@vardhmantrustee.com</a> Website: <a href="http://www.vardhmantrustee.com">www.vardhmantrustee.com</a> Contact Person: Mr. Rushabh Desai SEBI Registration No.: INR00000611	<b>CRISIL</b> AN S&P Global Company CRISIL Ratings Limited CRISIL House, Central Avenue, Hiranandani Business Park, Powai, Mumbai - 400076, Maharashtra Tel: 91 22 3342 3000 Email: <a href="mailto:crisilratings@crisil.com">crisilratings@crisil.com</a> Contact Person: Krishnan Sitaraman SEBI Registration No.: IN/ CRA/ 001/ 1999	M/s. Krishnan Retna & Associates 201 Block A, Nandini Gardens, Fort, Thiruvananthapuram, Kerala - 695023 Tel: 91 471 2476356 Email: <a href="mailto:trivandrum@krishnanretna.com">trivandrum@krishnanretna.com</a> Contact Person: Nikhil R Kumar  M/s. Rangamani & Co Rose Gardens, North of Iron Bridge, Alappuzha, Kerala - 6880111 Tel: +91 477 2251474 Email: <a href="mailto:ranganamis@rediffmail.com">ranganamis@rediffmail.com</a> Contact Person: Krishnan R
COMPANY SECRETARY AND COMPLIANCE OFFICER	Mr. Sachu Sivas Muthoot Centre, Punnem Road, Trivandrum - 695 001, Kerala Tel: +91 471 491 1563/621 Email: <a href="mailto:sachu.sivas@muthoot.com">sachu.sivas@muthoot.com</a>	Investors may contact the Registrar to the Issue or the Compliance Officer in case of any pre-Issue or post Issue related issues such as non-receipt of Allotment Advice, demat credit, refund orders, or interest on application money etc.		

\* Vardhman Trusteeship Private Limited has by its letter dated November 28, 2022 given its consent for its appointment as Debenture Trustee to the Issue and for its name to be included in the Offer Documents and in all the subsequent periodical communications sent to the holders of the NCDs issued pursuant to this Issue.

A copy of the Prospectus shall be filed with the RoC, in terms of Section 26 of the Companies Act, 2013, along with the requisite endorsed/certified copies of all requisite documents. For further details please see "Material Contracts and Documents for Inspection" on page 444 of the Prospectus.

**Disclaimer:** Muthoot Fincorp Limited, subject to market conditions and other considerations, is proposing a public issue of Secured and Redeemable Non-Convertible Debentures ("NCDs") and has filed the Prospectus dated December 29, 2022 ("Prospectus") with the Registrar of Companies, Kerala and Lakshadweep, BSE Limited and SEBI. The Prospectus is available on our website at [www.muthootfincorp.com](http://www.muthootfincorp.com), on the website of the stock exchange at [www.bseindia.com](http://www.bseindia.com) and the website of the Lead Manager at [www.smccapitals.com](http://www.smccapitals.com). Investors proposing to participate in the Issue should invest only on the basis of information contained in the Prospectus. Investors should note that investment in NCDs involves a high degree of risk and for details relating to the same, please refer to the Prospectus, including the section "Risk Factors" beginning on page 17 of the Prospectus.

For Muthoot Fincorp Limited  
Sd/-  
Thomas John Muthoot  
Managing Director  
(DIN : 00011618)

Place: Trivandrum  
Date: December 31, 2022

This is an advertisement issued, pursuant to regulation 30 (1) of the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, for information purposes only.

# MUTHOOT FINCORP LIMITED

Our Company, Muthoot Fincorp Limited (the "Company" or the "Issuer") was incorporated in the Republic of India under the Companies Act, 1956, as amended as a public limited company on June 10, 1997 at Trivandrum and registered as a Non-Banking Financial Company ("NBFC") 16.00170 within the meaning of the Reserve Bank of India Act, 1934, as amended (the "RBI Act"). For further details, see "General Information" and "History and Certain Corporate Matters" on page 42 and 86, respectively, of the Prospectus.

CIN: U65929KL1997PLC011518; PAN: AACCM1453E, Website: www.muthootfincorp.com  
 Registered office: Muthoot Centre, TC No 27/3022 Punnen Road, Trivandrum - 695 001, Kerala; Tel: +91 471 491 1550,  
 Corporate office: Muthoot Centre, Near Spencer Junction, M.G. Road, Trivandrum - 695 001, Kerala; Tel: +91 471 491 1430,  
 Compliance Officer and Contact Person: Sachu Sivas; Email: sachu.sivas@muthoot.com; Tel: +91 471 491 1621;  
 Chief Financial Officer: Thomas Muthoot; Email: thomas@muthoot.com; Tel: +91 484 4161616

## CREDIT RATING : "CRISIL AA-/Stable" by CRISIL Ratings Limited

Indicates that instruments with this rating are considered to have adequate degree of safety regarding timely servicing of financial obligations and carry lowest credit risk

### PROMOTERS OF THE COMPANY :

(i) Thomas John Muthoot, Email: muthoot@muthoot.com Tel: +91 471 491 1505, (ii) Thomas George Muthoot, Email: muthoot@muthoot.com Tel: +91 484 416 1650 and  
 (iii) Thomas Muthoot, Email: muthoot@muthoot.com Tel: +91 484 416 1616. For further details, please see "Our Promoters" on page 113 of the Prospectus.

PUBLIC ISSUE BY MUTHOOT FINCORP LIMITED, ("COMPANY" OR "ISSUER") OF SECURED REDEEMABLE NON-CONVERTIBLE DEBENTURES OF FACE VALUE OF ₹1,000 EACH ("NCDs") FOR AN AMOUNT AGGREGATING TO ₹200 CRORES ("BASE ISSUE") WITH GREEN SHOE OPTION OF UP TO ₹200 CRORES AGGREGATING TO ₹ 400 CRORES (THE "ISSUE"). THE ISSUE IS BEING MADE PURSUANT TO THE PROVISIONS OF SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE AND LISTING OF NON-CONVERTIBLE SECURITIES) REGULATIONS, 2021, AS AMENDED (THE "SEBI NCS REGULATIONS"), THE COMPANIES ACT, 2013 AND RULES MADE THEREUNDER AS AMENDED TO THE EXTENT NOTIFIED AND THE SEBI OPERATIONAL CIRCULAR. THE ISSUE IS NOT PROPOSED TO BE UNDERWRITTEN.

The following are the salient terms of the NCDs to be issued pursuant to the prospectus dated December 29, 2022 ("Prospectus").

Options	I	II	III	IV	V	VI	VII	VIII
Nature	Secured	Secured	Secured	Secured	Secured	Secured	Secured	Secured
Tenure	27 Months	38 Months	48 Months	60 Months	48 Months	60 Months	27 Months	38 Months
Frequency of Interest Payment	Monthly	Monthly	Monthly	Monthly	Annual	Annual	Cumulative	Cumulative
Minimum Application	₹10,000 (10 NCDs)							
In multiples, of	1 NCD after minimum application							
Face Value of NCDs (₹/NCD)	₹1,000 (1 NCD)							
Issue Price (₹/NCD)	₹1,000 (1 NCD)							
Mode of Interest Payment/ Redemption	Through various options available							
Coupon (%) per annum	8.10	8.25	8.40	8.50	8.70	8.80	NA	NA
Coupon Type	Fixed							
Redemption Amount (₹/NCD) for Debenture Holders	1,000	1,000	1,000	1,000	1,000	1,000	1,199	1,297
Effective Yield (%) (per annum)	8.40	8.56	8.72	8.83	8.69	8.79	8.41	8.57
Put and Call Option	NA							
Deemed Date of Allotment	February 1, 2023							

For the details of category wise eligibility, and allotment in the Issue please see "Issue Procedure - Who can Apply, Issue Procedure - Method of Application and Issue Procedure - Basis of Allotment" on pages 412, 414 and 434 of the Prospectus respectively.

Our Company would allot the option I of NCDs, as specified in the Prospectus to all valid Applications, wherein the Applicants have not indicated their choice of the relevant Option of NCDs.

Please note that the Company would be using the electronic bidding software of BSE Limited ("BSE") for the Issue.

## ISSUE PROGRAMME

## ISSUE OPENS ON MONDAY, JANUARY 2, 2023

## ISSUE CLOSES ON FRIDAY, JANUARY 27, 2023\*\*

\*\* The Issue shall remain open for subscription from 10 a.m. to 5 p.m. during the period indicated above with an option for early closure or extension by such period as may be decided by the Board of Directors or a duly constituted committee thereof of the Company. In the event of such early closure or extension of the subscription list of the Issue, the Company shall ensure that public notice of such early closure/extension is published on or before such early date of closure or the Issue Closing Date, as applicable, through advertisement(s) in at least one leading national daily newspaper and a local newspaper in the state of Kerala, with wide circulation.

Application Forms for the Issue will be accepted only from 10:00 a.m. to 5:00 p.m. (Indian Standard Time) or such extended time as may be permitted by BSE, on Working Days during the Issue Period. On the Issue Closing Date, Application Forms will be accepted only between 10:00 a.m. to 3:00 p.m. and uploaded until 5:00 p.m. (Indian Standard Time) or such extended time as may be permitted by BSE. For further details, see "General Information - Issue Programme" on page 48 of the Prospectus.

<b>ASBA*</b>	Simple, Safe, Smart way of Application	* Application Supported by Blocked Amount ("ASBA") is a better way of applying to issues by simple blocking of the funds in the bank account. For further details, check section on Method of Application on page 414 of the Prospectus. Mandatory in public issues from October 01, 2018. No Cheques will be accepted.
<b>UPI</b>	UPI-Now available in ASBA for Retail Individual Investors ("RIIs") applying through Registered Brokers, DPs and RTAs. Retail Individual Investors also have the option to submit the application directly to the ASBA Bank (SCSBs) or to use the facility of linked online trading, demat and bank account. Investors are required to ensure that the bank account used for bidding is linked to their PAN.	

\*ASBA has to be availed by all the investors. UPI may be availed by RIIs. For details on the ASBA and UPI process, please refer to the details given in application form and Abridged Prospectus and please refer to the section "Issue Procedure" beginning on page number 411 of the Prospectus.

\*\* List of banks supporting UPI is also available on the website of SEBI at www.sebi.gov.in. For the list of UPI Apps and banks live on IPO/NCD, please refer to the link: www.sebi.gov.in. Axis Bank Limited is appointed as Sponsor Bank to the issue, in accordance with the requirements of SEBI Circular dated November 23, 2020. For UPI related queries, investors can contact NPCI at the toll free number : 1800 1201740 and mail id : ipo.upi@npci.org.in.

Information required under Section 30 of Companies Act, 2013:

Contents of the Memorandum of Association of the Company as regard to its objects: For information on the main objects of our company, see "History and Certain Corporate Matters" on page number 86 of the Prospectus and clause III of the Memorandum of Association of our company. The Memorandum of Association is a document for inspection in relation to the Issue. For further details, see the section titled "Material Contracts and Documents for Inspection" on page no 444 of the Prospectus.

Liability of Members: Limited by Shares

Amount of share capital of the company as at the date of the Prospectus: The Authorised Share Capital of the Company is ₹4,25,00,00,000 divided into 22,50,00,000 Equity Shares of face value of ₹10 each and 20,00,00,000 Preference Shares of face value of ₹10 each. The Issued, Subscribed and Paid-up share capital of the Company before the Issue is ₹1,93,80,08,000 divided into 19,38,00,800 Equity Shares of ₹ 10 each.

Names of the signatories at the time of signing of the Memorandum of Association of the Company and the number of shares subscribed for by them at the time of signing of the Memorandum of Association: Given below are the Names of the signatories to the Memorandum of Association of our company and shares held by them at the time of the signing of the Memorandum of Association: Mr. Thomas John Muthoot : 100 equity shares, Mr. Mathew M Thomas : 100 equity shares, Ms. Janamma Thomas : 100 equity shares, Mr. Thomas George : 100 equity shares, Mr. Thomas Muthoot : 100 equity shares, Ms Preethi John : 100 equity shares, Ms Nina George : 100 equity shares and Ms Remy Thomas : 100 equity shares

LISTING: The NCDs are proposed to be listed on BSE, which has given its in-principle listing approval, by letter no. DCS/BM/PI-BOND/018/22-23, dated December 23, 2022. The Designated Stock Exchange for the Issue is BSE.

DISCLAIMER CLAUSE OF BSE: It is to be distinctly understood that the permission given by BSE Limited should not in any way be deemed or construed that the Prospectus has been cleared or approved by BSE Limited nor does it certify the correctness or completeness of any of the contents of the Prospectus. The Investors are advised to refer to the Prospectus for the full text of the Disclaimer clause of the BSE Limited.

DISCLAIMER CLAUSE OF USE OF BSE ELECTRONIC PLATFORM: It is to be distinctly understood that the permission given by the Exchange to use their network and software of the Online system should not in any way be deemed or construed that the compliance with various statutory requirements approved by the Exchange; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the compliance with the statutory and other requirements nor does it take any responsibility for the financial or other soundness of this Company, its promoters, its management or any scheme or project of this Company. It is also to be distinctly understood that the approval given by the Exchange is only to use the software for participating in system of making application process.

DISCLAIMER CLAUSE OF RBI: The Company is having a valid certificate of Registration dated July 23, 2022 bearing Registration No. N-16.00170 issued by the Reserve Bank of India under section 45 IA of the Reserve Bank of India Act, 1934. However, RBI does not accept any responsibility or guarantee about or in relation to the financial soundness of the Company or for the correctness of any of the statements or representations made or opinions expressed by the company and for repayment of deposits / discharge of liability by the Company.

DISCLAIMER CLAUSE OF CREDIT RATING AGENCY: The investors are advised to refer page 379 of the Prospectus for the Disclaimer clause of Credit Rating Agency.

CREDIT RATING: Our Company has received rating of CRISIL AA-/Stable by CRISIL Ratings Limited vide its letter dated November 4, 2022 for the NCDs proposed to be issued pursuant to this Issue. The rating given by CRISIL is valid as on the date of this Prospectus and shall remain valid on date of issue and Allotment of the NCDs and the listing of the NCDs on BSE. The rating of the NCDs indicates that instruments with this rating are considered to have adequate degree of safety regarding timely servicing of financial obligations. Such instruments carry low credit risk. The ratings provided by CRISIL Ratings Limited may be suspended, withdrawn or revised at any time by the assigning rating agency and should be evaluated independently of any other rating. These ratings are not a recommendation to buy, sell or hold securities and Investors should take their own decisions. Please refer to Annexure A on page 447 of the Prospectus for the rationale and press release for the above rating.

Availability of Application Form : Application form can be obtained from: Muthoot Centre, Near Spencer Junction, M.G. Road, Trivandrum - 695 001, Kerala; Tel: +91 471 491 1430, Fax: +91 471 491 1569, Lead Manager : SMC Capitals Limited, Tel: +91 22 6648 1818, Fax: +91 22 6734 1697 and offices of Sub Syndicate Members, Trading Members and Designated Branches of of The SCSBs. Application forms may be downloaded from the websites of the Company, BSE and the Lead Manager.

Availability of Prospectus : Investors are advised to refer to the Prospectus and the Risk Factors contained therein, before applying in the Issue. Physical copy of the Prospectus may be obtained from registered Office of the Company and the Lead Manager. Full copy of the Prospectus will be available on the website of the issuer at www.muthootfincorp.com, of the Lead Manager at www.smcscapitals.com, of BSE at www.bseindia.com and of SEBI at www.sebi.gov.in

Public Issue Account Bank, Sponsor Bank and Refund Bank : Axis Bank Limited

Note: All Capitalised terms used herein and not specifically defined shall have the same meaning as ascribed to them in the Prospectus.

LEAD MANAGER TO THE ISSUE	REGISTRAR TO THE ISSUE	DEBENTURE TRUSTEE	CREDIT RATING AGENCY	JOINT STATUTORY AUDITORS
<b>SMC Capitals Limited</b> A 401/402, Lotus Corporate Park Jai Coach Junction, Off Western Express Highway, Goregaon (East), Mumbai - 400 063, Maharashtra Tel: +91 22 6648 1818 Website: www.smcscapitals.com Email: mfnfcd2022@smccapitals.com Contact person: Mr. Satish Mangutkar SEBI Registration No.: INM000011427	<b>Integrated Registry Management Services Private Limited</b> II Floor, Kences Towers No. 1 Ramakrishna Street North Usman Road, T. Nagar, Chennai - 600 017, Tamil Nadu Tel: +91 44 28140801, 802, 803 Fax: +91 44 2814 2479 Email: mfinip@integratedindia.in Website: www.integratedindia.in Contact Person: Mr. Yuvaraj S SEBI Registration No.: INR00000544	<b>Vardhman Trusteeship Private Limited*</b> 3 <sup>rd</sup> Floor, Room No - 15, 6, Lyons Range, Turner Morrison House, Kolkata - 700001, West Bengal Tel: +91 22 4264 8335 E-mail: rushabh@vardhmantrustee.com Website: www.vardhmantrustee.com Contact Person: Mr. Rushabh Desai SEBI Registration No.: IND000000611	<b>CRISIL Ratings Limited</b> CRISIL House, Central Avenue, Hiranandani Business Park, Powai, Mumbai - 400076, Maharashtra Tel: 91 22 3342 3000 Email: crisilratings@crisil.com Contact Person: Krishnan Sitaraman SEBI Registration No.: IN/ CRA/ 001/ 1999	<b>M/s. Krishnan Retna &amp; Associates</b> 201 Block A, Nandini Gardens, Fort, Thiruvananthapuram, Kerala - 695023 Tel: 91 471 2476356 Email: trivandrum@krishnanretna.com Contact Person: Nikhil R Kumar  <b>M/s. Rangamani &amp; Co</b> Rose Gardens, North of Iron Bridge, Alappuzha, Kerala - 688011 Tel: +91 477 2251474 Email: rangamanis@rediffmail.com Contact Person: Krishnan R
<b>COMPANY SECRETARY AND COMPLIANCE OFFICER</b>	<b>Mr. Sachu Sivas</b> Muthoot Centre, Punnen Road, Trivandrum - 695 001, Kerala Tel: +91 471 491 1563/621 Email: sachu.sivas@muthoot.com	Investors may contact the Registrar to the Issue or the Compliance Officer in case of any pre- Issue or post Issue related issues such as non-receipt of Allotment Advice, demat credit, refund orders, or interest on application money etc.		

\* Vardhman Trusteeship Private Limited has by its letter dated November 28, 2022 given its consent for its appointment as Debenture Trustee to the Issue and for its name to be included in the Offer Documents and in all the subsequent periodical communications sent to the holders of the NCDs issued pursuant to this Issue.

A copy of the Prospectus shall be filed with the RoC, in terms of Section 26 of the Companies Act, 2013, along with the requisite endorsed/certified copies of all requisite documents. For further details please see "Material Contracts and Documents for Inspection" on page 444 of the Prospectus.

Disclaimer: Muthoot Fincorp Limited, subject to market conditions and other considerations, is proposing a public issue of Secured and Redeemable Non-Convertible Debentures ("NCDs") and has filed the Prospectus dated December 29, 2022 ("Prospectus") with the Registrar of Companies, Kerala and Lakshadweep, BSE Limited and SEBI. The Prospectus is available on our website at www.muthootfincorp.com, on the website of the stock exchange at www.bseindia.com and the website of the Lead Manager at www.smcscapitals.com. Investors proposing to participate in the Issue should invest only on the basis of information contained in the Prospectus. Investors should note that investment in NCDs involves a high degree of risk and for details relating to the same, please refer to the Prospectus, including the section "Risk Factors" beginning on page 17 of the Prospectus.

For Muthoot Fincorp Limited  
Sd/  
Thomas John Muthoot  
Managing Director  
(DIN : 00011618)

Place: Trivandrum  
Date: December 31, 2022

**सिडबी**  
**भारतीय लघु उद्योग विकास बैंक**  
 निविदा सूचना  
 सिडबी, मिशन स्वावलंबन के अंतर्गत स्वावलंबन कनेक्ट केंद्र स्थापित करने हेतु एजेंसी के चयन के संबंध में, पात्र बोलियां/आवेदनों से निविदाएं आमंत्रित करता है:  
 विस्तृत निविदा दस्तावेज के लिए कृपया वेबसाइट Government e-Marketplace (GeM), [www.sidbi.in](http://www.sidbi.in) या [www.eprocure.gov.in/cppp](http://www.eprocure.gov.in/cppp) का अवलोकन करें।  
 बोलियां प्रस्तुत करने की अंतिम तिथि 23 जनवरी 2023 (शाम 6:00 बजे) है। परिशिष्ट/शुद्धिपत्र, यदि कोई हुआ तो, केवल उपयुक्त वेबसाइटों पर ही प्रकाशित किया जाएगा।

**SBI**  
 स्ट्रेचड अंसेट रिडिम्युशन ग्रुप, कॉर्पोरेट सेंटर,  
 इकॉनोमी मॉडल, मेकर टावर्स 'ई' विंग, काफ परेड, मुंबई - 400005  
 ई-नीलामी के माध्यम से पात्र प्रतिभागियों  
 (अनुमत एआरसी/एनबीएफसी/बैंकों/वित्तीय संस्थाओं) को  
 स्ट्रेचड लोन एक्सपोजर का हस्तांतरण  
 भारतीय स्टेट बैंक, ₹ 37.22 करोड़ (केवल ₹ सैंटीस करोड़ बाईस लाख मात्र) के बकाया मूलधन के साथ 2 खाते के स्ट्रेचड लोन एक्सपोजर के हस्तांतरण के लिए, भारतीय रिजर्व बैंक/नियामकों द्वारा जारी लागू नियमों के अधीन, ई-नीलामी के माध्यम से 'जहाँ है जैसा है' और 'जैसा है जो है' और 'दार्जिलिखित' आधार पर पात्र प्रतिभागियों से रुचि की अभिव्यक्ति (ईओआई) आमंत्रित करता है।  
 सभी इच्छुक पात्र प्रतिभागियों से अनुरोध है कि वे 'रुचि की अभिव्यक्ति' के माध्यम से ई-नीलामी में भाग लेने के लिए अपनी इच्छा प्रस्तुत करें और बैंक-प्रकटीकरण समझौते के निष्पादन के बाद, यदि पहले से ही निष्पादित नहीं किया गया है (वेब नोटिस में उल्लिखित समयसीमा के अनुसार) ई-मेल आईडी [dgm.sr@sbi.co.in](mailto:dgm.sr@sbi.co.in) पर संपर्क करें। कृपया बैंक की वेब साइट <https://bank.sbi> पर जाएं और अधिक विवरण "SBI in the news>AuctionNotice>ARC & DRT" में लिंक पर विलक करें (वेब नोटिस)।  
 कृपया ध्यान दें कि बैंक अपने पास <https://bank.sbi> (SBI in the news>Auction Notice>ARC & DRT) पर शुद्धिपत्र अपलोड करके बिना कोई कारण बताए प्रस्तावित ई-नीलामी को आगे जारी न रखने और ई-नीलामी को परिवर्तित करने, किसी भी नियम और शर्तों आदि को किसी भी स्तर पर संशोधित करने का अधिकार सुरक्षित रखता है। बैंक का निर्णय अंतिम और बाध्यकारी होगा।  
 स्थान: मुंबई  
 तिथि: 02.01.2023  
 द्वारा जारी  
 उप- महाप्रबंधक (एआरसी)

POST OFFER ADVERTISEMENT TO THE EQUITY SHAREHOLDERS UNDER REGULATION 18 (12) IN TERMS OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 AS AMENDED OF

## GRAND FOUNDRY LIMITED

Registered Office: 327, 3rd Floor, Arun Chambers, Tardeo Road, Mumbai 400034, Maharashtra, India.  
 Phone No.: +91-022-23526315/16/17 | Email Id: [cs@gfsteel.co.in](mailto:cs@gfsteel.co.in) | Website: [www.gfsteel.co.in](http://www.gfsteel.co.in)  
 CIN: L99999MH1974PLC017655

OPEN OFFER ("OFFER") FOR ACQUISITION OF UP TO 90,91,970 FULLY PAID UP EQUITY SHARES OF FACE VALUE OF ₹4/- EACH ("EQUITY SHARES"), REPRESENTING 29.88% OF THE VOTING EQUITY SHARE CAPITAL, FROM THE PUBLIC SHAREHOLDERS OF GRAND FOUNDRY LIMITED ("GFL" OR "THE TARGET COMPANY" OR "TC") BY MADHU GARG, (HEREINAFTER REFERRED TO AS THE "ACQUIRER") PURSUANT TO AND IN ACCORDANCE WITH REGULATION 3(I) AND 4 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED (THE "SEBI (SAST) REGULATIONS") (THE "OPEN OFFER" OR "OFFER"). NO PERSON ACTING IN CONCERT FOR THIS OFFER, WITH THE ACQUIRER.

This Post Offer Advertisement is being issued by Hem Securities Limited (hereinafter referred to as "Manager to the Offer"), on behalf of the Madhu Garg, (hereinafter referred to as the "Acquirer"), in connection with the Offer made by the Acquirer, in compliance with Regulation 18(12) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto. The Detailed Public Statement ("DPS") and its Dispatch Advertisement cum Corrigendum to the DPS with respect to the aforementioned Offer was published on Wednesday, October 19, 2022 and Wednesday, December 7, 2022 respectively in the following newspapers, namely i) Business Standard, English Daily (all editions), (ii) Business Standard, Hindi Daily (all editions) and (iii) Navshakti, Regional Daily (Mumbai Edition).

Sr. No.	Particulars	Proposed in the Offer Document			
1	Name of the Target Company	Grand Foundry Limited			
2	Name of the Acquirer and PACs	Madhu Garg ("Acquirer") (No person acting in concert for this Offer, with the Acquirer)			
3	Name of Manager to the Offer	Hem Securities Limited			
4	Name of Registrar to the Offer	Purva Share Registry (India) Private Limited			
5	Offer Details				
	a) Date of Opening of the Offer	Tuesday, December 13, 2022			
	b) Date of Closing of the Offer	Monday, December 26, 2022			
6	Date of Payment of Consideration	Wednesday January 04, 2023			
7	Details of the acquisition (based on Voting Equity Share Capital):				
Sr. No.	Particulars	Proposed in the Offer Document (Letter of Offer)		Actuals	
7.1	Offer Price	₹ 4/- (Rupees Four only)		₹ 4/- (Rupees Four only)	
7.2	Aggregate Number of Shares Tendered	90,91,970*		16,610	
7.3	Aggregate Number of shares Accepted	90,91,970*		16,610	
7.4	Size of the Offer (Number of Shares multiplied by Offer Price per Equity Share)	₹ 3,63,67,880/-*		₹ 66,440/-	
		<b>Number</b>	<b>(%)</b>	<b>Number</b>	<b>(%)</b>
7.5	Shareholding of the Acquirer and PACs before Agreements / Public Announcement	0	0.00	Nil	Nil
7.6	Shares Acquired through Agreement / Allotment	2,13,38,030	70.12	2,13,38,030	70.12
7.7	Shares acquired by way of Open Offer	90,91,970*	29.88*	16,610	0.06
7.8	Shares acquired after Detailed Public Statement	0	0.00	Nil	Nil
7.9	Post Offer Shareholding of the Acquirer and PACs	3,04,30,000*	100.00*	2,13,54,640	70.18
7.10	Pre & Post Offer Shareholding of Public	<b>Pre Offer</b>	<b>Post Offer</b>	<b>Pre Offer</b>	<b>Post Offer</b>
	* Number	90,91,970	Nil	90,91,970	90,75,360
	* % of Fully Diluted Equity Share Capital	29.88*	Nil	29.88*	29.82

\* Assuming full acceptance in the offer.

8. The Acquirer accepts full responsibility for the information contained in this Post Offer Advertisement and also for the obligations under SEBI (SAST) Regulations.

9. A copy of this Post Offer Advertisement will be available on the websites of SEBI, NSE, BSE and at the Registered Office of the Target Company.

10. The capitalized terms used but not defined in this advertisement shall have the meanings assigned to such terms in the Public Announcement and/or Detailed Public Statement and/or Letter of Offer and/or Dispatch Advertisement cum Corrigendum to the DPS and Pre Offer Opening Public Announcement, unless otherwise specified.

11. This Post Offer Advertisement is being issued in all the newspapers in which the DPS has been published.

ISSUED BY THE MANAGER TO THE OFFER ON BEHALF OF ACQUIRER	
<b>Hem Securities Ltd.</b>	<b>HEM SECURITIES LIMITED</b> 904, A Wing, Naman Midtown, Senapati Bapat Marg, Elphinstone Road, Lower Parel, Mumbai - 400013, Maharashtra, India. Tel. No.: +91- 022- 49060000 Email: <a href="mailto:ib@hemsecurities.com">ib@hemsecurities.com</a> Website: <a href="http://www.hemsecurities.com">www.hemsecurities.com</a> Contact Person: Mr. Sourabh Garg CIN: U67120RJ1995PLC010390 SEBI Regn. No.: INM000010981 Validity Period: Permanent

Place: Delhi  
 Date: December 30, 2022

For Acquirer  
 Sd/  
 Madhu Garg

