

Ref: SEC/MFL/SE/2021/

February 26, 2022

National Stock Exchange of India Ltd.

Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E), Mumbai - 400 051
Symbol: **MUTHOOTFIN**

BSE Limited

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

Dear Sir/Madam,

Sub: Disclosure under Regulation 30 read with Schedule III and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations")

Re: Execution of Definitive Agreements by Belstar Microfinance Limited, subsidiary of Muthoot Finance Limited

In continuation of our earlier communication dated August 25, 2021, we wish to inform you that Belstar Microfinance Limited ("Belstar"), a subsidiary of Muthoot Finance Limited has obtained the approval from the Reserve Bank of India for a primary equity infusion of Rs. 275 Crores into Belstar. Belstar along with its Promoters, Arum Holdings Limited, MAJ Invest Financial Inclusion Fund II K/S, and Muthoot Finance Ltd have signed an Amended Shareholders Agreement dated 25th February 2022 to give effect to said infusion of capital into Belstar as per the abovementioned approval and a secondary offer for sale by Promoters for a total consideration of Rs. 20 Crores.

The proposed equity infusion of Rs. 275 Crores in Belstar Microfinance Limited will be as under:

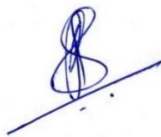
Name of Investor	Amount
Arum Holdings Limited	Rs. 225 Crores
MAJ Invest Financial Inclusion Fund II K/S	Rs. 22 Crores
Muthoot Finance Limited	Rs. 28 Crores
Total	Rs. 275 Crores

Details as required under SEBI Circular No. CIR/CFD/CMD/4/2015 is given in Annexure A

We request you to kindly take on record the intimation as per the requirements of Listing Regulations.

Thanking You,

For **Muthoot Finance Limited**



Rajesh A
Company Secretary
ICSI Membership No. FCS 7106

Annexure A

Details as required under SEBI Circular No. CIR/CFD/CMD/4/2015

Name of the parties to the Agreement	Belstar Microfinance Limited, Promoters of Belstar Microfinance Limited, Augusta Investments IV PTE Ltd, Arum Holdings Limited, MAJ Invest Financial Inclusion Fund II K/S, and Muthoot Finance Limited			
Nature of the agreement	Share Subscription Agreements, and Shareholders' Agreement			
Date of execution of the agreements	August 24, 2021 and February 25, 2022			
brief details of any governmental or regulatory approvals required for the transaction	Approval from the Reserve Bank of India obtained by Belstar Microfinance Limited			
Indicative time period for completion of the transaction	2 Months			
Nature of consideration - whether cash consideration or share swap and details of the same	Cash			
Pre and Post Shareholding:				
Name of Shareholder	Pre Transaction Shareholding		Post Transaction Shareholding (Post Completion of Primary Issuance and Secondary Sale)	
	No. of Shares	Percentage	No. of Shares	Percentage
Promoter & Promoter Group	71,07,743	18.94%	65,19,508	14.29%
Muthoot Finance Limited	2,62,66,580	70.01%	2,76,78,345	60.69%
MAJ Invest Financial Inclusion Fund II K/S	41,46,201	11.05%	47,93,260	10.51%
Arum Holdings Limited	0	0.00%	66,17,647	14.51%
Total	3,75,20,524	100.00%	4,56,08,760	100.00%