Name of the issue: MUTHOOT FINANCE LIMITED: PUBLIC ISSUE OF SECURED NON-CONVERTIBLE DEBENTURES

Issue opening date: 22 DECEMBER 2011 **Last updated on: June 6, 2014**

1 **Type Of Issue:** Public issue by Muthoot Finance Limited, ("Company" or "Issuer") of secured non-convertible debentures of face value of Rs. 1,000 each, ("NCDs"), aggregating upto Rs. 3,000 million with an option to retain over-subscription upto Rs.3,000 million for issuance of additional NCDs aggregating to a total of upto Rs.6,000 million, hereinafter referred to as the "Issue".

2 **Issue size (Rs crore):** Upto Rs.300 crore with an option to retain over-subscription upto Rs. 300 crore for issuance of additional NCDs aggregating to a total of upto Rs.600 crore. Amount allotted in the issue is Rs. 459.32 crore.

Source: Final Post Issue Monitoring Report

3 **Rating of instrument alongwith name of the rating agency**

(i) as disclosed in the offer document:**(1)'CRISIL AA-/Stable'by CRISIL and (2)'[ICRA] AA-/Stable' by ICRA+**

(ii) at the end of 1st FY (FY 2012): Rated 'CRISIL AA-/Stable' by CRISIL Limited and '[ICRA]AA-/Stable' by ICRA Limited

(iii) at the end of 2nd FY (FY2013): Rated 'CRISIL AA-/Stable' by CRISIL Limited and '[ICRA]AA-/Stable' by ICRA Limited

(iv) at the end of 3rd FY (FY2014): Rated 'CRISIL AA-/Stable' by CRISIL Limited and '[ICRA]AA-Stable' by ICRA Limited

+Crisil letter dated November 29, 2011 & ICRA letter dated November 29, 2011

4 **Whether the security created is adequate to ensure 100% asset cover for the debt securities (See Regulation 26 (6) of SEBI (Issue and Listing of Debt Securities) Regulations, 2008): Yes**

5 **Subscription level (number of times): 1.55 times of the Base Issue Size and 0.78 times of the Total Issue Size**

Source: Final Post Issue Monitoring Report

6 **Financials of the issuer (as per the annual financial results submitted to stock exchanges under Clause 29 of the listing ageement for debt securities)**

	(In Rs. crores)		
Parameters	**1st FY: FY2012**	**2nd FY: FY2013**	**3rd FY: FY2014**
Income from operations	4536.67	5358.90	4,927.9
Net Profit for the period	892.02	1004.24	780.1
Paid-up equity share capital	371.71	371.71	371.1
Reserves excluding revaluation reserves	2554.02	3363.85	3,892.9

Source: Stock Exchange Fillings

7 **Status of the debt securities (whether traded, delisted, suspended by any stock exchange, etc.)**

(i) at the end of FY2012: Listed on BSE and available for trading

(iii) at the end of 2nd FY (FY 2013): Listed on BSE and available for trading

(iv) at the end of 3rd FY (FY 2014): Listed on BSE and available for trading

8 **Change, if any, in directors of issuer from the disclosures in the offer document**

(i) at the end of FY2012: NIL

(ii) at the end of 2nd FY (FY2013): NIL

(iii) at the end of 3rd FY(FY2014): Nil

9 **Status of utilization of issue proceeds (as submitted to stock exchanges under Clause 19A of the listing agreement for debt securities)**

(i) as disclosed in the offer document: "The funds raised through this Issue will be utilised for our various financing activities including lending and investments, to repay our existing liabilities or loans and towards our business operations including for our capital expenditure and working capital requirements, after meeting the expenditures of and related to the Issue and subject to applicable statutory/regulatory requirements."

(ii) Actual utilization: The entire issue proceeds of Rs. 459.32 Crores have been utilised for various financing activities including lending and investments, to repay our existing liabilities or loans and towards business operations including for capital expenditure and working capital requirements, after meeting the expenditures of and related to the Issue.

(iii) Reasons for deviation, if any: NA

Source: Auditors certificate to IDBI Trusteeship dated July 16, 2012

10	**Delay or default in payment of interest/ principal amount (See Regulation 23 (5) of the SEBI (Issue and Listing of Debt Securities) Regulations, 2008 and Clause 19 (l) of the listing agreement for debt securities) (Yes/ No) (If yes, further details of the same may be given)**	
	(i) Disclosures in the offer document on terms of issue: No delay or default	
	(ii) Delay in payment from the due date: No	
	(iii) Reasons for delay/ non-payment, if any: NA	
11	**Any other material information:**	
	Muthoot Finance Ltd has informed BSE regarding a Press Release dated February 29, 2012 titled "Muthoot Finance Limited to raise upto Rs. 500 Crores through a Public Issue of Secured Redeemable Non-Convertible Debentures".	29-Feb-12
	Muthoot Finance Ltd has informed BSE that with reference to the Public Issue by Muthoot Finance Limited ("Company" or "Issuer") of Secured Non-Convertible Debentures of face value Rs. 1,000 each ("NCDs"), aggregating up to Rs. 2,500 million with an option to retain over-subscription up to Rs. 2,500 million for issuance of additional NCDs aggregating to a total of up to Rs. 5,000 million, hereinafter referred to as the "Issue", the Company in consultation with the Lead Manager has decided to revise the Issue closing date and extend the issue period upto April 09, 2012. The NCD Public Issue Committee of the Company by their resolution dated March 16, 2012 has given their approval to the extension of the Issue Closing date for the Issue, to the issue The Issue shall now close on April 09, 2012.	19-Mar-12
	Muthoot Finance Ltd has informed BSE that the Board of Directors of the Company at its meeting held on July 30, 2012, has resolved to raise funds by public issue of secured non-convertible debentures of an amount aggregating upto Rs. 500 Crores	30-Jul-12
	Muthoot Finance Ltd has informed BSE that the Company has filed a Draft Prospectus with BSE Limited and National Stock Exchange of India Limited on August 24, 2012, in terms of Regulation 7 of the SEBI (Issue and Listing of Debt Securities) Regulations, 2008 for dissemination on their website(s) in connection with a public issue of Secured Non-Convertible Debentures of face value of Rs. 1,000 each, ("NCDs"), aggregating upto Rs. 2,500 million with an option to retain over-subscription upto Rs. 2,500 million for issuance of additional NCDs aggregating to a total of upto Rs. 5,000 million.	27-Aug-12
	Muthoot Finance Ltd has informed BSE that the Public issue of Secured, Redeemable, Non-Convertible Debentures of Muthoot Finance Limited aggregating to a total of upto Rs. 2,500 million with an option to retain over subscription upto Rs. 2,500 million for issuance of additional NCDs aggregating to a total of upto Rs. 5,000 million opens for subscription on September 17, 2012. The NCD Issue with five investment options closes on October 05, 2012. The NCDs proposed to be issued under this Issue have been rated 'CRISIL AA-/Stable' by CRISIL and '[ICRA] AA-/Stable' by ICRA.	11-Sept-12
	With reference to Spurt in Volume, Company clarified that it has been regularly informing the Stock Exchange of all information having bearing on the operation/performance of the Company as well as all price sensitive informations. Further they informed they have duly intimated the exchange the latest information about Public issue of Secured, Redeemable, NonConvertible Debentures aggregating to a total of upto Rs. 2.500 million with an option to retain over subscription upto Rs. 2.500 million for issuance of additional NCDs aggregating to a total of upto Rs. 5,000 million opens for subscription on September 17, 2012. Apart from the information disclosed on September 11, 2012 regarding the NCD Public Issue, at present Company does not have any other price sensitive informations pending to be disclosed to the exchange	12-Sep-12
	Company is currently undertaking the Public Issue of Secured Non-Convertible Debentures of face value Rs. 1,000 each ("NCDs"), aggregating up to Rs. 2,500 million with an option to retain over-subscription up to Rs. 2,500 million for issuance of additional NCDs aggregating to a total of up to Rs. 5,000 million, hereinafter referred to as the "Issue", in terms of the Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008, as amended from time to time. In accordance with disclosures in the Prospectus, the Issue is currently open for subscription and is scheduled to close on October 05, 2012. In this regard, the Company in consultation with the Lead Managers to the Issue has decided to extend the Issue Period upto October 22, 2012. The NCD Public Issue Committee of the Board of Directors of the Company by its resolution dated October 4, 2012 has given their approval to the extension of the Issue Closing Date. The Issue shall now close on October 22, 2012.	4-Oct-12
	Muthoot Finance Ltd has informed BSE that the Board of Directors of the Company has approved, subject to the approval of the shareholders of the Company and regulatory approvals, as may be required, the issuance of further equity shares of face value of Rs. 10 each (the "Equity Shares") or securities convertible into Equity Shares, by way of various means such as public issue (including through an institutional placement programme in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended), rights issue or private placement or any other modes as provided by the Securities and Exchange Board of India for achieving the minimum public shareholding of 25% or a combination thereof, in one or more offerings/tranches, such that the total number of Equity Shares held by the 'public' immediately at the completion of such offerings (including upon conversion of the convertible securities) does not exceed 25 per cent of the total number of outstanding Equity Shares as at the date of allotment or conversion, as the case may be, of such Securities.	29-Oct-12
	The Board of Directors of the Company at its meeting held on October 29, 2012, has decided to establish White Label ATMs in accordance with the guidelines issued by the Reserve Bank of India. In principle decision was taken at the meeting of the Board of Directors to seek approval of the shareholders to amend the "Other Objects clause" of the Memorandum of Association of the Company to enable the Company to set up the White Label ATMs and to commence the business thereof	30-Oct-13
	Notice of postal ballot sent to shareholders further to the board meeting held on October 29, 2012	5-Nov-12
	The Board of Directos of the Company had fixed October 26, 2012 as the cut-off date for determining the list of shareholders to whom the postal ballot notice and postal ballot forms have been dispatched. All shareholders of the Company are requested to note that the postal ballot notice and postal ballot form has been dispatched to all shareholders whose names appear in the register of members/records of depositories on close of business hours on October 26, 2012 and the cut-off date for receiving the duly filled in Postal Ballot form with the Scrutinizer is December 03, 2012	6-Nov-12
	All three resolutions (1. Special resolution u/s 81 (1A) of the Companies Act for further issue shares/ securities; 2. Special resolution u/s 17 of Companies Act for amendment to the "Other Objects Clause" of the MoA of the Company; 3. Special resolution u/s 149 (2A) of the Companies Act for "Commencement of New Business" as mentioned in the Other Objects Clause of the MoA of the Company) mentioned in the postal ballot notice dated October 29, 2012 have been passed as special resolution	4-Dec-12
	Muthoot Finance Ltd has informed BSE that Mr Rajesh A has ceased to be the Company Secretary of the Company consequent to his resignation with effect from the close of business of hours of April 18, 2013.	18-Apr-13
	Ms. Anjana Varghese, Associate Member of Institute of Company Secretaries of India holding membership has been appointed as the new Company Secretary & Compliance Officer of the Company with effect from May 10, 2013	10-May-13
	Muthoot Finance Ltd has informed BSE that Ms. Anjana Varghese, Associate Member of Institute of Company Secretaries of India holding membership has been appointed as the new Company Secretary & Compliance Officer of the Company with effect from May 10, 2013.	13-May-13
	Muthoot Finance Ltd has informed BSE that the Board of Directors of the Company at its meeting held on May 14, 2013, inter alia, has recommended a dividend of Rs. 4.50/- per equity share for the financial year 2012-13 subject to approval of the shareholders at the ensuing Annual General Meeting. Dividend, if approved by shareholders, will be paid within 30 days from the date of declaration	14-May-13
	The Reserve Bank of India vide its Letter dated June 21, 2013 has granted In Principle Authorisation to the Company for setting up of White Label ATMs in India under Scheme A of RBI policy guidelines dated June 20, 2012. Company has taken approval of Shareholders on December 04, 2012, through Postal Ballot for carrying out the business of setting up of White Label ATMs in India	25-Jun-13
	The Board of Directors of the Company on its meeting held on June 30, 2013 took note of proposed filing of application by the promoters of Muthoot Finance Limited for obtaining a banking license pursuant to the Guidelines for Licensing of New Banks in the Private Sector dated February 22, 2013 issued by the Reserve Bank of India to promote a bank which will be newly incorporated as a public Company. The Board noted that if the Promoters are granted an in-principle approval under the Guidelines to promote a bank, the shareholding structure and business of the Company is required to be restructured in compliance with the Guidelines within 18 months from the date of grant of in-principle approval	1-Jul-13
	The Company has filed a Draft Prospectus dated August 02, 2013 with the Stock Exchange in terms of Regulation 7 of the SEBI (Issue and Listing of Debt Securities) Regulations, 2008 in connection with a public issue of Secured Non-Convertible Debentures and Unsecured Non Convertible Debentures of face value of Rs. 1,000 each, ("NCDs"), aggregating upto Rs. 1,500 million with an	3-Aug-2013

option to retain over-subscription upto Rs. 1,500 million for issuance of additional NCDs aggregating to a total of upto Rs. 3,000 million	
Muthoot Finance Ltd has informed BSE that a meeting of the Board of Directors of the Company will be held on October 31, 2013, inter alia, to consider and approve the unaudited financial results of the Company for the quarter ended September 30, 2013 and also to consider declaration of interim dividend.	12-Oct-13
Muthoot Finance Ltd has informed BSE that November 06, 2013 has been fixed as the Record Date for the purpose of Payment of Interim Dividend	22-Oct-13
Muthoot Finance Ltd has informed BSE that the ESOP Committee of the Board of Directors of the Company, have convened their meeting on November 09, 2013 has adopted 'Muthoot ESOP 2013' pursuant to the special resolution passed by the shareholders in their Annual General Meeting held on September 27, 2013 and approved the list of employees and the number of options granted to each employee as per the list placed before the committee. The committee granted 1571075 options @ Rs. 10/- per option and 5417900 options @ Rs. 50/- per option to the permanent employees of the Company	9-Nov-2013
Institutional Placement Programme (IPP) of upto 25,351,062 Equity Shares of Rs. 10 each for cash through the book-building route	22-Apr-2014
Muthoot Finance completed its Institutional Placement Programme. Price band was Rs 155- 165. Issue was oversubscribed 1.8x	3-May-2014

Source: Stock exchange Filings - For further information please refer stock exchange websites www.bseindia.com and www.nseindia.com