



RPD/HYC/SEP2018-19/52(5)

15 December 2018

Bombay Stock Exchange Limited

Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai

Dear Sir

Sub: Compliance as per Regulation 52 (5) of SEBI (LODR)

We, Muthoot Fincorp Limited, a public limited company having its registered office at Muthoot Centre, Punnen Road, Trivandrum – 695034, being listed our Secured debentures and sub debts in the Bombay Stock Exchange are hereby submitting the certificates provided by debenture trustees as per Regulation 52(5) certifying that it has taken note of the contents submitted as per Regulation 52 (4).

Thanking you,

Yours faithfully,

A handwritten signature in blue ink, appearing to be 'T.D. Mathai'.

(T.D. Mathai)

Compliance Officer

Enclosures: Certificates from Debenture Trustees

1. SBICAP Trustee Company Limited
2. VISTRA ITCL
3. CATALYST TRUSTEESHIP LIMITED

MUTHOOT FINCORP LIMITED

CIN : U65929KL1997PLC011518

Regd. Office: Muthoot Centre, Punnen Road, Trivandrum, Kerala - 695 039, India., T: +91 471 2331427, 3911400, F: +91 471 2331560, E: muthoot@muthoot.com

www.muthootfincorp.com



Ref.no. ~~3069~~/SBICTCL/DT/2018-19

Date: 14th December 2018

To,
Muthoot Fincorp Limited
2nd Floor, Muthoot Centre
Punnen Road,
Trivandrum - 695 034.

Sub:-Certificate u/r 52(5) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, for NCDs aggregating to Rs.200 Crores, 300 Crores and 300 Crores by Muthoot Fincorp Limited ("Issuer"), for the half year ended 30th September 2018.

Respected Sir/ Madam,

We are acting as Debenture Trustee for the captioned Debenture Issue. Pursuant to Regulation 52(5) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, ('Regulations') we state that we have taken note of the disclosures made by the Issuer under Regulation 52(4) of the Regulations.

Yours faithfully,
For SBICAP Trustee Company Limited



Authorised Signatory

December 14, 2018

To,
Mr. T. D. Mathai
Company Secretary
Muthoot Fincorp Limited,
Muthoot Centre, Punnen Road,
Trivandrum,
Kerala – 695 039

Dear Sir,

Sub: Certificate of Debenture Trustee under Regulation 52(5) of SEBI (LODR) Regulations, 2015 for September 30, 2018.

In compliance of the requirements of Chapter V, Regulation 52, Sub – Regulation (4) and (5) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for Non – Convertible Debt Securities we would like to state as under:

We, Vistra ITCL (India) Limited, are acting as a Debenture Trustee for the Rated, Listed, Secured/Unsecured, Redeemable, Non-Convertible Debenture issue aggregating to Rs. 30 crores of Muthoot Fincorp Limited.

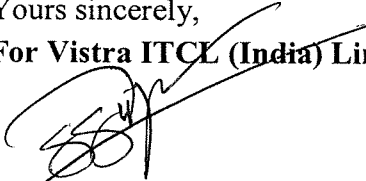
With reference to above, we have received the following documents and have noted its contents without verification:

1. Half Yearly Communication as per SEBI (LODR) Regulations, 2015 Regulation 52(4).
2. Statement of Financial results for the half year ended September 30, 2018 along with Independent auditors review report dated December 14, 2018

This certificate has been signed and issued by us based on documents (mentioned above) submitted by you.

Thanking You.

Yours sincerely,
For Vistra ITCL (India) Limited


Authorized Signatory

Place: Mumbai

No.CTL/DEB/18-19/Noting Certificate/2025

December 14 2018

To Whomsoever It May Concern,

CERTIFICATE FOR RECEIPT AND NOTING OF INFORMATION

[Pursuant to Regulation 52(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

We, Catalyst Trusteeship Limited (“**Debenture Trustee**”) hereby confirm that we have received and noted the information, as specified under regulation 52(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 (“**Regulations**”), provided to us by **Muthoot Fincorp Limited (“the Company”)** for the Half year ended September 30, 2018.

This Certificate is being issued pursuant to the requirements of regulation 52(5) of the aforesaid Regulations, for onward submission to Stock Exchange(s) by the Company.

For Catalyst Trusteeship Limited


Authorised Signatory

Encl: Results submitted by Company

