



17 June 2016

Bombay Stock Exchange Limited

Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai

Dear Sir

Sub: Compliance as per Regulation 57 (2) 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 undertaking to the stock exchange(s) that all documents and intimations required to be submitted to Debenture Trustees in terms of Trust Deed and Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 have been complied with.

Thanking you,

Yours faithfully,

A handwritten signature in blue ink, appearing to be 'T.D. Mathai', written over a horizontal line.

(T.D.Mathai)

Compliance Officer

MUTHOOT FINCORP LIMITED

CIN : U65929KL1997PLC011518

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