

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

U65929KL1997PLC011518

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AACCM1453E

(ii) (a) Name of the company

MUTHOOT FINCORP LIMITED

(b) Registered office address

Muthoot Centre, TC No 27/ 3022
Punnen Road
Thiruvananthapuram
Thiruvananthapuram
Kerala
695001

(c) *e-mail ID of the company

CS@MUTHOOT.COM

(d) *Telephone number with STD code

04714911621

(e) Website

www.muthootfincorp.com

(iii) Date of Incorporation

10/06/1997

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes ☐ No

(vi) *Whether shares listed on recognized Stock Exchange(s)

☐ Yes ☒ No

(b) CIN of the Registrar and Transfer Agent

U74900TN2015PTC101466

Pre-fill

Name of the Registrar and Transfer Agent

INTEGRATED REGISTRY MANAGEMENT SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

2nd Floor Kences Towers ,1 Ramakrishna Street
North Usman Road T Nagar

(vii) *Financial year From date 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM 28/09/2022

(b) Due date of AGM 30/09/2022

(c) Whether any extension for AGM granted ☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance Service	K8	Other financial activities	98.65

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given 3

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	MUTHOOT HOUSING FINANCE	U65922KL2010PLC025624	Subsidiary	80.66
2	MUTHOOT MICROFIN LIMITED	U65190MH1992PLC066228	Subsidiary	54.46
3	MUTHOOT PAPPACHAN TECHI	U72200KL2012PLC032664	Subsidiary	60

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	225,000,000	193,800,800	193,705,560	193,705,560
Total amount of equity shares (in Rupees)	2,250,000,000	1,938,008,000	1,937,055,600	1,937,055,600

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	225,000,000	193,800,800	193,705,560	193,705,560
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	2,250,000,000	1,938,008,000	1,937,055,600	1,937,055,600

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	200,000,000	150,000,000	150,000,000	150,000,000
Total amount of preference shares (in rupees)	2,000,000,000	1,500,000,000	1,500,000,000	1,500,000,000

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference shares				
Number of preference shares	200,000,000	150,000,000	150,000,000	150,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	2,000,000,000	1,500,000,000	1,500,000,000	1,500,000,000

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	0	193,705,560	193705560	1,937,055,600	1,937,055,600	

Increase during the year	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify				0	0	
NIL						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				0	0	
NIL						
At the end of the year	0	193,705,560	193,705,560	1,937,055,600	1,937,055,600	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	150,000,000	150,000,000	1,500,000,000	1,500,000,000	0
i. Issues of shares	0	150,000,000	150,000,000	1,500,000,000	1,500,000,000	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify				0	0	
NIL						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0

ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				0	0	
NIL						
At the end of the year	0	150,000,000	150000000	1,500,000,0	1,500,000,0	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

☐ Nil

[Details being provided in a CD/Digital Media]

☐ Yes ☒ No ☐ Not Applicable

Separate sheet attached for details of transfers

☐ Yes ☒ No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		<input type="text" value="27/09/2021"/>	
Date of registration of transfer (Date Month Year)		<input type="text" value="23/04/2021"/>	
Type of transfer	<input type="text" value="Equity Shares"/>	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text" value="612,284"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text" value="10"/>

Ledger Folio of Transferor		IN300239-16593859	
Transferor's Name		Thomas	Remmy
	Surname	middle name	first name
Ledger Folio of Transferee		IN300239-10397253	
Transferee's Name		Muthoot	Thomas
	Surname	middle name	first name
Date of registration of transfer (Date Month Year) 23/04/2021			
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	612,257	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor		IN300239-16593205	
Transferor's Name		george	Nina
	Surname	middle name	first name
Ledger Folio of Transferee		IN300239-16594827	
Transferee's Name	Muthoot	George	Thomas
	Surname	middle name	first name
Date of registration of transfer (Date Month Year) 23/04/2021			
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	612,285	Amount per Share/ Debenture/Unit (in Rs.)	10

Ledger Folio of Transferor		IN300239-16366301	
Transferor's Name	Muthoot	John	Preethi
	Surname	middle name	first name
Ledger Folio of Transferee		IN300239-10332732	
Transferee's Name	Muthoot	John	Thomas
	Surname	middle name	first name
Date of registration of transfer (Date Month Year) <input style="width: 100%;" type="text"/>			
Type of transfer	<input style="width: 50px;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width: 100px;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 100px;" type="text"/>
Ledger Folio of Transferor		<input style="width: 100%;" type="text"/>	
Transferor's Name	<input style="width: 100px;" type="text"/>	<input style="width: 100px;" type="text"/>	<input style="width: 100px;" type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input style="width: 100%;" type="text"/>	
Transferee's Name	<input style="width: 100px;" type="text"/>	<input style="width: 100px;" type="text"/>	<input style="width: 100px;" type="text"/>
	Surname	middle name	first name

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	22,731,953	1000 100000 1000000	37,937,902,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0

Particulars	Number of units	Nominal value per unit	Total value
Total			37,937,902,000

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	43,658,645,000	14,004,322,000	19,725,065,000	37,937,902,000
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

2

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Subordinated Debt	20,010,739	1000	20,010,739,000	1000	20,010,739,000
Perpetual Debt Instrum	18,150	100000 500000 10000	3,841,923,000	100000 500000 10000	3,841,923,000
Total	20,028,889		23,852,662,000		23,852,662,000

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

33,279,164,166.75

(ii) Net worth of the Company

34,494,932,641.82

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	154,368,123	79.69	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0

3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others NIL	0	0	0	0
	Total	154,368,123	79.69	0	0

Total number of shareholders (promoters)

3

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	38,742,187	20	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0

8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	595,250	0.31	0	0
10.	Others Preference shareholders	0	0	150,000,000	100
	Total	39,337,437	20.31	150,000,000	100

Total number of shareholders (other than promoters)

16

**Total number of shareholders (Promoters+Public/
Other than promoters)**

19

**VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	3	3
Members (other than promoters)	13	16
Debenture holders	43,791	56,692

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	2	1	2	1	29.94	0
B. Non-Promoter	0	3	0	3	0	3.75
(i) Non-Independent	0	1	0	1	0	3.75
(ii) Independent	0	2	0	2	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0

(v) Others	0	0	0	0	0	0
Total	2	4	2	4	29.94	3.75

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

7

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Thomas John Muthoot	00011618	Managing Director	51,456,049	
Thomas George Muthood	00011552	Director	51,456,021	
Thomas Muthoot	00082099	Whole-time director	51,456,053	
Preethi John Muthoot	00483799	Director	12,913,704	
Vikraman Ampalakat	01978341	Director	0	
Kurian Peter Arattukular	00008022	Director	0	
Thuruthiyil Devassia Ma	AEMPM8899K	Company Secretar	0	01/04/2022

(ii) Particulars of change in director(s) and Key managerial personnel during the year

0

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

4

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Extra Ordinary General Mee	28/05/2021	16	12	86.66
Extra Ordinary General Mee	26/06/2021	16	12	86.66
Extra Ordinary General Mee	28/03/2022	16	14	99.99
Annual General Meeting	27/09/2021	16	13	73.43

B. BOARD MEETINGS

*Number of meetings held

13

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	20/04/2021	6	5	83.33
2	14/05/2021	6	5	83.33
3	24/05/2021	6	6	100
4	23/06/2021	6	5	83.33
5	28/07/2021	6	6	100
6	09/08/2021	6	5	83.33
7	17/09/2021	6	6	100
8	28/10/2021	6	6	100
9	30/10/2021	6	5	83.33
10	13/11/2021	6	6	100
11	31/01/2022	6	2	33.33
12	10/02/2022	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

90

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	23/06/2021	3	3	100
2	Audit Committee	28/07/2021	3	3	100
3	Audit Committee	17/09/2021	3	3	100
4	Audit Committee	28/10/2021	3	3	100
5	Audit Committee	13/11/2021	3	3	100
6	Audit Committee	10/02/2022	3	3	100
7	Audit Committee	23/03/2022	3	3	100

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
8	Nomination an	10/04/2021	3	2	66.67
9	Nomination an	17/09/2021	3	2	66.67
10	Nomination an	31/01/2022	3	3	100

D. * ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	28/09/2022
								(Y/N/NA)
1	Thomas John	13	12	92.31	65	58	89.23	Yes
2	Thomas George	13	11	84.62	71	47	66.2	Yes
3	Thomas Muthoot	13	12	92.31	42	30	71.43	Yes
4	Preethi John M	13	10	76.92	21	21	100	Yes
5	Vikraman Amp	13	13	100	15	15	100	Yes
6	Kurian Peter A	13	10	76.92	16	14	87.5	Yes

X. * REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Thomas John Muthoot	Managing Director	250,000,000	0	0	0	250,000,000
2	Thomas Muthoot	WTD cum CFO	250,000,000	0	0	0	250,000,000
	Total		500,000,000	0	0	0	500,000,000

Number of CEO, CFO and Company secretary whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Thuruthiyil Devassia	Company Secretary	3,959,765	0	0	0	3,959,765

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
	Total		3,959,765	0	0	0	3,959,765

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Thomas George Mu	Director	0	50,000,000	0	350,000	50,350,000
2	Preethi John Mutho	Director	0	0	0	250,000	250,000
3	Vikraman Ampalaka	Independent Dir	0	0	0	400,000	400,000
4	Kurian Peter Arattuk	Independent Dir	0	0	0	350,000	350,000
	Total		0	50,000,000	0	1,350,000	51,350,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

- * A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

☐ Yes ☒ No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

CS Sivakumar P

Whether associate or fellow

☐

Associate

☒

Fellow

Certificate of practice number

2210

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ..

10

dated

09/05/2014

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

THOMAS
JOHN
MUTHOOT

DIN of the director

00011618

To be digitally signed by

Sachu
sivas

☒ Company Secretary

☐ Company secretary in practice

Membership number

60475

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachement(s), if any

Attach**Attach****Attach****Attach****List of attachments**

MFL_MGT 8_2021-22.pdf
Attendance of Meetings.pdf
Clarification_MGT-7_Shareholding Error.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company