



Muthoot Finance Limited

Registered Office :
2nd floor, Muthoot Chambers,
Banerji Road, Kochi - 682 018
Kerala, India.
CIN : L65910KL1997PLC 011300

Phone : +91 484 2396478, 2394712
Fax : +91 484 2396506, 2397399
mails@muthootgroup.com
www.muthootgroup.com

Symbol: **MUTHOOTFIN**

April 29, 2014

Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E)
Mumbai - 400 051

Dear Sir/Madam,

Re: Intimation of Allotment of Equity Shares of Muthoot Finance Ltd under Chapter VIII-A of SEBI ICDR, 2009 under Clause 36 of Listing Agreement.

Attaching herewith, copy of the Resolution passed by Security Issuance Committee of Board of Directors of Muthoot Finance Limited, under Chapter VIII-A of SEBI ICDR, 2009, for allotment of Equity Shares to Qualified Institutional Buyers. Request you to kindly take on record the same.

Thank you

For Muthoot Finance Limited

Maxin James
Company Secretary





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CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE SECURITIES ISSUANCE COMMITTEE OF THE BOARD OF DIRECTORS OF MUTHOOT FINANCE LIMITED HELD AT THE REGISTERED OFFICE OF THE COMPANY ON APRIL 29, 2014, AT MUTHOOT CHAMBERS, OPPOSITE SARITHA THEATRE COMPLEX, BANERJI ROAD, ERNAKULAM

"RESOLVED THAT pursuant to the institutional placement programme of the Company, which opened and closed for subscription on April 25, 2014 ("**Issue**"), 25,351,062 equity shares of the Company of face value Rs. 10 each ("**Equity Shares**") bearing distinctive numbers from 371712769 to 397063830 (in dematerialised mode) at a price of Rs. 165 per Equity Share be and are hereby allotted to respective bidders in the category of 'Qualified Institutional Buyers', as approved by the Committee in consultation with the authorised representatives of the National Stock Exchange of India Limited and BSE Limited ("**Stock Exchanges**"), and detailed in the statement placed before the Committee and initialed by the Chairman of the Committee for the purpose of identification and that the applicants shall receive credit for the said Equity Shares directly into their respective depository accounts.

RESOLVED FURTHER THAT consent is hereby accorded to issue share certificates Nos. 2014/1 and 2014/2, under the common seal of the Company which shall be affixed in the presence of Mr George Alexander Muthoot, Managing Director and/or Mr Maxin James, Company Secretary, and shall sign the same in token thereof in connection with the abovementioned fresh issue of Equity Shares of the Company in the name of the respective depositories i.e. National Securities Depository Limited and Central Depository Services (India) Limited respectively towards the allotment of the aforesaid Equity Shares of the Company for the purpose of payment of stamp duty and the said share certificates be cancelled after the payment of duty.

RESOLVED FURTHER THAT the Company do effect delivery of the aforesaid Equity Shares to the respective beneficiary accounts of the successful applicants under the Issue as per the basis of allotment finalised by the Committee.

RESOLVED FURTHER THAT necessary entries be made in the Register of Members of the Company in respect of the Equity Shares allotted.

RESOLVED FURTHER THAT the Registrar to the Issue, Link Intime India Private Limited, be directed to take steps to credit the shares allotted to the respective beneficiary accounts of the successful applicants after validating the details with the depositories concerned.

RESOLVED FURTHER THAT where the beneficiary details do not match, the shares allotted be credited to an escrow account to be opened and operated by the Registrar to the Issue and on receipt of the correct information the Registrar do credit the equity shares to the beneficiary accounts of the investors concerned after due validation.

RESOLVED FURTHER THAT the amount of application money received from the applicants to whom no allotment is made or where only partial allotment is made, be unblocked from their respective ASBA account forthwith to them after adjustment towards allotment, if any.



RESOLVED FURTHER THAT the Equity Shares allotted as above shall rank pari passu with the existing equity shares of the Company and shall be entitled to dividend and corporate benefits declared, if any, by the Company after the above allotment.

RESOLVED FURTHER THAT George Alexander Muthoot, Managing Director, Oommen K Mammen, Chief Financial Officer, Maxin James, Company Secretary, Shanthi N Ranjan - Assistant General Manager-Finance, Molty Majeed, Senior Manager and Simi S Pai, Assistant Company Secretary be and are hereby jointly and/ or severally authorised to do all such acts and things with respect to the above and sign, execute and deliver such deeds, documents, writings or paper as may be necessary to the Securities and Exchange Board of India, Registrar of Companies, Reserve Bank of India, Stock Exchanges, National Securities Depository Limited, Central Depository Services (India) Limited or any other governmental or regulatory authority, to give effect to the above and to affix the Common Seal of the Company, wherever necessary, in accordance with the Articles of Association of the Company and to take all actions that may be necessary in this connection.

//CERTIFIED TRUE COPY//



For MUTHOOT FINANCE LIMITED


MAXIN JAMES
Company Secretary
Memb. No. ACS 31328