

List



Date: 10th August, 2023

25082300048

To, BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400001	To, Securities Exchange Board of India Investment Management Department Division of Funds- I, Plot No.C 4 A, G Block, Bandra Kurla Complex, Bandra (East), Mumbai- 400 051	To, NSE Limited Exchange Plaza, Plot No.C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai- 400 051
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Dear Sir/Madam,

SUB: Issue of Secured, Redeemable Non-Convertible Debentures aggregating to Rs. 1100 Crores to be issued by Muthoot Fincorp Limited.

We, the debenture trustee(s) to the abovementioned forthcoming issue state as follows:

- 1) We have examined documents pertaining to the said issue and other such relevant documents, reports and certifications.
- 2) On the basis of such examination and of the discussions with the Issuer, its directors and other officers, other agencies and on independent verification of the various relevant documents, reports and certifications, WE CONFIRM that:
 - a) ~~The Issuer has made adequate provisions for and/or has taken steps to provide for adequate security for the debt securities to be issued.*~~
 - b) ~~The Issuer has obtained the permissions/consents necessary for creating security on said property(ies).*~~
*Not applicable at this stage since security is to be created in tranches.
 - c) The Issuer has made all the relevant disclosures about the security and also its continued obligations towards the holders of debt securities.
 - d) Issuer has adequately disclosed all consents/ permissions required for creation of further charge on assets in offer document or private placement memorandum/ information memorandum and all disclosures made in the offer document or private placement memorandum/ information memorandum with respect to creation of security are in confirmation with the clauses of debenture trustee agreement.
 - e) Issuer has disclosed all covenants proposed to be included in debenture trust deed (including any side letter, accelerated payment clause etc.), offer document ~~or private placement memorandum/ information memorandum.~~
 - f) Issuer has given an undertaking that charge shall be created in favour of debenture trustee as per terms of issue before filing of listing application.

We have satisfied ourselves about the ability of the Issuer to service the debt securities.

Place: Mumbai

Date: 10-08-2023

For Vardhman Trusteeship Private Limited

Authorized Signatory

