ANNUAL REPORT | 2016-17

P Fruthoot MICROFIN



BANKING ON WOMEN:
THE PATH TO FINANCIAL INCLUSION.



MUTHOOT PAPPACHAN

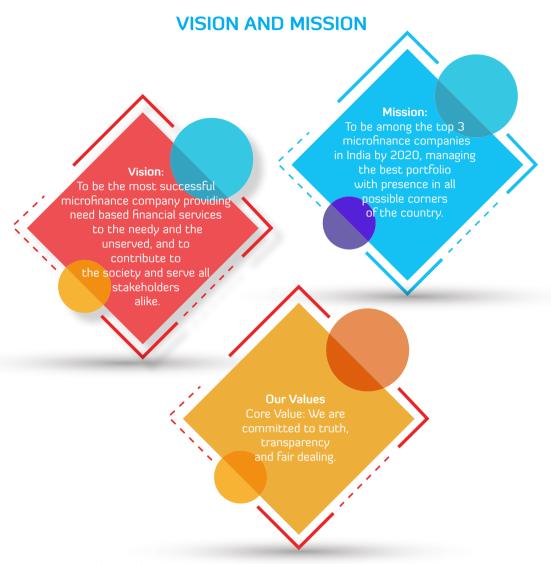
1927 - 2004

FOUNDER CHAIRMAN

His vision, enterprise, simplicity and humaneness will forever guide us.

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Integrity and Quality

We provide sound advice and adopt the finest practices keeping the welfare of our customers in mind. Total customer satisfaction and growth are our objectives. Every member of the Group is responsible for upholding our principles in the workplace. We rigorously adhere to applicable laws, rules, regulations, codes and standards of good business practices.

Social responsibility

We promote sustainable development, responsibility towards the environment and upliftment of local communities in areas we operate. We identify and promote local talent. We believe in respecting the individual and encourage continuous learning.

Our people

We believe that people are our strength. Fostering teamwork, nurturing creativity, encouraging hard work, dedication, commitment and rewarding excellence are key elements of our human resource initiatives.

Director's Statement

I am pleased to report the financial results of Muthoot Microfin for the Financial Year ended March 2017. This has been another great year of achievements and accomplishments for the company. I feel proud that Muthoot Microfin upholds Muthoot Pappachan Group's philosophy of serving the common man.

Muthoot Microfin (MML) is a young company growing at a very fast pace. I am happy to inform you that Muthoot Microfin is now the 4th largest NBFC-MFI in the country and the largest NBFC-MFI head quartered in Kerala.

The whole microfinance industry in India went through a tough phase in the third quarter of the fiscal, post demonetisation, however it was the best phase to review and test our system and processes. We came through the phase unscathed and further strengthening our system to improve the process, policies and transparency in our business. Industry reports indicates that MML performed the fastest recovery in the industry post demonetisation.



Thomas Muthoot

We crossed a distinctive milestone in the period when Creation Investments India LLC invested in MML. The Private Equity investment by the reputed international investor proves the trust of investors in MPG, our philosophy of work and the transparency in the system we follow.

The company also recorded incredible growth in the period. The total loan disbursement for the year ended March 31, 2017 jumped 165% to ₹2028 crores compared to ₹765 crores previous fiscal. The company's total revenue for FY 2016-17 touched ₹244 crores as compared to ₹52 crores in FY 2015-16. And the company's Asset Under Management reached ₹1774 crore from ₹653 crore in the previous year, a growth of 171% year on year. Eventually, in the Financial Year 2016-'17, the net profit (PAT) climbed 293.6% to ₹37.04 crores, as compared to ₹9.41 crores for the previous financial year.

During the fiscal, the company further expanded its operations to 11 states across the country. MML as of 31st March 2017 operates with 399 branches throughout the states serving 7,65,541 active clients. Remarkably the staff strength also grew to 4132 from 1179 in the last Financial Year.

Apart from the financial figures, being a social business we strive our best to make a positive impact in our clients. MML continuously engages with clients aimed to encourage the economic and social sustainability in society by empowering women through skill trainings and financial literacy. Furthermore, the initiatives strive to strike a balance between economic, environmental and social imperatives. While Muthoot undertakes programmes based on the identified needs of the community; skill training, financial literacy and healthcare remains our priority. More than 5000 women directly benefitted from the various skill training workshops, financial literacy trainings and healthcare camps organised by the institution during the financial year.

Fintech solutions are revolutionising the operating model employed by financial services organisations. In the Financial Year 2017-18, we will use technology and digital solutions to expand our outreach, agility and to reduce administrative expenses. As of digitalisation measures, the company introduced Aadhar based KYC updation and biometric credit check & approval system in its IT infrastructure. This advanced and efficient use of technology will help the company further reduce cost, improve efficiency and increase productivity.

The institution continues to strengthen its audit framework and hasn't compromised in complying with all the statutory regulations mandated by Ministry of Corporate Affairs, Reserve Bank of India and other regulators.

I must appreciate the young, dedicated and vibrant team of Muthoot Microfin. They are passionate and enthusiastic. They have shown it at all the endeavours they have undertaken — let it be business, sports or in cultural events. MML has constantly helped Muthoot Pappachan Group build the reputation and brand goodwill. I am sure the institution is poised to grow and achieve all the targets we have set forth for the future.

Thomas Muthoot
Director, Muthoot Microfin Ltd.

CEO's Review

During the Financial Year, MML raised \$20 million Private Equity investment from Creation Investments India LLC-a well-reputed US based investment firm and an active investor in microfinance sector in India. This was the first time Muthoot Pappachan Group received a Private Equity investment. The success of this investment reflects the sentiment, trust and confidence of investors in Muthoot Microfin and potential of microfinance industry in India.

I am also happy to inform that Muthoot Microfin Ltd. is now the 4th largest NBFC-MFI in the country and the largest NBFC-MFI headquartered out of Kerala. During the FY, CRISIL awarded MFR-2 grading for company's operations and assigned long term debt rating of 'A-/Stable' to the company.

During the FY 2016-'17, the company disbursed loans worth ₹2028 crore, a 165% growth over the previous year's disbursement. MML's Asset Under Management rose to ₹1774 crore from ₹653 crore in the previous fiscal, a



Sadaf Sayeed

growth of 171% year on year. Revenue of the company also surged from ₹52 crores to ₹244 crores from the previous scale. Consequently, net profit (PAT) of the company, for the FY 2016-'17 rose to ₹37.04 crore from ₹9.41 crore in the previous fiscal.

During the year company expanded its operations to 11 states and now operates with 399 branches serving 7,65,541 active customers across the country. Employee strength of the company also grew to 4132 from 1179 employees in the previous fiscal.

For FY 2016-17, MML raised funds worth ₹2061 crores from Banks, NBFCs and other FIs. MML now enjoys funding relationship with 33 financial institutions including 12 Public Sector Banks, 15 Private Sector Banks and 6 NBFCs. During the period, the company executed ₹610 crore of PTC transactions, ₹485 crore of DA transactions, ₹205 crore of NCDs and raised Tier-II capital of ₹25 crore.

In the coming year, reforms in financial sector and policy enactments towards financial inclusion by the Government of India will drive overall development and growth in the country. It will also enable revolutionary changes in the microfinance industry. Taking advantage of the most modern infrastructure created by GOI, we would use technology to extend our reach, reduce costs, improve client services and improve risk management. During the year we had introduced Aadhaar linked KYC and biometric credit check mechanism, which effectively cut 2 days' work to few minutes'.

The tough phase of demonetisation has passed and positive impacts of this will be visible from the new Financial Year. Growth is expected to pick up on account of developments in economy and game changing interventions by the Government of India. Introduction of GST and other forward-looking measures taken by the government will create a more conducive market. A better economic environment will also help build a better-quality portfolio in the coming years.

Importantly the company made significant steps towards achieving our aim of catering to the lifecycle needs of our borrowers. Our MSGB portfolio reached ₹181 crore, we financed 130000 solar torches and 40,000 mobile phones. True to the MPG vision, this was made possible by devising and introducing innovative, simple and easily understandable products for the targeted low-income clients.

On compliance side also, your company was rated very highly. During the year, your company received highest Code of Conduct Assessment (COCA) rating 'C1' from CRISIL. The rating reflects robustness of the company's field operations and its strength to manage a large portfolio. MML has been continuously strengthening its audit framework to ensure cent percent transparency in the operations. The company continues to actively engage with industry associations and Self-Regulatory Organisations (SRO) of NBFC-MFIs. We have also ensured highest level of compliance with all regulatory bodies and industry norms.

Muthoot Microfin has a committed team and hugely experienced management & promoter group. With their expertise and commitment, I am convinced that MML can become the leading NBFC-MFI in our country. I am sure MML can be a market leader simultaneously achieving all its social and financial goals.

Sadaf Sayeed CEO - Muthoot Microfin Ltd.

CORPORATE INFO

Board of Directors

Mr. Thomas John Muthoot

Mr. Thomas George Muthoot

Mr. Thomas Muthoot

Mr. Thomas Muthoot John

Mr. Kenneth Dan Vander Weele

Mr. Keyur Chandrakant Shah

Mr. George Lamannil

Mr. Sabu Zacharias K

Mr. Maneesh Srivastava

Chief Executive Officer

Mr. Sadaf Sayeed

Chief Financial Officer

Mr. Praveen T

Mr. Seby Cherian

Company Secretary

Ms. Neethu Aiav

Senior Management Team

Mr. Udeesh Ullas

Mr. Subhransu Pattnayak

Mr. Senthi V

Mr. Dileep Pathak

Statutory Auditors

M/s. Walker Chandiok & Co., LLP Arihant Nitco Park, 7th Floor, No. 90, Radhakrishnan Salai, Mylapore, Chennai - 600004

Secretarial Auditor

PSN & Associates Company secretaries Sreevalsam, S-116, first floor Seevelinagar, Kaithamukku Thiruvananthapuram, Kerala-695024

Internal Auditors

M/s. Thomas Jacob & Co., TC 13/386, MRA 186, Vanchiyoor P.O. Trivandrum - 695 035

- Additional Director (Appointed on 08.05.2017) - Additional Director (Appointed on 08.05.2017) (Appointed on 08.05.2017) - Additional Director (Appointed on 01.12.2016) - Additional Director (Appointed on 27.12.2016) - Director - Additional Director (Resigned on 08.05.2017)

- Director

- Independent Director

- Independent Director

(Resigned on 08.05.2017) (Resigned on 08.05.2017) (Resigned on 10.03.2017)

-(Appointed on 26.12.2016)

-(Resigned on 27.06.2016)

- Vice President, Operations
- Vice President HR & Products
- Sr. Associate Vice President Agri Business
- Sr. Associate Vice President Internal Audit & Risk

Debenture Trustees

Catalyst Trusteeship Limited GDA House, First Floor, Plot No. 85 S. No. 94 & 95, Bhusari Colony (Right), Kothrud Pune, Maharashtra - 411038

IDBI Trusteeship Services Limited Asian Bldg., Ground Floor, 17, R.Kamani Marg, Ballard Estate, Mumbai, Maharashtra 400001

Registrar & Transfer Agent

Karvy Computershare Private Limited 6th Floor, Karvy Salenium, Tower B, Plot 31-32, Gachibowli, Financial Dist., Nanakramguda, Hyderabad 500032

Our Bankers

- AXIS Bank Ltd
- Bandhan Bank
- Bank of Maharashtra
- Catholic Syrian Bank
- DCB Bank Limited
- Dhanlaxmi Bank Ltd
- HDFC Bank Ltd
- IDBI Bank Ltd
- IndusInd Bank Ltd
- Lakshmi Vilas Bank
- Oriental Bank of Commerce
- State Bank of India

- State Bank (Mauritius) Ltd
- State Bank of Travancore
- South Indian Bank
- SIDBI
- Syndicate Bank
- Tamilnad Mercantile Bank
- The Federal Bank Ltd
- Union Bank of India
- United Bank of India
- Vijaya Bank
- Yes Bank Ltd

Registered Office

13th Floor, Parinee Crescenzo, Bandra Kurla Complex, Bandra East Mumbai - 400051

Administrative Office

5th Floor, Muthoot Towers M.G Road, Kochi 682035 Ph: +91 484 4277500

Email: info@muthootmicrofin.com Website: www.muthootmicrofin.com



Loan ID: VKNM@581

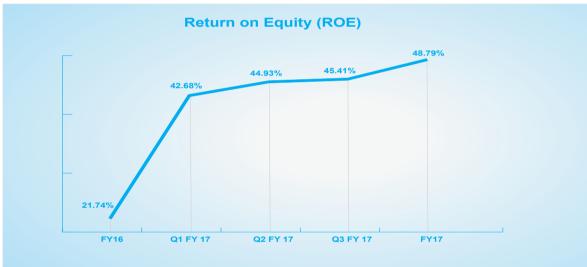
Hamsath Sathar is a 33-year-old housewife turned small time poultry farmer from Koonamthanam, in Changanacherry, Kottayam district of Kerala. Hamsath's drive to provide for her family didn't just come out of her passion for poultry farming but came out of necessity. Hardly five years ago, when her husband, a daily laborer, alone could no longer support the family due to unstable income, she decided to do something for her family.

Hamsath used to run a goat farm without much success. When she decided to change her small-time business with the support of Muthoot Microfin, everything changed for good. Hamsath has been a customer of Muthoot Microfin since 2014. She began poultry farming not just with Muthoot's loans but also motivated by the training she received in the trade from the institution. Successful turnaround with chicken farm allowed her to promptly repay the loans. Her daily income from the farm averaged ₹350, enabling her to contribute to the household, particularly expenses related to schooling of children and the everyday needs of the family of five. Like so many of Muthoot's clients, Hamsath has now become the primary breadwinner for her family.

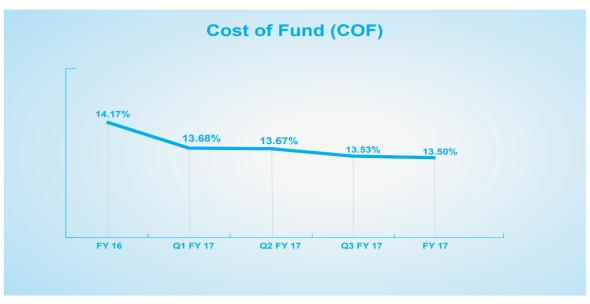


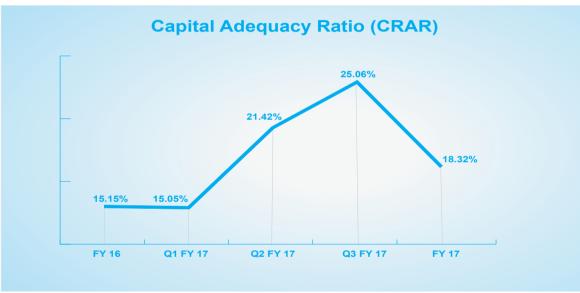
Key Performance Indicators



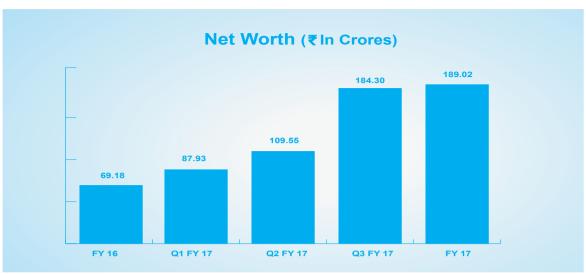


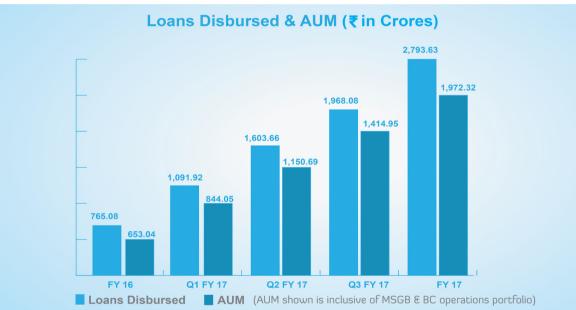


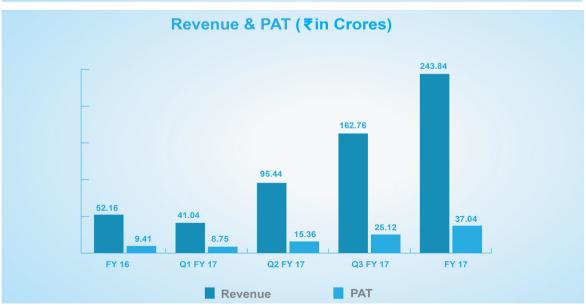












DIRECTORS' REPORT

To the Members.

Your directors are pleased to present the 25th Annual Report along with the Audited Financial Statements of your Company for the year ended 31st March, 2017.

1. Financial Highlights

| Particulars | 31.03.2017 | 31.03.2016 |
|---|---------------|-------------|
| Gross Income | 2,438,438,876 | 521,561,699 |
| Expenses Before Finance cost and Depreciation | 1,038,637,522 | 164,929,952 |
| Finance Charges | 817,859,240 | 210,450,495 |
| Depreciation | 9,730,456 | 166,207 |
| Profit before tax | 572,211,658 | 146,015,046 |
| Provision for Tax | 201,830,262 | 51,914,397 |
| Net Profit After Tax | 370,381,396 | 94,100,649 |
| Dividend to Preference Shareholders | 432 | - |
| Dividend Distribution Tax | 86 | - |
| Transfer to Statutory Reserve | 74,076,279 | 18,820,130 |
| Surplus carried to Balance Sheet | 296,304,599 | 75,280,519 |

2. Change in Nature of Business, If any:

There is no change in the nature of the business of the company during the previous year under review.

3. State of Company's Affairs:

The Company is a NBFC-MFI registered with Reserve Bank of India. And being an MFI your company is dedicated to serve the bottom of pyramid section of society by providing customised financial services to the needy, underserved and those who have limited access to regular financial institutions and banks. Microfinance operations of the company is based on the Grameen model of lending; it is designed to promote entrepreneurship among women and inclusive growth. The Company provides financial assistance through micro loans to women engaged in small income generating activities.

During the year under review, your Company has made progress in its business operation as projected. As on 31st March 2017, the total disbursements of loans under different products were ₹ 2028.56 Crores. Your Company had 399 Branches spread across 11 States of India i.e., Kerala, Tamil Nadu, Karnataka, Maharashtra, Goa, Gujarat, Punjab, Uttar Pradesh, Odisha, Haryana and Madhya Pradesh. The Company's borrower base is 7, 65, 541 and the portfolio outstanding as on March 31, 2017 is ₹ 1774.58 Crores (including managed/ securitized portfolio of ₹ 769.39 Crores)

During the year, the Company's Revenue from Operations and other income was ₹ 2,438,438,876 with a net profit of ₹ 370,381,396. The funding source for the Company was through private placement of Non-Convertible Debentures ("NCDs") and borrowings from banks/ financial institutions by way of term loans as summarized below.

| Financial Year Privately placed NCDs 2016-17 205 | | Term Loans | Others | Total | |
|---|-----|------------|--------|---------|--|
| 2016-17 | 205 | 901.33 | 25 | 1131.33 | |

4. Credit Rating

The Company has obtained credit ratings from CRISIL for its borrowings and Non-Convertible Debentures. The prevailing ratings are as under:

| Credit Rating Agency | Instruments | Rating as on 31.03.2017 | | |
|----------------------|----------------------------|-------------------------|--|--|
| CRISIL | Bank Facilities | CRISIL A- / Stable | | |
| CRISIL | Non-Convertible Debentures | CRISIL A- / Stable | | |

5. Capital Adequacy

The Capital Adequacy Ratio was 18.32% as on 31st March 2017. The Net Owned Funds (NOF) as on that date was ₹ 1,890,158,651. The minimum capital adequacy requirement stipulated for Your Company by Reserve Bank of India is 15%.

6. Dividend

With the view to conserve the resources of the Company the directors are not recommending any dividend.

7. Transfer of Unclaimed Dividend to Investor Education and Protection Fund

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared during last seven years.

8. Amount transferred to Reserves:

The Company proposes to transfer $\ref{100}$ **74,076,279** to the statutory reserve out of the amount available for appropriation and an amount of $\ref{100}$ **296,304,599** is proposed to be retained in the profit and loss account.

9. Changes in Share Capital

I. Authorised Share Capital

During the year under review, the Authorised Share capital of the Company has increased twice :-

- a. From ₹ 75,00,00,000 (Rupees Seventy-Five Crores) divided into 7,50,00,000 (Seven Crores Fifty Lakhs) Equity Shares of ₹ 10/- to ₹ 150,00,00,000 (Rupees One Hundred and Fifty Crores) divided into 15,00,00,000 (Fifteen Crores) Equity Shares of ₹ 10/- each by creation of additional 7,50,00,000 (Seven Crores Fifty Lakhs) Equity Shares of ₹ 10/- each on 01.06.2016
- b. From ₹ 150,00,00,000 (Rupees One Hundred and Fifty Crores) divided into 15,00,00,000 (Fifteen Crores) Equity Shares of ₹ 10/- each to ₹ 2,00,00,000 (Rupees Two Hundred Crores) by creation of new 5,00,00,000 (Five Crores) Compulsorily Convertible Preference Shares of ₹ 10/- each on 16.11.2016.

II. Paid up Capital

During the year under review, the paid-up share capital of the Company has been increased from $\stackrel{?}{\scriptstyle 60,00,00,000}$ to $\stackrel{?}{\scriptstyle 88,16,79,440}$ through following means:-

- a. Preferential allotment of 1,00,00,000 equity shares of ₹ 10 each to M/s. Muthoot Fincorp Limited on 29.04.2016.
- b. Preferential allotment of 41,66,667 equity shares of ₹ 10 each at a premium of ₹ 2 per share to Mr. Thomas George Muthoot and Mr. Thomas John Muthoot and 41,66,666 equity shares ₹ 10 each at a premium of ₹ 2 per share to Mr. Thomas Muthoot on 29.08.2016.
- c. Preferential allotment of 8,71,992, 1,44,750, 1,45,622 €1,45,622 Equity Shares ₹ 10 each at a premium of ₹ 104.68 per share to M/s. Muthoot Fincorp Limited, Mr. Thomas Muthoot, Mr. Thomas George Muthoot and Mr. Thomas John Muthoot respectively on 21.12.2016.
- d. Issue of 43,600 Equity Shares of face value of ₹ 10 each at a premium of ₹ 104.68 per Equity Share and 4,316,358 compulsorily convertible preference shares of face value of ₹ 10/- each at a premium of ₹ 104.68 per preference share on private placement basis to Creation Investments India LLC on 26.12.2016

III. Employees Stock Option:

In order to develop and implement a long-term incentive program to attract, motivate and retain the talent in a competitive environment, the Company has formulated and implemented Muthoot Microfin Employee Stock Option Plan 2016 ('ESOP 2016') which provides for grant of equity shares of Muthoot Microfin Limited to employees of the Company. The ESOP 2016 provide for grant of options to the employees of the Company that are to be exercised within a specified period. The aggregate number

of Equity Shares, which may be issued under ESOP 2016, shall not exceed 12,37,500 Equity Shares. As against 12,37,500 Equity Shares, the Company has granted 6,65,000 options to four employees as per terms of ESOP 2016 on 5th December 2016. In accordance with the ESOP 2016, each option on exercise would be eligible for one Equity Share on payment of the exercise price Disclosure under Rule 12(9) of The Companies (Share Capital and Debentures) Rules, 2014 for the year ended March 31, 2017:

| SL. No. | Particulars | ESOP 2016 |
|---------|--|---|
| 1. | Date of Shareholders' Approval | December 05, 2016 |
| 2 | Total number of options approved under the plan | 12,37,500 |
| 3 | Number of options granted | 6,65,000 |
| 4 | Number of Options vested | NIL |
| 5 | Number of options exercised | NIL |
| 6 | Exercise Price | ₹ 14 |
| 7 | Maximum term of Options granted | 4 years |
| 8 | Number of shares arising as a result of exercise of option; | NIL |
| 9 | Number of Options lapsed | NIL |
| 10 | Variation of terms of options; | Not Applicable |
| 11 | Money realized by exercise of options; | NIL |
| 12 | Total number of options in force at the end of the year. | 6,65,000 |
| 13 | Employee wise details of options granted | |
| | i. Key Managerial Personnel | Two key managerial personnel were granted 5,30,000 options in total |
| | ii. Any employee who received a grant in any one year of Options amounting to 5% or more of the Options granted during that year | Three employees were granted 6,35,000 options in aggregate |
| | iii. Identified employees who were granted Options during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant. | None |

IV. Disclosure regarding issue of Equity Shares with Differential Rights

Company has not issued shares with differential voting rights during the year under review.

10. Extract of the Annual Return

The extract of the Annual Return in Form No. MGT - 9 forms part of the Board's Report and is annexed herewith as ANNEXURE - $\bf 1$

11. Directors' Responsibility Statement

In terms of Section 134 (5) of the Companies Act 2013, the Directors would like to state that:

- i) In the preparation of the annual accounts, the applicable Accounting Standards had been followed along with proper explanation relating to material departures;
- ii) The directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March 2017 and of the profit of the Company for the year under review.

- (iii) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) The Directors had prepared the annual accounts on a going concern basis.
- (v) The directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

12. Related Party Transaction

The particular of Contracts or Arrangements made with related parties pursuant to Section 188 of the Companies Act, 2013 in the prescribed Form AOC-2 is appended as ANNEXURE II which forms part of this report.

13. Explanation or Comments on Qualifications, Reservations or Adverse Remarks or Disclaimers made by the Statutory Auditors in their Reports

The observation made in the Auditors' Report read together with relevant notes thereon are self-explanatory and hence, do not call for any further comments under Section 134 of the Companies Act, 2013.

14. Secretarial Audit Report

In terms of Section 204 of the Companies Act, 2013 and Rules made there under, M/s. PSN & Associates, Company Secretaries, Trivandrum have been appointed as Secretarial Auditors of the Company for the financial year 2016-17. The report of the Secretarial Auditors is enclosed as ANNEXURE III to this report. The qualifications made in the report are self-explanatory and do not call for any further comments.

15. Particulars of Loans, Guarantees or Investments

The Company has not given any loans or guarantees and not made any investments covered under the provisions of Section 186 of the Companies Act 2013

16. Material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statements relate and the date of this Report

17. Technology Absorption, Conservation of Energy, Foreign Exchange Earnings and Outgo:

The information pertaining to conservation of energy, technology absorption, foreign exchange earnings and outgo as required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014, is given below

A. Conservation of Energy:

- i. The operations of the Company, being Financial Services related, require normal consumption of electricity. The Company is taking every necessary step to reduce the consumption of energy..
- ii. In view of the nature of activities carried on by the Company, there is no capital investment on energy conservation equipments.
- iii. As the impact of measures taken for conservation and optimum utilisation of energy are not quantitative, its impact on cost cannot be stated accurately
- B. Technology Absorption NA
- C. Foreign Exchange earnings & Outgo

Foreign Exchange Earnings - Nil

Foreign Exchange Outgo - Nil

18. Directors and Key Managerial Personnel

As on the date of this report, the Board of your Company consist of five Directors as follows:

| Name of Director | Designation | Category |
|------------------------------|---------------------|---------------|
| Mr. Kenneth Dan Wander Weele | Director | Non-Executive |
| Mr. Thomas Muthoot John | Additional Director | Non-Executive |
| Mr. Thomas John Muthoot | Additional Director | Non-Executive |
| Mr. Thomas George Muthoot | Additional Director | Non-Executive |
| Mr. Thomas Muthoot | Additional Director | Non-Executive |

Mr. Maneesh Srivastava, Independent Director of the Company has resigned with effect from 11th March 2017. And Mr. George Lamannil, Director, Mr. Sabu Zacharias K, Independent Director and Mr. Keyur Chandrakant Shah, Additional Director has resigned with effect from 08th May 2017.

Mr. Seby Cherian resigned as the Chief Financial Officer w.e.f. close of business hours of June 27, 2016. Mr. Praveen T was appointed as the Chief Financial Officer w.e.f. December 26, 2016.

Mr. Sadaf Sayeed, Chief Executive Officer, Mr. Praveen T, Chief Financial Officer and Ms. Neethu Ajay, Company Secretary are the Key Managerial Personnel of your Company in accordance with the provisions of Sections 2(51), 203 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re—enactment(s) for the time being in force).

19. Board Meeting

Thirty-two meetings of the Board of Directors were held during the year. Details about the meetings are available in the Report on Corporate Governance, which forms a part of this Report.

20. Declaration of Independent Directors

The Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules.

21. Board Evaluation

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit and Nomination & Remuneration Committees.

The Board of Directors has expressed their satisfaction with the evaluation process.

22. Committees of Board

Currently, the Board has six committees: the audit committee, the nomination and remuneration committee, the corporate social responsibility committee, the borrowing committee, the asset liability management committee, and the risk management committee. A detailed note on the composition of the Board and its committees is provided in the Corporate Governance report which is forming of this Report.

23. Subsidiary Company, Joint Ventures and Associate Companies

The Company does not have any subsidiary, Joint venture or Associate Company.

24. Particulars of Employees

The Company had no employee during the year covered under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

25. Internal Controls

The Board of Directors of the Company has adopted Policies and Procedures for ensuring orderly and efficient conduct of business including adherence of Company's policies, safe guarding of assets, prevention and detection of frauds, accuracy and completeness of accounting records and timely preparation of reliable Financial statements.

26. Fair Practices Code

RBI had been issuing revised Fair Practices code guidelines from time to time and Your Company has adhered to all of them without any compromise. The Fair Practices Code, Code of Conduct, and Grievance Redressal Mechanism have been displayed prominently in all the branches of the Company.

27. Auditors

In accordance with Section 139 of the Companies Act, 2013, M/s. Walker Chandiok & Co LLP., Chartered Accountants, (FRN 001076N), were appointed by the shareholders of the Company at the Annual General Meeting held on 07th July 2016, as Statutory Auditors for a period of 5 years to hold office until the conclusion of the 29th Annual General Meeting of the Company. In terms of the first proviso to section 139 of the Companies Act, 2013, the appointment of the auditors shall be placed for ratification at every AGM. Accordingly, the appointment of M/s. Walker Chandiok & Co LLP., Chartered Accountants, as statutory auditors of the Company, is placed for ratification by the shareholders in the ensuing AGM.

In this regard, the Company has obtained a written consent under Section 139 of the Companies Act, 2013 from the Auditors to such continued appointment and also a certificate from them to the effect that their appointment, if ratified, would be in accordance with the conditions prescribed under the Companies Act, 2013 and the rules made thereunder, as may be applicable.

28. Deposits

During the year, your Company has not accepted any deposits from the public within the meaning of the provisions of the Non-Banking Financial Companies Acceptance of Public Deposits (Reserve Bank) Directions, 1998 or any deposits within the meaning of Section 73 of the Companies Act 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

29. Risk Management

As part of our governance philosophy and in order to ensure a robust risk management system and also in line with the applicable laws, the Board of Directors of the Company has formed a Risk Management Committee. The details of Committee and its terms of reference are set out in the Corporate Governance Report, which is part of the Board's Report. Our management systems, organisational structures, processes, standards, and code of conduct together form the system of internal controls that govern how we conduct the business and manage associated risks. There are no risks which in the opinion of the Board threaten the existence of your Company.

30. Details of Policy Developed and Implemented by the Company on its Corporate Social Responsibility Initiatives

The Board of Directors has constituted the Corporate Social Responsibility Committees vide resolution passed in its meeting held on 19th July 2016. As per Section 135 of the Companies Act 2013, all Companies having net worth of $\ref{totaleq}$ 500 crore or a turnover of $\ref{totaleq}$ 1,000 crore or net profit of $\ref{totaleq}$ 5 crore or more during any financial year are required to constitute a Corporate Social Responsibility Committee (CSR) of the Board consisting of three or more directors, out of which at least one director shall be an independent director. The CSR Committee vide its meeting dated 19.07.2016 approved and recommended to Board for its approval a policy known as CSR Policy, which indicates the activities to be undertaken by the Company as specified under Schedule VII of the Companies Act 2013. Further, the Board in its meeting held on 04.08.2016 approved the detailed CSR Policy.

The CSR activity of the Company is channelized through a CSR Trust, the Muthoot Pappachan Foundation (MPF) which is Public Charitable Trust formed in the year 2003 as the CSR arm of the Muthoot Pappachan Group to facilitate CSR activities for the entire Group and all its business verticals. The CSR programs of MPF are bound by the theme HEEL; Health, Education, Environment, Livelihood.

As per the requirement of Rule 8 (1) of the Companies (Corporate Social Responsibilities) Rules 2014 the Annual Report on CSR is annexed as Annexure IV to this report.

31. Vigil Mechanism

Your Company is committed to highest standards of ethical, moral and legal business conduct. Accordingly, the Board of Directors have formulated a Whistle Blower Policy which is in compliance with the provisions of Section 177 (10) of the Companies Act, 2013. All employees and stakeholders can raise concerns regarding any discrimination, harassment, victimization, any other unfair practice being adopted against them or any instances of fraud by or against your Company.

Any incidents that are reported are investigated and suitable action taken in line with the whistle blower policy. The Whistle Blower Policy is also available on your Company's website (www.muthootmicrofin.com).



32. Details of significant and material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and Company's operations in future

There was no significant and material order passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

33. Disclosure as per The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company is committed to providing and promoting a safe and healthy work environment for all its employees.

The Company has zero tolerance towards sexual harassment at the workplace and has adopted a Prevention of Sexual Harassment Policy that is in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules framed thereunder for prevention and redressal of complaints of sexual harassment at workplace, along with a structured reporting and redressal mechanism. The Company has also constituted an Internal Complaint Committee, known as the Prevention of Sexual Harassment Committee, to inquire into complaints of sexual harassment and recommend appropriate action.

The Company has not received any complaint on sexual harassment during the financial year 2016-17.

34. Compliance

The Company is registered with RBI as a NBFC-MFI. The Company has complied with and continues to comply with all applicable Laws, Rules, Circulars, Regulations, etc. including Directions of RBI for a NBFC-MFI and it doesn't carry o any activities other than those specifically permitted by RBI for NBFC-MFIs.

35. Acknowledgment

Your Directors wish to place on record their appreciation for the assistance, co-operation and guidance received by the Company from the Central Government, the State Government, the Reserve Bank of India, the Registrar of Companies, Mumbai and other Regulatory Authorities and Bankers during the year under review and look forward to their continued support. Your Directors also wish to place on record their deep sense of appreciation for the committed services by the Employees of the Company.

For and on behalf of the Board

Kochi 08.05.2017 Sd/-Thomas John Muthoot Additional Director (DIN 00011618) Sd/-Thomas George Muthoot Additional Director (DIN 00011552)

ANNEXURE 1

Form No. MGT-9 EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31.03.2017
[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

| _ | | |
|----|---|--|
| 1. | CIN | U65190MH1992PLC066228 |
| 2. | Registration Date | 06.04.1992 |
| 3 | Name of the Company | MUTHOOT MICROFIN LIMITED |
| 4 | Category/Sub-Category of the Company | Public Limited Company/Limited by Shares |
| 5 | Address of the Registered office and contact details | 13th Floor, Parinee Crescenzo, Bandra Kurla, Complex, Bandra East, Mumbai – 400 051 |
| 6 | Address of the Administrative office and contact details | 5th Floor, Muthoot Towers, M.G Road, Kochi 682035 |
| 7 | Whether listed company (Yes / No): | No. The Non-Convertible Debentures of the Company are listed in Bombay Stock Exchange (BSE) |
| 8 | Name, Address and Contact details of Registrar and Transfer Agent, if any | For Non-Convertible Debenture (NCDs): Karvy Computershare Pvt. Ltd. 7th floor, 701, Hallmark Business Plaza, Sant Dnyaneshwar Marg, Opp Guru Nanak Hospital, Off Bandra Kurla Complex Bandra East, Mumbai - 400 051 P: (022) 6149 1635 |

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

| Sl. No. | Name and Description of main products / services | NIC Code of the Product/ service | % to total turnover of the company |
|------------|--|-------------------------------------|------------------------------------|
| 1 | Microfinance Lending | 64990 | 100 |

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES: -

| Sl. No | NAME AND ADDRESS 'OF THE COMPANY | CIN/GLN | HOLDING/ SUBSIDIARY /ASSOCIATE | % of shares held | Applicable Section |
|-----------|--|-----------------------|--------------------------------------|------------------------|-----------------------|
| 1 | Muthoot Fincorp Limited Muthoot Center, Punnen Road, Trivandrum - 695034 | U65929KL1997PLC011518 | Holding | 79.04 | 2(46) |

IV. SHARE HOLDING PATTERN (Equity/Preference Share Capital Breakup as percentage of Total Equity)

i. Category-wise Share Holding

| Category of Sharehold- ers | No. of Shares held at the beginning of the year No. of Shares held at the end of the year | | the end of the year d | | % Change during the year | | | | |
|----------------------------------|--|----------|-----------------------|-------------------------|--------------------------------------|----------|-----------|-------------------------|-------|
| | Demat | Physical | Total | % of total shares | Demat | Physical | Total | % of total shares | |
| A. Promoters | | | | | | | | | |
| a) Individual/ HUF | Indian | 845460 | 8454600 | 1.41 | 0 | 13781454 | 137814540 | 15.7 | 14.29 |





| b) Central Govt | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
|---|----------|----------|-----------|-------|---|------------|-------------|------|--------|
| c) State Govt | Govt(s) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| d) Bodies Corporate | | 59154540 | 591545400 | 98.59 | 0 | 70,026,532 | 70,026,5320 | 79.4 | (1919) |
| e) Banks/ FI | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| f) Any other | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Sub Total (A) (1) | 0 | 60000000 | 600000000 | 100 | 0 | 83807986 | 838079860 | 95.1 | (4.9) |
| 2. Foreign | | | | | | • | | | |
| a) NRIs Individual | | | | | | | | | |
| B) Other individual | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| c) Bodies Corporate | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| d) Banks/ FI | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| e) Any other | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Sub Total (A) (2) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| TotalShare- holding of Promoter A= A (1) + A(2) | 0 | 60000000 | 600000000 | 100 | 0 | 83807986 | 838079860 | 95.1 | (4.9) |
| B.Public Shar | eholding | | | | | | | | |
| 1.Institu- tions | | | | | | | | | |
| a) Mutual Funds | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| b) Banks/ FI | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| c) Central Govt. | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| d) State Govt(s) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| e) Venture Capital Funds | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| f) Insurance Companies | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| g) Flls | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| h) Foreign Venture Capital Funds | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| i) Others (specify) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Sub-total B (1) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| 2. Non- In- stitutions | | | | | | | | | |



| a) Bodies Corporate | | | | | | | | | |
|--|---|----------|-----------|-----|---|----------|-----------|-----|-----|
| i. Indian | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. Overseas | 0 | 0 | 0 | 0 | 0 | 4359958* | 43599580 | 4.9 | 4.9 |
| b) Individuals | | | | | | | | | |
| i.Individual sharehold- ers holding nominal share capi- tal upto ₹ 1 lakh | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| ii.Individual sharehold- ers holding nominal share capi- tal in excess of ₹ 1 lakh | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| c) Others (specify) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Sub-total B (2) | 0 | 0 | 0 | 0 | 0 | 4359958* | 43599580 | 4.9 | 4.9 |
| Total Public Sharehold- ing B = B (1) + B (2) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| C. Shares held by custodian for GDRs & ADRs | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Grand Total (A+B+C | 0 | 60000000 | 600000000 | 100 | 0 | 88167944 | 881679440 | 100 | 0 |

^{* 43,600} equity shares of ₹ 10 each and 4,316,358 compulsorily convertible preference shares of ₹ 10 each.

ii. Shareholding of Promoters

| Sl. No. | Shareholder's Name | Shareholding at the beginning of the year | | | Shareh end (| | % change in the share- holding during the year | |
|------------|----------------------------|---|-------------------------|---|------------------|-------------------------|---|---------|
| | | No. of shares | % of total shares | % of shares pledged/ encum- bered to total shares | No. of shares | % of total shares | % of shares pledged/ encum- bered to total shares | |
| 1. | Muthoot Fincorp Limited | 59,154,540 | 98.59 | 0 | 70,026,532 | 79.4 | 0 | (19.19) |
| 2. | Thomas Muthoot | 180,080 | 0.30 | 0 | 4,491,496 | 5.1 | 0 | 4.8 |
| 3. | Thomas George Muthoot | 159,230 | 0.27 | 0 | 4,471,519 | 5.1 | 0 | 4.83 |
| 4. | Thomas John Muthoot | 160,640 | 0.27 | 0 | 4,472,929 | 5.1 | 0 | 4.83 |

| 5. | Nina George | 122,870 | 0.20 | 0 | 122,870 | 0.14 | 0 | (0.06) |
|----|--------------|------------|------|---|------------|------|---|--------|
| 6. | Preethi John | 121,180 | 0.20 | 0 | 121,180 | 0.14 | 0 | (0.06) |
| 7. | Remy Thomas | 101,460 | 0.17 | 0 | 101,460 | 0.12 | 0 | (0.05) |
| | Total | 60,000,000 | 100 | 0 | 83,807,986 | 95.1 | 0 | (4.9) |

i. Change in Promoters' Shareholding (please specify, if there is no change)

| Sl. No. | | Sharehold beginning o | ing at the of the year | | Transactions during the yea | | Shareholding the year |
|------------|-------------------------------|--------------------------|---|------------------------|-----------------------------|------------------|--|
| | Name & Type of Transaction | No. Of Shares | % of total shares of the Company | Date of transaction | No. of Shares | No. Of Shares | % of total shares of the Company |
| 1. | Muthoot Fincorp Limited | 9,154,540 | 98.59 | | | 59,154,540 | 98.59 |
| | Allotment of Equity shares | | | 29.04.2016 | 10,000,000 | 69,154,540 | 98.79 |
| | Allotment of Equity shares | | | 21.12.2016 | 8,71,992 | 70,026,532 | 79.4 |
| | At the end of the year | | | | | 70,026,532 | 79.4* |
| 2 | Thomas Muthoot | 180,080 | 0.30 | | | 180,080 | 0.30 |
| | Allotment of Equity Shares | | | 29.09.2016 | 41,66,666 | 4,346,746 | 5.27 |
| | Allotment of Equity Shares | | | 21.12.2016 | 144,750 | 4,491,496 | 5.1 |
| | At the end of the year | | | | | 4,491,496 | 5.1* |
| 3 | Thomas George Muthoot | 159,230 | 0.27 | | | 159,230 | 0.27 |
| | Allotment of Equity Shares | | | 29.09.2016 | 41,66,667 | 4,325,897 | 5.24 |
| | Allotment of Equity Shares | | | 21.12.2016 | 145,622 | 4,471,519 | 5.1 |
| | At the end of the year | | | | | 4,471,519 | 5.1* |
| 4 | Thomas John Muthoot | 160,640 | 0.27 | | | 160,640 | 0.27 |
| | Allotment of Equity Shares | | | 29.09.2016 | 41,66,667 | 43,27,307 | 5.25 |
| | Allotment of Equity Shares | | | 21.12.2016 | 145,622 | 4,472,929 | 5.1 |
| | At the end of the year | | | | | 4,472,929 | 5.1* |
| 5 | Nina George | 122,870 | 0.20 | | | 122,870 | 0.14 |
| | At the end of the year | | | | | 122,870 | 0.14* |
| 6 | Preethi John | 121,180 | 0.20 | | | 121,180 | 0.14 |
| | At the end of the year | | | | | 121,180 | 0.14* |
| 7 | Remy Thomas | 101,460 | 0.17 | | | 101,460 | 0.12 |
| | At the end of the year | | | | | 101,460 | 0.12* |

 $^{^{*}}$ Change in percentage shareholding is due to allotment of equity/ preference shares to Promoter Groups and Creation Investments India LLC

ii. Shareholding of Top Ten Shareholders (other than Directors and Promoters):

| Sl. No. | | Shareholding at the beginning of the year | | Transactions during the yea | | Cumulative Shareholding during the year | |
|------------|--|---|---|--------------------------------|------------------|---|---|
| | Name & Type of Transaction | No. Of Shares | % of total shares of the Com- pany | Date of transac- tion | No. of Shares | No. Of Shares | % of total shares of the Company |
| 1. | Creation Investments India LLC | NIL | NIL | | | NIL | NIL |
| | Allotment of 43600 equity shares and 4316358 preference shares | | | 26.12.2016 | 4,359,958 | 4,359,958 | 4.9 |
| | At the end of the year | | | | | 4,359,958 | 4.9 |

iii. Shareholding of Directors and Key Managerial Personnel:

| Sl. No | | | | | Shareholding | Cumulative Shareholding during the year |
|-----------|----------------------------|-------------------------|-----------|------------|--------------|---|
| | | | _ | % of total | _ | % of total |
| | Name & Type of Transaction | Shareholding of each | No. Of | shares | No. Of | shares of the |
| | | Directors and KMP | Shares | of the | Shares | |
| | | | | Company | | Company |
| 1 | Thomas Muthoot | At the beginning of the | 180,080 | 0.30 | 180,080 | 0.30 |
| | | year | | | | |
| | | Allotment of Equity | 41,66,666 | | 4,346,746 | 5.27 |
| | | Shares 29.09.2016 | | | | |
| | | Allotment of Equity | 144,750 | | 4,491,496 | 5.1 |
| | | Shares 21.12.2016 | | | | |
| | | At the end of the year | 4,491,496 | 5.1 | 4,491,496 | 5.1 |
| 2 | Thomas George Muthoot | At the beginning of the | 159,230 | 0.27 | 159,230 | 0.27 |
| | | year | | | | |
| | | Allotment of Equity | 41,66,667 | | 4,325,897 | 5.24 |
| | | Shares 29.09.2016 | | | | |
| | | Allotment of Equity | 145,622 | | 4,471,519 | 5.1 |
| | | Shares 21.12.2016 | | | | |
| | | At the end of the year | 4,471,519 | 5.1 | 4,471,519 | 5.1 |
| 3 | Thomas John Muthoot | At the beginning of the | 160,640 | 0.27 | 160,640 | 0.27 |
| | | year | | | | |
| | | Allotment of Equity | 41,66,667 | | 43,27,307 | 5.25 |
| | | Shares 29.09.2016 | | | | |
| | | Allotment of Equity | 145,622 | | 4,472,929 | 5.1 |
| | | Shares 21.12.2016 | | | | |
| | | At the end of the year | 4,472,929 | 5.1 | 4,472,929 | 5.1 |



V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/ accrued but not due for payment (in Crores)

| | Secured Loans/ NCDs excluding deposits | Unsecured Loans | Deposits | Total Indebtedness |
|---|---|--------------------|----------|-----------------------|
| Indebtedness at the beginning of the Anan- cial year | | | | |
| i. Principal Amount | 412.83 | NIL | NIL | 412.83 |
| ii. Interest due but not paid | NIL | NIL | NIL | NIL |
| iii. Interest accrued but not paid | 4.02 | NIL | NIL | 4.02 |
| Total (i + ii + iii) | 416.85 | NIL | NIL | 416.85 |
| Change in Indebtedness during the Anancial year | | | | |
| Addition | 941.46 | 25.00 | NIL | 966.46 |
| Reduction (Repayments made) | 247.96 | NIL | NIL | 247.96 |
| Net Change Indebtedness | 693.50 | 25.00 | NIL | 718.50 |
| At the end of the financial year | | | | |
| i. Principal Amount | 1106.33 | 25.00 | NIL | 1131.33 |
| ii. Interest due but not paid | NIL | NIL | NIL | NIL |
| iii. Interest accrued but not paid | 10.53 | NIL | NIL | 10.53 |
| Total (i + ii + iii) | 1116.86 | 25.00 | NIL | 1141.86 |

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

- A. Remuneration to Managing Director, Whole-time Director and/ or Manager NIL
- B. Remuneration of Directors NIL
- C. Remuneration to Key Managerial Personnel other than MD/ WTD/ Manager

| Sl. | Particulars of | Key | Total Amount | | |
|-----|--|---------|--------------|-----------------------------------|-----------|
| No | Remuneration | CS | CEO | CFO | |
| 1. | Gross salary | | | | |
| | a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | 480,821 | 5,532,900 | 2,65,950 (w.e.f 26.12.2016) | 6,279,671 |
| | b)Value of perquisites u/s 17(2) Income-tax Act, 1961 | NIL | NIL | NIL | NIL |
| | c) Profits in lieu of salary un- der section 17(3) Income-tax Act, 1961 | NIL | NIL | NIL | NIL |

| 2. | Stock Option | NIL | NIL | NIL | NIL |
|----|---|---------|------------|----------|------------|
| 3. | Sweat Equity | NIL | NIL | NIL | NIL |
| 4. | Commission - as % of profit - others, specify | NIL | 9,308,149 | NIL | 9,308,149 |
| 5. | Others, please specify Bonus | 84,000 | NIL | NIL | 84,000 |
| | Total | 564,821 | 14,841,049 | 2,65,950 | 15,671,820 |

VII.PENALTIES/ PUNISHMENT/ COMPOUNDING OF OFFENCES: No Penalties, punishments and compounding of offences were imposed on the Company during the financial year 2016-17.

There were no material penalties, punishments and compounding of offences for the year ended 31st March 2017.

For and on behalf of the Board

Kochi 08.05.2017 Sd/-Thomas John Muthoot Additional Director (DIN 00011618)

Sd/-Thomas George Muthoot Additional Director (DIN 00011552)



ANNEXURE II

FORM NO. AOC -2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

- 1. Details of contracts or arrangements or transactions not at Arm's length basis.
 - There were no contracts or arrangements or transactions entered into by the Company during the financial year 2016-17 which were not at arm's length basis.
- 2. Details of contracts or arrangements or transactions at Arm's length basis.
 - a. Lease Agreement executed with Muthoot Fincorp Limited

| Sl. No | Particulars | Details |
|-----------|---|--|
| 1. | Name (s) of the related party & nature of relationship | Muthoot Fincorp Limited, Holding Company |
| 2. | Nature of contracts/arrangements/transaction | Agreement for leasing of property situated at Vellanad, Trivandrum |
| 3. | Duration of the contracts/ arrangements/ transaction | 10 years w.e.f 01.05.2016 |
| 4. | Salient terms of the contracts or arrangements or transaction including the value, if any | Rent payable per month — ₹ 22,400 Rent enhancement — 5% every year Security Deposit — ₹ 67,200 |
| 5. | Date of approval by the Board | 17.03.2016 |
| 6. | Amount paid as advances, if any | NIL |

b. Space sharing Agreement with Muthoot Fincorp Limited

| Sl. No | Particulars | Details |
|-----------|---|--|
| 1. | Name (s) of the related party & nature of relationship | Muthoot Fincorp Limited, Holding Company |
| 2. | Nature of contracts/arrangements/transaction | space sharing agreement — 3 branches at Karu- mathampetty, Mettupalayam and Thattamala |
| 3. | Duration of the contracts/arrangements/ transaction | 10 years w.e.f 01.05.2016 |
| 4. | Salient terms of the contracts or arrangements or transaction including the value, if any | • Karumathampetty: Area — 150 sq.ft for a monthly rent of ₹2760 which is enhanced by 15% every 3 years, Security Deposit- ₹ 11,540/- |
| | | Mettupalayam: Area — 460 sq.ft for a monthly rent of ₹ 7500 which is enhanced by 15% every 3 year, Security Deposit - ₹ 40,000/- |
| | | Thattamala: Area — 400 sq.ft for a monthly rent of ₹ 5200 which is enhanced by 5% every year, Security Deposit - ₹ 30,000/- |
| 5. | Date of approval by the Board | 17.03.2016 |
| 6. | Amount paid as advances, if any | NIL |



c. Cash Management Agreement with Muthoot Fincorp Limited

| Sl. No | Particulars | Details |
|-----------|---|---|
| 1. | Name (s) of the related party & nature of relationship | Muthoot Fincorp Limited, Holding Company |
| 2. | Nature of contracts/arrangements/transaction | Cash Management Agreement |
| 3. | Duration of the contracts/arrangements/ transaction | 5 years w.e.f 01.04.2016 |
| 4. | Salient terms of the contracts or arrangements or transaction including the value, if any | Scope of Work: MFL shall during its office hours provide the following services to MML: Disbursement of loans to microfinance customers of MML through the branches of MFL. Collection of receipts / amounts from microfinance customers of MML through the branches of MFL. Collection of processing fee, insurance and any other receipts of MML connected with loan disbursement. MML Shall pay to MFL O.5% the aggregate business done under the services provided by MFL for each month |
| 5. | Date of approval by the Board | 25.04.2016 (date of ratification by the Board) |
| 6. | Amount paid as advances, if any | NIL |

d. Lease Agreement Executed with Muthoot Fincorp Limited

| Sl. No | Particulars | Details |
|-----------|---|--|
| 1. | Name (s) of the related party & nature of relationship | Muthoot Fincorp Limited, Holding Company |
| 2. | Nature of contracts/arrangements/transaction | Lease Agreement |
| 3. | Duration of the contracts/arrangements/ transaction | 10 years w.e.f 01.04.2016 |
| 4. | Salient terms of the contracts or arrangements or transaction including the value, if any | Area occupied: 40 Sq. ft Rent payable per month $- \ \cline{1}$ 11,500 Rent enhancement $- \ \cline{5}$ % every year |
| 5. | Date of approval by the Board | 20.05.2016 (date of ratification by the Board) |
| 6. | Amount paid as advances, if any | NIL |

e. Agreement with Muthoot Fincorp Limited - MSGB

| Sl. No | Particulars | Details |
|-----------|---|--|
| 1. | Name (s) of the related party & nature of relationship | Muthoot Fincorp Limited, Holding Company |
| 2. | Nature of contracts/arrangements/transaction | MSGB Agreement |
| 3. | Duration of the contracts/arrangements/ transaction | 1 year w.e.f 01.06.2016 |
| 4. | Salient terms of the contracts or arrangements or transaction including the value, if any | Terms and conditions as per specified in the Agreement. MFL will pay 1% on disbursement amount 1% on collection amount to MML for the services provided |
| 5. | Date of approval by the Board | 04.08.2016 (date of ratification by the Board) |
| 6. | Amount paid as advances, if any | MFL will pay 1% on disbursement amount 1% on collection amount to MML for the services provided. |
| 6. | Amount paid as advances, if any | NIL |



f. Addendum to MSGB Agreement executed with Muthoot Fincorp Limited

| Sl. No | Particulars | Details |
|-----------|---|--|
| 1. | Name (s) of the related party & nature of relationship | Muthoot Fincorp Limited, Holding Company |
| 2. | Nature of contracts/arrangements/transaction | Addendum to MSGB Agreement |
| 3. | Duration of the contracts/ arrangements/ transaction | Effective from 15.12.2016 |
| 4. | Salient terms of the contracts or arrangements or transaction including the value, if any | Amendments made to payment of service fees as follows: |
| | | MFL will pay 2% on disbursement amount and 2.5% on collection amount |
| | | Other than the above mentioned amendment, rest of the terms and conditions of the Agreement executed on 01.06.2016 shall continue in force and effect. |
| 5. | Date of approval by the Board | 21.12.2016 (ratification by the Board) |
| 6. | Amount paid as advances, if any | NIL |

g. Addendum to Asset Transfer Agreement executed with Muthoot Fincorp Limited

| Sl. No | Particulars | Details | |
|-----------|---|--|-----|
| 1. | Name (s) of the related party & nature of relationship | Muthoot Fincorp Limited, Holding Compan | ıy |
| 2. | Nature of contracts/arrangements/transaction | Addendum Agreement | |
| 3. | Duration of the contracts/arrangements/ transaction | Effective from 01.11.2016 | |
| 4. | Salient terms of the contracts or arrangements or transaction including the value, if any | For transfer of following assets from Fincorp Limited to Muthoot Microfin Ltd consideration of ₹ 27,73,271 | |
| | | Asset Co | unt |
| | | Air Conditioner | 3 |
| | | Computer and Accessories 9 | 94 |
| | | Electrical Fittings 4 | 17 |
| | | Furniture And Fixtures 93 | 22 |
| | | Printer and Scanner 5 | 51 |
| 5. | Date of approval by the Board | 21.12.2016 (ratification by Board) | |
| 6. | Amount paid as advances, if any | NIL | |

h. Space Sharing Agreement executed with Muthoot Fincorp Limited

| Sl. No | Particulars | Details |
|-----------|--|--|
| 1. | Name (s) of the related party & nature of relationship | Muthoot Fincorp Limited, Holding Company |
| 2. | Nature of contracts/arrangements/transaction | Addendum to MSGB Agreement |
| 3. | Duration of the contracts/arrangements/ transaction | Effective from 15.12.2016 |

| 4. | Salient terms of the contracts or arrangements or transaction including the value, if any | Peelamedu: Area — 381 sq.ft for a monthly rent of ₹ 18,200 which is enhanced by 15% every 3 years, Security Deposit - ₹ 76,200/- Indira Nagar: Area — 500 sq.ft for a monthly rent of ₹ 20,900 which is enhanced by 5% every year, Security Deposit - ₹ 1,26,000/- Sultanpalaya: Area — 500 sq.ft for a monthly rent of ₹ 14,100 which is enhanced by 5% every year, Security Deposit - ₹ 1,00,000/- Hassan: Area — 800 sq.ft for a monthly rent of ₹ 7,293 which is enhanced by 5% every year, SD- ₹ 30,000/- Kalady: Area — 360 sq.ft for a monthly rent of ₹ 7,717 which is enhanced by 5% every year, Security Deposit - ₹ 30,000/- Kumbakonam - Area — 350 sq.ft for a monthly rent of ₹ 7,875 which is enhanced by 5% every year, Security Deposit - ₹ 25,000/- Mullakkal - Area — 400 sq.ft for a monthly rent of ₹ 6,946 which is enhanced by 5% every year, Security Deposit - ₹ 18,000/- Latur - Area —264 sq.ft for a monthly rent of ₹ 7,717 which is enhanced by 5% every year, Security Deposit - ₹ 20,000/- |
|----|---|--|
| 5. | Date of approval by the Board | 21.12.2016 |
| 6. | Amount paid as advances, if any | NIL |

i. Addendum to Asset Transfer Agreement executed with Muthoot Fincorp Limited

| Sl. No | Particulars | Details | |
|-----------|---|---|-----------|
| 1. | Name (s) of the related party & nature of relationship | Muthoot Fincorp Limited, Holding | g Company |
| 2. | Nature of contracts/arrangements/transaction | Addendum Agreement | |
| 3. | Duration of the contracts/arrangements/transaction | Effective from 31.01.2016 | |
| 4. | Salient terms of the contracts or arrangements or transaction including the value, if any | For transfer of following ass Fincorp Limited to Muthoot Mid consideration of ₹ 25,79,907 | |
| | | Asset | Count |
| | | Air Conditioner | 4 |
| | | Computer System | 108 |
| | | Furniture and Fixtures | 1130 |
| | | Ups | 92 |
| | | Printer and Scanner | 65 |
| 5. | Date of approval by the Board | 13.02.2017 | |
| 6. | Amount paid as advances, if any | NIL | |

j. Lease Agreement executed with Mr. Thomas John Muthoot, Thomas Muthoot, Thomas George Muthoot and Janamma Thomas.

| Sl. No | Particulars | Details |
|--------|--|---|
| 1. | Name (s) of the related party & nature of relationship | Thomas John Muthoot, Thomas Muthoot, Thomas George Muthoot and Janamma Thomas, Directors of Holding Company |
| 2. | Nature of contracts/arrangements/transaction | Lease agreement |
| 3. | Duration of the contracts/ arrangements /transaction | 10 years w.e.f 01.03.2017 |



| 4. | Salient terms of the contracts or arrangements or transaction including the value, if any | Area occupied: 850 Sq. Ft Rent payable per month — ₹ 16,500 Rent enhancement — 5% every year Security Deposit — ₹ 99,000 |
|----|---|---|
| 5. | Date of approval by the Board | 13.02.2017 |
| 6. | Amount paid as advances, if any | NIL |

k. Space Sharing Agreement executed with Muthoot Fincorp Limited

| Sl. No | Particulars | Details |
|--------|---|--|
| 1. | Name (s) of the related party & nature of relationship | Muthoot Fincorp Limited, Holding Company |
| 2. | Nature of contracts/arrangements/transaction | space sharing agreement — 4 branches at Nileswaram, Tirunelveli, Kanchipuram and Kohlapur. |
| 3. | Duration of the contracts/ arrangements/ transaction | 10 years w.e.f 15.03.2017 |
| 4. | Salient terms of the contracts or arrangements or transaction including the value, if any | Nileswaram: Area — 350 sq.ft for a monthly rent of ₹ 3,646 which is enhanced by 5% every year, Security Deposit - ₹ 18,000/- Tirunelveli: Area — 350 sq.ft for a monthly rent of ₹ 6,945 which is enhanced by 5% every year, Security Deposit - ₹ 25,000/- Kanchipuram: Area — 400 sq.ft for a monthly rent of ₹ 7,293 which is enhanced by 5% every year, Security Deposit - ₹ 30,000/- Kohlapur: Area — 350 sq.ft for a monthly rent of ₹ 8,820 which is enhanced by 5% every year, Security Deposit - ₹ 20,000/- |
| 5. | Date of approval by the Board | 13.02.2017 |
| 6. | Amount paid as advances, if any | NIL |

l. Agreement with Thomas Muthoot, Thomas John Muthoot and Thomas George Muthoot

| Sl. No | Particulars | Details |
|--------|---|---|
| 1. | Name (s) of the related party & nature of relationship | Thomas John Muthoot, Thomas Muthoot and Thomas George Muthoot, Directors of Holding Company |
| 2. | Nature of contracts/arrangements/transaction | Trademark Agreement dated 14.02.2017 |
| 3. | Duration of the contracts/ arrangements / transaction | 10 years w.e.f01.01.2017 |
| 4. | Salient terms of the contracts or arrangements or transaction including the value, if any | For obtaining license to use the below mentioned Trademark/logo for a consideration of ₹ 1,00,000 per annum: a. The trade mark "Muthoot Pappachan" and b. the logo |
| 5. | Date of approval by the Board | 13.02.2017 |
| 6. | Amount paid as advances, if any | NIL |

For and on behalf of the Board

Sd/-Thomas John Muthoot Additional Director (DIN 00011618) Sd/-Thomas George Muthoot Additional Director (DIN 00011552)



ANNEXURE III SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED ON 31ST March. 2017

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To
The Members
Muthoot Microfin Limited
13th Floor, Parinee Crescenzo
Bandra Kurla Complex
Bandra East, Mumbai
Maharashtra- 400051

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Muthoot Microfin Limited (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2017 complied with the statutory provisions listed hereunder and also that the company has proper board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Muthoot Microfin Limited for the financial year ended on 31st March, 2017 according to the provisions of:

- 1 The Companies Act, 2013 (the Act) and the rules made thereunder;
- 2 The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- 3 The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- 4 Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of oreign direct investment, overseas direct investment and external commercial borrowings;
- 5 The Regulations and Guidelines prescribed under the Securities and

Exchange Board of India Act, 1992 ('SEBI Act') viz. :-

- a The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- b The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
- c The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- d The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- e The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- f The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- g The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- h The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- 6 Guidelines and regulations with respect to NBFCs and Micro finance Institutions issued by Reserve bank of India.
 - We have also examined compliance with the applicable clauses of the following:
- 1. Secretarial Standards issued by The Institute of Company Secretaries of India.
- The Listing Agreements entered into by the Company with Bombay Stock Exchange.
 During the period under review the Company has complied with the provisions of the Act, Rules, Regulations,



Guidelines, Standards, etc. mentioned above except to the extent as mentioned below In respect of filing of various returns with Registrar of Companies, especially creation of charges, filed

we further report that

after 30 days, but within 300 days.

The Board of Directors of the Company is duly constituted with proper balance of executive directors, non-executive directors and independent directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the board meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

Thiruvananthapuram 06-05-2017

Sd/P Sajee Nair, FCS
Practicing Company Secretary
Membership No.: FCS 8705
Certificate of Practice No.:12772

This report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.

'Annexure A'

The Members Muthoot Microfin Limited

Our report of even date is to be read along with this letter.

- 1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- 2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
- 3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
- 4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
- 5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
- 6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Thiruvananthapuram 06-05-2017

Sd/-P Sajee Nair, FCS Practicing Company Secretary Membership No.: FCS 8705 Certificate of Practice No.:12772

Annexure IV ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

For achieving the CSR objectives through the implementation of meaningful and sustainable CSR programmes, Muthoot Microfin Limited (the Company) will annually contribute up to two percent of the average profits for the last three years towards CSR activities

1. A brief outline of the Company's CSR policy, including overview of projects or programmes proposed to be undertaken are given in CSR policy are as below:

The CSR Policy of the Company is designed to portray its commitment to be a responsible corporate citizen and presents the strategies and methods for undertaking social programs for well-being and sustainable development of the local community in which it operates. Each CSR activity of the Company is channelized through Muthoot Pappachan Foundation (MPF), a Public Charitable Trust formed in the year 2003 as the CSR arm of the Muthoot Pappachan Group to facilitate CSR activities for the entire Group and all its business verticals. The CSR programs of MPF is bound by the theme HEEL: Health, Education, Environment, Livelihood.

The objectives of CSR Policy of the Company are to:

- a) build a framework of CSR activities with a philanthropic approach in line with business unit objectives, which also benefits the organization at large;
- b) shape sustainability for the organization by 'Engaging the Community';
- c) build a corporate brand through CSR; and
- d) for other stakeholders, make it "an integral part of the Company's DNA, so much so that it has to be an organic part of the business".

2. The Composition of the CSR Committee:

- Mr. George Lamannil
- Mr. Sabu Zacharias K
- Mr. Maneesh Srivastava

3. Average net profit of the company for last three financial years:

| S. No | Financial Years | Net Profit as per section 198 |
|-------|-------------------------|-------------------------------|
| 1. | Ending 31stMarch, 2014 | (9,67,353) |
| 2. | Ending 31stMarch, 2015 | (2,293,719) |
| 3. | Ending 31st March, 2016 | 146,015,046 |
| | Average Net Profit | 48,671,682 |

4. Prescribed CSR Expenditure (two per cent. of the amount, as in item 3 above) ₹ 973.434

5. Details of CSR spent during the financial year.

- (a) Total amount to be spent for the financial year: ₹ 973,434/-
- (b) Amount unspent, if any: NIL
- (c) Manner in which the amount spent during the financial year is detailed below

| Sl. No | Particulars | Details |
|-----------|--|--------------------------------------|
| 1 | CSR project or activity identified | Smile Please - Cleft Surgery Mission |
| 2 | Sector in which the project is covered | Health |
| 3. | Projects or programme (1) Local area or other (2) Specify the state and district where projects or programs was undertaken | Pondicherry |
| 4. | Amount outlay (budget project or programme wise | ₹ 973,434 |

| 5. | Amount spent on the project or programme Sub Heads; (1) Direct expenditure on projects or programmes (2) Overheads | ₹ 973,434/- |
|----|--|---|
| 6. | Cumulative expenditure up to the reporting period | ₹ 973,434/- |
| | Amount Spent: direct or through implementing agency | Through implementing agency: Muthoot Pappachan Foundation |

- 6. In case the company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the company shall provide the reasons for not spending the amount in its Board report:
 - Not Applicable as amounts have been spent.
- 7. A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, in compliance with CSR objectives and Policy of the Company:

 We hereby confirm that the implementation and monitoring of CSR Policy, are in compliance with the CSR objectives and CSR Policy of the Company.

For and on behalf of the Board

Kochi 08.05.2017 Sd/-Thomas John Muthoot Additional Director (DIN 00011618) Sd/-Thomas George Muthoot Additional Director (DIN 00011552)



Loan ID- KYKP#358/ME

The story of 46-year-old Sobha, a housewife from a small village in Alappuzha district of Kerala is a perfect example of how microfinance loans transform the lives of rural women from backward areas. Hardly 5 years ago, Sobha, like many from her village was engaged in traditional coir weaving but with paltry earnings. For better returns, she would need to make investments to buy more fibre and small machineries. She approached many financiers but was denied a loan due to her inability to provide any security.

She was introduced to Muthoot Microfin at that time and was excited to know about its simple but effective operations. She availed microfinance loans from the institution and invested the money in her micro enterprise. Gradually her hard work paid off and she began to earn up to ₹ 1000 a day. Sobha now serves as a prime example of how a little financial support can empower hard working rural women from backward areas.



REPORT ON CORPORATE GOVERNANCE

Corporate Governance is the application of best management practices, compliance of laws, rules, regulations and adherence to standards to achieve the objects of the Company, enhancing shareholder/investor value and discharging of social responsibility. The Company does not view Corporate Governance principles as set of binding obligations, but believes in using it as a framework to be followed in spirit.

Corporate governance is based on principles such as conducting the business with all integrity and fairness, being transparent with regard to all transactions, making all the necessary disclosures and decisions, complying with all the laws of the land, accountability and responsibility towards the stakeholders and commitment to conducting business in an ethical manner

Muthoot Microfin Limited is committed to maintaining a high standard of corporate governance in complying with Master Circular on Non-Banking Financial Companies — Corporate Governance (Reserve Bank) Directions, 2015 issue by RBI on July 3, 2015.

I. BOARD OF DIRECTORS

a. The current composition of the board is detailed below:

| Sl. No | Name of the Director | DIN | Designation |
|-----------|------------------------------|----------|---------------------|
| 1. | Mr. Thomas Muthoot John | 07557585 | Additional Director |
| 2. | Mr. Kenneth Dan Vander Weele | 02545813 | Director |
| 3. | Mr. Thomas John Muthoot | 00011618 | Additional Director |
| 4. | Mr. Thomas George Muthoot | 00011552 | Additional Director |
| 5. | Mr. Thomas Muthoot | 00082099 | Additional Director |

- b. As per clause 4.1 (b) Company's Articles of Association, the Company shall, subject to applicable law, have no more than 7 (seven) Directors consists of 4 (Four) members representing the Promoter Group, 2 (two) Independent Directors (appointed/ nominated in accordance with the Share Subscription Agreement), and 1 (one) Creation Director.
- c. In Compliance with Section 165 of the Companies Act, 2013 ('the Act'), a Director shall not hold the office of Director in more than 20 companies including maximum of 10 public limited companies.
- d. Mr. Thomas Muthoot John was appointed by the Board vide its meeting held on December 01, 2016 as Additional Directors of the Company. Mr. Kenneth Dan Wander Weele was appointed by the Members at their Extra Ordinary General Meeting held on 27th December 2016. The Board of Directors at their meeting held on 08th May 2017 appointed Mr. Thomas John Muthoot, Mr. Thomas George Muthoot and Thomas Muthoot as the Additional Directors.
- e. Mr. Maneesh Srivastava, Independent Directors resigned from the Board w.e.f 10th March 2017. Mr. George Lamannil, Director, Mr. Keyur Chandrakant Shah, Additional Director and Mr. Sabu Zacharias K, Independent Director resigned from the Board with effect from 08th May 2017.
- f. During the financial year 2016—2017, the Board of Directors of the Company, met 32 (Thirty-Two) times. The details of the meetings are as follow.

| Sl. No. | Date of the Meeting |
|------------|------------------------|
| 1 | 02.04.2016 |
| 2 | 25.04.2016 |
| 3 | 29.04.2016 |
| 4 | 20.05.2016 |
| 5 | 28.05.2016 |
| 6 | 06.06.2016 |
| 7 | 15.06.2016 |
| 8 | 24.06.2016 |
| 9 | 28.06.2016 |
| 10 | 19.07.2016 |

| 11 | 04.08.2016 |
|----|------------|
| 12 | 31.08.2016 |
| 13 | 12.09.2016 |
| 14 | 15.09.2016 |
| 15 | 23.09.2016 |
| 16 | 29.09.2016 |
| 17 | 07.10.2016 |
| 18 | 18.10.2016 |
| 19 | 24.10.2016 |
| 20 | 28.10.2016 |
| 21 | 11.11.2016 |
| | |

| 22 | 23.11.2016 |
|----|------------|
| 23 | 29.11.2016 |
| 24 | 30.11.2016 |
| 25 | 01.12.2016 |
| 26 | 05.12.2016 |
| 27 | 08.12.2016 |
| 28 | 21.12.2016 |
| 29 | 26.12.2016 |
| 30 | 28.12.2016 |
| 31 | 29.12.2016 |
| 32 | 13.02.2017 |
| | |

II. COMMITTEES OF BOARD

- a. Audit Committee: The constitution of this Committee is in compliance with the provisions of Section 177 of the Companies Act, 2013. The details of its terms of reference as approved by the Board of Directors of the Company are given below:
- providing recommendation for appointment, remuneration and terms of appointment of auditors of the company
- reviewing & monitoring auditor's independence and performance, and effectiveness of audit process
- examining financial statement and the auditors' report thereon
- · scrutinizing inter-corporate loans and investments
- evaluating internal financial controls & risk management systems
- monitoring the end use of funds raised through public offers and related matters
- valuation of undertakings or assets of the company, wherever it is necessary
- approval or any subsequent modification of transactions of the company with related parties

The Audit Committee consists of following Directors:

| Name of Director | Nature of Directorship | Designation |
|-------------------------------|------------------------|-------------|
| Mr. Sabu Zacharias Kuncheria* | Independent | Chairman |
| Mr. Maneesh Srivastava* | Independent | Member |
| Mr. Kenneth Dan Vander Weele | Non-Executive | Member |

*Mr. Maneesh Srivastava resigned from the Board w.e.f 10th March 2017 and Mr. Sabu Zacharias K resigned w.e.f 08th May 2017.

During the year 2016-17 the Audit Committee met 3 time on 06th June 2016, 08th October 2016 and 18th November 2016.

- b. Nomination and Remuneration Committee (NRC): This Committee is constituted in compliance with the provisions of Section 178 of the Companies Act, 2013. The Company has a Board approved Nomination and Remuneration Policy in place. The terms of reference of NRC in line with Section 178 of the Companies Act, 2013 are as under:
- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board of Directors a policy, relating to the remuneration of the Directors, Key Managerial Personnel and other Senior managerial employees;
- Formulation of criteria for evaluation of performance of Independent Directors and the Board of Directors;
- Identifying persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down, and recommend to the Board of Directors for their appointment and removal; and
- Whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Directors.

The Nomination and Remuneration Committee is comprised of:

| Name of Director | Nature of Directorship | Designation |
|-------------------------------|------------------------|-------------|
| Mr. Sabu Zacharias Kuncheria* | Independent | Chairman |
| Mr. Maneesh Srivastava* | Independent | Member |
| Mr. George Lamannil* | Non-Executive | Member |
| Kenneth Dan Vander Weele | Non-Executive | Member |

^{*}Mr. Maneesh Srivastava resigned from the Board w.e.f 10th March 2017. Mr. Sabu Zacharias K and Mr. George Lamannil resigned w.e.f 08th May 2017.

During the year 2016-17 the Nomination and Remuneration Committee met 6 times on 08th April 2016, 11th July 2016, 11th October 2016, 01st December 2016, 26th December 2016 and 14th January 2017

- c. Corporate Social Responsibility Committee (CSR): This Committee is constituted in compliance with the provisions of Section 135 of the Companies Act, 2013. The Company has a Board approved Corporate Social Responsibility Policy in place. The terms of reference of the CSR Committee is in accordance with Section 135 (3) of the Companies Act, 2013 and is as under:
 - Formulate and recommend to the Board, a CSR policy which shall indicate the activities to be undertaken
 by the Company as specified in Schedule VII of the Companies Act, 2013;
 - Recommend to the Board the amount of expenditure to be incurred on the CSR activities referred to in (i) above; and
 - Monitor the CSR policy of the Company from time to time.

The CSR Committee is comprised of:

| Name of Director | Nature of Directorship | Designation |
|-------------------------------|------------------------|-------------|
| Mr. Sabu Zacharias Kuncheria* | Independent | Chairman |
| Mr. Maneesh Srivastava* | Independent | Member |
| Mr. George Lamannil* | Non-Executive | Member |

^{*}Mr. Maneesh Srivastava resigned from the Board w.e.f 10th March 2017. Mr. Sabu Zacharias K and Mr. George Lamannil resigned w.e.f 08th May 2017.

During the year 2016-17 the CSR Committee met 2 times on 19th July 2016 and 20th December 2017

- d. Asset Liability Management Committee (ALCO): The Company has constituted an Asset Liability Management Committee in terms of RBI Circular DNBR (PD) CC.No.053/03.10.119/2015-16 July 03, 2015. The Company has a Board approved Asset Liability Management Policy in place. ALCO is vested with the responsibilities of monitoring the risk and to make suitable strategies to control it. The terms of reference are as below:
 - Addressing concerns regarding asset liability mismatches;
 - Achieving optimal return on capital employed while maintaining acceptable levels of risk relating to liquidity;
 - Addressing concerns regarding interest rate risk exposure; and
 - Review the periodical returns submitted to RBI every year:
 - Monitor and review the cost of funds and the net interest margin;
 - To do such other acts, deeds and things as may be directed by the Board and required to comply with the applicable laws.

The ALCO is comprised of:

| Sl. No | Name of Members | Designation |
|--------|----------------------|-------------------------|
| 1. | Mr. George Lamannil* | Director |
| 2. | Mr. Sadaf Sayeed | Chief Executive Officer |
| 3. | Ms. Neethu Ajay | Company Secretary |

^{*} Mr. George Lamannil resigned from the Board w.e.f 08th May 2017.

- e. Risk Management Committee: This Committee is constituted in compliance with the provisions of the Companies Act, 2013 and RBI Circular DNBR (PD) CC.No.053/03.10.119/2015-16 July 01, 2015. The Company has a Board approved Risk Management Policy in place. The terms of reference are as below:
 - To monitor and review the risk management plan;
 - To review operational risk
 - To take strategic actions to mitigate the risk associated with the nature of the business;
 - To appraise the Board of Directors at regular intervals regarding the process of putting in place a progressive risk management system, risk management policy and strategy;

The Risk Management is comprised of:

| Sl. No | Name of Members | Designation |
|--------|----------------------|-------------|
| 1. | Mr. George Lamannil* | Director |

| 2. | Mr. Sadaf Sayeed | Chief Executive Officer |
|----|------------------|-------------------------|
| 3. | Ms. Neethu Ajay | Company Secretary |

^{*} Mr. George Lamannil resigned from the Board w.e.f 08th May 2017

- **f. Borrowing Committee:** The Company has a Borrowing Committee to exercise all powers to borrow moneys (otherwise than by issue of debentures) and taking necessary actions connected therewith. The terms of reference are as below:
 - To borrow any amounts within the limit of Borrowing Powers of the Company
 - To assign/ sell the loan portfolio of the Company to any Banks/ Financial Institution
 - To open branches in the name of the Company
 - To open and operate Bank accounts
 - To sub delegate its powers to the officers/ representatives of the Company

The Borrowing Committee is comprised of:

| Sl. No | Name of Members | Designation |
|--------|----------------------|-------------------------|
| 1. | Mr. George Lamannil* | Director |
| 2. | Mr. Sadaf Sayeed | Chief Executive Officer |
| 3. | Mr. Praveen T | Chief Financial Officer |

^{*} Mr. George Lamannil resigned from the Board w.e.f 08th May 2017

III. REMUNERATION TO DIRECTORS:

No remuneration was paid to any Non-Executive Director during the financial year 2016-17.

IV. GENERAL BODY MEETING:

During the year ended 31st March 2017, one Annual General Meeting and 9 Extra Ordinary General Meeting were held and the details are given below:

| Sl. No | Date | Category | Time | Venue |
|--------|------------|----------|------------|--|
| 1. | 15.04.2016 | EGM | 11.00AM | 13th Floor, Parinee Crescenzo, Bandra Kurla Complex, Bandra East, Mumbai 400051 |
| 2 | 01.06.2016 | EGM | 11.00AM | 13th Floor, Parinee Crescenzo, Bandra Kurla Complex, Bandra East, Mumbai 400051 |
| 3. | 07.07.2016 | AGM | 12.00 Noon | 13th Floor, Parinee Crescenzo, Bandra Kurla Complex, Bandra East, Mumbai 400051 |
| 4. | 28.09.2016 | EGM | 11.00AM | 13th Floor, Parinee Crescenzo, Bandra Kurla Complex, Bandra East, Mumbai 400051 |
| 5. | 14.10.2016 | EGM | 11.00AM | 13th Floor, Parinee Crescenzo, Bandra Kurla Complex, Bandra East, Mumbai 400051 |
| 6. | 16.11.2016 | EGM | 11.00AM | 13th Floor, Parinee Crescenzo, Bandra Kurla Complex, Bandra East, Mumbai 400051 |
| 7. | 05.12.2016 | EGM | 10.30AM | 13th Floor, Parinee Crescenzo, Bandra Kurla Complex, Bandra East, Mumbai 400051 |

| 8. | 16.12.2016 | EGM | 11.00AM | 13th Floor, Parinee Crescenzo, Bandra Kurla Complex, Bandra East, Mumbai 400051 |
|-----|------------|-----|---------|--|
| 9. | 21.12.2016 | EGM | 11.00AM | 13th Floor, Parinee Crescenzo, Bandra Kurla Complex, Bandra East, Mumbai 400051 |
| 10. | 27.12.2016 | EGM | 11.00AM | 13th Floor, Parinee Crescenzo, Bandra Kurla Complex, Bandra East, Mumbai 400051 |

V. RELATED PARTY TRANSACTIONS:

All transactions or arrangements with related parties referred to in Section 188 (1) of the Act, entered into during the year were on arm's length basis or were in ordinary course of business.

VI. GENERAL SHAREHOLDER INFORMATION

- a. Company Registration Details: The Company is registered in the state of Maharashtra, India. The Corporate Identity Number (CIN) allotted to the Company by the Ministry of Corporate Affairs is U65190MH-1992PLC066228. The Company being NBFC-MFI is registered with Reserve Bank of India(Certificate of Registration Number: 13.00365).
- b. Financial Calendar: The financial calendar of the Company is from 1st April to 31st March.
- c. Ensuing Annual General Meeting:

| Date and Time | May 10, 2017 at 11.00am |
|---------------|--|
| Venue | 13th Floor, Parinee Crescenzo, Bandra Kurla Complex, |
| | Bandra East, Mumbai, Maharashtra-400051 |

- d. Dividend details: NIL
- e. Shareholding pattern of the Company as on 31st March 2017

| Name of Shareholder | No. of Equity Shares | No. of Preference shares | Total No. of shares | % held |
|--------------------------------|-------------------------|-----------------------------|---------------------|--------|
| THOMAS MUTHOOT | 4,491,496 | NIL | 4,491,496 | 5.1% |
| THOMAS GEORGE MUTHOOT | 4,471,519 | NIL | 4,471,519 | 5.1% |
| THOMAS JOHN MUTHOOT | 4,472,929 | NIL | 4,472,929 | 5.1% |
| NINA GEORGE | 122,870 | NIL | 122,870 | 0.14% |
| PREETHI JOHN | 121,180 | NIL | 121,180 | 0.14% |
| REMY THOMAS | 101,460 | NIL | 101,460 | 0.12% |
| MUTHOOT FINCORP LTD | 70,026,532 | NIL | 700,265,320 | 79.4% |
| CREATION INVESTMENTS INDIA,LLC | 43,600 | 4,316,358 | 4,359,958 | 4.9% |
| Total | 83,851,586 | 4,316,358 | 88,167,944 | 100 |

- f. Address for Correspondence:
- Administrative Office: 5th Floor, Muthoot Towers, M.G Road, Kochi 682035
- Registered Office: 13th Floor, Parinee Crescenzo, Bandra Kurla Complex, Bandra East, Mumbai 400051

Independent Auditor's Report

To the Members of Muthoot Microfin Limited

Report on the Financial Statements

 We have audited the accompanying financial statements of Muthoot Microfin Limited ('the Company'), which comprise the Balance Sheet as at 31 March 2017, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

2. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ('the Act') with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, includingthe Accounting Standards prescribed under Section 133 of the Act, read with Rule 7 of the Companies(Accounts) Rules, 2014 (as amended). This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

- 3. Our responsibility is to express an opinion on these financial statements based on our audit.
- 4. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.
- 5. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether these financial statements are free from material misstatement.
- 6. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial controls relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.
- We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for ouraudit opinion on these financial statements.

Opinion

8. In our opinion and to the best of our information and according to the explanations given to us, the aforesaidfinancial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2017, and its profit and its cash flows for the year ended on that date

Report on Other Legal and Regulatory Requirements

- 9. As required by the Companies (Auditor's Report) Order, 2016 ('the Order') issued by the Central Government of India in terms of Section 143 (11) of the Act, we give in the Annexure A a statement on the matters specified in paragraphs 3 and 4 of the Order.
- 10. Further to our comments in Annexure A, as required by Section143(3) of the Act, we report that:
 - a. we have sought and except for the possible effects of the matter described in para 10(g) (iv) below,



- obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
- b. in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- c. the financial statementsdealt with by this report are in agreement with the books of account
- d. in our opinion, the aforesaid financial statements comply with the Accounting Standards prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended);
- e. on the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2017 from being appointed as a director in terms of Section164(2) of the Act;
- f. we have also audited the internal financial controls over financial reporting (IFCoFR) of the Company as on 31 March 2017 in conjunction with our audit of the financial statements of the Company for the year ended on that date and our report dated 08th May 2017 as per Annexure B expressed an unmodified opinion;
- g. with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:
 - i. the Company does not have any pending litigation which would impact itsfinancial position.
 - ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;
 - iv. the Company has provided disclosures in Note 29 to the financial statements regarding holdings as well as dealings in Specified Bank Notes during the period from 8 November 2016 to 30 December 2016. Based on the audit procedures performed and taking into consideration the information and explanations given to us, in our opinion, the total receipts and total deposits in bank are in accordance with the books of account maintained by the Company. However, in absence of sufficient appropriate audit evidence, we are unable to comment upon the appropriateness of classification between specified bank notes and other denomination notes of 'permitted receipts', 'non-permitted receipts' and 'deposits in banks' as disclosed under such note.

For Walker Chandiok Co LLP

Chartered Accountants Firm's Registration No.: 001076N/N500013

Sd/per **Sumesh E S** Partner Membership No.:206931

Place: Thiruvananthapuram

Date: 08 May 2017

Annexure A to the Independent Auditor's Report of even date to the members of Muthoot Microfin Limited, on the financial statements for the year ended 31 March 2017

Based on the audit procedures performed for the purpose of reporting a true and fair view on the financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) All fixed assets have not been physically verified by the management during they ear, however, there is a regular program of verification once in three years, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
 - (c) The Company does not hold any immovable property (in the nature of 'fixed assets'). Accordingly, the provisions of clause 3(i)(c) of the Order are not applicable.
- (ii) The Company does not have any inventory. Accordingly, the provisions of clause 3(ii) of the Order are not applicable.
- (iii) The Company has not granted any loan, secured or unsecured to companies, firms, Limited Liability Partnerships (LLPs) or other parties covered in the register maintained under Section 189 of the Act. Accordingly, the provisions of clauses 3(iii)(a), 3(iii)(b) and 3(iii)(c) of the Order are not applicable.
- (iv) In our opinion, the Company has not entered into any transaction covered under Sections 185 and 186 of the Act. Accordingly, the provisions of clause 3(iv) of the Order are not applicable.
- (v) The Company has not accepted any deposits from the public.
- (vi) The Central Government has not specified maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of Company's products/ services. Accordingly, the provisions of clause 3(vi) of the Order are not applicable.
- (vii) (a) Undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, have generally been regularly deposited to the appropriate authorities, though there has been a slight delay in a few cases. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.
 - (b) There are no dues in respect of income-tax, sales-tax, service-tax, duty of customs, duty of exercise and value added tax that have not been deposited with the appropriate authorities on account of any dispute.
- (viii) The Company has not defaulted in repayment of loans or borrowings to any financial institution or a bank or government or any dues to debenture-holders during the year.
- (ix) The Company did not raise moneys by way of initial public offer or further public offer (including debt instruments). In our opinion, the term loans were applied for the purposes for which the loans were obtained, though surplus funds which were not required for immediate utilisation have been invested in liquid investments, payable on demand.
- (x) No fraud by the Company or on the company by its officers or employees has been noticed or reported during the period covered by our audit, except for misappropriation of cash aggregating to ₹5,316,699 through manipulation of 3,398 customer accounts by the employees of the Company identified by the management during the year, as stated in note 30 (x) to the financial statements. The Company has initiated disciplinary action against such employees, including termination of their employment contracts and recovery of the amounts. The Company has recovered ₹1,063,353 out of such amounts as at the year end and the balance amount of ₹4,253,346 is disclosed as recoverable under the head "Loan receivables". The Company is taking necessary steps to ensure recovery of such amount.
- (xi) The Company has not paid or provided for any managerial remuneration. Accordingly, the provisions of Clause 3(xi) of the Order are not applicable.
- (xii) In our opinion, the Company is not a Nidhi Company. Accordingly, provisions of clause 3(xii) of the Order are not applicable.
- (xiii) In our opinion all transactions with the related parties are in compliance with Sections 177 and 188 of Act,



- where applicable, and the requisite details have been disclosed in the financial statements, as required by the applicable accounting standards.
- (xiv) During the year, the Company has made preferential allotment and private placement of equity shares and private placement of compulsorily convertible preference shares. In respect of the same, in our opinion, the Company has complied with the requirement of Section 42 of the Act and the Rules framed thereunder. Further, in our opinion, the amounts so raised were applied for the purposes for which these securities were issued, though idle/surplus funds which were not required for immediate utilisation have been invested in liquid investments, payable on demand.
- (xv) In our opinion, the Company has not entered into any non-cash transactions with the directors or persons connected with them covered under Section 192 of the Act.
- (xvi) The Company is required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934 and such registration has been obtained by the company.

For Walker Chandiok & Co LLP Chartered Accountants

Firm's Registration No.: 001076N/N500013

Sd/-

per Sumesh E S Partner

Membership No.: 206931

Place: Thiruvananthapuram Date: 08 May 2017

Annexure B to the Independent Auditor's Report of even date to the members of Muthoot Microfin Limited, on the financial statements for the year ended 31 March 2017

Independent Auditor's report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

1. In conjunction with our audit of the financial statements of MuthootMicrofin Limited ("the Company") as at and for the year ended 31 March 2017, we have audited the internal financial controls over financial reporting ("IFCoFR") of the Company as at that date.

Management's Responsibility for Internal Financial Controls

2. The Company's Board of Directors is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct ofthe Company's business, including adherence to Company's policies, the safe guarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

- 3. Our responsibility is to express an opinion on the Company's IFCoFR based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India ("ICAI") and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of IFCoFR, and the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate IFCoFR were established and maintained and if such controls operated effectively in all material respects.
- 4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the IFCoFR and their operating effectiveness. Our audit of IFCoFR included obtaining an understanding of IFCoFR, assessing

the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's IFCoFR.

Meaning of Internal Financial Controls over Financial Reporting

6. A company's IFCoFR is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's IFCoFR include those policiesand procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2)provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

7. Because of the inherent limitations of IFCoFR, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the IFCoFR to future periods are subject to the risk that IFCoFR may become inadequate because of changes inconditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Company has, in all material respects, adequate internal financial controls over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For Walker Chandiok & Co LLP

Chartered Accountants Firm's Registration No.: 001076N/N500013

Sd/per **Sumesh E S** Partner

Membership No.: 206931

Place:Thiruvananthapuram Date:08 May 2017



Loan ID- 4087#TNSM

Until 5 years ago, Mrs Pappa, a 38-year-old housewife from Pudur in Thenkasi, Tamil Nadu had to earn as a street milk vendor to make the two ends meet. She used to roam the streets and by lanes of her village and it was proving to be difficult for her physically as well as mentally. It was her dream to start a milk shop of her own but raising money to rent a place was beyond her reach at that time. It was then that the thought of a microfinance loan came in and she knew that she could comfortably do a small business with it.

It was her neighbours, who were group members of Muthoot Microfin encouraged her to approach Muthoot. She soon joined a Group and availed her first cycle loan of $\ref{15,000}$. She utilised the entire amount to rent a small shop and buy stocks. Within a couple of months her earnings increased remarkably. With the second cycle loan, she diversified the product line in her shop. She worked hard without even taking a day off. Ms Pappa is a successful dealer of a major milk brand now. She also gained a place in society where she is treated with respect.



Muthoot Microfin Limited Balance Sheet

| | Notes | As at 31 March 2017 (₹) | As at 31 March 2016 (₹) |
|---|-------|-------------------------------|-------------------------------|
| Equity and liabilities Shareholders' funds | | | |
| Share capital | 3 | 88,16,79,440 | 60,00,00,000 |
| Reserves and surplus | 4 | 1,00,84,79,211 | 9,18,14,629 |
| | | 1,89,01,58,651 | 69,18,14,629 |
| Non-current liabilities | | | |
| Long-term borrowings | 5 | 7,48,61,50,274 | 2,24,34,38,885 |
| Other long-term liabilities | 6 | 1,58,02,870 | 1,22,98,920 |
| Long-term provisions | 7 | 3,80,59,251 | 2,24,66,038 |
| | | 7,54,00,12,395 | 2,27,82,03,843 |
| Current liabilities | | | |
| Other current liabilities | 6 | 5,05,97,37,034 | 2,27,96,78,437 |
| Short-term provisions | 7 | 8,81,29,035 | 2,93,94,363 |
| | | 5,14,78,66,069 | 2,30,90,72,800 |
| Total | | 14,57,80,37,115 | 5,27,90,91,272 |
| Assets | | | |
| Non-current assets | | | |
| Fixed assets | | | |
| Tangible assets | 9 | 7,06,31,751 | 2,22,64,136 |
| Intangible assets | 9 | 11,51,628 | 7,11,725 |
| Capital work-in-progress | | 52,53,962 | - |
| Deferred tax assets (net) | 10 | 3,48,31,247 | 1,79,43,351 |
| Loan receivables | 11 | 3,34,13,74,212 | 1,63,04,24,572 |
| Long-term loans and advances | 12 | 3,40,10,197 | 56,03,145 |
| Other non-current assets | 13 | 56,79,89,561 | 17,01,57,188 |
| | | 4,05,52,42,558 | 1,84,71,04,117 |
| Current assets | | | |
| Trade receivables | 14 | 1,77,59,812 | 72,13,978 |
| Cash and bank balances | 15 | 3,46,38,00,138 | 60,28,76,697 |
| Loan receivables | 11 | 6,57,74,92,430 | 2,68,59,42,632 |
| Short-term loans and advances | 12 | 56,04,055 | 1,65,723 |
| Other current assets | 13 | 45,81,38,122 | 13,57,88,125 |
| | | 10,52,27,94,557 | 3,43,19,87,155 |
| Total | | 14,57,80,37,115 | 5,27,90,91,272 |

Notes 1 to 31 form an integral part of these financial statements

This is the balance sheet referred to in our report of

For Walker Chandiok & Co LLP

Chartered Accountants

per Sumesh E S

Partner

For and on behalf of the Board of Directors of **Muthoot Microfin Limited**

Sd/-**Thomas John Muthoot** Director DIN: 00011618

Sd/-**Neethu Ajay** Company Secretary

Place: Thiruvananthapuram Date: 08 May 2017

Sd/-**Thomas George Muthoot** Director DIN: 00011552

Sd/-Praveen T

Chief Financial Officer

Place: Thiruvananthapuram Date: 08 May 2017



Muthoot Microfin Limited Statement of profit and loss

| | Notes | As at 31 March 2017 (₹) | As at 31 March 2016 (₹) |
|--------------------------------|-------|-------------------------------|-------------------------------|
| Revenue | ' | | |
| Revenue from operations | 16 | 2,43,84,11,704 | 52,15,45,384 |
| Other income | 17 | 27,172 | 16,314 |
| Total revenue | | 2,43,84,38,876 | 52,15,61,698 |
| Expenses | | | |
| Employee benefits expense | 18 | 65,23,09,841 | 8,33,44,318 |
| Finance costs | 19 | 81,78,59,240 | 21,06,13,887 |
| Depreciation and amortisation | 20 | 97,30,456 | 1,66,207 |
| Other expenses | 21 | 38,63,27,681 | 8,14,22,242 |
| Total expenses | | 1,86,62,27,218 | 37,55,46,654 |
| Profit before tax | | 57,22,11,658 | 14,60,15,044 |
| Tax expense/ (income) | | | |
| Current tax | | 21,87,18,158 | 6,87,95,261 |
| Deferred tax | | (1,68,87,896) | (1,68,80,864) |
| | | 20,18,30,262 | 5,19,14,397 |
| Net profit for the year | | 37,03,81,396 | 9,41,00,647 |
| Earnings per equity share | 23 | | |
| Basic (₹) | | 4.88 | 2.10 |
| Diluted (₹) | | 4.81 | 2.10 |
| Par value of equity shares (₹) | | 10 | 10 |

Notes 1 to 31 form an integral part of these financial statements

This is the statement of profit and loss referred to even date

For Walker Chandiok & Co LLP

Chartered Accountants

For and on behalf of the Board of Directors of **Muthoot Microfin Limited**

Sd/-

Thomas John Muthoot

per Sumesh E S

Director

Director

Thomas George Muthoot

Partner

DIN: 00011618

DIN: 00011552 Sd/-

Neethu Ajay

Praveen T

Company Secretary

Chief Financial Officer

Place: Thiruvananthapuram Date: 08 May 2017

Place: Thiruvananthapuram Date: 08 May 2017



Muthoot Microfin Limited Cash flow statement

| | Notes | As at 31 March 2017 (₹) | As at 31 March 2016 (₹) |
|--|----------------|-------------------------------|-------------------------------|
| Cash flows from operating activities | | | . , |
| Profit before tax | | 57,22,11,658 | 14,60,15,044 |
| Adjustments | | | |
| Depreciation and amortisation | | 97,30,456 | 1,66,207 |
| Provision for employee benefits | | 94,28,495 | 61,61,792 |
| Provision for loan losses | | 5,73,92,244 | 4,31,55,199 |
| Interest on income tax | | 44,71,305 | - |
| Operating profit before working capital changes | | 65,32,34,158 | 19,54,98,242 |
| Increase in other long-term liabilities | | 35,03,950 | 1,22,98,920 |
| (Decrease) in long-term provisions | | (1,09,44,778) | - |
| Increase in other current liabilities | | 83,78,23,507 | 37,83,37,352 |
| (Increase) in non-current loan receivables | | (1,71,09,49,640) | -1,63,00,15,759 |
| (Increase) in long-term loans and advances | | (2,39,37,021) | (40,44,551) |
| (Increase) in other non-current assets | | (30,08,043) | -1,42,73,776 |
| (Increase) in trade receivables | | (1,05,45,834) | -72,13,978 |
| (Increase) in current loan receivables | | (3,89,15,49,798) | -2,68,55,04,195 |
| (Increase) in short-term loans and advances | | (54,38,332) | -15,723 |
| (Increase) in other current assets | | (32,23,49,997) | -13,51,18,609 |
| Cash (used in) operating activities | | (4,48,41,61,828) | (3,89,00,52,076) |
| Income taxes paid (net) | | (20,47,38,058) | (6,62,60,324) |
| Net cash (used in) operating activities | | (4,68,88,99,886) | (3,95,63,12,400) |
| Cash flows from investing activities | | | |
| Purchase of tangible assets (including capital advance work-in-progress) | es and capital | (6,78,86,115) | -73,15,520 |
| Purchase of intangible assets | | (6,19,900) | -3,55,000 |
| Proceeds from sale of tangible assets | | 2,44,049 | - |
| Investments in deposits (net) | | (58,92,91,433) | -27,77,90,314 |
| Net cash (used in) investing activities | | (65,75,53,399) | (28,54,60,834) |
| Cash flows from financing activities | | | |
| Proceeds from issue of equity shares including share | ' | 40,49,99,882 | 54,50,00,000 |
| Proceeds from issue of preference shares including sh | nare premium | 49,49,99,935 | - |
| Securities issue expenses | | (7,20,36,673) | |
| Proceeds from borrowings | | 9,66,46,20,037 | 4,44,61,69,203 |
| Repayment of borrowings | | (2,47,96,73,558) | -31,78,00,637 |
| Net cash generated from financing activities | | 8,01,29,09,623 | 4,67,33,68,566 |
| Net increase in cash and cash equivalents | | 2,66,64,56,338 | 43,15,95,333 |

| Cash and cash equivalents as at the beginning of the year | 48,09,69,795 | 4,93,74,462 |
|---|----------------|--------------|
| Cash and cash equivalents as at the end of the year | 3,14,74,26,133 | 48,09,69,795 |
| Notes: | | |
| Cash and cash equivalents comprises of | | |
| Balances with banks | | |
| - in current accounts | 30,36,56,764 | 21,93,95,972 |
| - in deposit account (with maturity up to 3 months) | 2,81,77,76,064 | 26,08,00,000 |
| Balances with cash collection agents | 2,59,93,305 | 7,73,823 |
| | 3,14,74,26,133 | 48,09,69,795 |

Notes 1 to 31 form an integral part of these financial statements

This is the cash flow statement referred to in our even date

For Walker Chandiok & Co LLP

Chartered Accountants

For and on behalf of the Board of Directors of **Muthoot Microfin Limited**

Sd/-

per Sumesh E S Partner

Sd/-

Thomas John Muthoot

Director

DIN: 00011618

Sd/-Thomas George Muthoot

Director

DIN: 00011552

Sd/-

Neethu Ajay

Company Secretary

Sd/-Praveen T

Chief Financial Officer

Place: Thiruvananthapuram Date: 08 May 2017

Place: Thiruvananthapuram Date: 08 May 2017

Muthoot Microfin Limited

Summary of significant accounting policies and other explanatory information

1. General information

a. Background

"Muthoot Microfin Limited ('the Company') was incorporated as a private limited company in the year 1992 under the erstwhile Companies Act, 1956. Effective 18 March 1998, the Company was registered as a non-deposit accepting Non Banking Financial Company ('NBFC-ND') under the rules and regulations framed by the Reserve Bank of India ('the RBI'). In accordance with the Notification issued by the RBI vide reference no. RBI/2011-12/290, DNBS.CC.PD.No.250/03.10.01/2011-12, dated 2 March 2011, the Company has obtained registration under the category of Non-Banking Financial Company – Micro Finance Institutions ('NBFC-MFI'), w.e.f 25 March 2015. During the current year, the Company had its non-convertible debentures listed on the Bombay Stock Exchange ('BSE').

The operations of the Company are based on the Grameen model of lending. It is designed to promote entrepreneurship among women and inclusive growth. The Company provides financial assistance through micro loans to women engaged in small income generating activities. The company also facilitates entrepreneurship development and harnesses entrepreneurship skills through skill development workshops and financial literacy classes for its clients.

In addition to the core business of providing micro-credit, the Company uses its distribution channel to provide loans to the members for the purchase of productivity-enhancing products such as solar lamps, mobile phones and water purifiers."

b. Comparatives

All amounts in the financial statements are presented in Indian Rupees except share data and as otherwise stated. Figures for the previous year have been regrouped / re-classified wherever considered necessary to conform to the figures presented in the current year. The Company commenced active operations including obtaining borrowings from bankers and disbursement of loans from September 2015. Accordingly, the figures for the previous year do not represent active operations for the full year and are therefore not strictly comparable.

2. Significant accounting policies

a. Basis of preparation of Anancial statements

The financial statements of the Company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The Company has prepared these financial statements to comply in all material respects with the Accounting Standards notified under section 133 of the Companies Act 2013 ('the Act'), read together with rule 7 of the Companies (Accounts) Rules, 2014 and the provisions of the RBI as applicable to a NBFC-MFI and Systemically Important NBFC-ND. The financial statements have been prepared on an accrual basis and under the historical cost convention, except in the case of Non Performing Assets ("NPAs"), where interest is recognised upon realisation.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. The management evaluates all recently issued or revised accounting standards on an ongoing basis.

b.Use of estimates

"The preparation of the financial statements in conformity with Indian GAAP requires management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent assets and liabilities as at the date of the financial statements and reported amounts of income and expenses during the period. Examples of such estimates include provisions for doubtful loans and advances, provision for loss assets, loan receivables, future obligations under employee retirement benefit plans, income taxes and the useful lives of fixed assets. Further the classification of assets and liabilities into current and non-current is based on the estimation of the operating cycle of the Company.

Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Any revision to accounting estimates is recognised prospectively in the current and future periods."

c. Tangible assets

Tangible assets are carried at cost of acquisition or construction less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price, including duties and other non-refundable taxes or levies and any directly attributable cost of bringing the asset to its working condition for its intended use.

Gains or losses arising on the disposal of the tangible assets are determined as the difference between the disposal proceeds and the carrying amount of the assets and are recognised in the statement of profit and loss within other income or other expenses, as the case may be.

Depreciation is provided using straight line method at the rates of depreciation prescribed in Schedule II of the Companies Act, 2013.

d. Intangible assets

Acquired computer software licences are capitalised on the basis of the costs incurred to acquire and install the specific software. These assets are amortised over their estimated useful lives on a straight line basis, commencing from the date the assets is available to the Company for its use. After initial recognition, intangible assets are carried at its cost less any accumulated amortisation and any accumulated impairment losses.

When an intangible asset is disposed of, the gain or loss on disposal is determined as the difference between the disposal proceeds and the carrying amount of the asset, and is recognised in the statement of profit and loss within other income or other expenses, as the case may be.

The useful life of the assets is reviewed at each balance sheet date. If the expected useful life of the asset is significantly different from the previous estimates, the amortisation period is changed accordingly. If there has been a significant change in the expected pattern of economic benefit from the asset, the method of amortisation is changed to reflect the changed pattern. Such changes are accounted in accordance with Accounting Standard (AS) 5, Net Profit or Loss for the Period, Prior Period Items and Changes in Accounting Policies.

e. Impairment

The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. Recoverable amount is the higher of the asset's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life.

If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the statement of profit and loss. If at the balance sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost.

f. Operating lease

Where the Company is a lessee, payments on operating lease agreements are recognised as an expense on a straight-line basis over the lease term. Associated costs such as maintenance and insurance are expensed as incurred.

g. Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the collectibility is reasonably assured.

- Interest on loans is recognised on accrual basis, except in the case of Non Performing Assets ("NPAs"), where interest is recognised upon realisation.
- ii. Interest income on deposits with banks is recognized on time proportion basis taking into account the amount outstanding and the rate applicable.
- iii. Loan processing fees is accounted up-front as and when it becomes due.
- iv. Excess interest spread on securitization/direct assignment represents income from receivables securitized/ assigned is accounted in accordance with the relevant guidelines issued by the RBI. The losses arising are recognized in the Statement of Profit and Loss immediately upon receipt of sale consideration and the gains arising from the transaction are amortized over the tenor of the transaction.

Interest retained under assignment of loan receivables is recognised on realisation basis over the life of the underlying loan portfolio.

- v. Commission income is recognised on an accrual basis on the completion of the service in accordance with the terms of the agreement.
- vi. All other income is recognised on an accrual basis.

h. Securitization/assignment of loans and advances

Transactions relating to transfers of loans and advances through securitization/assignment with other financial institutions and banks are accounted for in accordance with the relevant guidelines issued by the RBI. Such transferred loans and advances are de-recognised from the financial statements and gains/losses are accounted for only where the Company surrenders rights and obligations specified in the loan contract in favour of the counter parties.

i. Asset classification and provisioning

The Company follows the asset classification and provisioning norms as per the RBI Guidelines (Master Circular- Introduction of New Category of NBFCs - 'Non Banking Financial Company-Micro Finance Institutions' (NBFC-MFIs) - Directions)

| Asset category | Classification |
|-------------------------|--|
| Standard assets | Asset in respect of which no default in repayment of principal or payment of interest is perceived and which does not disclose any problem nor carry more than normal risk attached to the business. |
| Non-performing assets** | Asset for which, interest/principal payment has remained overdue for a period of 90 days or more. |

^{**} RBI vide Notification No. DBR.No.BP.BC.37/21.04.048/2016-17 dated November 21, 2016 and vide Notification No. DBR.No.BP.BC.49/21.04.048/2016-17 dated December 28, 2016 has given additional 90 days dispensation for classification of non-performing assets in the wake of demonetisation. The dispensation will apply to dues which were payable between November 1, 2016 and December 31, 2016.

Provisioning

Higher of a) 1% of the outstanding loan portfolio or b) 50% of the aggregate loan instalments which are overdue for more than 90 days and less than 180 days and 100% of the aggregate loan instalments which are overdue for 180 days or more.

j. Borrowing cost

Borrowing cost includes interest incurred in connection with the arrangement of borrowings. Borrowing costs directly attributable to the construction of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they are incurred.

k. Employee benefits

- (i) **Defined contribution plan:** The Company makes contribution to statutory provident fund in accordance with Employees Provident Fund and Miscellaneous Provisions Act, 1952. Eligible employees receive benefits from the provident fund, which is a defined contribution plan. Both the employee and the Company make monthly contributions to the provident fund plan equal to specified percentage of the covered employee's basic salary. The Company has no further obligations under the plan beyond its monthly contributions. Contributions to provident fund are charged to the statement of profit and loss on accrual basis
- (ii) **Gratuity:** The Company provides gratuity, a defined benefit retirement plan covering eligible employees. Liabilities related to the gratuity plan are determined by an independent actuarial valuation carried out using projected unit credit method as at the balance sheet date. Actuarial gain or loss is recognized immediately in the statement of profit and loss.
- (iii) **Compensated absences:** Compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred.

l. Taxation

Provision for tax for the year comprises current income tax and deferred tax.

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.

Deferred income taxes reflect the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years. Deferred tax is measured based on the tax rates and the tax laws enacted or substantially enacted at the reporting date. Deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. Unrecognised deferred tax assets of earlier years are re-assessed and recognised to the extent that it has become reasonably certain that future taxable income will be available against which such deferred tax assets can be realized.

In computing current taxes the Company takes into consideration the benefits admissible under the provisions of the Income Tax Act, 1961. In cases wherever the tax liability computed as per above is less than the Minimum Alternate Tax, the Company is liable to pay the Minimum Alternate Tax (MAT), in accordance with Section 115]B of the Income Tax Act, 1961. MAT credit is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. In the year in which the Minimum Alternative tax (MAT) credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in guidance Note issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the Statement of profit and loss account and shown as MAT Credit Entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal Income Tax during the specified period.

m. Earnings per equity share

The basic earnings per equity share ("EPS") is computed by dividing the net profit / loss after tax for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. For the purpose of diluted earnings per share, the net profit / loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for effects of all dilutive potential equity shares.

n. Provisions, contingent liabilities and contingent assets

The Company creates a provision when there is present obligation as a result of past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. The amount of provision recognised are best estimates of expenditure that are required to settle the obligation at the balance sheet date. The estimates are not discounted to their present value.

A disclosure for a contingent liability is made when there is possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Contingent assets are neither recognized nor disclosed in the financial statements.

o. Securities issue expenses

Securities issue expenses and redemption premium, if any, are adjusted against the securities premium account as permissible under the Act, to the extent balance is available for utilisation in the securities premium account.

p. Cash flow statement

Cash flows are reported using the indirect method, whereby profit / loss before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, financing and investing activities of the Company are segregated based on the available information. Cash comprises of cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

| | | As at 31 March 2017 Number ₹ | | | As at 31 M Number | arch 2017 ₹ | |
|--|-----|---------------------------------|-----|---------------|----------------------|----------------|--------------|
| 3. Share capital | | | | | | | |
| Authorised | | | | | | | |
| Equity shares of ₹10 each | 15, | ,00,00,000 | 1,5 | 50,00,00,000 | | 7,50,00,000 | 75,00,00,000 |
| Compulsorily Convertible Preference shares of ₹10 each | 5, | ,00,00,000 | | 50,00,00,000 | | - | - |
| | 20, | 00,00,000 | 2,0 | 0,00,00,000 | | 7,50,00,000 | 75,00,00,000 |
| Issued, subscribed and fully paid up | | | | | | | |
| Equity shares of ₹10 each | 8 | ,38,51,586 | | 83,85,15,860 | | 6,00,00,000 | 60,00,00,000 |
| Compulsorily Convertible Preference shares of ₹10 each | | 43,16,358 | | 4,31,63,580 | | - | - |
| | 8,8 | 1,67,944 | 88, | ,16,79,440 | 6, | 00,00,000 | 60,00,00,000 |
| a) Reconciliation of equity share capital | | Numbe | г | | ₹ | Number | ₹ |
| Balance at the beginning of the yea | Γ | 6,00,00,0 | 000 | 60,00,00,00 | 0 | 55,00,000 | 5,50,00,000 |
| Add : Issued during the year | | 2,38,51, | 586 | 23,85,15,86 | 0 | 5,45,00,000 | 54,50,00,000 |
| Balance at the end of the year | | 8,38,51,5 | 586 | 83,85,15,86 | 0 | 6,00,00,000 | 60,00,00,000 |
| b) Reconciliation of preference sh capital | are | Number | | ₹ Number | | Number | ₹ |
| Balance at the beginning of the yea | Γ | | - | | - | - | - |
| Add : Issued during the year | | 43,16, | 358 | 4,31,63,58 | 0 | - | - |
| Balance at the end of the year | | 43,16, | 358 | 4,31,63,580 - | | - | |
| c) Shares held by the holding company | | Number | | | ₹ | Number | ₹ |
| Equity shares of ₹10 each | | | - | | - | _ | - |
| Muthoot Fincorp Limited | | 7,00,26, | 532 | 83.51 | % | 5,91,54,540 | 98.59% |
| d) Shareholders holding more tha 5% of the shares | n | Number | | | ₹ | Number | ₹ |
| Equity shares of ₹10 each | | | - | | - | - | - |
| Muthoot Fincorp Limited | | 7,00,26, | 532 | 83.519 | % | 5,91,54,540 | 98.59% |
| Thomas Muthoot | | 44,91, | 496 | 5.369 | % | - | - |
| Thomas George Muthoot | | 44,71, | 519 | 5.339 | % | | - |
| Thomas John Muthoot | | 44,72, | 929 | 5.33 | % | - | - |
| e) Compulsorily Convertible Preference shares of ₹10 each | | | | | | | |
| Creation Investments India LLC | | 43,16, | 358 | 100.00 | % | - | - |

f) Rights, preferences and restrictions attached to equity shares

The Company has two classes of shares, equity shares having a par value of ₹10 per share and preference shares having a par value of ₹10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors in any financial year is subject to the approval of the shareholders in the ensuing Annual General Meeting, except interim dividend. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be

in proportion to the number of equity shares held by the shareholders. The equity shares shall be transferable subject to the provisions contained in the Articles of Association and in the agreements entered / to be entered into with the investors / shareholders from time to time.

g) Rights, preferences and restrictions attached to preference shares

The Company has issued compulsorily convertible preference shares having a face value of ₹10 per share. At the option of the holders, these preference shares, either in whole or in part, may be converted into equity shares at the occurance of certain specified events. However, the preference shares shall be converted before the expiry of 10 years from the date of issuance. Each compulsarily convertible preference share may be converted into one equity share without any additional payment. Each holder of the compulsorily convertible preference shares is entitled to one vote per share. Dividend on each compulsorily convertible preference shares is 0.001% per annum, subject to cash flow solvency, and such dividend shall be a cumulative preferred dividend. In the event of liquidation of the Company, the holders of compulsorily convertible preference shares shall have a preference over other share holders of the Company.

h) There were no shares issued (31 March 2016: Nil) for consideration other than cash during the period of five years immediately preceding the reporting date.

i). Stock option plan

The Company has introduced a stock option plan that provides for the granting of stock options to employees of the Company. The objectives of the plan includes attracting and retaining the best personnel, providing for additional performance incentives and promoting the success of the Company by providing employees the opportunity to acquire equity shares.

The Shareholders of the Company at the EGM held on December 05, 2016 approved an Employee Stock Option Plan (the "2016 Plan"). The 2016 Plan provides for issuance of 1,235,280 options, convertible to equivalent number of equity shares of ₹10 each, to the employees. During the current year 665,000 options have been granted at an exercise price of ₹ 14 per option. The market price is in accordance with the valuation of a registered valuer. The options vest over a period of 4 years from the date of grant in a graded manner, with 25% of the options vesting each year. The vested options may be exercised subject to the approval of the board. The Company has formulated the MML Employee Welfare Trust, for the purpose of administering the above scheme and has given an advance of ₹14,850,000 for the purpose of acquiring shares of the Company.

A summary of the status of the options granted under 2016 plan as at March 31, 2017 is presented below.

| | Number of shares | Weighted average remaining contractual life (in years) | Weighted average exercise price (₹) |
|--|---------------------|--|-------------------------------------|
| Outstanding at the beginning of the year | - | - | - |
| Granted during the year | 6,65,000 | - | 14 |
| Outstanding at the end of the year | 6,65,000 | 5.68 | 14 |
| Exercisable at the end of the year | - | - | - |

| | As at 31 March 2017 ₹ | As at 31 March 2016 ₹ |
|---|-----------------------------|-----------------------------|
| 4. Reserves and surplus | | |
| | | |
| Securities premium | | |
| Balance at the beginning of the year | - | - |
| Add : Premium on equity shares issued during the year | 16,64,84,022 | - |
| Add : Premium on preference shares issued during the year | 45,18,36,355 | - |

| (7,20,36,673) | - |
|----------------|--|
| 54,62,83,704 | - |
| | |
| | |
| 1,88,66,002 | 45,872 |
| 7,40,76,279 | 1,88,20,130 |
| 9,29,42,281 | 1,88,66,002 |
| | |
| 7,29,48,627 | (23,31,892) |
| 37,03,81,396 | 9,41,00,649 |
| (7,40,76,279) | (1,88,20,130) |
| (432) | - |
| (86) | - |
| 36,92,53,226 | 7,29,48,627 |
| 1,00,84,79,211 | 9,18,14,629 |
| | 54,62,83,704 1,88,66,002 7,40,76,279 9,29,42,281 7,29,48,627 37,03,81,396 (7,40,76,279) (432) (86) 36,92,53,226 |

 $^{^{*}}$ In accordance with the provision of Secion 45-IC of the Reserve Bank of India Act, 1934, the Company being an NBFC, has transferred 20% of the profit after tax for the year to the statutory reserve.

| | As at 31 March 2017 ₹ | As at 31 March 2016 ₹ |
|--|-----------------------------|-----------------------------|
| 5. Long-term borrowings (Also, refer note 3 | 30) | |
| Secured | | |
| Redeemable non-convertible debentures | 2,05,00,00,000 | - |
| Finance lease obligations | 5,37,364 | - |
| Term loans | | |
| From banks | 7,34,20,51,693 | 2,98,56,45,946 |
| From other Anancial institutions | 1,67,07,25,988 | 1,14,27,22,620 |
| | 11,06,33,15,045 | 4,12,83,68,566 |
| Unsecured, subordinated | | |
| Term loans | - | - |
| From banks | | |
| From other Anancial institutions | 25,00,00,000 | - |
| | 25,00,00,000 | - |
| Less: Classified as other current liabilities (Also, refer note 6) | | |
| Current maturities of long-term debt | | |

| From banks | 3,03,59,72,591 | 1,37,31,72,201 |
|---|----------------|----------------|
| From other Anancial institutions | 79,10,84,698 | 51,17,57,480 |
| Current maturities of finance lease obligations | 1,07,482 | - |
| | 3,82,71,64,771 | 1,88,49,29,681 |
| | 7,48,61,50,274 | 2,24,34,38,885 |

a) Disclosure in respect of Anance lease obligations

The lease payments are determined on the basis of the lease agreements entered into with the constituents and the future lease commitments are given below:

| Particulars | Minimum payments | Minimum payments |
|--|------------------|------------------|
| Payable not later than 1 year | 1,54,566 | |
| Payable later than 1 year not later than five years | 5,02,338 | - |
| | 6,56,904 | - |
| Less : Amounts representing interest | (1,19,540) | |
| | 5,37,364 | - |
| Represented as | | |
| - Current maturities of Anance lease obligations | 1,07,482 | - |
| - Finance lease obligations under long term borrowings | 4,29,882 | - |

| | As at | As at | : 31 March 2016 | |
|---|------------------------|----------------|-----------------|----------------|
| 6. Other liabilities | Long-term ₹ | Current ₹ | Long-term ₹ | Current ₹ |
| Current maturities of long-term de | bt (Also, refer note 5 | i) | | |
| From banks | - | 3,03,59,72,591 | - | 1,37,31,72,201 |
| From other financial institutions | - | 79,10,84,698 | - | 51,17,57,480 |
| Current maturities of finance lease obligations | - | 1,07,482 | - | - |
| Creditor for capital goods | - | 30,07,647 | - | 1,62,55,655 |
| Unrealised gain on loan transfer transactions | 1,58,02,870 | 35,78,19,587 | 1,22,98,920 | 10,65,84,654 |
| Interest accrued but not due | - | 10,53,56,405 | - | 4,02,46,560 |
| Payables towards securitisation/assignment transactions | - | 62,61,35,961 | - | 13,28,46,898 |
| Income received in advance | - | 24,46,942 | - | 11,14,589 |
| Employee related payables | - | 4,46,97,813 | - | 86,38,886 |
| Statutory dues payable | - | 1,71,63,981 | - | 82,69,330 |
| Other payables | - | 7,59,43,927 | - | 8,07,92,184 |
| | 1,58,02,870 | 5,05,97,37,034 | 1,22,98,920 | 2,27,96,78,437 |

| | As at | 31 March 2017 | As a | t 31 March 2016 |
|---|----------------|---------------|----------------|-----------------|
| 7. Provisions | Long-term ₹ | Current ₹ | Long-term ₹ | Current ₹ |
| Provision against standard assets (Also, refer note 27) | 3,34,13,742 | 6,68,54,635 | 1,63,04,246 | 2,68,35,457 |
| Provision against non-performing assets (Also, refer note 27) | - | 2,87,539 | - | 23,969 |
| Provision for income tax (net of advance taxes) | - | 2,09,86,343 | - | 25,34,937 |
| Provision for gratuity (Also, refer note 8(i)) | 32,65,789 | - | 42,73,626 | - |
| Provision for compensated absences (Also, refer note 8(ii)) | 13,79,720 | - | 18,88,166 | - |
| Provision for proposed dividend | - | 432 | - | - |
| Provision for tax on proposed dividend | - | 86 | - | - |
| | 3,80,59,251 | 8,81,29,035 | 2,24,66,038 | 2,93,94,363 |

| | As at 31 March 2017 ₹ | As at 31 March 2016 ₹ |
|--|-----------------------------|-----------------------------|
| a) Provision against standard assets | | |
| Opening balance | 4,31,39,703 | 8,473 |
| Add: Provision made during the year | 5,71,28,674 | 4,31,31,230 |
| Balance at the end of the year | 10,02,68,377 | 4,31,39,703 |
| | | |
| b) Provision for non-performing assets | | |
| Opening balance | 23,969 | - |
| Add: Provision made during the year | 2,63,570 | 23,969 |
| Balance at the end of the year | 2,87,539 | 23,969 |

8. Employee benefits

i) Gratuity

In accordance with applicable Indian laws, the Company provides for gratuity, a defined benefit retirement plan ("the Gratuity Plan") covering eligible employees. The Gratuity Plan provides for a lump sum payment to vested employees on retirement (subject to completion of five years of continuous employment), death, incapacitation or termination of employment that are based on last drawn salary and tenure of employment. The Company has taken a group gratuity policy for its employees with the Life Insurance Corporation of India ("LIC").

The following table set out the status of the gratuity plan as required under Accounting Standard (AS) – 15 – Employee benefits and the reconciliation of opening and closing balances of the present value of the defined benefit obligation and fair value of plan assets.

| | As at 31 March 2017 ₹ | As at 31 March 2016 ₹ |
|---|-----------------------------|-----------------------------|
| Change in projected benefit obligation | | |
| Projected benefit obligation at the beginning of the year | 42,73,626 | - |
| Service cost | 29,91,890 | 7,00,221 |
| Interest cost | 4,61,565 | 28,008 |

| Actuarial loss | 86,48,885 | 35,45,397 |
|---|-----------------------------|-------------|
| Projected benefit obligation at the end of the year | 1,63,75,966 | 42,73,626 |
| Change in plan assets | | |
| Fair value of plan assets at the beginning of the year | - | - |
| Contributions made by the Company | 89,30,689 | - |
| Contributions made by Muthoot Fincorp Employee Gratuity Trust (Refer note below) | 41,79,488 | |
| Fair value of plan assets at the end of the year | 1,31,10,177 | - |
| Reconciliation of present value of obligation on the | e fair value of plan assets | |
| Present value of projected benefit obligation at the end of the year | -1,63,75,966 | -42,73,626 |
| Funded status of the plan | 1,31,10,177 | - |
| Asset/(liability) recognised in the balance sheet | (32,65,789) | (42,73,626) |
| Components of net gratuity costs are | I | |
| Service cost | 29,91,890 | 7,00,221 |
| Interest cost | 4,61,565 | 28,008 |
| Recognized net actuarial loss | 86,48,885 | 35,45,397 |
| Contributions made by Muthoot Fincorp Employee Gratuity Trust (Refer note below) | -41,79,488 | - |
| Net gratuity costs recognised in the statement of profit and loss (Refer note 18) | 79,22,852 | 42,73,626 |
| Assumptions used | | |
| Discount rate | 8.00% | 8.00% |
| Long-term rate of compensation increase | 7.00% | 5.00% |
| Attrition rate | 20.00% | 20.00% |
| Average remaining service period (in years) | 32.80 | 32.63 |
| Expected return on plan assets | 8.00% | - |

Note:

During the current year and the previous year, employees were transferred to the Company from Muthoot Fincorp Limited("the holding company"). The period served by the employees in the holding company has been considered for the purpose of calculating the period of continous service and accordingly has been included while estimating the present value of defined benefit obligation. The gratuity trust of the holding company has made a direct contribution of ₹4,179,488 to LIC, which represents the estimated present value of defined benefit obligation arising on account of the period served by the employees in the holding company.

II. Compensated absences

The Company permits encashment of compensated absences accumulated by their employees on retirement, separation and during the course of service. The liability in respect of the Company, for outstanding balance of privilege leave at the balance sheet date is determined and provided on the basis of actuarial valuation performed by an independent actuary. The Company maintains plan assets with LIC to fund its obligation towards compensated absences.

| Principal actuarial assumptions used : | | |
|---|--------|--------|
| Discount rate | 8.00% | 8.00% |
| Long-term rate of compensation increase | 7.00% | 5.00% |
| Attrition rate | 20.00% | 20.00% |
| Average remaining service period (in years) | 32.80 | 32.63 |
| Expected return on plan assets | 8.00% | - |

| 9. FIXED ASSET | S | | | | | | In ₹ |
|-------------------------------------|-------------------------------------|--------------------------------|--------------------|----------------|------------------------|---------------------------|-----------|
| Tangible assets | | | | | | Intan- gible assets | |
| | Computer and accesso- ries | Furniture and fix- tures | Office equiment | Vehi- cles* | Electrical Fittings | Total | Software |
| Gross block | | | | | | | |
| Balance as at 31 March 2015 | 78,500 | - | 8,675 | _ | - | 87,175 | _ |
| Additions | 49,65,587 | 1,04,51,247 | 69,81,167 | _ | - | 2,23,98,001 | 7,35,000 |
| Balance as at 31 March 2016 | 50,44,087 | 1,04,51,247 | 69,89,842 | - | - | 2,24,85,176 | 7,35,000 |
| Additions | 1,05,78,495 | 2,68,23,366 | 1,34,14,618 | 7,66,928 | 65,78,715 | 5,81,62,122 | 6,19,900 |
| Disposal of assets | - | - | (2,49,900) | - | (38,998) | (2,88,898) | - |
| Balance as at 31 March 2017 | 1,56,22,582 | 3,72,74,613 | 2,01,54,560 | 7,66,928 | 65,39,717 | 8,03,58,400 | 13,54,900 |
| Accumulated de | preciation an | d amortisatio | on | | | | |
| Balance as at 31 March 2015 | 72,226 | - | 5,882 | - | - | 78,108 | - |
| Charge for the year | 27,838 | 37,708 | 77,386 | - | - | 1,42,932 | 23,275 |
| Balance as at 31 March 2016 | 1,00,064 | 37,708 | 83,268 | | | 2,21,040 | 23,275 |
| Charge for the year | 47,64,353 | 17,78,252 | 27,30,306 | 71,947 | 2,05,601 | 95,50,459 | 1,79,997 |
| Reversal on dis- posal of assets | - | - | (43,666) | - | (1,184) | (44,850) | - |
| Balance as at 31 March 2017 | 48,64,417 | 18,15,960 | 27,69,908 | 71,947 | 2,04,417 | 97,26,649 | 2,03,272 |
| Net block | | | | | | | |
| Balance as at 31 March 2016 | 49,44,023 | 1,04,13,539 | 69,06,574 | - | - | 2,22,64,136 | 7,11,725 |
| Balance as at 31 March 2017 | 1,07,58,165 | 3,54,58,653 | 1,73,84,652 | 6,94,981 | 63,35,300 | 7,06,31,751 | 11,51,628 |

| | As at 31 March 2017 ₹ | As at 31 March 2016 ₹ |
|---|-----------------------------|-----------------------------|
| 10. Deferred taxes | | |
| Deferred tax liabilities arising on account of: | - | - |
| Timing difference between depreciation and amortisation as per financials and depreciation as per tax | (15,76,862) | - |
| Deferred tax assets arising on account of: | | |
| Timing difference between depreciation and am- ortisation as per financials and depreciation as per tax | - | 8,75,726 |
| Provision for loan losses | 3,48,00,391 | 1,49,35,151 |
| Provision for employee benefits | 16,07,718 | 21,32,474 |
| | 3,64,08,109 | 1,79,43,351 |
| Net deferred tax asset | 3,48,31,247 | 1,79,43,351 |
| Movement during the year | | |
| Opening balance | 1,79,43,351 | 10,62,487 |
| Recognised in the statement of profit and loss | 1,68,87,896 | 1,68,80,864 |
| Balance at the end of the year | 3,48,31,247 | 1,79,43,351 |

| | As at | 31 March 2017 | As at | 31 March 2016 |
|---|--------------------|--------------------|------------------|------------------|
| 11. Loan receivables | Non-current ₹ | Current ₹ | Non-current ₹ | Current ₹ |
| Joint liability group loans | | | | |
| Unsecured, considered good | 3,21,71,33,589 | 6,15,49,21,683 | 1,56,71,32,697 | 2,57,78,45,277 |
| Unsecured, considered doubtful* | - | 1,65,94,889 | 4,27,409 | 16,82,977 |
| | 3,21,71,33,589 | 6,17,15,16,572 | 1,56,75,60,106 | 2,57,95,28,254 |
| Individual loans | | | | |
| Secured, considered good | - | 24,05,62,025 | - | 10,62,49,301 |
| Secured, considered doubtful* | - | 1,15,08,598 | - | 1,65,077 |
| | - | 25,20,70,623 | - | 10,64,14,378 |
| Joint liability group loans placed 31(d)) | as collateral towa | ards securitisatio | n transactions (| Also, refer note |
| Unsecured, considered good | 12,42,40,623 | 15,32,54,834 | 6,27,43,018 | - |
| Unsecured, considered doubtful* | - | 6,50,401 | 1,21,448 | - |
| | 12,42,40,623 | 15,39,05,235 | 6,28,64,466 | - |
| | 3,34,13,74,212 | 6,57,74,92,430 | 1,63,04,24,572 | 2,68,59,42,632 |

^{*} Represents non-performing assets as per the Company's asset classification policy (Also, refer note 2(h))

| | As at | 31 March 2017 | As at 31 March 2016 | |
|--|-------------|---------------|---------------------|------------|
| 12. Loans and advances | Long-term | Short-term | Long-term | Short-term |
| | ₹ | ₹ | ₹ | ₹ |
| (Unsecured, considered good) | | | | |
| Security deposits (Refer note 26) | 1,37,88,522 | - | 42,20,013 | - |
| Capital advances | 52,63,205 | - | 7,93,174 | - |
| Loans to employees | - | 2,53,182 | - | 1,65,723 |
| Balances with government authorities | 1,08,470 | 13,24,874 | 4,84,958 | - |
| Advance to related parties (Refer note 26) | 1,48,50,000 | - | - | - |
| Other advances | - | 40,25,999 | 1,05,000 | - |
| | 3,40,10,197 | 56,04,055 | 56,03,145 | 1,65,723 |

| | As at 31 March 2017 | | As at 31 March 2016 | |
|--|---------------------|--------------|---------------------|--------------|
| 13. Other assets | Non-current | Current | Non-current | Current |
| | ₹ | ₹ | ₹ | ₹ |
| Non-current bank balances (Refer note 15) | 55,07,07,742 | - | 15,58,83,412 | - |
| Interest strip retained on securitisation of receivables | 1,58,02,870 | 35,78,19,587 | 1,24,24,438 | 12,12,99,693 |
| Interest accrued on | | | | |
| - Bank deposits | 14,78,949 | 58,04,506 | 18,49,338 | 31,05,468 |
| - Loan receivables | - | 9,45,14,029 | _ | 1,13,82,964 |
| | 56,79,89,561 | 45,81,38,122 | 17,01,57,188 | 13,57,88,125 |

| | As at 31 March 2017 ₹ | As at 31 March 2016 ₹ |
|--|-----------------------------|-----------------------------|
| 14. Trade receivables | | |
| (Unsecured, considered good) | | |
| Outstanding for a period exceeding six months from the date they are due for payment | - | - |
| Other receivables (Also, refer note 26) | 1,77,59,812 | 72,13,978 |
| | 1,77,59,812 | 72,13,978 |
| 15. Cash and bank balances | | |
| Cash and cash equivalents | _ | - |
| Balances with banks | | |
| - in current accounts | 30,36,56,764 | 21,93,95,972 |
| - in deposit accounts (with maturity up to 3 months) | 2,81,77,76,064 | 26,08,00,000 |
| | 3,12,14,32,828 | 48,01,95,972 |
| Balances with cash collection agents | 2,59,93,305 | 7,73,823 |
| | 2,59,93,305 | 7,73,823 |
| Other bank balances | | |
| Deposits with bank held as security against borrowings and other commitments | 86,70,81,747 | 27,77,90,314 |
| | 86,70,81,747 | 27,77,90,314 |
| Less : Amounts disclosed as 'Other non-cur- rent assets' (Refer note 13) | 55,07,07,742 | 15,58,83,412 |
| | 3,46,38,00,138 | 60,28,76,697 |



| | As at 31 March 2017 ₹ | As at 31 March 2016 ₹ | |
|--|-----------------------------|-----------------------------|--|
| 16. Revenue from operations | <u>'</u> | | |
| Interest income on | | | |
| - Loans given | 1,35,76,24,030 | 38,11,29,924 | |
| - Fixed deposits | 5,66,36,082 | 1,06,02,070 | |
| Loan processing fees | 20,30,86,142 | 7,66,18,575 | |
| Excess interest spread on securitisation/direct assigment | 70,49,97,789 | 3,16,16,527 | |
| Commission income | 11,25,67,661 | 2,14,78,288 | |
| Service fee for management of receivables | 35,00,000 | 1,00,000 | |
| | 2,43,84,11,704 | 52,15,45,384 | |
| 17. Other income | | | |
| Other non-operating income | 27,172 | 16,314 | |
| | 27,172 | 16,314 | |
| 18. Employee benefits expense | ' | | |
| Salaries and wages | 58,17,89,556 | 7,18,29,440 | |
| Gratuity expense (Also, refer note 8(i)) | 79,22,852 | 42,73,626 | |
| Compensated absences (Also, refer note 8(ii)) | 15,05,643 | 18,88,166 | |
| Contribution to provident and other defined contribution funds | 5,56,24,462 | 51,50,636 | |
| Staff welfare expenses | 54,67,328 | 2,02,450 | |
| | 65,23,09,841 | 8,33,44,318 | |
| 19. Finance costs | | | |
| Interest expenses | 74,73,69,844 | 17,90,03,735 | |
| Other borrowing costs | 6,48,82,056 | 3,14,46,760 | |
| Interest on income tax | 44,71,305 | - | |
| Bank charges | 11,36,035 | 1,63,392 | |
| | 81,78,59,240 | 21,06,13,887 | |
| 20. Depreciation and amortisation expense | | | |
| Depreciation towards tangible assets (Also, refer note 9) | 95,50,459 | 1,42,932 | |
| Amortisation towards intangible assets (Also, refer note 9) | 1,79,997 | 23,275 | |
| | 97,30,456 | 1,66,207 | |
| 21. Other expenses | | | |
| Power and fuel | 37,05,936 | 7,98,024 | |
| Rent and amenities | 3,00,43,840 | 86,69,180 | |
| Repairs and maintenance - Others | 13,44,248 | 9,90,472 | |
| Rates and taxes | 83,66,981 | 25,50,959 | |
| | | | |

| Legal and professional charges | 4,05,71,537 | 51,99,243 |
|---|--------------|-------------|
| Payments to auditors | | |
| Statutory audit | 11,00,000 | 8,00,000 |
| Tax audit | 2,00,000 | 1,00,000 |
| Other services | 2,00,000 | - |
| Traveling, conveyance and lodging expenses | 3,38,01,878 | 28,35,308 |
| Printing and stationery | 1,36,42,610 | 6,98,285 |
| Communication expenses | 1,55,66,304 | 12,26,217 |
| Provision for loan losses, net | 5,73,92,244 | 4,31,55,199 |
| CSR expenditure (Also, refer note 22 and note 26) | 9,73,434 | - |
| Cash management charges (Also, refer note 26) | 13,13,20,184 | 18,76,884 |
| Software support charges (Also, refer note 26) | 3,23,12,500 | 1,07,50,000 |
| Miscellaneous expenses | 1,57,85,985 | 17,72,471 |
| | 38,63,27,681 | 8,14,22,242 |

22. Corporate social responsibility

- a) Gross amount required to be spent by the Company during financial year ended 31 March 2017: ₹973,434
- b) Amount spent during the financial year ended 31 March 2017 on:

| | In cash | Yet to be paid | Total |
|---|----------|----------------|----------|
| Construction/acquisition of any asset | - | - | - |
| On purposes other than as specified above | 9,73,434 | - | 9,73,434 |

| 23. Earnings per share Basic | | |
|--|--------------|-------------|
| Net profit as per the statement of profit and loss (₹) | 37,03,81,396 | 9,41,00,647 |
| Less: Preference dividend on CCPS (including dividend distribution tax) | 518 | - |
| Net profit attributable to equity shareholders (\mathbf{F}) | 37,03,81,914 | 9,41,00,647 |
| Weighted average number of equity shares | 7,59,07,650 | 4,47,19,178 |
| Basic earnings per share | 4.88 | 2.10 |
| Diluted | | |
| Net profit as per the statement of profit and loss (\mathbf{F}) | 37,03,81,396 | 9,41,00,647 |
| Weighted average number of equity shares (Basic) | 7,59,07,650 | 4,47,19,178 |
| Add: Weighted average number of potential equity shares on coversion of CCPS | 11,35,261 | - |
| Weighted average number of equity shares (Diluted) | 7,70,42,911 | 4,47,19,178 |
| Diluted earnings per share | 4.81 | 2.10 |

24. Payables to micro and small enterprises

Based on the information available with the Company, as at 31 March 2017, there are no suppliers who are registered as micro and small enterprises under the provisions of the Micro, Small and Medium Enterprises Development Act, 2006.

25. Contingent liabilities and commitments

Credit enhancements (cash collateral and principal subordination) provided by the Company towards securitisation transactions aggregating to ₹630,322,526 (31 March 2016: ₹116,747,878).

26. Related parties disclosures

As per the requirement of Accounting Standards 18, on related party disclosures, the name of the related parties with the description of the relationship and transactions between the reporting enterprise and its related parties, as identified by the management are as follows:

(a) Names of related parties

| Nature of relationship | Name of the party |
|--|--|
| Holding Company | Muthoot Fincorp Limited |
| Entities in which KMP are able to exercise control or have significant influence | Muthoot Pappachan Technologies Limited MML Employee Welfare Trust Muthoot Pappachan Foundation |
| Key Management personnel (KMP) | Thomas George Muthoot, Director of holding company Thomas John Muthoot, Director of holding company Thomas Muthoot, Director of holding company Sadaf Sayeed, Chief Executive Officer |

| (b) Transcation with related parties | | | In ₹ |
|--------------------------------------|---|---|--|
| | Name of the party | Year ended 31 March 2017 | Year ended 31 March 2016 |
| Cash management charges* | Muthoot Fincorp Limited | 11,65,69,190 | 17,52,141 |
| Commission income* | Muthoot Fincorp Limited | 4,76,24,488 | - |
| Software support charges* | Muthoot Pappachan Technologies Limited | 3,00,00,000 | 1,00,00,000 |
| Rent expenses* | Muthoot Fincorp Limited Thomas George Muthoot Thomas John Muthoot Thomas Muthoot | 23,16,496 2,06,496 4,95,662 1,90,008 | 9,15,421 2,16,396 3,89,646 2,16,408 |
| Reimbursement of expenses* | Muthoot Fincorp Limited | 21,88,949 | - |
| Purchase of assets | Muthoot Fincorp Limited | 53,53,124 | 1,58,75,655 |
| Advance given | MML Employee Welfare Trust | 1,48,50,000 | - |
| Rental deposits | Muthoot Fincorp Limited | 7,82,940 | 6,58,820 |
| CSR expenditure | Muthoot Pappachan Foundation | 9,73,434 | - |
| Remuneration | Sadaf Sayeed | 55,32,900 | 32,27,525 |
| *excluding service tax | | | _ |

| (c) Balance at the end of the year | | | In ₹ |
|--------------------------------------|---|-----------------------------|-----------------------------|
| Nature | Name of the party | Year ended 31 March 2017 | Year ended 31 March 2016 |
| Cash management charges payable | Muthoot Fincorp Limited | - | 7,71,465 |
| Trade receivable (Commission income) | Muthoot Fincorp Limited | 87,24,149 | - |
| Software support charges payable | Muthoot Pappachan Technologies Limited | - | 1,04,50,000 |
| Rent payable | Muthoot Fincorp Limited | 12,076 | 1,94,023 |
| | Thomas George Muthoot | 17,325 | - |
| | Thomas John Muthoot | - | 22,275 |
| | Thomas Muthoot | - | - |

| Advance to related parties | Muthoot Microfin Employee Welfare Trust | 1,48,50,000 | |
|----------------------------|--|-------------|-------------|
| Creditor for capital goods | Muthoot Fincorp Limited | - | 1,58,75,655 |
| Rental deposit | Muthoot Fincorp Limited | 14,41,760 | 6,58,820 |

27. Loans and advances

Loan portfolio has been classified in accordance with the directives issued by the Reserve Bank of India (Master Circular- Introduction of New Category of NBFCs - 'Non Banking Financial Company-Micro Finance Institutions' (NBFC-MFIs) - Directions). The necessary provisions as per RBI norms have been made. The details are as follows:

| As at 31 March 2017 | | | As at 31 March 2016 | |
|-----------------------|----------------------------|------------------|----------------------|----------------|
| Asset classification | Classification criteria | No. of accounts* | Amount outstanding ₹ | Provision ₹ |
| As at 31 March 2017 | | | | |
| Standard assets | 0-90 days | 5,61,977 | 9,73,76,11,081 | 9,87,43,360 |
| Standard assets | 90-180 days | 10,531 | 15,25,01,673 | 15,25,017 |
| Non-performing assets | 90-180 days | 416 | 28,18,321 | 28,183 |
| Non-performing assets | 180 days or more | 2,674 | 2,59,35,567 | 2,59,356 |
| | | 5,75,598 | 9,91,88,66,642 | 10,05,55,916 |
| | | | | |
| As at 31 March 2016 | | | | |
| Standard assets | 0-90 days | 2,48,871 | 4,31,39,70,293 | 4,31,39,703 |
| Non-performing assets | 90-180 days | 165 | 20,85,405 | 20,854 |
| Non-performing assets | 180 days or more | 21 | 3,11,506 | 3,115 |
| | | 2,49,057 | 4,31,63,67,204 | 4,31,63,672 |

^{*}Does not include loan receivables retained by the NBFC to comply with minimum retention requirement ('MRR').

28. Segment reporting

The Company is primarily engaged in the business of Micro finance. All the activities of the Company revolve around the main business. Further, the Company does not have any separate geographic segments other than India. As such there are no separate reportable segments as per AS-17 'Segment reporting'.

29. Disclosure on specified bank notes

The details of Specified Bank Notes (SBN) and other denomination notes held and transacted during the period from November 8, 2016 to December, 30 2016 is given below:

In ₹

| | | | *** |
|---|---------------|-----------------------|------------------|
| | SBNs* | Other denomination | Total |
| Closing cash in hand as on 08 November 2016 | - | _ | - |
| Add: Permitted receipts | 2,02,50,500 | 1,96,12,24,672 | 1,98,14,75,172 |
| Less: Permitted payments | - | - | - |
| Less: Deposit in banks# | (2,02,50,500) | (1,96,12,24,672) | (1,98,14,75,172) |
| Closing cash in hand as on 30 December 2016 | - | - | - |



^{*} For the purposes of this clause, the term 'Specified Bank Notes' shall have the same meaning provided in the notification of the Government of India, in the Ministry of Finance, Department of Economic Affairs number S.O. 3407(E), dated the 8th November, 2016.

Includes an amount of ₹1,641,444,901 which represents deposit of other denomination notes with cash collection agents.

30. Details of security, repayment terms, applicable interest rates

| DEBE | NTURES | | | | | | Outstanding a | as at |
|----------|---|---|--------------------------------------|----------------------|--|-------------------------------|--------------------|--------------------------|
| S No. | Repayment terms | Interest com- mence- ment month | Principal repay- ment month | Interest rate p.a | Nature of the security | Loan taken during the year | 31 March 2017 ₹ | 31 March 2016 ₹ |
| 1 | Principal: Bullet re- payment Interest: Annual | Nov-16 | Nov-19 | 12.00% | Exclusive charge over book debts equivalent | 25,00,00,000 | 25,00,00,000 | - |
| 2 | Principal: Bullet re- payment Interest: Half-year | Oct-16 | Sep-21 | 12.30% | to 100% of loan and interest amount. | 1,40,00,00,000 | 1,40,00,00,000 | - |
| 3 | "Principal: Bullet re- payment Interest: Quarterly" | Dec-16 | Dec-19 | 12.00% | Exclusive charge over book debts equivalent to 110% of loan amount | 40,00,00,000 | 40,00,00,000 | - |
| | | | | | | 2,05,00,00,000 | 2,05,00,00,000 | - |

| UNS | ECURED LOANS | Outstanding | as at | | | | | |
|----------|--|---|---|------------------------------|---------------------------|----------------------------------|------------------|---------------------|
| S No. | Repayment terms | Interest com- mence- ment month | Prin- cipal repay- ment month | Inter- est rate p.a | Nature of the security | Loan taken during the year | 31 March 2017 | 31 March 2016 |
| 1 | Principal: Bullet repayment Interest: Monthly | Aug 16 | Apr-22 | 13.75% | Unsecured | 25,00,00,000 | 25,00,00,000 | - |
| | | | | | | 25,00,00,000 | 25,00,00,000 | - |



| SE | CURED T | ERM LOANS | S AND OTHER | | Outsta | nding as at | | | |
|----------|-------------------------|----------------------------|----------------------------------|---|----------|--|-------------------------------------|-----------------------|--------------------|
| S No. | Repay- ment terms | No of install- ments | Amount per installment (₹) | Repayment com- mencement month | Interest | Nature of the security | Loan taken during the year | 31 March 2017 ₹ | 31 March 2016 ₹ |
| 1 | Monthly | 33 | 37,88,000 | Dec-15 | 12.55% | | - | 6,43,92,000 | 10,98,48,000 |
| 2 | Monthly | 33 | 37,88,000 | Feb-16 | 12.65% | | - | 7,19,68,000 | 11,74,24,000 |
| 3 | Monthly | 15 | 66,66,667 | Jul-16 | 12.00% | Exclusive charge over | _ | 4,00,00,006 | 10,00,00,000 |
| 4 | Monthly | 24 | 5,000,000- 20,425,000 | Jan-16 | 13.45% | book debts equivalent to 105% of | - | 8,83,00,000 | 33,87,25,000 |
| 5 | Monthly | 36 | 69,44,444 | Apr-16 | 12.15% | loan amount and Cash | - | 15,97,28,000 | 25,00,00,000 |
| 6 | Monthly | 36 | 27,77,778 | Jun-16 | 12.65% | margin of | 10,00,00,000 | 7,22,22,220 | - |
| 7 | Monthly | 36 | 55,55,556 | Apr-16 | 12.15% | 10%. | 20,00,00,000 | 17,22,22,225 | - |
| 8 | Monthly | 30 | 16,600,000- 18,600,000 | Oct-17 | 11.65% | | 50,00,00,000 | 50,00,00,000 | - |

| SEC | SECURED TERM LOANS AND OTHER LOANS | | | | | | | Outstand | ling as at |
|----------|------------------------------------|-------------------------------|----------------------------------|---|------------------------------|---|----------------------------------|-----------------------|-----------------------|
| S No. | Repay- ment terms | No of install- ments | Amount per installment (₹) | Repay- ment com- mence- ment month | Inter- est rate p.a | Nature of the security | Loan taken during the year | 31 March 2017 ₹ | 31 March 2016 ₹ |
| 9 | Monthly | 21 | 1,90,47,619 | May-16 | 12.75% | | - | 20,23,80,963 | 40,00,00,000 |
| 10 | Monthly | 36 | 41,66,667 | Jun-16 | 12.25% | | - | 11,23,39,117 | 15,00,00,000 |
| 11 | Quarterly | 8 | 2,50,00,000 | Jun-16 | 12.50% | | - | 10,00,00,000 | 20,00,00,000 |
| 12 | Monthly | 30 | 1,66,66,667 | Feb-17 | 11.50% | | 50,00,00,000 | 44,99,99,999 | - |
| 13 | Monthly | 36 | 1,38,88,889 | Mar-17 | 12.30% | | 50,00,00,000 | 48,61,11,112 | - |
| 14 | Monthly | 30 | 2,50,00,000 | Sep-17 | 11.25% | | 72,12,00,000 | 72,12,00,000 | - |
| 15 | Monthly | 36 | 1,38,88,889 | Sep-17 | 11.30% | | 50,00,00,000 | 50,00,00,000 | - |
| 16 | Monthly | 30 | 1,66,66,667 | Oct-17 | 11.60% | | 50,00,00,000 | 50,00,00,000 | - |
| 17 | Quarterly | 8 | 1,25,00,000 | Apr-17 | 13.50% | | 10,00,00,000 | 10,00,00,000 | - |
| 18 | Monthly | 24 | 1,04,16,667 | Jan-16 | 11.80% | Exclusive charge over book debts equivalent to 105% of loan amount and Cash margin of 7.5%. | - | 9,37,49,995 | 21,87,46,642 |





| | Monthly | 18 | 1,55,19,827 | Oct-15 | 14.35% | Exclusive | _ | _ | 17,25,34,765 |
|----|-----------|----|--------------------------|--------|--------|---|--------------|--------------|--------------|
| | Monthly | 10 | 1,55,15,627 | 000-13 | 14.55% | charge over | | _ | 17,23,34,703 |
| 19 | Monthly | 18 | 1,55,19,827 | Nov-15 | 14.35% | book debts | - | 1,53,36,424 | 18,58,32,347 |
| 21 | Monthly | 24 | 1,40,59,504 | Dec-16 | 13.25% | equivalent to 105% of loan amount and Cash margin Nil | 29,50,00,000 | 25,10,70,222 | 1 |
| 22 | Monthly | 33 | 30,30,303 | Apr-16 | 12.50% | | - | 6,36,36,376 | 10,00,00,000 |
| 23 | Monthly | 33 | 15,15,152 | Jul-16 | 12.50% | | - | 3,63,63,641 | 5,00,00,000 |
| 24 | Monthly | 46 | 42,49,000 | Feb-16 | 13.00% | | 78,08,587 | 11,42,75,036 | 14,87,58,489 |
| 25 | Monthly | 30 | 61,70,000 | Sep-16 | 12.00% | Exclusive | - | 12,67,77,385 | 15,21,43,815 |
| 26 | Quarterly | 10 | 3,00,00,000 | Jul-16 | 13.15% | charge over book debts | - | 21,00,00,000 | 30,00,00,000 |
| 27 | Monthly | 27 | 55,56,000 | Oct-16 | 12.65% | equivalent to 110% of loan | 15,00,00,000 | 12,77,77,701 | - |
| 28 | Monthly | 24 | 4,167,000- 4,159,000 | Apr-16 | 12.65% | amount and Cash margin of 5%. | - | 4,99,94,299 | 10,00,00,000 |
| 29 | Quarterly | 11 | 9,000,000- 10,000,000 | Dec-16 | 12.50% | | 10,00,00,000 | 9,10,00,000 | - |
| 30 | Quarterly | 12 | 1,66,66,667 | Mar-17 | 10.75% | | 20,00,00,000 | 20,00,00,000 | - |
| 31 | Monthly | 30 | 1,00,00,000 | Sep-17 | 11.60% | | 30,00,00,000 | 29,99,99,985 | - |

| SEC | URED TEI | RM LOAI | NS AND OTHE | R LOANS | | Outstand | ling as at | | |
|----------|-------------------------|---------------------------------|----------------------------------|---|----------------------|---|-------------------------------|--------------------|--------------------|
| S No. | Repay- ment terms | No of in- stall- ments | Amount per installment (₹) | Repay- ment com- mence- ment month | Interest rate p.a | Nature of the security | Loan taken during the year | 31 March 2017 ₹ | 31 March 2016 ₹ |
| 32 | Quarterly | 7 | 35,000,000- 40,000,000 | Jun-16 | 11.95% | Exclusive charge over book debts equivalent to 110% of loan amount and Cash margin of 10%. | - | 14,50,00,000 | 25,00,00,000 |
| 33 | Quarterly | 10 | 5,00,00,000 | Oct-17 | 11.40% | | - | 14,50,00,000 | 25,00,00,000 |
| 34 | Monthly | 34 | 87,69,559 | Feb-17 | 12.50% | charge over book debts | 50,00,00,000 | 50,00,00,000 | - |
| 35 | Monthly | 30 | 50,00,000 | Nov-16 | 12.60% | equivalent to | 25,00,00,000 | 23,76,04,990 | - |
| 36 | Monthly | 36 | 69,44,444 | Nov-16 | 11.75% | | 15,00,00,000 | 12,50,00,000 | - |
| 37 | Monthly | 36 | 69,44,444 | Feb-17 | 11.75% | amount and cash margin | 25,00,00,000 | 22,02,94,719 | - |
| 38 | Quarterly | 8 | 6,25,00,000 | Feb-17 | 13.25% | | 25,00,00,000 | 23,82,91,273 | |
| 39 | Monthly | 24 | 1,04,16,667 | Jul-16 | 12.00% | | 25,00,00,000 | 15,62,50,000 | - |
| 40 | Quarterly | 7 | 3,57,14,286 | Sep-17 | 13.00% | charge over book debts equivalent to 100% of loan amount and Cash margin of 5%. | 25,00,00,000 | 25,00,00,000 | - |

| | | | | | | | 7,36,46,20,037 | 9,01,33,15,045 | 4,12,83,68,566 |
|----|---------|----|-------------|--------|--------|------------------------------------|----------------|----------------|----------------|
| 47 | Monthly | 60 | 12,880 | Jul-16 | 9.63% | Hypotheca- tion of motor car | 6,11,450 | 5,37,364 | - |
| 46 | Monthly | 12 | 1,25,04,000 | Jun-16 | 13.00% | | 14,00,00,000 | 2,46,71,493 | _ |
| 45 | Monthly | 22 | 90,90,909 | Jun-17 | 12.50% | 100% of loan amount. | 20,00,00,000 | 20,00,00,000 | |
| 44 | Monthly | 22 | 1,13,63,636 | Jun-17 | 12.50% | | 25,00,00,000 | 25,00,00,000 | |
| 43 | Monthly | 22 | 22,72,727 | Apr-17 | 12.50% | book debts | 5,00,00,000 | 5,00,00,000 | - |
| 42 | Monthly | 22 | 68,18,182 | Nov-16 | 11.50% | Exclusive charge over | 15,00,00,000 | 13,63,63,640 | - |
| 41 | Monthly | 36 | 1,15,71,000 | Sep-15 | 13.70% | | - | 2,09,56,859 | 28,43,55,508 |

Note: For interest rates on floating basis, rates disclosed above represents the rate of interest as at $31 \, \text{March}$ 2017

| | As at | As at |
|---|---------------|---------------|
| | 31 March 2017 | 31 March 2016 |
| | ₹ | ₹ |
| 31. Additional disclosures required by RBI | | |
| a. Capital to Risk-Assets ratio (CRAR) | | |
| CRAR (%) | 18.32% | 15.16% |
| CRAR - Tier I Capital (%) | 16.59% | 14.79% |
| CRAR - Tier II Capital (%) | 1.73% | 0.37% |
| Amount of subordinated debt raised as Tier-II capi- | 25,00,00,000 | - |
| tal (In ₹) | | |
| Amount raised by issue of Perpetual Debt Instru- | - | - |
| ments | | |

b) Investments

The Company does not have any investments as on 31 March 2017 (31 March 2016: Nil).

c) Derivatives

The Company has no transactions/exposure in derivatives in the current and previous year. The Company has no unhedged foreign currency exposure as on 31 March 2017 (31 March 2016: Nil).

| d) Disclosures relating to securitisation | Year ended 31 March 2017 ₹ | Year ended 31 March 2016 ₹ |
|---|----------------------------------|----------------------------------|
| Securitisation activity as an originator | | |
| Total number of loans assets securitised (Nos) | 3,03,556 | 70,746 |
| Book value of loans assets securitised | 6,10,71,07,883 | 1,28,64,46,375 |
| Book value of loans assets securitised including loan placed as collateral | 6,35,10,28,132 | 1,34,93,10,841 |
| Sale consideration received during the year | 6,10,71,07,883 | 1,28,64,46,375 |
| Interest spread recognised in the statement of profit and loss during the year | 46,23,60,136 | 2,74,98,054 |
| Credit enhancements provided during the year and outstanding as at the year end | | |
| - Principal subordination | 24,39,20,249 | 6,28,64,466 |
| - Cash collateral | 29,82,93,256 | 5,38,83,412 |
| SPVs relating to outstanding securitisation transactions | | |

| Total amount of securitised assets as per books of the SPVs sponsored as on the date of the balance sheet Total amount of exposures retained by the NBFC to comply with minimum retention requirement (fMRR) Off-balance sheet exposures First loss On-balance sheet exposures First loss (cash collateral) Others (credit enhancement) Amount of exposures to securitisation transactions other than MRR Off-balance sheet exposures Exposure to own securitizations First loss On-balance sheet exposures Exposure to own securitisations Thirst loss On-balance sheet exposures Exposure to own securitisations First loss Tothers On-balance sheet exposures Exposure to third party securitisations Thirst loss Thirst loss (cash collateral) Thirst loss (cash collateral) Thirst loss (cash collateral) Thirst loss Thirst loss (cash collateral) Thirst loss Thirst loss Thirst loss Thirst loss Thirst loss (cash collateral) Thirst loss Thirtt loss Thirt loss | Number of SPVs sponsored by the NBFC for securitisation transactions as on the date of the balance sheet | 14 | 3 |
|--|--|----------------|----------------|
| to comply with minimum retention requirement (MRR') Off-balance sheet exposures First loss On-balance sheet exposures First loss (cash collateral) Others (credit enhancement) Amount of exposures to securitisation transactions other than MRR Off-balance sheet exposures Exposure to own securitizations Tirst loss Chers Chers Exposure to third party securitisations Others Chers On-balance sheet exposures Exposure to own securitizations First loss On-balance sheet exposures Exposure to third party securitisations First loss On-balance sheet exposures Exposure to own securitizations First loss On-balance sheet exposures Exposure to own securitizations First loss On-balance sheet exposures Exposure to own securitizations First loss (cash collateral) Others Exposure to third party securitisations First loss (cash collateral) Others Exposure to third party securitisations First loss (cash collateral) Others Exposure to third party securitisations First loss Amount of exposures Exposure to third party securitisations First loss (cash collateral) Others Exposure to third party securitisations Amount of exposures Amo | the SPVs sponsored as on the date of the balance | 3,64,22,11,481 | 1,23,49,00,534 |
| First loss On-balance sheet exposures First loss (cash collateral) On-balance sheet exposures First loss (cash collateral) Others (credit enhancement) Others (credit enha | to comply with minimum retention requirement | | |
| Others On-balance sheet exposures First loss (cash collateral) Others (credit enhancement) Offers (credit enhancement) Others (credit enhancem | Off-balance sheet exposures | - | - |
| On-balance sheet exposures First loss (cash collateral) Others (credit enhancement) Off-balance sheet exposures to securitisation transactions other than MRR Off-balance sheet exposures Exposure to own securitizations Others Exposure to third party securitisations On-balance sheet exposures Exposure to own securitisations Others On-balance sheet exposures Exposure to own securitisations Others On-balance sheet exposures Exposure to own securitizations Others On-balance sheet exposures Exposure to own securitizations First loss (cash collateral) Others Exposure to third party securitisations Others | First loss | - | - |
| First loss (cash collateral) Others (credit enhancement) Amount of exposures to securitisation transactions other than MRR Off-balance sheet exposures Exposure to own securitizations Others Exposure to third party securitisations On-balance sheet exposures Exposure to third party securitisations Others On-balance sheet exposures Exposure to own securitizations Others On-balance sheet exposures Exposure to own securitizations First loss (cash collateral) Others Exposure to third party securitisations First loss (cash collateral) Others Exposure to third party securitisations Others Exposure to third party securitisations First loss Others | Others | | |
| Others (credit enhancement) Amount of exposures to securitisation transactions other than MRR Off-balance sheet exposures Exposure to own securitizations First loss Chers Exposure to third party securitisations Others On-balance sheet exposures Exposure to own securitizations First loss Others Chers Chers Exposure to own securitizations Chers Exposure to own securitizations Exposure to own securitizations First loss (cash collateral) Others Exposure to third party securitisations Others Exposure to third party securitisations Others Exposure to third party securitisations First loss | On-balance sheet exposures | | |
| Amount of exposures to securitisation transactions other than MRR Off-balance sheet exposures Exposure to own securitizations First loss Others Exposure to third party securitisations Others On-balance sheet exposures Exposure to own securitizations Others On-balance sheet exposures Exposure to own securitizations First loss (cash collateral) Others Exposure to third party securitisations First loss (cash collateral) Others Exposure to third party securitisations First loss Others | First loss (cash collateral) | 35,21,76,668 | 5,38,83,412 |
| other than MRR Off-balance sheet exposures Exposure to own securitizations First loss Others Exposure to third party securitisations First loss On-balance sheet exposures Exposure to own securitizations First loss (cash collateral) Others Exposure to third party securitisations First loss (cash collateral) First loss (cash collateral) First loss First loss First loss First loss | Others (credit enhancement) | 27,81,45,858 | 6,28,64,466 |
| Exposure to own securitizations | | | |
| First loss | Off-balance sheet exposures | | |
| Others Exposure to third party securitisations | Exposure to own securitizations | - | - |
| Exposure to third party securitisations | First loss | - | - |
| First loss Others On-balance sheet exposures Exposure to own securitizations First loss (cash collateral) Others Exposure to third party securitisations First loss | Others | | |
| Others On-balance sheet exposures Exposure to own securitizations First loss (cash collateral) Others Exposure to third party securitisations First loss First loss | Exposure to third party securitisations | - | - |
| On-balance sheet exposures Exposure to own securitizations First loss (cash collateral) Others Exposure to third party securitisations First loss | First loss | - | - |
| Exposure to own securitizations | Others | | |
| First loss (cash collateral) Others Exposure to third party securitisations | On-balance sheet exposures | | |
| Others Exposure to third party securitisations - First loss - - | Exposure to own securitizations | - | - |
| Exposure to third party securitisations | First loss (cash collateral) | - | - |
| First loss | Others | | |
| | Exposure to third party securitisations | - | - |
| Others | First loss | - | - |
| | Others | | |

31. Additional disclosures required by RBI

e) Details of financial assets sold to securitisation/reconstruction companies for asset reconstruction

The Company has not sold any financial assets to Securisation/Reconstruction companies for asset reconstruction in the current and previous year.

| F) | Details of Assignment transactions undertaken | Year ended 31 March 2017 ₹ | Year ended 31 March 2016 ₹ |
|----|---|----------------------------------|----------------------------------|
| | Number of accounts (Nos) | 246,268 | 72,977 |
| | Aggregate value (net of provisions) of accounts sold | 4,862,078,899 | 1,138,991,182 |
| | Aggregate consideration | 4,862,078,899 | 1,138,991,182 |
| | Additional consideration realized in respect of accounts transferred in earlier years | 5 – | _ |
| | Aggregate gain / (loss) over net book value | _ | _ |
| | | | |

g) Details of non-performing financial assets purchased/sold

The Company has not purchased/sold non-performing financial assets in the current and previous year.

h) Asset liability management

| As at 31 Marc | As at 31 March 2017 In (₹) | | | | | |
|---------------|----------------------------|---------------|---------------|----------------|-----------------------|--|
| | | Maturit | y with in | | | |
| | 1 to 30 days | 1 to 2 months | 2 to 3 months | 3 to 6 months | 6 months to 1 year | |
| Deposits | 2,82,92,69,896 | 50,00,000 | 53,42,631 | 5,97,57,833 | 23,47,79,709 | |
| Advances | 74,51,91,343 | 54,07,70,486 | 56,16,76,564 | 1,69,22,13,308 | 3,03,76,40,729 | |
| Borrowings | 30,75,46,506 | 25,65,15,262 | 24,64,29,774 | 90,72,73,207 | 2,10,94,00,022 | |

| 1 to 3 years | 3 to 5 years | 5 years and above | Total |
|----------------|----------------|----------------------|-----------------|
| 44,25,21,581 | 10,81,86,161 | - | 3,68,48,57,811 |
| 3,34,13,74,212 | - | - | 9,91,88,66,642 |
| 5,83,61,50,274 | 1,40,00,00,000 | 25,00,00,000 | 11,31,33,15,045 |

| As at 31 Marc | As at 31 March 2016 In (₹) | | | | | |
|---------------|----------------------------|---------------|---------------|---------------|-----------------------|--|
| | | Maturi | ty with in | | | |
| | 1 to 30 days | 1 to 2 months | 2 to 3 months | 3 to 6 months | 6 months to 1 year | |
| Deposits | 27,09,56,902 | 50,00,000 | 1,82,50,000 | 1,90,00,000 | 6,95,00,000 | |
| Advances | 18,26,75,638 | 23,40,38,124 | 23,80,82,129 | 72,59,64,345 | 1,30,51,82,396 | |
| Borrowings | 13,09,32,061 | 19,09,00,106 | 17,47,13,168 | 48,55,78,469 | 90,28,05,877 | |

| 1 to 3 years | 3 to 5 years | 5 years and above | Total |
|----------------|--------------|-------------------|----------------|
| 14,83,83,412 | 75,00,000 | - | 53,85,90,314 |
| 1,63,04,24,572 | - | - | 4,31,63,67,204 |
| 2,19,88,40,765 | 4,45,98,120 | - | 4,12,83,68,566 |

i) Exposures

The Company has no exposure to the real estate sector and capital market directly or indirectly in the current and previous year.

j) Details of financing of parent company products

The Company does not finance the products of the parent/holding company.

k) Unsecured advances

Refer note 12 for details of unsecured advances.

l) Registrations obtained from other financial sector regulators

The Company is registered with the Ministry of Corporate Affairs.

m) Disclosure of penalties imposed by RBI and other regulators

No penalties were imposed by Reserve Bank of India and other regulators during the current and previous year.

n) Ratings assigned by credit rating agencies and migration of ratings during the year

| Deposits instrument | Rating agency | Date of rating | Valid upto | Rating assigned | Borrowing limit ₹ |
|---------------------|---------------|----------------|------------------|--------------------|----------------------|
| Bank loan rating | CRISIL | 25-Oct-16 | Refer note below | A-/Stable | 1,00,00,00,000 |
| MFI grading | CRISIL | 23-Sep-16 | September-17 | mfR2 | Not applicable |
| NCD | CRISIL | 25-Oct-16 | Refer note below | A- (S0) | 70,00,00,000 |
| NCD | CRISIL | 22-Nov-16 | Refer note below | A- (S0) | 70,00,00,000 |
| NCD | CRISIL | 29-Nov-16 | Refer note below | A- (S0) | 25,00,00,000 |
| NCD | CRISIL | 29-Dec-16 | Refer note below | A- (S0) | 40,00,00,000 |
| Securitisation | CRISIL | 10-May-16 | March-18 | A- (S0) | 27,12,90,716 |
| Securitisation | CRISIL | 10-May-16 | March-18 | BBB+ (SO) | 1,20,57,365 |
| Securitisation | CRISIL | 03-Jun-16 | March-18 | A- (S0) | 30,98,93,605 |
| Securitisation | CRISIL | 03-Jun-16 | March-18 | A- (S0) | 49,54,36,633 |
| Securitisation | CRISIL | 07-Jul-16 | April-18 | A+ (S0) | 52,34,34,796 |
| Securitisation | CRISIL | 07-Jul-16 | April-18 | BBB (SO) | 4,07,11,595 |
| Securitisation | CRISIL | 08-Aug-16 | June-18 | A- (S0) | 49,41,91,512 |
| Securitisation | CRISIL | 08-Aug-16 | June-18 | BB- (SO) | 2,10,29,426 |
| Securitisation | CRISIL | 24-Aug-16 | June-18 | A- (S0) | 66,29,27,452 |
| Securitisation | CRISIL | 15-Sep-16 | June-18 | A- (S0) | 59,97,53,317 |
| Securitisation | CRISIL | 15-Sep-16 | June-18 | BB (SO) | 2,57,95,842 |
| Securitisation | CRISIL | 26-Oct-16 | August-18 | A- (S0) | 71,34,91,041 |
| Securitisation | ICRA | 30-Sep-16 | June-18 | A (SO) | 53,20,15,810 |
| Securitisation | ICRA | 30-Sep-16 | June-18 | BBB (SO) | 4,18,43,940 |
| Securitisation | ICRA | 23-Jan-17 | November-18 | A (S0) | 89,35,23,723 |
| Securitisation | ICRA | 23-Jan-17 | November-18 | BBB (SO) | 7,02,77,146 |
| Securitisation | ICRA | 31-Jan-17 | November-18 | A- (S0) | 37,84,16,361 |
| Securitisation | ICRA | 31-Jan-17 | November-18 | BBB (SO) | 2,10,23,131 |

Note: the rating is subject to annual surveillance till final repayment/redemtion of related facilities.

| | Year ended 31 March 2017 ₹ | Year ended 31 March 2016 ₹ |
|--|----------------------------------|----------------------------------|
| o) Provisions and Contingencies (shown under loss) | the head expenditure in | Statement of profit and |
| Provision towards NPA | 2,63,570 | 23,969 |
| Provision made towards income tax | 21,87,18,158 | 6,87,95,261 |
| Provision for gratuity | 79,22,852 | 42,73,626 |
| Provision for compensated absences | 15,05,643 | 18,88,166 |
| Provision for loan losses, net | 5,71,28,674 | 4,31,31,230 |

p) Draw down from reserves

There has been no draw down from the reserves during the current and the previous year.

| | As at 31 March 2017 ₹ | As at 31 March 2016 ₹ |
|--|-----------------------------|-----------------------------|
| q) Concentration of Advances, Exposures and NPA | As | |
| (i) Concentration of Advances | | |
| Total Advances to twenty largest borrowers | 9,00,000 | 9,00,000 |
| Percentage of Advances to twenty largest borrowers to Total Advances of the NBFC | 0.01% | 0.02% |
| (ii) Concentration of Exposures | | |
| Total Exposure to twenty largest borrowers / customers | 9,00,000 | 9,00,000 |
| Percentage of Exposures to twenty largest borrowers/customers to total exposure | 0.01% | 0.02% |
| (iii) Concentration of NPAs | | |
| Total Exposure to top four NPA accounts | 1,77,616 | 1,31,833 |

| | As at 31 March 2017 % | As at 31 March 2016 % |
|---|-----------------------------|-----------------------------|
| r) Percentage of NPAs to total advances in th | hat sector | |
| Agriculture and allied activities | 0.19% | 0.06% |
| MSME | 0.38% | 0.06% |
| Corporate borrowers | - | - |
| Services | 0.30% | 0.12% |
| Unsecured personal loans | - | - |
| Auto loans | - | - |
| Other personal loans | - | - |

| | Year ended 31 March 2017 ₹ | Year ended 31 March 2016 ₹ |
|------------------------------|----------------------------------|----------------------------------|
| s) Movement of NPAs | | |
| Net NPAs to Net Advances (%) | 0.26% | 0.06% |
| Movement of NPAs (Gross) | | |
| Opening balance | 23,96,911 | - |

| 2,75,15,102 | 23,96,911 |
|-------------------------------|---|
| (11,58,125) | - |
| 2,87,53,888 | 23,96,911 |
| | |
| 23,72,942 | - |
| 2,72,39,951 | 23,72,942 |
| (11,46,544) | - |
| 2,84,66,349 | 23,72,942 |
| ng provisions on standard ass | ets) |
| 23,969 | - |
| 2,63,570 | 23,969 |
| - | - |
| 2,87,539 | 23,969 |
| | (11,58,125) 2,87,53,888 23,72,942 2,72,39,951 (11,46,544) 2,84,66,349 ng provisions on standard ass 23,969 2,63,570 |

| | Number | Number |
|---|--------|--------|
| t) Disclosure of customer complaints | | |
| Number of complaints pending at the beginning of the year | - | - |
| Number of complaints received during the year | 312 | 135 |
| Number of complaints redressed during the year | 312 | 135 |
| Number of complaints pending at the end of the year | - | - |

u) Details of Single Borrower Limit (SGL) / Group Borrower Limit (GBL) exceeded by the NBFC

The Company did not exceed the limits prescribed for Single and Group Borrower during the current and previous year.

v) Overseas assets

The Company did not have any Joint Ventures and Subsidiaries abroad.

w) Off-balance sheet SPVs sponsored

There are no off-balance sheet SPVs sponsored which are required to be consolidated as per accounting norms as at end of current and previous year.

x) Disclosure of frauds reported

Year ended 31 March 2017

77

Year ended 31 March 2017

| | Less than 1 lakh | | 1 lakh to 5 lakh | | 5 lakh to 25 Lakh | |
|---|------------------|------------|------------------|------------|-------------------|------------|
| Particulars | No. of accounts | Value ₹ | No. of accounts | Value ₹ | No. of accounts | Value ₹ |
| A) Persons involved Staff | - | - | - | - | 3,398 | 53,16,699 |
| Total | - | - | - | - | 3,398 | 53,16,699 |
| B) Type of fraud | | | | | | |
| Misappropriation and criminal breach of trust | - | - | - | - | 3,398 | 53,16,699 |
| Total | - | - | - | - | 3,398 | 53,16,699 |

Year ended 31 March 2016

| | Less tha | n 1 lakh | 1 lakh t | o 5 lakh | 5 lakh | to 25 Lakh |
|---|-----------------|------------|-----------------|------------|-----------------|------------|
| Particulars | No. of accounts | Value ₹ | No. of accounts | Value ₹ | No. of accounts | Value ₹ |
| A) Persons involved Staff | 16 | 3,20,000 | - | - | - | - |
| Total | 16 | 3,20,000 | - | - | - | - |
| B) Type of fraud | | | | | | |
| Misappropriation and criminal breach of trust | 16 | 3,20,000 | - | - | - | - |
| Total | 16 | 3,20,000 | - | - | - | _ |

Note:

The above summary is prepared based on the information available with the Company and relied upon by the auditors

The Company has initiated necessary action against the employees connected to the above reported instances.

This is the summary of significant policies and other explanatory information referred to in our report of even date

For Walker Chandiok & Co LLP Chartered Accountants

For and on behalf of the Board of Directors of **Muthoot Microfin Limited**

Sd/-

per **Sumesh E S** Partner Sd/-

Thomas John Muthoot

Director DIN: 00011618

DIN: 00011618

Sd/
Neethu Ajay

Company Secretary

DIN: 00011552

Sd/
Praveen T

Chief Financial Officer

Sd/-

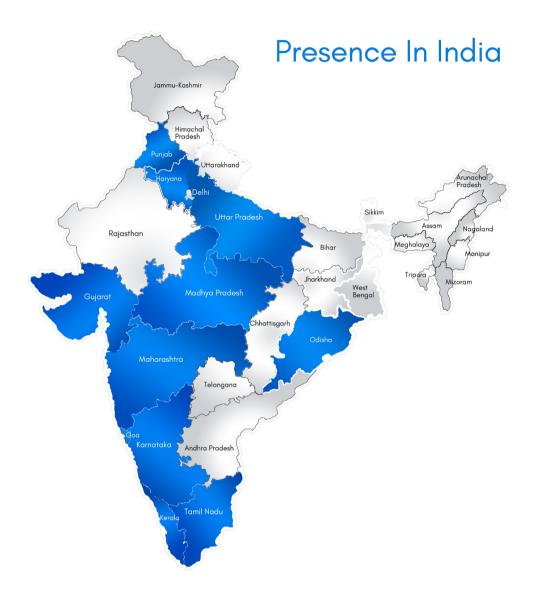
Director

Thomas George Muthoot

Place: Thiruvananthapuram Date: 08 May 2017

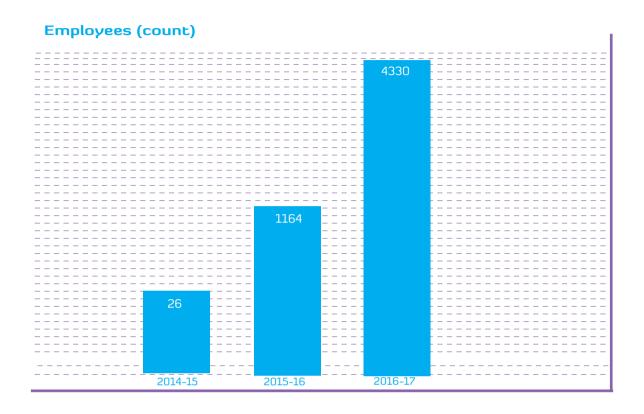
Place: Thiruvananthapuram Date: 08 May 2017

OPERATIONS & CLIENT DATA



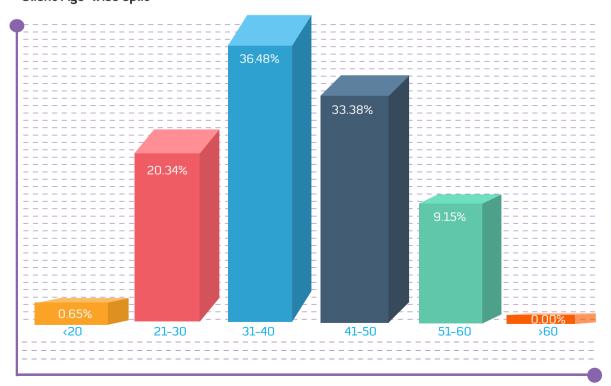
| States | Goa | Gujarat | Kerala | Tamil Nadu | Karnataka |
|-------------|-------------------|------------|---------------|-------------|-------------|
| Branches | 1 | 24 | 96 | 128 | 79 |
| AUM | ₹ 0.67 Cr | ₹ 95.56 Cr | ₹ 947.98 Cr | ₹ 863.02 Cr | ₹ 285.11 Cr |
| Maharashtra | Madhya Pradesh | Odisha | Uttar Pradesh | Haryana | Punjab |
| 23 | 8 | 16 | 15 | 6 | 3 |
| ₹54.31 Cr | ₹ 11.82 Cr | ₹ 25.37 Cr | ₹ 16.57 Cr | ₹ 3.78 Cr | ₹ 0.13 Cr |



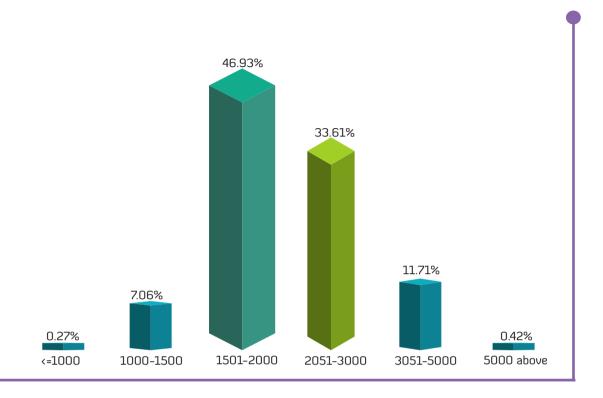


Client Data

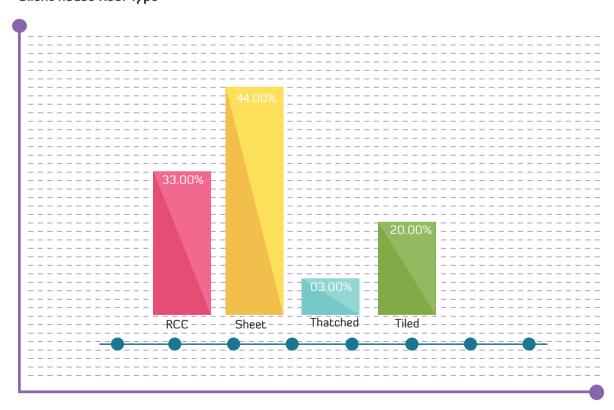
Client Age-wise split



Client Per-Capita Income/Month (In ₹)



Client house Roof Type





Rajeswari.S is a housewife turned small time entrepreneur residing at Alanguppam in Pondicherry. Few years back, Rajeswari was eking out a small living for herself and her family by selling bakery items in the nearby market. Inconsistent income from her husband's

family by selling bakery items in the nearby market. Inconsistent income from her husband's farming forced Rajeswari to work hard by extending her working hours. Later, she opened a small shop with the help of her friends. However, with very little stock and inability to expand, they found it difficult to carry on with the shop.

Luckily for her, she was introduced to Muthoot Microfin by a relative and was impressed to know about its operations which suited people like her very well. She soon availed first cycle loan of ₹ 15,000 from Muthoot. She utilized the entire amount to purchase commodities in bulk to her shop. After a couple of months, she could see the difference in sales as daily earnings grew from a paltry ₹ 100 to ₹ 800. Rajeswari is the breadwinner for her family now. She says "Muthoot Microfin not only helped me by offering finance to grow the business but also the financial literacy training from the organization taught the importance of using the loan correctly to make my business a success."

Community Outreach Initiatives

Muthoot Microfin's Community Outreach Initiatives are aimed to encourage the economic and social sustainability in society by empowering women through skill trainings and financial literacy. Furthermore, the initiatives strive to strike a balance between economic, environmental and social imperatives.

Muthoot initiated eco-friendly programmes for the care and welfare of environment. Towards this, introduced 'One Branch One Tree' program, where thousands of saplings were planted across 360 branches and employees took oath to protect it until it becomes a tree. Adding to this, another 895 saplings were distributed to public and clients.

During the drought in Maharashtra, the company distributed drinking water to more than 500 families in Latur. Later in the year, conducted relief camps in Beed for people affected by the flood and 75 worst hit families were provided food and support.

While Muthoot undertakes, programmes based on the identified needs of the community; skill training, financial literacy and healthcare remains our priority. The institution, through various skill training workshops from tailoring to candle making - trained 1922 women with vocational skills to help find earning opportunities or to start their own micro enterprise.

In the period, Muthoot conducted several health care camps across the states in association with various organizations. The aim of these camps was to provide basic medical attention and medicines free of cost to people who do not have easy access to basic medical facilities. A total of 1522 people benefitted from health camps. In all these camps, medical teams hosted awareness sessions on women's health, nutrition, preventive measures to be observed during local disease outbreaks.

| Program | Place Beneficiaries | | Date | | | |
|---|----------------------------------|---------------------|-----------|--|--|--|
| Healthcare € Welfare | | | | | | |
| Health Awareness/Study Material Distribution | Madathara (Kerala) | othara (Kerala) 150 | | | | |
| Eye Care Camp | Alwarthirunagari (Tamil Nadu) | 200 | 18-Jun-16 | | | |
| Medical Camp | Thuckalay (Tamil Nadu) | 250 | 25-Jun-16 | | | |
| Eye Care Camp | Aurangabad (Maharashtra) | 150 | 15-Jul-16 | | | |
| Eye Care Camp | Pollachi (Tamil Nadu) | 200 | 23-Jul-16 | | | |
| Medical Camp | Bagalkot (Karnataka) | 100 | 13-Aug-16 | | | |
| Eye Care Camp | Vikravandi1 (Tamil Nadu) | 250 | 20-Aug-16 | | | |
| Blood Donation Camp | Nagpur (Maharashtra) | 62 | 01-Oct-16 | | | |
| Blood Donation Camp | Singanallur (Tamil Nadu) | 50 | 22-Oct-16 | | | |
| Eye Care Camp | Indore (Madhya Pradesh) | 110 | 26-Dec-16 | | | |
| | Training and | Development | | | | |
| Skill Training | Payyannur (Kerala) | 25 | 05-Jun-16 | | | |
| Craft Skills Training | Agastheeswaram (Tamil Nadu) | 250 | 17-Jun-16 | | | |
| Dairy Awareness Camp | Yavatmal (Maharashtra) | 75 | 27-Jun-16 | | | |
| Skill Training | Omassery (Kerala) | 40 | 23-Jul-16 | | | |
| Dairy Awareness Camp | Kheda (Gujarat) | 75 | 23-Jul-16 | | | |
| Financial Literacy | Bhubaneswar (Odisha) | 90 | 11-Aug-16 | | | |
| Multi Skill Training | Kundapura (Tamil Nadu) | 150 | 20-Aug-16 | | | |



| Skill Training | Vadakara (Kerala) | 40 | 20-Aug-16 |
|---|----------------------------|---------------|-----------|
| Skill Training | Bhandara (Maharashtra) | 80 | 10-Dec-16 |
| Financial Literacy | Nashik (Maharashtra) | 180 | 17-Dec-16 |
| Financial Literacy | Cuttack (Odisha) | 120 | 17-Dec-16 |
| Skill Training | Nileshwaram (Kerala) | 40 | 17-Dec-16 |
| Financial Literacy | Moodabidri (Karnataka) | 205 | 18-Dec-16 |
| Financial Literacy | Yavatmal (Maharashtra) | 100 | 19-Dec-16 |
| Dairy Awareness Camp | Borsad (Gujarat) | 80 | 24-Dec-16 |
| Dairy Awareness Camp | Halol (Gujarat) | 62 | 24-Dec-16 |
| Financial Literacy | Khamla (Maharashtra) | 100 | 23-Dec-16 |
| Skill Training | Padra (Gujarat) | 50 | 24-Dec-16 |
| Financial Literacy | Ichalkaranji (Maharashtra) | 160 | 24-Dec-16 |
| | Environn | nent Care | |
| One Branch One Tree | All branches | | 05-Jun-16 |
| Tree Planting, Awareness & distribution | Payyannur (Kerala) | 110 | 05-Jun-16 |
| Tree Planting, Awareness & distribution | Moodabidri (Karnataka) | 100 | 05-Jun-16 |
| Tree Planting, Awareness & distribution | Ramanattukara (Kerala) | 150 | 05-Jun-16 |
| Tree Planting, Awareness & distribution | Pattambi (Kerala) | 100 | 05-Jun-16 |
| Tree Planting, Awareness & distribution | Pathanapuram (Kerala) | 60 | 05-Jun-16 |
| Tree Planting, Awareness & distribution | Quilandy (Kerala) | 150 | 05-Jun-16 |
| Tree Planting, Awareness & distribution | Mukkoottuthura (Kerala) | 75 | 05-Jun-16 |
| Tree Planting, Awareness & distribution | Bangalore (Karnataka) | 150 | 05-Jun-16 |
| Market Linkage | | | |
| Onam Fair | Pathanamthitta& Kochi | 1000 | September |
| Special Mentions | | | |
| Drinking Water Distribu- tion | Latur (Maharashtra) | 500 Families | 21-May-16 |
| Flood Relief in Beed | Beed (Maharashtra) | 75 Households | 20-Jul-16 |

Special Mentions

One Branch One Tree Initiative

In order to reiterate the institution's commitment to preserve and protect our environment, Muthoot Microfin launched a campaign named 'One Branch One Tree' on June 5, 2016 (World Environment Day). In the campaign saplings were planted at an appropriate public space near the branch vicinity. All the branch members then took oaths to protect and nurture the sapling until it grows to be a big tree.



Delivered food kits to Beed flood victims

In response to the flash flood disaster in Kolhapur district of Maharashtra that left many people without necessities, Muthoot Microfin distributed free food kits to flood-affected households.

In Beed, one of the worst affected villages in the flood, Muthoot Microfin distributed food kits that include rice, dal and cooking oil apart from other relief supplies and hygiene kits to about 75 households on July 20, 2016. Muthoot Microfin employees interacted with the villagers and analysed the situation.



Distributed 50,000 litres of drinking water to drought hit Latur.

Muthoot Microfin intervened to help the drought hit communities in Latur district of Maharashtra by distributing 50,000 litres of drinking water for the people.

Tens of thousands of people in Latur district of Maharashtra was struggling facing the consequences of an extended drought and acute water scarcity. Muthoot Microfin collected 50,000 litres of drinking water from other districts of Maharashtra and brought it to Latur in 20 tanker lorries containing 2,500 litres of drinking water each. The company distributed water among 500 families in severely drought hit areas with 100 litres of water for each family.





YOU HAVE THE DREAMS. WE GIVE THE WINGS.

Belief has many sides to it. For the last 130 years, we at Muthoot Pappachan Group have believed in the brighter side. We believe in limitless possibilities, seeking new pastures and building hopes for the future. The colour of trust and the colour of the future are one and the same. Believe in blue.



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