



Date: 07.07.2017

IDBI Trusteeship Services Limited

Asian Building, Ground Floor,
17, R. Kamani Marg, Ballard Estate,
Mumbai – 400001

Dear Sir/Madam,

Sub: Quarterly Compliance for Muthoot Microfin Ltd

Ref : 1. Consent letter No.5249/ITSL/OPR/CL/16-17/DEB/862 dated 25-11-2016

2. Consent letter No.5993/ITSL/OPR/CL/16-17/DEB/983 dated 28-12-2016

In accordance with the Debenture Trust Deed, Deed of Hypothecation dated 30.11.2016 and 29-12-2016, we have enclosed the following details for the purpose of Quarterly Compliance for the period ended 30.06.2017

1. Periodical Compliance report
2. Credit Rating Letters
3. Certificate from Chartered Accountant
4. Quarterly statement of investor complaints for the quarter ended 30.06.2017

Thanking You,

Yours faithfully,

For Muthoot Microfin Limited


Authorised Signatory

MUTHOOT MICROFIN LIMITED

CIN: U65190MH1992PLC066228

Regd. Office: 13th Floor, Parinee Crescenzo, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra - 400051

Administrative Office: 5th Floor, Muthoot Towers, M.G. Road, Kochi, Kerala - 682035 Tel: +91-484-4277500, F: +91-484-2351494 E: info@muthootmicrofin.com

www.muthootmicrofin.com



SEBI REGULATORY PERIODICAL COMPLIANCE REPORT FOR THE QUARTER ENDED 30th JUNE, 2017 –

NCD I - (Consent letter No.5249/ITSL/OPR/CL/16-17/DEB/862 dated 25-11-2016)

Sr	Requirement	Compliance (Enclose proof in support of compliance)
1	Issue size	25 Crores (250 debentures of 10,00,000 each)
2	Public/ Rights/ Privately Placed	Privately Placed
3	Listed/ Unlisted	Listed
4	Secured/ Unsecured	Secured
5	Credit rating at the time of opening of issue and Credit rating as on date state revision if any	CRISIL A-/ STABLE . No revision in rating till date
6	Date of opening of issue	30-11-2016
7	Date of closure of issue	30-11-2016
8	Date of allotment	30-11-2016
9	Date of dispatch of Debentures/ Credit of Debentures to Debenture Holder's Demat account CDSL/ NSDL letters to be enclosed	06-12-2016
10	Date of execution of debenture trustee agreement	30-11-2016
11	Date of execution of trust deed	30-11-2016
12	Date of registration of charge with ROC (ROC certificate to be enclosed)	30-11-2016 (ROC Certificate already submitted)
13	Date of transfer of funds from Escrow account to the Issuer's Account (Letter of Banker's to issue to be enclosed)	NA
14	Names of the exchanges where debentures are listed	BSE Limited
15	Copy of Listing agreement to be enclosed	Already submitted
16	Number of debenture holders on the date of allotment with ISIN	1 - IFMR Capital Finance Private Limited ISIN - INE046W07032
17	Number of debenture holders at the end of the current quarter	1.Trivellore Thattai Varadarajan 2.Rohit Amritlal Kapadia 3.Almas Nazim Manekia
18	Valuation of properties as done by the approved valuer. Name of the valuer and amount of valuation to be given	NA

MUTHOOT MICROFIN LIMITED

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19	Auditor's Certificate for utilization of issue proceeds under Regulation 15(1) of the SEBI (Debenture Trustees) Regulations, 1993.	Attached	
20	Issue wise (In case of multiple issues) Creation of Debenture Redemption Reserve as stipulated in the debenture trust deed/ Companies Act, 2013/ SEBI Guidelines duly supported by Auditor's Certificate.	Muthoot Microfin Ltd being a Non-Banking Financial Company registered with RBI and the debentures being privately placed, the requirement for creation of Debenture Redemption Reserve is not applicable	
21	Payment of interest up to the last due date (Interest payment confirmation letter written to IDBI Trusteeship Services Ltd. To be attached)	The first interest is due on 30/11/2017	
22	Status of redemption of Debentures on due dates upto the last due date (Redemption confirmation letter written to IDBI Trusteeship Services Ltd. To be attached)	Redemption date (Bullet) is 30-11-2019	
23	The properties secured for the debentures are adequately insured and policies are in the joint names of the Trustees. Please enclose a copy of Insurance Policy	NA	
24	In case of default (Principal & Interest), number of installments defaulted at the end of quarter with amount overdue (give due date wise Principal & Interest separately and reasons therefor)	Nil	
25	Breach of any Covenants of Debenture Trust deed/ Information Memorandum/ Disclosure Document/ Term Sheet (Please specify)	NIL	
26	Minimum Security Cover/ Asset Cover required as per Information Memorandum/ Offer document	Required as per offer document	Maintained as on date.
		1.0 times	1.12 times
27	A statement that the assets of the body corporate and the Guarantor, if any which are available by way of security are sufficient to discharge the claims of the debenture holders as and when they become due. (Security Cover Ratio)	Refer Certificate from Chartered Accountant	



28	Redemption Schedule	<table><tr><th>Sr</th><th>Due date</th><th>Amount of Installment</th><th>Date of payment in r/o due dates fallen due</th></tr><tr><td>1</td><td>30.11.2019</td><td>25 Crores</td><td></td></tr></table>	Sr	Due date	Amount of Installment	Date of payment in r/o due dates fallen due	1	30.11.2019	25 Crores	
Sr	Due date	Amount of Installment	Date of payment in r/o due dates fallen due							
1	30.11.2019	25 Crores								
29	List containing names, addresses and email ids of debenture holders at the end of quarter i.e as on 30/06/2017, to be enclosed.	Attached								
30	The number and nature of complaints/ grievances received, number of complaints/ grievances resolved and number of complaints/ grievance pending at the end of quarter. Please enclose list containing the names of complainants, nature of complaints, date of resolution of complaints etc.	Please refer the quarterly statement of Investor Complaints submitted to BSE, annexed herewith								
31	Any major change in composition of Board of Directors, which may amount to change in control as defined in SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.	The revised list has been attached.								
32	Submission Half yearly communications to stock exchanges on half yearly basis under Regulation 52(4) and 52(5) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 duly countersigned by the trustee.	Half yearly communications to SE has been submitted (copies attached)								
33	Form GNL 2, PAS 3 along with Information Memorandum (in PAS 4) and PAS 5 along with challan filed with Registrar of Companies. Confirmation the said filing has been done within 30 days from the date of Information Memorandum.	Already submitted								
34	Form PAS 5 along with Information Memorandum filed with SEBI along with acknowledgement receipt. (if applicable). Confirmation the said	Already submitted								



	filing has been done within 30 days from the date of Information Memorandum.	
35	Form MGT 14 in respect of the shareholder and board resolution for issue of debentures along with challan filed with Registrar of Companies.	Already submitted
36	Accounts for this quarter.	Audited financials for FY 16-17 attached. June provisional will be submitted before July 31st.
37	Cash flows of the Issuer are adequate for payment of interest and redemption of principal with details thereof.	The First Interest payment is due on November 30,2017 and the redemption date is November 30,2019
38	<p>(i) Certificate from Director/ Managing Director of the issuer company and</p> <p>(ii) Certificate from an Independent Chartered Accountant certifying the value of book debts/ receivables as on 30th June 2017 in the following format:-</p> <p>(a) Valuation/amount of receivables charged for each issue</p> <p>(b) Less Valuation/ amount of Receivables charged stands repaid</p> <p>(c) Less Valuation/ amount of charged Non Performing Receivables</p> <p>(d) Net value of charged Standard/ Performing/ No default Receivables</p> <p>(e) Security cover for the debentures</p> <p>(iii) Certificate from Statutory Auditor giving the value of book debts/ receivables for the Financial year 2015-16 (As on 31st March 2016) and 2016-17 (As on 31st March, 2017)</p>	<p>Certificate from CFO attached</p> <p>Attached</p>

For Muthoot Microfin Limited

[Signature]
Authorised Signatory

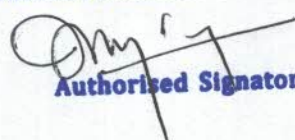


LIST OF DEBENTURE HOLDERS

ISIN	Name of Debenture holder	Address	Email ID
INE046W07032	TRIVELLORE THATTAI VARADARAJAN	HSBC SECURITIES SERVICES	custody.corpact.in@hsbc.co.in
INE046W07032	ROHIT AMRITLAL KAPADIA	11TH FLR, BLDG NO.3, NESCO - IT PARK	
INE046W07032	ALMAS NAZIM MANEKIA	NESCO COMPLEX, W E HIGHWAY, GOREGAON EAST, MUMBAI -400063	



For Muthoot Microfin Limited

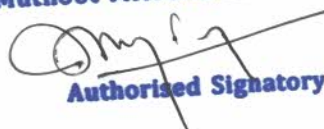

Authorised Signatory



List of Directors of the Company

Director Name	DIN	Address	Date of Appointment	Designation	Shareholding (%)
Thomas John Muthoot	00011618	TC 4/1008(1), Kowdiar P.O, Trivandrum, Kerala-695003	08/05/2017	Director	5.07%
Thomas George Muthoot	00011552	Muthoot Towers, College Road P.O, M G Road, Ernakulam, Kerala - 6832035	08/05/2017	Director	5.07%
Thomas Muthoot	00082099	Muthoot Towers, 6 th Floor, M G Road, Opp.Abad Plaza, Ernakulam, Kerala - 682035	08/05/2017	Director	5.09%
Thomas Muthoot John	07557585	TC 4/1008(1), Kowdiar P.O, Trivandrum, Kerala-695003	01/12/2016	Director	Nil
Kenneth Dan Vander Weele	02545813	445 East North Water Street, #2101 Chicago, IL 60611 USA	27/12/2016	Director	Nil
Alok Prasad	00080225	144 Vista Villas, Sector - 46, Gurugram, 122001	10/05/2017	Independent Director	Nil

For Muthoot Microfin Limited


Authorised Signatory

MUTHOOT MICROFIN LIMITED

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

Dear Sir/Madam,

Sub: Confirmation to IDBI Trusteeship Services Limited for the Quarter ended 30.06.2017

I, Praveen T, Chief Financial Officer of Muthoot Microfin Ltd hereby confirm the following for the quarter ended 30.06.2017:

Particulars	Observations
The Security Cover is available and is maintained in accordance with the terms of issue of Debentures	The security Cover as stated in the Trust deed dated 30.11.2016, is available and maintained as on 30.06.2017 as given in Annexure I

Thanking You,

Yours faithfully,

For Muthoot Microfin Limited


Praveen T
Chief Financial Officer
Ernakulam

07-07-2017

MUTHOOT MICROFIN LIMITED

CIN: U65190MH1992PLC066228

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ANNEXURE I

Particulars	
Type of Security	Secured, Rated, Listed, Redeemable, Non Convertible Debentures (Series MML III)
Allotted on	30.11.2016
Total Nominal Value	Rs.25 Crores
Total Paid up Value	Rs.25 Crores
Trustee	IDBI Trusteeship Services Limited
Outstanding principal amount of debentures as on June 30 th 2017, under the Debenture Trust Deed executed on 30.11.2016	Rs.25 Crores
Amount of receivables charged (earmarked) for the above issue	Rs.28 Crores
Security Cover for the Debenture	112%

For Muthoot Microfin Limited
Praveen T
Chief Financial Officer



To,

BSE Limited,
P.J. Towers, Dalal Street,
Mumbai – 400 001.

Dear Sir/Madam,

Pursuant to the Regulation 13(3) of the Securities and Exchange Board of India (Listing obligations and Disclosure Requirements) Regulations 2015, we enclose a statement of investor complaints for the quarter ended 30.06.2017.

Thanking you,

Yours faithfully,

For Muthoot Microfin Limited


Company Secretary

Ernakulam
03-07-2017

MUTHOOT MICROFIN LIMITED

CIN: U65190MH1992PLC066228

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MUTHOOT MICROFIN LIMITED

STATEMENT OF INVESTOR COMPLAINTS For the quarter ended 30.06.2017

Investor Complaints	
Pending at the beginning of the quarter	Nil
Add: Received during the quarter	Nil
Less: Disposed during the quarter	Nil
Unresolved at the end of the quarter	Nil
Total	Nil

For Muthoot Microfin Limited


Company Secretary

CERTIFICATE

We have verified the books of accounts and other relevant records, produced before us by **M/s. Muthoot Microfin Ltd** (hereinafter referred to as "the Company"), having its **Registered Office at 13th Floor, Parinee Crescenzo, Bandra Kurla Complex, Bandra East, Mumbai 400051**. On the basis of such verification and information and explanations given to us, we certify the following, for the quarter ending 30th June 2017:

Particulars	Observations
The Security Cover is available and is maintained in accordance with the terms of issue of Debentures	The security Cover as stated in the Trust deed dated 30.11.2016, is available and maintained as on 30.06.2017 as given in Annexure I

This certificate is issued for the purpose of submission to IDBI Trusteeship Services limited.

Kochi

13.07.2017



For Krishna & Vinod
F.R.N. 013152S
Chartered Accountants

VINOD. N. FCA
Partner
(M.No. 225862)

ANNEXURE I

Particulars	
Type of Security	Secured, Rated, Listed, Redeemable, Non Convertible Debentures (Series MML III)
Allotted on	30.11.2016
Total Nominal Value	Rs.25 Crores
Total Paid up Value	Rs.25 Crores
Trustee	IDBI Trusteeship Services Limited
Outstanding principal amount of debentures as on June 30 th 2017, under the Debenture Trust Deed executed on 30.11.2016	Rs.25 Crores
Amount of receivables charged (earmarked) for the above issue	Rs.28 Crores
Security Cover for the Debenture	112%



Ref. No. 1139/ITSL/OPR/17-18
May 10, 2017

To,

Muthoot Microfin Limited
5th Floor, Muthoot Towers,
M.G.Road, Cochin - 682035
Kerala

Kind attn.: Mr. Praveen T

Subject: Certificate u/r 52(5) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, for Debentures issued by Muthoot Microfin Limited for the half year ended 31st March, 2017.

Dear Sir,

We are acting as Debenture Trustee for the Secured Redeemable Non-Convertible Debentures issued by Muthoot Microfin Limited ("The Company").

In terms of the provisions of Regulation 52(5) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, ('Regulations') we certify that we have taken note of the disclosures made by the Company in the letter enclosed hereto, under Regulation 52(4).

Thanking you.

Yours faithfully,

IDBI Trusteeship Services Limited


Authorized Signatory

Encl. As above

To,
Assistant Manager, Listing Operations
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai – 400 001.



Dear Sir/Madam,

Sub: Compliance of Regulation 52 (4) and (5) of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015

Ref – Scrip Code 955355, Notice No.2061209-19 dated 09/12/2016, with respect to listing of Debt Instrument 12.00% Redeemable Secured Rated Non Convertible Debentures Series MML III – Quantity 250 of Rs.10,00,000/- each fully paid up.

In compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as per clause 52(4)&(5), we herewith submit the following documents/details for the half year ended 31st March 2017.

Particulars	Remarks
Credit Rating	CRISIL A- Stable
Asset Cover available	Book Debts to the extent 112% of NCD outstanding
Payment of Interest/Principal upto the last due dates	The first instalment of interest is due on 30 th Nov 2017
Future Interest and Redemption details	Future interests are due Yearly from 30/11/2017 to 29/11/2019 Redemption date - 29/11/2019
Debt Equity Ratio	5.85
Debt Service Coverage ratio	NA
Interest coverage ratio	NA
Debenture Redemption Reserve	Nil
Networth	189.02 Cr
Netprofit after tax	37.04 Cr
Earnings per share :	
Basic	4.88
Diluted	4.81

Kindly take the same on record

Thanking you,

Yours faithfully,
For Muthoot Microfin Limited

Praveen T
Ernakulam Chief Financial Officer
08/05/2017

MUTHOOT MICROFIN LIMITED

CIN: U65190MH1992PLC066228

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To,
Assistant Manager, Listing Operations,
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai – 400 001.



Dear Sir/Madam,

Sub: Compliance of Regulation 52 (4) and (5) of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015

Ref – Scrip Code 955549, Notice No.20170117-14 dated 17/01/2017, with respect to listing of Debt Instrument 12.00% Redeemable Secured Rated Non Convertible Debentures Series MML IV – Quantity 400 of Rs.10,00,000/- each fully paid up.

In compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as per clause 52(4)&(5), we herewith submit the following documents/details for the half year ended 31st March 2017.

Particulars	Remarks
Credit Rating	CRISIL A- Stable
Asset Cover available	Book Debts to the extent 117% of NCD outstanding
Payment of Interest/Principal upto the last due dates	The first instalment of interest was due on 28 th March 2017 and was duly paid on due date
Future Interest and Redemption details	Future interests are due quarterly from 28/06/2017 to 27/12/2019 Redemption date - 27/12/2019
Debt Equity Ratio	5.85
Debt Service Coverage ratio	NA
Interest coverage ratio	NA
Debenture Redemption Reserve	Nil
Networth	189.02 Cr
Netprofit after tax	37.04 Cr
Earnings per share :	
Basic	4.88
Diluted	4.81

Kindly take the same on record

Thanking you,

For Muthoot Microfin Limited
Yours faithfully,

A handwritten signature in black ink, appearing to be 'Praveen T.', written over a horizontal line.

Chief Financial Officer

Ernakulam

08/05/2017

MUTHOOT MICROFIN LIMITED

CIN: U65190MH1992PLC066228

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CONFIDENTIAL

MUMILI/168033/NCD/111604259
November 29, 2016

Mr. Sadaf Sayeed
Chief Executive Officer
Muthoot Microfin Limited
Muthoot Towers, 5th Floor
M.G. Road
Kochi - 682035

Dear Mr. Sadaf Sayeed,

Re: CRISIL Rating on the Rs.650 Million Non-Convertible Debentures of Muthoot Microfin Limited

We refer to your request for a rating for the captioned Non-Convertible Debentures.

CRISIL has, after due consideration, assigned its "**CRISIL A-/Stable**" (pronounced as CRISIL A minus rating with Stable outlook) rating to the captioned debt instrument. Instruments with this rating are considered to have adequate degree of safety regarding timely servicing of financial obligations. Such instruments carry low credit risk.

For the purpose of issuance of the captioned debt instrument, this letter is valid for 180 calendar days from the date of the letter. In the event of your company not placing the above instrument within this period, or in the event of any change in the size/structure of your proposed issue, the rating shall have to be reviewed and a letter of revalidation shall have to be issued to you. Once the instrument is issued, the above rating is valid throughout the life of the captioned debt instrument.

As per our Rating Agreement, CRISIL would disseminate the rating along with outlook through its publications and other media, and keep the rating along with outlook under surveillance for the life of the instrument. CRISIL reserves the right to suspend, withdraw or revise the ratings assigned to the captioned instrument at any time, on the basis of new information, or unavailability of information or other circumstances, which CRISIL believes, may have an impact on the rating.

As per the latest SEBI circular (reference number: CIR/IMD/DF/17/2013; dated October 22, 2013) on centralized database for corporate bonds/debentures, you are required to provide international securities identification number (ISIN; along with the reference number and the date of the rating letter) of all bond/debenture issuances made against this rating letter to us. The circular also requires you to share this information with us within 2 days after the allotment of the ISIN. We request you to mail us all the necessary and relevant information at debtissue@crisil.com. This will enable CRISIL to verify and confirm to the depositories, including NSDL and CDSL, the ISIN details of debt rated by us, as required by SEBI. Feel free to contact us for any clarifications you may have at debtissue@crisil.com

Should you require any clarifications, please feel free to get in touch with us.

With warm regards,

Yours sincerely,



Suresh Krishnamurthy
Director - CRISIL Ratings



Nivedita Shibu
Associate Director - CRISIL Ratings



A CRISIL rating reflects CRISIL's current opinion on the likelihood of timely payment of the obligations under the rated instrument and does not constitute an audit of the rated entity by CRISIL. CRISIL ratings are based on information provided by the issuer or obtained by CRISIL from sources it considers reliable. CRISIL does not guarantee the completeness or accuracy of the information on which the rating is based. A CRISIL rating is not a recommendation to buy, sell, or hold the rated instrument; it does not comment on the market price or suitability for a particular investor. All CRISIL ratings are under surveillance. Ratings are revised as and when circumstances so warrant. CRISIL is not responsible for any errors and especially states that it has no financial liability whatsoever to the subscribers / users / transmitters / distributors of this product. CRISIL Ratings rating criteria are available without charge to the public on the CRISIL web site, www.crisil.com. For the latest rating information on any instrument of any company rated by CRISIL, please contact Customer Service Helpdesk at 1800-267-1301.

CRISIL Limited

Corporate Identity Number: L67120MH1987PLC042363

Details of the Rs.650 Million Non-Convertible Debentures of Muthoot Microfin Limited

	1st tranche		2nd tranche		3rd tranche	
Instrument Series:						
Amount Placed:						
Maturity Period:						
Put or Call Options (if any):						
Coupon Rate:						
Interest Payment Dates:						
Principal Repayment Details:	Date	Amount	Date	Amount	Date	Amount
Investors:						
Trustees:						

In case there is an offer document for the captioned Debt issue, please send us a copy of it.

A CRISIL rating reflects CRISIL's current opinion on the likelihood of timely payment of the obligations under the rated instrument and does not constitute an audit of the rated entity by CRISIL. CRISIL ratings are based on information provided by the issuer or obtained by CRISIL from sources it considers reliable. CRISIL does not guarantee the completeness or accuracy of the information on which the rating is based. A CRISIL rating is not a recommendation to buy, sell, or hold the rated instrument; it does not comment on the market price or suitability for a particular investor. All CRISIL ratings are under surveillance. Ratings are revised as and when circumstances so warrant. CRISIL is not responsible for any errors and especially states that it has no financial liability whatsoever to the subscribers / users / transmitters / distributors of this product. CRISIL Ratings rating criteria are available without charge to the public on the CRISIL web site, www.crisil.com. For the latest rating information on any instrument of any company rated by CRISIL, please contact Customer Service Helpdesk at 1800-267-1301.

CRISIL Limited

Corporate Identity Number: L67120MH1987PLC042363



**SEBI REGULATORY PERIODICAL COMPLIANCE REPORT FOR THE QUARTER
ENDED 30th JUNE, 2017-**

NCD II- . Consent letter No.5993/ITSL/OPR/CL/16-17/DEB/983 dated 28-12-2016

Sr	Requirement	Compliance (Enclose proof in support of compliance)
1	Issue size	40 Crores (400 debentures of 10,00,000 each)
2	Public/ Rights/ Privately Placed	Privately Placed
3	Listed/ Unlisted	Listed
4	Secured/ Unsecured	Secured
5	Credit rating at the time of opening of issue and Credit rating as on date state revision if any	CRISIL A-/ STABLE (Rating letter enclosed)
6	Date of opening of issue	29-12-2016
7	Date of closure of issue	29-12-2016
8	Date of allotment	29-12-2016
9	Date of dispatch of Debentures/ Credit of Debentures to Debenture Holder's Demat account CDSL/ NSDL letters to be enclosed	13-01-2017
10	Date of execution of debenture trustee agreement	29-12-2016
11	Date of execution of trust deed	29-12-2016
12	Date of registration of charge with ROC (ROC certificate to be enclosed)	27/02/2017 (ROC Certificate already submitted)
13	Date of transfer of funds from Escrow account to the Issuer's Account (Letter of Banker's to issue to be enclosed)	NA
14	Names of the exchanges where debentures are listed	BSE Limited
15	Copy of Listing agreement to be enclosed	Already submitted
16	Number of debenture holders on the date of allotment with ISIN	1 - Hinduja Leyland Finance Limited
17	Number of debenture holders at the end of the current quarter	Hinduja Leyland Finance Limited
18	Valuation of properties as done by the approved valuer. Name of the valuer and amount of valuation to be given	NA
19	Auditor's Certificate for utilization of issue proceeds under Regulation 15(1)	Already submitted in previous quarter compliance



MUTHOOT MICROFIN LIMITED

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www.muthootmicrofin.com

	of the SEBI (Debenture Trustees) Regulations, 1993.				
20	Issue wise (In case of multiple issues) Creation of Debenture Redemption Reserve as stipulated in the debenture trust deed/ Companies Act, 2013/ SEBI Guidelines duly supported by Auditor's Certificate.	Muthoot Microfin Ltd being a Non-Banking Financial Company registered with RBI and the debentures being privately placed, the requirement for creation of Debenture Redemption Reserve is not applicable			
21	Payment of interest up to the last due date (Interest payment confirmation letter written to IDBI Trusteeship Services Ltd. To be attached)	The first interest was due on 28/03/2017 and second on 28/06/2017. The same was paid on due date. Confirmation letter attached. Next interest is due on 28/09/2017			
22	Status of redemption of Debentures on due dates upto the last due date (Redemption confirmation letter written to IDBI Trusteeship Services Ltd. To be attached)	Redemption date (Bullet) is 27-12-2019			
23	The properties secured for the debentures are adequately insured and policies are in the joint names of the Trustees. Please enclose a copy of Insurance Policy	NA			
24	In case of default (Principal & Interest), number of installments defaulted at the end of quarter with amount overdue (give due date wise Principal & Interest separately and reasons therefor)	Nil			
25	Breach of any Covenants of Debenture Trust deed/ Information Memorandum/ Disclosure Document/ Term Sheet (Please specify)	NIL			
26	Minimum Security Cover/ Asset Cover required as per Information Memorandum/ Offer document	Required as per offer document	Maintained as on date.		
		1.10 times	1.17 times		
27	A statement that the assets of the body corporate and the Guarantor, if any which are available by way of security are sufficient to discharge the claims of the debenture holders as and when they become due. (Security Cover Ratio)	Refer Certificate from Chartered Accountant			
28	Redemption Schedule	Sr	Due date	Amount of Installment	Date of payment

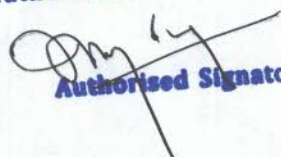


				in r/o due dates fallen due
		1	27.12.2019	40 Crores
29	List containing names, addresses and email ids of debenture holders at the end of quarter i.e as on 30/06/2017, to be enclosed.	Hinduja Leyland Finance Limited, Regd Office:No.1, Sardar Patel Road, Guindy, Chennai -600032 Compliance@hindujaleylandfinance.com		
30	The number and nature of complaints/ grievances received, number of complaints/ grievances resolved and number of complaints/ grievance pending at the end of quarter. Please enclose list containing the names of complainants, nature of complaints, date of resolution of complaints etc.	Please refer the quarterly statement of Investor Complaints submitted to BSE, annexed herewith		
31	Any major change in composition of Board of Directors, which may amount to change in control as defined in SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.	The revised list has been attached.		
32	Submission Half yearly communications to stock exchanges on half yearly basis under Regulation 52(4) and 52(5) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 duly countersigned by the trustee.	Half yearly communications to SE has been submitted (copies attached)		
The 33	Form GNL 2, PAS 3 along with Information Memorandum (in PAS 4) and PAS 5 along with challan filed with Registrar of Companies. Confirmation the said filing has been done within 30 days from the date of Information Memorandum.	Already submitted		
34	Form PAS 5 along with Information Memorandum filed with SEBI along with acknowledgement receipt. (if applicable). Confirmation the said filing has been done within 30 days	Already submitted		



	from the date of Information Memorandum.	
35	Form MGT 14 in respect of the shareholder and board resolution for issue of debentures along with challan filed with Registrar of Companies.	Already submitted
36	Accounts for this quarter.	Audited financials for FY 16-17 attached. June provisional will be submitted before July 31st
37	Cash flows of the Issuer are adequate for payment of interest and redemption of principal with details thereof.	Audited financials for FY 16-17 attached. June provisional will be submitted before July 31st
38	<p>(i) Certificate from Director/ Managing Director of the issuer company and</p> <p>(ii) Certificate from an Independent Chartered Accountant certifying the value of book debts/ receivables as on 30th June, 2017 in the following format:-</p> <p>(a) Valuation/amount of receivables charged for each issue</p> <p>(b) Less Valuation/ amount of Receivables charged stands repaid</p> <p>(c) Less Valuation/ amount of charged Non Performing Receivables</p> <p>(d) Net value of charged Standard/ Performing/ No default Receivables</p> <p>(e) Security cover for the debentures</p> <p>(iii) Certificate from Statutory Auditor giving the value of book debts/ receivables for the Financial year 2015-16 (As on 31st March 2016) and 2016-17 (As on 31st March, 2017)</p>	<p>Certificate from CFO attached</p> <p>Attached</p>

For Muthoot Microfin Limited


Authorised Signatory



List of Directors of the Company

Director Name	DIN	Address	Date of Appointment	Designation	Shareholding (%)
Thomas John Muthoot	00011618	TC 4/1008(1), Kowdiar P.O, Trivandrum, Kerala-695003	08/05/2017	Director	5.07%
Thomas George Muthoot	00011552	Muthoot Towers, College Road P.O, M G Road, Ernakulam, Kerala - 6832035	08/05/2017	Director	5.07%
Thomas Muthoot	00082099	Muthoot Towers, 6 th Floor, M G Road, Opp.Abad Plaza, Ernakulam, Kerala - 682035	08/05/2017	Director	5.09%
Thomas Muthoot John	07557585	TC 4/1008(1), Kowdiar P.O, Trivandrum, Kerala-695003	01/12/2016	Director	Nil
Kenneth Dan Vander Weele	02545813	445 East North Water Street, #2101 Chicago, IL 60611 USA	27/12/2016	Director	Nil
Alok Prasad	00080225	144 Vista Villas, Sector - 46, Gurugram, 122001	10/05/2017	Independent Director	Nil

For Muthoot Microfin Limited


Authorised Signatory

MUTHOOT MICROFIN LIMITED

CIN: U65190MH1992PLC066228

Regd. Office: 13th Floor, Parinee Crescenzo, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra - 400051

Administrative Office: 5th Floor, Muthoot Towers, M.G. Road, Kochi, Kerala - 682035 Tel: +91-484-4277500, F: +91-484-2351494 E: info@muthootmicrofin.com

www.muthootmicrofin.com



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

Dear Sir/Madam,

Sub: Confirmation to IDBI Trusteeship Services Limited for the Quarter ended 30.06.2017

I, Praveen T, Chief Financial Officer of Muthoot Microfin Ltd hereby confirm the following for the quarter ended 30.06.2017:

Particulars	Observations
The Security Cover is available and is maintained in accordance with the terms of issue of Debentures	The security Cover as stated in the Trust deed dated 29.12.2016, is available and maintained as on 30.06.2017 as given in Annexure I

Thanking You,

Yours faithfully,

For Muthoot Microfin Limited


Praveen T
Chief Financial Officer

Ernakulam

07-07-2017

MUTHOOT MICROFIN LIMITED

CIN: U65190MH1992PLC066228

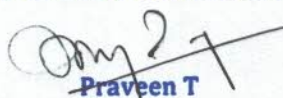
Regd. Office: 13th Floor, Parinee Crescenzo, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra - 400051

Administrative Office: 5th Floor, Muthoot Towers, M.G. Road, Kochi, Kerala - 682035 Tel: +91-484-4277500, F: +91-484-2351494 E: info@muthootmicrofin.com

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ANNEXURE I

Particulars	
Type of Security	Secured, Rated, Listed, Redeemable, Non Convertible Debentures (Series MML IV)
Allotted on	29.12.2016
Total Nominal Value	Rs.40 Crores
Total Paid up Value	Rs.40 Crores
Trustee	IDBI Trusteeship Services Limited
Outstanding principal amount of debentures as on June 30 th 2017, under the Debenture Trust Deed executed on 29.12.2016	Rs.40 Crores
Amount of receivables charged (earmarked) for the above issue	Rs.47 Crores
Security Cover for the Debenture	117%

For Muthoot Microfin Limited
Praveen T
Chief Financial Officer



To,

BSE Limited,
P.J. Towers, Dalal Street,
Mumbai – 400 001.

Dear Sir/Madam,

Pursuant to the Regulation 13(3) of the Securities and Exchange Board of India (Listing obligations and Disclosure Requirements) Regulations 2015, we enclose a statement of investor complaints for the quarter ended 30.06.2017.

Thanking you,

Yours faithfully,

For Muthoot Microfin Limited


Company Secretary

Ernakulam
03-07-2017

MUTHOOT MICROFIN LIMITED

CIN: U65190MH1992PLC066228

Regd. Office: 13th Floor, Parinee Crescenzo, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra - 400051

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www.muthootmicrofin.com

MUTHOOT MICROFIN LIMITED

STATEMENT OF INVESTOR COMPLAINTS For the quarter ended 30.06.2017

Investor Complaints	
Pending at the beginning of the quarter	Nil
Add: Received during the quarter	Nil
Less: Disposed during the quarter	Nil
Unresolved at the end of the quarter	Nil
Total	Nil

For Muthoot Microfin Limited


Company Secretary

Ref. No. 1139/ITSL/OPR/17-18
May 10, 2017

To,

Muthoot Microfin Limited
5th Floor, Muthoot Towers,
M.G.Road, Cochin - 682035
Kerala

Kind attn.: Mr. Praveen T

Subject: Certificate u/r 52(5) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, for Debentures issued by Muthoot Microfin Limited for the half year ended 31st March, 2017.

Dear Sir,

We are acting as Debenture Trustee for the Secured Redeemable Non-Convertible Debentures issued by Muthoot Microfin Limited ("The Company").

In terms of the provisions of Regulation 52(5) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, ('Regulations') we certify that we have taken note of the disclosures made by the Company in the letter enclosed hereto, under Regulation 52(4).

Thanking you.

Yours faithfully,

IDBI Trusteeship Services Limited


Authorized Signatory

Encl. As above

To,
Assistant Manager, Listing Operations
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai – 400 001.



Dear Sir/Madam,

Sub: Compliance of Regulation 52 (4) and (5) of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015

Ref – Scrip Code 955355, Notice No.2061209-19 dated 09/12/2016, with respect to listing of Debt Instrument 12.00% Redeemable Secured Rated Non Convertible Debentures Series MML III – Quantity 250 of Rs.10,00,000/- each fully paid up.

In compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as per clause 52(4)&(5), we herewith submit the following documents/details for the half year ended 31st March 2017.

Particulars	Remarks
Credit Rating	CRISIL A- Stable
Asset Cover available	Book Debts to the extent 112% of NCD outstanding
Payment of Interest/Principal upto the last due dates	The first instalment of interest is due on 30 th Nov 2017
Future Interest and Redemption details	Future interests are due Yearly from 30/11/2017 to 29/11/2019 Redemption date - 29/11/2019
Debt Equity Ratio	5.85
Debt Service Coverage ratio	NA
Interest coverage ratio	NA
Debenture Redemption Reserve	Nil
Networth	189.02 Cr
Netprofit after tax	37.04 Cr
Earnings per share :	
Basic	4.88
Diluted	4.81

Kindly take the same on record

Thanking you,

Yours faithfully,
For Muthoot Microfin Limited

Praveen T

Ernakulam Chief Financial Officer
08/05/2017

MUTHOOT MICROFIN LIMITED

CIN: U65190MH1992PLC066228

Regd. Office: 13th Floor, Parinee Crescenzo, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra - 400051

Administrative Office: 5th Floor, Muthoot Towers, M.G. Road, Kochi, Kerala - 682035 Tel: +91-484-4277500, F: +91-484-2351494 E: info@muthootmicrofin.com

To,
Assistant Manager, Listing Operations,
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai – 400 001.



Dear Sir/Madam,

Sub: Compliance of Regulation 52 (4) and (5) of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015

Ref – Scrip Code 955549, Notice No.20170117-14 dated 17/01/2017, with respect to listing of Debt Instrument 12.00% Redeemable Secured Rated Non Convertible Debentures Series MML IV – Quantity 400 of Rs.10,00,000/- each fully paid up.

In compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as per clause 52(4)&(5), we herewith submit the following documents/details for the half year ended 31st March 2017.

Particulars	Remarks
Credit Rating	CRISIL A- Stable
Asset Cover available	Book Debts to the extent 117% of NCD outstanding
Payment of Interest/Principal upto the last due dates	The first instalment of interest was due on 28 th March 2017 and was duly paid on due date
Future Interest and Redemption details	Future interests are due quarterly from 28/06/2017 to 27/12/2019 Redemption date - 27/12/2019
Debt Equity Ratio	5.85
Debt Service Coverage ratio	NA
Interest coverage ratio	NA
Debenture Redemption Reserve	Nil
Networth	189.02 Cr
Netprofit after tax	37.04 Cr
Earnings per share :	
Basic	4.88
Diluted	4.81

Kindly take the same on record

Thanking you,

For Muthoot Microfin Limited
Yours faithfully,

Praveen T

Chief Financial Officer

Ernakulam

08/05/2017

MUTHOOT MICROFIN LIMITED

CIN: U65190MH1992PLC066228

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To,

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

Dear Sir,

Sub: Confirmation of Interest payment for Secured Redeemable Non Convertible Debentures
Ref: Consent letter No.5993/ITSL/OPR/CL/16-17/DEB/983 dated 28.12.2016

We, Muthoot Microfin Limited, a Public Limited Company having its registered office at 13th Floor, Parinee Crescenzo, Bandra Kurla Complex, Bandra East, Mumbai -400051, hereby confirm the interest payment for the following NCD on due date:

ISIN	Interest Due date	Amount Due	Date of payment
INE046W07040	28-06-2017	115,94,521.-	28-06-2017

Kindly take the same on record.

Thanking You

Yours Faithfully
For Muthoot Microfin Limited


Praveen T
Chief Financial Officer
Ernakulam
29.06.2017

MUTHOOT MICROFIN LIMITED

CIN: U65190MH1992PLC066228

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CONFIDENTIAL

MUMILI/169862/NCD/111604259
December 29, 2016

Mr. Sadaf Sayeed
Chief Executive Officer
Muthoot Microfin Limited
Muthoot Towers, 5th Floor
M.G. Road
Kochi - 682035

Dear Mr. Sadaf Sayeed,

Re: CRISIL Rating on the Rs.400 Million Non-Convertible Debentures of Muthoot Microfin Limited

We refer to your request for a rating for the captioned Non-Convertible Debentures.

CRISIL has, after due consideration, assigned its "**CRISIL A-/Stable**" (pronounced as CRISIL A minus rating with Stable outlook) rating to the captioned debt instrument. Instruments with this rating are considered to have adequate degree of safety regarding timely servicing of financial obligations. Such instruments carry low credit risk.

For the purpose of issuance of the captioned debt instrument, this letter is valid for 180 calendar days from the date of the letter. In the event of your company not placing the above instrument within this period, or in the event of any change in the size/structure of your proposed issue, the rating shall have to be reviewed and a letter of revalidation shall have to be issued to you. Once the instrument is issued, the above rating is valid throughout the life of the captioned debt instrument.

As per our Rating Agreement, CRISIL would disseminate the rating along with outlook through its publications and other media, and keep the rating along with outlook under surveillance for the life of the instrument. CRISIL reserves the right to suspend, withdraw or revise the ratings assigned to the captioned instrument at any time, on the basis of new information, or unavailability of information or other circumstances, which CRISIL believes, may have an impact on the rating.

As per the latest SEBI circular (reference number: CIR/IMD/DF/17/2013; dated October 22, 2013) on centralized database for corporate bonds/debentures, you are required to provide international securities identification number (ISIN; along with the reference number and the date of the rating letter) of all bond/debenture issuances made against this rating letter to us. The circular also requires you to share this information with us within 2 days after the allotment of the ISIN. We request you to mail us all the necessary and relevant information at debtissue@crisil.com. This will enable CRISIL to verify and confirm to the depositories, including NSDL and CDSL, the ISIN details of debt rated by us, as required by SEBI. Feel free to contact us for any clarifications you may have at debtissue@crisil.com

Should you require any clarifications, please feel free to get in touch with us.

With warm regards,

Yours sincerely,


Ajit Velonie
Director- CRISIL Ratings


Nivedita Shibu
Associate Director - CRISIL Ratings



A CRISIL rating reflects CRISIL's current opinion on the likelihood of timely payment of the obligations under the rated instrument and does not constitute an audit of the rated entity by CRISIL. CRISIL ratings are based on information provided by the issuer or obtained by CRISIL from sources it considers reliable. CRISIL does not guarantee the completeness or accuracy of the information on which the rating is based. A CRISIL rating is not a recommendation to buy, sell, or hold the rated instrument; it does not comment on the market price or suitability for a particular investor. All CRISIL ratings are under surveillance. Ratings are revised as and when circumstances so warrant. CRISIL is not responsible for any errors and especially states that it has no financial liability whatsoever to the subscribers / users / transmitters / distributors of this product. CRISIL Ratings rating criteria are available without charge to the public on the CRISIL web site, www.crisil.com. For the latest rating information on any instrument of any company rated by CRISIL, please contact Customer Service Helpdesk at 1800-267-1301.

CRISIL Limited

Corporate Identity Number: L67120MH1987PLC042363

Details of the Rs.400 Million Non-Convertible Debentures of Muthoot Microfin Limited

	<i>1st tranche</i>		<i>2nd tranche</i>		<i>3rd tranche</i>	
<i>Instrument Series:</i>						
<i>Amount Placed:</i>						
<i>Maturity Period:</i>						
<i>Put or Call Options (if any):</i>						
<i>Coupon Rate:</i>						
<i>Interest Payment Dates:</i>						
<i>Principal Repayment Details:</i>	Date	Amount	Date	Amount	Date	Amount
<i>Investors:</i>						
<i>Trustees:</i>						

In case there is an offer document for the captioned Debt issue, please send us a copy of it.

A CRISIL rating reflects CRISIL's current opinion on the likelihood of timely payment of the obligations under the rated instrument and does not constitute an audit of the rated entity by CRISIL. CRISIL ratings are based on information provided by the issuer or obtained by CRISIL from sources it considers reliable. CRISIL does not guarantee the completeness or accuracy of the information on which the rating is based. A CRISIL rating is not a recommendation to buy, sell, or hold the rated instrument; it does not comment on the market price or suitability for a particular investor. All CRISIL ratings are under surveillance. Ratings are revised as and when circumstances so warrant. CRISIL is not responsible for any errors and especially states that it has no financial liability whatsoever to the subscribers / users / transmitters / distributors of this product. CRISIL Ratings rating criteria are available without charge to the public on the CRISIL web site, www.crisil.com. For the latest rating information on any instrument of any company rated by CRISIL, please contact Customer Service Helpdesk at 1800-267-1301.

CRISIL Limited

Corporate Identity Number: L67120MH1987PLC042363