Date: 06.04.2017



Catalyst Trusteeship Limited B Wing, Mittal Tower, Nariman point Mumbai – 400002

Dear Sir/Madam,

Sub: Issue of NCDs: Statutory Compliance- Periodical reports for the quarter ended 31.03.2017

In accordance with the Debenture Trust Deed dated 23.11.2016 and consent letter issued No. CL/MUM/16-17/DEB/357, we provide herewith the following details for the purpose of Quarterly Compliance for the period ended 31.03.2017

1	Updated list of names and Address of Debenture Holders	 Blue Orchard-Microfinance Enhancement Facility SA, SICAV- SIF("MEF"), Bishkek, 720001, Kyrgystan
2	Details of any due and unpaid interest and principal payments	The First interest is due 29-05-2017 and redemption date (Bullet) is 29-11-2021
3	The number and nature of grievances received from the debenture holders, number of grievances resolved by the Company and grievances unresolved by the Company and the reasons for the same	NIL. Please refer the quarterly statement of Investor Complaints submitted to BSE annexed herewith.
4	A Statement that the assets of the body corporate which are available by way of security are sufficient to discharge the claims of the debenture holders as and when they become due. (Please furnish us a separate Certificate from a Practicing Chartered Accountant ("PCA") supporting the security cover certificate	Management certificate and CA certificate on Security Cover attached.
5	Details of any major change in composition of Board of Directors, if any, which may amount to change in control as defined in SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 1997	One independent Director Mr.Maneesh Srivastava has resigned w.e.f 10 th March 2017. Revised list attached.
6	Any revision in the rating of the debentures	Existing rating attached. No revision.

Thanking You,

Yours faithfully,

For Muthoot Microfin Limited

MUTHOOT MICROFIN LIMITED



Annexure

Muthoot Microfin Ltd

- Issue of Non-Convertible Debentures.

List of Consent Letters issued by

Catalyst Trusteeship Ltd (Erstwhile GDA Trusteeship Ltd)

Consent Letter No	Consent letter date	Issue Size	ISIN	Issue Size per ISIN
CL/MUM/16-17/DEB/357	21-Nov-16	70.00 Crores	INE046W07024	70 Crores
CL/MUM/16-17/DEB/322	13-Oct-16	70.00 Crores	INE046W07016	70 Crores

For Muthoot Microfin Limited



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 31.03.2017.

Thanking you,

Yours faithfully,

For Muthoot Microfin Limited

Company Secretary

Ernakulam 03-04-2017

Certified True Copy

For Muthoot Microfin Limited

MUTHOOT MICROFIN LIMITED

STATEMENT OF INVESTOR COMPLAINTS For the quarter ended 31.03.2017

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

For Muthoot Microfin Limited

Company Secretary

Certified True Copy

For Muthoot Microfin Limited



List of Directors of the Company

Director Name	DIN	Address	Date of Appointment	Designation	Occupation Service	
George Lamannil	03500455	E/402, Eternity, Teen Hath Naka, L.B.S Marg, Thane (w). Thane - 400 602, MH.	09/09/2013	Director		
Sabu Zacharias Kuncheria 06694766 KP - 3 / 2 Vadakara P.O, Triva		KP - 3 / 242 - (A), Vadakara, Nalanchira P.O, Trivandrum - 695 015, KL, IN	03/08/2015	Director	Service	
Thomas Muthoot John	07557585	TC 4/1008(1), Kowdiar P.O, Trivandrum, Kerala- 695003	01/12/2016	Additional Director	Service	
Keyur Chandrakant 07479107 Shah		94B Pandey House, Ground Floor, Cumballa Hill, A.K Marg, Mumbai 400036	01/12/2016	Additional Director	Service	
Kenneth Dan Vander Weele	02545813	445 East North Water Street, #2101 Chicago, IL 60611 USA	27/12/2016	Director	Service	

For Muthoot Microfin Limited



Catalyst Trusteeship Limited B Wing, Mittal Tower, Nariman point Mumbai – 400002

Dear Sir/Madam,

Sub: Confirmation to Catalyst Trusteeship Limited for the Quarter ended 31.03.2017

Ref: Consent Letter No. CL/MUM/16-17/DEB/357

I, Praveen T, Chief Financial Officer of Muthoot Microfin Ltd hereby confirm the following for the quarter ended 31.03.2017:

Particulars	Observations
The Security Cover is available and is	The security Cover as stated in the Trust deed dated 23.11.2016, is available and maintained as on 31.03.2017 as given in Annexure I

Thanking You,

Yours faithfully,

For Muthoot Microfin Limited

Chief Financial Officer

Ernakulam

06-04-2017

ANNEXURE I

Particulars	
Type of Security	Secured, Rated, Listed, Redeemable, Non Convertible Debentures
Allotment	29.11.2016
Total Nominal Value	Rs.70 Crores
Total Paid up Value	Rs.70 Crores
Trustee	Catalyst Trusteeship Limited
Outstanding principal amount of debentures as on March 31 st 2017, under the Debenture Trust Deed executed on 23.11.2016	Rs.70 Crores
Amount of receivables charged (earmarked) for the above issue	Rs.75 Crores
Security Cover for the Debenture	107%

For Muthoot Microfin Limited

Praveen T Chief Financial Officer





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 31st March 2017:

Particulars	Observations		
	The security Cover as stated in the Trust deed dated 26.10.2016 is free from any		
of issue of Debentures	charge and encumbrances and are available and maintained as on 31.03.2017 as given in Annexure-I		

This Certificate is issued at the request of the company for the purpose of submission to Catalyst Trusteeship limited.

Kochi 04.04.2017



For Krishna & Vinod F.R.N. 013452 S Chartered Accountants

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

KRISHNA & VINOD Chartered Accountants



ANNEXURE-I

Particulars	
Type of Security	Secured, Rated, Listed, Redeemable, Non Convertible Debentures
Allotment	28.10.2016
Total Nominal Value	Rs.70 Crores
Total Paid up Value	Rs.70 Crores
Trustee .	Catalyst Trusteeship Limited
Outstanding principal amount of debentures as on March 31st 2017, under the Debenture Trust Deed executed on 26.10.2016	Rs.70 Crores
Amount of receivables charged (earmarked) for the above issue	Rs.75 Crores
Security Cover for the Debenture	107%

Kochi 04.04.2017



Ratings

CONFIDENTIAL



MUMILI/166236/NCD/041601433/3100 November 22, 2016

Mr. Sadaf Sayeed Chief Executive Officer Muthoot Microfin Limited Muthoot Towers, 5th Floor, MG Road, Kerala, Cochin - 682035, India

Dear Mr. Sadaf Sayeed,

Re: CRISIL Rating on the Rs. 700 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

CRISIL COLOR

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 surveilance. 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.

Classification: EXTERNAL

CRISIL Limited

Corporate Identity Number: L67120MH1987PLC042363



Details of the Rs.700 Million Non-Convertible Debentures of Muthoot Microfin Limited

	1st ti	ranche	2nd tr	anche	3rd ti	anche
Instrument Series:						
Amount Placed:						
Maturity Period:						
Put or Call Options (if any):		17.				
Coupon Rate:						
Interest Payment Dates:		. 6		24	W 1 %	
Principal Repayment Details:	Date	Amount	Date	Amount	Date	Amount
	Ą					
				2		
					25	
Investors:						
						[0]
Trustees:						

In our a thoma in an offen o	locument for the captioned Debt issue, please send us a	r conv of it
in case inere is an oner o	meument for the cupitonea Debt issue, pieuse sena as a	· copy of ···

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 survillance. 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.

Classification: EXTERNAL

CRISIL Limited

Corporate Identity Number: L67120MH1987PLC042363

Date: 06.04.2017



Catalyst Trusteeship Limited B Wing, Mittal Tower, Nariman point Mumbai - 400002

Dear Sir/Madam,

Sub: Issue of NCDs: Statutory Compliance-Periodical reports for the quarter ended 31-03-2017

In accordance with the Debenture Trust Deed dated 26.10.2016 and consent letter issued No. CL/MUM/16-17/DEB/322, we provide herewith the following details for the purpose of Quarterly Compliance for the period ended 31.03.2017

1	Updated list of names and Address of Debenture Holders	Blue Orchard Microfinance Fund, Bishkek, 720001, Kyrgystan
2	Details of any due and unpaid interest and principal payments	The First interest is due 28-04-2017 and redemption date (Bullet) is 28-10-2021
3	The number and nature of grievances received from the debenture holders, number of grievances resolved by the Company and grievances unresolved by the Company and the reasons for the same	NIL. Please refer the quarterly statement of Investor Complaints submitted to BSE annexed herewith.
4	A Statement that the assets of the body corporate which are available by way of security are sufficient to discharge the claims of the debenture holders as and when they become due. (Please furnish us a separate Certificate from a Practicing Chartered Accountant ("PCA") supporting the security cover certificate	Management certificate and CA certificate on Security Cover attached.
5	Details of any major change in composition of Board of Directors, if any, which may amount to change in control as defined in SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 1997	One independent Director has resigned w.e.f 10 th March 2017. Revised list attached.
6	Any revision in the rating of the debentures	Existing rating attached. No revision.

Thanking You,

Yours faithfully,

For Muthoot Microfin Limited

MUTHOOT MICROFIN LIMITED

CIN: U65190MH1992PLC066228



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 31.03.2017.

Thanking you,

Yours faithfully,

For Muthoot Microfin Limited

Company Secretary

Ernakulam 03-04-2017

Certified True Copy

For Muthoot Microfin Limited

MUTHOOT MICROFIN LIMITED

STATEMENT OF INVESTOR COMPLAINTS For the quarter ended 31.03.2017

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

For Muthoot Microfin Limited

Company Secretary

Certified True Copy

For Muthoot Microfin Limited



Catalyst Trusteeship Limited

B Wing, Mittal Tower, Nariman point Mumbai – 400002

Dear Sir/Madam,

Sub: Confirmation to Catalyst Trusteeship Limited for the Quarter ended 31.03.2017

Ref: Consent Letter No. CL/MUM/16-17/DEB/322

I, Praveen T, Chief Financial Officer of Muthoot Microfin Ltd hereby confirm the following for the quarter ended 31.03.2017:

Particulars	Observations		
The Security Cover is available and is maintained in accordance with the terms of issue of Debentures			

Thanking You,

Yours faithfully,

For Muthoot Microfin Limited

Chief Financial Officer

Ernakulam

06-04-2017

ANNEXURE I

Particulars				
Type of Security	Secured, Rated, Listed, Redeemable, N Convertible Debentures			
Allotment	28.10.2016			
Total Nominal Value	Rs.70 Crores			
Total Paid up Value	Rs.70 Crores			
Trustee	Catalyst Trusteeship Limited			
Outstanding principal amount of debentures as on March 31st, 2017, under the Debenture Trust Deed executed on 26.10.2016				
Amount of receivables charged (earmarked) for the above issue	Rs.75 Cr			
Security Cover for the Debenture	107%			

For Muthoot Microfin Limited

Praveen T Chief Financial Officer





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 31st March 2017:

Particulars	Observations		
The Security Cover is available and is	The security Cover as stated in the Trust		
maintained in accordance with the terms	deed dated 23.11.2016, is free from ar		
of issue of Debentures	charge and encumbrances and are		
	available and maintained as on		
	31.03.2017 as given in Annexure-I		

This Certificate is issued at the request of the company for the purpose of submission to Catalyst Trusteeship limited.

Kochi 04.04.2017



For Krishna & Vinod F.R.N. 013452 S Chartered Accountants

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

KRISHNA & VINOD





ANNEXURE-I

Particulars				
Type of Security	Secured, Rated, Listed, Redeemable, Non Convertible Debentures			
Aliotment	29.11.2016			
Total Nominal Value	Rs.70 Crores			
Total Paid up Value	Rs.70 Crores			
Trustee	Catalyst Trusteeship Limited			
Outstanding principal amount of debentures as on March 31 st 2017, under the Debenture Trust Deed executed on	Rs.70 Crores			
23.11.2016				
Amount of receivables charged (earmarked) for the above issue	Rs.75 Crores			
Security Cover for the Debenture	107%			

Kochi 04.04.2017





Annexure

Muthoot Microfin Ltd

- Issue of Non-Convertible Debentures.

List of Consent Letters issued by

Catalyst Trusteeship Ltd (Erstwhile GDA Trusteeship Ltd)

Consent Letter No	Consent letter date	Issue Size	ISIN	Issue Size per ISIN
CL/MUM/16-17/DEB/357	21-Nov-16	70.00 Crores	INE046W07024	70 Crores
CL/MUM/16-17/DEB/322	13-Oct-16	70.00 Crores	INE046W07016	70 Crores

For Muthoot Microfin Limited



List of Directors of the Company

Director Name	DIN	Address	Date of Appointment	Designation	Occupation
George Lamannil	03500455	E/402, Eternity, Teen Hath Naka, L.B.S Marg, Thane (w). Thane - 400 602, MH. IN	09/09/2013	Director	Service
Sabu Zacharias Kuncheria	06694766	KP - 3 / 242 - (A), Vadakara, Nalanchira P.O, Trivandrum - 695 015, KL, IN	03/08/2015	Director	Service
Thomas Muthoot John	07557585	TC 4/1008(1), Kowdiar P.O, Trivandrum, Kerala- 695003	01/12/2016	Additional Director	Service
Keyur Chandrakant Shah	07479107	94B Pandey House, Ground Floor, Cumballa Hill, A.K Marg, Mumbai 400036	01/12/2016	Additional Director	Service
Kenneth Dan Vander Weele	02545813	445 East North Water Street, #2101 Chicago, IL 60611 USA	27/12/2016	Director	Service

For Muthoot Microfin Limited

Ratings





MUMILI/165978/NCD/041601433/3100 October 25, 2016

Mr. Sadaf Saveed Chief Executive Officer Muthoot Microfin Limited Muthoot Towers, 5th Floor, MG Road, Kerala. Cochin - 682035, India

Dear Mr. Sadaf Sayeed,

Re: CRISIL Rating on the Rs. 700 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 earry low credit

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, CRISH, 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 it are time, on the basis of new information, or unavailability of information or other circumstances, which CRISH believes, may have an impact on the rating.

As per the latest SEBI circular (reference number: CIR IMD DE 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 recession and relevant information at debtissue a cristicom. This will enable CRISE to verify and confirm of a depositories, including NSDL and CDSL, the ISIN details of debt rated by us assequated by SLBL Leaf tree? contact us for any clarifications you may have at debussue a 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 Sivedita Shibu Associate Director CRISH, Ratings

A CRISIL rating reflects CRISIL's current opinion on the akelhood of timely payment of the obligations under the rated in court does not constitute an audit of the rated entity by CRISIL CRISIL ratings are based on information provided by the sister in optained by CRISIL from sources it considers reliable CRISIL does not guarantee the completeness or accuracy, of the information rating is based. A CRISIL rating is not a recommendation to buy, self-or not the rated instrument, it does not commend to the market. price straight of a recommendation to buy sell or hold the rated instrument in does not commendation to buy sell or hold the rated mistrument in does not commendation to buy sell or not the rated and are considered and write the sell of the sell Service Helpdesk at 1800-267 1301

www.crisil.com

For Muthoot Microfin Limited

Corporate Identity Number L67 20MH1987PLC042363 Central Avenue, Hirapandani Business Park, Powar, Mumbar 400076. Phone: +91 22 3342 3000 | Fax. +91 22 4040 5500 Registered Office: CRISIL House, Cen

Ratings



Details of the Rs.700 Million Non-Convertible Debentures of Muthoot Microfin Limited

1st tranche	2nd tranche	3rd tranche
		AMALIAN (1991)
Date Amount	Date Amount	Date Amount
	Manager 1	
1		

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

Certified True Copy

For Muthoot Microfin Limited

Kedo True Copy

Company Secretary

For Muthoot Microfin Limited

Company Secretary

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, self-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 procumstancian warrant. CRISIL is not responsible for any eriors and especially states that it has an financial basis, whatsoever to the subscribe users? Itanismitters? distributors of this product. CRISIL Ratings rating enterial are available without in arge to the Latest rating information on any instrument of any company rated by CRISIL pieces contact Cristone. Service Helpdesk at 1800-267-1301.

Cassification: EXTERNAL Corporate Identity Number: L67120MH1987PLC042363