

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L65910KL1997PLC011300

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCT0343B

(ii) (a) Name of the company

MUTHOOT FINANCE LIMITED

(b) Registered office address

2 ND FLOOR MUTHOOTCHAMBERS OPP SARITHA
THEATRE COMPLEX
ERNAKULAM
Kerala
682018

(c) *e-mail ID of the company

cs@muthootgroup.com

(d) *Telephone number with STD code

04842394712

(e) Website

www.muthootgroup.com

(iii) Date of Incorporation

14/03/1997

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
	BSE Limited	1
	NSE Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) *Financial year From date 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

18/09/2021

(b) Due date of AGM

30/09/2021

(c) Whether any extension for AGM granted

Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance Service	K8	Other financial activities	96.85

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

7

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	ASIA ASSET FINANCE PLC		Subsidiary	72.92
2	MUTHOOT HOMEFIN (INDIA) L	U65922KL2011PLC029231	Subsidiary	100

3	MUTHOOT INSURANCE BROKE	U67200KL2002PTC015200	Subsidiary	100
4	BELSTAR MICROFINANCE LIMIT	U06599TN1988PTC081652	Subsidiary	70.01
5	MUTHOOT MONEY LIMITED	U65910KL1994PLC008454	Subsidiary	100
6	MUTHOOT TRUSTEE PRIVATE L	U67100MH2019PTC320254	Subsidiary	100
7	MUTHOOT ASSET MANAGEME	U65990MH2019PTC319547	Subsidiary	100

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	450,000,000	401,195,856	401,195,856	401,195,856
Total amount of equity shares (in Rupees)	4,500,000,000	4,011,958,560	4,011,958,560	4,011,958,560

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity				
Number of equity shares	450,000,000	401,195,856	401,195,856	401,195,856
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	4,500,000,000	4,011,958,560	4,011,958,560	4,011,958,560

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	5,000,000	0	0	0
Total amount of preference shares (in rupees)	5,000,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference				
Number of preference shares	5,000,000	0	0	0
Nominal value per share (in rupees)	1,000	1,000	1,000	1,000
Total amount of preference shares (in rupees)	5,000,000,000	0	0	0

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	142	401,037,184	401037326	4,010,373,2	4,010,373,;	
Increase during the year	0	158,530	158530	1,585,300	1,585,300	0
i. Public Issues	0	0	0	0	0	
ii. Rights issue	0	0	0	0	0	
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	158,530	158530	1,585,300	1,585,300	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify				0	0	
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				0	0	
At the end of the year	142	401,195,714	401195856	4,011,958,5	4,011,958,;	
Preference shares						

At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify				0	0	
<input type="text" value="-"/>						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				0	0	
<input type="text" value="-"/>						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE414G01012

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	<input type="text" value="30/09/2020"/>
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Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor		<input type="text"/>		
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>	
	Surname	middle name	first name	
Ledger Folio of Transferee		<input type="text"/>		
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>	
	Surname	middle name	first name	

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	86,596,786	1000&1000000	140,397,931,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			140,397,931,000

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	102,990,089,000	59,384,862,000	21,977,020,000	140,397,931,000
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

1

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Commercial Paper	78,000	500000	38,540,060,000	500000	38,540,060,000
Total	78,000		38,540,060,000		38,540,060,000

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

105,572,117,023

(ii) Net worth of the Company

152,388,931,415

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	130,892,700	32.63	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others -	0	0	0	
	Total	130,892,700	32.63	0	0

Total number of shareholders (promoters)

3

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage

1.	Individual/Hindu Undivided Family				
	(i) Indian	177,561,242	44.26	0	
	(ii) Non-resident Indian (NRI)	668,013	0.17	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	1,313,212	0.33	0	
4.	Banks	24,906	0.01	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	7,253	0	0	
7.	Mutual funds	23,442,190	5.84	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,023,119	0.26	0	
10.	Others Clearing Members, Trust, IEF	66,263,221	16.52	0	
	Total	270,303,156	67.39	0	0

Total number of shareholders (other than promoters)

160,786

**Total number of shareholders (Promoters+Public/
Other than promoters)**

160,789

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

1

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
Fund managed by Rus	1301 2ND AVE, 18TH FLOOR SEAT		US	7,253	0

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	4	3
Members (other than promoters)	67,535	160,786
Debenture holders	105,081	106,465

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	4	0	3	0	32.63	0
B. Non-Promoter	1	6	1	6	1.69	0
(i) Non-Independent	1	0	1	0	1.69	0
(ii) Independent	0	6	0	6	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	5	6	4	6	34.32	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

12

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
GEORGE ALEXANDER	00016787	Managing Director	43,630,900	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
GEORGE JACOB MUT	00018235	Whole-time director	43,630,900	
GEORGE THOMAS ML	00018281	Whole-time director	43,630,900	
JOSE MATHEW	00023232	Director	0	
PRATIP CHAUDHURI	00915201	Director	0	
VADAKKAKARA ANTO	01493737	Director	0	
RAVINDRA PISHAROD	01875848	Director	0	
USHA SUNNY	07215012	Director	0	
JACOB BENJAMIN KO	07901232	Director	0	
ALEXANDER GEORGE	00938073	Whole-time director	6,772,500	
RAJESH ACHUTHA W	AJPPA8277P	Company Secretary	297	
OOMMEN MAMMEN K	ALIPM8548A	CFO	95,415	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

3

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
MG George Muthoot	00018201	Whole-time director	05/03/2021	Death
Pamela Anna Mathew	00742735	Director	30/09/2020	Cessation
Usha Sunny	07215012	Additional director	30/11/2020	Appointment

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	30/09/2020	149,855	78	55.19

B. BOARD MEETINGS

*Number of meetings held

8

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	17/06/2020	11	10	90.91
2	18/07/2020	11	10	90.91
3	19/08/2020	11	11	100
4	05/09/2020	11	11	100
5	03/11/2020	10	10	100
6	30/11/2020	10	9	90
7	09/02/2021	11	10	90.91
8	19/02/2021	11	9	81.82

C. COMMITTEE MEETINGS

Number of meetings held

25

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	16/06/2020	4	4	100
2	Audit Committee	18/08/2020	4	4	100
3	Audit Committee	05/09/2020	4	4	100
4	Audit Committee	02/11/2020	3	3	100
5	Audit Committee	30/11/2020	3	3	100
6	Audit Committee	08/02/2021	3	3	100
7	Nomination & I	16/06/2020	3	3	100
8	Nomination & I	18/07/2020	3	3	100
9	Nomination & I	18/08/2020	3	3	100
10	Nomination & I	05/09/2020	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	18/09/2021
								(Y/N/NA)
1	GEORGE ALE	8	8	100	18	18	100	Yes
2	GEORGE JAC	8	8	100	0	0	0	Yes
3	GEORGE THO	8	8	100	4	4	100	Yes
4	JOSE MATHE	8	8	100	25	25	100	Yes
5	PRATIP CHAU	8	6	75	0	0	0	Yes
6	VADAKKAKAF	8	8	100	16	16	100	Yes
7	RAVINDRA PI	8	7	87.5	2	2	100	Yes
8	USHA SUNNY	2	2	100	0	0	0	Yes
9	JACOB BENJA	8	7	87.5	15	15	100	Yes
10	ALEXANDER	8	8	100	0	0	0	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MG George Muthoo	Chairman & Wh	179,065,000	0	0	0	179,065,000
2	George Jacob Muth	Wholetime Direc	179,065,000	0	0	0	179,065,000
3	George Thomas Mu	Wholetime Direc	179,065,000	0	0	0	179,065,000
4	Alexander George	Wholetime Direc	15,377,000	62,500,000	0	0	77,877,000
5	George Alexander M	Managing Direct	179,065,000	0	0	0	179,065,000
	Total		731,637,000	62,500,000	0	0	794,137,000

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	OOMMEN MAMME	CFO	17,359,834	0	0	0	17,359,834

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
2	RAJESH ACHUTHA	Company Secre	3,725,859	0	0	0	3,725,859
	Total		21,085,693	0	0	0	21,085,693

Number of other directors whose remuneration details to be entered

7

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	JOSE MATHEW	Independent Die	0	1,200,000	0	1,020,000	2,220,000
2	PRATIP CHAUDHU	Independent Die	0	1,200,000	0	390,000	1,590,000
3	VADAKKAKARA AN	Independent Die	0	1,200,000	0	840,000	2,040,000
4	RAVINDRA PISHAF	Independent Die	0	1,200,000	0	495,000	1,695,000
5	USHA SUNNY	Independent Die	0	400,000	0	130,000	530,000
6	JACOB BENJAMIN	Independent Die	0	1,200,000	0	755,000	1,955,000
7	Pamela Anna Mathe	Independent Die	0	600,000	0	460,000	1,060,000
	Total		0	7,000,000	0	4,090,000	11,090,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

1

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status
Muthoot Finance L	Reserve Bank of Ir	19/11/2020	RBI Act 1934, Sectio	Failure to comply v	Complied

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

CV Madhusudhanan

Whether associate or fellow

Associate Fellow

Certificate of practice number

4408

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
 (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

George Alexander

DIN of the director

00016787

To be digitally signed by

SREENIVAS A BHAT SADANANDA

Company Secretary

Company secretary in practice

Membership number

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach
Attach
Attach
Attach

List of attachments

Muthoot Fin - MGT-8.pdf
Clarification Letter to ROC.pdf
UDIN.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company