

SUMMARY TERM SHEET

Issuer	Muthoot Finance Limited
Issue Size	Rs. 10 crores with an option to retain oversubscription up to Rs. 165 crores aggregating up to Rs. 175 crores.
Objects of the Issue	The main objects clause of the Memorandum of Association of the Company permits Company to undertake its existing activities as well as the activities for which the funds are being raised through this Issue. This issue is being made to augment funding resources of the Company.
Instrument	Debentures
Nature and status of Bonds	NA
Issuance Mode	Private Placement
Convertibility	Non- Convertible
Trading Mode	Proposed to be Listed in BSE
Credit Rating	"CRISIL AA/(Positive)" by CRISIL
Face Value	Rs. 10,00,000/-
Premium/ Discount on Issue	Nil
Issue Price	Rs. 10,00,000 per Debenture
Premium/ Discount on redemption	Nil
Maturity	AS PER ANNEXURE
Redemption/ Maturity Date	AS PER ANNEXURE
Lock-in-Period	Nil
Minimum Application	The minimum subscription of Secured NCD's is 10 (Ten) Debenture and in multiples of 1(One) thereafter
Put Option	NIL
Call Option	NIL
Call Option Price	NA
Call Notification Time	NA
Coupon Rate	AS PER ANNEXURE
Step Up/ Step Down Coupon Rate	NA
Coupon Payment Frequency	AS PER ANNEXURE

For Muthoot Finance Limited

Rajesh A
Company Secretary
Membership No. FCS7106



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Coupon/ Interest Payment Date	The relevant interest will be paid on each anniversary of the Deemed Date of Allotment on the face value of the Secured NCD and the last interest payment will be made at the time of redemption of the Secured NCDs
Coupon Type	Simple
Coupon Reset Process (including rates, spread, effective date, interest rate cap and floor etc)	NA
Default Interest Rate	<p>1) Delay in Security Creation- In case of delay in execution of Trust Deed and Charge documents within 60 days from deemed date of allotment , the Company will refund the subscription with agreed rate of interest or will pay penal interest of at least 2% p.a. over the coupon rate till these conditions are complied with at the option of the investor.</p> <p>2) Delay in Listing- In case of delay in listing of the debt securities beyond 20 days from the deemed date of allotment, the Company will pay penal interest of 1 % p.a. over the coupon rate from the expiry of 30 days from the deemed date of allotment till the listing of such debt securities to the investor.</p> <p>3) Default in payment- In case of default in payment of Interest and/or principal redemption on the due dates, additional interest of 2% p.a. over the coupon rate will be payable by the Company for the defaulting period.</p> <p>The interest rates mentioned in above three cases are the minimum interest rates payable by the Issuer and are independent of each other.</p>
Day Count Basis	Actual/ Actual
Interest on Application Money	9% p.a. from the date of realisation of subscription money upto 1 day prior to deemed date of allotment. This clause will not be applicable where Deemed Date of Allotment is the same as pay-in date.
Listing	BSE

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Muthoot Finance Limited

Registered Office :
2nd Floor, Muthoot Chambers,
Opp. Sanku Theatre Complex,
Bossey Road, Ernakulam - 682 018
Kerala, India
CIN : L65910KL1967PLC 011300

Phone : +91 484 2395478, 2394712
Fax : +91 484 2395506, 2391399
mala@muthootgroup.com
www.muthootgroup.com

Trustees	IDBI Trusteeship Services Limited
Depository	NSDL & CDSL
Registrars	Link Intime India Private Limited
Settlement	RTGS/NEFT/Fund Transfer.
Business Day Convention	All days excluding the second and the fourth Saturday of every month, Sundays and a public holiday in Kochi or Mumbai or at any other payment centre notified in terms of the Negotiable Instruments Act, 1881.
Record Date	15 days prior to the date of payment of interest, and/or the date of redemption.
Payment Mode	Direct Credit/ NACH/ RTGS/ NEFT/ Registered Post/ Speed Post
Eligible Investors	<p>The following categories of investors may apply for the Debentures:</p> <ol style="list-style-type: none"> 1. Scheduled Commercial Banks 2. Financial Institutions 3. Insurance Companies 4. Primary/ State/ District/ Central Co-operative Banks (subject to permission from RBI) 5. Regional Rural Banks 6. Mutual Funds 7. Companies, Bodies Corporate authorized to invest in Debentures 8. Provident Funds, Gratuity, Superannuation & Pension Funds, subject to their investment guidelines 9. Trusts 10. Individuals 11. Foreign Institutional Investors 12. Or any other investor category eligible to invest subject to current applicable rules, act, laws etc. <p>Although above investors are eligible to apply, only those investors, who are individually addressed through direct communication by the Company / Sole Arranger, are eligible to apply for the Debentures. No person who has not received a direct communication from the Company may apply in this issue. Filing of Disclosure Document on the website of the Stock Exchange should not be construed as an offer to issue and the same may be hosted to comply with regulatory requirements.</p> <p>Investors should check about their eligibility before making any investment. All investors are required to comply with the relevant regulations/guidelines applicable to them for investing in the issue of debentures.</p>

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Non-Eligible classes of Investors	NA.
Transaction Documents	<p>A. Material Contracts The Issuer has executed/ shall execute the contracts including but not limited to the following in connection with the issue:</p> <ol style="list-style-type: none"> 1) Debenture Trustee Agreement 2) Debenture Trust Deed 3) Tripartite Agreement between Issuer, Registrar and NSDL 4) Tripartite Agreement between Issuer, Registrar and CDSL 5) MOU between Issuer and Registrar 6) Application made to BSE seeking its in-principle approval for listing debentures 7) Shelf Disclosure Document , Tranche Disclosure Document <p>B. Material Documents</p> <ol style="list-style-type: none"> 1) Credit Rating letter from CRISIL Ltd & ICRA Ltd 2) Consent Letter from Debenture Trustee 3) In-principle approval from BSE for listing of debentures 4) Resolution passed by the shareholders of the Company at the Annual General Meeting approving the overall borrowing limit of Company 5) Resolution passed by the Board of the Company approving the Private Placement of debentures
Conditions precedent to subscription of Bonds	NA
Conditions subsequent to subscription of Bonds	NA
Cross Default	Not Applicable
Role and Responsibilities of Trustees	As per Debenture Trust Deed, Debenture Trustee Agreement, Shelf Disclosure Document and Tranche Disclosure Document
Governing Law and Jurisdiction	Indian Law & Mumbai.
Additional Covenants	NA

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Applicable RBI Guidelines	Master Direction - Non-Banking Financial Company Systematically Important Non Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016
Prohibition on Purchase/ Funding of Bonds	NA
Issue Opening Date	NA
Issue Closing Date	NA
Pay In Dates	February 24, 2020
Deemed Date of Allotment	February 24, 2020




Signature with stamp
 Name : Rajesh.A
 Designation : Company Secretary

Date : 19.02.2020
 Place :Ernakulam

Category	Type	Put "Yes" or "No" whichever is applicable for your issue
Unlisted Securities	Plain vanilla Debt	No
	Structured Debt	No
	If Structured Debt give the details	No
Listed Securities	Plain vanilla Debt	Yes
	Structured Debt	No
	If Structured Debt give the details	No
ISINs for categories exempted from applicability of ISINs as per SEBI Circular dated 30-June-2017	54EC Capital Gains Bonds	No
	Tier II Bonds by Housing Finance Companies (HFCs)	No
	Tier II Bonds by standalone Primary Dealers (PDs)	No
	Subordinated debt by Insurance Cos.	No
	Basel III bonds issued by Banks	No
	Bonds issued to long term Infrastructure sector and affordable housing by Banks	No
	Perpetual debt issued by Systemically Important Non-Deposit taking NBFCs	No
	Tier II Bonds issued by Non-Systemically Important Non-Deposit taking NBFCs	No

Signature with stamp
Name : Rajesh.A
Designation : Company Secretary



Date : 19.02.2020
Place : Ernakulam

ANNEXURE

Sr. No	Company Name	Name of the Instrument	Series	Issue price (per security)	Face Value (per security)	Allotment date	Redemption date	Conversion date**	Coupon Rate (with Compounding frequency, if any)	Frequency of the Interest Payment with specified dates	Maturity	Put/Call Option with specified dates	Details on Put Option	Details on Call Option	Certificate Nos/ (Dist. No) from-To	Credit Rating with name of Credit Rating Agency and Date of Credit Rating	Name of the Depository Registrar	Address where Physical Securities is to be sent
1	Muthoot Finance Limited	9.50% MUTHOOT FINANCE NANCEM AR2022A	GA, Option	Rs. 1,000,000	Rs. 1,000,000	February 24, 2020	March 11, 2022	NA	9.50%	Annually i.e first interest on February 24, 2021, Second Interest on February 24, 2022 and final interest on March 11, 2022.	2 Years & 15 Days	NA	NA	NA	NA	"CRISIL AA/Positive" by CRISIL Ltd Date: Rating Letters January 31, 2020	Link Intime India Private Limited	NA

