Form No. MGT-7

Annual Return (other than OPCs and Small Companies)
[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]



Form language
(•) English ( ) Hindi

*All fields marked in * are mandatory*

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN) L65190MH1992PLC066228

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY) 01/04/2025

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY) 31/03/2026

(c) *Type of Annual filing (•) Original ( ) Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	MUTHOOT MICROFIN LIMITED	MUTHOOT MICROFIN LIMITED
Registered office address	13th Floor, Parinee Crescenzo, Bandra Kurla Complex, Bandra East,,NA,Mumbai,Maharashtra,India,400051	13th Floor, Parinee Crescenzo, Bandra Kurla Complex, Bandra East,,NA,Mumbai,Maharashtra,India,400051
Latitude details	19.060762	19.060762
Longitude details	72.867819	72.867819

(a) *Photograph of the registered office of the Company showing external building and name prominently visible PHOTOGRAPH OF REGISTERED OFFICE.pdf

(b) *Permanent Account Number (PAN) of the company AA******7D

(c) *e-mail ID of the company *****muthootmicrofin.com

(d) *Telephone number with STD code 04*******80

(e) Website: www.muthootmicrofin.com

iv *Date of Incorporation (DD/MM/YYYY): 06/04/1992

v (a) *Class of Company (as on the financial year end date)
(Private company/Public Company/One Person Company): Public company

(b) *Category of the Company (as on the financial year end date)
(Company limited by shares/Company limited by guarantee/Unlimited company): Company limited by shares

(c) *Sub-category of the Company (as on the financial year end date)
(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company): Non-government company

vi *Whether company is having share capital (as on the financial year end date): (●) Yes ( ) No

vii (a) Whether shares listed on recognized Stock Exchange(s): (●) Yes ( ) No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)
2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)

viii Number of Registrar and Transfer Agent: 1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
L72400MH2017PLC444072	KFIN TECHNOLOGIES LIMITED	301, The Centrium, 3rd Floor, 57,, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Kurla, Mumbai, Mumbai, Maharashtra, India, 400070	

ix * (a) Whether Annual General Meeting (AGM) held: (●) Yes ( ) No

(b) If yes, date of AGM (DD/MM/YYYY): 11/08/2026

(c) Due date of AGM (DD/MM/YYYY): 30/09/2026

(d) Whether any extension for AGM granted: ( ) Yes (●) No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension:

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *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 activities	66	Other financial activities	100

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

i *No. of Companies for which information is to be given: 1

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Joint Venture	% of shares held
1	U65929KL1997PLC011518		MUTHOOT FINCORP LIMITED	Holding	50.21

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	200000000	170492176	170492176	170492176
Total amount of equity shares (in rupees)	2000000000.00	1704921760.00	1704921760.00	1704921760.00

Number of classes | 1

Class of shares: Equity	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of equity shares	200000000	170492176	170492176	170492176
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	2000000000.00	1704921760.00	1704921760.00	1704921760.00

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	50000000	0	0	0
Total amount of preference shares (in rupees)	500000000.00	0.00	0.00	0.00

Number of classes | 1

Class of shares: Preference	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of preference shares	50000000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	500000000.00	0.00	0.00	0.00

(c) Unclassified share capital

Particulars	Authorised Capital

Total amount of unclassified shares	0

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

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	0	170492176	170492176.00	1704921760	1704921760	
Increase during the year	0.00	0.00	0.00	0.00	0.00	
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify Nil	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify Nil	0	0	0.00	0	0	
At the end of the year	0.00	170492176.00	170492176.00	1704921760.00	1704921760.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
Increase during the year	0.00	0.00	0.00	0.00	0.00	
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify Nil	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify Nil	0	0	0.00	0	0	
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company: INE046W01019

ii Details of stock split/consolidation during the year (for each class of shares): 0

Class of shares		
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

Number of transfers:

Attachments:

1. Details of shares/Debentures Transfers

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

(a) Non-convertible debentures

*Number of classes 14

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Secured, listed	14985	20000	299700000.00
Secured, listed	4912	12500	61400000.00
Secured, listed	7398	25000	184950000.00
Secured, listed	6640	100000	664000000.00
Secured, listed	100000	10000	1000000000.00
Secured, listed	5000	100000	500000000.00
Secured, listed	7500	87500	656250000.00
Secured, listed	7500	100000	750000000.00
Secured, listed	7500	100000	750000000.00
Secured, listed	150000	10000	1500000000.00
Secured, listed	12500	100000	1250000000.00
Secured, listed	12500	100000	1250000000.00
Secured, listed	5000	100000	500000000.00
Secured, listed	4000	100000	400000000.00
Total	345435.00	965000.00	9766300000.00

Classes of non-convertible 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
Secured	5593350000	8650000000	4477050000	9766300000.00
0	0	0	0	0.00

0	0	0	0	0.00
0	0	0	0	0.00
0	0	0	0	0.00
0	0	0	0	0.00
0	0	0	0	0.00
0	0	0	0	0.00
0	0	0	0	0.00
0	0	0	0	0.00
0	0	0	0	0.00
0	0	0	0	0.00
0	0	0	0	0.00
0	0	0	0	0.00
Total	5593350000.00	8650000000.00	4477050000.00	9766300000.00

(b) Partly convertible debentures

*Number of classes | 0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible 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
Total				

(c) Fully convertible debentures

*Number of classes | 0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible 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
Total				

(d) Summary of Indebtedness

Particulars	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	5593350000.00	8650000000.00	4477050000.00	9766300000.00
Partly convertible debentures				
Fully convertible debentures				
Total	5593350000.00	8650000000.00	4477050000.00	9766300000.00

v Securities (other than shares and debentures) | 5

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Unsecured, Listed	657	500000	328500000	456621	299999997.00
Unsecured, Listed	500	500000	250000000	479317	239658500.00
Unsecured, Listed	500	500000	250000000	480532	240266000.00
Unsecured, Listed	1500	839520	1259280000	839520	1259280000.00

Secured, Listed	1500	887075	1330612500	887075	1330612500.00
Total	4657.00		3418392500.00		3369816997.00

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

i *Turnover	23695688022.26
ii * Net worth of the Company	28543112072.40

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	8970088	5.26	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00

7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	85595744	50.21	0	0.00
10	Others	0	0.00	0	0.00
	Total	94565832.00	55.47	0.00	0.00

Total number of shareholders (promoters) 7

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	24955613	14.64	0	0.00
	(ii) Non-resident Indian (NRI)	1108039	0.65	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	38809387	22.76	0	0.00

7	Mutual funds	169116	0.10	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	2258080	1.32	0	0.00
10	Others FPIs,HUF Trusts&Clea	8626109	5.06	0	0.00
	Total	75926344.00	44.53	0.00	0.00

Total number of shareholders (other than promoters) 141875

Total number of shareholders (Promoters + Public/Other than promoters) 141882.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	34270
2	Individual - Male	65106
3	Individual - Transgender	0
4	Other than individuals	42506
	Total	141882.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company 2

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
CREATION INVESTMENTSINDIA, LLC	2711 Centerville Road, #400, Wilmington-19808	08/11/2016	American Samoa	13006778	7.63
GREATER PACIFIC CAPITAL WIV LTD	PO Box 309, Ugland House, Grand Cayman,KY1-1104	16/07/2019	Cayman Islands	25802609	15.13

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	7	7
Members (other than promoters)	160412	141875
Debenture holders	6156	33290

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	0	2	0	2	0	3.5
B Non-Promoter	1	7	1	7	0.00	0.00
i Non-Independent	1	2	1	2	0	0
ii Independent	0	5	0	5	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and 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	1	9	1	9	0.00	3.50

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date: 13

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

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
ALOK PRASAD	00080225	Director	0	
THOMAS MUTHOOT JOHN	07557585	Whole-time director	0	
AKSHAYA PRASAD	02028253	Director	0	
THOMAS MUTHOOT	00082099	Director	2993935	
THAI SALAS VIJAYAN	00043959	Director	0	
BHAMA KRISHNAMURTHY	02196839	Director	0	
PUSHPY B MURICKEN	03431198	Director	0	
THOMAS GEORGE MUTHOOT	00011552	Director	2981749	
JOHN TYLER DAY	07298703	Director	0	
ANIL SREEDHAR	07536707	Director	0	
SADAF SAYEED	AYBPS0327F	CEO	647229	
NEETHU AJAY	BLYPA6306B	Company Secretary	10000	
THOROPPADY PRAVEEN	AHKPT6423D	CFO	38500	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year 0

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)

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 2

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	24/07/2025	156263	46	19.10
Postal Ballot	14/03/2026	142786	379	80.54

B BOARD MEETINGS

*Number of meetings held 5

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	08/05/2025	10	10	100.00
2	24/06/2025	10	10	100.00
3	11/08/2025	10	10	100.00
4	05/11/2025	10	10	100.00
5	09/02/2026	10	10	100.00

C COMMITTEE MEETINGS

Number of meetings held 68

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	08/05/2025	6	6	100.00
2	Audit Committee	24/06/2025	6	6	100.00
3	Audit Committee	11/08/2025	6	6	100.00
4	Audit Committee	05/11/2025	6	5	83.33

5	Audit Committee	09/02/2026	6	6	100.00
6	Nomination and RemunerationCommittee	08/05/2025	6	6	100.00
7	Nomination and RemunerationCommittee	05/11/2025	6	5	83.33
8	Nomination and RemunerationCommittee	09/02/2026	6	6	100.00
9	Corporate Social ResponsibilityCommittee	08/05/2025	4	4	100.00
10	Corporate Social ResponsibilityCommittee	11/08/2025	4	4	100.00
11	Stakeholders Relationship Committee	11/08/2025	3	3	100.00
12	Stakeholders Relationship Committee	25/03/2026	3	3	100.00
13	Risk management Committee	06/06/2025	6	6	100.00
14	Risk management Committee	28/08/2025	6	6	100.00
15	Risk management Committee	28/11/2025	6	6	100.00
16	Risk management Committee	05/03/2026	6	6	100.00
17	Asset Liability ManagementCommittee	05/05/2025	4	4	100.00
18	Asset Liability ManagementCommittee	28/08/2025	4	4	100.00
19	Asset Liability ManagementCommittee	04/11/2025	4	4	100.00
20	Asset Liability ManagementCommittee	06/02/2026	4	4	100.00
21	IT Strategy Committee	20/06/2025	5	5	100.00
22	IT Strategy Committee	26/09/2025	5	5	100.00
23	IT Strategy Committee	28/11/2025	5	5	100.00
24	IT Strategy Committee	27/03/2026	5	5	100.00
25	Borrowing Committee	22/04/2025	4	4	100.00
26	Borrowing Committee	29/05/2025	4	4	100.00
27	Borrowing Committee	26/06/2025	4	4	100.00
28	Borrowing Committee	30/06/2025	4	4	100.00

29	Borrowing Committee	08/07/2025	4	4	100.00
30	Borrowing Committee	25/07/2025	4	4	100.00
31	Borrowing Committee	11/08/2025	4	4	100.00
32	Borrowing Committee	18/08/2025	4	4	100.00
33	Borrowing Committee	28/08/2025	4	4	100.00
34	Borrowing Committee	03/09/2025	4	4	100.00
35	Borrowing Committee	10/09/2025	4	4	100.00
36	Borrowing Committee	17/09/2025	4	4	100.00
37	Borrowing Committee	27/09/2025	4	4	100.00
38	Borrowing Committee	29/10/2025	4	4	100.00
39	Borrowing Committee	19/11/2025	4	4	100.00
40	Borrowing Committee	26/11/2025	4	4	100.00
41	Borrowing Committee	15/12/2025	4	4	100.00
42	Borrowing Committee	24/12/2025	4	4	100.00
43	Borrowing Committee	31/12/2025	4	4	100.00
44	Borrowing Committee	05/01/2026	4	4	100.00
45	Borrowing Committee	30/01/2026	4	4	100.00
46	Borrowing Committee	10/02/2026	4	4	100.00
47	Borrowing Committee	02/03/2026	4	4	100.00
48	Borrowing Committee	11/03/2026	4	4	100.00
49	Borrowing Committee	25/03/2026	4	4	100.00
50	Borrowing Committee	27/03/2026	4	4	100.00
51	Debenture Issue and Allotment Committee	16/04/2025	3	3	100.00
52	Debenture Issue and Allotment Committee	03/09/2025	3	3	100.00
53	Debenture Issue and Allotment Committee	12/09/2025	3	3	100.00
54	Debenture Issue and Allotment Committee	17/09/2025	3	3	100.00
55	Debenture Issue and Allotment Committee	23/09/2025	3	3	100.00
56	Debenture Issue and Allotment Committee	09/10/2025	3	3	100.00

57	Debenture Issue and Allotment Committee	29/10/2025	3	3	100.00
58	Debenture Issue and Allotment Committee	04/11/2025	3	3	100.00
59	Debenture Issue and Allotment Committee	11/11/2025	3	3	100.00
60	Debenture Issue and Allotment Committee	27/11/2025	3	3	100.00
61	Debenture Issue and Allotment Committee	03/12/2025	3	3	100.00
62	Debenture Issue and Allotment Committee	16/12/2025	3	3	100.00
63	Debenture Issue and Allotment Committee	06/01/2026	3	3	100.00
64	Debenture Issue and Allotment Committee	20/01/2025	3	3	100.00
65	Debenture Issue and Allotment Committee	23/01/2026	3	3	100.00
66	Debenture Issue and Allotment Committee	30/01/2026	3	3	100.00
67	Debenture Issue and Allotment Committee	06/02/2026	3	3	100.00
68	Independent Directors Meeting	29/03/2026	5	5	100.00

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	11/08/2026 (Y/N/NA)
1	ALOK PRASAD	5	5	100.00	16	16	100.00	Yes
2	THOMAS MUTHOOT JOHN	5	5	100.00	57	57	100.00	Yes
3	AKSHAYA PRASAD	5	5	100.00	5	5	100.00	Not applicable
4	THOMAS MUTHOOT	5	5	100.00	68	68	100.00	Yes
5	THAI SALAS VIJAYAN	5	5	100.00	8	8	100.00	Yes

6	BHAMA KRISHNAMURTHY	5	5	100.00	12	10	83.33	Yes
7	PUSHPY B MURICKEN	5	5	100.00	8	8	100.00	Yes
8	THOMAS GEORGE MUTHOOT	5	5	100.00	33	33	100.00	Yes
9	JOHN TYLER DAY	5	5	100.00	3	3	100.00	No
10	ANIL SREEDHAR	5	5	100.00	4	4	100.00	Yes

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A *Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered: 1

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Thomas MuthootJohn	Whole-time director	8977800	0	0	174632	9152432.00
	Total		8977800.00	0.00	0.00	174632.00	9152432.00

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered: 3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Sadaf Sayeed	CEO	50055714	0	2086800	304532	52447046.00
2	Praveen T	CFO	12540950	0	4290825	5797	16837572.00
3	Neethu Ajay	Company Secretary	7155950	0	545925	132352	7834227.00
	Total		69752614.00	0.00	6923550.00	442681.00	77118845.00

C *Number of other directors whose remuneration details to be entered: 0

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
	Total						

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

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

B *DETAILS OF COMPOUNDING OF OFFENCES

☑ Nil

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

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder: 175172

XIV Attachments

(a) List of share holders, debenture holders: List of Share Holders-31.03.2026.xlsm

(b) Optional Attachment(s), if any | MUTHOOT FORM MGT-8 2026.pdf

XV 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.

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 applicable provisions of the Act during the financial year.
(c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
(d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of MUTHOOT MICROFIN LIMITED as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on (DD/MM/YYYY) 31/03/2026

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:
A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:
1 its status under the Act;
2 maintenance of registers/records & making entries therein within the time prescribed therefor;
3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal , Court or other authorities within/beyond the prescribed time;
4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
5 closure of Register of Members / Security holders, as the case may be.
6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
7 contracts/arrangements with related parties as specified in section 188 of the Act;
8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;

15 acceptance/ renewal/ repayment of deposits;
16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;
18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name: Lakshmi Pradeep

Date (DD/MM/YYYY): 05/10/2026

Place: Palakkad

Whether associate or fellow:

○ Associate ◉ Fellow

Certificate of practice number: 1*1*5

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person: 34822

*(b) Name of the Designated Person: NEETHU AJAY

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 2.08 dated* (DD/MM/YYYY) 30/06/2026 to sign this form and declare that all the requirements of 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:
1 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.
2 All the required attachments have been completely and legibly attached to this form.

***To be digitally signed by**

*Designation
(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP)): Director

*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator	0*0*2*9*
***To be digitally signed by**	

(●) Company Secretary ( ) Company secretary in practice

*Whether associate or fellow:

(●) Associate ( ) Fellow

Membership number	3*8*2
Certificate of practice number	

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

For office use only:

eForm Service request number (SRN)	AC6277687
eForm filing date (DD/MM/YYYY)	07/10/2026

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

LAKSHMI PRADEEP FCS
Company Secretary

First Floor
Chethan Agencies Bldg.
Coimbatore Road, Palakkad 678001
Tel : 0491-2548072, +91 9496773536
Email: cslakshmipradeep@gmail.com

Form NoMGT-8

[Pursuant to section 92 (2) of the Companies Act, 2013 and Rule 11(2) of Companies (Management and Administration) Rules, 2014]

CERTIFICATE
BY A COMPANY SECETARY IN PRACTICE

I have examined the registers, records, books and papers of **M/s. MUTHOOT MICROFIN LIMITED** (the Company) bearing CIN (L65190MH1992PLC066228) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on **March 31, 2026**. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I hereby certify that:

A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately subject to the following representations;

1. We have not verified the correctness and appropriateness of financial records and the Books of Accounts of the Company. For the financial records, we have relied on the Audited financial statements as approved by the Board, signed by the Statutory Auditors of the Company and adopted by the members;

2. Wherever required, we have obtained the Management representation about the Compliance of Laws, Rules and Regulations under the Companies Act and happening of various events etc., at the Company and relied on the same;

3. With respect to serial number XII of the form pertaining to details of penalty and punishment imposed on company/directors /officers and details of compounding of offences we relied on the records of the company and representations of the company and officer.

LAKSHMI PRADEEP * C.P.No: 13155 * COMPANY SECRETARY

B. During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

1. Its status under the Act;
   Listed Public Company (Company Limited by shares) & Active.

2. Maintenance of registers/records & making entries therein within the time prescribed therefore;

3. Filing of forms and returns as stated in the annual return, with the Registrar of Companies, Securities Exchange Board of India, Reserve Bank of India, Regional Director, Central Government, the Tribunal Court or other authorities within the prescribed time.

4. Calling/convening/holding meetings of Board of Directors and its committees and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose. During the year under review, the Company has passed resolutions by way of postal ballot through electronic means dated 14th March, 2026 and the company has complied with the provisions of the Act and the rules made thereunder in respect of the exercise of voting rights by shareholders, including voting through electronic means and passing of resolutions through postal ballot, wherever applicable.

5. The Company was not required to close its Register of Members during the financial year.

6. The Company has not made any advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act.

7. According to the information and explanation given by the Company, there were contracts / arrangements with related parties at arm's length basis as envisaged under

LAKSHMI PRADEEP * C.P.No. 13155 * COMPANY SECRETARY

the provisions of Section 188 of the Companies Act 2013 and Rules made there under. The Company has obtained necessary approvals from the Audit Committee and the Board of Directors and members as the case may be and the same were properly recorded and signed in the Minutes Book maintained for the purpose as required under Companies Act, 2013.

8. During the year under review, the Company has allotted Debentures in dematerialized mode. Except for the aforesaid allotment of Debentures, there were no other allotments, transmissions or buyback of securities, redemption of preference shares or alteration or reduction of share capital, conversion of securities and hence issue of security certificates was not applicable. However, there were transfer of shares from the Muthoot Microfin Limited Employee Welfare Trust to the employees as per the ESOP Plans approved by the members and the Company has complied with all the requirements of the Companies Act 2013, Rules made there under and SEBI Regulations with respect to the aforesaid transfers.

9. The Company has not kept in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act.

10. The Company has not declared any dividend, however the Company was not required to transfer amounts to unpaid/unclaimed dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years to Investor Education and Protection Fund as per Section 125 of the Act has been compiled by the company, as per the information provided to us;

11. The signing of audited financial statements of the Company is as per the provisions of section 134 of the Act and report of directors is as per sub-sections (3), (4) and (5) thereof.

Lakshmipradeep

LAKSHMI PRADEEP
C.P.No: 13155
COMPANY SECRETARY

12. The Board of Directors of the Company is duly constituted. There were no appointment, re-appointment, change in designation and resignation of Directors and Key managerial Persons during the year under review. The disclosure of the directors and the remuneration paid to them were in accordance with the provisions of the Companies Act, 2013 and rules made there under. The Company was not required to fill any casual vacancy during the financial year ended March 31, 2026.

13. The auditors have been appointed as per the provisions of section 139 of the Companies Act, 2013.

14. The Company was not required to obtain any approvals of the Central Government, National Company Law Tribunal, Regional Director /or such authorities prescribed under the various provisions of the Companies Act, 2013. The Company has obtained necessary approvals from the Reserve Bank of India, Registrar of Companies, Insurance Regulatory and Development Authority of India and Securities Exchange Board of India.

15. During the financial year, your Company has not accepted any deposits from the public within the meaning of provisions of the Reserve Bank of India (NBFC-Acceptance of Public Deposits) Directions, 2025 or any deposits within the meaning of Section 73 of the Companies Act 2013 and the Companies (Acceptance of Deposits) Rules, 2014. Therefore, the disclosures required under Rule 8 (5) (v) of Companies (Accounts) Rules, 2014 and Rule 2 (1) (c) of Companies (Acceptance of Deposits) Rules, 2014 are not applicable for the Company.

16. The Company has made borrowings from banks and financial institutions during the financial year under review for which charges were created with Registrar of Companies. During the Financial year under review the Company has issued secured /Unsecured rated listed, Redeemable Non- Convertible Debentures and United States Dollar Denominated Bonds in compliance with Companies Act, 2013, applicable SEBI

LAKSHMI PRADEEP * C.P.No: 13155 * COMPANY SECRETARY

regulations and International Financial Services Centres Authority Regulations. The Company has complied with the provisions of Section 180 (1) (c) and Section 77, 78, 79 of the Companies Act, 2013 and rules made there under.

17. The Company has granted loans to other bodies corporates under the provisions of Section 186 of the Act for the financial year under review and has complied with the provisions of the Companies Act 2013 and rules made there under. However, the Company, being an NBFC registered with RBI and engaged in the process of giving loans in the ordinary course of business, is exempt from complying with the provisions of Section 186(2) of the Companies Act, 2013. The Company has not made investments or given guarantees or provided securities to other body corporates during the period under review.

18. a. The Company has not altered its Memorandum of Association during the financial year under review.

    b. The Company has not altered the provisions of the Articles of Association of the Company during the year under review.

Lakshmi Pradeep FCS
Practicing Company Secretary
Membership No: 10160, C. P. No: 13155
First Floor, Chethan Agencies Building,
CBE Road, Near Stadium Stand,
Palakkad- 678 001

CS Lakshmi Pradeep
Membership No. - FCS 10160
CP No. - 13155
UDIN No. F010160H001727018
ICSI Peer Review Certificate No: 3303/2023

Place: - Palakkad
Date: -05.10.2026