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(Please scan the QR code to view the Abridged Prospectus)



MUTHOOT FINCORP LIMITED

Our Company, Muthoot Fincorp Limited (the "Company" or the "Issuer") was incorporated in the Republic of India under the Companies Act, 1956, as amended as a public limited company on June 10, 1997 at Trivandrum as Muthoot Debt Management Services Limited. Subsequently, the name of the Company was changed to Muthoot Fincorp Limited, and a fresh certificate of incorporation dated March 19, 2002 was issued to the Company by the ROC. The Company is registered as a Non-Banking Financial Company ("NBFC") vide registration number N-16.00170 dated July 23, 2002 within the meaning of the Reserve Bank of India Act, 1934, as amended (the "RBI Act"). For further details, see "general Information" on page 44 and "History and Certain Corporate Matters" on page 135, respectively, of the Shelf Prospectus.

CIN: U65929KL1997PLC011518; PAN: AACCM1453E; Website: www.muthootfincorp.com

Registered office: Muthoot Centre, TC No 273022, Punnen Road, Trivandrum - 695 001, Kerala; Tel: +91 471 491 1550; Email: cs@muthoot.com;

Corporate office: Muthoot Centre, Near Spencer Junction, M.G. Road, Trivandrum - 695 039, Kerala; Tel: +91 471 491 1430; Email: cs@muthoot.com;

Compliance Officer and Company Secretary: Sachu Sivas; Email: sachu.sivas@muthoot.com; Tel: +91 471 491 1621

Chief Financial Officer: Joseph Oommen; Email: joseph.ommen@muthoot.com; Tel: +91 471 491 1588

Link to download the Abridged Prospectus - www.nuvama.com/wp-content/uploads/2026/01/Muthoot-Fincorp-Abridged-Prospectus-1.pdf

PROMOTERS OF THE COMPANY :

(i) Thomas John Muthoot, Email: muthoot@muthoot.com; Tel: +91 471 491 1505, (ii) Thomas George Muthoot; Email: muthoot@muthoot.com; Tel: +91 484 416 1650 and

(iii) Thomas Muthoot, Email: muthoot@muthoot.com Tel: +91 484 416 1616. For further details, please see "Our Promoters" on page 181 of the Shelf Prospectus.

PUBLIC ISSUE BY THE COMPANY OF UPTO 60,00,000 SECURED, RATED, LISTED, REDEEMABLE, NON-CONVERTIBLE DEBENTURES OF FACE VALUE ₹1,000 EACH ("NCDs" OR "DEBENTURES"), AMOUNTING UP TO ₹ 20,000 LAKHS ("BASE ISSUE SIZE") WITH A GREEN SHOE OPTION OF UP TO ₹ 40,000 LAKHS ("GREEN SHOE OPTION") AGGREGATING UP TO ₹ 60,000 LAKHS ("TRANCHE I ISSUE SIZE" OR "TRANCHE I ISSUE"). THE TRANCHE I ISSUE SIZE IS WITHIN THE SHELF LIMIT OF ₹ 3,00,000 LAKHS AND IS BEING OFFERED BY WAY OF THE TRANCHE I PROSPECTUS DATED JANUARY 29, 2026 CONTAINING INTER ALIA THE TERMS AND CONDITIONS OF TRANCHE I ISSUE ("TRANCHE I PROSPECTUS"), WHICH SHOULD BE READ TOGETHER WITH THE SHELF PROSPECTUS DATED JANUARY 29, 2026 ("SHELF PROSPECTUS") FILED WITH THE ROC, STOCK EXCHANGES AND SEBI. THE SHELF PROSPECTUS AND THE TRANCHE I PROSPECTUS CONSTITUTES THE PROSPECTUS. THE TRANCHE I ISSUE IS BEING MADE PURSUANT TO THE PROVISIONS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE AND LISTING OF NON - CONVERTIBLE SECURITIES) REGULATIONS, 2021, AS AMENDED (THE "SEBI NCS REGULATIONS"), THE COMPANIES ACT, 2013 AND RULES MADE THEREUNDER AS AMENDED (THE "COMPANIES ACT, 2013") TO THE EXTENT NOTIFIED AND THE SEBI MASTER CIRCULAR, AS AMENDED FROM TIME TO TIME. THE TRANCHE I ISSUE IS NOT UNDERWRITTEN.

TRANCHE I ISSUE PROGRAMME

TRANCHE I ISSUE CLOSES ON: TUESDAY, FEBRUARY 10, 2026

LAST DAY FOR SUBMITTING APPLICATIONS IS TUESDAY, FEBRUARY 10, 2026*

*Pursuant to the Tranche I Prospectus, the Tranche I Issue opened for subscription on Tuesday, February 3, 2026 and was scheduled to close on Monday, February 16, 2026 with an option for early closure or extension by such period (subject to a minimum period of two working days and maximum period of ten working days from the date of opening of the Tranche I Issue and subject to not exceeding thirty days from filling of Tranche I Prospectus with ROC) as may be decided by the Board of Directors of the Company or the Stock Allotment Committee subject to compliance with Regulation 33A of the SEBI NCS Regulations. Pursuant to the resolution passed by the Stock Allotment Committee dated Monday, February 09, 2026, the Company has decided to exercise the option for early closure and close the Tranche I Issue on Tuesday, February 10, 2026. In terms of the Tranche I Prospectus, the Company is issuing public notice for early closure. Application Forms for the Tranche I Issue will be accepted only from 10.00 a.m. to 5.00 p.m. (Indian Standard Time) or such extended time as may be permitted by the Stock Exchange, on Working Days during the Tranche I Issue Period. On the Tranche I Issue Closing Date i.e. Tuesday, February 10, 2026, the Application Forms will be accepted only between 10.00 a.m. to 3.00 p.m. (Indian Standard Time) and uploaded until 5.00 p.m. (Indian Standard Time) or such extended time as may be permitted by Stock Exchange. Further pending mandate requests for the bids placed on the last day of bidding will be validated by 5.00 p.m. (Indian Standard Time) on the Tranche I Issue Closing Date i.e. Tuesday, February 10, 2026. For further details please refer to our section titled "Issue Related Information" on page 92 of the Tranche I Prospectus.

ASBA*

Simple, Safe, Smart way of Application

* Application Supported by Blocked Amount ("ASBA") is a better way of applying to issues by simply blocking the funds in the bank account. For further details, check section on "Issue Procedure - Method of Application" on page 125 of the Tranche I Prospectus.



UPI-Now available in ASBA for Retail Individual Investors and High Networth Individuals applying through Registered Brokers, DPs and RTAs submitting bids up to an application value of ₹5,00,000/- ("UPI Limit"). Retail Individual Investors and High Networth Individuals submitting bids up to UPI Limit also have the option to submit the application directly to the ASBA Bank (SCSBs) or to use the facility of linked online trading, demat and bank account.

Investors are required to ensure that the bank account used for bidding is linked to their PAN.

UPI is now available for Retail Individual Investors and High Networth Individuals submitting bids up to an application value of ₹5,00,000/- applying through Designated Intermediaries, SCSBs or through the BSE Direct App / Web interface of Stock Exchange or any other permitted methods. For details of the ASBA and UPI Process, refer to the details given in the Application Form and also refer to the section titled "Issue Procedure" beginning on page 122 of the Tranche I Prospectus. List of banks supporting UPI is also available on the website of SEBI at HYPERLINK "<http://www.sebi.gov.in/www.sebi.gov.in>". Axis Bank Limited has been appointed as Sponsor Bank for the Tranche I Issue, in accordance with the requirement of SEBI Master Circular dated October 15, 2025 on UPI mechanism, as amended.

NCD allotment will be made in dematerialised form only. Allotment in consultation with the Lead Manager and the Designated Stock Exchange shall be made on the basis of the date of upload of each application into the electronic platform of the Stock Exchange, in each proportion subject to the allocation ratio indicated in the section titled "Issue Procedure" at page 122 of the Tranche I Prospectus.

Information required under Section 30 of Companies Act, 2013:

Contents of the Memorandum of Association of the Company as regard to its objects: For information on the main objects of our company, see "History and Certain Corporate Matters" on page 135 of the Shelf Prospectus and clause III of the Memorandum of Association of our company. The Memorandum of Association is a document for inspection in relation to the Tranche I Issue. For further details, see the section titled "Material Contracts and Documents for Inspection" on page 151 of the Tranche I Prospectus.

Liability of Members: Limited by Shares

Amount of share capital of the Company as on December 31, 2025: The Authorised Share Capital of the Company is ₹10,00,00,00,000 divided into 40,00,00,000 equity shares of face value of ₹10 each and 60,00,00,000 preference shares of face value of ₹10 each. The Issued share capital of the Company as on December 31, 2025, is ₹5,94,06,71,420 divided into 19,40,67,142 equity shares of face value ₹10 each and 40,00,00,000 preference shares of ₹10 each. Further, both the Subscribed and Paid-up share capital of the Company as on December 31, 2025 is ₹5,93,97,19,020 divided into 19,39,71,902 equity shares of ₹10 each and 40,00,00,000 preference shares of ₹10 each.

Names of the signatories at the time of signing of the Memorandum of Association of the Company and the number of shares subscribed for by them at the time of signing of the Memorandum of Association: Given below are the Names of the signatories to the Memorandum of Association of our Company and shares held by them at the time of the signing of the Memorandum of Association: Mr. Thomas John Muthoot : 100 equity shares, Mr. Mathew M Thomas : 100 equity shares, Ms. Janamma Thomas : 100 equity shares, Mr. Thomas George : 100 equity shares, Mr. Thomas Muthoot : 100 equity shares, Ms. Preeti John : 100 equity shares, Ms. Nina George : 100 equity shares and Ms. Remy Thomas : 100 equity shares.

LISTING: The NCDs offered through the Draft Shelf Prospectus, the Shelf Prospectus and the Tranche I Prospectus are proposed to be listed on BSE Limited ("BSE" or "Stock Exchange"). Our Company has received an "in-principle" approval from BSE vide their letter no. DCS/AS/PI-BOND/30/25-26 dated January 29, 2026. BSE shall be the Designated Stock Exchange for the issue.

GENERAL RISK: Investment in non-convertible securities is risky and investors should not invest any funds in such securities unless they can afford to take the risk attached to such investments. Investors are advised to take an informed decision and to read the risk factors carefully before investing in the Tranche I Issue. For taking an investment decision, the investors must rely on their own examination of the Issuer and the Issue, including the risks involved in it. Specific attention of the Investors is invited to the section "Risk Factors" on page 19 of the Shelf Prospectus and "Material Developments" on page 185 of the Shelf Prospectus, before making an investment in such Issue. These risks are not, and are not intended to be, a complete list of all risks and considerations relevant to the non-convertible securities or investor's decision to purchase such securities. The Shelf Prospectus and Tranche I Prospectus has not been and will not be approved by any regulatory authority in India, including the Securities and Exchange Board of India ("SEBI"), the Reserve Bank of India ("RBI"), any Registrar of Companies, Kerala and Lakshadweep, or any stock exchange in India nor do they guarantee the accuracy or adequacy of this document.

DISCLAIMER CLAUSE OF BSE: It is to be distinctly understood that the permission given by BSE should not in anyway be deemed or construed that the offer document has been cleared or approved by BSE nor does it certify the correctness or completeness of any of the contents of the offer document. The investors are advised to refer to the Tranche I Prospectus for the full text of the disclaimer clause of the BSE.

DISCLAIMER CLAUSE OF USE OF BSE ELECTRONIC PLATFORM: It is to be distinctly understood that the permission given by the BSE to use their network and software of the Online system should not in any way be deemed or construed as compliance with various statutory requirements approved by the Exchange; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the compliance with the statutory and other requirements; nor does it take any responsibility for the financial or other soundness of the Company, its promoters, its management or any scheme or project of the Company.

DISCLAIMER STATEMENT OF CRISIL: Crisis Ratings Limited (Crisil Ratings) has taken due care and caution in preparing the material based on the information provided by its client and / or obtained by Crisis Ratings from sources which it considers reliable (information). A rating by Crisis Ratings reflects its 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 Crisis Ratings. Crisis Ratings does not guarantee the completeness or accuracy of the information on which the rating is based. A rating by Crisis Ratings 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. The rating is not a recommendation to invest / disinvest in any entity covered in the material and no part of the material should be construed as an expert advice or investment advice or any form of investment banking within the meaning of any law or regulation. Crisis Ratings especially states that it has no liability whatsoever to the subscribers / users / transmitters/ distributors of the material. Without limiting the generality of the foregoing, nothing in the material is to be construed as Crisis Ratings providing or intending to provide any services in jurisdictions where Crisis Ratings does not have the necessary permission and/or registration to carry out its business activities in this regard. Muthoot Fincorp Limited will be responsible for ensuring compliances and consequences of non-compliances for use of the material or part thereof outside India. Current rating status and Crisis Ratings' rating criteria are available without charge to

the public on the website, www.crisilratings.com. For the latest rating information on any instrument of any company rated by Crisis Ratings, please contact customer service helpdesk at 1800-267-3850.

DISCLAIMER CLAUSE OF BRICKWORK: The credit rating assigned by Brickwork Ratings India Private Limited ("BWR" or "CRA") to the debt instruments of the Issuer has been undertaken in accordance with the provisions of the SEBI (Credit Rating Agencies) Regulations, 1999, and the applicable SEBI master circulars, guidelines and directions, as amended from time to time. The rating is based on information and data furnished by the Issuer and other sources believed by the CRA to be reliable. The CRA does not audit, verify, or independently validate such information and does not guarantee its accuracy, adequacy, or completeness. The credit rating is not a recommendation to buy, sell or hold the securities, nor does it constitute an opinion on the price, marketability, legal compliance, or suitability of the issue for any particular investor. The rating is an opinion on the relative credit risk of the rated instrument as on the date of assignment and is subject to revision, or withdrawal at any time, in accordance with applicable regulations and the CRA's internal policies, without prior notice. The CRA shall not be liable for any losses, damages, claims or expenses (direct, indirect, incidental, special or consequential) arising out of the use of, or reliance upon, the credit rating, the consent, or the contents of any of the above documents, except to the extent mandated under applicable law. The Issuer shall not state or imply that the CRA has verified, endorsed, guaranteed or assured the performance, repayment, or compliance of the issuer or the rated instruments.

DISCLAIMER CLAUSE OF CRISIL (INDUSTRY REPORT): Crisis Intelligence, a division of Crisis Limited, provides independent research, consulting, risk solutions, and data & analytics to its clients. Crisis Intelligence operates independently of Crisis's other divisions and subsidiaries, including Crisis Ratings Limited. Crisis Intelligence's informed insights and opinions on the economy, industry, capital markets and companies drive impactful decisions for clients across diverse sectors and geographies. Crisis Intelligence's strong benchmarking capabilities, granular grasp of sectors, proprietary analytical frameworks and risk management solutions backed by deep understanding of technology integration, makes it the partner of choice for public & private organisations, multi-lateral agencies, investors and governments for over three decades.

For the preparation of this report, Crisis Intelligence has relied on third party data and information obtained from sources which in its opinion are considered reliable. Any forward-looking statements contained in this report are based on certain assumptions, which in its opinion are true as on the date of this report and could fluctuate due to changes in factors underlying such assumptions or events that cannot be reasonably foreseen. The report does not consist of any investment advice and nothing contained in the report should be construed as a recommendation to invest/disinvest in any entity. The industry report is intended for use only within India.

This Industry Report is intended for use only within India, provided that, the Company shall be responsible for ensuring compliances and consequences of non-compliance for use of the Report, Material & Issue Documents or any part thereof outside India in relation to the issue.

DISCLAIMER CLAUSE OF RBI: The company is having a valid certificate of registration dated July 23, 2002 bearing registration no. n-16.00170 issued by the Reserve Bank of India under section 45 IA of the Reserve Bank of India Act, 1934. However, RBI does not accept any responsibility or guarantee about the present position as to the financial soundness of the company or for the correctness of any of the statements or representations made or opinions expressed by the company and for repayment of deposits/ discharge of liability by the company.

CREDIT RATING: Our Company has received rating of "Crisil AA/Positive" (pronounced as Crisil Double A minus rating with positive outlook) each, for an amount of ₹2,73,704 lakhs of NCDs by Crisis Ratings Limited vide its letter dated December 08, 2025 revalidated vide its letter dated January 13, 2026, for an amount of ₹1,30,389 lakhs (of which ₹ 5,215 lakhs is utilised) of NCDs by Crisis Ratings Limited vide its letter dated December 08, 2025 revalidated vide its letter dated January 13, 2026 and for an amount of ₹ 1,90,000 lakhs (of which ₹ 21,081 lakhs is utilised) of NCDs by Crisis Ratings Limited vide its letter dated December 08, 2025 revalidated vide its letter dated January 13, 2026, along with the rating rationale dated December 08, 2025, for the NCDs proposed to be issued pursuant to the issue. Further, our Company has received rating of "BWR AA/Stable" for an amount of ₹ 3,00,000 lakhs by Brickwork Ratings India Private Limited vide its letter dated October 08, 2025 along with rating rationale dated October 08, 2025, for the NCDs proposed to be issued pursuant to the issue. The rating given by Crisis Ratings Limited and Brickwork Ratings India Private Limited is valid as on the date of the Tranche I Prospectus and shall remain valid on date of issue of allotment of the NCDs and the listing of the NCDs on BSE. The ratings of the NCDs indicates that instruments with this rating are considered to have high degree of safety regarding timely servicing of financial obligations. Such instruments carry very low credit risk. The ratings provided by Crisis Ratings Limited and Brickwork Ratings India Private Limited may be suspended, withdrawn or revised at any time by the assigning rating agency and should be evaluated independently of any other rating. These ratings are not a recommendation to buy, sell or hold securities and investors should take their own decisions. Please refer to Annexure A on page 154 of the Tranche I Prospectus for the rationale and press release for the above ratings. There are no unaccepted ratings and any other ratings other than as specified in the Tranche I Prospectus.

Availability of Application Form : Application form can be obtained from: Muthoot Centre, Near Spencer Junction, M.G. Road, Trivandrum - 695 039, Kerala; Tel: +91 471 491 1430, Lead Manager : Nuvama Wealth Management Limited, Tel: +91 22 4009 4400 and offices of Sub Syndicate Members, Trading Members and Designated Branches of the SCSBs. Application forms may be downloaded from the websites of the Company, BSE and the Lead Manager.

Availability of Shelf Prospectus and Tranche I Prospectus : Investors are advised to refer to the Shelf Prospectus and Tranche I Prospectus and the Risk Factors contained therein, before applying in the Tranche I Issue. Physical copy of the Shelf Prospectus and Tranche I Prospectus may be obtained from Registered Office of the Company and the Lead Manager. The soft copy of the Abridged Prospectus can be downloaded from the website of Company at www.muthootfincorp.com, Lead Manager to the Issue at www.nuvama.com and Registrar to the Issue at www.integratedindia.in.

Public Issue Account Bank, Sponsor Bank and Refund Bank : Axis Bank Limited

Note: All Capitalised terms used herein and not specifically defined shall have the same meaning as ascribed to them in the Shelf Prospectus dated January 29, 2026 and Tranche I Prospectus dated January 29, 2026.

Name of the Consortium Member: Nuvama Wealth and Investment Limited

NOTICE TO INVESTORS

ADDENDUM TO THE SHELF PROSPECTUS DATED JANUARY 29, 2026 AND THE TRANCHE I PROSPECTUS DATED JANUARY 29, 2026 ("ADDENDUM")

With reference to the Shelf Prospectus Dated January 29, 2026 ("Shelf Prospectus") and the Tranche I Prospectus dated January 29, 2026 ("Tranche I Prospectus"), filed with the Registrar of Companies, Kerala and Lakshadweep ("ROC"), BSE Limited ("BSE" or "Stock Exchange") and Securities and Exchange Board of India ("SEBI") in relation to the public issue of secured, redeemable, non-convertible debentures for an amount aggregating to ₹ 20,000 lakhs ("Base Issue") with green shoe option of up to ₹ 40,000 lakhs aggregating to ₹ 60,000 lakhs ("Tranche I Issue Limit") ("Tranche I Issue") which is within the shelf limit of ₹ 3,00,000 lakhs. In this regard, please note the following:

1. Approval of the Unaudited Standalone Financial Results of the Company along with the Limited Review Report