

21/05/2025

Bombay Stock Exchange Limited,  
Phiroze Jeejeebhoy Tower,  
Dalal Street, Fort  
Mumbai – 400 001

Dear Sir / Madam,

**Sub: Secretarial Compliance Report for the FY 2024-2025 in terms of Regulation 24A of SEBI (LODR) Regulations 2015.**

Please find enclosed Secretarial Compliance Report for the financial year ended March 31, 2025 issued by M/s BVR Associates Company Secretaries LLP, Practicing Company Secretaries in terms of Regulation 24A of SEBI (LODR) Regulations 2015. The Board of Directors of the company in its meeting held today on May 21, 2025 took note of the aforesaid report.

Kindly take the same on record.

Thanking You

Yours faithfully

For Muthoottu Mini Financiers Limited

Mathew Muthoottu  
Managing Director  
DIN: 01786534

**Secretarial Compliance Report of Muthoottu Mini Financiers Limited (CIN: U65910KL1998PLC012154) for the financial year ended 31<sup>st</sup> March 2025**

We have examined:

- (a) all the documents and records made available to us and explanation provided by Muthoottu Mini Financiers Limited ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the Stock Exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this Report.

for the financial year ended 31<sup>st</sup> March 2025 ("Review Period") in respect of compliance with the provisions of :

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the regulations, circulars, guidelines issued thereunder by the SEBI; Not Applicable

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, and include: -

- (a) Securities and Exchange Board of India (LODR) Regulations, 2015;
  - (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; Not Applicable to since the Company is only a debt listed Company.
  - (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; Not Applicable to the Company during the period under review (FY 2024-2025)
  - (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; Not Applicable to the Company during the period under review (FY 2024-2025)
  - (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; Not Applicable Not Applicable to the Company during the period under review (FY 2024-2025)
  - (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021
  - (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 to the extent of its applicability;
  - (h) other regulations as applicable.
- and circulars/ guidelines issued thereunder;



and based on the above examination, We hereby report that, during the Review Period:

(a) (\*\*) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

Sr No.	Compliance Requirement  (Regulations / circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations /Remarks of the Practicing Company Secretary (PCS)	Management Response	Remarks
					Advisory / Clarification/ Fine/ Show Cause Notice/ Warning etc.					
No deviations, actions taken, violations, levy of fines against the Company during the review period FY 2024-2025.										





(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations/ Remarks of the Practicing Company Secretary (PCS) in the previous reports)	Observations made in the Secretarial Compliance report for the year ended ..... (The years are to be mentioned)	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Details of violation / Deviations and actions taken /penal ty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
Not Applicable during the review period (FY 2024-2025).						

(Note:

1. Provide the list of all the observations in the report for the previous year along with the actions taken by the listed entity on those observations.
2. Add the list of all observations in the reports pertaining to the periods prior to the previous year in case the entity has not taken sufficient steps to address the concerns raised/ observations

E.g., In the report for the year ended 31st Mar, 2023, the PCS shall provide a list of:

- (c) all the observations in the report for the year ended 31st March, 2022 along with the actions.
- (d) taken by the listed entity on those observations.
- (e) the observations in the reports pertaining to the year ended 31st March, 2022 and earlier, in case the entity has not taken sufficient steps to address the concerns raised/ observations in those reports.)



- I. We hereby report that, during the review period (FY 2024-2025) the compliance status of the listed entity with the following requirements:

Sr. No	Particulars	Compliance Status (Yes/ No/NA)	Observation s/ Remarks by PCS*
1.	Secretarial Standards:  The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI).	Yes	No
2.	Adoption and timely updation of the Policies: <ul style="list-style-type: none"><li>• All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities.</li><li>• All the policies are in conformity with SEBI Regulations and have been reviewed &amp; updated on time, as per the regulations/ circulars/guidelines issued by SEBI.</li></ul>	Yes	No
3.	Maintenance and disclosures on Website: <ul style="list-style-type: none"><li>• The listed entity is maintaining a functional website.</li><li>• Timely dissemination of the documents/ information under a</li></ul>	Yes	No



	<p>separate section on the website.</p> <ul style="list-style-type: none"> <li>Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which redirects to the relevant document(s)/section of the website.</li> </ul>		
4.	<p>Disqualification of Director(s):</p> <p>None of the director(s) of the listed entity is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p>	Yes	No
5.	<p>Details related to subsidiaries of listed entities have been examined w.r.t.:</p> <p>(a) Identification of material subsidiary companies.</p> <p>(b) Disclosure requirement of material as well as other subsidiaries.</p>	NA, The Company does not have a subsidiary company.	No
6.	<p>Preservation of Documents:</p> <p>The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per policy of preservation of documents and archival policy prescribed under SEBI LODR Regulations, 2015.</p>	Yes	No
7.	<p>Performance Evaluation:</p> <p>The listed entity has conducted performance evaluation of the board, independent directors and the committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.</p>	Yes	No
8.	<p>Related Party Transactions:</p> <p>(a) The listed entity has obtained prior approval of audit committee for all related party transactions;</p> <p>(b) In case no prior approval obtained,</p>	Yes	No





	the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the audit committee.		
9.	<p>Disclosure of events or information:</p> <p>The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.</p>	Regulation 30 is not applicable to the company	No
10.	<p>Prohibition of Insider Trading:</p> <p>The listed entity is in compliance with Regulation 3(5) &amp; 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	Yes	No
11.	<p>Actions taken by SEBI or Stock Exchange(s), if any:</p> <p>No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder (or)  <del>The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.</del></p>	Yes	No
12.	<p>Resignation of statutory auditors from the listed entity or its material subsidiaries:</p> <p>In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.</p>	<p>The tenure of M/s Ramdas &amp; Venugopal Chartered Accountants ceases on the closing hours of 30<sup>th</sup> September 2024.</p> <p>M/s Mohandas &amp; Associates Chartered Accountants has been appointed as Statutory Auditor of the Company</p>	No



		for a period of three years from 01-04-2024 to 31-03-2027.	
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13.	Additional Non-compliances, if any:  No additional non-compliances observed for any SEBI regulation/circular/guidance note etc. except as reported above.	No additional non-compliances observed.	No
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*Observations/Remarks by PCS are mandatory if the compliance status is provided as 'No' or 'NA'*

We further, report that the listed entity is in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the LODR Regulations.  
Not Applicable

Assumptions & limitation of scope and review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial records and books of account of the listed entity.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (LODR) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

**For BVR & Associates Company Secretaries LLP**



**CS Vijay Sreenikethan**  
**CP No. : 8268**  
**UDIN : F007873G000380894**  
**Peer Review No. P2010KE020500**  
**Firm Registration No. AAE-7079**

**VIJAY. S.**  
**Designated Partner**  
**BVR & Associates Company Secretaries LLP**  
**"Swastika", Chitteth Building**  
**PC Road, Ponnurunni (E)**  
**Vyttila P.O., Cochin - 682 019**  
**C P No: 8268, FCS 7873**  
**LLP IN AAE - 7079**

Place: Ernakulam

Date: 19-05-2025