

## IN THE NATURE OF FORM 2A - MEMORANDUM CONTAINING SALIENT FEATURES OF THE PROSPECTUS

**THIS ABRIDGED PROSPECTUS CONSISTS OF 24 PAGES INCLUDING 2 PAGES OF APPLICATION FORM. PLEASE ENSURE THAT YOU GET ALL PAGES**

Please ensure that you read the Prospectus and the general instructions contained in this Abridged Prospectus before applying in the Issue. Unless otherwise specified, all capitalised terms used in this form shall have the meaning ascribed to such terms in the Prospectus dated May 25, 2023. The investors are advised to retain a copy of Abridged Prospectus for their future reference.

You may obtain a physical copy of the Application form from our Registered Office, the Lead Manager, Syndicate Member, Registrar to the Issue, the Designated Branches of Self Certified Syndicate Banks. You may also download the Prospectus from the websites of SEBI, Lead Manager and Stock Exchange i.e. [www.sebi.gov.in](http://www.sebi.gov.in); [www.vivro.net](http://www.vivro.net); [www.bseindia.com](http://www.bseindia.com).



### INDEL MONEY LIMITED

Indel Money Limited (“our Company” or “the Company” or “the Issuer”) was originally incorporated as ‘Payal Holdings Private Limited’, a private limited company under the provisions of the Companies Act, 1956, pursuant to a certificate of incorporation dated September 11, 1986 issued by Registrar of Companies, Maharashtra at Mumbai (“RoC”). The name of our Company was changed to ‘Indel Money Private Limited’ pursuant to a fresh certificate of incorporation dated on January 9, 2013 issued by the RoC. Pursuant to a special resolution passed in the general meeting of our Shareholders held on August 16, 2021, our Company was converted into a public limited company and a fresh certificate of incorporation was issued by the RoC on August 26, 2021, and the name of our Company was changed to ‘Indel Money Limited’. Our Company holds a certificate of registration dated September 27, 2021, bearing registration number B-13.01564 issued by the Reserve Bank of India (“RBI”) to carry on the activities of a non-banking financial company without accepting public deposits under Section 45 IA of the Reserve Bank of India Act, 1934. For further details about our Company, see “History and Certain Other Corporate Matters” on page 93 of the Prospectus.

**Registered Office:** Office No.301, Floor No.3, Sai Arcade N.S Road, Mulund West, Mumbai 400 080, Maharashtra, India.

**Corporate Office:** Indel House, Changampuzha Nagar, South Kalamassery, Ernakulam 682 033, Kerala, India.

**Company Secretary and Compliance Officer/ Contact Person:** Hanna P Nazir; **Email:** [cs@indelmoney.com](mailto:cs@indelmoney.com); **Telephone:** +91 484 293 3988;

**Chief Financial Officer:** Narayanan P; **Email:** [cfo@indelmoney.com](mailto:cfo@indelmoney.com); **Telephone:** +91 484 293 3989;

**Corporate Identification Number:** U65990MH1986PLC040897; **PAN:** AAACP9568M; **E-mail:** [care@indelmoney.com](mailto:care@indelmoney.com); **Website:** [www.indelmoney.com](http://www.indelmoney.com)

#### BRIEF DESCRIPTION OF THE ISSUE

**PUBLIC ISSUE BY OUR COMPANY OF SECURED, REDEEMABLE, NON-CONVERTIBLE DEBENTURES OF FACE VALUE OF ₹1,000 EACH, (“NCDs”) AT PAR, AGGREGATING UP TO ₹5,000 LAKHS, HEREINAFTER REFERRED TO AS THE “BASE ISSUE” WITH AN OPTION TO RETAIN OVER-SUBSCRIPTION UP TO ₹5,000 LAKHS AGGREGATING UP TO ₹ 10,000 LAKHS, HEREINAFTER REFERRED TO AS THE “OVERALL ISSUE SIZE”. THE ISSUE IS BEING MADE PURSUANT TO THE PROVISIONS OF SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE AND LISTING OF NON-CONVERTIBLE SECURITIES) REGULATIONS, 2021, THE COMPANIES ACT, 2013 AND RULES MADE THEREUNDER, AS AMENDED. THE ISSUE IS NOT PROPOSED TO BE UNDERWRITTEN.**

#### GENERAL RISKS

For taking an investment decision, the Investors must rely on their own examination of the Issuer and the Issue, including the risks involved. Specific attention of the Investors is invited to the chapter titled “Risk Factors” on page 16 of the Prospectus and “Material Developments” on page 107 of the Prospectus, before making an investment in this Issue. The Prospectus has not been and will not be approved by any regulatory authority in India, including the RBI, the Securities and Exchange Board of India (“SEBI”), the RoC or any stock exchange in India.

#### ISSUER’S ABSOLUTE RESPONSIBILITY

The Issuer, having made all reasonable inquiries, accepts responsibility for and confirms that the Prospectus contains all information with regard to the Issuer and the issue which is material in the context of the issue, that the information contained in the Prospectus is true and correct in all material aspects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly stated and that there are no other facts, the omission of which make this document as a whole or any of such information or the expression of any such opinions or intentions misleading in any material respect.

#### CREDIT RATING

Our Company has received rating of BBB+/Stable (pronounced as CRISIL triple B plus rating with Stable outlook) by Crisil Ratings Limited vide its letter dated May 03, 2023 for the NCDs proposed to be issued pursuant to this Issue. The rating of the NCDs by Crisil Ratings Limited indicates that the instruments with this rating are considered to have moderate degree of safety and moderate credit risk. The rating given by Crisil Ratings Limited is valid as on the date of the Prospectus and shall remain valid on date of the issue and allotment of NCDs and the listing of the NCDs on BSE. The ratings provided by Crisil Ratings 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 I on page 233 of the Prospectus for the rating rationale.

#### LISTING

The NCDs offered through the Prospectus are proposed to be listed on the BSE Limited (“BSE”/ “Stock Exchange”). Our Company has obtained ‘in-principle’ approval for the Issue from BSE vide its letter dated May 23, 2023. BSE is the Designated Stock Exchange for this Issue.

#### PUBLIC COMMENTS

The Draft Prospectus was filed with BSE on May 16, 2023, pursuant to the provisions of the SEBI NCS Regulations and was kept open for public comments for a period of seven Working Days (i.e., until 5 p.m. on May 23, 2023).

#### COUPON RATE, COUPON PAYMENT FREQUENCY, REDEMPTION RATE, REDEMPTION AMOUNT & ELIGIBLE INVESTORS

For details relating to Coupon Rate, Coupon Payment Frequency, Redemption Date, Redemption Amount and eligible Investors of the NCDs, please see “Issue Structure” on page 165 of the Prospectus.

#### ISSUE PROGRAMME

**ISSUE OPENS ON: TUESDAY, JUNE 6, 2023**

**ISSUE CLOSES ON: MONDAY, JUNE 19, 2023\*\***

*Vistra ITCL (India) Limited, by its letter dated May 11, 2023 has given its consent for its appointment as Debenture Trustee to the Issue and for its name to be included in the Prospectus and in all the subsequent periodical communications sent to the holders of the Debenture issued pursuant to this Issue. For further details, please refer to “General Information – Debenture Trustee” on page 37 of the Prospectus.*

*\*\* The Issue shall remain open for subscription on Working Days from 10:00 a.m. to 5:00 p.m. (Indian Standard Time), during the period indicated in the Prospectus, except that the Issue may close on such earlier date or extended date (subject to a minimum period of 3 working days and a maximum period of 10 working days from the date of opening of the issue and subject to not exceeding thirty days from filing the Prospectus with ROC) including any extensions, as may be decided by the Board of Directors of our Company (“Board”) or the NCD Sub-Committee, subject to relevant approvals, in accordance with the SEBI NCS Regulations. In the event of such an early closure of or extension subscription list of the Issue, our Company shall ensure that notice of such early closure or extension is given to the prospective investors through an advertisement in a national daily newspaper and a regional daily newspaper in Maharashtra where the registered office is located, with wide circulation on or before such earlier date or extended date of closure. Applications Forms for the 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 Issue Period. On the Issue Closing Date, Application Forms will be accepted only between 10:00 a.m. to 3:00 p.m. and uploaded until 5:00 p.m. (Indian Standard Time) or such extended time as may be permitted by the Stock Exchange..*

*A copy of the Prospectus and written consents of our Directors, our Company Secretary and Compliance Officer, our Chief Financial Officer, our Auditor, the Lead Manager, the Registrar to the Issue, Public Issue Account Bank, Refund Bank, Sponsor Bank, Credit Rating Agency, the legal advisor, the Debenture Trustee, Grant Thornton Bharat LLP, lenders to our Company and the Syndicate Member to act in their respective capacities shall be filed with the RoC, in terms of Section 26 of the Companies Act, 2013 along with the requisite endorsed/ certified copies of all requisite documents. For further details, please see “Material Contracts and Documents for Inspection” beginning on page 223 of the Prospectus.*

**OUR PROMOTER**

Our Promoter is Indel Corporation Private Limited a Company incorporated under the provisions of the Companies Act, 1956 and having its registered office of our Promoter is situated at Office No.301, Floor No.3, Sai Arcade N.S Road, Mulund West Mumbai - 400080, Maharashtra, India. Our Promoter is engaged in the business of financing and investment and focuses in strategic investments in diversified sectors including financial services, automotive, hospitality, agriculture, infrastructure, construction, communication, media and entertainment. The PAN of our holding Company is AACCI7546J and CIN is U65900MH2011PTC222836. The Board of Directors of our Promoter are Umesh Mohanan, Mohanan Gopalakrishnan and Anish Mohan Gopalakrishnan Mohanan. Our Company confirms that the Permanent Account Number and Bank Account Number(s) of the Promoter and Permanent Account Number of Directors shall be submitted to the BSE at the time of filing the Draft Prospectus.

**Shareholding of our Promoter in the Company**

As on the date of the Prospectus, Indel Corporation Private Limited holds 13,31,46,979\* Equity Shares amounting to 100.00% of issued, subscribed and paid-up capital of our Company.

\*1 Equity Share each is held by Mohanan Gopalakrishnan, Umesh Mohanan, Ushadevi Pathiyil, Kavitha Menon, UM Ventures Private Limited and Mithram Motors Private Limited respectively as a nominee of our Promoter.

There have been no changes in the Promoter's holding in our Company during last financial year beyond the threshold prescribed by RBI.

For further details, see "Our Promoter" on page 103 of the Prospectus.

**OUR BOARD OF DIRECTORS**

The composition of our Board is governed by the provisions of the Companies Act, 2013 and the rules prescribed thereunder, in compliance with the same, our Company requires us to have not less than three (3) and not more than fifteen (15) Directors. As on the date of the Prospectus, we have eight Directors on the Board which includes one managing director, one whole time director and six non-executive directors of which three are independent directors. The general superintendence, direction and management of our affairs and business are vested with the Board of Directors.

Sr. No.	Name	Designation	Experience
1.	Mohanan Gopalakrishnan	Managing Director	He has vast experience in the banking industry. He has promoted the investment company namely Indel Corporation Private Limited as a Special Purpose Vehicle for investments into various sectors, namely financial services, automotive, hospitality, agriculture, infrastructure, construction, communication, media and entertainment.
2.	Umesh Mohanan	Whole Time Director	He is an investment professional with a rich experience in managing investment verticals. His track record includes heading a Middle Eastern multinational multibillion conglomerate at its executive level, spearheading its operations across the globe, diversified into portfolios such as banking investments, infrastructure construction, oil and gas, power stations, defence supplies, manufacturing, trading of minerals, bullion and other commodities. Currently he serves Indel Money Limited as its Executive Director.
3.	Anantharaman Trikkur Ramachandran	Non – Executive Director	He is a chartered accountant by profession and is a partner with the CA firm Sengottaiyan & Co., which focuses on audit & enterprise risk, tax consulting and financial advisory services across various cities in India for about two decades.
4.	Salil Venu	Non – Executive Director	He is an administrative management professional with vast experience of in the administration and management sector.
5.	Kavitha Menon	Non – Executive Director	She is an experienced entrepreneur and has been instrumental in nurturing the talent pool at the Company. She heads the skill set development initiatives and has implemented numerous training programs across the Company resulting in improved employee performance.
6.	Narasinganallore Venkatesh Srinivasan	Independent Director	He has vast experience in the banking sector including more than two decades of experience in managing treasury and international banking. In addition, he has extensive experience in matters relating to finance, risk management, information technology, accounting standards, audit & assurance as well as bank taxation. He has been serving as the chief executive officer of Association of Mutual Funds in India ("AMFI"). Prior to taking up the position, he was the executive director and chief financial officer of Lakshmi Vilas Bank Limited based in Mumbai. Before his stint with Lakshmi Vilas Bank Limited, he was associated with IDBI Bank Limited, where he held positions, including that of the chief financial officer and executive director. He was also a member of the technical advisory committee of RBI on money market, securities market and foreign exchange. He was also the chairman of FIMMDA during the same period.
7.	Chitethu Ramakrishna Sasikumar	Independent Director	He is a retired banker from State Bank of India as deputy managing director. Prior to this, he served as the deputy managing director (Inspection & Management Audit), responsible for internal audit of State Bank of India ("SBI"). He has also served as chief general manager of the Hyderabad circle of SBI SG Global Securities and chief executive officer of SBI Shanghai.
8.	Sethuraman Ganesh	Independent Director	He is a former principal chief general manager of Reserve Bank of India. Currently, he holds the position of independent director on the Board of Sonata Finance Private Limited, based at Lucknow. He was also a non-executive director on the board of BSS Microfinance Private Limited at Bengaluru. In addition, he is a member of the Infimind Institute of Skill Development LLP, Bengaluru.

For further details, please refer "Our Management" on page 95 of the Prospectus.

**OUR BUSINESS**

We are a non-deposit taking and a systemically important non-banking finance company (“NBFC”) in the gold loan sector lending money against the pledge of household gold jewellery (“Gold Loans”) in the states of Kerala, Tamil Nadu, Karnataka, Andhra Pradesh, Odisha, Maharashtra and Telangana and the union territory of Puducherry. We also provide loans against property, business loans and personal loans. Our Gold Loan portfolio (excluding off-balance sheet assets) for on the nine month ended December 31, 2022, and Fiscal 2022, 2021 and 2020 amounted to ₹ 54,680.24 lakhs, ₹ 42,135.99 lakhs, ₹ 30,994.35 lakhs and ₹ 29,588.74 lakhs which is 80.62%, 80.46%, 77.71% and 87.99% of our total loans and advances (excluding off-balance sheet assets) as on such specific dates. We, as on March 31, 2023, had a network of 245 branches spread in the states of Kerala, Tamil Nadu, Karnataka, Andhra Pradesh, Odisha, Maharashtra and Telangana and the union territory of Puducherry.

We are registered with RBI as a non-deposit taking, NBFC (registration no. B-13.01564 dated February 13, 2002) under Section 45 IA of the Reserve Bank of India Act, 1934. Further, our Company has received certificate of registration dated September 27, 2021 bearing registration number B-13.01564 issued by RBI under Section 45IA of the Reserve Bank of India Act, 1934 pursuant to the change in name from ‘Indel Money Private Limited’ to ‘Indel Money Limited’ consequent upon its conversion as a public limited company and receipt of revised certificate of incorporation from RoC, dated August 26, 2021.

Our Company belongs to the Indel Group, which was founded by Late Mr. Palliyil Janardhanan Nair. The Indel Group entered into the regulated financial services business at a small village in Palakkad, Kerala under a State Government Money lenders license. Over the years the Group has diversified its presence from being a financial services company to automobile dealership, hospitality, infrastructure development, media, communication and entertainment.

Our Gold Loan customers are individuals primarily from rural and semi-urban areas. Our Company is one of the few gold loan companies which has launched a long term 2-year gold loan scheme to support the cash and liquidity requirements of our customers. The 2-year gold loan schemes account for 0.02% of the gold loan portfolio (excluding off-balance sheet assets) of our Company for Fiscal 2023.

For the nine month ended December 31, 2022, and Fiscal 2022, 2021 and 2020, our total outstanding AUM (excluding off-balance sheet assets) was ₹ 67,828.23 lakhs, ₹ 52,367.29 lakhs, ₹ 39,884.30 lakhs and ₹ 33,629.05 lakhs out of which the outstanding gold loans AUM (excluding off-balance sheet assets) amounted to ₹ 54,680.24 lakhs, ₹ 42,135.99 lakhs, ₹ 30,994.35 lakhs and ₹ 29,588.74 lakhs which is 80.62%, 80.46%, 77.71%, and 87.99% of our total loans and advances (excluding off-balance sheet assets) as on such specific dates. We provide customers with tailor made gold loan products with varying rates of interest, loan amount and tenure to suit their varied requirements.

For further details, see “Our Business” on page 74 of the Prospectus.

**RISK FACTOR**

The below mentioned risks are top 10 risk factors, as per the Prospectus, including 3 each pertaining to the Issuer and the NCDs. Please read the risk factors carefully, see section titled “Risk Factors” on page no. 16 of the Prospectus.

1. Our business is capital intensive and any disruption or restrictions in raising financial resources would have a material adverse effect on our liquidity and financial condition.
2. Our financial performance is primarily dependent on interest rate risk. If we are unable to manage interest rate risk in the future it could have an adverse effect on our net interest margin, thereby adversely affecting business and financial condition of our Company.
3. We face increasing competition in our business which may result in declining interest margins. If we are unable to compete successfully, our market share may also decline.
4. Volatility in the market price of gold may adversely affect our financial condition, cash flows and results of operations.
5. Our ability to lend against the collateral of gold jewellery has been restricted on account of guidelines issued by RBI, which may have a negative impact on our business and results of operation
6. We may not be able to successfully sustain our growth strategy. Inability to effectively manage our growth and related issues could materially and adversely affect our business and impact our future financial performance.
7. If we are not able to control the level of non-performing assets in our portfolio, the overall quality of our loan portfolio may deteriorate, and our results of operations may be adversely affected.
8. Changes in interest rates may affect the price of our NCDs which frequently accompany inflation and/or a growing economy, are likely to have a negative effect on the price of our NCDs.
9. You may not be able to recover, on a timely basis or at all, the full value of the outstanding amounts and/or the interest accrued thereon in connection with the NCDs. Failure or delay in recovering the expected value from a sale or disposition of the assets charged as security in connection with the NCDs could expose you to a potential loss.
10. There is no assurance that the NCDs issued pursuant to this Issue will be listed on BSE Limited in a timely manner, or at all.

For further details, see “Risk Factors” on page 16 of the Prospectus.

**FINANCIAL HIGHLIGHTS**

**Key Operational and Financial Indicators**

A Summary of our key operational and financial parameters for the nine month ended December 31, 2022 and the Fiscals 2022, 2021 and 2020 are given below:

**A. Based on the Interim Unaudited Standalone Financial Results**

(₹ in lakhs)

Parameters – Ind AS	December 31, 2022
<b>Balance Sheet</b>	
Net Fixed assets (including intangible assets)	1,087.42
Current assets	82,082.09
Deferred tax assets (net)	284.21

**IN THE NATURE OF FORM 2A - MEMORANDUM CONTAINING SALIENT FEATURES OF THE PROSPECTUS**

Parameters – Ind AS	December 31, 2022
Non-current assets	4,344.05
Total assets	87,797.77
<b>Non-Current Liabilities (including maturities of long-term borrowings and short-term borrowings)</b>	
Financial (borrowings, trade payables, and other financial liabilities)	52,639.20
Provisions	180.61
Deferred tax liabilities (net)	-
Other non-current liabilities	-
<b>Current Liabilities</b>	
Financial (borrowings, trade payables, and other financial liabilities)	17,711.33
Provisions	-
Current tax liabilities (net)	-
Other current liabilities	4,033.93
Equity (equity and other equity)	13,232.70
Total equity and liabilities	87,797.77
<b>Profit and Loss</b>	
Total revenue	12,929.66
Revenue from operations	12,787.89
Other income	141.77
Total Expenses	11,086.70
Total comprehensive income	1,356.37
Profit / (loss)	1,842.97
Other comprehensive income	(18.75)
Profit / (loss) after tax	1,375.12
Earnings per equity share: Basic; (Continuing operations)	1.23
Earnings per equity share: Diluted (Continuing operations)	1.23
Earnings per equity share: Basic (Discontinued operations)	-
Earnings per equity share: Basic (Total Continuing and discontinued operations)	1.23
Earnings per equity share: Diluted (Total Continuing and discontinued operations)	1.23
<b>Cash Flow</b>	
Net cash generated from operating activities	(15,352.58)
Net cash used in / generated from investing activities	(1,202.76)
Net cash used in financing activities	11,728.53
Cash and cash equivalents	3,053.35
Balance as per statement of cash flows	3,053.35
<b>Additional information</b>	
Net worth	13,232.70
Cash and Cash Equivalents	3,053.35
Current Investments	1,360.78
Assets Under Management	67,828.23
Off Balance Sheet Assets	33,532.01
Total Debts to Total assets	0.80
Debt Service Coverage Ratios (times)	5.31
Interest Income	12,767.70
Interest Expense	6,167.22
Interest service coverage ratio (times)	1.30
Provisioning & Write-offs	404.90
Bad debts to Account receivable ratio	NA
Gross NPA (%)	1.87%
Net NPA (%)	1.66%
Tier I Capital Adequacy Ratio (%)	15.71%
Tier II Capital Adequacy Ratio (%)	7.86%

**B. Based on the Audited Ind AS Consolidated Financial Statements**

*(₹ in lakhs)*

Parameters – Ind AS	Fiscal 2022
<b>Balance Sheet</b>	
Net Fixed assets (including intangible assets)	929.37
Current assets	68,307.45
Deferred tax assets (net)	236.33
Non-current assets	4181.49
Total assets	73,654.64
<b>Non-Current Liabilities (including maturities of long-term borrowings and short term borrowings)</b>	
Financial (borrowings, trade payables, and other financial liabilities)	47,786.60
Provisions	140.47
Deferred tax liabilities (net)	-
Other non-current liabilities	-
<b>Current Liabilities</b>	
Financial (borrowings, trade payables, and other financial liabilities)	12,516.43

**IN THE NATURE OF FORM 2A - MEMORANDUM CONTAINING SALIENT FEATURES OF THE PROSPECTUS**

Parameters – Ind AS	Fiscal 2022
Provisions	-
Current tax liabilities (net)	-
Other current liabilities	3,188.53
Equity (equity and other equity)	10,022.61
Total equity and liabilities	73,654.64
<b>Profit and Loss</b>	
Total revenue	12,300.44
Revenue from operations	12,270.31
Other income	30.13
Total Expenses	11,803.36
Total comprehensive income	185.77
Profit / (loss)	497.08
Other comprehensive income	(24.99)
Profit / (loss) after tax	210.76
Earnings per equity share: Basic; (Continuing operations)	0.26
Earnings per equity share: Diluted (Continuing operations)	0.26
Earnings per equity share: Basic (Discontinued operations)	-
Earnings per equity share: Basic (Total Continuing and discontinued operations)	0.26
Earnings per equity share: Diluted (Total Continuing and discontinued operations)	0.26
<b>Cash Flow</b>	
Net cash generated from operating activities	(13,571.89)
Net cash used in / generated from investing activities	(547.24)
Net cash used in financing activities	21,279.72
Cash and cash equivalents	7,880.18
Balance as per statement of cash flows	7,880.18
<b>Additional information</b>	
Net worth	10,022.61
Cash and Cash Equivalents	7,880.18
Current Investments	1,006.12
Assets Under Management	52,367.29
Off Balance Sheet Assets	14,650.60
Total Debts to Total assets (times)	0.82
Debt Service Coverage Ratios (times)	0.13
Interest Income	12,231.23
Interest Expense	6,705.21
Interest service coverage ratio (times)	1.07
Provisioning & Write-offs	126.32
Bad debts to Account receivable ratio (times)	NA
Gross NPA (%)	1.61%
Net NPA (%)	1.38%
Tier I Capital Adequacy Ratio (%)	15.44%
Tier II Capital Adequacy Ratio (%)	7.75%

**C. Based on the Reformatted Consolidated Financial Statements**

*(₹ in lakhs)*

Parameters – I-GAAP	Fiscal 2021	Fiscal 2020
<b>Balance Sheet</b>		
Net Fixed assets (including intangible assets)	672.58	712.69
Current assets	43,186.07	35,357.87
Deferred tax assets (net)	109.68	105.84
Non-current assets	3,983.96	1,640.62
Total assets	47,952.29	37,817.02
<b>Non-Current Liabilities (including maturities of long-term borrowings and short term borrowings)</b>		
Financial (borrowings, trade payables, and other financial liabilities)	34,021.72	26,215.43
Provisions	27.41	-
Deferred tax liabilities (net)	-	-
Other non-current liabilities	683.18	162.78
<b>Current Liabilities</b>		
Financial (borrowings, trade payables, and other financial liabilities)	2,656.27	2,539.69
Provisions	506.59	116.13
Current tax liabilities (net)	-	-
Other current liabilities	1294.23	969.48
Equity (equity and other equity)	8762.90	7813.51
Total equity and liabilities	47,952.29	37,817.02
<b>Profit and Loss</b>		
Total revenue	9,448.59	6,307.39

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Parameters – I-GAAP	Fiscal 2021	Fiscal 2020
Revenue from operations	9,401.67	6,254.88
Other income	46.92	52.51
Total Expenses	8,142.32	6,080.26
Profit / (loss)	1,306.27	227.13
Profit / (loss) after tax	949.39	219.38
Earnings per equity share: Basic; (Continuing operations)	1.16	0.27
Earnings per equity share: Diluted (Continuing operations)	1.16	0.27
Earnings per equity share: Basic (Discontinued operations)	-	-
Earnings per equity share: Basic (Total Continuing and discontinued operations)	1.16	0.27
Earnings per equity share: Diluted (Total Continuing and discontinued operations)	1.16	0.27
<b>Cash Flow</b>		
Net cash generated from operating activities	(2,140.19)	(5,617.41)
Net cash used in / generated from investing activities	(208.07)	(368.93)
Net cash used in financing activities	3071.18	6113.97
Cash and cash equivalents	1351.56	628.64
Balance as per statement of cash flows	1351.56	628.64
<b>Additional information</b>		
Net worth	8,762.90	7,813.51
Cash and Cash Equivalents	1,351.56	628.64
Current Investments	-	-
Assets Under Management	39,884.30	33,629.05
Off Balance Sheet Assets	11,459.85	-
Total Debts to Total assets (times)	0.76	0.76
Debt Service Coverage Ratios (times)	0.15	0.11
Interest Income	9,339.38	6,192.67
Interest Expense	4,474.15	3,012.76
Interest service coverage ratio (times)	1.29	1.08
Provisioning & Write-offs	21.55	(32.18)
Bad debts to Account receivable ratio (times)	0.01	0.01
Gross NPA (%)	0.46	0.36
Net NPA (%)	0.11	0.01
Tier I Capital Adequacy Ratio (%)	19.15	21.25
Tier II Capital Adequacy Ratio (%)	9.61	11.14

D. Based on the Audited Ind AS Standalone Financial Statements

(₹ in lakhs)

Parameters – Ind AS	Fiscal 2022
<b>Balance Sheet</b>	
Net Fixed assets (including intangible assets)	929.37
Current assets	68,307.42
Deferred tax assets (net)	236.33
Non-current assets	4,206.25
Total assets	73,679.37
<b>Non-Current Liabilities (including maturities of long-term borrowings and short term borrowings)</b>	
Financial (borrowings, trade payables, and other financial liabilities)	47,786.30
Provisions	140.47
Deferred tax liabilities (net)	-
Other non-current liabilities	-
<b>Current Liabilities</b>	
Financial (borrowings, trade payables, and other financial liabilities)	12,516.43
Provisions	-
Current tax liabilities (net)	-
Other current liabilities	3,188.53
Equity (equity and other equity)	10,047.64
Total equity and liabilities	73,679.37
<b>Profit and Loss</b>	
Total revenue	12,300.44
Revenue from operations	12,270.31
Other income	30.13
Total Expenses	11,802.89
Total comprehensive income	211.23
Profit / (loss)	497.55
Other comprehensive income	(24.99)
Profit / (loss) after tax	211.23
Earnings per equity share: Basic; (Continuing operations)	0.26

**IN THE NATURE OF FORM 2A - MEMORANDUM CONTAINING SALIENT FEATURES OF THE PROSPECTUS**

Parameters – Ind AS	Fiscal 2022
Earnings per equity share: Diluted (Continuing operations)	0.26
Earnings per equity share: Basic (Discontinued operations)	-
Earnings per equity share: Basic (Total Continuing and discontinued operations)	0.26
Earnings per equity share: Diluted (Total Continuing and discontinued operations)	0.26
<b>Cash Flow</b>	
Net cash generated from operating activities	(13,571.92)
Net cash used in / generated from investing activities	(547.24)
Net cash used in financing activities	21,279.72
Cash and cash equivalents	7,880.15
Balance as per statement of cash flows	7,880.15
<b>Additional information</b>	
Net worth	10,047.64
Cash and Cash Equivalents	7,880.15
Current Investments	1,006.12
Assets Under Management	52,367.29
Off Balance Sheet Assets	14,650.60
Total Debts to Total assets (times)	0.82
Debt Service Coverage Ratios (times)	0.13
Interest Income	12,231.23
Interest Expense	6,705.21
Interest service coverage ratio (times)	1.07
Provisioning & Write-offs	126.32
Bad debts to Account receivable ratio (times)	NA
Gross NPA (%)	1.61%
Net NPA (%)	1.38%
Tier I Capital Adequacy Ratio (%)	15.83%
Tier II Capital Adequacy Ratio (%)	7.92%

**E. Based on the Reformatted Standalone Financial Statements**

(*₹ in lakhs*)

Parameters – IGAAP	Fiscal 2021	Fiscal 2020
<b>Balance Sheet</b>		
Net Fixed assets(including intangible assets)	672.58	712.69
Current assets	43,198.34	35,369.64
Deferred tax assets (net)	109.68	105.84
Non-current assets	3,995.96	1,652.62
Total assets	47,976.56	37,840.79
<b>Non-Current Liabilities (including maturities of long-term borrowings and short term borrowings)</b>		
Financial (borrowings, trade payables, and other financial liabilities)	34,021.72	26,215.43
Provisions	27.41	-
Deferred tax liabilities (net)	-	-
Other non-current liabilities	683.18	162.78
<b>Current Liabilities</b>		
Financial (borrowings, trade payables, and other financial liabilities)	2,656.27	2,539.69
Provisions	560.59	116.13
Current tax liabilities (net)	-	-
Other current liabilities	1293.94	969.19
Equity (equity and other equity)	8787.46	7837.58
Total equity and liabilities	47,976.56	37,840.79
<b>Profit and Loss</b>		
Total revenue	9,448.59	6,307.39
Revenue from operations	9,401.67	6,254.88
Other income	46.92	52.51
Total Expenses	8,141.83	6,067.83
Profit / (loss)	1,306.77	239.56
Profit / (loss) after tax	949.88	231.80
Earnings per equity share: Basic; (Continuing operations)	1.16	0.27
Earnings per equity share: Diluted (Continuing operations)	1.16	0.27
Earnings per equity share: Basic (Discontinued operations)	-	-
Earnings per equity share: Basic (Total Continuing and discontinued operations)	1.16	0.27
Earnings per equity share: Diluted (Total Continuing and discontinued operations)	1.16	0.27

**IN THE NATURE OF FORM 2A - MEMORANDUM CONTAINING SALIENT FEATURES OF THE PROSPECTUS**

Parameters – IGAAP	Fiscal 2021	Fiscal 2020
<b>Cash Flow</b>		
Net cash generated from operating activities	(2,140.12)	(5,605.57)
Net cash used in / generated from investing activities	(208.07)	(379.93)
Net cash used in financing activities	3071.18	6113.97
Cash and cash equivalents	1351.56	628.58
Balance as per statement of cash flows	1351.56	628.58
<b>Additional Information</b>		
Net worth	8,787.46	7,837.58
Cash and Cash Equivalents	1,351.56	628.58
Current Investments	-	-
Assets Under Management	39,884.30	36,629.05
Off Balance Sheet Assets	11,459.85	-
Total Debts to Total assets (times)	0.76	0.76
Debt Service Coverage Ratios (times)	0.15	0.11
Interest Income	9,339.38	6,192.67
Interest Expense	4,474.13	3,012.73
Interest service coverage ratio (times)	1.29	1.08
Provisioning & Write-offs	21.55	(32.18)
Bad debts to Account receivable ratio (times)	0.01	0.01
Gross NPA (%)	0.46	0.36
Net NPA (%)	0.11	0.01
Tier I Capital Adequacy Ratio (%)	19.15	21.25
Tier II Capital Adequacy Ratio (%)	9.61	11.14

For Further details, see “Financial Information” on page 106 of the Prospectus.

**CONTACT DETAILS RELATING TO ENTITIES ASSOCIATED WITH THE ISSUE**

**LEAD MANAGER TO THE ISSUE**

**VIVRO**

**VIVRO FINANCIAL SERVICES PRIVATE LIMITED**

607/608 Marathon Icon, Opp. Peninsula Corporate Park  
Off. Ganpatrao Kadam Marg, Veer Santaji Lane, Lower Parel  
Mumbai 400 013, Maharashtra, India

**Tel:** +91 22 6666 80402

**Email:** investors@vivro.net

**Investor Grievance Id:** investors@vivro.net

**Website:** www.vivro.net

**Contact Person:** Viral Shah/Kruti Saraiya

**SEBI Registration No.:** INM000010122

**REGISTRAR TO THE ISSUE**

**LINKIntime**

**LINK INTIME INDIA PRIVATE LIMITED**

C-101, 1<sup>st</sup> Floor, 247 Park, L.B.S. Marg  
Vikhroli (West), Mumbai 400 083  
Maharashtra, India

**Tel:** + 91 810 811 4949

**Facsimile:** + 91 22 4918 6195

**Email:** indelmoney.ncd3@linkintime.co.in

**Investor Grievance Id:** indelmoney.ncd3@linkintime.co.in

**Website:** www.linkintime.co.in

**Contact Person:** Shanti Gopalkrishnan

**SEBI Registration Number:** INR000004058



**DEBENTURE TRUSTEE TO THE ISSUE**



**VISTRA ITCL (INDIA) LIMITED**

The IL&FS Financial Center  
Plot C – 22, 6<sup>th</sup> Floor, G Block, Bandra Kurla Complex  
Bandra (East), Mumbai 400 051, Maharashtra, India

**Tel:** +91 22 2659 3333

**Email:** itclcomplianceofficer@vistra.com

**Investor Grievance Id:** itclcomplianceofficer@vistra.com

**Website:** www.vistraitcl.com

**Compliance Officer / Contact Person:** Jatin Chonani

**SEBI Registration Number:** IND000000578

**BANKERS TO THE ISSUE**

**Public Issue Account Bank, Sponsor Bank and Refund Bank**

**HDFC Bank Limited**

Lodha, I Think Techno Campus O-3 Level, Next to Kanjurmarg, Railway Station,  
Kanjurmarg (East), Mumbai – 400 042, Maharashtra, India

**Tel:** 02230753939/2928/2914

**Email:** Siddharth.jadhav@hdfcbank.com, sachin.gawade@hdfcbank.com, vikas.rahate@hdfcbank.com, eric.bacha@hdfcbank.com, tushar.gavankar@hdfcbank.com, pravin.teli@hdfcbank.com

**Website:** www.hdfc.com

**Contact Person:** Mr. Vikas Rahate, Mr. Eric Bacha, Mr. Siddharth Jadhav, Mr. Sachin Gawde, Mr. Tushar Gavanka

**SYNDICATE MEMBER**

**Vivro Financial Services Private Limited**

607/608 Marathon Icon

Opposite Peninsula Corporate Park

Off. Ganpatrao Kadam Marg

Veer Santaji Lane, Lower Parel

Mumbai 400 013, Maharashtra, India

**Telephone:** +91 22 6666 8040/41/42

**Email:** investors@vivro.net

**Investor Grievance Email:** investors@vivro.net

**Website:** www.vivro.net

**Contact Person:** Tushar Ashar

**SEBI Registration No.:** INM000010122

**Self-Certified Syndicate Banks**

The banks which are registered with SEBI under Securities and Exchange Board of India (Bankers to an Issue) Regulations, 1994, as amended, and offer services in relation to ASBA, including blocking of an ASBA Account, a list of which is available on <http://www.sebi.gov.in> or at such other website as may be prescribed by SEBI from time to time.

A list of the Designated Branches of the SCSBs, with which an Applicant, not applying through the Syndicate, may submit the Application Forms, is available at <http://www.sebi.gov.in>, or at such other website as may be prescribed by SEBI from time to time.

**OBJECT OF THE ISSUE**

Our Company proposes to utilise the funds which are being raised through the Issue, after deducting the Issue related expenses to the extent payable by our Company (“**Net Proceeds**”), estimated to be approximately ₹ 9,790.50 lakhs, towards funding the following objects (collectively, referred to herein as the “**Objects**”):

1. For the purpose of onward lending, financing, and for repayment/prepayment of principal and interest on borrowings of the Company; and
2. General corporate purposes.

The main objects clause of the Memorandum of Association of our Company permits our Company to undertake the activities for which the funds are being raised through the present Issue and also the activities which our Company has been carrying on till date.

The details of the proceeds of the Issue are set forth in the following table:

(₹ in lakhs)

Sr. No.	Description	Amount*
1.	Gross proceeds of the Issue	Up to 10,000.00
2.	(less) Issue related expenses	209.50
3.	Net Proceeds	9,790.50

\* Assuming the Issue is fully subscribed and our Company retains oversubscription up to ₹5,000 lakhs.

**Requirement of funds and Utilisation of Net Proceeds**

The following table details the objects of the Issue and the amount proposed to be financed from the Net Proceeds:

Sr. No.	Objects of the Issue	Percentage of amount proposed to be financed from Net Proceeds
1.	For the purpose of onward lending, financing, and for repayment/ prepayment of principal and interest on borrowings of the Company	At least 75%
2.	General corporate purposes*	Maximum of up to 25%
<b>Total</b>		<b>100%</b>

*\*The Net Proceeds will be first utilized towards the Objects mentioned above. The balance is proposed to be utilized for general corporate purposes, subject to such utilization not exceeding 25% of the gross proceeds, in compliance with the SEBI NCS Regulations.*

For further details, see “Object of the Issue” on page 48 of the Prospectus.

**ISSUE PROCEDURE**

**1. Who are not eligible to apply for NCDs?**

The following categories of persons, and entities, shall not be eligible to participate in this Issue and any Application from such persons and entities are liable to be rejected:

- (a) Minors without a guardian name\*(A guardian may apply on behalf of a minor. However, Application by minors must be made through Application Forms that contain the names of both the minor Applicant and the guardian);
- (b) Foreign nationals, NRI *inter-alia* including any NRIs who are (i) based in the USA, and/or, (ii) domiciled in the USA, and/or, (iii) residents/citizens of the USA, and/or, (iv) subject to any taxation laws of the USA;
- (c) Persons resident outside India and other foreign entities;
- (d) Foreign Portfolio Investors;
- (e) Foreign Venture Capital Investors;
- (f) Qualified Foreign Investors;
- (g) Overseas Corporate Bodies; and
- (h) Persons ineligible to contract under applicable statutory/regulatory requirements.

*\*Applicant shall ensure that guardian is competent to contract under Indian Contract Act, 1872*

For further details, see “Issue Procedure” on page 185 of the Prospectus.

**INSTRUCTIONS FOR FILLING-UP THE APPLICATION FORM**

**General Instructions**

**A. General instructions for completing the Application Form**

- Applications must be made in prescribed Application Form only;
- All Applicants need to tick the Series of NCDs in the Application Form that they wish to apply for. Applications for all the Series of the NCDs may be made in a single Application Form only.
- Application Forms must be completed in **BLOCK LETTERS IN ENGLISH**, as per the instructions contained in the Prospectus and the Application Form;
- If the Application is submitted in joint names, the Application Form should contain only the name of the first Applicant whose name should also appear as the first holder of the depository account held in joint names;
- It shall be mandatory for subscribers to the Issue to furnish their PAN and any Application Form, without the PAN is liable to be rejected, irrespective of the amount of transaction.
- Applications should be in single or joint names and not exceeding three names, and in the same order as their Depository Participant details (in case of Applicants applying for Allotment of the Bonds in dematerialised form) and Applications should be made by Karta in case the Applicant is an HUF. The Applicant is required to specify the name of an Applicant in the Application Form as ‘XYZ Hindu Undivided Family applying through PQR’, where PQR is the name of the Karta. Please ensure that such Applications contain the PAN of the HUF and not of the Karta;
- Applicants must provide details of valid and active DP ID, Client ID and PAN, clearly and without error. On the basis of such Applicant’s active DP ID, Client ID and PAN provided in the Application Form, and as entered into the electronic Application system of the Stock Exchange by SCSBs, the Designated Intermediaries, the Registrar will obtain from the Depository the Demographic Details. Invalid accounts, suspended accounts or where such account is classified as invalid or suspended may not be considered for Allotment of the NCDs;
- Applications must be for a minimum of 10 NCDs and in multiples of one NCD thereafter. For the purpose of fulfilling the requirement of minimum application size of 10 NCDs, an Applicant may choose to apply for 10 NCDs of the same option or across different options;
- If the ASBA Account holder is different from the Applicant, the Application Form should be signed by the ASBA Account holder also, in accordance with the instructions provided in the Application Form;
- If the depository account is held in joint names, the Application Form should contain the name and PAN of the person whose name appears first in the depository account and signature of only this person would be required in the Application Form. This Applicant would be deemed to have signed on behalf of joint holders and would be required to give confirmation to this effect in the Application Form;

- Thumb impressions and signatures other than in English/Hindi/Gujarati/Marathi or any other languages specified in the 8<sup>th</sup> Schedule of the Constitution needs to be attested by a Magistrate or Notary Public or a Special Executive Magistrate under his/her seal;
- All Applicants are required to ensure that the Application Forms are submitted at the Designated Branches of SCSBs or the Collection Centres provided in the Application Forms, bearing the stamp of the relevant Designated Intermediary/Designated Branch of the SCSB;
- The Designated Intermediaries or the Designated Branches of the SCSBs, as the case may be, will acknowledge the receipt of the Application Forms by stamping and returning to the Applicants the Acknowledgement Slip. This Acknowledgement Slip will serve as the duplicate of the Application Form for the records of the Applicant;
- Applicants must ensure that the requisite documents are attached to the Application Form prior to submission and receipt of acknowledgement from the relevant Designated Intermediaries or the Designated Branch of the SCSBs, as the case may be;
- All Applicants are required to check if they are eligible to apply as per the terms of the Prospectus and applicable law, rules, regulations, guidelines and approvals;
- All Applicants are required to tick the relevant column of “Category of Investor” in the Application Form; and
- All Applicants should correctly mention the ASBA Account number (including bank account number/ bank name and branch) and ensure that funds equal to the Application Amount are available in the ASBA Account before submitting the Application Form to the Designated Branch and also ensure that the signature in the Application Form matches with the signature in Applicant’s bank records, otherwise the Application is liable to be rejected;
- A system generated acknowledgement (TRS) will be given to the Applicant as a proof of the registration of each Application. It is the Applicant’s responsibility to obtain the acknowledgement from the Designated Intermediaries and the Designated Branches of the SCSBs, as the case may be.
- In case of any revision of Application in connection with any of the fields which are not allowed to be modified on the electronic application platform of the Stock Exchanges as per the procedures and requirements prescribed by each relevant Stock Exchange, the Applicants should ensure that they have first withdrawn their original Application and submit a fresh Application;

The option, mode of allotment, PAN, demat account no. etc. should be captured by the relevant Designated Intermediaries in the data entries as such data entries will be considered for Allotment.

**Applicants should note that neither the Designated Intermediaries nor the SCSBs, as the case may be, will be liable for error in data entry due to incomplete or illegible Application Forms.**

#### **B. Applicant’s Beneficiary Account Details**

Applicants must mention their DP ID, Client ID and UPI ID (wherever applicable) in the Application Form and ensure that the name provided in the Application Form is exactly the same as the name in which the Beneficiary Account is held. In case the Application Form is submitted in the first Applicant’s name, it should be ensured that the Beneficiary Account is held in the same joint names and in the same sequence in which they appear in the Application Form. In case the DP ID, Client ID, PAN and UPI ID (wherever applicable) mentioned in the Application Form and entered into the electronic system of the Stock Exchange do not match with the DP ID, Client ID, PAN and UPI ID (wherever applicable) available in the Depository database or in case PAN is not available in the Depository database, the Application Form is liable to be rejected. Further, Application Forms submitted by Applicants whose beneficiary accounts are inactive, will be rejected.

On the basis of the Demographic Details as appearing on the records of the DP, the Registrar to the Issue will take steps towards demat credit of NCDs. Hence, Applicants are advised to immediately update their Demographic Details as appearing on the records of the DP and ensure that they are true and correct, and carefully fill in their Beneficiary Account details in the Application Form. Failure to do so could result in delays in demat credit and neither our Company, Designated Intermediaries, SCSBs, Registrar to the Issue nor the Stock Exchange will bear any responsibility or liability for the same.

In case of Applications made under power of attorney, our Company in its absolute discretion, reserves the right to permit the holder of power of attorney to request the Registrar that for the purpose of printing particulars on the Allotment Advice, the Demographic Details obtained from the Depository of the Applicant shall be used.

By signing the Application Form, the Applicant would have deemed to have authorized the Depositories to provide, upon request, to the Registrar to the Issue, the required Demographic Details as available on its records. The Demographic Details given by Applicant in the Application Form would not be used for any other purpose by the Registrar to the Issue except in relation to this Issue. Allotment Advice would be mailed by speed post or registered post at the address of the Applicants as per the Demographic Details received from the Depositories. Applicants may note that delivery of Allotment Advice may get delayed if the same once sent to the address obtained from the Depositories are returned undelivered. Further, please note that any such delay shall be at such Applicants’ sole risk and neither our Company, Registrar to the Issue, Public Issue Account Bank, Sponsor Bank nor the Lead Manager shall be liable to compensate the Applicant for any losses caused to the Applicants due to any such delay or liable to pay any interest for such delay. In case of refunds through electronic modes as detailed in this Prospectus, refunds may be delayed if bank particulars obtained from the Depository Participant are incorrect.

With effect from August 16, 2010, the beneficiary accounts of Applicants for whom PAN details have not been verified shall be suspended for credit and no credit of NCDs pursuant to this Issue will be made into the accounts of such Applicants. Application Forms submitted by Applicants whose beneficiary accounts are inactive shall be rejected. Furthermore, in case no corresponding record is available with the Depositories, which matches the parameters, namely, DP ID, Client ID, PAN and UPI ID (wherever applicable) then such Application are liable to be rejected.

#### **C. Permanent Account Number**

The Applicant should mention his or her Permanent Account Number allotted under the IT Act. For minor Applicants, applying through the guardian, it is mandatory to mention the PAN of the minor Applicant. However, Applications on behalf of the Central or State Government officials and the officials appointed by the courts in terms of a SEBI circular dated June 30, 2008 and Applicants residing in the state of Sikkim who in terms of a SEBI circular dated July 20, 2006 may be exempt from specifying their PAN for transacting

in the securities market. In accordance with Circular No. MRD/DOP/Cir-05/2007 dated April 27, 2007 issued by SEBI, the PAN would be the sole identification number for the participants transacting in the securities market, irrespective of the amount of transaction. Any Application Form, without the PAN is liable to be rejected, irrespective of the amount of transaction. It is to be specifically noted that the Applicants should not submit the GIR number instead of the PAN as the Application is liable to be rejected on this ground.

However, the exemption for the Central or State Government and the officials appointed by the courts and for investors residing in the State of Sikkim is subject to the Depository Participants' verifying the veracity of such claims by collecting sufficient documentary evidence in support of their claims. At the time of ascertaining the validity of these Applications, the Registrar to the Issue will check under the Depository records for the appropriate description under the PAN Field i.e., either Sikkim category or exempt category.

#### **D. Joint Applications**

Applications may be made in single or joint names (not exceeding three). In the case of joint Applications all interest / redemption amount payments will be made out in favour of the first Applicant. All communications will be addressed to the first named Applicant whose name appears in the Application Form and at the address mentioned therein. If the depository account is held in joint names, the Application Form should contain the name and PAN of the person whose name appears first in the depository account and signature of only this person would be required in the Application Form. This Applicant would be deemed to have signed on behalf of joint holders and would be required to give confirmation to this effect in the Application Form.

#### **E. Additional/Multiple Applications**

An Applicant is allowed to make one or more Applications for the NCDs for the same or other option of NCDs, subject to a minimum Application size as specified in the Prospectus and in multiples of thereafter as specified in the Prospectus. Any Application for an amount below the aforesaid minimum Application size will be deemed as an invalid Application and shall be rejected. However, multiple Applications by the same individual Applicant aggregating to a value exceeding ₹5 lakhs shall be deemed such individual Applicant to be an HNI Applicant and all such Applications shall be grouped in the HNI Portion, for the purpose of determining the Basis of Allotment to such Applicant. However, any Application made by any person in his individual capacity and an Application made by such person in his capacity as a Karta of a Hindu Undivided family and/or as Applicant (second or third Applicant), shall not be deemed to be a multiple Application. For the purposes of allotment of NCDs under this Issue, Applications shall be grouped based on the PAN, i.e., Applications under the same PAN shall be grouped together and treated as one Application. Two or more Applications will be deemed to be multiple Applications if the sole or first Applicant is one and the same. For the sake of clarity, two or more applications shall be deemed to be a multiple Application for the aforesaid purpose if the PAN number of the sole or the first Applicant is one and the same.

#### **REJECTION OF APPLICATIONS**

Applications would be liable to be rejected on the technical grounds listed below or if all required information is not provided or the Application Form is incomplete in any respect. The Board of Directors and/or the NCD Sub Committee thereof, reserves its full, unqualified and absolute right to accept or reject any Application in whole or in part and in either case without assigning any reason thereof.

Application may be rejected on one or more technical grounds, including but not restricted to:

- a. Application by persons not competent to contract under the Indian Contract Act, 1872, as amended, (other than minors having valid Depository Account as per Demographic Details provided by Depositories);
- b. Applications by persons prohibited from buying, selling or dealing in securities, directly or indirectly, by SEBI or any other regulatory authority;
- c. Applications accompanied by cash, draft, cheques, money order or any other mode of payment other than amounts blocked in the Applicants' ASBA Account maintained with an SCSB;
- d. Applications not being signed by the sole/joint Applicant(s);
- e. Investor Category in the Application Form not being ticked;
- f. Application Amount blocked being higher or lower than the value of NCDs Applied for. However, our Company may Allot NCDs up to the number of NCDs Applied for, if the value of such NCDs Applied for exceeds the minimum Application size;
- g. Applications where a registered address in India is not provided for the non-Individual Applicants;
- h. In case of partnership firms (except LLPs), NCDs applied for in the name of the partnership and not the names of the individual partner(s);
- i. Minor Applicants (applying through the guardian) without mentioning the PAN of the minor Applicant;
- j. PAN not mentioned in the Application Form, except for Applications by or on behalf of the Central or State Government and the officials appointed by the courts and by investors residing in the State of Sikkim, provided such claims have been verified by the Depository Participants. In case of minor Applicants applying through guardian when PAN of the Applicant is not mentioned;
- k. DP ID, Client ID or UPI ID (wherever applicable) not mentioned in the Application Form;
- l. GIR number furnished instead of PAN;
- m. Applications by OCBs;
- n. Applications for an amount below the minimum Application size;
- o. Submission of more than five ASBA Forms per ASBA Account;
- p. Applications by persons who are not eligible to acquire NCDs of our Company in terms of applicable laws, rules, regulations, guidelines and approvals;
- q. Applications under power of attorney or by limited companies, corporate, trust etc. submitted without relevant documents;
- r. Applications accompanied by stock invest/ cheque/ money order/ postal order/ cash;
- s. Signature of sole Applicant missing, or in case of joint Applicants, the Application Forms not being signed by the first Applicant (as per the order appearing in the records of the Depository);
- t. Applications by persons debarred from accessing capital markets, by SEBI or any other appropriate regulatory authority;
- u. Application Forms not being signed by the ASBA Account holder, if the account holder is different from the Applicant;

- v. Signature of the ASBA Account holder on the Application Form does not match with the signature available on the SCSB bank's records where the ASBA Account mentioned in the Application Form is maintained;
- w. Application Forms submitted to the Designated Intermediaries or to the Designated Branches of the SCSBs does not bear the stamp of the SCSB and/or the Designated Intermediary, as the case may be;
- x. ASBA Applications not having details of the ASBA Account or the UPI-linked Account to be blocked;
- y. In case no corresponding record is available with the Depositories that matches the parameters namely, DP ID, Client ID, UPI ID and PAN;
- z. Inadequate funds in the ASBA Account to enable the SCSB to block the Application Amount specified in the Application Form at the time of blocking such Application Amount in the ASBA Account or no confirmation is received from the SCSB for blocking of funds;
- aa. SCSB making an Application (a) through an ASBA account maintained with its own self or (b) through an ASBA Account maintained through a different SCSB not in its own name or (c) through an ASBA Account maintained through a different SCSB in its own name, where clear demarcated funds are not present or (d) through an ASBA Account maintained through a different SCSB in its own name which ASBA Account is not utilised solely for the purpose of applying in public issues;
- bb. Applications for amounts greater than the maximum permissible amount prescribed by the regulations and applicable law;
- cc. Authorization to the SCSB for blocking funds in the ASBA Account not provided;
- dd. Applications by any person outside India;
- ee. Applications not uploaded on the online platform of the Stock Exchange;
- ff. Applications uploaded after the expiry of the allocated time on the Issue Closing Date, unless extended by the Stock Exchange, as applicable;
- gg. Application Forms not delivered by the Applicant within the time prescribed as per the Application Form, the Prospectus and as per the instructions in the Application Form and the Prospectus;
- hh. Applications by Applicants whose demat accounts have been 'suspended for credit' pursuant to the circular issued by SEBI on July 29, 2010 bearing number CIR/MRD/DP/22/2010;
- ii. Applications providing an inoperative demat account number;
- jj. Applications submitted to the Designated Intermediaries other than the Collection Centres or at a Branch of a SCSB which is not a Designated Branch;
- kk. Applications submitted directly to the Public Issue Bank (except in case the ASBA Account is maintained with the said bank as a SCSB);
- ll. Investor category not ticked;
- mm. In case of cancellation of one or more orders (series) within an Application, leading to total order quantity falling under the minimum quantity required for a single Application;
- nn. A UPI Investor applying through the UPI Mechanism, not having accepted the UPI Mandate Request by 5:00 pm on the third Working Day from the day of bidding on the stock exchange except on the last day of the Issue Period, where the UPI Mandate Request not having been accepted by 5:00 pm of the next Working Day; and
- oo. A non-UPI Investor making an Application under the UPI Mechanism, i.e., an Application for an amount more than ₹5 lakhs.

#### **BASIS OF ALLOTMENT**

The Registrar will aggregate the Applications, based on the applications received through an electronic book from the Stock Exchange and determine the valid Application for the purpose of drawing the basis of allocation.

#### **Allocation Ratio**

**The Registrar will aggregate the Applications based on the Applications received through an electronic book from the Stock Exchange and determine the valid applications for the purpose of drawing the basis of allocation. Grouping of the application received will be then done in the following manner:**

Grouping of Applications and Allocation Ratio: Applications received from various applicants shall be grouped together on the following basis:

- a. *Applications received from Category I applicants:* Applications received from Category I, shall be grouped together, ("**Institutional Portion**");
- b. *Applications received from Category II applicants:* Applications received from Category II, shall be grouped together, ("**Non-Institutional Portion**");
- c. *Applications received from Category III applicants:* Applications received from Category III, shall be grouped together, ("**Retail Individual Portion**").

For removal of doubt, "**Institutional Portion**", "**Non-Institutional Portion**" and "**Retail Individual Portion**" are individually referred to as "**Portion**" and collectively referred to as "**Portions**".

For the purposes of determining the number of NCDs available for allocation to each of the abovementioned Portions, our Company shall have the discretion of determining the number of NCDs to be Allotted over and above the Base Issue Size, in case our Company opts to retain any oversubscription in the Issue up to ₹5,000 lakhs. The aggregate value of NCDs decided to be allotted over and above the Base Issue Size, (in case our Company opts to retain any oversubscription in the Issue), and/or the aggregate value of NCDs up to the Base Issue Size shall be collectively termed as the "**Overall Issue Size**".

#### **Basis of Allotment for NCDs**

Allotments in the first instance:

- i. Applicants belonging to the Category I, in the first instance, will be allocated NCDs up to 10% of overall Issue Size (i.e. up to ₹1,000 lakhs) on first come first serve basis (determined on the basis of date of receipt of each Application duly acknowledged by the Lead Manager and their respective affiliates/SCSB (Designated Branch or online acknowledgement));
- ii. Applicants belonging to the Category II, in the first instance, will be allocated NCDs up to 40% of Overall Issue Size (i.e. up to ₹ 4,000 lakhs) on first come first serve basis (determined on the basis of date of receipt of each Application duly acknowledged by the Members of the Syndicate/Trading Members/SCSB (Designated Branch or online acknowledgement));

- iii. Applicants belonging to the Category III, in the first instance, will be allocated NCDs up to 50% of Overall Issue Size (i.e. up to ₹5,000 lakhs) on first come first serve basis (determined on the basis of date of receipt of each Application duly acknowledged by the Members of the Syndicate/Trading Members/SCSB (Designated Branch or online acknowledgement));

Allotments, in consultation with the Designated Stock Exchange, shall be made on date priority basis i.e., a first-come first-serve basis, based on the date of upload of each Application in to the electronic book with Stock Exchange, in each Portion subject to the Allocation Ratio. However, on the date of oversubscription, the Allotments would be made to the Applicants on proportionate basis.

- (a) Under Subscription:

Under subscription, if any, in any Portion, priority in Allotments will be given in the following order:

- (i) Individual Portion
- (ii) Non-Institutional Portion and Resident Indian individuals and Hindu undivided families through the Karta applying who apply for NCDs aggregating to a value exceeding ₹5 lakhs;
- (iii) Institutional Portion
- (iv) on a first come first serve basis.

Within each Portion, priority in Allotments will be given on a first-come-first-serve basis, based on the date of upload of each Application into the electronic system of the Stock Exchange.

For each Portion, all Applications uploaded into the electronic book with the Stock Exchange would be treated at par with each other. Allotment would be on proportionate basis, where Applications uploaded into the Platform of the Stock Exchange on a particular date exceeds NCDs to be allotted for each Portion, respectively.

Minimum allotment of 10 NCD and in multiples of 1 (one) NCD thereafter would be made in case of each valid Application.

- (b) Allotments in case of oversubscription:

In case of an oversubscription, Allotments to the maximum extent, as possible, will be made on a first-come first-serve basis and thereafter on proportionate basis, i.e. full Allotment of NCDs to the valid Applicants on a first come first serve basis for forms uploaded up to 5 pm of the date falling 1 (one) day prior to the date of oversubscription and proportionate allotment of NCDs to the valid Applicants on the date of oversubscription (based on the date of upload of the Application on the Stock Exchange Platform, in each Portion). In case of over subscription on date of opening of the Issue, the Allotment shall be made on a proportionate basis. Applications received for the NCDs after the date of oversubscription will not be considered for Allotment.

In view of the same, the Investors are advised to refer to the Stock Exchanges website at [www.bseindia.com](http://www.bseindia.com) for details in respect of subscription.

- (c) Proportionate Allotments: For each Portion, on the date of oversubscription:

- (i) Allotments to the Applicants shall be made in proportion to their respective Application size, rounded off to the nearest integer;
- (ii) If the process of rounding off to the nearest integer results in the actual allocation of NCDs being higher than the Issue Size, not all Applicants will be allotted the number of NCDs arrived at after such rounding off. Rather, each Applicant whose Allotment size, prior to rounding off, had the highest decimal point would be given preference; and
- (iii) In the event, there are more than one Applicant whose entitlement remain equal after the manner of distribution referred to above, our Company will ensure that the Basis of Allotment is finalised by draw of lots in a fair and equitable manner.

- (d) Applicant applying for more than one Options of NCDs:

If an Applicant has applied for more than one Options of NCDs, and in case such Applicant is entitled to allocation of only a part of the aggregate number of NCDs applied for due to such Applications received on the date of oversubscription, the option-wise allocation of NCDs to such Applicants shall be in proportion to the number of NCDs with respect to each option, applied for by such Applicant, subject to rounding off to the nearest integer, as appropriate in consultation with Lead Manager and Designated Stock Exchange.

In cases of odd proportion for Allotment made, our Company in consultation with the Lead Manager will Allot the residual NCD (s) in the following order:

- (i) first with monthly interest payment in decreasing order of tenor i.e., Options V, III and I;
- (ii) Followed by payment on cumulative options in decreasing order of tenor i.e., Options VII, VI, IV and II.

Hence using the above procedure, the order of Allotment for the residual NCD(s) will be: V, III, I, VII, IV, VI and II.

All decisions pertaining to the Basis of Allotment of NCDs pursuant to the Issue shall be taken by our Company in consultation with the Lead Manager, and the Designated Stock Exchange and in compliance with the aforementioned provisions of the Prospectus.

Our Company would Allot Option I NCDs to all valid applications, wherein the Applicants have not indicated their choice of the relevant options of the NCDs.

Valid applications where the Application Amount received does not tally with or is less than the amount equivalent to value of number of NCDs applied for, may be considered for Allotment, to the extent of the Application Amount paid rounded down to the nearest ₹1,000 in accordance with the pecking order mentioned above.

#### **Retention of oversubscription**

Our Company shall have an option to retain over-subscription up to the base issue size.

### **INVESTOR WITHDRAWALS**

#### **Withdrawal of Applications during the Issue Period**

Applicants can withdraw their Applications until the Issue Closing Date. In case an Applicant wishes to withdraw the Application during the Issue Period, the same can be done by submitting a request for the same to the concerned Designated Intermediary who shall do the requisite.

## IN THE NATURE OF FORM 2A - MEMORANDUM CONTAINING SALIENT FEATURES OF THE PROSPECTUS

In case of Applications (other than under the UPI Mechanism) were submitted to the Designated Intermediaries, upon receipt of the request for withdrawal from the Applicant, the relevant Designated Intermediary, as the case may be, shall do the requisite, including deletion of details of the withdrawn Application Form from the electronic system of the Stock Exchange and intimating the Designated Branch of the SCSB unblock of the funds blocked in the ASBA Account at the time of making the Application. In case of Applications (other than under the UPI Mechanism) submitted directly to the Designated Branch of the SCSB, upon receipt of the request for withdraw from the Applicant, the relevant Designated Branch shall do the requisite, including deletion of details of the withdrawn Application Form from the electronic system of the Stock Exchange and unblocking of the funds in the ASBA Account, directly.

### Withdrawal of Applications after the Issue Period

In case an Applicant wishes to withdraw the Application after the Issue Closing Date or early closure date, the same can be done by submitting a withdrawal request to the Registrar to the Issue prior to the finalisation of the Basis of Allotment.

## TERMS OF THE ISSUE

### 1. Minimum Subscription

In terms of the SEBI NCS Regulations, for an issuer undertaking a public issue of debt securities, the minimum subscription for public issue of debt securities shall be 75% of the Base Issue. If our Company does not receive the minimum subscription of 75% of the Base Issue i.e. ₹ 3,750 lakhs prior to the Issue Closing Date, the entire subscription amount blocked shall be unblocked in the respective ASBA Accounts of each Applicant, within six Working Days from the date of closure of the Issue, provided wherein, the Application Amount has been transferred to the Public Issue Account from the respective ASBA Accounts, such Application Amount shall be refunded from the Refund Account to the relevant ASBA Account(s) of the Applicants within six Working Days from the Issue Closing Date, failing which the Company will become liable to refund the Application Amount along with interest at the rate 15 (fifteen) percent per annum for the delayed period.

### 2. Right to Recall or Redeem prior to Maturity – Not Applicable

### 3. Security

The Issue comprises of public issue of secured, redeemable, non-convertible debentures of face value of ₹1,000 each.

The principal amount of the NCDs to be issued in terms of the Prospectus together with all interest due on the NCDs, as well as all costs, charges, all fees, remuneration of Debenture Trustee and expenses payable in respect thereof shall be secured by way of first ranking pari passu charge with Existing Secured Creditors, on current assets, including book debts, receivables, receivables, loans and advances and cash & bank balances (excluding reserves created in accordance with law and exclusive charge created in favour of secured charge holders in terms of their respective loan agreements/documents), both present and future of the Company.

Our Company will create the security for the NCDs in favour of the Debenture Trustee for the Debenture Holders holding the NCDs on the assets to ensure 100.00% security cover or higher of the amount outstanding including interest in respect of the NCDs at any time. Our Company is also in the process of complying with SEBI circular no. SEBI Debenture Trustee Operational Circular.

Our Company has entered into the Debenture Trusteeship Agreement and in furtherance thereof intends to enter into a deed of agreement with the Debenture Trustee, ("**Debenture Trust Deed**"), the terms of which shall govern the appointment of the Debenture Trustee and the issue of the NCDs.

Under the terms of the Debenture Trust Deed, our Company will covenant with the Debenture Trustee that it will pay the Debenture Holders holding the NCDs the principal amount on the NCDs on the relevant redemption date and also that it will pay the interest due on the NCDs at the rate specified in the Prospectus and in the Debenture Trust Deed.

The Debenture Trust Deed will also provide that our Company may withdraw any portion of the security subject to prior written consent of the Debenture Trustee and/or may replace with another asset of the same or a higher value.

Our Company confirms that the Issue Proceeds shall be kept in the Public Issue Account until the documents for creation of security i.e., the Debenture Trust Deed, is executed.

Further, in the event our Company fails to execute the Debenture Trust Deed within a period of one month from the Issue Closing Date, our Company shall pay interest of at least 2% p.a. to each NCD Holder, over and above the agreed coupon rate, till the execution of the Debenture Trust Deed.

For further details, please refer "*Terms of the Issue*" on page 172 of the Prospectus.

## DEBT EQUITY RATIO

A. The debt-equity ratio of our Company, on consolidated basis, as of December 31, 2022:

(₹ in lakhs)

Particulars	Consolidated	
	Pre- Issue	Post- Issue <sup>#</sup>
<b>Borrowings</b>		
Long Term Borrowings (including current maturities of Long Term Borrowings)	62,861.15	72,861.15
Short Term Borrowings	3,821.07	3,821.07
<b>Total Borrowings</b>	<b>66,682.22</b>	<b>76,682.22</b>
<b>Shareholder's Funds</b>		
Equity Share Capital	11,149.70	11,149.70
<b>Reserves and Surplus</b>		

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Particulars	Consolidated	
	Pre- Issue	Post- Issue <sup>#</sup>
General Reserve	395.71	395.71
Retained Earnings	1,362.67	1,362.67
<b>Total Shareholder's Funds</b>	<b>12,908.08</b>	<b>12,908.08</b>
<b>Debt/Equity</b>	<b>5.17</b>	<b>5.94</b>

<sup>#</sup>The debt-equity ratio post the Issue is indicative and is on account of inflow of ₹10,000 lakhs from the Issue and does not include contingent and off-balance sheet liabilities. The actual debt-equity ratio post the Issue would depend upon the actual position of debt and equity on the date of allotment.

**Notes:**

- Short term borrowings represent borrowings which are due within twelve months from December 31, 2022 .
- Long term borrowings represent borrowings other than short term borrowings, as defined above, including current maturities of long-term borrowings.
- The figures disclosed above are based on the Interim Unaudited Consolidated Financial Statements of the Company as at December 31, 2022.
- Debt / Equity = Total Debt / Shareholders' Fund.
- The debt-equity ratio post the Issue is indicative and is on account of inflow of ₹10,000/-lakhs from the proposed public issue and does not include contingent and off-balance sheet liabilities. The actual debt-equity ratio post the Issue would depend upon the actual position of debt and shareholders fund on the date of allotment.
- Further, the debt equity ratio of the Company on a standalone basis as on March 31, 2022 and December 31, 2022 comes to 5.76 and 5.17, respectively, and the debt equity ratio on a standalone basis estimated after the Issue come to 6.78 and 5.94, respectively:

(₹ in lakhs)

Particulars	December 31, 2022		March 31, 2022	
	Pre-Issue	Post- Issue <sup>#</sup>	Pre-Issue	Post- Issue <sup>#</sup>
<b>Borrowings</b>				
Long Term Borrowings (including current maturities of Long Term Borrowings)	62,861.15	72,861.15	53,200.85	63,200.85
Short Term Borrowings	3,821.07	3,821.07	3,587.83	3,587.83
<b>Total Borrowings</b>	<b>66,682.22</b>	<b>76,682.22</b>	<b>56,788.68</b>	<b>66,788.68</b>
<b>Shareholder's Funds</b>				
Equity Share Capital	11,149.70	11,149.70	9,314.70	9,314.70
<b>Reserves and Surplus</b>				
General Reserve	-	-	15.06	15.06
Statutory reserve	395.71	395.71	-	-
Retained Earnings	1,362.67	1,687.30	528.12	528.12
<b>Total Shareholder's Funds</b>	<b>12,908.08</b>	<b>12,908.08</b>	<b>9,857.88</b>	<b>9,857.88</b>
<b>Debt/Equity</b>	<b>5.17</b>	<b>5.94</b>	<b>5.76</b>	<b>6.78</b>

<sup>#</sup>The debt-equity ratio post the Issue is indicative and is on account of inflow of ₹10,000 lakhs from the Issue and does not include contingent and off-balance sheet liabilities. The actual debt-equity ratio post the Issue would depend upon the actual position of debt and equity on the date of allotment.

**Notes:**

- The Company has raised secured non-convertible debenture amounting to ₹8,658.20 Lakhs through private placement during April 1, 2022 – April 30, 2023.
- The Company has raised Secured non-convertible debenture amounting to ₹ 8,148.00 Lakhs and Unsecured nonconvertible debenture amounting to Nil through public Issue during April 1, 2022 – April 30, 2023.
- The Company during April 1, 2022 – April 30, 2023 redeemed secured privately placed non-convertible debenture amounting to ₹ 1,760.69 lakhs.
- The Company during April 1, 2022 – April 30, 2023 has repaid the following amount of loans tabulated below:

(₹ in lakhs)

Bank/ Financial Institution	Amount
Vivriti Capital Private Ltd.	500.00
Lulu Financial Services (India) Pvt Ltd.	300.00
Northern Arc Capital Ltd	3,702.53
Hinduja Leyland Finance Ltd.	826.28
State Bank of India Ltd.	1480.67
Incred Financial Servies Pvt Ltd.	90.94



**IN THE NATURE OF FORM 2A - MEMORANDUM CONTAINING SALIENT FEATURES OF THE PROSPECTUS**

<b>Bank/ Financial Institution</b>	<b>Amount</b>
Cholamandalam Investments and Finance Company Limited	202.27
Indian Bank Limited	533.54
Dhanlaxi bank Ltd	400.00
STCI Finance Ltd	106.53
<b>Total</b>	<b>8,142.75</b>

5. The Company during April 1, 2022 – April 30, 2023 has availed new working capital facilities from the following Financial Institutions.

*(₹ in lakhs)*

<b>Bank/ Financial Institution</b>	<b>Amount</b>
DCB Bank Limited	1,000.00
Cholamandalam Investments and Finance Company Limited	750.00
Northern Arc Capital Ltd	1,500.00
Hinduja Leyland Finance Ltd.	2,300.00
State Bank of India Ltd.	7,000.00
STCI Finance Ltd	2,500.00
<b>Total</b>	<b>15,050.00</b>

**LEGAL AND OTHER INFORMATION**

**A. Total number of material outstanding litigations against the Company and amount involved**

There are two (2) pending civil litigations against our Company for an amount aggregating to ₹40.29 Lakhs.

**B. Brief details of top 5 material outstanding litigations against the Company and amount involved**

<b>Sr. No.</b>	<b>Particulars</b>	<b>Litigation filed by</b>	<b>Current Status</b>	<b>Amount Involved</b>
1.	Civil suit filed by Francis Bastiyan, against the Company before the Hon'ble City Civil Court at Chennai for an or injunction order against the company from selling the pledged gold ornaments.	Francis Bastiyan	The case is dismissed by the Hon'ble City Civil Court at Chennai and directed parties to resolve the matter through mediation.	₹ 30,29,000/-
2.	The plaintiff Kalagadandu Thanuja has filed a suit before the Hon'ble Junior Civil Judge, Gajuwaka against the Company and Guntaboina Sri Devi seeking partition and separate possession of the schedule property by removing the tenant.	Kalagadandu Thanuja	The case is pending before the Hon'ble Junior Civil Judge, Gajuwaka against the Company and Guntaboina.	₹ 10,80,000/-

Cases filed by the Company under Section 138 of the Negotiable Instruments Act, 1881

The Company has filed various complaints and notices under Section 138 of the Negotiable Instruments Act, 1881 for recovering amounts due from various entities on account of dishonouring of cheques issued by such entities. As of the date of the Prospectus, there are 75 such complaints pending before Judicial First Class Magistrate Court, Kalamassery. The total amount involved in such cases is approximately ₹ 41.39 Lakhs.

**C. Details of disciplinary action taken by SEBI or stock exchanges against the Promoters / Group companies in last 5 financial years including outstanding action – Nil**

**D. Brief details of outstanding criminal proceedings against Promoters - Nil**

**MATERIAL DEVELOPMENTS**

Other than as disclosed below, there have been no material developments since April 1, 2022 till the date of the Prospectus and there have arisen no circumstances that materially or adversely affect the operations, or financial condition or profitability of the Company or the value of its assets or its ability to pay its liabilities within the next 12 months.

- The Company has raised secured non-convertible debenture amounting to ₹ 8,658.20 Lakhs through private placement during April 1, 2022 – April 30, 2023.
- The Company has raised Secured non-convertible debenture amounting to ₹ 8,148.00 Lakhs and Unsecured non-convertible debenture amounting to ₹ NIL through public placement during April 1, 2022 – April 30, 2023.
- The Company during April 1, 2022 – April 30, 2023 redeemed secured privately placed non-convertible debenture amounting to ₹1,760.69 lakhs.

**IN THE NATURE OF FORM 2A - MEMORANDUM CONTAINING SALIENT FEATURES OF THE PROSPECTUS**

4. The Company during April 1, 2022 – April 30, 2023 has repaid the following amount of loans tabulated below:

*(₹ in lakhs)*

<b>Bank/ Financial Institution</b>	<b>Amount</b>
Vivriti Capital Private Ltd.	500.00
Lulu Financial Services (India) Pvt Ltd.	300.00
Northern Arc Capital Ltd	3,702.53
Hinduja Leyland Finance Ltd.	826.28
State Bank of India Ltd.	1480.67
Incred Financial Servies Pvt Ltd.	90.94
Cholamandalam Investments and Finance Company Limited	202.27
Indian Bank Limited	533.54
Dhanlaxi bank Ltd	400.00
STCI Finance Ltd	106.53
<b>Total</b>	<b>8,142.75</b>

5. The Company during April 1, 2022 – April 30, 2023 has availed new working capital facilities from the following Financial Institutions:

*(₹ in lakhs)*

<b>Bank/ Financial Institution</b>	<b>Amount</b>
DCB Bank Limited	1,000.00
Cholamandalam Investments and Finance Company Limited	750.00
Northern Arc Capital Ltd	1,500.00
Hinduja Leyland Finance Ltd.	2,300.00
State Bank of India Ltd.	7,000.00
STCI Finance Ltd	2,500.00
<b>Total</b>	<b>15,050.00</b>

**DECLARATION**

We, the Directors of the Company, hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the guidelines issued by the Government of India and/or the regulations/guidelines/circulars issued by the Reserve Bank of India and the Securities and Exchange Board of India, established under Section 3 of the Securities and Exchange Board of India Act, 1992, as applicable, including the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, as amended, have been complied with and no statement made in the Prospectus is contrary to the provisions of the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Securities and Exchange Board of India Act, 1992 or rules made there under, regulations or guidelines or circulars issued, as the case may be. We confirm that the compliance with the Securities and Exchange Board of India Act, 1992 or rules made there under does not imply that payment of dividend or interest or repayment of debt securities, is guaranteed by the Central Government.

We further certify that all the disclosures and statements in the Prospectus are true, accurate and correct in all material respects and do not omit disclosure of any material fact which may make the statements made therein, in light of circumstances under which they were made, misleading and that the Prospectus does not contain any misstatements. Furthermore, all the monies received under the offer shall be used only for the purposes and objects indicated in the Prospectus.

**Signed by the Directors of our Company**

**Sd/-**  
**Name:** Mohanan Gopalakrishnan  
**Designation:** Managing Director  
**Place:** Ernakulam

**Sd/-**  
**Name:** Umesh Mohanan  
**Designation:** Whole time Director  
**Place:** Ernakulam

**Sd/-**  
**Name:** Anantharaman Trikkur Ramachandran  
**Designation:** Non-Executive Director  
**Place:** Thrissur

**Sd/-**  
**Name:** Salil Venu  
**Designation:** Non- Executive Director  
**Place:** Aluva

**Sd/-**  
**Name:** Kavitha Menon  
**Designation:** Non-Executive Director  
**Place:** Ernakulam

**Sd/-**  
**Name:** Narasinganallore Srinivasan Venkatesh  
**Designation:** Independent Director  
**Place:** Ernakulam

**Sd/-**  
**Name:** Chitethu Ramakrishna Sasikumar  
**Designation:** Independent Director  
**Place:** Thrissur

**Sd/-**  
**Name:** Sethuraman Ganesh  
**Designation:** Independent Director  
**Place:** Bengaluru

**Date:** May 25, 2023

**FOR FURTHER DETAILS PLEASE REFER TO PROSPECTUS DATED MAY 25, 2023**

**BIDDING AND/OR COLLECTION CENTER DETAILS**

**TIMING FOR SUBMISSION OF APPLICATION FORMS**

*Application (including Application under the UPI Mechanism) and any further changes to the Applications shall be accepted only between 10.00 a.m. and 5.00 p.m. (Indian Standard Time, "IST") during the Issue Period as mentioned above by the Designated Intermediaries at the bidding centre and by the SCSBs directly at the Designated Branches of SCSBs, except that on the Issue Closing Date when the Applications and any further changes in details in Applications, if any, shall be accepted only between 10.00 a.m. and 3.00 p.m. (IST) and shall be uploaded until 5.00 p.m. (IST) or such extended time as permitted by the Stock Exchanges. It is clarified that the Applications not uploaded in the Stock Exchange Platform would be rejected.*

*Due to limitation of time available for uploading the Applications on the Issue Closing Date, the Applicants are advised to submit their Applications one day prior to the Issue Closing Date and, in any case, no later than 3.00 p.m. (IST) on the Issue Closing Date. All times mentioned in the Prospectus are Indian Standard Time. Applicants are cautioned that in the event a large number of Applications are received on the Issue Closing Date, as is typically experienced in public offerings, some Applications may not get uploaded due to lack of sufficient time.*

*Such Applications that cannot be uploaded will not be considered for allocation under the Issue. Applications will be accepted only on Business Days, i.e., Monday to Friday (excluding any public holiday). Neither our Company, nor the Lead Manager, nor any Member of the Syndicate, Registered Brokers at the Broker Centres, CDPs at the Designated CDP Locations or the RTAs at the Designated RTA Locations or Designated Branches of SCSBs are liable for any failure in uploading the Applications due to faults in any software/hardware system or otherwise.*

**CENTERS FOR AVAILABILITY AND ACCEPTANCE OF APPLICATION FORMS**

In relation to ASBA Applications submitted to the Lead Manager, Syndicate Member, sub-brokers or the Trading Members of the Stock Exchange only in the Specified Cities (Mumbai, Chennai, Kolkata, Delhi, Ahmedabad, Rajkot, Jaipur, Bengaluru, Hyderabad, Pune, Vadodara and Surat), the list of branches of the SCSBs at the Specified Cities named by the respective SCSBs to receive deposits of ASBA Applications from such Lead Manager, Syndicate Member, sub-brokers or the Trading Members of the Stock Exchange is provided on [www.sebi.gov.in](http://www.sebi.gov.in) or at such other website as may be prescribed by SEBI from time to time. In accordance with SEBI Circular No. CIR/CFD/14/2012 dated October 4, 2012 and CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015, Applicants can submit the Application Forms with the Registered Brokers at the Broker Centers, CDPs at the Designated CDP Locations or the RTAs at the Designated RTA Locations, respective lists of which, including details such as address and telephone number, are available at the website of the Stock Exchange at [www.bseindia.com](http://www.bseindia.com). For more information on such branches collecting ASBA Applications from Members of the Syndicate or the Trading Members of the Stock Exchange only in the Specified Cities, see the above mentioned web-link.

**KOTAK SECURITIES LIMITED**

**AHMEDABAD:** KOTAK SECURITIES LIMITED.,16TH FLOOR | SHAPATH – V | OPP. KARNAVATI CLUB | SARKHEJ-GANDHINAGAR HIGHWAY | AHMEDABAD - 380015 T: 26587276; **BANGALORE:** KOTAK SECURITIES LIMITED., 'UMIYA LANDMARK'-II FLR., NO:10/7 -LAVELLE RD.T: 080-66203601; **CHENNAI:** KOTAK SECURITIES LIMITED., GRR BUSINESS CNETER, NO.21, VAIDYARAMAN STREET, T NAGAR. T: 24303100/ 24303324; **COIMBATORE:** KOTAK SECURITIES LIMITED., 114, E-1, RACE COURSE ROAD, 68-116 TO 208-249, 2ND FLOOR, MARIAMMAL TOWERS, COIMBATORE – 641018 P: 6699666; **HYDERABAD:** KOTAK SECURITIES LIMITED.,1-8-179/2/A,1ST FLOOR, USHA KIRAN COMPLEX, ABOVE HDFC BANK, P G ROAD, SECUNDERABAD – 500 003. T:040-47009699/671; **INDORE:** KOTAK SECURITIES LIMITED., 314, CITI CENTRE, 570, M.G. ROAD. T: 2537336; **KOCHI:** KOTAK SECURITIES LIMITED., 40/1400, 11TH FLOOR, ENSIGN ENCLAVE, JOS JUNCTION, M.G. ROAD. T: 0484-2377386/ 2378287; **KOLKATTA:** KOTAK SECURITIES LIMITED., OSWAL CHAMBER, 503, B/2, 5TH FLOOR, 2 CHURCH LANE, KOLKATTA - 700001, TEL: 033-66156200; **MANGALORE:** KOTAK SECURITIES LIMITED., NO.4, 3RD FLOOR, THE TRADE CENTRE, JYOTI CENTRE, BUNTS HOSTEL ROAD, NEAR JYOTI CIRCLE. T: 0824-424180; **MUMBAI:** KOTAK SECURITIES LIMITED., 32, GR FLR., RAJA BAHADUR COMPOUND, OPP BANK OF MAHARASHTRA, FORT, T: 22655084; **NEW DELHI:** KOTAK SECURITIES LIMITED., UNIT NUMBER 601 & 608, 6TH FLOOR, WORLD TRADE TOWER BUILDING, TOWER B, PLOT NUMBER C1, SECTOR 16, NOIDA, (NEW DELHI) - 201301.TEL: 0120-6760435/0120-4869326; **SURAT:** KOTAK SECURITIES LIMITED., KOTAK HOUSE, K G POINT, 1ST FLOOR, NR.GANGA PALACE, OPP.IDBI BANK, GHODDOD ROAD. T: 0261-5532333/ 2254553;

**ICICI SECURITIES LIMITED**

**MUMBAI** ICICI VENTURE HOUSE,2ND FLOOR, INSTITUTION OPERATIONS, APPASAHEB MARATHE MARG, PRABHADEVI, MUMBAI - 400025, INDIA. TEL (91 22) 6807 7463 MOB: 9819621186

**DBFS SECURITIES LIMITED**

**CHITTOOR** OPPOSITE TO CSI CHURCH, D/NO:16-65,CHURCH STREET, CHITTOOR -517001 (M) 9746644452; **MADANAPPALLE** 1/569, ANNIE BESANT CIRCLE, OPP HEAD POST OFFICE, BANGALORE ROAD, MADANAPALLE, CHITTOOR DIST - 517325 **TIRUPATI** 20-1-91/D/1, KORAGUNTA MARUTHI NAGAR,TIRUMAL BYPASS ROAD, TIRUPATI-517501 **KARNATAKA - BANGALORE** 1ST FLOOR, NO.45, SRI VENGAMAMBA COMPLEX, OIL MILL ROAD, KAMMANAHALLI, BANGALORE-560084 (M): 9342552341; **BIJAPUR** YOGESH CHAMBERS, SAJAN BUILDING, SIDDESHWARAKALABHAVANA ROAD, NEXT TO VIJAYA BANK, BIJAPUR – 586 101 (M): 9342051565; **HOSKOTE** 1ST FLOOR, KHAYUM COMPLEX, K.R ROAD, HOSKOTE -562114 (M) 9344205219; **HOSUR** NO.74 A/31-2, 2ND FLOOR, BAGALUR ROAD, HOSUR-635109 **K R PURAM** NO 326/3/1, 1ST FLOOR, VANDANA COMPLEX, NEW BAZAAR STREET, K.R.PURAM, BANGALORE-560036 (M): 9633006981; **MADANAPPALLE** 1/569,ANNIE BESANT CIRCLE, OPP HEAD POST OFFICE,BANGALORE ROAD, MADANAPALLE,CHITTOOR DIST,517325 **MALLESWARAM** 1ST FLOOR, NO 196, SAMPIGE ROAD, BETWEEN 10TH TO 11TH CROSS, MALLESHWARAM, BANGALORE-560003, LAND MARK: NEXT TO CROMA. **MYSORE** #159/K-20, 1ST FLOOR, N.S ROAD, K.R MOHALLA, MYSORE-570024, LAND MARK: ABOVE SOUTH CAFÉ, NEXT TO SBI (M): 9341005219 **PEENYA** CHANDRU COMPEX, 1ST FLOOR, DOOR NO 7, PEENYA 2ND STAGE, NEAR BUS STOP, BANGALORE-560058. **ALAPPUZHA** NIZA CENTRE, GENERAL HOSPITAL JUNCTION, NEAR SBT, ALAPPUZHA-688001, (M): 9633306102; **CHALAKUDY** SWARNAM PLAZA,MAIN ROAD, CHALAKKUDY-680307 (M) 9746644458; **CHANGANASSERY** 1ST FLOOR, KH TRADE CENTER, M C ROAD, NEAR PERUNNA BUS STAND, CHANGANSSERY, KOTTAYAM-686102 **CHENGANNUR** 1ST FLOOR, POURNAMI BUILDING, GOVERNMENT HOSPITAL JUNCTION, M C ROAD, CHENGANNUR-689121, (M): 9895017830; **CHERTHALA** JT TRADE CENTRE , A C ROAD, NEAR X-RAY JUNCTION, CHERTHALA - 688524

## IN THE NATURE OF FORM 2A - MEMORANDUM CONTAINING SALIENT FEATURES OF THE PROSPECTUS

(M) 7994993976 **KANJIRAPPALLY** 1<sup>ST</sup> FLOOR, NANDIKATTU KANDATHIL BUILDING, OPP. PRIVATE BUS STAND, K K ROAD, KANJIRAPPALLY (M): 9349038017 **KAKKANAD** SMART ASIA BUSINESS AVENUE, DOOR NO.11/777- AA1, CSEZ P O, KAKKANADU-682037 (M): 9349038003; **KASARAGOD** 1ST FLOOR, CITY CENTRE, KMC 3/434 A 32& 3/464 A 33, BANK ROAD, KASARAGOD, PIN-671121 (M): 9387435614; **KAZHAKUTTOM** TC: 1/2220 & TC: 1/2221, 1ST FLOOR, KP2/613, PADIYATTU VILAKAM, MAMATHA NAGAR - 15, KAZHAKUTTOM - MENAMKULAM (PART), THIRUVANATHAPURAM, KERALA-695582 (M) 9746644462; **KOCHI** 1ST FLOOR, VARKEY TOWER, KALOOR- KATHRIKADAVU ROAD, KATHRIKADAVU, KOCHI - 682017 (M): 9349038018; **KOCHI** 2<sup>ND</sup> FLOOR, CHAMMANY CHAMBERS, KALOOR- KADAVANTHRA ROAD, KALOOR, KOCHI - 682017; **KOTTAYAM** FIRST FLOOR, PULICKAL TOWER, S.H MOUNT P.O, KOTTAYAM-686006 (M): 9349038011; **KOZHIKODE** 13/507-B-29, YAMUNA ARCADE, KALLAI ROAD, CHALAPPURAM P O, KOZHIKODE-673002 (M): 9388563944; **MAVELIKKARA** MEKKATHILS BUILDING, PULIMOODU, MAVELIKKARA 690101; **PALA** 1<sup>ST</sup> FLOOR, PUTHUMANA ARCADE, NEAR KOTTARAMATTOM BUS STAND, VELLAPPAD, PALA P O-686575 (M): 9349038010; **PALAKKAD** DOOR NO: 41/1259 - 22, DOHA PLAZA, NEAR LIC, DPO ROAD, PALAKKAD - 678014 (M): 9388924545; **PERINTHALMANNA** 1ST FLOOR, KULATHINGAL COMPLEX, ICICI BANK BUILDING, MANNARKKAD ROAD, NEAR KSRTC STAND, PERINTHALMANNA-679322, (M): 9895017811; **THALASSERY** 1ST FLOOR, DELUXE TOWER, LOGANS ROAD, FASHION STREET, THALASSERY, KERALA-670101, (M): 9645008540; **THRISSUR** NO 9/640/35/1, FIRST FLOOR, C J TOWER, IKKANDA WARRIER ROAD, THRISSUR - 680001, (M): 9895931243; **TRIVANDRUM** 1ST FLOOR, SM COMPLEX, KARAMANA P O, THIRUVANANTHAPURAM-695002 (M): 7356756888; **VADAKARA** FIRST FLOOR NO:8/963-52,53 , INORBIT CENTRE ,NESTO SPACE HOLDINGS , MARKET ROAD ,NEAR BSNL VADAKARA , CALICUT -673101.**CHENNAI** FIRST FLOOR, NO: 122, NEAR SURNA SILVER HOUSE, RAJAJI ROAD, WEST THAMBARAM, TAMIL NADU - 60044; **COIMBATORE** 1064, METTUPALAYAM ROAD, NEAR LOTUS EYE HOSPITAL, R S PURAM, COIMBATORE-641002 (T): 0422 3219920; **COLACHAL** DOOR NO. 3-7/5, FIRST FLOOR, VMN BUILDING, MAIN ROAD, ANNA STATUE, COLACHAL, KANYAKUMARI TAMIL NADU - 629251; **DINDIGUL** 49 A, 1ST FLOOR, MOUNSPURAM 5TH LANE, DINDIGUL PALANI ROAD, DINDIGUL, TAMIL NADU-624001; **ERODE** NO .5/1 1ST FLOOR DHAMU COMPLEX, CHINNAMUTHU MAIN STREET , EK VALASU ROAD ERODE-638011 (M): 9092040252; **KANYAKUMARI** DOOR NO. 17/52B, FIRST FLOOR, GOPAL DRIVING SCHOOL, MADAVAPURAM, KANYAKUMARI, TAMIL NADU - 629702; **MADURAI** NO. 757A, ANNANAGAR 3RD CROSS STREET, OPPOSITE IOB BANK ,MADURAI- 625020 (T): 0452-2342218; **NAGARCOIL** BUILDING NO. 541, FIRST FLOOR, CROSS BUILDING, K.P. ROAD, NAGERCOIL, TAMILNADU - 629001; **POLLACHI** 2ND FLOOR, DOOR NO 40, M.K.G COMPLEX, NEW SCHEME ROAD, OPP CANARA BANK POLLACHI, COIMBATORE 642001; **SALEM** SHOP NO. 16 & 17 1 FLOOR, A K SHOPPING COMPLEX, 1/171, OPP. SARADA COLLEGE MAIN ROAD, SALEM 636016 (T): 9789057268; **THENI** NO 143, EDAMAL STREET, ARAVIND DENTAL CARE BUILDING, NEAR NADAR GIRLS SCHOOL, THENI - 625531 (T): 04546-261338; **TIRUNELVELI** NOORA PLAZA, DOOR NO.194N, KTC BODYGUARDS (OPP), PALAYAMKOTTAI MARKET, TIRUNELVELI-627002 (T): 9025895544; **TRICHY** STERLING HEALTH PARK, DOOR NO 2, 1ST FLOOR, NEAR PETROL BANK, 9TH 'A' CROSS, THILLAI NAGAR, TRICHY, TAMIL NADU - 620018. (M): 9597340002 **VELLORE** 1ST FLOOR, NO: 240, DHARMARAJA KOIL STREET, OPP: CMC HOSPITAL EXIT GATE, KADPADI ROAD, VELLORE TAMIL NADU-632004

### PRAVIN RATILAL SHARE AND STOCK BROKER LIMITED

**AHMEDABAD** 111, KAMDHENU COMPLEX, AMBAWADI, AHMEDABAD - 380015 TEL NO -079-26308126, 26308191 MOB: 93277 99679|1ST FLOOR, 2 NATKAMAL COMPLEX, 9 PRAKASHNAGAR SOC, JAWAHAR CHOWK, MANINAGAR, AHMEDABAD - 380008.TEL NO. 079-25440365, 25440367, 98980 68209 |627, 6TH FLOOR, SATYA - II, NR. BHARAT PETROL PUMP, ON 100 FT., MAIN RANNA PARK ROAD, GHATLODIA, AHMEDABAD - 380061 TEL.NO -079-29604350/51, 98791 83150, 9998342734 |625 LAMBESHWAR POLE, OPP. CALICO DOM, RELIEF ROAD, AHMEDABAD - 380001. TEL.NO - 079-22167614, 22169883, 22174737, 98250 63860 | 254/1,NR. BADSHAH'S HAJIRA, MANEKCHOWK, AHMEDABAD-380001 TEL.NO - 079-22148249, 98243 32499 |F-33, PARVATI NANDAN FLAT - 1, NR. UJALA CIRCLE, SARKHEJ, AHMEDABAD-382210 TEL.NO - 99741 41006, 98254 47114 |**BHARUCH** FH-2/15, DHANSHREE COMPLEX, B/S.SHRAVAN SCHOOL, LINK ROAD, BHARUCH - 392001. TEL.NO - 02642-238569, 99982 13749, 8780904530, 98980 42460 |**BHAVNAGAR** 236, 2ND FLOOR, MANIRATNA BUILDING, OPP. RAMJI MANDIR, NIRMALNAGAR, BHAVNAGAR - 364001.TEL.NO - 0278 - 2514644, 99797 00773| **DHOLKA** 2, RAJ COMPLEX, KALIKUND - BAWLA HIGHWAY, DHOLKA - 382225. DIST. AHMEDABAD. TEL.NO - 02714-226025, 225085, 99989 89774 |**GANDHINAGAR** 1ST FLOOR, SUMAN TOWER, SECTOR - 11, GANDHINAGAR - 382011.TEL.NO - 079-23233610/611/612, 98258 96963 |375/2 SHANTIKUNJ SOCIETY, SECTOR - 28, GANDHINAGAR - 382028. TEL.NO -94290 01027 |**HIMMATNAGAR** B/F-1, DURGA COMPLEX, DURGA OIL MILL COMPOUND, HIMMATNAGAR - 383001. DIST. SABARKANTHA, TEL.NO -02772-243466, 243467, 92288 19146 |**KHEDA** 4112, KAPAD BAZAR, NR.PARABADI, KAPADWANJ - 387620. DIST.: KHEDA. TEL.NO - 02691-252513, 252994, 98790 93720, 92272 17658, 98980 28833 |**ANAND** B/108, SIDDHASAGAR, OPP. HDFC BANK, STATION ROAD, KHAMBHAT-388620. DIST. ANAND. TEL.NO - 02698-220204, 220217, 99781 56598 |**MANDALMANDAVI** CHOWK, TA. MANDAL, MANDAL-382130. DIST. AHMEDABAD.TEL.NO - 98240 55680, 97254 35447 **MENSANA** BLOCK C, SHOP NO. 109, JOYS HUBTOWN, NR. NEW BUS TERMINAL, MEHSANA TEL.NO - 98241 10747 |**PRANTIJ** SHOP NO.7, 1ST FLOOR, SIDDHIVINAYAK SHOPPING CENTRE, SONIWADA NAKA, PRANTIJ - 383205. DIST. SABARKANTHA. TEL.NO -02770-231532, 87808 60318 |**SURENDRANAGAR** 1ST FLOOR, S.NO.2178, B/S.SAGABHAI'S SHOP, NR.VEGETABLE MARKET, MAIN ROAD, SURENDRANAGAR - 363001.TEL.NO - 02752-223130, 223131, 93744 25800 | **VADODARA** 741, FORTUNE TOWERS, DALAL STREET, SAYAJIGUNJ, VADODARA - 390005.TEL.NO - 0265-2362795, 2225117, 99980 34682 | **VIRAMGAM** 11/12, JK SUPER MARKET - II, RUGNATH DAS NO MOHALLO, TOWER ROAD, VIRAMGAM - 382150. DIST. AHMEDABAD.TEL.NO - 02715-234465, 230243, 97252 37553 |**VISNAGAR** 12, COMMERCIAL CENTRE, HIRA BAZAAR, THREE GATES TOWER, VISNAGAR - 384315. DIST. MEHSANA.TEL.NO - 94263 66791, 92655 75433 |**VYARA** 666, BAJAR KANPURA, B/H KABUTARKHANA, VYARA, DIST. TAPI-394650 TEL.NO - 02626-222641, 99250 51577

### DHANI STOCKS LIMITED

**HARYANA** PLOT NO. 108, 5TH FLOOR, IT PARK UDYOG VIHAR PHASE, GURGAON, HARYANA 122016, TEL NO.022- 71907190 022- 61446300 **MUMBAI** TOWER 1,FP NO.612,613 &TPS, IV MAHIM DIVISION,ELPHINSTONE MILL 8&9 FLOOR, SENAPATI BAPAT MARG, MUMBAI, MAHARASHTRA, 400 013, TEL.NO - 022- 71907190 , 022- 61891920 **KOLKATA** DHANI STOCKS LIMITED, 2ND FLOOR, 26 LEE ROAD LEE COMMERCE KOLKATA WEST BENGAL 700020 022- 71907190 033- 46023788

### LKP SECURITIES LIMITED

**MUMBAI** 207, VEENA CHAMBERS, 21 DALAL STREET, FORT, MUMBAI - 400 001. TEL : 022-2266 0171 / 0932 0067 167

### FINWIZARD TECHNOLOGY PRIVATE LIMITED

KANAKIA WALL STREET, OFFICE UNIT NO. 1002, A WING, 10TH FLOOR, ANDHERI KURLA ROAD, CHAKALA, ANDHERI (EAST), MUMBAI - 400 093

**IN THE NATURE OF FORM 2A - MEMORANDUM CONTAINING SALIENT FEATURES OF THE PROSPECTUS**

**LIST OF SELF CERTIFIED SYNDICATE BANKS (SCSBs) UNDER THE ASBA PROCESS**

Sr. No.	Name of the Bank	Controlling Branch & Address	Contact Person	Telephone Number / Fax Number	Email
1.	Axis Bank	Centralised Collections and Payment HUB (CCPH )	Mangesh M Phalke	022 - 71315878	mangesh.phalke@axisbank.com
2.	Bandhan Bank	DN 32, Salt Lake City, Sector V, Kolkata , 700091	Amit Khanra	033-66090909, Ext: 3078	asba.business@bandhanbank.com
3.	Bank of India	Stock Exchange Branch, P J Towers, BSE Building, Ground Floor, Dalal Street, Fort, Mumbai-23	Sanket Sudke	9158688142	stockexchange.mumbaisouth@bankofindia.co.in
4.	Bank of Maharashtra	Bank of Maharashtra, Janmangal Building, Demat Cell, Ground Floor, 45/47, Mumbai Samachar Marg, Fort 400023	Minal Mhatre	022-22626748	demat_mum@mahabank.co.in
5.	Barclays Bank PLC	801/808 Ceejay House, Shivsagar Estate ,Dr. Annie Besant Road, Worli Mumbai -400 018.	Parul Parmar	022- 67196567	parul.parmar@barclays.com
6.	BNP Paribas	BNP Paribas House, Maker Maxity, Bandra Kurla Complex, Bandra E, Mumbai-51	Shanil George	9702777573	shanil.george@asia.bnpparibas.com
7.	Canara Bank	Canarabank, Mumbai National Stock Exchange Branch, 11th Floor, 115, Atlanta Building Nariman Point Mumbai -400001	Ranganath Avala	022-22028235	cb2422@canarabank.com
8.	Central Bank of India	Ground floor, Central Bank of India, Central Bank Building, Fort, Mumbai 400001	Abhishek Sinha	7506369903	agmmum4082@centralbank.co.in
9.	Citibank NA	Kalapurnam Building, Muncipal Market, CG Road, Ahmedabad – 380009	Priyank Patel	079- 40015812	priyank.patel@citi.com
10.	City Union Bank	DP Division City Union Bank Ltd Business Development Centre (BDC) MCM Towers, 4th Floor	Malathi Chandrasekar / Prabhu.N	9380351761/ 7397373522 / 044-22501913	Malathi.chandrasekar@cityunionbank.in, cubdp@cityunionbank.in
11.	DBS Bank	DBS Bank India Limited, Express Towers, Ground Floor, Nariman Point, Mumbai 400021	Sumesh Shetty	91 22 66388888 91 22 49384545	sumeshshetty@db.com nitinbhujbalrao@db.com deepakpillai@db.com sunilpoojari@db.com gunapalshetty@db.com richatiwari@db.com
12.	Deutsche Bank	110 Sidharah S V Road Khar West 400052	Gauri Chaudhari	022-66009417	gauri.chaudhari@db.com
13.	Federal Bank	Retail Business Department 7th Floor Federal Towers Ernakulam 682031	Jophit Paul	0484-2201721	Jophit@federalbank.co.in
14.	GP Parsik Sahakari Bank Ltd	Sahakarmurti Gopinath Shivram Patil Bhavan, Parsik Nagar, Kalwa, Thane. 400605. Maharashtra.	Mr.Mukund D.Kharpude	+9122 25456639 / 25456500	mdkharpude701@gpparsikbank.net
15.	HDFC Bank	HDFC Bank Limited,BTI OPS O-3 Level,Lodha I Think Techno Campus, Next to Kanjurmarg Railway Station,Kanjurmarg (East). Mumbai 400042	Siddharth Jadhav/ Prasanna Uchil/ Neerav Desai	022-30752928 / 022-30752914 / 022-30752929	siddharth.jadhav@hdfcbank.com,prasanna.uchil@hdfcbank.com, neerav.desai@hdfcbank.com,
16.	HSBC Bank	HSBC Technology and Services - Operational Services , India NESCO, Building No – 3, Level 10, Western Express Highway, Goregaon (East), Mumbai - 400063	Mrs. Priti Sikaria Mrs. Nisha A Shetty Mr. Venkatesh A Kairamkonda Mr. Santosh N Bawkar	61224878 / 45054878 61223253 / 45053253 61223257 / 45053257 61223216 / 45053216	inm.pcm.coll.ipo@hsbc.co.in priti.sikaria@hsbc.co.in nisha.a.shetty@hsbc.co.in venkatesh.a.kairamkonda@hsbc.co.in santoshbawkar@hsbc.co.in
17.	ICICI Bank	ICICI Bank Limited, CMD,1st Floor,122 Mistry Bhawan,Dinshaw Vachha Road,Churchgate, Mumbai-400020	Mr Saurabh Kumar	22-66818911	kmr.saurabh@icicibank.com
18.	IDBI Bank	Annex Building Plot No 39/40/41, Sector 11 CBD Belapur Navi Mumbai Pin :400614	Francis DSouza	022 66700695	francis_dsouza@idbi.co.in
19.	Janata Sahakari Bank, Pune	Bharat Bhavan 1360 Shukrawar Peth, (NSDL & CDSL) Thorale Bajirao Road, Pune 411002.	Mr.Anand Sohoni	020-24521180 , 24521181	depositorycell@janatabankpune.com, jsbnsdl@janatabankpune.com

**IN THE NATURE OF FORM 2A - MEMORANDUM CONTAINING SALIENT FEATURES OF THE PROSPECTUS**

Sr. No.	Name of the Bank	Controlling Branch & Address	Contact Person	Telephone Number / Fax Number	Email
20.	Karnataka Bank	HO Complex Branch, Mangalore-02	Prasanna Patil	0824-2228266	asba@ktkbank.com
21.	Karur Vysya Bank	Demat Cell, No 1, Padmavathiyar Road Off Peters Road, 4th Floor Gopalapuram Chennai, Tamil Nadu, 600086	R Ranjani	8489701666, 044-28359248	ranjanir@kvbmail.com
22.	Kotak Mahindra Bank	Kotak Infinity, 6th Floor, Building No. 21, Infinity Park, Off Western Express Highway, General AK Vaidya Marg, Malad (E) Mumbai 400097	Prasad Ramaswamy	022- 66056630 , 022-66056588, 9820918544	prasad.ramaswamy@kotak.com
23.	Lakshmi Vilas Bank	The Lakshmi Vilas Bank Ltd 104, Bharath House, BS Marg, Fort Mumbai 400001	C.B.Gayathri	022-22672247/22672255	asba_nodal@lvbank.in
24.	Mehsana Urban Co-Op. Bank Ltd.	Head Office, Urban Bank Road, Highway, Mehsana - 384002	Ajaykumar Chandulal Patel	+91-2762-251908 / Fax: +91-2762-240762	asba@mucbank.com
25.	Nutan Nagarik Sahakari Bank	Opp Samratheshwar Mahadev, Nr. Law Garden, Ellisbridge	Mr. Nirav Shah	079-26425591, 26564715	asba@nutanbank.com
26.	Punjab National Bank	BO: Bandra Kurla Complex Mumbai Suburb	Rajesh Jagtap	8291147822	rbjagtap@pnb.co.in , asba@pnb.co.in, bo7538@pnb.co.in
27.	Rajkot Nagarik Sahakari Bank Ltd.	Rajkot Nagarik Sahakari Bank Ltd., Demat Department, Nagarik Bhavan No.1, Para Bazar, Dhebar Road, Rajkot-360001.	Bhavesh Pravinchandra Rajdev	0281 - 2233916/17/18	bhavesh_rajdev@rnsbindia.com
28.	RBL Bank	Techniplex – I, 9th Floor, Off Veer Savarkar Flyover, Goregaon (West), Mumbai – 400062	Shashikant Sanil	022-49141187, 022-49141391, 022-49141164	asba_ops@rblbank.com
29.	Saraswat Bank	110-111 & 129-131, Vyapar Bhavan 1st floor, 49, P. D'Mello Road, Carnac Bunder , Masjid. Mumbai 400 009.	Namrata Patkar	9833853792	namrata.patkar@saraswatbank.com user.demat@saraswatbank.com ulhas.raikar@saraswatbank.com
30.	South Indian Bank	The South Indian Bank Ltd. Retail Banking Department, Asba Cell, 2Nd Floor, Shanu Tower, No. Iv/461 A, North Kalamassery, Ernakulam-683104, Kerala, India	Radhamadhav S Prabhu	+91 9159866022	asba@sib.co.in
31.	Standard Chartered Bank	Crescenzo, 3rd Floor, C/38-39, G-Block, Opposite MCA Club, Bandra-Kurla Complex, Bandra [East], Mumbai 400-051	Rohan Ganpule	022 - 61157250 /022 - 61157234 Fax: 022 -26757358	Ipo.scb@sc.com
32.	State Bank of India	Capital Market Branch Third Floor Mumbai Main Branch Mumbai Samachar Marg Fort, Mumbai 400 023	Indrakant Chuarasia	022-22719113/114/102	nib.11777@sbi.co.in: sbi.11777@sbi.co.in
33.	SVC Co-Op Bank	Thane Regional Office Address, 6th Floor, Dosti Pinnacle, Road no 22, Wagle Estate, Thane 400606	Mr.Mukesh Singh	9820851482	singhmt@svcbank.com
34.	Syndicate Bank	Syndicate Bank, Capital Market Service Branch First Floor Syndicate Bank Building, 26A Sir P M Road, Fort, Mumbai 400001	Ms. Valsala C	9322798091	cmsc@syndicatebank.co.in
35.	The Ahmedabad Mercantile Co-Op Bank	Head office :- "Amco House", Nr. Stadium Circle, Navrangpura, Ahmedabad-09	Nimesh Parikh	079-26426582-84-88	asba@amco-bank.com
36.	TJSB Sahakari Bank Ltd	TJSB House, Plot No.5 B, Wagle Industrial Estate, Road No.2, Thane 400604	Department Head	022-21748661	tjsbasba@tjsb.co.in
37.	Union Bank of India	66/80, Mumbai Samachar Marg, Fort, Mumbai-400023	Jaya Gadekar	022-22629404, 411 / 9930835216	asba@unionbankofindia.com
38.	Yes Bank	YES Bank Ltd., YES Bank Tower, IFC 2, 7th Floor, Prabhadevi (W), Senapati Bapat Marg, Mumbai – 400013	Sachin Shinde/ / Prasad Shigwan/ Milind Mulye	022-33478542/33474166	dlbtiservices@yesbank.in / prasad.shigwan@yesbank.in/Sachin.Shinde@YESBANK.IN /milind.mulye1@yesbank.in

ASBA Applicants may approach any of the above banks for submitting their application in the issue. For the complete list of SCSBs and their Designated Branches please refer to the website of SEBI (<https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=44>). A list of SCSBs is also displayed on the website of BSE at [www.bseindia.com](http://www.bseindia.com) and website of NSE at <http://www.nseindia.com/>