(Please scan this QR code to view the Shelf Prospectus)

IIFL SAMASTA FINANCE LIMITED

IIFL Samasta Finance Limited ("**Company**" / "**Issuer**") was originally incorporated on August 9, 1995 as a public limited company under the provisions of the Companies Act, 1956 as 'Colanac Finance Limited' with registered office in Tamil Nadu vide the certification of incorporation granted by Additional Registrar of Companies, Tamil Nadu. The Company changed its name from 'Colanac Finance Limited' to 'Samasta Microfinance Limited' w.e.f. July 25, 2008 and obtained a fresh certificate of incorporation by Registrar of Companies, Tamil Nadu, Chennai, Andaman and Nicobar Islands on July 25, 2008 consequent to change in name. Subsequently, the registered office of the Company was changed from Tamil Nadu to Karnataka and a fresh certificate of incorporation was issued by Registrar of Companies Bengaluru w.e.f. March 31,2011. Further the Company changed its name from 'Samasta Microfinance Limited' to 'IIFL Samasta Finance Limited' w.e.f. September 01, 2021 and a fresh certificate of incorporation was granted by Registrar of Companies Bengaluru on September 01,2021, consequent to such change in name. The Company obtained a certificate of registration dated May 17, 2011 bearing registration no. B-02.00250 issued by RBI to carry on the activities of a NBFC under section 45 IA of the RBI Act, 1934. Further, pursuant to change of name of our Company to its current name, a revised certificate of registration dated September 20, 2021 bearing registration no. B-02.00250 was issued by RBI. For more information about our Company including details regarding changes in Registered Office, please see "*General Information*" and "*History and Main Objects*" on pages 49 and 119, respectively.

Registered Office: 110/3, Lalbagh Main Road, Krishnappa Layout, Bengaluru – 560 027, Karnataka, India; **Tel:** +91 80 4291 3588
Corporate Office: 37A, Sannathi Street, Theradi, Thiruvottriyur, Chennai 600019, Tamil Nadu, India;
CIN: U65191KA1995PLC057884; **PAN**: AAACC4577H; **Website:** www.iiflsamasta.com; **Email:** secretarial@iiflsamasta.com
Company Secretary and Compliance Officer: Manoranjan Biswal; **Tel.:** +91 80 4291 3588; **Email:** manoranjan@iiflsamasta.com
Chief Financial Officer: Anantha Kumar Thangavel; **Tel**: +91 80 4291 3509; **Email**: ananthakumart@iiflsamasta.com

PUBLIC ISSUE BY THE COMPANY OF UPTO 2,00,00,000 SECURED, RATED, LISTED, REDEEMABLE, NON-CONVERTIBLE DEBENTURES OF FACE VALUE ₹ 1,000 EACH ("NCDs" OR "DEBENTURES"), AGGREGATING UP TO ₹ 2,000 CRORE ("SHELF LIMIT") ("ISSUE"). THE NCDS WILL BE ISSUED IN ONE OR MORE TRANCHES (EACH BEING A "TRANCHE ISSUE") UP TO THE SHELF LIMIT, ON TERMS AND CONDITIONS AS SET OUT IN THE DRAFT SHELF PROSPECTUS, THIS SHELF PROSPECTUS AND RELEVANT TRANCHE PROSPECTUS (COLLECTIVELY, THE "OFFER DOCUMENTS"). THE ISSUE IS BEING MADE PURSUANT TO THE PROVISIONS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE AND LISTING OF NON - CONVERTIBLE SECURITIES) REGULATIONS, 2021, AS AMENDED (THE "SEBI NCS REGULATIONS"), THE COMPANIES ACT, 2013 AND RULES MADE THEREUNDER AS AMENDED (THE "COMPANIES ACT, 2013") TO THE EXTENT NOTIFIED AND THE SEBI MASTER CIRCULAR, AS AMENDED FROM TIME TO TIME. THE ISSUE IS NOT UNDERWRITTEN.

OUR PROMOTER

Our promoters are (i) Narayanaswamy Venkatesh, **Tel**: +91 80 4291 3588, **Email id**: secretarial@iiflsamasta.com; (ii) Shivaprakash Deviah, **Tel**: +91 80 4291 3588, **Email id**: secretarial@iiflsamasta.com; (iii) IIFL Finance Limited, **Tel:** +91 22 6788 1000, **Email id**: csteam@iifl.com. For further details see "*Our Promoters*" on page 134.

GENERAL RISKS

Investment in non-convertible securities is risky, and investors should not invest any funds in such securities unless they can afford to take the risk attached to such investments. Investors are advised to take an informed decision and to read the risk factors carefully before investing in this offering. For taking an investment decision, investors must rely on their own examination of the Issuer and the Issue, including the risks involved in it. Specific attention of the Investors is invited to the chapters *"Risk Factors"* and *"Material Developments"* on pages 18 and 150, respectively, before making an investment in such Issue. These risks are not, and are not intended to be, a complete list of all risks and considerations relevant to the non-convertible securities or investor's decision to purchase such securities This Shelf Prospectus has not been and will not be approved by any regulatory authority in India, including the Securities and Exchange Board of India ("**SEBI**"), the Reserve Bank of India ("**RBI**"), any registrar of companies or any Stock Exchanges in India nor do they guarantee the accuracy or adequacy of this document.

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

For details relating to Coupon Rate, Coupon Payment Frequency, Redemption Date, Redemption Amount & Eligible Investors of the NCDs, see "*Issue Related Information*" on page 232.

CREDIT RATING

The NCDs proposed to be issued under this Issue have been rated CRISIL AA-/ Positive (Pronounced as CRISIL double A minus rating with Positive outlook) by CRISIL Ratings Limited vide their rating letter dated November 20, 2023 for an amount of ₹ 2,000 crore. The rating has been reaffirmed and revised from CRISIL AA-/ Stable (Pronounced as CRISIL double A minus rating with Stable outlook) for an amount of ₹ 2,000 crore, originally issued vide their rating letter dated September 26, 2023, and 'Acuite AA Stable' for an amount of ₹ 2,000 crore by Acuite Ratings & Research Limited *vide* their rating letter dated October 6, 2023. Securities with this rating are considered to have high degree of safety regarding timely servicing of financial obligations. Such securities carry very low credit risk. Rating given by CRISIL Ratings Limited and Acuite Ratings & Research Limited is valid as on the date of this Shelf Prospectus and shall remain valid on date of issue and allotment of NCDs and the listing of the NCDs on Stock Exchanges unless withdrawn In case of any change in credit ratings till the listing of NCDs, our Company will inform the investors through public notices/ advertisements in all those newspapers in which pre issue advertisement has been given. The rating is not a recommendation to buy, sell or hold the rated instrument and investors should take their own decisions. The rating may be subject to revision or withdrawal at any time by the assigning rating agency and each rating should be evaluated independently of any other rating. The rating agencies have a right to suspend or withdraw the rating at any time on the basis of factors such as new information. For the rating letter, rationale and press release for these ratings, see "*Annexure A*" of this Shelf Prospectus. There are no unaccepted ratings and any other ratings other than as specified in this Shelf Prospectus.

LISTING

The NCDs offered through this Shelf Prospectus and relevant Tranche Prospectus are proposed to be listed on BSE Limited ("**BSE**") and National Stock Exchange of India Limited ("**NSE**" along with BSE, the "**Stock Exchanges**"). Our Company has received an 'in-principle' approval from BSE *vide* its letter no. DCS/BM/PI-BOND/017/23-24 dated November 13, 2023, and from NSE *vide* its letter no. NSE/LIST/D/2023/0296 dated November 9, 2023. NSE Shall be the Designated Stock Exchange for the Issue.

PUBLIC COMMENTS

The Draft Shelf Prospectus dated November 2, 2023 was filed with the Stock Exchanges, pursuant to the provisions of the SEBI NCS Regulations and was kept open for public comments for a period of seven Working Days from the date of filing of the Draft Shelf Prospectus with the Stock Exchanges i.e, Thursday, November 9, 2023. No comments were received on the Draft Shelf Prospectus until 5:00 p.m. on Thursday, November 9, 2023.

LEAD MANAGERS TO THE ISSUE

JM FINANCIAL LIMITED
7th Floor, Cnergy,
Appasaheb Marathe Marg,
Prabhadevi Mumbai – 400 025
Tel: +91 22 6630 3030
Fax: +91 22 6630 3330
E-mail: iiflsamasta.ncd2023@jmfl.com
Website: www.jmfl.com
Contact Person: Prachee Dhuri

IIFL SECURITIES LIMITED#
24th Floor, One Lodha Place,
Senapati Bapat Marg, Lower Parel (West),
Mumbai – 400 013
Tel: +91 22 4646 4728
Fax: +91 22 2493 1073
Email: iiflsamasta.ncd@iiflcap.com
Website: www.iiflcap.com
Contact Person: Nishita Mody/ Pawan Kumar Jain

NUVAMA WEALTH MANAGEMENT LIMITED
(formerly known as Edelweiss Securities Limited)
801 - 804, Wing A, Building No 3 Inspire BKC,
G Block, Bandra Kurla Complex,
Bandra East, Mumbai – 400 051
Tel: +91 22 4009 4400
Fax: NA
E-mail: iifl.samasta@nuvama.com
Website: www.nuvama.com
Contact Person: Saili Dave

TRUST INVESTMENT ADVISORS PRIVATE LIMITED
109/110, Balarama,
Bandra Kurla Complex,
Bandra East, Mumbai – 400 051
Tel: +91 22 40845000
Fax: +91 22 4084 5066
Email: projectpragathi.trust@trustgroup.in
Website: www.trustgroup.in
Contact person: Hani Jalan

DEBENTURE TRUSTEE

BEACON TRUSTEESHIP LIMITED*
7 A & B, Siddhivinayak Chambers,
Opposite MIG Cricket Club, Gandhi
Nagar, Bandra East, Mumbai 400 051
Tel.: +91 22 2655 8759
Email: contact@beacontrustee.co.in
Website: www.beacontrustee.co.in
Contact Person: Kaustubh Kulkarni

CREDIT RATING AGENCY

CRISIL RATINGS LIMITED
CRISIL House, Central Avenue,
Hiranandani Business Park, Powai,
Mumbai – 400 076
Tel: + 91 22 3342 3000 (B)
Fax: + 91 22 3342 3050
Email: crisilratingdesk@crisil.com
Website: www.crisil.com
Contact Person: Ajit Velonie

ACUITE RATINGS & RESEARCH LIMITED
708, Lodha Supremus,
Lodha iThink Campus,
Kanjurmarg (East), Mumbai – 400 042
Tel: +91 99698 98000
Email: chitra.mohan@acuite.in
Website: www.acuite.in
Contact Person: Chitra Mohan

STATUTORY AUDITOR

M/s Brahmayya & Co.
Chartered Accountants
Khivraj Mansion,
10/2 Kasturba Road,
Bengaluru, Karnataka – 560 001
Tel: +91 80 2227 4551
Email: srinivas@brahmayya.in
Website: www.brahmayya.com
Contact Person: G Srinivas

REGISTRAR TO THE ISSUE

LINK INTIME INDIA PRIVATE LIMITED
C- 101, 247 Park, LBS Marg, Vikhroli (West)
Mumbai – 400 083
Tel: +91 810 811 4949
Fax: +91 22 4918 6195
Email: iiflsamasta.ncd2023@linkintime.co.in
Investor Grievance Email:
iiflsamasta.ncd2023@linkintime.co.in
Website: www.linkintime.co.in
Contact Person: Pradnya Karanjekar

ISSUE PROGRAMME**

ISSUE OPENS ON: AS SPECIFIED IN THE RELEVANT TRANCHE PROSPECTUS	ISSUE CLOSES ON: AS SPECIFIED IN THE RELEVANT TRANCHE PROSPECTUS

** Beacon Trusteeship Limited under regulation 8 of SEBI NCS Regulations has by its letter dated October 31, 2023 given its consent for its appointment as Debenture Trustee to the Issue and for its name to be included in the Draft Shelf Prospectus, this Shelf Prospectus, and relevant Tranche Prospectus and in all the subsequent periodical communications to be sent to the holders of the NCDs issued pursuant to the Issue.*

 # IIFL Securities Limited is deemed to be an associate of the Issuer as per the Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992, as amended (Merchant Bankers Regulations). Further, in compliance with the provisions of Regulation 21A and explanation to Regulation 21A of the Merchant Bankers Regulations, IIFL Securities Limited would be involved only in marketing of the Issue and as per Regulation 25 (3) of SEBI NCS Regulations shall not issue a due diligence certificate.

*** 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 as indicated in the relevant Tranche Prospectus. Our Company may, in consultation with the Lead Managers, consider closing the relevant Tranche Issue on such earlier date or extended date (subject to a minimum period of three working days and a maximum period of 10 working days from the date of opening of the relevant tranche issue and subject to not exceeding thirty days from filing relevant tranche prospectus with ROC including any extensions), as may be decided by the Board of Directors of our Company or Issuance and Allotment Committee, subject to relevant approvals, in accordance with Regulation 33A of the SEBI NCS Regulations. In the event of an early closure or extension of the Issue, our Company shall ensure that notice of the same is provided to the prospective investors through an advertisement in all the newspapers in which pre-issue advertisement for opening of the respective Tranche Issue has been given on or before such earlier or initial date of Issue closure. On the Issue Closing Date, the Application Forms will be accepted only between 10:00 a.m. and 3:00 p.m. (Indian Standard Time) and uploaded until 5:00 p.m. (Indian Standard Time) or such extended time as may be permitted by the Stock Exchanges. Further, pending mandate requests for bids placed on the last day of bidding will be validated by 5:00 p.m. (Indian Standard Time). on one Working Day post the Issue Closing Date. For further details please refer to the section titled "General Information" on page 49.*

A copy of this Shelf Prospectus has been and of relevant Tranche Prospectus shall be filed with the Registrar of Companies, Karnataka at Bengaluru in terms of Section 26 and Section 31 of Companies Act, 2013, along with the endorsed/certified copies of all requisite documents. For further details, please see "Material Contracts and Documents for Inspection" on page 300.

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SECTION I – GENERAL

DEFINITIONS AND ABBREVIATIONS

This Shelf Prospectus uses certain definitions and abbreviations which, unless the context otherwise indicates or implies, shall have the meaning ascribed to such definitions and abbreviations set forth herein. References to any legislation, act, regulation, rules, guidelines, clarifications or policies shall be to such legislation, act, regulation, rules, guidelines, clarifications or policies as amended, supplemented or re-enacted from time to time until the date of this Shelf Prospectus, and any reference to a statutory provision shall include any subordinate legislation notified from time to time pursuant to such provision.

The words and expressions used in this Shelf Prospectus but not defined herein shall have, to the extent applicable, the same meaning ascribed to such words and expressions under the SEBI NCS Regulations, the Companies Act, 2013, the SCRA, the Depositories Act and the rules and regulations notified thereunder.

General Terms

Term	Description
the Issuer/ our Company/ the Company/ IIFL Samasta Finance Limited	IIFL Samasta Finance Limited, a Non Banking Finance (non - deposit accepting or holding) Company - micro Finance Institution (NBFC MFI) incorporated under the Companies Act, 1956, as amended and replaced from time to time, having its CIN U65191KA1995PLC057884 and having its registered office at 110/3, Lalbagh Main Road, Krishnappa Layout, Bengaluru – 560 027, Karnataka.
we/ us/ our	Unless the context otherwise indicates or implies, refers to our Company
Promoters	Narayanaswamy Venkatesh, Shivaprakash Deviah, and IIFL Finance Limited.
Subsidiaries	Our Company does not have any subsidiaries.

Company Related Terms

Term	Description
Acuite	Acuite Ratings & Research Limited
Articles/ Articles of Association/ AOA	Articles of Association of our Company
Audited Financial Statements	The Audited Financial Statements of the Company comprising of Audited Financial Statements for the Financial Year ending March 31, 2023, Audited Financial Statements for the Financial Year ending March 31, 2022 and Audited Financial Statements for the Financial Year ending March 31, 2021, prepared in accordance with IND AS.
Audited Financial Statements for Fiscal 2023	The annual balance sheet as at March 31, 2023 and the annual statement of profit and loss for the year ended 2023 and the annual statement of cash flows for the year ended 2023 and the annual statement of changes in equity for the year ended 2023 prepared by the Company in accordance with accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.
Audited Financial Statements for Fiscal 2022	The annual balance sheet as at March 31, 2022 and the annual statement of profit and loss for the year ended 2022 and the annual statement of cash flows for the year ended 2022 and the annual statement of changes in equity for the year ended 2022 prepared by the Company in accordance with accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.
Audited Financial Statements for Fiscal 2021	The annual balance sheet as at March 31, 2021 and the annual statement of profit and loss for the year ended 2021 and the annual statement of cash flows for the year ended 2021 and the annual statement of changes in equity for the year ended 2021 prepared by the Company in accordance with accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.
Auditors/ Statutory Auditors	The current statutory auditor of our Company, Brahmayya & Co., Chartered Accountants.
Audit Committee	Audit committee of our Company was re-constituted by the Board of Directors by board resolution dated October 21, 2022, in accordance with applicable laws and as may be further re-constituted from time to time by Board of Directors of the Company.

Term	Description
Asset Liability Management Committee/ ALM Committee	ALM Committee of our Company re-constituted by the Board of Directors by board resolution dated July 21, 2023, in accordance with applicable laws and as may be further re-constituted from time to time by Board of Directors of the Company.
Board/ Board of Directors/ our Board/ our Board of Directors	Board of Directors of our Company or any duly constituted committee thereof
Corporate Social Responsibility Committee/ CSR Committee	Corporate social responsibility committee of our Company last re-constituted by our Board of Directors by board resolution dated April 21, 2023, in accordance with applicable laws and as may be further re-constituted from time to time by Board of Directors of the Company.
Committee	A committee constituted by the Board, and as reconstituted from time to time.
Corporate Office	Corporate office of our Company situated at 37A, Sannathi Street, Theradi, Thiruvottriyur, Chennai – 600 019, Tamil Nadu, India
CRISIL / CRISIL Ratings	CRISIL Ratings Limited
Directors	Directors of our Company
Equity Shares	Equity shares of the Company of face value of ₹10 each
ESOP(s)	Employee stock options
Gross Stage 3 book	Also referred to as Gross NPA
Gross Stage 3 (%)	Also referred to as Gross NPAs to Gross Advances %
Group Company(ies)	Such companies as identified as our group companies in terms of Regulation 2(1)(r) of SEBI NCS Regulations, for the Issue, namely IIFL Home Finance Limited; IIFL Management Services Limited; IIFL Facilities Services Limited; 360 ONE Prime Limited *(formerly known as IIFL Wealth Prime Limited)*; 360 ONE WAM Limited *(formerly known as IIFL Wealth Management Limited)*
Independent Director(s)	The independent director(s) on our Board, in terms of Section 2(47) and Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI Listing Regulations
Issue and Allotment Committee	Issue and Allotment Committee of our Company constituted by the Board of Directors by board resolution dated April 21, 2023
I.T. Strategy Committee	I.T. Strategy Committee of our Company last re-constituted by the Board of Directors by board resolution dated April 21, 2023, in accordance with applicable laws and as may be further re-constituted from time to time by Board of Directors of the Company
KMP / Key Managerial Personnel	Key managerial personnel of our Company as disclosed in this Shelf Prospectus and appointed in accordance with Section 203, as defined under Section 2(51) of the Companies Act, 2013
MoA/ Memorandum/ Memorandum of Association	Memorandum of association of our Company
Net Stage 3 (%)	Referred to as Net NPAs to Net Advances %
Net Stage 3	Referred to as Net NPA
Nomination and Remuneration Committee	Nomination and remuneration committee of our Company last re-constituted by the Board of Directors by board resolution dated October 21, 2022, in accordance with applicable laws and as may be further re-constituted from time to time by Board of Directors of the Company
Net worth	As defined in Section 2(57) of the Companies Act, 2013, as follows: "*Net worth means the aggregate value of the paid-up share capital and all reserves created out of the profits, securities premium account and debit or credit balance of profit and loss account, after deducting the aggregate value of the accumulated losses, deferred expenditure and miscellaneous expenditure not written off, as per the audited balance sheet but does not include reserves created out of revaluation of assets, write back of depreciation and amalgamation*."
Promoter Group	Includes such persons and entities constituting the promoter group of our Company pursuant to Regulation 2(1)(pp) of the SEBI ICDR Regulations.
Registered Office	Registered Office of our Company presently situated at 110/3, Lalbagh Main Road, Krishnappa Layout, Bengaluru – 560 027, Karnataka, India.
Risk Management Committee	Risk Management Committee of our Company last re-constituted by the Board of Directors by board resolution dated October 21, 2022, in accordance with applicable laws and as may be further re-constituted from time to time by Board of Directors of the Company.
RoC/ Registrar of Companies	Registrar of Companies, Karnataka at Bengaluru

Term	Description
Shareholders	The holders of the Equity Shares of the Company from time to time
Senior Management Personnel/ SMP	Senior Management Personnel of our Company in accordance with definition of Senior Management in Regulation 2 (iia) of the SEBI NCS Regulations, as described in "*Our Management"* on page 122.
Stakeholders' Relationship Committee	Stakeholders' relationship committee of our Company last re-constituted by the Board of Directors by board resolution dated April 21, 2023, in accordance with applicable laws and as may be further re-constituted from time to time by Board of Directors of the Company
Total Borrowing(s)/ Total Debt	Debt securities plus borrowings other than debt securities
Unaudited Financial Results	The unaudited financial information of the Company as at and for the six months period ended on September 30, 2023, prepared by our Company in the manner and format required by the SEBI Listing Regulations.

Issue Related Terms

Term	Description
Abridged Prospectus	A memorandum accompanying the application form for a public issue containing such salient features of this Shelf Prospectus and relevant Tranche Prospectus as specified by SEBI
Acknowledgement Slip/ Transaction Registration Slip/ TRS	The slip or document issued by the Designated Intermediary to an Applicant as proof of registration of the Application Form
Allotment Advice	The communication sent to the Allottees conveying the details of NCDs allotted to the Allottees in accordance with the Basis of Allotment
Allotment/ Allot/ Allotted	Unless the context otherwise requires, the issue and allotment of NCDs to the successful Applicants pursuant to the Issue
Allottee(s)	The successful Applicant to whom the NCDs are Allotted either in full or part, pursuant to the Issue
Applicant/ Investor	Any person who applies for issuance and Allotment of NCDs through ASBA process or through UPI Mechanism pursuant to the terms of this Shelf Prospectus, the relevant Tranche Prospectus, the Abridged Prospectus, and the Application Form for any Tranche Issue.
Application or ASBA Application	An application (whether physical or electronic) to subscribe to the NCDs offered pursuant to the Issue by submission of a valid Application Form and authorising an SCSB to block the Application Amount in the ASBA Account or to block the Application Amount using the UPI Mechanism, where the Bid Amount will be blocked upon acceptance of UPI Mandate Request by retail investors for an Application Amount of upto UPI Application Limit which will be considered as the application for Allotment in terms of this Shelf Prospectus and the relevant Tranche Prospectus.
Application Amount or Bid Amount	The aggregate value of the NCDs applied for, as indicated in the Application Form for the relevant Tranche Issue or the Amount blocked in the ASBA account
Application Form or ASBA Form	Form in terms of which an Applicant shall make an offer to subscribe to NCDs through the ASBA process or through the UPI Mechanism and which will be considered as the Application for Allotment of NCDs in terms of this Shelf Prospectus and the relevant Tranche Prospectus.
ASBA Account	An account maintained with a SCSB and specified in the Application Form which will be blocked by such SCSB to the extent of the Application Amount mentioned in the Application Form by an Applicant and will include a bank account of a retail individual investor linked with UPI, for retail individual investors submitting application value upto UPI Application Limit
ASBA Applicant	Any Applicant who applies for NCDs through the ASBA process
Banker(s) to the Issue	Collectively, Public Issue Account Bank, Refund Bank and Sponsor Bank
Base Issue Size	As specified in the relevant Tranche Prospectus for each Tranche Issue.
Basis of Allotment	The basis on which NCDs will be allotted to applicants, as specified in the relevant Tranche Prospectus for each Tranche Issue.
Bidding Centres	Centres at which the Designated Intermediaries shall accept the Application Forms, i.e., Designated Branches of SCSB, Specified Locations for Members of the Syndicate, Broker Centres for Registered Brokers, Designated RTA Locations for RTAs and Designated CDP Locations for CDPs

Term	Description
Broker Centres	Broker centres notified by the Stock Exchanges where Applicants can submit the ASBA Forms (including ASBA Forms under UPI in case of UPI Investors) to a Registered Broker. The details of such Broker Centres, along with the names and contact details of the Trading Members are available on the website of the Stock Exchanges at www.bseindia.com and www.nseindia.com.
BSE	BSE Limited.
Category I (Institutional Investors)	• Public financial institutions, scheduled commercial banks, Indian multilateral and bilateral development financial institutions which are authorised to invest in the NCDs; • Provident funds and pension funds each with a minimum corpus of ₹ 25 crores, superannuation funds and gratuity funds, which are authorised to invest in the NCDs; • Alternative Investment Funds, subject to investment conditions applicable to them under the Securities and Exchange Board of India (Alternative Investment Funds) Regulations, 2012; • Resident Venture Capital Funds registered with SEBI; • Insurance companies registered with the IRDAI; • State industrial development corporations; • Insurance funds set up and managed by the army, navy, or air force of the Union of India; • Insurance funds set up and managed by the Department of Posts, the Union of India; • Systemically Important Non-Banking Financial Company registered with RBI and having a net-worth of more than ₹ 500 crores as per the last audited financial statements; • National Investment Fund set up by resolution no. F.No. 2/3/2005-DDII dated November 23, 2005 of the Government of India published in the Gazette of India; and • Mutual funds registered with SEBI.
Category II (Non-Institutional Investors)	• Companies within the meaning of Section 2(20) of the Companies Act, 2013; • Statutory bodies/ corporations and societies registered under the applicable laws in India and authorised to invest in the NCDs; • Co-operative banks and regional rural banks; • Trusts including public/private charitable/religious trusts which are authorised to invest in the NCDs; • Scientific and/or industrial research organisations, which are authorised to invest in the NCDs; • Partnership firms in the name of the partners; and • Limited liability partnerships formed and registered under the provisions of the Limited Liability Partnership Act, 2008 (No. 6 of 2009). • Association of Persons; and • Any other incorporated and/ or unincorporated body of persons
Category III (High Net Worth Individual Investors)	Resident Indian individuals or Hindu Undivided Families through the Karta applying for an amount aggregating to above ₹ 10,00,000 across all options of NCDs in the Issue.
Category IV (Retail Individual Investors)	Resident Indian individuals or Hindu Undivided Families through the Karta applying for an amount aggregating up to and including ₹ 10,00,000 across all options of NCDs in the Issue and shall include Retail Individual Investors, who have submitted bid for an amount not more than UPI Application Limit in any of the bidding options in the Issue (including HUFs applying through their Karta and does not include NRIs) through UPI Mechanism.
CIBIL	TransUnion CIBIL Limited
Client ID	Client identification number maintained with one of the Depositories in relation to the demat account.
Collecting Depository Participant/ CDP	A depository participant as defined under the Depositories Act, 1996, registered with SEBI and who is eligible to procure Applications in the Issue, at the Designated CDP Locations in terms of the SEBI Master Circular.
Collecting Registrar and Share Transfer Agents or CRTAs	Registrar and share transfer agents registered with SEBI and eligible to procure Applications, at the Designated RTA Locations.
Consortium Agreement	Consortium Agreement to be entered into amongst the Company, Lead Managers and Consortium Members as specified in the relevant Tranche Prospectus for each Tranche Issue.
Consortium Member(s)/	As specified in the relevant Tranche Prospectus for each Tranche Issue.

Term	Description
Syndicate Member(s)	
Consortium / Members of the Consortium/ Members of Syndicate (each individually, a Member of the Consortium)	The Lead Managers and the Consortium Members
Coupon/ Interest Rate	As specified in the relevant Tranche Prospectus for each Tranche Issue.
Credit Rating Agency	CRISIL Ratings Limited and Acuite Ratings & Research Limited.
Debenture Holder(s)/ NCD Holder(s)	The holders of the NCDs whose name appears in the database of the relevant Depository and/or the register of NCD Holders (if any) maintained by our Company if required under applicable law.
Debenture Trust Deed	The trust deed to be entered between the Debenture Trustee and our Company which shall be executed in relation to the NCDs within the time limit prescribed by applicable statutory and/or regulatory requirements in favour of the Debenture Trustee for the NCD Holders, terms of which will inter alia govern the powers, authorities and obligations of the Debenture Trustee.
Debenture Trustee/ Trustee	Trustees for the NCD holders in this case being Beacon Trusteeship Limited
Debenture Trustee Agreement	Agreement dated October 31, 2023 entered into between the Debenture Trustee and the Company wherein the appointment of the Debenture Trustee to the Issue, is agreed between our Company and the Debenture Trustee.
Deemed Date of Allotment	The date on which the Board of Directors or the Issuance and Allotment Committee approves the Allotment of the NCDs for the relevant Tranche Issue or such date as may be determined by the Board of Directors/ or the Issuance and Allotment Committee thereof and notified to the Designated Stock Exchange. The actual Allotment of NCDs may take place on a date other than the Deemed Date of Allotment. All benefits relating to the NCDs including interest on NCDs shall be available to the Debenture Holders from the Deemed Date of Allotment.
Demographic Details	The demographic details of the Applicants such as their respective addresses, email, PAN, investor status, MICR Code, and bank account detail.
Depository(ies)	National Securities Depository Limited and /or Central Depository Services (India) Limited
Designated Branches	Such branches of the SCSBs which shall collect the Application Forms, a list of which is available on the website of SEBI at https://www.sebi.gov.in or at such other weblink as may be prescribed by SEBI from time to time.
Designated CDP Locations	Such locations of the CDPs where Applicants can submit the ASBA Forms, a list of which, along with names and contact details of the Collecting Depository Participants eligible to accept ASBA Forms are available on the website of the Stock Exchanges at www.nseindia.com and www.bseindia.com.
Designated Date	The date on which the Registrar to the Issue issues instructions for the transfer of funds blocked by the SCSBs from the ASBA Accounts to the Public Issue Account and/or the Refund Account, as appropriate, after finalisation of the Basis of Allotment, in terms of this Shelf Prospectus and relevant Tranche Prospectus following which the NCDs will be Allotted in the relevant Tranche Issue.
Designated Intermediaries	Collectively, members of the Consortium, Sub-Consortium/agents, Trading Members, SCSBs, Registered Brokers, CDPs and RTAs, who are authorised to collect Application Forms from the Applicants in the Issue. In relation to ASBA applicants authorising an SCSB to block the amount in the ASBA Account, Designated Intermediaries shall mean SCSBs. In relation to ASBA applicants submitted by Retail Individual Investors where the amount was blocked upon acceptance of UPI Mandate Request using the UPI Mechanism, Designated Intermediaries shall mean the CDPs, RTAs, Lead Managers, Members of the Consortium, Trading Members and Stock Exchanges where applications have been submitted through the app/web interface as provided in the UPI Mechanism Circular.
Designated RTA Locations	Such locations of the CRTAs where Applicants can submit the ASBA Forms to CRTAs, a list of which, along with names and contact details of the CRTAs eligible to accept ASBA Forms available on the websites of the Stock Exchanges at www.bseindia.com and www.nseindia.com and updated from time to time.

Term	Description
Designated Stock Exchange	The designated Stock Exchange for the Issue, being NSE.
Direct Online Application	An online interface enabling direct applications through UPI by an app based/web interface, by investors to a public issue of debt securities with an online payment facility
Draft Shelf Prospectus	The Draft Shelf Prospectus dated November 2, 2023 filed with the Stock Exchanges for receiving public comments and with SEBI, in accordance with the provisions of the Companies Act, 2013 and the SEBI NCS Regulations.
Interest Payment Date/ Coupon Payment Date	As specified in the relevant Tranche Prospectus for each Tranche Issue.
Issue	Public Issue by the Company of up to 2,00,00,000 secured, rated, listed, redeemable, Non-convertible Debentures of face value ₹ 1,000 each ("**NCDs**" or "**Debentures**"), aggregating up to ₹ 2,000 crore ("**Shelf Limit**") ("**Issue**"). The NCDs will be issued in one or more tranches (each being a "**Tranche Issue**") up to the Shelf Limit, on terms and conditions as set out in this Shelf Prospectus and relevant Tranche Prospectus. The Issue is being made pursuant to the provisions of the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, as amended (the "**SEBI NCS Regulations**"), the Companies Act, 2013 and rules made thereunder as amended (the "**Companies Act, 2013**") to the extent notified and the SEBI Master Circular, as amended from time to time.
Issue Agreement	The Issue Agreement dated November 2, 2023 entered between the Company and JM Financial Limited, IIFL Securities Limited*, Nuvama Wealth Management Limited (formerly known as Edelweiss Securities Limited) and Trust Investment Advisors Private Limited, the Lead Managers to the Issue. ** IIFL Securities Limited is deemed to be an associate of the Issuer as per the Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992, as amended (Merchant Bankers Regulations). Further, in compliance with the provisions of Regulation 21A and explanation to Regulation 21A of the Merchant Bankers Regulations, IIFL Securities Limited would be involved only in marketing of the Issue and as per Regulation 25 (3) of SEBI NCS Regulations shall not issue a due diligence certificate.*
Issue Closing Date	As specified in the relevant Tranche Prospectus for each Tranche Issue.
Issue Documents	The Draft Shelf Prospectus, this Shelf Prospectus, the relevant Tranche Prospectus, the Abridged Prospectus, the Application Form, and supplemental information, if any, read with any notices, corrigenda and addenda thereto.
Issue Opening Date	As specified in the relevant Tranche Prospectus for each Tranche Issue.
Issue Period	The period between the Issue Opening Date and the Issue Closing Date inclusive of both days, during which prospective Applicants can submit their Application Forms as provided in the respective Tranche Prospectus.
Lead Managers	JM Financial Limited, IIFL Securities Limited*, Nuvama Wealth Management Limited (formerly known as Edelweiss Securities Limited) and Trust Investment Advisors Private Limited ** IIFL Securities Limited is deemed to be an associate of the Issuer as per the Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992, as amended (Merchant Bankers Regulations). Further, in compliance with the provisions of Regulation 21A and explanation to Regulation 21A of the Merchant Bankers Regulations, IIFL Securities Limited would be involved only in marketing of the Issue and as per Regulation 25 (3) of SEBI NCS Regulations shall not issue a due diligence certificate.*
Listing Agreement	The uniform listing agreement entered into between our Company and the Stock Exchanges in connection with the listing of debt securities of our Company
Market Lot	As specified in the relevant Tranche Prospectus
Mobile App(s)	The mobile applications listed on the website of Stock Exchanges as may be updated from time to time, which may be used by RIBs to submit Bids using the UPI Mechanism
Maturity Date/ Redemption Date	As specified in the relevant Tranche Prospectus for each Tranche Issue.
NCDs/ Debentures	Secured, rated, listed, redeemable, non-convertible debentures of face value of ₹ 1,000 each, for an amount up to ₹ 2,000 crore ("**Shelf Limit**").
NCD Holders/ Debenture Holder	Any debenture holder who holds the NCDs issued pursuant to this Issue and whose name appears on the beneficial owners list provided by the Depositories.
NSE	National Stock Exchange of India Limited.
OCB or Overseas Corporate Body	A company, partnership, society or other corporate body owned directly or indirectly to the extent of at least 60% (sixty percent) by NRIs including overseas trusts, in which not less

Term	Description
	than 60% (sixty percent) of beneficial interest is irrevocably held by NRIs directly or indirectly and which was in existence on October 3, 2003 and immediately before such date had taken benefits under the general permission granted to OCBs under the FEMA. OCBs are not permitted to invest in this Issue
Offer Documents	The Draft Shelf Prospectus, this Shelf Prospectus and relevant Tranche Prospectus(es)
Public Issue Account	Account(s) opened/ to be opened with the Banker(s) to the Issue to receive monies for allotment of NCDs from the ASBA Accounts maintained with the SCSBs (including under the UPI mechanism) on the Designated Date, for each Tranche Issue.
Public Issue Account and Sponsor Bank Agreement	Agreement to be entered into amongst our Company, the Registrar to the Issue, the Public Issue Account Bank, the Refund Bank and the Sponsor Bank and the Lead Managers for the appointment of the Sponsor Bank in accordance with the UPI Mechanism Circular and for collection of the Application Amounts from ASBA Accounts under the UPI mechanism from the Applicants on the terms and conditions thereof and where applicable, refund of the amounts collected from the applicants, as specified for relevant Tranche Prospectus for each Tranche Issue.
Public Issue Account Bank	Banks which are clearing members and registered with SEBI under the Securities and Exchange Board of India (Bankers to an Issue) Regulations, 1994, with whom the Public Issue Account will be opened and as specified in the relevant Tranche Prospectus for each Tranche Issue
Record Date	The record date for payment of interest in connection with the NCDs or repayment of principal in connection therewith shall be 15 (fifteen) days prior to the date on which interest is due and payable, and/or the date of redemption or such other date under the relevant Tranche Prospectus(es) as may be determined by the Company. Provided that trading in the NCDs shall remain suspended between the aforementioned Record Date in connection with redemption of NCDs and the date of redemption or as prescribed by the Stock Exchanges, as the case may be. In case Record Date falls on a day when Stock Exchanges are having a trading holiday, the immediate subsequent trading day or a date notified by our Company to the Stock Exchanges will be deemed as the Record Date
Recovery Expense Fund	A fund created by our Company with the Designated Stock Exchange in the manner as specified by SEBI in SEBI Debenture Trustee Master Circular and regulation 11 of SEBI NCS Regulations with the Designated Stock Exchange.
Refund Account	Account to be opened with the Refund Bank from which refunds, if any, of the whole or any part of the Application Amount shall be made.
Redemption Amount	As specified in relevant Tranche Prospectus
Refund Bank	The Banker(s) to the Issue with whom the Refund Account will be opened and as specified in the relevant Tranche Prospectus.
Register of NCD holders	The register of NCD holders maintained by the Issuer/RTA in accordance with the provisions of the Companies Act, 2013 and by the Depositories in case of NCDs held in dematerialised form, and/or the register of NCD holders maintained by the Registrar
Registrar Agreement	Agreement dated October 31, 2023 entered into between the Issuer and the Registrar under the terms of which the Registrar has agreed to act as the Registrar to the Issue
Registered Brokers	Stock brokers registered with SEBI under the Securities and Exchange Board of India (Stock Brokers) Regulation, 1992 and the Stock Exchanges having nationwide terminals, other than the Members of the Syndicate and eligible to procure Applications from Applicants
Registrar to the Issue or Registrar	Link Intime India Private Limited.
Resident Individual	An individual who is a person resident in India as defined in the FEMA
Registrar and Share Transfer Agents/ RTAs	Registrar and share transfer agents registered with SEBI and eligible to procure Application in the Issue
RTA Master Circular	Securities and Exchange Board of India Master Circular for Registrars to an Issue and Share Transfer Agents' dated May 17, 2023, bearing reference number SEBI/HO/MIRSD/POD-1/P/CIR/2023/70.
Security	The principal amount of the NCDs to be issued in terms of this Shelf Prospectus together with all interest due and payable on the NCDs thereof, shall be secured by way of exclusive

Term	Description
	charge by way of hypothecation over book debts of the Company, such that a security cover of at least 1.05 times (1.05x) of the outstanding principal amounts of the NCDs and all interest due and payable thereon is maintained at all times until the Maturity Date. For further details on date of creation of security/likely date of creation of security, minimum security cover etc., please refer to the "Terms of the Issue – Security" on page 238.
Self-Certified Syndicate Banks/ SCSBs	The banks registered with SEBI, offering services in relation to ASBA, a list of which is available on the website of SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes.or at such other websites as may be prescribed by SEBI from time to time. Additionally, the banks registered with SEBI, enabled for UPI Mechanism, list of which is available on https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes or at such other web-link as may be prescribed by SEBI from time to time.
Series/ Option	As specified in the relevant Tranche Prospectus for each Tranche Issue.
Shelf Limit	The aggregate limit of the Issue, being ₹ 2,000 crore to be issued pursuant to the Draft Shelf Prospectus, this Shelf Prospectus, through one or more Tranche Issues.
Shelf Prospectus	This Shelf Prospectus dated November 23, 2023 filed by our Company with ROC, SEBI and the Stock Exchanges in accordance with the provisions of the Companies Act, 2013 and the SEBI NCS Regulations. This Shelf prospectus is valid for a period of 1 year from the date of opening of the 1st tranche issue under this Shelf Prospectus as prescribed under Section 31 of the Companies Act.
Specified Cities/ Specified Locations	Bidding centres where the Members of the Syndicate shall accept Application Forms from Applicants, a list of which is available on the website of SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=45 and updated from time to time and at such other websites as may be prescribed by SEBI from time to time.
Sponsor Bank	A Banker to the Issue, registered with SEBI, which is appointed by the Issuer to act as a conduit between the Designated Stock Exchange and NPCI in order to push the mandate collect requests and / or payment instructions of the retail individual investors into the UPI for retail individual investors applying through the app/web interface of the Stock Exchanges with a facility to block funds through UPI Mechanism for application value upto UPI Application Limit and carry out any other responsibilities in terms of the UPI Mechanism Circular and as specified in the relevant Tranche Prospectus.
Stock Exchanges/ Exchanges	NSE and BSE
Syndicate ASBA	Applications through the Syndicate or the Designated Intermediaries
Syndicate ASBA Application	ASBA Applications through the Lead Managers, Consortium Members, the Trading Members of the Stock Exchanges or the Designated Intermediaries.
Syndicate SCSB Branches	In relation to ASBA Applications submitted to a Member of the Syndicate, such branches of the SCSBs at the Syndicate ASBA Application Locations named by the SCSBs to receive deposits of the Application Forms from the members of the Syndicate, and a list of which is available on https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes or at such other website as may be prescribed by SEBI from time to time.
Syndicate Bidding Centres	Syndicate Bidding Centres established for acceptance of Application Forms
Tenor	Tenor shall mean the tenor of the NCDs as specified in the relevant Tranche Prospectus for each Tranche Issue.
Trading Members	Intermediaries registered with a lead broker or a sub-broker under the SEBI (Stock Brokers) Regulations, 1992 and/or with the Stock Exchanges under the applicable byelaws, rules, regulations, guidelines, circulars issued by Stock Exchanges from time to time and duly registered with the Stock Exchanges for collection and electronic upload of Application Forms on the electronic application platform provided by Stock Exchanges.
Tranche Issue	Issue of the NCDs pursuant to the respective Tranche Prospectus.
Tranche Prospectus(es)	The Tranche Prospectus(es) containing the details of NCDs including interest, other terms and conditions, recent developments, general information, objects, procedure for application, statement of possible tax benefits, regulatory and statutory disclosures and material contracts and documents for inspection, in respect of the relevant Tranche Issue.
Transaction Documents	Transaction documents shall mean the Draft Shelf Prospectus, this Shelf Prospectus/

Term	Description
	relevant Tranche Prospectus(es) read with any notices, corrigenda, addenda thereto, Abridged Prospectus, Application Form, Issue Agreement, Registrar Agreement, Debenture Trustee Agreement, Debenture Trust Deed, Tripartite Agreements, Consortium Agreement, Public Issue Account and Sponsor Bank Agreement. For further details please see the section titled, "*Material Contracts and Documents for Inspection*" on page 300.
Tripartite Agreements	Tripartite agreement dated June 18, 2018, among our Company, the Registrar and CDSL and tripartite agreement dated September 9, 2017 among our Company, the Registrar and NSDL.
UPI/ UPI Mechanism	Unified Payments Interface mechanism in accordance with SEBI Master Circular to block funds for application value up to UPI Application Limit submitted through intermediaries, namely the Registered Stock brokers, Consortium Members, Registrar and Transfer Agent and Depository Participants.
UPI ID	Identification created on the UPI for single-window mobile payment system developed by the National Payments Corporation of India.
UPI Application Limit	Maximum limit to utilize the UPI mechanism to block the funds for application value up to ₹ 500,000 for issues of debt securities pursuant to SEBI Master Circular or any other investment limit, as applicable and prescribed by SEBI from time to time
UPI Mandate Request/ Mandate Request	A request initiated by the Sponsor Bank on the Retail Individual Investor to authorize blocking of funds in the relevant ASBA Account through the UPI mobile app/web interface (using UPI Mechanism) equivalent to the bid amount (not exceeding UPI Application Limit) and subsequent debit of funds in case of allotment.
Wilful Defaulter(s)	Includes wilful defaulters as defined under Regulation 2(1)(lll) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 which includes a person or a company who or which is categorized as a wilful defaulter by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India and includes a company whose director or promoter is categorized as a wilful defaulter.
Working Day	Working day means all days on which commercial banks in Mumbai or Bengaluru, are open for business. In respect of announcement or bid/issue period, working day shall mean all days, excluding Saturdays, Sundays and public holidays, on which commercial banks in Mumbai or Bengaluru are open for business. Further, in respect of the time period between the bid/ issue closing date and the listing of the NCDs on the Stock Exchanges, working day shall mean all trading days of the Stock Exchanges for NCD, excluding Saturdays, Sundays and bank holidays, as specified by SEBI.

Conventional and General Terms or Abbreviations

Term/ Abbreviation	Description/Full Form
₹/ Rupees/ INR/ Indian Rupees	The lawful currency of the Republic of India
US$/ USD/ U.S. Dollars	The lawful currency of the United States of America
ACH	Automated Clearing House
AGM	Annual General Meeting
ALM	Asset Liability Management
ALM Guidelines	Guidelines for ALM system in relation to NBFCs
AMC	Asset Management Company
AS or Accounting Standards	Accounting standards as prescribed by Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014as amended from time to time
AIF	An alternative investment fund as defined in and registered with SEBI under the Securities and Exchange Board of India (Alternative Investment Funds) Regulations, 2012 as amended from time to time
ASBA	Application Supported by Blocked Amounts
AUM	Assets Under Management
Bankruptcy Code	The Insolvency and Bankruptcy Code, 2016
CAGR	Compounded annual growth rate over a specified period of time of a given value (the year-over-year growth rate)
CDSL	Central Depository Services (India) Limited

Term/ Abbreviation	Description/Full Form
CIN	Corporate Identification Number
Companies Act/ Companies Act, 2013	Companies Act, 2013 and the rules made thereunder
CPC	Code of Civil Procedure, 1908
CRAR	Capital to risk-weighted assets ratio means (Tier I Capital + Tier II Capital)/ Total Risk Weighted Assets *100
CrPC	Code of Criminal Procedure, 1973
CSR	Corporate Social Responsibility
CY	Calendar Year
Depositories Act	Depositories Act, 1996
Depository(ies)	NSDL and /or CDSL
DIN	Director Identification Number
DP/ Depository Participant	Depository Participant as defined under the Depositories Act, 1996
DRR	Debenture Redemption Reserve
EGM	Extraordinary General Meeting
EOW	Economic Offences Wing
FDI	Foreign Direct Investment
FEMA	Foreign Exchange Management Act, 1999, as amended from time to time
FII	Foreign Institutional Investor(s)
FPI	Foreign Portfolio Investor as defined and registered under the SEBI (Foreign Portfolio Investors) Regulations, 2019, as amended from time to time.
Financial Year/ Fiscal/ FY	Period of 12 months ended March 31 of that particular year
GDP	Gross Domestic Product
Government	Government of India
G-Sec	Government Securities
GST	Goods and Services Tax
HNI	High Net worth Individual
HFC	Housing Finance Company
HUF	Hindu Undivided Family
IBC	Insolvency and Bankruptcy Code, 2016
ICAI	Institute of Chartered Accountants of India
IEPF	Investor Education and Protection Fund
IFRS	International Financial Reporting Standards
Income Tax Act/ IT Act	Income Tax Act, 1961
Ind AS	Indian Accounting Standards as prescribed by Section 133 of the Companies Act, 2013 and notified by the Ind AS Rules
Ind AS Rules	Indian Accounting standards as prescribed by Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2015 as amended from time to time
India	Republic of India
IPC	Indian Penal Code, 1860
IRDAI	Insurance Regulatory and Development Authority of India
IT	Information Technology
ITR	Income Tax Returns
KYC	Know Your Customer
LEI	Legal Entity Identifier
LLP	Limited Liability Partnership
LLP Act	Limited Liability Partnership Act, 2008
MACT	Motor Accidents Claims Tribunal
MCA	Ministry of Corporate Affairs, Government of India
MICR	Magnetic Ink Character Recognition
MLD	Market Linked Debentures
Mutual Funds	A mutual fund registered with SEBI under the SEBI (Mutual Funds) Regulations, 1996
NACH	National Automated Clearing House
NAV	Net Asset Value
NBFC	Non-Banking Financial Company, as defined under Section 45-IA of the RBI Act
NEFT	National Electronic Fund Transfer
NRI	Non-resident Indian

Term/ Abbreviation	Description/Full Form
NSDL	National Securities Depository Limited
p.a.	Per annum
PAN	Permanent Account Number
PAR	Portfolio at Risk
PAT	Profit After Tax
PMLA	Prevention of Money Laundering Act, 2002
PP MLD	Principal Protected Market Linked Debentures
RBI	Reserve Bank of India
RBI Act	Reserve Bank of India Act, 1934
RBI Master Directions	Master Direction – Non-Banking Financial Company – Systemically Important Non-Deposit taking and Deposit taking Company (Reserve Bank) Directions, 2016 dated September 1, 2016
RERA	Real Estate Regulatory Authority
RERAD Act	Real Estate Regulation and Development Act, 2016
RTGS	Real Time Gross Settlement
SARFAESI Act	Securitisation and Reconstruction of Financial Assets and Enforcement of Securities Interest Act, 2002
SCRA	Securities Contracts Regulation Act, 1956, as amended
SCRR	Securities Contracts (Regulation) Rules, 1957, as amended
SEBI	Securities and Exchange Board of India
SEBI Act	Securities and Exchange Board of India Act, 1992, as amended
SEBI AIF Regulations	Securities and Exchange Board of India (Alternative Investment Funds) Regulations, 2012, as amended
SEBI Debenture Trustee Master Circular	SEBI circular with reference number SEBI/HO/DDHS-PoD1/P/CIR/2023/109 dated March 31, 2023 as may be amended from time to time.
SEBI ICDR Regulations	Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time
SEBI Listing Regulations/ SEBI LODR Regulations	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended
SEBI Merchant Banker Regulations	Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992 as amended
SEBI NCS Regulations	Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, as amended and circulars issued thereunder
SEBI Master Circular	SEBI circular no. SEBI/HO/DDHS/PoD1/CIR/2023/119 dated August 10, 2021, as amended
SFBs	Small Finance Banks
TDS	Tax Deducted at Source
Trademarks Act	Indian Trademarks Act, 1999

Technical and Industry Related Terms

Term/Abbreviation	Description/Full Form
FCNR	Foreign Currency Non-Resident.
IFC	Infrastructure Finance Company.
IRDA	Insurance Regulatory and Development Authority.
ISO	International Organization for Standardization.
LIC	Life Insurance Corporation of India
Hybrid Debt	A capital instrument, which possesses certain characteristics of equity as well as debt
LTV	Ratio of loan to the collateral value
MICR	Magnetic Ink Character Recognition.
MFI	Microfinance institutions
Crisil MOSPI	Crisil Ministry of Statistics and Programme Implementation (MOSPI)
NPA	Non-Performing Assets
NBFC-BL/ NBFC – Base Layer	Non-deposit taking NBFCs below the asset size of ₹ 1,000 crore and (b) NBFCs undertaking the following activities- (i) NBFC-Peer to Peer Lending Platform (NBFC-P2P), (ii) NBFC-Account Aggregator (NBFC-AA), (iii) Non-Operative Financial Holding Company (NOFHC) and (iv) NBFCs not availing public funds and not having any customer

Term/Abbreviation	Description/Full Form
	interface
NBFC-D	NBFC registered as a deposit accepting NBFC
NBFC-MFI	An NBFC-MFI is defined as a non-deposit taking NBFC which extends loans to Micro Finance Sector
NBFC-ND	NBFC registered as a non-deposit accepting NBFC
NBFC-ND-SI (NBFC-ML/ NBFC – Middle Layer)	(a) all deposit taking NBFCs (NBFC-Ds), irrespective of asset size, (b) non-deposit taking NBFCs with asset size of ₹1,000 crore and above and (c) NBFCs undertaking the following activities (i) Standalone Primary Dealers (SPDs), (ii) Infrastructure Debt Fund – Non-Banking Financial Companies (IDF-NBFCs), (iii) Core Investment Companies (CICs), (iv) Housing Finance Companies (HFCs) and (v) Infrastructure Finance Companies (NBFC-IFC)
NBFC- TL / NBFC- Top Layer	NBFC-UL which in the opinion of RBI has substantial increase in the potential systemic risk
NBFC-UL / NBFC-Upper Layer	NBFCs which are specifically identified by RBI as warranting enhanced regulatory requirement based on a set of parameters and scoring methodology as provided in SBR Framework
Owned Funds	Paid-up equity capital, preference shares which are compulsorily convertible into equity, free reserves, balance in share premium account; capital reserve representing surplus arising out of sale proceeds of asset, excluding reserves created by revaluation of assets; less accumulated loss balance, book value of intangible assets and deferred revenue expenditure, if any
Prudential Norms	Prudential norms as provided under Master Direction – Non-Banking Financial Company – Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016
MSME	Micro, Small and Medium Enterprises
RBI	Reserve Bank of India.
Tier I Capital	Tier I capital means owned fund as reduced by investment in shares of other non-banking financial companies and in shares, debentures, bonds, outstanding loans and advances including hire purchase and lease finance made to and deposits with subsidiaries and companies in the same group exceeding, in aggregate, ten per cent of the owned fund; and perpetual debt instruments issued by a non-deposit taking nonbanking financial company in each year to the extent it does not exceed 15% of the aggregate Tier I Capital of such company as on March 31 of the previous accounting year
Tier II Capital	Tier II capital includes the following: (a) preference shares other than those which are compulsorily convertible into equity; (b) revaluation reserves at discounted rate of fifty five percent; (c) General Provisions (including that for Standard Assets) and loss reserves to the extent these are not attributable to actual diminution in value or identifiable potential loss in any specific asset and are available to meet unexpected losses, to the extent of one and one fourth percent of risk weighted assets; (d) hybrid debt capital instruments; (e) subordinated debt; perpetual debt instruments issued by a non-deposit taking non-banking financial company which is in excess of what qualifies for Tier I Capital to the extent the aggregate does not exceed Tier I Capital
UTI	Unit Trust of India.
WCDL	Working Capital Demand Loan.
XIRR	Internal rate of return for irregular cash flows.
Yield	Ratio of interest income to the daily average of interest earning assets.

Notwithstanding the foregoing, the terms defined as part of "General Information", "Risk Factors" "Industry Overview", "Regulations and Policies", "Statement of Possible Tax Benefits", "Summary of Key Provisions of Articles of Association", "Financial Information" and "Other Regulatory and Statutory Disclosures" on pages 49, 18, 83, 139, 70, 290, 149 and 200, respectively shall have the meaning ascribed to them as part of the aforementioned sections. Terms not defined as part of the sections "Our Business", "Risk Factors", "Industry Overview" and "Regulations and Policies", on pages 99, 18, 83 and 139, respectively, shall have the meaning ascribed to them hereunder.

CERTAIN CONVENTIONS, USE OF FINANCIAL, INDUSTRY AND MARKET DATA AND CURRENCY OF PRESENTATION

Certain Conventions

In this Shelf Prospectus, unless otherwise specified or the context otherwise indicates or implies the terms, all references to "we", "us", "our" are to IIFL Samasta Finance Limited, and references to "you", "offeree", "purchaser", "subscriber", "recipient", "investors" and "potential investor" are to the prospective investors in this Issue. Unless stated otherwise, all references to page numbers in this Shelf Prospectus are to the page numbers of this Shelf Prospectus.

All references in this Shelf Prospectus to "India" are to the Republic of India and its territories and possessions. All references to the "Government", "Central Government" or "State Government" are to Government of India, Central or State, as applicable.

Presentation of Financial Information

Our Company's financial year commences on April 1 of the immediately preceding calendar year and ends on March 31 of that particular calendar year, so all references to a particular financial year or fiscal are to the 12-month period commencing on April 1 of the immediately preceding calendar year and ending on March 31 of that particular calendar year. Unless the context requires otherwise, all references to a year in this Shelf Prospectus are to a calendar year and references to a Fiscal/Fiscal Year are to the year ended on March 31 of that calendar year.

For the purposes of disclosure in this Shelf Prospectus, we have prepared and presented the Audited Financial Statements for the financial years ended March 31, 2023, and March 31, 2022 prepared in accordance with Ind AS and audited by our Statutory Auditor, Brahmayya & Co., Chartered Accountants.

Further, for the purposes of disclosures in this Shelf Prospectus, we have prepared and presented the Audited Financial Statements for the financial year ended March 31, 2021 prepared in accordance with Ind AS and audited by our erstwhile statutory auditor, M/s. V. Sankar Aiyar & Co., Chartered Accountants.

Further, for the purposes of disclosure in this Shelf Prospectus, we have prepared and presented our Unaudited Financial Results prepared in accordance with the SEBI Listing Regulations which are reviewed by our Statutory Auditor Brahmayya & Co., Chartered Accountants. Further, Unaudited Financial Results is not indicative of full year results and are not comparable with annual financial statements.

Unless stated otherwise or unless the context requires otherwise, the financial data as at and for the year ended March 31, 2023, March 31, 2022 and March 31, 2021 used in this Shelf Prospectus is derived from our Audited Financial Statements. Additionally, unless stated otherwise or unless the context requires otherwise, the financial data as at and for the quarter and half year ended September 30, 2023 and used in this Shelf Prospectus, is derived from the Unaudited Financial Results.

Currency and Unit of Presentation

In this Shelf Prospectus, all references to 'Rupees'/'₹'/'INR'/ 'Rs.' are to Indian Rupees, the official currency of the Republic of India. Except where stated otherwise in this Shelf Prospectus, all figures have been expressed in 'in crores'. References, if any, to 'million/million/mn' refer to one million, which is equivalent to 'ten lakh' or 'ten lacs', the word 'lakh/lacs/lac' means 'one hundred thousand' and 'crore' means 'ten million' and 'billion/bn./billions' means 'one hundred crore'.

Certain figures contained in this Shelf Prospectus, including financial information, have been subject to rounding adjustments. Unless set out otherwise, all figures in decimals, including percentage figures, have been rounded off to one decimal point. In certain instances, (i) the sum or percentage change of such numbers may not conform exactly to the total figure given; and (ii) the sum of the numbers in a column or row in certain tables may not conform exactly to the total figure given for that column or row. Further, any figures sourced from third party industry sources may be rounded off to other than one decimal point to conform to their respective sources.

Industry and Market Data

Any industry and market data used in this Shelf Prospectus consists of estimates based on data reports compiled by Government bodies, professional organizations and analysts, data from other external sources including *CRISIL Market*

Intelligence & Analytics (CRISIL MI&A) – NBFC Industry Report released in Mumbai in August 2023, available in the public domain and knowledge of the markets in which we compete. These publications generally state that the information contained therein has been obtained from publicly available documents from various sources believed to be reliable. The data used in these sources may have been reclassified by us for purposes of presentation. Data from these sources may also not be comparable. The extent to which the industry and market data presented in this Shelf Prospectus is meaningful depends on the reader's familiarity with and understanding of the methodologies used in compiling such data. There are no standard data gathering methodologies in the industry in which we conduct our business and methodologies and assumptions may vary widely among different market and industry sources.

General Risk

Investment in NCDs is risky, and investors should not invest any funds in NCDs unless they can afford to take the risk attached to such investments. Investors are advised to take an informed decision and to read the risk factors carefully before investing in this offering. For taking an investment decision, investors must rely on their examination of the issue including the risks involved in it.

Specific attention of investors is invited to statement of risk factors contained under section "*Risk Factors*" on page 18. These risks are not, and are not intended to be, a complete list of all risks and considerations relevant to the NCDs or Investor's decision to purchase such securities.

Exchange Rates

The exchange rates for INR (₹) vis-à-vis of USD, as of September 30, 2023, March 31, 2023, March 31, 2022 and March 31, 2021, are provided below:

Currency	September 30, 2023	March 31, 2023	March 31, 2022	March 31, 2021
1 USD	83.06	82.22	75.81	73.50

Source: https://www.fbil.org.in/#/home and https://www.rbi.org.in/scripts/ReferenceRateArchive.aspx

The above exchange rates are for the purpose of information only and may not represent the rates used by the Company for purpose of preparation or presentation of its financial statements. The rates presented are not a guarantee that any person could have on the relevant date converted any amounts at such rates or at all.

FORWARD LOOKING STATEMENTS

Certain statements contained in this Shelf Prospectus that are not statements of historical fact constitute "forward-looking statements". Investors can generally identify forward-looking statements by terminology such as "aim", "anticipate", "believe", "continue", "could", "estimate", "expect", "intend", "may", "objective", "plan", "potential", "project", "pursue", "shall", "seek", "should", "will", "would", or other words or phrases of similar import. Similarly, statements that describe our strategies, objectives, plans or goals are also forward-looking statements. All statements regarding our expected financial conditions, results of operations, business plans and prospects are forward-looking statements. These forward-looking statements include statements as to our business strategy, revenue and profitability, new business and other matters discussed in this Shelf Prospectus that are not historical facts. All forward-looking statements are subject to risks, uncertainties and assumptions about us that could cause actual results to differ materially from those contemplated by the relevant forward-looking statement. Important factors that could cause actual results, including our financial conditions and results of operations to differ from our expectations include, but are not limited to, the following:

- Any increase in the levels of non-performing assets ("**NPA**") on our loan portfolio, for any reason; whatsoever, would adversely affect our business and results of operations.

- Certain conditions and restrictions in terms of our financing arrangements, could restrict our ability to conduct our business and operations in the manner we desire;

- Volatility in interest rates could have a material adverse effect on our net interest income, net interest margin and our financial performance;

- Downgrade of our credit ratings may increase our borrowing costs and constrain our access to capital and debt markets and, as a result, may adversely affect our net interest margin and our results of operations;

- Non-payment or default owing to the profile of borrowers in the microfinance industry, whom we service, may lead to increased levels of non-performing assets, related provisions and write-offs that may adversely affect our business, results of operations, cash flows and financial condition.

- Any disruption in our sources of funding;

- We may not be able to sustain or manage our growth or execute our growth strategy for microfinance loans effectively. If we fail to increase our operational efficiency, we may have higher operating costs and lower profitability and cash flows or operate our business effectively.

- We are involved in certain legal and other proceedings which, if determined against us, could have a material adverse impact on our financial condition;

- Occurrence of natural calamities, pandemics, or natural disasters affecting the areas in which our Company has operations.

For further discussion of factors that could cause our actual results to differ, see "*Risk Factors*" on page 18.

All forward-looking statements are subject to risks, uncertainties and assumptions about our Company that could cause actual results and valuations to differ materially from those contemplated by the relevant statement. Additional factors that could cause actual results, performance or achievements to differ materially include, but are not limited to, those discussed under the sections titled "*Industry Overview*", "*Our Business*" and "*Legal and Other Information*" on pages 83, 99 and 187, respectively. The forward-looking statements contained in this Shelf Prospectus are based on the beliefs of management, as well as the assumptions made by and information currently available to management. Although our Company believes that the expectations reflected in such forward-looking statements are reasonable at this time, it cannot assure investors that such expectations will prove to be correct or will hold good at all times. Given these uncertainties, investors are cautioned not to place undue reliance on such forward-looking statements. If any of these risks and uncertainties materialise, or if any of our Company's underlying assumptions prove to be incorrect, our Company's actual results of operations or financial condition could differ materially from that described herein as anticipated, believed, estimated or expected. All subsequent forward-looking statements attributable to our Company are expressly qualified in their entirety by reference to these cautionary statements.

Neither our Company, its Directors, its KMPs and officers, or the Lead Managers, nor any of their respective affiliates or associates have any obligation to update or otherwise revise any statements reflecting circumstances arising after the date hereof or to reflect the occurrence of underlying events, even if the underlying assumptions do not come to fruition. In accordance with SEBI NCS Regulations, our Company and the Lead Managers will ensure that investors in India are informed of material developments until the time of the grant of listing and trading permission by the Stock Exchanges.

By their nature, certain market risk disclosures are only estimate(s) and could be materially different from what actually occurs in the future. As a result, actual future gains or losses could materially differ from those that have been estimated. Neither our Company, nor the Lead Managers or its respective Directors and officers, nor any of its respective affiliates have any obligation to update or otherwise revise any statements reflecting circumstances arising after the date hereof or to reflect the occurrence of underlying events, even if the underlying assumptions do not come to fruition. In accordance with SEBI NCS Regulations, our Company and the Lead Managers will ensure that investors are informed of material developments between the date of filing this Shelf Prospectus with ROC and the date of receipt of listing and trading permission from the Stock Exchanges for the NCDs issued pursuant to relevant Tranche Issue.

SECTION II – RISK FACTORS

An investment in NCDs involves a certain degree of risk. You should carefully consider all the information contained in this Shelf Prospectus, including the chapters "Our Business" and "Financial Statements" on pages 99 and 149, respectively, before making an investment decision. The risk factors set forth below do not purport to be complete or comprehensive in terms of all the risk factors that may arise in connection with our business or any decision to purchase, own or dispose of the NCDs. Additional risks and uncertainties, which are currently unknown or now deemed immaterial, if materialises, may in the future have a material adverse effect on our business, financial condition and results of operations and cash flows. The market prices of the NCDs could decline due to such risks and you may lose all or part of your investment.

If any one of the following stated risks or other risks that are not currently known or are now deemed immaterial actually occurs, the Company's business, financial conditions and results of operations and cash flows could suffer and, therefore, the trading price of the Company's NCDs could decline and/or the Company's ability to meet its obligations in respect of the NCDs could be affected and you may lose all or part of your interest and/or redemption amounts. More than one risk factor may have simultaneous affect with regard to the NCDs such that the effect of a particular risk factor may not be predictable. In addition, more than one risk factor may have a compounding effect which may not be predictable. No prediction can be made as to the effect that any combination of risk factors may have on the value of the NCDs and/or the Company's ability to meet its obligations in respect of the NCDs.

The financial and other related implications of the risks described in this section, have been disclosed to the extent quantifiable as on the date of this Shelf Prospectus. This Shelf Prospectus also contains forward-looking statements that involve risks and uncertainties. Our results could differ materially from those anticipated in these forward-looking statements as a result of certain factors, including events described below and elsewhere in the Draft Shelf Prospectus.

This Shelf Prospectus contains forward looking statements that involve risk and uncertainties. Our Company's actual results could differ materially from those anticipated in these forward looking statements as a result of several factors, including the considerations described below and elsewhere in this Shelf Prospectus. Certain information in this section includes extracts from – NBFC Industry Report released in Mumbai in August 2023 by CRISIL Market Intelligence & Analytics (CRISIL MI&A). Neither our Company, the Lead Managers, the Debenture Trustee, nor any other person connected with the Issue has independently verified such industry and third-party information. For more information, please see "Industry Overview" on page 83.

Unless specified or quantified in the relevant risk factors below, we are not in a position to quantify the financial or other implication of any of the risks described in this section.

Unless otherwise stated or unless context requires otherwise, the financial information used in this section is derived from and should be read in conjunction with the Audited Financial Statements and the Unaudited Financial Results as included in this Shelf Prospectus. For further details on the financial information used in this section, please refer to "Presentation of Financial Information" under chapter "Certain Conventions, Use of Financial, Industry and Market Data and Currency of Presentation." on page 14.

In this section any reference to "Company", "we" or "us" or "Our" refers to IIFL Samasta Finance Limited.

INTERNAL RISK FACTORS

Risks Relating to our Business.

1. We deal with higher risk clients and provide unsecured loans. Hence our business is exposed to risk of NPAs.

Out of the total loans and advances by our Company, we had ₹ 889.42 crore as secured loans and ₹ 11,306.52 crore as unsecured loans which constituted 7.29% and 92.71%, respectively, of the total loans, as on September 30, 2023. The majority of our loans are unsecured and are of the high risk category. If we are unable to control the level of non-performing loans ("**NPAs**") in the future, or if our prudential reserves are insufficient to cover future default losses of our borrowers, our financial condition and results of operations may be materially and adversely affected.

As on September 30, 2023 our net NPAs stood at ₹ 47.26 crore and gross NPA were at ₹ 174.91 crore, which amounts to 0.57 % and 2.11 %, respectively, as a percentage of our gross loan book. As the majority of our loans are unsecured and are given to high risk category customers. There is an uncertainty on the customers' ability to fulfil their loan obligations, as many MFI borrowers are from informal segment of the society or proper income proof verification.

Accordingly, it can be difficult to assess the default credit risk. Such non-performing or low credit quality loans can negatively impact our results of operations. Therefore, we have various procedures and process controls in place to mitigate the credit default risk of our customers. All group lending loans are provided under the Grameen Model and based on the joint liability of the group. Nevertheless, we cannot assure you that we will be able to effectively control and reduce the level of the impaired loans in our total loan portfolio. The amount of our reported NPAs may increase in the future as a result of growth in our total loan portfolio, and also due to factors beyond our control, such excessive debt taken by our customers that we are unaware of.

If we are unable to manage our NPAs or adequately recover our loans, our results of operations will be adversely affected. Our current loan loss reserves may not be adequate to cover an increase in the amount of NPAs or any future deterioration in the overall credit quality of our total loan portfolio. As a result, if the quality of our total loan portfolio deteriorates, we may be required to increase our loan loss reserves, which will adversely affect our financial condition and results of operations. Our customers/borrowers are from informal segment and are from low-income group as a result might they are vulnerable to economic conditions worsening or growth rates decelerating in India, or if there are natural disasters such as floods and droughts in areas where our customers live. Moreover, there is no precise method for predicting credit losses from the loans, and we cannot assure you that our monitoring and risk management procedures will effectively predict such losses or that loan loss reserves will be sufficient to cover actual losses. If we are unable to control or reduce the level of our NPAs or poor credit quality loans, our financial condition and results of our operations could be materially and adversely affected. Further, we believe that our interests are perfected and legally enforceable, they might not be deemed as such in an Indian court.

2. ***Microfinance loans are unsecured and are susceptible to various operational and credit risks which may result in increased levels of NPAs, thereby adversely affecting our business, results of operation, cash flows and financial condition***.

Our micro-finance loans constitute 84.9% of our Gross AUM and 87.9% of our total income. Micro-finance loans are collateral-free loans, irrespective of end use and mode of application/ processing/ disbursal (either through physical or digital channels), provided to low-income households, i.e., households having annual income up to ₹3,00,000, as per the Master Direction – Reserve Bank of India (Regulatory Framework for Microfinance Loans) Directions, 2022 dated March 14, 2022. Further all our micro-finance loans are collateral-free in nature and are not be linked with a lien on the deposit account of the borrowers. Our customers typically have limited sources of income, savings and credit histories and as a result, are usually adversely affected by declining economic conditions.

Further, our JLG Customers do not provide any collateral or security for their borrowings as RBI, as per the new microfinance regulations, has mandated that microfinance loans should be collateral free to be eligible for classification as "Qualifying Assets". Such customers generally do not have a high level of financial resilience, and, as a result, they can be adversely affected by declining economic conditions and natural calamities such as floods or droughts. Furthermore, as there is typically limited financial information available about our focus customer segment and many of our customers do not have any credit history supported by tax returns, bank or credit card statements, statements of loan exposures from players operating in the unorganized segments or other related documents, it is difficult to consistently carry out credit risk analyses on our customers.

Further, we rely primarily on non-traditional guarantee mechanisms rather than any tangible assets such as collateral. Our loans typically involve a joint liability mechanism whereby borrowers form an informal joint liability group ("JLG") (typically comprising between five to ten members) and provide joint and several guarantees for loans obtained by each member of the group. There can however be no assurance that such joint liability arrangements will ensure repayment by the other members of the JLG in the event of default by any one of them. Such joint liability arrangements are likely to fail if there is no meaningful personal relationship or bond among members of such group, if inadequate risk management procedures have been employed to verify the group members and their ability to repay such loans, or as a result of adverse external factors such as natural calamities or forced migration. Further, while we have our own due diligence and credit analysis procedures, there can be no assurance that we will be able to ensure low delinquency rates. As a result, our customers potentially present a higher risk of loss in case of a credit default compared to that of borrowers in other asset-backed financing products.

Due to the underlying profile of our customers, we may, in the future, experience increased levels of non- performing assets and related provisions and write-offs, which would materially and adversely impact our business and results of operations. We cannot assure you that our risk management policies will continue to be sufficient or that additional risk management policies for individual borrowers will not be required. Failure to maintain sufficient credit assessment and risk management policies could adversely affect our credit portfolio, which could have a material and adverse effect on our business, results of operations, cash flows and financial condition.

3. ***Loans due within two years' account for almost all of our interest income, and a significant reduction in short term loans may result in a corresponding decrease in our interest income.***

The weighted average maturity of our loans as on September 30, 2023 was 19.48 months with average ticket size of ₹ 45,901. All of our loans matures within approximately two years of disbursement. The relatively short- term maturity of our loans means that our long-term interest income stream is less certain than if a portion of our loans were for a longer term. In addition, our customers may not obtain new loans from us upon maturity of their existing loans, particularly if there is an increase in competition or increase in interest rates. The potential instability of our interest income could materially and adversely affect our results of operations and financial position. Further, the weighted average maturity period of our borrowings as on September 30, 2023 stood at 16.67 months. Therefore, there is gap in relation of assets and maturity of our borrowings. Please refer to Section titled "*Other Regulatory And Statutory Disclosures - Residual Maturity Profile of Assets and Liabilities as on March 31, 2023*" on page 228.

4. ***While we have presence in over 21 states and one union territory, our operations are majorly concentrated in Tamil Nadu, Bihar, Karnataka, Rajasthan and Uttar Pradesh. Any adverse developments in these states could have an adverse effect on our business, results of operations, financial condition and cash flows***.

We have presence in 21 states and one union territory and as of September 30, 2023, we conducted our operations through 1,485 branches in India, of which 222 branches were located in Tamil Nadu, 205 branches were located in Bihar, 179 branches were located in Karnataka, 147 branches were located in Rajasthan and 139 branches were located in Uttar Pradesh. As of September 30, 2023, 21.92% of our Gross AUM originated in Bihar, 16.63% of our Gross AUM originated in Tamil Nadu, 12.58% of our Gross AUM originated in Karnataka, 9.02% of our Gross AUM originated in West Bengal and 8.66% of our Gross AUM originated in Rajasthan. In the event of a regional slowdown in the economic activity in these states or any other developments including health epidemics, political unrest, disruption or sustained economic downturn that make our products in these states less beneficial, we may experience an adverse impact on our financial condition, cash flows and results of operations, which are largely dependent on the performance and other prevailing conditions affecting the economies of these states. The market for our products or general business conditions in these states may perform differently from, and be subject to, market and regulatory developments that are different from the requirements in other states of India. There can be no assurance that the demand for our products will grow or will not decrease in the future in these states.

Further we are exposed to certain political, regulatory and concentration of risks and therefore, plan to expand into newer geographic locations. Due to the nature of operations, we are exposed to political, regulatory and concentration risks. We believe a mitigation to this is to expand our geographical reach and we are consequently expanding operations in different geographies.

If we are not effectively able to manage such operations and expansion, we may lose money invested in such expansion, which could adversely affect our business and results of operations.

5. ***An increase in our portfolio of non-performing assets and/ or our provisions may materially and adversely affect our business and results of operations***.

Our management of credit risk involves having appropriate credit policies, underwriting standards, approval processes, loan portfolio monitoring, collection and remedial management, provisioning policies and an overall architecture for managing credit risk. If the credit quality of our customers, the growth of our loan portfolio or our provisioning levels deteriorate, it could have an adverse effect on our business, results of operations, cash flows and financial condition. Further, our credit monitoring and risk management policies and procedures may not be accurate, properly designed, or appropriately implemented or complied with by our customers, and we could suffer material credit losses. In addition, even if our policies and procedures are accurate and appropriate, we may not be able to anticipate future economic or financial developments or downturns, which could lead to an increase in our NPAs.

We recognise impairment of financial instruments on our statement of profit and loss based on ECL (Expected Credit Loss) methodology in accordance with Ind AS (for further details of our provisioning policies, see "*Financial Information*" on page 149). In addition to the required provision under our ECL model, we also consider our management overlay and macroeconomic factors as applicable for loan losses and risks inherent in the loan portfolio when deciding on the appropriate level of impairment allowance, which are recognized under impairment on financial instruments. The determination of an appropriate level of loan losses and provisions involves a degree of subjectivity and requires that we make estimates of current credit risks, all of which may be subject to material changes. Any incorrect estimation of risks may result in our provisions not being adequate to cover any further increase in the

amount of NPAs or any further deterioration in our NPA portfolio.

The following table sets forth the classification of our gross loan portfolio as of Financial Years ending 2023, 2022 and 2021.

(₹ in crore)

Asset Classification			
	2023	**2022**	**2021**
Loans outstanding (Gross) (A)*			
Stage 1	7,593.73	5,230.65	3,885.06
Stage 2	235.46	364.62	156.94
Stage 3	169.35	177.45	74.78
Loans outstanding (Gross)	**7,998.53**	**5,772.72**	**4,116.78**
Impairment loss allowance (B)			
Stage 1	141.57	108.86	74.06
Stage 2	10.61	15.81	6.60
Stage 3	105.04	130.13	74.78
Total Impairment loss allowance	**257.22**	**254.80**	**155.44**
Loans outstanding (Net) (C = A – B)			
Stage 1	7,452.16	5,121.79	3,811.00
Stage 2	224.85	348.81	150.34
Stage 3	64.31	47.32	0.0
Loans outstanding (Net)	**7,741.31**	**5,517.92**	**3,961.33**
Gross Stage 3 (%) $ (1)	2.12%	3.07%	1.82%
Net Stage 3 (%) # (2)	0.83%	0.86%	0.00%

Notes:

According to Ind AS 109, Stage 1 includes loans for which the credit risk at the reporting date is in line with the credit risk at the initial recognition (i.e., disbursement date). Stage 2 includes loans for which the credit risk at reporting date is significantly higher than at the risk at the initial recognition (Significant Increase in Credit Risk i.e., SICR). Stage 3 includes default loans; a loan is considered default at the earlier of (i) the Company considers that the obligor is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realizing collateral (if held); or (ii) the obligor is past due more than 60 / 90 days on any material credit obligation to the Company.

**Represents Gross Carrying Value*

$ Stage 3 loan outstanding (Gross) / Total loan outstanding (Gross)

 # Stage 3 loan outstanding (Net) / Total loan outstanding (Net)

(1)Gross Stage 3 (%) represents Gross Stage 3 loans outstanding (as defined above) as a percentage of the total portfolio loans outstanding (gross) as of the last day of the relevant period.

(2)Net Stage 3 (%) represents Net Stage 3 loans outstanding (as defined above) as a percentage of total portfolio loans outstanding (net) as of the last day of the relevant period.

Note: Loans include group lending loans and individual loans.

The following table sets forth the classification of our gross loan portfolio as of six months ending September 30, 2023.

(₹ in crore

Asset Classification	
	Six months ended on September 30, 2023
Loans outstanding (Gross) (A)*	
Stage 1	8,023.91
Stage 2	77.11
Stage 3	174.91
Loans outstanding (Gross)	8,275.93
Impairment loss allowance (B)	
Stage 1	128.89
Stage 2	3.64
Stage 3	127.65
Total Impairment loss allowance	260.18
Loans outstanding (Net) (C = A – B)	
Stage 1	7,895.02
Stage 2	73.47
Stage 3	47.26
Loans outstanding (Net)	8,015.75

Asset Classification	
	Six months ended on September 30, 2023
Gross Stage 3 (%) $ (1)	2.11%
Net Stage 3 (%) # (2)	0.59%

Notes:

According to Ind AS 109, Stage 1 includes loans for which the credit risk at the reporting date is in line with the credit risk at the initial recognition (i.e., disbursement date). Stage 2 includes loans for which the credit risk at reporting date is significantly higher than at the risk at the initial recognition (Significant Increase in Credit Risk i.e., SICR). Stage 3 includes default loans; a loan is considered default at the earlier of (i) the Company considers that the obligor is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realizing collateral (if held); or (ii) the obligor is past due more than 60 / 90 days on any material credit obligation to the Company.

**Represents Gross Carrying Value*

$ Stage 3 loan outstanding (Gross) / Total loan outstanding (Gross)

 # Stage 3 loan outstanding (Net) / Total loan outstanding (Net)

(1)Gross Stage 3 (%) represents Gross Stage 3 loans outstanding (as defined above) as a percentage of the total portfolio loans outstanding (gross) as of the last day of the relevant period.

(2)Net Stage 3 (%) represents Net Stage 3 loans outstanding (as defined above) as a percentage of total portfolio loans outstanding (net) as of the last day of the relevant period.

Note: Loans include group lending loans and individual loans.

A number of factors outside of our control affect our ability to limit and reduce NPAs. These factors include developments in the Indian and global economy, domestic or global turmoil, competition, changes in customer behavior and demographic patterns, various central and state government decisions (including farm loan waivers or any), changes in interest rates and exchange rates and changes in regulations, including with respect to regulations requiring us to lend to certain sectors identified by RBI, or the Government of India. These factors, coupled with other factors such as volatility in commodity markets, decrease in agriculture productivity and decline in business and consumer confidence, could impact our customers and in turn impact their ability to fulfil their obligations under the loans we extended to them. In addition, the expansion of our business may cause our NPAs to increase and the overall quality of our loan portfolio to deteriorate. If our NPAs increase, we will be required to increase our provisions, which would result in our net profit being less than it otherwise would be and could materially adversely affect our financial condition, cash flows and results of operations. Our Gross Stage 3 to Total Assets had increased to 3.07% in March 31, 2022 from 1.82% as on March 31, 2021 due to Covid-19 related impact. Our Gross Stage 3 Assets to Total Assets were at 2.12% and 2.11% as on March 31, 2023 and as on September 30, 2023, respectively.

6. ***The past performance and growth of our business is not indicative of our future performance and growth. If we are unable to manage our growth effectively, our financial, accounting, administrative, operational and technology infrastructure, as well as our business and reputation could be adversely affected.***

Our business has experienced organic growth over the past few years. Our network of branches in India has expanded from 807 branches servicing 17.52 lakh customers as of March 31, 2022 to 1267 branches servicing approximately 23.54 lakh customers, as of March 31, 2023 and 1,485 branches servicing approximately 27.20 lakh customers, as of September 30, 2023.

As part of our growth strategy, we expect the contiguous expansion of our geographic footprint and network of branches to continue, which may further constrain our capital and human resources, and make asset quality management increasingly important. As we move to newer geographies, we may not be able to maintain the level of our NPAs or the quality of our portfolio. We will need to continue to enhance and improve our financial, accounting, information technology, administrative/ risk management and operational infrastructure and internal capabilities in order to manage the future growth of our business effectively. For example, our current BR.Net and Perdix banking application software is a centralized core banking solution that has been licensed from an information technology company. There can be no assurance that the network infrastructure required for communication with the centralized system can be expanded in scale to meet any increase in the volume of our transactions. We may also not be able to implement the necessary improvements in a timely manner, or at all, and we may encounter deficiencies in existing systems and controls. Further, we may be unable to develop adequate infrastructure or devote sufficient financial resources or develop and attract talent to manage our growth.

If we are unable to manage our future expansion successfully, our ability to provide products and services to our customers would be adversely affected, and, as a result, our reputation could be damaged, and our business and results of operations could be materially and adversely impacted.

Notwithstanding the expansion of our business and customer base, there is no guarantee that we will be able to

effectively manage or continue the rate of growth and financial performance. Our disbursements across our financing products for the six months ended September 30, 2023 and financial years ended March 31, 2023 and 2022 were ₹ 5,566.19 crore, ₹ 10,213.77 crore and ₹ 5,710.24 crore respectively. Our net interest incomes for the six months ended September 30, 2023 and the financial years ended March 31, 2023 and 2022 were ₹ 857.46 crore, ₹ 1,159.25 crore and ₹ 617.69 crore, respectively. Our profit after tax for the six months ended September 30, 2023 and financial years ended March 31, 2023, 2022 and 2021 were ₹ 232.97 crore, ₹ 128.18 crore, ₹ 50.60 crore and ₹ 66.62 crore respectively. Our net worth (calculated basis the definition provided under section 2(57) of Companies Act, 2013) as of March 31, 2023, was ₹ 1,272.86 crore. However, our past growth is not indicative of our future performance or potential growth.

We have reported 62.75% growth in our Gross AUM from ₹ 6,483.84 crore as of March 31, 2022 to ₹ 10,552.12 crore as of March 31, 2023. Our Gross AUM as on six months ending September 30, 2023 stood at ₹ 12,195.93 crore. While we were profitable during the last three fiscal years and will continue to endeavour to grow our profitability, however, going forward, no assurance can be given that our growth will continue at a similar rate or that we will be able to manage our rapid growth. If we are unable to implement or sustain our growth strategy effectively it could adversely affect our business, results of operations, cash flows and financial condition.

7. ***Failure to train employees and large scale attrition, especially at the senior management level, can make it difficult for us to manage our business.***

Our ability to sustain our rate of growth also depends, to a large extent, upon our ability to recruit trained and efficient personnel, retain key managerial personnel, maintain effective risk management policies, continue to offer products, which are relevant to our target base of clients, develop managerial experience to address emerging challenges and ensure a high standard of client service. We will need to recruit new employees, who will have to be trained and integrated into our operations. We will also have to train existing employees to adhere properly to internal controls and risk management procedures. Failure to train our employees properly may result in an increase in employee attrition rate, a need to hire additional employees, erosion in the quality of customer service, a diversion of the management's resources, an increase in our exposure to high-risk credit and an increase in costs for us.

Our growth has placed and will continue to place significant demands on our operational, credit, financial and other internal risk controls, including:

- developing and improving our products and delivery channels;
- recruiting, training and retaining sufficient skilled personnel;
- upgrading, expanding to digital platforms;
- upgrading our technology stack to support the expanding scale of business;
- complying with regulatory requirements; and
- maintaining high levels of customer satisfaction.

If we are not successful in implementing or executing these operational measures and risk controls, we may not be able to expand our business as we have in the past, and our growth rate may decline. We may not be able to manage our new operations effectively or efficiently, which would mean that our operations would suffer, and our performance and financial results as a whole would be materially and adversely affected. If we are not able to attract, motivate, integrate or retain qualified personnel at levels of experience that are necessary to maintain our quality and reputation, it will be difficult for us to manage our business and growth. We depend on the services of our executive officers and key employees for our continued operations and growth.

8. ***Our business is particularly vulnerable to interest rate risk, and volatility in interest rates could have a material adverse effect on our net interest income, net interest margin and our financial performance.***

Our results of operations depend to a large extent on the level of our net interest income as our primary revenue source is interest income. Net interest income is the difference between our revenue from operations and our finance costs. The differential between the interest rates that we charge on interest- earning assets (i.e. our portfolio loans) and the interest rates that we pay on interest-bearing liabilities, and the volume of such assets and liabilities, tend to have a significant impact on our results of operations. During the year ended March 31, 2023, interest on loans represented 86.80% of our total income. Further, as on September 30, 2023, 37.6% and 62.4% of our total borrowings were in fixed interest rates and floating interest rates, respectively. While 100% of our total advances were in fixed interest rates. Changes in market interest rates affect the interest rates we charge on our interest-earning assets differently from the interest rates we pay on our interest-bearing liabilities. Interest rates are highly sensitive, and fluctuations thereof are dependent upon many factors which are beyond our control, including the monetary policies

of RBI, de-regulation of the financial services sector in India, domestic as well as international economic and political conditions, inflation and other factors. Interest rates in India have been volatile in the past. An increase in interest rates could result in an increase in interest expense in a higher proportion compared to interest income if we are not able to increase the rates charged on our portfolio loans and advances or if the volume of our interest-bearing liabilities is larger or growing faster than the volume of our interest- earning assets. Further, such an increase in interest rates could impact our ability to raise low cost funds as compared to some of our competitors which may have access to lower cost deposits. For example: RBI has increased the repo rate by 210 basis points from May 2022 to September 2023, increasing the repo rate to 6.50%. The increase in repo rate resulted in an increase in MCLR of banks and financial institutions with a lag. The sharp increase in interest rate tends to impact our cost of funds and profitability of our Company. The differences between repricing maturities of rate sensitive liabilities and rate sensitive assets, called repricing gaps, exposes our business to interest rate risk. Our business is also exposed to interest rate risk in the form of non-uniform movement in different interest rate benchmarks that are used for pricing of our assets and liabilities.

An increase in inflation and consequent changes in bank rates, repo rates and reverse repo rates by RBI have led to an increase in interest rates on loans provided by banks and financial institutions and consequently, interest rates in India have been volatile in recent financial periods. There can be no assurance that we will be able to adequately manage our interest rate risk in the future, which could have an adverse effect on our net interest income and net interest margins, which could in turn have a material adverse effect on our business, results of operations, cash flows and financial condition.

As the repricing maturities of our liabilities and assets are spread over different time periods, we are exposed to interest rate risk in the form of non-parallel movement in yield curves. Further, in a declining interest rate environment, if our cost of funds does not decline simultaneously or to the same extent as the yield on our interest-earning assets, it could lead to a reduction in our net interest income (representing our revenue from operations as reduced by our finance costs) and net interest margin. The quantum of the changes in interest rates for our assets and liabilities may also be different, leading to a decrease in the interest margin.

We operate a defined benefit gratuity plan in respect of certain eligible employees. The investments of the superannuation funds are made in government securities, financial institutions and other financial products. If interest rates were to fall, our liabilities under defined benefit gratuity plan will increase, which would impact our profits and financial performance.

Moreover, changes in interest rates could affect our fixed income portfolio and treasury income.

There can be no assurance that we would be able to adequately manage our interest rate risks. If we are unable to effectively manage our interest rate risks, it could have an adverse effect on our net interest income, net interest margin, thereby impacting our business prospects, financial condition and results of operations.

9. ***Our Company's growth will depend on our Company's continued ability to access funds at competitive rates which is dependent on a number of factors including our Company's ability to maintain its credit ratings. Any downgrade of our credit ratings may increase our borrowing costs and constrain our access to capital and debt markets and, as a result, may adversely affect our net interest margin and our results of operations and cashflows.***

The cost and availability of funds is dependent, among other factors, on our short-term and long-term credit ratings. Credit ratings reflect a rating agency's opinion of our financial strength, operating performance, industry position, and ability to meet our obligations. Any future performance issues for our Company or the industry may result in a downgrade of our credit ratings, which may in turn lead to an increase in our borrowing costs and constrain our access to capital and debt markets and, as a result, may adversely affect our net interest income and net interest margin.

As on the date of this Shelf Prospectus, we have received following credit ratings form CRISIL and Acuite:

Rating Agency	Instrument	Rated Limit	Ratings
CRISIL Ratings Limited	Non-Convertible Debentures	2,000	CRISIL AA-/Positive (Outlook revised from 'Stable'; Rating Reaffirmed)
	Non-Convertible Debentures	500	CRISIL AA-/Positive (Outlook revised from 'Stable'; Rating Reaffirmed)
	Non-Convertible	550	CRISIL AA-/Positive (Outlook revised from 'Stable';

Rating Agency	Instrument	Rated Limit	Ratings
	Debentures		Rating Reaffirmed)
	Long Term Principal Protected Market Linked Debentures	100	CRISIL PPMLD AA-/Positive (Outlook revised from 'Stable'; Rating Reaffirmed)
	Long Term Principal Protected Market Linked Debentures	20	CRISIL PPMLD AA-/Positive (Outlook revised from 'Stable'; Rating Reaffirmed)
	Long Term Principal Protected Market Linked Debentures	200	CRISIL PPMLD AA-/Positive (Outlook revised from 'Stable'; Rating Reaffirmed)
	Principal Protected Market Linked Non-Convertible Subordinated Debentures	100	CRISIL PPMLD AA-/Positive (Outlook revised from 'Stable'; Rating Reaffirmed)
	Commercial Paper	500	CRISIL A1+ (Reaffirmed)
Acuite Rating & Research	Non-Convertible Debenture	3,000	ACUITE AA | Stable
	Commercial Paper	50	ACUITE A1+

For details of our credit ratings, see "*Our Business*" on page 99.

In addition to above ratings, the NCDs proposed to be issued under this Issue have been rated CRISIL AA-/ Positive (Pronounced as CRISIL double A minus rating with Positive outlook) by CRISIL Ratings Limited *vide* their rating letter dated November 20, 2023 for an amount of ₹ 2,000 crore. The rating has been reaffirmed and revised from CRISIL AA-/ Stable (Pronounced as CRISIL double A minus rating with Stable outlook) for an amount of ₹ 2,000 crore, originally issued *vide* their rating letter dated September 26, 2023 and ACUITE AA/Stable by Acuite Ratings & Research Limited for an amount of up to ₹ 2,000 crore by way of its letter dated October 6, 2023. For rating letter and rationale, including the risk and key drivers mentioned therein, please see "*Annexure A"* of this Shelf Prospectus.

Any downgrade of our credit ratings would increase borrowing costs and constraint our access to capital and debt markets and, as a result, would negatively affect our net interest margin and our business. In addition, downgrades of our credit ratings could increase the possibility of additional terms and conditions being added to any additional financing or refinancing arrangements in the future. There is a possibility of increase in forced sale of our NCDs by the investors resulting in sharp decline in their market price. Any such adverse development could adversely affect our business, financial condition, cash flows and results of operations and cashflows.

We also face certain restrictions on our ability to raise money from international markets, which may further constrain our ability to raise funds at attractive rates. While our borrowing costs have been competitive in the past due to our ability to raise debt products, credit rating and our asset portfolio, we may not be able to offer competitive interest rates for loans to our customers if we are unable to access funds at an effective cost that is comparable to or lower than our competitors. This may adversely impact our business and results of operations and cashflows.

10. Our statutory auditor has highlighted certain emphasis of matters to their audit report relating to our audited financial statements, which may affect our future financial results.

There were no modifications i.e., unmodified opinions were given by our Statutory Auditor in their audit report for Fiscal 2022 and the Statutory Auditors in their audit reports for Fiscal 2022 and 2023, except that the previous statutory auditor for the relevant year have included certain emphasis of matters ('**EOM**') in their report on the audited financial statements issued for the Fiscal 2021. However, the said EOM did not lead to any modification/qualification. Following are the details of EOM in our audit reports:

Fiscal	Emphasis of Matter	Steps taken by the Company
2023	Nil	Nil
2022	We draw attention to Note 58 of the Annual Financial Statements which describes the uncertainties due to outbreak of COVID-19 pandemic and management's evaluation of the impact on Company's financial	The Company had created adequate overlay for uncertainty over the potential macro-economic impact of the pandemic.

Fiscal	Emphasis of Matter	Steps taken by the Company
	performance is dependent on future developments, which are uncertain.	
2021	Nil	Nil

For further details, in relation to the emphasis of matter, etc. kindly see "*Financial Information*" on page 149. There can be no assurance that our statutory auditors will not include further matters of emphasis or other similar comments in the audit reports to our audited financial statements in the future, or that such remarks or matters of emphasis will not affect our financial results in future fiscal periods. Investors should consider the matters of emphasis and remark in evaluating our financial condition, results of operations and cash flows. Any such matter of emphasis or remark in the auditors' report on our financial statements in the future may also adversely affect the trading price of the NCDs.

11. Our Company, Directors, Promoters and our Group Companies are subject to certain legal proceedings and any adverse decision in such proceedings may have a material adverse effect on our business, financial condition, cash flows and results of operations.

Our Company, Directors, Promoters and our Group Companies are subject to certain legal proceedings including civil suits, consumer litigations, tax litigations etc. We and our Directors, Promoters and our Group Companies incur substantial cost in defending these proceedings before a court of law. Moreover, we are unable to assure you that we shall be successful in any or all of these actions. In the event, we suffer any adverse order, our reputation may suffer and may have an adverse impact on our business and results of operations. We cannot assure you that an adverse order by any statutory or governmental authority would not have a negative impact on our profit, financial condition and cash flows. If the courts or tribunals rule against us, our Directors or our group companies, we may face monetary and/ or reputational losses. Furthermore, we may also not be able to quantify all the claims in which our group companies are involved.

"IIFL" is a well-established brand among retail, institutional and corporate investors in India and we believe we have benefited extensively from the brand. We also derive substantial benefit from synergies and cross-selling opportunities generated between our company and entities within IIFL group. As a result, our company's reputation and brand may be affected by any regulatory orders alleging non-compliance by other entities within the IIFL group with laws and regulations.

A summary of the outstanding proceedings involving our Company, Directors, Promoters and Group Companies in accordance with requirements under the SEBI NCS Regulations, as disclosed in this Shelf Prospectus, to the extent quantifiable, have been set out below:

Name	Criminal Proceedings	Tax Proceedings	Statutory or Regulatory Proceedings	Disciplinary actions by the SEBI or Stock Exchanges	Material Civil Litigations	Aggregate amount involved (₹ in crores)
Company						
By the Company	1	0	0	0	0	6.63
Against the Company	0	0	0	0	0	0.00
Directors						
By the Directors	0	0	0	0	0	0
Against the Directors	0	0	0	0	0	0
Promoters						
By the Promoters	4	0	0	0	4	209.11
Against the Promoters	3	0	2	0	5	2061.60
Group Companies						
By the Group Companies	13	0	0	0	2	0
Against the Group Companies	9	0	0	0	5	39.82

For further details of the legal proceedings that we are subject to, please see "*Outstanding Litigations and other Confirmations*" on page 187.

12. We are subject to certain conditions and restrictions in terms of our financing arrangements, which could restrict our ability to conduct our business and operations in the manner we desire. In addition, on certain occasions in the past, we have been unable to comply with certain financial covenants in our financing documents.

As of September 30, 2023, we had total borrowings aggregating to ₹ 8,071.56 crore. Incurring indebtedness is a direct consequence of the nature of our business, and having large outstanding borrowings portfolio may have significant implications on our business and results of operations and cashflows, including, *inter alia*:

- low availability of cash flow for working capital, capital expenditures and other general corporate requirements;
- fluctuations in market interest rates may affect the cost of our borrowings, as our indebtedness is at variable interest rates;
- affecting our ability to obtain additional financing in the future at reasonable terms;
- triggering provisions of cross-default across multiple financing arrangements;
- adverse and onerous implications (including limitations to the use of funds in the relevant facility) in the event of inability to comply with financial and other covenants specified in the financing agreements;
- the right to recall loans by our lenders; and
- reduction in the ability to respond to changing business, regulatory and economic conditions.

Some of the financing arrangements entered into by us also include conditions that require us to obtain the respective lender's consent prior to carrying out certain activities. These covenants vary depending on the requirements of the financial institution extending the loan, and may be, *inter alia*, in relation to: (i) permitting any change in the management or constitution documents of the Company ; (ii) creating any further charge, lien or encumbrance over the assets and properties of the Company; (iii) effecting any changes to the shareholding of the Company to the effect that it changes the management control of the Company; (iv) making any investments by way of deposits, loans, advances or investments in share capital or otherwise, in any concern or providing any credit or giving any guarantee, indemnity or similar assurance other than in normal course of business; (v) revaluing its assets; (vi) paying any commission to its promoters, directors, managers or other persons for furnishing guarantees, counter guarantees or indemnities; (vii) inducting on its Board a person whose name appears in the list of willful defaulters (in accordance with the extant guidelines issued by RBI); (viii) buy back, cancel, retire, reduce, redeem, re-purchase, purchase or otherwise acquire any of its share capital now or hereafter outstanding, or set aside any funds for the foregoing purposes, issue any further share capital whether on a preferential basis or otherwise or change its capital structure in any manner whatsoever that may result in change in promoters or the promoters losing control, (viii) approaching capital markets for mobilizing additional sources, either in the form of debt or equity; (ix) implement any scheme of expansion, modernization, diversification or acquire fixed assets other than those shown in the cash flow statement.

Further, under certain financing arrangements, we are required to maintain specific credit ratings and other financial ratios, which may restrict or delay certain actions or initiatives that we may propose to take in the ordinary course of business.

While we duly informed the relevant lenders about such non-compliance (and the reasons thereof) and requested for their waivers and the relevant lenders have not declared a default on this account, we cannot assure you that that they will not do so in the future, or such instances of non-compliance would not recur in future.

Failure to observe the covenants under our financing arrangements or failure to obtain necessary waivers may lead to the termination of our credit facilities, acceleration of amounts due under such facilities, trigger cross-default provisions and the enforcement of security provided. There can be no assurance that we would be able to persuade our lenders to grant extensions or refrain from exercising such rights, which may adversely affect our operations and cash flows. During any period in which we are in default, we may be unable to raise, or face difficulties raising, further financing or generate sufficient cash to fund our liquidity requirements.

Any default or delay in repayment of our borrowing would trigger payment to some or all of the other borrowing obtained by our Company, which would have a material adverse effect on the liquidity position, cash flows, business and results of operation of our Company.

Our lenders also have the ability to recall or accelerate all or part of the amounts owed by us, subject to the terms of the financing arrangement. Such recalls may be contingent on the happening of an event beyond our control and there can be no assurance that we will be able to persuade our lenders to give us extensions or to refrain from exercising such recalls. A recall notice may also lead to an event of default under an existing financing arrangement. There can be no assurance that we will be able to repay our loans in full, or at all, at the receipt of a recall or acceleration notice, or otherwise. Our inability to comply with the conditions prescribed under the financing arrangements, or repay the loans as per the repayment schedule, may have an adverse impact on our credit rating, business operations and future financial performance. Further, if we are unable to service our existing debt, our ability to raise debt in the future will be adversely affected, which will have a significant adverse effect on our results of operations, cashflows, financial condition and our business.

13. There can be no assurance that we will be able to access capital as and when we need it for growth.

Our liquidity and profitability are, in large part, dependent upon our timely access to capital and costs associated with raising capital. Our funding requirements have historically been met from a combination of term loans from banks and financial institutions, proceeds from issuance of non-convertible debentures, subordinated debt as well as equity contributions from holding company. Any change in RBI regulations on priority sector lending, or our inability to maintain relationships with such banks and financing institutions could adversely affect our business, results of operations, cashflows and financial condition. Our business depends and will continue to depend on our ability to access diversified low-cost funding sources. As a financial services company, we face certain additional regulatory restrictions on our ability to obtain financing from banks. For further information, see "*Regulations and Policies"* on page 139.

If we are unable to access the necessary amounts of additional capital, for meeting our incremental capital requirement, it may adversely impact our ability to grow our overall business and may even require us to curtail or withdraw from some of our current business operations. If we are unable to access funds at an effective cost that is comparable to or lower than our competitors, we may not be able to offer competitive interest rates for our loans to customers. Our ability to raise funds on acceptable terms and at competitive rates continues to depend on various factors, including the regulatory environment and policy initiatives in India, liquidity in the market, developments in the international markets affecting the Indian economy, investors' and/ or lenders' perception of demand for debt and equity securities of NBFCs and MFIs, and our current and future results of operations and financial condition. There can also be no assurance that we would be able to raise adequate additional capital in the future on terms favorable to us, or at all, and this may hamper and adversely impact our growth plans.

14. Any failure or material weakness of our internal control systems could cause significant operational errors, which would materially and adversely affect our profitability and reputation.

We are responsible for establishing and maintaining adequate internal measures commensurate with the size and the complexity of our operations. Our internal or concurrent audit functions is to provide independent, objective assurance and consulting services to designed to add value and improve our operations. The audit department is decentralized and internal audit staff is deployed in each state where the Company operate. All the assurance and consulting activities, including the deployment of staff are planned and monitored by the HO team. The department conducts audits for the branches, Regional Offices, Zonal Offices and also the Head Office. Audits of some specific functions are outsourced to external audit firms based on the organizational requirement. Appropriate controls are in place to ensure: (a) the orderly and efficient conduct of business, including adherence to policies, (b) safeguarding of assets. (c) Prevention and detection of frauds / errors, (d) accuracy and completeness of the accounting records and (e) timely preparation of reliable financial information. Further, an independent internal audit system is in place to conduct audit of all the branches, regional offices, zonal offices as well as head office. Our management information systems and internal control procedures that are designed to monitor our operations and overall compliance may not identify every instance of non-compliance or every suspicious transaction. If internal control weaknesses are identified, our actions may not be sufficient to fully correct such internal control weakness. We face operational risks in our business which may result in deficiencies to arise in the credit sanction process, inaccurate financial reporting, fraud and failure of critical systems and processes which may result in losses. In addition, we carry out certain processes manually, which may increase the risk that human error, tampering or manipulation will result in losses that may be difficult to detect. As a result, we may suffer material losses. Such instances may also adversely affect our reputation, thereby adversely impacting our business, results of operations and financial condition.

15. We may face various risks associated with our large number of branches and widespread network of operations

which may adversely affect our business, financial condition, results of operations and cashflows.

As of September 30, 2023, we have presence across 21 states (Andhra Pradesh, Arunachal Pradesh, Assam, Karnataka, Maharashtra, Madhya Pradesh, Tamil Nadu, Kerala, Odisha, Punjab, Chhattisgarh, Goa, Haryana, Bihar, Jharkhand, Gujarat, Rajasthan, Telangana, Tripura, Uttar Pradesh and West Bengal) and one union territory (Puducherry) in India through 1,485 branches.

As a consequence of our large network, we may be exposed to certain risks, including, amongst others:

- preserving our asset quality and managing our NPAs as our geographical presence increases and our customer profile changes;
- developing and improving our product delivery channels;
- upgrading, expanding and securing our technology platform;
- complying with regulatory requirements such as KYC and AML norms;
- maintaining high levels of customer satisfaction;
- difficulties arising from operating a larger and more complex organization;
- difficulties arising from coordinating and consolidating corporate and administrative functions;
- delay in the transfer of data amongst various locations;
- higher technology support costs to achieve last mile connectivity;
- operational risks including integration of internal controls and procedures;
- failure to efficiently and optimally allocate management, technology and other resources across our branch network;
- failure to manage third-party service providers in relation to any outsourced services;
- difficulties in the integration of new branches with our existing branch network;
- difficulties in supervising local operations from our centralized locations;
- difficulties in hiring and training skilled personnel in sufficient numbers to operate the new branches locally and management to supervise such operations from centralized locations;
- failure to maintain the level of customer service at all branches; and
- unforeseen legal, regulatory, property, local taxation, labor or other issues.

Any of the above reasons may result in our failure to manage our expansive presence, which may materially and adversely affect our brand, reputation, business, financial condition, results of operations and cash flows.

16. Competition from banks and financial institutions, as well as state-sponsored social programs, may adversely affect our profitability and position in the Indian microcredit lending industry.

We face significant competition from other MFIs and banks in India (including SFBs). For details, see "*Our Business – Competition*" on page 116. Many of the institutions with which we compete may be larger in terms of business volume or may have greater assets, higher geographical penetration and better access to, and lower cost of, funding than we do. In certain areas, they may also have better brand recognition and larger customer bases than us. We anticipate that we may encounter greater competition as we continue expanding our operations in India, and this may adversely affect our business, results of operations and financial condition.

We believe traditional commercial banks as well as regional rural and cooperative banks, have generally not directly targeted the lower income segments of the population for new customers. However, some banks do participate in microfinance by financing the loan programs of self-help groups often in partnership with NGOs, or through certain state-sponsored social programs. Further, most small finance banks which received approval from RBI for the commencement of SFB operations are focused on low and middle- income individuals and micro, small and medium enterprises. Banks also indirectly participate in microfinance by giving loans and providing other sources of funding to other MFIs. In addition, of late, some commercial banks are also beginning to directly compete with for-profit MFIs for lower income segment customers in certain geographies.

17. We depend on the accuracy and completeness of information about customers and counterparties for our credit assessment and risk management. Any misrepresentation, errors in or incompleteness of such information could adversely affect our business and financial performance.

In deciding whether or not to extend credit or enter into other transactions with customers, we rely on information furnished to us by or on behalf of customers. We may also rely on certain representations from our customers as to the accuracy and completeness of that information. To ascertain the creditworthiness of potential borrowers, we may

depend on credit information companies or credit bureaus, and our reliance on any misleading information may affect our judgement of credit worthiness of potential borrowers, which may affect our business, prospects, results of operations, and cashflows and financial condition. We may receive inaccurate or incomplete information as a result of negligence or fraudulent misrepresentation. Our risk management measures may not be adequate to prevent or deter such activities in all cases, which may adversely affect our business prospects, financial condition, results of operations and cashflows.

Moreover, the availability of accurate and comprehensive credit information of our focus customer segment in India is limited, which reduces our ability to accurately assess the credit risk associated with such lending. Difficulties in assessing credit risks associated with our day-to-day lending operations may lead to an increase in the level of our NPAs, which could materially and adversely affect our business prospects, financial condition and results of operations.

18. We handle cash in a high volume of transactions occurring through a dispersed network of branches; as a result, we are exposed to operational risks, including fraud, petty theft and embezzlement, which could harm our results of operations and financial position. Further, our employees may be the target of violent crime, such as thefts and robberies, which may adversely affect our business, operations and our ability to recruit and retain employees.

As we handle a large amount of cash through a high volume of transactions taking place across our branch network, we are exposed to the risk of fraud or other misconduct by employees or outsiders. This risk is further exacerbated by the high level of autonomy on the part of our loan officers and back-end managers, which our business model requires. For instance, in the past, we have discovered a few cases of theft, robbery and cash embezzlement by either third parties or employees. For details relating to such criminal litigations, please see "*Outstanding Litigations*" on page 187. Given the high volume of transactions we process on a daily basis, certain instances of fraud and misconduct may go unnoticed or may only be discovered and successfully rectified after substantial delays. Even when we discover such instances of fraud or theft and pursue them to the full extent of the law or with our insurance carriers, there can be no assurance that we will recover any of the amounts involved in these cases. Our reputation could be adversely affected by fraud committed by employees, customers or outsiders, or by our perceived inability to properly manage fraud-related risks. We make a provision in our financial statements for 100.00% of the value of any fraud discovered by us. Further, to the extent that our employees are subject to violent attacks, theft or robbery in the course of their duties in certain areas where we have operations/branches, our ability to service such areas will be adversely affected and our employee recruiting and retention efforts may be curtailed, which would negatively impact our expansion and growth plans. In addition, if certain areas of India pose a significantly higher risk of crime or political strife and instability, our ability to service such areas will be adversely affected and our expansion and growth may be curtailed. In addition, our dependence upon automated systems to record and process transactions may further increase the risk that technical system flaws or employee tampering or manipulation of those systems will result in losses that are difficult to detect.

19. We require various statutory and regulatory approvals, licenses, registrations and permissions to conduct our business and an inability to obtain or maintain such approvals, licenses, registrations and permissions in a timely manner, or at all, may adversely affect our operations.

We require various approvals, licenses, registrations and permissions to operate our business, including a registration for our Company as well as various other corporate actions. We are also required to comply with the prescribed requirements, including classification of NPAs and provisioning, KYC requirements, qualifying assets and other internal control mechanisms. For further information, please see section titled "*Regulations and Policies*" on page 139. In future, we will be required to maintain such permits and approvals and obtain new permits and approvals for any proposed expansion strategy or diversification into additional business lines or new financial products. There can be no assurance that the relevant authorities will issue any of such permits or approvals in a timely manner, or at all, and/ or on favourable terms and conditions. Our failure to comply with the terms and conditions of such permits or approvals and/ or to maintain or obtain the required permits or approvals may result in an interruption of our business operations and may have a material adverse effect on our business operations and future financial performance.

In the event that we are unable to comply with the requirements within the specified time limit, or at all, we may be subject to regulatory actions by RBI, including the levy of fines or penalties and/ or the cancellation of our license to operate as an NBFC-MFI. Any levy of fines or penalties or the cancellation of our license to operate as an NBFC-MFI due to any breach of applicable norms may adversely affect our business, prospects, results of operations and financial condition. In addition, we require various registrations to operate our branches in the ordinary course of business. These registrations typically include those required to be obtained or maintained under applicable legislations governing shops and establishments, professional tax, labor related registrations and trade licenses of the

particular state in which they operate. Some of these approvals may have expired in the ordinary course, and our Company has either applied, or is in the process of applying for renewals of them. If we fail to obtain or retain any of these approvals or licenses, or renewals thereof, in a timely manner, or at all, our business may be adversely affected. If we fail to comply, or a regulator claims that we have not complied, with any of these conditions, we may be liable to fines and/ or penalties, and our certificates of registration may be suspended or cancelled, and we would no longer be able to carry on such activities required for our business.

20. ***We face the threat of fraud and cyber-attacks targeted at disrupting our services, such as hacking, phishing and Trojans, and/ or theft of sensitive internal data or customer information. This may cause damage to our reputation and adversely impact our business and financial results.***

Our systemic and operational controls may not be adequate to prevent adverse impact from frauds, errors, hacking and system failures. Further, our internet platforms are exposed to being hacked or compromised by third-parties, resulting in thefts and losses to our customers and us. Some of these cyber threats from third-parties include: (i) hacking – wherein attackers seek to hack into our website with the primary intention of causing reputational damage to us by disrupting services; (ii) data theft – wherein cyber criminals may attempt to intrude into our network with the intention of stealing our data or information; and (iii) advanced persistent threat – a network attack in which an unauthorized person gains access to our network and remains undetected for a long period of time with an intention to steal our data or information. While we have faced certain instances of infrastructure outages, in our knowledge there has been no substantial theft or loss of information, or financial loss pursuant to these cyber-attacks. The frequency of such cyber threats may increase in the future with the increased digitization of our services and other external factors. For example, a substantial increase in cyber-attacks across industries in India has been noticed since the outbreak of COVID-19 in March, 2020. Not only are we exposed to such risks from our own actions or those of our employees, but from actions of our third-party service providers, whom we do not control. If we become the target of any of such cyber-attacks, it could materially and adversely affect our business, financial condition and results of operations.

Further, since we review and retain, in our ordinary course of business, sensitive personal data of our customers for diligence and KYC checks (including AADHAAR data), any security breaches in our systems could give rise to regulatory liability or litigation. In addition, any breakdown, breach or hacking of the information technology platforms of key resources used by us in our lending operations, including credit-bureaus, could adversely affect our operations and the quality of our portfolio.

In June 2017, RBI issued master directions on information technology frameworks for NBFCs. These directions prescribe measures to be adopted by NBFCs to minimize cyber risk, including adoption of IT strategy policies (overseen by a strategy committee), information and cyber security protocols and policies, and reporting of cyber-security incidents and breaches to RBI from time to time. Any cyber-security breach could also subject us to additional regulatory scrutiny and expose us to civil litigation and related financial liability.

21. ***We depend on our brand recognition, and failure to maintain and enhance awareness of our brand would adversely affect our ability to retain and expand our customer base.***

We believe that any damage to our reputation could substantially impair our reputation and our ability to maintain or grow our business, or have a material adverse effect on our overall business, financial condition and results of operations. If we fail to maintain brand recognition with our target customers due to any issues with our product offerings, a deterioration in service quality, or otherwise, or if any premium in value attributed to our business or to the brands under which our services are provided declines, market perception and customer acceptance of our brands may also decline. Any negative news affecting us might also affect our reputation and brand value. In such an event, we may not be able to compete for customers effectively, and our business, financial condition and results of operations may be adversely affected.

In addition, we also face the risk of our brand name being misused for fraudulent purposes, which may adversely affect our reputation.

22. ***If we are unable to protect our trademarks and tradenames, others may be able to use our trademarks and tradenames to compete more effectively. Also, we may breach third-party intellectual property rights.***

We have made an application dated September 19, 2022 for registration of the trademark under class 36 of the Trademarks Act, with the Trademarks Registry. This application has been acknowledged by the Trademarks Registry and is currently pending registration. There can be no assurance that our trademark application will be accepted.

Further, there are no assurances that we will be able to register this mark. In the event we are not able to obtain registrations due to any injunctive or other adverse order issued against us by the appellate authorities in respect of the registration of our logo or slogan, we may not be able to avail legal protections under the trade mark or prevent unauthorised use of such trademarks by third parties, and in case the logo or slogan is used or claimed by a third party, our ability to use such logo or slogan may be restricted or lost, which may adversely affect our goodwill.

Any unauthorized or inappropriate use of our brand, trademarks and domain names by others, in their corporate names or product brands or otherwise could harm our brand image, competitive advantages and business and dilute or harm our reputation and brand recognition. If a dispute arises with respect to any of our intellectual property rights or proprietary information, we will be required to produce evidence to defend or enforce our claims, and we may become party to litigation, which may strain our resources and divert the attention of our management. We cannot assure you that any infringement claims that are material will not arise in the future or that we will be successful in defending any such claims when they arise.

Our efforts to protect our intellectual property or proprietary information and the measures we take to identify potential infringement of our intellectual property may not be adequate to detect or prevent infringement, misappropriation or unauthorized use. Any such misappropriation or duplication of our name, registered/ official addresses, corporate logos or other intellectual property or proprietary information may disrupt our business, distract management and employees, reduce revenues and increase expenses. In addition, we may also become subject to infringement claims. Even if claims against us are not meritorious, any legal, arbitral or administrative proceedings that we may be required to initiate or defend in this regard may be time-consuming, costly and harmful to our reputation, and there is no assurance that such proceedings will ultimately be determined in our favor. Furthermore, the application of laws governing intellectual property rights in India is continuously evolving and there may be instances of infringement or passing-off of our brand in Indian markets. Our failure to adequately protect our brand, trademarks and other related intellectual property rights may adversely affect our business, financial condition and results of operations.

We may be subject to claims by third-parties, both inside and outside India, if we breach their intellectual property rights by using slogans, names, trademarks or other such rights that are of a similar nature to the intellectual property these third-parties may have registered or are using. We might also be in breach of such third-party intellectual property rights due to accidental or purposeful actions by our employees where we may also be subjected to claims by such third-parties.

Any legal proceedings that result in a finding that we have breached third-parties' intellectual property rights, or any settlements concerning such claims, may require us to provide financial compensation to such third-parties or stop using the relevant intellectual property (including by way of temporary or permanent injunction) or make changes to our marketing strategies or to the brand names of our products, any of which may have a material adverse effect on our business, prospects, reputation, results of operations and financial condition.

23. Our success depends, in large part, upon our management team and skilled personnel and on our ability to attract and retain such persons.

We are highly dependent on the continued services of our management team. We are also dependent on our experienced members of our Board of Directors, Key Managerial Personnel and senior managerial personnel. Our future performance is dependent on the continued service of these persons. RBI also mandates NBFCs to have in place supervisory standards to ensure that their directors have appropriate qualifications, technical expertise and a soundtrack record, and such requirements will make it more difficult for us to replace our directors if and when we have to. We may not be able to replace our Board of Directors with similarly experienced professionals, which could materially and adversely impact the quality of our management and leadership team.

Further, while certain of our other employment agreements contain non-compete clauses that extend beyond their term, there can be no assurances that we will effectively be able to enforce them or prevent key employees or members of our management team to join competing interests after expiry of employment with us. Further, we do not maintain any “key man” insurance. If one or more of these key personnel are unwilling or unable to continue in their present positions, we may not be able to replace them with persons of comparable skills and expertise.

We also face a continuing challenge to hire and assimilate skilled personnel. Competition for management and other skilled personnel is intense, and we may not be able to attract and retain the personnel we need in the future. The loss of key personnel or our inability to replace key personnel may restrict our ability to grow, to execute our strategy, to raise the profile of our brand, to raise funding, to make strategic decisions and to manage the overall running of

our operations, which would have a material adverse impact on our results of operations and financial position.

24. Our business is subject to seasonality, which may contribute to fluctuations in our results of operations and financial condition.

Our business is subject to seasonality as we typically see higher borrowings by our customers during the third and fourth quarter of each financial year. We also typically have higher drawdowns under our facilities in the third and fourth quarter of each financial year. Accordingly, our results of operations in one quarter may not accurately reflect the trends for the entire fiscal and may not be comparable with our results of operations for other quarters.

25. As an NBFC-MFI, our Company is subject to periodic inspections by RBI. Non-compliance with observations made by RBI during these inspections could expose us to penalties and restrictions.

As RBI-registered NBFC-MFIs, our Company is subject to periodic inspections by RBI to verify the correctness or completeness of our business and operations, internal controls, and any statement, information or particulars furnished to RBI. We will continue to be subject to inspections by RBI, in the course of which RBI may report on divergences (if any) from regulatory requirements applicable to NBFCs. In recent inspection report, RBI has, among other things, identified areas of supervisory concerns including oversight on the functioning of the Board of Directors and sub-committees there of over certain critical functions of our Company including customer service, fraud monitoring etc.

We are in the process of responding to RBI, addressing the concerns raised by way of the reservations, there can be no assurance that RBI would not make similar or other observations, including divergences, in the future. If we are unable to resolve such deficiencies and other matters to RBI's satisfaction, we could be exposed to penalties and restrictions, and our ability to conduct our business may be adversely affected.

26. Some of our Directors may have interest in entities which are in businesses similar to ours. Accordingly, the interests of some of our Directors may conflict with our interests or the best interests of our other shareholders and debenture holders.

Some of our Directors may have interest in entities, to the extent of their shareholding and/or directorships, which are engaged in a line of business similar to ours and this may result in conflict of interest. For instance, our Ramanathan Annamalai, our Independent Director is a director on the board of directors of companies that engage in the similar line of business as that of our Company. For further information, see "*Our Management*" on page 122.

We cannot assure you that our Directors will not provide competing services or otherwise compete in business lines in which we are already present or will enter into in the future. In the event that any conflicts of interest arise, our Directors may make decisions regarding our operations, financial structure or commercial transactions that may not be in our best interest. It may also enable a competitor to take advantage of a corporate opportunity at our expense. Such decisions could have a material adverse effect on our business, financial condition, results of operations and prospects. Should we face any such conflicts in the future, there is no guarantee that they will get resolved in our favour.

27. We may not be able to detect money-laundering and other illegal or improper activities fully or on a timely basis. Inability to timely detect any such activities could expose us to additional liability and harm our business or reputation.

We are required to comply with applicable anti-money-laundering and anti-terrorism laws and other regulations in India. We, in the course of our operations, run the risk of failing to comply with the prescribed KYC procedures and the consequent risk of fraud and money laundering by dishonest customers despite putting in place systems and controls customary in India to prevent the occurrence of these risks. Although we believe that we have adequate internal policies, processes and controls in place to prevent and detect any anti-money-laundering activity and ensure KYC compliance, there can be no assurance that we will be able to fully control instances of any potential or attempted violation by other parties and may accordingly be subject to regulatory actions including imposition of fines and other penalties. We, in some of our activities and in pursuit of our business, run the risk of inadvertently offering our financial products and services ignoring customer suitability and appropriateness despite having a KYC and Anti-Money Laundering measures and associated processes in place. Such incidents may adversely affect our business and reputation.

28. We are subject to macro-economic developments and other market factors, and our results of operations may

fluctuate or decline from period to period.

Our business is subject to a number of macro-economic factors that are outside of our control, including GDP growth, inflation, fiscal deficits, pandemics such as the COVID-19 pandemic, international and domestic, political and economic conditions, fiscal and monetary policies of governments and central banks, and changes in interest rates, which may adversely impact us from time to time. As a result of the volatility of these macro-economic factors, including interest rates; and provisions we make from period to period for NPAs and other assets, commitments and contingencies (such as for letters of credit and bank guarantees), our results of operations have varied from period to period in the past and may fluctuate or decline in the future due to these and other factors. Such fluctuations may also adversely affect our liquidity. These factors may also make period-to-period comparisons of our operating results less meaningful than they would be for a business that is not as significantly affected by such factors. Any adverse development in India or global macroeconomic conditions, on account of COVID-19 or otherwise, could have a material adverse effect on our business, financial condition, results of operations or prospects.

29. We may not be able to recover the expected value from the instruments collected from our customers and/ or the sale of collateral security, in the case of defaults in secured loan/facility.

Our secured loans are typically secured by creating a charge over the assets of our borrowers. We also collect NACH authorization letters from our customers at the time of disbursement of certain loans. However, there can be no assurance that these instruments would be honored when they are submitted to the respective banks for clearance. There can also be no assurance that we would be able to successfully retrieve payments due to us. Further, there can be no assurance that we would be able to sell such assets provided as collateral at prices sufficient to cover the amounts under default. Failure to recover or delay in recovering the expected value from sale of collateral security could expose us to potential losses, which could affect our business prospects, financial condition and results of operations.

30. Our insurance coverage may not be adequate to protect us against all potential losses, which may have a material adverse effect on our business, financial condition and results of operations.

Our operations are subject to various risks inherent to the finance industry, as well as theft, robbery, acts of terrorism and other force majeure events. We currently maintain general insurance policy for money in transit, money in premises and insurance policies for office and professional establishment covering following risks, fire and allied perils, burglary, fidelity guarantee. Our insurance policies may not be sufficient to cover our economic loss. None of our insurance policies are assigned in favor of any third-party. We may not have identified every risk and further may not be insured against every risk, including operational risk that may occur and the occurrence of an event that causes losses in excess of the limits specified in our policies, or losses arising from events or risks not covered by insurance policies or due to the same being inadequate, could materially harm our financial condition and future results of operations. There can be no assurance that any claims filed will be honored fully or timely under our insurance policies. Also, our financial condition may be affected to the extent we suffer any loss or damage that is not covered by insurance or which exceeds our insurance coverage. In particular, we do not maintain any direct insurance coverage over our loan portfolio. In addition, we may not be able to renew certain of our insurance policies upon their expiration, either on commercially acceptable terms or at all.

31. We rely on third-party service providers who may not perform their obligations satisfactorily or in compliance with law.

We enter into arrangements with third-party vendors, separate employees and independent contractors to provide services that include, among others, telecommunications infrastructure services and software services including for core banking, e-KYC solutions, field-automation of loan transactions, and customer onboarding. We also enter into agreements with credit bureaus for availing credit assessment and other services. We cannot guarantee that there will be no disruptions in the provision of such services or that these third-parties will adhere to their contractual obligations. If there is a disruption in the third-party services, or if the third-party service providers discontinue their service agreements with us, our business, financial condition and results of operations will be adversely affected. In case of any dispute, we cannot assure you that the terms of such agreements will not be breached, and this may result in litigation or other costs. Further, certain of our agreements, including an agreement with a credit bureau, require us to indemnify our counterparties for certain losses, and limit contractual or other liabilities of our counterparties to fees or other amounts received by them from us for a certain period of time. If such indemnities are invoked, or if our counterparties limit their liabilities to an extent that our losses are not fully recovered, we may incur additional costs. Such additional costs, in addition to the cost of entering into agreements with third-parties in the same industry, may materially and adversely affect our business, financial condition and results of operations.

32. We are subject to the risks associated with all our premises being leased.

As of September 30, 2023, our Registered and Corporate Office, all our branches and regional offices operate from premises taken on leave and license basis. Termination of or failure to renew lease agreements with a fixed term of lease for these premises on terms and conditions favorable to us or at all, may require us to shift the concerned branch offices to new premises, and we may incur substantial rent escalation and relocation costs as a result. This might adversely affect our business operations and make us incur additional expenses. We may also face the risk of being evicted in the event that our landlords allege a breach on our part of the terms of the lease agreements.

Further, certain lease agreements are not duly registered or adequately stamped. Failure to adequately stamp and register a document does not affect the validity of the underlying transaction but renders the document inadmissible in evidence (unless stamped prior to enforcement with payment of requisite penalties, which may be up to ten times the stamp duty payable, and other such fees that may be levied by the authorities). Further, documents which are insufficiently stamped are capable of being impounded by a public officer. Consequently, should any dispute arise in relation to our use of the relevant properties, we may be unable to, or may incur additional expenses to, enforce our rights in relation to such properties.

33. This Shelf Prospectus includes certain unaudited financial information, which has been subjected to limited review, in relation to our Company. Reliance on such information should, accordingly, be limited.

This Shelf Prospectus includes unaudited financial information in relation to our Company for the six months ended September 30, 2023, in respect of which the Auditors have issued their Limited Review Report dated October 17, 2023. As Unaudited Financial Results prepared by our Company in accordance with Regulation 33 and 52 of the SEBI LODR Regulations have been subject only to a limited review and as described in Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information" Performed by the Independent Auditor of the Entity" issued by the ICAI, and not to an audit, any reliance by prospective investors on such Limited Review Financial Information for the six months ended September 30, 2023 should, accordingly, be limited.

Any financial results published in the future may not be consistent with past performance. Accordingly, prospective investors should rely on their independent examination of our financial position and results of operations, and should not place undue reliance on, or base their investment decision solely on the financial information included in this Shelf Prospectus.

34. Incorrect actuarial valuations of retirement benefits carried out by independent actuaries and/ or changes in our defined benefit gratuity plan's liabilities and obligations could have a materially adverse effect on our financial condition.

We operate a defined benefit gratuity plan for eligible employees. Under the defined benefit plans, there is an obligation to pay defined future benefits from the time of retirement. The calculation of the net obligation is based on valuations made by external actuaries who are qualified to do such valuations and estimations. These valuations rely on assumptions about a number of variables, including discount rate and mortality rates and salary increases. We rely on the valuations done by actuaries. Actuarial risk arises as the estimated value of the defined benefit scheme liabilities may increase due to changes in actuarial assumptions. While the valuation is done by qualified actuaries with the assumptions validated based on best estimate and judgment, we cannot assure you that the valuation in future would be accurate.

In addition, the defined benefit gratuity plan is administered by a third party and funded by an insurance company in the form of qualifying insurance policy. Should the value of assets to liabilities in respect of the defined benefit scheme operated by us record a deficit, due to either a reduction in the value of the defined benefit gratuity plan's assets (depending on the performance of financial markets) and/ or an increase in the defined benefit gratuity plan's liabilities due to changes in legislation, mortality assumptions, discount rate assumptions, inflation, the expected rate of return on scheme assets, or other factors, this could result in us having to make increased contributions to reduce or satisfy the deficits which would divert resources from use in other areas of our business and reduce our capital resources.

35. Our results of operations could be adversely affected as a result of any disputes with our employees.

Our operations are personnel-driven, and we place a lot of emphasis on the effective training of our personnel in communication and service orientation skills. However, a failure to train and motivate our employees may lead to

an increase in our employee attrition rates, erode the quality of customer service, divert management resources and impose significant costs on us which may have an adverse impact on our business and future financial performance. There is risk of employee attrition due competitive environment. The attrition rate in MFI industry is generally high. Our Company's attrition rate for the financial year ended March 31, 2023 was 72%.

We employed 14,286 full-time employees (including trainees) as of September 30, 2023, and lay significant emphasis on our employees' overall welfare. However, there can be no assurance that there will not be any future disruptions in our operations due to any disputes with our employees, or that such disputes will not adversely affect our business and results of operations. We depend on our branch-level employees for sourcing, disbursements and collections and customer liaison, and significant attrition at any of our branches could adversely impact our operations.

Further, in the event of a labour dispute, protracted negotiations and strike action may impair our ability to carry on our day-to-day operations, which could materially and adversely affect our business, future financial performance and results of operations.

36. Third party industry and industry-related statistical data in this Shelf Prospectus may be incomplete, out of date, incorrect or unreliable.

Neither we, nor the Lead Managers have independently verified the third party and industry related data obtained from CRISIL Market Intelligence & Analytics (CRISIL MI&A) – NBFC Industry Report released in Mumbai in August 2023 and other industry sources referred in this Shelf Prospectus and therefore, while we believe them to be true, there can be no assurance that they are complete or reliable. Such data may also be produced on different bases from those used in the industry publications we have referenced. Therefore, discussions of matters relating to India, its economy and our industry in this Shelf Prospectus are subject to the caveat that the statistical and other data upon which such discussions are based may be incomplete or unreliable. Industry sources and publications are also prepared based on information as of specific dates and may no longer be current or reflect current trends. Industry sources and publications may also base their information on estimates, projections, forecasts and assumptions that may prove to be incorrect. While industry sources may take due care and caution while preparing their reports, they do not guarantee the accuracy, adequacy or completeness of the data or report and do not take responsibility for any errors or omissions or for the results obtained from using their data or report. Accordingly, investors should not place undue reliance on, or base their investment decision on this information. See "*Industry Overview*" on page 83.

37. Our Managing Director and Whole Time Director are interested in our Company by virtue of the shares and/ or ESOPs held by them.

Our Managing Director and Whole Time Director are interested in our Company, in addition to regular remuneration or benefits and reimbursement of expenses, to the extent of their shareholding or stock options held by them in our Company.

Our Managing Director and Whole Time Director may also be deemed to be interested to the extent of dividend, if any payable to them and other distributions in respect of the equity shares and/ or equity shares held in the Company. For details of the shareholding of our Directors, see "*Our Management"* on page 122.

38. We have negative cash flows from operations in recent periods. There is no assurance that such negative cash flows from operations shall not recur in the future.

We had negative cash flows for operating activities in the past on account of high growth in loans and advances i.e., disbursals as compared with collections for the year and may have negative cash flows in the future.

The following table sets forth our cash flow on consolidated basis for the years indicated below:

(₹ in crore)

Particulars	Fiscal 2023	Fiscal 2022	Fiscal 2021
Net cash (used in)/generated from operating activities (A)	(2,124.34)	(1,690.48)	(1,520.20)
Net cash (used in)/ generated from investing activities (B)	(284.58)	(95.04)	(65.30)
Net cash (used in)/ generated from financing activities (C)	2,183.93	2,090.98	1,541.24
Net (Decrease) / Increase in cash and cash equivalents (A + B + C)	(224.98)	305.46	(44.25)
Cash and cash equivalents as at the beginning of the year/ period	452.09	146.64	190.89
Cash and cash equivalents as at the end of the year/period	227.11	452.09	146.64

We cannot assure you that our net cash flows will be positive in the future.

For disclosure of cash flows of our Company, for the Fiscal 2023, Fiscal 2022 and Fiscal 2021, as per Ind AS 107, please see section titled *"Our Business – Statement of Key Operational And Financial Parameters"* on page 108.

39. The microfinance industry in India faces unique risks due to the category of customers that it services, which are generally not associated with other forms of lending.

The focus customer segment for our microfinance business is low-income families across India with an annual household income of up to ₹ 3,00,000. Our customers generally have limited sources of income, savings and credit histories. In addition, although we are generally able to obtain credit reports from credit bureaus on our customers, to the extent that there is limited financial information available for our focus customer segment and customers do not have any credit history supported by tax returns, bank or credit card statements, statements of previous loan exposures or other related documents, it may be of default than customers with greater financial resources and more established credit histories and customers living in urban areas with better access to education, employment opportunities and social services.

Collections for our microfinance business are primarily in cash, exposing us to certain operational risks. Such cash collections expose us to the risk of theft, fraud, misappropriation or unauthorised transactions by employees responsible for dealing with such cash collections. These risks are exacerbated by the high levels of responsibility we delegate to our employees and the geographically dispersed nature of our network. While we have taken insurance policies, including coverage for cash in safes and in transit, and undertaken measures to detect and prevent unauthorized transactions, fraud or misappropriation, this may not be sufficient to prevent or deter such activities in all cases, which may adversely affect our operations and profitability. Further, we may be subject to regulatory or other proceedings in connection with any unauthorised transactions, fraud or misappropriation by our representatives and employees, which could adversely affect our goodwill. We may also be party to criminal proceedings and civil litigation related to our cash collections. Although we have introduced collection points at banks and with third-party fintech vendors, key safety lockers, accompanying personnel such as senior loan officer and assistant branch manager for physical transportation of cash and conducted period audits, we may be unable to avoid all operational risks. This may adversely affect our business, results of operations and cash flows.

In addition, political and social risks, such as the negative publicity surrounding the growth and profitability of the microfinance industry, public criticism of the microfinance industry, or religious beliefs and convictions regarding the extension of credit and repayment of interest may deter our customers from fulfilling their obligations to us. In addition, the microfinance sector may be susceptible to election cycles. For example, political pressure by incumbents to write off loans or the announcements of debt waiver schemes by state governments ahead of general elections may result in an accretion of NPAs across the microfinance industry. Due to the precarious circumstances of our customers and our non-traditional lending practices, we may, in the future, experience increased levels of NPAs and related provisions and write-offs that may adversely affect our business, financial condition and results of operations. We cannot assure you that our monitoring and risk management procedures will effectively predict and/or prevent such losses or that loan loss reserves will be sufficient to cover actual losses.

40. We have not entered into any definitive arrangements to utilize the net proceeds of the Issue towards the objects of this Issue.

We intend to use the Net Proceeds for the purposes described in *"Objects of the Issue"* on page 67. Our management will have broad discretion to use the Net Proceeds and you will be relying on the judgment of our management regarding the application of these Net Proceeds. Our funding requirements are based on current conditions and are subject to change in light of changes in external circumstances or in our financial condition, business or strategy. Our management, in response to the competitive and dynamic nature of the industry, will have the discretion to revise its business plan from time to time. Any such change in our plans may require rescheduling of our current plans or discontinuing existing plans and an increase or decrease in the fund requirements for the objects, at the discretion of the management. Pending utilization for the purposes described above, we intend to temporarily invest the funds in interest bearing liquid instruments including deposits with banks and investments in liquid (not equity) mutual funds. Such investments would be in accordance with the investment policies approved by our Board from time to time.

41. Our Company's business requires substantial capital and any disruption in the sources of its funding or an increase in its average cost of borrowings could have a material adverse effect on its liquidity and financial condition.

Our liquidity and ongoing profitability are, to a large extent, dependent upon our timely access to, and the costs associated with, raising capital. Our funding requirements have historically been met through a combination of borrowings from a well-diversified base of domestic lenders. Our finance costs were ₹ 412.79 crore, ₹ 586.98 crore ₹ 395.10 crore and ₹ 254.56 crore for the six months ended September 30, 2023, Fiscal 2023, Fiscal 2022 and Fiscal 2021 respectively. Our business growth, liquidity and profitability depend and will continue to depend on our ability to access diversified, relatively stable and low-cost funding sources as well as our financial performance, capital adequacy levels, credit ratings and relationships with lenders. As a financial services company, we have to adhere to certain regulatory requirements while obtaining financing. Any adverse developments or changes in applicable laws and regulations, which limit our ability to raise funds through term loans or through private placements of non-convertible debentures, can disrupt our sources of funding and as a consequence, could have a material adverse effect on our liquidity and financial condition.

Our Total Borrowings were ₹ 8,071.56 crore as at September 30, 2023 out of which ₹ 4,725.78 crore were to mature or repaid in less than a year. In order to meet these debt obligations, we will either need to refinance, which may prove to be difficult in the event of volatility in the credit markets, or alternatively, raise additional retained earnings or generate sufficient operating cash flows to retire the debt. There can be no assurance that our business will generate sufficient cash to enable it to service its existing debt or to fund its other liquidity needs.

Our ability to borrow funds and refinance existing debt may also be affected by a variety of factors, including deterioration in our financial performance or profitability, regulatory policies impacting the ability of lenders to lend to certain sectors such as NBFCs, liquidity in the credit markets, the strength of the lenders from which we borrow, the amount of eligible collateral, credit rating downgrade and accounting changes that may impact calculations of covenants in our financing agreements. An event of default, a significant negative ratings action by a rating agency, an adverse action by a regulatory authority or a general deterioration in prevailing economic conditions that constricts the availability of credit may increase our cost of funds and make it difficult for us to access financing in a cost-effective manner. A disruption in sources of funds or increase in cost of funds as a result of any of these factors may have a material adverse effect on our liquidity and financial condition.

Pursuing our growth strategy and introducing new product offerings to our customers will have an impact on our long-term capital requirements. The market for such funds is competitive and our ability to obtain funds at competitive rates will depend on various factors. If we are unable to access funds at an effective cost that is comparable to or lower than our competitors, we may not be able to offer competitive interest rates for our loans. Our ability to raise funds on acceptable terms and at competitive rates continues to depend on various factors, including the regulatory environment and policy initiatives in India, liquidity in the market, developments in international markets affecting the Indian economy, investors' and/or lenders' perception of demand for debt and equity securities of NBFCs, and our current and future results of operations and financial condition. If we are unable to obtain adequate financing or financing on terms satisfactory to us or refinancing and in a timely manner, our ability to grow or support our business and to respond to business challenges could be limited and our business prospects, results of operations, cash flows and financial condition would be materially and adversely affected.

42. We continue to be controlled by our Promoter and it will continue to have the ability to exercise significant control over us. We cannot assure you that exercise of control by our Promoter will always favor our best interest.

Our Promoter, IIFL Finance Limited holds 99.51 % of our outstanding Equity Shares as on September 30, 2023. Our Promoter, IIFL Finance Limited exercises significant control over us, including being able to control the composition of our Board and determine matters requiring shareholder approval or approval of our Board. Our Promoter, IIFL Finance Limited may take or block actions with respect to our business, which may conflict with our interests or the interests of our minority shareholders. By exercising their control, our Promoter, IIFL Finance Limited could delay, defer or cause a change of our control or a change in our capital structure, delay, defer or cause a merger, consolidation, takeover or other business combination involving us, discourage or encourage a potential acquirer from making a tender offer or otherwise attempting to obtain control of us which may not favor our best interest.

43. Our Company may be exposed to fluctuations in the market values of its investment and other asset portfolio.

Financial market turmoil can adversely affect economic activity globally, including India. Deterioration in the credit and capital markets may result in volatility of our investment earnings and impairments to our investment and asset portfolio, including the assets in our Balance Sheet, which are maintained as a part of our liquidity management. Further, the value of our investments depends on several factors beyond our control, including the domestic and international economic and political scenario, inflationary expectations, unforeseen tail events like the COVID-19 pandemic and RBI's monetary policies. Any decline in the value of the investments could negatively impact our

financial condition.

44. ***Our Company may face asset-liability mismatches which could affect its liquidity and consequently may adversely affect our Company's operations and profitability.***

Asset-liability mismatch represents a situation when financial terms of an institution's assets and liabilities do not match and is a key financial parameter indicative of an NBFC's performance. Our funding requirements are met through diverse funding sources such as (i) term loans from banks, NBFCs, development financial institutions, (ii) commercial papers, and (iii) non-convertible debentures. The term loans from banks are predominantly co-terminus with the tenor of the loans given to our microfinance customers. The term loans from NBFCs and development financial institutions have tenor more than or equal to the tenor of the loans given to our customers. The non-convertible debentures predominantly have tenor longer than the tenor of the loans given to our customers.

However, we may face potential variation in asset-liability mismatch and liquidity risk due to varying periods over which our assets and liabilities mature. If we are unable to obtain additional credit facilities or renew our existing credit facilities in a timely and cost-effective manner to meet our maturing liabilities, or at all, this may lead to gaps and mismatches between our assets and liabilities, which in turn may adversely affect our liquidity position, and in turn, our operations and financial performance.

The following table describes the standalone ALM of our Company as on October 31, 2023:

Particulars	upto 7 days	8 days to 14 days	15 days to 30/31 days (One month)	Over one month and up to 2 months	Over two months and up to 3 months	Over 3 months and up to 6 months	Over 6 months and up to 1 year	Over 1 year and upto 3 years	Over 3 years and upto 5 years	Over 5 years	Total
A. OUTFLOWS											
Capital	-	-	-	-	-	-	-	-	-	593.64	593.64
Reserves & Surplus	-	-	-	-	-	-	-	-	-	1,003.37	1,003.37
Bonds & Notes	-	-	-	-	-	-	-	-	-	-	-
Deposits	-	-	-	-	-	-	-	-	-	-	-
Borrowings	81.41	102.42	224.77	561.68	314.00	1,417.71	2,126.70	2,629.16	336.45	275.00	8,069.31
Current Liabilities & Provisions	53.92	130.67	129.81	15.03	1.32	99.65	33.16	152.35	157.39	0.04	773.34
Statutory Dues	1.99	32.25	10.30	-	-	-	-	-	-	-	44.54
Unclaimed Deposits	-	-	-	-	-	-	-	-	-	-	-
Other Outflows	1.13	1.50	1.13	3.69	3.93	10.72	21.26	33.23	0.03	-	76.61
Outflows On Account of Off Balance Sheet (OBS) Exposure	-	-	-	-	-	-	-	-	-	-	-
TOTAL OUTFLOWS	138.45	266.85	366.01	580.40	319.25	1,528.07	2,181.11	2,814.75	493.88	1,872.05	10,560.82
Cumulative Outflows	138.45	405.30	771.31	1,351.70	1,670.96	3,199.03	5,380.14	8,194.89	8,688.77	10,560.82	10,560.82
B. INFLOWS											
Cash (In 1 to 30/31 day time-bucket)	0.48	-	-	-	-	-	-	-	-	-	0.48
Remittance	-	-	-	-	-	-	-	-	-	-	-

Particulars	upto 7 days	8 days to 14 days	15 days to 30/31 days (One month)	Over one month and up to 2 months	Over two months and up to 3 months	Over 3 months and up to 6 months	Over 6 months and up to 1 year	Over 1 year and upto 3 years	Over 3 years and upto 5 years	Over 5 years	Total
in Transit											
Balances With Banks	355.65	30.09	21.08	3.95	28.53	57.39	74.66	193.90	-	0.25	765.51
Investments	627.93	-	-	-	-	-	-	195.05	-	0.05	823.03
Advances (Performing)	125.07	166.76	125.07	409.38	435.82	1,189.57	2,359.97	3,485.41	3.60	0.23	8,300.88
Gross Non-Performing Loans (GNPA)	-	-	-	-	-	-	-	204.31	-	-	204.31
Inflows From Assets On Lease	-	-	-	-	-	-	-	-	-	-	-
Fixed Assets (Excluding Assets On Lease)	-	-	-	-	-	-	-	-	-	40.79	40.79
Other Assets :	34.43	41.49	60.18	22.25	22.81	50.62	72.78	110.81	9.96	0.51	425.84
Security Finance Transactions	-	-	-	-	-	-	-	-	-	-	-
Inflows on Account of Off Balance Sheet (OBS) Exposure	-	-	-	-	-	-	-	-	-	-	-
TOTAL INFLOWS	1,143.56	238.34	206.32	435.58	487.15	1,297.58	2,507.41	4,189.49	13.56	41.82	10,560.82
C. Mismatch (B - A)	1,005.11	-28.50	-159.69	-144.82	167.90	-230.50	326.30	1,374.74	-480.32	-1,830.23	0.00
D. Cumulative Mismatch	1,005.11	976.61	816.92	672.10	840.01	609.51	935.81	2,310.55	1,830.23	0.00	0.00
E. Mismatch as % of Total Outflows	725.99%	-10.68%	-43.63%	-24.95%	52.59%	-15.08%	14.96%	48.84%	-97.25%	-97.77%	0.00%
F. Cumulative Mismatch as % of Cumulative Total Outflows	725.99%	240.96%	105.91%	49.72%	50.27%	19.05%	17.39%	28.20%	21.06%	0.00%	0.00%

(₹ in crore)

45. If we fail to identify, monitor and manage risks and effectively implement our risk management policies, it could have a material adverse effect on our business, financial condition, results of operations and cash flows.

We have devoted resources to develop our risk management policies and procedures and aim to continue to do so in the future. Despite this, our policies and procedures to identify, monitor and manage risks of fraud, money laundering, any other credit, operational or other risks may not be fully effective. Further, some of our methods of managing risks are based upon the use of observed historical market behavior. As a result, these methods may not accurately predict future risk exposures, which could be significantly greater than those indicated by the historical

measures. To the extent any of the instruments and strategies we use to hedge or otherwise manage our exposure to market or credit risk are not effective, we may not be able to mitigate effectively our risk exposures in particular market environments or against particular types of risk. Our investment and interest rate risk are dependent upon our ability to properly identify, and mark-to market changes in the value of financial instruments caused by changes in market prices or rates. Our earnings are dependent upon the effectiveness of our management of changes in credit quality and risk concentrations, the accuracy of our valuation models and our critical accounting estimates and the adequacy of our allowances for loan losses. To the extent our assessments, assumptions or estimates prove inaccurate or not predictive of actual results, we could suffer higher than anticipated losses.

46. Our Company has entered into related party transactions and may continue to enter into related party transactions which may involve conflict of interest.

Our Company has entered into related party transactions, within the meaning of Ind AS 24 as issued by the Companies (Indian Accounting Standards) Rules, 2015. Such transactions, in future, may give rise to current or potential conflicts of interest with respect to dealings between our Company and such related parties. While our Company believes that all related party transactions entered into are conducted on an arms' length basis and in the ordinary course of business, there can be no assurance that it could not have achieved more favourable terms if such transactions had not been entered into with related parties. Additionally, there can be no assurance that any dispute that may arise between our Company and related parties will be resolved in our Company's favor. For further details on related party transactions, please see the chapter "*Related Party Transactions*" on page 138.

47. We may undertake acquisitions, strategic investments, restructuring in future. Any failure to complete such strategic decisions may adversely affect our reputation or growth prospects.

We may, depending on our management's view and market conditions, pursue strategic investments, undertake acquisitions and enter into joint ventures. We cannot assure you that we will be able to undertake such strategic investments, acquisitions (including by way of a merger, or share or asset acquisition) or joint ventures in the future, either on terms acceptable to us or at all. Moreover, we require regulatory approval for acquisitions, and we cannot guarantee that we will receive such approvals in a timely manner, or subject to any conditions, or at all. Any inability to identify suitable acquisition targets or investments or failure to complete such transactions may adversely affect our competitiveness or growth prospects.

48. Climate change and health epidemics could have a negative impact on the Indian economy and could cause our business to suffer.

Our business could be materially and adversely affected by the outbreak of public health epidemics, pandemic, endemic or the fear of such an outbreak, in India or elsewhere. In January 2020, an outbreak of a strain of coronavirus, COVID-19, which has spread globally, with cases recorded in various parts of the globe including China, Australia, Italy, Iran, Japan, South Korea, UAE, Thailand, the United States and India, among other countries. On January 30, 2020, the World Health Organization declared the COVID-19 outbreak a health emergency of international concern. Governments around the world had to impose a number of measures designed to contain the outbreak, including business closures, travel restrictions, quarantines, lockdown and cancellations of gatherings and events. This in turn has impacted the operation of businesses, reduced regional travels and trade and lowered industrial production and consumption demand. If the outbreak of any of these epidemics, pandemics, endemics or other severe epidemics, continues for an extended period, occurs again and/or increases in severity, it could have an adverse effect on economic activity worldwide, including India, and could materially and adversely affect our business, financial condition, cash flows and results of operations. Similarly, any other future public health epidemics in India could materially and adversely affect our business, financial condition, cash flows, results of operations and prospects.

49. This Shelf Prospectus contains certain Non-GAAP measures related to our operations and financial performance that may vary from any standard methodology that is applicable across the industry.

This Shelf Prospectus includes certain non-GAAP measures, including Net Worth and Return on Net Worth, which are in a supplemental measure of our performance and liquidity that is not required by, or presented in accordance with Ind AS. We consider these non-GAAP measures useful in evaluating our business and financial performances. However, these non-GAAP measures are not alternatives to any measure of performance or liquidity or as an indicator of our operating performance or liquidity. They should not be considered in isolation or construed as an alternative to cash flows, profit/ (loss) for the year or any other measure of financial performance or as an indicator of our operating performance, liquidity, profitability or cash flows generated by operating, investing or financing activities derived in accordance with Ind AS. There are no standard methodologies in the industries for computing

such measures, and those non-GAAP measures we included in this Shelf Prospectus may not be comparable to similarly titled measures presented by other companies. Other companies may calculate similarly titled measures differently, limiting their usefulness as comparative measures to our data. We encourage investors and others to review our financial information in its entirety and not rely on a single financial measure.

Risks Relating to Regulations

50. We operate in a highly regulated environment.

We operate in a highly regulated environment in which we are regulated by SEBI, RBI, the MCA, the Registrar of Companies and other domestic regulators. Accordingly, legal and regulatory risks are inherent and substantial in our businesses. As we operate under licenses or registrations obtained from appropriate regulators, we are subject to actions that may be taken by such regulators in the event of any non-compliance with any applicable policies, guidelines, circular, notifications and regulations issued by the relevant regulators.

Being regulated, we are subject to regular scrutiny and supervision by their respective regulators, such as regular inspections that may be conducted by RBI. The requirements imposed by regulators are designed to ensure the integrity of the financial markets and to protect investors and depositors. Any non- compliance with regulatory guidelines and directions may result in substantial penalties and reputational impact, which may affect the price of our securities. Among other things, in the event of being found non-compliant, we could be fined or prohibited from engaging in certain business activities.

Any change to the existing legal or regulatory framework will require us to allocate additional resources, which may increase our regulatory compliance costs and direct management attention and consequently affect our business. For e.g., RBI has recently introduced the Master Direction - Reserve Bank of India (Regulatory Framework for Microfinance Loans) Directions, 2022 ("RBI MFI Master Directions"), pursuant to which RBI has *inter alia* increased the annual household income limit of borrowers up to ₹3,00,000, capped the loan repayment obligation of the household to 50% of the monthly household income, regulated the pricing of loans etc. The RBI MFI Directions will require us to put in place additional procedures and processes undertaking comprehensive data checks to determine annual household income for determination of maximum permissible limits and for other compliances under the RBI MFI Directions.

In addition, we are also exposed to the risk of us or any of our employees being non-compliant with insider trading rules or engaging in front running in securities markets. In the event of any such violations, regulators could take regulatory actions, including financial penalties against us and the concerned employees. This could have a materially adverse financial and reputational impact on us.

51. Changing laws, rules and regulations and legal uncertainties, including adverse application of tax laws and regulations, across the multiple jurisdictions we operate in may materially adversely affect our business and financial performance.

Our business and financial performance could be materially adversely affected by changes in the laws, rules, regulations or directions applicable to us and our general and microfinance businesses, or the interpretations of such existing laws, rules and regulations, or the promulgation of new laws, rules and regulations, in India.

The governmental and regulatory bodies in India where we operate may notify new regulations and/ or policies, which may require us to obtain approvals and licenses from the government and other regulatory bodies, or impose onerous requirements and conditions on our operations, in addition to those which we are undertaking currently. Any such changes and the related uncertainties with respect to the implementation of new regulations may have a material adverse effect on our business, financial condition and results of operations. See "*Regulations and Policies*" on page 139.

In addition, unfavorable changes in or interpretations of existing, or the promulgation of new, laws, rules and regulations including foreign investment laws governing our business, operations and investments in our Company by non-residents, could result in us being deemed to be in contravention of such laws and/ or may require us to apply for additional approvals.

Tax and other levies imposed by the central and state governments in India that affect our tax liability include central and state taxes and other levies, income tax, turnover tax, goods and service tax, stamp duty and other special taxes and surcharges which are introduced on a temporary or permanent basis from time to time. The final determination

of our tax liabilities involves the interpretation of local tax laws and related regulations in each jurisdiction as well as the significant use of estimates and assumptions regarding the scope of future operations and results achieved and the timing and nature of income earned and expenditures incurred. Moreover, the central and state tax scheme in India is extensive and subject to change from time to time. For instance:

- The General Anti Avoidance Rules ("**GAAR**") came into effect from April 1, 2017. The tax consequences of the GAAR provisions being applied to an arrangement may result in a denial of tax benefit amongst other consequences. In the absence of any precedents on the subject, the application of these provisions is uncertain. GAAR provisions may have an adverse tax impact on us; and

- The Government of India has implemented a comprehensive national goods and services tax ("GST") regime with effect from July 1, 2017 that combines taxes and levies by the Central and State Governments into a unified rate structure. Any future increases or amendments may affect the overall tax efficiency of companies operating in India and may result in significant additional taxes becoming payable. If the tax costs associated with certain transactions because of a particular tax risk materializing are greater than anticipated, it could affect the profitability of such transactions.

Further, as of September 30, 2023, we had a total of 14,286 full-time employees (including trainees). Our full-time employees are employed by us and are entitled to statutory employment benefits, such as a defined benefit gratuity plan, among others.

We are subject to various labour laws and regulations governing our relationships with our employees including in relation to minimum wages, working hours, overtime, working conditions.

A change of law that requires us to increase the benefits to the employees from the benefits now being provided may create potentially liability for us. Such benefits could also include provisions which reduce the number of hours an employee may work for or increase in number of mandatory casual leaves, which all can affect the productivity of the employees.

A change of law that requires us to treat and extend benefits to our outsourced personnel, and personnel retained on a contractual basis, similar to our full-time employees may create potential liability for us. If we fail to comply with current and future health and safety and labour laws and regulations at all times, including obtaining relevant statutory and regulatory approvals, this could materially and adversely affect our business, future financial performance and results of operations.

52. In order to support and grow our business, we must maintain a minimum capital to risk weighted assets ratio, and a lack of access to the capital markets may prevent us from maintaining an adequate ratio.

As an NBFC-MFI, RBI requires us to maintain a minimum capital to risk weighted assets ratio ("CRAR") consisting of Tier I and Tier II capital of 15.00% of our aggregate risk weighted assets. Further, the total of our Tier II capital cannot exceed 100% of our Tier I capital at any point of time. Our ability to support and grow our business would become limited if the CRAR is low. While we may access the capital markets to offset any declines to our CRAR, we may be unable to access the markets at the appropriate time or the terms of any such financing may be unattractive due to various reasons attributable to changes in the general environment, including political, legal and economic conditions. Our CRAR calculated on the basis of RBI norms applicable to NBFC – MFI as at March 31, 2023, 2022 and 2021 was 17.14%, 17.83% and 18.56% respectively, while its Tier I Capital as at March 31, 2023 was 13.49%.

As we continue to grow our loan portfolio and asset base, we will be required to raise additional Tier I and Tier II capital in order to continue to meet applicable CRAR with respect to our business. There can be no assurance that we will be able to raise adequate additional capital in the future on terms favourable to us, and this may adversely affect the growth of our business. In addition, any changes in RBI or other government regulations in relation to securitizations and/ or assignments, by NBFCs in general or MFIs specifically could have an adverse impact on our assignment and securitization plans in the future. This may result in non–compliance with applicable capital requirements, which could have a material adverse effect on our business prospects, financial condition and results of operations.

If we are unable to meet any existing or new and revised requirements, our business, future financial performance and the price of our Equity Shares could be adversely affected.

53. Any non-compliance with mandatory AML and KYC policy could expose us to additional liability and harm our

business and reputation.

In accordance with the requirements applicable to us, we are mandated to comply with applicable anti- money-laundering ("AML"), combatting terrorism financing and antiterrorism laws and other regulations in India. In the ordinary course of our operations, we run the risk of failing to comply with the prescribed Know Your Customer ("**KYC**") procedures and detect fraud and money laundering by dishonest customers. For further details, see "*Regulations and Policies*" on page 139. While we have adopted policies and procedures aimed at collecting and maintaining all AML and KYC related information from our customers in order to detect and prevent the use of our business networks for illegal money-laundering activities, there may be instances where we may be used by other parties in attempts to engage in money- laundering and other illegal or improper activities.

Although we believe that we have adequate internal policies, processes and controls in place to prevent and detect AML activity and ensure KYC compliance, and have taken necessary corrective measures, there can be no assurance that we will be able to fully control instances of any potential or attempted violation by other parties and may accordingly be subject to regulatory actions including imposition of fines and other penalties by the relevant government agencies to whom we report. Our business and reputation could suffer if any such parties use or attempt to use us for money-laundering or illegal or improper purposes and such attempts are not detected or reported to the appropriate authorities in compliance with applicable regulatory requirements.

Risks Relating to India

54. Financial difficulty and other problems in certain financial and other non-banking financial institutions in India could materially adversely affect our business.

We are exposed to the risks of the Indian financial system. The financial difficulties faced by certain Indian financial and non-banking financial institutions could materially and adversely affect our business because the commercial soundness of many financial institutions may be closely related as a result of credit, trading, clearing or other relationships. Such "systemic risk", may materially adversely affect financial intermediaries, such as clearing agencies, banks, NBFCs, securities firms and exchanges with which we interact on a daily basis. Any such difficulties or instability of the Indian financial system in general could create an adverse market perception about Indian financial institutions and banks and materially adversely affect our business. Our transactions with these financial institutions and other non-banking financial institutions expose us to various risks in the event of default by a counterparty, which can be exacerbated during periods of market illiquidity.

55. India's existing credit information infrastructure may cause increased risks of loan defaults.

All of our business is located in India. India's existing credit information infrastructure may pose problems and difficulties in running a robust credit check on our borrowers. We may also face difficulties in the due diligence process relating to our customers or to any security or collateral we take in relation to our loans. We may not be able to run comprehensive searches relating to the security and there are no assurances that any searches we undertake will be accurate or reliable. Hence, our overall credit analysis could be less robust as compared to similar transactions in more developed economies. Any inability to undertake a comprehensive due diligence or credit check might result in an increase in our NPAs and we may have to increase our provisions correspondingly. Any of the foregoing may have a material adverse effect on our business, financial condition, results of operations and cash flows.

56. Financial or geo-political instability in other countries may cause increased volatility in Indian financial markets.

The Indian market and the Indian economy are influenced by economic, geo-political and market conditions in other countries, particularly emerging market countries in Asia. Although economic conditions are different in each country, investors' reactions to developments in one country can have adverse effects on the securities of companies in other countries, including India. A loss of investor confidence in the financial systems of other emerging markets may cause increased volatility in Indian financial markets and, indirectly, in the Indian economy in general. Any worldwide financial or geo-political instability could also have a negative impact on the Indian economy. Such worldwide financial instability could arise out of, for example, current developments relating to Ukraine which have prompted many western countries to impose financial and other sanctions on Russia. Financial disruptions may occur again and could harm our business and our future financial performance.

Investors should be aware that there is a recent history of financial crises and boom-bust cycles in multiple markets in both emerging and developed economies which leads to risks for all financial institutions, including the Company.

We remain subject to the indirect economic effect of any potential tightening in global credit conditions, some of which cannot be anticipated and the vast majority of which are not under our control. We also remain subject to counterparty risk arising from financial institutions that can fail or are otherwise unable to meet their obligations under their contractual commitment to us.

57. If inflation were to rise in India, we might not be able to increase the prices of our services at a proportional rate in order to pass costs on to our customers and our profits might decline.

Inflation rates could be volatile, and we may face high inflation in the future as India had witnessed in the past. Increased inflation can contribute to an increase in interest rates and increased costs to our business, including increased costs of transportation, salaries, and other expenses relevant to our business. Further, high inflation leading to higher interest rates may also lead to a slowdown in the economy and adversely impact credit growth. Consequently, we may also be affected and fall short of business growth and profitability.

High fluctuations in inflation rates may make it more difficult for us to accurately estimate or control our costs. Any increase in inflation in India can increase our operating expenses, which we may not be able to pass on to our customers, whether entirely or in part, and the same may adversely affect our business and financial condition. In particular, we might not be able to reduce our costs or pass the increase in costs on to our customers. In such case, our business, results of operations, cash flows and financial condition may be adversely affected.

While the Government of India through RBI has previously initiated economic measures to combat high inflation rates, it is unclear whether these measures will remain in effect, and there can be no assurance that Indian inflation levels will not rise in the future.

As mentioned in "*Risk Factor - Financial or geo-political instability in other countries may cause increased volatility in Indian financial markets"* above, worldwide financial instability could also have impact on India. For example, the global crude prices have already jumped since the onset of war in Ukraine at end of February 2022 and if the crude prices do not cool down soon, India's energy imports could lead to higher inflation in India.

58. Any adverse change in India's credit rating by an international rating agency could materially adversely affect our business and profitability.

India's sovereign rating is Baa3 with a "stable" outlook (Moody's), BBB-with a "stable" outlook (S&P) and BBB-with a "negative" outlook (Fitch). India's sovereign rating could be downgraded due to various factors, including changes in tax or fiscal policy or a decline in India's foreign exchange reserves, which are outside our Company's control. Any adverse change in India's credit ratings by international rating agencies may adversely impact the Indian economy and consequently our ability to raise additional financing in a timely manner or at all, as well as the interest rates and other commercial terms at which such additional financing is available. Any such adverse development could adversely affect our business, financial condition and results of operations.

59. Any volatility in exchange rates may lead to a decline in India's foreign exchange reserves and may affect liquidity and interest rates in the Indian economy, which could adversely impact us.

Foreign inflows into India have remained extremely volatile responding to concerns about the domestic macroeconomic landscape and changes in the global risk environment. The widening current account deficit has been attributed largely to the surge in gold and oil imports.

Further, increased volatility in foreign flows may also affect monetary policy decision making. For instance, a period of net capital outflows might force RBI to keep monetary policy tighter than optimal to guard against any abnormal currency depreciation.

60. Terrorist attacks, civil unrest and other acts of violence or war involving India and other countries would negatively affect the Indian market where our shares trade and lead to a loss of confidence and impair travel, which could reduce our customers' appetite for our products and services.

Terrorist attacks, civil unrest and other acts of violence or war may negatively affect the Indian markets on which our Equity Shares are proposed to be listed and traded and could also materially adversely affect the global financial markets. In addition, any deterioration in relations between India and its neighbors might result in investor concern about stability in the region, which could materially adversely affect the price of our Equity Shares.

India has also witnessed civil disturbances in recent years and future civil unrest as well as other adverse social, economic and political events in India could have an adverse impact on us. Such incidents also create a greater perception that investment in Indian companies involves a higher degree of risk, which could have an adverse impact on our business and the price of our Equity Shares.

61. Companies operating in India are subject to a variety of taxes and surcharges.

Tax and other levies imposed by the central and state governments in India that affect our tax liability include central and state taxes and other levies, income tax, value added tax, turnover tax, service tax, stamp duty, tax on dividends and other special taxes and surcharges which are introduced on a temporary or permanent basis from time to time. Moreover, the central and state tax scheme in India is extensive and subject to change from time to time. The central or state government may in the future increase the corporate income tax it imposes. Any such future increases or amendments may affect the overall tax efficiency of companies operating in India and may result in significant additional taxes becoming payable. Additional tax exposure could adversely affect our business, cash flows and results of operations.

62. A decline in India's foreign exchange reserves may affect liquidity and interest rates in the Indian economy, which could adversely impact us.

A decline in India's foreign exchange reserves could affect the liquidity and result in higher interest rates in the Indian economy, which could adversely affect our business, future financial performance, results of operations and financial condition.

63. There may be less information available about the companies listed on the Indian securities markets compared with information that would be available if we were listed on securities markets in certain other countries.

There may be differences between the level of regulation and monitoring of the Indian securities markets and the activities of investors, brokers and other participants in India and that in the markets in the United States and certain other countries. SEBI is responsible for ensuring and improving disclosure and other regulatory standards for the Indian securities markets. SEBI has issued regulations and guidelines on disclosure requirements, insider trading and other matters. There may, however, be less publicly available information about companies listed on an Indian Stock Exchanges compared with information that would be available if that company was listed on a securities market in certain other countries. As a result, investors may have access to less information about the business, results of operations, cash flows and financial conditions, and those of the competitors that are listed on BSE and NSE and other stock exchanges in India on an on-going basis than you may find in the case of companies subject to reporting requirements of other more developed countries.

Risks relating to the Issue and NCDs.

64. The NCD Holders 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 the holders to a potential loss.

Our ability to pay interest accrued on the NCDs and/or the principal amount outstanding from time to time in connection therewith would be subject to various factors, inter alia, including our financial condition, profitability and the general economic conditions in India and in the global financial markets. We cannot assure you that we would be able to repay the principal amount outstanding from time to time on the NCDs and/or the interest accrued thereon in a timely manner or at all. Although our Company will create appropriate security in favor of the Debenture Trustee for the NCD Holders on the assets adequate to ensure security cover of 1.05 times of the outstanding principal and interest for the NCDs, and it will be the duty of the Debenture Trustee to monitor that the security is maintained, however, the realisable value of the assets charged as security, when liquidated, may be lower than the outstanding principal and/or interest accrued thereon in connection with the NCDs and shall depend on the market scenario prevalent at the time of the enforcement of the security. A 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.

65. There may be no active market for the NCDs on the platform of the Stock Exchanges. As a result, the liquidity and market prices of the NCDs may fail to develop and may accordingly be adversely affected.

There can be no assurance that an active market for the NCDs will develop. If an active market for the NCDs fails to develop or be sustained, the liquidity and market prices of the NCDs may be adversely affected. The market price of the NCDs would depend on various factors, inter alia, including (i) the interest rate on similar securities available in the market and the general interest rate scenario in the country, (ii) the market price of our Equity Shares, (iii) the market for listed debt securities, (iv) general economic conditions, and (v) our financial performance, growth prospects and results of operations. The aforementioned factors may adversely affect the liquidity and market price of the NCDs, which may trade at a discount to the price at which you purchase the NCDs and/or be relatively illiquid.

66. There may be a delay in making refund/ unblocking of funds to Applicants.

We cannot assure you that the monies refundable to you, on account of (i) withdrawal of your Applications, (ii) our failure to receive minimum subscription in connection with the Base Issue, (iii) withdrawal of the Issue, or (iv) failure to obtain the final approval from the Stock Exchanges for listing of the NCDs, will be refunded to you in a timely manner. We, however, shall refund / unblock such monies, with the interest due and payable thereon as prescribed under applicable statutory and/or regulatory provisions.

67. In the event of bankruptcy, liquidation or winding-up, there may not be sufficient assets remaining to pay amounts due on the NCDs.

The NCDs will be subordinated to certain liabilities preferred by law such as the claims of the Government on account of taxes, and certain liabilities incurred in the ordinary course of our business. In the event of bankruptcy, liquidation or winding-up, our Company's assets will be available to pay obligations on the NCDs only after all of those liabilities that rank senior to these NCDs have been paid as per Section 327 of the Companies Act, 2013. In the event of bankruptcy, liquidation or winding-up, there may not be sufficient assets remaining to pay amounts due on the NCDs.

68. There is no assurance that the NCDs issued pursuant to the Issue will be listed on Stock Exchanges in a timely manner, or at all.

In accordance with Indian law and practice, permissions for listing and trading of the NCDs issued pursuant to the Issue will not be granted until after the NCDs have been issued and allotted. Approval for listing and trading will require all relevant documents to be submitted and carrying out of necessary procedures with the stock exchanges. There could be a failure or delay in listing the NCDs on the Stock Exchanges for reasons unforeseen. If permission to deal in and for an official quotation of the NCDs is not granted by the stock exchange, our Company will forthwith repay, with interest, all monies received from the Applicants in accordance with prevailing law in this context, and pursuant to this Shelf Prospectus. There is no assurance that the NCDs issued pursuant to the Issue will be listed on Stock Exchanges in a timely manner, or at all.

69. Trading of the NCDs may be limited by temporary exchange closures, broker defaults, settlement delays, strikes by brokerage firm employees and disputes.

The Indian Stock Exchanges have experienced temporary exchange closures, broker defaults, settlement delays and strikes by brokerage firm employees. In addition, the governing bodies of the Indian Stock Exchanges have from time to time imposed restrictions on trading in certain securities, limitations on price movements and margin requirements. Furthermore, from time to time, disputes have occurred between listed companies and Stock Exchanges and other regulatory bodies, which in some cases may have had a negative effect on market sentiment.

70. Repayment is subject to the credit risk of the Company

Potential investors should be aware that receipt of the principal amount, (i.e. the redemption amount), interest thereon and any other amounts that may be due in respect of the NCDs is subject to the credit risk of the Company whereby the Investors may or may not recover all or part of the funds in case of default by the Company. Potential investors assume the risk that the Company will not be able to satisfy their obligations under the NCDs. In the event that bankruptcy proceedings or composition, scheme of arrangement or similar proceedings to avert bankruptcy are instituted by or against the Issuer, the payment of sums due on the NCDs may not be made or may be substantially reduced or delayed.

On December 14, 2021, RBI issued a circular titled "Prompt Corrective Action (PCA) Framework for Non-Banking Financial Companies (NBFCs)" ("PCA Framework Circular") to enable supervisory intervention and implement remedial measures of NBFCs, including NBFC-NDs, on the basis of tracking certain indicators such as CRAR, Tier

I Capital Ratio and Net NPA Ratio.

71. You may be subject to taxes arising on the sale of the NCDs.

Sale of NCDs by any holder may give rise to tax liability, as discussed in section entitled "*Statement of Possible Tax Benefits*" on page 70.

72. Legal investment considerations may restrict certain investment.

The investment activities of certain investors are subject to investment laws and regulations, or review or regulation by certain authorities. Each potential investor should consult its legal advisers to determine whether and to what extent (i) the NCDs are legal investments for it, (ii) the NCDs can be used as collateral for various types of borrowing and (iii) other restrictions apply to its purchase or pledge of the NCDs.

73. The NCDs are subject to the risk of change in law.

The terms and conditions of the NCDs are based on Indian law in effect as of the date of issue of the relevant NCDs. No assurance can be given as to the impact of any possible judicial decision or change to Indian law or administrative practice after the date of issue of the relevant NCDs and any such change could materially and adversely impact the value of any NCDs affected by it.

74. The Issuer, being a NBFC is not required to maintain a debenture redemption reserve ("DRR")

Pursuant to a Ministry of Corporate Affairs notification dated August 16, 2019 amending Section 71 of the Companies Act, 2013 and Rule 18 (7) of the Companies (Share Capital and Debentures) Rules, 2014, a NBFC is not required to maintain DRR for debentures issued through a public issue. Hence, investors shall not have the benefit of reserve funds to cover the re-payment of the principal and interest on the NCDs.

SECTION III – INTRODUCTION

GENERAL INFORMATION

Our Company was originally incorporated on August 9, 1995 as a public limited company under the provisions of the Companies Act, 1956 as 'Colanac Finance Limited' with registered office in Tamil Nadu *vide* the certification of incorporation granted by Additional Registrar of Companies, Tamil Nadu. The Company changed its name from 'Colanac Finance Limited' to 'Samasta Microfinance Limited' w.e.f. July 25, 2008 and obtained a fresh certificate of incorporation by Registrar of Companies, Tamil Nadu, Chennai, Andaman and Nicobar Islands on July 25, 2008 consequent to change in name. Subsequently, the registered office of the Company was changed from Tamil Nadu to Karnataka and a fresh certificate of incorporation was issued by Registrar of Companies Bengaluru w.e.f. March 31,2011. Further the Company changed its name from 'Samasta Microfinance Limited' to 'IIFL Samasta Finance Limited' w.e.f. September 01, 2021 and a fresh certificate of incorporation was granted by Registrar of Companies Bengaluru on September 01,2021, consequent to such change in name. The Company obtained a certificate of registration dated May 17, 2011 bearing registration no. B-02.00250 issued by RBI to carry on the activities of a NBFC under section 45 IA of the RBI Act, 1934. Further, pursuant to change of name of our Company to its current name, a revised certificate of registration dated September 20, 2021 bearing registration no. B-02.00250 was issued by RBI.

For further details in relation to the changes in our name, constitution, and registration with RBI, see "*History and Main Objects*" on page 119.

Registration:

CIN: U65191KA1995PLC057884
RBI registration number: B-02.00250
Permanent Account Number: AAACC4577H

Registered Office and Corporate Office
IIFL Samasta Finance Limited

Registered Office
110/3, Lalbagh Main Road,
Krishnappa Layout,
Bengaluru – 560 027, Karnataka
Tel: +91 80 4291 3588

Corporate Office
37A, Sannathi Street,
Theradi, Thiruvottriyur,
Chennai – 600 019, Tamil Nadu

Website: www.iiflsamasta.com
Email: secretarial@iiflsamasta.com
For further details regarding changes to our Registered Office, see "*History and Main Objects*" on page 119.

Liability of the members of the Company

Limited by shares

Chief Financial Officer

Anantha Kumar Thangavel
110/3, Lalbagh Main Road,
Krishnappa Layout,
Bengaluru – 560 027, Karnataka
Tel No: +91 80 4291 3509
Email: anathakumart@iiflsamasta.com

Company Secretary and Compliance Officer

Manoranjan Biswal
110/3, Lalbagh Main Road,
Krishnappa Layout,
Bengaluru – 560 027, Karnataka
Tel No: +91 80 4291 3588
Email: manoranjan@iiflsamasta.com

Investors may contact the Registrar to the Issue or our Company Secretary and Compliance Officer in case of any pre-Issue or post-Issue related issues such as non-receipt of Allotment Advice, demat credit of allotted NCDs, refunds, transfers, etc. as the case may be.

Lead Managers

JM FINANCIAL LIMITED
7th Floor, Cnergy, Appasaheb Marathe Marg,
Prabhadevi Mumbai – 400 025
Tel: +91 22 6630 3030
Fax: +91 22 6630 3330
E-mail: iiflsamasta.ncd2023@jmfl.com
Investor Grievance Email: grievance.ibd@jmfl.com
Website: www.jmfl.com
Contact Person: Prachee Dhuri
Compliance Officer: Sunny Shah
SEBI Registration Number: INM000010361
CIN: L67120MH1986PLC038784

IIFL Securities Limited*
24th Floor, One Lodha Place,
Senapati Bapat Marg
Lower Parel (West), Mumbai – 400 013
Tel: +91 22 4646 4728
Email: iiflsamasta.ncd@iiflcap.com
Investor Grievance Email: ig.ib@iiflcap.com
Website: www.iiflcap.com
Contact Person: Nishita Mody
Compliance Officer: Pawan Jain
SEBI Registration no.: INM000010940
CIN: L99999MH1996PLC132983

Nuvama Wealth Management Limited
(formerly known as Edelweiss Securities Limited)
801 - 804, Wing A, Building No 3 Inspire BKC,
G Block, Bandra Kurla Complex, Bandra East,
Mumbai – 400 051 Maharashtra, India
Tel : +91 22 4009 4400
Email: iifl.samasta@nuvama.com
Investor Grievance Email:
customerservice.mb@nuvama.com
Website: www.nuvama.com
Contact person: Saili Dave
Compliance Officer: Bhavana Kapadia
SEBI Registration Number: INM000013004
CIN: U67110MH1993PLC344634

Trust Investment Advisors Private Limited
109/110, Balarama,
Bandra Kurla Complex,
Bandra East, Mumbai – 400 051
Tel: +91 22 4084 5000
Fax: +91 22 4084 5066
Email: projectpragathi.trust@trustgroup.in
Investor Grievance Email: customercare@trustgroup.in
Website: www.trustgroup.in
Contact person: Hani Jalan
Compliance Officer: Brijmohan Bohra
SEBI Registration Number: INM000011120
CIN: U67190MH2006PTC162464

** IIFL Securities Limited is deemed to be an associate of the Issuer as per the Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992, as amended (Merchant Bankers Regulations). Further, in compliance with the provisions of Regulation 21A and explanation to Regulation 21A of the Merchant Bankers Regulations, IIFL Securities Limited would be involved only in marketing of the Issue and as per Regulation 25 (3) of SEBI NCS Regulations shall not issue a due diligence certificate.*

Debenture Trustee

Beacon Trusteeship Limited
7 A & B, Siddhivinayak Chambers,
Opposite MIG Cricket Club, Gandhi Nagar,
Bandra East, Mumbai 400 051
Tel: +91 22 2655 8759
Email: contact@beacontrutee.co.in

Investor Grievance Email: investorgrievances@beacontrustee.co.in
Website: www.beacontrustee.co.in
Contact Person: Kaustubh Kulkarni
SEBI Registration No: IND000000569
CIN: U74999MH2015PLC271288

Beacon Trusteeship Limited under regulation 8 of SEBI NCS Regulations, by its letter dated October 31, 2023 has given its consent for its appointment as Debenture Trustee to the Issue (hereinafter referred to as "**Trustees**"). A copy of letter from Beacon Trusteeship Limited conveying their consent to act as Trustees for the Debenture holders and for its name to be included in this Shelf Prospectus, Shelf Prospectus and relevant Tranche Prospectus and in all the subsequent periodical communications sent to the holders of the NCDs issued pursuant to this Issue is annexed as *Annexure B*.

Except as included in this Shelf Prospectus, all the rights and remedies of the Debenture Holders under the Issue shall vest in and shall be exercised by the appointed Debenture Trustee for the Issue without having it referred to the Debenture Holders. All investors under the Issue are deemed to have irrevocably given their authority and consent to the Debenture Trustee so appointed by our Company for the Issue to act as their trustee and for doing such acts, deeds, matters, and things in respect of or relating to the Debenture Holders as the Debenture Trustee may in his absolute direction deem necessary or require to be done in the interest of Debenture Holders and signing such documents to carry out their duty in such capacity.

Any payment by our Company to the Debenture Holders/Debenture Trustee, as the case maybe, shall, from the time of making such payment, completely and irrevocably discharge our Company from any liability to the Debenture Holders to that extent. For details on the terms of the Debenture Trust Deed, please see "*Issue Related Information*" on page 232.

Registrar to the Issue

Link Intime India Private Limited
C 101, 247 Park, L.B.S Marg, Vikhroli (West)
Mumbai – 400 083
Maharashtra, India
Tel: +91 810 811 4949
Fax: +91 22 4918 6060
Email: iiflsamasta.ncd2023@linkintime.co.in
Investor Grievance mail: iiflsamasta.ncd2023@linkintime.co.in
Website: www.linkintime.co.in
Contact Person: Pradnya Karanjekar
Compliance Officer : BN Ramakrishnan
SEBI Registration Number: INR000004058
CIN: U67190MH1999PTC118368

Link Intime India Private Limited, has by its letter dated September 29, 2023 given its consent for its appointment as Registrar to the Issue and for its name to be included in this Shelf Prospectus, Shelf Prospectus and relevant Tranche Prospectus and in all the subsequent periodical communications sent to the holders of the Debentures issued pursuant to the Issue.

Investors may contact the Registrar to the Issue or our Company Secretary and Compliance Officer in case of any pre-Issue or post-Issue related issues such as non-receipt of Allotment Advice, demat credit of allotted NCDs, refunds, unblocking, transfers, etc. as the case may be.

All grievances relating to the Issue may be addressed to the Registrar to the Issue, giving full details such as name, Application Form number, address of the Applicant, Permanent Account Number, number of NCDs applied for, Series of NCDs applied for, amount paid on application, Depository Participant name and client identification number, and the collection centre of the Members of the Consortium where the Application was submitted and ASBA Account number (for Bidders other than Retail Individual Investors bidding through the UPI Mechanism) in which the amount equivalent to the Bid Amount was blocked or UPI ID in case of Retail Individual Investors bidding through the UPI mechanism. Further, the Bidder shall enclose the Acknowledgement Slip or provide the acknowledgement number received from the Designated Intermediaries in addition to the documents/information mentioned hereinabove.

All grievances relating to the ASBA process may be addressed to the Registrar to the Issue with a copy to either (a) the relevant Designated Branch of the SCSB where the Application Form was submitted by the ASBA Applicant, or (b) the concerned Member of the Syndicate and the relevant Designated Branch of the SCSB in the event of an Application submitted by an ASBA Applicant at any of the Syndicate ASBA Centres, giving full details such as name, address of Applicant, Application Form number, series applied for, number of NCDs applied for, amount blocked on Application.

All grievances related to the UPI process may be addressed to the Stock Exchanges, which shall be responsible for addressing investor grievances arising from applications submitted online through the App based/ web interface platform of Stock Exchanges or through their Trading Members. The intermediaries shall be responsible for addressing any investor grievances arising from the applications uploaded by them in respect of quantity, price or any other data entry or other errors made by them.

All grievances arising out of Applications for the NCDs made through the Online Stock Exchanges Mechanism (app based/wed interface platform) of the Stock Exchanges or through Trading Members of the Stock Exchanges may be addressed directly to the relevant Stock Exchanges with a copy to the Registrar to the Issue.

Consortium member to the Issue

As specified in the relevant Tranche Prospectus for each Tranche Issue.

Bankers to the Issue

Public Issue Account Bank, Sponsor Bank and Refund Bank

As specified in the relevant Tranche Prospectus for each Tranche Issue.

Statutory Auditor

Brahmayya & Co
Chartered Accountants
Khivraj Mansion
10/2, Kasturba Road
Bengaluru – 560 001
Tel: +91 80 2227 4551
Email: srinivas@brahmayya.in
Website: www.brahmayya.com
Firm Registration Number: 000515S
Contact Person: G. Srinivas, Managing Partner
Peer Review No: 014671

Brahmayya & Co, Chartered Accountants was appointed as the statutory auditor of our Company on July 24, 2021.

For change in statutory auditors in last three financial years and current financial year as on date of this Shelf Prospectus, please see '*Other Regulatory and Statutory Disclosures*' on page 200.

Credit Rating Agency

CRISIL
An S&P Global Company

CRISIL Ratings Limited
CRISIL House,
Central Avenue, Hiranandani Business Park,
Powai, Mumbai – 400 076
Tel: +91 22 3342 3000 (B)
Fax: +91 22 3342 3050
Email: crisilratingdesk@crisil.com
Website: www.crisil.com
Contact Person: Ajit Velonie
SEBI Registration No: INCRA0011999

Acuite
RATINGS & RESEARCH

Acuite Ratings & Research Limited
708, Lodha Supremus, Lodha iThink Campus
Kanjurmarg (East)
Mumbai – 400 042
Tel: +91 99698 98000
Email: chitra.mohan@acuite.in
Website: www.acuite.in
Contact Person: Chitra Mohan
SEBI Registration No: IN/CRA/006/2011
CIN: U74999MH2005PLC155683

Credit Rating and Rationale

the NCDs proposed to be issued under this Issue have been rated CRISIL AA-/ Positive (Pronounced as CRISIL double A minus rating with Positive outlook) by CRISIL Ratings Limited *vide* their rating letter dated November 20, 2023 for an amount of ₹ 2,000 crore. The rating has been reaffirmed and revised from CRISIL AA-/ Stable (Pronounced as CRISIL double A minus rating with Stable outlook) for an amount of ₹ 2,000 crore, originally issued *vide* their rating letter dated September 26, 2023 and 'Acuite AA Stable' for an amount of ₹ 2,000 crore by Acuite Ratings & Research Limited *vide* their rating letter dated October 6, 2023. Securities with this rating are considered to have high degree of safety regarding timely servicing of financial obligations. Such securities carry very low credit risk. Rating given by CRISIL Ratings Limited and Acuite Ratings & Research Limited is valid as on the date of this Shelf Prospectus and shall remain valid on date of issue and allotment of NCDs and the listing of the NCDs on Stock Exchanges unless withdrawn In case of any change in credit ratings till the listing of NCDs, our Company will inform the investors through public notices/ advertisements in all those newspapers in which pre issue advertisement has been given. The rating is not a recommendation to buy, sell or hold the rated instrument and investors should take their own decisions. The rating may be subject to revision or withdrawal at any time by the assigning rating agency and each rating should be evaluated independently of any other rating. The rating agencies have a right to suspend or withdraw the rating at any time on the basis of factors such as new information. For the rating letter, rationale and press release for these ratings, see "Annexure A" of this Shelf Prospectus.

Disclaimer Statement of CRISIL Ratings Limited

CRISIL Ratings Limited (CRISIL Ratings) has taken due care and caution in preparing the Material based on the information provided by its client and / or obtained by CRISIL Ratings from sources which it considers reliable (Information). A rating by CRISIL Ratings reflects its current opinion on the likelihood of timely payment of the obligations under the rated instrument and does not constitute an audit of the rated entity by CRISIL Ratings. CRISIL Ratings does not guarantee the completeness or accuracy of the information on which the rating is based. A rating by CRISIL Ratings is not a recommendation to buy, sell, or hold the rated instrument; it does not comment on the market price or suitability for a particular investor. The Rating is not a recommendation to invest / disinvest in any entity covered in the Material and no part of the Material should be construed as an expert advice or investment advice or any form of investment banking within the meaning of any law or regulation. CRISIL Ratings especially states that it has no liability whatsoever to the subscribers / users / transmitters/ distributors of the Material. Without limiting the generality of the foregoing, nothing in the Material is to be construed as CRISIL Ratings providing or intending to provide any services in jurisdictions where CRISIL Ratings does not have the necessary permission and/or registration to carry out its business activities in this regard. IIFL Samasta Finance Limited will be responsible for ensuring compliances and consequences of non-compliances for use of the Material or part thereof outside India. Current rating status and CRISIL Ratings rating criteria are available without charge to the public on the website, www.crisil.com. For the latest rating information on any instrument of any company rated by CRISIL Ratings, please contact Customer Service Helpdesk at 1800-267-1301.

Disclaimer Statement of Acuite Ratings & Research Limited

An Acuite rating does not constitute an audit of the rated entity and should not be treated as a recommendation or opinion that is intended to substitute for a financial adviser's or investor's independent assessment of whether to buy, sell or hold any security. Acuite ratings are based on the data and information provided by the issuer and obtained from other reliable sources. Although reasonable care has been taken to ensure that the data and information is true, Acuite, in particular makes no representation or warranty, expressed or implied with respect to the adequacy, accuracy or completeness of the information relied upon. Acuite is not responsible for any errors or omissions and especially states that it has no financial liability whatsoever for any direct, indirect or consequential loss of any kind arising from the use of its ratings. Acuite ratings are subject to a process of surveillance which may lead to a revision in ratings as and when the circumstances so warrant. Please visit our website (www.acuite.in) for the latest information on any instrument rated by Acuite, Acuity's rating scale and its definitions.

Legal Counsel to the Issue

KHAITAN & CO ADVOCATES SINCE 1911

Khaitan & Co
One World Centre
13th& 10th Floor, Tower 1C
Senapati Bapat Marg
Mumbai – 400 013

Maharashtra, India
Tel: +91 22 6636 5000

Impersonation

As a matter of abundant precaution, attention of the investors is specifically drawn to the provisions of sub-Section (1) of Section 38 of the Companies Act, 2013, relating to punishment for fictitious applications. Section 38(1) of the Companies Act, 2013 provides that:

"Any person who —

(a) makes or abets making of an application in a fictitious name to a company for acquiring, or subscribing for, its securities; or
(b) makes or abets making of multiple applications to a company in different names or in different combinations of his name or surname for acquiring or subscribing for its securities; or
(c) otherwise induces directly or indirectly a company to allot, or register any transfer of, securities to him, or to any other person in a fictitious name,

shall be liable for action under Section 447."

The liability prescribed under Section 447 of the Companies Act 2013 for fraud involving an amount of at least ₹ 0.10 crore or 1.00% of the turnover of our Company, whichever is lower, includes imprisonment for a term which shall not be less than six months extending up to 10 years (provided that where the fraud involves public interest, such term shall not be less than three years) and fine of an amount not less than the amount involved in the fraud, extending up to three times of such amount. In case the fraud involves (i) an amount which is less than ₹ 0.10 crore or 1.00% of the turnover of our Company, whichever is lower; and (ii) does not involve public interest, then such fraud is punishable with an imprisonment for a term extending up to five years or a fine of an amount extending up to ₹ 0.50 crore or with both.

Recovery Expense Fund

Our Company has created a recovery expense fund in the manner as specified by SEBI in SEBI Debenture Trustee Master Circular as amended from time to time and Regulation 11 of SEBI NCS Regulations with the Designated Stock Exchange and have informed the Debenture Trustee regarding the creation of such fund. The Recovery expense fund may be utilized by Debenture Trustee, in the event of default by our Company under the terms of the Debenture Trust Deed, and the Applicable Laws, for taking appropriate legal action to enforce the security.

Settlement Guarantee Fund

Our Company will deposit amounts in the settlement guarantee fund, as applicable, in the manner as specified in the SEBI Master Circular. This fund has been created under the SEBI Master Circular to ensure upfront collection of charges from eligible issuers at the time of allotment of debt securities.

Inter-se allocation of Responsibility

The following table sets forth the responsibilities for various activities by the Lead Managers:

No	Activities	Responsibility[#]	Coordinator
1.	Due diligence of Company's operations/ management/ business plans/ legal etc. • Drafting of the offering document. • Coordination with the Stock Exchanges for in-principle approval	JM Financial, Nuvama and Trust Investment Advisors	JM Financial
2.	Structuring of various issuance options with relative components and formalities etc.	JM Financial, Nuvama and Trust Investment Advisors	JM Financial
3.	Co-ordination with intermediaries for their deliverables and co-ordination with lawyers for legal opinion	JM Financial, Nuvama and Trust Investment Advisors	JM Financial
4.	Drafting and approval of statutory advertisement.	JM Financial, Nuvama and Trust Investment Advisors	JM Financial
5.	Appointment of other intermediaries viz., Registrar, Debenture Trustee,	JM Financial, Nuvama	JM Financial

No	Activities	Responsibility#	Coordinator
	Consortium/Syndicate Members, printer, advertising agency and Public Issue Bank, Refund Bank and Sponsor Bank.	and Trust Investment Advisors	
6.	Coordination with the printer for designing and finalization of Issue Documents, Application Form including memorandum containing salient features of the Issue Documents.	JM Financial, Nuvama and Trust Investment Advisors	Nuvama
7.	Drafting and approval of all publicity material (excluding statutory advertisement as mentioned in point 4 above) including print and online advertisement, outdoor advertisement including brochures, banners, hoardings etc.	JM Financial, Nuvama and Trust Investment Advisors	Trust Investment Advisors
8.	Preparation of road show presentation, FAQs.	JM Financial, Nuvama, IIFL Securities and Trust Investment Advisors	IIFL Securities
9.	Marketing strategy which will cover, inter alia: • Deciding on the quantum of the Issue material and follow-up on distribution of publicity and Issue material including Application Forms, Issue Documents, posters, banners, etc. • Finalise collection centres; • Finalisation of list and allocation of institutional investors for one on one meetings.	JM Financial, Nuvama, IIFL Securities and Trust Investment Advisors	Trust Investment Advisors
10.	Domestic institutions/banks/mutual funds marketing strategy: • Finalize the list and division of investors for one on one meetings, institutional allocation	JM Financial, Nuvama, IIFL Securities and Trust Investment Advisors	IIFL Securities, Trust Investment Advisors
11.	Non-institutional marketing strategy which will cover, inter alia: • Finalize media, marketing and public relation strategy and publicity budget; • Finalize centers for holding conferences for brokers, etc.	JM Financial, Nuvama, IIFL Securities and Trust Investment Advisors	IIFL Securities, Trust Investment Advisors
12.	Coordination with the Stock Exchange for use of the bidding software	JM Financial, Nuvama and Trust Investment Advisors	Nuvama
13.	Coordination for security creation by way of execution of Debenture Trust Deed	JM Financial, Nuvama and Trust Investment Advisors	Trust Investment Advisors
14.	Post-issue activities including: • Co-ordination with Bankers to the Issue for management of Public Issue Account(s), Refund Account and any other account • Coordinate with Registrar for collection of Application Forms by ASBA banks; and • Allotment resolution	JM Financial, Nuvama and Trust Investment Advisors	Trust Investment Advisors
15.	• Drafting and finalization of post issue stationery items like, allotment and refund advice, etc.; • Coordination for generation of ISINs; • Corporate action for dematerialized credit /delivery of securities; • Coordinating approval for listing and trading of securities; and • Redressal of investor grievances in relation to post issue activities.	JM Financial, Nuvama and Trust Investment Advisors	Trust Investment Advisors

 # IIFL Securities Limited is deemed to be an associate of the Issuer as per the Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992, as amended (Merchant Bankers Regulations). Further, in compliance with the provisions of Regulation 21A and explanation to Regulation 21A of the Merchant Bankers Regulations, IIFL Securities Limited would be involved only in marketing of the Issue and as per Regulation 25 (3) of SEBI NCS Regulations shall not issue a due diligence certificate.

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Underwriting

This Issue is not underwritten**.**

Arrangers to the Issue

There are no arrangers to the Issue.

Guarantor to the Issue

There are no guarantors to the Issue.

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 Size as specified in relevant Tranche Prospectus. If our Company does not receive the minimum subscription of 75% of Base Issue Size, prior to the Issue Closing Date of the relevant Tranche Issue, the entire Application Amount shall be unblocked in the relevant ASBA Account(s) of the Applicants within 8 Working Days from the Issue Closing Date or such time as may be specified by SEBI. In the event, there is a delay by our Company in unblocking the aforesaid ASBA Account within the prescribed time limit our Company will become liable to refund the Application Amount along with interest at the rate of 15 (fifteen) percent per annum for the delayed period.

Under Section 39(3) of the Companies Act, 2013 and Rule 11(2) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 if the stated minimum subscription amount is not received within the specified period, the application money received is to be credited only to the bank account from which the subscription amount was remitted. To the extent possible, where the required information for making such refunds is available with our Company and/or Registrar, refunds will be made to the account prescribed. However, where our Company and/or Registrar does not have the necessary information for making such refunds, our Company and/or Registrar will follow the guidelines prescribed by SEBI in this regard included in the SEBI Master Circular.

Designated Intermediaries

Self-Certified Syndicate Bank

The list of banks that have been notified by SEBI to act as the SCSBs for the ASBA and UPI Mechanism process is provided on the website of SEBI at <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=45> and https://sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=40 respectively, as updated from time to time. For a list of branches of the SCSBs named by the respective SCSBs to receive the ASBA Forms and UPI Mechanism through app/web interface from the Designated Intermediaries, refer to the above-mentioned links.

In relation to Bids submitted under the ASBA process to a member of the Syndicate, the list of branches of the SCSBs at the Specified Locations named by the respective SCSBs to receive deposits of the ASBA Forms from the Members of the Syndicate is available on the website of SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=45 and updated from time to time. For more information on such branches collecting Bid cum Application Forms from the Syndicate at Specified Locations, see the website of SEBI at < https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes> or any such other website as may be prescribed by SEBI from time to time.

Syndicate SCSB Branches

In relation to Applications submitted to a member of the Syndicate or the Trading Members of the Stock Exchanges 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 Locations named by the respective SCSBs to receive deposits of Application Forms from the Members of the Syndicate is available on the website of SEBI (https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=45) and updated from time to time or any such other website as may be prescribed by SEBI from time to time. For more information on such branches collecting Application Forms from the Syndicate at Specified Locations, see the website of SEBI (https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=45) as updated from time to time or any such other website as may be prescribed by SEBI from time to time.

Broker Centres/ Designated CDP Locations/ Designated RTA Locations

In accordance with SEBI Circular No. CIR/CFD/14/2012 dated October 4, 2012 and RTA Master Circular and the SEBI

Master Circular, Applicants can submit the Application Forms with the Registered Brokers at the Broker Centres, 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 Exchanges at www.bseindia.com and www.nseindia.com.

The list of the Registered Brokers, RTAs and CDPs, eligible to accept Applications in the Issue, including details such as postal address, telephone number and email address, are provided on the websites of BSE at http://www.bseindia.com/Markets/PublicIssues/brokercentres_new.aspx?expandable=3 for Registered Brokers and http://www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx?expandable=6 for RTAs and CDPs, as updated from time to time and of the website of NSE at https://www.nseindia.com/nse-clearing/transfer-agent .

The list of branches of the SCSBs at the Broker Centres, named by the respective SCSBs to receive deposits of the Application Forms from the Registered Brokers will be available on the website of SEBI (www.sebi.gov.in) and updated from time to time.

Utilisation of Issue proceeds

For details on utilisation of Issue proceeds please see, "*Objects of the Issue*" beginning on page 67.

Issue Programme*

ISSUE OPENS ON	As specified in the relevant Tranche Prospectus for each Tranche Issue.
ISSUE CLOSES ON	As specified in the relevant Tranche Prospectus for each Tranche Issue.
PAY IN DATE	As specified in the relevant Tranche Prospectus for each Tranche Issue.
DEEMED DATE OF ALLOTMENT	As specified in the relevant Tranche Prospectus for each Tranche Issue.

*** 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 as indicated in the relevant Tranche Prospectus. Our Company may, in consultation with the Lead Managers, consider closing the relevant Tranche Issue on such earlier date or extended date (subject to a minimum period of three working days and a maximum period of 10 working days from the date of opening of the relevant tranche issue and subject to not exceeding thirty days from filing relevant tranche prospectus with ROC including any extensions), as may be decided by the Board of Directors of our Company or Issuance and Allotment Committee, subject to relevant approvals, in accordance with Regulation 33A of the SEBI NCS Regulations. In the event of an early closure or extension of the Issue, our Company shall ensure that notice of the same is provided to the prospective investors through an advertisement in all the newspapers in which pre-issue advertisement for opening of the respective Tranche Issue has been given on or before such earlier or initial date of Issue closure. On the Issue Closing Date, the Application Forms will be accepted only between 10:00 a.m. and 3:00 p.m. (Indian Standard Time) and uploaded until 5:00 p.m. (Indian Standard Time) or such extended time as may be permitted by the Stock Exchanges. Further, pending mandate requests for bids placed on the last day of bidding will be validated by 5:00 p.m. (Indian Standard Time). on one Working Day post the Issue Closing Date.*

Applications Forms for the Issue will be accepted only from 10:00 a.m. to 5:00 p.m. (Indian Standard Time) ("Bidding Period"), during the Issue Period as mentioned above on all days between Monday and Friday (both inclusive barring public holiday) (a) by the Designated Intermediaries at the Bidding Centres, or (b) by the SCSBs directly at the Designated Branches of the SCSBs. On the Issue Closing Date, Application Forms will be accepted only between 10:00 a.m. to 3:00 p.m. (Indian Standard Time) and uploaded until 5:00 p.m. (Indian Standard Time) or such extended time as may be permitted by the Stock Exchanges. It is clarified that the Applications not uploaded on the Stock Exchanges Platform would be rejected. Further, pending mandate requests for bids placed on the last day of bidding will be validated by 5:00 p.m. (Indian Standard Time) on one Working Day after the Issue Closing Date.

Due to limitation of time available for uploading the Applications on the Issue Closing Date, Applicants are advised to submit their Application Forms one day prior to the Issue Closing Date and, no later than 3.00 p.m. (Indian Standard Time) on the Issue Closing Date. Applicants are cautioned that in the event a large number of Applications are received on the Issue Closing Date, there may be some Applications which are not uploaded due to lack of sufficient time to upload. Such Applications that cannot be uploaded will not be considered for allocation under the Issue. Neither our Company, nor the Lead Managers, nor any Consortium Member, 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 failure in any software/ hardware systems or otherwise. As per the SEBI Master Circular, the allotment in this Issue is required to be made on the basis of date of upload of each application into the electronic book of the Stock Exchanges. However, from the date of oversubscription and thereafter, the allotments will be made to the applicants on proportionate basis.

CAPITAL STRUCTURE

Details of share capital

The share capital of our Company as on September 30, 2023, is set forth below:

Share Capital	(In ₹)
AUTHORISED SHARE CAPITAL	
69,80,00,000 Equity Shares of ₹ 10 each	6,98,00,00,000
20,00,000 Preference Shares of ₹ 10 each	2,00,00,000
Total Authorised Share Capital	**7,00,00,00,000**
ISSUED, SUBSCRIBED AND PAID-UP SHARE CAPITAL	
59,36,43,037 Equity Shares of ₹ 10 each fully paid up	5,93,64,30,370
Total	5,93,64,30,370
Securities Premium Account	**358,85,11,882**

Note: There will be no change in the capital structure and securities premium account due to the issue and allotment of the NCDs.

Changes in capital structure as of cutoff date and for the preceding three financial years and current financial year up to September 30, 2023

Other than specified below, there has been no change in capital structure of our Company for the current financial year up to September 30, 2023 and preceding three financial years:

Date of Change *(AGM/ EGM)*	Particulars
EGM dated December 14, 2020	Increase of Authorised Share Capital, from ₹ 300 crore comprising of 29,80,00,000 Equity shares of ₹ 10 each aggregating and 20,00,000 Preference Shares of ₹ 10 each comprising of 1,45,000 Redeemable Non-Convertible Cumulative Preference Shares of ₹ 10 each and 18,55,000 Preference Shares of ₹ 10 each to ₹ 400 crore comprising of 39,80,00,000 Equity shares of ₹ 10 each and 20,00,000 Preference Shares of ₹ 10 aggregating to ₹ 2,00,00,000.
EGM dated May 24, 2021	Increase of Authorised Share Capital, by creation of 20,00,00,000 new Equity Shares of ₹ 10 each. The revised Authorised Share Capital stood at ₹ 600 crores comprising of 59,80,00,000 Equity Shares of ₹ 10 each and 20,00,000 Preference Shares of ₹ 10 each comprising of 1,45,000 Redeemable Non-Convertible Cumulative Preference Shares of ₹ 10 each and 18,55,000 Preference Shares of ₹ 10 each.
EGM dated January 30, 2023	Increase of Authorised Share Capital, by creation of 10,00,00,000 new Equity Shares of ₹ 10 each. The revised Authorised Share Capital stood at ₹ 700,00,00,000 consisting of Equity share Capital divided into 69,80,00,000 Equity shares of ₹10 each and 20,00,000 Preference shares of ₹ 10 each which is further divided into 1,45,000 Redeemable Non-Convertible Cumulative Preference Shares of ₹ 10 each aggregating to ₹ 14,50,000 and 18,55,000 Preference Shares of ₹ 10 each aggregating to ₹ 1,85,50,000.

Details of the equity share capital for the preceding three financial years and current financial year:

Other than specified below, there has been no change in changes in the Equity Share capital of our Company in the preceding three financial years and the current year:

Date of Allotment	No of Equity Shares	Face Value (₹)	Issue Price (₹)	Consideration (Cash, other than cash, etc.)	Nature of Allotment	Cumulative		
						No. of Equity Shares	Equity Share Capital (₹ in crores)	Equity Share Premium (₹ in crores)
December 21, 2020	5,65,68,196	10	15.91	Cash	Rights Issue	32,08,13,336	320.81	131.68
June 28, 2021	12,21,00,121	10	16.38	Cash	Rights Issue	44,29,13,457	442.91	209.58
March 30, 2022	4,14,82,300	10	18.08	Cash	Rights Issue	48,43,95,757	484.40	243.10
March 31, 2022	1,38,27,433	10	18.08	Cash	Rights Issue	49,82,23,190	498.22	254.27
February 8, 2023	9,54,19,847	10	20.96	Cash	Rights Issue	59,36,430,37	593.64	358.85
November 15, 2023	7,47,94,315	10	26.74	Cash	Right Issue	66,84,37,352	668.43	484.05

Shareholding pattern of our Company as on September 30, 2023

Table I - Summary Statement holding of specified securities

Category	Category of shareholder	Nos. of share holders	No. of fully paid up equity shares held	No. of Partly paid-up equity shares held	No. of shares underlying Depository Receipts	Total nos. shares held	Share holding as a % of total no. of shares (calculated as per SCRR, 1957)	Number of Voting Rights held in each class of securities				No. of Shares Underlying Outstanding convertible securities (including Warrants)	Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital)	No. of Locked in shares		No. of Shares pledged or otherwise encumbered		No. of equity shares held in dematerialised form
								No of Voting Rights			Total as a % of (A+B+C)			No. (a)	As a % of total Shares held (b)	No.	As a % of total Shares held	
								Class eg: x	Class eg: y	Total								
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)				(X)	(XI)	(XII)		(XIII)		(XIV)
(A)	Promoter & Promoter Group	7	59,36,43,037	Nil	Nil	59,36,43,037	100.00	59,36,43,037	Nil	59,36,43,037	100	Nil	100.00	Nil	Nil	Nil	Nil	59,36,43,035
(B)	Public		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(C)	Non- Promoter – Non-Public																	
(C1)	Shares underlying DRs		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(C2)	Shares held by Employees Trusts		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total:		**59,36,43,037**	**Nil**	**Nil**	**59,36,43,037**	**100.00**	**59,36,43,037**	**Nil**	**59,36,43,037**	**100**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**59,36,43,035**

Table II - Statement showing shareholding pattern of the Promoter and Promoter Group

Category	Category & Name of the Shareholder	PAN	No of Share holders	No of fully paid up equity shares held	No of Partly paid-up equity shares held	No of Shares Underlying Depository Receipts	Total No of Shares Held (IV+V+VI)	Shareholding as a % of total no of shares (calculated as per SCRR, 1957 (VIII) As a % of (A+B+C2	Number of Voting Rights held in each class of securities				No of Shares Underlying Outstanding convertible securities (Including Warrants)	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital) (VII)+(X) As a % of (A+B+C2)	Number of Locked in Shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form
									No of Voting Rights			Total as a % of (A+B+C)			No.	As a % of total Shares held	No.	As a % of total Shares held	
									Class X	Class Y	Total								
	(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)				(X)	(XI)	(XII)		(XIII)		(XIV)
(1)	Indian																		
(a)	Individuals/ Hindu undivided Family																		

Category	Category & Name of the Shareholder	PAN	No of Share holders	No of fully paid up equity shares held	No of Partly paid-up equity shares held	No of Shares Underlying Depository Receipts	Total No of Shares Held (IV+V+VI)	Shareholding as a % of total no of shares (calculated as per SCRR, 1957 (VIII) As a % of (A+B+C2	Number of Voting Rights held in each class of securities				No of Shares Underlying Outstanding convertible securities (Including Warrants)	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital) (VII)+(X) As a % of (A+B+C2)	Number of Locked in Shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form
									No of Voting Rights			Total as a % of (A+B+C)			No.	As a % of total Shares held	No.	As a % of total Shares held	
									Class X	Class Y	Total								
1	Narayanaswamy Venkatesh (Promoter)	AAJPV2474Q		23,88,777	Nil	Nil	23,88,777	0.40	23,88,777	Nil	23,88,777	0.40	NA	NA	Nil	0.40	Nil	Nil	23,88,777
2	Shivaprakash Deviah (Promoter)	AELPS6775B		3,45,000	Nil	Nil	3,45,000	0.06	3,45,000	Nil	3,45,000	0.06	NA	NA	Nil	0.06	Nil	Nil	3,45,000
3	Venkatakrishnama Appanaidu Narayanaswamy (Relative of Promoter)	AAIPN1977B		1	Nil	Nil	1	0.00	1	Nil	1	0.00	NA	NA	Nil	0.00	Nil	Nil	1
4	Anitha Shivanna (Relative of Promoter)	ADKPA4594L		1,93,200	Nil	Nil	1,93,200	0.03	1,93,200	Nil	1,93,200	0.03	NA	NA	Nil	0.03	Nil	Nil	1,93,200
5	Prema Narayanaswamy (Relative of Promoter)	AAIPN1978Q		1	Nil	Nil	1	0.00	1	Nil	1	0.00	NA	NA	Nil	0.00	Nil	Nil	0
6	Vidhya Anand (Relative of Promoter)	AAJPV2475R		1	Nil	Nil	1	0.00	1	Nil	1	0.00	NA	NA	Nil	0.00	Nil	Nil	0
(b)	Central Government/ State Government(s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(c)	Financial Institutions/ Banks	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
1	IIFL Finance Limited (Promoter)	AABCI0745G		59,07,16,057	Nil	Nil	59,07,16,057	99.51	59,07,16,057	Nil	59,07,16,057	99.51	NA	NA	Nil	Nil	Nil	Nil	59,07,16,057
(d)	Any Other	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Sub-Total (A)(1)			**59,36,43,037**	**Nil**	**Nil**	**59,36,43,037**	**100**	**59,36,43,037**		**59,36,43,037**	**100**							**59,36,43,035**
(2)	Foreign	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(a)	Individuals (Non-Resident	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

Category	Category & Name of the Shareholder	PAN	No of Share holders	No of fully paid up equity shares held	No of Partly paid-up equity shares held	No of Shares Underlying Depository Receipts	Total No of Shares Held (IV+V+VI)	Shareholding as a % of total no of shares (calculated as per SCRR, 1957 (VIII) As a % of (A+B+C2	Number of Voting Rights held in each class of securities				No of Shares Underlying Outstanding convertible securities (Including Warrants)	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital) (VII)+(X) As a % of (A+B+C2)	Number of Locked in Shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form
									No of Voting Rights			Total as a % of (A+B+C)			No.	As a % of total Shares held	No.	As a % of total Shares held	
									Class X	Class Y	Total								
	Individuals/ Foreign Individuals																		
(b)	Government	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(c)	Institutions	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(d)	Foreign Portfolio Investor	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(e)	Any Other	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Sub-Total (A)(2)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

Table III- Statement showing shareholding pattern of the Public shareholder

Category	Category & Name of the Shareholder	PAN	No of Share holders	No of fully paid up equity shares held	No of Partly paid-up equity shares held	No of Shares Underlying Depository Receipts	Total No of Shares Held (IV+V+VI)	Shareholding as a % of total no of shares (A+B+C2)	Number of Voting Rights held in each class of securities				No of Shares Underlying Outstanding convertible securities (Including Warrants)	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital)	Number of Locked in Shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form
									No of Voting Rights			Total as a % of (A+B+C)			No.	As a % of total Shares held	No.	As a % of total Shares held	
									Class X	Class Y	Total								
	(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)				(X)	(XI)	(XII)		(XIII)		(XIV)
(1)	Institutions (Domestic)																		
(a)	Mutual Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(b)	Venture Capital Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(c)	Alternate Investment Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(d)	Banks	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(e)	Insurance Companies	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(f)	Provident Funds/ Pension Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(g)	Asset Reconstruction Companies	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(h)	Sovereign Wealth Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(i)	NBFC Registered with RBI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

Category	Category & Name of the Shareholder	PAN	No of Share holders	No of fully paid up equity shares held	No of Partly paid-up equity shares held	No of Shares Underlying Depository Receipts	Total No of Shares Held (IV+V+VI)	Shareholding as a % of total no of shares (A+B+C2)	Number of Voting Rights held in each class of securities				No of Shares Underlying Outstanding convertible securities (Including Warrants)	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital)	Number of Locked in Shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form
									No of Voting Rights			Total as a % of (A+B+C)			No.	As a % of total Shares held	No.	As a % of total Shares held	
									Class X	Class Y	Total								
(j)	Other Financial Institutions	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(k)	Any Other	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Sub Total (B)(1)	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**
(2)	Institutions (Foreign)																		
(a)	Foreign Direct Investment	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(b)	Foreign Venture Capital	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(c)	Sovereign Wealth Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(d)	Foreign Portfolio Investors Category I	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(e)	Foreign Portfolio Investors Category II	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(f)	Overseas Depositories (holding DRs) (balancing figure)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(g)	Any Other	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Sub Total (B)(2)	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**
(3)	Central Government/State Government(s)/President of India																		
(a)	Central Government / President of India	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(b)	State Government / Governor	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(c)	Shareholding by Companies or Bodies Corporate where Central / State Government is a promoter	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Sub Total (B)(3)	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**
(4)	Non-Institutions																		
(a)	Associate companies / Subsidiaries	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(b)	Directors and their relatives (excluding independent directors and nominee directors)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(c)	Key Managerial Personnel	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(d)	Relatives of promoters (other	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

Category	Category & Name of the Shareholder	PAN	No of Share holders	No of fully paid up equity shares held	No of Partly paid-up equity shares held	No of Shares Underlying Depository Receipts	Total No of Shares Held (IV+V+VI)	Shareholding as a % of total no of shares (A+B+C2)	Number of Voting Rights held in each class of securities				No of Shares Underlying Outstanding convertible securities (Including Warrants)	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital)	Number of Locked in Shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form
									No of Voting Rights			Total as a % of (A+B+C)			No.	As a % of total Shares held	No.	As a % of total Shares held	
									Class X	Class Y	Total								
	than 'immediate relatives' of promoters disclosed under 'Promoter and Promoter Group' category)																		
(e)	Trusts where any person belonging to 'Promoter and Promoter Group' category is 'trustee', 'beneficiary', or 'author of the trust'	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(f)	Investor Education and Protection Fund (IEPF)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(g)	Resident Individuals holding nominal share capital up to ₹ 2 lakhs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(h)	Resident Individuals holding nominal share capital in excess of ₹ 2 lakhs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(i)	Non-Resident Indians (NRIs)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(j)	Foreign Nationals	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(k)	Foreign Companies)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(l)	Bodies Corporate	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(m)	Any Other	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Sub Total (B)(4)	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**
	Total Public Shareholding (B) = (B)(1)+(B)(2)+ B)(3)+(B)(4)	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**

List of top 10 holders of Equity Shares of our Company as on September 30, 2023:

Sr. No.	Name of the Shareholder	Total number of Equity Shares (of Face Value ₹ 10)	Number of Equity Shares held in dematerialized form	Total shareholding as a % of total number of Equity Shares
1.	IIFL Finance Limited	59,07,16,057	59,07,16,057	99.51
2.	Narayanaswamy Venkatesh	23,88,777	23,88,777	0.40
3.	Shivaprakash Deviah	3,45,000	3,45,000	0.06
4.	Anitha Shivanna	1,93,200	1,93,200	0.03
5.	Venkatakrishnama Appanaidu Narayanaswamy	1	1	0.00
6.	Prema Narayanaswamy	1	0	0.00
7.	Vidhya Anand	1	0	0.00
	Total	**59,36,43,037**	**59,36,43,035**	**100.00**

List of top 10 holders of non-convertible securities as on September 30, 2023 (on cumulative basis):

Sr. No.	Name of the holder of non-convertible securities	Category of Holder	Amount (in ₹ crore) Face Value of holding	Holding as a % of outstanding non-convertible securities
1.	The South Indian Bank Ltd	Bank	200.00	21.59%
2.	Sporta Technologies Private Limited	Corporate	105.00	11.34%
3.	Aditya Birla Money Limited	Corporate	93.80	10.13%
4.	The Karanataka Bank Ltd	Bank	75.00	8.10%
5.	Morgan Stanley India Primary Dealer Private Limited	Corporate	52.80	5.70%
6.	Northern Arc Capital Limited	Corporate	50.00	5.40%
7.	Aditya Birla Finance Limited	Corporate	44.20	4.77%
8.	Northern Arc Money Market Alpha Trust	Non-Banking Finance corporation	37.50	4.05%
9.	Cygnus Power Infra Services Private Limited	Corporate	28.90	3.12%
10.	Indian Energy Exchange Limited	Corporate	19.10	2.06%

List of top 10 holders of commercial paper as on September 30, 2023, in terms of value (on cumulative basis):

S. No.	Name of the holder of commercial paper	Category of Holder	Amount (in ₹ crore) Face Value of holding	Holding as a % of total commercial paper outstanding
1.	Quant Mutual Fund – A/C Quant Liquid Plan	Mutual Fund	50.00	50%
2.	Sundaram Finance Limited	NBFC	50.00	50%

Statement of the aggregate number of securities of our Company and our Subsidiary purchased or sold by our Promoters, Promoter Group, our Directors and the directors of our Promoters and/or their relatives within six months immediately preceding the date of filing of this Shelf Prospectus.

As on date of this Shelf Prospectus, our Company does not have any Subsidiary company. Further, except for the details as set out in the table below, no securities of our Company have been purchased or sold by our Promoters, promoter group, our Directors, directors of our Promoters and/or their relatives within six months immediately preceding the date of filing of this Shelf Prospectus.

Sr. No.	Name of the Transferor	Name of the Transferee	Date of purchase/ transfer	Whether purchase/ transfer	Number of Equity Shares
Nil					

Shareholding of Directors in our Company

The shareholding of the Directors in our Company as on November 21, 2023 is mentioned below:

Sr. No.	Name of Director	Number of Equity Shares	% of holding (on fully diluted basis)
1.	Narayanaswamy Venkatesh	23,88,777	0.36%

Sr. No.	Name of Director	Number of Equity Shares	% of holding (on fully diluted basis)
2.	Shivaprakash Deviah	3,45,000	0.05%

Statement of Capitalization

Statement of capitalization (Debt to Equity Ratio) of our Company:

(₹ in crore, except Debt/Equity ratio)

Particulars	Pre-Issue as at March 31, 2023	Pre-Issue as at September 30, 2023	Post Issue as Adjusted
Debt			
Debt Securities & Subordinated Liabilities	853.8	1,026.30	3,026.30
Borrowings (Other than Debt Securities)	6,342.55	7,045.26	7,045.26
Total Debt (A)	**7,196.35**	**8,071.56**	**10,071.56**
Shareholder's funds	1,322.15	1,554.09	1,554.09
Total Shareholder's funds (B)	**1,322.15**	**1,554.09**	**1,554.09**
Debt/ Equity (C= A/B)* (No. of times)	**5.44**	**5.19**	**6.48**

**The debt-equity ratio post Issue in indicative on account of the assumed inflow of ₹ 2,000 crore from the proposed Issue. The actual debt-equity ratio post the Issue would depend on the actual position of debt and equity on the Deemed Date of Allotment.*

Details of Promoter's shareholding in our Company's Subsidiary

As on date of this Shelf Prospectus, our Company does not have any subsidiary company.

Details of Promoter's shareholding in our Joint Venture and Associate Companies

As on date of this Shelf Prospectus, our Company does not have any joint venture or associate company.

Details of any acquisition or amalgamation in the last one year

Our Company has not made any acquisition or amalgamation in the last one year prior to the date of this Shelf Prospectus.

Details of any reorganization or reconstruction in the last one year

Our Company has not made any reorganisation or reconstruction in the last one year prior to the date of this Shelf Prospectus.

Details of debt securities were issued at a premium or a discount by the Company

Other than as disclosed in the section "*Financial Indebtedness*" on page 151, no debt securities were issued at a premium or a discount by the Company.

Details of shareholding of our Directors in our Subsidiary, Associate or Joint Ventures

As on the date of this Shelf Prospectus, our Company does not have any Subsidiary, joint venture or associate company.

Details of change in the promoters holding in our Company during the last financial year beyond 26 % (as prescribed by RBI)

There has been no change in the promoters holding in our Company during the last financial year beyond 26%.

Employee Stock Option Scheme

Our Company has adopted IIFL Samasta Finance Limited employee stock option plan – 2021 vide extra-ordinary general meeting held on October 27, 2021 ("**ESOP Plan-2021**"). There was no vesting or allotment of Equity Shares of the Company under ESOP Plan-2021.

In year 2023, the Company's employee stock option plan - 2023 ("**ESOP Plan-2023**") provide for the grant of stock options to eligible employees. The employee stock option plans ("**ESOPs**") are administered through direct route by the Company. The Company transfers share to the eligible employees upon exercise of the options by such employees. The ESOP Plan-2023 came into force on March 24, 2023. The grant price is as decided by the Nomination and Remuneration Committee ("**N&RC**") of our Company. The number of options and terms could vary at the discretion of the N&RC. Till September 30, 2023, the Company has not granted any option under ESOPs.

The total number of ESOPs to be granted, shall not exceed 5% of the paid-up share capital of the Company, as expanded from time to time, comprising of 2,96,82,152 ESOPs which shall be convertible into equal number of Equity Shares. The Company has provided various equity settled share-based payment schemes to its employees. The details of ESOPs as on September 30, 2023 are as follows:

Sr. No.	Particulars	Total Number
1.	Stock options granted	92,59,420
2.	Stock options vested	Nil
3.	Stock options exercised	Nil
4.	Total number of shares arising out of exercise of Stock options	NA
5.	Stock options lapsed	NA
6.	Exercise price (in ₹)	Tranche: I — ₹ 20.96 per share Tranche: II — ₹ 23.38 per share

None of the Equity Shares held by the Promoters in our Company are pledged or encumbered otherwise by our Promoters and Promoter Group.

OBJECTS OF THE ISSUE

Our Company has filed this Shelf Prospectus for a public issue of secured, rated, listed, redeemable, NCDs for an amount up to ₹ 2,000 crore (the "**Shelf Limit**"). The NCDs will be issued in one or more tranches up to the Shelf Limit, on the terms and conditions as set out in the relevant Tranche Prospectus for any Tranche Issue, which should be read together with the Draft Shelf Prospectus and this Shelf Prospectus.

The Issue is being made pursuant to the provisions of the SEBI NCS Regulations and the Companies Act and the rules made there under. Our Company proposes to utilize the proceeds raised through the Issue, after deducting the Issue related expenses to the extent payable by our Company ("**Net Proceeds**") towards funding the objects listed under this section.

The details of the proceeds of the Issue are summarized below:

Particulars	Estimated amount (₹ in crore)
Gross proceeds of the Issue	As specified in the relevant Tranche Prospectus for each Tranche Issue
Less: Issue related expenses*	As specified in the relevant Tranche Prospectus for each Tranche Issue
Net proceeds	As specified in the relevant Tranche Prospectus for each Tranche Issue

**The above Issue related expenses are indicative and are subject to change depending on the actual level of subscription to the Issue, the number of allottees, market conditions and other relevant factors.*

Requirement of Funds and Utilization of Net Proceeds

The following table details the objects of the Issue (collectively, referred to herein as the "**Objects**") and the amount proposed to be financed from Net Proceeds:

Sr. No.	Objects of the Issue	Percentage of amount proposed to be financed from Net Proceeds
a.	For the purpose of onward lending, financing / refinancing the existing indebtedness of our Company, and/or debt servicing (payment of interest and/or repayment / prepayment of interest and principal of existing borrowings of our Company)*	At least 75%
b.	General Corporate Purposes**	Maximum up to 25%
	Total	**100%**

**Our Company will not utilise the proceeds of this Issue towards payment of prepayment penalty, if any*
***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 amount raised in the Issue, in compliance with the SEBI NCS Regulations.*

The main objects clause of the Memorandum of Association of the Company permits the Company to undertake its existing activities as well as the activities for which the funds are being raised through the Issue.

Issue related expenses break-up

The expenses for this Issue include, inter alia, lead management fees and selling commission to the Lead Managers, Consortium Members and intermediaries as provided for in the SEBI Master Circular, fees payable to debenture trustees, the Registrar to the Issue, SCSBs' commission/ fees, printing and distribution expenses, legal fees, advertisement expenses, listing fees and any other expense directly related to the Issue. The Issue expenses and listing fees will be paid by our Company.

The estimated breakdown of the total expenses for each Tranche Issue and the timeline for such payment for each Tranche Issue shall be as specified in the relevant Tranche Prospectus.

Purpose for which there is a requirement of funds

As specified in the relevant Tranche Prospectus for each Tranche Issue.

Funding Plan

NA

Summary of the project appraisal report

NA

Schedule of implementation of the project

NA

Monitoring and reporting of utilization of funds

There is no requirement for appointment of a monitoring agency in terms of the SEBI NCS Regulations. The Audit Committee of our Company shall monitor the utilisation of the proceeds of the Issue. Our Company will disclose in our Company's financial statements for the relevant financial year commencing from Fiscal 2024, the utilisation of the proceeds of the Issue under a separate head along with details, if any, in relation to all such proceeds of the Issue that have not been utilised thereby also indicating investments, if any, of such unutilized proceeds of the Issue. Our Company shall utilize the proceeds of the Issue only upon receipt of minimum subscription, i.e., 75% of base issue size for relevant Tranche Issue relating to the Issue and relevant Tranche Prospectus, the execution of the documents for creation of security and the Debenture Trust Deed and receipt of final listing and trading approval from the Stock Exchanges. Our Company, in accordance with the timeline prescribed in SEBI Listing Regulations, shall submit to the stock exchange, a statement indicating the utilization of issue proceeds of non-convertible securities, which shall be continued to be given till such time the issue proceeds have been fully utilised or the purpose for which these proceeds were raised has been achieved. Our Company shall utilise the proceeds of the Issue only upon execution of the documents for creation of Security and the Debenture Trust Deed and receipt of listing and trading approval from the Stock Exchanges as stated in the section titled "*Terms of the Issue*" on page 238 of this Shelf Prospectus.

Interim use of proceeds

Our Management, in accordance with the policies formulated by it from time to time,will have the flexibility in deploying the proceeds received from the Issue. Pending utilization of the proceeds out of the Issue for the purposes described above, our Company intends to temporarily invest funds in high quality interest/ non- interest bearing liquid instruments including money market mutual funds, deposits with banks, current account of banks or temporarily deploy the funds in investment grade interest bearing securities as may be approved by the Board of Directors. Such investment would be in accordance with applicable law and the investment policies approved by the Board of Directors or any committee thereof from time to time.

General Corporate Purposes

Our Company intends to deploy up to 25% of the amount raised and allotted in the Issue for general corporate purposes, including but not restricted to routine capital expenditure, renovations, strategic initiatives, meeting any expenditure in relation to our Company as well as meeting exigencies which our Company may face in the ordinary course of business, or any other purposes as may be approved by our Board of Directors or duly authorized committee thereof.

Other Confirmations

In accordance with the SEBI NCS Regulations, our Company will not utilize the proceeds of the Issue for providing loans to or acquisition of shares of any person or company who is a part of the Promoter Group or Group Companies.

In accordance with the SEBI NCS Regulations, our Company will not utilize the proceeds of the Issue towards full or part consideration for the purchase or any other acquisition, inter alia by way of a lease, of any immovable property.

No part of the proceeds from the Issue will be paid by us as consideration to our Promoter, the Directors, Key Managerial Personnel, Senior Management Personnel or companies promoted by our Promoters except in ordinary course of business.

No part of the proceeds from the Issue will be utilized for buying, trading or otherwise dealing in equity shares of any listed company. Further our Company undertakes that Issue proceeds from NCDs allotted to banks shall not be used for any purpose, which may be in contravention of RBI guidelines including those relating to classification as capital market exposure or any other sectors that are prohibited under RBI Regulations.

All monies received out of the Issue shall be credited/ transferred to a separate bank account maintained with a Scheduled Bank as referred to in section 40(3) of the Companies Act 2013.

Details of all monies utilised out of the Issue referred above shall be disclosed under an appropriate separate head in our balance sheet indicating the purpose for which such monies have been utilised along with details, if any, in relation to all such proceeds of the Issue that have not been utilized thereby also indicating investments, if any, of such unutilized proceeds of the Issue.

Details of all unutilised monies out of the Issue, if any, shall be disclosed under an appropriate separate head in our balance sheet indicating the form in which such unutilised monies have been invested.

Our Company confirms that it will not use the proceeds from the Issue, directly or indirectly, for the purchase of any business or in the purchase of any interest in any business whereby our Company shall become entitled to an interest in either the capital or profit or losses or both in such business exceeding 50% thereof, the purchase or acquisition of any immovable property (direct or indirect) or acquisition of securities of any other body corporate.

The fund requirement as above is based on our current business plan and is subject to change in light of variations in external circumstances or costs, or in our financial condition, business or strategy. Our management, in response to the competitive and dynamic nature of the industry, will have the discretion to revise its business plan from time to time and consequently our funding requirements and deployment of funds may also change.

There is no contribution being made or intended to be made by the Directors as part of the Issue or separately in furtherance of the Objects of the Issue, except to the extent of NCDs subscribed by the Director (if subscribed).

Variation in terms of contract or objects in this Shelf Prospectus

Our Company shall not, in terms of Section 27 of the Companies Act, 2013, at any time, vary the terms of the objects for which this Shelf Prospectus is issued, except as may be prescribed under the applicable laws and specifically under Section 27 of the Companies Act, 2013. Further, in accordance with the SEBI Listing Regulations, in case of any material deviation in the use of proceeds as compared to the objects of the issue, the same shall be indicated in the format as specified by SEBI from time to time.

Benefit / interest accruing to Promoter/Directors/ Key Managerial Person/ Senior Management Personnel out of the object of the Issue

Neither our Promoters nor the Directors or Key Managerial Person or Senior Management Personnel of our Company are interested in the Objects of this Issue.

STATEMENT OF POSSIBLE TAX BENEFITS

STATEMENT OF POSSIBLE TAX BENEFITS AVAILABLE TO THE DEBENTURES HOLDERS

Board of Directors
IIFL Samasta Finance Limited
110/3, Lalbagh Main Road
Krishnappa Layout
Bengaluru – 560 027
Karnataka, India

Dear Ma'am/Sir,

Re: ***Proposed public issue by IIFL Samasta Finance Limited ("Issuer"/ "Company") of secured, rated, listed, redeemable, non-convertible debentures of face value of ₹ 1,000/- each ("NCDs") for an amount aggregating to ₹ 2,000 crore (the "Shelf Limit") ("Issue"). The NCDs will be issued in one or more tranches up to the Shelf Limit, on terms and conditions as set out in relevant Tranche Prospectus(es) for each Tranche Issue.***

This certificate is issued in accordance with the terms of our engagement letter dated October 27, 2023.

The accompanying Statement of Possible Tax Benefits prepared by the management of the Company, discusses the tax provisions applicable to the Potential Debenture holders ("**Investors**") subscribing in the Public Issue of NCDs of **IIFL Samasta Finance Limited** in Annexure A (hereinafter referred to as "**Statement of Possible Tax Benefits**" / "**Statement**"), under the Income-tax Act, 1961 (read with Income Tax Rules, circulars, notifications) as amended by the Finance Act, 2023 (hereinafter referred to as the "**IT Act**") in connection with the proposed Issue.

Management's Responsibility

The preparation of this Statement as of the date of our certificate which is to be included in the Draft Shelf Prospectus, Shelf Prospectus and relevant tranche prospectus(es) (the "**Offering Documents**") is the responsibility of the management of the Company.

This responsibility includes designing, implementing and maintaining internal control relevant to the preparation and presentation of the Statement, and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances. The management is also responsible for identifying and ensuring that the Company complies with the laws and regulations applicable to its activities.

Our Responsibility

Our work has been carried out in accordance with Standards on Auditing, the 'Guidance Note on Reports or Certificates for Special Purposes (Revised 2016)' and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India.

Pursuant to the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, as amended (the "**SEBI NCS Regulations**") and the Companies Act 2013 ("**Act**"), it is our responsibility to examine whether the Statement prepared by the Company, in all material respects, reflects the current position of possible tax benefits available to the debenture holders of the Company. For this purpose, we have read the Statement as given in **Annexure I** and evaluated with reference to the provisions of the IT Act to confirm that statements made are correct in all material respect.

We draw attention to the fact that the Statement includes certain inherent limitations that can influence the reliability of the information. The benefits discussed in the enclosed Annexure I are not exhaustive. Several of these benefits are dependent on the Investors fulfilling the conditions prescribed under the relevant tax laws. Therefore, the ability of Investors to derive the tax benefits is dependent on fulfilling such conditions.

The Statement is only intended to provide general information and is neither designed nor intended to be a substitute for the professional tax advice. In view of the individual nature of the tax consequences and the changing tax laws, each investor is advised to consult their own tax consultant with respect to specific tax implications arising out of their participation. Neither are we suggesting nor advising the investor to invest money based on this Statement.

We do not express any opinion or provide any assurance as to whether:

i) debenture holders of the Company will continue to obtain the benefits as per the Statement in future;

ii) the conditions prescribed for availing the benefits as per the Statement have been/would be met with; or

iii) the revenue authorities/ courts will concur with the views expressed herein.

The contents of the enclosed statement are based on information, explanations and representations obtained from the Company and on the basis of our understanding of the business activities and operations of the Company. We have relied upon the information and documents of the Company being true, correct and complete and have not audited or tested them. Our view, under no circumstances, is to be considered as an audit opinion under any regulation or law. No assurance is given that the revenue authorities/ courts will concur with the views expressed herein.

Our views are based on existing provisions of law and its interpretation, which are subject to change from time to time. We do not assume any responsibility to update the views consequent to such changes.

In our opinion, the Statement of Tax Benefits prepared by the Company as set out in Annexure - I materially covers all tax benefits available as at the date of our report to Debenture Holders, in accordance with provisions of the IT Act as amended.

Restriction on Use

We hereby consent to inclusion of the extracts of this certificate in the Offering Documents and/or any other document in relation to the Issue, and for the submission of this certificate as may be necessary, to any regulatory / statutory authority including SEBI and the Registrar of Companies, Karnataka at Bengaluru, stock exchanges, any other authority as may be required and/or for the records to be maintained by the lead managers appointed in connection with the Issue (the "**Lead Managers**") and in accordance with applicable law, and for the purpose of any defense the Lead Managers may wish to advance in any claim or proceeding in connection with the contents of the Offer Documents. Accordingly, this certificate is not to be used, referred to or distributed for any other purpose without our prior written consent. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing. Any subsequent amendment / modification to provisions of the applicable laws may have an impact on the views contained in our statement. While reasonable care has been taken in the preparation of this certificate, we accept no responsibility for any errors or omissions therein or for any loss sustained by any person who relies on it.

This certificate may be relied on by Lead Managers, namely JM Financial Limited, IIFL Securities Limited, Nuvama Wealth Management Limited (formerly known as Edelweiss Securities Limited) and Trust Investment Advisors Private Limited, their affiliates and legal counsel in relation to the Issue.

Sincerely,

For Gowthama & Company

Chartered Accountants

FRN: 005917S

Pawan Kumar G S

Partner

Membership No. 265601

Place: Mumbai

Date: November 23, 2023

UDIN: 23265601BGXJOR8186

Annexure A

ANNEXURE TO THE STATEMENT OF SPECIAL TAX BENEFITS AVAILABLE TO IIFL SAMASTA FINANCE LIMITED ("THE COMPANY") AND THE COMPANY'S DEBENTUREHOLDERS

The following tax benefits will be available to the debenture holders of the Company ("**Debenture Holder**") as per the existing provisions of law. The tax benefits are given as per the prevailing tax laws under the provisions of the IT Act, as on date, taking into account the amendments made by the Finance Act, 2023, and may vary from time to time in accordance with amendments to the law or enactments thereto. The Debenture Holder is advised to consider the tax implications in respect of subscription to Debentures after consulting his tax advisor as alternative views are possible.

This Annexure intends to provide general information on the applicable provisions of the IT Act. It is not exhaustive or comprehensive and is not intended to be a substitute for professional advice. Several of these benefits are dependent on the Company or its Debenture Holders fulfilling the conditions prescribed under the relevant provisions of the Income-tax Act, 1961. In view of the individual nature of the tax consequences and the changing tax laws, each investor is advised to consult his or her own tax consultant with respect to the specific tax implications arising out of their participation in the Issue, particularly in view of the fact that certain recently enacted legislation may not have a direct legal precedent or may have a different interpretation on the benefits, which an investor can avail. Neither are we suggesting nor advising the investor to invest money based on this Statement.

Implications under Income Tax Act, 1961

I. TO RESIDENT DEBENTURE HOLDERS (RESIDENT AS DEFINED UNDER SECTION 6 OF THE INCOME TAX ACT, 1961)

A. In respect of Interest on Debentures (NCD)

1. Interest on NCD received by Debenture Holders would be subject to income tax at the normal rates of tax in accordance with and subject to the provisions of the Income Tax Act, 1961 (Refer Note 1 below). Interest will be assessed to Income tax on receipt basis or mercantile basis (accrual basis) depending on the method of accounting regularly employed by the NCD holder under Section 145 of the Income Tax Act, 1961.

   Income Tax is deductible at source at the rate of 10% on interest on debentures held by resident Indians as per the provisions of Section 193 of the IT Act

2. Further, Tax will be deducted at source at reduced rate, or no tax will be deducted at source in the following cases:

   a. When the Assessing Officer issues a certificate on an application by a Debenture Holder on satisfaction that the total income of the Debenture holder justifies no/lower deduction of tax at source as per the provisions of Section 197(1) of the IT Act; and that a valid certificate is filed with the Company before the prescribed date of closure of books for payment of debenture interest;

   b. When the resident Debenture Holder with Permanent Account Number ('**PAN**') (not being a company or a firm) submits a declaration as per the provisions of section 197A(1A) of the IT Act in the prescribed Form 15G verified in the prescribed manner to the effect that the tax on his estimated total income of the financial year in which such income is to be included in computing his total income will be NIL. However, under section 197A(1B) of the IT Act, Form 15G cannot be submitted nor considered for exemption from tax deduction at source if the dividend income referred to in section 194, interest on securities, interest, withdrawal from NSS and income from units of mutual fund or of Unit Trust of India as the case may be or the aggregate of the amounts of such incomes credited or paid or likely to be credited or paid during the financial year in which such income is to be included exceeds the maximum amount which is not chargeable to income tax;

   c. Senior citizens, who are 60 or more years of age at any time during the financial year, enjoy the special privilege to submit a self-declaration in the prescribed Form 15H for non-deduction of tax at source in accordance with the provisions of section 197A(1C) of the Act even if the aggregate income credited or paid or likely to be credited or paid exceeds the maximum amount not chargeable to tax, provided that the tax due on the estimated total income of the year concerned will be NIL; and

d. In all other situations, tax would be deducted at source as per prevailing provisions of the IT Act. Please find below the class of resident investors and respective documents that would be required for granting TDS exemption:

Sl. No.	Class of Investors	Relevant section which grants TDS exemption	Documents to be taken on record from Investors
1.	Residential individual or resident HUF	Claiming non-deduction or lower deduction of tax at source under section 197 of the IT Act.	Form No.15G with PAN / Form No.15H with PAN / Certificate issued u/s 197(1) has to be filed with the Company. However in case of NCD Holders claiming non-deduction or lower deduction of tax at source, as the case may be, the NCD Holder should furnish either: Provide a declaration (in duplicate) in the Forms prescribed viz.: - Form 15H which can be given by individuals who are of the age of 60 years or more - Form 15G which can be given by all applicants (other than companies, and firms), or - A certificate, from the Assessing Officer which can be obtained by all applicants (including companies and firms) by making an application in the prescribed form i.e., Form No.13.
2.	Non-residents- (Other than FIIs/FPIs)	For Non-deduction or lower deduction of tax at source u/s 195 of the IT Act	A certificate under section 197 of the IT Act from the Indian Assessing Officer for nil / lower deduction of tax at source by making an application in the prescribed form (i.e. Form No.13.)
3.	Life insurance Corporation of India	Clause vi of Proviso to Section 193	Copy of Registration Certificate
4.	a. General Insurance Corporation of India, b. Companies formed under section 16(1) of General Insurance Business Act, 1972 and, c. any company in which GIC and aforesaid 4 companies has full beneficial interest (100% shareholding)	Clause vii of Proviso to Section 193	a. Copy of Registration Certificate b. Copy of shareholding pattern
5.	Any Insurer other than mentioned above in **Sr No. 3 and 4** (like SBI Life Insurance, Max Life Insurance etc.)	Clause viii of Proviso to Section 193	Copy of Registration certificate issued by IRDA
6.	Mutual Funds	Section 196(iv) read with Section 10(23D)	Copy of Registration certificate issued by SEBI / RBI and notification issued by Central Government. Declaration from the Mutual Fund with respect to income being exempt u/s 10(23D) of the IT Act.

Sl. No.	Class of Investors	Relevant section which grants TDS exemption	Documents to be taken on record from Investors
7.	Government, RBI and corporation established under Central / State Act whose income is exempt from tax	Section 196(i),(ii) and (iii)	In case of Corporation, Documentary evidence to establish that Corporation is established under Central / State Act, and Declaration that their income is exempt from tax with applicable provisions
8.	Recognized Provident Funds, Recognized Gratuity Funds, Approved Superannuation Funds, Employees' State Insurance Fund etc.	Section 10(25) and Section 10(25A) and CBDT Circular - 18/2017	Copy of Registration and Recognition certificate issued by relevant statutory authorities and income-tax authorities and Declaration from the funds that there income is exempt u/s 10(25) and 10(25A)
9.	New Pension System Trust	Section 10(44) read with Section 196(iii) and CBDT Circular - 18/2017	Relevant Registration certificate issued to NPS Trust under section Indian Trusts Act, 1882 Declaration from the trust with respect to income being exempt u/s 10(44) of the IT Act
10.	Other entities like Local authority, Regimental Funds, IRDA etc.	Section 10(20) etc. read with CBDT Circular - 18/2017	Relevant Registration certificate Declaration that they fall within the relevant income-tax section and eligible for income-tax exemption on their income
11.	Alternative Investment Funds (Category I and II)	Section 197A(1F)	Copy of Registration certificate issued by SEBI

B. In respect of Capital Gains

1. *Long Term Capital Gains*

Under Section 2(29AA) read with section 2(42A) of the IT Act, listed Debentures held as Capital Asset as defined under section 2(14) of the IT Act is treated as long term capital asset if it is held for more than 12 Months. Debentures held as capital asset for a period of 12 Months or less will be treated as short term capital asset.

Long Term Capital Gain will be chargeable to tax under Section 112 of the IT Act at the rate of 20% (plus applicable surcharge and education cess). However, in the case of listed debentures, as per first proviso to section 112(1) of the IT Act, tax payable is only 10% (plus applicable surcharge and education cess). No indexation benefit is available for debentures. Hence, the tax payable on long term capital gains on transfer of NCD will be 10%(plus applicable surcharge and education cess) and the capital gains have to be computed without indexation.

In case of an individual or HUF, being a resident, where the total income as reduced by such long-term capital gains is below the maximum amount which is not chargeable to income-tax, then, such long-term capital gains shall be reduced by the amount by which the total income as so reduced falls short of the maximum amount which is not chargeable to income-tax and the tax on the balance of such long-term capital gains shall be computed at the rate mentioned above.

2. *Short Term Capital Gains*

Listed Debentures held as capital asset under Section 2(14) of the IT Act for a period of not more than 12 months would be treated as Short term capital asset under Section 2(42A) of the IT Act. Short Term Capital Gains on transfer of NCD will be taxed at the normal rates of tax. As per Section 74 of the IT Act, short-term capital loss on transfer of debentures suffered during the year is allowed to be set-off against short-term as well as long-term capital gains of the said year. Balance loss, if any could be carried forward for eight years for claiming set-off against

subsequent years' short term as well as long-term capital gains. Long-term capital loss on debentures suffered during the year is allowed to be set-off only against long-term capital gains.

Balance loss, if any, could be carried forward for eight years for claiming set-off against subsequent year's long-term capital gains.th the provisions of the IT Act. The provisions relating to maximum amount not chargeable to tax would apply to short term capital gains.

3. *Capital Loss on transfer of Debentures*

As per Section 74 of the IT Act, short-term capital loss on transfer of debentures suffered during the year is allowed to be set-off against short-term as well as long-term capital gains of the said year. Balance loss, if any could be carried forward for eight years for claiming set-off against subsequent years' short term as well as long-term capital gains. Long-term capital loss on debentures suffered during the year is allowed to be set-off only against long-term capital gains.

Balance loss, if any, could be carried forward for eight years for claiming set-off against subsequent year's long-term capital gains.

4. *Exemption available for Individuals and HUF for Long Term Capital gains U/s 54F of the IT Act*

As per the provisions of Section 54F of the IT Act, any long-term capital gains on transfer of a long term capital asset arising to a Debenture Holder who is an individual or Hindu Undivided Family, is exempt from tax if the entire net sales consideration is utilized, within a period of one year before, or two years after the date of transfer, in purchase of a new residential house in India, or for construction of residential house in India within three years from the date of transfer subject to conditions. If part of such net sales consideration is invested within the prescribed period in a residential house, then such gains would be chargeable to tax on a proportionate basis. This exemption is available, subject to the conditions stated therein.

Under section 54EE of the IT Act, long term capital gains arising to the Debenture Holder(s) on transfer of debentures in the company shall not be chargeable to tax to the extent such capital gains are invested in long term specified asset (a unit or units issued before 01.04.2019) as notified by Central Government within six months after the date of transfer. If only part of the capital gain is so invested, the exemption shall be proportionately reduced. However, if the said notified bonds are transferred or converted into money within a period of three years from their date of acquisition, the amount of capital gains exempted earlier would become chargeable to tax as long-term capital gains in the year in which the bonds are transferred or converted into money. However, the exemption is subject to a limit of investment of INR 50 lacs during any financial year in the notified bonds. Where the benefit of Section 54EE of the IT Act has been availed of on investments in the notified bonds, a deduction from the income with reference to such cost shall not be allowed under section 80C of the Act.

As per provisions of section 54EE of the IT Act, capital gain on the transfer of a long-term capital asset, arising to a debenture holder is exempt from tax, if the assessee / debenture holder invested the whole or any part of capital gains in the long-term specified asset at any time within a period of six months. If the cost of the long-term specified asset is less than the capital gain arising from the transfer of the original asset, then such gains would be chargeable to tax on a proportionate basis. This exemption is available, subject to the condition that the investment in the long-term specified asset by an assessee during any financial year does not exceed fifty lakh rupees: If the long term specified asset in which the investment has been made is transferred within a period of three years from the date of its acquisition, the amount of capital gains tax claimed earlier would became chargeable to tax as capital gains in the year in which such long term specified asset is transferred. Specified Asset means a unit or units, issued before the 1st day of April, 2019, of such fund as may be notified by the Central Government in this behalf.

C. In respect of Business Income

In case the Debentures are held as stock in trade by the debenture holder, the income/loss from transfer of debentures would be taxed as Income from Business. Such income is to be computed in accordance with the Income Computation and Disclosure Standard VIII, which is notified by the Ministry of Finance, Government of India under Section 145(2) of the IT Act. Where debentures are held as stock in trade and unpaid interest has accrued before acquisition of Debentures and is included in the price paid for the Debentures, subsequent receipt of interest is to be allocated between pre-acquisition and post-acquisition periods, the pre-acquisition portion of the interest is reduced from the actual cost and is to be treated as interest. In the case of Debentures held by Scheduled Bank and Public Financial Institutions, income is to be recognized in accordance with the guidelines issued by the Reserve Bank of India in this regard.

D. Debentures received as gift without consideration or inadequate consideration

As per section 56(2)(x) of the IT Act, except in cases which are specifically exempted under this clause (such as gift received from relative as defined under the section), where the debentures are received without consideration where the aggregate market value of all gifts received exceeds Rs. 50,000 the aggregate market value of the debentures shall be taxable as income in the hands of the recipient. Similarly, if debentures are received for inadequate consideration, the shortfall in the consideration will be treated as income of the recipient subject to the provisions contained in section 56(2)(x) of the IT Act. There is no gift tax for the Donor of the Debentures.

II. TO THE NON-RESIDENT DEBENTURE HOLDERS

1. A Non – Resident Indian has an option to be governed by Chapter XII – A of the IT Act, subject to the provisions contained therein which are given in brief as under:

   a. As per Section 115E of the IT Act, interest income from debentures acquired or purchased with or subscribed to in convertible foreign exchange will be taxable at 20%, whereas long term capital gains on transfer of such Debentures will be taxable at 10% of such capital gains without indexation of cost of acquisition. Short-term capital gains will be taxable at the normal rates of tax in accordance with and subject to the provisions contained therein.

   b. As per Section 115G of the IT Act, it shall not be necessary for a non-resident Indian to file a return of income under Section 139(1) of the IT Act, if his total income consists only of investment income as defined under Section 115C and/or long term capital gains earned on transfer of such investment acquired out of convertible foreign exchange, and the tax has been deducted at source from such income under the provisions of Chapter XVII- B of the IT Act in accordance with and subject to the provisions contained therein.

   c. As per Section 115D (1) of the IT Act no deduction in respect of any expenditure or allowance shall be allowed under any provisions of the IT Act in the computation of income of a non-resident Indian under Chapter XII – A of the IT Act.

   d. In accordance with and subject to the provisions of Section 115-I of the IT Act, a Non-Resident Indian may opt not to be governed by the provisions of Chapter XII – A of the IT Act.

   e. Long Term capital gains on transfer of listed debentures would be subject to tax at the rate of 10% computed without indexation.

   f. Interest income and Short – term capital gains on the transfer of listed debentures, where debentures are held for a period of not more than 12 months preceding the date of transfer, would be taxed at the normal rates of tax in accordance with and subject to the provisions of the IT Act.

   g. Where debentures are held as stock in trade, the income on transfer of debentures would be taxed as business income or loss in accordance with and subject to the provisions of the IT Act.

   h. Under Section 195 of the IT Act, the applicable rate of tax deduction at source is 20% on investment income and 10% on any long-term capital gains as per Section 115E, and 30% for Short Term Capital Gains if the payee debenture Holder is a Non-Resident Indian.

   i. The income tax deducted shall be increased by applicable surcharge and health and education cess.

   j. As per Section 90(2) of the IT Act read with the Circular No. 728 dated October 30, 1995 issued by the Central Board of Direct Taxes, in the case of a remittance to a country with which a Double Tax Avoidance Agreement (DTAA) is in force, the tax should be deducted at the rate provided in the Finance Act of the relevant year or at the rate provided in the DTAA, whichever is more beneficial to the assessee. However, submission of tax residency certificate (TRC), is a mandatory condition for availing benefits under any DTAA. If the tax residency certificate does not contain the prescribed particulars as per CBDT Notification 57/2013 dated August 1, 2013, a self-declaration in Form 10F would need to be provided by the assessee along with TRC.

k. Alternatively, to avail non deduction or lower deduction of tax at source, as the case may be, the Debenture Holder should furnish a certificate under Section 195(2) and 195(3) of the IT Act, from the Assessing Officer before the prescribed date of closure of books for payment of debenture interest.

l. As per Section 74 of the IT Act, short-term capital loss on transfer of debentures suffered during the year is allowed to be set-off against short-term as well as long-term capital gains of the said year. Balance loss, if any could be carried forward for eight years for claiming set-off against subsequent years' short-term as well as long-term capital gains. Long-term capital loss on debentures suffered during the year is allowed to be set-off only against long-term capital gains. Balance loss, if any, could be carried forward for eight years for claiming set-off against subsequent year's long-term capital gains.

m. In case the Debentures are held as stock in trade by the debenture holder, the income/loss from transfer of debentures would be taxed as Income from Business. Such income is to be computed in accordance with the Income Computation and Disclosure Standard VIII which is notified by the Ministry of Finance, Government of India under Section 145(2) of the IT Act. Where debentures are held as stock in trade and unpaid interest has accrued before acquisition of Debentures and is included in the price paid for the Debentures, subsequent receipt of interest is to be allocated between pre-acquisition and post-acquisition periods, the pre-acquisition portion of the interest is reduced from the actual cost and is to be treated as interest. In the case of Debentures held by Scheduled Bank, income is to be recognized in accordance with the guidelines issued by the Reserve Bank of India in this regard.

n. As per section 56(2)(x) of the IT Act, except in cases which are specifically exempted under this clause (such as gift received from relative as defined under the section), where the debentures are received without consideration where the aggregate market value of all gifts received exceeds Rs. 50,000 the aggregate market value of the debentures shall be taxable as income in the hands of the recipient. Similarly, if debentures are received for inadequate consideration, the shortfall in the consideration will be treated as income of the recipient subject to the provisions contained in section 56(2)(x) of the IT Act. There is no gift tax for the Donor of the Debentures.

o. As per the provisions of Section 54F of the IT Act, any long-term capital gains on transfer of a long term capital asset arising to a Debenture Holder who is an individual or Hindu Undivided Family, is exempt from tax if the entire net sales consideration is utilized, within a period of one year before, or two years after the date of transfer, in purchase of a new residential house in India, or for construction of residential house in India within three years from the date of transfer subject to conditions. If part of such net sales consideration is invested within the prescribed period in a residential house, then such gains would be chargeable to tax on a proportionate basis. This exemption is available, subject to the conditions stated therein.

III. TO THE FOREIGN INSTITUTIONAL INVESTORS/ FOREIGN PORTFOLIO INVESTORS (FIIs/ FPIs)

1. As per Section 2(14)(b) of the IT Act, any securities held by FIIs which has invested in such securities in accordance with the regulations made under the Securities and Exchange Board of India Act, 1992, shall be treated as capital assets. Accordingly, any gains arising from transfer of such securities shall be chargeable to tax in the hands of FIIs as capital gains.

2. In accordance with and subject to the provisions of Section 115AD of the IT Act, long term capital gains on transfer of debentures by FIIs are taxable at 10% (plus applicable surcharge and cess) and short-term capital gains are taxable at 30% (plus applicable surcharge and cess). The benefit of cost indexation will not be available. Further, benefit of provisions of the first proviso of Section 48 of the IT Act will not apply.

3. Interest on NCD may be eligible for concessional tax rate of 5% (plus applicable surcharge and health and education cess) for interest referred under Section 194LD.

4. Further, in case where section 194LD is not applicable, the interest income earned by FIIs/FPIs should be chargeable to tax at the rate of 20% under section 115AD of the IT Act. Tax shall be deducted u/s. 196D of the IT Act on such income at 20%. Where DTAA is applicable to the payee, the rate of tax deduction shall be lower of rate as per DTAA or 20%, subject to the conditions prescribed therein.

5. Section 194LD in the IT Act provides for lower rate of withholding tax at the rate of 5% on payment by way of interest paid by an Indian Company to FIIs and Qualified Foreign Investor in respect of rupee denominated bond of an Indian Company between June 1, 2013 and July 1, 2023 provided such rate does not exceed the rate as may

be notified by the Government.

6. The income tax deducted shall be increased by applicable surcharge and health and education cess.

7. In accordance with and subject to the provisions of Section 196D(2) of the IT Act, no deduction of tax at source is applicable in respect of capital gains arising on the transfer of debentures by FIIs referred to in section 115AD.

8. The CBDT has issued a Notification No. 9 dated 22 January 2014 which provides that Foreign Portfolio Investors (FPI) registered under SEBI (Foreign Portfolio Investors) Regulations, 2014 shall be treated as FII for the purpose of Section 115AD of the IT Act.

IV. TO MUTUAL FUNDS

All mutual funds registered under Securities and Exchange Board of India or set up by public sector banks or public financial institutions or authorized by the Reserve Bank of India are exempt from tax on all their income, including income from investment in Debentures under the provisions of Section 10 (23D) of the IT Act in accordance with the provisions contained therein. Further, as per the provisions of section 196 of the IT Act, no deduction of tax shall be made by any person from any sums payable to mutual funds specified under Section 10(23D) of the IT Act, where such sum is payable to it by way of interest or dividend in respect of any securities or shares owned by it or in which it has full beneficial interest, or any other income accruing or arising to it.

V. TO SPECIFIED FUNDS ("SPECIFIED FUND" AS DEFINED UNDER SECTION 10(4D) OF THE IT ACT)

The income of Specified Funds is taxable for the year beginning April 1, 2020, to the extent attributable to units held by non-resident (not being a permanent establishment of a non-resident in India), and in accordance with and subject to the provisions of Section 115AD of the IT Act, as under:

a) The interest income earned are chargeable to tax at the rate of 10%;

b) Long term capital gains on transfer of debentures to the specified extent are taxable at 10% (benefit of provisions of the first proviso of section 48 of the IT Act will not apply); and

c) Short-term capital gains are taxable at 30%.

Further, where any income in respect of NCD is payable to Specified Funds, tax shall be deducted at the rate of 10% on the income other than exempt under section 10(4D) with effect from November 1, 2020 as per Section 196D of the IT Act.

The income tax deducted shall be increased by applicable surcharge and health and education cess.

VI. REQUIREMENTS TO FURNISH PAN/FILING OF RETURNS UNDER THE INCOME TAX ACT, 1961

1. SEC. 139A (5A)

   Section 139A (5A) requires every person from whom income tax has been deducted at source under chapter XVII – B of the IT Act to furnish his PAN to the person responsible for deduction of tax at source.

2. SEC. 206AA

   a. Section 206AA of the IT Act requires every person entitled to receive any sum, on which tax is deductible under Chapter XVIIB ("DEDUCTEE") to furnish his PAN to the Deductor, failing which tax shall be deducted at the higher of the following rates:

      i. at the rate specified in the relevant provision of the IT Act; or
      ii. at the rate or rates in force; or
      iii. at the rate of twenty per cent.

   b. A declaration under Section 197A (1) or 197A (1A) or 197A (1C) shall not be valid unless the person furnishes his PAN in such declaration and the Deductor is required to deduct tax as per Para (a) above in such a case.

c. Where a wrong PAN is provided, it will be regarded as non-furnishing of PAN and Para (a) above will apply.

d. As per Rule 37BC, the higher rate under section 206AA shall not apply to a non-resident, not being a company, or to a foreign company, in respect of payment of interest, if the non-resident Deductee furnishes the prescribed details *inter alia* TRC and Tax Identification Number (TIN).

3. SEC. 206AB

Further, the Finance Act, 2021 inserted new section for punitive withholding tax rate for non-filers of return of income with effect from 1 July 2021 as per which payments made to the specified persons will be subject to TDS at higher of twice the applicable rate or 5% in respect of all TDS/TCS provisions except for specific exclusions.

Note 1 Tax Rates

Resident Individuals and Hindu Undivided Families:

The FA, 2023 has amended section 115BAC of the IT Act by, inter alia, inserting sub-section (1A) thereto to provide that the tax regime provided under section 115BAC of the IT Act shall be the default tax regime applicable in case of an individual, HUF, AOP (other than a co-operative society), body of individual or artificial juridical, beginning with the financial year 2023-24, except where the assessee specifically opts to be governed by the erstwhile regime.

In such cases, the following shall be the rate of tax applicable:

Slab	Tax Rate
Total income up to INR 3,00,000	Nil
More than INR 3,00,000 but up to INR 6,00,000	5 per cent of excess over INR 3,00,000
More than INR 6,00,000 but up to INR 9,00,000	10 per cent of excess over INR 6,00,000 + INR 15,000
More than INR 9,00,000 but up to INR 12,00,000	15 per cent of excess over INR 9,00,000 + INR 45,000
More than INR 12,00,000 but up to INR 15,00,000	20 per cent of excess over INR 12,00,000 + INR 90,000
More than INR 15,00,000	30 per cent of excess over INR 15,00,000 + INR 1,50,000

In computing the income-tax under the new regime, certain deductions like standard deduction available to salaried taxpayers, etc., shall be allowed. However, most of the deductions/exemptions such as section 80C, 80D, etc. would need to be foregone.

A resident individual (whose total income does not exceed Rs 7,00,000) whose income is chargeable to tax under sub-section (1A) of section 115BAC can avail rebate under section 87A. It is deductible from income tax before calculating health and education cess. The amount of rebate available would be 100 per cent of income-tax chargeable on his total income or Rs 25,000, whichever is less. Further, where the total income exceeds Rs 7,00,000, the assessee shall be entitled for deduction of an amount equal to the amount by which the income-tax payable on the total income exceeds the amount by which the total income exceeds Rs 7,00,000.

Where the assessee as stated above, specifically opts to be governed by the erstwhile regime, the income earned by assessee should be liable to tax as per the applicable slab rates (plus applicable surcharge and health and education cess) based on the taxable income of such assessee. The slab rates applicable to such investors (other than resident individuals aged 60 years or more) are as follows:

Income	Tax Rate*
Up to INR 2,50,000#	NIL
Exceeding INR 2,50,000 up to INR 5,00,000@	5 per cent of the amount by which the total income exceeds INR 2,50,000
Exceeding INR 5,00,000 up to INR 10,00,000	20 per cent of the amount by which the total income exceeds INR 5,00,000 plus INR 12,500$
Exceeding INR 10,00,000	30 per cent of the amount by which the total income exceeds INR 10,00,000 plus INR 112,500$

@A resident individual (whose total income does not exceed Rs 500,000) can avail rebate under section 87A. It is deductible from income tax before calculating health and education cess. The amount of rebate available would be 100 per cent of income-tax chargeable on his total income or Rs 12,500, whichever is less.

** plus surcharge if applicable and a health and education cess ('cess') of 4 per cent on the amount of tax plus surcharge, if applicable).*

 # for resident senior citizens of sixty years of age and above but below eighty years of age, Rs 250,000 has to be read as Rs 300,000 and for resident senior citizens of eighty years of age and above ("super senior citizen) Rs 250,000' has to be read as Rs 500,000.

$Similarly, for resident senior citizens of sixty years of age and above but below eighty years of age, Rs 12,500 has to be read as Rs 10,000 and Rs 112,500 has to be read as Rs 110,000. And for super senior citizen Rs 12,500 has to be read as Nil and Rs 112,500 has to be read as Rs 100,000.

Partnership Firms & LLP's:

The tax rates applicable would be 30 per cent (plus surcharge if applicable – Refer Note 2 and a health and education cess of 4 per cent on the amount of tax plus surcharge, if applicable).

Domestic Companies:

Type of Domestic company	Base normal tax rate on income (other than income chargeable at special rates)	Base MAT rate
Domestic companies having turnover or gross receipts of upto Rs 400 Cr in FY 2020-21 (For AY 2023-24) and in FY 2021-22 (For AY 2024-25)	25 per cent	15 per cent
Domestic manufacturing company set-up and registered on or after 1 March 2016 subject to fulfilment of prescribed conditions (Section 115BA)	25 per cent	15 per cent
Any domestic company (even if an existing company or engaged in non-manufacturing business) has an option to avail beneficial rate, subject to fulfilment of prescribed conditions (Section 115BAA)	22 per cent	Not applicable
Domestic manufacturing company set-up and registered on or after 1 October 2019 and commences manufacturing upto 31 March 2024, has an option to avail beneficial rate, subject to fulfilment of prescribed conditions (Section 115BAB)	15 per cent	Not applicable
Domestic companies not falling under any of the above category	30 per cent	15 per cent

Note 2: Surcharge (as applicable to the tax charged on income)

Non-corporate assessees (other than firm, co-operative societies and FIIs):

Particulars	Rate of Surcharge
Where total income (including dividend income and income under the provisions of section 111A, section 112A and section 112 of the IT Act) does not exceed Rs 50 lacs	Nil
Where total income (including dividend income and income under the provisions of section 111A, section 112A and section 112 of the IT Act) exceeds Rs 50 lacs but does not exceed Rs 1 crore	10 per cent on total tax
Where total income (including dividend income and income under the provisions of section 111A section 112A and section 112 of the IT Act) exceeds Rs 1 crore but does not exceed Rs 2 crore	15 per cent on total tax
Where total income (excluding dividend income and income under the provisions of section 111A, section 112A and 112 of the IT Act) does not exceed Rs 2 crore but total income (including dividend income and income under the provisions of section 111A, section 112A and 112 of the IT Act) exceeds Rs 2 crore	15 per cent on total tax The Finance Act, 2022 from FY 2022-23 has capped the surcharge rates for long term gains chargeable to tax under section 112 of the IT Act.
Where total income (excluding dividend income and income under the provisions of section 111A, section 112A and section 112 of the IT Act) exceeds Rs 2 crore	25 per cent on tax on income excluding dividend income and income under the provisions of section 111A, section 112A and section 112 of the IT Act. In case the assessee opts out of Sec 115BAC then the rate of surcharge applicable is 37 percent. - 15 per cent on tax on dividend income and income under the provisions of section 111A section 112A and section 112 of the IT Act.

	The Finance Act, 2022 from FY 2022-23 has capped the surcharge rates for long term gains chargeable to tax under section 112 of the IT Act as well.

***Note**: The Finance Act, 2022 from FY 2022-23 has capped the surcharge rates for long-term gains chargeable to tax under section 112 of the IT Act as well.*
As per the FA, 2023, the maximum surcharge rate in case of capital gains chargeable to tax under section 112 of the IT Act, in case of an assessee being an individual, HUF, AOP (not being a co-operative society), BOI or artificial juridical person is also capped to 15%.

FIIs (Non – corporate):

Particulars	Rate of Surcharge
Where total income (including dividend income or income of the nature referred to in section 115AD(1)(b) of the IT Act) does not exceed Rs 50 lacs	Nil
Where total income (including dividend income or income of the nature referred to in section 115AD(1)(b) of the IT Act) exceeds Rs 50 lacs but does not exceed Rs 1 crore	10 per cent on total tax
Where total income (including dividend income or income of the nature referred to in section 115AD(1)(b) of the IT Act) exceeds Rs 1 crore but does not exceed Rs 2 crore	15 per cent on total tax
Where total income (excluding dividend income or income of the nature referred to in section 115AD(1)(b) of the IT Act) does not exceed Rs 2 crore but total income (including dividend income or income of the nature referred to in section 115AD(1)(b) of the IT Act) exceeds Rs 2 crore	15 per cent on total tax
Where total income (excluding dividend income or income of the nature referred to in section 115AD(1)(b) of the IT Act) exceeds Rs 2 crore	- 25 per cent on tax on income excluding dividend income or income of the nature referred to in section 115AD(1)(b) of the IT Act. In case the assessee opts out of Sec 115BAC then the rate of surcharge applicable is 37 percent. - 15 per cent on tax on dividend income or income of the nature referred to in section 115AD(1)(b) of the IT Act

Note: The FA, 2023 has capped the highest surcharge rate to 25 per cent.

For assesses other than those covered above:

Particulars	Rate of surcharge applicable
Non-corporate taxpayers being firms and co-operative societies	Nil where total income does not exceed Rs 1 crore
	From FY 2022-23 7 per cent where total income exceeds Rs 1 crore but does not exceed Rs 10 crore
	From FY 2022-23 12 per cent where total income exceeds Rs 10 crore
Domestic companies (other than companies availing benefit under section 115BAA and section 115BAB of the IT Act)	Nil where total income does not exceed Rs 1 crore
	7 per cent where total income exceeds Rs 1 crore but does not exceed Rs 10 crore
	12 per cent where total income exceeds Rs 10 crore
Domestic companies availing benefit under section 115BAA and section 115BAB of the IT Act	10 per cent (irrespective of total income)
Foreign Companies (including corporate FIIs)	Nil where total income does not exceed Rs 1 crore
	2 per cent where total income exceeds Rs 1 crore but does not exceed Rs 10 crore
	5 per cent where total income exceeds Rs 10 crore

A health and education cess of 4 per cent is payable on the total amount of tax plus surcharge.
Notes:

- The above statement sets out the provisions of law in a summary manner only and is not a complete analysis or listing of all potential tax consequences of the purchase, ownership and disposal of NCD.

- The above statement covers only certain relevant direct tax law benefits and does not cover benefit under any other law.

- The above statement of possible tax benefits is as per the current direct tax laws (read along with the amendments made by the FA, 2023) relevant for the AY 2024-25 corresponding to the FY 2023-24.

- This statement is intended only to provide general information to the investors and is neither designed nor intended to be a substitute for professional tax advice. In view of the individual nature of tax consequences, each investor is advised to consult his/her own tax advisor with respect to specific tax consequences of his/her investment in the NCD of the Company.

- In respect of non-residents, the tax rates and consequent taxation mentioned above will be further subject to any benefits available under the relevant DTAA, if any, between India and the country in which the non-resident has fiscal domicile.

- No assurance is given that the revenue authorities/courts will concur with the views expressed herein. Our views are based on the existing provisions of law and its interpretation, which are subject to changes from time to time. We do not assume responsibility to update the views consequent to such changes.

NOTES FORMING PART OF STATEMENT OF TAX BENEFITS

1. The above Statement sets out the provisions of law in a summary manner only and is not a complete analysis or listing of all potential tax consequences of the purchase, ownership and disposal of debenture/bonds.

2. The above statement covers only certain relevant benefits under the IT Act and does not cover benefits under any other law.

3. The above statement of possible tax benefits is as per the current direct tax laws relevant for the Assessment Year 2024-2025 (Financial year 2023-24) and taking into account the amendments made by the Finance Act, 2023.

4. This statement is intended only to provide general information to Debenture Holders and is neither designed nor intended to be a substitute for professional tax advice. In view of the individual nature of tax consequences, each debenture Holder is advised to consult his/her/its own tax advisor with respect to specific consequences of his/her/its holding in the debentures of the Company.

5. Several of the above tax benefits are dependent on the debenture holders fulfilling the conditions prescribed under the relevant tax laws and subject to Chapter X and Chapter XA of the IT Act.

6. The stated benefits will be available only to the sole/ first named holder in case the debenture is held by joint holders.

7. In respect of non-residents, the tax rates and consequent taxation mentioned above will be further subject to any benefits available under the relevant tax treaty, if any, between India and the country in which the non-resident has fiscal domicile.

8. In respect of non-residents, taxes paid in India could be claimed as a credit in accordance with the provisions of the relevant tax treaty and applicable domestic tax law.

No assurance is given that the revenue authorities/ courts will concur with the views expressed herein. Our views are based on the existing provisions of law and its interpretation, which are subject to changes from time to time. We do not assume responsibility to update the views consequent to such changes. We shall not be liable to any claims, liabilities or expenses relating to this assignment except to the extent of fees relating to this assignment, as finally judicially determined to have resulted primarily from bad faith or intentional misconduct. We will not be liable to any other person in respect of this statement.

SECTION IV - ABOUT OUR COMPANY

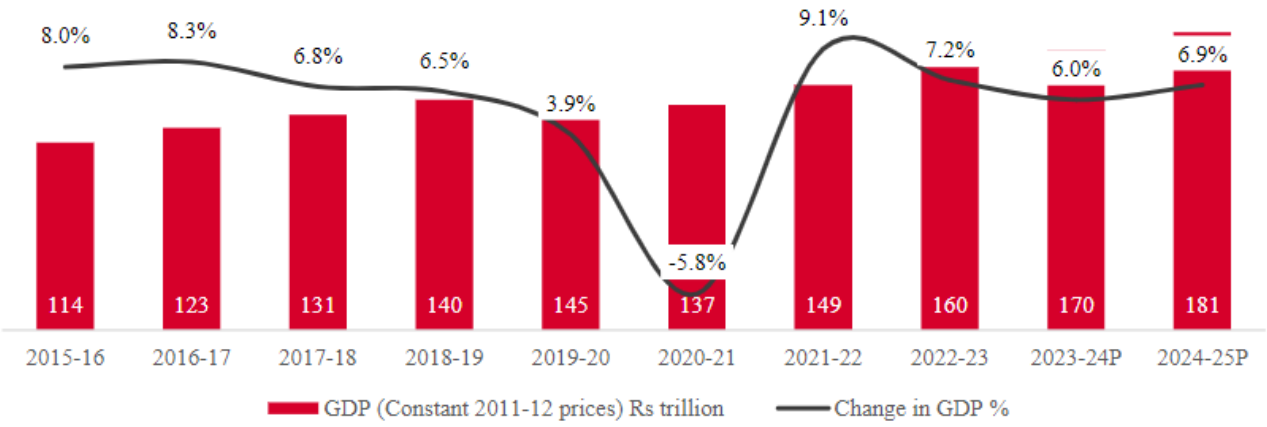
INDUSTRY OVERVIEW

An overview of the Indian economy

Before the pandemic, India was one of the fastest-growing economies in the world with a CAGR of 6.6% between fiscals 2015 and 2020. GDP shot up from Rs 105 trillion in fiscal 2015 to Rs 145 trillion in fiscal 2020 based on 2011-12 prices.

The outbreak of the Covid pandemic and the subsequent imposition of the lockdown on March 25, 2020, onwards sent the Indian economy reeling, leading to a 5.8% decline to Rs 137 trillion in fiscal 2021. While the economy was under pressure in the first half of the fiscal, due to the pandemic-induced, lockdown-led demand shocks and weak global demand, low oil and commodity prices provided some respite. The second half saw an uptick in mobility and in economic activity, as sentiment improved, coupled with people learning to live in the post-pandemic world. The opening up of vaccinations in the fourth quarter, albeit for a smaller section of the population, further boosted the sentiment, containing the contraction to 5.8% in fiscal 2021. The Indian government unleased a slew of measures during the pandemic-impacted fiscal under the Atma Nirbhar Bharat Abhiyan to boost the economy with the Production-Linked Incentive (PLI) scheme the standout tying in with the Make in India programme.

Movement of Indian GDP across years



Source: MOSPI, CRISIL MI&A Research

GDP grew 9.1% in fiscal 2022 to ~ Rs. 149 trillion on a low base, surpassing the pre-Covid-19 level of fiscal 2020. Growth in fiscal 2022 would have been higher but for the brutal second wave in the first quarter, which impacted consumer sentiment and hurt demand in contact-intensive services sectors. The resurgence of Covid-19 infections since March 2021 forced many states to implement localised lockdowns and restrictions to prevent the spread of the infection. In the beginning of May, the country reported the highest number of daily cases. The second round of lockdowns were less restrictive for economic activity than last year. Manufacturing, construction, agriculture, and other essential activities had been permitted to continue in most states while travel too was permitted unlike the first wave where all travel services were shut. The third wave in the fourth quarter of fiscal 2022 had minimal impact on the economy attributable to high rates of vaccination and people having learned to live with the pandemic.

The Indian economy recorded a 7.2% on-year growth in real GDP in fiscal 2023 reaching about Rs ~160 trillion. While the economic recovery continues to gather pace, it faces multiple risks. Global growth is projected to slow, as central banks in major economies withdraw easy monetary policies to tackle high inflation. This would imply lower demand for our exports. Together with high commodity prices, especially oil, this translates into a negative in terms of a trade shock for India. High commodity prices, along with depreciating rupee, indicate higher imported inflation.

Over the medium term, the Indian economy is projected recording a 6-7% on year growth boosted by healthy capital expenditure by the government, domestic consumption led growth, China + 1 strategy boosting manufacturing in India coupled with the PLI scheme. Slowing global economies would drag Indian exports restricting India's GDP growth.

Macroeconomic outlook

Macro variable	FY22	FY23	FY24P	Rationale for outlook
Real GDP (%, y-o-y)	9.1	7.2	6.0	Slowing global growth will weaken India's exports in fiscal 2024. Domestic demand could also come under pressure as the RBI's rate hikes transmit to end consumers
Consumer price index (CPI)-based inflation (%, y-o-y)	5.5	6.7	5.0	Lower commodity prices, expectation of softer food prices, cooling domestic demand, and base effect will help moderate inflation
Current account balance/ GDP (%)	-1.2	-2.0	-1.8	Correction in international commodity prices and support from healthy services exports and remittances will help CAD narrow during fiscal 2024
Rs/$ (March end)	75.8	82.3	83.0	While a lower current account deficit will support the rupee, challenging external financing conditions will continue to exert pressure next fiscal

Note: P – projected
Source: RBI, National Statistical Office (NSO), CRISIL MI&A Research

Indigenous advantages to result in a stronger economic growth rate in the longer term

India has the largest population in the world

As per the report published (in July 2020) by National commission on population, Ministry of Health & Family Welfare report, India's population in 2011 was 121 crores, comprising nearly 24.6 crore households. It should be noted that decadal growth rate during 2001-2011 stood at 17%. This is estimated to have fallen to 12% during 2011-2021 and is likely to decline further to 9% during 2021-2031. However, with 147 crore estimated population in 2030, India will continue to be a major opportunity market from demand perspective. Additionally, as per United Nations Department of Economic and Social Affairs, India has overtaken China as the world's most populous country in April 2023.

India's population growth trajectory (billion)

Note: P – Projected, E – Estimates

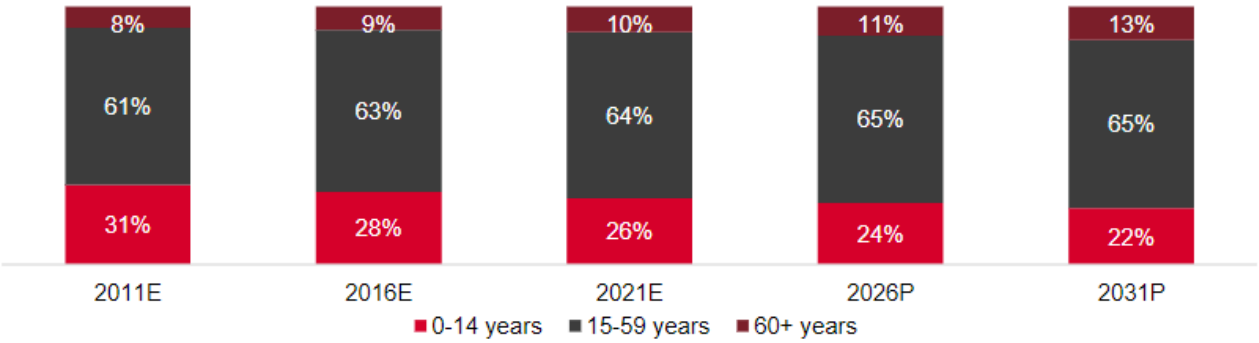
Source: Census of India 2011, Ministry of Health and family welfare, CRISIL MI&A Research

Favourable demographics

India is also one of the countries with the largest youth population, with a median age of 28 years. About 90% of Indians are aged below 60 years. It is estimated that 64% of this population is aged between 15 and 59 years. CRISIL MI&A Research expects the existence of a large share of working population, coupled with rapid urbanisation and rising affluence, will propel growth of the Indian financial services sector.

India's demographic division (share of different age groups in India's population)

India's demographic division (share of different age groups in India's population)



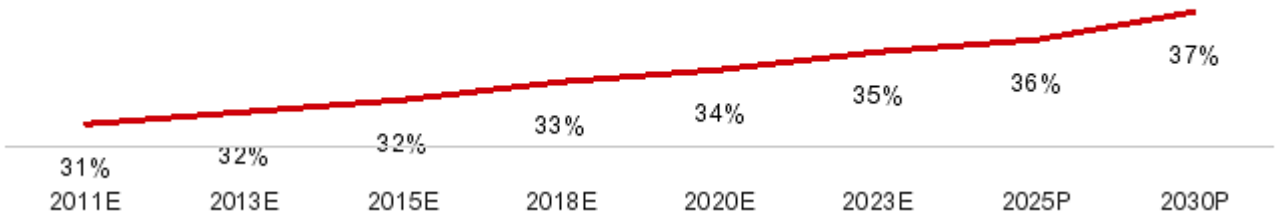
Note: P – Projected, E – Estimates
Source: Census of India 2011, Ministry of Health and family welfare, CRISIL MI&A Research

Rise in urbanisation

Urbanisation is a key growth driver for India, as it leads to faster infrastructure development, job creation, development of modern consumer services, and the city's ability to mobilise savings. The share of urban population in total population has been consistently rising over the years and is expected to reach 36% by 2025 from 31% in 2011, spurring more demand.

Urban consumption in India has shown signs of improvement and given the country's favourable demographics, coupled with rising disposable incomes, the trend is likely to continue and drive domestic economic growth.

Urbanisation in India



Note: P – Projected, E – Estimates
Source: Census of India 2011, Ministry of Health and family welfare, CRISIL MI&A Research

Overall NBFC – Industry overview

NBFCs are important part of the credit system

Financing needs in India have risen in sync with the notable economic growth over the past decade. NBFCs have played a major role in meeting this need, complementing banks and other financial institutions. NBFCs help fill gaps in the availability of financial services with respect to products as well as customer and geographic segments. A strong linkage at the grassroots level makes them a critical cog in the financial machine. They cater to the unbanked masses in rural and semi-urban reaches and lend to the informal sector and people without credit histories, thereby enabling the government and regulators to realise the mission of financial inclusion.

Classification of NBFCs

Activity-based classification

As per the RBI circular dated February 22, 2019, the central bank merged three categories of NBFCs, i.e., asset finance companies (AFC), loan companies (LCs) and investment companies (ICs), into a new category called NBFC - Investment and Credit Company (NBFC-ICC)

1. Investment and credit company – (NBFC-ICC): An NBFC-ICC means any company that is a financial institution carrying on as its principal business of providing finance by making loans or advances or otherwise for any activity other than its own and acquisition of securities; and is not any other category of NBFC.

2. Infrastructure finance company (IFC): An IFC is an NBFC that deploys at least 75% of its total assets in infrastructure loans and has a minimum net-owned funds of Rs 300 crore, with a minimum credit rating of 'A' or equivalent and a 15% CRAR (Capital to risk-weighted adequacy ratio).

3. Infrastructure debt fund (IDF-NBFC): An IDF-NBFC is a company registered as an NBFC to facilitate the flow of long-term debt into infrastructure projects. It raises resources through the issue of rupee or dollar-denominated bonds with a minimum five-year maturity. Only IFCs can sponsor IDF-NBFCs.

4. Micro-finance institution (NBFC-MFI): An NBFC-MFI is a non-deposit-taking NBFC with not less than 75% of its assets in the nature of qualifying assets, which satisfy the following criteria:
   i. NBFC MFIs can disburse loans to borrowers with household annual income not exceeding Rs 300,000. The household shall mean an individual family unit, i.e., husband, wife and their unmarried children.
   ii. All collateral-free loans will be considered as qualifying assets. Such loans will include all non-collateral loans irrespective of end use and mode of application/ processing/ disbursal.
   iii. The loan shall not be linked with a lien on the deposit account of the borrower.

5. Factors (NBFC-Factors): An NBFC-Factor is a non-deposit-taking NBFC engaged in the principal business of factoring. Financial assets in the factoring business should constitute at least 50% of its total assets and income derived from the factoring business should not be less than 50% of its gross income.

6. Mortgage guarantee companies (MGC): An MGC is a financial institution for which at least 90% of the business turnover is mortgage guarantees or at least 90% of the gross income is from the mortgage-guarantee business and whose net-owned funds is atleast Rs 100 crore.

7. Non-operative financial holding company (NOFHC): An NOFHC is a financial institution through which promoter / promoter groups will be permitted to set up a new bank. A wholly owned NOFHC will hold the bank as well as all other financial services companies regulated by the RBI or other financial sector regulators to the extent permissible under the applicable regulatory prescriptions.

8. Account Aggregators (NBFC-AA): NBFC Account Aggregator is a financial entity which functions as the Account Aggregator for the customers of NBFC. NBFC-AA accumulates and provides information concerning multiple accounts which are held by the customers in various NBFC entities.

9. Peer to Peer Lending (NBFC-P2P): NBFC –Peer to Peer Lending platform (NBFC-P2P) is a type of Non-Banking Financial Company which carries on the business of providing services of Loan facilitation to willing lenders and borrowers through online platform.

<u>Mirco finance – Review and outlook</u>

NBFC-MFIs clocked a 25% CAGR during fiscals 2019-23

In India, microfinance plays a crucial role in delivering credit to the bottom tier of the economic pyramid, thereby supporting income-generating activities and livelihoods in rural and urban geographies. Typically, microfinance loans are of small amounts, have short tenures, are extended without collateral, and have higher repayment frequencies than traditional commercial loans. While such loans are generally availed to support income-generating activities, they are also provided for consumption, housing, and other purposes. In this light, the operations of microfinance institutions (MFIs) have traditionally been cash-intensive and, especially after demonetisation, have become very aggressive in rural areas.

As of March 2023, overall microfinance credit outstanding stood at Rs 3.5 trillion; of this, non-banking financial company (NBFC)-MFIs accounted for the highest share, at 40% (Rs. 1.38 trillion), followed by banks, at 34% (Rs. 1.19 trillion) and small finance banks, other NBFCs, and non-profit NBFCs at 26%.

Share of NBFC-MFIs grew to 40% in fiscal 2023 from 30% in fiscal 2019

Type	Share (FY23)	Outstanding book (Rs billion) FY23	CAGR (FY19 - FY23)	Growth in FY23	Growth outlook for FY24P
NBFC-MFIs	40%	1,383	25%	37.7%	25-30%
Banks	34%	1,191	11%	4.5%	9-11%
Others	26%	909	15%	28%	15-18%
Total	100%	3,483	17%	22.0%	15-20%

P: Projected

Source: CRISIL MI&A Research, Microfinance Institutions Network (MFIN)

During fiscals 2019-23, overall microfinance industry logged a 17% CAGR, with NBFC-MFIs clocking a robust 25% CAGR, gaining market share from banks, who witnessed 11% growth. However, in the last decade, the industry saw negative impact from macroeconomic events such as the Andhra Pradesh (AP) crisis (in 2010), AP farm loan waiver (2014), small finance banks' (SFBs') licenses issued to MFIs (in-principal approval in 2015), demonetisation (2016), farm loan waiver in some states (2017 and 2019), and most recently, the pandemic (2021 and 2022).

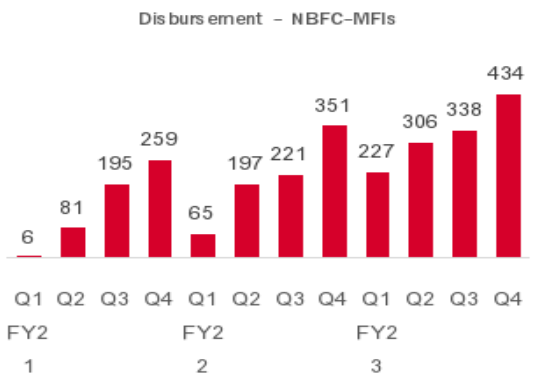
Following a moderation in fiscal 2021 and the first half of fiscal 2022, with a pickup in economic activity and improved collection efficiency, the NBFC-MFI sector grew at 24% on-year in fiscal 2022. The Reserve Bank of India's (RBI's) revised MFI guidelines that included an increase in the total household income threshold for collateral-free loans also fueled growth.

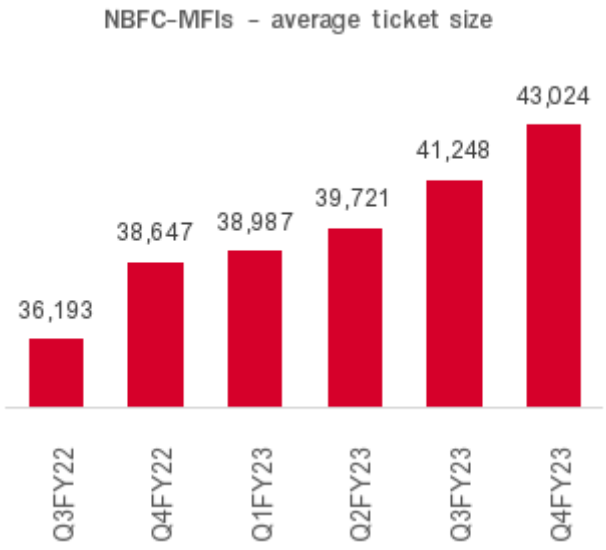
As per RBI's revised regulatory framework, a collateral-free loan given to a household with an annual income of up to Rs 3 lakh is to be considered an MFI loan. The framework also provides financial institutions' Boards flexibility in repayment frequency and borrowers' income assessment. This necessitates the need for the risk management system of NBFC-MFIs to be robust, to ensure that asset quality is maintained in newer segments/geographies.

As of March 2023, gross non-performing assets (GNPAs) were down to 2.9% from 6% in March 2022, owing to improved collections, having recovered from the pandemic impact, and are expected to decline further in fiscal 2024, backed by improved collection efficiency, cautious credit underwriting, and recovery in rural demand.

Disbursements of NBFC-MFIs grew 57% in fiscal 2023

Increasing average ticket size supports disbursements





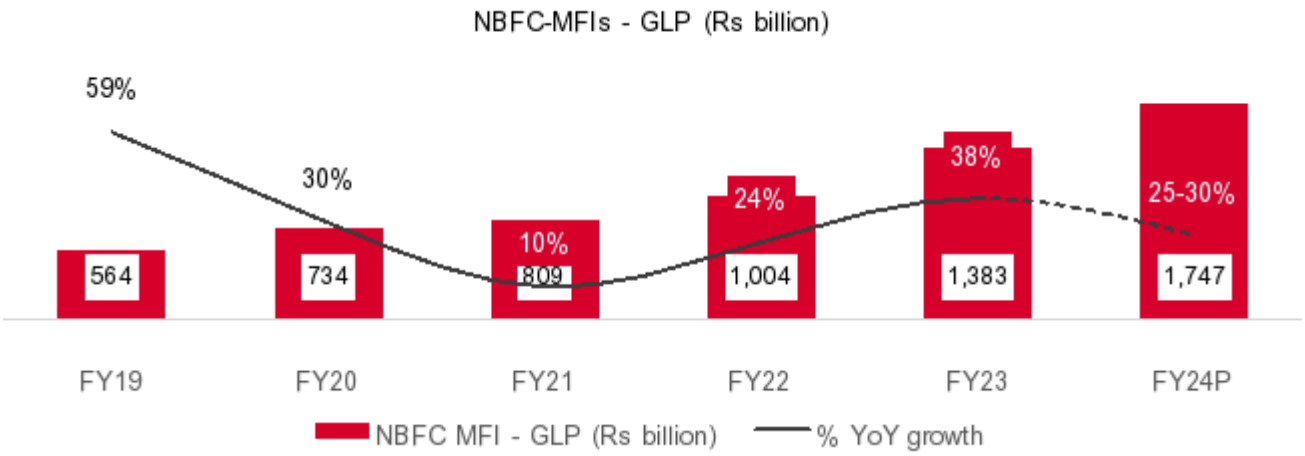
Source: CRISIL MI&A Research, MFIN

In fiscal 2021, disbursements declined due to nationwide lockdowns imposed to contain the pandemic spread; this brought

economic activities to a halt in the first half. With their resumption, however, credit outflow gained pace in the second half of the fiscal. Again, in the first quarter of fiscal 2022, the second wave of the pandemic hit, and localised lockdowns were imposed. Growth, though, rebounded in the second half, and continued into fiscal 2023, with aggregated disbursements for the fiscal standing at Rs 1,306 billion (57% on-year growth).

Growth was supported by the resumption of economic activities in rural areas, improved collection efficiency, implementation of RBI's new regulatory framework, increased penetration, and increased average ticket size of disbursements, up 11% from Rs. 38,987 in the fourth quarter of fiscal 2022, to Rs 43,024 in the fourth quarter of fiscal 2023.

NBFC-MFIs estimated to grow 25-30% on-year in fiscal 2024

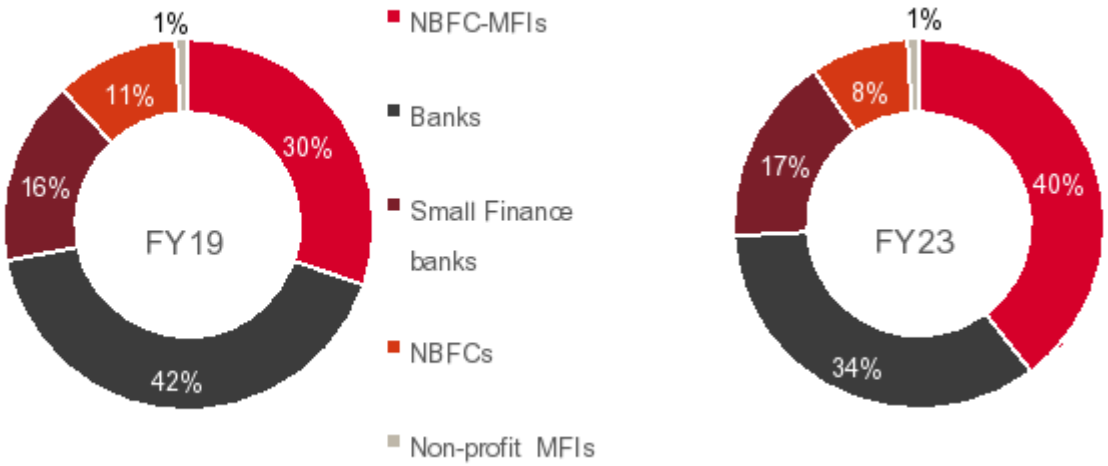


Source: CRISIL MI&A Research, MFIN, company reports

NBFC-MFIs grew at a healthy CAGR of 25% during fiscals 2019-23, except in fiscal 2021, due to pandemic-led disruptions. Post this, a recovery in the rural economy, pent-up demand for credit, and an increase in the ticket size of disbursements supported by new MFI regulations helped credit growth in fiscals 2022 and 2023. In fiscal 2023, disbursements for NBFC-MFIs grew at 57% on-year and gross loan portfolio, at 38%.

In fiscal 2024, CRISIL MI&A Research expects that NBFC-MFIs will continue to outplace other MFI lenders and gain market share in the medium term, with healthy double-digit growth of 25-30%.

Share of NBFC-MFIs grew 10 percentage points during fiscals 2019-23 at the cost of banks



Source: CRISIL MI&A Research, MFIN

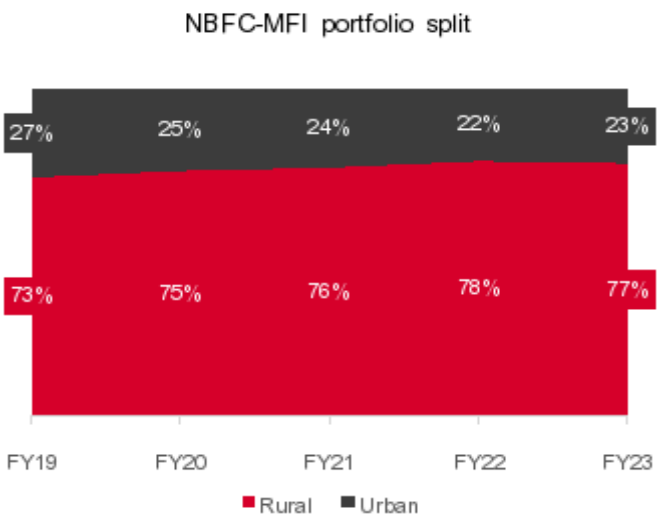
In fiscal 2019, banks accounted for the largest share in the MFI industry, as they lend under priority sector lending (PSL) norms. However, over the past five fiscals, NBFC-MFIs have become aggressive, with their loan book having logged a 25% CAGR during fiscals 2019-23, compared with ~18% for banks. NBFC-MFIs' focused lending approach, along with support from investors (impact and PE funds), has been a key growth driver post the pandemic.

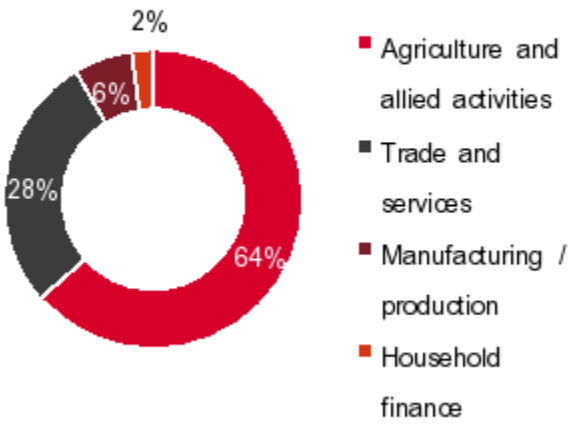
The average ticket size of banks and NBFCs has been changing since the past few years. For NBFCs, it has been increasing, while for banks, it declined until the first half of fiscal 2023. The trend has led the market share to shift from banks to NBFCs. CRISIL MI&A Research expects the trend to continue in the medium term, with NBFC-MFIs growing at a healthy pace, outpacing banks and gaining market share.

Average ticket size	Q4FY21	Q4FY22	Q1FY23	Q2FY23	Q3FY23	Q4FY23
NBFC-MFI	35,262	38,647	38,987	39,721	41,248	43,024
NBFCs	41,306	42,882	44,204	43,438	44,485	46,561
Banks (JLG)	43,699	39,514	37,342	37,231	38,458	42,000
SFBs	37,037	45,238	45,281	44,631	47,162	49,174

Source: CRISIL MI&A Research, MFIN

Rural segment dominates the NBFC-MFI portfolio





Source: CRISIL MI&A Research, MFIN, company reports

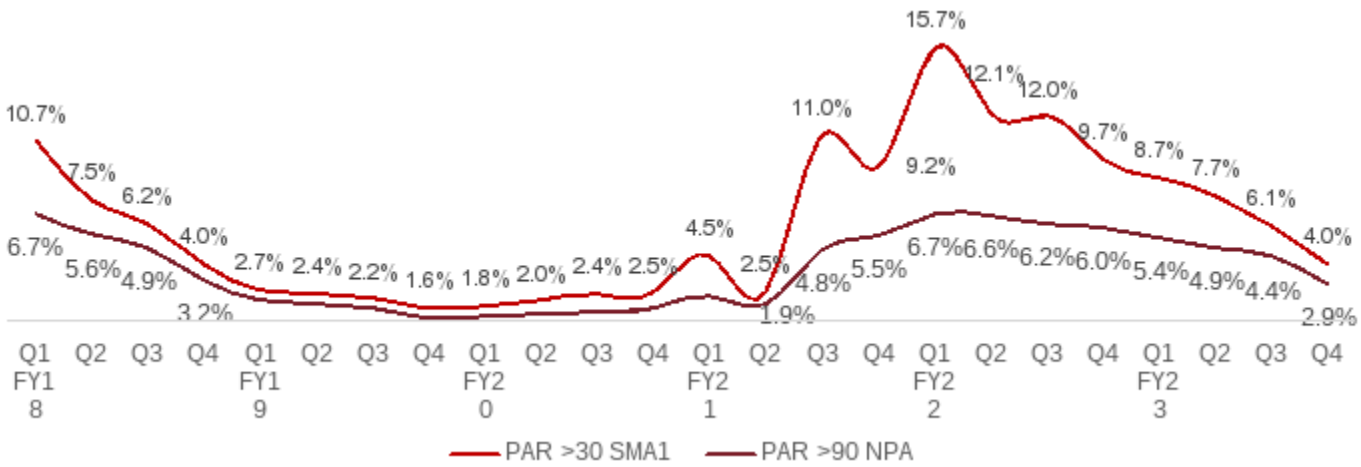
Rural areas account for over three-fourths of the total NBFC-MFI book. Digital infrastructure penetration in these areas is low, and internet connectivity, poor. This lack of access is accentuated by the low literacy levels of microfinance borrowers, who are generally daily wage earners and tend to transact in cash.

The main objective of microfinance lending is to support capital formation in agriculture and allied sectors. With disbursements being more focused on the country's rural regions, NBFC-MFIs promote alternative employment opportunities by supporting the farm and manufacturing sectors.

A state-wise split of the portfolio indicates that the top five states account for ~52% of the overall NBFC-MFI outstanding; Bihar accounts for the highest share (13%), followed by Tamil Nadu (11%), Uttar Pradesh (10%), Karnataka (10%), and Madhya Pradesh (7%). Bihar also has the lowest PAR 90+ loans among the key states, at 1.30%, vis-à-vis the overall PAR 90+ at 2.9% as of March 2023.

Restructured portfolio of MFIs down to sub-2% from ~10% in fiscal 2022

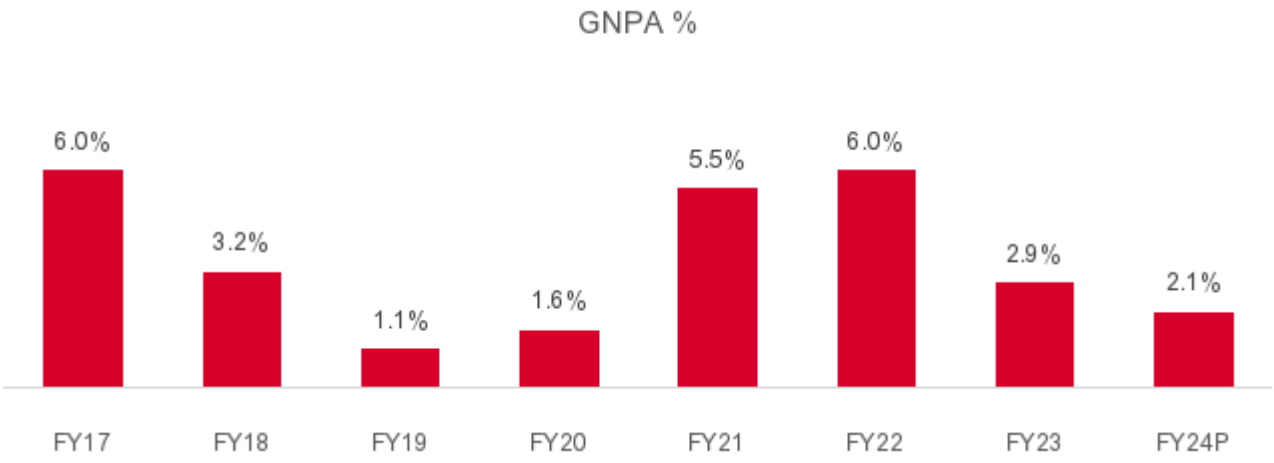
GNPAs expected to moderate further in fiscal 2024



Source: CRISIL MI&A Research, MFIN

Typically, in times of stress, GNPAs tend to remain high for a couple of years as players try to spread the credit cost. Asset quality improved towards end-fiscal 2023, along with a reduction in the restructured portfolio. PAT 90+ peaked at 6.7% in the first quarter of fiscal 2022, with the second wave of the pandemic impacting economic activity, along with slippages from the moratorium book during first half of fiscal 2021. MFIs witnessed double-digit restructured book, which has significantly reduced during fiscal 2023 as loans move out of moratorium and started regular repayment or fall into GNPA. PAR 90+ reduced, at 2.90% in fiscal 2024, but continues to remain above pre-Covid levels. CRISIL MI&A Research expects GNPAs to moderate further with continued healthy collection efficiency and high double-digit credit growth in fiscal 2024.

GNPA slashed to half after having peaked in fiscal 2022



Source: CRISIL MI&A Research

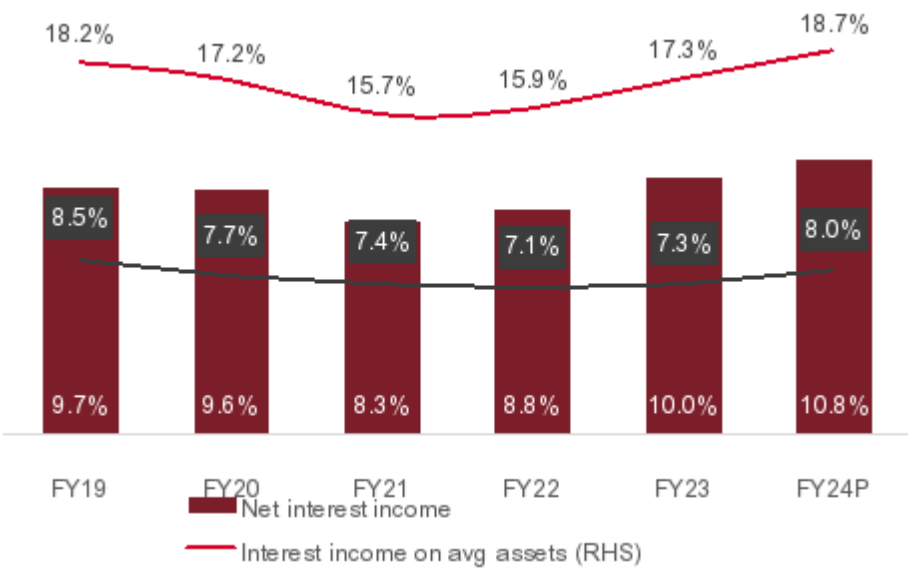
Credit cost to moderate after peaking in fiscal 2021

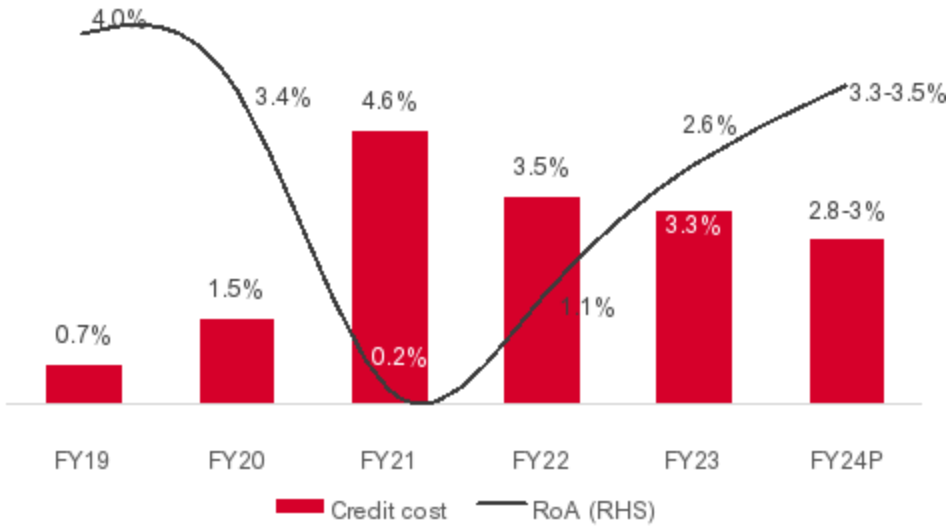
Yields in the segment have historically been high due to high borrowing costs and riskier borrower profiles. Borrowers are small businesses and household manufacturing entities with weak payment profiles. Disruptions in the normal business environment impact their cash flows, weakening their repayment ability. Players factor in this risk in the form of higher yields. Typically, large players in this segment have yields of 18-23%.

Since almost all borrowers are charged fixed interest rates, due to the shorter span of loans, any change in the repo rate is immediately passed on to borrowers. After an aggressive 250 bps hike in fiscal 2023, RBI has paused its rate hike cycle to monitor inflation trends and the impact of the hikes on the economy.

The monetary policy typically impacts the real economy with a lag of three to four quarters. Hence, the rate hikes thus far are expected to slow growth and moderate inflation this fiscal. Yields increased at a similar rate in fiscal 2023 and are expected to remain healthy, supported by the revised MFI guidelines. The net interest margin also remained healthy due to no passing on of borrowing costs. Further, post heavy provisioning in fiscals 2021 and 2022, credit cost stabilised in fiscal 2023, leading to improved profitability. With this, CRISIL MI&A Research expects that overall return on assets (RoA) will improve 100-150 bps to 3.3-3.5% in fiscal 2024.

With pass-through of rate hikes, interest income to increase in fiscal 2024





P: Projected

Source: Company reports, CRISIL MI&A Research

Mirco finance – Industry overview

NBFC-MFI regulatory guidelines

Potential harmonisation of regulations for MFI lending

In February 2021, the RBI outlined the need to harmonise regulations governing the MFI lending industry and proposed a revamped framework. A potential harmonisation of regulations for MFI lending will positively impact NBFC-MFIs as banks and SFBs will also be governed by the same regulations, hence eliminating the competitive edge they currently enjoy. The key proposals include a common definition of microfinance loans for all regulated entities, a Board-approved policy for household income assessment, capping the outflow on account of repayment of loan obligations of a household to 50% of the household income, greater flexibility of repayment frequency for all microfinance loans, no pre-payment penalty or requirement of collateral, introduction of a standard simplified fact sheet on pricing of microfinance loans for better transparency, alignment of pricing guidelines for NBFC-MFIs with guidelines for NBFCs, and withdrawal of guidelines currently applicable to only NBFC-MFIs, including withdrawal of the two-lender norm for lending by NBFC-MFIs and withdrawal of all pricing-related instructions applicable to NBFC-MFIs.

The new regulatory regime ensures a level playing field and benefits NBFC-MFIs

In its master directions on microfinance loans released in March 2022, the RBI has done away with the interest rate cap applicable on loans given by NBFC-MFIs. Entities providing microfinance loans will have to put in place a Board-approved policy for the pricing of loans. The policy should include the interest rate model, the range of spread of each component for various categories of borrowers, and the interest rate ceiling and all other charges on MFI loans.

With microfinance loans provided by NBFC-MFIs and banks/SFBs now being subject to the same rules unlike the earlier regime, the RBI has ensured a level playing field for both NBFC-MFIs and banks/SFBs.

The increase in annual household income cap for microfinance borrowers (to Rs 3,00,000 in both urban and rural areas), removal of the two-lender norm for lending by NBFC-MFIs, and providing NBFC-MFIs greater flexibility to offer non-MFI loans (MFI loans should account for 75% of total assets for NBFC-MFIs, as per the new regulations) will increase market opportunities and enable NBFC-MFIs to achieve a more balanced portfolio.

On the flip side, the increase in annual household income threshold could increase the maximum permissible indebtedness limit of borrowers from Rs 1,25,000. While the limit on the loan repayment obligation will act as a safeguard against excessive leveraging, the increased permissible debt limit and possibility of divergences in household income assessment criteria across lenders still pose risks. Proper data infrastructure would be required to analyse and estimate household income, especially in rural areas.

Following RBI's revised regulations for MFI loans effective October 1, 2022, some MFIs have increased interest rates for borrowers by 150-200 bps, especially for customers with untested credit behaviour.

The key changes in the regulatory framework and their potential impact on NBFC-MFIs are captured below:

<table>
<tr><th rowspan="2">Area of regulation</th><th colspan="2">Existing regulations</th><th>Revised regulations (effective April 1, 2022)</th></tr>
<tr><th>For NBFCMFIs</th><th>For banks and SFBs</th><th>For all regulated entities*</th></tr>
<tr><td>Loan pricing</td><td>Margin cap at 10% for large MFIs (loan portfolios > Rs 1 billion)

12% for small MFIs (loan portfolios < Rs 1 billion)</td><td rowspan="2">No restrictions for banks and SFBs</td><td rowspan="2">No pricing cap. Underwriting of loans to be done on risk-based analysis, and a risk premium to be charged based on the borrower.

A Boardapproved policy for pricing of loans to be put in place. The policy should include the interest rate model, the range of spread of each component for various categories of borrowers, and the interest rate ceiling and all other charges on MFI loans.</td></tr>
<tr><td>Processing fees</td><td>Not more than 1% of the gross loan amount</td></tr>
<tr><td>Qualifying criteria</td><td>85% loans unsecured</td><td>Have to meet the target set for priority sector loans</td><td>The minimum requirement of microfinance loans has been revised to 75% of an NBFC-MFI's total assets.

The maximum limit on microfinance loans for NBFCs other than NBFCMFIs has been revised to 25% of the total assets from 10% previously.</td></tr>
<tr><td>Household income</td><td>Rural areas: Rs 125,000 per annum

Urban areas: Rs 200,000 per annum</td><td rowspan="3">No restrictions for banks and SFBs</td><td rowspan="3">Annual household income: Up to Rs 300,000 for urban as well as rural areas. (higher than the amount stated in the consultation paper issued in June 2021 – up to Rs 125,000 for rural areas and Rs 200,000 for urban and semi-urban areas)

Board-approved policy for the assessment of household income.</td></tr>
<tr><td>Ticket size of loans</td><td>Rs 75,000 in the first cycle and Rs 125,000 in the subsequent cycles</td></tr>
<tr><td>Tenure of loans</td><td>Not less than 24 months for loan amounts in excess of Rs 30,000</td></tr>
<tr><td>Lending to the same borrower</td><td>Not more than two lenders allowed per borrower</td><td>More than two banks can lend to the same borrower</td><td rowspan="2">Limit on maximum loan repayment obligation of a household towards all loans: 50% of monthly household income.</td></tr>
<tr><td>Overall borrower indebtedness</td><td>Should not exceed Rs 125,000</td><td>No restrictions for banks and SFBs</td></tr>
</table>

*Regulated entities include all commercial banks (including SFBs, local area banks and regional rural banks), excluding payments banks; all primary (urban) co-operative banks, state co-operative banks and district central co-operative banks; and all NBFCs (including MFIs and housing finance companies)

Source: RBI, CRISIL MI&A Research

Key success factors

Ability to attract funds/raise capital and maintain healthy capital position

The microfinance industry has seen rapid growth over the past few years owing to small ticket sizes and doorstep disbursement. Despite this, a large portion of the market remains underpenetrated, making it necessary for MFIs to raise funds at regular intervals to sustain growth. This remains a challenge for several MFIs owing to perceived risk of the borrower segment, their susceptibility to socio-political issues, and volatility in asset quality. The ability of MFIs to raise funding from diverse sources and maintain a capital position much higher than the prescribed regulatory minimum is vital for long-term sustainability.

Geographically diversified portfolio helps MFIs mitigate risks

A large, well-diversified portfolio in different geographies enables players to mitigate risks associated with a concentrated portfolio. Apart from this, a wider scale of operation helps them reduce operating expenses as a percentage of outstanding loans. Rural areas are still under-penetrated in India; hence, players operating in/focussed on these areas are likely to see faster growth in their portfolios.

Ability to control asset quality and ageing of NPAs

The vulnerability of MFI portfolios to local issues and events that impact the repayment ability of borrower households makes it critical for them to have a strong hold on asset quality and regularly engage with borrowers to control ageing of NPAs. MFIs, thus, need to put in place methods and use analytics to understand and predict the quality of the portfolio, and minimise the frequency and size of asset quality-related risks.

Competitive dynamics

CRISIL MI&A Research expects NBFC-MFIs to grow at a much faster rate vis-a-vis SFBs, on account of increasing focus of the latter towards product suites beyond the MFI loan portfolio and improving liquidity for NBFCs in the system.

MSME finance – Review and outlook

In fiscal 2023, credit extended to micro, small and medium enterprises (MSMEs) is estimated to have totalled Rs 26,987 billion; banks dominated with a 74% share, while non-banking financial companies (NBFCs) accounted for the remainder.

Banks dominate lending to MSMEs

Type	Share in book FY23	Book (Rs billion) FY23	CAGR (FY19-23)	Growth in FY23	Growth outlook for FY24P
NBFCs	26%	6,930	16.8%	22.1%	19-21%
Banks	74%	20,057	14.1%	13.8%	14-16%
Overall	100%	26,987	14.8%	15.9%	15-17%

Note:

1. P: Projected

2. Credit deployment data published by the Reserve Bank of India (RBI) was revised. Hence, comparable numbers for the previous fiscals have been revised accordingly.

3. Companies with turnover <Rs 5 crore and investment <Rs 1 crore are classified as micro; turnover between Rs 5 crore and Rs 25 crore and investment between Rs 1 crore and Rs 10 crore as small; and turnover between Rs 25 crore and Rs 250 crore and investment between Rs 10 crore and Rs 50 crore as medium

Source: CRISIL MI&A Research

The first and second waves of the Covid-19 pandemic in fiscals 2021 and 2022, respectively, were particularly hard on MSMEs. Given the segment's fundamental link to economic activity, the frequent lockdowns and restrictions implemented to contain the pandemic, which interrupted supply, demand and subsequently profitability in most industries, had a significant impact on the segment. In this context, the Government of India launched the Emergency Credit Line Guarantee Scheme (ECLGS) in May 2020 to help MSMEs.

Last fiscal, the Indian economy normalised, and industrialisation and urbanisation picked up pace. As a result, revenue increased 13-15% for corporate India and 11-13% for SMEs. However, overall MSME credit grew ~16%.

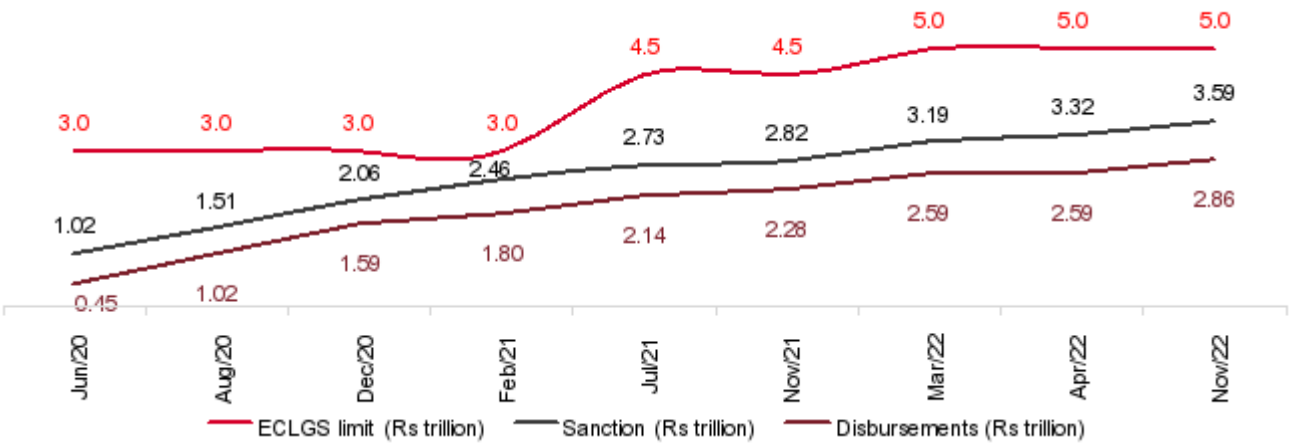
CRISIL MI&A Research projects MSME credit growth to be healthy at 15-17% this fiscal as well, with bank lending at 14-16% and lending by NBFCs at 19-21%.

Credit flow to MSMEs increased significantly

As a component of the Atmanirbhar Bharat package, the objective of ECLGS was to assist MSMEs fulfil operational liabilities and resume operations. Loans approved under the scheme reached Rs 3.6 trillion (out of Rs 5 trillion) in November 2022; 72% of the approved loans received guarantees, while disbursements totalled Rs 2.9 trillion. The amount

under the scheme was raised from Rs 4.5 trillion to Rs 5 trillion in the Union Budget 2022–23, and the deadline for sanctions was extended to March 2023. The Rs 500 billion increase was reserved just for businesses in the hospitality industry and associated industries. ECLGS supported businesses' liquidity needs and promoted loan activity. In the early stages of the pandemic, it aided MSMEs revive their operations and expand as the economy stabilised.

ECLGS progress

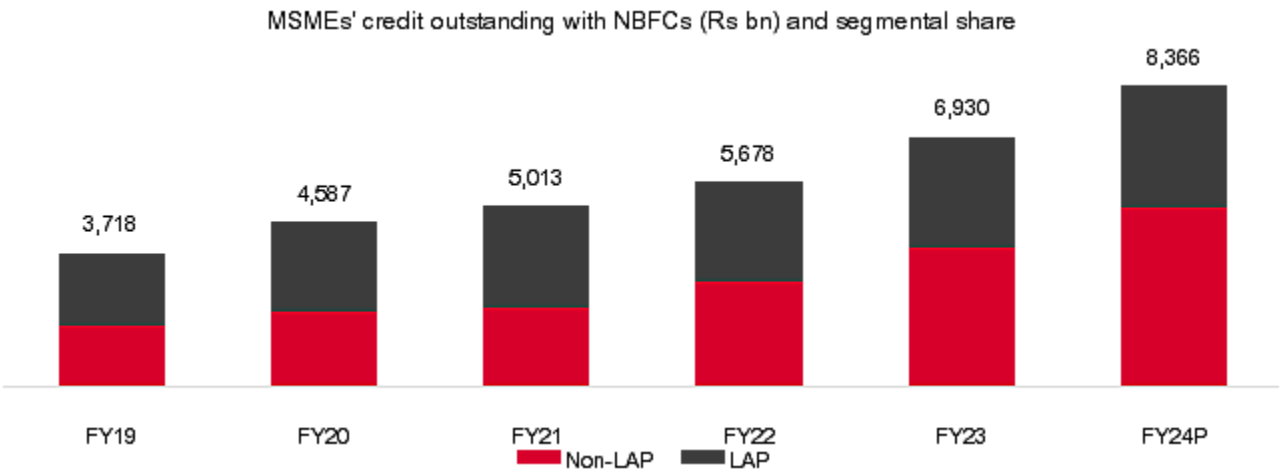


Source: CRISIL MI&A Research, Press Information Bureau, RBI

Banks, both public and private, accounted for majority of the payments under ECLGS. Non-banks lagged behind because of asset quality concerns. Additionally, private sector banks utilised the programme more frequently than the public sector counterparts. Due to the cap on interest rates for extra lending and the consequently tight margins, non-banks conserved liquidity and made less payments under the scheme. For banks and other financial institutions (FIs), the scheme's maximum interest rate was 9.25%, while for NBFCs it was 14%.

ECLGS was not given an additional extension after March 31, 2023. According to data from the RBI, the percentage of total non-performing assets (NPAs) for loans obtained under the programme was 4.5% in value terms and 16.9% in volume terms, with the bulk coming from micro companies. More than 85% of the loan accounts disbursed under the scheme went to micro firms with smaller ticket size, which resulted in higher NPAs in volume terms.

LAP segment constitutes ~40% of NBFCs' MSME portfolio



Note: 1. P: Projected

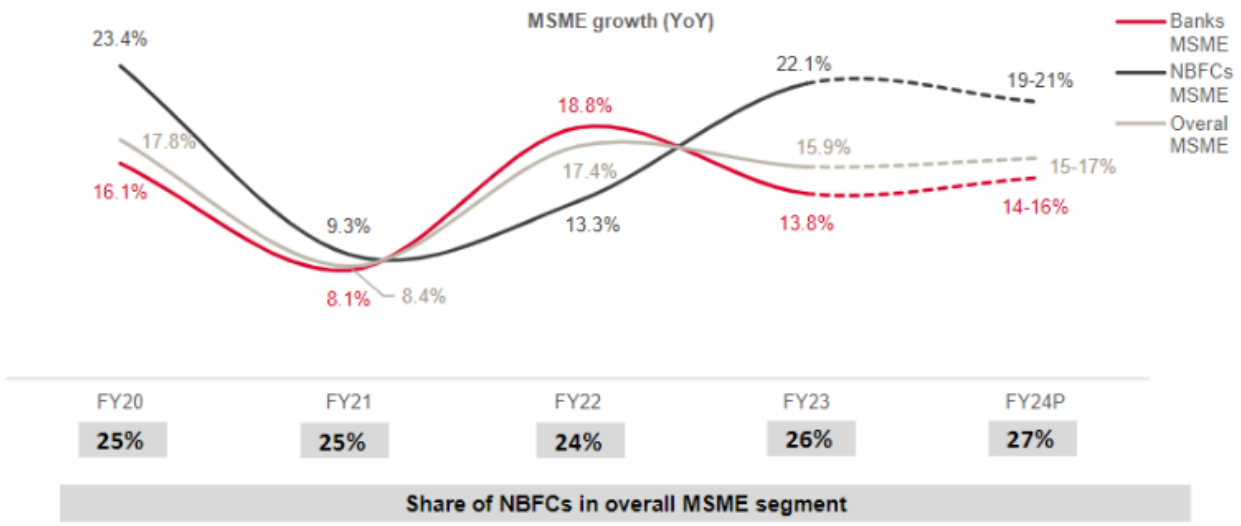
2. Non-LAP segment includes secured and unsecured loans

Source: Company reports, CRISIL MI&A Research

NBFCs focused on the secured asset portfolio during the pandemic in fiscal 2021, which led the loans against property (LAP) book's share to increase to 56% in March of the fiscal. With economic activity normalising and businesses availing credit to kick-start operations in fiscal 2022, growth in the non-LAP portfolio gained pace and its share increased to 51% in March 2022. Growth of the non-lap portfolio increased to 56% last fiscal due to economic activity picking up on initiatives by the central government and the RBI. The central bank raised concerns on unsecured lending, as loans are riskier due to the absence of collateral. CRISIL MI&A Research expects the non-LAP portfolio to grow 16-18% this fiscal.

Improved demand and resilient economic growth to drive MSME credit this fiscal

NBFCs to grow at a fast pace



Note: 1. P: Projected
2. Credit deployment data published by the RBI was revised. Hence, comparable numbers for the previous fiscal have been revised accordingly.

Source: Company reports, CRISIL MI&A Research

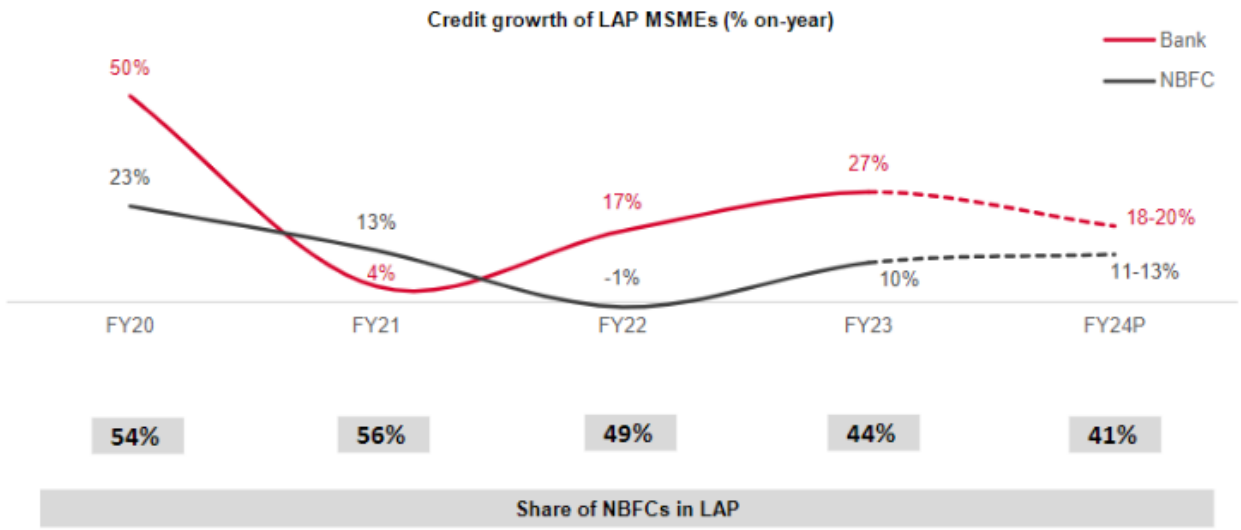
Faster-than-expected revival in economic activity and pent-up demand led to the growth spurt in MSME lending since the plummet in fiscal 2021. Growth revival was led by LAP. Due to the second wave of the pandemic, growth in the segment lagged in banks and non-banks during the first quarter. The segment recovered during the last three quarters of fiscal 2022, as the impact of the second wave was contained, leading to 17.4% growth in the MSME segment. Improvement in demand from MSMEs was supported by the central government's decision to extend ECLGS to March 31, 2022 (extended further to March 31, 2023) and increase in the guarantee to Rs 4.5 trillion from Rs 3 trillion (subsequently increased further to Rs 5 trillion).

The outstanding MSME book of NBFCs grew a robust 22%, supported by increase in disbursements in the non-LAP (unsecured and secured) segment due to rapid industrialisation, driven by loans to the micro segment. With economic activity reviving and cash flows improving, NBFCs increased their funding in the unsecured segment while restricting lending in the LAP segment owing to the asset quality stress of the previous years. Growth was further led by improved underwriting, increasing funding to the unsecured portfolio. The secured non-LAP portfolio saw competition from banks, which funded an estimated 73% of the unsecured non-LAP portfolio, while NBFCs funded only 56% in fiscal 2023. CRISIL MI&A Research projects NBFC growth at 19-21%, banks at 14-16%, and the overall MSME segment at 15-17% in fiscal 2024.

LAP: Growth to stabilise this fiscal

NBFCs' LAP portfolio is estimated at Rs 3 trillion as of fiscal 2023. In fiscal 2022, the segment witnessed slower growth than non-LAP (secured and unsecured) as non-banks were able to lend based on their cash flows thanks to improved underwriting and resilient economic growth, which led to funding not based on just short-run requirements. On the other hand, banks were more comfortable with LAP as it is safer due to the existence of collateral. Resultantly, NBFC' LAP segment grew 10% and banks' 27% last fiscal.

NBFCs' LAP portfolio estimated to grow 11-13% in fiscal 2024



Note:
1. P: Projected
2. Credit deployment data published by the RBI was revised with effect from January 2021. Hence, comparable numbers for the previous fiscal have been revised accordingly.
Source: Company reports, CRISIL MI&A Research

LAP can be obtained by mortgaging real estate, both residential and commercial, with the lender. Loan can be used for personal or business objectives, and both salaried employees and self-employed people are eligible to apply. The final purpose of the loan is not strictly regulated. Since it offers the financier security in the form of real estate, LAP is a secured loan, and has lower interest rate than personal or corporate loans.

With the economy stabilising post pandemic, NBFCs' LAP credit grew 13% in fiscal 2021, but was muted in fiscal 2022. The segment grew 10% on-year in fiscal 2023, due to lower interest rates and increased penetration. Further, NBFCs did not really focus on LAP, as in the past the segment was susceptible to risk due to sudden changes in macroeconomic factors and the strategy was to contain asset quality deterioration. This fiscal, it is expected to grow marginally faster at 11-13%. Banks registered strong growth in the segment with aggressive strategies, higher market penetration, lower cost of funds, and adequate liquidity support. CRISIL MI&A Research estimates the MSME LAP segment to grow 11-13% for NBFCS and 18-20% for banks in fiscal 2024 on a high base.

Non-LAP: Banks dominate

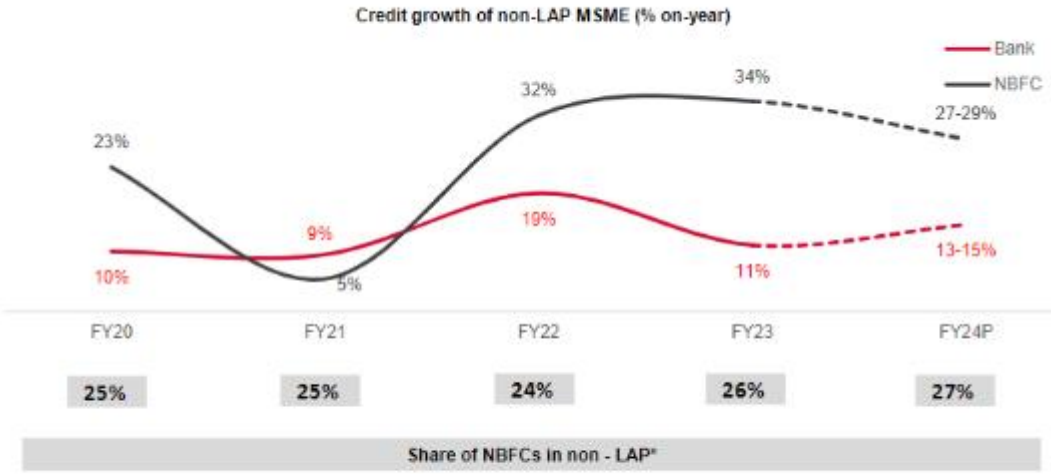
Loans with security and those without it make up the non-LAP sector. Working capital products such as cash credit, overdraft facilities and bill discounting, as well as other term loan products (asset-backed or hypothecated loans) are examples of non-LAP secured MSME loans. Hypothecated loans are term loans when the offered collateral is a combination of real estate, stock, and so on.

Self-employed borrowers are provided unsecured MSME loans in the absence of a collateral. Instead of being dependent on a collateral, this type of lending is cash flow based. Unsecured loans are reviewed based on a variety of factors, including scorecards, bureau checks, bank accounts, financial statements, and returns from the Goods and Services Tax. When a bank's cash credit limit has been reached, an unsecured small business loan is typically taken to expand a business, take advantage of short-term possibilities, or get through a cash flow crisis. Many lenders offer these loans in addition to the secured loans they already have.

Due to the non-availability of collateral, underwriting plays a key role in maintaining the asset quality of unsecured business loans. Underwriting these loans requires relevant expertise and is powered by new financial technology and the increasing availability of data on customers' credit history. Competition in the secured loans market (especially retail loans) has compelled NBFCs and a few private banks to gain expertise in niche lending and build robust digital platforms to cash in on fresh opportunities in the unsecured business loans space, while maximising profitability.

Banks dominated this segment with a 74% share, aggregating ~Rs 15.7 trillion, last fiscal. NBFCs are estimated to have had a non-LAP book of ~Rs 3.8 trillion.

NBFCs' non-LAP credit growth to stabilise this fiscal



Note:
1. P: Projected
2. Credit deployment data published by the RBI was revised with effect from January 2021. Hence, comparable numbers for the previous fiscal have been revised accordingly.
*3. *Non-LAP segment includes secured and unsecured loans*
Source: Company reports, CRISIL MI&A Research

NBFCs recorded double-digit growth prior to fiscal 2021. Growth slowed down due to the liquidity crisis and the pandemic slowing down disbursements. Banks reported 9% growth and NBFCs 5% in this segment. In fiscal 2022, growth bounced back to double digits driven by ECLGS. NBFCs reported 32% on-year growth, while banks were more cautious towards lending in this segment. In fiscal 2023, NBFCs preferred cash flow-based (unsecured) lending as they were able to develop better underwriting systems and gain higher returns in the segment. Banks, on the other hand, preferred the LAP segment as they had access to cheaper funds with deeper penetration into the market. This led the banks to grow 11% and non-banks 34% last fiscal.

CRISIL MI&A Research expects the growth momentum to continue with a marginal moderation, and projects NBFCs' non-LAP segment to grow 27-29% in fiscal 2024 on a higher base. Going further, in fiscal 2024 credit growth for banks is expected at 13-15%. However, any significant change in macroeconomic factors or geopolitical issues can pose a downside risk to credit growth.

OUR BUSINESS

Some of the information in the following section, especially information with respect to our plans and strategies, contains forward-looking statements that involve risks, assumptions, estimates and uncertainties. This section should be read in conjunction with the sections "Forward Looking Statements", "Risk Factors", and "Financial Statements" on pages 16, 18, and 149, respectively.

Unless otherwise indicated or unless the context otherwise requires, the financial information included herein is derived from our Audited Financial Statements and the Unaudited Financial Results, as included in this Shelf Prospectus. Our fiscal year ends on March 31 of each year and references to a particular fiscal year are to the twelve months ended March 31 of that year. We publish our financial statements in Indian Rupees. Unless otherwise indicated, industry and market data used in this section has been derived from industry publications and other publicly available information, including, in particular the report titled Industry Report on CRISIL Market Intelligence & Analytics (CRISIL MI&A) – NBFC Industry Report August 2023.

In this section any reference to "Company", "we", "us" or "our" refers to IIFL Samasta Finance Limited.

This discussion contains forward-looking statements that involve risks and uncertainties and reflects our current view with respect to future events and financial performance. Actual results may differ from those anticipated in these forward-looking statements as a result of factors such as those set forth under "Forward-looking Statements" and "Risk Factors" on pages 16 and 18, respectively.

Overview

We are a systematically important Non Banking Finance (non - deposit accepting or holding) Company - micro Finance Institution (NBFC MFI) in India that offers innovative and affordable financial products to women who are enrolled as members and organized as Joint Liability Group ("**JLG**") from unbanked sections in society including encompassing cultivators, agricultural laborers, vegetable and flower vendors, cloth traders, tailors, craftsmen, as well as household and industrial workers across rural, semi urban and urban areas in India. Our Company is a subsidiary of IIFL Finance Limited. We offer wide range of loans tailored for underserved individuals who lack access to traditional banking services and includes income generation loans ("**IGL**") (to establish a new enterprise or expand an existing business), top-up loans, loan against property, micro enterprise loan, Lifestyle and Family Welfare loans such as dairy cattle loan, sanitation and hygiene, acquisition of daily-use items like cook stoves, water purifiers, solar lights, mobile phones, and other products enhancing their way of life. Going beyond our financial services, our Company also provides non-financial services, including life and hospicash insurance, along with financial counseling, ensuring comprehensive support for its valued customers. We believe that our customer-centric business model, wide range of product offerings, as well as our well-designed product delivery and collection systems, have enabled us to achieve low credit costs. Our average cost of borrowing in Fiscal 2023 and six months period ending September 30, 2023 were 9.98% and 10.49%, respectively.

We focus predominantly on customers in rural areas in India, who largely lack access to the formal banking sector and present a latent opportunity for offering micro-loans. Our products are built on a deep understanding of the requirements of our customers (especially customers from rural areas) developed over years and the flexibility of our products (in terms of ticket sizes, end-uses and repayment options) and the manner of their delivery, which we believe are key factors that differentiates us from our competitors and generates customer loyalty.

Our focus customer segment are women having an annual household income of up to ₹ 3,00,000 as per Master Direction – Reserve Bank of India (Regulatory Framework for Microfinance Loans) Directions, 2022 dated March 14, 2022. We provide microfinance IGL primarily under JLG model. Further, we also provide individual top-up loans exclusively for the IGL customers with a commendable repayment history. We offer business loans (to expand the existing business, meet working capital requirements, establish a new enterprise, or purchase inventory or machinery), dairy cattle loan, sanitation and water loan and other product loans which are designed to bring convenience and elevate the overall quality of life for our valued customers. We also offer larger business loans to customers who have demonstrated high entrepreneurial capability, in their individual capacity against collateral (residential and commercial property).

We have followed a strategy of contiguous branch expansion across regions. As of September 30, 2023, we have presence in 1,485 branches in the 21 states and one union territory in India through 14,286 employees (including trainees), serving an active customer base of 27.20 lakh, as of September 30, 2023.

Our operations are well-diversified at the branch level. Our AUM has grown by 62.75% from ₹ 6,483.84 crore as of March 31, 2022 to ₹ 10,552.12 crore as of March 31, 2023. Our AUM as of September 30, 2023 is ₹ 12,195.93 crore.

One of our Promoters, IIFL Finance Limited, incorporated in 1995 provides a wide suite of products and services to meet the diverse financial needs of its customers, from retail and institutional clients to micro, small and medium enterprises.

Corporate Structure

The Corporate Structure of our Company as of the date of this Shelf Prospectus is as below:

Competitive Strengths

Customer-centric business model resulting in high customer retention

We consider our customers to be the most significant stakeholders at the core of our operations. As of September 30, 2023, we had served 27.20 lakh active customers. We believe that our customer-centric business model allows us to retain a high proportion of our existing customers and to attract new customers. During the past three Fiscals, our focus has been on retaining our existing borrowers, whilst consciously adding new borrowers with a deep rural focus. We follow a multi-pronged approach to customer engagement, which comprises the following key elements:

- *Product offerings across the entire customer life-cycle* - We offer a diverse product suite that caters to the entire customer life cycle of our customers. We provide loans that are relevant for critical needs of our customers throughout their lifespan, which we believe helps in generating loyalty amongst our existing customers and in attracting new customers.

- *Tailor-made product offerings providing flexibility to customers* - Our products are built on a robust understanding of the requirements of our customers and the flexibility of our products, and the manner of their delivery differentiates us from our competitors. We set borrowing limits for each of our customers based on their loan cycles and the number of years for which they have been our customers and provide them the flexibility to borrow within the limit for several specified purposes, depending on their individual needs. All the members of a JLG are not required to take on the same type of loan or avail loans on the same disbursement day but may take different loans which are relevant to their respective needs with different borrowing limits, ticket size and flexible disbursement days. Further, we provide flexibility in repayment schedules for prepayment or late payment of loan instalments. Moreover, as the credit history of our customers improves with the passage of time by moving to subsequent loan cycles, we gradually increase their borrowing limits. This benefits us not only by increasing our revenue base, but also by optimizing our operating expenses, as we do not correspondingly have to incur costs associated with the acquisition of new customers. Our endeavor has been to reduce the dependence of our customers on traditional forms of unorganized lending for their requirements throughout the year. We believe that the flexibility of our products, in terms of ticket sizes, access to different disbursement and repayment options, closely resembles the nature of lending provided by the unorganized sector in Rural areas such as moneylenders, but typically at a much lower interest rate, with clearly specified terms and conditions and organized collection practices. Accordingly, our products present a more viable and safer borrowing option for our customers, as compared to lending sources from the unorganized sector. Our products are tailored to the needs of our customers, and we believe that the structure of our product offerings enables our customers to borrow less than the standard amounts, at multiple points of time during a year, thereby enabling our customers to tide over temporary cash flow mismatches at their end, on account of reasons such as seasonality and cyclicality. We believe this keeps our customers optimally leveraged.

- *Focus on customer engagement* – we follow a predominantly fortnightly collection model, which enables a high degree of customer engagement. Whilst the majority of our customers are on a fortnightly collection model, we also offer a monthly collection model based on their needs. We believe that the high customer engagement achieved via the frequency of our collections and fortnightly meetings, and interactions with our customers is an important factor in ensuring customer repayment and keeping our credit costs at optimal levels.

- *Customer support and timely grievance resolution* – In line with our customer-centric approach, we have enhanced our customer support capabilities. We have established an in-house contact center to ensure timely resolution and comprehensive assistance for any customer queries or concerns. This dedicated support system reinforces our commitment to delivering excellent customer service at every touchpoint.

Deep penetration in rural areas built through calibrated, contiguous branch expansion

We believe that our deep penetration in rural areas, built through a contiguous branch expansion strategy, provides us with significant scale and diversification advantages. We carry out our contiguous expansion strategy methodically whereby we aim to expand to the next (typically adjoining) branch and ensure deep penetration in a particular state within three years of commencement of operations in the district. This approach encompasses three key aspects: geographical deepening (in existing territories), geographical expansion (in potential territories) and implementation of improved monitoring and the control measures at branches with a significant portfolio size. We believe contiguous expansion provides significant scale and diversification advantages including familiarity of the loan officers with demographics of nearby territories which enable effective customer evaluation and better servicing. As of September 30, 2023, we have presence in 21 states and one union territory (Puducherry) in India through 1,485 branches and 10,802 loan officers. Our operations are well-diversified at the branch level, wherein our AUM has grown by 62.75% from ₹ 6,483.84 crore as of March 31, 2022 to ₹ 10,552.12 crore as of March 31, 2023.

A large segment of India's population is currently unserved and underserved by formal financial institutions. Considering the opportunity and lower competitive intensity in rural segments, we have increased our footprint in Idia's rural areas unlike other industry players over the years. Our presence (AUM wise break-up), compared to the MFI industry is listed out below:

		Fiscal 2023	Fiscal 2022	Fiscal 2021
Industry*	Rural (Portfolio)	77%	78%	76%
	Urban (Portfolio)	23%	22%	24%
Our Company	Rural (Portfolio)	79.19%	74.93%	72.71%
	Urban (Portfolio)	20.81%	25.07%	27.29%

** Source: Industry Report on CRISIL Market Intelligence & Analytics (CRISIL MI&A) – NBFC Industry Report August 2023*

We believe this has placed us in a strategic position to tap into the significant growth opportunities that exist in this financially underserved customer segment in Rural areas that are characterized by lower competition.

Robust customer selection and risk management policies resulting in healthy asset quality

We follow robust customer selection and risk management policies, which have resulted in healthy asset quality and lower credit costs. Risk is an integral part of our business, and sound risk management is critical to the success of the organization. As a financial intermediary, we are exposed to risks that are particular to its lending and the environment within which it operates. The Company has identified and implemented comprehensive policies and procedures to assess, monitor and manage risk throughout the Company. The risk management process is continuously improved and adapted to the changing risk scenario and the agility of the risk management process is monitored and reviewed for its appropriateness in the changing risk landscape. The process of continuous evaluation of risks includes taking stock of the risk landscape on an event-driven basis. The Company has an elaborate process for risk management. This rests on the three pillars of business risk assessment, operational controls assessment and policy compliance processes. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. These are discussed with both the Management and the Risk Management Committee of the Board. Some of the risks relate to competitive intensity and the changing legal and regulatory environment.

Risk management is integral to our business and as a lending institution, we have implemented well defined key risk management policies which primarily focus on addressing credit risk, operational risk and liquidity risk. We conduct regular training of our staff members with respect to risk related matters, as part of our risk management process. For further details, see "*Our Business - Risk Management*" on page 113.

Strong track record of financial performance and operating efficiency

We have maintained a strong track record of financial performance and operating efficiency over the years through high rates of customer retention, geographical expansion and prudent risk management. Further, we believe that our deep penetration in India's rural markets through our contiguous branch-based expansion strategy has helped us achieve low operating expense ratios, contributing to economies of scale. Our operating expense to quarterly average gross AUM ratio was 6.39% for the six months ended September 30, 2023 and 6.88% and 5.83% for the Fiscal 2023 and Fiscal 2022, respectively.

Our Gross AUM grew at a CAGR of 48.30% from ₹ 4,795.57 crore as of March 31, 2021 to ₹10,552.12 crore as of March 31, 2023. Disbursements across our financing products grew at a CAGR of 40.35% from ₹ 3694.76 crore in Fiscal 2021 to ₹10,213.77 crore in Fiscal 2023. Net interest income grew at a CAGR of 37.66% from ₹ 444.39 crore in Fiscal 2021 to ₹ 1159.25 crore in Fiscal 2023. Net interest margin, for the Fiscal 2023, Fiscal 2022 and Fiscal 2021 was 9.15%, 8.80% and 9.40%, respectively.

Our Gross AUM as of September 30, 2023 was ₹ 12,195.93 crore. Disbursements across our financing products for the six months period ended September 30, 2023 was ₹ 5,566.19 crore and our net interest income for six months period ended September 30, 2023 was ₹ 857.46 crore. Our net interest margin, for six months period ended September 30, 2023 was 9.41 %.

Details of Net interest margin and details of disbursement for six months period ended September 30, 2023 and for the Fiscal 2023, Fiscal 2022 and Fiscal 2021 are as follows:

Particulars	For six months period ended September 30, 2023	Fiscal		
		2023	2022	2021
Gross AUM (₹ in crore)	12,195.93	10,552.12	6,483.84	4,795.57
Net Interest Margin (%)*	9.41%	9.15%	8.80%	9.40%
Disbursement (₹ in crore)	5,566.19	10,213.77	5,710.24	3,694.76
Net Interest Income	857.46	1,159.25	617.69	444.39

**Net Interest income reduced by loan processing fees, interest on deposits, income from direct assignment and plus finance lease charges, divided by quarterly average AUM (excluding sold portion of direct assignment)*

Our profit after tax for the six months period ended September 30, 2023 and the Fiscal 2023, Fiscal 2022 and Fiscal 2021 was ₹ 232.97 crore, ₹ 128.18 crore, ₹ 50.60 crore and ₹ 66.62 crore, respectively.

Professional management team with extensive domain experience

We are a professionally managed company, and our senior management team has an established track record in the financial services industry. Our top management team comprises of our Chief Business Officer, Chief Operating Officer, Chief Financial Officer, Chief Risk Officer, Chief Technology Officer, Compliance Officer and Chief Information Security Officer, along with our Managing Director, Narayanaswamy Venkatesh, all having an extensive experience in banking & finance industry and their experience has helped us to strengthen our risk management, compliance and governance framework.

Narayanaswamy Venkatesh is a seasoned banker. He holds a bachelor's degree in computer Science and has completed the Harvard Business School-ACCION Program on Strategic Leadership in Microfinance. With over 22 years of experience as an entrepreneur in the financial services industry, he has demonstrated exceptional leadership. For further details in relation to our senior management, see "*Our Management*" on page 122.

Consistent Financial Performance and robust capital base for growth

We believe that our financial performance, operational performance and consistent growth in business enable us to raise funds in the capital markets or borrow funds from lenders at competitive rates. We have experienced sustained growth in financial indicators including our revenue from operations and profit, as well as a consistent improvement in our balance sheet position in the last three Fiscals. Our total income increased from ₹ 702.20 crores in Fiscal 2021 to ₹ 1,019.93 crore in Fiscal 2022 and ₹ 1,753.51 crore in Fiscal 2023 and our return on average equity was 11.43%, 6.32% and 11.80% in Fiscal 2023, Fiscal 2022 and Fiscal 2021, respectively.

We are well capitalised with a robust capital base. Our capital position has been significantly strengthened post-acquisition of our Company by IIFL Finance in 2017. Our Promoter, IIFL Finance, has infused additional equity capital in our Company amounting to ₹ 90.00 crore, ₹ 300.00 crore and ₹ 200.00 crore in Fiscal 2021, Fiscal 2022 and Fiscal 2023, respectively. We believe that this strong capital base places us well to pursue the further growth of our business. Our CRAR calculated on the basis of RBI norms applicable to NBFC – MFI as at March 31, 2023, 2022 and 2021 was 17.14%, 17.83% and 18.56% respectively while our Tier I Capital as at March 31, 2023 was 13.49%. This is above the minimum prescribed CRAR of 15% stipulated by the RBI.

Diversified borrowing profile and Effective asset-liability management

Over the years, we have developed a diversified funding profile, maintained long-term relationships with our lenders and established a track record of timely servicing our debt obligations. As an NBFC-MFI (Middle layer), we have access to diverse sources of liquidity, such as term loans from banks, financial institutions and non-banking financial companies, proceeds from loan assets assigned and securitized, cash credit, subordinated debt and proceeds from the issuance of NCDs to meet our funding requirements. This enables us to optimize our cost of borrowings, funding and liquidity requirements, capital management and asset liability management. As of March 31, 2023, we had total borrowings aggregating to ₹ 7,196.35 crore, comprising debt securities of ₹ 438.80 crore, borrowings (other than debt securities) of ₹ 6,342.55 crore, and subordinated liabilities of ₹ 415.00 crore. Further, as of September 30, 2023, we had total borrowings aggregating to ₹ 8,071.56 crore, comprising debt securities of ₹ 383.80 crore, borrowings (other than debt securities) of ₹ 7,045.26 crore, and subordinated liabilities of ₹ 642.50 crore.

The table below sets forth our Company's credit ratings for the past three years and in the current year.

	Fiscal 2024	**Fiscal 2023**	**Fiscal 2022**	**Fiscal 2021**
CRISIL Ratings	CRISIL AA-/Positive	CRISIL AA-/Stable	CRISIL AA-/Stable	CRISIL A+/Stable
Acuite Ratings	ACUITE AA Stable	-	-	-
ICRA Ratings	ICRA A+ (Stable); reaffirmed & withdrawn	ICRA A+ (Stable)	ICRA A+ (Stable)	ICRA A (Stable)

We believe that our diversified sources of borrowing, stable credit history, improved credit ratings and effective asset-liability management have allowed us to gain better access to cost-effective debt financing. As of September 30, 2023 and March 31, 2023, our cash and cash equivalents, other bank balance and investment in government securities amounted to ₹ 1,535.74 crore and ₹609.50 crore, respectively, which we believe reflects our strong liquidity position.

Our Strategy

Expanding the product offerings.

Our Company has introduced new additions to our product portfolio, each designed to address specific financial needs of our customers. We also introduced higher ticket size loans to cater to those customers looking to undertake substantial financial endeavors. Additionally, in order to support customers to recognizing the aspiration of many to own a vehicle, our two-wheeler loans are tailored to be accessible and convenient to our customers who intend to own their own vehicle with ease and affordability. In the realm of lifestyle enhancement, our consumer durable loans are crafted to make modern, high-quality appliances and gadgets attainable, allowing our customers to upgrade their living experience without financial strain. Each of our new offerings is based on deep understanding of our customers' evolving needs and shows our commitment to being a versatile and responsive financial partner.

Strengthening the market position.

To fortify our market position, a multi-faceted approach anchored in geographical expansion, diversified offerings, and enhanced accessibility is being meticulously executed. We're intensifying our presence by opening new branches within existing states, a strategic move designed to bring our bespoke financial solutions closer to a broader spectrum of customers, ensuring that their diverse financial needs are met with precision and convenience. Our geographical horizon is extending to embrace new territories; stepping into states like Andhra Pradesh, Telangana, Punjab, and Haryana marks a significant milestone in our journey of expansion. Each new branch is not just a point of service but a hub of personalized financial solutions, cementing our reputation as a brand synonymous with reliability, versatility, and excellence.

Complementing our geographical outreach, the introduction of higher ticket size loans, two-wheeler loans, and consumer durable loans is a testament to our commitment to evolving with our customers' needs. These tailored offerings are designed

to encapsulate the diverse financial aspirations of our clientele, positioning us as a one-stop-shop for comprehensive financial assistance. The integration of digital lending amplifies our accessibility, ensuring that our customers, both existing and prospective, experience uncompromised convenience and efficiency. Every touchpoint, physical or digital, is imbued with our ethos of customer-centricity, aiming to transform every interaction into a rewarding experience.

Collectively, these strategic expansions and innovations are not just about growth—they're about deepening our relationship with communities, fostering trust, and building an unyielding foundation of reliability and excellence that propels our market positioning to unprecedented heights.

Continued focus on customers from Rural areas

According to rural and urban portfolio chart in MFI portfolio by lending segment, 23% of microfinance industry portfolio is urban focused. However, we have maintained our focus on growing our rural customer base and intend to continue to do so going forward. As of September 30, 2023, March 31, 2023, March 31, 2022 and March 31, 2021, the percentage of our Company's active customers located in rural areas was 80.22%, 79.19%, 74.93% and 72.71%, respectively. We believe that we will be able to strengthen our position by tapping into this underserved market and are well placed to capitalize on our strategy of having a deep penetration in the Indian rural markets. Further, our products are built on a deep understanding of the life cycle requirements of our Customers from Rural Areas, which we believe will help in the expansion of our rural customer base.

We intend to continue penetrating deeper in the states and districts where we currently have operations and also expand our footprint into other areas that have limited or no access to formal banking and finance channels. We will continue to evaluate the offerings at our branches and customize our products to the needs and demands of our customers in the region in which our branches are located and correspondingly update existing operations and resources in different territories.

Expansion of branch network

We have presence in 21 states Andhra Pradesh, Arunachal Pradesh, Assam, Karnataka, Maharashtra, Madhya Pradesh, Tamil Nadu, Kerala, Odisha, Punjab, Chhattisgarh, Goa, Bihar, Jharkhand, Gujarat, Rajasthan, Haryana, Telangana, Tripura, Uttar Pradesh and West Bengal) and one union territory (Puducherry) in India through 1,485 branches and 10,802 loan officers, as of September 30, 2023. We intend to continue our strategy of contiguous expansion which will expand our district coverage in these states and also potentially into neighbouring states.

The following table sets forth the number of our branches in each state/ union territory as of the dates indicated:

State/ Union Territory	Number of branches as of			
	September 30, 2023	March 31, 2023	March 31, 2022	March 31, 2021
Tamil Nadu	222	209	112	81
Bihar	205	169	113	88
Karnataka	179	169	103	70
Rajasthan	147	142	92	73
Uttar Pradesh	139	89	41	27
Odisha	114	113	85	81
West Bengal	107	103	61	49
Madhya Pradesh	88	79	57	33
Kerala	53	49	25	17
Maharashtra	51	26	22	16
Gujarat	38	38	30	27
Jharkhand	35	30	20	14
Chhattisgarh	20	18	18	15
Telangana	18	0	0	0
Assam	17	17	17	18
Haryana	17	0	0	0
Andhra Pradesh	14	2	0	0
Tripura	7	7	7	0
Punjab	6	0	0	0
Arunachal Pradesh	3	2	0	0
Goa	3	3	2	0

State/ Union Territory	Number of branches as of			
	September 30, 2023	March 31, 2023	March 31, 2022	March 31, 2021
Puducherry	2	2	2	0
Total	**1,485**	**1,267**	**807**	**618**

Our contiguous expansion strategy is premised on expanding to the next (typically adjacent) district and achieving a deep penetration in a district within three years of operations. We believe that our expansion strategy has resulted in mitigation of concentration risk and will continue to lead to mitigation of this risk going forward. Out of a total of 21 states and one union territory where we had branches as of September 30, 2023, approximately 86.36% of each of these states individually represent less than 10% of our Gross AUM.

The following table sets forth our state/ union territory-wise portfolio distribution (i.e., the ratio of our AUM from the respective state to our Gross AUM, expressed as a percentage) as of the dates indicated:

State/ Union Territory	Ratio of AUM to Gross AUM state wise as of			
	September 30, 2023	March 31, 2023	March 31, 2022	March 31, 2021
Bihar	21.92%	20.72%	17.95%	19.10%
Tamil Nadu	16.63%	17.32%	18.46%	18.44%
Karnataka	12.58%	12.43%	12.99%	12.02%
West Bengal	9.02%	8.87%	8.40%	7.44%
Rajasthan	8.66%	9.42%	10.12%	10.18%
Odisha	8.12%	9.20%	11.36%	13.19%
Uttar Pradesh	6.99%	5.53%	2.88%	2.03%
Madhya Pradesh	4.32%	5.05%	5.77%	4.29%
Kerala	3.32%	3.27%	2.51%	2.39%
Jharkhand	2.53%	2.33%	1.71%	1.21%
Gujarat	2.14%	2.46%	3.48%	3.92%
Maharashtra	1.71%	1.63%	1.80%	2.43%
Chhattisgarh	0.55%	0.70%	1.02%	1.24%
Assam	0.39%	0.33%	0.50%	1.19%
Tripura	0.28%	0.35%	0.58%	0.38%
Goa	0.16%	0.17%	0.26%	0.37%
Haryana	0.15%	0.00%	0.00%	0.00%
Puducherry	0.15%	0.17%	0.22%	0.19%
Telangana	0.14%	0.00%	0.00%	0.00%
Arunachal Pradesh	0.11%	0.05%	0.00%	0.00%
Andhra Pradesh	0.10%	0.00%	0.00%	0.00%
Punjab	0.04%	0.00%	0.00%	0.00%
Total	**100.00%**	**100.00%**	**100.00%**	**100.00%**

Leverage existing capabilities and strengths to diversify product and service offerings

We are an NBFC-MFI and intend to continue focusing on our operations in this space with our current business model which comprises extending loans to customers primarily in rural areas. To this end, we intend to capitalize on our current strengths including our geographical reach, customer base, robust risk management policies, strong financial track record and extensive domain expertise to diversify our product and service offerings.

Our diversification strategy is driven by the evolving needs of our customers, and we believe this is in line with the strength of our customer-centric business model and our expansion strategy, as it allows us to ensure that our customers have access to various differentiated products and services which they need quickly and efficiently.

In addition to micro-loans under JLG model, we also provide individual retail finance loans to customers who fulfil certain other eligibility criteria linked primarily to their credit history, income, and business position. We offer a diverse suite of micro-loans that cater to critical needs of our customers throughout their life cycle and includes income generation, micro enterprise loan, dairy cattle loan, sanitation and hygiene, acquisition of daily-use items like cook stoves, water purifiers, solar lights, mobile phones, and other products enhancing their way of life. Typically, these customers may be capable of obtaining such loans from other financial institutions or banks on the condition that they provide collateral, and with a higher turnaround time, than what we offer and at interest rates which are similar to or higher than our loans, which we

believe makes our product offerings more attractive.

Focus on optimizing operating costs and improving operational efficiencies

Controlling our operating expenses is critical in determining our ability to offer loan products at reasonable rates to our customers and our profitability. Our deep penetration in India's rural markets through contiguous branch-based expansion strategy has helped to achieve low operating expense ratios, contributing to economies of scale. Further, given our high customer retention rates, we expect to derive scale and cost benefits as there is no incremental sourcing cost for existing customers, and they are eligible to borrow higher loan amounts from us since they have progressed to higher loan cycles, and they have been our customers for a number of years.

We continue to invest in our technology platform and technology-enabled operating procedures to increase operational and management efficiencies and ensure customer credit quality. With improved digitization, we have strengthened inter-organizational connectivity, while enhancing our customer support services to provide better service prospects. For example, we have focused on introducing features and functionalities towards 'Enhancing Ease of Business', 'Improving Operational Efficiency', 'Arresting possibility of Frauds & Non Compliance'. E-Sign has significantly reduced time and cost of documentation. The same is available as a link for them to see and use through our Customer App, 'Samasta Sakhi'. Our Company has enhanced IT systems to handle 'Co-Lending' which opened new tangents in sourcing of funds and have given us additional confidence to increase disbursement through shared funding with partners such as Canara Bank. 'Customer Experience' is now a notch higher with this improved facility used by our operations team.

Foray into secured products complementary to our target customers

The microfinance guidelines announced by the Reserve Bank of India in March 2022 allowed upward revision of household income, risk-based pricing, and an increase in the limit of non-microfinance loans up to 25% of total assets. We have nurtured our vision of becoming the preferred financial partner of Indian low-income households lacking access to formal credit, enriching their lives by providing convenient and reliable solutions, matching their evolving needs. The new guidelines are complementary to gain pace towards achieving our vision and allows us with a lot of flexibility to design products based on customer suitability.

Our business strategy will be to acquire new-to-credit and early-stage customers through microfinance products, handhold graduated customers through individual unsecured business loans, followed by offering secured products complementary to the target segment to support their growing business needs and asset ownership aspirations. We shall leverage our deep rural presence and strong understanding of the customer's mindset and financing requirements to devise new products. We have already identified specific products complementary to our target customer segment which include suite of micro-loans that cater to critical needs of our customers throughout their life cycle and includes income generation, micro enterprise loan, dairy cattle loan, sanitation and hygiene, acquisition of daily-use items like cook stoves, water purifiers, solar lights, mobile phones, and other products enhancing their way of life. The full scale launch of new products shall be done only after extensive pilots. We have already made necessary technological investments to support these new products. We shall leverage our existing retail finance branch network and employee base to offer these products to our existing as well as new customers. As we grow our balance sheet over the coming years, asset diversification strategy will make us more resilient to macroeconomic cycles, improve our credit ratings and provide stable returns to our stakeholders.

Our Business Operations

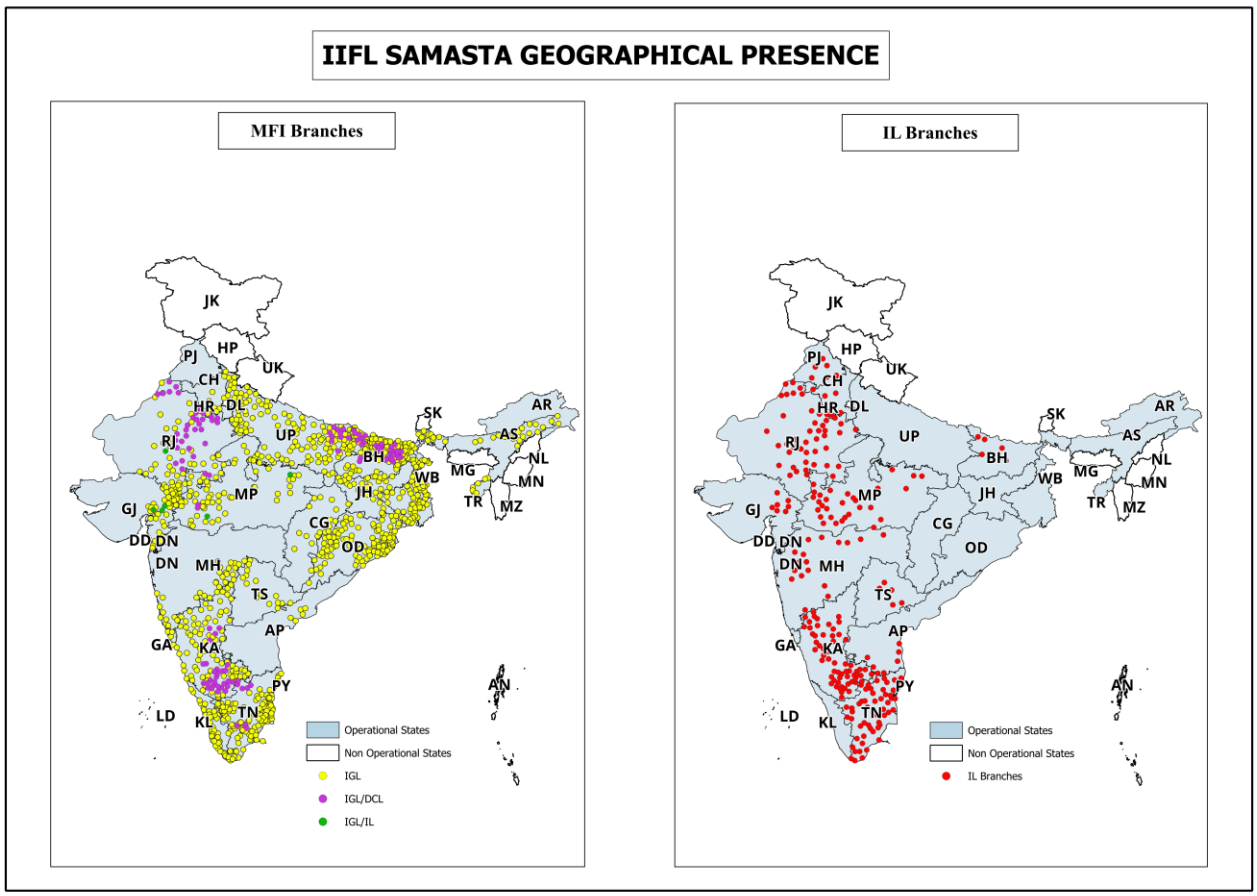
Our operations are focused on low income households engaged in economic activity with limited access to formal financial institutions and our goal is to provide customers with financial support for all their financial needs throughout their life cycle. Our focus customer segment is women with an annual household income of less than ₹ 3,00,000. We offer collateral free loans to women, who are willing to borrow in a group and are agreeable to accept joint liability for the loans, and this forms the premise of our JLG model.

We believe that the JLG model is advantageous to both us and our customers. Through this model, our customers, who typically do not have collateral to take up loans, are able to gain access to credit. The JLG model also provides built-in support for our customers, in both good and bad financial circumstances. Delivering financial services through groups also benefits us, as it allows us to have better operational control and efficiency, lower transaction costs and increase the number of customers. For IGL, we presently focus on areas such as agriculture, allied agriculture activities, retail trade, services, manufacturing under small sectors, water and sanitation, other activities under priority sector and emergent needs. We review and revise these lending areas in relation to our IGL and revise them from time to time. Consumer product loans are also provided to customers to upgrade their lifestyle with consumer products such as fridge, TV, washing machines, induction stoves, solar bulbs etc.

While we have traditionally provided loans under the JLG model, we also offer individual retail finance loans for customers who have been our customers for at least two years and fulfil certain other eligibility criteria linked primarily to their credit history with us, income, and business position, are more entrepreneurial, and have graduated from the JLG model.

Our Branch Network

As on September 30, 2023, we had presence in 21 states and one union territory (Puducherry) in India through 1,485 branches and 10,802 loan officers.



The following table sets forth number of our active customers in each state/ union territory as of the dates indicated:

State/ Union Territory	Number of active customers as of			
	September 30, 2023	March 31, 2023	March 31, 2022	March 31, 2021
Bihar	6,27,249	5,12,714	3,68,619	3,55,252
Tamil Nadu	4,21,900	3,79,447	2,86,282	2,75,210
Karnataka	3,15,908	2,73,891	1,91,954	1,59,531
West Bengal	2,48,085	2,18,003	1,50,365	1,17,231
Odisha	2,25,715	2,24,816	2,13,919	2,18,773
Uttar Pradesh	2,20,513	1,44,494	62,103	36,496
Rajasthan	2,04,287	1,88,731	1,56,931	1,54,764
Madhya Pradesh	1,08,346	1,06,840	87,322	61,306
Kerala	93,931	83,099	43,295	38,958
Jharkhand	70,691	60,327	36,705	21,858
Gujarat	60,426	59,288	57,025	62,763
Maharashtra	45,690	40,674	37,768	43,600
Assam	21,434	15,763	18,179	33,122
Chhattisgarh	21,280	22,518	22,563	24,376

State/ Union Territory	Number of active customers as of			
	September 30, 2023	March 31, 2023	March 31, 2022	March 31, 2021
Tripura	11,746	11,952	11,260	5,993
Puducherry	5,512	5,184	3,496	3,327
Goa	5,170	4,896	4,826	5,810
Arunachal Pradesh	3,800	1,311	0	0
Telangana	3,659	0	0	0
Haryana	2,895	0	0	0
Andhra Pradesh	1,293	7	0	0
Punjab	190	0	0	0
Total	**27,19,720**	**23,53,955**	**17,52,612**	**16,18,370**

STATEMENT OF KEY OPERATIONAL AND FINANCIAL PARAMETERS

Statement of key operational and financial parameters of the Company for the six months period ended September 30, 2023 (based on unaudited financial results) and for the last three financial years (based on audited financial statements) are as follows:

(₹ in crore, except percentages)

Particulars	As at and for the six months period ended September 30, 2023*	As at and for the year ended March 31		
		2023	2022	2021
BALANCE SHEET				
Assets				
Assets	7,990.27	7,736.08	5,518.63	3,963.03
Property, Plant and Equipment	26.37	20.36	9.12	6.26
Financial Assets	1,970.99	1,086.60	781.01	395.74
Non-financial Assets excluding property, plant and equipment	79.59	61.06	85.67	43.18
Total Assets	**10,067.23**	**8,904.10**	**6,394.43**	**4,408.21**
Liabilities				
Financial Liabilities				
- Derivative financial instruments	0.0	9.22	9.87	8.70
- Trade Payables	25.98	20.38	8.06	8.60
- Debt Securities	412.04	477.00	514.81	882.93
- Borrowings (other than Debt Securities)	7025.72	6,328.70	4,603.36	2,554.11
- Subordinated liabilities	687.30	464.6	140.72	127.86
- Other financial liabilities	315.56	242.01	98.78	166.13
Non-Financial Liabilities				
- Current tax liabilities (net)	0.18	0.18	5.51	1.16
- Provisions	18.61	13.29	8.46	5.43
- Deferred tax liabilities (net)	0.0	0.0	0.0	0.0
- Other non-financial liabilities	27.75	26.57	5.58	3.78
Equity (Equity Share Capital and Other Equity)	1554.09	1,322.15	999.28	649.51
Total Liabilities and Equity	**10,067.23**	**8,904.10**	**6,394.43**	**4,408.21**
PROFIT AND LOSS				
Revenue from operations	1,270.25	1,746.23	1,012.79	698.95
Other Income	9.24	7.28	7.14	3.25
Total Income	**1,279.49**	**1,753.51**	**1,019.93**	**702.20**
Total Expense	**975.90**	**1,595.00**	**960.98**	**620.05**
Profit after tax for the year	**232.97**	128.18	50.60	66.62
Other Comprehensive income	(1.04)	(0.31)	(0.83)	(0.23)

(₹ in crore, except percentages)

Particulars	As at and for the six months period ended September 30, 2023*	As at and for the year ended March 31		
		2023	2022	2021
Total Comprehensive Income	231.93	127.87	49.77	66.39
Earnings per equity share (Basic) (₹)	3.92	2.50	1.22	2.38
Earnings per equity share (Diluted) (₹)	3.92	2.50	1.22	2.38
CASH FLOW				
Net cash from / used in (-) operating activities	88.08	(2,124.34)	(1,690.48)	(1,520.20)
Net cash from / used in (-) investing activities	(68.50)	(284.58)	(95.04)	(65.30)
Net cash from / used in (-) financing activities	875.21	2,183.93	2,090.98	1,541.24
Net increase / decrease (-) in cash and cash equivalents	894.79	(224.98)	305.46	(44.25)
Cash and cash equivalents as per Cash Flow Statement as at end of period/ year	1,121.90	227.11	452.09	146.64
ADDITIONAL INFORMATION				
Net worth	1,474.43	1,272.86	969.04	649.51
Cash and cash equivalents	1,121.90	227.11	455.08	178.70
Loans	7,990.27	7,736.08	5,518.63	3,963.03
Loans (Principal Amount)	8,275.93	7,998.53	5,772.72	4,116.78
Total Debts to Total Assets	80.18%	80.82%	81.50%	77.50%
Interest Income	1,128.93	1,539.63	984.23	688.59
Interest Expense	412.79	586.98	395.10	254.56
Impairment on Financial Instruments	8.89	4.37	98.72	85.29
Bad Debts to Loans	2.11%	2.12%	3.07%	1.82%
% Stage 3 Loans on Loans (Principal Amount)	2.11%	2.12%	3.07%	1.82%
% Net Stage 3 Loans on Loans (Principal Amount)	0.57%	0.80%	0.82%	0.00%
Tier I Capital Adequacy Ratio (%)	15.12%	13.49%	15.85%	15.14%
Tier II Capital Adequacy Ratio (%)	5.92%	3.65%	1.98%	3.42%

***** *based on unaudited financial statements*

Our Products

Our wide range of financial products are designed according to the various life cycle needs of our customers.

Set forth below are certain details in relation to our key products:

A. Group Lending Products

(i) *Income Generation Loans (IGL)*

IGL are offered to customers to establish a new enterprise or expand an existing business. For instance, loans may be disbursed to set up a grocery store, buy cattle, install new machinery or purchase raw materials. The loans also meet the additional working capital requirements of a customer's business. We provide three categories of IGL to our customers:

- *Samriddhi – IGL*: The Income Generating Loans (IGL) of the Company are offered to women clients based on JLG (Joint Liability Group) model. Under this scheme, a sum of money between ₹ 25,000 and ₹ 80,000 is given as loan for enhancing the income generating potential of the women and helping them improve their financial status and tenor ranging from 12-36 months. These are close-ended and unsecured instalment-based loans targeted at a section of the Indian society which lives in rural India and does not have regular access to banks and other financial institutions to serve their financial need;

- *Samvardhana-Top Up Loan*: This supports customers in enhancing their financial capabilities by offering top-up loans. These loans are exclusively provided to Income Generating Loan (IGL) customers with a commendable repayment history so that they can access more cash and boost their income generation activities, ranging from ₹

15,000 to ₹ 35,000 and tenor ranging from 6-24 months. By being able to access more cash through top-up loans, customers can amplify their income generation activities and further augment their financial prospects.

The following table sets forth details of our Gross AUM for IGL, for the periods indicated:

(₹ in crore)

Product Category	For six months period ended September 30, 2023	For the Fiscal		
		2023	2022	2021
Gross AUM for IGL	10,358.82	9,072.45	5,820.85	4,440.47

B. Retail Finance Products

We provide individual retail finance loans to customers who fulfil certain other eligibility criteria linked primarily to their credit history, income, and business position.

We currently provide the following individual retail finance loans to our customers:

- *Swabhiman- (Micro Enterprise Loan)*: This loan is designed to provide timely and affordable lending solutions to micro-enterprise loans without any collateral requirement to cater to the expansion needs of the customers. The product is supported by net cash flow at a higher but affordable interest rate. Under this scheme, a sum of money between ₹ 60,000 and ₹ 5,00,000 is given as loan and tenor ranging from 12-48 months.

- *Sampark*

  - *Loan Against Property*: Sampark is a loan product aimed at bolstering the business capabilities of self-employed and salaried individuals in rural and semi-urban areas. It offers financial assistance to improve living conditions and enhance financial stability, with competitive interest rates and collateral requirements. This loan is offered to open market with the aim to support people who require financial support to meet their business needs or for any immediate needs. Under this scheme, loan is offered against property of the customers with minimum loan amount of ₹ 3,00,000 and a maximum loan amount of ₹15,00,000 and tenor ranging from 24-120 months.

  - *Sampark Advantage*: Sampark Advantage is meticulously crafted to bolster customers' business capabilities and facilitate retail financing by utilizing their property as collateral. This loan is offered to people belonging to weaker economic status and have property with lower value. This product is mainly offered to cater immediate financial needs of the customers. Under this scheme, loan is offered against property of the customers with the maximum loan amount of ₹ 5 lakhs. Further, this loan product offers a competitive interest rate and ensures prompt and secure lending, thereby fostering the enhancement of business capabilities for customers residing in rural and semi-urban areas; Under this scheme, a sum of money between ₹ 60,000 and ₹ 5,00,000 is given as loan and tenor ranging from 12-60 months.

- *Pragati (Loan Against Property)* - Pragati loans are loan against property (secured loans). These are loan against property provided to customers with maximum loan amount of ₹ 25 lakhs. Under this scheme, loan is offered against property of the customers with a minimum loan amount of ₹ 3,00,000 and a maximum loan amount of ₹25,00,000 with a tenor between 24-120 months.

The following table sets forth details of our Gross AUM for our individual retail finance loans, for the periods indicated:

(₹ in crore)

Product Category	For six months period ended September 30, 2023	Fiscal		
		2023	2022	2021
Swabhiman- (Micro Enterprise Loan)	373.05	281.54	154.68	188.98
Sampark -Loan Against Property	876.83	763.39	329.20	58.01
Pragati (Loan Against Property)	12.59	3.22	-	-

C. Lifestyle and family welfare

We currently provide the following lifestyle and family welfare loans to our customers:

- *Surabhi-Dairy Cattle Loan*: Surabhi is a specialized loan product designed to support women in fulfilling their dairy development needs, including the procurement of new cattle. This inclusive loan offering includes insurance coverage to mitigate risks associated with dairy farming. The loan amount offered under this scheme varies from ₹ 60,000 to ₹ 90,000 for a tenor of 24 months;

- *Sajal-Water and Sanitation Loan*: Enables customers to avail affordable credit so as to secure the basic necessities of life, like sanitation and hygiene. These loans facilitate multiple purposes like setting up filtration units, tap water, house water connections, water storage facilities within the households, toilet construction/improvement. This is a small-ticket loan provided to existing IGL customers, ranging from ₹ 10,000 to ₹ 35,000 and tenor ranging from 12-24 months, without any collateral; and

- *Suvidha-Product Loans:* Provides a better lifestyle to customers by offering loans to purchase daily use items like cook stoves, water purifiers, solar lights, mobile phones and various other lifestyle related products. Last year, Suvidha's Product Loan initiative transformed over 3,00,000 lives by providing essential daily-use items, including over 25,000 ceiling fans, more than 71,000 mobile phones, and more. These aren't just products; they're tools that amplify our customers' productivity, extending their economically productive hours. For many, these items translate to improved time management, increased income, and better lifestyles. Moreover, eco-friendly options like solar lights, induction stoves reduce carbon footprints and improve health by minimizing indoor pollution. Suvidha, is not merely about offering products—it's about empowering lives, reducing environmental impact, and fostering economic growth for our customers. The loan amount offered under this scheme varies from ₹ 1,000 to ₹ 25,000 for a tenor ranging from 9 months to 18 months.

The following table sets forth details of our Gross AUM for our individual retail finance loans, for the periods indicated:

(₹ in crore)

Product Category	For six months period ended September 30, 2023	Fiscal		
		2023	2022	2021
Dairy cattle loan	574.64	431.64	179.11	108.11
Sampark	876.83	763.39	329.20	58.01
Swabhiman	373.05	281.54	154.68	188.98
Pragati	12.59	3.22	-	-

Operations

A. Joint Liability Group Lending Business Processes

Set forth below are details of the joint liability group (JLG) processes followed by us:

(a) Target customers

Our target customers in the JLG business include rural and semi-urban self-employed women.

(b) Customer Due Diligence Processes

Our Company obtains the originally verified documents from each individual customer while establishing an account-based relationship. The primary KYC documents used for MFI customers are as follows:

KYC

- Minimum 2 KYC is mandatory for applicant.
- All KYC / originally verified documents must have address either in customer's name or in spouse or in the name of direct relation like (Son, Father in-law, Mother -in law etc.).
- If customer only has voter id slip in such scenario branch credit manager /account credit manager should verify the voter id details from Voter id web portal printout of the same has to be attached with customer signature and branch credit manager signature.
- All KYC collection and policy for microfinance is as per KYC policy of our Company.

(c) Loan application and acceptance process

The loan application is sourced by our Company through its customer relationship officers through a centre disbursement model. A pre-group recognition test is conducted for the customers to give complete information on the product, terms and conditions and repayment criteria, along with providing them financial training related to opening of bank accounts, digital repayments etc. The following is the eligibility criteria for customers to avail an MFI loan with the company:

- The applicant must be within 18-55 years at the time of loan sanctioning for IGL - 1st cycle loans. She must be within 18-60 years at the time of loan sanctioning for IGL - subsequent cycle loans, top up loans and product loans.
- The maximum annual income must be less than ₹ 3,00,000.
- Divorced, widow and unmarried female with more than 35 years at the time of loan application and maximum as per the above policy at the time of loan Sanctioning is eligible for a loan from our Company.
- It is ensured that the customers make use of their loans for their enhancement of their income and financial standard. The customer's residence is also visited by our customer relationship officers. Once an application is logged into the system, the branch manager performs the group recognition test and visits the residence of the customer and ascertains the identity and residential status of the customer.

(d) Loan Evaluation

Post the group recognition test by branch manager, the loan evaluation is done by the field credit team who shall look into the existing outstanding of the other loans of the customer, along with the credit and repayment history.

(e) Loan Sanction and Further Processing

Once an application is thoroughly analysed and meets the eligibility criteria, the branch credit manager sanctions the loan application. The head office team then verifies the customer's bank account using a beneficiary check process. Post this, the customer is informed the disbursement date where she has to visit the branch for E-sign disbursement process. Our Company currently performs 100% online disbursements and verifies customer authenticity through e-sign.

(f) Loan Repayment Process

The repayment frequency for MFI customers is fortnightly and monthly. Multiple modes of repayment are provided to the customer. The general practice remains that the customer relationship officers visits the center on the center repayment date and collects the EMIs/EFIs in form of cash or online repayment. Our Company is at the forefront of driving digital collection mechanisms through UPI/BBPS and other modes.

B. Retail Finance Lending and Lifestyle and family welfare lending Business Processes

Under retail finance lending and lifestyle and family welfare lending, we provide individual retail finance loans to customers who fulfil certain other eligibility criteria linked primarily to their credit history, income, and business position. There are two types of retail finance loans provided by the company - secured and unsecured. Unsecured retail loans are provided to customers basis their business position or salary and credit history. Secured retail loans are relatively of higher ticket sizes and are provided to customers against collateral as per the policy norms.

(a) Target customers

In order to be eligible for retail finance products, customers have to satisfy the following basic criteria, which include:

- Both female and male customers with business vintage of more than 3 years;
- Fixed obligations to income ratio of 55% and
- Continuous cash inflows through business.

(b) Structure and Role Segregation

The retail finance business unit is structured in such a way as to carry out the processes in a systematic and orderly manner. This is achieved by organising various functions in clear verticals and defining the roles and responsibilities of each vertical. It also defines the turnaround time to be achieved by each vertical while carrying out their functions. The current structure can be divided into following three broad functions:

- *Business team:* The business team is responsible for sourcing the loan and ensuring that the basic criteria of the clients a are met. They collect the necessary document for the assessing the eligibility of the client and are responsible for conducting the due diligence at the basic level. At management level once they cases are sanctioned they ensure that the customer are genuine by conducting a field inspection. Post disbursement they monitor the loan utilisation status to ensure the fund is used only for genuine purpose.

- *Credit and operations team.* Once the business team has completed the primary analysis and completed the login, the file is pushed to the credit team for analysis. At this stage they conduct the credit appraisal by using tools like debt burden ratio and cash flow analysis of the client and the co-applicant to understand the repayment capacity of the client along with Credit score. They are responsible for sanctioning a case and once a case is sanctioned they are pushed to the operations team for disbursement.

- *Business Support and Risk team.* The Business support team and the operations team does the back-end work and pushed the file for disbursement.

(c) Customer Due Diligence, Credit Appraisal, Sanction and Disbursement

The credit appraisal is done by the credit manager using the matrices which have been approved by higher committees. They conduct a de-dupe check and ensure similar case is not there in the system. They credentials are passed through CIBIL to obtain the rating as per industry standards. If the rating is acceptable the official field verification and reference certification of the potential customer happens. The repayment capacity of the client is assessed through cash flow analysis and to ensure that the customer is not overburdened, a debt burden ratio is also calculated. Once the figures are acceptable the credit team sanctions the case and the same is pushed for disbursement. The disbursement happens in the central office which is controlled and coordinated by the operations team.

(d) Loan Repayment Process

The NACH mandate is collected from the customer as per standard norms. If the business team is unable to collect the NACH in time, They may be allowed to use the PDC cheque or cash collection only for the first instalment. This time frame shall be utilised by the team for enabling the collection through NACH.

(e) Loan Utilization Check

The end use monitoring of the fund is done by the business team before the first collection date

Collaboration with credit bureaus

We work with credit bureaus like Transunion CIBIL, Equifax, CRIF Highmark, Experian. The credit bureaus help identify overlapping microfinance borrowers, their overall loan exposure and incidents of high default. Every loan given by us undergoes a credit check with the credit bureaus and this verification process has been completely integrated into the loan delivery processes and is instrumental in minimizing instances of borrower over-indebtedness. The entire process is automated and centralized which enables high level of controls in this process.

Risk Management

We have a multi-layered risk management process for identifying, managing, and mitigating risks arising across risk taking activities in the organisation to ensure sustainable profitability. The cornerstones of our business model are customer service, outreach and financial inclusion, innovation, technology, proactive risk management and sustainable growth. For example, we do not engage in activities, trade instruments or otherwise enter into risks that do not have a clear relationship to the mission of the institution. The management of risks is the responsibility of all senior management and of all staff in all business lines. Each line of business is responsible for managing its own risks.

Risk Management Committee (RMC) assists the Board with oversight of strategies, policies and procedures related to the management of all risk types. Risk Management function is headed by the Chief Risk Officer ("**CRO**") who is primarily responsible for overseeing the development and implementation of our risk management function. The CRO is also responsible for supporting the RMC in the development and implementation of our annual risk plan. The CRO, together with management forms an executive committee which is actively engaged in the process of setting risk measures and limits for the various business lines and monitoring their performance relative to risk-taking and limit adherence. Internal Audit team directly reports to the Audit Committee and has free and unrestricted access to the Board. Risk management committee oversees on implementation of annual risk management plan. Risks are reported to RMC monitored by CRO and management team and quarterly updates are provided. There is free and unrestricted access for internal audit team to the Board. Risk management framework is overseen by board committees (annual risk management plan, periodic updates presented, etc.)

To ensure that all our departments deliver the expected level of support that is instrumental for the execution of risk management activities at an organizational level, a Management Level Risk Committee is formed. Management Level Risk Committee (MLRC) comprises of Managing Director, Chief Executive Officer, Chief Audit Officer, Chief Financial Officer, Chief Technology Officer, and Chief Risk Officer. The Management Level Risk Committee meetings are held at least once a month or more frequently if the need arises. The Management Level Risk Committee monitors management of our major risks in general. The Management Level Risk Committee takes an integrated view of the risks we face and issues specific directives to the respective departments, business lines, regions and branches for necessary action in order to mitigate such risks.

Following are the basic building blocks of risk management structure:-

Credit Risk Management

As a micro finance company (MFI), IIFL Samasta Finance Limited is prone to significant credit risk. Credit risk is the largest source of risk and hence a specific focus on identification, measurement, monitoring and mitigation of credit risk is important. The Company has established underwriting norms that ensure that customer selection is done after evaluating repayment capacity and track record. It views the performance of different products/geographies/segment and the risk perceived in the segment, the company defines exposure ceiling for aggregate commitments to specific geographies and categories of borrowers etc. Further, periodic checks and regular monitoring helps us in timely identification of customers or groups with early signs of default risk and/or increasing risk, enabling timely remedial measures. To minimize risk of identity related fraud, the Company performs know-your-customer authentications in collaboration with Karza Technologies, a digital on-boarding and risk mitigating application programming interface. The risk management guidelines issued by RBI continue to act as a guiding factor while formulating and implementing the risk system in the company.

Operational Risk Management

Apart from credit risks which can be clearly defined, the organization also faces risks which can emanate from a range of sources including processes, people, systems, external events and can lead to substantial drag on earnings or threaten solvency in rare cases. This section sets out the broad policy framework for identification, measurement, monitoring and mitigation of operational risks. The Company *inter alia* follows methods to identify and assess operational risk; such as risk and control self-assessment, key risk indicators, loss event management.

Market and Liquidity Risk Management

The Company has adopted conservative policies aimed at ensuring there is no asset liability mismatch, liquidity risk or interest risk. We engage in external borrowings in a manner that is compliant with our board-approved borrowing policies. Our borrowing committee works under the supervision of our Board to ensure that our cost of borrowings, interest rates for our borrowings and draw-downs on our loan facilities are well managed. Our risk management team, led by our chief risk officer, closely monitors the trends and movements of cash in hand at the branch level, in order to timely flag any abnormality in cash holdings to minimize risk of theft, robbery and fraud.

The following table reflects our key portfolio quality indicators for six months period ended September 30, 2023 and for the last three Fiscals:

	For six months ended September 30, 2023	**Fiscal**		
		2023	**2022**	**2021**
Gross Stage 3 (%)	2.11%	2.12%	3.07%	1.82%

	For six months ended September 30, 2023	Fiscal		
		2023	2022	2021
PAR 0 + (₹ in crore)	307.83	457.19	722.05	443.67
PAR 30 + (₹ in crore)	252.01	404.81	542.39	231.72
PAR 90 + (₹ in crore)	174.91	169.35	177.45	74.78

Note: Figures disclosed in the above table are not measures of financial position, operating performance or liquidity defined by generally accepted accounting principles and may not be comparable to similarly titled measures presented by other companies.

	For six months ended September 30, 2023	Fiscal		
		2023	2022	2021
Repayment Rate	95.93%	95.88%	90.30%	88.29%

Operational Business Support Team

The business support team ("**BST**") is a function established within our field operations and staff members report to Business Heads to enhance proactive monitoring of our operations.

Head Office – Infrastructure, Control and Support

To manage our branch and geographic expansion, we have strengthened the infrastructure, support and control functions at our head office. Our head office has adequate infrastructure and manpower to support our branches and field operations. The support functions such as Finance, Treasury, Accounts, Strategy and Planning, IT, Risk, HR, Audit, Grievance and Centralized Operations have been adequately staffed with the necessary personnel who are professionally competent to manage our growth.

Regional Processing Centers

Every new customer data entry takes place at centralized locations known as Regional Processing Centres. Regional Processing Centers help to improve controls in the following manner:

- check data entry of newly enrolled customers;
- improve and maintain integrity in data quality;
- independent data entry of new customers; and
- ensure complete and proper documentation.

As of September 30, 2023, 21 Regional Processing Centers 5 Zonal Offices located across the country.

Human Resources

As of September 30, 2023, we had 14,286 employees (including trainees). We primarily recruit loan officers at entry levels. Fresh candidates from rural backgrounds are employed and adequately trained. After gaining sufficient experience, loan officers are promoted internally to take up bigger and more important roles. We abide by our values of being committed, reliable, empathetic, accountable, transparent and efficient. We try our best to ensure that our values are genuinely and consistently promulgated in our Company. We have also implemented an ESOP scheme for our employees, along with a range of incentives and employee engagement programs such as gratuity, birthday and wedding gifts, staff loans and insurance.

The following table sets a break-up of our employees by function as of the dates indicated:

Particulars	As of September 30, 2023
Field Officers	8750

Particulars	As of September 30, 2023
Credit Officers	1901
Field Monitoring	1870
Field Supervisors	567
Credit Supervisors	218
HR & L&D	232
Finance	33
Operations	134
Internal Audit	205
IT & Infosec	72
Head Office	304
Grand Total	**14,286**

Customer Grievance Redressal Mechanism

Our customer grievance redressal mechanism was established to address issues which arise out of situations when our customers are either unhappy with the service provided to them or unsatisfied because we fail to meet their expectations, including grievances on overdue balances. The methodology adopted by this department enables customers to reach out to us in an easy and simplistic manner.

Our grievance redressal process addresses the grievances of all our customers and the general public. We have set up a Grievance Redressal Cell ("**GRC**") to attend to all enquiries and requests of our customers. Staff members of all levels at the GRC and our head office are duty bound to address all concerns of our customers.

Competition

We face significant competition from unorganized, small participants in the market across all our business segments in addition to other small finance banks, scheduled commercial banks, NBFC-MFIs and NBFCs as well as local moneylenders.

In addition, many of our potential customers in the lower income segments do not have access to any form of organized institutional lending, and rely on loans from informal sources, especially money lenders, landlords, local shopkeepers, and traders at much higher interest rates. Therefore, we also face significant competition from these unorganized and unregulated market participants who are prevalent in the semi-urban and rural areas, which are our key areas of focus and whose target customer segment is the same as ours.

Credit Ratings

Our current credit ratings are set forth below:

Rating Agency	Instrument	Rated Limit	Ratings
CRISIL Ratings Limited	Non Convertible Debentures	2,000	CRISIL AA-/Positive (Outlook revised from 'Stable'; Rating Reaffirmed)
	Non Convertible Debentures	500	CRISIL AA-/Positive (Outlook revised from 'Stable'; Rating Reaffirmed)
	Non Convertible Debentures	550	CRISIL AA-/Positive (Outlook revised from 'Stable'; Rating Reaffirmed)
	Long Term Principal Protected Market Linked Debentures	100	CRISIL PPMLD AA-/Positive (Outlook revised from 'Stable'; Rating Reaffirmed)
	Long Term Principal Protected Market Linked Debentures	20	CRISIL PPMLD AA-/Positive (Outlook revised from 'Stable'; Rating Reaffirmed)
	Long Term Principal Protected Market Linked Debentures	200	CRISIL PPMLD AA-/Positive (Outlook revised from 'Stable'; Rating Reaffirmed)
	Principal Protected Market Linked Non-Convertible Subordinated Debentures	100	CRISIL PPMLD AA-/Positive (Outlook revised from 'Stable'; Rating Reaffirmed)
	Commercial Paper	500	CRISIL A1+ (Reaffirmed)

Acuite Rating & Research	Non-Convertible Debenture	3,000	ACUITE AA | Stable
	Commercial Paper	50	ACUITE A1+

Properties

As of September 30, 2023, all the properties used for our operations, including 1,485 branches, 21 regional processing centers, regional offices, and our head office, have been taken on a lease/ leave and license basis.

As on the date of this Shelf Prospectus, our Company does not own any immovable property.

Intellectual Property

Our Company vide a circular resolution passed by the board of directors of IIFL Securities Limited dated June 19, 2021 for use of the registered trade mark of the word 'IIFL'. Pursuant to which, IIFL Securities Limited has granted our Company with a non-exclusive right and license to use the trademark, service mark and logos pertaining to "IIFL". The term for which the license is granted is in perpetuity, subject to the terms and conditions contained in the trademark license agreement. For details please see "*History and Main Objects*" on page 119.

Our Company has made an application for registration of our logo in 2022, by way of application number 5614803.

Information Technology

Our IT support systems aid us in performing several processes involved in the life cycle of a loan transaction. We have made significant investments in our IT infrastructure to be able to control our operating costs and provide quality service to our customers as an NBFC-MFI. For our operations, we have focused on implementing a centralized and consolidated information system to enable a smooth and swift flow of information and data across the system. Our systems have assisted us with data entry automation of loan origination system, credit underwriting process, underwriting rule engine, deviation triggers to minimize human errors, branch accounting system and maintaining customer history. We will continue to embrace state of the art technology solutions to support our growth and enable more efficient operations to benefit our customers, as well as to optimize our operating efficiency.

Insurance

We maintain insurance policies that we believe are customary for companies operating in our industry. Our principal types of coverage include insurance for burglary, group personal accident insurance, group life insurance, group mediclaim, fidelity policy, and directors' and officers' liability insurance. In addition, we have a money insurance policies pertaining to money in transit, money in premises and insurance policies for office professional establishment covering these risks: fire, allied perils, burglary, fidelity guarantee. Our insurance policies may not be sufficient to cover our economic loss. For details, see "*Risk Factors – Our insurance coverage may not be adequate to protect us against all potential losses, which may have a material adverse effect on our business, financial condition and results of operation*" on page 34.

Certifications and Awards.

We have always maintained a focus on integrating social values in the design and delivery at all stages of products and services. The following table shows the numerous awards and certifications in recognition of our socially- focused approach in conducting our business:

Award / Certification	Organization which gave the award / certification	Year awarded	Details of the award / certification
Smart Campaign client protection Certification	Smart Campaign	2020	Taken adequate care to implement client protection principles
ISO Certified	TUV SUD South Asia Private Limited	2020	Implementation of information security Management System
Best Workplace among NBFC	Great Place to work Institute	2022	Top 30 in BFSI
Best Workplace in BFSI	Great Place to work Institute	2022	Top 30 in BFSI
Great Place to Work	Great Place to work Institute	2022	Top 100 across industries
TOP 50 India's Best Workplaces™	Great Place to work Institute	2023	TOP 50 India's Best Workplaces™

Award / Certification	Organization which gave the award / certification	Year awarded	Details of the award / certification
Building a Culture of Innovation by All 2023			Building a Culture of Innovation by All 2023

Corporate Social Responsibility

We have adopted a Corporate Social Responsibility ("**CSR**") policy in compliance with the requirements of the Companies Act, 2013 and the Companies (Corporate Social Responsibility) Rules, 2014. As per the requirement, 2% of the average net profits of the preceding three years is spent towards CSR activities. The Company is implementing its CSR activities through various implementing agencies which have registered public trust or a registered society, registered under section 12A and 80G of the Income Tax Act, 1961. Some of the projects that are implemented as part of our CSR including livestock development program, financial literacy program, flood relief activities, women entrepreneurship program, tree plantation, scholarship for girl students, mobile eye screening camps, youth skills development, project renewable energy etc. We have spent ₹ 2.29 crore on CSR activities during Fiscal 2023.

HISTORY AND MAIN OBJECTS

Corporate Profile

Our Company was originally incorporated on August 9, 1995 as a public limited company under the provisions of the Companies Act, 1956 as 'Colanac Finance Limited' with registered office in Tamil Nadu vide the certification of incorporation granted by Additional Registrar of Companies, Tamil Nadu. The Company changed its name from 'Colanac Finance Limited' to 'Samasta Microfinance Limited' w.e.f. July 25, 2008 and obtained a fresh certificate of incorporation by Registrar of Companies, Tamil Nadu, Chennai, Andaman and Nicobar Islands on July 25, 2008 consequent to change in name. Subsequently, the registered office of the Company was changed from Tamil Nadu to Karnataka and a fresh certificate of incorporation was issued by Registrar of Companies Bengaluru w.e.f. March 31,2011. Further the Company changed its name from 'Samasta Microfinance Limited' to 'IIFL Samasta Finance Limited' w.e.f. September 01, 2021 and a fresh certificate of incorporation was granted by Registrar of Companies Bengaluru on September 01,2021, consequent to such change in name. The Company obtained a certificate of registration dated May 17, 2011 bearing registration no. B-02.00250 issued by RBI to carry on the activities of a NBFC under section 45 IA of the RBI Act, 1934. Further, pursuant to change of name of our Company to its current name, a revised certificate of registration dated September 20, 2021 bearing registration no. B-02.00250 was issued by RBI.

For details of the business of our Company, see "*Our Business*" beginning on page 99.

Registered Office and changes in Registered Office of our Company

Other than disclosed below, there have been no changes in registered office of the Company.

Date of change of Registered Office	Details of changes in the address of registered office
March 31, 2011	From A2 Sindhu Towers, 95/160, Luz Church Road, Alwarpet, Chennai – 600 018 Tamil Nadu to 418, 1/2A, 4th Cross, 6th Main, Wilson Garden, Bengaluru – 560 027
May 27,2019	From om 418, 1/2A, 4th Cross, 6th Main, Wilson Garden, Bengaluru – 560 027, Karnataka, India to 110/3, Lalbagh Main Road, Krishnappa Layout, Bengaluru – 560 027

Change in the name of the Company

Our company name has been changed from 'Colanac Finance Limited' to 'Samasta Microfinance Limited' Limited with effect from July 25, 2008 and further changed from 'Samasta Microfinance Limited' to 'IIFL Samasta Finance Limited' with effect from September 1, 2021.

Main objects of our Company

The main objects of our Company as contained in our Memorandum of Association are:

1. To reduce poverty in India, by carrying on the business of providing financial services, particularly through microfinance (mainly Non-Banking Financial Services as permitted by the Reserve Bank Of India) to a large number of poor men and women directly or indirectly in their habitats arid thus to help them and their families out of poverty and improve their standard of living.

2. To carry on the business of financing development activities through long term loans and other means of financing such as leasing hire purchase, housing finance, asset management, project finance, venture capital, mutual funds, insurance including life insurance and general insurance, commodity features and derivatives social venture and investment hinds directly or as intermediary for other companies or organizations upon such terms and conditions as the company may think fit for the purpose of:

    i. agricultural development (which term includes, inter alia, land acquisition and development, irrigation, watershed development, crop cultivation, plantation, horticulture, forestry, animal husbandry and allied activities, such as dairy, poultry, fishery, aqua culture and floriculture).

    ii. Industrial development (which term includes, inter alia, agro- Processing, mining and quarrying utilities, including water, power and Renewable sources of energy, manufacturing including handicrafts), construction, trade and distribution transport and services of all kinds.

iii. Market linkage development (which term Includes inter alia, provision for and marketing of output of and industrial development activities including facilities for storage, trading and transport for such inputs and outputs).

iv. Habitat development (which term includes inter alia purchase, gradation, extension and modification of buildings and infrastructure for residential, agricultural. commercial or industrial purposes) but targeted towards the poor in generation and enhancement of livelihoods in India.

3. To provide collateral free credit to individuals. poor Women through Self-help groups and small and micro enterprises, deliver credit, thrift, savings and other financial services, distribution of micro insurance, fund transfer facilities and allied services related to them at their group meetings or individually in the Cities, towns, villages of India with a view to provide them sustainable livelihood of their and their family living conditions based on their needs, skills and traditional livelihood occupations and carry on the business of Micro Finance.

4. To provide training and support services including introduction of new technologies, methods to the prospective customers and tools for working in the development of small micro enterprises in achieving the above and to undertake research and consultancy in the fields of livelihood promotion and rural sector development and to establish, provide, maintain and conduct or otherwise subsidise research, experimental workshops promote scientific education among rural sector by providing, subsidizing and assisting laboratories workshops, libraries, lectures, meetings and conferences as may considered likely to assist any business of the company.

5. To carry on all kinds of non-banking financial business, such as the financing of industrial enterprises whether as loan company, hire purchase, equipment, leasing company, housing finance company, investment Company or otherwise.

6. To undertake and carry on the business of financing activities for the purpose of Vehicles, automobiles, consumer durables and to finance operations of all kinds and purchasing or otherwise acquiring, selling, hiring or on installment credit or deferred payment basis of all kinds of movable and immovable properties including all types of Industrial machinery, agriculture equipments, Furniture & Fixtures, Household equipments and to provide all kinds of services and assist to the lower sections of the society by entering into any arrangement, as may be permissible under the applicable laws and/or establishing agency relationship with existing financial and other services providers like bank, insurance companies, core banking technology providers, connectivity solution provider and other service provider through Business Correspondents or otherwise and to issue, implement, undertake, offer, distribute, or otherwise promote and operate the payment systems so as to deliver full suite of customized products at the rural or remote location at the best possible levels of service delivery.

Key Events, Milestones and Achievements:

Year	Particulars
2020	Client Protection Certification issued by Smart Campaign
2020	ISO/IEC 27001:2013 certification for implementation of Information Security Management System provided by TÜV SÜD South Asia Private Limited
2021	Corporate Agent Registration from IRDAI.

For details on Certifications and Awards, please see "*Our Business*" on page 99.

Details of any acquisition or amalgamation in the last one year

Nil

Details of any reorganization or Reconstruction undertaken by our Company in the last one year

Nil

Material Agreements and Material Contracts

Our Company has not entered into material agreements and material contracts which are not in the ordinary course of business.

Subsidiary Companies

As on the date of this Shelf Prospectus, our Company has no subsidiaries.

Associates

As on the date of this Shelf Prospectus, our Company has no associates.

Joint Ventures

As on the date of this Shelf Prospectus, our Company has no joint ventures.

Enterprises over which control is exercised by the Company

As on date this Shelf Prospectus, our Company does not exercise control over any other enterprise.

OUR MANAGEMENT

Board of Directors

The general superintendence, direction and management of our affairs and business are vested in our Board of Directors which exercises its power subject to the Memorandum and Articles of Association of our Company and the requirements of the applicable laws.

The composition of the Board is in conformity with Section 149 of the Companies Act, 2013 and the SEBI Listing Regulations. It is governed by the Articles of Association of our Company and the relevant directions issued by the RBI.

As of the date of this Shelf Prospectus, we have six Directors on the Board, out of which one Director is Managing Director, one Director is Whole Time Director and four Directors are Independent Directors, including one woman director on the Board.

Details of Board of Directors as on the date of this Shelf Prospectus:

Name, designation, and DIN	Age (in years)	Address	Date of Appointment/ Re-appointment	Other directorships
Narayanaswamy Venkatesh **Designation**: Managing Director **DIN**: 01018821	48	No.472, 19th Main, 35th Cross, 4th T Block, Jayanagar Bengaluru – 560 041	Date of appointment- February 1, 2004	NA
Shivaprakash Deviah **Designation**: Whole Time Director **DIN**: 02216802	48	No.13, West Village, Kodipalya Main Road, Compound in front of Maruti Mandir Road, Kengeri, Bengaluru South, Bengaluru – 560 060	Date of appointment- July 30, 2008	NA
Vikraman Ampalakkat **Designation**: Independent Director **DIN**: 01978341	76	G-3 Block 2, VB Royal Apartments Elamakkara Raghavan Menon Road, Edappally, Kerala – 682 024	Date of appointment- June 26, 2009 Date of reappointment- April 1, 2019	**Indian** 1. Muthoot Fincorp Limited 2. ESAF Financial Holdings Private Limited 3. Saggraha Management Services Private Limited
Ramanathan Annamalai **Designation**: Independent Director **DIN**: 02645247	74	Plot No. 28, 18th Street, Tansi Nagar, Velachery, Chennai – 600 042	Date of appointment- April 23, 2009 Date of reappointment- April 1, 2019	**Indian** 1. RGVN (Northeast) Microfinance Limited 2. Svasti Microfinance Private Limited 3. Asirvad Micro Finance Limited 4. Mangal Credit And Fincorp Limited 5. Kaledinofin Capital Private Limited 6. Magalir Micro Capital Private Limited 7. South India Finvest Private Limited
Badrinarayanan Seshadri **Designation**: Independent Director **DIN**: 00507371	53	F3. Warren Manere, Old No 22, New No 66, Warren Road, Mylapore, Chennai, Tamil nadu- 600 004	Date of appointment- July 30, 2008 Date of reappointment- April 1, 2019	**Indian** 1. New Horizon Media Private Limited 2. Aargee Staffing Services Private Limited

Name, designation, and DIN	Age (in years)	Address	Date of Appointment/ Re-appointment	Other directorships
				3. Hethi Business Services Private Limited 4. Backyard Search Software Private Limited
Malini B. Eden **Designation**: Independent Director **DIN**: 00732954	63	No. 50, 2nd Stage, 2nd Main Road, BHBCS Behind Royal Durbar BTM Layout, Bannerghatta Road, Bengaluru – 560 076	Date of appointment- April 26, 2018 Date of reappointment- April 1, 2019	NA

Brief profile of the Directors of our Company

Narayanaswamy Venkatesh

Narayanaswamy Venkatesh is the founder and Managing Director of our Company. He has over 22 years of experience in the financial services industry as an entrepreneur. Narayanaswamy Venkatesh holds a bachelor's degree in computer science and has completed the Harvard Business School-ACCION Program on Strategic Leadership in Microfinance.

Shivaprakash Deviah

Shivaprakash Deviah is a Whole-time Director of our Company. Shivaprakash Deviah co-founded our Company in 2008. He leads our Company's technology initiatives which include the setting up of comprehensive IT infrastructure for lending activities and enhancing process efficiency through automation. His purview includes enabling a data-driven culture through the analytics platform and driving the implementation of strategic initiatives across the organisation. He also oversees operations to ensure seamless execution of business strategies. Shivaprakash Deviah has over two decades of experience spanning the software and financial services industries. He holds a bachelor's degree in computer science & engineering from PSG College of Technology and a diploma in microfinance from the Indian Institute of Banking & Finance.

Vikraman Ampalakkat

Vikraman Ampalakkat is an Independent Director of our Company. Vikraman Ampalakkat retired as Chief General Manager (CGM) of Small Industries Development Bank of India for micro credit. He is also on the board of other financial corporations. He holds a bachelor's degree in science from University of Kerala.

Ramanathan Annamalai

Ramanathan Annamalai is an Independent Director of our Company. Ramanathan Annamalai was the Chief General Manager in the rural development banking service of NABARD and has extensive experience in development banking in the agriculture and rural sectors. He holds Masters in Business Administration from University of Madras and has completed a study programme in Development Banking/Training for Trainers from Institute for Development Policy and Management.

Badrinarayanan Seshadri

Badrinarayanan Seshadri is an Independent Director of our Company. Badrinarayanan Seshadri has a B.Tech in Mechanical Engineering from IIT Madras and a PhD in Mechanical Engineering from Cornell University, US.

Malini B. Eden

Malini B. Eden is an Independent Director of our Company. She presently heads Women's Education Project, She is also engaged as a consultant as part of Azim Premji Philanthropic Initiatives.

Relationship between Directors

As on the date of this Shelf Prospectus, none of our Directors are related to each other.

Remuneration of Directors

i. <u>Remuneration payable to the Directors by the Company:</u>

The terms of remuneration of the Managing Director and Whole Time Director are as below:

Narayanaswamy Venkatesh and Shivaprakash Deviah

The following table sets forth terms of remuneration of Narayanaswamy Venkatesh, Managing Director and Shivaprakash Deviah, whole time director of our Company with effect from April 01, 2021, as approved by the Shareholders vide resolution dated June 30, 2022 and subsequently revised by the Shareholders *vide* resolution dated March 24, 2023 for a period of 1 year the remuneration limits are mentioned below:

Narayanaswamy Venkatesh, Managing Director

Particulars	Terms of remuneration
Period	Annual
Remuneration	₹ 2,40,00,000 CTC p.a. effective from 1st April, 2022. (In addition to that under Long Term Incentive Plan (LTIP) 50% of the Gross Salary of the current financial year will be paid in the next three financial years with 30:30:40 percentages basis.)

Shivaprakash Deviah, Whole Time Director

Particulars	Terms of remuneration
Period	Annual
Remuneration	₹ 90,00,000 CTC p.a. effective from April 1, 2022. (in addition to that under Long Term Incentive Plan (LTIP) Plan, 80% of the gross salary will be paid in the next three financial years with 30:30:40 percentages basis.)

Details of remuneration paid to the Executive Directors during current financial year, and the Fiscals 2023, 2022 and 2021 by our Company:

(₹ in crore)

Name of Director	Current year (till October 31, 2023)		For Fiscal 2023		For Fiscal 2022		For Fiscal 2021	
	Salary	Perquisites	Salary	Perquisites	Salary	Perquisites	Salary	Perquisites
Narayanaswamy Venkatesh	1.36	Nil	2.33	Nil	1.07	Nil	0.84	Nil
Shivaprakash Deviah	0.72	Nil	1.02	Nil	0.63	Nil	0.47	Nil

Remuneration of Independent Directors

The Independent Directors are paid remuneration by way of sitting fees and commission.

Our Company pays sitting fees per meeting to the Independent Directors for attending the meetings of the Board and Committees thereof, as under:

Particulars	Board		Committees	
	Chairman	Members	Chairman	Members
Full Board Meetings				
Physical / Electronic Participation (per meeting)	₹ 44,444	₹ 44,444	₹ 33,333	₹ 33,333
Shorter Notice/Special Purpose Meetings				
Physical / Electronic Participation (per meeting)	₹. 44,444	₹ 44,444	₹ 33,333	₹ 33,333

The following table sets forth all compensation recorded by our Company to the Independent Directors during the current financial year as on October 31, 2023 and Fiscals 2023, 2022 and 2021:

(₹ in crore)

Name of Director	For October 31, 2023		For Fiscal 2023		For Fiscal 2022		For Fiscal 2021	
	Commission	Sitting Fees	Commission	Sitting Fees	Commission	Sitting Fees	Commission	Sitting Fees
Badrinarayanan Seshadri	NA	0.04	NA	0.04	NA	0.03	NA	0.01
Vikraman Ampalakkat	NA	0.03	NA	0.04	NA	0.03	NA	0.01
Ramanathan Annamalai	NA	0.03	NA	0.04	NA	0.02	NA	0.01
Malini B. Eden	NA	0.02	NA	0.02	NA	0.01	NA	0.01

Remuneration payable to the Directors by the Subsidiary or Associate Company:

Our Company does not have any subsidiary or associate company.

Other understandings and confirmations

No Director of our Company is a director or is otherwise associated in any manner with, any company that appears in the list of the vanishing companies as maintained by the Ministry of Corporate Affairs, wilful defaulter list as categorized by the RBI or Export Credit Guarantee Corporation of India Limited or any other regulatory or governmental authority and/or bank or financial institutions.

None of our Directors is, or was, a director or person in control of any company which has been or was compulsorily delisted from any recognised Stock Exchanges within a period of ten years preceding the date of this Shelf Prospectus, in accordance with Chapter V of the SEBI (Delisting of Equity Shares) Regulations, 2021.

None of our Directors are in default of payment of interest or repayment of principal amount in respect of debt securities issued to the public, for a period of more than six-months.

We also confirm that none of our Directors is restrained or prohibited or debarred from accessing the securities market or dealing in securities by SEBI. Further, none of our Directors is a promoters or director of another company which is debarred from accessing the securities market or dealing in securities by SEBI.

None of our Directors have committed any violation of securities laws in the past and no proceedings in such regard by SEBI or RBI are pending against any of our Directors.

No Director of our Company is a fugitive economic offender, as defined in the SEBI NCS Regulations.

We confirm that the PAN of the Directors of the Company has been submitted to the Stock Exchanges at the time of filing the Draft Shelf Prospectus.

Borrowing Powers of the Board:

Pursuant to a special resolution passed by the shareholders of our Company on August 30, 2023] in accordance with provisions of 180(1)(c) of the Companies Act, 2013 and other applicable provisions and rules made thereunder, the Board has been authorised to borrow, from time to time such sums of money as they may deem necessary for the purpose of the business of our Company, which together with the monies already borrowed by our Company (apart from temporary loans obtained from our Company's bankers in the ordinary course of business), may exceed at any time, the aggregate of the paid-up capital of our Company and its free reserves (that is to say, reserves, not set apart for any specific purposes) and securities premium account of the Company, provided that the total amount upto which monies may be borrowed by the Board of Directors shall not exceed ₹ 15,000 crore at any time.

The aggregate value of the NCDs offered under this Shelf Prospectus, together with the existing borrowings of the Company, is within the approved borrowing limits as abovementioned.

Interest of the Directors:

As on the date of the Draft Shelf Prospectus, except Narayanaswamy Venkatesh and Shivaprakash Deviah, none of our Directors are interested in the promotion of the Company.

All the Directors of our Company, including our Independent Directors, may be deemed to be interested to the extent of fees, if any, payable to them for attending meetings of the Board or a Committee thereof as well as to the extent of other remuneration and reimbursement of expenses payable to them. All the Independent Directors of our Company are entitled to sitting fees for attending every meeting of the Board or Committee thereof, and a commission as may be paid with the approval of the shareholders of the Company. The Managing Director and Whole Time Director are interested to the extent of remuneration paid for services rendered / ESOP granted, if any, as an officer or employee of our Company.

All the directors of our Company, including Independent Directors, may also be deemed to be interested to the extent of Equity Shares, if any, held by them or by companies, firms and trusts in which they are interested as directors, partners, members or trustees and also to the extent of any dividend payable to them and other distributions in respect of the said Equity Shares.

The Directors may be deemed to be interested in the contracts, agreements/arrangements entered into or to be entered into by our Company with any company in which they hold directorships or any partnership firm in which they are partners as declared in their respective declarations. Except as otherwise stated in this Shelf Prospectus, statutory registers maintained by our Company in this regard our Company has not entered into any contract, agreements or arrangements during the preceding two years from the date of this Shelf Prospectus in which the directors are interested directly or indirectly and no payments have been made to them in respect of these contracts, agreements or arrangements which are proposed to be made with them. None of our Company's Directors have taken any loan from our Company.

As of the date of this Shelf Prospectus, except as disclosed in the Section "*Related Party Transactions*" on page 138 none of our Directors may be deemed to be interested to the extent of consideration received/paid or any loans or advances provided to anybody-corporate, including companies, firms, and trusts, in which they are interested as directors, members, partners or trustees.

None of our Directors are interested in their capacity as a member of any firm or company and no sums have been paid or are proposed to be paid to any Director or to such firm of company in which he is interested, by any person, in cash or shares or otherwise, either to induce them to become, or to help them qualify as a director, or otherwise for services rendered by him or by such firm or company, in connection with the promotion or formation of our Company.

No contribution has been made by the directors as part of the Issue or separately in furtherance of the Objects of the Issue.

None of our Directors' relatives have been appointed to an office or place of profit of our Company. As on the date of this Shelf Prospectus, our Company does not have any subsidiary or associate company.

Except as disclosed hereinabove and under the section titled *"Risk Factors"* on page 18, the Directors do not have an interest in any venture that is involved in any activities similar to those conducted by our Company.

Except as stated in the sections titled "*Related Party Transactions*" on page 138 and to the extent of compensation and commission if any, and their shareholding in our Company, our Directors do not have any other interest in our business.

Our Directors have no interest in any immovable property acquired or proposed to be acquired by our Company in the preceding two years of filing this Shelf Prospectus with BSE and NSE nor do they have any interest in any transaction regarding the acquisition of land, construction of buildings and supply of machinery, etc. with respect to our Company.

No benefit/interest will accrue to our Promoters/Directors out of the objects of the Issue.

Debenture / Subordinated Debt holding of Directors:

None of the Directors of our Company hold any debentures / subordinated debt issued by our Company.

Details of change in Directors of our Company during the current financial year and last three financial years preceding the date of this Shelf Prospectus:

Name of Director, Designation and DIN	DIN	Designation	Date of Appointment	Date of cessation, if applicable	Date of resignation, if applicable	Remarks
Monu Ratra	07406284	Non-Executive Director	June 24, 2020	-	September 7, 2022	Resignation
Sumit Bali	02896088	Non-Executive Director	September 18, 2019	-	June 23, 2020	Resignation

Shareholding of Directors as on November 21, 2023:

As on November 21, 2023, the shareholding of our Directors in our Company is as follows:

Sr. No.	Name of the Director, Designation and DIN	No. of Equity Shares of ₹ 10 each	Number of Stock Options Outstanding	% of total Equity Shares of our Company (on a fully diluted basis)
1.	Narayanaswamy Venkatesh	23,88,777	NIL	0.36
2.	Shivaprakash Deviah	3,45,000	NIL	0.05

***Shareholding of Directors in Subsidiary or associate company, including details of qualification shares held by Directors as on the date of this Shelf Prospectus*:**

As on the date of this Shelf Prospectus, our Company does not have any subsidiary company or associate company.

Key Managerial Personnel of our Company:

Provided below are the details of the Key Managerial Personnel of our Company, other than our Managing Director and Whole Time Director of our Company, as of the date of this Shelf Prospectus.

Manoranjan Biswal, Company Secretary & Compliance Officer

Manoranjan Biswal is the Company Secretary and Compliance Officer of our Company. He is a qualified member of the Institute of Company Secretaries of India (ICSI), and graduate in law and commerce. He has more than 8 years of experience in secretarial compliances. Prior to joining our Company, he was associated with Capitalfloat Financial Services Private Limited. Manoranjan Biswal joined our Company in June 2021.

Anantha Kumar Thangavel, Chief Financial Officer

Anantha Kumar Thangavel is the Chief Financial Officer of our Company. Before joining our Company, he was engaged as a consultant at GBA Consulting Private Limited. Anantha Kumar Thangavel is a qualified chartered accountant and company secretary.

Relationship with other Key Managerial Personnel

None of our Key Managerial Personnel are related to each other.

Interests of Key Managerial Personnel

Except to the extent of remuneration or benefits to which they are entitled to as per their terms of appointment reimbursement of expenses incurred by them during the ordinary course of business, any dividend payable to them and other distributions in respect of Equity Shares and equity shares held by them along with vested ESOP options, the Key Managerial Personnel of the Company do not have any interest in the Company.

As on the date of this Shelf Prospectus, all of the Key Managerial Personnel of our Company are the permanent employees of our Company.

Compensation to Key Managerial Personnel

(₹ in crore)

Name of KMP	As on October 31, 2023	For Fiscal 2023	For Fiscal 2022	For Fiscal 2021
Manoranjan Biswal	0.13	0.16	0.10	-
Anantha Kumar Thangavel	0.43	0.55	0.34	0.26

Equity Shares held by Key Managerial Personnel

Except as mentioned below, none of the Key Managerial Personnel hold shares in our Company.

Name of KMP	Numbers of Shares held	Employee Stock Options Outstanding	Percentage of Shareholding in %
Manoranjan Biswal	NIL	36,959	0.00
Anantha Kumar Thangavel	NIL	2,42,637	0.00

No benefit/interest will accrue to our Key Managerial Personnel out of the objects of the Issue.

Senior Management Personnel of our Company

In addition to Key Managerial Personnels of our Company, the details of the Senior Management Personnel, as on the date of this Shelf Prospectus, are set out below:

Our Company's Senior Management Personnel are:

1. Manoj Pasangha (Chief Business Officer)
2. Gaurav Kumar (Chief Operating Officer)
3. Manish Agarwal (Chief Risk Officer)
4. Gunasekaran L (Chief Information and Security Officer)
5. Ashok Kumar Gopalasamy (Head Business HR)
6. Ravi Shah (Head Corporate HR)

Interest of Senior Management Personnel

Except as stated below, none of our Senior Management Personnel has been paid any consideration of any nature from our Company:

- Remuneration or benefits to which they are entitled to as per their terms of appointment and reimbursement of expenses incurred by them during the ordinary course of business.

Except as stated below, Senior Management Personnel are not interested in the Company**:**

- To the extent of the shareholding in the Company, if any held by them or their relatives or held by the companies, firms and trusts in which they are interested as director, member, partner, and/or trustee, and to the extent of benefits arising out of such shareholding including dividend, if any and/ or the stock options granted to some of our senior managerial personnel.

- To the extent of debentures of our Company held by them or to be subscribed by them in this Issue and to the extent of any interest/redemption proceeds paid/payable to him and other distributions in respect of the said debentures.

Except for the letter of appointment issued to our Senior Management Personnel as an employee of the Company**,** our Company has not entered into any contracts or arrangement with the Senior Management Personnel relating to appointment and remuneration or providing for benefits upon termination of employment.
No benefit/interest will accrue to our Senior Management Personnel out of the objects of the Issue.

Relationship with other Senior Management Personnel

None of our Senior Management Personnel are related to each other.

Shareholding of our Company's Senior Management Personnel

As on the date of this Shelf Prospectus, none of the SMPs hold shares in our Company.

Our Directors, Key Managerial Personnel or Senior Management have no financial or other material interest in the Issue.

Corporate Governance

We are in compliance with the requirements in relation to the composition of the Board of Directors and constitution of Committees such as Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee, Stakeholders' Relationship Committee and Risk Management Committee as mandated under the Companies Act, 2013 and the SEBI Listing Regulations.

Details of various Committees of the Board:

Audit Committee:

The Audit Committee was last reconstituted vide a resolution passed by the Board through circulation on October 21, 2022. As on the date of this Shelf Prospectus, it comprises of:

Name	Designation on Committee	Designation
Vikraman Ampalakkat	Member	Independent Director
Badrinarayanan Seshadri	Member	Independent Director
Shivaprakash Deviah	Member	Whole Time Director

The Audit Committee oversees the financial reporting process and reviews, with the Management, the financial statements to ensure that the same are correct and credible. The Audit Committee has the ultimate authority and responsibility to select and evaluate the Independent Auditors in accordance with the law. The Audit Committee also reviews performance of the statutory auditors, the Internal Auditors, adequacy of the internal control system and Whistle-blower mechanism.

The broad terms of reference of the Audit Committee are:

A. The role of the audit committee shall include the following:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
    a. matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
    b. changes, if any, in accounting policies and practices and reasons for the same;
    c. major accounting entries involving estimates based on the exercise of judgment by management;
    d. significant adjustments made in the financial statements arising out of audit findings;
    e. compliance with listing and other legal requirements relating to financial statements;
    f. disclosure of any related party transactions;
    g. modified opinion(s) in the draft audit report;
5. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
7. Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the listed entity with related parties;
9. Scrutiny of inter-corporate loans and investments;

10. Valuation of undertakings or assets of the listed entity, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. Discussion with internal auditors of any significant findings and follow up there on;
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
18. To review the functioning of the whistle blower mechanism;
19. Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
20. Carrying out any other function as is mentioned in the terms of reference of the audit committee.
21. Reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.
22. Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., of the company and its shareholders.

B. Reviewing the following information:

1. Management discussion and analysis of financial condition and results of operations;
2. Statement of significant related party transactions (as defined by the audit committee), submitted by management;
3. Management letters / letters of internal control weaknesses issued by the statutory auditors;
4. Internal audit reports relating to internal control weaknesses; and
5. The appointment, removal and terms of remuneration of the internal auditor shall be subject to review by the audit committee.

Asset Liability Management Committee:

The Asset Liability Management Committee was last reconstituted *vide* a resolution passed by the Board on October 21, 2022. As on the date of this Shelf Prospectus, it comprises of:

Name	Designation on Committee	Designation
Narayanaswamy Venkatesh	Member	Managing Director
Manoj Pasangha	Member	Chief Business Officer
Anantha Kumar Thangavel	Member	Chief Financial Officer
Gaurav Kumar	Member	Chief Operating Officer
Mohan Kumar	Member	Head- Treasury
Manish Agarwal	Member	Chief Risk Officer

The functions of the ALM Committee include addressing concerns regarding asset liability mismatches, interest rate risk exposure, and achieving optimal return on capital employed while maintaining acceptable levels of risk including and relating to liquidity, market and operational aspects and adhering to the relevant policies and regulations.

The role of the ALM Committee would be to analyze, monitor, review and discuss the risk profile of the company. Terms of reference of ALM Committee includes the following:

1. Liquidity risk management
2. Management of market risks
3. Funding and capital planning
4. Interest Rates and Capital Adequacy scenario
5. Forecasting and analyzing 'What if scenario' and preparation of contingency plans Asset Liability Mismatch
6. Profit planning and growth projection

7. Inter corporate deposits/loans between group companies and their transfer pricing mechanism

Nomination and Remuneration Committee:

The Nomination and Remuneration Committee was last reconstituted vide a resolution passed by the Board through circulation on 21 October 2022. As on the date of this Shelf Prospectus, it comprises of:

Name	Designation on Committee	Designation
Badrinarayanan Seshadri	Member	Independent Director
Vikraman Ampalakkat	Member	Independent Director
Ramanathan Annamalai	Member	Independent Director

The broad terms of reference of the Nomination and Remuneration Committee are:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;

1A. For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an Independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
   a. use the services of an external agencies, if required;
   b. consider candidates from a wide range of backgrounds, having due regard to diversity; and
   c. consider the time commitments of the candidates.

2. Formulation of criteria for evaluation of performance of independent directors and the board of directors;
3. Devising a policy on diversity of board of directors;
4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.
5. Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
6. Recommend to the board, all remuneration, in whatever form, payable to senior management.

Stakeholder's Relationship Committee:

The Stakeholders' Relationship Committee was last reconstituted *vide* a resolution passed by the Board on April 21, 2023. As on the date of this Shelf Prospectus, it comprises of:

Name	Designation on Committee	Designation
Narayanaswamy Venkatesh	Member	Managing Director
Vikraman Ampalakkat	Member	Independent Director
Ramanathan Annamalai	Member	Independent Director

The broad terms of reference of the Stakeholder's Relationship Committee are:

1. Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
2. Review of measures taken for effective exercise of voting rights by shareholders.
3. Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
4. Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

Risk Management Committee:

The Risk Management Committee was last reconstituted *vide* a resolution passed by the Board through circulation on October 21, 2022. As on the date of this Shelf Prospectus, it comprises of:

Name	Designation on Committee	Designation
Shivaprakash Deviah	Member	Whole Time Director
Ramanathan Annamalai	Member	Independent Director
Badrinarayanan Seshadri	Member	Independent Director

The scope of the Risk Management Committee includes the references made under the SEBI Listing Regulations, and the RBI Regulations.

The terms of reference of the Risk Management Committee are:

1. To formulate a detailed risk management policy which shall include:
   a. A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.
   b. Measures for risk mitigation including systems and processes for internal control of identified risks.
   c. Business continuity plan.
2. To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
3. To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
4. Risk Management Committee of the Board shall oversee the integration of all Enterprise wide risks.
5. Risk Management Committee of the Board (RMCB) shall monitor the risk framework and promote effective management of all risk categories, and foster the establishment and maintenance of an effective risk culture throughout the Company.
6. Ensure establishment of risk appetite for the Company.
7. To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
8. To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken.
9. The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee. The Risk Management Committee shall coordinate its activities with other committees, in instances where there is any overlap with activities of such committees, as per the framework laid down by the board of directors.

Corporate Social Responsibility Committee:

The Corporate Social Responsibility Committee was last reconstituted *vide* a resolution passed by the Board on October 17, 2023. As on the date of this Shelf Prospectus, it comprises of:

Name	Designation on Committee	Designation
Narayanaswamy Venkatesh	Member	Managing Director
Shivaprakash Deviah	Member	Whole-time Director
Malini B. Eden	Member	Independent Director
Ravi K Shah	Member	Head, Corporate HR

The functions of the CSR Committee include:
1. Formulating and recommending to the Board, an annual action plan in pursuance of its CSR Policy
2. Monitoring the list of CSR projects or programmes that are approved to be undertaken in areas or subjects specified in Schedule VII of the Companies Act 2013;
3. Planning the manner of execution of such projects or programmes as specified in the Companies Act 2013
4. Reviewing the modalities of utilisation of funds and implementation schedules for the projects or programmes;
5. Monitoring and reporting mechanism for the projects or programmes; and
6. Any other matter as prescribed by the Companies Act 2013 or any other statutory or regulatory body or as may be delegated by Board to the committee from time to time.

I.T. Strategy Committee:

The I.T. Strategy Committee was last reconstituted *vide* a resolution passed by the Board on April 21, 2023. As on the date of this Shelf Prospectus, it comprises of:

Name	Designation on Committee	Designation
Shivaprakash Deviah	Member	Whole Time Director
Badrinarayanan Seshadri	Member	Independent Director

The functions of the I.T. Strategy Committee include:

1. Reviewing the results of and progress in implementation of the decisions made in the previous meetings;
2. Review and amend IT Strategies in line with corporate strategies, Board policy reviews, cyber security arrangements and matters related to IT governance
3. Ascertaining that management has implemented processes and practices that ensure that the IT delivers value to the business
4. Information Security updates
5. Review of Information Security Audit report
6. Information Security Risk Assessment
7. Any other matter as prescribed by RBI or any other statutory or regulatory body or as may be delegated by Board to the committee from time to time.

Issue and Allotment Committee:

The Issue and Allotment Committee was constituted *vide* resolution passed by the Board on April 21, 2023. As on the date of this Shelf Prospectus, it comprises of:

Name	Designation on Committee	Designation
Mr. Venkatesh N	Member	Managing Director
Mr. Shivaprakash D	Member	Whole-time Director

The functions of the Issue and Allotment Committee include:

1. To approve Issuance and Allotment of Securities and related documents required for issue and allotment of securities.
2. Such other powers as may be delegated by the Board from time to time.

OUR PROMOTERS

As on date of this Shelf Prospectus our Company has two individual promoters and one corporate promoter. The following are the details of our promoters.

1. **IIFL Finance Limited** is a Systemically Important Non-deposit taking Non-Banking Financial Company registered with the RBI.

   IIFL Finance Limited is one of the leading players in the financial services space in India. Together with its subsidiaries – IIFL Home Finance Limited, IIFL Samasta Finance Limited (Formerly known as Samasta Microfinance Limited) and IIFL Open Fintech Private Limited, it provides a diverse range of loans and mortgages. These include home loans, gold loans, business loans including loans against property and medium & small enterprise financing, micro finance, developer & construction finance and capital market finance; catering to both retail and corporate clients.

   Address: IIFL House, Sun Infotech Park, Road No. 16V, Plot No. B-23, Thane Industrial Area, Wagle Estate, Thane – 400 604, Maharashtra

   Other Ventures:

   i. IIFL Home Finance Limited
   ii. IIFL Open Fintech Private Limited

   CIN: L67100MH1995PLC093797

   PAN: AABCI0745G

   Place of Registration: RoC-Mumbai

   Date of Incorporation: October 18, 1995

2. **Narayanaswamy Venkatesh**

	Narayanaswamy Venkatesh is the founder and Managing Director of our Company. He has over 22 years of experience in the financial services industry as an entrepreneur. Narayanaswamy Venkatesh holds a bachelor's degree in computer science and has completed the Harvard Business School-ACCION Program on Strategic Leadership in Microfinance. ***Other Ventures:*** Nil **Nationality:** Indian **Occupation:** Professional **PAN:** AAJPV2474Q **Date of Birth:** June 19, 1975 **Age (years):** 48 **Address:** No.472, 19th Main, 35th Cross, 4th T Block, Jayanagar Bengaluru-560041 ***Details of Directorships-*** *Please see section titled 'Our Management' on page 122*

3. Shivaprakash Deviah

	Shivaprakash Deviah is a Whole-time Director of our Company. Shivaprakash Deviah co-founded our Company in 2008. He leads our Company's technology initiatives which include the setting up of comprehensive IT infrastructure for lending activities and enhancing process efficiency through automation. His purview includes enabling a data-driven culture through the analytics platform and driving the implementation of strategic initiatives across the organisation. He also oversees operations to ensure seamless execution of business strategies. Shivaprakash Deviah has over two decades of experience spanning the software and financial services industries. He holds a bachelor's degree in computer science & engineering from PSG College of Technology and a diploma in microfinance from the Indian Institute of Banking & Finance. ***Other Ventures:*** *Nil* **Nationality:** Indian **Occupation:** Business **PAN:** AELPS6775B **Address:** N0.13,West Village, Kodipalya Main Road, Compound in front of Maruti Mandir Road, Kengeri, Bengaluru South, Bengaluru-560060 **Date of Birth:** March 11, 1975 **Age**: 48 ***Details of Directorships-*** *Please see section titled 'Our Management' on page 122*

As on September 30, 2023, our Promoters collectively hold 59,34,49,834 Equity Shares equivalent to 99.97% of the equity share capital of our Company.

Shareholding of our Promoters in the Company

As on September 30, 2023 our Promoters shareholding in our Company is as follows:

Name	Total Number of Equity Shares	Number of shares in demat form	Total shareholding as % of total no of equity Shares	Number of Shares Pledged	% of Shares pledged with respect to shares owned
IIFL Finance Limited	59,07,16,057	59,07,16,057	99.51%	Nil	Nil
Narayanaswamy Venkatesh	23,88,777	23,88,777	0.40%	Nil	Nil
Shivaprakash Deviah	3,45,000	3,45,000	0.06%	Nil	Nil

Other understanding and confirmations

Our Company confirms that, at the time of filing of the Draft Shelf Prospectus with Stock Exchanges:

i. The Permanent Account Numbers, Aadhaar Numbers, Driving License Numbers, Passports Numbers and bank account numbers of Narayanaswamy Venkatesh and Shivaprakash Deviah, respectively, have been submitted to the Stock Exchanges;

ii. Permanent Account Number and Bank account numbers of IIFL Finance Limited have been submitted to the Stock Exchanges; and

iii. Permanent Account Numbers of each of the Directors have been submitted to the Stock Exchanges.

Our Promoters and the relatives of our Promoters as per the Companies Act, have not been identified as Wilful Defaulters.

Our Promoters have confirmed that neither they nor any of their Directors (as applicable) have been identified as Wilful Defaulters by the RBI or any other governmental authority and are not a Promoter or a whole-time director of any such company which has been identified as a Wilful Defaulter by the RBI or any other governmental authority or which has been in default of payment of interest or repayment of principal amount in respect of debt securities issued by it to the public, if any, for a period of more than six months. Further, no members of our Promoters Group have been identified as Wilful Defaulters.

Our Promoters, Narayanaswamy Venkatesh and Shivaprakash Deviah have not been declared as fugitive economic offender.

No violation of securities laws has been committed by our Promoters in the past and no regulatory action before SEBI or RBI is currently pending against our Promoters except as disclosed in section titled "*Outstanding Litigations and other Confirmations*" on page 187.

Our Promoters was not a promoter, director or person in control of any company which was delisted within a period of ten years preceding the date of this Shelf Prospectus, in accordance with Chapter V of the SEBI Delisting Regulations.

Our Promoters and Promoter Group are not restrained or debarred or prohibited from accessing the capital markets or restrained or debarred or prohibited from buying, selling, or dealing in securities under any order or directions passed for any reasons by the SEBI or any other authority or refused listing of any of the securities issued by any such entity by any Stock Exchanges in India or abroad and are not promoters, directors or person in control of any other company which is prohibited from accessing or operating in capital markets under any order or direction passed by SEBI or any other regulatory or governmental authority.

No benefit or interest will accrue to our Promoters out of the objects of the Issue.

Promoter Group

In addition to the Promoters named above, the names of the persons and entities constituting the Promoter Group of our Company in terms of Regulation 2(1)(zb) of the SEBI ICDR Regulations and Section 2(1)(ff) of SEBI NCS Regulations along with their shareholding as on September 30, 2023 are set out below:

Sr. No.	Name of Promoter Group	No. of Equity Shares	% Percentage
Corporates			
1.	IIFL Home Finance Limited	Nil	Nil
2.	IIFL Open Fintech Private Limited	Nil	Nil
3.	FIH Mauritius Investments Limited	Nil	Nil
Individuals			
4.	Venkatakrishnama Appa Naidu Narayanaswamy	1	0.00
5.	Prema Narayanaswamy	1	0.00
6.	Vidhya Anand	1	0.00
7.	Anitha Shivanna	1,93,200	0.03
8.	Vijayalakshmi D	Nil	Nil
9.	Karthikeya Deviah	Nil	Nil
10.	Aaryan Prakash	Nil	Nil
11.	Prithvi Prakash	Nil	Nil
12.	Shivanna Kadappa	Nil	Nil
13.	Shanthi Shivanna	Nil	Nil
14.	Arjun Shivanna	Nil	Nil
15.	Aaryan Prakash	Nil	Nil
16.	Prithvi Prakash	Nil	Nil

Common pursuits of our Promoters

Our Promoters are engaged in businesses similar to ours.

Interest of our Promoters in our Company

Except as stated under the chapter titled "*Related Party Transactions*" beginning on page 138, and to the extent of their shareholding in our Company, our Promoters do not have any other interest in our Company's business.

Further as on September 30, 2023, our Promoters have not guaranteed/secured any bank facilities sanctioned by our Company.

Our Promoters do not intend to subscribe to this Issue.

Our Promoters have no financial or other material interest in the Issue and no benefit / interest will accrue to our Promoters or Promoter Group out of the objects of the Issue.

Payment of benefit to our Promoters in last three fiscal years

Other than as disclosed under the *"Related Party Transactions"*, available at page 138, our Company has not made any payments of any benefits to the Promoters during the last three fiscals preceding the date of this Shelf Prospectus.

Interest of our Promoters in property, land and construction

Our Promoters do not have any interest in any property acquired by our Company within two years preceding the date of filing of this Shelf Prospectus or any property proposed to be acquired by our Company or in any transaction with respect to the acquisition of land, construction of building or supply of machinery.

Details of Equity Shares allotted to our Promoters during the current year and last three Fiscal Years

Except as disclosed below, none of our Promoters have not been allotted any Equity Shares of our Company during the current year and last three Fiscal Years:

Name of Promoter	Date of Allotment	No of Equity Shares	Face Value (₹)	Issue Price (₹)	Consideration (Cash, other than cash, etc.)	Nature of Allotment
IIFL Finance Limited	December 21, 2020	4,24,26,147	10	15.91	Cash	Rights Issue
	June 28, 2021	9,15,75,091	10	16.38	Cash	Rights Issue
	March 30, 2022	4,14,82,300	10	18.08	Cash	Rights Issue
	February 8, 2023	9,54,19,847	10	20.96	Cash	Rights Issue
	November 15, 2023	7,47,94,315	10	26.74	Cash	Rights Issue

RELATED PARTY TRANSACTIONS

For details of the related party transactions for the Fiscals 2023 in accordance with the requirements under Ind AS 24 "Related Party Disclosures" notified under Section 133 of the Companies Act read with the Companies (Indian Accounting Standards) Rules 2015, as amended from time to time, see "*Audited Financial Statements for Fiscal 2023*" on page F 82, note no. 38.

For details of the related party transactions for the Fiscals 2022 in accordance with the requirements under Ind AS 24 "Related Party Disclosures" notified under Section 133 of the Companies Act read with the Companies (Indian Accounting Standards) Rules 2015, as amended from time to time, see "*Audited Financial Statements for Fiscal 2022*" on page F 189, note no. 38 .

For details of the related party transactions for the Fiscals 2021 in accordance with the requirements under Ind AS 24 "Related Party Disclosures" notified under Section 133 of the Companies Act read with the Companies (Indian Accounting Standards) Rules 2015, as amended from time to time, see "*Audited Financial Statements for Fiscal 2021*" on page F 283, note no. 38.

Related party transactions entered during the Fiscal 2023, Fiscal 2022 and Fiscal 2021 with regard to loans made or, guarantees given or securities provided

(₹ in crore)

Name of the Related Party	Fiscal	Loans made	Guarantees given	Securities Provided
IIFL Finance Limited	2020-21	345	Nil	Nil
IIFL Facilities Services Limited	2020-21	100	Nil	Nil

Related party transactions entered during the current financial year for the period up to September 30, 2023 with regard to loans made or, guarantees given or securities provided

(₹ in crore)

Name of the Related Party	Fiscal	Loans made	Guarantees given	Securities Provided
IIFL Finance Limited	2023-24	600	Nil	Nil

KEY REGULATIONS AND POLICIES

The regulations summarized below are not exhaustive and are only intended to provide general information to Investors and are neither designed nor intended to be a substitute for any professional legal advice. Taxation statutes such as the IT Act, GST laws (including CGST, SGST and IGST) and applicable local sales tax statutes, labour regulations such as the Employees State Insurance Act, 1948 and the Employees Provident Fund and Miscellaneous Provisions, Act, 1952, and other miscellaneous regulations such as the Trade Marks Act, 1999 and applicable Shops and Establishments statutes apply to us as they do to any other Indian company and therefore have not been detailed below.

The following description is a summary of certain sector specific laws and regulations in India, which are applicable to our Company and its subsidiary. The information detailed in this chapter has been obtained from publications available in the public domain. The statements below are based on the current provisions of the Indian law, and the judicial and administrative interpretations thereof, which are subject to change or modification by subsequent legislative, regulatory, administrative or judicial decisions.

Principal business criteria and NBFC classification

As per the RBI Act, a financial institution has been defined as a company which includes a non-banking institution carrying on as its business or part of its business the financing activities, whether by way of making loans or advances or otherwise, of any activity, other than its own and it is engaged in the activities of loans and advances, acquisition of shares/stock/bonds/debentures/securities issued by the Government of India or other local authorities or other marketable securities of like nature, leasing, hire-purchase, insurance business, chit business but does not include any institution whose principal business is that of carrying out any agricultural or industrial activities or the sale/purchase/construction of immovable property.

As per prescribed law any company that carries on the business of a non-banking financial institution as its 'principal business' is to be treated as an NBFC. The term 'principal business' has not been defined in any statute; however, RBI has clarified through a press release (*Ref. No. 1998-99/1269*) issued in 1999, that in order to identify a particular company as an NBFC, it will consider both the assets and the income pattern as evidenced from the last audited balance sheet of the company to decide a company's principal business. The company will be treated as an NBFC if its financial assets are more than 50 per cent of its total assets (netted off by intangible assets) and income from financial assets should be more than 50 per cent of the gross income. Both these tests are required to be satisfied in order to determine the principal business of a company.

Every NBFC is required to submit to the RBI a certificate in the form DNBS 10, from its statutory auditor within one month from the date of finalisation of the balance sheet and in any case, not later than December 30 of that year, stating that it is engaged in the business of non-banking financial institution requiring it to hold a certificate of registration.

NBFCs are primarily governed by the RBI Act, Master Direction – Reserve Bank of India (Non-Banking Financial Company –Scale Based Regulation) Directions, 2023, Peer to Peer Lending Platform (Reserve Bank) Directions, 2017, Master Direction– Non-Banking Financial Company - Account Aggregator (Reserve Bank) Directions, 2016, Reserve Bank Commercial Paper Directions, 2017 and the Non-Banking Financial Companies Acceptance of Public Deposits (Reserve Bank) Directions, 2016. In addition to these regulations, NBFCs are also governed by various circulars, notifications, guidelines and directions issued by the RBI from time to time.

Although by definition, NBFCs are permitted to operate in similar sphere of activities as banks, there are a few important and key differences. The most important distinctions are:

- An NBFC cannot accept deposits repayable on demand – in other words, NBFCs can only accept fixed term deposits. Thus, NBFCs are not permitted to issue negotiable instruments, such as cheques which are payable on demand; and

- NBFCs are not allowed to deal in foreign exchange, even if they specifically apply to the RBI for approval in this regard, unless they have received an Authorised Dealer Category II licence from the RBI.

The major regulations governing our Company are detailed below:

On October 19, 2023 RBI issued Master Direction – Reserve Bank of India (Non-Banking Financial Company –Scale Based Regulation) Directions, 2023 ("**SBR Directions**"). A Revised Regulatory Framework for NBFCs whereby NBFCs have been categorised into following four layers based on their size, activity, and perceived riskiness by the RBI:

i. NBFC- Base Layer ("**NBFC-BL**");
ii. NBFC- Middle Layer ("**NBFC-ML**");
iii. NBFC- Upper layer ("**NBFC-UL**"); and
iv. NBFC- Top Layer ("**NBFC-TL**")

The NBFC- BL comprise of (a) non-deposit taking NBFCs below the asset size of ₹ 1,000 crore and (b) NBFCs undertaking the following activities- (i) NBFC-Peer to Peer Lending Platform (NBFC-P2P), (ii) NBFC-Account Aggregator (NBFC-AA), (iii) Non-Operative Financial Holding Company (NOFHC) and (iv) NBFCs not availing public funds and not having any customer interface.

The NBFC- ML consist of (a) all deposit taking NBFCs ("**NBFC-Ds**"), irrespective of asset size, (b) non-deposit taking NBFCs with asset size of ₹ 1,000 crore and above and (c) NBFCs undertaking the following activities (i) Standalone Primary Dealers (SPDs)– (ii) Infrastructure Debt Fund - Non-Banking Financial Companies (IDF-NBFCs), (iii) Core Investment Companies (CICs), (iv) Housing Finance Companies (HFCs) and (v) Infrastructure Finance Companies (NBFC-IFCs).

The NBFC-UL comprise of those NBFCs which are specifically identified by RBI as warranting enhanced regulatory requirement based on a set of parameters and scoring methodology as provided in annexure 1 to SBR Directions. The top ten eligible NBFCs in terms of their asset size shall always reside in the upper layer, irrespective of any other factor.

The NBFC-TL will ideally remain empty. This layer can get populated if RBI is of the opinion that there is a substantial increase in the potential systemic risk from specific NBFC-Upper Layer. Such NBFC shall move to the NBFC-Top Layer. Pursuant the SBR Direction the criteria of asset size of non-deposit NBFCs for classification as non-systemically important for the purpose of regulatory structure of NBFCs have been increased from ₹ 5,00 crore to ₹ 1,000 crore ("**NBFC-ND**").

Therefore, NBFCs with asset size of over ₹ 1,000 crore have been considered risky and will fall under middle layer ("**NBFC-ML"** / "**NBFC-ND-SI**"). SBR Directions provide that from October 01, 2022 references to NBFC-ND shall mean NBFC-BL and all references to NBFC-D and NBFC-ND-SI shall mean NBFC-ML or NBFC-UL, as the case may be. SBR Framework clarified that existing NBFC-ND-SIs having asset size of ₹ 500 crore and above but below ₹ 1,000 crore (except those necessarily featuring in NBFC-Middle Layer) will be known as NBFC-BL.

As on date of filing of this Shelf Prospectus the Company falls under the category of NBFC-ML, as its assets size is above ₹ 1,000 crore, as per the last audited balance sheet. SBR Directions provide that NBFC-ML shall be subject to regulations as specified in section III, In addition, regulatory instructions applicable to NBFC-BL as specified in section II shall also be applicable to NBFC-ML, unless stated otherwise.

As of date of this Shelf Prospectus, the NBFC-ML are governed by updated SBR Directions and other applicable laws.

I. Types of NBFCs

NBFCs have been classified on the basis of the types of liabilities they access, types of activities they pursue and their perceived systemic importance.

Liabilities-based classification

NBFCs are classified on the basis of liabilities into two broad categories – a) deposit taking and b) non-deposit taking. Deposit taking NBFCs (NBFC – D) are subject to requirements of stricter capital adequacy, liquid assets maintenance, and exposure norms etc.

Further, in 2015, non-deposit taking NBFCs with asset size of INR 500 crore and above were labelled as 'systemically important non-deposit taking NBFCs' (NBFC – ND – SI) and separate prudential regulations were made applicable to them.

Activity-based classification

As per the RBI notification dated February 22, 2019, the RBI merged the three categories of NBFCs viz. Asset Finance Companies (AFCs), Loan Companies (LCs) and Investment Companies (ICs) into a new category called NBFC – Investment and Credit Company (NBFC- ICC) with the below definition: "Investment and Credit Company – (NBFC-ICC)" means any company which is a financial institution carrying on as its principal business – asset finance, the providing of finance whether by making loans or advances or otherwise for any activity other than its own and the

acquisition of securities; and is not any other category of NBFC.

Within this broad categorization the different types of NBFCs are (a) investment and credit companies, (b) infrastructure finance companies, (c) infrastructure debt fund, (d) NBFC – micro finance institutions, (e) NBFC – factors, (f) NBFC – non-operative financial holding company, (g) systemically important core investment companies and (h) mortgage guarantee companies.

Our Company is a Non-Banking Financial Company–Micro Finance Institution ("**NBFC-MFI**"). NBFCs MFIs have to fulfil the following conditions: (a) Minimum Net Owned Funds of ₹ 5 crore. (For NBFC-MFIs registered in the North-Eastern Region of the country, the minimum NOF requirement shall stand at ₹2 crore); (b) Not less than 75 per cent of its total assets are in the nature of "microfinance loans" as defined under Reserve Bank of India (Regulatory Framework for Microfinance Loans) Directions, 2022.

II. Types of Activities that NBFCs are permitted to carry out

Although, NBFCs are permitted to operate in similar sphere of activities as banks, there are a few important and key differences. The most important distinctions are:

(a) an NBFC cannot accept deposits repayable on demand;
(b) NBFCs do not form part of the payment and settlement system and cannot issue cheques drawn on itself; and
(c) deposit insurance facility of Deposit Insurance and Credit Guarantee Corporation is not available to depositors of NBFCs, unlike in case of banks.

III. Regulatory requirements of an NBFC under the RBI Act

Net Owned Fund

The current net owned fund requirement for NBFC-MFI is ₹ 5 crore (₹ 2 crore in North-Eastern Region). SBR Directions has incrementally revised the net owned fund requirement for the NBFC-MFI for achieving the net owned fund: (i) that minimum net owned fund requirement of ₹ 7 crore (₹5 crore in North-Eastern Region) by March 31, 2025; and (ii) ₹ 10 crore by March 31, 2027. For this purpose, the RBI Act has defined "net owned fund" to mean:

Net Owned Fund - The aggregate of the paid-up equity capital and free reserves as disclosed in the latest balance sheet of the company, after deducting (i) accumulated balance of losses, (ii) deferred revenue expenditure, (iii) deferred tax asset (net); and (iv) other intangible assets; and further reduced by the amounts representing,

i. investment by such companies in shares of (i) its subsidiary, (ii) companies in the same group, (iii) other NBFCs; and

ii. the book value of debentures, bonds, outstanding loans and advances (including hire purchase and lease finance) made to, and deposits with (i) subsidiary of such companies; and (ii) companies in the same group, to the extent such amount exceeds 10 per cent of (a) above.

In addition to the above, Section 45-IC of the RBI Act requires NBFCs to create a reserve fund and transfer therein a sum of not less than 20% of its net profits earned annually before declaration of dividend. Such a fund is to be created by every NBFC irrespective of whether it is a ND NBFC or not. Such sum cannot be appropriated by the NBFC except for the purpose as may be specified by the RBI from time to time and every such appropriation is required to be reported to the RBI within 21 days from the date of such appropriation.

IV. SBR Master Directions

The SBR Master Directions contains specific directions on prudential regulations for Non-Banking Finance Company-Micro Finance Institutions having an asset size of ₹ 500 crores or more ("**NBFC-MFIs**") under section VI. The SBR Master Directions, amongst other requirements prescribe guidelines for income recognition, asset classification, provisioning requirements, constitution of audit committee, capital adequacy requirements and concentration of credit/investment and pricing of credit, transparency in interest rates for applicable NBFCs, including NBFC-MFIs.

Capital Requirement as applicable to NBFC-MFIs

NBFC-MFIs shall maintain a capital adequacy ratio consisting of Tier 1 and Tier 2 capital which shall not be less than 15 percent of its aggregate risk weighted assets of on-balance sheet and of risk adjusted value of off-balance sheet items.

The total of Tier 2 capital at any point of time, shall not exceed 100 percent of Tier 1 capital. The treatment to on-balance and off-balance sheet assets for capital adequacy shall be as provided in paragraph 84 and 85 of the SBR Directions respectively.

NBFC-MFIs shall make provisions for standard assets at 0.40 percent of the outstanding, which shall not be reckoned for arriving at net NPAs. The provision towards standard assets need not be netted from gross advances but shall be shown separately as 'Contingent Provisions against Standard Assets' in the balance sheet.

Provisioning Norms as applicable to NBFC-MFIs

The aggregate loan provision to be maintained by NBFC-MFIs at any point of time shall not be less than the higher of:

(a) 1 percent of the outstanding loan portfolio; or

(b) 50 percent of the aggregate loan instalments which are overdue for more than 90 days and less than 180 days and 100 percent of the aggregate loan instalments which are overdue for 180 days or more.

In cases where the advance covered by Credit Risk Guarantee Fund Trust for Low Income Housing (CRGFTLIH) guarantee becomes non-performing, no provision need be made towards the guaranteed portion. The amount outstanding in excess of the guaranteed portion shall be provided for as per provisioning norms applicable on other NBFCs and as mentioned in paragraph 15 of the SBR Master Directions.

Provisioning for standard assets are at 0.40 percent of the outstanding, which shall not be reckoned for arriving at net NPAs. The provision towards standard assets need not be netted from gross advances but shall be shown separately as 'Contingent Provisions against Standard Assets' in the balance sheet.

Asset Classification as applicable to NBFC-MFIs

The asset in respect of which, no default in repayment of principal or payment of interest is perceived and which does not disclose any problem nor carry more than normal risk attached to the business are classified as standard assets. Assets for which, interest/principal payment have remained overdue for a period of more than 90 days are classified as non-performing asset.

Geographical Diversification

NBFC-MFIs are required to approach their boards for fixing internal exposure limits to avoid an undesirable concentration in specific geographical locations.

Formation of SRO

All NBFC-MFIs shall become member of at least one Self-Regulatory Organization (SRO) which is recognized by RBI and shall also comply with the Code of Conduct prescribed by the SRO.

Directions for Microfinance Loans

Microfinance loans of NBFCs are guided by the Reserve Bank of India (Regulatory Framework for Microfinance Loans) Directions, 2022, as amended from time to time. An NBFC, which does not qualify as an NBFC-MFI shall extend microfinance loans, which in aggregate does not exceed 25 percent of its total assets.

Asset Liability Management

Under the terms of SBR Master Directions, NBFCs having an asset base of ₹ 100 crore or more as per their last audited balance sheet are required to comply with the '*RBI Guidelines on liquidity Risk Management Framework*' ("**LRM Framework**"). The RBI has prescribed the Guidelines for asset liability management ("**ALM**") system in relation to NBFCs through LRM Framework. The LRM Framework provide that the applicable NBFCs should ensure sound and robust liquidity risk management system, the board of directors of the NBFC shall frame a liquidity risk management framework which ensures that it maintains sufficient liquidity, including a cushion of unencumbered, high quality liquid assets to withstand a range of stress events, including those involving the loss or impairment of both unsecured and secured funding sources. The liquidity risk management policy should spell out the entity-level liquidity risk tolerance; funding strategies; prudential limits; system for measuring, assessing and reporting/ reviewing liquidity;

framework for stress testing; liquidity planning under alternative scenarios/formal contingent funding plan; nature and frequency of management reporting; periodical review of assumptions used in liquidity projection; etc.

The NBFC shall appoint risk management committee ("**RMC**") consisting of chief executive officer ("**CEO**")/ managing director ("**MD**") and heads of various risk verticals, who shall be responsible for evaluating the overall risks faced by the NBFC including liquidity risk. Further, applicable NBFCs have to constitute asset liability management committee ("**ALCO**") consisting of the NBFC's top management shall be responsible for ensuring adherence to the risk tolerance/limits set by the board of directors as well as implementing the liquidity risk management strategy of the NBFC. The CEO/ MD or the Executive Director (ED) should head the ALCO. The role of the ALCO with respect to liquidity risk should include, *inter alia*, decision on desired maturity profile and mix of incremental assets and liabilities, sale of assets as a source of funding, the structure, responsibilities and controls for managing liquidity risk, and overseeing the liquidity positions of all branches.

In addition to RMC and ALCO, applicable NBFCs shall constitute asset liability management support group ("**ALM Support Group**"). ALM Support Group consist of the operating staff responsible for analysing, monitoring and reporting the liquidity risk profile to the ALCO. The maturity profile should be used for measuring the future cash flows of NBFCs in different time buckets. Within each time bucket, there could be mismatches depending on cash inflows and outflows. While the mismatches up to one year would be relevant since these provide early warning signals of impending liquidity problems, the main focus shall be on the short-term mismatches, viz., 1-30/ 31 days. The net cumulative negative mismatches in the statement of structural liquidity in the maturity buckets 1-7 days, 8-14 days, and 15-30 days shall not exceed 10 percent, 10 percent and 20 per cent of the cumulative cash outflows in the respective time buckets. NBFCs, however, are expected to monitor their cumulative mismatches (running total) across all other time buckets upto 1 year by establishing internal prudential limits with the approval of the board of directors. NBFCs shall also adopt the above cumulative mismatch limits for their structural liquidity statement for consolidated operations. Other than liquidity risk the applicable NBFC has to currency risk and interest rate risk under the terms of LRM Framework.

Instructions on Managing Risks and Code of Conduct in Outsourcing

With a view to put in place necessary safeguards applicable to outsourcing of activities by NBFCs, the SBR Directions under Annex VIII provides directions on managing risks and code of conduct in outsourcing of financial services by NBFCs. These directions specify that core management functions like internal auditing, compliance functions, decision making functions such as compliance with KYC norms shall not be outsourced by NBFCs. Further, outsourcing of functions shall not limit its obligations to its customers.

V. Reserve Bank of India (Know Your Customer (KYC)) Master Directions, 2016 dated February 25, 2016, as amended ("RBI KYC Directions")

The RBI KYC Directions are applicable to every entity regulated by the RBI, specifically, scheduled commercial banks, regional rural banks, local area banks, primary (urban) co-operative banks, state and central co-operative banks, all India financial institutions, NBFCs, miscellaneous non-banking companies and residuary non-banking companies, amongst others. In terms of the RBI KYC Directions, every entity regulated thereunder is required to formulate a KYC policy which is duly approved by the board of directors of such entity or a duly constituted committee thereof. The KYC policy formulated in terms of the RBI KYC Directions is required to include four key elements, being customer acceptance policy, risk management, customer identification procedures and monitoring of transactions. All NBFC'S adopt the same with suitable modifications depending upon the activity undertaken by them and ensure that a proper policy framework of anti-money laundering measures is put in place. The RBI KYC Directions provide for a simplified procedure for opening accounts by NBFCs. It also provides for an enhanced and simplified due diligence procedure. It has prescribed detailed instructions in relation to, inter alia, the due diligence of customers, record management, and reporting requirements to Financial Intelligence Unit – India.

The RBI KYC Directions have also issued instructions on sharing of information while ensuring secrecy and confidentiality of information held by banks and NBFCs. The regulated entities must also adhere to the reporting requirements under Foreign Account Tax Compliance Act and Common Reporting Standards. The RBI KYC Directions also require the regulated entities to ensure compliance with the requirements/obligations under international agreements. The regulated entities must also pay adequate attention to any money-laundering and financing of terrorism threats that may arise from new or developing technologies and ensure that appropriate KYC procedures issued from time to time are duly applied before introducing new products/services/technologies. The RBI KYC Directions were updated on April 20, 2018 to enhance the disclosure requirements under the Prevention of Money-Laundering Act, 2002 and in accordance with the Prevention of Money-Laundering Rules vide Gazette Notification GSR 538 (E) dated

June 1, 2017 and the final judgment of the Supreme Court in the case of Justice K.S. Puttaswamy (Retd.) & Another v. Union of India (Writ Petition (Civil) 494/2012). The Directions were updated to accommodate authentication as per the AADHAR (Targeted Delivery of Financial and Other Subsidies, Benefits and Services) Act, 2016 and use of an Indian resident's Aadhar number as a document for the purposes of fulfilling KYC requirement. The RBI KYC Directions were further updated on January 9, 2020 with a view to leveraging the digital channels for customer identification process by regulated entities, whereby the RBI has decided to permit video-based customer identification process as a consent based alternate method of establishing the customer's identity, for customer onboarding.

VI. Accounting Standards & Accounting policies

NBFCs that are required to implement Indian Accounting Standards ("**Ind AS**") as per the Companies (Indian Accounting Standards) Rules, 2015 ("**Accounting Standard Rules**") shall prepare their financial statements in accordance with Ind AS notified by the Government of India and shall comply with the regulatory guidance specified in the SBR Master Directions. Disclosure requirements for notes to accounts specified in the SBR Master Directions shall continue to apply. Other NBFCs shall comply with the requirements of notified Accounting Standards (AS) insofar as they are not inconsistent with SBR Master Directions. The Ministry of Corporate Affairs ("**MCA**"), in its press release dated January 18, 2016, issued a roadmap for implementation of Ind AS converged with IFRS for non-banking financial companies, scheduled commercial banks, insurers, and insurance companies, which was subsequently confirmed by the RBI through its circular dated February 11, 2016. The Accounting Standard Rules were subsequently amended by MCA press release dated March 30, 2016. The Accounting Standard Rules stipulates that NBFCs whose equity and/or debt securities are listed or in the process of listing on any stock exchange in India or outside India and having a net worth of less than ₹500 crore, shall comply with Ind AS for accounting periods beginning on or after the 1st April, 2019, with comparatives for the periods ending on March 31, 2019, or thereafter.

Implementation of Indian Accounting Standards: RBI Notification

The Reserve bank of India vide notification number RBI/2019-20/170 DOR (NBFC).CC.PD.No.109/22.10.106/ 2019-20 dated March 13, 2020 framed regulatory guidance on Ind AS which will be applicable on Ind AS implementing NBFCs and Asset Reconstruction Companies (ARCs) for preparation of their financial statements from financial year 2019-20 onwards. These guidelines focus on the need to ensure consistency in the application of the accounting standards in specific areas, including asset classification and provisioning, and provide clarifications on regulatory capital in the light of Ind AS implementation.

Guidelines for Appointment of Statutory Central Auditors (SCAs)/Statutory Auditors (SAs) of Commercial Banks (excluding RRBs), UCBs and NBFCs (including HFCs) dated April 27, 2021

The circular puts in place ownership-neutral regulations, ensuring independence of auditors, avoiding conflict of interest in auditor's appointments and to improve the quality and standards of audit in RBI Regulated Entities. These guidelines shall streamline the procedure for appointment of Statutory Auditors across all the Regulated Entities and ensure that appointments are made in a timely, transparent and effective manner.

Master Direction – Non-Banking Financial Companies Auditor's Report (Reserve Bank) Directions, 2016

In addition to the report made by the auditor under Section 143 of the Companies Act, 2013 on the accounts of an NBFC-ML , the auditor shall make a separate report to the Board of Directors of the company on *inter alia* examination of validity of certificate of registration obtained from the RBI, whether the NBFC is entitled to continue to hold such certificate of registration in terms of its Principal Business Criteria (financial asset / income pattern) as on 31st March of the applicable year, whether the NBFC is meeting the required net owned fund requirement, whether the board of directors has passed a resolution for non-acceptance of public deposits, whether the company has accepted any public deposits during the applicable year, whether the company has complied with the prudential norms relating to income recognition, accounting standards, asset classification and provisioning for bad and doubtful debts as applicable to it, whether the capital adequacy ratio as disclosed in the return submitted to the RBI in DNBS-10-Statutory Auditor Certificate (SAC) return, has been correctly arrived at and whether such ratio is in compliance with the minimum CRAR prescribed by RBI, whether the company has furnished to RBI the annual statement of capital funds, risk assets/exposures and risk asset ratio within the stipulated period.

Risk-Based Internal Audit (RBIA)

An independent and effective internal audit function in a financial entity provides vital assurance to the board of directors and its senior management of NBFC regarding the quality and effectiveness of the entity's internal control, risk management and governance framework. The essential requirements for a robust internal audit function include, inter alia, sufficient authority, proper stature, independence, adequate resources and professional competence. RBI *vide* its circular dated February 03, 2021, mandated all non-deposit taking NBFCs (including Core Investment Companies) with asset size of ₹ 5,000 crore and above; and all UCBs having asset size of ₹ 500 crore and above to implement the RBIA framework by March 31, 2022.

Supervisory Framework

In addition to the auditor's report under Section 143 of the Companies Act, 2013 the auditors are also required to make a separate report to the Board of Directors on certain matters, including correctness of the capital adequacy ratio as disclosed in the return DNBS-10 to be filed with the RBI and its compliance with the minimum CRAR, as may be prescribed by the RBI. Where the statement regarding any of the items referred relating to the above, is unfavorable or qualified, or in the opinion of the auditor the company has not complied with the regulations issued by RBI , it shall be the obligation of the auditor to make a report containing the details of such unfavourable or qualified statements and/or about the non-compliance, as the case may be, in respect of the company to the concerned Regional Office of the Department of Non-Banking Supervision of the Bank under whose jurisdiction the registered office of the company is located.

VII. Master Direction- Non-Banking Financial Company Returns (Reserve Bank) Directions, 2016

All NBFCs are required to put in place a reporting system for filing various returns with the RBI. NBFC-ML are required to file at various intervals on asset-liability management: (a) Statement of Short Ter– Dynamic Liquidity - DNBS-04A – Quarterly; (b) Statement of Structural Liquidity and Interest Rate Sensitivity- DNBS-4B – Monthly.
In addition to above NBFCs are required to submit Central Repository of Information on Large Credits ("CRILC") on a monthly basis as well as all Special Mention Accounts-2 ("SMA-2") status on a weekly basis to facilitate early recognition of financial distress, prompt steps for resolution and fair recovery for lenders.

VIII. Master Direction on Information Technology Framework for the NBFC Sector, 2017

All NBFCs shall have a board approved Information Technology policy/Information system policy.

IX. Master Direction - Monitoring of Frauds in NBFCs (Reserve Bank) Directions, 2016.

RBI has issued Monitoring of Frauds in NBFCs (Reserve Bank) Directions, 2016 ("Fraud Directions, 2016"). As per Fraud Directions, 2016, NBFCs are required to put in place a reporting system for recording frauds to RBI and should fix staff accountability in respect of delays in reporting of fraud cases to the RBI. For this purpose, an official of the rank of general manager or equivalent should be nominated who will be responsible for submitting all the returns to the Bank and reporting referred to in these directions. If NBFCs do not adhere to the applicable time-frame for reporting fraud, they shall become liable for penal action. The Fraud Directions, 2016 classify frauds into the following categories:

i. Misappropriation and criminal breach of trust;
ii. Fraudulent encashment through forged instruments, manipulation of books of account or through fictitious accounts and conversion of property;
iii. Unauthorised credit facilities extended for reward or for illegal gratification;
iv. Negligence and cash shortages;
v. Cheating and forgery; vi.
vi. Irregularities in foreign exchange transactions; and
vii. Any other type of fraud.

X. Ombudsman scheme for customers of NBFCs

The RBI in public interest and to make the alternate dispute redress mechanism simpler and more responsive integrated the three Ombudsman schemes – (i) the Banking Ombudsman Scheme, 2006, as amended up to July 01, 2017; (ii) the Ombudsman Scheme for Non-Banking Financial Companies, 2018; and (iii) the Ombudsman Scheme for Digital Transactions, 2019 into the Reserve Bank - Integrated Ombudsman Scheme, 2021 (the "**Scheme**"). Every NBFC shall appoint Principal Nodal Officer in accordance with directions provided under the said Scheme. Further, NBFCs

fulfilling the criteria laid down under the circular on 'Appointment of Internal Ombudsman by Non-Banking Financial Companies' dated November 15, 2021 shall appoint the Internal Ombudsman and adhere to the corresponding guidelines.

Any customer aggrieved by an act or omission of a Regulated Entity resulting in deficiency in service may file a complaint under the Scheme personally or through an authorised representative as defined under the Scheme.

XI. Guidelines on Digital Lending

RBI on September 2, 2022 issued guidelines on Digital Lending in lines with recommendations of the Working Group Committee on Digital Lending vide RBI/2022-23/111DOR.CRE.REC.66/21.07.001/2022-23. The Reserve Bank of India (RBI) has issued guidelines to all lenders including banks and NBFCs to protect the data of borrowers using digital lending apps from being misused.

XII. Recovery of debts by NBFCs

The Recovery of Debts due to Banks and Financial Institutions Act, 1993

The Recovery of Debts due to Banks and Financial Institutions Act, 1993 (the "**DRT Act**") provides for establishment of the Debts Recovery Tribunals (the "**DRTs**") for expeditious adjudication and recovery of debts due to banks and public financial institutions or to a consortium of banks and public financial institutions. Under the DRT Act, the procedures for recovery of debt have been simplified and time frames have been fixed for speedy disposal of cases. The DRT Act lays down the rules for establishment of DRTs, procedure for making application to the DRTs, powers of the DRTs and modes of recovery of debts determined by DRTs. These include attachment and sale of movable and immovable property of the defendant, arrest of the defendant and his detention in prison and appointment of receiver for management of the movable or immovable properties of the defendant.

The DRT Act also provides that a bank or public financial institution having a claim to recover its debt, may join an ongoing proceeding filed by some other bank or public financial institution, against its debtor, at any stage of the proceedings before the final order is passed, by making an application to the DRT.

The Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 ("SARFAESI Act")

The SARFAESI Act regulates the securitization and reconstruction of financial assets of banks and financial institutions. The RBI has issued guidelines to banks and financial institutions on the process to be followed for sales of financial assets to asset reconstruction companies. These guidelines provide that a bank or a financial institution or an NBFC may sell financial assets to an asset reconstruction company provided the asset is a Non - Performing Asset ("NPA"). Securitisation Companies and Reconstruction Companies ("SCs/RCs") are required to obtain, for the purpose of enforcement of security interest, the consent of secured creditors holding not less than 60 per cent of the amount outstanding to a borrower as against 75 per cent. While taking recourse to the sale of secured assets in terms of Section 13(4) of the SARFAESI Act, a SC/RC may itself acquire the secured assets, either for its own use or for resale, only if the sale is conducted through a public auction.

As per the SARFAESI Amendment Act of 2004, the constitutional validity of which was upheld in a recent Supreme Court ruling, non-performing assets have been defined as an asset or account of a borrower, which has been classified by a bank or financial institution as sub-standard, doubtful or loss asset in accordance with directions or guidelines issued by the RBI. In case the bank or financial institution is regulated by a statutory body/authority, NPAs must be classified by such bank in accordance with guidelines issued by such regulatory authority. The RBI has issued guidelines on classification of assets as NPAs. Further, these assets are to be sold on a "without recourse" basis only. The SARFAESI Act provides for the acquisition of financial assets by Securitization Company or Reconstruction Company from any bank or financial institution on such terms and conditions as may be agreed upon between them. A securitization company or reconstruction company having regard to the guidelines framed by the RBI may, for the purposes of asset reconstruction, provide for measures such as the proper management of the business of the borrower by change in or takeover of the management of the business of the borrower, the sale or lease of a part or whole of the business of the borrower and certain other measures such as rescheduling of payment of debts payable by the borrower; enforcement of security.

Additionally, under the provisions of the SARFAESI Act, any securitisation company or reconstruction company may

act as an agent for any bank or financial institution for the purpose of recovering its dues from the borrower on payment of such fee or charges as may be mutually agreed between the parties.
Various provisions of the SARFAESI Act have been amended by the Enforcement of Security Interest and Recovery of Debt Laws and Miscellaneous Provisions (Amendment) Act, 2016 as also the Insolvency and Bankruptcy Code, 2016 (which amended S.13 of SARFAESI). As per this amendment, the Adjudicating Authority under the Insolvency and Bankruptcy Code, 2016 shall by order declare moratorium for prohibiting inter alia any action to foreclose, recover or enforce any security interest created by the corporate debtor in respect of its property including any action under the SARFAESI Act.

Further, in accordance with Ministry of Finance notification no. S.O. 856(E) dated February 24, 2020, the eligibility limit for to enforcement of security interest with respect to secured debt recovery by NBFCs (having assets worth ₹ 100 crore and above) has been reduced from ₹ 1 crore to ₹ 0.50 crore.

Insolvency and Bankruptcy Code, 2016

The Insolvency and Bankruptcy Code, 2016 (Bankruptcy Code) was notified on August 5, 2016. The Bankruptcy Code offers a uniform and comprehensive insolvency legislation encompassing all companies, partnerships and individuals (other than financial firms). It allows creditors to assess the viability of a debtor as a business decision and agree upon a plan for its revival or a speedy liquidation. The Bankruptcy Code creates a new institutional framework, consisting of a regulator, insolvency professionals, information utilities and adjudicatory mechanisms, which will facilitate a formal and time-bound insolvency resolution and liquidation process.

Prudential Framework for Resolution of Stressed Assets

RBI vide its circular dated June 7, 2019, laid down the Prudential Framework for Resolution of Stressed Assets whereby prescribing the regulatory approach for resolution of stressed assets interalia by: (i) early recognition and reporting of default by banks, financial institutions and NBFCs in respect of large borrowers; (ii) Affording complete discretion to lenders with regard to design and implementation of resolution plans, in supersession of earlier resolution schemes (S4A, SDR, 5/25 etc.), subject to the specified timeline and independent credit evaluation; (iii) Laying down a system of disincentives in the form of additional provisioning for delay in implementation of resolution plan or initiation of insolvency proceedings; (iv) Withdrawal of asset classification dispensations on restructuring. Future upgrades to be contingent on a meaningful demonstration of satisfactory performance for a reasonable period; and (v) Requiring the mandatory signing of an inter-creditor agreement (ICA) by all lenders, which will provide for a majority decision making criteria. MCA vide notification dated November 15, 2019, issued the Insolvency and Bankruptcy (Insolvency and Liquidation Proceedings of Financial Service Providers and Application to Adjudicating Authority) Rules, 2019 ("FSP Rules") interalia governing the corporate insolvency resolution process and liquidation process of Financial Service Providers (FSPs) under the Bankruptcy Code. The issuance of the FSP Rules has made viable and unified resolution process accessible for the FSPs and their creditors with some procedural differences.

XIII. Other applicable laws

Companies Act, 2013

The Companies Act, 2013 ("**Companies Act**") has been notified by the Government of India on August 30, 2013 (the "Notification"). Under the Notification, Section 1 of the Companies Act has come into effect and the remaining provisions of the Companies Act have and shall come into force on such dates as the Central Government has notified and shall notify. Section 1 of the Companies Act deals with the commencement and application of the Companies Act and among others sets out the types of companies to which the Companies Act applies. Further the Ministry of Corporate Affairs has by their notifications dated September 12, 2013 and March 26, 2014 notified certain sections of the Companies Act, which have come into force from September 12, 2013 and April 1, 2014.

The Companies Act provides for, among other things, changes to the regulatory framework governing the issue of capital by companies, corporate governance, audit procedures, corporate social responsibility, requirements for independent directors, director's liability, class action suits, and the inclusion of women directors on the boards of companies. The Companies Act is complemented by a set of rules that set out the procedure for compliance with the substantive provisions of the Companies Act. As mentioned above, certain provisions of the Companies Act, 2013 have already come into force and the rest shall follow in due course.

Under the Companies Act every company having net worth of ₹ 500 crore or more, or turnover of ₹ 1,000 crore or more or a net profit of ₹ 5 crore or more during the immediately preceding financial year shall formulate a corporate

social responsibility policy. Further, the board of every such company shall ensure that the company spends, in every financial year, at least two per cent of the average net profits of the company made during the three immediately preceding financial years in pursuance of its corporate social responsibility policy.

Shops and Establishments legislations in various states

The provisions of various Shops and Establishments legislations, as applicable, regulate the conditions of work and employment in shops and commercial establishments and generally prescribe obligations in respect of inter-alia registration, opening and closing hours, daily and weekly working hours, holidays, leave, health, termination of services and safety measures and wages for overtime work.

Labour Laws

India has stringent labour related legislations. The Company is required to comply with certain labour laws, which include the Employees' Provident Funds and Miscellaneous Provisions Act 1952, the Minimum Wages Act, 1948, the Payment of Bonus Act, 1965, Workmen Compensation Act, 1923, the Payment of Gratuity Act, 1972 and the Payment of Wages Act, 1936, amongst others.

Intellectual Property

Intellectual Property in India enjoys protection under both common law and statute. Under statute, India provides for patent protection under the Patents Act, 1970, copyright protection under the Copyright Act, 1957 and trademark protection under the Trademarks Act, 1999. The above enactments provide for protection of intellectual property by imposing civil and criminal liability for infringement.

SECTION V – FINANCIAL STATEMENTS

FINANCIAL INFORMATION

Sr. No.	Particulars	Page Nos.
1.	Unaudited Financial Results	F 1
2.	Audited Financial Statements of the Company for Fiscal 2023	F 13
3.	Audited Financial Statements of the Company for Fiscal 2022	F 119
4.	Audited Financial Statements of the Company for Fiscal 2021	F 222

MATERIAL DEVELOPMENTS

Other than as disclosed elsewhere in this Shelf Prospectus since March 31, 2023 till the date of filing this Shelf Prospectus, there have been no event/ development or change having implications on the financials/credit quality (e.g., any material regulatory proceedings against the Company/ Promoters/ Directors, litigations resulting in material liabilities, corporate restructuring event etc.) at the time of the Issue which may affect the Issue or the investor's decision to invest / continue to invest in the debt securities.

(i) The changes in the Equity Share capital of the Company since March 31, 2023 are as follows;

Item	As at March 31, 2023	As at November 21, 2023
Equity share capital – Rights Issue	593.64	668.43

(ii) The credit ratings of the Company from CRISIL Ratings Limited have been revised since March 31, 2023.
As on the date of this Shelf Prospectus, the credit ratings from CIRSIL are as follows:

Rating Agency	Instrument	Rated Limit	Ratings
CRISIL Ratings Limited	Non-Convertible Debentures	2,000	CRISIL AA-/Positive (Outlook revised from 'Stable'; Rating Reaffirmed)
	Non-Convertible Debentures	500	CRISIL AA-/Positive (Outlook revised from 'Stable'; Rating Reaffirmed)
	Non-Convertible Debentures	550	CRISIL AA-/Positive (Outlook revised from 'Stable'; Rating Reaffirmed)
	Long Term Principal Protected Market Linked Debentures	100	CRISIL PPMLD AA-/Positive (Outlook revised from 'Stable'; Rating Reaffirmed)
	Long Term Principal Protected Market Linked Debentures	20	CRISIL PPMLD AA-/Positive (Outlook revised from 'Stable'; Rating Reaffirmed)
	Long Term Principal Protected Market Linked Debentures	200	CRISIL PPMLD AA-/Positive (Outlook revised from 'Stable'; Rating Reaffirmed)
	Principal Protected Market Linked Non-Convertible Subordinated Debentures	100	CRISIL PPMLD AA-/Positive (Outlook revised from 'Stable'; Rating Reaffirmed)
	Commercial Paper	500	CRISIL A1+ (Reaffirmed)

FINANCIAL INDEBTEDNESS

As on September 30, 2023, our Company had total outstanding borrowings of ₹ 8,071.56 crore.

Sr. No.	Nature of Borrowings	Amount Outstanding (in ₹ crore)	% of total borrowings
1	Secured borrowings	7,290.51	90.32%
2	Unsecured borrowings	781.05	9.68%
Total Borrowings		**8,071.56**	**100.00%**

Set forth below, is a summary of the borrowings by our Company outstanding as on September 30, 2023, together with a brief description of certain significant terms of such financing arrangements.

A. Details of secured borrowings:

Our Company's secured outstanding borrowings as on September 30, 2023 amounts to ₹ 7,290.51 crore. The details of the secured borrowings are set out below:

i. Secured Term Loans from Banks/ Financial Institutions

S. No	Name of Lender	Type of Facility and Documentation	Total amount of loan Sanctioned (in ₹ crore)	Principal Amount Outstanding as on September 30, 2023* *(in ₹ crore)*	Repayment Date/ Schedule	Security	Credit Rating (if applicable)	Asset Classification
1.	Aditya Birla Finance Limited	Term Loan	26.00	6.50	**Repayment Date**: April 1, 2024 **Repayment Schedule**: Repayment in 24 monthly instalments commencing from May 01, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 115% of loan outstanding	CRISIL AA-/Stable	Standard
2.	Aditya Birla Finance Limited	Term Loan	18.86	9.43	**Repayment Date**: October 1, 2024 **Repayment Schedule**: Repayment in 24 monthly instalments commencing from November 01, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
3.	Aditya Birla Finance Limited	Term Loan	21.00	17.03	**Repayment Date**: April 5, 2025 **Repayment Schedule**: Repayment in 24 monthly instalments commencing from May 5, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
4.	Axis Bank Limited	Term Loan	150.00	19.93	**Repayment Date**: December 9, 2023 **Repayment Schedule**: Repayment in 22 equal monthly instalments commencing from March 9, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
5.	Axis Bank	Term	200.00	34.07	**Repayment Date**:	Exclusive charge	CRISIL AA-	Standard

S. No	Name of Lender	Type of Facility and Documentation	Total amount of loan Sanctioned (in ₹ crore)	Principal Amount Outstanding as on September 30, 2023* *(in ₹ crore)*	Repayment Date/ Schedule	Security	Credit Rating (if applicable)	Asset Classification
	Limited	Loan			December 13, 2024 **Repayment Schedule**: Repayment in 22 equal monthly instalments commencing from March 13, 2023	on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	/Stable	
				115.90	**Repayment Date**: February 10, 2025 **Repayment Schedule**: Repayment in 22 equal monthly instalments commencing from 10 May 2023			
6.	Axis Bank Limited	Term Loan	500.00	200.00	**Repayment Date**: October 30, 2025 **Repayment Schedule**: Repayment in 22 equal monthly instalments commencing from November 30, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
7.	Bank of Baroda	Term Loan	50.00	16.67	**Repayment Date**: September 30, 2024 **Repayment Schedule**: Repayment in 33 monthly instalments commencing from October 31, 2021	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
8.	Bank of Baroda	Term Loan	100.00	90.00	**Repayment Date**: November 30, 2025 **Repayment Schedule**: Repayment in 10 equal Quarterly instalments commencing from August 31, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
9.	Bank of Maharashtra	Term Loan	150.00	54.43	**Repayment Date**: September 1, 2024 **Repayment Schedule**: Repayment in 11 equal Quarterly instalments commencing from March 1, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 115.00% of loan outstanding	CRISIL AA-/Stable	Standard
10.	Bank of Maharashtra	Term Loan	100.00	81.82	**Repayment Date**: December 28, 2025 **Repayment Schedule**: Repayment in 11 equal	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-	CRISIL AA-/Stable	Standard

S. No	Name of Lender	Type of Facility and Documentation	Total amount of loan Sanctioned (in ₹ crore)	Principal Amount Outstanding as on September 30, 2023* *(in ₹ crore)*	Repayment Date/ Schedule	Security	Credit Rating (if applicable)	Asset Classification
					Quarterly instalments commencing from June 28, 2023	security cover of 115.00% of loan outstanding		
11.	Bandhan Bank Limited	Term Loan	200.00	28.57	**Repayment Date**: December 22, 2023 **Repayment Schedule**: Repayment in 7 equal Quarterly instalments commencing from July 01, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
				28.57	**Repayment Date**: February 18, 2024 **Repayment Schedule**: Repayment in 7 equal Quarterly instalments commencing from September 01, 2022			
12.	Bandhan Bank Limited	Term Loan	75.00	42.86	**Repayment Date**: July 28, 2024 **Repayment Schedule**: Repayment in 7 equal Quarterly instalments commencing from February 01, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 105% of loan outstanding	CRISIL AA-/Stable	Standard
13.	Bandhan Bank Limited	Term Loan	200.00	171.43	**Repayment Date**: February 24, 2025 **Repayment Schedule**: Repayment in 7 equal Quarterly instalments commencing from September 01, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
14.	Bajaj Finance Limited	Term Loan	30.00	1.25	**Repayment Date**: October 28, 2023 **Repayment Schedule**: Repayment in 24 equal monthly instalments commencing from December 02, 2021	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
15.	Bajaj Finance Limited	Term Loan	50.00	47.92	**Repayment Date**: July 24, 2025 **Repayment Schedule**: Repayment in 24 equal monthly instalments commencing from September 05, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
16.	Canara Bank	Term	300.00	109.09	**Repayment Date**:	Exclusive charge	CRISIL AA-	Standard

S. No	Name of Lender	Type of Facility and Documentation	Total amount of loan Sanctioned (in ₹ crore)	Principal Amount Outstanding as on September 30, 2023* *(in ₹ crore)*	Repayment Date/ Schedule	Security	Credit Rating (if applicable)	Asset Classification
		Loan			September 22, 2024 **Repayment Schedule**: Repayment in 11 equal Quarterly instalments commencing from February 22, 2022	on identified standard (Stage 1) loan receivables with a minimum-security cover of 105% of loan outstanding	/Stable	
17.	Capital Small Finance Bank	Term Loan	15.00	2.70	**Repayment Date**: April 1, 2024 **Repayment Schedule**: Repayment in 36 equal monthly instalments commencing from May 01, 2021	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
18.	Kisetsu Saison Finance (India) Private Limited	Term Loan	50.00	37.50	**Repayment Date**: March 15, 2025 **Repayment Schedule**: Repayment in 8 equal Quarterly instalments commencing from June 15, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
19.	DBS Bank India Limited	Term Loan	100.00	29.17	**Repayment Date**: November 4, 2024 **Repayment Schedule**: Repayment in 24 equal monthly instalments commencing from December 04, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
				37.50	**Repayment Date**: March 22, 2025 **Repayment Schedule**: Repayment in 24 equal monthly instalments commencing from April 22, 2023			
20.	DCB Bank	Term Loan	20.00	2.48	**Repayment Date**: December 4, 2023 **Repayment Schedule**: Repayment in 24 equal monthly instalments commencing from January 04, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 105% of loan outstanding	CRISIL AA-/Stable	Standard
21.	DCB Bank	Term Loan	50.00	41.67	**Repayment Date**: May 31, 2025 **Repayment Schedule**: Repayment in 24 equal	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-	CRISIL AA-/Stable	Standard

S. No	Name of Lender	Type of Facility and Documentation	Total amount of loan Sanctioned (in ₹ crore)	Principal Amount Outstanding as on September 30, 2023* *(in ₹ crore)*	Repayment Date/ Schedule	Security	Credit Rating (if applicable)	Asset Classification
					monthly instalments commencing from June 30, 2023	security cover of 105% of loan outstanding		
22.	Dhanlakshmi Bank Limited.	Term Loan	25.00	4.55	**Repayment Date**: March 12, 2024 **Repayment Schedule**: Repayment in 33 equal monthly instalments commencing from July 12, 2021	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
23.	Dhanlakshmi Bank Limited	Term Loan	35.00	12.72	**Repayment Date**: September 29, 2024 **Repayment Schedule**: Repayment in 33 equal monthly instalments commencing from January 29, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
24.	Dhanlakshmi Bank Limited	Term Loan	30.00	30.00	**Repayment Date**: August 8, 2026 **Repayment Schedule**: Repayment in 12 equal Quarterly instalments commencing from November 08, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
25.	Federal Bank	Term Loan	20.00	2.50	**Repayment Date**: December 29, 2023 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from January 29, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
26.	Federal Bank	Term Loan	25.00	12.50	**Repayment Date**: September 12, 2024 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from October 12, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
27.	Federal Bank	Term Loan	25.00	18.75	**Repayment Date**: March 3, 2025 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from April 03, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
28.	HDFC Bank	Term	75.00	15.62	**Repayment Date**:	Exclusive charge	CRISIL AA-	Standard

S. No	Name of Lender	Type of Facility and Documentation	Total amount of loan Sanctioned (in ₹ crore)	Principal Amount Outstanding as on September 30, 2023* *(in ₹ crore)*	Repayment Date/ Schedule	Security	Credit Rating (if applicable)	Asset Classification
		Loan			February 25, 2024 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from March 25, 2022	on identified standard (Stage 1) loan receivables with a minimum-security cover of 105% of loan outstanding	/Stable	
29.	HDFC Bank	Term Loan	50.00	29.17	**Repayment Date**: November 24, 2024 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from December 25, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 105% of loan outstanding	CRISIL AA-/Stable	Standard
30.	HDFC Bank	Term Loan	130.00	64.17	**Repayment Date**: July 9, 2025 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from August 10, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 105% of loan outstanding	CRISIL AA-/Stable	Standard
31.	Hero FinCorp Limited	Term Loan	50.00	34.53	**Repayment Date**: January 03, 2025 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from February 03, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
32.	Hero FinCorp Limited	Term Loan	25.00	20.24	**Repayment Date**: April 3, 2025 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from May 03, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
33.	Hinduja Leyland Finance Limited	Term Loan	40.00	24.30	**Repayment Date**: November 28, 2024 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from December 30, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
34.	Hinduja Leyland Finance Limited	Term Loan	50.00	36.46	**Repayment Date**: February 28 2025 **Repayment Schedule**: Repayment in 24 equal	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-	CRISIL AA-/Stable	Standard

S. No	Name of Lender	Type of Facility and Documentation	Total amount of loan Sanctioned (in ₹ crore)	Principal Amount Outstanding as on September 30, 2023* *(in ₹ crore)*	Repayment Date/ Schedule	Security	Credit Rating (if applicable)	Asset Classification
					Monthly instalments commencing from March 28, 2023	security cover of 110% of loan outstanding		
35.	HSBC Bank Limited	Term Loan	60.00	15.00	**Repayment Date**: March 23, 2024 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from April 22, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
36.	HSBC Bank Limited	Term Loan	40.00	10.00	**Repayment Date**: March 15, 2024 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from April 14, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
37.	HSBC Bank Limited	Term Loan	165.00	116.88	**Repayment Date**: February 17, 2025 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from March 17, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
38.	HSBC Bank Limited	Term Loan	230.00	61.25	**Repayment Date**: June 5, 2025 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from July 05, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
				43.75	**Repayment Date**: June 5, 2025 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from July 05, 2023		CRISIL AA-/Stable	Standard
				26.25	**Repayment Date**: June 5, 2025 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from July 05, 2023		CRISIL AA-/Stable	Standard
				43.75	**Repayment Date**: June		CRISIL AA-	Standard

S. No	Name of Lender	Type of Facility and Documentation	Total amount of loan Sanctioned (in ₹ crore)	Principal Amount Outstanding as on September 30, 2023* *(in ₹ crore)*	Repayment Date/ Schedule	Security	Credit Rating (if applicable)	Asset Classification
					5, 2025 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from July 05, 2023		/Stable	
39.	IDFC First Bank Limited	Term Loan	100.00	12.50	**Repayment Date**: December 31, 2023 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from January 31, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
40.	IDFC First Bank Limited	Term Loan	210.00	68.57	**Repayment Date**: June 30, 2024 **Repayment Schedule**: Repayment in 21 equal Monthly instalments commencing from October 31, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
				30.95	**Repayment Date**: October 27, 2024 **Repayment Schedule**: Repayment in 21 equal Monthly instalments commencing from February 28, 2023			
41.	IDFC First Bank Limited	Term Loan	100.00	85.71	**Repayment Date**: March 30, 2025 **Repayment Schedule**: Repayment in 21 equal Monthly instalments commencing from July 31, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
42.	ICICI Bank Limited	Term Loan	250.00	18.82	**Repayment Date**: March 10, 2024 **Repayment Schedule**: Repayment in 22 equal Monthly instalments commencing from June 10, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 105% of loan outstanding	CRISIL AA-/Stable	Standard
				14.55	**Repayment Date**: May 10, 2024 **Repayment Schedule**: Repayment in 22 equal			

S. No	Name of Lender	Type of Facility and Documentation	Total amount of loan Sanctioned (in ₹ crore)	Principal Amount Outstanding as on September 30, 2023* *(in ₹ crore)*	Repayment Date/ Schedule	Security	Credit Rating (if applicable)	Asset Classification
					Monthly instalments commencing from August 10, 2022			
				10.23	**Repayment Date**: June 9, 2024 **Repayment Schedule**: Repayment in 22 equal Monthly instalments commencing from September 09, 2022			
				10.91	**Repayment Date**: July 10, 2024 **Repayment Schedule**: Repayment in 22 equal Monthly instalments commencing from October 10, 2022			
				12.50	**Repayment Date**: August 9, 2024 **Repayment Schedule**: Repayment in 22 equal Monthly instalments commencing from November 10, 2022			
				14.73	**Repayment Date**: September 10, 2024 **Repayment Schedule**: Repayment in 22 equal Monthly instalments commencing from December 09, 2022			
				15.36	**Repayment Date**: October 10, 2024 **Repayment Schedule**: Repayment in 22 equal Monthly instalments commencing from January 10, 2023			
				8.91	**Repayment Date**: November 10, 2024 **Repayment Schedule**: Repayment in 22 equal Monthly instalments commencing from February 10, 2023			
43.	ICICI Bank	Term	400.00	60.68	**Repayment Date**:	Exclusive charge	CRISIL AA-	Standard

S. No	Name of Lender	Type of Facility and Documentation	Total amount of loan Sanctioned (in ₹ crore)	Principal Amount Outstanding as on September 30, 2023* *(in ₹ crore)*	Repayment Date/ Schedule	Security	Credit Rating (if applicable)	Asset Classification
	Limited	Loan			December 10, 2024 **Repayment Schedule**: Repayment in 22 equal Monthly instalments commencing from March 10, 2023	on identified standard (Stage 1) loan receivables with a minimum-security cover of 105% of loan outstanding	/Stable	
				20.36	**Repayment Date**: January 10, 2025 **Repayment Schedule**: Repayment in 22 equal Monthly instalments commencing from April 10, 2023			
				14.68	**Repayment Date**: February 10, 2025 **Repayment Schedule**: Repayment in 22 equal Monthly instalments commencing from May 10, 2023			
				18.00	**Repayment Date**: March 10, 2025 **Repayment Schedule**: Repayment in 22 equal Monthly instalments commencing from June 10, 2023			
				20.73	**Repayment Date**: April 10, 2025 **Repayment Schedule**: Repayment in 22 equal Monthly instalments commencing from July 10, 2023			
				20.91	**Repayment Date**: May 10, 2025 **Repayment Schedule**: Repayment in 22 equal Monthly instalments commencing from August 10, 2023			
				21.00	**Repayment Date**: June 10, 2025 **Repayment Schedule**: Repayment in 22 equal			

S. No	Name of Lender	Type of Facility and Documentation	Total amount of loan Sanctioned (in ₹ crore)	Principal Amount Outstanding as on September 30, 2023* *(in ₹ crore)*	Repayment Date/ Schedule	Security	Credit Rating (if applicable)	Asset Classification
					Monthly instalments commencing from September 10, 2023			
				22.00	**Repayment Date**: July 10, 2025 **Repayment Schedule**: Repayment in 22 equal Monthly instalments commencing from October 10, 2023			
				23.00	**Repayment Date**: August 10, 2025 **Repayment Schedule**: Repayment in 22 equal Monthly instalments commencing from November 10, 2023			
44.	IDBI Bank	Term Loan	100.00	16.67	**Repayment Date**: January 1, 2024 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from 01 Feb 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
45.	IDBI Bank	Term Loan	75.00	28.13	**Repayment Date**: June 1, 2024 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from July 1, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
46.	IDBI Bank	Term Loan	60.00	45.00	**Repayment Date**: Mar 01, 2025 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from April 1, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
47.	IDBI Bank	Term Loan	100.00	100.00	**Repayment Date**: September 01, 2025 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from October 1, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
48.	Indian Bank	Term	200.00	54.54	**Repayment Date**:	Exclusive charge	CRISIL AA-	Standard

S. No	Name of Lender	Type of Facility and Documentation	Total amount of loan Sanctioned (in ₹ crore)	Principal Amount Outstanding as on September 30, 2023* *(in ₹ crore)*	Repayment Date/ Schedule	Security	Credit Rating (if applicable)	Asset Classification
		Loan			March 17, 2025 **Repayment Schedule**: Repayment in 11 quarterly instalments commencing from September 16, 2022	on identified standard (Stage 1) loan receivables with a minimum-security cover of 100% of loan outstanding	/Stable	
				54.52	**Repayment Date**: March 30, 2025 **Repayment Schedule**: Repayment in 11 quarterly instalments commencing from September 30, 2022			
49.	Indian Bank	Term Loan	200.00	149.97	**Repayment Date**: March 30, 2025 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from April 30, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 100% of loan outstanding	CRISIL AA-/Stable	Standard
50.	Indian Overseas Bank	Term Loan	75.00	33.33	**Repayment Date**: September 30, 2025 **Repayment Schedule**: Repayment in 12 equal Quarterly instalments commencing from December 31, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 115% of loan outstanding	CRISIL AA-/Stable	Standard
				16.67	**Repayment Date**: September 30, 2025 **Repayment Schedule**: Repayment in 12 equal Quarterly instalments commencing from December 31, 2022			
51.	Jana Small Finance Bank	Term Loan	50.00	16.88	**Repayment Date**: August 3, 2024 **Repayment Schedule**: Repayment in 36 equal Monthly instalments commencing from September 03, 2021	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 100% of loan outstanding	CRISIL AA-/Stable	Standard
52.	Jana Small Finance Bank	Term Loan	40.00	21.64	**Repayment Date**: Oct 3, 2024 **Repayment Schedule**: Repayment in 24 equal	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-	CRISIL AA-/Stable	Standard

S. No	Name of Lender	Type of Facility and Documentation	Total amount of loan Sanctioned (in ₹ crore)	Principal Amount Outstanding as on September 30, 2023* *(in ₹ crore)*	Repayment Date/ Schedule	Security	Credit Rating (if applicable)	Asset Classification
					Monthly instalments commencing from November 03, 2022	security cover of 110% of loan outstanding		
53.	Jana Small Finance Bank	Term Loan	55.00	52.71	**Repayment Date**: August 3, 2025 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from September 03, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
54.	JM Financial Products Limited	Term Loan	250.00	87.68	**Repayment Date**: March 25, 2024 **Repayment Schedule**: Repayment in 18 equal Monthly instalments commencing from November 01, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
55.	JM Financial Products Limited	Term Loan	150.00	94.16	**Repayment Date**: September 01, 2024 **Repayment Schedule**: Repayment in 18 equal Monthly instalments commencing from April 01, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
56.	JM Financial Products Limited	Term Loan	200.00	179.36	**Repayment Date**: January 25, 2025 **Repayment Schedule**: Repayment in 18 equal Monthly instalments commencing from September 01, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
57.	Karnataka Bank Limited	Term Loan	50.00	12.48	**Repayment Date**: December 28, 2023 **Repayment Schedule**: Repayment in 4 equal Half Yearly instalments commencing from June 28, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 111% of loan outstanding	CRISIL AA-/Stable	Standard
58.	Karur Vysya Bank	Term Loan	25.00	17.42	**Repayment Date**: August 31, 2025 **Repayment Schedule**: Repayment in 33 equal Monthly instalments commencing from December 31, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard

S. No	Name of Lender	Type of Facility and Documentation	Total amount of loan Sanctioned (in ₹ crore)	Principal Amount Outstanding as on September 30, 2023* *(in ₹ crore)*	Repayment Date/ Schedule	Security	Credit Rating (if applicable)	Asset Classification
59.	Karur Vysya Bank	Term Loan	50.00	45.45	**Repayment Date**: March 31, 2026 **Repayment Schedule**: Repayment in 33 equal Monthly instalments commencing from July 31, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
60.	Kookmin Bank	Term Loan	70.00	70.00	**Repayment Date**: February 17, 2026 **Repayment Schedule**: Repayment in 8 equal Quarterly instalments commencing from May 17, 2024	Exclusive charge on specific receivable of standard assets (Book debts) in the nature by hypothecation with asset cover of 110% to be maintained on the outstanding loan exposure	CRISIL AA-/Stable	Standard
61.	Kotak Mahindra Bank	Term Loan	50.00	6.25	**Repayment Date**: December 29, 2023 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from January 29, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 115% of loan outstanding	CRISIL AA-/Stable	Standard
62.	Kotak Mahindra Bank	Term Loan	40.00	18.33	**Repayment Date**: August 29, 2024 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from September 29, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
63.	Kotak Mahindra Bank	Term Loan	60.00	33.75	**Repayment Date**: March 09, 2025 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from April 09, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
64.	Maanaveeya Finance Development Limited	Term Loan	50.00	8.33	**Repayment Date**: March 26, 2024 **Repayment Schedule**: Repayment in 12 equal Quarterly instalments commencing from June 26, 2021	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 100% of loan outstanding	CRISIL AA-/Stable	Standard

S. No	Name of Lender	Type of Facility and Documentation	Total amount of loan Sanctioned (in ₹ crore)	Principal Amount Outstanding as on September 30, 2023* *(in ₹ crore)*	Repayment Date/ Schedule	Security	Credit Rating (if applicable)	Asset Classification
65.	Mahindra & Mahindra Financial Services Limited	Term Loan	100.00	22.11	**Repayment Date**: July 27, 2024 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from August 27, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
				24.28	**Repayment Date**: August 27, 2024 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from September 27, 2022			
66.	MAS Financial Services Limited	Term Loan	15.00	1.88	**Repayment Date**: December 25, 2023 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from January 25, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
67.	MUDRA	Refinance	150.00	127.25	**Repayment Date**: January 10, 2026 **Repayment Schedule**: Repayment in 33 equal Monthly instalments commencing from 10 May 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 100% of loan outstanding	CRISIL AA-/Stable	Standard
68.	National Bank for Agriculture and Rural Development	Refinance	150.00	30.00	**Repayment Date**: January 31, 2025 **Repayment Schedule**: Repayment in 11 Half-yearly instalments commencing from January 31, 2020	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 112% of loan outstanding	CRISIL AA-/Stable	Standard
69.	National Bank for Agriculture and Rural Development	Refinance	150.00	45.00	**Repayment Date**: March 31, 2026 **Repayment Schedule**: Repayment in 20 equal Quarterly instalments commencing from June 30, 2021	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 112% of loan outstanding	CRISIL AA-/Stable	Standard
70.	National Bank for Agriculture and Rural	Refinance	200.00	108.00	**Repayment Date**: December 31, 2026 **Repayment Schedule**:	Exclusive charge on identified standard (Stage 1) loan receivables	CRISIL AA-/Stable	Standard

S. No	Name of Lender	Type of Facility and Documentation	Total amount of loan Sanctioned (in ₹ crore)	Principal Amount Outstanding as on September 30, 2023* *(in ₹ crore)*	Repayment Date/ Schedule	Security	Credit Rating (if applicable)	Asset Classification
	Development				Repayment in 19 equal Quarterly instalments commencing from June 30, 2022	with a minimum-security cover of 112% of loan outstanding		
71.	National Bank for Agriculture and Rural Development	Refinance	200.00	162.00	**Repayment Date**: Dec 31, 2025 **Repayment Schedule**: Repayment in 11 equal Quarterly instalments commencing from June 30, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
72.	Nabkisan Finance Limited	Term Loan	20.00	3.30	**Repayment Date**: March 01, 2024 **Repayment Schedule**: Repayment in 12 equal Quarterly instalments commencing from June 01, 2021	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
73.	Nabkisan Finance Limited	Term Loan	25.00	12.50	**Repayment Date**: February 01, 2025 **Repayment Schedule**: Repayment in 12 equal Quarterly instalments commencing from May 01, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
74.	Nabkisan Finance Limited	Term Loan	55.00	39.29	**Repayment Date**: January 01, 2025 **Repayment Schedule**: Repayment in 7 equal Quarterly instalments commencing from July 01, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
75.	Nabsamruddhi Finance Limited	Term Loan	15.00	2.38	**Repayment Date**: February 29, 2024 **Repayment Schedule**: Repayment in 36 equal Monthly instalments commencing from March 31, 2021	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 100% of loan outstanding	CRISIL AA-/Stable	Standard
76.	Nabsamruddhi Finance Limited	Term Loan	29.00	25.18	**Repayment Date**: March 31, 2025 **Repayment Schedule**: Repayment in 21 equal Monthly instalments commencing from July 31, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard

S. No	Name of Lender	Type of Facility and Documentation	Total amount of loan Sanctioned (in ₹ crore)	Principal Amount Outstanding as on September 30, 2023* *(in ₹ crore)*	Repayment Date/ Schedule	Security	Credit Rating (if applicable)	Asset Classification
77.	Northern Arc Capital Limited	Term Loan	100.00	13.63	**Repayment Date**: March 25, 2024 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from April 25, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
				14.00	**Repayment Date**: March 25, 2024 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from April 25, 2022			
78.	Punjab & Sind Bank	Term Loan	25.00	13.60	**Repayment Date**: March 31, 2025 **Repayment Schedule**: Repayment in 11 equal Quarterly instalments commencing from 30 Sept 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 111% of loan outstanding	CRISIL AA-/Stable	Standard
79.	Punjab & Sind Bank	Term Loan	75.00	64.28	**Repayment Date**: Feb 28, 2025 **Repayment Schedule**: Repayment in 7 equal Quarterly instalments commencing from August 31, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 111% of loan outstanding	CRISIL AA-/Stable	Standard
80.	RBL Bank Limited .	Term Loan	250.00	47.73	**Repayment Date**: November 16, 2024 **Repayment Schedule**: Repayment in 22 equal Monthly instalments commencing from February 16, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
				47.73	**Repayment Date**: November 16, 2024 **Repayment Schedule**: Repayment in 22 equal Monthly instalments commencing from February 16, 2023			
				3.41	**Repayment Date**: December 30, 2024 **Repayment Schedule**: Repayment in 22 equal			

S. No	Name of Lender	Type of Facility and Documentation	Total amount of loan Sanctioned (in ₹ crore)	Principal Amount Outstanding as on September 30, 2023* *(in ₹ crore)*	Repayment Date/ Schedule	Security	Credit Rating (if applicable)	Asset Classification
					Monthly instalments commencing from March 30, 2023			
				3.41	**Repayment Date**: December 30, 2024 **Repayment Schedule**: Repayment in 22 equal Monthly instalments commencing from March 30, 2023			
				9.41	**Repayment Date**: March 21, 2025 **Repayment Schedule**: Repayment in 22 equal Monthly instalments commencing from June 21, 2023			
				9.41	**Repayment Date**: March 21, 2025 **Repayment Schedule**: Repayment in 22 equal Monthly instalments commencing from June 21, 2023			
				10.45	**Repayment Date**: May 29, 2025 **Repayment Schedule**: Repayment in 22 equal Monthly instalments commencing from August 29, 2023			
				10.45	**Repayment Date**: May 29, 2025 **Repayment Schedule**: Repayment in 22 equal Monthly instalments commencing from August 29, 2023			
				4.77	**Repayment Date**: June 30, 2025 **Repayment Schedule**: Repayment in 22 equal Monthly instalments commencing from September 30, 2023			
				4.77	**Repayment Date**: June			

S. No	Name of Lender	Type of Facility and Documentation	Total amount of loan Sanctioned (in ₹ crore)	Principal Amount Outstanding as on September 30, 2023* *(in ₹ crore)*	Repayment Date/ Schedule	Security	Credit Rating (if applicable)	Asset Classification
					30, 2025 **Repayment Schedule**: Repayment in 22 equal Monthly instalments commencing from September 30, 2023			
81.	SBM Bank (India) Limited	Term Loan	20.00	5.00	**Repayment Date**: March 30, 2024 **Repayment Schedule**: Repayment in eight quarterly instalments commencing from March 30, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
82.	SBM Bank (India) Limited	Term Loan	30.00	11.25	**Repayment Date**: Jun 23, 2024 **Repayment Schedule**: Repayment in 8 equal Quarterly instalments commencing from September 23, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
83.	SBM Bank (India) Limited	Term Loan	12.50	6.25	**Repayment Date**: August 28, 2024 **Repayment Schedule**: Repayment in 8 equal Quarterly instalments commencing from November 29, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
84.	SBM Bank (India) Limited	Term Loan	22.00	13.75	**Repayment Date**: November 29, 2024 **Repayment Schedule**: Repayment in 8 equal Quarterly instalments commencing from February 28, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
85.	SBM Bank (India) Limited	Term Loan	38.00	38.00	**Repayment Date**: August 31, 2025 **Repayment Schedule**: Repayment in 8 equal Quarterly instalments commencing from November 30, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
86.	Small Industries Development Bank of India	Refinance	75.00	15.00	**Repayment Date**: March 10, 2024 **Repayment Schedule**: Repayment in 30 equal	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-	CRISIL AA-/Stable	Standard

S. No	Name of Lender	Type of Facility and Documentation	Total amount of loan Sanctioned (in ₹ crore)	Principal Amount Outstanding as on September 30, 2023* *(in ₹ crore)*	Repayment Date/ Schedule	Security	Credit Rating (if applicable)	Asset Classification
					Monthly instalments commencing from October 08, 2021	security cover of 100% of loan outstanding		
87.	Small Industries Development Bank of India	Refinance	150.00	65.00	**Repayment Date**: October 10, 2024 **Repayment Schedule**: Repayment in 30 equal Monthly instalments commencing from May 10, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 100% of loan outstanding	CRISIL AA-/Stable	Standard
88.	Small Industries Development Bank of India	Refinance	400.00	306.62	**Repayment Date**: August 10, 2025 **Repayment Schedule**: Repayment in 30 equal Monthly instalments commencing from March 10, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 100% of loan outstanding	CRISIL AA-/Stable	Standard
89.	South Indian Bank	Term Loan	100.00	24.89	**Repayment Date**: March 21, 2024 **Repayment Schedule**: Repayment in 24 Monthly instalments commencing from April 21, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
90.	Standard Chartered Bank	Term Loan	122.50	8.33	**Repayment Date**: November 24, 2023 **Repayment Schedule**: Repayment in 6 equal Quarterly instalments commencing from August 24, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 100% of loan outstanding	CRISIL AA-/Stable	Standard
				12.08	**Repayment Date**: November 30, 2023 **Repayment Schedule**: Repayment in 6 equal Quarterly instalments commencing from August 30, 2022			
				10.00	**Repayment Date**: June 28, 2024 **Repayment Schedule**: Repayment in 6 equal Quarterly instalments commencing from March 28, 2023			
91.	Standard	Term	114.52	71.58	**Repayment Date**:	Exclusive charge	CRISIL AA-	Standard

S. No	Name of Lender	Type of Facility and Documentation	Total amount of loan Sanctioned (in ₹ crore)	Principal Amount Outstanding as on September 30, 2023* *(in ₹ crore)*	Repayment Date/ Schedule	Security	Credit Rating (if applicable)	Asset Classification
	Chartered Bank	Loan			November 8, 2024 **Repayment Schedule**: Repayment in 8 equal Quarterly instalments commencing from February 10, 2023	on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	/Stable	
				12.51	**Repayment Date**: May 8, 2025 **Repayment Schedule**: Repayment in 8 equal Quarterly instalments commencing from August 09, 2023			
				12.51	**Repayment Date**: May 16, 2025 **Repayment Schedule**: Repayment in 8 equal Quarterly instalments commencing from August 18, 2023			
				16.00	**Repayment Date**: August 14, 2025 **Repayment Schedule**: Repayment in 8 equal Quarterly instalments commencing from November 18, 2023			
92.	State Bank of India	Term Loan	300.00	9.99	**Repayment Date**: October 30, 2023 **Repayment Schedule**: Repayment in 30 equal Monthly instalments commencing from May 29, 2021	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 115% of loan outstanding	CRISIL AA-/Stable	Standard
93.	State Bank of India	Term Loan	300.00	149.99	**Repayment Date**: February 11, 2025 **Repayment Schedule**: Repayment in 32 equal Monthly instalments commencing from June 11, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 115% of loan outstanding	CRISIL AA-/Stable	Standard
94.	Suryoday Small Finance Bank Limited	Term Loan	20.00	1.90	**Repayment Date**: November 5, 2023 **Repayment Schedule**: Repayment in 24	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-	CRISIL AA-/Stable	Standard

S. No	Name of Lender	Type of Facility and Documentation	Total amount of loan Sanctioned (in ₹ crore)	Principal Amount Outstanding as on September 30, 2023* *(in ₹ crore)*	Repayment Date/ Schedule	Security	Credit Rating (if applicable)	Asset Classification
					Monthly instalments commencing from December 06, 2021	security cover of 110% of loan outstanding		
95.	Suryoday Small Finance Bank Limited	Term Loan	33.00	25.86	**Repayment Date**: Mar 05, 2026 **Repayment Schedule**: Repayment in 37 Monthly instalments commencing from March 05 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
96.	Tata Capital Financial Services Limited	Term Loan	30.00	13.33	**Repayment Date**: September 10, 2024 **Repayment Schedule**: Repayment in 18 equal Monthly instalments commencing from April 10, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
97.	Piramal Enterprises Limited	Term Loan	75.00	65.63	**Repayment Date**: May 25, 2025 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from July 05, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
98.	UCO Bank	Term Loan	50.00	24.64	**Repayment Date**: March 31, 2025 **Repayment Schedule**: Repayment in 12 equal Quarterly instalments commencing from June 30, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
99.	Union Bank of India	Term Loan	20.00	3.03	**Repayment Date**: February 29, 2024 **Repayment Schedule**: Repayment in 33 equal Monthly instalments commencing from June 30, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 111% of loan outstanding	CRISIL AA-/Stable	Standard
100.	Union Bank of India	Term Loan	45.00	24.55	**Repayment Date**: March 31, 2025 **Repayment Schedule**: Repayment in 11 equal Quarterly instalments commencing from September 30, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 111% of loan outstanding	CRISIL AA-/Stable	Standard
101.	Union Bank	Term	40.00	32.73	**Repayment Date**:	Exclusive charge	CRISIL AA-	Standard

S. No	Name of Lender	Type of Facility and Documentation	Total amount of loan Sanctioned (in ₹ crore)	Principal Amount Outstanding as on September 30, 2023* *(in ₹ crore)*	Repayment Date/ Schedule	Security	Credit Rating (if applicable)	Asset Classification
	of India	Loan			December 31, 2025 **Repayment Schedule**: Repayment in 11 equal Quarterly instalments commencing from June 30, 2023	on identified standard (Stage 1) loan receivables with a minimum-security cover of 111% of loan outstanding	/Stable	
102.	Uthkarsh Small Finance Bank	Term Loan	30.00	1.25	**Repayment Date**: October 25, 2023 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from November 25, 2021	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
103.	Uthkarsh Small Finance Bank	Term Loan	23.00	11.50	**Repayment Date**: September 25, 2024 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from October 25, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
104.	Woori Bank	Term Loan	38.00	3.30	**Repayment Date**: December 31, 2023 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from January 31, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
105.	Woori Bank	Term Loan	35.00	12.17	**Repayment Date**: June 30 2024 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from July 30, 2022	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
106.	Woori Bank	Term Loan	41.00	29.04	**Repayment Date**: February 28, 2025 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from March 31, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
107.	Woori Bank	Term Loan	25.00	23.91	**Repayment Date**: August 30, 2025 **Repayment Schedule**: Repayment in 24 equal	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-	CRISIL AA-/Stable	Standard

S. No	Name of Lender	Type of Facility and Documentation	Total amount of loan Sanctioned (in ₹ crore)	Principal Amount Outstanding as on September 30, 2023* *(in ₹ crore)*	Repayment Date/ Schedule	Security	Credit Rating (if applicable)	Asset Classification
					Monthly instalments commencing from September 30, 2023	security cover of 110% of loan outstanding		
108.	YES Bank Limited	Term Loan	50.00	37.50	**Repayment Date**: March 31, 2025 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from April 30, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 112% of loan outstanding	CRISIL AA-/Stable	Standard
109.	National Bank for Agriculture and Rural Development	Refinance	350.00	350.00	**Repayment Date**: June 30, 2026 **Repayment Schedule**: Repayment in 11 equal Quarterly instalments commencing from December 31, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
110.	HSBC Bank	Term Loan	105.00	80.50	**Repayment Date**: September 7, 2025 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from October 07, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
111.	Standard Chartered Bank	Term Loan	114.52	55.70	**Repayment Date**: September 10, 2025 **Repayment Schedule**: Repayment in 8 equal Quarterly instalments commencing from December 11, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
112.	Axis Bank Limited	Term Loan	500.00	50.00	**Repayment Date**: September 15, 2025 **Repayment Schedule**: Repayment in 22 equal Monthly instalments commencing from December 15, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
113.	DBS Bank India Limited	Term Loan	200.00	100.00	**Repayment Date**: December 21, 2025 **Repayment Schedule**: Repayment in 24 equal monthly instalments commencing from January 21, 2024	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	-	Standard
114.	Hinduja	Term	50.00	50.00	**Repayment Date**:	Exclusive charge	CRISIL AA-	Standard

S. No	Name of Lender	Type of Facility and Documentation	Total amount of loan Sanctioned (in ₹ crore)	Principal Amount Outstanding as on September 30, 2023* *(in ₹ crore)*	Repayment Date/ Schedule	Security	Credit Rating (if applicable)	Asset Classification
	Leyland Finance	Loan			September 22, 2025 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from October 22, 2023	on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	/Stable	
115.	SBM Bank (India) Limited	Term Loan	19.00	19.00	**Repayment Date**: December 25, 2025 **Repayment Schedule**: Repayment in 8 equal Quarterly instalments commencing from March 25, 2024	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
116.	ICICI Bank	Term Loan	400.00	128.00	**Repayment Date**: September 10, 2025 **Repayment Schedule**: Repayment in 22 equal Monthly instalments commencing from December 10, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 105% of loan outstanding	CRISIL AA-/Stable	Standard
117.	HSBC Bank	Term Loan	33.00	33.00	**Repayment Date**: September 25, 2025 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from October 25, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
118.	Federal Bank	Term Loan	50.00	50.00	**Repayment Date**: September 26, 2025 **Repayment Schedule**: Repayment in 24 equal monthly instalments commencing from October 26, 2023	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 110% of loan outstanding	CRISIL AA-/Stable	Standard
119.	SIDBI	Refinance	500.00	300.00	**Repayment Date**: August 10, 2026 **Repayment Schedule**: Repayment in 30 equal Monthly instalments commencing from March 10, 2024	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 100% of loan outstanding	CRISIL AA-/Stable	Standard
120.	ICICI Bank	Term Loan	500.00	44.00	**Repayment Date**: September 10, 2026 **Repayment Schedule**: Repayment in 22 equal	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-	CRISIL AA-/Stable	Standard

S. No	Name of Lender	Type of Facility and Documentation	Total amount of loan Sanctioned (in ₹ crore)	Principal Amount Outstanding as on September 30, 2023* *(in ₹ crore)*	Repayment Date/ Schedule	Security	Credit Rating (if applicable)	Asset Classification
					Monthly instalments commencing from December 10, 2023	security cover of 105% of loan outstanding		
121.	Odhisha Gramya Bank	Term Loan	250.00	250.00	**Repayment Date**: December 31, 2025 **Repayment Schedule**: Repayment in 24 equal Monthly instalments commencing from January 31, 2024	Exclusive charge on identified standard (Stage 1) loan receivables with a minimum-security cover of 112% of loan outstanding	CRISIL AA-/Stable	Standard
TOTAL				**7,006.71**				

** The total principal amount outstanding of secured term loans from banks/ financial institutions before Ind AS adjustment on account of Effective Interest Rate and interest accrued but not due is ₹ 15.36 crore.*

Penalty: The loan documentation executed with respect to the term loans mentioned above set out penalty provisions for compliance with the provisions of the loan documents. Such provisions include, but are not limited to:

a. Any default in payment for dues or of any of the terms and conditions would entail an additional interest charge of 2% on the entire loan, leviable from the date of the default and on default/ failure to pay the same.
b. The additional interest rate shall be 2% in case of payment related default and 1% in case of non-creation of security.
c. Pre-payment premium at 1% p.a. of the outstanding loan being prepaid, up to the maturity.
d. 2% plus applicable rate of interest due non-payment of interest/principal or any other amount on the due date or breach of terms and conditions of finance documents.
e. Default interest is payable on unpaid amounts at the rate of 2% per annum above the relevant interest rate (or other relevant applicable rate or commission) or the default rate prescribed by the RBI for the relevant Facility, whichever is lower.
f. Penal interest at 2% p.a. for non-compliance with key financial covenants or other covenants, apart from any actions necessitated due to triggering of any events of default.

Rescheduling: None of the loan documents provides for rescheduling provisions.

Events of Default: The facility documents executed by the Company stipulates certain events as "*Events of Default*", pursuant to which the Company may be required to immediately repay the entire loan facility availed by it and be subject to additional penalties by the relevant lenders. Such events include, but are not limited to:

a. Failure to pay on the due date any amount payable pursuant to a facility document, (including but not limiting to principal and interest amount payable with respect to any loan), at the place at and in the currency in which it is expressed to be payable;
b. Failure to comply with any provision of the facility documents, to which it is a party;
c. Any representation or statement made or deemed to be made by the Company in the facility documents (to which it is a party) or any other document delivered by or on behalf of the Company under or in connection with any facility documents, is or proves to have been incorrect or misleading in any material respect when made or deemed to be made;
d. Occurring of a cross default event as mentioned in facility documents;
e. The Company is unable to, is presumed or deemed to be unable to or admits its inability to, pay its debts as they fall due, suspends making payments on any of its debts or, by reason of actual or anticipated financial difficulties, commences negotiations with one or more of its creditors with a view to rescheduling any of its indebtedness or the value of its assets is less than its liabilities (taking into account contingent and prospective liabilities) or a moratorium is declared in respect of any of its indebtedness;
f. An application or petition has been admitted by any relevant Governmental Agency under the Insolvency and Bankruptcy Code, 2016 (as may be amended, modified or supplemented from time to time) in relation to the Company;
g. Any action, legal proceedings or other procedure or step is taken in relation to: (a) dissolution of the Company; (b) the suspension of material payments, a moratorium of any material indebtedness of the Company; (c) a composition,

assignment or arrangement with any creditor of the Company in accordance with applicable law; (d) the appointment of a liquidator, receiver, administrator, administrative receiver, compulsory manager or other similar officer in respect of the Borrower or any of its material assets; or (e) a reference to the relevant Governmental Agency under the provisions of the Insolvency and Bankruptcy Code, 2016; (f) enforcement of any Security Interest over any material assets of the Company, or any analogous procedure or step is taken in any jurisdiction;

h. It is or becomes unlawful for the Company to perform any of its obligations under the facility documents or any of the facility documents or any material provision is or becomes ineffective, invalid, illegal or unenforceable;
i. The Company suspends or ceases to carry on (or threatens to suspend or cease to carry on) or gives notice of its intention to cease to carry on all or any substantial part of its business / fulfil its objects as conducted as at the date of the facility documents;
j. The Company repudiates a facility document or evidences an intention to repudiate a facility document;
k. Any governmental agency (whether de jure or de facto) nationalises, compulsorily acquires, expropriates or seizes all or any part of the business or assets of the Company;
l. Any litigation, arbitration, investigative or administrative proceeding or enquiry is current, pending or threatened: (a) to restrain the Company's entry into, the exercise of the Company's rights under, or compliance by the Company with any of its obligations under, the facility documents;
m. Any event or circumstance occurs which the lenders reasonably believe has or is likely to have a material adverse effect;
n. In the opinion of the lenders: (a) the security is in jeopardy or ceases to have effect or is inadequate or insufficient; or (b) any security document pertaining to it, executed or furnished by or on behalf of the Company becomes illegal, invalid or unenforceable; or (c) a security document does not create the security Interest it purports to create over the relevant secured asset (which is subject to that security document); or (d) or if any such security document shall be assigned or otherwise transferred, amended or terminated, repudiated or revoked without the approval of the lenders;
o. The Company or any of its assets and receivables are or become entitled to claim immunity from suit, execution, attachment or other legal process.

ii. Secured Cash Credit / Overdraft ("CC/OD")/ Working Capital Demand Loans ("WCDL") facility availed by our Company

As on September 30, 2023 the Company do not have outstanding WCDL facility. The details of CC/OD facilities availed by the Company are as follows:

Sr. No.	Lender's Name	Type of Facility	Date of Sanction/ Renewal	Amount Sanctioned (₹ in crore)	Principal Amount Outstanding as on September 30, 2023 (₹ in crore)	Repayment Date / Schedule	Security (₹ in crore)	Credit rating, if applicable	Asset Classification
1	Axis Bank Limited	OD	July 26, 2021	0.10	-	On demand	Fixed deposit amounting to ₹ 0.03 crore	-	Standard
2	Axis Bank Limited	OD			-	On demand	Fixed deposit amounting to ₹ 0.02 crore	-	Standard
3	Axis Bank Limited	OD			-	On demand	Fixed deposit amounting to ₹ 0.01 crore	-	Standard
4	Axis Bank Limited	OD			-	On demand	Fixed deposit amounting to ₹ 0.01 crore	-	Standard
5	Axis Bank Limited	OD			-	On demand	Fixed deposit amounting to ₹ 0.01 crore	-	Standard
6	Axis	OD			-	On demand	Fixed deposit		Standard

Sr. No.	Lender's Name	Type of Facility	Date of Sanction/ Renewal	Amount Sanctioned (₹ in crore)	Principal Amount Outstanding as on September 30, 2023 (₹ in crore)	Repayment Date / Schedule	Security (₹ in crore)	Credit rating, if applicable	Asset Classification
	Bank Limited						amounting to ₹ 0.01 crore	-	
7	Axis Bank Limited	OD			-	On demand	Fixed deposit amounting to ₹ 0.02 crore	-	Standard
8	Bank of Baroda	OD	October 18, 2023	0.01	-	On demand	Fixed deposit amounting to ₹ 0.01 crore	-	Standard
9	Canara Bank	OD	September 30, 2021	0.01	-	On demand	Fixed deposit amounting to ₹ 0.01 crore	-	Standard
10	ICICI Bank Limited	OD	August 05, 2021	0.12	-	On demand	Fixed deposit amounting to ₹ 0.13 crore	-	Standard
11	IDFC First Bank Limited	OD	March 27, 2023	290	-	On demand	Fixed deposit amounting to ₹ 0.01 crore	-	Standard
12	IDFC First Bank Limited	OD			-	On demand	Fixed deposit amounting to ₹ 0.01 crore	-	Standard
13	IDFC First Bank Limited	OD			-	On demand	Fixed deposit amounting to ₹ 0.01 crore	-	Standard
14	IDFC First Bank Limited	OD			-	On demand	Fixed deposit amounting to ₹ 0.01 crore	-	Standard
15	IDFC First Bank Limited	OD			-	On demand	Fixed deposit amounting to ₹ 0.01 crore	-	Standard
16	IDFC First Bank Limited	OD			-	On demand	Fixed deposit amounting to ₹ 49.95 crore	-	Standard
17	IDFC First Bank Limited	OD			-	On demand	Fixed deposit amounting to ₹ 0.01 crore	-	Standard
18	IDFC First Bank Limited	OD			-	On demand	Fixed deposit amounting to ₹ 0.01 crore	-	Standard
19	Indian Bank	OD	January 24, 2022	0.01	-	On demand	Fixed deposit amounting to ₹ 0.01 crore	-	Standard

Sr. No.	Lender's Name	Type of Facility	Date of Sanction/ Renewal	Amount Sanctioned (₹ in crore)	Principal Amount Outstanding as on September 30, 2023 (₹ in crore)	Repayment Date / Schedule	Security (₹ in crore)	Credit rating, if applicable	Asset Classification
20	Indian Overseas Bank	OD	March 31, 2023	0.01	-	On demand	Fixed deposit amounting to ₹ 0.01 crore	-	Standard
21	Punjab & Sind Bank	OD	March 08, 2022	0.01	-	On demand	Fixed deposit amounting to ₹ 0.01 crore	-	Standard
22	State Bank of India	OD	February 22, 2023	0.01	-	On demand	Fixed deposit amounting to ₹ 0.01 crore	-	Standard
23	ICICI Bank	OD	September 09, 2023	37.28	-	On demand	Fixed deposit amounting to ₹ 42.90 crore	-	Standard
24	RBL Bank Limited	CC	March 29, 2021	5.00	-	On demand	110% of the loan outstanding	-	Standard
Total				**327.54**					

Penalty: The loan documentation executed with respect to the term loans mentioned above set out penalty provisions for compliance with the provisions of the loan documents. Such provisions include, but are not limited to:

a. Any default in payment for dues or of any of the terms and conditions would entail an additional interest charge of 2% on the entire loan, leviable from the date of the default and on default/ failure to pay the same.
b. The additional interest rate shall be 2% in case of payment related default and 1% in case of non-creation of security.
c. Pre-payment premium at 1% p.a. of the outstanding loan being prepaid, up to the maturity.
d. 2% plus applicable rate of interest due non-payment of interest/principal or any other amount on the due date or breach of terms and conditions of finance documents.
e. Default interest is payable on unpaid amounts at the rate of 2% per annum above the relevant interest rate (or other relevant applicable rate or commission) or the default rate prescribed by the RBI for the relevant Facility, whichever is lower.
f. Penal interest at 2% p.a. for non-compliance with key financial covenants or other covenants, apart from any actions necessitated due to triggering of any events of default.

Rescheduling: None of the loan documents provides for rescheduling provisions.

Events of Default: The facility documents executed by the Company stipulates certain events as "*Events of Default*", pursuant to which the Company may be required to immediately repay the entire loan facility availed by it and be subject to additional penalties by the relevant lenders. Such events include, but are not limited to:

a. Failure to pay on the due date any amount payable pursuant to a facility document, (including but not limiting to principal and interest amount payable with respect to any loan), at the place at and in the currency in which it is expressed to be payable;
b. Failure to comply with any provision of the facility documents, to which it is a party;
c. Any representation or statement made or deemed to be made by the Company in the facility documents (to which it is a party) or any other document delivered by or on behalf of the Company under or in connection with any facility documents, is or proves to have been incorrect or misleading in any material respect when made or deemed to be made;
d. Occurring of a cross default event as mentioned in facility documents;
e. The Company is unable to, is presumed or deemed to be unable to or admits its inability to, pay its debts as they fall due, suspends making payments on any of its debts or, by reason of actual or anticipated financial difficulties, commences negotiations with one or more of its creditors with a view to rescheduling any of its indebtedness or the value of its assets is less than its liabilities (taking into account contingent and prospective liabilities) or a moratorium is declared in respect of any of its indebtedness;

f. An application or petition has been admitted by any relevant Governmental Agency under the Insolvency and Bankruptcy Code, 2016 (as may be amended, modified or supplemented from time to time) in relation to the Company;
g. Any action, legal proceedings or other procedure or step is taken in relation to: (a) dissolution of the Company; (b) the suspension of material payments, a moratorium of any material indebtedness of the Company; (c) a composition, assignment or arrangement with any creditor of the Company in accordance with applicable law; (d) the appointment of a liquidator, receiver, administrator, administrative receiver, compulsory manager or other similar officer in respect of the Borrower or any of its material assets; or (e) a reference to the relevant Governmental Agency under the provisions of the Insolvency and Bankruptcy Code, 2016; (f) enforcement of any Security Interest over any material assets of the Company, or any analogous procedure or step is taken in any jurisdiction;
h. It is or becomes unlawful for the Company to perform any of its obligations under the facility documents or any of the facility documents or any material provision is or becomes ineffective, invalid, illegal or unenforceable;
i. The Company suspends or ceases to carry on (or threatens to suspend or cease to carry on) or gives notice of its intention to cease to carry on all or any substantial part of its business / fulfil its objects as conducted as at the date of the facility documents;
j. The Company repudiates a facility document or evidences an intention to repudiate a facility document;
k. Any governmental agency (whether de jure or de facto) nationalises, compulsorily acquires, expropriates or seizes all or any part of the business or assets of the Company;
l. Any litigation, arbitration, investigative or administrative proceeding or enquiry is current, pending or threatened: (a) to restrain the Company's entry into, the exercise of the Company's rights under, or compliance by the Company with any of its obligations under, the facility documents;
m. Any event or circumstance occurs which the lenders reasonably believe has or is likely to have a material adverse effect;
n. In the opinion of the lenders: (a) the security is in jeopardy or ceases to have effect or is inadequate or insufficient; or (b) any security document pertaining to it, executed or furnished by or on behalf of the Company becomes illegal, invalid or unenforceable; or (c) a security document does not create the security Interest it purports to create over the relevant secured asset (which is subject to that security document); or (d) or if any such security document shall be assigned or otherwise transferred, amended or terminated, repudiated or revoked without the approval of the lenders;
o. The Company or any of its assets and receivables are or become entitled to claim immunity from suit, execution, attachment or other legal process.

iii. Secured External Commercial Borrowings

As on September 30, 2023 our Company has not taken any secured external commercial borrowings.

iv. Details of Outstanding Secured Non-Convertible Securities

(a) **Private placement of secured redeemable non-convertible debentures**

Our Company has issued on private placement basis, secured, redeemable, non-convertible debentures under various series of which ₹ 283.80 crore is outstanding as on September 30, 2023 the details of which are set forth below:

Sr. No.	Series of the Debentures	ISIN	Principal Amount Outstanding as on September 30, 2023* *(₹ in crore)*	Date of Allotment	Tenure /Period of Maturity (Months)	Coupon (p.a.) in %	Redemption date / Schedule	Secured/ Unsecured	Security	Credit Rating
1.	Gsec Linked Secured Rated Listed Redeemable Market Linked Principal Protected Non Convertible Debentures	INE413U 07178 (Reissue)	74.80	May 31, 2021	37	9.00%	April 30, 2024	Secured	First raking exclusive charge over the receivables, with minimum security cover of atleast 110% of the loan outstanding	CRISIL PP-MLD AA- /Stable

Sr. No.	Series of the Debentures	ISIN	Principal Amount Outstanding as on September 30, 2023* *(₹ in crore)*	Date of Allotment	Tenure /Period of Maturity (Months)	Coupon (p.a.) in %	Redemption date / Schedule	Secured/ Unsecured	Security	Credit Rating
2.	Gsec Linked Secured Rated Listed Redeemable Market Linked Principal Protected Non Convertible Debentures	INE413U 07178	59.00	March 30, 2021	37	9.00%	April 30, 2024	Secured	First raking exclusive charge over the receivables, with minimum security cover of atleast 110% of the loan outstanding	CRISIL PP-MLD AA-/Stable
3.	10% Secured Rated Listed Redeemable Non Convertible Debentures	INE413U 07210	150.00	May 25, 2023	36	10.00%	November 26, 2026	Secured	First raking exclusive charge over the receivables, with minimum security cover of atleast 100% of the loan outstanding	CRISIL AA-/Stable
Total			**283.80**							

** The total amount outstanding of privately placed secured redeemable non-convertible debentures before Ind AS adjustment on account of Effective Interest Rate and interest accrued but not due is ₹ 37.53 crore*

(b) Collateralised borrowing and lending obligation

Our Company has neither availed collateralised borrowing nor extended any lending obligation.

(c) Secured Redeemable non-convertible debentures (public issue):

Our Company has not issued any non-convertible debentures by way of public issue.

B. Details of unsecured borrowings:

Our Company's unsecured outstanding borrowings as on September 30, 2023 amounts to ₹ 781.05 crore. The details of the unsecured borrowings are set out below:

i. Unsecured Term Loans from Banks/ Financial Institutions

Sr. No.	Lender's Name	Type of facility and Documentation	Amount Sanctioned *(in ₹ crore)*	Principal amount Outstanding as on September 30, 2023* *(in ₹ crore)*	Rate of Interest (% p.a.)	Repayment Date/ Schedule	Credit rating, if applicable	Asset Classification
1.	Northern Arc Capital Limited	Term Loan	50.00	38.55	10.90%	**Repayment Date**: March 17, 2025 **Repayment Schedule**: Repayment in 24 monthly instalments commencing from 17 Apr 2023	-	Standard
	Total		**50.00**	**38.55**				

**The total amount outstanding of unsecured term loans from banks/financial institutions before Ind AS adjustment on account of Effective Interest Rate and interest accrued but not due is ₹ 0.18 crore*

ii. Private Placement of Unsecured Redeemable Non-Convertible Debentures

Our Company has issued on private placement basis, unsecured, redeemable, non-convertible debentures under various series of which ₹ 117.50 crore is outstanding as on September 30, 2023 the details of which are set forth below:

Sr. No.	Series of the Debentures	ISIN	Amount Outstanding as on September 30, 2023* *(₹ in crore)*	Date of Allotment	Tenure /Period of Maturity (Months)	Coupon (p.a.) in %	Redemption date/ Schedule	Secured/ Unsecured	Security	Credit Rating
1.	INE413U08085 - UNIFI-AIF	UNIFI-INE413U08085	30.00	February 16, 2023	24	10.75%	February 23, 2025	Unsecured	NA	CRISIL AA-/Stable
2.	Northern Arc Money Market Alpha Trust	Northern Arc Money Market Alpha Trust-INE413U08051	37.50	December 19, 2022	12	10.50%	December 19, 2023	Unsecured	NA	CRISIL AA-/Stable
3.	Northern Arc Capital Limited	Northern Arc Capital Limited-INE413U08069	50.00	December 19, 2022	24	11.40%	December 19, 2024	Unsecured	NA	CRISIL AA-
Total			**117.50**							

** The total amount outstanding of privately placed unsecured redeemable non-convertible debentures before Ind AS adjustment on account of Effective Interest Rate and interest accrued but not due is ₹ 0.65 crore*

iii. Subordinated Debts

Sr. No.	Series Of The Debentures	ISIN	Amount Outstanding as on September 30, 2023**(₹ in crore)*	Date of Allotment	Tenure /Period of Maturity (Months)	Coupon (p.a.) in %	Redemption date/ Schedule	Secured/ Unsecured	Security	Credit Rating
1.	Nifty 50 Index Linked Unsecured Rated Listed Redeemable Non Convertible Debentures	INE413U08036	67.15	July 20, 2018	68	10.15%	April 19, 2024	Unsecured	NA	CRISIL PP-MLD AA-/Stable
2.	Nifty 50 Index Linked Unsecured Rated Listed Redeemable Non Convertible Debentures	INE413U08036	21.85	July 20, 2018	68	10.24%	April 19, 2024	Unsecured	NA	CRISIL PP-MLD AA-/Stable
3.	Nifty 50 Index Linked Unsecured Rated Listed Redeemable Non Convertible Debentures	INE413U08028	11.00	July 20, 2018	68	9.05%	April 18, 2024	Unsecured	NA	CRISIL PP-MLD AA-/Stable
4.	11.25% Unsecured Rated Listed Subordinate Tier II	INE413U08044	100.00	August 19, 2022	71	11.25%	July 19, 2028	Unsecured	NA	CRISIL AA-/Stable

Sr. No.	Series Of The Debentures	ISIN	Amount Outstanding as on September 30, 2023*(₹ in crore)	Date of Allotment	Tenure /Period of Maturity (Months)	Coupon (p.a.) in %	Redemption date/ Schedule	Secured/ Unsecured	Security	Credit Rating
	Redeemable Non Convertible Debenture									
5.	11% Unsecured Rated Listed Redeemable Non Convertible Debentures	INE413U08101	100.00	June 13, 2023	84	11.00%	June 13, 2030	Unsecured	NA	CRISIL AA-/Stable
6.	11.25% Unsecured Rated Listed Subordinate Tier II Redeemable Non Convertible Debenture	INE413U08044	50.00	August 19, 2022	71	11.25%	July 19, 2028	Unsecured	NA	CRISIL AA-/Stable
7.	11.25% Unsecured Rated Listed Redeemable Non Convertible Debenture.	INE413U08077	25.00	January 30, 2023	74	11.25%	April 2, 2029	Unsecured	NA	CRISIL AA-/Stable
8.	11% Unsecured Rated Listed Redeemable Non Convertible Debentures	NCD - INE413U08093	150.00	May 18, 2023	84	11.00%	May 18, 2030	Unsecured	NA	CRISIL AA-/Stable
		Total	**525.00**							

** The total amount outstanding of subordinated debts before Ind AS adjustment on account of Effective Interest Rate and interest accrued but not due is ₹ 75.27 crore*

iv. Details of outstanding Unsecured Commercial Papers

Our Company has issued the following unsecured commercial papers as on September 30, 2023.

Sr. No.	Series of the Commercial Papers	ISIN	Amount Outstanding as on September 30, 2023* (₹ in crore)	Date of Allotment	Tenure /Period of Maturity (Months)	Coupon (p.a.) in %	Redemption date/ Schedule	Details of Credit Rating Agency and Credit Rating	Details of Issuing and Paying Agent
1.	Quant Mutual Fund - A/C Quant Liquid Plan	INE413U14208	50.00	August 22, 2023	3	8.45%	November 21, 2023	CRISIL A1+	-
2.	Sundaram Finance Limited	INE413U14190	50.00	August 10, 2023	12	9.95%	August 9, 2024	CRISIL A1+	-
		Total	**100.00**						

****** The total amount outstanding of unsecured commercial papers before Ind AS adjustment on account of Effective Interest Rate and interest accrued but not due is Nil.*

C. *Other Borrowings*

i. Inter-Corporate Loans, Deposits and other borrowings

Our Company does not have any inter-corporate loans, deposits and other borrowings as on September 30, 2023.

ii. Loan from Directors and Relatives of Directors

Our Company has not raised any loan from the directors of the Company and relatives of such directors as on September 30, 2023.

D. Servicing behaviour on existing debt securities, payment of due interest on due dates on financing facilities or debt securities

Our Company confirms that there has not been any servicing behaviour on existing debt securities as on the date of this Shelf Prospectus.

E. List of top 10 holders of non-convertible securities (secured and unsecured) in terms of value (on cumulative basis) as on September 30, 2023

S. No.	Name of holder of Non-convertible Securities	Category of holder	Amount (in ₹ crore) Face Value of holding	Holding as a % of total non-convertible securities outstanding of the Company
1.	The South Indian Bank Ltd	Bank	200.00	21.59%
2.	Sporta Technologies Private Limited	Corporate	105.00	11.34%
3.	Aditya Birla Money Limited	Corporate	93.80	10.13%
4.	The Karanataka Bank Ltd	Bank	75.00	8.10%
5.	Morgan Stanley India Primary Dealer Private Limited	Corporate	52.80	5.70%
6.	Northern Arc Capital Limited	Corporate	50.00	5.40%
7.	Aditya Birla Finance Limited	Corporate	44.20	4.77%
8.	Northern Arc Money Market Alpha Trust	Non-Banking Finance corporation	37.50	4.05%
9.	Cygnus Power Infra Services Private Limited	Corporate	28.90	3.12%
10.	Indian Energy Exchange Limited	Corporate	19.10	2.06%

F. List of top 10 holders of commercial paper in terms of value (cumulative basis) as on September 30, 2023

Sr. No.	Name of Holder	Category of Holder	Amount (in ₹ crore) Face Value of holding	Holding as a % of total commercial paper outstanding of the Company
1.	Quant Mutual Fund – A/C Quant Liquidd Plan	Mutual Fund	50.00	50%
2.	Sundaram Finance Limited	NBFC	50.00	50%

G. Details of bank fund based facilities/ rest of borrowings (if any, including hybrid debt like such as foreign currency convertible bonds (FCCB), optionally convertible debentures/ preference shares) from financial institutions or financial creditors as on September 30, 2023

Our Company has not taken any fund based facilities including hybrid debt such as foreign currency convertible bonds (FCCB), optionally convertible debentures/ preference shares) from financial institutions or financial creditors as on September 30, 2023.

H. Corporate Guarantee issued by our Company

In the preceding three financial years and under the current financial year our Company has not issued any corporate guarantee.

I. Details of any outstanding borrowings taken/ debt securities issued where taken/ issued (a) for consideration other than cash, whether in whole or in part, (b) at a premium or discount, or (c) in pursuance of an option as on

September 30, 2023.

Our Company has nil outstanding borrowings taken / debt securities issued where taken/issued (a) for consideration other than cash, whether in whole or in part, (b) at a premium or discount, or (c) in pursuance of an option as on September 30, 2023.

J. Letter of Comfort issued by our Company

In the preceding three financial years and under the current year our Company has not issued any letter of comforts.

K. Restrictive covenants under the financing arrangements

Many of our financing arrangements include various restrictive conditions and covenants restricting certain corporate actions and our Company is required to take the prior approval of the lenders before carrying out such activities. For instance, our Company, inter alia, is required to obtain the prior written consent or intimation, as the case may be, including but not limited to the following cases:

i. To raise finances by way of loans, overdrafts or otherwise in any manner from any other bank or financial institution or any other person whatsoever against the same security as created under the agreement for securing the interest of banks/lender;

ii. Effect any change in the Company's capital structure;

iii. Formulate any scheme of amalgamation, restructuring, reconstruction, merger or demerger;

iv. Implement any scheme of expansion and acquisition of fixed assets except in the ordinary course of business or if such investments result into breach of financial covenants or diversion of working capital funds for financing long term assets;

v. Make any investments /advances/ loans or deposit amounts, except in the ordinary course of business with any other concern (including group companies);

vi. Entering into borrowing arrangement either secured or unsecured with any other bank, financial institution, company or otherwise or accept deposits which increases indebtedness beyond permitted limits, stipulated if any at the time of sanction;

vii. Undertake/Issuing any guarantee or obligations or letter of comfort on behalf of any other company/entity including group company;

viii. Declare dividend of any year except out of profit relating to that year and buyback of shares after making all due and necessary provisions and provided further that, no default is subsisting in any repayment to the obligations to the bank/lender;

ix. To enter into a single transaction or a series of transactions (whether related or not) and whether voluntary or involuntary to sell, assign, lease, transfer, mortgage including any securitization / portfolio sale of assets undertaken by the Company in its ordinary course of business or otherwise encumber or make permanent or temporary modifications except in the ordinary course of business of repair, maintenance, improvement, replacement, which may be detrimental to bank/lender’s interest or dispose the assets provided as security or any part thereof;

x. Entering into any contractual obligation of a long-term nature (i.e. 2 years or more) or which, in the reasonable assessment of the bank/lender, is an unrelated activity and is detrimental to bank’s/lender's interest;

xi. Change the practice with regard to remuneration of directors by means of ordinary remuneration or commission, scale of sitting fees etc. except where mandated by any legal or regulatory provisions;

xii. Do, commit or omit any act, deed or thing whatsoever so as to incur winding up or liquidation proceedings or dissolution (in case the Company is a partnership firm);

xiii. Change the composition of the board of directors, transfer of controlling interest or making any drastic change in the management set-up including resignation of promoter directors (includes key managerial personnel);

xiv. Repay monies brought in by the promoters/directors/principal shareholders and their friends and relatives by way of deposits/loans /advances. Further, the rate of interest, if any, payable on such deposits/loans/advances should be lower than the rate of interest charged by the bank/lender on its term loan and payment of such interest will be subject to regular repayment instalments to term loans granted/deferred payment guarantees executed by the bank/lender or other repayment obligations, if any, due from the borrower to the bank/lender;

xv. Payment of commission to the guarantors) for guaranteeing the credit facilities sanctioned by the bank/lender;

xvi. To make material modification to the structure of the debentures issued, in terms of coupon, conversion, redemption, or otherwise. Provided that prior approval of the stock exchanges would also be required to make such modifications;

xvii. to make any change in the nature and conduct of its business (from what is being carried out as on the date hereof); and

xviii. to make any amendment or change in constitutional documents or purchase or redemption of share capital, transaction documents, financial year, business or acquisition and joint venture if such acquisition and joint ventures results into breach of any of the financial covenant.

This is an indicative list and there may be such other additional terms under the various borrowing arrangements entered into by our Company.

For the purpose of the Issue, our Company has obtained the necessary consent from our lenders, as required under the relevant borrowing arrangements for undertaking activities relating to the Issue.

L. Details of all default/s and/or delay in payments of interest and principal of any kind of term loans, debt securities, commercial paper (including technical delay) and other financial indebtedness including corporate guarantee or letters of comfort issued by the Company, in the past three financial years and the current financial year.

There have been no default/s and/or delay in payments of interest and principal of any kind of term loans, debt securities, commercial papers (including technical delay) and other financial indebtedness including corporate guarantee or letters of comfort issued by the Company, in the past 3 years and the current financial year.

SECTION VI – LEGAL AND OTHER INFORMATION

OUTSTANDING LITIGATIONS AND DEFAULTS

Our Company from time to time, is involved in various litigation proceedings in the ordinary course of our business. These legal proceedings are primarily in the nature of criminal cases, civil cases and tax proceedings.

Except as disclosed in this section, there are no outstanding legal proceedings which have been considered material in accordance with the resolution dated September 13, 2023 passed by the Board of Directors of our Company on 'Materiality Threshold'. Further, as on the date of this Shelf Prospectus, except as disclosed hereunder, our Company, Group Companies, Promoters and Directors are not involved in: (i) any outstanding action initiated by regulatory and statutory authorities (such as SEBI, RBI, Stock Exchanges or such similar authorities); (ii) any outstanding civil litigation or tax proceedings involving our Company, Promoters, Directors, Group companies or any other person where the amount is ₹ 4.09 crore (being 5% of the average of absolute value of profit or loss after tax, as per the last three audited financial statements of our Company) or above; (iii) any outstanding criminal litigation; (iv) pending proceedings initiated against the issuer for economic offences and (v) any other pending litigation involving the Company, Promoter, Directors, Group companies or any other person, which may be considered material by our Company for the purposes of disclosure in this section of this Shelf Prospectus, solely for the purpose of this Issue and whose outcome could have material adverse effect on the financial position of the issuer, which may affect the issue or the investor's decision to invest / continue to invest in the debt securities and (vi) any material event/ development or change having implications on the financials/credit quality (e.g. any material regulatory proceedings against the Company /Promoter, litigations resulting in material liabilities, corporate restructuring event etc.) which may affect the issue or the investor's decision to invest / continue to invest in the debt securities.

Except as disclosed in this section, there are no (i) inquiries, inspections or investigations initiated or conducted (for which notices have been issued) under the Companies Act, 2013 in the last three years preceding the year of this Shelf Prospectus involving our Company, any prosecutions filed (whether pending or not), fines imposed, compounding of offences in the last three years immediately preceding the year of this Shelf Prospectus involving our Company; (ii) any material fraud committed against our Company in the last three years and current financial year, and if so, the action taken by our Company; (iii) any significant and material order passed by the regulators, courts and tribunals impacting the going concern status of our Company or its future operations; (iv) default/s and/or delay in payments of interest and principal of any kind of term loans, debt securities, commercial paper (including technical delay) and other financial indebtedness including corporate guarantee or letters of comfort issued by the company, in the preceding three years and the current financial year; (v) any default in annual filing of our Company under the Companies Act, 2013; and (vi) any litigation or legal actions, pending or taken, by any ministry or department of the government or a statutory authority or regulatory authority against the Promoters of our Company during the last three years immediately preceding the year of this Shelf Prospectus, and any direction issued by such ministry or department or statutory authority upon conclusion of such litigation or legal action, if any.

It is clarified that for the purposes of the above, pre-litigation notices received by our Company, our Promoter, our Group Companies or our Directors as the case may be, have not been considered as litigation until such time that the above-mentioned entities are not impleaded as a defendant in litigation proceedings before any judicial forum.

I. Litigation involving our Company

Material Civil Litigation by our Company

Nil

Material Civil Litigation against our Company

Nil

Criminal Litigation by our Company

1. Our Company has filed 768 proceedings against various borrowers under Section 138 of the Negotiable Instruments Act, 1881, for dishonour of cheques at various courts. The aggregate of claim amounts filed is approximately ₹ 7.82 crore. The matters are pending before the courts at various stages of adjudication.

Actions Taken by Regulatory and Statutory Authorities against our Company

Nil

II. Litigation involving our Subsidiary.

As on date of this Shelf Prospectus, the company does not have any subsidiaries.

III. Litigation involving our Directors.

Civil Litigation involving our Directors

Nil

Criminal Litigation involving our Directors

Nil

Actions Taken by Regulatory and Statutory Authorities against our Directors

Nil

IV. Material litigation or legal or regulatory actions involving our Promoters as on the date of this Shelf Prospectus

Material Civil Litigations by our Promoters

1. Company application nos.222/2019 to 227/2019 dated May 22, 2019 were filed by IIFL Finance Limited before the High Court, Bombay ("**Court**") against Shree Urban Infrastructure Limited to seek leave of this Hon'ble Court under Section 446 of the Companies Act, 1956 to file proceedings against the Company i.e. Shree Ram Urban Infrastructure Limited, before this Hon'ble Court thereby seeking specific performance of the Agreement for sale of the premises. The Company Applications are currently on stay as Corporate Insolvency Resolution Process ("**CIRP**") has commenced against Shree Urban Infrastructure Limited and claims filed by the Company.

2. Company appeal/ application has been filed under section 60(5) of Insolvency and Bankruptcy Code (IBC) before National Company Law Tribunal (NCLT) Delhi in original application bearing No. C.P No. IB 654(PB)/2019 filed by Vishal Fabric against AVJ Developers (India) Pvt Ltd (AVJ) against Interim Professional for seeking appropriate directions against Resolution (IRP) for non-verification and admission of claim against AVJ amounting to ₹134.00 crore and conducting the meeting of Committee of Creditors. The said matter is pending before the Tribunal.

3. A petition under Section 9 of the Arbitration and Conciliation Act ('Act') has been filed by IIFL ('**Petitioner'**) against Mr. Praful Satra ('**Respondent'**) before the hon'ble Delhi High Court. The Petitioner, before the hon'ble court, claimed for an interim relief in the form of an injunction from creating rights against the properties of the Respondent. The High Court, via order dated May 24, 2021, directed the Petitioner to approach the Arbitration tribunal under Section17 of the Act for claiming interim reliefs. The matter is *sine die* adjourned due to personal insolvency proceedings initiated against the Respondent.

4. A Composite Scheme of Arrangement amongst IIFL Holdings Limited, India Infoline Media & Research Services Limited, IIFL Securities Limited, IIFL Wealth Management Limited, India Infoline Finance Limited and IIFL Distribution Services Limited and their respective shareholders ("**Composite Scheme of Arrangement**"), was sanctioned by NCLT, Mumbai by an order dated 7th March 2019, on which, IIFL Finance Limited ("IIFL") was required to pay stamp duty. Upon submission of the sanctioned Composite Scheme of Arrangement to the Additional Controller of Stamps for adjudication, the Collector of Stamps issued a demand notice for ₹ 75,11,60,700 towards stamp duty dated 10th January 2022 and thereafter confirmed the demand on 3rd February 2022. IIFL filed an Appeal before the Chief Controlling Revenue Authority which was rejected vide order dated 12th September 2022 and issued a Demand Notice dated 3rd October 2022. Subsequently, IIFL by way of a Writ Petition No. 12202 of 2022 filed before the Bombay High Court challenged the said Order dated 12th September 2022 and Demand Notice dated 3rd October 2022. The matter is currently pending in court.

Material Civil Litigation against our Promoters

1. A Securitisation Application No. 39 of 2021 was filed by Shattaf Construction Company Pvt Ltd ("**Guarantor**") before the Debt Recovery Tribunal, at Mumbai ("**DRT**") against India Infoline Finance Limited praying that the possession notice dated September 27, 2019, issued by India Infoline Finance Limited in relation to the alleged default in repayment of ₹51.18 crore by the Borrower, be declared null and void. The matter is currently pending.

2. Rakesh Sheth ("**Petitioner**") had filed a public interest litigation on January 21, 2019 against SEBI, the Ministry of Corporate Affairs, Serious Fraud Investigation Office and India Infoline Finance Limited before the High Court of Madras. The Petitioner had stated that India Infoline Finance Limited is set to raise ₹ 2000 crore via retail bonds and since India Infoline Finance Limited Commodities Limited (an associate company of India Infoline Finance Limited with common shareholders and common directors) is an accused in the NSEL scam case, India Infoline Finance Limited should not be allowed to access funds from the market. The matter is currently pending.

3. A commercial suit no. C.S COMM 77 OF 2021 is filed by Amit Mavi against our Company for recovery of money of ₹ 9,66,92,511, the subject matter of which is a 'Commercial Dispute' as defined under 2(c)(x) of the commercial courts Act 2015. Additionally, a Commercial Suit CS COMM No. 477 was filed by Alisa Infratech Pvt. Limited before the Delhi High Court praying for grant of a permanent injunction against defendant from operating the escrow account mentioned therein. Amit Mavi has also filed a company petition against our Company before NCLT Mumbai seeking an investigation in the affairs of our Company, a forensic audit to be conducted into the accounts and entries of our Company, and conduct an inspection and audit into the accounts of the IIFL entities.

4. NCLT Case no CP/153/2017 was filed by Dnyaneshwar S. Malvankar and Ors. of Akshay Developers Sion Pvt Ltd (ADSPL), before the NCLT Mumbai against mismanagement and oppression by majority shareholders of ADSPL. NCLT imposed a stay on ADSPL from discharging any liability towards our Company vide order dated May 1, 2017. Currently, the matter is pending before the authority.

Criminal Litigation by our Promoters

1. IIFL Finance Limited ("**IIFL**") in the ordinary course of business, in relation to its home loan/loan against property portfolio, has lodged the first information report dated November 16, 2015 against Uttam Kr. Asrani for cheating under various sections - 420,406,463,464,467,468,471, 120B of Indian Penal Code, 1860. The matter is pending for further investigation by the concerned officers. Chargesheet has been filed by the I.O.

2. IIFL Finance Limited ("**IIFL**") filed an appeal bearing No. 3085/2019 admitted on June 24, 2019 before the PMLA Appellate Tribunal, Delhi against the order passed by the Adjudicating Authority (PMLA Tribunal). In this matter, the Enforcement Directorate has attached the property which is mortgaged with India Infoline Finance Limited and India Infoline Finance Limited challenged the before the PMLA Appellate Tribunal. In this mater, India Infoline Finance Limited initiated SARFAESI proceedings due to the alleged non-repayment of ₹1.32 crore in relation to a loan availed by the Borrower (Arvind Casting). India Infoline Finance Limited is contesting the matter and the matter is pending before the PMLA Appellate Tribunal, Delhi.

3. A complaint was filed by Praveen Murthy at the Cubbon Park Police Station, Bengaluru against certain third parties namely Ramesh Mangoji & Others suspected alleging involvement in the unauthorised sale and auction of gold jewels, who were in no way connected with our Company. However, a storage room containing 63 kilograms of gold at the Bengaluru gold loan office of our Company, was sealed by the police on September 6, 2014 in connection with the investigation of the said complaint. Aggrieved by the action of the police, our Company filed a writ petition dated September 30, 2014 before the Karnataka High Court requesting the court to direct the police to release the gold. During the pendency of the writ petition, the police vide its letter dated January 5, 2015 addressed to our Company, permitted the auction of the gold under the supervision of one of their investigating officers. The gold was duly auctioned. The writ petition is presently pending before the High Court of Karnataka.

4. A Complaint having Complaint number 77 of 21 was filed with the Economic Offence Wing by our Company against M/s Shattaf Construction Company and Mr. Shrenik Siroya for misusing the money sum disbursed to them and illegally selling the units of the mortgaged property without our consent. Currently, an FIR having reference number 0970 of 2021 has been registered under section 403, 420 and 120B in relation to the same. Here, the matter is pending for further investigation.

Criminal Litigation against our Promoters

1. Manju Rajesh ("**Complainant**") filed a criminal complaint bearing number C.M.P. No. 1479/2018 dated November, 30 2018 before the Learned Judicial Magistrate First Class, Chenganoor ("**Complaint**"), against IIFL Finance

Limited ("**IIFL**") and its director Nirmal Jain under Section 190 of the Code for Criminal Procedure, 1973 levelling charges under Section 420 and 34 of the Indian Penal Code, 1860 alleging cheating for not returning the pledged gold. IIFL and its director Nirmal Jain is contesting the said Complaint and Quashing petition bearing number 1 of 2018 under section 482 of the Cr.p.c has been filed Before the Hon'ble High Court of Kerala at Ernakulam, wherein by an interim order dated December 3, 2018, all further proceedings in the said complaint have been stayed. The matter is adjourned and the interim relief is extended until further orders.

2. A first information report ("**FIR**") no. 77/19 dated March 4, 2019 was lodged by Vijay Baniranka at Kothwali Police Station, Ranchi against IIFL Finance Limited and its employees ("**Accused**"), under Sections 420/467/468/471/409/120(B) of the Indian Penal Code, 1860, alleging inter-alia, cheating and criminal breach of trust for not returning the pledged gold. The matter is under investigation.

3. A notice of cease and desist dated February 19, 2019 ("**Notice**") was issued by Muthoot Finance Ltd to the employee of IIFL Finance Limited ("**IIFL**"). By way of the receipt of Notice our Company received knowledge of first information report no. 59/2018 dated November 11, 2018 ("**FIR**") filed with Special Cell Delhi under Section 60 of Information and Technology Act, 2000, as amended, by Muthoot Finance Ltd against the said employee. IIFL is in the process of filing quashing petition against the said FIR. IIFL has not received any further notices in connection with the FIR from the concerned Police department.

4. A FIR 541/2018 dated June 10, 2019 was registered upon the complaint of Mr. Sushil Jainarayan Karva at Pune Police Station under Sections 120B, 406, 420, 467, 468 and 471 of IPC against India Infoline Finance Limited, Mr. Nirmal Jain, Mr. Venkatararaman Rajamani and others independent directors alleging that India Infoline Finance Limited ("**IIFL**") did not reduce the EMI amount despite he had repaid substantial loan amount and that without his permission a co-borrower and the IIFL settled the arbitration proceedings for ₹ 70,000 and released the mortgaged property without his permission. He further alleged that IIFL misused his blank cheques given as security and filed false complaints under Section 138 of the Negotiable Instruments Act, 1881 in Gurgaon court. The police filed the closure report treating the matter as civil in nature and the matter is pending before court for final order to close the Complaint.

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

1. Our Promoters have filed 9298 proceedings against various borrowers under Section 138 of the Negotiable Instruments Act, 1881 and/or Section 25 of the Payment and Settlement Systems Act, 2007 for dishonour of cheques / electronic clearing system in various courts, involving an amount of approximately ₹ 106.34 crore. The cases are pending before various courts at various stages of adjudication.

Gold Loan cases

1. In relation to our gold loan portfolio, the Company has lodged 169 first information reports ("FIR") against various borrowers and other persons for offences under Sections 395, 405, 406, 409, 415, 419, 420, 441, 447, 467, 468, 471, 120(b), 156(3) and 34 of Indian Penal Code, 1860, involving a cumulative amount of ₹ 98. 07 crore. The said FIRs are under investigation by various police stations and pending trials.

2. In relation to our gold loan portfolio, the Company has filed 13 proceedings against defaulting customers under Section 138 of the Negotiable Instruments Act, 1881 for dishonour of cheques, in various courts. The aggregate of claim amounts are approximately ₹ 77.04 lakhs. The matters are pending before various courts at various stages of adjudication.

Regulatory proceedings against our Promoter

1. A direction dated July 17, 2018 was received by our Company from Pension Fund Regulatory and Development Authority ("**PFRDA**"), listing out the required actions to be complied with, in regard to pending amount of ₹.7.6 lakh by the subscribers' deposits with our Company as registered point of presence for National Pension Scheme as on March 31, 2018. In this regard, IIFL Finance Limited ("**IIFL**") had transferred The un-reconciled balance payment as on date to PFRDA account. Also, IIFL is in the process of initiating the closure of HDFC bank account, once the account is closed, the Company will update the PFRDA and process the de-registration process.

2. Investigations Department of SEBI has by way of a letter dated June 7, 2022 ("**Letter**") directed us to provide certain specific information and documents with respect to suspected insider trading activities, including (amongst others) (a) chronology of events in relation to declaration of financial results for the period ended December 31,

2020 on January 29, 2021; (b) details of all persons who were involved in the process of/ having access to unpublished price sensitive information vis-a-vis the aforesaid financial results; (c) all relevant documentary evidence with respect to communications with members of board of directors for the period August 31, 2020 to May 3, 2021; (d) details of all on market and off market trades undertaken by the directors, promoters, key managerial personnel, compliance officer of the Company and their family members during the period August 31, 2020 to May 3, 2021; (e) relationship of Company and/or any of its Promoters/ Directors/ employees or any other person with the entities as mentioned in the letter issued by SEBI, etc. Each of these requests were responded by our Company to SEBI in July 2022. We have and we will respond to any further queries from SEBI.

V. Litigation involving group companies

(a) *IIFL Facilities Services Limited*

Material Civil Litigation against IIFL Facilities Services Limited

1. A civil suit bearing number 613/2017 was filed on October 12, 2017 by Abhijit Kabir (Plaintiff) against Sidhivinayak Constructions Pvt. Limited (Defendant No. 1) and others including IIFL Facilities Services Limited (formerly known as Ultra Sign & Display Pvt. Limited – Defendant No. 15) before the High Court of Bombay praying that: i) to grant a decree and order of specific Siddhivinayak Construction Pvt Ltd performance of MOU dated August 17, 2013, executed by and between the Plaintiff and the Defendant No. 1 for a sum of ₹ 15,43,00,000/- along with the interest @ 24% pa from date of filing of suit till payment or realization; ii) to pass an order and decree declaring the Plaintiff's charge over the properties; iii) to pass an order and decree of perpetual injunction restraining the Defendant No. 1 to 13; iv) to pass an order and decree against Defendant No. 13 to handover the vacant and peaceful possession of Penthouse-A; v) to cancel and set aside the Agreement for Sale dated October 16, 2014 in relation to Penthouse-B; vi) an order and decree of perpetual injunction restraining the Defendant No. 1 to 14; vii) to cancel and set aside the agreement for sale dated October 16, 2014 in relation to Penthouse-B; vii) an order and decree of perpetual injunction restraining the Defendant No. 1, 14 & 15 for acting upon agreement for sale dated October 16, 2014; viii) to pass an order and decree against Defendant No. 15 to handover the vacant and peaceful possession of Penthouse-B; ix) to direct the Defendant No. 1 to 9 to produce various documents of Defendant No. 1 etc. The matter is currently pending before the court.

2. A Company Petition bearing number 237/2021 was filed on April 17, 2021 by Amit Mavi against Ministry of Corporate Affairs & Ors. before National Company Law Tribunal, Mumbai, praying that: i) it be ordered and directed that the accounts and affairs of IIFL Finance Limited, be investigated by an Inspector appointed by the Central Government under section 213(b) & 216 of the Companies Act, 2013; ii) it be ordered and directed that a forensic audit be conducted by any independent third party appointed by this Hon'ble Tribunal; iii) it be ordered & directed that the accounts and affairs of India Infoline Media & Research Services Limited, be investigated by an Inspector appointed by the Central Government under section. 213(b) & 216 of the Companies Act, 2013; iv) it be ordered & directed that the accounts and affairs of India Infoline Insurance Services Limited, be investigated by an Inspector appointed by the Central Govt. under section 213(b) & 216 of the Companies Act, 2013; v) it be ordered & directed that the accounts and affairs of IIFL Facilities Limited, be investigated by an Inspector appointed by the Central Government under section 213(b) & 216 of the Companies Act, 2013 etc.

3. An Arbitration Application filed on January 16, 2023 by JMMS Mega Projects Private Limited against IIFL Facilities Services Limited & IIFL Finance Limited before High Court of Bombay (collectively Respondents), praying that: to pass an order of injunction restraining the Respondents from in any manner to dealing with or transferring or encumbering or creating third party rights of any nature and entering into any arrangement or agreement with respect of the said property.

4. An Arbitration Application filed on July 10, 2023 by JMMS Mega Projects Private Limited against IIFL Facilities Services Limited & IIFL Finance Limited before High Court of Bombay, praying that: to appoint a Sole Arbitrator for adjudication of the disputes.

Criminal Litigation against IIFL Facilities Services Limited

Nil

Material Civil Litigation by IIFL Facilities Services Limited

IIFL Facilities had entered into a contract for sale of property situated at Flat No. 2403 & 2404 on the 24*th* floor and

Flat No. 2503 & 2504 on the 25*th* floor in the B Wing of the building known as "Siddhivinayak Horizon" situated at Plot No. 1269 and 1271, Veer Nariman Road, Prabhadevi, Mumbai – 400025 ("**said property**"). IIFL Facilities received the occupancy certificate for the said property in 2022, however, the possession of said property has not been handed over to IIFL Facilities. Thus, a commercial suit has been filed against Ultra Space Developers Pvt Ltd seeking specific performance. The matter is currently pending before court.

Criminal Litigation by IIFL Facilities Services Limited

1. A Criminal Writ Petition bearing number 4321/2022 was filed on October 19, 2022 by IIFL Facilities Services Limited & Ors. against State of Maharashtra & Sunil Shinde before High Court of Bombay, praying that: i) to issue appropriate writ directing the Chembur Police Station, Mumbai to produce records of MECR No. 03/2022 dated May 14, 2022 registered under section 406, 420, 445, 453, 120B of Indian Penal Code & under section 7, 9 & 13 of P. C. Act, 1988 before the Hon'ble Court; ii) to quash and set aside the MECR against the Petitioners; iii) to quash and set aside the order dated May 09, 2022 passed by the Ld. Addl. Metropolitan Magistrate, Kurla; iv) pending the hearing & final disposal of the present petition, all further investigation be stayed against the Petitioners; v) pending the hearing & final disposal of the present petition the High Court may be pleased to the Respondent not to take any coercive action & not to file charge sheet the Petitioners etc.

2. IFSL has filed three proceedings against defaulting vendors under Section 138 of the Negotiable Instruments Act, 1881, for dishonour of cheques in various courts. The aggregate of claim amounts filed by IFSL is approximately ₹75 lakhs. The matters are pending before the courts for adjudication. The complaints are dismissed. IFSL has filed an appeals, the same is pending

Actions Taken by Regulatory and Statutory Authorities against IIFL Facilities Services Limited

Nil

(b) ***IIFL Home Finance Limited***

Criminal proceedings against IIFL Home Finance Limited (IIHFL)

1. An FIR dated June 18, 2019 was registered by Devender Kumar at the Faridabad Kotwali Police Station under Section 120B, 406, 419, 420, 467. 468 and 471 of Indian Penal Code (IPC) against unknown person and IIHFL alleging that fraud committed against him. The complainant availed loan from our IIHFL for the purchase of the property and IIHFL is asked to present the transaction documents to support the investigation. The matter is currently pending.

2. Borrowers of IIHFL have filed Criminal Revision before Sessions Court, Gurugram against the summoning orders passed by Judicial Magistrate, Gurugram in complaints filed under section 25 of Payment and Settlement Act. These petitions have been filed by James Pasckal D'Silva and Ashok. The matter is currently pending.

3. Borrowers of IIHFL have filed Criminal Revisions Petitions in Punjab and Haryana High Court against the summoning orders passed by Judicial Magistrate, Gurugram. These petitions have been filed by Harshad Ganesh Kachhara, A.R Casting Pvt Ltd, Ranjeet Bhardwaj, Prabhat Kumar, Vijay Pratap Singh, M/S Orbit Foods Inc, Indrashis Sinha, MRG Auto Pvt. Limited, Ishwar Dass, Kajal Gupta,Anita Dhiman,and Yamuna Reality has filed 59 Civil Revisions u/s 482 of Cr.P.C. for quashing / transfer the pending litigation filed against him u/s 25 of PASA Act . These petitions are pending.

4. An FIR 541/2018 dated June 10, 2019 was registered upon the complaint of Mr. Sushil Jainarayan Karva at Pune Police Station under Sections 120B, 406, 420, 467, 468 and 471 of IPC against India Infoline Finance Limited, Mr. Nirmal Jain, Mr. Venkatararaman Rajamani and others independent directors alleging that India Infoline Finance Limited ("IIFL") did not reduce the EMI amount despite the complainant had repaid a substantial loan amount and that without his permission a co-borrower and IIFL settled the Arbitration proceedings for ₹ 70,000 and released the mortgaged property without his permission. He further alleged that IIFL misused his blank cheques given by him as security and filed false complaints under Section 138 of the N.I Act before the Gurgaon court. The police filed the closure report treating the matter as civil in nature and the matter is pending before court for final order to close the complaint.

5. A First Information Report was registered upon the complaint of Mrs. Kamlesh Devi at Sahibabad, Ghaziabad under sections 420, 467, 468, 471, 504, 506 and 406 of IPC against IIHFL employee Mr. Onkar Singh alleging that officers

made false promise of giving loan at lower rate of interest but disbursed the loan amount at the rate of 21%. She had been paying the loan amount regularly, but the accused allegedly went for collection of the EMI which she had already paid and showed her bank passbook to reconfirm but he refused to agree the same. We have filed 482 Cr.P.C and got stay against arrest and - now matter is pending for investigation by the police.

6. An FIR 153/2023 dated April 8, 2023 was registered upon the complaint of Mr. Rohit Yadav S/o Mr Dara Singh, (borrower) at Kapashera Police Station under Sections 406/420/34 of IPC against India Infoline Home Finance Limited, and ICICI Prudential, alleging that after death of borrower the ICICI Prudential has rejected his claim. There is a. Insurance policy of ₹ 40 Lakhs was signed at the time of loan. We have received a Notice from PS Kapashera u/s 91 of Cr.P.C. And we have submitted our reply to the I.O.

7. An FIR 1131/2021 was registered upon the complaint of Mr. Manoj Kumar Shukla (borrower) at Moti Nagar Police Station against India Infoline Home Finance Limited and Mr. Lekhraj (IIHFL Customer Care-Moti Nagar), alleged that after closing the loan, when he was going home after receiving the original property documents from IIHFL, he was approached by some unknown person from outside the office of IIHFL. The men snatched the papers from him. In this he has alleged that IIHFL's customer care officer Lekhraj is also involved. We have received a notice from PS Moti Nagar for statement of Mr. Lekhraj and we will submit our reply to IO by this week.

8. An FIR 0383/2022 dated November 23, 2022 was registered upon the complaint of Mr. Sanjiv Kumar (borrower) at kasarvadavali police station against India Infoline Home Finance Limited and its Directors, alleged that the IIHFL has disbursed Higher loan amount than the amount applied for and due to this Higher EMI amount deducted than the amount agreed by him at the time of loan. The matter is in Investigation. The matter has been settled with the complainant. We have also filed an application u/s 482 of Cr.P.C. to quashing the FIR.

9. An FIR 05/2021 Dated May 05, 2021 was registered upon the complaint Mr. Shyamsundar Bhagvanram Jangid, Age-56, R/o Patalipada, Thane has filed complaint at BKC Police Station vide complaint No. M/5 of 2021 u/s 420,467,468,471,409 and 34of IPC against India Infoline Home Finance Limited, alleged that he was not availed any loan facility from IIHFL but a loan has been booked in their company name i.e. Balaji Cars vide loan prospect No-704302, 702930, 704302. In FIR he states that he has availed loan facility from IIFL Finance in year of 2013 and in 2016 he was in settlement talks with them and later on he was paid ₹ 1.66 crore in part payment of settlement of loan account of IIFL. A loan of ₹ 780,49,000 was showing disbursed in his name by IIHFL, but he was not availed any loan facility from IIHFL. After registration of FIR, the I.O. has sent a notice u/s 91 of Cr.P.C. And we have submitted our reply to them. We have also filed an application u/s 482 of Cr.P.C. to quashing the FIR.

Criminal proceedings by IIFL Home Finance Limited (IIHFL)

1. First information report dated February 15, 2017 was lodged by IIHFL at the Navrangpura Police Station, Ahmedabad, against Mihir Desai and other co-borrowers ("Accused") alleging inter alia, cheating and criminal breach of trust under Sections 420 and 406 of the Indian Penal Code, 1860. It was alleged that the Accused had conspired to cause a loss to IIHFL by creating a subsequent mortgage and making a transfer of title and possession of the mortgage property to third parties despite the subsistence of an existing mortgage on the property in favour of IIHFL. Subsequently, IIHFL filed an appeal before City Civil and Session Court and prayed cancellation of bail given by Ld. Court below. The matter is pending investigation and IIHFL contesting the matter. Further, IIHFL has sold the secured asset as per the provisions of SARAFESI Act. The matter is pending investigation.

2. A first information report dated April 6, 2016 was filed by IIHFL at the Ashok Nagar Police Station, Bengaluru, against Tanveer Pasha and other co-borrowers ("Accused") alleging, inter alia, cheating and criminal breach of trust under Sections 420, 465, 467 and 468 of the Indian Penal Code, 1860. It was alleged that the Accused had conspired with certain builders to cause a loss to IIHFL by way of wrongfully inducing IIHFL to disburse a loan in their favour. The claim involved in the matter is ₹1.18 crore. The matter is pending investigation.

3. A first information report dated September 10, 2015 was lodged by IIHFL at the Vidhayak Puri, Police Station, Jaipur against Prem Chand Sharma and other co-borrowers ("Accused") alleging inter alia, cheating and criminal breach of trust under Sections 420 and 406 of the Indian Penal Code, 1860. It was alleged that the Accused had conspired to cause a loss to IIHFL by transferring the title and possession of the mortgage property to third parties, despite the subsistence of an existing mortgage on the property, in favour of IIHFL and entering into an agreement for transfer of title and possession of the mortgaged property to third parties. Chargesheet has been filed by police.

4. A first information report dated November 8, 2016 ("FIR") was registered by IIHFL at the Kalyan Police Station, District Thane, Mumbai under Section 467, 420, 468, 120(B) of the Indian Penal Code, 1860 against Anand Rajaram

Yadav and other co-borrowers ("Accused"), alleging inter alia, cheating and criminal breach of trust. It was alleged that the Accused had conspired to cause a loss to IIHFL by raising funds on the same property from different lenders multiple times. The matter is pending investigation.

5. A first information report dated May 21, 2019 and October 16, 2018 ("FIR") was registered by IIHFL at the Malad Police Station, District Mumbai under Sections 448,427 and 34 of the Indian Penal Code, 1860 against Subir Chakrabourty and other co-borrowers and also at the Jahangirabad Police Station under Section 448 of the Indian Penal Code, 1860, against Ramesh Bachhani ("Accused"), alleging inter alia, trespassing and damaging the mortgaged property. It was alleged that the Accused had conspired to cause a loss to IIHFL. Chargesheet has been filed by police A first information report dated October 21, 2019 ("FIR") was registered by IIHFL at Kotwali Police Station, Kanpur City against Rajveer Singh Bhaduria and other co-borrowers under Section 120B, 504, 406 and 420 of the Indian Penal Code, 1860, alleging that the accused had conspired to commit cheating, criminal breach of trust and cause a wrongful loss to our Company. IIHFL had disbursed a loan of ₹ 34.6 lakhs in favour of the accused. Chargesheet has been filed by the Police.

6. A first information report dated October, 2019 ("FIR") was registered by Udyog Vihar Police Station on September 7, 2019 under Section 420 and 120B of the Indian Penal Code, 1860 after getting direction from Judicial Magistrate, Gurgaon against Dwarkadheesh Project Private Limited and also against 6 customers of IIHFL who had conspired to cause loss to IIHFL. Matter is pending for Investigation and filing of Chargesheet.

7. A first information report no. 266/20 dated June 11, 2020 was registered by IIHFL at the Para Police Station, Lucknow against Ankit Gupta, Santosh Kumar and Meewati ("Accused") under Section 419, 420, 467, 468 and 471 of Indian Penal Code, 1860, alleging inter alia, cheating and criminal breach of trust, forgery and caused a wrongful loss to IIHFL. The matter is under investigation.

8. A first information report dated January 24, 2020 was registered by IIHFL at the Ashok Nagar Police Station, Jaipur against Giriraj Ratan Daga and other co-borrowers under Section 120B, 406, 409, 420, 467, 468 and 471 of the Indian Penal Code, 1860, alleging that the accused had conspired to commit cheating, forgery and cause a wrongful loss to IIHFL. IIHFL had disbursed a loan of ₹ 3.8 crore in favour of the accused. Chargesheet has been filed by the Police.

9. A first information report dated January 27, 2021 was registered by IIHFL at the Udyog Vihar Police Station, Gurugram against Ashok Kumar and others co-borrowers under Section 120B, 419, 420, 467, 468 and 471 of IPC, alleging that the accused had conspired to commit cheating, cheating by personation, forgery and cause a wrongful loss to IIHFL. IIHFL had disbursed a loan of ₹ 2.25 crore in favour of the Accused. The matter is under investigation.

10. A first information report dated April 10, 2022 was registered under various Sections 406, 419, 420, 467, 468, 471 and 120B of IPC against M/s Yazdan Constructions and others upon the complaint made by IIHFL in the ordinary course of its business, in relation to its home loan/loan against property portfolio. The complaint is under investigation stage.

11. First information report dated 18-Oct-2023 was lodged under sections 448,427,379 r/w 34 IPC by IIHFL at the Nawabpet Police Station, Sri Potti Sriramulu Nellore, against accused persons named (1) Patan Mahaboob Basha, (2) Patan Vahida, 3) Shaik Mahaboob Basha, 4) Shaik Ayisha were criminally trespassed in to a house which was seized by the India Infoline Home Finance Limited authorities by damaging the sealed and locks and living there without prior permission from the bank authorities.

Cases filed by IIFL Home Finance Limited (IIHFL) under Section 138 of the Negotiable Instruments Act, 1881

IIHFL has filed 16,606 proceedings against various borrowers under Section 138 of the Negotiable Instruments Act, 1881 and Section 25 of Payment and Settlement System Act, 2007, for dishonour of cheques/ electronic clearance service/ automated clearing house in Judicial Magistrate, Gurgaon. The aggregate of claim amounts filed by IIHFL is approximately ₹ 377.6. crore. The matters are pending before the courts at various stages of adjudication.

(c) ***IIFL Management Services Limited***

Civil Proceeding by IIFL Management Services Limited (IMSL)

Company Application nos.171/2019 & 173/2019 dated April 9, 2019 was filed by IMSL before the High Court, Bombay ("Court") against Shree Urban Infrastructure Limited to seek leave of this Hon'ble Court under Section 446 of the

Companies Act, 1956 to file proceedings against Shree Ram Urban Infrastructure Limited, before this Hon'ble Court thereby seeking specific performance of the Agreement for sale of the premises. The matter is currently pending.

Criminal proceedings against IIFL Management Services Limited (IMSL)

Nil

(d) ***360 ONE WAM Limited (formerly known as IIFL Wealth Management Limited)***

Material Civil Litigations against 360 ONE WAM Limited (formerly known as IIFL Wealth Management Limited)

Nil

Criminal Litigations against *360 ONE WAM Limited (formerly known as IIFL Wealth Management Limited)*

Nil

Material Civil Litigations by *360 ONE WAM Limited (formerly known as IIFL Wealth Management Limited)*

Nil

Actions Taken by Regulatory and Statutory Authorities against IIFL Facilities Services Limited

Nil

(e) ***360 ONE Prime Limited (Formerly known as IIFL Wealth Prime Limited) ("360 ONE")***

Material Civil Litigations against *360 ONE*

1. A Company Petition bearing reference number 25841 of 2021 was filed by Fastgrowth Hospitality LLP ("FHL") and Others in High Court of Bombay against 360 ONE. 360 ONE had sanctioned a loan of ₹ 23,00,00,000/- to FHL and Others. Pursuant to the default, 360 ONE initiated commercial suit before High Court of Bombay against FHL and Others for recovery of ₹ 24,39,28,178/-. The Court in the above suit had ordered appointment of Court Receiver to take possession of the mortgaged properties. Meanwhile 360 ONE assigned the above loan along with the underlying securities to ASREC India Limited (ASREC) under the Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act.

   Pursuant to above assignment, a Contempt Petition was filed in Bombay High Court by FHL and Others and others against 360 ONE and ASREC India Limited and its directors (respondents/contemnors) on the grounds that the contemnors have committed contempt of the court order appointing Court Receiver and have sought imposition of penalty of ₹ 2000/- on each contemnors and civil imprisonment for all directors of 360 ONE and ASREC India Limited and also sought direction to cancel the assignment agreement pending the disposal of the Contempt Petition. The petition has till date not come up for hearing.

Criminal Litigations against *360 ONE*

Nil

Material Civil Litigations by *360 ONE*

Nil

Actions Taken by Regulatory and Statutory Authorities against 360 ONE

Nil

VI. Taxation

Details of tax proceedings against our Company, our Promoters and the group companies:

Our Company

Please see below the table setting out details of tax proceeding against our Company-

(₹ in crores)

Entity	No. of Cases		Amount Involved	
	Direct	Indirect Tax	Direct Tax	Indirect Tax
IIFL Samasta Finance Limited	1	0	0.84	0

Our Group Companies

Please see below the table setting out details of tax proceeding against our group companies:

(₹ in crores)

Sr No.	Entity	No. of Cases		Amount Involved	
		Direct	Indirect Tax	Direct Tax	Indirect Tax
1.	360 One Prime Limited *(formerly known as IIFL Wealth Prime Limited)*	7	0	22.04	0
2.	360 One WAM Limited *(formerly known as IIFL Wealth Management Limited)*	5	0	14.11	0
3.	IIFL Home Finance Limited	0	0	0	0
4.	IIFL Facilities Services Limited (Formerly IIFL Real Estate Limited)	0	0	0	0
5.	IIFL Management Services Limited	0	0	0	0

Our Promoter

Please see below the table setting out details of tax proceeding against our Promoter-

(₹ in crore)

Entity	No. of Cases		Amount Involved	
	Direct	Indirect Tax	Direct Tax	Indirect Tax
IIFL Finance Limited (earlier known as "IIFL Holdings Limited)	9	5	65.94	83.83
India Infoline Finance Limited (now merged with IIFL Finance Limited)	5	3	20.04	0.89

1. Our Company (IIFL Finance Limited "earlier known as "**IIFL Holdings Limited**") has earned exempt income i.e. dividend during the period AY 2010-11 to AY 2020-21, being 8 different assessment years. The assessing officer has disallowed expenses in proportionate to the exempt income earned as per Section 14A of Income Tax Act by applying Rule 8D of Income Tax Rules. The total tax impact of such disallowance amounts to ₹ 48.93 crore. Our Company has filed the appeal against such disallowances made under Section 14A of the Income Tax Act and the matters are pending for disposal before various Income Tax Appellate Authorities. In AY 2021-22, the assessing officer has disallowed ESOP expense and deduction claimed u/s 80M, the tax impact of such disallowance is ₹ 17.00 crore. IIFL has filed an appeal against these disallowances.

2. In the similar line, India Infoline Finance Limited now (now merged with IIFL Finance Limited), has earned exempt income i.e. dividend during the period AY 2012-13 to AY 2018-19, being 6 different assessment years. The assessing officer has disallowed expenses in proportionate to the exempt income earned as per Section 14A of Income Tax Act by applying Rule 8D of Income Tax Rules. The total tax impact of such disallowance amounts to ₹ 20.046 crore Our Company has filed the appeal against such disallowances made under Section 14A of the Income Tax Act and the matters are pending for disposal before various Income Tax Appellate Authorities.

3. The Show Cause Notice. No. 1358/COMMR/2014-15 dated September 19, 2014 has been issued to the Company demanding Service Tax amounting to ₹ 17.79 crore plus interest & penalty totalling to ₹ 52.19 crore as on March 31, 2023 for the period July 1, 2012 to March 31, 2014 on the Brokerage Income earned from FII Clients considering the same as taxable income. However, the Company has treated such Brokerage Income as an exempt income while filling its service tax return. The Department has confirmed the said service tax demand on such FII Brokerage by issuing the Order No. 143-144/COMMR/(Dr. KNR)/CGST&CEX/MC/2018-19 dated January 10, 2019. The Company has litigated the said addition & has filed an appeal against the order of the Service Tax authorities before the CESTAT Mumbai. The matter is pending for disposal before CESTAT Mumbai.

4. The Show cause notice. F No. 06/COMMR/ST-III/2015-16 dated April 7, 2016 has been issued to the Company demanding Service Tax on the Exchange Transaction charges earned by the Company during period April 1, 2007 to May 13, 2008 amounting to ₹ 2.86 crore plus interest & penalty aggregating to 14.17 crore as at March 31, 2023 considering it as a taxable transaction and not as a pure agent service. The department has confirmed the said demand of Exchange Transaction Charges by issuing an order. The Company has litigated the said addition and filed an appeal against the Order of the Service Tax authorities before the CESTAT Mumbai. The matter is pending for disposal before CESTAT Mumbai.

5. The Show Cause Notice. C. No. V(H)Adj-I/ST/140/2012/2077 dated September 19, 2015 has been issued to the company by Sriganganagar, Rajasthan Jurisdiction demanding Service Tax on the Exchange Transaction charges earned by the Company during the period April 2007 to March 2012 April 1, 2007 to May 13, 2008 amounting to ₹ 0.05 crore plus interest & penalty aggregating to ₹ 0.24 crore as at March 31, 2023 considering it as a taxable transaction. The department has confirmed the said demand of Exchange Transaction Charges by issuing an Order. The Company has litigated the said addition and filed an appeal against the Order of the Service Tax authorities before the Commissioner Appeal, Rajasthan. The matter is pending for disposal.

6. The company has received order from Andhra Pradesh GST Authorities raising a demand of ₹ 0.44 crore plus Interest for the gap in the turnover reported in GSTR 1 vs. GSTR 3B during the period July 1, 2017 to March 31, 2019 in the case of India Infoline Finance Limited (now merged with IIFL Finance Limited). The Company has litigated such demand and filed an appeal against the order of the GST authorities before the GST Commissioner Appeals. The matter is pending for disposal.

7. The Show cause notice F. No. DGCEI/DZU/INV/B/India/545/2015/9295 dated November 29, 2016 has been issued to the Company demanding Service Tax amounting to of ₹ 4.51 crore plus Interest & Penalty totalling to ₹ 17.44 crore as at March 31, 2023 for the period July 2012 to March 2014 on Delayed Payment Charges (DPC) earned by the company considering the same as Taxable Income. However, the company has considered the same as Exempt Income in the form of Interest while filling its Service Tax Return. The department has confirmed the said Service Tax Demand on such Delayed Payment Charged by issuing Order no. 92/2018-ST Dated July 31, 2018. The Company has litigated the said addition and has filed an appeal against the order of the Service Tax authorities before the CESTAT Delhi. The matter is pending for disposal before CESTAT Mumbai.

VII. Details of acts of material frauds committed against our Company in the last three financial years and current financial year, if any, and if so, the action taken by our Company

In accordance with the Master Directions – Monitoring of Frauds in NBFCs (Reserve Bank) Directions, 2016 dated September 29, 2016, the Audit Committee of our Company monitors and reviews all frauds involving an amount of ₹1 crore or more. There have been no acts of material frauds, i.e., frauds involving an amount of ₹1 crore or more, committed against our Company in the last three financial years and current financial year.

There have been instances of fraud (more than ₹1 lakh), which are inherent in the nature of the business of our Company. However, there is no material fraud committed against our Company from financial year beginning from April 01, 2020 till October 31, 2023.

The list of material frauds against the Company in the last three fiscals and current financial year:

For the period ended as on September 30, 2023	For the year ended March 31, 2023	For the year ended March 31, 2022	For the year ended March 31, 2021
520 instances aggregating to ₹ 1.61 crores were reported	365 instances aggregating to ₹ 1.56 crores were reported	156 instances aggregating to ₹ 0.62 crores were reported	111 instances aggregating to ₹ 0.56 crores were reported

The total amount involved in all acts of fraud committed against our Company is set forth below:

S. No.	Year	Gross Amount (₹ in crore)	Committed by	Modus Operandi	Recovery (₹ in crore)	Provisions (₹ in crore)	Action Taken by the Company
1.	From April 1,2023 to as of	1.48	Internal Staffs	The suspects have committed offences of	0.51	0.97	Terminated / Suspension

S. No.	Year	Gross Amount (₹ in crore)	Committed by	Modus Operandi	Recovery (₹ in crore)	Provisions (₹ in crore)	Action Taken by the Company
	September 30, 2023			Cash misappropriation breach of trust cheating forgery for the purpose of cheating and using the forged documents as genuine committed by the below mentioned persons some of whom have committed while discharging their duties.			ask to resign Warning letter on immediate basis to concern accused as well as updated on Equifax
2.	Financial Year 2022-2023	1.56	internal staffs	CRO processed the loans for his relatives he has confessed that his mistakes & agreed closed the accounts. HR inquiry conducted. CRO confessed & agreed close balance amount. the same was recovered and staff has been terminated. The balance amount members are paying as EMI confirmation received from FCU teamThe confirmation mail received from case has been discussed and The Loss amount is from Customers side, we cannot recover the loss amount from Employee. Write off has been made	0.83	0.73	Terminated / Suspension ask to resign Warning letter on immediate basis to concern accused as well as updated on Equifax
3.	Financial Year 2021-2022	0.64	Internal Staffs	The suspects have committed offenses of Cash misappropriation breach of trust cheating forgery forgery for the purpose of cheating and using the forged documents as genuine committed by the below mentioned	0.29	0.35	Terminated / Suspension ask to resign Warning letter on immediate basis to concern accused

S. No.	Year	Gross Amount (₹ in crore)	Committed by	Modus Operandi	Recovery (₹ in crore)	Provisions (₹ in crore)	Action Taken by the Company
				persons some of whom have committed while discharging their duties. It was identified during special audit that the branch employees i.e. glove and colluded with few of the clients and manipulated the documents]			well as updated on Equifax
4.	Financial Year 2020-2021	0.42	Internal staffs	The suspects have committed offences of Cash misappropriation breach of trust cheating forgery forgery for the purpose of cheating and using the forged documents as genuine committed by the below mentioned persons some of whom have committed while discharging their duties.	0.03	0.39	Terminated / Suspension ask to resign Warning letter on immediate basis to concern accused as well as updated on Equifax

VIII. Details of default, if any, including therein the amount involved, duration of default and present status, in repayment of statutory dues, delay in payments of interest and principal of any kind of term loans, debt securities, commercial paper (including technical delay) and other financial indebtedness including corporate guarantee or letters of comfort issued by the company; deposits and interests thereon; and loan from any bank or financial institutions and interest thereon, in the last three financial years and current financial year

Our Company confirms that there has been no default in repayment of statutory dues; delay in payments of interest and principal of any kind of term loans, debt securities, commercial paper (including technical delay) and other financial indebtedness including corporate guarantee or letters of comfort issued by the company repayment of statutory dues; debentures and interests thereon; deposits and interests thereon; and loan from any bank or financial institutions and interest thereon, in the last three financial years and current financial year.

IX. Summary of reservations or qualifications or adverse remarks of auditors in the last three financial years immediately preceding the year of issue of this Shelf Prospectus and of their impact on the financial statements and financial position of the company and the corrective steps taken and proposed to be taken by the company for each of the said reservations or qualifications or adverse remarks.

Our Company confirms that there was no modification i.e., unmodified opinion given by Statutory Auditors on Quarterly Unaudited Financial Results and in their audit report for Fiscal 2021 and the Statutory Auditors in the audit report for Fiscal 2022 and 2023, except that the auditors for the relevant years have included certain emphasis of matters ('**EOM**') in their respective reports on the audited financial statements issued for the Fiscal 2021, 2022 and 2023. However, the said EOM did not lead to any modification/qualification. For details, please see "*Risk Factor - Our statutory auditors have highlighted certain emphasis of matters to their audit reports relating to our*

audited financial statements, which may affect our future financial results".

X. Any litigation or legal action pending or taken by a Government Department or a statutory body or regulatory body during the three years immediately preceding the year of the issue of the issue document against the promoter of the company.

Apart from the litigations disclosed under '*Actions Taken by Regulatory and Statutory Authorities against our Company*', there are no other legal action pending or taken by a government department or a statutory body or regulatory body during the three years immediately preceding the year of the issue against our Company.

OTHER REGULATORY AND STATUTORY DISCLOSURES

Issuer's Absolute Responsibility

"The Issuer, having made all reasonable inquiries, accepts responsibility for and confirms that this Shelf 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 Shelf Prospectus is true and correct in all material aspects and is not misleading, 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."

Authority for the Issue

At the meeting of the Board of Directors of our Company held on August 19, 2023, the Directors approved the issue of NCDs to the public up to an amount not exceeding ₹ 2,000 crore in multiple tranches.

Further, the present Issue is within the borrowing limits of ₹ 15,000 crore approved pursuant to the shareholders resolution dated August 30, 2023 under section 180(1)(c) of Companies Act, 2013.

Prohibition by SEBI/ Eligibility of our Company for the Issue

Our Company, and/or the Promoters and/or our Promoter Group and/or the Directors have not been restrained or prohibited or debarred by SEBI from accessing the securities market or dealing in securities and no such order or direction is in force. None of our Directors and/or our Promoters, is a Director or promoters of another company which has been restrained, prohibited or debarred by SEBI from accessing the securities market or dealing in securities.

Neither the issuer nor any of its promoters or directors has been categorised as a wilful defaulter by any bank or financial institution or consortium thereof.

None of the promoters or whole-time directors of the issuer is a promoters or whole-time director of another company which is a wilful defaulter.
None of our Directors and/or our Promoters has been declared as fugitive economic offenders.

The Company confirms that there are no fines or penalties levied by SEBI or the Stock Exchanges pending to be paid by the Company as on the date of this Shelf Prospectus.

Our Company is not in default of payment of interest or repayment of principal amount in respect of non-convertible securities, for a period of more than six-months as on date of this Shelf Prospectus.

No regulatory action is pending against the issuer or its promoters or directors before SEBI or the RBI.

Willful Defaulter

Our Company, and/or our Directors and/or our Promoters have not been categorised as a wilful defaulter by any bank or financial institution or consortium thereof, in accordance with the guidelines on wilful defaulters issued by RBI, ECGC or any government/regulatory authority. The issuer has not defaulted in payment of interest or repayment of principal amount in respect of debt securities issued to the public, for a period of more than six months. None of our Directors and/or our Promoters, is a whole-time director or promoters of another company which has been categorised as a wilful defaulter.

Other confirmations

None of our Company or our Directors or our Promoters, or person(s) in control of our Company was a promoter, director or person in control of any company which was delisted within a period of ten years preceding the date of this Shelf Prospectus, in accordance with Chapter V of the SEBI Delisting Regulations.

Further, it is confirmed that:

i. Our Company is in compliance with applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and any other guidelines so specified by SEBI;

ii. Our Company has a net worth of at least rupees five hundred crore, as per the audited balance sheet of the preceding financial year i.e., Fiscal 2023;

iii. Our Company has a consistent track record of operating profits for the last three financial years;

iv. securities to be issued have been assigned a rating of **not less than "AA-"** category or equivalent by a credit rating agency registered with SEBI;

v. No regulatory action is pending against the issuer or its promoters or directors before SEBI or RBI.

vi. Our Company is not in default for:

   a. the repayment of deposits or interest payable thereon; or
   b. redemption of preference shares; or
   c. redemption of debt securities and interest payable thereon; or
   d. payment of dividend to any shareholder; or
   e. repayment of any term loan or interest payable thereon,

   in the last three financial years and the current financial year.

DISCLAIMER CLAUSE OF SEBI

IT IS TO BE DISTINCTLY UNDERSTOOD THAT FILING OF THE OFFER DOCUMENT TO THE SECURITIES AND EXCHANGE BOARD OF INDIA (SEBI) SHOULD NOT IN ANY WAY BE DEEMED OR CONSTRUED TO MEAN THAT THE SAME HAS BEEN CLEARED OR APPROVED BY SEBI. SEBI DOES NOT TAKE ANY RESPONSIBILITY EITHER FOR THE FINANCIAL SOUNDNESS OF ANY SCHEME OR THE PROJECT FOR WHICH THE ISSUE IS PROPOSED TO BE MADE OR FOR THE CORRECTNESS OF THE STATEMENTS MADE OR OPINIONS EXPRESSED IN THE OFFER DOCUMENT. THE LEAD MANAGERS, HAVE CERTIFIED THAT THE DISCLOSURES MADE IN THE OFFER DOCUMENT ARE GENERALLY ADEQUATE AND ARE IN CONFORMITY WITH THE REGULATIONS. THIS REQUIREMENT IS TO FACILITATE INVESTORS TO TAKE AN INFORMED DECISION FOR MAKING INVESTMENT IN THE PROPOSED ISSUE.

IT SHOULD ALSO BE CLEARLY UNDERSTOOD THAT WHILE THE ISSUER IS PRIMARILY RESPONSIBLE FOR CORRECTNESS, ADEQUACY AND DISCLOSURE OF ALL RELEVANT INFORMATION IN THE OFFER DOCUMENT, THE LEAD MERCHANT BANKERS ARE EXPECTED TO EXERCISE DUE DILIGENCE TO ENSURE THAT THE ISSUER DISCHARGES ITS RESPONSIBILITY ADEQUATELY IN THIS BEHALF AND TOWARDS THIS PURPOSE, LEAD MANAGERS*, HAVE FURNISHED TO SEBI A DUE DILIGENCE CERTIFICATE DATED NOVEMBER 23, 2023 WHICH READS AS FOLLOWS:

1. **WE CONFIRM THAT NEITHER THE ISSUER NOR ITS PROMOTERS OR DIRECTORS HAVE BEEN PROHIBITED FROM ACCESSING THE CAPITAL MARKET UNDER ANY ORDER OR DIRECTION PASSED BY SEBI. WE ALSO CONFIRM THAT NONE OF THE INTERMEDIARIES NAMED IN THE PROSPECTUS HAVE BEEN DEBARRED FROM FUNCTIONING BY ANY REGULATORY AUTHORITY.**

2. **WE CONFIRM THAT ALL THE MATERIAL DISCLOSURES IN RESPECT OF THE ISSUER HAVE BEEN MADE IN PROSPECTUS AND CERTIFY THAT ANY MATERIAL DEVELOPMENT IN THE ISSUE OR RELATING TO THE ISSUE UP TO THE COMMENCEMENT OF LISTING AND TRADING OF THE NCDS OFFERED THROUGH THE ISSUE SHALL BE INFORMED THROUGH PUBLIC NOTICES/ADVERTISEMENTS IN ALL THOSE NEWSPAPERS IN WHICH PRE-ISSUE ADVERTISEMENT AND ADVERTISEMENT FOR OPENING OR CLOSURE OF THE ISSUE WILL BE GIVEN.**

3. **WE CONFIRM THAT THE PROSPECTUS CONTAINS ALL DISCLOSURES AS SPECIFIED IN THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE AND LISTING OF NON-CONVERTIBLE SECURITIES) REGULATIONS, 2021.**

4. **WE ALSO CONFIRM THAT ALL RELEVANT PROVISIONS OF THE COMPANIES ACT, SECURITIES CONTRACTS (REGULATION) ACT, 1956, SECURITIES AND EXCHANGE BOARD OF INDIA ACT, 1992 AND THE RULES, REGULATIONS, GUIDELINES, CIRCULARS ISSUED THEREUNDER ARE COMPLIED WITH.**

   WE CONFIRM THAT NO COMMENTS/COMPLAINTS WERE RECEIVED ON THE DRAFT SHELF PROSPECTUS DATED NOVEMBER 2, 2023, FILED WITH BSE LIMITED AND NATIONAL STOCK EXCHANGE OF INDIA LIMITED. NATIONAL STOCK EXCHANGE OF INDIA LIMITED IS THE DESIGNATED STOCK EXCHANGE FOR THE ISSUE.

**IIFL Securities Limited is deemed to be an associate of the Issuer as per the Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992, as amended (Merchant Bankers Regulations). Further, in compliance with the provisions of Regulation 21A and explanation to Regulation 21A of the Merchant Bankers Regulations, IIFL Securities Limited would be involved only in marketing of the Issue and as per Regulation 25 (3) of SEBI NCS Regulations shall not issue a due diligence certificate.*

DISCLAIMER CLAUSE OF BSE

BSE LIMITED ("THE EXCHANGE") HAS GIVEN, VIDE ITS APPROVAL LETTER DCS/BM/PI-BOND/017/23-24 DATED NOVEMBER 13, 2023 PERMISSION TO THIS COMPANY TO USE THE EXCHANGE'S NAME IN THIS OFFER DOCUMENT AS ONE OF THE STOCK EXCHANGES ON WHICH THIS COMPANY'S SECURITIES ARE PROPOSED TO BE LISTED. THE EXCHANGE HAS SCRUTINIZED THIS OFFER DOCUMENT FOR ITS LIMITED INTERNAL PURPOSE OF DECIDING ON THE MATTER OF GRANTING THE AFORESAID PERMISSION TO THIS COMPANY. THE EXCHANGE DOES NOT IN ANY MANNER:

A. **WARRANT, CERTIFY OR ENDORSE THE CORRECTNESS OR COMPLETENESS OF ANY OF THE CONTENTS OF THIS OFFER DOCUMENT; OR**

B. **WARRANT THAT THIS COMPANY'S SECURITIES WILL BE LISTED OR WILL CONTINUE TO BE LISTED ON THE EXCHANGE; OR**

C. **TAKE ANY RESPONSIBILITY FOR THE FINANCIAL OR OTHER SOUNDNESS OF THIS COMPANY, ITS PROMOTERS, ITS MANAGEMENT OR ANY SCHEME OR PROJECT OF THIS COMPANY;**

AND IT SHOULD NOT FOR ANY REASON BE DEEMED OR CONSTRUED THAT THIS OFFER DOCUMENT HAS BEEN CLEARED OR APPROVED BY THE EXCHANGE. EVERY PERSON WHO DESIRES TO APPLY FOR, OR OTHERWISE ACQUIRES ANY SECURITIES OF THIS COMPANY MAY DO SO PURSUANT TO INDEPENDENT INQUIRY, INVESTIGATION AND ANALYSIS AND SHALL NOT HAVE ANY CLAIM AGAINST THE EXCHANGE WHATSOEVER BY ANY REASON OF ANY LOSS WHICH MAY BE SUFFERED BY SUCH PERSON CONSEQUENT TO OR IN CONNECTION WITH SUCH SUBSCRIPTION/ACQUISITION WHETHER BY REASON OF ANYTHING STATED OR OMITTED TO BE STATED HEREIN OR FOR ANY OTHER REASON WHATSOEVER.

DISCLAIMER CLAUSE OF NSE

AS REQUIRED, A COPY OF THIS OFFER DOCUMENT HAS BEEN SUBMITTED TO NATIONAL STOCK EXCHANGE OF INDIA LIMITED (HEREINAFTER REFERRED TO AS NSE). NSE HAS GIVEN VIDE ITS LETTER REF.: NSE/LIST/D/2023/0296 DATED NOVEMBER 9, 2023 PERMISSION TO THE ISSUER TO USE THE EXCHANGE'S NAME IN THIS OFFER DOCUMENT AS ONE OF THE STOCK EXCHANGES ON WHICH THE ISSUER'S SECURITIES ARE PROPOSED TO BE LISTED. THE EXCHANGE HAS SCRUTINIZED THIS OFFER DOCUMENT FOR ITS LIMITED INTERNAL PURPOSE OF DECIDING ON THE MATTER OF GRANTING THE AFORESAID PERMISSION TO THE ISSUER.

IT IS TO BE DISTINCTLY UNDERSTOOD THAT THE AFORESAID PERMISSION GIVEN BY NSE SHOULD NOT IN ANY WAY BE DEEMED OR CONSTRUED THAT THE OFFER DOCUMENT HAS BEEN CLEARED OR APPROVED BY NSE; NOR DOES IT IN ANY MANNER WARRANT, CERTIFY OR ENDORSE THE CORRECTNESS OR COMPLETENESS OF ANY OF THE CONTENTS OF THIS OFFER DOCUMENT; NOR DOES IT WARRANT THAT THE ISSUER'S SECURITIES WILL BE LISTED OR WILL CONTINUE TO BE LISTED ON THE EXCHANGE; NOR DOES IT TAKE ANY RESPONSIBILITY FOR THE FINANCIAL OR

OTHER SOUNDNESS OF THE ISSUER, ITS PROMOTERS, ITS MANAGEMENT OR ANY SCHEME OR PROJECT OF THE ISSUER.

EVERY PERSON WHO DESIRES TO APPLY FOR OR OTHERWISE ACQUIRE ANY SECURITIES OF THIS ISSUER MAY DO SO PURSUANT TO INDEPENDENT INQUIRY, INVESTIGATION AND ANALYSIS AND SHALL NOT HAVE ANY CLAIM AGAINST THE EXCHANGE WHATSOEVER BY REASON OF ANY LOSS WHICH MAY BE SUFFERED BY SUCH PERSON CONSEQUENT TO OR IN CONNECTION WITH SUCH SUBSCRIPTION /ACQUISITION WHETHER BY REASON OF ANYTHING STATED OR OMITTED TO BE STATED HEREIN OR ANY OTHER REASON WHATSOEVER.

DISCLAIMER CLAUSE OF RBI

THE COMPANY IS HAVING A VALID CERTIFICATE OF REGISTRATION DATED SEPTEMBER 20, 2021 ISSUED BY THE RESERVE BANK OF INDIA UNDER SECTION 45 IA OF THE RESERVE BANK OF INDIA ACT, 1934. A COPY OF THIS SHELF PROSPECTUS HAS NOT BEEN FILED WITH OR SUBMITTED TO THE RESERVE BANK OF INDIA ("RBI"). IT IS DISTINCTLY UNDERSTOOD THAT THIS SHELF PROSPECTUS SHOULD NOT IN ANY WAY BE DEEMED OR CONSTRUED TO BE APPROVED OR VETTED BY RBI. RBI DOES NOT ACCEPT ANY RESPONSIBILITY OR GUARANTEE ABOUT THE PRESENT POSITION AS TO THE FINANCIAL SOUNDNESS OF THE ISSUER OR FOR THE CORRECTNESS OF ANY OF THE STATEMENTS OR REPRESENTATIONS MADE OR OPINIONS EXPRESSED BY THE ISSUER AND FOR DISCHARGE OF LIABILITY BY THE ISSUER. RBI NEITHER ACCEPTS ANY RESPONSIBILITY NOR GUARANTEE FOR THE PAYMENT OF ANY AMOUNT DUE TO ANY INVESTOR IN RESPECT OF THE PROPOSED NCDS.

DISCLAIMER STATEMENT OF CREDIT RATING AGENCY (CRISIL RATINGS LIMITED)

CRISIL RATINGS LIMITED (CRISIL RATINGS) HAS TAKEN DUE CARE AND CAUTION IN PREPARING THE MATERIAL BASED ON THE INFORMATION PROVIDED BY ITS CLIENT AND / OR OBTAINED BY CRISIL RATINGS FROM SOURCES WHICH IT CONSIDERS RELIABLE (INFORMATION). A RATING BY CRISIL RATINGS REFLECTS ITS CURRENT OPINION ON THE LIKELIHOOD OF TIMELY PAYMENT OF THE OBLIGATIONS UNDER THE RATED INSTRUMENT AND DOES NOT CONSTITUTE AN AUDIT OF THE RATED ENTITY BY CRISIL RATINGS. CRISIL RATINGS DOES NOT GUARANTEE THE COMPLETENESS OR ACCURACY OF THE INFORMATION ON WHICH THE RATING IS BASED. A RATING BY CRISIL RATINGS IS NOT A RECOMMENDATION TO BUY, SELL, OR HOLD THE RATED INSTRUMENT; IT DOES NOT COMMENT ON THE MARKET PRICE OR SUITABILITY FOR A PARTICULAR INVESTOR. THE RATING IS NOT A RECOMMENDATION TO INVEST / DISINVEST IN ANY ENTITY COVERED IN THE MATERIAL AND NO PART OF THE MATERIAL SHOULD BE CONSTRUED AS AN EXPERT ADVICE OR INVESTMENT ADVICE OR ANY FORM OF INVESTMENT BANKING WITHIN THE MEANING OF ANY LAW OR REGULATION. CRISIL RATINGS ESPECIALLY STATES THAT IT HAS NO LIABILITY WHATSOEVER TO THE SUBSCRIBERS / USERS / TRANSMITTERS/ DISTRIBUTORS OF THE MATERIAL. WITHOUT LIMITING THE GENERALITY OF THE FOREGOING, NOTHING IN THE MATERIAL IS TO BE CONSTRUED AS CRISIL RATINGS PROVIDING OR INTENDING TO PROVIDE ANY SERVICES IN JURISDICTIONS WHERE CRISIL RATINGS DOES NOT HAVE THE NECESSARY PERMISSION AND/OR REGISTRATION TO CARRY OUT ITS BUSINESS ACTIVITIES IN THIS REGARD. IIFL SAMASTA FINANCE LIMITED WILL BE RESPONSIBLE FOR ENSURING COMPLIANCES AND CONSEQUENCES OF NON-COMPLIANCES FOR USE OF THE MATERIAL OR PART THEREOF OUTSIDE INDIA. CURRENT RATING STATUS AND CRISIL RATINGS RATING CRITERIA ARE AVAILABLE WITHOUT CHARGE TO THE PUBLIC ON THE WEBSITE, WWW.CRISIL.COM. FOR THE LATEST RATING INFORMATION ON ANY INSTRUMENT OF ANY COMPANY RATED BY CRISIL RATINGS, PLEASE CONTACT CUSTOMER SERVICE HELPDESK AT 1800-267-1301.

DISCLAIMER STATEMENT OF CREDIT RATING AGENCY (ACUITÉ RATINGS & RESEARCH LIMITED)

AN ACUITE RATING DOES NOT CONSTITUTE AN AUDIT OF THE RATED ENTITY AND SHOULD NOT BE TREATED AS A RECOMMENDATION OR OPINION THAT IS INTENDED TO SUBSTITUTE FOR A FINANCIAL ADVISER'S OR INVESTOR'S INDEPENDENT ASSESSMENT OF WHETHER TO BUY, SELL OR HOLD ANY SECURITY. ACUITE RATINGS ARE BASED ON THE DATA AND INFORMATION PROVIDED BY THE ISSUER AND OBTAINED FROM OTHER RELIABLE SOURCES. ALTHOUGH REASONABLE CARE HAS BEEN TAKEN TO ENSURE THAT THE DATA AND INFORMATION IS TRUE,

ACUITE, IN PARTICULAR MAKES NO REPRESENTATION OR WARRANTY, EXPRESSED OR IMPLIED WITH RESPECT TO THE ADEQUACY, ACCURACY OR COMPLETENESS OF THE INFORMATION RELIED UPON. ACUITE IS NOT RESPONSIBLE FOR ANY ERRORS OR OMISSIONS AND ESPECIALLY STATES THAT IT HAS NO FINANCIAL LIABILITY WHATSOEVER FOR ANY DIRECT, INDIRECT OR CONSEQUENTIAL LOSS OF ANY KIND ARISING FROM THE USE OF ITS RATINGS. ACUITE RATINGS ARE SUBJECT TO A PROCESS OF SURVEILLANCE WHICH MAY LEAD TO A REVISION IN RATINGS AS AND WHEN THE CIRCUMSTANCES SO WARRANT. PLEASE VISIT OUR WEBSITE (WWW.ACUITE.IN) FOR THE LATEST INFORMATION ON ANY INSTRUMENT RATED BY ACUITE, ACUITE'S RATING SCALE AND ITS DEFINITIONS.

DISCLAIMER STATEMENT OF INDUSTRY REPORT PROVIDER (CRISIL MARKET INTELLIGENCE & ANALYTICS)

CRISIL MARKET INTELLIGENCE & ANALYTICS (CRISIL MI&A), A DIVISION OF CRISIL LIMITED (CRISIL) HAS TAKEN DUE CARE AND CAUTION IN PREPARING THIS REPORT (REPORT) BASED ON THE INFORMATION OBTAINED BY CRISIL FROM SOURCES WHICH IT CONSIDERS RELIABLE (DATA). HOWEVER, CRISIL DOES NOT GUARANTEE THE ACCURACY, ADEQUACY OR COMPLETENESS OF THE DATA / REPORT AND IS NOT RESPONSIBLE FOR ANY ERRORS OR OMISSIONS OR FOR THE RESULTS OBTAINED FROM THE USE OF DATA / REPORT. THIS REPORT IS NOT A RECOMMENDATION TO INVEST / DISINVEST IN ANY ENTITY COVERED IN THE REPORT AND NO PART OF THIS REPORT SHOULD BE CONSTRUED AS AN EXPERT ADVICE OR INVESTMENT ADVICE OR ANY FORM OF INVESTMENT BANKING WITHIN THE MEANING OF ANY LAW OR REGULATION. CRISIL ESPECIALLY STATES THAT IT HAS NO LIABILITY WHATSOEVER TO THE SUBSCRIBERS / USERS / TRANSMITTERS/ DISTRIBUTORS OF THIS REPORT. WITHOUT LIMITING THE GENERALITY OF THE FOREGOING, NOTHING IN THE REPORT IS TO BE CONSTRUED AS CRISIL PROVIDING OR INTENDING TO PROVIDE ANY SERVICES IN JURISDICTIONS WHERE CRISIL DOES NOT HAVE THE NECESSARY PERMISSION AND/OR REGISTRATION TO CARRY OUT ITS BUSINESS ACTIVITIES IN THIS REGARD. IIFL SAMASTA FINANCE LIMITED WILL BE RESPONSIBLE FOR ENSURING COMPLIANCES AND CONSEQUENCES OF NON-COMPLIANCES FOR USE OF THE REPORT OR PART THEREOF OUTSIDE INDIA. CRISIL MI&A OPERATES INDEPENDENTLY OF, AND DOES NOT HAVE ACCESS TO INFORMATION OBTAINED BY CRISIL RATINGS LIMITED, WHICH MAY, IN THEIR REGULAR OPERATIONS, OBTAIN INFORMATION OF A CONFIDENTIAL NATURE. THE VIEWS EXPRESSED IN THIS REPORT ARE THAT OF CRISIL MI&A AND NOT OF CRISIL RATINGS LIMITED. NO PART OF THIS REPORT MAY BE PUBLISHED/REPRODUCED IN ANY FORM WITHOUT CRISIL'S PRIOR WRITTEN APPROVAL.

DISCLAIMER STATEMENT FROM THE LEAD MANAGERS

THE LEAD MANAGERS ACCEPTS NO RESPONSIBILITY FOR STATEMENTS MADE OTHERWISE THAN IN THE DRAFT SHELF PROSPECTUS, THIS SHELF PROSPECTUS, RELEVANT TRANCHE PROSPECTUS OR IN THE ADVERTISEMENT OR ANY OTHER MATERIAL ISSUED BY OR AT THE INSTANCE OF THE COMPANY AND THAT ANYONE PLACING RELIANCE ON ANY OTHER SOURCE OF INFORMATION WOULD BE DOING SO AT THEIR OWN RISK.

DISCLAIMER IN RESPECT OF JURISDICTION

THE ISSUE IS BEING MADE IN INDIA, TO INVESTORS FROM CATEGORY I, CATEGORY II, CATEGORY III AND CATEGORY IV. THIS SHELF PROSPECTUS WILL NOT, HOWEVER CONSTITUTE AN OFFER TO SELL OR AN INVITATION TO SUBSCRIBE FOR THE NCDS OFFERED HEREBY IN ANY JURISDICTION OTHER THAN INDIA TO ANY PERSON TO WHOM IT IS UNLAWFUL TO MAKE AN OFFER OR INVITATION IN SUCH JURISDICTION. ANY PERSON INTO WHOSE POSSESSION THIS SHELF PROSPECTUS COMES IS REQUIRED TO INFORM HIMSELF OR HERSELF ABOUT, AND TO OBSERVE, ANY SUCH RESTRICTIONS.

DISCLAIMER STATEMENT FROM THE ISSUER

THE ISSUER ACCEPTS NO RESPONSIBILITY FOR STATEMENTS MADE OTHER THAN IN THE DRAFT SHELF PROSPECTUS, THIS SHELF PROSPECTUS, RELEVANT TRANCHE PROSPECTUS ISSUED BY OUR COMPANY IN CONNECTION WITH THE ISSUE OF THE NCDS AND ANYONE PLACING RELIANCE ON ANY OTHER SOURCE OF INFORMATION WOULD BE DOING SO AT HIS / HER / THEIR OWN RISK.

UNDERTAKING BY THE ISSUER

INVESTORS ARE ADVISED TO READ THE RISK FACTORS CAREFULLY BEFORE TAKING AN INVESTMENT DECISION IN THIS ISSUE. FOR TAKING AN INVESTMENT DECISION, INVESTORS MUST RELY ON THEIR OWN EXAMINATION OF THE ISSUER AND THE OFFER INCLUDING THE RISKS INVOLVED. THE NCDs HAVE NOT BEEN RECOMMENDED OR APPROVED BY ANY REGULATORY AUTHORITY IN INDIA, INCLUDING THE SECURITIES AND EXCHANGE BOARD OF INDIA (SEBI) NOR DOES SEBI GUARANTEE THE ACCURACY OR ADEQUACY OF THIS DOCUMENT. SPECIFIC ATTENTION OF INVESTORS IS INVITED TO THE STATEMENT OF THE "RISK FACTORS" CHAPTER ON PAGE 18.

OUR COMPANY, HAVING MADE ALL REASONABLE INQUIRIES, ACCEPTS RESPONSIBILITY FOR, AND CONFIRMS THAT THIS SHELF PROSPECTUS CONTAINS ALL INFORMATION WITH REGARD TO THE ISSUER AND THE ISSUE, THAT THE INFORMATION CONTAINED IN THIS SHELF 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 HELD AND THAT THERE ARE NO OTHER FACTS, THE OMISSION OF WHICH MAKE THIS SHELF PROSPECTUS AS A WHOLE OR ANY OF SUCH INFORMATION OR THE EXPRESSION OF ANY SUCH OPINIONS OR INTENTIONS MISLEADING IN ANY MATERIAL RESPECT.

THE COMPANY HAS NO SIDE LETTER WITH ANY DEBT SECURITIES HOLDER EXCEPT THE ONE(S) DISCLOSED IN THIS SHELF PROSPECTUS. ANY COVENANTS LATER ADDED SHALL BE DISCLOSED ON THE STOCK EXCHANGES WEBSITES WHERE THE NCDs ARE PROPOSED TO BE LISTED.

THE COMPANY UNDERTAKES THAT CHARGE SHALL BE CREATED IN FAVOUR OF DEBENTURE TRUSTEE AS PER TERMS OF ISSUE BEFORE FILING OF LISTING APPLICATION.

OUR COMPANY DECLARES THAT NOTHING IN THIS SHELF PROSPECTUS IS CONTRARY TO THE PROVISIONS OF COMPANIES ACT, 2013 (18 OF 2013), THE SECURITIES CONTRACTS (REGULATION) ACT, 1956 AND THE SECURITIES AND EXCHANGE BOARD OF INDIA ACT, 1992 AND THE RULES AND REGULATIONS MADE THEREUNDER.

Track record of past public issues handled by the Lead Managers

The track record of past issues handled by the Lead Managers, as required by SEBI circular number CIR/MIRSD/1/2012 dated January 10, 2012, are available at the following websites:

Name of Lead Manager	Website
JM Financial Limited	www.jmfl.com
IIFL Securities Limited	www.iiflcap.com
Nuvama Wealth Management Limited (formerly known as Edelweiss Securities Limited)	www.nuvama.com
Trust Investment Advisors Private Limited	www.trustgroup.in

Listing

The NCDs proposed to be offered through this Issue are proposed to be listed on NSE and BSE. An application will be made to the Stock Exchanges for permission to deal in and for an official quotation of our NCDs. NSE has been appointed as the Designated Stock Exchange.

If permissions to deal in and for an official quotation of our NCDs are not granted by the Stock Exchanges, our Company will forthwith repay, without interest, all moneys received from the Applicants in pursuance of the Draft Shelf Prospectus.

Our Company shall ensure that all steps for the completion of the necessary formalities for listing and commencement of trading at the Stock Exchanges mentioned above are taken within 6 Working Days from the date of closure of the relevant Tranche Issue.

For the avoidance of doubt, it is hereby clarified that in the event of under subscription, NCDs shall not be listed and in the event of zero subscription to any one or more of the series, such NCDs with series shall not be listed.

Our Company shall pay interest at 15% (fifteen) per annum if allotment is not made and refund orders/allotment letters are not dispatched and/or demat credits are not made to investors within five Working Days of the Issue Closing Date of the relevant Tranche Issue or date of refusal of the Stock Exchange(s), whichever is earlier. In case listing permission is not granted by the Stock Exchange(s) to our Company and if such money is not repaid within the day our Company becomes liable to repay it on such account, our Company and every officer in default shall, on and from expiry of such date, be liable to repay the money with interest at the rate of 15% as prescribed under Rule 3 of Companies (Prospectus and Allotment of Securities) Rules, 2014 read with Section 26 of the 2013 Act, provided that the beneficiary particulars relating to such Applicants as given by the Applicants is valid at the time of the upload of the demat credit.

Consents

Consents in writing of: (a) Our Directors, (b) Company Secretary and Compliance Officer, (c) Chief Financial Officer, (d) Lead Managers, (e) the Registrar to the Issue, (f) Legal Advisor to the Issue; (g) CRISIL Ratings Limited; (h) Acuité Ratings & Research Limited; (i) the Debenture Trustee for the Issue; (j) Consortium Members*; (k) Public Issue Account Bank*, Refund Bank* and Sponsor Bank*; (l) CRISIL Market Intelligence & Analytics in relation to the CRISIL MI&A on NBFC Industry Report to act in their respective capacities, have been obtained from them and the same have been filed along with a copy of this Shelf Prospectus with ROC as required under Section 26 and Section 31 of the Companies Act, 2013. Further, such consents have not been withdrawn up to the time of delivery of this Shelf Prospectus with the Stock Exchanges.

**The consents will be procured at the relevant Tranche Issue stage*.

Expert Opinion

Except for the following, our Company has not obtained any expert opinions in connection with this Shelf Prospectus:

Our Company has received the written consent dated November 2, 2023 from Brahmayya & Co our Statutory Auditor, to include their name as required under section 26 (1) of the Companies Act, 2013 read with SEBI NCS Regulations, in this Shelf Prospectus, and as an "expert" as defined under section 2(38) of the Companies Act, 2013 to the extent and in their capacity as our Statutory Auditor, and in respect of (i) their report dated October 17, 2023 on the Unaudited Financial Results for the six months period ended September 30, 2023; (ii) report dated April 21, 2023 on the Audited Financial Statements for Fiscal 2023(iii) report dated April 23, 2022 on the Audited Financial Statements for Fiscal 2022 and such consent has not been withdrawn as on the date of this Shelf Prospectus. However, the term "expert" shall not be construed to mean an "expert" as defined under the U.S. Securities Act, 1993.

The above experts are not, and has not been, engaged or interested in the formation or promotion or management, of the Company and have given their written consent to the Company as stated in the paragraph above and has not withdrawn such consent before the filing of this Shelf Prospectus with the Stock Exchanges and SEBI.

Common form of Transfer

Our Company undertakes that there shall be a common form of transfer for the NCDs, and the provisions of the Companies Act, 2013 applicable as on the date of this Shelf Prospectus and all applicable laws shall be duly complied with in respect of all transfer of debentures and registration thereof.

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 Size as specified in relevant Tranche Prospectus. If our Company does not receive the minimum subscription of 75% of Base Issue Size, prior to the Issue Closing Date of the relevant Tranche Issue, the entire Application Amount shall be unblocked in the relevant ASBA Account(s) of the Applicants within 8 Working Days from the Issue Closing Date or such time as may be specified by SEBI. In the event, there is a delay by our Company in unblocking the aforesaid ASBA Account within the prescribed time limit our Company will become liable to refund the Application Amount along with interest at the rate of 15 (fifteen) percent per annum for the delayed period.

Under Section 39(3) of the Companies Act, 2013 and Rule 11(2) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 if the stated minimum subscription amount is not received within the specified period, the application money received is to be credited only to the bank account from which the subscription was remitted. To the extent possible, where

the required information for making such refunds is available with our Company and/or Registrar, refunds will be made to the account prescribed. However, where our Company and/or Registrar does not have the necessary information for making such refunds, our Company and/or Registrar will follow the guidelines prescribed by SEBI in this regard included in the SEBI Master Circular.

Filing of the Draft Shelf Prospectus

A copy of the Draft Shelf Prospectus is filed with the Stock Exchanges in terms of Regulation 27 of the SEBI NCS Regulations for dissemination on their website(s). The Draft Shelf Prospectus has also been displayed on the websites of the Company and the Lead Managers. The Draft Shelf Prospectus has also been submitted with SEBI for record purpose.

Filing of this Shelf Prospectus and the relevant Tranche Prospectus with ROC

A copy of this Shelf Prospectus has been filed and the relevant Tranche Prospectus shall be filed with ROC in accordance with Section 26 and Section 31 of the Companies Act, 2013.

Debenture Redemption Reserve ("DRR")

In accordance with amendments to the Companies Act, 2013, and the Companies (Share Capital & Debentures) Rules 2014, read with the SEBI NCS Regulations, an NBFC registered with RBI under section 45 IA of the Reserve Bank of India Act, 1934, is not required to create a DRR for the purpose of redemption of debentures. Pursuant to the amendment to the Companies (Share Capital & Debentures) Rules 2014, notified on August 16, 2019, and as on the date of filing of this Shelf Prospectus, our Company is not required to create DRR for the purpose of redemption of the NCDs. Accordingly, no debenture redemption reserve shall be created by our Company for the purpose of redemption of the NCDs or in connection with the Issue.

Our Company shall, as per the Companies (Share Capital & Debentures) Rules 2014 and other laws applicable from time to time, invest or deposit, as the case may be, the applicable amounts, within the specified timelines, in respect of debentures maturing during the year ending on the 31st day of March of the next year, in any one or more methods of investments or deposits stipulated under the applicable law. Provided that the amount remaining invested or deposited, as the case may be, shall not at any time fall below the specified percentage, which is presently stipulated at 15% (fifteen percent) of the amount of the debentures maturing during the year ending on March 31 of the next year, in any of the following instruments or such other instruments as may be permitted under the applicable laws.

1. in deposits with any scheduled bank, free from any charge or lien;
2. in unencumbered securities of the Central Government or any State Government;
3. in unencumbered securities mentioned in sub-clause (a) to (d) and (ee) of section 20 of the Indian Trusts Act, 1882;
4. in unencumbered bonds issued by any other company which is notified under sub-clause (f) of section 20 of the Indian Trusts Act, 1882:

Provided further that the amount invested or deposited as above shall not be used for any purpose other than for redemption of debentures maturing during the year referred above.

Recovery Expense Fund

Our Company has created a recovery expense fund in the manner as specified by SEBI in SEBI Debenture Trustee Master Circular as amended from time to time and Regulation 11 of SEBI NCS Regulations with the Designated Stock Exchanges and has informed the Debenture Trustee regarding the creation of such fund. The recovery expense fund may be utilised by Debenture Trustee, in the event of default by our Company under the terms of the Debenture Trust Deed, for taking appropriate legal action to enforce the security.

Kindly note, any default committed by the Company in terms of the NCDs proposed to be issued shall be reckoned at each respective International Securities Identification Number level assigned to the respective Option(s) of NCDs issued.

Settlement Guarantee Fund

Our Company will deposit amounts in the settlement guarantee fund, as applicable, in the manner as specified in the SEBI Master Circular. This fund has been created under the SEBI Master Circular to ensure upfront collection of charges from

eligible issuers at the time of allotment of debt securities.

Reservation

No portion of the Issue has been reserved.

Underwriting

This Issue will not be underwritten.

Disclosures in accordance with the SEBI Debenture Trustee Master Circular

Appointment of Debenture Trustee

The Company has appointed Beacon Trusteeship Limited as Debenture Trustee in accordance with the terms of the Debenture Trustee Agreement.

Terms and Conditions of Debenture Trustee Agreement

Fees charged by Debenture Trustee

Separately, the Company and the Debenture Trustee have agreed the payment of an acceptance fee of ₹ 7.5 lakh and annuity fees ₹ 5 lakh excluding applicable taxes on an annual basis, plus applicable taxes in terms of the letter dated September 11, 2023.

Debenture Trustee Agreement provides for, inter alia, the following terms and conditions:

1. The Debenture Trustee, either through itself or its agents /advisors/consultants, shall carry out requisite diligence to verify the status of encumbrance and valuation of the assets and whether all permissions or consents (if any) as may be required to create the security as stipulated in the Issue Documents and the Applicable Laws, has been obtained. Prior to appointment of any agents /advisors/consultants, the Debenture Trustee shall obtain necessary confirmation from the said agents/ advisors/ consultants that they do not have any conflict-of-interest in conducting the diligence under the transaction.

2. The Issuer shall provide all assistance to the Debenture Trustee to enable verification from the Registrar of Companies, Sub-registrar of Assurances (as applicable), CERSAI, depositories, information utility or any other authority, as may be required, where the assets and/or prior encumbrances in relation to the assets of the Company or any third-party security provider for securing the Debentures, are registered / disclosed.

3. The Debenture Trustee shall have the power to independently appoint intermediaries, valuers, chartered accountant firms, practicing company secretaries, consultants, lawyers and other entities in order to assist in the diligence by the Debenture Trustee as may be required under Applicable Laws. All costs, charges, fees and expenses that are associated with and incurred in relation to the diligence as well as preparation of the reports/certificates/documentation, including all out of pocket expenses towards legal or inspection costs, travelling and other costs, shall be solely borne by the Issuer.

4. The Debenture Trustee shall obtain the following certificates from an empaneled agency as a part of due diligence:

    a. ROC Search Report
    b. CERSAI Search Report
    c. Security Cover Certificate
    d. Valuation of Security and Security Cover Certificate
    e. Any other document as may be required for concluding the due diligence

5. The Debenture Trustee, ipso facto does not have the obligations of a borrower or a principal debtor or a guarantor as to the monies paid/invested by investors for the NCDs.

Terms of carrying out due diligence

As per the SEBI Debenture Trustee Master Circular, as amended and/ or supplemented from time to time, the Debenture Trustee is required to exercise independent due diligence to ensure that the assets of the Issuer company are sufficient to

discharge the interest and principal amount with respect to the debt securities of the Issuer at all times. Accordingly, the Debenture Trustee shall exercise due diligence as per the following process, for which our company has consented to.

a. The Debenture Trustee, either through itself or its agents /advisors/consultants, shall carry out requisite diligence to verify the status of encumbrance and valuation of the assets and whether all permissions or consents (if any) as may be required to create the security as stipulated in the offer document and other applicable laws has been obtained. For the purpose of carrying out the due diligence as required in terms of the Relevant Laws, the Debenture Trustee, either through itself or its agents /advisors/consultants, shall have the power to examine the books of account of the Company and to have the Company's assets inspected by its officers and/or external auditors/ valuers/ consultants/ lawyers/ technical experts/ management consultants appointed by the Debenture Trustee.

b. The Company shall provide all assistance to the Debenture Trustee to enable verification from the Registrar of Companies, Sub-registrar of Assurances (as applicable), CERSAI, depositories, information utility or any other authority, as may be relevant, where the assets and/or encumbrances in relation to the assets of the Company or any third-party security provider are registered / disclosed.

c. Further, in the event that existing charge holders have provided conditional consent / permissions to the Company to create further charge on the assets, the Debenture Trustee shall also have the power to verify such conditions by reviewing the relevant transaction documents or any other documents executed between existing charge holders and the Company. The Debenture Trustee shall also have the power to intimate the existing charge holders about proposal of creation of further encumbrance and seeking their comments/ objections, if any, if Company is required to do so under the respective financing documents executed with the said existing charge holders.

d. Without prejudice to the aforesaid, the Company shall ensure that it provides and procures all information, representations, confirmations and disclosures as may be required in the sole discretion of the Debenture Trustee to carry out the requisite diligence in connection with the issuance and allotment of the Debentures, in accordance with the relevant laws/ Applicable Law.

e. The Debenture Trustee shall have the power to either independently appoint or direct the Company to (after consultation with the Debenture Trustee) appoint intermediaries, valuers, chartered accountant firms, practicing company secretaries, consultants, lawyers and other entities in order to assist in the diligence by the Debenture Trustee. All costs, charges, fees and expenses that are associated with and incurred in relation to the diligence as well as preparation of the reports/certificates/documentation, including all out of pocket expenses towards legal or inspection costs, travelling and other costs, shall be solely borne by the Company.

In addition to the above terms of carrying out the due diligence, the Debenture Trustee Agreement provides for, inter alia, the following terms and conditions:

a. The Company undertakes to promptly furnish all and any information as may be required by the Debenture Trustee in terms of the Companies Act and the Debenture Trust Deed on a regular basis, including without limitation the following documents, as may be applicable

b. The Debenture Trustee does not have the obligations of a borrower or a principal debtor or a guarantor as to the monies paid/invested by investors for the NCDs.

Process of Due Diligence to be carried out by the Debenture Trustee

Due Diligence will be carried out as per SEBI (Debenture Trustees) Regulations, 1993, SEBI NCS Regulations and circulars issued by SEBI from time to time.

While the NCDs are secured as per terms of the Offer Document and charge is held in favor of the Debenture Trustee, the extent of recovery would depend upon realization of asset value and the Debenture Trustee in no way guarantees / assures full recovery / partial of either principal or interest.

Other Confirmations

The Debenture Trustee confirms that they have undertaken the necessary due diligence in accordance with Applicable Law, including the SEBI (Debenture Trustees) Regulations, 1993, read with the SEBI Debenture Trustee Master Circular.

The Debenture Trustee undertakes that the NCDs shall be considered as secured only if the charged asset is registered with

sub-registrar and Registrar of Companies or CERSAI or depository, etc., as applicable, or is independently verifiable by the Debenture Trustee.

BEACON TRUSTEESHIP LIMITED HAVE FURNISHED TO STOCK EXCHANGES A DUE DILIGENCE CERTIFICATE DATED NOVEMBER 23, 2023 AS PER THE FORMAT SPECIFIED IN THE SEBI DEBENTURE TRUSTEE MASTER CIRCULAR AND SCHEDULE IV OF THE SEBI NCS REGULATIONS WHICH READS AS FOLLOWS:

(1) WE HAVE EXAMINED DOCUMENTS PERTAINING TO THE SAID ISSUE AND OTHER SUCH RELEVANT DOCUMENTS, REPORTS AND CERTIFICATIONS.

(2) ON THE BASIS OF SUCH EXAMINATION AND OF THE DISCUSSIONS WITH THE ISSUER, ITS DIRECTORS AND OTHER OFFICERS, OTHER AGENCIES AND ON INDEPENDENT VERIFICATION OF THE VARIOUS RELEVANT DOCUMENTS, REPORTS AND CERTIFICATIONS:

WE CONFIRM THAT:

a) THE ISSUER HAS MADE ADEQUATE PROVISIONS FOR AND/OR HAS TAKEN STEPS TO PROVIDE FOR ADEQUATE SECURITY FOR THE DEBT SECURITIES TO BE ISSUED AND LISTED.

b) THE ISSUER HAS OBTAINED THE PERMISSIONS / CONSENTS NECESSARY FOR CREATING SECURITY ON THE SAID PROPERTY(IES).

c) THE ISSUER HAS MADE ALL THE RELEVANT DISCLOSURES ABOUT THE SECURITY AND ALSO ITS CONTINUED OBLIGATIONS TOWARDS THE HOLDERS OF DEBT SECURITIES.

d) ISSUER HAS ADEQUATELY DISCLOSED ALL CONSENTS/ PERMISSIONS REQUIRED FOR CREATION OF FURTHER CHARGE ON ASSETS IN OFFER DOCUMENT OR ~~PRIVATE PLACEMENT MEMORANDUM/ INFORMATION MEMORANDUM~~ AND ALL DISCLOSURES MADE IN THE OFFER DOCUMENT ~~OR PRIVATE PLACEMENT MEMORANDUM/ INFORMATION MEMORANDUM~~ WITH RESPECT TO CREATION OF SECURITY ARE IN CONFIRMATION WITH THE CLAUSES OF DEBENTURE TRUSTEE AGREEMENT.

e) ISSUER HAS DISCLOSED ALL COVENANTS PROPOSED TO BE INCLUDED IN DEBENTURE TRUST DEED (INCLUDING ANY SIDE LETTER, ACCELERATED PAYMENT CLAUSE ETC.), AND OFFER DOCUMENT AND GIVEN AN UNDERTAKING THAT DEBENTURE TRUSTE DEED WOULD BE EXECUTED BEFORE FILING OF LISTING APPLICATION.

f) ISSUER HAS GIVEN AN UNDERTAKING THAT CHARGE SHALL BE CREATED IN FAVOUR OF DEBENTURE TRUSTEE AS PER TERMS OF ISSUE BEFORE FILING OF LISTING APPLICATION.

g) ALL DISCLOSURES MADE IN THE OFFER DOCUMENT WITH RESPECT TO THE DEBT SECURITIES ARE TRUE, FAIR AND ADEQUATE TO ENABLE THE INVESTORS TO MAKE A WELL INFORMED DECISION AS TO THE INVESTMENT IN THE PROPOSED ISSUE.

WE HAVE SATISFIED OURSELVES ABOUT THE ABILITY OF THE ISSUER TO SERVICE THE DEBT SECURITIES.

Our Company undertakes that it shall submit the due diligence certificate from Debenture Trustee to the Stock Exchanges as per format specified in Annex II - A of the SEBI Debenture Trustee Master Circular.

Debenture Trust Deed

Our Company and the Debenture Trustee will execute a Debenture Trust Deed, inter alia, specifying the powers, authorities and obligations of the Debenture Trustee and us, as per the extant SEBI regulations applicable for the proposed NCD Issue.

Issue Related Expenses

The expenses of the Issue include, inter alia, lead management fees and selling commission to the Lead Managers, Consortium Member, fees payable to debenture trustees, the Registrar to the Issue, SCSBs' commission/ fees, fees payable

to the sponsor bank, printing and distribution expenses, legal fees, advertisement expenses and listing fees. The Issue expenses and listing fees will be paid by our Company.

The estimated breakdown of the total expenses for each Tranche Issue shall be as specified in the relevant Tranche Prospectus. For details of Issue related expenses, see "*Objects of the Issue*" on page 67.

Utilisation of Issue Proceeds

Our Board of Directors certifies that:

i. all monies received out of the Issue of the NCDs to the public shall be transferred to a separate bank account maintained with a scheduled bank, other than the bank account referred to in section 40(3) of the Companies Act and the SEBI NCS Regulations, and our Company will comply with the conditions as stated therein, and these monies will be transferred to Company's bank account after receipt of listing and trading approvals;

ii. details of all monies utilised out of the Issue referred to in sub-item (i) shall be disclosed under an appropriate separate head in our balance sheet indicating the purpose for which such monies were utilised;

iii. details of all unutilised monies out of the Issue referred to in sub-item (i), if any, shall be disclosed under an appropriate separate head in our balance sheet indicating the form of financial assets in which such unutilised monies have been invested;

iv. we shall utilize the Issue proceeds only upon creation of security as stated in this Shelf Prospectus in the section titled *"Terms of the Issue"* on page 238 and after (a) permissions or consents for creation of charge over the assets of the Company and for further raising of funds have been obtained from the creditors; (b) receipt of the minimum subscription of 75% of the Base Issue Size pertaining to relevant Tranche Issue; (c) completion of Allotment and refund process in compliance with Section 40 of the Companies Act, 2013; (d) creation of security and confirmation of the same in terms of NCDs and (e) receipt of listing and trading approval from Stock Exchanges;

v. the Issue proceeds shall not be utilized towards full or part consideration for the purchase or any other acquisition, *inter alia* by way of a lease, of any of any immoveable property or in the purchase of any business or in the purchase of an interest in any business property;

vi. the Issue proceeds shall be utilized in compliance with various guidelines, regulations and clarifications issued by RBI, SEBI or any other statutory authority from time to time. Further the Issue proceeds shall be utilised only for the purpose and objects stated in the Offer Documents; and

vii. If Allotment is not made, application monies will be refunded/unblocked in the ASBA Accounts within 8 Working Days from the Issue Closing Date or such lesser time as specified by SEBI, failing which interest will be due to be paid to the Applicants in accordance with applicable laws.

Utilization details regarding previous issues

Our Company and Group Companies, as applicable, have issued non-convertible debentures by way of various private placements, for which, our Company and Subsidiaries have utilised the proceeds from such issuances in accordance with the use of proceeds set out in the respective offer documents and/or information memorandums under which such non-convertible debentures were issued

Public / Rights Issues of Equity Shares in the last three years from this Shelf Prospectus

A. IIFL Samasta Finance Limited ('the Company')

i. Public issue of equity shares by the Company

The Company has not undertaken any public issue of equity shares in past three years.

ii. Previous public issues of non-convertible debentures by the Company

The Company has not undertaken any public issue of non-convertible debentures in past three years.

iii. Previous private placement of non-convertible debentures by the Company

The Company has made private placement of non-convertible debentures in the financial years 2020-21, 2021-22, 2022-23 and 2023-24 and the funds have been utilized towards the object of the issue as stated in relevant information memorandum. Details of utilisation of issue proceeds are listed below:

For Fiscal 2024:

Particulars	**ISIN – INE413U08093**
Date of opening	May 17, 2023
Date of closing	May 17, 2023
Total issue size	Total issue size including green shoe option is ₹ 300 crore
Date of allotment	May 18, 2023
Date of listing	May 19, 2023
Utilisation of proceeds	Onward lending and general corporate purpose and to augment the long-term resources of the company to meet working capital requirement.

Particulars	**ISIN –** INE413U07210
Date of opening	May 25, 2023
Date of closing	May 25, 2023
Total issue size	Total issue size including green shoe option is ₹ 200 crore
Date of allotment	May 26, 2023
Date of listing	May 29, 2023
Utilisation of proceeds	Onward lending and general corporate purpose and to augment the long-term resources of the company to meet working capital requirement.

Particulars	**ISIN –** INE413U08101
Date of opening	June 12, 2023
Date of closing	June 12, 2023
Total issue size	₹ 100 crore
Date of allotment	June 13, 2023
Date of listing	June 15, 2023
Utilisation of proceeds	Onward lending and general corporate purpose and to augment the long-term resources of the company to meet working capital requirement.

For Fiscal 2023:

Particulars	**ISIN –** INE41307202
Date of opening	June 1, 2022
Date of closing	June 1, 2022
Total issue size	Total issue size including green shoe option is ₹ 200 crore
Date of allotment	June 1, 2022
Date of listing	June 3, 2022
Utilisation of proceeds	Onward lending and general corporate purpose

Particulars	**ISIN –** INE41307202 (Reissuance)
Date of opening	June 14, 2022
Date of closing	June 14, 2022
Total issue size	Total issue size including green shoe option is ₹ 175 crore
Date of allotment	June 14, 2022
Date of listing	June 16, 2022
Utilisation of proceeds	Onward lending and general corporate purpose

Particulars	**ISIN –** INE41308044
Date of opening	August 18, 2022
Date of closing	August 18, 2022

Total issue size	Total issue size including green shoe option is ₹ 200 crore
Date of allotment	August 19, 2022
Date of listing	August 24, 2022
Utilisation of proceeds	Onward lending and general corporate purpose

Particulars	**ISIN –** INE41308051 and – INE41308069
Date of opening	December 16, 2022
Date of closing	December 16, 2022
Total issue size	Total issue size including green shoe option is ₹ 100 crore
Date of allotment	December 19, 2022
Date of listing	December 20, 2022
Utilisation of proceeds	To augment the long-term resources of the company, & to meet working capital requirement.

Particulars	**ISIN –** INE41308077
Date of opening	February 1, 2023
Date of closing	February 1, 2023
Total issue size	Total issue size including green shoe option is ₹ 50 crore
Date of allotment	February 2, 2023
Date of listing	February 3, 2023
Utilisation of proceeds	Onward lending and general corporate purpose and to augment the long-term resources of the company to meet working capital requirement.

Particulars	**ISIN –** INE41308085
Date of opening	February 23, 2023
Date of closing	February 23, 2023
Total issue size	Total issue size including green shoe option is ₹ 40 crore
Date of allotment	February 24, 2023
Date of listing	February 27, 2023
Utilisation of proceeds	To augment the long-term resources of the company, & to meet working capital requirement.

For Fiscal 2022:

Particulars	**ISIN –** INE41307178
Date of opening	May 31, 2021
Date of closing	May 31, 2021
Total issue size	Total issue size including green shoe option is ₹ 95 crore
Date of allotment	May 31, 2021
Date of listing	June 4, 2021
Utilisation of proceeds	Onward lending and general corporate purpose including repayment/ refinancing of existing Debts.

Particulars	**ISIN –** INE41307194
Date of opening	October 26, 2021
Date of closing	October 26, 2021
Total issue size	Total issue size including green shoe option is ₹ 100 crore
Date of allotment	October 26, 2021
Date of listing	November 1, 2021
Utilisation of proceeds	Onward lending and general corporate purpose.

For Fiscal 2021

Particulars	**ISIN –** INE41307103
Date of opening	June 5,2020
Date of closing	June 5,2020

Total issue size	₹ 35 crore
Date of allotment	June 05,2020
Date of listing	June 09, 2020
Utilisation of proceeds	Onward lending and general corporate purpose

Particulars	**ISIN –** INE41307103
Date of opening	June 18, 2020
Date of closing	June 18, 2020
Total issue size	₹ 25 crore
Date of allotment	June 18, 2020
Date of listing	June 24, 2020
Utilisation of proceeds	Onward lending and general corporate purpose

Particulars	**ISIN –** INE41307111
Date of opening	June 25,2020
Date of closing	June 25,2020
Total issue size	₹ 115 crore
Date of allotment	June 26, 2020
Date of listing	July 02, 2020
Utilisation of proceeds	Onward lending and general corporate purpose

Particulars	**ISIN –** INE41307129
Date of opening	July 09,2020
Date of closing	July 09,2020
Total issue size	₹ 25 crore
Date of allotment	July 10, 2020
Date of listing	July 16, 2020
Utilisation of proceeds	Financing Activities, repayment and general corporate purposes

Particulars	**ISIN –** INE41307137
Date of opening	August 10, 2020
Date of closing	August 10, 2020
Total issue size	₹ 75 crore
Date of allotment	August 11, 2020
Date of listing	August 17, 2020
Utilisation of proceeds	Onward lending and general corporate purpose including repayment/refinancing of existing Debts.

Particulars	**ISIN –** INE41307145 and INE41307152
Date of opening	March 02, 2021
Date of closing	March 02, 2021
Total issue size	₹ 30 crore
Date of allotment	March 02, 2021
Date of listing	March 04, 2021
Utilisation of proceeds	Onward lending and general corporate purpose including repayment/refinancing of existing Debts.

Particulars	**ISIN –** INE41307160
Date of opening	March 18, 2021
Date of closing	March 18, 2021
Total issue size	₹ 100 crore
Date of allotment	March 18, 2021
Date of listing	Unlisted
Utilisation of proceeds	Onward lending and general corporate purpose including repayment/refinancing of existing Debts.

Particulars	**ISIN –** INE41307178
Date of opening	March 30, 2021
Date of closing	March 30, 2021
Total issue size	₹ 100 crore (inclusive of green shoe)
Date of allotment	March 30, 2021
Date of listing	April 01, 2021
Utilisation of proceeds	Onward lending and general corporate purpose including repayment/refinancing of existing Debts.

iv. Rights issue by the Company

The Company has undertaken following rights issue of equity shares for the current financial year and in past three financial years.

Date of allotment	No. of Equity Shares	Issue price (₹)	Consideration in cash/ Other than cash	Details of Utilisation
December 21, 2020	5,65,68,196	15.91	Cash	For general corporate purposes and working capital requirements
June 28, 2021	12,21,00,121	16.38	Cash	
March 30, 2022	4,14,82,300	18.08	Cash	
March 31, 2022	1,38,27,433	18.08	Cash	
February 8, 2023	9,54,19,847	20.96	Cash	
November 15, 2023	7,47,94,315	26.74	Cash	

B. Group Companies-

IIFL Home Finance Limited

i. Public issue of equity shares by the Group Companies

Our Group Companies have not undertaken any public issue of equity shares in past three years.

ii. Previous public issues of non-convertible debentures by the Group Companies

Public issues of Non- Convertible Debentures:

Below are the details of* non-convertible debentures (u*nsecured) issued by our Group Company, IIFL Home Finance Limited

Particulars	ISIN INE477L08147	ISIN INE477L08154	ISIN INE477L08162
Date of opening	Wednesday, July 28, 2021	Wednesday, July 28, 2021	Wednesday, July 28, 2021
Date of closing	Tuesday, July 6, 2021	Tuesday, July 6, 2021	Tuesday, July 6, 2021
Total issue size	₹ 10,000 crore		
Date of allotment	Monday, August 3, 2021	Monday, August 3, 2021	Monday, August 3, 2021
Date of listing	Wednesday, August 4, 2021	Wednesday, August 4, 2021	Wednesday, August 4, 2021
Utilisation of proceeds	The Net Proceeds utilized for increasing capital base, which was utilized towards Company's business and growth including towards onwards lending, payment of operating expenditure, purchase of assets and repayment of outstanding loans and interest thereon as part of our business activities.		

Below are the details of* non-convertible debentures (*secured) issued by our Group Company, IIFL Home Finance Limited

Particulars	ISIN – INE477L07AL3	ISIN - INE477L07AM1	ISIN - INE477L07AN9	ISIN - INE477L07AO7	ISIN - INE477L07AP4	ISIN – INE477L07AQ4	ISIN – INE477L07AR0	ISIN – INE477L07AS8
Date of opening	Wednesday, December	Wednesday, December 8,	Wednesday, December	Wednesday, December	Wednesday , December	Wednesday, December	Wednesday, December	Wednesday , December

Particulars	ISIN – INE477L07AL3	ISIN - INE477L07AM1	ISIN - INE477L07AN9	ISIN - INE477L07AO7	ISIN - INE477L07AP4	ISIN – INE477L07AQ4	ISIN – INE477L07AR0	ISIN – INE477L07AS8
	8, 2021	2021	8, 2021	8, 2021	8, 2021	8, 2021	8, 2021	8, 2021
Date of closing	Tuesday, December 28, 2021	Tuesday, December 28, 2021	Tuesday, December 28, 2021	Tuesday, December 28, 2021	Tuesday, December 28, 2021	Tuesday, December 28, 2021	Tuesday, December 28, 2021	Tuesday, December 28, 2021
Total issue size	₹ 10,000 crore							
Date of allotment	Monday, January 03, 2022	Monday, January 03, 2022	Monday, January 03, 2022	Monday, January 03, 2022	Monday, January 03, 2022	Monday, January 03, 2022	Monday, January 03, 2022	Monday, January 03, 2022
Date of listing	Tuesday, January 04, 2022	Tuesday, January 04, 2022	Tuesday, January 04, 2022	Tuesday, January 04, 2022	Tuesday, January 04, 2022	Tuesday, January 04, 2022	Tuesday, January 04, 2022	Tuesday, January 04, 2022

iii. Previous private placement of non-convertible debentures by the Group Companies

Our Group Companies have made private placement of non-convertible debentures in the Fiscal 2022, Fiscal 2023 and Fiscal 2024 (as of September 30, 2023) and the funds have been utilized towards the object of the issue as stated in relevant information memorandum. Details of utilisation of issue proceeds are listed below:

Private placement of non-convertible debentures - IIFL Home Finance Limited for Fiscal 2021

Particulars	*ISIN – INE477L07AE8	ISIN- INE477L07AF5	ISIN- INE477L07AG3	ISIN- INE477L07AH1
Date of opening	August 18, 2020	November 10, 2020	February 10, 2021	March 10, 2021
Date of closing	August 18, 2020	November 10, 2020	February 10, 2021	March 10, 2021
Total issue size	up to ₹100 crore with an option to retain oversubscription for an amount aggregating upto ₹ 600 crore	up to ₹300 crore	up to ₹18 crore with green shoe option of ₹ 82 crore, as set out in	up to ₹19 crore with green shoe option of ₹ 31 crore
Date of allotment	August 19, 2020	November 12, 2020	February 11, 2021	March 12, 2021
Date of listing	August 28, 2020	November 26, 2020	February 16, 2021	March 16, 2021
Utilisation of proceeds	The proceed used for various financing activities including onward lending and for the business operations including the general corporate purposes and working capital requirements.	The proceeds used for various financing activities including onward lending and for the business operations including the general corporate purposes and working capital requirements.	The proceeds used for various financing activities including onward lending and for the business operations including the general corporate purposes and working capital requirements.	The proceeds used for various financing activities including onward lending and for the business operations including the general corporate purposes and working capital requirements.

*Note- *Redeemed on February 18, 2022*

Private placement of non-convertible debentures by IIFL Home Finance Limited for Fiscal 2022 (H1 Fiscal 2022)

Particulars	ISIN INE477L07AJ7	ISIN INE477L07AJ7	ISIN INE477L07AJ7	ISIN INE477L07AK5
Date of opening	June 15, 2021	September 09, 2021	September 23, 2021	September 27, 2021
Date of closing	June 15, 2021	September 09, 2021	September 23, 2021	September 27, 2021
Total issue size	Base Issue of ₹10 crore with a green	up to ₹20 crore with green shoe option	Base Issue of ₹15 crore with a green	up to ₹ 100 crore with green shoe

	shoe option of ₹ 20 crore. Total Issue Size of ₹ 30 crore	of ₹ 100 crore	shoe option of ₹ 60 crore.	option of ₹ 200 crore
Date of allotment	June 16, 2021		September 24, 2021	September 28, 2021
Date of listing	June 21, 2021	September 13, 2021	September 28, 2021	October 01, 2021
Utilisation of proceeds	The Proceeds used for various financing activities including onward lending and for the business operations including the general corporate purposes and working capital requirements.			

Private placement of non-convertible debentures by IIFL Home Finance Limited for Fiscal 2022

Particulars	ISIN – INE477L07AI9	ISIN – INE477L07AI9	ISIN – INE477L07AJ7	ISIN – INE477L07AJ7
Date of opening	Thursday, April 15, 2021	Friday, April 23, 2021	Wednesday, May 12, 2021	Monday, May 31, 2021
Date of closing	Thursday, April 15, 2021	Friday, April 23, 2021	Wednesday, May 12, 2021	Monday, May 31, 2021
Total issue size	Base Issue of ₹ 21 crore with a green shoe option of ₹ 29 crore.	Base Issue of ₹ 10 crore with a green shoe option of ₹ 20 crore.	Base Issue of ₹21 crore with a green shoe option of ₹ 29 crore.	Base Issue of ₹ 21 crore with a green shoe option of ₹ 29 crore.
Date of allotment	Friday, April 16, 2021	Monday, April 26, 2021	Friday, May 14, 2021	Tuesday, June 01, 2021
Date of listing	Thursday, April 22, 2021	Thursday, April 29, 2021	Wednesday, May 19, 2021	Friday, June 04, 2021
Utilisation of proceeds	The Proceeds used for various financing activities including onward lending and for the business operations including the general corporate purposes and working capital requirements.			

Particulars	INE477L07AT6	INE477L07AU4
Date of opening	February 24, 2022	February 25, 2022
Date of closing	February 25, 2022	February 25, 2022
Total issue size	₹ 433.30 crore	₹ 74.70 crore
Date of allotment	February 25, 2022	February 28, 2022
Date of listing	NA	NA
Utilisation of proceeds	The Proceeds used for various financing activities including onward lending and for the business operations including the general corporate purposes and working capital requirements.	The Proceeds used for various financing activities including onward lending and for the business operations including the general corporate purposes and working capital requirements.

Private placement of non-convertible debentures by our Group Company, IIFL Home Finance Limited for Fiscal 2023

Particulars	ISIN – INE477L07AV2
Date of opening	Wednesday, March 29, 2023
Date of closing	Wednesday, March 29, 2023
Total issue size	Up to ₹ 280 crore (Rupees Two Hundred and Eighty crore only)
Date of allotment	Friday, March 31, 2023
Date of listing	Wednesday, April 05, 2023
Utilisation of proceeds	The proceeds used for various financing activities including onward lending and for the business operations including the general corporate purposes and working capital requirements.

Private placement of non-convertible debentures by our Group Company, IIFL Home Finance Limited for

Fiscal 2024

Particulars	ISIN – INE477L07AW0	ISIN – INE477L07AX8
Date of opening	Monday, May 22, 2023	Thursday, August 17, 2023
Date of closing	Monday, May 22, 2023	Friday, August 18, 2023
Total issue size	Total issue size including green shoe option is ₹ 320 crore	₹ 820 crore
Date of allotment	Tuesday, May 23, 2023	Friday, August 18, 2023
Date of listing	Thursday, May 25, 2023	-
Utilisation of proceeds	The proceeds used for various financing activities including onward lending and for the business operations including the general corporate purposes and working capital requirements.	- 50% of the proceeds from the issue of the Debentures is to be utilized towards extending Green Building Loans to Eligible Sub-Borrowers. - 50% of the proceeds from the issue of the Debentures is to be utilized toward extending affordable housing loans to Eligible Sub-Borrowers who are women from Economically Weaker Sections and Low-Income Group

Private placement of non-convertible debentures by our Group Company, 360 One Prime Limited and 360 One WAM Limited:

a) Private placement of non-convertible debentures by our Group Company, 360 One WAM Limited for Fiscal 2022

NCDs Series Private Placement	Date of Receipt	Proceeds received in A/c no.	Account maintained with Bank	Purpose mentioned in Offer Document	Amount of NCDs Utilization for the year ended March 31, 2022 (₹ in crores)	Unutilized balance of NCDs as at March 31, 2022
INE466L07027, Secured	December 27, 2021	57500000611640	HDFC Bank	General Corporate Purposes	120.00	Nil
INE466L07027, Secured	December 30, 2021	57500000611640	HDFC Bank	General Corporate Purposes and Business Activities	100.06	Nil
INE466L07027, Secured	January 7, 2022	57500000611640	HDFC Bank	General Corporate Purposes and Business Activities	29.86	Nil
Total					**249.92**	

b) Private placement of non-convertible debentures by our Group Company, 360 One Prime Limited for Fiscal 2023

ISIN	Issue Date	Repayment Date	Face Value of each Unit (₹ in crores)	No. of Units Issued	Face Value of the Issue (₹ in crores)	Issue Price (₹ in crores)	Purpose of funds raised as stated in Offer document/ Information Memorandum and/or Debenture Trust Deed
INE248U07DF5	April 6, 2022	February 28, 2024	0.10	10	1.00	1.02	General corporate purposes and onward lending. The issuer proposes to augment its resources to meet its requirement of funds to carry on its business operation. The proceeds of the issue of debenture
INE248U07DF5	April 21, 2022	February 28, 2024	0.10	65	6.50	6.65	
INE248U07DF5	May 5, 2022	February 28, 2024	0.10	198	19.80	20.22	
INE248U07DF5	May 12, 2022	February 28, 2024	0.10	326	32.60	33.20	
INE248U07DF5	May 12, 2022	February 28, 2024	0.10	447	44.70	45.54	
INE248U07DF5	May 19, 2022	February 28, 2024	0.10	363	36.30	37.03	
INE248U07DF5	May 26, 2022	February 28, 2024	0.10	1,024	102.40	104.60	
INE248U07DF5	June 2, 2022	February 28, 2024	0.10	392	39.20	40.10	
INE248U07DF5	June 9, 2022	February 28, 2024	0.10	174	17.40	17.82	

ISIN	Issue Date	Repayment Date	Face Value of each Unit (₹ in crores)	No. of Units Issued	Face Value of the Issue (₹ in crores)	Issue Price (₹ in crores)	Purpose of funds raised as stated in Offer document/ Information Memorandum and/or Debenture Trust Deed
INE248U07DF5	June 16, 2022	February 28, 2024	0.10	161	16.10	16.52	would be utilized for general corporate purpose and onward lending
INE248U07DF5	June 17, 2022	February 28, 2024	0.10	245	24.50	25.07	
INE248U07DF5	June 20, 2022	February 28, 2024	0.10	100	10.00	10.27	
INE248U07DF5	June 23, 2022	February 28, 2024	0.10	290	29.00	29.79	
INE248U07DF5	June 30, 2022	February 28, 2024	0.10	317	31.70	32.61	
INE248U07DF5	October 20, 2022	February 28, 2024	0.10	129	12.90	13.58	
INE248U07DF5	November 1, 2022	February 28, 2024	0.10	50	5.00	5.28	
INE248U07DF5	November 10, 2022	February 28, 2024	0.10	74	7.40	7.82	
INE248U07DF5	November 24, 2022	February 28, 2024	0.10	30	3.00	3.18	
INE248U07DF5	December 8, 2022	February 28, 2024	0.10	62	6.20	6.59	
INE248U07DF5	December 8, 2022	February 28, 2024	0.10	660	66.00	70.11	
INE248U07DF5	December 8, 2022	February 28, 2024	0.10	30	3.00	3.18	
INE248U07DF5	December 8, 2022	February 28, 2024	0.10	74	7.40	7.89	
INE248U07DF5	January 12, 2023	February 28, 2024	0.10	253	25.30	27.05	
INE248U07DG3	June 22, 2022	January 1, 2025	0.10	196	19.60	20.02	
INE248U07DG3	October 6, 2022	January 1, 2025	0.10	123	12.30	12.85	
INE248U07DH1	April 6, 2022	August 8, 2023	0.10	90	9.00	9.03	
INE248U07DH1	April 12, 2022	August 8, 2023	0.10	147	14.70	14.77	
INE248U07DH1	April 12, 2022	August 8, 2023	0.10	449	44.90	45.06	
INE248U07DH1	April 21, 2022	August 8, 2023	0.10	155	15.50	15.60	
INE248U07DH1	April 28, 2022	August 8, 2023	0.10	399	39.90	40.16	
INE248U07DH1	May 5, 2022	August 8, 2023	0.10	645	64.50	650.79	
INE248U07DH1	May 11, 2022	August 8, 2023	0.10	248	24.80	25.02	
INE248U07DH1	May 12, 2022	August 8, 2023	0.10	200	20.00	20.21	
INE248U07DH1	May 26, 2022	August 8, 2023	0.10	350	35.00	35.35	
INE248U07DH1	June 2, 2022	August 8, 2023	0.10	247	24.70	24.95	
INE248U07DH1	June 9, 2022	August 8, 2023	0.10	1,105	110.50	111.91	
INE248U07DH1	June 16, 2022	August 8, 2023	0.10	45	4.50	4.56	
INE248U07D19	April 26, 2022	November 26, 2031	0.10	2,500	250.00	250.00	
INE248U07DJ7	June 7, 2022	September 12, 2024	0.10	695	69.50	69.50	
INE248U07DJ7	June 17, 2022	September 12, 2024	0.10	472	47.20	47.04	
INE248U07DJ7	June 29, 2022	September 12, 2024	0.10	422	42.20	42.25	
INE248U07DKS	June 15, 2022	November 15, 2023	0.10	2,990	299.00	299.00	
INE248U07DKS	June 23, 2022	November 15, 2023	0.10	70	7.00	7.01	
INE248U07DKS	June 30, 2022	November 15, 2023	0.10	41	4.10	4.11	
INE248U07DL3	July 7, 2022	July 31, 2024	0.10	65	6.50	6.50	
INE248U07DL3	July 14, 2022	July 31, 2024	0.10	380	38.00	38.05	
INE248U07DL3	July 21, 2022	July 31, 2024	0.10	130	13.00	13.04	
INE248U07DL3	September 30, 2022	July 31, 2024	0.10	256	25.50	25.94	
INE248U07DL3	October 4, 2022	July 31, 2024	0.10	89	8.90	9.06	
INE248U07DL3	October 19, 2022	July 31, 2024	0.10	50	5.00	5.07	
INE248U07DL3	October 20, 2022	July 31, 2024	0.10	151	15.10	15.36	
INE248U07DL3	November 1, 2022	July 31, 2024	0.10	200	20.00	20.40	
INE248U07DL3	November 2,	July 31, 2024	0.10	294	29.40	29.95	

ISIN	Issue Date	Repayment Date	Face Value of each Unit (₹ in crores)	No. of Units Issued	Face Value of the Issue (₹ in crores)	Issue Price (₹ in crores)	Purpose of funds raised as stated in Offer document/ Information Memorandum and/or Debenture Trust Deed
	2022						
INE248U07DL3	November 9, 2022	July 31, 2024	0.10	294	29.40	29.99	
INE248U07DL3	November 10, 2022	July 31, 2024	0.10	157	15.70	16.05	
INE248U07DL3	November 14, 2022	July 31, 2024	0.10	120	12.00	12.26	
INE248U07DL3	November 17, 2022	July 31, 2024	0.10	65	6.50	6.65	
INE248U07DL3	November 24, 2022	July 31, 2024	0.10	31	3.10	3.18	
INE248U07DL3	December 1, 2022	July 31, 2024	0.10	175	17.50	17.96	
INE248U07DL3	December 22, 2022	July 31, 2024	0.10	20	2.00	2.06	
INE248U07DL3	December 23, 2022	July 31, 2024	0.10	60	6.00	6.18	
INE248U07DL3	December 29, 2022	July 31, 2024	0.10	82	8.20	8.47	
INE248U07DL3	January 12, 2023	July 31, 2024	0.10	129	12.90	13.34	
INE248U07DL3	January 23, 2023	July 31, 2024	0.10	386	38.60	40.01	
INE248U07DM1	September 15, 2022	September 23, 2024	0.10	1,548	154.80	154.80	
INE248U07DM1	October 18, 2022	September 23, 2024	0.10	101	10.10	10.17	
INE248U07DN9	September 30, 2022	September 30, 2024	0.10	350	35.00	35.00	
INE248U07DO7	February 23, 2023	February 18, 1933	0.01	3,300	3.30	33.00	
1NE248U07DP4	March 2, 2023	February 25, 1933	0.01	6,050	60.50	60.50	
INE248U07DQ2	February 28, 2023	February 23, 1933	0.01	1,830	18.30	18.30	
INE248U07DR0	March 14, 2023	May 7, 2025	0.01	25,429	254.29	254.29	
INE248U07DR0	March 21, 2023	May 7, 2025	0.01	49,917	499.17	499.87	
INE248U07DS8	March 9, 2023	March 4, 2033	0.01	1,550	15.50	15.50	
INE248U07DU4	March 16, 2023	March 11, 2033	0.01	1,700	17.00	17.00	
INE248U07DV2	March 17, 2023	March 11, 2033	0.01	3,027	30.27	30.27	
INE248U07DW0	March 23, 2023	March 18, 2033	0.01	2,998	29.98	29.98	
INE248U07DW0	March 24, 2023	March 18, 2033	0.01	4,500	45.00	45.00	
Grand Total				**122,497**	**3,222.61**	**3,251.85**	

c) Private placement of non-convertible debentures by our Group Company, 360 One Prime Limited for Fiscal 2022

ISIN	Issue Date	Repayment date	Sum of No. of Securities	Sum of FV of Security	Sum of Issue Price	Sum of Face value of Issue Price	Purpose of funds raised as stated in Offer document/ Information Memorandum and/or Debenture Trust Deed
INE248U07DA6	April 6, 2021	May 15, 2024	986.00	1,00,000.00	9,88,72,136.00	9,86,00,000.00	General corporate purposes and onwards lending – The Issuer proposes to augment its resources to meet its requirement of funds to carry on its business
INE248U07DA6	April 7, 2021	May 15, 2024	525.00	1.00.000.00	5,00,72,925.00	5,25,00,000.00	
INE248U07DA6	April 8, 2021	May 15, 2024	324.00	1,00,000.00	3,25,01,736.00	3,24,00,000.00	
INE248U07DA6	April 12,	May 15, 2024	290.00	1,00,000.00	2,91,13,390.00	2,90,00,000.00	

ISIN	Issue Date	Repayment date	Sum of No. of Securities	Sum of FV of Security	Sum of Issue Price	Sum of Face value of Issue Price	Purpose of funds raised as stated in Offer document/ Information Memorandum and/or Debenture Trust Deed
	2021						operations. The proceeds of the issue of the Debenture would be utilized for general corporate purposes and onward lending.
INE248U07DA6	April 29, 2021	May 15, 2024	200.00	1,00,000.00	2,01,43,800.00	2,00,00,000.00	
INE248U07DA6	April 30, 2021	May 15, 2024	200.00	1,00,000.00	2,01,47,800.00	2,00,00,000.00	
INE248U07DA6	May 3, 2021	May 15, 2024	1,249.00	1,00,000.00	11,98,59,036.00	12,49,00,000.00	
INE248U07DA6	May 6, 2021	May 15, 2024	1,100.00	1,00,000.00	11,17,27,000.00	11,00.00.000.00	
INE248U07DA6	May 11, 2021	May 15, 2024	750.00	1,00,000.00	7,62,48,000.00	7,50,00,000.00	
INE248U07DA6	May 20, 2021	May 15, 2024	1,918.00	1,00,000.00	19,53,17,612.00	19,18,00,000.00	
INE248U07DA6	June 1, 2021	May 15, 2024	1,125.00	1,00,000.00	11,48,17,500.00	11,25,00,000.00	
INE248U07DA6	June 2, 2021	May 15, 2024	2,450.00	1,00,000.00	25,00,93,550.00	24,50,00,000.00	
INE248U07DA6	June 17, 2021	May 15, 2024	979.00	1,00,000.00	10,02,13,377.00	9,79,00,000.00	
INE248U07DA6	June 30, 2021	May 15, 2024	294.00	1,00,000.00	2,86,02,378.00	2,94,00,000.00	
INE248U07DA6	July 6, 2021	May 15, 2024	413.00	1,00,000.00	4,02,36,525.00	4,13,00,000.00	
INE248U07DB4	April 6, 2021	March 30, 2023	300.00	1,00,000.00	3,00,86, 700.00	3,00,00,000.00	
INE248U07DB4	April 7, 2021	March 30, 2023	310.00	1,00,000.00	3.12,39,630.00	3,10,00,000.00	
INE248U07DB4	April 8, 2021	March 30, 2023	100.00	1,00,000.00	1,00,32,600.00	1,00,00,000.00	
INE248U07DB4	April 28, 2021	March 30, 2023	4,964.00	1,00,000.00	49,97,25,880.00	49,64,00,000.00	
INE248U07DB4	April 29, 2021	March 30, 2023	2,020.00	1,00,000.00	20,34,48,340.00	20,20,00,000.00	
INE248U07DB4	May 5, 2021	March 30, 2023	14,750.00	1,00,000.00	1,50,00,16,000.00	1,47,50,00,000.00	
INE248U07DB4	May 6, 2021	March 30, 2023	815.00	1,00,000.00	8,29,25,435.00	8,15,00,000.00	
INE248U07DB4	May 11, 2021	March 30, 2023	84100	l,00,000.00	8,56,44,917.00	8,41,00,000.00	
INE248U07DB4	May 12, 2021	March 30, 2023	647.00	1,00.000.00	6,56,09,682.00	6,47,00,000.00	
INE248U07DB4	May 20, 2021	March 30, 2023	1,918.00	1,00,000.00	19,56,26,410.00	19,18,00,000.00	
INE248U07DB4	June 17, 2021	March 30, 2023	450.00	1,00,000.00	4,61,20,050.00	4,50,00,000.00	
INE248U07DB4	July, 2021	March 30, 2023	4,886.00	1,00,000.00	49,99,20,862.00	48,86,00,000.00	
INE248U07DC2	April 6, 2021	April 10, 2024	100.00	1,00,000.00	1,00,50,200.00	l,00,00,000.00	
INE248U07DC2	April 8, 2021	April 10, 2024	2,750.00	1,00.000.00	27,64.82,250.00	27,50,00,000.00	
INE248U07DC2	April 12, 2021	April 10, 2024	150.00	1,00,000.00	1,50,92,100.00	l ,50,00,000.00	
1NE248U07DC2	April 29, 2021	April 10, 2024	5,443.00	1,00,000.00	54,93,67,433.00	54,43.00,000.00	
INE248U07DDO	April 9, 2021	July 11, 2022	12,125.00	1,00.000.00	1,21.25,00,000.00	1,21,25,00,000.00	
INE248U07DDO	April 29, 2021	July 11, 2022	310.00	1,00,000.00	3,11,07,260.00	3,10,00,000.00	

ISIN	Issue Date	Repayment date	Sum of No. of Securities	Sum of FV of Security	Sum of Issue Price	Sum of Face value of Issue Price	Purpose of funds raised as stated in Offer document/ Information Memorandum and/or Debenture Trust Deed
INE248U07DE8	April 27, 2021	September 27, 2022	1,500.00	1,00,000.00	15,00,00,000.00	15,00,00,000.00	
INE248U07DF5	November 26, 2021	February 28, 2024	500.00	10,00,000.00	50,00,00,000.00	50,00,00,000.00	
INE248U07DF5	December 2, 2021	February 28, 2024	600.00	10,00,000.00	60,06,67,800.00	60,00,00,000.00	
INE248U07DF5	December 9, 2021	February 28, 2024	150.00	10,00,000.00	15,03,61,950.00	15,00,00,000.00	
INE248U07DF5	December 10, 2021	February 28, 2024	300.00	10,00,000.00	30,07,79,400.00	30,00,00,000.00	
INE248U07DF5	January 11, 2022	February 28, 2024	170.00	10,00,000.00	17.14.55,710.00	17,00,00.000.00	
INE248U07DF5	January 13, 2022	February 28, 2024	220.00	10,00,000.00	22,19,66,140.00	22,00,00,000.00	
INE248U07DF5	January 20, 2022	February 28, 2024	140.00	10,00,000.00	14,14.34,580.00	14,00,00,000.00	
INE248U07DF5	February 3, 2022	February 28, 2024	86.00	10,00,000.00	8,71,06,992.00	8,60,00,000.00	
INE248U07DF5	I7-Feb-22	February 28, 2024	95.00	10,00,000.00	9,64,72,880.00	9,50,00,000.00	
INE248U07DF5	February 24, 2022	February 28, 2024	160.00	10,00,000.00	16,26.91,680.00	16,00,00,000.00	
INE248U07DF5	March 8, 2022	February 28, 2024	70.00	10,00.000.00	7,13.36,090.00	7,00,00,000.00	
INE248U07DF5	March 15, 2022	February 28, 2024	125.00	10,00,000.00	12,75,51,250.00	12,50,00,000.00	
INE248U07DF5	March 24, 2022	February 28, 2024	100.00	10,00,000.00	10.17,51,100.00	10,00,00,000.00	
INE248U07DF5	March 30, 2022	February 28, 2024	50.00	10,00,000.00	5,09,34, 100.00	5,00,00,000.00	
INE248U07DG3	December 2, 2021	January 1, 2025	310.00	10,00,000.00	31,00,00,000.00	31,00,00,000.00	
INE248U07DG3	December 9, 2021	January 1, 2025	80.00	10,00,000.00	8,01,07,440.00	8,00,00,000.00	
INE248U07DG3	December 10, 2021	January 1, 2025	150.00	10,00,000.00	15,02,30,250.00	15,00,00,000.00	
INE248U07DG3	January 11, 2022	January 1, 2025	410.00	10,00,000.00	41,31,57,000.00	41,00,00,000.00	
lNE248U07DG3	January 13, 2022	January 1, 2025	30.00	10.00,000.00	3,02,42,580.00	3,00,00,000.00	
INE248U07DHI	February 8, 2022	August 8, 2023	30.00	110,00,000.00	3,00,00,000.00	3,00,00,000.00	
INE248U07DH1	February 17, 2022	August 8, 2023	60.00	10,00,000.00	6,00,93,240.00	6,00,00,000.00	
INE248U07DH1	February 24, 2022	August 8, 2023	175.00	10,00,000.00	17,54,83,700.00	17,50,00,000.00	

d) Private placement of non-convertible debentures by our Group Company, 360 One Prime Limited for Fiscal 2021

ISIN	Issue date	Repayment Date	Total
INE248U07AJ3	April 24, 2020	May 14, 2021	294,875,136
INE248U07BG7	May 29, 2020	February 14, 2024	49,303,800

ISIN	Issue date	Repayment Date	Total
INE248U07BG7	October 21, 2020	February 14, 2024	10,974 876
INE248U07BJ1	April 24, 2020	August 2, 2022	248,438,790
INE248U07BJ1	May 12, 2020	August 2, 2022	75,398,958
INE248U07BJ1	May 21, 2020	August 2, 2022	275,481,401
INE248U07BJ1	June 11, 2020	August 2, 2022	193,484,445
INE248U07BJ1	June 18, 2020	August 2, 2022	53,299,750
INE248U07BJ1	June 24, 2020	August 2, 2022	166,631,363
INE248U07BJ1	June 25, 2020	August 2, 2022	76,261,248
INE248U07BJ1	June 29, 2020	August 2, 2022	33,745,800
INE248U07BJ1	July 2, 2020	August 2, 2022	345,271,750
INE248U07BJ1	July 17, 2020	August 2, 2022	502,402,770
INE248U07BJ1	July 22, 2020	August 2, 2022	212,335,716
INE248U07BJ1	July 23, 2020	August 2, 2022	230,470,000
INE248U07BJ1	July 27, 2020	August 2, 2022	149,923,800
INE248U07BJ1	July 30, 2020	August 2, 2022	202,862,652
INE248U07BJ1	August 4, 2020	August 2, 2022	170,375,775
INE248U07BJ1	August 13, 2020	August 2, 2022	247,489,863
INE248U07BJ1	August 20, 2020	August 2, 2022	171,810,828
INE248U07BJ1	September 7, 2020	August 2, 2022	116,806,000
INE248U07BJ1	September 15, 2020	August 2, 2022	350,955,000
INE248U07BJ1	September 22, 2020	August 2, 2022	800,079,860
IN E248U07BJ 1	September 28, 2020	August 2, 2022	54,885,636
INE248U07BJ1	October 6, 2020	August 2, 2022	1,510,027,192
INE248U07BJ1	October 12, 2020	August 2, 2022	118,089,000
INE248U07BJ1	November 2, 2020	August 2, 2022	82,984,300
INE248U07BJ1	November 5, 2020	August 2, 2022	119,326,690
INE248U07BJ1	November 12, 2020	August 2, 2022	250,008,745
INE248U07BJ1	November 24, 2020	August 2, 2022	324,962,820
INE248U07BJ1	December 9, 2020	August 2, 2022	51,326,950
INE248U07BJ1	December 11, 2020	August 2, 2022	40,002,015
INE248U07CV4	July 8, 2020	January 10, 2022	211,100,000
INE248U07CV4	July 10, 2020	January 10, 2022	78,934,716
INE248U07CV4	July 13, 2020	January 10, 2022	200,218,000
INE248U07CV4	July 15, 2020	January 10, 2022	90,637,560
INE248U07CV4	July 16, 2020	January 10, 2022	23,040,020
INE248U07CV4	July 21, 2020	January 10, 2022	15,042,450

iv. Rights issue by the Group Companies

Our Group Companies have not undertaken any rights issue of equity shares in past three years.

Benefit/ interest accruing to Promoters/ Directors out of the Object of the Issue

Neither the Promoters nor the Directors of our Company are interested in the Objects of the Issue.

Utilisation of proceeds of the Issue by our Group Companies

No proceeds of the Issue will be paid to our Group Companies.

Delay in listing and allotment of securities

There has been no delay in the listing of any non-convertible securities issued by our Company. In the event of failure to list such securities within such days from the date of closure of issue as may be specified by the Board (scheduled listing date), all application moneys received or blocked in the public issue shall be refunded or unblocked forthwith within two working days from the scheduled listing date to the applicants through the permissible modes of making refunds and unblocking of funds. For delay in refund/unblocking of funds beyond the timeline as specified above, the issuer shall be liable to pay interest at the rate of fifteen percent per annum to the investors from the scheduled listing date till the date of actual payment.

Default in payment

In case of default (including delay) in payment of interest and/ or redemption of principal on the due dates for debt securities issued on private placement or public issue, additional interest of at least 2% p.a. over the coupon rate shall be payable by the issuer for the defaulting period.

Refusal of listing of any security of the issuer during last three years by any of the stock exchanges in India or abroad.

There has been no refusal of listing of any security of our Company during the last three years prior to the date of this Shelf Prospectus by any of the Stock Exchanges.

Debentures or bonds and redeemable preference shares and other instruments issued by our Company and outstanding

As on September 30, 2023, our Company has outstanding non-convertible debentures. For further details see "*Financial Indebtedness*" on page 151.

Our Company does not have any outstanding preference shares as of September 30, 2023.

Further, save and except as mentioned in the "*Financial Indebtedness*" on page 151, our Company has not issued any other outstanding debentures or bonds.

Dividend

Our Company has declared the following dividend over the current year as on September 30, 2023 and last three financial years and current financial year.

Particulars	**For the half ended September 30, 2023**	**For the Financial Year ended**		
		March 31, 2023	**March 31, 2022**	**March 31, 2021**
On Equity Shares				
Fully Paid-up Share Capital (Nos.)	59,36,43,037	59,36,43,037	49,82,23,190	32,08,13,336
Face Value / Paid Up Value (₹)	10	10	10	10
Equity Share Capital (*₹ in crores*)	593.64	593.64	498.22	320.81
Rate of Dividend (%)	Nil	Nil	1%	5%
Dividend (*₹ in crores*)	Nil	Nil	4.98	16.04
Dividend Distribution Tax (*₹ in crores*)	Nil	Nil	Nil	Nil

Revaluation of assets

Our Company has not revalued its assets in the last three years.

Mechanism for redressal of investor grievances

Link intime India Private Limited has been appointed as the Registrar to the Issue to ensure that investor grievances are handled expeditiously and satisfactorily and to effectively deal with investor complaints.

The Registrar Agreement dated October 31, 2023 between the Registrar to the Issue and our Company will provide for retention of records with the Registrar to the Issue for a period of at least eight years from the last date of dispatch of the Allotment Advice, demat credit and refund through unblocking to enable the investors to approach the Registrar to the Issue for redressal of their grievances.

All grievances relating to the Issue may be addressed to the Registrar to the Issue and Compliance Officer, giving full details such as name, address of the Applicant, number of NCDs applied for, amount paid on application and the bank branch or details of Member of Syndicate or Trading Member of the Stock Exchanges where the application was submitted.

All grievances relating to the ASBA process may be addressed to the Registrar to the Issue with a copy to either (a) the relevant Designated Branch of the SCSB where the Application Form was submitted by the ASBA Applicant, or (b) the concerned Member of the Syndicate and the relevant Designated Branch of the SCSB in the event of an Application submitted by an ASBA Applicant at any of the Syndicate ASBA Centers, giving full details such as name, address of Applicant, Application Form number, series applied for, number of NCDs applied for, amount blocked on Application.

All grievances related to the UPI process may be addressed to the Stock Exchanges, which shall be responsible for addressing investor grievances arising from applications submitted online through the App based/ web interface platform of stock exchanges or through their Trading Members. The Intermediaries shall be responsible for addressing any investor grievances arising from the applications uploaded by them in respect of quantity, price or any other data entry or other errors made by them.

The contact details of Registrar to the Issue are as follows:
Link Intime India Private Limited
Address: C-101, 1st Floor, 247 Park, LBS Marg, Vikhroli (West), Mumbai – 400 083, Maharashtra, India.
Tel: +91 810 811 4949
Fax: +91 22 4918 6195
Email: iiflsamasta.ncd2023@linkintime.co.in
Investor Grievance Email: iiflsamasta.ncd2023@linkintime.co.in
Website: www.linkintime.co.in
Contact Person: Pradnya Karanjekar
Compliance Officer: BN Ramakrishnan
SEBI Registration No.: INR000004058
CIN: U67190MH1999PTC118368

The Registrar shall endeavor to redress complaints of the investors within seven (7) days of receipt of the complaint and continue to do so during the period it is required to maintain records under the RTA Regulations and our Company shall extend necessary co-operation to the Registrar for its complying with the said regulations. However, the Registrar shall ensure that the time taken to redress investor complaints does not exceed seven (7) days from the date of receipt of complaint. The Registrar shall provide a status report of investor complaints and grievances on a quarterly basis to our Company. Similar status reports should also be provided to our Company as and when required by our Company.

The details of the person appointed to act as Company Secretary and Compliance Officer for the purposes of the Issue are set out below:

Manoranjan Biswal
Company Secretary & Compliance Officer
110/3, Lalbagh Main Road,
Krishnappa Layout,
Bengaluru – 560 027,
Karnataka, India.
Tel: +91 80 4291 3508
Fax: NA
E-mail: manoranjan@iiflsamasta.com

Investors may contact the Registrar to the Issue or the Compliance Officer in case of any pre-issue or post Issue related issues such as non-receipt of Allotment Advice, demat credit or unblocking etc.

Details of Auditors to the Issuer

Names of the Statutory Auditors	Address	Auditor since
Brahmayya and Co.	Khivraj Mansion, 10/2, Kasturba Road, Bengaluru – 560 001	July 24, 2021 (Was appointed in AGM Dated July 24, 2021)

Change in auditors of our Company during the preceding three Financial Years and current Financial Year

Name of the Auditor*	Address	Date of Appointment	Date of cessation, if applicable	Date of Resignation, if applicable
M/s. V. Sankar Aiyar and Co	41, Circular Road, 1st Floor, United India Colony, Chennai – 600 024	July 16, 2018	-	July 23, 2021

***Brahmayya & Co, Chartered Accountants, have been appointed as the Statutory Auditors of the Company with effect from July 24, 2021 to fill the casual vacancy caused due to resignation of M/s. V. Sankar Aiyar and Co., Chartered Accountants pursuant to RBI Circular no. DOS.CO.ARG/SEC.01/08.91.001/2021-22 dated April 27, 2021.*

Details of overall lending by our Company

Lending Policy

For lending policy in relation to each of the products of our Company, please see "*Our Business"* at page 99.

A. Loans given by the Company

The Company has not provided any loans/advances to associates, entities/persons relating to Board, senior management or Promoters out of the proceeds of private placements or public issues of debentures.

B. Type of loans

Classification of loans/advances given

The detailed breakup of the types of loans given by the Company as on March 31, 2023 is as follows:

(₹ in crore)

No.	Type of Loans	Amount
1.	Secured	766.11
2.	Unsecured	9785.63
Total assets under management (AUM)*		**10,552.24**

**Information disclosed is at the borrower level and includes off balance sheet items*

C. *Denomination of loans outstanding by LTV as on March 31, 2023*

No.	LTV (at the time of origination)	Percentage of Loan Book
1.	Upto 40%	0.41%
2.	40-50%	1.53%
3.	50 – 60%	5.32%
4.	60 – 70%	-
5.	70 – 80%	-
6.	80 – 90%	-
7.	Above 90%	-
	Total	7.26%

D. *Sectoral Exposure as on March 31, 2023*

Sr. No	Segment wise break up of AUM	Percentage of AUM
1.	**Retail**	
A	Mortgages (home loans and loans against property)	7.26%
B	Gold loans	-
C	Vehicle Finance	-
D	MFI	85.98%
E	MSME	2.67%
F	Capital market funding (loans against shares, margin funding)	-
G	Others	4.09%
2.	**Wholesale**	
A	Infrastructure	-
B	Real estate (including builder loans)	-
C	Promoter funding	-
D	Any other sector (as applicable)	-
E	Others	-
	Total	**100.00%**

E. ***Denomination of the loans outstanding by ticket size as on March 31, 2023***

Sr. No.	Ticket size	Percentage of AUM
1.	upto 2 lakh	92.23%
2.	₹ 2-5 lakh	5.25%
3.	₹ 5-10 lakh	2.03%
4.	₹ 10-25 lakh	0.49%
5.	₹ 25-50 lakh	-
6.	₹ 50 lakh- 1 crore	-
7.	₹ 1 crore - 5 crore	-
8.	₹ 5 crore - 25 crore	-
9.	₹ 25 crore - 100 crore	-
	Total*	**100.00%**

**Information disclosed is at the borrower level*

F. ***Geographical classification of the borrowers as on March 31, 2023***

Top 5 state wise borrowers

Sr. No.	Top 5 states	Percentage of AUM
1.	Bihar	20.78%
2.	Tamil Nadu	17.32%
3.	Karnataka	12.43%
4.	Rajasthan	9.40%
5.	Odisha	9.20%
	Total	69.13%

G. ***Details of loans overdue and classified as non-performing in accordance with the RBI's guidelines as on March 31, 2023***

(₹ in crore)

Movement of gross NPA#	Amount
Opening gross NPA	177.44
- Additions during the year	157.09
- Reductions during the year	165.18
Closing balance of gross NPA	**169.35**
Movement of net NPA	
Opening net NPA	47.32
- Additions during the year	59.65
- Reductions during the year	42.65
Closing balance of net NPA	**64.32**

Movement of gross NPA#	Amount
Movement of provisions for NPA	
Opening balance	130.13
- Provisions made during the year	97.44
- Write-off / write-back of excess provisions	122.53
Closing balance	**105.04**

 # 90+Days's Past Due are recognised as NPA

H. ***Segment-wise gross NPA as on March 31, 2023***

Sr. No.	Segment wise break up of gross NPA#	Gross NPA (%)
1.	**Retail**	-
a.	Mortgages (home loans and loans against property)	0.94%
b.	Gold Loans	-
c.	Vehicle Finance	-
d.	MFI	2.24%
e.	MSME	0.58%
f.	Capital market funding (loans against shares, margin funding)	-
g.	Others	0.34%
2.	**Wholesale**	-
a.	Infrastructure	-
b.	Real Estate (including builder loans)	-
c.	Promoter funding	-
d.	Any other sector (as applicable)	-
e.	Others	-
Gross NPA		**2.12%**

 # 90+Days's Past Due are recognised as NPA

I. ***Residual Maturity Profile of Assets and Liabilities as on March 31, 2023***

(₹ in crore)

	Up to 30/31 days	More than 1 month to 2 months	More than 2 months to 3 months	More than 3 months to 6 months	More than 6 months to 1 year	More than 1 year to 3 years	More than 3 years to 5 years	More than 5 years	Total
Deposit	-	-	-	-	-	-	-	-	-
Advances	330.50	382.98	370.24	1,127.79	2,164.02	3,288.10	7.65	0.83	7,672.11
Investments	-	-	-	-	-	160.37	-	0.05	160.42
Borrowings*	318.64	279.64	496.00	1,145.97	1,894.49	2,824.30	13.92	174.10	7,147.06
Foreign Currency Assets	-	-	-	-	-	-	-	-	-
Foreign Currency Liabilities**	-	-	-	-	-	-	-	-	-

**Total borrowings*
***includes foreign currency denominated external commercial borrowing*

J. ***(a) Details of aggregate advances to top 20 borrowers with respect to concentration of advances as on March 31, 2023***

Particulars^	Amount
Total advances to twenty largest borrowers* *(₹ in crore)*	3.41
Percentage of Advances to twenty largest borrowers to Total Advances to the Company (in %)	0.03%

****** Includes loans and advances, interest accrued and other adjustments as required by applicable accounting standard.*

(b) Details of aggregate exposure to the top 20 borrowers with respect to concentration of exposure as on March 31, 2023

Particulars ^	Amount
Total exposure to twenty largest borrowers* *(₹ in crore)*	3.41
Percentage of exposure to twenty largest borrowers to Total exposure to the Company (in %)	0.03%

****** Includes loans and advances, interest accrued and other adjustments as required by applicable accounting standard.*

K. ***Classification of loans/advances given to associates, entities/ person relating to board, senior management, promoters, key managerial personnel, others, etc., as on March 31, 2023***

Sr. No.	Name of Borrower ^	Amount of loans to such borrower (₹ in crore) (A)*	Percentage of A (A/ exposure)	Percentage of A (A/Loan Book$)
1.	Nil			

Details of any other contingent liabilities of the Issuer based on the last audited financial statements including amount and nature of liability

Sr. No.	Particulars	Nature of Liability	Amount as on March 31, 2023
1.	Nil		

In addition, the Company is involved in other legal proceedings and claims, which have arisen in the ordinary course of business. The management believes that the ultimate outcome of these proceedings will not have a material adverse effect on the Company's financial position and result of operations.

Promoters Shareholding

Please see "*Capital Structure*" beginning on page 58 for details with respect to Promoters shareholding in our Company as on the date of this Shelf Prospectus.

Our Company, our Directors and the Lead Managers accepts no responsibility for statements made other than this Shelf Prospectus or in the advertisements or any other material issued by or at our Company's instance in connection with the Issue of the NCDs and anyone placing reliance on any other source of information including our Company's website, or any website of any affiliate of our Company would be doing so at their own risk. The Lead Managers accept no responsibility, save to the limited extent as provided in the Issue Agreement.

None among our Company or the Lead Managers or any Member of the Syndicate is liable for any failure in uploading the Application due to faults in any software/ hardware system or otherwise; the blocking of Application Amount in the ASBA Account on receipt of instructions from the Sponsor Bank on account of any errors, omissions or non-compliance by various parties involved in, or any other fault, malfunctioning or breakdown in, or otherwise, in the UPI Mechanism.

Investors who make an Application in the Issue will be required to confirm and will be deemed to have represented to our Company, the Lead Managers and their respective directors, officers, agents, affiliates, and representatives that they are eligible under all applicable laws, rules, regulations, guidelines and approvals to acquire the NCDs and will not issue, sell, pledge, or transfer the NCDs to any person who is not eligible under any applicable laws, rules, regulations, guidelines and approvals to acquire the NCDs. Our Company, the Lead Managers and their respective directors, officers, agents, affiliates, and representatives accept no responsibility or liability for advising any investor on whether such investor is eligible to acquire the NCDs being offered in the Issue.

Pre-Issue Advertisement

Our Company will issue a statutory advertisement in compliance with Regulation 30(1) of the SEBI NCS Regulations on or before the Issue Opening Date of the relevant Tranche Issue. The Advertisement will contain the information as prescribed under the SEBI NCS Regulations and Section 30 of the Companies Act. Material updates, if any, between the date of filing of this Shelf Prospectus and the relevant Tranche Prospectus with ROC and the date of the release of the statutory advertisement will be included in the statutory advertisement.

Auditors' Remarks

Other than as disclosed in the chapter titled "*Risk Factors*", on page 18 and in the chapter titled "*Outstanding Litigations*", on page 187, there are no reservations or qualifications or adverse remarks in the financial statements of our Company in the last three Fiscals and the six months ended September 30, 2023, immediately preceding this Shelf Prospectus.

Trading

The non-convertible debentures of our Company are currently listed on BSE and NSE wholesale debt market are infrequently traded with limited or no volumes. Consequently, there has been no material fluctuation in prices or volumes of such listed debt securities.

Caution

Attention of the applicants is specifically drawn to the provisions of sub-section (1) of Section 38 of the Companies Act, 2013 which is reproduced below:

"Any person who:

(a) makes or abets making of an application in a fictitious name to a company for acquiring or subscribing for, its securities; or

(b) makes or abets making of multiple applications to a company in different names or in different combinations of his name or surname for acquiring or subscribing for its securities; or

(c) otherwise induces directly or indirectly a company to allot, or register any transfer of securities to him, or any other person in a fictitious name shall be liable for action under section 447."

The liability prescribed under Section 447 of the Companies Act 2013 for fraud involving an amount of at least ₹0.10 crore or 1.00% of the turnover of our Company, whichever is lower, includes imprisonment for a term which shall not be less than six months extending up to 10 years (provided that where the fraud involves public interest, such term shall not be less than three years) and fine of an amount not less than the amount involved in the fraud, extending up to three times of such amount.

In case the fraud involves (i) an amount which is less than ₹0.10 crore or 1.00% of the turnover of our Company, whichever is lower; and (ii) does not involve public interest, then such fraud is punishable with an imprisonment for a term extending up to five years or a fine of an amount extending up to ₹0.50 crore or with both.

Disclaimer in respect of Jurisdiction

Jurisdiction for the purpose of the Issue is with the competent courts of jurisdiction in Mumbai and Bengaluru, India.

SECTION VII – ISSUE RELATED INFORMATION

ISSUE STRUCTURE

The following are the key terms of the NCDs. This section should be read in conjunction with and is qualified in its entirety by more detailed information in "*Terms of the Issue*" beginning on page 238.

The NCDs being offered as part of the Issue are subject to the provisions of the SEBI NCS Regulations, the Listing Agreement, SEBI Listing Regulations, and the Companies Act, 2013, the RBI Act, the terms of this Shelf Prospectus, the Application Form, the terms and conditions of the Debenture Trustee Agreement and the Debenture Trust Deed, and other applicable statutory and/or regulatory requirements including those issued from time to time by SEBI, RBI, the Government of India, and other statutory/regulatory authorities relating to the offer, issue and listing of NCDs and any other documents that may be executed in connection with the NCDs.

The key common terms and conditions of the NCDs / term sheet are as follows:

Issuer	IIFL Samasta Finance Limited
Type of instrument	Secured, Rated, Listed, Redeemable, Non-Convertible Debentures
Nature of the Instrument	Secured, Rated, Listed, Redeemable, Non-Convertible Debentures
Mode of the Issue	Public Issue
Mode of Allotment	In dematerialised form
Mode of Trading	NCDs will be traded in dematerialised form
Lead Managers	JM Financial Limited, IIFL Securities Limited*, Nuvama Wealth Management Limited (formerly known as Edelweiss Securities Limited) and Trust Investment Advisors Private Limited **IIFL Securities Limited is deemed to be an associate of the Issuer as per the Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992, as amended (Merchant Bankers Regulations). Further, in compliance with the provisions of Regulation 21A and explanation to Regulation 21A of the Merchant Bankers Regulations, IIFL Securities Limited would be involved only in marketing of the Issue and as per Regulation 25 (3) of SEBI NCS Regulations shall not issue a due diligence certificate*.
Debenture Trustee	Beacon Trusteeship Limited
Depositories	NSDL and CDSL
Registrar to the Issue	Link Intime India Private Limited
Issue	Public issue of secured, rated, listed, redeemable, non-convertible debentures of face value of ₹ 1,000 each aggregating up to ₹ 2,000 crore, on the terms and in the manner set forth herein
Minimum Subscription	Minimum subscription is 75% of the Base Issue Size of the relevant Tranche Issue
Seniority	Senior Secured
Issue Size	As specified in the relevant Tranche Prospectus
Base Issue Size	As specified in the relevant Tranche Prospectus
Option to Retain Oversubscription (Amount)	As specified in the relevant Tranche Prospectus
Eligible Investors	Please see "*Issue Procedure – Who can apply?"* on page 258.
Objects of the Issue / Purpose for which there is requirement of funds	Please see "*Object of the Issue*" on page 67.
Details of Utilization of the Proceeds	Please see "*Objects of the Issue*" on page 67.
Coupon rate	As specified in the relevant Tranche Prospectus
Coupon Payment Date	As specified in the relevant Tranche Prospectus
Coupon Type	As specified in the relevant Tranche Prospectus
Coupon reset process	As specified in the relevant Tranche Prospectus
Interest Rate on each category of investor	As specified in the relevant Tranche Prospectus
Step up/ Step Down Coupon rates	As specified in the relevant Tranche Prospectus
Coupon payment frequency	As specified in the relevant Tranche Prospectus
Day count basis	Actual / Actual
Interest on application money	NA
Default Coupon rate	Our Company shall pay interest, over and above the agreed coupon rate, in connection with any delay in allotment, refunds, listing, dematerialized credit,

	execution of Debenture Trust Deed, payment of interest, redemption of principal amount beyond the time limits prescribed under applicable statutory and/or regulatory requirements, at such rates as stipulated/ prescribed under applicable laws. Our Company shall pay at least two percent per annum to the debenture holder, over and above the agreed coupon rate, till the execution of the trust deed if our Company fails to execute the trust deed within such period as prescribed under applicable law.
Tenor	As specified in the relevant Tranche Prospectus
Redemption Date	As specified in the relevant Tranche Prospectus
Redemption Amount	As specified in the relevant Tranche Prospectus
Redemption Premium/ Discount	As specified in the relevant Tranche Prospectus
Face Value	₹ 1,000 per NCD
Issue Price	₹ 1,000 per NCD
Discount at which security is issued and the effective yield as a result of such discount	As specified in the relevant Tranche Prospectus
Premium/Discount at which security is redeemed and effective yield as a result of such premium/discount	As specified in the relevant Tranche Prospectus
Transaction Documents	Transaction Documents shall mean the Draft Shelf Prospectus, this Shelf Prospectus, the relevant Tranche Prospectus for each Tranche Issue, Abridged Prospectus read with any notices, corrigenda, addenda thereto, the Debenture Trust Deed, the Deed of Hypothecation and other documents, if applicable, the letters issued by the Rating Agencies, the Debenture Trustee and/or the Registrar; and various other documents/ agreements/ undertakings, entered or to be entered by our Company with Lead Managers and/or other intermediaries for the purpose of the Issue including but not limited to the Issue Agreement, the Debenture Trustee Agreement, the Tripartite Agreements, the Public Issue Account and Sponsor Bank Agreement, the Registrar Agreement and the Consortium Agreement, and any other document that may be designated as a Transaction Document by the Debenture Trustee. For further details see, "*Material Contracts and Documents for Inspection*" on page 300
Put option date	As specified in the relevant Tranche Prospectus
Put option price	As specified in the relevant Tranche Prospectus
Call option date	As specified in the relevant Tranche Prospectus
Call option price	As specified in the relevant Tranche Prospectus
Put notification time	As specified in the relevant Tranche Prospectus
Call notification time	As specified in the relevant Tranche Prospectus
Minimum Application size and in multiples of NCD thereafter	₹ 10,000 (10 NCD) and in multiple of ₹ 1,000 (1 NCD) thereafter.
Market Lot / Trading Lot	As specified in the relevant Tranche Prospectus
Pay-in date	Application Date. The entire Application Amount is payable on Application
Credit Ratings / Rating of the instrument	The NCDs proposed to be issued under this Issue have been rated CRISIL AA-/ Positive (Pronounced as CRISIL double A minus rating with Positive outlook) by CRISIL Ratings Limited *vide* their rating letter dated November 20, 2023 for an amount of ₹ 2,000 crore. The rating has been reaffirmed and revised from CRISIL AA-/ Stable (Pronounced as CRISIL double A minus rating with Stable outlook) for an amount of ₹ 2,000 crore, originally issued *vide* their rating letter dated September 26, 2023 and 'Acuite AA Stable' for an amount of ₹ 2,000 crore by Acuite Ratings & Research Limited vide their rating letter dated October 6, 2023.
Stock Exchanges proposed for listing of the NCDs	BSE and NSE.
Listing and timeline for listing	The NCDs are proposed to be listed on BSE and NSE. The NCDs shall be listed within six Working Days from the date of Issue Closure of the relevant Tranche Issue. NSE has been appointed as the Designated Stock Exchange. For more information see "*Other Regulatory and Statutory Disclosures*" on page

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Modes of payment	Please see *"Issue Structure – Terms of Payment"* on page 236.
Issue opening date	As specified in the relevant Tranche Prospectus for each Tranche Issue.
Issue closing date**	As specified in the relevant Tranche Prospectus for each Tranche Issue.
Date of earliest closing	As specified in the relevant Tranche Prospectus for each Tranche Issue.
Record date	The record date for payment of interest in connection with the NCDs or repayment of principal in connection therewith shall be 15 (fifteen) days prior to the date on which interest is due and payable, and/or the date of redemption or such other date as may be determined by the Company under the relevant Tranche Prospectus. Provided that trading in the NCDs shall remain suspended between the aforementioned Record Date in connection with redemption of NCDs and the date of redemption or as prescribed by the Stock Exchanges, as the case may be. In case Record Date falls on a day when Stock Exchanges are having a trading holiday, the immediate subsequent trading day or a date notified by our Company to the Stock Exchanges will be deemed as the Record Date
Settlement mode of instrument	Please refer to the chapter titled "*Terms of Issue – Payment on Redemption*" on page 252.
Disclosure of interest/ Dividend/ redemption dates	As specified in the relevant Tranche Prospectus for each Tranche Issue.
All covenants of the Issue (including side letters, accelerated payment clause, etc.)	As specified in the relevant Tranche Prospectus for each Tranche Issue and the Debenture Trust Deed. Any covenants later added shall be disclosed on the websites of the Stock Exchanges, where the NCDs are proposed to be listed.
Issue Schedule	As specified in the relevant Tranche Prospectus for each Tranche Issue
Description regarding security (where applicable) including type of security (movable/ immovable/ tangible etc.) type of charge (pledge/ hypothecation/ mortgage etc.), date of creation of security/ likely date of creation of security, minimum security cover, revaluation, replacement of security, interest of the debenture holder over and above the coupon rate as specified in the Debenture Trust Deed and disclosed the Prospectus	The principal amount of the NCDs to be issued in terms of this Shelf Prospectus together with all interest due and payable on the NCDs thereof, shall be secured by way of exclusive charge by way of hypothecation over book debts of the Company, as specifically set out in and fully described in the Debenture Trust Deed, such that a security cover of at least 1.05 times (1.05x) of the outstanding principal amounts of the NCDs and all interest due and payable thereon is maintained at all times until the Maturity Date. Without prejudice to the aforesaid, in the event our Company fails to execute the Debenture Trust Deed within the period specified in Regulation 18(1) of the SEBI NCS Regulations or such other time frame as may be stipulated from time-to-time, our Company shall also pay interest of at least 2% (two per cent) per annum to the NCD holders, over and above the interest rate on the NCDs specified in relevant Tranche Prospectus for each Tranche Issue and the Debenture Trust Deed, till the execution of the Debenture Trust Deed. The security shall be created prior to making the listing application for the NCDs with the Stock Exchanges. For further details on date of creation of security/likely date of creation of security minimum security cover etc., please see "*Terms of the Issue – Security*" on page 238.
Security Cover	Our Company shall maintain a minimum security cover of 1.05 times on the outstanding balance of the NCDs plus accrued interest thereon.
Condition precedent to the Issue	Other than the conditions set out in the Debenture Trust Deed and as specified in the SEBI NCS Regulations, there are no conditions precedent to the Issue.
Condition subsequent to the Issue	Other than the conditions set out in the Debenture Trust Deed and as specified in the SEBI NCS Regulations, there are no conditions subsequent to the Issue.
Events of default (including manner of voting/ conditions of joining Inter Creditor Agreement)	Please see "*Terms of the Issue – Events of Default*" on page 239.
Creation of recovery expense fund	Our Company has created a recovery expense fund in the manner as specified by SEBI in SEBI Debenture Trustee Master Circular as amended from time to time and Regulation 11 of SEBI NCS Regulations with the Designated Stock Exchanges and have informed the Debenture Trustee regarding the creation of such fund. The Recovery expense fund may be utilized by Debenture Trustee, in

	the event of default by our Company under the terms of the Debenture Trust Deed, and the Applicable Laws, for taking appropriate legal action to enforce the security.
Conditions for breach of covenants (as specified in Debenture Trust Deed)	Upon occurrence of any default in the performance or observance of any term, covenant, condition or provision contained in the term sheet and the Debenture Trust Deed and, except where the Debenture Trustee certifies that such default is in its opinion incapable of remedy within the cure period, if and as set out in the Debenture Trust Deed (in which case no notice shall be required), it shall constitute an event of Default. The Debenture Trustee may, at any time, waive, on such terms and conditions as to it shall seem expedient, any breach by the Company of any of the covenants and provisions in these presents contained without prejudice to the rights of the Debenture Trustee in respect of any subsequent breach thereof. Please see "*Terms of the Issue - Events of default*" on page 239.
Deemed date of Allotment	The date on which the Board of Directors or the Issuance and Allotment Committee approves the Allotment of the NCDs for relevant Tranche Issue or such date as may be determined by the Board of Directors/ the Issuance and Allotment Committee thereof and notified to the Stock Exchanges. The actual Allotment of NCDs may take place on a date other than the Deemed Date of Allotment. All benefits relating to the NCDs including interest on NCDs shall be available to the Debenture Holders from the Deemed Date of Allotment.
Roles and responsibilities of the Debenture Trustee	As per SEBI (Debenture Trustees) Regulations, 1993, SEBI Debenture Trustee Master Circular, SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021, Companies Act, the Listing Agreement, and the Debenture Trust Deed, each as amended from time to time. Please see section titled "*Terms of the Issue- Trustees for the NCD Holders*" on page 239.
Risk factors pertaining to the Issue	Please see section titled "*Risk Factors*" on page 18.
Cross Default Clause	As per the Debenture Trust Deed to be executed in accordance with applicable law.
Governing law and Jurisdiction	The governing law and jurisdiction for the purpose of the Issue shall be Indian law, and the competent courts of jurisdiction in Mumbai and Bengaluru, India, respectively.
Working day convention / Day count convention / Effect of holidays on payment	Working Day means all days on which commercial banks in Mumbai or Bengaluru are open for business. If the date of payment of interest does not fall on a Working Day, then the interest payment will be made on succeeding Working Day (the "**Effective Date**"), however the dates of the future interest payments would continue to be as per the originally stipulated schedule. Payment of interest will be subject to the deduction of tax as per Income Tax Act or any statutory modification or re-enactment thereof for the time being in force. In case the Maturity Date (also being the last Interest Payment Date) does not fall on a Working Day, the payment will be made on the immediately preceding Working Day, along with coupon/interest accrued on the NCDs until but excluding the date of such payment.

Notes:

* *In terms of Regulation 7 of the SEBI NCS Regulations, our Company will undertake this public issue of the NCDs in dematerialised form. Trading in NCDs shall be compulsorily in dematerialized form.*

** *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 as indicated in the relevant Tranche Prospectus. Our Company may, in consultation with the Lead Managers, consider closing the relevant Tranche Issue on such earlier date or extended date (subject to a minimum period of three working days and a maximum period of 10 working days from the date of opening of the relevant tranche issue and subject to not exceeding thirty days from filing related tranche prospectus with ROC including any extensions), as may be decided by the Board of Directors of our Company or Issuance and Allotment Committee, subject to relevant approvals, in accordance with Regulation 33A of the SEBI NCS Regulations. In the event of an early closure or extension of the Issue, our Company shall ensure that notice of the same is provided to the prospective investors through an advertisement in all the newspapers in which pre-issue advertisement for opening of the respective Tranche Issue has been given on or before such earlier or initial date of Issue closure. On the Issue Closing Date, the Application Forms will be accepted only between 10:00 a.m. and 3:00 p.m. (Indian Standard Time) and uploaded until 5:00 p.m. (Indian Standard Time) or such extended time as may be permitted by the Stock Exchanges. Further, pending mandate requests for bids placed on the last day of bidding will be validated by 5:00 p.m. (Indian Standard Time). on one Working Day post the Issue Closing Date. For further details please refer to the section titled*

"General Information" on page 49.

For the list of documents executed/ to be executed, please see "*Material Contracts and Documents for Inspection*" on page 300.

While the NCDs are secured to the tune of 1.05 times of the principal and interest thereon in favour of Debenture Trustee, it is it the duty of the Debenture Trustee to monitor the security cover is maintained, however, the recovery of 100% of the amount shall depend on the market scenario prevalent at the time of enforcement of the security.

Debt securities shall be considered as secured only if the charged asset is registered with Sub-registrar and Registrar of Companies or CERSAI or Depository etc., as applicable, or is independently verifiable by the debenture *trustee.*

Specific terms for NCDs

As specified in the relevant Tranche Prospectus.

Specified Terms of NCDs - Interest and Payment of Interest

As specified in the relevant Tranche Prospectus for each Tranche Issue.

Terms of payment

The entire face value per NCDs applied for will be blocked in the relevant ASBA Account maintained with the SCSB or under UPI mechanism (only for Retail Individual Investors), as the case may be, in the bank account of the Applicants that is specified in the ASBA Form at the time of the submission of the Application Form. In the event of Allotment of a lesser number of NCDs than applied for, our Company shall unblock the additional amount blocked upon application in the ASBA Account, in accordance with the terms specified in "*Terms of the Issue – Manner of Payment of Interest/ Refund"* on page 249.

Participation by any of the above-mentioned Investor classes in the Issue will be subject to applicable statutory and/or regulatory requirements. Applicants are advised to ensure that applications made by them do not exceed the investment limits or maximum number of NCDs that can be held by them under applicable statutory and/or regulatory provisions.

The NCDs have not been and will not be registered, listed or otherwise qualified in any jurisdiction outside India and may not be offered or sold, and Applications may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction. In particular, the NCDs have not been and will not be registered under the U.S. Securities Act, 1933, as amended (the "**Securities Act**") or the securities laws of any state of the United States and may not be offered or sold within the United States or to, or for the account or benefit of, U.S. persons (as defined in Regulation S under the Securities Act) except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable state securities laws. The Issuer has not registered and does not intend to register under the U.S. Investment Company Act, 1940 in reliance on section 3(c)(7) thereof. This Shelf Prospectus may not be forwarded or distributed to any other person and may not be reproduced in any manner whatsoever, and in particular, may not be forwarded to any U.S. Person or to any U.S. address.

Applications may be made in single or joint names (not exceeding three). Applications should be made by Karta in case the Applicant is an HUF. 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. In case of Application Form being submitted in joint names, the Applicants should ensure that the demat account is also held in the same joint names and the names are in the same sequence in which they appear 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. Please ensure that such Applications contain the PAN of the HUF and not of the Karta. In the case of joint Applications, all 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.

Day Count Convention

Interest shall be computed on an actual/actual basis i.e. on the principal outstanding on the NCDs as per the SEBI Master Circular.

Effect of holidays on payments

If the date of payment of interest does not fall on a Working Day, then the interest payment will be made on succeeding Working Day, however the calculation for payment of interest will be only till the originally stipulated Interest Payment Date. The dates of the future interest payments would be as per the originally stipulated schedule. Payment of interest will be subject to the deduction of tax as per Income Tax Act or any statutory modification or re-enactment thereof for the time being in force. In case the Redemption Date (also being the last Interest Payment Date) does not fall on a Working Day, the payment will be made on the immediately preceding Working Day, along with coupon/interest accrued on the NCDs until but excluding the date of such payment or as may be specified in the relevant Tranche Prospectus. The interest/redemption payments shall be made only on the Working Days.

Applicants are advised to ensure that they have obtained the necessary statutory and/or regulatory Permissions / consents/approvals in connection with applying for, subscribing to, or seeking Allotment of NCDs pursuant to the Issue.

For further details, see the section titled "*Issue Procedure*" on page 257.

TERMS OF THE ISSUE

Authority for the Issue

At the meeting of the Board of Directors of our Company held on August 19, 2023, the Directors approved the issue of NCDs to the public up to an amount not exceeding ₹ 2,000 crore in one or more tranches.

The present Issue is within the borrowing limits of ₹ 15,000 crore under Sections 180(1)(c) of the Companies Act, 2013 duly approved by the members of our Company vide their resolution passed at the Extraordinary General Meeting held on August 30, 2023.

The Issue and Allotment Committee at its meeting held on November 2, 2023 has approved the Draft Shelf Prospectus. Further, the Issue and Allotment Committee at its meeting held on November 23, 2023 has approved this Shelf Prospectus

Principal Terms & Conditions of the Issue

The NCDs being offered as part of the Issue are subject to the provisions of the SEBI NCS Regulations and the SEBI Master Circular, the relevant provisions of the Companies Act, 2013, the Memorandum and Articles of Association of our Company, the terms of the Draft Shelf Prospectus, this Shelf Prospectus, relevant Tranche Prospectus, the Abridged Prospectus, the Application Forms, the terms and conditions of the Debenture Trust Agreement and the Debenture Trust Deed, other applicable statutory and/or regulatory requirements including those issued from time to time by SEBI/the Government of India/BSE/NSE, RBI, and/or other statutory/regulatory authorities relating to the offer, issue and listing of securities and any other documents that may be executed in connection with the NCDs.

Ranking of NCDs

The NCDs would constitute secured and senior obligations of our Company and subject to any obligations under applicable statutory and/or regulatory requirements, shall also, with regard to the amount invested, thereof shall be secured by way of an exclusive first charge over certain identified receivables, as specifically set out in and fully described in the Debenture Trust Deed, such that a security cover of at least 1.05 times of the outstanding principal amounts of the NCDs and all interest due and payable thereon is maintained at all times until the Maturity Date. We have received necessary consents from the relevant debenture trustees and security trustees for creating an exclusive charge in favour of the Debenture Trustee in relation to the NCDs.

Our Company is required to obtain permissions or consents from the prior creditors for proceeding with this Issue. Pursuant to SEBI Debenture Trustee Master Circular, our Company undertakes, *inter alia*, that the assets on which charge is created are free from any encumbrances and if the assets are already charged, the permissions or consent to create exclusive second or pari passu charge on the assets of the Issuer have been obtained from the earlier creditors. Our Company has applied to the prior creditors/charge holders for such permissions or consents and has received such permissions or consents from all prior creditors.

Security

The principal amount of the NCDs to be issued in terms of this Shelf Prospectus together with all interest due and payable on the NCDs, thereof shall be secured by way of an way of exclusive charge by way of hypothecation over book debts of the Company, as specifically set out in and fully described in the Debenture Trust Deed, such that a security cover of at least 1.05 times of the outstanding principal amounts of the NCDs and all interest due and payable thereon is maintained at all times until the Maturity Date. We have received necessary consents from the relevant debenture trustees and security trustees for creating an exclusive charge in favour of the Debenture Trustee in relation to the NCDs.

Our Company intends to enter into an indenture/deed with the Debenture Trustee, (**"Debenture Trust Deed"**) terms of which will govern the powers, authorities and obligations of the Debenture Trustee. Our Company proposes to complete the execution of the Debenture Trust Deed and documents for creation of Security within the stipulated timeframe and shall utilize the funds only after the stipulated security has been created. Under the terms of the Debenture Trust Deed, our Company will covenant with the Debenture Trustee that it will pay the NCD Holders the principal amount on the NCDs on the relevant redemption date and also that it will pay the interest due on NCDs on the rate specified in the relevant Tranche Prospectus for each Tranche Issue and in the Debenture Trust Deed. The Debenture Trust Deed will also provide that our Company may withdraw any portion of the security and replace with another asset/receivables of the same or a higher value ensuring the minimum security cover is maintained till the Final Settlement Date of the NCDs.

Without prejudice to the aforesaid, in the event our Company fails to execute the Debenture Trust Deed within the period specified in Regulation 18(1) of the SEBI NCS Regulations or such other time frame as may be stipulated from time-to-time, our Company shall also pay interest of at least 2% (two per cent) per annum to the NCD holders, over and above the interest rate on the NCDs specified in the relevant Tranche Prospectus for each Tranche Issue and in the Debenture Trust Deed.

Debenture Redemption Reserve

In accordance with the Companies Act, 2013, and the Companies (Share Capital & Debentures) Rules 2014, read with Rule 16 of the SEBI NCS Regulations, any non-banking finance company that intends to issue debentures to the public is not required to create a DRR for the purpose of redemption of debentures.

Our Company shall, as per the Companies (Share Capital & Debentures) Rules 2014 and other laws applicable from time to time, invest or deposit, as the case may be, the applicable amounts, within the specified timelines, in respect of debentures maturing during the year ending on the 31st day of March of the next year, in any one or more methods of investments or deposits stipulated under the applicable law. Provided that the amount remaining invested or deposited, as the case may be, shall not at any time fall below the specified percentage, which is presently stipulated at 15% (fifteen percent) of the amount of the debentures maturing during the year ending on March 31 of the next year, in any of the following instruments or such other instruments as may be permitted under the applicable laws.

1. in deposits with any scheduled bank, free from any charge or lien;

2. in unencumbered securities of the Central Government or any State Government;

3. in unencumbered securities mentioned in sub-clause (a) to (d) and (ee) of section 20 of the Indian Trusts Act, 1882;

4. in unencumbered bonds issued by any other company which is notified under sub-clause (f) of section 20 of the Indian Trusts Act, 1882:

Provided further that the amount invested or deposited as above shall not be used for any purpose other than for redemption of debentures maturing during the year referred above.

Face Value

The face value of each NCD shall be ₹1,000.

Trustees for the NCD Holders

Our Company has appointed Beacon Trusteeship Services Limited to act as the Debenture Trustee for the NCD Holders in terms of Regulation 8 of the SEBI NCS Regulations and Section 71 (5) of the Companies Act, 2013 and the rules prescribed thereunder. Our Company and the Debenture Trustee will execute a Debenture Trust Deed, *inter alia*, specifying the powers, authorities and obligations of the Debenture Trustee and us. The NCD Holder(s) shall, without further act or deed, be deemed to have irrevocably given their consent to the Debenture Trustee or any of its agents or authorized officials to do all such acts, deeds, matters and things in respect of or relating to the NCDs as the Debenture Trustee may in its absolute discretion deem necessary or require to be done in the interest of the NCD Holder(s). Any payment made by us to the Debenture Trustee on behalf of the NCD Holder(s) shall discharge us *pro tanto* to the NCD Holder(s).

The Debenture Trustee will protect the interest of the NCD Holders in the event of default by us in regard to timely payment of interest and repayment of principal and they will take necessary action at our cost.

Events of Default (including manner of voting/conditions of joining Inter Creditor Agreement)

Subject to the terms of the Debenture Trust Deed, the Debenture Trustee at its discretion may, or if so requested in writing by the holders of at least three-fourths of the outstanding amount of the NCDs or with the sanction of a special resolution, passed at a meeting of the NCD Holders, (subject to being indemnified and/or secured by the NCD Holders to its satisfaction), give notice to our Company specifying that the NCDs and/or any particular series of NCDs, in whole but not in part are and have become due and repayable on such date as may be specified in such notice *inter alia* if any of the events listed below occurs. The description below is indicative and a complete list of events of default and its consequences will be specified in the Debenture Trust Deed.

Indicative list of Events of Default:

1. Default in redemption of the debentures together with redemption premium, if any, interest accrued thereon as and when the same shall have become due and payable or payment of any other amounts in terms of the Debenture Trust Deed;

2. Default is committed in payment of the principal amount of the NCDs on the due date(s);

3. Default is committed in payment of any interest on the NCDs on the due date(s);

4. Default is committed in payment of any other amounts outstanding in respect of the NCDs.

5. Default is committed in the performance of any other covenants, conditions or agreements on the part of the Company under the Debenture Trust Deed or the other Transaction Documents or deeds entered into between the Company and the Debenture Holder(s)/ Beneficial Owner(s)/ Debenture Trustee and such default shall have continued after such cure periods as may be prescribed in the Debenture Trust Deed or other Transaction Documents for remedying such default;

6. Default is committed if any information given to the Company in the Draft Shelf Prospectus, this Shelf Prospectus and the relevant Tranche Prospectus, the Transaction Documents and/or other information furnished and/or the representations and warranties given/deemed to have been given by the Company to the Debenture Holder(s)/ Beneficial Owner(s) for financial assistance by way of subscription to the Debenture is or proves to be misleading or incorrect in any material respect or is found to be incorrect;

7. Default is committed if the Company is unable to or admits in writing its inability to pay its debts as they mature or proceedings for taking it into liquidation have been admitted by any competent court;

8. The Company has voluntarily or involuntarily become the subject of proceedings under any bankruptcy or insolvency law or suffered any action to be taken for its reorganisation, liquidation or dissolution;

9. Default is committed if any extraordinary circumstances have occurred which makes it impossible for the Company to fulfil its obligations under the Debenture Trust Deed and/or the Debentures; If the Company is unable to pay its debts;

10. The Company ceases to carry on its business or gives notice of its intention to do so;

11. If it is certified by an accountant or a firm of accountants appointed by the Debenture Trustee that the liabilities of the Company exceed its assets;

12. Default is committed if any of the necessary clearances required or desirable in relation to the Company or the Debentures in accordance with any of the Transaction Documents is not received or is revoked or terminated, withdrawn, suspended, modified or withheld or shall cease to be in full force and effect which shall, in the reasonable opinion of Debenture Holder(s)/ Beneficial Owner(s), have material adverse effect on the Company or the Debentures;

13. Default is committed if the company enters into any arrangement or composition with its creditors or commits any acts of insolvency or winding up of the Company;

14. If the Company files a petition for reorganisation, arrangement, adjustment, winding up or composition of debts of the Company or have been admitted or makes an assignment for the benefit of its creditors generally and such proceeding (other than a proceeding commenced voluntarily by the Company is not stayed, quashed or dismissed);

15. If the Company is adjudged insolvent or takes advantage of any law for the relief of insolvent debtors;

16. If it becomes unlawful for the company to perform any of its obligations under any transaction document;

17. Default is committed if the occurrence of any event or condition which in the Debenture Trustee/ Beneficial Owner(s) reasonable opinion can constitute a material adverse effect;

18. Any security created at any time, any circumstance or event occurs which is prejudicial to or impairs or imperils or

jeopardize or endangers any hypothecated properties or any part thereof in the opinion of debenture trustee or any event occurs which causes the Debenture Trust Deed or any related agreement to become ineffective;

19. Except as stated in the Debenture Trust Deed and relevant Tranche Prospectus, any security created at any time during the tenure of the NCDs, without prior written consent of the Debenture Trustee (if required) or unless otherwise provided for in the Debenture Trust Deed, the Company, attempts or purports to create any charge, mortgage, pledge, hypothecation, lien or other encumbrance over any of the hypothecated properties; and

20. Any other event described as an Event of Default in the Draft Shelf Prospectus, this Shelf Prospectus, the relevant Tranche Prospectus and the Transaction Documents.

Except for any default relating to points 1, 2 and 3 under the "Indicative list of Events of Default" given above, where no such consent/ resolution of NCD holders will be required for calling of event of default,any event of default shall be called by the Debenture Trustee, upon request in writing of or by way of resolution passed by holders of 75% (seventy five percent) of the outstanding nominal value of all NCDs at any point of time, as set out in the Debenture Trust Deed, in accordance with SEBI Debenture Trustee Master Circular.

Any default committed by the Company in terms of the NCDs proposed to be issued shall be reckoned at each respective International Securities Identification Number level assigned to the respective Option(s) of NCDs issued.

In accordance with the SEBI Debenture Trustee Master Circular, in case of 'Default' by Issuers of listed debt securities", post the occurrence of a "default", the consent of the NCD Holders for entering into an inter-creditor agreement (the "**ICA**")/enforcement of security shall be sought by the debenture trustee after providing a notice to the investors in the manner stipulated under applicable law. Further, the meeting of the NCD Holders shall be held within the period stipulated under applicable law. In case(s) where majority of investors express their consent to enter into the ICA, the debenture trustee shall enter into the ICA on behalf of the investors upon compliance with the conditions as stipulated in the abovementioned circular. In case consents are not received for signing the ICA, the debenture trustee shall take further action, if any, as per the decision taken in the meeting of the investors. The consent of the majority of investors shall mean the approval of not less than 75% of the investors by value of the outstanding debt and 60% of the investors by number at the ISIN level.

Explanation 2 to Regulation 49 of the SEBI Listing Regulations, defines 'default' as non-payment of interest or principal amount in full on the pre-agreed date which shall be recognized at the first instance of delay in the servicing of any interest/dividend or principal on debt.

It is hereby confirmed, in case of an occurrence of a "default", the Debenture Trustee shall abide and comply with the procedures mentioned in the SEBI Debenture Trustee Master Circular.

NCD Holder not a Shareholder

The NCD Holders will not be entitled to any of the rights and privileges available to the equity and/or preference shareholders of our Company, except to the extent of the right to receive the annual reports of our Company and such other rights as may be prescribed under the Companies Act, 2013 and the rules prescribed thereunder and the SEBI Listing Regulations and any other applicable law.

Rights of NCD Holders

Some of the significant rights available to the NCD Holders are as follows:

1. The NCDs shall not, except as provided in the Companies Act, 2013, our Memorandum and Articles of Association and/or the Debenture Trust Deed, confer upon the holders thereof any rights or privileges available to our Company's members/shareholders including, without limitation, the right to attend and/or vote at any general meeting of our Company's members/shareholders. However, if any resolution affecting the rights attached to the NCDs is to be placed before the members/shareholders of our Company, the said resolution will first be placed before the concerned registered NCD Holders for their consideration.

2. In terms of Section 136 (1) of the Companies Act, 2013, holders of NCDs shall be entitled to inspect a copy of the financial statements including consolidated financial statements, if any, auditor's report and every other document required by law to be annexed or attached to the financial statements, and copy of the Debenture Trust Deed at the Registered Office of our Company during business hours on a specific request made to the Company.

3. Subject to the above and the applicable statutory/regulatory requirements and terms of the Debenture Trust Deed, including requirements of the RBI, the rights, privileges and conditions attached to the NCDs may be varied, modified and/or abrogated with the consent in writing of the holders of at least three-fourths of the outstanding amount of the NCDs or with the sanction of a special resolution passed at a meeting of the concerned NCD Holders, provided that nothing in such consent or resolution shall be operative against us, where such consent or resolution modifies or varies the terms and conditions governing the NCDs, if the same are not acceptable to us.

4. Subject to applicable statutory/regulatory requirements and terms of the Debenture Trust Deed, the registered NCD Holder or in case of joint-holders, the one whose name stands first in the register of debenture holders shall be entitled to vote in respect of such NCDs, either in person or by proxy, at any meeting of the concerned NCD Holders and every such holder shall be entitled to one vote on a show of hands and on a poll, his/her voting rights on every resolution placed before such meeting of the NCD Holders shall be in proportion to the outstanding nominal value of NCDs held by him/her.

5. The NCDs are subject to the provisions of the SEBI NCS Regulations and the SEBI Master Circular, the Companies Act, 2013, the Memorandum and Articles of Association of our Company, the terms of the Draft Shelf Prospectus, this Shelf Prospectus, relevant Tranche Prospectus, the Application Forms, the terms and conditions of the Debenture Trust Deed, requirements of the RBI, other applicable statutory and/or regulatory requirements relating to the issue and listing, of securities and any other documents that may be executed in connection with the NCDs.

6. Subject to SEBI RTA Master Circular, for NCDs in physical form on account of re-materialization, a register of debenture holders will be maintained in accordance with Section 88 and Section 94 of the Companies Act, 2013 and all interest and principal sums becoming due and payable in respect of the NCDs will be paid to the registered holder thereof for the time being or in the case of joint-holders, to the person whose name stands first in the register of debenture holders as on the Record Date. For NCDs in dematerialized form, all interest and principal sums becoming due and payable in respect of the NCDs will be paid to the person for the time being appearing in the register of beneficial owners of the Depository. In terms of Section 88(3) of the Companies Act, 2013, the register and index of beneficial of NCDs maintained by a Depository for any NCDs in dematerialized form under Section 11 of the Depositories Act shall be deemed to be a Register of NCD Holders for this purpose. The same shall be maintained at the registered office of our Company under Section 94 of the Companies Act, 2013 unless the same has been moved to another location after obtaining the consent of the NCD holders.

7. Subject to compliance with RBI requirements, the NCDs can be rolled over only with the consent of the holders of at least 75% of the outstanding amount of the NCDs after providing 15 days prior notice for such roll over and in accordance with the SEBI NCS Regulations. Our Company shall redeem the debt securities of all the debt securities holders, who have not given their positive consent to the roll-over.

The aforementioned rights of the NCD holders are merely indicative. The final rights of the NCD holders will be as per the terms of this Shelf Prospectus and the Debenture Trust Deed.

Nomination facility to NCD Holder

In accordance with Section 72 of the Companies Act, 2013 (read with Rule 19 of the Companies (Share Capital and Debentures) Rules, 2014, the sole NCD holder, or first NCD holder, along with other joint NCD Holders' (being individual(s)), may nominate, in the **Form No. SH.13,** any one person with whom, in the event of the death of Applicant the NCDs were Allotted, if any, will vest. Where the nomination is made in respect of the NCDs held by more than one person jointly, all joint holders shall together nominate in **Form No.SH.13** any person as nominee. A nominee entitled to the NCDs by reason of the death of the original holder(s), will, in accordance with Rule 19 and Section 56 of the Companies Act, 2013, be entitled to the same benefits to which he or she will be entitled if he or she were the registered holder of the NCDs. Where the nominee is a minor, the NCD holder(s) may make a nomination to appoint, in **Form No. SH.14**, any person to become entitled to NCDs in the event of the holder's death during minority. A nomination will stand rescinded on a sale/transfer/alienation of NCDs by the person nominating. A buyer will be entitled to make a fresh nomination in the manner prescribed. Fresh nomination can be made only on the prescribed form available on request at our Registered Office or with the Registrar to the Issue.

NCD Holder(s) are advised to provide the specimen signature of the nominee to us to expedite the transmission of the NCD(s) to the nominee in the event of demise of the NCD Holder(s). The signature can be provided in the Application Form or subsequently at the time of making fresh nominations. This facility of providing the specimen signature of the nominee is purely optional.

In accordance with Section 72 (read with Rule 19 of the Companies (Share Capital and Debentures) Rules, 2014), any person who becomes a nominee by virtue of the Rule 19, will on the production of such evidence as may be required by the Board, elect either:

- to register himself or herself as holder of NCDs; or
- to make such transfer of the NCDs, as the deceased holder could have made.

Further, our Board may at any time give notice requiring any nominee to choose either to be registered himself or herself or to transfer the NCDs, and if the notice is not complied with, within a period of 90 days, our Board may thereafter withhold payment of all interests or other monies payable in respect of the NCDs, until the requirements of the notice have been complied with.

NCD Holders who are holding NCDs in dematerialised form need not make a separate nomination with our Company. Nominations registered with the respective Depository Participant of the NCD Holder will prevail. If the NCD Holders require to changing their nominations, they are requested to inform their respective Depository Participant.

A nomination may be cancelled or varied by nominating any other person in place of the present nominee, by the NCD Holder who has made the nomination, by giving a notice of such cancellation or variation in the prescribed manner as per applicable laws. The cancellation or variation shall take effect from the date on which the notice of such variation or cancellation is received.

Since the allotment of NCDs will be made only in dematerialized mode, there is no need to make a separate nomination with our Company. Nominations registered with the respective Depository Participant of the Applicant would prevail. If the investors require changing their nomination, they are requested to inform their respective Depository Participant.

Applicants who have opted for rematerialisation of NCDs and are holding the NCDs in the physical form should provide required details in connection with their nominee to our Company.

Jurisdiction

Jurisdiction for the purpose of the Issue is with the competent courts of jurisdiction in Mumbai and Bengaluru.

Application in the Issue

Applicants shall apply in the Issue in dematerialised form only, through a valid Application Form filled in by the Applicant along with attachment, as applicable. Further, Applications in the Issue shall be made through the ASBA facility only (including Applications made by UPI Investors under the UPI Mechanism).

In terms of Regulation 7 of the SEBI NCS Regulations, our Company will make public issue of the NCDs in the dematerialised form only. However, in the terms of Section 8(1) of the Depositories Act, our Company at the request of the Investors who wish to hold the NCDs in physical form will rematerialise the NCDs. However, trading of the NCDs shall be compulsorily in dematerialised form only.

Form of Allotment and Denomination of NCDs

As per the SEBI NCS Regulations, the trading of the NCDs on the Stock Exchanges shall be in dematerialized form only in multiples of 1 (one) NCD ("**Market Lot**"). Allotment in the Issue to all Allottees, will be in electronic form i.e. in dematerialised form and in multiples of one NCD.

In respect of consolidated certificates, we will, only upon receipt of a request from the NCD Holder, split such consolidated certificates into smaller denominations subject to the minimum of Market Lot. No fees would be charged for splitting of NCD certificates in Market Lots, but stamp duty payable, if any, would be borne by the NCD Holder. The request for splitting should be accompanied by the original NCD certificate which would then be treated as cancelled by us.

For details of allotment see "*Issue Procedure*" beginning on page 257.

Transfer/Transmission of NCD(s)

The NCDs shall be transferred or transmitted freely in accordance with the applicable provisions of the Companies Act, 2013. The NCDs shall be transferred subject to and in accordance with the rules/procedures as prescribed by the Depositories and the relevant DPs of the transfer or transferee and any other applicable laws and rules notified in respect thereof. The transferee(s) should ensure that the transfer formalities are completed prior to the Record Date. In the absence of the same, interest will be paid/redemption will be made to the person, whose name appears in the register of debenture holders maintained by the Depositories. In such cases, claims, if any, by the transferees would need to be settled with the transferor(s) and not with the Issuer or Registrar.

The seller should give delivery instructions containing details of the buyer's DP account to his depository participant.

Please see "*Terms of the Issue – Interest*" on page 246 for the implications on the interest applicable to NCDs held by Individual Investors on the Record Date and NCDs held by Non-Individual Investors on the Record Date.

Pursuant to the SEBI Listing Regulations, NCDs held in physical form, pursuant to any rematerialisation, as above, cannot be transferred. Any trading of the NCDs issued pursuant to the Issue shall be compulsorily in dematerialized form only.

The procedure for transmission of securities has been further simplified vide the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Fourth Amendment) Regulations, 2022 Gazette Notification no. SEBI/LAD-NRO/GN/2022/80 dated April 25th, 2022.

Title

In case of:

- NCDs held in the dematerialised form, the person for the time being appearing in the register of beneficial owners maintained by the Depositories; and

- the NCDs held in physical form pursuant to rematerialization, the person for the time being appearing in the register of NCD Holders shall be treated for all purposes by our Company, the Debenture Trustee, the Depositories and all other persons dealing with such person, as the holder thereof and its absolute owner for all purposes whether or not it is overdue and regardless of any notice of ownership, trust or any interest in it or any writing on, theft or loss of the consolidated NCD certificates issued in respect of the NCDs and no person will be liable for so treating the NCD holder.

Procedure for re-materialisation of NCDs

Subject to SEBI RTA Master Circular, NCD Holders who wish to hold the NCDs in physical form may do so by submitting a request to their DP at any time after Allotment in accordance with the applicable procedure stipulated by the DP, in accordance with the Depositories Act and/or rules as notified by the Depositories from time to time. Holders of the NCDs who propose to rematerialize their NCDs, would have to mandatorily submit details of their bank mandate along with a copy of any document evidencing that the bank account is in the name of the holder of such NCDs and their Permanent Account Number to our Company and the Depository Participant. No proposal for rematerialisation of NCDs would be considered if the aforementioned documents and details are not submitted along with the request for such rematerialisation.

Pursuant to the SEBI Listing Regulations, NCDs held in physical form, pursuant to any rematerialisation, as above, cannot be transferred. Any trading of the NCDs issued pursuant to the Issue shall be compulsorily in dematerialized form only.

Register of NCD Holders

No transfer of title of a NCD will be valid unless and until entered on the Register of NCD Holders (for re materialized NCDs) or the register and index of NCD Holders maintained by the Depository prior to the Record Date. In the absence of transfer being registered, interest and/or Redemption Amount, as the case may be, will be paid to the person, whose name appears first in the Register of NCD Holders maintained by the Depositories and/or our Company and/or the Registrar, as the case may be. In such cases, claims, if any, by the purchasers of the NCDs will need to be settled with the seller of the NCDs and not with our Company or the Registrar.The provisions relating to transfer and transmission and other related matters in respect of our Company's shares contained in the Articles of Association of our Company and the Companies Act shall apply, mutatis mutandis (to the extent applicable) to the NCDs as well.

Restriction on transfer of NCDs

There are no restrictions on transfers and transmission of NCDs allotted pursuant to the Issue. However, NCDs held in physical form, pursuant to any re-materialisation, as above, cannot be transferred. However, any trading of the NCDs issued pursuant to the Issue shall be compulsorily in dematerialized form only.

Succession

Where NCDs are held in joint names and one of the joint holders dies, the survivor(s) will be recognized as the NCD Holder(s). It will be sufficient for our Company to delete the name of the deceased NCD Holder after obtaining satisfactory evidence of his death. Provided, a third person may call on our Company to register his name as successor of the deceased NCD Holder after obtaining evidence such as probate of a will for the purpose of proving his title to the debentures. In the event of demise of the sole or first holder of the Debentures, our Company will recognise the executors or administrator of the deceased NCD Holders, or the holder of the succession certificate or other legal representative as having title to the Debentures only if such executor or administrator obtains and produces probate or letter of administration or is the holder of the succession certificate or other legal representation, as the case may be, from an appropriate court in India. The directors of our Company in their absolute discretion may, in any case, dispense with production of probate or letter of administration or succession certificate or other legal representation. In case of death of NCD Holders who are holding NCDs in dematerialised form, third person is not required to approach our Company to register his name as successor of the deceased NCD Holder. The successor of the deceased NCD Holder shall approach the respective Depository Participant for this purpose and submit necessary documents as required by the Depository Participant.

Where a non-resident Indian becomes entitled to the NCDs by way of succession, the following steps have to be complied with:

1. Documentary evidence to be submitted to the Legacy Cell of the RBI to the effect that the NCDs were acquired by the non-resident Indian as part of the legacy left by the deceased NCD Holder.

2. Proof that the non-resident Indian is an Indian national or is of Indian origin.

3. Such holding by a non-resident Indian will be on a non-repatriation basis.

Joint-holders

Where two or more persons are holders of any NCD(s), they shall be deemed to hold the same as joint holders with benefits of survivorship subject to other provisions contained in the Articles of Association.

Period of subscription

ISSUE PROGRAMME	
ISSUE OPENS ON	As specified in respective Tranche Prospectus
ISSUE CLOSES ON	As specified in respective Tranche Prospectus
PAY IN DATE	Application Date. The entire Application Amount is payable on Application
DEEMED DATE OF ALLOTMENT	The date on which the Board of Directors or the Issuance and Allotment Committee approves the Allotment of the NCDs for each Tranche Issue or such date as may be determined by the Board of Directors/ or the Issuance and Allotment Committee thereof and notified to the Designated Stock Exchange. The actual Allotment of NCDs may take place on a date other than the Deemed Date of Allotment. All benefits relating to the NCDs including interest on NCDs shall be available to the Debenture Holders from the Deemed Date of Allotment.

*** 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 as indicated in the relevant Tranche Prospectus. Our Company may, in consultation with the Lead Managers, consider closing the relevant Tranche Issue on such earlier date or extended date (subject to a minimum period of three working days and a maximum period of 10 working days from the date of opening of the relevant tranche issue and subject to not exceeding thirty days from filing relevant tranche prospectus with ROC including any extensions), as may be decided by the Board of Directors of our Company or Issuance and Allotment Committee, subject to relevant approvals, in accordance with Regulation 33A of the SEBI NCS Regulations. In the event of an early closure or extension of the Issue, our Company shall ensure that notice of the same is provided to the prospective investors through an advertisement in in all the newspapers in which pre-issue advertisement for opening of the respective Tranche Issue has been given on or before such earlier or initial date of Issue closure. On the Issue Closing Date, the Application Forms will be accepted only*

between 10:00 a.m. and 3:00 p.m. (Indian Standard Time) and uploaded until 5:00 p.m. (Indian Standard Time) or such extended time as may be permitted by the Stock Exchanges. Further, pending mandate requests for bids placed on the last day of bidding will be validated by 5:00 p.m. (Indian Standard Time). on one Working Day post the Issue Closing Date. For further details please refer to the section titled "General Information" on page 49.

*Applications Forms for relevant Tranche Issue will be accepted only from 10:00 a.m. to 5:00 p.m.(Indian Standard Time) ("**Bidding Period**"), during the Issue Period as mentioned above on all days between Monday and Friday (both inclusive barring public holiday) (a) by the Designated Intermediaries at the Bidding Centres, or (b) by the SCSBs directly at the Designated Branches of the SCSBs. Additionally, an Investor may also submit the Application Form through the app or web interface of the Stock Exchanges. On the Issue Closing Date, Application Forms will be accepted only between 10:00 a.m. to 3:00 p.m. (Indian Standard Time) and uploaded until 5:00 p.m. (Indian Standard Time) or such extended time as may be permitted by the Stock Exchanges. It is clarified that the Applications not uploaded on the Stock Exchanges Platform would be rejected. Further, pending mandate requests for bids placed on the last day of bidding will be validated by 5:00 p.m. (Indian Standard Time) on one Working Day after the Issue Closing Date.*

Due to limitation of time available for uploading the Applications on the Issue Closing Date, Applicants are advised to submit their Application Forms one day prior to the Issue Closing Date and, no later than 3.00 p.m. (Indian Standard Time) on the Issue Closing Date. Applicants are cautioned that in the event a large number of Applications are received on the Issue Closing Date, there may be some Applications which are not uploaded due to lack of sufficient time to upload. Such Applications that cannot be uploaded will not be considered for allocation under the Issue. Neither our Company, nor the Lead Managers, 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 failure in any software/ hardware systems or otherwise. As per the SEBI Master Circular, the allotment in this Issue is required to be made on the basis of date of upload of each application into the electronic book of the Stock Exchanges. However, from the date of oversubscription and thereafter, the allotments will be made to the applicants on proportionate basis.

Interest/Premium and Payment of Interest/ Premium

As specified in the relevant Tranche Prospectus for each Tranche Issue.

Basis of payment of Interest

The Tenor, Coupon Rate / Yield and Redemption Amount applicable for each Series of NCDs shall be determined at the time of Allotment of NCDs pursuant to the relevant Tranche Prospectus. NCDs once allotted under any particular Series of NCDs shall continue to bear the applicable Tenor, Coupon/ Yield and Redemption Amount as at the time of original Allotment irrespective of the category of NCD Holder on any Record Date, and such tenor, coupon/ yield and redemption amount as at the time of original allotment will not be impacted by trading of any series of NCDs between the categories of persons or entities in the secondary market.

Amount of interest payable shall be rounded off to the nearest Rupee. In the event, the interest / payout of total coupon / redemption amount is a fraction and not an integer, such amount will be rounded off to the nearest integer. By way of illustration if the redemption amount is ₹ 1,837.50 then the amount shall be rounded off to ₹ 1,838.

Taxation

Income Tax is deductible at source at the rate of 10% on interest on debentures held by resident Indians as per the provisions of Section 193 of the IT Act (in case where interest is paid to Individual or HUF, no TDS will be deducted where interest paid is less than ₹5,000 and interest is paid by way of account payee cheque). For further details, please see Section titled "*Statement of Possible Tax Benefits*" on page 70.

Further, Tax will be deducted at source at reduced rate, or no tax will be deducted at source in the following cases:

a. When the Assessing Officer issues a certificate on an application by a Debenture Holder on satisfaction that the total income of the Debenture holder justifies no/lower deduction of tax at source as per the provisions of Section 197(1) of the IT Act; and that a valid certificate is filed with the Company/ Registrar, atleast 7 days before the relevant record date for payment of debenture interest;

b. When the resident Debenture Holder with Permanent Account Number ('PAN') (not being a company or a firm) submits a declaration as per the provisions of section 197A(1A) of the IT Act in the prescribed Form 15G verified in the prescribed manner to the effect that the tax on his estimated total income of the financial year in which such income is to be included in computing his total income will be Nil. However, under section 197A(1B) of the IT Act, Form 15G cannot be submitted nor considered for exemption from tax deduction at source if the dividend income referred to in section 194, interest on securities, interest, withdrawal from NSS and income from units of mutual fund or of 236 Unit Trust of India as the case may be or the aggregate of the amounts of such incomes credited or paid or likely to be

credited or paid during the financial year in which such income is to be included exceeds the maximum amount which is not chargeable to income tax;

c. Senior citizens, who are 60 or more years of age at any time during the financial year, enjoy the special privilege to submit a self-declaration in the prescribed Form 15H for non-deduction of tax at source in accordance with the provisions of section 197A(1C) of the Act even if the aggregate income credited or paid or likely to be credited or paid exceeds the maximum amount not chargeable to tax, provided that the tax due on the estimated total income of the year concerned will be Nil.

In all other situations, tax would be deducted at source as per prevailing provisions of the IT Act. However in case of NCD Holders claiming non-deduction or lower deduction of tax at source, as the case may be, the NCD Holder should furnish either (a) a declaration (in duplicate) in the prescribed form i.e. (i) Form 15H which can be given by individuals who are of the age of 60 years or more (ii) Form 15G which can be given by all applicants (other than companies, and firms), or (b) a certificate, from the Assessing Officer which can be obtained by all applicants (including companies and firms) by making an application in the prescribed form i.e. Form No.13.

Further, eligible NCD Holders other than resident individuals or resident HUF investors, the following documents should be submitted with the Company/ Registrar, atleast 7 days before the relevant record date for payment of debenture interest (i) copy of registration certificate issued by the regulatory authority under which the investor is registered, (ii) self-declaration for non-deduction of tax at source, and (iii) such other document a may be required under the Income Tax Act, for claiming non-deduction / lower deduction of tax at source and/or specified by the Company/ Registrar, from time to time.

The aforesaid documents, as may be applicable, should be submitted atleast 7 days before the relevant Record Date for payment of interest on the NCDs quoting the name of the sole/ first NCD Holder, NCD folio number and the distinctive number(s) of the NCD held, to ensure non-deduction/lower deduction of tax at source from interest on the NCD. The aforesaid documents for claiming non-deduction or lower deduction of tax at source, as the case may be, shall be submitted to the Registrar as per below details or any other details as may be updated on the website of the Issuer at www.iiflsamasta.com or the Registrar at www.linkintime.co.in from time to time.

Details of the Registrar are as below:

Link Intime India Private Limited
Address: C-101, 1st Floor, 247 Park, LBS Marg, Vikhroli (West), Mumbai – 400 083, Maharashtra.
Tel: +91 810 811 4949
Fax: +91 22 4918 6195
Email: iiflsamasta.ncd2023@linkintime.co.in
Investor Grievance Email: iiflsamasta.ncd2023@linkintime.co.in
Website: www.linkintime.co.in
Contact Person: Pradnya Karanjekar
Compliance Officer: BN Ramakrishnan
SEBI Registration No.: INR000004058
CIN: U67190MH1999PTC118368

Link for availability of formats of declaration/ certificates and online submission of tax exemption forms: https://web.linkintime.co.in/BONDSformreg/BONDS-submission-of-form-15g-15h.html.

Details of the Company are as below:

Address: 110/3, Lalbagh Main Road, Krishnappa Layout, Bengaluru – 560 027, Karnataka
Email: secretarial@iiflsamasta.com

The investors need to submit Form 15H/ 15G/certificate in original from the Assessing Officer for each Fiscal during the currency of the NCD to claim non-deduction or lower deduction of tax at source from interest on the NCD. Tax exemption certificate/document, if any, must be lodged at the office of the Registrar to the Issue at least seven days prior to the Record Date or as specifically required, failing which tax applicable on interest will be deducted at source on accrual thereof in

our Company's books and/or on payment thereof, in accordance with the provisions of the IT Act and/or any other statutory modification, enactment or notification as the case may be. A tax deduction certificate will be issued for the amount of tax so deducted.

Subject to the terms and conditions in connection with computation of applicable interest on the Record Date, please note that in case the NCDs are transferred and/or transmitted in accordance with the provisions of this Shelf Prospectus read with the provisions of the Articles of Association of our Company, the transferee of such NCDs or the deceased holder of NCDs, as the case may be, shall be entitled to any interest which may have accrued on the NCDs

Mode of payment of Interest to NCD Holders

Payment of interest will be made (i) in case of NCDs in dematerialised form, to the persons who, for the time being appear in the register of beneficial owners of the NCDs as per the Depositories, as on the Record Date and (ii) in case of NCDs in physical form on account of re-materialization, to the persons whose names appear in the register of debenture holders maintained by us (or to first holder in case of joint-holders) as on the Record Date.

We may enter into an arrangement with one or more banks in one or more cities for direct credit of interest to the account of the NCD Holders. In such cases, interest, on the interest payment date, would be directly credited to the account of those investors who have given their bank mandate.

We may offer the facility of NACH, NEFT, RTGS, Direct Credit and any other method permitted by RBI and SEBI from time to time to effect payments to NCD Holders. The terms of this facility (including towns where this facility would be available) would be as prescribed by RBI. For further details, see the "*Terms of the Issue – Manner of Payment of Interest / Refund / Redemption*" beginning on page 249.

Day Count Convention

Interest shall be computed on an actual/actual basis on the principal outstanding on the NCDs as per the SEBI Master Circular.

Effect of holidays on payments

If the Interest Payment Date falls on a day other than a Working Day (Sundays or holidays of commercial banks in Mumbai or Bengaluru), the interest payment as due and payable on such day shall be made by our Company on the immediately succeeding Working Day and calculation of such interest payment shall be as per original schedule as if such Interest Payment Date were a Working Day. Further, the future Interest Payment Dates shall remain intact as per the originally stipulated schedule and shall not be changed because of postponement of such interest payment on account of it falling on a non-Working Day. Payment of interest will be subject to the deduction of tax as per Income Tax Act or any statutory modification or re-enactment thereof for the time being in force, as applicable.

If Redemption Date (also being the last Interest Payment Date) falls on a day that is not a Working Day, the Redemption Amount shall be paid by our Company on the immediately preceding Working Day along with interest accrued on the NCDs until but excluding the date of such payment. The interest/redemption payments shall be made only on the Working Days.

Illustration for guidance in respect of the day count convention and effect of holidays on payments:

The illustration for guidance in respect of the day count convention and effect of holidays on payments, as required by SEBI Master Circular will be disclosed in the respective Tranche Prospectus.

Maturity and Redemption

As specified in the respective Tranche Prospectus

Put / Call Option

As specified in the respective Tranche Prospectus

Deemed Date of Allotment

The date on which the Board of Directors or the Issuance and Allotment Committee approves the Allotment of the NCDs for the relevant Tranche Issue or such date as may be determined by the Board of Directors/ or the Issuance and Allotment Committee thereof and notified to the Designated Stock Exchange. The actual Allotment of NCDs may take place on a date other than the Deemed Date of Allotment. All benefits relating to the NCDs including interest on NCDs shall be available to the Debenture Holders from the Deemed Date of Allotment.

Application in the Issue

NCDs being issued through this Shelf Prospectus, can be applied for, through a valid Application Form filled in by the applicant along with attachments, as applicable. Further, Applications in this Issue shall be made through the ASBA facility only.

In terms of Regulation 7 of SEBI NCS Regulations, our Company will make public issue of the NCDs in the dematerialised form only.

However, in the terms of Section 8(1) of the Depositories Act, but subject to SEBI LODR Regulations and RTA Master Circular, our Company at the request of the Investors who wish to hold the NCDs in physical form will rematerialise the NCDs. However, trading of the NCDs shall be compulsorily in dematerialised form only.

Application Size

Each Application should be for a minimum of 10 NCDs across all series collectively and multiples of one NCD thereof (for all series of NCDs taken individually or collectively) as specified in the relevant Tranche Prospectus. The minimum application size for each application for NCDs would be ₹10,000 across all series collectively and in multiples of ₹1,000 thereafter. Applicants can apply for any or all types of NCDs offered hereunder (any/all series) provided the Applicant has applied for minimum application size using the same Application Form.

Applicants are advised to ensure that applications made by them do not exceed the investment limits or maximum number of NCDs that can be held by them under applicable statutory and or regulatory provisions.

Terms of Payment

The entire issue price of ₹ 1,000 per NCD is payable on application itself. In case of allotment of lesser number of NCDs than the number of NCDs applied for, our Company shall instruct the SCSBs to unblock the excess amount blocked on application in accordance with the terms of this Shelf Prospectus.

Record Date

The record date for payment of interest in connection with the NCDs or repayment of principal in connection therewith shall be 15 (fifteen) days prior to the date on which interest is due and payable, and/or the date of redemption or such other date under the relevant Tranche Prospectus as may be determined by the Company.

Provided that trading in the NCDs shall remain suspended between the aforementioned Record Date in connection with redemption of NCDs and the date of redemption or as prescribed by the Stock Exchanges, as the case may be.

In case Record Date falls on a day when Stock Exchanges are having a trading holiday, the immediate subsequent trading day or a date notified by our Company to the Stock Exchanges will be deemed as the Record Date.

Manner of Payment of Interest / Refund / Redemption

The manner of payment of interest / refund / redemption in connection with the NCDs is set out below:

The bank details will be obtained from the Depositories for payment of Interest / refund / redemption as the case may be. Applicants are advised to keep their bank account details as appearing on the records of the depository participant updated at all points of time. Please note that failure to do so could result in delays in credit of Interest/ Redemption Amounts at the Applicant's sole risk, and the Lead Managers, our Company or the Registrar shall have no responsibility and undertake no liability for the same.

In case of NCDs held in physical form, on account of re-materialisation, the bank details will be obtained from the documents submitted to the Company along with the re-materialisation request. For further details, please see "*Terms of*

the Issue - Procedure for Re-materialisation of NCDs" on page 244.

The Registrar to the Issue will issue requisite instructions to the relevant SCSBs to un-block amounts in the ASBA Accounts of the Applicants representing the amounts to unblocked for the Applicants.

The mode of interest / refund / redemption payments shall be undertaken in the following order of preference:

1. Direct Credit

   Investors having their bank account with the Refund Bank, shall be eligible to receive refunds, if any, through direct credit. The refund amount, if any, would be credited directly to their bank account with the Refund Bank.

2. NACH

   National Automated Clearing House which is a consolidated system of ECS. Payment would be done through NACH for Applicants having an account at one of the centres specified by the RBI, where such facility has been made available. This would be subject to availability of complete bank account details including Magnetic Ink Character Recognition ("MICR") code wherever applicable from the depository. Payments through NACH are mandatory for Applicants having a bank account at any of the centres where NACH facility has been made available by the RBI (subject to availability of all information for crediting the refund through NACH including the MICR code as appearing on a cheque leaf, from the depositories), except where applicant is otherwise disclosed as eligible to get payments through NEFT or Direct Credit or RTGS.

3. RTGS

   Applicants having a bank account with a participating bank and whose interest payment/ refund/ redemption amounts exceed ₹ 200,000, or such amount as may be fixed by RBI from time to time, have the option to receive payments through RTGS. Such eligible Applicants who indicate their preference to receive interest payment/ refund/ redemption through RTGS are required to provide the IFSC code in the Application Form or intimate our Company and the Registrar to the Issue at least seven days prior to the Record Date. Charges, if any, levied by the Applicant's bank receiving the credit would be borne by the Applicant. In the event the same is not provided, interest payment/ refund/ redemption shall be made through NACH subject to availability of complete bank account details for the same as stated above.

4. NEFT

   Payment of interest/ refunds/ redemption shall be undertaken through NEFT wherever the Applicants' banks have been assigned the Indian Financial System Code ("IFSC"), which can be linked to a MICR, if any, available to that particular bank branch. The IFSC Code will be obtained from the website of RBI as on a date immediately prior to the date of payment of refund, duly mapped with MICR numbers. Wherever the Applicants have registered their nine digit MICR number and their bank account number while opening and operating the demat account, the same will be duly mapped with the IFSC Code of that particular bank branch and the payment of interest/ refund/ redemption will be made to the applicants through this method.

5. Registered Post/Speed Post

   For all other applicants, including those who have not updated their bank particulars with the MICR code, the interest payment / refund / redemption orders shall be dispatched through speed post/registered post.

   Please note that applicants are eligible to receive payments through the modes detailed in (1), (2) (3), and (4) herein above provided they provide necessary information for the above modes and where such payment facilities are allowed / available.

   Please note that our Company shall not be responsible to the holder of NCDs, for any delay in receiving credit of interest / refund / redemption so long as our Company has initiated the process of such request in time.

   In case of ASBA Applicants, the Registrar to the Issue will issue requisite instructions to the relevant SCSBs to un-block amounts in the ASBA Accounts of the Applicants representing the amounts to be refunded to the Applicants.

6. The Registrar to the Issue shall instruct the relevant SCSB or in case of Bids by Retail Individual Investors applying

through the UPI Mechanism to the Sponsor Bank, to revoke the mandate and to unblock the funds in the relevant ASBA Account to the extent of the Application Amount specified in the Application Forms for withdrawn, rejected or unsuccessful or partially successful Applications within six Working Days of the Issue Closing Date.

Printing of Bank Particulars on Interest/redemption Warrants

As a matter of precaution against possible fraudulent encashment of refund orders and interest/redemption warrants due to loss or misplacement, the particulars of the Applicant's bank account are mandatorily required to be given for printing on the orders/ warrants. NCDs applied and held in dematerialized form, these particulars would be taken directly from the depositories. In case of NCDs held in physical form on account of rematerialisation, the NCD Holders are advised to submit their bank account details with our Company/ Registrar to the Issue at least seven days prior to the Record Date failing which the orders/ warrants will be dispatched to the postal address of the NCD Holders as available in the records of our Company either through speed post or registered post. Bank account particulars will be printed on the orders/ warrants which can then be deposited only in the account specified.

Loan against NCDs

Pursuant to RBI Circular dated June 27, 2013, our Company, being an NBFC, is not permitted to extend any loans against the security of its NCDs.

Buy Back of NCDs

Our Company may, at its sole discretion, from time to time, consider, subject to applicable statutory and/or regulatory requirements, buyback of NCDs, upon such terms and conditions as may be decided by our Company.

Our Company may from time to time invite the NCD Holders to offer the NCDs held by them through one or more buy-back schemes and/or letters of offer upon such terms and conditions as our Company may from time to time determine, subject to applicable statutory and/or regulatory requirements. Such NCDs which are bought back may be extinguished, re-issued and/or resold in the open market with a view of strengthening the liquidity of the NCDs in the market, subject to applicable statutory and/or regulatory requirements.

Form and Denomination of NCDs

In case of NCDs held in physical form on account of rematerialisation, a single certificate will be issued to the NCD Holder for the aggregate amount of the NCDs held ("**Consolidated Certificate**"). The Applicant can also request for the issue of NCD certificates in denomination of one NCD ("**Market Lot**"). In case of NCDs held under different Options, by an NCD Holder, separate Consolidated Certificates will be issued to the NCD Holder for the aggregate amount of the NCDs held under each Option as specified in relevant Tranche Prospectus.

It is, however, distinctly to be understood that the NCDs pursuant to this issue shall be traded only in dematerialized form.

In respect of Consolidated Certificates, only upon receipt of a request from the NCD Holder, the Consolidated Certificates would be split into smaller denominations, subject to the minimum of Market Lot. No fee would be charged for splitting of NCD certificates in Market Lots, but stamp duty payable, if any, would be borne by the NCD Holder. The request for splitting should be accompanied by the original NCD certificate, which would then be treated as cancelled. As per the SEBI NCS Regulations, the trading of the NCDs on the Stock Exchanges shall be in dematerialized form only in multiples of 1 (one) NCD ("**Market Lot**").

Procedure for redemption by NCD Holders

The procedure for redemption is set out below:

NCDs held in electronic form

No action is required on the part of NCD Holder(s) at the time of redemption of NCDs.

NCDs held in physical form on account of rematerialisation

No action would ordinarily be required on the part of the NCD Holder at the time of redemption and the redemption proceeds would be paid to those NCD Holders whose names stand in the register of debenture holders maintained by us on

the Record Date fixed for the purpose of Redemption. However, our Company may require that the NCD certificate(s), duly discharged by the sole holder/all the joint-holders (signed on the reverse of the NCD certificates) be surrendered for redemption on maturity and should be sent by the NCD Holders by Registered Post with acknowledgment due or by hand delivery to our office or to such persons at such addresses as may be notified by us from time to time. NCD Holders may be requested to surrender the NCD certificates in the manner as stated above, not more than three months and not less than one month prior to the redemption date so as to facilitate timely payment. We may at our discretion redeem the Secured NCDs without the requirement of surrendering of the NCD.

Payment on redemption

The manner of payment of redemption is set out below:

NCDs held in physical form on account of re-materialization

The payment on redemption of the NCDs will be made by way of cheque/pay order/ electronic modes. However, if our Company so requires, the aforementioned payment would only be made on the surrender of NCD certificates, duly discharged by the sole holder/ all the joint-holders (signed on the reverse of the NCD certificates). Dispatch of cheques/ pay orders, etc. in respect of such payment will be made on the redemption date or (if so requested by our Company in this regard) within a period of 30 days from the date of receipt of the duly discharged NCD certificate.

In case we decide to do so, the redemption proceeds in the manner stated above would be paid on the redemption date to those NCD Holders whose names stand in the register of debenture holders maintained by us on the Record Date fixed for the purpose of Redemption. Hence the transferees, if any, should ensure lodgment of the transfer documents with us at least seven days prior to the Record Date. In case the transfer documents are not lodged with us at least 7 days prior to the Record Date and we dispatch the redemption proceeds to the transferor, claims in respect of the redemption proceeds should be settled amongst the parties inter se and no claim or action shall lie against us or the Registrar to the Issue.

Our liability to NCD Holders towards their rights including for payment or otherwise shall stand extinguished from the redemption in all events and when we dispatch the redemption amounts to the NCD Holders.

Further, we will not be liable to pay any interest, income or compensation of any kind from the date of redemption of the NCD(s).

NCDs held in electronic form

On the redemption date, redemption proceeds would be paid by cheque /pay order / electronic mode to those NCD Holders whose names appear on the list of beneficial owners given by the Depositories to us. These names would be as per the Depositories' records on the Record Date fixed for the purpose of redemption. These NCDs will be simultaneously extinguished to the extent of the amount redeemed through appropriate debit corporate action upon redemption of the corresponding value of the NCDs. It may be noted that in the entire process mentioned above, no action is required on the part of NCD Holders.

Our liability to NCD Holder(s) towards his/their rights including for payment or otherwise shall stand extinguished from the date of redemption in all events and when we dispatch the redemption amounts to the NCD Holder(s).

Further, we will not be liable to pay any interest, income or compensation of any kind from the date of redemption of the NCD(s).

Right to Reissue NCD(s)

Subject to the provisions of the Companies Act, 2013 and SEBI NCS Regulations, where we have fully redeemed or repurchased any NCD(s), we shall have and shall be deemed always to have had the right to keep such NCDs in effect without extinguishment thereof, for the purpose of resale or reissue and in exercising such right, we shall have and be deemed always to have had the power to resell or reissue such NCDs either by reselling or reissuing the same NCDs or by issuing other NCDs in their place. The aforementioned right includes the right to reissue original NCDs.

Transfer/ Transmission of NCDs

For NCDs held in physical form on account of rematerialisation

The NCDs shall be transferred or transmitted freely in accordance with the applicable provisions of Companies Act, 2013 applicable as on the date of this Shelf Prospectus and all other applicable laws. The provisions relating to transfer and transmission and other related matters in respect of our shares contained in the Articles and the relevant provisions of the Companies Act, 2013 applicable as on the date of this Shelf Prospectus, and all applicable laws including FEMA and the rules and regulations thereunder, shall apply, mutatis mutandis (to the extent applicable to debentures) to the NCDs as well. In respect of the NCDs held in physical form on account of rematerialisation, a common form of transfer shall be used for the same. The NCDs held in dematerialised form shall be transferred subject to and in accordance with the rules/ procedures as prescribed by NSDL/CDSL and the relevant Depository Participants of the transferor and the transferee and any other applicable laws and rules notified in respect thereof. The transferees should ensure that the transfer formalities are completed prior to the Record Date. In the absence of the same, interest will be paid/ redemption will be made to the person, whose name appears in the register of debenture holders or the records as maintained by the Depositories. In such cases, claims, if any, by the transferees would need to be settled with the transferors and not with the Issuer or Registrar.

For NCDs held in electronic form

The normal procedure followed for transfer of securities held in dematerialised form shall be followed for transfer of the NCDs held in electronic form. The seller should give delivery instructions containing details of the buyer's Depository Participant account to his depository participant.

In case the transferee does not have a Depository Participant account, the transferor can rematerialise the NCDs and thereby convert his dematerialised holding into physical holding. Thereafter these NCDs can be transferred in the manner as stated above for transfer of NCDs held in physical form.

Any trading of the NCDs issued pursuant to this Issue shall be compulsorily in dematerialised form only.

Sharing of Information

Our Company may, at its option, use on our own, as well as exchange, share or part with any financial or other information about the NCD Holders available with us, with our subsidiaries, if any and affiliates and other banks, financial institutions, credit bureaus, agencies, statutory bodies, as may be required and neither we or our affiliates nor their agents shall be liable for use of the aforesaid information.

Notices

All notices to the NCD Holder(s) required to be given by us or the Debenture Trustee shall be published in one English language newspaper having wide circulation and one regional language daily newspaper at the place where the registered office of the Company is situated and/or will be sent by speed post/ courier or through email or other electronic media to the Registered Holders of the NCD(s) from time to time.

Future Borrowings

Our Company will be entitled to borrow/raise loans or avail of financial assistance in whatever form as also to issue debentures/ NCDs/other securities in any manner by creating a charge on any other assets, provided stipulated security cover is maintained on the NCDs and the Company is in compliance of all the terms of the Transaction Documents and no event of default has occurred and is continuing; and consents and approvals and other conditions, as may be required under Applicable Law or financing agreements, including intimations, if any, required thereunder are obtained or provided, as the case may be.

Impersonation

As a matter of abundant caution, attention of the Investors is specifically drawn to the provisions of sub-section(1) of Section 38 of the Companies Act, 2013 which is reproduced below:

"Any person who- (a) makes or abets making of an application in a fictitious name to a company for acquiring, or subscribing for, its securities; or (b) makes or abets making of multiple applications to a company in different names or in different combinations of his name or surname for acquiring or subscribing for its securities; or (c) otherwise induces directly or indirectly a company to allot, or register any transfer of, securities to him, or to any other person in a fictitious name, shall be liable for action under Section 447 of the Companies Act, 2013."

The liability prescribed under Section 447 of the Companies Act 2013 for fraud involving an amount of at least ₹ 0.1 crore

or 1.00% of the turnover of our Company, whichever is lower, includes imprisonment for a term which shall not be less than six months extending up to 10 years (provided that where the fraud involves public interest, such term shall not be less than three years) and fine of an amount not less than the amount involved in the fraud, extending up to three times of such amount. In case the fraud involves (i) an amount which is less than ₹ 0.1 crore or 1.00% of the turnover of our Company, whichever is lower; and (ii) does not involve public interest, then such fraud is punishable with an imprisonment for a term extending up to five years or a fine of an amount extending up to ₹0.5 crore or with both.

Pre-closure

Our Company, in consultation with the Lead Managers reserves the right to close the Issue at any time prior to the Issue Closing Date of relevant Tranche Prospectus, subject to receipt of minimum subscription or as may be specified in the relevant Tranche Prospectus. Our Company shall allot NCDs with respect to the Applications received until the time of such pre-closure in accordance with the Basis of Allotment as described in the relevant Tranche Prospectus and subject to applicable statutory and/or regulatory requirements. In the event of such early closure of the Issue, our Company shall ensure that public notice of such early closure is published on or before such early date of closure or the Issue Closing Date, of relevant Tranche Issue, as applicable, through advertisement(s) in all those newspapers in which pre-issue advertisement have been given.

Issue of duplicate NCD certificate(s)

If NCD certificate(s), issued pursuant to rematerialisation, is/ are mutilated or defaced or the cages for recording transfers of NCDs are fully utilised, the same may be replaced by us against the surrender of such certificate(s). Provided, where the NCD certificate(s) are mutilated or defaced, the same will be replaced as aforesaid only if the certificate numbers and the distinctive numbers are legible.

If any NCD certificate is destroyed, stolen or lost then upon production of proof thereof to our satisfaction and upon furnishing such indemnity/ security and/or documents as we may deem adequate, duplicate NCD certificates shall be issued. Upon issuance of a duplicate NCD certificate, the original NCD certificate shall stand cancelled.

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 Size as specified in relevant Tranche Prospectus. If our Company does not receive the minimum subscription of 75% of Base Issue Size, prior to the Issue Closing Date of the relevant Tranche Issue, the entire Application Amount shall be unblocked in the relevant ASBA Account(s) of the Applicants within 8 Working Days from the Issue Closing Date or such time as may be specified by SEBI. In the event, there is a delay by our Company in unblocking the aforesaid ASBA Account within the prescribed time limit our Company will become liable to refund the Application Amount along with interest at the rate of 15 (fifteen) percent per annum for the delayed period.

Under Section 39(3) of the Companies Act, 2013 and Rule 11(2) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 if the stated minimum subscription amount is not received within the specified period, the application money received is to be credited only to the bank account from which the subscription was remitted. To the extent possible, where the required information for making such refunds is available with our Company and/or Registrar, refunds will be made to the account prescribed. However, where our Company and/or Registrar does not have the necessary information for making such refunds, our Company and/or Registrar will follow the guidelines prescribed by SEBI in this regard included in the SEBI Master Circular.

Market Lot and Trading Lot

The NCDs shall be allotted in dematerialized form. As per the SEBI NCS Regulations, the trading of the NCDs is in dematerialised form and the tradable lot is one NCD.

Please note that the NCDs shall cease to trade from the Record Date (for payment of the principal amount and the applicable interest for such NCDs) prior to redemption of the NCDs.

Allotment in this Issue will be in electronic form multiples of one NCD. For further details of Allotment, see the "*Issue Procedure*" beginning on page 257.

Utilisation of Application Amount

The sum received in respect of the Issue will be kept in separate bank account(s) and we will have access to such funds only upon allotment of the NCDs, execution of Debenture Trust Deeds and on receipt of listing and trading approval from the Stock Exchanges for relevant Tranche Issue as per applicable provisions of law(s), regulations and approvals.

Utilisation of Issue Proceeds

a. All monies received pursuant to the issue of NCDs to public shall be transferred to a separate bank account other than the bank account referred to in sub-section (3) of Section 40 of the Companies Act, 2013 and the SEBI NCS Regulations and our Company will comply with the conditions as stated therein, and these monies will be transferred to Company's bank account after receipt of listing and trading approvals.

b. Details of all monies utilised out of Issue referred to in sub-item (a) shall be disclosed under an appropriate separate head in our Balance Sheet indicating the purpose for which such monies had been utilised;

c. Details of all unutilised monies out of issue of NCDs, if any, referred to in sub-item (a) shall be disclosed under an appropriate separate head in our Balance Sheet indicating the form in which such unutilised monies have been invested.

d. Our Company shall utilize the Issue proceeds only up on (i) receipt of minimum subscription; (ii) completion of Allotment in compliance with Section 40 of the Companies Act, 2013; (ii) receipt of listing and trading approval from Stock Exchanges and (iii) only upon execution of the documents for creation of security.

e. The Issue proceeds shall not be utilized towards full or part consideration for the purchase or any other acquisition, *inter alia* by way of a lease, of any immovable property.

f. Details of all utilized and unutilized monies out of the monies collected in the previous issue made by way of public offer shall be disclosed and continued to be disclosed in the balance sheet till the time any part of the proceeds of such previous issue remains unutilized indicating the purpose for which such monies have been utilized and the securities or other forms of financial assets in which such unutilized monies have been invested.

g. The allotment letter shall be issued, or application money shall be refunded in accordance with the Applicable Law failing which interest shall be due to be paid to the applicants at the rate of 15% per annum for the delayed period;

h. If Allotment is not made, application monies will be refunded/unblocked in the ASBA Accounts within 6 Working Days from the Issue Closing Date or such lesser time as specified by SEBI, failing which interest will be due to be paid to the Applicants in accordance with applicable laws;

i. The Issue proceeds shall be utilized in compliance with various guidelines, regulations and clarifications issued by RBI, SEBI or any other regulatory or statutory authority from time to time. Further the Issue proceeds shall be utilized only for the purpose and objects stated in the Offer Documents.

Filing of this Shelf Prospectus and relevant Tranche Prospectus with ROC

A copy of this Shelf Prospectus has been and relevant Tranche Prospectus shall be filed with ROC, in accordance with Section 26 and Section 31 of Companies Act, 2013.

Pre-Issue Advertisement

Subject to Section 30 of the Companies Act, 2013, our Company will issue a statutory advertisement on or before the Issue Opening Date. This advertisement will be issued in compliance with the Regulation 30(1) of SEBI NCS Regulations and shall contain the information as prescribed in the SEBI NCS Regulations and Section 30 of the Companies Act, 2013.

Material updates, if any, between the date of filing of this Shelf Prospectus and relevant Tranche Prospectus with ROC and the date of release of the statutory advertisement will be included in the statutory advertisement information as prescribed under SEBI NCS Regulations.

Payment of Interest

If Allotment is not made within the prescribed time period under applicable law, the entire subscription amount will be unblocked within the time prescribed under applicable law, failing which interest may be due to be paid to the Applicants, for the delayed period, as prescribed in applicable law. Our Company shall not be liable to pay any interest on monies liable to be refunded in case of (a) invalid applications or applications liable to be rejected, (b) applications which are withdrawn by the Applicant and/or (c) monies paid in excess of the amount of NCDs applied for in the Application Form. For further details, see "*Issue Procedure - Rejection of Applications*" beginning on page 285.

Listing

The NCDs offered through this Shelf Prospectus are proposed to be listed on BSE and NSE. Our Company has obtained an 'in-principle' approval for the Issue from BSE vide its letter no. DCS/BM/PI-BOND/017/23-24 dated November 13, 2023, and from NSE vide its letter no. NSE/LIST/D/2023/0296 dated November 9, 2023. For the purposes of the Issue, NSE shall be the Designated Stock Exchange. Final Application for listing of the NCDs will be made to the Stock Exchanges in terms of SEBI NCS Regulations and the SEBI Master Circular.

If permissions to deal in and for an official quotation of our NCDs are not granted by the Stock Exchanges, our Company will forthwith repay, without interest, all moneys received from the Applicants in pursuance of this Shelf Prospectus.

Our Company will use best efforts to ensure that all steps for the completion of the necessary formalities for listing and commencement of trading at the Stock Exchanges are taken within 6 Working Days of the Issue Closing Date. For the avoidance of doubt, it is hereby clarified that in the event of non-subscription to any one or more of the series, such series(s) of NCDs shall not be listed.

Guarantee/ Letter of Comfort

The Issue is not backed by a guarantee or letter of comfort or any other document and/or letter with similar intent.

Monitoring and Reporting of Utilisation of Issue Proceeds

There is no requirement for appointment of a monitoring agency in terms of the SEBI NCS Regulations. The Audit Committee shall monitor the utilization of the proceeds of the Issue. For the relevant quarters, our Company will disclose in our quarterly financial results, the utilization of the net proceeds of the Issue under a separate head along with details, if any, in relation to all such proceeds of the Issue that have not been utilized thereby also indicating investments, if any, of such unutilized proceeds of the Issue.

Lien

Our Company will have the right of set-off and lien, present as well as future on the moneys due and payable to the NCD Holder or deposits held in the account of the NCD holders whether in single name or joint name, to the extent of all outstanding dues, if any by the NCD Holder to our Company, subject to the applicable law.

Lien on Pledge of NCDs

Subject to applicable law, our Company, at its discretion, may record a lien on pledge of NCDs if such pledge of NCDs is accepted by any bank or institution for any loan provided to the NCD Holder against pledge of such NCDs as part of the funding, subject to applicable law.

Recovery Expense Fund

Our Company has created a recovery expense fund in the manner as specified by SEBI in SEBI Debenture Trustee Master Circular as amended from time to time and Regulation 11 of SEBI NCS Regulations with the Designated Stock Exchanges and has informed the Debenture Trustee regarding the creation of such fund. The recovery expense fund may be utilised by Debenture Trustee, in the event of default by our Company under the terms of the Debenture Trust Deed, for taking appropriate legal action to enforce the security.

Settlement Guarantee Fund

Our Company will deposit amounts in the settlement guarantee fund in the manner as specified in the SEBI Master Circular. This fund has been created under the SEBI Master Circular to ensure upfront collection of charges from eligible issuers at the time of allotment of debt securities

ISSUE PROCEDURE

This section applies to all Applicants. Specific attention of all Applicants is invited to the SEBI Master Circular, which provides, inter-alia, that for all public issues of debt securities all Applicants shall mandatorily use the ASBA facility for participating in the Issue. ASBA Applicants and Applicants applying through the Direct Online Application Mechanism (as defined hereinafter) should note that the ASBA process and the Direct Online Application Mechanism involve application procedures that are different from the procedure applicable to all other Applicants. Please note that all Applicants are required to pay the full Application Amount or ensure that the ASBA Account has sufficient credit balance such that the entire Application Amount can be blocked by the SCSB while making an Application. Further in terms of the SEBI Master Circular retail individual investor may use the Unified Payment Interface ("UPI") to participate in the public issue for an amount up to UPI Application Limit through the app/web interface of the Stock Exchanges or through intermediaries (Syndicate members, Registered Stock Brokers, Registrar and Transfer agent and Depository Participants).

Applicants should note that they may submit their Applications to the Designated Intermediaries at the Designated CDP Locations or the RTAs at the Designated RTA Locations or designated branches of SCSBs as mentioned on the Application Form. Applicants are advised to make their independent investigations and ensure that their Applications do not exceed the investment limits or maximum number of NCDs that can be held by them under applicable law or as specified in this Shelf Prospectus and relevant Tranche Prospectus.

Please note that this section has been prepared based on the SEBI Master Circular and the notifications issued by BSE and NSE, in relation to the UPI Mechanism. Retail Individual Investors should note that they may use the UPI mechanism to block funds for application value up to UPI Application Limit (to participate in the public issue for an amount up to UPI Application Limit for issue of debt securities pursuant to SEBI Master Circular, or any other investment limit, as applicable and prescribed by SEBI from time to time) submitted through the app/web interface of the Stock Exchanges or through intermediaries (Syndicate Members, Registered Stockbrokers, Registrar and Transfer agent and Depository Participants).

ASBA Applicants must ensure that their respective ASBA Accounts can be blocked by the SCSBs, in the relevant ASBA accounts for the full Application Amount. Applicants should note that they may submit their Applications to the Designated Intermediaries at the Designated CDP Locations or the RTAs at the Designated RTA Locations or designated branches of SCSBs as mentioned on the Application Form. Applicants are advised to make their independent investigations and ensure that their Applications do not exceed the investment limits or maximum number of NCDs that can be held by them under applicable law or as specified in this Shelf Prospectus.

Specific attention is drawn to the SEBI Master Circular which provides for allotment in public issues of debt securities to be made on the basis of the date of upload of each application into the electronic book of the Stock Exchanges, as opposed to the date and time of upload of each such application.

Our Company and the Lead Managers do not accept any responsibility for the completeness and accuracy of the information stated in this section and are not liable for any amendment, modification or change in the applicable law which may occur after the date of this Shelf Prospectus. Investors are advised to make their independent investigations and ensure that their Bids are submitted in accordance with applicable laws.

Further, the Company and the Lead Managers are not liable for any adverse occurrences consequent to the UPI Mechanism for application in the Issue.

PLEASE NOTE THAT ALL DESIGNATED INTERMEDIARIES WHO WISH TO COLLECT AND UPLOAD APPLICATION IN THE ISSUE ON THE ELECTRONIC APPLICATION PLATFORM PROVIDED BY THE STOCK EXCHANGES WILL NEED TO APPROACH THE STOCK EXCHANGES AND FOLLOW THE REQUISITE PROCEDURES AS MAY BE PRESCRIBED BY THE STOCK EXCHANGES. THE FOLLOWING SECTION MAY CONSEQUENTLY UNDERGO CHANGE BETWEEN THE DATES OF THE RELEVANT TRANCHE PROSPECTUS, THE ISSUE OPENING DATE AND THE ISSUE CLOSING DATE.

THE LEAD MANAGERS, THE CONSORTIUM MEMBERS AND OUR COMPANY SHALL NOT BE RESPONSIBLE OR LIABLE FOR ANY ERRORS OR OMISSIONS ON THE PART OF TRADING MEMBERS/DESIGNATED INTERMEDIARIES IN CONNECTION WITH THE RESPONSIBILITY OF TRADING MEMBERS/DESIGNATED INTERMEDIARIES IN RELATION TO COLLECTION AND UPLOAD OF APPLICATION FORMS IN RESPECT OF THE ISSUE ON THE ELECTRONIC APPLICATION PLATFORM PROVIDED BY STOCK EXCHANGES. FURTHER, THE RELEVANT STOCK EXCHANGES WILL BE RESPONSIBLE FOR ADDRESSING INVESTOR GRIEVANCES ARISING FROM APPLICATIONS THROUGH

TRADING MEMBERS/DESIGNATED INTERMEDIARIES REGISTERED WITH SUCH STOCK EXCHANGES.

Please note that for the purposes of this section, the term "Working Day" shall mean all days on which the commercial banks in Mumbai or Bengaluru are open for business, except with reference to the Issue Period, where Working Days shall mean all days, excluding Saturdays, Sundays and public holidays on which commercial banks in Mumbai are open for business. Furthermore, for the purpose the time period between the bid/ issue closing date and the listing of the NCDs, Working Days shall mean all trading days of the Stock Exchanges excluding Saturdays, Sundays and bank holidays as specified by SEBI.

The information below is given for the benefit of the investors. Our Company and the Members of Consortium are not liable for any amendment or modification or changes in applicable laws or regulations, which may occur after the date of this Shelf Prospectus.

PROCEDURE FOR APPLICATION

Who can apply?

The following categories of persons are eligible to apply in the Issue.

Category I (Institutional Investors)

- Public financial institutions, scheduled commercial banks, Indian multilateral and bilateral development financial institutions which are authorised to invest in the NCDs;
- Provident funds and pension funds each with a minimum corpus of ₹ 25 crore, superannuation funds and gratuity funds, which are authorised to invest in the NCDs;
- Alternative Investment Funds, subject to investment conditions applicable to them under the Securities and Exchange Board of India (Alternative Investment Funds) Regulations, 2012;
- Resident Venture Capital Funds registered with SEBI;
- Insurance companies registered with the IRDAI;
- State industrial development corporations;
- Insurance funds set up and managed by the army, navy, or air force of the Union of India;
- Insurance funds set up and managed by the Department of Posts, the Union of India;
- Systemically Important Non-Banking Financial Company registered with the RBI and having a net-worth of more than ₹ 500 crore as per the last audited financial statements;
- National Investment Fund set up by resolution no. F.No. 2/3/2005-DDII dated November 23, 2005 of the Government of India published in the Gazette of India; and
- Mutual funds registered with SEBI.

Category II (Non-Institutional Investors)

- Companies within the meaning of Section 2(20) of the Companies Act, 2013;
- Statutory bodies/ corporations and societies registered under the applicable laws in India and authorised to invest in the NCDs;
- Co-operative banks and regional rural banks;
- Trusts including public/private charitable/religious trusts which are authorised to invest in the NCDs;
- Scientific and/or industrial research organisations, which are authorised to invest in the NCDs;
- Partnership firms in the name of the partners; and
- Limited liability partnerships formed and registered under the provisions of the Limited Liability Partnership Act, 2008 (No. 6 of 2009).
- Association of Persons; and
- Any other incorporated and/ or unincorporated body of persons.

Category III (High Net-worth Individual Investors)

- Resident Indian individuals or Hindu Undivided Families through the Karta applying for an amount aggregating to above ₹ 10,00,000 across all options of NCDs in the Issue

Category IV (Retail Individual Investors)

- Resident Indian individuals or Hindu Undivided Families through the Karta applying for an amount aggregating up to and including ₹10,00,000 across all Options/ Series of NCDs in the relevant Tranche Issue and shall include Retail Individual Investors, who have submitted bid for an amount not more than UPI Application Limit in any of the bidding options in the Issue (including HUFs applying through their Karta and does not include NRIs) though UPI Mechanism.

Please note that it is clarified that persons resident outside India shall not be entitled to participate in the Issue and any applications from such persons are liable to be rejected.

Note: Participation of any of the aforementioned categories of persons or entities is subject to the applicable statutory and/or regulatory requirements in connection with the subscription to Indian securities by such categories of persons or entities.

Applicants are advised to ensure that applications made by them do not exceed the investment limits or maximum number of NCDs that can be held by them under applicable statutory and or regulatory provisions.

Applicants are advised to ensure that they have obtained the necessary statutory and/or regulatory permissions/ consents/ approvals in connection with applying for, subscribing to, or seeking allotment of NCDs pursuant to the Issue.

The Lead Managers, Members of Consortium and its respective associates and affiliates are permitted to subscribe in the Issue.

Applications cannot be made by:

The following categories of persons, and entities, shall not be eligible to participate in the Issue and any Applications 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, Applications by minors must be made through Application Forms that contain the names of both the minor Applicant and the guardian; It is further clarified that it is the responsibility of the Applicant to ensure that the guardians are competent to contract under applicable statutory/regulatory requirements);

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 Institutional Investors;

e. Foreign Portfolio Investors;

f. Non Resident Indians;

g. Qualified Foreign Investors;

h. Overseas Corporate Bodies**;

i. Foreign Venture Capital Investor; and

j. Persons ineligible to contract under applicable statutory/ regulatory requirements.

** Applicant shall ensure that guardian is competent to contract under Indian Contract Act, 1872*
The Registrar to the Issue shall verify the above on the basis of the records provided by the Depositories based on the DP ID and Client ID provided by the Applicants in the Application Form and uploaded onto the electronic system of the Stock Exchanges by the Designated Intermediaries.

Based on the information provided by the Depositories, our Company shall have the right to accept Applications belonging to an account for the benefit of a minor (under guardianship). In case of such Applications, the Registrar to the Issue shall

verify the above on the basis of the records provided by the Depositories based on the DP ID and Client ID provided by the Applicants in the Application Form and uploaded onto the electronic system of the Stock Exchanges.

***The concept of Overseas Corporate Bodies (meaning any company, partnership firm, society and other corporate body or overseas trust irrevocably owned/held directly or indirectly to the extent of at least 60% by NRIs), which was in existence until 2003, was withdrawn by the Foreign Exchange Management (Withdrawal of General Permission to Overseas Corporate Bodies) Regulations, 2003. Accordingly, OCBs are not permitted to invest in the Issue.*

The information below is given for the benefit of Applicants. Our Company and the Lead Managers are not liable for any amendment or modification or changes in applicable laws or regulations, which may occur after the date of this Shelf Prospectus.

How to apply?

Availability of the Draft Shelf Prospectus, this Shelf Prospectus, relevant Tranche Prospectus, Abridged Prospectus and Application Forms.

Physical copies of the Abridged Prospectus containing the salient features of this Shelf Prospectus and relevant Tranche Prospectus together with Application Forms and copies of the Draft Shelf Prospectus, this Shelf Prospectus and relevant Tranche Prospectus may be obtained from:

a. Our Registered Office and Corporate Office,

b. Office of the Lead Managers,

c. Office of the Consortium Members,

d. Offices of the Registrar to the Issue,

e. Designated RTA Locations for RTAs,

f. Designated CDP Locations for CDPs and

g. Designated Branches of the SCSBs.

Additionally, Electronic copies the Draft Shelf Prospectus, this Shelf Prospectus, relevant Tranche Prospectus, along with the downloadable version of the Application Forms will be available.

a. for download on the website of BSE and NSE at www.bseindia.com and www.nseindia.com, respectively and the website of the Lead Managers at www.jmfl.com, www.nuvama.com, www.iiflcap.com and www.trustgroup.in.

b. at the designated branches of the SCSBs and the Syndicate Members at the Specified Locations.

Electronic copies of the Draft Shelf Prospectus, this Shelf Prospectus and relevant Tranche Prospectus along with the downloadable version of the Application Form will be available on the websites of the Lead Managers, the Stock Exchanges, SEBI and SCSBs.

Electronic Application Forms will also be available on the website of the Stock Exchanges and on the websites of the SCSBs that permit the submission of Applications electronically. A hyperlink to the website of the Stock Exchanges for this facility will be provided on the website of the Lead Managers and the SCSBs. Further, Application Forms will also be provided to Designated Intermediaries at their request. A unique application number ("**UAN**") will be generated for every Application Form downloaded from the websites of the Stock Exchanges. Further, Application Forms will also be provided to Designated Intermediaries at their request.

Our Company may also provide Application Forms for being downloaded and filled at such websites as it may deem fit. In addition, brokers having online demat account portals may also provide a facility of submitting the Application Forms virtually online to their account holders.

Trading Members of the Stock Exchanges can download Application Forms from the websites of the Stock Exchanges. Further, Application Forms will be provided to Trading Members of the Stock Exchanges at their request.

Please note that there is a single Application Form for, persons resident in India.

Please note that only ASBA Applicants shall be permitted to make an application for the NCDs.

Method of Application

In terms of the SEBI Master Circular an eligible investor desirous of applying in this Issue can make Applications through the ASBA mechanism only.

Applicants are requested to note that in terms of the SEBI Master Circular, SEBI has mandated issuers to provide, through a recognized Stock Exchanges which offers such a facility, an online interface enabling direct application by investors to a public issue of debt securities with an online payment facility ("**Direct Online Application Mechanism**"). In this regard, SEBI has, through the SEBI Master Circular, directed recognized Stock Exchanges in India to put in necessary systems and infrastructure for the implementation of the SEBI Master Circular and the Direct Online Application Mechanism infrastructure for the implementation of the SEBI Master Circular and the Direct Online Application Mechanism. The Direct Online Application facility will be available for this Issue as per mechanism provided in the SEBI Master Circular

All Applicants shall mandatorily apply in the Issue through the ASBA process only. Applicants intending to subscribe in the Issue shall submit a duly filled Application form to any of the Designated Intermediaries.

Designated Intermediaries (other than SCSBs) shall submit/deliver the Application Form (except the Application Form from a Retail Individual Investor bidding using the UPI mechanism) to the respective SCSB, where such investor has a bank account and shall not submit it to any non-SCSB bank or any Escrow Bank.

Applicants should submit the Application Form only at the Bidding Centres, i.e., to the respective Members of the Consortium at the Specified Locations, the SCSBs at the Designated Branches, the Registered Broker at the Broker Centres, the RTAs at the Designated RTA Locations or CDPs at the Designated CDP Locations. Kindly note that Application Forms submitted by Applicants at the Specified Locations will not be accepted if the SCSB with which the ASBA Account, as specified in the Application Form is maintained has not named at least one branch at that location for the Designated Intermediaries for deposit of the Application Forms. A list of such branches is available at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes.

The relevant Designated Intermediaries, upon receipt of physical Application Forms from Applicants, shall upload the details of these Application Forms to the online platform of the Stock Exchanges and submit these Application Forms with the SCSB (except Application Form from RIBs using the UPI Mechanism) with whom the relevant ASBA Accounts are maintained.

For RIBs using UPI Mechanism, the Stock Exchanges shall share the bid details (including UPI ID) with the Sponsor Bank on a continuous basis to enable the Sponsor Bank to initiate UPI Mandate Request to RIBs for blocking of funds. An Applicant shall submit the Application Form, which shall be stamped at the relevant Designated Branch of the SCSB. Application Forms in physical mode, which shall be stamped, can also be submitted to be the Designated Intermediaries at the Specified Locations. The SCSB shall block an amount in the ASBA Account equal to the Application Amount specified in the Application Form. Further, the Application may also be submitted through the app or web interface developed by Stock Exchanges wherein the Application is automatically uploaded onto the Stock Exchanges bidding platform and the amount is blocked using the UPI mechanism, as applicable.

Our Company, the Directors, affiliates, associates and their respective directors and officers, Lead Managers and the Registrar to the Issue shall not take any responsibility for acts, mistakes, errors, omissions and commissions etc. in relation to ASBA Applications accepted by the Designated Intermediaries, Applications uploaded by SCSBs, Applications accepted but not uploaded by SCSBs or Applications accepted and uploaded without blocking funds in the ASBA Accounts. It shall be presumed that for Applications uploaded by SCSBs, the Application Amount has been blocked in the relevant ASBA Account. Further, all grievances against Designated Intermediaries in relation to the Issue should be made by Applicants directly to the relevant Stock Exchanges.

In terms of the SEBI Master Circular, an eligible investor desirous of applying in this Issue can make Applications through the following modes:

1. *Self-Certified Syndicate Bank (SCSB) or intermediaries (viz. Syndicate members, Registered Stock Brokers, Registrar and Transfer agent and Depository Participants)*

a. An investor may submit the bid-cum-application form, with ASBA as the sole mechanism for making payment, physically at the branch of a SCSB, i.e. investor's bank. For such applications, the existing process of uploading of bid on the Stock Exchanges bidding platform and blocking of funds in investors account by the SCSB would continue.

b. An investor may submit the completed bid-cum-application form to intermediaries mentioned above along with details of his/her bank account for blocking of funds. The intermediary shall upload the bid on the Stock Exchanges bidding platform and forward the application form to a branch of a SCSB for blocking of funds.

c. An investor may submit the bid-cum-application form with a SCSB or the intermediaries mentioned above and use his / her bank account linked UPI ID for the purpose of blocking of funds, if the application value is ₹5 Lakh or less. The intermediary shall upload the bid on the Stock Exchanges bidding platform. The application amount would be blocked through the UPI mechanism in this case.

2. *Through Stock Exchanges*

a. An investor may submit the bid-cum-application form through the App or web interface developed by Stock Exchanges (or any other permitted methods) wherein the bid is automatically uploaded onto the Stock Exchanges bidding platform and the amount is blocked using the UPI Mechanism.

b. The Stock Exchanges have extended their web-based platforms i.e. 'BSE Direct' or 'NSE goBID' to facilitate investors to apply in public issues of debt securities through the web based platform and mobile app with a facility to block funds through Unified Payments Interface (UPI) mechanism for application value upto ₹ 5 Lakh. To place bid through 'BSEDirect' or 'NSE goBID' platform / mobile app the eligible investor is required to register himself/ herself with 'BSE Direct', 'NSE goBID'

c. An investor may use the following links to access the web-based interface developed by the Stock Exchanges to bid using the UPI Mechanism: BSE: https://www.bsedirect.com and NSE: https://eipo.nseindia.com/.

d. The BSE Direct or 'NSE goBID'application can be downloaded from play store in android phones. Kindly search for 'BSEdirect' or 'NSE goBID'on Google Playstore for downloading mobile applications.

e. To further clarify the submission of bids through the App or web interface, BSE has issued operational guidelines and circulars dated December 28, 2020 and May 19, 2022 available at https://www.bseindia.com/markets/MarketInfo/DispNewNoticesCirculars.aspx?page=20201228-60, and https://www.bseindia.com/markets/MarketInfo/DispNewNoticesCirculars.aspx?page=20201228-61. Similar circulars by NSE can be found here: https://www1.nseindia.com/content/circulars/IPO46907.zip x https://www1.nseindia.com/content/circulars/IPO46867.zipFurther, NSE has allowed its 'GoBid' mobile application which is currently available for placing bids for non-competitive bidding shall also be available for applications of public issues of debt securities.

Application Size

Each Application should be for a minimum of 10 NCDs and multiples of one NCD thereof.

Applicants can apply for any or all types of NCDs offered hereunder (any/all series) provided the Applicant has applied for minimum application size using the same Application Form.

Applicants are advised to ensure that applications made by them do not exceed the investment limits or maximum number of NCDs that can be held by them under applicable statutory and or regulatory provisions.

APPLICATIONS BY VARIOUS APPLICANT CATEGORIES

<u>Applications by Mutual Funds</u>

Pursuant to the SEBI circular SEBI/HO/IMD/IMD-PoD-1/P/CIR/2023/74 dated May 19, 2023 ("**SEBI Mutual Funds Master Circular**"), mutual funds are required to ensure that the total exposure of debt schemes (excluding investments in Bank CDs, triparty repo on Government securities or treasury bills, G-Secs, TBills, short term deposits of Scheduled Commercial Banks and AAA rated securities issued by Public Financial Institutions and Public Sector Banks) shall not

exceed 20% of the net assets of the scheme. Further, the additional exposure to financial services sector (over and above the limit of 20%) not exceeding 10% of the net assets of the scheme shall be allowed only by way of increase in exposure to Housing Finance Companies (HFCs), which are rated AA and above and are registered with the National Housing Bank. Further, an additional exposure of 5% of the net assets of the scheme has been allowed for investments in securitized debt instruments based on retail housing loan portfolio and/or affordable housing loan portfolio. However, the overall exposure in HFCs shall not exceed the sector exposure limit of 20% of the net assets of the scheme.

A separate Application can be made in respect of each scheme of an Indian mutual fund registered with SEBI and such Applications shall not be treated as multiple Applications. Applications made by the AMCs or custodians of a Mutual Fund shall clearly indicate the name of the concerned scheme for which the Application is being made. An Application Form by a mutual fund registered with SEBI for Allotment of the NCDs must be also accompanied by certified true copies of (i) its SEBI registration certificates (ii) the trust deed in respect of such mutual fund (ii) a resolution authorising investment and containing operating instructions and (iii) specimen signatures of authorized signatories.

Failing this, our Company reserves the right to accept or reject any Application from a Mutual Fund for Allotment of the NCDs in whole or in part, in either case, without assigning any reason thereof.

Application by Scheduled Commercial Banks, Co-operative Banks and Regional Rural Banks

Scheduled Commercial Banks, Co-operative Banks and Regional Rural Banks can apply in the Issue based upon their own investment limits and approvals. Applications by them for Allotment of the NCDs must be accompanied by certified true copies of (i) memorandum and articles of association/charter of constitution; (ii) power of attorney; (iii) a board resolution authorising investments; and (iv) a letter of authorisation.

Failing this, our Company reserves the right to accept or reject any Application in whole or in part, in either case, without assigning any reason thereof.

Pursuant to SEBI Master Circular SCSBs making applications on their own account using ASBA facility, should have a separate account in their own name with any other SEBI registered SCSB. Further, such account shall be used solely for the purpose of making application in public issues and clear demarcated funds should be available in such account for ASBA applications.

Application by Systemically Important Non-Banking Financial Companies

Systemically Important Non-Banking Financial Companies can apply in the Issue based upon their own investment limits and approvals. Applications by them for Allotment of the NCDs must be accompanied by certified true copies of (i) their memorandum and articles of association/charter of constitution; (ii) power of attorney; (iii) a board resolution authorising investments; and (ii) specimen signatures of authorised signatories.

Failing this, our Company reserves the right to accept or reject any Application in whole or in part, in either case, without assigning any reason thereof.

Application by Insurance Companies

Insurance companies registered with the IRDAI can apply in the Issue based on their own investment limits and approvals in accordance with the regulations, guidelines and circulars issued by the IRDAI. The Application Form must be accompanied by certified true copies of their (i) i) certificate registered with IRDAI, (ii) memorandum and articles of association/charter of constitution; (iii) power of attorney; (iv) resolution authorising investments/containing operating instructions; and (v) specimen signatures of authorised signatories.

Failing this, our Company reserves the right to accept or reject any Application in whole or in part, in either case, without assigning any reason thereof**.**

Applications by Indian Alternative Investments Funds

Applications made by 'alternative investment funds' eligible to invest in accordance with the Securities and Exchange Board of India (Alternative Investment Fund) Regulations, 2012, as amended (the "**SEBI AIF Regulations**") for Allotment of the NCDs must be accompanied by certified true copies of (i) SEBI registration certificate; (ii) a resolution authorising investment and containing operating instructions; and (iii) specimen signatures of authorised persons. The Alternative

Investment Funds shall at all times comply with the requirements applicable to it under the SEBI AIF Regulations and the relevant notifications issued by SEBI.

Failing this, our Company reserves the right to accept or reject any Application in whole or in part, in either case, without assigning any reason thereof.

Applications by Associations of persons and/or bodies established pursuant to or registered under any central or state statutory enactment

In case of Applications made by Applications by Associations of persons and/or bodies established pursuant to or registered under any central or state statutory enactment, must submit a (i) certified copy of the certificate of registration or proof of constitution, as applicable, (ii) Power of Attorney, if any, in favour of one or more persons thereof, (iii) such other documents evidencing registration thereof under applicable statutory/regulatory requirements. Further, any trusts applying for NCDs pursuant to the Issue must ensure that (a) they are authorized under applicable statutory/regulatory requirements and their constitution instrument to hold and invest in debentures, (b) they have obtained all necessary approvals, consents or other authorisations, which may be required under applicable statutory and/or regulatory requirements to invest in debentures, and (c) Applications made by them do not exceed the investment limits or maximum number of NCDs that can be held by them under applicable statutory and/ or regulatory provisions. **Failing this, our Company reserves the right to accept or reject any Applications in whole or in part, in either case, without assigning any reason thereof.**

Applications by Trusts

In case of Applications made by trusts, settled under the Indian Trusts Act, 1882, as amended, or any other statutory and/or regulatory provision governing the settlement of trusts in India, must submit a (i) certified copy of the registered instrument for creation of such trust, (ii) power of attorney, if any, in favour of one or more trustees thereof, (iii) such other documents evidencing registration thereof under applicable statutory/regulatory requirements. Further, any trusts applying for NCDs pursuant to the Issue must ensure that (a) they are authorized under applicable statutory/regulatory requirements and their constitution instrument to hold and invest in debentures, (b) they have obtained all necessary approvals, consents or other authorisations, which may be required under applicable statutory and/or regulatory requirements to invest in debentures, and (c) Applications made by them do not exceed the investment limits or maximum number of NCDs that can be held by them under applicable statutory and or regulatory provisions.

Failing this, our Company reserves the right to accept or reject any Applications in whole or in part, in either case, without assigning any reason thereof.

Applications by Public Financial Institutions or statutory corporations, which are authorized to invest in the NCDs

The Application must be accompanied by certified true copies of: (i) any Act/ Rules under which they are incorporated; (ii) board resolution authorising investments; and (iii) specimen signature of authorized person.

Failing this, our Company reserves the right to accept or reject any Applications in whole or in part, in either case, without assigning any reason thereof.

Applications made by companies, bodies corporate and societies registered under the applicable laws in India

The Application must be accompanied by certified true copies of: (i) any act/ rules under which they are incorporated; (ii) Board Resolution authorising investments; and (iii) Specimen signature of authorized person.

Failing this, our Company reserves the right to accept or reject any Applications in whole or in part, in either case, without assigning any reason thereof.

Applications made by Indian scientific and/ or industrial research organizations, which are authorized to invest in the NCDs

Applications by scientific and/ or industrial research organisations which are authorised to invest in the NCDs must be accompanied by certified true copies of: (i) any act/rules under which such Applicant is incorporated; (ii) a resolution of the board of directors of such Applicant authorising investments; and (iii) specimen signature of authorized persons of such Applicant.

Failing this, our Company reserves the right to accept or reject any Applications for Allotment of the NCDs in whole or in part, in either case, without assigning any reason thereof.

Applications made by Partnership firms formed under applicable Indian laws in the name of the partners and Limited Liability Partnerships formed and registered under the provisions of the Limited Liability Partnership Act, 2008

Applications made by partnership firms and limited liability partnerships formed and registered under the Limited Liability Partnership Act, 2008 must be accompanied by certified true copies of: (i) the partnership deed for such Applicants; (ii) any documents evidencing registration of such Applicant thereof under applicable statutory/regulatory requirements; (iii) a resolution authorizing the investment and containing operating instructions; and (iv) specimen signature of authorized persons of such Applicant.

Failing this, our Company reserves the right to accept or reject any Applications for Allotment of the NCDs in whole or in part, in either case, without assigning any reason thereof.

Applications under a power of attorney by limited companies, corporate bodies and registered societies

In case of Applications made pursuant to a power of attorney by Applicants from Category I and Category II, a certified copy of the power of attorney or the relevant resolution or authority, as the case may be, along with a certified copy of the memorandum of association and articles of association and/or bye laws must be lodged along with the Application Form.

Failing this, our Company reserves the right to accept or reject any Application in whole or in part, in either case, without assigning any reason thereof.

In case of Applications made pursuant to a power of attorney by Applicants from Category III and Category IV, a certified copy of the power of attorney must be lodged along with the Application Form.

In case of physical ASBA Applications made pursuant to a power of attorney, a certified copy of the power of attorney must be lodged along with the Application Form.

Failing this our Company, in consultation with the Lead Managers, reserves the right to reject such Applications. Our Company, in its absolute discretion, reserves the right to relax the above condition of attaching the power of attorney along with the Application Forms subject to such terms and conditions that our Company and the Lead Managers may deem fit.

Brokers having online demat account portals may also provide a facility of submitting the Application Forms online to their account holders. Under this facility, a broker receives an online instruction through its portal from the Applicant for making an Application on his or her behalf. Based on such instruction, and a power of attorney granted by the Applicant to authorise the broker, the broker makes an Application on behalf of the Applicant.

Applications by provident funds, pension funds, superannuation funds and gratuity funds which are authorized to invest in the NCDs

Applications by provident funds, pension funds, superannuation funds and gratuity funds which are authorised to invest in the NCDs, for Allotment of the NCDs must be accompanied by certified true copies of: (i) any act/rules under which they are incorporated; (ii) a power of attorney, if any, in favour of one or more trustees thereof, (ii) a board resolution authorising investments; (iii) such other documents evidencing registration thereof under applicable statutory/regulatory requirements; (iv) specimen signature of authorized person; (v) a certified copy of the registered instrument for creation of such fund/trust; and (vi) any tax exemption certificate issued by Income Tax authorities.

Failing this, our Company reserves the right to accept or reject any Applications for Allotment of the NCDs in whole or in part, in either case, without assigning any reason thereof.

Applications by National Investment Funds

Application made by a National Investment Fund for Allotment of the NCDs must be accompanied by certified true copies of: (i) a resolution authorising investment and containing operating instructions; and (ii) specimen signatures of authorized persons.

Failing this, our Company reserves the right to accept or reject any Applications for Allotment of the NCDs in whole or in part, in either case, without assigning any reason thereof.

Applications by Systemically Important Non-banking financial companies

Applications made by systemically important non-banking financial companies registered with the RBI and under other applicable laws in India must be accompanied by certified true copies of: (i) memorandum and articles of association/charter of constitution; (ii) power of attorney;(iii) board Resolution authorising investments; and (iii) specimen signature of authorized person.

Failing this, our Company reserves the right to accept or reject any Applications in whole or in part, in either case, without assigning any reason thereof.

The Lead Managers and the Consortium Member and their respective associates and affiliates are permitted to subscribe in the Issue.

Payment instructions

Payment mechanism for Applicants

An Applicant shall specify details of the ASBA Account Number in the Application Form and the relevant SCSB shall block an amount equivalent to the Application Amount in the ASBA Account specified in the Application Form.

An Applicant may submit the completed Application Form to designated intermediaries along with details of his/her bank account for blocking of funds. The intermediary shall upload the bid on the Designated Stock Exchanges bidding platform and forward the application form to a branch of a SCSB for blocking of funds.

An Applicant (belonging to Category IV) may also submit the Application Form with a SCSB or the intermediaries mentioned above and use his / her bank account linked UPI ID for the purpose of blocking of funds, if the application value is ₹ 5.00 lakh or less. The intermediary shall upload the bid on the Stock Exchanges bidding platform. The application amount would be blocked through the UPI Mechanism once the mandate request has been successfully accepted by the Applicant in this case.

An Applicant may submit the Application Form through the App or web interface developed by Stock Exchanges wherein the bid is automatically uploaded onto the Stock Exchanges bidding platform and the amount is blocked using the UPI Mechanism once the mandate request has been successfully accepted by the Applicant.

Upon receipt of an intimation from the Registrar to the Issue, the SCSBs shall, on the Designated Date, transfer such blocked amount from the ASBA Account to the Public Issue Account in terms of the Public Issue Account and Sponsor Bank Agreement. The balance amount remaining after the finalisation of the Basis of Allotment shall be unblocked by the SCSBs on the basis of the instructions issued in this regard by the Registrar to the Issue to the respective SCSB within 5 (five) Working Days of the Issue Closing Date. The Application Amount shall remain blocked in the ASBA Account until transfer of the Application Amount to the Public Issue Account, or until withdrawal/ failure of the Issue or until rejection of the Application, as the case may be.

For ASBA Applications submitted to the Lead Managers or Consortium Members or Trading Members of the Stock Exchanges at the Specified Cities, the ASBA Application will be uploaded onto the electronic system of the Stock Exchanges and deposited with the relevant branch of the SCSB at the Specified City named by such SCSB to accept such ASBA Applications from the Lead Managers or Trading Members of the Stock Exchanges, as the case may be (a list of such branches is available at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes). The relevant branch of the SCSB shall perform verification procedures and block an amount in the ASBA Account equal to the Application Amount specified in the ASBA Application.

For ASBA Applications submitted directly to the SCSBs, the relevant SCSB shall block an amount in the ASBA Account equal to the Application Amount specified in the ASBA Application, before entering the ASBA Application into the electronic system of the Stock Exchanges. SCSBs may provide the electronic mode of application either through an internet enabled application and banking facility or such other secured, electronically enabled mechanism for application and blocking of funds in the ASBA Account.

Applicants should ensure that they have funds equal to the Application Amount in the ASBA Account before submitting the ASBA Application to the Lead Managers or Consortium Members or Trading Members of the Stock Exchanges, as the case may be, at the Specified Cities or to the Designated Branches of the SCSBs. An ASBA Application where the corresponding ASBA Account does not have sufficient funds equal to the Application Amount at the time of blocking the ASBA Account is liable to be rejected.

The Application Amount shall remain blocked in the ASBA Account until approval of the Basis of Allotment and consequent transfer of the amount against the Allotted NCDs to the Public Issue Account(s), or until withdrawal/ failure of the Issue or until withdrawal/ rejection of the Application Form, as the case may be. Once the Basis of Allotment is approved, the Registrar to the Issue shall send an appropriate request to the controlling branch of the SCSB for unblocking the relevant ASBA Accounts and for transferring the amount pertaining to NCDs allotted to the successful Applicants to the Public Issue Account(s). The balance amount remaining after the finalisation of the Basis of Allotment shall be unblocked by the SCSBs on the basis of the instructions issued in this regard by the Registrar to the respective SCSB within 5 Working Days of the Issue Closing Date. The Application Amount shall remain blocked in the ASBA Account until transfer of the Application Amount to the Public Issue Account, or until withdrawal/ failure of the Issue or until rejection of the ASBA Application, as the case may be. In case of withdrawal/ failure of the Issue, the blocked amount shall be unblocked on receipt of such information from the Registrar to the Issue.

Payment mechanism for Direct Online Applicants

Please note that clarifications and/or confirmations regarding the implementation of the requisite infrastructure and facilities in relation to direct online applications and online payment facility have been sought from the Stock Exchanges. In the event the Direct Online Application facility is implemented by the Stock Exchanges, relevant "know your customer" details of such Applicants will be validated online from the Depositories, on the basis of the DP ID and Client ID provided by them in the Application Form. On successful submission of a Direct Online Application, the Applicant will receive a system-generated unique application number ("**UAN**") and an SMS or an email confirmation on credit of the requisite Application Amount paid through the online payment facility with the Direct Online Application. On Allotment, the Registrar to the Issue shall credit NCDs to the beneficiary account of the Applicant and in case of refund, the refund amount shall be credited directly to the Applicant's bank account. Applicants applying through the Direct Online Application facility must preserve their UAN and quote their UAN in: (a) any cancellation/withdrawal of their Application; (b) in queries in connection with Allotment of NCDs and/or refund(s); and/or (c) in all investor grievances/complaints in connection with the Issue.

As per the SEBI Master Circular, the availability of the Direct Online Applications facility is subject to the Stock Exchanges putting in place the necessary systems and infrastructure, and accordingly the aforementioned disclosures are subject to any further clarifications, notification, modification deletion, direction, instructions and/or correspondence that may be issued by the Stock Exchanges and/or SEBI.

Additional information for Applicants

1. Application Forms submitted by Applicants whose beneficiary accounts are inactive shall be rejected.

2. No separate receipts will be issued for the money blocked on the submission of Application Form. However, the collection centre of the Designated Intermediaries will acknowledge the receipt of the Application Forms by stamping and returning to the Applicant the acknowledgement slip. This acknowledgement slip will serve as the duplicate of the Application Form for the records of the Applicant.

3. Applications should be submitted on the Application Form only. In the event that physical Application Form do not bear the stamp of the Designated Intermediaries, or the relevant Designated Branch, as the case may be, they are liable to be rejected.

4. Application Forms submitted by Applicants shall be for allotment of NCDs only in dematerialized form.

The Investors are advised to read the operational guidelines mentioned for Making Application for Public Issue of Debt Securities through BSE Direct issued by BSE on December 28, 2020, May 19, 2022 and the circular issued by National Stock Exchange of India Limited for Introduction of Unified Payment Interface (UPI) for Debt IPO through NSE goBID on January 05, 2021 before investing through the through the app/ web interface of Stock Exchange(s).

Kindly note, the Stock Exchanges shall be responsible for addressing investor grievances arising from Applications submitted online through the App based/ web interface platform of Stock Exchanges or through their Trading Members.

Further, the collecting bank shall be responsible for addressing any investor grievances arising from non confirmation of funds to the Registrar despite successful realization/blocking of funds, or any delay or operational lapse by the collecting bank in sending the Application forms to the Registrar to the Issue.

Applicants are advised not to submit Application Forms to Public Issue Account Banks and the same will be rejected in such cases and the Applicants will not be entitled to any compensation whatsoever.

Pre-Issue Advertisement

Our Company will issue a statutory advertisement on or before the Issue Opening Date. This advertisement will contain the information as prescribed under the SEBI NCS Regulations and Section 30 of the Companies Act, 2013. Material updates, if any, between the date of filing of this Shelf Prospectus and relevant Tranche Prospectus and the date of release of the statutory advertisement will be included in the statutory advertisement.

Instructions for completing the Application Form

1. Application Forms are to be completed in full, in BLOCK LETTERS in ENGLISH and in accordance with the instructions contained in this Shelf Prospectus and relevant Tranche Prospectus and the Application Form. Incomplete Application Forms are liable to be rejected. Applicants should note that the Designated Intermediaries will not be liable for errors in data entry due to incomplete or illegible Application Forms.

2. Applications are required to be for a minimum of such NCDs and in multiples of one NCD thereafter as specified in the Issue Documents.

3. Thumb impressions and signatures other than in the languages specified in the Eighth Schedule in the Constitution of India must be attested by a Magistrate or a Notary Public or a Special Executive Magistrate under official seal.

4. Applications should be in single or joint names and not exceeding three names, and in the same order as their Depository Participant details and Applications should be made by Karta in case the Applicant is an HUF. Applicants are required to ensure that the PAN Details of the HUF are mentioned and not those of the Karta.

   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.

5. Applicants applying for Allotment 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 Exchanges by the Designated Intermediaries, as the case may be, the Registrar to the Issue 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.

6. Applicants must ensure that their Application Forms are made in a single name.

7. All Applicants should check if they are eligible to apply as per the terms of this Shelf Prospectus/ relevant Tranche Prospectus and applicable laws.

8. The minimum number of Applications and minimum application size shall be of 10 NCDs. Applicants may apply for one or more series of NCDs Applied for in a single Application Form.

9. 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.

10. Applicant should correctly mention the ASBA Account number and UPI ID in case applying through UPI Mechanism and ensure that funds equal to the Application Amount are available in the ASBA Account before submitting the Application Form and ensure that the signature in the Application Form matches with the signature in the Applicant's bank records.

11. All Applicants are required to tick the relevant column in the "Category of Investor" box in the Application Form.

12. It shall be mandatory for subscribers to the Issue to furnish their Permanent Account Number and any Application Form, without the PAN is liable to be rejected, irrespective of the amount of transaction.

13. Applications for all the series of the NCDs may be made in a single Application Form only.

14. The Applicants should ensure that they have been given a TRS and an acknowledgment as proof of having accepted the Application Form.

15. Applicants may revise/ modify their Application details during the Issue Period, as allowed/permitted by the Stock Exchanges, by submitting a written request to the Designated Intermediary, as the case may be. However, for the purpose of Allotment, the date of original upload of the Application will be considered in case of such revision/modification. 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 Exchanges Applicants should ensure that they first withdraw their original Application and submit a fresh Application. In such a case the date of the new Application will be considered for date priority for Allotment purposes.

16. ASBA Applicants need to give the correct details of their ASBA Account including bank account number/ bank name and branch/ UPI ID in case of applying through UPI Mechanism.

17. ASBA Application should ensure that the Application Form is signed by the ASBA Account holder in case the ASBA Applicant is not the account holder.

18. ASBA Applicants should ensure that they receive an acknowledgement from the Designated Branch or the concerned Members of the Syndicate or Trading Members of the stock exchange(s), as the case may be, for the submission of the Application Form.

Additional Instructions for Retail Individual Investors using the UPI mechanism:

1. Before submission of the application form with the Designated Intermediary, the Retail Individual Investor shall download the mobile app for UPI and create a UPI ID (xyz@bankname) of not more than 45 characters with its bank and link it to his/ her bank account where the funds equivalent to the application amount is available.

2. The Retail Individual Investor shall fill in the bid details in the application form along with his/ her bank account linked UPI ID and submit the application with any of the intermediaries or through the Stock Exchanges App/ Web interface.

3. The Designated Intermediary, upon receipt of form, shall upload the bid details along with the UPI ID on the Stock Exchanges bidding platform using appropriate protocols.

4. Once the bid has been entered in the bidding platform, the Stock Exchanges shall undertake validation of the PAN and Demat account combination details of investor with the depository.

5. The Depository shall validate the aforesaid PAN and Demat account details on a near real time basis and send response to Stock Exchanges which would be shared by the Stock Exchanges with the Designated Intermediaries through its platform, for corrections, if any.

6. Once the bid details are uploaded on the Stock Exchanges platform, the Stock Exchanges shall send an SMS to the investor regarding submission of his / her application, at the end of day, during the bidding period. For the last day of bidding, the SMS may be sent the next Working Day.

7. Post undertaking validation with the Depository, the Stock Exchanges shall, on a continuous basis, electronically share the bid details along with investors UPI ID, with the Sponsor Bank appointed by the Company.

8. The Sponsor Bank shall initiate a mandate request on the investor i.e. request the investor to authorize blocking of funds equivalent to application amount and subsequent debit of funds in case of allotment.

9. The request raised by the Sponsor Bank, would be electronically received by the investor as a SMS / intimation on his / her mobile no. / mobile app, associated with the UPI ID linked bank account.

10. The investor shall be able to view the amount to be blocked as per his / her bid in such intimation. The investor shall be able to view an attachment wherein the bid details submitted by such investor will be visible. After reviewing the details properly, the investor shall be required to proceed to authorize the mandate. Such mandate raised by the Sponsor Bank would be a one-time mandate for each application in the Issue.

11. The investor is required to accept the UPI mandate latest by 5 pm on the third working day from the day of bidding on the Stock Exchanges platform except for the last day of the Issue period or any other modified closure date of the Issue period in which case, he / she is required to accept the UPI mandate latest by 5 pm the next Working Day.

12. The investor shall not be allowed to add or modify the bid(s) of the application except for modification of either DP ID/Client ID, or PAN ID but not both. However, the investor can withdraw the bid(s) and reapply.

13. For mismatch bids, on successful validation of PAN and DP ID/ Client ID combination during T+1 (T being the Issue Closing Date) modification session, such bids will be sent to Sponsor Bank for further processing by the Exchange on T+1 (T being the Issue Closing Date) day till 1 pm.

14. The facility of Re-initiation/ Resending the UPI mandate shall be available only till 5 pm on the day of bidding.

15. Upon successful validation of block request by the investor, as above, the said information would be electronically received by the investors' bank, where the funds, equivalent to application amount, would get blocked in investors account. Intimation regarding confirmation of such block of funds in investors account would also be received by the investor.

16. The information containing status of block request (e.g., accepted / decline / pending) would also be shared with the Sponsor Bank, which in turn would be shared with the Stock Exchanges. The block request status would also be displayed on the Stock Exchanges platform for information of the intermediary.

17. The information received from Sponsor Bank, would be shared by Stock Exchanges with the Registrar to the Issue in the form of a file for the purpose of reconciliation.

18. Post closure of the Issue, the Stock Exchanges shall share the bid details with the Registrar to the Issue. Further, the Stock Exchanges shall also provide the Registrar to the Issue, the final file received from the Sponsor Bank, containing status of blocked funds or otherwise, along with the bank account details with respect to applications made using UPI ID.

19. The allotment of debt securities shall be done as per SEBI Master Circular.

20. The RTA, based on information of bidding and blocking received from the Stock Exchanges, shall undertake reconciliation of the bid data and block confirmation corresponding to the bids by all investor category applications (with and without the use of UPI) and prepare the basis of allotment.

21. Upon approval of the basis of allotment, the RTA shall share the 'debit' file with Sponsor bank (through Stock Exchanges) and SCSBs, as applicable, for credit of funds in the public issue account and unblocking of excess funds in the investor's account. The Sponsor Bank, based on the mandate approved by the investor at the time of blocking of funds, shall raise the debit / collect request from the investor's bank account, whereupon funds will be transferred from investor's account to the public issue account and remaining funds, if any, will be unblocked without any manual intervention by investor or their bank.

22. Upon confirmation of receipt of funds in the public issue account, the securities would be credited to the investor's account. The investor will be notified for full/partial allotment. For partial allotment, the remaining funds would be unblocked. For no allotment, mandate would be revoked and application amount would be unblocked for the investor.

23. Thereafter, Stock Exchanges will issue the listing and trading approval.

24. Further, in accordance with the Operational Instructions and Guidelines for Making Application for Public Issue of Debt Securities through BSEDirect issued by BSE on December 28, 2020 the investor shall also be responsible for the following:

    i. Investor shall check the Issue details before placing desired bids;

ii. Investor shall check and understand the UPI mandate acceptance and block of funds process before placing the bid;
iii. The receipt of the SMS for mandate acceptance is dependent upon the system response/integration of UPI on Debt Public Issue System;
iv. Investor shall accept the UPI Mandate Requests within the stipulated timeline;
v. Investor shall note that the transaction will be treated as completed only after the acceptance of mandates by the investor by way of authorising the transaction by entering their UPI pin and successfully blocking funds through the ASBA process by the investor's bank;
vi. Investor shall check the status of their bid with respect to the mandate acceptance and blocking of funds for the completion of the transaction; and
vii. In case the investor does not accept the mandate within stipulated timelines, in such case their bid will not be considered for allocation.

25. Further, in accordance with circular issued by National Stock Exchange of India Limited for Introduction of Unified Payment Interface (UPI) for Debt IPO through NSE goBID on January 5, 2021 the investor shall also be responsible for the following:

i. After successful registration & log-in, the investors shall view and check the active Debt IPO's available from IPO dashboard.
ii. Investors shall check the issue/series details. Existing registered users of NSE goBID shall also be able to access once they accept the updated terms and condition.
iii. After successfully bidding on the platform, investors shall check the NSE goBID app/psp/sms for receipt of mandate & take necessary action.
iv. UPI mandate can be accepted latest by 5:00pm on the third working day from the day of bidding on the stock exchanges platform except for the last day of the issue period or any other modified closure date of the issue period in which case, he / she is required to accept the UPI mandate latest by 5:00pm the next working day.
v. For UPI bid the facility of re-initiation/ resending the UPI mandate shall be available only till 5 pm on the day of bidding.
vi. Investors can use the re-initiation/ resending facility only once in case of any issue in receipt/acceptance of mandate.

The series, mode of allotment, PAN, demat account number, 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 Members of the Consortium nor the other Designated Intermediaries, as the case may be, will be liable for error in data entry due to incomplete or illegible Application Forms. Our Company would allot the NCDs, as specified in the relevant Tranche Prospectus for the Issue to all valid Applications, wherein the Applicants have not indicated their choice of the relevant series of NCDs.

Applicants' PAN, Depository Account and Bank Account Details

ALL APPLICANTS APPLYING FOR ALLOTMENT OF THE NCDS SHOULD MENTION THEIR DP ID, CLIENT ID, PAN AND UPI ID (IN CASE APPLYING THROUGH UPI MECHANISM) IN THE APPLICATION FORM. APPLICANTS MUST ENSURE THAT THE DP ID, CLIENT ID PAN AND UPI ID GIVEN IN THE APPLICATION FORM IS EXACTLY THE SAME AS THE DP ID, CLIENT ID, PAN AND UPI ID AVAILABLE IN THE DEPOSITORY DATABASE. IF THE BENEFICIARY ACCOUNT IS HELD IN JOINT NAMES, THE APPLICATION FORM SHOULD CONTAIN THE NAME AND PAN OF BOTH THE HOLDERS OF THE BENEFICIARY ACCOUNT AND SIGNATURES OF BOTH HOLDERS WOULD BE REQUIRED IN THE APPLICATION FORM.

On the basis of the DP ID, Client ID, PAN and UPI ID (in case applying through UPI Mechanism) provided by them in the Application Form, the Registrar to the Issue will obtain from the Depository the Demographic Details of the Applicants including PAN and MICR code. These Demographic Details would be used for giving Allotment Advice and refunds, if any, to the Applicants. Hence, Applicants are advised to immediately update their Demographic Details (including bank account details) as appearing on the records of the Depository Participant and ensure that they are true and correct. Please note that failure to do so could result in delays in despatch/ credit of refunds, if any, to Applicants, delivery of Allotment Advice or unblocking of ASBA Accounts at the Applicants' sole risk, and neither the Members of the Consortium nor the Designated Intermediaries, nor the Registrar, nor the Banker(s) to the Issue, nor the SCSBs, nor our Company shall have any responsibility and undertake any liability for the same.

Applicants should note that in case the DP ID, Client ID, UPI ID (in case applying through UPI Mechanism) and PAN mentioned in the Application Form, as the case may be and entered into the electronic Application system of the Stock Exchanges by the Members of the Consortium or the Designated Intermediaries, as the case may be, do not match with the DP ID, Client ID, UPI ID (in case applying through UPI Mechanism) and PAN available in the Depository database or in case PAN is not available in the Depository database, the Application Form is liable to be rejected and our Company, the Members of the Consortium and the other Designated Intermediaries shall not be liable for losses, if any.

The Demographic Details would be used for all correspondence with the Applicants including mailing of the Allotment Advice and for refunds (if any) as applicable. The Demographic Details given by Applicants in the Application Form would not be used for any other purpose by the Registrar to the Issue except in relation to this Issue.

By signing the Application Form, Applicants applying for the NCDs would be deemed to have authorised the Depositories to provide, upon request, to the Registrar, 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 the Issue.

Allotment Advice would be mailed by post or e-mail at the address of the Applicants in accordance with 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, Banker(s) to the Issue, Registrar to the Issue nor the Lead Managers 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 the relevant Tranche Prospectus, refunds may be delayed if bank particulars obtained from the Depository Participant are incorrect.

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

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 the 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 four parameters, namely, DP ID, Client ID,PAN and UPI ID then such Applications are liable to be rejected.

Applicants should note that the NCDs will be allotted to all successful Applicants only in dematerialized form. The Application Forms which do not have the details of the Applicant's depository account, including DP ID, Client ID and PAN and UPI ID (for Retail Individual Investor Applicants bidding using the UPI mechanism), shall be treated as incomplete and will be rejected.

APPLICATIONS FOR ALLOTMENT OF NCDs IN THE DEMATERIALIZED FORM

This section is for the information of the Applicants proposing to subscribe to the Issue. The Lead Managers and our Company are not liable for any amendments or modifications or changes in applicable laws or regulations, which may occur after the date of the Draft Shelf Prospectus, this Shelf Prospectus, relevant Tranche Prospectus. Applicants are advised to make their independent investigations and to ensure that the Application Form is correctly filled up.

Our Company, our directors, affiliates, associates and their respective directors and officers, Lead Managers and the Registrar to the Issue shall not take any responsibility for acts, mistakes, errors, omissions and commissions etc. in relation to Applications accepted by and/or uploaded by and/or accepted but not uploaded by Consortium Member, Trading Members, Registered Brokers, CDPs, CRTAs and SCSBs who are authorised to collect Application Forms from the Applicants in the Issue, or Applications accepted and uploaded without blocking funds in the ASBA Accounts by SCSBs. It shall be presumed that for Applications uploaded by SCSBs, the Application Amount payable on Application has been blocked in the relevant ASBA Account. The list of branches of the SCSBs at the Specified Locations named by the respective SCSBs to receive Application Forms from the Members of the Syndicate is available on the website of SEBI (http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes) and updated from time to time or any such other website as may be prescribed by SEBI from time to time. For more information on such branches collecting Application Forms from the Members of the Syndicate at Specified Locations, see the website of SEBI

(https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=45) as updated from time to time or any such other website as may be prescribed by SEBI from time to time. The list of Registered Brokers at the Broker Centres, CDPs at the Designated CDP Locations or the CRTAs at the Designated CRTA Locations, respective lists of which, including details such as address and telephone number, are available at the websites of the Stock Exchanges at www.bseindia.com and at www.nseindia.com. The list of branches of the SCSBs at the Broker Centres, named by the respective SCSBs to receive deposits of the Application Forms from the Registered Brokers will be available on the website of SEBI (www.sebi.gov.in) and updated from time to time.

Submission of Applications

Applicants can apply for NCDs only using the ASBA facility pursuant to SEBI Master Circular. ASBA Applications can be submitted through either of the following modes:

a. Physically or electronically to the Designated Branches of the SCSB(s) with whom an Applicant's ASBA Account is maintained. In case of ASBA Application in physical mode, the Applicant shall submit the Application Form at the relevant Designated Branch of the SCSB(s). The Designated Branch shall verify if sufficient funds equal to the Application Amount are available in the ASBA Account and shall also verify that the signature on the Application Form matches with the Investor's bank records, as mentioned in the ASBA Application, prior to uploading such ASBA Application into the electronic system of the Stock Exchanges. If sufficient funds are not available in the ASBA Account, the respective Designated Branch shall reject such ASBA Application and shall not upload such ASBA Application in the electronic system of the Stock Exchanges. If sufficient funds are available in the ASBA Account, the Designated Branch shall block an amount equivalent to the Application Amount and upload details of the ASBA Application in the electronic system of the Stock Exchanges. The Designated Branch of the SCSBs shall stamp the Application Form and issue an acknowledgement as proof of having accepted the Application. In case of Application in the electronic mode, the Applicant shall submit the ASBA Application either through the internet banking facility available with the SCSB, or such other electronically enabled mechanism for application and blocking funds in the ASBA Account held with SCSB, and accordingly register such ASBA Applications.

b. Physically through the Consortium Members, Lead Managers, or Trading Members of the Stock Exchanges only at the Specified Cities i.e. Syndicate ASBA. Kindly note that ASBA Applications submitted to the Consortium Member, Lead Managers or Trading Members of the Stock Exchanges at the Specified Cities will not be accepted if the SCSB where the ASBA Account is maintained, as specified in the ASBA Application, is maintained has not named at least one branch at that Specified City for the Consortium Member, Lead Managers or Trading Members of the Stock Exchanges, as the case may be, to deposit ASBA Applications (A list of such branches is available at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=45).

c. A UPI Investor making an Application in the Issue under the UPI Mechanism, where the Application Amount is upto ₹ 5 lakh, can submit his Application Form physically to a SCSB or a Designated Intermediary. The Designated Intermediary shall upload the application details along with the UPI ID on the Stock Exchanges' bidding platform using appropriate protocols. Kindly note that in this case, the Application Amount will be blocked through the UPI Mechanism.

A UPI Investor may also submit the Application Form for the Issue through BSE Direct and NSEgoBID, wherein the Application will be automatically uploaded onto the Stock Exchanges' bidding platform and an amount equivalent to the Application Amount shall be blocked using the UPI Mechanism.

Upon receipt of the Application Form by the Designated Intermediaries, an acknowledgement shall be issued by giving the counter foil of the Application Form to the Applicant as proof of having accepted the Application. Thereafter, the details of the Application shall be uploaded in the electronic system of the Stock Exchanges and the Application Form shall be forwarded to the relevant branch of the SCSB, in the relevant Specified City, named by such SCSB to accept such ASBA Applications from the Designated Intermediaries (A list of such branches is available at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=45). Upon receipt of the ASBA Application, the relevant branch of the SCSB shall perform verification procedures including verification of the Applicant's signature with his bank records and check if sufficient funds equal to the Application Amount are available in the ASBA Account, as mentioned in the ASBA Form. If sufficient funds are not available in the ASBA Account, the relevant ASBA Application is liable to be rejected. If sufficient funds are available in the ASBA Account, the relevant branch of the SCSB shall block an amount equivalent to the Application Amount mentioned in the ASBA Application. The Application Amount shall remain blocked in the ASBA Account until approval of the Basis of Allotment and consequent transfer of the amount against the Allotted NCDs to the Public Issue Account(s), or until withdrawal/ failure of the Issue or until withdrawal/ rejection of the Application Form, as the case may be.

In case of Application involving an Application by an RIB through UPI Mechanism, if an Applicant submits the Application Form with a Designated Intermediary and uses his/ her bank account linked UPI ID for the purpose of blocking of funds, where the application value is up to UPI Application Limit, the Application Amount will be blocked through the UPI Mechanism once the mandate request has been successfully accepted by the Applicant and the Designated Intermediary shall upload the Application on the bidding platform developed by the Stock Exchanges. If an Applicant submits the Application Form through the application or web interface developed by Stock Exchanges, the bid will automatically be uploaded onto the Stock Exchanges bidding platform and the amount will be blocked using the UPI Mechanism once the mandate request has been successfully accepted by the Applicant.

Applicants must note that:

a. Physical Application Forms will be available with the Designated Branches of the SCSBs and with the Lead Managers and Trading Members of the Stock Exchanges at the Specified Cities; and electronic Application Forms will be available on the websites of the SCSBs and the Stock Exchanges at least one day prior to the Issue Opening Date. Application Forms will also be provided to the Trading Members of the Stock Exchanges at their request. The Application Forms would be serially numbered. Further, the SCSBs will ensure that this Shelf Prospectus and relevant Tranche Prospectus is made available on their websites. The physical Application Form submitted to the Designated Intermediaries shall bear the stamp of the relevant Designated Intermediary. In the event the Application Form does not bear any stamp, the same shall be liable to be rejected.

b. The Designated Branches of the SCSBs shall accept ASBA Applications directly from Applicants only during the Issue Period. The SCSB shall not accept any ASBA Applications directly from Applicants after the closing time of acceptance of Applications on the Issue Closing Date. However, in case of Syndicate ASBA, the relevant branches of the SCSBs at Specified Cities can accept ASBA Applications from the Lead Managers or Trading Members of the Stock Exchanges, as the case may be, after the closing time of acceptance of Applications on the Issue Closing Date. For further information on the Issue programme, please see section titled "*Issue Related Information*" on page 232.

c. In case of Applications through Syndicate ASBA, the physical Application Form shall bear the stamp of the Lead Managers or Consortium Members or Trading Members of the Stock Exchanges, as the case maybe, if not, the same shall be rejected. Application Forms directly submitted to SCSBs should bear the stamp of SCSBs, if not, the same are liable to be rejected.

Please note that Applicants can make an Application for Allotment of NCDs in the dematerialized form only.

INSTRUCTIONS FOR FILLING-UP THE APPLICATION FORM

General Instructions

A. General instructions for completing the Application Form

1. Applications must be made in prescribed Application Form only.

2. Applicants should ensure that their Application Form is submitted either at a Designated Branch of a SCSB where the ASBA Account is maintained or with the Members of the Syndicate or Trading Members of the stock exchange(s) at the Specified Cities, and not directly to the escrow collecting banks (assuming that such bank is not a SCSB) or to the Company or the Registrar to the Issue.

3. Applications through Syndicate ASBA, before submitting the physical Application Form to the Members of the Syndicate or Trading Members of the stock exchange(s), ensure that the SCSB where the ASBA Account, as specified in the ASBA Form, is maintained has named at-least one branch in that Specified City for the Members of the Syndicate or Trading Members of the stock exchange(s), as the case may be, to deposit ASBA Forms (A list of such branches is available at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=45).

4. Application Forms must be completed in block letters in English, as per the instructions contained in the Draft Shelf Prospectus, this Shelf Prospectus and the relevant Tranche Prospectus, the Abridged Prospectus and the Application Form.

5. 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 dematerialized form) and Applications should be made by Karta in case the Applicant is an HUF. Please ensure that such Applications contain the PAN of the HUF and not of the Karta. 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.

6. Applicants applying for allotment in dematerialized form and must provide details of valid and active DP ID, Client ID and PAN clearly and without error. Invalid accounts, suspended accounts or where such accounts is classified as invalid or suspended may not be considered for allotment of the NCDs. 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 Stock Exchanges by SCSBs, the Members of the Syndicate at the Syndicate ASBA Application Locations and the Trading Members, as the case may be, 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.

7. The minimum number of Applications and minimum application size shall be ₹10,000. Applicants may apply for one or more series of NCDs Applied for in a single Application Form.

8. Applications must be for a minimum of 10 (Ten) NCDs and in multiples of 1 NCD thereafter. For the purpose of fulfilling the requirement of minimum application size of 10 (Ten) NCDs, an Applicant may choose to apply for 10 (Ten) NCDs or more in a single Application Form.

9. 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.

10. Applications should be made by Karta in case of HUFs. Applicants are required to ensure that the PAN details of the HUF are mentioned and not those of the Karta.

11. Thumb impressions and signatures other than in English/Hindi/Gujarati/Marathi or any other languages specified in the 8th Schedule of the Constitution needs to be attested by a Magistrate or Notary Public or a Special Executive Magistrate under his/her seal.

12. No separate receipts will be issued for the money payable on the submission of the Application Form. However, the Lead Managers, Consortium Member, Trading Members of the Stock Exchanges 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 Lead Managers, Consortium Member, Trading Member of the Stock Exchanges or the Designated Branch of the SCSBs, as the case may be.

13. 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.

14. Every Applicant should hold valid Permanent Account Number (PAN) and mention the same in the Application Form and submit the same. Applicant without PAN is liable to be rejected, irrespective of the amount.

15. All Applicants are required to tick the relevant column of "Category of Investor" in the Application Form.

16. ASBA will be the default "Mode of Application" as per the SEBI Master Circular.

17. Applicants should correctly mention the ASBA Account number 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.

18. Applicants must provide details of valid and active DP ID, UPI ID, Client ID and PAN clearly and without error. On the basis of such Applicant's active DP ID, UPI ID, Client ID and PAN provided in the Application Form, and as entered into the electronic Application system of Stock Exchanges 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.

19. If the ASBA Account holder is different from the Applicant, the Application Form should be signed by the ASBA Account holder, in accordance with the instructions provided in the Application Form. Not more than five Applications can be made from one single ASBA Account.

20. For Applicants, the Applications in physical mode should be submitted to the SCSBs or a member of the Syndicate or to the Trading Members of the Stock Exchanges on the prescribed Application Form. SCSBs may provide the electronic mode for making Application either through an internet enabled banking facility or such other secured, electronically enabled mechanism for Application and blocking funds in the ASBA Account.

21. Application Forms should bear the stamp of the Member of the Syndicate, Trading Member of the Stock Exchange, Designated Intermediaries and/or Designated Branch of the SCSB. Application Forms which do not bear the stamp will be rejected.

22. Applicant should correctly mention the ASBA Account number and UPI ID in case applying through UPI Mechanism and ensure that funds equal to the Application Amount are available in the ASBA Account before submitting the Application Form and ensure that the signature in the Application Form matches with the signature in the Applicant's bank records.

The series, mode of allotment, PAN, demat account no. etc. should be captured by the relevant Lead Managers, Consortium Member, Trading Member of the Stock Exchanges in the data entries as such data entries will be considered for allotment.

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

Our Company would allot the series of NCDs, as specified in the relevant Tranche Prospectus to all valid Applications, wherein the Applicants have not indicated their choice of the relevant series of NCDs.

B. Applicant's Beneficiary Account and Bank Account Details

ALL APPLICANTS APPLYING FOR ALLOTMENT OF THE NCDS SHOULD MENTION THEIR DP ID, UPI ID (IN CASE APPLYING THROUGH UPI MECHANISM), CLIENT ID AND PAN IN THE APPLICATION FORM. APPLICANTS MUST ENSURE THAT THE DP ID, UPI ID, CLIENT ID AND PAN GIVEN IN THE APPLICATION FORM IS EXACTLY THE SAME AS THE DP ID, UPI ID, CLIENT ID AND PAN AVAILABLE IN THE DEPOSITORY DATABASE. IF THE BENEFICIARY ACCOUNT IS HELD IN JOINT NAMES, THE APPLICATION FORM SHOULD CONTAIN THE NAME AND PAN OF BOTH THE HOLDERS OF THE BENEFICIARY ACCOUNT AND SIGNATURES OF BOTH HOLDERS WOULD BE REQUIRED IN THE APPLICATION FORM.

Applicants applying for Allotment in dematerialized form must mention their DP ID ,Client ID, PAN and UPI ID (in case applying through UPI Mechanism) 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 for Allotment in dematerialized 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 and PAN mentioned in the Application Form for Allotment in dematerialized form and entered into the electronic system of the Stock Exchanges do not match with the DP ID, Client ID and PAN available in the Depository database or in case PAN is not available in the Depository database, the Application Form for

Allotment in dematerialized form is liable to be rejected. Further, Application Forms submitted by Applicants applying for Allotment in dematerialized form, whose beneficiary accounts are inactive, will be rejected.

On the basis of the DP ID, Client ID, UPI ID (as applicable) and PAN provided by the Applicant in the Application Form for Allotment in dematerialized form and entered into the electronic system of the Stock Exchanges, the Registrar to the Issue will obtain from the Depositories the Demographic Details of the Applicant including PAN, address, bank account details for printing on refund orders/sending refunds through electronic mode, Magnetic Ink Character Recognition ("**MICR**") Code and occupation. These Demographic Details would be used for giving Allotment Advice and refunds (including through physical refund warrants, direct credit, NACH, NEFT and RTGS), if any, to the Applicants. 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 dispatch/credit of refunds to Applicants and delivery of Allotment Advice at the Applicants' sole risk, and neither our Company, the Lead Managers, Trading Members of the Stock Exchanges, Public Issue Account Bank(s), SCSBs, Registrar to the Issue nor the Stock Exchanges will bear any responsibility or liability for the same.

Applicants should note that in case the DP ID, Client ID, UPI ID (as applicable) and PAN mentioned in the Application Form, as the case may be and entered into the electronic Application system of the Stock Exchanges by the Members of the Consortium or the Designated Intermediaries, as the case may be, do not match with the DP ID, Client ID and PAN available in the Depository database or in case PAN is not available in the Depository database, the Application Form is liable to be rejected and our Company, the Members of the Consortium and the other Designated Intermediaries shall not be liable for losses, if any.

The Demographic Details would be used for correspondence with the Applicants including mailing of the Allotment Advice and printing of bank particulars on the refund orders, or for refunds through electronic transfer of funds, as applicable. Allotment Advice and physical refund orders (as applicable) would be mailed at the address of the Applicant as per the Demographic Details received from the Depositories. Applicants may note that delivery of refund orders/ Allotment Advice may get delayed if the same once sent to the address obtained from the Depositories are returned undelivered. In such an event, the address and other details given by the Applicant in the Application Form would be used only to ensure dispatch of refund orders. Please note that any such delay shall be at such Applicants sole risk and neither our Company, the Lead Managers, Trading Members By signing the Application Form of the Stock Exchanges, Public Issue Account Banks, SCSBs, Registrar to the Issue nor the Stock Exchanges shall be liable to compensate the Applicant for any losses caused to the Applicant due to any such delay or liable to pay any interest for such delay. In case of refunds through electronic modes as detailed in the relevant Tranche Prospectus, refunds may be delayed if bank particulars obtained from the Depository Participant are incorrect.

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 refund order and mailing of refund orders/ 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 the Issue.

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 the 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 three parameters, namely, DP ID, Client ID and PAN, then such Application are liable to be rejected.

Applicants should note that the NCDs will be allotted to all successful Applicants only in dematerialized form. The Application Forms which do not have the details of the Applicant's depository account, including DP ID, Client ID and PAN and UPI ID (for retail individual investor Applicants bidding using the UPI mechanism), shall be treated as incomplete and will be rejected.

C. Permanent Account Number (PAN)

The Applicant should mention his or her Permanent Account Number (PAN) 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 can be made in joint names (not exceeding three). In the case of joint Applications, all payments will be made out in favour of the first Applicant. All communications will be addressed to first named in the Application 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 Options of NCDs, subject to a minimum application size of ₹10,000 and in multiples of ₹1,000 thereafter. 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 ₹1,000,000 shall be deem such individual Applicant to be a 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 the 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 of the sole or the first Applicant is one and the same.

F. Unified Payments Interface (UPI)

Pursuant to the SEBI Master Circular, the UPI Mechanism is an applicable payment mechanism for public debt issues (in addition to the mechanism of blocking funds maintained with SCSBs under ASBA) for applications by retail individual bidders through Designated Intermediaries. All SCSBs offering the facility of making applications in public issues shall also provide the facility to make applications using UPI. The Company will be required to appoint one SCSB as a Sponsor Bank to act as a conduit between the Stock Exchanges and National Payments Corporation of India in order to facilitate the collection of requests and/or payment instructions of the investors.

Electronic registration of Applications

a. The Designated Intermediaries and Designated Branches of the SCSBs, as the case may be, will register the Applications using the on-line facilities of the Stock Exchanges. Direct Online Applications will be registered by Applicants using the online platform offered by the Stock Exchanges. The Lead Managers, our Company, and the Registrar to the Issue are not responsible for any acts, mistakes or errors or omission and commissions in relation to (i) the Applications accepted by the SCSBs, (ii) the Applications uploaded by the SCSBs, (iii) the Applications accepted but not uploaded by the SCSBs, (iv) Applications accepted and uploaded by the SCSBs without blocking funds in the ASBA Accounts or (v) Applications accepted and uploaded by Trading members of the Stock Exchanges or (vi) the Applications accepted by and/or uploaded by and/or accepted but not uploaded by Consortium Member, Trading Members, Registered Brokers, CDPs, CRTAs and SCSBs who are authorised to collect Application Forms.

In case of apparent data entry error by the Designated Intermediaries or Designated Branches of the SCSBs, as the case may be, in entering the Application Form number in their respective schedules other things remaining unchanged, the Application Form may be considered as valid and such exceptions may be recorded in minutes of the meeting submitted to the Designated Stock Exchange. However, the series, mode of allotment, PAN, demat account no. etc. should be captured by the relevant Designated Intermediaries or Designated Branches of the SCSBs in the data entries as such data entries will be considered for allotment/rejection of Application.

b. The Stock Exchanges will offer an electronic facility for registering Applications for the Issue. This facility will be available on the terminals of Designated Intermediaries and the SCSBs during the Issue Period. Designated Intermediaries can also set up facilities for off-line electronic registration of Applications subject to the condition that they will subsequently upload the off-line data file into the on-line facilities for Applications on a regular basis, and before the expiry of the allocated time on the Issue Closing Date. On the Issue Closing Date, Designated Intermediaries and Designated Branches of SCSBs shall upload the Applications till such time as may be permitted by the Stock Exchanges. This information will be available with the Syndicate Members and the other Designated Intermediaries on a regular basis. Applicants are cautioned that a high inflow of high volumes on the last day of the Issue Period may lead to some Applications received on the last day not being uploaded and such Applications will not be considered for allocation. For further information on the Issue programme, please see "*Issue Structure*" on page 232.

c. Based on the aggregate demand for Applications registered on the electronic facilities of the Stock Exchanges, a graphical representation of consolidated demand for the NCDs, as available on the websites of the Stock Exchanges, would be made available at the Application centres as provided in the Application Form during the Issue Period.

d. At the time of registering each Application, the Designated Intermediaries, shall enter the details of the Applicant, such as the Application Form number, PAN, Applicant category, DP ID, Client ID, number and Option(s) of NCDs applied, Application Amounts and any other details that may be prescribed by the online uploading platform of the Stock Exchanges.

e. With respect to Applications submitted directly to the SCSBs at the time of registering each Application, other than Direct Online Applications, the Designated Branches of the SCSBs shall enter the requisite details of the Applicants in the on-line system including:

- Application Form number
- PAN (of the first Applicant, in case of more than one Applicant)
- Investor category and sub-category
- DP ID
- Client ID
- UPI ID (if applicable)
- Number of NCDs applied for
- Price per NCD
- Bank code for the SCSB where the ASBA Account is maintained
- Bank account number
- Application amount

f. With respect to Applications submitted to the Designated Intermediaries at the time of registering each Application, the requisite details of the Applicants shall be entered in the on-line system including:

- Application Form number
- PAN (of the first Applicant, in case of more than one Applicant)
- Investor category and sub-category
- DP ID
- Client ID
- UPI ID (if applicable)
- Number of NCDs applied for
- Price per NCD
- Bank code for the SCSB where the ASBA Account is maintained
- Location
- Application amount

g. A system generated Acknowledgement Slip will be given to the Applicant as a proof of the registration of his Application. It is the Applicant's responsibility to obtain the Acknowledgement Slip from the Syndicate Members or the other Designated Intermediaries, as the case may be. The registration of the Applications by the Designated Intermediaries does not guarantee that the NCDs shall be allocated/ Allotted by our Company. Such Acknowledgement Slip will be non-negotiable and by itself will not create any obligation of any kind.

h. The permission given by the Stock Exchanges to use their network and software of the online system should not in any way be deemed or construed to mean that the compliance with various statutory and other requirements by our Company, and/or the Lead Managers are cleared or approved by the Stock Exchanges; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the compliance with the statutory and other requirements nor does it take any responsibility for the financial or other soundness of our Company, the management or any scheme or project of our Company; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the contents of this Shelf Prospectus; nor does it warrant that the NCDs will be listed or will continue to be listed on the Stock Exchanges.

i. In case of apparent data entry error by the Designated Intermediaries, in entering the Application Form numbers in their respective schedules, other things remaining unchanged, the Application Form may be considered as valid or such exceptions may be recorded in minutes of the meeting submitted to the Designated Stock Exchange.

j. Only Applications that are uploaded on the online system of the Stock Exchanges shall be considered for Allotment. The Designated Intermediaries shall capture all data relevant for the purposes of finalizing the Basis of Allotment while uploading Application data in the electronic systems of the Stock Exchanges. In order that the data so captured is accurate, Designated Intermediaries will be given up to one Working Day after the Issue Closing Date to modify/ verify certain selected fields uploaded in the online system during the Issue Period after which the data will be sent to the Registrar to the Issue for reconciliation with the data available with the NSDL and CDSL.

General Instructions

Do's and Don'ts Applicants are advised to take note of the following while filling and submitting the Application Form.

Do's

1. Check if you are eligible to apply as per the terms of the relevant Tranche Prospectus and applicable law;

2. Read all the instructions carefully and complete the Application Form in the prescribed form;

3. Ensure that you have obtained all necessary approvals from the relevant statutory and/or regulatory authorities to apply for, subscribe to and/or seek Allotment of NCDs pursuant to the Issue;

4. Ensure that the DP ID and Client ID and PAN mentioned in the Application Form, which shall be entered into the electronic system of the Stock Exchanges are correct and match with the DP ID, Client ID and PAN available in the Depository database. Ensure that the DP ID and Client ID are correct and beneficiary account is activated. The requirement for providing Depository Participant details shall be mandatory for all Applicants;

5. Ensure that you have mentioned the correct ASBA Account number (i.e., bank account number or UPI ID, as applicable) in the Application Form;

6. Ensure that the Application Form is signed by the ASBA Account holder in case the Applicant is not the ASBA account holder;

7. Ensure that you have funds equal to the Application Amount in the ASBA Account before submitting the Application Form to the respective Designated Branch of the SCSB, or to the Designated Intermediaries, as the case may be;

8. Ensure that the Application Forms are submitted at the Designated Branches of SCSBs or the Bidding Centres provided in the Application Forms, bearing the stamp of the relevant Designated Intermediaries/Designated branch of the SCSB as the case may be;

9. Before submitting the Application Form with the Designated Intermediaries ensure that the SCSB, whose name has been filled in the Application Form, has named a branch in that relevant Bidding Centre;

10. Ensure that you have been given an acknowledgement as proof of having accepted the Application Form;

11. 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 Exchanges, ensure that you have first withdrawn your original Application and submit a fresh Application. For instance, as per the notice No: 20120831-22 dated August 31, 2012 issued by BSE, fields namely, quantity, series, application no., sub-category codes will not be allowed for modification during the Issue. In such a case the date of the fresh Application will be considered for date priority for allotment purposes;

12. Ensure that signatures other than in the languages specified in the Eighth Schedule to the Constitution of India is attested by a Magistrate or a Notary Public or a Special Executive Magistrate under official seal;

13. Ensure that you mention your PAN in the Application Form. In case of joint Applicants, the PAN of all the Applicants should be provided, and for HUFs, PAN of the HUF should be provided. Any Application Form without the PAN is liable to be rejected. Applicants should not submit the GIR Number instead of the PAN as the Application is liable to be rejected on this ground;

14. Ensure that the DP ID, the Client ID and the PAN mentioned in the Application Form, which shall be entered into the electronic system of the Stock Exchanges, match with the DP ID, Client ID and PAN available in the Depository database;

15. In case of an HUF applying through its Karta, 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. However, the PAN of the HUF should be mentioned in the Application Form and not that of the Karta;

16. Ensure that the Applications are submitted to the Lead Managers, Consortium Member, Trading Members of the Stock Exchanges or Designated Branches of the SCSBs, as the case may be, before the closure of application hours on the Issue Closing Date. For further information on the Issue programme, please see the section titled "*Issue Related Information*" on page 232;

17. Ensure that the Demographic Details including PAN are updated, true and correct in all respects;

18. Ensure that you have correctly signed the authorisation /undertaking box in the Application Form or have otherwise provided an authorisation to the SCSB or Sponsor Bank, as applicable, via the electronic mode, for blocking funds in the ASBA Account equivalent to the Bid Amount mentioned in the Application Form, as the case may be, at the time of submission of the Bid. In case of Retail Individual Investor submitting their Bids and participating in the Offer through the UPI Mechanism, ensure that you authorise the UPI Mandate Request raised by the Sponsor Bank for blocking of funds equivalent to Bid Amount and subsequent debit of funds in case of Allotment;

19. Permanent Account Number: Except for Application (i) on behalf of the Central or State Government and officials appointed by the courts, and (ii) (subject to SEBI circular dated April 3, 2008) from the residents of the state of Sikkim, each of the Applicants should provide their PAN. Application Forms in which the PAN is not provided will be rejected. The exemption for the Central or State Government and officials appointed by the courts and for investors residing in the State of Sikkim is subject to (a) the demographic details received from the respective depositories confirming the exemption granted to the beneficiary owner by a suitable description in the PAN field and the beneficiary account remaining in "active status"; and (b) in the case of residents of Sikkim, the address as per the demographic details evidencing the same;

20. Ensure that 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;

21. All Applicants are requested to tick the relevant column "Category of Investor" in the Application Form; and

22. Tick the series of NCDs in the Application Form that you wish to apply for.

23. Check if you are eligible to Apply under ASBA;

24. Retail individual investors using the UPI Mechanism to ensure that they submit bids upto the application value of ₹

500,000 of upto the UPI Application Limit as applicable and as prescribed by SEBI from time to time;

25. Investor using the UPI Mechanism should ensure that the correct UPI ID (with maximum length of 45 characters including the handle) is mentioned in the Bid cum Application Form;

26. Investors bidding using the UPI Mechanism should ensure that they use only their own bank account linked UPI ID to make an application in the issue and submit the application with any of the intermediaries or through the Stock Exchanges' App/ Web interface

27. Ensure that you give the correct details of your ASBA Account including bank account number/ bank name and branch;

28. In case of Retail Individual Investor submitting their Bids and participating in the Offer through the UPI Mechanism, ensure that you authorise the UPI Mandate Request raised by the Sponsor Bank for blocking of funds equivalent to Bid Amount and subsequent debit of funds in case of Allotment.

29. Retail Individual Investors submitting Application Form using the UPI Mechanism, should ensure that the: (a) bank where the bank account linked to their UPI ID is maintained; and (b) the Mobile App and UPI handle being used for making the Bid, are listed on the website of SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=45

30. Ensure that 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;

In terms of SEBI Master Circular, SCSBs making applications on their own account using ASBA facility, should have a separate account in their own name with any other SEBI registered SCSB. Further, such account shall be used solely for the purpose of making application in public issues and clear demarcated funds should be available in such account.

SEBI Master Circular stipulates the time between closure of the Issue and listing at six Working Days. In order to enable compliance with the above timelines, investors are advised to use ASBA facility only to make payment.

Don'ts:

1. Do not apply for lower than the minimum application size;

2. Do not pay the Application Amount in cash, by cheque, by money order or by postal order or by stock invest;

3. Do not send Application Forms by post; instead submit the same to the Consortium Member, sub-consortium member, Trading Members of the Stock Exchanges or Designated Branches of the SCSBs, as the case may be;

4. Do not submit the Application Form to any non-SCSB bank or our Company;

5. Do not submit an Application Form that does not have the stamp of the relevant Designated Intermediary or the Designated Branch of the SCSB, as the case may be;

6. Do not fill up the Application Form such that the NCDs applied for exceeds the Issue size and/or investment limit or maximum number of NCDs that can be held under the applicable laws or regulations or maximum amount permissible under the applicable regulations;

7. Do not submit the GIR number instead of the PAN as the Application is liable to be rejected on this ground;

8. Do not submit incorrect details of the DP ID, Client ID, UPI ID and PAN or provide details for a beneficiary account which is suspended or for which details cannot be verified by the Registrar to the Issue;

9. Do not submit the Application Forms without ensuring that funds equivalent to the entire Application Amount are available for blocking in the relevant ASBA Account;

10. Do not submit Applications on plain paper or on incomplete or illegible Application Forms;

11. Do not apply if you are not competent to contract under the Indian Contract Act, 1872;

12. Do not submit an Application in case you are not eligible to acquire NCDs under applicable law or your relevant constitutional documents or otherwise;

13. Do not submit Application Forms to a Designated Intermediary at a location other than Collection Centers;

14. Do not submit an Application that does not comply with the securities law of your respective jurisdiction;

15. Do not apply if you are a person ineligible to apply for NCDs under the Issue including Applications by Persons Resident Outside India, NRI (*inter*-alia including 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);

16. Do not make an application of the NCD on multiple copies taken of a single form;

17. Payment of Application Amount in any mode other than through blocking of Application Amount in the ASBA Accounts shall not be accepted under the ASBA process;

18. Do not send your physical Application Form by post. Instead submit the same to a Designated Branch or the Lead Managers or Trading Members of the Stock Exchanges, as the case may be, at the Specified Cities;

19. Do not submit more than five Application Forms per ASBA Account;

20. If you are a Retail Individual Investor who is submitting the ASBA Application with any of the Designated Intermediaries and using your UPI ID for the purpose of blocking of funds, do not use any third party bank account or third-party linked bank account UPI ID;

21. Bidding through the UPI Mechanism using the incorrect UPI handle or using a bank account of an SCSB and/or mobile applications which are not mentioned in the list provided in SEBI; and

22. Do not submit a bid using UPI ID, if you are not a Retail Individual Investor and if the Application is for an amount more than ₹ 5,00,000 of upto the UPI application limit as applicable and as prescribed by SEBI from time to time.

Kindly note that Applications submitted to the Designated Intermediaries will not be accepted if the SCSB where the ASBA Account, as specified in the Application Form, is maintained has not named at least one branch at that location for the Designated Intermediaries to deposit such Application Forms. (A list of such branches is available at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=45).

Please see "*Rejection of Applications*" on page 285 for information on rejection of Applications.

Submission of completed Application Forms

For details in relation to the manner of submission of Application Forms, see "*Terms of the Issue*" beginning on page 238.

OTHER INSTRUCTIONS

Depository Arrangements

Our Company has made depository arrangements with NSDL and CDSL for issue and holding of the NCDs in dematerialised form. In this context:

1. Tripartite Agreements dated June 18, 2018 between us, the Registrar to the Issue and CDSL for offering depository option to the Applicants.

2. Tripartite Agreements dated September 9, 2017 between us, the Registrar to the Issue and NSDL for offering depository option to the Applicants.

3. An Applicant must have at least one beneficiary account with any of the Depository Participants (DPs) of NSDL or CDSL prior to making the Application.

4. The Applicant must necessarily provide the DP ID and Client ID details in the Application Form.

5. NCDs Allotted to an Applicant in the electronic form will be credited directly to the Applicant's respective beneficiary account(s) with the DP.

6. Non-transferable Allotment Advice/ refund orders will be directly sent to the Applicant by the Registrar to the Issue.

7. It may be noted that NCDs in electronic form can be traded only on Stock Exchanges having electronic connectivity with NSDL or CDSL. The Stock Exchanges have connectivity with NSDL and CDSL.

8. Interest or other benefits with respect to the NCDs held in dematerialised form would be paid to those NCD holders whose names appear on the list of beneficial owners given by the Depositories to us as on Record Date. In case of those NCDs for which the beneficial owner is not identified by the Depository as on the Record Date/ book closure date, we would keep in abeyance the payment of interest or other benefits, till such time that the beneficial owner is identified by the Depository and conveyed to us, whereupon the interest or benefits will be paid to the beneficiaries, as identified, within a period of 30 days.

9. The trading of the NCDs on the floor of the Stock Exchanges shall be in dematerialized form in multiples of One NCD only.

Allottees will have the option to rematerialise the NCDs Allotted under the Issue as per the provisions of the Companies Act, 2013 and the Depositories Act.

PLEASE NOTE THAT TRADING OF NCDs ON THE FLOOR OF THE STOCK EXCHANGES SHALL BE IN DEMATERIALISED FORM ONLY IN MULTIPLE OF ONE NCD.

For further information relating to Applications for Allotment of the NCDs in dematerialised form, please see the section titled "*Issue Procedure*" on page 257.

Communications

All future communications in connection with Applications made in the Issue should be addressed to the Registrar to the Issue quoting all relevant details as regards the Applicant and its Application.

Applicants can contact our Company Secretary and Compliance Officer or the Registrar to the Issue in case of any pre-Issue related problems and/or Post-Issue related problems such as non-receipt of Allotment Advice non-credit of NCDs in depository's beneficiary account/ etc. Please note that Applicants who have applied for the NCDs through Designated Intermediaries should contact the Stock Exchanges in case of any Post-Issue related problems, such as non-receipt of Allotment Advice / non-credit of NCDs in depository's beneficiary account/ etc.

Grievances relating to Direct Online Applications may be addressed to the Registrar to the Issue, with a copy to the relevant Stock Exchanges.

Interest in case of Delay

Our Company undertakes to pay interest, in connection with any delay in allotment, demat credit and refunds, beyond the time limit as may be prescribed under applicable statutory and/or regulatory requirements, at such rates as stipulated under such applicable statutory and/or regulatory requirements.

Undertaking by our Company

a. All monies received pursuant to the Issue of NCDs to public shall be transferred to a separate bank account as referred to in sub-section (3) of section 40 of the Companies Act, 2013.

b. Details of all monies utilised out of Issue referred to in sub-item (a) shall be disclosed under an appropriate separate head in our Balance Sheet indicating the purpose for which such monies had been utilised.

c. Details of all unutilised monies out of issue of NCDs, if any, referred to in sub-item (a) shall be disclosed under an appropriate separate head in our Balance Sheet indicating the form in which such unutilised monies have been invested.
d. the details of all utilized and unutilised monies out of the monies collected in the previous issue made by way of public

offer shall be disclosed and continued to be disclosed in the balance sheet till the time any part of the proceeds of such previous issue remains unutilized indicating the purpose for which such monies have been utilized, and the securities or other forms of financial assets in which such unutilized monies have been invested.

e. we shall utilize the Issue proceeds only upon creation of security as stated in the section titled "*Terms of the Issue*" on page 238 and after (a) permissions or consents for creation of exclusive charge have been obtained from the creditors who have pari passu charge over the assets sought to be provided as Security; (b) receipt of the minimum subscription of 75% of the Base Issue size of the relevant Tranche Issue; (c) completion of Allotment and refund process in compliance with Section 40 of the Companies Act, 2013; (d) creation of security and confirmation of the same in terms of NCDs and (e) receipt of listing and trading approval from the Stock Exchanges.

f. The Issue proceeds shall not be utilized towards full or part consideration for the purchase or any other acquisition, *inter alia* by way of a lease, of any immovable property.

g. The allotment letter shall be issued, or application money shall be unblocked within 15 days from the closure of the Issue or such lesser time as may be specified by SEBI, or else the application money shall be refunded to the applicants forthwith, failing which interest shall be due to be paid to the applicants at the rate of 15% per annum for the delayed period.

h. The Experts named in this Shelf Prospectus are not, and has not been, engaged or interested in the formation or promotion or management of the Company.

Other Undertakings by our Company

Our Company undertakes that:

a. Complaints received in respect of the Issue (except for complaints in relation to Applications submitted to Designated Intermediaries) will be attended to by our Company expeditiously and satisfactorily;

b. Necessary cooperation to the relevant credit rating agency(ies) will be extended in providing true and adequate information until the obligations in respect of the NCDs are outstanding;

c. Our Company will take necessary steps for the purpose of getting the NCDs listed within the specified time, i.e., within six Working Days of the Issue Closing Date;

d. Funds required for dispatch of Allotment Advice will be made available by our Company to the Registrar to the Issue;

e. Our Company will forward details of utilisation of the proceeds of the Issue, duly certified by the current statutory auditor, to the Debenture Trustee as per applicable law;

f. Our Company will provide a compliance certificate to the Debenture Trustee on an annual basis in respect of compliance with the terms and conditions of the Issue as contained in the relevant Tranche Prospectus;

g. We shall make necessary disclosures/reporting under any other legal or regulatory requirement as may be required by our Company from time to time.

h. We undertake that the assets / receivables on which charge is created, are free from any encumbrances and in cases where the assets are already charged to secure a debt, the permission or consent to create a second or pari-passu charge on the assets of the issuer has been obtained from the earlier creditor, wherever applicable.

i. Our Company will disclose the complete name and address of the Debenture Trustee in its annual report.

Rejection of Applications

As set out below or if all required information is not provided or the Application Form is incomplete in any respect, the Board of Directors and/or any committee of our Company reserves it's 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:

- Applications submitted without blocking of the entire Application Amount. However, the Company may allot bonds up to the value of Application monies paid, if such Application monies exceed the minimum Application size as prescribed hereunder;
- In case of partnership firms, the Application Forms submitted in the name of individual partners and/or accompanied by the individual's PAN rather than the PAN of the partnership firm;
- Applications by persons not competent to contract under the Indian Contract Act, 1872;
- GIR number furnished instead of PAN;
- Applications by OCBs;
- Applications for an amount below the minimum Application size;
- Applications providing details of an inoperative demat account;
- Applications of more than five ASBA forms per ASBA Account;
- In case of ASBA Applicants, payment of Application Amount in any mode other than through blocking of Application Amount in the ASBA Accounts shall not be accepted under the ASBA process;
- UPI Mandate request is not approved by the investor within the prescribed timelines;
- In case of Applications under power of attorney or by limited companies, corporate, trust etc., relevant documents are not submitted;
- Applications accompanied by Stock invest/ money order/postal order/cash;
- 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);
- In case no corresponding record is available with the Depositories that matches three parameters namely, DP ID, Client ID and PAN or if PAN is not available in the Depository database;
- With respect to ASBA Applications including UPI applications, inadequate funds in the ASBA Account to enable the SCSB to block the Application Amount specified in the ASBA 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;
- Applications by persons prohibited from buying, selling or dealing in shares, directly or indirectly, by SEBI or any other regulatory authority;
- Applications not uploaded on the terminals of the stock exchange(s);
- Applications uploaded after the expiry of the allocated time on the Issue Closing Date, unless extended by the stock exchange(s), as applicable;
- Application Forms not delivered by the Applicant within the time prescribed as per the Application Form and this Shelf Prospectus and relevant Tranche Prospectus and as per the instructions in the Application Form;
- 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;
- Applications tendered to the Trading Members of the stock exchange(s) at centers other than the centers mentioned in the Application Form;
- SCSB making an ASBA 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, which ASBA Account is not utilized for the purpose of applying in public issue.
- Application Amount paid being higher than the value of Bonds applied for. However, the Company may allot Bonds up to the number of Bonds applied for, if the value of such Bonds applied for, exceeds the Minimum Application Size;
- Application Amounts paid not tallying with the number of Bonds applied for;
- Applications for amounts greater than the maximum permissible amounts prescribed by applicable regulations;
- Applications by persons/entities who have been debarred from accessing the capital markets by SEBI;
- In case of ASBA Applicants, payment of Application Amount in any mode other than through blocking of Application Amount in the ASBA Accounts shall not be accepted under the ASBA process.

Kindly note that ASBA Applications submitted to the Lead Managers, or Trading Members of the Stock Exchanges, Members of the Syndicate, Designated Intermediaries at the Specified Cities will not be accepted if the SCSB where the ASBA Account, as specified in the ASBA Form, is maintained has not named at least one branch at that Specified City for the Lead Managers, or Trading Members of the Stock Exchanges, Members of the Syndicate, Designated Intermediaries, as the case may be, to deposit ASBA Applications (A list of such branches is available at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=45).

For information on certain procedures to be carried out by the Registrar to the Offer for finalization of the basis of allotment, please see below "*Issue Procedure-Information for Applicants*".

Information for Applicants

In case of ASBA Applications submitted to the SCSBs, in terms of the RTA Master Circular, the Registrar to the Issue will reconcile the compiled data received from the Stock Exchanges and all SCSBs and match the same with the Depository database for correctness of DP ID, Client ID and PAN. The Registrar to the Issue will undertake technical rejections based on the electronic details and the Depository database. In case of any discrepancy between the electronic data and the Depository records, our Company, in consultation with the Designated Stock Exchange, the Lead Managers and the Registrar to the Issue, reserves the right to proceed as per the Depository records for such ASBA Applications or treat such ASBA Applications as rejected.

In case of Applicants submitted to the Lead Managers, Consortium Member and Trading Members of the Stock Exchanges at the Specified Cities, the basis of allotment will be based on the Registrar's validation of the electronic details with the Depository records, and the complete reconciliation of the final certificates received from the SCSBs with the electronic details in terms of the SEBI circular CIR/CFD/DIL/1/2011 dated April 29, 2011. The Registrar to the Issue will undertake technical rejections based on the electronic details and the Depository database. In case of any discrepancy between the electronic data and the Depository records, our Company, in consultation with the Designated Stock Exchange, the Lead Managers and the Registrar to the Issue, reserves the right to proceed as per the Depository records or treat such ASBA Application as rejected.

Based on the information provided by the Depositories, our Company shall have the right to accept Applications belonging to an account for the benefit of a minor (under guardianship).

In case of Applications for a higher number of NCDs than specified for that category of Applicant, only the maximum amount permissible for such category of Applicant will be considered for Allotment.

Mode of making refunds

The Registrar to the Issue shall instruct the relevant SCSB or in case of Bids by Retail Individual Investors applying through the UPI Mechanism to the Sponsor Bank, to revoke the mandate and to unblock the funds in the relevant ASBA Account to the extent of the Application Amount specified in the Application Forms for withdrawn, rejected or unsuccessful or partially successful Applications within six Working Days of the Issue Closing Date.

Our Company and the Registrar to the Issue shall credit the allotted NCDs to the respective beneficiary accounts/ dispatch the Letters of Allotment or letters of regret by registered post/speed post at the Applicant's sole risk, within six Working Days from the Issue Closing Date. We may enter into an arrangement with one or more banks in one or more cities for refund to the account of the applicants through Direct Credit/RTGS/NEFT/NACH.

Further,

(a) Allotment of NCDs in this Issue shall be made within the time period stipulated by SEBI;

(b) Credit to dematerialized accounts will be given within one Working Day from the Date of Allotment;

(c) Interest at a rate of 15% per annum will be paid if the Allotment has not been made and/or the refund effected within five Working days from the Issue Closing Date, for the delay beyond five Working days; and

(d) Our Company will provide adequate funds to the Registrar to the Issue for this purpose.

Retention of oversubscription

As specified in the relevant Tranche Prospectus.

Basis of Allotment

As specified in the relevant Tranche Prospectus for each Tranche Issue.

Allocation Ratio

Reservations shall be made for each of the Portions as specified in the relevant Tranche Prospectus for each Tranche Issue.

In case of ASBA Applications submitted to the SCSBs, in terms of the RTA Master Circular, the Registrar to the Issue will

reconcile the compiled data received from the Stock Exchanges and all SCSBs and match the same with the Depository database for correctness of DP ID, Client ID and PAN. The Registrar to the Issue will undertake technical rejections based on the electronic details and the Depository database. In case of any discrepancy between the electronic data and the Depository records, our Company, in consultation with the Designated Stock Exchange, the Lead Managers and the Registrar to the Issue, reserves the right to proceed as per the Depository records for such ASBA Applications or treat such ASBA Applications as rejected. In case of Applicants submitted to the Lead Managers, Consortium Members and Trading Members of the Stock Exchanges at the Specified Cities, the basis of allotment will be based on the Registrar's validation of the electronic details with the Depository records, and the complete reconciliation of the final certificates received from the SCSBs with the electronic details in terms of the SEBI circular CIR/CFD/DIL/1/2011dated April29,2011.The Registrar to the Issue will undertake technical rejections based on the electronic details and the Depository database. In case of any discrepancy between the electronic data and the Depository records, our Company, in consultation with the Designated Stock Exchange, the Lead Managers and the Registrar to the Issue, reserves the right to proceed as per Depository records or treat such ASBA Application as rejected. Based on the information provided by the Depositories, our Company shall have the right to accept Applications belonging to an account for the benefit of a minor (under guardianship). In case of Applications for a higher number of NCDs than specified for that category of Applicant, only the maximum amount permissible for such category of Applicant will be considered for Allotment.

Unblocking of funds

The Registrar shall instruct the relevant SCSB to unblock the funds in the relevant ASBA Account for withdrawn, rejected or unsuccessful or partially successful ASBA Applications within the applicable regulatory timelines.

Issuance of Allotment Advice

Our Company shall ensure dispatch of Allotment Advice as per the Demographic Details received from the Depositories. Instructions for credit of NCDs to the beneficiary account with Depository Participants upon approval of Basis of Allotment.

Our Company shall use best efforts to ensure that all steps for completion of the necessary formalities and approvals for the commencement of trading at the Stock Exchanges where the NCDs are proposed to be listed are taken within six Working Days from the Issue Closing Date.

Allotment Advices shall be issued, or Application Amount shall be unblocked within 15 (fifteen) days from the Issue Closing Date or such lesser time as may be specified by SEBI or else the application amount shall be unblocked in the ASBA Accounts of the applicants forthwith, failing which interest shall be due to be paid to the applicants at the rate of fifteen per cent. per annum for the delayed period.

Our Company will provide adequate funds required for dispatch of Allotment Advice, as applicable, to the Registrar to the Issue.

Investor Withdrawals and Pre-closure

Investor Withdrawal: Applicants are allowed to withdraw their Applications at any time prior to the Issue Closing Date.

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 prior to the finalization of the Basis of Allotment but not later than 2 (two) Working days from the Issue Closing Date or early closure date, as applicable.

Pre-closure/ Early Closure: Our Company, in consultation with the Lead Managers reserves the right to close the Issue at any time prior to the Issue Closing Date, subject to receipt of minimum subscription which is 75% of the Base Issue size of the relevant Tranche Issue before the Issue Closing Date. Our Company shall allot NCDs with respect to the Applications received at the time of such pre-closure in accordance with the Basis of Allotment as described hereinabove and subject to applicable statutory and/or regulatory requirements.

In the event of such early closure of this Issue, our Company shall ensure that public notice of such early closure is published on or before such early date of closure or the relevant Issue Closing Date of the Issue, as applicable, through advertisement(s) in all those newspapers in which pre-Issue advertisement and advertisement for opening or closure of the relevant Tranche Issue have been given.

Further, the Issue will also be withdrawn by our Company in the event that the aggregate Applications received for the NCDs is lesser than the minimum subscription which is 75% of the Base Issue of the relevant Tranche Issue before the Issue Closing Date.

Under Section 39(3) of the Companies Act, 2013 read with Rule 11(2) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 if the stated minimum subscription amount has not been subscribed or received, as applicable, within the specified period, the application money received is to be unblocked/credited only to the bank account in/from which the subscription was blocked/remitted. To the extent possible, where the required information for making such refunds is available with our Company and/or Registrar, refunds will be made to the account prescribed. However, where our Company and/or Registrar does not have the necessary information for making such refunds, our Company and/or the Registrar will follow the guidelines prescribed by SEBI in this regard.

If our Company does not receive the minimum subscription of 75% of Base Issue Size prior to the Issue Closing Date the entire Application Amount shall be unblocked in the relevant ASBA Account(s) of the Applicants within 8 (eight) working days from the Issue Closing Date, 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 Accounts(s) of the Applicants within 6 (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.

Revision of Applications

As per the notice no: 20120831-22 dated August 31, 2012 issued by BSE, cancellation of one or more orders (series) within an Application is permitted during the Issue Period as long as the total order quantity does not fall under the minimum quantity required for a single Application. However, please note that 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 will be liable for rejection by the Registrar.

Applicants may revise/ modify their Application details during the Issue Period, as allowed/permitted by the Stock Exchanges, by submitting a written request to the Designated Intermediary, as the case may be. However, for the purpose of Allotment, the date of original upload of the Application will be considered in case of such revision/modification. 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 Exchanges, Applicants should ensure that they first withdraw their original Application and submit a fresh Application. In such a case the date of the new Application will be considered for date priority for Allotment purposes.

Revision of Applications is not permitted after the expiry of the time for acceptance of Application Forms on Issue Closing Date. However, in order that the data so captured is accurate, the Designated Intermediaries will be given up to one Working Day after the Issue Closing Date (till 1:00 PM) to modify/ verify certain selected fields uploaded in the online system during the Issue Period, after which the data will be sent to the Registrar to the Issue for reconciliation with the data available with the NSDL and CDSL.

SECTION VIII – SUMMARY OF KEY PROVISIONS OF ARTICLES OF ASSOCIATION

Share capital and variation of rights

2. (A) Subject to the provisions of the Act and these Articles, the shares in the capital of the company shall be under the control of the Directors who may issue, allot or otherwise dispose of the same or any of them to such persons, in such proportion and on such terms and conditions and either at a premium or at par and at such time as they may from time to time think fit.

(B) Every person whose name is entered as a member in the register of members shall be entitled to receive within two months after incorporation, in case of subscribers to the memorandum or after allotment or within one month after the application for the registration of transfer or transmission or within such other period as the conditions of issue shall be provided,

(a) one certificate for all his shares without payment of any charges; or

(b) several certificates, each for one or more of his shares, upon payment of twenty rupees for each certificate after the first.

(i) Every certificate shall be under the seal and shall specify the shares to which it relates and the amount paid-up thereon.

(ii) In respect of any share or shares held jointly by several persons, the company shall not be bound to issue more than one certificate, and delivery of a certificate for a share to one of several joint holders shall be sufficient delivery to all such holders.

3. (a) If any share certificate be worn out, defaced, mutilated or torn or if there be no further space on the back for endorsement of transfer, then upon production and surrender thereof to the company, a new certificate may be issued in lieu thereof, and if any certificate is lost or destroyed then upon proof thereof to the satisfaction of the company and On execution of such indemnity as the company deem adequate, a new certificate in lieu thereof shall be given. Every certificate under this Article shall be issued on payment of twenty rupees for each certificate.

(b) The provisions of Articles (2) and (3) shall mutatis mutandis apply to debentures of the company.

4. Except as required by law, no person shall be recognised by the company as holding any share upon any trust, and the company shall not be bound by, or be compelled in any way to recognise (even when having notice thereof) any equitable, contingent, future or partial interest in any share, or any interest in any fractional part of a share, or (except only as by these regulations or by law otherwise provided) any other rights in respect of any share except an absolute right to the entirety thereof in the registered holder.

5 (i) The company may exercise the powers of paying commissions conferred by sub-section (6) of section 40, provided that the rate per cent. or the amount of the commission paid or agreed to be paid shall be disclosed in the manner required by that section and rule made thereunder.

(ii)The rate or amount of the commission shall not exceed the rate or amount prescribed in rules made under sub-section (6) of section 40.

(iii)The commission may be satisfied by the payment of cash or the allotment of fully or partly paid shares or partly in the one way and partly in the other.

6.(i) If at any time the share capital is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may, subject to the provisions of section 48, and whether or not the company is being wound up, be varied with the consent in writing of the holders of three-fourths of the issued shares of that class, or with the sanction of a special resolution passed at a separate meeting of the holders of the shares of that class.

(ii) To every such separate meeting, the provisions of these regulations relating general meetings shall mutatis mutandis apply, but so that the necessary quorum shall be at least two persons holding at least one-third of the issued shares of the

class in question.
7. The rights conferred upon the holders of the shares of any class issued with preferred or other rights shall not, unless otherwise expressly provided by the terms of issue of the shares of that class, be deemed to be varied by the creation or issue of further share ranking pari passu therewith.
8. Subject to the provisions of section 55, any preference shares may, with the sanction of an ordinary resolution, be issued on the terms that they are to be redeemed on such terms and in such manner as the company before the issue of the shares may, by special resolution, determine.

Lien

9. (i) The company shall have a first and paramount Lien—
a. on every share (not being a fully paid share), for all monies (whether presently payable or not) called, or payable at a fixed time, in respect of that share; and
b. on all shares (not being fully paid shares) standing registered in the name of a single person, for all monies presently payable by him or his estate to the company:
Provided that the Board of directors may at any time declare any share to wholly or in part exempt from the provisions of this clause.
(ii) The company's lien, if any, on a share shall extend to all dividend bonuses declared from time to time in respect of such shares.
10. The company may sell, in such manner as the Board thinks fit, any shares on which the company has a lien:
Provided that no sale shall be made—
a. unless a sum in respect of which the lien exists is presently payable; or
b. the expiration of fourteen days after a notice in writing stating and demanding payment of such part of the amount in respect of which the lien exists as is presently payable, has been given to the registered holder for the time being of the share or the person entitled thereto by reason of his death or insolvency.

11. (i) To give effect to any such sale, the Board may authorise some person to transfer the shares sold to the purchaser thereof.
(ii) The purchaser shall be registered as the holder of the shares comprised in any such transfer.
(iii) The purchaser shall not be bound to see to the application of the purchase money, nor shall his title to the shares be affected by any irregularity or invalidity in the proceedings in reference to the sale,
12. (i) The proceeds of the sale shall be received by the company and applied in payment of such part of the amount in respect of which the lien exists as is presently payable.

(ii) The residue, if any, shall, subject to a like lien for sums not presently payable as existed upon the shares before the sale, be paid to the person entitled to the shares at the date of the sale.

Calls on shares

13. (i) The Board may, from time to time, make calls upon the members in respect of any monies unpaid on their shares (whether on account of the nominal value of the shares or by way of premium) and not by the conditions of allotment thereof made payable at fixed times
Provided that no call shall exceed one-fourth of the nominal value of the share or be payable at less than one month from the date fixed for the payment of the last preceding
(ii) Each member shall, subject to receiving at least fourteen days' notice specifying the time or times and place of payment, pay to the company, at the time or times and place so specified, the amount called on his shares.
(iii) A call may be revoked or postponed at the discretion of the Board
14. A call shall be deemed to have been made at the time when the resolution of the Board authorizing the call was passed and may be required to be paid by instalments.
15. The joint holders of a share shall be jointly and severally liable to pay all calls in respect
16. (i) If a sum called in respect of a share is not paid before or on the day appointed fop payment thereof, the person from whom the sum is due shall pay interest thereon from the day appointed for payment thereof to the time of actual payment at ten per cent. per annum or at such lower rate, if any, as the Board may determine.
(ii) The Board shall be at liberty to waive payment of any such interest wholly or in part.

17. (i) Any sum which by the terms of issue of a share becomes payable on allotment or at any fixed date, whether on account of the nominal value of the share or by way of premium, shall, for the purposes of these regulations, be deemed to be a call duly made and payable on the date on which by the terms of issue such sum becomes payable.

(ii) In case of non-payment of such sum, all the relevant provisions of these regulations as to payment of interest and expenses, forfeiture or otherwise shall apply as if such sum had become payable by virtue of a call duly made and notified.
18. The Board—
(a) may, if it thinks fit, receive from any member willing to advance the same, all or any part of the monies uncalled and unpaid upon any shares held by him; and
(b) upon all or any of the monies 50 advanced, may (until the same would, but for such advance, become presently payable) pay interest at such rate not exceeding, unless the company in general meeting shall otherwise direct, twelve per cent. per annum, as may be agreed upon between the Board and the member paying the sum in advance.

Transfer of shares

19. (i) The instrument of transfer of any share in the company shall be executed by or on behalf of both the transferor and transferee.
(ii) The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in the register of members in respect thereof.
20. The Board may, subject to the right of appeal conferred by section 58 decline to register—
(a) the transfer of a share, not being a fully paid share, to a person of whom they do not approve or
(b) any transfer of shares on which the company has a lien.
21. The Board may decline to recognise any instrument of transfer unless—
(a) the instrument of transfer is in the form- as prescribed in rules made under subsection (1) of section 56;
(b) the instrument of transfer is accompanied by the certificate of the shares to which it relates, and such other evidence as the Board may reasonably require to show the right of the transferor to make the transfer; and
(c) the instrument of transfer is in respect of only one class of shares.
22. On giving not less than seven days' previous notice in accordance with section 91 and rules made thereunder, the registration of transfers may be suspended at such times and for such periods as the Board may from time to time determine:

Provided that such registration shall not be suspended for more than thirty days at any one time or for more than forty-five days in the aggregate in any year.

Transmission of shares

23. (i) On the death of a member, the survivor or survivors where the member was a joint holder. and his nominee or nominees or legal representatives where he was a shareholder, shall be the only persons recognized by the company as having any title to his interest in the shares.
(ii) Nothing in clause (i) shall release the estate of a deceased joint holder from any liability in respect of any share which had been jointly held by him with other persons.
24. (i) Any person becoming entitled to a share in consequence of the death or insolvency of a member may. upon such evidence being produced as may from time to time properly be required by the Board and subject as hereinafter provided, elect. either—
(a) to be registered himself as holder of the share; or
(b) to make such transfer of the share as the deceased or insolvent member could have made.
(ii) The Board shall, in either case, have the same right to decline or suspend registration as it would have had, if the deceased or insolvent member had transferred the share before his death or insolvency.
25. (i) If the person so becoming entitled shall elect to be registered as holder of the share himself. he shall deliver or send to the company a notice in writing signed by him stating that he so elects.
(ii) If the person aforesaid shall elect tc transfer the share, he shall testify his election by executing a transfer of the share.
(iii) All the limitations, restrictions and provisions of these regulations relating to the right to transfer and the registration of transfers of shares shall. be applicable to any such notice or transfer as aforesaid as if the death or insolvency of the member had not occurred and the notice or transfer were a transfer signed by that member.
26. A person becoming entitled to a share by reason of the death or insolvency of the holder shall be entitled to the same dividends and other advantages to which he would be entitled if he •were the registered holder of the share, except that he shall not, before being registered as a member in respect of the share, be entitled in respect of it to exercise any right

conferred by membership in relation to meetings of the company:

Provided that the Board may, at any time, give notice requiring any such person to elect either to be registered himself or to transfer the share, and if the notice is not complied with within ninety days, the Board may thereafter withhold payment of all dividends, bonuses or other monies payable in respect of the share, until the requirements of the notice have complied with.

Forfeiture of shares

27. If a member fails to pay any call, or installment of a call, on the day appointed for payment thereof, the Board may, at any time thereafter during such time as any part of the call or installment remains unpaid, serve a notice on him requiring payment of so much of the call or installment as is unpaid, together with any interest which may have accrued.

28. The notice aforesaid shall—

(a) name a further day (not being earlier than the expiry of fourteen days from the date of service of the notice) on or before which the payment required by the notice is to be made; and

(b) state that, in the event of non-payment on or before the day so named, the shares in respect of which the call was made shall be liable to be forfeited.

29. If the requirements of any such notice as aforesaid are not complied with, any share in respect of which the notice has been given may, at any time thereafter, before the payment required by the notice has been made, be forfeited by a resolution of the Board to that effect

30. (i) A forfeited share may be sold or otherwise disposed of on such terms and in such manner as the Board thinks fit.

(ii) At any time before a sale or disposal as aforesaid, the Board may cancel the forfeiture on such terms as it thinks fit.

31. (i) A person whose shares have been forfeited shall cease to be a member in respect of the forfeited shares, but shall, notwithstanding the forfeiture, remain liable to pay to the company all monies which, at the date of forfeiture, were presently payable by him to the company in respect of the shares.

(ii) The liability of such person shall cease if and when the company shall have received payment in full of all such monies in respect of the shares.

32. (i) A duly verified declaration in writing that the declarant is a director, the manager or the secretary, of the company, and that a share in the company has been duly forfeited on a date stated in the declaration, shall be conclusive evidence of the facts therein stated as against all persons claiming to be entitled to the share;

(ii) The company may receive the consideration, if any, given for the share on any sale or disposal thereof and may execute a transfer of the share in favour of the person to whom the share is sold or disposed of;

(iii) The transferee shall thereupon be registered as the holder of the share; and

(iv) The transferee shall not be bound to see to the application of the purchase money, if any, nor shall his title to the share be affected by any irregularity or invalidity in the proceedings in reference to the forfeiture, sale or disposal of the share.

33. The provisions of these regulations as to forfeiture shall apply in the case of non-payment of any sum which, by the terms of issue of a share, becomes payable at a fixed time, whether on account of the nominal value of the share or by way of premium, as if the same had been payable by virtue of a call duly made and notified.

Alteration of capital

34. The company may, from time to time, by ordinary resolution increase the share capital by such sum, to be divided into shares of such amount. as may be specified in the resolution.

35. Subject to the provisions of section 61, the company may. by ordinary resolution,

(a) consolidate and divide all or any of its share capital into shares of larger amount than its existing shares;

(b) convert all or any of its fully paid-up shares into stock, and reconvert that stock into fully paid-up shares of any denomination;

(c) sub-divide its existing shares or any of them into shares of smaller amount than is fixed by the memorandum;

(d) cancel any shares which, at the date of the passing of the resolution, have not been taken or agreed to be taken by any person.

36. Where shares are converted into stock,

(a) the holders of stock may transfer the same or any part thereof in the same manner as, and subject to the same regulations under which, the shares from which the stock arose might before the conversion have been transferred, or as near thereto as circumstances admit:

Provided that the Board may, from time to time, fix the minimum amount of stock transferable, so, however, that such minimum shall not exceed the nominal amount of the shares from which the stock arose.

(b) the holders of stock shall, according to the amount of stock held by them, have the same rights, privileges and advantages as regards dividends, voting at meetings of the company, and other matters, as if they held the shares from which the stock arose; but no such privilege or advantage (except participation in the dividends and profits of the company and in the assets on winding up) shall be conferred by an amount of stock which would not, if existing in shares, have conferred that privilege or advantage.

(c) such of the regulations of the company as are applicable to paid-up shares shall apply to stock and the words "share" and "shareholder" in those regulations shall include "stock" and " stock-holder" respectively.

37. The company may, by special resolution, reduce in any manner and with, and subject to, any incident authorised and consent required by law,

(a) its share capital;

(b) any capital redemption reserve account; or

(c) any share premium account.

Capitalisation of profits

38. (i) The company in general meeting may, upon the recommendation of the Board, resolve—

(a) that it is desirable to capitalise any part of the amount for the time being standing to the credit of any of the company's reserve accounts, or to the credit of the profit and loss account, or otherwise available for distribution; and

(b) that such sum be accordingly set free for distribution in the manner specified in clause (i) amongst the members who would have been entitled thereto, if distributed by way of dividend and in the sane proportions.

(ii) The sum aforesaid shall not be paid in cash but shall be applied, subject to the provision contained in clause (iii), either in or towards—

(A) paying up any amounts for the time being unpaid on any shares held by such members respectively;

(B) paying up in full, unissued shares of the company to be allotted and distributed, credited as fully paid-up, to and amongst such members in the proportions aforesaid;

(C) partly in the way specified in sub-clause (A) and partly in that specified in sub-clause (B);

(D) A securities premium account and a capital redemption reserve account may, for the purposes of this regulation, be applied in the paying up of unissued shares to be issued to members of the company as fully paid bonus shares;

(E) The Board shall give effect to the resolution passed by the company in pursuance of this regulation.

39. (i) Whenever such a resolution as aforesaid shall have been passed, the Board shall—

(a) make all appropriations and application of the undivided profits resolved to be capitalised thereby, and all allotments and issues of fully paid shares if any; and

(b) generally, do all acts and things required to give effect thereto.

(ii) The Board shall have power—

(a) to make such provisions, by the issue of fractional certificates or by payment in cash or otherwise as it thinks fit, for •the case of shares becoming distributable in fractions; and

(b) to authorise any person to enter, on behalf of all the members entitled thereto. into an agreement with the company. providing for the allotment to them respectively, credited as fully paid-up. of any further shares to which they may be entitled upon such capitalisation, or as the case may require, for the payment by the company on their behalf, by the application thereto of their respective proportions of profits resolved to be capitalised, of the amount or any part of the amounts remaining unpaid on their existing shares;

(iii) Any agreement made under such authority shall be effective and binding on such members.

Buy-back of shares

40. Notwithstanding anything contained in these articles but subject to the provisions of sections 68 to 70 and any other applicable provision of the Act or any other law for the time being in force. the company may purchase its own shares or other specified securities.

General meetings

41. All general meetings other than annual general meeting shall be called extraordinary general meeting.

42. (i) The Board may, whenever it thinks fit, call an extraordinary general meeting.

(ii) If at any time directors capable of acting who are sufficient in number to form a quorum are not within India, any

director or any two members of the company. may call an extraordinary general meeting in the same manner, as nearly as possible, as that in which such a meeting may be called by the Board.

Proceedings at general meetings

43. (i) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business.

(ii) Save as otherwise provided herein, the quorum for the general meeting shall be as provided in section 103.

44. The chairperson, if any, of the Board shall preside as Chairperson at every general meeting of the company.

45. If there is no such Chairperson, or if he is not present within fifteen minutes after the time appointed for holding the meeting, or is unwilling to act as chairperson of the meeting, the directors present shall elect one of their members to be Chairperson of the meeting.

46. If at any meeting no director is willing to act as Chairperson or if no director is present within fifteen minutes after the time appointed for holding the meeting, the members present shall choose one of their members to be Chairperson of the meeting.

Adjournment of meeting

47. (i) The Chairperson may, with the consent of any meeting at which a quorum is present, and shall, if so directed by the meeting, adjourn the meeting from time to time and from place to place.

(ii) No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

(iii) When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting.

(iv) Save as aforesaid, and as provided in section 103 of the Act, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

Voting rights

48. Subject to any rights or restrictions for the time being attached to any class or classes of shares,

(a) on a show of hands, every member present in person shall have one vote; and

(b) on a poll, the voting rights of members shall be in proportion to his share in the paid up equity share capital of the company.

49. A member may exercise his vote at a meeting by electronic means in accordance with section 108 and shall vote only once.

50. (i) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders.

(ii) For this purpose, seniority shall be determined by the order in which the names stand in the register of members.

51. A member of unsound mind, or in respect of whom an order has been made by any court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, by his committee or other legal guardian, and any such committee or guardian may, on a poll, vote by proxy.

52. Any business other than that upon which a poll has been demanded may be proceeded with, pending the taking of the poll.

53. No member shall be entitled to vote at any general meeting unless all calls or other sums presently payable by him in respect of shares in the company have been paid.

(i) No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purposes.

(ii) Any such objection made in due time shall be referred to the Chairperson of the meeting, whose decision shall be final and conclusive.

Proxy

54. The instrument appointing a proxy and the power-of-attorney or other authority, if any, under which it is signed or a notarised copy of that power or authority, shall be deposited at the registered office of the company not less than 48 hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, not less than 48 hours before the time appointed for the taking of the poll; and in default the instrument of proxy shall not be treated as valid.

55. An instrument appointing a proxy shall be in the form as prescribed in the rules made under section 105.

56. A vote given in accordance with the terms of an instrument of proxy shall be valid, notwithstanding the previous death or insanity of the principal or the revocation of the proxy or of the authority under which the proxy was executed, or the transfer of the shares in respect of which the proxy is given:

Provided that no intimation in writing of such death. insanity, revocation or transfer shall have been received by the company at its office before the commencement of the meeting or adjourned meeting at which the proxy is used.

57. A Person appointed as proxy shall act on behalf of such member or number of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights.

Provided that a member holding more than ten percent of the total Share capital of the Company carrying voting rights may appoint a single person as proxy arid such person shall not act as proxy for any other person or shareholder.

Board of Directors

58. The number of the directors and the names of the first directors shall be determined in writing by the subscribers of the memorandum or a majority of them.

59. (i) The remuneration of the directors shall, in so far as it consists of a monthly payment, be deemed to accrue from day-to-day.

(ii) In addition to the remuneration payable to them in pursuance of the Act, the directors may be paid all travelling, hotel (and other expenses properly incurred by them,

(a) in attending and returning from meetings of the Board of Directors or any committee thereof or general meetings of the company; or

(b) in connection with the business of the company.

60. The Board may pay all expenses incurred in getting up and registering the company.

61. The company may exercise the powers conferred on it by section 88 with regard to the keeping of a foreign register; and the Board may (subject to the provisions of that (section) make and vary such regulations as it may think fit respecting the keeping of any such register.

62. All cheques, promissory notes, drafts, hundis, bills of exchange and other negotiable instruments, and all receipts for monies paid to the company, shall be signed, drawn, accepted, endorsed, or otherwise executed, as the case may be. by such person and in such manner as the Board shall from time to time by resolution determine.

63. Every director present at any meeting of the Board or of a committee thereof shall sign his name in a book to be kept for that purpose.

64. (i) Subject to the provisions of section 149, the Board shall have power at any time, and from time to time, to appoint a person as an additional director, provided the number of the directors and additional directors together shall not at any time exceed the maximum strength fixed for the Board by the articles.

(ii) Such person shall hold office only up to the date of the next annual general meeting of the company but shall be eligible for appointment by the company as a director at that meeting subject to the provisions of the Act.

65. (i) The Board may appoint an alternate director to act for a director (hereinafter called as "Original Director") during his absences for a period of not less than three months in India. No person shall be appointed as alternate director for an independent director unless he is qualified to be appointed as an Independent Director under the provisions of the Act.

(ii) An alternate director shall not hold office for a period longer than that permissible to the Original Director in whose place he has been appointed and shall vacate the office if and when Original Director returns to India.

(iii) If the term of office of Original Director is determined before he returns to India the automatic reappointment of retiring Director in default of another appointment shall apply to the Original Director and not to the alternate director.

66. (i) Notwithstanding anything to the contrary contained in the Articles, so long as any moneys remain owing by the Company the any finance corporation or credit corporation or body, (herein after in this Article referred to as —The Corporation) out of any loans granted by them to the Company or as long as any liability of the Company arising out of any guarantee furnished by the Corporation. on behalf of the Company remains defaulted, or the Company fails to meet its obligations to pay interest and/or instalments, the Corporation shall have right to appoint from time to time any person or person as a Director or Directors (which Director or Directors is/are hereinafter referred to as —Nominee Director(s)) on the Board of the Company and to remove from such office any person so appointed.

(ii) The Board of Directors of the Company shall have no power to remove from office the Nominee Director/s as long as such default continues. Such Nominee Director/s shall not be required to hold any share qualification in the Company, and such Nominee Director/s shall not be liable to retirement by rotation of Directors. Subject as aforesaid, the Nominee

Director/s shall be entitled to the same rights and privileges and be subject to the same obligations as any other Director of the Company. .

(ìii) The Nominee Director/s appointed shall hold the said office as long as any moneys remain owing by the Company to the Corporation or the liability of the Company arising out of the guarantee is outstanding and the Nominee Director/s so appointed in exercise of the said power shall ipso facto vacate such office immediately the moneys owing by the Company to the Corporation are paid off or on the satisfaction of the liability of the Company arising Out of the guarantee furnished by the Corporation. The Nominee Director/s appointed under this Article shall be entitled to receive all notices of and attend all General Meetings, and of the Meeting of the Committee of which the Nominee Director/s is/are member/s. The Corporation shall also be entitled to receive all such notices. The Company shall pay to the Nominee Director/s sitting fees and expenses to which the other Director/s of the Company are entitled, but if any other fee, commission, monies or remuneration in any form is payable to the Director/s of the Company, the fee, commission. monies and remuneration in relation to such Nominee Director/s shall accrue (o the Corporation and the same shall accordingly be paid by the Company directly to the Corporation. Any expenses that may be incurred by the Corporation or such Nominee Director/s in connection with their appointment to Directorship shall also be paid or reimbursed by the Company to the Corporation or, as the case may be, to such Nominee Director/s.

Provided that if any such Nominee Director/s is an officer of the Corporation, the sitting fees, in relation to such Nominee Director/s shall so accrue to the Corporation and the same shall accordingly be paid by the Company directly to the Corporation.

(iv) The Corporation may at any time and from time to time remove any such Corporation Director appointed by it and may at the time of such removal and also in the case of death or resignation of the person so appointed, at any time appoint any other person as a Corporation Director in his place. Such appointment or removal shall be made in writing signed by the Chairman or Joint Chairman of the Corporation or any person and shall be delivered to the Company at its Registered office. It is clarified that every Corporation entitled to appoint a Director under this Article may appoint such number of persons as Directors as may SQ authorised by the Directors of the Company, subject to Section 152 of the Act and so that the number does not exceed 1/3 of the maximum fixed under Article 93.

Proceedings of the Board

67. (i) The Board of Directors may meet for the conduct of business, adjourn and otherwise regulate its meetings, as it thinks fit.

(ii) A director may, and the manager or secretary on the requisition of a director shall, at any time, summon a meeting of the Board.

68. (i) Save as otherwise expressly provided in the Act, questions arising at any meeting of the Board shall be decided by a majority of votes.

(ii) In case of an equality of votes, the Chairperson of the Board, if any, shall have a second or casting vote.

69. The continuing directors may act notwithstanding any vacancy in the Board; but, if and so long as their number is reduced below the quorum fixed by the Act for a meeting of the Board, the continuing directors or director may act for the purpose of increasing the number of directors to that fixed for the quorum, or of summoning a general meeting of the company. but for no other purpose.

70. (i) The Board may elect a Chairperson of its meetings and determine the period for which he is to hold office.

(ii) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the directors present may choose one of their number to be Chairperson of the meeting.

71. (i) The Board may, subject .to the provisions of the Act, delegate any of its powers to committees consisting of such member or members of its body as it thinks fit.

(ii) Any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on it by the Board.

72. (i) A committee may elect a Chairperson of its meetings.

(ii) If no such Chairperson is elected, or if at any meeting the Chairperson is not present . within five minutes after the time appointed for holding the meeting, the members present may choose one of their members to be Chairperson of the meeting.

73. (i) A committee may meet and adjourn as it thinks fit.

(ii) Questions arising at any meeting of a committee shall be determined by a majority of votes of the members present, and in case of an equality of votes, the Chairperson shall have a second or casting vote.

74. All acts done in any meeting of the Board or of a committee thereof or by any person acting as a director, shall,

notwithstanding that it may be afterwards discovered that there was some defect in the appointment of any one or more of such directors or of any person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such director or such person had been -duly-appointed and was qualified to be a director.

75. Save as otherwise expressly provided in the Act, a resolution in writing, signed by all the members of the Board or of a committee thereof, for the time being entitled to receive notice of a meeting of the Board or A committee, shall be valid and effective as if it had been passed at a meeting of the Board or committee, duly convened and held.

Chief Executive Officer, Manager, Company Secretory or Chief Financial Officer

76. Subject to the provisions of the Act,

(i) A chief executive officer, manager, company secretary or chief financial officer may be appointed by the Board for such term, at such remuneration and upon such conditions as it may think fit; and any chief executive officer, manager, company secretary or chief financial officer so appointed may be removed by means of a resolution of the Board;

(ii) A director may be appointed as Chief Executive Officer, Manager, Company Secretary or Chief Financial Officer

77. A provision of the Act or these regulations requiring or authorizing a thing to be done by or to a director and Chief Executive Officer, Manager, Company Secretary or Chief Financial Officer shall not be satisfied by its being done by or to the same person acting both as director and as, or in place of, Chief Executive Officer, Manager, Company Secretary or Chief Financial Officer.

78. Omitted

Dividends and Reserve

79. The Company in General Meeting may declare Dividends, but no Dividend shall exceed the amount recommended by the Board

80. Subject to the provisions of Section 123, the Board may from time to time pay to the Members such interim Dividends as appear to it to be justified by the profits of the Company.

81. (i) The Board may, before recommending any Dividend, set aside out of the profits of the Company such sums as it thinks fit as a reserve or reserves which shall at the discretion of the Board. applicable for any purpose to which the profits of the Company may be properly applied, including provision for meeting contingencies or for equalizing Dividends; and pending such application, may. at the like discretion, either be employed in the business of the Company or be invested in such investments (other than Shares of the Company) as the Board may, from time to time, thinks fit.

(ii) The Board may also carry forward any profits which it may consider necessary not to divide, without setting them aside as a reserve.

82. (i) Subject to the rights of the persons, if any, entitled to share with special rights as to dividends, all dividends shall be declared and paid according to the amounts paid or credited as paid on the shares in respect whereof 'the dividend is paid, but if and so long as nothing is paid upon any of the shares in the Company, dividends may be declared and paid according to the amount of the shares.

*Omitted pursuant to Special Resolution passed at Extraordinary general meeting of the Shareholders of the Company held on 30.10.2018.

(ii) No amount paid or credited as paid on a share in advance of calls shall be treated for the purposes of this regulation as paid on the share.

(iii) All dividends shall be apportioned and paid proportionately to the amounts paid or credited as paid on the shares during any portion or portions of the period in respect of which the dividend is paid; but if any share is issued on terms providing that it shall rank for dividend as from a particular date such share shall rank for dividend accordingly.

83. The Board may deduct from any dividend payable to any member all sums of money, if any, presently payable by him to the company on account of calls or otherwise in relation to the shares of the company.

84. (i) Any dividend, interest or other monies payable in cash in respect of shares maybe paid by cheque or warrant sent through the post directed to the registered address of the holder or, in the case of joint holders, to the registered address of that one of the joint holders who is first named on the register of members, or to such person and to such address as the holder or joint holders may in writing direct.

(ii) Every such cheque or warrant shall be made payable to the order of the person to whom it is Sent.

85. Any one of two or more joint holders of a share may give effective receipts for any dividends, bonuses or other monies payable in respect of such share.
86. Notice of any dividend that may have been declared shall be given to the persons entitled to share therein in the manner mentioned in the Act.
87. No dividend shall bear interest against the company.

Accounts

88. (i) The Board shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations, the accounts and books of the company, or any of them, shall be open to the inspection of members not being directors.
(îi) No member (not being a director) shall have any right of inspecting any account or book or document of the company except as conferred by law or authorised by the Board or by the company in general meeting. .

Winding up

89. Subject to the provisions of Chapter XX of the Act and rules made thereunder—

(i) If the company shall be wound up, the liquidator may, with the sanction of a special resolution of the company and any other sanction required by the Act, divide amongst the members, in specie or kind, the whole or any part of the assets of the company, whether they shall consist of property of the same kind or not.

(ii) For the purpose aforesaid, the liquidator may set such value as he deems fair upon any property to be divided as aforesaid and may determine how such division shall be carried out as between the members or different classes of members.}
(iii) The liquidator may, with the like sanction, vest the whole or any part of such assets in trustees upon such trusts for the benefit of the contributories if he considers necessary, but so that no member shall be compelled to accept any shares or other securities whereon there is any liability.

Indemnity

90. Every officer of the company shall be indemnified out of the assets of the company against any liability incurred by him in defending any proceedings, whether civil or criminal in which judgment is given in his favour or in which he is acquitted or in which relief is granted to him by the court or the Tribunal.

Clause inserted vide clause (e) of sub regulation (1) regulation 15 of the SEBI (Debenture Trustees) Regulations

91. ** The Board of Directors be authorized to appoint a person nominated by the Debenture Trustee(s) as Director on the Board of the Company in terms of clause (e) of sub-regulation (1) of Regulation 15 of the Securities Exchange Board of India (Debenture Trustees) Regulations, 1993 for its listed debt securities as amended from time to time. Provided that nothing in this sub clause shall apply in the event that the debenture trustee fails to prove that the Company has defaulted in terms of clause (e) of sub regulation (1) of Regulation 15 of the Securities Exchange Board of India (Debenture Trustees) Regulations, 1993 for its listed debt securities as amended from time to time.

SECTION IX - MATERIAL CONTRACTS AND DOCUMENTS FOR INSPECTION

The following contracts which are or may be deemed material have been entered or are to be entered into by our Company. These contracts and also the documents for inspection referred to hereunder, may be inspected on Working Days at the Registered Office of our Company situated at 110/3, Lalbagh Main Road, Krishnappa Layout, Bengaluru- 560027, Karnataka, India, between 10.00 am to 5.00 pm on any Working Days from the date of filing of this Shelf Prospectus until the Issue Closing Date.

MATERIAL CONTRACTS

1. Issue Agreement dated November 2, 2023 executed between our Company and the Lead Managers.

2. Registrar Agreement dated October 31, 2023 executed between our Company and the Registrar to the Issue.

3. Debenture Trustee Agreement dated October 31, 2023 executed between our Company and the Debenture Trustee.

4. Agreed form of Debenture Trust Deed to be executed between our Company and the Debenture Trustee.

5. Tripartite agreement dated 18 June 2018 among our Company, the Registrar to the Issue and CDSL.

6. Tripartite agreement dated 9 September 2017 among our Company, the Registrar to the Issue and NSDL.

MATERIAL DOCUMENTS

1. Memorandum and Articles of Association of our Company, as amended to date.

2. Certificate of Incorporation of our Company dated August 9, 1995, issued in name of Colanac Finance Limited by, Registrar of Companies, Tamil Nadu.

3. Fresh Certificate of Incorporation of our Company dated, July 25, 2008, issued in the name of Samasta Microfinance Limited by Registrar of Companies, Tamil Nadu.

4. Fresh Certificate of Incorporation of our Company dated, March 31, 2011, issued by Registrar of Companies, Karnataka at Bengaluru.

5. Fresh Certificate of Incorporation of our Company dated, September 1, 2021, issued in the name of IIFL Samasta Finance Limited by Registrar of Companies, Karnataka at Bengaluru.

6. Certificate of Registration as an NBFC dated May 17, 2011 issued by RBI u/s 45 IA of the Reserve Bank of India, 1934 under the registration number B-02.00250.

7. Fresh Certificate of Registration as an NBFC dated September 20, 2021 bearing registration no. B-02.00250 issued by RBI.

8. Copy of shareholders' resolution on August 30, 2023 under Section 180(1)(c) of the Companies Act, 2013 on overall borrowing and security creation limits of the Board of Directors of our Company.

9. Copy of the resolution passed by the Board of Directors dated August 19, 2023 approving the issue of NCDs.

10. Copy of the resolution passed by the Issue and Allotment Committee at its meeting held on November 2, 2023 approving the Draft Shelf Prospectus.

11. Copy of the resolution passed by the Issue and Allotment Committee at its meeting held on November 23, 2023 approving this Shelf Prospectus.

12. Credit rating letter dated September 26, 2023 by CRISIL Ratings Limited assigning a rating of "CRISIL AA-/Stable" for the Issue with rating rationale dated September 25, 2023 and rating letter dated November 20, 2023 by CRISIL Ratings Limited reaffirming and revising the rating as CRISIL AA-/ Positive (Pronounced as CRISIL double A minus rating with Positive outlook) with rating rationale dated November 20, 2023.

13. Credit rating letter dated October 6, 2023 by Acuite Ratings & Research Limited assigning a rating of "Acuite AA Stable'" for the Issue with rating rationale dated September 25, 2023.

14. Consents of the Directors, Chief Financial Officer, Company Secretary and Compliance Officer, Lead Managers to the Issue, Legal Advisor to the Issue, Credit Rating Agencies for this Issue, Bankers to our Company, Registrar to the Issue and the Debenture Trustee for the NCDs to include their names in this Shelf Prospectus in their respective capacity.

15. Consent of CRISIL Market Intelligence & Analytics (CRISIL MI&A) as the agency issuing the – NBFC Industry Report released in Mumbai in August 2023, forming part of the Industry Overview chapter.

16. Our Company has received the written consent dated November 2, 2023 from Brahmayya & Co our Statutory Auditor, to include their name as required under section 26 (1) of the Companies Act, 2013 read with SEBI NCS Regulations, in this Shelf Prospectus, and as an "expert" as defined under section 2(38) of the Companies Act, 2013 to the extent and in their capacity as our Statutory Auditor, and in respect of (i) their report dated October 17, 2023 on the Unaudited Financial Results for the six months period ended September 30, 2023; (ii) report dated April 21, 2023 on the Audited Financial Statements for Fiscal 2023(iii) report dated April 23, 2022 on the Audited Financial Statements for Fiscal 2022 and such consent has not been withdrawn as on the date of this Shelf Prospectus. However, the term "expert" shall not be construed to mean an "expert" as defined under the U.S. Securities Act, 1993.

17. Consent letter from the previous statutory auditor, M/s. V. Sankar Aiyar & Co., Chartered Accountants dated October 25, 2023 for inclusion of their report dated April 24, 2021 on the Audited Financial Statements for Fiscal 2021 in the Shelf Prospectus.

18. The Limited Review Report dated October 17, 2023 on the Unaudited Financial Results as at and for the six months period ended September 30, 2023.

19. The report on statement of possible tax benefits dated November 23, 2023 issued by Gowthama & Company.

20. Annual Report of our Company for the last three financial years ended March 31, 2023, March 31, 2022 and March 31, 2021.

21. In-principle listing approval from BSE by its letter no. DCS/BM/PI-BOND/017/23-24 dated November 13, 2023.

22. In-principle listing approval from NSE by its letter no. NSE/LIST/D/2023/0296 dated November 9, 2023.

23. Due Diligence Certificate dated November 23, 2023 filed by JM Financial Limited, Nuvama Wealth Management Limited (formerly known as Edelweiss Securities Limited) and Trust Investment Advisors Private Limited with SEBI.

24. Due Diligence certificate dated November 23, 2023 filed by the Debenture Trustee to the Issue.

DECLARATION

We, the Directors of the Company, hereby certify and declare that all the applicable legal requirements in connection with the Issue including the all relevant provisions of the Companies Act, 2013, as amended, and the rules prescribed thereunder, to the extent applicable 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, provisions under the Securities Contracts (Regulation) Act, 1956, as amended, and rules made thereunder, including the Securities Contracts (Regulation) Rules, 1957, as amended, including the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable , as the case may be have been complied with and no statement made in this Shelf 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 hereby 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 made in this Shelf Prospectus are true, correct and complete in all material respects, are in conformity with Companies Act, 2013, Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, as amended, the Securities Contracts (Regulation) Act, 1956, as amended and rules made thereunder including the Securities Contracts (Regulation) Rules, 1957 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, 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 and do not omit disclosure of any material information which may make the statements made therein, in light of circumstances under which they were made, misleading and that this Shelf Prospectus does not contain any misstatements. Furthermore, all the monies received under this Issue shall be used only for the purposes and objects indicated in this Shelf Prospectus. No information material to the subject matter of this form has been suppressed or concealed and whatever is stated in this Shelf Prospectus thereto is true, correct, and complete and is as per the original records maintained by the Promoters subscribing to the Memorandum of Association and Articles of Association.

Signed by the Directors of our Company

Narayanaswamy Venkatesh Managing Director DIN: 01018821	Shivaprakash Deviah Whole Time Director DIN: 02216802
Vikraman Ampalakkat Independent Director DIN: 01978341	Ramanathan Annamalai Independent Director DIN: 02645247
Badrinarayanan Seshadri Independent Director DIN: 00507371	Malini B. Eden Independent Director DIN: 00732954

Date: 23 – 11 – 2023
Place: Bangalore

ANNEXURE A – RATING, RATIONALE AND PRESS RELEASE

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CRISIL Ratings

CONFIDENTIAL

RL/SAMML/331552/NCD/1123/73313/157360087
November 20, 2023

Mr. Venkatesh N
Managing Director
IIFL Samasta Finance Limited
110/3, Lalbagh Main Road,
Krishnappa Layout,
Near Urvashi Theatre
Bengaluru Urban - 560027

Dear Mr. Venkatesh N,

Re: Review of CRISIL Rating on the Rs.2000 Crore Non Convertible Debentures& of IIFL Samasta Finance Limited

All ratings assigned by CRISIL Ratings are kept under continuous surveillance and review.

CRISIL Ratings has, after due consideration, reaffirmed the CRISIL AA- (pronounced as CRISIL double A minus rating) rating for the captioned Debt Instrument, and revised the outlook to Positive from Stable. Securities with this rating are considered to have high degree of safety regarding timely servicing of financial obligations. Such securities carry very low credit risk.

In the event of your company not making the issue within a period of 180 days from the above date, or in the event of any change in the size or structure of your proposed issue, a fresh letter of revalidation from CRISIL Ratings will be necessary.

As per our Rating Agreement, CRISIL Ratings would disseminate the rating along with outlook through its publications and other media, and keep the rating along with outlook under surveillance for the life of the instrument. CRISIL Ratings reserves the right to withdraw, or revise the rating / outlook assigned to the captioned instrument at any time, on the basis of new information, or unavailability of information, or other circumstances which CRISIL Ratings believes may have an impact on the rating. Please visit www.crisilratings.com and search with the name of the rated entity to access the latest rating/s.

As per SEBI circular (reference number: CIR/IMD/DF/17/2013; dated October 22, 2013) on centralized database for corporate bonds/debentures, you are required to provide international securities identification number (ISIN; along with the reference number and the date of the rating letter) of all bond/debenture issuances made against this rating letter to us. The circular also requires you to share this information with us within 2 days after the allotment of the ISIN. We request you to mail us all the necessary and relevant information at debtissue@crisil.com. This will enable CRISIL Ratings to verify and confirm to the depositories, including NSDL and CDSL, the ISIN details of debt rated by us, as required by SEBI. Feel free to contact us at debtissue@crisil.com for any clarification you may need.

Should you require any clarification, please feel free to get in touch with us.

With warm regards,

Yours sincerely,

Prashant Pratap Mane
Associate Director - CRISIL Ratings

Nivedita Shibu
Associate Director - CRISIL Ratings

& Public Issue

***Disclaimer**: A rating by CRISIL Ratings reflects CRISIL Ratings' current opinion on the likelihood of timely payment of the obligations under the rated instrument, and does not constitute an audit of the rated entity by CRISIL Ratings. Our ratings are based on information provided by the issuer or obtained by CRISIL Ratings from sources it considers reliable. CRISIL Ratings does not guarantee the completeness or accuracy of the information on which the rating is based. A rating by CRISIL Ratings is not a recommendation to buy / sell or hold the rated instrument; it does not comment on the market price or suitability for a particular investor. CRISIL Ratings has a practice of keeping all its ratings under surveillance and ratings are revised as and when circumstances so warrant. CRISIL Ratings is not responsible for any errors and especially states that it has no financial liability whatsoever to the subscribers / users / transmitters / distributors of its ratings. CRISIL Ratings' criteria are available without charge to the public on the web site, www.crisilratings.com. CRISIL Ratings or its associates may have other commercial transactions with the company/entity. For the latest rating information on any instrument of any company rated by CRISIL Ratings, please visit www.crisilratings.com or contact Customer Service Helpdesk at CRISILratingdesk@crisil.com or at 1800-267-1301*

CRISIL Ratings

Rating Rationale

November 20, 2023 | Mumbai

IIFL Samasta Finance Limited

Rating outlook revised to 'Positive'; Ratings Reaffirmed

Rating Action

Total Bank Loan Facilities Rated	**Rs.9200 Crore**
Long Term Rating	**CRISIL AA-/Positive (Outlook revised from 'Stable'; Rating Reaffirmed)**

Rs.2000 Crore Non Convertible Debentures&	**CRISIL AA-/Positive (Outlook revised from 'Stable'; Rating Reaffirmed)**
Rs.500 Crore Non Convertible Debentures^	**CRISIL AA-/Positive (Outlook revised from 'Stable'; Rating Reaffirmed)**
Rs.550 Crore Non Convertible Debentures^	**CRISIL AA-/Positive (Outlook revised from 'Stable'; Rating Reaffirmed)**
Rs.100 Crore Long Term Principal Protected Market Linked Debentures	**CRISIL PPMLD AA-/Positive (Outlook revised from 'Stable'; Rating Reaffirmed)**
Rs.20 Crore Long Term Principal Protected Market Linked Debentures	**CRISIL PPMLD AA-/Positive (Outlook revised from 'Stable'; Rating Reaffirmed)**
Rs.200 Crore Long Term Principal Protected Market Linked Debentures	**CRISIL PPMLD AA-/Positive (Outlook revised from 'Stable'; Rating Reaffirmed)**
Rs.100 Crore Principal Protected Market Linked Non-Convertible Subordinated Debentures	**CRISIL PPMLD AA-/Positive (Outlook revised from 'Stable'; Rating Reaffirmed)**
Rs.500 Crore Commercial Paper	**CRISIL A1+ (Reaffirmed)**

& Public Issue
^ Interchangeable between secured and subordinated debt
Note: None of the Directors on CRISIL Ratings Limited's Board are members of rating committee and thus do not participate in discussion or assignment of any ratings. The Board of Directors also does not discuss any ratings at its meetings.
1 crore = 10 million
Refer to annexure for Details of Instruments & Bank Facilities

Detailed Rationale

CRISIL Ratings has revised its outlook on the long-term bank facilities and debt instruments of IIFL Samasta Finance Limited (IIFL Samasta, a part of IIFL Finance group) to **'Positive'** from 'Stable', while reaffirming the ratings at 'CRISIL AA-/CRISIL PP-MLD AA-/CRISIL A1+'.

The revision in outlook follows a similar revision in outlook on the long-term rating of the parent, IIFL Finance Ltd (IIFL Finance; rated 'CRISIL AA/CRISIL PP-MLD AA/Positive/CRISIL A1+').

The outlook revision reflects the strengthening market position of the IIFL Finance group and the expected sustained improvement in its profitability. The ratings continue to be supported by the group's comfortable capitalisation with improved gearing, and its diversified portfolio with majority contribution from inherently less risky asset classes. However, the group has a relatively less diversified resource mix and slightly higher cost of borrowings compared with some of its peers.

The ratings of IIFL Samasta continue to factor in the expectation of strong financial and managerial support from the parent, IIFL Finance. The rating also factors in the shared name of the company, which further enhances the moral obligation of IIFL Finance to support IIFL Samasta. Additionally, the rating also reflects adequate capitalisation, above-average earnings profile and improving diversity in resource profile. These strengths are partially offset by IIFL Samasta's geographic concentration in revenue, ability to manage asset quality and control credit losses and susceptibility to regulatory and legislative risks associated with the microfinance sector.

Analytical Approach

CRISIL Ratings has analysed the standalone business and financial risk profiles of IIFL Samasta and has factored in the strong support the company is likely to receive from its parent, IIFL Finance, on an ongoing basis and in times of distress.

Key Rating Drivers & Detailed Description

Strengths:

- **Strong financial and managerial support from IIFL Finance**
  The parent will continue to provide support on an ongoing basis and in the event of distress, given its majority ownership and IIFL Samasta's strategic importance to the group, and presence in the board of directors. The microfinance business is strategically important and helps diversify the financial product suite of the parent and expand its presence in the financial inclusion space. Also, the microfinance business is scalable, and expected to grow significantly over the medium term. IIFL Samasta's business is well established and growing at a healthy pace and formed around 16.2% of the group's assets under management (AUM) as on September 30, 2023. Regular financial support—through equity infusion—and strategic inputs from IIFL Finance have enabled the company to ramp-up operations. IIFL Finance has infused incremental capital of

Rs 940 crore post-acquisition (in 2016), with the latest infusion of Rs 400 crore in calendar year 2023 and is expected to provide further capital on a regular basis. It also has representatives on the board and senior management of IIFL Finance is actively involved in managing the treasury. Hence, CRISIL Ratings believes IIFL Finance has a strong moral obligation to continue supporting IIFL Samasta.

- **Adequate capitalisation**
  Networth was adequate at Rs 1474 crore as on September 30, 2023 (against Rs 1272 crore as on March 31, 2023). The capital position is supported by regular infusions by the parent, IIFL Finance, as is evidenced by the latest Rs 200 crore infusion done in February 2023 and another round of Rs 200 crore in November 2023. Nevertheless, due to significant growth, adjusted gearing remained high and stood at 7.1 times as on September 30, 2023 (6.9 times). The capital adequacy ratio (CAR) continued to be comfortable at 21.3% as on September 30, 2023 (17.1%). On account of the parent's ability and willingness to infuse capital when required, IIFL Samasta's capitalisation is expected to remain adequate over the medium term in the normal course of business.

- **Above-average earnings due to increase in yields**
  IIFL Samasta's profit at pre provisioning level stood at Rs 613.8 crore as on March 31, 2023. During fiscal 2023, despite the company continuing with higher provisioning and write-offs worth Rs 450 crore, it reported profit after tax (PAT) of Rs 128 crore with return on managed assets (RoMA) of 1.4% (as against PAT of Rs 50.6 crore and RoMA of 0.8% during fiscal 2022). During the first half of fiscal 2024, RoMA rose to around 3.7% (on an annualised basis; one of the highest since inception) while PAT was Rs 232 crore despite write offs worth Rs 182.7 crore. The credit cost for the first half of fiscal 2024 stands at 3.0%, which has improved from 4.9% during fiscal 2023. Profitability has grown significantly post the revised regulation of Reserve Bank of India wherein the interest margin cap (of 10%) was discontinued. This has resulted in micro finance institutions (MFIs) going for risk-based pricing by increasing the yields. In the case of IIFL Samasta, the yield increase has been 150-200 basis points (bps) during the last 2-3 quarters. With higher yields and lower credit costs (on incremental originations), the benefits of the same is directly visible in profitability. CRISIL Ratings believes that the industry at large (including IIFL Samasta) is expected to reap the benefits from the same over the medium term. Nevertheless, with the aggressive growth witnessed, the ability to maintain asset quality (in order to avoid any potential credit costs) for sustaining its earnings profile will remain a key rating sensitivity factor.

- **Improving diversity in funding profile**
  IIFL Samasta has significantly improved the diversity in its resource profile since its acquisition by IIFL Finance. Resource profile as on September 30, 2023 comprises of bank funding (58%), Non-Convertible Debenture funding (6%), securitisation {DA} (18%), refinance (10%), commercial paper [CP (2%)], sub debt (6%) etc. In terms of cost of borrowing, it remained at around 10.45% in the first half of fiscal 2024 as against 9.46% during fiscal 2023. Post increase in interest rates in the market, the cost of borrowing has seen some elevation in the past 3-4 quarters.

Weaknesses:

- **Geographic concentration in operations**
  Though diversifying gradually, the loan portfolio of IIFL Samasta is still highly concentrated with 51% of its overall portfolio as on September 30, 2023, housed in three states: Tamil Nadu, Bihar and Karnataka. The top five districts accounted for 9.5% of the loan book. The company as on September 30, 2023, has operations in 21 states. Of these, growth of disbursements in Bihar has been particularly rapid, reflected in the proportion of AUM in the state increasing from 1.1% as on March 31, 2018 to 20.8% as on March 31, 2023. However, there has been a spurt in microfinance lending in certain states such as Odisha, Bihar, and West Bengal, showing early signs of overheating in certain pockets, thus the ability of the company to manage portfolio quality in these regions is a key monitorable. CRISIL Ratings will continue to monitor the situation and its likely impact on credit losses as it evolves.

- **Ability to maintain asset quality performance and control credit losses remains key monitorable**
  The company's 90+ days past due (dpd) improved to 2.1% as on September 30, 2023 as compared to 3.5% a year earlier (90+ dpd as on March 31, 2023 stood at 2.0% as against 2.8% a year earlier) .This improvement is backed by strong collection efficiency as well as higher write-offs of Rs 450 crore along with the sale to Asset Reconstruction Company in the second half of fiscal 2023 worth Rs 778 crore (including Rs 342 crore written off portfolio) .As far as collection efficiency is concerned, (including overdues but excluding prepayments) it improved from 95% on September 30, 2022, to 97% as on September 30, 2023. Additionally, the incremental originations done post Covid (June 2022 onwards), the collection efficiency has remained strong at around 99%. Nevertheless, considering the pace of growth, the company's ability to sustain collection efficiency and eventually reach pre-pandemic levels of over 99% on a steady-state basis will remain a key monitorable.

- **Susceptibility to regulatory and legislative risks associated with the microfinance sector**
  The microfinance sector witnessed two major disruptive events in the past decade. The first was the crisis promulgated by the ordinance passed by the government of Andhra Pradesh in 2010, and the second was demonetisation in 2016. In addition, the sector faced issues of varying intensity in several geographies. Promulgation of the ordinance on MFIs by the government of Andhra Pradesh in 2010 demonstrated their vulnerability to regulatory and legislative risks. The ordinance triggered a chain of events that adversely affected the business models of MFIs by impairing their growth, asset quality, profitability and solvency. Similarly, the sector witnessed high level of delinquencies post-demonetisation and subsequent socio-political events. For IIFL Samasta, the ultimate credit loss due to disruption after demonetisation was close to 14.3%, which was borne over two fiscals. The MFI Bill, 2020 passed recently by the Assam Assembly may increase asset-quality challenges for MFIs. Additionally, any loan waivers announced will make matters worse due to their impact on repayment discipline. In addition, the sector remains susceptible to issues such as local elections, natural calamities and borrower protests among others, which may result in momentary spurt in delinquencies. This indicates the fragility of the business model to external risks. As the business involves lending to the poor and downtrodden sections of society, MFIs will remain exposed to socially sensitive factors, including high interest rates, tighter regulations and legislation.

Liquidity: Strong

Liquidity buffer (cash and liquid investments as on September 30, 2023), at a standalone level, to cover total debt repayment and operating expenses for the succeeding three months was 2.5 times (assuming 75% collection efficiency). Additionally, IIFL Finance will provide timely fund support for servicing of debt if needed. Consolidated liquidity position: Rs 9078 crore (including undrawn sanction lines of Rs 4354 crore) as on September 30, 2023, with debt repayments of Rs 5120 crore over October to December 2023.

Outlook: Positive

CRISIL Ratings believes IIFL Samasta will continue to receive financial and managerial support from IIFL Finance, thereby maintaining its adequate capitalisation and liquidity.

Rating Sensitivity factors

Upward factors

- Upward revision in the credit rating of IIFL Finance
- Significant improvement in scale and geographic diversity of operations with top three states accounting for not more than 50% of the loan portfolio
- Sizeable expansion in scale and geographic diversity of operations while maintaining RoMA above 3% and adjusted gearing below 3 times

Downward factors

- Downward revision in the credit rating (or revision in outlook), or change in the support philosophy or ownership by IIFL Finance
- Significant weakness in asset quality, leading to stress in profitability and capitalisation, resulting in a steady state CAR of less than 20%
- Liquidity buffer remaining low as against scheduled debt and loan payments

About the Company

IIFL Samasta, a non-banking finance company (NBFC) and MFI, is a majority-owned subsidiary of IIFL Finance. IIFL Samasta started operations in March 2008 by taking over Colanac Finance Ltd, an NBFC. It follows the standard Grameen Bank model and lends to groups of five. The centres have 25-30 members. IIFL Finance acquired significant stake in IIFL Samasta in fiscal 2017, which stood at 99.51% as on September 30, 2023.

Key Financial Indicators

As on / for the period ended 31	Unit	H1 Fiscal 24/ Sept-23	Mar-23	Mar-22	Mar-21
AUM#	Rs crore	12195	10552	6484	4796
Total income	Rs crore	1279	1753	1020	702
Gross NPA*	%	2.1	2.1	3.1	1.8
Adjusted gearing	Times	7.1	6.9	5.7	5.3
Profit after tax (PAT)	Rs crore	232	128	51	67
Return on managed assets	%	3.7^	1.4	0.9	1.5

** 90 dpd*
 # including the BC portfolio
^ Annualized

Any other information: Not applicable

Note on complexity levels of the rated instrument:

CRISIL Ratings` complexity levels are assigned to various types of financial instruments and are included (where applicable) in the 'Annexure - Details of Instrument' in this Rating Rationale.

CRISIL Ratings will disclose complexity level for all securities - including those that are yet to be placed - based on available information. The complexity level for instruments may be updated, where required, in the rating rationale published subsequent to the issuance of the instrument when details on such features are available.

For more details on the CRISIL Ratings` complexity levels please visit www.crisilratings.com. Users may also call the Customer Service Helpdesk with queries on specific instruments.

Annexure - Details of Instrument(s)

ISIN	Name of instrument	Date of allotment	Coupon rate (%)	Maturity date	Issue size (Rs crore)	Complexity levels	Rating assigned with outlook
NA	Commercial paper	NA	NA	7 to 365 Days	500	Simple	CRISIL A1+
INE413U07178	Long-term principal protected market linked debentures	30-Mar-21	G-SEC LINKED	30-Apr-24	59	Highly complex	CRISIL PPMLD AA-/Positive
INE413U07178	Long-term principal protected market linked debentures	31-May-21	G-SEC LINKED	30-Apr-24	74.8	Highly complex	CRISIL PPMLD AA-/Positive
NA	Long-term principal protected	NA	NA	NA	36.2	Highly complex	CRISIL PPMLD AA-/Positive

	market linked debentures^						
NA	Long-term principal protected market linked debentures^	NA	NA	NA	150	Highly complex	CRISIL PPMLD AA-/Positive
INE413U08036	Principal protected market linked non-convertible subordinated debentures	20-Jul-18	NIFTY 50 INDEX LINKED	19-Apr-24	21.85	Highly complex	CRISIL PPMLD AA-/Positive
INE413U08028	Principal protected market linked non-convertible subordinated debentures	20-Jul-18	NIFTY 50 INDEX LINKED	18-Apr-24	11	Highly complex	CRISIL PPMLD AA-/Positive
INE413U08036	Principal protected market linked non-convertible subordinated debentures	20-Jul-18	NIFTY 50 INDEX LINKED	19-Apr-24	67.15	Highly complex	CRISIL PPMLD AA-/Positive
INE413U08044	Subordinated debt	19-Aug-22	11.25%	19-Jul-28	150	Complex	CRISIL AA-/Positive
INE413U08077	Subordinated debt	02-Feb-23	11.25%	02-Apr-29	25	Complex	CRISIL AA-/Positive
INE413U08093	Subordinated debt	18-May-23	11%	18-May-30	150	Complex	CRISIL AA-/Positive
INE413U08051	Non-convertible debentures	19-Dec-22	10.50%	20-Dec-23	50	Simple	CRISIL AA-/Positive
INE413U08085	Non-convertible debentures	24-Feb-23	10.75%	23-Feb-25	40	Simple	CRISIL AA-/Positive
INE413U08069	Non-convertible debentures	19-Dec-22	11.40%	19-Dec-24	50	Simple	CRISIL AA-/Positive
INE413U07210	Non-convertible debentures	26-May-23	10.00%	26-Nov-26	200	Simple	CRISIL AA-/Positive
INE413U08101	Non-convertible debentures	13-Jun-23	11.00%	13-Jun-30	100	Simple	CRISIL AA-/Positive
NA	Non-convertible debentures*^	NA	NA	NA	85	Simple	CRISIL AA-/Positive
NA	Non-convertible debentures*^	NA	NA	NA	200	Simple	CRISIL AA-/Positive
NA	Non-convertible debentures^	NA	NA	NA	2000	Simple	CRISIL AA-/Positive
NA	Proposed long term bank loan facility	NA	NA	NA	2154.73	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	01-Apr-24	6.5	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	01-Oct-24	9.43	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	05-Apr-25	17.03	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	09-Dec-23	19.93	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	13-Dec-24	34.07	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	10-Feb-25	115.9	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	10-Aug-25	200	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	15-Sep-25	50	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	30-Sep-24	16.67	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	30-Nov-25	90	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	01-Sep-24	54.43	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	28-Dec-25	81.82	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	22-Dec-23	28.57	NA	CRISIL AA-/Positive

NA	Term loan	NA	NA	18-Feb-24	28.57	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	28-Jul-24	42.86	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	24-Feb-25	171.43	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	28-Oct-23	1.25	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	24-Jul-25	47.92	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	22-Sep-24	109.09	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	01-Apr-24	2.7	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	15-Mar-25	37.5	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	04-Nov-24	29.17	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	22-Mar-25	37.5	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	04-Dec-23	2.48	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	31-May-25	41.66	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	12-Mar-24	4.55	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	29-Sep-24	12.72	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	08-Aug-26	30	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	29-Dec-23	2.5	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	12-Sep-24	12.5	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	03-Mar-25	18.75	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	25-Feb-24	15.62	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	24-Nov-24	29.17	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	09-Jul-25	64.17	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	03-Jan-25	34.53	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	03-Apr-25	20.24	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	28-Nov-24	24.3	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	28-Feb-25	36.46	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	23-Mar-24	15	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	15-Mar-24	10	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	17-Feb-25	116.88	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	05-Jun-25	61.25	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	05-Jun-25	43.75	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	05-Jun-25	26.25	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	05-Jun-25	43.75	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	31-Dec-23	12.5	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	30-Jun-24	68.57	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	27-Oct-24	30.95	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	30-Mar-25	85.71	NA	CRISIL AA-/Positive

NA	Term loan	NA	NA	10-Mar-24	18.82	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	10-May-24	14.55	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	09-Jun-24	10.23	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	10-Jul-24	10.91	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	09-Aug-24	12.5	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	10-Sep-24	14.73	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	10-Oct-24	15.36	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	10-Nov-24	8.91	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	10-Dec-24	60.68	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	10-Jan-25	20.36	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	10-Feb-25	14.68	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	10-Mar-25	18	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	10-Apr-25	20.73	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	10-May-25	20.91	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	10-Jun-25	21	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	10-Jul-25	22	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	10-Aug-25	23	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	01-Jan-24	16.67	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	01-Jun-24	28.13	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	01-Mar-25	45	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	01-Sep-25	100	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	17-Mar-25	54.54	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	30-Mar-25	54.52	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	30-Mar-25	149.97	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	30-Sep-25	33.33	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	30-Sep-25	16.67	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	03-Aug-24	16.88	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	03-Oct-24	21.64	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	03-Aug-25	52.71	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	25-Mar-24	87.68	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	01-Sep-24	94.16	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	25-Jan-25	179.36	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	28-Dec-23	12.48	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	31-Aug-25	17.42	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	31-Mar-26	45.45	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	17-Feb-26	70	NA	CRISIL AA-/Positive

NA	Term loan	NA	NA	29-Dec-23	6.25	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	29-Aug-24	18.33	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	09-Mar-25	33.75	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	26-Mar-24	8.33	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	27-Jul-24	22.11	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	17-Aug-24	24.28	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	25-Dec-23	1.88	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	10-Jan-26	127.25	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	31-Jan-25	30	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	31-Mar-26	45	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	31-Dec-26	108	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	31-Dec-25	162	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	01-Mar-24	3.3	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	01-Feb-25	12.5	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	01-Jan-25	39.29	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	29-Feb-24	2.38	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	31-Mar-25	25.18	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	25-Mar-24	13.63	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	25-Mar-24	14	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	17-Mar-25	38.52	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	31-Mar-25	13.6	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	28-Feb-25	64.28	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	16-Nov-24	47.73	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	16-Nov-24	47.73	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	30-Dec-24	3.41	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	30-Dec-24	3.41	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	21-Mar-25	9.41	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	21-Mar-25	9.41	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	29-May-25	10.45	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	29-May-25	10.45	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	30-Jun-25	4.77	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	30-Jun-25	4.77	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	30-Mar-24	5	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	23-Jun-24	11.25	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	28-Aug-24	6.25	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	29-Nov-24	13.75	NA	CRISIL AA-/Positive

NA	Term loan	NA	NA	31-Aug-25	38	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	10-Mar-24	15	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	10-Oct-24	65	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	10-Aug-25	306.62	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	21-Mar-24	24.89	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	24-Nov-23	8.33	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	30-Nov-23	12.08	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	28-Jun-24	10	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	08-Nov-24	71.58	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	08-May-25	12.51	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	16-May-25	12.51	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	14-Aug-25	16	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	30-Oct-23	9.99	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	11-Feb-25	149.99	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	05-Nov-23	1.9	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	05-Mar-26	25.86	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	10-Sep-24	13.33	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	25-May-25	65.63	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	31-Mar-25	24.64	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	29-Feb-24	3.03	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	31-Mar-25	24.55	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	31-Dec-25	32.73	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	25-Oct-23	1.25	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	25-Sep-24	11.5	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	30-Dec-23	3.3	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	30-Jun-24	12.17	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	28-Feb-25	29.04	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	31-Aug-25	23.91	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	31-Mar-25	37.5	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	30-Jun-26	350	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	07-Sep-25	80.5	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	10-Sep-25	55.7	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	21-Dec-25	100	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	22-Sep-25	50	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	25-Dec-25	19	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	10-Sep-25	128	NA	CRISIL AA-/Positive

NA	Term loan	NA	NA	25-Sep-25	33	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	26-Sep-25	50	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	10-Aug-26	300	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	10-Sep-26	44	NA	CRISIL AA-/Positive
NA	Term loan	NA	NA	31-Dec-25	250	NA	CRISIL AA-/Positive

**Interchangeable between secured and subordinated debt*
^Yet to be issued

Annexure - Rating History for last 3 Years

	Current			2023 (History)		2022		2021		2020		Start of 2020
Instrument	**Type**	**Outstanding Amount**	**Rating**	**Date**	**Rating**	**Date**	**Rating**	**Date**	**Rating**	**Date**	**Rating**	**Rating**
Fund Based Facilities	LT	9200.0	CRISIL AA-/Positive	07-11-23	CRISIL AA-/Stable	26-09-22	CRISIL AA-/Stable	29-12-21	CRISIL AA-/Stable	24-12-20	CRISIL A+/Negative	CRISIL A+/Stable
			--	26-10-23	CRISIL AA-/Stable	20-09-22	CRISIL AA-/Stable	23-09-21	CRISIL AA-/Stable	10-08-20	CRISIL A+/Negative	--
			--	25-09-23	CRISIL AA-/Stable	12-08-22	CRISIL AA-/Stable	14-09-21	CRISIL AA-/Stable	26-06-20	CRISIL A+/Negative	--
			--	16-08-23	CRISIL AA-/Stable	09-06-22	CRISIL AA-/Stable	03-06-21	CRISIL A+/Stable	04-05-20	CRISIL A+/Stable	--
			--	06-06-23	CRISIL AA-/Stable		--	31-03-21	CRISIL A+/Stable	24-04-20	CRISIL A+/Stable	--
			--	23-05-23	CRISIL AA-/Stable		--	26-02-21	CRISIL A+/Negative		--	--
			--	15-03-23	CRISIL AA-/Stable		--		--		--	--
			--	07-02-23	CRISIL AA-/Stable		--		--		--	--
			--	24-01-23	CRISIL AA-/Stable		--		--		--	--
			--	09-01-23	CRISIL AA-/Stable		--		--		--	--
Commercial Paper	ST	500.0	CRISIL A1+	07-11-23	CRISIL A1+	26-09-22	CRISIL A1+	29-12-21	CRISIL A1+	24-12-20	CRISIL A1+	CRISIL A1+
			--	26-10-23	CRISIL A1+	20-09-22	CRISIL A1+	23-09-21	CRISIL A1+	10-08-20	CRISIL A1+	--
			--	25-09-23	CRISIL A1+	12-08-22	CRISIL A1+	14-09-21	CRISIL A1+	26-06-20	CRISIL A1+	--
			--	16-08-23	CRISIL A1+	09-06-22	CRISIL A1+	03-06-21	CRISIL A1+	04-05-20	CRISIL A1+	--
			--	06-06-23	CRISIL A1+		--	31-03-21	CRISIL A1+	24-04-20	CRISIL A1+	--
			--	23-05-23	CRISIL A1+		--	26-02-21	CRISIL A1+		--	--
			--	15-03-23	CRISIL A1+		--		--		--	--
			--	07-02-23	CRISIL A1+		--		--		--	--
			--	24-01-23	CRISIL A1+		--		--		--	--
			--	09-01-23	CRISIL A1+		--		--		--	--
Non Convertible Debentures	LT	3050.0	CRISIL AA-/Positive	07-11-23	CRISIL AA-/Stable	26-09-22	CRISIL AA-/Stable	29-12-21	CRISIL AA-/Stable	24-12-20	CRISIL A+/Negative	CRISIL A+/Stable
			--	26-10-23	CRISIL AA-/Stable	20-09-22	CRISIL AA-/Stable	23-09-21	CRISIL AA-/Stable	10-08-20	CRISIL A+/Negative	--
			--	25-09-23	CRISIL AA-/Stable	12-08-22	CRISIL AA-/Stable	14-09-21	CRISIL AA-/Stable	26-06-20	CRISIL A+/Negative	--
			--	16-08-23	CRISIL AA-/Stable	09-06-22	CRISIL AA-/Stable	03-06-21	CRISIL A+/Stable	04-05-20	CRISIL A+/Stable	--
			--	06-06-23	CRISIL AA-/Stable		--	31-03-21	CRISIL A+/Stable	24-04-20	CRISIL A+/Stable	--
			--	23-05-23	CRISIL AA-/Stable		--	26-02-21	CRISIL A+/Negative		--	--
			--	15-03-23	CRISIL AA-/Stable		--		--		--	--
			--	07-02-23	CRISIL AA-/Stable		--		--		--	--
			--	24-01-23	CRISIL AA-/Stable		--		--		--	--

			--	09-01-23	CRISIL AA-/Stable		--		--		--	--
Long Term Principal Protected Market Linked Debentures	LT	320.0	CRISIL PPMLD AA-/Positive	07-11-23	CRISIL PPMLD AA-/Stable	26-09-22	CRISIL PPMLD AA- r /Stable	29-12-21	CRISIL PPMLD AA- r /Stable	24-12-20	CRISIL PPMLD A+ r /Negative	CRISIL PPMLD A+ r /Stable
			--	26-10-23	CRISIL PPMLD AA-/Stable	20-09-22	CRISIL PPMLD AA- r /Stable	23-09-21	CRISIL PPMLD AA- r /Stable	10-08-20	CRISIL PPMLD A+ r /Negative	--
			--	25-09-23	CRISIL PPMLD AA-/Stable	12-08-22	CRISIL PPMLD AA- r /Stable	14-09-21	CRISIL PPMLD AA- r /Stable	26-06-20	CRISIL PPMLD A+ r /Negative	--
			--	16-08-23	CRISIL PPMLD AA-/Stable	09-06-22	CRISIL PPMLD AA- r /Stable	03-06-21	CRISIL PPMLD A+ r /Stable	04-05-20	CRISIL PPMLD A+ r /Stable	--
			--	06-06-23	CRISIL PPMLD AA-/Stable		--	31-03-21	CRISIL PPMLD A+ r /Stable	24-04-20	CRISIL PPMLD A+ r /Stable	--
			--	23-05-23	CRISIL PPMLD AA-/Stable		--	26-02-21	CRISIL PPMLD A+ r /Negative		--	--
			--	15-03-23	CRISIL PPMLD AA-/Stable		--		--		--	--
			--	07-02-23	CRISIL PPMLD AA-/Stable		--		--		--	--
			--	24-01-23	CRISIL PPMLD AA- r /Stable		--		--		--	--
			--	09-01-23	CRISIL PPMLD AA- r /Stable		--		--		--	--
Principal Protected Market Linked Non-Convertible Subordinated Debentures	LT	100.0	CRISIL PPMLD AA-/Positive	07-11-23	CRISIL PPMLD AA-/Stable	26-09-22	CRISIL PPMLD AA- r /Stable	29-12-21	CRISIL PPMLD AA- r /Stable	24-12-20	CRISIL PPMLD A+ r /Negative	CRISIL PPMLD A+ r /Stable
			--	26-10-23	CRISIL PPMLD AA-/Stable	20-09-22	CRISIL PPMLD AA- r /Stable	23-09-21	CRISIL PPMLD AA- r /Stable	10-08-20	CRISIL PPMLD A+ r /Negative	--
			--	25-09-23	CRISIL PPMLD AA-/Stable	12-08-22	CRISIL PPMLD AA- r /Stable	14-09-21	CRISIL PPMLD AA- r /Stable	26-06-20	CRISIL PPMLD A+ r /Negative	--
			--	16-08-23	CRISIL PPMLD AA-/Stable	09-06-22	CRISIL PPMLD AA- r /Stable	03-06-21	CRISIL PPMLD A+ r /Stable	04-05-20	CRISIL PPMLD A+ r /Stable	--
			--	06-06-23	CRISIL PPMLD AA-/Stable		--	31-03-21	CRISIL PPMLD A+ r /Stable	24-04-20	CRISIL PPMLD A+ r /Stable	--
			--	23-05-23	CRISIL PPMLD AA-/Stable		--	26-02-21	CRISIL PPMLD A+ r /Negative		--	--
			--	15-03-23	CRISIL PPMLD AA-/Stable		--		--		--	--
			--	07-02-23	CRISIL PPMLD AA-/Stable		--		--		--	--
			--	24-01-23	CRISIL PPMLD AA- r /Stable		--		--		--	--
			--	09-01-23	CRISIL PPMLD AA- r /Stable		--		--		--	--

All amounts are in Rs.Cr.

Annexure - Details of Bank Lenders & Facilities

Facility	Amount (Rs.Crore)	Name of Lender	Rating
Proposed Long Term Bank Loan Facility	**154.73**	**Not Applicable**	**CRISIL AA-/Positive**

Proposed Long Term Bank Loan Facility	2000	Not Applicable	CRISIL AA-/Positive
Term Loan	77.88	Punjab and Sind Bank	CRISIL AA-/Positive
Term Loan	2.7	Capital Small Finance Bank Limited	CRISIL AA-/Positive
Term Loan	60.31	Union Bank of India	CRISIL AA-/Positive
Term Loan	151.55	RBL Bank Limited	CRISIL AA-/Positive
Term Loan	109.09	Canara Bank	CRISIL AA-/Positive
Term Loan	686.62	Small Industries Development Bank of India	CRISIL AA-/Positive
Term Loan	49.17	Bajaj Finance Limited	CRISIL AA-/Positive
Term Loan	58.33	Kotak Mahindra Bank Limited	CRISIL AA-/Positive
Term Loan	250	Odisha Gramya Bank	CRISIL AA-/Positive
Term Loan	24.64	UCO Bank	CRISIL AA-/Positive
Term Loan	62.88	The Karur Vysya Bank Limited	CRISIL AA-/Positive
Term Loan	66.18	Northern Arc Capital Limited	CRISIL AA-/Positive
Term Loan	27.57	Nabsamruddhi Finance Limited	CRISIL AA-/Positive
Term Loan	106.67	Bank of Baroda	CRISIL AA-/Positive
Term Loan	32.96	Aditya Birla Finance Limited	CRISIL AA-/Positive
Term Loan	24.89	The South Indian Bank Limited	CRISIL AA-/Positive
Term Loan	68.43	Woori Bank	CRISIL AA-/Positive
Term Loan	198.72	Standard Chartered Bank Limited	CRISIL AA-/Positive
Term Loan	27.75	Suryoday Small Finance Bank Limited	CRISIL AA-/Positive
Term Loan	695	National Bank For Agriculture and Rural Development	CRISIL AA-/Positive
Term Loan	55.08	Nabkisan Finance Limited	CRISIL AA-/Positive
Term Loan	65.63	Piramal Enterprises Limited	CRISIL AA-/Positive
Term Loan	166.67	DBS Bank India Limited	CRISIL AA-/Positive
Term Loan	83.75	The Federal Bank Limited	CRISIL AA-/Positive
Term Loan	13.33	Tata Capital Financial Services Limited	CRISIL AA-/Positive
Term Loan	189.79	IDBI Bank Limited	CRISIL AA-/Positive
Term Loan	271.43	Bandhan Bank Limited	CRISIL AA-/Positive
Term Loan	136.24	Bank of Maharashtra	CRISIL AA-/Positive
Term Loan	46.38	Mahindra and Mahindra Financial Services Limited	CRISIL AA-/Positive
Term Loan	54.76	Hero FinCorp Limited	CRISIL AA-/Positive
Term Loan	159.98	State Bank of India	CRISIL AA-/Positive
Term Loan	1.88	MAS Financial Services Limited	CRISIL AA-/Positive
Term Loan	44.15	DCB Bank Limited	CRISIL AA-/Positive
Term Loan	8.33	Maanaveeya Development & Finance Private Limited	CRISIL AA-/Positive
Term Loan	12.75	Utkarsh Small Finance Bank Limited	CRISIL AA-/Positive
Term Loan	70	Kookmin Bank	CRISIL AA-/Positive

Term Loan	47.27	Dhanlaxmi Bank Limited	CRISIL AA-/Positive
Term Loan	430.37	The Hongkong and Shanghai Banking Corporation Limited	CRISIL AA-/Positive
Term Loan	259.03	Indian Bank	CRISIL AA-/Positive
Term Loan	37.5	YES Bank Limited	CRISIL AA-/Positive
Term Loan	37.5	Kisetsu Saison Finance India Private Limited	CRISIL AA-/Positive
Term Loan	12.48	The Karnataka Bank Limited	CRISIL AA-/Positive
Term Loan	91.23	Jana Small Finance Bank Limited	CRISIL AA-/Positive
Term Loan	197.74	IDFC FIRST Bank Limited	CRISIL AA-/Positive
Term Loan	50	Indian Overseas Bank	CRISIL AA-/Positive
Term Loan	127.25	Micro Units Development and Refinance Agency Limited	CRISIL AA-/Positive
Term Loan	499.36	ICICI Bank Limited	CRISIL AA-/Positive
Term Loan	110.76	Hinduja Leyland Finance Limited	CRISIL AA-/Positive
Term Loan	361.19	JM Financial Products Limited	CRISIL AA-/Positive
Term Loan	93.25	SBM Bank (India) Limited	CRISIL AA-/Positive
Term Loan	108.96	HDFC Bank Limited	CRISIL AA-/Positive
Term Loan	419.89	Axis Bank Limited	CRISIL AA-/Positive

Criteria Details

Links to related criteria
Rating Criteria for Finance Companies
CRISILs Bank Loan Ratings - process, scale and default recognition
Criteria for Notching up Stand Alone Ratings of Companies based on Parent Support
CRISILs Criteria for rating short term debt

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CRISIL Ratings

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RL/SAMML/328154/NCD/0923/70345/157360087
September 26, 2023

Mr. Venkatesh N
Managing Director
IIFL Samasta Finance Limited
110/3, Lalbagh Main Road,
Krishnappa Layout,
Near Urvashi Theatre
Bengaluru Urban - 560027
9845061610

Dear Mr. Venkatesh N,

Re: CRISIL Rating on the Rs.2000 Crore Non Convertible Debentures* of IIFL Samasta Finance Limited

We refer to your request for a rating for the captioned Debt instrument.

CRISIL Ratings has, after due consideration, assigned a CRISIL AA-/Stable (pronounced as CRISIL double A minus rating with Stable outlook) rating to the captioned Debt instrument. Securities with this rating are considered to have high degree of safety regarding timely servicing of financial obligations. Such securities carry very low credit risk.

Further, in view of your decision to accept the CRISIL Ratings, we request you to apprise us of the instrument details (in the enclosed format) as soon as it has been placed. In the event of your company not making the issue within a period of 180 days from the above date, or in the event of any change in the size or structure of your proposed issue, a fresh letter of revalidation from CRISIL Ratings will be necessary.

As per our Rating Agreement, CRISIL Ratings would disseminate the rating along with outlook through its publications and other media, and keep the rating along with outlook under surveillance for the life of the instrument. CRISIL Ratings reserves the right to withdraw, or revise the rating / outlook assigned to the captioned instrument at any time, on the basis of new information, or unavailability of information, or other circumstances which CRISIL Ratings believes may have an impact on the rating. Please visit www.crisilratings.com and search with the name of the rated entity to access the latest rating/s.

As per SEBI circular (reference number: CIR/IMD/DF/17/2013; dated October 22, 2013) on centralized database for corporate bonds/debentures, you are required to provide international securities identification number (ISIN; along with the reference number and the date of the rating letter) of all bond/debenture issuances made against this rating letter to us. The circular also requires you to share this information with us within 2 days after the allotment of the ISIN. We request you to mail us all the necessary and relevant information at debtissue@crisil.com. This will enable CRISIL Ratings to verify and confirm to the depositories, including NSDL and CDSL, the ISIN details of debt rated by us, as required by SEBI. Feel free to contact us at debtissue@crisil.com for any clarification you may need.

Should you require any clarification, please feel free to get in touch with us.

With warm regards,

Yours sincerely,

Prashant Pratap Mane
Associate Director - CRISIL Ratings

Nivedita Shibu
Associate Director - CRISIL Ratings

** Public Issue*

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CRISIL Ratings

Details of the Rs.2000 Crore Non Convertible Debentures of IIFL Samasta Finance Limited

	1st tranche		*2nd tranche*		*3rd tranche*	
Instrument Series:						
Amount Placed:						
Maturity Period:						
Put or Call Options (if any):						
Coupon Rate:						
Interest Payment Dates:						
Principal Repayment Details:	Date	Amount	Date	Amount	Date	Amount
Investors:						
Trustees:						

In case there is an offer document for the captioned Debt issue, please send us a copy of it.

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CRISIL Ratings

Rating Rationale

September 25, 2023 | Mumbai

IIFL Samasta Finance Limited

'CRISIL AA-/Stable' assigned to Non Convertible Debentures

Rating Action

Total Bank Loan Facilities Rated	**Rs.7200 Crore**
Long Term Rating	**CRISIL AA-/Stable (Reaffirmed)**

Rs.2000 Crore Non Convertible Debentures^	**CRISIL AA-/Stable (Assigned)**
Rs.200 Crore Long Term Principal Protected Market Linked Debentures	**CRISIL PPMLD AA-/Stable (Reaffirmed)**
Rs.200 Crore Long Term Principal Protected Market Linked Debentures	**CRISIL PPMLD AA-/Stable (Reaffirmed)**
Rs.200 Crore Long Term Principal Protected Market Linked Debentures	**CRISIL PPMLD AA-/Stable (Reaffirmed)**
Rs.100 Crore Principal Protected Market Linked Non-Convertible Subordinated Debentures	**CRISIL PPMLD AA-/Stable (Reaffirmed)**
Rs.500 Crore Non Convertible Debentures%	**CRISIL AA-/Stable (Reaffirmed)**
Rs.950 Crore Non Convertible Debentures&	**CRISIL AA-/Stable (Reaffirmed)**
Rs.500 Crore Commercial Paper	**CRISIL A1+ (Reaffirmed)**
Long Term Principal Protected Market Linked Debentures Aggregating Rs.300 Crore	**CRISIL PPMLD AA-/Stable (Reaffirmed)**

^ Public Issue
% Interchangeable between secured and subordinated debt
& Interchangeable between secured and subordinated debt
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1 crore = 10 million
Refer to Annexure for Details of Instruments & Bank Facilities

Detailed Rationale

CRISIL Ratings has assigned its '**CRISIL AA-/Stable**' rating to Rs.2000 crore non-convertible debentures of IIFL Samasta Finance Limited (Samasta; formerly Samasta Microfinance Limited). It has also reaffirmed its ratings on the long-term bank facilities and debt programmes of IIFL Samasta Finance at 'CRISIL AA-/CRISIL PPMLD AA-/Stable/CRISIL A1+'**.**

CRISIL Ratings has also withdrawn its rating on the Rs 85 crore non-convertible debentures and Rs 200 crores Long-term principal protected market linked debentures (see the Annexure - Details of Rating Withdrawn' for details) on receipt of independent confirmation that these instruments are fully redeemed, in line with its withdrawal policy.

The ratings continue to reflect strong financial and managerial support from parent, IIFL Finance, adequate capitalisation, above-average earnings, albeit moderation on account of higher provisioning to combat the pandemic and improving diversity in resource profile. The rating also factors in the shared name of the company, which further enhances the moral obligation of IIFL Finance Ltd (IIFL Finance; rated 'CRISIL AA/CRISIL PP-MLD AA/Stable/CRISIL A1+') to support Samasta. These rating strengths are partially offset by Samasta's geographic concentration in revenue, ability to manage asset quality and control credit losses and susceptibility to regulatory and legislative risks associated with the microfinance sector.

The prefix 'PP-MLD' indicates that the principal amount of the debentures is protected, while the returns market-linked. The suffix 'r' shows that the returns on the debentures have significant risks other than credit risk. Also, payments to investors are not fixed and are linked to external variables such as commodity prices, equity indices, foreign exchange rates or equity valuation of the company.

Disbursement pace that had slowed down post the new RBI directives, picked up pace from June 2022 onwards, with the company disbursing over Rs Rs 2830 cr in Q1FY24 alone.

Analytical Approach

CRISIL Ratings has notched up the standalone business and financial risk profiles of Samasta as it is expected to receive financial and managerial support from the parent, IIFL Finance, if required

Key Rating Drivers & Detailed Description

Strengths:

Strong financial and managerial support from IIFL Finance

The parent will continue to provide support on an ongoing basis and in the event of distress, given its majority ownership and Samasta's strategic importance to the group, and presence in the board of directors. The microfinance business is strategically important and helps diversify the financial product suite of the parent and expand its presence in the financial inclusion space. Also, the microfinance business is scalable, and expected to grow materially over the medium term. Samasta's business is well established and is growing at a healthy pace and formed around 16.2% of the group's assets under management (AUM) as on June 30, 2023. Regular financial support—through equity infusion—and strategic inputs from IIFL Finance have enabled the company to ramp-up operations. IIFL Finance and IIFL Home Finance have infused incremental capital of Rs 940 crore post-acquisition, with the latest infusion of Rs 200 crore in February 2023 and is expected to provide further capital on a regular basis. It also has representatives on the board and senior management of Samasta and is actively involved in managing the treasury. Hence, CRISIL Ratings believes IIFL Finance has a strong moral obligation to continue supporting Samasta.

Adequate capitalisation

Networth was adequate at Rs 1340 crore as on June 30, 2023. Adjusted gearing has been historically on the higher side and stood at 6.7 times as on June 30, 2023. The capital position is supported by regular infusions by the parent IIFL Finance as is evidenced by the latest Rs 200 cr infusion done in February 2023. Capital adequacy ratio (CAR) stood at 20% as on June 30, 2023, in comparison to 16.91% three years ago. On account of the parent's ability and willingness to infuse capital when required, Samasta's capitalization will remain adequate over the medium term in the normal course of business.

Above-average earnings, albeit moderation on account of higher credit costs

After reporting healthy profits of Rs 53 crore and Rs 107 crore during fiscal 2019 and fiscal 2020 respectively with return on managed assets (RoMA) of 3.2% and 3.4% respectively, fiscal 2021 saw the company reporting a net profit of only Rs 67 crore. The lower profitability was primarily due to Rs 141 crore provisioning (including write-off of Rs 42.8 crore) considering the potential challenges in recovering overdues amid the pandemic. Consequently, the RoMA dropped to 1.5% during fiscal 2021. The company continued with aggressive provisioning in fiscal 2022 as well and created total provisioning of Rs 230.6 (including write-off of Rs 131.8 crore) which resulted in the company reporting a net profit of only Rs 51 crore and RoMA of 0.8%. During fiscal 2023, despite the company continuing with higher provisioning (including writeoff) of Rs 455.3 crore, reported a PAT of Rs 128.2 crore with RoMA of 1.4%. At pre provisioning level, the profit stood at Rs 613.8 crore as of March 31, 2023. Credit cost rose to 4.9% during fiscal 2023, compared with 1.6% in fiscal 2022. As on June 30, 2023, the reported PAT stands at Rs 91.7 crores and annualized ROMA at 3.1 times, with the credit cost being 2.9%. Nevertheless, along with the growth in its portfolio, the company has maintained healthy net interest margin (NIMs) in the past three fiscals. Operating cost has also benefited from the operating leverage attained with high growth in portfolio. Given the aggressive write-offs implemented by the company, profitability is expected to improve, albeit gradually in the coming quarters. Samasta's ability to manage recoveries and sustain its earnings profile at pre-pandemic level would be a key rating sensitivity factor.

Improving diversity in funding profile

Samasta has significantly improved the diversity in its resource profile since its acquisition by IIFL Finance. Nearly 9% of the external liabilities were from capital market instruments as on June 30, 2023, and bank loans and loans from non-banking financial company (NBFCs) accounted for around 71%. In terms of cost of borrowing, it remained at around 9.46% during fiscal 2023 and 10.45% during Q1 fiscal 2024. Post increase in the interest rates in market, the cost of borrowing has seen some elevation during past 3-4 quarters. Nevertheless, with removal of margin cap (from April 1, 2022, in-line with RBI regulations), the company has been able to increase its yields and accordingly impact of elevation in cost of borrowing has been low on the net level profitability.

Weakness:

Geographic concentration in operations

Though diversifying gradually, the loan portfolio of Samasta is still highly concentrated with 60% of its own portfolio as on June 30, 2023, housed in four states: Tamil Nadu, Bihar, Rajasthan and Karnataka. The top five districts accounted for 9.5% of the loan book. Post-acquisition by IIFL Finance, the company has operations in Bihar, Kerala, Rajasthan, Goa, Chhattisgarh and Gujarat. Of these, growth of disbursements in Bihar has been particularly rapid, reflected in the proportion of AUM in the state increasing from 1.1% as of March 2018 to 20.8% as on March 31, 2023. Post demonetisation, spurt in microfinance lending in states such as Odisha, Bihar, and West Bengal is showing early signs over heating in certain pockets and the ability of the company to manage portfolio quality in these regions is a key monitorable. CRISIL Ratings will continue to monitor the situation and its likely impact on credit losses as it evolves.

Ability to maintain asset quality performance and control credit losses in the near term remains a monitorable

The company's 90+ days past due (dpd) improved to 2.2% in June 2023 as compared to 2.7% as on June 2022) on the back of improved collection efficiency as well as higher write-offs and the sale to ARC done in the second half of fiscal 2023. Additionally, the company has total outstanding restructured portfolio of Rs 69.7 crores (0.63% of the loan book) which has reduced from Rs 259 crore (4.3% of the loan book) as of September 2022. During fiscal 2023 as well, the company made provisions of Rs 4.4 crore and wrote off its portfolio to the tune of Rs 450.9 crore. As far as collection efficiency is concerned, (including overdues but excluding prepayments) it remained in the range of 96-97% during June 2022 till June 2023. Additionally, the incremental originations done post June 2022, the collection efficiency has remained high at around 99%. Nevertheless, considering the pace of growth, the company's ability to sustain on collection efficiency and eventually reach pre-pandemic levels of over 99% on a steady-state basis will remain a key monitorable.

Susceptibility to regulatory and legislative risks associated with the microfinance sector

The microfinance sector witnessed two major disruptive events in the past decade. The first was the crisis promulgated by the ordinance passed by the government of Andhra Pradesh in 2010, and the second was demonetisation in 2016. In addition, the sector faced issues of varying intensity in several geographies. Promulgation of the ordinance on MFIs by the government of Andhra Pradesh in 2010 demonstrated their vulnerability to regulatory and legislative risks. The ordinance triggered a chain

of events that adversely affected the business models of MFIs by impairing their growth, asset quality, profitability and solvency. Similarly, the sector witnessed high level of delinquencies post-demonetisation and subsequent socio-political events. For Samasta, the ultimate credit loss due to disruption after demonetisation was close to 14.3%, which was borne over two fiscals. The MFI Bill, 2020 passed recently by the Assam Assembly may increase asset-quality challenges for MFIs. Additionally, any loan waivers announced will make matters worse due to their impact on repayment discipline. In addition, the sector remains susceptible to issues such as local elections, natural calamities and borrower protests among others, which may result in momentary spurt in delinquencies. This indicates the fragility of the business model to external risks. As the business involves lending to the poor and downtrodden sections of society, MFIs will remain exposed to socially sensitive factors, including high interest rates, tighter regulations and legislation.

Liquidity: Strong

Liquidity buffer (cash and liquid investments as on June 30, 2023), at a standalone level, to cover total debt repayment and operating expenses for the succeeding three months was 1.8 times (assuming 75% collection efficiency). Additionally, IIFL Finance will provide timely fund support for servicing of debt if needed. Consolidated liquidity position: Rs 6,544 crore (including undrawn sanction lines of Rs 3,435 crore) as on July 31, 2023, with debt repayments of Rs 4,075 crore over August 2023 to November 2023.

Outlook: Stable

The Stable outlook reflects a similar outlook on the parent, IIFL Finance. CRISIL Ratings believes Samasta will continue to receive financial and managerial support from IIFL Finance, thereby maintaining its adequate capitalisation and liquidity.

Rating Sensitivity factors

Upward factors

- Upward revision in the credit rating of IIFL Finance
- Significant improvement in scale and geographic diversity of operations with top three states accounting for not more than 50% of loan portfolio
- Significant increase in scale and geographic diversity of operations while maintaining return on managed assets (RoMA) above 3% and adjusted gearing at below 3 times

Downward factors

- Downward revision in the credit rating, or change in the support philosophy or ownership by IIFL Finance
- Significant weakness in asset quality, leading to stress in profitability and capitalisation, resulting in a steady state CAR of less than 20%
- Liquidity buffer remaining low as against scheduled debt and loan payments

About the Company

Samasta, an NBFC and MFI, is a majority-owned subsidiary of IIFL Finance. Samasta started operations in March 2008 by taking over Colanac Finance Ltd, an NBFC. It follows the standard Grameen Bank model and lends to groups of five. The centres have 25-30 members. IIFL Finance acquired significant stake in Samasta in fiscal 2017.

Key Financial Indicators

As on / for the period ended 31	Unit	Jun-23/ Q1 fiscal 2024	Mar-23	Mar-22	Mar-21	Mar-20
AUM#	Rs crore	11072	10552	6484	4796	3400
Total income	Rs crore	580.4	1753	1020	702	582
Gross NPA*	%	5.5	5.7	5.3	5.3	3.8
Adjusted gearing	Times	6.7	6.9	5.7	5.3	3.8
Profit after tax (PAT)	Rs crore	92	128	51	67	107
Return on managed assets	%	3.1	1.4	0.9	1.5	3.4

**90 dpd*
#including the BC portfolio

Any other information: Not applicable

Note on complexity levels of the rated instrument:

CRISIL Ratings` complexity levels are assigned to various types of financial instruments and are included (where applicable) in the 'Annexure - Details of Instrument' in this Rating Rationale.

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Annexure - Details of Instrument(s)

ISIN	Name of instrument	Date of allotment	Coupon rate (%)	Maturity date	Issue size (Rs crore)	Complexity levels	Rating assigned with outlook
NA	Commercial paper	NA	NA	7 to 365 Days	500	Simple	CRISIL A1+
INE413U07178	Long-term principal	30-Mar-21	G-SEC LINKED	30-Apr-24	59	Highly complex	CRISIL PPMLD AA-/Stable

	protected market linked debentures						
INE413U07178	Long-term principal protected market linked debentures	31-May-21	G-SEC LINKED	30-Apr-24	74.8	Highly complex	CRISIL PPMLD AA-/Stable
NA	Long-term principal protected market linked debentures^	NA	NA	NA	36.2	Highly complex	CRISIL PPMLD AA-/Stable
NA	Long-term principal protected market linked debentures^	NA	NA	NA	150	Highly complex	CRISIL PPMLD AA-/Stable
INE413U08036	Principal protected market linked non-convertible subordinated debentures	20-Jul-18	NIFTY 50 INDEX LINKED	19-Apr-24	21.85	Highly complex	CRISIL PPMLD AA-/Stable
INE413U08028	Principal protected market linked non-convertible subordinated debentures	20-Jul-18	NIFTY 50 INDEX LINKED	18-Apr-24	11	Highly complex	CRISIL PPMLD AA-/Stable
INE413U08036	Principal protected market linked non-convertible subordinated debentures	20-Jul-18	NIFTY 50 INDEX LINKED	19-Apr-24	67.15	Highly complex	CRISIL PPMLD AA-/Stable
INE413U08044	Non-convertible debentures*	19-Aug-22	11.25%	19-Jul-28	150	Simple	CRISIL AA-/Stable
INE413U08051	Non-convertible debentures	19-Dec-22	10.50%	20-Dec-23	50	Simple	CRISIL AA-/Stable
INE413U08077	Non-convertible debentures	2-Feb-23	11.25%	2-Apr-29	25	Simple	CRISIL AA-/Stable
INE413U08085	Non-convertible debentures	24-Feb-23	10.75%	24-Feb-25	40	Simple	CRISIL AA-/Stable
INE413U08093	Non-convertible debentures	18-May-23	11%	18-May-30	150	Simple	CRISIL AA-/Stable
INE413U08069	Non-convertible debentures	19-Dec-22	11.40%	19-Dec-24	50	Simple	CRISIL AA-/Stable
INE413U07210	Non-convertible debentures	26-May-23	10.00%	26-Nov-26	200	Simple	CRISIL AA-/Stable
INE413U08101	Non-convertible debentures	13-Jun-23	11.00%	13-Jun-30	100	Simple	CRISIL AA-/Stable
NA	Non-convertible debentures*^	NA	NA	NA	85	Simple	CRISIL AA-/Stable
NA	Non-convertible debentures*^	NA	NA	NA	200	Simple	CRISIL AA-/Stable
NA	Proposed Long Term Bank Loan Facility	NA	NA	NA	1,115.45	NA	CRISIL AA-/Stable
NA	Term Loan	25-Mar-22	NA	1-Apr-24	10.83	NA	CRISIL AA-/Stable
NA	Term Loan	28-Sep-22	NA	1-Oct-24	12.57	NA	CRISIL AA-/Stable
NA	Term Loan	23-Mar-23	NA	5-Apr-25	19.46	NA	CRISIL AA-/Stable
NA	Term Loan	24-Nov-21	NA	9-Nov-23	40.4	NA	CRISIL AA-/Stable
NA	Term Loan	8-Dec-22	NA	13-Dec-24	40.89	NA	CRISIL AA-/Stable
NA	Term Loan	8-Dec-22	NA	10-Feb-25	136.36	NA	CRISIL AA-/Stable
NA	Term Loan	1-Sep-21	NA	30-Sep-24	20.83	NA	CRISIL AA-/Stable

NA	Term Loan	24-Feb-23	NA	27-Feb-25	100	NA	CRISIL AA-/Stable
NA	Term Loan	22-Sep-21	NA	1-Sep-24	68.06	NA	CRISIL AA-/Stable
NA	Term Loan	31-Dec-22	NA	31-Dec-25	90.91	NA	CRISIL AA-/Stable
NA	Term Loan	13-Dec-21	NA	22-Dec-23	42.86	NA	CRISIL AA-/Stable
NA	Term Loan	13-Dec-21	NA	18-Feb-24	42.86	NA	CRISIL AA-/Stable
NA	Term Loan	26-Jul-22	NA	28-Jul-24	53.57	NA	CRISIL AA-/Stable
NA	Term Loan	22-Feb-23	NA	23-Feb-25	200	NA	CRISIL AA-/Stable
NA	Term Loan	25-Oct-21	NA	28-Oct-23	6.25	NA	CRISIL AA-/Stable
NA	Term Loan	15-Sep-21	NA	22-Sep-24	136.36	NA	CRISIL AA-/Stable
NA	Term Loan	24-Mar-21	NA	1-Mar-24	4.07	NA	CRISIL AA-/Stable
NA	Term Loan	7-Mar-23	NA	15-Mar-25	43.75	NA	CRISIL AA-/Stable
NA	Term Loan	26-Aug-21	NA	1-Sep-23	6.82	NA	CRISIL AA-/Stable
NA	Term Loan	1-Aug-22	NA	4-Nov-24	35.42	NA	CRISIL AA-/Stable
NA	Term Loan	1-Aug-22	NA	22-Dec-24	43.75	NA	CRISIL AA-/Stable
NA	Term Loan	17-Sep-21	NA	4-Dec-23	4.99	NA	CRISIL AA-/Stable
NA	Term Loan	23-Mar-23	NA	31-May-25	47.92	NA	CRISIL AA-/Stable
NA	Term Loan	8-Mar-21	NA	12-Mar-24	6.82	NA	CRISIL AA-/Stable
NA	Term Loan	24-Sep-21	NA	29-Sep-24	15.91	NA	CRISIL AA-/Stable
NA	Term Loan	24-Apr-23	NA	8-Aug-26	30	NA	CRISIL AA-/Stable
NA	Term Loan	27-Dec-21	NA	29-Dec-23	5	NA	CRISIL AA-/Stable
NA	Term Loan	29-Aug-22	NA	12-Sep-24	15.63	NA	CRISIL AA-/Stable
NA	Term Loan	24-Feb-23	NA	3-Mar-25	21.88	NA	CRISIL AA-/Stable
NA	Term Loan	5-Feb-22	NA	25-Feb-24	25	NA	CRISIL AA-/Stable
NA	Term Loan	17-Nov-22	NA	24-Nov-24	35.42	NA	CRISIL AA-/Stable
NA	Term Loan	19-Dec-22	NA	22-Dec-24	40.45	NA	CRISIL AA-/Stable
NA	Term Loan	29-Mar-23	NA	3-May-25	23.12	NA	CRISIL AA-/Stable
NA	Term Loan	29-Nov-22	NA	30-Nov-24	29.15	NA	CRISIL AA-/Stable
NA	Term Loan	28-Feb-23	NA	27-Feb-25	42.36	NA	CRISIL AA-/Stable
NA	Term Loan	14-Mar-22	NA	23-Mar-24	22.5	NA	CRISIL AA-/Stable
NA	Term Loan	14-Mar-22	NA	15-Mar-24	15	NA	CRISIL AA-/Stable
NA	Term Loan	16-Feb-23	NA	17-May-25	137.5	NA	CRISIL AA-/Stable
NA	Term Loan	25-May-23	NA	5-Jun-25	70	NA	CRISIL AA-/Stable
NA	Term Loan	25-May-23	NA	5-Jun-25	50	NA	CRISIL AA-/Stable
NA	Term Loan	25-May-23	NA	5-Jun-25	30	NA	CRISIL AA-/Stable
NA	Term Loan	25-May-23	NA	5-Jun-25	50	NA	CRISIL AA-/Stable

NA	Term Loan	27-Dec-21	NA	31-Dec-23	25	NA	CRISIL AA-/Stable
NA	Term Loan	29-Jun-22	NA	30-Jun-24	91.43	NA	CRISIL AA-/Stable
NA	Term Loan	29-Jun-22	NA	27-Oct-24	38.1	NA	CRISIL AA-/Stable
NA	Term Loan	27-Mar-23	NA	30-Mar-25	100	NA	CRISIL AA-/Stable
NA	Term Loan	29-Jul-21	NA	10-Jun-23	-	NA	CRISIL AA-/Stable
NA	Term Loan	29-Jul-21	NA	10-Aug-23	5.18	NA	CRISIL AA-/Stable
NA	Term Loan	30-Mar-22	NA	10-Mar-24	28.23	NA	CRISIL AA-/Stable
NA	Term Loan	30-Mar-22	NA	10-May-24	20	NA	CRISIL AA-/Stable
NA	Term Loan	30-Mar-22	NA	9-Jun-24	13.64	NA	CRISIL AA-/Stable
NA	Term Loan	30-Mar-22	NA	10-Jul-24	14.18	NA	CRISIL AA-/Stable
NA	Term Loan	30-Mar-22	NA	9-Aug-24	15.91	NA	CRISIL AA-/Stable
NA	Term Loan	30-Mar-22	NA	10-Sep-24	18.41	NA	CRISIL AA-/Stable
NA	Term Loan	30-Mar-22	NA	10-Oct-24	18.91	NA	CRISIL AA-/Stable
NA	Term Loan	30-Mar-22	NA	10-Nov-24	10.82	NA	CRISIL AA-/Stable
NA	Term Loan	29-Dec-22	NA	30-Dec-24	72.82	NA	CRISIL AA-/Stable
NA	Term Loan	29-Dec-22	NA	10-Jan-25	24.18	NA	CRISIL AA-/Stable
NA	Term Loan	29-Dec-22	NA	10-Feb-25	17.27	NA	CRISIL AA-/Stable
NA	Term Loan	29-Dec-22	NA	13-Mar-25	21	NA	CRISIL AA-/Stable
NA	Term Loan	29-Dec-22	NA	10-Apr-25	24	NA	CRISIL AA-/Stable
NA	Term Loan	29-Dec-22	NA	10-May-25	23	NA	CRISIL AA-/Stable
NA	Term Loan	29-Dec-22	NA	10-Jun-25	22	NA	CRISIL AA-/Stable
NA	Term Loan	27-Oct-21	NA	29-Oct-23	29.17	NA	CRISIL AA-/Stable
NA	Term Loan	17-Mar-22	NA	30-Jun-24	37.5	NA	CRISIL AA-/Stable
NA	Term Loan	20-Dec-22	NA	28-Dec-24	52.5	NA	CRISIL AA-/Stable
NA	Term Loan	17-Jun-23	NA	30-Sep-25	100	NA	CRISIL AA-/Stable
NA	Term Loan	27-Sep-19	NA	18-Jun-23	-	NA	CRISIL AA-/Stable
NA	Term Loan	18-May-20	NA	3-Sep-23	4.15	NA	CRISIL AA-/Stable
NA	Term Loan	9-Mar-22	NA	30-Mar-25	63.63	NA	CRISIL AA-/Stable
NA	Term Loan	9-Mar-22	NA	30-Mar-25	63.62	NA	CRISIL AA-/Stable
NA	Term Loan	27-Mar-23	NA	30-Mar-25	174.99	NA	CRISIL AA-/Stable
NA	Term Loan	25-Mar-22	NA	31-Jul-25	37.5	NA	CRISIL AA-/Stable
NA	Term Loan	25-Mar-22	NA	31-Jul-25	18.75	NA	CRISIL AA-/Stable
NA	Term Loan	23-Jul-21	NA	3-Aug-24	21.25	NA	CRISIL AA-/Stable
NA	Term Loan	26-Sep-22	NA	3-Sep-24	26.67	NA	CRISIL AA-/Stable
NA	Term Loan	15-Sep-22	NA	25-Mar-24	143.65	NA	CRISIL AA-/Stable

NA	Term Loan	2-Mar-23	NA	1-Sep-24	126.28	NA	CRISIL AA-/Stable
NA	Term Loan	16-Aug-21	NA	28-Dec-23	12.48	NA	CRISIL AA-/Stable
NA	Term Loan	19-Aug-22	NA	30-Aug-25	19.7	NA	CRISIL AA-/Stable
NA	Term Loan	6-Mar-23	NA	31-Mar-26	50	NA	CRISIL AA-/Stable
NA	Term Loan	16-Feb-23	NA	17-Feb-26	70	NA	CRISIL AA-/Stable
NA	Term Loan	17-Dec-21	NA	29-Dec-23	12.5	NA	CRISIL AA-/Stable
NA	Term Loan	16-Aug-22	NA	29-Aug-25	23.33	NA	CRISIL AA-/Stable
NA	Term Loan	21-Feb-23	NA	9-Mar-25	39.38	NA	CRISIL AA-/Stable
NA	Term Loan	19-Mar-21	NA	26-Mar-24	12.5	NA	CRISIL AA-/Stable
NA	Term Loan	18-Jul-22	NA	27-Jul-24	28.35	NA	CRISIL AA-/Stable
NA	Term Loan	18-Jul-22	NA	17-Aug-24	30.49	NA	CRISIL AA-/Stable
NA	Term Loan	30-Jun-21	NA	1-Jul-23	-	NA	CRISIL AA-/Stable
NA	Term Loan	30-Dec-21	NA	25-Dec-23	3.75	NA	CRISIL AA-/Stable
NA	Term Loan	23-Jan-23	NA	10-Jan-26	140.9	NA	CRISIL AA-/Stable
NA	Term Loan	23-Sep-19	NA	31-Jan-25	45	NA	CRISIL AA-/Stable
NA	Term Loan	3-Feb-21	NA	31-Mar-26	55.5	NA	CRISIL AA-/Stable
NA	Term Loan	7-Dec-21	NA	30-Jun-23	-	NA	CRISIL AA-/Stable
NA	Term Loan	23-Mar-22	NA	31-Dec-26	120	NA	CRISIL AA-/Stable
NA	Term Loan	10-Feb-23	NA	1-Mar-26	180	NA	CRISIL AA-/Stable
NA	Term Loan	25-Feb-21	NA	1-Mar-24	4.97	NA	CRISIL AA-/Stable
NA	Term Loan	18-Feb-22	NA	1-Feb-25	14.58	NA	CRISIL AA-/Stable
NA	Term Loan	12-Jan-23	NA	1-Jan-25	47.14	NA	CRISIL AA-/Stable
NA	Term Loan	3-Feb-21	NA	29-Feb-24	3.76	NA	CRISIL AA-/Stable
NA	Term Loan	8-Mar-23	NA	31-Mar-25	29	NA	CRISIL AA-/Stable
NA	Term Loan	19-Mar-22	NA	25-Mar-24	20.09	NA	CRISIL AA-/Stable
NA	Term Loan	19-Mar-22	NA	25-Mar-24	20.39	NA	CRISIL AA-/Stable
NA	Term Loan	13-Mar-23	NA	31-Mar-25	44.34	NA	CRISIL AA-/Stable
NA	Term Loan	7-Mar-22	NA	31-Mar-25	15.88	NA	CRISIL AA-/Stable
NA	Term Loan	23-Mar-23	NA	31-Mar-25	75	NA	CRISIL AA-/Stable
NA	Term Loan	30-Jun-23	NA	10-Jul-23	100	NA	CRISIL AA-/Stable
NA	Term Loan	11-Nov-22	NA	16-Nov-24	57.95	NA	CRISIL AA-/Stable
NA	Term Loan	11-Nov-22	NA	16-Nov-24	57.95	NA	CRISIL AA-/Stable
NA	Term Loan	11-Nov-22	NA	30-Dec-24	4.09	NA	CRISIL AA-/Stable
NA	Term Loan	11-Nov-22	NA	30-Dec-24	4.09	NA	CRISIL AA-/Stable
NA	Term Loan	11-Nov-22	NA	21-Mar-25	10.98	NA	CRISIL AA-/Stable

NA	Term Loan	11-Nov-22	NA	21-Mar-25	10.98	NA	CRISIL AA-/Stable
NA	Term Loan	11-Nov-22	NA	29-May-25	11.5	NA	CRISIL AA-/Stable
NA	Term Loan	11-Nov-22	NA	29-May-25	11.5	NA	CRISIL AA-/Stable
NA	Term Loan	11-Nov-22	NA	30-Jun-25	5	NA	CRISIL AA-/Stable
NA	Term Loan	11-Nov-22	NA	30-Jun-25	5	NA	CRISIL AA-/Stable
NA	Term Loan	21-Apr-21	NA	28-Jul-23	3.75	NA	CRISIL AA-/Stable
NA	Term Loan	27-Dec-21	NA	30-Mar-24	7.5	NA	CRISIL AA-/Stable
NA	Term Loan	17-Mar-22	NA	24-Apr-24	15	NA	CRISIL AA-/Stable
NA	Term Loan	19-May-22	NA	28-Aug-24	7.81	NA	CRISIL AA-/Stable
NA	Term Loan	26-Aug-22	NA	29-Nov-24	16.5	NA	CRISIL AA-/Stable
NA	Term Loan	30-May-23	NA	30-Aug-25	38	NA	CRISIL AA-/Stable
NA	Term Loan	26-Mar-21	NA	10-Mar-24	22.5	NA	CRISIL AA-/Stable
NA	Term Loan	9-Nov-21	NA	10-Oct-24	80	NA	CRISIL AA-/Stable
NA	Term Loan	27-Sep-22	NA	10-Aug-25	346.64	NA	CRISIL AA-/Stable
NA	Term Loan	18-Mar-22	NA	21-Mar-24	37.4	NA	CRISIL AA-/Stable
NA	Term Loan	26-Apr-22	NA	24-Nov-23	16.67	NA	CRISIL AA-/Stable
NA	Term Loan	26-Apr-22	NA	30-Nov-23	24.17	NA	CRISIL AA-/Stable
NA	Term Loan	7-Oct-22	NA	27-Jun-24	13.33	NA	CRISIL AA-/Stable
NA	Term Loan	7-Oct-22	NA	8-Nov-24	85.89	NA	CRISIL AA-/Stable
NA	Term Loan	7-Oct-22	NA	8-May-25	14.3	NA	CRISIL AA-/Stable
NA	Term Loan	7-Oct-22	NA	16-May-25	14.3	NA	CRISIL AA-/Stable
NA	Term Loan	21-Oct-20	NA	28-Oct-23	39.99	NA	CRISIL AA-/Stable
NA	Term Loan	18-Jan-22	NA	31-Jan-25	178.12	NA	CRISIL AA-/Stable
NA	Term Loan	18-Oct-21	NA	5-Nov-23	4.59	NA	CRISIL AA-/Stable
NA	Term Loan	30-Jan-23	NA	28-Feb-26	28.96	NA	CRISIL AA-/Stable
NA	Term Loan	22-Feb-23	NA	10-Sep-24	16.67	NA	CRISIL AA-/Stable
NA	Term Loan	22-May-23	NA	25-May-25	75	NA	CRISIL AA-/Stable
NA	Term Loan	2-Feb-22	NA	31-Mar-25	28.89	NA	CRISIL AA-/Stable
NA	Term Loan	11-Feb-21	NA	26-Feb-24	4.85	NA	CRISIL AA-/Stable
NA	Term Loan	21-Mar-22	NA	31-Mar-25	28.64	NA	CRISIL AA-/Stable
NA	Term Loan	19-Jan-23	NA	31-Dec-25	36.36	NA	CRISIL AA-/Stable
NA	Term Loan	26-Oct-21	NA	25-Oct-23	5	NA	CRISIL AA-/Stable
NA	Term Loan	29-Sep-22	NA	25-Sep-24	14.37	NA	CRISIL AA-/Stable
NA	Term Loan	21-Dec-21	NA	30-Nov-23	8.26	NA	CRISIL AA-/Stable
NA	Term Loan	20-Jun-22	NA	28-Jun-24	16.74	NA	CRISIL AA-/Stable

NA	Term Loan	3-Mar-23	NA	28-Feb-25	34.12	NA	CRISIL AA-/Stable
NA	Term Loan	21-Mar-23	NA	31-Mar-25	43.75	NA	CRISIL AA-/Stable
NA	Non-convertible debentures^	NA	NA	NA	2000	Simple	CRISIL AA-/Stable

**Interchangeable between secured and subordinated debt*
^Yet to be issued

Annexure - Details of Rating Withdrawn

ISIN	Name of instrument	Date of allotment	Coupon rate (%)	Maturity date	Issue size (Rs.Crore)	Complexity levels	Rating assigned with outlook
INE413U07202	Long-term principal protected market linked debentures	1-Jun-2022	G-SEC LINKED	1-Sep-2023	200	Highly Complex	Withdrawn
INE413U07103	Non-convertible debentures	5-Jun-2020	11.50%	5-Jun-2023	60	Simple	Withdrawn
INE413U07129	Non-convertible debentures	10-Jul-2020	11.50%	10-Jul-2023	25	Simple	Withdrawn

Annexure - Rating History for last 3 Years

	Current			2023 (History)		2022		2021		2020		Start of 2020
Instrument	Type	Outstanding Amount	Rating	Date	Rating	Date	Rating	Date	Rating	Date	Rating	Rating
Fund Based Facilities	LT	7200.0	CRISIL AA-/Stable	16-08-23	CRISIL AA-/Stable	26-09-22	CRISIL AA-/Stable	29-12-21	CRISIL AA-/Stable	24-12-20	CRISIL A+/Negative	CRISIL A+/Stable
			--	06-06-23	CRISIL AA-/Stable	20-09-22	CRISIL AA-/Stable	23-09-21	CRISIL AA-/Stable	10-08-20	CRISIL A+/Negative	--
			--	23-05-23	CRISIL AA-/Stable	12-08-22	CRISIL AA-/Stable	14-09-21	CRISIL AA-/Stable	26-06-20	CRISIL A+/Negative	--
			--	15-03-23	CRISIL AA-/Stable	09-06-22	CRISIL AA-/Stable	03-06-21	CRISIL A+/Stable	04-05-20	CRISIL A+/Stable	--
			--	07-02-23	CRISIL AA-/Stable		--	31-03-21	CRISIL A+/Stable	24-04-20	CRISIL A+/Stable	--
			--	24-01-23	CRISIL AA-/Stable		--	26-02-21	CRISIL A+/Negative		--	--
			--	09-01-23	CRISIL AA-/Stable		--		--		--	--
Commercial Paper	ST	500.0	CRISIL A1+	16-08-23	CRISIL A1+	26-09-22	CRISIL A1+	29-12-21	CRISIL A1+	24-12-20	CRISIL A1+	CRISIL A1+
			--	06-06-23	CRISIL A1+	20-09-22	CRISIL A1+	23-09-21	CRISIL A1+	10-08-20	CRISIL A1+	--
			--	23-05-23	CRISIL A1+	12-08-22	CRISIL A1+	14-09-21	CRISIL A1+	26-06-20	CRISIL A1+	--
			--	15-03-23	CRISIL A1+	09-06-22	CRISIL A1+	03-06-21	CRISIL A1+	04-05-20	CRISIL A1+	--
			--	07-02-23	CRISIL A1+		--	31-03-21	CRISIL A1+	24-04-20	CRISIL A1+	--
			--	24-01-23	CRISIL A1+		--	26-02-21	CRISIL A1+		--	--
			--	09-01-23	CRISIL A1+		--		--		--	--
Non Convertible Debentures	LT	3450.0	CRISIL AA-/Stable	16-08-23	CRISIL AA-/Stable	26-09-22	CRISIL AA-/Stable	29-12-21	CRISIL AA-/Stable	24-12-20	CRISIL A+/Negative	CRISIL A+/Stable
			--	06-06-23	CRISIL AA-/Stable	20-09-22	CRISIL AA-/Stable	23-09-21	CRISIL AA-/Stable	10-08-20	CRISIL A+/Negative	--
			--	23-05-23	CRISIL AA-/Stable	12-08-22	CRISIL AA-/Stable	14-09-21	CRISIL AA-/Stable	26-06-20	CRISIL A+/Negative	--
			--	15-03-23	CRISIL AA-/Stable	09-06-22	CRISIL AA-/Stable	03-06-21	CRISIL A+/Stable	04-05-20	CRISIL A+/Stable	--
			--	07-02-23	CRISIL AA-/Stable		--	31-03-21	CRISIL A+/Stable	24-04-20	CRISIL A+/Stable	--
			--	24-01-23	CRISIL AA-/Stable		--	26-02-21	CRISIL A+/Negative		--	--
			--	09-01-23	CRISIL AA-/Stable		--		--		--	--
Long Term Principal Protected Market	LT	900.0	CRISIL PPMLD AA-/Stable	16-08-23	CRISIL PPMLD AA-/Stable	26-09-22	CRISIL PPMLD AA- r /Stable	29-12-21	CRISIL PPMLD AA- r /Stable	24-12-20	CRISIL PPMLD A+ r /Negative	CRISIL PPMLD A+ r /Stable

Linked Debentures												
			--	06-06-23	CRISIL PPMLD AA-/Stable	20-09-22	CRISIL PPMLD AA- r /Stable	23-09-21	CRISIL PPMLD AA- r /Stable	10-08-20	CRISIL PPMLD A+ r /Negative	--
			--	23-05-23	CRISIL PPMLD AA-/Stable	12-08-22	CRISIL PPMLD AA- r /Stable	14-09-21	CRISIL PPMLD AA- r /Stable	26-06-20	CRISIL PPMLD A+ r /Negative	--
			--	15-03-23	CRISIL PPMLD AA-/Stable	09-06-22	CRISIL PPMLD AA- r /Stable	03-06-21	CRISIL PPMLD A+ r /Stable	04-05-20	CRISIL PPMLD A+ r /Stable	--
			--	07-02-23	CRISIL PPMLD AA-/Stable		--	31-03-21	CRISIL PPMLD A+ r /Stable	24-04-20	CRISIL PPMLD A+ r /Stable	--
			--	24-01-23	CRISIL PPMLD AA- r /Stable		--	26-02-21	CRISIL PPMLD A+ r /Negative		--	--
			--	09-01-23	CRISIL PPMLD AA- r /Stable		--		--		--	--
Principal Protected Market Linked Non-Convertible Subordinated Debentures	LT	100.0	CRISIL PPMLD AA-/Stable	16-08-23	CRISIL PPMLD AA-/Stable	26-09-22	CRISIL PPMLD AA- r /Stable	29-12-21	CRISIL PPMLD AA- r /Stable	24-12-20	CRISIL PPMLD A+ r /Negative	CRISIL PPMLD A+ r /Stable
			--	06-06-23	CRISIL PPMLD AA-/Stable	20-09-22	CRISIL PPMLD AA- r /Stable	23-09-21	CRISIL PPMLD AA- r /Stable	10-08-20	CRISIL PPMLD A+ r /Negative	--
			--	23-05-23	CRISIL PPMLD AA-/Stable	12-08-22	CRISIL PPMLD AA- r /Stable	14-09-21	CRISIL PPMLD AA- r /Stable	26-06-20	CRISIL PPMLD A+ r /Negative	--
			--	15-03-23	CRISIL PPMLD AA-/Stable	09-06-22	CRISIL PPMLD AA- r /Stable	03-06-21	CRISIL PPMLD A+ r /Stable	04-05-20	CRISIL PPMLD A+ r /Stable	--
			--	07-02-23	CRISIL PPMLD AA-/Stable		--	31-03-21	CRISIL PPMLD A+ r /Stable	24-04-20	CRISIL PPMLD A+ r /Stable	--
			--	24-01-23	CRISIL PPMLD AA- r /Stable		--	26-02-21	CRISIL PPMLD A+ r /Negative		--	--
			--	09-01-23	CRISIL PPMLD AA- r /Stable		--		--		--	--

All amounts are in Rs.Cr.

Annexure - Details of Bank Lenders & Facilities

Facility	Amount (Rs.Crore)	Name of Lender	Rating
Proposed Long Term Bank Loan Facility	**1115.45**	**Not Applicable**	**CRISIL AA-/Stable**
Term Loan	**12.5**	**Maanaveeya Development & Finance Private Limited**	**CRISIL AA-/Stable**
Term Loan	**19.37**	**Utkarsh Small Finance Bank Limited**	**CRISIL AA-/Stable**
Term Loan	**70**	**Kookmin Bank**	**CRISIL AA-/Stable**
Term Loan	**16.67**	**Tata Capital Financial Services Limited**	**CRISIL AA-/Stable**
Term Loan	**52.73**	**Dhanlaxmi Bank Limited**	**CRISIL AA-/Stable**
Term Loan	**375**	**The Hongkong and Shanghai Banking Corporation Limited**	**CRISIL AA-/Stable**
Term Loan	**306.39**	**Indian Bank**	**CRISIL AA-/Stable**
Term Loan	**43.75**	**YES Bank Limited**	**CRISIL AA-/Stable**
Term Loan	**43.75**	**Kisetsu Saison Finance India Private Limited**	**CRISIL AA-/Stable**

Term Loan	12.48	The Karnataka Bank Limited	CRISIL AA-/Stable
Term Loan	47.91	Jana Small Finance Bank Limited	CRISIL AA-/Stable
Term Loan	254.52	IDFC FIRST Bank Limited	CRISIL AA-/Stable
Term Loan	56.25	Indian Overseas Bank	CRISIL AA-/Stable
Term Loan	140.9	Micro Units Development and Refinance Agency Limited	CRISIL AA-/Stable
Term Loan	349.54	ICICI Bank Limited	CRISIL AA-/Stable
Term Loan	71.51	Hinduja Leyland Finance Limited	CRISIL AA-/Stable
Term Loan	269.93	JM Financial Products Limited	CRISIL AA-/Stable
Term Loan	88.56	SBM Bank (India) Limited	CRISIL AA-/Stable
Term Loan	60.42	HDFC Bank Limited	CRISIL AA-/Stable
Term Loan	75.2	Kotak Mahindra Bank Limited	CRISIL AA-/Stable
Term Loan	217.64	Axis Bank Limited	CRISIL AA-/Stable
Term Loan	449.14	Small Industries Development Bank of India	CRISIL AA-/Stable
Term Loan	6.25	Bajaj Finance Limited	CRISIL AA-/Stable
Term Loan	90.88	Punjab and Sind Bank	CRISIL AA-/Stable
Term Loan	4.07	Capital Small Finance Bank Limited	CRISIL AA-/Stable
Term Loan	69.85	Union Bank of India	CRISIL AA-/Stable
Term Loan	179.05	RBL Bank Limited	CRISIL AA-/Stable
Term Loan	136.36	Canara Bank	CRISIL AA-/Stable
Term Loan	69.7	The Karur Vysya Bank Limited	CRISIL AA-/Stable
Term Loan	84.82	Northern Arc Capital Limited	CRISIL AA-/Stable
Term Loan	32.76	Nabsamruddhi Finance Limited	CRISIL AA-/Stable
Term Loan	120.83	Bank of Baroda	CRISIL AA-/Stable
Term Loan	42.87	Aditya Birla Finance Limited	CRISIL AA-/Stable
Term Loan	37.4	The South Indian Bank Limited	CRISIL AA-/Stable
Term Loan	59.17	Woori Bank	CRISIL AA-/Stable
Term Loan	85.98	DBS Bank India Limited	CRISIL AA-/Stable
Term Loan	219.17	IDBI Bank Limited	CRISIL AA-/Stable
Term Loan	42.5	The Federal Bank Limited	CRISIL AA-/Stable
Term Loan	168.66	Standard Chartered Bank Limited	CRISIL AA-/Stable
Term Loan	33.55	Suryoday Small Finance Bank Limited	CRISIL AA-/Stable
Term Loan	400.5	National Bank For Agriculture and Rural Development	CRISIL AA-/Stable
Term Loan	66.69	Nabkisan Finance Limited	CRISIL AA-/Stable
Term Loan	75	Piramal Enterprises Limited	CRISIL AA-/Stable
Term Loan	100	Punjab and Sind Bank	CRISIL AA-/Stable
Term Loan	28.89	UCO Bank	CRISIL AA-/Stable
Term Loan	339.29	Bandhan Bank Limited	CRISIL AA-/Stable

Term Loan	**158.97**	**Bank of Maharashtra**	**CRISIL AA-/Stable**
Term Loan	**58.84**	**Mahindra and Mahindra Financial Services Limited**	**CRISIL AA-/Stable**
Term Loan	**63.57**	**Hero FinCorp Limited**	**CRISIL AA-/Stable**
Term Loan	**218.12**	**State Bank of India**	**CRISIL AA-/Stable**
Term Loan	**3.75**	**MAS Financial Services Limited**	**CRISIL AA-/Stable**
Term Loan	**52.9**	**DCB Bank Limited**	**CRISIL AA-/Stable**

Criteria Details

Links to related criteria
Rating Criteria for Finance Companies
CRISILs Bank Loan Ratings - process, scale and default recognition
Criteria for Notching up Stand Alone Ratings of Companies based on Parent Support
CRISILs Criteria for rating short term debt

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Acuite RATINGS & RESEARCH

Rating Letter - Intimation of Rating Action

Scan this QR Code to verify authenticity of this rating

Letter Issued on : October 06, 2023
Letter Expires on : September 07, 2024
Annual Fee valid till : September 07, 2024

IIFL SAMASTA FINANCE LIMITED
NO 110/3, LALBAGH ROAD,
KRISHNAPPA LAYOUT, BENGALURU URBAN,
Bangalore 560027
KARNATAKA

Kind Attn.: Mr. ANANTHA KUMAR T, CHIEF FINANCIAL OFFICER (Tel. No.9843978845)

Sir / Madam,

Sub.: Rating(s) Reaffirmed - Debt Instruments of IIFL SAMASTA FINANCE LIMITED

Please note that the current rating(s) and outlook, instrument details, and latest rating action for the aforementioned instrument are as under:

	Long Term Instruments	Short Term Instruments
Total Rated Quantum (Rs. Cr.)	2000.00*	0.00
Quantum of Enhancement (Rs. Cr.)	0.00	0.00
Rating(s)	ACUITE AA	Not Applicable
Outlook	Stable	Not Applicable
Most recent Rating Action(s)	Reaffirmed	Not Applicable
Date of most recent Rating Action(s)	October 06, 2023	Not Applicable
Rating Watch	Not Applicable	Not Applicable

**Public Issue*

Acuité reserves the right to revise the rating(s), along with the outlook, at any time, on the basis of new information, or other circumstances which Acuité believes may have an impact on the rating(s). Such revisions, if any, would be appropriately disseminated by Acuité as required under prevailing SEBI guidelines and Acuité 's policies.

This letter will expire on **September 07, 2024** or on the day when Acuité takes the next rating action, whichever is earlier. It may be noted that the rating(s) is subject to change anytime even before the expiry date of this letter. Hence lenders / investors are advised to visit https://www.acuite.in/ OR scan the QR code given above to confirm the current outstanding rating(s).

Acuité will re-issue this rating letter on **September 08, 2024** subject to receipt of surveillance fee as applicable. If the rating(s) is reviewed before **September 07, 2024**, Acuité will issue a new rating letter.

Antony Jose
Chief Rating Officer

Annexures:
A. Details of the Rated Instrument

Annexure A. Details of the rated instrument			
Instruments	Scale	Amt. (Rs. Cr)	Rating Assigned (Outlook) | Rating Action
Proposed Non Convertible Debentures	Long-term	2000.00*	ACUITE AA (Stable) | Reaffirmed
Total Quantum Rated		**2000.00**	-

**Public Issue*

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Acuite RATINGS & RESEARCH

Press Release
IIFL SAMASTA FINANCE LIMITED
October 06, 2023
Rating Reaffirmed

Product	Quantum (Rs. Cr)	Long Term Rating	Short Term Rating
Non Convertible Debentures (NCD)	3000.00	ACUITE AA | Stable | Reaffirmed	-
Commercial Paper (CP)	50.00	-	ACUITE A1+ | Reaffirmed
Total Outstanding Quantum (Rs. Cr)	3050.00	-	-

Rating Rationale

Acuite has reaffirmed its long term rating of **ACUITE AA (read as ACUITE double A)** on the Rs. 3000 Cr. Non-Convertible Debentures facility* of IIFL Samasta Finance Limited (IIFL Samasta). The outlook is '**Stable'.**

*Out of the Rs. 3000 Cr NCD facility, Rs. 2000 Cr are proposed to be a public issue.

Acuite has reaffirmed its rating of **ACUITE A1+ (read as ACUITE A one plus)** on the Rs. 50.00 Cr Proposed Commercial Paper of IIFL Samasta Finance Limited.

Rating Rationale

The rating continues to derive strength from IIFL Samasta's strong parentage through IIFL Finance Limited (IIFL Finance), the NBFC-MFI (Samasta) is a 99.51 percent subsidiary of the parent company, and expectations of continued support going forward. By virtue of majority ownership, IIFL Samasta also enjoys significant managerial and financial synergies with IIFL Finance group. The rating further derives strength from IIFL Samasta's strategic importance for the parent company given that the NBFC-MFI arm provides business & revenue diversification. Acuite also takes cognizance that the promoter will maintain majority ownership in IIFL Samasta Finance Limited. The parent company IIFL Finance Limited (Listed) has a total networth of ~Rs. 10,202 Crore and a market cap of over Rs. 17,755 Crore as on March 31, 2023. The rating also takes into consideration the significant growth in IIFL Samasta's assets under management (AUM) over the last year, leading to improved and healthy profitability metrics. The company's loan portfolio outstanding as on March 31, 2023 grew significantly to Rs. 10,552.24 Cr as compared to Rs. 6,483.84 Cr as on March 31, 2022 and has reported PAT of Rs. 128.18 Cr as on March 31, 2023 as against Rs.50.60 Cr as on March 31, 2022. Further, the loan portfolio outstanding increased to Rs. 11, 072.31 Cr and reported PAT of Rs. 91.60 Cr during Q1FY2024. The rating also factors in company's sound asset quality and robust risk management practices. IIFL Samasta reported gross nonperforming assets (GNPA) of 2.11 percent as on June 30, 2023. The rating is however constrained by concentration of loan portfolio in the top 4 states (Bihar, Tamil Nadu, Karnataka and Rajasthan) comprising ~60 percent of the AUM and susceptibility to risks inherent to microfinance segment.

About the company

IIFL Samasta started operations in March 2008. The Company aims at helping customers with income generating activities and working capital requirements. IIFL Finance acquired significant stake in Samasta in fiscal year 2017. As on June 30, 2023, Samasta had a presence in 21 states, catering to more than 34 lakh customers through a network of 1,352 branches spread across 363 districts.

About the Group

IIFL Finance is the listed holding company of the IIFL Finance group and is registered as a systemically important non-deposit-taking, non-banking financial company. The group offers various retail lending products, including gold loans, home loans, LAP, business loans and microfinance loans which are the core segments and form 93% of the AUM while the rest comprises capital market-based lending (margin funding and loans against shares) and construction and developer finance.

Analytical Approach

Analytical Approach Extent of Consolidation

• Full Consolidation

Rationale for Consolidation or Parent / Group / Govt. Support

Acuite has consolidated the business and financial risk profiles of IIFL Finance (Parent Company) and its subsidiaries, including IIFL Home and IIFL Samasta Finance Ltd (IIFL Samasta). This consolidation is in the view of the common promoters, shared brand name and strong financial and operation synergies.

Key Rating Drivers

Strength

Promoter support and synergies arising from association with IIFL Finance Group

Samasta is supported by the managerial, and the financial synergies of the group. IIFL Group made a strategic investment in IIFL Samasta Finance Limited, and the Group shall continue to hold a controlling stake in the business. The credit profile of Samasta derives significant financial flexibility as a part.

Samasta has been receiving periodical support from its promoters over the years. IIFL Group had infused a total capital of ~Rs. 200 Cr during Q4FY23. Furthermore, Samasta is expected to receive funding support from the group to support the expansion of its business operations. It also has representatives on the board from IIFL group.

Acuite believes that the microfinance business is strategically important for IIFL group and it helps diversify the financial product suite of the parent and expand its presence in the financial inclusion space. Also, the microfinance business is scalable, and is expected to grow moderately over the medium term.

Adequate Earnings Profile

At IIFL Finance group level, the revenue streams comprise of IIFL Finance Limited (Parent Company) and its subsidiaries IIFL Home Finance Limited and IIFL Samasta Finance Limited. The parent company along with IIFL Home Finance Limited contributed ~90 percent towards the bottom-line in FY2023.

On a consolidated level, the IIFL group reported a profit of Rs. 1,607.55 Cr as on March 31, 2023 improving from Rs. 1,188.25 Cr as on March 31, 2022. On a standalone basis, Samasta's profitability indicators were healthy marked by Net Interest Margin (NIM) which stood at 12.09 percent as on March 31, 2023. The NBFC-MFI reported a PAT of Rs 128.18 Cr as on March 31, 2023 vis-à-vis Rs 50.60 Cr. as on March 31, 2022. Samasta reported a PAT of Rs. 91.60 Cr during Q1FY24. IIFL Samasta's loan portfolio has grown steadily owing to healthy disbursement levels. The company's overall disbursement remained healthy, the disbursement stood at Rs. 10,213.76 Cr as on FY2023 as compared to Rs. 6,483.84 Cr as on FY2022.

Acuité believes that the ability of the company to sustain the improved levels of earnings profile would be a key monitorable.

Significant AUM growth while maintaining sound asset quality

IIFL Samasta's loan portfolio outstanding as on March 31, 2023 grew significantly to Rs.10,552.24 Cr as compared to Rs. 6,483.84 Cr as on March 31, 2022. The loan portfolio outstanding further grew to Rs. 11,072.31 Cr as on June 30, 2023. The loans have an average tenure ranging upto 24months. IIFL Samasta has demonstrated sound asset quality, as reflected in the Gross NonPerforming Assets (GNPA) of 2.11percent and NNPA of 0.62 percent as on June 30, 2023. The company has structured inherent checks for effective risk management that include lending policy, underwriting process and dedicated due diligence team, which helps to maintain asset quality. The company's collection efficiency for current month due averages above 95 percent for last 6 month ended June 30, 2023, resulting to an ontime portfolio of 95.50 percent as on June 30, 2023.

Acuite believes that the ability of the company to grow its loan portfolio while maintaining asset quality will be key monitorable.

Weakness

Geographic concentration in operations

IIFL Samasta has its operations spreads across 21 states spanning 363 districts through its network of 1,352 branches as on June 30, 2023. The company has added 460 branches during FY2023. Despite the expansion geographic concentration of loan portfolio was seen in the top 4 states (Bihar, Tamil Nadu, Karnataka and Rajasthan) comprising ~60 percent of the AUM. IIFL Samasta has been gradually reducing its exposure to geographic concentration with addition of new branches in different districts and venturing in new states. Acuité believes that containing additional slippages while maintaining the growth in the loan portfolio and reducing geographic concentration will be crucial.

Susceptibility to risks inherent to microfinance segment

IIFL Samasta Finance Limited primarily extends unsecured loans to economically challenged borrowers who have limited ability to absorb income shocks. Since financial assistance to economic challenged borrowers is a sensitive issue, from government standpoint the regulatory dispensation in respect of the policies becomes relevant. Any changes in the regulatory environment impeding the ability of entities like IIFL Samasta to enforce collections, etc will have an impact on its operational performance. Besides the regulatory risks, the inherent nature of the business renders the portfolios vulnerable to event risks such as natural calamities in the area of operations.

ESG Factors Relevant for Rating

IIFL Finance is the listed holding company of the IIFL Finance group and is registered as a systemically important non-deposit-taking, non-banking financial company. Some of the material governance issues for the financial services sector are policies and practices with regard to business ethics, board diversity and independence, compensation structure for board and KMPs, role of the audit committee and shareholders' rights. On the social aspect, some of the critical issues for the sector are the contributions to financial inclusion and community development, responsible financing including environmentally friendly projects and policies around data privacy. The industry, by nature has a low exposure to environmental risks. The entity maintains adequate transparency in its business ethics practices as can be inferred from the entity's disclosures regarding related party transactions, vigil mechanism and whistle blower policy. The board of directors of the company comprise of 8 directors out of which 4 are independent director. The audit committee is with the objective to monitor and provide an unbiased supervision of the management's financial reporting process. IFL also maintains transparency in terms of disclosures pertaining to interest rate policy and its adherence to Fair Practice Code as disseminated by Reserve Bank of India's circular. It continues to work on several community development initiatives and has also developed a social performance management system to facilitate financial stability of its staff and clients. In digitalization, the Company promotes technology that encapsulates the entire MFI operations of the company on Application Service Provider model.

Rating Sensitivity

- Movement in profitability as per the expectations
- Movement in the asset quality and collection efficiency
- Changes in Regulatory environment
- Continued funding support from promoters as well as capital raising ability Changes in Capital Structure

All Covenants

None

Liquidity Position

Adequate

IIFL Samasta Finance Limited's liquidity profile is adequate with no cumulative mismatches in individual buckets up in near to medium term based on the ALM statement as on June 30, 2023. Further, the company has cash and cash equivalents of Rs. 227.11 Cr. as on March 31, 2023. Additionally, IIFL Finance will provide timely fund support for servicing of debt if needed.

Outlook:

Acuité believes that IIFL Samasta Finance Limited will maintain a 'Stable' outlook over the near to medium term owing to the established track record of promoters and their demonstrated ability to sustain the business growth. The outlook may be revised to 'Positive' in case of higher than envisaged growth in loan portfolio while maintaining profitability and asset quality metrics. Conversely, the outlook may be revised to 'Negative' in case of any deterioration in asset quality, profitability metrics and capital structure

Other Factors affecting Rating

None

Key Financials - Standalone / Originator

Particulars	Unit	FY23 (Actual)	FY22 (Actual)
Total Assets	Rs. Cr.	8859.06	6331.31
Total Income*	Rs. Cr.	1060.60	612.84
PAT	Rs. Cr.	128.18	50.60
Net Worth	Rs. Cr.	1332.15	999.28
Return on Average Assets (RoAA)	(%)	1.69	0.95

Return on Average Net Worth (RoNW)	(%)	11.04	6.14
Debt/Equity	Times	5.5	5.21
Gross NPA	(%)	2.12	3.07
Net NPA	(%)	0.81	0.82

**Total income equals to Net Interest Income plus other income.*

Key Financials - Consolidated

Particulars	Unit	FY23 (Actual)	FY22 (Actual)
Total Assets	Rs. Cr.	52878.65	45624.36
Total Income*	Rs. Cr.	5225.28	3990.07
PAT	Rs. Cr.	1607.55	1188.25
Net Worth	Rs. Cr.	10202.14	6469.73
Return on Average Assets (RoAA)	(%)	3.26	2.76
Return on Average Net Worth (RoNW)	(%)	19.28	20.03
Debt/Equity	Times	3.88	5.55
Gross NPA	(%)	1.84	3.15
Net NPA	(%)	1.08	1.83

**Total income equals to Net Interest Income plus other income.*

Status of non-cooperation with previous CRA (if applicable):

None

Any other information

None

Applicable Criteria

- Application Of Financial Ratios And Adjustments: https://www.acuite.in/view-rating-criteria-53.htm
- Banks And Financial Institutions: https://www.acuite.in/view-rating-criteria-45.htm
- Consolidation Of Companies: https://www.acuite.in/view-rating-criteria-60.htm
- Default Recognition: https://www.acuite.in/view-rating-criteria-52.htm
- Non-Banking Financing Entities: https://www.acuite.in/view-rating-criteria-44.htm

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Rating History

Date	Name of Instruments/Facilities	Term	Amount (Rs. Cr)	Rating/Outlook
25 Sep 2023	Proposed Non Convertible Debentures	Long Term	2000.00	ACUITE AA | Stable (Assigned)
	Non Convertible Debentures	Long Term	200.00	ACUITE AA | Stable (Reaffirmed)
	Proposed Non Convertible Debentures	Long Term	50.00	ACUITE AA | Stable (Reaffirmed)
	Proposed Non Convertible Debentures	Long Term	500.00	ACUITE AA | Stable (Reaffirmed)
	Non Convertible Debentures	Long Term	150.00	ACUITE AA | Stable (Reaffirmed)
	Proposed Commercial Paper Program	Short Term	50.00	ACUITE A1+ (Reaffirmed)
	Non Convertible Debentures	Long Term	100.00	ACUITE AA | Stable (Reaffirmed)
07 Jun 2023	Proposed Commercial Paper Program	Short Term	50.00	ACUITE A1+ (Reaffirmed)
	Proposed Non Convertible Debentures	Long Term	500.00	ACUITE AA | Stable (Assigned)
	Proposed Non Convertible Debentures	Long Term	350.00	ACUITE AA | Stable (Reaffirmed)
	Proposed Non Convertible Debentures	Long Term	150.00	ACUITE AA | Stable (Reaffirmed)
15 May 2023	Proposed Commercial Paper Program	Short Term	50.00	ACUITE A1+ (Reaffirmed)
	Proposed Non Convertible Debentures	Long Term	150.00	ACUITE AA | Stable (Reaffirmed)
	Proposed Non Convertible Debentures	Long Term	350.00	ACUITE AA | Stable (Reaffirmed)
08 May 2023	Proposed Non Convertible Debentures	Long Term	350.00	ACUITE AA | Stable (Assigned)
	Proposed Commercial Paper Program	Short Term	50.00	ACUITE A1+ (Assigned)
	Proposed Non Convertible Debentures	Long Term	150.00	ACUITE AA | Stable (Assigned)

Annexure - Details of instruments rated

Lender's Name	ISIN	Facilities	Date Of Issuance	Coupon Rate	Maturity Date	Quantum (Rs. Cr.)	Complexity Level	Rating
Not Applicable	INE413U08093	Non-Convertible Debentures (NCD)	18 May 2023	11.00	18 May 2030	150.00	Simple	ACUITE AA | Stable | Reaffirmed
Not Applicable	INE413U07210	Non-Convertible Debentures (NCD)	26 May 2023	10.00	26 Nov 2026	200.00	Simple	ACUITE AA | Stable | Reaffirmed
Not Applicable	INE413U08101	Non-Convertible Debentures (NCD)	13 Jun 2023	11.00	13 Jun 2030	100.00	Simple	ACUITE AA | Stable | Reaffirmed
Not Applicable	Not Applicable	Proposed Commercial Paper Program	Not Applicable	Not Applicable	Not Applicable	50.00	Simple	ACUITE A1+ | Reaffirmed
Not Applicable	Not Applicable	Proposed Non Convertible Debentures	Not Applicable	Not Applicable	Not Applicable	50.00	Simple	ACUITE AA | Stable | Reaffirmed
Not Applicable	Not Applicable	Proposed Non Convertible Debentures	Not Applicable	Not Applicable	Not Applicable	500.00	Simple	ACUITE AA | Stable | Reaffirmed
Not Applicable	Not Applicable	Proposed Non Convertible Debentures	Not Applicable	Not Applicable	Not Applicable	2000.00	Simple	ACUITE AA | Stable | Reaffirmed

Annexure 2 - List of Entities (applicable for Consolidation or Parent / Group / Govt. Support)

Name of Entities Consolidated	
IIFL Finance Ltd	Parent
IIFL Home Finance Ltd	Subsidiary
IIFL Samasta Finance Ltd	Subsidiary

Contacts

Mohit Jain Senior Vice President - Rating Operations Nitin Chavan Analyst - Rating Operations	**Contact details exclusively for investors and lenders** Mob: +91 8069217456 Email ID: analyticalsupport@acuite.in

About Acuité Ratings & Research

Acuité is a full-service Credit Rating Agency registered with the Securities & Exchange Board of India (SEBI). The company received RBI Accreditation as an External Credit Assessment Institution (ECAI) for Bank Loan Ratings under BASEL-II norms in the year 2012. Acuité has assigned ratings to various securities, debt instruments and bank facilities of entities spread across the country and across a wide cross section of industries. It has its Registered and Head Office in Kanjurmarg, Mumbai.

Disclaimer: An Acuité rating does not constitute an audit of the rated entity and should not be treated as a recommendation or opinion that is intended to substitute for a financial adviser's or investor's independent assessment of whether to buy, sell or hold any security. Ratings assigned by Acuité are based on the data and information provided by the issuer and obtained from other reliable sources. Although reasonable care has been taken to ensure that the data and information is true, Acuité, in particular, makes no representation or warranty, expressed or implied with respect to the adequacy, accuracy or completeness of the information relied upon. Acuité is not responsible for any errors or omissions and especially states that it has no financial liability whatsoever for any direct, indirect or consequential loss of any kind, arising from the use of its ratings. Ratings assigned by Acuité are subject to a process of surveillance which may lead to a revision in ratings as and when the circumstances so warrant. Please visit our website (www.acuite.in) for the latest information on any instrument rated by Acuité. Please visit https://www.acuite.in/faqs.htm to refer FAQs on Credit Rating.

Acuité Ratings & Research Limited www.acuite.in

ANNEXURE B – DEBENTURE TRUSTEE CONSENT LETTER

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38735/CL/MUM/23-24/DEB/233
Date: October 31,2023

IIFL Samasta Finance Limited
110/3, Lalbagh Main Road
Krishnappa Layout
Bengaluru, Karnataka
India - 560027

Dear Ma'am/Sir

Subject: Proposed public issue by IIFL Samasta Finance Limited ("Company" / "Issuer") of Secured, Rated, Listed, Redeemable, Non-Convertible Debentures of face value of Rs. 1000 Each ("NCDs") for an amount aggregating to Rs. 2000 crore ("Shelf Limit") ("Issue").

We, the undersigned, hereby consent to be named as the Debenture Trustee to the Issue and to our name being inserted as the Debenture Trustee to the Issue in (i) the draft shelf prospectus ("**Draft Shelf Prospectus**") to be filed with BSE Limited ("**BSE**") and/or National Stock Exchange of India Limited ("**NSE**" together with BSE, the "**Stock Exchanges** for the purpose of receiving public comments and submitted with the Securities and Exchange Board of India ("**SEBI**") for record purposes; (ii) the shelf prospectus and relevant tranche prospectus proposed to filed with Registrar of Companies, Bangalore ("**RoC**") and submitted to SEBI and the Stock Exchanges in relation to the Issue ("**Shelf Prospectus and relevant Tranche Prospectus**"); (iii) the abridged prospectus; and (iv) all related advertisements and communications sent pursuant to the Issue. The NCDs are proposed to be listed on the Stock Exchanges. The following details may, be disclosed in the aforementioned offer documents and any other documents in relation to the Issue:

Name:	Beacon Trusteeship Limited
Address:	7 A & B, Siddhivinayak Chambers, Opposite MIG Cricket Club, Gandhi Nagar, Bandra East, Mumbai 400 051
Telephone:	022-26558759
Fax:	022-26558759
Email:	contact@beacontrustee.co.in
Investor Grievance Email:	investorgrievances@beacontrustee.co.in
Website:	https://beacontrustee.co.in/
Contact Person:	Mr. Kaustubh Kulkarni
Compliance Officer:	Mr. Kaustubh Kulkarni
SEBI Registration No.:	IND000000569
Logo:	BEACON TRUSTEESHIP

We confirm that we are registered with the SEBI and that such registration is valid as on the date of this letter. We enclose a copy of our registration certificate enclosed herein as **Annexure A** and declaration regarding our registration with SEBI as **Annexure B**.

We also confirm that we have not been prohibited by SEBI to act as an intermediary in capital market issues. We also confirm that we have not been debarred from functioning as an intermediary by any regulatory authority, court or tribunal.

We hereby authorise you to deliver this letter of consent to the RoC, pursuant to the provisions of Section 26 and 31 of the Companies Act, 2013 and other applicable laws or any other regulatory/statutory authorities as required by law.

We further confirm that the information in relation to us in this certificate together with the annexures is true and correct.

We also agree to keep strictly confidential, until such time as the proposed transaction is publicly announced by the Company in the form of a press release, (i) the nature and scope of this transaction; and (ii) our knowledge of the proposed transaction of the Company; and (iii) any other information in connection thereto.

We confirm that we will immediately inform you and the Lead Manager(s) in writing of any change to the above information until the date when the NCDs commence trading on the Stock Exchanges. In the absence of any such communication from us, the above information should be taken as updated information until the NCDs commence trading on the Stock Exchanges.

This letter may be relied upon by the Company, the Lead Manager(s) and the legal advisor to the Issue in respect of the Issue.

Sincerely,
For Beacon Trusteeship Limited

Deepavali Vankalu
Vice President
Authorised Signatory

CC:

1. JM Financial Limited
7th Floor, Cnergy,
Appasaheb Marathe Marg,
Prabhadevi, Mumbai 400 025
Maharashtra, India

2. IIFL Securities Limited
24th Floor, One Lodha Place
Senapati Bapat Marg
Lower Parel (West),
Mumbai 400 013,
Maharashtra, India

3. Trust Investment Advisors Private Limited
109&110, 1st Floor, Balarama Premises Co-op Soc,
Vilg Parigkhari, BKC, Bandra East, Mumbai – 400 051
Maharashtra, India

4. Nuvama Wealth Management Limited
(formerly known as Edelweiss Securities Limited)
801-804, Wing A, Building No 3
Inspire BKC, G Block, Bandra Kurla Complex
Bandra East, Mumbai – 400 051

Annexure A

डिबेंचर न्यासी

प्ररूप ख
FORM-B

DEBENTURE TRUSTEE

भारतीय प्रतिभूति और विनिमय बोर्ड
SECURITIES AND EXCHANGE BOARD OF INDIA
(डिबेंचर न्यासी) विनियम, 1993
(DEBENTURE TRUSTEE) REGULATIONS, 1993

000270

(विनियम 8)
(Regulation 8)

रजिस्ट्रीकरण प्रमाणपत्र
CERTIFICATE OF REGISTRATION

1) बोर्ड, भारतीय प्रतिभूति और विनिमय बोर्ड अधिनियम, 1992 के अधीन डिबेंचर न्यासी के लिए बनाए गए नियमों और विनियमों के साथ पठित उस अधिनियम की धारा-12 की उपधारा (1) द्वारा प्रदत्त शक्तियों का प्रयोग करते हुए,

1) In exercise of the powers conferred by sub-section (1) of section 12 of the Securities and Exchange Board of India Act, 1992, read with the rules and regulations made thereunder for the debenture trustee the Board hereby grants a certificate of registration to

BEACON TRUSTEESHIP LIMITED
4C & D, SIDDHIVINAYAK CHAMBERS,
GANDHI NAGAR, OPP. MIG CRICKET CLUB,
BANDRA EAST, MUMBAI - 400051
MAHARASHTRA, INDIA

को नियमों में, शर्तों के अधीन रहते हुए और विनियमों के अनुसार डिबेंचर न्यासी के रूप में रजिस्ट्रीकरण का प्रमाणपत्र इसके द्वारा प्रदान करता है।
as a debenture trustee subject to the conditions in the rules and in accordance with the regulations.

2) डिबेंचर न्यासी के लिए रजिस्ट्रीकरण कूट है।
2) Registration Code for the debenture trustee is **IND000000569**

This Certificate of registration shall be valid for permanent, unless suspended or cancelled by the Board

3) जब तक नवीकृत न किया जाए, रजिस्ट्रीकरण का प्रमाणपत्र से तक विधिमान्य है।
3) Unless renewed, the certificate of registration is valid from to

आदेश से
भारतीय प्रतिभूति और विनिमय बोर्ड
के लिए और उसकी ओर से
By order
For and on behalf of
Securities and Exchange Board of India

स्थान Place : Mumbai
तारीख Date : February 12, 2021

ANUPMA CHADHA
प्राधिकृत हस्ताक्षरकर्ता Authorised Signatory

Annexure B

We hereby confirm that as on the date the following details in relation to our registration with the Securities and Exchange Board of India as a Debenture Trustee is true and correct:

1.	Registration Number	IND000000569
2.	Date of Registration/Renewal of Registration	12th Feb 2021
3.	Date of expiry of registration	Permanent Certificate
4.	If applied for renewal, date of application	NA
5.	Any communication from SEBI prohibiting the entity from acting as an intermediary	NA
6.	Any enquiry/investigation being conducted by SEBI	NA
7.	Details of any penalty imposed by SEBI	NA

ANNEXURE C – FINANCIAL STATEMENTS

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BRAHMAYYA & CO.,
CHARTERED ACCOUNTANTS

PHONE: +91-80-2227455,22274552
FAX : +91-80-22212437
EMAIL : srinivas@brahmayya.in
KHIVRAJ MANSION'
10/2, KASTURBA ROAD,
BENGALURU – 560 001

Independent Auditor's Review Report on unaudited quarterly financial results of IIFL Samasta Finance Limited under Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

To
The Board of Directors of
IIFL Samasta Finance Limited
(Formerly known as Samasta Microfinance Limited)

Introduction:

1. We have reviewed the accompanying statement of unaudited financial results of IIFL Samasta Finance Limited ('the Company') for the quarter and half year ended September 30, 2023 ("the Statement") pursuant to the requirements of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including relevant circulars issued by the SEBI from time to time.

2. The Statement is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, the circulars, guidelines and directions issued by Reserve Bank of India ('RBI') from time to time ("RBI guidelines") read with other accounting principles generally accepted in India and in compliance with Regulation 52 of the Listing Obligations. Our responsibility is to express a conclusion on the Statement based on our review.

Scope of Review:

3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to enquiries of Company personnel and analytical procedures applied to financial data and thus provides less assurance than audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Conclusion:

4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement or that it has not been prepared in accordance with the relevant prudential norms issued by the Reserve Bank of India in respect of income recognition, asset classification, provisioning and other related matters.

For Brahmayya & Co.,
Chartered Accountants
ICAI Firm Registration No: 000515S

SRINIVAS GOGINENI
Digitally signed by SRINIVAS GOGINENI
Date: 2023.10.17 18:01:23 +05'30'

G. Srinivas
Partner
Membership No.: 086761
UDIN: 23086761BGWJNA8555

Place: Bengaluru
Date: October 17, 2023

IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance limited)
CIN: U65191KA1995PLC057884
Registered Office: No. 110/3, Lalbagh Main Road, Krishnappa Layout, Bengaluru- 560027
Website: www.samasta.co.in, Tel: 080 4291 3500

Statement of Assets and Liabilities

(Amount in ₹ Cr.)

Particulars	As at Sep 30, 2023 (Unaudited)	As at Mar 31, 2023 (Audited)
Assets		
1 Financial Assets		
(a) Cash and cash equivalents	1,121.90	227.11
(b) Bank Balance other than (a) above	413.84	382.39
(c) Derivative financial instruments	-	9.22
(d) Receivables	-	-
(i) Trade Receivables	27.44	17.98
(ii) Other Receivables	-	-
(e) Loans	7,990.27	7,736.08
(f) Investments	195.10	160.42
(g) Other Financial assets	212.71	289.48
2 Non-financial Assets		
(a) Other non-financial assets	10.39	5.70
(b) Current tax assets (Net)	23.34	2.12
(c) Deferred tax Assets (Net)	32.91	45.04
(d) Investment Property	0.04	0.05
(e) Right to Use	12.91	8.15
(f) Property, Plant and Equipment	26.37	20.36
(g) Capital work-in-progress	0.00	-
(h) Other Intangible assets	-	-
Total Assets	**10,067.23**	**8,904.10**
Liabilities And Equity		
Liabilities		
1 Financial Liabilities		
(a) Derivative financial instruments	-	9.22
(b) Payables	-	-
(I)Trade Payables	-	-
(i) total outstanding dues of micro enterprises and small enterprises		
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	25.98	20.38
(c) Debt Securities	412.04	477.00
(d) Borrowings (Other than Debt Securities)	7,025.72	6,328.70
(e) Subordinated Liabilities	687.30	464.60
(f) Lease Liability	14.14	9.21
(g) Other financial liabilities	301.42	232.80
2 Non-Financial Liabilities		
(a) Current tax liabilities (Net)	0.18	0.18
(b) Provisions	18.61	13.29
(c) Deferred tax liabilities (Net)	-	-
(d) Other non-financial liabilities	27.75	26.57
3 Equity		
(a) Equity Share capital	593.64	593.64
(b) Other Equity	960.45	728.51
Total Liabilities and Equity	**10,067.23**	**8,904.10**

For and on behalf of the Board of Directors
of IIFL Samasta Finance Limited

N. Venkatesh
Managing Director
DIN : 01018821

Place: Bengaluru
Date: 17-10-2023

BRAHMAYYA & CO. Chartered Accountants BENGALURU

IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance limited)
CIN: U65191KA1995PLC057884
Registered Office: 110/3, Lal Bagh Main Rd, Krishnappa Layout, Bengaluru, Karnataka- 560 027

Statement of Unaudited Financial Results for the quarter and half year ended Sep 30, 2023

(Amount in ₹ Cr.)

Sl. No	Particulars	Quarter Ended			Half Year Ended		Year Ended
		Sep 30, 2023	Jun 30, 2023	Sep 30, 2022	Sep 30, 2023	Sep 30, 2022	March 31, 2023
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	**Income**						
	Revenue from operations						
(i)	Interest Income	594.91	534.02	352.61	1,128.93	677.49	1,539.63
(ii)	Fees and commission Income	58.12	39.01	17.87	97.13	32.13	100.67
(iii)	Net gain on derecognition of financial instruments under amortised cost category	42.12	2.07	1.32	44.19	28.20	105.93
(I)	**Total Revenue from operations**	**695.15**	**575.10**	**371.80**	**1,270.25**	**737.81**	**1,746.23**
(II)	Other Income	3.95	5.30	1.63	9.24	3.22	7.28
(III)	**Total Income (I+II)**	**699.10**	**580.40**	**373.43**	**1,279.49**	**741.03**	**1,753.51**
2	**Expenses**						
(i)	Finance Cost	213.98	198.81	132.61	412.79	260.63	586.98
(ii)	Net loss on derecognition of financial instruments under amortised cost category	99.81	82.90	98.42	182.71	195.43	450.91
(iii)	Impairment on financial instruments	7.00	1.89	(6.12)	8.89	10.66	4.37
(iv)	Employee Benefit Expenses	140.70	131.16	93.41	271.86	179.84	393.87
(v)	Depreciation, amortisation and impairment	4.88	4.04	3.34	8.92	6.17	13.24
(vi)	Other expenses	47.67	43.05	33.93	90.73	62.51	145.63
(IV)	**Total Expenses**	**514.04**	**461.86**	**355.60**	**975.90**	**715.24**	**1,595.00**
(V)	**Profit/(Loss) before exceptional items and tax (III-IV)**	**185.06**	**118.54**	**17.83**	**303.59**	**25.79**	**158.51**
(VI)	Exceptional Items	-	-	-	-	-	-
(VII)	**Profit/(Loss) before tax (V+VI)**	**185.06**	**118.54**	**17.83**	**303.59**	**25.79**	**158.51**
3	Tax Expense:						
(i)	Current Tax	34.57	23.46	1.63	58.03	4.20	13.77
(ii)	Deferred Tax	9.10	3.37	2.05	12.47	0.52	18.19
(iii)	Current tax expense relating to prior years	-	0.12	-	0.12	-	(1.63)
(VIII)	**Total Tax Expense**	**43.67**	**26.95**	**3.68**	**70.63**	**4.72**	**30.33**
(IX)	**Net Profit/(Loss) before impact of rate change on opening deferred tax (VII-VIII)**	**141.39**	**91.59**	**14.15**	**232.97**	**21.07**	**128.18**
(X)	Impact of change in the rate of opening deferred tax	-	-	-	-	-	-
(XI)	**Net Profit/(Loss) after tax (IX-X)**	**141.39**	**91.59**	**14.15**	**232.97**	**21.07**	**128.18**
(XII)	Other Comprehensive Income						
	(i) Items that will not be reclassified to profit or loss						
	(a) Remeasurement of defined benefit liability/(asset)	(0.12)	(1.26)	0.06	(1.39)	0.81	(0.42)
	(ii) Income tax relating to items that will not be reclassified to profit or loss	0.03	0.32	(0.01)	0.35	(0.20)	0.11
	Subtotal	**(0.09)**	**(0.94)**	**0.05**	**(1.04)**	**0.61**	**(0.31)**
	Other Comprehensive Income/(loss)	**(0.09)**	**(0.94)**	**0.05**	**(1.04)**	**0.61**	**(0.31)**
(XIII)	**Total Comprehensive Income/(loss) for the period/year (XI+XII)**	**141.30**	**90.64**	**14.20**	**231.93**	**21.69**	**127.87**
	Paid up Equity Share Capital (Face value of Rs 10 each)	593.64	593.64	498.22	593.64	498.22	593.64
	Other Equity	960.45	819.16	517.76	960.45	517.76	728.51
(XIV)	Earnings Per Share (Face value of Rs 10 each)						
	Basic (Rs) *	2.38	1.54	0.28	3.92	0.42	2.50
	Diluted (Rs) *	2.38	1.54	0.28	3.92	0.42	2.50

* Quarter ended numbers are not annualised

BRAHMAYYA & CO. Chartered Accountants BENGALURU

IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance Limited) Bangalore

IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance limited)
CIN: U65191KA1995PLC057884
Statement of Unaudited Cashflows for the half year ended September 30, 2023

Sl. No	Particulars	For the half year ended Sep 30, 2023 Unaudited	For the half year ended Sep 30, 2022 Unaudited
1	**Cash flows from operating activities**		
	Net profit before taxation, and extraordinary item	**303.59**	**25.80**
	Adjustments for :		
	Depreciation	8.92	6.17
	Net (gain) / loss on derecognition of financial instruments under amortised cost category	(48.02)	(23.33)
	Interest income on fixed deposit	(11.11)	(7.49)
	Short Term Capital Gain	(6.70)	(3.16)
	Gratuity and Leave Salary	4.28	2.60
	Profit on sale of assets	0.02	-
	Provisions for Standard and Non Perfoming Assets	8.89	10.66
	Bad Debts Written Off	182.71	195.43
	Operating profit before working capital changes	**442.58**	**206.67**
	(Increase) / Decrease in Trade Receivables	(9.46)	0.08
	(Increase) / Decrease in loans	(445.79)	(385.33)
	(Increase) / Decrease in Other Assets	75.04	(19.00)
	Increase / (Decrease) in Other liabilities	90.11	63.68
	Increase / (Decrease) in trade payables	5.60	3.66
	Changes in Working Capital	**(284.50)**	**(336.90)**
	Cash generated from operations	**158.08**	**(130.22)**
	Income taxes paid	(70.00)	(5.10)
	Net cash from operating activities	**88.08**	**(135.32)**
2	**Cash flows from investing activities**		
	Purchase of fixed assets	(13.30)	(9.18)
	Proceeds from sale of equipment	0.04	0.00
	Purchase of Investments	(7,115.00)	(3,105.41)
	Sale of Investments	7,121.70	3,108.57
	(Increase)/Decrease in Fixed Deposit - Lien Marked	(31.45)	(77.36)
	(Increase)/Decrease in Other Deposit - SR	(34.68)	0.00
	Interest received on fixed deposit	4.19	2.14
	Net cash from investing activities	**(68.50)**	**(81.24)**
3	**Cash flows from financing activities**		
	Proceeds from issuance of share capital	-	-
	Proceeds from long-term borrowings	4,094.80	2,044.77
	Repayment of long-term borrowings	(3,219.59)	(1,647.97)
	Dividend Paid	-	(4.98)
4	**Net cash used in financing activities**	**875.21**	**391.82**
5	**Net increase in cash and cash equivalents**	894.79	175.26
6	**Cash and cash equivalents at beginning of the year**	**227.11**	**452.09**
7	**Cash and cash equivalents at end of the year**	**1,121.90**	**627.35**

For and on behalf of the Board of Directors
of IIFL Samasta Finance Limited

N. Venkatesh
Managing Director
DIN : 01018821

Place: Bengaluru
Date: 17-10-2023

BRAHMAYYA & CO. Chartered Accountants BENGALURU

IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance limited)
CIN: U65191KA1995PLC057884
Registered Office: 110/3, Lal Bagh Main Rd, Krishnappa Layout, Bengaluru, Karnataka- 560 027

Notes:

1.The above financial results of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time, prescribed under Section 133 of the Companies Act, 2013 ("the Act"), and other recognized accounting practices generally accepted in India and in compliance with Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

2. The financial results have been reviewed by the Audit Committee at their meeting held on Oct 17, 2023 and have been approved and taken on record by the Board of Directors at their meeting held on Oct 17, 2023. The Statutory Auditors of the Company have carried out limited review of the aforesaid results.

3. The Company is regulated by the Reserve Bank of India ("RBI"). The RBI periodically issues/amends directions, regulations and/or guidelines (collectively "Regulatory Framework") covering various aspects of the operation of the Company, including those relating to accounting for certain types of transactions. The Regulatory Framework contains specific instructions that need to be followed by the Company in preparing its financial statements.

4. Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM) of the company. The CODM is responsible for allocating resources and assessing performance of the operating segments of the company. Revenue, expenses, assets and liabilities which relate to the company as a whole and are not allocable to segments on reasonable basis have been included under 'unallocated revenue / expenses / assets / liabilities'. Currently, the Company has only one reportable business segment which is Micro Finance.

5. As per Regulation 54 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), debentures are secured by the Company's specified book debts and loan installment receivables along with mortgage created over the immovable property. The total asset cover as on Sep 30, 2023 is 1.07 times of the principal amount of the said debentures, which is in line with the terms of offer document.
The following are the details of nature and extent of security provided towards secured listed non convertible debentures.

Sl. No	ISIN Number	Nature of Security	Outstanding Balance as on 30/09/2023 (Amount in ₹)	Rate of Interest	Security Cover
1	INE413U07178	Accounts Receivable	1,33,80,00,000	9.00%	110%
2	INE413U07210	Accounts Receivable	1,50,00,00,000	10.00%	100%

6. The Disclosure in compliance with Regulation 54(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is attached as Annexure I.

7. Information as required by Regulations 52(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, is attached as Annexure II.

8. Information as required by Regulations 52(7) and 52(7A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, is attached as Annexure III.

9. Information as required by RBI Master Direction on transfer of loan exposures dated Sep 24, 2021, is attached as Annexure IV.

10. Disclosure pertaining to transactions with the related party is attached as Annexures V.

11. Pursuant to SEBI Circular No. SEBI/HO/DDHS/CIR/P/2021/613 dated 10 August 2021, the Company has listed Debentures on BSE Limited.

BRAHMAYYA & CO. Chartered Accountants BENGALURU

IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance Limited) Bangalore

12. The Parliament has approved the Code on Social Security, 2020 ("Code") which may impact the contribution by the Company towards provident fund and gratuity. The effective date from which the Code and its provisions would be applicable is yet to be notified and the rules which would provide the details based on which financial impact can be determined are yet to be framed. The Company will complete its evaluation and will give appropriate impact, if any, in the financial results following the Code becoming effective and the related rules being framed and notified. The Company has taken professional opinion in this regard and will ensure that it makes adequate provisions to remain compliant with all requirements.

13. The Company is not required to create debenture redemption reserve in terms of the Companies (Share Capital and Debenture) Rules, 2014 read with the Companies (Share Capital and Debenture) Amendments Rules, 2019.

14. Previous period/year figures have been regrouped/reclassified to make them comparable with those of current period.

For and on behalf of the Board of Directors
of IIFL Samasta Finance Limited

BRAHMAYYA & CO. Chartered Accountants BENGALURU

IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance Limited) Bangalore

N. Venkatesh
Managing Director
DIN : 01018821

Place: Bengaluru
Date: 17-10-2023

IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance limited)

Annexure I

Disclosure in compliance with Regulation 54(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015:

Column A	Column B	Column C i	Column D ii	Column E iii	Column F iv	Column G v	Column H vi		Column I vii	Column J	Column K	Column L	Column M	Column N	Column O
Particulars	Description of asset for which this certificate relate	Exclusive Charge	Exclusive Charge	Pari Passu Charge	Pari Passu Charge	Pari Passu Charge	Assets not offered as Security	Debt not backed by any assets offered as security	Elimination (amount in negative)	(Total C to H)	Related to only those items covered by this certificate				
		Debt for which this certificate being issued	Other Secured Debt	Debt for which this certificate being issued	Assets sharedby pari passu debt holder (includes debt for which this certificate is issued & other debt with pari passu charge)	Other assets on which there is pari Passu charge (excluding items covered in columnF)			debt amount considered more than once (due to exclusive plus paripassu charge)		Market Value for Assetscharged on Exclusive basis	Carrying /book value for exclusive charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)	Market Value for Pari passu charge Assets	Carrying value/book value for pari passu charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)	Total Value(=K+L+M+N)
		BookValue	BookValue.	Yes/No	BookValue	BookValue							Relating to Column F		
ASSETS															
Property,Plant and Equipment		-	-	No	NA	NA	26.37	-	-	26.37	-	-	NA	NA	-
Capital Workin Progress		-	-	No	NA	NA	-	-	-	-	-	-	NA	NA	-
Right of Use Assets		-	-	No	NA	NA	12.91	-	-	12.91	-	-	NA	NA	-
Goodwill		-	-	No	NA	NA	-	-	-	-	-	-	NA	NA	-
Intangible Assets		-	-	No	NA	NA	-	-	-	-	-	-	NA	NA	-
Intangible Assets under Development		-	-	No	NA	NA	-	-	-	-	-	-	NA	NA	-
Investments		-	-	No	NA	NA	195.10	-	-	195.10	-	-	NA	NA	-
Loans	Loan Portfolio	337.94	6,655.87	No	NA	NA	1,282.12	-	-	8,275.93	-	337.94	NA	NA	337.94
Inventories		-	-	No	NA	NA	-	-	-	-	-	-	NA	NA	-
Trade Receivables		-	-	No	NA	NA	27.44	-	-	27.44	-	-	NA	NA	-
Cash and Cash Equivalents		-	-	No	NA	NA	1,121.90	-	-	1,121.90	-	-	NA	NA	-
Bank Balances other than Cash and Cash Equivalents		-	413.84	No	NA	NA	-	-	-	413.84	-	-	NA	NA	-
Others		-	-	No	NA	NA	253.91	-	-	253.91	-	-	NA	NA	-
Total		337.94	7,069.71				2,919.75	-	-	10,327.40	-	337.94	NA	NA	337.94
LIABILITIES															
Debt securities to which this certificate pertains	Listed Non Convertible Debentures	316.53	-	No	NA	NA	95.52	95.52	-	412.04	-	316.53	NA	NA	316.53
Other debt sharing pari-passu charge with above debt			-	No	NA	NA	-	-	-	-	-	-	NA	NA	-
Other Debt			-	No	NA	NA	-	-	-	-	-	-	NA	NA	-
Subordinated debt			-	No	NA	NA	687.30	687.30	-	687.30	-	-	NA	NA	-
Borrowings			7,025.72	No	NA	NA	-	-	-	7,025.72	-	-	NA	NA	-
Bank		not to be filled	-	No	NA	NA	-	-	-	-	-	-	NA	NA	-
Debt Securities			-	No	NA	NA	-	-	-	-	-	-	NA	NA	-
Others			-	No	NA	NA	-	-	-	-	-	-	NA	NA	-
Trade payables			-	No	NA	NA	25.98	-	-	25.98	-	-	NA	NA	-
Lease liabilities			-	No	NA	NA	14.14	-	-	14.14	-	-	NA	NA	-
Provisions			-	No	NA	NA	18.61	-	-	18.61	-	-	NA	NA	-
Others			-	No	NA	NA	329.35	-	-	329.35	-	-	NA	NA	-
Total		316.53	7,025.72				1,170.89	782.82	-	8,513.14	-	316.53	NA	NA	316.53
Cover on Book Value		1.07										1.07			1.07
Cover on Market Value															
		Exclusive Security Cover Ratio			Pari-Passu Security Cover Ratio										

*The value of loan offered as security is before adjustment of expected credit loss/provision

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IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance Limited)

HFL Samasta Finance Limited (Erstwhile Samasta Microfinance limited)
CIN: U65191KA1995PLC057884

Annexure II

Disclosure in compliance with Regulation 52 (4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 for the half year ended Sep 30, 2023:

Sl. No	Ratio	For the half year ended Sep 30, 2023
1	Debt-Equity Ratio	5.47
2	Debt Service Coverage Ratio	Not Applicable*
3	Interest Service Coverage Ratio	Not Applicable*
4	Outstanding redeemable preference shares (quantity and value)	Not Applicable
5	Capital Redemption Reserve/Debenture Redemption Reserve	Not Applicable
6	Net Worth	1,474.43
7	Net Profit after tax	232.97
8	Earning per share	3.92
9	Current Ratio	1.21
10	Long term debt to working capital	3.09
11	Bad debts to Account receivable ratio	2.11%
12	Current Liability ratio	60.92%
13	Total Debts to Total Assets	80.18%
14	Debtors Turnover	Not Applicable
15	Inventory Turnover	Not Applicable
16	Operating Margin (%)	38.70%
17	Net Profit Margin (%)	18.21%
18	Sector specific equivalent ratios, as applicable	
	Stage 3 ratio as at 30 Sep 2023 is	2.11%
	Provision Coverage Ratio as at 30 Sep 2023 is	72.98%

*Notes: Provided that the requirement of disclosures of debt service coverage ratio and interest service coverage ratio shall not be applicable for banks or non banking financial companies/ housing finance companies registered with Reserve Bank of India.

The following are the formulae used for the computation of ratios presented above

S.No	Ratio	Formula
1	Debt equity ratio	[Debt securities + Borrowings + Subordinated Liabilities]/[Networth]
2	Networth	Paid up equity share capital + other equity - deferred revenue expenditure
3	Long term debt to working capital	[Long term debt] / [Current assets - Current liabilities]
4	Current Ratio	[Current assets]/[Current liabilities]
5	Current Liability Ratio	[Current Liabilities]/ [Total Liabilities]
6	Total debt to total assets	[Debt securities + Borrowings (Other than debt securities)+ Subordinate Liabilities]/[Total assets]
7	Operating Margin	[Profit before tax (PBT)+Loan Loss Provision +Write Off] / [Total Income]
8	Net Profit Margin	[Profit after tax(PAT)]/[Total Income]
9	Stage 3 Ratio	[Stage III loans (Greater than 90 DPD)]/[Gross loan outstanding]
10	Provision Coverage Ratio	[Total Impairment loss allowance for stage III] / [Gross Stage III Loans EAD]

BRAHMAYYA & CO. Chartered Accountants BENGALURU

HFL Samasta Finance Limited (Erstwhile Samasta Microfinance Limited) Bangalore

IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance limited)

Annexure III

Disclosure in compliance with Regulation 52 (7) and 52 (7A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015:

A. Statement of utilization of issue proceeds:

Name of the Issuer	ISIN	Mode of Fund Raising (Public issues/ Private placement)	Type of instrument	Date of raising funds	Amount Raised (Rs.In Crores)	Funds utilized (Rs.In Crores)	Any deviation (Yes/ No)	If 8 is Yes, then specify the purpose of for which the funds were utilized	Remarks, if any
1	2	3	4	5	6	7	8	9	10
IIFL Samasta Finance Limited	INE413U08101	Private Placement	NCD-Subdebt	13-06-2023	100	100	No	-	-
IIFL Samasta Finance Limited	INE413U08093	Private Placement	NCD-Subdebt	18-05-2023	150	150	No	-	-
IIFL Samasta Finance Limited	INE413U07210	Private Placement	NCD- Secured	26-05-2023	150	150	No	-	-

B. Statement of deviation/ variation in use of Issue proceeds:

Particulars	Remarks
Name of listed entity	IIFL Samasta Finance Limited
Mode of fund raising	Private placement
Type of instrument	Non-convertible Debentures
Date of raising funds	From 01/04/2023 to 30/09/2023
Amount raised	Rs.400 Crores
Report filed for half year ended	Sep 30th 2023
Is there a deviation/ variation in use of funds raised?	NO
Whether any approval is required to vary the objects of the issuestated in the prospectus/ offer document?	NA
If yes, details of the approval so required?	NA
Date of approval	NA
Explanation for the deviation/ variation	NA
Comments ofthe audit committee after review	NA
Comments ofthe auditors, if any	NA
Objects for which funds have been raised and where there has been a deviation/ variation, in the	NA

	Original Object	Modified object, if any	Original allocation	Modified allocation, if any	Funds utilised	Amount of deviation/ variation for the quarter according to applicable object (in Rs. crore and in %)	Remarks, if any
	NA	NA	NA	NA	NA	NA	NA

Deviation could mean:
a. Deviation in the objects or purposes for which the funds have been raised.
b. Deviation in the amount of funds actually utilized as against what was originally disclosed.

Name of signatory: Anantha Kumar T

BRAHMAYYA & CO. Chartered Accountants BENGALURU

Samasta Finance Limited (Erstwhile Samasta Microfinance Limited)

IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance limited)

Annexure IV

Details of loans transferred during the half year ended Sep 30, 2023 as per RBI Master Direction on transfer of loan exposures dated September 24, 2021 are given below.

(i) The details of stressed loans transferred during the half year ended Sep 30, 2023 to the ARC are given below:

(Amount in ₹ Cr.)

Particulars	NPA	SMA	Write Off
No of accounts	7,282	38,928	
Aggregate principal outstanding of loans transferred	16.92	138.34	
Weighted average residual tenor of the loans transferred (in years)	1.33	1.59	-
Net book value of loans transferred (at the time of transfer)	6.43	132.48	-
Aggregate consideration	76.00		
Additional consideration realized in respect of accounts transferred in earlier years	-	-	-
Investment in security receipts	64.60		

(a) The Company has reversed Rs. 16.36 Cr provision on account of the sale of stressed loans.

(b) The company has not acquired any stressed loan during the half year ended Sep 30, 2023.

(ii) The Company has transferred certain loans which are not in default through direct assignment, details of which are given as follows:

(Amount in ₹ Cr.)

Particulars	Half year ended Sep 30, 2023
i) Total number of loan assets assigned during the half year ended	5,80,875
ii) Book value of loan assets assigned during the half year ended	2,014.56
iii) Sale Consideration received during the half year ended	1,813.10
iv) Interest spread recognised in the statement of profit and loss during the half year ended (including amortisation of unamortised interest spread)	48.02
v) Weighted average maturity of loan assets assigned (in Years)	1.49
vi) Weighted average holding period of loan assets assigned (in Months)	5.61
vii) Retention of beneficial economic interest on loan assets assigned (in %)	10.00%
viii) Coverage of tangible security coverage	NIL
ix) Rating wise distribution of rated loans	Not Rated
x) Agreed to replace loans transferred to transferee(s) or pay damages arising out of any representation or warranty	No

(a) The Company has not transferred any NPA loans.

(b) The Company has not acquired any loans through assignment.

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IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance Limited) Bangalore

IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance limited)
CIN: U65191KA1995PLC057884
(All amount are in Crores)

Related party transactions for the half year ended September 30, 2023

Annexure V

S. No.	Details of the party (listed entity /subsidiary) entering into the transaction		Details of the counterparty			Type of related party transaction	Value of transaction during the reporting period	In case monies are due to either party as a result of the transaction		Additional disclosure of related party transactions - applicable only in case the related party transaction relates to loans, inter-corporate deposits, advances or investments made or given by the listed entity/subsidiary. These details need to be disclosed only once, during the reporting period when such transaction was undertaken. In case any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investment			Details of the loans, inter-corporate deposits, advances or investments				
	Name	PAN	Name	PAN	Relationship of the counterparty with the listed entity or its subsidiary			Opening balance	Closing balance	Nature of indebtedness (loan/ issuance of debt/ any other etc.)	Cost	Tenure	Nature (loan/ advance/ inter corporate deposit/ investment	Interest Rate (%)	Tenure	Secured/ unsecured	Purpose for which the funds will be utilised by the ultimate recipient of funds (end usage)
1	IIFL Samasta Finance Limited	AAACC4577H	IIFL Finance Limited	AABCI2915C	Holding Company	Inter-corporate deposit - Given	600.00	-	-	Loan	3.50	Various dates	Inter-corporate deposits	12.00%	Various dates	unsecured	To meet working capital requirements
2	IIFL Samasta Finance Limited	AAACC4577H	IIFL Finance Limited	AABCI2915C	Holding Company	Inter-corporate deposit - Received	800.00	-	-								
3	IIFL Samasta Finance Limited	AAACC4577H	IIFL Finance Limited	AABCI2915C	Holding Company	Inter-corporate deposit - Taken	300.00	-	-	Loan	6.24	Various dates	Inter-corporate deposits	12.00%	Various dates	unsecured	To meet working capital requirements
	IIFL Samasta Finance Limited	AAACC4577H	IIFL Finance Limited	AABCI2915C	Holding Company	Inter-corporate deposit - Repaid	300.00	-	-								
	IIFL Samasta Finance Limited	AAACC4577H	IIFL Finance Limited	AABCI2915C	Holding Company	Arranger Fee Income	65.76	-	-								
	IIFL Samasta Finance Limited	AAACC4577H	IIFL Finance Limited	AABCI2915C	Holding Company	Interest Income on NCD	3.60	-	-								
4	IIFL Samasta Finance Limited	AAACC4577H	IIFL Finance Limited	AABCI2915C	Holding Company	Interest Expense on NCD	6.24	-	-								
5	IIFL Samasta Finance Limited	AAACC4577H	IIFL Finance Limited	AABCI2915C	Holding Company	Sundry payable	-	-	18.89								
6	IIFL Samasta Finance Limited	AAACC4577H	IIFL Home Finance Limited	AABCI6154K	Group Company	Inter-corporate deposit - Taken	150.00	-	-	Loan	3.39	Various dates	Inter-corporate deposits	12.00%	Various dates	unsecured	To meet working capital requirements
7	IIFL Samasta Finance Limited	AAACC4577H	IIFL Home Finance Limited	AABCI6154K	Group Company	Inter-corporate deposit - Repaid	150.00	-	-								
7	IIFL Samasta Finance Limited	AAACC4577H	IIFL Home Finance Limited	AABCI6154K	Group Company	Inter-corporate deposit - Taken	150.00	-	-	Loan	2.12	Various dates	Inter-corporate deposits	12.00%	Various dates	unsecured	To meet working capital requirements
8	IIFL Samasta Finance Limited	AAACC4577H	IIFL Home Finance Limited	AABCI6154K	Group Company	Inter-corporate deposit - Repaid	150.00	-	-								
8	IIFL Samasta Finance Limited	AAACC4577H	IIFL Home Finance Limited	AABCI6154K	Group Company	Interest Expense on NCD	5.51	-	-								
9	IIFL Samasta Finance Limited	AAACC4577H	360 ONE WAM LIMITED (Ernstwhile IIFL WEALTH MANAGEMENT LIMITED)	AABCI8294C	Group Company	Issuance of NCD	0.00	-	0.15	Loan	0.00	68 months	Loan	10.15%	68 months	unsecured	General corporate purpose and onward lending
Total							2,681.33										

For and on behalf of the Board of Directors
of IIFL Samasta Finance Limited

N. Venkatesh
Managing Director
DIN : 01018821

Place: Bengaluru
Date: 17-10-2023

BRAHMAYYA & CO. Chartered Accountants BENGALURU

IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance Limited) Bangalore

BRAHMAYYA & CO.,
CHARTERED ACCOUNTANTS

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'KHIVRAJ MANSION'
10/2, KASTURBA ROAD,
BENGALURU - 560 001.

To the Members of IIFL Samasta Finance Limited (Formerly known as "Samasta Micro Finance Limited")

Report on the Audit of the financial statements

Opinion

1. We have audited the financial statements of M/s IIFL Samasta Finance Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of changes in Equity and Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013("Act") in the manner so required and give a true and fair view in conformity with Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, its profit, other total comprehensive income, changes in equity and cash flows for the year ended on that date.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India('ICAI') together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

4. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

   We have determined the matters described below to be the key audit matters to be communicated in our report.

BRAHMAYYA & CO. Chartered Accountants BENGALURU

Key Audit Matter	How our Audit addressed the Key Audit Matter
(a) Expected Credit Loss	
Refer note 2 (c) of significant accounting policies and note 40 for credit disclosures. As at 31 March 2023, the Company has total gross loan assets of Rs. 7,998.53 crores (2022: Rs. 5,772.72 crores) against which an Expected Credit Loss ('ECL') of Rs. 257.22 crores (2022 Rs. 254.80 crores) has been accrued. The ECL approach as required under Ind AS 109, Financial instruments, involves high degree of complexity and requires significant judgement of the management. The Management is required to determine the ECL that may occur over either a 12-month period or the remaining life of an asset, depending on the categorization of the individual asset. The key areas of judgment include: 1. Categorization of loans in Stage 1, 2 and 3 based on identification of: a) exposures with Significant Increase in Credit Risk (SICR) since their origination and b) Individually impaired / default exposures. 2. Techniques used to determine Loss Given Default ('LGD') and Probability of Default ('PD') to calculate an ECL are based on past experience. 3. The impact of different future macroeconomic conditions in the determination of ECL. These parameters are derived from the Company's internally developed statistical models, historical data and a change in such models or assumptions could have a material impact on the accompanying financial statements. These factors required the models to be assessed based on the available	Our audit focused on assessing the appropriateness of management's judgment and estimates used in the impairment analysis through procedures that included, but were not limited to, the following: • Evaluated the Company's accounting policies for estimation of expected credit loss on loan assets in accordance with the requirements of Ind AS 109, Financial Instruments. • Obtained an understanding of the modelling techniques adopted by the Company including the key inputs and assumptions. Since modelling assumptions and parameters are based on historical data, we assessed whether historical experience was representative of current circumstances and was relevant in view of the recent impairment losses incurred within the portfolios. • Assessed the design and implementation, and tested the operating effectiveness of controls over the modelling process including governance over monitoring of the model and approval of key assumptions. • Evaluated the appropriateness of the Company's process of determination of significant increase in credit risk in accordance with the applicable accounting standard and the basis for classification of exposures into various stages. • Obtained the approved policy of board of directors to understand the relief measures sanctioned to various class of borrowers in accordance with the directions given by the RBI and tested, on sample basis, the compliance with respect to asset classification and provisioning norms as per such directions. • Tested management's computation of ECL by performing following procedures:

BRAHMAYYA & CO. Chartered Accountants BENGALURU

information including the additional risk profiling due to the impact of COVID-19 Pandemic, geographical, political and economic risk to measure the ECL. Management has made a number of interpretations and assumptions when designing and implementing models that are compliant with the standard. The accuracy of data flows and the implementation of related controls is critical for the integrity of the estimated impairment provisions. Considering the significance of the above matter to the financial statements and the significant auditor attention required to test such complex accounting estimates, we have identified this as a key audit matter for current year audit.	a) Evaluated management's groupings of borrowers on the basis of different product lines and customer segments with different risk characteristics. b) Tested classification of loans into various categories based on their past due status and other loss indicators. On a sample basis, inspected the repayment schedule from the underlying borrower agreements and collection made on due dates; c) Performed test of details of the input information used in ECL computation on a sample basis. d) Tested the arithmetical accuracy of the computation. e) Performed analytical procedures by determining various ratios or percentage-based measures to review overall reasonableness of the estimate determined by the management.
2. Identification and Measurement of NPA: As per RBI's circular dated November 12, 2021 read with earlier circular dated October 1, 2021 on "Prudential norms on Income Recognition, Asset Classification and Provisioning pertaining to Advances, Automation of NPA and provisioning is required to be implemented by all lending Institutions. The NPA provisioning as per ECL methodology followed by the Company are not fully automated in Software Applications used by the Company for Loans Management and are performed manually through excel spreadsheets. Further, marking of linked accounts at borrower level as NPAs are done manually. These may have impact on the accuracy and completeness of the provision accrued for NPAs. Considering the significance, we have identified this as a key audit matter for current year audit.	Performed other substantive procedures, included but not limited to the following: • Assessed the appropriateness of asset classification and adequacy of related provisioning by performing procedures such as computation of overdue ageing, assessment of borrower level NPA identification and verification of applicable provision rates as per ECL policy of the Company on test check basis; • Selected samples of performing loan accounts to assess, independently, whether such loan accounts should be classified as NPA; • Recompilation of the amount of ECL provisioning on the total advances base considering the stage wise categories of advances, LGD (Loss given default) and PD (Probability of default) arrived by the Company.

BRAHMAYYA & CO. Chartered Accountants BENGALURU

Information Other than the Financial Statements and Auditor's Report thereon

5. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.

   Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

   In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated.

   When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibilities of Management and Those Charged with Governance for the financial statements:

6. The Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

7. In preparing the financial statements, Management and the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the financial statements

8. Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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9. As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

   - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or override of internal control.

   - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system with reference to financial statements in place and the operating effectiveness of such controls.

   - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

   - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

   - Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

10. Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

11. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

12. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

BRAHMAYYA & CO. Chartered Accountants BENGALURU

13. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

14. As required by Sec 197(16) of the Act, we report that the Company has paid remuneration to its directors during the year in accordance with the provisions of and limits laid down under section 197 read with schedule V to the Act.

15. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub section (11) of section 143 of the Companies Act, 2013, we give in "Appendix - A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extend applicable.

16. As required by Section 143(3) of the Act, we report that:

    (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the financial statements.

    (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

    (c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account for the purpose of preparation of the financial statements.

    (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

    (e) On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164(2) of the Act.

    (f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate report in "Appendix-B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to financial statements.

    (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

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i. The Company does not have any pending litigations which would impact its financial position in its financial statements;

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

iv.

a. The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Company to or in any persons or entities, including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries.

b. The Management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

c. Based on such audit procedures performed as considered reasonable and appropriate in the circumstances, nothing has come to our attention that causes us to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.

v. The Company has paid dividend during the year which is in compliance with section 123 of the Companies Act, 2013.

BRAHMAYYA & CO. Chartered Accountants BENGALURU

vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

For Brahmayya & Co.,
Chartered Accountants
ICAI Firm Registration No: 000515S

G. Srinivas
Partner
Membership No: 086761
UDIN No. 23086761BGWJIF3287

Place: Bengaluru
Date: April 21, 2023

BRAHMAYYA & CO. Chartered Accountants BENGALURU

Appendix - A to the Independent Auditors' Report

The Appendix referred to in Independent Auditors' Report to the members of the Company on the financial statements for the year ended March 31, 2023, we report that:

(i) In respect of the Company's Property, Plant and Equipment and Intangible Assets

(a) (A)The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment ('PPE') and relevant details of Right-of-use assets.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) The company has a regular program of physically verifying all fixed assets at its offices in a phased manner, which in our opinion is reasonable having regard to the size of the company and the nature of its assets.

Based on the information and explanation given to us and on verification of the records of the Company, the Company has physically verified the fixed assets as per their program during the year. No material discrepancies as compared to book records were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company's (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), the title deeds of immovable properties are held in the name of the Company.

(d) The Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year.

(e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(ii) The Company is not carrying on any trading or manufacturing activities and hence does not have inventories. Therefore, paragraph 3(ii) of the Order is not applicable to the Company.

(iii)

(a) The Company's principal business is to give loans. Hence, the provisions stated in paragraph 3(iii)(a) of the Order are not applicable to the Company.

(b) In our opinion, having regard to the nature of the Company's business, the investments made and the terms and conditions of the grantof all loans and advances in the nature of loans and guarantees provided are not prejudicial to the Company's interest;

(c) In respect of the aforesaid loans and advances in nature of loans, the schedule of repayment of principal and payment of interest have been stipulated by the Company. Considering that the Company is a Non-Banking Financial Company engaged in the business of granting loans in the micro finance industry, the details of

BRAHMAYYA & CO. Chartered Accountants BENGALURU

the amount, due date for payment and extent of delay (that has been suggested in the Guidance Note on CARO 2020 issued by the Institute of Chartered Accountants of India for reporting under this clause) have not been detailed hereunder because it is not practicable to furnish such details owing to the voluminous nature of data generated in the normal course of the Company's business. Further, except for the instances where there are delays or defaults in repayment of principal and/ or interest and in respect of which the Company has recognised necessary provisions in accordance with the principles of Indian Accounting Standards (Ind AS) and the guidelines issued by the Reserve Bank of India ("RBI") for Income Recognition and Asset Classification, the parties are repaying the principal amounts, as stipulated, and are also regular in payment of interest, as applicable.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, Rs. 117.52 Crores amount overdue for more than ninety days.

(e) The Company's principal business is to give loans. Hence, the provisions stated in paragraph 3(iii)(e) of the Order are not applicable to the Company.

(f) The Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause 3(iii)(f) is not applicable.

(iv) The Company has not advanced loans or made investments in or provided guaranty or security to parties covered by section 185 and section 186 is not applicable to the Company. Hence reporting under paragraph 3(iv) of the Order is not applicable.

(v) The Company has not accepted any deposits from the public, within the meaning of Section 73 to 76 or any other relevant provisions of the Act and Rules framed thereunder. We are informed that no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or other tribunal.

(vi) According to the information and explanations given to us, in respect of the class of industry the company falls under, the Central Government has not specified the maintenance of cost records under section 148 (1) of the Act. Therefore, the provisions of clause (vi) of the Order are not applicable to the Company.

(vii) (a) According to the records of the Company, the Company is generally regular in depositing undisputed statutory dues payable including Provident Fund, Employees' State Insurance, Income Tax, Goods and Services Tax, and Cess and other material statutory dues as applicable to the Company with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance Income Tax, Goods and Services Tax, and Cess were in arrears as at March 31, 2023 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there are no dues in respect of income tax, sales tax, service tax, value added tax, goods and service tax, customs duty, excise duty, cess which have not been deposited on account of dispute.

BRAHMAYYA & CO. Chartered Accountants BENGALURU

(viii) There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

(ix)

(a) On the basis of verification of records and according to the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings to Financial Institutions, Banks and monies raised by issue of debentures. The Company has not raised any loan from Government.

(b) The company has not been declared wilful defaulter by any bank or financial institution or other lender.

(c) According to the information and explanations provided to us, the Company has applied the loans for which the loans were obtained.

(d) On an overall examination of financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) According to the information and explanation provided to us and based on our examination of the records of the Company, the Company doesn't have any subsidiaries, Joint ventures or associate companies. Accordingly, reporting under this clause is not applicable.

(x) (a) According to the information and explanations given by the management, the Company has not raised moneys by way of initial public offer or further public offer. However, money raised from debt instruments have been, prima facie, applied for the purposes for which they were raised.

(b) During the year, the company has utilized funds raised by way of preferential allotment of shares for the purposes for which they were raised.

(xi) (a) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given to us by the Management and the representations obtained from the management, we report that no material fraud by the Company and no material fraud on the company by its officers or employees, except for 365 cases of frauds in the nature of 'fraudulent encashment / manipulation of books of accounts' amounting to Rs. 1.56 Crores on the Company have been noticed or reported during the year.

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) We have taken into consideration the whistle blower complaints received by the Company during the year, while determining the nature, timing and extent of our audit procedures.

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(xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, the provisions of clause 3(xii) of the order are not applicable to the Company and hence not commented upon.

(xiii) In our opinion and according to the information and explanations given to us, based on verification of the records and approvals of the Audit Committee, the Company is in compliance with Section 177 and Section 188 of the Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) According to the information and explanations given to us and on an overall examination of the books of account:

(a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

(xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him as referred to in section 192 of companies Act, 2013. Accordingly, paragraph 3(xv) of the Order is not applicable.

(xvi) (a) The Company is registered under section 45-IA of the Reserve Bank of India Act, 1934.

(b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

(xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

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(xx) (a)There are no unspent amount towards Corporate Social Responsibility (CSR) in respect of other than ongoing projects.

(b) In respect of ongoing projects, the Company has transferred unspent Corporate Social Responsibility (CSR) amount as at the end of the previous financial year, to a Special account within a period of 30 days from the end of the said financial year in compliance with the provision of section 135(6) of the Act.

(xxi) The reporting under clause 3(xxi) is not applicable in respect of audit of financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For Brahmayya & Co.,
Chartered Accountants
ICAI Firm Registration No: 000515S

G. Srinivas
Partner
Membership No: 086761
UDIN No. 23086761BGWJIF3287

Place: Bengaluru
Date: April 21, 2023

BRAHMAYYA & CO. Chartered Accountants BENGALURU

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of IIFL Samasta Finance Limited ("the Company") as of March 31, 2023 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Managements Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

BRAHMAYYA & CO. Chartered Accountants BENGALURU

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial Control system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the Institute of Chartered Accountants of India.

For Brahmayya & Co.,
Chartered Accountants
ICAI Firm Registration No: 000515S

G. Srinivas
Partner
Membership No: 086761
UDIN No. 23086761BGWJIF3287

Place: Bengaluru
Date: April 21, 2023

BRAHMAYYA & CO. Chartered Accountants BENGALURU

IIFL Samasta Finance Limited
(Formerly known as Samasta Microfinance Limited)
CIN: U65191KA1995PLC057884
Registered Office: 110/3, Lal Bagh Main Road, Krishnappa Layout, Bengaluru, Karnataka- 560027

BALANCE SHEET AS AT MARCH 31, 2023

(Amount in ₹ Cr)

Particulars	Note No.	As at March 31, 2023	As at March 31, 2022
ASSETS			
1 Financial Assets			
(a) Cash and cash equivalents	3	227.11	456.08
(b) Bank Balance other than (a) above	3	382.39	258.56
(c) Derivative financial instruments	4	9.22	9.87
(d) Receivables			
(i)Trade Receivables	5	17.98	8.48
(ii) Other Receivables			-
(e) Loans	6	7,736.08	5,518.63
(f) Investments	7	169.42	0.05
(g) Other Financial assets	8	259.48	51.96
2 Non-Financial Assets			
(a) Other non-financial assets	9	5.70	14.11
(b) Current tax assets (Net)	10	2.12	1.64
(c) Deferred tax Assets (Net)	11	45.04	63.12
(d) Investment Property	12	0.05	0.05
(e) Property, Plant and Equipment	13	20.36	9.12
(f) Right to Use	13	8.15	6.75
(g) Other Intangible assets	14	-	0.01
Total Assets		**8,904.10**	**6,394.43**
LIABILITIES AND EQUITY			
LIABILITIES			
1 Financial Liabilities			
(a) Derivative financial instruments	4	9.22	9.87
(b) Payables			
(I)Trade Payables			
(i) total outstanding dues of micro enterprises and small enterprises		-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	15	20.38	8.06
(II) Other Payables			
(i) total outstanding dues of micro enterprises and small enterprises			-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises			-
(c) Debt Securities	16	477.90	514.81
(d) Borrowings (Other than Debt Securities)	17	6,328.70	4,603.36
(e) Unsecured Subordinated Liabilities	18	464.60	140.72
(f) Lease Liability	19	9.21	7.42
(g) Other financial liabilities	20	232.80	91.36
2 Non-Financial Liabilities			
(a) Current tax liabilities (Net)	21	0.18	5.51
(b) Provisions	22	13.29	8.46
(c) Other non-financial liabilities	23	26.57	5.58
3 Equity			
(a) Equity Share capital	24	593.64	498.22
(b) Other Equity	25	728.41	501.06
Total Liabilities and Equity		**8,904.10**	**6,394.43**
Significant Accounting policies	2		

Accompanying notes are an integral part of these financial statements.
As per our attached report of even date.

For Brahmayya & Co.,
Chartered Accountants
Firm No. 000515S

G.Srinivas
Partner
M. No. 086761

Place: Bengaluru
Date: 21-04-2023

For and on behalf of the Board of Directors
of IIFL Samasta Finance Limited

N. Venkatesh
Managing Director
DIN : 01018821

D. Shivaprakash
Whole-Time Director
DIN : 02216802

Sharma Kumar T
Chief Financial Officer

Manoranjan Biswal
Company Secretary

IIFL Samasta Finance Limited
(Formerly known as Samasta Microfinance Limited)
CIN: U65191KA1995PLC057884
Registered Office: 110/3, Lal Bagh Main Road, Krishnappa Layout, Bengaluru, Karnataka- 560027

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2023

(Amount In Rs ₹ Cr)

Particulars	Note No.	Year Ended March 31, 2023	Year Ended March 31, 2022
Revenue from operations			
(a) Interest Income	26	1,539.63	984.23
(b) Fees and commission Income	27	100.67	26.09
(c) Net gain on derecognition of financial instruments under amortised cost category	28	105.93	2.47
(I) Total Revenue from operations		**1,746.23**	**1,012.79**
(II) Other Income	29	**7.28**	**7.14**
(III) Total Income (I+II)		**1,753.51**	**1,019.93**
Expenses			
(a) Finance Costs	30	586.98	395.10
(b) Net loss on derecognition of financial instruments under amortised cost category	31	450.91	138.58
(c) Impairment on financial instruments	32	4.37	98.72
(d) Employee Benefits Expenses	33	393.87	236.65
(e) Depreciation, amortization and impairment	12, 13, 14	13.24	7.86
(f) Others expenses	34	145.63	84.07
(IV) Total Expenses		**1,595.00**	**960.98**
(V) Profit before tax (III-IV)		**158.51**	**58.95**
(VI) Tax Expense:			
(1) Current Tax	35	13.77	36.77
(2) Tax related to Earlier Years	35	(1.63)	(0.19)
(3) Deferred Tax	35	18.19	(28.23)
Total Tax Expense (1+2+3)		**30.33**	**8.35**
(VII) Profit for the year (V-VI)		**128.18**	**50.60**
(VIII) Other Comprehensive Income			
(A) (i) Items that will not be reclassified to profit or loss	35	(0.42)	(1.11)
(ii) Income tax relating to items that will not be reclassified to profit or loss	35	0.11	0.28
Subtotal (A)	35	(0.31)	(0.83)
(B) (i) Items that will be reclassified to profit or loss			
(ii) Income tax relating to items that will be reclassified to profit or loss			
Subtotal (B)		-	-
Other Comprehensive Income		(0.31)	(0.83)
(IX) Total Comprehensive Income for the period (Comprising Profit and other Comprehensive Income for the period) (VII+VIII)		**127.87**	**49.77**
(X) Earnings per equity share			
Basic (Rs.)		2.50	1.22
Diluted (Rs.)		2.50	1.22
Significant Accounting Policies	2		

Accompanying notes are an integral part of these financial statements.
As per our attached report of even date.
For Brahmayya & Co.,
Chartered Accountants
Firm No. 000515S

G.Srinivas
Partner
M. No. 086761

Place: Bengaluru
Date: 21-04-2023

For and on behalf of the Board of Directors
of IIFL Samasta Finance Limited

N. Venkatesh
Managing Director
DIN : 01018821

D. Shivaprakash
Whole-Time Director
DIN : 02216802

Ananthu Kumar T
Chief Financial Officer

Manoranjan Biswal
Company Secretary

IIFL Samasta Finance Limited
(Formerly known as Samasta Microfinance Limited)
CIN: U65191KA1995PLC057884
Registered Office: 110/3, Lal Bagh Main Road,Krishnappa Layout, Bengaluru, Karnataka- 560027

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2023

(Amount in ₹ Cr)

SR. No.	Particulars	Year Ended March 31, 2023	Year Ended March 31, 2022
1	**Cash flows from operating activities**		
	Net profit before taxation, and extraordinary item	158.51	58.95
	Adjustments for:		
	Depreciation	13.23	7.86
	Net (gain) / loss on derecognition of financial instruments under amortised cost category	(93.20)	6.74
	Interest Income on FDs	(17.66)	(10.65)
	Short Term Capital Gain	(7.01)	(7.02)
	Gratuity and Leave Salary	4.51	2.20
	Profit on sale of assets	-	-
	Dividend income	-	-
	Provisions for Standard and Non Performing Assets	4.37	98.73
	Net loss on derecognition of financial instruments under amortised cost category	450.91	131.84
	Operating profit before working capital changes	513.67	288.64
	(Increase)/ Decrease in Trade Receivables	(9.50)	(5.42)
	(Increase) / Decrease in loans	(2,672.74)	(1,786.16)
	(Increase) / Decrease in Other Assets	(153.59)	(31.37)
	Increase / (Decrease) in Other Liabilities	190.61	(126.62)
	Increase / (Decrease) in trade payables	12.32	(0.54)
	Changes in Working Capital	(2,632.91)	(1,950.12)
	Cash generated from operations	(2,119.24)	(1,661.48)
	Income taxes paid	(5.10)	(29.00)
	Net cash from operating activities	(2,124.34)	(1,690.48)
2	**Cash flows from investing activities**		
	Purchase of PPE	(22.25)	(9.37)
	Proceeds from sale of equipment	0.01	0.01
	Purchase of Investments	(8,136.40)	(6,117.79)
	Investment in Deposits	(126.83)	(101.12)
	Sale of Investments	8,142.41	6,124.81
	Investment in Security Receipts	(160.37)	-
	Interest received	17.85	8.42
	Dividends received	-	-
	Net cash from investing activities	(284.58)	(95.04)
3	**Cash flows from financing activities**		
	Proceeds from issuance of share capital	200.00	300.00
	Proceeds from long-term borrowings	6,093.24	4,000.77
	Repayment of long-term borrowings	(4,104.33)	(2,209.79)
	Interest paid		
	Dividends paid	(4.98)	-
	Net cash used in financing activities	2,183.93	2,090.98
4	**Net Increase/(decrease) in cash and cash equivalents**	(224.98)	305.46
5	**Cash and cash equivalents at beginning of period**	452.09	146.63
6	**Cash and cash equivalents at end of period**	227.11	452.09

Accompanying notes are an integral part of these financial statements.
As per our attached report of even date.
For Brahmayya & Co.,
Chartered Accountants
Firm No. 000515S

G.Srinivas
Partner
M. No. 086761

For and on behalf of the Board of Directors
of IIFL Samasta Finance Limited

N. Venkatesh
Managing Director
DIN : 03018821

D. Shivaprakash
Whole-Time Director
DIN : 02216802

Anjrina Kumar T
Chief Financial Officer

Manoranjan Biswal
Company Secretary

Place: Bengaluru
Date: 21-04-2023

IIFL Samasta Finance Limited
(Formerly known as Samasta Microfinance Limited)
CIN: U65191KA1995PLC057884
Registered Office: 1103, Lal Bagh Main Road,Krishnappa Layout, Bengaluru, Karnataka-560027

Note 1. Corporate Information:

IIFL Samasta Finance Limited (Formerly known as Samasta Microfinance Limited) has its registered office at Bangalore, India and was Incorporated under the Provisions of Companies Act,1956. The company has obtained certificate of registration from RBI dated 05-09-2013. The Company is categorised as systematically important Non Banking Finance (non - deposit accepting or holding) Company - Micro Finance Institution (NBFC MFI) under the provisions of RBI Act 1934. The Company is engaged in providing micro finance services to women who are enrolled as members and organized as Joint Liability Group (JLG), Small business loans and loans against property. The Company is a subsidiary of IIFL Finance Limited.

Note 2. Significant Accounting Policies And Key Accounting Estimates And Judgements

a) Basis of Preparation of financial statements:

The financial statements, together with the comparative period date as at and for the year ended March 31, 2023, comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015], as amended and other relevant provisions of the Act.
The Company has followed statutory requirements, circulars and guidelines issued by the Reserve Bank of India (RBI) for Non-Banking Financial Companies (NBFC), time to time.

b) Historical cost convention:

The financial statements have been prepared on a historical cost basis, except for the following:
1) certain financial assets and liabilities (including derivative instruments) are measured at fair value as stated in notes;
2) defined benefit plans – plan assets measured at fair value.

c) Use of estimates and Critical Estimates and judgements

The preparation of financial statements requires management to make certain estimates and assumptions that affect the amounts reported in the financial statements and notes thereto. The management believes that these estimates and assumptions are reasonable and prudent. However, actual results could differ from these estimates. Any revision in accounting estimates is recognized prospectively in the current and future period.

This note provides an overview of the areas that involved a higher degree of judgment or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgments is included in the relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

The areas involving critical estimates are:
i) Determining inputs into the ECL measurement model - (Refer Note b)
ii) Estimation of defined benefit obligation - (Refer Note s (II))
The areas involving critical judgements are:
i) Classification of financial assets : Assessment of the business model within which the assets are held and assessment of whether the contractual terms of the financial asset are Solely Payment of Principal and Interest (SPPI) on the principal amount outstanding.

ii) Derecognition of financial assets and securitization.
iii) Categorisation of loan portfolios

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IIFL Samasta Finance Limited (Formerly Samasta Microfinance Limited)

d) Business Combinations

Business combinations are accounted for using the acquisition method. At the acquisition date, identifiable assets acquired and liabilities assumed are measured at fair value. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition date fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable. The consideration transferred is measured at fair value at acquisitiondate and includes the fair value of any contingent consideration. However, deferred tax asset or liability and any liability or asset relating to employee benefit arrangements arising from a business combination are measured and recognized in accordance with the requirements of Ind AS 12, Income Taxes and Ind AS 19, Employee Benefits respectively.

Where the consideration transferred exceeds the fair value of the net identifiable assets acquired and liabilities assumed, the excess is recorded as goodwill. Alternatively, in case of a bargain purchase wherein the consideration transferred is lower than the fair value of the net identifiable assets acquired and liabilities assumed, the difference is recorded as a gain in other comprehensive income and accumulated in equity as capital reserve. The costs of acquisition excluding those relating to issue of equity or debt securities are charged to the Statement of Profit and Loss in the period in which they are incurred.

In case of business combinations involving entities under common control, the above policy does not apply. Business combinations involving entities under common control are accounted for using the pooling of interests method. The net assets of the transferor entity or business are accounted at their carrying amounts on the date of the acquisition subject to necessary adjustments required to harmonise accounting policies. Any excess or shortfall of the consideration paid over the share capital of transferor entity or business is recognised as capital reserve under equity.

e) Non Financial Assets:

Measurement

i) Property, Plant and Equipment

PPE (Property Plant and Equipment) is recognised when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. PPE is stated at original cost net of tax, if any, less accumulated depreciation. Cost includes professional fees related to the acquisition of PPE and for qualifying assets, borrowing costs capitalised in accordance with the Company's accounting policy, less GST to the extent credit of tax is availed. Following initial recognition, items of property, plant and equipment are carried at its cost less accumulated depreciation and accumulated impairment losses.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All repairs and maintenance are charged to the Statement of Profit and Loss during the reporting period in which they are incurred.

ii) Intangible Asset

Intangible assets acquired separately are measured on initial recognition at cost. Intangible assets arising on acquisition of business are measured at fair value as at date of acquisition. Following initial recognition, intangible assets with finite useful life are carried at cost less accumulated amortization and accumulated impairment loss, if any.

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iii) Investment Property

Investment Property are measured on initial recognition at cost. Transaction costs are included in the initial measurement. The cost of a purchased investment property comprises its purchase price and any directly attributable expenditure. Directly attributable expenditure includes, for example, professional fees for legal services, property transfer taxes and other transaction costs. Following initial recognition, an entity shall measure all of its investment properties in accordance with Ind AS 40's requirements for cost model.

Depreciation/ Amortisation

Depreciation on each item of PPE and Investment Property is provided using the Straight-Line Method based on the useful lives of the assets as estimated by the management and is charged to the Statement of Profit and Loss. The estimate of the useful life of the assets has been assessed based on the nature of the asset, the usage of the asset, expected physical wear and tear, the operating conditions of the asset, anticipated technological changes, manufacturers warranties and maintenance support, etc. Freehold land is not depreciated.

Intangible Assets with finite lives are amortized on a Straight Line basis over the estimated useful economic life and is recognized in the Statement of Profit and Loss.

Individual assets costing up to Rs.5,000 has been depreciated in full in the year of purchase.

No depreciation is charged from the month in which assets are sold. Depreciation/ Amortisation on PPE, Investment Property and Intangible Assets added or disposed off during the year is calculated on pro-rata basis with reference to the date of addition or deletion.

Estimated useful life of the assets is as under:

Class of assets	Useful life in years
Buildings *	20
Furniture and fixtures *	5
Office equipment *	5
Electrical Equipment *	5
Vehicles *	5
Computers *	3
Software *	3

* For these class of assets, based on internal assessment and independent technical evaluation carried out by external valuers the management believes that the useful lives as given above best represent the period over which management expects to use these assets. Hence the useful lives for these assets is different from the useful lives as prescribed under Part C of Schedule II of the Companies Act 2013.

Derecognition

The carrying amount of an item of PPE, Investment Property and Intangible Asset is derecognized (eliminated from the balance sheet) on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the de-recognition of an item of property, plant and equipment is measured as the difference between the net disposal proceeds and the carrying amount of the item and is recognized in the Statement of Profit and Loss when the item is derecognized.

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f) Impairment of Non Financial Assets

Assets that have an indefinite useful life, for example goodwill, are not subject to amortization and are tested for impairment annually and whenever there is an indication that the asset may be impaired. Assets that are subject to depreciation and amortization are reviewed for impairment, whenever events or changes in circumstances indicate that carrying amount may not be recoverable. Such circumstances include, though are not limited to, significant or sustained decline in revenues or earnings and material adverse changes in the economic environment.

An impairment loss is recognized whenever the carrying amount of an asset or its Cash Generating Unit (CGU) exceeds its recoverable amount. The recoverable amount of an asset is the greater of its fair value less cost to sell and value in use. To calculate value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market rates and the risk specific to the asset. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the CGU to which the asset belongs. Fair value less cost to sell is the best estimate of the amount obtainable from the sale of an asset in an arm's length transaction between knowledgeable, willing parties, less the cost of disposal. Impairment losses, if any, are recognized in the Statement of Profit and Loss and included in depreciation and amortization expenses.

Impairment losses are reversed in the Statement of Profit and Loss only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had previously been recognized.

g) Financial Instruments:

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

h) Financial Assets

Business Model Assessment

The Company makes an assessment of the objective of a business model in which an asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management.

Assessment of whether contractual cash flows are solely payments of principal and interest

For the purpose of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs, as well as profit margin.

In assessing whether the contractual cash flows are SPPI, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition.

Reclassifications

Financial assets are not reclassified subsequent to their initial recognition, except in the period after the Company changes its business model for managing financial assets.

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Initial recognition and measurement:

The company recognizes a financial asset in its Balance Sheet when it becomes party to the contractual provisions of the instrument.
All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at Fair Value Through Profit or Loss (FVTPL), transaction costs that are attributable to the acquisition of the financial asset.

However, trade receivables that do not contain a significant financing component are measured at transaction price.

Subsequent measurement:

For subsequent measurement, the company classifies a financial asset in accordance with the below criteria:
i. The company's business model for managing the financial asset and
ii. The contractual cash flow characteristics of the financial asset.
Based on the above criteria, the company classifies its financial assets into the following categories:

i. Financial assets measured at amortized cost
ii. Financial assets measured at Fair Value Through Other Comprehensive Income (FVTOCI)
iii. Financial assets measured at Fair Value Through Profit or Loss (FVTPL)

i. Financial assets measured at amortized cost
A financial asset is measured at the amortized cost if both the following conditions are met:
a) The company's business model objective for managing the financial asset is to hold financial assets in order to collect contractual cash flows, and
b) The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.
This category applies to cash and bank balances, trade receivables, loans, investments and other financial assets of the company. Such financial assets are subsequently measured at amortized cost using the effective interest method.

ii. Financial assets measured at FVTOCI
A financial asset is measured at FVTOCI if both of the following conditions are met:
a) The company's business model objective for managing the financial asset is achieved both by collecting contractual cash flows and selling the financial assets, and
b) The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.
For the above category, income by way of interest and dividend, provision for impairment are recognized in profit or loss and changes in fair value (other than on account of above income or expense) are recognized in other comprehensive income and accumulated in other equity.
On disposal of debt instruments at FVOCI, the cumulative gain or loss previously accumulated in other equity is reclassified to Statement of Profit and Loss

iii. Financial assets measured at FVTPL

A financial asset is measured at FVTPL unless it is measured at amortized cost or at FVTOCI as explained above. This is a residual category applied to all other investments of the company excluding investments in subsidiaries and associate. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the Statement of Profit and Loss.

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Derecognition:

A financial asset (or, where applicable, a part of a financial asset or part of a company of similar financial assets) is derecognized (i.e. removed from the company's Balance Sheet) when any of the following occurs:

i. The contractual rights to cash flows from the financial asset expires;

ii. The company transfers its contractual rights to receive cash flows of the financial asset and has substantially transferred all the risks and rewards of ownership of the financial asset;

iii. The company retains the contractual rights to receive cash flows but assumes a contractual obligation to pay the cash flows without material delay to one or more recipients under a 'pass-through' arrangement (thereby substantially transferring all the risks and rewards of ownership of the financial asset);

iv. The company neither transfers nor retains, substantially all risk and rewards of ownership, and does not retain control over the financial asset.

In cases where company has neither transferred nor retained substantially all of the risks and rewards of the financial asset, but retains control of the financial asset, the company continues to recognize such financial asset to the extent of its continuing involvement in the financial asset. In that case, the company also recognizes an associated liability. The financial asset and the associated liability are measured on a basis that reflects the rights and obligations that the company has retained.

On Derecognition of a financial asset, (except as mentioned in ii above for financial assets measured at FVTOCI), the difference between the carrying amount and the consideration received is recognized in the Statement of Profit and Loss.

Impairment of financial assets:

The Company recognizes loss allowance for Expected Credit Loss "ECL" on the following financials instruments that are not measured at FVTPL :

i) Loans

ii) Trade Receivables

Loans

The Company measures loss allowances at an amount equal to lifetime ECL, except for financial instruments whose credit risk has not increased significantly since initial recognition, for which a 12-month ECL is computed.

Life-time ECL is based on the result from all possible default events over the expected life of the financial instrument.

12-month ECL is based on the result from default events on a financial instrument that are possible within the 12 months after the reporting date.

The assessment of whether lifetime ECL should be recognised is based on significant increases in the likelihood or risk of a default occurring since initial recognition. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

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The company categorises loan assets into stages based on the Days Past Due status:

Stage	Past Due	ECL	Regulatory Standards
Stage 1	30 days past due	12 Month ECL	Equivalent to standard assets as per RBI
Stage 2	31-90 Days Past Due	Life time ECL	
Stage 3	More than 90 Days Past Due	Life time ECL	Equivalent to NPA assets as per RBI

Measurement of ECL

ECL are a probability-weighted estimate of credit losses. They are measured as follows :

Financial assets that are not credit-impaired at the reporting date: As the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Company in accordance with the contract and the cash flows that the Company expects to receive);
Financial assets that are credit-impaired at the reporting date: As the difference between the gross carrying amount and the present value of estimated future cash flows.

Trade Receivables

For trade receivables, the Company applies the simplified approach which requires life-time ECL to be recognised from initial recognition of the receivables.

Presentation of allowance for ECL in the statement of financial position

Loss allowances for ECL are presented in the statement of financial position for financial assets measured at amortised cost as a deduction from the gross carrying amount of the assets.

Write off

Loans are written off when there is no reasonable expectation of recovering in its entirety or a portion thereof. This is generally the case when the Company determines that the borrower does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. This assessment is carried out at the individual asset level.

Financial assets that are written off could still be subject to recovery activities in order to comply with the Company's procedures for recovery of amounts due.

ii) Financial Liabilities

Initial recognition and measurement:

The company recognizes a financial liability in its Balance Sheet when it becomes party to the contractual provisions of the instrument. Having regards to the terms and structure of issuance, Financial Liabilities are categorized as follows (i) recognized at amortised costs (ii) recognized at fair value through profit and loss (FVTPL) (iii) where there is an embedded derivative as part of the financial liability, such embedded derivative is separated and recorded at fair value and the remaining component is categorized as on amortised costs.

BRAHMAYYA & CO. Chartered Accountants BENGALURU

IIFL Samasta Finance Limited (Formerly Samasta Microfinance Limited)

Subsequent measurement:

(i) All financial liabilities of the company categorized as at amortized cost are subsequently measured using the effective interest method.

(ii) All financial liabilities of the company categorized at fair value are subsequently measured at fair value through profit and loss statement.

(iii) For derivatives embedded in the liability, the embedded derivative is subsequently measured at fair value through profit and loss and the liability is subsequently measured at amortised cost using the effective interest method.

Derecognition: A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

i) Derivative Financial Instruments

Derivatives Financial Contracts are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period.

j) Offsetting Financial Instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

k) Fair Value

The company measures financial instruments at fair value in accordance with the accounting policies mentioned above. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

i. In the principal market for the asset or liability, or

ii. In the absence of a principal market, in the most advantages market for the asset or liability.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows, the inputs to valuation techniques used to measure value. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1 inputs) and the lowest priority to unobservable inputs (Level 3 inputs).

Level 1 — quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly

Level 3 —inputs that are unobservable for the asset or liability

For assets and liabilities that are recognized in the financial statements at fair value on a recurring basis, the company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization at the end of each reporting period and discloses the same.

BRAHMAYYA & CO. Chartered Accountants BENGALURU

IIFL Samasta Finance Limited (Formerly Samasta Microfinance Limited)

l) Functional Currency

i) Functional and presentation currencies:

Items included in the financial statements are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'), i.e. in Indian rupees (INR) and all values are rounded off to nearest Rupees except where otherwise indicated.

ii) Transactions and balances

a. Foreign currency transactions are translated into functional currency using exchange rates at the date of transaction.

b. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in the Statement of Profit and Loss.

m) Securitization transaction

In accordance with Ind AS 109, in case of securitisation where the risks and rewards are not transferred completely, the assets are not derecognised and the liability to Special Purpose Vehicle (SPV) is shown under borrowings. The gain arising on securitisation is amortised over the life of the securities issued by SPV . Loss, if any, is recognised upfront in the Statement of Profit and Loss for all types of Securitisation Transactions.

n) Assignment transaction

In accordance with Ind AS 109, in case of assignment with complete transfer of risks and rewards without any retention of residual interest, gain arising on the assignment is recorded upfront in the Statement of Profit and Loss and the loan is derecognised from the Statement of Assets and Liabilities immediately on sale of the loan. However, in cases where the risks and rewards are not transferred completely, then the gain arising on the assignment is amortised over the remaining life of the loan. Loss, if any, is recognised upfront in the Statement of Profit and Loss for all types of Assignment Transactions.

o) Revenue Recognition

i) Income from financing activity:

Interest income is recognized using the Effective Interest Rate (EIR) method for all financial assets measured at amortised cost. The EIR is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset, to its gross carrying amount. The calculation of the effective interest rate includes transaction costs and transaction income that are directly attributable to the acquisition of a financial asset.

For financial assets that are not Purchases Originally Credit Impaired "POCI" but have subsequently became credit-impaired (or 'stage-3'), for which interest revenue is calculated by applying the effective interest rate to their amortised cost (i.e. net of the expected credit loss provision).

ii) Other revenue from operation:

Fee and commission income that are not integral part of the effective interest rate on the financial asset are recognized as the performance obligation is are performed. There is no significant financing component in the consideration.

iii) Other Income:

Dividend income is recognized when the right to receive income is established.

All other income is recognized on an accrual basis, when there is no uncertainty in the ultimate realization / collection.

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IIFL Samasta Finance Limited (Formerly Samasta Microfinance Limited)

p) Taxes on Income

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by the changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses. The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred tax provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

A deferred tax asset is recognised for unclaimed tax credits that are carried forward as deferred tax assets.

Presentation of current and deferred tax:

Current and deferred tax are recognized as income or an expense in the Statement of Profit and Loss, except when they relate to items that are recognized in Other Comprehensive Income, in which case, the current and deferred tax income/expense are recognized In Other Comprehensive Income.

The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. In case of deferred tax assets and deferred tax liabilities, the same are offset if the company has a legally enforceable right to set off corresponding current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority on the company.

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q) Provisions and Contingencies

The company recognizes provisions when a present obligation (legal or constructive) as a result of a past event exists and it is probable that an outflow of resources embodying economic benefits will be required to settle such obligation and the amount of such obligation can be reliably estimated.

If the effect of time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

r) Cash and Cash Equivalents

Cash and cash equivalents for the purpose of Cash Flow Statement comprise cash and cheques in hand, bank balances, demand deposits with banks where the original maturity is three months or less and other short term highly liquid investments.

s) Employee Benefits

I. Defined contribution plans:

Defined contribution plans are post-employment benefit plans (such as Provident Fund) under which the company pays fixed contributions into benefit schemes and will have no legal or constructive obligation to pay further contributions. The company's contributions to defined contribution plans are recognised in the Statement of Profit and Loss in the financial year to which they relate.

II. Defined benefit plans:

Gratuity is post employment benefit and is in the nature of Defined Benefit Plan. The present value of the obligations under defined benefit plans is determined based on actuarial valuation using the Projected Unit Credit Method.

The obligation is measured at the present value of the estimated future cash flows using a discount rate based on the market yield on government securities of a maturity period equivalent to the weighted average maturity profile of the defined benefit obligations at the Balance Sheet date.

Re-measurement, comprising actuarial gains and losses, the return on plan assets (excluding amounts included in net interest on the net defined benefit liability or asset) and any change in the effect of asset ceiling (if applicable) is recognized in other comprehensive income and is reflected in retained earnings and the same is not eligible to be reclassified to profit or loss.

Defined benefit costs comprising current service cost, past service cost and gains or losses on settlements are recognised in the Statement of Profit and Loss as employee benefits expense. Interest cost implicit in defined benefit employee cost is recognised in the Statement of Profit and Loss under finance cost. Gains or losses on settlement of any defined benefit plan are recognised when the settlement occurs. Past service cost is recognised as expense at the earlier of the plan amendment or curtailment and when the company recognises related restructuring costs or termination benefits. In case of funded plans, the fair value of the plan assets is reduced from the gross obligation under the defined benefit plans to recognise the obligation on a net basis.

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The liabilities for earned leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of the expected future payments to be made in respect of services provided by employee up to the end of reporting period using the projected unit credit method and is recognized in a similar manner as in the case of defined benefit plans. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Re-measurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the Statement of Profit and Loss.

Long term employee benefit costs comprising current service cost and gains or losses on curtailments and settlements, re-measurements including actuarial gains and losses are recognised in the Statement of Profit and Loss as employee benefit expenses. Interest cost implicit in long term employee benefit cost is recognised in the Statement of Profit and Loss under finance cost.

t) Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM) of the company. The CODM is responsible for allocating resources and assessing performance of the operating segments of the company. Revenue, expenses, assets and liabilities which relate to the company as a whole and are not allocable to segments on reasonable basis have been included under 'unallocated revenue / expenses / assets / liabilities'. The Company operates in a single business segment i.e. lending to members, having similar risk and returns for the purpose of IND AS 108 on 'Operating Segments'. The Company operates in a single geographical segment i.e. domestic.

u) Leases

The Company's lease asset classes primarily consist of leases for buildings. The Company, at the inception of a contract, assesses whether the contract is a lease or not lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a time in exchange for a consideration. This policy has been applied to contracts existing and entered into on or after April 1, 2019.

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the Company's incremental borrowing rate. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in the Statement of Profit and Loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less. The Company recognises the lease payments associated with these leases as an expense over the lease term.

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(All amounts are stated in crores unless otherwise stated)

Note 3. Cash and Cash Equivalents

Particulars	As at March 31, 2023	As at March 31, 2022
Cash and Cash Equivalents		
Cash on hand	0.72	0.62
Balance with Banks	214.20	264.54
In Fixed Deposit Accounts	12.19	189.92
Cash and Cash Equivalents	**227.11**	**455.08**

Out of the Fixed Deposits shown above:

Particulars	As at March 31, 2023	As at March 31, 2022
Lien Marked *	-	74.78
Other deposits	12.19	115.14
Total	**12.19**	**189.92**

*Deposits have been placed with certain banks as cash collateral against term loans and working capital.

Particulars	As at March 31, 2023	As at March 31, 2022
Other Bank Balances		
In Fixed Deposit Account (Maturity upto 12 months)	201.45	123.65
In Fixed Deposit account (Maturity more than 12 months)	180.94	131.91
Total	**382.39**	**255.56**

Out of the Fixed Deposits shown above:

Particulars	As at March 31, 2023	As at March 31, 2022
Lien Marked *	382.39	280.33
Other deposits	0.00	(24.77)
Total	**382.39**	**255.56**

*Deposits have been placed with certain banks as cash collateral against term loans and working capital.

Particulars	As at March 31, 2023	As at March 31, 2022
Cash and Cash Equivalents (As per Ind AS 7 Statement of Cash Flows)		
Cash on hand	0.72	0.62
Balance with Banks	214.20	264.54
-In current accounts		
In Fixed Deposit Accounts	12.19	189.92
	227.11	455.08
Less: Cash Credit / Overdraft facilities (Refer Note no 17)	-	2.99
Cash and cash equivalents (As per Ind AS 7 Statement of Cash Flows) (A)	**227.11**	**452.09**

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Note 4. Derivative Financial Instruments

Particulars	As at March 31, 2023			As at March 31, 2022		
	Nominal Amount	Fair Value - Assets	Fair Value - Liabilities	Nominal Amount	Fair Value - Assets	Fair Value - Liabilities
Interest Rate Derivatives						
Options Purchased *	4.32	9.22	9.22	4.32	9.87	9.87
Total	**4.32**	**9.22**	**9.22**	**4.32**	**9.87**	**9.87**

* Unsecured Non Convertible Debentures of ₹ 9.22 Cr (P.Y. ₹ 9.87 Cr) made as per the terms of issue and on maturity will be transferred to the investors of the NCD.

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Note 5. Receivables

Receivables	As at March 31, 2023	As at March 31, 2022
Trade Receivables		
Receivables considered good - Unsecured	17.98	8.48
Total - Gross	**17.98**	**8.48**
Less: Impairment loss allowance	-	-
Total - Net	**17.98**	**8.48**

The Company follows simplified method of estimation of expected credit loss and hence information required under Part (C) (i) is not furnished.

5.1 Trade Receivables ageing schedule as on March 31, 2023

Particulars	Outstanding for following periods from due date of payment						
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed trade receivables – considered good	1.56	16.41	0.00	0.01	-	-	17.98
Undisputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed trade receivables – credit impaired	-	-	-	-	-	-	-
Disputed trade receivables – considered good	-	-	-	-	-	-	-
Disputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed trade receivables – credit impaired	-	-	-	-	-	-	-
Total	1.56	16.41	0.00	0.01	-	-	17.98

5.2 Trade Receivables ageing schedule as on March 31, 2022

Particulars	Outstanding for following periods from due date of payment						
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed trade receivables – considered good	2.06	6.43	-	-	-	-	8.48
Undisputed trade receivables – which have significant increase in credit risk	-		-	-	-	-	-
Undisputed trade receivables – credit impaired	-		-	-	-	-	-
Disputed trade receivables – considered good	-		-	-	-	-	-
Disputed trade receivables – which have significant increase in credit risk	-		-	-	-	-	-
Disputed trade receivables – credit impaired	-		-	-	-	-	-
Total	2.06	6.43	-	-	-	-	8.48

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Note 6. Loans

Particulars	As at March 31, 2023		As at March 31, 2022	
	Amortised cost	Total	Amortised cost	Total
Loans				
(A)				
Term Loans	7,998.53	7,998.53	5,772.72	5,772.72
Inter Corporate Deposit to Holding Company	-	-	-	-
Unamortized Processing Fee	(69.20)	(69.20)	(48.05)	(48.05)
Advance from Customers	-	-	-	-
Accrued Interest but not due	63.97	63.97	48.75	48.75
Total (A) -Gross	7,993.30	7,993.30	5,773.42	5,773.42
Less: Impairment loss allowance (including ECL on Stage 3 of Rs. 105.04 Cr P.Y. Rs.130.13 Cr)	(257.22)	(257.22)	(254.80)	(254.80)
Total (A) - Net	7,736.08	7,736.08	5,518.62	5,518.62
(B)				
(i) Secured by tangible assets	37.24	37.24	65.67	65.67
Less: Impairment loss allowance (including ECL on Stage 3 of Rs 0.16 Cr P.Y. Rs 1.43 Cr)	(0.94)	(0.94)	(2.59)	(2.59)
Total (i)	36.30	36.30	63.08	63.08
(ii) Unsecured	7,956.06	7,956.06	5,207.76	5,207.76
Less: Impairment loss allowance (including ECL on Stage 3 of Rs. 104.87 Cr P.Y. Rs.128.70 Cr)	(256.28)	(256.28)	(252.21)	(252.21)
Total (ii)	7,699.78	7,699.78	5,455.55	5,455.55
Total (B)-Net	7,736.08	7,736.08	5,518.63	5,518.63
(C)				
(I) Loans in India				
(i) Public Sector	-	-	-	-
(ii) Others				
Joint Liability Group	7,439.98	7,439.98	5,374.39	5,374.39
Small Business Loans	516.08	516.08	333.46	333.46
Loan Against Property	37.24	37.24	65.67	65.67
Inter Corporate Deposit to Holding Company	-	-	-	-
Less: Impairment loss allowance (including ECL on Stage 3 of Rs. 105.04 Cr P.Y. Rs.130.13 Cr)	(257.22)	(257.22)	(254.80)	(254.80)
Total(C) (I)-Net	7,736.08	7,736.08	5,518.63	5,518.63
(II)Loans outside India	-	-	-	-
Less: Impairment loss allowance	-	-	-	-
Total (C) (II)- Net	-	-	-	-
Total C(I) and C(II)	7,736.08	7,736.08	5,518.63	5,518.63

6.1	Particulars	As at 31 March 2023	As at 31 March 2022
	The loan receivables reflected above excludes microfinance loans assigned to a third party on direct assignment in accordance with RBI Guidelines which qualify for derecognition as per Ind AS 109. The amounts given are net of minimum retention retained in the books:	1,620.51	447.58

6.2	Particulars	As at 31 March 2023	As at 31 March 2022
	Provisions as per RBI Prudential Norms	(117.96)	(125.72)
	Provisions as per ECL model under Ind AS 109	(257.22)	(254.80)
	Amount recorded in the books	**(257.22)**	**(254.80)**

6.3 Reconciliation of Impairment allowance on Loans*

Particulars	Amount
Impairment allowance as at 1 April 2021	155.44
Add: Impairment allowance provided in statement of Profit & Loss	231.19
Less: Impairment allowance Utilised for writing off Loss assets	(131.84)
Impairment allowance as at 31 March 2022	254.79
Add: Impairment allowance provided in statement of Profit & Loss	453.34
Less: Impairment allowance Utilised for writing off Loss assets	(450.91)
Impairment allowance as at 31 March 2023	257.22

* Reconciliation table does not include ECL provision on other receivables (Refer point no 9).

The Company has not given any loans or advances to directors, promoters, key managerial person and related parties either repayable on demand or without any terms of repayment.

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Note 7. Investments

Particulars	As at March 31, 2023			As at March 31, 2022		
	At Fair Value through profit or loss	Others *	Total	At Fair Value through profit or loss	Others *	Total
(A)						
Equity instruments	-	-	-	-	-	-
Alpha Microfinance Consultants Private Limited (50,000 Equity Shares of Rs. 10 each)	-	0.05	0.05	-	0.05	0.05
(B)						
Investments in Security Receipts		160.37	160.37			
Total – Gross (A+B)	-	**160.42**	**160.42**	-	**0.05**	**0.05**
i) Investments outside India		-	-	-	-	-
ii) Investments in India	-	160.42	160.42	-	0.05	0.05
Unquoted equity instruments in India		0.05	0.05		0.05	0.05
Quoted equity instruments in India		-	-		-	-
Other than Equity Instruments		160.37	160.37		-	-
Total (B)	-	160.42	160.42	-	0.05	0.05
Less: Allowance for Impairment Loss (C)	-	-	-	-	-	-
Total- Net (D) = A-C	-	**160.42**	**160.42**	-	**0.05**	**0.05**

* The Company has carried investment in equity shares at cost.

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Note 8. Other financial assets

Particulars	As at March 31, 2023		As at March 31, 2022	
Accrued interest on Fixed Deposits		4.38		4.57
Staff Advances		0.09		0.17
Security Deposits		9.67		6.35
Interest Strip Asset on Assignment		129.88		36.67
Other Receivables	152.02		8.82	
Less Impairment loss allowance towards other Receivable	(6.57)	145.46	(4.62)	4.20
Total		**289.48**		**51.96**

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Note 9. Other Non Financial Assets

Particulars	As at March 31, 2023	As at March 31, 2022
Prepaid expenses	4.33	2.24
Vendor Advances	1.37	1.96
Other Assets	-	9.91
Total	**5.70**	**14.11**

Note 10. Current Tax Assets (net)

Particulars	As at March 31, 2023	As at March 31, 2022
Advance Tax	8.31	34.71
TDS Receivables	11.33	4.30
Provision for Taxation	(17.52)	(37.37)
Total	**2.12**	**1.64**

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Note 11. Deferred Tax Assets (net)

Significant components of deferred tax assets and liabilities for the year ended March 31, 2023 are as follows:

Particulars	Opening balance	(Charged) / Recognised in Profit or Loss	Effect of the Tax Rate	Deferred Tax Taken to Balance Sheet	(Charged) / Recognised in OCI	Closing balance
Deferred Tax Assets:						
Provisions, allowances for doubtful receivables	63.00	2.29	-	-	-	65.29
Compensated absences and retirement benefits	2.13	1.02	-	-		3.15
Unamortized Processing Fees Income	12.09	5.32	-	-		17.42
Lease Liability	0.17	0.09	-		-	0.27
Total Deferred Tax Assets	**77.39**	**8.72**	-	-	-	**86.13**
Deferred Tax Liabilities:				-		
Property, plant and equipment	1.92	0.94	-	-	-	2.86
Prepaid expenses claimed	(6.57)	(4.45)	-	-	-	(11.02)
Unamortized Processing Fees Expense	(0.36)	0.18	-	-	-	(0.19)
Interest Strip Assets	(9.23)	(23.46)	-	-	-	(32.69)
Income on Security Deposit	(0.03)	(0.02)	-	-	-	(0.05)
Total Deferred Tax Liabilities	**(14.27)**	**(26.81)**	-	-	-	**(41.09)**
Deferred Tax Assets	**63.12**	**(18.09)**	-	-	-	**45.04**

Significant components of Deferred Tax Assets and Liabilities for the year ended March 31, 2022 are as follows:

Particulars	Opening balance	(Charged) / Recognised in Profit or Loss	Effect of the Tax Rate	Deferred Tax Taken to Balance Sheet	(Charged) / Recognised in OCI	Closing balance
Deferred Tax Assets:						
Provisions, allowances for doubtful receivables*	37.85	25.15	-	-	-	63.00
Over Due Interest	-		-	-	-	-
Compensated absences and retirement benefits	1.37	0.48	-	-	0.28	2.13
Unamortized Processing Fees Income	8.38	3.71	-	-	-	12.09
Unrealised profit on investments	-		-	-	-	-
Lease Liability	0.14	0.03	-	-	-	0.17
Total Deferred Tax Assets	**47.74**	**29.37**	-	-	**0.28**	**77.39**
Deferred Tax Liabilities:						
Property, plant and equipment	1.52	0.40	-	-	-	1.92
Prepaid expenses claimed	(2.83)	(3.73)	-	-	-	(6.57)
Unamortized Processing Fees Expense	(0.87)	0.51	-	-	-	(0.36)
Interest Strip Assets	(10.93)	1.70	-	-	-	(9.23)
Income on Security Deposit	(0.01)	(0.01)	-	-	-	(0.03)
Total Deferred Tax Liabilities	**(13.12)**	**(1.14)**	-	-	-	**(14.27)**
Deferred Tax Assets	**34.62**	**28.23**	-	-	**0.28**	**63.12**

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(All amounts are stated in crores unless otherwise stated)

Note 12. Investment Property

Particulars	Land	Building	Total
Cost or Valuation as at April 1, 2022	0.01	0.05	0.06
Additions	-	-	-
Deductions /Adjustments during the year	-	-	-
As at March 31, 2023	0.01	0.05	0.06
Depreciation			
As at April 1, 2022	-	0.01	0.01
Depreciation For the year	-	0.00	0.00
Deductions/Adjustments during the year	-	-	-
Up to March 31, 2023	-	0.01	0.01
Net Block as at March 31, 2023	0.01	0.04	0.05

Particulars	Land	Building	Total
Cost or Valuation as at April 1, 2021	0.01	0.05	0.06
Additions	-	-	-
Deductions /Adjustments during the year	-	-	-
As at March 31, 2022	0.01	0.05	0.06
Depreciation			
As at April 1, 2021	-	0.01	0.01
Depreciation For the year	-	0.00	0.00
Up to March 31, 2022	-	0.01	0.01
Net Block as at March 31, 2022	0.01	0.04	0.05

i) There are no direct expenses incurred towards above investment property.
ii) The investment property is given as security against non - convertible debentures.
iii) There are no contractual obligation existed as on 31st March 2023 in connection to purchase, construct or develop investment property.
iv) The title deed of the above property is held in the name of the Company.
v) The Company does not have any Benami Property and no proceedings have been initiated during the year or are pending against the company as at March 31, 2023 for holding any Benami Property under the Benami Transactions (Prohibition) Act, 1988 as amended in 2016 and Rules made thereunder.
vi) The revaluation is based on the valuation by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017.

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Note 13. Property Plant and Equipment

Particulars	Furniture & Fixture	Office Equipment	Electrical Equipment	Air Conditioner	Computers	Vehicles	Right to Use*	Total
Cost as at April 1, 2022	8.15	3.82	1.47	0.37	20.21	0.43	9.58	44.03
Additions	5.13	9.52	1.18	0.19	6.23	-	3.64	25.89
Deductions/Adjustments	(0.12)	(0.01)	(0.03)	-	(0.03)	-	-	(0.19)
As at March 31, 2023	13.16	13.33	2.62	0.56	26.41	0.43	13.22	69.73
Depreciation								-
As at April 1, 2022	7.35	2.50	0.92	0.18	13.98	0.41	2.83	28.17
Depreciation for the year	4.42	1.57	0.39	0.09	4.51	0.01	2.23	13.22
Reclassification	(0.00)	(0.03)	(0.00)	0.00	0.03			(0.00)
Deductions/Adjustments	(0.12)	(0.01)	(0.02)	-	(0.02)	-	-	(0.17)
								-
Up to March 31, 2023	11.65	4.03	1.29	0.27	18.50	0.41	5.06	41.22
Net Block as at March 31, 2023	1.51	9.29	1.33	0.29	7.91	0.01	8.15	28.51

Particulars	Furniture & Fixture	Office Equipment	Electrical Equipment	Air Conditioner	Computers	Vehicles	Right to Use*	Total
Cost as at April 1, 2021	5.94	2.97	1.09	0.29	14.43	0.56	7.20	32.49
Additions	2.23	0.85	0.41	0.08	5.78	0.02	2.38	11.75
Reclassification								-
Deductions/Adjustments	(0.02)	(0.00)	(0.03)	-	(0.00)	(0.15)	-	(0.20)
As at March 31, 2022	8.15	3.82	1.47	0.37	20.21	0.43	9.58	44.04
Depreciation								-
As at April 1, 2021	5.20	1.84	0.70	0.12	10.64	0.53	1.57	20.60
Depreciation for the year	2.17	0.66	0.24	0.06	3.34	0.03	1.26	7.76
Reclassification								-
Deductions /Adjustments	(0.02)	(0.00)	(0.02)	-	(0.00)	(0.15)	-	(0.19)
								-
Up to March 31, 2022	7.35	2.50	0.92	0.18	13.98	0.41	2.83	28.17
Net Block as at March 31, 2022	0.80	1.32	0.55	0.19	6.23	0.02	6.75	15.87

* Right to use represent Lease asset
(i) During the year, the company has not performed any revaluation of Plant and Equipment

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Note 14. Intangible Assets (Other than internally generated)

Particulars	Software
Cost as at April 1, 2022	**0.76**
Additions	
Deductions /Adjustments during the year	-
As at March 31, 2023	**0.76**
Amortization	
As at April 1, 2022	**0.75**
Amortization For the year	0.01
Reclassification	-
Deductions/Adjustments during the year	
Up to March 31, 2023	**0.76**
Net Block as at March 31, 2023	**-**
Particulars	**Software**
Cost as at April 1, 2021	**0.76**
Additions	-
Deductions /Adjustments during the year	-
As at March 31, 2022	**0.76**
Amortization	
As at April 1, 2021	**0.66**
Amortization For the year	0.09
Reclassification	-
Deductions/Adjustments during the year	-
Up to March 31, 2022	**0.75**
Net Block as at March 31, 2022	**0.01**

14.1 There are no intangible assets under development.

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Note 15. Trade Payables

Particulars	As at March 31, 2023	As at March 31, 2022
(I) Trade Payables		
-(i)Total outstanding dues of micro enterprises and small enterprises (Refer note 15.1) *	-	-
-(ii)Total outstanding dues of creditors other than micro enterprises and small enterprises	20.38	8.06
Total	**20.38**	**8.06**

* Dues to micro, small and medium enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. There are no interest due or outstanding on the same.

15.1 Disclosure under The Micro, Small and Medium Enterprises Development Act, 2006

The following disclosure is made as per the requirement under the Micro, Small and Medium Enterprises Development Act, 2016 (MSMED) on the basis of confirmations sought from suppliers on registration with the specified authority under MSMED:

Particulars	As at March 31, 2023	As at March 31, 2022
(a) Principal amount remaining unpaid to any supplier at the year end	-	-
(b) Interest due thereon remaining unpaid to any supplier at the year end	-	-
(c) Amount of interest paid and payments made to the supplier beyond the appointed day during the year	-	-
(d) Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Act	-	-
(e) Amount of interest accrued and remaining unpaid at the year end	-	-
(f) Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Act	-	-

15.2 Trade Payables Ageing Schedule

As at March 31, 2023

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-
(ii) Others	20.38	-	-	-	20.38
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total	**20.38**	-	-	-	**20.38**

As at March 31, 2022

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-
(ii) Others	8.06	-	-	-	8.06
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total	**8.06**	-	-	-	**8.06**

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IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance Limited)

Note 16. Debt Securities

Particulars	As at March 31, 2023		As at March 31, 2022	
	At Amortised Cost	Total	At Amortised Cost	Total
Secured				
Secured Non Convertible Debentures	436.80	436.80	468.80	468.80
Less : Derivative Financial Liability	-	-	-	-
Less : Unamortised Debenture Issue Expenses	(0.93)	(0.93)	(2.59)	(2.59)
Interest Accrued on Debt Securities	39.13	39.13	23.38	23.38
Others (Bonds/ Debentures etc.)				
	477.00	477.00	489.59	489.59
Commercial Paper	-	-	25.90	25.90
Less : Unexpired Discount on CP	-	-	(0.68)	(0.68)
	-	-	25.22	25.22
Total	**477.00**	**477.00**	**514.81**	**514.81**
Debt Securities In India	477.00	477.00	514.81	514.81
Debt Securities outside India	-	-	-	-
Total	**477.00**	**477.00**	**514.81**	**514.81**

(a) These Non convertible debentures are secured by way of first pari-passu charge on investment property, book debts, loans and advances including receivables other than those specifically charged.

(b) Non Convertible Debentures – Secured includes redeemable Non convertible debenture amounting to Rs NIL - P.Y. (Rs NIL) which carries call option effective from 13-07-2018.

(c) There is breach of financial covenants for the secured non convertible debentures (INN: INE413U07111,INE413U07103, INE413U07129) for the year ended as on March 31, 2023, although there is no penalty implications for the same as per the agreement.

16.1 Details of commercial paper - Unsecured

Particulars	Tenor	Interest Rate (%)	As at March 31, 2023	As at March 31, 2022
India Energy Exchange Limited	182 Days	7.50%	-	25.90
Total			-	25.90

(i) Details of commercial paper issued/repaid during the current year ended 31 March 2023

Particulars	Tenor	Discount Rate p.a	Date of Transaction	Redemption Date
India Energy Exchange Limited	182 Days	8.00%	11-Feb-22	12-Aug-22
India Energy Exchange Limited	182 Days	8.00%	30-Aug-22	28-Feb-23
Northern Arc Money Market Alpha Trust	90 Days	8.65%	29-Nov-22	27-Feb-23

(ii) Details of commercial paper issued/repaid during the current year ended 31 March 2022

Particulars	Tenor	Discount Rate p.a	Date of Transaction	Redemption Date
India Energy Exchange Limited	182 Days	7.50%	12-Aug-21	10-Feb-22
India Energy Exchange Limited	182 Days	7.50%	11-Feb-22	

16.2 The funds received through above borrowings have been utilised for the purpose, it is generated.

16.3 All the charges against the receivable has been registered with the ROC and there are no charges which are to be registered as on March 31, 2023.

16.4 During the year, the Company has submitted quarterly statement of book debts with all the lenders and the value of book debts statement submitted is as per the books of accounts.

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16.5 Debt securities-Secured

Particulars	March 31, 2023	March 31, 2022	Date of borrowing	Repayment start date	Maturity date	Terms of repayment	Security Offered
INE413U07020 - NCD	-	5.00	30-06-2016	29-06-2022	29-06-2022	Rate of Interest - 15.25% , principal repayable on maturity.	Hypothecation of book debts
INE413U07103 - Bank of India - NCD	25.00	25.00	18-06-2020	05-06-2023	05-06-2023	Rate of Interest - 11.50% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07103 - Bank of Maharashtra - NCD	15.00	15.00	05-06-2020	05-06-2023	05-06-2023	Rate of Interest - 11.50% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07103 - Canara Bank - NCD	20.00	20.00	05-06-2020	05-06-2023	05-06-2023	Rate of Interest - 11.50% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07178 - MLD	59.00	59.00	30-03-2021	30-04-2024	30-04-2024	Rate of Interest - 9% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07178 - MLD	74.80	74.80	30-03-2021	30-04-2024	30-04-2024	Rate of Interest - 9% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07129 - Indian Bank - NCD	25.00	25.00	10-07-2020	10-07-2023	10-07-2023	Rate of Interest - 11.50% p.a. principal repayable on maturity	Hypothecation of book debts.
INE413U07160 - NorthernArc - NCD	-	50.00	18-03-2021	18-03-2023	18-03-2023	Rate of Interest - 10.50% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07111 - State Bank of India - NCD	100.00	100.00	26-06-2020	21-04-2023	21-04-2023	Rate of Interest - 11.50% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07145 - UNIFI-AIF - MLD	-	15.00	02-03-2021	02-06-2022	02-06-2022	Rate of Interest - 10.20% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07152 - UNIFI-AIF - MLD	-	15.00	02-03-2021	02-01-2023	02-01-2023	Rate of Interest - 10.20% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07111 - Union Bank of India - NCD	15.00	15.00	26-06-2020	21-04-2023	21-04-2023	Rate of Interest - 11.50% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07194 - MLD	-	50.00	26-10-2021	26-12-2022	26-12-2022	Rate of Interest - 7.75.% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07202 - MLD	105.00	-	01-06-2022	01-06-2022	01-09-2023	Rate of Interest - 8.70.% p.a. principal repayable on maturity.	Hypothecation of book debts.
Total	**438.80**	**468.80**					

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Note 17. Borrowings

Particulars	As at March 31, 2023		As at March 31, 2022	
	At Amortised Cost	Total	At Amortised Cost	Total
(a)Term Loans				
-(i) From Banks	4,311.87	4,311.87	3,476.23	3,476.23
-(ii) From Other Parties	2,030.68	2,030.68	1,132.44	1,132.44
Unamortised Processing Fees	(31.75)	(31.75)	(24.69)	(24.69)
Interest Accrued on Borrowings	17.90	17.90	16.39	16.39
-(i)from banks				
- (ii)from other parties				
	6,328.70	6,328.70	4,600.37	4,600.37
(b) Other Loans (specify nature)				
Cash Credit / Overdraft Facilities	-	-	2.99	2.99
Total	**6,328.70**	**6,328.70**	**4,603.36**	**4,603.36**
Borrowings in India	6,328.70	6,328.70	4,603.36	4,603.36
Borrowings outside India	-	-	-	-
Total	**6,328.70**	**6,328.70**	**4,603.36**	**4,603.36**

17.1 Security given for Term Loans from Banks and Others

Particulars	As at March 31, 2023	As at March 31, 2022
(a) Deposits with Banks & Others	218.01	170.67
(b) Deposits with NBFCs	71.65	68.81
Total	**289.66**	**239.48**

17.2 The funds received through above borrowings have been utilised for the purpose, it is generated.

17.3 All the charges against the receivable has been registered with the ROC and there are no charges which are to be registered as on March 31, 2023.

17.4 During the year, the Company has submitted quarterly statement of book debts with all the lenders and the value of book debts statement submitted is as per the books of accounts.

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17.5 Loan from Banks

Particulars	March 31, 2023	March 31, 2022	Loan taken	Repayment start date	Maturity date	Terms of repayment	Security Offered
Axis Bank Limited	-	6.32	11-02-2021	09-06-2021	09-03-2023	Rate of Interest 3M MCLR+2.95% spread loan repayable in 22 monthly installments of Rs 66,81,818/-	Hypothecation of book debts and cash collateral
Axis Bank Limited	-	70.45	11-03-2021	09-06-2021	09-03-2023	Rate of Interest 3M MCLR+2.95% spread loan repayable in 22 monthly installments of Rs 1,70,45,454/-	Hypothecation of book debts and cash collateral
Axis Bank Limited	60.86	143.18	09-12-2021	09-02-2022	09-12-2023	Rate of Interest 1Y MCLR+ 2.05% Spread, loan repayable in 22 monthly Installments of Rs 6,81,818.18	Hypothecation of book debts and cash collateral
Axis Bank Limited	42.67	-	13-12-2022	13-03-2023	13-12-2024	Rate of Interest 3M MCLR+ 2.00% Spread, loan repayable in 22 monthly installments of Rs 1,27,27,272	Hypothecation of book debts
Axis Bank Limited	150.00	-	10-02-2023	10-05-2023	10-02-2025	Rate of Interest 3M MCLR + 2.00% Spread, loan repayable in 22 monthly installments of Rs. 6,81,81,818.18	Hypothecation of book debts
Bandhan Bank Limited	-	71.42	26-03-2021	01-10-2021	25-03-2023	Rate of Interest 11%, loan repayable in 7 quarterly installments of Rs 14,28,57,143/-	Hypothecation of book debts
Bandhan Bank Limited	57.14	100.00	22-12-2021	01-07-2022	22-12-2023	Rate of Interest 9.50%, loan repayable in 7 quarterly installments of Rs 14,28,57,142.86/-	Hypothecation of book debts.
Bandhan Bank Limited	57.14	100.00	18-02-2022	01-07-2022	18-02-2024	Rate of Interest 9.50%, loan repayable in 7 Quarterly installments of Rs 14,28,57,142.86/-	Hypothecation of book debts.
Bandhan Bank Limited	64.29	-	29-07-2022	01-02-2023	29-07-2025	Rate of Interest Repo Rate + 4.90% Spread, loan repayable in 7 Quarterly installments of Rs 10,71,42,857/-	Hypothecation of book debts.
Bandhan Bank Limited	200.00	-	24-02-2023	01-09-2023	23-02-2025	Rate of Interest Repo Rate + 3.85% Spread, loan repayable in 7 Quarterly installments of Rs 28,57,14,286/-	Hypothecation of book debts.
Bank of Baroda	23.00	41.67	24-09-2021	31-10-2021	30-09-2024	Rate of Interest 7.35%(1Y MCLR)+ 1.00% Spread, loan repayable in 36 monthly Installments of Rs 1,38,88,888/-	Hypothecation of book debts
Bank of Baroda	100.00	-	28-02-2023	31-08-2023	30-11-2025	Rate of Interest 1Y MCLR+ 1.25% Spread, loan repayable in 10 Quarterly Installments of Rs. 10,00,00,000/-	Hypothecation of book debts.
Bank of Maharashtra	-	0.14	28-03-2014	30-04-2018	31-03-2022	Rate of Interest 1Y MCLR+0.25%(10.95% spread, loan repayable in 47 monthly installments of Rs 20,64,000/- & last installment of Rs 20,52,000/-	Hypothecation of book debts and cash collateral
Bank of Maharashtra	81.36	136.36	28-09-2021	01-03-2022	01-09-2026	Rate of Interest 1Y MCLR + 2.00% Spread, loan repayable in 10 quarterly installments of Rs. 1,36,36,36,27/- and last installment of Rs. 1,36,36,36,30/-	Hypothecation of book debts.
Bank of Maharashtra	100.00	-	31-12-2022	28-06-2023	28-12-2025	Rate of Interest 1Y MCLR + 2.00% Spread, loan repayable in 11 quarterly installments of Rs. 9,09,09,091/-	Hypothecation of book debts
Capital Small Finance Bank Limited	5.40	10.80	31-03-2021	01-05-2021	01-03-2024	[illegible] repayable in 35 monthly installments of Rs 45,85,981/- & last installment of Rs [illegible]	Hypothecation of book debts.
Canara Bank	167.64	232.73	22-09-2020	22-03-2022	22-09-2024	Rate of Interest 1Y MCLR+ 2.00% spread, loan repayable in 10 quarterly installments of Rs. 27,27,27,273/- and last loan term of Rs 27,27,27,270/-	Hypothecation of book debts and cash collateral
Catholic Syrian Bank Limited	-	36.35	29-01-2021	29-07-2021	21-03-2023	Rate of Interest 1Y MCLR, loan repayable in 11 quarterly installments of Rs 4,54,54,550/-	Hypothecation of book debts.
DBS Bank Limited	19.05	57.95	31-08-2021	25-01-2022	25-06-2023	Rate of Interest 9.50% loan repayable in 22 Monthly installments of Rs 3,65,90,909.09/-	Hypothecation of book debts and cash collateral
DBS Bank Limited	41.67	-	04-08-2022	04-12-2022	04-11-2024	Rate of Interest 3M MCLR+1.85% spread, loan repayable in 24 monthly installments of Rs 2,08,33,333.33/-	Hypothecation of book debts and cash collateral
DBS Bank Limited	50.00	-	22-12-2022	22-04-2023	22-03-2025	Rate of Interest 1Y MCLR+1.85% spread, loan repayable in 24 monthly installments of Rs 2,08,33,333.33/-	Hypothecation of book debts and cash collateral
DCB Bank Limited	7.46	17.49	28-09-2021	04-01-2022	04-12-2023	Rate of Interest 3M MCLR + 0.60% spread, loan repayable in 24 monthly installments of Rs 833,333.33/-	Hypothecation of book debts and cash collateral

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DCB Bank Limited	50.00	-	27-03-2023	30-06-2023	31-03-2025	Rate of Interest 3M MCLR + 0.00% spread, loan repayable in 24 monthly installments of Rs 2,08,33,333.33/-	Hypothecation of book debts
Dhanalakshmi Bank Limited	-	10.31	21-07-2020	21-08-2020	21-02-2021	Rate of Interest 1Y MCLR+1.30% spread, loan repayable in 32 monthly installments of Rs 93,75,000/-	Hypothecation of book debts and cash collateral
Dhanalakshmi Bank Limited	9.09	18.18	12-03-2021	12-03-2021	12-05-2024	Rate of Interest 1Y MCLR+1.30% spread, loan repayable in 32 monthly installments of Rs 75,75,750/- and last installment of Rs 75,75,744/-	Hypothecation of book debts and cash collateral
Dhanalakshmi Bank Limited	19.09	31.82	29-03-2021	29-03-2022	29-05-2024	Rate of Interest 1Y MCLR+ 1.20% spread, loan repayable in 32 monthly installments of Rs. 1,06,06,061/- and last installment of Rs. 1,06,06,061/-	Hypothecation of book debts and cash collateral
Federal Bank	7.50	17.50	30-12-2021	29-01-2022	29-12-2023	Rate of Interest 1Y MCLR+0.05% spread, loan repayable in 24 monthly installments of Rs 83,333.33/-	Hypothecation of book debts.
Federal Bank	18.75	-	12-09-2022	12-10-2022	12-09-2024	Rate of Interest 1Y MCLR+0.00% spread, loan repayable in 24 monthly installments of Rs 1,04,166.67/-	Hypothecation of book debts.
Federal Bank	25.00	-	03-03-2023	03-04-2023	03-03-2025	Rate of Interest 6M MCLR+1.00% spread, loan repayable in 24 monthly installments of Rs 1,04,166,666.67/-	Hypothecation of book debts.
HDFC Bank Limited	34.57	91.88	25-02-2022	25-03-2022	25-02-2028	Rate of Interest 9.00%, loan repayable in 24 monthly installments of Rs 3,12,50,000/-	Hypothecation of book debts.
HDFC Bank Limited	41.67	-	25-11-2022	25-12-2022	24-11-2024	Rate of Interest 9.60%, loan repayable in 24 monthly installments of Rs 2,08,33,333.33/-	Hypothecation of book debts.
The Hongkong and Shanghai Banking Corporation Limited	-	34.29	19-03-2021	19-07-2021	19-03-2023	Rate of Interest 1Y MCLR+2.60% spread, loan repayable in 21 monthly installments of Rs 2,85,71,428/-	Hypothecation of book debts.
The Hongkong and Shanghai Banking Corporation Limited	30.00	00.00	23-03-2022	23-04-2022	23-03-2024	Rate of Interest 1Y MCLR+ 2.35% spread, loan repayable in 24 monthly installments of Rs. 2,50,00,00,000/-	Hypothecation of book debts.
The Hongkong and Shanghai Banking Corporation Limited	20.00	40.00	15-03-2022	16-03-2022	15-03-2024	Rate of Interest 1Y MCLR+ 2.35% spread, loan repayable in 24 monthly installments of Rs. 1,66,66,666.67/-	Hypothecation of book debts.
The Hongkong and Shanghai Banking Corporation Limited	158.13	-	17-02-2023	17-03-2023	17-03-2025	Rate of Interest 3 M MCLR+ 4.10% spread, loan repayable in 24 monthly installments of Rs. 6,5,75,000/-	Hypothecation of book debts.
ICICI Bank Limited	-	3.41	31-08-2020	10-11-2020	10-08-2022	Rate of Interest 1Y MCLR+2.55% spread, loan repayable in 22 monthly installments of Rs 68,18,181/-	Hypothecation of book debts and cash collateral
ICICI Bank Limited	-	3.18	28-10-2020	10-01-2021	10-10-2022	Rate of Interest 1Y MCLR+2.55% spread, loan repayable in 22 monthly installments of Rs 45,45,454/-	Hypothecation of book debts and cash collateral
ICICI Bank Limited	-	10.26	31-03-2021	10-05-2021	10-09-2022	Rate of Interest 1Y MCLR+2.45% spread, loan repayable in 17 monthly installments of Rs 1,70,58,823/-	Hypothecation of book debts and cash collateral
ICICI Bank Limited	-	6.12	28-05-2021	10-03-2021	10-11-2022	Rate of Interest 1Y MCLR+2.45% spread, loan repayable in 17 monthly installments of Rs. 76,47,058/-	Hypothecation of book debts and cash collateral
ICICI Bank Limited	1.94	25.29	26-10-2021	10-12-2021	10-04-2023	Rate of Interest 1Y MCLR+ 2.45% spread, loan repayable in 17 monthly installments of Rs. 1,94,11,764/-	Hypothecation of book debts and cash collateral
ICICI Bank Limited	-	97.65	31-07-2021	10-09-2021	10-03-2023	Rate of Interest 1Y MCLR+ 2.45% spread, loan repayable in 17 monthly installments of Rs 2,76,47,058/-	Hypothecation of book debts and cash collateral
ICICI Bank Limited	-	5.18	31-08-2021	10-10-2021	10-02-2023	Rate of Interest 1Y MCLR+ 2.45% spread, loan repayable in 17 monthly installments of Rs. 43,05,882/-	Hypothecation of book debts and cash collateral
ICICI Bank Limited	2.35	16.47	30-11-2021	10-01-2022	10-05-2023	Rate of Interest 1Y MCLR+ 2.45% spread, loan repayable in 17 monthly installments of Rs. 1,17,64,706/-	Hypothecation of book debts and cash collateral
ICICI Bank Limited	3.88	19.41	29-12-2021	10-02-2022	10-05-2023	Rate of Interest 1Y MCLR+ 2.45% spread, loan repayable in 17 monthly installments of Rs. 1,29,41,176/-	Hypothecation of book debts and cash collateral
ICICI Bank Limited	12.94	64.70	21-02-2022	10-04-2022	10-04-2023	Rate of Interest 1Y MCLR+ 2.45% spread, loan repayable in 17 monthly installments of Rs. 2,58,82,350/-	Hypothecation of book debts and cash collateral
ICICI Bank Limited	37.64	60.00	31-03-2022	10-06-2022	10-03-2024	Rate of Interest 1Y MCLR+ 2.45% spread, loan repayable in 22 monthly installments of Rs. 3,13,63,636/-	Hypothecation of book debts and cash collateral

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ICICI Bank Limited	25.45	-	31-05-2022	10-08-2022	10-05-2024	Rate of interest 1Y MCLR+2.45% spread, loan repayable in 22 monthly installments of Rs. 1,81,81,818.181/-	Hypothecation of book debts and cash collateral
ICICI Bank Limited	17.01	-	28-06-2022	10-09-2022	09-06-2024	Rate of interest 1Y MCLR+ 2.45% spread, loan repayable in 22 monthly installments of Rs. 1,13,63,636.36/-	Hypothecation of book debts and cash collateral
ICICI Bank Limited	17.45	-	31-07-2022	10-10-2022	10-07-2024	Rate of interest 1Y MCLR+ 2.45% spread, loan repayable in 22 monthly installments of Rs. 1,09,09,090.91/-	Hypothecation of book debts and cash collateral
ICICI Bank Limited	19.32	-	25-08-2022	10-11-2022	10-08-2024	Rate of interest 1Y MCLR+ 2.45% spread, loan repayable in 22 monthly installments of Rs. 1,13,63,636.36/-	Hypothecation of book debts and cash collateral
ICICI Bank Limited	22.09	-	30-09-2022	10-12-2022	10-09-2024	Rate of interest 1Y MCLR+ 2.45% spread, loan repayable in 22 monthly installments of Rs. 1,22,72,727.273/-	Hypothecation of book debts and cash collateral
ICICI Bank Limited	22.45	-	27-10-2022	10-01-2023	10-10-2024	Rate of interest 1Y MCLR+ 2.45% spread, loan repayable in 22 monthly installments of Rs. 1,18,18,181.82/-	Hypothecation of book debts and cash collateral
ICICI Bank Limited	12.73	-	28-11-2022	10-02-2023	10-11-2024	Rate of interest 1Y MCLR+ 2.45% spread, loan repayable in 22 monthly installments of Rs. 63,63,636.36/-	Hypothecation of book debts and cash collateral
ICICI Bank Limited	80.95	-	30-12-2022	10-03-2023	10-12-2024	Rate of interest 1Y MCLR+ 2.45% spread, loan repayable in 22 monthly installments of Rs. 4,04,54,545.45/-	Hypothecation of book debts and cash collateral
ICICI Bank Limited	26.00	-	11-01-2023	10-04-2023	10-01-2025	Rate of interest 6M MCLR+ 2.20% spread, loan repayable in 22 monthly installments of Rs. 1,27,27,272.72/-	Hypothecation of book debts and cash collateral
ICICI Bank Limited	29.00	-	20-02-2023	10-05-2023	10-02-2025	Rate of interest 6M MCLR+ 2.20% spread, loan repayable in 22 monthly installments of Rs. 86,95,363.63/-	Hypothecation of book debts and cash collateral
ICICI Bank Limited	22.00	-	20-03-2023	10-06-2023	10-03-2025	Rate of interest 6M MCLR+ 2.20% spread, loan repayable in 22 monthly installments of Rs. 1,00,00,000/-	Hypothecation of book debts and cash collateral
IDBI Bank Limited	41.67	91.67	30-10-2021	01-02-2022	01-01-2024	Rate of interest 1Y MCLR+ 1.15% spread, loan repayable in 24 monthly installments of Rs. 4,16,66,667/-	Hypothecation of book debts and cash collateral
IDBI Bank Limited	46.88	75.00	24-03-2022	01-07-2022	01-06-2024	Rate of interest 1Y MCLR+ 2.25% spread, loan repayable in 24 monthly installments of Rs.3,12,50,000/-	Hypothecation of book debts and cash collateral
IDBI Bank Limited	60.00	-	28-12-2022	01-04-2023	01-03-2025	Rate of interest 1Y MCLR+ 2.25% spread, loan repayable in 24 monthly installments of Rs.2,50,00,000/-	Hypothecation of book debts and cash collateral
HDFC First Bank Limited	-	36.25	28-09-2020	31-01-2020	28-09-2022	Rate of interest 11% loan repayable in 24 monthly installments of Rs.604,16,667/-	Hypothecation of book debts.
HDFC First Bank Limited	-	50.00	18-03-2021	30-01-2021	18-03-2023	Rate of interest 10.25% loan repayable in 24 monthly installments of Rs.4,16,66,667/-	Hypothecation of book debts.
HDFC First Bank Limited	37.50	87.50	31-12-2021	31-01-2022	31-12-2023	Rate of interest 9.50% loan repayable in 24 monthly installments of Rs. 4,16,66,667/-	Hypothecation of book debts.
HDFC First Bank Limited	114.29	-	30-06-2021	31-10-2022	30-06-2024	Rate of interest 1Y MCLR+ 1.00% spread, loan repayable in 24 monthly installments of Rs.7,61,90,476/-	Hypothecation of book debts.
HDFC First Bank Limited	43.24	-	27-10-2022	28-02-2023	27-10-2024	Rate of interest 1Y MCLR+ 1.00% spread, loan repayable in 24 monthly installments of Rs.2,88,09,523/-	Hypothecation of book debts.
HDFC First Bank Limited	100.00	-	30-03-2023	31-07-2023	30-03-2025	Rate of interest 1Y MCLR+ 0.65% spread, loan repayable in 24 monthly installments of Rs.6,76,19,047.61/-	Hypothecation of book debts.
Indian Bank	-	16.63	18-12-2019	18-06-2020	18-03-2023	Rate of interest 1Y MCLR+2.65% spread, loan repayable in 12 quarterly installments of Rs 4,16,66,667/-	Hypothecation of book debts and cash collateral
Indian Bank	4.15	20.80	19-03-2020	18-06-2020	18-06-2023	Rate of interest 1Y MCLR+2.65% spread, loan repayable in 12 quarterly installments of Rs 4,16,66,667/-	Hypothecation of book debts and cash collateral
Indian Bank	9.31	24.98	04-06-2020	03-01-2021	04-09-2023	Rate of interest 1Y MCLR+2.75% spread, loan repayable in 12 quarterly installments of Rs 4,16,66,667/-	Hypothecation of book debts and cash collateral
Indian Bank	22.72	100.00	17-03-2022	17-09-2022	17-03-2025	Rate of interest 1Y MCLR+ 3.00% spread, loan repayable in 11 quarterly installments of Rs. 8,03,09,090.91/-	Hypothecation of book debts and cash collateral

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Indian Bank	72.71	100.00	30-03-2022	30-09-2022	30-03-2024	Rate of Interest 1Y MCLR+ 3.00% spread, loan repayable in 11 quarterly installments of Rs. 9,09,09,090.91/-	Hypothecation of book debts and cash collateral
Indian Bank	200.00	-	30-03-2021	30-04-2023	30-03-2025	Rate of Interest 1Y MCLR+ 2.65% spread, loan repayable in 24 monthly installments of Rs. 8,33,333.33/-	Hypothecation of book debts and cash collateral
Indian Overseas Bank	41.67	50.00	30-03-2022	31-12-2022	30-09-2025	Rate of Interest 1Y MCLR+ 1.95% spread, loan repayable in 12 quarterly installments of Rs. 4,16,66,666.67/-	Hypothecation of book debts and cash collateral
Indian Overseas Bank	20.83	-	30-04-2022	31-12-2022	30-09-2025	Rate of Interest 1Y MCLR+ 1.55% spread, loan repayable in 12 quarterly installments of Rs. 2,08,33,333.33/-	Hypothecation of book debts and cash collateral
Jana Small Finance Bank Limited	-	4.84	13-03-2021	03-05-2021	03-06-2022	Rate of Interest 11%, loan repayable in 23 equal monthly installments of Rs 2,31,02,920/- and last installment of Rs 2,33,02,657/-	Hypothecation of book debts
Jana Small Finance Bank Limited	25.47	40.14	31-07-2021	03-08-2021	03-09-2024	Rate of Interest - 10.00%, loan repayable in 36 monthly installments	Hypothecation of book debts
Jana Small Finance Bank Limited	31.67	-	28-09-2022	03-11-2022	03-10-2024	Rate of Interest ESLR+ 3.50% spread, loan repayable in 24 monthly installments of Rs. 1,65,56,666.66/-	Hypothecation of book debts
Karnataka Bank Limited	24.99	50.00	29-09-2021	28-06-2022	28-12-2023	Rate of Interest 1Y MCLR+ 0.95% spread, loan repayable in 4 half yearly installments of Rs. 12,50,00,000/-	Hypothecation of book debts
Karur Vysya Bank	21.97	-	30-08-2022	31-12-2022	31-08-2025	Rate of Interest Repo Rate + 4.35% Spread, loan repayable in 33 monthly installments of Rs 75,75,757.57/-	Hypothecation of book debts
Karur Vysya Bank	50.00	-	08-03-2023	31-03-2023	31-03-2026	Rate of Interest Repo Rate + 3.50% Spread, loan repayable in 33 monthly installments of Rs 1,51,51,515.15/-	Hypothecation of book debts
Karnataka Bank	75.00	-	17-05-2023	17-05-2024	17-05-2030	Rate of Interest Repo Rate + 3.75% Spread, loan repayable in 1 quarterly installments of Rs 8,75,00,000/-	Hypothecation of book debts
Kotak Mahindra Bank	31.95	43.75	29-12-2021	29-01-2022	29-12-2023	Rate of Interest 9.45%, loan repayable in 24 monthly installments of Rs. 2,08,33,333.33/-	Hypothecation of book debts
Kotak Mahindra Bank	24.33	-	29-08-2022	29-09-2022	29-09-2024	Rate of Interest 9.81%, loan repayable in 24 monthly installments of Rs. 1,66,66,666.66/-	Hypothecation of book debts
Kotak Mahindra Bank	45.00	-	09-03-2023	09-04-2023	09-03-2025	Rate of Interest 6M MCLR+ 1.85% spread, loan repayable in 24 monthly installments of Rs. 1,87,50,000/-	Hypothecation of book debts
Oriental Bank of Commerce (Punjab National Bank)	-	8.63	31-12-2019	31-03-2020	31-12-2022	Rate of Interest 1Year MCLR+2.20% spread, loan repayable in 33 monthly installments of Rs 1,06,06,061/-	Hypothecation of book debts and cash collateral
Punjab and Sind Bank	11.26	25.00	04-03-2022	30-09-2022	31-03-2025	Rate of Interest 1Y MCLR+ 1.80% spread, loan repayable in 16 quarterly installments of Rs. 2,28,00,000/- and last installment of Rs. 2,20,00,000/-	Hypothecation of book debts
Punjab and Sind Bank	15.00	-	27-03-2023	30-09-2023	30-03-2025	Rate of Interest 1Y MCLR+ 1.80% spread, loan repayable in 7 quarterly installments of Rs. 10,71,42,857.14/-	Hypothecation of book debts
RBL Bank Limited	-	40.00	30-03-2021	30-07-2021	30-03-2023	Rate of Interest - 1Y MCLR+ 1.35%, loan repayable in 21 monthly installments 1,33,33,333/-	Hypothecation of book debts and cash collateral
RBL Bank Limited	5.00	25.00	24-06-2021	24-10-2021	24-06-2023	Rate of Interest 1Y MCLR+ 1.35% spread, loan repayable in 21 monthly installments of Rs. 1,66,66,666.67/-	Hypothecation of book debts and cash collateral
RBL Bank Limited	68.18	-	16-11-2022	16-02-2023	16-11-2024	Rate of Interest 6M MCLR+ 0.50% spread, loan repayable in 22 monthly installments of Rs. 3,40,90,909/-	Hypothecation of book debts
RBL Bank Limited	68.18	-	16-11-2022	16-02-2023	16-11-2024	Rate of Interest 6M MCLR+ 0.50% spread, loan repayable in 22 monthly installments of Rs. 3,40,90,909/-	Hypothecation of book debts

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RBL Bank Limited	4.77	-	30-12-2022	30-03-2023	30-12-2024	Rate of Interest 6M MCLR+ 0.50% spread, loan repayable in 22 monthly installments of Rs. 22,72,727/-	Hypothecation of book debts
RBL Bank Limited	4.77	-	30-12-2022	30-03-2023	30-12-2024	Rate of Interest 6M MCLR+ 0.50% spread, loan repayable in 22 monthly installments of Rs. 22,72,727/-	Hypothecation of book debts
RBL Bank Limited	11.90	-	21-03-2023	21-04-2023	21-03-2025	Rate of Interest 6M MCLR+ 0.50% spread, loan repayable in 22 monthly installments of Rs. 52,27,272/-	Hypothecation of book debts
RBL Bank Limited	11.90	-	21-03-2023	21-04-2023	21-03-2025	Rate of Interest 6M MCLR+ 0.50% spread, loan repayable in 22 monthly installments of Rs. 52,27,272/-	Hypothecation of book debts
South Indian Bank Limited	-	2.00	23-03-2020	23-04-2020	23-03-2023	Rate of Interest - 12M MCLR i.e. 8.90% +2.30% spread, loan repayable in 35 monthly installments of Rs 16,67,000/- and last installment of Rs 16,53,000/-	Hypothecation of book debts and cash collateral
South Indian Bank Limited	-	1.37	23-03-2020	23-04-2020	23-03-2023	Rate of Interest - 12M MCLR i.e. 8.90% +2.30% spread, loan repayable in 35 monthly installments of Rs 11,11,111/- and last installment of Rs 11,13,000/-	Hypothecation of book debts and cash collateral
South Indian Bank Limited	49.90	100.00	21-03-2022	21-04-2022	21-03-2024	Rate of Interest 1Y MCLR+ 1.35% spread, loan repayable in 23 monthly installments of Rs. 4,17,00,000/- and last installment of Rs. 4,09,00,000/-	Hypothecation of book debts
Standard Chartered Bank Limited	-	12.50	06-05-2021	06-05-2022	06-05-2023	Rate of Interest - 1Y MCLR, principal repayable on maturity	Hypothecation of book debts
Standard Chartered Bank Limited	-	5.88	29-12-2021	29-12-2022	29-12-2022	Rate of Interest - 1Y MCLR, principal repayable on maturity	Hypothecation of book debts
Standard Chartered Bank Limited	-	40.00	26-05-2021	26-05-2022	26-05-2022	Rate of Interest - 1Y MCLR, principal repayable on maturity.	Hypothecation of book debts
Standard Chartered Bank Limited	25.00	-	25-05-2022	24-08-2022	24-11-2023	Rate of Interest - 6M MCLR+2.00% spread, loan repayable in 6 quarterly installments of Rs.4,17,33,333/-	Hypothecation of book debts and cash collateral
Standard Chartered Bank Limited	36.25	-	31-05-2022	31-08-2022	31-08-2023	Rate of Interest - 6M MCLR+2.00% spread, loan repayable in 6 quarterly installments of Rs.12,08,33,333/-	Hypothecation of book debts and cash collateral.
Standard Chartered Bank Limited	100.21	-	10-11-2022	10-02-2023	08-11-2024	Rate of Interest - 3M MMOR+3.67% spread, loan repayable in 8 quarterly installments of Rs.14,31,50,000/-	Hypothecation of book debts and cash collateral.
Standard Chartered Bank Limited	16.67	-	27-12-2022	28-03-2023	28-06-2024	Rate of Interest - 6M MCLR+2.00% spread, loan repayable in 6 quarterly installments of Rs.3,33,33,333/-	Hypothecation of book debts and cash collateral.
State Bank (Mauritius) Limited	-	7.31	03-11-2020	03-02-2021	03-11-2022	Rate of Interest 1Y MCLR, loan repayable in 8 quarterly installments of Rs. 2,18,75,000/-	Hypothecation of book debts.
State Bank (Mauritius) Limited	7.50	22.50	28-04-2021	28-10-2021	28-07-2023	Rate of Interest 1Y MCLR loan repayable in 8 quarterly installments of Rs. 3,13,00,000/-	Hypothecation of book debts.
State Bank (Mauritius) Limited	10.00	20.00	30-12-2021	30-06-2022	30-03-2024	Rate of Interest 1Y MCLR loan repayable in 8 quarterly installments of Rs. 2,50,00,000/-	Hypothecation of book debts.
State Bank (Mauritius) Limited	18.75	30.00	26-01-2022	26-07-2022	23-06-2024	Rate of Interest 1Y MCLR loan repayable in 8 quarterly installments of Rs. 3,75,00,000/-	Hypothecation of book debts.
State Bank (Mauritius) Limited	9.38	-	30-05-2022	28-11-2022	28-08-2024	Rate of Interest 1Y MCLR loan repayable in 8 quarterly installments of Rs. 1,56,25,000/-	Hypothecation of book debts.
State Bank (Mauritius) Limited	19.25	-	28-08-2022	28-02-2023	28-11-2024	Rate of Interest 1Y MCLR loan repayable in 8 quarterly installments of Rs. 2,75,00,000/-	Hypothecation of book debts.
State Bank Of India	-	28.00	13-03-2020	20-05-2020	05-03-2023	Rate of Interest 1Y MCLR+2.10% spread, loan repayable in 32 monthly installments of Rs 1,50,00,000/- and last installment of Rs.2,00,00,000/-	Hypothecation of book debts and cash collateral
State Bank Of India	70.00	190.00	28-10-2020	27-04-2021	27-10-2023	Rate of Interest 6 M MCLR+2.05% spread, loan repayable in 30 monthly installments of Rs 3,00,00,000/-	Hypothecation of book debts and cash collateral.
State Bank Of India	205.25	300.00	11-02-2022	30-06-2022	31-01-2025	Rate of Interest 1Y MCLR+ 2.40% spread, loan repayable in 32 monthly installments of Rs. 9,37,50,000/-	Hypothecation of book debts and cash collateral.
Suryoday Small Finance Bank Limited	3.20	17.01	26-10-2021	05-12-2021	05-11-2023	Rate of Interest - RR+4.65% spread - loan repayable in 24 equal monthly installments.	Hypothecation of book debts.
Suryoday Small Finance Bank Limited	31.00	-	30-01-2023	05-02-2023	05-03-2026	Rate of Interest - 11.25%, loan repayable in 37 monthly installments	Hypothecation of book debts.
UCO Bank	33.16	50.00	07-02-2022	30-06-2022	31-03-2025	Rate of Interest 1Y MCLR+ 2.15% spread, loan repayable in 12 quarterly installments of Rs. 4,16,66,666.67/-	Hypothecation of book debts and cash collateral.
Union Bank of India	-	6.24	30-09-2019	31-01-2020	31-01-2023	Rate of Interest - 1Y MCLR+1.90%+0.25% (T.P) spread loan repayable in 36 monthly installments of Rs.69,44,444/-	Hypothecation of book debts and cash collateral.
Union Bank of India	6.67	13.94	26-02-2021	26-05-2021	26-02-2024	Rate of Interest 1Y MCLR+ 1.85% spread, loan repayable in 33 monthly installments of Rs 69,62,000/-	Hypothecation of book debts and cash collateral.
Union Bank of India	33.33	45.00	24-03-2022	24-09-2023	31-03-2025	Rate of Interest 1Y MCLR+ 1.90% spread, loan repayable in 10 quarterly installments of Rs. 4,09,09,090/- and last installment of Rs. 4,13,11,000/-	Hypothecation of book debts.

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Union Bank of India	40.00	-	23-01-2023	30-06-2023	31-12-2024	Rate of Interest 1Y MCLR+ 1.90% spread, loan repayable in 11 quarterly installments of Rs. 3,63,63,636/-	Hypothecation of book debts and cash collateral.
Utkarsh Small Finance Bank	8.75	23.75	25-10-2021	29-11-2021	25-10-2023	Rate of Interest (364 Treasury bill) + 6.10% spread, loan repayable in 24 monthly installments of Rs. 1,25,000/-	Hypothecation of book debts and cash collateral.
Utkarsh Small Finance Bank	17.25	-	30-09-2022	25-10-2022	25-09-2024	Rate of Interest (364 Treasury bill) + 3.70% spread, loan repayable in 24 monthly installments of Rs. 99,83,333/-	Hypothecation of book debts and cash collateral.
Woori Bank	-	11.43	29-09-2020	28-01-2021	29-09-2023	Rate of Interest 1Y MCLR+ 1.65% spread, loan repayable in 9 quarterly installments of Rs. 3,71,43,833/-	Hypothecation of book debts and cash collateral.
Woori Bank	13.22	33.04	24-12-2021	31-03-2022	30-11-2023	Rate of Interest 1Y MCLR+ 1.15% Spread, loan repayable in 21 Monthly Installments of Rs. 1,68,21,799.13/-	Hypothecation of book debts and cash collateral.
Woori Bank	21.30	-	28-06-2022	31-07-2022	28-06-2024	Rate of Interest 1Y MCLR+ 1.60% Spread, loan repayable in 21 Monthly Installments of Rs. 1,52,12,799/-	Hypothecation of book debts and cash collateral.
Woori Bank	39.29	-	08-03-2023	31-03-2023	28-02-2025	Rate of Interest 1Y MCLR+ 1.25% Spread, loan repayable in 21 Monthly Installments of Rs. 1,70,83,333.33/-	Hypothecation of book debts
YES Bank Limited	-	27.50	01-02-2021	01-03-2021	01-02-2023	Rate of Interest 1Y MCLR+1.95% spread, loan repayable in 24 monthly installments of Rs. 2,50,00,000/-	Hypothecation of book debts and cash collateral.
YES Bank Limited	50.00	-	31-03-2023	30-04-2023	31-03-2025	Rate of Interest 1Y MCLR+0.95% spread, loan repayable in 24 monthly installments of Rs 2,50,00,000/-	Hypothecation of book debts and cash collateral.
Total	4,911.87	3,476.32					

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17.6 Loan from others

Particulars	March 31, 2023	March 31, 2022	Start date	Repayment date	Maturity date	Terms of repayment	Security Offered
Aditya Birla Finance Limited	-	3.33	31-03-2021	01-05-2021	01-10-2022	Rate of Interest - LTRR(-6.85%), loan repayable in 18 Monthly instalments of Rs 55,55,555.56	Hypothecation of book debts.
Aditya Birla Finance Limited	13.00	26.00	30-03-2022	01-05-2022	01-04-2024	Rate of Interest - LTRR(-7.85%), loan repayable in 24 Monthly instalments of Rs 1,08,33,333.33	Hypothecation of book debts.
Aditya Birla Finance Limited	14.15	-	30-09-2022	01-11-2022	01-10-2024	Rate of Interest - LTRR(-9.15%), loan repayable in 24 Monthly instalments of Rs 78,58,333	Hypothecation of book debts.
Aditya Birla Finance Limited	21.00	-	27-03-2023	05-05-2023	05-04-2025	Rate of Interest - LTRR(-9.50%), loan repayable in 24 Equated Monthly instalments	Hypothecation of book debts.
Bajaj Finance Limited	8.75	25.00	28-10-2021	02-12-2021	28.10-2023	HDFC 1Y MCLR+ 2.05% , loan repayable in 24 Monthly instalments of Rs 1,25,00,000/-	Hypothecation of book debts.
Hero Fin Corp Limited	-	0.23	13-02-2020	03-07-2020	03-05-2022	Rate of Interest - Herofincorp PLR(-1.40%)spread loan repayable in 21 equated monthly instalment of Rs.1,05,68,961	Hypothecation of book debts
Hero Fin Corp Limited	46.21	-	22-12-2022	03-02-2023	03-01-2025	Rate of Interest - SBI 1Y MCLR+2.30% spread loan repayable in 24 equated monthly instalment of Rs [illegible]	Hypothecation of book debts
Hero Fin Corp Limited	25.00	-	30-03-2023	03-05-2023	03-04-2025	Rate of Interest - SBI 1Y MCLR+2.30% spread loan repayable in 24 equated monthly instalment of Rs [illegible]	Hypothecation of book debts
JM Financial Products Limited	170.92	-	26-09-2022	01-11-2022	25-03-2024	Rate of Interest - 10.40%, loan repayable in 17 monthly instalments of Rs 15,06,03,549 and last instalment of Rs [illegible]	Hypothecation of book debts
JM Financial Products Limited	141.91	-	10-03-2023	01-04-2023	01-09-2024	Rate of Interest - 10.85%, loan repayable in 17 monthly instalments of Rs 9,06,73,790 and last instalment of Rs 8,66,68,896	Hypothecation of book debts
Kaveri Saison Finance (India) Private Limited	50.00	-	15-03-2023	15-06-2023	15-03-2025	Rate of Interest HDFC 1Y MCLR+2.5% spread, loan repayable in 8 quarterly instalments of Rs 6,25,00,000/-	Hypothecation of book debts
Mahindra & Mahindra Financial Services Limited	34.44	-	27-07-2022	27-08-2022	27-07-2024	Rate of Interest SBI 1Y MCLR+2.25% spread, loan repayable in 24 equated monthly instalments of Rs 2,30,20,353	Hypothecation of book debts
Mahindra & Mahindra Financial Services Limited	36.54	-	17-08-2022	27-09-2022	27-08-2024	Rate of Interest SBI 1Y MCLR+2.25% spread, loan repayable in 24 equated monthly instalments of Rs 2,31,25,396	Hypothecation of book debts
Maanaveeya Development & Finance Private Limited	16.66	33.33	26-03-2021	26-06-2021	26-03-2024	Rate of Interest - 11%, loan repayable in 12 Quarterly instalments of Rs 4,16,66,666.67	Hypothecation of book debts
MAS Financial Services Ltd.	2.50	12.50	01-07-2021	23-07-2021	23-06-2023	Rate of Interest - PLR (-4.75%) , loan repayable in 24 Monthly instalments of Rs 83,33,332/-	Hypothecation of book debts
MAS Financial Services Ltd.	5.63	13.13	31-12-2021	23-01-2022	25-12-2023	Rate of Interest - PLR (-4.75%) , loan repayable in 24 Monthly instalments of Rs 62,50,000	Hypothecation of book debts
Micro Units Development & Refinance Agency Ltd (MUDRA)	150.00	-	31-01-2023	10-05-2023	10-01-2026	Rate of Interest - 11.30%, loan repayable in 32 monthly instalments of Rs 4,55,00,000 and last instalment of Rs [illegible]	Hypothecation of book debts
Nabkisan Finance Limited	-	5.97	19-09-2019	01-02-2020	01-08-2022	Rate of Interest - 12.00%, loan repayable in 11 Quarterly instalments of Rs 2,00,00,000	Hypothecation of book debts
Nabkisan Finance Limited	6.63	13.33	01-03-2021	01-06-2021	01-03-2024	Rate of Interest - 10.40%, loan repayable in 12 Quarterly instalments of Rs 1,66,66,666.67	Hypothecation of book debts

BRAHMAYYA & CO. Chartered Accountants BENGALURU

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Nabkisan Finance Limited	16.66	25.00	25-02-2022	01-05-2022	01-02-2025	Rate of Interest - 9.90%, loan repayable in 12 Quarterly instalments of Rs 2,08,33,333.33	Hypothecation of book debts
Nabkisan Finance Limited	55.00	-	13-01-2023	01-07-2023	01-01-2025	Rate of Interest - 10.75%, loan repayable in 6 Quarterly instalments of Rs 7,85,71,428.57 and last quarterly instalment of Rs 7,85,67,706.58	Hypothecation of book debts
Nabsamrudhi Finance Limited	5.10	10.13	09-02-2021	31-03-2021	29-02-2024	R ate of Interest - 10.65%, loan repayable in 36 Monthly Instalments of Rs 55,55,555.56	Hypothecation of book debts
Nabsamrudhi Finance Limited	29.00	-	09-03-2023	31-07-2023	31-03-2025	Rate of Interest - 10.60%, loan repayable in 21 equated monthly instalments of Rs 1,51,90,663	Hypothecation of book debts
Northern Arc	26.37	50.00	21-03-2024	25-04-2022	25-03-2024	Rate of Interest - (3M FBLR) -7.35% spread , loan repayable in 24 equated monthly instalments.	Hypothecation of book debts
Northern Arc	26.55	50.00	25-03-2024	25-04-2022	25-03-2024	Rate of Interest - (3M FBLR) -7.35% spread , loan repayable in 24 equated monthly instalments.	Hypothecation of book debts
Northern Arc	50.00	-	15-03-2023	15-04-2023	15-03-2025	Rate of Interest - (3M FBLR) -4.40% spread , loan repayable in 24 monthly instalments of Rs.2,08,33,333.33.	Nil
NABARD	45.00	75.00	31-10-2019	31-01-2020	31-01-2025	Rate of Interest - 11.50%, loan repayable in 10 Half instalments of Rs 15,00,00,000	Hypothecation of book debts
NABARD	-	32.50	08-06-2020	30-04-2021	30-04-2022	Rate of Interest -7% upto 30-04-2021 % 10.85% post that, loan repayable in 4 Half yearly instalments of Rs 32,50,00,000	Hypothecation of book debts and cash collateral.
NABARD	-	30.00	18-02-2021	31-08-2022	31-08-2022	Rate of Interest -7% upto 30-04-2021 % 8.10% post that, loan repayable in 1st instalments of Rs 20,00,00,000 and 2nd instalment of Rs 30,00,00,000.	Hypothecation of book debts and cash collateral.
NABARD	66.00	108.00	18-02-2021	30-06-2021	31-03-2026	Rate of Interest - 8.70%, loan repayable in 11 quarterly instalments of Rs 10,50,00,000 and 8 quarterly instalments of Rs 3,00,00,000	Hypothecation of book debts
NABARD	-	100.00	11-08-2021	31-05-2022	31-01-2023	Rate of Interest - 7.05% Till 31-05-2022 post that 9.25%, loan repayable in 2 instalments of Rs 70,00,00,000 and Rs 30,00,00,000 respectively	Hypothecation of book debts and cash collateral.
NABARD	18.00	60.00	17-12-2021	30-11-2022	30-06-2023	Rate of Interest - 7.10% Till 30-11-2022 post that 9.35%, loan repayable in 2 Instalments of Rs 42,00,00,000 and R 18,00,00,000 respectively.	Hypothecation of book debts and cash collateral.
NABARD	136.00	200.00	29-03-2022	30-06-2022	31-12-2026	Rate of Interest - 9.80%, loan repayable in 5 quarterly instalments of Rs 16,00,00,000 and 6 quarterly instalments of Rs 12,00,00,000 and 8 quarterly instalments of Rs 6,00,00,000	Hypothecation of book debts
NABARD	200.00	-	20-02-2023	30-06-2023	31-12-2025	Rate of Interest -11.05%, loan repayable in 1st instalments of Rs 20,00,00,000 and 10 quarterly instalments of R 18,00,00,000 each.	Hypothecation of book debts and cash collateral
Hinduja Leyland Finance Limited	-	0.65	31-05-2019	30-06-2019	28-05-2022	Rate of Interest - 11.30% HBLR+0.45%, loan repayable in 36 equal monthly instalments of Rs 33,09,503	Hypothecation of book debts and letter of comfort from Indian Infoline Finance Limited
Hinduja Leyland Finance Limited	33.88	-	30-11-2022	30-12-2022	28-11-2024	Rate of Interest - HBLR -1.90% spread, loan repayable in 24equal monthly instalments of Rs 1,84, 6,4 48	Hypothecati on ofbook debts

BRAHMAYYA & CO. Chartered Accountants BENGALURU

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Hinduja Leyland Finance Limited	48.11	-	28-02-2023	28-03-2023	28-02-2025	Rate of Interest - HBLR -1.75% spread. loan repayable in 24 equal monthly instalments of Rs 2,31,30,198	Hypothecation of book debts
SIDBI	-	13.33	10-12-2019	10-12-2019	10-11-2022	Rate of Interest 12.00% loan repayable in 30 Monthly instalments of Rs 1,66,66,666	Hypothecation of book debts and cash collateral
SIDBI	30.00	60.00	31-03-2021	10-10-2021	10-03-2024	Rate of Interest 10.50%-loan repayable in 30 Monthly instalments of Rs 2,50,00,000	Hypothecation of book debts and cash collateral
SIDBI	-	35.00	12-11-2021	10-01-2022	10-10-2022	Rate of Interest 6%+loan repayable in 10 Monthly instalments of Rs 5,00,00,000	Hypothecation of book debts
SIDBI	95.00	150.00	12-11-2021	10-05-2022	10-10-2024	Rate of Interest 9.50 %+loan repayable in 30 Monthly instalments of Rs 5,00,00,000	Hypothecation of book debts and cash collateral
SIDBI	386.66	-	30-09-2022	10-03-2023	10-08-2025	Rate of Interest 10.00 %+loan repayable in 29 Monthly instalments of Rs 13,34,00,000 and last instalment of Rs 13,14,00,000	Hypothecation of book debts and cash collateral
Tata Capital Financial Services Limited	20.00	-	28-02-2023	10-04-2023	10-09-2024	Rate of Interest - LTLR(-11.55%), loan repayable in 18 Monthly instalments of Rs 1,11,11,111.11	Hypothecation of book debts
Total	**2,030.68**	**1,132.44**					

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Note 18. Unsecured/Subordinated Liabilities:

(a). Unsecured, Unsubordinated Non-Convertible Debentures

Particulars	As at March 31, 2023		As at March 31, 2022	
	At Amortised Cost	Total	At Amortised Cost	Total
Unsecured Non Convertible Debentures - Other than Sub Debt	140.00	140.00	-	-
Unamortised Debenture Issue Expenses	-0.99	-0.99	-	-
Interest Accrued on Debt Securities	0.81	0.81	-	-
Total (a)	**139.83**	**139.83**	-	-

(b) Unsecured Subordinated Non-Convertible Debentures

Particulars	As at March 31, 2023		As at March 31, 2022	
	At Amortised Cost	Total	At Amortised Cost	Total
Unsecured Non convertible debentures - Sub Debt	275.00	275.00	105.00	105.00
Less : Derivative Financial Liability	(4.32)	(4.32)	(4.32)	(4.32)
Less : Debenture Issue Expenses	(11.30)	(11.30)	(0.72)	(0.72)
Interest Accrued on Subordinated Liabilities	65.39	65.39	40.76	40.76
Total	**324.77**	**324.77**	**140.72**	**140.72**
Subordinated Liabilities in India	324.77	324.77	140.72	140.72
Subordinated Liabilities outside India	-	-	-	-
Total (b)	**324.77**	**324.77**	**140.72**	**140.72**
Total (a+b)	**464.60**	**464.60**	**140.72**	**140.72**

18.1 Unsecured Non convertible Debentures - Sub Debt includes debentures amounting to Rs.11 Cr (P.Y. Rs.11 Cr) in respect of which the company is having a call option at the end of the 5th year from 20-07-2018.

18.2 The funds received through above borrowings have been utilised for the purpose, it is generated.

18.3 All the charges against the receivable has been registered with the ROC and there are no charges which are to be registered as on March 31, 2023.

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18.4 Loan from Other Parties- Unsecured Subordinated Non Convertible Debentures

Particulars	March 31, 2023	March 31, 2022	Borrowing Date	Repayment start date	Maturity date	Terms of repayment	Security Offered
INE413U08010 - NCD	-	5.00	29-06-2016	30-06-2022	30-06-2022	Rate of Interest - 16.90% , principal repayable on maturity.	Nil
INE413U08026 - NCD*	21.85	21.85	20-07-2018	19-04-2024	19-04-2024	Rate of Interest - 10.24% p.a. calculated on a XIRR basis, principal repayable on maturity.	Nil
INE413U08036 - NCD*	67.15	67.15	20-07-2018	19-04-2024	19-04-2024	Rate of Interest - 10.15% p.a. calculated on a XIRR basis, principal repayable on maturity.	Nil
INE413U08028 - NCD*	11.00	11.00	20-07-2018	19-04-2024	19-04-2024	Rate of Interest - 9.05% p.a. calculated on a XIRR basis, principal repayable on maturity.	Nil
INE413U08044 - NCD	150.00	-	19-08-2022	19-07-2028	19-07-2028	Rate of Interest - 11.25% p.a. principal repayable on maturity.	Nil
INE413U08077 - NCD	25.00	-	02-02-2023	02-04-2029	02-04-2029	Rate of Interest - 11.25% p.a. principal repayable on maturity.	Nil
	-	-					
Total	275.00	105.00					

* Represents Market Linked Debenture Invested by various Parties

18.4 Loan from Other Parties- Unsecured Unsubordinated Non- Convertible Debentures

Particulars	March 31, 2023	March 31, 2022	Borrowing Date	Repayment start date	Maturity date	Terms of repayment	Security Offered
INE413U08051-Northern Arc Money Market Alpha Trust	50.00	-	19-12-2022	19-09-2023	20-12-2023	Rate of Interest - 10.50.% p.a. principal repayable in 4 Monthly Installments Starting from 19-09-2023.	Nil
INE413U08069-Northern Arc Capital Limited	50.00	-	19-12-2022	19-01-2024	19-12-2024	Rate of Interest - 11.40.% p.a. principal repayable in 12 Monthly Installments Starting from 19-01-2024.	Nil
INE413U08085 - UNIFI-AIF	40.00	-	24-02-2023	24-05-2023	24-02-2025	Rate of Interest - 10.75.% p.a. principal repayable in 8 Quarterly Installments Starting from 24-05-2023.	Nil
Total	140.00	-					

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Note 19. Lease Liability

Particulars	As at March 31, 2023	As at March 31, 2022
Lease Liability	9.21	7.42
Total	**9.21**	**7.42**

Note 20. Other Financial Liabilities

Particulars	As at March 31, 2023	As at March 31, 2022
Interest accrued but not due	-	-
Employee payables	18.27	5.15
Payable to assignee	194.60	79.39
Money held under trust	-	0.22
Payable / Refundable to Borrowers	19.93	6.60
Insurance payable	-	-
Total	**232.80**	**91.36**

Note 21. Current tax liabilities (net)

Particulars	As at March 31, 2023	As at March 31, 2022
Provision for Taxation	37.00	80.50
Advance Tax	(33.90)	(70.70)
TDS Receivable	(2.92)	(4.29)
Total	**0.18**	**5.51**

Note 22. Provisions:

Particulars	As at March 31, 2023	As at March 31, 2022
Leave encashment	5.89	3.71
Gratuity	7.40	4.75
Total	**13.29**	**8.46**

Note 23. Other Non Financial Liabilities:

Particulars	As at March 31, 2023	As at March 31, 2022
Statutory Dues Payable	13.99	5.58
Others	12.58	-
Total	**26.57**	**5.58**

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Note 24. Equity Share Capital

Equity Share Capital:
(a) The Authorised, Issued, Subscribed and fully paid up share capital comprises of equity shares having a par value of ₹ 10/- as follows:

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of shares	Amount in ₹ Cr	No. of shares	Amount in ₹ Cr
Authorised Share Capital				
(a) Equity Shares of ₹10 each	69,80,00,000	698.00	59,80,00,000	598.00
(b) Preference Shares of ₹10 each	20,00,000	2.00	20,00,000	2.00
(Out of 20,00,000 shares 1,45,000 are Redeemable Non Convertible Preference Shares of ₹10 each)				
Issued , Subscribed and Paid Up:				
Equity Shares of ₹10 each fully paid	59,36,43,037	593.64	49,82,23,190	498.22

(b) Reconciliation of the Equity Shares outstanding at the beginning and at the end of the reporting period.

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of shares	Amount in ₹	No. of shares	Amount in ₹
At the beginning of the year	49,82,23,190	498.22	32,08,13,336	320.81
Add: Issued during the year	9,54,19,847	95.42	17,74,09,854	177.41
Outstanding at the end of the year	**59,36,43,037**	**593.64**	**49,82,23,190**	**498.22**

(c) Terms/rights attached to equity shares:
The Company has only one class of equity shares having at face value of ₹10/- per share. Each holder of equity shares is entitled to one vote per share The Company declares and pays dividends in Indian rupees.
In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company after distribution of all preferential amounts. However, no such preferential amount exists currently. The distribution will be in proportion to the number of equity shares held by the shareholders.

(d) Details of Equity Shareholders holding more than 5% shares and details of shares held by the Holding Company:

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of shares	% of holding	No. of shares	% of holding
Equity shares of ₹10 each fully paid				
IIFL Finance Limited	59,07,16,057	99.51%	37,07,40,413	74.41%
IIFL Home Finance Limited	-	0.00%	12,45,55,797	25.00%

(e) Details of Equity Shares held by promoters at the end of the year

As at 31 March 2023

Promoter Name	No. of shares at the beginning of the year	Changes during the year	No. of shares at the end of the year	% of Total shares	% change during the year
IIFL Finance Limited	37,07,40,413	21,99,75,644	59,07,16,057	99.51%	59.33%
Narayanaswamy Venkatesh	13,35,840	-	13,35,840	0.23%	0.00%
Shivaprakash Deviah	3,45,000	-	3,45,000	0.06%	0.00%

As at 31 March 2022

Promoter Name	No. of shares at the beginning of the year	Changes during the year	No. of shares at the end of the year	% of Total shares	% change during the year
IIFL Finance Limited	23,76,83,022	13,30,57,391	37,07,40,413	74.41%	55.98%
Narayanaswamy Venkatesh	13,35,840	-	13,35,840	0.27%	0.00%
Shivaprakash Deviah	3,45,000	-	3,45,000	0.07%	0.00%

(f) The Company's capital management is intended to create value for shareholders. The assessment of Capital level and requirements are assessed having regard to long-and short term strategies of the Company and regulatory capital requirements of its businesses and constituent entities.

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(b) Statement of changes in equity share capital

Particulars	Balance at the beginning of the reporting period	Changes in equity share capital during the year	Balance at the end of the reporting period
As at March 31, 2023	498.22	95.42	593.64
As at March 31, 2022	320.81	177.41	498.22

Note 25. Other Equity

Particulars	Attributable to the Owners					Total
	Securities Premium	Special Reserve Pursuant to Section 45 IC of Reserve Bank of India Act, 1934*	Capital Reserve	Retained Earnings	Re-measurement of Actuarial Gains and Losses	
Balance at the beginning of the 01-04-2022	254.27	56.84	0.25	191.71	(2.02)	501.06
Total Comprehensive Income for the year	-	-	-	128.17	(0.32)	127.85
Additions	104.58	25.63	-	(25.63)	-	104.58
Sub Total	358.85	82.47	0.25	294.25	(2.34)	733.49
Final Dividend	-	-	-	(4.98)	-	(4.98)
Balance at the end of the 31-03-2023	358.85	82.47	0.25	289.27	(2.34)	728.51

Particulars	Attributable to the Owners					Total
	Securities Premium	Special Reserve Pursuant to Section 45 IC of Reserve Bank of India Act, 1934*	Capital Reserve	Retained Earnings	Re-measurement of Actuarial Gains and Losses	
Balance at the beginning of the 01-04-2021	131.68	46.72	0.25	151.23	(1.19)	328.69
Total Comprehensive Income for the year	-	-	-	50.60	(0.83)	49.78
Additions	122.59	10.12	-	(10.12)	-	122.59
Sub Total	254.27	56.84	0.25	191.71	(2.02)	501.06
Balance at the end of the 31-03-2022	254.27	56.84	0.25	191.71	(2.02)	501.06

*As per section 45-IC of the Reserve Bank of India Act, 1934, the company is required to create a reserve fund at a rate of 20% of the net profit after tax of the company every year. Considering the profit after tax for the year ended 31st March 2023, ₹ 25.63 Cr (P.Y.₹ 10.12 Cr) being 20% of the profit after taxes for the year has been transferred from the Statement of Profit and Loss to Special Reserve.

The Board of Directors had recommended a final dividend of ₹ 0.10 per equity share amounting to Rs. 4.98 Cr for the financial year 2021-22 on 23rd April, 2022 which was paid in FY 2022-23

Accompanying notes are an Integral part of these financial statements
As per our attached report of even date.
For Brahmayya & Co.,
Chartered Accountants
Firm No. 000515S

G.Srinivas
Partner
M. No. 086761

Place: Bengaluru
Date: 21-04-2023

For and on behalf of the Board of Directors
of IIFL Samasta Finance Limited

N. Venkatesh
Managing Director
DIN : 01018821

D. Shivaprakash
Whole-Time Director
DIN : 02216802

Anantha Kumar T
Chief Financial Officer

Manoranjan Biswal
Company Secretary

Place: Bengaluru
Date: 21-04-2023

Place: Bengaluru
Date: 21-04-2023

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Note 26. Interest Income

Particulars	Year Ended March 31,2023			Year Ended March 31,2022		
	On Financial Assets measured at fair value through OCI	On Financial Assets measured at Amortised Cost	Interest Income on Financial Assets classified at fair value through profit or loss	On Financial Assets measured at fair value through OCI	On Financial Assets measured at Amortised Cost	Interest Income on Financial Assets classified at fair value through profit or loss
Interest on Loans	-	1,521.97	-	-	973.58	-
Interest on deposits with Banks	-	17.66	-	-	10.65	-
Total	-	1,539.63	-	-	984.23	-

Note 27. Fee and Commission Income

Particulars	Year ended March 31 2023	Year ended March 31 2022
	On Financial Assets measured at Amortised Cost	On Financial Assets measured at Amortised Cost
Income from Referral Fee	21.76	9.83
Income from Business Correspondents	56.72	7.21
Commission Income	20.09	8.25
Documentation Charges	2.10	0.80
Total	**100.67**	**26.09**

Note 28. Net gain on derecognition of financial instruments under amortised cost category :

Particulars	Year ended March 31 2023	Year ended March 31 2022
Bad debts recovered	12.73	2.47
Amortisation of Interest only strip	93.20	-
Total	**105.93**	**2.47**

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Note 29. Other Income

Particulars	Year Ended March 31, 2023	Year Ended March 31, 2022
Profit on sale of investments	7.01	7.02
Miscellaneous Income	0.27	0.12
Total	**7.28**	**7.14**

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Note 30. Finance Cost

Particulars	Year Ended March 31, 2023		Year Ended March 31, 2022	
	On Financial liabilities measured at fair value through profit or loss	On Financial liabilities measured at Amortised Cost	On Financial liabilities measured at fair value through profit or loss	On Financial liabilities measured at Amortised Cost
Interest on Debt Securities	-	50.71	0.06	78.28
Interest on subordinated liabilities	0.33	28.35	0.30	15.37
Interest on Borrowings	-	465.20	-	277.59
Discount on Commercial Paper	-	2.72	-	1.19
Interest Expense on Other borrowings	-	10.97	-	7.56
Amortisation of Processing Fees	-	25.99	-	13.76
Interest on Lease Liability	-	1.05	-	0.68
Documentation Charges	-	0.21	-	0.26
Amortisation of Debenture Issue Expenses	-	0.70	-	2.00
Other Borrowing Cost	-	0.75	-	0.06
Total	**0.33**	**586.65**	**0.36**	**394.75**

Note 31. Net loss on derecognition of financial instruments under amortised cost category

Particulars	Year Ended March 31, 2023	Year Ended March 31, 2022
Amortisation of Interest only strip	-	6.74
Bad Debts Written off	450.91	131.84
Total	**450.91**	**138.58**

Note 32. Impairment On Financial Instruments:-

Particulars	Year Ended March 31, 2023		Year Ended March 31, 2022	
	On Financial instruments measured at fair value through OCI	On Financial instruments measured at Amortised Cost	On Financial instruments measured at fair value through OCI	On Financial instruments measured at Amortised Cost
Loans - Expected Credit Loss	-	4.37	-	98.72
Total	-	**4.37**	-	**98.72**

BRAHMAYYA & CO. Chartered Accountants BENGALURU

IIFL Samasta Finance Limited (Formerly Samasta Microfinance Limited)

HFL Samasta Finance Limited
(Formerly known as Samasta Microfinance Limited)
CIN: U65191KA1995PLC057884
Registered Office: 110/3, Lal Bagh Main Road,Krishnappa Layout, Bengaluru, Karnataka- 560027
Notes forming part of Financial Statements for the year ended March 31, 2023
(All amounts are stated in crores unless otherwise stated)

Note 33. Employee Benefit Expenses

Particulars	Year Ended March 31, 2023	Year Ended March 31, 2022
Salaries and bonus	345.37	207.00
Contribution to provident and other funds	28.41	18.28
Leave Encashment	6.10	3.94
Gratuity	2.23	1.51
Staff Welfare Expenses	11.76	5.92
Total	**393.87**	**236.65**

Note 34. Other Expenses

Particulars	Year Ended March 31, 2023	Year Ended March 31, 2022
Rent Expenses	21.57	12.78
Rates and Taxes	1.00	0.74
Exchange and statutory Charges	-	
Marketing Expense	0.12	0.02
Bank Charges	17.53	9.52
Repairs and maintenance	2.02	1.11
Electricity	2.51	1.55
Communication Costs	5.38	3.95
Printing and stationery	8.81	2.82
Postage and courier	2.38	1.53
Advertisement and publicity	0.02	0.05
Payment to Auditors		
(i) As Auditors	0.17	0.09
(ii) For taxation matters	-	-
(iii) For Certification Works	0.01	0.01
(iv) Out of pocket expenses	0.03	0.02
Legal and Professional charges	14.67	9.51
Software Charges/ Technology Cost	16.49	10.57
Travelling and conveyance	40.09	22.21
Miscellaneous Expenses	12.83	7.59
Total	**145.63**	**84.07**

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HFL Samasta Finance Limited (Formerly Samasta Microfinance Limited)

33.1 Gratuity Abridged Disclosure Statement as per Indian Accounting Standard - 19 "Employee Benefits" for the period 01/04/2022 - 31/03/2023

Details of defined benefit plan of gratuity are given below:

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
i) Changes in the Present Value of Obligation (PVO)		
PVO as at the beginning of the period	6.67	4.18
Interest Cost	0.38	0.22
Current service cost	1.96	1.35
Past service cost - (non vested benefits)	-	-
Past service cost - (vested benefits)	-	-
Liability Transferred In/ Acquisitions	-	-
Benefits paid	(0.47)	(0.07)
The Effect Of Changes in Foreign Exchange Rates	-	-
Actuarial loss/(gain) on obligation -Due to Change in Demographic Assumptions	-	0.10
Actuarial (Gains)/Losses on Obligations - Due to Change in Financial Assumptions	(1.37)	(0.66)
Actuarial (Gains)/Losses on Obligations - Due to Experience	1.73	1.65
PVO as at the end of the year	8.90	6.67

ii) Changes in the Fair Value of Plan Assets

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Fair value of plan assets as at the beginning of the period	1.92	1.13
Interest Income	0.11	0.06
Contributions by the Employer	-	0.92
Benefits paid from the Fund	(0.47)	(0.07)
Return on Plan Assets, Excluding Interest Income	(0.07)	(0.12)
Fair value of plan assets as at the end of the period	1.50	1.92
iii) Amount recognized in the Balance Sheet and Related Analysis		
Present Value of Benefit Obligation at the end of the Period	(8.90)	(6.67)
Fair Value of Plan Assets at the end of the Period	1.50	1.92
Funded Status - Deficit	(7.40)	(4.75)
Net Liability recognized in the balance sheet	(7.40)	(4.75)
iv) Net Interest Cost for Current Period		
Present Value of Benefit Obligation at the Beginning of the Period	6.67	4.18
Fair Value of Plan Assets at the Beginning of the Period	(1.92)	(1.13)
Net Liability at the Beginning	4.75	3.05
Interest Cost	0.38	0.22
Interest Income	(0.11)	(0.06)
Net Interest Cost for the Period	0.27	0.16
v) Expenses recognized in the Statement of Profit or Loss for Current Period		
Current service cost	1.96	1.35
Net Interest Cost	0.27	0.16
Past Service Cost		-
Expected Contributions by the Employees		-
(Gains)/Losses on Curtailments And Settlements		-
Net Effect of Changes in Foreign Exchange Rates		-
Expenses recognized in the statement of profit and loss	2.23	1.51
vi) Expenses Recognized in the Other Comprehensive Income (OCI) for Current Period		
Actuarial (Gain)/Losses on Obligation For the Period	0.36	0.99
Return on Plan Assets, Excluding Interest Income	0.07	0.12
Change in Asset Ceiling		
Net Expense For the Period Recognized in OCI	0.43	1.11
vii) Principal Actuarial Assumptions (Expressed as weighted averages)		
Discount Rate	7.29%	5.66%
Salary escalation rate	8.00%	8.00%
Attrition rate	For service 4 years and below: 35% p.a For service 5 years and above: 10% p.a	For service 4 years and below: 35% p.a For service 5 years and above: 10% p.a
Mortality Rate	Indian Assured Lives Mortality (2012-14) Urban	Indian Assured Lives Mortality (2012-14) Urban
Expected rate of return on Plan Assets	7.29%	5.66%

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IIFL Samasta Finance Limited (Formerly Samasta Microfinance Limited)

Sensitivity Analysis

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Projected Benefit Obligation on Current Assumptions	3.90	6.47
Delta Effect of +1% Change in Rate of Discounting	(0.70)	(0.58)
Delta Effect of -1% Chage in Rate of Discounting	0.77	0.69
Delta Effect of +1% Change in Rate of Salary Increase	0.81	0.68
Delta Effect of -1% Change in Rate of Salary Increase	(0.72)	(0.58)
Delta Effect of +1% Change in Rate of Employee Turnover	(0.12)	(0.19)
Delta Effect of -1% Change in Rate of Employee Turnover	0.12	0.21

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

The sensitivity analysis presented above may not be representative of the actual change in the Defined Benefit Obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the Defined Benefit Obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the Defined Benefit Obligation as recognised in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

Notes

Gratuity is payable as per company's scheme as detailed in the report.

Actuarial gain/losses are recognized in the period of occurrence under Other Comprehensive Income (OCI). All above reported figures of OCI are gross of taxation.

Salary escalation & attrition rate are considered as advised by the entity; they appear to be in line with the industry practice considering promotion and demand & supply of the employees.

Maturity Analysis of Benefit Payments is undiscounted cashflows considering future salary, attrition & death in respective year for members as mentioned above.

Average Expected Future Service represents Estimated Term of Post - Employment Benefit Obligation.

33.2 Leave Encashment

Particulars	FY 22-23	FY 21-22
Projected Benefit obligation	5.89	3.71
Expense recognized in the Statement of P&L	6.10	3.94
Discount rate	7.29%	5.60%
Salary Escalation rate	8.00%	8.00%
Attrition rate	For service 4 years and below: 35%p.a For service 5 years and above: 10% p.a	For service 4 years and below: 35%p.a For service 5 years and above: 10% p.a
Mortality rate During the Employment	Indian Assured Lives Mortality (2012-14) Urban	Indian Assured Lives Mortality (2012-14) Urban

33.3 Defined Contribution Plans:

The Company has recognized the following amounts as an expense and included in the Employee Benefit Expenses.

Particulars	FY 22-23	FY 21-22
Contribution to Provident fund	22.60	14.31
Contribution to ESIC	5.75	3.93
Contribution to Labour Welfare Fund	0.06	0.04
Total	28.41	18.28

BRAHMAYYA & CO. Chartered Accountants BENGALURU

IIFL Samasta Finance Limited (Formerly Samasta Microfinance Limited)

Note 35. Income taxes

Amounts recognised in profit or loss

Particulars	Year Ended March 31, 2023	Year Ended March 31, 2022
Current tax expense		
Current year	15.77	36.77
Changes in estimates related to prior years	(1.63)	(0.19)
Deferred tax expense		
Origination and reversal of temporary differences	18.19	(28.23)

Amounts recognised in OCI

Particulars	Year Ended March 31,2023			Year Ended March 31,2022		
	Before tax	Tax expense	Net of tax	Before tax	Tax expense	Net of tax
Items that will not be reclassified to profit or loss						
Remeasurements of defined benefit liability (asset)	(0.42)	0.11	(0.32)	(1.11)	0.28	(0.83)

Reconciliation of Effective Tax Rate:

Particulars	Year Ended March 31,2023 (Rate)	Year Ended March 31,2023 (Amount)	Year Ended March 31,2023	Year Ended March 31,2022 (Rate)	Year Ended March 31,2022 (Amount)	Year Ended March 31,2022
Profit before tax			158.51			58.96
Tax using the Bank's domestic tax rate	25.17%		39.89	25.17%		14.84
Tax effect of:						
Non-deductible		2.40	0.61		1.63	0.41
Tax-exempt income		-	-		-	-
Changes in the Estimates Taxes to previous year		-	(1.63)		-	(0.19)
Interest for deferment of advance tax		-	-		0.11	0.02
Deductible Income		(35.71)	(8.99)		(27.07)	(6.81)
Changes in the Deferred Tax Assets/ Liabilities		1.80	0.45		0.30	0.08
Total income tax expense			**30.33**			**8.35**

BRAHMAYYA & CO. Chartered Accountants BENGALURU

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Registered Office: 110/3, Lal Bagh Main Road,Krishnappa Layout, Bengaluru, Karnataka- 560027
Notes forming part of Financial Statements for the year ended March 31, 2023
(All amounts are stated in crores unless otherwise stated)

Note 36. Capital, Other Commitments and Contingent Liabilities at Balance Sheet date:

Particulars	Year Ended March 31,2023	Year Ended March 31,2022
Contingent Liabilities and Commitments(to the extent not provided for)		
Claims against the company not acknowledged as debt*		0.00
Guarantee excluding finance guarantee	-	-
Other money for which a company is contingently liable	-	-
Total	-	0.00
Commitments:		
Estimated amount of contracts remaining to be executed on capital account and not provided for	-	-
Other Commitments		-
Total	-	-

*Income Tax Demand

36.1 The Company has not been declared as wilful defaulter by any bank or financial institution or other lender.

36.2 As per the information available with us, the Company is not having any relationship with struck off Companies during the year.

36.3 During the year, the Company has not entered into any merger/amalgamations. Accordingly, Compliance with approved mergers is not applicable for the Company.

36.4 The Company does not have any undisclosed income that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961

36.5 During the year, the Company has not invested / traded in crypto currency or in virtual currency.

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(All amounts are stated in crores unless otherwise stated)

Note 37. Earnings Per Share:

Basic and Diluted Earnings Per Share ["EPS"] computed in accordance with Indian Accounting Standard - 33 "Earnings per share".

Particulars		Year Ended March 31,2023	Year Ended March 31,2022
Face value of equity shares in ₹ fully paid up		593.64	498.22
BASIC			
Profit after tax as per Statement of Profit and Loss (Total operations)	A	128.17	50.61
Profit after tax (after minority)as per Statement of Profit and Loss from Continuing Operations	B	128.17	50.61
Weighted Average Number of Equity Shares Outstanding	C	51,18,17,250	41,37,40,803
Basic EPS (In ₹) (i) Total operations	**A/C**	**2.50**	**1.22**
(ii)Continuing operations	**B/C**	**2.50**	**1.22**
DILUTED			
Weighted Average Number of Equity Shares for computation of basic EPS		51,18,17,250	41,37,40,803
Add: Potential Equity Shares on Account conversion of Employees Stock Options.		-	-
Weighted Average Number of Equity shares for computation of diluted EPS	D	51,18,17,250	41,37,40,803
Diluted EPS (In ₹) (i)Total operations	**A/D**	**2.50**	**1.22**
(ii)Continuing operations	**B/D**	**2.50**	**1.22**

BRAHMAYYA & CO. Chartered Accountants BENGALURU

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Registered Office: 110/3, Lal Bagh Main Road,Krishnappa Layout, Bengaluru, Karnataka- 560027
Notes forming part of Financial Statements for the year ended March 31, 2023
(All amounts are stated in crores unless otherwise stated)

Note 38. Related Party Disclosures as per Indian Accounting Standard – 24 "Related Party Disclosure" for the year ended March 31, 2023

(a) Name of the related parties with whom transactions have been entered during the year and description of relationship:

Nature of Relationship	Name of the Related Party
Holding Company	IIFL Finance Limited
Group company	IIFL Home Finance Limited
Others	IIFL Management Services Limited
	IIFL Investment Adviser And Trustee Services Limited
	IIFL Facilities Services Limited
	IIFL Wealth Management Limited
	IIFL Alternate Asset Advisors Limited
	IIFL Wealth Prime Limited (Erstwhile IIFL Wealth Finance Limited)
Key Management Personnel	Mr. N. Venkatesh, Managing Director
	Mr. D. Shivaprakash, Whole-time Director
	Mr. Ananiha Kumar T, Chief Financial Officer
	Mr. Manoranjan Biswal, Company Secretary wef 21/07/21
	Mr. Prashod Kulkarni, Company Secretary upto 21/07/21
Non Executive Director	Mr. Mayur Raiza, Non Executive Director upto 07/09/22
Independent Directors	Mr. A. Vikraman, Independent Director
	Mr. A. Ramanathan, Independent Director
	Ms. Malini B Edeet, Women Director
	Mr. Badrinarayan Sedwani, Independent Director

(b) Disclosure of Transactions and Outstanding Balances with Related Parties

Nature of Transaction	FY 22-23	FY 21-22
Service Fee on Business Correspondence- Income	-	-
IIFL Finance Limited	56.72	7.21
Interest Expense	-	-
IIFL Finance Limited	1.03	7.45
IIFL Home Finance Limited	9.94	-
IIFL Facilities Services Limited	-	0.00
IIFL Wealth Management Limited	0.37	-
IIFL Wealth Prime Limited (Erstwhile IIFL Wealth Finance Limited)	0.86	1.97
	-	-
Dividend Paid	-	-
IIFL Finance Limited	3.71	-
IIFL Home Finance Limited	1.25	-
Narayanaswamy Venkatesh	0.01	-
Shivaprakash Deviah	0.00	-
Venkatakshamma Appanaidu Narayanaswamy	0.01	-
Anitha Shivaprakash	0.00	-
	-	-
Arranger Fee Expenses	-	-
IIFL Management Services Limited	0.50	-
IIFL Wealth Management Limited	-	0.68
	-	-
Brokerage Expense/Other Expense	-	-
IIFL Wealth Management Limited	0.09	-
	-	-
Reimbursement of Expenses	-	-
IIFL Finance Limited	0.03	0.66
Loans and Advances Received	-	-
Inter Corporate Deposit Received from IIFL Finance Limited	100.00	550.00
Inter Corporate Deposit Repaid to IIFL Finance Limited	100.00	550.00
Inter Corporate Deposit Received from IIFL Home Finance Limited	775.00	-
Inter Corporate Deposit Repaid to IIFL Home Finance Limited	775.00	-
	-	-

BRAHMAYYA & CO. Chartered Accountants BENGALURU

IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance Limited)

IIFL Samasta Finance Limited
(Formerly known as Samasta Microfinance Limited)
CIN: U65191KA1995PLC057894
Registered Office: 110/3, Lal Bagh Main Road,Krishnappa Layout, Bengaluru, Karnataka- 560027
Notes forming part of Financial Statements for the year ended March 31, 2023

Share Capital and Securities Premium	-	-
Equity Share Capital Received	-	-
IIFL Finance Limited	95.42	133.06
IIFL Home Finance Limited	-	44.35
Securities Premium	-	-
IIFL Finance Limited	104.58	91.94
IIFL Home Finance Limited	-	30.65
Remuneration to Key Managerial Personnel	-	-
Sitting Fees paid	0.00	0.10
Short term Employee benefit	4.07	2.78
Outstanding Balance as on March 31 ,2023	-	-
Sundry Receivable - IIFL Finance Limited (after TDS deduction)	7.18	2.50
Market Linked Debentures	-	-
IIFL Wealth Prime Limited (Erstwhile IIFL Wealth Finance Limited)	7.60	26.70
IIFL Wealth Management Limited	15.36	-
ICD / Loan Portfolio outstanding (Payable) / Receivable	-	-
IIFL Wealth Prime Limited (Erstwhile IIFL Wealth Finance Limited)	-	1.97

Disclosures of Transactions Pursuant to Regulation 34(3) of SEBI (LODR) Regulations, 2015:

Name of the Entity	As at March 31, 2023	
	Outstanding Amount	Maximum Amount outstanding during the year
IIFL Finance Limited	-	100.00
IIFL Home Finance Limited	-	350.00

Name of the Entity	As at March 31, 2022	
	Outstanding Amount	Maximum Amount outstanding during the year
IIFL Finance Limited	-	350.00

BRAHMAYYA & CO. Chartered Accountants BENGALURU

IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance Limited)

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CIN: U65191KA1995PLC057884
Registered Office: 110/3, Lal Bagh Main Road,Krishnappa Layout, Bengaluru, Karnataka- 560027
Notes forming part of Financial Statements for the year ended March 31, 2023
(All amounts are stated in crores unless otherwise stated)

Note 39. Maturity Analysis of assets and liabilities as at March 31,2023

Particulars	March 31, 2023	Current	Non Current
ASSETS			
1 Financial Assets			
(a) Cash and cash equivalents	227.11	226.82	0.29
(b) Bank Balance other than (a) above	382.39	201.74	180.65
(c) Derivative financial instruments	9.22	9.22	-
(d) Receivables			-
Trade Receivables	17.98	17.98	-
(e) Loans	7,736.08	4,439.50	3,296.58
(f) Investments	160.42	-	160.42
(g) Other Financial assets	289.48	272.10	17.38
2 Non-financial Assets			
(a) Other non-financial assets	5.70	5.66	0.04
(b) Current tax assets (Net)	2.12	2.12	-
(c) Deferred tax Assets (Net)	45.04	-	45.04
(d) Investment Property	0.05	-	0.05
(e) Property, Plant and Equipment	20.36	-	20.36
(f) Right to Use	8.15	-	8.15
(g) Capital work-in-progress	-	-	-
(h) Other Intangible assets	-	-	-
Total Assets	**8,904.10**	**5,175.14**	**3,728.96**
LIABILITIES AND EQUITY			
LIABILITIES			
1 Financial Liabilities			
(a) Derivative financial instruments	9.22	9.22	-
(b) Payables			
(I)Trade Payables			
(i) total outstanding dues of micro enterprises and small enterprises	-	-	
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	20.38	20.38	-
(c) Debt Securities	477.00	318.01	158.99
(d) Borrowings (Other than Debt Securities)	6,328.70	3,769.17	2,559.53
(e) Unsecured/ Subordinated Liabilities	464.60	91.00	373.60
(f) Lease Liability	9.21	1.90	7.31
(g) Other financial liabilities	232.80	232.80	-
2 Non-Financial Liabilities			
(a) Current tax liabilities (Net)	0.18	0.18	
(b) Provisions	13.29	10.20	3.09
(c) Other non-financial liabilities	26.57	26.57	-
3 Equity			
(a) Equity Share capital	593.64	-	593.64
(b) Other Equity	728.51	-	728.51
Total Liabilities and Equity	**8,904.10**	**4,479.44**	**4,424.66**

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Notes forming part of Financial Statements for the year ended March 31, 2023
(All amounts are stated in crores unless otherwise stated)

Maturity Analysis of assets and liabilities as at March 31,2022

Particulars	March 31, 2022	Current	Non Current
ASSETS			
1 Financial Assets			
(a) Cash and cash equivalents	455.08	455.08	-
(b) Bank Balance other than (a) above	255.56	123.65	131.91
(c) Derivative financial instruments	9.87		9.87
(d) Receivables			-
Trade Receivables	8.48	8.48	-
(e) Loans	5,518.63	3,512.96	2,005.67
(f) Investments	0.05	-	0.05
(g) Other Financial assets	51.96	14.77	37.20
2 Non-financial Assets			
(a) Other non-financial assets	14.11	13.64	0.47
(b) Current tax assets (Net)	1.64	1.64	-
(c) Deferred tax Assets (Net)	63.12	-	63.12
(d) Investment Property	0.05	-	0.05
(e) Property, Plant and Equipment	9.12	-	9.12
(f) Right to Use	6.75		6.75
(g) Capital work-in-progress	-	-	-
(h) Other Intangible assets	0.01	-	0.01
Total Assets	**6,394.43**	**4,130.22**	**2,264.72**
LIABILITIES AND EQUITY			
LIABILITIES			
1 Financial Liabilities			
(a) Derivative financial instruments	9.87	-	9.87
(b) Payables			
(I)Trade Payables			
(i) total outstanding dues of micro enterprises and small enterprises	-	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	8.06	8.06	-
(c) Debt Securities	514.81	169.74	345.07
(d) Borrowings (Other than Debt Securities)	4,603.36	2,535.13	2,068.23
(e) Unsecured/ Subordinated Liabilities	140.72	4.65	136.07
(f) Lease Liability	7.42	1.14	6.28
(g) Other financial liabilities	91.36	91.35	-
2 Non-Financial Liabilities			
(a) Current tax liabilities (Net)	5.51	5.51	
(b) Provisions	8.46	6.52	1.94
(c) Other non-financial liabilities	5.58	5.58	-
3 Equity			
(a) Equity Share capital	498.22	-	498.22
(b) Other Equity	501.06	-	501.06
Total Liabilities and Equity	**6,394.43**	**2,827.68**	**3,566.74**

BRAHMAYYA & CO. Chartered Accountants BENGALURU

IIFL Samasta Finance Limited (Formerly Samasta Microfinance Limited)

Note 40. Financial Risk Management

a) Credit Risk

Credit Risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the company. The company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The exposure is continuously monitored.

Trade Receivables and Other financial assets

Credit risk with respect to trade receivables and other financial assets are extremely low. Trade receivables are primarily from other services provided, historically company has not suffered any defaults. Based on the credit assessment the historical trend of low default is expected to continue. No provision for expected credit loss has been Trade Receivables and Other financial assets.

Loans

The following table sets out information about credit quality of loan assets measured at amortised cost based on Number of Days past due Information. The amount represents gross carrying amount.

Particulars	As at March 31,2023	As at March 31,2022
Gross Carrying value of loan Assets		
Stage-1 (Less than 30 Days)	7,593.73	5,230.65
Stage-2 (30-90 Days)	235.46	364.62
Stage-3 (More than 90 Days)	169.35	177.45
Total Gross Carrying value on Reporting Date	7,998.54	5,772.72

Credit Quality

Financial services business has a comprehensive framework for monitoring credit quality of its retail and other loans based on days past due monitoring. Repayment by individual customers and portfolio is tracked regularly and required steps for recovery is taken through follow ups and legal recourse.

Inputs considered in the ECL model

In assessing the impairment of loans assets under Expected Credit Loss (ECL) Model, the loan assets have been segmented into three stages.
The three stages reflect the general pattern of credit deterioration of a financial instrument. The differences in accounting between stages relate to the recognition of expected credit losses and the calculation and presentation of interest revenue.

The company categorises loan assets into stages based on the Days Past Due status:
i) Stage 1: 30 Days Past Due
ii) 31-90 Days Past Due
iii) More than 90 Days Past Due
Exposure at default (EAD) is the maximum exposure as on the date of provision which includes both principal outstanding and interest. Interest is the total of interest outstanding and interest accrued but not due.

Loss given default (LGD) estimates the normalized loss which company incurs post customer default. It is computed through recovery observed in delinquent accounts over a period of time. It is always expressed as % of outstanding amount and not in count. LGD is common for all three stages and is based on loss in past portfolio.

Effective Interest rate (EIR) is the rate that discounts estimated future cash flows through the expected life of financial instrument.

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Estimation Technique

Probability of default (PD) is the likelihood that customer will default on loan in time horizon. It is computed on count basis. The reason is customer defaulting on loan is captured by its count and there is no relationship with his outstanding dues.

Assessment of significant increase in credit risk

When determining whether the risk of default has increased significantly since initial recognition, the financial services business considers both quantitative and qualitative information and analysis based on the business historical experience, including forward-looking information. The financial services business considers reasonable and supportable information that is relevant and available without undue cost and effort.

The financial services business uses the number of days past due to classify a financial instrument in low credit risk category and to determine significant increase in credit risk in retail. As a backstop, the financial services business considers that a significant increase in credit risk occurs no later than when an asset is more than 30 days past due.

Impairment loss

The expected credit loss allowance provision is determined as follows:

Particulars	Stage 1	Stage 2	Stage 3	Total
Gross Balance as at 31-03-2023	7,593.73	235.46	169.35	7,998.53
Expected Credit Loss	141.57	10.61	105.04	257.22
Expected Credit Loss Rate	1.86%	4.51%	62.03%	3.22%
Net of Impairment Provision	**7,452.16**	**224.85**	**64.31**	**7,741.31**

Particulars	Stage 1	Stage 2	Stage 3	Total
Gross Balance as at 31-03-2022	5,230.65	364.62	177.45	5,772.72
Expected Credit Loss	108.86	15.81	130.13	254.80
Expected Credit Loss Rate	2.08%	4.34%	73.33%	4.41%
Net of Impairment Provision	**5,121.79**	**348.81**	**47.32**	**5,517.92**

The following tables show reconciliations from the opening to the closing balance of the loss allowance by class of financial instrument.

Reconciliation of loss allowance	Financial Assets where loss allowance measured at 12-month ECL		Financial assets for which credit risk has increased significantly and credit not impaired		Financial assets for which credit risk has increased significantly and credit impaired		Total	
	Principal	Interest	Principal	Interest	Principal	Interest	Principal	Others
Opening ECL 01-04-2022	**108.19**	**0.68**	**15.28**	**0.55**	**130.13**	**-**	**253.59**	**1.23**
Incremental loans disbursed in FY 22-23	134.58	1.74	6.46	0.57	47.95		178.99	2.30
Loans closed/written off during the year	(43.66)	(0.27)	(13.79)	(0.49)	(113.26)		(170.71)	(0.76)
Stage same in both years- change in provisioning	(44.39)	(0.14)	(0.29)	(0.00)	(1.93)		(46.61)	(0.14)
Movement of stages due to asset reclassification	(5.15)	(0.02)	2.12	0.22	42.17		39.14	0.20
Closing ECL 31-03-2023	**139.58**	**1.99**	**9.78**	**0.85**	**105.04**	**-**	**254.41**	**2.84**

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Reconciliation of loss allowance	Financial Assets where loss allowance measured at 12-month ECL		Financial assets for which credit risk has increased significantly and credit not impaired		Financial assets for which credit risk has increased significantly and credit impaired		Total	
	Principal	Interest	Principal	Interest	Principal	Interest	Principal	Others
Opening ECL 01-04-2021	73.53	0.54	6.29	0.31	74.78	-	154.60	0.84
Incremental loans disbursed in FY 21-22	87.70	0.52	7.64	0.32	72.78	-	168.11	0.84
Loans closed/written off during the year	(30.81)	(0.21)	(3.15)	(0.18)	(59.35)	-	(93.31)	(0.39)
Stage same in both years- change in provisioning	(17.56)	(0.14)	(0.04)	(0.00)	(4.31)	-	(21.91)	(0.14)
Movement of stages due to asset reclassification	(4.67)	(0.03)	4.54	0.10	46.23	-	46.09	0.06
Closing ECL 31-03-2022	108.19	0.68	15.28	0.55	130.13	-	253.58	1.21

The following tables show reconciliations from the opening to the closing balance of the exposure at default (EAD) (Principal & Interest) by class of financial instrument.

Reconciliation of Exposure at default	Financial Assets where loss allowance measured at 12-month ECL		Financial assets for which credit risk has increased significantly and credit not impaired		Financial assets for which credit risk has increased significantly and credit impaired		Total	
	Principal	Interest	Principal	Interest	Principal	Interest	Principal	Others
Opening EAD 01-04-2022	5,230.66	35.63	364.63	13.14	177.44	-	5,772.73	48.77
Incremental loans disbursed in FY 22-23	6,777.93	46.18	155.45	7.62	77.30		7,010.68	53.81
Loans closed/written off during the year	(2,111.78)	(14.26)	(329.11)	(12.09)	(154.45)		(2,595.34)	(26.35)
Stage same in both years- change in provisioning	(2,054.96)	(13.72)	(6.77)	(0.30)	(0.72)		(2,062.45)	(14.02)
Movement of stages due to asset reclassification	(248.11)	(0.95)	51.26	2.74	69.79		(127.07)	1.78
Closing EAD 31-03-2023	7,593.74	52.88	235.46	11.11	169.35	-	7,998.54	63.99

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Reconciliation of Exposure at default	Financial Assets where loss allowance measured at 12-month ECL		Financial assets for which credit risk has increased significantly and credit not impaired		Financial assets for which credit risk has increased significantly and credit impaired		Total	
	Principal	Interest	Principal	Interest	Principal	Interest	Principal	Others
Opening EAD 01-04-2021	**3,885.06**	27.38	156.94	7.50	74.78	-	**4,116.78**	**34.87**
Incremental loans disbursed in FY 21-22	4,238.67	27.74	182.33	7.78	99.24		4,520.24	35.52
Loans closed/written off during the year	(1,626.04)	(10.97)	(78.57)	(4.42)	(59.35)		(1,763.96)	(15.39)
Stage same in both years- change in provisioning	(1,014.31)	(6.86)	(1.48)	(0.12)	(0.87)		(1,016.67)	(6.98)
Movement of stages due to asset reclassification	(252.72)	(1.66)	105.41	2.38	63.64		(83.67)	0.73
Closing EAD 31-03-2022	**5,230.66**	**35.63**	**364.63**	**13.14**	**177.44**	-	**5,772.72**	**48.75**

b) Liquidity risk

(i) Financing arrangements

The company had access to the following undrawn borrowing facilities at the end of the reporting period:

Particulars	Year Ended March 31, 2023	Year Ended March 31, 2022
Floating rate		
Expiring within one year	334	328
Expiring beyond one year	-	-
Total	**334**	**328**

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(ii) Maturities of financial liabilities

The tables below analyse the company's financial liabilities into relevant maturity groupings based on their contractual maturities for:
1. all non-derivative financial liabilities, and
2. net and gross settled derivative financial instruments for which the contractual maturities are essential for an understanding of the timing of the cash flows.
The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

Contractual maturities of financial liabilities - 31-03-2023	Less than 3 months	3 to 6 months	6 months to 1 year	Between 1 and 5 years	More than 5 years
Non-derivatives					
Borrowings	**1,104.24**	**1,154.02**	**1,905.64**	**2,857.45**	**175.00**
-Term Loans - Banks	665.12	713.68	1,257.14	1,675.92	-
-Term Loans - Others	259.12	292.84	588.50	890.23	-
-Commercial Paper	-	-	-	-	-
-NCD-Secured	175.00	130.00	-	133.80	-
-NCD-Unsecured	5.00	17.50	60.00	157.50	175.00
-Cash Credit/Overdraft	-	-	-	-	-
-Securitization	-	-	-	-	-
Trade payables	20.32				
Other financial liabilities	214.53	18.27			
Lease Liability	0.46	0.47	0.96	7.31	
Total non-derivative liabilities	**1,339.55**	**1,172.76**	**1,906.60**	**2,864.76**	**175.00**
Derivative liabilities					
Embedded Derivative	-	-	9.22		-
Total derivative liabilities	-	-	**9.22**	-	-

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Contractual maturities of financial liabilities - 31-03-2022	Less than 3 months	3 to 6 months	6 months to 1 year	Between 1 and 5 years	More than 5 years
Non-derivatives					
Borrowings	**721.56**	**690.14**	**1,290.35**	**2,509.31**	-
-Term Loans - Banks	479.90	501.88	938.98	1,555.47	-
-Term Loans - Others	201.16	149.86	261.37	520.04	-
-Commercial Paper	-	25.90	-	-	-
-NCD-Secured	32.50	12.50	90.00	333.80	-
-NCD-Unsecured	5.00	-	-	100.00	-
-Cash Credit/Overdraft	2.99	-	-	-	-
-Secutization	-	-	-	-	-
Trade payables	8.36	-	(0.30)	-	-
Other financial liabilities	88.19	3.17	-	-	-
Lease Liability	0.28	0.28	0.57	5.20	1.08
Total non-derivative liabilities	**818.38**	**693.59**	**1,290.62**	**2,514.51**	**1.08**
Derivative liabilities					
Embedded Derivative	-	-		9.87	-
Total derivative liabilities	-	-	-	**9.87**	-

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Note 40. Financial Risk Management

Market Risk is the risk that the fair value or the future cash flows of a financial instrument will fluctuate because of changes in market factor. Such changes in the values of financial instruments may result from changes in the interest rates, credit, liquidity, and other market changes. The Company is exposed to two types of market risk as follows:

c) Interest rate risk exposure

The exposure of the Company's borrowing to interest rate changes at the end of the reporting period are as follows:

Particulars	31-Mar-23	31-Mar-22
Variable rate borrowings	4,852.98	3,170.94
Fixed Rate of Borrowings	2,343.37	2,040.42
Total	7,196.35	5,211.36

As at the end of the reporting period, the Company had the following variable rate borrowings outstanding:

Particulars	31-Mar-23			31-Mar-22		
	Weighted Average Interest Rate	Balance	% of total loans	Weighted Average Interest Rate	Balance	% of total loans
Bank Loans	10.38%	4,852.98	67.44%	9.52%	3,170.94	60.85%

Sensitivity

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates. Other components of equity change as a result of an increase/decrease in the fair value of the cash flow hedges related to borrowings.

Particulars	Impact on profit after tax		Impact on other components of equity	
	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22
Interest rates – increase by 30 basis points	(11.77)	(8.17)	Nil	Nil
Interest rates – decrease by 30 basis points	11.77	8.17	Nil	Nil

d) Price Risk

Exposure

The Company's exposure to assets having price risk is as under

Particulars	Equity Shares (Other than Subsidiary)	Mutual Funds
Market Value as on 31.03.2023	0.05	-
Market Value as on 31.03.2022	0.05	-

To manage its price risk arising from investments in equity securities, the Company diversifies its portfolio. Diversification of the portfolio done in accordance with the limits set by the Company.

Sensitivity

The table below summarises the impact of increases/decreases of the index on the Company's equity and profit for the period. The analysis is based on the assumption that the equity index had increased by 5% or decreased by 5% with all other variables held constant, and that all the Company's equity instruments moved in line with the index.

Particulars	Impact on profit after tax		Impact on other components of equity	
	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22
Increase by 5%	0.00	0.00	Nil	Nil
Decrease by 5%	(0.00)	(0.00)	Nil	Nil

e) Foreign Currency Risk Exposure

The Company is not exposed to foreign currency fluctuation risk for its External Commercial Borrowings (ECB).

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Note 41. Corporate Social Responsibility

During the year, the Company incurred an aggregate amount of ₹ 2.29 Cr (P.Y. ₹ 1.43 Cr) towards corporate social responsibility in compliance of Section 135 of Companies Act 2013 read with relevant schedule and rules made thereunder. The details of CSR Spend are given below:

Particulars	Year Ended March 31,2023	Year Ended March 31,2022
(a) Gross amount required to be spent by the company during the Year	1.88	1.97
(b) Excess/(Shortfall) amount spent in previous financial year carried forward	(1.27)	(0.73)
(c) Net amount required to be spent during the year (a-b)	3.14	2.70
(d) Amount spent during the year**		
(i) Construction/acquisition of any asset	-	-
(ii) On purpose other than (i) above	2.29	1.43
(e) Excess/(Shortfall) at the end of the year (d-c)	(0.85)	(1.27)
(f) Total of previous year shortfall		
(g) Reason for shortfall	This unspent amount will be utilized for the ongoing project in the FY 23-24	
(h) Nature of CSR activities.	All the CSR activities of IIFL Samasta Finance are aligned towards improving the quality of life of the community. However, Our CSR activities focuses on Livestock Development, Women empowerment, education, health and skill development .	
(i) Details of related party transactions	-	-
(j) Provision made during the year	-	-

Details of Ongoing Project

Opening Balance		Amount required to be spent during the year	Amount spent during the year		Closing Balance	
Within Company	In Separate CSR Unspent a/c		From Company's Bank A/c	From Separate CSR Unspent A/c	With Company	In Separate CSR Unspent a/c
-	1.27	1.88	1.03	1.27	-	0.85

Details of Unspent amount

Opening Balance	Amount deposited in Specified Fund of Sch. VII within 6 months	Amount required to be spent during the year	Amount spent during the year	Closing Balance
1.27	1.27	1.88	2.29	0.85

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Note 42. Additional Information

a) Asset Classification & Provisioning:

As per MCA press release no 1/10/2009 Cl. - V dated 18th Jan 2016, the company adopted Ind AS notified under Sec 133 of CA 2013, from 01st April 2018. Pursuant to which the company has made provision for loss as per ECL under Ind As 109, Financial Instruments. Consequently the provision for loss is not on the basis of the Prudential Norms of the Reserve Bank of India.

b) Disclosure Pursuant to Reserve Bank of India Notification DNBS 200/CGM (PK)-2008 dated 1st August 2008

i) Capital to risk Assets ratio (CRAR) (computed as per the method prescribed by RBI)

Particulars	As on 31.03.2023	As on 31.03.2022
	₹	₹
Tier I Capital	1,093.86	869.18
Tier II Capital	296.73	108.55
Total Capital Funds	1,390.59	977.73
Total Risk Weighted Assets	8,138.62	5,484.09
CRAR - Tier I Capital (%)	13.49%	15.85%
CRAR - Tier II Capital (%)	3.65%	1.98%
CRAR (%)	17.14%	17.83%

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ii) Exposure to Real Estate Sector (Direct & Indirect Exposure) – Nil (PY: Nil)

iii) Amount of Subordinated Debt raised as Tier II Capital – Rs.175 Cr (PY: Nil)

iv) Exposure to Capital Markets –Nil

v) Ratings assigned during the year	As on 31.03.2023	As on 31.03.2022
a) MFI Grading	CRISIL MFI	CRISIL MFI
b) Bank loan rating	CRISIL AA-/Stable	CRISIL AA-/Stable
c) NCD rating-	CRISIL AA-/Stable	CRISIL AA-/Stable
d) MLD rating	CRISIL PP-MLD AA-/Stable	CRISIL PP-MLD AA-/Stable
e) CP rating-	CRISIL A1+	CRISIL A1+

vi) Maturity Pattern of Assets and Liabilities

Maturity pattern of certain items of assets and liabilities as on March 31 2023 (Amount in ₹)

Particulars	Liabilities					Assets		
	Borrowings from Banks	Borrowings from NBFC/FI	NCD-Secured / Commercial Paper	NCD-Unsecured	Cash Credit/Overdraft	Advances (Loan portfolio outstanding)	FD with Banks (Free of Lien)	Investments
Upto one month	167.97	39.48	115.00	-	-	333.39	-	-
Over one month to 2 months	205.39	72.48	-	5.00	-	380.32	12.19	-
Over 2 months up to 3 months	291.87	147.18	60.00	-	-	373.47	-	-
Over 3 months up to 6 months	713.68	287.83	130.00	17.50	-	1,137.63	0.00	-
Over 6 months to 1 year	1,257.14	588.50	-	60.00	-	2,182.91	-	-
Over 1 year to 3 years	1,675.92	872.23	133.80	157.50	-	3,576.26	-	-
Over 3 years to 5 years	-	18.00	-	-	-	7.72	-	
Over 5 years	-	-	-	175.00	-	0.84	-	-
	4,311.87	2,030.68	438.80	415.00	-	7,998.54	12.20	-

c) **Disclosure as required under DNBS (PD) CC. No. 300/03.10.038/2012-13 dated August 3 2012**

The cap on margins (as defined by Malegam Committee) and in compliance with RBI circular RBI/2012-13/161 DNBS (PD) CC.No.300/03.10.038/2012-13 03rd August 2012 is 9.39% as on 31st March 2023 (9.39% as at 31st March 2022)

d) **Details of average interest paid on borrowings and charged on loans given to JLGs :**

Particulars	2022-23	2021-22
	Rate of Interest in % for Microfinance loan	Rate of Interest in % for Microfinance loan
Average Rate of Interest on Borrowings	11.85%	10.21%
Average Rate of Interest on Loans given	21.00%	19.47%
Net Interest Margin	9.15%	8.75%

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Note 43. Disclosure Pursuant to Reserve Bank of India Notification DNBS.193DG (VL) 2007 dated 22nd February 2007:

Sl No.	Particulars	As at March 31, 2023		As at March 31, 2022	
		Amount Outstanding	Amount Overdue	Amount Outstanding	Amount Overdue
	Liabilities	(₹)	(₹)	(₹)	(₹)
1	**Loan and Advances availed by the NBFC inclusive of Interest accrued thereon but not paid:**				
A	Debentures	-	-	-	-
	- Secured	477.93	-	492.18	-
	- Unsecured	481.20	-	145.76	-
	(Other than falling the meaning of Public Deposits)	-	-	-	-
B	Deferred Credits	-	-	-	-
C	Term Loan	6,360.45	-	4,625.06	-
D	Inter-corporate Loans & Borrowings	-	-	-	-
E	Commercial Paper		-	-	-

Sl No.	Particulars	As at March 31, 2023		As at March 31, 2022	
		Amount Outstanding	Amount Overdue	Amount Outstanding	Amount Overdue
	Liabilities	(₹)	(₹)	(₹)	(₹)
F	Public Deposits	-	-	-	-
G	Other Loans – Vehicle Loan	-	-		-
	Other Loans – Non Convertible Debentures	-	-	-	-

Sl No.	Particulars	Amount Outstanding	Amount Outstanding
		March 31, 2023	March 31, 2022
2	**Break-up of (1) (f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid)**		
	(a) In the form of Unsecured debentures	-	-
	(b) In the form of partly secured debentures i.e. debentures where there is a shortfall in the value of security	-	-
	(c) Other Public Deposit Assets	-	-

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3	**Break-up of Loans & Advances including Bills Receivables [Other than those included in (4) below]**		
	(a) Secured	37.24	65.67
	(b) Unsecured	7,956.06	5,707.76
4	**Breakup of Leased and Stock on Hire and other Assets counting towards AFC activities**		
(i)	Lease assets including Lease rentals under sundry debtors:		
	(a) Finance Lease	-	-
	(b) Operating Lease	-	-
(ii)	Stock on Hire including Hire Charges under sundry debtors:		
	(a) Assets on Hire	-	-
	(b) Repossessed Assets	-	-
(iii)	Other Loans counting towards AFC Activities		
	(a) Loans where assets have been repossessed	-	-
	(b) Loans other than (a) above	-	-

Sl No.	Particulars	Amount Outstanding	Amount Outstanding
		March 31, 2023	March 31, 2022
5	**Break-up of Investments**		
	Current Investments		
I	**Quoted:**		
(i)	Shares: (a) Equity	-	-
	(b) Preference	-	-
(ii)	Debentures and Bonds	-	-
(iii)	Units of Mutual Funds	-	-
(iv)	Government Securities	-	-
(v)	Others	-	-
II	**Unquoted:**		
(i)	Shares: (a) Equity	-	-
	(b) Preference	-	-
(ii)	Debentures and Bonds	-	-
(iii)	Units of Mutual Funds		
(iv)	Government Securities	-	-
(v)	Others	-	-

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	Long term Investments		
I	**Quoted:**		
(i)	Shares: (a) Equity	-	-
	(b) Preference	-	-
(ii)	Debentures and Bonds	-	-
(iii)	Units of Mutual Funds	-	-
(iv)	Government Securities	-	-
(v)	Others	9.22	9.87
II	**Unquoted:**		
(i)	Shares: (a) Equity	0.05	0.05
	(b) Preference	-	-
(ii)	Debentures and Bonds	-	-
(iii)	Units of Mutual Funds	-	-
(iv)	Government Securities	-	-
(v)	Others	160.37	-

6. Borrower Group wise classification of Assets Financed as in (3) and (4) above

Sl No.	Particulars	As at 31st March 2023		
		Amount in (₹) (Gross of Provisions)		
		Secured	Unsecured	Total
1	Related Parties			
	(a)Subsidiaries	-	-	-
	(b) Companies in the same group	-	-	-
	(c) Other Related Parties	-	-	-
2	Other than related parties	37	7,961	7,999
	Total	**37**	**7,961**	**7,999**

Sl No.	Particulars	As at 31st March 2022		
		Amount in (₹) (Gross of Provisions)		
		Secured	Unsecured	Total
1	Related Parties			
	(a)Subsidiaries	-	-	-
	(b) Companies in the same group	-	-	-
	(c) Other Related Parties	-	-	-
2	Other than related parties	66	5,707	5,773
	Total	**66**	**5,707**	**5,773**

7. Investor Group-wise classification of all investments (Current and Long Term) in Share and Securities (both Quoted and Unquoted):

Sl No.	Category	Market Value / Breakup value or Fair Value or Net Assets Value	Book Value (₹)
1	Related Parties		
	(a)Subsidiaries	-	-
	(b) Companies in the same group	-	-
	(c) Other Related Parties	-	-
2	Other than related parties	170	170
	Total	**170**	**170**

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8. Other Information

	Particulars	As on March 31, 2023	As on March 31, 2022
		Amount	Amount
(i)	Gross Non - Performing Assets		
	(a) Related Parties	-	-
	(b) Other than Related Parties	105	130
(ii)	Net Non - Performing Assets		
	(a) Related Parties	-	-
	(b) Other than Related Parties	-	-
(iii)	Assets acquired in Satisfaction of Debt	-	-

Note 44. The Company has not disbursed any loan against security of gold.

Note 45. Securitization / Assignment of Loans

During the year the Company has sold loans through direct Securitization / assignments. The information on direct assignment activity of the Company as an Originator / Assignor is as shown below:

Particulars	Year ended March 31 2023 (₹.)	Year ended March 31 2022 (₹.)
Total number of loans securitized / assigned		
a.Through Direct assignment	0.08	0.02
b. Through Pass through Certificates	-	-
Total	**0.08**	**0.02**
Total book value of loans securitized / assigned		
a.Through Direct assignment	2,580.76	555.56
b. Through Pass through Certificates	-	-
Total	**2,580.76**	**555.56**
Sale consideration received for loans securitized / assigned		
a.Through Direct assignment	2,307.48	500.00
b. Through Pass through Certificates	-	-
Total	**2,307.48**	**500.00**
MFI Loans Subordinated as Credit Enhancement on Assets Derecognised		
a.Through Direct assignment	-	-
b. Through Pass through Certificates	-	-
Total		
Income recognized in the statement of profit and loss		
a.Through Direct assignment	145.18	61.67
b. Through Pass through Certificates	-	-
Total	**145.18**	**61.67**

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Income deferred on securitised transactions		
a.Through Direct assignment	93.20	(6.74)
b. Through Pass through Certificates	-	-
Total	93.20	(6.74)
Balance of loans assigned / securitized as at the balance sheet date		
a.Through Direct assignment	1,804.11	497.24
b. Through Pass through Certificates	-	-
Total	1,804.11	497.24
Cash collateral provided and outstanding as at the balance sheet date		
a.Through Direct assignment	-	-
b. Through Pass through Certificates	-	-
Total	-	-

Disclosure to be made under Securitization guidelines issued by Reserve Bank of India vide policy no. DNBS. PD. No. 301/3.10.01/2012-13 dated August 21 2012.

Sl No.	Particulars	As on 31.03.2023 (₹)	As on 31.03.2022 (₹)
1	No. of SPV's sponsored by the NBFC for Securitization transactions		
	a.Through Direct assignment	10.00	2.00
	b. Through Pass through Certificates	-	-
	Total	**10.00**	**2.00**
2	Total amount of securitized assets as per the books of the SPVs sponsored by the Company		
	a.Through Direct assignment	2,580.76	555.56
	b. Through Pass through Certificates	-	-
	Total	**2,580.76**	**555.56**

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3	Total amount of exposures retained by the Company to comply with MRR as on the date of balance sheet	-	-
	i) Off-Balance Sheet exposures		
	a) First Loss	-	-
	b) Others	-	-
	ii) On-Balance Sheet exposures		
	a) First Loss (in the form of Fixed Deposit)	-	-
	b) Others	-	-
4	Amount of exposures to securitization transactions other than MRR		
Sl No.	**Particulars**	**As on 31.03.2023**	**As on 31.03.2022**
		(₹)	**(₹)**
	i) Off-Balance Sheet exposures	-	-
	a) Exposure to own securitization		
	First Loss	-	-
	Others	-	-
	b) Exposure to third party securitization transaction		
	First Loss	-	-
	Others	-	-
	ii) On-Balance Sheet exposures		
	a) Exposure to own securitization		
	First Loss	-	-
	Others	-	-
	b) Exposure to third party securitization transaction		
	First Loss	-	-
	Others	-	-

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Note 46. Disclosure Pursuant to Reserve Bank of India Notification DOR (NBFC).CC.PD.No.109/22.10.106/2019-20 dated 13th March 2020:

Asset Classification as per RBI Norms for the year ended 31st March 2023

MFI loan book

Asset Classification as per RBI Norms	Asset Classification as per IND AS 109	Gross Carrying Amount as per IND AS 109	Loss Allowances (Provision) as required under IND AS 109	Net Carrying Amount	Provisions required as per IRACP Norms	Difference between IND AS 109 provisions & IRACP Norms
1	2	3	4	5	6	7=4-6
Performing Assets						
Standard	Stage 1	7,064.16	131.61	6,932.55	104.18	27.43
	Stage 2	221.03	10.05	210.97	3.26	6.79
Subtotal		7,285.19	141.66	7,143.52	107.44	34.22
Non Performing Assets (NPA)						
Substandard	Stage 3	167.06	103.94	63.12	2.46	101.48
Doubtful- upto 1 Year	Stage 3	-	-	-	-	-
1 to 3 Years	Stage 3	-	-	-	-	-
More than 3 Years	Stage 3	-	-	-	-	-
Subtotal for Doubtful		167.06	103.94	63.12	2.46	101.48
Loss	Stage 3	-	-	-	-	-
Subtotal for NPA						
Other items such as guarantees,Loan Commitments etc. Which are in the scope of IND AS 109 but not covered under current income recognition, Asset Classification, Provisioning (IRACP) norms	Stage 1	-	-	-	-	-
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-
Subtotal		-	-	-	-	-
Total	Stage 1	7,064.16	131.61	6,932.55	104.18	27.43
	Stage 2	221.03	10.05	210.97	3.26	6.79
	Stage 3	167.06	103.94	63.12	2.46	101.48
	Total	7,452.25	245.60	7,206.64	109.90	135.70

Non - MFI loan book

Asset Classification as per RBI Norms	Asset Classification as per IND AS 109	Gross Carrying Amount as per IND AS 109	Loss Allowances (Provision) as required under IND AS 109	Net Carrying Amount	Provisions required as per IRACP Norms	Difference between IND AS 109 provisions & IRACP Norms
1	2	3.00	4.00	5.00	6.00	7=4-6
Performing Assets						
Standard	Stage 1	529.56	9.96	519.61	7.81	2.15
	Stage 2	14.43	0.56	13.87	0.21	0.35
Subtotal		543.99	10.52	533.48	8.02	2.50
Non Performing Assets (NPA)						
Substandard	Stage 3	2.29	1.10	1.19	0.03	1.07
Doubtful- upto 1 Year	Stage 3	-	-	-	-	-
1 to 3 Years	Stage 3	-	-	-	-	-
More than 3 Years	Stage 3	-	-	-	-	-
Subtotal for Doubtful		2.29	1.10	1.19	0.03	1.07
Loss	Stage 3	-	-	-	-	-
Subtotal for NPA						
Other items such as Guarantees,Loan Commitments etc. Which are in the scope of IND AS 109 but not covered under current income recognition, Asset Classification, Provisioning (IRACP) norms	Stage 1	-	-	-	-	-
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-
Subtotal		-	-	-	-	-
Total	Stage 1	529.56	9.96	519.61	7.81	2.15
	Stage 2	14.43	0.56	13.87	0.21	0.35
	Stage 3	2.29	1.10	1.19	0.03	1.07
	Total	546.28	11.62	534.67	8.05	3.57

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(All amounts are stated in crores unless otherwise stated)

Asset Classification as per RBI Norms for the year ended 31st March 2022

MFI loan Book

Asset Classification as per RBI Norms	Asset Classification as per IND AS 109	Gross Carrying Amount as per IND AS 109	Loss Allowances (Provisions) as required under IND AS 109	Net Carrying Amount	Provisions required as per IRACP Norms	Difference between IND AS 109 provisions & IRACP Norms
1	2	3.00	4.00	5.00	6.00	7=4-6
Performing Assets						
Standard	Stage 1	4,868.61	102.72	4,765.89	106.03	(3.31)
	Stage 2	343.18	14.96	328.22	7.47	7.48
Subtotal		**5,211.79**	**117.68**	**5,094.11**	**113.50**	**4.17**
Non Performing Assets (NPA)						
Substandard	Stage 3	132.76	97.55	35.21	2.89	94.66
Doubtful- upto 1 Year	Stage 3	28.31	20.80	7.51	0.62	20.18
1 to 3 Years	Stage 3	0.79	0.58	0.21	0.02	0.56
More than 3 Years	Stage 3	-	-	-	-	-
Subtotal for Doubtful		**161.86**	**118.93**	**42.93**	**3.53**	**115.40**
Loss	Stage 3	-	-	-	-	-
Subtotal for NPA						
Other items such as guarantees, Loan Commitments etc.Which are in the scope of IND AS 109 but not covered under current Income recognition, Asset Classification, Provisioning (IRACP) norms	Stage 1	-	-	-	-	-
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-
Subtotal		-	-	-	-	-
Total	Stage 1	4,868.61	102.72	4,765.89	106.03	(3.31)
	Stage 2	343.18	14.96	328.22	7.47	7.48
	Stage 3	161.86	118.93	42.92	3.53	115.41
	Total	5,373.64	236.61	5,137.03	117.03	119.58

NON MFI loan Book

Asset Classification as per RBI Norms	Asset Classification as per IND AS 109	Gross Carrying Amount as per IND AS 109	Loss Allowances (Provisions) as required under IND AS 109	Net Carrying Amount	Provisions required as per IRACP Norms	Difference between IND AS 109 provisions & IRACP Norms
1	2	3.00	4.00	5.00	6.00	7= 4-6
Performing Assets						
Standard	Stage 1	362.04	6.14	355.90	7.88	(1.75)
	Stage 2	21.45	0.85	20.59	0.47	0.39
Subtotal		**383.49**	**6.99**	**376.49**	**8.35**	**(1.36)**
Non Performing Assets (NPA)						
Substandard	Stage 3	15.22	10.93	4.29	0.34	10.60
Doubtful- upto 1 Year	Stage 3	0.37	0.26	0.10	0.01	0.25
1 to 3 Years	Stage 3	0.01	0.00	0.00	0.00	0.00
More than 3 Years	Stage 3	-	-	-	-	-
Subtotal for Doubtful		**15.60**	**11.19**	**4.39**	**0.34**	**10.85**
Loss	Stage 3	-	-	-	-	-
Subtotal for NPA						
Other items such as guarantees, Loan Commitments etc.Which are in the scope of IND AS 109 but not covered under current Income recognition, Asset Classification, Provisioning (IRACP) norms	Stage 1	-	-	-	-	-
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-
Subtotal		-	-	-	-	-
Total	Stage 1	362.04	6.14	355.90	7.88	(1.75)
	Stage 2	21.45	0.85	20.59	0.47	0.39
	Stage 3	15.59	11.19	4.40	0.34	10.85
	Total	399.08	18.18	380.89	8.69	9.49

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Note 47. Disclosures in terms of RBI/2019-20/88 DOR.NBFC (PD) CC. No.102/03.10.001/2019-20 dated 04 November 2019:

(i) Funding concentration based on significant counterparty (both deposits and borrowings):

As at March 31, 2023

Number of Significant Counterparties	Amount	% of Total Deposits	"% of Total Liabilities"
28	5,875	Not Applicable	77.49%

As at March 31, 2022

Number of Significant Counterparties	Amount	% of Total Deposits	"% of Total Liabilities"
23	4,383	Not Applicable	81.23%

(ii) Top 20 large deposits (amount in lakhs and % of total deposits) - Not applicable

(iii) Top 10 borrowings

Particulars	As at 31 March 2023		As at 31 March 2022	
	Amount	% of total Borrowings	Amount	% of total Borrowings
Top 10 Borrowings	3,540	49.19%	3,144	60.33%

(iv) Funding concentration based on significant instrument / product

Name of the instrument/product	As at 31 March 2023		As at 31 March 2022	
	Amount	% of total Liabilities	Amount	% of total Liabilities
Borrowings (other than debt securities)	6,343	83.65%	4,612	85.48%
Debt securities	439	5.79%	469	9.17%
Subordinated liabilities	415	5.47%	131	1.95%

Notes: A "significant instrument/product" is defined as a single instrument/product of group of similar instruments/products which in aggregate amount to more than 1% of the NBFC-NDSI's, NBFC-Ds total liabilities and 10% for other non-deposit taking NBFCs.

Total Liabilities has been computed as Total Assets less Equity share capital less Reserve & Surplus and computed basis extant regulatory ALM guidelines

(v) Stock Ratio

Particulars	31st March 2023	31st March 2022
Commercial papers as a % of total liabilities	0.00%	0.48%
Commercial papers as a % of total assets	0.00%	0.41%
Non-convertible debentures (original maturity of less than one year) as a % of total liabilities	0.00%	0.00%
Non-convertible debentures (original maturity of less than one year) as a % of total assets	0.00%	0.00%
Other short-term liabilities as a % of total liabilities	59.08%	51.93%
Other short-term liabilities as a % of total assets	50.31%	43.82%

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IIFL Samasta Finance Limited (Formerly Samasta Microfinance Limited)

(vi) Institutional set-up for Liquidity Risk Management

The Board of Directors of the Company has an overall responsibility and oversight for the management of all the risks, including liquidity risk, to which the Company is exposed to in the course of conducting its business. The Board approves the governance structure, policies, strategy and the risk limits for the management of liquidity risk. The Board of Directors approves the constitution of the Risk Management Committee (RMC) for the effective supervision, evaluation, monitoring and review of various aspects and types of risks, including liquidity risk, faced by the Company. The meetings of RMC are held at quarterly interval. Further, the Board of Directors also approves constitution of Asset Liability Committee (ALCO), which functions as the strategic decision making body for the asset-liability management of the Company from risk-return perspective and within the risk appetite and guard-rails approved by the Board. The main objective of ALCO is to assist the Board and RMC in effective discharge of the responsibilities of asset liability management, market risk management, liquidity and interest rate risk management and also to ensure adherence to risk tolerance/limits set up by the Board. ALCO provides guidance and directions in terms of interest rate, liquidity, funding sources, and investment of surplus funds. ALCO meetings are held once in a month or more frequently as warranted from time to time. The minutes of ALCO meetings are placed before the RMC and the Board of Directors in its next meeting for its perusal/ approval/ ratification.

Note 48. High Quality Liquid Assets disclosure pursuant to RBI/2019-20/88 DOR.NBFC (PD) CC. No.102/03.10.001/2019-20 dated 04 November 2019

Particulars	As at 31 March 2023		As at 31 March 2022	
	Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)
High Quality Liquid Assets				
Cash and bank balances	214.91	214.91	265.16	265.16
Unencumbered fixed deposits	12.19	12.19	115.14	115.14
Total	**227.10**	**227.10**	**380.30**	**380.30**
Cash Outflows				
Unsecured wholesale funding	-	-	-	-
Secured wholesale funding	-	-	-	-
Additional requirements, of which	-	-	-	-
Outflows related to derivative exposures and other collateral requirements	-	-	-	-
Outflows related to loss of funding of debt products	-	-	-	-
Credit and liquidity facilities	-	-	-	-
Other contractual funding obligations	601.81	692.08	292.85	336.77
Other contingent funding obligations	-	-	-	-
Total	**601.81**	**692.08**	**292.85**	**336.77**
Cash Inflows				
Secured lending			-	-
Inflows from fully performing exposures	333.39	250.04	262.26	196.70
Other cash inflows	313.69	235.27	155.74	116.80
Total	**647.08**	**485.31**	**418.00**	**313.50**

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Liquidity coverage ratio

Particulars	As at 31 March 2023	As at 31 March 2022
Total high quality liquid assets (a)	227.10	380.30
Total net cash outflows (b) (Refer, note below)	206.77	84.19
Liquidity coverage ratio (a)/(b)	109.83%	451.69%

Note Total net cash outflows over the next 30 days = Stressed Outflows - Minimum of (Stressed Inflows; 75% of Stressed Outflows).

Qualitative disclosures

The Reserve Bank of India has prescribed monitoring of sufficiency of NBFC's liquid assets pursuant to RBI/2019-20/88 DOR.NBFC (PD) CC. No.102/03.10.001/2019-20 dated 04 November 2019. The Liquidity Coverage Ratio (LCR) is aimed at measuring and promoting short-term resilience of NBFCs to potential liquidity disruptions by ensuring maintenance of sufficient high quality liquid assets (HQLAs) to survive an acute stress scenario lasting for 30 days.

Liquidity of the Company is managed by the Asset Liability Management Committee (ALCO) under the supervision of Borrowings committee.

The ratio comprises of high quality liquid assets (HQLAs) as numerator and net cash outflows in 30 days as denominator. Cash outflows are calculated by multiplying the outstanding balances of various categories or types of liabilities by 1.15 times and cash inflows are calculated by multiplying the outstanding balances of various categories of contractual receivables by 0.75 times.

The weighted cash outflows are primarily driven by secured and unsecured from banks, financial institutions , non-convertible debentures and securitization/direct assignment transactions. Borrowings contributed 46.58% and 52.20% of the total weighted cash outflows as at 31 March 2023 and 31 March 2022 respectively. The weighted cash inflows are primarily driven by unsecured micro loans and secured loans to MSME and individuals.

The Company has implemented the LCR framework and has consistently maintained LCR well above the regulatory threshold. The average LCR for the year ended 31 March 2023 was 109.83% which is above the regulatory requirement of 60.00%.

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Note 49. Disclosures in terms of RBI/2022-23/26 DOR.ACC.REC.No.20/21.04.018/2022-23 dated 19 April 2022:
Related Party Disclosure

Related Party	Parent (as per ownership or control)		Subsidiaries		Associates/Joint Ventures		Key Management Personnel		Relatives of Key		Others		Total	
	FY 2022-23	FY 2021-22	FY 2022-23	FY 2021-22	FY 2022-23	FY 2021-22	FY 2022-23	FY 2021-22	FY 2022-23	FY 2021-22	FY 2022-23	FY 2021-22	FY 2022-23	FY 2021-22
Borrowings														
Balance at Year end	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Maximum Amt Outstanding during the year	100.00	350.00	-	-	-	-	-	-	-	-	350.00	-	450.00	350.00
Market Linked Debentures	-	-	-	-	-	-	-	-	-	-	22.96	26.70	22.96	26.70
Deposits	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Placement of Deposits	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Advances	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Investments	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Issue of Share Capital	200.00	225.00	-	-	-	-	-	-	-	-	-	75.00	200.00	300.00
Purchase of Fixed/Other Assets	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Sale of Fixed/Other Assets	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Interest Paid	1.03	7.45	-	-	-	-	-	-	-	-	10.87	1.97	11.91	9.42
Interest Received	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Service Fee on Business Correspondence Income	56.72	7.21	-	-	-	-	-	-	-	-	-	-	56.72	7.21
Dividend Paid	3.71	-	-	-	-	-	0.02	-	0.01	-	1.25	-	4.98	-
Arranger Fee Expenses	-	-	-	-	-	-	-	-	-	-	0.50	0.68	0.50	0.68
Remuneration to KMP	-	-	-	-	-	-	4.23	2.89	-	-	-	-		
Others	0.03	0.66	-	-	-	-	-	-	-	-	0.09	-	0.12	0.66

Note 50. Disclosures in terms of RBI/2022-23/26 DOR.ACC.REC.No.20/21.04.018/2022-23 dated 19 April 2022:
Sectoral Exposure

Sectors	FY 2022-23			FY 2021-22		
	Total Exposure (includes on balance sheet and off balance sheet exposure)	Gross NPA	Percentage of Gross NPA to Total Exposure in that sector	Total Exposure (includes on balance sheet and off balance sheet exposure)	Gross NPA	Percentage of Gross NPA to Total Exposure in that sector
Agriculture & Allied Activities	4,877.33	46.50	0.95%	1,850.04	02.34	1.50%
MSME	3,121.21	122.86	3.94%	3,922.04	115.11	2.17%
Total	7,998.54	169.36	2.12%	5,772.32	177.45	3.07%

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IIFL Samasta Finance Limited (Formerly Samasta Microfinance Limited)

IIFL Samasta Finance Limited
(Formerly known as Samasta Microfinance Limited)
CIN: U65191KA1995PLC057884
Registered Office: 110/3, Lal Bagh Main Road,Krishnappa Layout, Bengaluru, Karnataka- 560027
Notes forming part of Financial Statements for the year ended March 31, 2023
(All amounts are stated in crores unless otherwise stated)

Note 51. Leases

The Company has adopted Ind AS 116 'Leases' with the date of initial application being April 1, 2019. Ind AS 116 replaces Ind AS 17 – Leases and related interpretation and guidance. The Company did not have contract qualifying as Lease as on April 1, 2019 except short term leases which are exempted from the application of Ind AS 116.

Impact of adoption of Ind AS 116 on the statement of profit and loss

Particulars	Year Ended March 31, 2023	Year Ended March 31, 2022
Interest on lease liabilities	1.05	0.68
Income recognised- Security deposit	0.08	0.06
Depreciation on Right to Use	2.23	1.26
Total cash outflow for leases	2.64	1.60
Lease expense on Low Value Assets / Short term assets	21.69	12.89

Impact of adoption of Ind AS 116 on the Balance Sheet

Particulars	As at March 31, 2023	As at March 31, 2022
Right to Use Asset	8.15	6.74
Lease Liability	9.21	7.42

The company has discounted lease payments at weighted average borrowing rate which is 10.56%.

Maturity analysis of Lease Liabilities (valued on undiscounted basis)

Particulars	As at March 31, 2023	As at March 31, 2022
Year 1	2.77	1.86
Year 2	2.60	1.81
Year 3	2.36	1.72
Year 4	2.16	1.68
Year 5	1.55	1.58
More than 5 years	0.15	1.14

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IIFL Samasta Finance Limited (Formerly Samasta Microfinance Limited)

Note 52. Employee Stock Option Plan

1. The Company's Employee Stock Option Plan - 2023 ("ESOP Plan") provides for the grant of stock options to eligible employees. The ESOPS are administered through Direct route by the in equity. The company transfers shares to the eligible employees upon exercise of the options by such employees.

2. The Company had an ESOP scheme called ESOP Plan 2023. The ESOP plan 2023 came into force on March 24, 2023.

3. During the financial year 2022-23, the Company has introduced new stock option scheme namely "ESOS 2023" effective from March 24, 2023. The grant price shall be as decided by the Nomination and Remuneration Committee ("N&RC") of the Company. The number of options and terms could vary at the discretion of the N&RC. Till March 31, 2023, the Company has not granted any option under ESOS 2023.

4. The total number of Employee Stock Options to be granted, which shall not exceed 5% of the Paid up share Capital of the Company, as expanded from time to time, comprising 2,96,82,152 (Two Crores Ninety Six Lakhs Eighty Two Thousand One Hundred and Fifty Two) Options which shall be convertible into equal number of Shares

The company has provided various equity settled share based payment schemes to its employees. The details are ESOP scheme are as follows.

Particulars	Grant	Number of Options	Vesting period	Vesting Conditions
ESOP Scheme 2023	Grant I	84,41,758	3	20%,40% and 40% vests every year subject to continuance of services.

Exercise period for all the above schemes is 3 years from the date of grant of the options.

The details of activity under ESOP Scheme 2023 Plan with an exercise price for the year ended March 31, 2023 have been summarised as below:

Particulars	Grant
Date of Grant	31.03.2023
Date of Board / Committee Approval	24.03.2023
Number of Options Granted	84,41,758
Method of settlement	Equity
Granted Vesting Period	
At the end of 1st year from date of grant (Day following the expiry of 24 months from grant)	01-Apr-24
At the end of 2nd year from date of grant (Day following the expiry of 24 months from grant)	01-Apr-25
At the end of 3rd year from date of grant (Day following the expiry of 36 months from grant)	01-Apr-26
Exercise Price per Share	Rs.20.96
Number of options outstanding at the beginning of the year	NIL

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HFL Samasta Finance Limited (Formerly Samasta Microfinance Limited)

Note 53. Fair value measurements

Particulars	Carrying Value		Fair Value	
	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22
Financial assets				
Derivative Financial Instruments	9.22	9.87	9.22	9.87
Investments	160.42	0.05	160.42	0.05
Loans	7,736.08	5,518.63	7,736.08	5,518.63
Accrued interest on Fixed Deposits	4.38	4.57	4.38	4.57
Staff Loans	0.09	0.17	0.09	0.17
Security Deposits	9.67	6.35	9.67	6.35
Interest Strip Asset on Assignment	129.88	36.67	129.88	36.67
Other Receivable	145.46	4.20	145.46	4.20
TDS Receivable	-	-	-	-
Trade Receivables	17.98	8.48	17.98	8.48
Cash and cash equivalents	227.11	455.08	227.11	455.08
Bank Balance	382.39	255.56	382.39	255.56
Total Financial Assets	**8,822.68**	**6,299.63**	**8,822.68**	**6,299.63**
Financial liabilities				
Derivative Financial Instruments	9.22	9.87	9.22	9.87
Debt Securities	477.00	514.81	477.00	514.81
Borrowings	6,328.70	4,603.36	6,328.70	4,603.36
Subordinated Liabilities	464.60	140.72	464.60	140.72
Lease Liability	9.21	7.42	9.21	7.42
Trade payables	20.38	8.06	20.38	8.06
Other financial liabilities	232.80	91.36	232.80	91.36
Total Financial Liabilities	**7,541.91**	**5,375.60**	**7,541.91**	**5,375.60**

Fair value hierarchy

Ind AS 113, 'Fair Value Measurement' requires classification of the valuation method of financial instruments measured at fair value in the Statement of Balance sheet, using a three level fair-value-hierarchy (which reflects the significance of inputs used in the measurements). The hierarchy gives the highest priority to un-adjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and lowest priority to un-observable inputs (Level 3 measurements). Fair value of derivative financial assets and liabilities are estimated by discounting expected future contractual cash flows using prevailing market interest rate curves. The three levels of the fair-value-hierarchy under Ind AS 113 are described below.

Financial assets and liabilities measured at fair value - recurring fair value measurements -As at March 31, 2023	Level 1	Level 2	Level 3	Total	Carrying cost
Financial assets					
Derivative Financial Instruments	-	9.22	-	9.22	9.22
Investments	-	-	-	-	-
(i) Mutual Funds	-	-	-	-	-
(ii) Government Securities	-	-	-	-	-
(iii) Debt Securities	-	-	-	-	-
(iv) Equity	-	-	-	-	-
Total financial assets	-	9.22	-	9.22	9.22
Financial liabilities					
Derivative Financial Instruments	-	9.22	-	9.22	9.22
Total financial liabilities	-	9.22	-	9.22	9.22

BRAHMAYYA & CO. Chartered Accountants BENGALURU

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Registered Office: 110/3, Lal Bagh Main Road, Krishnappa Layout, Bengaluru, Karnataka- 560027
Notes forming part of Financial Statements for the year ended March 31, 2023
(All amounts are stated in crores unless otherwise stated)

Financial assets and liabilities measured at fair value - recurring fair value measurements - As at March 31, 2022	Level 1	Level 2	Level 3	Total	Carrying cost
Financial assets					
Derivative Financial Instruments	-	9.87	-	9.87	9.87
Investments	-	-	-	-	-
(i) Mutual Funds	-	-	-	-	-
(ii) Government Securities	-	-	-	-	-
(iii) Debt Securities	-	-	-	-	-
(iv) Equity	-	-	-	-	-
Total financial assets	-	9.87	-	9.87	9.87
Financial liabilities					
Derivative Financial Instruments	-	9.87	-	9.87	9.87
Total financial liabilities	-	9.87	-	9.87	9.87

Assets and liabilities which are measured at amortised cost for which fair values are disclosed - As at March 31, 2023	Level 1	Level 2	Level 3	Total	Carrying cost
Financial assets					
Cash and cash equivalents	-	-	-	-	227.11
Bank Balance other than included above	-	-	-	-	382.39
Receivables				-	
(i) Trade Receivables	-	-	17.98	17.98	17.98
Loans	-	-	7,736.08	7,736.08	7,736.08
Investment in Equity	-	-	0.05	0.05	0.05
Other Financial assets	-	-	289.48	289.48	289.48
Total financial assets	-	-	8,043.59	8,043.59	8,653.09
Financial Liabilities					
Trade Payables	-	-	20.38	20.38	20.38
Debt Securities	-	-	-	-	477.00
Borrowings (Other than Debt Securities)	-	-	6,328.70	6,328.70	6,328.70
Subordinated Liabilities	-	-	-	-	464.60
Lease Liability	-	-	9.21	9.21	9.21
Other financial liabilities	-	-	232.80	232.80	232.80
Total financial liabilities	-	-	6,591.09	6,591.09	7,532.69

Assets and liabilities which are measured at amortised cost for which fair values are disclosed - As at March 31, 2022	Level 1	Level 2	Level 3	Total	Carrying cost
Financial assets					
Cash and cash equivalents	-	-	-	-	455.08
Bank Balance other than included above	-	-	-	-	255.56
Receivables				-	
(i) Trade Receivables	-	-	8.48	8.48	8.48
Loans	-	-	5,518.63	5,518.63	5,518.63
Investment in Equity	-	-	0.05	0.05	0.05
Other Financial assets	-	-	51.96	51.96	51.96
Total financial assets	-	-	5,579.12	5,579.12	6,289.76
Financial Liabilities					
Trade Payables	-	-	8.06	8.06	8.06
Debt Securities	-	-	-	-	514.81
Borrowings (Other than Debt Securities)	-	-	4,603.36	4,603.36	4,603.36
Subordinated Liabilities	-	-	-	-	140.72
Lease Liability	-	-	7.42	7.42	7.42
Other financial liabilities	-	-	91.36	91.36	91.36
Total financial liabilities	-	-	4,710.20	4,710.20	5,365.73

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Notes forming part of Financial Statements for the year ended March 31, 2023
(All amounts are stated in crores unless otherwise stated)

Note 54. Movement of Non Performing Assets (NPA)

Sl.No	Particulars	March 31, 2023	March 31, 2022
(i)	**Net NPAs to Net Advances (%)**		
	Movement of NPAs (Gross)		
	a) Opening balance	177.44	74.78
(ii)	b) Addition during the year	157.09	164.71
	c) Reduction during the year	165.18	62.05
	d) Closing balance	**169.35**	**177.44**
	Movement of Net NPAs		
	a) Opening balance	-	-
(iii)	b) Addition during the year	59.65	43.92
	c) Reduction during the year	42.65	(3.40)
	d) Closing balance	**17.00**	**47.32**
	Movement of provision for NPAs (excluding provision on standard assets)		
	a) Opening balance	130.13	74.78
(iv)	b) Provision made during the year	97.44	120.79
	c) Write off / write-back of excess provisions	122.53	65.44
	d) Closing balance	**105.04**	**130.13**

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Notes forming part of Financial Statements for the year ended March 31, 2023
(All amounts are stated in crores unless otherwise stated)

Note 55. Details of terms of repayment - Term loans from banks and others

As at 31st March 2023

Type of instrument / institution	Frequency of Repayment	Original maturity of loan	Interest Range	Due within 1 year		Due within 1-2 year		Due within 2-3 year		Due within 3-4 year		Due within 4-5 year		Over 5 years	
				No. of Instalments	Amount	No. of Instalments	Amount	No. of Instalments	Amount	No. of Instalments	Amount	No. of Instalments	Amount	No. of Instalments	Amount
Debentures	Monthly	1-3 years	10.00%-11.00%	4	50.00	-	-	-	-	-	-	-	-	-	-
		1-3 years	11.00%-12.00%	-	-	3	12.50	9	37.50	-	-	-	-	-	-
	Quarterly	1-3 years	10.00%-11.00%	4	20.00	4	20.00	-	-	-	-	-	-	-	-
	Bullet	1-3 years	8.00%-9.00%	1	105.00	-	-	-	-	-	-	-	-	-	-
			11.00%-12.00%	6	200.00	-	-	-	-	-	-	-	-	-	-
		Above 3 Years	9.00%-10.00%	-	-	2	144.80	-	-	-	-	-	-	-	-
			10.00%-11.00%	-	-	1	89.00	-	-	-	-	-	-	-	-
			11.00%-12.00%	-	-	-	-	-	-	-	-	-	-	3	175.00
Term Loans-Banks	Monthly	1-3 years	8.00%-9.00%	79	231.69	11	20.75	-	-	-	-	-	-	-	-
			9.00%-10.00%	343	821.91	122	289.13	17	21.97	-	-	-	-	-	-
			10.00%-11.00%	307	691.27	241	617.58	2	4.17	-	-	-	-	-	-
		Above 3 Years	11.00%-12.00%	12	12.63	12	13.38	12	5.97	-	-	-	-	-	-
	Quarterly	1-3 years	8.00%-9.00%	10	70.37	4	9.14	-	-	-	-	-	-	-	-
			9.00%-10.00%	53	488.69	27	232.11	6	40.91	-	-	-	-	-	-
			10.00%-11.00%	22	240.28	25	304.54	7	62.27	-	-	-	-	-	-
		Above 3 Years	9.00%-10.00%	12	41.67	12	41.49	4	12.50	-	-	-	-	-	-
			10.00%-11.00%	3	12.44	-	-	-	-	-	-	-	-	-	-
	Half-yearly	1-3 years	9.00%-10.00%	2	24.99	-	-	-	-	-	-	-	-	-	-
Term Loans-Financial Institutions	Monthly	1-3 years	9.00%-10.00%	100	363.38	54	283.30	15	111.85	-	-	-	-	-	-
			10.00%-11.00%	161	480.87	83	179.20	2	2.12	-	-	-	-	-	-
	Quarterly	1-3 years	9.00%-10.00%	4	8.33	4	8.33	-	-	-	-	-	-	-	-
			10.00%-11.00%	15	71.87	8	56.43	-	-	-	-	-	-	-	-
			11.00%-12.00%	4	74.00	4	72.00	3	54.00	-	-	-	-	-	-
		Above 3 Years	8.00%-9.00%	4	42.00	4	12.00	4	12.00	-	-	-	-	-	-
			9.00%-10.00%	4	52.00	4	42.00	4	24.00	3	18.00	-	-	-	-
	Half-yearly	Above 3 Years	11.00%-12.00%	2	30.00	2	15.00	-	-	-	-	-	-	-	-
	Yearly	1-3 years	9.00%-10.00%	1	18.00	-	-	-	-	-	-	-	-	-	-
				1,153	4,151	632	2,463	85	389	3	18	-	-	3	175

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Notes forming part of Financial Statements for the year ended March 31, 2023
(All amounts are stated in crores unless otherwise stated)

As at 31st March 2022

Type of Instrument / Institution	Frequency of Repayment	Original maturity of loan	Interest Range	Due within 1 year		Due within 1-2 year		Due within 2- -3year		Due within 3-4 year		Due within 4-5 year		Over 5 years	
				No. of Instalments	Amount	No. of Instalments	Amount	No. of Instalments	Amount	No. of Instalments	Amount	No. of Instalments	Amount	No. of Instalments	Amount
CP	Bullet	Up to 1 Year	7.00%-8.00%	1	25.90	-	-	-	-	-	-	-	-	-	-
Debentures	Quarterly	1-3 years	10.00%-11.00%	4	50.00	-	-	-	-	-	-	-	-	-	-
	Bullet	1-3 years	7.00%-8.00%	1	50.00	-	-	-	-	-	-	-	-	-	-
			9.00%-10.00%	2	30.00	-	-	-	-	-	-	-	-	-	-
			11.00%-12.00%	-	-	6	200.00	-	-	-	-	-	-	-	-
		Above 3 Years	9.00%-10.00%	-	-	-	-	2	144.80	-	-	-	-	-	-
			10.00%-11.00%	-	-	-	-	1	89.00	-	-	-	-	-	-
			15.00%-16.00%	1	5.00	-	-	-	-	-	-	-	-	-	-
			16.00%-17.00%	1	5.00	-	-	-	-	-	-	-	-	-	-
Term Loans-Banks	Monthly	1-3 years	8.00%-9.00%	81	272.12	67	213.43	9	17.71	-	-	-	-	-	-
			9.00%-10.00%	312	817.33	155	404.94	21	107.99	-	-	-	-	-	-
			10.00%-11.00%	110	188.48	32	21.76	-	-	-	-	-	-	-	-
			11.00%-12.00%	24	3.26	-	-	-	-	-	-	-	-	-	-
		Above 3 Years	10.00%-11.00%	1	0.14	-	-	-	-	-	-	-	-	-	-
	Quarterly	1-3 years	8.00%-9.00%	3	6.84	4	9.12	4	9.04	-	-	-	-	-	-
			9.00%-10.00%	46	334.75	45	351.61	9	101.94	-	-	-	-	-	-
			10.00%-11.00%	23	139.53	8	72.73	8	72.73	-	-	-	-	-	-
		Above 3 Years	9.00%-10.00%	14	58.26	9	37.50	8	33.33	2	8.33	-	-	-	-
			10.00%-11.00%	4	16.67	2	8.32	-	-	-	-	-	-	-	-
	Half-yearly	1-3 years	9.00%-10.00%	2	25.00	2	25.00	-	-	-	-	-	-	-	-
	Bullet	1-3 years	9.00%-10.00%	3	58.38	-	-	-	-	-	-	-	-	-	-
Term Loans-Financial Institutions	Monthly	1-3 years	5.00%-6.00%	7	35.00	-	-	-	-	-	-	-	-	-	-
			9.00%-10.00%	34	81.92	32	83.00	8	36.08	-	-	-	-	-	-
			10.00%-11.00%	78	103.13	59	95.96	-	-	-	-	-	-	-	-
			11.00%-12.00%	11	14.22	-	-	-	-	-	-	-	-	-	-
	Quarterly	1-3 years	9.00%-10.00%	4	8.33	4	8.33	4	8.33	-	-	-	-	-	-
			10.00%-11.00%	8	23.33	8	23.33	-	-	-	-	-	-	-	-
			11.00%-12.00%	3	5.97	-	-	-	-	-	-	-	-	-	-
		Above 3 Years	8.00%-9.00%	4	42.00	4	42.00	4	12.00	4	12.00	-	-	-	-
			9.00%-10.00%	4	64.00	4	52.00	4	42.00	4	24.00	3	18.00	-	-
	Half-yearly	1-3 years	10.00%-11.00%	1	32.50	-	-	-	-	-	-	-	-	-	-
		Above 3 Years	11.00%-12.00%	2	30.00	2	30.00	2	15.00	-	-	-	-	-	-
	Yearly	1-3 years	7.00%-8.00%	2	112.00	-	-	-	-	-	-	-	-	-	-
			8.00%-9.00%	1	30.00	-	-	-	-	-	-	-	-	-	-
			9.00%-10.00%	1	30.00	1	18.00	-	-	-	-	-	-	-	-
				793	2,699	444	1,757	84	690	10	44	3	18	-	-

BRAHMAYYA & CO. Chartered Accountants BENGALURU

IIFL Samasta Finance Limited (Formerly Samasta Microfinance Limited)

Note 56. Asset Liability Management

Maturity Pattern of certain items of Assets and Liabilities as at 31 March 2023:

Particulars	1 to 7 days	8 days to 14 days	15 days to 31 days	Over 1 month upto 2 months	Over 2 months upto 3 months	Over 3 months upto 6 months	Over 6 months & upto 1 year	Over 1 year & upto 3 years	Over 3 years & upto 5 years	Over 5 years	Total
Liabilities											
Borrowings from Banks, Financial institution and NBFCs	35.28	60.48	111.59	277.84	439.04	1,006.52	1,845.64	2,548.15	18.00	-	6,342.55
Market Borrowings	-	-	115.00	5.00	60.00	147.50	60.00	291.30	-	175.00	853.80
Securitisation	-	-	-	-	-	-	-	-	-	-	-
Total	**35.28**	**60.48**	**226.59**	**282.84**	**499.04**	**1,154.02**	**1,905.64**	**2,839.45**	**18.00**	**175.00**	**7,196.35**
Assets											
Advances	100.02	133.35	100.02	386.32	373.47	1,137.63	2,182.91	3,576.26	7.72	0.84	7,998.53
Investments	-	-	-	-	-	-	-	160.37	-	0.05	160.42
Total	**100.02**	**133.35**	**100.02**	**386.32**	**373.47**	**1,137.63**	**2,182.91**	**3,736.63**	**7.72**	**0.89**	**8,158.95**

Maturity Pattern of certain items of Assets and Liabilities as at 31 March 2022:

Particulars	1 to 7 days	8 days to 14 days	15 days to 31 days	Over 1 month upto 2 months	Over 2 months upto 3 months	Over 3 months upto 6 months	Over 6 months & upto 1 year	Over 1 year & upto 3 years	Over 3 years & upto 5 years	Over 5 years	Total
Liabilities											
Borrowings from Banks, Financial institution and NBFCs	27.89	39.86	108.06	257.27	250.97	651.73	1,200.33	2,013.21	62.33	-	4,611.66
Market Borrowings	-	-	-	-	37.50	38.40	90.00	433.80	-	-	599.70
Securitisation	-	-	-	-	-	-	-	-	-	-	-
Total	**27.89**	**39.86**	**108.06**	**257.27**	**288.47**	**690.13**	**1,290.33**	**2,447.01**	**62.33**	-	**5,211.36**
Assets											
Advances	52.45	157.36	52.45	286.71	290.11	884.22	1,769.97	2,255.44	20.09	3.91	5,772.72
Investments	-	-	-	-	-	-	-	-	-	0.05	0.05
Total	**52.45**	**157.36**	**52.45**	**286.71**	**290.11**	**884.22**	**1,769.97**	**2,255.44**	**20.09**	**3.96**	**5,772.77**

Capital Management

The Company manages capital risk in order to maximize shareholders' profit by maintaining sound/optimal capital structure. For the purpose of the Company's capital management, capital includes equity share capital and other equity. Debt includes term loans from banks, NBFC and debentures net of cash and bank balances. The Company monitors capital on the basis of the following gearing ratio. There is no change in the overall capital risk management strategy of the Company compared to last year.

Particulars	As at Mar'23	As at Mar'22
Borrowings	#REF!	5,211.36
Cash and bank balance	609.50	710.64
Net Debt (A)	#REF!	4,500.72
Equity share capital	593.64	498.22
Other equity	679.23	475.30
Total Equity (B)	**1,272.86**	**973.52**
Net Debt to Equity Ratio	#REF!	4.62

BRAHMAYYA & CO. Chartered Accountants BENGALURU

IIFL Samasta Finance Limited (Formerly Samasta Microfinance Limited)

Note 57. Financial ratios

Ratio	Numerator	Denominator	As at 31 March 2023 Ratio	As at 31 March 2022 Ratio	% Change	Reason for variance
Current ratio	Current assets	Current liabilities	1.16	1.46	(20.90%)	Due to increase in current liabilities by 58% YoY and increase in current assets by 25% YoY
Debt-equity ratio	Total debt (Non-current borrowings + Current borrowings)	Total equity	5.65	5.37	5.19%	
Debt service coverage ratio	Earnings before depreciation and amortization and interest (Earnings = Profit after tax + Depreciation and amortization expense + Finance costs (excluding interest on lease liabilities))	Interest expense (including capitalized) + Principal repayment (including prepayments)	NA	NA	NA	
Return on equity ratio	Profit after tax	Average of total equity	0.11	0.06	81.02%	Due to Increase in profitability by 153% YoY
Inventory turnover ratio	Costs of materials consumed	Average inventories	NA	NA	NA	
Trade receivables turnover ratio	Revenue from operations	Average trade receivables	NA	NA	NA	
Trade payables turnover ratio	Purchases	Average trade payables	NA	NA	NA	
Net capital turnover ratio	Revenue from operations	Working capital (Current assets - Current liabilities	2.53	0.78	222.80%	Due to increase in revenue from operations by 72% YoY and reduction in Capital employed by 46% YoY
Net profit ratio	Profit after tax	Revenue from operations	0.07	0.05	47.95%	Due to increase in profitability by 153% YoY
Return on capital employed	Earnings before depreciation and amortization, interest and tax (Earnings = Profit after tax + Tax expense + Depreciation and amortization expense + Finance costs (excluding interest on lease liabilities))	Capital employed (Total assets - Current liabilities + Current borrowings)	0.09	0.07	19.87%	Due to increase in EBITDA by 64% YoY
Return on investment	Profit after tax	Equity share capital + Instruments entirely equity in nature + Securities premium	0.13	0.07	100.11%	Due to increase in profitability by 153% YoY

Note 58. Details of Financial Assets sold to Securitisation/Reconstruction Company for reconstruction

The details of stressed loan transferred during the year ended March'2023 (Previous Year ended March'2022-NIL) to ARCs are given below:

Particulars	NPA	SMA	Write Off
No. of Accounts	1,32,425	1,658	1,60,825
Aggregate principal outstanding of loans transferred (Rs.in crores)	432.19	4.10	341.90
Weighted average residual tenor of the loans transferred (in years)	1.51	1.61	-
Net book value of loans transferred (at the time of transfer) (Rs in	175.63	3.87	-
Aggregate consideration (including interest) (Rs.in crores)	194.00		
Additional consideration realized in respect of accounts transferred in	-	-	-

The Company has reversed Rs. 16.46 Cr provision on account of the sale of stressed loans.

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IIFL Samasta Finance Limited (Formerly Samasta Microfinance Limited)

IIFL Samasta Finance Limited
(Formerly known as Samasta Microfinance Limited)
CIN: U65191KA1995PLC059884
Registered Office: 1103, Lal Bagh Main Road, Krishnappa Layout, Bengaluru, Karnataka - 560027
Notes forming part of Financial Statements for the year ended March 31, 2023
(All amounts are stated in crores unless otherwise stated)

Note 59. Disclosures of frauds reported during the year vide RBI/DNBS/2016-17/49 Master Direction DNBS. PPD.01/66.15.001/2016-17 dated on September 29, 2016

Particulars	Less than ₹ 1 Lakh		₹ 1 - 5 Lakhs		₹ 5 - 25 Lakhs		Total	
	No. of Accounts	Value ₹	No. of Accounts	Value ₹	No. of Accounts	Value ₹	No. of Accounts	Value ₹
A) Fraud involved								
Staff	330	0.52	31	0.60	4	0.44	365	1.56
Customer	-	-	-	-	-	-	-	-
Staff and Customer	-	-	-	-	-	-	-	-
Total	330	0.52	31	0.60	4	0.44	365	1.56
B) Type of fraud	-	-	-	-	-	-	-	-
Misappropriation and criminal	330	0.52	31	0.60	4	0.44	365	1.56
breach of trust								
Fraudulent encashment / Manipulation of books of Accounts	-	-	-	-	-	-	-	-
Unauthorised credit facility extended	-	-	-	-	-	-	-	-
Cheating and forgery	-	-	-	-	-	-	-	-
Total	330	0.52	31	0.60	4	0.44	365	1.56

Note 60. Disclosure Pursuant to RBI/2022-23/26 DOR.ACC.REC.No.20/21.04.018/2022-23 dated 19 April 2022
Customer complaints

Particulars	As at 31 March 2023	As at 31 March 2022
1. Number of complaints pending at beginning of the year	4	35
2. Number of complaints received during the year	1,298	667
3. Number of complaints disposed during the year	1,270	701
3.1 Of which, number of complaints rejected by the Company	-	-
4. Number of complaints pending at the end of the year	32	4
Maintainable complaints received by the Company from Office of Ombudsman		
5. Number of maintainable complaints received by the Company from Office of Ombudsman	20	10
5.1 Of 5, number of complaints resolved in favour of the Company by Office of Ombudsman	20	10
5.2 Of 5, number of complaints resolved through conciliation/mediation/advisories issued by Office of Ombudsman	-	-
5.3 Of 5, number of complaints resolved after passing of Awards by Office of Ombudsman against the NBFC	-	-
6. Number of Awards unimplemented within the stipulated time (other than those appealed)	-	-

BRAHMAYYA & CO. Chartered Accountants BENGALURU

IIFL Samasta Finance Limited (Formerly Samasta Micro Finance Limited)

IIFL Samasta Finance Limited
(Formerly known as Samasta Microfinance Limited)
CIN: U65191KA1995PLC057854
Registered Office: 810/D, 1st Bagh Main Road, Krishnappa Layout, Bengaluru, Karnataka - 560027
Notes forming part of Financial Statements for the year ended March 31, 2023
(All amounts are stated in crores unless otherwise stated)

Grounds of complaints, (i.e. complaints relating to)	Number of complaints pending at the beginning of the year	Number of complaints received during the year	% increase/ decrease in the number of complaints received over the previous year	Number of complaints pending at the end of the year	Of S. number of complaints pending beyond 30 days
Current Year					
Disbursement	-	355	48%	6	-
Loan Repayment	2	149	414%	19	-
Insurance	-	593	126%	5	-
CB Dispute	2	204	300%	-	-
Staff Misbehaviour	-	36	100%	-	-
Others	-	161	-76%	2	-
Total	4	1,498	126%	32	-
Previous Year					
Disbursement	2	61	-	-	-
Loan Repayment	-	19	-	-	-
Insurance	24	262	-	2	-
CB Dispute	1	50	-	-	-
Staff Misbehaviour	1	9	-	2	-
Others	-	250	-	-	-
Total	34	663	-	4	-

Details of registration with financial regulators

Regulator	Registration No
Ministry of Company Affairs	U65191KA1995PLC057854
Reserve Bank of India	B-02.00250

Disclosure of penalties imposed by RBI and other regulators : There are no penalty imposed by Reserve Bank of India and other regulators during the financial year.

Note 61. Covid-19 Pandemic

The outbreak of the COVID-19 pandemic led to a nation wide lockdown in April - June 2020. This was followed by localized lockdown in areas with a significant number of COVID-19 cases. Following the easing of lockdown measures, there was an improvement in economic activity in the second half of fiscal 2021. Since then India experienced two waves of the COVID-19 pandemic following the discovery of mutant coronavirus variants, leading to the imposition of regional lockdowns which were subsequently lifted.

The impact of COVID-19, including changes in consumer behaviour and pandemic fears, as well as restrictions on business and individual activities, led to significant volatility in global and Indian financial markets and a significant decrease in global and local economic activities. The disruptions following the outbreak, impacted loan origination, and the efficiency in collection efforts resulting in increase in customer defaults and consequent increase in provisions and write offs thereagainst.

Infact it emerging from the COVID-19 pandemic. The extent to which any new wave of COVID-19 will impact the Company's results will depend on ongoing as well as future developments, including, among other things, any new information concerning the severity of the COVID-19 pandemic and any actions to contain its spread or mitigate its impact whether governmental-mandated or elected by us.

Note 62. Previous year Figures

Previous year's Figures have been reclassified to conform with the current year's classification / presentation wherever applicable.

Accompanying notes are an integral part of these financial statements
As per our attached report of even date.
For Brahmayya & Co.,
Chartered Accountants
Firm No. 000515S

G.Srinivas
Partner
M. No. 088761

Place: Bengaluru
Date: 21-04-2023

For and on behalf of the Board of Directors
of IIFL Samasta Finance Limited

N. Venkatesh
Managing Director
DIN : 01018821

D. Shivaprakash
Whole-Time Director
DIN : 02216802

Ananda Kumar T
Chief Financial Officer
Place: Bengaluru
Date: 21-04-2023

Manoranjan Biswal
Company Secretary
Place: Bengaluru
Date: 21-04-2023

BRAHMAYYA & CO.,
CHARTERED ACCOUNTANTS

PHONE : +91-80-22274551, 22274552
FAX : +91-80-22212437
EMAIL : srinivas@brahmayya.com
admin@brahmayyablr.com
'KHIVRAJ MANSION'
10/2, KASTURBA ROAD,
BENGALURU - 560 001.

To the Members of IIFL Samasta Finance Limited (Formerly known as "Samasta Micro Finance Limited")

Report on the Audit of the financial statements

Opinion

1. We have audited the financial statements of IIFL Samasta Finance Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of changes in Equity and Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013("Act") in the manner so required and give a true and fair view in conformity with Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, its profit, other total comprehensive income, changes in equity and cash flows for the year ended on that date.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India('ICAI') together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

BRAHMAYYA & CO. Chartered Accountants BENGALURU

Emphasis of Matter

4. We draw attention to Note 58 of the Annual Financial Statements which describes the uncertainties due to outbreak of COVID-19 pandemic and management's evaluation of the impact on Company's financial performance is dependent on future developments, which are uncertain.

   Our opinion is not qualified on the above said matter.

Key Audit Matters

5. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

   We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matter	How our Audit addressed the Key Audit Matter
(a) Expected Credit Loss	
Refer note 2 (c) of significant accounting policies and note 40 for credit disclosures. As at 31 March 2022, the Company has total gross loan assets of Rs.5,772.72 crores (2021: Rs. 4,116.78 crores)) against which an Expected Credit Loss ('ECL') of Rs. 254.80 crores (2021 Rs. 155.44 crores) has been accrued. The ECL approach as required under Ind AS 109, Financial instruments, involves high degree of complexity and requires significant judgement of the management. The Management is required to determine the ECL that may occur over either a 12-month period or the remaining life of an asset, depending on the categorization of the individual asset. The key areas of judgment include	Our audit focused on assessing the appropriateness of management's judgment and estimates used in the impairment analysis through procedures that included, but were not limited to, the following: • Evaluated the Company's accounting policies for estimation of expected credit loss on loan assets in accordance with the requirements of Ind AS 109, Financial Instruments; • Obtained an understanding of the modelling techniques adopted by the Company including the key inputs and assumptions. Since modelling assumptions and parameters are based on historical data, we assessed whether historical experience was representative of current circumstances and was relevant in view of the recent impairment losses incurred within the portfolios.

BRAHMAYYA & CO. Chartered Accountants BENGALURU

1. Categorization of loans in Stage 1, 2 and 3 based on identification of: a) exposures with Significant Increase in Credit Risk (SICR) since their origination and b) Individually impaired / default exposures. 2. Techniques used to determine Loss Given Default ('LGD') and Probability of Default ('PD') to calculate an ECL are based on past experience. 3. The impact of different future macroeconomic conditions in the determination of ECL. These parameters are derived from the Company's internally developed statistical models, historical data and macro-economic factors and a change in such models or assumptions could have a material impact on the accompanying financial statements. These factors required the models to be reassessed based on the available information including the additional risk profiling due to the impact of COVID-19 Pandemic, geographical, political and economic risk to measure the ECL. Management has made a number of interpretations and assumptions when designing and implementing models that are compliant with the standard. The accuracy of data flows and the implementation of related controls is critical for the integrity of the estimated impairment provisions. Considering the significance of the above matter to the financial statements and the significant auditor attention required to test such complex accounting estimates, we have identified this as a key audit matter for current year audit.	• Assessed the design and implementation, and tested the operating effectiveness of controls over the modelling process including governance over monitoring of the model and approval of key assumptions • Evaluated the appropriateness of the Company's process of determination of significant increase in credit risk in accordance with the applicable accounting standard and the basis for classification of exposures into various stages. • Assessed the key judgments and assumptions relating to the macro-economic scenarios including the impact of COVID 19 Pandemic, RBI guidelines/notification and the associated probability weights. • Obtained the approved policy of board of directors to understand the relief measures sanctioned to various class of borrowers in accordance with the directions given by the RBI and tested, on sample basis, the compliance with respect to asset classification and provisioning norms as per such directions. • Tested management's computation of ECL by performing following procedures: • Evaluated management's groupings of borrowers on the basis of different product lines and customer segments with different risk characteristics. • Tested classification of loans into various categories based on their past due status and other loss indicators. On a sample basis, inspected the repayment schedule from the underlying borrower agreements and collection made on due dates; • Performed test of details of the input information used in ECL computation on a sample basis. • Tested the arithmetical accuracy of the computation.

BRAHMAYYA & CO. Chartered Accountants BENGALURU

	• Performed analytical procedures by determining various ratios or percentage-based measures to review overall reasonableness of the estimate determined by the management.
2. Identification and Measurement of NPA: As per RBI's circular dated November 12 , 2021 read with earlier circular dated October 1, 2021 on "Prudential norms on Income Recognition, Asset Classification and Provisioning pertaining to Advances, Automation of NPA and provisioning is required to be implemented by all lending Institutions. The NPA provisioning as per ECL methodology followed by the Company are not fully automated in Software Applications used by the Company for Loans Management and are performed manually through excel spreadsheets. Further, marking of linked accounts at borrower level as NPAs are done manually. These may have impact on the accuracy and completeness of the provision accrued for NPAs. Considering the significance, we have identified this as a key audit matter for current year audit.	Performed other substantive procedures, included but not limited to the following: • Assessed the appropriateness of asset classification and adequacy of related provisioning by performing procedures such as computation of overdue ageing, assessment of borrower level NPA identification and verification of applicable provision rates as per ECL policy of the Company on test check basis; • Selected samples of performing loan accounts to assess, independently, whether such loan accounts should be classified as NPA; • Recompilation of the amount of ECL provisioning on the total advances base considering the stage wise categories of advances, LGD (Loss given default) and PD(Probability of default) arrived by the Company.

Information Other than the Financial Statements and Auditor's Report thereon

6. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.

   Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

   In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

BRAHMAYYA & CO. Chartered Accountants BENGALURU

When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibilities of Management and Those Charged with Governance for the financial statements

7. The Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

8. In preparing the financial statements, Management and the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the financial statements

9. Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

10. As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

    - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion The risk of not detecting a material misstatement resulting

BRAHMAYYA & CO. Chartered Accountants BENGALURU

from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

11. Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.
12. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
13. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.
14. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

BRAHMAYYA & CO. Chartered Accountants BENGALURU

Report on Other Legal and Regulatory Requirements

15. As required by Sec 197(16) of the Act, we report that the Company has paid remuneration to its directors during the year in accordance with the provisions of and limits laid down under section 197 read with schedule V to the Act.

16. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub section (11) of section 143 of the Companies Act, 2013, we give in "Appendix - **A**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extend applicable.

17. As required by Section 143(3) of the Act, we report that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the financial statements.

(b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

(c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account for the purpose of preparation of the financial statements.

(d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

(e) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164(2) of the Act.

(f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate report in "Appendix-B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to financial statements.

BRAHMAYYA & CO. Chartered Accountants BENGALURU

(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company does not have any pending litigations which would impact its financial position in its financial statements the financial statements;

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

iv. a. The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Company to or in any persons or entities, including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries.

b. The Management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

c. Based on such audit procedures performed as considered reasonable and appropriate in the circumstances, nothing has come to our attention that causes us to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.

BRAHMAYYA & CO. Chartered Accountants BENGALURU

d. The Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of dividend proposed is in accordance with section 123 of the Act, as applicable.

For Brahmayya & Co.,
Chartered Accountants
ICAI Firm Registration No: 000515S

G. Srinivas

Partner
Membership No: 086761
UDIN No. 22086761AILZCE2203

Place: Bengaluru
Date: April 23, 2022

BRAHMAYYA & CO. Chartered Accountants BENGALURU

Appendix - A to the Independent Auditors' Report

The Appendix referred to in Independent Auditors' Report to the members of the Company on the financial statements for the year ended March 31, 2022, we report that:

(i) In respect of the Company's Property, Plant and Equipment and Intangible Assets

(a) (A)The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment ('PPE') and relevant details of Right-of-use assets.

(B)The Company has maintained proper records showing full particulars of tangible and intangible assets.

(b) The company has a regular program of physically verifying all fixed assets at its offices in a phased manner, which in our opinion is reasonable having regard to the size of the company and the nature of its assets.

Based on the information and explanation given to us and on verification of the records of the Company, the Company has physically verified the fixed assets as per their program during the year. No material discrepancies as compared to book records were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.

(d) The Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year.

(e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2022 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(ii) The Company is not carrying on any trading or manufacturing activities and hence does not have inventories. Therefore, paragraph 3(ii) of the Order is not applicable to the Company.

(iii) (a) The Company has not provided any loans or advances in the nature of loans or stood guarantee or provided security to any other entity during the year, and hence reporting under clause 3(iii)(a) of the Order is not applicable.

(b) In our opinion, the investments made, during the year are, prima facie, not prejudicial to the Company's interest.

(c) The Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause 3(iii)(f) is not applicable.

BRAHMAYYA & CO. Chartered Accountants BENGALURU

(iv) In our opinion and according to the information and explanations given to us, the Company has no loans, investments, guarantee and security which meets the requirements of section 185 and 186 of the Act.

(v) The Company has not accepted any deposits from the public, within the meaning of Section 73 to 76 or any other relevant provisions of the Act and Rules framed thereunder. We are informed that no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or other tribunal.

(vi) According to the information and explanations given to us, in respect of the class of industry the company falls under, the Central Government has not specified the maintenance of cost records under section 148 (1) of the Act. Therefore, the provisions of clause (vi) of the Order are not applicable to the Company

vii) (a) According to the records of the Company, the Company is generally regular in depositing undisputed statutory dues payable including Provident Fund, Employees' State Insurance, Income Tax, Goods and Services Tax, and Cess and other material statutory dues as applicable to the Company with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance Income Tax, Goods and Services Tax, and Cess were in arrears as at March 31, 2022 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there are no dues in respect of income tax, sales tax, service tax, value added tax, goods and service tax, customs duty, excise duty, cess which have not been deposited on account of dispute.

(viii) There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

(ix)

(a) On the basis of verification of records and according to the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings to Financial Institutions, Banks and monies raised by issue of debentures. The Company has not raised any loan from Government.

(b) The company has not been declared wilful defaulter by any bank or financial institution or other lender;

(c) The Company has applied the loans for which the loans were obtained.

(d) On an overall examination of financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) The Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies and hence reporting on clause 3(ix)(f) of the Order is not applicable.

(x) (a) According to the information and explanations given by the management, the Company has not raised moneys by way of initial public offer or further public offer

BRAHMAYYA & CO. Chartered Accountants BENGALURU

or debt instruments or term loans and hence the reporting under clause 3 (x) is not applicable.

(b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.

(xi) (a) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given to us by the Management and the representations obtained from the management, we report that no material fraud by the Company and on the company by its officers or employees, except for 128 cases of frauds in the nature of 'fraudulent encashment / manipulation of books of accounts' amounting to Rs. 63,97,720/-, on the Company have been noticed or reported during the year.

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) We have taken into consideration the whistle blower complaints received by the Company during the year (and upto the date of this report), while determining the nature, timing and extent of our audit procedures.

(xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, the provisions of clause 3(xii) of the order are not applicable to the Company and hence not commented upon.

(xii) In our opinion and according to the information and explanations given to us, based on verification of the records and approvals of the Audit Committee, the Company is in compliance with Section 177 and Section 188 of the Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) According to the information and explanations given to us and on an overall examination of the books of account

(a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

(xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him as referred to in section

BRAHMAYYA & CO. Chartered Accountants BENGALURU

192 of companies Act, 2013. Accordingly, paragraph 3(xv) of the Order is not applicable.

(xvi) (a) The Company is registered under section 45-IA of the Reserve Bank of India Act, 1934.

(b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

(xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

(xviii) There has been resignation of the statutory auditors of the Company during the year because of the predecessor auditor not eligible to continue as statutory auditors as per the RBI guidelines as amended.

(xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) (a)The unspent amount towards Corporate Social Responsibility (CSR) on other than ongoing projects have been transferred to a special account in accordance with the provisions of section 135 of the Companies Act, 2013.

(b) In respect of ongoing projects, the Company has transferred unspent Corporate Social Responsibility (CSR) amount as at the end of the previous financial year, to a Special account within a period of 30 days from the end of the said financial year in compliance with the provision of section 135(6) of the Act.

In respect of ongoing projects, the Company has not transferred the unspent Corporate Social Responsibility (CSR) amount as at the Balance Sheet date out of the amounts that was required to be spent during the year, to a Special Account in compliance with the provision of sub-section (6) of section 135 of the said Act till the date of our report since the time period for such transfer i.e. 30 days from the end of the financial year has not elapsed till the date of our report.

BRAHMAYYA & CO. Chartered Accountants BENGALURU

(xxi) The reporting under clause 3(xxi) is not applicable in respect of audit of financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For Brahmayya & Co.,
Chartered Accountants
ICAI Firm Registration No: 000515S

G. Srinivas
Partner
Membership No: 086761
UDIN No. 22086761AILZCE2203

Place: Bengaluru
Date: April 23, 2022

BRAHMAYYA & CO. Chartered Accountants BENGALURU

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of IIFL Samasta Finance Limited ("the Company") as of March 31, 2022 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Managements Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

BRAHMAYYA & CO. Chartered Accountants BENGALURU

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial Control system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the internal control over financial reporting criteria established by the Institute of Chartered Accountants of India.

For Brahmayya & Co.,
Chartered Accountants
ICAI Firm Registration No: 000515S

G. Srinivas
Partner
Membership No: 086761
UDIN No. 22086761AILZCE2203

Place: Bengaluru
Date: April 23, 2022

BRAHMAYYA & CO. Chartered Accountants BENGALURU

IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance Limited)
CIN: U65191KA1995PLC057884
Registered Office: 110/3, Lal Bagh Main Road, Krishnappa Layout, Bengaluru, Karnataka- 560027

BALANCE SHEET AS AT MARCH 31, 2022

(Amount in ₹)

Particulars	Note No.	As at March 31, 2022	As at March 31, 2021
ASSETS			
1 Financial Assets			
(a) Cash and cash equivalents	3	4,55,08,08,859	1,78,70,10,465
(b) Bank Balance other than (a) above	3	2,55,56,28,994	1,54,44,11,947
(c) Derivative financial instruments	4	9,86,93,322	8,69,85,006
(d) Receivables			
(i)Trade Receivables	5	8,48,45,567	3,05,99,607
(ii) Other Receivables			-
(e) Loans	6	55,18,62,67,844	39,63,02,60,944
(f) Investments	7	5,00,000	5,00,000
(g) Other Financial assets	8	51,96,30,247	50,77,89,958
2 Non-Financial Assets			
(a) Other non-financial assets	9	14,10,58,538	1,18,40,015
(b) Current tax assets (Net)	10	1,63,74,019	1,61,26,237
(c) Deferred tax Assets (Net)	11	63,12,41,303	34,61,18,403
(d) Investment Property	12	5,04,836	5,31,516
(e) Property, Plant and Equipment	13	9,12,37,772	6,26,47,738
(f) Right to Use	13	6,73,77,250	5,62,88,979
(g) Other Intangible assets	14	1,32,391	10,37,287
Total Assets		**63,94,43,00,942**	**44,08,21,48,102**
LIABILITIES AND EQUITY			
LIABILITIES			
1 Financial Liabilities			
(a) Derivative financial instruments	4	9,86,93,322	8,69,85,006
(b) Payables			
(I)Trade Payables			
(i) total outstanding dues of micro enterprises and small enterprises		-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	15	8,06,03,416	8,60,14,864
(II) Other Payables			
(i) total outstanding dues of micro enterprises and small enterprises			-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises			-
(c) Debt Securities	16	5,14,80,83,770	8,82,92,74,954
(d) Borrowings (Other than Debt Securities)	17	46,03,36,59,529	25,54,11,18,371
(e) Subordinated Liabilities	18	1,40,72,04,341	1,27,85,62,710
(f) Lease Liability	19	7,41,82,995	6,17,65,249
(g) Other financial liabilities	20	91,35,84,192	1,59,95,59,729
2 Non-Financial Liabilities			
(a) Current tax liabilities (Net)	21	5,51,16,012	1,15,81,955
(b) Provisions	22	8,45,85,688	5,43,36,393
(c) Other non-financial liabilities	23	5,57,55,501	3,78,79,578
3 Equity			
(a) Equity Share capital	24	4,98,22,31,900	3,20,81,33,360
(b) Other Equity	25	5,01,06,00,276	3,28,69,35,933
Total Liabilities and Equity		**63,94,43,00,942**	**44,08,21,48,102**

Accompanying notes are an integral part of these financial statements.

As per our attached report of even date
For Brahmayya & Co.,
Chartered Accountants
Firm No. 000515S

G.Srinivas
Partner
M. No. 086761

Place: Bengaluru
Date: 23-04-2022

For and on behalf of the Board of Directors
of IIFL Samasta Finance Limited

N. Venkatesh
Managing Director
DIN : 01018821

D. Shivaprakash
Whole-Time Director
DIN : 02216802

Anantha Kumar T
Chief Financial Officer

Manoranjan Biswal
Company Secretary

Place: Bengaluru
Date: 23-04-2022

BRAHMAYYA & CO. Chartered Accountants BENGALURU

IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance Limited) Bangalore

IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance Limited)
CIN: U65191KA1995PLC057884
Registered Office: 110/3, Lal Bagh Main Road, Krishnappa Layout, Bengaluru, Karnataka- 560027

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2022

(Amount in Rs ₹)

Particulars	Note No.	Year Ended March 31, 2022	Year Ended March 31, 2021
Revenue from operations			
Interest Income	26	9,84,23,24,692	6,88,59,23,563
Fees and commission Income	27	26,09,04,540	10,28,64,271
Net gain on derecognition of financial instruments under amortised cost category	28	2,46,39,020	7,23,314
Total Revenue from operations		**10,12,78,68,252**	**6,98,95,11,148**
Other Income	29	**7,14,07,505**	**3,25,10,402**
Total Income		**10,19,92,75,757**	**7,02,20,21,550**
Finance Costs	30	3,95,10,25,187	2,54,56,40,521
Net loss on derecognition of financial instruments under amortised cost category	31	1,38,57,70,281	55,29,51,309
Impairment on financial instruments	32	98,72,54,224	85,29,14,313
Employee Benefits Expenses	33	2,36,65,02,967	1,57,53,54,868
Depreciation, amortization and impairment	13, 14	7,86,01,904	6,32,23,192
Others expenses	34	84,06,71,298	61,04,01,795
Total Expenses		**9,60,98,25,861**	**6,20,04,85,998**
Profit before exceptional items and tax		58,94,49,896	82,15,35,552
Exceptional items		-	-
Profit before tax		58,94,49,896	82,15,35,552
Tax Expense:			
Current Tax	35	36,76,90,322	43,49,98,351
Tax related to Earlier Years	35	(19,47,155)	8,69,253
Deferred Tax	35	(28,23,37,634)	(28,05,63,971)
Total Tax Expense		**8,34,05,533**	**15,53,03,633**
Profit Before impact of rate Change on Opening Deferred Tax		50,60,44,363	66,62,31,919
Impact of Change in the tax rate on Opening deferred tax		-	-
Profit for the period		**50,60,44,363**	**66,62,31,919**
Other Comprehensive Income			
(A) (i) Items that will not be reclassified to profit or loss	35	(1,10,66,704)	(30,86,716)
(ii) Income tax relating to items that will not be reclassified to profit or loss	35	27,85,268	7,76,865
Subtotal (A)	35	(82,81,436)	(23,09,851)
(B) (i) Items that will be reclassified to profit or loss			
(ii) Income tax relating to items that will be reclassified to profit or loss			
Subtotal (B)		-	-
Other Comprehensive Income		(82,81,436)	(23,09,851)
Total Comprehensive Income for the period (Comprising Profit and other Comprehensive Income for the period)		**49,77,62,927**	**66,39,22,068**
Earnings per equity share			
Basic (Rs.)		1.22	2.38
Diluted (Rs.)		1.22	2.38

Accompanying notes are an integral part of these financial statements.
As per our attached report of even date
For Brahmayya & Co.,
Chartered Accountants
Firm No. 000515S

G.Srinivas
Partner
M. No. 086761

Place: Bengaluru
Date: 23-04-2022

For and on behalf of the Board of Directors
of IIFL Samasta Finance Limited

N. Venkatesh
Managing Director
DIN : 01018821

D. Shivaprakash
Whole-Time Director
DIN : 02216802

Anantha Kumar T
Chief Financial Officer

Manoranjan Biswal
Company Secretary

Place: Bengaluru
Date: 23-04-2022

BRAHMAYYA & CO. Chartered Accountants BENGALURU

IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance Limited) Bangalore

IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance Limited)
CIN: U65191KA1995PLC057884
Registered Office: 110/3, Lal Bagh Main Road,Krishnappa Layout, Bengaluru, Karnataka- 560027

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2022

(Amount in ₹)

SR. No.	Particulars	Year Ended March 31, 2022	Year Ended March 31, 2021
1	**Cash flows from operating activities**		
	Net profit before taxation, and extraordinary item	**58,94,49,896**	**82,15,35,552**
	Adjustments for		
	Depreciation	7,86,01,904	6,32,23,192
	Net (gain) / loss on derecognition of financial instruments under amortised cost category	6,73,96,545	12,42,51,401
	Interest income	(10,64,62,829)	(8,23,18,551)
	Short Term Capital Gain	(7,01,55,716)	(3,05,96,802)
	Gratuity and Leave Salary	2,19,67,859	1,49,64,749
	Profit on sale of assets	-	-
	Dividend income	-	-
	Provisions for Standard and Non Performing Assets	98,72,54,224	85,29,14,313
	Bad Debts Written Off	1,31,83,73,735	42,86,99,909
	Operating profit before working capital changes	**2,88,64,25,619**	**2,19,26,73,763**
	Increase in Trade Receivables	(5,42,45,960)	(1,20,60,031)
	(Increase) / Decrease in loans	(17,86,16,34,860)	(18,03,79,92,813)
	(Increase) / Decrease in Other Assets	(25,58,26,924)	2,30,347
	(Increase) / Decrease in Loans & Advances	(5,79,41,216)	35,64,676
	Increase / (Decrease) in Long term Liabilities	(1,23,11,75,700)	1,02,59,89,577
	Increase / (Decrease) in Other liabilities	(3,49,94,378)	(1,50,62,513)
	Increase /(Decrease) in trade payables	(54,11,448)	5,07,07,569
	Changes in Working Capital	**(19,50,12,30,487)**	**(16,98,46,23,188)**
	Cash generated from operations	**(16,61,48,04,868)**	**(14,79,19,49,426)**
	Income taxes paid	(29,00,00,000)	(41,00,00,000)
	Net cash from operating activities	**(16,90,48,04,868)**	**(15,20,19,49,426)**
2	**Cash flows from investing activities**		
	Purchase of fixed assets	(9,37,06,919)	(3,32,37,960)
	Proceeds from sale of equipment	80,909	1,53,974
	Purchase of Investments	(61,17,79,41,103)	(27,84,32,48,279)
	(Increase)/Decrease in Other Deposit	(1,01,12,17,048)	(74,48,03,319)
	Sale of Investments	61,24,80,96,819	27,87,38,45,082
	Interest received	8,42,11,147	9,42,87,789
	Dividends received	-	-
	Net cash from investing activities	**(95,04,76,195)**	**(65,30,02,713)**
3	**Cash flows from financing activities**		
	Proceeds from issuance of share capital	2,99,99,99,955	89,99,99,998
	Proceeds from long-term borrowings	45,50,76,94,067	39,01,24,04,750
	Repayment of long-term borrowings	(27,59,79,38,082)	(24,33,95,78,004)
	Interest paid		
	Dividends paid	-	(16,04,06,670)
	Net cash used in financing activities	**20,90,97,55,940**	**15,41,24,20,074**
4	**Net increase in cash and cash equivalents**	**3,05,44,74,876**	**(44,25,32,064)**
5	**Cash and cash equivalents at beginning of period**	**1,46,64,19,226**	**1,90,89,51,290**
6	**Cash and cash equivalents at end of period**	**4,52,08,94,102**	**1,46,64,19,226**

Accompanying notes are an integral part of these financial statements.
As per our attached report of even date
For Brahmayya & Co.,
Chartered Accountants
Firm No. 000515S

G.Srinivas
Partner
M. No. 086761

Place: Bengaluru
Date: 23-04-2022

For and on behalf of the Board of Directors
of IIFL Samasta Finance Limited

N. Venkatesh
Managing Director
DIN : 01018821

D. Shivaprakash
Whole-Time Director
DIN : 02216802

Anantha K
Chief Financial Officer

Manoranjan Biswal
Company Secretary

Place: Bengaluru
Date: 23-04-2022

BRAHMAYYA & CO. Chartered Accountants BENGALURU

IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance Limited) Bangalore

IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance Limited)
Notes forming part of Financial Statements for the year ended March 31, 2022

Note 1. Corporate Information:

IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance Limited) has its registered office at Bangalore, India and was Incorporated under the Provisions of Companies Act,1956. The company has obtained certificate of registration from RBI dated 05-09-2013. The Company is categorised as systematically important Non Banking Finance (non - deposit accepting or holding) Company - Micro Finance Institution (NBFC MFI) under the provisions of RBI Act 1934. The Company is engaged in providing micro finance services to women who are enrolled as members and organized as Joint Liability Group ('JLG'), Small business loans and loans against property. The Company is a subsidiary of IIFL Finance Limited.

Note 2. Significant Accounting Policies And Key Accounting Estimates And Judgements

a) Basis of Preparation of financial statements:

The financial statements, together with the comparative period date as at and for the year ended March 31, 2022, comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015], as amended and other relevant provisions of the Act.
The Company has followed statutory requirements, circulars and guidelines issued by the Reserve Bank of India (RBI) for Non-Banking Financial Companies (NBFC), time to time.

b) Historical cost convention:

The financial statements have been prepared on a historical cost basis, except for the following:
1) certain financial assets and liabilities (including derivative instruments) are measured at fair value as stated in notes;
2) defined benefit plans – plan assets measured at fair value.

c) Use of estimates and Critical Estimates and judgements

The preparation of financial statements requires management to make certain estimates and assumptions that affect the amounts reported in the financial statements and notes thereto. The management believes that these estimates and assumptions are reasonable and prudent. However, actual results could differ from these estimates. Any revision to accounting estimates is recognized prospectively in the current and future period.

This note provides an overview of the areas that involved a higher degree of judgment or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgments is included in the relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

The areas involving critical estimates are:
i) Determining inputs into the ECL measurement model - (Refer Note g)
ii) Estimation of defined benefit obligation - (Refer Note r (II))
The areas involving critical judgements are:
i) Classification of financial assets : Assessment of the business model within which the assets are held and assessment of whether the contractual terms of the financial asset are Solely Payment of Principal and Interest (SPPI) on the principal amount outstanding.

ii) Derecognition of financial assets and securitization.
iii) Categorisation of loan portfolios

BRAHMAYYA & CO. Chartered Accountants BENGALURU

IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance Limited) Bangalore

d) Business Combinations

Business combinations are accounted for using the acquisition method. At the acquisition date, identifiable assets acquired and liabilities assumed are measured at fair value. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition date fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable. The consideration transferred is measured at fair value at acquisition date and includes the fair value of any contingent consideration. However, deferred tax asset or liability and any liability or asset relating to employee benefit arrangements arising from a business combination are measured and recognized in accordance with the requirements of Ind AS 12, Income Taxes and Ind AS 19, Employee Benefits respectively.

Where the consideration transferred exceeds the fair value of the net identifiable assets acquired and liabilities assumed, the excess is recorded as goodwill. Alternatively, in case of a bargain purchase wherein the consideration transferred is lower than the fair value of the net identifiable assets acquired and liabilities assumed, the difference is recorded as a gain in other comprehensive income and accumulated in equity as capital reserve. The costs of acquisition excluding those relating to issue of equity or debt securities are charged to the Statement of Profit and Loss in the period in which they are incurred.

In case of business combinations involving entities under common control, the above policy does not apply. Business combinations involving entities under common control are accounted for using the pooling of interests method. The net assets of the transferor entity or business are accounted at their carrying amounts on the date of the acquisition subject to necessary adjustments required to harmonise accounting policies. Any excess or shortfall of the consideration paid over the share capital of transferor entity or business is recognised as capital reserve under equity.

e) Non Financial Assets:

Measurement

i) Property, Plant and Equipment

PPE (Property Plant and Equipment) is recognised when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. PPE is stated at original cost net of tax, if any, less accumulated depreciation. Cost includes professional fees related to the acquisition of PPE and for qualifying assets, borrowing costs capitalised in accordance with the Company's accounting policy, less GST to the extent credit of tax is availed. Following initial recognition, items of property, plant and equipment are carried at its cost less accumulated depreciation and accumulated impairment losses.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All repairs and maintenance are charged to the Statement of Profit and Loss during the reporting period in which they are incurred.

ii) Intangible Asset

Intangible assets acquired separately are measured on initial recognition at cost. Intangible assets arising on acquisition of business are measured at fair value as at date of acquisition. Following initial recognition, intangible assets with finite useful life are carried at cost less accumulated amortization and accumulated impairment loss, if any.

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iii) Investment Property

Investment Property are measured on initial recognition at cost. Transaction costs are included in the initial measurement. The cost of a purchased investment property comprises its purchase price and any directly attributable expenditure. Directly attributable expenditure includes, for example, professional fees for legal services, property transfer taxes and other transaction costs. Following initial recognition, an entity shall measure all of its investment properties in accordance with Ind AS 40's requirements for cost model.

Depreciation/ Amortisation

Depreciation on each item of PPE and Investment Property is provided using the Straight-Line Method based on the useful lives of the assets as estimated by the management and is charged to the Statement of Profit and Loss. The estimate of the useful life of the assets has been assessed based on the nature of the asset, the usage of the asset, expected physical wear and tear, the operating conditions of the asset, anticipated technological changes, manufacturers warranties and maintenance support, etc. Freehold land is not depreciated.

Intangible Assets with finite lives are amortized on a Straight Line basis over the estimated useful economic life and is recognized in the Statement of Profit and Loss.

Individual assets costing up to Rs.5,000 has been depreciated in full in the year of purchase.

No depreciation is charged from the month in which assets are sold. Depreciation/ Amortisation on PPE, Investment Property and Intangible Assets added or disposed off during the year is calculated on pro-rata basis with reference to the date of addition or deletion.

Estimated useful life of the assets is as under:

Class of assets	Useful life in years
Buildings *	20
Furniture and fixtures *	5
Office equipment *	5
Electrical Equipment *	5
Vehicles *	5
Computers *	3
Software *	3

* For these class of assets, based on internal assessment and independent technical evaluation carried out by external valuers the management believes that the useful lives as given above best represent the period over which management expects to use these assets. Hence the useful lives for these assets is different from the useful lives as prescribed under Part C of Schedule II of the Companies Act 2013.

Derecognition

The carrying amount of an item of PPE, Investment Property and Intangible Asset is derecognized (eliminated from the balance sheet) on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the de-recognition of an item of property, plant and equipment is measured as the difference between the net disposal proceeds and the carrying amount of the item and is recognized in the Statement of Profit and Loss when the item is derecognized.

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f) Impairment of Non Financial Assets

Assets that have an indefinite useful life, for example goodwill, are not subject to amortization and are tested for impairment annually and whenever there is an indication that the asset may be impaired. Assets that are subject to depreciation and amortization are reviewed for impairment, whenever events or changes in circumstances indicate that carrying amount may not be recoverable. Such circumstances include, though are not limited to, significant or sustained decline in revenues or earnings and material adverse changes in the economic environment.

An impairment loss is recognized whenever the carrying amount of an asset or its Cash Generating Unit (CGU) exceeds its recoverable amount. The recoverable amount of an asset is the greater of its fair value less cost to sell and value in use. To calculate value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market rates and the risk specific to the asset. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the CGU to which the asset belongs. Fair value less cost to sell is the best estimate of the amount obtainable from the sale of an asset in an arm's length transaction between knowledgeable, willing parties, less the cost of disposal. Impairment losses, if any, are recognized in the Statement of Profit and Loss and included in depreciation and amortization expenses.

Impairment losses are reversed in the Statement of Profit and Loss only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had previously been recognized.

g) Financial Instruments:

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

i) Financial Assets

Business Model Assessment

The Company makes an assessment of the objective of a business model in which an asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management.

Assessment of whether contractual cash flows are solely payments of principal and interest

For the purpose of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs, as well as profit margin.

In assessing whether the contractual cash flows are SPPI, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition.

Reclassifications

Financial assets are not reclassified subsequent to their initial recognition, except in the period after the Company changes its business model for managing financial assets.

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Initial recognition and measurement:

The company recognizes a financial asset in its Balance Sheet when it becomes party to the contractual provisions of the instrument.
All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at Fair Value Through Profit or Loss (FVTPL), transaction costs that are attributable to the acquisition of the financial asset.

However, trade receivables that do not contain a significant financing component are measured at transaction price.

Subsequent measurement:

For subsequent measurement, the company classifies a financial asset in accordance with the below criteria:
i. The company's business model for managing the financial asset and
ii. The contractual cash flow characteristics of the financial asset.
Based on the above criteria, the company classifies its financial assets into the following categories:

i. Financial assets measured at amortized cost
ii. Financial assets measured at Fair Value Through Other Comprehensive Income (FVTOCI)
iii. Financial assets measured at Fair Value Through Profit or Loss (FVTPL)

i. Financial assets measured at amortized cost
A financial asset is measured at the amortized cost if both the following conditions are met:
a) The company's business model objective for managing the financial asset is to hold financial assets in order to collect contractual cash flows, and
b) The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.
This category applies to cash and bank balances, trade receivables, loans, investments and other financial assets of the company. Such financial assets are subsequently measured at amortized cost using the effective interest method.

ii. Financial assets measured at FVTOCI
A financial asset is measured at FVTOCI if both of the following conditions are met:
a) The company's business model objective for managing the financial asset is achieved both by collecting contractual cash flows and selling the financial assets, and
b) The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.
For the above category, income by way of interest and dividend, provision for impairment are recognized in profit or loss and changes in fair value (other than on account of above income or expense) are recognized in other comprehensive income and accumulated in other equity.
On disposal of debt instruments at FVOCI, the cumulative gain or loss previously accumulated in other equity is reclassified to Statement of Profit and Loss.

iii. Financial assets measured at FVTPL

A financial asset is measured at FVTPL unless it is measured at amortized cost or at FVTOCI as explained above. This is a residual category applied to all other investments of the company excluding investments in subsidiaries and associate. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the Statement of Profit and Loss.

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Derecognition:

A financial asset (or, where applicable, a part of a financial asset or part of a company of similar financial assets) is derecognized (i.e. removed from the company's Balance Sheet) when any of the following occurs:

i. The contractual rights to cash flows from the financial asset expires;

ii. The company transfers its contractual rights to receive cash flows of the financial asset and has substantially transferred all the risks and rewards of ownership of the financial asset;

iii. The company retains the contractual rights to receive cash flows but assumes a contractual obligation to pay the cash flows without material delay to one or more recipients under a 'pass-through' arrangement (thereby substantially transferring all the risks and rewards of ownership of the financial asset);

iv. The company neither transfers nor retains, substantially all risk and rewards of ownership, and does not retain control over the financial asset.

In cases where company has neither transferred nor retained substantially all of the risks and rewards of the financial asset, but retains control of the financial asset, the company continues to recognize such financial asset to the extent of its continuing involvement in the financial asset. In that case, the company also recognizes an associated liability. The financial asset and the associated liability are measured on a basis that reflects the rights and obligations that the company has retained.

On Derecognition of a financial asset, (except as mentioned in ii above for financial assets measured at FVTOCI), the difference between the carrying amount and the consideration received is recognized in the Statement of Profit and Loss.

Impairment of financial assets:

The Company recognizes loss allowance for Expected Credit Loss "ECL" on the following financials instruments that are not measured at FVTPL :

i) Loans

ii) Trade Receivables

Loans

The Company measures loss allowances at an amount equal to lifetime ECL, except for financial instruments whose credit risk has not increased significantly since initial recognition, for which a 12-month ECL is computed.

Life-time ECL is based on the result from all possible default events over the expected life of the financial instrument.

12-month ECL is based on the result from default events on a financial instrument that are possible within the 12 months after the reporting date.

The assessment of whether lifetime ECL should be recognised is based on significant increases in the likelihood or risk of a default occurring since initial recognition. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

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The company categorises loan assets into stages based on the Days Past Due status:

Stage	Past Due	ECL	Regulatory Standards
Stage 1	30 days past due	12 Month ECL	Equivalent to standard assets as per RBI
Stage 2	31-90 Days Past Due	Life time ECL	
Stage 3	More than 90 Days Past Due	Life time ECL	Equivalent to NPA assets as per RBI

Measurement of ECL

ECL are a probability-weighted estimate of credit losses. They are measured as follows :

Financial assets that are not credit-impaired at the reporting date: As the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Company in accordance with the contract and the cash flows that the Company expects to receive);

Financial assets that are credit-impaired at the reporting date: As the difference between the gross carrying amount and the present value of estimated future cash flows.

Trade Receivables

For trade receivables, the Company applies the simplified approach which requires life-time ECL to be recognised from initial recognition of the receivables.

Presentation of allowance for ECL in the statement of financial position

Loss allowances for ECL are presented in the statement of financial position for financial assets measured at amortised cost as a deduction from the gross carrying amount of the assets.

Write off

Loans are written off when there is no reasonable expectation of recovering in its entirety or a portion thereof. This is generally the case when the Company determines that the borrower does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. This assessment is carried out at the individual asset level.

Financial assets that are written off could still be subject to recovery activities in order to comply with the Company's procedures for recovery of amounts due.

ii) Financial Liabilities

Initial recognition and measurement:

The company recognizes a financial liability in its Balance Sheet when it becomes party to the contractual provisions of the instrument. Having regards to the terms and structure of issuance, Financial Liabilities are categorized as follows (i) recognized at amortised costs (ii) recognized at fair value through profit and loss (FVTPL) (iii) where there is an embedded derivative as part of the financial liability, such embedded derivative is separated and recorded at fair value and the remaining component is categorized as on amortised costs.

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Subsequent measurement:
(i) All financial liabilities of the company categorized as at amortized cost are subsequently measured using the effective interest method.
(ii) All financial liabilities of the company categorized at fair value are subsequently measured at fair value through profit and loss statement.
(iii) For derivatives embedded in the liability, the embedded derivative is subsequently measured at fair value through profit and loss and the liability is subsequently measured at amortised cost using the effective interest method.

Derecognition: A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

h) Derivative Financial Instruments
Derivatives Financial Contracts are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period.

i) Offsetting Financial Instruments
Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

j) Fair Value
The company measures financial instruments at fair value in accordance with the accounting policies mentioned above. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

i. In the principal market for the asset or liability, or
ii. In the absence of a principal market, in the most advantages market for the asset or liability.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows, the inputs to valuation techniques used to measure value. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1 inputs) and the lowest priority to unobservable inputs (Level 3 inputs).

Level 1 — quoted (unadjusted) market prices in active markets for identical assets or liabilities
Level 2 — inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly
Level 3 —inputs that are unobservable for the asset or liability
For assets and liabilities that are recognized in the financial statements at fair value on a recurring basis, the company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization at the end of each reporting period and discloses the same.

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k) Functional Currency

i) Functional and presentation currencies:

Items included in the financial statements are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). i.e. in Indian rupees (INR) and all values are rounded off to nearest Rupees except where otherwise indicated.

ii) Transactions and balances

a. Foreign currency transactions are translated into functional currency using exchange rates at the date of transaction.

b. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in the Statement of Profit and Loss.

l) Securitization transaction

In accordance with Ind AS 109, in case of securitisation where the risks and rewards are not transferred completely, the assets are not derecognised and the liability to Special Purpose Vehicle (SPV) is shown under borrowings. The gain arising on securitisation is amortised over the life of the securities issued by SPV . Loss, if any, is recognised upfront in the Statement of Profit and Loss for all types of Securitisation Transactions.

m) Assignment transaction

In accordance with Ind AS 109, in case of assignment with complete transfer of risks and rewards without any retention of residual interest, gain arising on the assignment is recorded upfront in the Statement of Profit and Loss and the loan is derecognised from the Statement of Assets and Liabilities immediately on sale of the loan. However, in cases where the risks and rewards are not transferred completely, then the gain arising on the assignment is amortised over the remaining life of the loan. Loss, if any, is recognised upfront in the Statement of Profit and Loss for all types of Assignment Transactions.

n) Revenue Recognition

i) Income from financing activity:

Interest income is recognized using the Effective Interest Rate (EIR) method for all financial assets measured at amortised cost. The EIR is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset, to its gross carrying amount. The calculation of the effective interest rate includes transaction costs and transaction income that are directly attributable to the acquisition of a financial asset.

For financial assets that are not Purchases Originally Credit Impaired "POCI" but have subsequently became credit-impaired (or 'stage-3'), for which interest revenue is calculated by applying the effective interest rate to their amortised cost (i.e. net of the expected credit loss provision).

ii) Other revenue from operation:

Fee and commission income that are not integral part of the effective interest rate on the financial asset are recognized as the performance obligation is are performed. There is no significant financing component in the consideration.

iii) Other Income:

Dividend income is recognized when the right to receive income is established.

All other income is recognized on an accrual basis, when there is no uncertainty in the ultimate realization / collection.

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o) Taxes on Income

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by the changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses. The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred tax provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

A deferred tax asset is recognised for unclaimed tax credits that are carried forward as deferred tax assets.

Presentation of current and deferred tax:

Current and deferred tax are recognized as income or an expense in the Statement of Profit and Loss, except when they relate to items that are recognized in Other Comprehensive Income, in which case, the current and deferred tax income/expense are recognized in Other Comprehensive Income.

The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. In case of deferred tax assets and deferred tax liabilities, the same are offset if the company has a legally enforceable right to set off corresponding current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority on the company.

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p) Provisions and Contingencies

The company recognizes provisions when a present obligation (legal or constructive) as a result of a past event exists and it is probable that an outflow of resources embodying economic benefits will be required to settle such obligation and the amount of such obligation can be reliably estimated.

If the effect of time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

q) Cash and Cash Equivalents

Cash and cash equivalents for the purpose of Cash Flow Statement comprise cash and cheques in hand, bank balances, demand deposits with banks where the original maturity is three months or less and other short term highly liquid investments.

r) Employee Benefits

I. Defined contribution plans:

Defined contribution plans are post-employment benefit plans (such as Provident Fund) under which the company pays fixed contributions into benefit schemes and will have no legal or constructive obligation to pay further contributions. The company's contributions to defined contribution plans are recognised in the Statement of Profit and Loss in the financial year to which they relate.

II. Defined benefit plans:

Gratuity is post employment benefit and is in the nature of Defined Benefit Plan. The present value of the obligations under defined benefit plans is determined based on actuarial valuation using the Projected Unit Credit Method.

The obligation is measured at the present value of the estimated future cash flows using a discount rate based on the market yield on government securities of a maturity period equivalent to the weighted average maturity profile of the defined benefit obligations at the Balance Sheet date.

Re-measurement, comprising actuarial gains and losses, the return on plan assets (excluding amounts included in net interest on the net defined benefit liability or asset) and any change in the effect of asset ceiling (if applicable) is recognized in other comprehensive income and is reflected in retained earnings and the same is not eligible to be reclassified to profit or loss.

Defined benefit costs comprising current service cost, past service cost and gains or losses on settlements are recognised in the Statement of Profit and Loss as employee benefits expense. Interest cost implicit in defined benefit employee cost is recognised in the Statement of Profit and Loss under finance cost. Gains or losses on settlement of any defined benefit plan are recognised when the settlement occurs. Past service cost is recognised as expense at the earlier of the plan amendment or curtailment and when the company recognises related restructuring costs or termination benefits. In case of funded plans, the fair value of the plan assets is reduced from the gross obligation under the defined benefit plans to recognise the obligation on a net basis.

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The liabilities for earned leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of the expected future payments to be made in respect of services provided by employee up to the end of reporting period using the projected unit credit method and is recognized in a similar manner as in the case of defined benefit plans. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Re-measurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the Statement of Profit and Loss.

Long term employee benefit costs comprising current service cost and gains or losses on curtailments and settlements, re-measurements including actuarial gains and losses are recognised in the Statement of Profit and Loss as employee benefit expenses. Interest cost implicit in long term employee benefit cost is recognised in the Statement of Profit and Loss under finance cost.

s) Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM) of the company. The CODM is responsible for allocating resources and assessing performance of the operating segments of the company. Revenue, expenses, assets and liabilities which relate to the company as a whole and are not allocable to segments on reasonable basis have been included under 'unallocated revenue / expenses / assets / liabilities'. The Company operates in a single business segment i.e. lending to members, having similar risk and returns for the purpose of IND AS 108 on 'Operating Segments'. The Company operates in a single geographical segment i.e. domestic.

t) Leases

The Company's lease asset classes primarily consist of leases for buildings. The Company, at the inception of a contract, assesses whether the contract is a lease or not lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a time in exchange for a consideration. This policy has been applied to contracts existing and entered into on or after April 1, 2019.

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the Company's incremental borrowing rate. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in the Statement of Profit and Loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less. The Company recognises the lease payments associated with these leases as an expense over the lease term.

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Notes forming part of Financial Statements for the year ended March 31, 2022

Note 3. Cash and Cash Equivalents **(Amount in ₹)**

Particulars	As at March 31, 2022	As at March 31, 2021
Cash and Cash Equivalents		
Cash on hand	62,30,899	1,75,11,463
Balance with Banks	2,64,53,62,100	1,43,54,64,342
In Fixed Deposit Accounts (Less than three months)	1,89,92,15,860	33,40,34,661
Cash and Cash Equivalents	**4,55,08,08,859**	**1,78,70,10,465**

Out of the Fixed Deposits shown above:

Particulars	As at March 31, 2022	As at March 31, 2021
Lien Marked *	74,78,49,351	30,90,34,661
Other deposits	1,15,13,66,509	2,50,00,000
Total	**1,89,92,15,860**	**33,40,34,661**

*Deposits have been placed with certain banks as cash collateral against term loans and working capital.

Particulars	As at March 31, 2022	As at March 31, 2021
Other Bank Balances		
In Fixed Deposit Account (Maturity more than 3 months to 12 months)	1,23,65,30,101	60,36,36,953
In Fixed Deposit account (Maturity more than 12 months)	1,31,90,98,894	94,07,74,994
Total	**2,55,56,28,994**	**1,54,44,11,947**

Out of the Fixed Deposits shown above:

Particulars	As at March 31, 2022	As at March 31, 2021
Lien Marked *	2,55,56,28,994	1,54,44,11,947
Other deposits	-	-
Total	**2,55,56,28,994**	**1,54,44,11,947**

*Deposits have been placed with certain banks as cash collateral against term loans and working capital.

Particulars	As at March 31, 2022	As at March 31, 2021
Cash and Cash Equivalents (As per Ind AS 7 Cash flow statement)		
Cash on hand	62,30,899	1,75,11,463
Balance with Banks	2,64,53,62,100	1,43,54,64,342
-In current accounts		
In Fixed Deposit Accounts (Less than three months)	1,89,92,15,860	33,40,34,661
	4,55,08,08,859	1,78,70,10,465
Less: Cash Credit / Overdraft facilities (Refer Note no 18)	2,99,14,757	32,05,91,239
Cash and cash equivalents (As per Ind AS-7 Cash flow statement) (A)	**4,52,08,94,102**	**1,46,64,19,226**

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Note 4. Derivative Financial Instruments

(Amount in ₹)

Particulars	As at March 31, 2022			As at March 31, 2021		
	Nominal Amount	Fair Value - Assets	Fair Value - Liabilities	Nominal Amount	Fair Value - Assets	Fair Value - Liabilities
Interest Rate Derivatives						
Options Purchased *	4,31,60,885	9,86,93,322	9,86,93,322	5,56,20,000	8,69,85,006	8,69,85,006
Total	**4,31,60,885**	**9,86,93,322**	**9,86,93,322**	**5,56,20,000**	**8,69,85,006**	**8,69,85,006**

* Options invested are tied up to Secured Non Convertible Debentures of NIL - P.Y. (₹ 1,81,31,010/-) and Unsecured Non Convertible Debentures of ₹ 9,86,93,322/- P.Y. (₹ 6,88,53,996 /-) made as per the terms of issue and on maturity will be transferred to the investors of the NCD.

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Note 5. Receivables

(Amount in ₹)

Receivables	As at March 31, 2022	As at March 31, 2021
Trade Receivables		
Receivables considered good - Unsecured	8,48,45,567	3,05,99,607
Total - Gross	8,48,45,567	3,05,99,607
Less: Impairment loss allowance	-	-
Total - Net	**8,48,45,567**	**3,05,99,607**

The Company follows simplified method of estimation of expected credit loss and hence information required under Part (C) (i) is not furnished.

5.1 Trade Receivables ageing schedule as on March 31, 2022

Particulars	Outstanding for following periods from due date of payment						
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed trade receivables – considered good	2,05,67,053	6,42,78,514	-	-	-	-	8,48,45,567
Undisputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed trade receivables – credit impaired	-	-	-	-	-	-	-
Disputed trade receivables – considered good	-	-	-	-	-	-	-
Disputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed trade receivables – credit impaired	-	-	-	-	-	-	-
Total	2,05,67,053	6,42,78,514	-	-	-	-	8,48,45,567

5.2 Trade Receivables ageing schedule as on March 31, 2021

Particulars	Outstanding for following periods from due date of payment						
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed trade receivables – considered good	1,20,77,074	1,85,22,533	-	-	-	-	3,05,99,607
Undisputed trade receivables – which have significant increase in credit risk	-		-	-	-	-	-
Undisputed trade receivables – credit impaired	-		-	-	-	-	-
Disputed trade receivables – considered good	-		-	-	-	-	-
Disputed trade receivables – which have significant increase in credit risk	-		-	-	-	-	-
Disputed trade receivables – credit impaired	-		-	-	-	-	-
Total	1,20,77,074	1,85,22,533	-	-	-	-	3,05,99,607

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Note 6. Loans **(Amount in ₹)**

Particulars	As at March 31, 2022		As at March 31, 2021	
	Amortised cost	Total	Amortised cost	Total
Loans				
(A)				
Term Loans	57,72,72,00,636	57,72,72,00,636	41,16,77,69,466	41,16,77,69,466
Inter Corporate Deposit to Holding Company	-	-	-	-
Unamortized Processing Fee	(48,04,81,142)	(48,04,81,142)	(33,18,02,606)	(33,18,02,606)
Advance from Customers	-	-	-	-
Accrued Interest but not due	48,75,09,843	48,75,09,843	34,87,33,521	34,87,33,521
Total (A) -Gross	57,73,42,29,337	57,73,42,29,337	41,18,47,00,381	41,18,47,00,381
Less: Impairment loss allowance (including ECL on Stage 3 of Rs. 1,30,12,60,240/- P.Y. (Rs.74,78,19,368/-)	(2,54,79,61,492)	(2,54,79,61,492)	(1,55,44,39,437)	(1,55,44,39,437)
Total (A) - Net	**55,18,62,67,844**	**55,18,62,67,844**	**39,63,02,60,944**	**39,63,02,60,944**
(B)				
(i) Secured by tangible assets	65,66,64,987	65,66,64,987	58,03,11,238	58,03,11,238
Less: Impairment loss allowance (including ECL on Stage 3 of Rs.1,43,06,074/- P.Y.(Rs.26,01,963/-)	(2,58,52,110)	(2,58,52,110)	(1,19,14,961)	(1,19,14,961)
Total (i)	**63,08,12,877**	**63,08,12,877**	**56,83,96,277**	**56,83,96,277**
(ii) Unsecured	57,07,75,64,350	57,07,75,64,350	40,60,43,89,142	40,60,43,89,142
Less: Impairment loss allowance (including ECL on Stage 3 of Rs. 1,28,69,54,166/- P.Y. (Rs.74,52,17,405/-)	(2,52,21,09,383)	(2,52,21,09,383)	(1,54,25,24,476)	(1,54,25,24,476)
Total (ii)	**54,55,54,54,968**	**54,55,54,54,968**	**39,06,18,64,666**	**39,06,18,64,666**
Total (B)-Net	**55,18,62,67,844**	**55,18,62,67,844**	**39,63,02,60,944**	**39,63,02,60,944**
(C)				
(I) Loans in India				
(i) Public Sector	-	-	-	-
(ii) Others				
Joint Liability Group	53,74,29,82,555	53,74,29,82,555	37,65,35,06,353	37,65,35,06,353
Small Business Loans	3,33,45,81,795	3,33,45,81,795	2,95,08,82,789	2,95,08,82,789
Loan Against Property	65,66,64,987	65,66,64,987	58,03,11,238	58,03,11,238
Inter Corporate Deposit to Holding Company	-	-	-	-
Less: Impairment loss allowance (including ECL on Stage 3 of Rs. 1,30,12,60,240/- P.Y. (Rs.74,78,19,368/-)	(2,54,79,61,492)	(2,54,79,61,492)	(1,55,44,39,437)	(1,55,44,39,437)
Total(C) (I)-Net	**55,18,62,67,844**	**55,18,62,67,844**	**39,63,02,60,944**	**39,63,02,60,944**
(II)Loans outside India	-	-	-	-
Less: Impairment loss allowance	-	-	-	-
Total (C) (II)- Net	-	-	-	-
Total C(I) and C(II)	**55,18,62,67,844**	**55,18,62,67,844**	**39,63,02,60,944**	**39,63,02,60,944**

6.1	Particulars	As at 31 March 2022	As at 31 March 2021
	The loan receivables reflected above excludes microfinance loans assigned to a third party on direct assignment in accordance with RBI Guidelines which qualify for derecognition as per Ind AS 109. The amounts given are net of minimum retention retained in the books:	4,47,58,19,217	6,78,79,56,071

6.2	Particulars	As at 31 March 2022	As at 31 March 2021
	Provisions as per RBI Prudential Norms	(1,25,72,42,004)	(57,63,48,773)
	Provisions as per ECL model under Ind AS 109	(2,54,79,61,492)	(1,55,44,39,437)
	Amount recorded in the books	**(2,54,79,61,492)**	**(1,55,44,39,437)**

6.3 Reconciliation of impairment allowance on Loans*

Particulars	Amount
Impairment allowance as at 1 April 2020	**70,13,75,414**
Add: Impairment allowance provided in statement of Profit & Loss	1,28,17,63,931
Less: Impairment allowance Utilised for writing off Loss assets	(42,86,99,909)
Impairment allowance as at 31 March 2021	**1,55,44,39,437**
Add: Impairment allowance provided in statement of Profit & Loss	2,31,18,95,792
Less: Impairment allowance Utilised for writing off Loss assets	(1,31,83,73,735)
Impairment allowance as at 31 March 2022	**2,54,79,61,493**

* Reconciliation table does not include ECL provision on other receivables (Refer point no.9).

6.4 The Company has not given any loans or advances to directors, promoters, key managerial person and related parties either repayable on demand or without any terms of repayment.

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Note 7. Investments

(Amount in ₹)

Particulars	As at March 31, 2022			As at March 31, 2021		
	At Fair Value through profit or loss	Others *	Total	At Fair Value through profit or loss	Others *	Total
(A)						
Equity instruments	-	-	-	-	-	-
Alpha Microfinance Consultants Private Limited (50,000 Equity Shares of Rs. 10 each)	-	5,00,000	5,00,000	-	5,00,000	5,00,000
Total – Gross (A)	**-**	**5,00,000**	**5,00,000**	**-**	**5,00,000**	**5,00,000**
i) Investments outside India		-	-	-	-	-
ii) Investments in India	-	5,00,000	5,00,000	-	5,00,000	5,00,000
Unquoted equity instruments in India		5,00,000	5,00,000		5,00,000	5,00,000
Quoted equity instruments in India		-	-		-	-
Total (B)	-	5,00,000	5,00,000	-	5,00,000	5,00,000
Less: Allowance for Impairment Loss (C)	-	-	-	-	-	-
Total- Net (D) = A-C	**-**	**5,00,000**	**5,00,000**	**-**	**5,00,000**	**5,00,000**

* The Company has carried investment in equity shares at cost.

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Note 8. Other financial assets

(Amount in ₹)

Particulars	As at March 31, 2022		As at March 31, 2021	
Accrued interest on Fixed Deposits		4,57,13,478		2,34,61,796
Staff Advances		16,51,888		9,39,651
Security Deposits		6,35,52,775		4,92,76,326
Interest Strip Asset on Assignment		36,67,15,640		43,41,12,185
Other Receivables	8,81,96,947		5,24,68,312	
Less: Impairment loss allowance towards other Receivable	(4,62,00,480)	4,19,96,467	(5,24,68,312)	-
Total		**51,96,30,247**		**50,77,89,958**

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Note 9. Other Non Financial Assets

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
Prepaid expenses	2,24,23,333	1,11,26,742
Vendor Advances	1,95,73,708	7,13,273
Other Assets	9,90,61,496	-
Total	**14,10,58,538**	**1,18,40,015**

Note 10. Current Tax Assets (net)

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
Advance Tax	34,70,57,740	34,68,09,958
TDS Receivables	4,29,67,238	4,29,67,238
Provision for Taxation	(37,36,50,959)	(37,36,50,959)
Total	**1,63,74,019**	**1,61,26,237**

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Note 11. Deferred Tax Assets (net)

Significant components of deferred tax assets and liabilities for the year ended March 31, 2022 are as follows:

(Amount in ₹)

Particulars	Opening balance	(Charged) / Recognised in Profit or Loss	Effect of the Tax Rate	Deferred Tax Taken to Balance Sheet	(Charged) / Recognised in OCI	Closing balance
Deferred Tax Assets:						
Provisions, allowances for doubtful receivables	37,84,63,498	25,14,97,514	-	-	-	62,99,61,013
Compensated absences and retirement benefits	1,36,75,383	48,27,875	-	-	27,85,268	2,12,88,526
Unamortized Processing Fees Income	8,38,37,589	3,70,89,904	-	-		12,09,27,493
Lease Liability	13,78,268	3,34,602	-		-	17,12,870
Total Deferred Tax Assets	**47,73,54,738**	**29,37,49,895**	-	-	**27,85,268**	**77,38,89,902**
Deferred Tax Liabilities:				-		
Property, plant and equipment	1,51,92,632	40,05,488	-	-	-	1,91,98,120
Prepaid expenses claimed	(2,83,38,037)	(3,73,28,337)	-	-	-	(6,56,66,373)
Unamortized Processing Fees Expense	(86,93,764)	50,89,754	-	-	-	(36,04,010)
Interest Strip Assets	(10,92,57,355)	1,69,62,363	-	-	-	(9,22,94,992)
Income on Security Deposit	(1,39,813)	(1,41,530)	-	-	-	(2,81,343)
Total Deferred Tax Liabilities	**(13,12,36,337)**	**(1,14,12,263)**	-	-	-	**(14,26,48,600)**
Deferred Tax Assets	**34,61,18,402**	**28,23,37,632**	-	-	**27,85,268**	**63,12,41,303**

Significant components of Deferred Tax Assets and Liabilities for the year ended March 31, 2021 are as follows:

(Amount in ₹)

Particulars	Opening balance	(Charged) / Recognised in Profit or Loss	Effect of the Tax Rate	Deferred Tax Taken to Balance Sheet	(Charged) / Recognised in OCI	Closing balance
Deferred Tax Assets:						
Provisions, allowances for doubtful receivables*	16,97,54,792	20,87,08,706	-	-	-	37,84,63,498
Over Due Interest	-		-	-	-	-
Compensated absences and retirement benefits	93,27,713	35,70,806	-	-	7,76,865	1,36,75,383
Unamortized Processing Fees Income	4,69,11,955	3,69,25,634	-	-	-	8,38,37,589
Unrealised profit on investments	-	-	-	-	-	-
Lease Liability	1,17,61,204	(1,03,82,937)	-	-	-	13,78,268
Total Deferred Tax Assets	**23,77,55,664**	**23,88,22,210**	-	-	**7,76,865**	**47,73,54,738**
Deferred Tax Liabilities:						
Property, plant and equipment	(12,03,689)	1,63,96,321	-	-	-	1,51,92,632
Prepaid expenses claimed	(1,52,94,160)	(1,30,43,877)	-	-	-	(2,83,38,037)
Unamortized Processing Fees Expense	(1,58,97,647)	72,03,883	-	-	-	(86,93,764)
Interest Strip Assets	(14,05,28,947)	3,12,71,592	-	-	-	(10,92,57,355)
Income on Security Deposit	(53,655)	(86,158)	-	-	-	(1,39,813)
Total Deferred Tax Liabilities	**(17,29,78,097)**	**4,17,41,761**	-	-	-	**(13,12,36,337)**
Deferred Tax Assets	**6,47,77,566**	**28,05,63,970**	-	-	**7,76,865**	**34,61,18,403**

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Note 12. Investment Property

(Amount in ₹)

Particulars	Land	Building	Total
Cost or Valuation as at April 1, 2021	**1,14,905**	**4,92,545**	**6,07,450**
Additions	-	-	-
Deductions /Adjustments during the year	-	-	-
As at March 31, 2022	**1,14,905**	**4,92,545**	**6,07,450**
Depreciation			
As at April 1, 2021	-	**75,934**	**75,934**
Depreciation For the year	-	26,680	26,680
Deductions/Adjustments during the year	-	-	-
Up to March 31, 2022	-	**1,02,614**	**1,02,614**
Net Block as at March 31, 2022	**1,14,905**	**3,89,931**	**5,04,836**

Particulars	Land	Building	Total
Cost or Valuation as at April 1, 2020	**1,14,905**	**4,92,545**	**6,07,450**
Additions	-	-	-
Deductions /Adjustments during the year	-	-	-
As at March 31, 2021	**1,14,905**	**4,92,545**	**6,07,450**
Depreciation			
As at April 1, 2020	-	**49,255**	**49,255**
Depreciation For the year	-	26,680	26,680
Up to March 31, 2021	-	**75,934**	**75,934**
Net Block as at March 31, 2021	**1,14,905**	**4,16,611**	**5,31,516**

i) There are no direct expenses incurred towards above investment property.
ii) The investment property is given as security against non - convertible debentures.
iii) There are no contractual obligation existed as on 31st March 2022 in connection to purchase, construct or develop investment property.
iv) The title deed of the above property is held in the name of the Company.
v) The Company does not have any Benami Property and no proceedings have been initiated during the year or are pending against the company as at March 31, 2022 for holding any Benami Property under the Benami Transactions (Prohibition) Act, 1988 as amended in 2016 and Rules made thereunder.
vi) The revaluation is based on the valuation by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017.

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Note 13. Property Plant and Equipment

(Amount in ₹)

Particulars	Furniture & Fixture	Office Equipment	Electrical Equipment	Air Conditioner	Computers	Vehicles	Right to Use*	Total
Cost as at April 1, 2021	**5,93,66,589**	**2,96,57,032**	**1,09,48,567**	**29,48,493**	**14,43,30,143**	**56,26,884**	**7,20,25,873**	**32,49,03,582**
Additions	2,23,49,137	85,22,610	41,34,265	7,73,897	5,77,62,045	1,64,965	2,37,22,621	11,74,29,541
Deductions/Adjustments	(1,80,013)	(2,700)	(2,73,833)	-	(27,319)	(15,46,771)	-	(20,30,636)
As at March 31, 2022	**8,15,35,713**	**3,81,76,942**	**1,48,08,999**	**37,22,390**	**20,20,64,869**	**42,45,079**	**9,57,48,495**	**44,03,02,487**
Depreciation								-
As at April 1, 2021	**5,20,43,203**	**1,83,49,836**	**70,32,844**	**11,60,575**	**10,63,38,407**	**53,05,106**	**1,57,36,894**	**20,59,66,864**
Depreciation for the year	2,17,13,164	66,26,227	24,18,765	6,23,564	3,34,02,520	2,51,737	1,26,34,351	7,76,70,328
Deductions/Adjustments	(1,56,579)	(2,700)	(2,34,027)		(9,650)	(15,46,771)	-	(19,49,727)
Up to March 31, 2022	**7,35,99,788**	**2,49,73,363**	**92,17,582**	**17,84,139**	**13,97,31,276**	**40,10,073**	**2,83,71,245**	**28,16,87,465**
Net Block as at March 31, 2022	**79,35,926**	**1,32,03,579**	**55,91,418**	**19,38,251**	**6,23,33,592**	**2,35,006**	**6,73,77,250**	**15,86,15,022**

(Amount in ₹)

Particulars	Furniture & Fixture	Office Equipment	Electrical Equipment	Air Conditioner	Computers	Vehicles	Right to Use*	Total
Cost as at April 1, 2020	**5,50,34,657**	**2,57,04,868**	**94,54,236**	**29,19,548**	**12,20,13,703**	**56,26,884**	**5,22,55,329**	**27,30,09,225**
Additions	47,24,375	40,10,536	18,34,890	28,945	2,26,39,214	-	1,97,70,544	5,30,08,504
Reclassification								-
Deductions/Adjustments	(3,92,443)	(58,371)	(3,40,559)	-	(3,22,774)	-	-	(11,14,146)
As at March 31, 2021	**5,93,66,589**	**2,96,57,032**	**1,09,48,567**	**29,48,493**	**14,43,30,143**	**56,26,884**	**7,20,25,873**	**32,49,03,582**
Depreciation								-
As at April 1, 2020	**4,41,58,842**	**1,33,50,316**	**59,47,471**	**5,92,340**	**7,12,87,940**	**46,32,279**	**59,09,546**	**14,58,78,734**
Depreciation for the year	82,78,548	50,66,931	14,10,120	5,68,235	3,52,24,298	6,72,827	98,27,348	6,10,48,306
Reclassification								-
Deductions /Adjustments	(3,94,188)	(67,411)	(3,24,747)	-	(1,73,830)	-	-	(9,60,175)
								-
Up to March 31, 2021	**5,20,43,203**	**1,83,49,836**	**70,32,844**	**11,60,575**	**10,63,38,407**	**53,05,106**	**1,57,36,894**	**20,59,66,864**
Net Block as at March 31, 2021	**73,23,386**	**1,13,07,197**	**39,15,723**	**17,87,918**	**3,79,91,736**	**3,21,778**	**5,62,88,979**	**11,89,36,718**

* Right to use represent Lease asset

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Note 14. Intangible Assets (Other than internally generated)

(Amount in ₹)

Particulars	**Software**
Cost as at April 1, 2021	**76,22,317**
Additions	
Deductions /Adjustments during the year	-
As at March 31, 2022	**76,22,317**
Depreciation	
As at April 1, 2021	**65,85,030**
Depreciation For the year	9,04,896
Reclassification	-
Deductions/Adjustments during the year	
Up to March 31, 2022	**74,89,926**
Net Block as at March 31, 2022	**1,32,391**
Particulars	**Software**
Cost as at April 1, 2020	**76,22,317**
Additions	-
Deductions /Adjustments during the year	-
As at March 31, 2021	**76,22,317**
Depreciation	
As at April 1, 2020	**44,36,823**
Depreciation For the year	21,48,207
Reclassification	-
Deductions/Adjustments during the year	-
Up to March 31, 2021	**65,85,030**
Net Block as at March 31, 2021	**10,37,287**

14.1 There are no intangible assets under development.

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Note 15. Trade Payables

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
(1) Trade Payables		
-(i)Total outstanding dues of micro enterprises and small enterprises (Refer note 16.1) *	-	-
-(ii)Total outstanding dues of creditors other than micro enterprises and small enterprises	8,06,03,416	8,60,14,864
Total	**8,06,03,416**	**8,60,14,864**

* Dues to micro, small and medium enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. There are no interest due or outstanding on the same.

15.1 Disclosure under The Micro, Small and Medium Enterprises Development Act, 2006

The following disclosure is made as per the requirement under the Micro, Small and Medium Enterprises Development Act, 2016 (MSMED) on the basis of confirmations sought from suppliers on registration with the specified authority under MSMED:

Particulars	As at March 31, 2022	As at March 31, 2021
(a) Principal amount remaining unpaid to any supplier at the year end	-	-
(b) Interest due thereon remaining unpaid to any supplier at the year end	-	-
(c) Amount of interest paid and payments made to the supplier beyond the appointed day during the year	-	-
(d) Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Act	-	-
(e) Amount of interest accrued and remaining unpaid at the year end	-	-
(f) Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Act	-	-

15.2 Trade Payables Ageing Schedule

As at March 31, 2022

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-
(ii) Others	8,06,03,416	-	-	-	8,06,03,416
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total	**8,06,03,416**	**-**	**-**	**-**	**8,06,03,416**

As at March 31, 2021

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-
(ii) Others	8,60,14,864	-	-	-	8,60,14,864
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total	**8,60,14,864**	**-**	**-**	**-**	**8,60,14,864**

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Note 16. Debt Securities

(Amount in ₹)

Particulars	As at March 31, 2022		As at March 31, 2021	
	At Amortised Cost	Total	At Amortised Cost	Total
Secured Non Convertible Debentures	4,68,80,00,000	4,68,80,00,000	7,94,00,00,000	7,94,00,00,000
Less : Derivative Financial Liability	-	-	(1,24,95,000)	(1,24,95,000)
Less : Unamortised Debenture Issue Expenses	(2,58,96,818)	(2,58,96,818)	(5,80,16,078)	(5,80,16,078)
Interest Accrued on Debt Securities	23,38,03,554	23,38,03,554	95,97,86,032	95,97,86,032
Others (Bonds/ Debenture etc.)				
	4,89,59,06,737	4,89,59,06,737	8,82,92,74,954	8,82,92,74,954
Commercial Paper	25,90,00,000	25,90,00,000	-	-
Less : Unexpired Discount on CP	(68,22,967)	(68,22,967)	-	-
	25,21,77,034	25,21,77,034	-	-
Total	**5,14,80,83,770**	**5,14,80,83,770**	**8,82,92,74,954**	**8,82,92,74,954**
Debt Securities in India	5,14,80,83,770	5,14,80,83,770	8,82,92,74,954	8,82,92,74,954
Debt Securities outside India	-	-	-	-
Total	**5,14,80,83,770**	**5,14,80,83,770**	**8,82,92,74,954**	**8,82,92,74,954**

(a) These Non convertible debentures are secured by way of first pari-passu charge on investment property, book debts, loans and advances including receivables other than those specifically charged.

(b) Non Convertible Debentures – Secured includes redeemable Non convertible debenture amounting to Rs NIL - P.Y. (Rs 14,00,00,000/-) which carries call option effective from 13-07-2018.

16.1 Details of commercial paper - Unsecured

Particulars	Tenor	Interest Rate (%)	As at March 31, 2022	As at March 31, 2021
India Energy Exchange Limited	182 Days	7.50%	25,90,00,000	-
Total			**25,90,00,000**	**-**

(i) Details of commercial paper issued/repaid during the current year ended 31 March 2022

Particulars	Tenor	Discount Rate p.a	Date of Transaction	Redemption Date
India Energy Exchange Limited	182 Days	7.50%	12-Aug-21	10-Feb-22
India Energy Exchange Limited	182 Days	7.50%	11-Feb-22	

(ii) Details of commercial paper issued/repaid during the current year ended 31 March 2021

Particulars	Tenor	Discount Rate p.a	Date of Transaction	Redemption Date
SBI Caps (SLS trust)	90	7.60%	24-Sep-20	23-Dec-20

16.2 The funds received through above borrowings have been utilised for the purpose, it is generated.

16.3 All the charges against the receivable has been registered with the ROC and there are no charges which are to be registered as on March 31, 2022.

16.4 During the year, the Company has submitted quarterly statement of book debts with all the lenders and the value of book debts statement submitted is as per the books of accounts.

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16.5 Debt securities

Particulars	March 31, 2022	March 31, 2021	Date of borrowing	Repayment start date	Maturity date	Terms of repayment	Security Offered
INE413U07020 - NCD	5,00,00,000	5,00,00,000	30-06-2016	29-06-2022	29-06-2022	Rate of Interest - 15.25% , principal repayable on maturity.	Hypothecation of book debts
INE413U07087 - NCD	-	14,00,00,000	13-07-2018	14-03-2022	14-03-2022	Rate of Interest - 8.73% p.a. calculated on a XIRR basis, principal repayable on maturity.	Hypothecation of book debts ,Immovable property
INE413U07079 - NCD	-	1,11,00,00,000	13-07-2018	19-10-2021	19-10-2021	Rate of Interest - 9.96% p.a. calculated on a XIRR basis, principal repayable on maturity.	Hypothecation of book debts ,Immovable property
INE413U07079 - NCD	-	1,00,00,00,000	19-06-2018	19-10-2021	19-10-2021	Rate of Interest - 9.75% p.a. calculated on a XIRR basis, principal repayable on maturity.	Hypothecation of book debts ,Immovable property
INE413U07079 - NCD	-	50,00,00,000	03-07-2018	19-10-2021	19-10-2021	Rate of Interest - 9.87% p.a. calculated on a XIRR basis, principal repayable on maturity.	Hypothecation of book debts ,Immovable property
INE413U07079 - NCD	-	25,00,00,000	10-07-2018	19-10-2021	19-10-2021	Rate of Interest - 9.93% p.a. calculated on a XIRR basis, principal repayable on maturity.	Hypothecation of book debts ,Immovable property
INE413U07053 - NCD	-	-	28-09-2017	28-12-2017	28-09-2020	Rate of Interest - 11.08% p.a. calculated on a XIRR basis, principal repayable in 12 Quarterly instalments of Rs 1,66,66,667/-	Hypothecation of book debts
INE413U07061 - NCD	-	-	24-05-2018	22-05-2020	22-05-2020	Rate of Interest - 10.80% p.a. , principal repayable on maturity.	Hypothecation of book debts ,Immovable property
INE413U07103 - Bank of India - NCD	25,00,00,000	25,00,00,000	18-06-2020	05-06-2023	05-06-2023	Rate of Interest - 11.50% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07103 - Bank of Maharashtra - NCD	15,00,00,000	15,00,00,000	05-06-2020	05-06-2023	05-06-2023	Rate of Interest - 11.50% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07137 - Bank of Maharashtra - NCD		50,00,00,000	11-08-2020	11-02-2022	11-02-2022	Rate of Interest - 10.00% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07103 - Canara Bank - NCD	20,00,00,000	20,00,00,000	05-06-2020	05-06-2023	05-06-2023	Rate of Interest - 11.50% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07178 - NCD	59,00,00,000	59,00,00,000	30-03-2021	30-04-2024	30-04-2024	Rate of Interest - 9% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07178 - NCD	74,80,00,000	-	30-03-2021	30-04-2024	30-04-2024	Rate of Interest - 9% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07129 - Indian Bank - NCD	25,00,00,000	25,00,00,000	10-07-2020	10-07-2023	10-07-2023	Rate of Interest - 11.50% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07160 - NorthernArc - NCD	50,00,00,000	1,00,00,00,000	18-03-2021	18-03-2023	18-03-2023	Rate of Interest - 10.50% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07137 - Punjab National Bank - NCD	-	25,00,00,000	11-08-2020	11-02-2022	11-02-2022	Rate of Interest - 10.% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07111 - State Bank of India - NCD	1,00,00,00,000	1,00,00,00,000	26-06-2020	21-04-2023	21-04-2023	Rate of Interest - 11.50% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07145 - UNIFI-AIF - NCD	15,00,00,000	15,00,00,000	02-03-2021	02-06-2022	02-06-2022	Rate of Interest - 10.20% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07152 - UNIFI-AIF - NCD	15,00,00,000	15,00,00,000	02-03-2021	02-01-2023	02-01-2023	Rate of Interest - 10.20% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07111 - Union Bank of India - NCD	15,00,00,000	15,00,00,000	26-06-2020	21-04-2023	21-04-2023	Rate of Interest - 11.50% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07137 - Union Bank of India - NCD	-	25,00,00,000	11-08-2020	11-02-2022	11-02-2022	Rate of Interest - 10.% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07194 - NCD	50,00,00,000	-	26-10-2021	26-12-2022	26-12-2022	Rate of Interest - 7.75.% p.a. principal repayable on maturity.	Hypothecation of book debts.
Total	**4,68,80,00,000**	**7,94,00,00,000**					

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Note 17. Borrowings

(Amount in ₹)

Particulars	As at March 31, 2022		As at March 31, 2021	
	At Amortised Cost	Total	At Amortised Cost	Total
(a)Term Loans				
-(i) From Banks	34,76,23,36,631	34,76,23,36,631	17,71,61,97,898	17,71,61,97,898
-(ii) From Other Parties	11,32,43,64,748	11,32,43,64,748	7,45,84,10,812	7,45,84,10,812
Unamortised Processing Fees	(24,68,99,902)	(24,68,99,902)	(8,23,83,093)	(8,23,83,093)
Interest Accrued on Borrowings	16,39,43,294	16,39,43,294	12,83,01,514	12,83,01,514
	46,00,37,44,771	46,00,37,44,771	25,22,05,27,132	25,22,05,27,132
(b) Other Loans (specify nature)				
Cash Credit / Overdraft Facilities	2,99,14,757	2,99,14,757	32,05,91,239	32,05,91,239
Total	**46,03,36,59,529**	**46,03,36,59,529**	**25,54,11,18,371**	**25,54,11,18,371**
Borrowings in India	46,03,36,59,529	46,03,36,59,529	25,54,11,18,371	25,54,11,18,371
Borrowings outside India	-	-	-	-
Total	**46,03,36,59,529**	**46,03,36,59,529**	**25,54,11,18,371**	**25,54,11,18,371**

17.1 Security on Term Loans from Banks and Others

Particulars	As at March 31, 2022	As at March 31, 2021
(a) Deposits with Banks & Others	1,70,66,66,558	1,07,69,09,593
b) Deposits with NBFCs	68,80,76,352	37,28,55,079
Total	**2,39,47,42,910**	**1,44,97,64,672**

17.2 The funds received through above borrowings have been utilised for the purpose, it is generated.

17.3 All the charges against the receivable has been registered with the ROC and there are no charges which are to be registered as on March 31, 2022.

17.4 During the year, the Company has submitted quarterly statement of book debts with all the lenders and the value of book debts statement submitted is as per the books of accounts.

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17.5 Loan from Banks

Particulars	March 31, 2022	March 31, 2021	Loan taken	Repayment start date	Maturity date	Terms of repayment	Security Offered
Axis Bank Limited	-	12,50,00,000	24-10-2019	24-01-2020	24-10-2021	Rate of Interest 3M MCLR+2.55% spread loan repayable in 8 quarterly installments of Rs 3,12,50,000/-	Hypothecation of book debts and cash collateral
Axis Bank Limited	-	12,50,00,000	11-03-2020	11-06-2020	11-03-2022	Rate of Interest 3M MCLR+2.65% spread, loan repayable in 8 quarterly installments of Rs 3,12,50,000/-	Hypothecation of book debts and cash collateral
Axis Bank Limited	6,81,81,820	12,50,00,000	11-03-2021	09-06-2021	09-03-2023	Rate of Interest 3M MCLR+2.95% spread loan repayable in 22 monthly installments of Rs 56,81,818/-	Hypothecation of book debts and cash collateral
Axis Bank Limited	20,45,45,450	37,50,00,000	11-03-2021	09-06-2021	09-03-2023	Rate of Interest 3M MCLR+2.95% spread loan repayable in 22 monthly installments of Rs 1,70,45,454/-	Hypothecation of book debts and cash collateral
Axis Bank Limited	1,43,18,18,182	-	09-12-2021	09-02-2022	09-11-2023	Rate of Interest 1Y MCLR+ 2.45% Spread, loan repayable in 22 monthly installments of Rs. 6,81,81,818.18	Hypothecation of book debts and cash collateral
Bandhan Bank Limited	-	57,14,28,571	28-02-2020	28-08-2020	28-02-2022	Rate of Interest 11.30% , loan repayable in 7 quarterly installments of Rs 14,28,57,143/-	Hypothecation of book debts
Bandhan Bank Limited	71,42,27,143	1,00,00,00,000	26-03-2021	01-10-2021	25-03-2023	Rate of Interest 11%, loan repayable in 7 quarterly installments of Rs 14,28,57,143/-	Hypothecation of book debts
Bandhan Bank Limited	1,00,00,00,000	-	22-12-2021	01-07-2022	22-12-2023	Rate of Interest 9.50%, loan repayable in 7 quarterly installments of Rs 14,28,57,142.86/-	Hypothecation of book debts.
Bandhan Bank Limited	1,00,00,00,000	-	18-02-2022	01-09-2022	18-02-2024	Rate of Interest 9.50%, loan repayable in 7 Quarterly installments of Rs 14,28,57,142.86/-	Hypothecation of book debts.
Bank of Baroda	41,66,66,672	-	24-09-2021	31-10-2021	30-09-2024	Rate of Interest 7.35% (1Y MCLR)+ 1.00% Spread, loan repayable in 36 monthly Installments of Rs. 1,38,88,888/-	Hypothecation of book debts.
Bank of Maharashtra	14,34,897	2,64,28,412	28-03-2018	30-04-2018	31-03-2022	Rate of Interest 1Y MCLR+0.25%+0.95% spread, loan repayable in 47 monthly installments of Rs 20,84,000/- & last instalment of Rs 20,52,000/-	Hypothecation of book debts and cash collateral
Bank of Maharashtra	1,36,36,35,371	-	28-09-2021	01-03-2022	01-09-2024	Rate of Interest 1Y MCLR+ 2.00% Spread, loan repayable in 10 quarterly installments of Rs. 1,36,36,36,37/- and last installment of Rs. 1,36,36,36,30/-	Hypothecation of book debts.
Capital Small Finance Bank Limited	10,39,75,899	15,00,00,000	31-03-2021	01-05-2021	21-03-2024	Rate of Interest 11%, loan repayable in 35 monthly installments of Rs 48,85,983/- & last instalment of Rs 49,41,161/-	Hypothecation of book debts.
Canara Bank	2,72,72,72,727	-	22-09-2021	22-03-2022	22-09-2024	Rate of Interest 1Y MCLR+ 2.00% spread, loan repayable in 10 quarterly installments of Rs. 27,27,27,273/- and last installment of Rs. 27,27,27,270/-	Hypothecation of book debts and cash collateral
Catholic Syrian Bank Limited	36,34,65,336	49,99,96,949	29-01-2021	29-07-2021	29-01-2024	Rate of Interest 1Y MCLR, loan repayable in 11 quarterly installments of Rs 4,54,54,550/-	Hypothecation of book debts.
DBS Bank Limited	57,95,45,455	-	31-08-2021	25-11-2021	01-09-2023	Rate of Interest 9.50%, loan repayable in 22 Monthly installments of Rs 3,40,90,909.09/-	Hypothecation of book debts and cash collateral
Development Credit Bank	17,49,47,193	-	28-09-2021	04-01-2022	04-12-2023	Rate of Interest 3M MCLR + 0.00% spread, loan repayable in 24 monthly installments of Rs 83,33,333.33/-	Hypothecation of book debts and cash collateral
Dhanlakshmi Bank Limited	10,31,15,731	21,56,25,000	21-03-2020	21-06-2020	21-02-2023	Rate of Interest 1Y MCLR+1.30% spread ,loan repayable in 32 monthly installments of Rs 93,75,000/-	Hypothecation of book debts and cash collateral
Dhanlakshmi Bank Limited	18,17,99,197	25,00,00,000	12-03-2021	12-07-2021	12-03-2024	Rate of Interest 1Y MCLR+1.30% spread ,loan repayable in 32 monthly installments of Rs 75,75,758/- and last installment of Rs 75,75,744/-	Hypothecation of book debts and cash collateral
Dhanlakshmi Bank Limited	31,81,81,817	-	29-09-2021	29-01-2022	29-09-2024	Rate of Interest 1Y MCLR+ 1.20% spread, loan repayable in 32 monthly Installments of Rs. 1,06,06,061/- and last installment of Rs. 1,06,06,048/-	Hypothecation of book debts and cash collateral
Federal Bank	17,49,88,330	-	30-12-2021	29-01-2022	29-12-2023	Rate of Interest 1Y MCLR+0.00% spread, loan repayable in 24 monthly installments of Rs 83,33,333.33/-	Hypothecation of book debts.
HDFC Bank Limited	71,87,50,000	-	25-02-2022	25-03-2022	25-02-2024	Rate of Interest 9.00%, loan repayable in 24 monthly installments of Rs 3,12,50,000/-	Hypothecation of book debts.

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The Hongkong and Shanghai Banking Corporation Limited	34,28,57,143	60,00,00,000	19-03-2021	19-07-2021	19-03-2023	Rate of Interest 1 Y MCLR+2.60% spread, loan repayable in 21 monthly installments of Rs 2,85,71,428/-	Hypothecation of book debts.
The Hongkong and Shanghai Banking Corporation Limited	60,00,00,000	-	23-03-2022	23-04-2022	23-03-2024	Rate of Interest 1 Y MCLR+ 2.35% spread, loan repayable in 24 monthly Installments of Rs. 2,50,00,00,000/-	Hypothecation of book debts.
The Hongkong and Shanghai Banking Corporation Limited	40,00,00,000	-	15-03-2022	16-04-2022	15-03-2024	Rate of Interest 1 Y MCLR+ 2.35% spread, loan repayable in 24 monthly Installments of Rs. 1,66,66,666.67/-	Hypothecation of book debts.
ICICI Bank Limited	-	50,00,00,000	29-02-2020	10-05-2020	10-03-2022	Rate of Interest 1 Y MCLR+2.55% spread, loan repayable in 22 monthly installments of Rs 4,54,54,545/-	Hypothecation of book debts and cash collateral
ICICI Bank Limited	3,40,90,909	11,59,09,091	31-08-2020	10-11-2020	10-08-2022	Rate of Interest 1 Y MCLR+2.55% spread, loan repayable in 22 monthly installments of Rs 68,18,181/-	Hypothecation of book debts and cash collateral
ICICI Bank Limited	3,18,18,182	8,63,63,636	29-10-2020	10-01-2021	10-10-2022	Rate of Interest 1 Y MCLR+2.55% spread, loan repayable in 22 monthly installments of Rs 45,45,454/-	Hypothecation of book debts and cash collateral
ICICI Bank Limited	10,23,52,941	29,00,00,000	31-03-2021	10-05-2021	10-09-2022	Rate of Interest 1 Y MCLR+2.45% spread, loan repayable in 17 monthly installments of Rs 1,70,58,823/-	Hypothecation of book debts and cash collateral
ICICI Bank Limited	6,11,76,471	-	28-05-2021	10-07-2021	10-11-2022	Rate of Interest 1Y MCLR+2.45% spread, loan repayable in 17 monthly installments of Rs -76,47,058.83/-	Hypothecation of book debts and cash collateral
ICICI Bank Limited	25,23,52,941	-	26-10-2021	10-12-2021	10-04-2023	Rate of Interest 1Y MCLR+ 2.45% spread , loan repayable in 17 monthly installments of Rs. 1,94,11,764.71/-	Hypothecation of book debts and cash collateral
ICICI Bank Limited	97,64,70,588	-	31-07-2021	10-09-2021	10-01-2023	Rate of Interest 1Y MCLR+ 2.45% spread , loan repayable in 17 monthly installments of Rs. 9,76,47,058.83/-	Hypothecation of book debts and cash collateral
ICICI Bank Limited	5,17,64,706	-	31-08-2021	10-10-2021	10-02-2023	Rate of Interest 1Y MCLR+ 2.45% spread , loan repayable in 17 monthly installments of Rs. 47,05,882.36/-	Hypothecation of book debts and cash collateral
ICICI Bank Limited	16,47,05,882	-	30-11-2021	10-01-2022	10-05-2023	Rate of Interest 1Y MCLR+ 2.45% spread ,loan repayable in 17 monthly installments of Rs. 1,17,64,705.89/-	Hypothecation of book debts and cash collateral
ICICI Bank Limited	19,41,17,647	-	29-12-2021	10-02-2022	10-06-2023	Rate of Interest 1Y MCLR+ 2.45% spread, loan repayable in 17 monthly installments of Rs. 1,29,41,176.48/-	Hypothecation of book debts and cash collateral
ICICI Bank Limited	44,00,00,000	-	23-02-2022	10-04-2022	10-08-2023	Rate of Interest 1Y MCLR+ 2.45% spread, loan repayable in 17 monthly installments of Rs. 2,58,82,352.95/-	Hypothecation of book debts and cash collateral
ICICI Bank Limited	69,00,00,000	-	31-03-2022	10-06-2022	10-03-2024	Rate of Interest 1Y MCLR+ 2.45% spread , loan repayable in 22 monthly installments of Rs. 3,13,63,636.37/-	Hypothecation of book debts and cash collateral
IDBI Bank Limited	91,66,66,666	-	30-10-2021	01-02-2022	29-10-2023	Rate of Interest 1Y MCLR+ 1.15% spread, loan repayable in 24 monthly installments of Rs. 4,16,66,667/-	Hypothecation of book debts and cash collateral
IDBI Bank Limited	75,00,00,000	-	24-03-2022	01-07-2022	30-06-2024	Rate of Interest 1Y MCLR+ 2.25% spread, loan repayable in 24 monthly installments of Rs.3,12,50,000/-	Hypothecation of book debts and cash collateral
IDFC First Bank Limited	-	15,76,76,055	26-02-2019	31-03-2019	28-02-2021	Rate of Interest 11.50%,loan repayable in 24 monthly installments of Rs 6,25,00,000/	Hypothecation of book debts.
IDFC First Bank Limited	36,24,99,994	1,08,74,99,998	28-09-2020	31-10-2020	28-09-2022	Rate of Interest 11%,loan repayable in 24 monthly installments of Rs 6,04,16,667/-	Hypothecation of book debts.
IDFC First Bank Limited	49,99,99,996	1,00,00,00,000	18-03-2021	30-04-2021	18-03-2023	Rate of Interest 10.25%,loan repayable in 24 monthly installments of Rs 4,16,66,667/	Hypothecation of book debts.
IDFC First Bank Limited	87,50,00,000	-	31-12-2021	31-01-2022	31-12-2023	Rate of Interest 9.50%, loan repayable in 24 monthly installments of Rs. 4,16,66,667/-	Hypothecation of book debts.
Indian Bank	-	8,32,33,196	26-10-2018	01-04-2019	31-12-2021	Rate of Interest 1 Y MCLR+1.90% spread, loan repayable in 12 quarterly installments of Rs 2,08,33,333/-	Hypothecation of book debts and cash collateral
Indian Bank	-	8,32,33,196	28-12-2018	01-04-2019	28-02-2021	Rate of Interest 1 Y MCLR+1.90% spread, loan repayable in 12 quarterly installments of Rs 2,08,33,333/-	Hypothecation of book debts and cash collateral
Indian Bank	16,63,33,374	33,32,70,743	18-12-2019	18-06-2020	18-03-2023	Rate of Interest 1 Y MCLR+2.65% spread, loan repayable in 12 quarterly installments of Rs 4,16,66,667/-	Hypothecation of book debts and cash collateral

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Indian Bank	20,79,81,173	37,49,66,334	19-03-2020	18-06-2020	18-03-2023	Rate of Interest 1Y MCLR+2.65% spread, loan repayable in 12 quarterly installments of Rs 4,16,66,667/-	Hypothecation of book debts and cash collateral
Indian Bank	24,98,44,999	41,66,66,667	04-06-2020	04-01-2021	04-09-2023	Rate of Interest 1Y MCLR+2.75% spread, loan repayable in 12 quarterly installments of Rs 4,16,66,667/-	Hypothecation of book debts and cash collateral
Indian Bank	99,99,98,805	-	17-03-2022	17-09-2022	17-03-2025	Rate of Interest 1Y MCLR+ 3.00% spread, loan repayable in 11 quarterly installments of Rs. 9,09,09,090.91/-	Hypothecation of book debts and cash collateral
Indian Bank	99,99,99,840	-	30-03-2022	30-09-2022	30-03-2025	Rate of Interest 1Y MCLR+ 3.00% spread, loan repayable in 11 quarterly installments of Rs. 9,09,09,090.91/-	Hypothecation of book debts and cash collateral
Indian Overseas Bank	50,00,00,000	-	30-03-2022	31-12-2022	30-09-2025	Rate of Interest 1Y MCLR+ 1.55% spread, loan repayable in 12 quarterly installments of Rs. 4,16,66,666.67/-	Hypothecation of book debts and cash collateral
Jana Small Finance Bank Limited	4,83,94,276	50,00,00,000	15-03-2021	03-05-2021	03-04-2023	Rate of Interest 11%, loan repayable in 23 equal monthly installments of Rs 2,33,03,920/- and last instalment of Rs 2,33,87,657/-	Hypothecation of book debts
Jana Small Finance Bank Limited	40,14,02,441	-	31-07-2021	03-08-2021	03-08-2024	Rate of Interest - 10.00%, loan repayable in 36 monthly installments.	Hypothecation of book debts
Karnataka Bank Limited	49,99,94,540	-	29-09-2021	28-06-2022	28-12-2023	Rate of Interest 1Y MCLR+ 0.95% spread, loan repayable in 4 half-yearly installments of Rs. 12,50,00,000/-	Hypothecation of book debts
Kotak Mahindra Bank	43,74,96,993	-	29-12-2021	29-01-2022	29-12-2023	Rate of Interest 9.45%, loan repayable in 24 monthly installments of Rs. 2,08,33,333.33/-	Hypothecation of book debts
Lakshmi Vilas Bank Limited	-	83,35,840	28-02-2018	31-07-2018	30-04-2021	Rate of Interest -1Y MCLR + 0.15% spread, loan repayable in 12 quarterly installments of Rs 41,66,667/-	Hypothecation of book debts and cash collateral
Lakshmi Vilas Bank Limited	-	4,16,79,207	21-03-2018	30-09-2018	30-06-2021	Rate of Interest -1Year MCLR + 0.15% spread, loan repayable in 12 quarterly installments of Rs 2,08,33,333/-	Hypothecation of book debts
Oriental Bank of Commerce (Punjab National Bank)	-	8,32,08,494	24-05-2019	29-08-2019	29-04-2022	Rate of Interest 1Year MCLR+1.75% spread, loan repayable in 33 monthly installments of Rs 75,75,758/-	Hypothecation of book debts and cash collateral
Oriental Bank of Commerce (Punjab National Bank)	8,48,45,697	21,21,13,567	31-12-2019	31-03-2020	31-12-2022	Rate of Interest 1Year MCLR+2.20% spread, loan repayable in 33 monthly installments of Rs 1,06,06,061/-	Hypothecation of book debts and cash collateral
Punjab and Sindh Bank	-	1,12,00,00,000	31-03-2021	03-05-2021	03-05-2021	Rate of interest - 3.41%. Bullet Repayment	Cash Collateral
Punjab and Sindh Bank	24,99,74,773	-	08-03-2022	30-09-2022	31-03-2025	Rate of Interest 1Y MCLR+ 1.50% spread, loan repayable in 10 quarterly installments of Rs. 2,28,00,000/- and last installment of Rs. 2,20,00,000/-	Hypothecation of book debts
Ratankar Bank Limited	40,00,00,000	70,00,00,000	30-03-2021	30-07-2021	30-03-2023	Rate of Interest - 1Y MCLR + 1.35%, loan repayable in 21 monthly installments' 3,33,33,333/-	Hypothecation of book debts and cash collateral
Ratankar Bank Limited	25,00,00,000	-	24-06-2021	24-10-2021	24-06-2023	Rate of Interest 1Y MCLR+ 1.35% spread, loan repayable in 21 monthly installments of Rs. 1,66,66,666.67/-	Hypothecation of book debts and cash collateral
South Indian Bank Limited	1,99,85,094	3,99,96,000	23-03-2020	23-04-2020	23-04-2023	Rate of Interest - 12M MCLR i.e. 8.90% +2.30% spread, loan repayable in 35 monthly installment of Rs 16,67,000/- and last installment of Rs 16,55,000/-	Hypothecation of book debts and cash collateral
South Indian Bank Limited	1,26,64,856	2,59,85,165	23-03-2020	23-04-2020	23-04-2023	Rate of Interest - 12M MCLR i.e. 8.90% +2.30% spread, loan repayable in 35 monthly installments of Rs 11,11,111/- and last installment of RS 11,15,000/-	Hypothecation of book debts and cash collateral
South Indian Bank Limited	99,99,97,318	-	21-03-2022	21-04-2022	21-03-2024	Rate of Interest 1Y MCLR+ 1.35% spread, loan repayable in 23 monthly installments of Rs. 4,17,00,000/- and last installment of Rs. 4,09,00,000/-	Hypothecation of book debts
Standard Chartered Bank Limited	-	12,50,00,000	28-01-2020	28-04-2021	28-04-2021	Rate of Interest 1Y MCLR+0.90% spread, principal is bullet repayment	Hypothecation of book debts and Letter of Comfort from India Infoline Finance Limited.
Standard Chartered Bank Limited	-	25,00,00,000	20-11-2020	19-11-2021	19-11-2021	Rate of Interest 1Y MCLR+0.90%spread, principal is bullet repayment	Hypothecation of book debts and Letter of Comfort from India Infoline Finance Limited.
Standard Chartered Bank Limited	-	22,50,00,000	08-12-2020	07-12-2021	07-12-2021	Rate of Interest 1Y MCLR+0.90% spread, principal is bullet repayment	Hypothecation of book debts and Letter of Comfort from India Infoline Finance Limited.
Standard Chartered Bank Limited	-	23,75,00,000	08-02-2021	07-02-2022	07-02-2022	Rate of Interest 1Y MCLR+0.90% spread, principal is bullet repayment	Hypothecation of book debts and Letter of Comfort from India Infoline Finance Limited.

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Standard Chartered Bank Limited	-	11,25,00,000	04-03-2021	03-03-2022	03-03-2022	Rate of Interest 1Y MCLR+0.90% spread, principal is bullet repayment	Hypothecation of book debts and Letter of Comfort from India Infoline Finance Limited.
Standard Chartered Bank Limited	12,50,00,000	-	06-05-2021	06-05-2022	06-05-2022	Rate of Interest - 1Y MCLR principal repayable on maturity.	Hypothecation of book debts
Standard Chartered Bank Limited	5,87,72,000	-	29-12-2021	29-12-2022	29-12-2022	Rate of Interest - 1Y MCLR principal repayable on maturity.	Hypothecation of book debts
Standard Chartered Bank Limited	40,00,00,000	-	26-05-2021	26-05-2022	26-05-2022	Rate of Interest - 1Y MCLR principal repayable on maturity.	Hypothecation of book debts
State Bank (Mauritius) Limited	-	8,00,00,000	14-01-2020	13-04-2020	13-04-2022	Rate of Interest - 12 M MCLR (i.e.11.25%), loan repayable in 8 quarterly installments of Rs 2,00,00,000/-	Hypothecation of book debts.
State Bank (Mauritius) Limited	7,31,25,000	17,06,25,000	03-11-2020	03-02-2021	03-11-2022	Rate of Interest 1Y MCLR, loan repayable in 8 quarterly installments of Rs 2,43,75,000/-	Hypothecation of book debts.
State Bank (Mauritius) Limited	22,50,00,000	-	28-04-2021	28-10-2021	28-07-2023	Rate of Interest 1Y MCLR loan repayable in 8 quarterly installments of Rs. 3,75,00,000/-	Hypothecation of book debts.
State Bank (Mauritius) Limited	20,00,00,000	-	30-12-2021	30-06-2022	30-03-2024	Rate of Interest 1Y MCLR loan repayable in 8 quarterly installments of Rs. 2,50,00,000/-	Hypothecation of book debts.
State Bank (Mauritius) Limited	30,00,00,000	-	24-03-2022	24-07-2022	24-04-2024	Rate of Interest 1Y MCLR loan repayable in 8 quarterly installments of Rs. 3,75,00,000/-	Hypothecation of book debts.
State Bank Of India	-	31,99,91,557	05-03-2020	20-05-2020	05-03-2023	Rate of Interest 1Y MCLR+2.10% spread, loan repayable in 32 monthly installments of Rs 1,50,00,000/- and last installment of RS.2,00,00,000 /-	Hypothecation of book debts and cash collateral.
State Bank Of India	27,99,83,111	31,99,91,557	13-03-2020	20-05-2020	05-03-2023	Rate of Interest 1Y MCLR+2.10% spread, loan repayable in 32 monthly installments of Rs 1,50,00,000/- and last installment of RS.2,00,00,000 /-	Hypothecation of book debts and cash collateral
State Bank of India	-	2,77,92,732	09-09-2018	30-11-2018	31-07-2021	Rate of Interest - 1Y MCLR+1.60% spread, loan repayable in 32 monthly installments of Rs 1,50,00,000 and last instalment of Rs 2,00,00,000 /-	Hypothecation of book debts.
State Bank Of India	1,90,00,00,000	1,50,00,00,000	28-10-2020	27-04-2021	27-09-2023	Rate of Interest 6 M MCLR+2.05% spread, loan repayable in 30 monthly installments of Rs 5,00,00,000 /-	Hypothecation of book debts and cash collateral.
State Bank Of India	-	1,50,00,00,000	21-12-2020	27-04-2021	27-09-2023	Rate of Interest 6 M MCLR+2.05% spread, loan repayable in 30 monthly installments of Rs 5,00,00,000 /-	Hypothecation of book debts and cash collateral.
State Bank Of India	3,00,00,00,000	-	11-02-2022	30-06-2022	31-01-2025	Rate of Interest 1Y MCLR+ 2.60% spread, loan repayable in 32 monthly installments of Rs. 9,37,50,000/-	Hypothecation of book debts and cash collateral.
Suryoday Small Finance Bank Limited	17,00,55,222	-	26-10-2021	05-12-2021	05-11-2023	Rate of Interest - RR+6.65% spread , loan repayable in 24 equal monthly installments.	Hypothecation of book debts.
UCO Bank	-	3,94,829	02-03-2017	26-05-2017	25-05-2021	Rate of Interest MCLR+3.15% spread, loan repayable in 45 monthly installments	Hypothecation of book debts and cash collateral.
UCO Bank	50,00,00,000	-	07-02-2022	30-06-2022	31-03-2025	Rate of Interest 1Y MCLR+ 2.15% spread, loan repayable in 12 quarterly installments of Rs. 4,16,66,666.67/-	Hypothecation of book debts and cash collateral.
Union Bank	6,24,47,437	14,57,80,770	30-09-2019	31-01-2020	31-01-2023	Rate of Interest - 1Y MCLR+1.90%+0.25% (T.P) spread loan repayable in 36 monthly installments of Rs.69,44,444 /-	Hypothecation of book debts and cash collateral.
Union Bank	-	3,53,56,524	16-11-2018	28-02-2019	31-12-2019	Rate of Interest 1Y MCLR+1.40% spread, loan repayable in 11 quarterly installments of Rs 1,81,81,818 /-	Hypothecation of book debts.
Union Bank	13,93,93,900	20,00,00,000	26-02-2021	26-05-2021	26-01-2024	Rate of Interest 1Y MCLR+1.85% spread, loan repayable in 33 monthly installments of Rs 60,60,606 /-	Hypothecation of book debts and cash collateral.

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Union Bank	45,00,00,000	-	24-03-2022	24-09-2022	31-03-2025	Rate of Interest 1Y MCLR+ 1.90% spread, loan repayable in 10 quarterly installments of Rs. 4,09,00,000/- and last installment of Rs. 4,10,00,000/-	Hypothecation of book debts.
Utkarsh Small Finance Bank	23,75,00,000	-	29-10-2021	29-11-2021	25-10-2023	Rate of Interest (364 Treasury bill) + 6.30% spread, loan repayable in 24 monthly installments of Rs. 1,25,00,000/-	Hypothecation of book debts and cash collateral.
Woori Bank	-	10,00,00,000	19-07-2019	19-10-2019	19-07-2021	Rate of Interest 1Y MCLR+2.35% spread, loan repayable in 8 quarterly installments of Rs 5,00,00,000 /-	Hypothecation of book debts and cash collateral.
Woori Bank	-	1,66,66,666	19-06-2018	30-09-2018	30-06-2021	Rate of Interest 1Y MCLR+0.90% spread, loan repayable in 12 quarterly installments of Rs 1,66,66,667/-	Hypothecation of book debts and cash collateral.
Woori Bank	11,42,85,714	34,28,57,143	29-09-2020	26-03-2021	29-09-2022	Rate of Interest 1Y MCLR+1.65% spread, loan repayable in 7 quarterly installments of Rs 5,71,42,857/-	Hypothecation of book debts and cash collateral.
Woori Bank	33,04,34,783	-	24-12-2021	31-01-2021	30-11-2023	Rate of Interest 1Y MCLR+ 1.10% Spread, loan repayable in 23 Monthly Installments of Rs. 1,65,21,739.13/-	Hypothecation of book debts and cash collateral.
YES Bank Limited	-	5,00,00,000	29-03-2019	29-04-2019	29-03-2021	Rate of Interest 1Y MCLR+1.3% spread, loan repayable in 24 monthly installments of Rs 1,66,66,667/-	Hypothecation of book debts and cash collateral and Letter of Comfort from India Infoline Finance Limited.
YES Bank Limited	-	3,43,75,000	21-05-2019	21-06-2019	21-05-2021	Rate of Interest 1Y MCLR+1.3% spread, loan repayable in 24 monthly installments of Rs 68,75,000/-	Hypothecation of book debts and cash collateral and Letter of Comfort from India Infoline Finance Limited.
YES Bank Limited	-	2,37,50,000	28-06-2019	28-07-2019	28-06-2021	Rate of Interest 1Y MCLR+1.3% spread, loan repayable in 24 monthly installments of Rs 39,58,333/-	Hypothecation of book debts and cash collateral and Letter of Comfort from India Infoline Finance Limited.
YES Bank Limited	27,50,00,000	57,50,00,000	01-02-2021	01-03-2021	01-02-2023	Rate of Interest 1Y MCLR+1.9% spread, loan repayable in 24 monthly installments of Rs 2,50,00,000/-	Hypothecation of book debts and cash collateral.
Total	**34,76,23,36,631**	**17,71,61,97,898**					

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17.6 Loan from others

Particulars	March 31, 2022	March 31, 2021	Start date	Repayment date	Maturity date	Terms of repayment	Security Offered
Aditya Birla Finance Limited	3,33,33,340	10,00,00,000	31-03-2021	01-05-2021	01-10-2022	Rate of Interest - LTRR(-6.85%), loan repayable in 18 Monthly instalments of Rs 55,55,555.56	Hypothecation of book debts.
Aditya Birla Finance Limited	26,00,00,000	-	30-03-2022	01-05-2022	01-04-2024	Rate of Interest - LTRR(-7.85%), loan repayable in 24 Monthly instalments of Rs 1,08,33,333.33	Hypothecation of book debts.
Bajaj Finance Limited	-	9,37,49,494	30-12-2019	30-12-2019	30-12-2021	Rate of Interest - HDFC 1Year MCLR +2.50%, loan repayable in 24 equal monthly instalments of Rs 1,04,16,666.67	Hypothecation of book debts and cash collateral.
Bajaj Finance Limited	25,00,00,000	-	28-10-2021	02-12-2021	28-10-2023	HDFC's 1Y MCLR+ 2.05% , loan repayable in 24 Monthly instalments of Rs 1,25,00,000/-	Hypothecation of book debts.
Hero Fin Corp Limited	-	4,08,34,611	16-04-2019	03-03-2019	03-05-2021	Rate of Interest - Herofincorp PLR(-0.85%)sprcad loan repayable in 21 equated monthly instalment of Rs. 1,32,75,146	Hypothecation of book debts
Hero Fin Corp Limited	23,06,767	13,06,19,869	13-02-2020	03-07-2020	03-05-2022	Rate of Interest - Herofincorp PLR(-1.40%)sprcad loan repayable in 21 equated monthly instalment of Rs.1,05,68,961	Hypothecation of book debts
Finance Private Limited	33,33,20,000	50,00,00,000	26-03-2021	26-06-2021	26-03-2024	Rate of Interest - 11%, loan repayable in 12 Quarterly instalments of Rs 4,16,66,666.67	Hypothecation of book debts
MAS Financial Services Ltd.	12,50,00,012	-	01-07-2021	23-07-2021	01-07-2023	Rate of Interest - PLR (-4.75%) , loan repayable in 24 Monthly instalments of Rs 83,33,332/-	Hypothecation of book debts
MAS Financial Services Ltd.	13,12,50,000	-	31-12-2021	23-01-2022	25-12-2023	Rate of Interest - PLR (-4.75%) , loan repayable in 24 Monthly instalments of Rs 62,50,000	Hypothecation of book debts
Nabkisan Finance Limited	5,96,82,681	14,00,00,000	19-09-2019	01-02-2020	01-08-2022	Rate of Interest - 12.00%, loan repayable in 11 Quarterly instalments of Rs 2,00,00,000	Hypothecation of book debts
Nabkisan Finance Limited	13,33,33,333	20,00,00,000	01-03-2021	01-06-2021	01-03-2024	Rate of Interest - 10.40%, loan repayable in 12 Quarterly instalments of Rs 1,66,66,666.67	Hypothecation of book debts
Nabkisan Finance Limited	25,00,00,000	-	25-02-2022	01-05-2022	01-02-2025	Rate of Interest - 9.90%, loan repayable in 12 Quarterly instalments of Rs 2,08,33,333.33	Hypothecation of book debts
Nabsamrudhi Finance Limited	-	7,49,84,589	31-10-2019	31-01-2020	31-10-2021	Rate of Interest - 11.25%, loan repayable in 8 Quarterly instalments of Rs 2,50,00,000	Hypothecation of book debts
Nabsamrudhi Finance Limited	10,12,82,215	14,64,70,797	09-02-2021	31-03-2021	29-02-2024	Rate of Interest - 10.65%, loan repayable in 36 Monthly instalments of Rs 55,55,555.56	Hypothecation of book debts
Northern Arc	50,00,00,000	-	21-03-2024	25-04-2022	25-03-2024	Rate of Interest - 7.35% (3M FBLR) , loan repayable in 24 Monthly instalments.	Hypothecation of book debts
Northern Arc	50,00,00,000	-	25-03-2024	25-04-2022	25-03-2024	Rate of Interest - 7.35% (3M FBLR) , loan repayable in 24 Monthly instalments.	Hypothecation of book debts
NABARD	75,00,00,000	1,05,00,00,000	31-10-2019	31-01-2020	31-01-2025	Rate of Interest - 11.50%, loan repayable in 10 Half instalments of Rs 15,00,00,000	Hypothecation of book debts
NABARD	32,50,00,000	97,50,00,000	08-06-2020	30-04-2021	30-04-2022	Rate of Interest -7% upto 30-04-2021 % 10.85% post that, loan repayable in 4 Half yearly instalments of Rs 32,50,00,000	Hypothecation of book debts and cash collateral.
NABARD	30,00,00,000	1,00,00,00,000	18-02-2021	31-01-2022	31-08-2022	Rate of Interest -7% upto 30-04-2021 % 8.10% post that, loan repayable in 1st instalments of Rs 70,00,00,000 and 2nd instalment of Rs 30,00,00,000.	Hypothecation of book debts and cash collateral.
NABARD	1,08,00,00,000	1,50,00,00,000	18-02-2021	30-06-2021	31-03-2026	Rate of Interest - 8.70%, loan repayable in 11 quarterly instalments of Rs 10,50,00,000 and 8 quarterly instalments of Rs 3,00,00,000	Hypothecation of book debts

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NABARD	1,00,00,00,000	-	11-08-2021	31-05-2022	31-01-2023	Rate of Interest - 7.05% Till 31-05-2022 post that 9.25%, loan repayable in 2 instalments of Rs 70,00,00,000 and Rs 30,00,00,000 respectively.	Hypothecation of book debts and cash collateral.
NABARD	60,00,00,000	-	17-12-2021	30-11-2022	30-06-2023	Rate of Interest - 7.10% Till 30-11-2022 post that 9.35%, loan repayable in 2 instalments of Rs 42,00,00,000 and Rs 18,00,00,000 respectively.	Hypothecation of book debts and cash collateral.
NABARD	2,00,00,00,000	-	29-03-2022	30-06-2022	31-12-2026	Rate of Interest - 9.80%, loan repayable in 5 quarterly instalments of Rs 16,00,00,000 and 6 quarterly instalments of Rs 12,00,00,000 and 8 quarterly instalments of Rs 6,00,00,000	Hypothecation of book debts
Hinduja Leyland Finance Limited	65,23,052	4,31,01,016	31-05-2019	30-06-2019	28-05-2022	Rate of Interest - 11.30% HBLR+0.45%, loan repayable in 36 equal monthly instalments of Rs 33,09,503	Hypothecation of book debts and letter of comfort from Indian Infoline Finance Limited
Hinduja Leyland Finance Limited	-	9,90,67,096	22-12-2018	27-01-2019	27-12-2021	HBLR +0.2%, loan repayable in 36 equal monthly instalments of Rs 1,15,41,602	Hypothecation of book debts and letter of comfort from Indian Infoline Finance
SIDBI	13,33,33,348	33,33,33,340	10-12-2019	10-12-2019	10-11-2022	Rate of Interest 12.00%+loan repayable in 30 Monthly instalments of Rs 1,66,66,666	Hypothecation of book debts and cash collateral
SIDBI	-	15,62,50,000	17-07-2020	10-09-2020	10-04-2021	Rate of Interest RBI Repo rate+ 2.38%, loan repayable in 8 Monthly instalments of Rs 15,62,50,000	Hypothecation of book debts and cash collateral
SIDBI	-	12,50,00,000	25-09-2020	10-11-2020	10-04-2021	Rate of Interest RBI Repo rate+ 2.38%%+loan repayable in 6 Monthly instalments of Rs 12,50,00,000	Hypothecation of book debts and cash collateral
SIDBI	60,00,00,000	75,00,00,000	31-03-2021	10-10-2021	10-03-2024	Rate of Interest 10.50%+loan repayable in 30 Monthly instalments of Rs 2,50,00,000	Hypothecation of book debts and cash collateral
SIDBI	35,00,00,000	-	12-11-2021	10-01-2022	10-10-2022	Rate of Interest 6%+loan repayable in 10 Monthly instalments of Rs 5,00,00,000	Hypothecation of book debts
SIDBI	1,50,00,00,000	-	12-11-2021	10-05-2022	10-10-2024	Rate of Interest 9.50 %+loan repayable in 30 Monthly instalments of Rs 5,00,00,000	Hypothecation of book debts and cash collateral
Total	**11,32,43,64,748**	**7,45,84,10,812**					

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Note 18. Subordinated Liabilities:

Particulars	As at March 31, 2022		As at March 31, 2021	
	At Amortised Cost	Total	At Amortised Cost	Total
Unsecured Non convertible debentures	1,05,00,00,000	1,05,00,00,000	1,05,00,00,000	1,05,00,00,000
Less : Derivative Financial Liability	(4,31,60,885)	(4,31,60,885)	(4,31,60,885)	(4,31,60,885)
Less : Debenture Issue Expenses	(72,39,115)	(72,39,115)	(1,07,62,318)	(1,07,62,318)
Interest Accrued on Subordinated Liabilities	40,76,04,341	40,76,04,341	28,24,85,913	28,24,85,913
Total	**1,40,72,04,341**	**1,40,72,04,341**	**1,27,85,62,710**	**1,27,85,62,710**
Subordinated Liabilities in India	1,40,72,04,341	1,40,72,04,341	1,27,85,62,710	1,27,85,62,710
Subordinated Liabilities outside India	-	-	-	-
Total	**1,40,72,04,341**	**1,40,72,04,341**	**1,27,85,62,710**	**1,27,85,62,710**

18.1 Unsecured Non convertible Debentures includes debentures amounting to Rs.11,00,00,000 /- P.Y. (Rs.11,00,00,000 /-) in respect of which the company is having a call option at the end of the 5th year from 20-07-2018.

18.2 The funds received through above borrowings have been utilised for the purpose, it is generated.

18.3 All the charges against the receivable has been registered with the ROC and there are no charges which are to be registered as on March 31, 2022.

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18.4 Loan from Other Parties- Unsecured NCD

Particulars	March 31, 2022	March 31, 2021	Borrowing Date	Maturity date	Terms of repayment	Security Offered
INE413U08010 - NCD	5,00,00,000	5,00,00,000	29-06-2016	30-06-2022	Rate of Interest - 16.90% , principal repayable on maturity.	Nil
INE413U08036 - NCD*	21,85,00,000	21,85,00,000	20-07-2018	19-04-2024	Rate of Interest - 10.24% p.a. calculated on a XIRR basis, principal repayable on maturity.	Nil
INE413U08036 - NCD*	67,15,00,000	67,15,00,000	20-07-2018	19-04-2024	Rate of Interest - 10.15% p.a. calculated on a XIRR basis, principal repayable on maturity.	Nil
INE413U08028 - NCD*	11,00,00,000	11,00,00,000	20-07-2018	19-04-2024	Rate of Interest - 9.05% p.a. calculated on a XIRR basis, principal repayable on maturity.	Nil
Total	**1,05,00,00,000**	**1,05,00,00,000**				

* Represents Market Linked Debenture invested by various Parties

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Note 19. Lease Liability

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
Lease Liability	7,41,82,995	6,17,65,249
Total	**7,41,82,995**	**6,17,65,249**

Note 20. Other Financial Liabilities

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
Interest accrued but not due	-	-
Employee payables	5,15,31,464	5,40,44,436
Payable to assignee	79,39,24,876	1,49,67,05,940
Money held under trust	21,97,580	21,78,944
Payable / Refundable to Borrowers	6,59,30,272	1,90,05,517
Insurance payable	-	2,76,24,892
Total	**91,35,84,192**	**1,59,95,59,729**

Note 21. Current tax liabilities (net)

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
Provision for Taxation	80,49,81,269	63,59,92,803
Advance Tax	(70,70,39,690)	(59,56,90,504)
TDS Receivable	(4,28,25,567)	(2,87,20,344)
Total	**5,51,16,012**	**1,15,81,955**

Note 22. Provisions:

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
Leave encashment	3,71,18,078	2,38,35,376
Gratuity	4,74,67,610	3,05,01,017
Total	**8,45,85,688**	**5,43,36,393**

Note 23. Other Non Financial Liabilities:

(Amount in ₹)

Particulars	As at March 31, 2022	As at March 31, 2021
Statutory Dues Payable	5,57,55,501	3,78,79,578
Total	**5,57,55,501**	**3,78,79,578**

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Note 24. Equity Share Capital

Equity Share Capital:

(a) The Authorised, Issued, Subscribed and fully paid up share capital comprises of equity shares having a par value of ₹ 10/- as follows:

Particulars	As at March 31,2022		As at March 31,2021	
	No. of shares	Amount in ₹	No. of shares	Amount in ₹
Authorised Share Capital				
(a) Equity Shares of ₹10 each	59,80,00,000	5,98,00,00,000	39,80,00,000	3,98,00,00,000
(b) Preference Shares of ₹10 each	20,00,000	2,00,00,000	20,00,000	2,00,00,000
(Out of 20,00,000 shares 1,45,000 are Redeemable Non Convertible Preference Shares of ₹10 each)				
Issued , Subscribed and Paid Up:				
Equity Shares of ₹10 each fully paid	49,82,23,190	4,98,22,31,900	32,08,13,336	3,20,81,33,360

(b) Reconciliation of the Equity Shares outstanding at the beginning and at the end of the reporting period.

Particulars	As at March 31,2022		As at March 31,2021	
	No. of shares	Amount in ₹	No. of shares	Amount in ₹
At the beginning of the year	32,08,13,336	3,20,81,33,360	26,42,45,140	2,64,24,51,400
Add: Issued during the year	17,74,09,854	1,77,40,98,540	5,65,68,196	56,56,81,960
Outstanding at the end of the year	**49,82,23,190**	**4,98,22,31,900**	**32,08,13,336**	**3,20,81,33,360**

(c) Terms/rights attached to equity shares:

The Company has only one class of equity shares having at face value of ₹10/- per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company after distribution of all preferential amounts. However, no such preferential amount exists currently. The distribution will be in proportion to the number of equity shares held by the shareholders.

(d) Details of Equity Shareholders holding more than 5% shares and details of shares held by the Holding Company:

Particulars	As at March 31,2022		As at March 31,2021	
	No. of shares	% of holding	No. of shares	% of holding
Equity shares of ₹10 each fully paid				
IIFL Finance Limited	37,07,40,413	74.41%	23,76,83,022	74.09%
IIFL Home Finance Limited	12,45,55,797	25.00%	8,02,03,334	25.00%

(e) Details of Equity Shares held by promoters at the end of the year

As at 31 March 2022

Promoter Name	No. of shares at the beginning of the year	Changes during the year	No. of shares at the end of the year	% of Total shares	% change during the year
IIFL Finance Limited	23,76,83,022	13,30,57,391	37,07,40,413	74.41%	55.98%
Narayanaswamy Venkatesh	13,35,840	-	13,35,840	0.27%	0.00%
Shivaprakash Deviah	3,45,000	-	3,45,000	0.07%	0.00%

As at 31 March 2021

Promoter Name	No. of shares at the beginning of the year	Changes during the year	No. of shares at the end of the year	% of Total shares	% change during the year
IIFL Finance Limited	26,13,18,160	2,36,35,138	28,49,53,298	88.82%	9.04%
Narayanaswamy Venkatesh	13,35,840	-	13,35,840	0.42%	0.00%
Shivaprakash Deviah	3,45,000	-	3,45,000	0.11%	0.00%

(f) During the period of 5 years immediately preceding the Balance Sheet date, the Company had allotted equity shares by converting its Optionally Convertible Preference Shares at a Face Value of Rs. 10 and at a premium of Rs. 1.43 on January 20, 2017.

(g) The Company's capital management is intended to create value for shareholders. The assessment of Capital level and requirements are assessed having regard to long-and short term strategies of the Company and regulatory capital requirements of its businesses and constituent entities.

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(h) Statement of changes in equity share capital (Amount in ₹)

Particulars	Balance at the beginning of the reporting period	Changes in equity share capital during the year	Balance at the end of the reporting period
As at March 31, 2022	3,20,81,33,360	1,77,40,98,540	4,98,22,31,900
As at March 31, 2021	2,64,24,51,400	56,56,81,960	3,20,81,33,360

Note 25. Other Equity (Amount in ₹)

Particulars	Attributable to the Owners					Total
	Securities Premium	Special Reserve Pursuant to Section 45 IC of Reserve Bank of India Act, 1934*	Capital Reserve	Retained Earnings	Re-measurement of Actuarial Gains and Losses	
Balance at the beginning of the 01-04-2021	**1,31,68,08,944**	**46,72,04,977**	**25,01,556**	**1,51,22,89,261**	**(1,18,68,805)**	**3,28,69,35,933**
Total Comprehensive Income for the year	-	-	-	50,60,44,363	(82,81,436)	49,77,62,927
Additions	1,22,59,01,416	10,12,09,000	-	(10,12,09,000)	-	1,22,59,01,416
Sub Total	**2,54,27,10,360**	**56,84,13,977**	**25,01,556**	**1,91,71,24,624**	**(2,01,50,241)**	**5,01,06,00,276**
Interim Dividend	-	-	-	-	-	-
Balance at the end of the 31-03-2022	**2,54,27,10,360**	**56,84,13,977**	**25,01,556**	**1,91,71,24,624**	**(2,01,50,241)**	**5,01,06,00,276**

Particulars	Attributable to the Owners					Total
	Securities Premium	Special Reserve Pursuant to Section 45 IC of Reserve Bank of India Act, 1934*	Capital Reserve	Retained Earnings	Re-measurement of Actuarial Gains and Losses	
Balance at the beginning of the 01-04-2020	**98,24,90,906**	**33,39,57,977**	**25,01,556**	**1,13,97,11,009**	**(95,58,954)**	**2,44,91,02,494**
Total Comprehensive Income for the year	-	-	-	66,62,31,919	(23,09,851)	66,39,22,068
Additions	33,43,18,038	13,32,47,000	-	(13,32,47,000)	-	33,43,18,038
Sub Total	**1,31,68,08,944**	**46,72,04,977**	**25,01,556**	**1,67,26,95,928**	**(1,18,68,805)**	**3,44,73,42,600**
Interim Dividend	-	-	-	(16,04,06,667)		(16,04,06,667)
Dividend Distribution Tax	-	-	-	-		-
Balance at the end of the 31-03-2021	**1,31,68,08,944**	**46,72,04,977**	**25,01,556**	**1,51,22,89,261**	**(1,18,68,805)**	**3,28,69,35,933**

*As per section 45-IC of the Reserve Bank of India Act, 1934, the company is required to create a reserve fund at a rate of 20% of the net profit after tax of the company every year. Considering the profit after tax for the year ended 31st March 2022,, ₹ 10,12,09,000 /- (P.Y.₹ 13,32,47,000) being 20% of the profit after taxes for the year has been transferred from the Statement of Profit and Loss to Special Reserve.

The Board of Directors have recommended a final dividend of ₹ 0.10 per equity share amounting to Rs. 4,98,22,319/- for the financial year 2021-22 on 23rd April, 2022 which is subject to the approval of shareholders in the Annual General Meeting (AGM) of the Company to be held for the financial year 2021-22.

Accompanying notes are an integral part of these financial statements
As per our attached report of even date
For Brahmayya & Co.,
Chartered Accountants
Firm No. 000515S

G.Srinivas
Partner
M. No. 086761

Place: Bengaluru
Date: 23-04-2022

For and on behalf of the Board of Directors
of IIFL Samasta Finance Limited

N. Venkatesh
Managing Director
DIN : 01018821

D. Shivaprakash
Whole-Time Director
DIN : 02216802

Anantha Kumar T
Chief Financial Officer

Manoranjan Biswal
Company Secretary

Place: Bengaluru
Date: 23-04-2022

IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance Limited)
Notes forming part of Financial Statements for the year ended March 31, 2022

Note 26. Interest Income

(Amount in ₹)

Particulars	Year Ended March 31,2022			Year Ended March 31,2021		
	On Financial Assets measured at fair value through OCI	On Financial Assets measured at Amortised Cost	Interest Income on Financial Assets classified at fair value through profit or loss	On Financial Assets measured at fair value through OCI	On Financial Assets measured at Amortised Cost	Interest Income on Financial Assets classified at fair value through profit or loss
Interest on Loans	-	9,73,58,61,863	-	-	6,80,36,05,012	-
Interest on deposits with Banks	-	10,64,62,829	-	-	8,23,18,551	-
Total	**-**	**9,84,23,24,692**	**-**	**-**	**6,88,59,23,563**	**-**

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IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance Limited)
Notes forming part of Financial Statements for the year ended March 31, 2022

Note 27. Fee and Commission Income

(Amount in ₹)

Particulars	Year ended March 31 2022	Year ended March 31 2021
	On Financial Assets measured at Amortised Cost	On Financial Assets measured at Amortised Cost
Income from Referral Fee	9,82,50,226	5,66,79,333
Income from Business Correspondents	7,21,33,412	-
Commission Income	8,24,89,451	4,31,38,910
Documentation Charges	80,31,451	30,46,028
Total	**26,09,04,540**	**10,28,64,271**

Note 28. Net gain on derecognition of financial instruments under amortised cost category :

Particulars	Year ended March 31 2022	Year ended March 31 2021
Bad debts recovered	2,46,39,020	7,23,314
Total	**2,46,39,020**	**7,23,314**

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Notes forming part of Financial Statements for the year ended March 31, 2022

Note 29. Other Income

(Amount in ₹)

Particulars	Year Ended March 31, 2022	Year Ended March 31, 2021
Interest on Income tax refund	-	12,17,574
Profit on sale of investments	7,01,55,716	3,05,96,802
Miscellaneous Income	12,51,789	6,96,026
Total	**7,14,07,505**	**3,25,10,402**

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Notes forming part of Financial Statements for the year ended March 31, 2022

Note 30. Finance Cost

(Amount in ₹)

Particulars	Year Ended March 31, 2022		Year Ended March 31, 2021	
	On Financial liabilities measured at fair value through profit or loss	On Financial liabilities measured at Amortised Cost	On Financial liabilities measured at fair value through profit or loss	On Financial liabilities measured at Amortised Cost
Interest on Debt Securities	5,83,559	78,28,14,638.21	15,19,872	61,66,08,561
Interest on subordinated liabilities	29,99,083	13,36,87,957	27,50,204	12,21,89,167
Interest on Borrowings	-	2,77,59,35,734	-	1,57,29,61,381
Discount on Commercial Paper	-	1,18,50,416	-	4,13,88,750
Interest Expense on Other borrowings	-	7,55,60,657	-	8,72,76,439
Amortisation of Processing Fees	-	13,76,33,725	-	6,19,51,972
Interest on Lease Liability	-	68,11,339	-	61,60,885
Documentation Charges	-	25,75,188	-	20,93,997
Amortisation of Debenture Issue Expenses	-	2,00,16,730	-	2,95,33,142
Other Borrowing Cost	-	5,56,162	-	12,06,153
Total	**35,82,642**	**3,94,74,42,545**	**42,70,076**	**2,54,13,70,446**

Note 31. Net loss on derecognition of financial instruments under amortised cost category

(Amount in ₹)

Particulars	Year Ended March 31, 2022	Year Ended March 31, 2021
Amortisation of Interest only strip	6,73,96,545	12,42,51,401
Bad Debts Written off	1,31,83,73,735	42,86,99,909
Total	**1,38,57,70,281**	**55,29,51,309**

Note 32. Impairment On Financial Instruments:-

(Amount in ₹)

Particulars	Year Ended March 31, 2022		Year Ended March 31, 2021	
	On Financial instruments measured at fair value through OCI	On Financial instruments measured at Amortised Cost	On Financial instruments measured at fair value through OCI	On Financial instruments measured at Amortised Cost
Loans - Expected Credit Loss	-	98,72,54,224	-	85,29,14,313
Total	**-**	**98,72,54,224**	**-**	**85,29,14,313**

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Notes forming part of Financial Statements for the year ended March 31, 2022

Note 33. Employee Benefit Expenses

(Amount in ₹)

Particulars	Year Ended March 31, 2022	Year Ended March 31, 2021
Salaries and bonus	2,06,99,91,345	1,38,58,20,443
Contribution to provident and other funds	18,27,87,449	12,05,75,193
Leave Encashment	3,94,42,128	2,24,29,864
Gratuity	1,51,11,968	1,49,96,527
Staff Welfare Expenses	5,91,70,077	3,15,32,841
Total	**2,36,65,02,967**	**1,57,53,54,868**

Note 34. Other Expenses

(Amount in ₹)

Particulars	Year Ended March 31, 2022	Year Ended March 31, 2021
Rent Expenses	12,78,26,690	9,42,87,858
Rates and Taxes	73,55,672	50,00,768
Exchange and statutory Charges	-	33,69,000
Marketing Expense	2,25,922	1,99,519
Bank Charges	9,51,80,081	7,47,31,307
Repairs and maintenance	1,11,23,897	86,00,528
Electricity	1,54,53,246	1,11,64,120
Communication Costs	3,94,74,478	2,69,74,156
Printing and stationery	2,81,72,317	1,80,62,963
Postage and courier	1,53,30,831	76,17,754
Advertisement and publicity	5,23,012	2,26,173
Payment to Auditors		
(i) As Auditors	9,00,000	8,00,000
(ii) For taxation matters	-	1,00,000
(iii) For Certification Works	1,00,000	1,00,000
(iv) Out of pocket expenses	1,70,317	1,51,164
Legal and Professional charges	9,50,61,211	7,19,29,530
Software Charges/ Technology Cost	10,57,09,275	8,77,75,026
Travelling and conveyance	22,21,45,380	14,83,49,679
Miscellaneous Expenses *	7,59,18,968	5,09,62,249
Total	**84,06,71,298**	**61,04,01,795**

*Under this head, there is no expenditure which is in excess of 1% of revenue from operations or ₹10 lakhs, whichever is higher.

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33.1 Gratuity Abridged Disclosure Statement as per Indian Accounting Standard - 19 "Employee Benefits" for the period 01/04/2021 - 31/03/2022

Details of defined benefit plan of gratuity are given below:

(Amount in ₹)

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
i) Changes in the Present Value of Obligation (PVO)		
PVO as at the beginning of the period	**4,17,60,219**	**2,66,92,489**
Interest Cost	21,63,179	14,54,741
Current service cost	1,35,32,016	1,24,99,395
Past service cost - (non vested benefits)	-	-
Past service cost - (vested benefits)	-	-
Liability Transferred In/ Acquisitions	-	-
Benefits paid	(6,54,772)	(6,47,079)
The Effect Of Changes in Foreign Exchange Rates	-	-
Actuarial loss/(gain) on obligation -Due to Change in Demographic Assumptions	39,864	(40,50,563)
Actuarial (Gains)/Losses on Obligations - Due to Change in Financial Assumptions	-65,97,578	34,20,437
Actuarial (Gains)/Losses on Obligations - Due to Experience	1,64,72,360	23,90,799
PVO as at the end of the year	**6,67,15,288**	**4,17,60,219**

ii) Changes in the Fair Value of Plan Assets

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Fair value of plan assets as at the beginning of the period	1,12,59,202	1,05,56,969
Interest Income	5,83,227	5,75,355
Contributions by the Employer	92,12,079	21,00,000
Benefits paid from the Fund	(6,54,772)	(6,47,079)
Return on Plan Assets, Excluding Interest Income	(11,52,058)	(13,26,043)
Fair value of plan assets as at the end of the period	1,92,47,678	1,12,59,202
iii) Amount recognized in the Balance Sheet and Related Analysis		
Present Value of Benefit Obligation at the end of the Period	(6,67,15,288)	(4,17,60,219)
Fair Value of Plan Assets at the end of the Period	1,92,47,678	1,12,59,202
Funded Status - Deficit	(4,74,67,610)	(3,05,01,017)
Net Liability recognized in the balance sheet	**(4,74,67,610)**	**(3,05,01,017)**
iv) Net Interest Cost for Current Period		
Present Value of Benefit Obligation at the Beginning of the Period	4,17,60,219	2,66,92,489
Fair Value of Plan Assets at the Beginning of the Period	(1,12,59,202)	(1,05,56,969)
Net Liability at the Beginning	3,05,01,017	1,61,35,520
Interest Cost	21,63,179	14,54,741
Interest Income	(5,83,227)	(5,75,355)
Net Interest Cost for the Period	**15,79,952**	**8,79,386**
v) Expenses recognized in the Statement of Profit or Loss for Current Period		
Current service cost	1,35,32,016	1,24,99,395
Net Interest Cost	15,79,952	8,79,386
Past Service Cost	-	-
Expected Contributions by the Employees	-	-
(Gains)/Losses on Curtailments And Settlements	-	-
Net Effect of Changes in Foreign Exchange Rates	-	-
Expenses recognized in the statement of profit and loss	**1,51,11,968**	**1,33,78,781**
vi) Expenses Recognized in the Other Comprehensive Income (OCI) for Current Period		
Actuarial (Gains)/Losses on Obligation For the Period	99,14,646	17,60,673
Return on Plan Assets, Excluding Interest Income	11,52,058	13,26,043
Change in Asset Ceiling		-
Net Expense For the Period Recognized in OCI	**1,10,66,704**	**30,86,716**
vii) Principal Actuarial Assumptions (Expressed as weighted averages)		
Discount Rate	5.66%	5.18%
Salary escalation rate	8.00%	8.50%
Attrition rate	For service 4 years and below: 35%p.a For service 5 years and above: 10% p.a	For service 4 years and below: 35%p.a For service 5 years and above: 10% p.a
Mortality Rate	Indian Assured Lives Mortality (2012-14) Urban	Indian Assured Lives Mortality (2006-08) Ultimate
Expected rate of return on Plan Assets	5.66%	5.18%

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Sensitivity Analysis

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Projected Benefit Obligation on Current Assumptions	6,67,15,288	4,17,60,219
Delta Effect of +1% Change in Rate of Discounting	(58,25,264)	(39,93,606)
Delta Effect of -1% Change in Rate of Discounting	68,59,955	47,44,404
Delta Effect of +1% Change in Rate of Salary Increase	66,32,113	45,40,822
Delta Effect of -1% Change in Rate of Salary Increase	(57,57,856)	(39,14,268)
Delta Effect of +1% Change in Rate of Employee Turnover	(19,35,452)	(17,36,939)
Delta Effect of -1% Change in Rate of Employee Turnover	21,40,285	19,46,541

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

The sensitivity analysis presented above may not be representative of the actual change in the Defined Benefit Obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the Defined Benefit Obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the Defined Benefit Obligation as recognised in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

Notes

Gratuity is payable as per company's scheme as detailed in the report.

Actuarial gains/losses are recognized in the period of occurrence under Other Comprehensive Income (OCI). All above reported figures of OCI are gross of taxation.

Salary escalation & attrition rate are considered as advised by the entity; they appear to be in line with the industry practice considering promotion and demand & supply of the employees.

Maturity Analysis of Benefit Payments is undiscounted cashflows considering future salary, attrition & death in respective year for members as mentioned above.

Average Expected Future Service represents Estimated Term of Post - Employment Benefit Obligation.

Defined Benefit Plan

The company's contribution to defined contribution plan via provident fund of Rs. 18,24,00,308 (PY. Rs 12,05,75,192) has been recognised in the Statement of Profit and Loss.

33.2 Leave Encashment

Particulars	FY 21-22	FY 20-21
Projected Benefit obligation	3,73,55,671	2,38,35,376
Expense recognised in the Statement of P&L	3,94,42,128	2,24,29,864
Discount rate	5.66%	5.18%
Salary Escalation rate	8.00%	8.50%
Attrition rate	For service 4 years and below: 35%p.a For service 5 years and above: 10% p.a	For service 4 years and below: 35%p.a For service 5 years and above: 10% p.a
Mortality rate During the Employment	Indian Assured Lives Mortality (2012-14) Urban	Indian Assured Lives Mortality (2006-08) Ultimate

33.3 Defined Contribution Plans:

The Company has recognised the following amounts as an expense and included in the Employee Benefit Expenses.

Particulars	FY 21-22	FY 20-21
Contribution to Provident fund	14,30,51,931	9,21,77,267
Contribution to ESIC	3,93,48,377	2,82,00,280
Contribution to Labour Welfare Fund	3,87,141	1,97,645
Total	**18,27,87,449**	**12,05,75,192**

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Note 35. Income taxes

Amounts recognised in profit or loss

(Amount in ₹)

Particulars	Year Ended March 31, 2022	Year Ended March 31, 2021
Current tax expense		
Current year	36,76,90,322	43,49,98,351
Changes in estimates related to prior years	(19,47,155)	8,69,253
Deferred tax expense		
Origination and reversal of temporary differences	(28,23,37,634)	(28,05,63,971)

Amounts recognised in OCI

(Amount in ₹)

Particulars	Year Ended March 31,2022			Year Ended March 31,2021		
	Before tax	Tax expense	Net of tax	Before tax	Tax expense	Net of tax
Items that will not be reclassified to profit or loss						
Remeasurements of defined benefit liability (asset)	(1,10,66,704)	27,85,268	(82,81,436)	(30,86,716)	7,76,865	(23,09,851)

Reconciliation of Effective Tax Rate:

(Amount in ₹)

Particulars	Year Ended March 31,2022 (Rate)	Year Ended March 31,2022 (Amount)	Year Ended March 31,2022	Year Ended March 31,2021 (Rate)	Year Ended March 31,2021 (Amount)	Year Ended March 31,2021
Profit before tax			58,94,49,896			82,15,35,552
Tax using the Bank's domestic tax rate	25.17%		14,83,52,750	25.17%		20,67,64,068
Tax effect of:						
Non-deductible		1,62,68,143	40,94,366		1,05,57,643	26,57,148
Tax-exempt income		-	-		-	-
Changes in the Estimates Taxes to previous year		-	(19,47,155)		-	8,69,253
Interest for deferment of advance tax		10,53,806	2,65,222		1,21,76,074	30,64,474
Deductible Income		(27,06,56,096)	(6,81,18,726)		(24,38,26,257)	(6,13,66,192)
Changes in the Deferred Tax Assets/ Liabilities		30,16,041	7,59,077		1,31,71,021	33,14,883
Total income tax expense			**8,34,05,534**			**15,53,03,633**

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Note 36. Capital, Other Commitments and Contingent Liabilities at Balance Sheet date:

Particulars	Year Ended March 31,2022	Year Ended March 31,2021
Contingent Liabilities and Commitments(to the extent not provided for)		
Claims against the company not acknowledged as debt*	16,953	-
Guarantee excluding finance guarantee	-	-
Other money for which a company is contingently liable	-	-
Total	16,953	-
Commitments:		
Estimated amount of contracts remaining to be executed on capital account and not provided for	-	-
Other Commitments		-
Total	-	-

*Income Tax Demand

36.1 The Company has not been declared as wilful defaulter by any bank or financial institution or other lender.

36.2 As per the information available with us, the Company is not having any relationship with struck off Companies during the year.

36.3 During the year, the Company has not entered into any merger/amalgamations. Accordingly, Compliance with approved mergers is not applicable for the Company.

36.4 The Company does not have any undisclosed income that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961

36.5 During the year, the Company has not invested / traded in crypto currency or in virtual currency.

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Note 37. Earnings Per Share:

Basic and Diluted Earnings Per Share ["EPS"] computed in accordance with Indian Accounting Standard - 33 "Earnings per share".

Particulars		Year Ended March 31,2022	Year Ended March 31,2021
Face value of equity shares in ₹ fully paid up		4,98,22,31,900	3,20,81,33,360
BASIC			
Profit after tax as per Statement of Profit and Loss (Total operations)	A	50,60,44,363	66,62,31,919
Profit after tax (after minority)as per Statement of Profit and Loss from Continuing Operations	B	50,60,44,363	66,62,31,919
Weighted Average Number of Equity Shares Outstanding	C	41,37,40,803	27,98,98,257
Basic EPS (In ₹) (i) Total operations	**A/C**	**1.22**	**2.38**
(ii)Continuing operations	**B/C**	**1.22**	**2.38**
DILUTED			
Weighted Average Number of Equity Shares for computation of basic EPS		41,37,40,803	27,98,98,257
Add: Potential Equity Shares on Account conversion of Employees Stock Options.		-	-
Weighted Average Number of Equity shares for computation of diluted EPS	D	41,37,40,803	27,98,98,257
Diluted EPS (In ₹) (i)Total operations	**A/D**	**1.22**	**2.38**
(ii)Continuing operations	**B/D**	**1.22**	**2.38**

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Notes forming part of Financial Statements for the year ended March 31, 2022

Note 38. Related Party Disclosures as per Indian Accounting Standard – 24 "Related Party Disclosure" for the year ended March 31, 2022

(a) Name of the related parties with whom transactions have been entered during the year and description of relationship:

Nature of Relationship	Name of the Related Party
Holding Company	IIFL Finance Limited
Group company	IIFL Home Finance Limited
Others	IIFL Management Services Limited
	IIFL Investment Adviser And Trustee Services Limited
	IIFL Facilities Services Limited
	IIFL Wealth Management Limited
	IIFL Alternate Asset Advisors Limited
	IIFL Wealth Prime Limited (Erstwhile IIFL Wealth Finance Limited)
Key Management Personnel	Mr. N. Venkatesh, Managing Director
	Mr. D. Shivaprakash, Whole-time Director
	Mr. Anantha Kumar T, Chief Financial Officer
	Mr. Manoranjan Biswal, Company Secretary wef 21/07/21
	Mr. Pramod Kulkarni, Company Secretary upto 21/07/21
	Mr. Shreyas D, Company Seceratary upto 14/08/20
Non Executive Director	Mr .Sumit Bali, Non Executive Director upto 23/06/20
	Mr. Monu Ratra, Non Executive Director wef 24/06/20
Independent Directors	Mr. A. Vikraman, Independent Director
	Mr. A. Ramanathan, Independent Director
	Ms. Malini B Eden, Women Director
	Mr. Badrinarayan Seshadri, Independent Director

(b) Disclosure of Transactions and Outstanding Balances with Related Parties

(Amount in ₹)

Nature of Transaction	FY 21-22	FY 20-21
Service Fee on Business Correspondence- Income		
IIFL Finance Limited	7,21,33,412	-
Interest Expense		
IIFL Finance Limited	7,45,06,849	6,76,97,260
IIFL Home Finance Limited	-	1,95,61,644
IIFL Facilities Services Limited	6,260	-
IIFL Wealth Prime Limited (Erstwhile IIFL Wealth Finance Limited)	1,96,65,418	-
Interest Income		
IIFL Finance Limited	-	4,36,50,000
IIFL Facilities Services Limited	-	20,13,699
Dividend Paid		
IIFL Finance Limited	-	11,88,41,511
IIFL Home Finance Limited	-	4,01,01,667
Arranger Fee Expenses		
IIFL Wealth Management Limited	67,54,853	82,78,290
Reimbursement of Expenses		
IIFL Finance Limited	65,71,715	-
Loans and Advances Received		
Inter Corporate Deposit Received from IIFL Finance Limited	5,50,00,00,000	9,48,00,00,000
Inter Corporate Deposit Repaid to IIFL Finance Limited	5,50,00,00,000	9,48,00,00,000
Inter Corporate Deposit Received from IIFL Home Finance Limited	-	1,00,00,00,000
Inter Corporate Deposit Repaid to IIFL Home Finance Limited	-	1,00,00,00,000

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Loans and Advances Given		
Inter Corporate Deposit Given to IIFL Finance Limited	-	3,45,00,00,000
Inter Corporate Deposit Repaid by IIFL Finance Limited	-	3,95,00,00,000
Inter Corporate Deposit Given to IIFL Facilities Services Limited	-	1,00,00,00,000
Inter Corporate Deposit Repaid by IIFL Facilities Services Limited	-	1,00,00,00,000
Share Capital and Securities Premium		
Equity Share Capital Received		
IIFL Finance Limited	1,33,05,73,910	42,42,61,470
IIFL Home Finance Limited	44,35,24,630	14,14,20,490
Securities Premium		
IIFL Finance Limited	91,94,26,065	25,07,38,529
IIFL Home Finance Limited	30,64,75,350	8,35,79,510
Remuneration to Key Managerial Personnel		
Sitting Fees paid	10,42,668	5,43,546
Short term Employee benefit	2,78,31,433	2,00,35,987
Outstanding Balance as on March 31 ,2022		
IIFL Wealth Management Limited	-	91,47,510
Sundry Receivable - IIFL Finance Limited (after TDS deduction)	2,50,30,552	
Market Linked Debentures		
IIFL Wealth Prime Limited (Erstwhile IIFL Wealth Finance Limited)	26,70,00,000	-
ICD / Loan Portfolio outstanding (Payable) / Receivable		
IIFL Wealth Prime Limited (Erstwhile IIFL Wealth Finance Limited)	1,96,65,418	-

Disclosures of Transactions Pursuant to Regulation 34(3) of SEBI (LODR) Regulations, 2015:

Name of the Entity	As at March 31, 2022	
	Outstanding Amount	Maximum Amount outstanding during the year
IIFL Finance Limited	-	3,50,00,00,000

Name of the Entity	As at March 31, 2021	
	Outstanding Amount	Maximum Amount outstanding during the year
IIFL Finance Limited	-	3,70,00,00,000
IIFL Home Finance Limited	-	1,00,00,00,000

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IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance Limited)
Notes forming part of Financial Statements for the year ended March 31, 2022

Note 39. Maturity Analysis of assets and liabilities as at March 31,2022

Particulars	March 31, 2022	Current	Non Current
ASSETS			
1 Financial Assets			
(a) Cash and cash equivalents	4,55,08,08,859	4,55,08,08,859	-
(b) Bank Balance other than (a) above	2,55,56,28,994	1,23,65,30,101	1,31,90,98,894
(c) Derivative financial instruments	9,86,93,322	-	9,86,93,322
(d) Receivables			
Trade Receivables	8,48,45,567	8,48,45,567	-
(e) Loans	55,18,62,67,844	35,12,95,58,597	20,05,67,09,247
(f) Investments	5,00,000	-	5,00,000
(g) Other Financial assets	51,96,30,247	14,76,61,706	37,19,68,541
2 Non-financial Assets			
(a) Other non-financial assets	14,10,58,538	13,63,20,714	47,37,824
(b) Current tax assets (Net)	1,63,74,019	1,63,74,019	-
(c) Deferred tax Assets (Net)	63,12,41,303	-	63,12,41,303
(d) Investment Property	5,04,836	-	5,04,836
(e) Property, Plant and Equipment	9,12,37,772	-	9,12,37,772
(f) Right to Use	6,73,77,250	-	6,73,77,250
(g) Capital work-in-progress	-	-	-
(h) Other Intangible assets	1,32,391	-	1,32,391
Total Assets	**63,94,43,00,942**	**41,30,20,99,563**	**22,64,22,01,379**
LIABILITIES AND EQUITY			
LIABILITIES			
1 Financial Liabilities			
(a) Derivative financial instruments	9,86,93,322	-	9,86,93,322
(b) Payables			
(I)Trade Payables			
(i) total outstanding dues of micro enterprises and small enterprises	-		
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	8,06,03,416	8,06,03,416	-
(c) Debt Securities	5,14,80,83,770	1,69,73,47,299	3,45,07,36,471
(d) Borrowings (Other than Debt Securities)	46,03,36,59,529	25,35,14,05,934	20,68,22,53,595
(e) Subordinated Liabilities	1,40,72,04,341	4,64,76,797	1,36,07,27,545
(f) Lease Liability	7,41,82,995	1,13,62,205	6,28,20,790
(g) Other financial liabilities	91,35,84,192	91,35,84,192	-
2 Non-Financial Liabilities			
(a) Current tax liabilities (Net)	5,51,16,012	5,51,16,012	
(b) Provisions	8,45,85,688	6,52,03,599	1,93,82,089
(c) Other non-financial liabilities	5,57,55,501	5,57,55,501	-
3 Equity			
(a) Equity Share capital	4,98,22,31,900	-	4,98,22,31,900
(b) Other Equity	5,01,06,00,276	-	5,01,06,00,276
Total Liabilities and Equity	**63,94,43,00,942**	**28,27,68,54,955**	**35,66,74,45,988**

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IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance Limited)
Notes forming part of Financial Statements for the year ended March 31, 2022

Maturity Analysis of assets and liabilities as at March 31,2021

Particulars	March 31, 2021	Current	Non Current
ASSETS			
1 Financial Assets			
(a) Cash and cash equivalents	1,78,70,10,465	1,78,70,10,465	-
(b) Bank Balance other than (a) above	1,54,44,11,947	60,36,36,953	94,07,74,994
(c) Derivative financial instruments	8,69,85,006		8,69,85,006
(d) Receivables			-
Trade Receivables	3,05,99,607	3,05,99,607	-
(e) Loans	39,63,02,60,944	23,50,53,65,178	16,12,48,95,766
(f) Investments	5,00,000	-	5,00,000
(g) Other Financial assets	50,77,89,958	42,34,00,176	8,43,89,782
2 Non-financial Assets			
(a) Other non-financial assets	1,18,40,015	1,16,29,668	2,10,347
(b) Current tax assets (Net)	1,61,26,237	1,61,26,237	-
(c) Deferred tax Assets (Net)	34,61,18,403	-	34,61,18,403
(d) Investment Property	5,31,516	-	5,31,516
(e) Property, Plant and Equipment	6,26,47,738	-	6,26,47,738
(f) Right to Use	5,62,88,979		5,62,88,979
(g) Capital work-in-progress	-	-	-
(h) Other Intangible assets	10,37,287	-	10,37,287
Total Assets	**44,08,21,48,102**	**26,37,77,68,285**	**17,70,43,79,818**
LIABILITIES AND EQUITY			
LIABILITIES			
1 Financial Liabilities			
(a) Derivative financial instruments	8,69,85,006	-	8,69,85,006
(b) Payables			
(I)Trade Payables			
(i) total outstanding dues of micro enterprises and small enterprises	-	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	8,60,14,864	8,60,14,864	-
(c) Debt Securities	8,82,92,74,954	5,41,68,14,266	3,41,24,60,688
(d) Borrowings (Other than Debt Securities)	25,54,11,18,371	14,08,33,74,325	11,45,77,44,046
(e) Subordinated Liabilities	1,27,85,62,710	-	1,27,85,62,710
(f) Lease Liability	6,17,65,249	93,43,814	5,24,21,435
(g) Other financial liabilities	1,59,95,59,729	1,59,95,59,729	-
2 Non-Financial Liabilities			
(a) Current tax liabilities (Net)	1,15,81,955	1,15,81,955	
(b) Provisions	5,43,36,393	3,58,38,801	1,84,97,592
(c) Other non-financial liabilities	3,78,79,578	3,78,79,578	-
3 Equity			
(a) Equity Share capital	3,20,81,33,360	-	3,20,81,33,360
(b) Other Equity	3,28,69,35,933	-	3,28,69,35,933
Total Liabilities and Equity	**44,08,21,48,102**	**21,28,04,07,332**	**22,80,17,40,770**

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Note 40. Financial Risk Management

a) Credit Risk

Credit Risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the company. The company. has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The exposure is continuously monitored.

Trade Receivables and Other financial assets

Credit risk with respect to trade receivables and other financial assets are extremely low. Trade receivables are primarily from other services provided, historically company has not suffered any defaults. Based on the credit assessment the historical trend of low default is expected to continue. No provision for expected credit loss has been Trade Receivables and Other financial assets.

Loans

The following table sets out information about credit quality of loan assets measured at amortised cost based on Number of Days past due information. The amount represents gross carrying amount.

Particulars	As at March 31,2022	As at March 31,2021
Gross Carrying value of loan Assets		
Stage-1 (Less than 30 Days)	52,30,64,90,123	38,85,05,96,071
Stage-2 (30-90 Days)	3,64,62,44,127	1,56,93,54,027
Stage-3 (More than 90 Days)	1,77,44,66,385	74,78,19,368
Total Gross Carrying value on Reporting Date	**57,72,72,00,635**	**41,16,77,69,466**

Credit Quality

Financial services business has a comprehensive framework for monitoring credit quality of its retail and other loans based on days past due monitoring. Repayment by individual customers and portfolio is tracked regularly and required steps for recovery is taken through follow ups and legal recourse.

Inputs considered in the ECL model

In assessing the impairment of loans assets under Expected Credit Loss (ECL) Model, the loan assets have been segmented into three stages.
The three stages reflect the general pattern of credit deterioration of a financial instrument. The differences in accounting between stages relate to the recognition of expected credit losses and the calculation and presentation of interest revenue.

The company categorises loan assets into stages based on the Days Past Due status:
i) Stage 1: 30 Days Past Due
ii) 31-90 Days Past Due
iii) More than 90 Days Past Due
Exposure at default (EAD) is the maximum exposure as on the date of provision which includes both principal outstanding and interest. Interest is the total of interest outstanding and interest accrued but not due.

Loss given default (LGD) estimates the normalized loss which company incurs post customer default. It is computed through recovery observed in delinquent accounts over a period of time. It is always expressed as % of outstanding amount and not in count. LGD is common for all three stages and is based on loss in past portfolio.

Effective Interest rate (EIR) is the rate that discounts estimated future cash flows through the expected life of financial instrument.

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Estimation Technique

Probability of default (PD) is the likelihood that customer will default on loan in time horizon. It is computed on count basis .The reason is customer defaulting on loan is captured by its count and there is no relationship with his outstanding dues. Calculated PD is on Stage 1 and Stage 2 on portfolio basis and for Stage 3 PD is 100%.

Assessment of significant increase in credit risk

When determining whether the risk of default has increased significantly since initial recognition, the financial services business considers both quantitative and qualitative information and analysis based on the business historical experience, including forward-looking information. The financial services business considers reasonable and supportable information that is relevant and available without undue cost and effort.

The financial services business uses the number of days past due to classify a financial instrument in low credit risk category and to determine significant increase in credit risk in retail. As a backstop, the financial services business considers that a significant increase in credit risk occurs no later than when an asset is more than 30 days past due.

Impairment loss

The expected credit loss allowance provision is determined as follows:

Particulars	Stage 1	Stage 2	Stage 3	Total
Gross Balance as at 31-03-2022	52,30,64,90,123	3,64,62,44,127	1,77,44,66,385	**57,72,72,00,635**
Expected Credit Loss	1,08,85,98,877	15,81,02,375	1,30,12,60,240	**2,54,79,61,492**
Expected Credit Loss Rate	2.08%	4.34%	73.33%	4.41%
Net of Impairment Provision	**51,21,78,91,246**	**3,48,81,41,751**	**47,32,06,145**	**55,17,92,39,142**

Particulars	Stage 1	Stage 2	Stage 3	Total
Gross Balance as at 31-03-2021	38,85,05,96,071	1,56,93,54,027	74,78,19,368	**41,16,77,69,466**
Expected Credit Loss	74,06,60,848	6,59,59,220	74,78,19,368	**1,55,44,39,436**
Expected Credit Loss Rate	1.91%	4.20%	100.00%	3.78%
Net of Impairment Provision	**38,10,99,35,222**	**1,50,33,94,807**	**-**	**39,61,33,30,029**

The following tables show reconciliations from the opening to the closing balance of the loss allowance by class of financial instrument.

Reconciliation of loss allowance	Financial Assets where loss allowance measured at 12-month ECL		Financial assets for which credit risk has increased significantly and credit not impaired		Financial assets for which credit risk has increased significantly and credit impaired		Total	
	Principal	Interest	Principal	Interest	Principal	Interest	Principal	Others
Opening ECL 01-04-2021	**73,53,00,056**	**53,60,793**	**6,29,05,844**	**30,53,377**	**74,78,19,369**	-	**1,54,60,25,268**	**84,14,169**
Incremental loans disbursed in FY 21-22	87,69,79,317	52,46,465	7,63,93,229	31,59,584	72,77,74,231		1,68,11,46,777	84,06,049
Loans closed/written off during the year	(30,81,09,391)	(21,48,093)	(3,14,93,717)	(17,98,907)	(59,34,90,302)		(93,30,93,411)	(39,47,000)
Stage same in both years- change in provisioning	(17,55,99,431)	(13,93,263)	(3,87,703)	(49,004)	(4,31,37,077)		(21,91,24,210)	(14,42,267)
Movement of stages due to asset reclassification	(4,67,09,334)	(3,28,242)	4,53,54,481	9,65,193	46,22,94,020		46,09,39,167	6,36,951
Closing ECL 31-03-2022	**1,08,18,61,217**	**67,37,660**	**15,27,72,134**	**53,30,242**	**1,30,12,60,240**	-	**2,53,58,93,592**	**1,20,67,902**

Reconciliation of loss allowance	Financial Assets where loss allowance measured at 12-month ECL		Financial assets for which credit risk has increased significantly and credit not impaired		Financial assets for which credit risk has increased significantly and credit impaired		Total	
	Principal	Interest	Principal	Interest	Principal	Interest	Principal	Others
Opening ECL 01-04-2020	**34,65,90,505**	**37,67,853**	**78,13,957**	**82,548**	**34,31,20,550**	**-**	**69,75,25,012**	**38,50,402**
Incremental loans disbursed in FY 20-21	61,66,11,395	42,57,970	2,56,24,740	13,01,046	10,47,71,888	-	74,70,08,023	55,59,016
Loans closed/written off during the year	(16,39,22,106)	(14,84,512)	(25,90,740)	(11,198)	(32,60,79,204)	-	(49,25,92,050)	(14,95,710)
Stage same in both years- change in provisioning	(3,86,53,722)	(8,78,449)	(48,285)	3,638	(9,68,776)	-	(3,96,70,783)	(8,74,811)
Movement of stages due to asset reclassification	(2,53,26,016)	(3,02,068)	3,21,06,171	16,77,342	62,69,74,910	-	63,37,55,065	13,75,274
Closing ECL 31-03-2021	**73,53,00,056**	**53,60,793**	**6,29,05,844**	**30,53,377**	**74,78,19,369**	**-**	**1,54,60,25,267**	**84,14,170**

The following tables show reconciliations from the opening to the closing balance of the exposure at default (EAD) (Principal & Interest) by class of financial instrument.

Reconciliation of Exposure at default	Financial Assets where loss allowance measured at 12-month ECL		Financial assets for which credit risk has increased significantly and credit not impaired		Financial assets for which credit risk has increased significantly and credit impaired		Total	
	Principal	Interest	Principal	Interest	Principal	Interest	Principal	Others
Opening EAD 01-04-2021	**38,85,05,96,071**	**27,37,58,782**	**1,56,93,54,027**	**7,49,74,739**	**74,78,19,368**	**-**	**41,16,77,69,466**	**34,87,33,521**
Incremental loans disbursed in FY 21-22	42,38,66,76,514	27,73,98,901	1,82,32,93,007	7,78,10,102	99,24,30,929		45,20,24,00,450	35,52,09,003
Loans closed/written off during the year	(16,26,04,28,182)	(10,96,96,316)	(78,56,94,771)	(4,41,71,624)	(59,34,90,302)		(17,63,96,13,255)	(15,38,67,940)
Stage same in both years- change in provisioning	(10,14,31,29,917)	(6,86,26,158)	(1,48,06,604)	(11,89,866)	(87,14,466)		(10,16,66,50,987)	(6,98,16,023)
Movement of stages due to asset reclassification	(2,52,72,24,363)	(1,65,91,603)	1,05,40,98,467	2,38,42,885	63,64,20,856		(83,67,05,039)	72,51,282
Closing EAD 31-03-2022	**52,30,64,90,123**	**35,62,43,606**	**3,64,62,44,127**	**13,12,66,237**	**1,77,44,66,385**	**-**	**57,72,72,00,635**	**48,75,09,843**

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Reconciliation of Exposure at default	Financial Assets where loss allowance measured at 12-month ECL		Financial assets for which credit risk has increased significantly and credit not impaired		Financial assets for which credit risk has increased significantly and credit impaired		Total	
	Principal	Interest	Principal	Interest	Principal	Interest	Principal	Others
Opening EAD 01-04-2020	**22,93,13,82,448**	**24,23,57,475**	**23,15,59,667**	**24,28,949**	**34,31,20,550**	-	**23,50,60,62,665**	**24,47,86,424**
Incremental loans disbursed in FY 20-21	32,62,88,81,799	21,91,77,217	63,24,25,459	3,15,96,903	10,47,71,888	-	33,36,60,79,145	25,07,74,120
Loans closed/written off during the year	(10,85,18,03,625)	(9,79,33,214)	(7,69,83,178)	(3,24,274)	(32,60,79,204)	-	(11,25,48,66,007)	(9,82,57,487)
Stage same in both years- change in provisioning	(4,20,27,74,069)	(7,02,86,294)	(23,28,506)	70,823	(9,68,776)	-	(4,20,60,71,350)	(7,02,15,471)
Movement of stages due to asset reclassification	(1,65,50,90,484)	(1,95,56,402)	78,46,80,586	4,12,02,337	62,69,74,910	-	(24,34,34,987)	2,16,45,935
Closing EAD 31-03-2021	**38,85,05,96,071**	**27,37,58,782**	**1,56,93,54,027**	**7,49,74,739**	**74,78,19,368**	-	**41,16,77,69,466**	**34,87,33,521**

b) Liquidity risk

(i) Financing arrangements

The company had access to the following undrawn borrowing facilities at the end of the reporting period:

Particulars	Year Ended March 31,2022	Year Ended March 31,2021
Floating rate		
Expiring within one year	3,27,62,28,000	86,50,00,000
Expiring beyond one year	-	-
Total	**3,27,62,28,000**	**86,50,00,000**

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(ii) Maturities of financial liabilities

The tables below analyse the company's financial liabilities into relevant maturity groupings based on their contractual maturities for:
1. all non-derivative financial liabilities, and
2. net and gross settled derivative financial instruments for which the contractual maturities are essential for an understanding of the timing of the cash flows.
The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

Contractual maturities of financial liabilities - 31-03-2022	Less than 3 months	3 to 6 months	6 months to 1 year	Between 1 and 5 years	More than 5 years
Non-derivatives					
Borrowings	**7,21,55,86,318**	**6,90,14,06,398**	**12,90,35,42,693**	**25,09,30,80,727**	**-**
-Term Loans - Banks	4,79,90,27,673	5,01,88,00,893	9,38,98,49,387	15,55,46,58,677	-
-Term Loans - Others	2,01,16,43,888	1,49,86,05,505	2,61,36,93,306	5,20,04,22,050	-
-Commercial Paper	-	25,90,00,000	-	-	-
-NCD-Secured	32,50,00,000	12,50,00,000	90,00,00,000	3,33,80,00,000	-
-NCD-Unsecured	5,00,00,000	-	-	1,00,00,00,000	-
-Cash Credit/Overdraft	2,99,14,757	-	-	-	-
-Secutization	-	-	-	-	-
Trade payables	8,36,03,416	-	(30,00,000)	-	-
Other financial liabilities	88,18,90,929	3,16,93,263	-	-	-
Lease Liability	28,44,656	28,01,807	57,15,742	5,20,20,720	1,08,00,070
Total non-derivative liabilities	**8,18,39,25,320**	**6,93,59,01,467**	**12,90,62,58,434**	**25,14,51,01,447**	**1,08,00,070**
Derivative liabilities					
Embedded Derivative	-	-		9,86,93,322	-
Total derivative liabilities	**-**	**-**	**-**	**9,86,93,322**	**-**

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Contractual maturities of financial liabilities - 31-03-2021	Less than 3 months	3 to 6 months	6 months to 1 year	Between 1 and 5 years	More than 5 years
Non-derivatives					
Borrowings	**4,75,87,92,671**	**2,75,91,57,733**	**11,31,72,77,225**	**15,64,99,72,320**	**-**
-Term Loans - Banks	3,28,73,92,831	2,09,38,96,221	5,04,94,28,646	7,28,54,80,198	-
-Term Loans - Others	1,02,58,08,600	54,02,61,512	2,01,78,48,579	3,87,44,92,121	-
-Commercial Paper	-	-	-	-	-
-NCD-Secured	12,50,00,000	12,50,00,000	4,25,00,00,000	3,44,00,00,000	-
-NCD-Unsecured	-	-	-	1,05,00,00,000	-
-Cash Credit/Overdraft	32,05,91,239	-	-	-	-
-Secutization	-	-	-	-	-
Trade payables	2,38,14,469	-	6,22,00,395	-	-
Other financial liabilities	1,59,73,80,785	-	21,78,944	-	-
Lease Liability	22,44,783	23,24,603	47,74,428	3,21,62,313	2,02,59,122
Total non-derivative liabilities	**6,38,22,32,707**	**2,76,14,82,336**	**11,38,64,30,992**	**15,68,21,34,633**	**2,02,59,122**
Derivative liabilities					
Embedded Derivative	-	-	1,81,31,010	6,88,53,996	-
Total derivative liabilities	**-**	**-**	**1,81,31,010**	**6,88,53,996**	**-**

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Note 40. Financial Risk Management

Market Risk is the risk that the fair value or the future cash flows of a financial instrument will fluctuate because of changes in market factor. Such changes in the values of financial instruments may result from changes in the interest rates, credit, liquidity, and other market changes. The Company is exposed to two types of market risk as follows:

c) Interest rate risk exposure

The exposure of the Company's borrowing to interest rate changes at the end of the reporting period are as follows:

Particulars	31-Mar-22	31-Mar-21
Variable rate borrowings	31,70,93,72,363	14,35,88,06,598
Fixed Rate of Borrowings	20,40,42,43,773	20,12,63,93,350
Total	**52,11,36,16,136**	**34,48,51,99,948**

As at the end of the reporting period, the Company had the following variable rate borrowings outstanding:

Particulars	31-Mar-22			31-Mar-21		
	Weighted Average Interest Rate	Balance	% of total loans	Weighted Average Interest Rate	Balance	% of total loans
Bank Loans	9.52%	31,70,93,72,363	60.85%	9.09%	14,35,88,06,598	41.64%

Sensitivity

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates. Other components of equity change as a result of an increase/decrease in the fair value of the cash flow hedges related to borrowings.

Particulars	Impact on profit after tax		Impact on other components of equity	
	31-Mar-22	31-Mar-21	31-Mar-22	31-Mar-21
Interest rates – increase by 30 basis points	(8,16,67,751)	(3,49,33,224)	Nil	Nil
Interest rates – decrease by 30 basis points	8,16,67,751	3,49,33,224	Nil	Nil

d) Price Risk

Exposure

The Company's exposure to assets having price risk is as under

Particulars	Equity Shares (Other than Subsidiary)	Mutual Funds
Market Value as on 31.03.2022	5,00,000	-
Market Value as on 31.03.2021	5,00,000	-

To manage its price risk arising from investments in equity securities, the Company diversifies its portfolio. Diversification of the portfolio is done in accordance with the limits set by the Company.

Sensitivity

The table below summarises the impact of increases/decreases of the index on the Company's equity and profit for the period. The analysis is based on the assumption that the equity index had increased by 5% or decreased by 5% with all other variables held constant, and that all the Company's equity instruments moved in line with the index.

Particulars	Impact on profit after tax		Impact on other components of equity	
	31-Mar-22	31-Mar-21	31-Mar-22	31-Mar-21
Increase by 5%	21,463	20,274	Nil	Nil
Decrease by 5%	(21,463)	(20,274)	Nil	Nil

e) Foreign Currency Risk Exposure

The Company is not exposed to foreign currency fluctuation risk for its External Commercial Borrowings (ECB).

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Note 41. Corporate Social Responsibility

During the year, the Company incurred an aggregate amount of ₹ 1,42,67,543/- P.Y. (₹ 71,86,540/-) towards corporate social responsibility in compliance of Section 135 of Companies Act 2013 read with relevant schedule and rules made thereunder. The details of CSR Spend are given below:

Particulars	Year Ended March 31,2022	Year Ended March 31,2021
(1) Gross amount required to be spent by the company during the Year	1,96,60,925	1,44,75,992
(2) Amount spent by the company during the Year	1,42,67,543	71,86,540
The unspent amount transferred to the CSR Account during the year	53,93,382	72,89,452

Particulars	Amount	Remarks
Where the company covered under section 135 of the Companies Act, the following shall be disclosed with regard to CSR activities:-		
(i) amount required to be spent by the company during the year,	1,96,60,925	
(ii) amount of expenditure incurred,	69,78,091	This amount is reduced by unspent amount of FY 20-21 amounting to Rs. 72,89,452/-
(iii) shortfall at the end of the year,	1,26,82,834	
(iv) total of previous years shortfall,		
(v) reason for shortfall,	-	Due to covid crises we couldnt take up new CSR project. This unspent amount will be utilised for the ongoing project in the FY 22-23
(vi) nature of CSR activities,		All the CSR activities of IIFL Samasta Finance are aligned towards improving the quality of life of the community. However, Our CSR activities focuses on Livestock Development, Women empowerment, education, health and skill development .
(vii) details of related party transactions, e.g.,contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard,		
(viii) where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately.		

Note 42. Additional Information

a) Asset Classification & Provisioning:

As per MCA press release no 11/10/2009 CL - V dated 18th Jan 2016, the company adopted Ind AS notified under Sec 133 of CA 2013, from 01st April 2018. Pursuant to which the company has made provision for loss as per ECL under Ind As 109, Financial Instruments. Consequently the provison for loss is not on the basis of the Prudential Norms of the Reserve Bank of India.

b) Disclosure Pursuant to Reserve Bank of India Notification DNBS.200/CGM (PK)-2008 dated 1st August 2008

i) Capital to risk Assets ratio **(CRAR)** (computed as per the method prescribed by RBI)

Particulars	As on 31.03.2022	As on 31.03.2021
	₹	₹
Tier I Capital	8,69,17,21,333	5,98,52,83,039
Tier II Capital	1,08,55,11,795	1,35,06,60,849
Total Capital Funds	**9,77,72,33,128**	**7,33,59,43,888**
Total Risk Weighted Assets	**54,84,09,43,594**	**39,52,02,57,212**
CRAR - Tier I Capital (%)	15.85%	15.14%
CRAR - Tier II Capital (%)	1.98%	3.42%
CRAR (%)	17.83%	18.56%

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ii) Exposure to Real Estate Sector (Direct & Indirect Exposure) – Nil (PY: Nil)

iii) Amount of Subordinated Debt raised as Tier II Capital – Nil (PY: Nil)

iv) Exposure to Capital Markets –Nil

v) Ratings assigned during the year	As on 31.03.2022	As on 31.03.2021
a) MFI Grading	CRISIL M1C1	CRISIL M1C1
b) Bank loan rating	CRISIL AA-/Stable	CRISIL A+/Stable
c) NCD rating-	CRISIL AA-/Stable	CRISIL A+/Stable
d) MLD rating	CRISIL PP- MLD AA-r/Stable	CRISIL PP- MLD A+r/Stable
e) CP rating-	CRISIL A1+	CRISIL A1+

vi) Maturity Pattern of Assets and Liabilities

Maturity pattern of certain items of assets and liabilities as on March 31 2022 (Amount in ₹)

Particulars	Liabilities				Assets			
	Borrowings from Banks	Borrowings from NBFC/FI	NCD-Secured / Commercial Paper	NCD-Unsecured	Cash Credit/Overdraft	Advances (Loan portfolio outstanding)	FD with Banks (Free of Lien)	Investments
Up to one month	1,24,02,71,315	48,78,77,896	-	-	2,99,14,757	2,62,26,12,074	1,15,13,66,509	-
Over one month to 2 months	1,59,91,41,636	97,36,26,614	-	-	-	2,86,71,05,245	-	-
Over 2 months up to 3 months	1,95,96,14,723	55,01,39,378	32,50,00,000	5,00,00,000	-	2,90,11,06,899	-	-
Over 3 months up to 6 months	5,01,88,00,893	1,49,86,05,505	38,40,00,000	-	-	8,84,22,44,587	-	-
Over 6 months to 1 year	9,38,98,49,387	2,61,36,93,306	90,00,00,000	-	-	17,69,97,36,367	-	-
Over 1 year to 3 years	15,47,13,25,344	4,66,04,22,050	3,33,80,00,000	1,00,00,00,000	-	22,55,44,20,811	-	9,86,93,322
Over 3 years to 5 years	8,33,33,333	54,00,00,000	-	-	-	20,08,79,699	-	
Over 5 years	-	-	-	-	-	3,90,94,953	-	-
	34,76,23,36,631	**11,32,43,64,748**	**4,94,70,00,000**	**1,05,00,00,000**	**2,99,14,757**	**57,72,72,00,636**	**1,15,13,66,509**	**9,86,93,322**

c) Disclosure as required under DNBS (PD) CC. No. 300/03.10.038/2012-13 dated August 3 2012

The cap on margins (as defined by Malegam Committee) and in compliance with RBI circular RBI/2012-13/161 DNBS (PD) CC.No.300 /03.10.038/2012-13 03rd August 2012 is 9.39% as at 31st March 2022 (9.39% as at 31st March 2021)

d) Details of average interest paid on borrowings and charged on loans given to JLGs :

Particulars	2021-22	2020-21
	Rate of Interest in % for Microfinance loan	Rate of Interest in % for Microfinance loan
Average Rate of Interest on Borrowings	10.71%	11.94%
Average Rate of Interest on Loans given	19.47%	21.33%
Net Interest Margin	8.75%	9.39%

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Note 43. Disclosure Pursuant to Reserve Bank of India Notification DNBS.193DG (VL) 2007 dated 22nd February 2007:

Sl No.	Particulars	As at March 31, 2022		As at March 31, 2021	
		Amount Outstanding	Amount Overdue	Amount Outstanding	Amount Overdue
	Liabilities	(₹)	(₹)	(₹)	(₹)
1	**Loan and Advances availed by the NBFC inclusive of Interest accrued thereon but not paid:**				
A	Debentures	-	-	-	-
	- Secured	4,92,18,03,554	-	8,89,97,86,032	-
	- Unsecured	1,45,76,04,341	-	1,33,24,85,913	-
	(Other than falling the meaning of Public Deposits)	-	-	-	-
B	Deferred Credits	-	-	-	-
C	Term Loan	46,25,06,44,673	-	25,30,29,10,225	-
D	Inter-corporate Loans & Borrowings	-	-	-	-
E	Commercial Paper		-	-	-

Sl No.	Particulars	As at March 31, 2022		As at March 31, 2021	
		Amount Outstanding	Amount Overdue	Amount Outstanding	Amount Overdue
	Liabilities	(₹)	(₹)	(₹)	(₹)
F	Public Deposits	-	-	-	-
G	Other Loans – Vehicle Loan	-	-		-
	Other Loans – Non Convertible Debentures	-	-	-	-

Sl No.	Particulars	Amount Outstanding	Amount Outstanding
		March 31, 2022	March 31, 2021
2	**Break-up of (1) (f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid)**		
	(a) In the form of Unsecured debentures	-	-
	(b) In the form of partly secured debentures i.e. debentures where there is a shortfall in the value of security	-	-
	(c) Other Public Deposit	-	-
	Assets		

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3	**Break-up of Loans & Advances including Bills Receivables [Other than those included in (4) below]**		
	(a) Secured	65,66,64,987	58,03,11,238
	(b) Unsecured	57,07,75,64,350	40,60,43,89,142
4	**Breakup of Leased and Stock on Hire and other Assets counting towards AFC activities**		
(i)	Lease assets including Lease rentals under sundry debtors:		
	(a) Finance Lease	-	-
	(b) Operating Lease	-	-
(ii)	Stock on Hire including Hire Charges under sundry debtors:		
	(a) Assets on Hire	-	-
	(b) Repossessed Assets	-	-
(iii)	Other Loans counting towards AFC Activities		
	(a) Loans where assets have been repossessed	-	-
	(b) Loans other than (a) above	-	-

Sl No.	Particulars	Amount Outstanding	Amount Outstanding
		March 31, 2022	March 31, 2021
5	**Break-up of Investments**		
	Current Investments		
I	**Quoted:**		
(i)	Shares: (a) Equity	-	-
	(b) Preference	-	-
(ii)	Debentures and Bonds	-	-
(iii)	Units of Mutual Funds	-	-
(iv)	Government Securities	-	-
(v)	Others	-	-
II	**Unquoted:**		
(i)	Shares: (a) Equity	-	-
	(b) Preference	-	-
(ii)	Debentures and Bonds	-	-
(iii)	Units of Mutual Funds		
(iv)	Government Securities	-	-
(v)	Others	-	-

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	Long term Investments		
I	**Quoted:**		
(i)	Shares: (a) Equity	-	-
	(b) Preference	-	-
(ii)	Debentures and Bonds	-	-
(iii)	Units of Mutual Funds	-	-
(iv)	Government Securities	-	-
(v)	Others	9,86,93,322	8,69,85,006
II	**Unquoted:**		
(i)	Shares: (a) Equity	5,00,000	5,00,000
	(b) Preference	-	-
(ii)	Debentures and Bonds	-	-
(iii)	Units of Mutual Funds	-	-
(iv)	Government Securities	-	-
(v)	Others	-	-

6. Borrower Group wise classification of Assets Financed as in (3) and (4) above

Sl No.	Particulars	As at 31st March 2022		
		Amount in (₹) (Gross of Provisions)		
		Secured	Unsecured	Total
1	Related Parties			
	(a)Subsidiaries	-	-	-
	(b) Companies in the same group	-	-	-
	(c) Other Related Parties	-	-	-
2	Other than related parties	65,66,64,987	57,07,05,35,649	57,72,72,00,636
	Total	**65,66,64,987**	**57,07,05,35,649**	**57,72,72,00,636**

Sl No.	Particulars	As at 31st March 2021		
		Amount in (₹) (Gross of Provisions)		
		Secured	Unsecured	Total
1	Related Parties			
	(a)Subsidiaries	-	-	-
	(b) Companies in the same group	-	-	-
	(c) Other Related Parties	-	-	-
2	Other than related parties	58,03,11,238	40,58,74,58,228	41,16,77,69,466
	Total	**58,03,11,238**	**40,58,74,58,228**	**41,16,77,69,466**

7. Investor Group-wise classification of all investments (Current and Long Term) in Share and Securities (both Quoted and Unquoted):

Sl No.	Category	Market Value / Breakup value or Fair Value or Net Assets Value	Book Value (₹)
1	Related Parties		
	(a)Subsidiaries	-	-
	(b) Companies in the same group	-	-
	(c) Other Related Parties	-	-
2	Other than related parties	9,91,93,322	9,91,93,322
	Total	**9,91,93,322**	**9,91,93,322**

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8. Other Information

	Particulars	As on March 31, 2022	As on March 31, 2021
		Amount	Amount
(i)	Gross Non - Performing Assets		
	(a) Related Parties	-	-
	(b) Other than Related Parties	1,30,12,60,240	74,78,19,368
(ii)	Net Non - Performing Assets		
	(a) Related Parties	-	-
	(b) Other than Related Parties	-	-
(iii)	Assets acquired in Satisfaction of Debt	-	-

Note 44. The Company has not disbursed any loan against security of gold.

Note 45. Securitization / Assignment of Loans

During the year the Company has sold loans through direct Securitization / assignments. The information on direct assignment activity of the Company as an Originator / Assignor is as shown below:

Particulars	Year ended March 31 2022	Year ended March 31 2021
	(₹.)	(₹.)
Total number of loans securitized / assigned		
a.Through Direct assignment	2,46,415	2,88,021
b. Through Pass through Certificates	-	-
Total	**2,46,415**	**2,88,021**
Total book value of loans securitized / assigned		
a.Through Direct assignment	5,55,55,55,578	5,55,55,55,707
b. Through Pass through Certificates	-	-
Total	**5,55,55,55,578**	**5,55,55,55,707**
Sale consideration received for loans securitized / assigned		
a.Through Direct assignment	5,00,00,00,000	5,00,00,00,000
b. Through Pass through Certificates	-	-
Total	**5,00,00,00,000**	**5,00,00,00,000**
MFI Loans Subordinated as Credit Enhancement on Assets Derecognised		
a.Through Direct assignment	-	-
b. Through Pass through Certificates	-	-
Total		
Income recognized in the statement of profit and loss		
a.Through Direct assignment	61,67,04,806	87,79,81,788
b. Through Pass through Certificates	-	-
Total	**61,67,04,806**	**87,79,81,788**

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Income deferred on securitised transactions		
a.Through Direct assignment	6,73,96,545	12,42,51,401
b. Through Pass through Certificates	-	-
Total	6,73,96,545	12,42,51,401
Balance of loans assigned / securitized as at the balance sheet date		
a.Through Direct assignment	4,97,23,97,895	7,53,57,74,062
b. Through Pass through Certificates	-	-
Total	4,97,23,97,895	7,53,57,74,062
Cash collateral provided and outstanding as at the balance sheet date		
a.Through Direct assignment	-	-
b. Through Pass through Certificates	-	-
Total	-	-

Disclosure to be made under Securitization guidelines issued by Reserve Bank of India vide policy no. DNBS. PD. No. 301/3.10.01/2012-13 dated August 21 2012.

Sl No.	Particulars	As on 31.03.2022 (₹)	As on 31.03.2021 (₹)
1	No. of SPVs sponsored by the NBFC for Securitization transactions		
	a.Through Direct assignment	2	2
	b. Through Pass through Certificates	-	-
	Total	**2**	**2**
2	Total amount of securitized assets as per the books of the SPVs sponsored by the Company		
	a.Through Direct assignment	5,55,55,55,578	5,55,55,55,707
	b. Through Pass through Certificates	-	-
	Total	**5,55,55,55,578**	**5,55,55,55,707**

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3	Total amount of exposures retained by the Company to comply with MRR as on the date of balance sheet	-	-
	i) Off-Balance Sheet exposures		
	a) First Loss	-	-
	b) Others	-	-
	ii) On-Balance Sheet exposures		
	a) First Loss (in the form of Fixed Deposit)	-	0
	b) Others	-	-
4	Amount of exposures to securitization transactions other than MRR		
Sl No.	**Particulars**	**As on 31.03.2022**	**As on 31.03.2021**
		(₹)	**(₹)**
	i) Off-Balance Sheet exposures	-	-
	a) Exposure to own securitization		
	First Loss	-	-
	Others	-	-
	b) Exposure to third party securitization transaction		
	First Loss	-	-
	Others	-	-
	ii) On-Balance Sheet exposures		
	a) Exposure to own securitization		
	First Loss	-	-
	Others	-	-
	b) Exposure to third party securitization transaction		
	First Loss	-	-
	Others	-	-

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Note 46. Disclosure Pursuant to Reserve Bank of India Notification DOR (NBFC).CC.PD.No.109/22.10.106/2019-20 dated 13th March 2020:

Asset Classification as per RBI Norms for the year ended 31st March 2022

MFI loan book

Asset Classification as per RBI Norms	Asset Classification as per IND AS 109	Gross Carrying Amount as per IND AS 109	Loss Allowances (Provisions) as required under IND AS 109	Net Carrying Amount	Provisions required as per IRACP Norms	Difference between IND AS 109 provisions & IRACP Norms
1	2	3	4	5	6	7= 4-6
Performing Assets						
Standard	Stage 1	48,68,61,14,191	1,02,72,31,207	47,65,88,82,983	1,06,03,35,978	(3,31,04,771)
	Stage 2	3,43,17,74,771	14,95,76,451	3,28,21,98,320	7,47,40,700	7,48,35,751
Subtotal		**52,11,78,88,961**	**1,17,68,07,658**	**50,94,10,81,303**	**1,13,50,76,678**	**4,17,30,980**
Non Performing Assets (NPA)						
Substandard	Stage 3	1,32,76,18,029	97,55,43,461	35,20,74,568	2,89,14,223	94,66,29,238
Doubtful- upto 1 Year	Stage 3	28,30,74,060	20,80,04,895	7,50,69,165	61,65,076	20,18,39,818
1 to 3 Years	Stage 3	78,63,372	57,78,063	20,85,309	1,71,257	56,06,807
More than 3 Years	Stage 3	-	-	-	-	-
Subtotal for Doubtful		**1,61,85,55,461**	**1,18,93,26,419**	**42,92,29,042**	**3,52,50,556**	**1,15,40,75,863**
Loss	Stage 3	-	-	-	-	-
Subtotal for NPA						
Other Items such as guarantees,Loan Commitments etc.Which are in the scope of IND AS 109 but not covered under current income recognition, Asset Classification, Provisioning (IRACP) norms	Stage 1	-	-	-	-	-
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-
Subtotal		-	-	-	-	-
Total	Stage 1	48,68,61,14,191	1,02,72,31,207	47,65,88,82,983	1,06,03,35,978	(3,31,04,771)
	Stage 2	3,43,17,74,771	14,95,76,451	3,28,21,98,320	7,47,40,700	7,48,35,751
	Stage 3	1,61,85,55,461	1,18,93,26,419	42,92,29,042	3,52,50,556	1,15,40,75,863
	Total	**53,73,64,44,422**	**2,36,61,34,077**	**51,37,03,10,345**	**1,17,03,27,234**	**1,19,58,06,843**

Non - MFI loan book

Asset Classification as per RBI Norms	Asset Classification as per IND AS 109	Gross Carrying Amount as per IND AS 109	Loss Allowances (Provisions) as required under IND AS 109	Net Carrying Amount	Provisions required as per IRACP Norms	Difference between IND AS 109 provisions & IRACP Norms
1	2	3	4	5	6	7= 4-6
Performing Assets						
Standard	Stage 1	3,62,03,75,932	6,13,67,669	3,55,90,08,263	7,88,48,249	(1,74,80,580)
	Stage 2	21,44,69,356	85,25,924	20,59,43,432	46,70,933	38,54,991
Subtotal		**3,83,48,45,288**	**6,98,93,594**	**3,76,49,51,695**	**8,35,19,182**	**(1,36,25,588)**
Non Performing Assets (NPA)						
Substandard	Stage 3	15,21,94,933	10,92,65,984	4,29,28,950	33,14,657	10,59,51,327
Doubtful- upto 1 Year	Stage 3	36,62,178	26,29,204	10,32,974	79,759	25,49,445
1 to 3 Years	Stage 3	53,813	38,634	15,179	1,172	37,462
More than 3 Years	Stage 3	-	-	-	-	-
Subtotal for Doubtful		**15,59,10,924**	**11,19,33,822**	**4,39,77,103**	**33,95,588**	**10,85,38,234**
Loss	Stage 3	-	-	-	-	-
Subtotal for NPA						
Other Items such as guarantees,Loan Commitments etc.Which are in the scope of IND AS 109 but not covered under current income recognition, Asset Classification, Provisioning (IRACP) norms	Stage 1	-	-	-	-	-
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-
Subtotal		-	-	-	-	-
Total	Stage 1	3,62,03,75,932	6,13,67,669	3,55,90,08,263	7,88,48,249	(1,74,80,580)
	Stage 2	21,44,69,356	85,25,924	20,59,43,432	46,70,933	38,54,991
	Stage 3	15,59,10,924	11,19,33,822	4,39,77,103	33,95,588	10,85,38,234
	Total	**3,99,07,56,213**	**18,18,27,415**	**3,80,89,28,797**	**8,69,14,769**	**9,49,12,646**

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Asset Classification as per RBI Norms for the year ended 31st March 2021

MFI loan Book

Asset Classification as per RBI Norms	Asset Classification as per IND AS 109	Gross Carrying Amount as per IND AS 109	Loss Allowances (Provisions) as required under IND AS 109	Net Carrying Amount	Provisions required as per IRACP Norms	Difference between IND AS 109 provisions & IRACP Norms
1	2	3	4	5	6	7= 4-6
Performing Assets						
	Stage 1	35,50,51,04,167	68,66,12,173	34,81,84,91,994	49,70,71,458	18,95,40,715
Standard	Stage 2	1,42,08,76,854	6,25,70,891	1,35,83,05,963	1,98,92,276	4,26,78,615
Subtotal		36,92,59,81,022	74,91,83,065	36,17,67,97,957	51,69,63,734	23,22,19,330
Non Performing Assets (NPA)						
Substandard	Stage 3	69,97,67,430	69,97,67,430	-	97,96,744	68,99,70,686
Doubtful- upto 1 Year	Stage 3	1,12,75,553	1,12,75,553	-	1,57,858	1,11,17,695
1 to 3 Years	Stage 3	10,20,435	10,20,435	-	14,286	10,06,149
More than 3 Years	Stage 3	-	-	-	-	-
Subtotal for Doubtful		71,20,63,418	71,20,63,418	-	99,68,888	70,20,94,530
Loss	Stage 3	-	-	-	-	-
Subtotal for NPA						
Other Items such as guarantees,Loan Commitments etc.Which are in the scope of IND AS 109 but not covered under current income recognition, Asset Classification, Provisioning (IRACP) norms	Stage 1	-	-	-	-	-
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-
Subtotal		-	-	-	-	-
Total	Stage 1	35,50,51,04,167	68,66,12,173	34,81,84,91,994	49,70,71,458	18,95,40,715
	Stage 2	1,42,08,76,854	6,25,70,891	1,35,83,05,963	1,98,92,276	4,26,78,615
	Stage 3	71,20,63,418	71,20,63,418	-	99,68,888	70,20,94,530
	Total	37,63,80,44,439	1,46,12,46,483	36,17,67,97,957	52,69,32,622	93,43,13,860

NON MFI loan Book

Asset Classification as per RBI Norms	Asset Classification as per IND AS 109	Gross Carrying Amount as per IND AS 109	Loss Allowances (Provisions) as required under IND AS 109	Net Carrying Amount	Provisions required as per IRACP Norms	Difference between IND AS 109 provisions & IRACP Norms
1	2	3	4	5	6	7= 4-6
Performing Assets						
	Stage 1	3,34,54,91,903	5,40,48,675	3,29,14,43,229	4,68,36,887	72,11,788
Standard	Stage 2	14,84,77,173	33,88,329	14,50,88,844	20,78,680	13,09,648
Subtotal		3,49,39,69,076	5,74,37,004	3,43,65,32,072	4,89,15,567	85,21,436
Non Performing Assets (NPA)						
Substandard	Stage 3	3,28,88,858	3,28,88,858	-	4,60,444	3,24,28,414
Doubtful- upto 1 Year	Stage 3	26,88,935	26,88,935	-	37,645	26,51,290
1 to 3 Years	Stage 3	1,78,157	1,78,157	-	2,494	1,75,663
More than 3 Years	Stage 3	-	-	-	-	-
Subtotal for Doubtful		3,57,55,950	3,57,55,950	-	5,00,583	3,52,55,367
Loss	Stage 3	-	-	-	-	-
Subtotal for NPA						
Other Items such as guarantees,Loan Commitments etc.Which are in the scope of IND AS 109 but not covered under current income recognition, Asset Classification, Provisioning (IRACP) norms	Stage 1	-	-	-	-	-
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-
Subtotal		-	-	-	-	-
Total	Stage 1	3,34,54,91,903	5,40,48,675	3,29,14,43,229	4,68,36,887	72,11,788
	Stage 2	14,84,77,173	33,88,329	14,50,88,844	20,78,680	13,09,648
	Stage 3	3,57,55,950	3,57,55,950	-	5,00,583	3,52,55,367
	Total	3,52,97,25,026	9,31,92,954	3,43,65,32,072	4,94,16,150	4,37,76,803

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Note 47. Disclosures in terms of RBI/2019-20/88 DOR.NBFC (PD) CC. No.102/03.10.001/2019-20 dated 04 November 2019:

(i) Funding concentration based on significant counterparty (both deposits and borrowings):

As at March 31, 2022

Number of Significant Counterparties	Amount	% of Total Deposits	"% of Total Liabilities"
23	43,82,51,53,861	Not Applicable	81.23%

As at March 31, 2021

Number of Significant Counterparties	Amount	% of Total Deposits	"% of Total Liabilities"
25	31,71,61,47,937	Not Applicable	84.38%

(ii) Top 20 large deposits (amount in lakhs and % of total deposits) - Not applicable

(iii) Top 10 borrowings

Particulars	As at 31 March 2022		As at 31 March 2021	
	Amount	% of total Borrowings	Amount	% of total Borrowings
Top 10 Borrowings	31,44,15,36,895	60.33%	22158113557	64.25%

(iv) Funding concentration based on significant instrument / product

Name of the instrument/product	As at 31 March 2022		As at 31 March 2021	
	Amount	% of total Liabilities	Amount	% of total Liabilities
Borrowings (other than debt securities)	46,11,66,13,129	85.48%	25,49,51,99,943	67.83%
Debt securities	4,68,80,00,000	9.17%	7,94,00,00,000	21.12%
Subordinated liabilities	1,30,90,00,000	1.95%	1,05,00,00,000	2.79%

Notes: A "significant instrument/product" is defined as a single instrument/product of group of similar instruments/products which in aggregate amount to more than 1% of the NBFC-NDSI's, NBFC-Ds total liabilities and 10% for other non-deposit taking NBFCs.

Total Liabilities has been computed as Total Assets less Equity share capital less Reserve & Surplus and computed basis extant regulatory ALM guidelines

(v) Stock Ratio

Particulars	31st March 2022	31st March 2021
Commercial papers as a % of total liabilities	0.48%	0.00%
Commercial papers as a % of total assets	0.41%	0.00%
Non-convertible debentures (original maturity of less than one year) as a % of total liabilities	0.00%	0.00%
Non-convertible debentures (original maturity of less than one year) as a % of total assets	0.00%	0.00%
Other short-term liabilities as a % of total liabilities	51.93%	57.30%
Other short-term liabilities as a % of total assets	43.82%	48.86%

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(vi) Institutional set-up for Liquidity Risk Management

The Board of Directors of the Company has an overall responsibility and oversight for the management of all the risks, including liquidity risk, to which the Company is exposed to in the course of conducting its business. The Board approves the governance structure, policies, strategy and the risk limits for the management of liquidity risk. The Board of Directors approves the constitution of the Risk Management Committee (RMC) for the effective supervision, evaluation, monitoring and review of various aspects and types of risks, including liquidity risk, faced by the Company. The meetings of RMC are held at quarterly interval. Further, the Board of Directors also approves constitution of Asset Liability Committee (ALCO), which functions as the strategic decision making body for the asset-liability management of the Company from risk-return perspective and within the risk appetite and guard-rails approved by the Board. The main objective of ALCO is to assist the Board and RMC in effective discharge of the responsibilities of asset liability management, market risk management, liquidity and interest rate risk management and also to ensure adherence to risk tolerance/limits set up by the Board. ALCO provides guidance and directions in terms of interest rate, liquidity, funding sources, and investment of surplus funds. ALCO meetings are held once in a month or more frequently as warranted from time to time. The minutes of ALCO meetings are placed before the RMC and the Board of Directors in its next meeting for its perusal/ approval/ ratification.

Note 48. High Quality Liquid Assets disclosure pursuant to RBI/2019-20/88 DOR.NBFC (PD) CC. No.102/03.10.001/2019-20 dated 04 November 2019

Particulars	As at 31 March 2022		As at 31 March 2021	
	Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)
High Quality Liquid Assets				
Cash and bank balances	2,65,15,92,999	2,65,15,92,999	1,45,29,75,805	1,45,29,75,805
Unencumbered fixed deposits	1,15,13,66,509	1,15,13,66,509	2,50,00,000	2,50,00,000
Total	**3,80,29,59,508**	**3,80,29,59,508**	**1,47,79,75,805**	**1,47,79,75,805**
Cash Outflows				
Unsecured wholesale funding	-	-	-	-
Secured wholesale funding	-	-	-	-
Additional requirements, of which	-	-	-	-
Outflows related to derivative exposures and other collateral requirements	-	-	-	-
Outflows related to loss of funding of debt products	-	-	-	-
Credit and liquidity facilities	-	-	-	-
Other contractual funding obligations	2,92,84,69,578	3,36,77,40,015	3,54,79,76,324	4,08,01,72,773
Other contingent funding obligations	-	-	-	-
Total	**2,92,84,69,578**	**3,36,77,40,015**	**3,54,79,76,324**	**4,08,01,72,773**
Cash Inflows				
Secured lending			-	-
Inflows from fully performing exposures	2,62,26,12,074	1,96,69,59,056	1,82,83,49,560	1,37,12,62,170
Other cash inflows	1,55,73,65,681	1,16,80,24,261	47,89,58,840	35,92,19,130
Total	**4,17,99,77,755**	**3,13,49,83,316**	**2,30,73,08,400**	**1,73,04,81,300**

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Liquidity coverage ratio

Particulars	As at 31 March 2022	As at 31 March 2021
Total high quality liquid assets (a)	3,80,29,59,508	1,47,79,75,805
Total net cash outflows (b) (Refer, note below)	84,19,35,004	2,34,96,91,472
Liquidity coverage ratio (a)/(b)	451.69%	62.90%

Note Total net cash outflows over the next 30 days = Stressed Outflows - Minimum of (Stressed Inflows; 75% of Stressed Outflows).

Qualitative disclosures

The Reserve Bank of India has prescribed monitoring of sufficiency of NBFC's liquid assets pursuant to RBI/2019-20/88 DOR.NBFC (PD) CC. No.102/03.10.001/2019-20 dated 04 November 2019. The Liquidity Coverage Ratio (LCR) is aimed at measuring and promoting short-term resilience of NBFCs to potential liquidity disruptions by ensuring maintenance of sufficient high quality liquid assets (HQLAs) to survive an acute stress scenario lasting for 30 days.

Liquidity of the Company is managed by the Asset Liability Management Committee (ALCO) under the supervision of Borrowings committee.

The ratio comprises of high quality liquid assets (HQLAs) as numerator and net cash outflows in 30 days as denominator. Cash outflows are calculated by multiplying the outstanding balances of various categories or types of liabilities by 1.15 times and cash inflows are calculated by multiplying the outstanding balances of various categories of contractual receivables by 0.75 times.

The weighted cash outflows are primarily driven by secured and unsecured from loans from banks, financial institutions , non-convertible debentures and securitization/direct assignment transactions. Borrowings contributed 52.20% and 43.07% of the total weighted cash outflows as at 31 March 2022 and 31 March 2021 respectively. The weighted cash inflows are primarily driven by unsecured micro loans and secured loans to MSME and individuals.

The Company has implemented the LCR framework and has consistently maintained LCR well above the regulatory threshold. The average LCR for the quarter ended 31 March 2022 was 451.69% which is above the regulatory requirement of 50.00%.

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Note 49. Leases

The Company has adopted Ind AS 116 'Leases' with the date of initial application being April 1, 2019. Ind AS 116 replaces Ind AS 17 – Leases and related interpretation and guidance. The Company did not have contract qualifying as Lease as on April 1, 2019 except short term leases which are exempted from the application of Ind AS 116.

Impact of adoption of Ind AS 116 on the statement of profit and loss

Amount ₹

Particulars	Year Ended March 31, 2022	Year Ended March 31, 2021
Interest on lease liabilities	68,11,339	61,60,885
Income recognised- Security deposit	5,62,342	3,42,332
Depreciation on Right to Use	1,26,34,351	98,27,348
Total cash outflow for leases	1,60,07,652	1,18,25,727
Lease expense on Low Value Assets / Short term assets	12,88,61,189	9,24,39,836

Impact of adoption of Ind AS 116 on the Balance Sheet

Particulars	As at March 31, 2022	As at March 31, 2021
Right to Use Asset	6,73,77,250	5,62,88,979
Lease Liability	7,41,82,995	6,17,65,249

The company has discounted lease payments at weighted average borrowing rate which is 10.56%.

Maturity analysis of Lease Liabilities (valued on undiscounted basis)

Particulars	As at March 31, 2022	As at March 31, 2021
Year 1	1,85,56,327	1,33,20,722
Year 2	1,80,80,805	1,26,20,152
Year 3	1,72,07,183	1,19,33,621
Year 4	1,68,37,482	1,13,99,335
Year 5	1,57,90,372	1,16,76,795
More than 5 years	1,13,83,247	1,16,53,118

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Note 50. Fair value measurements

Particulars	Carrying Value		Fair Value	
	31-Mar-22	31-Mar-21	31-Mar-22	31-Mar-21
Financial assets				
Derivative Financial Instruments	9,86,93,322	8,69,85,006	9,86,93,322	8,69,85,006
Investments	5,00,000	5,00,000	5,00,000	5,00,000
Loans	55,18,62,67,844	39,63,02,60,944	55,18,62,67,844	39,63,02,60,944
Accrued interest on Fixed Deposits	4,57,13,478	2,34,61,796	4,57,13,478	2,34,61,796
Staff Loans	16,51,888	9,39,651	16,51,888	9,39,651
Security Deposits	6,35,52,775	4,92,76,326	6,35,52,775	4,92,76,326
Interest Strip Asset on Assignment	36,67,15,640	43,41,12,185	36,67,15,640	43,41,12,185
Other Receivable	4,19,96,467	-	4,19,96,467	-
TDS Receivable	-	-	-	-
Trade Receivables	8,48,45,567	3,05,99,607	8,48,45,567	3,05,99,607
Cash and cash equivalents	4,55,08,08,859	1,78,70,10,465	4,55,08,08,859	1,78,70,10,465
Bank Balance	2,55,56,28,994	1,54,44,11,947	2,55,56,28,994	1,54,44,11,947
Total Financial Assets	**62,99,63,74,833**	**43,58,75,57,926**	**62,99,63,74,833**	**43,58,75,57,926**
Financial liabilities				
Derivative Financial Instruments	9,86,93,322	8,69,85,006	9,86,93,322	8,69,85,006
Debt Securities	5,14,80,83,770	8,82,92,74,954	5,14,80,83,770	8,82,92,74,954
Borrowings	46,03,36,59,529	25,54,11,18,371	46,03,36,59,529	25,54,11,18,371
Subordinated Liabilities	1,40,72,04,341	1,27,85,62,710	1,40,72,04,341	1,27,85,62,710
Lease Liability	7,41,82,995	6,17,65,249	7,41,82,995	6,17,65,249
Trade payables	8,06,03,416	8,60,14,864	8,06,03,416	8,60,14,864
Other financial liabilities	91,35,84,192	1,59,95,59,729	91,35,84,192	1,59,95,59,729
Total Financial Liabilities	**53,75,60,11,565**	**37,48,32,80,883**	**53,75,60,11,565**	**37,48,32,80,883**

Fair value hierarchy

Ind AS 113, 'Fair Value Measurement' requires classification of the valuation method of financial instruments measured at fair value in the Statement of Balance sheet, using a three level fair-value-hierarchy (which reflects the significance of inputs used in the measurements). The hierarchy gives the highest priority to un-adjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and lowest priority to un-observable inputs (Level 3 measurements). Fair value of derivative financial assets and liabilities are estimated by discounting expected future contractual cash flows using prevailing market interest rate curves. The three levels of the fair-value-hierarchy under Ind AS 113 are described below.

Financial assets and liabilities measured at fair value - recurring fair value measurements -As at March 31, 2022	Level 1	Level 2	Level 3	Total	Carrying cost
Financial assets					
Derivative Financial Instruments	-	9,86,93,322	-	9,86,93,322	9,86,93,322
Investments	-	-	-	-	-
(i) Mutual Funds	-	-	-	-	-
(ii) Government Securities	-	-	-	-	-
(iii) Debt Securities	-	-	-	-	-
(iv) Equity	-	-	-	-	-
Total financial assets	-	9,86,93,322	-	9,86,93,322	9,86,93,322
Financial liabilities					
Derivative Financial Instruments	-	9,86,93,322	-	9,86,93,322	9,86,93,322
Total financial liabilities	**-**	**9,86,93,322**	**-**	**9,86,93,322**	**9,86,93,322**

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Financial assets and liabilities measured at fair value - recurring fair value measurements - As at March 31, 2021	Level 1	Level 2	Level 3	Total	Carrying cost
Financial assets					
Derivative Financial Instruments	-	8,69,85,006	-	8,69,85,006	8,69,85,006
Investments	-	-	-	-	-
(i) Mutual Funds	-	-	-	-	-
(ii) Government Securities	-	-	-	-	-
(iii) Debt Securities	-	-	-	-	-
(iv) Equity	-	-	-	-	-
Total financial assets	-	8,69,85,006	-	8,69,85,006	8,69,85,006
Financial liabilities					
Derivative Financial Instruments	-	8,69,85,006	-	8,69,85,006	8,69,85,006
Total financial liabilities	-	**8,69,85,006**	-	**8,69,85,006**	**8,69,85,006**

Assets and liabilities which are measured at amortised cost for which fair values are disclosed - As at March 31, 2022	Level 1	Level 2	Level 3	Total	Carrying cost
Financial assets					
Cash and cash equivalents	-	-	-	-	4,55,08,08,859
Bank Balance other than included above	-	-	-	-	2,55,56,28,994
Receivables				-	
(i) Trade Receivables	-	-	8,48,45,567	8,48,45,567	8,48,45,567
Loans	-	-	55,18,62,67,844	55,18,62,67,844	55,18,62,67,844
Investment in Equity	-	-	5,00,000	5,00,000	5,00,000
Other Financial assets	-	-	51,96,30,247	51,96,30,247	51,96,30,247
Total financial assets	-	-	**55,79,12,43,658**	**55,79,12,43,658**	**62,89,76,81,511**
Financial Liabilities					
Trade Payables	-	-	8,06,03,416	8,06,03,416	8,06,03,416
Debt Securities	-	-	-	-	5,14,80,83,770
Borrowings (Other than Debt Securities)	-	-	46,03,36,59,529	46,03,36,59,529	46,03,36,59,529
Subordinated Liabilities	-	-	-	-	1,40,72,04,341
Lease Liability	-	-	7,41,82,995	7,41,82,995	7,41,82,995
Other financial liabilities	-	-	91,35,84,192	91,35,84,192	91,35,84,192
Total financial liabilities	-	-	**47,10,20,30,132**	**47,10,20,30,132**	**53,65,73,18,243**

Assets and liabilities which are measured at amortised cost for which fair values are disclosed - As at March 31, 2021	Level 1	Level 2	Level 3	Total	Carrying cost
Financial assets					
Cash and cash equivalents	-	-	-	-	1,78,70,10,465
Bank Balance other than included above	-	-	-	-	1,54,44,11,947
Receivables				-	
(i) Trade Receivables	-	-	3,05,99,607	3,05,99,607	3,05,99,607
Loans	-	-	39,63,02,60,944	39,63,02,60,944	39,63,02,60,944
Investment in Equity	-	-	5,00,000	5,00,000	5,00,000
Other Financial assets	-	-	50,77,89,958	50,77,89,958	50,77,89,958
Total financial assets	-	-	**40,16,91,50,508**	**40,16,91,50,508**	**43,50,05,72,920**
Financial Liabilities					
Trade Payables	-	-	8,60,14,864	8,60,14,864	8,60,14,864
Debt Securities	-	-	8,82,92,74,954	8,82,92,74,954	8,82,92,74,954
Borrowings (Other than Debt Securities)	-	-	25,54,11,18,371	25,54,11,18,371	25,54,11,18,371
Subordinated Liabilities	-	-	96,99,09,077	96,99,09,077	1,27,85,62,710
Lease Liability	-	-	6,17,65,249	6,17,65,249	6,17,65,249
Other financial liabilities	-	-	1,59,95,59,729	1,59,95,59,729	1,59,95,59,729
Total financial liabilities	-	-	**37,08,76,42,244**	**37,08,76,42,244**	**37,39,62,95,877**

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Note 51. Movement of Non Performing Assets (NPA)

(Amount in ₹)

Sl.No	Particulars	March 31, 2022	March 31, 2021
(i)	**Net NPAs to Net Advances (%)**		
	Movement of NPAs (Gross)		
	a) Opening balance	74,78,19,368	34,31,20,550
(ii)	b) Addition during the year	1,64,71,18,155	73,27,59,587
	c) Reduction during the year	62,04,71,138	32,80,60,769
	d) Closing balance	**1,77,44,66,385**	**74,78,19,368**
	Movement of Net NPAs		
	a) Opening balance	-	-
(iii)	b) Addition during the year	43,92,45,533	-
	c) Reduction during the year	(3,39,60,612)	-
	d) Closing balance	**47,32,06,145**	**-**
	Movement of provision for NPAs (excluding provision on standard assets)		
(iv)	a) Opening balance	74,78,19,368	34,31,20,550
	b) Provision made during the year	1,20,78,72,622	73,27,59,587
	c) Write off / write-back of excess provisions	65,44,31,750	32,80,60,769
	d) Closing balance	**1,30,12,60,240**	**74,78,19,368**

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Note 52. Details of terms of repayment - Term loans from banks and others

As at 31st March 2022

Amount in ₹ Cr

Type of instrument / institution	Frequency of Repayment	Original maturity of loan	Interest Range	Due within 1 year		Due within 1-2 year		Due within 2-3 year		Due within 3-4 year		Due within 4-5 year		Over 5 years	
				No. of Instalments	Amount	No. of Instalments	Amount	No. of Instalments	Amount	No. of Instalments	Amount	No. of Instalments	Amount	No. of Instalments	Amount
CP	Bullet	Up to 1 Year	7.00%-8.00%	1	25.90	-	-	-	-	-	-	-	-	-	-
Debentures	Quarterly	1-3 years	10.00%-11.00%	4	50.00	-	-	-	-	-	-	-	-	-	-
	Bullet	1-3 years	7.00%-8.00%	1	50.00	-	-	-	-	-	-	-	-	-	-
			9.00%-10.00%	2	30.00	-	-	-	-	-	-	-	-	-	-
			11.00%-12.00%	-	-	6	200.00	-	-	-	-	-	-	-	-
		Above 3 Years	9.00%-10.00%	-	-	-	-	2	144.80	-	-	-	-	-	-
			10.00%-11.00%	-	-	-	-	1	89.00	-	-	-	-	-	-
			15.00%-16.00%	1	5.00	-	-	-	-	-	-	-	-	-	-
			16.00%-17.00%	1	5.00	-	-	-	-	-	-	-	-	-	-
Term Loans-Banks	Monthly	1-3 years	8.00%-9.00%	81	272.12	67	213.43	9	17.71	-	-	-	-	-	-
			9.00%-10.00%	312	817.33	155	464.94	21	107.99	-	-	-	-	-	-
			10.00%-11.00%	110	188.48	32	21.76	-	-	-	-	-	-	-	-
			11.00%-12.00%	24	3.26	-	-	-	-	-	-	-	-	-	-
		Above 3 Years	10.00%-11.00%	1	0.14	-	-	-	-	-	-	-	-	-	-
	Quarterly	1-3 years	8.00%-9.00%	3	6.84	4	9.12	4	9.04	-	-	-	-	-	-
			9.00%-10.00%	48	359.75	47	376.61	9	101.94	-	-	-	-	-	-
			10.00%-11.00%	23	139.53	8	72.73	8	72.73	-	-	-	-	-	-
		Above 3 Years	9.00%-10.00%	14	58.26	9	37.50	8	33.33	2	8.33	-	-	-	-
			10.00%-11.00%	4	16.67	2	8.32	-	-	-	-	-	-	-	-
	Bullet	1-3 years	9.00%-10.00%	3	58.38	-	-	-	-	-	-	-	-	-	-
Term Loans-Financial Institutions	Monthly	1-3 years	5.00%-6.00%	7	35.00	-	-	-	-	-	-	-	-	-	-
			9.00%-10.00%	34	81.92	32	83.00	8	36.08	-	-	-	-	-	-
			10.00%-11.00%	78	103.13	59	95.96	-	-	-	-	-	-	-	-
			11.00%-12.00%	11	14.22	-	-	-	-	-	-	-	-	-	-
	Quarterly	1-3 years	9.00%-10.00%	4	8.33	4	8.33	4	8.33	-	-	-	-	-	-
			10.00%-11.00%	8	23.33	8	23.33	-	-	-	-	-	-	-	-
			11.00%-12.00%	3	5.97	-	-	-	-	-	-	-	-	-	-
		Above 3 Years	8.00%-9.00%	4	42.00	4	42.00	4	12.00	4	12.00	-	-	-	-
			9.00%-10.00%	4	64.00	4	52.00	4	42.00	4	24.00	3	18.00	-	-
	Half-yearly	1-3 years	10.00%-11.00%	1	32.50	-	-	-	-	-	-	-	-	-	-
		Above 3 Years	11.00%-12.00%	2	30.00	2	30.00	2	15.00	-	-	-	-	-	-
	Yearly	1-3 years	7.00%-8.00%	2	112.00	-	-	-	-	-	-	-	-	-	-
			8.00%-9.00%	1	30.00	-	-	-	-	-	-	-	-	-	-
			9.00%-10.00%	1	30.00	1	18.00	-	-	-	-	-	-	-	-
				793	**2,699**	**444**	**1,757**	**84**	**690**	**10**	**44**	**3**	**18**		

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As at 31st March 2021 — **Amount in ₹ Cr**

Type of instrument / institution	Frequency of Repayment	Original maturity of loan	Interest Range	Due within 1 year		Due within 1-2 year		Due within 2-3 year		Due within 3-4 year		Due within 4-5 year		Over 5 years	
				No. of Instalments	Amount	No. of Instalments	Amount	No. of Instalments	Amount	No. of Instalments	Amount	No. of Instalments	Amount	No. of Instalments	Amount
Debentures	Quarterly	1-3 years	10.00%-11.00%	4	50.00	4	50.00	-	-	-	-	-	-	-	-
	Bullet	1-3 years	9.00%-10.00%	3	100.00	2	30.00	-	-	-	-	-	-	-	-
			11.00%-12.00%	-	-	-	-	6	200.00	-	-	-	-	-	-
		Above 3 Years	8.00%-9.00%	1	14.00	-	-	-	-	1	59.00	-	-	-	-
			9.00%-10.00%	1	286.00	-	-	-	-	1	11.00	-	-	-	-
			10.00%-11.00%	-	-	-	-	-	-	2	89.00	-	-	-	-
			15.00%-16.00%	-	-	1	5.00	-	-	-	-	-	-	-	-
			16.00%-17.00%	-	-	1	5.00	-	-	-	-	-	-	-	-
Term Loans-Bank	Monthly	1-3 years	9.00%-10.00%	112	250.78	96	246.38	22	66.06	-	-	-	-	-	-
			10.00%-11.00%	163	315.44	117	206.21	25	16.91	1	0.49	-	-	-	-
			11.00%-12.00%	27	19.10	24	3.26	-	-	-	-	-	-	-	-
		Above 3 Years	9.00%-10.00%	12	2.43	1	0.21	-	-	-	-	-	-	-	-
			11.00%-12.00%	1	0.04	-	-	-	-	-	-	-	-	-	-
	Quarterly	1-3 years	9.00%-10.00%	10	38.99	6	29.61	4	18.18	-	-	-	-	-	-
			10.00%-11.00%	21	93.82	8	78.74	-	-	-	-	-	-	-	-
			11.00%-12.00%	4	57.14	-	-	-	-	-	-	-	-	-	-
		Above 3 Years	9.00%-10.00%	2	4.17	-	-	-	-	-	-	-	-	-	-
			10.00%-11.00%	20	66.65	12	49.99	3	12.50	-	-	-	-	-	-
	Bullet	1-3 years	3.00%-4.00%	1	112.00	-	-	-	-	-	-	-	-	-	-
			9.00%-10.00%	4	82.50	-	-	-	-	-	-	-	-	-	-
Term Loans-Financial Institutions	Monthly	1-3 years	6.00%-7.00%	2	28.13	-	-	-	-	-	-	-	-	-	-
			10.00%-11.00%	38	35.00	31	38.91	23	35.10	-	-	-	-	-	-
			11.00%-12.00%	45	45.35	12	15.27	-	-	-	-	-	-	-	-
			12.00%-13.00%	4	4.08	-	-	-	-	-	-	-	-	-	-
	Quarterly	1-3 years	10.00%-11.00%	8	23.33	8	23.33	8	23.33	-	-	-	-	-	-
			11.00%-12.00%	7	15.50	3	6.00	-	-	-	-	-	-	-	-
		Above 3 Years	8.00%-9.00%	4	42.00	4	42.00	4	42.00	4	12.00	4	12.00	-	-
	Half-yearly	1-3 years	6.00%-7.00%	1	32.50	-	-	-	-	-	-	-	-	-	-
			10.00%-11.00%	1	32.50	1	32.50	-	-	-	-	-	-	-	-
		Above 3 Years	11.00%-12.00%	2	30.00	2	30.00	2	30.00	2	15.00	-	-	-	-
	Yearly	1-3 years	7.00%-8.00%	1	70.00	-	-	-	-	-	-	-	-	-	-
			8.00%-9.00%	-	-	1	30.00	-	-	-	-	-	-	-	-
				499	**1,851.46**	**334**	**922.42**	**97**	**444.09**	**11**	**186.49**	**4**	**12.00**	**-**	**-**

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Note 53. Asset Liability Management

Maturity Pattern of certain items of Assets and Liabilities as at 31 March 2022:

Particulars	1 to 7 days	8 days to 14 days	15 days to 31 days	Over 1 month upto 2 months	Over 2 months upto 3 months	Over 3 months upto 6 months	Over 6 months & upto 1 year	Over 1 year & upto 3 years	Over 3 years & upto 5 years	Over 5 years	Total
Liabilities											
Borrowings from Banks, Financial institution and NBFCs	27,88,57,286	39,85,73,975	1,08,05,99,374	2,57,27,34,917	2,50,97,20,767	6,51,73,06,398	12,00,33,42,693	20,13,21,47,394	62,33,33,333	-	46,11,66,16,136
Market Borrowings	-	-	-	-	37,50,00,000	38,40,00,000	90,00,00,000	4,33,80,00,000	-	-	5,99,70,00,000
Securitisation	-	-	-	-	-	-	-	-	-	-	-
Total	**27,88,57,286**	**39,85,73,975**	**1,08,05,99,374**	**2,57,27,34,917**	**2,88,47,20,767**	**6,90,13,06,398**	**12,90,33,42,693**	**24,47,01,47,394**	**62,33,33,333**	**-**	**52,11,36,16,136**
Assets											
Advances	52,45,22,415	1,57,35,67,245	52,45,22,415	2,86,71,05,245	2,90,11,06,899	8,84,22,44,587	17,69,97,36,367	22,55,44,20,811	20,08,79,699	3,90,94,953	57,72,72,00,636
Investments	-	-	-	-	-	-	-	-	-	5,00,000	5,00,000
Total	**52,45,22,415**	**1,57,35,67,245**	**52,45,22,415**	**2,86,71,05,245**	**2,90,11,06,899**	**8,84,22,44,587**	**17,69,97,36,367**	**22,55,44,20,811**	**20,08,79,699**	**3,95,94,953**	**57,72,77,00,636**

Maturity Pattern of certain items of Assets and Liabilities as at 31 March 2021:

Particulars	1 to 7 days	8 days to 14 days	15 days to 31 days	Over 1 month upto 2 months	Over 2 months upto 3 months	Over 3 months upto 6 months	Over 6 months & upto 1 year	Over 1 year & upto 3 years	Over 3 years & upto 5 years	Over 5 years	Total
Liabilities											
Borrowings from Banks, Financial institution and NBFCs	37,50,98,509	37,47,34,848	1,00,73,28,705	1,74,53,53,606	1,13,12,76,997	2,63,41,57,733	7,03,60,27,225	10,79,63,26,770	39,48,95,549	-	25,49,51,99,943
Market Borrowings	-	-	-	-	12,50,00,000	12,50,00,000	4,25,00,00,000	2,90,00,00,000	1,59,00,00,000	-	8,99,00,00,000
Securitisation	-	-	-	-	-	-	-	-	-	-	-
Total	**37,50,98,509**	**37,47,34,848**	**1,00,73,28,705**	**1,74,53,53,606**	**1,25,62,76,997**	**2,75,91,57,733**	**11,28,60,27,225**	**13,69,63,26,770**	**1,98,48,95,549**	**-**	**34,48,51,99,943**
Assets											
Advances	42,66,14,897	42,66,14,897	97,51,19,766	1,85,64,66,466	1,96,13,11,837	5,95,16,56,398	12,36,72,31,041	16,93,04,66,574	25,09,64,728	2,13,22,862	41,16,77,69,466
Investments	-	-	-	-	-	-	-	-	-	5,00,000	5,00,000
Total	**42,66,14,897**	**42,66,14,897**	**97,51,19,766**	**1,85,64,66,466**	**1,96,13,11,837**	**5,95,16,56,398**	**12,36,72,31,041**	**16,93,04,66,574**	**25,09,64,728**	**2,18,22,862**	**41,16,82,69,466**

Capital Management

The Company manages capital risk in order to maximize shareholders' profit by maintaining sound/optimal capital structure. For the purpose of the Company's capital management, capital includes equity share capital and other equity. Debt includes term loans from banks, NBFC and debentures net of cash and bank balances. The Company monitors capital on the basis of the following gearing ratio. There is no change in the overall capital risk management strategy of the Company compared to last year.

Particulars	As at Mar'22	As at Mar'21
Borrowings	52,11,36,16,136	34,48,51,99,949
Cash and bank balance	7,10,64,37,853	3,33,14,22,412
Net Debt (A)	**45,00,71,78,283**	**31,15,37,77,537**
Equity share capital	4,98,22,31,900	3,20,81,33,360
Other equity	4,75,29,87,775	2,92,96,90,787
Total Equity (B)	**9,73,52,19,675**	**6,13,78,24,147**
Net Debt to Equity Ratio	4.62	5.08

BRAHMAYYA & CO. Chartered Accountants BENGALURU

IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance Limited) Bangalore

IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance limited)
Notes forming part of Financial Statements for the year ended March 31, 2022

Note 54 : Restructure details

(i) Details of resolution plan implemented under the Resolution Framework for COVID-19 related stress as per RBI circular dated August 6, 2020 are given below (Resolution Framework 1.0):

Type of Borrower	Number of accounts where resolution plan has been implemented under this window (A)	exposure to accounts mentioned at (A) before implementation of the plan (B)	Of (B), aggregate amount of debt that was converted into other securities (C)	Additional funding sanctioned, if any, including between invocation of the plan and implementation (D)	Increase in provisions on account of the implementation of the resolution plan (E)
Microfinance Loans	-	-	-	-	-
Dairy Cattle Loans	-	-	-	-	-
Individual Loans	-	-	-	-	-
Total	-	-	-	-	-

Type of Borrower	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of the previous half-year (A)	Of (A), aggregate debt that slipped into NPA during the half-year (B)	Of (A) amount written off during the half-year (C)	Of (A) amount paid by the borrowers during the half-year (D)	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of this half-year (E)
Microfinance Loans	-	-	-	-	-
Dairy Cattle Loans	-	-	-	-	-
Individual Loans	-	-	-	-	-
Total	-				

(ii) Information as required by Reserve Bank of India Circular on resolution framework 2.0: Resolution of Covid - 19 related stress of individuals and small businesses dated 5 May 2021

S.No.	Description	Microfinance Loans	Dairy Cattle Loans	Individual Loans
(A)	Number of requests received for invoking resolution process	2,25,662	4,955	445
(B)	Number of accounts where resolution plan has been implemented under this window	2,25,662	4,955	445
(C)	Exposure to accounts mentioned at (B) before implementation of the plan	4,69,60,40,603	14,65,40,017	6,28,67,011
(D)	Of (C) aggregate amount of debt that was converted into other securities	-	-	-
(E)	Additional funding sanctioned, if any, including between invocation of the plan and implementation			
(F)	Increase in provisions on account of the implementation of the resolution plan	52,37,81,559	3,57,22,535	2,37,21,914
(G)	Exposure to accounts mentioned at (B) as on March 31, 2022.	4,83,24,85,246	7,27,63,443	5,80,80,508

(ii) Requests from 61,439 customers received for relief under restructuring plan 2.0 were not reported in earlier quarters due to delay by the branches in sending the necessary documents to Head office for compilation and reporting purposes. However the company has provided the necessary provision as per circular.

BRAHMAYYA & CO. Chartered Accountants BENGALURU

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IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance Limited)
Notes forming part of Financial Statements for the year ended March 31, 2022

Note 55. Financial ratios

Ratio	Numerator	Denominator	As at 31 March 2022 Ratio	As at 31 March 2021 Ratio	% Change	Reason for variance
Current ratio	Current assets	Current liabilities	1.46	1.24	17.84%	
Debt-equity ratio	Total debt [Non-current borrowings + Current borrowings]	Total equity	5.37	5.45	(1.30%)	
Debt service coverage ratio	Earnings before depreciation and amortisation and interest [Earnings = Profit after tax + Depreciation and amortisation expense + Finance costs (excluding interest on lease liabilities)]	Interest expense (including capitalised) + Principal repayment (including prepayments)	NA	NA	NA	
Return on equity ratio	Profit after tax	Average of total equity	0.06	0.12	(46.49%)	Due to decrease in profitability by 24% YoY
Inventory turnover ratio	Costs of materials consumed	Average inventories	NA	NA	NA	
Trade receivables turnover ratio	Revenue from operations	Average trade receivables	NA	NA	NA	
Trade payables turnover ratio	Purchases	Average trade payables	NA	NA	NA	
Net capital turnover ratio	Revenue from operations	Working capital [Current assets - Current liabilities	0.78	1.37	(43.29%)	Due to increase in revenue from operations by 46% YoY and Capital employed increased by 156% YoY.
Net profit ratio	Profit after tax	Revenue from operations	0.05	0.10	(47.95%)	Due to increase in revenue from operations by 46% YoY, PAT got declined by 24% YoY and due to writeoff's being on higher side by 208% YoY.
Return on capital employed	Earnings before depreciation and amortisation, interest and tax [Earnings = Profit after tax + Tax expense + Depreciation and amortisation expense + Finance costs (excluding interest on lease liabilities)]	Capital employed [Total assets - Current liabilities + Current borrowings]	0.07	0.11	(31.17%)	Due to decrease in profitability by 24% YoY
Return on investment	Profit after tax	Equity share capital + Instruments entirely equity in nature + Securities premium	0.07	0.15	(54.33%)	Due to decrease in profitability by 24% YoY

BRAHMAYYA & CO. Chartered Accountants BENGALURU

IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance Limited) Bangalore

IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance Limited)
Notes forming part of Financial Statements for the year ended March 31, 2022

Note 56. Disclosures of frauds reported during the year vide DNBS PD.CC.No. 256 / 03.10.042 / 2011-12 dated 02nd March 2012 :

Particulars	Less than ₹ 1 Lakh		₹ 1 - 5 Lakhs		₹. 5 - 25 Lakhs		Total	
	No. of Accounts	Value ₹.	No. of Accounts	Value ₹	No. of Accounts	Value ₹	No. of Accounts	Value ₹
A) Person involved								
Staff	122	26,12,332	3	6,36,921	3	31,48,467	128	63,97,720
Customer	-	-	-	-	-	-	-	-
Staff and Customer	-	-	-	-	-	-	-	-
Total	**122**	**26,12,332**	**3**	**6,36,921**	**3**	**31,48,467**	**128**	**63,97,720**
B) Type of fraud	-	-	-	-	-	-	-	-
Misappropriation and criminal breach of trust	122	26,12,332	2	3,04,320	1	14,08,322	125	43,24,974
Fraudulent encashment / Manipulation of books of Accounts	-	-	-	-	-	-	-	-
Unauthorized credit facility extended	-	-	-	-	-	-	-	-
Cheating and forgery	-	-	1	3,32,601	2	17,40,145	3	20,72,746
Total	**122**	**26,12,332**	**3**	**6,36,921**	**3**	**31,48,467**	**128**	**63,97,720**

BRAHMAYYA & CO. Chartered Accountants BENGALURU

IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance Limited) Bangalore

Note 57. Disclosure pursuant to Master Direction DNBR. PD. 008/03.10.119/2016-17 issued by Reserve Bank of India

Customer complaints

Particulars	As at 31 March 2022	As at 31 March 2021
No. of complaints pending as at beginning of the year	38	-
No. of complaints received during the year	667	494
No. of complaints redressed during the year	701	456
No. of complaints pending as at end of the year	4	38

Details of registration with financial regulators

Regulator	Registartion No
Ministry of Company Affairs	U65191KA1995PLC057884
Reserve Bank of India	B-02.00250

Disclosure of penalties imposed by RBI and other regulators : There are no penalty imposed by Reserve Bank of India and other regulators during the financial year.

Note 58. Covid-19 Pandemic

The outbreak of the COVID-19 pandemic had led to a nation wide lockdown in April - June 2020. This was followed by localised lockdowns in areas with a significant number of COVID-19 cases. Following the easing of lockdown measures, there was an improvement in economic activity in the second half of fiscal 2021. Since then India experienced two waves of the COVID-19 pandemic following the discovery of mutant corona virus variants, leading to the reimposition of regional lockdowns which were subsequently lifted.

The impact of COVID-19, including changes in customer behaviour and pandemic fears, as well as restrictions on business and individual activities, led to significant volatility in global and Indian financial markets and a significant decrease in global and local economic activities. The disruptions following the outbreak, impacted loan originations, and the efficiency in collection efforts resulting in increase in customer defaults and consequent increase in provisions and write off there against.

India is emerging from the COVID-19 pandemic. The extent to which any new wave of COVID-19 will impact the Company's results will depend on ongoing as well as future developments, including, among other things, any new information concerning the severity of the COVID-19 pandemic, and any action to contain its spread or mitigate its impact whether government-mandated or elected by us.

Note 59. Previous year Figures

Previous year's figures have been reclassified to conform with the current year's classification / presentation wherever applicable.

Accompanying notes are an integral part of these financial statements
As per our attached report of even date
For Brahmayya & Co.,
Chartered Accountants
Firm No. 000515S

G.Srinivas
Partner
M. No. 086761

Place: Bengaluru
Date: 23-04-2022

BRAHMAYYA & CO. Chartered Accountants BENGALURU

For and on behalf of the Board of Directors
of IIFL Samasta Finance Limited

N. Venkatesh
Managing Director
DIN : 01018821

D. Shivaprakash
Whole-Time Director
DIN : 02216802

Anantha Kumar
Chief Financial Officer
Place: Bengaluru
Date: 23-04-2022

Manoranjan Biswal
Company Secretary

IIFL Samasta Finance Limited (Erstwhile Samasta Microfinance Limited) Bangalore

V. Sankar Aiyar & Co.
Chartered Accountants
41, Circular Road, 1st Floor, United India Colony, Kodambakkam, Chennai - 600 024.
Phone: +91 (044) 43565627 / 23725720 E Mail : chennai@vsa.co.in Website: www.vsa.co.in

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of Samasta Micro Finance Limited

Opinion

We have audited the accompanying standalone financial results of Samasta Micro Finance Limited ("the Company"),attached herewith, being submitted by the Company pursuant to the requirements of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations').

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial results:

i. is presented in accordance with the requirements of Regulation 52 of the Listing Regulations in this regard; and
ii. gives a true and fair view in conformity with the applicable accounting standards, and other accounting principles generally accepted in India, of net profit and other comprehensive income and other financial information of the Company for the year ended 31 March 2021.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Results section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements in India under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us, is sufficient and appropriate to provide a basis for our opinion.

Board of Director's Responsibilities for the Financial Results

These Standalone financial results have been prepared on the basis of the standalone annual financial statements of the Company. The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial results that give a true and fair view of the net profit and other comprehensive income and other financial information of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

V.SANKAR AIYAR & CO. CHENNAI-24

In preparing the financial results, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Results

Our objectives are to obtain reasonable assurance about whether the financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure, and content of the financial results, including the disclosures, and whether the financial results represent the underlying transactions and events in a manner that achieves fair presentation.

V.SANKAR AIYAR & CO. CHARTERED ACCOUNTANTS CHENNAI-24

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matters

The Financial Results include the results for the half year ended 31st March 2021 being the balancing figure between the audited figures in respect of the full financial year and the published audited year to date figures up to the half year of the current financial year.

For V. SANKAR AIYAR & CO.
Chartered Accountants
ICAI Regn. No.109208W

UDIN	21023116AAAAGY8075

S. VENKATARAMAN
Partner
M. No.023116

Place: Chennai
Date: 23 April 2021

V.SANKAR AIYAR & CO. CHENNAI-24

V. Sankar Aiyar & Co.
Chartered Accountants
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INDEPENDENT AUDITOR'S REPORT

To the Members of Samasta Micro Finance Limited

Report on the Audit of the financial statements

Opinion

We have audited the financial statements of Samasta Micro Finance Limited ("the Company"), which comprise the Balance Sheet as at 31st March 2021, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of changes in Equity and Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013("Act") in the manner so required and give a true and fair view in conformity with Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, profit, other total comprehensive income, changes in equity and cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SA) specified under section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters:

V.SANKAR AIYAR & CO. CHARTERED ACCOUNTANTS CHENNAI-24

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Delhi 202-301, Satyam Cinema Complex, Ranjit Nagar Community Centre, New Delhi - 110 008. Tel: (011) 2570 2691 / 2570 2074 E-mail : newdelhi@vsa.co.in

Key Audit Matter	Principal Audit Procedures
Expected Credit Loss: Due to a pandemic arising out of the COVID 19 (Second Wave) and due to its impact on the operations of the borrowers, Company has evaluated the impact that may be caused on the ability of the borrower to repay the loan advanced. Pursuant to this, its effect in determination of Expected Credit Loss (ECL) is evaluated. Under Ind AS 109 – Financial Instrument, the Company has to assess whether credit risk has increased significantly since initial recognition and on the basis of forward-looking economic information, without undue cost or effort. Towards this, the Company needs to judge on the basis of forward-looking information and past due status. Therefore, the assessment of increase in credit risk and recognition of ECL for the same is significant to our audit.	Our audit procedures include among other examinations, review of Management estimation of significant increase in credit risk that arise pursuant to COVID-19 (Second Wave), its impact on the inflow of the borrower and determination of ECL provision, thereon. The Company made an assessment on the categories of loans given and its geographical locations and determined that increase in the Probability of Default (PD) is required. In the judgement of the Management, considering the collections done under this ex-ordinary situations, the PD in some of stages has been enhanced. Accordingly, we found that the assessment process was done and adequate provision for loss is made in the financial statements.

Information Other than the Financial Statements and Auditor's Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management and Discussion Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the financial statements

The Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India, This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, Management and the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

V. SANKAR AIYAR & CO. CHARTERED ACCOUNTANTS CHENNAI-24

Auditor's Responsibilities for the Audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

V.SANKAR AIYAR & CO. CHARTERED ACCOUNTANTS CHENNAI-24

2. As required by Section 143(3) of the Act, we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the financial statements

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   (c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account for the purpose of preparation of the financial statements.

   (d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

   (e) On the basis of the written representations received from the directors as on 31st March 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2021 from being appointed as a director in terms of Section 164(2) of the Act.

   (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

   (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

      i. The Company does not have any pending litigations which would impact its financial position in its financial statements the financial statements;

      ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

      iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

3. With respect to the matter to be included in the Auditors' Report under Section 197(16) of the Act;

   In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

For V. SANKAR AIYAR & CO.
Chartered Accountants
ICAI Regn. No.109208W

UDIN	21023116AAAAGZ3794

S. VENKATARAMAN
Partner
M. No.023116

Place: Chennai
Date: 23 April 2021

V. SANKAR AIYAR & CO. CHARTERED ACCOUNTANTS CHENNAI-24

Annexure A to Independent Auditor's Report - 31 March 2021
(Referred to in our report of even date)

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) The company has a regular program of physically verifying all fixed assets at its offices in a phased manner over a period of 2 years, which in our opinion is reasonable having regard to the size of the company and the nature of its assets. Based on the information and explanation given to us and on verification of the records of the Company, the Company has physically verified the fixed assets as per their program during the year. No material discrepancies as compared to book records were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the company, the title deeds of immovable properties are held in the name of the company.

(ii) The Company is not carrying on any trading or manufacturing activities and hence does not have inventories. Therefore, paragraph 3(ii) of the Order is not applicable to the Company.

(iii) According to the information and explanations given to us, the Company has granted an unsecured loan to a Company covered under Section 189 of the Companies Act 2013. The terms and conditions of the such loan are not prejudicial to the interest of the Company. There is a schedule for repayment of principal and payment of interest and the same has been repaid within the due date.

Further, the Company has not granted any loans, secured or unsecured to firms, Limited Liability Partnerships or Other parties covered in the register maintained under Section 189 of the Companies Act 2013.

(iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable.

(v) The Company has not accepted any deposits from the public, within the meaning of Section 73 to 76 or any other relevant provisions of the Act and Rules framed thereunder. We are informed that no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or other tribunal.

(vi) According to the information and explanations given to us, in respect of the class of industry the company falls under, the Central Government has not specified the maintenance of cost records under section 148 (1) of the Act. Therefore, the provisions of clause (vi) of the Order are not applicable to the Company.

(vii) (a) According to the records of the Company, the Company is generally regular in depositing undisputed statutory dues payable including Provident Fund, Employees' State Insurance, Income Tax, Goods and Services Tax, and Cess and other material statutory dues as applicable to the Company with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance Income Tax, Goods and Services Tax, and Cess were in arrears as at 31st March 2021 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and the records of the Company, there are no dues of Income-Tax, Sales Tax, Service Tax, Goods and Services Tax, Value Added Tax and Cess which have not been deposited on account of any dispute.

V.SANKAR AIYAR & CO. CHARTERED ACCOUNTANTS CHENNAI-24

(viii) On the basis of verification of records and according to the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings to Financial Institutions, Banks and monies raised by issue of debentures. The Company has not raised any loan from Government.

(ix) In our opinion and according to the information and explanations given to us, the term loans availed, and funds raised out of privately placed debt instruments, i.e., non-convertible debentures, were applied by the Company for the purposes for which they were obtained. We are informed that the Company has not raised monies by way of initial public offer or further public offer of share capital during the year.

(x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given to us by the Management and the representations obtained from the management, we report that no material fraud by the Company and on the company by its officers or employees, except for 95 cases of frauds in the nature of 'fraudulent encashment / manipulation of books of accounts' amounting to Rs. 41,96,495/-, on the Company have been noticed or reported during the year. Out of the above, Rs.24,55,356/- is recovered during the FY 20-21.

(xi) In our opinion and according to the information and explanations given to us, the Company has paid/ provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us, based on verification of the records and approvals of the Audit Committee, the Company is in compliance with Section 177 and Section 188 of the Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) During the year the Company has made preferential allotment of equity shares and the requirements of Section 42 of the Act have been complied with. Further, the amounts raised have been used for the purpose for which the funds were raised. The company has not made any private placement of shares or fully or partly convertible debentures during the year.

(xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or persons connected with him and hence provisions of section 192 of the Act are not applicable.

(xvi) The Company is registered under section 45-IA of the Reserve Bank of India Act, 1934.

For V. SANKAR AIYAR & CO.
Chartered Accountants
ICAI Regn. No.109208W

UDIN	21023116AAAAGZ3794

S. VENKATARAMAN
Partner
M..No.023116

Place: Chennai
Date: 23 April 2021

V.SANKAR AIYAR & CO. CHARTERED ACCOUNTANTS CHENNAI-24

Annexure - B to the Independent Auditor's Report – 31 March 2021
(Referred to in our report of even date)

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

1. We have audited the internal financial controls over financial reporting of Samasta Micro Finance Limited ("the Company") as of March 31, 2021 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Managements Responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

3. Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

6. A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

V. SANKAR AIYAR & CO. CHARTERED ACCOUNTANTS CHENNAI-24

Inherent Limitations of Internal Financial Controls over Financial Reporting

7. Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Company has, in all material respects, an adequate internal financial Control system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Control over Financial Reporting issued by the Institute of Chartered Accountants of India.

For V. SANKAR AIYAR & CO.
Chartered Accountants
ICAI Regn. No.109208W

UDIN	21023116AAAAGZ3794

S. VENKATARAMAN
Partner
M. No.023116

Place: Chennai
Date: 23 April 2021

V. SANKAR AIYAR & CO. CHARTERED ACCOUNTANTS CHENNAI-24

SAMASTA MICROFINANCE LIMITED
CIN: U65191KA1995PLC057884

Registered Office: 110/3. Lal Bagh Main Rd, Krishnappa Layout, Bengaluru, Karnataka- 560 027

BALANCE SHEET AS AT MARCH 31, 2021

(Amount in ₹)

Particulars	Note No.	As at March 31, 2021	As at March 31, 2020
ASSETS			
1 Financial Assets			
(a) Cash and cash equivalents	4	1,78,70,10,465	2,00,90,95,484
(b) Bank Balance other than (a) above	4	1,54,44,11,947	79,96,08,628
(c) Derivative financial instruments	5	8,69,85,006	2,12,78,204
(d) Receivables			
(i)Trade Receivables	6	3,05,99,607	1,85,39,576
(ii) Other Receivables			-
(e) Loans	7	39,63,02,60,944	22,87,38,82,352
(f) Investments	8	5,00,000	5,00,000
(g) Other Financial assets	9	50,77,89,958	64,84,83,534
2 Non-Financial Assets			
(a) Other non-financial assets	10	1,18,40,015	1,04,66,860
(b) Current tax assets (Net)		1,61,26,237	4,18,93,595
(c) Deferred tax Assets (Net)	11	34,61,18,403	6,47,77,568
(d) Investment Property	12	5,31,516	5,58,196
(e) Property, Plant and Equipment	13	6,26,47,738	8,07,84,708
(f) Right to Use	13	5,62,88,979	4,63,45,783
(g) Capital work-in-progress	14	-	-
(h) Other Intangible assets	15	10,37,287	31,85,494
Total Assets		**44,08,21,48,102**	**26,61,93,99,982**
LIABILITIES AND EQUITY			
LIABILITIES			
1 Financial Liabilities			
(a) Derivative financial instruments	5	8,69,85,006	2,12,78,204
(b) Payables			
(I)Trade Payables			
(i) total outstanding dues of micro enterprises and small enterprises		-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	16	8,60,14,864	3,53,07,296
(II) Other Payables			
(i) total outstanding dues of micro enterprises and small enterprises			-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises			-
(c) Debt Securities	17	8,82,92,74,954	5,19,15,40,390
(d) Borrowings (Other than Debt Securities)	18	25,54,11,18,371	13,99,58,94,223
(e) Subordinated Liabilities	19	1,27,85,62,710	1,16,14,01,978
(f) Lease Liability	20	6,17,65,249	4,67,30,787
(g) Other financial liabilities	21	1,59,95,59,729	1,01,42,89,192
2 Non-Financial Liabilities			
(a) Current tax liabilities (Net)		1,15,83,955	-
(b) Provisions	22	5,43,36,393	3,70,61,793
(c) Other non-financial liabilities	23	3,78,79,578	2,43,42,225
3 Equity			
(a) Equity Share capital	24	3,20,81,33,360	2,64,24,51,400
(b) Other Equity	25	3,28,69,35,933	2,44,91,02,494
Total Liabilities and Equity		**44,08,21,48,102**	**26,61,93,99,982**

As per our attached report of even date
For V Sankar Aiyar & Co
Chartered Accountants
Firm No. 109208W

S Venkataramana
Partner
M. No. 023116

V.SANKAR AIYAR & CO. CHARTERED ACCOUNTANTS CHENNAI-24

Place: Chennai
Date: 24-04-2021

For and on behalf of the Board of Directors of Samasta Microfinance Limited

N. Venkatesh
Managing Director
DIN : 01018821

D. Shivaprakash
Whole-Time Director
DIN : 02216802

Ananda Kumar T
Chief Financial Officer
Place: Bangalore
Date: 23-04-2021

Pramod Kulkarni
Company Secretary

SAMASTA MICROFINANCE LIMITED BENGALURU

SAMASTA MICROFINANCE LIMITED
CIN: U65191KA1995PLC057884
Registered Office: 110/3, Lal Bagh Main Rd, Krishnappa Layout, Bengaluru, Karnataka- 560 027

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2021

(Amount in Rs ₹)

Particulars	Note No.	Year Ended March 31, 2021	Year Ended March 31, 2020
Revenue from operations			
Interest Income	26	6,88,59,23,563	5,10,18,73,458
Fees and commission Income	27	10,28,64,271	19,23,56,728
Net gain on derecognition of financial instruments under amortised cost category	28	-	45,40,16,216
Total Revenue from operations		**6,98,87,87,834**	**5,74,82,46,402**
Other Income	29	**3,25,10,402**	**6,88,21,216**
Total Income		**7,02,12,98,236**	**5,81,70,67,618**
Finance Costs	30	2,54,56,40,521	1,77,17,37,238
Net loss on derecognition of financial instruments under amortised cost category	31	55,22,27,995	12,90,86,077
Impairment on financial instruments	32	85,29,14,313	46,61,13,155
Employee Benefits Expenses	33	1,57,53,54,868	1,35,72,20,037
Depreciation, amortization and impairment		6,32,23,192	7,34,82,548
Others expenses	34	61,04,01,795	58,51,09,650
Total Expenses		**6,19,97,62,684**	**4,38,27,48,705**
Profit before exceptional items and tax		82,15,35,552	1,43,43,18,913
Exceptional items		-	3,10,21,709
Profit before tax		82,15,35,552	1,40,32,97,204
Tax Expense:			
Current Tax		43,49,98,351	33,61,54,695
Tax related to Earlier Years		8,69,253	11,16,300
Deferred Tax		(28,05,63,971)	(1,38,68,165)
Total Tax Expense		15,53,03,633	32,34,02,830
Profit Before impact of rate Change on Opening Deferred Tax		66,62,31,919	1,07,98,94,374
Impact of Change in the tax rate on Opening deferred tax		-	68,59,050
Profit for the period		**66,62,31,919**	**1,07,30,35,324**
Other Comprehensive Income			
(A) (i) Items that will not be reclassified to profit or loss		(30,86,716)	(66,95,982)
(a) Remeasurement of defined benefit liabilities/(assets)			
(ii) Income tax relating to items that will not be reclassified to profit or loss		7,76,865	16,85,245
Subtotal (A)		(23,09,851)	(50,10,737)
(B) (i) Items that will be reclassified to profit or loss			
(ii) Income tax relating to items that will be reclassified to profit or loss			
Subtotal (B)		-	-
Other Comprehensive Income		(23,09,851)	(50,10,737)
Total Comprehensive Income for the period (Comprising Profit and other Comprehensive Income for the period)		**66,39,22,068**	**1,06,80,24,587**
Earnings per equity share			
Basic (Rs.)		2.38	5.47
Diluted (Rs.)		2.38	5.47

As per our attached report of even date
For V Sankar Aiyar & Co
Chartered Accountants
Firm No. 109208W

S Venkataraman
Partner
M. No. 023116

Place: Chennai
Date: 24-04-2021

For and on behalf of the Board of Directors
of Samasta Microfinance Limited

N. Venkatesh
Managing Director
DIN : 01018821

D. Shivaprakash
Whole-Time Director
DIN : 02216802

Anantha Kumar T
Chief Financial Officer

Pramod Kulkarni
Company Secretary

Place: Bangalore
Date: 23-04-2021

SAMASTA MICROFINANCE LIMITED
CIN: U65191KA1995PLC057884
Registered Office: 110/3, Lal Bagh Main Rd,Krishnappa Layout, Bengaluru, Karnataka- 560 027

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

(Amount in ₹)

SR. No.	Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
1	**Cash flows from operating activities**		
	Net profit before taxation, and extraordinary item	**82,15,35,552**	**1,40,32,97,204**
	Adjustments for		
	Depreciation	6,32,23,192	7,34,82,548
	Net (gain) / loss on derecognition of financial instruments under amortised cost category	12,42,51,401	(45,15,87,630)
	Interest income	(8,23,18,551)	(6,21,44,496)
	Short Term Capital Gain	(3,05,96,802)	(6,74,22,754)
	Gratuity and Leave Salary	1,49,64,749	1,38,18,165
	Dividend income	-	(1,50,553)
	Provisions for Standard and Non Performing Assets	85,29,14,313	46,61,13,155
	Bad Debts Written Off	42,79,76,594	12,90,86,078
	Operating profit before working capital changes	**2,19,19,50,449**	**1,50,44,91,718**
	Increase in Trade Receivables	(1,20,60,031)	1,76,54,350
	(Increase) / Decrease in loans	(18,03,72,69,499)	(5,57,10,97,457)
	(Increase) / Decrease in Other Assets	2,30,347	(2,61,86,627)
	(Increase) / Decrease in Loans & Advances	35,64,676	(2,65,65,698)
	Increase / (Decrease) in Long term Liabilities	1,02,59,89,577	1,10,31,44,922
	Increase / (Decrease) in Other liabilities	(1,41,93,260)	(2,28,39,941)
	Increase / (Decrease) in trade payables	5,07,07,569	(7,59,80,862)
	Changes in Working Capital	**(16,98,30,30,622)**	**(4,60,18,71,313)**
	Cash generated from operations	**(14,79,10,80,171)**	**(3,09,73,79,594)**
	Income taxes paid	(41,08,69,253)	(32,16,59,136)
	Net cash from operating activities	**(15,20,19,49,424)**	**(3,41,90,38,730)**
2	**Cash flows from investing activities**		
	Purchase of fixed assets	(3,32,37,960)	(5,14,71,776)
	Proceeds from sale of equipment	1,53,974	77,16,481
	Purchase of Investments	(27,84,32,48,279)	(32,95,11,73,688)
	(Increase)/Decrease in fixed deposit (lien marked)	1,33,34,65,339	(1,64,96,21,821)
	(Increase)/Decrease in Other Deposit	(74,48,03,319)	(39,62,28,362)
	Sale of Investments	27,87,38,45,082	33,02,93,18,077
	Interest received	9,42,87,788	4,88,08,154
	Dividends received	-	1,50,553
	Net cash from investing activities	**68,04,62,625**	**(1,96,25,02,382)**
3	**Cash flows from financing activities**		
	Proceeds from issuance of share capital	89,99,99,998	1,49,99,99,976
	Proceeds from long-term borrowings	39,01,24,04,750	15,47,27,16,194
	Repayment of long-term borrowings	(24,33,95,78,004)	(11,63,90,83,748)
	Dividends paid	(16,04,06,667)	(14,22,53,170)
	Net cash used in financing activities	**15,41,24,20,077**	**5,19,13,79,252**
4	**Net increase in cash and cash equivalents**	**89,09,33,277**	**(19,01,61,860)**
5	**Cash and cash equivalents at beginning of period**	**24,14,51,289**	**43,16,13,149**
6	**Cash and cash equivalents at end of period**	**1,13,23,84,566**	**24,14,51,289**

As per our attached report of even date
For V Sankar Aiyar & Co
Chartered Accountants
Firm No. 109208W

S Venkataraman
Partner
M. No. 023116

Date : 24-04-2021
Place: Chennai

V.SANKAR AIYAR & CO. CHARTERED ACCOUNTANTS CHENNAI-24

For and on behalf of the Board of Directors
Samasta Microfinance Limited

N. Venkatesh
Managing Director
DIN : 01018821

D. Shivaprakash
Whole-time Director
DIN : 02216802

Anantha Kumar T
Chief Financial Officer

Pramod Kulkarni
Company Secretary

Date : 23-04-2021
Place: Bangalore

SAMASTA MICROFINANCE LIMITED BENGALURU

SAMASTA MICROFINANCE LIMITED
Notes forming part of Financial Statements for the year ended March 31, 2021

Note 1. Corporate Information:

Samasta Microfinance Limited has its registered office at Bangalore, India and was Incorporated under the Provisions of Companies Act,1956.The company has obtained certificate of registration from RBI dated 05-09-2013. The Company is categorised as systematically important non banking Finance(non - deposit accepting or holding) Company-Micro Finance Institution (NBFC MFI) under the provisions of RBI Act 1934. The Company is engaged in providing micro finance services to women who are enrolled as members and organized as Joint Liability Group ('JLG'), Small business loans and loans against property. The Company is a subsidiary of India Infoline Finance Limited.

Note 2. Significant Accounting Policies And Key Accounting Estimates And Judgements

a) Basis of Preparation of financial statements:

The financial statements, together with the comparative period date as at and for the year ended March 31, 2020, comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015],as amended, and other relevant provisions of the Act.
The Company has followed statutory requirements, circulars and guidelines issued by the Reserve Bank of India (RBI) for Non-Banking Financial Companies (NBFC), time to time.

b) Historical cost convention:

The financial statements have been prepared on a historical cost basis, except for the following:
1) certain financial assets and liabilities (including derivative instruments) are measured at fair value as stated in notes;
2) defined benefit plans – plan assets measured at fair value.

c) Use of estimates and Critical Estimates and judgements

The preparation of financial statements requires management to make certain estimates and assumptions that affect the amounts reported in the financial statements and notes thereto. The management believes that these estimates and assumptions are reasonable and prudent. However, actual results could differ from these estimates. Any revision to accounting estimates is recognized prospectively in the current and future period.

This note provides an overview of the areas that involved a higher degree of judgment or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgments is included in the relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

The areas involving critical estimates are:
i) Determining inputs into the ECL measurement model - (Refer Note g)
ii) Estimation of defined benefit obligation - (Refer Note r (II))

V.SANKAR AIYAR & CO. CHARTERED ACCOUNTANTS CHENNAI-24

SAMASTA MICROFINANCE LIMITED BENGALURU

The areas involving critical judgements are:
i) Classification of financial assets : Assessment of the business model within which the assets are held and assessment of whether the contractual terms of the financial asset are solely payment of principal and interest (SPPI) on the principal amount outstanding.

ii) Derecognition of financial assets and securitization.
iii) Categorisation of loan portfolios

d) Business Combinations

Business combinations are accounted for using the acquisition method. At the acquisition date, identifiable assets acquired and liabilities assumed are measured at fair value. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition date fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable. The consideration transferred is measured at fair value at acquisition date and includes the fair value of any contingent consideration. However, deferred tax asset or liability and any liability or asset relating to employee benefit arrangements arising from a business combination are measured and recognized in accordance with the requirements of Ind AS 12, Income Taxes and Ind AS 19, Employee Benefits, respectively.

Where the consideration transferred exceeds the fair value of the net identifiable assets acquired and liabilities assumed, the excess is recorded as goodwill. Alternatively, in case of a bargain purchase wherein the consideration transferred is lower than the fair value of the net identifiable assets acquired and liabilities assumed, the difference is recorded as a gain in other comprehensive income and accumulated in equity as capital reserve. The costs of acquisition excluding those relating to issue of equity or debt securities are charged to the Statement of Profit and Loss in the period in which they are incurred.

In case of business combinations involving entities under common control, the above policy does not apply. Business combinations involving entities under common control are accounted for using the pooling of interests method. The net assets of the transferor entity or business are accounted at their carrying amounts on the date of the acquisition subject to necessary adjustments required to harmonise accounting policies. Any excess or shortfall of the consideration paid over the share capital of transferor entity or business is recognised as capital reserve under equity.

e) Non Financial Assets:

Measurement

i) Property, Plant and Equipment

PPE (Property Plant and Equipment) is recognised when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. PPE is stated at original cost net of tax, if any, less accumulated depreciation. Cost includes professional fees related to the acquisition of PPE and, for qualifying assets, borrowing costs capitalised in accordance with the Company's accounting policy, less GST to the extent credit of tax is availed. Following initial recognition, items of property, plant and equipment are carried at its cost less accumulated depreciation and accumulated impairment losses.

V.SANKAR AIYAR & CO. CHARTERED ACCOUNTANTS CHENNAI-24

SAMASTA MICROFINANCE LIMITED BENGALURU

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All repairs and maintenance are charged to the Statement of Profit and Loss during the reporting period in which they are incurred.

ii) Intangible Asset

Intangible assets acquired separately are measured on initial recognition at cost. Intangible assets arising on acquisition of business are measured at fair value as at date of acquisition. Following initial recognition, intangible assets with finite useful life are carried at cost less accumulated amortization and accumulated impairment loss, if any.

iii) Investment Property

Investment Property are measured on initial recognition at cost. Transaction costs are included in the initial measurement. The cost of a purchased investment property comprises its purchase price and any directly attributable expenditure. Directly attributable expenditure includes, for example, professional fees for legal services, property transfer taxes and other transaction costs. Following initial recognition, after initial recognition, an entity shall measure all of its investment properties in accordance with Ind AS 40's requirements for cost model.

Depreciation/ Amortisation

Depreciation on each item of PPE and Investment Property is provided using the Straight-Line Method based on the useful lives of the assets as estimated by the management and is charged to the Statement of Profit and Loss. The estimate of the useful life of the assets has been assessed based on the nature of the asset, the usage of the asset, expected physical wear and tear, the operating conditions of the asset, anticipated technological changes, manufacturers warranties and maintenance support, etc. Freehold land is not depreciated.

Intangible Assets with finite lives are amortized on a Straight Line basis over the estimated useful economic life and is recognized in the Statement of Profit and Loss.

Individual assets costing up to Rs.5,000 has been depreciated in full in the year of purchase.

No depreciation is charged from the month in which assets are sold. Depreciation/ Amortisation on PPE, Investment Property and Intangible Assets added or disposed off during the year is calculated on pro-rata basis with reference to the date of addition or deletion.

Estimated useful life of the assets is as under:

Class of assets	Useful life in years
Buildings *	20
Furniture and fixtures *	5
Office equipment *	5
Electrical Equipment *	5
Vehicles *	5
Computers *	3
Software *	3

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* For these class of assets, based on internal assessment and independent technical evaluation carried out by external valuers the management believes that the useful lives as given above best represent the period over which management expects to use these assets. Hence the useful lives for these assets is different from the useful lives as prescribed under Part C of Schedule II of the Companies Act 2013.

Derecognition

The carrying amount of an item of PPE, Investment Property and Intangible Asset is derecognized (eliminated from the balance sheet) on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the de-recognition of an item of property, plant and equipment is measured as the difference between the net disposal proceeds and the carrying amount of the item and is recognized in the Statement of Profit and Loss when the item is derecognized.

f) Impairment of Non Financial Assets

Assets that have an indefinite useful life, for example goodwill, are not subject to amortization and are tested for impairment annually and whenever there is an indication that the asset may be impaired. Assets that are subject to depreciation and amortization are reviewed for impairment, whenever events or changes in circumstances indicate that carrying amount may not be recoverable. Such circumstances include, though are not limited to, significant or sustained decline in revenues or earnings and material adverse changes in the economic environment.

An impairment loss is recognized whenever the carrying amount of an asset or its cash generating unit (CGU) exceeds its recoverable amount. The recoverable amount of an asset is the greater of its fair value less cost to sell and value in use. To calculate value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market rates and the risk specific to the asset. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the CGU to which the asset belongs. Fair value less cost to sell is the best estimate of the amount obtainable from the sale of an asset in an arm's length transaction between knowledgeable, willing parties, less the cost of disposal. Impairment losses, if any, are recognized in the Statement of Profit and Loss and included in depreciation and amortization expenses.

Impairment losses are reversed in the Statement of Profit and Loss only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had previously been recognized.

g) Financial Instruments:

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

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i) Financial Assets

Business Model Assessment

The Company makes an assessment of the objective of a business model in which an asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management.

Assessment of whether contractual cash flows are solely payments of principal and interest

For the purpose of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs, as well as profit margin.

In assessing whether the contractual cash flows are SPPI, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition.

Reclassifications

Financial assets are not reclassified subsequent to their initial recognition, except in the period after the Company changes its business model for managing financial assets.

Initial recognition and measurement:

The company recognizes a financial asset in its Balance Sheet when it becomes party to the contractual provisions of the instrument.

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial asset.

However, trade receivables that do not contain a significant financing component are measured at transaction price.

Subsequent measurement:

For subsequent measurement, the company classifies a financial asset in accordance with the below criteria:

i. The company's business model for managing the financial asset and

ii. The contractual cash flow characteristics of the financial asset.

Based on the above criteria, the company classifies its financial assets into the following categories:

i. Financial assets measured at amortized cost

ii. Financial assets measured at fair value through other comprehensive income (FVTOCI)

iii. Financial assets measured at fair value through profit or loss (FVTPL)

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i. Financial assets measured at amortized cost

A financial asset is measured at the amortized cost if both the following conditions are met:

a) The company's business model objective for managing the financial asset is to hold financial assets in order to collect contractual cash flows, and

b) The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

This category applies to cash and bank balances, trade receivables, loans, investments and other financial assets of the company. Such financial assets are subsequently measured at amortized cost using the effective interest method.

ii. Financial assets measured at FVTOCI

A financial asset is measured at FVTOCI if both of the following conditions are met:

a) The company's business model objective for managing the financial asset is achieved both by collecting contractual cash flows and selling the financial assets, and

b) The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

For the above category, income by way of interest and dividend, provision for impairment are recognized in profit or loss and changes in fair value (other than on account of above income or expense) are recognized in other comprehensive income and accumulated in other equity.

On disposal of debt instruments at FVOCI, the cumulative gain or loss previously accumulated in other equity is reclassified to Statement of Profit and Loss.

iii. Financial assets measured at FVTPL

A financial asset is measured at FVTPL unless it is measured at amortized cost or at FVTOCI as explained above. This is a residual category applied to all other investments of the company excluding investments in subsidiaries and associate. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the Statement of Profit and Loss.

Derecognition:

A financial asset (or, where applicable, a part of a financial asset or part of a company of similar financial assets) is derecognized (i.e. removed from the company's Balance Sheet) when any of the following occurs:

i. The contractual rights to cash flows from the financial asset expires;

ii. The company transfers its contractual rights to receive cash flows of the financial asset and has substantially transferred all the risks and rewards of ownership of the financial asset;

iii. The company retains the contractual rights to receive cash flows but assumes a contractual obligation to pay the cash flows without material delay to one or more recipients under a 'pass-through' arrangement (thereby substantially transferring all the risks and rewards of ownership of the financial asset);

iv. The company neither transfers nor retains, substantially all risk and rewards of ownership, and does not retain control over the financial asset.

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In cases where company has neither transferred nor retained substantially all of the risks and rewards of the financial asset, but retains control of the financial asset, the company continues to recognize such financial asset to the extent of its continuing involvement in the financial asset. In that case, the company also recognizes an associated liability. The financial asset and the associated liability are measured on a basis that reflects the rights and obligations that the company has retained.

On Derecognition of a financial asset, (except as mentioned in ii above for financial assets measured at FVTOCI), the difference between the carrying amount and the consideration received is recognized in the Statement of Profit and Loss.

Impairment of financial assets:

The Company recognizes loss allowance for Expected Credit Loss "ECL" on the following financials instruments that are not measured at FVTPL :

i) Loans

ii) Trade Receivables

Loans

The Company measures loss allowances at an amount equal to lifetime ECL, except for financial instruments whose credit risk has not increased significantly since initial recognition, for which a 12-month ECL is computed.

Life-time ECL is based on the result from all possible default events over the expected life of the financial instrument.

12-month ECL is based on the result from default events on a financial instrument that are possible within the 12 months after the reporting date.

The assessment of whether lifetime ECL should be recognised is based on significant increases in the likelihood or risk of a default occurring since initial recognition. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

The company categorises loan assets into stages based on the Days Past Due status:

Stage	Past Due	ECL	Regulatory Standards
Stage 1	30 days past due	12 Month ECL	Equivalent to standard assets as per RBI
Stage 2	31-90 Days Past Due	Life time ECL	
Stage 3	More than 90 Days Past Due	Life time ECL	Equivalent to NPA assets as per RBI

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Measurement of ECL

ECL are a probability-weighted estimate of credit losses. They are measured as follows :

Financial assets that are not credit-impaired at the reporting date: As the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Company in accordance with the contract and the cash flows that the Company expects to receive);

Financial assets that are credit-impaired at the reporting date: As the difference between the gross carrying amount and the present value of estimated future cash flows.

Trade Receivables

For trade receivables, the Company applies the simplified approach which requires life-time ECL to be recognised from initial recognition of the receivables.

Presentation of allowance for ECL in the statement of financial position

Loss allowances for ECL are presented in the statement of financial position for financial assets measured at amortised cost as a deduction from the gross carrying amount of the assets.

Write off

Loans are written off when there is no reasonable expectation of recovering in its entirety or a portion thereof. This is generally the case when the Company determines that the borrower does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. This assessment is carried out at the individual asset level.

Financial assets that are written off could still be subject to recovery activities in order to comply with the Company's procedures for recovery of amounts due.

ii) Financial Liabilities

Initial recognition and measurement:

The company recognizes a financial liability in its Balance Sheet when it becomes party to the contractual provisions of the instrument. Having regards to the terms and structure of issuance, Financial Liabilities are categorized as follows (i) recognized at amortised costs (ii) recognized at fair value through profit and loss (FVTPL) (iii) where there is an embedded derivative as part of the financial liability, such embedded derivative is separated and recorded at fair value and the remaining component is categorized as on amortised costs.

Subsequent measurement:

(i) All financial liabilities of the company categorized as at amortized cost are subsequently measured using the effective interest method.

(ii) All financial liabilities of the company categorized at fair value are subsequently measured at fair value through profit and loss statement.

(iii) For derivatives embedded in the liability, the embedded derivative is subsequently measured at fair value through profit and loss and the liability is subsequently measured at amortised cost using the effective interest method.

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Derecognition: A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

h) Derivative Financial Instruments

Derivatives Financial Contracts are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period.

i) Offsetting Financial Instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

j) Fair Value

The company measures financial instruments at fair value in accordance with the accounting policies mentioned above. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

i. In the principal market for the asset or liability, or

ii. In the absence of a principal market, in the most advantages market for the asset or liability.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows, the inputs to valuation techniques used to measure value. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1 inputs) and the lowest priority to unobservable inputs (Level 3 inputs).

Level 1 — quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly

Level 3 —inputs that are unobservable for the asset or liability

For assets and liabilities that are recognized in the financial statements at fair value on a recurring basis, the company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization at the end of each reporting period and discloses the same.

k) Functional Currency

i) Functional and presentation currencies:

Items included in the financial statements are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). i.e. in Indian rupees (INR) and all values are rounded off to nearest Rupees except where otherwise indicated.

ii) Transactions and balances

a. Foreign currency transactions are translated into functional currency using exchange rates at the date of transaction.

b. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in the Statement of Profit and Loss.

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l) Securitization transaction

In accordance with Ind AS 109, in case of securitisation where the risks and rewards are not transferred completely, the assets are not derecognised and the liability to Special Purpose Vehicle ("SPV") is shown under borrowings. The gain arising on securitisation is amortised over the life of the securities issued by SPV . Loss, if any, is recognised upfront in the Statement of Profit and Loss for all types of Securitisation Transactions.

m) Assignment transaction

In accordance with Ind AS 109, in case of assignment with complete transfer of risks and rewards without any retention of residual interest, gain arising on the assignment is recorded upfront in the Statement of Profit and Loss and the loan is derecognised from the Statement of Assets and Liabilities immediately on sale of the loan. However, in cases where the risks and rewards are not transferred completely, then the gain arising on the assignment is amortised over the remaining life of the loan. Loss, if any, is recognised upfront in the Statement of Profit and Loss for all types of Assignment Transactions.

n) Revenue Recognition

i) Income from financing activity:

Interest income is recognized using the Effective Interest Rate (EIR) method for all financial assets measured at amortised cost. The EIR is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset, to its gross carrying amount. The calculation of the effective interest rate includes transaction costs and transaction income that are directly attributable to the acquisition of a financial asset.

For financial assets that are not Purchases Originally Credit Impaired "POCI" but have subsequently became credit-impaired (or 'stage-3'), for which interest revenue is calculated by applying the effective interest rate to their amortised cost (i.e. net of the expected credit loss provision).

ii) Other revenue from operation:

Fee and commission income that are not integral part of the effective interest rate on the financial asset are recognized as the performance obligation is are performed. There is no significant financing component in the consideration.

iii) Other Income:

Dividend income is recognized when the right to receive income is established.

All other income is recognized on an accrual basis, when there is no uncertainty in the ultimate realization / collection.

o) Taxes on Income

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by the changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses. The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

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Deferred income tax provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.
Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

A deferred tax asset is recognised for unclaimed tax credits that are carried forward as deferred tax assets.

Presentation of current and deferred tax:

Current and deferred tax are recognized as income or an expense in the Statement of Profit and Loss, except when they relate to items that are recognized in Other Comprehensive Income, in which case, the current and deferred tax income/expense are recognized in Other Comprehensive Income.

The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. In case of deferred tax assets and deferred tax liabilities, the same are offset if the company has a legally enforceable right to set off corresponding current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority on the company.

p) Provisions and Contingencies

The company recognizes provisions when a present obligation (legal or constructive) as a result of a past event exists and it is probable that an outflow of resources embodying economic benefits will be required to settle such obligation and the amount of such obligation can be reliably estimated.

If the effect of time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

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A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

q) Cash and Cash Equivalents

Cash and cash equivalents for the purpose of Cash Flow Statement comprise cash and cheques in hand, bank balances, demand deposits with banks where the original maturity is three months or less and other short term highly liquid investments.

r) Employee Benefits

I. Defined contribution plans:

Defined contribution plans are post-employment benefit plans (such as Provident Fund) under which the company pays fixed contributions into benefit schemes and will have no legal or constructive obligation to pay further contributions. The company's contributions to defined contribution plans are recognised in the Statement of Profit and Loss in the financial year to which they relate.

II. Defined benefit plans:

Gratuity is post employment benefit and is in the nature of Defined Benefit Plan. The present value of the obligations under defined benefit plans is determined based on actuarial valuation using the Projected Unit Credit Method.

The obligation is measured at the present value of the estimated future cash flows using a discount rate based on the market yield on government securities of a maturity period equivalent to the weighted average maturity profile of the defined benefit obligations at the Balance Sheet date.

Re-measurement, comprising actuarial gains and losses, the return on plan assets (excluding amounts included in net interest on the net defined benefit liability or asset) and any change in the effect of asset ceiling (if applicable) is recognized in other comprehensive income and is reflected in retained earnings and the same is not eligible to be reclassified to profit or loss.

Defined benefit costs comprising current service cost, past service cost and gains or losses on settlements are recognised in the Statement of Profit and Loss as employee benefits expense. Interest cost implicit in defined benefit employee cost is recognised in the Statement of Profit and Loss under finance cost. Gains or losses on settlement of any defined benefit plan are recognised when the settlement occurs. Past service cost is recognised as expense at the earlier of the plan amendment or curtailment and when the company recognises related restructuring costs or termination benefits. In case of funded plans, the fair value of the plan assets is reduced from the gross obligation under the defined benefit plans to recognise the obligation on a net basis.

The liabilities for earned leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of the expected future payments to be made in respect of services provided by employee up to the end of reporting period using the projected unit credit method and is recognized in a similar manner as in the case of defined benefit plans. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Re-measurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the Statement of Profit and Loss.

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Long term employee benefit costs comprising current service cost and gains or losses on curtailments and settlements, re-measurements including actuarial gains and losses are recognised in the Statement of Profit and Loss as employee benefit expenses. Interest cost implicit in long term employee benefit cost is recognised in the Statement of Profit and Loss under finance cost.

s) Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM) of the company . The CODM is responsible for allocating resources and assessing performance of the operating segments of the company . Revenue, expenses, assets and liabilities which relate to the company as a whole and are not allocable to segments on reasonable basis have been included under 'unallocated revenue / expenses / assets / liabilities'. The Company operates in a single business segment i.e. lending to members, having similar risk and returns for the purpose of IND AS 108 on 'Operating Segments'. The Company operates in a single geographical segment i.e. domestic.

t) Leases

The Company's lease asset classes primarily consist of leases for buildings. The Company, at the inception of a contract, assesses whether the contract is a lease or not lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a time in exchange for a consideration. This policy has been applied to contracts existing and entered into on or after April 1, 2019.

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the Company's incremental borrowing rate. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in the Statement of Profit and Loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less. The Company recognises the lease payments associated with these leases as an expense over the lease term.

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Notes forming part of Financial Statements for the year ended March 31, 2021

Note 4. Cash and Cash Equivalents **(Amount in ₹)**

Particulars	As at March 31, 2021	As at March 31, 2020
Cash and Cash Equivalents		
Cash on hand	1,75,11,463	55,24,019
Balance with Banks	1,43,54,64,342	33,60,71,465
-In current accounts		
In Deposit Accounts (Less than three months)	33,40,34,661	1,66,75,00,000
Cash and Cash Equivalents	**1,78,70,10,465**	**2,00,90,95,484**

Out of the Fixed Deposits shown above:

Particulars	As at March 31, 2021	As at March 31, 2020
Lien Marked	10,57,10,791	1,62,86,11,000
Margin for Credit Enhancement	-	3,88,89,000
Other deposits	22,83,23,870	-
Total	**33,40,34,661**	**1,66,75,00,000**

Particulars	As at March 31, 2021	As at March 31, 2020
Other Bank Balances		
In Deposit Account (Maturity more than 3 months to 12 months)	60,36,36,953	39,48,95,469
In Deposit account (Maturity more than 12 months)	94,07,74,994	40,47,13,159
Total	**1,54,44,11,947**	**79,96,08,628**

Out of the Fixed Deposits shown above:

Particulars	As at March 31, 2021	As at March 31, 2020
Lien Marked	1,34,40,53,883	79,96,08,628
Other deposits	20,03,58,064	-
Total	**1,54,44,11,947**	**79,96,08,628**

Particulars	As at March 31, 2021	As at March 31, 2020
Cash and Cash Equivalents (As per Ind AS 7 Cash flow statement)		
Cash on hand	1,75,11,463	55,24,019
Balance with Banks	1,43,54,64,342	33,60,71,465
-In current accounts		
	1,45,29,75,805	34,15,95,484
Less: Cash Credit/Overdraft facilities (Refer Note no 18)	32,05,91,239	10,01,44,194
Cash and cash equivalents (As per Ind AS-7 Cash flow statement) (A)	**1,13,23,84,566**	**24,14,51,290**

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Note 5. Derivate Financial Instruments **(Amount in ₹)**

Particulars	As at March 31, 2021			As at March 31, 2020		
	Nominal Amount	Fair Value - Assets	Fair Value - Liabilities	Nominal Amount	Fair Value - Assets	Fair Value - Liabilities
Interest Rate Derivatives						
Options Purchased *	5,56,20,000	8,69,85,006	8,69,85,006	5,56,20,000	2,12,78,204	2,12,78,204
Total	**5,56,20,000**	**8,69,85,006**	**8,69,85,006**	**5,56,20,000**	**2,12,78,204**	**2,12,78,204**

* Options invested are tied up to Secured Non Convertible Debentures of ₹ 12,30,248/- P.Y. (₹ 12,30,248/-) and Secured Non Convertible Debentures of ₹ 2,00,47,955/- P.Y. (₹ 2,00,47,955 /-) made as per the terms of issue and on maturity will be transferred to the investors of the NCD.

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Note 6. Receivables

(Amount in ₹)

Receivables	As at March 31, 2021	As at March 31, 2020
Trade Receivables		
Receivables considered good - Unsecured	3,05,99,607	1,85,39,576
Total - Gross	3,05,99,607	1,85,39,576
Less: Impairment loss allowance	-	-
Total - Net	**3,05,99,607**	**1,85,39,576**

The Company follows simplified method of estimation of expected credit loss and hence information required under Part (C) (i) is not furnished.

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Note 7. Loans **(Amount in ₹)**

Particulars	As at March 31, 2021		As at March 31, 2020	
	Amortised cost	Total	Amortised cost	Total
Loans				
(A)				
Term Loans	41,16,77,69,466	41,16,77,69,466	23,00,60,62,665	23,00,60,62,665
Inter Corporate Deposit to Holding Company	-	-	50,00,00,000	50,00,00,000
		-		
Unamortized Processing Fee	(33,18,02,607)	(33,18,02,607)	(18,50,86,005)	(18,50,86,005)
Accrued Interest but not due	34,87,33,521	34,87,33,521	25,42,81,107	25,42,81,107
Total (A) -Gross	41,18,47,00,380	41,18,47,00,380	23,57,52,57,766	23,57,52,57,766
Less: Impairment loss allowance (including ECL on Stage 3 of Rs. 74,78,19,368/- P.Y. (Rs.34,31,20,550/-)	(1,55,44,39,437)	(1,55,44,39,437)	(70,13,75,414)	(70,13,75,414)
Total (A) - Net	**39,63,02,60,944**	**39,63,02,60,944**	**22,87,38,82,352**	**22,87,38,82,352**
(B)				
(i) Secured by tangible assets	58,03,11,238	58,03,11,238	21,48,66,321	21,48,66,321
(ii) Unsecured	40,60,43,89,142	40,60,43,89,142	23,36,03,91,445	23,36,03,91,445
Total (B)-Gross	41,18,47,00,380	41,18,47,00,380	23,57,52,57,766	23,57,52,57,766
Less: Impairment loss allowance (including ECL on Stage 3 of Rs. 74,78,19,368/- P.Y. (Rs.34,31,20,550/-)	(1,55,44,39,437)	(1,55,44,39,437)	(70,13,75,414)	(70,13,75,414)
Total (B)-Net	**39,63,02,60,944**	**39,63,02,60,944**	**22,87,38,82,352**	**22,87,38,82,352**
(C)				
(I) Loans in India				
(i) Public Sector	-	-	-	-
(ii) Others				
Joint Liability Group	37,65,35,06,353	37,65,35,06,353	22,56,55,59,672	22,56,55,59,672
Small Business Loans	2,95,08,82,789	2,95,08,82,789	29,48,31,773	29,48,31,773
Loan Against Property	58,03,11,238	58,03,11,238	21,48,66,321	21,48,66,321
Inter Corporate Deposit to Holding Company	-	-	50,00,00,000	50,00,00,000
Less: Impairment loss allowance (including ECL on Stage 3 of Rs. 74,78,19,368/- P.Y. (Rs.34,31,20,550/-)	(1,55,44,39,437)	(1,55,44,39,437)	(70,13,75,414)	(70,13,75,414)
Total(C) (I)-Net	**39,63,02,60,944**	**39,63,02,60,944**	**22,87,38,82,352**	**22,87,38,82,352**
(II)Loans outside India	-	-	-	-
Less: Impairment loss allowance	-	-	-	-
Total (C) (II)- Net	-	-	-	-
Total C(I) and C(II)	**39,63,02,60,944**	**39,63,02,60,944**	**22,87,38,82,352**	**22,87,38,82,352**

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SAMASTA MICROFINANCE LIMITED BENGALURU

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Notes forming part of Financial Statements for the year ended March 31, 2021

Note 8. Investments

(Amount in ₹)

Particulars	As at March 31, 2021			As at March 31, 2020		
	At Fair Value through profit or loss	Others *	Total	At Fair Value through profit or loss	Others *	Total
(A)						
Equity instruments	-	-	-	-	-	-
Alpha Microfinance Consultants Private Limited (50,000 Equity Shares of Rs. 10 each)	-	5,00,000	5,00,000	-	5,00,000	5,00,000
Total – Gross (A)	**-**	**5,00,000**	**5,00,000**	**-**	**5,00,000**	**5,00,000**
i) Investments outside India		-	-	-	-	-
ii) Investments in India	-	5,00,000	5,00,000	-	5,00,000	5,00,000
Total (B)	-	5,00,000	5,00,000	-	5,00,000	5,00,000
Less: Allowance for Impairment Loss (C)	-	-	-	-	-	-
Total- Net (D) = A-C	**-**	**5,00,000**	**5,00,000**	**-**	**5,00,000**	**5,00,000**

* The Company has carried investment in equity shares at cost.

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Notes forming part of Financial Statements for the year ended March 31, 2021

Note 9. Other financial assets

(Amount in ₹)

Particulars	As at March 31, 2021		As at March 31, 2020	
Accrued interest on Fixed Deposits		2,34,61,796		3,54,31,033
Staff Loans		9,39,651		2,73,515
Security Deposits		4,92,76,326		3,92,00,492
Interest Strip Asset on Assignment		43,41,12,185		55,83,63,585
Other receivables				
Insurance Claim Receivable	5,24,68,312		6,78,32,929	
Less:Impairment loss allowance towards Insurance Claim Receivable	(5,24,68,312)	-	(5,26,18,021)	1,52,14,908
Total		**50,77,89,958**		**64,84,83,534**

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SAMASTA MICROFINANCE LIMITED

Notes forming part of Financial Statements for the year ended March 31, 2021

Note 10. Other Non Financial Assets

(Amount in ₹)

Particulars	As at March 31, 2021	As at March 31, 2020
Prepaid expenses	1,11,26,742	88,85,019
Vendor Advances	7,13,273	15,81,841
Total	**1,18,40,015**	**1,04,66,860**

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SAMASTA MICROFINANCE LIMITED BENGALURU

SAMASTA MICROFINANCE LIMITED
Notes forming part of Financial Statements for the year ended March 31, 2021

Note 11. Deferred Taxes
Significant components of deferred tax assets and liabilities for the year ended March 31, 2021 are as follows:

(Amount in ₹)

Particulsrs	Opening balance	Recognised in profit or loss	Effect of the Tax Rate	Deferred Tax Taken to Balance Sheet	Recognised in/reclassified from OCI	Closing balance
Deferred tax assets:						
Provisions, allowances for doubtful receivables	16,97,54,792	20,87,08,706	-	-	-	37,84,63,498
Compensated absences and retirement benefits	93,27,713	35,70,807	-	-	7,76,865	1,36,75,384
Unamortized Processing Fees Income	4,69,11,955	3,69,25,634	-	-		8,38,37,589
Lease Liability	1,17,61,204	(1,03,82,937)	-		-	13,78,268
Total deferred tax assets	**23,77,55,664**	**23,88,22,210**	-	-	**7,76,865**	**47,73,54,739**
Deferred tax liabilities:				-		
Property, plant and equipment	(12,03,689)	1,63,96,321	-	-	-	1,51,92,632
Prepaid expenses Claimed	(1,52,94,160)	(1,30,43,877)	-	-	-	(2,83,38,037)
Unamortized Processing Fees Expense	(1,58,97,647)	72,03,883	-	-	-	(86,93,764)
Interest Strip Assets	(14,05,28,947)	3,12,71,592	-	-	-	(10,92,57,355)
Income on Security Deposit	(53,655)	(86,158)	-	-	-	(1,39,813)
Total deferred tax liabilities	**(17,29,78,097)**	**4,17,41,761**	-	-	-	**(13,12,36,337)**
Deferred tax assets	**6,47,77,566**	**28,05,63,971**	-	-	**7,76,865**	**34,61,18,403**

Significant components of deferred tax assets and liabilities for the year ended March 31, 2020 are as follows:

(Amount in ₹)

Particulars	Opening balance	Recognised in profit or loss	Effect of the Tax Rate	Deferred Tax Taken to Balance Sheet	Recognised in/reclassified from OCI	Closing balance
Deferred tax assets:						
Provisions, allowances for doubtful receivables*	6,31,67,604	9,24,71,606	85,72,746	55,42,836	-	16,97,54,792
Over Due Interest	27,21,143	(30,90,441)	3,69,298	-	-	(0)
						-
Compensated absences and retirement benefits	53,09,418	16,12,486	7,20,564	-	16,85,245	93,27,713
Unamortized Processing Fees Income	4,04,50,298	9,71,974	54,89,683	-	-	4,69,11,955
Unrealised profit on investments	-	-	-	-	-	-
Lease Liability	-	1,17,61,204	-	-	-	1,17,61,204
Total deferred tax assets	**11,16,48,463**	**10,37,26,828**	**1,51,52,292**	**55,42,836**	**16,85,245**	**23,77,55,664**
Deferred tax liabilities:						
Property, plant and equipment	45,00,662	(63,15,155)	6,10,804	-	-	(12,03,689)
Prepaid expenses Claimed	-	(1,04,28,857)	(48,65,302)			(1,52,94,160)
Unamortized Processing Fees Expense	(3,45,15,598)	1,84,36,908	1,81,043	-	-	(1,58,97,647)
Interest Strip Assets	(3,10,93,158)	(10,52,16,003)	(42,19,786)	-	-	(14,05,28,947)
Income on Security Deposit	-	(53,655)	-	-	-	(53,655)
Total deferred tax liabilities	**(6,11,08,094)**	**(10,35,76,762)**	**(82,93,241)**	-	-	**(17,29,78,097)**
Deferred tax assets	**5,05,40,369**	**1,50,066**	**68,59,050**	**55,42,836**	**16,85,245**	**6,47,77,568**

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Notes forming part of Financial Statements for the year ended March 31, 2021

Note 12. Investment Property

(Amount in ₹)

Particulars	Land	Building	Total
Cost or Valuation as at April 1, 2020	**1,14,905**	**4,92,545**	**6,07,450**
Additions	-	-	-
Deductions /Adjustments during the year	-	-	-
As at March 31, 2021	**1,14,905**	**4,92,545**	**6,07,450**
Depreciation			
As at April 1, 2020	-	**49,255**	**49,255**
Depreciation For the year	-	26,680	26,680
Deductions/Adjustments during the year	-	-	-
Up to March 31, 2021	-	**75,934**	**75,934**
Net Block as at March 31, 2021	**1,14,905**	**4,16,611**	**5,31,516**

Particulars	Land	Building	Total
Cost or Valuation as at April 1, 2019	**1,14,905**	**4,92,545**	**6,07,450**
Additions	-	-	-
Deductions /Adjustments during the year	-	-	-
As at March 31, 2020	**1,14,905**	**4,92,545**	**6,07,450**
Depreciation			
As at April 1, 2019	-	**22,575**	**22,575**
Depreciation For the year	-	26,680	26,680
Up to March 31, 2020	-	**49,255**	**49,255**
Net Block as at March 31, 2020	**1,14,905**	**4,43,291**	**5,58,196**

i) There are no direct expenses incurred towards above investment property

ii) The investment property is given as security against non - convertible debentures issued to NBFC.

iii) There are no contractual obligation existed as on 31st March 2021 in connection to purchase, construct or

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SAMASTA MICROFINANCE LIMITED
Notes forming part of Financial Statements for the year ended March 31, 2021

Note 13. Property Plant and Equipment

(Amount in ₹)

Particulars	Furniture & Fixture	Office Equipment	Electrical Equipment	Air Conditioner	Computers	Vehicles	Right to Use*	Total
Cost as at April 1, 2020	5,50,34,657	2,57,04,868	94,54,236	29,19,548	12,20,13,703	56,26,884	5,22,55,329	27,30,09,225
Additions	47,24,375	40,10,536	18,34,890	28,945	2,26,39,214	-	1,97,70,544	5,30,08,504
Deductions/Adjustments	(3,92,443)	(58,371)	(3,40,559)	-	(3,22,774)	-	-	(11,14,146)
As at March 31, 2021	5,93,66,589	2,96,57,032	1,09,48,567	29,48,493	14,43,30,143	56,26,884	7,20,25,873	32,49,03,582
Depreciation								-
As at April 1, 2020	4,41,58,842	1,33,50,316	59,47,471	5,92,340	7,12,87,940	46,32,279	59,09,546	14,58,78,734
Depreciation for the year	82,78,548	50,66,931	14,10,120	5,68,235	3,52,24,298	6,72,827	98,27,348	6,10,48,306
Deductions/Adjustments	(3,94,188)	(67,411)	(3,24,747)	-	(1,73,830)	-	-	(9,60,175)
Up to March 31, 2021	5,20,43,203	1,83,49,836	70,32,844	11,60,575	10,63,38,407	53,05,106	1,57,36,894	20,59,66,864
Net Block as at March 31, 2021	73,23,386	1,13,07,197	39,15,723	17,87,918	3,79,91,736	3,21,778	5,62,88,979	11,89,36,718

(Amount in ₹)

Particulars	Furniture & Fixture	Office Equipment	Electrical Equipment	Air Conditioner	Computers	Vehicles	Right to Use*	Total
Cost as at April 1, 2019	3,48,51,106	1,81,25,011	70,05,988	4,08,174	9,61,97,399	40,60,293	-	16,06,47,972
Additions	1,75,58,960	64,28,119	26,38,879	25,11,374	2,18,99,523	-	5,22,55,329	10,32,92,184
Reclassification	26,24,590	11,91,915	2,12,017	-	57,90,419	15,66,591	-	1,13,85,531
Deductions/Adjustments	1	(40,177)	(4,02,648)	-	(18,73,638)	-	-	(23,16,462)
As at March 31, 2020	5,50,34,657	2,57,04,868	94,54,236	29,19,548	12,20,13,703	56,26,884	5,22,55,329	27,30,09,225
Depreciation								-
As at April 1, 2019	2,17,53,795	82,97,754	18,61,640	69,373	3,12,07,428	22,19,649	-	6,54,09,639
Depreciation for the year	1,31,67,524	1,35,87,723	21,33,769	4,58,000	3,51,67,676	8,13,939	59,09,546	7,12,38,177
Reclassification	92,08,912	(84,96,120)	22,93,440	64,967	67,15,640	15,98,691	-	1,13,85,530
Deductions /Adjustments	28,611	(39,041)	(3,41,378)	-	(18,02,804)	-	-	(21,54,612)
								-
Up to March 31, 2020	4,41,58,842	1,33,50,316	59,47,471	5,92,340	7,12,87,940	46,32,279	59,09,546	14,58,78,734
Net Block as at March 31, 2020	1,08,75,814	1,23,54,551	35,06,765	23,27,208	5,07,25,763	9,94,606	4,63,45,783	12,71,30,491

* Right to use represent Lease asset

Note 14. Capital Work in Progress

(Amount in ₹)

Particulars	As at March 31, 2021	As at March 31, 2020
Opening Balance	-	75,53,750
Addition during the year	-	-
Capitalised during the year	-	(75,53,750)
Closing Balance	-	-

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Notes forming part of Financial Statements for the year ended March 31, 2021

Note 15. Intangible Assets (Other than internally generated)

(Amount in ₹)

Particulars	**Software**
Cost as at April 1, 2020	**76,22,317**
Additions	
Deductions /Adjustments during the year	-
As at March 31, 2021	**76,22,317**
Depreciation	
As at April 1, 2020	**44,36,823**
Depreciation For the year	21,48,207
Reclassification	-
Deductions/Adjustments during the year	
Up to March 31, 2021	**65,85,030**
Net Block as at March 31, 2021	**10,37,287**
Particulars	**Software**
Cost as at April 1, 2019	**72,20,379**
Additions	4,34,038
Deductions /Adjustments during the year	(32,100)
As at March 31, 2020	**76,22,317**
Depreciation	
As at April 1, 2019	**22,51,233**
Depreciation For the year	22,17,691
Reclassification	-
Deductions/Adjustments during the year	(32,100)
Up to March 31, 2020	**44,36,823**
Net Block as at March 31, 2020	**31,85,494**

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SAMASTA MICROFINANCE LIMITED
Notes forming part of Financial Statements for the year ended March 31, 2021

Note 16. Trade Payable

(Amount in ₹)

Particulars	As at March 31, 2021	As at March 31, 2020
(1) Trade Payable		
-(i)Total outstanding dues of micro enterprises and small enterprises (Refer note 16.1) *	-	-
-(ii)Total outstanding dues of creditors other than micro enterprises and small enterprises	8,60,14,864	3,53,07,296
Total	**8,60,14,864**	**3,53,07,296**

* Dues to micro, small and medium enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. There are no interest due or outstanding on the same.

16.1 Disclosure under The Micro, Small and Medium Enterprises Development Act, 2006

The following disclosure is made as per the requirement under the Micro, Small and Medium Enterprises Development Act, 2016 (MSMED) on the basis of confirmations sought from suppliers on registration with the specified authority under MSMED:

Particulars	As at March 31, 2021	As at March 31, 2020
(a) Principal amount remaining unpaid to any supplier at the year end	-	-
(b) Interest due thereon remaining unpaid to any supplier at the year end	-	-
(c) Amount of interest paid and payments made to the supplier beyond the appointed day during the year	-	-
(d) Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Act	-	-
(e) Amount of interest accrued and remaining unpaid at the year end	-	-
(f) Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Act	-	-

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Notes forming part of Financial Statements for the year ended March 31, 2021

Note 17. Debt Securities

(Amount in ₹)

Particulars	As at March 31, 2021		As at March 31, 2020	
	At Amortised Cost	Total	At Amortised Cost	Total
Secured Non Convertible Debentures	7,94,00,00,000	7,94,00,00,000	4,58,33,33,331	4,58,33,33,331
Less : Derivative Financial Liability	(1,24,95,000)	(1,24,95,000)	(1,24,95,000)	(1,24,95,000)
Less : Unamortised Debenture Issue Expenses	(5,80,16,078)	(5,80,16,078)	(4,95,84,161)	(4,95,84,161)
Interest Accrued on Debt Securities	95,97,86,032	95,97,86,032	67,02,86,220	67,02,86,220
Total	8,82,92,74,954	8,82,92,74,954	5,19,15,40,390	5,19,15,40,390
Debt Securities in India	8,82,92,74,954	8,82,92,74,954	5,19,15,40,390	5,19,15,40,390
Debt Securities outside India	-	-	-	-
Total	8,82,92,74,954	8,82,92,74,954	5,19,15,40,390	5,19,15,40,390

(a)These Non convertible debentures are secured by way of first pari-passu charge on investment property, book debts, loans and advances including receivables other than those specifically charged.

(b) Non Convertible Debentures – Secured includes redeemable Non convertible debenture amounting to Rs 14,00,00,000/- P.Y. (Rs 14,00,00,000/-) which carries call option effective from 13-07-2018.

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Notes forming part of Financial Statements for the year ended March 31, 2021

17.1 Debt securities

Particulars	March 31, 2021	March 31, 2020	Date of borrowing	Repayment start date	Maturity date	Terms of repayment	Security Offered
INE413U07020 - NCD	5,00,00,000	5,00,00,000	30-06-2016	29-06-2022	29-06-2022	Rate of Interest - 15.25% , principal repayable on maturity.	Hypothecation of book debts
INE413U07087 - NCD	14,00,00,000	14,00,00,000	13-07-2018	14-03-2022	14-03-2022	Rate of Interest - 8.73% p.a. calculated on a XIRR basis, principal repayable on maturity.	Hypothecation of book debts ,Immovable property
INE413U07079 - NCD	1,11,00,00,000	1,11,00,00,000	13-07-2018	19-10-2021	19-10-2021	Rate of Interest - 9.96% p.a. calculated on a XIRR basis, principal repayable on maturity.	Hypothecation of book debts ,Immovable property
INE413U07079 - NCD	1,00,00,00,000	1,00,00,00,000	19-06-2018	19-10-2021	19-10-2021	Rate of Interest - 9.75% p.a. calculated on a XIRR basis, principal repayable on maturity.	Hypothecation of book debts ,Immovable property
INE413U07079- NCD	50,00,00,000	50,00,00,000	03-07-2018	19-10-2021	19-10-2021	Rate of Interest - 9.87% p.a. calculated on a XIRR basis, principal repayable on maturity.	Hypothecation of book debts ,Immovable property
INE413U07079 - NCD	25,00,00,000	25,00,00,000	10-07-2018	19-10-2021	19-10-2021	Rate of Interest - 9.93% p.a. calculated on a XIRR basis, principal repayable on maturity.	Hypothecation of book debts ,Immovable property
INE413U07053 - NCD	-	3,33,33,330	28-09-2017	28-12-2017	28-09-2020	Rate of Interest - 11.08% p.a. calculated on a XIRR basis, principal repayable in 12 Quarterly instalments of Rs 1,66,66,667/-	Hypothecation of book debts
INE413U07061 - NCD	-	1,50,00,00,000	24-05-2018	22-05-2020	22-05-2020	Rate of Interest - 10.80% p.a. , principal repayable on maturity.	Hypothecation of book debts ,Immovable property
INE413U07103 - Bank of India - NCD	25,00,00,000	-	18-06-2020	05-06-2023	05-06-2023	Rate of Interest - 11.50% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07103 - Bank of Maharashtra - NCD	15,00,00,000	-	05-06-2020	05-06-2023	05-06-2023	Rate of Interest - 11.50% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07137- Bank of Maharashtra - NCD	50,00,00,000	-	11-08-2020	11-02-2022	11-02-2022	Rate of Interest - 10.00% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07103 - Canara Bank - NCD	20,00,00,000	-	05-06-2020	05-06-2023	05-06-2023	Rate of Interest - 11.50% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07178 - NCD	59,00,00,000	-	30-03-2021	30-04-2024	30-04-2024	Rate of Interest - 9% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07129- Indian Bank - NCD	25,00,00,000	-	10-07-2020	10-07-2023	10-07-2023	Rate of Interest - 11.50% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07160 - NorthernArc - NCD	1,00,00,00,000	-	18-03-2021	18-03-2023	18-03-2023	Rate of Interest - 10.50% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07137 - Punjab National Bank - NCD	25,00,00,000	-	11-08-2020	11-02-2022	11-02-2022	Rate of Interest - 10.% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07111 - State Bank of India - NCD	1,00,00,00,000	-	26-06-2020	21-04-2023	21-04-2023	Rate of Interest - 11.50% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07145 - UNIFI-AIF - NCD	15,00,00,000	-	02-03-2021	02-06-2022	02-06-2022	Rate of Interest - 10.20% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07152 - UNIFI-AIF - NCD	15,00,00,000	-	02-03-2021	02-01-2023	02-01-2023	Rate of Interest - 10.20% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07111 - Union Bank of India - NCD	15,00,00,000	-	26-06-2020	21-04-2023	21-04-2023	Rate of Interest - 11.50% p.a. principal repayable on maturity.	Hypothecation of book debts.
INE413U07137- Union Bank of India - NCD	25,00,00,000	-	11-08-2020	11-02-2022	11-02-2022	Rate of Interest - 10.% p.a. principal repayable on maturity.	Hypothecation of book debts.
Total	7,94,00,00,000	4,58,33,33,330					

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SAMASTA MICROFINANCE LIMITED BENGALURU

SAMASTA MICROFINANCE LIMITED
Notes forming part of Financial Statements for the year ended March 31, 2021

Note 18. Borrowings

(Amount in ₹)

Particulars	As at March 31, 2021		As at March 31, 2020	
	At Amortised Cost	Total	At Amortised Cost	Total
(a)Term loans				
-(i)from banks	17,71,61,97,898	17,71,61,97,898	10,50,61,28,703	10,50,61,28,703
-(ii)from other parties	7,45,84,10,812	7,45,84,10,812	3,21,66,91,853	3,21,66,91,853
Unamortised Processing Fee	(8,23,83,093)	(8,23,83,093)	(6,31,27,953)	(6,31,27,953)
Interest Accrued on Borrowings	12,83,01,514	12,83,01,514	10,04,29,349	10,04,29,349
	25,22,05,27,132	25,22,05,27,132	13,76,01,21,952	13,76,01,21,952
(b) Other loans (specify nature)				
Cash Credit / Overdraft Facilities	32,05,91,239	32,05,91,239	10,01,44,194	10,01,44,194
Securitisation	-	-	13,56,28,077	13,56,28,077
Total	25,54,11,18,371	25,54,11,18,371	13,99,58,94,223	13,99,58,94,223
Borrowings in India	25,54,11,18,371	25,54,11,18,371	13,99,58,94,223	13,99,58,94,223
Borrowings outside India	-	-	-	-
Total	25,54,11,18,371	25,54,11,18,371	13,99,58,94,223	13,99,58,94,223

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SAMASTA MICROFINANCE LIMITED BENGALURU

SAMASTA MICROFINANCE LIMITED
Notes forming part of Financial Statements for the year ended March 31, 2021

18.1 Loan from Banks

Particulars	March 31, 2021	March 31, 2020	Loan taken	Repayment start date	Maturity date	Terms of repayment	Security Offered
Axis Bank Limited	-	21,42,85,716	29-11-2018	29-05-2019	31-01-2028	Rate of Interest 3M MCLR+2.05%+loan repayable in 7 Quarterly instalments of Rs 7,14,28,571/-	Hypothecation of book debts and cash collateral
Axis Bank Limited	12,50,00,000	21,87,50,000	24-10-2019	24-01-2028	24-10-2021	Rate of Interest 3M MCLR+2.55% +loan repayable in 8 Quarterly instalments of Rs 3,12,58,000/-	Hypothecation of book debts and cash collateral
Axis Bank Limited	12,50,08,000	25,80,00,008	11-03-2020	11-06-2020	11-03-2022	Rate of Interest 3M MCLR+2.65% loan repayable in 8 Quarterly instalments of Rs 3,12,50,080/-	Hypothecation of book debts and cash collateral
Axis Bank Limited	12,50,00,800	-	11-03-2021	09-06-2021	09-03-2023	Rate of Interest 3M MCLR+2.95% loan repayable in 22 monthly instalments of Rs 56,81,818/-	Hypothecation of book debts and cash collateral
Axis Bank Limited	37,50,08,800	-	11-03-2021	09-06-2021	09-03-2023	Rate of Interest 3M MCLR+2.95% loan repayable in 22 monthly instalments of Rs 1,78,45,454/-	Hypothecation of book debts and cash collateral
Bandhan Bank Limited	57,14,28,571	1,00,00,00,000	28-02-2028	28-08-2020	28-02-2022	Rate of Interest 11.30% +loan repayable in 7 Quarterly instalments of Rs 14,28,57,143/-	Hypothecation of book debts
Bandhan Bank Limited	1,88,00,08000	-	26-03-2021	01-10-2021	25-03-2023	Rate of Interest 11%, loan repayable in 7 Quarterly instalments of Rs 14,28,57,143/-	Hypothecation of book debts
Bandhan Bank Limited	-	71,42,85,714	20-03-2019	01-10-2019	18-03-2021	Rate of Interest 11.40%, loan repayable in 7 Quarterly instalments of Rs 14,28,57,143/-	Hypothecation of book debts and cash collateral
Bank of Baroda	-	16,60,00,008	30-03-2018	30-07-2018	30-12-2028	Rate of Interest 1.45 above 1Y MCLR+0.75%,loan repayable in 30 monthly instalments for BOB of Rs 1,67,00,000/- & last instalment of Rs 1,57,08,000/-	Hypothecation of book debts and cash collateral
Bank of Maharashtra	-	10,72,000	18-03-2016	31-07-2016	31-03-2028	Rate of Interest - Base rate +4.50%, loan repayable in 44 monthly instalments of Rs 11,12,000/- & last instalment of Rs 10,72,000/-	Hypothecation of book debts, cash collateral and personal guarantee of Mr. N. Venkatesh, Director
Bank of Maharashtra	264,20,412	4,92,17,000	28-03-2018	30-04-2018	31-03-2022	Rate of Interest 1Y MCLR+0.25%+0.95%,loan repayable in 47 monthly instalments of Rs 20,84,000/- & last instalment of Rs 20,52,080/-	Hypothecation of book debts and cash collateral
Capital Small Finance Bank Limited	15,08,00,000	-	31-03-2021	01-05-2021	21-03-2024	Rate of Interest 11%, loan repayable in 35 monthly instalments of Rs 48,85,983/- & last instalment of Rs 49,41,161/-	Hypothecation of book debts.
Catholic Syrian Bank Limited	49,99,96,949	-	29-01-2021	29-07-2021	29-01-2024	Rate of Interest 1Y MCLR, loan repayable in 11 quarterly instalments of Rs 4,54,54,550/-	Hypothecation of book debts.
Dena Bank	-	46,43,758	18-04-2017	31-10-2017	30-06-2020	Rate of Interest 1Y MCLR+2.30%,loan repayable in 33 monthly instalments of Rs 15,15,152/-	Hypothecation of book debts and cash collateral
Dhanalakshmi Bank Limited	21,56,25,000	30,00,00,000	21-03-2020	21-06-2020	21-02-2023	Rate of Interest 1Y MCLR+1.30%,loan repayable in 32 monthly instalments of Rs 93,75,000/-	Hypothecation of book debts and cash collateral
Dhanalakshmi Bank Limited	25,80,00,808	-	12-03-2021	12-07-2021	12-03-2024	Rate of Interest 1Y MCLR+1.30%,loan repayable in 32 monthly instalments of Rs 75,75,758/- and last instalment of Rs 75,75,744/-	Hypothecation of book debts and cash collateral
HDFC Bank Limited	-	3,12,50,088	25-10-2018	25-01-2019	25-04-2020	Rate of Interest 9.70%,loan repayable in 16 monthly instalments of Rs 3,12,50,000/-	Hypothecation of book debts.
HDFC Bank Limited	-	2,18,470	01-07-2017	07-07-2017	07-01-2021	Rate of Interest - 9.65% loan repayable in 43 equal monthly instalments of Rs 22,825/-	
HDFC Bank Limited	-	44,174	07-06-2017	07-07-2017	07-06-2828	Rate of Interest - 8.70% loan repayable in 36 equal monthly instalments of Rs 14,940/-	
The Hongkong and Shanghai Banking Corporation Limited	60,00,00,000	-	19-03-2021	19-07-2021	19-03-2023	Rate of Interest 1Y MCLR+2.60%,loan repayable in 21 monthly instalments of Rs 2,85,71,428/-	Hypothecation of book debts.
ICICI Bank Limited	50,00,00,000	1,00,00,00,000	29-02-2020	10-05-2020	10-03-2022	Rate of Interest 1Year MCLR+2.55%+loan repayable in 22 Monthly instalments of Rs 4,54,54,545/-	Hypothecation of book debts and cash collateral
ICICI Bank Limited	11,59,09,091	-	31-08-2028	10-11-2020	10-08-2022	Rate of Interest 1Year MCLR+2.55%+loan repayable in 22 Monthly instalments of Rs 68,18,181/-	Hypothecation of book debts and cash collateral
ICICI Bank Limited	8,63,63,636	-	29-10-2028	18-01-2021	10-10-2022	Rate of Interest 1Year MCLR+2.55%+loan repayable in 22 Monthly instalments of Rs 45,45,454/-	Hypothecation of book debts and cash collateral
ICICI Bank Limited	29,00,00,000	-	31-03-2021	18-05-2021	10-09-2022	Rate of Interest 1Year MCLR+2.45%+loan repayable in 17 Monthly instalments of Rs 1,70,58,823/-	Hypothecation of book debts and cash collateral
IDFC First Bank Limited	15,76,76,855	68,75,00,000	26-02-2019	31-03-2019	28-02-2021	Rate of Interest 11.50%,loan repayable in 24 monthly instalments of Rs 6,25,00,080/-	Hypothecation of book debts.
IDFC First Bank Limited	1,08,74,99,998	-	28-09-2020	31-10-2020	28-09-2022	Rate of Interest 11%,loan repayable in 24 monthly instalments of Rs 6,04,16,667/-	Hypothecation of book debts.
IDFC First Bank Limited	1,00,00,00,008	-	18-03-2021	30-04-2021	18-03-2823	Rate of Interest 18.25%,loan repayable in 24 monthly instalments of Rs 4,16,66,667/-	Hypothecation of book debts.
Indian Bank	8,32,33,196	16,66,66,666	26-10-2018	01-04-2019	31-12-2021	Rate of Interest 1Year MCLR+1.90%+loan repayable in 12 Quarterly instalments of Rs 2,08,33,333/-	Hypothecation of book debts and cash collateral
Indian Bank	8,32,33,196	16,66,66,666	28-12-2018	01-04-2019	28-02-2021	Rate of Interest 1Year MCLR+1.90%+loan repayable in 12 Quarterly instalments of Rs 2,08,33,333/-	Hypothecation of book debts and cash collateral
Indian Bank	33,32,70,743	50,00,00,000	18-12-2019	18-06-2028	18-03-2023	Rate of Interest 1Year MCLR+2.65%+loan repayable in 12 quarterly instalments of Rs 4,16,66,667/-	Hypothecation of book debts and cash collateral
Indian Bank	37,49,66,334	50,08,00,008	19-03-2020	18-06-2020	18-03-2023	Rate of Interest 1Year MCLR+2.65%+loan repayable in 12 quarterly instalments of Rs 4,16,66,667/-	Hypothecation of book debts and cash collateral
Indian Bank	41,66,66,667	-	04-06-2028	04-01-2021	04-09-2023	Rate of Interest 1Year MCLR+2.75%+loan repayable in 12 quarterly instalments of Rs 4,16,66,667/-	Hypothecation of book debts and cash collateral
Jana Small Finance Bank Limited	58,08,00,000	-	15-03-2021	03-05-2021	03-04-2023	Rate of Interest 11%,loan repayable in 23 equal monthly instalments of Rs 2,33,03,920/- and last instalment of Rs 2,33,87,657/-	Hypothecation of book debts
Lakshmi Vilas Bank Limited	83,35,840	2,88,33,331	28-02-2018	31-07-2018	30-04-2021	Rate of Interest -1Year MCLR+ 8.15%, loan repayable in 12 quarterly instalments of Rs 41,66,667/-	Hypothecation of book debts and cash collateral
Lakshmi Vilas Bank Limited	4,16,79,207	12,48,78,886	21-03-2018	30-09-2018	30-06-2021	Rate of Interest -1Year MCLR+8.15% loan repayable in 12 quarterly instalments of Rs 2,08,33,333/-	Hypothecation of book debts
Oriental Bank of Commerce (Punjab National Bank)	8,32,08,494	19,69,69,207	24-05-2019	29-08-2019	29-04-2022	Rate of Interest 1Year MCLR+1.75%+loan repayable in 33 Monthly instalments of Rs 75,75,758/-	Hypothecation of book debts and cash collateral
Oriental Bank of Commerce (Punjab National Bank)	21,21,13,567	35,00,00,000	31-12-2019	31-03-2020	31-12-2022	Rate of Interest 1Year MCLR+2.20%+loan repayable in 33 Monthly instalments of Rs 1,06,06,061/-	Hypothecation of book debts and cash collateral
Punjab and Sindh Bank	1,12,00,00,000	-	31-03-2021	03-05-2021	03-05-2021	Rate of interest - 3.61%. Bullet Repayment	Cash Collateral
Ratnakar Bank Limited	-	10,00,00,000	27-09-2018	27-12-2018	27-09-2028	Rate of Interest - 6Months MCLR+0.05%, loan repayable in 8 Quarterly instalments of Rs 5,00,00,800/-	Hypothecation of book debts
Ratnakar Bank Limited	-	3,50,00,000	07-02-2019	28-02-2019	28-02-2021	Rate of Interest - 6Months MCLR, loan repayable in 8 Quarterly instalments of Rs 87,50,000/-	Hypothecation of book debts
Ratnakar Bank Limited	-	1,31,25,000	08-10-2018	04-03-2019	04-12-2028	Rate of Interest - 6Months MCLR, loan repayable in 8 Quarterly instalments of Rs 43,75,000/-	Hypothecation of book debts
Ratnakar Bank Limited	-	1,50,00,080	04-12-2018	88-01-2019	88-10-2020	Rate of Interest - 6Months MCLR, loan repayable in 8 Quarterly instalments of Rs 50,00,000/-	Hypothecation of book debts
Ratnakar Bank Limited	-	2,75,00,000	07-02-2019	04-05-2019	04-02-2021	Rate of Interest - 6Months MCLR, loan repayable in 8 Quarterly instalments of Rs 68,75,000/-	Hypothecation of book debts
Ratnakar Bank Limited	78,00,00,000	-	30-03-2021	30-07-2021	30-03-2023	Rate of Interest - 1 Year MCLR + 1.35%, loan repayable in 21 monthly instalments 3,33,33,333/-	Hypothecation of book debts and cash collateral

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Shinhan Bank	-	1,66,66,667	17-05-2018	18-06-2018	29-05-2020	Rate of Interest -6Months MCLR+1.20% loan repayable in 24 monthly instalment of Rs 83,33,333/-	Hypothecation of book debts and cash collateral
South Indian Bank Limited	3,99,96,000	6,00,00,000	23-03-2028	23-04-2020	23-04-2023	Rate of Interest -12Months MCLR i.e. 8.90%+2.30%, loan repayable in 35 monthly instalment of Rs 16,67,000/- and last instalment of Rs 16,55,000/-	Hypothecation of book debts and cash collateral
South Indian Bank Limited	2,59,85,165	4,00,00,000	23-03-2020	23-04-2020	23-04-2023	Rate of Interest - 12Months MCLR i.e. 8.90%+2.30%, loan repayable in 35 monthly instalment of Rs 11,11,111/- and last instalment of RS 11,15,000/-	Hypothecation of book debts and cash collateral
Standard Chartered Bank Limited	-	6,25,00,000	16-05-2019	15-05-2020	15-05-2020	Rate of Interest- 3months MCLR, principal is bullet repayment	Hypothecation of book debts and Letter of Comfort from India Infoline Finance Limited
Standard Chartered Bank Limited	-	6,25,80,008	17-18-2019	16-10-2028	16-10-2020	Rate of Interest- 1Y MCLR, principal is bullet repayment	Hypothecation of book debts and Letter of Comfort from India Infoline Finance Limited
Standard Chartered Bank Limited	-	10,80,08,000	17-10-2019	16-10-2020	16-10-2020	Rate of Interest- 1Y MCLR, principal is bullet repayment	Hypothecation of book debts and Letter of Comfort from India Infoline Finance Limited.
Standard Chartered Bank Limited	-	11,25,00,008	28-01-2020	27-01-2021	27-01-2021	Rate of Interest 1Y MCLR+0.95%, principal is bullet repayment	Hypothecation of book debts and Letter of Comfort from India Infoline Finance Limited.
Standard Chartered Bank Limited	-	50,00,08,008	28-01-2020	27-04-2028	27-01-2021	Rate of Interest 1Y MCLR+0.95%, loan repayable in 4 quarterly instalments of Rs 12,50,00,000/-	Hypothecation of book debts and Letter of Comfort from India Infoline Finance Limited.
Standard Chartered Bank Limited	-	11,25,00,000	17-02-2028	16-02-2021	16-02-2021	Rate of Interest 1Y MCLR+0.90%, principal is bullet repayment	Hypothecation of book debts and Letter of Comfort from India Infoline Finance Limited.
Standard Chartered Bank Limited	12,50,00,000	-	28-01-2020	28-04-2021	28-04-2021	Rate of Interest 1Y MCLR+0.90%, principal is bullet repayment	Hypothecation of book debts and Letter of Comfort from India Infoline Finance Limited.
Standard Chartered Bank Limited	25,80,00,000	-	20-11-2020	19-11-2021	19-11-2021	Rate of Interest 1Y MCLR+0.90%, principal is bullet repayment	Hypothecation of book debts and Letter of Comfort from India Infoline Finance Limited.
Standard Chartered Bank Limited	22,50,00,000	-	08-12-2028	07-12-2021	07-12-2021	Rate of Interest 1Y MCLR+0.90%, principal is bullet repayment	Hypothecation of book debts and Letter of Comfort from India Infoline Finance Limited.
Standard Chartered Bank Limited	23,75,00,000	-	08-02-2021	07-02-2022	07-02-2022	Rate of Interest 1Y MCLR+0.90%, principal is bullet repayment	Hypothecation of book debts and Letter of Comfort from India Infoline Finance Limited
Standard Chartered Bank Limited	11,25,00,000	-	04-03-2021	03-03-2022	03-03-2022	Rate of Interest 1Y MCLR+0.90% principal is bullet repayment	Hypothecation of book debts and Letter of Comfort from India Infoline Finance Limited
State Bank (Mauritius) Limited	8,00,00,000	16,00,00,000	14-01-2020	13-04-2020	13-04-2022	Rate of Interest -12 Months MCLR (i.e. 11.25%), loan repayable in 8 Quarterly instalments of Rs 2,00,00000/-	Hypothecation of book debts.
State Bank (Mauritius) Limited	-	2,49,99,994	05-08-2017	16-02-2818	16-11-2020	Rate of Interest 1Y MCLR+2.00%, loan repayable in 12 quarterly instalments of Rs 83,33,334/.	Hypothecation of book debts and cash collateral.
State Bank (Mauritius) Limited	17,06,25,000	-	03-11-2020	03-02-2821	03-11-2022	Rate of Interest 1Y MCLR, loan repayable in 8 quarterly instalments of Rs 2,43,75,000/-	Hypothecation of book debts.
State Bank Of India	31,99,91,557	50,00,00,000	05-03-2020	20-05-2028	05-03-2023	Rate of Interest 1Year MCLR+2.10%+loan repayable in 32 Monthly instalments of Rs 1,58,00,000/- and Last instalment of RS.2,00-00,800/-	Hypothecation of book debts and cash collateral.
State Bank Of India	31,99,91,557	50,00,00,000	13-03-2020	20-05,2020	05-03-2023	Rate of Interest 1Year MCLR+2.10%+loan repayable in 32 Monthly instalments of Rs 1,50,00,000/ and Last instalment of RS.2,00,00,000/-	Hypothecation of book debts and cash collateral
State Bank of India	-	4,88,46,189	27-07-2017	28-02-2018	31-07-2020	Rate of Interest - 3.3% above MCLR loan repayable in 30 monthly instalmen ts of Rs 1,00,00,800/-	Hypothecation of book debts and cash collateral.
State Bank of India	2,77,92,732	25,52,69,037	09-09-2018	30-11-2018	31-07,2021	Rate of Interest - 1Y MCLR+1.60%, loan repayable in 32 monthly instalments of Rs 1,50,00,000& last instalment of Rs 2,00,00,000/-	Hypothecation of book debts.
State Bank Of India	1,50,00,00,800	-	28-18-2020	27-04,2821	27-09-2023	Rate of Interest 6 Months MCLR+2.05%+loan repayable in 30 Monthly instalments of Rs 5,00,08,000/-	Hypothecation of book debts and cash collateral.
State Bank Of India	1,58,80,00,000	-	21-12-2020	27-04,2021	27-09-2023	Rate of Interest 6 Months MCLR+2.05%+loan repayable in 30 Monthly instalments of Rs 5,00,00,000/-	Hypothecation of book debts and cash collateral.
UCO Bank	3,94,829	1,31,48,440	02-03-2017	26-05-2017	25-05-2021	Rate of Interest MCLR+3.15%, loan repayable in 45 monthly instalments	Hypothecation of book debts and cash collateral.
Union Bank	14,57,88,778	23,60,58,548	30-09-2019	31-01-2020	31-01-2023	Rate of Interest - 1Y MCLR+1.90%+0.25% (T.P) loan repayable in 36 Monthly instalments of Rs 69,44,444/.	Hypothecation of book debts and cash collateral.
Union Bank	3,53,56,524	18,90,90,918	16-11-2018	28-02-2019	31-12-2019	Rate of Interest 1 Year MCLR+1.40%, loan repayable in 11 quarterly instalments of Rs 1,81,81,818/-	Hypothecation of book debts.
Union Bank	20,00,00,000	-	26-02-2021	26-05-2021	26-01-2024	Rate of Interest 1Year MCLR+1.85%, loan repayable in 33 monthly instalments of Rs 68,60,606/-	Hypothecation of book debts and cash collateral.
Woori Bank	18,00,00,000	30,00,00,000	19-07-2019	19-18.2019	19-07-2021	Rate of Interest 1Year MCLR+2.35%, loan repayable in 8 quarterly instalments of Rs 5,80,08,000/-	Hypothecation of book debts and cash collateral.
Woori Bank	1,66,66,666	8,33,33,330	19-06-2018	38-09-2018	30-06-2821	Rate of Interest 1Year MCLR+0.90%, loan repayable in 12 Quarterly instalments of Rs 1,66,66,667/-	Hypothecation of book debts and cash collateral.
Woori Bank	34,28,57,143	-	29-09-2020		29-09-2022	Rate of Interest 1Year MCLR+1.65%, loan repayable in 7 Quarterly instalments of Rs 5,71,42,857/-	Hypothecation of book debts and cash collateral.
YES Bank Limited	5,00,00,000	20,00,00,000	29-03-2019	29-04,2019	29-03-2021	Rate of Interest 1Y MCLR+1.3%, loan repayable in 24 monthly instalments of Rs 1,66,66,667/.	Hypothecation of book debts and cash collateral and Letter of Comfort from India Infoline Finance Limited.
YES Bank Limited	3,43,75,800	9,62,50,000	21-05-2019	21-06-2019	21-05-2021	Rate of Interest 1Y MCLR+1.3%, loan repayable in 24 monthly instalments of Rs 68,75,000/-	Hypothecation of book debts and cash collateral and Letter of Comfort from India Infoline Finance Limited.
YES Bank Limited	2,37,50,000	5,93,75,000	28-06-2019	28-07-2019	28-06-2021	Rate of Interest 1Y MCLR+1.3%, loan repayable in 24 monthly instalments of Rs 39,58,333/-	Hypothecation of book debts and cash collateral and Letter of Comfort from India Infoline Finance Limited
YES Bank Limited	57,58,00,000	-	01-02-2021	01-03-2021	01-02-2823	Rate of Interest 1Y MCLR+1.5%, loan repayable in 24 monthly instalments of Rs 2,58,00,000/-	Hypothecation of book debts and cash collateral.
Total	177,1,61,97,898	18,80,61,28,703					

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18.2 Loan fram NBFC

Particulars	March 31, 2021	March 31, 2020	Start date	Repayment date	Maturity date	Terms of repayment	Security Offered
Aditya Birla Finance Limited	10,00,00,000	-	31-03-2021	01-05-2021	01-10-2021	Rate of Interest - LTRR(-6.85%), laan repayable in 18 Monthly instalments of Rs 55,55,555.56	Hypothecatian of book debts.
Bajaj Finance Limited	9,37,49,494	21,87,49,999	30-12-2019	30-12-2019	30-12-2021	Rate of Interest - HDFC 1Year MCLR +2.50%, loan repayable in 24 equal monthly instalments of Rs 1,04,16,666.67	Hypothecatian of boak debts and cash collateral.
Bajaj Finance Limited	-	8,57,14,285	09-08-2018	30-03-2018	30-06-2020	HDFC's 6M MCLR+ 1.45% , loan repayable in 7 quarterly instalments of Rs 4,28,57,143	Hypathecation af book debts.
Hera Fin Carp Limited	4,08,34,611	17,24,69,369	16-04-2019	03-03-2019	03-05-2021	Rate of Interest - Herofincorp PLR(-0.85%)spread loan repayable in 21 equated monthly instalment of Rs. 1,32,75,146	Hypothecation of book debts
Hero Fin Corp Limited	13,06,19,869	20,00,00,000	13-02-2020	03-07-2020	03-03-2022	Rate of Interest - Herofincorp PLR(-1.40%)spread loan repayable in 21 equated manthly instalment of Rs.1,05,68,961	Hypothecation of book debts
Hero Fin Corp Limited	-	51,46,730	22-03-2018	03-08-2018	27-03-2020	Rate of Interest - 9.5%, loan repayable in 21 equal monthly instalments of Rs 51,87,483	Hypothecation of book debts
Fedbank Financial Services Limited	-	1,51,51,501	28-07-2017	01-12-2017	01-08-2020	Rate of Interest - 12.20% loan repayable in 33 monthly instalments of Rs 3030303.	Hypothecatian af book debts and cash collateral.
Maanaveeya Development & Finance Private Limited	50,00,00,000	-	26-03-2021	26-06-2021	26-03-2024	Rate of Interest - 11%, loan repayable in 12 Quarterly instalments of Rs 4,16,66,666.67	Hypothecation of book debts
Nabkisan Finance Limited	14,00,00,000	20,00,00,000	19-09-2019	01-02-2020	01-08-2022	Rate of Interest - 12.00%, loan repayable in 11 Quarterly instalments of Rs 2,00,00,000	Hypothecatian of book debts
Nabk isan Finance Limited	20,00,00,000	-	01-03-2021	01-06-2021	01-03-2024	Rate of Interest - 10.40%, loan repayable in 12 Quarterly instalments of Rs 1,66,66,666.67	Hypothecation of book debts
Nabsamrudhi Finance Limited	7,49,84,589	17,50,00,000	31-10-2019	31-01-2020	31-10-2022	Rate of Interest - 11.25%, loan repayable in 8 Quarterly instalments of Rs 2,50,00,000	Hypothecation of book debts
Nabsamrudhi Finance Limited	14,64,70,797	-	09-02-2021	31-03-2021	29-02-2024	Rate of Interest - 10.65%, loan repayable in 36 Monthly instalments of Rs 55,55,555.56	Hypothecation of book debts
NABARD	1,05,00,00,000	1,35,00,00,000	31-10-2019	31-01-2020	31-01-2025	Rate of Interest - 11.50%, loan repayable in 10 Half instalments of Rs 15,00,00,000	Hypothecation of book debts
NABARD	97,50,00,000	-	08-06-2020	30-04-2021	30-04-2022	Rate of Interest -7% upto 30-04-2021 % 10.85% post that, loan repayabla in 4 Half yearly instalments of Rs 32,50,00,000	Hypothecation of book debts and cash collateral.
NABARD	1,00,00,00,000	-	18-02-2021	31-01-2022	31-08-2022	Rate of Interest -7% upto 30-04-2021 % 8.10% post that, loan repayable in 1st instalments of Rs 70,00,00,000 and 2nd instalment of Rs 30,00,00,000.	Hypothecation of book debts and cash collateral.
NABARD	1,50,00,00,000	-	18-02-2021	30-06-2021	31-03-2026	Rate of Interest - 8.70%, loan repayable in 11 quarterly instalments af Rs 10,50,00,000 and 8 quarterly instalments of Rs 3,00,00,000	Hypothecation of book debts
Hinduja Leyland Finance Limited	4,31,01,016	7,56,42,557	31-05-2019	30-06-2019	28-05-2022	Rate of Interest - 11.30% HBLR+0.45%, loan repayable in 36 equal monthly instalments of Rs 33,09,503	Hypothecation of book debts and letter of comfort from Indian Infoline Finance Limited
Hinduja Leyland Finance Limited	9,90,67,096	21,85,97,680	22-12-2018	27-01-2019	27-12-2021	HBLR +0.2%, loan repayable in 36 equal monthly instalments of Rs 1,15,41,602	Hypothecatian of book debts and letter of comfort from Indian Infoline Finance Limited
SIDBI	33,33,33,340	50,00,00,000	10-12-2019	10-12-2019	10-11-2022	Rate of Interest 12.00%+laan repayable in 30 Monthly instalments of Rs 1,66,66,666	Hypothecation of book debts and cash collateral
SIDBI	15,62,50,000	-	17-07-2020	10-09-2020	10-04-2021	Rate of Interest RBIRepo rate+ 2.38%, loan repayable in 8 Monthly instalments af Rs 15,62,50,000	Hypathecation of book debts and cash collateral
SIDBI	12,50,00,000	-	25-09-2020	10-11-2020	10-04-2021	Rate of Interest RBIRepo rate+ 2.38%%+loan repayable in 6 Monthly instalments of Rs 12,50,00,000	Hypothecation of book debts and cash collateral
SIDBI	75,00,00,000	-	31-03-2021	10-10-2021	10-03-2024	Rste of Interest 10.50%+loan repayable in 30 Monthly instalments of Rs 2,50,00,000	Hypothecation of book debts and cash collateral
Kotak Mahindra Prime Limited		2,19,732	01-07-2017	05-07-2017	05-02-2021	Rate of Interest - 9.5%, loan repayable in 44 equal monthly instalments 20,910	Hypothecation of Car
Total	7,45,84,10,812	3,21,66,91,858					

V.SANKAR AIYAR & CO. CHARTERED ACCOUNTANTS CHENNAI-24

SAMASTA MICROFINANCE LIMITED BENGALURU

SAMASTA MICROFINANCE LIMITED

Notes forming part of Financial Statements for the year ended March 31, 2021

18.3 Details of Securitisation

Particulars	March 31, 2021	March 31, 2020	Loan taken	Repayment start date	Maturity date	Terms of repayment
RBL Securitisation	-	13,56,28,077	28-02-2019	26-03-2019	26-08-2020	Rate of Interest 9.75%, Expected Door to Door maturity of 18 months
Total	-	**13,56,28,077**				

V.SANKAR AIYAR & CO. CHARTERED ACCOUNTANTS CHENNAI-24

SAMASTA MICROFINANCE LIMITED BENGALURU

SAMASTA MICROFINANCE LIMITED
Notes forming part of Financial Statements for the year ended March 31, 2021

Note 19. Subordinated Debt:

Particulars	As at March 31, 2021		As at March 31, 2020	
	At Amortised Cost	Total	At Amortised Cost	Total
Others				
Unsecured Non convertible debentures	1,05,00,00,000	1,05,00,00,000	1,05,00,00,000	1,05,00,00,000
Less : Deriavative Financial Liability	(4,31,60,885)	(4,31,60,885)	(4,31,60,885)	(4,31,60,885)
Less : Debenture Issue Expenses	(1,07,62,318)	(1,07,62,318)	(1,42,85,521)	(1,42,85,521)
Interest Accrued on Subordinated Liabilities	28,24,85,913	28,24,85,913	16,88,48,384	16,88,48,384
Total	1,27,85,62,710	1,27,85,62,710	1,16,14,01,978	1,16,14,01,978
Subordinated Liabilities in India	1,27,85,62,710	1,27,85,62,710	1,16,14,01,978	1,16,14,01,978
Subordinated Liabilities outside India	-	-	-	-
Total	**1,27,85,62,710**	**1,27,85,62,710**	**1,16,14,01,978**	**1,16,14,01,978**

Unsecured and Non convertible Debentures- Debentures Includes debentures amounting to Rs.11,00,00,000 /- P.Y. (Rs.11,00,00,000 /-) in respect which the company is having a call option at the end of the 5th year from 20-07-2018, the date of allotment and every year there after.

V.SANKARA AIYAR & CO. CHARTERED ACCOUNTANTS CHENNAI-24

SAMASTA MICROFINANCE LIMITED BENGALURU

SAMASTA MICROFINANCE LIMITED
Notes forming part of Financial Statements for the year ended March 31, 2021

19.1 Loan from Other Parties- Unsecured NCD

Particulars	March 31, 2021	March 31, 2020	Borrowing Date	Maturity date	Terms of repayment	Security Offered
INE413U08010 - NCD	5,00,00,000	5,00,00,000	29-06-2016	30-06-2022	Rate of Interest - 16.90% , principal repayable on maturity.	Nil
INE413U08036 - NCD*	21,85,00,000	21,85,00,000	20-07-2018	19-04-2024	Rate of Interest - 10.24% p.a. calculated on a XIRR basis, principal repayable on maturity.	Nil
INE413U08036 - NCD*	67,15,00,000	67,15,00,000	20-07-2018	19-04-2024	Rate of Interest - 10.15% p.a. calculated on a XIRR basis, principal repayable on maturity.	Nil
INE413U08028 - NCD*	11,00,00,000	11,00,00,000	20-07-2018	19-04-2024	Rate of Interest - 9.05% p.a. calculated on a XIRR basis, principal repayable on maturity.	Nil
Total	**1,05,00,00,000**	**1,05,00,00,000**				

* Represents Market Linked Debenture invested by various Parties

V.SANKAR AIYAR & CO. CHARTERED ACCOUNTANTS CHENNAI-24

SAMASTA MICROFINANCE LIMITED BENGALURU

SAMASTA MICROFINANCE LIMITED
Notes forming part of Financial Statements for the year ended March 31, 2021

Note 20. Lease Liability

Particulars	As at March 31, 2021	As at March 31, 2020
Lease Liability	6,17,65,249	4,67,30,787
Total	**6,17,65,249**	**4,67,30,787**

Note 21. Other Financial Liabilities

(Amount in ₹)

Particulars	As at March 31, 2021	As at March 31, 2020
Interest accrued but not due	-	2,65,652
Employee payables	5,40,44,436	4,17,23,535
Payable to assignee	1,49,67,05,940	96,97,02,320
Money held under trust	21,78,944	25,47,685
Payable / Refundable to Borrowers	1,90,05,517	-
Security Deposits	-	50,000
Other Payables		
Insurance payable	2,76,24,892	-
Total	**1,59,95,59,729**	**1,01,42,89,192**

Note 22. Provisions:

Particulars	As at March 31, 2021	As at March 31, 2020
Leave encashment	2,38,35,376	2,09,26,273
Gratuity	3,05,01,017	1,61,35,520
Total	**5,43,36,393**	**3,70,61,793**

Note 23. Other Non Financial Liabilities:

Particulars	As at March 31, 2021	As at March 31, 2020
Statutory Dues Payable	3,78,79,578	2,43,42,225
Total	**3,78,79,578**	**2,43,42,225**

V.SANKAR AIYAR & CO. CHARTERED ACCOUNTANTS CHENNAI-24

SAMASTA MICROFINANCE LIMITED BENGALURU

SAMASTA MICROFINANCE LIMITED
Notes forming part of Financial Statements for the year ended March 31, 2021

Note 24. Equity Share Capital

Equity Share Capital:
(a) The Authorised, Issued, Subscribed and fully paid up share capital comprises of equity shares having a par value of ₹ 10/- as follows:

Particulars	As at March 31,2021		As at March 31,2020	
	No. of shares	Amount in ₹	No. of shares	Amount in ₹
Authorised Share Capital				
(a) Equity Shares of ₹10 each	39,80,00,000	3,98,00,00,000	29,80,00,000	2,98,00,00,000
(b) Preference Shares of ₹10 each	20,00,000	2,00,00,000	20,00,000	2,00,00,000
(Out of 20,00,000 shares 1,45,000 are Redeemable Non Convertible Preference Shares of ₹10 each)				
Issued , Subscribed and Paid Up:				
Equity Shares of ₹10 each fully paid	32,08,13,336	3,20,81,33,360	26,42,45,140	2,64,24,51,400

(b) Reconciliation of the Equity Shares outstanding at the beginning and at the end of the reporting period.

Particulars	As at March 31,2021		As at March 31,2020	
	No. of shares	Amount in ₹	No. of shares	Amount in ₹
At the beginning of the year	26,42,45,140	2,64,24,51,400	17,80,39,113	1,78,03,91,130
Add: Issued during the year	5,65,68,196	56,56,81,960	8,62,06,027	86,20,60,270
Outstanding at the end of the year	**32,08,13,336**	**3,20,81,33,360**	**26,42,45,140**	**2,64,24,51,400**

(c) Terms/rights attached to equity shares:
The Company has only one class of equity shares having at face value of ₹10/- per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company after distribution of all preferential amounts. However, no such preferential amount exists currently. The distribution will be in proportion to the number of equity shares held by the shareholders.

(d) Details of Equity Shareholders holding more than 5% shares and details of shares held by the Holding Company:

Particulars	As at March 31,2021		As at March 31,2020	
	No. of shares	% of holding	No. of shares	% of holding
Equity shares of ₹10 each fully paid				
IIFL Finance Limited	23,76,83,022	74.09%	26,13,18,160	98.89%
IIFL Home Finance Limited	8,02,03,334	25.00%	-	0.00%

(e) During the period of 5 years immediately preceding the Balance Sheet date, the Company had allotted equity shares by converting its Optionally Convertible Preference Shares at a Face Value of Rs. 10 and at a premium of Rs. 1.43 on January 20, 2017.

(f) The Company's capital management is intended to create value for shareholders. The assessment of Capital level and requirements are assessed having regard to long-and short term strategies of the Company and regulatory capital requirements of its businesses and constituent entities.

V.SANKAR AIYAR & CO. CHARTERED ACCOUNTANTS CHENNAI-24

SAMASTA MICROFINANCE LIMITED BENGALURU

SAMASTA MICROFINANCE LIMITED
STATEMENT OF CHANGES IN EQUITY AS AT MARCH 31, 2021

(Amount in ₹)

Particulars	Balance at the beginning of the reporting period	Changes in equity share capital during the year	Balance at the end of the reporting period
As at March 31,2021	2,64,24,51,400	56,56,81,960	3,20,81,33,360
As at March 31, 2020	1,78,03,91,130	86,20,60,270	2,64,24,51,400

Note 25. Other Equity

(Amount in ₹)

Particulars	Attributable to the Owners					Total
	Securities Premium	Special Reserve Pursuant to Section 45 IC of Reserve Bank of India Act, 1934	Capital Reserve	Retained Earnings	Re-measurement of Actuarial Gains and Losses	
Balance at the beginning of the 01-04-2020	**98,24,90,906**	**33,39,57,977**	**25,01,556**	**1,13,97,11,009**	**(95,58,954)**	**2,44,91,02,494**
Total Comprehensive Income for the year	-	-	-	66,62,31,919	(23,09,851)	66,39,22,068
Additions	33,43,18,038	13,32,47,000	-	(13,32,47,000)	-	33,43,18,038
Sub Total	**1,31,68,08,944**	**46,72,04,977**	**25,01,556**	**1,67,26,95,928**	**(1,18,68,805)**	**3,44,73,42,600**
Interim Dividend	-	-	-	(16,04,06,667)	-	(16,04,06,667)
Balance at the end of the 31-03-2021	**1,31,68,08,944**	**46,72,04,977**	**25,01,556**	**1,51,22,89,261**	**(1,18,68,805)**	**3,28,69,35,933**

Particulars	Attributable to the Owners					Total
	Securities Premium	Special Reserve Pursuant to Section 45 IC of Reserve Bank of India Act, 1934	Capital Reserve	Retained Earnings	Re-measurement of Actuarial Gains and Losses	
Balance at the beginning of the 01-04-2019	**34,45,51,200**	**11,93,49,977**	**25,01,556**	**42,35,36,854**	**(45,48,217)**	**88,53,91,370**
Total Comprehensive Income for the year	-	-	-	1,07,30,35,324	(50,10,737)	1,06,80,24,587
Additions	63,79,39,706	21,46,08,000	-	(21,46,08,000)	-	63,79,39,706
Balance at the end of the 31-03-2019	**98,24,90,906**	**33,39,57,977**	**25,01,556**	**1,28,19,64,178**	**(95,58,954)**	**2,59,13,55,663**
Sub Total	**98,24,90,906**	**33,39,57,977**	**25,01,556**	**1,28,19,64,178**	**(95,58,954)**	**2,59,13,55,663**
Interim Dividend	-	-	-	(11,79,98,277)		-
Dividend Distribution Tax	-	-	-	(2,42,54,893)		-
Balance at the end of the 31-03-2020	**98,24,90,906**	**33,39,57,977**	**25,01,556**	**1,13,97,11,009**	**(95,58,954)**	**2,44,91,02,494**

Pursuant to section 45-IC of the Reserve Bank of India Act, 1934, ₹ 13,32,47,000 /- (P.Y.₹ 21,46,08,000) being 20% of the profit after taxes for the year has been transferred from the Statement of Profit and Loss to Special Reserve.

As per our attached report of even date
For V Sankar Aiyar & Co
Chartered Accountants
Firm No. 109208W

S Venkataraman
Partner
M. No. 023116

Place : Chennai
Date : 24-04-2021

For and on behalf of the Board of Directors
of Samasta Microfinance Limited

N. Venkatesh
Managing Director
DIN : 01018821

D. Shivaprakash
Whole-time Director
DIN : 02216802

Anantha Kumar T
Chief Financial Officer
Place : Bangalore
Date : 23-04-2021

Pramod Kulkarni
Company Secretary

SAMASTA MICROFINANCE LIMITED
Notes forming part of Financial Statements for the year ended March 31, 2021

Note 26. Interest Income

(Amount in ₹)

Particulars	Year Ended March 31,2021			Year Ended March 31,2020		
	On Financial Assets measured at fair value through OCI	On Financial Assets measured at Amortised Cost	Interest Income on Financial Assets classified at fair value through profit or loss	On Financial Assets measured at fair value through OCI	On Financial Assets measured at Amortised Cost	Interest Income on Financial Assets classified at fair value through profit or loss
Interest on Loans	-	6,80,36,05,012	-	-	5,03,97,28,961	-
Interest on deposits with Banks	-	8,23,18,551	-	-	6,21,44,496	-
Total	-	**6,88,59,23,563**	-	-	**5,10,18,73,458**	-

V.SANKAR AIYAR & CO. CHARTERED ACCOUNTANTS CHENNAI-24

SAMASTA MICROFINANCE LIMITED BENGALURU

SAMASTA MICROFINANCE LIMITED
Notes forming part of Financial Statements for the year ended March 31, 2021

Note 27. Fee and Commission Income
Disaggregation of fee and commission income

(Amount in ₹)

Particulars	Year ended March 31 2021	Year ended March 31 2020
	On Financial Assets measured at Amortised Cost	On Financial Assets measured at Amortised Cost
Income from Referral Fee	5,66,79,333	5,70,88,326
Income from Business Correspondents	-	10,47,93,300
Commission Income	4,31,38,910	2,88,60,758
Documentation Charges	30,46,028	16,14,344
Total	**10,28,64,271**	**19,23,56,728**

Note 28. Net gain on derecognition of financial instruments under amortised cost category

Particulars	Year ended March 31 2021	Year ended March 31 2020
Interest Strip Income	-	45,15,87,630
Bad debts recovered	-	24,28,586
Total	-	**45,40,16,216**

V.SANKAR AIYAR & CO. CHARTERED ACCOUNTANTS CHENNAI-24

SAMASTA MICROFINANCE LIMITED BENGALURU

SAMASTA MICROFINANCE LIMITED

Notes forming part of Financial Statements for the year ended March 31, 2021

Note 29. Other Income

(Amount in ₹)

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
Interest on Income tax refund	12,17,574	1,06,590
Profit on sale of investments	3,05,96,802	6,74,22,754
Dividend Income	-	1,50,553
Miscellaneous Income	6,96,026	11,41,319
Total	**3,25,10,402**	**6,88,21,216**

V.SANKAR AIYAR & CO. CHARTERED ACCOUNTANTS CHENNAI-24

SAMASTA MICROFINANCE LIMITED BENGALURU

SAMASTA MICROFINANCE LIMITED
Notes forming part of Financial Statements for the year ended March 31, 2021

Note 30. Finance Cost

(Amount in ₹)

Particulars	Year Ended March 31, 2021		Year Ended March 31, 2020	
	On Financial liabilities measured at fair value through profit or loss	On Financial liabilities measured at Amortised Cost	On Financial liabilities measured at fair value through profit or loss	On Financial liabilities measured at Amortised Cost
Interest on Debt Securities	29,11,177	61,10,52,369.11	17,63,334	47,43,24,534
Interest on subordinated liabilities	69,15,090	12,21,89,167	41,64,886	17,32,70,927
Interest on Borrowings	-	1,57,29,61,381	-	1,02,00,62,032
Discount on Commercial Paper	-	4,13,88,750	-	33,13,290
Interest Expense on Other borrowings	-	8,72,76,439	-	14,98,860
Amortisation of Processing Fees	-	6,19,51,972	-	5,15,27,588
Interest on Lease Liability	-	61,60,885	-	49,69,688
Other Borrowing Cost *	-	3,28,33,291	-	3,68,42,099
Total	**98,26,267**	**2,53,58,14,254**	**59,28,220**	**1,76,58,09,018**

* Includes Documentation Charges & Amortisation of Debenture Issue Expenses

Note 31. Net loss on derecognitiou of financial iustruments under amortised cost category

(Amount in ₹)

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
Amortisation of Interest only strip	12,42,51,401	-
Bad Debts Written off	42,79,76,594	12,90,86,078
Total	**55,22,27,995**	**12,90,86,078**

Note 32. Impairment On Financial Instruments:-

(Amount in ₹)

Particulars	Year Ended March 31, 2021		Year Ended March 31, 2020	
	On Financial instruments measured at fair value through OCI	On Financial instruments measured at Amortised Cost	On Financial instruments measured at fair value through OCI	On Financial instruments measured at Amortised Cost
Loans - Expected Credit Loss	-	85,29,14,313	-	46,61,13,155
Total	-	**85,29,14,313**	-	**46,61,13,155**

V.SANKAR AIYAR & CO. CHARTERED ACCOUNTANTS CHENNAI-24

SAMASTA MICROFINANCE LIMITED BENGALURU

SAMASTA MICROFINANCE LIMITED
Notes forming part of Financial Statements for the year ended March 31, 2021

Note 33. Employee Benefit Expenses

(Amount in ₹)

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
Salaries and bonus	1,38,58,20,443	1,19,72,41,739
Contribution to provident and other funds	12,05,75,192	10,44,11,628
Leave Encashment	2,24,29,864	1,89,54,512
Gratuity	1,49,96,527	70,89,444
Staff Welfare Expenses	3,15,32,841	2,95,22,714
Total	**1,57,53,54,867**	**1,35,72,20,037**

Note 34. Other Expenses

(Amount in ₹)

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
Rent Expenses	9,42,87,858	8,43,34,812
Rates and Taxes	50,00,768	1,23,91,044
Exchange and statutory Charges	33,69,000	26,92,444
Marketing Expense	1,99,519	1,23,122
Bank Charges	7,47,31,307	3,16,34,849
Repairs and maintenance	86,00,528	87,97,159
Electricity	1,11,64,120	89,68,090
Communication Costs	2,69,74,156	2,25,49,130
Printing and stationery	1,80,62,963	1,69,05,221
Postage and courier	76,17,754	1,18,19,543
Advertisement and publicity	2,26,173	4,87,571
Payment to Auditors		
(i) As Auditors	8,00,000	6,00,000
(ii) For taxation matters	1,00,000	1,00,000
(iii) For Certification Works	1,00,000	50,000
(iv) Out of pocket expenses	1,51,164	8,49,386
Legal and Professional charges	7,19,29,530	6,36,63,092
Software Charges/ Technology Cost	8,77,75,026	7,37,13,512
Travelling and conveyance	14,83,49,679	19,01,92,101
Miscellaneous Expenses *	5,09,62,249	5,52,38,574
Total	**61,04,01,795**	**58,51,09,650**

*Under this head, there is no expenditure which is in excess of 1% of revenue from operations or ₹10 lakhs, whichever is higher.

V.SANKAR AIYAR & CO. CHARTERED ACCOUNTANTS CHENNAI-24

SAMASTA MICROFINANCE LIMITED BENGALURU

SAMASTA MICROFINANCE LIMITED
Notes forming part of Financial Statements for the year ended March 31, 2021

33.1 Gratuity Abridged Disclosure Statement as per Indian Accounting Standard 19 (Ind AS 19) For The Period 01/04/2020 - 31/03/2021

Details of defined benefit plan of gratuity are given below:

(Amount In ₹)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
i) Changes in the Present Value of Obligation (PVO)		
PVO as at the beginning of the period	2,66,92,489	1,33,72,680
Interest Cost	14,54,741	9,03,993
Current service cost	1,24,99,395	68,97,872
Past service cost - (non vested benefits)	-	-
Past service cost - (vested benefits)	-	-
Liability Transferred In/ Acquisitions	-	5,146
Benefits paid	(6,47,079)	(6,88,167)
The Effect Of Changes in Foreign Exchange Rates	-	-
Actuarial loss/(gain) on obligation -Due to Change in Demographic Assumptions	(40,50,563)	-
Actuarial (Gains)/Losses on Obligations - Due to Change in Financial Assumptions	34,20,437	33,42,036
Actuarial (Gains)/Losses on Obligations - Due to Experience	23,90,799	28,58,929
PVO as at the end of the year	**4,17,60,219**	**2,66,92,489**

ii) Changes in the Fair Value of Plan Assets

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Fair value of plan assets as at the beginning of the period	1,05,56,969	72,50,050
Interest Income	5,75,355	4,90,103
Contributions by the Employer	21,00,000	40,00,000
Benefits paid from the Fund	(6,47,079)	(6,88,167)
Return on Plan Assets, Excluding Interest Income	(13,26,043)	(4,95,017)
Fairvalue of plan assets as at the end of the period	1,12,59,202	1,05,56,969
iii) Amount recognized in the Balance Sheet and Related Analysis		
Present Value of Benefit Obligation at the end of the Period	(4,17,60,219)	(2,66,92,489)
Fair Value of Plan Assets at the end of the Period	1,12,59,202	1,05,56,969
Funded Status - Deficit	(3,05,01,017)	(1,61,35,520)
Net Liability recognized in the balance sheet	**(3,05,01,017)**	**(1,61,35,520)**
iv) Net Interest Cost for Current Period		
Present Value of Benefit Obligation at the Beginning of the Period	2,66,92,489	1,33,72,680
Fair Value of Plan Assets at the Beginning of the Period	(1,05,56,969)	(72,50,050)
Net Liability at the Beginning	1,61,35,520	61,22,630
Interest Cost	14,54,741	9,03,993
Interest Income	(5,75,355)	(4,90,103)
Net Interest Cost for the Period	**8,79,386**	**4,13,890**
v) Expenses recognized in the Statement of Profit or Loss for Current Period		
Current service cost	1,24,99,395	68,97,872
Net Interest Cost	8,79,386	4,13,890
Past Service Cost	-	-
Expected Contributions by the Employees	-	-
(Gains)/Losses on Curtailments And Settlements	-	-
Net Effect of Changes in Foreign Exchange Rates	-	-
Expenses recognized in the statement of profit and loss	**1,33,78,781**	**73,11,762**
v) Expenses Recognized in the Other Comprehensive Income (OCI) for Current Period		
Actuarial (Gains)/Losses on Obligation For the Period	17,60,673	62,00,965
Return on Plan Assets, Excluding Interest Income	13,26,043	4,95,017
Change in Asset Ceiling		-
Net Expense For the Period Recognized in OCI	**30,86,716**	**66,95,982**
vi) Principal Actuarial Assumptions (Expressed as weighted averages)		
Discount Rate	5.18%	5.45%
Salary escalation rate	8.50%	8.50%
Attrition rate	For service 4 years and below: 35%p.a For service 5 years and above: 10% p.a	24.00%
Mortality Rate	Indian Assured Lives Mortality (2006-08) Ultimate	Indian Assured Livea Mortality (2006-08) Ultimate
Expected rate of return on Plan Assets	5.18%	5.45%

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Sensitivity Analysis

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Projected Benefit Obligation on Current Assumptions	4,17,60,219	2,66,92,489
Delta Effect of +1% Change in Rate of Discounting	(39,93,606)	(12,85,275)
Delta Effect of -1% Change in Rate of Discounting	47,44,404	14,07,528
Delta Effect of +1% Change in Rate of Salary Increase	45,40,822	13,53,107
Delta Effect of -1% Change in Rate of Salary Increase	(39,14,268)	(12,61,813)
Delta Effect of +1% Change in Rate of Employee Turnover	(17,36,939)	(7,63,325)
Delta Effect of -1% Change in Rate of Employee Turnover	19,46,541	7,99,960

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

The sensitivity analysis presented above may not be representative of the actual change in the projected benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the projected benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the projected benefit obligation as recognised in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

Notes

Gratuity is payable as per company's scheme as detailed in the report.

Actuarial gains/losses are recognized in the period of occurrence under Other Comprehensive Income (OCI).All above reported figures of OCI are gross of taxation.

Salary escalation & attrition rate are considered as advised by the company; they appear to be in line with the industry practice considering promotion and demand & supply of the employees.

Maturity Analysis of Benefit Payments is undiscounted cashflows considering future salary, attrition & death in respective year for members as mentioned above

Average Expected Future Service represents Estimated Term of Post - Employment Benefit Obligation. Value of asset provided by the client is considered as fair value of plan asset for the period of reporting as same is not evaluated by us.

Defined Benefit Plan

The company's contribution to defined contibution plan via provident fund of Rs.12,05,75,192 (PY. Rs 10,44,11,628) has been recognised in the Statement of Profit and Loss.

33.2 Leave Encashment

Particulars	FY 20-21	FY 19-20
Projected Benefit obligation	2,38,35,376	2,09,26,273
Expense recognised in the Statement of P&L	2,24,29,864	1,89,54,512
Discount rate	5.18%	5.45%
Salary Escalation rate	8.50%	9%
Attrition rate	For service 4 years and below: 35%p.a For service 5 years and above: 10% p.a	24%
Mortality rate During the Employment	Indian Assured Lives Mortality (2006-08) Ultimate	Indian Assured Lives Mortality (2006-08) Ultimate

33.3 Defined Contribution Plans:

The Company has recognised the following amounts as an expense and included in the Employee Benefit Expenses.

Particulars	FY 20-21	FY 19-20
Contribution to Provident fund	9,21,77,267	7,33,46,745
Contribution to ESIC	2,82,00,280	3,10,35,399
Contribution to Labour Welfare Fund	1,97,645	29,484
Total	**12,05,75,192**	**10,44,11,628**

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Notes forming part of Financial Statements for the year ended March 31, 2021

Note 35. Income taxes

Amounts recognised in profit or loss

(Amount in ₹)

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
Current tax expense		
Current year	43,49,98,349	33,50,38,396
Changes in estimates related to prior years	8,69,253	11,16,300
Deferred tax expense		
Origination and reversal of temporary differences	(28,05,63,971)	(70,09,115)

Amounts recognised in OCI

(Amount in ₹)

Particulars	Year Ended March 31,2021			Year Ended March 31,2020		
	Before tax	Tax expense	Net of tax	Before tax	Tax expense	Net of tax
Items that will not be reclassified to profit or loss						
Remeasurements of defined benefit liability (asset)	(30,86,716)	7,76,865	(23,09,851)	(66,95,982)	16,85,245	(50,10,737)

Reconciliaion of Effective Tax Rate:

(Amount in ₹)

Particulars	Year Ended March 31,2021 (Rate)	Year Ended March 31,2021 (Amount)	Year Ended March 31,2021	Year Ended March 31,2020 (Rate)	Year Ended March 31,2020 (Amount)	Year Ended March 31,2020
Profit before tax			82,15,35,552			1,43,43,18,913
Tax using the Bank's domestic tax rate	25.17%		20,67,64,068	25.17%		36,09,89,384
Tax effect of:						
Non-deductible		1,05,57,643	26,57,148		82,36,214	20,72,890
Tax-exempt income		-	-		(1,50,553)	(37,891)
Changes in the Estimates Taxes to previous year		-	8,69,253		-	11,16,300
Interest for deferment of advance tax			30,64,474			
Deductible Income		(24,38,26,257)	(6,13,66,192)		(18,22,25,522)	(4,58,62,519)
Changes in the Deferred Tax Assets/ Liabilities		1,31,71,021	33,14,883		4,76,14,894	1,19,83,717
Total income tax expense			**15,53,03,633**			**33,02,61,880**

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SAMASTA MICROFINANCE LIMITED
Notes forming part of Financial Statements for the year ended March 31, 2021

Note 36. Capital, Other Commitments and Contingent Liabilities at Balance Sheet date:

Particulars	Year Ended March 31,2021	Year Ended March 31,2020
Contingent Liabilities and Commitments(to the extent not provided for)		
Claims against the company not acknowledged as debt	-	-
Guarantee excluding finance guarantee	-	-
Other money for which a company is contingently liable	-	-
Total	-	-
Commitments:		
Estimated amount of contracts remaining to be executed on capital account and not provided for	-	-
Other Commitments		-
Total	-	-

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Notes forming part of Financial Statements for the year ended March 31, 2021

Note 37. Earnings Per Share:

Basic and Diluted Earnings Per Share ["EPS"] computed in accordance with INDAS 33 'Earnings per share".

Particulars		Year Ended March 31,2021	Year Ended March 31,2020
Face value of equity shares in ₹ fully paid up		3,20,81,33,360	2,64,24,51,400
BASIC			
Profit after tax as per Statement of Profit and Loss (Total operations)	A	66,62,31,919	1,07,30,35,324
Profit after tax (after minority)as per Statement of Profit and Loss from Continuing Operations	B	66,62,31,919	1,07,30,35,324
Weighted Average Number of Equity Shares Outstanding	C	27,98,98,257	19,59,96,776
Basic EPS (In ₹) (i) Total operations	**A/C**	**2.38**	**5.47**
(ii)Continuing operations	**B/C**	**2.38**	**5.47**
DILUTED			
Weighted Average Number of Equity Shares for computation of basic EPS		27,98,98,257	19,59,96,776
Add: Potential Equity Shares on Account conversion of Employees Stock Options.		-	-
Weighted Average Number of Equity shares for computation of diluted EPS	D	27,98,98,257	19,59,96,776
Diluted EPS (In ₹) (i)Total operations	**A/D**	**2.38**	**5.47**
(ii)Continuing operations	**B/D**	**2.38**	**5.47**

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Notes forming part of Financial Statements for the year ended March 31, 2021

Note 38. Related Party Disclosures as per Indian Accounting Standard – 24 "Related Party Disclosure" for the year ended March 31, 2021

(a) Name of the related parties with whom transactions have been entered during the year and description of relationship:

Nature of Relationship	As at March 31, 2021
Holding Company	IIFL Finance Limited*
Group company	IIFL Home Finance Limited
Others	IIFL Management Services Limited
	IIFL Investment Adviser And Trustee Services Limited
	IIFL Facilities Services Limited
	IIFL Wealth Management Limited
	IIFL Alternate Asset Advisors Limited
	IIFL Wealth Finance Limited
Key Management Personnel	Mr. N. Venkatesh Managing Director
	Mr. D. Shivaprakash Whole-time Director
	Mr .Sumit Bali Non Executive Directior upto 23/06/20
	Mr. Monu Ratra Non Executive Director wef 23/06/20
	Mr. A. Vikraman Independent Director
	Mr. A. Ramanathan Independeat Director
	Ms. Malini B Eden, Women Director
	Mr. Badrinarayan Seshadri Independent Director
	Mr. Anantha Kumar T Chief Financial Officer
	Mr. Shreyas D Company Secretary upto 14/08/20
	Mr. Pramod Kulkarni Company Secretary wef 14/08/20

(b) Disclosure of Transactions and Outstanding Balances with Related Parties

(Amount in ₹)

Nature of Transaction	FY 20-21	FY 19-20
Service Fee on Business Correspondence- Income		
IIFL Finance Limited	-	10,47,93,300
Interest Expense		
IIFL Finance Limited	6,76,97,260	3,62,40,011
IIFL Home Finance Limited	1,95,61,644	-
Interest Income		
IIFL Finance Limited	4,36,50,000	84,16,351
IIFL Facilities Services Limited	20,13,699	-
Dividend Paid		
IIFL Finance Limited	11,88,41,511	11,65,34,834
IIFL Home Finance Limited	4,01,01,667	-
Arranger Fee Expenses		
IIFL Wealth Management Limited	82,78,290	-
Loans Purchased		
IIFL Finance Limited	-	1,72,35,00,000
Loans and Advances Received		
Inter Corporate Deposit Received from IIFL Finance Limited	9,48,00,00,000	61,00,00,000
Inter Corporate Deposit Repaid to IIFL Finance Limited	9,48,00,00,000	61,00,00,000
Inter Corporate Deposit Received from IIFL Home Finance Limited	1,00,00,00,000	-
Inter Corporate Deposit Repaid to IIFL Home Finance Limited	1,00,00,00,000	-
Loans and Advances Given		
Inter Corporate Deposit Given to IIFL Finance Limited	3,45,00,00,000	1,65,00,00,000
Inter Corporate Deposit Repaid by IIFL Finance Limited	3,95,00,00,000	1,15,00,00,000
Inter Corporate Deposit Given to IIFL Facilities Services Limited	1,00,00,00,000	-
Inter Corporate Deposit Repaid by IIFL Facilities Services Limited	1,00,00,00,000	-
Share Capital and Securities Premium		
Equity Share Capital Received		
IIFL Finance Limited	42,42,61,470	86,20,60,270
IIFL Home Finance Limited	14,14,20,490	-
Securities Premium		
IIFL Finance Limited	25,07,38,529	63,79,39,706
IIFL Home Finance Limited	8,35,79,510	-
Others(Assignment Payment)		
IIFL Finance Limited	-	33,85,100
Remuneration to Key Managerial Personnel		
Sitting Fees paid	5,43,546	4,77,773
Short term Employee benefit	2,00,35,987	1,73,81,239
Outstanding Balance as on March 31 ,2021		
Inter Corporate Deposit - Holding Company	-	50,00,00,000
Sundry Payable - (after TDS deduction)		
IIFL Wealth Management Limited	91,47,510	-
IIFL Finance Limited	-	2,65,651
Sundry Receivable -Holding Company (after TDS deduction)	-	11,24,384

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SAMASTA MICROFINANCE LIMITED BENGALURU

Maturity Analysis of assets and liabilities as at March 31,2020

Particulars	March 31, 2020	Current	Non Current
ASSETS			
1 Financial Assets			
(a) Cash and cash equivalents	2,00,90,95,484	2,00,90,95,484	-
(b) Bank Balance other than (a) above	79,96,08,628	39,48,95,469	40,47,13,159
(c) Derivative financial instruments	2,12,78,204		2,12,78,204
(d) Receivables			-
Trade Receivables	1,85,39,576	1,85,39,576	-
(e) Loans	22,87,38,82,352	13,60,38,20,349	9,27,00,62,003
(f) Investments	5,00,000	-	5,00,000
(g) Other Financial assets*	64,84,83,534	57,35,77,187	7,49,06,346
2 Non-financial Assets			
(a) Other non-financial assets	1,04,66,860	1,02,56,513	2,10,347
(b) Current tax assets (Net)	4,18,93,595	4,18,93,595	-
(c) Deferred tax Assets (Net)	6,47,77,568	-	6,47,77,568
(d) Investment Property	5,58,196	-	5,58,196
(e) Property, Plant and Equipment	8,07,84,708	-	8,07,84,708
(f) Right to Use	4,63,45,783		4,63,45,783
(g) Capital work-in-progress	-	-	-
(h) Other Intangible assets	31,85,494	-	31,85,494
Total Assets	**26,61,93,99,978**	**16,65,20,78,173**	**9,96,73,21,806**
LIABILITIES AND EQUITY			
LIABILITIES			
1 Financial Liabilities			
(a) Derivative financial instruments	2,12,78,204	-	2,12,78,204
(b) Payables			
(I)Trade Payables			
(i) total outstanding dues of micro enterprises and small enterprises	-	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	3,53,07,295	3,53,07,295	-
(c) Debt Securities	5,19,15,40,390	1,64,52,23,620	3,54,63,16,770
(d) Borrowings (Other than Debt Securities)	13,99,58,94,223	7,76,65,68,560	6,22,93,25,663
(e) Subordinated Liabilities	1,16,14,01,978	-	1,16,14,01,978
(f) Lease Liability	4,67,30,787	28,70,646	4,38,60,141
(g) Other financial liabilities	1,01,42,89,192	1,01,17,65,707	25,23,485
2 Non-Financial Liabilities			
(a) Current tax liabilities (Net)	-		
(b) Provisions	3,70,61,793	2,14,73,304	1,55,88,489
(c) Other non-financial liabilities	2,43,42,225	2,43,42,225	-
3 Equity			
(a) Equity Share capital	2,64,24,51,400	-	2,64,24,51,400
(b) Other Equity	2,44,91,02,494	-	2,44,91,02,494
Total Liabilities and Equity	**26,61,93,99,979**	**10,50,75,51,358**	**16,11,18,48,623**

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SAMASTA MICROFINANCE LIMITED BENGALURU

SAMASTA MICROFINANCE LIMITED
Notes forming part of Financial Statements for the year endcd March 31, 2021
Note 39. Maturity Analysis of assets and liabilities as at March 31,2021

Particulars	March 31, 2021	Current	Non Current
ASEETS			
1 Financial Assets			
(a) Cash and cash equivalents	1,78,70,10,465	1,78,70,10,465	-
(b) Bank Balance other than (a) above	1,54,44,11,947	60,36,36,953	94,07,74,994
(c) Derivative financial instruments	8,69,85,006	-	8,69,85,006
(d) Receivables			
Trade Receivables	3,05,99,607	3,05,99,607	-
(e) Loans	39,63,02,60,944	23,50,53,65,178	16,12,48,95,766
(f) Investments	5,00,000	-	5,00,000
(g) Other Financial assets*	50,77,89,958	42.34,00,176	8,43,89,782
2 Non-financial Assets			
(a) Other non-financial assets	1,18,40,015	1,16,29,668	2,10,347
(b) Current tax assets (Net)	1,61,26,237	1,61,26,237	-
(c) Deferred tax Assets (Net)	34,61,18,403	-	34,61,18,403
(d) Investment Property	5,31,516	-	5,31,516
(e) Property, Plant and Equipment	6,26,47,738	-	6,26,47,738
(f) Right to Use	5,62,88,979	-	5,62,88,979
(g) Capital work-in-progress	-	-	-
(h) Other Intangible assets	10,37,287	-	10,37,287
Total Assets	**44,08,21,48,103**	**26,37,77,68,285**	**17,70,43,79,818**
LIABILITIES AND EQUITY			
LIABILITIES			
1 Financial Liabilities			
(a) Derivative financial instruments	8,69,85,006	-	8,69,85,006
(b) Payables			
(I)Trade Payables			
(i) total outstanding dues of micro enterprises and small enterprises	-		
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	8,60,14,864	8,60,14,864	-
(c) Debt Securities	8,82,92,74,954	5,41,68,14,266	3,41,24,60,688
(d) Borrowings (Other than Debt Securities)	25,54,11,18,371	14,08,33,74,325	11,45,77,44,046
(e) Subordinated Liabilities	1,27,85,62,710	-	1,27,85,62,710
(f) Lease Liability	6,17,65,249	93,43,814	5,24,21,436
(g) Other finaucial liabilities	1,59,95,59,729	1,59,95,59,729	-
2 Non-Financial Liabilities			
(a) Current tax liabilities (Net)	1,15,81,955	1,15,81,955	
(b) Provisions	5,43,36,393	3,58,38,801	1,84,97,592
(c) Other non-financial liabilities	3,78,79,578	3,78,79,578	-
3 Equity			
(a) Equity Share capital	3,20,81,33,360	-	3,20,81,33,360
(b) Other Equity	3,28,69,35,933	-	3,28,69,35,933
Total Liabilities and Equity	**44,08,21,48,102**	**21,28,04,07,332**	**22,80,17,40,770**

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Notes forming part of Financial Statements for the year ended March 31, 2021

Note 40. Financial Risk Management

a) Credit Risk

Credit Risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the company. The company. has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The exposure is continuously monitored.

Trade Receivables and Other financial assets

Credit risk with respect to trade receivables and other financial assets are extremely low. Trade receivables are primarily from other services provided, historically company has not suffered any defaults. Based on the credit assessment the historical trend of low default is expected to continue. No provision for expected credit loss has been Trade Receivables and Other financial assets.

Loans

The following table sets out information about credit quality of loan assets measured at amortised cost based on Number of Days past due infonnation. The amount represents gross carrying amount.

Particulars	Year Ended March 31,2021	Year Ended March 31,2020
Gross Carrying value of loan Assets		
Stage-l (Less than 30 Days)*	38,85,05,96,071	22,93,13,82,448
Stage-2 (30-90 Days)	1,56,93,54,027	23,15,59,667
Stage-3 (More than 90 Days)	74,78,19,368	34,31,20,550
Total Gross Carrying value on Reporting Date	**41,16,77,69,466**	**23,50,60,02,665**

* Includes Nil (P.Y. ₹ 50,00,00,000/-) of Inter Corporate Deposit given to Holding Company

Credit Quality

Financial services business has a comprehensive framework for monitoring credit quality of its retail and other loans based on days past due monitoring. Repayment by individual customers and portfolio is tracked regularly and required steps for recovery is taken through follow ups and legal recourse.

Inputs considered in the ECL model

In assessing the impairment of loans assets under Expected Credit Loss (ECL) Model, the loan assets have been segmented into three stages.

The three stages reflect the general pattern of credit deterioration of a financial instrument. The differences in accounting between stages relate to the recognition of expected credit losses and the calculation and presentation of interest revenue.

The company categorises loan assets into stages based on the Days Past Due status:

i) Stage 1: 30 Days Past Due

ii) 31-90 Days Past Due

iii) More than 90 Days Past Due

Exposure at default (EAD) is the maximum exposure as on the date of provision which includes both principal outstanding and interest. Interest is the total of interest outstanding and interest accrued but not due.

Loss given default (LGD) estimates the normalized loss which company incurs post customer default. It is computed through recovery observed in delinquent accounts over a period of time. It is always expressed as % of outstanding amount and not in count. LGD is common for all three stages and is based on loss in past portfolio.

Effective Interest rate (EIR) is the rate that discounts estimated future cash flows through the expected life of financial instrument.

Estimation Technique

Probability of default (PD) is the likelihood that customer will default on loan in time horizon. It is computed on count basis .The reason is customer defaulting on loan is captured by its count and there is no relationship with his outstanding dues. Calculated PD is on Stage 1 and Stage 2 on portfolio basis and for Stage 3 PD is 100%.

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SAMASTA MICROFINANCE LIMITED BENGALURU

SAMASTA MICROFINANCE LIMITED
Notes forming part of Financial Statements for the year ended March 31, 2021

Assessment of significant increase in credit risk

When determining whether the risk of default has increased significantly since initial recognition, the financial services business considers both quantitative and qualitative information and analysis based on the business historical experience, including forward-looking information. The financial services business considers reasonable and supportable information that is relevant and available without undue cost and effort.

The financial services business uses the number of days past due to classify a financial instrument in low credit risk category and to determine significant increase in credit risk in retail. As a backstop, the financial services business considers that a significant increase in credit risk occurs no later than when an asset is more than 30 days past due.

Impairment loss

The expected credit loss allowance provision is determined as follows:

Particulars	Stage 1	Stage 2	Stage 3	Total
Gross Balance as at 31-03-2021	38,85,05,96,071	1,56,93,54,027	74,78,19,368	**41,16,77,69,466**
Expected Credit Loss	74,06,60,848	6,59,59,220	74,78,19,369	**1,55,44,39,437**
Expected Credit Loss Rate	1.91%	4.20%	100.00%	3.78%
Net of Impairment Provision	**38,10,99,35,222**	**1,50,33,94,807**	**(1)**	**39,61,33,30,028**

Particulars	Stage 1	Stage 2	Stage 3	Total
Gross Balance as at 31-03-2020	22,93,13,82,448	23,15,59,667	34,31,20,550	**23,50,60,62,665**
Expected Credit Loss	35,03,58,358	78,96,505	34,31,20,550	**70,13,75,414**
Expected Credit Loss Rate	1.53%	3.41%	100.00%	2.98%
Net of Impairment Provision	**22,58,10,24,089**	**22,36,63,161**	**-**	**22,80,46,87,251**

* Includes Nil (P.Y. ₹ 50,00,00,000/-) of Inter Corporate Deposit given to Holding Company

The following tables show reconciliations from the opening to the closing balance of the loss allowance by class of financial instrument.

Reconciliation of loss allowance	Financial Assets where loss allowance measured at 12-month ECL		Financial assets for which credit risk has increased significantly and credit not impaired		Financial assets for which credit risk has increased significantly and credit impaired		Total	
	Principal	Interest	Principal	Interest	Principal	Interest	Principal	Others
Opening ECL 01-04-2020	**34,65,90,505**	**37,67,853**	**78,13,957**	**82,548**	**34,31,20,550**	**-**	**69,75,25,012**	**38,50,402**
Incremental loans disbursed in FY 20-21	61,67,03,682	42,58,738	6,27,12,484	30,42,567	73,39,83,528	-	1,41,33,99,694	73,01,306
Loans closed/written off during the year	(16,39,22,106)	(14,84,512)	(25,90,740)	(11,198)	(32,60,79,204)	-	(49,25,92,050)	(14,95,710)
Stage same in both years- change in provisioning	(3,86,53,722)	(8,78,449)	(48,285)	3,638	(9,68,776)	-	(3,96,70,782)	(8,74,811)
Movement of stages due to asset reclassification	(2,54,18,303)	(3,02,837)	(49,81,573)	(64,179)	(22,36,730)	-	(3,26,36,607)	(3,67,016)
Closing ECL 31-03-2021	**73,53,00,055**	**53,60,793**	**6,29,05,844**	**30,53,377**	**74,78,19,368**	**-**	**1,54,60,25,267**	**84,14,170**

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Reconciliation of loss allowance	Financial Assets where loss allowance measured at 12-month ECL		Financial assets for which credit risk has increased significantly and credit not impaired		Financial assets for which credit risk has increased significantly and credit impaired		Total	
	Principal	Interest	Principal	Interest	Principal	Interest	Principal	Others
Opening ECL 01-04-2019	**16,27,04,739**	**2,24,447**	**2,76,287**	**28,637**	**10,26,22,823**	**-**	**26,56,03,850**	**2,53,085**
Incremental loans disbursed in FY1920	31,80,47,813	34,39,635	77,93,170	82,069	31,21,99,665	-	63,80,40,648	35,21,703
Loans closed/written off during the year	(13,64,07,816)	(2,03,033)	(2,00,091)	(25,235)	(7,07,47,024)	-	(20,73,54,931)	(2,28,268)
Stage same in both years- change in provisioning	62,10,894	3,10,963	6,344	(122)	(6,98,975)	-	55,18,263	3,10,841
Movement of stages due to asset reclassification	(39,65,125)	(4,159)	(61,753)	(2,801)	(2,55,938)	-	(42,82,817)	(6,960)
Closing ECL 31-03-2020	**34,65,90,505**	**37,67,853**	**78,13,957**	**82,548**	**34,31,20,550**	**-**	**69,75,25,012**	**38,50,402**

The following tables show reconciliations from the opening to the closing balance of the exposure at default (EAD) (Principal & Interest) by class of financial instrument.

Reconciliation of Exposure at default	Financial Assets where loss allowance measured at 12-month ECL		Financial assets for which credit risk has increased significantly and credit not impaired		Financial assets for which credit risk has increased significantly and credit impaired		Total	
	Principal	Interest	Principal	Interest	Principal	Interest	Principal	Others
Opening EAD 01-04-2020	**22,93,13,82,448**	**24,23,57,475**	**23,15,59,667**	**24,28,949**	**34,31,20,550**	**-**	**23,50,60,62,665**	**24,47,86,424**
Incremental loans disbursed in FY20-21	32,63,36,80,852	21,92,17,151	1,56,46,03,072	7,46,48,097	73,39,83,528	-	34,93,22,67,452	29,38,65,248
Loans closed/written off during the year *	(10,85,18,03,625)	(9,79,33,214)	(7,69,83,178)	(3,24,274)	(32,60,79,204)	-	(11,25,48,66,008)	(9,82,57,487)
Stage same in both years- change in provisioning	(4,20,27,74,068)	(7,02,86,294)	(23,28,506)	70,823	(9,68,776)	-	(4,20,60,71,350)	(7,02,15,471)
Movement of stages due to asset reclassification	(1,65,98,89,537)	(1,95,96,337)	(14,74,97,026)	(18,48,856)	(22,36,730)	-	(1,80,96,23,293)	(2,14,45,193)
Closing EAD 31-03-2021	**38,85,05,96,070**	**27,37,58,782**	**1,56,93,54,028**	**7,49,74,739**	**74,78,19,368**	**-**	**41,16,77,69,466**	**34,87,33,521**

* Includes ₹ 50,00,00,000/-(P.Y. NIL) of Inter Corporate Deposit given to Holding Company

Reconciliation of Exposure at default	Financial Assets where loss allowance measured at 12-month ECL		Financial assets for which credit risk has increased significantly and credit not impaired		Financial assets for which credit risk has increased significantly and credit impaired		Total	
	Principal	Interest	Principal	Interest	Principal	Interest	Principal	Others
Opening EAD 01-04-2019	**18,08,42,14,500**	**2,49,19,275**	**2,88,96,570**	**28,64,351**	**7,32,55,526**	**-**	**18,18,63,66,595**	**2,77,83,626**
Incremental loans disbursed in FY19-20 *	21,06,48,89,428	22,12,54,307	23,09,29,644	24,15,556	34,15,66,961	-	21,63,73,86,033	22,36,69,863
Loans closed/written off during the year	(15,30,59,30,161)	(2,25,41,711)	(2,10,43,043)	(25,24,049)	(7,07,47,024)	-	(15,39,77,20,228)	(2,50,65,760)
Stage same in both years- change in provisioning	(48,40,02,064)	1,91,87,387	(8,80,449)	(46,764)	(6,98,975)	-	(48,55,81,488)	1,91,40,623
Movement of stages due to asset reclassification	(42,77,89,255)	(4,61,784)	(63,43,055)	(2,80,146)	(2,55,937)	-	(43,43,88,247)	(7,41,929)
Closing EAD 31-03-2020	**22,93,13,82,448**	**24,23,57,475**	**23,15,59,667**	**24,28,949**	**34,31,20,550**	**-**	**23,50,60,62,665**	**24,47,86,424**

* Includes ₹ 50,00,00,000/-(P.Y. NIL) of Inter Corporate Deposit given to Holding Company

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b) Liquidity risk

(i) Financing arrangements
The company had access to the following undrawn borrowing facilities at the end of the reporting period:

Particulars	Year Ended March 31,2021	Year Ended March 31,2020
Floating rate		
Expiring within one year	86,50,00,000	25,00,00,000
Expiring beyond one year	-	-
Total	**86,50,00,000**	**25,00,00,000**

(ii) Maturities of financial liabilities

The tables below analyse the company's financial liabilities into relevant maturity groupings based on their contractual maturities for:

1. all non-derivative financial liabilities, and
2. net and gross settled derivative financial instruments for which the contractual maturities are essential for an understanding of the timing of the cash flows.

The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

Contractual maturities of financial liabilities - 31-03-2021	Less than 3 months	3 to 6 months	6 months to 1 year	Between 1 and 5 years	More than 5 years
Non-derivatives					
Borrowings	**4,75,87,92,671**	**2,75,91,57,733**	**11,31,72,77,225**	**15,64,99,72,320**	-
-Term Loans - Banks	3,28,73,92,831	2,09,38,96,221	5,04,94,28,646	7,28,54,80,198	-
-Term Loans - NBFC/Financial Institution	1,02,58,08,600	54,02,61,512	2,01,78,48,579	3,87,44,92,121	-
-Commercial Paper	-	-	-	-	-
-NCD-Secured	12,50,00,000	12,50,00,000	4,25,00,00,000	3,44,00,00,000	-
-NCD-Unsecured	-	-	-	1,05,00,00,000	-
-Cash Credit/Overdraft	32,05,91,239	-	-	-	-
-Secutization	-	-	-	-	-
Trade payables	2,38,14,469	-	6,22,00,395	-	-
Other financial liabilities	1,59,73,80,785	-	21,78,944	-	-
Lease Liability	22,44,783	23,24,603	47,74,428	3,21,62,313	2,02,59,122
Total non-derivative liabilities	**6,38,22,32,707**	**2,76,14,82,336**	**11,38,64,30,992**	**15,68,21,34,633**	**2,02,59,122**
Derivative liabilities					
Embedded Derivative	-	-	1,81,31,010	6,88,53,996	-
Total derivative liabilities	-	-	**1,81,31,010**	**6,88,53,996**	-

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Contractual maturities of financial liabilities - 31-03-2020	Less than 3 months	3 to 6 months	6 months to 1 year	Between 1 and 5 years	More than 5 years
Non-derivatives					
Borrowings	**3,07,33,23,737**	**2,05,73,58,382**	**4,10,06,01,327**	**10,36,06,42,720**	-
-Term Loans - Banks	1,18,06,46,276	1,60,38,23,063	3,48,97,72,675	4,23,18,86,685	-
-Term Loans - NBFC/Financial Institution	15,22,55,620	42,48,51,555	61,08,28,652	2,02,87,56,035	-
-Commercial Paper	-	-	-	-	-
-NCD-Secured	1,51,66,66,667	1,66,66,667	-	3,05,00,00,000	-
-NCD-Unsecured	-	-	-	1,04,99,99,999	-
-Cash Credit/Overdraft	10,01,44,194	-	-	-	-
-Secutization	12,36,10,980	1,20,17,097	-	-	-
Trade payables	1,15,47,372	-	2,37,59,923	-	-
Other financial liabilities	1,01,17,65,707	-	25,23,485	-	-
Others	6,90,248	7,08,210	14,72,188	1,93,88,404	2,44,71,737
Total non-derivative liabilities	**4,09,73,27,064**	**2,05,80,66,592**	**4,12,83,56,923**	**10,38,00,31,124**	**2,44,71,737**
Derivative liabilities					
Embedded Derivative	-	-	-	2,12,78,204	-
Total derivative liabilities	-	-	-	**2,12,78,204**	-

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Note 40. Financial Risk Management

c) Interest rate risk exposure

The exposure of the Company's borrowing to interest rate changes at the end of the reporting period are as follows:

Particulars	31-Mar-21	31-Mar-20
Variable rate borrowings	14,35,88,06,598	9,15,92,99,938
Fixed Rate of Borrowings	20,12,63,93,350	10,43,26,26,227
Total	**34,48,51,99,948**	**19,59,19,26,165**

As at the end of the reporting period, the Company had the following variable rate borrowings outstanding:

Particulars	31-Mar-21			31-Mar-20		
	Weighted Average Interest Rate	Balance	% of total loans	Weighted Average Interest Rate	Balance	% of total loans
Bank Loans	9.09%	14,35,88,06,598	41.64%	10.56%	9,15,92,99,938	46.75%

Sensitivity

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates. Other components of equity change as a result of an increase/decrease in the fair value of the cash flow hedges related to borrowings.

Particulars	Impact on profit after tax		Impact on other components of equity	
	31-Mar-21	31-Mar-20	31-Mar-21	31-Mar-20
Interest rates – increase by 30 basis points	(3,49,33,224)	(2,10,11,057)	Nil	Nil
Interest rates – decrease by 30 basis points	3,49,33,224	2,10,11,057	Nil	Nil

* Holding all other variables constant

d) Price Risk Exposure

The Company's exposure to assets having price risk is as under

Particulars	Equity Shares (Other than Subsidiary)	Mutual Funds
Market Value as on 31.03.2021	5,00,000	-
Market Value as on 31.03.2020	5,00,000	-

To manage its price risk arising from investments in equity securities, the Company diversifies its portfolio. Diversification of the portfolio is done in accordance with the limits set by the Company.

Sensitivity

The table below summarises the impact of increases/decreases of the index on the Company's equity and profit for the period. The analysis is based on the assumption that the equity index had increased by 5% or decreased by 5% with all other variables held constant, and that all the Company's equity instruments moved in line with the index.

Particulars	Impact on profit after tax		Impact on other components of equity	
	31-Mar-21	31-Mar-20	31-Mar-21	31-Mar-20
Increase by 5%	20,274	19,116	Nil	Nil
Decrease by 5%	(20,274)	(19,116)	Nil	Nil

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Note 41. Corporate Social Responsibility

During the year, the Company incurred an aggregate amount of ₹ 71,86,540/- towards corporate social responsibility in compliance of Section 135 of Companies Act 2013 read with relevant schedule and rules made thereunder. The details of CSR Spend are given below:
(1) Gross amount required to be spent by the company during the Year : ₹ 1,44,75,992 (PY: ₹ 51.62,239/-)
(2) Amount spent by the company during the Year : ₹ 71,86,540 (PY: ₹ 30,29,826/-)
The unspent amount transferred to the CSR Account during the year : ₹ 72,89,452 (PY: ₹ 21,32,413/-)

Note 42. Additional Information

a) Asset Classification & Provisioning:

As per MCA press release no 11/10/2009 CL - V dated 18th Jan 2016, the company adopted Ind AS notified under Sec 133 of CA 2013, from 01st April 2018. Pursuant to which the company has made provision for loss as per ECL under Ind As 109, Financial Instruments. Consequently the provison for loss is not on the basis of the Prudential Norms of the Reserve Bank of India

b) Disclosure Pursuant to Reserve Bank of India Notification DNBS.200/CGM (PK)-2008 dated 1st August 2008

i) Capital to risk Assets ratio (CRAR) (computed as per the method prescribed by RBI)

Particulars	As on 31.03.2021	As on 31.03.2020
	₹	₹
Tier I Capital	5,98,52,83,039	4,85,43,55,539
Tier II Capital	1,35,06,60,848	1,15,08,63,858
Total Capital Funds	**7,33,59,43,887**	**6,00,52,19,397**
Total Risk Weighted Assets	**39,52,02,57,212**	**23,14,60,37,634**
CRAR - Tier I Capital (%)	15.14%	20.97%
CRAR - Tier II Capital (%)	3.42%	4.97%
CRAR (%)	18.56%	25.94%

ii) Exposure to Real Estate Sector (Direct & Indirect Exposure) – Nil (PY: Nil)

iii) Amount of Subordinated Debt raised as Tier II Capital – Nil (PY: Nil)

iv) Exposure to Capital Markets –Nil

v) Ratings assigned during the year
a) MFI Grading – M1C1 rated by CRISIL Ratings (MFI Grading Scale – M1 being the Highest grading and M8 the Lowest with respect to code of conduct 'C1' being the excellent perfonnance and 'C5' the weakest)
b) Bank loan rating – CRISIL A+/Stable
c) NCD rating- CRISIL A+/Stable
d) MLD rating- CRISIL PP- MLD A+r/Stable
e) CP rating- CRISIL A1+

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vi) Maturity Pattern of Assets and Liabilities

Maturity pattern of certain items of assets and liabilities as on March 31 2021 (Amount in ₹)

Particulars	Liabilities					Assets		
	Borrowings from Banks	Borrowings from NBFC/FI	NCD-Secured	NCD-Unsecured	Cash Credit/Overdraft	Advances (Loan portfolio outstanding)	FD with Banks (Free of Lien)	Investments
Up to one month	73,89,85,955	69,75,84,873	-	-	32,05,91,239	1,82,83,49,560	22,83,23,870	-
Over one month to 2 months	1,65,31,23,349	9,22,30,256	-	-	-	1,85,64,66,466	-	-
Over 2 months up to 3 months	89,52,83,527	23,59,93,471	12,50,00,000	-	-	1,96,13,11,837	-	-
Over 3 months up to 6 months	2,09,38,96,221	54,02,61,512	12,50,00,000	-	-	5,97,63,72,168	20,03,58,064	-
Over 6 months to 1 year	5,04,94,28,646	2,01,78,48,579	4,25,00,00,000	-	-	11,88,28,65,147	-	-
Over 1 year to 3 years	7,28,05,84,649	3,48,44,92,121	2,85,00,00,000	5,00,00,000	-	17,38,85,82,298	-	-
Over 3 years to 5 years	48,95,549	39,00,00,000	59,00,00,000	1,00,00,00,000	-	27,38,21,988	-	6,88,53,996
Over 5 years	-	-	-	-	-	-	-	-
	17,71,61,97,897	7,45,84,10,812	7,94,00,00,000	1,05,00,00,000	32,05,91,239	41,16,77,69,464	42,86,81,934	6,88,53,996

c) Disclosure as required under DNBS (PD) CC. No. 300/03.10.038/2012-13 dated August 3 2012

The cap on margins (as defined by Malegam Committee) and in compliance with RBI circular RBI/2012-13/161 DNBS (PD) CC.No.300 /03.10.038/2012-13 03rd August 2012 is 9.39% as at 31st March 2021 (9.19% as at 31st March 2020)

d) Details of average interest paid on borrowings and charged on loans given to JLGs :

Particulars	2020-21	2019-20
	Rate of Interest in % for Microfinance loan	Rate of Interest in % for Microfinance loan
Average Rate of Interest on Borrowings	11.94%	11.67%
Average Rate of Interest on Loans given	21.33%	20.86%
Net Interest Margin	9.39%	9.19%

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Nate 43. Disclosure Pursuant to Reserve Bank af India Natification DNBS.193DG (VL) 2007 dated 22nd February 2007:

Sl No.	Particulars	As at March 31, 2021		As at March 31, 2020	
		Amount Outstanding	Amaunt Overdue	Amount Outstanding	Amount Overdue
	Liabilities	(₹)	(₹)	(₹)	(₹)
-1	Loaa aad Advances availed by the NBFC inclusive of Interest accrued thereon but not paid:				
A	Debentures	-	-	-	-
	- Secured	8,89,97,86,032	-	5,25,36,19,551	-
	- Unsecured	1,33,24,85,913	-	1,21,88,48,384	-
	(Other than falling the meaning af Public Deposits)	-	-	-	-
B	Deferred Credits	-	-	-	-
C	Term Loan	25,30,29,10,225	-	13,82,27,64.348	-
D	Inter-corporate Laans & Borra wings	-	-	-	-
E	Commercial Paaer		-	-	-

Sl No.	Particulars	As at March 31, 2021		As at March 31, 2020	
		Amaunt Outstanding	Amount Overdue	Amount Outstanding	Amount Overdue
	Liabilities	(₹)	(₹)	(₹)	(₹)
F	Public Deposits	-	-	-	-
G	Other Loans – Vehicle Loan	-	-	4,85,557	-
	Other Loans – Non Convertible Debentures	-	-	-	-

Sl No.	Particulars	Amaunt Outstanding	Amaunt Outstanding
		March 31, 2021	March 31, 2020
-2	Break-up of (I) (f) above (Outstanding public deposits inclusive of interest accrued thereon but nat paid)		
	(a) In the form of Unsecured debentures	-	-
	(b) In the form of partly secured debentures i.e. debentures where there is a shortfall in the value of security	-	-
	(c) Other Public Deposit	-	-
	Assets		
-3	Break-up of Loans & Advances Including Bills Receivables [Other than those included in (4) belaw]		
	(a) Secured	58,03,11,238	21,48,66,321
	(b) Unsecured	40,60,43,89,142	22,86,03,91,445
-4	Breakup af Leased and Stock on Hire and other Assets counting tawards AFC activities		
(i)	Lease assets including Lease rentals under sundry debtors:		
	(a) Finance Lease	-	-
	(b) Operating Lease	-	-
(ii)	Stock on Hire including Hire Charges under sundry debtors:		
	(a) Assets on Hire	-	-
	(b) Repossessed Assets	-	-
(iii)	Other Loans counting towards AFC Activities		
	(a) Loans where assets have been repossessed	-	-
	(b) Loans other than (a) above	-	-

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Sl Na.	Particulars	Amaunt Outstanding March 31, 2021	Amaunt Outstanding March 31, 2020
-5	**Breakup af Investments Current Investments**		
I	**Quoted:**		
(i)	Shares: (a) Equity	-	-
	(b) Preference	-	-
(ii)	Debentures and Bonds	-	-
(iii)	Units of Mutual Funds	-	-
(iv)	Government Securities	-	-
(v)	Others	-	-
II	**Unquoted:**		
(i)	Shares: (a) Equity	-	-
	(b) Preference	-	-
(ii)	Debentures and Bonds	-	-
(iii)	Units of Mutual Funds		
(iv)	Government Securities	-	-
(v)	Others	-	-
	Lang term Investments		
I	**Quated:**		
(i)	Shares: (a) Equity	-	-
	(b) Preference	-	-
(ii)	Debentures and Bonds	-	-
(iii)	Units of Mutual Funds	-	-
(iv)	Government Securities	-	-
(v)	Others	8,69,85,006	2,12,78,204
II	**Unquoted:**		
(i)	Shares: (a) Equity	5,00,000	5,00,000
	(b) Preference	-	-
(ii)	Debentures and Bonds	-	-
(iii)	Units of Mutual Funds	-	-
(iv)	Government Securities	-	-
(v)	Others	-	-

(6) Barrower Group wise classificatian af Assets Financed as in (3) and (4) abave

Sl No.	Particulars	As at 31st March 2021 Amount in (₹) (Gross af Provisions)		
		Secured	Unsecured	Total
1	Related Perties			
	(a)Subsidiaries	-	-	-
	(b) Companies in the same group	-	-	-
	(e) Other Related Parties	-	-	-
2	Other than related partics	58,03,11,238	40,60,43,89,142	41,18,47,00,380
	Total	**58,03,11,238**	**40,60,43,89,142**	**41,18,47,00,380**

(6) Borrower Group wise classification of Assets Financed as in (3) and (4) above

Sl No.	Particulars	As at 31st March 2020 Amount In (₹) (Gross of Provisians)		
		Secured	Unsecured	Tatal
1	Related Parties			
	(a)Subsidiaries	-	-	-
	(b) Companies in the same group	-	-	-
	(c) Other Related Parties	-	-	-
2	Other than related parties	21,48,66,321	22,86,03,91,445	23,07,52,57,766
	Tatal	**21,48,66,321**	**22,86,03,91,445**	**23,07,52,57,766**

(7) Investor Group-wise classification of all investments (Current and Long Term) in Share and Securities (bath Quated and Unquoted):

Sl No.	Category	Market Value / Breakup value or Fair Value or Net Assets Value	Book Value (₹)
1	Related Parties		
	(a)Subsidiaries	-	-
	(b) Companies in the same group	-	-
	(e) Other Related Parties	-	-
2	Other than related parties	8,74,85,006	8,74,85,006
	Total	**8,74,85,006**	**8,74,85,006**

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		As an March 31, 2021	As on March 31, 2020
(8)	Other Infarnation	Amaunt	Amount
(i)	Gross Non - Performing Assets		
	(a) Related Parties	-	-
	(b) Other than Related Parties	74,78,19,368	34,31,20,550
(ii)	Net Non - Performing Assets		
	(a) Related Parties	-	-
	(b) Other than Related Parties	-	-
(iii)	Assets acquired in Satisfaction of Debt	-	-

Note 44. The Company has not disbursed any loan against security of gold.

Note 45. Securitization / Assignment of Laans

During the year the Company has sold loans through direct Securitization / assignments. The infonnation on direct assignment activity of the Company as an Originator / Assignor is as shown below:

Particulars	Year ended March 31 2021 (₹.)	Year ended March 31 2020 (₹.)
Total number of loans securitized / assigned	2,88,021	8,89,773
Total book value of loans securitized / assigned	5,55,55,55,707	19,29,22,01,174
Sale consideration received for loans securitized / assigned	5,00,00,00,000	17,38,31,45,319
Income recognized in the statement of profit and loss	87,79,81,788	1,40,13,37,532
Balance of loans assigned / securitized as at the balance sheet date	7,53,57,74,062	12,40,18,16,685
Cash collateral provided and outstanding as at the balance sheet date	-	3,88,89,000

Disclosure to be made under Securitization guidelines Issued by Reserve Bank af India vide policy no. DNBS. PD. No. 301/3.10.01/2012-13 dated August 21 2012.

Sl No.	Particulars	As on 31.03.2021 (₹)	As an 31.03.2020 (₹)
1	No. of SPVs sponsored by the NBFC for Securitization transactions		
2	Total amount of securitized assets as per the books of the SPVs sponsored by the Company	5,55,55,55,707	19,29,22,01,174
3	Total amount of exposures retained by the Company ta comply with MRR as on the date of balance sheet	-	-
	i) Off-Balance Sheet exposures		
	a) First Lass	-	-
	b) Others	-	-
	ii) On-Balance Sheet exposures		
	a) First Loss (in the form of Fixed Deposit)	-	3,88,89,000
	b) Others	-	-
4	Amount of exposures to securitization transactions other than MRR		
	i) Off-Balance Sheet expasures	-	-
Sl Na.	**Particulars**	**As on 31.03.2021 (₹)**	**As on 31.03.2020 (₹)**
	a) Exposure to own securitization		
	First Loss	-	-
	Others	-	-
	b) Exposure ta third party securitization transactian		
	First Loss	-	-
	Others	-	-
	ii) On-Balance Sheet expasures		
	a) Exposure to awn securitization		
	First Loss	-	-
	Others	-	-
	b) Expasure to third party securitizatlon transaction		
	First Loss	-	-
	Others	-	-

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Note 44. Disclosure Pursuant to Reserve Bank of India Notification DOR (NBFC).CC.PD.No.109/22.10.106/2019-20 dated 13th March 2020:

Asset Classification as per RBI Norms for the year ended 31st March 2021

MFI loan book

Asset Classification as per RBI Norms	Asset Classification as per IND AS 109	Gross Carrying Amount as per IND AS 109	Loss Allowances(Provisions) as required under IND AS 109	Net Carrying Amount	Provisions required as per IRACP Norms	Difference between IND AS 109 provisions & IRACP Norms
1	2	3	4	5	6	7= 4-6
Performing Assets						
Standard	Stage 1*	35,50,51,04,167	68,66,12,173	34,81,84,91,994	49,70,71,458	18,95,40,715
	Stage 2	1,42,08,76,854	6,25,70,891	1,35,83,05,963	1,98,92,276	4,26,78,615
Subtotal		36,92,59,81,022	74,91,83,065	36,17,67,97,957	51,69,63,734	23,22,19,330
Non Performing Assets(NPA)						
Substandard	Stage 3	69,69,00,338	69,69,00,338	-	97,56605	68,71,43,733
Doubtful- upto 1 Year	Stage 3	1,39,64,488	1,39,64,488	-	1,95,503	1,37,68,985
1 to 3 Years	Stage 3	11,98,592	11,98,592	-	16,780	11,81,812
More than 3 Years	Stage 3	-	-	-	-	-
Subtotal for Doubtful		71,20,63,418	71,20,63,418	-	99,68,888	70,20,94,530
Loss	Stage 3	-	-	-	-	-
Subtotal for NPA						
Other Items such as guarantees,Loan Commitments etc.Which are in the scope of IND AS 109 but not covered under current income recognition, Asset Classification, Provisioning (IRACP) norms	Stage 1	-	-	-	-	-
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-
Subtotal		-	-	-	-	-
Total	Stage 1	35,50,51,04,167	68,66,12,173	34,81,84,91,994	49,70,71,458	18,95,40,715
	Stage 2	1,42,08,76,854	6,25,70,891	1,35,83,05,963	1,98,92,276	4,26,78,615
	Stage 3	71,20,63,418	71,20,63,418	-	99,68,888	70,20,94,530
	Total	37,63,80,44,439	1,46,12,46,483	36,17,67,97,957	52,69,32,622	93,43,13,860

Non - MFI loan book

Asset Classification as per RBI Norms	Asset Classification as per IND AS 109	Gross Carrying Amount as per IND AS 109	Loss Allowances(Provisions) as required under IND AS 109	Net Carrying Amount	Provisions required as per IRACP Norms	Difference between IND AS 109 provisions & IRACP Norms
1	2	3	4	5	6	7= 4-6
Performing Assets						
Standard	Stage 1*	3,34,54,91,903	5,40,48,675	3,29,14,43,229	4,68,36,887	72,11,788
	Stage 2	14,84,77,173	33,88,329	14,50,88,844	20,78,680	13,09,648
Subtotal		3,49,39,69,076	5,74,37,004	3,43,65,32,072	4,89,15,567	85,21,436
Non Performing Assets(NPA)						
Substandard	Stage 3	3,57,55,950	3,57,55,950	-	5,00,583	3,52,55,367
Doubtful- upto 1 Year	Stage 3		-	-	-	-
1 to 3 Years	Stage 3		-	-	-	-
More than 3 Years	Stage 3	-	-	-	-	-
Subtotal for Doubtful		3,57,55,950	3,57,55,950	-	5,00,583	3,52,55,367
Loss	Stage 3	-	-	-	-	-
Subtotal for NPA						
Other Items such as guarantees ,Loan Commitments etc.Which are in the scope of IND AS 109 but not covered under current income recognition, Asset Classification, Provisioning (IRACP) norms	Stage 1	-	-	-	-	-
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-
Subtotal		-	-	-	-	-
Total	Stage 1	3,34,54,91,903	5,40,48,675	3,29,14,43,229	4,68,36,887	72,11,788
	Stage 2	14,84,77,173	33,88,329	14,50,88,844	20,78,680	13,09,648
	Stage 3	3,57,55,950	3,57,55,950	-	5,00,583	3,52,55,367
	Total	3,52,97,25,026	9,31,92,954	3,43,65,32,072	4,94,16,150	4,37,76,803

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Asset Classification as per RBI Norms for the year ended 31st March 2020

MFI loan Book

Asset Classification as per RBI Norms	Asset Classifiacation as per IND AS 109	Gross Carrying Amount as per IND AS 109	Loss Allowances(Provisions) as required under IND AS 109	Net Carrying Amount	Provisions required as per IRACP Norms	Difference between IND AS 109 provisions & IRACP Norms
1	2	3	4	5	6	7= 4-6
Performing Assets						
	Stage 1*	21,82,28,73,264	33,38,97,032	21,48,89,76,232	29,85,20,226	3,53,76,806
Standard	Stage 2	22,93,78,080	78,16,790	22,15,61,290	32,11,293	46,05,497
Subtatal		**22,05,22,51,343**	**34,17,13,822**	**21,71,05,37,522**	**30,17,31,519**	**3,99,82,303**
Non Performing Assets(NPA)						
Substandard	Stage 3	33,95,84,425	33,95,84,425	-	47,54,182	33,48,30,243
Doubtful- upto 1 Year	Stage 3	10,99,808	10,99,808	-	15,397	10,84,411
1 to 3 Years	Stage 3	-	-	-	-	-
More than 3 Years	Stage 3	-	-	-	-	-
Subtotal for Doubtful		34,06,84,233	34,06,84,233	-	47,69,579	33,59,14,654
Loss	Stage 3	-	-	-	-	-
Subtotal for NPA						
Other items such as guarantees,Loan Commitments etc.Which are in the scope of IND AS 109 but not covered under current income recognition, Asset Classification, Provisioning (IRACP) norms	Stage 1	-	-	-	-	-
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-
Subtotal		-	-	-	-	-
Total	Stage 1	21,82,28,73,264	33,38,97,032	21,48,89,76232	29,85,20,226	3,53,76,806
	Stage 2	22,93,78,080	78,16,790	22,15,61,290	32,11,293	46,05,497
	Stage 3	34,06,84,233	34,06,84,233	-	47,69,579	33,59,14,654
	Total	**22,39,29,35,576**	**68,23,98,055**	**21,71,05,37,522**	**30,65,01,098**	**37,58,96,957**

NON MFI loan Bank

Asset Classificatioa as per RBI Norms	Asset Classifiacation as per IND AS 109	Gross Carrying Amount as per IND AS 109	Loss Allowances(Provisions) as required under IND AS 109	Net Carrying Amount	Provisions required as per IRACP Norms	Difference between IND AS 109 provisions & IRACP Norms
1	2	3	4	5	6	7= 4-6
Performing Assets						
	Stage 1*	1,10,85,09,184	1,64,61,327	1,09,20,47,857	1,55,19,129	9,42,198
Standard	Stage 2	21,81,587	79,715	21,01,872	30,542	49,173
Subtotal		**1,11,06,90,771**	**1,65,41,042**	**1,09,41,49,729**	**1,55,49,671**	**9,91,371**
Non Performing Assets(NPA)						
Substandard	Stage 3	24,36,317	24,36,317	-	34,108	24,02,209
Doubtful- upto 1 Year	Stage 3		-	-	-	-
1 to 3 Years	Stage 3	-	-	-	-	-
More than 3 Years	Stage 3	-	-	-	-	-
Subtotal for Doubtful		24,36,317	24,36,317	-	34,108	24,02,209
Loss	Stage 3	-	-	-	-	-
Subtotalfor NPA						
Other items such as guarantees,Loan Commitments etc.Which are in the scope of IND AS 109 but not covered under current income recognition, Asset Classification, Provisioning (IRACP) norms	Stage 1	-	-	-	-	-
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-
Subtotal		-	-	-	-	-
Total	Stage 1	1,10,85,09,184	1,64,61,327	1,09,20,47,857	1,55,19,129	9,42,198
	Stage 2	21,81,587	79,715	21,01,872	30,542	49,173
	Stage 3	24,36,317	24,36,317	-	34,108	24,02,209
	Total	**1,11,31,27,088**	**1,89,77,359**	**1,09,41,49,729**	**1,55,83,779**	**33,93,580**

*Stage 1 Includes ₹ 50,00,00,000 /- of Inter Corporate Deposit givea to Holding Company.

Provision calculated as per Expected Credit Loss of ₹ 70,13,75,415/-(PY ₹ 26,58,56,934/-) is more than aggregate af Additional provision of 5% as required under RBI notification no DOR.No.BP.BC.63/21.04.048/2019-20 dated 17/04/2020 is ₹ 60,06,214/-(PY -NA) and IRACP norms provision of ₹ 32,20,84,878/(PY ₹ 25,46,09,132/-)

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Notes forming part of Financial Statements for the year ended March 31, 2021

Note 45. Fair value measurements

Financial instruments by category

Particulars	31-Mar-21	31-Mar-20
Financial assets		
Derivative Financial Instruments	8,69,85,006	2,12,78,204
Investments	5,00,000	5,00,000
Loans	39,63,02,60,944	22,87,38,82,352
Accrued interest on Fixed Deposits	2,34,61,796	3,54,31,033
Staff Loans	9,39,651	2,73,515
Security Deposits	4,92,76,326	3,92,00,492
Interest Strip Asset on Assignment	43,41,12,185	55,83,63,585
Insurance Claim Receivable	-	1,52,14,908
TDS Receivable	-	-
Trade Receivables	3,05,99,607	1,85,39,576
Cash and cash equivalents	1,78,70,10,465	2,00,90,95,484
Bank Balance	1,54,44,11,947	79,96,08,628
Total Financial Assets	**43,58,75,57,926**	**26,37,13,87,777**
Financial liabilities		
Derivative Financial Instruments	8,69,85,006	2,12,78,204
Debt Securities	8,82,92,74,954	5,19,15,40,390
Borrowings	25,54,11,18,371	13,99,58,94,223
Subordinated Liabilities	1,27,85,62,710	1,16,14,01,978
Lease Liability	6,17,65,249	4,67,30,787
Trade payables	8,60,14,864	3,53,07,295
Other financial liabilities	1,59,95,59,729	1,01,42,89,192
Total Financial Llabilities	**37,48,32,80,883**	**21,46,64,42,068**

(i) Fair value hierarchy

Ind AS 113, 'Fair Value Measurement' requires classification of the valuation method of financial instruments measured at fair value in the Statement of Balance sheet, using a three level fair-value-hierarchy (which reflects the significance of inputs used in the measurements). The hierarchy gives the highest priority to un-adjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and lowest priority to un-observable inputs (Level 3 measurements). Fair value of derivative financial assets and liabilities are estimated by discounting expected future contractual cash flows using prevailing market interest rate curves. The three levels of the fair-value-hierarchy under Ind AS 113 are described below.

Financial assets aad liabilities measured at fair value - recurring fair value measurements -As at March 31, 2021	Level 1	Level 2	Level 3	Total	Carrying cost
Financial assets					
Derivative Financial Instruments	-	8,69,85,006	-	8,69,85,006	8,69,85,006
Investments	-	-	-	-	-
(i) Mutual Funds	-	-	-	-	-
(ii) Government Securities	-	-	-	-	-
(iii) Debt Securities	-	-	-	-	-
(iv) Equity	-	-	-	-	-
Total financial assets	-	8,69,85,006	-	8,69,85,006	8,69,85,006
Financial liabilities					
Derivative Financial Instruments	-	8,69,85,006	-	8,69,85,006	8,69,85,006
Total financial liabilities	-	**8,69,85,006**	-	**8,69,85,006**	**8,69,85,006**

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Financial assets and liabilities measured at fair value - recurring fair value measurements - As at March 31, 2020	Level 1	Level 2	Level 3	Total	Carrying cost
Financial assets					
Derivative Financial Instruments	-	2,12,78,203	-	2,12,78,203	2,12,78,203
Investments	-	-	-	-	-
(i) Mutual Funds	-	-	-	-	-
(ii) Government Securities	-	-	-	-	-
(iii) Debt Securities	-	-	-	-	-
(iv) Equity	-	-	-	-	-
Total financial assets	-	2,12,78,203	-	2,12,78,203	2,12,78,203
Financial liabilities					
Derivative Financial Instruments	-	2,12,78,203	-	2,12,78,203	2,12,78,203
Total financial liabilities	-	2,12,78,203	-	2,12,78,203	2,12,78,203

Assets and liabilities which are measured at amortised cost for which fair values are disclosed - As at March 31, 2021	Level 1	Level 2	Level 3	Total	Carrying cost
Financial assets					
Cash and cash equivalents	-	-	-	-	1,78,70,10,465
Bank Balance other than included above	-	-	-	-	1,54,44,11,947
Receivables				-	
(i) Trade Receivables	-	-	3,05,99,607	3,05,99,607	3,05,99,607
Loans	-	-	39,63,02,60,944	39,63,02,60,944	39,63,02,60,944
Investment in Equity			5,00,000	5,00,000	5,00,000
Other Financial assets			50,77,89,958	50,77,89,958	50,77,89,958
Total financial assets	-	-	40,16,91,50,508	40,16,91,50,508	43,50,05,72,920
Financial Liabilities					
Trade Payables			8,60,14,864	8,60,14,864	8,60,14,864
Debt Securities			-	-	8,82,92,74,954
Borrowings (Other than Debt Securities)			25,54,11,18,371	25,54,11,18,371	25,54,11,18,371
Subordinated Liabilities			-	-	1,27,85,62,710
Lease Liability			6,17,65,249	6,17,65,249	6,17,65,249
Other financial liabilities			1,59,95,59,729	1,59,95,59,729	1,59,95,59,729
Total financial liabilities	-	-	27,28,84,58,213	27,28,84,58,213	37,39,62,95,877

Assets and liabilities which are measured at amortised cost for which fair values are disclosed - As at March 31, 2020	Level 1	Level 2	Level 3	Total	Carrying cost
Financial assets					
Cash and cash equivalents	-	-	-	-	2,00,90,95,484
Bank Balance other than included above	-	-	-	-	79,96,08,628
Receivables				-	
(i) Trade Receivables	-	-	1,85,39,576	1,85,39,576	1,85,39,576
Loans	-	-	22,87,38,82,352	22,87,38,82,352	22,87,38,82,352
Investment in Equity			5,00,000	5,00,000	5,00,000
Other Financial assets			64,84,83,534	64,84,83,534	64,84,83,534
Total financial assets	-	-	23,54,14,05,462	23,54,14,05,462	26,35,01,09,573
Financial Liabilities					
Trade Payables			3,53,07,295	3,53,07,295	3,53,07,295
Debt Securities			4,44,15,77,225	4,44,15,77,225	5,19,15,40,390
Borrowings (Other than Debt Securities)			13,99,58,94,223	13,99,58,94,223	13,99,58,94,223
Subordinated Liabilities			96,99,09,077	96,99,09,077	1,16,14,01,978
Lease Liability			4,67,30,787	4,67,30,787	4,67,30,787
Other financial liabilities			1,01,42,89,192	1,01,42,89,192	1,01,42,89,192
Total financial liabilities	-	-	20,50,37,07,798	20,50,37,07,798	21,44,51,63,865

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Notes forming part of Financial Statements for the year ended March 31, 2021

Note 46. Movement of Non Performing Assets (NPA)

(Amount in ₹)

Sl.No	Particulars	March 31, 2021	March 31, 2020
(i)	**Net NPAs to Net Advances (%)**		
	Movement of NPAs (Gross)		
	a) Opening balance	34,31,20,550	6,66,52,980
(ii)	b) Addition during the year	73,27,59,587	41,21,16,434
	c) Reduction during the year	32,80,60,769	13,56,48,864
	d) Closing balance	**74,78,19,368**	**34,31,20,550**
	Movement of Net NPAs		
	a) Opening balance	-	-
(iii)	b) Addition during the year	-	-
	c) Reduction during the year	-	-
	d) Closing balance	-	-
	Movement of provision for NPAs (excluding provision on standard assets)		
	a) Opening balance	34,31,20,550	6,66,52,980
(iv)	b) Provision made during the year	73,27,59,587	41,21,16,434
	c) Write off / write-back of excess provisions	32,80,60,769	13,56,48,864
	d) Closing balance	**74,78,19,368**	**34,31,20,550**

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Note 47. Leases

The Company has adopted Ind AS 116 'Leases' with the date of initial application being April 1, 2019. Ind AS 116 replaces Ind AS 17 – Leases and related interpretation and guidance. The Company did not have contract qualifying as Lease as on April 1, 2019 except short term leases which are exempted from the application of Ind AS 116.

Impact of adoption of Ind AS 116 on the statement of profit and loss

Amount ₹

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
Interest on lease liabilities	61,60,885	49,69,688
Income recognised- Security deposit	3,42,332	2,13,187
Depreciation on Right to Use	98,27,348	59,09,546

Impact of adoption of Ind AS 116 on the Balance Sheet

Particulars	As at March 31, 2021	As at March 31, 2020
Right to Use Asset	5,62,88,979	4,63,45,783
Lease Liability	6,17,65,249	4,67,30,787

The company has discounted lease payments at weighted average borrowing rate which is 10.56%.

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Note 48. Disclosures of frauds reported during the year vide DNBS PD.CC.No. 256 / 03.10.042 / 2011-12 dated 02nd March 2012 :

Particulars	Less than ₹ 1 Lakh		₹ 1 - 5 Lakhs		₹. 5 - 25 Lakhs		Total	
	No. of Accounts	Value ₹.	No. of Accounts	Value ₹	No. of Accounts	Value ₹	No. of Accounts	Value ₹
A) Person involved								
Staff	91	18,02,531	2	5,47,862	2	18,46,102	95	41,96,495
Customer	-	-	-	-	-	-	-	-
Staff and Customer	-	-	-	-	-	-	-	-
Total	**91**	**18,02,531**	**2**	**5,47,862**	**2**	**18,46,102**	**95**	**41,96,495**
B) Type of fraud								
Misappropriation and criminal breach of trust	91	18,02,531	2	5,47,862	-	-	93	23,50,393
Fraudulent encashment / Manipulation of books of Accounts	-	-	-	-	-	-	-	-
Unauthorized credit facility extended	-	-	-	-	-	-	-	-
Cheating and forgery	-	-	-	-	2	18,46,102	2	18,46,102
Total	**91**	**18,02,531**	**2**	**5,47,862**	**2**	**18,46,102**	**95**	**41,96,495**

V.SANKAR AIYAR & CO. CHARTERED ACCOUNTANTS CHENNAI-24

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Note 49. Going Concern

Consequent to the outbreak of the COVID-19 pandemic, the Indian government announced a lockdown in March 2020. Subsequently, the national lockdown was lifted by the government. Due to second wave of COVID-19, regional lockdowns continue to be implemented in areas where significant number of COVID-19 cases exists. The impact of second wave of COVID-19 may impact the collections from borrowers.

The Company has been effectively able to communicate with their borrowers and using of digital technology has been successful in making collections. The Company has used the principles of prudence in applying judgments, estimates and assumptions to assess and provide for the impact of the pandemic on the Financial Statements. However, due to the uncertainties associated with the pandemic, the actual impact may not be in line with current estimates. The Company has considered such uncertainties while determining the Expected Credit Loss provision. The Company will continue to closely monitor any changes to the estimates based on future economic conditions.

The Company has considered the possible effects of second wave of COVID-19 on the carrying amounts of Tangible Assets, Investments, Loans and Other Advances, Other Assets and Liabilities. In developing the assumptions relating to the possible future uncertainties in the economic conditions because of this pandemic, the company, as at the date of approval of the financial results, has used external and internal sources of information/indicators to estimate the future performance of the Company. Based on current estimates the Company expects the carrying amount of these assets to be recovered. Further, the impact assessment does not indicate any adverse impact on the ability of the company to continue as a going concern, as on the date of the balance sheet. The impact of the second wave of COVID-19 on the Company's financial results may differ from that estimated as at the date of approval of these results.

Note 50. Previous year Figures

Previous year's figures have been reclassified to conform with the current year's classification / presentation wherever applicable.

As per our attached report of even date
For V Sankar Aiyar & Co
Chartered Accountants
Firm No. 109208W

S Venkataraman
Partner
M. No. 023116

Place: Chennai
Date: 24-04-2021

For and on behalf of the Board of Directors
of Samasta Microfinance Limited

N. Venkatesh
Managing Director
DIN : 01018821

D. Shivaprakash
Whole-time Director
DIN : 02216802

Anantha Kumar T
Chief Financial Officer

Pramod Kulkarni
Company Secretary

Place: Bangalore
Date: 23-04-2021

V. SANKAR AIYAR & CO. CHARTERED ACCOUNTANTS CHENNAI-24

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