

## TRACK RECORD OF THE PUBLIC ISSUES MANAGED BY THE MERCHANT BANKER IN THE LAST 3 FINANCIAL YEARS

### IIFL FINANCE LIMITED

#### 1. Type of Issue

PUBLIC ISSUE BY IIFL FINANCE LIMITED (“COMPANY” OR THE “ISSUER”) OF SECURED REDEEMABLE NON-CONVERTIBLE DEBENTURES OF FACE VALUE OF ₹1,000 EACH (“NCDS” OR “DEBENTURES”) FOR AN AMOUNT OF ₹ 300 CRORE (“BASE ISSUE SIZE”) WITH A GREEN SHOE OPTION OF UP TO ₹ 1,200 CRORE AMOUNTING TO ₹1,500 CRORE (“TRANCHE II ISSUE LIMIT”) (“TRANCHE II ISSUE”) WHICH IS WITHIN THE SHELF LIMIT OF ₹ 5,000 CRORE AND IS BEING OFFERED BY WAY OF THE TRANCHE II PROSPECTUS DATED JUNE 2, 2023 (“TRANCHE II PROSPECTUS”) READ WITH THE ADDENDUM TO THE TRANCHE II PROSPECTUS DATED JUNE 21, 2023 (“ADDENDUM”) CONTAINING INTER ALIA THE TERMS AND CONDITIONS OF TRANCHE II ISSUE WHICH SHOULD BE READ TOGETHER WITH THE SHELF PROSPECTUS DATED DECEMBER 30, 2022 (“SHELF PROSPECTUS”) FILED WITH THE REGISTRAR OF COMPANIES, MUMBAI, MAHARASHTRA (“ROC”), STOCK EXCHANGES AND SECURITIES AND EXCHANGE BOARD OF INDIA (“SEBI”). THE SHELF PROSPECTUS AND TRANCHE II PROSPECTUS READ WITH ADDENDUM CONSTITUTES THE PROSPECTUS (“PROSPECTUS”). THE TRANCHE II ISSUE IS BEING MADE PURSUANT TO THE PROVISIONS OF SEBI NCS REGULATIONS, THE COMPANIES ACT, 2013 AND RULES MADE THEREUNDER AS AMENDED TO THE EXTENT NOTIFIED AND THE SEBI OPERATIONAL CIRCULAR. THE ISSUE IS NOT UNDERWRITTEN.

#### 2. Issue size (Rs crores)

The Tranche – II Issue for an amount of Rs. 300 crore (“Base Issue Size”) with a green shoe option of up to Rs 1,200 crore amounting to Rs 1,500 crore (“Tranche II Issue Limit”) (“Tranche II Issue”). The Company had issued and allotted NCDs aggregating to Rs. 452.0853 crores in the Tranche - II Issue.

*Source: Minutes of the Meeting between the Company, Registrar to the Issue and Lead Managers to the Issue dated June 28, 2023*

#### 3. Rating of instrument along with name of the rating agency

Particular	Rating Agency	Rating
(i) As disclosed in the offer document	CRISIL Ratings Limited	CRISIL AA / Stable
	ICRA Limited	[ICRA] AA / (Stable)
(ii) At the end of 1 <sup>st</sup> FY (March 31, 2024)*	-	-

	-	-
(iii) At the end of 2 <sup>nd</sup> FY (March 31, 2022)*	-	-
	-	-
(iv) At the end of 3 <sup>rd</sup> FY (March 31, 2026)*	-	-
	-	-

\* Rating not disclosed as reporting for the relevant fiscal years has not been published

**4. Whether the security created is adequate to ensure 100% asset cover for the debt securities: Yes**

Source: Debenture Trust deed dated June 23, 2023

**5. Subscription level (number of times) \*:** After considering the not banked cases and technical rejection cases, the Tranche II Issue was subscribed 1.51 times of the Base Issue Size and 0.30 times of the overall Issue size.

\*Source – Minutes of the Meeting between the Company, Registrar to the Issue and Lead Managers to the Issue dated June 28, 2023

**6. Financials of the issuer (as per the annual financial results submitted to stock exchanges under Section 52 of the Listing Obligation and Disclosure Requirements)**

(On Consolidated basis) (Rs in Crore)

Parameters	1 <sup>st</sup> FY (March 31, 2024) *	2 <sup>nd</sup> FY (March 31, 2025) *	3 <sup>rd</sup> FY (March 31, 2026) *
Income from operations			
Net Profit for the period			
Paid-up equity share capital			
Reserves excluding revaluation reserves			

\*Financials not disclosed as reporting for the relevant fiscal years has not been completed

**7. Status of the debt securities (whether traded, delisted, suspended by any stock exchange, etc.) #**

Particular	
(i) At the end of 1 <sup>st</sup> FY (March 31, 2024) *	NA
(ii) At the end of 2 <sup>nd</sup> FY (March 31, 2025) *	NA
(iii) At the end of 3 <sup>rd</sup> FY (March 31, 2026) *	NA

#NCDs are listed on the NSE and BSE Limited and admitted to dealings with effect from Monday, July 03, 2023

\*Trading status not disclosed as reporting for the relevant fiscal years has not been completed

**8. Change, if any, in directors of issuer from the disclosures in the offer document**

Particular	Name of Director	Appointment / Resignation
(i) At the end of 1st FY (March 31, 2024) *	NA	NA
(ii) At the end of 2nd FY (March 31, 2025) *	NA	NA
(iii) At the end of 3rd FY (March 31, 2026) *	NA	NA

\* Changes in Directors not disclosed in the above table as reporting for the relevant fiscal years has not been completed.

**9. Status of utilization of issue proceeds**

(i) As disclosed in the offer document	The Net Proceeds raised through the Tranche II Issue will be utilized for following activities in the ratio provided as below:  I. For the purpose of onward lending, financing, refinancing the existing indebtedness of the Company – At least 75% of the Net Proceeds of the Tranche II Issue  II. For General Corporate Purposes - up to 25% of the Net Proceeds of the Tranche II Issue
(ii) Actual utilization	NA
(iii) Reasons for deviation, if any	NA

**10. Delay or default in payment of interest/ principal amount (Yes/ No): No (If yes, further details of the same may be given)**

(i) Disclosures in the offer document on terms of issue	The Debenture Trustee will protect the interest of the NCD Holders in the event of default by the Company in regard to timely payment of interest and repayment of principal and they will take necessary action at the Company's cost. (Source: Tranche II Prospectus dated June 02, 2023)
(ii) Delay in payment from the due date	NA
(iii) Reasons for delay/ non- payment, if any	---

## 11. Any other material information

<b>Announcement</b>	<b>Date</b>
<p>IIFL Finance, which is one of India's largest non-banking finance Companies stated that it has raised \$175 million through external commercial borrowing (ECB) route in the month of June 2023. The retail focused NBFC has raised \$75 million from HSBC, \$50 million from Union Bank (Sydney) and \$50 million from Bank of Baroda (IFSC unit). The funds were raised at SOFR plus 200 basis points offering competitive sources of funds to the rapidly growing NBFC.</p> <p>Source: <a href="https://www.bseindia.com/xml-data/corpfiling/AttachLive/358e5dab-8321-401d-8939-79c1706da5c8.pdf">https://www.bseindia.com/xml-data/corpfiling/AttachLive/358e5dab-8321-401d-8939-79c1706da5c8.pdf</a></p>	July 03, 2023
<p>Resignation of Ms. Sneha Patwardhan as the Company Secretary and Compliance Officer of the Company and appointment of Ms. Rupal Jain as the Company Secretary and Compliance Officer of the Company w.e.f. July 01, 2023.</p> <p>Source: <a href="https://www.bseindia.com/xml-data/corpfiling/AttachHis/42943d98-5899-4037-92c3-eecf ea3b3ed6.pdf">https://www.bseindia.com/xml-data/corpfiling/AttachHis/42943d98-5899-4037-92c3-eecf ea3b3ed6.pdf</a></p>	June 30, 2023
<p>The Company has published an advertisement dated June 21, 2023 pertaining to issuance of an addendum to the Tranche II Prospectus. The said advertisement has been published on June 22, 2023 in the below mentioned English national daily and regional daily newspapers with wide circulation:</p> <ul style="list-style-type: none"><li>• Business Standard (in English and Hindi) and</li><li>• Tarun Bharat (in Marathi)</li></ul> <p>Source: <a href="https://www.bseindia.com/xml-data/corpfiling/AttachHis/13a7befa-e51f-4074-8c86-e2b6a02d7128.pdf">https://www.bseindia.com/xml-data/corpfiling/AttachHis/13a7befa-e51f-4074-8c86-e2b6a02d7128.pdf</a></p>	June 22, 2023

**All the above information is updated as on July 04, 2023, unless indicated otherwise.**