



The Power of Distribution

MAS FINANCIAL SERVICES LIMITED

MFSL/SEC/EQ/2024/71

July 24, 2024

To,
The Manager,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400001

To,
General Manager
National Stock Exchange of India Limited
Exchange Plaza
Plot No. C/1, G Block
Bandra-Kurla Complex
Bandra (East)
Mumbai – 400051

Scrip Code: **540749, 947381**

Trading Symbol: **MASFIN**

Dear Sir,

Sub.: Monitoring Agency Report issued by CARE Ratings Limited for the utilization of funds raised through Qualified Institutions Placement for quarter ended June 30, 2024

Pursuant to Regulation 32(6) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Regulation 41(4) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, we have enclosed herewith the Monitoring Agency Report issued by the CARE Ratings Limited, Monitoring Agency, appointed by the Company for monitoring the utilization of funds raised through Qualified Institutions Placement (QIP) for the quarter ended on June 30, 2024.

You are requested to take the same on record.

Thanking you,

Yours faithfully,

For, **MAS Financial Services Limited**

RIDDHI
BHAVESHBHAI
BHAYANI

Digitally signed by RIDDHI
BHAVESHBHAI BHAYANI
Date: 2024.07.24 12:13:47
+05'30'

Riddhi Bhaveshbhai Bhayani
Company Secretary and Chief Compliance Officer
ACS No.: A41206

Encl.: As above

Regd. Office :

6, Ground Floor, Narayan Chambers,

B/h Patang Hotel, Ashram Road, Ahmedabad-380 009. www.mas.co.in

CIN : L65910GJ1995PLC026064

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www.mas.co.in

mfsl@mas.co.in

Monitoring Agency Report



No. CARE/HO/RL/2024-25/1953

The Board of Directors
MAS Financial Services Limited,
6, Ground Floor, Narayan Chambers,
Behind Patang Hotel,
Ahmedabad
Gujarat - 380009

July 24, 2024

Dear Sir/Ma'am,

Monitoring Agency Report for the quarter ended June 30, 2024 - in relation to the QIP of MAS Financial Services Limited ("the Company")

We write in our capacity of Monitoring Agency for the Qualified Institutions Placement for the amount aggregating to Rs. 480 crore of the Company and refer to our duties cast under 173A of the Securities & Exchange Board of India (Issue of Capital & Disclosure Requirements) Regulations.

In this connection, we are enclosing the Monitoring Agency Report for the quarter ended June 30, 2024, as per aforesaid SEBI Regulations and Monitoring Agency Agreement dated March 19, 2024.

Request you to kindly take the same on records.

Thanking you,
Yours faithfully,

Geeta Chainani

Geeta Chainani
Associate Director
geeta.chainani@careedge.in

Report of the Monitoring Agency

Name of the issuer: MAS Financial Services Ltd.

For quarter ended: June 30, 2024

Name of the Monitoring Agency: CARE Ratings Limited

(a) Deviation from the objects: Nil

(b) Range of Deviation: Not Applicable

Declaration:

We declare that this report provides an objective view of the utilization of the issue proceeds in relation to the objects of the issue based on the information provided by the Issuer and information obtained from sources believed by it to be accurate and reliable. The MA does not perform an audit and undertakes no independent verification of any information/ certifications/ statements it receives. This Report is not intended to create any legally binding obligations on the MA which accepts no responsibility, whatsoever, for loss or damage from the use of the said information. The views and opinions expressed herein do not constitute the opinion of MA to deal in any security of the Issuer in any manner whatsoever. Nothing mentioned in this report is intended to or should be construed as creating a fiduciary relationship between the MA and any issuer or between the agency and any user of this report. The MA and its affiliates also do not act as an expert as defined under Section 2(38) of the Companies Act, 2013.

The MA or its affiliates may have a credit rating or other commercial transactions with the entity to which the report pertains and may receive separate compensation for its ratings and certain credit related analyses. We confirm that there is no conflict of interest in such relationship/interest while monitoring and reporting the utilization of the issue proceeds by the issuer, or while undertaking credit rating or other commercial transactions with the entity.

We have submitted the report herewith in line with the format prescribed by SEBI, capturing our comments, where applicable. There are certain sections of the report under the title "Comments of the Board of Directors", that shall be captured by the Issuer's Management / Audit Committee of the Board of Directors subsequent to the MA submitting their report to the issuer and before dissemination of the report through stock exchanges. These sections have not been reviewed by the MA, and the MA takes no responsibility for such comments of the issuer's Management/Board.

Geeta Chainani

Signature:

Name and designation of the Authorized Signatory: Geeta Chainani

Designation of Authorized person/Signing Authority: Associate Director

1) Issuer Details:

Name of the issuer : MAS Financial Services Limited
 Name of the promoter : Mr. Kamlesh C. Gandhi
 : Late Shri Mukesh Chimanlal Gandhi
 : Mrs. Shweta Kamlesh Gandhi
 : Prarthana Marketing Private Limited

Industry/sector to which it belongs : Non-Banking Financial Company

2) Issue Details

Issue Period : June 19, 2024, to June 21, 2024
 Type of issue : Qualified Institutions Placement (QIP)
 Type of specified securities : Equity shares
 IPO Grading, if any : Not Applicable
 Issue size (in crore) : Rs. 500

QC

3) Details of the arrangement made to ensure the monitoring of issue proceeds:

| Particulars | Reply | Source of information / certifications considered by Monitoring Agency for preparation of report | Comments of the Monitoring Agency | Comments of the Board of Directors |
|-----------------------------------------------------------------------------------------------------------------------------------|----------------|--------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------|------------------------------------|
| Whether all utilization is as per the disclosures in the Offer Document? | Yes | Chartered Accountant certificate*, Bank statements | All the proceeds from QIP have been utilized appropriately for the objectives mentioned in the offer document. | Yes |
| Whether shareholder approval has been obtained in case of material deviations# from expenditures disclosed in the Offer Document? | Not Applicable | Not Applicable | Not Applicable | Not Applicable |
| Whether the means of finance for the disclosed objects of the issue have changed? | No | Not Applicable | No | No |
| Is there any major deviation observed over the earlier monitoring agency reports? | No | Not Applicable | Not Applicable | Not Applicable |
| Whether all Government/statutory approvals related to the object(s) have been obtained? | NA | Not Applicable | Not Applicable | Not Applicable |

| Particulars | Reply | Source of information / certifications considered by Monitoring Agency for preparation of report | Comments of the Monitoring Agency | Comments of the Board of Directors |
|----------------------------------------------------------------------------------------------------------|-------|--------------------------------------------------------------------------------------------------|-----------------------------------|------------------------------------|
| Whether all arrangements pertaining to technical assistance/collaboration are in operation? | NA | Not Applicable | Not Applicable | Not Applicable |
| Are there any favorable/unfavorable events affecting the viability of these object(s)? | No | Not Applicable | No | Not Applicable |
| Is there any other relevant information that may materially affect the decision making of the investors? | No | Not Applicable | No | No |

* As per Chartered Accountant certificate from Mukesh M. Shah & Co. dated July 12, 2024

#Where material deviation may be defined to mean:

- Deviation in the objects or purposes for which the funds have been raised
- Deviation in the amount of funds actually utilized by more than 10% of the amount projected in the offer documents.

4) Details of objects to be monitored:

QC

- Cost of objects –

| Sr. No | Item Head | Source of information / certifications considered by Monitoring Agency for preparation of report | Original cost (as per the Offer Document) in Rs. Crore | Revised Cost in Rs. Crore | Comments of the Monitoring Agency | Comments of the Board of Directors | | |
|--------------|--------------------------------|--------------------------------------------------------------------------------------------------|--------------------------------------------------------|---------------------------|------------------------------------------------------------------------------------|------------------------------------|---------------------------|----------------------------------------|
| | | | | | | Reason for cost revision | Proposed financing option | Particulars of -firm arrangements made |
| 1 | Augmenting Tier I Capital Base | Chartered Accountant certificate*, Bank statements, Offer Document | 480.00 | NA | The net proceeds have been utilised towards disbursement of loans to the customers | Not Applicable | Not Applicable | Not Applicable |
| Total | | | 480.00# | | | | | |

* As per Chartered Accountant certificate from Mukesh M. Shah & Co. dated July 12, 2024

Amount is net of estimated expenses as per the offer document

(ii) Progress in the objects –

| Sr. No | Item Head | Source of information / certifications considered by Monitoring Agency for preparation of report | Amount as proposed in the Offer Document in Rs. Crore | Amount utilised in Rs. Crore | | | Total unutilised amount in Rs. crore | Comments of the Monitoring Agency | Comments of the Board of Directors | |
|--------------|--------------------------------|--------------------------------------------------------------------------------------------------|-------------------------------------------------------|---------------------------------------------|---------------------------------|----------------------------------------|--------------------------------------|------------------------------------------------------------------------------------|------------------------------------|---------------------------|
| | | | | As at beginning of the quarter in Rs. Crore | During the quarter in Rs. Crore | At the end of the quarter in Rs. Crore | | | Reasons for idle funds | Proposed course of action |
| 1 | Augmenting Tier I Capital Base | Chartered Accountant certificate*, Bank statements, Offer Document | 480.00 | -- | 480.00 | 480.00 | 0 | The net proceeds have been utilised towards disbursement of loans to the customers | Not Applicable | Not Applicable |
| Total | | | 480.00# | | 480.00 | 480.00 | 0 | | | |

* As per Chartered Accountant certificate from Mukesh M. Shah & Co. dated July 12, 2024

Amount is net of estimated expenses as per the offer document

(iii) Deployment of unutilized proceeds: Not Applicable, since QIP proceeds have been fully utilized between June 21, 2024, to June 30, 2024. QC

| Sr. No. | Type of instrument and name of the entity invested in | Amount invested | Maturity date | Earning | Return on Investment (%) | Market Value as at the end of quarter |
|---------|-------------------------------------------------------|-----------------|---------------|---------|--------------------------|---------------------------------------|
| NA | NA | NA | NA | NA | NA | NA |

(iv) Delay in implementation of the object(s) –

| Objects | Completion Date | | Delay (no. of days/ months) | Comments of the Board of Directors | |
|--------------------------------|---------------------------|---------------|-----------------------------|------------------------------------|---------------------------|
| | As per the offer document | Actual* | | Reason of delay | Proposed course of action |
| Augmenting Tier I Capital Base | Fiscal 2025 | June 30, 2024 | NA | Not Applicable | Not Applicable |

*Company has raised the QIP amount during June 2024 and utilized entire amount by June 30, 2024

5)Details of utilization of proceeds stated as General Corporate Purpose (GCP) amount in the offer document: Not Applicable

| Sr. No | Item Head[^] | Amount in Rs. Crore | Source of information / certifications considered by Monitoring Agency for preparation of report | Comments of Monitoring Agency | Comments of the Board of Directors |
|---------------|------------------------------|----------------------------|---------------------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------------|
| 1 | NA | NA | NA | NA | NA |
| | Total | NA | | | |

[^] Section from the offer document related to GCP: Not Applicable

GC

Disclaimers to MA report:

- a) This Report is prepared by CARE Ratings Ltd (hereinafter referred to as "**Monitoring Agency/MA**"). The MA has taken utmost care to ensure accuracy and objectivity while developing this Report based on the information provided by the Issuer and information obtained from sources believed by it to be accurate and reliable. The views and opinions expressed herein do not constitute the opinion of MA to deal in any security of the Issuer in any manner whatsoever.
- b) This Report has to be seen in its entirety; the selective review of portions of the Report may lead to inaccurate assessments. For the purpose of this Report, MA has relied upon the information provided by the management /officials/ consultants of the Issuer and third-party sources like statutory auditors (or from peer reviewed CA firms) appointed by the Issuer believed by it to be accurate and reliable.
- c) Nothing contained in this Report is capable or intended to create any legally binding obligations on the MA which accepts no responsibility, whatsoever, for loss or damage from the use of the said information. The MA is also not responsible for any errors in transmission and specifically states that it, or its directors, employees do not have any financial liabilities whatsoever to the users of this Report. *GC*
- d) The MA and its affiliates do not act as a fiduciary. The MA and its affiliates also do not act as an expert to the extent defined under Section 2(38) of the Companies Act, 2013. While the MA has obtained information from sources it believes to be reliable, it does not perform an audit and undertakes no independent verification of any information/ certifications/ statements it receives from auditors (or from peer reviewed CA firms), lawyers, chartered engineers or other experts, and relies on in its reports.
- e) The MA or its affiliates may have other commercial transactions with the entity to which the report pertains. As an example, the MA may rate the issuer or any debt instruments / facilities issued or proposed to be issued by the issuer that is subject matter of this report. The MA may receive separate compensation for its ratings and certain credit-related analyses, normally from issuers or underwriters of the instruments, facilities, securities or from obligors.