

PRO FITCCH
PRIVATE LIMITED
CIN-U24233UP2002PTC027023

The Manager
Department of Corporate Relationship
BSE Limited
25 P. J. Towers, Dalal Street
Mumbai-400001

The Asstt. Vice President
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (East), Mumbai-400051

Ref.: Target Company- Paisalo Digital Limited, Scrip Code/Symbol: 532900/PAISALO

Sub.: Disclosure under Regulation 31 of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011

Dear Sir/Madam,

In terms of the provisions of Regulation 31 of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011, we being promoter group entity of Paisalo Digital Limited hereby enclosing herewith the revised disclosure, regarding creation of pledge of shares of Paisalo Digital Limited held by us, in prescribed format.

Hope you will find same in order and kindly keep the same in your records.

Thanking You,

Yours Faithfully,

FOR PRO FITCCH (P) LTD.

SUNIL AGARWAL
DIRECTOR

Date: November 22, 2023

CC:
Company Secretary
Paisalo Digital Limited

Disclosure by the Promoter(s) to the Stock Exchanges and to the Target Company for encumbrance of Shares /~~invocation of encumbrance~~/release of encumbrance, in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

| Name of the Target Company(TC) | | | | | Paisalo Digital Limited | | | | | | | | |
|---|--|--------------------------|--------------------------------|--------------------------|---|--|---|----------------------------|--------|--------------------|---|--|--------------------------|
| Names of the stock exchanges where the shares of the target company are listed | | | | | 1) National Stock Exchange of India Limited 2) BSE Limited | | | | | | | | |
| Date of reporting | | | | | 22.11.2023 | | | | | | | | |
| Name of the promoter or PAC on whose shares encumbrance has been created / released /invoked | | | | | PRO FITCCH PRIVATE LIMITED | | | | | | | | |
| Details of the creation of encumbrance | | | | | Pledge Creation | | | | | | | | |
| Name of the promoter(s) or PACs with him* | Promoter holding in the target company (1) | | holding already encumbered (2) | | Details of events pertaining to encumbrance (3) | | | | | | | Post event holding of Encumbered shares {creation [(2)+(3)] / release [(2)-(3)]/ invocation [(1)-(3)]} | |
| | Number | % of total share capital | Number | % of total share capital | Type of event (creation / release / invocation) | Date of creation/ release/ invocation of encumbrance | Type of Encumbrance (pledge/lien/ Non-disposal undertaking/ others) | Reasons for Encumbrance ** | Number | % of share capital | Name of the entity in whose favor shares encumbered *** | Number | % of total share capital |
| MR. SUNIL AGARWAL | 5,28,51,400 | 11.77 | 0 | 0.00 | - | - | - | - | - | - | - | - | - |
| MR. SANTANU AGARWAL | 1,68,52,000 | 3.75 | 0 | 0.00 | - | - | - | - | - | - | - | - | - |
| MS. SUNEETI AGARWAL | 35,83,000 | 0.80 | 0 | 0.00 | - | - | - | - | - | - | - | - | - |
| PRO FITCCH PVT. LTD. | 1,11,60,610 | 2.49 | 5,00,000 | 0.11 | Creation | 22.11.2023 | Pledge | To purchase of shares | 60,000 | 0.01 | IIFL SECURITIES LIMITED | 5,60,000 | 0.13 |

| | | | | | | | | | | | | | |
|--------------------------------------|-------------|-------|-------------|------|----------|------------|--------|-----------------------|--------|------|-------------------------|-------------|------|
| PRI CAF PVT. LTD. | 1,20,24,200 | 2.68 | 5,00,000 | 0.11 | Creation | 22.11.2023 | Pledge | To purchase of shares | 60,000 | 0.01 | IIFL SECURITIES LIMITED | 5,60,000 | 0.13 |
| EQUILIBRATED VENTURE CFLOW PVT. LTD. | 5,47,42,921 | 12.19 | 3,68,50,000 | 8.21 | Creation | 22.11.2023 | Pledge | To purchase of shares | 60,000 | 0.01 | IIFL SECURITIES LIMITED | 3,69,10,000 | 8.22 |

FOR PRO FITCCH PRIVATE LIMITED

DIRECTOR

Date : 22.11.2023

*The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear nthe table irrespective of whether they are reporting on the date of event or not.

** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.

***This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.

Disclosure of reasons for encumbrance

(In addition to Annexure - I prescribed by way of circular dated August 05, 2015)

| | |
|---|--|
| Name of listed company | Paisalo Digital Limited |
| Name of the recognised stock exchanges where the shares of the company are listed | 1) National Stock Exchange of India Limited 2) BSE Limited |
| Name of the promoter(s) / PACs whose shares have been encumbered | PRO FITCCH PRIVATE LIMITED |
| Total promoter shareholding in the listed company | No. of shares – 1,11,60,610 % of total share capital – 2.49 |
| Encumbered shares as a % of promoter shareholding | 5.02 |
| Whether encumbered share is 50% or more of promoter shareholding | YES / NO |
| Whether encumbered share is 20% or more of total share capital | YES / NO |

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Details of all the existing events/ agreements pertaining to encumbrance

| | | Encumbrance 1 (Date of creation of encumbrance: 07.08.2023) | Encumbrance 1 (Date of creation of encumbrance: 22.11.2023) |
|--|--|--|--|
| Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance) | | Pledge | v |
| No. and % of shares encumbered | | No. of shares: 5,00,000 of Re. 1 each % of total share capital:0.11 | No. of shares: 60,000 of Re. 1 each % of total share capital:0.01 |
| Specific details about the encumbrance | Name of the entity in whose favour shares encumbered (X) | IIFL SECURITIES LIMITED | IIFL SECURITIES LIMITED |
| | Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity. | YES / NO | YES / NO |
| | Names of all other entities in the agreement | Listed company and its group companies (if any) – N.A. Other entities (if any) – NA | Listed company and its group companies (if any) – N.A. Other entities (if any) – NA |
| | Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating | YES / NO If yes, 1. Name of the issuer 2. Details of the debt instrument 3. Whether the debt instrument is listed on stock exchanges? 4. Credit Rating of the debt instrument 5. ISIN of the instrument | YES / NO If yes, 1. Name of the issuer 2. Details of the debt instrument 3. Whether the debt instrument is listed on stock exchanges? 4. Credit Rating of the debt instrument 5. ISIN of the instrument |
| Security Cover / Asset Cover | Value of shares on the date of event / agreement (A) | Rs. 3,32,56,250/- (Rupees Three Crore Thirty Two Lakh Fifty Six Thousand Two Hundred and Fifty) | Rs. 50,24,973/- (Rupees Fifty Lakh Twenty Four Thousand Nine Hundred and Seventy Three) |

| | | | |
|------------------|---|--|--|
| | Amount involved (against which shares have been encumbered) (B) | Rs. 2,14,22,752/- (Rupees Two Crore Fourteen Lakh Twenty Two Thousand Seven Hundred and Fifty Two Only) | Rs. 31,90,060/- (Rupees Thirty One Lakh Ninety Thousand and Sixty Only) |
| | Ratio of A / B | 1.55 | 1.55 |
| End use of money | Borrowed amount to be utilized for what purpose – | | |
| | (a) Personal use by promoters and PACs | Yes | Yes |
| | (b) For the benefit of listed company | - | - |
| | Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. | - | - |
| | (a) Any other reason (please specify) | - | - |

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Date : 22.11.2023