



Date: 27<sup>th</sup> October, 2023

**National Stock Exchange of India Limited,**  
Exchange Plaza, Plot No. C/1, G Block,  
Bandra-Kurla Complex,  
Bandra (East), Mumbai – 400051.  
NSE Symbol: SBFC

**BSE Limited,**  
Phiroze Jeejeebhoy Towers,  
21<sup>st</sup> Floor, Dalal Street,  
Mumbai – 400001.  
BSE Scrip Code: 543959  
(BSE NCD Security Code: 973372,  
NCD ISIN INE423Y07062)

Dear Sir(s),

**Subject: Disclosure under Regulation 30, read with Schedule III, Regulation 33, 51, 52, 54 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “Listing Regulations”)**

**Re: Outcome of Board Meeting held on 27<sup>th</sup> October, 2023**

A meeting of the Board of Directors of SBFC Finance Limited was held today, i.e. 27<sup>th</sup> October, 2023. The Board of Directors at the meeting has, inter-alia, considered and approved the following:

1. the unaudited standalone and consolidated financial results of the Company for the quarter and half year ended 30th September, 2023;
2. the SBFC Stock Option Policy 2023 – III of the Company, subject to the approval of shareholders of the Company;
3. to increase the Company’s borrowing limits from Rs. 6500 crores to Rs. 10,000 crores in accordance with the provisions of Section 180 (1)(c) of the Companies Act, 2013 and also creation of charge on the Company’s assets in accordance with the provisions of Section 180 (1)(a), subject to the approval of shareholders of the Company;
4. the issue of Non-Convertible Debentures (whether listed or unlisted) and/or Bonds of the Company up to an amount not exceeding Rs. 2000 Crore on a private placement basis subject to the approval of shareholders of the Company;

We are enclosing the following documents for your information and records:

- a) Unaudited standalone and consolidated financial results for the quarter and half year ended 30<sup>th</sup> September 2023;
- b) Limited review report for the quarter and half year ended 30th September 2023 of Suresh Surana & Associates LLP, Statutory Auditors (“Statutory Auditor”);

**SBFC Finance Limited**  
**(Erstwhile SBFC Finance Private Limited)**

Registered Office: Unit No. 103, 1<sup>st</sup> Floor, C&B Square, Sangam Complex, Andheri Kurla Road, Village Chakala, Andheri (East) Mumbai - 400 059  
T.: +91-22-67875300 • F.: +91-22-67875334 • [www.SBFC.com](http://www.SBFC.com) • Email: [complianceofficer@sbfc.com](mailto:complianceofficer@sbfc.com)  
CIN No.: U67190MH2008PLC178270



- c) Disclosure under Regulation 52(4) of Listing Regulations;
- d) Security Cover Certificate in accordance with Regulation 54 of SEBI LODR Regulations, 2015 read with SEBI Circular No. SEBI/HO/MIRSD/MIRSD\_CRADT/CIR/P/2022/6 Dated 19<sup>th</sup> May 2022;
- e) Statement of utilization of issue proceeds as required under Regulation 32(1) of the Listing Regulations;
- f) Statement of Related Party Transactions for the half yearly ended 30<sup>th</sup> September, 2023 in accordance with Regulation 23(9) of Listing Regulations;

We confirm that the Statutory Auditor has given the limited review report with unmodified opinion.

We confirm that the Company maintains sufficient security cover in respect of the secured listed non-convertible redeemable debentures.

The Board Meeting commenced at 11:15 am (IST) and concluded at 1:40 PM (IST).

Yours faithfully,

For **SBFC Finance Limited**

(Erstwhile SBFC Finance Private Limited)



Jay Mistry

Company Secretary & Chief Compliance Officer

ICSI Membership No. A34264

Encl: as above

**SBFC Finance Limited**  
**(Erstwhile SBFC Finance Private Limited)**

Registered Office: Unit No. 103, 1<sup>st</sup> Floor, C&B Square, Sangam Complex, Andheri Kurla Road, Village Chakala, Andheri (East) Mumbai - 400 059

T.: +91-22-67875300 • F.: +91-22-67875334 • [www.SBFC.com](http://www.SBFC.com) • Email: [complianceofficer@sbfc.com](mailto:complianceofficer@sbfc.com)

CIN No : U67190MH2008PLC178270

Suresh Surana & Associates LLP

8th Floor, Bakhtawar  
229, Nariman Point  
Mumbai - 400 021, India

T +91(22) 2287 5770

emails@ss-associates.com www.ss-associates.com  
LLP Identity No. AAB-7509

**Independent Auditors' Review Report on the Quarterly and Year to date Unaudited Standalone Financial Results of SBFC Finance Limited (Formerly; SBFC Finance Private Limited) , pursuant to Regulations 33 and 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations")**

Review Report to  
The Board of Directors  
SBFC Finance Limited  
(Formerly; SBFC Finance Private Limited)

1. We have reviewed the accompanying Statement of unaudited standalone financial results of SBFC Finance Limited (Formerly; SBFC Finance Private Limited) ("the Company") for the quarter and half year ended 30 September 2023, ("the Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulations 33 and 52 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, as amended (the "Listing Regulations").
2. The Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) 'Interim Financial Reporting' prescribed under Section 133 of the Companies Act, 2013 ("the Act") as amended read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulations 33 and 52 of the Listing Regulations. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review 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 inquiries of the Company's personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.



4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with recognition and measurement principles laid down in the applicable Indian Accounting Standards specified under Section 133 of the Act as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Suresh Surana & Associates LLP  
Chartered Accountants  
Firm's Registration No.121750W / W-100010

Ramesh Gupta  
Partner  
Membership No.: 102306  
UDIN: 23102306BGWLDZ4149



Place: Mumbai  
Date: 27 October 2023

**SBFC Finance Limited (Erstwhile SBFC Finance Private Limited)**

CIN: U67190MH2008PLC178270

**Regd. Office:** Unit No. 103, 1st Floor, C & B Square, Sangam Complex, CTS No. 95A, 127, Andheri Kurla Road, Village Chakala, Andheri East, Mumbai - 400 059.

**Telephone No.:** 022-67875300 **Website:** www.sbfc.com

**Statement of Unaudited Standalone Financial Results for the quarter and half year ended 30 September 2023**

(₹ In Million)

| Sr     | Particulars  | Quarter ended     |                 |                   | Half year ended   |                   | Year ended      |
|--------|--|-------------------|-----------------|-------------------|-------------------|-------------------|-----------------|
|        |  | 30 September 2023 | 30 June 2023    | 30 September 2022 | 30 September 2023 | 30 September 2022 | 31 March 2023   |
|        |  | (Unaudited)       | (Unaudited)     | (Unaudited)       | (Unaudited)       | (Unaudited)       | (Audited)       |
| (I)    | <b>Revenue from operations</b>   |                   |                 |                   |                   |                   |                 |
|        | (a) Interest income  | 2,199.89          | 2,039.35        | 1,560.03          | 4,239.24          | 2,954.91          | 6,541.52        |
|        | (b) Fees and commission income   | 144.72            | 141.94          | 109.66            | 286.66            | 190.89            | 412.52          |
|        | (c) Net gain on fair value changes   | 48.28             | 51.44           | 27.14             | 99.72             | 59.87             | 119.76          |
|        | (d) Net gain on derecognition of financial instruments under amortised cost category | -                 | 2.31            | -                 | 2.31              | 21.07             | 28.30           |
|        | (e) Other operating income   | 70.20             | 60.82           | 61.83             | 131.02            | 131.59            | 226.02          |
|        | <b>Total revenue from operations</b>   | <b>2,463.09</b>   | <b>2,295.86</b> | <b>1,758.66</b>   | <b>4,758.95</b>   | <b>3,358.33</b>   | <b>7,328.12</b> |
| (II)   | <b>Other income</b>  | 1.99              | 3.44            | 13.07             | 5.43              | 14.63             | 75.49           |
| (III)  | <b>Total income (I + II)</b>   | <b>2,465.08</b>   | <b>2,299.30</b> | <b>1,771.73</b>   | <b>4,764.38</b>   | <b>3,372.96</b>   | <b>7,403.61</b> |
| (IV)   | <b>Expenses</b>  |                   |                 |                   |                   |                   |                 |
|        | (a) Finance costs  | 891.56            | 886.09          | 622.89            | 1,777.65          | 1,220.12          | 2,764.52        |
|        | (b) Impairment on financial instruments  | 109.82            | 101.28          | 80.01             | 211.10            | 145.10            | 320.56          |
|        | (c) Employee benefits expense  | 533.41            | 467.50          | 413.87            | 1,000.91          | 760.59            | 1,601.23        |
|        | (d) Depreciation and amortisation expense  | 32.52             | 31.16           | 32.50             | 63.68             | 64.59             | 127.14          |
|        | (e) Other expenses   | 191.51            | 185.41          | 144.12            | 376.92            | 275.63            | 575.70          |
|        | <b>Total expenses</b>  | <b>1,758.82</b>   | <b>1,671.44</b> | <b>1,293.39</b>   | <b>3,430.26</b>   | <b>2,466.03</b>   | <b>5,389.15</b> |
| (V)    | <b>Profit before tax (III - IV)</b>  | <b>706.26</b>     | <b>627.86</b>   | <b>478.34</b>     | <b>1,334.12</b>   | <b>906.93</b>     | <b>2,014.46</b> |
| (VI)   | <b>Tax expense:</b>  |                   |                 |                   |                   |                   |                 |
|        | (a) Current tax  | 243.68            | 157.29          | 139.41            | 400.97            | 269.32            | 584.90          |
|        | (b) Deferred tax   | (63.49)           | 0.88            | (17.63)           | (62.61)           | (39.61)           | (68.40)         |
|        | <b>Total tax expense</b>   | <b>180.19</b>     | <b>158.17</b>   | <b>121.78</b>     | <b>338.36</b>     | <b>229.71</b>     | <b>516.50</b>   |
| (VII)  | <b>Net profit for the period/year (V - VI)</b>                                       | <b>526.07</b>     | <b>469.69</b>   | <b>356.56</b>     | <b>995.76</b>     | <b>677.22</b>     | <b>1,497.96</b> |
|        | <b>(A) Items that will not be reclassified to profit or loss</b>                     |                   |                 |                   |                   |                   |                 |
|        | (i) Remeasurement of defined benefit plans   | 2.37              | (2.80)          | 0.06              | (0.43)            | 1.04              | 1.89            |
|        | (ii) Income tax relating to items that will not be reclassified to profit or loss    | (0.59)            | 0.70            | (0.01)            | 0.11              | (0.26)            | (0.48)          |
|        | <b>(B) Items that will be reclassified to profit or loss</b>                         |                   |                 |                   |                   |                   |                 |
|        | (i) Cash flow hedge  | (23.49)           | (6.06)          | -                 | (29.55)           | -                 | -               |
|        | (ii) Income tax relating to items that will be reclassified to profit or loss        | 5.91              | 1.53            | -                 | 7.44              | -                 | -               |
| (VIII) | <b>Other comprehensive income</b>  | <b>(15.80)</b>    | <b>(6.63)</b>   | <b>0.05</b>       | <b>(22.43)</b>    | <b>0.78</b>       | <b>1.41</b>     |
| (IX)   | <b>Total comprehensive income for the period/ year (VII + VIII)</b>                  | <b>510.27</b>     | <b>463.06</b>   | <b>356.61</b>     | <b>973.33</b>     | <b>678.00</b>     | <b>1,499.37</b> |
| (X)    | <b>Paid-up equity share capital (Face value ₹ 10/- per share)</b>                    | <b>10,594.60</b>  | <b>9,168.44</b> | <b>8,724.04</b>   | <b>10,594.60</b>  | <b>8,724.04</b>   | <b>8,895.72</b> |
| (XI)   | <b>Other equity (excluding revaluation reserves)</b>                                 | -                 | -               | -                 | -                 | -                 | <b>8,377.56</b> |
| (XII)  | <b>Earnings per equity share*</b>  |                   |                 |                   |                   |                   |                 |
|        | Basic (₹)  | 0.52              | 0.52            | 0.41              | 1.04              | 0.78              | 1.71            |
|        | Diluted (₹)  | 0.51              | 0.49            | 0.39              | 1.00              | 0.75              | 1.62            |

\*EPS is not annualized for the quarter and half year.



**SBFC Finance Limited**  
(Erstwhile SBFC Finance Private Limited)

**Notes:**

**1. Statement of Standalone Assets and Liabilities as at 30 September 2023**

(₹ In Million)

| Sr. No.     | Particulars   | As at<br>30 September 2023<br>(Unaudited) | As at<br>30 September 2022<br>(Unaudited) | As at<br>31 March 2023<br>(Audited) |
|-------------|---|---|---|-------------------------------------|
| <b>A</b>    | <b>ASSETS</b>   |   |   |                                     |
| <b>I.</b>   | <b>Financial assets</b>   |   |   |                                     |
|             | (a) Cash and Cash Equivalents   | 4,270.60                                  | 1,882.07                                  | 1,833.94                            |
|             | (b) Bank Balances other than (a) above  | 2,867.97                                  | 2,047.90                                  | 2,169.99                            |
|             | (c) Derivative financial instruments  | 40.75                                     | -   | -                                   |
|             | (d) Receivables   |   |   |                                     |
|             | (i) Trade receivables   | 123.02                                    | 86.76                                     | 108.29                              |
|             | (e) Loans   | 50,604.62                                 | 37,193.79                                 | 44,153.10                           |
|             | (f) Investments   | 4,761.98                                  | 8,335.87                                  | 6,066.42                            |
|             | (g) Other financial assets  | 71.30                                     | 41.31                                     | 39.67                               |
|             | <b>Sub Total- Financial Assets</b>  | <b>62,740.24</b>                          | <b>49,587.70</b>                          | <b>54,371.41</b>                    |
| <b>II.</b>  | <b>Non-Financial assets</b>   |   |   |                                     |
|             | (a) Current Tax Assets (Net)  | 48.98                                     | 313.35                                    | -                                   |
|             | (b) Property, Plant and Equipment   | 333.68                                    | 339.03                                    | 336.53                              |
|             | (c) Intangible assets under development   | 7.49                                      | 7.11                                      | 7.49                                |
|             | (d) Goodwill  | 2,603.92                                  | 2,603.92                                  | 2,603.92                            |
|             | (e) Other Intangible Assets   | 19.10                                     | 28.25                                     | 23.54                               |
|             | (f) Other Non-Financial Assets  | 49.98                                     | 56.90                                     | 122.20                              |
|             | <b>Sub Total- Non-Financial Assets</b>  | <b>3,063.15</b>                           | <b>3,348.56</b>                           | <b>3,093.68</b>                     |
|             | <b>Total Assets</b>   | <b>65,803.39</b>                          | <b>52,936.26</b>                          | <b>57,465.09</b>                    |
| <b>B</b>    | <b>LIABILITIES AND EQUITY</b>   |   |   |                                     |
| <b>I.</b>   | <b>Financial Liabilities</b>  |   |   |                                     |
|             | (a) Payables  |   |   |                                     |
|             | (A) Trade Payables  |   |   |                                     |
|             | (i) total outstanding dues of micro enterprises and small enterprises                       | 2.31                                      | 0.56                                      | 2.96                                |
|             | (ii) total outstanding dues of creditors other than micro enterprises and small enterprises | 119.28                                    | 90.30                                     | 89.24                               |
|             | (B) 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 | 421.77                                    | 36.19                                     | 36.28                               |
|             | (b) Debt Securities   | 435.65                                    | 435.65                                    | 454.03                              |
|             | (c) Borrowings (Other than Debt Securities)   | 36,131.97                                 | 33,948.63                                 | 36,936.59                           |
|             | (d) Other Financial Liabilities   | 2,606.54                                  | 2,099.63                                  | 2,509.83                            |
|             | <b>Sub Total- Financial Liabilities</b>   | <b>39,717.52</b>                          | <b>36,610.96</b>                          | <b>40,028.93</b>                    |
| <b>II.</b>  | <b>Non-Financial Liabilities</b>  |   |   |                                     |
|             | (a) Current Tax Liabilities (Net)   | -   | -   | 0.53                                |
|             | (b) Provisions  | -   | 3.44                                      | 1.32                                |
|             | (c) Deferred Tax Liabilities (Net)  | 20.47                                     | 154.93                                    | 126.11                              |
|             | (d) Other Non-Financial Liabilities   | 70.74                                     | 33.93                                     | 34.92                               |
|             | <b>Sub Total- Non-Financial Liabilities</b>   | <b>91.21</b>                              | <b>192.30</b>                             | <b>162.88</b>                       |
|             | <b>Total Liabilities</b>  | <b>39,808.73</b>                          | <b>36,803.26</b>                          | <b>40,191.81</b>                    |
| <b>III.</b> | <b>Equity</b>   |   |   |                                     |
|             | (a) Equity Share Capital  | 10,594.60                                 | 8,724.04                                  | 8,895.72                            |
|             | (b) Other Equity  | 15,400.06                                 | 7,408.96                                  | 8,377.56                            |
|             | <b>Sub Total- Equity</b>  | <b>25,994.66</b>                          | <b>16,133.00</b>                          | <b>17,273.28</b>                    |
|             | <b>Total Liabilities and Equity</b>   | <b>65,803.39</b>                          | <b>52,936.26</b>                          | <b>57,465.09</b>                    |



**SBFC Finance Limited**  
(Erstwhile SBFC Finance Private Limited)

**2. Statement of Standalone Cash Flows for the half year ended 30 September 2023**

(₹ In Million)

| Particulars   | For the period ended | For the period ended | For the year ended |
|---|----------------------|----------------------|--------------------|
|   | 30 September 2023    | 30 September 2022    | 31 March 2023      |
|   | (Unaudited)          | (Unaudited)          | (Audited)          |
| <b>Cash flow from Operating activities</b>                                    |                      |                      |                    |
| Profit before tax   | 1,334.12             | 906.93               | 2,014.46           |
| <b>Adjustments for:</b>   |                      |                      |                    |
| Depreciation and amortisation expenses  | 63.68                | 64.59                | 127.14             |
| Interest income on loans  | (3,934.21)           | (2,672.53)           | (5,952.92)         |
| Interest income on investment in PTC  | (111.07)             | (242.69)             | (416.28)           |
| Interest income on investment in Government Securities/T-Bills                | (76.41)              | -                    | (26.62)            |
| Interest income on fixed deposits   | (117.55)             | (39.69)              | (145.70)           |
| Fees and commission income  | (286.66)             | (190.89)             | (412.52)           |
| Finance costs on borrowings and debt securities                               | 1,772.88             | 1,213.26             | 2,752.14           |
| Finance costs on lease liability  | 4.71                 | 6.32                 | 11.66              |
| Net gain on financial instruments at fair value through profit or loss        | (99.72)              | (59.87)              | (119.76)           |
| Net gain/ loss on derecognition of financial instruments under amortised cost | (2.31)               | (21.07)              | (28.30)            |
| Impairment on financial instruments   | 211.10               | 145.10               | 320.56             |
| Employee share based payment  | 95.57                | 43.72                | 89.32              |
| Net gain on termination of lease liability                                    | (0.52)               | (1.75)               | (4.55)             |
| Loss on sale/ discard of Property, plant and equipment/ Intangible assets     | 1.74                 | 4.88                 | 7.70               |
| <b>Operational Cash Flows:</b>  |                      |                      |                    |
| Cash inflow from interest on loans  | 4,091.99             | 2,466.08             | 5,686.18           |
| Cash inflow from interest on investment in PTC                                | 117.70               | 252.03               | 432.84             |
| Cash inflow from interest on investment in Government Securities/T-Bills      | 73.76                | -                    | 81.67              |
| Cash inflow from interest on fixed deposits                                   | 114.20               | 21.96                | 133.02             |
| Cash inflow from fees and commission income                                   | 298.72               | 191.66               | 474.49             |
| Cash outflow towards finance costs on borrowings & debt securities            | (1,711.61)           | (1,206.72)           | (2,730.76)         |
| Operating Profit before working capital changes                               | 1,840.11             | 881.32               | 2,293.77           |
| <b>Changes in working capital:</b>  |                      |                      |                    |
| Increase/ (Decrease) in payables  | 209.34               | 5.87                 | 7.30               |
| Increase/ (Decrease) in Other financial liabilities                           | 110.82               | (375.05)             | 48.84              |
| Increase/ (Decrease) in Other non-financial liabilities                       | 35.82                | (26.34)              | (25.35)            |
| Increase/ (Decrease) in provisions  | (1.75)               | 1.75                 | 0.74               |
| (Increase)/ Decrease in trade receivables                                     | (28.02)              | (4.85)               | (87.58)            |
| (Increase)/Decrease in loans and advances                                     | (6,819.18)           | (7,308.32)           | (14,382.80)        |
| (Increase)/ Decrease in other financial assets                                | (30.00)              | 13.39                | 20.64              |
| (Increase)/ Decrease in other non-financial assets                            | 71.75                | 25.89                | 297.54             |
| <b>Cash flows used in Operating activities</b>                                | <b>(4,611.11)</b>    | <b>(6,786.34)</b>    | <b>(11,826.90)</b> |
| Income taxes refund/ (paid)   | (441.01)             | (284.00)             | (622.65)           |
| <b>Net cash used in Operating activities</b>                                  | <b>(5,052.12)</b>    | <b>(7,070.34)</b>    | <b>(12,449.55)</b> |
| <b>Cash flow from Investing activities</b>                                    |                      |                      |                    |
| Purchase of property, plant and equipment                                     | (45.39)              | (37.57)              | (77.75)            |
| Purchase of intangible assets (including intangible assets under development) | (0.18)               | (7.27)               | (7.65)             |
| Proceeds from sale of property, plant and equipment                           | 0.09                 | 0.01                 | 0.34               |
| Increase in other bank balances   | (714.03)             | -                    | -                  |
| Investment in Subsidiary  | -                    | -                    | (0.50)             |
| Purchase of investments at fair value through profit and loss                 | (9,668.68)           | (11,438.06)          | (18,714.34)        |
| Sale of investments at fair value through profit and loss                     | 9,019.02             | 10,117.97            | 21,178.46          |
| Redemption/ Sale of investment in PTC   | 1,087.58             | 1,515.88             | 2,807.02           |
| Purchase of investment in Government Securities/T-Bills                       | (1,805.84)           | -                    | (3,160.32)         |
| Redemption/ Sale of investment in Government Securities                       | 2,768.10             | -                    | 352.54             |
| Placement of fixed deposits   | (1,580.13)           | (1,042.03)           | (3,364.03)         |
| Maturity/ Redemption of fixed deposits  | 1,599.53             | 850.03               | 3,044.89           |
| <b>Net cash generated from Investing activities</b>                           | <b>660.07</b>        | <b>(41.04)</b>       | <b>2,058.66</b>    |



|   |                 |                 |                  |
|---|-----------------|-----------------|------------------|
| <b>Cash flow from Financing activities</b>  |                 |                 |                  |
| Proceeds from issuance/called up of equity share capital including securities premium | 7,986.45        | 2,540.85        | 2,813.67         |
| Proceeds from share application money received against allotment                      | 13.93           | -               | -                |
| Share issue expenses  | (186.84)        | (1.23)          | (1.23)           |
| Proceeds from borrowings other than debt securities                                   | 5,999.99        | 9,139.86        | 17,115.74        |
| Repayment of borrowings other than debt securities                                    | (6,954.55)      | (4,161.18)      | (9,145.57)       |
| Principal repayment of lease liabilities  | (25.56)         | (33.29)         | (60.88)          |
| Interest paid on lease liabilities  | (4.71)          | (6.32)          | (11.66)          |
| <b>Net cash generated from Financing activities</b>                                   | <b>6,828.71</b> | <b>7,478.69</b> | <b>10,710.07</b> |
| <b>Net increase in cash and cash equivalents</b>                                      | <b>2,436.66</b> | <b>367.31</b>   | <b>319.18</b>    |
| Cash and cash equivalents at beginning of the year/ period                            | 1,833.94        | 1,514.76        | 1,514.76         |
| <b>Cash and cash equivalents at end of the year/ period</b>                           | <b>4,270.60</b> | <b>1,882.07</b> | <b>1,833.94</b>  |
| <b>Cash and cash equivalents at the end of the year/ period comprises of:</b>         |                 |                 |                  |
| Cash in hand  | 159.82          | 93.73           | 67.31            |
| Balance with banks  |                 |                 |                  |
| - In current accounts   | 775.96          | 1,538.23        | 1,166.54         |
| - In fixed deposit with original maturity of less than 3 months                       | 3,334.82        | 250.11          | 600.09           |
| <b>TOTAL</b>  | <b>4,270.60</b> | <b>1,882.07</b> | <b>1,833.94</b>  |





**Notes:**

3. The Company is registered with the Reserve Bank of India (RBI) as a Non deposit taking Non-Banking Financial Company ("NBFC") as defined under section 45-IA of the Reserve Bank of India (RBI) Act, 1934.
4. The Company is classified under "Middle Layer" pursuant to Scale Based Regulations prescribed by the RBI vide its Circular Ref. No. RBI/2021-22/112 DOR.CRE.REC.No.60/03.10.001/2021-22 dated 22 October 2021.
5. The Company has changed its name from 'SBFC Finance Private Limited' to 'SBFC Finance Limited' w.e.f 30 September 2022.
6. The above unaudited standalone financial results of the Company have been prepared in accordance with and complied with in all material respects with the Indian Accounting Standards (Ind AS) as prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and relevant rules issued thereunder and the other accounting principles generally accepted in India and in compliance with Regulations 33 and 52 of the Securities & Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") as amended.
7. The above standalone financial results have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meeting held on 27 October 2023. The Statutory Auditors of the Company have carried out the limited review of the aforesaid standalone financial results. These standalone financial results are available on the website of the Company (www.safc.com) and on the website of stock exchanges i.e., BSE (www.bseindia.com) and NSE (www.nseindia.com).
8. The Company is engaged mainly in the business of financing and as such, there are no separate reportable segments as per Ind AS 108 dealing with Operating Segments. The Company operates only in a single geographical segment i.e., domestic.
9. Information as required by Regulation 52 (4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is as per 'Annexure I' attached.
10. Pursuant to Regulation 54 of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, all the Secured Non-Convertible Debentures of the Company as at 30 September 2023 are secured by way of first pari-passu charge on Standard Loans and advances, receivables, Investments in SBFC LAP Trust June 2019 and SBFC HL Trust June 2019, all current assets, all book debts of the Company excluding cash and cash equivalents and any reserve created for any specific financial indebtedness or for specific purpose. Further, the Company has maintained 1.10x asset cover as stated in the information memorandum which is sufficient to discharge the principal amount for the Non-Convertible Debentures securities issued.
11. The Company's equity shares have been listed on National Stock Exchange of India Limited ("NSE") and on BSE Limited ("BSE") on 16 August 2023, by completing the Initial Public Offering (IPO) of 179,889,950 equity shares of face value of Rs 10 each at an issue price of Rs. 57 (employees were issued at Rs 55) per equity share, consisting of fresh issue of 105,328,548 equity shares and an offer for sale of 74,561,402 equity shares by the selling shareholders. The Company had received an amount of Rs. 5,520.30 million (net off estimated offer expenses Rs 479.70 million, including pre IPO related estimated expenses) from proceeds of fresh issue of equity shares. Further, the fund raised from Offer for sale were remitted to the selling shareholders (net off estimated offer expenses borne by the selling shareholders).The utilisation of the net proceeds is summarised as below:

(₹ in Million)

| Objects of the issue as per prospectus  | Amount to be utilised as per prospectus | Utilisation up to 30 September 2023 | Unutilised amount up to 30 September 2023* |
|---|---|-------------------------------------|--|
| The net proceeds from the fresh issue of shares to be used towards augmenting our Company's capital base to meet our future capital requirements arising out of the growth of our business and assets | 5,590.83                                | 1,926.16                            | 3,664.67                                   |

\*Out of unutilised amount of Rs. 3,664.67 million (includes Rs. 70.53 million held back by Book Running Lead Managers towards IPO related estimated expenses), the Company has invested Rs. 2,650.00 million in deposits with scheduled commercial banks and remaining balance of Rs. 944.14 million is lying in current account.

12. Disclosure pursuant to Reserve Bank of India notification RBI/2021-22/31 DOR.STR.REC.11/21.04.048/2021-22 dated 5 May 2021 read with Notification no. RBI/2020-21/16 DOR.No.BP.BC/3/21.04.048/2020-21 dated 6 August 2020.

(₹ in Million)

| Type of Borrower   | Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of March 2023 (A) | Of (A), aggregate debt that slipped into NPA during the Half Year | Of (A) amount written off during the Half Year | Of (A) amount paid by the borrowers during the Half Year | Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of 30 September 2023** |
|--------------------|--|---|--|--|---|
| Personal Loans #   | 44.84  | 0.56  | 1.13   | 5.51   | 38.20   |
| Corporate persons* | -  | -   | -  | -  | -   |
| Of which MSMEs     | -  | -   | -  | -  | -   |
| Others             | -  | -   | -  | -  | -   |
| <b>Total</b>       | <b>44.84</b>   | <b>0.56</b>   | <b>1.13</b>                                    | <b>5.51</b>  | <b>38.20</b>  |

\* As defined in Section 3(7) of the Insolvency and Bankruptcy Code, 2016

\*\* Represents amount outstanding as at 30 September 2023

# This represents salaried customers.



13. During the half year ended 30 September 2023, 3,88,86,935 options of Face Value of Rs 10 (4,23,500 for the half year ended 30 September 2022) were exercised by the employees and allotted. The total outstanding employee stock options as on 30 September 2023 is 6,75,12,857 (8,46,82,916 as at 31 March 2023 and 7,86,82,666 as at 30 September 2022 ).  
On 4 October 2023, 893,125 Equity Shares have been transferred from Vistra ITCL(India) Limited, Trustee of SBFC Employee Welfare Trust to eligible employees pursuant to exercise of the outstanding vested options. Further, 680,313 equity shares have been issued to eligible employees pursuant to exercise of the outstanding vested Options under various SBFC Stock option policy.
14. Pursuant to the share purchase agreement dated 25 July 2023, certain Promoters of the Company i.e. SBFC Holdings Pte. Ltd, Arpwood Partners Investment Advisors LLP, Arpwood Capital Private Limited and Eight45 Services LLP have sold an aggregate of 15,789,473 Equity Shares at Rs 57 per share to SBI Optimal Equity Fund – Long Term, ICICI Prudential Banking and Financial Services Fund, HDFC Banking and Financial Services Fund, SBI Retirement Benefit Fund - Aggressive Plan, SBI Retirement Benefit Fund - Conservative Plan, SBI Retirement Benefit Fund - Conservative Hybrid Plan, SBI Retirement Benefit Fund - Aggressive Hybrid Plan.
15. The Code on Social Security, 2020 (“the Code”) relating to employee benefits during employment and post-employment benefits, received Presidential assent in September 2020. The Code has been published in the Gazette of India. However the date on which the Code will come into effect has not been notified. The Ministry of Labour and Employment has also released draft rules there under on 13 November 2020 and has invited suggestions from stakeholders, which are under consideration by the Ministry. The Company will evaluate the rules, assess the impact, if any, and account for the same once the rules are notified and will become effective.
16. Previous period’s figures have been regrouped/ reclassified/ corrected wherever necessary to conform to current period’s presentation.

**For and on behalf of Board of Directors of  
SBFC Finance Limited  
(Erstwhile SBFC Finance Private Limited)**

Aseem Dhru  
MD & CEO  
DIN: 01761455

Place: Mumbai  
Date : 27 October 2023



**Annexure I:**

Disclosures in compliance with Regulation 52(4) of SEBI (Listing Obligation and Disclosure Requirements Regulations, 2015) for the quarter and half year ended 30 September 2023

| Sr No | Ratio   | Computation  | Quarter ended     |              |                   | Half year ended   |                   | Year ended    |
|-------|---|--|-------------------|--------------|-------------------|-------------------|-------------------|---------------|
|       |   |  | 30 September 2023 | 30 June 2023 | 30 September 2022 | 30 September 2023 | 30 September 2022 | 31 March 2023 |
|       |   |  | (Unaudited)       | (Unaudited)  | (Unaudited)       | (Unaudited)       | (Unaudited)       | (Audited)     |
| 1     | Debt equity ratio (times)                       | (Debt Securities + Borrowings(Other than debt Securities)/ (Equity Share Capital + Other Equity)                                       | 1.41              | 2.03         | 2.13              | 1.41              | 2.13              | 2.16          |
| 2     | Debt service coverage ratio                     |  | NA                | NA           | NA                | NA                | NA                | NA            |
| 3     | Interest service coverage ratio                 |  | NA                | NA           | NA                | NA                | NA                | NA            |
| 4     | Capital redemption reserve                      |  | NA                | NA           | NA                | NA                | NA                | NA            |
| 5     | Debenture redemption reserve                    |  | NA                | NA           | NA                | NA                | NA                | NA            |
| 6     | Net worth (₹ in million)                        | (Equity Share Capital + Other Equity)  | 25,994.66         | 19,265.75    | 16,133.00         | 25,994.66         | 16,133.00         | 17,273.28     |
| 7     | Net profit after tax (₹ in million)             |  | 526.07            | 469.69       | 356.56            | 995.76            | 677.22            | 1,497.96      |
| 8     | Earnings per share (not annualized for quarter) |  |                   |              |                   |                   |                   |               |
|       | (a) Basic                                       |  | 0.52              | 0.52         | 0.41              | 1.04              | 0.78              | 1.71          |
|       | (b) Diluted                                     |  | 0.51              | 0.49         | 0.39              | 1.00              | 0.75              | 1.62          |
| 9     | Current ratio                                   |  | NA                | NA           | NA                | NA                | NA                | NA            |
| 10    | Long term debt to working capital               |  | NA                | NA           | NA                | NA                | NA                | NA            |
| 11    | Bad debts to accounts receivable ratio          |  | NA                | NA           | NA                | NA                | NA                | NA            |
| 12    | Current liability ratio                         |  | NA                | NA           | NA                | NA                | NA                | NA            |
| 13    | Total debts to total assets ratio (times)       | (Debt Securities + Borrowings(Other than debt Securities))/ Total Assets   | 0.56              | 0.64         | 0.65              | 0.56              | 0.65              | 0.65          |
| 14    | Debtors turnover ratio                          |  | NA                | NA           | NA                | NA                | NA                | NA            |
| 15    | Inventory turnover ratio                        |  | NA                | NA           | NA                | NA                | NA                | NA            |
| 16    | Operating margin                                |  | NA                | NA           | NA                | NA                | NA                | NA            |
| 17    | Net profit margin                               | Profit after Tax/ Total Income   | 21.34%            | 20.43%       | 20.12%            | 20.90%            | 20.08%            | 20.23%        |
| 18    | Gross non performing asset (GNPA %)             | Gross Stage III Loans/ Gross Loans   | 2.37%             | 2.54%        | 2.50%             | 2.37%             | 2.50%             | 2.57%         |
| 19    | Net non performing asset (NNPA %)               | (Gross Stage III Loans - impairment loss allowance for Stage III Loans)/ (Gross Loans - impairment loss allowance for Stage III Loans) | 1.33%             | 1.55%        | 1.62%             | 1.33%             | 1.62%             | 1.58%         |
| 20    | Provision coverage ratio                        | Impairment loss allowance on Gross Stage III Loans/ Gross Stage III Loans  | 44.62%            | 39.56%       | 36.05%            | 44.62%            | 36.05%            | 39.32%        |
| 21    | Capital to risk assets ratio                    |  | 45.04%            | 33.55%       | 30.99%            | 45.04%            | 30.99%            | 31.90%        |
| 22    | Liquidity coverage ratio*                       |  | 187.15%           | 177.15%      | NA                | 187.15%           | NA                | 64.93%        |

NA- Not applicable. As per the management, these ratios are either not applicable or cannot be meaningfully computed considering the nature of the Company's operations.

\*Liquidity Coverage Ratio is applicable to the Company from 25 November 2022.



Suresh Surana & Associates LLP

8th Floor, Bakhtawar  
229, Nariman Point  
Mumbai - 400 021, India

T +91 (22) 2287 5770

emails@ss-associates.com www.ss-associates.com  
LLP Identity No. AAB-7509

**Independent Auditors' Review Report on the Quarterly and Year to date Unaudited Consolidated Financial Results of SBFC Finance Limited (Formerly; SBFC Finance Private Limited), pursuant to Regulations 33 and 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").**

**Review Report to  
The Board of Directors  
SBFC Finance Limited  
(Formerly; SBFC Finance Private Limited)**

1. We have reviewed the accompanying Statement of unaudited consolidated financial results of SBFC Finance Limited (Formerly; SBFC Finance Private Limited) ("the Holding Company") and its subsidiary (the Holding Company and its subsidiary together referred to as 'the Group') for the quarter and half year ended 30 September 2023 ("the Statement") attached herewith, being submitted by the Holding Company pursuant to the requirements of Regulations 33 and 52 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
2. This Statement, which is the responsibility of the Holding Company's Management and approved by the Holding Company's Board of Directors has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 (Ind AS 34) 'Interim Financial Reporting' prescribed under Section 133 of the Companies Act, 2013 ('the Act') as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulations 33 and 52 of the Listing Regulations. Our responsibility is to express a conclusion on the Statement based on our 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 inquiries of the Company's 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.

We also performed the procedures in accordance with Circular No. CIR/ CFD/ CMD1/ 44/ 2019 dated 29 March 2019 issued by Securities and Exchange Board of India under Regulation 33(8) of the Listing Regulations, to the extent applicable.



4. The Statement includes the results of the following entities:

Holding Company:

- i. SBFC Finance Limited (Formerly; SBFC Finance Private Limited)

Subsidiary Company:

- i. SBFC Home Finance Private Limited

5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration referred to in paragraphs 6 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with recognition and measurement principles laid down in the applicable Indian Accounting Standards ('Ind AS') specified under Section 133 of the Act, as amended read with relevant rules issued thereunder and other recognised accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, read with the Circular, including the manner in which it is to be disclosed, or that it contains any material misstatement.

6. This Statement includes the unaudited financial results and financial information, in respect of a subsidiary, whose unaudited financial results reflects total assets of Rs. 1.12 million as at 30 September 2023, net cash outflows of Rs. 0.15 million for the half year ended on that date, total revenue of Rs. Nil millions and Rs Nil millions, total loss before tax of Rs. 0.03 million and Rs. 0.08 million and total loss after tax of Rs. 0.02 million and Rs. 0.06 million, respectively for the quarter and half year ended 30 September 2023, as considered in the Statement, which have been reviewed by other auditors and whose report have been furnished to us by the management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of this subsidiary is solely based on the report of the other auditors and the procedures performed by us as stated in para 3 above.

Our conclusion on the Statement is not modified in respect of the above matter.

For Suresh Surana & Associates LLP  
Chartered Accountants  
Firm's Registration No.121750W / W-100010

Ramesh Gupta  
Partner  
Membership No.: 102306  
UDIN: 23102306BGWLEA4134



Place: Mumbai  
Date: 27 October 2023

**SBFC Finance Limited (Erstwhile SBFC Finance Private Limited)**

CIN: U67190MH2008PLC178270

Regd. Office: Unit No. 103, 1st Floor, C & B Square, Sangam Complex, CTS No. 95A, 127, Andheri Kurla Road, Village Chakala, Andheri East, Mumbai - 400 059.

Telephone No.: 022-67875300 Website: www.sbfc.com

**Statement of Unaudited Consolidated Financial Results for the quarter and half year ended 30 September 2023**

(₹ In Million)

| Sr     | Particulars  | Quarter ended     |                 | Half year ended   | Year ended      |
|--------|--|-------------------|-----------------|-------------------|-----------------|
|        |  | 30 September 2023 | 30 June 2023    | 30 September 2023 | 31 March 2023   |
|        |  | (Unaudited)       | (Unaudited)     | (Unaudited)       | (Audited)       |
| (I)    | <b>Revenue from operations</b>   |                   |                 |                   |                 |
|        | (a) Interest income  | 2,199.89          | 2,039.35        | 4,239.24          | 6,541.52        |
|        | (b) Fees and commission income   | 144.72            | 141.94          | 286.66            | 412.52          |
|        | (c) Net gain on fair value changes   | 48.28             | 51.44           | 99.72             | 119.76          |
|        | (d) Net gain on derecognition of financial instruments under amortised cost category | -                 | 2.31            | 2.31              | 28.30           |
|        | (e) Other operating income   | 70.20             | 60.82           | 131.02            | 226.02          |
|        | <b>Total revenue from operations</b>   | <b>2,463.09</b>   | <b>2,295.86</b> | <b>4,758.95</b>   | <b>7,328.12</b> |
| (II)   | <b>Other income</b>  | 1.99              | 3.44            | 5.43              | 75.49           |
| (III)  | <b>Total income (I + II)</b>   | <b>2,465.08</b>   | <b>2,299.30</b> | <b>4,764.38</b>   | <b>7,403.61</b> |
| (IV)   | <b>Expenses</b>  |                   |                 |                   |                 |
|        | (a) Finance costs  | 891.56            | 886.09          | 1,777.65          | 2,764.52        |
|        | (b) Impairment on financial instruments  | 109.82            | 101.28          | 211.10            | 320.56          |
|        | (c) Employee benefits expense  | 533.41            | 467.50          | 1,000.91          | 1,601.23        |
|        | (d) Depreciation and amortisation expense  | 32.52             | 31.16           | 63.68             | 127.14          |
|        | (e) Other expenses   | 191.54            | 185.46          | 377.00            | 576.50          |
|        | <b>Total expenses</b>  | <b>1,758.85</b>   | <b>1,671.49</b> | <b>3,430.34</b>   | <b>5,389.95</b> |
| (V)    | <b>Profit before tax (III - IV)</b>  | <b>706.23</b>     | <b>627.81</b>   | <b>1,334.04</b>   | <b>2,013.66</b> |
| (VI)   | <b>Tax expense:</b>  |                   |                 |                   |                 |
|        | (a) Current tax  | 243.68            | 157.29          | 400.97            | 584.90          |
|        | (b) Deferred tax   | (63.50)           | 0.87            | (62.63)           | (68.60)         |
|        | <b>Total tax expense</b>   | <b>180.18</b>     | <b>158.16</b>   | <b>338.34</b>     | <b>516.30</b>   |
| (VII)  | <b>Net profit for the period/year (V - VI)</b>                                       | <b>526.05</b>     | <b>469.65</b>   | <b>995.70</b>     | <b>1,497.36</b> |
|        | <b>(A) Items that will not be reclassified to profit or loss</b>                     |                   |                 |                   |                 |
|        | (i) Remeasurement of defined benefit plans   | 2.37              | (2.80)          | (0.43)            | 1.89            |
|        | (ii) Income tax relating to items that will not be reclassified to profit or loss    | (0.59)            | 0.70            | 0.11              | (0.48)          |
|        | <b>(B) Items that will be reclassified to profit or loss</b>                         |                   |                 |                   |                 |
|        | (i) Cash flow hedge  | (23.49)           | (6.06)          | (29.55)           | -               |
|        | (ii) Income tax relating to items that will be reclassified to profit or loss        | 5.91              | 1.53            | 7.44              | -               |
| (VIII) | <b>Other comprehensive income</b>  | <b>(15.80)</b>    | <b>(6.63)</b>   | <b>(22.43)</b>    | <b>1.41</b>     |
| (IX)   | <b>Total comprehensive income for the period/ year (VII + VIII)</b>                  | <b>510.25</b>     | <b>463.02</b>   | <b>973.27</b>     | <b>1,498.77</b> |
|        | <b>Profit for the period/ year attributable to:</b>                                  |                   |                 |                   |                 |
|        | Owners of the Company  | 526.05            | 469.65          | 995.70            | 1,497.36        |
|        | Non-controlling interest   | -                 | -               | -                 | -               |
|        | <b>Other comprehensive income for the period/ year attributable to:</b>              |                   |                 |                   |                 |
|        | Owners of the Company  | (15.80)           | (6.63)          | (22.43)           | 1.41            |
|        | Non-controlling interest   | -                 | -               | -                 | -               |
|        | <b>Total comprehensive income for the period/ year attributable to:</b>              |                   |                 |                   |                 |
|        | Owners of the Company  | 510.25            | 463.02          | 973.27            | 1,498.77        |
|        | Non-controlling interest   | -                 | -               | -                 | -               |
| (X)    | <b>Paid-up equity share capital (Face value ₹ 10/- per share)</b>                    | <b>10,594.60</b>  | <b>9,168.44</b> | <b>10,594.60</b>  | <b>8,895.72</b> |
| (XI)   | <b>Other equity (excluding revaluation reserves)</b>                                 | -                 | -               | -                 | <b>8,376.96</b> |
| (XII)  | <b>Earnings per equity share*</b>  |                   |                 |                   |                 |
|        | Basic (₹)  | 0.52              | 0.52            | 1.04              | 1.71            |
|        | Diluted (₹)  | 0.51              | 0.49            | 1.00              | 1.62            |

\*EPS is not annualized for the quarter and half year.



**SBFC Finance Limited**  
(Erstwhile SBFC Finance Private Limited)

Notes:

**1. Statement of Consolidated Assets and Liabilities as at 30 September 2023**

(₹ In Million)

| Sr. No.     | Particulars   | As at<br>30 September 2023<br>(Unaudited) | As at<br>31 March 2023<br>(Audited) |
|-------------|---|---|-------------------------------------|
| <b>A</b>    | <b>ASSETS</b>   |   |                                     |
| <b>I.</b>   | <b>Financial assets</b>   |   |                                     |
|             | (a) Cash and Cash Equivalents   | 4,270.95                                  | 1,834.44                            |
|             | (b) Bank Balances other than (a) above  | 2,867.97                                  | 2,169.99                            |
|             | (c) Derivative financial instruments  | 40.75                                     | -                                   |
|             | (d) Receivables   | -   | -                                   |
|             | (i) Trade receivables   | 123.02                                    | 108.29                              |
|             | (e) Loans   | 50,604.62                                 | 44,153.10                           |
|             | (f) Investments   | 4,761.48                                  | 6,065.92                            |
|             | (g) Other financial assets  | 68.46                                     | 38.98                               |
|             | <b>Sub Total- Financial Assets</b>  | <b>62,737.25</b>                          | <b>54,370.72</b>                    |
| <b>II.</b>  | <b>Non-Financial assets</b>   |   |                                     |
|             | (a) Current Tax Assets (Net)  | 48.98                                     | -                                   |
|             | (b) Property, Plant and Equipment   | 333.68                                    | 336.53                              |
|             | (c) Intangible assets under development   | 7.49                                      | 7.49                                |
|             | (d) Goodwill  | 2,603.92                                  | 2,603.92                            |
|             | (e) Other Intangible Assets   | 19.10                                     | 23.54                               |
|             | (f) Other Non-Financial Assets  | 50.00                                     | 122.20                              |
|             | <b>Sub Total- Non-Financial Assets</b>  | <b>3,063.17</b>                           | <b>3,093.68</b>                     |
|             | <b>Total Assets</b>   | <b>65,800.42</b>                          | <b>57,464.40</b>                    |
| <b>B</b>    | <b>LIABILITIES AND EQUITY</b>   |   |                                     |
| <b>I.</b>   | <b>Financial Liabilities</b>  |   |                                     |
|             | (a) Payables  |   |                                     |
|             | (A) Trade Payables  |   |                                     |
|             | (i) total outstanding dues of micro enterprises and small enterprises                       | 2.33                                      | 2.96                                |
|             | (ii) total outstanding dues of creditors other than micro enterprises and small enterprises | 119.28                                    | 89.34                               |
|             | (B) 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 | 421.77                                    | 36.28                               |
|             | (b) Debt Securities   | 435.65                                    | 454.03                              |
|             | (c) Borrowings (Other than Debt Securities)   | 36,131.97                                 | 36,936.59                           |
|             | (d) Other Financial Liabilities   | 2,606.54                                  | 2,509.83                            |
|             | <b>Sub Total- Financial Liabilities</b>   | <b>39,717.54</b>                          | <b>40,029.03</b>                    |
| <b>II.</b>  | <b>Non-Financial Liabilities</b>  |   |                                     |
|             | (a) Current Tax Liabilities (Net)   | -   | 0.53                                |
|             | (b) Provisions  | -   | 1.32                                |
|             | (c) Deferred Tax Liabilities (Net)  | 19.71                                     | 125.91                              |
|             | (d) Other Non-Financial Liabilities   | 70.74                                     | 34.93                               |
|             | <b>Sub Total- Non-Financial Liabilities</b>   | <b>90.45</b>                              | <b>162.69</b>                       |
|             | <b>Total Liabilities</b>  | <b>39,807.99</b>                          | <b>40,191.72</b>                    |
| <b>III.</b> | <b>Equity</b>   |   |                                     |
|             | (a) Equity Share Capital  | 10,594.60                                 | 8,895.72                            |
|             | (b) Other Equity  | 15,397.83                                 | 8,376.96                            |
|             | <b>Sub Total- Equity</b>  | <b>25,992.43</b>                          | <b>17,272.68</b>                    |
|             | <b>Total Liabilities and Equity</b>   | <b>65,800.42</b>                          | <b>57,464.40</b>                    |





**SBFC Finance Limited**  
(Erstwhile SBFC Finance Private Limited)

**2. Statement of Consolidated Cash Flows for the half year ended 30 September 2023**

(₹ In Million)

| Particulars   | For the period ended<br>30 September 2023<br>(Unaudited) | For the year ended<br>31 March 2023<br>(Audited) |
|---|--|--|
| <b>Cash flow from Operating activities</b>                                    |  |  |
| Profit before tax   | 1,334.04   | 2,013.66   |
| <b>Adjustments for:</b>   |  |  |
| Depreciation and amortisation expenses  | 63.68  | 127.14   |
| Interest income on loans  | (3,934.21)   | (5,952.92)                                       |
| Interest income on investment in PTC  | (111.07)   | (416.28)   |
| Interest income on investment in Government Securities/T-Bills                | (76.41)  | (26.62)  |
| Interest income on fixed deposits   | (117.55)   | (145.70)   |
| Fees and commission income  | (286.66)   | (412.52)   |
| Finance costs on borrowings and debt securities                               | 1,772.88   | 2,752.14   |
| Finance costs on lease liability  | 4.71   | 11.66  |
| Net gain on financial instruments at fair value through profit or loss        | (99.72)  | (119.76)   |
| Net gain/ loss on derecognition of financial instruments under amortised cost | (2.31)   | (28.30)  |
| Impairment on financial instruments   | 211.10   | 320.56   |
| Employee share based payment  | 95.57  | 89.32  |
| Net gain on termination of lease liability                                    | (0.52)   | (4.55)   |
| Loss on sale/ discard of Property, plant and equipment/ Intangible assets     | 1.74   | 7.70   |
| <b>Operational Cash Flows:</b>  |  |  |
| Cash inflow from interest on loans  | 4,091.99   | 5,686.18   |
| Cash inflow from interest on investment in PTC                                | 117.70   | 432.84   |
| Cash inflow from interest on investment in Government Securities/T-Bills      | 73.76  | 81.67  |
| Cash inflow from interest on fixed deposits                                   | 114.20   | 133.02   |
| Cash inflow from fees and commission income                                   | 298.72   | 474.49   |
| Cash outflow towards finance costs on borrowings & debt securities            | (1,711.61)   | (2,730.76)                                       |
| Operating Profit before working capital changes                               | 1,840.03   | 2,292.97   |
| <b>Changes in working capital:</b>  |  |  |
| Increase/ (Decrease) in payables  | 209.24   | 7.40   |
| Increase/ (Decrease) in Other financial liabilities                           | 110.82   | 48.84  |
| Increase/ (Decrease) in Other non-financial liabilities                       | 35.82  | (25.34)  |
| Increase/ (Decrease) in provisions  | (1.75)   | 0.74   |
| (Increase)/ Decrease in trade receivables                                     | (28.02)  | (87.58)  |
| (Increase)/Decrease in loans and advances                                     | (6,819.18)   | (14,382.80)                                      |
| (Increase)/ Decrease in other financial assets                                | (29.95)  | 21.33  |
| (Increase)/ Decrease in other non-financial assets                            | 71.73  | 297.54   |
| <b>Cash flows used in Operating activities</b>                                | <b>(4,611.26)</b>  | <b>(11,826.90)</b>                               |
| Income taxes refund/ (paid)   | (441.01)   | (622.65)   |
| <b>Net cash used in Operating activities</b>                                  | <b>(5,052.27)</b>  | <b>(12,449.55)</b>                               |
| <b>Cash flow from Investing activities</b>                                    |  |  |
| Purchase of property, plant and equipment                                     | (45.39)  | (77.75)  |
| Purchase of intangible assets (including intangible assets under development) | (0.18)   | (7.65)   |
| Proceeds from sale of property, plant and equipment                           | 0.09   | 0.34   |
| Increase in other bank balances   | (714.03)   | -  |
| Purchase of investments at fair value through profit and loss                 | (9,668.68)   | (18,714.34)                                      |
| Sale of investments at fair value through profit and loss                     | 9,019.02   | 21,178.46  |
| Redemption/ Sale of investment in PTC   | 1,087.58   | 2,807.02   |
| Purchase of investment in Government Securities/T- Bills                      | (1,805.84)   | (3,160.32)                                       |
| Redemption/ Sale of investment in Government Securities                       | 2,768.10   | 352.54   |
| Placement of fixed deposits   | (1,580.13)   | (3,364.03)                                       |
| Maturity/ Redemption of fixed deposits  | 1,599.53   | 3,044.89   |
| <b>Net cash generated from Investing activities</b>                           | <b>660.07</b>  | <b>2,059.16</b>                                  |





|   |                 |                  |
|---|-----------------|------------------|
| <b>Cash flow from Financing activities</b>  |                 |                  |
| Proceeds from issuance/called up of equity share capital including securities premium | 7,986.45        | 2,813.67         |
| Proceeds from share application money received against allotment                      | 13.93           | -                |
| Share issue expenses  | (186.84)        | (1.23)           |
| Proceeds from borrowings other than debt securities                                   | 5,999.99        | 17,115.74        |
| Repayment of borrowings other than debt securities                                    | (6,954.55)      | (9,145.57)       |
| Principal repayment of lease liabilities  | (25.56)         | (60.88)          |
| Interest paid on lease liabilities  | (4.71)          | (11.66)          |
| <b>Net cash generated from Financing activities</b>                                   | <b>6,828.71</b> | <b>10,710.07</b> |
| <b>Net increase in cash and cash equivalents</b>                                      | <b>2,436.51</b> | <b>319.68</b>    |
| Cash and cash equivalents at beginning of the year/ period                            | 1,834.44        | 1,514.76         |
| <b>Cash and cash equivalents at end of the year/ period</b>                           | <b>4,270.95</b> | <b>1,834.44</b>  |

|   |                 |                 |
|---|-----------------|-----------------|
| <b>Cash and cash equivalents at the end of the year/ period comprises of:</b> |                 |                 |
| Cash in hand  | 159.82          | 67.31           |
| Balance with banks  |                 |                 |
| - In current accounts   | 776.31          | 1,167.04        |
| - In fixed deposit with original maturity of less than 3 months               | 3,334.82        | 600.09          |
| <b>TOTAL</b>  | <b>4,270.95</b> | <b>1,834.44</b> |



**Notes:**

3. The Company is registered with the Reserve Bank of India (RBI) as a Non deposit taking Non-Banking Financial Company ("NBFC") as defined under section 45-IA of the Reserve Bank of India (RBI) Act, 1934.
4. The Company is classified under "Middle Layer" pursuant to Scale Based Regulations prescribed by the RBI vide its Circular Ref. No. RBI/2021-22/112 DOR.CRE.REC.No.60/03.10.001/2021-22 dated 22 October 2021.
5. The Company has changed its name from 'SBFC Finance Private Limited' to 'SBFC Finance Limited' w.e.f 30 September 2022.
6. The above unaudited consolidated financial results of the Company and its Subsidiary (hereinafter referred to as 'the Group'), have been prepared in accordance with and complied with in all material respects with the Indian Accounting Standards (Ind AS) as prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and relevant rules issued thereunder and the other accounting principles generally accepted in India and in compliance with Regulations 33 and 52 of the Securities & Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") as amended.
7. The above consolidated financial results have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meeting held on 27 October 2023. The Statutory Auditors of the Company have carried out the limited review of the aforesaid consolidated financial results. These consolidated financial results are available on the website of the Company (www.safc.com) and on the website of stock exchanges i.e., BSE (www.bseindia.com) and NSE (www.nseindia.com).
8. The Company is engaged mainly in the business of financing and as such there are no separate reportable segments as per Ind AS 108 dealing with Operating Segments. The Company operates only in a single geographical segment i.e., domestic.
9. Information as required by Regulation 52 (4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is as per 'Annexure I' attached.
10. Pursuant to Regulation 54 of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, all the Secured Non-Convertible Debentures of the Company as at 30 September 2023 are secured by way of first pari-passu charge on Standard Loans and advances, receivables, Investments in SBFC LAP Trust June 2019 and SBFC HL Trust June 2019, all current assets, all book debts of the Company excluding cash and cash equivalents and any reserve created for any specific financial indebtedness or for specific purpose. Further, the Company has maintained 1.10x asset cover as stated in the information memorandum which is sufficient to discharge the principal amount for the Non-Convertible Debentures securities issued.
11. The Company's equity shares have been listed on National Stock Exchange of India Limited ("NSE") and on BSE Limited ("BSE") on 16 August 2023, by completing the Initial Public Offering (IPO) of 179,889,950 equity shares of face value of Rs 10 each at an issue price of Rs. 57 (employees were issued at Rs 55) per equity share, consisting of fresh issue of 105,328,548 equity shares and an offer for sale of 74,561,402 equity shares by the selling shareholders. The Company had received an amount of Rs. 5,520.30 million (net off estimated offer expenses Rs 479.70 million, including pre IPO related estimated expenses) from proceeds of fresh issue of equity shares. Further, the fund raised from Offer for sale were remitted to the selling shareholders (net off estimated offer expenses borne by the selling shareholders).The utilisation of the net proceeds is summarised as below -

(₹ in Million)

| Objects of the issue as per prospectus  | Amount to be utilised as per prospectus | Utilisation up to 30 September 2023 | Unutilised amount up to 30 September 2023* |
|---|---|-------------------------------------|--|
| The net proceeds from the fresh issue of shares to be used towards augmenting our Company's capital base to meet our future capital requirements arising out of the growth of our business and assets | 5,590.83                                | 1,926.16                            | 3,664.67                                   |

\*Out of unutilised amount of Rs. 3,664.67 million (includes Rs. 70.53 million held back by Book Running Lead Managers towards IPO related estimated expenses), the Company has invested Rs. 2,650.00 million in deposits with scheduled commercial banks and remaining balance of Rs. 944.14 million is lying in current account.

12. During the half year ended 30 September 2023, 3,88,86,935 options of Face Value of Rs 10 (4,23,500 for the half year ended 30 September 2022) were exercised by the employees and allotted. The total outstanding employee stock options as on 30 September 2023 is 6,75,12,857 (8,46,82,916 as at 31 March 2023 and 7,86,82,666 as at 30 September 2022 ).  
On 4 October 2023, 893,125 Equity Shares have been transferred from Vistra ITCL(India) Limited, Trustee of SBFC Employee Welfare Trust to eligible employees pursuant to exercise of the outstanding vested options. Further, 680,313 equity shares have been issued to eligible employees pursuant to exercise of the outstanding vested Options under various SBFC Stock option policy.
13. Pursuant to the share purchase agreement dated 25 July 2023, certain Promoters of the Company i.e. SBFC Holdings Pte. Ltd, Arpwood Partners Investment Advisors LLP, Arpwood Capital Private Limited and Eight45 Services LLP have sold an aggregate of 15,789,473 Equity Shares at Rs 57 per share to SBI Optimal Equity Fund – Long Term, ICICI Prudential Banking and Financial Services Fund, HDFC Banking and Financial Services Fund, SBI Retirement Benefit Fund - Aggressive Plan, SBI Retirement Benefit Fund - Conservative Plan, SBI Retirement Benefit Fund - Conservative Hybrid Plan, SBI Retirement Benefit Fund - Aggressive Hybrid Plan.



14. The Code on Social Security, 2020 ("the Code") relating to employee benefits during employment and post-employment benefits, received Presidential assent in September 2020. The Code has been published in the Gazette of India. However the date on which the Code will come into effect has not been notified. The Ministry of Labour and Employment has also released draft rules there under on 13 November 2020 and has invited suggestions from stakeholders, which are under consideration by the Ministry. The Company will evaluate the rules, assess the impact, if any, and account for the same once the rules are notified and will become effective.
15. Since the Company was required to prepare consolidated financial results for the first time in respect of financial year ended 31 March 2023, the figures for comparative quarter and half year ended 30 September 2022 are not presented.
16. Previous period's figures have been regrouped/ reclassified/ corrected wherever necessary to conform to current period's presentation.

**For and on behalf of Board of Directors of  
SBFC Finance Limited  
(Erstwhile SBFC Finance Private Limited)**

**Aseem Dhru  
MD & CEO  
DIN: 01761455**

**Place: Mumbai  
Date : 27 October 2023**



**Annexure I:**

Disclosures in compliance with Regulation 52(4) of SEBI (Listing Obligation and Disclosure Requirements Regulations, 2015) for the quarter and half year ended 30 September 2023

| Sr No | Ratio   | Computation  | Quarter ended     |              | Half year ended   | Year ended    |
|-------|---|--|-------------------|--------------|-------------------|---------------|
|       |   |  | 30 September 2023 | 30 June 2023 | 30 September 2023 | 31 March 2023 |
|       |   |  | (Unaudited)       | (Unaudited)  | (Unaudited)       | (Audited)     |
| 1     | Debt equity ratio (times)                       | (Debt Securities + Borrowings(Other than debt Securities)/ (Equity Share Capital + Other Equity)                                       | 1.41              | 2.03         | 1.41              | 2.16          |
| 2     | Debt service coverage ratio                     |  | NA                | NA           | NA                | NA            |
| 3     | Interest service coverage ratio                 |  | NA                | NA           | (Unaudited)       | NA            |
| 4     | Capital redemption reserve                      |  | NA                | NA           | NA                | NA            |
| 5     | Debenture redemption reserve                    |  | NA                | NA           | NA                | NA            |
| 6     | Net worth (₹ in million)                        | (Equity Share Capital + Other Equity)  | 25,992.43         | 19,265.11    | 25,992.43         | 17,272.68     |
| 7     | Net profit after tax (₹ in million)             |  | 526.05            | 469.65       | 995.70            | 1,497.36      |
| 8     | Earnings per share (not annualized for quarter) |  |                   |              |                   |               |
|       | (a) Basic                                       |  | 0.52              | 0.52         | 1.04              | 1.71          |
|       | (b) Diluted                                     |  | 0.51              | 0.49         | 1.00              | 1.62          |
| 9     | Current ratio                                   |  | NA                | NA           | NA                | NA            |
| 10    | Long term debt to working capital               |  | NA                | NA           | NA                | NA            |
| 11    | Bad debts to accounts receivable ratio          |  | NA                | NA           | NA                | NA            |
| 12    | Current liability ratio                         |  | NA                | NA           | NA                | NA            |
| 13    | Total debts to total assets ratio (times)       | (Debt Securities + Borrowings(Other than debt Securities))/ Total Assets   | 0.56              | 0.64         | 0.56              | 0.65          |
| 14    | Debtors turnover ratio                          |  | NA                | NA           | NA                | NA            |
| 15    | Inventory turnover ratio                        |  | NA                | NA           | NA                | NA            |
| 16    | Operating margin                                |  | NA                | NA           | NA                | NA            |
| 17    | Net profit margin                               | Profit after Tax/ Total Income   | 21.34%            | 20.43%       | 20.90%            | 20.22%        |
| 18    | Gross non performing asset (GNPA %)             | Gross Stage III Loans/ Gross Loans   | 2.37%             | 2.54%        | 2.37%             | 2.57%         |
| 19    | Net non performing asset (NNPA %)               | (Gross Stage III Loans - impairment loss allowance for Stage III Loans)/ (Gross Loans - impairment loss allowance for Stage III Loans) | 1.33%             | 1.55%        | 1.33%             | 1.58%         |
| 20    | Provision coverage ratio                        | Impairment loss allowance on Gross Stage III Loans/ Gross Stage III Loans  | 44.62%            | 39.56%       | 44.62%            | 39.32%        |
| 22    | Liquidity coverage ratio*                       |  | 187.15%           | 177.15%      | 187.15%           | 64.93%        |

NA- Not applicable. As per the management, these ratios are either not applicable or cannot be meaningfully computed considering the nature of the Company's operations.

\*Liquidity Coverage Ratio is applicable to the Company from 25 November 2022.



Suresh Surana & Associates LLP

8th Floor, Bakhtawar  
229, Nariman Point  
Mumbai - 400 021, India

T +91 (22) 2287 5770

emails@ss-associates.com www.ss-associates.com

LLP Identity No. AAB-7509

To,  
The Board of Directors,  
SBFC Finance Limited  
(Erstwhile "SBFC Finance Private Limited")  
103, 1<sup>st</sup> Floor, C&B square, Sangam Complex,  
Andheri Kurla Road, Village Chakala,  
Andheri (East),  
Mumbai- 400059

**Independent Auditors' Certificate on Statement of 'Security Cover' as at 30 September 2023 in terms of Regulation 54 read with Regulation 56(1)(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ("Regulations") for submission to the BSE Limited and IDBI Trusteeship Services Limited (the "Debenture Trustee")**

1. This certificate is issued in accordance with the terms of our engagement vide email dated 7 October 2023.
2. We have been requested by the management of the SBFC Finance Limited (Erstwhile SBFC Finance Private Limited) ("the Company") to issue a certificate that, the particulars provided in the annexed statement on Security Cover for its listed secured non-convertible debenture as at 30 September 2023 (the "Statement") are correct, in accordance with the requirement of Circular no. SEBI/HO/MIRSD/ MIRSD\_CRADT/ CIR/P/2022/67 dated 19 May 2022 issued by Securities and Exchange Board of India in terms of Regulation 54 read with Regulation 56(1)(d) of the Securities and Exchange Board of India (listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) for submission to the BSE Limited and IDBI Trusteeship Services Limited (the "Debenture Trustee"). The said Statement has been prepared by the Company's management and certified by the Chief Financial Officer of the Company. We have stamped on the Statement for identification purposes only.

**Management's responsibility**

3. The preparation of the Statement is the responsibility of the Management of the Company, including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the 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. Further, the Management of the Company is responsible for ensuring that the Company complies with all the relevant requirements of the SEBI circular, SEBI Regulations, Companies Act, 2013 and other applicable laws and regulations, as applicable.



Registered Office:

308-309, Technopolis Knowledge Park, Mahakali Caves Road  
Andheri (E), Mumbai - 400 093, India. T +91 (22) 6191 5555

4. The Management is also responsible to ensure that Security Cover Ratio as at 30 September 2023 is in compliance with SEBI circular no. SEBI/HO/MIRSD /MIRSD\_CRADT/CIR/P/2022/67 dated 19 May 2022 as per the SEBI Regulations and as per the terms of Transaction Documents as given in Statement attached to this certificate.

### **Auditor's responsibility**

5. Pursuant to the requirements as mentioned in paragraph 2 above, it is our responsibility to provide a limited assurance in form of conclusion based on examination of the unaudited financial statements as at and for the half year ended 30 September 2023 and other relevant records maintained by the Company as to whether:
  - a) the amounts appearing in the Statement are correctly extracted from unaudited financial statements as at and for the half year ended 30 September 2023 and other relevant records maintained by the Company and
  - b) the Security cover available for the Debenture holders has been maintained in accordance with Offer Document / Information Memorandum in respect of listed secured non-convertible debenture.
6. A limited assurance engagement includes performing procedures to obtain sufficient and appropriate audit evidence on the reporting criteria mentioned in paragraph 2 above. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated with the reporting criteria. Accordingly, we have performed the following procedures in relation to the Statement:
  - a) Obtained and read the Information Memorandum and Debenture Trust Deed in respect of listed secured non-convertible debenture issued by the Company and noted the Security cover ratio required to be maintained by the Company in respect of such debentures;
  - b) Obtained the management certified unaudited financial statements as at and for the half year ended 30 September 2023;
  - c) Traced the amounts forming part of the Statement with the management certified unaudited financial statements as at and for the half year ended 30 September 2023 and other relevant records maintained by the Company;
  - d) Recomputed Security Cover ratio; and
  - e) Obtained necessary representation letter from the management.

The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than, for a reasonable assurance. Consequently, the level of assurance obtained in a limited assurance is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.

7. We conducted our examination of the statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.



8. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

**Conclusion**

9. Based on our examination and the procedures performed as mentioned in paragraph 6 above, nothing has come to our attention that causes us to believe that:
- a) the amounts appearing in the Statement are incorrectly extracted from unaudited financial statements as at and for the half year ended 30 September 2023 and other relevant records maintained by the Company and;
  - b) the Security cover available for the Debenture holders has not been maintained in accordance with Offer Document / Information Memorandum in respect of listed secured non-convertible debenture.

**Restriction on Use**

10. This Certificate is issued at the request of the Management of the Company to comply with the aforesaid Regulations and may not be suitable for any other purpose and is intended solely and entirely for the above-mentioned purpose. Accordingly, our certificate should not be quoted or referred to in any other document or made available to any other person or persons 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.

For Suresh Surana & Associates LLP  
Chartered Accountants  
Firm's Reg No: 121750W/W-100010



Ramesh Gupta  
Partner  
Membership No.: 102306  
Certificate No.: 23268  
UDIN No.: 23102306BGWLEB9348  
Place: Mumbai  
Dated: 27 October 2023



Statement of Security Cover as at 30 September 2023

(₹ In million.)

| Column A   | Column B   | Column C<br>(i)                              | Column D<br>(ii)                | Column E<br>(iii)                            | Column F <sup>(iv)</sup>   | Column G <sup>(v)</sup>  | Column H <sup>(vi)</sup>  | Column I <sup>(vii)</sup>                          | Column J   | Column K  | Column L  | Column M             | Column N         | Column O<br>(ix) |                        |
|--|--|--|---------------------------------|--|--|--|---|--|--|---|---|----------------------|------------------|------------------|------------------------|
| Particulars  | Description of asset for which this certificate relate                       | Exclusive Charge                             | Exclusive Charge (Refer Note 8) | Pari-Passu Charge                            | Pari-Passu Charge  | Pari-Passu Charge  | Assets not offered as Security  | Elimination (amount in negative)                   | (Total C to H)   | Related to only those items covered by this certificate     |   |                      |                  |                  | Total Value (=K+L+M+N) |
|  |  | Debt for which this certificate being issued | Other Secured Debt              | Debt for which this certificate being issued | Assets shared by 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 column F) | debt amount considered more than once (due to exclusive plus pari passu charge) | Market Value for Assets charged on Exclusive basis | Carrying 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 <sup>(viii)</sup> | Carrying value/book value for pari passu assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable) | Relating to Column F |                  |                  |                        |
|  |  | Book Value                                   | Book Value                      | Yes/ No                                      | Book Value   | Book Value   |   |  |  |   |   |                      |                  |                  |                        |
| <b>ASSETS</b>  |  |  |                                 |  |  |  |   |  |  |   |   |                      |                  |                  |                        |
| Property, Plant and Equipment                        |  | -  | -                               | No   | -  | -  | 255.58  | -  | 255.58   | -   | -   | -                    | -                | -                |                        |
| Capital Work-in- Progress                            |  | -  | -                               | No   | -  | -  | -   | -  | -  | -   | -   | -                    | -                | -                |                        |
| Right of Use Assets                                  |  | -  | -                               | No   | -  | -  | 78.10   | -  | 78.10  | -   | -   | -                    | -                | -                |                        |
| Goodwill   |  | -  | -                               | No   | -  | -  | 2,603.92  | -  | 2,603.92   | -   | -   | -                    | -                | -                |                        |
| Intangible Assets                                    |  | -  | -                               | No   | -  | -  | 19.10   | -  | 19.10  | -   | -   | -                    | -                | -                |                        |
| Intangible Assets under Development                  |  | -  | -                               | No   | -  | -  | 7.49  | -  | 7.49   | -   | -   | -                    | -                | -                |                        |
| Investments  | Investment in Subsidiary   | -  | -                               | No   | -  | -  | 0.50  | -  | 0.50   | -   | -   | -                    | -                | -                |                        |
| Investments  | PTCs Investments (refer note 1 and 3)  | -  | -                               | Yes  | 1,480.16   | 3,281.32   | -   | -  | 4,761.48   | -   | -   | -                    | 1,480.16         | 1,480.16         |                        |
| Loans  | Loans to customers (net of ECL) (refer note 1 and 2)                         | -  | 3,271.25                        | Yes  | 46,655.02  | -  | 678.35  | -  | 50,604.62  | -   | -   | -                    | 46,655.02        | 46,655.02        |                        |
| Inventories  |  | -  | -                               | N/a  | -  | -  | -   | -  | -  | -   | -   | -                    | -                | -                |                        |
| Trade Receivables                                    | Trade Receivables (net of ECL)   | -  | -                               | Yes  | 123.02   | -  | -   | -  | 123.02   | -   | -   | -                    | 123.02           | 123.02           |                        |
| Cash and Cash Equivalents                            |  | -  | -                               | No   | -  | 4,270.60   | -   | -  | 4,270.60   | -   | -   | -                    | -                | -                |                        |
| Bank Balances other than Cash and Cash Equivalents   | Fixed deposits   | -  | 345.13                          | No   | -  | 1,808.81   | 714.03  | -  | 2,867.97   | -   | -   | -                    | -                | -                |                        |
| Others   | Receivables on sale of Investment in PTC and Derivative financial instrument | -  | -                               | Yes  | 0.40   | -  | 210.61  | -  | 211.01   | -   | -   | -                    | 0.40             | 0.40             |                        |
| <b>Total</b>   |  | -  | <b>3,616.38</b>                 |  | <b>48,258.60</b>   | <b>9,360.73</b>  | <b>4,567.68</b>   | -  | <b>65,803.39</b>   | -   | -   | -                    | <b>48,258.60</b> | <b>48,258.60</b> |                        |
| <b>LIABILITIES</b>                                   |  |  |                                 |  |  |  |   |  |  |   |   |                      |                  |                  |                        |
| Debt securities to which this certificate pertains   | NCDs (refer note 4)  | -  | -                               | Yes  | 435.65   | -  | -   | -  | 435.65   |   |   |                      |                  |                  |                        |
| Other debt sharing pari-passu charge with above debt |  |  |                                 |  |  |  |   |  |  |   |   |                      |                  |                  |                        |
| Other Debt   |  |  |                                 |  |  |  |   |  |  |   |   |                      |                  |                  |                        |
| Subordinated debt                                    |  |  |                                 |  |  |  |   |  |  |   |   |                      |                  |                  |                        |
| Borrowings   | Borrowings from Financial Institution (refer note 5)                         |  |                                 | No   | 3,772.72   | -  | -   | -  | 3,772.72   |   |   |                      |                  |                  |                        |
| Bank   | Borrowings from Bank (refer note 6)  | 3,055.87                                     |                                 | No   | 29,303.38  | 12,774.07  |   | (12,774.07)  | 32,359.25  |   |   |                      |                  |                  |                        |
| Debt Securities                                      |  |  |                                 |  |  |  |   |  |  |   |   |                      |                  |                  |                        |
| Others   |  |  |                                 |  |  |  |   |  |  |   |   |                      |                  |                  |                        |
| Trade payables                                       |  |  |                                 | No   |  |  | 543.36  |  | 543.36   |   |   |                      |                  |                  |                        |
| Lease Liabilities                                    |  |  |                                 | No   |  |  | 86.79   |  | 86.79  |   |   |                      |                  |                  |                        |
| Provisions   |  |  |                                 | No   |  |  |   |  |  |   |   |                      |                  |                  |                        |
| Others   |  |  |                                 | No   |  |  | 2,610.96  |  | 2,610.96   |   |   |                      |                  |                  |                        |
| <b>Total</b>   |  |  | <b>3,055.87</b>                 |  | <b>33,511.75</b>   | <b>12,774.07</b>   | <b>3,241.11</b>   | <b>(12,774.07)</b>                                 | <b>39,808.73</b>   |   |   |                      |                  |                  |                        |
| <b>Cover on Book Value</b>                           |  |  |                                 |  |  |  |   |  |  |   |   |                      |                  |                  |                        |
| <b>Cover on Market Value<sup>(ix)</sup></b>          |  |  |                                 |  |  |  |   |  |  |   |   |                      |                  |                  |                        |
|  |  | <b>Exclusive Security Cover Ratio</b>        | Not Applicable                  | <b>Pari-Passu Security Cover Ratio</b>       | <b>1.44</b>  |  |   |  |  |   |   |                      |                  |                  |                        |



**SBFC Finance Limited**  
(Erstwhile SBFC Finance Private Limited)

Registered Office: Unit No. 103, 1<sup>st</sup> Floor, C&B Square, Sangam Complex, Andheri Kurla Road, Village Chakala, Andheri (East) Mumbai - 400 059  
T.: +91-22-67875300 • F.: +91-22-67875334 • www.SBFC.com

CIN: U67190MH2008PLC178270





**Footnote to Asset Cover Certificate**

- (i) This column shall include book value of assets having exclusive charge and outstanding book value of debt for which this certificate is issued.
- (ii) This column shall include book value of assets having exclusive charge and outstanding book value of all corresponding debt other than column C.
- (iii) This column shall include debt for which this certificate is issued having any pari passu charge - Mention Yes, else No.
- (iv) This column shall include a) book value of assets having pari-passu charge b) outstanding book value of debt for which this certificate is issued and c). other debt sharing pari- passu charge along with debt for which certificate is issued.
- (v) This column shall include book value of all other assets having pari passu charge and outstanding book value of corresponding debt.
- (vi) This column shall include all those assets which are not charged and shall include all unsecured borrowings including subordinated debt and shall include only those assets which are paid-for.
- (vii) In order to match the liability amount with financials, it is necessary to eliminate the debt which has been counted more than once (included under exclusive charge column as also under pari passu). On the assets side, there shall not be elimination as there is no overlap.
- (viii) Assets which are considered at Market Value like Land, Building, Residential/ Commercial Real Estate to be stated at Market Value. Other assets having charge to be stated at book value/Carrying Value.
- (ix) The market value shall be calculated as per the total value of assets mentioned in Column O.

**Notes :**

- 1. Loans and Investments mentioned above in Column F are standard assets .
- 2. Loans referred in Column F is net of ECL provisions of Rs. 436.18 million and includes principal outstanding, interest receivable and IND AS adjustment.
- 3. PTCs investments referred in Column F includes principal outstanding and interest receivable.
- 4. Debt Securities to which this certificate pertains includes Principal Outstanding + Interest Accrued.
- 5. Borrowings includes borrowings from Financial Institution (Principal Outstanding + Interest Accrued + IND AS Adjustment).
- 6. Borrowings includes borrowings Banks (Principal Outstanding + Interest Accrued + IND AS Adjustment).
- 7. Security covered ratio is calculated only for debt for which this certificate is issued.
- 8. Exclusive charge as mentioned in column D pertains to securitised assets.
- 9. Investment in Subsidiary relates to agreed subscription to Memorandum of issue

**For SBFC Finance Limited  
(Erstwhile SBFC Finance Private Limited)**

**Narayan Barasia  
Chief Financial Officer  
Place: Mumbai  
Date: 27th October, 2023**



**SBFC Finance Limited  
(Erstwhile SBFC Finance Private Limited)**

Registered Office: Unit No. 103, 1<sup>st</sup> Floor, C&B Square, Sangam Complex, Andheri Kurla Road, Village Chokhala, Andheri (East) Mumbai -400 059  
T: +91-22-67875300 • F: +91-22-67875334 • www.SBFC.com  
CIN: U67190MH2008PLC178270



**STATEMENT ON DEVIATION OR VARIATION FOR PROCEEDS OF PUBLIC ISSUE, RIGHTS ISSUE, PREFERENTIAL ISSUE, QUALIFIED INSTITUTIONS PLACEMENT ETC.**

| <b>Statement on deviation / variation in utilisation of funds raised</b>  |  |
|---|--|
| <b>Name of listed entity</b>  | SBFC Finance Limited   |
| <b>Mode of Fund Raising</b>   | <b>Public Issues</b>   |
| <b>Date of Raising Funds</b>  | 3 <sup>rd</sup> August 2023  |
| <b>Amount Raised</b>  | INR 600 Crore  |
| <b>Report filed for Quarter ended</b>   | 30 <sup>th</sup> September 2023  |
| <b>Monitoring Agency</b>  | <b>Applicable</b>  |
| <b>Monitoring Agency Name, if applicable</b>  | ICRA Limited   |
| <b>Is there a Deviation / Variation in use of funds raised</b>  | No   |
| <b>If yes, whether the same is pursuant to change in terms of a contract or objects, which was approved by the shareholders</b> | Not applicable   |
| <b>If Yes, Date of shareholder Approval</b>   | Not applicable   |
| <b>Explanation for the Deviation / Variation</b>  | Not applicable   |
| <b>Comments of the Audit Committee after review</b>   |  |
| <b>Comments of the auditors, if any</b>   | No deviation - the utilization of the issuance proceeds is in line with the objects of the issue |

**SBFC Finance Limited  
(Erstwhile SBFC Finance Private Limited)**

Registered Office: Unit No. 103, 1<sup>st</sup> Floor, C&B Square, Sangam Complex, Andheri Kurla Road, Village Chakala, Andheri (East) Mumbai - 400 059  
T. : +91-22-67875300 • F: +91-22-67875334 • [www.SBFC.com](http://www.SBFC.com) • Email: [complianceofficer@sbfc.com](mailto:complianceofficer@sbfc.com)  
CIN No : U67190MH2008PLC178270





| Objects for which funds have been raised and where there has been a deviation, in the following table   |                         |                     |                             |                |  |                |
|---|-------------------------|---------------------|-----------------------------|----------------|--|----------------|
| 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 | Remarks if any |
| The net proceeds from the fresh issue of shares to be used towards augmenting our Company's capital base to meet our future capital requirements arising out of the growth of our business and assets | Not applicable          | INR 559.08 Cr       | NA                          | INR 192.62 Cr  | 0  | Nil            |

**Deviation or variation could mean:**

- (a) Deviation in the objects or purposes for which the funds have been raised or
- (b) Deviation in the amount of funds actually utilized as against what was originally disclosed or
- (c) Change in terms of a contract referred to in the fund raising document i.e. prospectus, letter of offer, etc.

For **SBFC Finance Limited**  
(Erstwhile SBFC Finance Private Limited)



**Narayan Barasia**  
Chief Financial Officer

**SBFC Finance Limited**  
(Erstwhile SBFC Finance Private Limited)

Registered Office: Unit No. 103, 1<sup>st</sup> Floor, C&B Square, Sangam Complex, Andheri Kurla Road, Village Chakala, Andheri (East) Mumbai - 400 059  
 T. : +91-22-67875300 • F: +91-22-67875334 • [www.SBFC.com](http://www.SBFC.com) • Email: [complianceofficer@sbfc.com](mailto:complianceofficer@sbfc.com)  
 CIN No : U67190MH2008PLC178270



FORMAT FOR DISCLOSURE OF RELATED PARTY TRANSACTIONS

(₹ in Million)

|              |  |          |  |            |   |  |   |  |   | 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. |   |      |        |   |  |   |   |  |  |  |
|--------------|--|----------|--|------------|---|--|---|--|---|--|---|------|--------|---|--|---|---|--|--|--|
| Sr No.       | Details of the party (listed entity /subsidiary) entering into the transaction |          | Details of the counterparty                        |            |   | Type of related party transaction                                      | Value of the related party transaction as approved by the audit committee | Value of transaction during the reporting period | In case monies are due to either party as a result of the transaction |  | In case any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments |      |        |   |  | 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/ intercorporate deposit/ investment ) | Interest Rate (%)                      | Tenure  | Secured/ unsecured  | Purpose for which the funds will be utilised by the ultimate recipient of funds (endusage) |  |  |
| 1            | SBFC Finance Limited   | AAF3855R | Mr. Neeraj Swaroop                                 | ABJPS9765Q | Independent Directors   | Director Sitting Fees  | 2.70  | 1.80   | -   | -  |   |      |        |   |  |   |   |  |  |  |
| 2            | SBFC Finance Limited   | AAF3855R | Mr. Rajesh Mannalal Agrawal                        | AACPA2792D | Independent Directors   | Director Sitting Fees  | 1.60  | 0.90   | -   | -  |   |      |        |   |  |   |   |  |  |  |
| 3            | SBFC Finance Limited   | AAF3855R | Ms. Surekha Marandi                                | ADLPM8673P | Independent Directors   | Director Sitting Fees  | 2.40  | 1.50   | -   | -  |   |      |        |   |  |   |   |  |  |  |
| 4            | SBFC Finance Limited   | AAF3855R | Mr. Aseem Dhru                                     | ACLPD2638J | Key Management Personnel  | Remuneration   | 31.78   | 15.89  | -   | -  |   |      |        |   |  |   |   |  |  |  |
| 5            | SBFC Finance Limited   | AAF3855R | Mr. Narayan Barasia                                | AECPB4669L | Key Management Personnel  | Remuneration   | 20.03   | 10.01  | -   | -  |   |      |        |   |  |   |   |  |  |  |
| 6            | SBFC Finance Limited   | AAF3855R | Mr. Jay Mistry                                     | AMHPM1670P | Key Management Personnel  | Remuneration   | 2.18  | 1.09   | -   | -  |   |      |        |   |  |   |   |  |  |  |
| 7            | SBFC Finance Limited   | AAF3855R | Mr. Aseem Dhru                                     | ACLPD2638J | Key Management Personnel  | Share-based compensation expense allocable to key management personnel | Not applicable  | 27.64  | -   | -  |   |      |        |   |  |   |   |  |  |  |
| 8            | SBFC Finance Limited   | AAF3855R | Mr. Narayan Barasia                                | AECPB4669L | Key Management Personnel  | Share-based compensation expense allocable to key management personnel | Not applicable  | 13.09  | -   | -  |   |      |        |   |  |   |   |  |  |  |
| 9            | SBFC Finance Limited   | AAF3855R | Mr. Jay Mistry                                     | AMHPM1670P | Key Management Personnel  | Share-based compensation expense allocable to key management personnel | Not applicable  | 0.02   | -   | -  |   |      |        |   |  |   |   |  |  |  |
| 10           | SBFC Finance Limited   | AAF3855R | Mr. Narayan Barasia                                | AECPB4669L | Key Management Personnel  | ESOP Exercise through ESOP trust                                       | Not applicable  | 7.38   | -   | -  |   |      |        |   |  |   |   |  |  |  |
| 11           | SBFC Finance Limited   | AAF3855R | Mr. Aseem Dhru                                     | ACLPD2638J | Key Management Personnel  | Issue of Equity Share Capital  | Not applicable  | 338.00   | -   | -  |   |      |        |   |  |   |   |  |  |  |
| 12           | SBFC Finance Limited   | AAF3855R | Trustee of Employee welfare Trust                  | AAWTS7295P | Controlled Employee Welfare trust   | Loan   | Not applicable  | 38.07  | 111.52  | 73.45  |   |      | Loan   | 0.00%   | Till exercise of ESOP by the employees | Unsecured   | Purchasing equity shares of the SBFC Finance Limited for administering and managing ESOP policies for employees of the SBFC Finance Limited |  |  |  |
| 13           | SBFC Finance Limited   | AAF3855R | SBFC FINANCE PRIVATE LIMITED EMPLOYEES GGCA SCHEME | AAWTS5033M | Post-employment benefit plan  | Contribution to Employee Gratuity fund                                 | Not applicable  | 7.87   | -   | -  |   |      |        |   |  |   |   | Payment of Gratuity to Employees   |  |  |
| <b>Total</b> |  |          |  |            |   |  |   | 463.26   |   |  |   |      |        |   |  |   |   |  |  |  |

**SBFC Finance Limited**  
(Erstwhile SBFC Finance Private Limited)

Registered Office: Unit No. 103, 1<sup>st</sup> Floor, C&B Square, Sangam Complex, Andheri Kurla Road, Village Chakala, Andheri (East) Mumbai - 400 059  
T.: +91-22-67875300 • F: +91-22-67875334 • www.SBFC.com  
CIN: U67190MH2008PLC178270

