



February 01, 2024

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| To, The General Manager Department of Corporate Services BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001. Scrip Code: 540268 | To, The Manager Department of Corporate Compliance National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051. Scrip Code: TRU |
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Subject: Allotment of Convertible Warrants to non-promoters on preferential basis

Dear Sir/Madam,

Pursuant to Regulation 30 of Securities and Exchange Board of India (“SEBI”) (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, we wish to inform that the Finance Committee of the Board of Directors of the Company at its meeting held on February 01, 2024, has, inter alia, considered and approved allotment of 65,42,372 convertible warrants of the Company (“Warrants”), having face value of Rs.2/- (Rupees Two only) each at an issue price of Rs.73.75/- (Rupees Seventy-Three and Paise Seventy-Five only) per Warrant (including warrant subscription price and warrant exercise price), for an aggregate amount of Rs. 48,24,99,935/- (Rupees Forty Eight Crores Twenty Four Lakhs Ninety Nine Thousand Nine Hundred and Thirty Five only), rounded off, (“Consideration”) to investors, as listed in Annexure mentioned hereunder, under non-promoter category by way of a preferential allotment, wherein pursuant to Regulation 169(2) of SEBI (Issue of Capital and Disclosure Requirement) Regulations, 2018, as amended, the Company has received 25% of the Consideration upfront from the said investors amounting to Rs. 12,06,24,984/- (Rupees Twelve Crores Six Lakhs Twenty Four Thousand Nine Hundred and Eighty Four only) (rounded off).

In this regard, the information as required under SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 is annexed to this letter.

Kindly take the above information on your record.

The meeting started at 09:15 p.m. and concluded at 09:46 p.m.

Thanking You,
Yours faithfully
For TruCap Finance Limited

Sonal Sharma
Company Secretary & Compliance Officer
Encl.: As above

TruCap Finance Limited
(Formerly known as Dhanvarsha Finvest Limited)

Regd. Off. : 3rd Floor, A Wing, D.J. House, Old Nagardas Road, Andheri (East), Mumbai – 400 069
Tel. : 1800 210 2100 | contact@trucapfinance.com | www.trucapfinance.com | CIN : L24231MH1994PLC334457



Disclosure as per Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

| Sl. No. | Particulars | Details | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
|---------------------------------------|---|--|---------------------------------|---|--------------------------|---------------------------------|---|-----------|-----------------------------------|----------------------------------|--------------|-------------|--|----------------------------------|-----------|----------------------------------|-------------|---|--|-----------|---------------------------------------|-------------|------------------|----------------------------------|-----------|--------------|-------------|---|--|----------|-------------|-----------|--------------|--|------------------|---------------------|---------------------|
| 1. | Type of securities proposed to be issued (viz. equity shares, convertibles etc.) | Allotment of Convertible Warrants | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 2. | Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment, etc.)) | Preferential allotment in accordance with Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“ICDR Regulations”). | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 3. | Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately) | Allotment of 65,42,372 Convertible Warrants having a face value of Rs.2/- each at an issue price of Rs. 73.75/- per warrant to non-promoter investor(s) on preferential basis for an amount aggregating to Rs.48,24,99,935/-, convertible within 18 months into equivalent number of equity shares having face value of Rs.2/- each at a conversion price of Rs. 73.75/ - per equity share. | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 4. | Name of the Investor | <table border="1"> <thead> <tr> <th>Sr. No.</th> <th>Name of the Investor</th> <th>No. of warrants allotted</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Shivshakti Barter Private Limited</td> <td>20,00,000</td> </tr> <tr> <td>2</td> <td>Choudhury Vyapar Private Limited</td> <td>10,00,000</td> </tr> <tr> <td>3</td> <td>Chhatarpati Sales Agency Private Limited</td> <td>15,00,000</td> </tr> <tr> <td>4</td> <td>Bossom Marketing Private Limited</td> <td>15,00,000</td> </tr> <tr> <td>5</td> <td>Mr. Jasjiv Singh Devindra Singh Sahney</td> <td>5,42,372</td> </tr> <tr> <td colspan="2">Total No. of Warrants allotted</td> <td>65,42,372</td> </tr> </tbody> </table> | Sr. No. | Name of the Investor | No. of warrants allotted | 1 | Shivshakti Barter Private Limited | 20,00,000 | 2 | Choudhury Vyapar Private Limited | 10,00,000 | 3 | Chhatarpati Sales Agency Private Limited | 15,00,000 | 4 | Bossom Marketing Private Limited | 15,00,000 | 5 | Mr. Jasjiv Singh Devindra Singh Sahney | 5,42,372 | Total No. of Warrants allotted | | 65,42,372 | | | | | | | | | | | | | | |
| Sr. No. | Name of the Investor | No. of warrants allotted | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1 | Shivshakti Barter Private Limited | 20,00,000 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 2 | Choudhury Vyapar Private Limited | 10,00,000 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 3 | Chhatarpati Sales Agency Private Limited | 15,00,000 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 4 | Bossom Marketing Private Limited | 15,00,000 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 5 | Mr. Jasjiv Singh Devindra Singh Sahney | 5,42,372 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Total No. of Warrants allotted | | 65,42,372 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 5. | Post allotment of securities - outcome of the subscription, issue price, number of investor(s). | <table border="1"> <thead> <tr> <th>Sr. No.</th> <th>Name of the Investor</th> <th>No. of warrants allotted</th> <th>Total consideration (In Rupees)</th> <th>Upfront consideration received. (In Rupees)</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Shivshakti Barter Private Limited</td> <td>20,00,000</td> <td>14,75,00,000</td> <td>3,68,75,000</td> </tr> <tr> <td>2</td> <td>Choudhury Vyapar Private Limited</td> <td>10,00,000</td> <td>7,37,50,000</td> <td>1,84,37,500</td> </tr> <tr> <td>3</td> <td>Chhatarpati Sales Agency Private Limited</td> <td>15,00,000</td> <td>11,06,25,000</td> <td>2,76,56,250</td> </tr> <tr> <td>4</td> <td>Bossom Marketing Private Limited</td> <td>15,00,000</td> <td>11,06,25,000</td> <td>2,76,56,250</td> </tr> <tr> <td>5</td> <td>Mr. Jasjiv Singh Devindra Singh Sahney</td> <td>5,42,372</td> <td>3,99,99,935</td> <td>99,99,984</td> </tr> <tr> <td colspan="2">Total</td> <td>65,42,372</td> <td>48,24,99,935</td> <td>12,06,24,984</td> </tr> </tbody> </table> <p>The Convertible Warrants are issued at an issue price of Rs. 73.75/- per warrant, which is not lower than the price determined in accordance with Chapter V of ICDR Regulations.</p> | Sr. No. | Name of the Investor | No. of warrants allotted | Total consideration (In Rupees) | Upfront consideration received. (In Rupees) | 1 | Shivshakti Barter Private Limited | 20,00,000 | 14,75,00,000 | 3,68,75,000 | 2 | Choudhury Vyapar Private Limited | 10,00,000 | 7,37,50,000 | 1,84,37,500 | 3 | Chhatarpati Sales Agency Private Limited | 15,00,000 | 11,06,25,000 | 2,76,56,250 | 4 | Bossom Marketing Private Limited | 15,00,000 | 11,06,25,000 | 2,76,56,250 | 5 | Mr. Jasjiv Singh Devindra Singh Sahney | 5,42,372 | 3,99,99,935 | 99,99,984 | Total | | 65,42,372 | 48,24,99,935 | 12,06,24,984 |
| Sr. No. | Name of the Investor | No. of warrants allotted | Total consideration (In Rupees) | Upfront consideration received. (In Rupees) | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1 | Shivshakti Barter Private Limited | 20,00,000 | 14,75,00,000 | 3,68,75,000 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 2 | Choudhury Vyapar Private Limited | 10,00,000 | 7,37,50,000 | 1,84,37,500 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 3 | Chhatarpati Sales Agency Private Limited | 15,00,000 | 11,06,25,000 | 2,76,56,250 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 4 | Bossom Marketing Private Limited | 15,00,000 | 11,06,25,000 | 2,76,56,250 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 5 | Mr. Jasjiv Singh Devindra Singh Sahney | 5,42,372 | 3,99,99,935 | 99,99,984 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Total | | 65,42,372 | 48,24,99,935 | 12,06,24,984 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |

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|----|---|---|
| | | <p>25% of the consideration for the Warrants amounting to Rs.12,06,24,984/- (Rupees Twelve Crores Six Lakhs Twenty Four Thousand Nine Hundred and Eighty Four only) has been paid at the time of application and the balance would be payable at the time of conversion of the warrants into equity shares within a period of 18 months from the date of allotment of the warrants.</p> <p>Each Convertible Warrant is convertible into 1 equity share and the option to convert can be exercised at any time within a period of 18 months from the date of allotment of warrant, in one or more tranches, as the case may be and on such other terms and conditions as applicable.</p> <p>- Number of investors - 5 (Five)</p> |
| 6. | In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument. | <p>The Convertible Warrants shall be convertible at any time, at the discretion of warrant holder, on or before the date falling within 18 (eighteen) months from the date of allotment of Warrants. The Exchange(s) will be intimated on conversion of Warrants or on lapse of the tenure of the instrument.</p> <p>In the event the warrant holder fails to exercise the option to convert within 18 months from the date of allotment, then entitlement of conversion will be lapsed, and the upfront consideration paid by such warrant holder shall be forfeited.</p> |



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