



Date: April 13, 2021

BSE Limited Department of Corporate Services PhirozeJeejeebhoy Towers Dalal Street Mumbai 400 001 Scrip code: 540776	National Stock Exchange of India Limited Listing Department Exchange Plaza, Bandra Kurla Complex Bandra (East) Mumbai 400 051 Scrip symbol: 5PAISA
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Sub: Outcome of the Board Meeting

Ref: Intimation in accordance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "SEBI Listing Regulations") in respect of meeting of the board of directors of 5Paisa Capital Limited (the "Company").

Dear Sir/Madam

In furtherance to our letter dated April 8, 2021, and pursuant to Regulation 30 read with Schedule III of the SEBI Listing Regulations, we would like to inform you that a meeting of the board of directors of the Company was held today i.e. April 13, 2021, pursuant to which the following were considered and approved:

1. Approved raising of funds by issuing of equity shares and warrants of the Company on a preferential issue basis in accordance with the provisions of the Companies Act, 2013, Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended and such other acts, rules and regulations as may be applicable, subject to approval of the shareholders of the Company through postal ballot;

The information pursuant to Regulation 30 of the SEBI Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 is enclosed as **Annexure I and Annexure II** and Press Release as **Annexure III** to this letter.



2. Formed and approved terms of reference for Capital Raising Committee.

The Board Meeting commenced at 3.30 p.m. and concluded at 09.15 p.m.

We request you to take the aforesaid intimation on record.

Thanking you,

Yours Faithfully,
For 5paise Capital Limited

Namita Godbole
Company Secretary

Email ID: csteam@5paise.com

Encl: as above

Annexure I

Details required under Regulation 30 of the SEBI Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015:

Issuance of Equity Shares:

Details	Disclosure																													
Type of securities proposed to be issued	Equity shares of face value of Rs. 10 each of the Company (“ Equity Shares ”); and																													
Type of issuance	Preferential Allotment																													
Total number of securities proposed to be issued and the total amount for which the securities will be issued	Upto 3,817,400 Equity Shares aggregating to Rs.1,908.70 million																													
Name of the Investors and total amount for which the securities will be issued	<ol style="list-style-type: none"> 1. FIH Mauritius Investments Limited (“FIH”) – Rs. 449.41 million 2. HWIC Asia Fund Class A Shares (“HWIC”) – Rs. 150.59 million 3. RIMCO India Limited (“RIMCO”)- Rs.120.00 million and 4. WF Asian Reconnaissance Fund Limited (“WFARFL”) –Rs. 1,188.70 million; 																													
Post allotment of securities – outcome of the subscription, issue price / allotted price, number of investors	<p>a) Outcome of allotment</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th rowspan="2" style="text-align: center;">Name of investor</th> <th colspan="2" style="text-align: center;">Pre-Preferential Allotment</th> <th colspan="2" style="text-align: center;">Post Preferential Allotment*</th> </tr> <tr> <th style="text-align: center;">No.</th> <th style="text-align: center;">%</th> <th style="text-align: center;">No.</th> <th style="text-align: center;">%</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">FIH</td> <td style="text-align: center;">6,771,314</td> <td style="text-align: center;">26.57%</td> <td style="text-align: center;">7,670,130</td> <td style="text-align: center;">25.15%</td> </tr> <tr> <td style="text-align: center;">HWIC</td> <td style="text-align: center;">2,269,002</td> <td style="text-align: center;">8.90%</td> <td style="text-align: center;">2,570,186</td> <td style="text-align: center;">8.43%</td> </tr> <tr> <td style="text-align: center;">RIMCO</td> <td style="text-align: center;">Nil</td> <td style="text-align: center;">0.00%</td> <td style="text-align: center;">240,000</td> <td style="text-align: center;">0.79%</td> </tr> <tr> <td style="text-align: center;">WFARFL</td> <td style="text-align: center;">528,506</td> <td style="text-align: center;">2.07%</td> <td style="text-align: center;">2,905,906</td> <td style="text-align: center;">9.53%</td> </tr> </tbody> </table> <p><i>*Assuming post issuance of equity shares and conversion of warrants to equity shares</i></p> <p>b) Equity shares at a price of Rs. 500 each;</p> <p>c) Number of investors: 4</p>	Name of investor	Pre-Preferential Allotment		Post Preferential Allotment*		No.	%	No.	%	FIH	6,771,314	26.57%	7,670,130	25.15%	HWIC	2,269,002	8.90%	2,570,186	8.43%	RIMCO	Nil	0.00%	240,000	0.79%	WFARFL	528,506	2.07%	2,905,906	9.53%
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Annexure II

Details required under Regulation 30 of the SEBI Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015:

Issuance of Warrants:

Details	Disclosure																								
Type of securities proposed to be issued	Warrants convertible into equity shares of face value of Rs. 10 each (“ Equity Shares ”) of the Company (“ Warrants ”)																								
Type of issuance	Preferential Allotment																								
Total number of securities proposed to be issued and the total amount for which the securities will be issued	Upto 12,00,000 Warrants convertible into 12,00,000 Equity Shares of the Company (at a premium of 490 per Equity Share) aggregating to Rs. 600 million																								
Name, number of the Investors and total for which the securities will be issued	<ol style="list-style-type: none"> 1. Mr. Nirmal Bhanwarlal Jain – Rs. 240 million 2. Mrs. Madhu N. Jain – Rs. 240 million 3. Mr. Venkataraman Rajamani – Rs. 120 million <p>Number of Investors: 3</p>																								
Post allotment of securities – outcome of the subscription, issue price / allotted price, number of investors; In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument;	<p>a) Outcome of allotment</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th rowspan="2" style="text-align: center;">Name of investor</th> <th colspan="2" style="text-align: center;">Pre-Preferential Allotment</th> <th colspan="2" style="text-align: center;">Post Preferential Allotment*</th> </tr> <tr> <th style="text-align: center;">No.</th> <th style="text-align: center;">%</th> <th style="text-align: center;">No.</th> <th style="text-align: center;">%</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">Nirmal Bhanwarlal Jain</td> <td style="text-align: center;">5,600,088</td> <td style="text-align: center;">21.98%</td> <td style="text-align: center;">6,080,088</td> <td style="text-align: center;">19.94%</td> </tr> <tr> <td style="text-align: center;">Madhu N. Jain</td> <td style="text-align: center;">1,365,016</td> <td style="text-align: center;">5.36%</td> <td style="text-align: center;">1,845,016</td> <td style="text-align: center;">6.05%</td> </tr> <tr> <td style="text-align: center;">Venkataraman Rajamani</td> <td style="text-align: center;">949,594</td> <td style="text-align: center;">3.73%</td> <td style="text-align: center;">1,189,594</td> <td style="text-align: center;">3.90%</td> </tr> </tbody> </table> <p><i>*Assuming post issuance of equity shares and conversion of warrants to equity shares</i></p> <p>b) The warrants will be issued at a price of Rs. 500 per warrant</p> <p>Price is determined in terms of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018).</p> <p>c) Warrant would be allotted only upon payment of</p>	Name of investor	Pre-Preferential Allotment		Post Preferential Allotment*		No.	%	No.	%	Nirmal Bhanwarlal Jain	5,600,088	21.98%	6,080,088	19.94%	Madhu N. Jain	1,365,016	5.36%	1,845,016	6.05%	Venkataraman Rajamani	949,594	3.73%	1,189,594	3.90%
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5paisa Capital Limited

Corporate Identity Number: L67190MH2007PLC289249

Corporate Office/Regd. Office: 5paisa Capital Limited, Sun Infotech Park, Road No. 16V, Plot No. B-23, Wagle Estate, Thane 400604.

Tel: +91 22 41035000 • E-mail: csteam@5paisa.com • Website: www.5paisa.com

	<p>25% of the price of warrant at the time of allotment.</p> <p>Each warrant is convertible into 1 Equity Shares and the conversion can be exercised at any time within a period of 18 months from the date of allotment, in one or more tranches, as the case may be and on such other terms and conditions as applicable.</p> <p>Option for conversion of warrants will be available upon payment of full price of warrant before such exercise of option</p>
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ANNEXURE III

5paise Capital Board Approves Fresh Capital Raise of Rs.2,508.70 million through Preferential Issue of Equity Shares and Warrants

Mumbai 13 April 2021: The Board of Directors of 5paise Capital (“the Company”), India’s only listed pure play discount broker today approved capital raise of Rs.2,508.7 million through a preferential issue of equity shares and warrants at Rs.500/- per share which is a premium of over 70% to today’s closing price of Rs.292/- per share on NSE to a set of marquee investors and Promoters and Promoter Group. The preferential issue is subject to shareholder and other necessary approvals. The detail of the preferential issue is as follows:

Name of the Investor	Instrument	Number of Shares / Warrants Proposed to be Issued	Total Capital Proposed to be Raised (Rs. million)
WF Asian Reconnaissance Fund Limited	Equity Shares	2,377,400	1,188.70
FIH Mauritius Investments Limited	Equity Shares	898,816	449.41
HWIC Asia Fund Class A Shares	Equity Shares	301,184	150.59
RIMCO India Limited	Equity Shares	240,000	120.00
Total	(A)	3,817,400	1,908.70
Mr. Nirmal Bhanwarlal Jain	Warrants*	480,000	240.00
Mrs. Madhu N. Jain	Warrants*	480,000	240.00
Mr. Venkataraman Rajamani	Warrants*	240,000	120.00
Total	(B)	1,200,000	600.00
Grand Total	(A) + (B)	5,017,400	2,508.70

*Each warrant is issued is convertible into one equity share



Commenting on the funding round, **Mr Prakarsh Gagdani, CEO, 5paise.com** said, “Investment from such marquee investors and promoters is a strong vote of confidence on our business model. The business has been witnessing rapid growth with total income of over Rs.1,400 million for nine months of FY2021, up 98% year-on-year. In the midst of growing number of players, 5paise has carved out a robust customer franchise of more than 1.3 million customers and 6.5 million mobile app users. We have grown our product offering to customers over the years which currently include broking, mutual funds, insurance, peer-to-peer lending, international stocks, gold investing and margin funding and look forward to adding more products. The availability of equity funds will help the Company accelerate its investment in customer centric technology and sustain the pace of growth.”

IIFL Securities was the exclusive financial advisor to the Company for the transaction.

About 5paise Capital

5paise Capital Limited (NSE: 5PAISA, BSE: 540776) is engaged in providing financial products through its online technology platform and mobile applications. It is registered with SEBI as a stock broker, depository participant and research analyst, and with AMFI as a mutual fund distributor. Its services are targeted at retail investors and high volume traders who actively invest and trade in securities markets and seek DIY (Do-it-Yourself) services at a low cost.

The Company provides an online technology platform to clients through internet terminals and mobile applications for trading in securities in NSE and BSE; advisory services through the research undertaken by a team of fundamental and technical research analysts; and depository related services as part of its integrated services offering.

5paise Capital is a technology driven company having mainly an online presence. The Company remains focused on innovation, based on understanding customer behavior, and constantly strives to achieve tech superiority as is visible through the developments of its robust trading platform, advanced mobile app, an Artificial-Intelligence powered Robo-Advisory platform, and the paperless account opening process.