

September 2, 2021

The General Manager
Department of Corporate Services
BSE Limited
Phiroze Jeejeeboy Towers, Dalal Street,
Mumbai – 400 001.

Scrip Code: 540268

Dear Sir / Madam,

Subject: Intimation of Allotment of Non-Convertible Debentures (NCDs) on Private Placement Basis.

In compliance with Regulation 29 and Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform the Exchange that the Finance Committee of the Board of Directors of Dhanvarsha Finvest Limited (the “**Company**”) has passed a resolution by way of circulation today i.e. September 2, 2021, approving the allotment of 150 (One Hundred and Fifty) rated, secured, senior, transferable, listed, redeemable, principal protected market linked non-convertible debentures denominated in INR each having a face value of INR 1,000,000 (Indian Rupees Ten Lakhs) aggregating to INR 15,00,00,000 (Indian Rupees Fifteen Crore) (“**Debentures**”) on private placement basis to the allottees mentioned below pursuant to Section 42, Section 71 and all other applicable provisions, if any, of the Companies Act, 2013 (“**The Act**”).

S. No	Name of the Allottees	Address of the Allottee	Number of Debentures Allotted	Total amount paid (including premium) in Rs
1.	Fourdegreewater Capital Private Limited (Formerly known as Fourdegreewater Private Limited)	Plot No. 2, Krushna Colony, Near M.S.E.B, Colony, Jail Road, Nashik Road, Nashik, Maharashtra, 422101	141	14,10,00,000
2.	Fortwise Capital Private Limited	Flat No A-704 Plot No 26 Jay Balaji Chs Ltd Sec 6 Nerul Navi Mumbai Thane - 400706, Maharashtra	2	20,00,000
3.	Yogesh Bansal HUF	NT4/601, Eldeco Utopia, sector 93A Noida	2	20,00,000
4.	Jit Bansal	NT4/601, Eldeco Utopia, sector 93A Noida	2	20,00,000
5.	Ajinkya Mukund Kulkarni	Alkund Krishna Colony, Shivaji Nagar Jail Road Nashik Rd, Nashik, 422101, Maharashtra, India	3	30,00,000

Further, please find attached herewith the details of issuance:

Type of Instrument(s)	Rated, secured, senior, transferable, listed, redeemable, principal protected market linked non-convertible debentures
Type of Issuance	Private placement of non convertible debentures
Total number of securities issued	150 (one hundred and fifty) rated, secured, senior, transferable, listed, redeemable, principal protected market linked non-convertible debentures denominated in Indian Rupees (" INR ") each having a face value of INR 10,00,000 (Indian Rupees Ten Lakh) and an aggregate face value of INR 15,00,00,000 (Indian Rupees Fifteen Crore) (" Debentures ")
Size of the issue	150 (one hundred and fifty) rated, secured, senior, transferable, listed, redeemable, principal protected market linked non-convertible debentures denominated in Indian Rupees each having a face value of INR 10,00,000 (Indian Rupees Ten Lakh) and an aggregate face value of INR 15,00,00,000 (Indian Rupees Fifteen Crore)
Listing	The Debentures are proposed to be listed on the Wholesale Debt Market segment of BSE Limited.
Tenure	The Debentures shall be fully redeemed on a pari passu basis by the Company by making the payment of the redemption payment on the December 2, 2022 (" Final Redemption Date ") subject to exercise of any accelerated redemption/voluntary prepayment options in accordance with the terms of the debenture trust deed executed/to be executed in respect of the Debentures (" DTD ").
Date of Allotment	The Debentures are proposed to be allotted on September 2, 2021 (" Deemed Date of Allotment ")
Date of Maturity	The Debentures shall be fully redeemed on a pari passu basis by the Company by making the payment of the redemption payment on the December 2, 2022 (being the Final Redemption Date) subject to exercise of any accelerated redemption/voluntary prepayment options in accordance with the terms of the DTD.
Coupon Rate	<p>The interest amounts shall accrue and be payable by the Company to the holder so of the Debentures ("Debenture Holders") on the Final Redemption Date. The interest Amounts will be determined with reference to the applicable Annualised Interest Rate in the manner prescribed in the DTD.</p> <p>"Annualised Interest Rate" or "Annualised Coupon Rate" means:</p> <p>(a) 0% (zero percent), if the Reference Index Performance is less than or equal to -80% (minus eighty percent); and/or</p>

	<p>(b) 11.39% (eleven decimal three nine percent) per annum compounded monthly (12% (twelve percent) XIRR), if the Reference Index Performance is greater than -80% (minus eighty percent).</p> <p>"Final Fixing Date" the date occurring 30 (thirty) days prior to (a) the Final Redemption Date, or (b) any other date on which a redemption payment in respect of the Debentures is required to be made in accordance with terms of the Transaction Documents (as defined below).</p> <p>"Final Fixing Level" means the official closing level of the Reference Index on the Final Fixing Date.</p> <p>"Initial Fixing Date" means the Deemed Date of Allotment.</p> <p>"Initial Fixing Level" means the official closing level of the Reference Index on the Initial Fixing Date.</p> <p>"Interest Amounts" or "Coupon Amounts" means, in respect of any Debenture, the interest or the coupon payable on such Debenture, determined as follows:</p> $IA = FV * [(1 + \text{Annualised Interest Rate})^{(\text{Tenor in Days}/365)} - 1]$ <p>where:</p> <p>(a) "IA" is the Interest Amounts;</p> <p>(b) "FV" is the face value of such Debenture; and</p> <p>(c) "Tenor in Days" means:</p> <p>(i) where redemption is made on the Final Redemption Date, the period between the Deemed Date of Allotment and the Final Redemption Date, determined in days; and/or</p> <p>(ii) where redemption is made on any day other than the Final Redemption Date (pursuant to any early/accelerated redemption or the occurrence of an Event of Default), the period between the Deemed Date of Allotment and the date on which the outstanding principal amounts in respect of the Debentures are actually redeemed, determined in days.</p> <p>"Reference Index" means the BSE SENSEX 30.</p>
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	<p>"Reference Index Performance" means the performance of the Reference Index on the Final Fixing Date with reference to the Initial Fixing Date, and shall be determined (as a percentage) as the difference of (a) the ratio of (i) the Final Fixing Level, and (ii) the Initial Fixing Level, and (b) 1 (one), multiplied by 100, and followed by the "%" symbol.</p> <p>In case, due to any reason whatsoever, the official closing level of the Reference Index on the Final Fixing Date is not available for the purposes of determining the Final Fixing Level, then, the last determined/known official closing level of the Reference Index immediately preceding the Final Fixing Date will be considered for the purposes of determining the Final Fixing Level.</p>
<p>Schedule of payment of coupon/interest and principal;</p>	<p>Please refer Schedule I below</p>
<p>Charge/security, if any, created over the assets;</p>	<p>The Debentures shall be secured by way of:</p> <ul style="list-style-type: none"> (i) a first ranking exclusive and continuing charge to be created over: <ul style="list-style-type: none"> (A) all rights, interest and title of the Company in respect of the contributions provided/to be provided by the Company to a thirty party special purpose vehicle established in the form of a trust ("SPV Trust") pursuant to certain contribution agreements, and the DTD and any other related documents thereto ("Transaction Documents") (both present and future; and (B) all rights, interest and title of the Company in the property of the SPV Trust in its capacity as the residual beneficiary; (ii) a first ranking exclusive and continuing charge to be created by the trustee of the SPV Trust ("SPV Trustee") over: <ul style="list-style-type: none"> (A) all rights, interest and title of the SPV Trust in the assigned assets, including the cash collateral (both present and future); and (B) the accounts that are established in accordance with the Transaction Documents and all amounts standing to

	<p>the credit of, or accrued or accruing on, the relevant accounts (both present and future); and</p> <p>(iii) such other security interest/contractual comfort as may be agreed between the Company and the Debenture Holders.</p> <p>CONTRACTUAL COMFORT/GUARANTEES</p> <p>(a) The Debentures shall be guaranteed by way of unconditional and irrevocable guarantees to be provided by (i) Wilson Holdings Private Limited, and (ii) the SPV Trust.</p> <p>(b) The Debentures shall also be supported by way of certain post-dated cheques and undated cheques to be provided by the Company.</p>
<p>Special right/interest/privileges attached to the instrument and changes thereof;</p>	<p>N.A.</p> <p>The details of the rights of the Debenture Holders are/will be set out in the DTD and the other Transaction Documents.</p>
<p>Delay in payment of interest / principal amount for a period of more than three months from the due date or default in payment of interest / principal;</p>	<p>The Company hereby agrees to pay default interest at 2% (two percent) per annum over the applicable Annualised Interest Rate on the principal amounts outstanding in respect of the Debentures ("Outstanding Principal Amounts") in case of the occurrence of any Payment Default (as defined in the DTD), from the date of the occurrence of such Payment Default until the Payment Default is cured or the secured obligations are repaid (whichever is earlier).</p> <p>Notwithstanding any other provision of the Transaction Documents and, it is hereby clarified that where an Event of Default (as defined in the DTD) (other than a Payment Default) occurs, the Company shall pay interest on the Debentures at 15% (fifteen percent) per annum on the Outstanding Principal Amounts, from the date of the occurrence of such Event of Default until such Event of Default is cured or the secured obligations are repaid.</p>
<p>Details of any letter or comments regarding payment/non-payment of interest, principal on due dates, or any other matter concerning the security</p>	<p>N.A.</p>

and /or the assets along with its comments thereon, if any;	
Details of redemption of debentures;	Date of redemption of the Debentures: December 2, 2022
any cancellation or termination of proposal for issuance of securities including reasons thereof	None

The Debentures are proposed to be listed on the wholesale debt market segment of the BSE Limited.

We request you to take the aforesaid information on record.

Yours faithfully,
For **Dhanvarsha Finvest Limited**



Fredrick M. Pinto
Company Secretary
ACS No. 22085



SCHEDULE I - ILLUSTRATIVE CASH FLOWS

Illustration of Bond Cash Flows	
Name of the issuer	Dhanvarsha Finvest Limited
Face Value (per security)	Rs.10,00,000/-
Issue Date / Date of Allotment	Issue Opening Date: September 2, 2021 Deemed Date of Allotment: September 2, 2021
Date of Redemption	Redemption Date / Maturity Date: December 2, 2022
Tenure	15 months
Coupon Rate	The annualised interest rate is linked to the price of the BSE SENSEX 30 (to be determined in the manner set out in the DTD).
Frequency of the Coupon Payment with specified dates	Please see below.
Day Count Convention	Actual/Actual

PART A

Cash Flows	Day and date for coupon/ redemption becoming due	Number of days	Amount (in Rupees)
Interest Amounts	December 2, 2022	456	2,28,14,459
Principal	December 2, 2022	456	15,00,00,000
Total (Redemption Payment)			17,28,14,459

*** The determination of the Interest Amounts under this Part A assumes that the Reference Index Performance is greater than -80% (minus eighty percent). The determination of the amounts payable/this redemption schedule is provided for illustrative purposes only and does not present all possible outcomes or describe all factors that may affect the interest amounts payable to the Debenture Holders.*

PART B

Cash Flows	Day and date for coupon/ redemption becoming due	Number of days	Amount (in Rupees)
Interest Amounts	December 2, 2022	456	0
Principal	December 2, 2022	456	15,00,00,000
Total (Redemption Payment)			15,00,00,000

*** The determination of the Interest Amounts under this Part B assumes that the Reference Index Performance is less than or equal to -80% (minus eighty percent). The determination of the amounts payable/this redemption schedule is provided for illustrative purposes only and does not present all possible outcomes or describe all factors that may affect the interest amounts payable to the Debenture Holders.*

For Dhanvarsha Finvest Limited



Fredrick Pinto
Company Secretary
A-22085

