

December 30, 2022

<b>The Manager, Listing Department, BSE Limited, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai 400 001. BSE Scrip Code: 532636</b>	<b>The Manager, Listing Department, The National Stock Exchange of India Ltd., Exchange Plaza, 5<sup>th</sup> Floor, Plot C/1, G Block, Bandra - Kurla Complex, Bandra (E), Mumbai 400 051. NSE Symbol: IIFL</b>
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**Subject: Public Issue by the Company of Secured Redeemable Non-Convertible Debentures of Face Value of ₹1,000 Each (“NCDs” or “Debentures”) for an amount of ₹1,000 Million (“Base Issue Size”) with a Green Shoe Option up to ₹9,000 Million amounting to ₹10,000 Million (“Tranche I Issue Limit”) (“Tranche I Issue”) which is within the Shelf Limit of ₹50,000 Million and is being offered by way of the Tranche I Prospectus dated December 30, 2022 containing inter alia the terms and conditions of Tranche I Issue (“Tranche I Prospectus”), which should be read together with the Shelf Prospectus dated December 30, 2022 (“Shelf Prospectus”) filed with the ROC, Stock Exchanges and Securities and Exchange Board of India (“SEBI”). The Shelf Prospectus and Tranche I Prospectus constitutes the Prospectus (“Prospectus”). The Tranche I Issue is being made pursuant to the provisions of Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (The “SEBI NCS Regulations”), The Companies Act, 2013 and Rules made thereunder as amended and to the Extent Notified.**

Dear Sir/Madam,

With reference to our earlier intimation dated August 06, 2022, we would like to intimate that the Finance Committee of the Board of Directors of the Company at its meeting held on December 30, 2022 has approved the Shelf Prospectus dated December 30, 2022 and Tranche I Prospectus dated December 30, 2022 and the Company has filed the same on December 30, 2022, for the proposed public issue of Non-Convertible Debentures, with the Registrar of Companies, Maharashtra, Mumbai (“ROC”), which is duly taken on record by ROC.

The Tranche I Issue consists of public issue by the Company of Secured Redeemable Non-Convertible Debentures of face value of ₹1,000 each (“NCDs or Debentures”) for an amount upto ₹1,000 million (“Base Issue Size”) with an option to retain oversubscription upto ₹9,000 million aggregating to ₹10,000 million (“Tranche I Issue Limit”) (“Tranche I Issue”) which is within the Shelf Limit of ₹50,000 million.

The details as per SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015, are provided as follows:

Sr. No.	Particulars	Remarks
1	Type of Security	Secured Redeemable Non-Convertible Debentures
2	Type of Issue	Public Issue
3	Total Number of Non-Convertible Debentures proposed to be issued	1,00,00,000 (including the green shoe option)

IIFL Finance Limited

CIN No.: L67100MH1995PLC093797

Corporate Office – 802, 8<sup>th</sup> Floor, Hub Town Solaris, N.S. Phadke Marg, Vijay Nagar, Andheri East, Mumbai 400069

Tel: (91-22) 6788 1000 .Fax: (91-22) 6788 1010

Regd. Office – IIFL House, Sun Infotech Park, Road No. 16V, Plot No. B-23, Thane Industrial Area, Wagle Estate, Thane – 400604 Tel: (91-22) 41035000.

Fax: (91-22) 25806654 E-mail: csteam@iifl.com Website: www.iifl.com

4	Issue Size	₹1,000 Million with an option to retain over-subscription up to ₹9,000 Million, aggregating up to ₹10,000 Million
5	Proposed to be listed on	1) BSE Limited 2) National Stock Exchange of India Limited (NSE) NSE being the Designated Stock Exchange.
6	Tenor	Please refer to Annexure A
7	Deemed Date of allotment	January 24, 2023 (considering the Issue closing date to be January 18, 2023. If the Issue period is closed earlier or extended, the actual date of allotment shall change accordingly)
8	Redemption date	Series I – January 24, 2025 Series II - January 24, 2025 Series III - January 24, 2026 Series IV - January 24, 2026 Series V - January 24, 2028 Series VI - January 24, 2028 Series VII – January 24, 2028  (If the deemed date of allotment changes, the interest payment dates and redemption dates shall change accordingly)
9	Details of coupon/ interest offered, schedule of payment of coupon/interest and principal	Please refer to Annexure A
10	Charge/security, if any, created over the assets	The principal amount of the NCDs to be issued together with all interest due and payable on the NCDs, thereof shall be secured by way of first pari-passu charge in favour of the Debenture Trustee on the present and future receivables, book debts, loan and advances and current assets of our

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		company, as specifically set out in and fully described in the Debenture Trust Deed, except those receivables, present and/or future, specifically and exclusively charged in favour of certain existing charge holders, such that a security cover of at least 100% of the outstanding principal amounts of the NCDs and interest thereon is maintained at all time until the Maturity Date.
11	Special right/ interest / privileges attached to the instrument, and changes thereof	N.A.
12	Details of any letter or comments regarding payment /non-payment of interest, principal on due dates, or any other matter concerning the security and /or the assets along with it comments thereon, if any	N.A.
13	Details of redemption of debentures indicating the manner of redemption (whether out of profits or out of fresh issues) and debentures	N.A.
14	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;	N.A.
15	Any cancellation or termination of proposal for issuance of securities including reasons thereof	N.A.

The said Tranche I Issue opens on January 06, 2023 and closes on January 18, 2023\* with an option of early closure or extension.

*\*This Tranche I Issue shall remain open for subscription on Working Days from 10 a.m. to 5 p.m. (Indian Standard Time) during the period indicated above, except that this Tranche I Issue may close on such earlier date or extended date as may be decided by the Board of Directors of our Company or the Finance Committee, thereof, subject to relevant approvals. In the event of an early closure or extension of this Tranche I Issue, our Company shall ensure that notice of the same is provided to the prospective investors through an advertisement in a daily national newspaper with wide circulation and a regional daily on or before such earlier or initial date of Issue closure. On the Tranche I Issue Closing Date, the Application Forms will be accepted only between 10 a.m. and 3 p.m. (Indian Standard Time) and uploaded until 5 p.m. or such extended time as may be permitted by the Stock Exchange. Further, pending mandate requests for bids placed on the last day of bidding will be validated by 5 p.m. on one Working Day post the Tranche I Issue Closing Date.*

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Kindly take the same on record and oblige.

Thanking You,  
Yours faithfully,

**For IIFL Finance Limited**

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**Sneha Patwardhan**  
**Company Secretary**

**CC:**  
Singapore Exchange Securities Trading Limited  
2, Shenton Way, #02-02, SGX Centre 1,  
Singapore - 068 804

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**Annexure - A**

The specific terms of Issue for Secured NCDs are set out below:

<b>Series*</b>	<b>I</b>	<b>II</b>	<b>III</b>	<b>IV</b>	<b>V</b>	<b>VI</b>	<b>VII</b>
Frequency of Interest Payment	Annual	Cumulative	Annual	Cumulative	Monthly	Annual	Cumulative
Minimum Application	₹ 10,000 (10 NCDs) across all Series						
In Multiples of thereafter (₹)	₹ 1,000 (1 NCD)						
Tenor	24 months	24 months	36 months	36 months	60 months	60 months	60 months
Nature of indebtedness	Secured	Secured	Secured	Secured	Secured	Secured	Secured
Coupon (per annum)	8.50%	-	8.75%	-	8.65%	9.00%	-
Effective Yield (per annum)	8.49%	8.50%	8.74%	8.75%	9.00%	8.99%	9.00%
Mode of Interest Payment	Through various mode available						
Face Value (₹ / NCD)	₹ 1,000	₹ 1,000	₹ 1,000	₹ 1,000	₹ 1,000	₹ 1,000	₹ 1,000
Redemption Value (₹ / NCD)	₹ 1,000	₹ 1,177.50	₹ 1,000	₹ 1,286.45	₹ 1,000	₹ 1,000	₹ 1,539.00
Interest Frequency	Annual	Cumulative	Annual	Cumulative	Monthly	Annual	Cumulative

*\*Our Company shall allocate and allot Series III NCDs wherein the Applicants have not indicated the choice of the relevant NCD Series.*

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