THIS ABRIDGED PROSPECTUS CONSISTS OF 16 PAGES INCLUDING 2 PAGES OF APPLICATION FORM. PLEASE ENSURE THAT YOU **GET ALL PAGES**

Please ensure that you read the Prospectus and the general instructions contained in this Memorandum before applying in the Issue. Unless otherwise specified, all capitalised terms used in this form shall have the meaning ascribed to such terms in the Prospectus dated July 11, 2022. The investors are advised to retain a copy of Abridged Prospectus for their future reference.

You may obtain a physical copy of the Application form from our Registered Office, the Lead Manager, Syndicate Member, Registrar to the Issue, the Designated Branches of Self Certified Syndicate Banks. You may also download the Prospectus from the websites of SEBI, Lead Manager and Stock Exchange i.e. www.sebi.gov.in, www.smccapitals.com and www.bseindia.com, respectively.



KOSAMATTAM FINANCE LIMITED

Our Company was incorporated on March 25, 1987, as 'Standard Shares and Loans Private Limited', a private limited company under the Companies Act, 1956 with a certificate of incorporation issued by Registrar of Companies, Kerala and Lakshadweep, at Kochi, ("RoC"). The name of our Company was changed to 'Kosamattam Finance Private Limited' pursuant to a resolution passed by the shareholders of our Company at the EGM held on June 2, 2004 and a fresh certificate of incorporation dated June 8, 2004 issued by the RoC. Subsequently, upon conversion to a public limited company pursuant to a special resolution of the shareholders of our Company dated November 11, 2013, the name of our Company was changed to 'Kosamattam Finance Limited' and a fresh certificate of incorporation was issued by the RoC on November 22, 2013. Our Company has obtained a certificate of registration dated December 19, 2013 bearing registration no. B-16.00117 issued by the Reserve Bank of India ("RBI") to carry on the activities of a non-banking financial company without accepting public deposits under Section 45 IA of the RBI Act, 1934. For details of changes in our name and registered office, see "History and Certain Other Corporate Matters" on page 114 of the Prospectus. Corporate Identification Number: U65929KL1987PLC004729

Registered Office: Kosamattam City Centre, Floor Number 4th & 5th, T.B Road, Kottayam - 686001, Kerala, India; Tel: +91 481 258 6400;

Company Secretary and Compliance Officer/ Contact Person: Sreenath P; Tel: +91 481 258 6506; E-mail: cs@kosamattam.com; Website: www.kosamattam.com

BRIEF DESCRIPTION OF THE ISSUE

PUBLIC ISSUE BY KOSAMATTAM FINANCE LIMITED, ("COMPANY" OR "ISSUER") OF SECURED, REDEEMABLE, NON-CONVERTIBLE DEBENTURES OF FACE VALUE OF ₹ 1,000 EACH ("NCDS"), AT PAR, AGGREGATING UP TO ₹ 17,500 LAKHS, HEREINAFTER REFERRED TO AS THE "BASE ISSUE" WITH AN OPTION TO RETAIN OVER-SUBSCRIPTION UP TO ₹ 17,500 LAKHS, AGGREGATING UP TO ₹ 35,000 LAKHS, HEREINAFTER REFERRED TO AS THE "OVERALL ISSUE SIZE" (THE "ISSUE"). THE ISSUE IS BEING MADE PURSUANT TO THE PROVISIONS OF SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE AND LISTING OF NON CONVERTIBLE SECURITIES) REGULATIONS, 2021, AS AMENDED, THE COMPANIES ACT, 2013 AND RULES MÀDE THEREUNDER AS AMENDED TO THE EXTENT NOTIFIED AND THÉ SEBI OPERATIONAL CIRCULAR. THE ISSUE IS NOT PROPOSED TO BE UNDERWRITTEN.

GENERAL RISKS

Investors are advised to read the section titled "Risk Factors" on page 17 of the Prospectus. carefully before taking an investment decision in relation to this Issue. For taking an investment decision, the investors must rely on their own examination of the Issuer and the Issue, including the risks involved. The Prospectus has not been and will not be approved by any regulatory authority in India, including the Securities and Exchange Board of India ("SEBI"), any Registrar of Companies or any stock exchange in India.

ISSUER'S ABSOLUTE RESPONSIBILITY

The Issuer, having made all reasonable inquiries, accepts responsibility for and confirms that the Prospectus does contain and will contain all information with regard to the Issuer and the issue, which is material in the context of the issue, that the information contained in the Prospectus will be true and correct in all material aspects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other material facts, the omission of which makes the Prospectus as a whole or any of such information or the expression of any such opinions or intentions misleading in any material respect at the time of the relevant issue.

CREDIT RATING

The NCDs proposed to be issued under this Issue have been rated 'BWR BBB+/Positive', by Brickwork Ratings India Private Limited ("Brickwork Ratings") for an amount up to ₹35,000 lakhs vide their letter dated June 30, 2022. The rating of NCDs by Brickwork Ratings indicates that instruments with this rating are considered to have moderate degree of safety regarding timely servicing of financial obligations. Such instruments carry moderate credit risk. This rating is not a recommendation to buy, sell or hold securities and investors should take their own decisions. The rating provided by rating agency may be suspended, withdrawn or revised at any time by the assigning rating agency on the basis of new information etc., and should be evaluated accordingly. Please refer to page 309 of the Prospectus for the rationale for the above rating.

LISTING

The NCDs offered through the Prospectus are proposed to be listed on the BSE Limited ("BSE"). Our Company has obtained 'in-principle' approval for this Issue from BSE vide their letter dated July 07, 2022. BSE shall be the Designated Stock Exchange for this Issue.

PUBLIC COMMENTS

The Draft Prospectus dated June 30, 2022 was filed with BSE, pursuant to Regulation 27 of the SEBI NCS Regulations and was open for public comments for a period of 7 (seven) Working Days i.e. until 5 p.m. on July 07, 2022.

COUPON RATE, COUPON PAYMENT FREQUENCY, REDEMPTION RATE, REDEMPTION AMOUNT & ELIGIBLE INVESTORS

For details relating to Coupon Rate, Coupon Payment Frequency, Maturity Date and Maturity Amount of the NCDs, see "Terms of the Issue" on page 173 of the Prospectus. For details relating to eligible investors, see "Issue Structure" on page 166 of the Prospectus.

ISSUE PROGRAMME

ISSUE OPENS ON WEDNESDAY, JULY 13, 2022 ISSUE CLOSES ON THURSDAY, AUGUST 04, 2022 **

** 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 the Issue may close on such earlier date as may be decided by the Board of Directors of our Company or Committee thereof subject to receipt of necessary approvals. In the event of such early closure of the Issue, our Company shall ensure that notice of such early closure is given on or before such early date of closure or the initial Closing Date through advertisement/s in an English national daily newspaper and a regional daily newspaper in Kerala where the registered office is located, with wide circulation on or before such earlier date or scheded time as may be permitted by BSE. For further details, see "General Information – Issue Programme" on page 44 of the Prospectus. A copy of the Prospectus shall be delivered to the RoC, in terms of Section 26 of the Companies Act, 2013 along with the requisite endorsed/certified copies of all requisite documents.

For further details, see "Material Contracts and Documents for Inspection" beginning on page 303 of the Prospectus.

PROMOTERS

As on the date of the Prospectus, our Promoters collectively hold 15,86,00,970 Equity Shares, which constitutes 73.13% of our Company's equity shares capital. **Profile of our Promoters:**

Mr. Mathew K. Cherian, aged 66 years, is the Promoter and Chairman and Managing Director of our Company. He has over 40 years of experience in finance business. He received the 'Gandhi Peace Foundation Award' in 2007. He holds 12,84,52,270 Equity Shares, which constitutes 59.23% of our Company's equity share capital.

Permanent Account Number: ABUPC1286H

Date of Birth: November 01, 1955

Ms. Laila Mathew, aged 64 years, is the Promoter and Whole-Time Director of our Company. She has over 30 years of experience in finance business. She holds 3,01,48,300 Equity shares, which constitutes 13.90% our Company's equity share capital.

Permanent Account Number: AEDPM1526Q

Date of Birth: November 02, 1957

Ms. Jilu Saju Varghese, aged 41 years, is the Promoter and Non-Executive Director of our Company. She holds a bachelor's degree in Commerce from Mahatma Gandhi University, Kerala. She has joined our Company as a director in the year 2011. She holds 400 Equity Shares in our Company.

Permanent Account Number: AKQPV0135R

Date of Birth: May 27, 1981

There have been no changes in the Promoter's holding in our Company during last financial year beyond the threshold prescribed by RBI.

For further details, see "Our Promoters" on page 129 of the Prospectus.

			DIRECTORS
Sr.	Name	Designation	Experience
No.			
1.	Mathew K. Cherian	Chairman and Managing	He has over 40 years of experience in finance business. He received the 'Gandhi Peace
		Director	Foundation Award' in 2007.
2.	Laila Mathew	Whole-Time Director	She has over 30 years of experience in finance business.
3.	Jilu Saju Varghese	Non-Executive Director	She holds a bachelor's degree in commerce from Mahatma Gandhi University, Kerala. She has
			8 years of experience in finance. She has joined our Company as a director in the year 2011.
4.	Paul Jose Maliakal	Independent Director	He is qualified chartered accountant and a member of the Institute of Chartered Accountants
			of India.
5.	C. Thomas John	Independent Director	He holds a bachelor's degree in science from the University of Allahabad and post-graduate
		-	diploma in management from the Indira Gandhi National Open University. He has around 44
			years of experience working in the plantations industry.
6.	Sebastian Kurian	Independent Director	He holds a degree of bachelor of law from the University of Kerala and a degree of bachelor
		-	of arts from the University of Kerala.

For further details, please refer "Our Management" on page 116 of the Prospectus.

BUSINESS

We are a systemically important non-deposit taking NBFC primarily engaged in the Gold Loan business, lending money against the pledge of household jewellery ("*Gold Loans*") in the state of Kerala, Tamil Nadu, Karnataka, Andhra Pradesh, Delhi, Maharashtra, Gujarat and Telangana along with the Union Territory of Puducherry. Our Gold Loan portfolio for the financial years ending on March 31, 2022, March 31, 2021 and March 31, 2020 comprised of 8,10,711, 7,18,836 and 7,07,856, respectively gold loan accounts, aggregating to $\overline{\$}$ 3,65,802.24 lakhs, $\overline{\$}$ 3,14,609.59 lakhs and $\overline{\$}$ 2,64,495.77 lakhs, respectively, which is 98.52%, 98.34% and 97.29% of our total loans portfolio as on those dates. As on June 30, 2022, we had a network of 997 branches spread in the states of Kerala, Tamil Nadu, Karnataka, Andhra Pradesh, Delhi, Maharashtra, Gujarat and Telangana along with the Union Territory of Puducherry and we employed 3,570 persons in our business operations. We belong to the Kosamattam Group led by Mathew K. Cherian. We are headquartered in Kottayam in the state of Kerala.

Our product portfolio:

Gold Loans: Our lending business is primarily Gold Loans, which are typically loans against pledge of gold jewellery. As of the March 31, 2022, we had approximately 8,10,711 loan accounts, representing an aggregate principal balance of ₹ 3,65,802.24 lakhs. For the financial years ended March 31, 2022, March 31, 2021 and March 31, 2020, our Gold Loan portfolio yield representing interest income on gold loans as a percentage of average outstanding of Gold Loans, for the same period were 17.70%, 17.76% and 19.43%, respectively, per annum. For the financial years ended March 31, 2022, March 31, 2020, income from interest earned on our Gold Loans constituted 96.38%, 94.89% and 93.57%, of our total income for the respective years. We offer variety of Gold Loan schemes to our customers to suit their individual needs. The schemes differ in relation to the amount advanced per gram of gold, interest rate chargeable and amount of loan.

For further details, see "Our Business" on page 95 of the Prospectus.

RISK FACTORS

The below mentioned risks are top 10 risk factors, as per the Prospectus, including 3 each pertaining to the Issuer and the NCDs. Please read the risk factors carefully, see section titled "Risk Factors" on page 17 of the Prospectus.

- 1. Spread of COVID-19 pandemic could have a significant effect on our results of operations and could negatively impact our business, revenues, financial condition and result of operations.
- 2. We have been subject to an inspection by the RBI and any adverse action taken could affect our business and operations.
- 3. We have received a letter dated February 10, 2014 from the RBI ("RBI Letter") inter-alia alleging non-compliance with RBI circular DNBS (T) No. 983/02.03.057/2013-14 dated October 29, 2008 ("RBI Circular"). Further, we have also received a letter dated July 29, 2016 from the RBI, pursuant to an inspection under Section 12(1) of the FEMA, relating to our money changing business ("RBI Inspection Letter"). Any adverse order by RBI could adversely affect our ability to conduct business, which would in turn result in material adverse effect on our business and results of operations.

4 KOSAMATTAM FINANCE LIMITED

- 4. We are subject to inspections by CDSL in our capacity as a depository participant and any adverse action taken by CDSL could affect our business and operations.
- 5. We are subject to restrictive covenants in certain short-term and long-term debt facilities provided to us by our lenders.
- 6. Our ability to access capital also depends on our credit ratings. Any downgrade in our credit ratings would increase borrowing costs and constrain our access to capital and lending markets and, thus, would negatively affect our net interest margin and our business.
- 7. Our Company, two of our Promoter Directors and one of our Group Companies are subject to certain legal proceedings and any adverse decision in such proceedings may have a material adverse effect on our business, financial condition and results of operations.
- 8. Changes in interest rates may affect the price of our NCDs which frequently accompany inflation and/or a growing economy, are likely to have a negative effect on the price of our NCDs.
- 9. The fund requirement and deployment mentioned in the Objects of the Issue have not been appraised by any bank or financial institution.
- 10. The liquidity for the NCDs in the secondary market is very low and it may remain so in the future and the price of the NCDs may be volatile.

For further details, see "Risk Factors" on page 17 of the Prospectus.

FINANCIAL HIGHLIGHTS

As per Schedule I of SEBI (Issue and listing of Non-Convertible Securities) Regulations, 2021, as amended :

			(र in lakhs)
Parameters	Fiscal year 2022	Fiscal year 2021	Fiscal Year 2020
BALANCE SHEET			
Net Fixed Assets	12,204.96	12,278.28	12,242.33
Current Assets	4,28,114.69	3,81,067.37	3,11,229.42
Non- Current Assets	14,090.85	7,270.64	6,272.83
Total Assets	4,54,410.50	4,00,616.29	3,29,744.58
Non- Current Liabilities (including maturities of long-term borrowings and short-term borrowings)			
Financials (borrowings, trade payables, and other financial liabilities)	2,13,875.57	2,08,948.89	1,60,779.96
Provisions	601.37	427.09	138.06
Deferred Tax Liabilities (Net)	(916.06)	(843.12)	(1,069.31)
Other Non – Current Liabilities	Nil	Nil	Nil
Current Liabilities (including maturities of long-term borrowings)			
Financials (borrowings, trade payables, and other financial liabilities)	1,76,345.93	1,40,959.71	1,28,727.81
Provisions	125.58	3.97	2.46
Current Tax Liabilities (Net)	(1,562.56)	(1,095.74)	(981.63)
Other Current Liabilities	238.25	156.65	80.59
Equity (equity and other equity)	65,702.42	52,058.85	42,046.64
Total Equity and Liabilities	4,54,410.50	4,00,616.29	3,29,744.58
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PROFIT AND LOSS			
Total Revenue	62,478.73	54,184.17	49,933.42
From Operations	62,464.65	54,175.03	49,923.42
Other Income	14.08	9.14	10
Total Expense	51,753.50	44,584.81	40,687.52
Total Comprehensive Income	51,755.50	1,501.01	10,007.02
Profit/ Loss Before Tax	10,725.23	9,599.36	9,245.90
Other Comprehensive Income	(107.59)	(6.97)	3.37
Profit/ Loss after Tax	7.892.07	6,524.61	4,766.38
Earnings per Share (a) basic; and (b) diluted	1,052.07	0,521.01	1,700.50
Continuing Operations			
(a) Basic	3.83	3.31	2.49
(b) Diluted	3.83	3.12	2.36
Discontinued Operations	5.05	5.12	2.50
(a) Basic			_
(b) Diluted			
Total Continuing and discontinued	-	-	-
Operations			
Basic	3.83	3.31	2.49
Diluted	3.83	3.12	2.49
	3.03	5.12	2.30
CASH FLOW			
	(37,899.93)	(41,903.60)	(21 676 15)
Net Cash generated from/(used in) operating activities			(34,676.45)
Net Cash (used in) /generated from investing activities	(8,900.58)	(6,045.41)	(1,513.27)
Net Cash from/ (used in) financing activities	37,743.62	60,814.69	27,802.92
Cash and Cash Equivalents	7,301.97	16,358.86	3,493.19
Balance as per Statement of Cash Flow	7,301.97	16,358.86	3,493.19
ADDITIONAL INFORMATION		ED 055 00	10 0 10 55
Net worth	65,699.56	52,055.99	42,043.77

(₹ in lakhs)

Parameters	Fiscal year 2022	Fiscal year 2021	Fiscal Year 2020
Cash and Cash Equivalents	7,301.97	16,358.86	3,493.19
Current Investments	-	-	-
Assets under Management	4,00,725.00	3,47,826.38	2,97,247.00
Off Balance Sheet Assets	-	-	-
Total Debt to Total Assets	0.84	0.86	0.86
Debt Service Coverage Ratio	-	-	-
Interest Income	62,126.39	53,799.22	49,510.43
Interest Expense	36,915.29	31,592.58	28,106.98
Interest Service Coverage Ratio	-	-	-
Provisioning and Write Off	0.67	NIL	119.76
Bad Debts to Account Receivable Ratio	-	-	-
Gross NPA (%)	1.55%	1.45%	1.59%
Net NPA (%)	0.95%	0.86%	1.07%
Tier I Capital Adequacy Ratio (%)	14.45%	13.58%	12.86%
Tier II Capital Adequacy Ratio (%)	4.20%	5.02%	5.01%

Gross Debt Equity Ratio of the Company:

Parameters	As on March 31,2022
Before Issue of the Debt Securities	5.87
After Issue of the Debt Securities	6.40

Note 1: The debt equity ratio post issue is indicative.

Note 2: The debt equity ratio pre-issue is calculated based on the audited financial statements for the year ended March 31, 2022.

For detailed financial results of our Company, please refer to page 132 of the Prospectus.

CONTACT DETAILS RELATING TO ENTITIES ASSOCIATED WITH THE ISSUE

LEAD MANAGER TO THE ISSUE



SMC Capitals Limited

A-401/402, Lotus Corporate Park, Off Western Express Highway, Jai Coach Signal, Goregaon (East), Mumbai – 400063 Maharashtra, India Tel: +91 22 66481818; E-mail: kfl.ncd2022@smccapitals.com; Website: www.smccapitals.com Contact Person: Satish Mangutkar/ Bhavin Shah SEBI Registration No: INM000011427

REGISTRAR TO THE ISSUE



Kfin Technologies Limited Selenium Tower-B, Plot 31&32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad - 500 032, Telangana, India Tel: +91 40 6716 2222; Fax: +91 40 2343 1551; Email: einward.ris@kfintech.com; Website: www.kfintech.com Contact Person: M Murali Krishna SEBI Registration Number: INR000000221

DEBENTURE TRUSTEE TO THE ISSUE

VISTRA ITCL

Vistra ITCL (India) Limited The IL&FS Financial Centre, Plot C – 22, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 Tel: +91 22 2659 3333 Email: itclcomplianceofficer@vistra.com Website: www.vistraitcl.com Contact Person: Jatin Chonani – Compliance Officer SEBI Registration Number: IND000000578

Public Issue Account Bank, Banker to the Issue, Sponsor Bank and Refund Bank

HDFC Bank Limited

Lodha, I Think Techno Campus O-3 Level, Next to Kanjurmarg Railway Station,

Knajurmarg (East), Mumbai - 400 042; Tel: +91 22 30752929/ 2928/ 2914

Email: siddharth.jadhav@hdfcbank.com, sachin.gawade@hdfcbank.com, neerav.desai@hdfc.com, eric.bacha@hdfcbank.com, tushar.gavankar@hdfcbank.com Contact Person: Neerav Desai, Eric Bacha, Siddharth Jadhav, Sachin Gawade, Tushar Gavankar

Website: www.hdfcbank.com

SEBI Registration No: INBI00000063

Self-Certified Syndicate Banks

The banks which are registered with SEBI under the Securities and Exchange Board of India (Bankers to an Issue) Regulations, 1994 and offer services in relation to ASBA, including blocking of an ASBA Account, a list of which is available on https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes or at such other website as may be prescribed by SEBI from time to time.

OBJECTS OF THE ISSUE

The Net Proceeds raised through the Issue will be utilised for the following activities in the ratio provided as below:

- 1. For the Purpose of onward lending at least 40% and for repayment of interest and principal of existing debts of the Company up to 35% of the amount raised and allotted in the issue.
- 2. For General Corporate Purpose Maximum up to 25% of the amount raised and allotted in the issue.

ISSUE PROCEDURE

1. Applications cannot be made by:

The following categories of persons, and entities, shall not be eligible to participate in this Issue and any Application from such persons and entities are liable to be rejected:

- (a) Minors without a guardian name*(A guardian may apply on behalf of a minor. However, Application by minors must be made through Application Forms that contain the names of both the minor Applicant and the guardian);
- (b) Foreign nationals, NRI inter-alia including any NRIs who are (i) based in the USA, and/or, (ii) domiciled in the USA, and/or, (iii) residents/citizens of the USA, and/or, (iv) subject to any taxation laws of the USA;
- (c) Persons resident outside India and other foreign entities;
- (d) Foreign Portfolio Investors;
- (e) Foreign Venture Capital Investors;
- (f) Qualified Foreign Investors;
- (g) Overseas Corporate Bodies; and
- (h) Persons ineligible to contract under applicable statutory/regulatory requirements.
- (i) Any other category of Applicants not provided for under "Issue Procedure Who can apply?" on page 188 of the Prospectus.

INSTRUCTIONS FOR COMPLETING THE APPLICATION FORM

General Instructions

A. General instructions for completing the Application Form

- Applications must be made in prescribed Application Form only;
- All Applicants need to tick the Series of NCDs in the Application Form that they wish to apply for. Applications for all the Series of the NCDs may be made in a single Application Form only.
- Application Forms must be completed in BLOCK LETTERS IN ENGLISH, as per the instructions contained in the Prospectus and the Application Form.
- If the Application is submitted in joint names, the Application Form should contain only the name of the first Applicant whose name should also appear as the first holder of the depository account held in joint names.
- It shall be mandatory for subscribers to the Issue to furnish their PAN and any Application Form, without the PAN is liable to be rejected, irrespective of the amount of transaction.
- Applications should be in single or joint names and not exceeding three names, and in the same order as their Depository Participant details (in case of
 Applicants applying for Allotment of the Bonds in dematerialised form) and Applications should be made by Karta in case the Applicant is an HUF. The
 Applicant is required to specify the name of an Applicant in the Application Form as 'XYZ Hindu Undivided Family applying through PQR', where PQR
 is the name of the Karta. Please ensure that such Applications contain the PAN of the HUF and not of the Karta.
- Applicants must provide details of valid and active DP ID, Client ID, PAN clearly and without error. On the basis of such Applicant's active DP ID, Client ID, PAN provided in the Application Form, and as entered into the electronic Application system of the Stock Exchange by SCSBs, the Designated Intermediaries, the Registrar will obtain from the Depository the Demographic Details. Invalid accounts, suspended accounts or where such account is classified as invalid or suspended may not be considered for Allotment of the NCDs.
- Applications must be for a minimum of 10 NCDs and in multiples of one NCD thereafter. For the purpose of fulfilling the requirement of minimum application size of 10 NCDs, an Applicant may choose to apply for 10 NCDs of the same series or across different series.
- If the ASBA Account holder is different from the Applicant, the Application Form should be signed by the ASBA Account holder also, in accordance with the instructions provided in the Application Form.
- If the depository account is held in joint names, the Application Form should contain the name and PAN of the person whose name appears first in the depository account and signature of only this person would be required in the Application Form. This Applicant would be deemed to have signed on behalf of joint holders and would be required to give confirmation to this effect in the Application Form.
- Thumb impressions and signatures other than in English/Hindi/Gujarati/Marathi or any other languages specified in the 8th Schedule of the Constitution needs to be attested by a Magistrate or Notary Public or a Special Executive Magistrate under his/her seal;
- All Applicants are required to ensure that the Application Forms are submitted at the Designated Branches of SCSBs or the Collection Centres provided in the Application Forms, bearing the stamp of the relevant Designated Intermediary/Designated Branch of the SCSB;
- The Designated Intermediaries or the Designated Branches of the SCSBs, as the case may be, will acknowledge the receipt of the Application Forms by stamping and returning to the Applicants the acknowledgement slip. This acknowledgement slip will serve as the duplicate of the Application Form for the records of the Applicant.

- Applicants must ensure that the requisite documents are attached to the Application Form prior to submission and receipt of acknowledgement from the relevant Designated Intermediaries or the Designated Branch of the SCSBs, as the case may be.
- All Applicants are required to check if they are eligible to apply as per the terms of the Prospectus and applicable law, rules, regulations, guidelines and approvals;
- · All Applicants are required to tick the relevant column of "Category of Investor" in the Application Form;
- All Applicants should correctly mention the ASBA Account number (including bank account number/ bank name and branch) and ensure that funds equal to the Application Amount are available in the ASBA Account before submitting the Application Form to the Designated Branch and also ensure that the signature in the Application Form matches with the signature in Applicant's bank records, otherwise the Application is liable to be rejected;
- A system generated acknowledgement (TRS) will be given to the Applicant as a proof of the registration of each Application. It is the Applicant's responsibility to obtain the acknowledgement from the Designated Intermediaries and the Designated Branches of the SCSBs, as the case may be; and
- In case of any revision of Application in connection with any of the fields which are not allowed to be modified on the electronic application platform of the Stock Exchanges as per the procedures and requirements prescribed by each relevant Stock Exchange, the Applicants should ensure that they have first withdrawn their original Application and submit a fresh Application.

The series, mode of allotment, PAN, demat account no. etc. should be captured by the relevant Designated Intermediaries in the data entries as such data entries will be considered for allotment.

Applicants should note that neither the Designated Intermediaries nor the SCSBs, as the case may be, will be liable for error in data entry due to incomplete or illegible Application Forms.

B. Applicant's Beneficiary Account Details

Applicants must mention their DP ID, Client ID and UPI ID (wherever applicable) in the Application Form and ensure that the name provided in the Application Form is exactly the same as the name in which the Beneficiary Account is held. In case the Application Form is submitted in the first Applicant's name, it should be ensured that the Beneficiary Account is held in the same joint names and in the same sequence in which they appear in the Application Form. In case the DP ID, Client ID, PAN and UPI ID (wherever applicable) mentioned in the Application Form and entered into the electronic system of the Stock Exchange do not match with the DP ID, Client ID, PAN and UPI ID (wherever applicable) available in the Depository database or in case PAN is not available in the Depository database, the Application Form is liable to be rejected. Further, Application Forms submitted by Applicants whose beneficiary accounts are inactive, will be rejected.

On the basis of the Demographic Details as appearing on the records of the DP, the Registrar to the Issue will take steps towards demat credit of NCDs. Hence, Applicants are advised to immediately update their Demographic Details as appearing on the records of the DP and ensure that they are true and correct, and carefully fill in their Beneficiary Account details in the Application Form. Failure to do so could result in delays in demat credit and neither our Company, Designated Intermediaries, SCSBs, Registrar to the Issue nor the Stock Exchange will bear any responsibility or liability for the same.

In case of Applications made under power of attorney, our Company in its absolute discretion, reserves the right to permit the holder of Power of Attorney to request the Registrar that for the purpose of printing particulars on the Allotment Advice, the demographic details obtained from the Depository of the Applicant shall be used.

By signing the Application Form, the Applicant would have deemed to have authorized the Depositories to provide, upon request, to the Registrar to the Issue, the required Demographic Details as available on its records. The Demographic Details given by Applicant in the Application Form would not be used for any other purpose by the Registrar to the Issue except in relation to this Issue. Allotment Advice would be mailed by speed post or registered post at the address of the Applicants as per the demographic details received from the Depositories. Applicants may note that delivery of Allotment Advice may get delayed if the same once sent to the address obtained from the Depositories are returned undelivered. Further, please note that any such delay shall be at such Applicants' sole risk and neither our Company, Registrar to the Issue, Public Issue Account Bank and Sponsor Bank, nor the Lead Manager shall be liable to compensate the Applicant for any losses caused to the Applicants due to any such delay or liable to pay any interest for such delay. In case of refunds through electronic modes as detailed in the Prospectus, refunds may be delayed if bank particulars obtained from the Depository Participant are incorrect

With effect from August 16, 2010, the beneficiary accounts of Applicants for whom PAN details have not been verified shall be suspended for credit and no credit of NCDs pursuant to this Issue will be made into the accounts of such Applicants. Application Forms submitted by Applicants whose beneficiary accounts are inactive shall be rejected. Furthermore, in case no corresponding record is available with the Depositories, which matches the three parameters, namely, DP ID, Client ID, PAN and UPI ID (wherever applicable), then such Application are liable to be rejected.

C. Permanent Account Number (PAN)

The Applicant should mention his or her Permanent Account Number (PAN) allotted under the IT Act. For minor Applicants, applying through the guardian, it is mandatory to mention the PAN of the minor Applicant. In accordance with Circular No. MRD/DOP/Cir-05/2007 dated April 27, 2007 issued by SEBI, the PAN would be the sole identification number for the participants transacting in the securities market, irrespective of the amount of transaction. Any Application Form, without the PAN is liable to be rejected, irrespective of the amount of transaction. It is to be specifically noted that the Applicants should not submit the GIR number instead of the PAN as the Application is liable to be rejected on this ground.

D. Joint Applications

Applications may be made in single or joint names (not exceeding three). In the case of joint Applications all interest / redemption amount payments will be made out in favour of the first Applicant. All communications will be addressed to the first named Applicant whose name appears in the Application Form and at the address mentioned therein. If the depository account is held in joint names, the Application Form should contain the name and PAN of the person whose name appears first in the depository account and signature of only this person would be required in the Application Form. This Applicant would be deemed to have signed on behalf of joint holders and would be required to give confirmation to this effect in the Application Form.

E. Additional/ Multiple Applications

An Applicant is allowed to make one or more Applications for the NCDs for the same or other series of NCDs, subject to a minimum application size as specified in the Prospectus and in multiples thereafter as specified in the Prospectus. **Any Application for an amount below the aforesaid minimum application size will be deemed as an invalid application and shall be rejected.** However, multiple Applications by the same individual Applicant aggregating to a value exceeding ξ 10 lakhs shall be deemed such individual Applicant to be an HNI Applicant and all such Applications shall be grouped in the HNI Portion, for the purpose of determining the basis of allotment to such Applicant. However, any Application made by any person in his individual capacity and an Application made by such person in his capacity as a Karta of a Hindu Undivided family and/or as Applicant (second or third Applicant), shall not be deemed to be a multiple Applications shall be grouped together and treated as one Application. Two or more Applications will be deemed to be multiple Applications if the sole or first Applicant is one and the same. For the sake of clarity, two or more applications shall be deemed to be a multiple Application for the aforesaid purpose if the PAN number of the sole or the first Applicant is one and the same.

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REJECTION OF APPLICATIONS

Applications would be liable to be rejected on the technical grounds listed below or if all required information is not provided or the Application Form is incomplete in any respect. The Board of Directors and/or a duly constituted committee thereof, reserves it's full, unqualified and absolute right to accept or reject any Application in whole or in part and in either case without assigning any reason thereof.

Application may be rejected on one or more technical grounds, including but not restricted to:

- (a) Application by persons not competent to contract under the Indian Contract Act, 1872, as amended, (other than minors having valid Depository Account as per Demographic Details provided by Depositories);
- (b) Applications by persons prohibited from buying, selling or dealing in securities, directly or indirectly, by SEBI or any other regulatory authority;
- (c) Applications accompanied by cash, draft, cheques, money order or any other mode of payment other than amounts blocked in the Applicants' ASBA Account maintained with an SCSB;
- (e) Investor Category in the Application Form not being ticked;
- (f) Application Amount blocked being higher or lower than the value of NCDs Applied for. However, our Company may allot NCDs up to the number of NCDs Applied for, if the value of such NCDs Applied for exceeds the minimum Application size;
- (g) Applications where a registered address in India is not provided for the non-Individual Applicants;
- (h) In case of partnership firms (except LLPs), NCDs applied for in the name of the partnership and not the names of the individual partner(s);
- (i) Minor Applicants (applying through the guardian) without mentioning the PAN of the minor Applicant;
- (j) PAN not mentioned in the Application Form, in case of minor Applicants applying through guardian, when PAN of the Applicant is not mentioned;
- (k) DP ID, Client ID and UPI ID (wherever applicable) not mentioned in the Application Form;
- (l) GIR number furnished instead of PAN;
- (m) Applications by OCBs;
- (n) Applications for an amount below the minimum application size;
- (o) Submission of more than five ASBA Forms per ASBA Account;
- (p) Applications by persons who are not eligible to acquire NCDs of our Company in terms of applicable laws, rules, regulations, guidelines and approvals;
- (q) Applications under power of attorney or by limited companies, corporate, trust etc. submitted without relevant documents;
- (r) Applications accompanied by Stockinvest/ cheque/ money order/ postal order/ cash;
- (s) Signature of sole Applicant missing, or in case of joint Applicants, the Application Forms not being signed by the first Applicant (as per the order appearing in the records of the Depository);
- (t) Applications by persons debarred from accessing capital markets, by SEBI or any other appropriate regulatory authority;
- (u) Application Forms not being signed by the ASBA Account holder, if the account holder is different from the Applicant
- (v) Signature of the ASBA Account holder on the Application Form does not match with the signature available on the SCSB bank's records where the ASBA Account mentioned in the Application Form is maintained;
- (w) Application Forms submitted to the Designated Intermediaries or to the Designated Branches of the SCSBs does not bear the stamp of the SCSB and/or the Designated Intermediary, as the case may be;
- (x) ASBA Applications not having details of the ASBA Account to be blocked or the UPI-linked Account to be blocked;
- (y) In case no corresponding record is available with the Depositories that matches three parameters namely, DP ID, Client ID, UPI ID and PAN;
- (z) Inadequate funds in the ASBA Account to enable the SCSB to block the Application Amount specified in the Application Form at the time of blocking such Application Amount in the ASBA Account or no confirmation is received from the SCSB for blocking of funds;
- (aa) SCSB making an Application (a) through an ASBA account maintained with its own self or (b) through an ASBA Account maintained through a different SCSB not in its own name or (c) through an ASBA Account maintained through a different SCSB in its own name, where clear demarcated funds are not present or (d) through an ASBA Account maintained through a different SCSB in its own name which ASBA Account is not utilised solely for the purpose of applying in public issues;
- (bb) Applications for amounts greater than the maximum permissible amount prescribed by the regulations and applicable law;
- (cc) Authorization to the SCSB for blocking funds in the ASBA Account not provided;
- (dd) Applications by any person outside India;
- (ee) Applications not uploaded on the online platform of the Stock Exchange;
- (ff) Applications uploaded after the expiry of the allocated time on the Issue Closing Date, unless extended by the Stock Exchange, as applicable;
- (gg) Application Forms not delivered by the Applicant within the time prescribed as per the Application Form, the Prospectus and as per the instructions in the Application Form and the Prospectus;
- (hh) Applications by Applicants whose demat accounts have been 'suspended for credit' pursuant to the circular issued by SEBI on July 29, 2010 bearing number CIR/MRD/DP/22/2010;
- (ii) Applications providing an inoperative demat account number;
- (jj) Applications submitted to the Designated Intermediaries other than the Collection Centers or at a Branch of a SCSB which is not a Designated Branch;
- (kk) Applications submitted directly to the Public Issue Bank (except in case the ASBA Account is maintained with the said bank as a SCSB;
- (ll) Investor Category not ticked;
- (mm) In case of cancellation of one or more orders (series) within an Application, leading to total order quantity falling under the minimum quantity required for a single Application;
- (nn) A UPI Investor applying through the UPI Mechanism, not having accepted the UPI Mandate Request by 5:00 pm on the third Working Day from the day of bidding on the stock exchange except on the last day of the Issue Period, where the UPI Mandate Request not having been accepted by 5:00 pm of the next Working Day; and
- (00) A non-UPI Investor making an Application under the UPI Mechanism, i.e., an Application for an amount more than ₹5 lakhs.

BASIS OF ALLOTMENT

1) Reservations shall be made for each of the Categories in the below mentioned format:

Particulars	Category I	Category II	Category III	Category IV
% of the Issue Size	10%	10%	30%	50%
Size in Amount	₹1,750 Lakh	₹ 1,750 Lakh	₹ 5,250 Lakh	₹ 8,750 Lakh

(a) Under subscription:

Under subscription, if any, in any Portion, priority in allotments will be given in the following order:

- (i) Retail Individual Investor Portion
- (ii) High Networth Individual Portion
- (iii) Non-Institutional Portion
- (iv) Institutional Portion
- on a first come first serve basis

Within each Portion, priority in Allotments will be given on a first-come-first-serve basis, based on the date of upload of each Application into the electronic system of the Stock Exchange.

For each Portion, all Applications uploaded in to the Electronic Book with the Stock Exchange would be treated at par with each other. Allotment would be on proportionate basis, where Applications uploaded into the Platform of the Stock Exchange on a particular date exceeds NCDs to be allotted for each Portion respectively.

Minimum allotment of 1 (one) NCD and in multiples of 1 (one) NCD thereafter would be made in case of each valid Application.

(b) Allotments in case of oversubscription:

In case of an oversubscription, allotments to the maximum extent, as possible, will be made on a first-come first-serve basis and thereafter on proportionate basis, i.e. full allotment of NCDs to the valid applicants on a first come first serve basis for forms uploaded up to 5 pm of the date falling 1 (one) day prior to the date of oversubscription and proportionate allotment of NCDs to the valid applicants on the date of oversubscription (based on the date of upload of the Application on the Stock Exchange Platform, in each Portion). In case of over subscription on date of opening of the Issue, the Allotment shall be made on a proportionate basis. Applications received for the NCDs after the date of oversubscription will not be considered for allotment.

In view of the same, the Investors are advised to refer to the Stock Exchange website at www.bseindia.com for details in respect of subscription.

- (a) Proportionate Allotments: For each Portion, on the date of oversubscription:
 - (i) Allotments to the applicants shall be made in proportion to their respective application size, rounded off to the nearest integer;
 - (ii) If the process of rounding off to the nearest integer results in the actual allocation of NCDs being higher than the Issue size, not all applicants will be allotted the number of NCDs arrived at after such rounding off. Rather, each applicant whose allotment size, prior to rounding off, had the highest decimal point would be given preference;
 - (iii) In the event, there are more than one applicant whose entitlement remain equal after the manner of distribution referred to above, our Company will ensure that the basis of allotment is finalised by draw of lots in a fair and equitable manner.
- (b) Applicant applying for more than one Options of NCDs:

If an applicant has applied for more than one Options of NCDs, and in case such applicant is entitled to allocation of only a part of the aggregate number of NCDs applied for due to such applications received on the date of oversubscription, the option-wise allocation of NCDs to such applicants shall be in proportion to the number of NCDs with respect to each option, applied for by such applicant, subject to rounding off to the nearest integer, as appropriate in consultation with Lead Manager and Designated Stock Exchange.

In cases of odd proportion for allotment made, our Company in consultation with the Lead Manager will allot the residual NCD (s) in the following order:

- (i) first with monthly interest payment in decreasing order of tenor i.e. Options VII, V, IV, II and I; and
- (ii) followed by payment on maturity options in decreasing order of tenor i.e. Options VIII, VI and III.

Hence using the above procedure, the order of allotment for the residual NCD (s) will be: Options VII, V, IV, II, I, VIII, VI and III.

All decisions pertaining to the basis of allotment of NCDs pursuant to the Issue shall be taken by our Company in consultation with the Lead Manager, and the Designated Stock Exchange and in compliance with the aforementioned provisions of the Prospectus.

Our Company would allot Option I NCDs to all valid applications, wherein the applicants have not indicated their choice of the relevant options of the NCDs. Valid applications where the Application Amount received does not tally with or is less than the amount equivalent to value of number of NCDs applied for, may be considered for Allotment, to the extent of the Application Amount paid rounded down to the nearest ₹1,000 in accordance with the pecking order mentioned above.

All decisions pertaining to the basis of allotment of NCDs pursuant to the Issue shall be taken by our Company in consultation with the Lead Manager and the Designated Stock Exchange and in compliance with the aforementioned provisions of the Prospectus.

INVESTOR WITHDRAWALS

Withdrawal of Applications during the Issue Period

Applicants can withdraw their Applications until the Issue Closing Date. In case an Applicant wishes to withdraw the Application during the Issue Period, the same can be done by submitting a request for the same to the concerned Designated Intermediary who shall do the requisite.

In case of Applications (other than under the UPI Mechanism) were submitted to the Designated Intermediaries, upon receipt of the request for withdrawal from the Applicant, the relevant Designated Intermediary, as the case may be, shall do the requisite, including deletion of details of the withdrawn Application Form from the electronic system of the Stock Exchange and intimating the Designated Branch of the SCSB to unblock the funds blocked in the ASBA Account at the time of making the Application. In case of Applications (other than under the UPI Mechanism) submitted directly to the Designated Branch of the SCSB, upon receipt of the request for withdrawal from the Applicant, the relevant Designated Branch shall do the requisite, including deletion of details of the withdrawn Application Form from the electronic system of the Stock Exchange and unblocking of the funds in the ASBA Account, directly.

Withdrawal of Applications after the Issue Period

In case an Applicant wishes to withdraw the Application after the Issue Closing Date or early closure date, the same can be done by submitting a withdrawal request to the Registrar to the Issue prior to the finalization of the Basis of Allotment.

TERMS OF THE ISSUE

1. Minimum Subscription

If our Company does not receive the minimum subscription of 75% of Base Issue Size i.e. \gtrless 13,125 lakhs prior to the Issue Closing Date, the entire subscription amount shall be unblocked within 8 Working Days from the date of closure of the Issue. If there is delay in the unblocking of Application Amounts beyond the time prescribed above, the Company will pay interest for the delayed period at the rate of 15% per annum for the delayed period.

2. Right to Recall or Redeem prior to Maturity:

There is no put or call option available to any Investor. Please refer to page 181 of the Prospectus.

3. Security

The NCDs will be secured by way of creating paripassu charge over on all movable assets (excluding charge on the written down value of furniture and fixtures to the extent of $\gtrless10,80,91,696/-$), including book debts and receivables, cash and bank balances, loans and advances, both present and future of the Company equal to the value of one time of the NCDs outstanding plus interest accrued until all amounts on the NCDs are repaid in full pursuant to the terms of the Debenture Trust Deed. For details, please refer to page 173 of the Prospectus.

DEBT TO EQUITY RATIO

The Debt-Equity ratio of the Company as of March 31, 2022

Particulars	Stand	alone	Consol	idated
	Pre Issue	Post Issue	Pre Issue	Post Issue
	Amount (₹ in Lakhs)			
Debt				· · · · ·
Debt Securities	2,23,564.73	2,58,564.73	2,23,564.73	2,58,564.73
Borrowings (other than debt securities)	1,31,944.31	1,31,944.31	1,31,944.31	1,31,944.31
Subordinated liabilities	30,014.98	30,014.98	30,014.98	30,014.98
Total Debt	3,85,524.02	4,20,524.02	3,85,524.02	4,20,524.02
Shareholder's Fund				
Equity				
Equity Share Capital	21,687.93	21,687.93	21,687.93	21,687.93
Other Equity				
Capital Reserve	9.07	9.07	9.07	9.07
Statutory Reserve	8,279.52	8,279.52	8,279.52	8,279.52
Revaluation Reserve	2.86	2.86	2.86	2.86
Securities Premium	7,068.66	7,068.66	7,068.66	7,068.66
General Reserve	11,660.97	11,660.97	11,660.97	11,660.97
Impairment Reserve	4,088.74	4,088.74	4,088.74	4,088.74
Other comprehensive Income	(87.69)	(87.69)	(87.69)	(87.69)
Retained Earnings	12,992.36	12,992.36	12,992.36	12,992.36
Total Shareholder's Fund	65,702.42	65,702.42	65,702.42	65,702.42
Debt Equity Ratio (No. of Times)	5.87	6.40	5.87	6.40

LEGAL AND OTHER INFORMATION

A. Total number of material outstanding litigations against the Company and amount involved -There is 29 outstanding litigations involving our Company, the amount of which is ₹ 6,416.09 lakhs.

B. Brief details of top 5 material outstanding litigations against the Company and amount involved

Sr. No.	Particulars	Litigation filed by	Current Status	Amount Involved (in lakhs)
1	The Assistant Commissioner of Income Tax, Central Circle, Kottayam ("AO") has passed an order			₹ 1,469.92
	dated December 29, 2019 under section 143(3) of the Income Tax Act, 1961 ("Act") read with		currently pending	
	section 153A of the Act, raising a demand of ₹1,426.08 lakhs for the Assessment Year 2016-17		before CIT – A.	
	("Assessment Order"). Our Company has filed an application on January 9, 2020 with the AO			
	under section 154 of the Act in order to rectify the Assessment Order. Our Company has also filed			
	an appeal before the Commissioner of Income Tax (Appeals) ("CIT - A") against the Assessment			
	Order. On September 30, 2020, CIT – A passed an order under section 154 of the Act based on the			
	rectification filed by our Company and revised the total demand to ₹1,469.92 lakhs.			
2	The Assistant Commissioner of Income Tax, Central Circle, Kottayam ("AO") has passed an order	Income Tax	The matter is	₹ 1,154.78
	dated December 29, 2019 under section 143(3) of the Income Tax Act, 1961 ("Act") read with section	Department	currently pending	
	153A of the Act, raising a demand of ₹1,154.78 lakhs for the Assessment Year 2015-16 ("Assessment	<u>^</u>	before CIT – A.	
	Order"). Our Company has filed a rectification application on January 09, 2020 with the AO under			
	section 154 of the Act in order to rectify the Assessment Order. Our Company has also filed an			
	appeal before the Commissioner of Income Tax (Appeals) ("CIT – A") against the Assessment Order.			

Sr. No.	Particulars	Litigation filed by	Current Status	Amount Involved (in lakhs)
3	Our Company has received a show cause notice bearing no. 22/2018-19/ST (Commissioner) dated March 31, 2019 ("Notice") from the Office of the Commissioner of Central GST and Central Excise, Thiruvananthapuram ("Authority"). The Notice was issued by the Authority notifying our Company of being in violation of Sections 68 and 70 of the Finance Act, 1994 read with Rules 6 and 7 of Service Tax Rules, 1994 ("Act") and called upon our Company to show cause as to why (i) a sum of ₹7743.22 lakhs collected in excess of 18% per annum from the gold loan customers accounted as interest on gold loan account, should not be included in the value of taxable services rendered by us during the period from April 01, 2016 to June 30, 2017 ("Taxable Period") and assessed to service tax at the appropriate rate; (ii) the differential service tax amounting to ₹1084.05 lakhs, swach bharat cess amounting to ₹1156.77 lakhs for the Taxable Period should not be demanded under Section 73(1) of the Finance Act, 1994; (iii) the interest as applicable should not be demanded for late payment of tax under Section 75 of the Finance Act, 1994; (iv) the penalty should not be imposed on us under Section 76 of the Finance Act, 1994 for the violation of Section 68 read with Rule 6 of the Service Tax Rules, 1994; (v) the penalty should not be imposed on us under Section 77(2) for violation of Section 70 of the Finance Act, 1994 by failing to assess the tax liability correctly and by failing to file the returns correctly with the jurisdictional Superintendent of the Central Excise for which no penalty is specially provided elsewhere in the Finance Act, 1994.	and Central Excise		(in takis) ₹ 1,156.77
4	The Commissioner of Income Tax (Central), Kochi ("CIT") passed an order dated November 30, 2016 under Section 263 of the Income Tax Act, 1961 ("IT Act") directing the Assistant Commissioner of Income Tax, Central Circle, Kottayam ("AO") to verify a deduction amounting to ₹123.07 lakhs claimed by the Company towards discount allowed to debenture holders during the AY 2012-13. The Assistant Commissioner of Income Tax, Central Circle, Kottayam ("AO") giving effect to the direction of the CIT in relation to deduction amounting to ₹123.07 lakhs claimed by the Company towards discount allowed to debenture holders during the AY 2012-13. In the Order, the AO disallowed the deduction on the grounds that certain debenture holders 201 (out of the list of entire debenture holders) had not confirmed the debenture subscription in a prescribed proforma sent to them, as notices under Section 133(6) of the IT Act and in certain cases, as summons under Section 131 of the IT Act and some debenture holders who were served notices and summons did not respond at all. Further the Order also states that there was an instance of a cash deposit of ₹20.00 lakhs on November 26, 2011, in the Company's bank account with Kilimanoor branch which has been accounted by the Company towards subscription of debentures. The subscription amount relating to all these debenture holders aggregating to ₹3,366.40 lakhs was added to the income of the Company under Section 68 of the IT Act, and consequently, a demand of ₹1,895.72 lakhs was raised on the Company. The Company has filed an appeal dated September 14, 2017, before the Income Tax Appellate Tribunal, Cochin agains the order under Section 26. Separately, the Company paproached the High Court of Kerala ("High Court of Kerala (THegh Court of Kerala	Department	The matter is currently pending before CIT - A	₹ 1,077
5	The Office of the Commissioner of Central Excise and Customs, Cochin ("Authority") issued a Show Cause Notice bearing No. 224/2016/ST, C. No. V/ST/15/190/2016-STAdj dated April 22, 2016 ("SCN"). The SCN called upon our Company to show cause as to why a sum of ₹7192.42 lakhs collected in excess of 18% per annum from the gold loan customers, accounted as interest on gold loan account, ₹76.06 lakhs accounted as token charges and ₹53.67 lakhs accounted as postage charges, should not be included in the value of taxable services rendered by them during the period from April 1, 2014 to March 31, 2015 ("Taxable Period"). Our Company was asked to show cause as to why a service tax amounting to ₹878.66 lakhs, education cess of ₹17.57 lakhs and secondary higher education cess of ₹8.79 lakhs in the Taxable Period should not be levied. Our Company filed a reply to the SCN, dated May 21, 2016.	of Central Excise and Customs	currently pending.	₹ 905.02

C. Regulatory Action, if any -disciplinary action taken by SEBI or stock exchanges against the Promoter / Group companies in last 5 financial years including outstanding action - Nil

D. Brief details of outstanding criminal proceedings against Promoter - Nil

MATERIAL DEVELOPMENTS

There have been no material developments since April 1, 2022 and there haven't arisen any circumstances that would materially or adversely affect the operations, or financial condition or profitability of our Company or the value of its assets or its ability to pay its liabilities within the next 12 months, except as stated below. The following table sets out our capital adequacy ratios computed on the basis of applicable RBI requirements as of the dates indicated:

Particulars	As at March 31, 2022	As at March 31, 2021	As at March 31, 2020
Capital Adequacy Ratio	18.65%	18.60%	17.87%
Tier I Capital	14.45%	13.58%	12.86%
Tier II Capital	4.20%	5.02%	5.01%

Public issue of debentures

- 1. Public issue of secured redeemable non-covertible debenture and unsecured redeemable non-convertible debentures, of our Company, of face value ₹1,000 each, amount to ₹40,000 lakhs pursuant to the prospectus dated March 10, 2022. The allotment pursuant to this issue was completed on April 18, 2022.
- 2. Public issue of secured redeemable non-covertible debenture and unsecured redeemable non-convertible debentures, of our Company, of face value ₹1,000 each, amount to ₹30,000 lakhs pursuant to the prospectus dated August 26, 2021. The allotment pursuant to this issue was completed on September 30, 2021.
- 3. Public issue of secured redeemable non-covertible debenture and unsecured redeemable non-convertible debentures, of our Company, of face value ₹1,000 each, amount to ₹35,000 lakhs pursuant to the prospectus dated March 25, 2021. The allotment pursuant to this issue was completed on April 29, 2021.
- 4. Public issue of secured redeemable non-covertible debenture and unsecured redeemable non-convertible debentures, of our Company, of face value ₹1,000 each, amount to ₹35,000 lakhs pursuant to the prospectus dated December 21, 2020. The allotment pursuant to this issue was completed on January 23, 2021.
- 5. Public issue of secured redeemable non-convertible debentures, of our Company, of face value ₹1,000 each, amounting to ₹30,000 lakhs pursuant to the prospectus dated September 14, 2020. The allotment pursuant to this issue was completed on October 14, 2020.
- 6. Public issue of secured redeemable non-convertible debentures and unsecured redeemable non-convertible debentures, of our Company, of face value ₹1,000 each, amounting to ₹30,000 lakhs pursuant to the prospectus dated March 17, 2020. The allotment pursuant to this issue was completed on May 29, 2020.
- 7. Public issue of secured redeemable non-convertible debentures, of our Company, of face value ₹1,000 each, amounting to ₹35,000 lakhs pursuant to the prospectus dated November 5, 2019. The allotment pursuant to this issue was completed on December 10, 2019.
- 8. Public issue of secured redeemable non-convertible debentures and unsecured redeemable non-convertible debentures of our Company, of face value ₹1,000 each, amounting to ₹30,000 lakhs pursuant to the prospectus dated July 10, 2019. The allotment pursuant to this issue was completed on August 21, 2019.
- 9. Public issue of secured redeemable non-convertible debentures and unsecured redeemable non-convertible debentures, of our Company, of face value ₹1,000 each, amounting to ₹30,000 lakhs pursuant to the prospectus dated March 26, 2019. The allotment pursuant to this issue was completed on May 06, 2019.
- 10. Public issue of secured redeemable non-convertible debentures and unsecured redeemable non-convertible debentures, of our Company, of face value ₹1,000 each, amounting to ₹30,000 lakhs pursuant to the prospectus dated December 19, 2018. The allotment pursuant to this issue was completed on January 31, 2019.
- 11. Public issue of secured redeemable non-convertible debentures and unsecured redeemable non-convertible debentures of our Company, of face value ₹1,000 each, amounting to ₹25,000 lakhs pursuant to the prospectus dated August 20, 2018. The allotment pursuant to this issue was completed on September 24, 2018.

DECLARATION

We, the Directors of the Company, hereby certify and declare that all relevant provisions of the Companies Act, 2013, and the guidelines issued by the Government of India and/or the regulations/guidelines/circulars issued by the Reserve Bank of India and the Securities and Exchange Board of India, established under Section 3 of the Securities and Exchange Board of India Act, 1992, as applicable, including the Securities and Exchange Board of India (Issue and Listing of Non Convertible Securities) Regulations, 2021, as amended, have been complied with and no statement made in the Prospectus is contrary to the provisions of the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Securities and Exchange Board of India Act, 1992 or rules made there under, regulations or guidelines or circulars issued, as the case may be. We confirm that the compliance with the Securities and Exchange Board of India Act, 1992 or rules made there under does not imply that payment of dividend or interest or repayment of debt securities, is guaranteed by the Central Government.

We further certify that all the disclosures and statements in the Prospectus are true, accurate and correct in all material respects and do not omit disclosure of any material fact which may make the statements made therein, in light of circumstances under which they were made, misleading and that the Prospectus does not contain any misstatements. Furthermore, all the monies received under the offer shall be used only for the purposes and objects indicated in the Prospectus.

Signed by the Directors of our Company

Date: July 11, 2022 Place: Kottayam

Sd/-	Sd/-
Mathew K. Cherian	Laila Mathew
(Chariman and Managing Director)	(Whole-Time Director)
Sd/-	Sd/-
Jilu Saju Varghese	Paul Jose Maliakal
(Non-Executive Director)	(Independent Director)
Sd/-	Sd/-
C. Thomas John	Sebastian Kurian
(Independent Director)	(Independent Director)

BIDDING AND/OR COLLECTION CENTER DETAILS TIMING FOR SUBMISSION OF APPLICATION FORMS

Application (including Application under the UPI Mechanism) and any further changes to the Applications shall be accepted only between 10.00 a.m. and 5.00 p.m. (Indian Standard Time, "**IST**") during the Issue Period by the Designated Intermediaries at the bidding centre or by the SCSBs directly at the Designated Branches of SCSBs, except that on the Issue Closing Date when the Applications and any further changes in details in Applications, if any, shall be accepted only between 10.00 a.m. and 3.00 p.m. (IST) and shall be uploaded until 5.00 p.m. (IST) or such extended time as permitted by the Stock Exchanges. It is clarified that the Applications not uploaded in the Stock Exchange Platform would be rejected.

Due to limitation of time available for uploading the Applications on the Issue Closing Date, the Applicants are advised to submit their Applications one day prior to the Issue Closing Date and, in any case, no later than 3.00 p.m. (IST) on the Issue Closing Date. All times mentioned in the Prospectus are Indian Standard Time. Applicants are cautioned that in the event a large number of Applications are received on the Issue Closing Date, as is typically experienced in public offerings, some Applications may not get uploaded due to lack of sufficient time. Such Applications that cannot be uploaded will not be considered for allocation under the Issue. Applications will be accepted only on Working Days. Neither our Company, nor the Lead Manager, nor any Member of the Syndicate, Registered Brokers at the Broker Centres, CDPs at the Designated CDP Locations or the RTAs at the Designated RTA Locations or Designated Branches of SCSBs are liable for any failure in uploading the Applications due to faults in any software/hardware system or otherwise.

CENTERS FOR AVAILABILITY AND ACCEPTANCE OF APPLICATION FORMS

In relation to ASBA Applications submitted to the Lead Manager, Lead Brokers, sub-brokers or the Trading Members of the Stock Exchange only in the Specified Cities (Mumbai, Chennai, Kolkata, Delhi, Ahmedabad, Rajkot, Jaipur, Bengaluru, Hyderabad, Pune, Vadodara and Surat), the list of branches of the SCSBs at the Specified Cities named by the respective SCSBs to receive deposits of ASBA Applications from such Lead Manager, Lead Brokers, sub-brokers or the Trading Members of the Stock Exchange is provided on www.sebi.gov.in or at such other website as may be prescribed by SEBI from time to time. In accordance with SEBI Circular No. CIR/CFD/14/2012 dated October 4, 2012 and CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015, Applicants can submit the Applications, respective lists of which, including details such as address and telephone number, are available at the website of the Stock Exchange at www.bseindia.com. For more information on such branches collecting ASBA Applications from Members of the Syndicate or the Trading Members of the Stock Exchange only in the Specified Cities, see the above mentioned web-link. The list of branches of the SCSBs at the Broker Centers, named by the respective SCSBs to receive deposits of the Application Forms from the Registered Brokers will be available on the website of the SEBI (www.sebi.gov.in) and updated from time to time.

SMC GLOBAL SECURITIES LIMITED

AGRA :- F- 4, Block No 35, Surya Kiran Building Near Metro Bar Sanjay Place Agra Ph no 7520787708, AHMEDABAD :- 10-A, Kalapurnam,C G Road ,Near Municipal Market, Ahmedabad 380003 Ph no 9825612323, 09727799200, BANGALORE:- CPS House, No 23/2, Ulsoor Road Bangalore -560034 Ph no 9739161699 CHENNAI:- Salzburg square,flat no.1, 3rd Floor,Door no .107,Harrington Road Chetpet,Chennai-600 031. DEHRADUN :- 7,8,9&10 shiva palace, second floor, rajpur road Dehradun 248001 Ph no 9368572105 HYDERABAD/SECUND'BAD :- 206, 3rd floor Bhuvana Towers, Above CMR Exclusive, S D Road SECUNDERABAD, 500003 JAIPUR :- 201, 2ndFloor, shyam Anukampa Complex opp. hdfc Bank, ashok marg, Ahinsa circle C- Scheme jaipur- 302001 Ph no 9928882771 KANPUR :- shop no : G-21, Ground Floor City Centre The Mall Kanpur -228001 ph no 9305358433 KOLKATA :- 18, Rabindra Sarani Podder Court Gate NO 4, 5th Floor Kolkatta -700001 Ph no 09933664479 LUCKNOW :- Radha Krishna Bhawan, Plot No. 3/A, 5 Park Road, Lucknow Ph no 9839826932 MUMBAI :- 258,Perin Nariman Street First Floor Fort mumbai -400001 Ph no 9930055430 NEW DELHI/DELHI:- 17, Netaji Subhash Marg, Opp. Golcha Cinema Daryaganj, New Delhi-110 002 Ph no 9910644949 , 9810059041, PUNE :- 3RD Floor, 1206/4B, Durgashankar Building, Beside Khetan Medical Behind Shubham hotel, JM Road Pune 411004 RAJKOT :- 401-Star Chambers, Harihar Chowk, Nr. Panchnth Mandir, Rajkot-360001 Mob - # +91 8000903984, Tel – 0281-3017965 SURAT:- 316, Empire State Building, Near Udhna Darwaja, Ring Road, SURAT-395002 || Tel No.: 0261-4005017

	LIST	Γ OF SELF CERTIFIED SYNDICA	ATE BANKS (SCS	Bs) UNDER THE ASBA	PROCESS
Sr. No.	Name of the Bank	Controlling Branch & Address	Contact Person	Telephone Number / Fax Number	Email
1.	AXIS Bank	Centralised Collections and Payment HUB (CCPH)	Mangesh M Phalke	022 - 71315878	mangesh.phalke@axisbank.com
2.	Bank of Baroda	Mumbai Main Office, Bank of Baroda Building , 10/12 Mumbai Samachar Marg , Mumbai - 400023	Suraj Gond	022 - 40468314, 40468316	asba.fortap@bankofbaroda.com
3.	Bank of Maharashtra	Bank of Maharashtra, Janmangal Building, Demat Cell, Ground Floor, 45/47, Mumbai Samachar Marg, Fort 400023	Minal Mhatre	022-22626748	demat_mum@mahabank.co.in
4.	BNP Paribas	BNP Paribas House, Maker Maxity, Bandra Kurla Complex, Bandra E, Mumbai-51	Shanil George	9702777573	shanil.george@asia.bnpparibas.com
5.	Barclays Bank PLC	801/808 Ceejay House,Shivsagar Estate ,Dr. Annie Besant Road,Worli Mumbai -400 018.	Parul Parmar	022- 67196567	parul.parmar@barclays.com
6.	Bank of India	Stock Exchange Branch, P J Towers, BSE Building, Ground Floor, Dalal Street, Fort, Mumbai-23	Sanket Sudke	9158688142	stockexchange.mumbaisouth@ bankofindia.co.in
7.	Citibank, N.A.	Kalapurnam Building, Muncipal Market, CG Road, Ahmedabad – 380009	Priyank Patel	079-40015812	priyank.patel@citi.com
8.	Central Bank of India	Ground floor, Central Bank of India, Central Bank Building, Fort, Mumbai 400001	Abhishek Sinha	7506369903	agmmum4082@centralbank.co.in
9.	Canara Bank	Canarabank, Mumbai National Stock Exchange Branch, 11th Floor, 115, Atlanta Building Nariman Point Mumbai -400001	Ranganath Avala	022-22028235	cb2422@canarabank.com
10.	City Union Bank Ltd	DP Division City Union Bank Ltd Business Development Centre (BDC) MCM Towers, 4th Floor	Malathi Chandrasekar / Prabhu.N	9380351761/ 7397373522 / 044-22501913	Malathi.chandrasekar@cityunionbank. in, cubdp@cityunionbank.in
11.	DBS Bank Ltd	DBS Bank India Limited, Express Towers, Ground Floor, Nariman Point, Mumbai 400021	Sumesh Shetty	91 22 66388888 91 22 49384545	sumeshshetty@dbs.com nitinbhujbalrao@dbs.com deepakpillai@dbs.com sunilpoojari@dbs.com gunapalshetty@dbs.com richatiwari@dbs.com
12.	Deutsche Bank AG	110 Sidharah S V Road Khar West 400052	Gauri Chaudhari	022-66009417	gauri.chaudhari@db.com
13.	Dhanlaxmi Bank Ltd	Department of Demat Services, 3rd Floor ,DLB Bhavan , Punkunnam , Thrissur - 680 002, Kerala.	Ms. Lakhsmi	04876627012 / 04876627074. Mob: 9746301024	lakshmi.v@dhanbank.co.in
14.	HSBC	HSBC Technology and Services - Operational Services, India NESCO, Building No – 3, Level 10, Western Express Highway, Goregaon (East), Mumbai - 400063	Mrs. Priti Sikaria Mrs. Nisha A Shetty Mr. Venkatesh A Kairamkonda Mr. Santosh N Bawkar	61224878 / 45054878 61223253 / 45053253 61223257 / 45053257 61223216 / 45053216	inm.pcm.coll.ipo@hsbc.co.in priti.sikaria@hsbc.co.in nisha.a.shetty@hsbc.co.in venkatesh.a.kairamkonda@hsbc.co.in santoshbawkar@hsbc.co.in
15.	HDFC Bank Limited	HDFC Bank Limited,BTI OPS O-3 Level,Lodha I Think Techno Campus, Next to Kanjurmarg Railway Station,Kanjurmarg (East). Mumbai 400042	Siddharth Jadhav/ Prasanna Uchil/ Neerav Desai	022-30752928 / 022- 30752914 / 022-30752929	siddharth.jadhav@hdfcbank. com,prasanna.uchil@hdfcbank.com, neerav.desai@hdfcbank.com,
16.	ICICI Bank Limited	ICICI Bank Limited, CMD,1st Floor,122 Mistry Bhawan,Dinshaw Vachha Road,Churchgate, Mumbai-400020	Mr Saurabh Kumar	22-66818911	kmr.saurabh@icicibank.com
17.	IDBI Bank Ltd	Annex Building Plot No 39/40/41, Sector 11 CBD Belapur Navi Mumbai Pin :400614	Francis DSouza	022 66700695	francis_dsouza@idbi.co.in
18.	Indian Overseas Bank	Chennai DP Branch, Mezzanine Floor, Cathedral Branch, 762 Anna Salai, Chennai 600 002	Mr. K.R. Asokan	044 - 28513616 / 3617 / 3618	deposit@iobnet.co.in
19.	IndusInd Bank Limited	IndusInd Bank Ltd. 5th floor, PNA House, Street no. 17, Plot no. 57, MIDC, Andheri (East), Mumbai 400093.	Kaushik Chatterjee	9920209335 022-61069318 022-61069316 022-61069320	chatterjee.kaushik@indusind.com nseclg@indusind.com
20.	Janata Sahakari Bank Ltd., Pune	Bharat Bhavan 1360 Shukrawar Peth, (NSDL & CDSL) Thorale Bajirao Road, Pune 411002.	Mr.Anand Sohoni	020-24521180 , 24521181	depositorycell@janatabankpune.com, jsbnsdl@janatabankpune.com
21.	The Karur Vysya Bank Ltd	Demat Cell, No 1, Padmavathiyar Road Off Peters Road, 4th Floor Gopalapuram Chennai, Tamil Nadu, 600086	R Ranjani	8489701666, 044-28359248	ranjanir@kvbmail.com

Sr. No.	Name of the Bank	Controlling Branch & Address	Contact Person	Telephone Number / Fax Number	Email
22.	Karnataka Bank Limited	HO Complex Branch, Mangalore-02	Prasanna Patil	0824-2228266	asba@ktkbank.com
23.	Kotak Mahindra Bank Ltd	Kotak Infiniti, 6th Floor, Building No. 21, Infinity Park, Off Western Express Highway, General AK Vaidya Marg, Malad (E) Mumbai 400097	Prasad Ramaswamy	022- 66056630 , 022- 66056588, 9820918544	prasad.ramaswamy@kotak.com
24.	The Mehsana Urban Co-Op. Bank Ltd.	Head Office, Urban Bank Road, Highway, Mehsana - 384002	Ajaykumar Chandulal Patel	+91-2762-251908 / Fax: +91-2762-240762	asba@mucbank.com
25.	Punjab National Bank	BO: Bandra Kurla Complex Mumbai Suburb	Rajesh Jagtap	8291147822	rbjagtap@pnb.co.in , asba@pnb.co.in, bo7538@pnb.co.in
26.	RBL Bank Limited	Techniplex – I, 9th Floor, Off Veer Savarkar Flyover, Goregaon (West), Mumbai – 400062	Shashikant Sanil	022-49141187, 022- 49141391, 022-49141164	asba_ops@rblbank.com
27.	Rajkot Nagarik Sahakari Bank Ltd.	Rajkot Nagarik Sahakari Bank Ltd., Demat Department, Nagarik Bhavan No.1, Para Bazar, Dhebar Road, Rajkot-360001.	Bhavesh Pravinchandra Rajdev	0281 - 2233916/17/18	bhavesh_rajdev@rnsbindia.com
28.	SVC Co-Operative Bank Ltd	Thane Regional Office Address, 6th Floor, Dosti Pinnacle, Road no 22, Wagle Estate, Thane 400606	Mr.Mukesh Singh	9820851482	singhmt@svcbank.com
29.	State Bank of India	Capital Market Branch Third Floor Mumbai Main Branch Mumbai Samachar Marg Fort, Mumbai 400 023	Indrakant Chuarasia	022-22719113/114/102	nib.11777@sbi.co.in: sbi.11777@sbi. co.in
30.	Syndicate Bank	Syndicate Bank, Capital Market Service Branch First Floor Syndicate Bank Building, 26A Sir P M Road, Fort, Mumbai 400001	Ms. Valsala C	9322798091	cmsc@syndicatebank.co.in
31.	Tamilnad Mercantile Bank Ltd	DPS Cell, 3rd Floor, D No.269/2-4, Avvai Shanmugam Salai, Royapettah, Chennai - 600014	Mr.P.Jegatheeswaran	044-28130552, 044-28131574, 09842442678	dps@tmbank.in
32.	The South Indian Bank Ltd.	The South Indian Bank Ltd. Retail Banking Department, Asba Cell, 2Nd Floor, Shanu Tower, No. Iv/461 A, North Kalamassery, Ernakulam-683104, Kerala, India	Radhamadhav S Prabhu	+91 9159866022	asba@sib.co.in
33.	The Federal Bank	Retail Business Department 7th Floor Federal Towers Ernakulam 682031	Jophit Paul	0484-2201721	Jophit@federalbank.co.in
34.	The Lakshmi Vilas bank Ltd	The Lakshmi Vilas Bank Ltd 104, Bharath House, BS Marg, Fort Mumbai 400001	C.B.Gayathri	022-22672247/22672255	asba_nodal@lvbank.in
35.	Saraswat Co-operative Bank Limited	110-111 & 129-131, Vyapar Bhavan 1st floor, 49, P. D'Mello Road, Carnac Bunder, Masjid. Mumbai 400 009.	Namrata Patkar	9833853792	namrata.patkar@saraswatbank.com user.demat@saraswatbank.com ulhas. raikar@saraswatbank.com
36.	TJSB Sahakari Bank Ltd	TJSB House, Plot No.5 B, Wagle Industrial Estate, Road No.2, Thane 400604	Department Head	022-21748661	tjsbasba@tjsb.co.in
37.	Union Bank of India	66/80, Mumbai Samachar Marg, Fort, Mumbai-400023	Jaya Gadekar	022-22629404, 411 / 9930835216	asba@unionbankofindia.com
38.	Yes Bank Limited	YES Bank Ltd., YES Bank Tower, IFC 2, 7th Floor, Prabhadevi (W), Senapati Bapat Marg, Mumbai – 400013	Sachin Shinde/ / Prasad Shigwan/ Milind Mulye	022-33478542/33474166	dlbtiservices@yesbank.in / prasad. shigwan@yesbank.in/Sachin.Shinde@ YESBANK.IN /milind.mulye1@ yesbank.in
39.	Nutan Nagarik Sahakari Bank Ltd.	Opp Samratheshwar Mahadev, Nr. Law Garden, Ellisbbridge	Mr. Nirav Shah	079-26425591, 26564715	asba@nutanbank.com
40.	The Ahmedabad Mercantile Co-Op Bank Ltd	Head office :- "Amco House", Nr. Stadium Circle, Navrangpura, Ahmedabad-09	Nimesh Parikh	079-26426582-84-88	asba@amco-bank.com
41.	Bandhan Bank Ltd	DN 32, Salt Lake City, Sector V, Kolkata , 700091	Amit Khanra	033-66090909, Ext: 3078	asba.business@bandhanbank.com
42.	GP Parsik Sahakari Bank Ltd	Sahakarmurti Gopinath Shivram Patil Bhavan, Parsik Nagar, Kalwa, Thane. 400605. Maharashtra.	Mr.Mukund D.Kharpude	+9122 25456639 / 25456500	mdkharpude701@gpparsikbank.net
43.	Standard Chartered Bank	Crescenzo, 3rd Floor, C/38-39, G-Block, Opposite MCA Club, Bandra-Kurla Complex, Bandra [East], Mumbai 400-051	Rohan Ganpule	022 - 61157250 /022 - 61157234 Fax: 022 -26757358	Ipo.scb@sc.com