

CTL/24-25/SCC/11219/35

**Certificate for Security Cover by Debenture Trustee in respect of listed debt securities of
Poonawalla Fincorp Limited**

To,

The Manager, BSE Limited, Phiroze Jeejeebhoy Towers, 25th Floor, Dalal Street, Mumbai - 400 001	The General Manager, Listing Department National Stock Exchange of India Ltd. Exchange Plaza, C-1, Block-G Bandra Kurla Complex, Bandra (E) Mumbai - 400 051
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Dear Sir/ Madam,

Sub: Security Cover Certificate for the quarter ended September 30, 2024**Ref: 1. SEBI Circular SEBI/HO/DDHS-PoD3/P/CIR/2024/46 dt. May 16,2024**

This has reference to the captioned subject, We, in the capacity of Debenture Trustee, hereby submit the Security Cover Certificate of **Poonawalla Fincorp Limited** for the quarter ended September 30, 2024 with respect to below listed debt securities (please refer enclosed **Annexure 1**):

ISIN	Private Placement / Public Issue	Secured / Unsecured	Sanctioned Amt Rs. in Crs.
INE511C07821	Private Placement	Secured	425.00
INE511C07763	Private Placement	Secured	50.00
INE511C07789	Private Placement	Secured	100.00
INE511C07771	Private Placement	Secured	100.00
INE511C07805	Private Placement	Secured	250.00
INE511C07797	Private Placement	Secured	250.00
INE511C07813	Private Placement	Secured	75.00
INE511C07714	Public Issue	Secured	2.03
INE511C07706	Public Issue	Secured	2.67

Security Cover Ratio of previous Quarter- June 2024	1.22 times
Security Cover Ratio of current Quarter- September 2024	1.22 times (Exclusive Security Cover Ratio) 1.00 times (Pari-Passu Security Cover Ratio)
Reason, in case of reduction in the computed value of security cover in comparison to the previous quarter or previously calculated security cover	N.A.

Request you to take the same in your records.

For Catalyst Trusteeship Limited

For CATALYST TRUSTEESHIP LIMITED

Authorised Signatory



Kalyani Pandey
Compliance Officer

Place: Mumbai**Date: December 4, 2024**

Note-Certificate of trustee is based on the certification provided by CA / advisors / experts appointed by Trustee.

CATALYST TRUSTEESHIP LIMITED

An ISO: 9001 Company

Registered Office : GDA House, Plot No. 85, Bhusari Colony (Right), Paud Road, Pune - 411 038 Tel : +91 (20) 6680 7200
 Delhi Office : 910-911, 9th Floor, Kailash Building, 26 Kasturba Gandhi Marg, New Delhi - 110 001 Tel : +91 (11) 4302 9101/02
 Corporate Office : 901, 9th Floor, Tower-B, Peninsula Business Park, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400013
 Tel : +91 (22) 4922 0555 Fax : +91 (22) 4922 0505
 CIN No. U74999PN1997PLC110262 Email : dt@ctltrustee.com Website : www.catalysttrustee.com

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Annexure 1- Security Cover Certificate

(INR in Crores)

Column A	Column B	Column C	Column D	Column E	Column F	Column G	Column H	Column I	Column J
Particulars		Exclusive Charge	Exclusive Charge	Pari-Passu Charge	Pari-Passu Charge	Pari-Passu Charge	Assets not offered as Security	Elimination (amount in negative)	(Total C to H)
	Description of asset for which this certificate relate	Debt for which this certificate being issued	Other Secured Debt	Debt for which this certificate being issued	Assets shared by pari passu debt holder (includes debt for which this certificate is issued & other debt with pari-passu charge)	Other assets on which there is pari-passu charge (excluding items covered in column F)		Debt amount considered more than once (due to exclusive plus pari passu charge)	
		Book Value	Book Value	Yes/ No	Book Value	Book Value			
ASSETS									
Property, Plant and Equipment	Immovable Property	0.56	-	No	NA	NA	45.22	-	45.78
Capital Work-in- Progress		-	-	No	NA	NA	-	-	-
Right of Use Assets		-	-	No	NA	NA	161.13	-	161.13
Goodwill		-	-	No	NA	NA	-	-	-
Other Intangible Assets		-	-	No	NA	NA	15.19	-	15.19
Intangible Assets under Development		-	-	No	NA	NA	2.15	-	2.15
Investments		-	-	No	NA	NA	1,239.21	-	1,239.21
Loans (Refer note 1 and 2)	Book Debt Receivables	5.29	49.48	Yes	1,309.63	15,173.24	8,108.72	-	24,646.36
Inventories		-	-	No	NA	NA	-	-	-
Trade Receivables		-	-	No	NA	NA	14.80	-	14.80
Cash and Cash Equivalents		-	-	No	NA	NA	120.81	-	120.81
Bank Balances other than Cash and Cash Equivalents		-	-	No	NA	NA	17.12	-	17.12
Others		-	-	No	NA	NA	689.02	-	689.02
Total		5.85	49.48		1,309.63	15,173.24	10,413.37	-	26,951.57
LIABILITIES									
Debt securities to which this certificate pertains (Refer note 3)	Secured Non Convertible Debentures	4.81	44.99	Yes	1,309.63	NA	-	-	1,359.43
Other debt sharing pari-passu charge with above debt			-	No	NA	NA	-	-	-
Other Debt			-	No	NA	NA	-	-	-
Subordinated debt + PDI			-	No	NA	NA	247.56	-	247.56
Borrowings (PTC)			-	No	NA	1,919.61	174.70	-	2,094.31
Bank (TLs and Loans repayable on demand)			-	No	NA	10,843.74	-	-	10,843.74
Debt Securities (others)			-	No	NA	NA	-	-	-
Others (Commercial Paper)			-	No	NA	NA	3,849.23	-	3,757.71
Trade payables			-	No	NA	NA	2.84	-	5.16
Lease Liabilities			-	No	NA	NA	186.22	-	191.72
Provisions			-	No	NA	NA	9.55	-	9.41
Others			-	No	NA	NA	543.56	-	548.96
Total		4.81	44.99		1,309.63	12,553.35	5,013.66	-	18,936.44
Cover on Book Value		122%			100%				
Cover on Market Value									
		Exclusive Security Cover Ratio			Pari-Passu Security Cover Ratio				

Notes:

- Assets considered for pari-passu charge is calculated based on asset cover requirement as per respective information memorandum for securities and as per sanction for loans.
- The Company extends loans (Secured and Unsecured) which has been classified as amortized cost as per applicable Ind-AS. Hence, the Company has considered the book value (Gross of impairment provision) under column C, D, F & G for the purpose of this certificate.
- Book value represents principal and interest accrued of all secured NCD's issued by the company.

