November 13, 2026

BSE Limited
Corporate Relationship Department
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001.
BSE Scrip Code: 524000

National Stock Exchange of India Limited
The Listing Department,
Exchange Plaza,
Bandra- Kurla Complex, Bandra (East),
Mumbai - 400 051.
NSE Symbol: POONAWALLA

Subject: **Disclosure under Regulation 30 and 51 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") – issuance of non-convertible debentures by Poonawalla Fincorp Limited (the "Company")**

Dear Sir / Madam,

Pursuant to Regulation 30 and 51 and other applicable provisions of SEBI Listing Regulations, we hereby inform you that the Finance Committee, as authorized by the Board of Directors of the Company had approved today issuance of zero coupon, secured, redeemable, rated, listed, non-convertible debentures constituting capital of face value of ₹ 1,00,000/- each ("**NCDs**") for an amount aggregating up to ₹ 800,00,00,000/- (Rupees Eight Hundred Crore only) ("**Issue**" or "**Issue Size**"), in dematerialized form, through private placement on the following terms and conditions:

Particulars	Terms
Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Issue of NCDs on private placement basis to eligible investors.
Listing	The NCDs are proposed to be listed on BSE Limited.
Total number of securities proposed to be issued or the total amount for which the securities will be issued	Issuance of 80,000 zero coupon, secured, redeemable, rated, listed non-convertible debentures of a face value of ₹ 1,00,000/- (Rupees One Lakh only) each ("NCDs") under PFL NCD SERIES ZCB H2 FY 2026-27 for an amount aggregating up-to ₹ 800,00,00,000/- (Rupees Eight Hundred Crore only) with a base issue size of ₹ 600,00,00,000/- (Rupees Six Hundred Crore only) and green shoe option to retain oversubscription up-to ₹ 200,00,00,000/- (Rupees Two Hundred Crore only).
Size of the Issue	
Tenor	As specified in the key information document
Coupon offered	As specified in the key information document
Schedule of payment of coupon / interest and principal	As specified in the key information document
Date of allotment and date of redemption	As specified in the key information document
Charge / Security, if any created over the assets	The Obligations under the Debentures shall, till the Redemption Date, be secured by way of first ranking pari passu charge on the Hypothecated Properties which is sufficient to provide required Security Cover.

Special right / interest / privileges attached to the instrument and changes thereof	As specified under the key information document
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	Company shall pay coupon on the NCDs at a rate of 2% (two percent) over and above the applicable coupon rate for any delay in payment of interest / principal amount of the NCDs for the period until such event of default is cured to the satisfaction of the Debenture Trustee (acting on the instructions of the Debenture-holders)
Details of redemption of debentures	As specified under the key information document.

We request you to kindly take note of the above information on record.

Thanking you.

Yours Faithfully,
For **Poonawalla Fincorp Limited**

SHABNUM ZAMAN
Digitally signed by SHABNUM ZAMAN
Date: 2026.11.13 14:40:06 +05'30'

Shabnum Zaman
Company Secretary
ACS: 13918