

May 28, 2025

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

Dear Sir / Madam,

Subject: **Disclosure under Regulation 30 and 51 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)**

Ref: **Our intimation dated May 23, 2025, on issue of Non-Convertible Debentures by Poonawalla Fincorp Limited (“the Company”)**

Pursuant to the provisions of Regulation 30 and 51 read with Para A of Part A of Schedule III of the SEBI Listing Regulations, we hereby inform you that the Finance Committee vide resolution dated May 28, 2025, as authorized by the Board of Directors of the Company has approved allotment of 122,500 Secured, Redeemable, Rated, Listed, Non-Convertible Debentures of face value of ₹ 1,00,000/- each, amounting to ₹ 1225,00,00,000 (Rupees One Thousand Two Hundred and Twenty Five Crore only) under series ‘B2’ FY2025-26 and allotment of 58,500 Secured, Redeemable, Rated, Listed, Non-Convertible Debentures of face value of ₹ 1,00,000/- each, amounting to ₹ 585,00,00,000 (Rupees Five Hundred and Eighty Five Crore only) and premium amounting to ₹ 75,87,450 (Rupees Seventy Five Lakh Eighty Seven Thousand Four Hundred and Fifty only) total amounting to ₹ 585,75,87,450 (Rupees Five Hundred Eighty Five Crore and Seventy Five Lakh Eighty Seven Thousand Four Hundred and Fifty only) under Series B1 FY 2025-26 (Re-issuance No. I), through private placement.

The details of the said allotment are furnished in Annexure ‘A’ enclosed herewith.

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

Thanking You,

Yours faithfully,
For Poonawalla Fincorp Limited

Shabnum Zaman
Company Secretary
ACS-13918
Enc: as above

Poonawalla Fincorp Limited

CIN: L51504PN1978PLC209007

Corporate Office: Unit No. 2401, 24th Floor, Altimus, Dr. G. M. Bhosale Marg, Worli, Mumbai, Maharashtra - 400018 **T: +91 22 47733220**

Registered Office: 201 and 202, 2nd floor, AP81, Koregaon Park Annex, Mundhwa, Pune - 411 036 **T: +91 20 67808090**

E: secretarial@poonawallafincorp.com | W: www.poonawallafincorp.com

Annexure A

Sl No.	Terms	Particulars
1.	Size of the issue	<p>122,500 Secured, Redeemable, Rated, Listed, Non-Convertible Debentures of face value of ₹ 1,00,000/- each, amounting to ₹ 1225,00,00,000 (Rupees One Thousand Two Hundred and Twenty Five Crore only) under series 'B2' FY2025-26 and allotment of 58,500 Secured, Redeemable, Rated, Listed, Non-Convertible Debentures of face value of ₹ 1,00,000/- each, amounting to ₹ 585,00,00,000 (Rupees Five Hundred and Eighty Five Crore only) and premium amounting to ₹ 75,87,450 (Rupees Seventy Five Lakh Eighty Seven Thousand Four Hundred and Fifty only) total amounting to ₹ 585,75,87,450 (Rupees Five Hundred and Eighty Five Crore Seventy Five Lakh Eighty Seven Thousand Four Hundred and Fifty only) under Series 'B1' FY 2025-26 (Re-issuance No. I).</p> <p>Accrued interest at the rate of ₹ 188.63 per Debenture amounting to ₹ 1,10,34,855 (Rupees One Crore Ten Lakh Thirty Four Thousand Eight Hundred and Fifty Five only) received along with the settlement amount under Re-issuance No. I.</p> <p>PFL NCD Series 'B2' FY2025-26. (Re-issuance No. I) PFL NCD Series 'B1' FY2025-26.</p>
2.	Whether proposed to be listed? If yes, name of the stock exchange(s)	<p>Yes</p> <p>The Debentures would be listed in Debt Market Segment of the BSE Limited</p>
3.	Tenure of the instrument	PFL NCD Series 'B2' – 2 Years (Re-issuance No. I) PFL NCD Series 'B1' – 3 Years and 22 Days (Residual Tenor)
	Date of allotment	PFL NCD Series 'B2' – May 28, 2025 (Re-issuance No. I) PFL NCD Series 'B1' – May 28, 2025
	Date of maturity	PFL NCD Series 'B2' – May 28, 2027 (Re-issuance No. I) PFL NCD Series 'B1' – June 19, 2028
4.	Coupon/interest offered	PFL NCD Series 'B2' – 7.60% p.a. (Re-issuance No. I) PFL NCD Series 'B1' – 7.60% XIRR
5.	Schedule of payment of Coupon/interest and principal	Please refer to the " <i>Illustration of Cash Flows</i> " in the Key Information Document dated May 27, 2025.

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Sl No.	Terms	Particulars
6.	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 <i>pari passu</i> charge on the Hypothecated Properties which is sufficient to provide required Security Cover.
7.	Special rights/interest/privileges attached to the instruments and changes thereof.	As specified under the Key Information Document.
8.	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 per cent) 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).
9.	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 its comments thereon, if any.	N.A
10.	Details of redemption of Debentures.	As mentioned in point no. 3 & 5

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