

October 31, 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

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

Ref: Our intimation dated October 28, 2025, on issue of Non-Convertible Debentures by Poonawalla Fincorp Limited (“the Company”)

Dear Sir / Madam,

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 October 31, 2025, as authorized by the Board of Directors of the Company has approved allotment of 1,00,000 secured redeemable, rated, listed, fully paid-up non-convertible debentures of ₹ 1,00,000/- each amounting to ₹ 100,00,00,000 (Rupees One Thousand Crore only) through PFL NCD Series ‘G2’ STRPP I FY 2025-26 and 1,00,000 secured, redeemable, rated, listed, partly-paid non-convertible debentures of ₹ 1,00,000/- each (Paid-up value of ₹ 1,000/- per debenture) amounting to ₹ 10,00,00,000 (Rupees Ten Crore only) (1st Tranche) and Balance Subscription Payment - Mechanism is mentioned in Key Information Document through PFL NCD Series ‘G3’ STRPP II FY 2025-26 aggregating to ₹ 1010,00,00,000 (Rupees One Thousand and Ten Crore only), 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

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>1,00,000 Secured, Rated, Listed, Redeemable, Fully- Paid, Non-Convertible Debentures (“Debentures”) of face value of ₹ 1,00,000/- each amounting to ₹ 1000,00,00,000 (Rupees One Thousand Crore only).</p> <p>PFL NCD Series ‘G2’ STRPP I FY 2025-26.</p> <p>1,00,000 Secured, Rated, Listed, Redeemable, Partly-Paid Non-Convertible Debentures (“Debentures”) of ₹ 1,00,000/- each (Paid-up value of ₹ 1,000/- per debenture) amounting to ₹ 10,00,00,000 (Rupees Ten Crore only) (1st Tranche) and Balance Subscription Payment - Mechanism as mentioned in the Key Information Document</p> <p>PFL NCD Series ‘G3’ STRPP II FY 2025-26.</p>
2.	Balance Subscription Price per NCDs	<p>PFL NCD Series ‘G2’ STRPP I FY 2025-26 - NA</p> <p>PFL NCD Series ‘G3’ STRPP II FY 2025-26 - ₹ 99,000/- per debenture + accrued interest on ₹ 99,000/- per debenture from the date of allotment / last Coupon Payment date till one day prior to the Balance Payment Date (2nd Tranche)</p>
3.	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>
4.	Tenure of the instrument	<p>PFL NCD Series ‘G2’ STRPP I – 5 Years PFL NCD Series ‘G3’ STRPP II – 5 Years and 181 Days</p>
	Date of allotment	<p>PFL NCD Series ‘G2’ STRPP I – October 31, 2025 PFL NCD Series ‘G3’ STRPP II – October 31, 2025</p>
	Date of maturity	<p>PFL NCD Series ‘G2’ STRPP I – October 31, 2030 PFL NCD Series ‘G3’ STRPP II – April 30, 2031</p>
5.	Coupon/interest offered	<p>PFL NCD Series ‘G2’ STRPP I – 7.90 % p.a. PFL NCD Series ‘G3’ STRPP II – 7.90 % p.a.</p>
6.	Schedule of payment of Coupon/interest and principal	<p>Please refer to the “<i>Illustration of Cash Flows</i>” in the Key Information Document dated October 30, 2025.</p>
7.	Charge/Security, if any, created over the assets	<p>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.</p>

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8.	Special rights/interest/privileges attached to the instruments and changes thereof.	As specified under the Key Information Document.
9.	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).
10.	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.
11.	Details of redemption of Debentures.	As mentioned in point no. 3 & 5

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