

## NOTICE OF (01/2024-25) EXTRA ORDINARY GENERAL MEETING

To  
**Shareholders;**  
**Board of Directors;**  
**Statutory Auditors; and**  
**Secretarial Auditors**

**SHORTER NOTICE** is hereby given that the (01/2024-25) Extra Ordinary General Meeting ("**EOGM**") of the members of **EASY HOME FINANCE LIMITED** will be held on Saturday, October 26, 2024 at 04.00 p.m. ('IST') through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) to transact the following Special Business:

### **SPECIAL BUSINESS:**

#### **ITEM NO. 1:**

#### **TO APPROVE THE OFFER AND ISSUANCE OF FULLY PAID-UP EQUITY SHARES BY WAY OF PRIVATE PLACEMENT AND TO APPROVE OFFER DOCUMENT TO BE ISSUED TO THE IDENTIFIED SUBSCRIBERS:**

To consider and, if thought fit, to pass, with or without modification, the following resolution as a **Special Resolution**:

**"RESOLVED THAT** in accordance with the provisions of section 42, 62 and in compliance with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014 and all other applicable provisions, if any of the Companies Act, 2013 (including any statutory modification thereto or re-enactment thereof for the time being in force) and pursuant to the relevant provisions of the memorandum of association and articles of association of the Company and subject to all necessary approvals, consents, permissions and/or sanctions of any other statutory or regulatory authorities, if required and/or any third party, if applicable/ required and subject to such terms and conditions as may be prescribed or imposed by any of them while granting such approvals, consents, permissions or sanctions, consent of the shareholders of the Company be and is hereby accorded for the issue, offer and allotment of 1,27,30,960 (One Crore Twenty Seven Lakh Thirty Thousand Nine Hundred Sixty Only) fully paid equity shares of the Company of



#### **EASY HOME FINANCE LIMITED**

REG. OFFICE: 302, 3<sup>rd</sup> Floor, SAVOY CHAMBERS,  
DATTATRAY ROAD & V. P. ROAD (EXTN.),  
SANTACRUZ WEST, MUMBAI - 400054

CIN: U74999MH2017PLC297819  
WEBSITE : [www.easyhfc.com](http://www.easyhfc.com)  
EMAIL : [contact@easyhomefinance.in](mailto:contact@easyhomefinance.in)

TOLL FREE : 1800 22 3279  
TEL: +91 22 3550 3442  
TEL: +91 22 3521 0487

face value of INR 10 each, amounting to INR 12,73,09,600, through private placement ("**Proposed Private Placement**") at a premium of INR 155.23 each, amounting to INR 197,62,26,922 (Rupees One Ninety Seven Crore Sixty Two Lakh Twenty Six Thousand Nine Hundred Twenty Two Only) with a total issue size being 210,35,36,522 (Rupees Two Hundred Ten Crore Thirty Five Lakh Thirty Six Thousand Five Hundred Twenty Two Only) to the below mentioned subscribers ("**Identified Subscribers**") and on such other terms and conditions as may be agreed with the identified subscribers:

Sr. No.	Identified subscriber	Number of Fully paid shares to be subscribed
1	Name: SMBC Asia Rising Fund. PAN: ABOCS0211P Address: 5 Temasek Boulevard, #17-01, Suntec Tower Five, Singapore (038985).	29,50,485 (Twenty Nine Lakhs Fifty Thousand Four Hundred Eighty Five)
2	Name: Claypond Capital Partners Private Limited PAN: AALCC8475B Address: #24/1, 15th Floor, J W Marroitt, Bangalore G.P.O., Bangalore, Bangalore, Karnataka, India, 560001	91,11,703 (Ninety One Lakhs Eleven Thousand Seven Hundred Three)
3	Name: Rajesh Krishnaswamy Moorti PAN: AEXPM6952N Address: No 908, "Spandana", 20th Main, Banashankari II Stage, Bengaluru - 560 070	15,130 (Fifteen Thousand One Hundred Thirty)
4	Name: Shreyans Gangwal PAN: ANVPG4537G Address: Tower D3, Flat #1222, Divyasree 77 Place, Yemalur, Bangalore - 560037	12,104 (Twelve Thousand One Hundred Four)
5	Name: Prachi Modi PAN: CPLPM4139L Address: 85 Subhash Nagar, Road Number 3, Udaipur - 313002	12,104 (Twelve Thousand One Hundred Four)
6	Name: Pranay Shetty PAN: CGKPS8298A Address: 101, Aravind Residency, 6th Main, 1st Cross, Indiranagar II Stage, Bangalore 560038	6,052 (Six Thousand Fifty Two)





7	Name: Arpit Surana PAN: AVXPA0461D Address: B305 - Parasmani Regency, 2nd Block Jayanagar, Bangalore - 560011	6,052 (Six Thousand Fifty Two)
8	Name: Pankaj Chaturvedi PAN: AEJPC9275J Address: A-1305, Purva Venezia, Mandalakunte, Near Mother Dairy, New Town Yelahanka, Bangalore - 560064	6,052 (Six Thousand Fifty Two)
9	Name: Udit Ahuja PAN: AVXPA0461D Address: #19, Second Floor, New Grace Villa, Brunton Cross Road, Ashok Nagar, Bangalore - 560025	3,026 (Three Thousand Twenty Six)
10	Name: Hari Prasad Narisingu PAN: AOTPN3269B Address: Flat No. 301, Pragna Icon, 6/2 Chandramouli Nagar, Guntur - 522007	3,026 (Three Thousand Twenty Six)
11	Name: Aart Corporates Advisors Private Limited PAN: --- Address: ---	3,02,613 (Three Lakhs Two Thousand Six Hundred Thirteen)
12	Name: SVS Trust No IV PAN: AAPTS3926E Address: SVS TRUST NO IV, Asalgaocar House, DR F L Gomes Road, VASCO DA GAMA, Goa - 403802.	3,02,613 (Three Lakhs Two Thousand Six Hundred Thirteen)

**RESOLVED FURTHER THAT** the draft of Private Placement Offer cum Application Letter (the "PPOAL") in Form PAS-4 including Annexures forming part of it and Form PAS-5, in accordance with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and other documents, as circulated and placed before the members, be and is hereby approved for circulation to the



Identified Subscribers for preferential allotment within such time as prescribed by law and the relevant authorities and the same has been taken on record.

**RESOLVED FURTHER THAT** the Company do record the name of the Identified Subscribers and maintain such record of private placement offer of the Subscription Shares in Form PAS-5 under the Companies (Prospectus and Allotment of Securities) Rules, 2014.

**RESOLVED FURTHER THAT** the Equity Shares to be offered, issued and allotted to the Identified Subscriber pursuant to the Proposed Private Placement allotment shall rank pari passu with the existing equity shares of the Company, in all respects, including dividend, and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company and such other terms, if any, as may be agreed among the Company and the Identified Subscribers.

**RESOLVED FURTHER THAT** monies received by the Company from the Subscribers as share application monies to allot Subscription Shares, pursuant to the Issue shall be kept by the Company in a separate bank account opened by the Company and shall be utilized by the Company in accordance with Section 42 of the Act.

**RESOLVED FURTHER THAT** any directors or Company Secretary of the Company, be and are hereby severally authorized to provide copies of the aforesaid resolutions or extracts thereof, certified as true, as may be required and to sign and file all necessary forms and other necessary documents as may be required by the statutory authorities including the relevant forms to the Registrar of Companies, Mumbai."

**By order of the Board**

For **EASY HOME FINANCE LIMITED**



**Siddharth R. Mehta**  
**Company Secretary**  
**ACS: 53915**



Date: October 26, 2024

Place: Mumbai

**NOTES:**

1. Pursuant to Circular No. 20/2020 dated May 5, 2020 read with Circular No. 21/2021 dated December 14, 2021, Circular No. 2/2022 dated May 5, 2022, Circular No. 10/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023 and Circular No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs ("MCA Circulars"), the 7th Annual General Meeting (AGM) of the Company is being conducted through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) Facility, which does not require physical presence of Members at a common venue. The deemed venue for the AGM shall be the Registered Office of the Company, 302, 3rd floor, Savoy Chambers, Dattatray Road & V.P. Road (Extn), Santacruz West, Mumbai - 400054.
2. Since this EGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members under section 105 of the Act will not be available for the 1<sup>st</sup> EOGM of FY 2024-25 and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
3. Participation of Members through VC/ OAVM will be reckoned for the purpose of quorum for the AGM as per section 103 of the Act.
4. A Corporate Member intending to send its authorized representatives to attend the Meeting in terms of Section 113 of the Companies Act, 2013 is requested to send to the company a certified copy of the Board Resolution authorizing such representative to attend and vote on its behalf at the Meeting.
5. Explanatory Statement pursuant to Section 102 of the Act, relating to special business to be transacted at the meeting is annexed hereto and forms part of this Notice.
6. Relevant documents referred to in the accompanying Notice and the Explanatory Statement, if any shall be open for inspection till the date of the meeting without any fees by the Members at the Registered Office of the Company.
7. The members who have not yet registered their e-mail ids with the Company may contact Mr. Siddharth Mehta at [cs@easyhomefinance.in](mailto:cs@easyhomefinance.in) for registering their e- mail ids on or before the date of the meeting.





8. Members in need of any assistance with respect to participating in the meeting can contact Mr. Siddharth Mehta on [cs@easyhomefinance.in](mailto:cs@easyhomefinance.in).
9. The facility of joining the meeting shall be kept open at least 15 minutes before the scheduled time to start the meeting and shall not be closed till the expiry of 15 minutes after such scheduled time.
10. The Chairman may decide to conduct a vote by show of hands, unless a demand for poll is made by any member in accordance with section 109 of the Act.
11. Designated e-mail id to convey vote when a poll is required is [cs@easyhomefinance.in](mailto:cs@easyhomefinance.in).



**EXPLANATORY STATEMENT AS PER THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013:**

The following Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") and the Rules framed thereunder, sets out all material facts relating to the business mentioned under Item No. 1 of the accompanying Notice dated October 26, 2024:

**Item No. 1:**

As required by Section 102 of the Companies Act, 2013, the following explanatory statement sets out all material facts relating to the business mentioned under Item No. 01 of the accompanying notice dated October 26, 2024.

The proposal to offer, issue and allot 1,27,30,960 (One Crore Twenty Seven Lakh Thirty Thousand Nine Hundred Sixty Only) fully paid up equity shares of the Company of face value of INR 10 each, amounting to INR 12,73,09,600 (Rupees Twelve Crore Seventy Three Lakh Nine Thousand Six Hundred only), through private placement ("**Proposed Private Placement**") at a premium of INR 155.23 each, amounting to INR 197,62,26,922 (Rupees One Ninety Seven Crore Sixty Two Lakh Twenty Six Thousand Nine Hundred Twenty Two Only) with a total issue size being INR 210,35,36,522 (Rupees Two Hundred Ten Crore Thirty Five Lakh Thirty Six Thousand Five Hundred Twenty Two Only) is approved by the Board at its Board Meeting held on October 26, 2024. Following is the list of the subscriber ("**Identified Subscriber**") to whom the shares will be offered through this private placement.

Name & Address of the offeree	Class of Security	No. of shares Offered	Nominal Value	Consideration Payable (Amount in Rs.)
<b>Name:</b> SMBC Asia Rising Fund  <b>Address:</b> 5 Temasek Boulevard, #17-01, Suntec Tower Five, Singapore (038985).	Equity shares of face value of <b>INR 10</b> each issued at a premium of <b>INR 155.23</b> per share	29,50,485	INR 10 per equity share	487,508,637



<b>Name:</b> Claypond Capital Partners Private Limited  <b>Address:</b> 24/1, 15th Floor, J W Marroitt, Bangalore G.P.O., Bangalore, Bangalore, Karnataka, India, 560001	Equity shares of face value of <b>INR 10</b> each issued at a premium of <b>INR 155.23</b> per share	91,11,703	INR 10 per equity share	1,505,526,687
<b>Name:</b> Rajesh Krishnaswamy Moorti  <b>Address:</b> No 908, "Spandana", 20th Main, Banashankari II Stage, Bengaluru - 560 070	Equity shares of face value of <b>INR 10</b> each issued at a premium of <b>INR 155.23</b> per share	15,130	INR 10 per equity share	2,499,930
<b>Name:</b> Shreyans Gangwal  <b>Address:</b> Tower D3, Flat 1222, Divyasree 77 Place, Yemalur, Bangalore - 560037	Equity shares of face value of <b>INR 10</b> each issued at a premium of <b>INR 155.23</b> per share	12,104	INR 10 per equity share	1,999,944
<b>Name:</b> Prachi Modi  <b>Address:</b> 85 Subhash Nagar, Road Number 3, Udaipur - 313002	Equity shares of face value of <b>INR 10</b> each issued at a premium of <b>INR 155.23</b> per share	12,104	INR 10 per equity share	1,999,944
<b>Name:</b> Pranay Shetty  <b>Address:</b> 101, Aravind Residency, 6th Main, 1st Cross, Indiranagar II Stage, Bangalore 560038	Equity shares of face value of <b>INR 10</b> each issued at a premium of <b>INR 155.23</b> per share	6,052	INR 10 per equity share	999,972





<b>Name:</b> Arpit Surana  <b>Address:</b> B305 - Parasmani Regency, 2nd Block Jayanagar, Bangalore - 560011	Equity shares of face value of <b>INR 10</b> each issued at a premium of <b>INR 155.23</b> per share	6,052	INR 10 per equity share	999,972
<b>Name:</b> Pankaj Chaturvedi  <b>Address:</b> A-1305, Purva Venezia, Mandalakunte, Near Mother Dairy, New Town Yelahanka, Bangalore - 560064	Equity shares of face value of <b>INR 10</b> each issued at a premium of <b>INR 155.23</b> per share	6,052	INR 10 per equity share	999,972
<b>Name:</b> Udit Ahuja  <b>Address:</b> 19, Second Floor, New Grace Villa, Brunton Cross Road, Ashok Nagar, Bangalore - 560025	Equity shares of face value of <b>INR 10</b> each issued at a premium of <b>INR 155.23</b> per share	3,026	INR 10 per equity share	499,986
<b>Name:</b> Hari Prasad Narisingu  <b>Address:</b> Flat No. 301, Pragna Icon, 6/2 Chandramouli Nagar, Guntur - 522007	Equity shares of face value of <b>INR 10</b> each issued at a premium of <b>INR 155.23</b> per share	3,026	INR 10 per equity share	499,986



<b>Name:</b> Aart Corporates Advisors Private Limited, <b>Address:</b>	Equity shares of face value of <b>INR 10</b> each issued at a premium of <b>INR 155.23</b> per share	3,02,613	INR 10 per equity share	5,00,00,746
<b>Name:</b> SVS Trust No IV, <b>Address:</b> SVS TRUST NO IV, Asalgaocar House, DR F L Gomes Road, VASCO DA GAMA, Goa - 403802	Equity shares of face value of <b>INR 10</b> each issued at a premium of <b>INR 155.23</b> per share	3,02,613	INR 10 per equity share	5,00,00,746

Pursuant to Section 42 of the Act, read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, including any statutory modification thereto or re-enactment thereof a Company making an offer or an invitation to subscribe to securities through private placement, is required to obtain prior approval of the shareholders by way of special resolution, for each of the offers or invitations.

The board of directors recommends passing of the special resolution as set out in the notice. The concern or interest, financial or otherwise in respect of Item Number 01 under special business:

(i)	Promoter, Director and Manager	NIL
(ii)	Every other Key Managerial Personnel	Not Applicable
(iii)	Relatives of persons mentioned in (i) and (ii)	Not Applicable

The disclosures under Sub-Rule (1) of Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 are below:

Sr. No.	Disclosure Head	Information
1.	Particulars of the offer including date of passing of board resolution.	On October 26, 2024, the board of directors of the Company approved the private placement of 1,27,30,960 equity shares of face value of INR 10 each for an aggregate consideration of INR 210,35,36,522, at a per equity share price of INR 165.23.
2.	Kinds of securities offered and the price at	Equity shares, each at Rs.165.23/- per share (including Rs.10/- face value and Rs. 155.23/- premium), which rank pari passu with the existing





Sr. No.	Disclosure Head	Information
	which security is being offered.	equity shares issued by the Company. The equity shares will be issued for an aggregate consideration of INR 210,35,36,522/-. Each fully paid-up equity share shall be issued and allotted at an issue price of INR 165.23 (Face value of INR 10 each and the premium per share would be INR 155.23).
3.	Basis or justification for the price (including premium, if any) at which the offer or invitation is being made.	Mr. Bhavesh M. Rathod (a IBBI registered valuer), have arrived at a valuation of Rs.165.23/- per share based on the Discounted Cash Flow (DCF) method.  The valuation report is attached as Annexure I.
4.	Name and address of valuer who performed valuation	Mr. Bhavesh M. Rathod (a IBBI registered valuer) Registration No.: IBBI/RV/06/2019/10708 Address: 12D White Spring, A Wing, Rivali Park Complex, Western Express Highway, Borivali East, Mumbai 400066.
5.	Amount which the company intends to raise by way of such securities	INR 210,35,36,522/- (Rupees Two Hundred Ten Crore Fifty One Lakh Eighty Eight Thousand Eight Hundred Twenty Two Only)
6.	Material terms of raising such securities, proposed time schedule, purposes or objects of offer, contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects; principle terms of assets charged as securities	<b><u>Securities Offered and Background:</u></b> On October 26, 2024, the board of directors of the Company approved the private placement of 1,27,30,960 equity shares of face value of INR 10 each for an aggregate consideration of INR 210,35,36,522/- <b><u>Proposed Time Schedule:</u></b> The Company intends to allot the equity shares to the Investors within 30 days from the date of receipt of application money. However, the Board may at its discretion pass the resolution of allotment at its meeting duly held or by way of passing a 'Resolution by Circulation' for considering the allotment of shares to the investors, post receiving of subscription amount, which may be prior to the closure of the Issue. <b><u>Object of Offer:</u></b> The fully paid-up equity shares are offered to domestic and foreign investors comprising of individuals and entities i.e. private companies and investment trust.





Sr. No.	Disclosure Head	Information
		<p>The main purpose and object for offering shares through private placement is to meet the further working capital requirement of the Company pertaining to its business expansion and opening of new branches in different states.</p> <p><b><u>Principle terms of assets charged as securities:</u></b> No assets are charged as securities for the issue of these equity shares.</p> <p><b><u>Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects:</u></b> Nil</p>

The disclosures under Sub-Rule (2) of Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014 are below:

Sr. No.	Disclosure Head	Information
1.	The objects of the issue	<p>The fully paid-up equity shares are offered to domestic and foreign investors comprising of individuals and entities i.e. private companies and investment trust.</p> <p>The main purpose and object for offering shares through private placement is to meet the further working capital requirement of the Company pertaining to its business expansion and opening of new branches in different states.</p>
2.	The total number of shares or other securities to be issued	An aggregate of 1,27,30,960 equity shares (of face value of INR 10 each and securities premium of INR 155.23 each) are proposed to be issued.
3.	The price or price band at/within which the allotment is proposed	Each fully paid-up equity share shall be issued and allotted at an issue price of INR 165.23 (Face value of INR 10 each and the premium per share would be INR 155.23).



Sr. No.	Disclosure Head	Information									
4.	Basis on which the price has been arrived at along with report of the registered valuer	The price is being derived at a valuation of Rs. 165.23/- per share, by Mr. Bhavesh M. Rathod (a IBBI registered valuer) on the Discounted Cash Flow (DCF) method. The valuation report is attached as Annexure I.									
5.	Relevant date with reference to which the price has been arrived at	The date with reference to which the price has been arrived at is September 30, 2024.									
6.	The class or classes of persons to whom the allotment is proposed to be made	The shares are being offered to certain set of private investors, which includes Foreign and Indian Individuals and entities/corporates.									
7.	Intention of promoters, directors or key managerial personnel to subscribe to the offer	The promoters, directors and key managerial personnel are not intending to subscribe in current private placement offer.									
8.	The proposed time within which the allotment shall be completed	The allotment shall be completed within a period of 30 days from the date of closure of the Issue. However, the Board may at its discretion pass the resolution of allotment at its meeting duly held or by way of passing a 'Resolution by Circulation' for considering the allotment of shares to the investors, post receiving of subscription amount, which may be prior to the closure of the Issue.									
9.	The names of the identified subscribers/allottees and the percentage of post preferential offer capital that may be held by them	<p>The names &amp; no. of share offered to identified subscribers/allottees are:</p> <table border="1"> <thead> <tr> <th>Sr. No.</th><th>Name of Identified Subscribers/ Allottees</th><th>No. of Shares offered.</th></tr> </thead> <tbody> <tr> <td>1.</td><td>SMBC Asia Rising Fund</td><td>29,50,485</td></tr> <tr> <td>2.</td><td>Claypond Capital Partners Private Limited</td><td>91,11,703</td></tr> </tbody> </table>	Sr. No.	Name of Identified Subscribers/ Allottees	No. of Shares offered.	1.	SMBC Asia Rising Fund	29,50,485	2.	Claypond Capital Partners Private Limited	91,11,703
Sr. No.	Name of Identified Subscribers/ Allottees	No. of Shares offered.									
1.	SMBC Asia Rising Fund	29,50,485									
2.	Claypond Capital Partners Private Limited	91,11,703									



Sr. No	Disclosure Head	Information		
		3.	Rajesh Krishnaswamy Moorti	15,130
		4.	Shreyans Gangwal	12,104
		5.	Prachi Modi	12,104
		6.	Pranay Shetty	6,052
		7.	Arpit Surana	6,052
		8.	Pankaj Chaturvedi	6052
		9.	Udit Ahuja	3,026
		10.	Hari Prasad Narisingu	3,026
		11.	Aart Corporates Advisors Private Limited	3,02,613
		12.	SVS Trust No IV	3,02,613
		The percentage of post-preferential offer capital that may be held by the identified subscribers/allottees is set out hereto.		
Sr. No	Name of Identified Subscribers/Allottees	Proposed Shareholding of Security		
		No. of Shares	% of Holding as of total issued capital	
1.	SMBC Asia Rising Fund	29,50,485	4.80%	
2.	Claypond Capital Partners Private Limited	91,11,703	14.90%	
3.	Rajesh Krishnaswamy Moorti	15,130	0.03%	
4.	Shreyans Gangwal	12,104	0.02%	
5.	Prachi Modi	12,104	0.02%	
6.	Pranay Shetty	6,052	0.01%	





Sr. No.	Disclosure Head	Information			
		7.	Arpit Surana	6,052	0.01%
		8.	Pankaj Chaturvedi	6052	0.01%
		9.	Udit Ahuja	3,026	0.01%
		10.	Hari Prasad Narisingu	3,026	0.01%
		11.	Aart Corporates Advisors Private Limited	3,02,613	0.51%
		12.	SVS Trust No IV	6,02,613	1.02%
10.	The change in control, if any, in the company that would occur consequent to the preferential offer.	Post Issuance and Allotment, there will be no change in control.			
11.	The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price	Nil			
12.	The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer	Not applicable.			
13.	The pre issue and post issue shareholding	The pre issue and post issue shareholding pattern of the Company as required under the Act is appended hereto.			



Sr. No.	Disclosure Head	Information
	pattern of the company	

None of the Directors/key Managerial Personnel or their relatives is concerned or interested in the resolution.

**PRE-ISSUE AND POST-ISSUE SHAREHOLDING PATTERN OF THE COMPANY AS REQUIRED UNDER THE ACT**

Sr. No.	Category	Pre-Issue		Post-Issue – to be inserted	
		No. of Shares held	% of Shareholding	No. of Shares held	% of Shareholding
<b>A</b>	Promoters' Holding				
1	Indian				
	Individual (including promoter group)	1,46,90,791	31.08	1,47,65,791	24.15
	Bodies Corporate				
	Sub- total	<b>1,46,90,791</b>	<b>31.08</b>	<b>1,47,65,791</b>	<b>24.15</b>
2	Foreign Promoters				
	<b>Subtotal (A)</b>	<b>1,46,90,791</b>	<b>31.08</b>	<b>1,47,65,791</b>	<b>24.15</b>
<b>B</b>	Non-Promoter's holding				
1	Institutional Investor				
	Indian	1,70,79,068	36.13	1,70,79,068	27.93
	Foreign	99,02,151	20.95	1,28,52,636	21.02



2	Non-Institutional Investor				
	Private Corporate Bodies	15,59,302	3.30	1,09,73,618	17.95
	Directors and relatives	9,08,000	1.92	9,08,000	1.48
	Others (Including Non-resident Indian (NRIs)				
	Indian	14,75,280	3.12	14,60,280	2.39
	Foreign	5,11,626	1.08	5,11,626	0.84
	Private Trust	3,00,000	0.63	6,02,613	0.99
	ESOP Pool	8,45,000	1.79	8,45,000	1.38
				11,50,000	1.88
	<b>Subtotal (B)</b>	<b>3,25,80,427</b>	<b>68.92</b>	<b>4,63,83,387</b>	<b>75.85</b>
	<b>GRAND TOTAL</b>	<b>4,72,71,218</b>	<b>100.00</b>	<b>6,11,49,978</b>	<b>100.00</b>
	<b>TOTAL (Excluding ESOPs)</b>	<b>4,64,26,218</b>	<b>--</b>	<b>5,91,54,178</b>	<b>--</b>

For the proposed issuance and allotment of shares on preferential allotment basis, special resolution is required to be approved by members pursuant to the provisions of Section 62 read with Section 42 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013. The copy of form PAS-4 is attached at Annexure-II to this notice and shall also be tabled during the meeting on request of the members.

The members are therefore requested to accord their approval authorizing the Board for the proposed issue of shares on preferential basis as set out in the item no. 01 as a Special Resolution.

Certified True Copy

**For Easy Home Finance Limited**

*Siddharth R. Mehta*

Siddharth R. Mehta  
Company Secretary  
ACS 53915

Date: 26/10/2024

Place: Mumbai





**VALUATION REPORT**

**on**

**Fair Value of Equity Shares**

**Easy Home Finance Limited**

Bhavesh M Rathod  
Chartered Accountants, Registered Valuer – SFA  
Office Add: Office No. 515, 5th Floor, Dimple Arcade,  
Behind Sai Dham Temple, Thakur Complex, Kandivali East, Mumbai, Maharashtra - 400101  
Registered Add: 12D, White Spring, A wing, Rivali Park Complex,  
Western Express Highway, Borivali East, Mumbai 400066  
Email: [bhavesh@cabr.in](mailto:bhavesh@cabr.in)  
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IBBI Registration No.: IBBI/RV/06/2019/10708  
ICAI RVO Membership No.: ICAIRVO/06/RV-P00113/2018-19  
PAN: AAEP3560Q

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## Valuation Analysis

We refer to our Engagement Letter as independent valuers of **Easy Home Finance Limited** (the “Company”). In the following paragraphs, we have summarized our valuation Analysis (the “Analysis”) of the business of the Company as informed by the management and detailed herein, together with the description of the methodologies used and limitation on our scope of work.

### 1 Context and Purpose

Based on discussion with the management, we understand that the Company’s promoters are evaluating the possibility of **Fair Value of Equity Shares under the Companies Act, 2013 and applicable rules thereunder**. In the context of these proposed transactions, the management requires our assistance in determining the **Fair Value of Equity Shares** of the Company.

#### Proposed Transaction:

During the financial year 2024-25, Company is evaluating the possibility of issuing further securities to prospective investors. In this context, the management of **Easy Home Finance Limited** (the “Management”) has requested us to estimate the fair value of the Equity Shares. – “Proposed Transaction”.

### 2 Conditions and major assumptions

#### Conditions

The historical financial information about the Company presented in this report is included solely for the purpose to arrive at value conclusion presented in this report and it should not be used by anyone to obtain credit or for any other unintended purpose. Because of the limited purpose as mentioned in the report, it may be incomplete and may contain departures from generally accepted accounting principles prevailing in the country. We have not audited, reviewed or compiled the financial statements and express no assurance on them.

Readers of this report should be aware that a business valuation is based on future earnings potential that may or may not be materialised. Any financial projection e.g., projected balance sheet, projected profit & loss account, projected cash flow statements as presented in this report are included solely to assist in the development of the value conclusion. The actual results may vary from the projections given, and the variations may be material, which may change the overall value.

This report is only to be used in its entirety, and for the purpose stated in the report. No third parties should rely on the information or data contained in this report without the advice of their lawyer, attorney or accountant.



We acknowledge that we have no present or contemplated financial interest in the Company. Our fees for this valuation are based upon our normal billing rates, and not contingent upon the results or the value of the business or in any other manner. We have no responsibility to modify this report for events and circumstances occurring subsequent to the date of this report.

We have, however, used conceptually sound and generally accepted methods, principles and procedures of valuation in determining the value estimate included in this report. The valuation analyst, by reason of performing this valuation and preparing this report, is not to require to give expert testimony nor to be in attendance in court or at any government hearing with reference to the matters contained herein, unless prior arrangements have been made with the analyst regarding such additional engagement.

### **Assumptions**

The opinion of value given in this report is based on information provided by the management of the Company and other sources as listed in the report. This information is assumed to be accurate and complete.

We have relied upon the representations contained in the public and other documents in our possession and any other assets or liabilities except as specifically stated to the contrary in this report.

We have not attempted to confirm whether or not all assets of the business are free and clear of liens and encumbrances, or that the owner has good title to all the assets.

We have also assumed that the business will be operated prudently and that there are no unforeseen adverse changes in the economic conditions affecting the business, the market, or the industry. This report presumes that the management of the Company will maintain the character and integrity of the Company.

We have been informed by the management that there are no Significant lawsuits or any other undisclosed contingent liabilities which may potentially affect the business, except as may be disclosed elsewhere in this report. We have assumed that no costs or expenses will be incurred in connection with such liabilities, except as explicitly stated in this report.

### 3 Background of the Company

Easy Home Finance Limited (the Company) is an unlisted public limited company, incorporated on July 25, 2017, in India under the Companies Act, 2013. The main object of the Company inter alia is to carry on the business of providing long term finance to individuals, companies, corporations, societies or association of person for purchase/construction/repair and renovation of new/existing flats/house for residential purpose and provide property related services. The Company has received certificate of registration, under Section 29A of the National Housing Bank (NHB) Act, 1987, from the National Housing Bank (NHB) on July 31, 2018, to carry on the business of long-term finance for housing.

**Company URL:** - <https://www.easyhomefinance.in/>

#### Further data of the Company:

<b>CIN</b>	<b>U74999MH2017PLC297819</b>
<b>Company Name</b>	<b>EASY HOME FINANCE LIMITED</b>
<b>ROC Name</b>	ROC Mumbai
<b>Registration Number</b>	297819
<b>Date of Incorporation</b>	25/07/2017
<b>Email Id</b>	cs@easyhomefinance.in
<b>Registered Address</b>	302, 3rd Floor, Savoy Chambers, Dattatray Road & V P Road (Extn), Santac, ruz West, Mumbai City, Mumbai, Maharashtra, India, 400054
<b>Address at which the books of account are to be maintained</b>	-
<b>Listed in Stock Exchange(s) (Y/N)</b>	No
<b>Category of Company</b>	Company limited by shares
<b>Subcategory of the Company</b>	Non-government company
<b>Class of Company</b>	Public
<b>ACTIVE compliance</b>	ACTIVE Compliant
<b>Authorised Capital (Rs)</b>	65,00,00,000
<b>Paid up Capital (Rs)</b>	44,47,67,061
<b>Date of last AGM</b>	28/09/2024
<b>Date of Balance Sheet</b>	31/03/2024
<b>Company Status</b>	Active

#### Directors and Key Managerial Persons:

DIN/PAN	Name	Designation	Date of Appointment
02502618	Debabrata Sarkar	Director	07/08/2017
08425187	Sho Nakagawa	Nominee Director	07/06/2022
05273533	Venkateswara Rao Thallapaka	Director	07/08/2017
02305074	Rajinder Singh Loona	Director	18/08/2023
01984506	Rohit Chokhani	Managing Director	25/07/2017
07436287	Sanjay Jain	Director	22/06/2019
00365025	Perumal Srinivasan	Nominee Director	28/09/2021
09271834	Divya Mahendra Sutar	Nominee Director	28/09/2021

<b>08064084</b>	Praveen Kumar Agarwal	Whole-time director	01/09/2021
<b>*****4538Q</b>	Praveen Kumar Agarwal	CEO	01/02/2019
<b>*****7149H</b>	Siddharth Rajeshbhai Mehta	Company Secretary	04/03/2022
<b>*****3057M</b>	Bikash Kumar Mishra	CFO	30/03/2023

**Shareholding pattern as on Valuation date is given below:**

Shareholders	Equity Shares - Fully Paid	Equity Shares - Partly Paid	Diluted No. of Shares
Suresh Chokhani	66,25,000	-	66,25,000
Rohit Chokhani	65,56,750	13,37,791	78,94,541
Rachna Chokhani	1,71,250	-	1,71,250
Avantika Chokhani	31,250	-	31,250
Sanjit Chokhani	43,750	-	43,750
Sanjay Jain	2,86,000	-	2,86,000
Thallapaka Venkateswara Rao	72,000	-	72,000
Praveen Kumar Agrawal	1,43,000	1,35,000	2,78,000
Priyank Shah	1,43,000	-	1,43,000
Prerak Mehta	72,000	1,80,000	2,52,000
Rohan Shah	72,000	1,35,000	2,07,000
Xponentia Opportunities Fund 1	1,39,53,488	-	1,39,53,488
Ashish Mehrotra	1,16,280	-	1,16,280
Integra Software Services Private Limited	4,09,302	-	4,09,302
Banjul Shah	1,02,000	-	1,02,000
Harbourfront India Fund	23,25,580	-	23,25,580
Debabrata Sarkar	72,000	-	72,000
Pegasus India Evolving Opportunities Fund	8,00,000	-	8,00,000
Bhavin Gada	30,000	-	30,000
Mehak Gupta	5,000	-	5,000
Perumal Srinivasan	2,00,000	-	2,00,000
Devinjit Singh	1,00,000	-	1,00,000
Bhavya Kapoor	47,000	-	47,000
Rahul Bahri	20,000	-	20,000
SVS Trust No IV	3,00,000	-	3,00,000
Venktesh Investment and Trading Company Private Limited	1,50,000	-	1,50,000
Capri Global Holdings Private Limited	10,00,000	-	10,00,000
Cove Group Pte. Ltd. (Harbourfront Group)	36,17,210	-	36,17,210
Finsight 1 LP	26,93,674	-	26,93,674
RaSA Future Fund	8,52,267	-	8,52,267
Gustav Eriksson	5,11,626	-	5,11,626
FS-10, a series of FinSight Late Stage Fund IV LLC	27,39,000	-	27,39,000
Vinayak Deousker	-	1,25,000	1,25,000
Parth Bhuta	-	1,25,000	1,25,000



Deepak Bhatt	-	1,00,000	1,00,000
Bikash Kumar Mishra	-	25,000	25,000
<b>Total</b>	<b>4,42,60,427</b>	<b>21,62,791</b>	<b>4,64,23,218</b>

Face Value Per Share is Rs. 10/-

## 4 Valuation Premise

The premise of value for our analyses is going concern value as there is neither a planned or contemplated discontinuance of any line of business nor any liquidation of the Company.

## 5 Valuation Date

The Analysis of the Fair Value of Equity Shares of the **Easy Home Finance Limited** has been carried out as on **30<sup>th</sup> September 2024**.

## 6 Valuation Standards

The Report has been prepared in compliance with the internationally accepted valuation standards and valuation standard adopted by ICAI Registered Valuers Organisation.

## 7 Valuation Methodology and Approach

The standard of value used in the Analysis is "Fair Value", which is often defined as the price, in terms of cash or equivalent, that a buyer could reasonably be expected to pay, and a seller could reasonably be expected to accept, if the business were exposed for sale on the open market for a reasonable period of time, with both buyer and seller being in possession of the pertinent facts and neither being under any compulsion to act.

Valuation of a business is not an exact science and ultimately depends upon what it is worth to a serious investor or buyer who may be prepared to pay a substantial goodwill. This exercise may be carried out using various methodologies, the relative emphasis of each often varying with:

- whether the entity is listed on a stock exchange
- industry to which the Company belongs
- past track record of the business and the ease with which the growth rate in cash flows to perpetuity can be estimated
- Extent to which industry and comparable Company information is available.

The results of this exercise could vary significantly depending upon the basis used, the specific circumstances and professional judgment of the valuer. In respect of going concerns, certain valuation techniques have evolved over time and are commonly in vogue. These can be broadly categorised as follows:

### 1. Asset Approach

#### Net Asset Value Method ("NAV")

The value arrived at under this approach is based on the audited financial statements of the business and may be defined as Shareholders' Funds or Net Assets owned by the business. The balance sheet values are adjusted for any contingent liabilities that are likely to materialise.

The Net Asset Value is generally used as the minimum break-up value for the transaction since this methodology ignores the future return the assets can produce and is calculated using historical accounting data that does not reflect how much the business is worth to someone who may buy it as a going concern.

## 2. Market Approach

### **Comparable Company Market Multiple Method**

Under this methodology, market multiples of comparable listed companies are computed and applied to the business being valued in order to arrive at a multiple based valuation. The difficulty here is in the selection of a comparable company since it is rare to find two or more companies with the same product portfolio, size, capital structure, business strategy, profitability and accounting practices.

Whereas no publicly traded company provides an identical match to the operations of a given company, important information can be drawn from the way comparable enterprises are valued by public markets. In case of early stage company and different business model the problem aggravates further.

### **Comparable Transactions Multiple Method**

This approach is somewhat similar to the market multiples approach except that the sales and EBITDA multiples of reported transactions in the same industry in the recent past are applied to the sales and EBITDA of the business being valued.

## 3. Income Approach

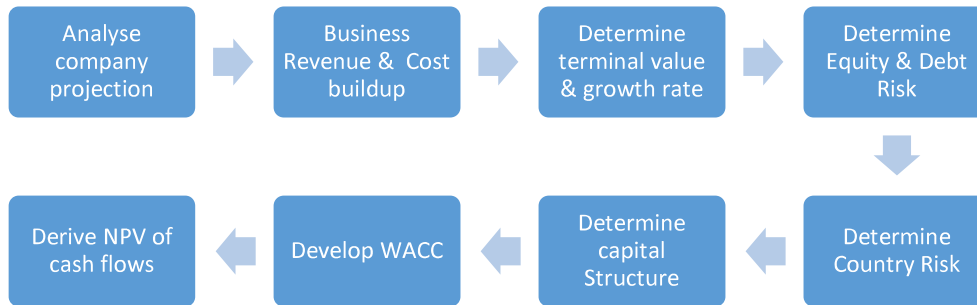
### **Discounted Cash Flows - "DCF"**

DCF uses the future free cash flows of the company discounted by the firm's weighted average cost of capital (the average cost of all the capital used in the business, including debt and equity), plus a risk factor measured by beta, to arrive at the present value.

Beta is an adjustment that uses historic stock market data to measure the sensitivity of the Company's cash flow to market indices, for example, through business cycles.

The DCF method is a strong valuation tool, as it concentrates on cash generation potential of a business. This valuation method is based on the capability of a company to generate cash flows in the future. The free cash flows are projected for a certain number of years and then discounted at a discount rate that reflects a Company's cost of capital and the risk associated with the cash flows it generates. DCF analysis is based mainly on the following elements:

- Projection of financial statements (key value driving factors)
- The cost of capital to discount the projected cash flows



### Valuation Methodology

The application of any particular method of valuation depends on the purpose for which the valuation is done. Although different values may exist for different purposes, it cannot be too strongly emphasized that a valuer can only arrive at one value for one purpose.

Approach	Method	Selection	Rationale for selection
Asset Approach	NAV Method	-	The usage of the cost method is of more predominance in valuation of non-financial assets, hence not applied for the valuation of financial instrument like the one being valued. It serves as a valuation floor since most companies have a greater value as a going concern than they would if they were liquidated. Hence, cost approach has not been adopted.
Income Approach	DCF Method	Selected	The projections provided by the management have been a reliable indicator of value. Hence, DCF method has been selected.
Market Approach	CCM Method	-	There are no immediate comparable companies and comparable transactions in public domain of similar size and nature listed in India. Hence the market approach has not been adopted.

Our choice of methodology and valuation has been arrived using usual and conventional methodologies adopted for purposes of a similar nature and our reasonable judgment, in an independent and bona fide manner based on our previous experience of assignments of similar nature.

Keeping in mind the context and purpose of the Report, we have used the DCF method as it captures the growth potential of the business going forward. We have used this method to calculate the fair value of the Equity Shares of the Company based on the financial projections prepared by the Management of the Company.

Discounted Cash Flows (*Refer Annexure 1*)

## 8 Source of Information

The Analysis is based on a review of the business plan of the Company provided by the Management and information relating to sector as available in the public domain. Specifically, the sources of information include:

- Provisional Financials as on 30<sup>th</sup> September 2024.



- Management certified projected financial statements for period of 5 years for the year ending FY25 to FY29.
- Details of Shareholding and numbers of Equity Shares as on valuation date.
- Discussions with the Management / representative of the Company.
- All Company specific information were sourced from the management of the Company, either in the written hard copy or digital form.
- Other information / data available in public domain.

In addition to the above, we have also obtained such other information and explanations from the Company as were considered relevant for the purpose of the valuation. It may be mentioned that the Management has been provided the opportunity to review our draft report as part of our standard practice to make sure that factual inaccuracies are avoided in our final report.

## 9 Caveats

Provision of valuation recommendations and considerations of the issues described herein are areas of our regular corporate advisory practice. The services do not represent accounting, assurance, financial due diligence review, consulting, transfer pricing or domestic/international tax-related services that may otherwise be provided by us.

Our review of the affairs of the Company and their books and account does not constitute an audit in accordance with Auditing Standards. We have relied on explanations and information provided by the Management of the Company and accepted the information provided to us as accurate and complete in all respects. Although, we have reviewed such data for consistency and reasonableness, we have not independently investigated or otherwise verified the data provided. Nothing has come to our attention to indicate that the information provided had material mis-statements or would not afford reasonable grounds upon which to base the Report.

The report is based on the financial projections provided to us by the Management of the company and thus the responsibility for forecasts and the assumptions on which they are based is solely that of the Management of the Company and we do not provide any confirmation or assurance on the achievability of these projections. It must be emphasized that profit forecasts necessarily depend upon subjective judgement. Similarly we have relied on data from external sources. These sources are considered to be reliable and therefore, we assume no liability for the accuracy of the data. We have assumed that the business continues normally without any disruptions due to statutory or other external/internal occurrences.

The valuation worksheets prepared for the exercise are proprietary to the Valuer and cannot be shared. Any clarifications on the workings will be provided on request, prior to finalizing the Report, as per the terms of our engagement.

The scope of our work has been limited both in terms of the areas of the business and operations which we have reviewed and the extent to which we have reviewed them.

The Valuation Analysis contained herein represents the value only on the date that is specifically Stated in this Report. This Report is issued on the understanding that the Management of the Company has drawn our attention to all matters of which they are aware, which have an impact on

our Report up to the date of signature. We have no responsibility to update this Report for events and circumstances occurring after the date of this Report.

We have no present or planned future interest in the Company and the fee for this Report is not contingent upon the values reported herein.

Our Valuation analysis should not be construed as investment advice; specifically, we do not express any opinion on the suitability or otherwise of entering into any transaction with the Company.

A draft of the report was shared with the Company, prior to finalisation of report, for confirmation of facts, key assumptions and other Company representations.

Our Report is not nor should it be construed as our opining or certifying the compliance with the provisions of any law / standards including company, foreign exchange regulatory, accounting and taxation (including transfer pricing) laws / standards or as regards any legal, accounting or taxation implications or issues.

Our Report and the opinion / valuation analysis contained herein is not nor should it be construed as advice relating to investing in, purchasing, selling or otherwise dealing in securities. This report does not in any manner address, opine on or recommend the prices at which the securities of the Company could or should transact.

## 10 Distribution of Report

The Analysis is confidential and has been prepared exclusively for **Easy Home Finance Limited**. It should not be used, reproduced or circulated to any other person or for any purpose other than as mentioned above, in whole or in part, without the prior written consent of the valuer. Such consent will only be given after full consideration of the circumstances at the time. However, we do understand that the report will be shared with the investor / buyers of the Company / submission to government authorities and regulators towards statutory compliances.

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## 11 Opinion on Fair Value of Equity Shares

Based on our valuation exercise Fair Value of the Equity Shares as on 30<sup>th</sup> September 2024 is as under:  
(INR Million)

Method	Value	Weight	Product
DCF Method	7,670.70	100%	7,670.70
			<b>7,670.70</b>
	Diluted No. of shares		4,64,23,218
	Value Per Share (in INR)		165.23
	Value Per Share (in INR) (R/off)		165.00

Face Value Per Share is Rs. 10/-

We trust the above meets your requirements. Please feel free to contact us in case you require any additional information or clarifications.

Yours faithfully




Bhavesh M Rathod  
Chartered Accountants  
M No: 119158  
Registered Valuer - Securities or Financial Assets  
(Reg No: IBBI/RV/06/2019/10708)

Date: 25<sup>th</sup> October 2024

Place: Mumbai

UDIN: **24119158BKAF662716**



## 12 Annexure 1

### Discounted Cash Flows

We have been provided with the business projection of the Company for **Five years** by the Management, which we have considered for our Analysis. Accordingly, the projected free cash flows to Equity ("FCFE") based on these financial statements is set out below:

(INR Million)

	1	2	3	4	5	TV
Number of Months	6	12	12	12	12	
Particulars	FY25	FY26	FY27	FY28	FY29	TV
PAT	235.48	690.28	1,694.04	3,576.81	7,841.49	7,998.32
Add: Depreciation	9.34	34.25	44.81	65.75	111.37	113.60
Less: Capex	39.18	-25.56	-40.95	-49.00	-49.12	
(Increase)/ decrease in working capital	263.67	-110.67	-498.29	-1,020.85	-2,024.75	-190.95
Free cash flow to firm ('FCFF')	547.66	588.30	1,199.60	2,572.71	5,878.98	7,920.97
Net Debt Taken / (Repaid)	-959.07	6,613.56	10,855.04	21,098.45	47,371.37	
Other Non Current Liability	136.39	328.21	557.78	1,071.04	2,546.29	
Other Non Current Assets	-2,113.06	-7,771.64	-12,545.14	-24,250.23	-61,626.57	
Free cash flow to Equity ('FCFE')	-2,388.08	-241.56	67.28	491.96	-5,829.92	7,920.97
Annual factor	0.50	1.00	1.00	1.00	1.00	
Discounting period (end year)	0.50	1.50	2.50	3.50	4.50	
PV factor	27.24%	0.89	0.70	0.55	0.43	
PV of FCFE	-2,118.43	-168.40	36.86	211.83	-1,972.75	

PV of FCFE for the horizon period	-4,010.90	A
FCFE for terminal year	7,920.97	
WACC (Note 2)	27.24%	
Perpetuity Growth	2.00%	
Capitalisation Rate	25.24%	
Gross terminal value	31,376.95	
PV factor	0.34	
PV of terminal value	10,617.45	B

Enterprise value	6,606.55	A+B
Add: Unpaid Call Amount (Note 1)	90.84	
Add: Cash & Bank	973.31	
Fair Value of Equity	<b>7,670.70</b>	
No of Share	4,64,23,218	
Value Per Share (in INR)	<b>165.23</b>	
Value Per Share (in INR) (R/off)	165.00	

(\*) Refer Note 1 for detail working

#### Note 1:

#### Calculation of Unpaid Call Amount

Particulars		
Partly Paid-up Shares	A	21,62,791
Face Value		10
Issue Price	B	43
Less: Paid up value	C	1
Unpaid Value	(B-C)	42
Total unpaid call value	A * (B-C)	<b>9,08,37,222</b>
Total unpaid call value in Million		<b>90.84</b>

#### Assumptions

WACC	<b>27.24 %</b>
Cost of Equity	15.24 %
Risk free rate (Rf)	7.09 %
Market Return (Rm)	15.24 %
Long Term Growth Rate	2.00 %

#### Terminal Value

The terminal value refers to the present value of the business as a going concern beyond the period of projections up to infinity. This value is estimated by taking into account expected growth rates of the business in future, sustainable capital investments required for the business as well as the estimates growth rate of the industry and economy. Based on dynamics of the sector and discussions with the Management we have assumed a terminal growth rate of **2.00 %** for the Company beyond the projections periods. The cash flows of **Rs. 7,920.97 Million** have been used to determine the terminal value. Based on these assumptions the terminal value has been calculated at **Rs. 31,376.75 Million**.

Using these cash flows and a discount rate of **27.24 %**, we estimate the equity value of the Company **Rs. 7,670.70 Million**.

#### Discount Factor

Discount Factor considered for arriving at the present value of the Free Cash Flows to the Firm ("FCFF") is the WACC.

The Weighted Average Cost of Capital ("WACC") is based on the proportionate weights of each component of the source of capital, i.e. weighted average of The Cost of Equity ("COE") & The Cost of Debt ("COD") wherein the ratio of Equity/Debt on total capital is the proportionate weights

**WACC: COE \* Equity Weightage of total Capital + COD \* Debt Weightage of total Capital**

**Note 2: Calculations of WACC**

Particulars	Note	%
<b>Base Cost of equity</b>		<b>15.24%</b>
Company specific risk premium		12.00%
Adjusted CoE	Note 3	27.24%
- Equity Weightage (*)		100.00%
<b>Weighted CoE (A)</b>		<b>27.24%</b>
Post tax cost of debt		0.00%
- Debt Weightage (*)		0.00%
<b>Weighted CoD (B)</b>		<b>0.00%</b>
<b>WACC (A + B)</b>		<b>27.24%</b>

(\*) As there is no debt 100% Weightage is considered to equity

**Note 3: Organisation Specific Discount Rate**

- Cost of Equity of 27.24 % is taken as Discounting rate, calculated using,
  - Historical Market Return of BSE 500 from February 01, 1999, to September 30, 2024, is 15.24 %
  - We have considered Premium of 12.00 % towards risk and illiquidity

	Rate	Source
<b>Market Return (Rm)</b>	15.24 %	Return of BSE 500 for the period of Feb 01, 1999, to September 30, 2024.
<b>Company Specific Risk</b>	12.00%	Contingency of revenues, projected high profitability, achievability of projections



**FORM NO PAS-4  
PRIVATE PLACEMENT OFFER CUM APPLICATION LETTER**

*[Pursuant to section 42 read with section 62 of the Companies Act, 2013 and rule 14(3) of the Companies (Prospectus and Allotment of Securities) Rules, 2014]*

**PART-A**

<b>SR.</b>	<b>PARTICULARS</b>	
<b>1.</b>	<b>GENERAL INFORMATION</b>	
a.	Name of the Company:	Easy Home Finance Limited
b.	Address of Registered Office and Corporate Office of the Company:	302, 3 <sup>rd</sup> floor, Savoy Chambers, Dattatray Road, V.P. Road (Extn), Santacruz West, Mumbai, MH 400054.
c.	Website/Email-ID of Company:	Email-ID: <a href="mailto:cs@easyhomefinance.in">cs@easyhomefinance.in</a> Website: <a href="http://www.easyhomefinance.in">www.easyhomefinance.in</a>
d.	Contact details of the Company:	022 26609500
e.	Date of incorporation of the company;	25/07/2017
f.	Business carried on by the company and its subsidiaries with the details of branches or units, if any;	Housing Finance Company registered with National Housing Bank (NHB) under supervision of Reserve Bank of India (RBI). Company does not have any subsidiary. Company has its presence in 11 states with 67 branches and major presence in Ahmedabad, Surat, Vadodara, Indore, Raipur, Kalyan, Panvel, Virar, Nagpur, Pune, PCMC, Jaipur, Delhi, Noida, Bengaluru, Hyderabad, Faridabad, Lucknow, Agra, Varanasi, Prayagraj, etc.
g.	Brief particulars of the management of the company	Please refer Annexure I
h.	Names, addresses, DIN and occupations of the Directors;	Please refer Annexure II
i.	Management's perception of risk factors:	Company is exposed to specific risks that are particular to its existing business and the environment within which it operates, including, inter alia, competition risk, human resource risk and any significant downturn in the economic cycle. It is the endeavor of the management that the company is insulated to the extent possible from all these risks by taking appropriate steps for mitigating the risk in a timely and proper manner.
j.	Details of default, if any, including therein the amount involved, duration of default and present status, in repayment of –	NIL
	(a) statutory dues;	NIL

	(b) debentures and interest thereon;	NIL
	(c) deposits and interest thereon;	NIL
	(d) Loan from any bank or financial institution and interest thereon.	NIL
k.	<b>Details of Compliance Officer:</b>	
	<b>Name</b>	Siddharth Rajeshbhai Mehta
	<b>Designation</b>	Company Secretary
	<b>Address</b>	302, 3 <sup>rd</sup> floor, Savoy Chambers, Dattatray Road, V.P. Road (Extn), Santacruz West, Mumbai, MH 400054.
	<b>Phone number</b>	022 26609500
	<b>Email id</b>	<a href="mailto:cs@easyhomefinance.in">cs@easyhomefinance.in</a>
1.	Any Default in Annual filing of the Company under the Companies Act, 2013 or the rules made thereunder.	NIL

<b>2.</b>	<b>PARTICULARS OF THE OFFER: -</b>	
a.	Financial position of the Company for the Last 3 Financial years and Cash Flow Statement;	Please refer Annexure III and Annexure IV
b.	Date of passing of board resolution:	26 <sup>th</sup> October, 2024
c.	Date of passing of resolution in the general meeting authorizing the offer of securities;	26 <sup>th</sup> October, 2024
d.	Kinds of securities offered (i.e., whether share or debenture) and class of security;	Fully paid-up equity shares, each at INR 165.23/- per share (including INR 10/- face value and INR 155.23/- premium)
e.	Price at which the security is being offered including the premium, if any, along with justification of the price;	<p>Each fully paid-up equity share shall be issued at an issue price of INR 165.23 (Face value of INR 10 each and the premium per share would be INR 155.23).</p> <p>The aforesaid price per equity share has been arrived by the Board after taking into consideration the valuation report issued by Mr. Bhavesh M. Rathod (an IBBI registered valuer)</p> <p>Please refer to Annexure V for the valuation report.</p>
f.	Name and Address of the valuer who performed valuation of the security offered;	<p>Mr. Bhavesh M. Rathod (an IBBI registered valuer)</p> <p>Registration No.: IBBI/RV/06/2019/10708</p> <p>Address: 12D White Spring, A Wing, Rivali Park Complex, Western Express Highway, Borivali East, Mumbai 400066.</p>

g.	Basis on which the price has been arrived at along with report of the registered valuer	Mr. Bhavesh M. Rathod (an IBBI registered valuer) have arrived at a valuation of INR 165.23/- per share based on the Discounted Cash Flow (DCF) method.
h.	Relevant date with reference to which the price has been arrived.	September 30, 2024
i.	The class or classes of persons to whom the allotment is proposed to be made	The shares are being offered to certain set of private investors, which includes Indian individuals and entities/corporates and Foreign entities/corporates.
j.	Intention of promoters, directors or key managerial personnel to subscribe to the offer	The promoters, directors and key managerial personnel are not intending to subscribe to the current private placement offer.
k.	The proposed time within which the allotment shall be completed;	The allotment shall be completed within a period of 30 days from the date of closure of the Issue.  However, the Board may at its discretion pass the resolution of allotment at its meeting duly held or by way of passing a 'resolution by circulation' for considering the allotment of shares to the investors, post receiving of subscription amount, which may be prior to the closure of the Issue.
l.	The names of the identified subscribers/allottees and the percentage of post private placement capital that may be held by identified subscribers/allottees.	Please refer Annexure VI
m.	The change in control, if any, in the company that would occur consequent to the private placement	Post issuance and allotment, there will be no change in control.
n.	The number of persons to whom allotment on preferential basis/private placement/ rights issue has already been made during the year, in terms of number of securities as well as price;	None
o.	The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer;	Not applicable
p.	Amount which the company intends to raise by way of securities	INR 210,35,36,522/- (Rupees Two Hundred Ten Crore Fifty One Lakh Eighty Eight Thousand Eight Hundred Twenty Two Only)
q.	Terms of Raising of Securities:	The shares are offered at Rs.165.23/- per share. The shares will be issued and allotted as fully paid-up equity shares. The equity shares will rank Pari-passu with the existing equity shares.
r.	Proposed time schedule for which the offer letter is valid	This Letter of Offer is valid until December 15, 2024. The Identified Subscriber must subscribe to the shares offered on or before December 15, 2024, by paying the subscription amount and submitting the duly signed share application form.
s.	Purposes and objects of the offer	The fully paid-up equity shares are offered to

		investors comprising of, which includes Indian individuals and entities/corporates and Foreign entities/corporates.  The main purpose and object for offering shares through private placement is to meet the further working capital requirement of the Company pertaining to its business expansion and growth.
t.	Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of such objects	NIL
u.	Principle terms of assets charged as security, if applicable;	Not applicable
v.	The details of significant and material orders passed by the Regulators, Courts and Tribunals impacting the going concern status of the company and its future operations	NIL
w.	The pre – issue and post- issue shareholding pattern of the company	Please refer Annexure VII

<b>3.</b>	<b>MODE OF PAYMENT FOR SUBSCRIPTION</b>	
	Cheque / Demand Draft / Other Banking Channels	Through bank transfer/cheque payment
<b>4.</b>	<b>DISCLOSURES WITH REGARD TO INTEREST OF DIRECTORS, LITIGATION ETC.:-</b>	
a.	Any financial or other material interest of the directors, promoters or key managerial personnel in the offer and the effect of such interest in so far as it is different from the interests of other persons.	NIL
b.	Details of any litigation or legal action pending or taken by any Ministry or Department of the Government or a Statutory Authority against any promoter of the offeree company during the last three years immediately preceding the year of the circulation of the offer letter and any direction issued by such Ministry or Department or statutory authority upon conclusion of such litigation or legal action shall be disclosed.	NIL
c.	Remuneration of directors (during the current year and last three financial years);	



	Mr. Rohit Chokhani (MD) Mr. Praveen Agrawal (WTD & CEO)	<b>FY 2024-25 (INR) (till September, 2024)</b>	<b>FY 2023-24 (INR)</b>	<b>FY 2022-23 (INR)</b>	<b>FY 2021-22 (INR)</b>
		5175000	10466000	1,00,00,000	1,00,00,000
		5199998	10774000	80,00,000	68,89,944
d.	Related party transactions entered during the last three financial years immediately preceding the year of circulation of offer letter including with regard to loans made or, guarantees given or securities provided	<b>FY 2023-24 (INR)</b>	<b>FY 2022-23 (INR)</b>	<b>FY 2021-22 (INR)</b>	
		1,24,49,000	109,34,693	69,00,000	
e.	Summary of reservations or qualifications or adverse remarks of auditors in the last five financial years immediately preceding the year of circulation of offer letter and of their impact on the financial statements and financial position of the company and the corrective steps taken and proposed to be taken by the company for each of the said reservations or qualifications or adverse remark.	NIL			
f.	Details of any inquiry, inspections or Investigations initiated or conducted under the Companies Act or any previous company law in the last three years immediately preceding the year of circulation of offer letter in the case of company and all of its subsidiaries. Also, if there were any prosecutions filed (whether pending or not) fines imposed, compounding of offences in the last three years immediately preceding the year of the offer letter and if so, section-wise details thereof for the company and all of its subsidiaries.	NIL			
g.	Details of acts of material frauds committed against the company in the last three years, if any, and if so, the action taken by the company.	NIL			
5.	FINANCIAL POSITION OF THE COMPANY				
a.	The Capital Structure of the company is as follows.				
i(a).	Type of Capital	Description	Nos. of Securities	Aggregate Nominal Value	

	Authorized	Equity shares	65,000,000	650,000,000	
	Issued	Equity shares	46,423,218	464,232,180	
	Subscribed	Equity shares	46,423,218	464,232,180	
	Paid-up	Equity shares	46,423,218	444,767,061	
i(b).	Size of the present offer;		Equity shares, each at Rs.165.23/- per share (including Rs.10/- face value and Rs. 155.23/- premium), which rank pari passu with the existing equity shares issued by the Company. The equity shares will be issued for an aggregate consideration of INR 210,35,36,522/-.		
i(c).	Paid up capital:-				
	After the offer;		INR 57,20,76,661/- bifurcated as follows:		
			Fully paid-up capital	56,99,13,870	
			Partly paid-up capital	21,62,791	
			Total paid-up capital	57,20,76,661	
	After conversion of convertible instruments (After conversion of preference shares)		Not applicable		
	Share premium account (before the offer)		INR 130,92,94,977/-		
	Share premium account (after the offer)		INR 328,55,21,899/- bifurcated as follows:		
			Share premium on issuance of fully paid-up shares	197,62,26,922/-	
			Total share premium	325,55,21,899/-	
(ii).	The details of the existing share capital of the issuer company in a tabular form, indicating therein with regard to each allotment, the date of allotment, the number of shares allotted, the face value of the shares allotted, the price and the form of consideration: <b>Please refer Annexure VIII.</b>				
	Number and price at which each of the allotments were made in the last 1 year preceding the date of this private placement offer cum application letter separately indicating the allotments made for considerations other than cash and the details of the consideration in each case:				
	<b>Date of Allotment</b>	<b>Name of Allottee</b>	<b>Number of Securities</b>	<b>Issue Price per security (Amount in INR)</b>	<b>Consideration</b>
	07.09.2023	Integra Software Services Pvt. Ltd.	2,00,000	100	2,00,00,000/-
	07.09.2023	Bhavin Gada	30,000	100	30,00,000/-
	07.09.2023	Mehak Gupta	5,000	100	5,00,000/-

	07.09.2023	Pegasus India Evolving Opportunities Fund	8,00,000	100	8,00,00,000/-
	07.09.2023	Finsight 1 LP	9,96,000	100	9,96,00,000/-
	07.09.2023	FS-10, a series of FinSight Late Stage Fund IV LLC*	27,39,000	100	27,39,00,000/-
	07.12.2023	Perumal Srinivasan	2,00,000	100	2,00,00,000/-
	07.12.2023	Devinjit Singh	1,00,000	100	1,00,00,000/-
	07.12.2023	Bhavya Kapoor	47,000	100	47,00,000/-
	07.12.2023	Rahul Bahri	20,000	100	20,00,000/-
	07.12.2023	SVS Trust No IV	3,00,000	100	3,00,00,000/-
	07.12.2023	Venktesh Investment and Trading Company Private Limited	1,50,000	100	1,50,00,000/-
	07.12.2023	Capri Global Holdings Private Limited	10,00,000	100	10,00,00,000/-
	*Initially, Partly Paid-up equity shares were issued and allotted to FS-10, a series of Finsight Late Stage Fund IV LLC. Accordingly, as on 01.09.2023, Rs.6,84,75,000/- were received (25% of subscription amount) and as on 21.11.2023, Rs.20,54,25,000/- (75% of subscription amount)				
b.	Profits of the company, before and after making provision for tax, for the three financial years immediately preceding the date of issue of private placement cum offer letter;				
	<b>Amount in INR</b>				
			<b>2023-24</b>	<b>2022-23</b>	<b>2021-22</b>
	<b>Profits/(Loss) before tax</b>		70,160,443.99	3,06,11,512	(3,80,32,656)
	<b>Profit/(Loss) after tax</b>		52,752,186.94	4,73,32,460	(3,84,31,916)
c.	Dividends declared by the company in respect of the said three financial years; interest coverage ratio for last three years (Cash profit after tax plus interest paid/interest paid):				
	<b>Dividend declared (per share)</b>	NIL			
	<b>Interest coverage ratio</b>		FY 23-24	FY 22-23	FY 21-22
			1.27	1.52	0.17
d.	A summary of the financial position of the company as in the three audited Balance Sheets immediately preceding the date of circulation of offer letter;				
	<b>Please refer Annexure III</b>				

e.	Audited Cash Flow Statement for the three years immediately preceding the date of circulation of the offer letter;	<b>Please refer Annexure IV</b>
f.	Any change in accounting policies during the last three years and their effect on the profits and the reserves of the company.	<p>The Company has obtained the Board approval at its meeting held on 29.03.2023, for transition from IGAAP to IND-AS from FY 2022-23 onwards. Pursuant to which, amended accounting policy were adopted by the Board at its meeting held on 15.06.2023 and FY 2022-23 onwards, the IND-AS accounting system is implemented.</p> <p>Further, the accounting policy has been reviewed by the Board at its meeting held on June 06, 2024.</p>

## 6. A DECLARATION BY THE DIRECTORS THAT

- A. The company has complied with the provisions of the Act and the rules made there under;
- B. The compliance with the Act and the rules does not imply that payment of dividend or interest or repayment of debentures, if applicable, is guaranteed by the Central Government; and
- C. The monies received under the offer shall be used only for the purposes and objects indicated in the offer letter;

I, the undersigned, am authorized by the board of directors of the Company vide resolution number 07 dated October 26, 2024, to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made there under in respect of the subject matter of this form and matters incidental thereto have been complied with. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the promoters subscribing to the memorandum of association and article of association.

It is further declared and verified that all the required attachments have been completely, correctly and legibly attached to this form.

**DATE:** \_\_\_\_\_, 2024  
**PLACE:** Mumbai

**Name:** Siddharth Rajeshbhai Mehta  
**Designation:** Company Secretary



**PART -B**

**[TO BE FILED BY APPLICANT]**

<b>SR. NO.</b>	<b>PARTICULARS</b>	
1.	Name:	
2.	Father's name	
3.	Complete Address including flat / house number, street, locality, Pin Code	
4.	Phone number, if any	
5.	Email ID, if any	
6.	PAN Number	
7.	Bank Account Details of the Applicant	
a.	Bank Name	
b.	Beneficiary Name	
c.	Beneficiary Account No.	
d.	Branch Name	
e.	Branch Code	
f.	Branch IFSC Code	
8.	Tick whichever is applicable	(a) The applicant is not required to obtain Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares  (b) The applicant is required to obtain Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares and the same has been obtained, and is enclosed herewith

\_\_\_\_\_  
(Signature of Applicant)

\_\_\_\_\_  
(Initial of the officer of Company designated to keep record)

**Attachments:**

1. Annexure I - Brief particulars of the management of the Company
2. Annexure II - Names, addresses, DIN and occupations of the Directors
3. Annexure III - Financial Position of the Company for the last 3 financial years
4. Annexure IV – Audited Cash Flow for the last 3 financial years
5. Annexure V - Valuation Report issued by Mr. Bhavesh M. Rathod (an IBBI registered valuer)
6. Annexure VI - The names of the identified subscribers/allottees and the percentage of post private placement capital that may be held by identified subscribers/allottees.
7. Annexure VII - The pre – issue and post- issue shareholding pattern of the company.
8. Annexure VIII - The details of the existing share capital of the issuer company, indicating therein with regard to each allotment, the date of allotment, the number of shares allotted, the face value of the shares allotted, the price and the form of consideration.
9. Copy of board resolution and shareholders' resolution dated October 26, 2024.

## **Annexure I**

### **Brief particulars of the management of the Company**

<b>Name</b>	<b>Designation</b>
Mr. Rohit Chokhani	Managing Director
Mr. Praveen Kumar Agrawal	Whole Time Director & Chief Executive Officer
Mr. Bikash Kumar Mishra	Chief Financial Officer
Mr. Siddharth Rajeshbhai Mehta	Company Secretary

## Annexure II

### Names, addresses, DIN and occupations of the Directors

Sr.	Name	Address	DIN	Occupation
1.	Rohit Chokhani	402, Benson, Opp Vijay Sales, Sai Baba Road, Santacruz West, Mumbai-400054	01984506	Professional (Promoter)
2.	Rajinder Singh Loona	Lodha Bellissimo, Flat No. B / 2201, Apollo mills compound, NM Joshi Marg, Mahalaxmi, Mumbai – 400011	02305074	Professional
3.	Debabrata Sarkar	Flat No. 701, Mayfair Boulevard, Narayan Apartments, Main Avenue Road, Santacruz West Mumbai – 400054	02502618	Professional
4.	Venkateswara Rao Thallapaka	Flat No. 402, Block A, Mahaveer Sanctum Apts 7 <sup>th</sup> Cross, L.B Shastri, Vimanpura Post Office – Bengaluru – 560017	05273533	Professional
5.	Sanjay Jain	D-2, Flat No. 2450 Vasant Kunj Delhi – 110070	07436287	Professional
6.	Sho Nakagawa	9 Jalan Hajjah #5-11 Landbay Condominium, Singapore – 468698	08425187	Professional
7.	P R Srinivasan	25A, Belevvedere Address, Sane Guruji Marg, Mahalaxmi, Mumbai, Maharashtra – 400011	00365025	Professional
8.	Divya Sutar	Darave House 378, Near Gavdevi Temple, Sector 23, Nerul, Navi Mumbai, Maharashtra – 400706	09271834	Professional
9.	Praveen Kumar Agrawal	C/O Flat No. B 1801, Adani Western Heights, J P Road, Opposite Manish Market, 4 Bungalows, Andheri (West), Mumbai, Mumbai Suburban, Maharashtra – 400058.	08064084	Professional



### Annexure III

#### **Financial Position of the Company for the last 3 financial years**

<b>Balance Sheet</b>			
<b>Particulars</b>	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>	<b>As at April 01, 2022</b>
<b><u>ASSETS</u></b>			
<b>Financial assets</b>			
Cash and cash equivalents	1,228.79	2,083.91	1,262.54
Bank balances other than cash and cash equivalents	4,264.34	1,774.10	2,755.24
Trade receivables	67.68	395.34	220.69
Loans	35,319.70	21,763.52	11,168.27
Investments	-	699.96	-
Other financial assets	2,265.78	685.76	70.46
	<b>43,146.29</b>	<b>27,402.59</b>	<b>15,477.20</b>
<b>Non-financial assets</b>			
Current tax assets (net)	-	14.45	12.78
Deferred tax assets (net)	98.93	167.12	-
Property, plant and equipment	74.11	60.49	34.37
Intangible assets under development	577.56	944.06	760.72
Right of use assets	409.32	420.03	79.01
Intangible assets	1,151.20	375.00	145.14
Other non-financial assets	95.23	84.11	77.68
	<b>2,406.35</b>	<b>2,065.26</b>	<b>1,109.70</b>
<b>Total assets</b>	<b>45,552.64</b>	<b>29,467.85</b>	<b>16,586.90</b>
<b><u>LIABILITIES AND EQUITY</u></b>			
<b>Financial liabilities</b>			
Trade Payables			
Total outstanding dues of micro enterprises and small enterprises	7.50	6.75	7.28
Total outstanding dues of creditors other than micro enterprises and small enterprises	43.68	126.72	35.27
Debt securities	-	-	500.00
Borrowings (other than debt securities)	27,230.63	18,191.89	3,707.08
Lease liabilities	463.53	455.61	84.25
Other financial liabilities	153.30	95.01	2,236.01
	<b>27,898.64</b>	<b>18,875.98</b>	<b>6,569.89</b>
<b>Non-financial liabilities</b>			
Current tax liabilities (net)	10.79	-	
Provisions	79.88	62.97	35.81
Other non-financial liabilities	83.38	116.68	78.53
	<b>174.05</b>	<b>179.65</b>	<b>114.34</b>
<b>Equity</b>			

Equity share capital	4,447.67	3,788.97	3,767.34
Other equity	13,032.28	6,623.25	6,135.33
	<b>17,479.95</b>	<b>10,412.22</b>	<b>9,902.67</b>
<b>Total liabilities and equity</b>	<b>45,552.64</b>	<b>29,467.85</b>	<b>16,586.90</b>

## Annexure IV

### Cash Flow Statement of the Company for the last 3 financial years

Particulars	As at March 31, 2024	As at March 31, 2023	As at April 01, 2022
<b>Net Profit before tax as per Statement of Profit and Loss</b>	701.61	306.11	(380.33)
<b>Adjustments for:</b>			
Depreciation and amortisation expense	250.25	168.24	50.16
Impairment on financial instruments - Expected credit loss (ECL)	93.54	46.70	25.38
On Other Assets - Expected Credit Loss		-	-
Interest on borrowings and other borrowing cost	2,770.87	1,179.57	392.09
Interest on lease liability	54.20	55.59	6.79
Loans and advances written off	-	-	
Share based payments	-	-	
Net gain on fair value changes	-	-	
Interest Income on bank deposits	(98.40)	(58.67)	38.49
Profit on sale of investment	(418.67)	(209.67)	(165.02)
Loss on sale of property, plant and equipment			
<b>Cash generated from operations before working capital changes</b>	<b>3,353.40</b>	<b>1,487.87</b>	<b>(32.44)</b>
<b>Working Capital Changes</b>			
(Increase) / decrease in Other financial assets	(1,252.37)	(789.95)	(176.51)
(Increase) / decrease in non-financial assets	(11.12)	(6.43)	(43.86)
Increase / (decrease) in financial liabilities	(48.46)	(2,125.80)	1,775.24
Increase / (decrease) in provisions	22.47	27.26	18.53
Increase / (decrease) in non-financial liabilities	(33.30)	38.15	(32.77)
Loans repaid/ (disbursed) (net)	(13,649.72)	(10,641.95)	(6,363.06)
Direct taxes (paid)/adjusted			

	(86.22)	(1.67)	(1.73)
<b>Net cash used in operating activities (I)</b>	<b>(11,705.32)</b>	<b>(12,012.52)</b>	<b>(4,856.60)</b>
<b>II. Cash flow from investing activities:</b>			
Purchase of property, plant and equipment and Intangible assets	(505.14)	(475.23)	(369.23)
Proceeds from disposal of property, plant and equipment	-	-	-
Sale/ (purchase) of investments measured at FVTPL (net)	1,118.64	(490.30)	165.02
Decrease/ (Increase) in deposits with banks	(2,490.24)	981.14	(2,659.33)
Interest received on bank deposits	98.40	58.67	(38.49)
<b>Net cash used in investing activities (II)</b>	<b>(1,778.34)</b>	<b>74.28</b>	<b>(2,902.03)</b>
<b>III. Cash flow from financing activities:</b>			
Proceeds from issuance of share capital	6,536.37	21.63	8,000.33
Movement in ESOP reserve	11.89	14.60	-
Change in Retained earnings	(8.04)	-	
Redemption of debt securities issued (net)	-	(500.00)	(500.00)
Proceeds / (repayment) of borrowings other than debt securities (net)	9,038.74	14,484.81	1,209.56
Interest on lease liability	(54.20)	(55.59)	(6.79)
Interest paid on borrowings	(2,746.42)	(1,103.84)	(387.64)
Payment of lease liability	(149.80)	(102.00)	(21.87)
<b>Net cash generated from financing activities (III)</b>	<b>12,628.54</b>	<b>12,759.61</b>	<b>8,293.59</b>
<b>Net increase/(decrease) in cash and cash equivalents (I+II+III)</b>	<b>(855.12)</b>	<b>821.37</b>	<b>534.96</b>
<b>Cash and cash equivalents at the beginning of the year</b>	<b>2,083.91</b>	<b>1,262.54</b>	<b>727.58</b>
<b>Cash and cash equivalents at the end of the year</b>	<b>1,228.79</b>	<b>2,083.91</b>	<b>1,262.54</b>



## Annexure VI

**The names of the Identified Subscribers/Allottees and the percentage of post private placement capital that may be held by Identified Subscribers/Allottees**

Sr. No.	Name of Identified Subscribers/Allottees	Shareholding of Identified Subscribers/Allottees (Pre-offer)		Shareholding of Identified Subscribers/Allottees (Post-offer)	
		No. of Shares	% of Holding as of total issued shares	No. of Shares	% of Holding as of total fresh issued shares
1.	SMBC Asia Rising Fund	---	---	29,50,485	4.80%
2.	Claypond Capital Partners Private Limited	---	---	91,11,703	14.90%
3.	Rajesh Krishnaswamy Moorti	---	---	15,130	0.03%
4.	Shreyans Gangwal	--	--	12,104	0.02%
5.	Prachi Modi	---	---	12,104	0.02%
6.	Pranay Shetty	---	---	6,052	0.01%
7.	Arpit Surana	---	---	6,052	0.01%
8.	Pankaj Chaturvedi	---	---	6052	0.01%

9.	Udit Ahuja	---	---	3,026	0.01%
10.	Hari Prasad Narisingu	---	---	3,026	0.01%
11.	Aart Corporates Advisors Private Limited	---	---	3,02,613	0.51%
12.	SVS Trust No IV	3,00,000	0.65%	6,02,613	1.02%
<b>Total</b>		3,00,000	0.65%	1,30,30,960	21.35%

## Annexure VII

### The pre – issue and post- issue shareholding pattern of the company

Sr. No.	Category	Pre-Issue		Post-Issue	
		No. of Shares held	% of Shareholding	No. of Shares held	% of Shareholding
<b>A</b>	Promoters' Holding				
1	Indian				
	Individual (including promoter group)	1,46,90,791	31.08	1,47,65,791	24.15
	Bodies Corporate	-	-	-	-
	Sub- total	<b>1,46,90,791</b>	<b>31.08</b>	<b>1,47,65,791</b>	<b>24.15</b>
2	Foreign Promoters				
	<b>Subtotal (A)</b>	<b>1,46,90,791</b>	<b>31.08</b>	<b>1,47,65,791</b>	<b>24.15</b>
<b>B</b>	Non-Promoter's holding				
1	Institutional Investor				
	Indian	1,70,79,068	36.13	1,70,79,068	27.93
	Foreign	99,02,151	20.95	1,28,52,636	21.02
2	Non-Institutional Investor				
	Private Corporate Bodies	15,59,302	3.30	1,09,73,618	17.94
	Directors and relatives	9,08,000	1.92	9,08,000	1.48
	Others (Including Non-resident Indian (NRIs)				
	Indian	14,75,280	3.12	14,60,280	2.39
	Foreign	5,11,626	1.08	5,11,626	0.84
	Private Trust	3,00,000	0.63	6,02,613	0.99
	ESOP Pool – 2021	8,45,000	1.79	8,45,000	1.38
	ESOP Pool – 2024	--		11,50,000	1.88
	<b>Subtotal (B)</b>	<b>3,25,80,427</b>	<b>68.92</b>	<b>4,63,83,387</b>	<b>75.85</b>
	<b>GRAND TOTAL</b>	<b>4,72,71,218</b>	<b>100.00</b>	<b>6,11,49,978</b>	<b>100.00</b>
	<b>TOTAL (Excluding ESOPs)</b>	<b>4,64,26,218</b>	<b>--</b>	<b>5,91,54,178</b>	<b>--</b>

## Annexure VIII

**The details of the existing share capital of the issuer company, indicating therein with regard to each allotment, the date of allotment, the number of shares allotted, the face value of the shares allotted, the price and the form of consideration**

Date of Allotment	No. of Shares Allotted	Face Value of Shares	Price of Shares	Form of Consideration
25/07/2017	10,000	10	10	Cash
20/09/2017	99,90,000	10	10	Cash
22/09/2017	5,00,000	10	10	Cash
26/07/2018	2,50,000	10	10	Cash
18/08/2018	2,50,000	10	10	Cash
15/11/2018	5,00,000	10	10	Cash
29/03/2019	20,00,000	10	10	Cash
05/07/2019	7,88,000	10	10	Cash
12/08/2019	47,80,000	10	32.5	Cash
18/06/2021	47,80,000*	10	32.5	Other than Cash (Conversion of CCPS into equity shares)
06/07/2021	1,86,05,427	10	43	Cash
03/08/2022	21,62,791#	10	43	Cash
07/09/2023	20,31,000	10	100	Cash
07/09/2023	27,39,000##	10	100	Cash
07/12/2023	18,17,000	10	100	Cash
<b>Total</b>	<b>46,423,218</b>	<b>10</b>		

\*47,80,000 compulsory convertible preference shares (CCPS) were converted into equal number (1:1) of equity shares.

# The said private placement was offered to the senior management personnel of the Company as per the terms & conditions attached to the issue. The allotment was done post receiving the Re.1/- per share application money and remaining INR 42/- per share shall be called as per terms & conditions of the issue.

## The said private placement was offered to the Venture Capital Fund (Foreign) as per the terms & conditions attached to the issue on a partly paid-up basis. The allotment was

*done upon receiving the subscription amount of Rs.25/- per share and remaining INR 75/- per share received on November 21, 2023.*