

S. No.

Name of the Issue: Piramal Capital & Housing Finance Limited\* (Tranche I)

Last Updated: February 15, 2024

\*The erstwhile PCHFL was reverse merged with DHFL with effect from September 30, 2021, and the amalgamated entity (DHFL) was rechristened as Piramal Capital & Housing Finance Limited, pursuant to scheme of arrangement provided under the resolution plan approved by NCLT. For further details relating to reverse merger of PCHFL with DHFL and consequent changes, please see section entitled 'Any other material information' below and the website of BSE and NSE at www.bseindia.com and www.nseindia.com, respectively.

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Type of Issue:

. PUBLIC ISSUE BY PIRAMAL CAPITAL & HOUSING FINANCE LIMITED ("COMPANY" OR THE "ISSUER") OF SECURED, RATED, LISTED, REDEEMABLE NON CONVERTIBLE DEBENTURES OF FACE VALUE OF ₹ 1,000 EACH ("NCDs") FOR AN AMOUNT OF ₹ 20,000 LAKHS ("BASE ISSUE SIZE") WITH AN OPTION TO RETAIN OVERSUBSCRIPTION UP TO ₹ 80,000 LAKHS AGGREGATING UP TO 1,00,00,000 NCDs AMOUNTING TO ₹ 1,00,000 LAKHS ("TRANCHE I ISSUE LIMIT") ("TRANCHE I ISSUE") WHICH IS WITHIN THE SHELF LIMIT OF ₹ 2,00,000 LAKHS AND OFFERED BY WAY OF THE TRANCHE I PROSPECTUS DATED JUNE 30, 2021 CONTAINING INTER ALIA THE TERMS AND CONDITIONS OF TRANCHE I ISSUE ( "TRANCHE I PROSPECTUS"), WHICH SHOULD BE READ TOGETHER WITH THE SHELF PROSPECTUS DATED JUNE 30 2021 ("SHELF PROSPECTUS"), CORRIGENDUM TO THE SHELF PROSPECTUS AND TRANCHE I PROSPECTUS DATED JULY 7, 2021 ("CORRIGENDUM") AND ADDENDUM TO THE SHELF PROSPECTUS AND TRANCHE I PROSPECTUS DATED JULY 27,2021("ADDENDUM") FILED WITH THE REGISTRAR OF COMPANIES, MAHARASHTRA AT MUMBAI ("ROC"). STOCK EXCHANGES AND SECURITIES AND EXCHANGE BOARD OF INDIA ("SEBI"). THE SHELF PROSPECTUS, TRANCHE I PROSPECTUS, CORRIGENDUM AND ADDENDUM CONSTITUTE THE PROSPECTUS ("PROSPECTUS").

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Issue size:

The Tranche - I Issue for an amount of Rs. 20,000 lakhs with an option to retain oversubscription upto Rs 80,000 lakhs aggregating up to ₹ 1,00,000 lakhs ("Tranche I Issue Limit"). The Company had issued and allotted NCDs aggregating to Rs. 80,404.55 lakhs in the Tranche - I Issue.  
(Source: Final Post-issue report dated July 29, 2021)

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Rating of instrument alongwith name of the rating agency

(i) as disclosed in the offer document: CARE AA (CWD) (Double A) (Under Credit Watch with Developing Implications) by CARE Ratings Limited & [ICRA] AA (pronounced as ICRA double A) (Outlook: Negative) by ICRA Limited both for an amount of up to ₹ 2,00,000 lakhs  
(ii) at the end of 1st FY (March 31, 2022)<sup>(i)</sup>: CARE AA (CWD) (Double A) (Under Credit Watch with Developing Implications) by CARE Ratings Limited & [ICRA] AA (pronounced as ICRA double A) (Outlook: Watch with Developing Implications)<sup>1</sup>  
(iii) at the end of 2nd FY (March 31,2023)\*: ICRA AA / Stable, CARE AA/Stable  
(iv) at the end of 3rd FY (March 31,2024)\*: NA  
<sup>1</sup> The erstwhile PCHFL was reverse merged with DHFL with effect from September 30, 2021, and the amalgamated entity (DHFL) was rechristened Piramal Capital & Housing Finance Limited , pursuant to scheme of arrangement provided under the resolution plan approved by NCLT. Accordingly, The rated facilities have been transferred to PCHFL (erstwhile DHFL) and assigned 'CARE AA (Under credit watch with Developing Implications) by CARE Ratings Limited & [ICRA] AA (pronounced as ICRA double A) (Outlook: Ratinas Watch with Developing Implications) by ICRA Limited.  
Source: Shelf Prospectus dated June 30, 2021 and Tranche I Prospectus dated June 30, 2021 and Credit rating rationale available on www.icra.in and www.careratings.com  
#Audited Financial Results (Standalone and Consolidated) for the year ended 31st March 2022  
\* Periods not available

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Whether the security created is adequate to ensure 100% asset cover for the debt securities:

Yes (Source: Debenture Trust Deed dated July 23, 2021)

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Subscription level (number of times):

: After considering the technical rejections and not banked cases the Tranche I Issue was subscribed 4.0202 times of the Base Issue Size and 0.8040 times of the Tranche I Issue Size.  
(Source: Minutes of the Meeting dated July 23, 2021 held between the Issuer; the Lead Managers; and the Registrar in consultation with BSE Limited).

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Financials of the issuer

	(In Rs. crores)	
Parameters	FY 2022 <sup>(1)</sup>	FY 2023 <sup>(1)</sup>
Income from operations	6,120.81	6,606.31
Net Profit for the period	540.15	(7,401.36)
Paid-up equity share capital	21,364.68	21,364.68
Reserves excluding revaluation reserves	822.98	(6,583.65)

(1) Audited Financial Results (Standalone and Consolidated) for the year ended 31st March 2022 and 2023, respectively.  
\*Financials not disclosed as reporting for the relevant fiscal years has not been completed

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Status of the debt securities (whether traded, delisted, suspended by anv stock exchange. etc.)<sup>#</sup>

(i) at the end of 1st FY (March 31, 2022): Listed and Traded  
(ii) At the end of 2nd FY (March 31,2023): Listed and Traded  
  
(iii) At the end of 3rd FY (March 31,2024)\*: NA  
<sup>#</sup> NCDs are listed on the BSE Limited and NSE and admitted to dealings with effect from Wednesday, July 28 , 2021  
\*Trading status not disclosed as reporting for the relevant fiscal years has not been completed

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Change, if any, in directors of issuer from the disclosures in the offer document

PARTICULARS	NAME OF DIRECTOR	APPOINTMENT/RESIGNATION
(i) at the end of 1st FY (March 31, 2022)	Mr.Deepak Satwalekar Mr. Jairam Sridharan Puneet Yadu Dalmia	Resigned as Independent Director from the Board w.e.f. July 26, 2021. Appointed as Managing Director w.e.f. 7th October 2021 Appointed as Additional Director of the Company with effect from 31st March 2022
(ii) At the end of 2nd FY (March 31,2023) <sup>(1)</sup>	Khushru Jigna	Resigned as Non - Executive Director w.e.f from August 31, 2022
(iii) At the end of 3rd FY (March 31,2024)*	N.A.	N.A.

\* Periods not completed  
Source: www.bseindia.com, www.mca.gov.in  
Updated as on February 15, 2024

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Status of utilization of issue proceeds

(i) as disclosed in the offer document: The Net Proceeds raised through this Issue will be utilised towards funding the following objects :-  
1. For the purpose of onward lending, financing, and for repayment /prepayment of interest and principal of existing borrowings of our Company\*  
2. General Corporate Purposes\*\*  
\* Company shall not utilize the proceeds of this Tranche I Issue towards payment of prepayment penalty, if any  
\*\* The Net Proceeds will be first utilized towards the Objects mentioned above. The balance is proposed to be utilized for general corporate purposes, subject to such utilization not exceeding 25% of the amount raised in the Tranche I Issue, in compliance with the SEBI Debt Regulations  
Source: Shelf Prospectus dated June 30, 2021 and Tranche I Prospectus dated June 30, 2021  
(ii) Actual utilization: Yes (Source: Auditor Certificate dated November 30, 2021)  
(iii) Reasons for deviation, if any: No (Source: Audited Financial Results (Standalone and Consolidated) for the year ended 31st March 2022)

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Delay or default in payment of interest/ principal amount

(i) Disclosures in the offer document on terms of issue: The Debenture Trustee will protect the interest of the Secured NCD Holders in the event of default by Company in regard to timely payment of interest and repayment of principal and the Trustee will take necessary action at the Company's cost.  
Source: Shelf Prospectus dated June 30, 2021 and Tranche I Prospectus dated June 30, 2021  
(ii) Delay in payment from the due date: No  
(iii) Reasons for delay/ non-payment, if any: NA  
Source: Intimation to BSE under Regulation 57 (1) of SEBI (LODR) Regulations 2015.

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Any other material information:

Date	Announcement
August 4, 2021	Regulations 51 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 - the duly authorised Committee of Directors of the Board of Directors of the Company ("Committee") has, subject to the approval of the Stock Exchange(s), approved the changes in information memorandum and Debenture Trust Deed ('Debenture documents') for insertion of early redemption clause in the Debenture documents
August 5, 2021	Intimation of committee meeting pursuant to Regulation 50 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 - to consider and approve modification of Information Memorandum pertaining to cash flow of Non – Convertible Debentures ("NCDs") issued by the Company.
August 10, 2021	Regulations 50 and 51 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 - the duly authorised Committee of Directors of the Board of Directors of the Company, subject to the approval of the National Stock Exchange of India Limited and BSE Limited has approved the addendum to Information Memorandum dated 30th July 2020 in connection with issuance of Secured, Rated, Listed, Redeemable Non-Convertible Debentures on private placement basis aggregating up to Rs. 500 crores
October 1, 2021	Pursuant to the Resolution Plan, PCHFL has merged into DHFL with effect from 30th September 2021, as contemplated under the Resolution Plan (Reverse Merger). Consequent to Reverse Merger and implementation of the Resolution Plan, the following directors, as nominated by PCHFL, have been appointed as additional directors on the board of directors of DHFL with effect from 30 September 2021 to hold the office until the conclusion of the next annual general meeting of DHFL (New Board). Further, upon reverse merger of PCHFL into DHFL, Mr. Bipin Singh who was the Company Secretary and Compliance Officer of PCHFL has been appointed as the Company Secretary and Compliance Officer of DHFL w.e.f October 1, 2021
October 8, 2021	Pursuant to Regulation 51(2), Schedule III, Part B of the Listing Regulations, the Board of Directors of the Company in their meeting held on 7th October 2021, interalia appointed Mr. Jairam Sridharan as Managing Director of the Company w.e.f 7th October 2021.
October 11, 2021	Intimation under Regulation 57(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
October 30, 2021	The Company, inter-alia, informed that Link Intime India Private Limited is the Share Transfer Agent of the Company from the date of listing of Non-Convertible Securities (NCDs). For the NCDs issued by Dewan Housing Finance Corporation Limited ('DHFL') by way of public issue prior to merger of Piramal Capital & Housing Finance Limited with DHFL which is effective from September 30, 2021 and for ISIN INE202B08827, KFin Technologies Private Limited is the Share Transfer Agent of the Company.
November 3, 2021	The Company informed that consequent to the Reverse Merger, the name of the Company has been changed from 'Dewan Housing Finance Corporation Limited' to 'Piramal Capital & Housing Finance Limited' with effect from 3rd November, 2021 by virtue of 'Certificate of Incorporation pursuant to change of name' issued by the office of the Registrar of Companies, Mumbai.
November 11, 2021	The Board of Directors of the Company at its meeting held today i.e. 11th November 2021, has approved the un-audited financial results for the quarter and half year ended 30th September 2021
December 1, 2021	Proceedings of 37th Annual General Meeting of the Company
December 2, 2021	The Company informed that it has appointed M/s. Walker ChandioK & Co LLP, (bearing Firm Registration No. 001076N/U500013), to act as the Joint Statutory Auditors of the Company for the period of 3 (three) consecutive years and to hold office with effect from 2 <sup>nd</sup> 4 December, 2021 until the conclusion of the 40 <sup>th</sup> Annual General Meeting of the Company, subject to shareholders' approval
December 6, 2021	Proceedings of Extra-ordinary General Meeting of the Company; and Approval of Shareholders for appointment of Joint Statutory Auditors
December 24, 2021	The Company informed that ICRA Limited vide their letter dated 22nd December, 2021 has shifted the rating in respect of the following instruments from the erstwhile Piramal Capital & Housing Finance Limited to the Company.
January 5, 2022	The Company informed that the Company has complied with the payment obligations for the Non-Convertible Debentures of the Company which were due for the quarter ended 31st December 2021
January 28, 2022	The company submitted statement to the press in regard to the NCLAT order and related news reports
February 10, 2022	The Company informed that the Board of Directors of the Company at its meeting held today i.e. 10th February, 2022, has, inter-alia, approved the un-audited financial results for the quarter and nine months ended 31st December, 2021.
February 15, 2022	The Company informed that a meeting of the duly authorised Committee of Directors of the Board of Directors of the Company will be held on 18th February, 2022 to, inter alia, consider and approve the early redemption of Non – Convertible Debentures ("NCDs") issued by the Company. The early redemption date i.e. 4 <sup>th</sup> March 2022 for the purpose of early redemption of principal.
February 18, 2022	The company informed that at its meeting held today, i.e. 18th February, 2022, the duly authorised Committee of Directors of the Board of Directors of the Company ("Committee") has approved early and partial redemption of the Non-Convertible Debentures upto an amount of Rs. 250 crores issued by the Company on private placement basis.
March 31, 2022	Intimation under Regulation 51 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Appointment of Independent Director and Chief Financial Officer - Mr. Puneet Yadu Dalmia as an Additional Director of the Company with effect from 31st March 2022 & Mr. Vikash Singha, as the Chief Financial Officer of the Company, with effect from 31st March 2022.
April 5, 2022	Compliances-Half Yearly Report (SEBI Circular No. CIR/IMD/DF-1/67/2017)



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April 11, 2022	Statement Of Investor Complaints For The Quarter Ended March 2022	
April 19, 2022	Compliance Certificate pursuant to Regulation 7(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') for the year ended 31st March, 2022	
May 10, 2022	Format of the Annual Disclosure to be made by an entity identified as a LC	
May 26, 2022	Audited Financial Results (Standalone And Consolidated) For The Year Ended 31st March 2022	
May 27, 2022	Compliances-Reg.24(A)-Annual Secretarial Compliance	
July 8, 2022	Asset Liability Management (ALM) statement	
July 14, 2022	Statement Of Investor Complaints For The Quarter Ended June 2022	
July 29, 2022	Intimation of Resignation of Mr. Khushru Jilina as Non-Executive Director of the Company	
November 8, 2022	Statement indicating the utilization of issue proceeds of Non-Convertible Debentures under Regulation 52(7) of Listing Regulations	
November 9, 2022	Un-audited Financial Results (Standalone) for the quarter and half year ended 30th September 2022	
November 21, 2022	Compliances-Reg. 50 (3) - Board Meeting IntimationIntimation of Committee of Directors meeting to be held for considering proposal for partial redemption of non-convertible debentures at the option of the debenture holders	
April 12, 2023	The Company submitted summary of proceedings of EGM held as on that date to pass the following special business: Revision in remuneration of Mr. Jairam Sridharan, Managing Director of the Company	
April 21 2023	The Company informed that at the Meeting of the Committee of Directors (Administration, Authorisation & Finance) of the Company held today, the Committee approved allotment of 10,000 Secured, Rated, Listed, Redeemable, Non-Convertible Debentures ('Debentures') each having a face value of Rs. 1,00,000, aggregating to Rs. 100 crores on a private placement basis.	
April 27, 2023	The Company informed that at the Meeting of Committee of Directors (Administration, Authorisation & Finance) ('Committee') of the Board of Directors held today, the Committee approved the issuance of Secured, Rated, Listed, Redeemable, Non-Convertible Debentures ('Debentures') on private placement basis aggregating Rs. 500 Cr.	
April 28, 2023	The Company informed that ICRA Limited vide its letters dated 28th April 2023, has re-affirmed the credit ratings of ICRA AA/Stable	
May 4, 2023	The Company informed that at the Meeting of the Committee of Directors (Administration, Authorisation & Finance) of the Company held today, the Committee approved allotment of 50,000 Secured, Rated, Listed, Redeemable, Non-Convertible Debentures ('Debentures') each having a face value of Rs. 1,00,000, aggregating to Rs. 500 crores on a private placement basis.	
May 5, 2023	The Company submitted Audited Financial Results (Standalone & Consolidated) of the Company for the quarter and year ended 31st March 2023 and other disclosures required under SEBI LODR Regulations.	
May 26, 2023	Compliances-Reg.24(A)-Annual Secretarial Compliance - Annual Secretarial Compliance Report for the year ended 31st March 2023	
July 03, 2023	Prior intimation about Board meeting to consider and approve the issue of Secured, Rated, Listed, Redeemable, Non-Convertible Debentures up to Rs. 500 crores along with an option to retain oversubscription up to Rs. 700 crores, the total size aggregating up to Rs. 1200 crores, on a private placement basis.	
July 06, 2023	The Company intimated the Issuance of Senior, Secured, Rated, Listed, Redeemable, Non-Convertible Debentures of Rs. 500 crores alongwith a green shoe option of up to Rs. 700 crores aggregating to Rs. 1200 crore on private placement basis through EBP process	
July 13, 2023	The Company intimated the approval of allotment of 60,000 Senior, Secured, Rated, Listed, Redeemable, Non-Convertible Debentures ('Debentures') each having a face value of Rs. 1,00,000, aggregating to Rs. 600 crores on a private placement basis by Committee of Directors (Administration, Authorisation & Finance) of the Company	
July 19, 2023	The Company submitted the Corporate Governance Report for the quarter ended 30th June 2023	
July 21, 2023	Prior intimation for Board Meeting for approval of Unaudited Financial Results for quarter ended June 30, 2023	
July 26, 2023	The Company submitted the Annual report for FY 2022-23 and Notice of the 39th Annual General Meeting of the Company	
July 28, 2023	The Company submitted the outcome of Board Meeting in which the Board Inter alia approved Unaudited Financial Results (Standalone) for the quarter ended 30th June 2023 alongwith Limited Review Report and other matters	
July 28, 2023	Submission of Asset Cover details - Security Cover Certificate for the quarter ended 30th June 2023	
July 28, 2023	The Company submitted summary of the proceedings of the 39th Annual General Meeting	
July 28, 2023	Alteration Of Articles Of Association	
October 16, 2023	Corporate Governance Report for quarter ended 30th September, 2023	
November 1, 2023	Intimation of Board Meeting to approve Unaudited Financial Results (Standalone) for the quarter and half year ended 30th September 2023	
November 7, 2023	Intimation of committee meeting to be held for consideration of issuance of non-convertible debentures	
November 9, 2023	Outcome of Board Meeting - Approval of Unaudited Financial Results for quarter and half-year ended 30th September 2023, Related Party Transactions For The Half Year Ended 30Th September 2023 and Asset Cover Details	
November 10, 2023	Outcome of Meeting of Committee of Directors (Administration, Authorisation & Finance) for Issuance of Secured, Rated, Listed, Redeemable, Non-Convertible Debentures of Rs. 600 crores alongwith a green shoe option of up to Rs. 300 crores aggregating upto Rs. 900 crore on private placement basis	
November 22, 2023	Intimation under Regulation 51 for allotment of NCDs issued on private placement basis : Meeting of the Committee of Directors (Administration, Authorisation & Finance) of the Company held today, the Committee approved allotment of 60,000 Secured, Rated, Listed, Redeemable, Non-Convertible Debentures ('Debentures') each having a face value of Rs. 1,00,000, aggregating to Rs. 600 crores on a private placement basis	
January 2,2024	Intimation Under Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 : The Company has received an order dated December 30, 2023 from Office of Assistant Commissioner of State Tax, Government of Assam ('Order'), levying a penalty of Rs. 34,074 under Section 73 of the Central Goods and Services Tax Act, 2017 and Assam Goods and Service Tax Act, 2017, alleging wrong availment of input tax credit for FY 2017-18. The Company believes that it has adequate grounds to support its position in the matter and intends to file an appeal against the aforesaid Order. The financial impact	
January 17,2024	Corporate Governance Report for the quarter ended 31st December, 2023.	
January 19 ,2024	The Company has received an order today i.e. January 19, 2024 from Employees' State Insurance Corporation, Maharashtra ('Order'), levying damages of Rs. 26,49,172 under Section 85B of The Employees' State Insurance Act, 1948 for failing to discharge the statutory obligation towards ESI contribution made by the contractor during the period April 2019 to March 2020. The Company believes that it has adequate grounds to support its position in the matter and intends to take legal recourse against the aforesaid Order. The financial impact of the Order is to the extent of the damages levied and there is no material impact on financials of the Company.	
January 29, 2024	Un-audited Financial Results (Standalone) for the quarter and nine months ended 31st December 2023.	
January 29, 2024	Security Cover Certificate under Regulation 54 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	
January 30, 2024	Intimation with respect to allotment of Secured, Rated, Listed, Redeemable, Non-Convertible Debentures	
February 1, 2024	Intimation of Committee meeting to be held for consideration of issuance of non-convertible debentures	
February 6, 2024	Outcome of Committee Meeting - Issuance of Secured, Rated, Listed, Redeemable, Non-Convertible Debentures of Rs. 500 crores on private placement basis through EBP process	
February 13, 2024	Intimation with respect to allotment of Secured, Rated, Listed, Redeemable, Non-Convertible Debentures amounting to Rs. 500 Crores on Private Placement basis	

**Note:** The Company meets Investors/ Analysts/ Participants from time to time. Please refer to the website of the Stock Exchanges for the intimation of the schedule of such meetings and related details, as applicable

For further details, please refer [www.bseindia.com](http://www.bseindia.com) and/or [www.nseindia.com](http://www.nseindia.com)

**Disclaimer:**

The information compiled herein is in accordance with the disclosure requirements with regard to the track record of the public issues managed by JM Financial Limited ("JM Financial") arising out of the SEBI Circular No. CIR/MIRSD/1/2012 dated January 10, 2012.

This information is gathered, inter-alia, from the Prospectus of Piramal Capital & Housing Finance Limited (the "Issuer"), as amended, and from the filings made by the Issuer with the BSE Limited ("BSE") and/or the National Stock Exchange of India Limited ("NSE" and together with the BSE, the "Stock Exchanges") from time to time, price-volume data available on the website of the Stock Exchanges, other sources as disclosed herein and information / clarifications provided by the Issuer.

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