



Press Release

Paisalo Digital Limited

March 31, 2026

Ratings

Instrument / Facility	Amount (Rs. crore)	Current Ratings	Previous ratings	Rating Action	Complexity Indicator
Long Term Bank Facilities	3406.51 (Increased from 3206.51)	IVR AA/ Stable (IVR Double A; with Stable Outlook)	IVR AA/ Stable (IVR Double A; with Stable Outlook)	Rating reaffirmed	Simple
Proposed Long Term Bank Facilities	1093.49 (Increased from 393.49)	IVR AA/ Stable (IVR Double A; with Stable Outlook)	IVR AA/ Stable (IVR Double A; with Stable Outlook)	Rating reaffirmed	Simple
Non-Convertible Debentures (NCDs)	380.75	IVR AA/ Stable (IVR Double A; with Stable Outlook)	IVR AA/ Stable (IVR Double A; with Stable Outlook)	Rating reaffirmed	Simple
Non-Convertible Debentures (NCDs)	25.00	IVR AA/ Stable (IVR Double A; with Stable Outlook)	IVR AA/ Stable (IVR Double A; with Stable Outlook)	Rating reaffirmed	Simple
Non-Convertible Debentures (NCDs)	50.00	IVR AA/ Stable (IVR Double A; with Stable Outlook)	IVR AA/ Stable (IVR Double A; with Stable Outlook)	Rating reaffirmed	Simple
Non-Convertible Debentures (NCDs)	51.00	IVR AA/ Stable (IVR Double A; with Stable Outlook)	IVR AA/ Stable (IVR Double A; with Stable Outlook)	Rating reaffirmed	Simple
Proposed Non-Convertible Debentures (NCDs)	48.25	IVR AA/ Stable (IVR Double A; with Stable Outlook)	IVR AA/ Stable (IVR Double A; with Stable Outlook)	Rating reaffirmed	Simple
Proposed Non-Convertible Debentures (NCDs)	4.00 (Decreased from 55.00)	IVR AA/ Stable (IVR Double A; with Stable Outlook)	IVR AA/ Stable (IVR Double A; with Stable Outlook)	Rating reaffirmed	Simple



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Instrument / Facility	Amount (Rs. crore)	Current Ratings	Previous ratings	Rating Action	Complexity Indicator
Proposed Non-Convertible Debentures (NCDs)	1500.00	IVR AA/ Stable (IVR Double A; with Stable Outlook)	-	Rating assigned	Simple
Commercial Paper (CPs)	40.00	IVR A1+ (IVR A One Plus)	IVR A1+ (IVR A One Plus)	Rating reaffirmed	Simple
Commercial Paper (CPs)	30.00	IVR A1+ (IVR A One Plus)	IVR A1+ (IVR A One Plus)	Rating reaffirmed	Simple
Proposed Commercial Paper (CPs)	470.00 (Decreased from 500.00)	IVR A1+ (IVR A One Plus)	IVR A1+ (IVR A One Plus)	Rating reaffirmed	Simple
Total	7099.00 (Rupees Seven Thousand and Ninety-Nine Crore Only)				

Details of Facilities/Instruments are in Annexure 1.

Facility wise lender details are at Annexure 2.

Detailed explanation of covenants is at Annexure 3.

Detailed Rationale

Infomerics ratings has assign and reaffirmed its ratings to various debt facilities/instruments of Paisalo Digital Limited (PDL) as it continues to derive comfort from the established track record of operations and experienced management, consistent improvement in scale of operations, comfortable capitalisation, healthy asset quality and tie-up with prominent PSU banks for co-lending. However, these strengths are partially offset by portfolio and geographic concentration risk and intense competition in the industry.

The 'Stable' outlook indicates expected growth in scale of operations and profitability on a sustained basis. IVR believes PDL's will continue to benefit from its operational track record in the lending business, healthy asset quality, comfortable capital adequacy and diversified funding profile.



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Key Rating Sensitivities:

Upward Factors

- Substantial and sustained improvement in the scale of operations while maintaining healthy asset quality, comfortable capitalisation, and liquidity.
- Sustenance of the overall gearing

Downward Factors

- Substantial deterioration in the scale of operations, asset quality, capitalisation and/or liquidity
- Deterioration in overall gearing

List of Key Rating Drivers with Detailed Description

Key Rating Strengths

Consistent improvement in scale of operations

PDLs consolidated AUM stood at Rs 5,232.80 crore (Including PDLs standalone AUM of Rs 5029.09 crore and NFPLs standalone AUM of Rs 203.71 crore) in FY25 (refers to period 1st April 2024 – 31st March 2025) when compared to consolidated AUM of Rs 4586.00 crore (Including PDLs standalone AUM of Rs 4332.00 crore and NFPLs standalone AUM of Rs 254.00 crore) in FY24. The growth in AUM is on the back of improved disbursements which has increased from Rs 3,590.24 crore in FY24 to Rs 3,719.90 crore in FY25. On the back of which consolidated Net Interest Income (NII) has also increased to Rs 368.06 crore in FY25 from Rs 318.91 crore in FY24 with improvement in AUM. Consolidated Profitability remains stable with Net interest margin of 8.29% and PAT of Rs 200.12 crore for FY25 (9.02% and Rs 178.97 crore respectively in FY24). NIMs have marginally declined due to reduction of lending rates amidst sever competition in the industry.

Comfortable capitalisation

On a standalone basis, PDLs and NFPLs capitalisation remains comfortable at 39.16% and 29.90% respectively for FY25 (35.92% and 23.08% respectively in FY24) which is well above



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the minimum regulatory requirement of 15%. The consolidated tangible Net worth has improved to Rs. 1,534.84 crore in FY25 from Rs. 1,329.42 in FY24 mainly due to retention of profits and infusion of fresh capital of Rs. 18.51 Crore by conversion of FCCB of USD 2million and ESPS (shares issued to employees) during FY25. The consolidated gearing despite marginal increased, remained comfortable at 2.32x in FY25 (2.00x in FY24).

Healthy asset quality

Given the stringent lending policies/practices coupled with well-established recovery and collection mechanism, PDL has been able to maintain healthy asset quality over the years. For FY25, gross and net NPAs of PDL remained healthy despite increasing to 0.98% and 0.76% when compared to 0.21% and 0.02% respectively for FY24. The increase in GNPA levels in FY25 is mainly on account of fresh slippages and lower than expected recoveries in FY25 when compared to FY24. NFPL has nil NPAs at the end of FY25 as the company has a policy of writing off the loans post 90dpd. (Nil NPAs in FY24). Collection efficiency of PDL stood at an average of ~95% for the last 12 months ending March 2025.

Established track record of operations and experienced management

Paisalo group was established in 1992 and commenced its business loans operations in 2006 through PDL and has a long track record of two decades in retail lending business. In 2011, PDL acquired 100% stake in Nupur Finvest Private Ltd (NFPL, IVR AA-/Stable) and forayed into unsecured retail lending. PDLs board comprises of ten directors including five independent directors and lead by Mr. Sunil Agarwal, Managing Director and CEO. He has more than three decades of experience in SME and retail financing and is supported by a qualified and well experienced management team and board of directors.

Tie-up with prominent PSU bank for co-lending of small ticket unsecured loans

Paisalo group has entered into co-lending arrangement with 5 Public Sector Banks as on date namely, State Bank of India, Bank of Baroda, Karnataka Bank, Punjab National Bank and UCO Bank and assignment transaction with 4 Banks namely, South Indian Bank, SBI, Central Bank of India and Bank of Baroda., wherein it would originate loans under its income generation loans extended to both individuals and under its group lending schemes, of which major share would be funded by the PSU banks and the balance would be funded by PDL.



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PDL manages the loans including collections and generates fee income on the off-book AUM. This arrangement allows PDL to mitigate the risks associated with the unsecured lending portfolio.

Key Rating Weaknesses

Portfolio and geographic concentration risk

Around 89% of PDLs loan book comprises business loans which are mainly chunky in nature. The company's operations are also constrained by geographical concentration risk in terms of sourcing of business by branches. Around 40% of the portfolio is concentrated in two states, viz., Delhi contributing to 22.99% and Uttar Pradesh contributing to 17.15% in PDL and ~99% of portfolio is concentrated in two states, viz., Delhi contributing to ~60% and Uttar Pradesh contributing to ~39% in NFPL. However, the company is taking initiatives to enhance its retail base and to spread its reach into other geographies. The company's MSME portfolio is booked in the Delhi as the underwriting process is centrally done through Delhi office because the larger ticket size component involved in the MSME category specialized staff is required to monitor the transaction. Therefore, with the operational efficiencies involved, MSME portfolio is booked in Delhi (as the booking cannot be made at the branch wise).

Intense competition in the industry

The company is exposed to intense competition from other varied sized NBFCs. The lending industry focused on NBFC financing of varied ticket size is highly fragmented with unorganized/organized lenders also relying for the same set of borrowers. However, to some extent the robust digital model and outreach created by PDL along with turnaround time delivered, enables to attract and retain customers.

Analytical Approach: Consolidated

IVR has taken a consolidated view of the businesses and financial profiles of PDL and its subsidiary viz, NFPL collectively referred to as Paisalo Group due to common management and businesses and significant operational and financial linkages between the entities.



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Applicable Criteria:

[Rating Methodology for Financial Institutions/Non-Banking Finance companies](#)

[Policy on Default Recognition and Post – Default Curing Period](#)

[Criteria of assigning Rating Outlook](#)

[Complexity level of rated instruments/Facilities](#)

[Financial Ratios & Interpretation \(Financial Sector\)](#)

[Criteria on consolidation of companies](#)

Liquidity: Strong

The liquidity profile of the company remains strong with no cumulative mismatches in its asset-liability management profile as on June 30, 2025. Further, PDL's has a liquidity cushion of Rs. 147.60 crore in the form of cash and cash equivalents (Rs. 11.27 crore), liquid investments (Rs. 63.00 crore), fixed deposits (Rs 0.10 crore) and undrawn banking lines (Rs. 73.23 crore) as on 30 June 2025. IVR does not foresee any liquidity risk in the near term, given PDL's adequate liquidity position and its ability to raise funds.

About the company

Incorporated in 1992 PDL provides business loans to SMEs/corporates and income generation loans to individuals. Mr. Sunil Agarwal, the founder promoter of the company, continues to be the managing director of the company since inception. The company is listed on Bombay Stock Exchange and National Stock Exchange.

Financials (Standalone)*:

Rs in Crores

For the year ended/As on*	31-03-2024	31-03-2025
	(Audited)	(Audited)
Total Income	605.04	734.83
PAT	177.02	197.69
Assets Under Management	3685.31	5029.09



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For the year ended/As on*	31-03-2024	31-03-2025
Tangible Net worth	1314.40	1517.52
Total debt	2455.56	3411.93
Ratios		
NIM (%)	11.07	8.33
Overall Gearing (Times)	1.87	2.25
Total CRAR (%)	35.92	39.16
Gross NPA (%)	0.21	0.98
Net NPA (%)	0.02	0.76
Interest coverage (Times)	1.99	1.86

*Classification as per Infomerics' standards

Financials (Consolidated)*:

Rs in Crores

For the year ended/As on*	31-03-2024	31-03-2025
	(Audited)	(Audited)
Total Income	658.75	771.11
PAT	178.97	200.12
Assets Under Management	4332.09	5232.80
Tangible Net worth	1329.42	1534.84
Total debt	2655.40	3559.47
Ratios		
NIM (%)	9.02	8.29
Overall Gearing (Times)	2.00	2.32
ROTA (%)	4.82	4.32
Interest coverage (Times)	1.89	1.82

*Classification as per Infomerics' standards

Status of non-cooperation with previous CRA: Not applicable

Any other information: Not applicable

Rating History for last three years:



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Sr. No.	Type of Facilities/Instrument	Current Ratings (Year 2025-26)			Rating History for the past 3 years			
		Tenure	Amount outstanding (Rs. Crore)	Rating	Date(s) & Rating(s) assigned in 2025-26	Date(s) & Rating(s) assigned in 2024-25	Date(s) & Rating(s) assigned in 2023-24	Date(s) & Rating(s) assigned in 2022-23
1.	Fund Based-Bank Facilities	Long Term	3406.51	IVR AA/Stable (19 March 2026) IVR AA/Stable (31 March 2026)	IVR AA/Stable (03 Mar 2026) IVR AA/Stable (09 Dec 2025) IVR AA/Stable (16 Sept 2025) IVR AA/Stable (6 Aug 2025) IVR AA/Stable (23 June 2025)	IVR AA/Stable (7 March 2025) IVR AA/Stable (17 Oct 2024) IVR AA/Stable (7 Sept 2024) IVR AA/Stable (31 Jul 2024) IVR AA/Stable (14 May 2024) IVR AA/Stable (16 Apr 2024)	IVR AA/Stable (29 Feb 2024) IVR AA/Stable (25 Jan 2024) IVR AA/Stable (8 Jan 2024) IVR AA/Stable (20 Dec 2023) IVR AA/Stable (13 Nov 2023) IVR AA/Stable (15 Sep 2023)	IVR AA- /Stable (28 March 2023) IVR AA- /Stable (25 Aug 2022)
2.	Fund Based-Proposed Bank Facilities	Long Term	1093.49	IVR AA/ Stable (19 March 2026)	IVR AA/Stable (03 Mar 2026)	IVR AA/Stable (7 March 2025)	IVR AA/Stable (29 Feb 2024)	IVR AA- /Stable (28 March 2023)



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				IVR AA/Stable (31 March 2026)	IVR AA/Stable (09 Dec 2025) IVR AA/Stable (16 Sept 2025) IVR AA/Stable (6 Aug 2025) IVR AA/Stable (23 June 2025)	IVR AA/Stable (17 Oct 2024) IVR AA/Stable (7 Sept 2024) IVR AA/Stable (31 Jul 2024) IVR AA/Stable (14 May 2024) IVR AA/Stable (16 Apr 2024)	IVR AA/Stable (25 Jan 2024) IVR AA/Stable (8 Jan 2024) IVR AA/Stable (20 Dec 2023) IVR AA/Stable (13 Nov 2023) IVR AA/Stable (15 Sep 2023)	IVR AA- /Stable (25 Aug 2022)
3.	NCD	Long Term	380.75	IVR AA/ Stable (19 March 2026) IVR AA/Stable (31 March 2026)	IVR AA/Stable (03 Mar 2026) IVR AA/Stable (09 Dec 2025)	IVR AA/Stable (7 March 2025) IVR AA/Stable (17 Oct 2024)	IVR AA/Stable (29 Feb 2024) IVR AA/Stable (25 Jan 2024)	IVR AA- /Stable (28 March 2023) IVR AA- /Stable (25 Aug 2022)



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					IVR AA/Stable (16 Sept 2025)	IVR AA/Stable (7 Sept 2024)	IVR AA/Stable (8 Jan 2024)	
					IVR AA/Stable (6 Aug 2025)	IVR AA/Stable (31 Jul 2024)	IVR AA/Stable (20 Dec 2023)	
					IVR AA/Stable (23 June 2025)	IVR AA/Stable (14 May 2024)	IVR AA/Stable (13 Nov 2023)	
						IVR AA/Stable (16 Apr 2024)	IVR AA/Stable (15 Sep 2023)	
4.	NCD	Long Term	-	-	Withdrawn (09 Dec 2025)	IVR AA/Stable (7 March 2025)	IVR AA/Stable (29 Feb 2024)	IVR AA- /Stable (28 March 2023)
					IVR AA/Stable (16 Sept 2025)	IVR AA/Stable (17 Oct 2024)	IVR AA/Stable (25 Jan 2024)	IVR AA- /Stable (25 Aug 2022)
					IVR AA/Stable (6 Aug 2025)	IVR AA/Stable (7 Sept 2024)	IVR AA/Stable (8 Jan 2024)	



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		Tenure	Amount outstanding (Rs. Crore)	Rating	Date(s) & Rating(s) assigned in 2025-26	Date(s) & Rating(s) assigned in 2024-25	Date(s) & Rating(s) assigned in 2023-24	Date(s) & Rating(s) assigned in 2022-23
					IVR AA/Stable (23 June 2025)	IVR AA/Stable (31 Jul 2024) IVR AA/Stable (14 May 2024) IVR AA/Stable (16 Apr 2024)	IVR AA/Stable (20 Dec 2023) IVR AA/Stable (13 Nov 2023) IVR AA/Stable (15 Sep 2023)	
4.	NCD	Long Term	25.00	IVR AA/ Stable (19 March 2026) IVR AA/Stable (31 March 2026)	IVR AA/Stable (03 Mar 2026) IVR AA/Stable (09 Dec 2025) IVR AA/Stable (16 Sept 2025) IVR AA/Stable (6 Aug 2025)	IVR AA/Stable (7 March 2025)	-	-



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Sr. No.	Type of Facilities/Instrument	Current Ratings (Year 2025-26)			Rating History for the past 3 years			
		Tenure	Amount outstanding (Rs. Crore)	Rating	Date(s) & Rating(s) assigned in 2025-26	Date(s) & Rating(s) assigned in 2024-25	Date(s) & Rating(s) assigned in 2023-24	Date(s) & Rating(s) assigned in 2022-23
					IVR AA/Stable (23 June 2025)			
5.	NCD	Long Term	50.00	IVR AA/Stable (19 March 2026) IVR AA/Stable (31 March 2026)	IVR AA/Stable (03 Mar 2026) IVR AA/Stable (09 Dec 2025) IVR AA/Stable (16 Sept 2025) IVR AA/Stable (6 Aug 2025)	-	-	-
6.	Proposed NCD	Long Term	48.25	IVR AA/Stable (19 March 2026) IVR AA/Stable (31 March 2026)	IVR AA/Stable (03 Mar 2026) IVR AA/Stable (09 Dec 2025)	IVR AA/Stable (7 March 2025) IVR AA/Stable (17 Oct 2024)	IVR AA/Stable (29 Feb 2024) IVR AA/Stable (25 Jan 2024)	IVR AA-/Stable (28 March 2023) IVR AA-/Stable (25 Aug 2022)



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					IVR AA/Stable (16 Sept 2025)	IVR AA/Stable (7 Sept 2024)	IVR AA/Stable (8 Jan 2024)	
					IVR AA/Stable (6 Aug 2025)	IVR AA/Stable (31 Jul 2024)	IVR AA/Stable (20 Dec 2023)	
					IVR AA/Stable (23 June 2025)	IVR AA/Stable (14 May 2024)	IVR AA/Stable (13 Nov 2023)	
						IVR AA/Stable (16 Apr 2024)	IVR AA/Stable (15 Sep 2023)	
7.	Proposed NCD	Long Term	4.00	IVR AA/Stable (19 March 2026) IVR AA/Stable (31 March 2026)	IVR AA/Stable (19 March 2026)	-	-	-
8.	NCDs	Long Term	51.00	IVR AA/Stable (19 March 2026)	IVR AA/Stable (19 March 2026)	-	-	-



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Sr. No.	Type of Facilities/Instrument	Current Ratings (Year 2025-26)			Rating History for the past 3 years			
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				IVR AA/Stable (31 March 2026)				
9.	NCDs	Long term	-	-	Withdrawn (6 Aug 2015) IVR AA/Stable (23 June 2025)	IVR AA/Stable (7 March 2025) IVR AA/Stable (17 Oct 2024) IVR AA/Stable (7 Sept 2024) IVR AA/Stable (31 Jul 2024) IVR AA/Stable (14 May 2024) IVR AA/Stable (16 Apr 2024)	IVR AA/Stable (29 Feb 2024) IVR AA/Stable (25 Jan 2024) IVR AA/Stable (8 Jan 2024) IVR AA/Stable (20 Dec 2023) IVR AA/Stable (13 Nov 2023) IVR AA/Stable (15 Sep 2023)	IVR AA-/Stable (28 March 2023) IVR AA-/Stable (25 Aug 2022)



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10	Proposed Non-Convertible Debentures (NCDs)	Long Term	1500.00	IVR AA/Stable (31 March 2026)	-	-	-	-
11.	CPs	Short Term	40.00	IVR A1+ (19 March 2026) IVR A1+ (31 March 2026)	IVR A1+ (03 Mar 2026) IVR A1+ (09 Dec 2025) IVR A1+ (16 Sept 2025) IVR A1+ (6 August 2025) IVR A1+ (23 June 2025)	IVR A1+ (7 March 2025)	-	-
12.	CPs	Short Term	-	-	Withdrawn (03 Mar 2026) IVR A1+ (09 Dec 2025) IVR A1+ (16 Sept 2025)	IVR A1+ (7 March 2025)	-	-



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					IVR A1+ (6 August 2025) IVR A1+ (23 June 2025)			
13.	CPs	Short Term	30.00	IVR A1+ (19 March 2026) IVR A1+ (31 March 2026)	IVR A1+ (03 Mar 2026) IVR A1+ (09 Dec 2025) IVR A1+ (16 Sept 2025) IVR A1+ (6 August 2025) IVR A1+ (23 June 2025)	IVR A1+ (7 March 2025)	-	-
14.	Proposed CPs	Short Term	470.00	IVR A1+ (19 March 2026) IVR A1+ (31 March 2026)	IVR A1+ (03 Mar 2026) IVR A1+ (09 Dec 2025)	IVR A1+ (7 March 2025) IVR A1+ (17 Oct 2024)	IVR A1+ (29 Feb 2024) IVR A1+ (25 Jan 2024)	-



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					IVR A1+ (16 Sept 2025)	IVR A1+ (7 Sept 2024)	IVR A1+ (8 Jan 2024)	
					IVR A1+ (6 August 2025)	IVR A1+ (31 Jul 2024)	IVR A1+ (20 Dec 2023)	
					IVR A1+ (23 June 2025)	IVR A1+ (14 May 2024)	IVR A1+ (13 Nov 2023)	
						IVR A1+ (16 Apr 2024)	IVR A1+ (15 Sep 2023)	

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About Infomerics:

Infomerics Valuation and Rating Ltd. (Infomerics) was founded in the year 1986 by a team of highly experienced finance professionals for research and risk evaluation. Infomerics commenced its activities as External Credit Assessment Institution after obtaining registration from Securities Exchange Board of India (SEBI) and accreditation from Reserve Bank of India (RBI).

Adhering to best international practices and maintaining high degree of ethics, the team of analysts at Infomerics deliver quality credit ratings. Infomerics evaluates wide range of debt instruments which helps corporates access to financial markets and provides investors credit



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ratings backed by in-depth research. The transparent, robust, and credible ratings have gained the confidence of investors and the banks.

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Annexure 1: Details of Facilities

Name of Facility/Instrument	Date of Issuance	Coupon Rate/ IRR	Maturity Date	Size of Facility (Rs. Crore)	Rating Assigned/ Outlook	Listing status
Cash Credit/WCDL	-	-	Revolving	279.00	IVR AA/Stable	Not Applicable
Term Loans	-	-	Upto March 2032	2877.51	IVR AA/Stable	Not Applicable
Proposed Term Loan	-	-	-	1093.49	IVR AA/Stable	Not Applicable
CEL	-	-	Revolving	250.00	IVR AA/Stable	Not Applicable
Commercial paper (ISIN: INE420C14227)	14 October, 2025	8.50%	25 March, 2026	35.00	IVR A1+	Listed
Commercial paper (ISIN: INE420C14235)	16 October, 2025	8.50%	24 March, 2026	5.00	IVR A1+	Listed



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Name of Facility/Instrument	Date of Issuance	Coupon Rate/ IRR	Maturity Date	Size of Facility (Rs. Crore)	Rating Assigned/ Outlook	Listing status
Commercial paper (ISIN: INE420C14243)	Feb 27, 2026	11.50%	May 29, 2026	30.00	IVR A1+	Listed
Proposed CP	-	-	-	470.00	IVR A1+	Proposed to be listed
NCD (ISIN: INE420C07056)	November 16, 2023	9.95% p.a.	November 16, 2026	10.00	IVR AA/Stable	Listed
NCD (ISIN: INE420C07049)	September 27, 2023	9.95% p.a.	September 26, 2026	50.00	IVR AA/Stable	Listed
NCD (ISIN: INE420C07064)	December 15, 2023	9.95% p.a.	December 15, 2033	19.70	IVR AA/Stable	Listed
NCD (ISIN: INE420C07080)	January 18, 2024	9.95% p.a.	January 17, 2034	19.71	IVR AA/Stable	Listed
NCD (ISIN: INE420C07098)	February 27, 2024	9.95% p.a.	February 24, 2034	20.34	IVR AA/Stable	Listed
NCD (ISIN: INE420C07114)	May 05, 2024	9.95% p.a.	May 05, 2029	27.00	IVR AA/Stable	Listed
NCD (ISIN: INE420C07122)	Jul 31, 2024	9.95% p.a.	Jul 30, 2027	25.00	IVR AA/Stable	Listed
NCD (ISIN: INE420C07130)	03 June, 2025	10.00% p.a.	03 June 2027	50.00	IVR AA/Stable	Listed
NCD (ISIN: INE420C07148)	08 August 2025	9.75% p.a.	07 August 2028	34.00	IVR AA/Stable	Listed
NCD (ISIN: INE420C07155)	September 10, 2025	10.00%	September 10, 2028	50.00	IVR AA/Stable	Listed
NCD (ISIN: INE420C08021)	November 06, 2025	8.45%	November 06, 2027	55.00	IVR AA/Stable	Listed
NCD (ISIN: INE420C08039)	November 06, 2025	8.50%	November 06, 2028	25.00	IVR AA/Stable	Listed



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Name of Facility/Instrument	Date of Issuance	Coupon Rate/ IRR	Maturity Date	Size of Facility (Rs. Crore)	Rating Assigned/ Outlook	Listing status
NCD (ISIN: INE420C07163)	December 09, 2025	8.50%	December 09, 2028	40.00	IVR AA/Stable	Listed
NCD (ISIN: INE420C07171)	December 15, 2025	8.45%	December 15, 2027	30.00	IVR AA/Stable	Listed
NCD (ISIN: INE420C07189)	March 18, 2026	9.25%	September 18, 2028	51.00	IVR AA/Stable	Listed
Proposed NCD	-	-	-	1552.25	IVR AA/Stable	Proposed to be listed
Total				7099.00		

Annexure 2: Facility wise lender details:

https://infomericstorage.blob.core.windows.net/uploads/LEN_Paisalo_Digital31_March26_4b4f2fa39c.pdf

Annexure 3: Detailed explanation of covenants of the rated Security/facilities: The covenants mentioned below are applicable to all NCDs rated by IVR - ISIN: INE420C07056, ISIN: INE420C07049, ISIN: INE420C07064, ISIN: INE420C07080, ISIN: INE420C07098, ISIN: INE420C07114, ISIN: INE420C07122, ISIN: INE420C07130

Name of Instrument	Non-Convertible Debentures
Financial Covenants	-CAR shall be above 15% -NPA lower than 5% -Total debt/TNW not exceed level of 5x
Rating Covenants	-If at any time during the tenor of the debentures, the rating of the Issuer's bank facilities/other instruments is downgraded below AA-, the coupon rate shall be increased by 25 basis points for every one notch downgrade. Such coupon is applicable from the date of such downgrade until such event is cured on the outstanding principal and accrued interest.
Non-Financial Covenants	-Debentures shall be secured by continuing security by way of an exclusive charge up to extent of 1.10x of principal amount of Debentures outstanding (Security cover) on standard/hypothecated receivable in favour of the Debenture trustee for the benefit of debenture holders -The record date shall be 7 calendar days prior to each coupon payment date/ redemption date. -Quarterly reports on book debts on which charge has been created to be submitted after end of each quarter.



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Draft terms for proposed Commercial paper issue: Rs 470.00 crore

Issuer	Paisalo Digital Limited
Investor	TBD
IPA	IDBI Bank Limited
Expected Deal/Issue Date	TBD
Amount (Rs. Crore)	Upto 540 crore
Tenure	Upto 364 days
Coupon Payment	On maturity
Expected Yield Rate (% p.a.) (Disc)	11
Depository Participant	NSDL
Expected CP Maturity (Date)	TBD
Financial Covenants	Not Applicable
Rating Covenants	Not Applicable

Draft Term sheet for proposed NCDs of Rs 1500.00 crore

Name of Issuer	Paisalo Digital Limited
Issue Amount (Rs. Crore)	Upto 1500.00 crore
Coupon Rate p.a. (Tentative)-%	TBD % p.a. (Fixed Rate)
Purpose of NCD	Onward lending and/or repayment of existing loans
Frequency of Coupon Payment (Monthly/Quarterly/Half Yearly)	Monthly / Quarterly / Half Yearly / Yearly or on Maturity (to be finalized)
Tenor of NCD (24/36/48/60 Months) with put/call option	24/36/48/60 Months Call Option: Issuer Call Option available (as per SEBI norms) Put Option: Not Applicable
Redemption of NCD (Bullet/2 or 3 Instalments)	Bullet repayment at maturity (Redeemed at par)
Financial Covenant	Total Debt / Tangible Net Worth $\leq 4.0x$ CAR $\geq 20\%$ (Tier I $\geq 18\%$) or RBI norms, whichever higher



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	Gross NPA $\leq$ 5.00% Net NPA $\leq$ 4.00% Minimum Tangible Net Worth: Rs. 1,250 Crore PAT to remain positive throughout tenor Minimum external credit rating to be maintained: IVR AA / Stable
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Draft Term sheet for proposed NCDs of Rs 52.25 crore.

Name of Issuer	Paisalo Digital Limited
Issue Amount (Rs. Crore)	Upto 100.00 crore (Base Rs. 50 crore and Green Shoe Option of Rs. 50 Crore)
Coupon Rate p.a. (Tentative)-%	9.25
Purpose of NCD	Onward lending
Frequency of Coupon Payment (Monthly/Quarterly/Half Yearly)	Monthly
Tenor of NCD (24/36/48/60 Months) with put/call option	30 months with no put/call option
Redemption of NCD (Bullet/2 or 3 Instalments)	Bullet Repayment of maturity date 18.09.2028
Financial Covenant	The Issuer will comply with the following covenants till the
	final redemption date:
	The maximum permissible ratio of Total Debt to Tangible Net worth shall not exceed be 3.25x
	Capital Adequacy Ratio of atleast 25%
	The issuer shall ensure that there is no cumulative liquidity mismatch in the ALM, undrawn term loans shall be excluded
	Gross NPA should not exceed 2.5%
	Net NPA should not exceed 1.75%
	Average monthly Collection efficiency for the quarter, i.e., overdue + current month collections against current month's demand (excluding arrears demand) to be maintained at minimum 90%.
	PAT should remain positive (checked on Annual basis)
	Issuer should not report a loss for not more than 2 consecutive financial quarters
	The Company shall ensure to maintain the liquidity equivalent to the debt repayments of upcoming one month.
	The company should maintain minimum tangible net worth of INR 1250 crore
	During the Tenor of the Debentures, the Company shall ensure that no other capital market instrument shall have any additional comfort



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	from the promoters and if they have the comfort then the same shall be extended to the current Debenture Holder(s).
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Term Sheet for the NCD issue of Rs 34.00 crore (ISIN No: INE420C07148)

ISIN	INE420C07148
Issue	"9.75% Paisalo Digital August 2028"
Nature of Instrument	Rated, Listed, Senior, Secured, Redeemable, Taxable, Transferable, Non-Convertible Debentures ("NCDs" or "Debentures")
Debenture Trustee	Axis Trustee Services Limited
Issue size	Base Issue of INR 25,00,00,000 with a Green Shoe Option of INR 25,00,00,000, aggregating up to INR 50,00,00,000
Purpose	The proceeds will be utilized for Onward Lending and issue-related expenses.
Tenor	36 Months
Principal Repayment	Bullet Repayment on the Final Redemption Date.
Security Summary	Secured by a first pari-passu charge on identified business loan receivables by way of hypothecation. A minimum security cover of 1.1 times (110%) of the outstanding principal amount is to be maintained at all times.
Coupon %	9.75% per annum
Coupon Payment Frequency	Quarterly
Step up/Step Down coupon rate	If the rating is downgraded below "IVR AA/stable", the coupon rate will increase by 50 basis points (0.50%).
Date of Allotment	August 8, 2025 ("Deemed Date of Allotment")
Redemption	The debentures will be redeemed at par on the Final Redemption Date, which is August 8, 2028.
Covenants	The issuer has agreed to various affirmative, negative, reporting, and other undertakings, including restrictions on



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	M&A, changes in shareholding, and dividend payments during an Event of Default.
Financial Covenants	Total Debt/Tangible Net worth ratio: to be within 4 times. Capital Adequacy Ratio (CAR): at least 22%, with Tier-I at a minimum of 18%. Gross NPA: not to exceed 3.50% of Gross Loan Portfolio. Net NPA: not to exceed 3.00% of Gross Loan Portfolio. Tangible Net worth: Minimum of INR 1,500 crore
Rating Covenants	The Issuer must ensure there is no suspension of its credit rating and maintain at least the current credit rating of IVR AA/stable from any credit rating agency.

Term Sheet for the NCD issue of Rs 50.00 crore (ISIN No: INE420C07155)

Security Name	Non-Convertible Debentures (NCDs)
Issuer	Paisalo Digital Limited (PDL)
Type of Instrument	Fully Paid, Rated, Listed, Senior, Secured, Redeemable, Taxable, Transferable, Non-Convertible Debentures
Type of Issue	Private Placement
Issue Size	Rs. 500000000
Object of the Issue	Onward Lending
Coupon Rate	10% p.a.
Coupon Type	10% p.a. payment monthly
ISIN	INE420C07155
Tenor	36 months



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Issue date	September 10, 2025
Maturity	September 10, 2028
Financial covenant	These covenants must be tested on a quarterly basis i.e., on June 30, September 30, December 31, and March 31 of each Financial Year starting from June 30, 2025. Debt-to-Equity Ratio: The ratio of Total Debt to Tangible Net Worth must not exceed 4.00x. Capital Adequacy Ratio (CAR): Must be maintained at least 20% or the applicable RBI requirement, whichever is higher. Gross NPA: Gross Non-Performing Assets must not exceed 5.00%. Net NPA: Net Non-Performing Assets must not exceed 3.00%. Tangible Net Worth: Minimum Tangible Net Worth of INR 1,250 Crores must be maintained. Collection Efficiency: Minimum Quarterly Collection Efficiency of 90%. Profitability: Profit After Tax (PAT) must remain positive on both an annual and quarterly basis. Liquidity / ALM: 1. No negative mismatches on a cumulative basis in any ALM buckets. 2. Maintain liquidity equivalent to debt repayments for the upcoming one quarter.
Non-Financial Covenants	Maintenance: The Issuer must maintain the current rating of IVR AA/Stable and ensure no new long-term rating below this level is assigned by any agency.



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	Early Redemption: A downgrade by two notches to IVR A+ Stable (or lower by any agency) triggers an Early Redemption Event. Accelerated Redemption: A downgrade by more than three notches (below "A" rating) grants investors the immediate right to redeem principal and interest.
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Term Sheet for the NCD issue of Rs 55.00 crore (ISIN No: INE420C08021)

Security Name	Non-Convertible Debentures (NCDs)
Issuer	Paisalo Digital Limited (PDL)
Type of Instrument	Rated, Listed, Senior, Unsecured, Redeemable, Taxable, Transferable, Non-Convertible Debentures
Type of Issue	Private Placement
Issue Size	Rs. 550000000
Object of the Issue	Onward Lending
Coupon Rate	8.45% p.a.
Coupon Type	8.45% p.a. payment annually
ISIN	INE420C08021
Tenor	24 months
Issue date	November 6, 2025
Maturity	November 6, 2027



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Financial covenant	These covenants must be tested on a quarterly basis i.e., on June 30, September 30, December 31, and March 31 of each Financial Year starting from June 30, 2025. Debt-to-Equity Ratio: The ratio of Total Debt to Tangible Net Worth must not exceed 4.00x. Capital Adequacy Ratio (CAR): Must be maintained at at least 20% or the applicable RBI requirement, whichever is higher. Gross NPA: Gross Non-Performing Assets must not exceed 5.00%. Net NPA: Net Non-Performing Assets must not exceed 3.00%. Tangible Net Worth: Minimum Tangible Net Worth of INR 1,250 Crores must be maintained. Collection Efficiency: Minimum Quarterly Collection Efficiency of 90%. Profitability: Profit After Tax (PAT) must remain positive on both an annual and quarterly basis. Liquidity / ALM: 1. No negative mismatches on a cumulative basis in any ALM buckets. 2. Maintain liquidity equivalent to debt repayments for the upcoming one quarter.
Non-Financial Covenants	Maintenance: The Issuer must maintain the current rating of IVR AA/Stable and ensure no new long-term rating below this level is assigned by any agency.



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	Early Redemption: A downgrade by two notches to IVR A+ Stable (or lower by any agency) triggers an Early Redemption Event. Accelerated Redemption: A downgrade by more than three notches (below "A" rating) grants investors the immediate right to redeem principal and interest.
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Term Sheet for the NCD issue of Rs 25.00 crore (ISIN No: INE420C08039)

Security Name	Non-Convertible Debentures (NCDs)
Issuer	Paisalo Digital Limited
Type of Instrument	Rated, Listed, Senior, Unsecured, Redeemable, Taxable, Transferable, Non-Convertible Debentures
Type of Issue	Private Placement
Issue Size	Rs.250000000
Object of the Issue	Onward Lending
Coupon Rate	8.50% p.a.
Coupon Type	8.50% p.a. payment annually
ISIN	INE420C08039
Tenor	36 months
Issue date	November 6, 2025
Maturity	November 6, 2028



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Financial covenant	These covenants must be tested on a quarterly basis i.e., on June 30, September 30, December 31, and March 31 of each Financial Year starting from June 30, 2025. Debt-to-Equity Ratio: The ratio of Total Debt to Tangible Net Worth must not exceed 4.00x. Capital Adequacy Ratio (CAR): Must be maintained at least 20% or the applicable RBI requirement, whichever is higher. Gross NPA: Gross Non-Performing Assets must not exceed 5.00%. Net NPA: Net Non-Performing Assets must not exceed 3.00%. Tangible Net Worth: Minimum Tangible Net Worth of INR 1,250 Crores must be maintained. Collection Efficiency: Minimum Quarterly Collection Efficiency of 90%. Profitability: Profit After Tax (PAT) must remain positive on both an annual and quarterly basis. Liquidity / ALM: 1. No negative mismatches on a cumulative basis in any ALM buckets. 2. Maintain liquidity equivalent to debt repayments for the upcoming one quarter.
Non-Financial Covenants	Maintenance: The Issuer must maintain the current rating of IVR AA/Stable and ensure no new long-term rating below this level is assigned by any agency. Early Redemption: A downgrade by two notches to IVR A+ Stable (or lower by any agency) triggers an Early Redemption Event.



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	Accelerated Redemption: A downgrade by more than three notches (below "A" rating) grants investors the immediate right to redeem principal and interest.
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Term Sheet for the NCD issue of Rs 40.00 crore (ISIN No: INE420C07163)

Security Name	8.50% Non Convertible Debentures
Issuer	Paisalo Digital Limited
Type of Instrument	Rated, Listed, Senior, Secured, Redeemable, Taxable, Transferable, Non- Convertible Debentures
Type of Issue	Private Placement
Issue Size	Principal Base Issue - 25,00,00,000 Green Shoe - 50,00,00,000 Coupon 8.50% p.a.p.q. Frequency Quarterly Tenor 36 Months Repayment Bullet
Object of the Issue	Onward Lending Purpose
Coupon Rate	8.50% p.a.p.q.
Coupon Type	Fixed
ISIN	INE420C07163
Tenor	Principal amount will be repaid on 3 years from the deemed date of allotment
Issue date	09 Dec 2025
Maturity	09 Dec 2028
Financial covenant	These covenants are to be tested on a quarterly basis (March 31, June 30, September 30, and December 31) starting from September 30, 2025, until redemption.



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	Total Debt/Tangible Net Worth Ratio: To be maintained within 4.00 times. Capital Adequacy Ratio (CAR): At least 20% or as per applicable RBI regulation, whichever is higher. Tier-I Capital: To remain at a minimum of 18% or as per applicable RBI regulation, whichever is higher. Gross NPA: Not to exceed 5.00% of the Gross Loan Portfolio. Net NPA: Not to exceed 4.00% of the Gross Loan Portfolio. Tangible Net Worth: Maintain a minimum of INR 1,250 crore. Profitability: After-tax Net Income (excluding extraordinary income) must remain positive throughout the tenure. Liquidity / ALM: No negative cumulative mismatches in any ALM buckets for the next one year. Issuer shall not prepay loans or redeem NCDs if it leads to a negative cumulative mismatch in any ALM bucket up to the residual tenor. Write-off Ratio: Maximum permissible ratio of trailing 12 months write-offs to trailing 12 months disbursement shall be less than 10%.
Non-Financial Covenants	Credit Rating Maintenance: Issuer must maintain a minimum external credit rating of IVR AA with a stable outlook. There must be no suspension of the credit rating for the instrument or the Issuer. No assignment of a new long-term credit rating below IVR AA/stable or equivalent by any other agency. Promoter Holding: The Promoter & Promoter Group must maintain a minimum shareholding of 26% throughout the tenor of the NCD. Step-Up Coupon: If the rating of the Issuer's bank facilities/instruments is downgraded from "IVR



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	AA/stable," the coupon rate shall increase by 50 basis points. Accelerated Redemption: Triggered if the company's rating is downgraded to IVR A+ Stable (two notches below the current rating). Negative Undertakings: The Company shall not, without prior written permission, undertake actions such as M&A/restructuring with a material adverse effect, change of control, or declaring dividends if an Event of Default is subsisting.
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Term Sheet for the NCD issue of Rs 30.00 crore (ISIN No: INE420C07171)

Security Name	8.45% Non Convertible Debentures
Issuer	Paisalo Digital Limited
Type of Instrument	Rated, Listed, Senior, Secured, Redeemable, Taxable, Transferable, Non- Convertible Debentures
Type of Issue	Private Placement in Demat form only
Issue Size	Principal Base Issue - 25,00,00,000 Green Shoe - 25,00,00,000 Coupon 8.45% p.a Frequency Annual Tenor 24 Months Repayment Bullet
Object of the Issue	Onward Lending Purpose
Coupon Rate	8.45% p.a.p.q.
Coupon Type	Fixed
ISIN	INE420C07171
Tenor	Principal amount will be repaid on 2 years from the deemed date of allotment
Issue date	15 Dec 2025
Maturity	15 Dec 2027
Financial covenant	These covenants are to be tested on a quarterly basis (March 31, June 30, September 30, and



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	December 31) starting from September 30, 2025, until redemption. Total Debt/Tangible Net Worth Ratio: To be maintained within 4.00 times. Capital Adequacy Ratio (CAR): At least 20% or as per applicable RBI regulation, whichever is higher. Tier-I Capital: To remain at a minimum of 18% or as per applicable RBI regulation, whichever is higher. Gross NPA: Not to exceed 5.00% of the Gross Loan Portfolio. Net NPA: Not to exceed 4.00% of the Gross Loan Portfolio. Tangible Net Worth: Maintain a minimum of INR 1,250 crore. Profitability: After-tax Net Income (excluding extraordinary income) must remain positive throughout the tenure. Liquidity / ALM: No negative cumulative mismatches in any ALM buckets for the next one year. Issuer shall not prepay loans or redeem NCDs if it leads to a negative cumulative mismatch in any ALM bucket up to the residual tenor. Write-off Ratio: Maximum permissible ratio of trailing 12 months write-offs to trailing 12 months disbursement shall be less than 10%.
Non-Financial Covenants	Credit Rating Maintenance: Issuer must maintain a minimum external credit rating of IVR AA with a stable outlook. There must be no suspension of the credit rating for the instrument or the Issuer. No assignment of a new long-term credit rating below IVR AA/stable or equivalent by any other agency.



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	Promoter Holding: The Promoter & Promoter Group must maintain a minimum shareholding of 26% throughout the tenor of the NCD. Step-Up Coupon: If the rating of the Issuer's bank facilities/instruments is downgraded from "IVR AA/stable," the coupon rate shall increase by 50 basis points. Accelerated Redemption: Triggered if the company's rating is downgraded to IVR A+ Stable (two notches below the current rating). Negative Undertakings: The Company shall not, without prior written permission, undertake actions such as M&A/restructuring with a material adverse effect, change of control, or declaring dividends if an Event of Default is subsisting.
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1. NCD term sheet = Rs 51.00 crore (ISIN No: INE420C07189)

Security Name	9.25% Non Convertible Debentures
Issuer	Paisalo Digital Limited
Type of Instrument	Rated, Listed, Senior, Secured, Redeemable, Taxable Non-Convertible Debentures ("NCDs" or "Debentures")
Type of Issue	Private Placement
Issue Size	INR 100 Crores
Object of the Issue	The proceeds of the issuance of Debentures will be utilized by the Issuer for lending and repayment of debt of banks/non-banking finance companies other than those related to the Issuer.
Coupon Rate	9.25% (Nine Decimal Two Five percent) per annum payable monthly
Coupon Type	Fixed
ISIN	INE420C07189
Tenor	30 (Thirty) months from the Deemed Date of Allotment
Issue date	18th March 2026
Maturity	18th September 2028



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Financial covenant	The Issuer will comply with the following covenants till the final redemption date: • The maximum permissible ratio of Total Debt to Tangible Net worth shall not exceed be 3.25x • Capital Adequacy Ratio of atleast 25% • The issuer shall ensure that there is no cumulative liquidity mismatch in the ALM, undrawn term loans shall be excluded • Gross NPA should not exceed 2.5% • Net NPA should not exceed 1.75% • Average monthly Collection efficiency for the quarter, i.e., overdue + current month collections against current month's demand (excluding arrears demand) to be maintained at minimum 90%. • PAT should remain positive (checked on Annual basis) • Issuer should not report a loss for not more than 2 consecutive financial quarters • The Company shall ensure to maintain the liquidity equivalent to the debt repayments of upcoming one month. • The company should maintain minimum tangible net worth of INR 1250 crore • During the Tenor of the Debentures, the Company shall ensure that no other capital market instrument shall have any additional comfort from the promoters and if they have the comfort then the same shall be extended to the current Debenture Holder(s).
Non-Financial Covenants	Issuer will comply with such additional covenants as may be required by the trustee, including but not limited to: 1. The Issuer shall file the Form CHG 1 (for security creation) within 30 days of execution of Transaction Documents or as permitted under the Companies Act, 2013 2. Issuer shall furnish certificate from a practicing CA within 90 days of disbursement, confirming that the amount disbursed has been utilized by the Issuer solely for the Purpose as mentioned herein. 3. Issuer shall submit Financial Covenant compliance certificate signed by the Authorized Signatory/CFO within 45 (Forty-Five) days from the end of each financial quarter. 4. The Issuer shall submit statement of Loan Receivables hypothecated in favour of the trustee signed by the Authorized Signatory for every month and an independent CA at the end of every quarter, within 20 days of the succeeding month, with the confirmation including confirmation on (a) that all the Loan Receivables hypothecated to the trustee are indeed meeting the eligibility criteria; (b) that the Security cover is compiled; (c) that the Loan Receivables are not Non-Standard assets. 5. Trustee shall have the right to conduct stock audit, sales audit and any other monitoring and audit visits, at any time till final redemption date with an advance notice of 7 days to the Issuer. 6. The existing Promoters shall continue to hold minimum 26% (Twenty Six Percent) equity share capital in the Issuer, on fully diluted basis.



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	7. Any credit / loan provided by the Promoters / Key Shareholders of the Issuer shall rank subordinated / subservient to this debt. Issuer shall provide prior written consent to the trustee in case of any acceleration of repayment of the loan provided by the Promoters / Key Shareholders of the Issuer. Issuer will comply with such reporting covenants as may be required by the trustee, including but not limited to: 1. Shall originate the portfolio and send the pool details within the Portfolio Origination Period and on a quarterly basis thereafter and as and when required by the Trustee in the format as specified by the Trustee. 2. Shall provide details of a) operational information, b) portfolio cuts, c) monthly disbursements d) monthly dpd statement, e) changes in Board & management and f) changes in shareholding pattern g) static pool analysis and vintage curve data h) Structural liquidity data on a quarterly basis in the format as specified by the trustee. 3. Shall provide details of transactions with related parties and balances outstanding on a quarterly basis in the format as specified by the trustee. 4. Shall share information about facilities sanctioned to it by other lenders every quarter in a format as deemed fit by the trustee. 5. Shall provide quarterly financial statements to the trustee as within 45 days from the end of each quarter and audited financial statements at the end of each financial year within 90 days from the end of each financial year. 6. Shall forthwith provide written notice of any material event adversely impacting its business. 7. Shall forthwith provide written notice of occurrence or likely occurrence of any Event of Default. 8. Information regarding occurrence of any event likely to have material adverse effect to be provided immediately, and in no case later than 7 (Seven) days of occurrence. 9. Promptly notify the trustee and give information regarding any circumstance(s) adversely affecting the Issuer's financial position. 10. Promptly notify the trustee and give details of any litigation, arbitration or any other administrative proceedings threatened or instituted against the issuer materially affecting the Issuer's financial position. 11. Promptly, and in no event later than 24 (Twenty-four) Hours inform the Trustee of the occurrence of the following: a) Filing of application/petition with respect to the Issuer (voluntary or otherwise) before the National Company Law Tribunal, or any other forum seeking the commencement of an insolvency resolution process under the (Indian) Insolvency and Bankruptcy Code, 2016, as amended from time to time b) Receipt of Demand Notice under the relevant provisions of Insolvency and Bankruptcy Code, 2016, as amended from time to time, from any of their other Creditors (as defined under Insolvency and Bankruptcy Code, 2016 as amended from time to time).
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	12. Such other information, details, documents etc. regarding the financial condition, business and operations of the Issuer as the trustee may require from time to time. Issuer will comply with such reporting covenants as may be required by the trustee, including but not limited to: 1. Issuer shall not, without the prior written consent of the trustee, redeem, purchase, buyback, defease, retire, return or repay any of its equity share capital or resolve to do so. 2. Issuer shall not dispose of its assets or compromise with any of its creditors without the prior written consent of the trustee, except in the ordinary course of and pursuant to the reasonable requirements of the Issuer's business and upon fair and reasonable terms. 3. Issuer agrees to declare dividends only out of the profits relating to that year and after making all due and necessary provisions and provided further that there have been no defaults in repayments under this NCD. In all other cases, prior written consent of the trustee shall be obtained before declaring dividends. 4. Issuer shall not without the prior written consent of the trustee effect any change in its Memorandum or Articles of Association other than changes to the authorized capital or for the purpose of any proposed fund raise into the Issuer, including amending articles pursuant to such fund raise (except where such change may adversely impact the interests of the trustee, in which case, prior written consent will be required) 5. Issuer shall not without the prior written consent of the trustee enter into or perform any transaction other than in its ordinary course of business. 6. Issuer shall not, without prior written consent by the trustee: a) Enter into any transaction(s) (including but not limited to loans or advances and investment by way of share capital) other than in its ordinary course of business. b) Provide any guarantee except the guarantee being issued in the ordinary course of business and to the subsidiaries. 7. Issuer shall not make any material change in its management, change in control (as defined under the under the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011), enter into any compromise arrangement with its shareholders or creditors, pass a resolution of voluntary winding up or implement any scheme for restructuring or reconstruction, consolidation, amalgamation, merger or other similar purposes or change its shareholding structure without the prior written consent of the trustee. Any other affirmative covenants or negative covenants as set out in Transaction Document
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Annexure 4: List of companies considered for consolidated/Combined analysis:



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Name of Company	Extent of Consolidation
Paisalo Digital Limited (PDL)	Full
Nupur Finvest Private Limited (NFPL)	Full

Note on complexity levels of the rated instrument: Infomerics has classified instruments rated by it on the basis of complexity and a note thereon is available at www.infomerics.com.