

**ARKA FINCAP LIMITED****1. Type of Issue**

PUBLIC ISSUE BY ARKA FINCAP LIMITED (THE “COMPANY” / “ISSUER”) OF UPTO 30,00,000 SECURED, RATED, LISTED, REDEEMABLE, NON-CONVERTIBLE DEBENTURES OF FACE VALUE ₹1,000 EACH (“NCDs” OR “DEBENTURES”), FOR AN AMOUNT UP TO ₹ 15,000 LAKH (“BASE ISSUE SIZE”) WITH AN OPTION TO RETAIN OVERSUBSCRIPTION UP TO ₹ 15,000 LAKH (“GREEN SHOE OPTION”), AGGREGATING UP TO ₹ 30,000 LAKH (“TRANCHE I ISSUE” / “TRANCHE I ISSUE SIZE”) WHICH IS WITHIN THE SHELF LIMIT OF ₹50,000 LAKH AND IS BEING OFFERED BY WAY OF THE TRANCHE I PROSPECTUS DATED NOVEMBER 28, 2023 CONTAINING INTER ALIA THE TERMS AND CONDITIONS OF THE TRANCHE I ISSUE ( “TRANCHE I PROSPECTUS”), WHICH SHOULD BE READ TOGETHER WITH THE SHELF PROSPECTUS DATED NOVEMBER 28, 2023 (“SHELF PROSPECTUS”) FILED WITH THE REGISTRAR OF COMPANIES, MAHARASHTRA AT MUMBAI (“ROC”), STOCK EXCHANGE AND SECURITIES AND EXCHANGE BOARD OF INDIA (“SEBI”). THE SHELF PROSPECTUS AND THE TRANCHE I PROSPECTUS CONSTITUTES THE PROSPECTUS (“PROSPECTUS”). THE TRANCHE I ISSUE IS BEING MADE PURSUANT TO THE PROVISIONS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE AND LISTING OF NON - CONVERTIBLE SECURITIES) REGULATIONS, 2021, AS AMENDED (THE “SEBI NCS REGULATIONS”), THE COMPANIES ACT, 2013 AND RULES MADE THEREUNDER AS AMENDED (THE “COMPANIES ACT, 2013”) TO THE EXTENT NOTIFIED AND THE SEBI MASTER CIRCULAR. THE ISSUE IS NOT UNDERWRITTEN

**2. Issue size (Rs crores)**

The Issue for an amount of Rs. 15,000 Lakhs (“Base Issue”) with an option to retain oversubscription upto Rs 15,000 Lakhs aggregating up to ₹ 30,000 Lakhs (“Issue Size”). The Company had issued and allotted NCDs aggregating to Rs. 300 crores in the Issue.

*Source: Minutes of the Meeting between the Company, Registrar to the Issue and Lead Managers to the Issue dated December 26, 2023*

**3. Rating of instrument along with name of the rating agency**

Particular	Rating Agency	Rating
(i) As disclosed in the offer document	CRISIL Ratings Limited	CRISIL AA-/Positive
(ii) At the end of 1 <sup>st</sup> FY (March 31, 2024)	CRISIL Ratings Limited	CRISIL AA-/Positive
(iii) At the end of 2 <sup>nd</sup> FY (March 31, 2025)*		
(iv) At the end of 3 <sup>rd</sup> FY (March 31, 2026)*		

\* Rating not disclosed as reporting for the relevant fiscal years has not been published

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

Source: Debenture Trust deed dated December 27, 2023

**5. Subscription level (number of times) \*:**

After considering the not Banked and technical rejection cases, the Tranche I Issue was subscribed 2.01 times of the Base Issue Size and 1.01 times of the overall Issue Size.

\* Source – Minutes of the Meeting between the Company, Registrar to the Issue and Lead Managers to the Issue dated December 26, 2023

**6. Financials of the issuer (as per the annual financial results submitted to stock exchanges under Listing Obligation and Disclosure Requirements)**

Parameters	(On Consolidated basis) (Rs In Lakhs)		
	1st FY (March 31, 2024)	2nd FY (March 31, 2025)*	3rd FY (March 31, 2026)*
Income from operations	56,368.83	NA	NA
Net Profit for the period	6,923.08	NA	NA
Paid-up equity share capital	92,872.81	NA	NA
Reserves excluding revaluation reserves	24,795.63	NA	NA

\*Financials not disclosed as reporting for the relevant fiscal years has not been completed

**7. Status of the debt securities (whether traded, delisted, suspended by any stock exchange, etc.)#**

Particular	
(i) At the end of 1st FY (March 31, 2024)	Traded
(ii) At the end of 2nd FY (March 31, 2025)*	NA
(iii) At the end of 3rd FY (March 31, 2026)*	NA

\* Trading status not disclosed as reporting for the relevant fiscal years has not been completed  
NCDs are listed on the BSE Limited and admitted to dealings with effect from Friday, December 29, 2023

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

Particular	Name of Director	Appointment / Resignation
(i) At the end of 1st FY (March 31, 2024)	NA	NA
(ii) At the end of 1st FY (March 31, 2025)*	NA	NA
(iii) At the end of 3rd FY (March 31, 2026)*	NA	NA

\* Changes in Directors not disclosed in the above table as reporting for the relevant fiscal years has not been completed.

1. Appointment of Mr. Nasser Mukhtar Munjee (DIN: 00010180) as an Additional Independent Director of the Company for a term of 5 (five) years with effect from October 23, 2024 till October 22, 2029.
2. Appointment of Mr. Samrat Gupta (DIN: 07071479) as the Managing Director of the Company for a tenure of 5 (five) years with effect from October 23, 2024 till October 22, 2029.
3. Cessation of Mr. Harish Engineer as Independent Director of the Company with effect from June 14, 2024 upon completion of his term of 5 consecutive years.

**9. Status of utilization of issue proceeds**

(i) As disclosed in the offer document	<p>The Net Proceeds raised through the Issue will be utilized for following activities in the ratio provided as below:</p> <p>I. For the purpose of onward lending, financing, and for repayment of interest and principal of existing borrowings of the Company – at least 75% of the Net Proceeds of the Issue.</p> <p>II. For General Corporate Purposes – up to 25% of the Net Proceeds of the Issue.</p>
(ii) Actual utilization	<p>The entire amount of proceeds of the issues were used for the purposes as stated in its Tranche I Prospectus and there is no unutilised amount pertaining to this issuance.</p>
(iii) Reasons for deviation, if any	<p>NA</p>

Source: Stock Exchange intimation dated January 23, 2024

**10. Delay or default in payment of interest/ principal amount (Yes/ No): No (If yes, further details of the same may be given)**

(i) Disclosures in the offer document on terms of issue	<p>The Debenture Trustee will protect the interest of the NCD Holders in the event of default by the Company in regard to timely payment of interest and repayment of principal and they will take necessary action at the Company's cost. (Source: Prospectus dated November 28, 2023)</p>
(ii) Delay in payment from the due date	<p>No</p>
(iii) Reasons for delay/ non-payment, if any	<p>NA</p>

Source: Stock Exchange Intimation dated October 23, 2024

**11. Any other material information**

<b>Announcement</b>	<b>Date</b>
Subject to the approval of the shareholders of the Company, appointment of Singhi & Co., Chartered Accountants(Firm Registration no. 302049E) as Statutory Auditors of the Company for a period of 3 years from the conclusion of the ensuing AGM till the conclusion of the AGM to be held in the year 2027, consequent to completion of the tenure of P G BHAGWAT LLP, Chartered Accountants as statutory auditors of the Company with effect from the conclusion of the ensuing AGM.	April 30,2024

**All the above information is updated as on November 15, 2024, unless indicated otherwise.**