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NIDO HOME FINANCE LIMITED

(formerly known as Edelweiss Housing Finance Limited)



(Please scan the QR code to view the Abridged Prospectus)

Nido Home Finance Limited (formerly known as Edelweiss Housing Finance Limited) (the "Company" or "Issuer") was incorporated at Mumbai on May 30, 2008 as a public limited company with the name 'Edelweiss Housing Finance Limited' under the provisions of the Companies Act, 1956. The Company received its certificate for commencement of business on June 12, 2008. Subsequently, the name of the Issuer was changed to 'Nido Home Finance Limited' pursuant to a fresh certificate of incorporation issued by the RoC on May 4, 2023. Our Company is registered with the Reserve Bank of India ("RBI") as housing finance company vide registration no. DOR - 00081 dated May 19, 2023. For more information about our Company, please refer "General Information" and "History and Main Objects" on pages 44 and 116 of the Prospectus.

Registered Office and Corporate Office: Tower 3, 5th Floor, Wing B, Kohinoor City Mall Kohinoor City, Kiroi Road, Kurla (West) Mumbai 400070, Maharashtra, India; **Tel.:** +91 22 4272 2200; **CIN:** U65922MH2008PLC182906; **PAN:** AABCE9808N; **Website:** www.nidohomefin.com; **Email:** investorgrievances@nidohomefin.com
Company Secretary and Compliance Officer: Archana Nadgouda; **Tel.:** +91 22 4272 2200; **Email:** CS.CBG@nidohomefin.com
Chief Financial Officer: Kiran Agarwal Todi; **Tel.:** +91 22 4272 2200; **Email:** CS.CBG@nidohomefin.com

Link to download Abridged Prospectus: <https://www.nidohomefin.com/static/doc/corporate-governance/NCD-Public%20Issue/Nido%20Home%20Finance%20Limited%20%20Abridged%20Prospectus%20dated%20December%2011%2C%202024.pdf>

Our Promoters:

(i) Edelweiss Financial Services Limited; Email: cs@edelweissfin.com; Tel: +91 22 4079 5199, (ii) Edelweiss Rural & Corporate Services Limited; Email: cs@edelweissfin.com; Tel: +91 22 4079 5199, and (iii) Edel Finance Company Limited; Email: cs@edelweissfin.com; Tel: +91 22 4079 5199. For details of our Promoters, see "Our Promoter" on page 130 of the Prospectus.

PUBLIC ISSUE BY THE COMPANY OF 10,00,000 SECURED, REDEEMABLE, NON-CONVERTIBLE DEBENTURES OF FACE VALUE ₹ 1,000 EACH ("NCDs" OR "DEBENTURES"), AMOUNTING TO ₹ 500 MILLION ("BASE ISSUE SIZE") WITH A GREEN SHOE OPTION OF UP TO ₹ 500 MILLION AGGREGATING UP TO ₹ 1,000 MILLION ("LIMIT"), HEREINAFTER REFERRED TO AS THE "ISSUE". THE NCDs WILL BE ISSUED ON THE TERMS AND CONDITIONS AS SET OUT IN THE PROSPECTUS. THE ISSUE IS BEING MADE PURSUANT TO THE PROVISIONS OF SEBI NCS REGULATIONS, THE COMPANIES ACT, 2013 AND RULES MADE THEREUNDER AS AMENDED TO THE EXTENT NOTIFIED AND THE SEBI MASTER CIRCULAR. THE ISSUE IS NOT UNDERWRITTEN.

Credit Rating: "CRISILA+/ Negative (pronounced as CRISIL A plus rating with negative outlook) by CRISIL Ratings. Securities with these ratings are considered to have adequate degree of safety regarding timely servicing of financial obligations. Such securities carry low credit risk.

Allotment on first come first serve basis*

*Allotment in the public issue of debt securities shall be made on the basis of date of upload of each application into the electronic book of the stock exchange in accordance with the SEBI Master Circular. However, in the event of oversubscription and thereafter, on such date, the allotments should be made to the applicants on proportionate basis. For further details refer section titled "Issue Related Information" on page 223 of the Prospectus.

ISSUE PROGRAMME

ISSUE OPENED ON: TUESDAY, DECEMBER 17, 2024 AND ISSUE CLOSED ON: TUESDAY, DECEMBER 31, 2024

ASBA | Simple, Safe Smart way of Application!!! Applications supported by blocked amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account. **Mandatory in public issues from October 1, 2018. No cheque will be accepted.**

UPI - Now available in ASBA for Retail Individual Investors. Bidders are required to ensure that the bank account used for bidding is linked to their PAN

UPI is now available for Retail Individual Investors submitting bids up to an application value of ₹5,00,000, applying through Designated Intermediaries, SCSBs or through the BSE Direct App / Web interface of stock exchange or any other permitted methods. For details of the ASBA and UPI Process, refer to the details given in the Application Form and also refer to the section "Issue Procedure" beginning on page 252 of the Prospectus. List of banks supporting UPI is also available on the website of SEBI at www.sebi.gov.in. ICICI Bank Limited has been appointed as Sponsor Bank for the issue, in accordance with the requirements of the SEBI Master Circular dated May 22, 2024 on UPI mechanism.

NOTICE TO INVESTORS ADDENDUM TO THE PROSPECTUS DATED DECEMBER 31, 2024 ("ADDENDUM")

With reference to the prospectus dated December 05, 2024 ("Prospectus"), filed with the Registrar of Companies, Maharashtra at Mumbai ("RoC"), BSE Limited ("BSE"/ "Stock Exchange") and forwarded to Securities and Exchange Board of India ("SEBI") in relation to the public issue of secured, redeemable, non-convertible debentures aggregating up to ₹ 1,000 million ("Issue"). In this regard, please note the following:

Change in the credit rating of the Company:

Please note that the Reserve Bank of India ("RBI") vide its press release dated December 17, 2024, with immediate effect, has lifted the restrictions placed by it vide its press release dated May 29, 2024 on (i) ECL Finance Limited, directing them to cease and desist from undertaking any structured transactions in respect of its wholesale exposures, other than repayment and/ or closure of accounts in its normal course of business; and (ii) Edelweiss Asset Reconstruction Company Limited, directing them to cease and desist from acquisition of financial assets including security receipts (and reorganizing the existing security receipts into senior and subordinate tranches. ECL Finance Limited and Edelweiss Asset Reconstruction Company Limited are both the Group Companies of the Issuer. Accordingly, the Company received an updated CRISIL rating rationale dated December 27, 2024 ("Updated Rating Rationale") whereby CRISIL removed its ratings on the bank facilities and debt instruments of the Company from "Rating Watch with Negative Implications" while reaffirming the ratings at 'CRISIL A+/CRISIL A1+' and assigning a "Negative" outlook to the long term rating. The updated rating of the NCDs to be issued under the Issue is CRISIL A+/Negative (pronounced as CRISIL A plus rating with negative outlook).

Subsequent to this Addendum, the reference to the credit rating of the bank facilities and debt instruments of the Company as disclosed in the relevant sections of the Prospectus and all Issue related transaction documents shall include reference to the Updated Rating Rationale. The Updated Rating Rationale shall form part of "Annexure A - CRISIL Rating and Rationale" beginning on Page 294 of the Prospectus and all other communication issued by the Company up to the date of this Addendum in relation to the Issue stands amended to the extent stated hereinabove and shall be read in conjunction with this Addendum and any reference to the Prospectus shall be deemed to include reference to this Addendum.

A copy of this Addendum has been filed with RoC in accordance with Section 26 of the Companies Act, 2013. The above information should be read in conjunction with the Prospectus. The information in this Addendum supplements the Prospectus and updates the information in the Prospectus and the Abridged Prospectus, as applicable. All references to the Prospectus shall also include this Addendum.

All capitalized terms used in this Addendum shall, unless the context otherwise requires, have the meaning ascribed to them in the Prospectus.

The Addendum is available on the websites of SEBI, Lead Managers, Stock Exchange and the Company that is www.sebi.gov.in; www.tipsons.com; www.nuvama.com; www.bseindia.com, and www.nidohomefin.com.

CONTENTS OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AS REGARDS ITS OBJECTS: For information on the main objects of our Company, see "History and Main Objects" on page 116 of the Prospectus and Clause III of the Memorandum of Association of the Company. The Memorandum of Association of the Company is a document for inspection in relation to the Issue. For further details, see the section titled "Material Contracts and Documents for Inspection" on page 291 of the Prospectus.

LIABILITY OF MEMBERS:

AMOUNT OF SHARE CAPITAL OF THE COMPANY AND CAPITAL STRUCTURE AS ON SEPTEMBER 30, 2024: The Authorised Share Capital of the Company is ₹ 750,000,000 divided into 75,000,000 Equity Shares of face value of ₹ 10 each and Issued, Subscribed and Paid-up share capital of the Company is ₹ 693,500,000 divided into 69,350,000 Equity Shares of face value of ₹ 10 each fully paid up. For information on the share capital of our Company, see "Capital Structure" on page 53 of the Prospectus.

NAMES OF THE SIGNATORIES AT THE TIME OF SIGNING OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AND THE NUMBER OF SHARES SUBSCRIBED BY THEM: Given below are the names of the signatories of the Memorandum of Association of the Company and the number of Equity Shares subscribed of face value of Rs.10 each by them at the time of signing of the Memorandum of Association: Edelweiss Capital Limited - 49,994 shares, Mr. Rashesh Shah - 1 Equity Share, Mr. Venkatchalam Ramaswamy - 1 Equity Share, Mr. Durga Prasad Jhawar - 1 Equity Share, Mr. Deepak Mittal - 1 Equity Share, Mr. Vikas Khemani - 1 Equity Share, Mr. Naresh Kothari - 1 Equity Share.

LISTING: The NCDs offered through the Prospectus are proposed to be listed on BSE Limited ("BSE") and BSE shall be the Designated Stock Exchange. Our Company has received an 'in-principle' approval from BSE vide their letter no. DCS/SJ/PI-BOND/28/24-25 dated November 27, 2024.

DISCLAIMER CLAUSE OF BSE: It is to be distinctly understood that the permission given by BSE should not in any way be deemed or construed that the Offer Document ("Offer Document") has been cleared or approved by BSE nor does it certify the correctness or completeness of any of the contents of the Prospectus. The investors are advised to refer to the Draft Offer Document/ Offer Document for the full text of the Disclaimer clause of the BSE Limited.

DISCLAIMER CLAUSE OF USE OF BSE ELECTRONIC PLATFORM: It is to be distinctly understood that the permission given by BSE to use their network and software of the Online system should not in any way be deemed or construed that the compliance with various statutory requirements approved by the Exchange; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the compliance with the statutory and other requirements nor does it take any responsibility for the financial or other soundness of this Company, its promoters, its management or any scheme or project of this Company. It is also to be distinctly understood that the approval given by BSE is only to use the software for participating in system of making application process.

DISCLAIMER CLAUSE OF RBI: The Company is having a valid certificate of registration dated May 19, 2023, issued by the Reserve Bank of India under section 29A of the National Housing Bank Act, 1987. However, a copy of the prospectus has not been filed with or submitted to the RBI. It is distinctly understood that the prospectus, and the prospectus should not in any way be deemed or construed to be approved or vetted by RBI. RBI does not accept any responsibility or guarantee about the present position as to the financial soundness of the issuer or for the correctness of any of the statements or representations made or opinions expressed by the issuer and for discharge of liability by the issuer. By issuing the aforesaid certificate of registration dated May 19, 2023 to the issuer, the RBI neither accepts any responsibility nor guarantee for the payment of any amount due to any investor in respect of the proposed NCDs issue.

DISCLAIMER CLAUSE OF NHB: The NHB does not accept any responsibility or guarantee about the present position as to the financial soundness of the Company or for the correctness of any of the statements or representations made or opinions expressed by the Company and for repayment of deposits/ discharge of liability by the Company.

DISCLAIMER STATEMENT OF CRISIL: CRISIL Ratings Limited (CRISIL Ratings) has taken due care and caution in preparing the material based on the information provided by its client and/ or obtained by CRISIL Ratings from sources which it considers reliable (Information). A rating by CRISIL Ratings reflects its current opinion on the likelihood of timely payment of the obligations under the rated instrument and does not constitute an audit of the rated entity by CRISIL Ratings. CRISIL Ratings does not guarantee the completeness or accuracy of the information on which the rating is based. A rating by CRISIL Ratings is not a recommendation to buy, sell, or hold the rated instrument; it does not comment on the market price or suitability for a particular investor. The Rating is not a recommendation to invest/ disinvest in any entity covered in the Material and no part of the Material should be construed as an expert advice or investment advice or any form of investment banking within the meaning of any law or regulation. CRISIL Ratings especially states that it has no liability whatsoever to the subscribers / users / transmitters/ distributors of the Material. Without limiting the generality of the foregoing, nothing in the Material is to be construed as CRISIL Ratings providing or intending to provide any services in jurisdictions where CRISIL Ratings does not have the necessary permission and/ or registration to carry out its business activities in this regard. Nido Home Finance Limited will be responsible for ensuring compliances and consequences of non-compliances for use of the Material or part thereof outside India. Current rating status and CRISIL Ratings' rating criteria are available without charge to the public on the website, www.crisil.com. For the latest rating information on any instrument of any company rated by CRISIL Ratings, please contact Customer Service Helpdesk at 1800-267-1301.

CREDIT RATING: The NCDs proposed to be issued under the Issue have been rated "CRISILA+/ Negative (pronounced as CRISIL A plus rating with negative outlook)" for an amount of ₹ 5,000 million by CRISIL Ratings Limited vide their rating rationale dated December 27, 2024. Securities with this rating are considered to have adequate degree of safety regarding timely servicing of financial obligations. Such securities carry low credit risk. The NCDs were earlier rated as "CRISILA+/ Watch Negative (placed on 'Rating Watch with Negative Implications)" for an amount of ₹ 5,000 million by CRISIL Ratings Limited vide their rating letter dated October 29, 2024, revaluated vide letter dated November 8, 2024 and rating rationale dated September 4, 2024. The rating is not a recommendation to buy, sell or hold securities and investors should take their own decision. The rating given by CRISIL is valid as on the date of the Prospectus and shall remain valid until the ratings are revised or withdrawn. The rating may be subject to revision or withdrawal at any time by the assigning rating agency and each rating should be evaluated independently of any other rating. The rating agency has a right to suspend or withdraw the rating at any time on the basis of factors such as new information. Please refer to Annexure A of the Prospectus for the rating, rating rationale and press release of the above rating. There are no unaccepted ratings and any other ratings other than as specified in the Prospectus.

GENERAL RISK: Investment in NCDs is risky, and investors should not invest any funds in such securities unless they can afford to take the risk attached to such investments. Investors are advised to take an informed decision and to read the risk factors carefully before investing in this offering. For taking an investment decision, investors must rely on their examination of the issue including the risks involved in it. Specific attention of investors is invited to statement of risk factors contained under section "Risk Factors" on page 16 of the Prospectus. These risks are not, and are not intended to be, a complete list of all risks and considerations relevant to the non-convertible securities or investor's decision to purchase such securities.

AVAILABILITY OF APPLICATION FORM: Application forms can be obtained from the Issuer: Nido Home Finance Limited (Formerly known as Edelweiss Housing Finance Limited); Lead Managers: Tipsons Consultancy Services Private Limited and Nuvama Wealth Management Limited, Consortium Members to the Issue, the Registrar to the Issue, Trading Members and Designated Branches of the SCSBs. Electronic Application Forms will also be available on the websites of BSE.

AVAILABILITY OF PROSPECTUS: Investors are advised to refer to the Prospectus and the Risk Factors on page 16 of the Prospectus before applying in the Issue. Physical copy of the Prospectus may be obtained from the Registered and the Corporate Office of the Company or from the office of the Lead Managers, Consortium Members for marketing of the Issue, the Registrar to the Issue and the designated branches of the SCSBs. Full copy of the Prospectus is available on the websites of the Issuer/Lead Managers/BSE at www.nidohomefin.com, www.tipsons.com, www.nuvama.com and www.bseindia.com, respectively.

PUBLIC ISSUE ACCOUNT BANK, SPONSOR BANK AND REFUND BANK: ICICI Bank Limited.

LEAD MANAGERS TO THE ISSUE	DEBENTURE TRUSTEE TO THE ISSUE	REGISTRAR TO THE ISSUE	CREDIT RATING AGENCY (S)	STATUTORY AUDITOR
<p>Tipsons Consultancy Services Private Limited 1st Floor, Sheraton House, Opposite Ketav Petrol Pump, Polytechnic Road, Ambawadi, Ahmedabad - 380015 Gujarat Tel.: +91 7966828064 / 9589801774 Email: project.shikhar2@tipsons.com Website: www.tipsons.com Contact person: Nagesh Chauhan</p>	<p>Beacon Trusteeship Limited* 5W, 5th Floor, The Metropolitan, Bandra Kurla Complex, Bandra (East), Mumbai-400051 Tel.: +91 22 4606 0278 Email: compliance@beacontrustee.co.in Website: www.beacontrustee.co.in Contact Person: Kaustubh Kulkarni</p>	<p>KFIN Technologies Limited Selenium Tower B, Plot no. 31 and 32, Financial District, Nanakramguda, Serilingampally Hyderabad, Rangareddy 500 032, Telangana, India. Tel.: +91 40 6716 2222 /18003094001 Fax: +91 40 6716 1563 Email: nhl.ncdipo@kfintech.com Website: www.kfintech.com Contact Person: M.Murali Krishna</p>	<p>CRISIL Ratings CRISIL Ratings Limited (a subsidiary of CRISIL Limited) CRISIL House, Central Avenue, Lower Parel, Mumbai-400013 Powai, Mumbai - 400 076 Maharashtra, India Tel.: +91 22 3342 3000 (B) Email: crisilratingsdesk@crisil.com Website: www.crisilratings.com Contact Person: Ajit Velonic</p>	<p>MGB & Co., LLP, Chartered Accountants Peninsula Business Park, Tower B, 19TH Floor, Lower Parel, Mumbai-400013 Tel.: +91 22 6124 6124 Email: mgbc@mgbc.com Website: www.mgbc.com Contact Person: Diwaker Sudesh Bansal</p>

*Beacon Trusteeship Limited under regulation 8 of SEBI NCS Regulations has by its letters dated November 18, 2024, given its consent for its appointment as Debenture Trustee to the Issue and for its name to be included in the Prospectus and in all the subsequent periodical communications sent to the holders of the NCDs issued pursuant to the Issue.

COMPANY SECRETARY AND COMPLIANCE OFFICER: Archana Nadgouda, Address: Tower 3, 5th Floor, Wing B, Kohinoor City Mall Kohinoor City, Kiroi Road, Kurla (West) Mumbai 400070, Maharashtra, India **Tel.:** +91 22 4272 2200, **Email:** CS.CBG@nidohomefin.com

DISCLAIMER: Nido Home Finance Limited (Formerly known as Edelweiss Housing Finance Limited) ("Company"), subject to market conditions, and other considerations, is proposing a public issue of secured redeemable non-convertible debentures ("NCDs") and has filed a prospectus dated December 5, 2024 ("Prospectus") with the Registrar of Companies, Maharashtra at Mumbai ("RoC"), BSE Limited ("BSE") and Securities and Exchange Board of India ("SEBI"). The Prospectus is available on the website of the Company at www.nidohomefin.com, on the website of BSE at www.bseindia.com, on the website of the lead managers at www.tipsons.com and www.nuvama.com and on the website of SEBI at www.sebi.gov.in. Investors proposing to participate in the Issue should invest only on the basis of the information contained in the Prospectus. Investors should note that investment in the NCDs involves a high degree of risk and for details in relation to the same, refer to the Prospectus, including the section titled "Risk Factors" and "Material Developments" beginning on page 16 and 152 respectively of the Prospectus.

Note: Capitalized terms not defined herein shall have the same meaning as assigned to such terms in the Prospectus.

For Nido Home Finance Limited
(Formerly known as Edelweiss Housing Finance Limited)
Sd/-
Rajat Avasthi
Managing Director & CEO
DIN: 07969623

Place : Mumbai
Date : December 31, 2024