IFL HOME FINANCE LIMITED

Public Issue of Secured, Rated, Listed, Redeemable NCDs

Tranche I Issue Opens	Friday, 06th December, 2024
Tranche I Issue Closes	Thursday, 19th December 2024**

Issuer Overview:

- IIFL Home Finance Limited, a company incorporated under the Companies Act, 1956 (CIN:U65993MH2006PLC166475) and registered as a Housing Finance Company with the National Housing Bank vide Certificate of Registration (COR) No. 09.0175.18 dated September 14, 2018;
- The Company is a subsidiary of IIFL Finance Limited which is a NBFC registered with RBI;
- Widespread Network : 387 Branches across India, 5,436 Employees as on September 30, 2024;
- Products: Housing Loan, Secured Business Loans and Affordable Housing Project Loans;
- Abu Dhabi Investment Authority through Platinum Owl C 2018 RSC Limited have invested Rs. 2,200 crore on August 22, 2022 in the company, thereby acquiring 20.41% stake in the company.
- AUM: 37,098 Cr, Average Ticket Size 15.0 Lakhs on AUM, GNPA 1.63%, NPA 1.1%, as on September 30, 2024

Strong Growth

As at September 30, 2024 and March 31, 2024, Assets Under Management were Rs. 37,098 crores and Rs. 35,499 crores respectively. The Company reported the Profit After Tax of Rs. 553.41 crores as on September 30, 2024 and has maintained consistent low level of NPAs over the years of operation and continue to focus on maintaining good quality of assets with GNPA of 1.63% and NNPA of 1.12% as a percentage of our Asset Under Management on September 30, 2024.

Lead Managers to the Issue:

- Trust Investment Advisors Private Limited
- IIFL Capital Serviced Limited (Formerly known as IIFL Securities Limited)*

** IIFL Capital Serviced Limited (Formerly known as IIFL Securities Limited) is deemed to be our associate as per the Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992, as amended (Merchant Bankers Regulations). Further, in compliance with the provisions of Regulation 21A and explanation to Regulation 21A of the Merchant Bankers Regulations, IIFL Capital Serviced Limited (Formerly known as IIFL Securities Limited) would be involved only in marketing of the Issue.*

Terms and Conditions in connection with the Secured NCDs:

Issuer	IIFL Home Finance Limited
Tranche I Issue Opens	6th December, 2024
Tranche I Issue Closes	19th December, 2024 **
Registrar	Link In time India Pvt Limited
Trustee	Catalyst Trusteeship Limited
Allotment$	First Come First Serve Basis-and on the date of oversubscription, on a proportionate basis
Issue Price	Rs. 1,000 per NCD
Face Value	Rs. 1,000 per NCD
Minimum Application	Rs. 10,000/- only
Base Issue	Rs. 100 Crores
Option to Retain Oversubscription Amount	Up to Rs. 400 Crores
Tranche I Issue Size	Up to Rs. 500 Crores
Nature of Indebtedness	Secured Rated Listed Redeemable NCDs
Credit Ratings	"CRISIL AA/Stable" by CRISIL and "IND AA/Stable" by India Rating
Issuance mode of the instrument	In dematerialised form only
Listing On	BSE Limited and National Stock Exchange of India Limited
Depositories	CDSL and NSDL
Trading mode of the instrument	Compulsorily in dematerialised form
Security Cover	1X

Specific terms for each of the Secured NCDs:

Particulars	Series 1	Series 2	Series 3	Series 4*	Series 5	Series 6	Series 7	Series 8	Series 9
Frequency of Interest Payment	Annual	NA	Monthly	Annual	NA	Monthly	Annual	NA	Annual
Nature	Secured								
Tenor	24 months		36 months			60 months			84 months
Coupon Rate	8.85%	NA	8.65%	9.00%	NA	8.90%	9.25%	NA	9.25%
Effective Yield (% per Annum)	8.85%	8.85%	9.00%	9.00%	9.00%	9.27%	9.25%	9.25%	9.25%
Amount on Maturity	Rs 1,000	Rs. 1.184.85	Rs 1,000	Rs 1,000	Rs. 1,295.20	Rs 1,000	Rs 1,000	Rs. 1,557	Rs. 1,000

**Our Company shall allocate and allot Series IV NCDs wherein the Applicants have not indicated the choice of the relevant NCD Series.*

1. *With respect to Series where interest is to be paid on an annual basis, relevant interest will be paid on each anniversary of the Deemed Date of Allotment on the face value of the NCDs. The last interest payment under annual Series will be made at the time of redemption of the NCDs.*
2. *With respect to Series where interest is to be paid on monthly basis, relevant interest will be paid on the first date of every month on the face value of the NCDs. The last interest payment under monthly Series will be made at the time of redemption of the NCDs. For the first interest payment for NCDs under the monthly options, interest from the Deemed Date of Allotment till the last day of the subsequent month will be clubbed and paid on the first day of the month next to that subsequent month.*
3. *Subject to applicable tax deducted at source, if any.*
4. *For the Series where interest is to be paid on an annual basis, relevant interest will be paid on each anniversary of the Deemed Date of Allotment on the face value of the NCDs. The last interest payment under annual Series will be made at the time of redemption of the NCDs. For the Series where interest is to be paid on monthly basis, relevant interest will be calculated from the first day till the last date of every month during the tenor of such NCDs and paid on the first day of every subsequent month. For the first interest payment for NCDs under the monthly options, interest from the Deemed Date of Allotment till the last day of the subsequent month will be clubbed and paid on the first day of the month next to that subsequent month.*

Investment Considerations:

- **Effective Yield** - Effective yield ranging from 8.85% to 9.25% p.a for tenor of 24 months, 36 months, 60 months and 84 months
- **Tenor and Frequency** - Tenors of 24, 36 ,60 and 84 months available with various interest payment options like monthly and annual
- **Liquidity**
    - Proposed to be listed on BSE and NSE. (NSE shall be the Designated Stock Exchange)
    - Trading will be in dematerialized form only
- **Safety** - Instrument rated CRISIL AA/Stable by CRISIL Ratings and IND AA/Stable by India Ratings are considered to have high degree of safety regarding timely servicing of financial obligations. Such securities carry very low credit risk
- **Allotment on first come first serve basis** -. Allotment in the public issue of debt securities will be made on the basis of date of upload of each application into the electronic book of stock exchange.

Allocation to category of the overall issue size:

Category	Investor type	Allocation
Category I	Institutional Portion	20% of the Tranche I Issue Size
Category II	Non-Institutional Portion	20% of the Tranche I Issue Size
Category III	High Net Worth Individual Investors Portion	30% of the Tranche I Issue Size
Category IV	Retail Individual Investors Portion	30% of the Tranche I Issue Size

Application in the Issue:

Applicants shall apply in this Tranche I Issue in dematerialized form only, through valid Application Form filled in by the Applicant along with attachment, as applicable. Further, applications shall be made through UPI (for applications upto Rs. 5 lakhs) and ASBA facility only.

Investor Category:

Category I (Institutional Investors)

- Resident public financial institutions, scheduled commercial banks, Indian multilateral and bilateral development financial institutions which are authorised to invest in the NCDs;
- Provident funds and pension funds each with a minimum corpus of ₹ 25 crores, superannuation funds and gratuity funds, which are authorised to invest in the NCDs;
- Alternative Investment Funds, subject to investment conditions applicable to them under the Securities and Exchange Board of India (Alternative Investment Funds) Regulations, 2012;
- Resident Venture Capital Funds registered with SEBI;
- Insurance companies registered with the IRDAI;
- State industrial development corporations;
- Insurance funds set up and managed by the army, navy, or air force of the Union of India;
- Insurance funds set up and managed by the Department of Posts, the Union of India;
- Systemically Important Non-Banking Financial Companies;
- National Investment Fund set up by resolution no. F.No. 2/3/2005-DDII dated November 23, 2005 of the Government of India published in the Gazette of India; and
- Mutual funds registered with SEBI.

Category II (Corporate / Non Institutional Investors)

- Companies within the meaning of Section 2(20) of the Companies Act, 2013;
- Statutory bodies/ corporations and societies registered under the applicable laws in India and authorised to invest in the NCDs;
- Co-operative banks and regional rural banks;
- Trusts including public/private charitable/religious trusts which are authorised to invest in the NCDs;
- Educational institutions and associations of persons and/or bodies established pursuant to or registered under any central or state statutory enactment: which are authorised to invest in the NCDs;
- Scientific and/or industrial research organisations, which are authorised to invest in the NCDs;
- Partnership firms in the name of the partners;
- Limited liability partnerships formed and registered under the provisions of the Limited Liability Partnership Act, 2008 (No. 6 of 2009);
- Association of Persons; and
- Any other incorporated and/ or unincorporated body of persons.

Category III (High Net Worth Individual Investors)

- Resident Indian individuals or Hindu Undivided Families through the Karta applying for an amount aggregating to above ₹ 10,00,000 across all options of NCDs in the Tranche I Issue.

Category IV (Retail Individual Investors)

- Resident Indian individuals or Hindu Undivided Families through the Karta applying for an amount aggregating up to and including ₹ 10,00,000 across all options of NCDs in the Tranche I Issue and shall include Retail Individual Investors, who have submitted bid for an amount not more than UPI Application Limit in any of the bidding options in the Issue (including HUFs applying through their Karta and does not include NRIs) through UPI Mechanism.

DISCLAIMERS:

*For further details refer to section titled "Issue Related Information" on page 112 of the Tranche I Prospectus dated November 27, 2024

[$]Allotment in the public issue of debt securities should be made on the basis of date of upload of each application into the electronic book of the stock exchange. However, on the date of oversubscription and thereafter, the allotments should be made to the applicants on proportionate basis.

**The Tranche I Issue shall remain open for subscription on Working Days from 10:00 a.m. to 5:00 p.m. (Indian Standard Time) during the period as indicated in this Tranche I Prospectus. Our Company may, in consultation with the Lead Managers, consider closing the Tranche I Issue on such earlier date or extended date (subject to a minimum period of two working days and a maximum period of ten working days from the date of opening of this Tranche I Issue and subject to not exceeding thirty days from filing this Tranche I Prospectus with ROC including any extensions), as may be decided by the Board of Directors of our Company or Finance Committee thereof, subject to relevant approvals, in accordance with Regulation 33A of the SEBI NCS Regulations. In the event of an early closure or extension of the Tranche I Issue, our Company shall ensure that notice of the same is provided to the prospective investors through an advertisement in all the newspapers or electronic modes such as online newspapers or website of the issuer or the stock exchange in which pre-issue advertisement for opening of the Tranche I Issue has been given on or before such earlier or initial date of Tranche I Issue closure. On the Tranche I Issue Closing Date, the Application Forms will be accepted only between 10:00 a.m. and 3:00 p.m. (Indian Standard Time) and uploaded until 5:00 p.m. (Indian Standard Time) or such extended time as may be permitted by the Stock Exchange. Further, pending mandate requests for bids placed on the last day of bidding will be validated by 5:00 p.m. (Indian Standard Time) on one Working Day post the Tranche I Issue Closing Date. For further details please refer to the section titled "General Information" on page 21 of this Tranche I Prospectus.

IIFL Home Finance Limited ("**Company**"), subject to market conditions, and other considerations, is proposing a public issue of secured, rated, listed, redeemable, non-convertible debentures and has filed Shelf Prospectus dated November 27, 2024, ("**Shelf Prospectus**") and Tranche I Prospectus dated November 27, 2024 ("**Tranche I Prospectus**") (collectively the "**Prospectus**") with the Registrar of Companies, Maharashtra at Mumbai, BSE Limited ("**BSE**"), National Stock Exchange of India Limited ("**NSE**") (collectively, "**Stock Exchanges**") and Securities and Exchange Board of India ("**SEBI**"). The Prospectus is available on the website of the Company at www.iiflhomeloans.com, on the website of BSE at www.bseindia.com, on the website of NSE at www.nseindia.com, on the website of the lead managers at www.trustgroup.in and www.iiflcap.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 Shelf Prospectus and Tranche I 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 Tranche I Prospectus, including the sections titled "Risk Factors" on page 22 of Shelf Prospectus and "Material Developments" on page 200 of the Shelf Prospectus. Capitalised terms not defined herein shall have the same meaning as assigned to such terms in the Shelf Prospectus and Tranche I Prospectus dated November 27, 2024.

DISCLAIMER

Investors proposing to participate in the Tranche I Issue should note that investment in the NCDs involves a high degree of risk and for details in relation to the same, refer to the Shelf Prospectus dated November 27, 2024, ("**Shelf Prospectus**"), and Tranche I Prospectus dated November 27, 2024 ("**Tranche I Prospectus**") (collectively the "**Prospectus**"), including the sections titled "Risk Factors" and "Material Developments" beginning on pages 22 and 200 respectively of the Shelf Prospectus. The Issuer and the Lead Managers accept no responsibility for statements made otherwise than in the Prospectus, or in the advertisement or any other material issued by or at the instance of the Company and that anyone placing reliance on any other source of information would be doing so at their own risk.

DISCLAIMER CLAUSE OF BSE: It is to be distinctly understood that the permission given by BSE should not in anyway be deemed or construed that the 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 offer document/draft offer document for the full text of the disclaimer clause of the BSE.

DISCLAIMER CLAUSE OF USE OF BSE ELECTRONIC PLATFORM: It is to be distinctly understood that the permission given by the BSE to use their network and software of the Online system should not in any way be deemed or construed as compliance with various statutory requirements approved by the Exchange; not 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 the Company, its promoters, its management or any scheme or project of the Company. It is also to be distinctly understood that the approval given by the Exchange is only to use the software for participating in system of making application process.

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

DISCLAIMER CLAUSE OF USE OF NSE ELECTRONIC PLATFORM: It is also to be distinctly understood that the approval given by the Exchange is only to use the software for participating in system of making application process. It is to be distinctly understood

that the permission given by the NSE to use their network and online platform for facilitating applications for public issue of NCDs shall not in any way be deemed or construed as compliance with various statutory and other requirements by the Company, LMs etc.; are cleared or approved by NSE; nor does it warrant in any manner, 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 the Issuer, its promoters, its management or any scheme or projects of the Issuer. It is also to be distinctly understood that the approval given by NSE should not in any way be deemed or construed that the prospectus has been cleared or approved by NSE; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the contents of the Prospectus; nor does it warrant that the securities will be listed or will continue to be listed on NSE.

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. Sammaan Capital 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.

DISCLAIMER STATEMENT OF INDIA RATINGS: Users of IRRPL ratings should understand that neither an enhanced factual investigation nor any third-party verification can ensure that all of the information India Ratings relies on in connection with a rating will be accurate and complete. Ultimately, the issuer and its advisers are responsible for the accuracy of the information they provide to India Ratings and to the market in offering documents and other reports. In issuing its ratings India Ratings must rely on the work of experts, including independent auditors with respect to financial statements and attorneys with respect to legal and tax matters. Further, ratings are inherently forward-looking and embody assumptions and predictions about future events that by their nature cannot be verified as facts. As a result, despite any verification of current facts, ratings can be affected by future events or conditions that were not anticipated at the time a rating was issued or affirmed. Ratings are not a recommendation or suggestion, directly or indirectly, to you or any other person, to buy, sell, make or hold any investment, loan or security or to undertake any investment strategy with respect to any investment, loan or security or any issuer. Ratings do not comment on the adequacy of market price, the suitability of any investment, loan or security for a particular investor (including without limitation, any accounting and/or regulatory treatment), or the tax-exempt nature or taxability of payments made in respect of any investment, loan or security. The Rating Agency shall neither construed to be nor acting under the capacity or nature of an 'expert' as defined under Section 2(38) of the Companies Act, 2013. India Ratings is not your advisor, nor is India Ratings providing to you or any other party any financial advice, or any legal, auditing, accounting, appraisal, valuation or actuarial services. A rating should not be viewed as a replacement for such advice or services. Investors may find India Ratings to be important information, and India Ratings notes that you are responsible for communicating the contents of this letter, and any changes with respect to the rating, to investors.