

DSPL/SFL/PI/ NCD 6

April 21, 2022

BSE Limited  
25 Floor P J Towers  
Dalal Street Fort  
**Mumbai – 400 001**

Kind Attn: Ms. Disha Dhorda

Dear Sir/ Madam,

**Public Issue of Secured, Redeemable, Non-Convertible Debentures (“NCDs”) for an amount not exceeding ₹ 50 crore with an option to retain over-subscription for an amount not exceeding ₹ 50 crore, aggregating to an amount not exceeding ₹ 100 crore by Sakthi Finance Limited (issue code SFL06) – Early closure on Monday, April 25, 2022**


In view of the Oversubscription, beyond the level of proposed retention, Sakthi Finance Limited, the Issuer, has informed us, the Lead Manager that the NCD Issuance Committee has, at its meeting held on April 21, 2022 approved the proposal for an early closure of the NCD Public Issue on Monday, 25<sup>th</sup> April 2022, as against the scheduled closure on Wednesday, 4<sup>th</sup> May 2022, the closure date as mentioned in the Prospectus.

The draft of the Issue closure advertisement to be published in Business Standard (English- All India Editions) and The Hindu (Tamil regional newspaper) where the Issue Opening Advertisement was published by the Issuer as per Regulation 30(1) is enclosed for your perusal.

We, the Lead Manager request the Exchange to take note of the early issue closure date and take necessary steps for further action.

We request you to disseminate the information to all concerned.

Yours faithfully

  
Jeyakumar Swaminathan  
Chief Operating Officer  
SEBI Registration INM 000011476



Ideal Plaza, Suite S-401, 4<sup>th</sup> Floor, 11/1, Sarat Bose Road, Kolkata – 700020.  
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CIN: U67120WB1993PTC060525  
Email. ID: [dspl@dalmiasec.com](mailto:dspl@dalmiasec.com)

[www.dalmiasec.com](http://www.dalmiasec.com)

Single SEBI Registration No - INZ000181031 (NSE - 06453 / BSE - 530)  
SEBI Regn No: Merchant Banking – INM000011476, Research Analyst – INH300003066  
NSDL – IN300222, ARN - 0284



Our Company was originally incorporated as "The Pollachi Credit Society Private Limited" on March 30, 1955 under the Indian Companies Act 1913. The Company was later converted into a Public Limited Company and the name of our Company was changed to "Sakthi Finance Limited" on July 27, 1967 and a fresh Certificate of Incorporation was obtained from Registrar of Companies, Madras. The Corporate Identity Number of our Company is L651910T21955PLC000143. Our Company is registered as a Non-Banking Financial Company under Section 45-IA of the Reserve Bank of India Act 1947 (as amended) and has been classified as an "NBFC - Investment and Credit Company" (SEBI) at www.sebi.gov.in.

Registered Office and Corporate Office: 62, Dr. Nanjappa Road, Post Box No. 3745, Coimbatore-641 018, Tamil Nadu  
Tel No : +91 (422) 2231471-474/4236200; Fax No : +91 (422) 2231915; Website : www.sakthifinance.com E-mail : investors@sakthifinance.com  
Company Secretary and Chief Compliance Officer: Mr. S. Venkatesh, Tel No. +91 (422) 4236207; E-mail : svenkatesh@sakthifinance.com

For further details of changes in Registered Office of our Company, refer Chapter titled "History and Certain Corporate Matters" beginning on page 116 of the Prospectus

**THE ISSUE**

**PUBLIC ISSUE OF RATED, SECURED, REDEEMABLE, NON-CONVERTIBLE DEBENTURES OF FACE VALUE OF ₹ 1,000 EACH ("NCDs") BY SAKTHI FINANCE LIMITED ("COMPANY" OR THE "ISSUER") FOR AN AMOUNT NOT EXCEEDING ₹ 5,000 LAKH (HEREINAFTER REFERRED TO AS THE "BASE ISSUE") WITH AN OPTION TO RETAIN OVER-SUBSCRIPTION FOR AN AMOUNT NOT EXCEEDING ₹ 5,000 LAKH, AGGREGATING TO AN AMOUNT NOT EXCEEDING ₹ 10,000 LAKH (HEREINAFTER REFERRED TO AS THE "OVERALL ISSUE SIZE").**

**THE ISSUE IS BEING MADE AS PER THE PROSPECTUS DATED APRIL 05, 2022 AND PURSUANT TO THE PROVISIONS OF SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE AND LISTING OF NON CONVERTIBLE SECURITIES) REGULATIONS 2021, AS AMENDED ("SEBI NCS REGULATIONS"), THE COMPANIES ACT 2013 AND THE RULES MADE THEREUNDER, AS AMENDED TO THE EXTENT NOTIFIED AND SEBI OPERATIONAL CIRCULAR.**

**OUR PROMOTERS: Dr. M.MANICKAM and Mr. M.BALASUBRAMANIAM**

**ISSUE CLOSURE DATE AS PER PROSPECTUS : WEDNESDAY, 4 MAY 2022**

**EARLY CLOSURE DATE :**

\* The Issue shall remain open for subscription on Working Days from 10:00 a.m. to 5:00 p.m. (Indian Standard Time) during banking hours for the period indicated above, except that the Issue may close on such earlier date or extended date as may be decided by the Board/ NCD Issuance Committee of Directors, as the case may be, subject to necessary approvals. In the event of an early closure or extension of the Issue, our Company shall ensure that notice of the same is provided to the prospective investors through advertisements in a leading national daily newspaper with wide circulation on or before such earlier date of Issue Closure or initial date of Issue Closure, as the case may be. This advertisement is released as the Issue is now being closed on the Issue Closing Date.  
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

ASBA Simple, Safe, Smart way of Application | Mandatory in public issues from 1st October 2018. No cheques will be accepted. Application Supported by Blocked Amount ("ASBA") a better way of applying to issues by simply blocking the funds in the bank account



**UPI-Now available in ASBA for Retail Individual Investors ("RIIs")**

Investors are required to ensure that the bank account used for bidding is linked to their PAN.

UPI-Now available in ASBA for Retail Individual Investors applying through Registered Brokers, DPs and RTAs. Retail Individual Investors also have the option to submit the application directly to the ASBA Bank (SCSBS) or to use the facility of linked online trading, demat and bank account.

\*ASBA has to be availed by all the investors. UPI may be availed by RIs.

For details on the ASBA and UPI process, please refer to the details given in ASBA Form and abridged prospectus and also please refer to the section "Issue Procedure" beginning on page 179 of the Prospectus. The Process is also available on the website of Association of Investment Bankers of India ("AIBI") and Stock Exchanges in the General Information Document. ASBA bid-cum application forms can be downloaded from the websites of BSE Limited ("BSE") and can be obtained from the list of banks that is displayed on the website of the Securities and Exchange Board of India ("SEBI") at www.sebi.gov.in.

List of banks supporting UPI is also available on the website of SEBI at www.sebi.gov.in. For the list of UPI Apps and Banks link on IPO, please refer to the link : www.sebi.gov.in. HDFC Bank Limited has been appointed as Sponsor Bank for the Issue, in accordance with the requirements of the SEBI Operational Circular dated August 10, 2021. For Issue related grievance, investors may contact by e-mail: Tushar.Gavankar@hdfcbank.com.

**Credit Rating [ICRA] BBB (Stable) by ICRA Limited**

**Allotment on First Come First Serve Basis**

\* Determined on the basis of date of application on the electronic bidding platform of BSE Limited. For detailed terms and conditions, please refer to Prospectus dated 5th April 2022

**SPECIFIC TERMS AND CONDITIONS OF THE ISSUE OF NCDs**

The principal terms of each option of NCDs are set out below.

Options	i <sup>a</sup>	ii <sup>a</sup>	iii <sup>a</sup>	iv <sup>a</sup>	v <sup>a</sup>	vi <sup>a</sup>	vii <sup>a</sup>	viii <sup>a</sup>
Frequency of interest payment	Monthly	Cumulative	Monthly	Cumulative	Monthly	Cumulative	Monthly	Cumulative
Nature of Instrument	Secured NCDs							
Category of investor who can apply	All categories of investors (I, II, III and IV)							
Minimum Application	₹ 10,000 (10 NCDs) (for All Options of NCDs either taken individually or collectively)							
In multiples of	₹ 1,000 (1 NCD) after minimum application							
Face value of Secured NCDs	₹ 1,000							
Issue Price of Secured NCDs	₹ 1,000							
Tenor from Deemed Date of Allotment (in months)	24	24	36	36	48	48	60	60
Coupon (%) for all Category of Investor(s)	8.50	N.A.	8.75	N.A.	9.00	N.A.	10.00	N.A.
Effective Yield % (per annum) for all Category of Investor(s)	8.50	9.16	8.75	9.88	9.00	10.69	10.00	12.77
Mode of interest payment	Through various modes of payment available							
Amount (₹) on maturity for all Category of Investor(s) <sup>b</sup>	1,000.00	1,183.20	1,000.00	1,296.50	1,000.00	1,427.62	1,000.00	1,638.62
Maturity Date (from Deemed Date of Allotment) (in months)	24	24	36	36	48	48	60	60

Our Company shall allocate and allot Option II NCDs wherein the Applicants have not indicated their choice of the relevant NCD Option.

<sup>a</sup> In respect of Options (Monthly interest payment), Payment of interest will be made to those NCD Holders whose names appear in the register of NCD holders (or to first holder in case of joint holder) as an Record Date and will be paid on monthly basis. Interest will be calculated from the 1st day till the last day of the month on an actual basis during the tenor of each NCD and paid on the first working day of every subsequent month. For the first interest payment for NCDs under the monthly options, if the Deemed Date of Allotment is prior to the 15th of that month, the interest for that month will be paid on the first day of subsequent month and if the Deemed Date of Allotment is post the 15th of that month, interest from the Deemed Date of Allotment till the last day of the subsequent month will be clubbed and paid on the first working day of the month next to that subsequent month.

<sup>b</sup> Further, in case of Cumulative Options for the purpose of deduction of tax, interest will be deemed to accrue every year and tax will be deducted on the accrued interest in each financial year, if required. With respect to options where cumulative payment would be made at the time of redemption, the yield is calculated based on quarterly rest compounding for the full year period and based on monthly rest basis for the residual period.

<sup>c</sup> Subject to applicable securities laws, the Allocation Ratio shall be made in consultation with BSE Limited ("BSE"), Designated Stock Exchange, on first come first serve basis, based on the date of upload of each application on electronic system of Stock Exchange, in each Portion subject to the Allocation Ratio.

Listing: The NCDs offered through the Prospectus are proposed to be listed on BSE. Our Company has obtained "in-principle" approval for the Issue from the BSE under its letter bearing reference DCS/NM/PS/SOND/01022-23 dated April 04, 2022. For the purpose of the Issue, BSE shall be the Designated Stock Exchange.

Disclaimer Clause of RBI: The company in having a valid certificate of registration dated April 17, 2022 (bearing registration No. 0140052 issued by the Reserve Bank of India under section 45-IA of the Reserve Bank of India Act 1947). However, a copy of this prospectus has not been filed with or submitted to the Reserve Bank of India ("RBI"). It is entirely understood that this prospectus should not in any way be deemed 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 as to 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 August 21, 2020 to the issuer, RBI neither accepts any responsibility nor guarantee for the payment of any amount due to any investor in respect of the proposed NCDs.

Disclaimer Clause of ICRA Limited: ICRA ratings should not be treated as recommendation to buy, sell or hold the rated debt instruments. ICRA ratings are subject to a process of surveillance, which may lead to revision in ratings. An ICRA rating

is a symbolic indicator of ICRA's current opinion on the relative capability of the issuer concerned to timely service debts and obligations, with reference to the instrument rated. Please visit our website www.icra.in or contact any ICRA office for the latest information on ICRA ratings outstanding. All information contained herein has been obtained by ICRA from sources believed by it to be accurate and reliable, including the information of the rated issuer. ICRA, however, has not conducted any audit of the issuer or of the information provided by it. While reasonable care has been taken to ensure that the information herein is true, such information is provided "as is" without any warranty of any kind, and ICRA in particular, makes no representation or warranty, express or implied, as to the accuracy, timeliness or completeness of any such information. Also, ICRA or any of its group companies may have provided services other than rating to the issuer rated. All information contained herein must be construed solely as statements of opinion and ICRA shall not be liable for any losses incurred by users from any use of this publication or its contents.

Credit Rating and Rationale: The NCDs proposed to be issued by our Company have been rated by ICRA Limited ("ICRA"). ICRA has, vide its letter no. ICRA/Sakthi Finance Limited/18032022/1 dated March 18, 2022 read with the rating rationale dated March 22, 2022 assigned a rating of "ICRA BBB (Stable)" for an amount not exceeding ₹ 10,000 lakh for the NCDs. The rating of the NCDs by ICRA indicates moderate degree of safety regarding timely servicing of financial obligations and carry moderate credit risk. The rating provided by ICRA may be suspended, withdrawn or revised at any time by the assigning rating agency and should be evaluated independently of any other rating. The rating is not a recommendation to buy, sell or hold the NCDs and investors should take their own decisions. Please refer to Annexure C of the Prospectus for rationale for the above rating on page 134.

Disclaimer Clause of BSE: It is to be distinctly understood that the permission given by BSE Limited should not in any way be deemed or construed that the Draft Offer Document has been cleared or approved by BSE Limited 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 for the full text of the Disclaimer clause of the BSE Limited.

Availability of Prospectus: Full copy of the Prospectus will be available for download on the websites of BSE, the Lead Manager, the Issuer and SEBI. www.bseindia.com, www.dalmsac.com, www.sakthifinance.com and www.sebi.gov.in, respectively. Physical copies of the Prospectus can be obtained from the Company's registered office as well as office of the Lead Manager.

Availability of Application Forms: Physical copies of the Abridged Prospectus containing the salient features of the Prospectus together with application forms may be obtained from Registered Office of the Company, office of the Lead Manager, Lead Brokers, designated branches of the ICRA and Trading Members, Electronic Application Forms will be available on the website of the Stock Exchange and SCSBA that permit submission of ASBA Applications electronically. Application Forms may be downloaded from the websites of the Company, Stock Exchange, Lead Manager and Lead

Public Issue Account Bank and Sponsor Bank: HDFC Bank Limited. Refund Bank: HDFC Bank Limited

**LEAD MANAGER TO THE ISSUE**

**DALMA SECURITIES PRIVATE LIMITED**

Krishan Bhawan Room No. 17, 2nd Floor, 10B, Jamshiedji Tata Road, Mumbai - 400 020  
Tel No : +91 (22) 45117200/205216  
Email: sfi.mumbai@dalmasac.com  
Website: www.dalmasac.com  
Investor Grievance Email: grievance@dalmasac.com  
Contact Person: Mr. S. Jayakumar  
Compliance Officer: Mr. Ashish Kumar Poddar  
SEBI Registration No: INM000011476  
CIN : U67120WB1993PLC0064525

**REGISTRAR TO THE ISSUE**

**LINK Intime**

**LINK INTIME INDIA PRIVATE LIMITED**

C-101, First Floor, 247 Park, Lal Bahadur Shastri Marg, Vashi (West), Mumbai - 400 083  
Tel No: 91 221 4918 6200  
Fax No: 91 221 4918 6195  
E-mail: sakthifinance.in@linkintime.com  
Website: www.linkintime.com  
Investor Grievance Email: sakthifinance.in@linkintime.com  
Contact Person: Ms. Shanti Gopalakrishnan  
Compliance Officer: Ms. Shanti Gopalakrishnan  
SEBI Registration No: INH00004058  
CIN: U67190MH1999PLC118366

**DEBENTURE TRUSTEE**

**CATALYST TRUSTEESHIP LIMITED**

GDA House, First Floor, Plot No. 85, Bhuvan Colony (Right), Phase Road, Pune - 411 038  
Tel No : +91 (20) 66827200 Fax No : +91 (20) 25280275  
Email: dt@cttrustee.com  
Website: www.catalysttrustee.com  
Investor Grievance Email: dt@cttrustee.com  
Contact Person: Ms. Pallavi Kulkarni  
Compliance Officer: Ms. Rakhi Kulkarni  
SEBI Registration No: INH000000034  
CIN: U74999MH1997PLC110262

**COMPANY SECRETARY AND CHIEF COMPLIANCE OFFICER**

Mr. S. Venkatesh  
Sakthi Finance Limited  
(CIN: L651910T21955PLC000145)  
62, Dr. Nanjappa Road, Post Box No. 3745, Coimbatore - 641 018, Tamil Nadu  
Tel No: +91 (422) 4236207  
Fax No: +91 (422) 2231915  
Email: svenkatesh@sakthifinance.com  
Website: www.sakthifinance.com  
Investors can contact the Chief Compliance Officer or the Registrar to the Issue in case of any pre- or post-issue related problems. Such as non-receipt of Allotment advice, credit of Allotment NCD in beneficiary accounts, refund instruments and interest on the Application Amounts

CATALYST TRUSTEESHIP LIMITED has, vide its letter dated February 28, 2022, 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 Debentures issued pursuant to this Issue.  
Note: Capitalized terms not defined herein shall have the meaning assigned to such terms in the Prospectus dated 05th April 2022.

**Information required under Section 30 of the Companies Act 2013**

- Contents of Memorandum of the Company as regards to the objects: Investors are advised to refer Objects Clause of Memorandum of Association of the Company. Memorandum of Association is a material document for inspection in relation to the Issue. For further details, please refer to Section "Material Contracts and Documents for Inspection" on page 274 of the Prospectus.
- Liability of members of the Company: Limited by Shares
- Names of the signatories to the Memorandum: The signatories to the Memorandum of Association were Dr. N. Mahalingam and Mr. A. Subramanyam, who had subscribed to 10 and 5 equity shares of ₹ 1,000 each, respectively of the Company.

**Amount of share capital of the Company and capital structure:**

Particulars	Amount (₹ Lakhs)
Authorised share capital	13,000.00
Issued, subscribed and paid-up share capital	6,470.59
Securities Premium (as on 31 December 2021)	1,429.80

Disclaimer of the Issuer: Sakthi Finance Limited is, subject to market conditions and other considerations, proposing a Public issue of NCDs of face value of ₹ 1,000 each for an amount not exceeding ₹ 5,000 lakh with an option to retain over-subscription for an amount not exceeding ₹ 5,000 lakh, aggregating to a total amount not exceeding ₹ 10,000 lakh by way of Prospectus dated 05th April 2022 filed with the Registrar of Companies, Tamil Nadu, Coimbatore in terms of Section 26 and Section 31 of the Companies Act 2013 along with the enclosed, certified copies of all requisite documents, SEBI and BSE. For further details, please refer investment in NCDs involves a high degree of risk and the investors are advised to take any decision to invest in the NCDs pursuant to their examination of the Issuer and on the basis of disclosures made in the Prospectus. Please see the section titled "Risk Factors" beginning on page 17 of the Prospectus for the risks in this regard.

For and on behalf of Board of Directors of Sakthi Finance Limited

