

**PNY SABHA
FINANCE LTD.**



PNY SABHA FINANCE LIMITED

CIN: U65910KL1995PLC009493

Reg. Office: 7/276A, Peringottukara Namboothiri Yogakshema Sabha Building,
Anthikad, Thrissur-680 641

Website: www.pnysabha.com, Email: customercare@pnysabha.com
Toll Free No: 18004250208, Phone: 0487-2630208

To
Vice President
National Securities Depository Limited
Trade World, A Wing
Kamala Mills Compound, Lower Parel
Mumbai - 400013

We wish to execute corporate action to credit the following securities to the accounts in NSDL. The details of the securities allotted are given below:

ISIN	INE02DX07166
Security Description	Secured Redeemable Non- Convertible Debentures
Allotment Date	10/07/2019
Face value per Security	Rs.1000/- (Rupees One Thousand Only)
Distinctive Numbers	1 - 50000
Whether this issue is placed through Electronic Book Provider (EBP) Mechanism	
If through EBP, name of Electronic Book Provider	
Funds Settlement (Tick any one as applicable)	<input type="checkbox"/> Through Clearing corporation <input checked="" type="checkbox"/> Through Issuer's Escrow Bank.
If through Clearing Corporation, name of clearing corporation	



[Handwritten Signature]

Allotment Details	No. of records	No. of Securities (Quantity)
Electronic Form - NSDL	34	24150
Electronic Form - CDSL	40	25850
Physical Form	NIL	NIL
Total Allotted	74	50000

**PNY SABHA
FINANCE LTD.**
www.pnysabha.com



PNY SABHA FINANCE LIMITED

CIN: U65910KL1995PLC009493

Reg. Office: 7/276A, Peringottukara Namboothiri Yogakshema Sabha Building,
Anthikad, Thrissur-680 641

Website: www.pnysabha.com, Email: customercare@pnysabha.com
Toll Free No: 18004250208, Phone: 0487-2630208

I, Predeep Mankore Sankaran, Managing Director of M/s PNY SABHA FINANCE LIMITED declare that the company has obtained all the necessary approvals for the aforesaid issue of Securities and is in compliance with all the applicable rules and regulations. The allotment is in terms of Board Resolution dated 10.07.2019 (Copy enclosed).

For M/s PNY SABHA FINANCE LIMITED

Mr. Predeep Mankore Sankaran
Managing Director (DIN: 00323900)



Place: Anthikkad

Date: 20/09/2019

**PNY SABHA
FINANCE LTD.**

www.pnysabha.com



PNY SABHA FINANCE LIMITED

CIN: U65910KL1995PLC009493

Reg. Office: 7/276A, Peringottukara Namboothiri Yogakshema Sabha Building,
Anthikad, Thrissur-680 641

Website: www.pnysabha.com, Email: customercare@pnysabha.com

Toll Free No: 18004250208, Phone: 0487-2630208

CONFIRMATION

I, Predeep Mankore Sankaran, Managing Director of M/s PNY SABHA FINANCE LIMITED hereby confirm that the company has complied with all applicable sections of Companies Act, 2013 and Rule 14 of Companies (prospectus and allotment of securities) Rules, 2014 regarding the allotment of Non Convertible Debentures on private placement basis and the number of allottees has not crossed the limit of 200 persons specified in the Act.

For M/s PNY SABHA FINANCE LIMITED

Mr. Predeep Mankore Sankaran
Managing Director (DIN: 00323900)





PNY SABHA FINANCE LIMITED

CIN : U65910KL1995PLC009493

Regd. Office : 7/276 A, Peringottukara Namboothiri Yogakshema Sabha Building, Anthikad, Thrissur-680641 PH:0487-2630208
Website : www.pnysabha.com Toll Free No. : 18004250208 E-mail : accounts@pnysabha.com

EXTRACT OF THE RESOLUTION PASSED IN THE MEETING OF BOARD OF DIRECTORS OF M/S. PNY SABHA FINANCE LTD HELD ON WEDNESDAY, THE 10TH JULY 2019 RES.NO.BOD/02/03-11/2019-20 AT 10 A.M. AT THE CORPORATE OFFICE OF THE COMPANY.

Allotment of Debentures on Private Placement Basis

"RESOLVED THAT in pursuance of section 42 and section 71 of the Companies Act, 2013 and the Rule 14 Companies (Prospectus and Allotment of Securities) Rules, 2014 and such other provisions (including any statutory modifications or re-enactment thereof) and pursuant to the resolution passed by the shareholders of the Company at Annual General Meeting held on 29.09.2018 and in accordance with Memorandum and Articles of Association of the Company, the consent of the Board of Directors of the Company be and is hereby accorded to allot 50,000 (Fifty Thousand) 10% Secured Redeemable Non-convertible Debenture of Rs. 1000/- (Rupees One Thousand only) each to the applicants as per the list initialed by the Chairman for the purpose of identification."

"RESOLVED FURTHER THAT any of the Directors of the Company be and is hereby authorized to do all such acts, deeds and things as may be deemed necessary to give effect to the above resolutions and to sign and file the return of allotment and any other documents/e forms as per the Companies Act, 2013 with the Registrar of Companies, Kerala."

"RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to intimate above allotment to Depositories and/or R&T agents by submitting necessary documents and to do all such acts, deeds, matters and things which may deem necessary, pertinent, desirable, incidental in this regard."

// CERTIFIED TRUE COPY //



For PNY SABHA FINANCE LTD:


Managing Director



PNY SABHA FINANCE LIMITED

CIN : U65910KL1995PLC009493

Regd. Office : 7/276 A, Peringottukara Namboothiri Yogakshema Sabha Building, Anthikad, Thrissur-680641 PH:0487-26302

Website : www.pnysabha.com Toll Free No. : 18004250208 E-mail : accounts@pnysabha.com

TERM SHEET

Security Name	10% Secured Redeemable Non Convertible Debentures (55th Series)
Issuer	PNY SABHA FINANCE LIMITED
Type of Instrument	Secured Redeemable Non Convertible Debentures (the "Debentures")
Nature of Instrument	Secured
Seniority	Senior
Mode of Issue	Private Placement
Listing(Including name of stock Exchange(s) where it will be listed and timeline for listing)	Unlisted
Rating of the Instrument	NIL
Issue Size	Rs. 50,000,000/- (Rupees Five Crores only)
Objects of the Issue	To Raise Funds
Details of the utilization of the proceeds	The proceeds of the issue will be used for working capital and operational proceeds
Coupon Rate	10% p.a.
Step Up/Step Down Coupon Rate	N.A.
Coupon payment frequency	Monthly
Coupon payment dates	10th of Every month
Coupon Type	Fixed
Coupon Reset Process (Including rates, spread, effective date, interest rate cap and floor etc.)	None
Interest on Application Money	At coupon rate
Tenor	3 years from date of allotment
Date of Allotment	10/07/2019
Redemption Date	10/07/2022



For PNY SABHA FINANCE LTD.

[Signature]
Managing Director

Redemption Amount:	Rs. 50,000,000/- (Rupees Five Crores only)
Redemption premium/Discount	NIL
Face Value	Rs, 1000/- (Rupees One Thousand only) per Debenture
Issue Price	Rs, 1000/- (Rupees One Thousand only) per Debenture
Minimum Application	Rs.20,000/- (Rupees Twenty Thousand only)
Certificate Nos./Distinctive No From -To	1 to 50000
Mode of issuance	Only in Dematerialized form
Settlement	Payment of interest and principal will be made by way of Cheque / DD / Electronic mode.
Depository	NSDL/ CDSL
Name and Address of Registrar	KARVY FINTECH PVT LTD Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032
Business Day Convention	If any of the interest payment or principal repayment dates is a Saturday, Sunday, a holiday or unscheduled non-business day in Kerala, interest will be payable on the next succeeding business day in Kerala and shall be the interest / principal payment date. Such payment on the next working day would not constitute non- payment on due date and no additional payment will be made for such day(s).
Security	Secured
Debenture Documents	The issue will be governed by documentation as agreed for the Transaction including Information Memorandum, Debenture Trust Deed, Rating Letter, Listing Application, Listing Approval, Trustee Consent Letter and Corporate Authorizations.
Event of Defaults	Default in payment of monies due in respect of interest/principal owing upon the Debentures; Default in payment of any other monies including costs, charges and expenses incurred by the Trustee.
Name and Address of Debenture Trustee	Adv. V.P. Pradeep Valaparambil House, Kanjany P.O. Thrissur, Kerala - 680612



For P.N.Y. SABHA FINANCE LTD.

V.P. Pradeep
Managing Director

<p>Role and Responsibilities of Debenture Trustee</p>	<p>The Company has appointed Adv. V.P. Pradeep as Debenture Trustee for the holders of the Debentures (hereinafter referred to as 'Trustee'). The Company will enter into a Trustee Agreement/Trust Deed, inter-alia, specifying the powers, authorities and obligations of the Company and the Trustees in respect of the Debentures.</p>
<p>Governing Law</p>	<p>The Debentures and documentation will be governed by and construed in accordance with the laws of India.</p>

P.V. P.N.V. SATHIA FINANCE LTD.

V.P. Pradeep
 Managing Director



V.P. Pradeep

MINISTRY OF CORPORATE AFFAIRS
RECEIPT
G.A.R.7

SRN : H79741823

Service Request Date : 30/07/2019

Payment made into : HDFC Bank

Received From :

Name : COMPANY SECRETARY
Address : PNY SABHA FINANCE LIMITED
7/276A PNYS BUILDING, ANTHIKAD
THRISSUR, Kerala
IN - 680641

Entity on whose behalf money is paid

CIN: U65910KL1995PLC009493
Name : PNY SABHA FINANCE LIMITED
Address : 7/276A PERINGOTTUKARANAMBOOTHIRI YOGAKSHEMA SABHA
BUILDING ANTHIKAD
THRISSUR, Kerala
India - 680641

Full Particulars of Remittance

Service Type: eFiling

Service Description	Type of Fee	Amount(Rs.)
Fee For Form PAS-3	Normal	600.00
Total		600.00

Mode of Payment: Internet Banking - HDFC Bank

Received Payment Rupees: Six Hundred Only

Note—The Registrar may examine this eForm any time after the same is processed by the system under Straight Through Process (STP). In case any defects or incompleteness in any respect is noticed by the Registrar, then this eForm shall be treated and labeled as defective and the eForm shall have to be filed afresh with the fee and additional fee, as applicable. (Please refer Rule 10 of the Companies (Registration of offices and Fees) Rules, 2014)



FORM NO. PAS-3



Return of Allotment

[Pursuant to section 39(4) and 42 (9) of the Companies Act, 2013 and rule 12 and 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014]

Form language English Hindi

Refer the instruction kit for filing the form.

1.(a) *Corporate Identity Number (CIN) of company

U65910KL1995PLC009493

Pre-fill

(b) Global Location Number (GLN) of Company

2.(a) Name of the company

PNY SABHA FINANCE LIMITED

(b) Address of the Registered office of the company

7/276A PERINGOTTUKARANAMBOOTHIRI YOGAKSHEMA SABHA BUILDING ANTHIKAD THRISSUR Kerala 680541 India

(c) *Email ID of the company

cs@pnysabha.in

3. Securities allotted payable in cash

*Number of allotments

1

1 (i)* Date of allotment

10/07/2019

(DD/MM/YYYY)

(ii)(a) Date of passing shareholders' resolution

(DD/MM/YYYY)

(b) SRN of Form No. MGT-14

Particulars	<input type="checkbox"/> Preference shares	<input checked="" type="checkbox"/> Equity shares without Differential rights	<input type="checkbox"/> Equity Shares with differential rights	<input checked="" type="checkbox"/> Debentures
		Rank pari passu with the existing equity shares		Secured Redeemable Non-convertible
Brief particulars of terms and conditions				
Number of securities allotted		50,600		50,000
Nominal amount per security (in Rs.)		10.00		1000.00
Total nominal amount (in Rs.)		506,000		50,000,000
Amount paid per security on application (excluding premium) (in Rs.)		10.00		1000.00
Total amount paid on application (excluding premium) (in Rs.)		506,000		50,000,000
Amount due and payable on allotment per security (excluding premium) (in Rs.)				
Total Amount payable on allotment (excluding premium) (in Rs.)				
Premium amount per security due and payable (if any) (in Rs.)		0.00		0.00
Total premium amount due and payable (if any) (in Rs.)				
Premium amount paid per security (if any)		0.00		0.00
Total premium amount paid (if any) (in Rs.)				
Amount of discount per security (if any) (in Rs.)		0.00		0.00
Total discount amount (if any) (in Rs.)				
Amount to be paid on calls per security (if any) (excluding premium) (in Rs.)		0.00		
Total amount to be paid on calls (if any) (excluding premium) (in Rs.)				



4. Securities allotted for consideration other than cash

* Number of allotments

(i)* Date of allotment

(ii)(a) Date of passing shareholders' resolution

(b) SRN of Form No. MGT-14

(DD/MM/YYYY)

(DD/MM/YYYY)

Particulars	<input type="checkbox"/> Preference shares	<input type="checkbox"/> Equity shares without Differential rights	<input type="checkbox"/> Equity Shares with differential rights	<input type="checkbox"/> Debentures
Number of securities allotted				
Nominal amount per security (in Rs.)				
Total nominal amount (in Rs.)				
Amount to be treated as paid up on each security (in Rs.)				
Premium amount per security (if any) (in Rs.)				
Total premium amount (if any) (in Rs.)				
Amount of discount per security (if any) (in Rs.)				
Total discount amount (if any) (in Rs.)				

(iv)* Details of consideration

Consideration for which such securities have been allotted	Description of the consideration	Value (amount in Rs.)
(a) Property and assets acquired		
(b) Goodwill		
(c) Services (give nature of services)		
(d) Conversion of Debentures		
(e) Conversion of Loans		
(f) Other items (to be specified),		

(v)* Whether an agreement or contract is executed in writing for allotting securities for consideration other than cash (if yes, attach a copy of such agreement or contract) Yes No

(vi) Whether valuation report of the Valuated person has been obtained. Yes No



5. Bonus shares issued

- (a) Date of allotment
 (b) Number of bonus shares
 (c) Nominal amount per share (in Rs.)
 (d) Amount to be treated as paid up per share (in Rs.)
 (e) * Date of passing shareholders' resolution
 (f) * SRN of Form No MGT-14

	(DD/MM/YYYY)
	(DD/MM/YYYY)

6. In respect of private placement

(a) Category to whom allotment is made:

- Existing shareholders
 Employee
 Directors
 Qualified Institutional Buyers
 Others

(b) Declaration that in respect of preferential allotment or private placement the company has:

- allotted securities to less than two hundred persons in aggregate in a financial year excluding exempted categories;
 offered such securities through private placement offer letter and no prospectus or any other public advertisement has been issued for the same;
 completed allotment in respect of earlier private placement offers;
 received money payable on subscription of such securities through cheque or demand draft or other banking channels but not in cash;
 made such offers only to the persons whose names were recorded by the company prior to such invitation and such persons have received such offer by name;
 Maintained a complete record of such offers and acceptances in Form No. PAS-5

7.* Capital structure of the company after taking into consideration the above allotment(s) of shares:

Particulars	Authorized capital of the company	Issued capital of the company	Subscribed capital	Paid up capital
Number of equity shares	750,000,000	42,775,181	42,775,181	42,775,181
Nominal amount per equity share	10	10	10	10
Total amount of equity shares	750,000,000.00	427,751,810.00	427,751,810.00	427,751,810.00
Number of preference shares	0	0	0	0
Nominal value per preference share				
Total amount of preference shares				
Unclassified shares				
Total amount of unclassified shares (in Rs.)				
Total	750,000,000.00	427,751,810.00	427,751,810.00	427,751,810.00



8.* Debt Structure of the company after taking into consideration the above allotment(s) of debentures/ other security.

Particulars	Total number of securities	Nominal value per unit of security	Total amount
Debentures	520,797	1000	520,797,000
Secured loans			89,546,738
Others, specify	661,665	1000	661,665,000

9.* Whether complete list of allottees has been enclosed as an attachment. Yes No
 In case No, then submit the details of all the allottees in a CD separately.

Attachments

- * List of allottees. Attach separate list for each allotment (refer instruction kit for format). If not attached, then it shall be submitted separately in a CD.
- * Copy of Board or shareholders' resolution.

Attach

Attach

List of attachments

List_of_allottees_Debentures and Equity_10_Extract_Board Resolution_Allotment_Debent PAS-5 pdf

Attach

Remove attachment

- Complete record of private placement offers and acceptances in Form PAS-5.
- Optional attachment(s), if any.

Attach



Declaration

I am authorized by the Board of Directors of the Company vide resolution no * 02 dated * 10/07/2019 to sign this form and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the promoters subscribing to the Memorandum of Association and Articles of Association.

It is further declared and verified that:

1. All the required attachments have been completely, correctly and legibly attached to this form.
2. The list of allottees is correct and complete as per records of the company
3. Where the securities are issued other than cash, the contract as well as list of allottees and any other contract of sale, or a contract for services or other consideration in respect of which that allotment is made is attached herewith. If not, then an attachment has been attached by the company mentioning all the particulars of the contract in writing.

*** To be digitally signed by**

* Designation



* Director identification number of the director, or DIN or PAN of the manager or CEO or CFO, or Membership number of the Company Secretary

Certificate by practicing professional

I declare that I have been duly engaged for the purpose of certification of this form. It is hereby certified that I have gone through the provisions of the Companies Act, 2013 and rules thereunder for the subject matter of this form and matters incidental thereto and I have verified the above particulars (including attachment(s)) from the original/certified records maintained by the Company/applicant which is subject matter of this form and found them to be true, correct and complete and no information material to this form has been suppressed. I further certify that:

- i. The said records have been properly prepared, signed by the required officers of the Company and maintained as per the relevant provisions of the Companies Act, 2013 and were found to be in order.
- ii. All the required attachments have been completely and legibly attached to this form.

*** To be digitally signed by**

- * Chartered accountant (in whole-time practice) or Cost accountant (in whole-time practice) or Company secretary (in whole-time practice)

* Whether associate or fellow Associate Fellow

* Membership number

* Certificate of practice number

Note: Attention is also drawn to provisions of Section 448 of the Act which provide for punishment for false statement and certification.

This eForm has been taken on file maintained by the registrar of companies through electronic mode and on the basis of statement of correctness given by the filing company.





CIN: U65910KL1995PLC009493

Registered office: 7/276A,

Peringottukara Namboothiri Yogakshema Sabha Building,
Anthikad, Thrissur, Kerala-680641, India

Website: www.pnysabha.com

E-mail: cs@pnysabha.com

Phone: 0487-2630208

Payment Details to NSDL for the Corporate Action for Equity shares allotted on Right basis on 10/07/2019 and Non Convertible Debentures (ISIN: INE02DX07166) allotted on 10/07/2019.

Core Reference No: P19110624936487

Transaction Reference No: T19110610292204

From Account: XXXXXXXXXXXX0128

To Account: XXXXXXXXXXXX2429

Beneficiary Name: National securities depository Ltd

Amount: 2,700.00INR

Transaction Type: NFT

Narration: NET NEFT REF NO: P19110624936487/National securities depository Ltd/PNY

Transaction Date/Time: 06 NOV 2019 16:29:54

