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CAPRI GLOBAL CAPITAL LIMITED

Capri Global Capital Limited (the "Company" or the "Issuer") was originally incorporated as "Daiva Securities Limited" in Calcutta on November 15, 1994, as a public limited company under the Companies Act, 1956, with a certificate of incorporation granted by the Registrar of Companies, West Bengal at Calcutta. Our Company received the certificate of commencement of business from the Registrar of Companies, West Bengal at Calcutta on November 28, 1994. Subsequently, the name of our Company was changed to "Dover Securities Limited" and a fresh certificate of incorporation was granted by the Registrar of Companies, West Bengal at Calcutta, on May 19, 1999. Our Company has obtained a certificate of registration dated November 5, 2007, bearing registration number B-13.01882, as a non-banking financial company without accepting public deposits by RBI in accordance with Section 45 IA of Reserve Bank of India Act, 1934. The name of our Company was further changed to "Money Matters Financial Services Limited" and a fresh certificate of incorporation was issued by the Registrar of Companies, Maharashtra at Mumbai ("RoC") on October 6, 2008. The name of our Company was further changed to "Capri Global Capital Limited" and a fresh certificate of registration was issued by the RoC on July 24, 2013. For further details see "General Information" on page 55.

Registered and Corporate Office: 502, Tower A, Peninsula Business Park, Senapati Bapat Marg, Lower Parel, Mumbai 400 013, Maharashtra, India;

Telephone: +91 22 4088 8100

Corporate Identity Number: L65921MH1994PLC173469; PAN: AAACD8981C

Website: www.capri loans.in; Email: secretarial@capriglobal.in

Company Secretary and Compliance Officer: Yashesh Pankaj Bhatt; Telephone: +91 919967542301; Email: secretarial@capriglobal.in

Chief Financial Officer: Kishore Kumar Lodha; Telephone: +91 22 4088 8100; Email: corporateaccounts@capriglobal.in

PUBLIC ISSUE BY OUR COMPANY OF UPTO 4,000,000 SECURED, RATED, LISTED, REDEEMABLE, NON-CONVERTIBLE DEBENTURES OF FACE VALUE OF ₹1,000 EACH ("NCDs" OR "DEBENTURES") AMOUNTING TO ₹2,000 MILLION ("BASE ISSUE SIZE") WITH AN OPTION TO RETAIN OVER-SUBSCRIPTION UP TO ₹2,000 MILLION ("GREEN SHOE OPTION") AGGREGATING UP TO ₹4,000 MILLION, HEREINAFTER REFERRED TO AS THE "ISSUE". THE NCDs WILL BE ISSUED ON THE TERMS AND CONDITIONS AS SET OUT IN THE DRAFT PROSPECTUS WHICH SHOULD BE READ TOGETHER WITH THIS PROSPECTUS (COLLECTIVELY, THE "OFFER DOCUMENTS"). THE ISSUE IS BEING MADE PURSUANT TO THE PROVISIONS OF 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 TO THE EXTENT NOTIFIED AND THE SEBI MASTER CIRCULAR NO. SEBI/HO/DDHS/POD1/P/CIR/2024/54 DATED MAY 22, 2024, AS AMENDED FROM TIME TO TIME ("SEBI NCS MASTER CIRCULAR"). THE ISSUE IS NOT UNDERWRITTEN.

OUR PROMOTERS

(i) Rajesh Sharma, (ii) Jinisha Sharma, (iii) Raghav Sharma, (iv) Jahnvi Sharma, (v) Ramesh Chandra Sharma, (vi) JJR Family Trust, and (vii) Capri Global Holdings Private Limited, Email: investor.relation@capriglobal.in Telephone: +91 22 4088 8100/ 4582 2500. For details of our Promoters, see section titled "Our Promoters" on page 179.

GENERAL RISKS

Investment in non-convertible securities 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 the Investors is invited to the chapters "Risk Factors" and "Material Developments" on pages 16 and 203, respectively, before making an investment in this Issue. 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 the investors' decision to purchase such securities. This Prospectus has not been and will not be approved by any regulatory authority in India, including the Securities and Exchange Board of India ("SEBI"), the Reserve Bank of India ("RBI"), the RoC, or any Stock Exchange in India or do they guarantee the accuracy or adequacy of this document.

ISSUER'S ABSOLUTE RESPONSIBILITY

Our Company, having made all reasonable inquiries, accepts responsibility for and confirms that this Prospectus contains all information with regard to our Company and the Issue, which is material in the context of the Issue, that the information contained in this Prospectus is true and correct in all material aspects and is not misleading, that the opinions and intentions expressed herein are honestly stated and that there are no other facts, the omission of which make this document as a whole or any of such information or the expression of any such opinions or intentions misleading.

CREDIT RATING

The NCDs proposed to be issued under the Issue have been rated "ACUTE AA | Stable" for an amount of ₹4,000 million by Acute Ratings & Research Limited vide its rating letters dated September 11, 2025, and press release for rating rationale dated September 11, 2025 and "IVR AA | Positive" for an amount of ₹4,000 million by Infomeries Valuation and Rating Limited vide its rating letter dated September 15, 2025, and press release for rating rationale dated September 16, 2025. The ratings given by Acute Ratings & Research Limited and Infomeries Valuation and Rating Limited remain valid as on the date of this Prospectus and shall remain valid as on the date of issue, allotment and listing of the NCDs on BSE Limited. Securities with this rating are considered to have high degree of safety regarding timely servicing of financial obligations. Such securities carry very low credit risk. The rating is not a recommendation to buy, sell or hold securities and investors should take their own decision. The rating may be subject to revision or withdrawal at any time by the assigning rating agencies and each rating should be evaluated independently of any other rating. The rating agencies have a right to suspend or withdraw the rating at any time on the basis of factors such as new information. Please refer to Annexure IA and IB of this Prospectus for the rating letter, rating rationale and press release of the above rating. There are no unaccepted ratings and any other ratings other than as specified in this Prospectus.

PUBLIC COMMENTS

The Draft Prospectus dated September 18, 2025 was filed with BSE, pursuant to the provisions of the SEBI NCS Regulations and was kept open for public comments for a period of one day immediately after the date of filing of the Draft Prospectus with the Stock Exchange until 5.00PM (IST) on September 19, 2025. No comments were received on the Draft Prospectus until 5.00PM (IST) on September 19, 2025.

LISTING

The NCDs offered through the Draft Prospectus, and this Prospectus are proposed to be listed on BSE. Our Company has received an 'in-principle' approval from BSE by way of its letter bearing reference number DCS/HB/PI-BOND/16/25-26 dated September 22, 2025. For the purposes of this Issue, BSE shall be the Designated Stock Exchange.

COUPON RATE, COUPON PAYMENT FREQUENCY, REDEMPTION DATE, REDEMPTION AMOUNT AND ELIGIBLE INVESTORS

For details pertaining to Coupon Rate, Coupon Payment Frequency, Redemption Date and Redemption Amount of the NCDs, see "Terms of the Issue" beginning on page 268. For details relating to eligible investors, see "Issue Structure" beginning on page 262.

LEAD MANAGER TO THE ISSUE	DEBENTURE TRUSTEE TO THE ISSUE	REGISTRAR TO THE ISSUE
 Trust Investment Advisors Private Limited 109/110, Balarama, Bandra Kurla Complex, Bandra East, Mumbai 400 051, Maharashtra, India Telephone: +91 22 4084 5000 Facsimile: +91 22 4084 5066 Email: cgcl@trustgroup.in Investor Grievance Email: customercare@trustgroup.in Website: www.trustgroup.in Contact Person: Hani Jalan Compliance Officer: Aayushi Mulasi SEBI Registration No.: INM000011120 CIN: U67190MH2006PTC162464	 IDBI Trusteeship Services Limited [†] Universal Insurance Building, Ground Floor, Sir P.M. Road, Fort, Mumbai – 400 001, Maharashtra, India Telephone: +91 22 40807004 Facsimile: +91 22 66311776 Email: subrat@idbitrustee.com Investor Grievance Email: response@idbitrustee.com Website: www.idbitrustee.com Contact Person: Subrat Udgata Compliance Officer: Vishnu Kumar Sah SEBI Registration No.: IND000000460 CIN: U65991MH2001GOI131154	 MUFG Intime India Private Limited (formerly, Link Intime India Private Limited) C-101, 1 st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai 400 083, Maharashtra, India Telephone: +91 22 4918 4949 Facsimile: +91 22 4918 6060 Email: capriglobal.ncd2025@in.mpms.mufg.com Investor Grievance ID: capriglobal.ncd2025@in.mpms.mufg.com Website: www.in.mpms.mufg.com Contact Person: Shanti Gopalkrishnan Compliance Officer: B N Ramakrishnan SEBI Registration No.: INR000004058 CIN: U67190MH1999PTC118368
CREDIT RATING AGENCIES	STATUTORY AUDITOR	
 Acute Ratings & Research Limited 708, Lodha Supremus, Lodha iThink Techno Campus, Kanjurmarg East, Mumbai – 400 042, Maharashtra, India Telephone: +91-99698 98000 Email: chitra.mohan@acute.in Website: www.acute.in Contact Person: Chitra Mohan Compliance Officer: Chitra Mohan SEBI Registration No.: IN/CRA/006/2011 CIN: U74999MH2005PLC155683	 Infomeries Valuation and Rating Limited Flat No. 104/108, First Floor, Golf Apartments, Sujan Singh Park, New Delhi – 110 003, India Telephone: (022) – 6239 6023 Email: compliance@infomeries.com Website: www.infomeries.com Contact Person: Amod Khanorkar Compliance Officer: Amod Khanorkar SEBI Registration No.: IN/CRA/007/2015 CIN: U32202DL1986PLC024575	 M S K A & Associates Chartered Accountants 602, Floor 6, Raheja Titanium, Western Express Highway, Geetanjali Railway Colony Ram Nagar, Goregaon (E), Mumbai – 400 063, Maharashtra, India Telephone: +91 22 6831 1600 Email: prateekkhandelwal@mska.in Contact Person: Prateek Khandelwal Peer Review Certificate Number: 016966 Firm Registration Number: 105047W

Issue opens on: Tuesday September 30, 2025

Issue closes on: Tuesday October 14, 2025

[†] IDBI Trusteeship Services Limited under regulation 8 of SEBI NCS Regulations has, by its letter dated September 11, 2025, given its consent for its appointment as Debenture Trustee to the Issue and for its name to be included in the Draft Prospectus, this Prospectus and in all the subsequent periodical communications to be sent to the holders of the NCDs issued pursuant to the Issue.

* The 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 indicated above, except that the Issue may close on such earlier date or extended date (subject to a minimum period of two (2) working days and a maximum period of ten (10) working days from the date of opening of the Issue and subject to not exceeding thirty (30) days from filing this Prospectus with the RoC including any extensions) as may be decided by the Board of Directors of our Company or the Management Committee, 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 an advertisement in an English national daily with wide circulation and a regional daily with wide circulation where the Registered Office of our Company is located (in all the newspapers in which pre-issue advertisement for opening of this Issue has been given) on or before the date of Issue closure. On the 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 P.M. or such extended time as may be permitted by the Stock Exchanges. Further, pending mandate requests for bids placed on the last day of bidding will be validated by 5:00 P.M. on one Working Day post the Issue Closing Date. For further details please refer to the chapter titled "Issue Related Information" on page 262 of this Prospectus. A copy of this Prospectus has been filed with the RoC, in accordance with Section 26 of the Companies Act, 2013, along with the endorsed/certified copies of all requisite documents. For further details, please see "Material Contracts and Documents for Inspection" on page 345 and "Issue Related Information" on page 262 of this Prospectus.