

**Addressed to: Unifi AIF**

**Serial No.: 1**

**FORM NO PAS-4 PRIVATE PLACEMENT OFFER LETTER**

*[Pursuant to Section 42 and Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014]*

**Issue of 2,500 (Two Thousand Five Hundred) Rated, Unsecured, Senior, Redeemable, Taxable, Transferable, Unlisted, Non-convertible Debentures of face value of INR 1,00,000 (Indian Rupees One Lakh) each, aggregating up to INR 25,00,00,000 (Indian Rupees Twenty Five Crore) on a private placement basis (the "Issue").**

**PART A**

**1.1 General Information:**

**A. Name, address, website and other contact details of the Company, indicating both registered office and the corporate office:**

Issuer / Company: Auxilo Finserve Private Limited ("**Company**" or "**Auxilo**" or "**Issuer**")

Registered Office: LG-B-13 & 14, Art Guild House, Phoenix Market City, LBS Marg, Kurla West, Mumbai – 400070, India

Corporate Office: LG-B-13 & 14, Art Guild House, Phoenix Market City, LBS Marg, Kurla West, Mumbai – 400070, India

Regional Office: LG-B-13 & 14, Art Guild House, Phoenix Market City, LBS Marg, Kurla West, Mumbai – 400070, India

Telephone No.: 022-62463333

Website: <http://www.auxilo.com/>

Fax: -

Contact Person: Mr Raghavendra Prabhu

Email: raghavendra.prabhu@auxilo.com

**B. Date of Incorporation of the Company:**

04 October 2016

**C. Business carried on by the Company and its subsidiaries with the details of branches or units, if any;**

Auxilo Finserve Private Limited was formed/incorporated on October 4, 2016 and was earlier known as Stellynyak General Finance Private Limited. Auxilo has been granted the Certificate of Registration by Reserve Bank of India to carry on the business of a non-banking financial company (Non Deposit) ("**NBFC**") on May 3, 2017.



Auxilo is a pro-education NBFC poised on serving the financing gaps in the Indian education sector, with its focus on students and scaling the education infrastructure through innovative financial solution delivery. Our endeavour is to create a brand which is trusted and respected in education space.

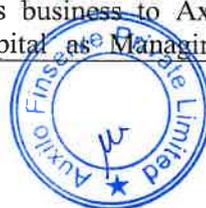
At Auxilo, we effectively use technology to cater to the dynamic and challenging needs of the educational ecosystem. We lend in the following segments: (1) we aim to serve aspiring students across segments, be it graduate or post graduate courses in India or abroad in countries like the United States of America, the United Kingdom, Canada, New Zealand, Germany, Australia and any upcoming student-attractive countries, (2) we also offer refinancing options for students, executive education loans and (3) infrastructure financial models for Schools.

The Issuer has seven branches and zero subsidiaries in India.

**D. Brief particulars of the management of the Company:**

**Board of Directors**

<b>Name</b>	<b>Designation</b>	<b>Experience</b>
Mr. Akash Bhanshali	Promoter – Director	Mr. Bhanshali leads the principal investments unit of Enam Holdings Pvt Ltd. He is recognized for identifying the potential in businesses and providing them capital and expertise to scale. He has identified and invested in business leaders across numerous industries who have turned their companies into sector icons. Mr. Bhanshali has a Master's degree in Commerce and is a qualified Chartered Accountant
Mr. Vivek Saraogi	Director	Mr. Vivek Saraogi holds an Honors degree in Commerce and is an Industrialist of repute. Mr. Saraogi is renowned for his expertise in the sugar industry and he has been on the Board of Balrampur Chini Mills Limited (BCML) since 3rd July 1987 and is presently serving as its Managing Director. He has been past President of Indian Sugar Mills Association and had served as a Member of the Management Board of Dwarikesh Sugar Industries Limited until April 2005 and also as the Chairman of Indian Sugar Exim Corporation Limited.
Mr. Manish Chokhani	Independent Director	Mr. Manish Chokhani serves the board in an independent capacity. He is a graduate from the London Business School and a Chartered Accountant. Mr. Chokhani is currently a Senior Advisor to TPG Capital. He also serves on the boards of the publicly listed Zee Entertainment, Westlife Developers (McDonalds) and Shoppers Stop as well as on the Governing body of Flame University. Mr. Chokhani is one of the India's most respected financial advisors. He was the CEO of Enam Securities, India's leading investment bank that was the trusted "house banker" to several leading corporates. Mr. Chokhani has also helped devise and implement the India investment strategies of several funds including the India Capital Fund, ZA Capital Fund and TPG Growth India (as Chairman).
Mr. Gautam Jain	Director	Mr. Gautam Jain has been associated with Enam Group under diverse roles for over 25 years in the areas of Investment Banking and Advisory services. Upon the demerger of Enam's financial services business to Axis Capital, Mr. Jain also served Axis Capital as Managing Director - Investment



Name	Designation	Experience
		Banking until 2014. Mr. Jain graduated from Birla Institute of Technology & Sciences (BITS), Pilani with a degree in Master of Management Studies (M.M.S).
Mr. Ashwin Jain	Director	Mr. Ashwin P. Jain has completed his Bachelor's in Accounts from Mumbai University, in May 1989. Mr. Jain has approximately 25 years of experience in the field of handling transactions relating Capital Markets, and also in areas of accounts, finance, taxation and compliances with ENAM group.
Mr. Neeraj Saxena	Managing Director & CEO	Mr. Neeraj Saxena is Managing Director & Chief Executive Officer of Auxilo Finserve Private Limited. He is science graduate from Agra University, and holds a Post Graduate Degree in Management from NIFT, Bangalore. Neeraj has over 18 years of experience in the Indian Retail and Financial Services industry. Prior to joining Auxilo, Neeraj has served as CEO of Avanse Financial Services Limited, an NBFC in Education Finance space. In his previous stints he has worked in worked in leadership roles in DHFL, Tata Retail Enterprise (Trent), Piramal Retail and EY. A passionate professional, he is committed to establish 'Auxilo Finserve' as a next-generation educational financing company of India.

### Management Profile

Name	Designation	Experience
Mr. Raghavendra Prabhu	CFO	Mr. Raghavendra is the Chief Financial Officer of Auxilo Finserve Private Limited and oversees the Treasury, Compliance, Investor relations and Reporting functions. A Chartered Accountant by qualification, Mr. Raghavendra has over 20 years of extensive experience in banking and financial sector industries ("BFSI") having worked at leadership roles and in diverse segments such as NBFCs, broking, retail financial services, foreign exchange & inward remittance. Prior to joining Auxilo, Mr. Raghavendra has served as CFO in InCred Financial Services Limited and Shapoorji Pallonji Finance Private Limited. In his previous stints he has worked with IndoStar Capital Finance Ltd, ICICI Securities, Stockholding Corporation of India, Reliance Capital and Edelweiss Capital.
Mr. Manoj Shetty	Head Sales & Products	Mr. Manoj is the head of Sales & Products. He is a commerce graduate with MBA in finance and he holds a master's degree in accountancy and finance from Queens University. He has an overall experience of 16 years. He has led various initiatives during his tenor ranging from budgeting, business entry strategies, portfolio buyout, company incubation, company acquisition and process reengineering. Last few years he has been actively driving sales for Insurance business and small and medium enterprises (SME) finance.
Ms. Namita Raja	Head Credit, Operations & Collections	Ms. Namita is the head of Credit, Operations & Collections. She is a Postgraduate in Marketing from IMDR with an overall experience of 20 years in the domains of Credit & Operations, Customer Service & Legal. Prior to joining Auxilo she has



Name	Designation	Experience
		been associated with Avanse Financial Services, Edelweiss, Dhanlaxmi Bank Ltd, HSBC Bank Limited, ICICI Bank Limited & Citi Financials.
Mr. K. S. Goutham	Head IT	Mr. Goutham is the head of IT. He has more than 20 years of IT-Banking experience, specialised in solutioning and architecture of IT systems in Banking. He was working with HDFC Bank as Vice President. Prior to that he served IDBI Bank and Global Trust Bank. He is a mechanical engineer and obtained special diploma in computer applications. He has also attended a course in Project Management from IIT-Bombay.
Mr. Benoy Joseph	Head Marketing	Mr. Benoy is the head of marketing. He is a Postgraduate in Marketing from SIES, and has a cross industry experience spanning over 14 years, his core interest and passion lies in Marketing and Consumer led business model developments. He has worked in various roles with Dewan Housing Finance Limited, Adlabs Films, Shoppers Stop Ltd., ICICI Prudential and Tracmail and prior to joining Auxilo was associated with Avanse Financial Services in the recent past.
Ms. Vaishali D'souza	Head HR & Admin	Ms. Vaishali is the head of HR and Admin. She has done her MMS in Human Resources from Father Agnel's Institute in 2004 with an overall experience of 13 years and is well versed and experienced in the domain of HR, Administration and L & D. Prior to this she's worked with Avanse, Reliance Capital Group, Grand Hyatt Mumbai and Quadrangle - an associate of Naukri.com.

**E. Name, addresses, Director Identification Number (DIN) and occupations of the directors:**

S. No.	Name of the Directors	Designation	Date of Birth	Address	DIN	PAN	Director of the company since	Director in other company	Occupation
1.	Mr. Neeraj Saxena	CEO & MD	06/09/1976	B-607, Oberoi Splendor, Jogeshwari Vikhroli Link Road, Opp Majas Depot, Jogeshwari East,	07951705	BBAP S3825 H	02-01-2018	NA	Service
2.	Mr. Akash Bhanshali	Director	06/09/1973	12, Laxmi Vilas, Nepean Sea Road	<u>00265600</u>	AADP B5433 H	02-01-2018	TALMA CHEMICAL INDUSTRIES PVT LTD ENAM SHARES & SECURITIES PRIVATE LIMITED ENAM HOLDINGS PRIVATE LIMITED	Service



3.	Mr. Vivek Saraogi	Director	05/02/1966	7, Lower Rawdon Street, Kolkata 700020, West Bengal	00221419	AMO PS326 6J	20-04-2018	BALRAMPUR CHINI MILLS LTD NOVEL SUPPLIERS PVT LTD VM VINIMAY PRIVATE LIMITED NEOWORTH COMMERCIAL PVT LTD	SERVICE
4.	Mr. Manish Chokhani	Independent Director	14/10/1966	161, Silver Arch, 66 L Jagmohandas Marg, Nr. Petit Hall Compound Nepeansea Road, Malabar H, Mumbai, Maharashtra 400006	00204011	AAAP C6471 H	08-09-2017	PARKSONS PACKAGING LIMITED SHOPPERS STOP LIMITED ALLIANCE HOLDINGS PRIVATE LIMITED SEARS SECURITIES AND INVESTMENTS PRIVATE LIMITED LAXMI ORGANIC INDUSTRIES LIMITED QUADRILLION CAPITAL PRIVATE LIMITED ZEE ENTERTAINMENT ENTERPRISES LIMITED WESTLIFE DEVELOPMENT LIMITED	PROFESSIONAL
5.	Mr. Gautam Jain	Director	04/05/1970	112-A, 11th Floor, Paradise Apartment, 44 Nepean Sea Road, Mumbai - 400026	00296575	AAFP J9177 L	04-10-2016	PROFITEX SHARES & SECURITIES PRIVATE LIMITED LIBERTY GENERAL INSURANCE LIMITED AMITY SOLAR POWER PARK PRIVATE LIMITED DESH APNAYEN SAHAYOG FOUNDATION REAL TRUSTEE ADVISORY COMPANY PRIVATE LIMITED	SERVICE



								PERIHELION GENERAL FINANCE PRIVATE LIMITED SAMVIBHAG TRUSTEESHIP PRIVATE LIMITED	
6.	Mr. Ashwin Jain	Director	05/04/19 68	B-3-246, Kasturi Plaza, Manpada Road, Dombivali( E), Mumbai, Maharashtr a 421201	00173 983	AACP J8458 K	04-10- 2016	PARAG PLASTICS INDUSTRIES PRIVATE LIMITED SHREENATH INVESTMENT COMPANY LIMITED PAYASH SECURITIES PRIVATE LIMITED PROFITEX SHARES & SECURITIES PRIVATE LIMITED ASAMI FARMER FINANCE PRIVATE LIMITED ENAM INFRASTRUCT URE FUND MANAGEMENT COMPANY PRIVATE LIMITED ARYASHREE MULTI MEDIA PRIVATE LIMITED VA FRIENDSHIP SOLAR PARK PRIVATE LIMITED PERIHELION GENERAL FINANCE PRIVATE LIMITED	SERVI CE

**F. MANAGEMENT PERCEPTION OF RISK FACTORS:**

**REPAYMENT IS SUBJECT TO THE CREDIT RISK OF THE ISSUER.**

Potential investors ("**Investors**") should be aware that receipt of the principal amount, (i.e. the redemption amount) and any other amounts that may be due in respect of the Debentures is subject to the credit risk of the Issuer. Potential Investors assume the risk that the Issuer will not be able to satisfy their obligations under the Debentures. In the event that bankruptcy proceedings or composition, scheme of arrangement or



similar proceedings to avert bankruptcy are instituted by or against the Issuer, the payment of sums due on the Debentures may not be made or may be substantially reduced or delayed.

### **THE SECONDARY MARKET FOR DEBENTURES MAY BE ILLIQUID.**

The Debentures may be very illiquid and no secondary market may develop in respect thereof. Even if there is a secondary market for the Debentures, it is not likely to provide significant liquidity. Potential Investors may have to hold the Debentures until redemption to realize any value.

### **CREDIT RISK & RATING DOWNGRADE RISK**

The Rating Agency has assigned the credit ratings to the Debentures. In the event of deterioration in the financial health of the Issuer, there is a possibility that the rating agency may downgrade the rating of the Debentures. In such cases, potential Investors may incur losses on revaluation of their investment or make provisions towards sub-standard/ non-performing investment as per their usual norms.

### **CHANGES IN INTEREST RATES MAY AFFECT THE PRICE OF DEBENTURES.**

All securities where a fixed rate of interest is offered, such as this Issue, are subject to price risk. The price of such securities will vary inversely with changes in prevailing interest rates, i.e. when interest rates rise, prices of fixed income securities fall and when interest rates drop, the prices increase. The extent of fall or rise in the prices is a function of the existing coupon, days to maturity and the increase or decrease in the level of prevailing interest rates. Increased rates of interest, which frequently accompany inflation and/or a growing economy, are likely to have a negative effect on the pricing of the Debentures.

### **TAX CONSIDERATIONS AND LEGAL CONSIDERATIONS**

Special tax considerations and legal considerations may apply to certain types of investors. Potential Investors are urged to consult with their own financial, legal, tax and other advisors to determine any financial, legal, tax and other implications of this investment.

### **ACCOUNTING CONSIDERATIONS**

Special accounting considerations may apply to certain types of taxpayers. Potential Investors are urged to consult with their own accounting advisors to determine implications of this investment.

### **MATERIAL CHANGES IN REGULATIONS TO WHICH THE ISSUER IS SUBJECT COULD IMPAIR THE ISSUER'S ABILITY TO MEET PAYMENT OR OTHER OBLIGATIONS.**

The Issuer is subject generally to changes in Indian law, as well as to changes in government regulations and policies and accounting principles. Any changes in the regulatory framework could adversely affect the profitability of the Issuer or its future financial performance, by requiring a restructuring of its activities, increasing costs or otherwise.

### **LEGALITY OF PURCHASE**

Potential Investors in the Debentures will be responsible for the lawfulness of the acquisition of the Debentures, whether under the laws of the jurisdiction of their incorporation or the jurisdiction in which they operate or for compliance by that potential Investor with any law, regulation or regulatory policy applicable to it.

### **POLITICAL AND ECONOMIC RISK IN INDIA**



The Issuer operates only within India and, accordingly, all of its revenues are derived from the domestic market. As a result, it is highly dependent on prevailing economic conditions in India and its results of operations are significantly affected by factors influencing the Indian economy. An uncertain economic situation, in India and globally, could result in a further slowdown in economic growth, investment and consumption. A slowdown in the rate of growth in the Indian economy could result in lower demand for credit and other financial products and services and higher defaults. Any slowdown in the growth or negative growth of sectors where the Issuer has a relatively higher exposure could adversely impact its performance. Any such slowdown could adversely affect its business, prospects, results of operations and financial condition.

## **RISKS RELATED TO THE BUSINESS OF THE ISSUER**

- a. The Issuer provides secured & unsecured loans to the clients and if the Issuer is unable to control the level of non-performing loans ("NPAs") in the future, or if the Issuer's loan loss reserves are insufficient to cover future loan losses, the financial condition and results of operations may be materially and adversely affected.***

The Issuer cannot assure that it will be able to effectively control and reduce the level of the NPAs of its loans. The amount of its reported NPAs may increase in the future as a result of growth of loans provided to its clients, and also due to factors beyond its control, such as over-extended member credit that it is unaware of. If the Issuer is unable to manage its NPAs or adequately recover its loans, the results of its operations will be adversely affected.

The Issuer's current loan loss reserves may not be adequate to cover an increase in the amount of NPAs or any future deterioration in the overall credit quality of the Issuer's total loan portfolio. As a result, if the quality of the Issuer's total loan portfolio deteriorates the Issuer may be required to increase the loan loss reserves, which will adversely affect the Issuer's financial condition and results of operations. If the Issuer is unable to control or reduce the level of its NPAs or poor credit quality loans, the Issuer's financial condition and results of the Issuer's operations could be materially and adversely affected.

- b. Education & Education Institutional lending poses unique risks not generally associated with other forms of lending in India, and, as a result, the Issuer may experience increased levels of NPAs and related provisions and write-offs that negatively impact results of operations.***

Issuer's core mission is to provide loans to students, schools, colleges, educational institutions, as well as any tertiary industries connected to the cause of education, be it to build, scale up capacity or potential service, product or delivery with our focus on uplifting the standards of the Indian education ecosystem. Issuer's members are typically salaried person or businessmen, who have more or less sufficient sources of income, savings and credit histories. Any downturn in the area of activity by members could adversely affect the ability of members to make loan repayments on time and in turn negatively impact the Issuer's operations. As a result, Issuer's concentration on one particular asset class pose a higher risk of default if anything goes bad in this particular sector. Due to the precarious circumstances of members because of economic slowdown resulting in lower jobs and non-traditional lending practices the Issuer may, in the future, experience increased levels of non-performing loans and related provisions and write-offs that negatively impact its business and results of operations. The Issuer follows stringent client selection process through credit bureau checks and various internal credit parameters. This helps in better credit evaluation of the customer. The ability to repay the loan is taken care of by internal credit evaluation and intention to repay is taken care of by the collaterals obtained.

- c. Issuer requires certain statutory and regulatory approvals for conducting business and failure to obtain or retain them in a timely manner, or at all, may adversely affect operations.***

Non-Banking Financial Companies in India are subject to strict regulation and supervision by the Reserve Bank of India ("RBI"). The Issuer requires certain approvals, licenses, registrations and



permissions for operating, including registration with the RBI as an NBFC. Further, such approvals, licenses, registrations and permissions must be maintained/renewed over time, applicable requirements may change and may not be aware of or comply with all requirements all of the time. Additionally, the Issuer may need additional approvals from regulators to introduce new insurance and other fee based products to its members. In particular, the Issuer is required to obtain a certificate of registration for carrying on business as a NBFC that is subject to numerous conditions. In addition, branches are required to be registered under the relevant shops and establishments laws of the states in which they are located. The shops and establishment laws regulate various employment conditions, including working hours, holidays and leave and overtime compensation. If the Issuer fails to obtain or retain any of these approvals or licenses, or renewals thereof, in a timely manner, or at all, business may be adversely affected. If the Issuer fails to comply, or a regulator claims that it has not complied, with any of these conditions, its certificate of registration may be suspended or cancelled and the Issuer shall not be able to carry on such activities.

**d. Issuer may be required to increase capital ratio or amount of loan loss reserves, which may result in changes to business and accounting practices that would harm business and results of operations.**

The Issuer is subject to the RBI minimum capital to risk weighted assets ratio regulations. Pursuant to Section 45-IC of the Reserve Bank of India Act, 1934, every NBFC is required to create a reserve fund and transfer thereto a sum not less than 20.0% of its net profit every year, as disclosed in the profit and loss account and before any dividend is declared. The Issuer is also required to maintain a minimum capital adequacy ratio of 15.0% in relation to aggregate risk-weighted assets and risk adjusted assigned loans. The RBI may also in the future require compliance with other financial ratios and standards. Compliance with such regulatory requirements in the future may require alteration of its business and accounting practices or take other actions that could materially harm its business and operating results.

**G. Details of defaults, if any, including therein the amount involved, duration of default, and present status, in repayment of:**

- (i) Statutory Dues: Nil
- (ii) Debentures and interest thereon: Nil
- (iii) Deposits and interest thereon: Nil
- (iv) Loans from any banks and financial institutions and interest thereon: Nil

**H. Name, designation, address and phone number, email ID of the nodal / compliance officer of the Company, if any, for the private placement offer process:**

Name: Ms Deepika Chauhan

Designation: Company Secretary & Compliance Officer

Address: LG-B-13 & 14, Art Guild House, Phoenix Market City, LBS Marg, Kurla West, Mumbai – 400070, India

Phone No.: +91 8879736615

Email: deepika.chauhan@auxilo.com

**I. Any Default in Annual filing of the Company under the Companies Act, 2013 or the rules made thereunder.**



N. A

### 1.2 Particulars of the Offer:

<b>Financial Position of the company for last 3 years</b>	Refer Annexure I and II.
<b>Date of passing of Board Resolution</b>	22-Jan-2020
<b>Date of passing of resolution in general meeting, authorizing the offer of securities</b>	7-Feb-2020
<b>Kind of securities offered and class of security (i.e. whether share of debenture); the total number of shares or other securities to be issued</b>	2,500 (Two Thousand Five Hundred) rated, unsecured, senior, redeemable, taxable, transferable, unlisted, non-convertible debentures denominated in INR each having a face value of INR 1,00,000 (Indian Rupees One Lakh Only) and aggregating to a face value of INR 25,00,00,000 (Indian Rupees Twenty Five Crore) (the " <b>Debentures</b> " or " <b>NCDs</b> ")
<b>Price at which the security is being offered, including premium if any, along with justification of the price</b>	<p>The Debentures are being offered at face value of INR 1,00,000 (Indian Rupees Ten) per Debenture.</p> <p>Not applicable as each Debenture is a non-convertible debt instrument which is being issued at face value.</p>



<p><b>Name and address of the valuer who performed valuation of the security offered and basis on which the price has been arrived at along with report of the registered valuer</b></p>	<p>Not applicable as the Debentures are non-convertible debt instruments which are being offered at a face value of INR 1,00,000 (Indian Rupees One Lakh Only) per Debenture.</p>
<p><b>Relevant date with reference to which the price has been arrived at</b>  <b>[Relevant Date means a date at least 30 days prior to the date on which the general meeting of the Company is scheduled to be held]</b></p>	<p>Not applicable as each Debenture is a non-convertible debt instrument which is being issued at a face value of INR 1,00,000 (Indian Rupees One Lakh Only) per Debenture.</p>
<p><b>The class or classes of persons to whom the allotment is proposed to be made</b></p>	<p>Entities registered with the Securities and Exchange Board of India (including those registered as alternate investment funds).</p>
<p><b>Intention of promoters, directors or key managerial personnel to</b></p>	<p>Not applicable as the Debentures are non-convertible debt instruments.</p>



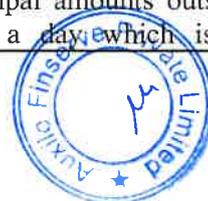
subscribe the offer [not required in case of issue of non-convertible debentures]					
The proposed time within which the allotment shall be completed	<p>The Debentures will be deemed to be allotted on 12th February, 2020 ("<b>Deemed Date of Allotment</b>"), and the Company will ensure that the Debentures are credited into the demat accounts of the holders of the Debentures ("<b>Debenture Holders</b>") within 5 (five) Business Days from the Deemed Date of Allotment, each in accordance with the debenture trust deed ("<b>DTD</b>") to be entered into between the Company and the debenture trustee ("<b>Debenture Trustee</b>").</p> <p>In any case, the period within which the Debentures will be allotted will not exceed the maximum period of 60 (sixty) days from the date of receipt of application money prescribed under the Companies Act, 2013.</p>				
The names of the proposed allottees and the percentage of post private placement capital that may be held by them [not required in case of issue of non-convertible debentures]	Not applicable as the Debentures are non-convertible debt instruments.				
The change in control, if any, in the company that would occur consequent to the private placement	Not applicable as Debentures proposed to be issued are non-convertible debt instruments.				
The number of persons to whom allotment on preferential	<b>Issue Type</b>	<b>Date of allotment</b>	<b>No. of equity shares issued</b>	<b>Face value / Price</b>	<b>Allotted to / Subscriber</b>
		09/04/2019	3,75,000	10	Akash Bhanshali
		09/04/2019	3,71,25,000	10	Elme Advisors LLP



<b>basis/private placement/ rights issue has already been made during the year, in terms of the number of securities as well as price</b>	Equity	09/04/2019	3,75,00,000	10	Balrampur Chini Mills Ltd
	Rights Issue	12/09/2019	3,75,000	10	Akash Bhanshali
		12/09/2019	3,71,25,000	10	Elme Advisors LLP
		12/09/2019	3,75,00,000	10	Balrampur Chini Mills Ltd
<b>The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer</b>	Not applicable as the Debentures are non- convertible debt instruments being issued at a face value of INR 1,00,000 (Indian Rupees One Lakh Only) per Debenture.				
<b>Amount, which the Company intends to raise by way of securities</b>	Up to INR 25,00,00,000 (Indian Rupees Twenty Five Crore).				
<b>Terms of raising of securities:</b>	Duration, if applicable:	42 (Forty-Two) months from the deemed date of allotment of the Debentures (" <b>Deemed Date of Allotment</b> "). The proposed interest payment and redemption schedules are set out in Annexure V.			
	Rate of Interest or dividend:	Interest at the following rates is payable on the Debentures:  (a) 11.25% (eleven decimal two five percent) for a period commencing from the Effective Date and ending upon the expiry of a period of 30 (thirty) months from the Effective Date; and/or			



		(b) 14.10% (fourteen decimal one zero percent) for the period commencing from the date falling immediately after the expiry of a period of 30 (thirty) months from the Effective Date and ending upon the Final Settlement Date.
	Mode of Payment	By cheque(s)/ demand draft/ electronic clearing services (ECS)/credit through RTGS system/funds transfer, wherein the subscription amounts on the Debentures issued by Auxilo Finserve Private Limited should be paid into the account bearing the following details:  Beneficiary Name : Auxilo Finserve Private Limited - Treasury Operations Account Bank Account No. : 196205001038 SWIFT Code : IFSC Code : ICIC0001962 Bank Name : ICICI Bank Branch Address : Phoenix Market City
	Mode of Repayment	By electronic mode of transfer like electronic clearing services (ECS), credit through RTGS system, NEFT or direct credit.
	Redemption	The proposed interest payment and redemption schedules are set out in Annexure V.
	Business Day Convention	As set out in the DTD.  (a) Interest and all other charges shall accrue based on an actual/actual basis.  (b) If any interest payment date falls on a day which is not a Business Day (as defined in the DTD), the payment to be made on such interest payment date shall be made on the immediately succeeding Business Day.  (c) If any redemption date in respect of the principal amounts outstanding falls on a day which is not a



		<p>Business Day, the payment to be made on such redemption date shall be made on the immediately preceding Business Day.</p> <p>(d) If the last interest payment date, the last redemption date and/or the final redemption date (being the day falling upon expiry of 42 (forty two) months from the Deemed Date of Allotment) falls on a day which is not a Business Day, the payment to be made on the last interest payment date, the last redemption date and/or the final redemption date shall be made on the immediately preceding Business Day.</p>	
<b>Proposed time schedule for which the Issue/Offer Letter is valid</b>	<p>Issue Open Date: 12<sup>th</sup> February 2020</p> <p>Issue Closing Date: 12<sup>th</sup> February 2020</p> <p>Pay in Date: 12<sup>th</sup> February 2020</p> <p>Deemed Date of Allotment: 12<sup>th</sup> February 2020</p>		
<b>Purpose and objects of the Issue/Offer</b>	<p>To raise debt to the extent of up to INR 25,00,00,000 (Indian Rupees Twenty Five Crore).</p> <p>The proceeds of the Issue can be utilized by the Issuer for the following purposes only:</p> <p>(a) for meeting its general corporate purposes; and</p> <p>(b) in respect of its ordinary course of business (including for the purposes of repayment/re-financing of its existing debt).</p> <p>The Company shall not use the proceeds of the Issue towards:</p> <p>(a) any capital market instrument such as equity, debt, debt linked, and equity linked instruments or any other capital market related activities/transactions;</p> <p>(b) any speculative purposes;</p> <p>(c) investment in the real estate sector (including any land acquisition or usage related transactions that are restricted in relation to "bank financing" or financing provided by non-banking financial companies);</p> <p>(d) any activities prohibited under the transaction documents; or</p> <p>(e) in contravention of any guidelines, rules or regulations of the RBI applicable to non-banking financial companies or to financing of non-banking financial companies by banks.</p>		
<b>Contribution being made by the Promoters or directors either as part</b>	Nil		



of the offer or separately in furtherance of such objects						
Principle terms of assets charged as security, if applicable	Not Applicable as the Debentures being issued are unsecured non-convertible debentures.					
The details of significant and material orders passed by the Regulators, Courts and Tribunals impacting the going concern status of the company and its future operations	N.A.					
(xxii) The pre-issue and post-issue shareholding pattern of the company in the following format	<b>S. No</b>	<b>Category</b>	<b>Pre-issue</b>		<b>Post-issue</b>	
			<b>No. of shares held</b>	<b>Percentage (%) of shareholding</b>	<b>No. of shares held</b>	<b>Percentage (%) of shareholding</b>
	A	<b>Promoters' holding</b>				
		Indian				
	1	Individual	15,00,000	0.5%	15,00,000	0.5%
		Bodies Corporate	14,85,00,000	49.5%	14,85,00,000	49.5%
		<b>Sub-total</b>	<b>15,00,00,000</b>	<b>50%</b>	<b>15,00,00,000</b>	<b>50%</b>
	2	Foreign promoter				
		<b>Sub-total (A)</b>	<b>15,00,00,000</b>	<b>50%</b>	<b>15,00,00,000</b>	<b>50%</b>
	B	<b>Non-promoters' holding</b>				



	1	Institutional Investors	15,00,00,000	50%	15,00,00,000	50%
	2	Non-Institutional Investors				
		Private Corporate Bodies				
		Directors and relatives				
		Indian public				
		Others (including Non-resident Indians)				
		<b>Sub-total (B)</b>	15,00,00,000	50%	15,00,00,000	50%
		<b>GRAND TOTAL (A+B)</b>	30,00,00,000	100%	30,00,00,000	100%
<b>RBI Disclaimer</b>	The Issuer is having a valid certificate of registration dated May 3, 2017 issued by the RBI under Section 45-IA of the Reserve Bank of India Act, 1934. However, the RBI does not accept any responsibility or guarantee about the present position as to the financial soundness of the Issuer or the correctness of any of the statements or representations made or opinion expressed by the Issuer and for repayment of deposits/discharge of liabilities by the Issuer					

### 1.3 Mode of payment for subscription

- ( ) Cheque  
( ) Demand Draft  
(x) Other Banking Channels

### 1.4 Disclosure with regard to interest of directors, litigation etc:

<b>Any financial or other material interest of the directors, promoters or key managerial personnel in the offer/ Issue and the effect of such interest in so far as it is different from the</b>	Nil
---	-----



interests of other persons					
Details of any litigation or legal action pending or taken by any Ministry or Department of the Government or a statutory authority against any promoter of the Company during the last 3 (three) years immediately preceding the year of the circulation of this private placement offer cum application letter and any direction issued by such Ministry or Department or statutory authority upon conclusion of such litigation or legal action shall be disclosed	Nil				
Remuneration of directors (during the current year and last 3 (three) financial years)	Name of the Director		Remuneration (in Rs)		
	<b>FY 2018-19</b>				
	Neeraj Saxena		1,12,78,740/-		
	Sanjay Asher (Sitting Fees)		3,00,000/-		
	Manish Chokhani (Sitting Fees)		3,40,000/-		
	<b>FY 2017-18</b>				
	Neeraj Saxena		1,21,34,055/-		
	Sanjay Asher (Sitting Fees)		1,60,000/-		
	Manish Chokhani (Sitting Fees)		1,60,000/-		
	<b>FY 2016- 17</b>		<b>NIL</b>		
Related party transactions entered during the last 3	Transaction	Related Party	31-Mar-19	31-Mar-18	31-Mar-17



<b>(three) financial years immediately preceding the year of circulation of this Offer Letter including with regard to loans made or, guarantees given or securities provided</b>	Proceeds of Borrowings	Akash Bhanshali			423700
	Repayment of Borrowings	Akash Bhanshali		423700	
	Managerial Remuneration	Neeraj Saxena	11278740	12134055	
	Issuance of share capital	Equity Shareholders		750000000	730000000
Neeraj Saxena				800000	
<b>Summary of reservations or qualifications or adverse remarks of auditors in the last 5 (five) financial years immediately preceding the year of circulation of this Offer Letter and of their impact on the financial statements and financial position of the Company and the corrective steps taken and proposed to be taken by the Company for each of the said reservations or qualifications or adverse remark</b>	Nil				
<b>Details of any inquiry, inspections or investigations initiated or conducted under the Companies Act or any previous company law in the last 3 (three) years immediately preceding the year of circulation of the Offer Letter in the case of the Company and all of its</b>	Nil				



<p>subsidiaries. Also if there were any were any prosecutions filed (whether pending or not) fines imposed, compounding of offences in the last 3 (three) years immediately preceding the year of this Offer Letter and if so, section-wise details thereof for the Company and all of its subsidiaries</p>	
<p>Details of acts of material frauds committed against the Company in the last 3 (three) years, if any, and if so, the action taken by the Company</p>	<p>Nil</p>

### 1.5 Financial Position of the Company:

The capital structure of the Issuer in the following manner in a tabular form:

<p>The authorised, issued, subscribed and paid up capital (number of securities, description and aggregate nominal value)</p>	<table border="1"> <thead> <tr> <th data-bbox="534 1406 1189 1444">Share Capital</th> <th data-bbox="1189 1406 1412 1444">Rs.</th> </tr> </thead> <tbody> <tr> <td colspan="2" data-bbox="534 1444 1412 1478"><b>Authorised</b></td> </tr> <tr> <td data-bbox="534 1478 1189 1512">60,00,00,000 Equity Shares of Rs 10/- each</td> <td data-bbox="1189 1478 1412 1512">6,00,00,00,000</td> </tr> <tr> <td data-bbox="534 1512 1189 1545">80,00,000 Preference shares of Rs. 10/- each</td> <td data-bbox="1189 1512 1412 1545">8,00,00,000</td> </tr> <tr> <td data-bbox="534 1545 1189 1579"><b>TOTAL</b></td> <td data-bbox="1189 1545 1412 1579"><b>6,08,00,00,000</b></td> </tr> <tr> <td colspan="2" data-bbox="534 1579 1412 1612"><b>Issued, Subscribed and Fully Paid- up</b></td> </tr> <tr> <td data-bbox="534 1612 1189 1646">30,00,00,000 Equity Shares of Rs 10/- each</td> <td data-bbox="1189 1612 1412 1646">3,00,00,00,000</td> </tr> <tr> <td data-bbox="534 1646 1189 1680"></td> <td data-bbox="1189 1646 1412 1680"></td> </tr> <tr> <td data-bbox="534 1680 1189 1713">80,00,000 Preference shares of Rs 10/- each</td> <td data-bbox="1189 1680 1412 1713">8,00,000</td> </tr> <tr> <td data-bbox="534 1713 1189 1747"><b>TOTAL</b></td> <td data-bbox="1189 1713 1412 1747"><b>3,00,08,00,000</b></td> </tr> </tbody> </table>		Share Capital	Rs.	<b>Authorised</b>		60,00,00,000 Equity Shares of Rs 10/- each	6,00,00,00,000	80,00,000 Preference shares of Rs. 10/- each	8,00,00,000	<b>TOTAL</b>	<b>6,08,00,00,000</b>	<b>Issued, Subscribed and Fully Paid- up</b>		30,00,00,000 Equity Shares of Rs 10/- each	3,00,00,00,000			80,00,000 Preference shares of Rs 10/- each	8,00,000	<b>TOTAL</b>	<b>3,00,08,00,000</b>	<p>INR 25,00,00,000 (Indian Rupees Twenty Five Crore)</p>
	Share Capital	Rs.																					
	<b>Authorised</b>																						
	60,00,00,000 Equity Shares of Rs 10/- each	6,00,00,00,000																					
	80,00,000 Preference shares of Rs. 10/- each	8,00,00,000																					
	<b>TOTAL</b>	<b>6,08,00,00,000</b>																					
	<b>Issued, Subscribed and Fully Paid- up</b>																						
	30,00,00,000 Equity Shares of Rs 10/- each	3,00,00,00,000																					
80,00,000 Preference shares of Rs 10/- each	8,00,000																						
<b>TOTAL</b>	<b>3,00,08,00,000</b>																						
<p><b>Paid-up Capital:</b></p> <p>a. After the offer:</p>	<p>INR 3,00,08,00,000</p>																						



<b>b. After the conversion of Convertible Instruments (if applicable)</b>	Not applicable as each Debenture is a non-convertible debt instrument which is being issued at face value
<b>Share Premium Account:</b>	
<b>a. Before the offer:</b>	Equity - INR. 3,00,00,00,000 Preference - INR 8,00,000
<b>b. After the offer:</b>	Equity - INR. 3,00,00,00,000 Preference - INR 8,00,000

Details of the existing share capital of the Issuer:

Sr. No.	Name of the Shareholder / Particulars	Total Number of equity shares	Total percentage (%) of Shareholding	Number of shares held in Demat Form
1.	Mr. Akash Bhanshali	15,00,000	0.5	15,00,000
2.	M/s. Elme Advisors LLP	14,85,00,000	49.5	14,85,00,000
3.	M/s. Balrampur Chini Mills Limited	15,00,00,000	50	15,00,00,000
	<b>Total</b>	<b>30,00,00,000</b>	<b>100.00</b>	<b>30,00,00,000</b>
Sr. No.	Name of the Shareholder / Particulars	Total Number of Preference shares	Total percentage (%) of Shareholding	Number of shares held in Demat Form
1.	Mr. Neeraj Saxena	26,66,667	33.33	
2.	Mr. Neeraj Saxena	26,66,667	33.33	
3.	Mr. Neeraj Saxena	26,66,666	33.33	
	<b>Total</b>	<b>80,00,000</b>	<b>100.00</b>	

The details of the existing share capital of the Issuer, indicating therein with regard to each allotment, the date of allotment, the number of shares allotted, the face value of the shares allotted, the price and the form of consideration:

No.	Date of allotment	No. of equity shares allotted	Face value	Issue Price	Cumulative number of equity shares	Cumulative paid up share capital (in Cr)	Cumulative share premium (In rs. Cr)	Form of Consideration
1.	04/10/2016	20,00,000	10	10	20,00,000	2,00,00,000	-	Cash
2.	21/06/2017	32,50,000	10	10	52,50,000	5,25,00,000	-	Cash
3.	26/10/2017	1,05,00,000	10	10	1,57,50,000	15,75,00,000	-	Cash
4.	09/01/2018	2,17,50,000	10	10	3,75,00,000	37,50,00,000	-	Cash
5.	20/03/2018	3,75,00,000	10	10	7,50,00,000	75,00,00,000	-	Cash
6.	26/06/2018	3,75,00,000	10	10	11,25,00,000	1,12,50,00,000	-	Cash
7.	25/07/2018	3,75,00,000	10	10	15,00,00,000	1,50,00,00,000	-	Cash
8.	09/04/2019	7,50,00,000	10	10	22,50,00,000	2,25,00,00,000	-	Cash



9.	12/09/2019	7,50,00,000	10	10	30,00,00,000	3,00,00,00,000	-	Cash
----	------------	-------------	----	----	--------------	----------------	---	------

**Details of allotments made by the Company in the last one year prior to the date of this Offer Letter for consideration other than cash and details of the consideration in each case.**

Nil

**Profits of the Company, before and after making provision for tax, for the 3 (three) financial years immediately preceding the date of circulation of this placement offer cum application letter**

<b>FY</b>	<b>PBT (In Cr.)</b>	<b>PAT (In Cr.)</b>
FY 2019	(4.55)	(4.55)
FY 2018	(9.09)	(9,10)
FY 2017	Nil	Nil

**Dividends declared by the Company in respect of the said 3 (three) financial years;**

None

**Interest coverage ratio for last three years (cash profit after tax plus interest paid/interest paid)**

<b>Particulars</b>	<b>FY 2019</b>	<b>FY 2018</b>	<b>FY 2017</b>
Dividend (In INR, in Rupees)	-	-	-
Interest coverage	0.31	-	-

**A summary of the financial position of the Company as in the 3 (three) audited balance sheets immediately preceding the date of circulation of this private placement offer cum application letter**

Refer Annexure I

**Audited Cash Flow Statement for the 3 (three) years immediately preceding the date of circulation of this private placement offer cum application letter**

Refer Annexure II.

**Any change in accounting policies during the last 3 (three) years and their effect on the profits and the reserves of the Company**

None



**PART - B**  
**(To be filed by the Applicant)**

- (i) Name: UNIFI AIF
- (ii) Father's name: NA
- (iii) Complete Address: 11 Kakani Towers, 15 Khader Nawaz Khan Road, Nungambakkam, Chennai 600006
- (iv) Phone number; if any: 9841335205
- (v) Email ID, if any: [saravanan@unificap.com](mailto:saravanan@unificap.com), [arunkumar@unificap.com](mailto:arunkumar@unificap.com)
- (vi) PAN Number: AAATU4955E
- (vii) Bank Account details: Account number – 50200039427151 IFSC code – HDFC0000060 HDFC Bank Fort Manekji Wadia Bldg.


Signature

Initial of the officer of the Company designated to keep the record



## DECLARATION

- A. The Company has complied with the provisions of the Companies Act, 2013 and the rules made hereunder;
- B. The compliance with the Companies Act, 2013 and the rules does not imply that payment of dividend or interest or repayment of the Debentures, if applicable, is guaranteed by the Central Government;
- C. The monies received under the offer shall be used only for the purposes and objects indicated in this private placement offer cum application letter;

I am authorized by the Board of Directors of the Issuer *vide* resolution dated 22-Jan-2020 to sign this form/ private placement offer cum application letter 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 the Offer Letter 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 all the required attachments have been completely, correctly and legibly attached to this form.

For **Auxilio Finance Private Limited**



Authorized Signatory

Name: Raghavendra Prabhu  
Title: Chief Financial Officer  
Place: Chennai  
Date: 12<sup>th</sup> February 2020

### Enclosed

Audited Financial Statements (Annexure I)  
Audited Cash Flow Statement (Annexure II)  
Copy of Board Resolution (Annexure III)  
Copy of Shareholders Resolution (Annexure IV)  
Illustrative Cash Flows (Annexure V)  
Bank Account Details (Annexure VI)  
Application Form (Annexure VII)  
Optional Attachments, if any

**ANNEXURE I: AUDITED FINANCIAL STATEMENTS FOR THE LAST [3 FINANCIAL YEARS]<sup>1</sup>**

**STELLENYAK GENERAL FINANCE PRIVATE LIMITED  
BALANCE SHEET AS AT 31ST MARCH 2017**

Particulars	Note No.	2016-17	2015-16
		Rs.	Rs.
<b>I EQUITY AND LIABILITIES</b>			
<b>1. SHAREHOLDERS' FUNDS</b>			
a. Share Capital	1	2,00,00,000.00	-
b. Reserves and Surplus	2	71,498.00	-
<b>2. NON-CURRENT LIABILITIES</b>			
a. Long Term Borrowing	3	4,23,700.00	-
b. Other Current Liabilities	4	17,250.00	-
<b>TOTAL</b>		<b>2,05,12,448.00</b>	<b>-</b>
<b>II ASSETS</b>			
<b>1. NON-CURRENT ASSETS</b>			
<b>2. CURRENT ASSETS</b>			
Cash and cash equivalents	5	2,03,18,169.60	-
Short term loans & advances	6	47,114.40	-
Other Current Assets	7	1,47,164.00	-
<b>TOTAL</b>		<b>2,05,12,448.00</b>	<b>-</b>

AS PER OUR REPORT OF EVEN DATE ATTACHED

For KAMDAR DALAL & ASSOCIATES  
FIRM REGISTRATION NO.: 129596W  
CHARTERED ACCOUNTANTS

*S.K. Kamdar*  
S.K.KAMDAR  
PARTNER  
MEMBERSHIP NO. : 032878



MUMBAI : MAY 22, 2017

FOR AND ON BEHALF OF THE BOARD

*Gautam Jain*  
GAUTAM JAIN  
DIRECTOR  
DIN NO.00296575

*Ashwin Jain*  
ASHWIN JAIN  
DIRECTOR  
DIN NO.00173983



**STELLENYAK GENERAL FINANCE PRIVATE LIMITED**

**STATEMENT OF PROFIT AND LOSS FOR THE PERIOD ENDED 31ST MARCH 2017**

	Particulars	Note No.	2016-17	2015-16
			Rs.	Rs.
I.	Revenue from operations	8	4,71,144.00	-
II.	<b>TOTAL REVENUE</b>		4,71,144.00	-
	Expenses:			
	Other expenses	9	3,99,646.00	-
III.	<b>TOTAL EXPENSES</b>		3,99,646.00	-
IV.	Profit before tax (II - III)	-	71,498.00	-
	Tax expense:			
	(1) Current tax	-	-	-
	(2) Tax Adjustments for earlier years	-	-	-
	(3) Deferred tax Expense	-	-	-
	<b>Total Tax Expense</b>		-	-
V.	Profit/(Loss) for the period from continuing operations (IV - V)	-	71,498.00	-
VI.	Earning per equity share:			
	(1) Basic	-	0.04	-
	(2) Diluted	-	0.04	-

**AS PER OUR REPORT OF EVEN DATE ATTACHED**

**For KAMDAR DALAL & ASSOCIATES  
FIRM REGISTRATION NO.: 129596W  
CHARTERED ACCOUNTANTS**

**FOR AND ON BEHALF OF THE BOARD**

*S.K. Kamdar*  
S.K.KAMDAR  
PARTNER  
MEMBERSHIP NO. : 032878



*Gautam Jain*  
GAUTAM JAIN  
DIRECTOR  
DIN NO.00296575

*Ashwin Jain*  
ASHWIN JAIN  
DIRECTOR  
DIN NO.00173983

**MUMBAI : MAY 22, 2017**



**Auxio Finserve Private Limited (Erstwhile known as Stellenyak General Finance Private Limited)**  
**Balance Sheet as at March 31, 2018**

	Note	March 31, 2018 (Rupees)	March 31, 2017 (Rupees)
<b><u>EQUITY AND LIABILITIES</u></b>			
<b>Shareholders' Fund</b>			
(a) Share Capital	2	750,800,000	70,000,000
(b) Reserves and Surplus	3	(90,945,204)	71,498
<b>Non-Current Liabilities</b>			
(a) Long Term Borrowings	4	-	423,700
(b) Other Long Term Liabilities	5	653,576	-
(c) Long Term Provisions	6	3,248,758	-
<b>Current Liabilities</b>			
(a) Trade Payables	7	-	-
Total outstanding dues of micro and small enterprises, and Total outstanding dues of creditors other than micro and small enterprises		6,332,535	17,750
(b) Other Current Liabilities	8	17,281,722	-
(c) Short Term Provisions	9	52,511	-
<b>TOTAL</b>		<b>684,625,409</b>	<b>20,512,448</b>
<b><u>ASSETS</u></b>			
<b>Non-Current Assets</b>			
(a) Fixed Assets			
(i) Property, Plant and Equipments (Tangible Assets)	10	15,372,197	-
(ii) Intangible Assets	10	905,576	-
(iii) Intangible Assets under Development		5,551,709	-
(b) Long Term Loans and Advances	11	130,827,000	47,114
<b>Current Assets</b>			
(a) Trade Receivables	12	301,203	-
(b) Cash and Bank Balances	13	621,074,678	20,318,170
(c) Short Term Loans and Advances	14	9,817,785	-
(d) Other Current Assets	15	753,261	147,164
<b>TOTAL</b>		<b>684,625,409</b>	<b>20,512,448</b>

**Significant Accounting Policies**

The Notes to the Financial statements form an integral part of the Financial Statements.

This is the Balance Sheet referred to in our report of even date.

For Price Waterhouse Chartered Accountants LLP  
 Firm Registration No. 012754N/NS00015  
 Chartered Accountants

  
**Sharad Agrawal**  
 Partner  
 Membership No. 118522

For and on behalf of the Board of Directors

  
**Sanjay Asher**  
 Director

  
**Neeraj Saxena**  
 MD & CEO

  
**Deepika Thakur Chauhani**  
 Company Secretary



**Auxilio Finserve Private Limited (Erstwhile known as Stellenyak General Finance Private Limited)**  
**Statement of Profit and Loss for the year ended March 31, 2018**

	Note	Year Ended March 31, 2018 (Rupees)	Period from October 04, 2016 to March 31, 2017 (Rupees)
<b>Revenue</b>			
(a) Revenue From Operations	16	3,370,077	-
(b) Other Income	17	6,866,632	471,144
<b>I Total Revenue</b>		<b>10,236,709</b>	<b>471,144</b>
<b>Expenses</b>			
(a) Employee Benefits Expenses	18	54,991,349	-
(b) Depreciation and Amortisation Expenses	10	2,042,678	-
(c) Other Expenses	19	44,116,897	399,646
<b>II Total Expenses</b>		<b>101,150,924</b>	<b>399,646</b>
<b>III (Loss) / Profit before Tax (I-II)</b>		<b>(90,914,215)</b>	<b>71,498</b>
<b>Tax Expense</b>			
(a) Current Tax		-	-
(b) Previous Year Tax Adjustment		103,487	-
(c) Deferred Tax Charge / (Credit)		-	-
<b>IV Total Tax Expenses</b>		<b>103,487</b>	<b>-</b>
<b>V (Loss) / Profit for the year (III-IV)</b>		<b>(91,017,702)</b>	<b>71,498</b>
<b>VI (Loss) / Earnings per Equity Share of Rs.10 each Basic and Diluted</b>	23	<b>(6.00)</b>	<b>0.04</b>

Significant Accounting Policies

The Notes to the Financial Statements form an integral part of the Financial Statements

This is the Statement of Profit and Loss referred to in our report of even date

For Price Waterhouse Chartered Accountants LLP  
 Firm Registration No.: 012754N/NS00016  
 Chartered Accountants

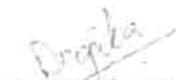
  
**Sharad Agrawal**  
 Partner  
 Membership No. 118522

Mumbai  
 April 20, 2018

For and on behalf of the Board of Directors

  
**Sanjay Ashar**  
 Director

  
**Neeraj Saxena**  
 MD & CEO

  
**Deepika Thakur Chauhan**  
 Company Secretary

Mumbai  
 April 20, 2018



Auxilio Finserve Private Limited (Erstwhile known as Stellenyak General Finance Private Limited)  
Balance Sheet as at March 31, 2019

	Note	March 31, 2019 (Rupees)	March 31, 2018 (Rupees)
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' Fund</b>			
(a) Share Capital	2	1,500,800,000	750,800,000
(b) Reserves and Surplus	3	(136,487,618)	(90,946,204)
<b>Non-Current Liabilities</b>			
(a) Long Term Borrowings	4	318,181,820	-
(c) Other Long Term Liabilities	5	4,643,617	653,976
(c) Long Term Provisions	6	14,500,518	3,248,759
<b>Current Liabilities</b>			
(a) Short Term Borrowings	7	900,000,000	-
(b) Trade Payables	8	664,802	3,533,535
Total outstanding dues of micro and small enterprises, and Total outstanding dues of creditors other than micro and small enterprises			
(c) Other Current Liabilities	9	235,942,805	17,281,722
(d) Short Term Provisions	10	633,618	53,621
<b>TOTAL</b>		<b>2,838,879,562</b>	<b>684,625,409</b>
<b>ASSETS</b>			
<b>Non-Current Assets</b>			
<b>(a) Fixed Assets</b>			
(i) Property, Plant and Equipments (Tangible Assets)	11A	18,112,106	15,372,197
(ii) Intangible Assets	11B	2,158,888	905,576
(iii) Intangible Assets under Development		7,600,786	5,553,709
(b) Long Term Loans and Advances	12	2,570,353,355	130,827,000
<b>Current Assets</b>			
(a) Trade Receivables	13	21,433,011	361,203
(b) Cash and Bank Balances	14	103,651,638	521,024,678
(c) Short Term Loans and Advances	15	97,844,271	3,817,785
(d) Other Current Assets	16	17,725,507	763,261
<b>TOTAL</b>		<b>2,838,879,562</b>	<b>684,625,409</b>

Significant Accounting Policies

1

The Notes to the Financial Statements form an integral part of the Financial Statements.

This is the Balance Sheet referred to in our report of even date.

For Price Waterhouse Chartered Accountants LLP  
Firm Registration No.: 012754N/NSC0016

For and on behalf of the Board of Directors



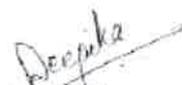
Sharad Agarwal  
Partner  
Membership No. 118522



Sanjay Asher  
Director



Neeraj Saxena  
MD & CEO



Deepika Thakur Chauhan  
Company Secretary



Raghavendra Prabhu  
CFO

Mumbai  
April 19, 2019

Mumbai  
April 19, 2019



Auxilo Finserve Private Limited (Erstwhile known as Stellenyak General Finance Private Limited)  
Statement of Profit and Loss for the year ended March 31, 2019

	Note	Year Ended March 31, 2019 (Rupees)	Year Ended March 31, 2018 (Rupees)
<b>I Revenue</b>			
(a) Revenue From Operations	17	180,182,984	3,370,077
(b) Other Income	18	67,924,057	6,866,632
<b>Total Revenue</b>		<b>248,107,041</b>	<b>10,236,709</b>
<b>II Expenses</b>			
(a) Employee Benefits Expenses	19	128,823,585	54,991,349
(b) Finance Costs	20	39,869,411	-
(c) Depreciation and Amortisation Expenses	11	6,152,394	2,042,678
(d) Other Expenses	21	118,803,065	44,116,897
<b>Total Expenses</b>		<b>293,648,455</b>	<b>101,150,924</b>
<b>III (Loss) / Profit before Tax (I-II)</b>		<b>(45,541,414)</b>	<b>(90,914,215)</b>
<b>Tax Expense</b>			
(a) Current Tax		-	-
(b) Previous Year Tax Adjustment		-	103,487
(c) Deferred Tax Charge / (Credit)		-	-
<b>IV Total Tax Expenses</b>		<b>-</b>	<b>103,487</b>
<b>V (Loss) / Profit for the year (III-IV)</b>		<b>(45,541,414)</b>	<b>(91,017,702)</b>
<b>VI (Loss) / Earnings per Equity Share of INR 10 each Basic and Diluted</b>	26	<b>(0.35)</b>	<b>(6.00)</b>

Significant Accounting Policies

The Notes to the Financial Statements form an integral part of the Financial Statements.

This is the Statement of Profit and Loss referred to in our report of even date.

For Price Waterhouse Chartered Accountants LLP  
Firm Registration No.: 012754N/N500016

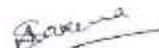
For and on behalf of the Board of Directors



Sharad Agarwal  
Partner  
Membership No. 118522



Sanjay Asher  
Director



Neeraj Saxena  
MD & CEO



Deepika Thakur Chauhan  
Company Secretary



Raghavendra Prabhu  
CFO

Mumbai  
April 19, 2019

Mumbai  
April 19, 2019



**ANNEXURE II: AUDITED CASH FLOW STATEMENT FOR THE LAST [3 (THREE) YEARS]<sup>2</sup>**

<b>STELLENYAK GENERAL FINANCE PRIVATE LIMITED</b>		
<b>CASH FLOW STATEMENT FOR THE PERIOD ENDED 31ST MARCH 2017</b>		
	Year ended 31st March, 2017	Year ended 31st March, 2016
	Rs.	Rs.
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit / (Loss) before Tax and Extraordinary items	71,498.00	-
Add : Depreciation	-	-
Operating Profit before Working Capital changes	71,498.00	-
Add : (Increase) / Decrease in Other Current Assets	1,47,164.00	-
Less : Increase / (Decrease) in Other Current Liabilities	17,250.00	-
Add : (Increase) / Decrease in Long Term Loans & Advances (other than Income Tax)	-	-
Cash generated from Operations	(58,416.00)	-
Less : Taxes paid :		
Income Tax	(47,114.40)	-
<b>Net Cash Flow from Operating Activities (A)</b>	<b>(1,05,530.40)</b>	<b>-</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
<b>Net Cash Flow from Investment Activities (B)</b>	<b>-</b>	<b>-</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Issue of equity shares	2,00,00,000.00	-
Loan from shareholder	4,23,700.00	-
<b>Net Cash Flow from Financing Activities (C)</b>	<b>2,04,23,700.00</b>	<b>-</b>
<b>Net Increase in Cash and Cash Equivalents (A)+(B)+(C)</b>	<b>2,03,18,169.60</b>	<b>-</b>
Add : Cash and Cash equivalents at the beginning of the year	-	-
<b>Cash and Cash equivalents at the end of the year</b>	<b>2,03,18,169.60</b>	<b>-</b>
<b>CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR</b>		
Cash in hand	-	-
Balance with bank - in current accounts	3,18,169.60	-
Balance with bank - in Fixed Deposits	2,00,00,000.00	-
<b>Cash and Cash equivalents at the end of the year</b>	<b>2,03,18,169.60</b>	<b>-</b>

**Notes :**

- 1) Figures in brackets represent outflows.
- 2) Previous year's figures have been recast / restated wherever necessary

AS PER OUR REPORT OF EVEN DATE ATTACHED

For KAMDAR DALAL & ASSOCIATES  
FIRM REGISTRATION NO.: 129596W  
CHARTERED ACCOUNTANTS

*S.K. Kamdar*  
S.K. KAMDAR  
PARTNER  
MEMBERSHIP NO. : 032878

MUMBAI : MAY 22, 2017



FOR AND ON BEHALF OF THE BOARD

*Gautam Jaen*  
GAUTAM JAEN  
DIRECTOR  
DIN NO.00296575

*Ashwin Jain*  
ASHWIN JAIN  
DIRECTOR  
DIN NO.08173983



Auxilio Reserve Private Limited (Earlier known as Stalleryak General Finance Private Limited)  
Cash Flow Statement for the year ended March 31, 2018

	March 31, 2018 (Rupees)	Period from October 04, 2016 to March 31, 2017 (Rupees)
<b>A. Cash flow from operating activities</b>		
Net (Loss) / Profit before taxation	(30,914,225)	71,498
Adjustments for:		
Depreciation / Amortisation	2,042,678	-
Interest on Fixed Deposit	553,240	(621,144)
Profit on Sale of Investments	(5,949,043)	-
Contingent Provision Against Standard Assets	524,916	-
Expense on account of increase in Authorised Share Capital	7,855,000	-
Provision for Leave Encashment	528,060	-
Provision for Lease Equalisation	1,040,288	-
Provision for Gratuity	537,096	-
Operating (Loss) / Profit before working capital changes	(84,217,443)	(899,646)
Changes in working capital:		
Increase / (decrease) in Other Long Term Liabilities	653,976	-
Increase / (decrease) in Trade Payables	3,516,285	17,250
Increase / (decrease) in Other Current Liabilities	11,558,118	-
Increase / (decrease) in Provisions	-	-
(Increase) / decrease in Long Term Loans and Advances	(130,753,423)	-
Increase / (decrease) in Trade Receivables	(811,207)	-
(Increase) / decrease in Short Term Loans and Advances	(9,817,785)	-
(Increase) / decrease in Other Current Assets	(763,261)	-
Cash used in Operations	(210,089,435)	(382,396)
Taxes paid	(129,500)	(47,314)
<b>Net cash used in operating activities</b>	<b>(210,219,385)</b>	<b>(429,510)</b>
<b>B. Cash flow from Investing Activities</b>		
Purchase of tangible/intangible assets including Capital work-in-progress	(18,245,554)	-
Interest received	703,104	323,380
Investment in Fixed Deposit	-	(20,000,000)
Proceeds from Maturity of Fixed Deposit	20,000,000	-
Purchase of current investments	(741,430,000)	-
Redemption of current investments	747,740,043	-
<b>Net cash used in investing activities</b>	<b>8,067,549</b>	<b>(19,676,620)</b>
<b>C. Cash flow from Financing Activities</b>		
Proceeds from Borrowings	-	423,700
Repayment of Borrowings	(423,700)	-
Proceeds from issue of Equity share capital	730,000,000	20,000,000
Proceeds from issue of Preference share capital	800,000	-
Expense on account of increase in Authorised Share Capital	(7,855,000)	-
<b>Net cash from financing activities</b>	<b>722,521,800</b>	<b>20,423,700</b>
<b>Net increase / (Decrease) in Cash and cash equivalents (A)+(B)+(C)</b>	<b>520,706,508</b>	<b>218,170</b>
Cash and cash equivalents at beginning of the year	318,170	-
<b>Cash and cash equivalents at end of the year</b>	<b>521,024,678</b>	<b>318,170</b>
<b>Notes to the statement of cash flow:</b>		
1) Cash and cash equivalents comprise of:		
Cash on hand	521,024,678	318,170
Balances with scheduled banks	521,024,678	318,170
<b>TOTAL</b>	<b>521,024,678</b>	<b>318,170</b>

2) The above Cash Flow Statement has been prepared under the indirect method set out in Accounting Standard - 3 "Cash Flow Statement" as specified under section 133 of Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules 2014.

3) Figures in bracket indicate cash outflow.

This is the Cash Flow Statement referred to in our report of even date.

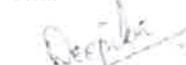
For Price Waterhouse Chartered Accountants LLP  
Firm Registration No.: 012754N/H500016  
Chartered Accountants

  
Sharad Agrawal  
Partner  
Membership No. 118522

For and on behalf of the Board of Directors

  
Sanjay Asher  
Director

  
Neeraj Saxena  
MD & CEO

  
Deepika Thakur Choubhan  
Company Secretary

Mumbai  
April 26, 2018



Number:  
April 26, 2018

Auxilo Finance Private Limited (Previously known as Stefenyak General Finance Private Limited)  
Cash Flow Statement for the year ended March 31, 2019

	March 31, 2019 (Rupees)	March 31, 2018 (Rupees)
<b>A. Cash flow from operating activities</b>		
Net (loss) / Profit before taxation	143,341,414	(90,914,215)
Adjustments for:		
Depreciation / amortisation	6,152,194	2,041,678
Interest on Fixed Deposit	(5,357,137)	(551,940)
Profit on Sale of Investments	(21,538,128)	(5,949,041)
Contingent Provision Against Standard Assets	10,148,751	524,936
Expense on account of increase in Authorised Share Capital	7,125,000	7,855,000
Provision for Leave Encashment	588,708	594,000
Provision for Lease Equalisation	100,536	1,646,788
Provision for Gratuity	994,171	537,096
<b>Operating (loss) / Profit before working capital changes</b>	<b>(48,327,509)</b>	<b>(84,217,140)</b>
Changes in working capital:		
Increase / (decrease) in Other Long Term liabilities	3,989,641	653,978
Increase / (decrease) in Trade Payables	(2,868,733)	3,516,285
Increase / (decrease) in Other Current Liabilities	36,767,165	11,653,116
(Increase) / decrease in Long Term Loans and Advances	(2,438,312,447)	(230,753,423)
Increase / (decrease) in Trade Receivables	(21,071,808)	(361,303)
(Increase) / decrease in Short Term Loans and Advances	(88,076,486)	(9,817,785)
(Increase) / decrease in Other Current Assets	(16,261,146)	(783,161)
Cash used in Operations	(2,574,812,229)	(210,089,435)
Taxes paid	(1,233,908)	(129,950)
<b>Net cash used in operating activities</b>	<b>(2,576,026,137)</b>	<b>(210,219,385)</b>
<b>B. Cash flow from Investing Activities</b>		
Purchase of tangible/intangible assets including Capital work-in-progress	(12,117,154)	(18,245,554)
Interest received	5,357,117	761,104
Investment in Fixed Deposit	(650,000,000)	-
Proceeds from Maturity of Fixed Deposit	650,000,000	10,000,000
Purchase of current investments	(2,345,000,000)	(741,000,000)
Redemption of current investments	2,367,538,128	747,349,043
<b>Net cash from Investing activities</b>	<b>(15,778,051)</b>	<b>8,406,593)</b>
<b>C. Cash flow from Financing Activities</b>		
Proceeds from Borrowings	1,400,000,000	-
Repayment of Borrowings	-	(421,700)
Proceeds from issue of Equity share capital	750,000,000	730,000,000
Proceeds from issue of Preference share capital	-	800,000
Expense on account of increase in Authorised Share Capital	(7,125,000)	(7,855,000)
<b>Net cash from Financing activities</b>	<b>2,142,875,000)</b>	<b>722,524,300)</b>
<b>Net Increase / (Decrease) in Cash and cash equivalents (A)+(B)+(C)</b>	<b>(417,378,041)</b>	<b>520,706,508)</b>
Cash and cash equivalents at beginning of the year	521,024,678	318,170
Cash and cash equivalents at end of the year	103,651,638	521,024,678
<b>Cash and cash equivalents as per Balance Sheet:</b>		
Cash on hand	-	-
Balances with scheduled banks	103,651,638	521,024,678
<b>TOTAL</b>	<b>103,651,638)</b>	<b>521,024,678)</b>

**Notes to the statement of cash flow:**

1) The above Cash Flow Statement has been prepared under the indirect method set out in Accounting Standard - 1 "Cash Flow Statement" as specified under section 133 of Companies Act 2013 read with Rule 7 of the Companies (Accounts) Rules 2014.

2) Figures in bracket indicate cash outflow.

This is the Cash Flow Statement referred to in our report of even date.

For Price Waterhouse Chartered Accountants LLP  
Firm Registration No.: 012754N/NS00016

Shresh Agurwal  
Partner  
Membership No. 118522

For and on behalf of the Board of Directors

Sanjay Asher  
Director

Nehraj Sarda  
MD & CEO

Deepika Thakur Chauhan  
Company Secretary

Rishabh Prabhakar  
CFO

Mumbai  
April 19, 2019

Mumbai  
April 19, 2019



## ANNEXURE III: BOARD RESOLUTION



**CERTIFIED TRUE COPY OF THE RESOLUTIONS PASSED AT THE MEETING OF THE BOARD OF DIRECTORS ("BOARD") OF AUXILO FINSERVE PRIVATE LIMITED ("COMPANY") HELD ON 23<sup>RD</sup> JANUARY, 2020 AT 14<sup>TH</sup> FLOOR, EXPRESS TOWERS, NARIMAN POINT, MUMBAI**

\*RESOLVED THAT pursuant to the provisions of Sections 42, 71 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, including any statutory modifications or re-enactments thereof for the time being in force (the "Act"), the rules, regulations, guidelines, notifications, clarifications and circulars, if any, prescribed by the Government of India, all applicable regulations, directions, guidelines, circulars and notifications of the Reserve Bank of India ("RBI"), the Securities and Exchange Board of India ("SEBI") including the Securities Contracts (Regulation) Act, 1956, the Securities and Exchange Board of India Act, 1992, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended and the Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008, or any other regulatory authority, whether in India or abroad, and in accordance with the Memorandum of Association and the Articles of Association of the Company and the listing agreements to be entered into with the stock exchanges (the "Stock Exchanges") where the securities of the Company may be listed, and subject to approvals, consents, sanctions, permissions as may be required from any appropriate statutory and regulatory authorities, the approval of the Board be and is hereby accorded for:

- (a) issue and allotment of 2,500 (two thousand five hundred) rated, unsecured, senior, redeemable, taxable, transferable, unlisted, non-convertible debentures denominated in Indian Rupees ("INR") each having a face value of INR 1,00,000 (Indian Rupees One Lakh) aggregating to a face value of INR 25,00,00,000 (Indian Rupees Twenty Five Crore) or such other amount as may be determined ("Unlisted Debentures") at such interest rate as may be agreed, payable monthly or at such others interest periods as may be agreed, and for a period of 42 (forty two) months, subject to deduction of taxes at source in accordance with applicable law, with or without gross up, on a private placement basis to Multi AIF (being the identified person for the purposes of Section 42 of the Act) for (i) the general corporate purposes of the Company and (ii) the ordinary course of business of the Company (including for the purposes of repayment/re-financing of existing debt of the Company); and
- (b) issue and allotment of 400 (four hundred) rated, secured, senior, redeemable, taxable, transferable, listed, non-convertible debentures denominated in Indian Rupees ("INR") each having a face value of INR 10,00,000 (Indian Rupees Ten Lakh) aggregating to a face value of INR 40,00,00,000 (Indian Rupees Forty Crore) or such other amount as may be determined ("Listed Debentures") at such interest rate as may be agreed, payable monthly or at such others interest periods as may be agreed, and for a period of 48 (forty eight) months, subject to deduction of taxes at source in accordance with applicable law, with or without gross up, on a private placement basis to Hinduja Leyland Finance Limited (being the identified person for the purposes of Section 42 of the Act) for the general corporate purposes of the Company and the ordinary course of business of the Company (including for the purposes of repayment/re-financing of existing debt of the Company); and
- (c) securing the amounts to be raised pursuant to the issue of the Listed Debentures together with all interest and other charges thereon (up to such limits and security cover as may be agreed) by one or more of the following:
  - (i) hypothecation of certain identified loanbook debts (and/or other assets) of the Company;



**Auxilo Finserve Private Limited**

Lower Ground Floor, B-Wing, Office No. 13 & 14, Art Guild House, Phoenix Market City, LBS Marg, Kurla (W), Mumbai 400 070  
T: +91 22 6246 3133 | Support@auxilo.com | www.auxilo.com | CIN No: U65990MH2016PTC265516  
Formerly known as: Steelspot General Finance Pvt. Ltd.



- (ii) a first ranking pari passu mortgage of over the immovable property of the Company consisting of land, constituting the property situated at Plot No:75 measuring an extent of 600 Sq.Ft., comprised in Survey Nos:658/1 & 653/3, situated in approved layout under D.T.C.P. Approval No.532/2018 named as "HILL VIEW ENCLAVE", in ATHUR MADURA THIMMAVARAM VILLAGE, ('B' BLOCK), Chengalpattu Taluk, Kancheepuram District; and
- (iii) such other security or contractual comfort as may be required in terms of the issuance of the Debentures.

((i) to (iii) above are hereinafter referred to as the "Security". The Unlisted Debentures and the Listed Debentures are collectively referred to as the "Debentures")

**'RESOLVED FURTHER THAT** Mr. Neeraj Saxena, Managing Director and Chief Executive Officer, Mr. Raghavendra Prabhu, Chief Financial Officer and/or Mr. Sameer Dalvi, AVP Treasury (collectively, the "Authorised Officers") be and are hereby severally authorised to do such acts, deeds and things as they deem necessary or desirable in connection with the issue, offer and allotment of the Debentures, including, without limitation the following:

- (a) seeking, if required, any approval, consent or waiver from any/all concerned government and regulatory authorities, and/or any other approvals, consent or waivers that may be required in connection with the issue, offer and allotment of the Debentures;
- (b) executing the term sheets;
- (c) negotiating, approving and deciding the terms of the issue of Debentures and all other related matters;
- (d) approving the information memorandum/debt disclosure document/private placement offer cum application letter (including amending, varying or modifying the same, as may be considered desirable or expedient), in accordance with all applicable laws, rules, regulations and guidelines as may be required for each of the Listed Debentures and the Unlisted Debentures;
- (e) finalising the terms and conditions of the appointment of an arranger (if so required), a debenture trustee, a registrar and transfer agent, a credit rating agency (if so required), legal counsel, a depository and such other intermediaries as may be required including their successors and their agents as may be required for each of the Listed Debentures and the Unlisted Debentures;
- (f) finalising the terms of the issue, offer and allotment for each of the Listed Debentures and the Unlisted Debentures;
- (g) entering into arrangements with the depository in connection with issue of each of the Listed Debentures and the Unlisted Debentures in dematerialised form;
- (h) creating and perfecting the Security as required in accordance with the terms of the Transaction Documents (as defined below) in relation to the issue, offer and allotment of the Listed Debentures;
- (i) finalising the date of allocation and the deemed date of allotment of each of the Listed Debentures and the Unlisted Debentures;
- (j) negotiate, execute, file and deliver any documents, instruments, deeds, amendments, papers,



applications, notices or letters as may be required in connection with the issue, offer and allotment of the Debentures and deal with regulatory authorities in connection with the issue, offer and allotment of the Debentures including but not limited to the RBI, SEBI (if so required), the jurisdictional registrar of companies, the Central Registry of Securitisation Asset Reconstruction and Security Interest, jurisdictional registrar of sub-assurances, the Ministry of Corporate Affairs, any Stock Exchange(s) or any depository, and such other authorities as may be required for each of the Listed Debentures and the Unlisted Debentures;

- (k) to execute all documents, file forms with the jurisdictional registrar of companies, the Ministry of Corporate Affairs, the Central Registry of Securitisation Asset Reconstruction and Security Interest, jurisdictional registrar of sub-assurances, any Stock Exchange(s) or any depository as may be required for each of the Listed Debentures and the Unlisted Debentures;
- (l) sign and/or dispatch all documents and notices to be signed and/or dispatched by the Company under or in connection with the Transaction Documents as may be required for each of the Listed Debentures and the Unlisted Debentures;
- (m) pay all stamp duty required to be paid on each of the Listed Debentures and the Unlisted Debentures;
- (n) to take all steps and do all things and give such directions as may be required, necessary, expedient or desirable for giving effect to the Transaction Documents, the transactions contemplated therein and the resolutions mentioned herein, including without limitation, to approve, negotiate, finalise, sign, execute, ratify, amend, supplement and/or issue the following, including any amendments, modifications, supplements, restatements or novations thereto (now or in the future):
  - (i) information memorandum/debt disclosure document/private placement offer cum application letter for the issue, offer and allotment as may be required for each of the Listed Debentures and the Unlisted Debentures (the "Disclosure Documents");
  - (ii) debenture certificate for each of the Listed Debentures and the Unlisted Debentures;
  - (iii) debenture trust deed/debenture trust deed mortgage deed, debenture trustee agreement, deed of hypothecation, the debenture subscription agreement and any other documents required for the creation of security interest over the Company's assets and the issue, offer and allotment of the Debentures (including any powers of attorney in connection thereto), and any other document in relation thereto as may be required for each of the Listed Debentures and the Unlisted Debentures (collectively, the "Transaction Documents");
  - (iv) any other documents required for the purposes of the issue, offer and allotment of the Debentures and the transactions contemplated thereby, including but not limited to letters of undertaking, declarations, agreements, reports as may be required for each of the Listed Debentures and the Unlisted Debentures; and
  - (v) any other document designated as a Transaction Document by the debenture trustee as may be required in respect of each of the Listed Debentures and the Unlisted Debentures;
- (o) do all acts necessary for the issue, offer and allotment of the Debentures (including listing of the Listed Debentures) in accordance with the terms set out in the Disclosure Document and the Transaction Documents as may be required for each of the Listed Debentures and the Unlisted Debentures; and



(p) to generally do any other act or deed, to negotiate and execute any documents, applications, agreements, undertakings, deeds, affidavits, declarations and certificates in relation to (a) to (d) above, and to give such directions as it deems fit or as may be necessary or desirable with regard to the issue, offer and allotment of each of the Listed Debentures and the Unlisted Debentures."

"RESOLVED FURTHER THAT the Authorized Officers be and are hereby severally authorised to take all necessary steps relating to the creation, perfection and registration of charges and submit the necessary forms with the jurisdictional registrar of companies, the Ministry of Corporate Affairs, the Central Registry of Securitisation Asset Reconstruction and Security Interest, jurisdictional registrar of sub-assurances or any depository, any Stock Exchange(s) and other relevant governmental authorities."

"RESOLVED FURTHER THAT the Board hereby approves and ratifies all such acts, deeds and actions taken by the Company till date for the purpose of the issue, offer and allotment of each of the Listed Debentures and the Unlisted Debentures."

"RESOLVED FURTHER THAT the Authorized Officers be and are hereby severally authorised to record the name of the holders of the Debentures in the register of debenture holders and to undertake such other acts, deeds and acts as may be required to give effect to the issuance and allotment of each of the Listed Debentures and the Unlisted Debentures."

"RESOLVED FURTHER THAT the Authorized Officers be and are hereby severally authorised to delegate the powers as may be deemed necessary to do such acts and execute such documents as may be required in connection with any of the matters relating to the issuance and allotment of each of the Listed Debentures and the Unlisted Debentures."

"RESOLVED FURTHER THAT the copies of the foregoing resolutions certified to be true copies by any director or the Company Secretary of the Company be furnished to such persons as may be deemed necessary."

**CERTIFIED TO BE TRUE**

**FOR AUXILIO FINSERVIE PRIVATE LIMITED**


**Deepika Thakur**  
**Company Secretary**  
**Date: 06/02/2020**  
**Place: Mumbai**



## ANNEXURE IV: SHAREHOLDERS' RESOLUTION



**CERTIFIED TRUE COPY OF THE SPECIAL RESOLUTION PASSED BY THE SHAREHOLDERS OF AUXILO FINSERVE PRIVATE LIMITED ("COMPANY") AT THEIR MEETING HELD ON FRIDAY, FEBRUARY 07, 2020 AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT LG-B-13 & 14, LOWER GROUND FLOOR, ART GUILD HOUSE, PHOENIX MARKET CITY, LBS MARG, MUMBAI - 400070**

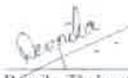
"RESOLVED THAT pursuant to the provisions of Section 42 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read together with the Companies (Prospectus and Allotment of Securities) Rules, 2014, including any modification, amendment, substitution or re-enactment thereof, for the time being in force and the provisions of the memorandum of association and the articles of association of the Company, the approval and consent of the members of the Company, be and is hereby accorded to the board of directors of the Company ("Board") to issue, and to make offers) and/or invitation(s) to eligible persons to subscribe to, non-convertible debentures ((a) subordinated, (b) listed or unlisted, (c) senior secured, (d) senior unsecured, (e) unsecured, and/or (f) any others (as may be determined)) ("NCDs"), on a private placement basis, in one or more tranches, for a period of one year from the date of passing of this resolution, provided that the outstanding amounts of all such NCDs at any time during the period shall not exceed INR 500 Crores (Indian Rupees Five Hundred Crores)."

"RESOLVED FURTHER THAT the Board be and is hereby authorised and empowered to arrange, settle and determine the terms and conditions (including without limitation, interest, repayment, security or otherwise) as it may think fit of such NCDs, and to do all such acts, deeds, and things, and to execute all such documents, instruments and writings as may be required to give effect to these resolutions."

"RESOLVED FURTHER THAT the Board be and is hereby ratifies any arrangement, the terms and conditions (including without limitation, interest, repayment, security or otherwise) agreed by the Authorized Officers, for the purpose of issuance of such NCDs, and to do all such acts, deeds, and things, and to execute all such documents, instruments and writings as may be required to give effect to these resolutions."

**CERTIFIED TO BE TRUE**

**FOR AUXILO FINSERVE PRIVATE LIMITED**

  
  
Deepika Thakur Chaudhary  
Company Secretary  
Date: 07/02/2020  
Place: Mumbai

**Auxilo Finserve Private Limited**

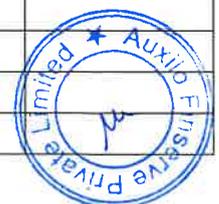
Lower Ground Floor, 8-Wing, Office No. 13 & 14, Art Guild House, Phoenix Market City, LBS Marg, Kurla (W), Mumbai 400 070  
T: +91 22 6246 1333 E: support@auxilo.com W: www.auxilo.com CIN No: U66990MH2016PTC206516  
Formerly known as Steffen & General Finance Pvt. Ltd.



**ANNEXURE V: ILLUSTRATIVE CASH FLOWS**

**Schedule I - Bond Cash Flows if Put/Call option not exercised**

<b>Dates</b>	<b>Outstanding</b>	<b>Principal repayment</b>	<b>Interest Repayment</b>	<b>Total Cashflows</b>	<b>Redemption Premium</b>
12-Feb-20	25,00,00,000			(25,00,00,000)	
31-Mar-20	25,00,00,000		36,88,525	36,88,525	
30-Apr-20	25,00,00,000		23,05,328	23,05,328	
31-May-20	25,00,00,000		23,82,172	23,82,172	
30-Jun-20	25,00,00,000		23,05,328	23,05,328	
31-Jul-20	25,00,00,000		23,82,172	23,82,172	
31-Aug-20	21,42,85,714	3,57,14,286	23,82,172	3,80,96,458	
30-Sep-20	21,42,85,714		19,75,995	19,75,995	
31-Oct-20	21,42,85,714		20,41,862	20,41,862	
30-Nov-20	21,42,85,714		19,75,995	19,75,995	
31-Dec-20	21,42,85,714		20,41,862	20,41,862	
31-Jan-21	21,42,85,714		20,47,456	20,47,456	
28-Feb-21	17,85,71,428	3,57,14,286	18,49,315	3,75,63,601	
31-Mar-21	17,85,71,428		17,06,213	17,06,213	
30-Apr-21	17,85,71,428		16,51,174	16,51,174	
31-May-21	17,85,71,428		17,06,213	17,06,213	
30-Jun-21	17,85,71,428		16,51,174	16,51,174	
31-Jul-21	17,85,71,428		17,06,213	17,06,213	
31-Aug-21	14,28,57,142	3,57,14,286	17,06,213	3,74,20,499	
30-Sep-21	14,28,57,142		13,20,939	13,20,939	
31-Oct-21	14,28,57,142		13,64,971	13,64,971	
30-Nov-21	14,28,57,142		13,20,939	13,20,939	
31-Dec-21	14,28,57,142		13,64,971	13,64,971	
31-Jan-22	14,28,57,142		13,64,971	13,64,971	
28-Feb-22	10,71,42,856	3,57,14,286	12,32,877	3,69,47,163	
31-Mar-22	10,71,42,856		10,23,728	10,23,728	
30-Apr-22	10,71,42,856		9,90,704	9,90,704	
31-May-22	10,71,42,856		10,23,728	10,23,728	
30-Jun-22	10,71,42,856		9,90,704	9,90,704	
31-Jul-22	10,71,42,856		10,23,728	10,23,728	
31-Aug-22	7,14,28,570	3,57,14,286	10,23,728	3,67,38,014	
30-Sep-22	7,14,28,570		8,27,789	8,27,789	
31-Oct-22	7,14,28,570		8,55,382	8,55,382	
30-Nov-22	7,14,28,570		8,27,789	8,27,789	
31-Dec-22	7,14,28,570		8,55,382	8,55,382	
31-Jan-23	7,14,28,570		8,55,382	8,55,382	
28-Feb-23	3,57,14,284	3,57,14,286	7,72,603	3,64,86,889	
31-Mar-23	3,57,14,284		4,27,691	4,27,691	
30-Apr-23	3,57,14,284		4,13,894	4,13,894	



31-May-23	3,57,14,284		4,27,691	4,27,691	
30-Jun-23	3,57,14,284		4,13,894	4,13,894	
31-Jul-23	3,57,14,284		4,27,691	4,27,691	
12-Aug-23	-	3,57,14,284	1,65,558	3,58,79,842	1,48,000

**Schedule II - Bond Cash Flows if Put option exercised**

Dates	Outstanding	Principal repayment	Interest Repayment	Total Cashflows	Redemption Premium
12-Feb-20	25,00,00,000			(25,00,00,000)	
31-Mar-20	25,00,00,000		36,88,525	36,88,525	
30-Apr-20	25,00,00,000		23,05,328	23,05,328	
31-May-20	25,00,00,000		23,82,172	23,82,172	
30-Jun-20	25,00,00,000		23,05,328	23,05,328	
31-Jul-20	25,00,00,000		23,82,172	23,82,172	
31-Aug-20	21,42,85,714	3,57,14,286	23,82,172	3,80,96,458	
30-Sep-20	21,42,85,714		19,75,995	19,75,995	
31-Oct-20	21,42,85,714		20,41,862	20,41,862	
30-Nov-20	21,42,85,714		19,75,995	19,75,995	
31-Dec-20	21,42,85,714		20,41,862	20,41,862	
31-Jan-21	21,42,85,714		20,47,456	20,47,456	
28-Feb-21	17,85,71,428	3,57,14,286	18,49,315	3,75,63,601	
31-Mar-21	17,85,71,428		17,06,213	17,06,213	
30-Apr-21	17,85,71,428		16,51,174	16,51,174	
31-May-21	17,85,71,428		17,06,213	17,06,213	
30-Jun-21	17,85,71,428		16,51,174	16,51,174	
31-Jul-21	17,85,71,428		17,06,213	17,06,213	
31-Aug-21	14,28,57,142	3,57,14,286	17,06,213	3,74,20,499	
30-Sep-21	14,28,57,142		13,20,939	13,20,939	
31-Oct-21	14,28,57,142		13,64,971	13,64,971	
30-Nov-21	14,28,57,142		13,20,939	13,20,939	
31-Dec-21	14,28,57,142		13,64,971	13,64,971	
31-Jan-22	14,28,57,142		13,64,971	13,64,971	
28-Feb-22	10,71,42,856	3,57,14,286	12,32,877	3,69,47,163	
31-Mar-22	10,71,42,856		10,23,728	10,23,728	
30-Apr-22	10,71,42,856		9,90,704	9,90,704	
31-May-22	10,71,42,856		10,23,728	10,23,728	
30-Jun-22	10,71,42,856		9,90,704	9,90,704	
31-Jul-22	10,71,42,856		10,23,728	10,23,728	
31-Aug-22	0	10,71,42,856	10,23,728	10,81,66,584	65,000



**Schedule III - Bond Cash Flows if Call option exercised**

Dates	Outstanding	Principal Repayment	Interest Repayment	Total Cashflows	Redemption Premium
12-Feb-20	25,00,00,000			(25,00,00,000)	-
31-Mar-20	25,00,00,000	-	36,88,525	36,88,525	
30-Apr-20	25,00,00,000	-	23,05,328	23,05,328	
31-May-20	25,00,00,000	-	23,82,172	23,82,172	
30-Jun-20	25,00,00,000	-	23,05,328	23,05,328	
31-Jul-20	25,00,00,000	-	23,82,172	23,82,172	
31-Aug-20	21,42,85,714	3,57,14,286	23,82,172	3,80,96,458	
30-Sep-20	21,42,85,714	-	19,75,995	19,75,995	
31-Oct-20	21,42,85,714	-	20,41,862	20,41,862	
30-Nov-20	21,42,85,714	-	19,75,995	19,75,995	
31-Dec-20	21,42,85,714	-	20,41,862	20,41,862	
31-Jan-21	21,42,85,714	-	20,47,456	20,47,456	
28-Feb-21	17,85,71,428	3,57,14,286	18,49,315	3,75,63,601	
31-Mar-21	17,85,71,428	-	17,06,213	17,06,213	
30-Apr-21	17,85,71,428	-	16,51,174	16,51,174	
31-May-21	17,85,71,428	-	17,06,213	17,06,213	
30-Jun-21	17,85,71,428	-	16,51,174	16,51,174	
31-Jul-21	17,85,71,428	-	17,06,213	17,06,213	
31-Aug-21	14,28,57,142	3,57,14,286	17,06,213	3,74,20,499	
30-Sep-21	14,28,57,142	-	13,20,939	13,20,939	
31-Oct-21	14,28,57,142	-	13,64,971	13,64,971	
30-Nov-21	14,28,57,142	-	13,20,939	13,20,939	
31-Dec-21	14,28,57,142	-	13,64,971	13,64,971	
31-Jan-22	14,28,57,142	-	13,64,971	13,64,971	
28-Feb-22	10,71,42,856	3,57,14,286	12,32,877	3,69,47,163	
31-Mar-22	10,71,42,856	-	10,23,728	10,23,728	
30-Apr-22	10,71,42,856	-	9,90,704	9,90,704	
31-May-22	10,71,42,856	-	10,23,728	10,23,728	
30-Jun-22	10,71,42,856	-	9,90,704	9,90,704	
31-Jul-22	10,71,42,856	-	10,23,728	10,23,728	
31-Aug-22	-	10,71,42,856	10,23,728	10,81,66,584	3,05,000



**ANNEXURE VI: BANK ACCOUNT DETAILS**

<b>Beneficiary Name</b>	Auxilo Finserve Private Limited - Treasury Operations Account
<b>Credit Account No.</b>	196205001038
<b>Centre (Location)</b>	Mumbai
<b>Bank</b>	ICICI Bank Limited
<b>Branch</b>	Phoenix Market City
<b>Account Type</b>	Current Account
<b>IFSC Code</b>	ICIC0001962



**ANNEXURE VII: APPLICATION FORM**

**AUXILO FINSERVE PRIVATE LIMITED**

A public limited company incorporated under the Companies Act, 1956

**Date of Incorporation:** October 4, 2016

**Registered Office:** LG-B-13 & 14, Art Guild House, Phoenix Market City, LBS Marg, Kurla West,  
Mumbai – 400070, India

**Telephone No:** 022-62463333

**Website:** <http://www.auxilo.com/>

**DEBENTURE SERIES APPLICATION FORM SERIAL NO.**

**ISSUE OF 2,500 (TWO THOUSAND FIVE HUNDRED) RATED, UNSECURED, SENIOR, SUBORDINATED, REDEEMABLE, TAXABLE, TRANSFERABLE, UNLISTED, NON-CONVERTIBLE DEBENTURES EACH HAVING A FACE VALUE OF INR 1,00,000 (INDIAN RUPEES ONE LAKH ONLY) AGGREGATING TO A FACE VALUE OF INR 25,00,00,000 (INDIAN RUPEES TWENTY FIVE CRORE) (“DEBENTURES”) ON A PRIVATE PLACEMENT BASIS (THE “ISSUE”).**

RS \_\_\_\_\_ (RUPEES \_\_\_\_\_), PAID UP FOR CASII

**DEBENTURE SERIES APPLIED FOR:**

Number of Debentures: \_\_\_\_\_ In words: \_\_\_\_\_ Only

Amount Rs. \_\_\_\_\_ In words Rupees: \_\_\_\_\_ Only

**DETAILS OF PAYMENT:**

Cheque / Demand Draft / RTGS

No. \_\_\_\_\_ Drawn on \_\_\_\_\_

Funds transferred to Auxilo Finserve Private Limited  
dated \_\_\_\_\_

Total Amount Enclosed

(In Figures) Rs. \_\_\_\_\_ (In words) \_\_\_\_\_ Only

**APPLICANT'S NAME IN FULL (CAPITALS)**

**SPECIMEN SIGNATURE**

--	--

**APPLICANT'S ADDRESS**



<b>ADDRESS</b>					
<b>STREET</b>					
<b>CITY</b>					
<b>PIN</b>		<b>PHONE</b>		<b>FAX</b>	

APPLICANT'S PAN/GIR NO. \_\_\_\_\_ IT CIRCLE/WARD/DISTRICT \_\_\_\_\_

**WE ARE** ( ) COMPANY ( ) OTHERS ( ) SPECIFY \_\_\_\_\_

We have read and understood the Private Placement Offer cum Application Letter and the terms and conditions of the issue of Debentures contained therein including the risk factors described in the Private Placement Offer cum Application Letter and have considered these in making our decision to apply. We bind ourselves to the terms and conditions set out in the Private Placement Offer cum Application Letter and the terms and conditions of the issue of Debentures contained therein and wish to apply for allotment of these Debentures. We request you to please place our name(s) on the Register of Debenture Holders.

Name of the Authorised Signatory(ies)	Designation	Signature

Applicant's Signature:

We the undersigned, are agreeable to holding the Debentures of the Company in dematerialised form. Details of my/our Beneficial Owner Account are given below:

<b>DEPOSITORY</b>	<b>NSDL ( ) CDSL ( )</b>
<b>DEPOSITORY PARTICIPANT NAME</b>	
<b>DP-ID</b>	
<b>BENEFICIARY ACCOUNT NUMBER</b>	
<b>NAME OF THE APPLICANT(S)</b>	

<b>Applicant Bank Account :</b> (Settlement by way of Direct Credit / ECS / NEFT/RTGS/other permitted mechanisms)	Beneficiary Bank Name: Account No: IFSC Code: Branch:
--	--

<b>FOR OFFICE USE ONLY</b>	
DATE OF RECEIPT _____	DATE OF CLEARANCE _____

*(Note: Cheque and Drafts are subject to realisation)*

We understand and confirm that the information provided in the Private Placement Offer cum Application Letter is provided by the Issuer and the same has not been verified by any legal advisors to the Issuer, and other intermediaries and their agents and advisors associated with this Issue. We confirm that we have for the purpose of investing in these Debentures carried out our own due diligence and made our own decisions



with respect to investment in these Debentures and have not relied on any representations made by anyone other than the Issuer, if any.

We understand that: (i) in case of allotment of Debentures to us, our Beneficiary Account as mentioned above would get credited to the extent of allotted Debentures; (ii) the Applicant must ensure that the sequence of names as mentioned in the Application Form matches the sequence of name held with our Depository Participant; and (iii) if the names of the Applicant in this application are not identical and also not in the same order as the Beneficiary Account details with the above mentioned Depository Participant or if the Debentures cannot be credited to our Beneficiary Account for any reason whatsoever, the Company shall be entitled at its sole discretion to reject the application or issue the Debentures in physical form.

We understand that we are assuming on our own account, all risk of loss that may occur or be suffered by us including as to the returns on and/or the sale value of the Debentures.

Applicant's Signature

FOR OFFICE USE ONLY	
DATE OF RECEIPT _____	DATE OF CLEARANCE _____

*(Note : Cheque and Drafts are subject to realisation)*

------(TEAR HERE)-----

**ACKNOWLEDGMENT SLIP**

<i>(To be filled in by Applicant)</i> SERIAL NO.	1	-	-	-	-	-	-	-	-
--	---	---	---	---	---	---	---	---	---

Received from \_\_\_\_\_

Address _____	
Cheque/Draft/UTR # _____	Drawn on _____ for
Rs. _____ on account of application of _____	Debenture



## INSTRUCTIONS

1. Application form must be completed in full, IN ENGLISH.
2. Signatures must be made in English or in any of the Indian languages. Thumb Impressions must be attested by an authorized official of the Bank or by a Magistrate/Notary Public under his/her official seal.
3. Application form, duly completed in all respects, must be submitted with the respective Collecting Bankers. Cheque(s)/Demand Draft(s) should be drawn in favour of " Auxilo Finserve Private Limited " and crossed "A/C **Payee Only**" Cheque(s)/Demand Draft(s) may be drawn on any scheduled bank and payable at Mumbai. The payment can also be made through RTGS as per the following details:

<b>Beneficiary name</b>	Auxilo Finserve Private Limited - Treasury Operations Account
Beneficiary account no.	196205001038
Beneficiary address	LG-B-13 & 14, Art Guild House, Phoenix Market City, LBS Marg, Kurla West, Mumbai – 400070
Beneficiary bank	ICICI Bank Limited
Account type	Current Account
IFSC code	ICIC0001962

The Company undertakes that the application money deposited in the above-mentioned bank account shall not be utilized for any purpose other than

- a) for adjustment against allotment of securities; or
- b) for the repayment of monies where the company is unable to allot securities.

4. Outstation Cheques, Cash, Money Orders, Postal Orders and Stock Invest shall not be accepted.
5. Receipt of applicants will be acknowledged by the Company in the "Acknowledgement Slip" appearing below the application form. No separate receipt will be issued.
6. All applicants should mention their Permanent Account No. or their GIR No. allotted under Income Tax Act, 1961 and the Income Tax Circle/Ward/District. In case where neither the PAN nor the GIR No. has been allotted, the fact of non-allotment should be mentioned in the application form in the space provided. Income Tax as applicable will be deducted at source at the time of payment of interest including interest payable on application money.

**The application would be accepted as per the terms of the scheme outlined in the transaction documents for the private placement.**

