

Date: December 05, 2024

The Manager
Listing Department
BSE Limited
Phiroze Jeejeebhoy Tower
Dalal Street
Mumbai - 400 001
BSE Scrip Code: 535789, 890192

The Manager
Listing Department
The National Stock Exchange of India Ltd.
Exchange Plaza, 5 Floor, Plot C/1, G Block
Bandra-Kurla Complex, Bandra(E)
Mumbai - 400 051
NSE Symbol: SAMMAANCAP/EQ, SCLPP

Sub: PROPOSED PUBLIC ISSUE BY SAMMAAN CAPITAL LIMITED (FORMERLY KNOWN AS INDIABULLS HOUSING FINANCE LIMITED) (“COMPANY” OR “ISSUER”) OF SECURED REDEEMABLE NON-CONVERTIBLE DEBENTURES OF FACE VALUE OF ₹ 1,000 EACH (“NCDs”), FOR AN AMOUNT UP TO ₹100 CRORES (“BASE ISSUE SIZE”) WITH AN OPTION TO RETAIN OVERSUBSCRIPTION UP TO ₹200 CRORES, AGGREGATING UP TO ₹300 CRORES (“TRANCHE II ISSUE LIMIT”) (“TRANCHE II ISSUE”) WHICH IS WITHIN THE SHELF LIMIT OF ₹2,000 CRORES AND IS BEING OFFERED BY WAY OF THE TRANCHE II PROSPECTUS DATED DECEMBER 05, 2024 CONTAINING INTER ALIA THE TERMS AND CONDITIONS OF TRANCHE II ISSUE (“TRANCHE II PROSPECTUS”), WHICH SHOULD BE READ TOGETHER WITH THE SHELF PROSPECTUS DATED AUGUST 28, 2024 (“SHELF PROSPECTUS”) FILED WITH THE ROC, STOCK EXCHANGES AND SECURITIES AND EXCHANGE BOARD OF INDIA (“SEBI”) READ TOGETHER WITH THE CORRIGENDUM CUM ADDENDUM TO THE SHELF AND TRANCHE I PROSPECTUS DATED SEPTEMBER 4, 2024 (“CORRIGENDUM”). THE SHELF PROSPECTUS, THE CORRIGENDUM AND THE TRANCHE II PROSPECTUS CONSTITUTES THE PROSPECTUS.

DISCLOSURE OF MATERIAL EVENTS / INFORMATION BY LISTED ENTITIES UNDER REGULATIONS 30 AND 30A OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, AS AMENDED (“LISTING REGULATION”).

Dear Sir/Madam,

Pursuant to the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”), as amended, we hereby inform you that a meeting of the Securities Issuance and Investment Committee (“Committee”) of the board of directors of Sammaan Capital Limited (“Company” or “Issuer”) was held on December 05, 2024, wherein the Committee *inter alia* considered and approved the public issue by the Company of secured, redeemable, non-convertible debentures of face value of ₹1,000 each (“NCDs”) for an amount up to ₹100 crores (“Base Issue Size”) with an option to retain oversubscription up to ₹200 crores, aggregating up to ₹300 crores (“Tranche II Issue Limit”) (“Tranche II Issue”), which is within the shelf limit of ₹2,000 crores.

The details as per the SEBI Master Circular for compliance with provisions of the Listing Regulations by listed entities bearing Circular number SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 (“LODR Master Circular”) read with the SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, are provided as follows:

Sr. No.	Particulars	Remarks
1.	Type of Instrument	Secured, redeemable, non-convertible Debentures.
2.	Mode	Public Issue
3.	Tranche II Issue size	₹100 crores (“Base Issue Size”) with an option to retain oversubscription up to ₹200 crores, aggregating up to ₹300 crores (“Tranche II Issue Limit”)
4.	TRANCHE II Issue opening and closing dates	TRANCHE II Issue opening date: Monday, December 09, 2024 TRANCHE II Issue closing date: Friday, December 20, 2024*
5.	Proposed to be listed on	BSE and NSE. BSE being the Designated Stock Exchange.
6.	Credit ratings	“CRISIL AA/Stable” (pronounced as CRISIL double A rating with stable outlook), by CRISIL Ratings Limited “[ICRA]AA (Stable)” (pronounced as ICRA double A rating with a stable outlook) by ICRA Limited
7.	Deemed Date of allotment	The date on which the Board or the Securities Issuance and Investment Committee approves the Allotment of the NCDs for this Tranche II Issue or such date as may be determined by the Board of Directors or the Securities Issuance and Investment Committee and notified to the Designated Stock Exchange. The actual Allotment of NCDs may take place on a date other than the Deemed Date of Allotment. All benefits relating to the NCDs including interest on NCDs shall be available to NCD Holders from the Deemed Date of Allotment.
8.	Tenor	24 months, 36 months, 60 months, 84 months and 120 months
9.	Redemption date	Series I, Series II and Series III: 24 Months from the Deemed Date of Allotment; Series IV, Series V and Series VI: 36 Months from the Deemed Date of Allotment; Series VII, Series VIII, Series IX, Series X, Series XI and Series XII: Staggered Redemption by Face Value as per “Principal Redemption Schedule and Redemption Amounts” as mentioned in Annexure A
10.	Redemption amount	Please refer to Annexure A
11.	Details of coupon/ interest offered, schedule of payment of coupon/interest and principal	Please refer to Annexure A

Sr. No.	Particulars	Remarks
12	Charge/security, if any, created over the assets	The NCDs proposed to be issued will be secured by a first ranking pari passu charge by way of hypothecation in favour of the Debenture Trustee, on the financial and non-financial assets (including investments) of the Company, both present and future; and on present and future loan assets of the Company, including all monies receivable for the principal amount and interest thereon, on a first ranking pari passu basis with all other secured lenders to the Issuer holding pari-passu charge over the security, as specifically set out in and fully described in the Debenture Trust Deed. The NCDs will have a minimum security cover of 1.25 times on the principal amount and interest thereon at all times during the tenor of the NCDs. The Issuer reserves the right to sell or otherwise deal with the receivables, both present and future, including without limitation to create a charge on pari passu or exclusive basis thereon for its present and future financial requirements, provided that a minimum-security cover of 1.25 times on the principal amount and accrued interest thereon, is maintained, on such terms and conditions as the Issuer may think appropriate, without the consent of, or intimation to, the NCD Holders or the Debenture Trustee in this connection. However, if consent and/or intimation is required under applicable law, then the Company shall obtain such consents and/or intimation in accordance with such law. We have received necessary consents from the relevant lenders, debenture trustees and security trustees for ceding pari passu charge in favour of the Debenture Trustee in relation to the NCDs. The security shall be created prior to making the listing application for the NCDs with the Stock Exchanges. The NCDs shall be considered as secured only if the charged asset is registered with sub-registrar and RoC or CERSAI or Depository etc., as applicable, or is independently verifiable by the Debenture Trustee. Without prejudice to the aforesaid, in the event our Company fails to execute the Debenture Trust Deed within the period specified in Regulation 18(1) of the SEBI NCS Regulations or such other time frame as may be stipulated from time-to-time, our Company shall also pay interest of at least 2% (two per cent) per annum to the NCD holders, over and above the interest rate on the NCDs specified in this Tranche II Prospectus, till the execution of the Debenture Trust Deed. The revaluation and replacement of the security shall be in accordance with the Debenture Trust Deed and in accordance with the applicable laws.
13	Special right / interest / privileges attached to the instrument, and changes thereof	N.A.
14	Default in payment of interest / principal	Our Company shall pay interest in connection with any delay in allotment, refunds, listing, dematerialised credit, execution of Debenture Trust Deed, payment of interest, redemption of principal amount beyond the time limits prescribed under applicable statutory and/or regulatory requirements, at such rates as stipulated/ prescribed under applicable laws. Our Company shall pay at least two percent per annum to the debenture holder, over and above the agreed coupon rate, till the execution of the trust deed if our Company fails to execute the trust deed within such period as prescribed under applicable law.
15	Details of any letter or comments regarding payment / non-payment of interest, principal on due dates, or any other matter concerning the security and / or the assets along with it comments thereon, if any	N.A.
16	Details of redemption of preference shares indicating the manner of redemption (whether out of profits or out of fresh issues) and debentures	N.A.

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

Additionally, the Committee also approved the Tranche II Prospectus dated December 05, 2024 (“**Tranche II Prospectus**”) which have been filed with the Registrar of Companies, Delhi & Haryana at New Delhi, the Securities and Exchange Board of India, National Stock Exchange of India Limited and BSE Limited.



All capitalized terms used but not specifically defined here shall have the meaning ascribed to such terms in the Shelf Prospectus and Tranche II Prospectus.

We request you to take the aforesaid on record.

Thanking you,
Yours sincerely,

For and on behalf of Sammaan Capital Limited (formerly known as Indiabulls Housing Finance Limited)

Amit Kumar Jain
Company Secretary and Compliance Officer

Encl.:a/a

CC:
Singapore Exchange Securities Trading Limited, Singapore (“SGX”)
India International Exchange IFSC Limited (“India INX”)

SPECIFIC TERMS OF NCDs

Series	I	II	III	IV**	V	VI	VII	VIII	IX	X	XI	XII
Frequency of Interest Payment	Annual	Monthly	Cumulative	Annual	Monthly	Cumulative	Annual	Monthly	Annual	Monthly	Annual	Monthly
Minimum Application	₹ 10,000 (10 NCDs) across all series											
In Multiples of thereafter	₹ 1,000 (1 NCD)											
Face Value/ Issue Price of NCDs (₹/ NCD)	₹ 1,000											
Tenor in months	24 months	24 months	24 months	36 months	36 months	36 months	60 months	60 months	84 months	84 months	120 months	120 months
Coupon (% per annum) for NCD Holders in Categories I & II	9.25%	8.88%	NA	9.40%	9.02%	NA	9.65%	9.25%	10.00 %	9.57%	10.25 %	9.80%
Coupon (% per annum) for NCD Holders in Categories III & IV	9.65%	9.25%	NA	9.90%	9.48%	NA	10.15 %	9.71%	10.50 %	10.03%	10.75 %	10.25%
Effective Yield (% per annum) for NCD Holders in Categories I & II	9.25%	9.25%	9.25%	9.40%	9.40%	9.40%	9.65%	9.65%	10.00 %	10.00%	10.25 %	10.24%
Effective Yield (% per annum) for NCD Holders in Categories III & IV	9.65%	9.65%	9.65%	9.90%	9.90%	9.90%	10.15 %	10.15%	10.50 %	10.48%	10.74 %	10.75%
Mode of Interest Payment	Through various modes available											
Redemption Amount (₹ / NCD) on Maturity for NCD Holders in Category I and II	₹ 1,000	₹ 1,000	₹ 1,193.56	₹ 1,000	₹ 1,000	₹ 1,309.34	Staggered Redemption in Three (3) annual payments of ₹ 333.33 each starting from 3rd Anniversary* until Maturity		Staggered Redemption in Five (5) annual payments of ₹ 200 each, starting from 3rd Anniversary* until Maturity		Staggered Redemption in Eight (8) annual payments of ₹ 125 each, starting from 3rd Anniversary* until Maturity	
Redemption Amount (₹ / NCD) on Maturity for NCD Holders in Category III and IV	₹ 1,000	₹ 1,000	₹ 1,202.32	₹ 1,000	₹ 1,000	₹ 1,327.38	Staggered Redemption in Three (3) annual payments of ₹ 333.33 each starting from 3rd Anniversary* until Maturity		Staggered Redemption in Five (5) annual payments of ₹ 200 each, starting from 3rd Anniversary* until Maturity		Staggered Redemption in Eight (8) annual payments of ₹ 125 each, starting from 3rd Anniversary* until Maturity	
Maturity/Redemption Date (from the Deemed Date of Allotment)	24 Months	24 Months	24 Months	36 Months	36 Months	36 Months	60 Months	60 Months	84 Months	84 Months	120 Months	120 Months
Redemption Date/ Redemption Schedule	24 Months	24 Months	24 Months	36 Months	36 Months	36 Months	Staggered Redemption by Face Value as per “Principal Redemption Schedule and Redemption Amounts”					
Nature of Indebtedness	Secured											
Put and Call Option	Not Applicable											

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

- With respect to Series II, V, VIII, X, XII where interest is to be paid on a monthly basis, the first interest payment will be due after one month from the Deemed Date of Allotment. The last interest payment will be made at the time of redemption of the NCDs.
- With respect to Series I, IV, VII, IX and XI and where interest is to be paid on annual basis, the first interest payment will be due at the end of one year from the date of allotment. Subsequently, interest payment will be due at the end of every year thereafter. The last interest payment will be made at the time of redemption of the NCDs.
- Please refer to “Annexure D” on page 425 of the Tranche II Prospectus, for details pertaining to the cash flows of the Company in accordance with the SEBI Master Circular.

- Subject to applicable tax deducted at source. For further details, please see the section entitled “Statement of Possible Tax Benefits” on page 104 of the Tranche II Prospectus.
- Applicants are advised to ensure that they have obtained the necessary statutory and/or regulatory permissions/consents/approvals in connection with applying for, subscribing to, or seeking Allotment of NCDs pursuant to the Tranche II Issue. For further details, see “Issue Procedure” and “Terms of Issue” on page 385 and 367, respectively of the Tranche II Prospectus .

*Set out below is the principal redemption schedule and the redemption amount for the Series VII NCDs, Series VIII NCDs, Series IX NCDs, Series X NCDs, Series XI NCDs and Series XII NCDs in relation to which the principal outstanding will be redeemed in a staggered manner:

Principal Redemption Schedule and Redemption Amounts						
Series	Series VII and VIII		Series IX and X		Series XI and XII	
Tenure	60 Months		84 Months		120 Months	
	Redemption Amount	Principal Outstanding	Redemption Amount	Principal Outstanding	Redemption Amount	Principal Outstanding
Face Value	₹ 1,000.00	₹ 1,000.00	₹ 1,000.00	₹ 1,000.00	₹ 1,000.00	₹ 1,000.00
1 st Anniversary*	-	₹ 1,000.00	-	₹ 1,000.00	-	₹ 1,000.00
2 nd Anniversary*	-	₹ 1,000.00	-	₹ 1,000.00	-	₹ 1,000.00
3 rd Anniversary*	₹ 333.33	₹ 666.67	₹ 200.00	₹ 800.00	₹ 125.00	₹ 875.00
4 th Anniversary*	₹ 333.33	₹ 333.33	₹ 200.00	₹ 600.00	₹ 125.00	₹ 750.00
5 th Anniversary*	₹ 333.33	₹ 0.00	₹ 200.00	₹ 400.00	₹ 125.00	₹ 625.00
6 th Anniversary*	NA	NA	₹ 200.00	₹ 200.00	₹ 125.00	₹ 500.00
7 th Anniversary*	NA	NA	₹ 200.00	₹ 0.00	₹ 125.00	₹ 375.00
8 th Anniversary*	NA	NA	NA	NA	₹ 125.00	₹ 250.00
9 th Anniversary*	NA	NA	NA	NA	₹ 125.00	₹ 125.00
10 th Anniversary*	NA	NA	NA	NA	₹ 125.00	₹ 0.00

*of Deemed Date from Allotment