



18 October, 2023

BSE Limited

Corporate Relationship Department
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai-400 001

(Company Code –10828)

Dear Sir/Madam,

Subject: Outcome of Board Meeting held on 18 October, 2023 pursuant to Regulations 51, 52 and 54 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')

This is to inform you that the Board of Directors of Poonawalla Housing Finance Limited ("**Company**") at its meeting held today i.e. on 18 October, 2023 has *inter-alia*, considered and approved the following:

1. Unaudited Special Purpose Condensed Interim Statement of Profit and Loss of the Company for the period ended 25 July 2023 and 31 July 2023 for consolidation with erstwhile Holding Company i.e., Poonawalla Fincorp Limited;
2. Unaudited Special Purpose Condensed Interim Financial Statements of the Company as on 31 July 2023 for consolidation with erstwhile Holding Company i.e., Poonawalla Fincorp Limited;
3. Unaudited Financial Results of the Company for the quarter and half year ended 30 September, 2023; and
4. Raising of funds by issuance of debt securities on private placement basis of upto Rs.1500 crore during the financial year 2023-24.

In compliance with the provisions of Regulations 52 and 54 of the Listing Regulations, we are enclosing herewith the below mentioned documents:

1. Limited Review Report of the Statutory Auditors of the Company for the quarter and half year ended 30 September, 2023 pursuant to Regulation 52(2) of the Listing Regulations;
2. Unaudited Financial Results of the Company for the quarter and half year ended 30 September, 2023 pursuant to Regulation 52 of the Listing Regulations;
3. Disclosure and Security cover certificate as per Regulation 54(2) and 54(3) of the Listing Regulations;
4. Statement of disclosures of line items pursuant to Regulation 52(4) of the Listing Regulations;
5. Statement as per Regulation 52(7) of the Listing Regulations with respect to utilisation of the issue proceeds; and
6. Key highlights of the financial results for the quarter and half year ended 30 September, 2023.

The Meeting of the Board of Directors commenced at 10.45 A.M. and concluded at 01:00 P.M.

We request you to kindly take the same on record.

Yours faithfully,

For **Poonawalla Housing Finance Limited**

Vaishnavi Suratwala

Company Secretary

Membership No.: A41827

Enclosure: As above

Poonawalla Housing Finance Limited
(Formerly known as Magma Housing Finance Limited)

CIN: U65922PN2004PLC208751

Registered Office: 602, 6th Floor, Zero One IT Park, Sr. No. 79/1, Ghorpadi, Mundhwa Road, Pune - 411036

T: +91 020 67808091 | **E:** info@poonawallahousing.com | **W:** www.poonawallahousing.com

Classification | INTERNAL

Independent Auditor's Review Report on the Quarterly and Half yearly Unaudited Financial Results of the Company Pursuant to Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

**The Board of Directors
Poonawalla Housing Finance Limited**

1. We have reviewed the accompanying statement of Unaudited Financial Results of Poonawalla Housing Finance Limited (the "company") for quarter and half year ended September 30, 2023 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
2. This statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 'Interim Financial Reporting' ("Ind AS 34") prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder, Circular No. NHB (ND)/DRS/Policy Circular No. 89/2017-18 dated June 14, 2018 issued by the National Housing Bank ("the NHB Circular") and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 - "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Ind AS 34 specified under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Regulation 52 of the SEBI (Listing Obligations and Disclosure

Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement or that it has not been prepared in accordance with the relevant prudential norms issued by the Reserve Bank of India in respect of income recognition, asset classification, provisioning and other related matters.

For G. D. Apte & Co.
Chartered Accountants
Firm Registration Number: 100515W
UDIN: 23017532BGYLOW3626

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V DIXIT

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Date: 2023.10.18
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C. M. Dixit
Partner
Membership Number: 017532
Place: Pune
Date: October 18, 2023

| Particulars | Quarter ended | | | Half Year ended | | Year ended |
|--|---------------|---------------|---------------|-----------------|---------------|---------------|
| | 30/09/2023 | 30/06/2023 | 30/09/2022 | 30/09/2023 | 30/09/2022 | 31/03/2023 |
| | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) | (Audited) |
| 1. Revenue from Operations | | | | | | |
| (a) Interest income | 224.12 | 205.95 | 150.61 | 430.07 | 281.64 | 635.30 |
| (b) Fees and commission income | 9.15 | 5.58 | 4.32 | 14.73 | 8.48 | 20.19 |
| (c) Net gain on fair value changes | 2.55 | 1.26 | - | 3.81 | - | - |
| (d) Net gain on derecognition of financial instruments under amortised cost category | 16.10 | 14.24 | 20.15 | 30.34 | 21.11 | 48.13 |
| Total revenue from operations | 251.92 | 227.03 | 175.08 | 478.95 | 311.23 | 703.62 |
| (e) Other income | 4.28 | 2.30 | 1.94 | 6.58 | 6.30 | 12.43 |
| Total Income | 256.20 | 229.33 | 177.02 | 485.53 | 317.53 | 716.05 |
| 2. Expenses | | | | | | |
| (a) Finance costs | 108.20 | 100.06 | 64.95 | 208.26 | 119.58 | 279.77 |
| (b) Net loss on fair value changes | 1.07 | 0.05 | 3.03 | 1.12 | 1.29 | 0.53 |
| (c) Impairment on financial instruments | 16.13 | 8.64 | 6.84 | 24.77 | 9.22 | 36.39 |
| (d) Employee benefits expense | 59.49 | 52.27 | 43.31 | 111.76 | 74.71 | 168.69 |
| (e) Depreciation, amortisation and impairment | 4.88 | 3.77 | 1.72 | 8.65 | 3.11 | 8.97 |
| (f) Other expenses | 24.38 | 29.96 | 13.71 | 54.34 | 25.91 | 67.51 |
| Total Expenses | 214.15 | 194.75 | 133.56 | 408.90 | 233.82 | 561.86 |
| 3. Profit/(Loss) before tax (1-2) | 42.05 | 34.58 | 43.46 | 76.63 | 83.72 | 154.19 |
| 4. Tax expense | | | | | | |
| (a) Current tax | 10.25 | 3.98 | 7.01 | 14.23 | 16.27 | 31.34 |
| (b) Deferred tax (credit)/charge | 0.26 | 4.67 | 3.78 | 4.93 | 4.60 | 7.63 |
| Total tax expense | 10.51 | 8.65 | 10.79 | 19.16 | 20.87 | 38.97 |
| 5. Profit/(Loss) for the period (3-4) | 31.54 | 25.93 | 32.68 | 57.47 | 62.85 | 115.22 |
| 6. Other comprehensive income | | | | | | |
| (i) Items that will not be reclassified to profit or loss | 0.04 | (0.26) | (0.08) | (0.22) | 0.36 | 0.19 |
| (ii) Income tax relating to items that will not be reclassified to profit or loss | (0.01) | 0.07 | 0.02 | 0.06 | (0.09) | (0.05) |
| Total other comprehensive income | 0.03 | (0.19) | (0.06) | (0.16) | 0.27 | 0.14 |
| 7. Total comprehensive income for the period (5+6) | 31.57 | 25.74 | 32.62 | 57.31 | 63.12 | 115.36 |
| 8. Paid-up equity share capital (Face value of ₹ 10/- each) | 289.77 | 252.29 | 252.29 | 289.77 | 252.29 | 252.29 |
| 9. Earnings per share* | | | | | | |
| (a) Basic (in ₹) | 1.13 | 1.03 | 1.30 | 2.16 | 2.49 | 4.57 |
| (b) Diluted (in ₹) | 1.12 | 1.03 | 1.29 | 2.15 | 2.49 | 4.56 |

* Not annualised for the quarters

Statement of Unaudited Financial Results for the quarter and half year ended 30 September 2023

Statement of Assets and Liabilities as at 30 September 2023

(₹ in Crores)

| Particulars | As at 30 September 2023 | As at 31 March 2023 |
|---|----------------------------|------------------------|
| | (Unaudited) | (Audited) |
| A. ASSETS | | |
| 1. Financial Assets | | |
| (a) Cash and cash equivalents | 638.19 | 154.81 |
| (b) Bank balances other than cash and cash equivalents | 403.46 | 40.38 |
| (c) Derivative financial instruments | - | - |
| (d) Loans | 6,092.37 | 5,438.57 |
| (e) Investments | 137.04 | 97.35 |
| (f) Other financial assets | 161.52 | 143.96 |
| Total Financial Assets | 7,432.58 | 5,875.07 |
| 2. Non-financial Assets | | |
| (a) Current tax assets (Net) | 6.99 | 0.99 |
| (b) Property, plant and equipment | 16.54 | 15.01 |
| (c) Intangible assets under development | 0.06 | 1.28 |
| (d) Other intangible assets | 6.82 | 3.05 |
| (e) Right of use assets | 57.60 | 48.86 |
| (f) Assets held for sale | - | - |
| (g) Other non-financial assets | 37.22 | 26.51 |
| Total Non-financial Assets | 125.23 | 95.70 |
| Total Assets | 7,557.81 | 5,970.77 |
| B. LIABILITIES AND EQUITY | | |
| Liabilities | | |
| 1. Financial Liabilities | | |
| (a) Derivative financial instruments | - | - |
| (b) Payables | | |
| (I) Trade payables | | |
| (i) total outstanding dues of micro enterprises and small enterprises | - | - |
| (ii) total outstanding dues of creditors other than micro enterprises and small enterprises | 4.64 | 6.26 |
| (II) Other Payables | | |
| (i) total outstanding dues of micro enterprises and small enterprises | - | - |
| (ii) total outstanding dues of creditors other than micro enterprises and small enterprises | 25.62 | 15.02 |
| (c) Debt securities | 917.79 | 283.49 |
| (d) Borrowings (other than debt securities) | 4,553.38 | 4,227.45 |
| (e) Subordinated liabilities | 99.77 | 99.71 |
| (f) Lease liabilities | 61.62 | 51.31 |
| (g) Other financial liabilities | 50.10 | 43.24 |
| Total Financial Liabilities | 5,712.92 | 4,726.48 |
| 2. Non-Financial Liabilities | | |
| (a) Provisions | 3.23 | 2.61 |
| (b) Deferred tax liabilities (net) | 20.41 | 15.55 |
| (c) Other non financial liabilities | 17.02 | 17.55 |
| Total Non-Financial Liabilities | 40.66 | 35.71 |
| 3. Equity | | |
| (a) Equity share capital | 289.77 | 252.29 |
| (b) Other equity | 1,514.46 | 956.29 |
| Total equity | 1,804.23 | 1,208.58 |
| Total Liabilities and Equity | 7,557.81 | 5,970.77 |

Statement of Unaudited Financial Results for the quarter and half year ended 30 September 2023
Cash flow statement for the half year ended 30 September 2023
(₹ in Crores)

| | As at 30 September 2023 (Unaudited) | As at 30 September 2022 (Unaudited) |
|---|---|---|
| A Cash flow from operating activities | | |
| Profit before tax | 76.63 | 83.72 |
| Adjustments for: | | |
| Depreciation and amortisation expense | 8.65 | 3.11 |
| Net loss/(gain) on financial instruments at fair value through profit or loss | (0.10) | 3.87 |
| Allowance for impairment loss | 24.77 | 9.22 |
| Liability no longer required written back | (0.04) | (0.22) |
| Loss on sale of property, plant and equipment | 0.03 | - |
| Net (gain)/ loss on derecognition of financial instruments | (30.34) | (21.11) |
| Finance cost | 208.26 | 119.58 |
| Interest received on investments | (4.08) | - |
| Interest on income tax refund | - | - |
| Gain on redemption of mutual fund | (3.71) | (2.59) |
| Expense on employee stock option scheme | 2.20 | 5.50 |
| Operating profit before working capital changes | 282.27 | 201.08 |
| Changes in working capital: | | |
| (Increase) in loans | (648.23) | (537.95) |
| (Increase) in other financial assets | (18.67) | (51.11) |
| Decrease/(Increase) in other non financial assets | 1.28 | 3.50 |
| Decrease in held for sale assets | - | 0.58 |
| Decrease/(Increase) in other bank balances | (363.08) | (0.58) |
| (Decrease)/Increase in derivative financial instrument | - | 0.24 |
| Increase in trade and other payables | 8.93 | 3.08 |
| (Decrease)/Increase in other financial liabilities | 6.86 | (6.33) |
| (Decrease) in other non financial liabilities | (0.53) | (4.55) |
| Increase in provisions | 0.40 | 1.74 |
| Cash generated from/(used in) operating activities | (730.77) | (390.30) |
| Income tax paid (net of refunds) | (20.23) | (15.73) |
| Net cash generated from/(used in) operating activities (A) | (751.00) | (406.03) |
| B Cash flow from investing activities | | |
| Purchase of property, plant and equipment including capital advances | (4.00) | (3.02) |
| Sale of property, plant and equipment | 0.01 | - |
| Purchase in intangible assets and intangible assets under development | (3.77) | (0.97) |
| Purchase of Investments | (1,415.20) | - |
| Interest received on investments | 4.08 | - |
| Net proceeds from redemption of Investments | 1,383.64 | 2.59 |
| Net cash generated from/(used in) investing activities (B) | (35.24) | (1.40) |
| C Cash flow from financing activities | | |
| Proceeds from issue of equity shares including securities premium (net of issue expenses) | 536.14 | 0.49 |
| Proceeds from debt securities | 900.00 | - |
| Repayment of debt securities | (270.00) | - |
| Proceeds from borrowings other than debt securities | 1,304.21 | 1,118.84 |
| Repayment of borrowings other than debt securities | (978.95) | (481.30) |
| Finance Cost Paid | (215.24) | (117.51) |
| Payment of lease liability | (6.54) | (2.21) |
| Net cash generated from/(used in) financing activities (C) | 1,269.62 | 518.31 |
| Net increase/(decrease) in cash and cash equivalents (A+B+C) | 483.38 | 110.88 |
| Cash and cash equivalents at the beginning of the year | 154.81 | 19.53 |
| Cash and cash equivalents at the closing of the year* | 638.19 | 130.41 |
| *Components of cash and cash equivalents: | | |
| Cash on hand | - | 0.48 |
| Balances and deposits with banks | 638.19 | 129.93 |
| | 638.19 | 130.41 |

Notes :

- 1] The above unaudited financial results have been reviewed by the Audit Committee and approved by the Board of Directors of Poonawalla Housing Finance Limited ("the Company") at their respective meetings held on 18 October 2023.
- 2] The unaudited financial results of the Company have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under Section 133 of the Companies Act 2013 ("the Act") read with the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.
- 3] The unaudited financial results have been subjected to limited review by the statutory auditors of the Company. The statutory auditors have expressed an unmodified conclusion on these financial results.
- 4] The Company is primarily engaged in mortgage-backed finance and as such the Board reviews the Company's performance as a single business. Accordingly no separate information is required to be furnished in terms of Ind AS 108 "Operating segments" specified under Section 133 of the Act.
- 5] As per Regulation 54 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") as amended from time to time, the listed Non-Convertible Debentures issued by the Company are fully secured by way of hypothecation over the book debts/ loan receivables and other eligible security, to the extent as stated in the respective information memorandum. Further, the Company has maintained security cover as stated in the respective information memorandum which is sufficient to discharge the principal amount at all times of the non-convertible debentures issued by the Company. The details of the security cover as per the prescribed format pursuant to Regulation 54(3) of the Listing Regulations read with SEBI Circular dated May 19, 2022 is attached as Annexure 1.
- 6] The Government of India has approved the Code on Social Security, 2020 which subsumes the Provident Fund and the Gratuity Act and rules there under. The Ministry of Labour and Employment has also released draft rules thereunder on 13 November 2020 and has invited suggestions from stakeholders which are under active consideration of Ministry. The Company will evaluate the rules, assess the impact, if any, and account for the same once the rules are notified and become effective.
- 7] Disclosure pursuant to RBI Notification - RBI/2020-21/16 DOR.No.BP/BC/3/21.04.048/2020-21 dated August 6, 2020 for the half year ended 30 September 2023

| Type of borrower | Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of 31st Mar 2023 (A) | Of (A), aggregate debt that slipped into NPA during six month period ended 30 Sept 2023 | Of (A) amount written off during six month period ended 30 Sept 2023 # | Of (A) amount paid by the borrowers during six month period ended 30 Sept 2023 ## | Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of 30 Sept 2023 |
|--------------------|---|---|--|---|--|
| Personal Loans | 167.09 | 9.95 | 1.67 | 10.28 | 146.86 |
| Corporate persons* | - | - | - | - | - |
| Of which MSMEs | - | - | - | - | - |
| Others | - | - | - | - | - |
| Total | 167.09 | 9.95 | 1.67 | 10.28 | 146.86 |

* As defined in Section 3(7) of the Insolvency and Bankruptcy Code, 2016

represents amount slipped into NPA and subsequently written off during the half year ended September 30, 2023.

Amount paid by the borrower during the half year is net off additions in the borrower account including additions due to interest capitalisation & adjustments for realisation made through sale of stress assets.

- 8] Disclosures pursuant to RBI Notification - RBI/DOR/2021-22/86 DOR.STR.REC.51/21.04.048/2021-22 dated 24 September 2021

(a) Details of transfer through assignment in respect of loans not in default for the half year ended 30 September 2023 :

| | |
|--|--------------|
| Entity/Assignee | Bank |
| Count of Loan accounts Assigned | 2683 Loans |
| Amount of Loan accounts Assigned | ₹ 251 Crores |
| Retention of beneficial economic interest (MRR)* | 10% |
| Weighted Average Maturity (Residual Maturity)** | 150 Months |
| Weighted Average Holding Period | 15 Months |
| Coverage of tangible security coverage | 100% |
| Rating wise distribution of rated loans | Unrated |

(b) Details of acquired through assignment in respect of loans not in default for the half year ended 30 September 2023:

| | |
|--|-----|
| Entity/Assignor | NIL |
| Count of Loan accounts Assigned | |
| Amount of Loan accounts Assigned | |
| Retention of beneficial economic interest (MRR)* | |
| Weighted Average Maturity (Residual Maturity)** | |
| Weighted Average Holding Period | |
| Coverage of tangible security coverage | |
| Rating wise distribution of rated loans | |

* Retained by the originator

** At the time of acquisition

(c) Details of stressed loans transferred for the half year ended 30 September 2023:

| Particulars | To ARCs | To permitted transferees | To other transferees |
|---|-------------|--------------------------|----------------------|
| No of accounts | 183 Nos | - | - |
| Aggregate principal outstanding of loans transferred (at the time of transfer)* | - | - | - |
| Weighted average residual tenor of the loans transferred | 239 Months | - | - |
| Net book value of loans transferred (at the time of transfer)* | - | - | - |
| Aggregate consideration | 8.80 Crores | - | - |
| Additional consideration realized in respect of accounts transferred in earlier years | - | - | - |

* The above figures includes sale of portfolio which have been written off in the past period. Hence, the net book value of such portfolio is Nil as on date of transfer.

Statement of Unaudited Financial Results for the quarter and half year ended 30 September 2023

- 9] The Board of Directors of Poonawalla Fincorp Limited, the erstwhile Holding Company at its meeting held on 14 December, 2022 had accorded its consent for the sale of controlling stake ("Proposed Transaction") in Poonawalla Housing Finance Limited ("Company") to Perseus SG Pte. Ltd., an entity affiliated with TPG ("Perseus"). In view of the same, the Board of the Company at its meeting held on 14 December, 2022 has taken note of the Proposed Transaction and executed a Share Purchase Agreement ("SPA") amongst PFL, Perseus and the Company on 14 December, 2022, for the proposed sale of controlling stake i.e. 99.02% by PFL, subject to regulatory approvals and satisfaction of other customary conditions. Subsequently, the Company had filed an application with Reserve Bank of India (RBI) seeking prior requisite approval for the transfer of shareholding of the Company, together with the acquisition of control of the Company and change of management (i.e., non-executive non-independent directors) pursuant to Chapter VIII - Acquisition/Transfer of Control of RBI HFC Master Directions as amended from time to time. The RBI has granted its approval for change in shareholding vide its letter dated 30 May, 2023 and change in management vide its letter dated 31 August, 2023. Consequently, the divestment of equity shares held by Poonawalla Fincorp Limited and its nominees in favour of Perseus and its nominees, has been consummated on July 26, 2023, and the management was changed by way of appointment of Non-Executive Directors on September 8, 2023. Further, on 7 August, 2023, the Company has raised fresh primary equity capital of ₹ 537.71 crores by way of preferential issuance of 37,484,321 equity shares carrying face value of ₹ 10 each to Perseus, consequent to which Perseus holds 99.15% equity stake in the Company.
- 10] Post announcement of the stake sale transaction by Poonawalla Fincorp Ltd. to Perseus SG Pte Ltd, an entity affiliated to TPG during the quarter ended 31 December 2022, CARE Ratings Limited had placed the long-term credit ratings of the Company from AAA (Stable) to AAA (rating watch with negative implications). Further, CRISIL Limited had placed the long-term credit ratings of the Company from AA+(Stable) to AA+(rating watch with negative implications) and short-term credit ratings from A1+ to A1+ (rating watch with developing implications). Subsequently, on request of the Company, CRISIL Limited had withdrawn the long-term credit ratings on 15 July, 2023. Furthermore, post successful consummation of the stake sale transaction during the quarter ended 30 September 2023, the CARE ratings Limited had revised the long term ratings of the Company as 'CARE AA-/Stable' and CRISIL Limited had reaffirmed highest short term ratings as 'CRISIL A1+'.
- 11] Under the Scale Based Regulations issued by the Reserve Bank of India, the Company is placed in the Middle Layer based on the prescribed criteria. The Company is ensuring compliance with the various applicable provisions of the Scale Based Regulation as per the respective timelines prescribed for each of such provisions.
- 12] The above financial results have been prepared in compliance with the Regulation 52 of the Listing Regulations as amended from time to time.
- 13] The figures for the quarter ended 30 September 2023 and 30 September 2022 are the balancing figures between the reviewed figures in respect of the half year ended 30 September 2023 and 30 September 2022 and the reviewed figures for the quarter ended 30 June 2023 and 30 June 2022 respectively.
- 14] Figures for the previous year/period have been regrouped and / or reclassified whenever considered necessary.

By order of the Board
For Poonawalla Housing Finance Limited

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Manish Jaiswal
Managing Director & Chief Executive Officer
DIN: 07859441

Place : Pune
Date : 18 October 2023

Annexure 1

| Security Cover Certificate as per Regulation 54(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as on 30 September 2023 | | | | | | | | | | | | | | | |
|--|--|--|--------------------|--|--|---|--------------------------------|---|-------------------------------------|-----------------|--|--|---|--|-----------------------------|
| Column A | Column B | Column C | Column D | Column E | Column F | Column G | Column H | Column I | Column J | Column K | Column L | Column M | Column N | Column O | Column P |
| | | Exclusive Charge | Exclusive Charge | Pari-Passu Charge | Pari-Passu Charge | Pari-Passu Charge | Assets not offered as Security | Elimination (amount in negative) | Other Adjustments related to IND-AS | (Total C to J) | Market Value for Assets charged on Exclusive basis | Carrying /book value for exclusive charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRM market value is not applicable) | Market Value for Pari passu charge Assets | Carrying value/book value for pari passu charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRM market value is not applicable) | Total Value=(L)+(M)+(N)+(O) |
| Particulars | Description of asset for which this certificate relate | Debt for which this certificate being issued | Other Secured Debt | Debt for which this certificate being issued | Assets shared by pari passu debt holder (includes debt for which this certificate is issued & other debt with pari-passu charge) | Other assets on which there is pari- Passu charge (excluding items covered in column F) | | debt amount considered more than once (due to exclusive plus pari passu charge) | | | Relating to Column F | | | | |
| | | Book Value | Book Value | Yes/ No | Book Value | Book Value | | | | | | | | | |
| ASSETS | | | | | | | | | | | | | | | |
| Property, Plant and Equipment | - | - | - | - | - | - | 16.54 | - | - | 16.54 | - | - | - | - | - |
| Capital Work-in- Progress | - | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Right of Use Assets | - | - | - | - | - | - | 57.60 | - | - | 57.60 | - | - | - | - | - |
| Goodwill | - | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Intangible Assets | - | - | - | - | - | - | 6.82 | - | - | 6.82 | - | - | - | - | - |
| Intangible Assets under Development | - | - | - | - | - | - | 0.06 | - | - | 0.06 | - | - | - | - | - |
| Investments | - | - | - | - | - | - | 137.04 | - | - | 137.04 | - | - | - | - | - |
| Loans (Note 1) | Represents Loan given under financial activity | - | 1,673.87 | - | 4,546.00 | - | 49.40 | - | (113.42) | 6,155.85 | - | - | - | - | - |
| Inventories | - | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Trade Receivables | - | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Cash and Cash Equivalents | - | - | - | - | 281.30 | - | 356.89 | - | - | 638.19 | - | - | - | - | - |
| Bank Balances other than Cash and Cash Equivalents | - | - | - | - | - | - | 403.46 | - | - | 403.46 | - | - | - | - | - |
| Others | - | - | - | - | - | - | 205.72 | - | - | 205.72 | - | - | - | - | - |
| Total | | - | - | - | 4,827.30 | - | 1,233.54 | - | (113.42) | 7,621.29 | - | - | - | - | - |

| Column A | Column B | Column C | Column D | Column E | Column F | Column G | Column H | Column I | Column J | Column K | Column L | Column M | Column N | Column O | Column P |
|--|--|--------------------------------|------------------|-------------------|---------------------------------|--------------------------------|----------------------------------|-------------------------------------|-----------------|--|---|---|--|-----------------------|------------|
| Security Cover Certificate as per Regulation 54(G) of the Securities and Exchange Board of India (Listing Obligation and Disclosures Requirements) Regulations, 2015 as on 30 September 2023 | | | | | | | | | | | | | | | |
| Particulars | Description of asset for which this certificate relate | Exclusive Charge | Exclusive Charge | Pari-Passu Charge | Pari-Passu Charge | Assets not offered as Security | Elimination (amount in negative) | Other Adjustments related to IND-AS | (Total C to K) | Market Value for Assets charged on Exclusive basis | Carrying (book value for exclusive charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)) | Market Value for Pari passu charge Assets | Carrying value/book value for pari passu charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable) | Total Value=(L+M+N+O) | |
| | | Book Value | Book Value | Yes/ No | Book Value | Book Value | Book Value | Book Value | Book Value | Book Value | Book Value | Book Value | Book Value | Book Value | Book Value |
| LIABILITIES | | | | | | | | | | | | | | | |
| Debt securities to which this certificate pertains | | - | - | - | 920.62 | - | - | (2.83) | 917.79 | - | - | - | - | - | - |
| Other debt sharing pari-passu charge with above debt | | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Other Debt | | - | - | - | 4.21 | - | - | - | 4.21 | - | - | - | - | - | - |
| Subordinated debt | | - | - | - | - | 99.77 | - | - | 99.77 | - | - | - | - | - | - |
| Borrowings | | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Bank-Term Loan | | - | 1,340.94 | - | 3,147.25 | - | - | (4.20) | 4,483.99 | - | - | - | - | - | - |
| Debt Securities | | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Others-PTC | | - | 65.25 | - | - | - | - | (0.07) | 65.18 | - | - | - | - | - | - |
| Trade payables | | - | - | - | - | 4.64 | - | - | 4.64 | - | - | - | - | - | - |
| Lease Liabilities | | - | - | - | - | 61.62 | - | - | 61.62 | - | - | - | - | - | - |
| Provisions | Represents provision for compensated absences | - | - | - | - | 3.23 | - | - | 3.23 | - | - | - | - | - | - |
| Provision on Impairment on Loans | Represents ECL provision on Financial Assets | - | - | - | - | 63.48 | - | - | 63.48 | - | - | - | - | - | - |
| Others | | - | - | - | - | 113.15 | - | - | 113.15 | - | - | - | - | - | - |
| Total | | - | 1,406.19 | - | 4,072.08 | - | 345.88 | (7.10) | 5,817.05 | - | - | - | - | - | - |
| Cover on Book Value | | - | - | - | 1.19 | - | - | - | - | - | 0.00 | - | - | - | - |
| Cover on Market Value | | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| | | Exclusive Security Cover Ratio | | | Pari-Passu Security Cover Ratio | | | | | | | | | | |

Note 1 : The Company extends loans under financial arrangements (Home loans and Loan against properties) which have been classified under amortised cost as per applicable IndAS. Hence the Company has considered the book value (gross of impairment provisions) for the purpose of this certificate.

For **G. D. Arte & Co.**
Chartered Accountants
Firm Registration Number: 100515W

CHINTAMAN
MAHADEV DIXIT
Partner
Date: 18 October 2023

Digitally signed by
CHINTAMAN MAHADEV DIXIT
DN: cn=CHINTAMAN MAHADEV DIXIT, o=CHINTAMAN MAHADEV DIXIT, ou=CHINTAMAN MAHADEV DIXIT, email=chintaman.maha@arte.com, c=IN
Date: 2023.10.18 13:06:49 +05:30

By order of the Board
For **Poonawalla Housing Finance Limited**

MANISH JAISWAL
Digitally signed by
MANISH JAISWAL
Date: 2023.10.18
13:05:58 +05:30

Manish Jaiswal
Managing Director & Chief Executive Officer
DIN: 07859441



**POONAWALLA
HOUSING FINANCE**
Apna Ghar, Apni Pehchan

POONAWALLA HOUSING FINANCE LIMITED

Disclosure in compliance with Regulation 52(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended 30 September 2023

| Sl. No. | Particulars | Quarter ended | | Year ended |
|---------|---|-------------------|-------------------|---------------|
| | | 30 September 2023 | 30 September 2022 | 31 March 2023 |
| | | (Unaudited) | (Unaudited) | (Audited) |
| a. | Debt-equity ratio (Total Debts / Shareholder's fund) | 3.09 | 3.33 | 3.81 |
| b. | Debt service coverage ratio | Not Applicable | | |
| c. | Interest service coverage ratio | Not Applicable | | |
| d. | Debenture redemption reserve | Not Applicable | | |
| e. | Net worth (₹ in Crores) | 1,804.23 | 1,150.96 | 1,208.58 |
| f. | Net profit after tax (₹ in Crores) | 31.54 | 32.68 | 115.22 |
| g. | Earnings per share - Basic and Diluted (in ₹)* | | | |
| | (i) Basic : | 1.13 | 1.30 | 4.57 |
| | (ii) Diluted : | 1.12 | 1.29 | 4.56 |
| h. | Current ratio | Not Applicable | | |
| i. | Long term debt to working capital | Not Applicable | | |
| j. | Bad debts to Account receivable ratio as at | 0.13% | 0.12% | 0.41% |
| k. | Current liability ratio | Not Applicable | | |
| l. | Total debts to total assets as at | 73.71% | 75.33% | 77.22% |
| m. | Debtors turnover | Not Applicable | | |
| n. | Inventory turnover | Not Applicable | | |
| o. | Operating margin (%) | Not Applicable | | |
| p. | Net profit margin (%) | 12.31% | 18.46% | 16.09% |
| q. | Sector specific equivalent ratios, as applicable | | | |
| | (i) Capital Adequacy Ratio as at | 46.35% | 39.10% | 34.83% |
| | (ii) Gross NPA Ratio as at | 0.84% | 0.84% | 0.81% |
| | (iii) Net NPA Ratio as at | 0.52% | 0.53% | 0.40% |
| | (iv) Liquidity coverage ratio as at | 254.53% | Not Applicable | 390.58% |

* Not annualised for the quarters

By order of the Board
For Poonawalla Housing Finance Limited

Manish Jaiswal
Managing Director & Chief Executive Officer
DIN: 07859441

Place : Pune
Date : 18 October 2023

Registered Office: 602, 6th Floor, Zero One IT Park, Survey No. 79/1, Ghorpadi Mundhwa Road, Pune-411 036, Maharashtra
Website : www.poonawallahousing.com; **CIN :** U65922PN2004PLC208751

Annexure A

Statement of utilization of proceeds of Non -Convertible Securities:

| Name of Issuer | ISIN | Mode of fund Raising (Public Issues/ Private Placement) | Type of Instrument | Date of raising funds | Amount raised (₹ in Crore) | Funds utilized | Any deviation (Yes/ No) | If yes, then specify the purpose of for which the funds were utilized | Remark (if any) |
|------------------------------------|--------------|---|--------------------|-----------------------|----------------------------|----------------|-------------------------|---|-----------------|
| Poonawalla Housing Finance Limited | INE055I07172 | Private Placement | NCD | 06-Jul-23 | 50.00 | Yes | No | - | - |
| | 27-Sep-23 | | | 100.00 | | | | | |
| Total | | | | | 150.00 | | | | |

Annexure B

| | |
|--|------------------------------------|
| Name of Listed Entity | Poonawalla Housing Finance Limited |
| Mode of Fund Raising | Private Placement |
| Type of Instrument | Non-Convertible Securities |
| Date of Raising Funds | As stated above in Annexure A |
| Amount Raised | As stated above in Annexure A |
| Report filed for the quarter ended | September 30, 2023 |
| Is there a Deviation / Variation in use of funds raised? | No |
| Whether any approval is required to vary the objects of the issue stated in the prospectus / offer document? | Not applicable |
| If yes, details of the approval so required? | Not applicable |
| Date of approval | Not applicable |
| Explanation for Deviation/ Variation | Not applicable |
| Comments of the audit committee after review | Not applicable |
| Comments of the auditors, if any | Not applicable |

Objects for which funds have been raised and where there has been a deviation, in the following table:

| Original Object | Modified Object, if any | Original Allocation | Modified allocation, if any | Funds Utilised | Amount Deviation/ Variation for the half year according to applicable object (₹ crores and %) | Remarks, if any |
|-----------------|-------------------------|---------------------|-----------------------------|----------------|---|-----------------|
| No deviation | | | | | | |

Deviation could mean:

- (a) Deviation in the objects or purposes for which the funds have been raised.
- (b) Deviation in the amount of funds actually utilized as against what was originally disclosed.

Yours faithfully,

For **Poonawalla Housing Finance Limited**

PANKAJ

MAHESH

KUMAR RATHI

Pankaj Rathi

Chief Financial Officer

Digitally signed by
PANKAJ MAHESH
KUMAR RATHI

Date: 2023.10.18
13:00:36 +05'30'

Key Highlights of the Financial Results for the quarter ended 30 September, 2023

| Particulars | Q2 FY24 (₹ Cr.) | | YoY Variance |
|----------------------|-----------------|---|--------------|
| AUM | 7,105 | ↑ | 27% |
| Organic Disbursement | 807 | ↑ | 57% |
| GNPA (%) | 0.84% | ↔ | 0 bps |
| NNPA (%) | 0.52% | ↔ | 0 bps |
| Net Worth | 1,804 | ↑ | 57% |
| NIM | 148 | ↑ | 36% |
| Branches | 195 | ↑ | 67 Branches |
| Leverage (times) | 3.1x | ↓ | -0.2x |
| Customer Count (No.) | 68,000+ | ↑ | 29% |
| Fresh Capital Raised | 538 | | NA |

Note : Growth is YoY