

December 20, 2024

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400 001
Scrip Code: 974588 and 975224

Dear Sir/ Madam,

Sub: Disclosure under Regulation 51 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

In compliance with the requirements of Regulations 51 and Regulation 59 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform that the Banking and Finance Committee of the Company at its meeting held today i.e. December 20, 2024 inter-alia approved amendment in the terms of the outstanding Non-Convertible Debentures (“NCDs”) issued under ISIN: INE432R07356 and ISIN: INE432R07406 and listed on BSE Limited. The details of the said amendments are annexed to this letter as Annexure A.

The said amendments have also been approved by the Debenture holders and Debenture Trustee for the aforesaid NCDs.

The meeting commenced at 5:30 PM and concluded at 6:40 PM

Kindly take the same on record.

Thanking you.
Yours Faithfully,

For **Shriram Housing Finance Limited***

Gauri Shankar Agarwal
Chief Financial Officer

Encl.: As Above.

*application for change of name was made by the Company to the Office of the Central Processing Centre (“CPC”), the Ministry of Corporate Affairs, Government of India and CPC has approved the said application and has granted a new Certificate of Incorporation dated December 20, 2024 to the Company pursuant to change of name. Application with the Reserve Bank of India for obtaining fresh Certificate of Registration pursuant to the name change will be done by the Company in due course.



Annexure A

1. 24,000 Senior, Secured, Rated, Listed, Redeemable Non-Convertible Debentures issued under ISIN: INE432R07356 (“Series 28 NCDs”)

Modification

Current Term	Proposed Term
<p>Step Up/ Step Down Coupon Rate:</p> <p>If the rating of the instrument is downgraded to AA- (Double A Minus) or below at any time, the investors reserve the right to increase rate by upto 25 bps for very notch of downgrade below AA (Double A), w.e.f the date of downgrade.</p> <p>However, the investors must pull back the rate increase, incase the instrument is upgraded to AA+ (Double AA Plus).</p> <p>In case rating falls to “A” or below at any time during the tenor of the instrument, the Investors reserves the right to recall the outstanding principal amount on the aforesaid NCDs along with all other monies/accrued interest due in respect thereof including compensation for all real/notional losses calculated on the basis as it may deem fit.</p>	<p>Step Up/ Step Down Coupon Rate:</p> <p>If the rating of the instrument is downgraded to AA- (Double A Minus) or below at any time, the investor reserves the right to increase rate by upto 25 bps for every notch of downgrade below AA (Double A), with effect from the date of downgrade.</p> <p>However, the investor must pull back the rate increase, in case the instrument is upgraded to AA+ (Double A Plus).</p> <p>In case the rating falls to “A+” or below at anytime during the tenure of the instrument, the investor reserves the right to recall the outstanding principal amount on the aforesaid NCDs alongwith all other monies/ accrued interest due in respect thereof including compensation for all real/notional losses calculated on the basis as it may deem fit.</p>

Addition:

The majority investors have given their consent for the acquisition of the issuer company by Warburg Pincus LLC and/or any of its affiliates.

The majority investors acting through the Debenture Trustee will have the right to appoint a Nominee Director, in case there is a dilution in shareholding of Warburg Pincus LLC and/or any of its affiliates below 51%, thus resulting in change of control.

This will not be applicable if the issuer company is publicly listed and/or the balance tenure of the NCDs is less than 3 years.



2. 25,000 Senior, Secured, Rated, Listed, Redeemable Non-Convertible Debentures issued under ISIN: INE432R07406 (“Series 34 NCDs”)

Modification

Current Term				Proposed Term			
Coupon Rate – 9.25% of the entire tenure of the NCDS				Coupon Rate – 9.25% till November 2024 and 9.4% November 2024 onwards			
Cash Flow (in INR):				Cash Flow (in INR):			
Nature	Date	Day	Cash Flow	Nature	Date	Day	Cash Flow
Pay In	28-11-2023	Tuesday	1,00,000.00	Pay In	28-11-2023	Tuesday	1,00,000.00
Interest	28-11-2024	Thursday	9,250.00	Interest	28-11-2024	Thursday	9,250.00
Interest	28-11-2025	Friday	9,250.00	Interest	28-11-2025	Friday	9,400.00
Interest	30-11-2026	Monday	9,250.00	Interest	30-11-2026	Monday	9,400.00
Interest	29-11-2027	Monday	9,250.00	Interest	29-11-2027	Monday	9,400.00
Interest	28-11-2028	Tuesday	9,250.00	Interest	28-11-2028	Tuesday	9,400.00
Interest	28-11-2029	Wednesday	9,250.00	Interest	28-11-2029	Wednesday	9,400.00
Interest	28-11-2030	Thursday	9,250.00	Interest	28-11-2030	Thursday	9,400.00
Interest	28-11-2031	Friday	9,250.00	Interest	28-11-2031	Friday	9,400.00
Interest	29-11-2032	Monday	9,250.00	Interest	29-11-2032	Monday	9,400.00
Interest	28-11-2033	Monday	9,250.00	Interest	28-11-2033	Monday	9,400.00
Principal	28-11-2033	Monday	1,00,000.00	Principal	28-11-2033	Monday	1,00,000.00

Modification

Current Term	Proposed Term
<p>Step Up/ Step Down Coupon Rate:</p> <p>If the rating of the instrument is downgraded to AA- (Double A Minus) or below at any time, the investors reserve the right to increase rate by upto 25 bps for every notch of downgrade below AA (Double A), w.e.f the date of downgrade.</p> <p>However, the investors must pull back the rate increase, in case the instrument is upgraded to AA+ (Double AA Plus).</p> <p>In case rating falls to “A” or below at any time during the tenure of the instrument, the Investors reserves the right to recall the outstanding principal amount on the aforesaid NCDs along with all other monies/accrued interest due in respect thereof including compensation for all real/notional losses calculated on the basis as it may deem fit.</p>	<p>Step Up/ Step Down Coupon Rate:</p> <p>If the rating of the instrument is downgraded to AA- (Double A Minus) or below at any time, the investor reserves the right to increase rate by upto 25 bps for every notch of downgrade below AA (Double A), with effect from the date of downgrade.</p> <p>However, the investor must pull back the rate increase, in case the instrument is upgraded to AA+ (Double A Plus).</p> <p>In case the rating falls to “A+” or below at anytime during the tenure of the instrument, the investor reserves the right to recall the outstanding principal amount on the aforesaid NCDs alongwith all other monies/ accrued interest due in respect thereof including compensation for all real/notional losses calculated on the basis as it may deem fit.</p>



Addition:

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