

SREERAGH GENERAL FINANCE LIMITED

CIN: U65910KL1994PLC008504

Registered Office: Valavi House, Door NO. 67/2944, Market Road, Kombara Jn, Kochi – 682 018

Tel: +91 – 484 2394071/2394214, Mob: 9447743679

Email: sgfldt.ho@gmail.com, Web: www.sreeragh.com

Memorandum of private placement of 5000 Subordinated Debt units of ₹500 Lakhs (Series -1)
Subordinated Debt (Unsecured)
OPTION A – Maturity Scheme I – Tenure 61 Months
OPTION B – Monthly Scheme, OPTION C – Annual Scheme
Minimum application 20 * ₹1000/-

COMPANY HIGHLIGHTS

ABOUT THE COMPANY

Sreeragh General Finance Ltd was incorporated originally as Public Limited Company on December 24, 1994, under the provisions of Companies Act 1956. The Company is a category A – Non deposit accepting non-Banking Finance Company registered with Reserve Bank of India (16.00049 dated 24th December, 1994) with a paid up capital of Rs. 148.37 lakhs and a Net Owned Fund of Rs. 228.15 lakhs as on march 31, 2023.

BOARD OF DIRECTORS

Name	Designation	Address	Occupation
Mr. R BADRINARAYANAN	Chairman & Managing Director	10 B, JM Towers, Vaduthala PO, Ernakulam, Pin 682 023	Chairman & Managing Director , Sreeragh General Finance Ltd
Mr. SUNNY VARGHESE	Director	43/1787-B, Alukkal House, Pipeline Road, Palarivattom, Kochi – 682 025	Chartered Accountant, Partner, Jerry Sunny & Rajesh
Mr. SRIKANT .S	Director	Flat No. 3, River View apts, Old No. 9, New No. 21, 4 th Main Road, Gandhi Nagar, Adayar, Chennai – 600020	Director, Modern Engineering & Plastics Pvt. Ltd
Mr. RAMAN R	Director	MODERN ENGINEERING PLASTICS Pvt. Ltd, Plant – Survey Nos. 223-3b2, VavalThoppu, Four Roads, Kullamudayanoor – PO, Metturdam, Salem – 636453	II, Director, Modern Engineering & Plastic Pvt. Ltd
Mrs. GEETHA JAGANNATHAN	Director	4 E, Yasoram Sowparnika Apartments, T D Road, Ernakulam, Kochi – 682 035	House Wife
Mr. KIRAN MATHEW	Independent Director	Thengumpillil, Meempara – PO, Alkaranad South, Ernakulam – 682 308	Asst. Professor, St. Peters College, Kolenchery

Financial Highligns

(₹ in Lakhs)

Liabilities	As on 31.03.2023	As on 31.03.2022	Assets	As on 31.03.2023	As on 31.03.2022
Share Capital	148.73	148.73	Fixed Assets	16.38	22.00
Reserves & Surplus	135.79	133.50	Investments	0.00	0.00
Secured Loans	17.18	0.00	Deferred Tax	55.95	56.59
Unsecured Loans	716.86	642.76	Current Assets	163.31	151.18
Current Liabilities & Provisions	10.11	11.77	Loans & Advances	793.03	706.99
Total	1028.67	936.76	Total	1028.67	936.76

Gross Income as on 31.03.2023

(₹ in lakhs)

203.49

Gross Portfolio of loans and advances

as on 31.03.2023 (₹ in lakhs)

793.03

Net profit as on 31.03.2023

(After Tax) (₹ in lakhs)

2.30

1. PURPOSE OF THE ISSUE

The Private placement of the Subordinated Debt is being made to enhance the long term resources of the Company and to augment the business activities carried on by the Company which mainly consists of financing of vehicle & Gold loan. It will be treated as a part of Tier II capital of the Company.

2. NATURE OF INSTRUMENT

The Subordinated Debt shall be in the form of non- marketable certificate. It is unsecured and is subordinate to the claims of other creditors.

3. NATURE OF ISSUE

The offer is only on private placement basis and can be accepted only by the person to whom the offer is specifically made. The Subordinated Debt by being issued are subject to the applicable provisions of the Memorandum and Articles of Association/letter of Allotment/Subordinated Debt Certificates to be issued/the terms and conditions of the private placement in the application form.

4. TERMS OF THE SUBORDINATED DEBT

- a) Face Value: ₹1000/- per Subordinated Debt unit fully paid.
- b) Minimum Application: 20 units of ₹1000 each
- c) Schemes and Interest Rates.

Option A – Cumulative payment of principal and interest on the date of maturity

- i) Tenure: 61 Months (from the Date of receipts/Credit of the full amount in Companies Bank Account).
- ii) Rate of interest: 10% (compounded annually).
- iii) Scheme: Maturity Scheme

Option B – Non cumulative payment of principal on the maturity date with monthly payment of interest

- i) Tenure: 61 Months
- ii) Rate of Interest: 10% p.a.
- iii) Scheme: Monthly interest payment

Option C- Non cumulative payment of principal on maturity date and yearly payment of interest

- i) Tenure: 61 Months
- ii) Rate of Interest: 10% p.a.
- iii) Scheme: Annual interest payment

- d) Put Option: No Redemption before the maturity period.
- e) Loan against Subordinated debt: Not available

5. TERMS OF PAYMENT

- a) The entire amount in respect of the Subordinated Debt applied for is payable on application.
- b) As per the relevant provisions of the Income Tax Act, remittance of application money for Subordinated Debt totaling ₹20,000 and above in a financial year in one or more separate accounts standing in name of the same person should be made strictly by crossed account payee draft/Cheque/pay order only and not by cash
- c) Applicant applying for the Subordinated Debt of ₹50,000 and above should mention their PAN allotted under Income Tax Act, 1961. In case PAN is not allotted: the fact of non-allotment should be mentioned in the application form.

6. ALLOTMENT

The Company shall allot Subordinated Debt only to valid applications. The Subordinated Debt certificates will be issued by the Company within the time limit as mentioned under the Companies Act, 2013.

7. PAYMENT OF INTEREST

- a) Interest shall be paid at maturity, monthly and annually, based on the scheme opted.
- b) Interest shall accrue from the date of realization of Cheque/DD/PO Interest will be paid to the Subordinated Debt holder whose name appears on the Register of Subordinated Debt Holders. Interest will cease to accrue from the due date of redemption in all events.

8. REDEMPTION AT MATURITY

- a) The Subordinated Debt will be redeemed at the face value on their due date along with the interest if any.
- b) The Subordinated Debt certificates should be surrendered to the Company duly discharged for redemption at the Head Office/Branches of the Company at least 15 days prior to the maturity date.
- c) The payment of redemption amount of the Subordinated Debt will be made by the Company on surrender of Subordinated Debt certificates, only to the Subordinated Debt Holder whose name appears on the Register of Subordinated Debt Holders on the date of redemption.
- d) The redemption will be paid only by way of 'A/c Payee Cheques or redemption Warrants.

9. TRANSFER

Necessary transfer deed needs to be executed for transfer of the Subordinated Debt in the prescribed form by the transferor and the transferee. The transfer deed duly stamped should be submitted to the Company along with the original Subordinated Debt certificate. Further any transfer process shall be initiated only if the submission is made at least one month prior to the interest/redemption due date. The transfer will be registered in accordance to with the provisions contained in the Article of Association of the Company. Transfer is not valid unless it is approved by and registered with the Company. The Company will not be responsible or liable for any loss suffered by the transferee on account of delay in the submission of transfer deed by the transferee(s) and consequent payment of interest or principal amount to the holder whose name appear in the Register of Subordinated Debt Holders as on due date.

10. FUTURE FUND RAISING

The Company retains the right to raise funds in whatever form by the way of issue of Subordinated Debt/Debentures/debts/ other securities in any manner having ranking priority, paripassu or otherwise and change the capital structure including issue of shares of any class on such terms and conditions which the Company may think appropriate, without the consent of the Subordinated Debt holders.

11. DEDUCTION OF TAX AT SOURCE

Interest on the Subordinated Debt: TDS will be deducted from the amount of interest as per the provisions of the Income Tax Act, 1961. In case of the payment towards TDS is not made by the investor annually, the TDS amount along with the interest @ 1.25% P.M. (or applicable prevailing rate) will be deducted from the maturity value. However, Subordinated Debt holders opting for payment of interest without deduction of tax may submit Form 15H/15G as the case may be in duplicate for each financial year.

* A certificate of registration to carry on the business of a non-banking financial institution has been obtained by the Company from Reserve Bank of India (RBI) in terms of section 45 IA of RBI Act, 1934. It must be distinctly understood, however that in issuing the certificate of registration, RBI does not undertake any responsibility for financial soundness of the Company or for correctness of any statements made or any commitments made or options expressed.

Read and understood the Terms and Conditions, which are accepted by me.

 Signature of the Depositor

FORM DA 1

Nomination under Section 45QB of the Reserve Bank of India Act, 1934 [read with Section 45ZA of the Banking Regulation Act, 1949 and Rule 2(1) of the Banking Companies (Nomination) Rules, 1985] in respect of deposits with non-banking financial companies

I/We _____ [name(s)and address(es)]

..... Nominate the following person to
Whom in the event of my/our/minor's death the amount of the deposit, particulars where of are given below,
maybe returned by The Sreeragh General Finance Ltd Branch

<i>Deposit</i>		
<i>Nature of Deposit</i>	<i>Distinguishing No.</i>	<i>Additional details, if any</i>

<i>Nominee</i>				
<i>Name</i>	<i>Address</i>	<i>Relationship with depositor, if any</i>	<i>Age</i>	<i>If nominee is a minor, date of birth</i>

As the nominee is a minor on this date, I/We appoint Shri/Smt./Kum
..... (name, address and age) to receive the amount of the deposit
on behalf of the nominee event of my/our/minor's death during the minority of the nominee.

Place:

Date:

*Signature(s)/Thumb impression of depositor(s)

Name(s), signature(s) and
address(es)of witness(es)

Strike out if nominee is not minor.

*Where deposit is made in the name of a minor, the nomination should be signed by a person lawfully entitled to act on behalf of the minor.

*Thumb impression(s) shall be attested by two witnesses.

5. No. of Subordinated Debt (in fig) No. of Subordinated Debt (in Words)
6. Amount of Deposit

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 (In Words) Rupees
7. Category of Sole / First applicant Public Shareholder Director/Promoter
8. Occupation :
9. Bank Account of Sole / First Depositor Name of Sole / First Depositor
- Name of Bank: Account No.
- Branch: MICR Code: IFSC:
10. Income Tax Exemption YES NO (If Yes, Attach Form No. 15H /15H Induplicate)
(15H in case of Senior Citizen aged 60 years and above)
11. Permanent Account No. (Mandatory)

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 (Please enclose a copy of Pancard)
12. Please tick repayment mode Former or Survivor(s) Either or Survivor(s) Anyone
13. Mode of payment Cheque / Bank Draft / UTR No. Dated
- Drawn on.....

I/We read & understood the memorandum of information, the terms & conditions issued by Sreeragh General Finance Ltd with respect to the offer of 50,000 units of Subordinated Debt of Rs.1000 each aggregating to Rs.500 Lakhs on private placement basis & such terms & conditions acceptable to me/us. I/We hold a copy of the same as my/our record.

First / Sole Applicant
(Guardian in case of Minor)

Second Applicant

Third Applicant

Date :

Place :

**INSTRUCTIONS TO APPLICANTS
WHO CAN APPLY**

Individuals, Partnership firms, Joint Stock Companies, Trusts with Resident Indian Status can apply for these certificates. In case of minors, the Subordinated Debt can be subscribed and held only by the natural guardian.

HOW TO APPLY

Application forms must be completed in full and block letters in English. Tick at the relevant options provided. Duly filled application form needs to be submitted at the Registered office of the Company. Forms must be accompanied by a demand draft or cheque or pay order drawn and payable in favor of

"Sreeragh General Finance Ltd ", and crossed "Account Payee" only. (Stock interest and money orders will not be accepted).

As per the relevant provisions of the Income Tax Act, remittance of application money for Subordinated Debt totaling Rs. 20,000 and above in a financial year in one or more separate accounts standing in name of the same person should be made strictly by crossed account payee draft/ cheque / pay order only and not by cash.

Applicant applying for the Subordinated Debt of Rs. 50,000 and above should mention their PAN allotted under Income Tax Act, 1961.

Following documents can be accepted as proof of identity:

PAN card, Passport, Voter's ID, Driving License, Aadhar card.

Following documents can be accepted as address proof:

Passport, Driving License, Voter's ID, latest electricity / telephone bill and Aadhar card.

Received from Mr. / Mrs. /Ms.
Address :
Pin.....
Phone No.

No. of Subordinated debt (Nos.)	
Instrument No. Date :	
Drawn on	
Amount (Rs.) :	
Amount (in words) :	