PAISALO DIGITAL LIMITED

Public Issue of Secured Redeemable Non-Convertible Debentures

Issue Opening Date: 7th August, 2026 **Issue Closing Date: 20th August, 2026***

Issuer	**PAISALO DIGITAL LIMITED**
Issue Size	₹150 Cr ("Base Issue") with an option to retain oversubscription up to ₹150 Cr ("Green Shoe Option"), aggregating up to ₹300 Cr ("Tranche I Issue").
Rating	"AA/STABLE by Infomerics & Brickwork"
Minimum Application	Rs. 10,000 (10 NCDs) across all Series collectively and in multiple of ₹1,000 (1 NCD) thereafter.
Allotment	Demat only
Face Value of Bond	Rs. 1,000/-
Listing	The NCDs are proposed to be listed on BSE The NCDs shall be listed within 3 (three) Working Days from the Issue Closing Date.
Description regarding security (where applicable) including type of security (movable/ immovable/ tangible etc.) type of charge (pledge/ hypothecation/ mortgage etc.), date of creation of security/ likely date of creation of security, minimum security cover, revaluation, replacement of security, interest of the NCD holder over and above the coupon rate as specified in the Debenture Trust Deed and disclosed this Prospectus:	The Issuer shall create a first ranking exclusive charge over the Hypothecated Assets (Loans receivables) and the security will be perfected within 30 days from the Deemed Date of Allotment. Minimum security cover: The value of the Hypothecated Assets charged as Security in favour of the Debenture Trustee is maintained at least 1.10x (one point one times) of Redemption Amount and accrued Coupon from the Deemed Date of Allotment and shall be maintained at all times thereafter until the redemption of the Debentures and payment of the Secured Obligations ("Security Cover") till the Final Settlement Date, (on the terms and conditions mentioned under the Transaction Documents) in accordance with Applicable Law and the Transaction Documents. The terms and process of creation of hypothecation shall be provided at length under the Deed of Hypothecation.
Financial Covenants:	The Issuer will comply with the following covenants till the final redemption date: • The leverage should not exceed 5x • Capital Adequacy Ratio as prescribed by RBI from time to time • Gross NPA should not exceed 5% • Net NPA should not exceed 3% • PAT should remain positive (checked on Annual basis)

Category Wise Break-up of the issue

Category I - QIB's	Category II - Corporate's	Category III- HNI's	Category IV - Retail Individual
25%	25%	25%	25%

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Specific Terms of the issue

Series	I	II	III	IV	V	VI
Frequency of Interest Payment	Monthly	Monthly	Monthly	Annual	Monthly	Annual
Tenor	18 months	24 months	36 months	36 months	60 months	60 months
Coupon (%) for all Investor categories	9.00%	9.15%	9.50%	9.92%	10.00%	10.47%
Effective Yield	9.38%	9.53%	9.92%	9.91%	10.46%	10.46%
Amount (Rs./NCD) on maturity	₹ 1,000	₹ 1,000	₹ 1,000	₹ 1,000	₹ 1,000	₹ 1,000
Put and Call Option	Not Applicable					
Nature of indebtedness	Secured					

** Company shall allocate and allot Series VI wherein the Application have not indicated the choice of the relevant NCD Series.*
1. With respect to Series where interest is to be paid on an annual basis, relevant interest will be paid on each anniversary of the Deemed Date of Allotment on the face value of the NCDs. The last interest payment under annual Series will be made at the time of redemption of the NCDs.
2. With respect to Series where interest is to be paid on monthly basis, relevant interest will be paid on the 10th first date of every month on the face value of the NCDs. The last interest payment under monthly Series will be made at the time of redemption of the NCDs. For the first interest payment for NCDs under the monthly options, interest from the Deemed Date of Allotment till the last day of the subsequent month will be clubbed and paid on the 10th first day of the month next to that subsequent month.
3. Subject to applicable tax deducted at source. For further details, please see "Statement of Possible Tax Benefits" on page 30.
Please refer to "ANNEXURE III - ILLUSTRATIVE CASH FLOWS" on page 180 of this Tranche I Prospectus for details pertaining to the cash flows of the Company inaccordance with the SEBI NCS Master Circular.

WHO CAN APPLY?

Category I - Institutional Investors (QIB'S)	• Public financial institutions, scheduled commercial banks, Indian multilateral and bilateral development financial institution which are authorised to invest in the NCDs; • Provident funds, pension funds, superannuation funds and gratuity funds, which are authorised to invest in the NCDs; • Venture Capital Funds/ Alternative Investment Fund registered with SEBI; • Insurance Companies registered with IRDA; • State industrial development corporations; • Insurance funds set up and managed by the army, navy, or air force of the Union of India; • Insurance funds set up and managed by the Department of Posts, the Union of India; • National Investment Fund set up by resolution no. F. No. 2/3/2005-DDII dated November 23, 2005 of the Government of India published in the Gazette of India; and • Mutual Funds.
Category II - Non Institutional Investors (Corporate's)	• Companies within the meaning of section 2(20) of the Companies Act, 2013; co-operative banks, and societies registered under the applicable laws in India and authorised to invest in the NCDs; • Co-operative banks and regional rural bank • Statutory Bodies/Corporations, Regional Rural Banks • Public/private charitable/ religious trusts which are authorised to invest in the NCDs; • Educational institutions and associations of persons and/or bodies established pursuant to or registered under any central or state statutory enactment, which are authorised to invest in the NCDs; • Scientific and/or industrial research organisations, which are authorised to invest in the NCDs; • Partnership firms in the name of the partners; • Limited liability partnerships formed and registered under the provisions of the Limited Liability Partnership Act, 2008 (No. 6 of 2009); • Association of Persons; and

	• Any other incorporated and/ or unincorporated body of persons
Category III - HNI's	• Resident Indian individuals or Hindu Undivided Families through the Karta applying for an amount aggregating to above ₹ 2,00,000 across all options of NCDs in the Issue and shall include Resident Indian individuals or Hindu Undivided Families through the Karta, who have submitted bid for an amount not more than ₹ 500,000 in any of the bidding options in the Issue (including HUFs applying through their Karta and does not include NRIs) through UPI Mechanism.
Category IV- Retail Individual's	• Resident Indian individuals or Hindu Undivided Families through the Karta applying for an amount aggregating up to and including ₹2,00,000 across all NCDs in this Issue and shall include retail individual investors, who have submitted bid for an amount not more than ₹2,00,000 in any of the bidding options in the Issue (including Hindu Undivided Families applying through their Karta and does not include NRIs) through UPI Mechanism
Application cannot be made by :	• Minors without a guardian name*(A guardian may apply on behalf of a minor. However, Applications by minor must be made through Application Forms that contain the names of both the minor Applicant and the guardian); • Foreign nationals, NRI inter-alia including any NRIs who are (i) based in the USA, and/or, (ii) domiciled in the USA, and/or, (iii) residents/citizens of the USA, and/or, (iv) subject to any taxation laws of the USA; • Persons resident outside India and other foreign entities; • Foreign Institutional Investors; • Foreign Portfolio Investors; • Foreign Venture Capital Investors • Qualified Foreign Investors; • Overseas Corporate Bodies; and • Person's ineligible to contract under applicable statutory/regulatory requirements. • Applicant shall ensure that guardian is competent to contract under Indian Contract Act, 1872

Note: Participation of any of the aforementioned categories of persons or entities is subject to the applicable statutory and/ or regulatory requirements in connection with the subscription to Indian securities by such categories of persons or entities.

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