

**ISSUE OF COMMERCIAL PAPER (CP):
LETTER OF OFFER**

PART I

- Proposed Date of Issue : February 12, 2025
- Credit Rating for CP : **IND A2**
- Date of Rating : January 10, 2025
- Validity for Issuance : 60 days
- Validity Period for Rating : One (1) Year
- For Amount : INR 115 Crores
- Conditions (If Any) : Nil
- Exact purpose Of Issue of CP
(Specific details of end-use of funds) : Working capital requirements and other general corporate purposes.

- **Credit Support (If Any)**

- a) Description of Instrument : NA
- b) Amount : NIL
- c) Issued By : NA
- d) In Favour of : NA

- Net Worth of the Guarantor Company : NIL

Names of Companies To Which Guarantor Has Issued Similar Guarantee : NIL

Extent of The Guarantee Offered By The Guarantor Company: Nil

Conditions Under Which the Guarantee Will Be Invoked : NA

Long term credit rating, if any, obtained by the issuer. – Ind BBB+ with Positive Outlook

- Details of Current Tranche:

| ISIN | AMOUNT (INR) | MATURITY DATE | CURRENT CREDIT RATING | VALIDITY PERIOD OF RATING | CRA |
|--------------|-----------------|------------------|-----------------------------|--|--|
| INE0MHC14100 | 10 Crores | 14/05/2025 | IND A2 | One Year from the date of Issuance | India Ratings & Research Private Limited |

- Name and address of the Trustee: NA

- **Listing:**

Proposed to be listed/unlisted: Unlisted

- **Issuing and Paying Agent:** Yes Bank Limited, Yes Bank House, Off Western Express Highway,

Whizdm Finance Private Limited | CIN NO: U65929KA2017PTC101703

No 17/1, The Address Building, Outer Ring Road, Kadubeesanahalli, Bangalore - 560087

 <https://whizdmfinance.com>
 finops@whizdmfinance.com
 080-45692004

Santacruz East, Mumbai - 400055 Maharashtra, India

Market Conventions : FIMMDA CONVENTIONS

CP Borrowing Limit: : INR 115 Crores

Supporting Board Resolution for CP Borrowing Resolution Dated: September 12, 2024

Total CP Outstanding (As on Date) : INR 0.00

Details of CPs issued during the last 15 months*: INR 255 Crores (Including proposed issuance)

| ISIN | ISSUE DATE | AMOUNT (INR) | MATURITY DATE | AMOUNT O/S (INR) | IPA | CRA | RATING | RATED AMOUNT (INR) |
|--------------|------------|--------------|---------------|------------------|----------|--|--------|--------------------|
| INE0MHC14019 | 16/01/2024 | 15 Crores | 28/06/2024 | Nil | Yes Bank | India Ratings & Research Private Limited | IND A2 | 50 Crores |
| INE0MHC14027 | 30/01/2024 | 25 Crores | 28/03/2024 | Nil | Yes Bank | India Ratings & Research Private Limited | IND A2 | 50 Crores |
| INE0MHC14035 | 15/02/2024 | 10 Crores | 30/07/2024 | Nil | Yes Bank | India Ratings & Research Private Limited | IND A2 | 50 Crores |
| INE0MHC14043 | 04/07/2024 | 25 Crores | 30/12/2024 | Nil | Yes Bank | India Ratings & Research Private Limited | IND A2 | 115 Crores |
| INE0MHC14050 | 16/07/2024 | 10 Crores | 30/08/2024 | Nil | Yes Bank | India Ratings & Research Private Limited | IND A2 | 115 Crores |
| INE0MHC14068 | 02/08/2024 | 10 Crores | 29/01/2025 | Nil | Yes Bank | India Ratings & Research Private Limited | IND A2 | 115 Crores |
| INE0MHC14076 | 07/10/2024 | 25 Crores | 21/12/2024 | Nil | Yes Bank | India Ratings & Research Private Limited | IND A2 | 115 Crores |
| INE0MHC14084 | 29/10/2024 | 20 Crores | 28/01/2025 | Nil | Yes Bank | India Ratings & Research Private Limited | IND A2 | 115 Crores |
| INE0MHC14092 | 31/12/2024 | 40 Crores | 10/02/2025 | Nil | Yes Bank | India Ratings & Research Private Limited | IND A2 | 115 Crores |
| INE0MHC14 | 15/01/20 | 40 Crores | 29/01/2025 | Nil | Yes | India Ratings | IND A2 | 115 Crores |

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| | | | | | | | | |
|--------------|------------|-----------|------------|-----------|----------|--|--------|------------|
| 068 | 25 | | | | Bank | & Research Private Limited | | |
| INE0MHC14100 | 12/02/2025 | 10 Crores | 14/05/2025 | 10 Crores | Yes Bank | India Ratings & Research Private Limited | IND A2 | 115 Crores |
| INE0MHC14126 | 12/02/2025 | 10 Crores | 12/06/2025 | 10 Crores | Yes Bank | India Ratings & Research Private Limited | IND A2 | 115 Crores |
| INE0MHC14118 | 12/02/2025 | 15 Crores | 14/07/2025 | 15 Crores | Yes Bank | India Ratings & Research Private Limited | IND A2 | 115 Crores |

* Issuer's liability under the CP will continue beyond due date, in case the CP is not redeemed on due date.
Details of Other Debt Instruments Outstanding:

Non-Convertible Debentures: (As on 31.01.2025)

| ISIN | Issue Date | Amount (INR in Crores) | Maturity Date | Outstanding Amount (INR in Crores) |
|--------------|------------|------------------------|---------------|------------------------------------|
| INE0MHC07120 | 28-08-2023 | 15.00 | 20-08-2025 | 15.00 |
| INE0MHC07039 | 16-09-2023 | 50.00 | 15-11-2026 | 50.00 |
| INE0MHC07047 | 18-09-2023 | 20.00 | 28-09-2026 | 20.00 |
| INE0MHC07088 | 01-12-2023 | 40.00 | 31-05-2025 | 20.00 |
| INE0MHC07070 | 30-11-2023 | 45.00 | 30-06-2025 | 14.99 |
| INE0MHC07096 | 29-12-2023 | 30.00 | 27-06-2025 | 30.00 |
| INE0MHC07104 | 28-12-2023 | 47.00 | 28-06-2025 | 15.67 |
| INE0MHC07138 | 13-02-2024 | 50.00 | 31-07-2026 | 60.00 |
| INE0MHC07138 | 16-02-2024 | 10.00 | 31-07-2026 | |
| INE0MHC07146 | 23-02-2024 | 25.01 | 21-03-2025 | 50.00 |
| INE0MHC07146 | 08-03-2024 | 25.01 | 21-03-2025 | |
| INE0MHC07153 | 23-03-2024 | 50.00 | 01-03-2026 | 38.24 |
| INE0MHC07161 | 15-04-2024 | 170.00 | 16-04-2025 | 170.00 |
| INE0MHC07179 | 10-05-2024 | 40.00 | 11-05-2025 | 40.00 |
| INE0MHC07187 | 31-05-2024 | 15.00 | 30-08-2025 | 8.07 |
| INE0MHC07195 | 28-06-2024 | 35.00 | 30-06-2026 | 30.00 |
| INE0MHC07203 | 29-06-2024 | 60.00 | 30-06-2026 | 42.50 |
| INE0MHC07211 | 16-07-2024 | 35.00 | 17-07-2025 | 35.00 |
| INE0MHC07237 | 23-07-2024 | 25.00 | 23-07-2026 | 18.75 |
| INE0MHC07229 | 30-07-2024 | 13.00 | 30-10-2025 | 9.00 |
| INE0MHC07245 | 02-08-2024 | 30.00 | 03-08-2025 | 15.00 |
| INE0MHC07252 | 21-08-2024 | 125.00 | 21-08-2026 | 125.00 |
| INE0MHC07260 | 23-08-2024 | 40.00 | 19-02-2027 | 40.00 |
| INE0MHC07278 | 30-08-2024 | 74.70 | 01-03-2026 | 74.70 |
| INE0MHC07294 | 30-09-2024 | 40.00 | 31-03-2026 | 40.00 |
| INE0MHC07351 | 30-09-2024 | 35.00 | 30-09-2026 | 30.62 |
| INE0MHC07344 | 20-09-2024 | 10.00 | 01-09-2026 | 8.26 |

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| | | | | |
|--------------|------------|-------|------------|-------|
| INE0MHC07336 | 01-10-2024 | 48.00 | 30-03-2026 | 39.99 |
| INE0MHC07328 | 27-09-2024 | 25.00 | 28-09-2025 | 18.75 |
| INE0MHC07369 | 25-10-2024 | 25.00 | 25-01-2026 | 25.00 |
| INE0MHC07377 | 30-10-2024 | 20.00 | 30-04-2026 | 16.67 |
| INE0MHC07385 | 07-11-2024 | 80.00 | 01-11-2026 | 80.00 |
| INE0MHC07385 | 29-11-2024 | 20.00 | 01-11-2026 | 20.00 |
| INE0MHC07427 | 15-01-2025 | 35.00 | 15-01-2025 | 35.00 |
| INE0MHC07443 | 30-01-2025 | 20.00 | 30-01-2025 | 20.00 |
| INE0MHC07435 | 31-01-2025 | 80.00 | 31-01-2025 | 80.00 |

Bank fund-based facilities from banks/Financial Institutions, if any:

| S. No | Name of Bank/Financial Institution | Nature of Facility | Outstanding Amount (INR in Crores) | Asset Classification |
|-------|--|--------------------|------------------------------------|----------------------|
| 1. | AU Small Finance Bank | Term Loan | 66.33 | Standard |
| 2. | Axis Bank Ltd | Term Loan | 8.00 | Standard |
| 3. | Federal Bank | Term Loan | 49.95 | Standard |
| 4. | IDFC First Bank | Term Loan | 137.39 | Standard |
| 5. | IndusInd | WCDL | 25.00 | Standard |
| 6. | Kotak Mahindra Bank Ltd | Term Loan | 8.33 | Standard |
| 7. | Kotak Mahindra Bank Ltd | WCDL | 10.00 | Standard |
| 8. | SBM Bank | Term Loan | 7.50 | Standard |
| 9. | Suryoday Bank | Term Loan | 8.72 | Standard |
| 10. | Yes Bank | WCDL | 50.00 | Standard |
| 11. | Vivriti Capital Private Limited | Term Loan | 48.42 | Standard |
| 12. | Kisetsu Saison Finance (India) Pvt Ltd | Term Loan | 120.13 | Standard |
| 13. | MAS Financial Services Limited | Term Loan | 52.50 | Standard |
| 14. | Oxyzo Financial Services Private Limited | Term Loan | 33.23 | Standard |
| 15. | Capri Global Capital Limited | Term Loan | 5.83 | Standard |
| 16. | Kotak Mahindra Investment Limited | Term Loan | 16.67 | Standard |
| 17. | AK Capital Finance Limited | Term Loan | 5.68 | Standard |
| 18. | Hinduja Leyland Finance Limited | Term Loan | 13.86 | Standard |
| 19. | Incred Financial Services Limited | Term Loan | 18.70 | Standard |
| 20. | JM Financial Products Limited | Term Loan | 6.66 | Standard |
| 21. | Ambit Finvest Private Limited | Term Loan | 17.35 | Standard |
| 22. | Ambium Finserve Private Limited | Term Loan | 7.83 | Standard |
| 23. | Cholamandalam Investment & Finance Company Ltd | Term Loan | 3.91 | Standard |
| 24. | Manappuram Finance Ltd | Term Loan | 6.38 | Standard |
| 25. | Poonawalla Fincorp Ltd | Term Loan | 56.93 | Standard |
| 26. | Tata Capital Financial Services limited | Term Loan | 2.77 | Standard |
| 27. | Western Capital Advisors Private Limited | Term Loan | 12.25 | Standard |
| 28. | Capsave Finance Private Limited | Term Loan | 12.50 | Standard |
| 29. | Shriram Finance | Term Loan | 18.50 | Standard |
| 30. | Bajaj Finance | Term Loan | 7.50 | Standard |
| 31. | Innoven Capital | WCDL | 25.00 | Standard |

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Name and Address of Issuer : Whizdm Finance Private Limited,
No 17/1, Kadubeesanahalli, Outer Ring Road Bangalore
Bangaluru, Karnataka,560087

Line of Business : The Company is an NBFC which is into the business of
unsecured lending to Individuals on Pan India Basis

Chief Executive Officer : Mr. Sanjay Aggarwal

Group Affiliation (If Any) : Moneyview

Details of the auditor of the Company:

| Name of the Auditor | Address | Auditor since |
|-------------------------|---|---------------|
| SC Mehra and Associates | No. 752, 10th Main, 5th Cross, BSK 1st Stage, 2nd Block, Bangalore - 560050 | 30.09.2022 |

Details of change in auditors since last three years:

| Name of the Auditor | Address | Date of Appointment | Date of cessation, if applicable | Date of resignation, if applicable |
|---------------------------------|--|---------------------|----------------------------------|------------------------------------|
| MDA & Co, Chartered Accountants | No 305/66, 2nd Floor, 2nd Main, 40th Cross Rd, 8th Block, Jayanagar, Bengaluru, 560070 | 16/09/2017 | 31/03/2022 | NA |

Financial Summary

(Amount INR in Crores)

| | Year-1 (2023-24) | Year-2 (2022-23) | Year-3 (2021-22) |
|---|---------------------|---------------------|---------------------|
| • Equity | 10.43 | 6.19 | 4.17 |
| • Net worth | 656.48 | 167.66 | 58.01 |
| • Investment in Subsidiaries/Affiliates | 0.00 | 0.00 | 0.00 |
| • Total Debt Outstanding | | | |
| - Short Term Borrowing | 1278.54 | 200.76 | 42.98 |
| - Other Borrowing | 414.92 | 59.85 | 28.04 |
| • Gross Income | 481.72 | 71.13 | 20.19 |

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| | | | |
|----------------------------|-------|------|--------|
| • Operating Profit (PBITD) | 52.06 | 2.56 | (0.49) |
| • Gross Profit (PBTD) | 51.04 | 2.50 | (0.49) |
| • Net Profit (Post Tax) | 38.82 | 1.85 | (0.35) |

Summary of last three years audited financials or if the issuer has not been in existence for three years, available audited financials)

(INR in Lakhs)

| Statement of Profit and Loss | | | |
|---|-----------------------------|-----------------------------|-----------------------------|
| | As on March 31, 2024 | As on March 31, 2023 | As on March 31, 2022 |
| INCOME | | | |
| Revenue from operations | 47,123.90 | 6,986.60 | 1,967.32 |
| Other income | 1,044.77 | 126.70 | 51.19 |
| Total income (i) | 48,171.67 | 7,113.30 | 2,018.51 |
| EXPENSES | | | |
| Employee benefit expenses | 1,039.41 | 743.58 | 278.37 |
| Finance costs | 13,661.40 | 2264.94 | 1089.84 |
| Provision on Loans and Advances | 8,790.60 | 1,708.90 | 118.42 |
| Depreciation and amortisation expense | 2.35 | 5.18 | 0.05 |
| Other expenses | 19,198.94 | 2,140.22 | 581.32 |
| Total expenses (ii) | 42,967.70 | 6,862.82 | 2,068.00 |
| Profit/ (Loss) before tax [(iii)=(i)-(ii)] | 5,203.97 | 250.48 | (49.49) |
| Tax expenses | | | |
| Current tax | 1,242.16 | 313.40 | 0.28 |
| Deferred tax (credit) | 79.45 | (248.40) | (14.72) |
| Total tax expense (iv) | 1,321.61 | 65.00 | (14.44) |
| (Loss) for the year [(v)=(iii)-(iv)] | 3,882.36 | 185.48 | (35.05) |

| Balance Sheet | | | | |
|----------------------|-------------------------------|--|--|--|
| <u>Sr. No.</u> | <u>Particulars</u> | <u>Preceding Year 1 (March 31, 2024)</u> | <u>Preceding Year 2 (March 31, 2023)</u> | <u>Preceding Year 1 (March 31, 2022)</u> |
| I. | Equity and Liabilities | | | |
| 1. | Shareholder's funds | 65,648.15 | 16,765.80 | 5,800.54 |

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| | | | | |
|--------------|--|--------------------|------------------|------------------|
| a. | Share Capital | 1,043.96 | 618.77 | 417.00 |
| | ESOP Outstanding | 0 | 0 | 0 |
| b. | Reserves and Surplus | 64,604.19 | 16,147.03 | 5,383.54 |
| c. | Money received against share warrants | 0 | 0 | 0 |
| 2. | <i>Share application money pending allotment</i> | 0 | 0 | 0 |
| 3. | <i>Non - current liabilities</i> | 43,554.35 | 7,287.68 | 3,012.26 |
| a. | Long term borrowings | 41,492.02 | 5,985.04 | 2,803.84 |
| b. | Deferred tax liability | 0 | 0 | 0 |
| c. | Others (Long Term Provisions and Liabilities) | 2,062.33 | 1,302.64 | 208.42 |
| 4. | <i>Current liabilities</i> | 1,35,650.86 | 20,966.61 | 5,003.77 |
| a. | Short term borrowings | 1,27,854.87 | 20,076.20 | 4,297.66 |
| b. | Trade payables | 3,840.19 | 431.47 | 568.02 |
| c. | Other current liabilities | 3,162.63 | 367.35 | 118.09 |
| d. | Short- term provisions | 793.17 | 91.59 | 20.00 |
| Total | | 2,44,853.36 | 45,020.09 | 13,816.57 |
| II. | Assets | | | |
| 1. | <i>Non-current assets</i> | 76,075.47 | 5,501.45 | 2,054.00 |
| a. | Fixed Assets | 8.53 | 3.02 | 8.20 |
| | -Tangible | 8.53 | 3.02 | 8.20 |
| | -Intangible | 0 | 0 | 0 |
| | -Capital work in progress | 0 | 0 | 0 |
| b. | Non- current investment | 0 | 0 | 0 |
| c. | Long term loans & advances | 75,855.08 | 5032.11 | 1,827.88 |
| d. | Deferred tax assets | 211.86 | 291.32 | 42.92 |
| e. | Other non-current assets | 0.00 | 175.00 | 175.00 |
| 2. | <i>Current assets</i> | 1,68,777.89 | 39,518.64 | 11,762.57 |
| a. | Current investments | 0 | 0 | 499.11 |
| b. | Inventories | 0 | 0 | 0 |
| c. | Trade receivables | 0 | 0 | 0 |

| | | | | |
|--------------|-----------------------------|--------------------|------------------|------------------|
| d. | Cash and cash equivalents | 39,509.39 | 6,679.33 | 3,557.46 |
| e. | Short term loans & advances | 1,23,925.13 | 32,112.25 | 7,551.04 |
| f. | Other current assets | 5,343.37 | 727.06 | 154.95 |
| Total | | 2,44,853.36 | 45,020.09 | 13,816.57 |

Audit Qualifications (If Any): NIL

Material Litigation, If Any: NIL

Regulatory Strictures, If Any: NIL

Details of Default of CPs, Including Technical Delay in Redemption During Past Five Years: NIL

Details of Default and Delay in Redemption of Any Other Borrowings During Last Five Years: NIL

Unaccepted credit ratings, if any, assigned to the issuer: NO

Details of Debenture Trustee for CP: NO

Any material event/ development having implications for the financials/ credit quality resulting in material liabilities, corporate restructuring event which may affect the issue or the investor's decision to invest in the CP. – NIL.

Shareholding of the issuer's promoters and the details of the shares pledged by the promoters, if any:

| Name of Shareholder | No. of equity shares held | % of holding |
|---|---------------------------|--------------|
| Whizdm Innovations Private Limited | 1,16,08,318 | 99.9999 |
| Sanjay Aggarwal (Holding on behalf of Whizdm Innovations Private Limited) | 01 | 0.0001 |

Details of the shares pledged by the promoters: NO

An issuer which is either an NBFC or an HFC shall disclose the residual maturity profile of its assets and liabilities in the following format:

| Category | Up to 30/31 days | (In Lakhs) | | | | | | | Total |
|-------------|------------------|---------------------|----------------------|----------------------|--------------------|--------------------|--------------------|----------|----------|
| | | >1 month – 2 months | >2 months – 3 months | >3 months – 6 months | >6 months – 1 year | > 1 year – 3 years | >3 years – 5 years | >5 years | |
| Deposit | - | - | - | - | - | - | - | - | - |
| Advances | 15,957 | 18,607 | 17,134 | 42,697 | 58,248 | 78,308 | 8,176 | - | 2,39,127 |
| Investments | - | - | - | - | - | - | - | - | - |

| | | | | | | | | | |
|---|--------|--------|--------|--------|--------|--------|---|---|----------|
| Borrowings | 14,164 | 13,200 | 11,394 | 43,661 | 64,564 | 38,125 | - | - | 1,85,108 |
| Foreign Currency Assets (FCA) | - | - | - | - | - | - | - | - | - |
| Foreign Currency Liabilities (FCL) | - | - | - | - | - | - | - | - | - |

Authorised Signatory of the Issuer : Sanjay Aggarwal

Date : 10/02/2025

Original / Authenticated Copy of Any Document Related to Above Information Will Be Made Available to The Investors on Request.

