

LETTER of OFFER

Issue of Commercial Paper (CP) of original or initial maturity up to one year

PART I

Issuer Details	INE618R14034
Name and Address of Issuer	SG Finserve Limited, 37 Hargobind Enclave, Vikas Marg, Delhi-110092
Business Segment / Activity	Non Banking Financial Company
Chief Executive (Managing Director / President / CEO / CFO / Equivalent Official in the hierarchy as per Constitution of the Issuer entity)	Shri Sanjay Rajput, Chief Financial Officer
Group Affiliation (If Any)	N.A.

PART II

Issue Details		
ISIN	INE618R14034	
Proposed Date of Issue	January 08, 2026	
Amount (Rs.)	Rs. 30,00,00,000	
Tenor and Date of Maturity	49 Days & 26/02/2026	
Proposed to be Listed / Unlisted	Listed	
End Use of CP / NCD proposed (specific details)	Routine working capital utilization	
Market Conventions	FIMMDA Conventions	
Credit Rating Details for the Proposed Issue	Credit Rating – 1	Credit Rating – 2 (obtained if any)
Credit Rating Issuer	ICRA	
Rating	ICRA A1+	
Date of Rating	23/12/2025	
Validity of Issuance	3 Months	
Validity period for rating	Rating is valid throughout the life of the commercial paper programme with a maximum maturity of 12 months	
For Amount (Rs.)	Rs. 200,00,00,000	
Conditions (If Any)	NA	
Long term credit rating obtained by the Issuer	AA(CE)(Stable), ICRA	

SG Finserve Limited

(CIN: L64990DL1994PLC057941)

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Corporate Office: - 35-36 Kaushambi, Near Anand Vihar Terminal, Ghaziabad, Uttar Pradesh - 201010

E-mail: info@sgfinserve.com, Website: www.sgfinserve.com

Unaccepted Credit Rating assigned to the Issuer	NIL	
Issuing and Paying Agent Details (Name and Address)	Yes Bank Ltd., 3rd Floor, North Wing Off Western Express Highway, Santacruz, East Mumbai – 400055	
Debenture Trustee Details (Name and Address) (In case of NCD)	NIL	
Credit Enhancement Details (If any)	NA	
Description of Instrument	NA	
Amount (Rs. In Lacs)	NA	
In Favor of	NA	
Name and Address of the Guarantor	NA	
Net worth of the Guarantor (Rs. In Lacs)	NA	
Extent of The Guarantee Offered by the Guarantor for the Issue	NA	
	NA	
Conditions under which the guarantee will be invoked	NA	
Trustee Details (Name and Address)	NA	
Whether guarantor is a group entity	NA	
If yes,		
Names of Companies to which Guarantor has issued similar guarantees,		
	Name	Extent of Guarantee
		Conditions Under Which the guarantee will be invoked
1		
2		
3		

PART III

A. Issuer Financial Details

CP Borrowing	50,00,00,000
Date of Board Resolution	13/10/2025
1. Limit approved by Board	Rs.500 crores

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2. Limit as per CRA	Rs.200 crores
3.Limit approved by Regulator concerned (if applicable)	NA

B. Details of CP outstanding as on date of Letter of Offer CP (Including Liabilities not redeemed on due date):

ISIN Code	Value Date	Maturity Value	Units	Maturity Date
INE618R14018	28/10/2025	50,00,00,000	1000	27/01/2026

C. Fund-based facilities from banks/Financial institutions, if any

NAME OF THE BANK	NATURE OF THE FACILITY	O/S AMOUNT / LIMIT (Crores)	ASSET CLASSIFICATION
HDFC Bank Limited	Working Capital	400/400	Standard
YES Bank Limited	Working Capital	147/150	Standard
ICICI Bank Limited	Working Capital	200/200	Standard
Bank Of Baroda	Working Capital	125/125	Standard
Axis Bank Limited	Working Capital	198.61/200	Standard
RBL Bank Limited	Working Capital	100/100	Standard
Bajaj Finance Limited	Short Term Loan	100/100	Standard
Union Bank of India	Working Capital	99.8/100	Standard
Punjab National Bank	Term Loan	88.89/100	Standard
Bandhan Bank	Working Capital	75/75	Standard
Federal Bank Limited	Working Capital	100/100	Standard
Southern Indian Bank	Term Loan	100/51	Standard
Aditya Birla Finance Ltd	Term Loan	100/75	Standard
AU Small Finance Bank Limited	NCD	100/50	Standard
DCB Bank	Working Capital	100/50	Standard
Indian Bank	Working Capital	100/50	Standard
HDFC Bank Limited	Working Capital	400/400	Standard

D. Shareholding Details of Promoters / Details of share Pledged as on September 30, 2025:

S. NO.	NAME OF THE SHAREHOLDER	NO OF CLASS A EQUITY SHARES OF RS. 10 EACH	% OF CLASS A EQUITY SHARES HELD	NO OF CLASS B EQUITY SHARES OF RS. 10 EACH	% OF CLASS B EQUITY SHARES HELD	TOTAL CLASS A & CLASS B SHARES HELD	% OF TOTAL CLASS A & CLASS B SHARES HELD
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1.	Rahul Gupta	1,01,50,001	18.16	-	-	1,01,50,001	18.16
2.	Rohan Gupta	1,01,14,999	18.10	-	-	1,01,14,999	18.10
3.	Sg Prefab Engineering Private Limited	60,00,000	10.73	-	-	60,00,000	10.73
4.	S Gupta Holding Private Limited	7,75,000	1.39	-	-	7,75,000	1.39

E. Financial Summary

(Including Net worth / Equity / Investment in subsidiaries / Affiliates)

Particulars	31/03/2025 Audited	31/03/2024 Audited	31/03/2023 Audited
Equity	558.95	549.79	412.73
Net worth	10,147.77	8,063.83	5,730.77
Investment in Subsidiaries/Affiliates	0.25	-	-
Total Debt Outstanding	13,846.63	9,567.78	4,929.75
SHORT TERM (< 1 YEAR)	13,846.63	9,567.78	4,929.75
OTHER DEBT	-	-	-
Gross Income	1,710.38	1,897.19	419.61
Operating Profit (PBITD)	1,426.40	1,691.58	334.67
Gross Profit (PBSD)	1,106.64	1,052.01	250.47
Net Profit (Post Tax)	809.90	785.84	184.06
Audit Qualifications (If Any)	NA	NA	NA

Note: If the Issuer has not been in existence for three years, the information of the Issuer for the period such information is available shall be disclosed.

F. Details of Statutory auditor

Name and address	Date of appointment	Remarks
M/s. SP Chopra & Company 31F, Connaught Place, New Delhi-110001	23.09.2025	Appointed as Statutory Auditors on 23.09.2025

Details of changes in Statutory auditor in the last three financial years

Sl. No.	Name and address	Date of appointment/resignation	Date of cessation (in case of resignation)	Remarks (viz. reasons for change etc.)
1.	M/s. AKGVG & Associates	30.09.2022	23.09.2025	Completion of second term of three

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E-1, 2nd Floor, Prashant Vihar, Rohini, New Delhi – 110 085			(3) consecutive years as Statutory Auditors of the Company w.e.f. the conclusion of 31 st Annual General Meeting of the Company held on 23.09.2025.
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G. Details of default-in repayment of CP, and other financial indebtedness including corporate guarantee issued in the past five financial years including in the current financial year. NIL

H. Details of any other material event / development having implications for the financials / credit quality resulting in material liability, corporate restructuring event or such other matters affecting the issue or investor’s decision. NO

I. Material Litigation if any: NIL

(All ongoing and outstanding material litigation irrespective of age to be reported)

J. Regulatory Strictures, if any: NIL

(Regulatory strictures issued during the past five Financial Years to be reported.

Also, any regulatory structure which continue to be applicable is to be disclosed)

K. 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 as on March 31, 2025:

Category	Up to 30/31 days	>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	Total
Deposit	-	0.34	0.16	-	50.00	-	-	-	50.50
Advances	447.52	1,165.84	274.98	23.12	112.52	189.07	-	33.00	2,246.05
Investments	80.23	-	-	-	-	-	-	-	80.23
Borrowings	525.22	326.11	403.33	60.00	20.00	50.00	-	-	1,384.66

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SG Finserve Limited

Foreign Currency Assets (FCA)	-	-	-	-	-	-	-	-	-
Foreign Currency Liabilities (FCL)	-	-	-	-	-	-	-	-	-

For SG Finserve Limited

Authorized Signatory of the Issuer

Date: 07/01/2026

Place: Ghaziabad

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