

LETTER of OFFER

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

PART I

Issuer Details	ECL Finance Limited
Name and Address of Issuer	5 th Floor, B Wing, Kohinoor Tower, Kirol Road, Vidyavihar West, Mumbai - 400072.
Business Segment / Activity	NBFC
Chief Executive (Managing Director / President / CEO / CFO / Equivalent Official in the hierarchy as per Constitution of the Issuer entity)	Mr. Sandeep Agarwal
Group Affiliation (If Any)	Edelweiss Group

PART II

Issue Details:		
ISIN	INE804I14YH8	
Proposed Date of Issue	17-12-2025	
Amount (Rs.)	50,00,00,000	
Tenor and Date of Maturity	25-06-2026	
Proposed to be Listed / Unlisted	Listed/ Un listed	
End Use of CP	Working Capital Requirements	
Market Conventions	FIMMDA Conventions	
Credit Rating Details for the Proposed Issue	Credit Rating - 1	Credit Rating - 2 (obtained if any)
Credit Rating Issuer	INFOMERICS	CRISIL
Rating	A1+	A1+
Date of Rating	05-12-2025	28-10-2025
Validity of Issuance	04-03-2026	26-12-2025
Validity period for rating	25-06-2026	25-06-2026
For Amount (Rs.)	4,00,00,00,000	10,00,00,00,000
Conditions (If Any)	None	None
Long term credit rating obtained by the Issuer		
Unaccepted Credit Rating assigned to the Issuer		
Issuing and Paying Agent Details	ICICI Bank LTD, 2943 Edelweiss House, Off CST Road, Kalina, Santacruz E, Mumbai.	
Credit Enhancement Details	NA	



ECL Finance Limited

Corporate Identity Number : U65990MH2005PLC154854

Registered Office : Tower 3, Wing 'B', Kohinoor City Mall, Kohinoor City, Kirol Road, Kurla (W), Mumbai - 400070 ☎+91 22 4272 2200

<https://eclfinance.edelweissfin.com>

(If any)	
Description of Instrument	Listed Cp
Amount	50,00,00,000
In Favor of	As per Annexure
Name and Address of the Guarantor	NA
Net worth of the Guarantor	NA
Extent of The Guarantee Offered by the Guarantor for the Issue	NA
Conditions under which the guarantee will be invoked	NA
Trustee Details	NA
Whether guarantor is a group entity	NA

PART III

A. Issuer Financial Details

CP	Listed Cp
Date of Board Resolution	08/05/2024
1. Limit approved by Board	2000 crores
2. Limit as per CRA	As per Deal Confirmation
3. Limit approved by Regulator concerned (if applicable)	NA

B. Details of CP / NCD and other Debt Instruments outstanding as on date of Letter of Offer CP / NCD / other Debt Instruments (Including Liabilities not redeemed on due date) As per Annexure - A

C. Fund-based facilities from banks/Financial institutions, if any – As per Annexure - A

D. Shareholding Details of Promoters / Details of share Pledged As per Annexure - B

E. Financial Summary(Rs. Lakhs)

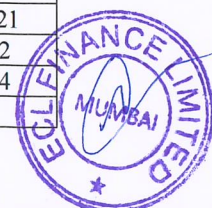
FINANCIAL SUMMARY (Rs. Lakhs)	Last Qtr. NA	FY 25	FY 24	FY 23
EQUITY	0	27,001.58	21,383	21,383
NET WORTH	0	1,60,191.13	2,76,911	2,67,160
INVESTMENT IN	0	-	-	-
Subsidiary / Affiliate Companies	0	-	-	-
TOTAL DEBT OUTSTANDING	0	-	-	-
-SHORT TERM (< 1 YEAR)	0	3,67,994.14	3,77,068	5,92,340
-OTHER DEBT	0	2,38,170.86	3,25,998	4,14,480
GROSS INCOME	0	64,553.40	1,27,375	1,60,220
OPERATING PROFIT (PBITD)	0	66,730.00	1,06,016	1,16,321
GROSS PROFIT (PBTD)	0	6,778.00	19,471	14,462
NET PROFIT (POST TAX)	0	4630	13,519	11,084
AUDIT QUALIFICATIONS (if any)				

ECL Finance Limited

Corporate Identity Number : U65990MH2005PLC154854

Registered Office : Tower 3, Wing 'B', Kohinoor City Mall, Kohinoor City, Kirol Road, Kurla (W), Mumbai - 400070 ☎+91 22 4272 2200

<https://eclfinance.edelweissfin.com>



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 and changes thereof in the last three financial years –

G. Details of default in repayment of CP, NCD or any other debt instrument and other financial indebtedness including corporate guarantee issued in the past five financial years including in the current financial year. No Default

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. NILL

I. Material Litigation if any: NILL

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

J. Regulatory Strictures, if any: NILL

(Regulatory strictures issued during the past five Financial Years to

be reported. Also, any regulatory structure which continue to be

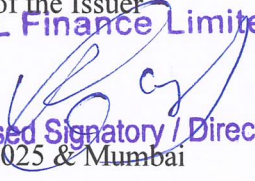
applicable is to be disclosed)

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: Finance

Rupees(in Lakhs)									
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	NA	NA	NA	NA	NA	NA	NA	NA	NA
Advances (Net of Provisions)	1,919.00	1,969.00	1,161.00	3,369.00	22,214.45	12,676.00	22,753.00	26,857.00	92,918.45
Investments	276,247.00	-	39,196.00	7,150.90	7,729.00	72,166.00	123,397.00	14,703.00	540,588.90
Borrowings	248,981.57	44,123.00	8,114.00	23,925.00	42,850.02	162,467.53	75,705.42	-	606,166.53
Foreign Currency Assets (FCA)	NA	NA	NA	NA	NA	NA	NA	NA	NA
Foreign Currency Liabilities (FCL)	NA	NA	NA	NA	NA	NA	NA	NA	NA



Authorized Signatory of the Issuer
For ECL Finance Limited


Authorised Signatory / Director
Date & Place:- 17-12-2025 & Mumbai

Original / authenticated copy of any document related to above information will be made available to the investors on request.

y

Annuxure 3A

DEAL CONFIRMATION / CONTRACT NOTE

DATE OF CONTRACT	: 17-12-2025	DUE DATE	: 25-06-2026
CP (MATURITY VALUE)	: Rs.50,00,00,000	DISC RATE	: 8.45 %
PRICE	: 95.78670000000001 /-	ISIN	: INE804114YH8
ISSUE REFERENCE	: ECLFCP\25-26\320	ISSUED BY	: INFOMERICS CRISIL
CREDIT RATING	: INFOMERICS A1+ CRISIL A1+		

DATE OF RATING	: 05-12-2025 28-10-2025
RATING VALIDITY FOR ISSUANCE	: 04-03-2026 26-12-2025
VALIDITY PERIOD FOR RATING	: Rating Valid for the tenure of such instrument till redemption i.e 25-06-2026
FOR AMOUNT	: Rs. 4,00,00,00,000 Rs. 10,00,00,00,000
CONDITIONS (If any)	: None
CREDIT ENHANCEMENT (If any)	: None
A) DESCRIPTION OF INSTRUMENT	: NA
B) AMOUNT	: NA
C) ISSUED BY	: NA
D) IN FAVOUR OF	: NA
E) CONDITIONS (If any)	: NA
Name of Guarantor	: None
Name of Trustee	: None
ISSUING AND PAYING AGENT	: ICICI Bank LTD,215, Free Press House, Free Press House Marg, Nariman point Mumbai,

* Issuer's liability under the CP will continue beyond due date, in case the CP is not redeemed on due date.

SELLER OF CP	: ECL Finance Limited
PURCHASER OF CP	: PARLE BISCUITS PRIVATE LIMITED
SETTLEMENT INSTRUCTIONS	
VALUE DATE	: 17-12-2025
FUNDS	:Please credit Rs. 47,89,33,500 /- to the current account of ECL Finance Limited (CP A/C NO : 000405141710) with ICICI Bank LTD 215, Free Press House, Free Press House Marg, Nariman point Mumbai (IFSC Code: ICIC0000004) through RTGS

CP ID: IN301330,	: Please deliver to DP Name: STOCK HOLDING CORPORATION OF INDIA LIMITED, DP Client ID: 21576819 units: 1000 Only, Amount: Rs.50,00,00,000 /- Only.
------------------	--

MARKET CONVENTIONS	: FIMMDA CONVENTIONS
--------------------	----------------------

THE DEAL IS DONE BY

ON BEHALF OF SELLER	:
ON BEHALF OF PURCHASER	:
ON (TRADE DATE)	: 17-12-2025AT (TIME) 10:00 A.M. OVER PHONE/FAX
PERSON	

NO RECOURSE IS AVAILABLE TO THE PURCHASER OF CP AGAINST PREVIOUS HOLDERS OF THE CP.

THIS CONTRACT NOTE IS EXECUTED BY:

For ECL Finance Limited

On Behalf of ECL Finance Limited

On Behalf of PARLE BISCUITS PRIVATE LIMITED

(SELLER OF THE CP)

(PURCHASER OF THE CP)

NOTE: ISSUER IS THE SELLER OF THE CP IN CASE OF PRIMARY MARKET DEAL.

ECL Finance Limited

Corporate Identity Number : U65990MH2005PLC154854

Registered Office : Tower 3, Wing 'B', Kohinoor City Mall, Kohinoor City, Kirod Road, Kurla (W), Mumbai - 400070 ☎+91 22 4272 2200

<https://eclfinance.edelweissfin.com>