

Ref- 553/BSE/28012025

January 28, 2025

To  
Senior General Manager,  
BSE Limited  
P.J. Towers, Dalal Street  
Mumbai – 400 001

**Sub: Intimation for exercise of Call Option and fixing of the Record Date for the Redemption of Non-Convertible Debentures (“NCDs”)**

**Ref: BSE Scrip Code: 973843 and ISIN: INE814007345**

Dear Sir/Madam,

In accordance with the provisions of Regulation 15 (7) of SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 and Regulation 51 read with Part B of Schedule III of SEBI Listing Obligation and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”), we wish to inform that the Company has decided to exercise the Call Option in respect of 200 (Two Hundred), 11.8647% Secured, Rated, Listed, Redeemable, Transferable, Non-Convertible Debentures (“NCD”) having a face value of INR 10,00,000/- (Ten Lakh Only) each, aggregating to INR. 20,00,00,000 (Rupees Twenty Crore) issued on a private placement basis as per the terms and conditions contained in the Placement Memorandum and the Debenture Trust Deed dated March 02, 2022.

A copy of the notice dated January 28, 2025 (“Call Option Notice”) issued by the Company to the Debenture holder and Catalyst Trusteeship Limited (“Debenture Trustee”), of the Company’s intent of exercising its Call Option to fully redeem the NCDs, is enclosed as an Annexure.

Further, pursuant to Regulation 60(2) of the SEBI LODR Regulations, we would like to inform you that the Record Date in relation to the exercise of Call Option, has been fixed as under:

<b>Record Date</b>	Sunday, February 23, 2025
<b>Payment Date</b>	Monday, March 10, 2025

The above information is available on the website of the Company i.e. <https://www.neogrowth.in/>

This is for your information and records.

**For NeoGrowth Credit Private Limited,**

**Rohit Rai**  
**Company Secretary**  
**Membership No: A35505**

Date: January 28, 2025

To,

The Debenture Holder  
**BlueOrchard MicroFinance Fund**  
2 RUE D'ALSACE  
L-1122 Luxembourg

**Subject: Exercise of Call Option for Redemption of Non-Convertible Debentures in terms of the Placement Memorandum dated March 02, 2022 ("Information Memorandum") issued by NeoGrowth Credit Private Limited ("Company") and the Debenture Trust Deed ("DTD") executed by and between the Company and Catalyst Trusteeship Limited ("Debenture Trustee") dated March 02, 2022.**

**Ref.:**

- 1. Regulation 15(6) of the SEBI (Issue and Listing of Non-Convertible Securities) Regulations 2021 (as amended) ("SEBI NCS Regulations")**
- 2. BSE Scrip Code: 973843; ISIN: INE814007345**

**Dear Debenture Holder,**

We hereby inform you that, in accordance with the terms set forth in the DTD and Information Memorandum dated March 2, 2022, for issue of 200, 11.8647% Secured, Rated, Listed, Redeemable, Transferable, Non-Convertible Debentures ("NCD") issued at a Face value of INR 10,00,000/- (Ten Lakh Only) each, aggregating to INR. 20,00,00,000 (Rupees Twenty Crore) on private placement basis, the Company intends to exercise its Call Option and redeem the Debentures held by you on the Exercise Date which is March 10, 2025 (being 36 months from the Deemed Date of Allotment).

The Board of the Company through its resolution passed dated February 12, 2022 has authorised its official to decide upon the exercise of the Call Option and to take necessary actions with respect to the exercise of the Call Option.

In view of the same, the Company, pursuant to Clause 1.6(ii) (*Call Option*) of the Debenture Trust Deed, the Information Memorandum, and Regulation 15 (6) of the SEBI NCS Regulations, is hereby notifying its intention to exercise the Call Option on the exercise date, to fully redeem NCDs, through this Call Option Notice.

Further, in view of the above Call Option Date, the Record Date for the purpose of the exercise of the Call Option and payment of the Call Option Price, in terms of the Debenture Trust Deed, Information Memorandum and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI LODR Regulations") has been fixed on Sunday, February 23, 2025.

1 | Page

NeoGrowth Credit Pvt. Ltd.

9th Floor, Tower E, Times Square, Andheri - Kurla Road, Marol, Andheri East, Mumbai 400059. T: +91 22 4921 9999 W: www.neogrowth.in

CIN: U51504MH1993PTC251544





The Debenture Holder holding such NCDs as on the Record Date in the records of Depository shall be eligible for receiving the Call Option Price.

As per the terms, the Company would redeem the NCDs by crediting the Outstanding Principal Amount together with all accrued Coupon Amounts, Increased Costs, and any additional amounts, if applicable, to your designated beneficiary account on the Exercise Date.

In compliance with the applicable laws, the Company would also disseminate this notice to the BSE Limited ("BSE") and make necessary compliance pursuant to the SEBI LODR Regulations and SEBI NCS Regulations.

In relation to the above, we request you to note that:

- a) The Call Option Price will be credited in proportion to the holding of the Debenture Holder (based on the bank account details as set out in the statement of the Beneficial Owners on the Record Date). Debenture Holder is requested to update the bank account details in their dematerialized account with the depository participants.
- b) Upon payment of the Call Option Price to the relevant bank accounts of the Debenture Holder (based on the bank account details as set out in the statement of the Beneficial Owners on the Record Date), the Debentures shall stand redeemed and shall not carry any obligation, for Coupon or otherwise thereafter. For the sake of abundant caution, it is hereby clarified that the Company shall be liable to make payment of the Call Option Price only to the Debenture Holder whose name appear in the statement of the Beneficial Owner as obtained by the Company from the Registrar and Transfer Agent viz. Catalyst Trusteeship Limited, on the Record Date.
- c) No claim shall lie against the Company after the Call Option Price has been paid to the Debenture Holder.
- d) After the Record Date, the ISIN: INE814007345 shall be frozen by the Depository. Therefore, no trading or transaction can be carried out by the Debenture Holder after the Record Date. Further, the Debentures would be suspended for trading by the BSE Limited as they deem fit.
- e) All Capitalized terms used in this Call Option Notice, but not defined, shall have the same meaning as set out in the Information Memorandum and the Debenture Trust Deed.

Kindly treat this Call Option Notice as a formal communication of the Company's intent to exercise the Call Option and for redeeming the Debentures in full on **Monday, March 10, 2025**.

Should you require any further information or clarification, please feel free to contact us.




Thank you for your cooperation.

Yours sincerely,

For NeoGrowth Credit Private Ltd



  
\_\_\_\_\_  
Deepak Goswami  
Chief Financial Officer  
Times Square, Tower E, 9th Floor,  
Andheri-Kurla Road, Marol, Andheri East,  
Mumbai- 400059, Maharashtra

Copy to:

1. **Catalyst Trusteeship Limited**  
GDA House, First Floor, Plot No. 85 S. No. 94 & 95,  
Bhusari Colony, (Right), Kothrud, Pune,  
Pune City, Maharashtra, India, 411038
2. **BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400 001
3. **National Securities Depository Limited**  
301, 3rd Floor, Naman Chambers,  
Plot C-32, G-Block, Bandra Kurla Complex, Bandra East,  
Mumbai, Maharashtra - 400 051