



RELIANT CREDITS (INDIA) LIMITED

CIN: U65921KL1989PLC005568

Registered Office: KMC XVI/I/J, Reliant Junction, Kozhippilly Bypass, Kuthukuzhi P.O.,
Kothamangalam, Kerala - 686 691

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INFORMATION MEMORANDUM FOR PRIVATE PLACEMENT OF SUBORDINATED DEBTS - SERIES 23-24

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ABOUT THE COMPANY

Reliant Credits (India) Limited (RCIL) is a Company incorporated on December 29, 1989 under Companies Act, 1956. RCIL is a Non-Banking Finance Company registered with the Reserve Bank of India (16.00151 dated Augst 03, 2018) with a paid-up capital of ₹ 28.12 crores and a Net Owned Fund of ₹ 29.16 crores as on March 31, 2022. RCIL is mainly into the business of servicing the financial needs of various sectors of the economy for interest. The Company offers Gold Loan, Business Loan, Micro Finance, Vehicle Loan and Investment options such as Subordinated Debts.

Contact Person: **Mr. Jaimon K. Iype, Chief Executive Officer**

BOARD OF DIRECTORS

Sl. No.	Name	Designation	DIN	Date of Appointment	Occupation
1.	Mr. Chittilappilly Jacob Sunny	Chairman and Non-Executive Director	02017081	31/01/2022	Business
2.	Mr. Josekutty Xavier	Managing Director	02073994	29/04/2013	Business
3.	Mr. James Arambankudyil Joseph	Whole-Time Director	06566906	29/04/2013	Business
4.	Mr. Babu Peechakara Kuriakose	Whole-Time Director	00762513	29/12/1989	Business
5.	Dr. Thirunilath Vinayakumar	Independent Director	00044594	24/04/2018	Business
6.	Mr. Baby Mathew	Independent Director	00660637	24/04/2018	Business
7.	Mr. Alias Abraham	Non-Executive Director	00688660	29/12/1989	Business
8.	Mr. Robin Xavier	Non-Executive Director	00688670	29/12/1989	Business
9.	Adv. Unni Sebastian Kappen	Non-Executive Director	06569554	29/04/2013	Advocate
10.	Mr. Soji Thomas	Non-Executive Director	07279260	29/04/2016	Business
11.	Mr. Sathyapalan Sivaraman	Non-Executive Director	07467468	01/02/2021	Business
12.	Dr. Antony Rajesh	Non-Executive Director	08910713	01/02/2021	Doctor

KEY FINANCIAL AND OPERATIONAL PARAMETERS (for the last three Audited years)

Particulars	As on 31.03.2022 (In lakhs)	As on 31.03.2021 (In lakhs)	As on 31.03.2020 (In lakhs)
Net Worth	3013.02	2575.20	1488.30
Total Debt	10411.14	2769.24	1787.99
Asset Under Management	10612.95	5308.87	3462.29
Fixed Assets	278.47	161.65	52.74
Current Assets	12543.49	4243.92	2677.98
Current Liabilities	616.76	592.14	766.81
Cash and Cash Equivalents	2685.53	174.27	189.26
Interest Income	1174.09	642.55	547.84
Interest Expense	513.86	252.50	195.48
Provisions and Write-offs	27.37	40.74	83.25
Net Profit (After Tax)	16.42	24.10	54.03
Gross NPA (%)	11.03%	23.67%	31.56%
Net NPA (%)	9.15%	20.53%	27.72%
Debt Equity Ratio	3.46	1.08	1.20
Current Ratio	20.34	7.17	3.49
Earnings Per Share	₹ 119.46	₹ 240.84	₹ 813.38
Book Value Per Share	₹ 21,423.66	₹ 21,537.19	₹ 22,404.07

KEY STRENGTHS OF THE COMPANY**A. Experienced Management Team**

The Board of the Company comprises of senior professionals and business persons who have in-depth experience in the financial services sector. The Company has an experienced Management Team which is supported by efficient and capable employees. The Senior Management comprises of professionals who have deep understanding and knowledge of the industry and have extensive experience in financial services sector.

B. Effective Risk Management Policies and Tools

The Company understands importance of risk management and has accordingly deployed necessary processes, people and a well-defined management structure. The Company strives to protect of its stakeholders at any cost and therefore continues to maintain a healthy portfolio at all times.

CAPITAL STRUCTURE

The Authorised Share Capital of the Company is Rs. 80,00,00,000/- (Rupees Eighty Crores Only) which is divided into 8,00,00,000 (Eight Crore) equity shares of face value of Rs. 10/- each (Rupees Ten Only) each.

The Issued, Subscribed and Paid-up Equity Share Capital of the Company is Rs. 28,12,80,000/- (Rupees Twenty-Eight Crores Twelve Lakhs Eighty Thousand Only) which is divided into 2,81,28,000 (Two Crore Eighty-One Lakhs Twenty-Eight Thousand) equity shares of face value of Rs. 10/- (Rupees Ten Only).

TERMS AND CONDITIONS FOR THE PRIVATE PLACEMENT OF SUBORDINATED DEBT

1. PURPOSE OF THE ISSUE

The private placement of the Subordinated Debt is being made to enhance the long term resources of the Company and to augment the business activities carried on by the Company. This will be treated as a part of Tier II capital of the Company.

2. AUTHORITY FOR THE PRESENT ISSUE

The present private placement of Subordinated Debt is made under the authority of the Board of Directors of the Company at its meeting held on April 20, 2023 and is within the overall borrowing limit set out in the resolution under Section 180 (1) (c) of Companies Act 2013.

3. NATURE OF INSTRUMENT

The Subordinated Debt shall be in the form of non-marketable certificate and are not freely tradable. It is unsecured in nature and are negotiable instruments transferable by endorsement and delivery. The Debts will constitute direct unsecured and subordinated obligations of the Company, subordinate to the claims of all other creditors of the Company present and future as regards repayment of principal and payment of interest by the Company from out of its own fund.

4. NATURE OF ISSUE

The offer is only on private placement basis and can be accepted only by the person to whom the offer is specifically made. The Subordinated Debt being issued are subject to the applicable provisions of the Memorandum and Articles of Association / Letter of Allotment / Subordinated Debt Certificates to be issued / the terms and conditions of the private placement in the application form.

5. TERMS OF THE SUBORDINATED DEBT

- a) Face value: ₹ 1000/- per Subordinated Debt.
- b) Minimum Application: ₹ 20,000/- and in multiples of ₹ 1000/- thereafter.

- c) Schemes and Interest Rates offered by the Company under this issue:

SCHEME 1: MONTHLY

- i. Tenure: 60 Months
- ii. Rate of Interest: 11.50% p.a.
- iii. Transferability: Not available till 12 months

SCHEME 2: ANNUALLY

- i. Tenure: 60 Months
- ii. Rate of Interest: 11.75% p.a.
- iii. Transferability: Not available till 12 months

SCHEME 3: MONTHLY

- i. Tenure: 60 Months
- ii. Rate of Interest: 11.75% p.a.
- iii. Transferability: Not available till 24 months

SCHEME 4: ANNUALLY

- i. Tenure: 60 Months
- ii. Rate of Interest: 12.00% p.a.
- iii. Transferability: Not available till 24 months

SCHEME 5: MONTHLY

- i. Tenure: 60 Months
- ii. Rate of Interest: 12.00% p.a.
- iii. Transferability: Not available till 36 months

SCHEME 6: ANNUALLY

- i. Tenure: 60 Months
- ii. Rate of Interest: 12.25% p.a.
- iii. Transferability: Not available till 36 months

SCHEME 7: MONTHLY

- i. Tenure: 60 Months
- ii. Rate of Interest: 12.25% p.a.
- iii. Transferability: Not available

SCHEME 8: ANNUALLY

- i. Tenure: 60 Months
- ii. Rate of Interest: 12.50% p.a.
- iii. Transferability: Not available

SCHEME 9: DOUBLING

- i. Tenure: 72 Months
- ii. Rate of Interest: Doubling
- d) Pre-mature closure: Not allowed.
- e) Put Option: Not available.
- f) Loan against Subordinated Debt: Not available.

6. TERMS OF PAYMENT

- a) The entire amount in respect of the Subordinated Debt applied for is payable on application.
- b) The remittance of application money for Subordinated Debt units of 4 and above in a financial year in one or more separate accounts standing in name of the same person should be made strictly by banking channel only and not by cash.
- c) Applicant applying for the Subordinated Debt should mention their PAN allotted under Income Tax Act, 1961.

7. ALLOTMENT

- a) The Company shall allot Subordinated Debt to valid applications.

- b) One Subordinated Debt Certificate will be issued per applicant for the entire units allotted unless otherwise requested by the applicant in the application form.
- c) The Certificate will be dispatched to the applicant within 30 days from the date of allotment by registered post with acknowledgement due by the Company.

8. OPENING AND CLOSURE OF ISSUE

The issue will be open for subscription on April 01, 2023 and the subscription will be closed March 31, 2024. The Board or its Committee is authorised to make allotments from time to time. However, the Company reserves the right to close the issue early at its sole and absolute discretion at any time before the target amount is achieved without giving any reasons or prior notice.

9. PAYMENT OF INTEREST

- a) Interest shall be paid as per the scheme opted.
- b) Interest shall accrue from the date of realization of cheque/DD/PO.
- c) Interest will be credited to the respective bank account of the Subordinated Debt holder. Interest will cease to accrue from the due date of redemption in all events. Investors shall intimate the company in regard to any change in their bank account registered with the Company.
- d) TDS will be deducted from the amount of interest as per the provisions of the Income Tax Act, 1961. However, Subordinated Debt holders opting for payment of interest without deduction of tax may submit Form 15H/15G as the case may be in duplicate for each financial year.

10. REDEMPTION AT MATURITY

- a) The Subordinated Debt will be redeemed at the face value on their due date along with the interest, if any. The redemption amount will be paid only to the Subordinated Debt Holder

whose name appears on the Register of Subordinated Debt Holders on the date of redemption.

- b) The Subordinated Debt certificates should be surrendered to the Company duly discharged for redemption at the Head Office/Branches of the Company at least 15 days prior to the maturity date.

11. TRANSFER

- a) Necessary transfer deed needs to be executed for transfer of the Subordinated Debt in the prescribed form by the transferor and the transferee. The duly executed transfer deed should be submitted to the Company along with the original Subordinated Debt certificate. Further, the transfer process shall be initiated only if the submission is made at least one month prior to the interest / redemption due date.
- b) The transfer will be registered in accordance to with the provisions contained in the Articles of Association of the Company. Transfer is not valid unless it is approved by and registered with the Company.
- c) The Company will not be responsible or liable for any loss suffered by the transferee on account of delay in the submission of transfer deed by the transferee(s) and consequent payment of interest or principal amount to the holder whose name appear in the Register of Subordinated Debt Holders as on due date.
- d) In the event of delay in the lodgement for transferee, interest payment due shall be made to the holder whose name appears on the register of Debt Holders. In such cases claims for the interest by the transferees would need to be settled with the transferor only and not with the Company.

12. FUTURE FUND RAISING

The Company will be entitled to raise funds in whatever form by way of issue of Subordinated

Debt / Debentures / other securities in any manner having such ranking in priority, pari-passu or otherwise and change the capital structure including issue of shares of any class on such terms and conditions as the Board may think appropriate, without the consent of the Subordinated Debt holders.

13. RIGHTS OF HOLDERS

The Subordinated Debt Holder(s) will not be entitled to any rights or privileges of shareholders other than those available to them under the relevant statutes. The Subordinated Debt shall not confer upon the holders the right to receive notice or to attend or vote at the general meeting of the Company.

14. ISSUE OF DUPLICATE CERTIFICATE(S)

- a) If any Subordinated Debt Certificate is mutilated or defaced, upon surrender thereof to the Company, the same shall be cancelled and a new certificate in lieu thereof shall be issued by the Company.
- b) If any Subordinated Debt Certificate is lost, stolen or destroyed, a duplicate in lieu thereof shall be issued after the Company is satisfied by the genuineness of the matter and may demand such evidence and indemnity as is deemed necessary.
- c) The claimant whose Certificate has been destroyed, stolen or lost, shall pay such fees as may be determined by the Company towards the expenses incurred by the Company in connection with the issue of duplicate certificate.

15. MODIFICATION OF RIGHTS

- a) The rights, privileges, terms and conditions attached to the Subordinated Debt may be varied, modified or abrogated with the consent in writing of those holders of debts who hold at least 3/4th of the outstanding amount of the Subordinated Debts or with the sanction accorded pursuant to a special resolution

passed at the meeting of the Subordinated Debt Holders.

- b) Provided that no such consent or resolution modifies or varies the terms and condition of the Subordinated Debts, if the same are not acceptable to the Company.

16. NOTICE

- a) Notice to the Subordinated Debt Holders required by the Company shall be deemed to have been given if sent by ordinary post to original holder or final allotted or registered holders of the Subordinated Debt as the case may be.
- b) All notices to be given by the Subordinated Debt Holders shall be sent by registered post or by hand delivery to the Company at its Registered Office.

17. WHO CAN APPLY?

Individuals, Partnership Firms, Joint Stock Companies, LLPs, Trusts with Resident Indian Status can apply for these certificates.

In case of minors, the Subordinated Debt can be subscribed and held only by the natural guardian.

18. APPLICATION UNDER POWER OF ATTORNEY

A certified copy of the Power of Attorney or the relevant authority as the case may be along with names and specimen signature of the all the authorized signatories and the tax exemption certificate / document if any must be submitted separately along with the application form. Similarly, any modifications, additions in the Power of Attorney or authority shall also be submitted to the Registered Office of the Company immediately.

19. GENERAL RISKS

- a) Investment in debt and debt related securities involve a risk and before taking an investment decision, each potential investor must rely on

their own examination of the Company and investment option including the risk involved.

- b) A Certificate of Registration to carry on the business of a non-banking financial institution has been obtained from Reserve Bank of India (RBI) in terms of section 45 IA of RBI Act, 1934. It must be distinctly understood, however that in issuing the Certificate of Registration, RBI does not undertake any responsibility for financial soundness of the Company or for correctness of any statements made or any commitments made or opinions expressed.

For Reliant Credits (India) Limited

Sd/-

Josekutty Xavier
DIN: 02073994