

FREQUENTLY ASKED QUESTIONS

RIGHTS ISSUE OF EQUITY SHARES BY SHRI NIWAS LEASING AND FINANCE LIMITED

Set out below are the frequently asked questions (“FAQs”) to guide investors in gaining familiarity with the application process for subscribing to the rights issue of partly paid equity shares by **Shri Niwas Leasing and Finance Limited** (“Company”) (“Issue” or “Rights Issue”) in terms of the Letter of Offer dated February 20, 2025 (“Letter of Offer”), submitted to the Securities and Exchange Board of India (“SEBI”) and filed with the BSE Limited (“BSE/ Designated Stock Exchange”). These FAQs are not exhaustive, nor do they purport to contain a summary of all the disclosures in the Letter of Offer or the entire application process in the Issue or all details relevant to prospective investors (“Investors”). Further, these FAQs should be read in conjunction with, and are qualified in their entirety by, more detailed information appearing in the Letter of Offer, including the sections “Notice to Investors”, “Risk Factors” and “Terms of the Issue” on pages 12, 22 and 171 respectively, of the Letter of Offer. Readers are advised to refer to the Letter of Offer which is available on the website of the Registrar (www.skylinerta.com), Company (www.shriniwasleasingfinance.in) and Stock Exchange (www.bseindia.com). Unless otherwise defined herein, all capitalised terms shall have such meaning as ascribed to them in the Letter of Offer dated February 20, 2025 (“Letter of Offer”).

1. What are the details of the Issue?

Equity Shares being offered by the Company	Up to 3,99,70,000 Rights Equity Shares at an Issue Price of ₹ 10.00/- per Rights Equity Share
Equity Shares issued, subscribed, paid-up and outstanding prior to the Issue	39,97,000 (Thirty Nine Lakh Ninety Seven Thousand) Equity Shares of ₹ 10.00/- each
Equity Shares outstanding after the Issue	4,39,67,000* Equity Shares of ₹ 10.00/- each (3)
Issue Size*	Aggregate amount of ₹3,997.00/- Lakhs (Rupees Three Thousand Nine Hundred Ninety-Seven Lakh Only)
Rights Entitlements	In the ratio of 10:1, i.e., 10 (Ten) Rights Equity Share for every 01 (One) fully paid-up Equity Share held on the Record Date
Record Date	February 27, 2025 (Thursday)
Face Value per Equity Share	₹ 10 each
ISIN and Scrip Code	ISIN: INE201F01015 BSE Scrip Code: 538897
ISIN for Rights Entitlements#	INE201F20015
Issue Price	₹10/- Each (Rupees Ten Only) per Rights Equity Share On Application, Investors will have to pay ₹ 5.00 per Rights Equity Share which constitutes 50% of the Issue Price and the balance ₹ 5.00 per Rights Equity Share which constitutes 50% of the Issue Price, will have to be paid on one or more additional Calls as may be decided by our Board / Rights Issue Committee, pursuant to the Payment Schedule after receipt of the Application Money.

*Assuming full subscription in the Issue, and receipt of all Call Monies with respect to the Rights Equity Shares. Subject to finalisation of Basis of Allotment.

#Our Company would obtain a separate ISIN for the Rights Equity Shares for each Call, as may be required under applicable law.

2. What is the Rights Issue schedule?

Record Date	Thursday, February 27, 2025
Last Date for credit of Rights Entitlements	Tuesday, March 04, 2025
Issue Opening Date	Thursday, March 06, 2025
Last Date for On Market Renunciation#	Monday, March 17, 2025
Issue Closing Date*	Thursday, March 20, 2025
Finalisation of Basis of Allotment (on or about)	Wednesday, March 26, 2025
Date of Allotment (on or about)	Wednesday, March 26, 2025
Date of Credit (on or about)	Friday, March 28, 2025
Date of Listing (on or about)	Friday, April 04, 2025

(#) Eligible Equity Shareholders are requested to ensure that renunciation through off-market transfer is completed in such a manner that the Rights Entitlements are credited to the demat account of the Renounees on or prior to the Issue Closing Date.

(*) Our Board will have the right to extend the Issue period as it may determine from time to time, provided that this Issue will not remain open in excess of 30 (thirty) days from the Issue Opening Date. Further, no withdrawal of Application shall be permitted by any applicant after the Issue Closing Date.

The above schedule is indicative and does not constitute any obligation on our Company.

3. What is the Rights Entitlement Ratio?

The Rights Equity Shares are being offered on a rights basis to the Eligible Equity Shareholders in the ratio of 10:1, 10 (Ten) Rights Equity Share for every 01 (One) fully paid-up Equity Share held by the Eligible Equity Shareholders on the Record Date.

4. What is the amount to be paid at the time of submitting the Application Form?

The issue price of the Rights Equity Shares is ₹ 10/- (Rupees Ten Only) per share. At the time of application, an amount of ₹ 5/- (Rupees Five Only) per Rights Equity Share is payable for the shares applied for in the issue. The remaining balance of ₹ 5/- (Rupees Five Only) per Rights Equity Share will be called by the company in one or more subsequent calls, as may be determined by the Board or the Rights Issue Committee.

5. What are Rights Entitlements?

Number of Rights Equity Shares that an eligible equity shareholder is entitled to in proportion to the number of Equity Shares held by him as on the Record Date, i.e. Thursday, February 27, 2025, being 10 (Ten) Rights Equity Share for every 01 (One) Equity Share held by an eligible equity shareholder as on the Record Date.

The Registrar has sent the Rights Entitlement Letter along with the Abridged Letter of Offer and Application Form to all eligible equity shareholders, through email or physical dispatch, which contain details of their Rights Entitlements based on the shareholding as on the Record Date.

Further, the Eligible Equity Shareholders can also obtain the details of their Rights Entitlements from the website of the Registrar (www.skylinerta.com) by entering their DP ID, Client ID / Folio No. and PAN.

6. How are Rights Entitlements (REs) issued?

Rights Entitlements (REs) are issued in dematerialised form only under a separate ISIN i.e. INE201F20015.

7. When will next Call Money be payable/payment schedule?

The Board of Directors has pursuant to its resolution dated February 20, 2025, approved the following terms of payment for the Issue:

Amount payable per Rights Equity Share	Face Value (₹)	Premium (₹)	Total (₹)
On Application*	5.00	Nil	5.00
On one or more additional Calls with terms and conditions such as the number of Calls and the timing and quantum of each Call as may be decided by our Board / Rights Issue Committee from time to time**	5.00	Nil	5.00
Total (₹)	10.00	Nil	10.00

*Constitutes 50% of the Issue Price.

** Constitutes balance 50% of the Issue Price.

For further details on Payment Schedule, see “Terms of the Issue - Terms of Payment” beginning on page 171 of Letter of Offer.

8. What happens to Rights Entitlements (REs) which are neither subscribed nor renounced on or before the Issue Closing Date?

Rights Entitlements (REs) which are neither subscribed nor renounced on or before the Issue Closing Date shall be lapsed and extinguished after the Issue Closing Date.

9. How will the basis of allotment be decided?

Subject to the provisions contained in the Letter of Offer, the Abridged Letter of Offer, the Application Form, the Rights Entitlement Letter, the Articles of Association of our Company and the approval of the Designated Stock Exchange, our Board will proceed to allot the Rights Equity Shares in the following order of priority:

- a) Full Allotment to those Eligible Equity Shareholders who have applied for their Rights Entitlement either in full or in part and also to the Renouncee(s) who has/have applied for Rights Equity Shares renounced in its/their favor, in full or in part, as adjusted for fractional entitlement.
- b) Pursuant to the Rights Issue, the Eligible Equity Shareholders are entitled to receive 10 (ten) Rights Equity Shares for every 1 (one) fully paid-up Equity Share held as on the Record Date. As the Rights Entitlement Ratio is fixed at 10:1, therefore, no fractional entitlements shall arise.

Eligible Equity Shareholders may, at their sole discretion, apply for additional Rights Equity Shares over and above their Rights Entitlement. Allotment under this head shall be considered if there are any un-subscribed Equity Shares after Allotment under (a) above. If the number of Rights Equity Shares required for Allotment under this head is more than number of Rights Equity Shares available after Allotment under (a) above, the Allotment would be made on a fair and equitable basis in consultation with the Designated Stock Exchange.

- c) Allotment to the Eligible Equity Shareholders who have applied for the full extent of their Rights Entitlement and have also applied for Additional Rights Equity Shares shall be made as far as possible on an equitable basis having due regard to the number of Equity Shares held by them on the Record Date, provided there are unsubscribed Rights Equity Shares after making full Allotment under (a) and (b) above. The Allotment of such Equity Shares will be at the sole discretion of our Board in consultation with the Designated Stock Exchange, as a part of the Issue and will not be a preferential allotment.
- d) Allotment to Renouncees who having applied for all the Rights Equity Shares renounced in their favour and also have applied for Additional Rights Equity Shares provided there is surplus available after making full Allotment under (a), (b) and (c) above. The Allotment of such Rights Equity Shares shall be made on a proportionate basis as part of the Issue and will not be a preferential allotment.
- e) Allotment to any other person that our Board may deem fit provided there is surplus available after making Allotment under (a), (b), (c) and (d) above, and the decision of our Board in this regard shall be final and binding.
- f) After taking into account Allotment to be made under (a) to (e) above, if there is any unsubscribed portion, the same shall be deemed to be 'unsubscribed' for the purpose of Regulation 3(1)(b) of the SEBI Takeover Regulations.

10. How can an Eligible Equity Shareholder access the details of his respective Rights Entitlement?

Rights Entitlements shall be credited to the respective demat accounts of Eligible Equity Shareholders before the Issue Opening Date only in dematerialised form. Eligible Equity Shareholders can also obtain the details of their respective Rights Entitlements from the website of the Registrar i.e., www.skylinerta.com by entering their DP ID, Client ID or Folio Number (in case of Eligible Equity Shareholders holding Equity Shares in physical form as on the record date, i.e., Thursday, February 27, 2025).

11. Fractional Entitlements and Eligibility for Additional Rights Equity Shares in the Rights.

Pursuant to the Rights Issue, Eligible Equity Shareholders are entitled to receive 10 (Ten) Rights Equity Shares for every 1 (one) fully paid-up Equity Share held as on the Record Date. Since the Rights Entitlement Ratio is fixed at 10:1, no fractional entitlements shall arise. This means that shareholders holding at least 1 fully paid-up Equity Share (and in multiples of 1) will be entitled to Rights Equity Shares in the ratio of 10:1.

For example, if an eligible equity shareholder holds 1 fully paid-up Equity Share, they will be entitled to 10 Rights Equity Shares on rights basis. Additionally, they will be given preferential consideration for the allotment of additional rights equity shares if they apply for such additional shares.

Also, if an eligible equity shareholder holds 50 fully paid-up Equity Shares, they will be entitled to 500 Rights Equity Shares on rights basis. They will also be given preferential consideration for the allotment of additional rights equity shares if they apply for such additional shares.

Eligible Equity Shareholders, at their sole discretion, may apply for additional rights equity shares over and above their Rights Entitlement. Such additional applications will be considered for allotment, subject to the availability of unsubscribed rights equity shares after the allocation of Rights Entitlements. The allotment of additional rights equity shares, if any, will be made in a fair and equitable manner in accordance with the terms of the Issue and applicable regulatory requirements, including the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended.

12. When will Credit of Rights Entitlements in the demat accounts happen?

Pursuant to the provisions of the SEBI ICDR Regulations and the SEBI Master Circular, the Rights Entitlements shall be credited in dematerialized form in respective demat accounts of the Eligible Equity Shareholders before the Issue Opening Date.

In this connection, the Company has made necessary arrangements with NSDL and CDSL for credit of the Rights Entitlements to the demat accounts of the Eligible Equity Shareholders in dematerialised form. The ISIN of the Rights Entitlements is **INE201F20015**. The said ISIN shall remain frozen (for debit) until the Issue Opening and shall become active on the Issue Opening Date and remain active for renunciation or transfer during the Renunciation Period. The said ISIN shall be suspended by the Depositories post the Issue Closing Date.

If the Eligible Equity Shareholders holding the Equity Shares in the physical form as on Record Date (“**Physical Shareholders**”) have not provided the details of their demat accounts to the Company or to the Registrar not later than two Working Days prior to the Issue Closing Date (i.e., Tuesday, March 18, 2025) to enable the credit of their Rights Entitlements in their demat accounts at least one day before the Issue Closing Date (i.e., Wednesday, March 19, 2025).

13. What is the process for Renunciation of Rights Entitlements?

This Issue includes a right exercisable by Eligible Equity Shareholders to renounce the Rights Entitlements credited to their respective demat account either in full or in part. The renunciation from non-resident Eligible Equity Shareholder(s) to resident Indian(s) and *vice versa* shall be subject to provisions of FEMA Rules and other circular, directions, or guidelines issued by RBI or the Ministry of Finance from time to time. However, the facility of renunciation shall not be available to or operate in favour of an Eligible Equity Shareholder being an erstwhile OCB unless the same is in compliance with the FEMA Rules and other circular, directions, or guidelines issued by RBI or the Ministry of Finance from time to time.

Company will apply to BSE Limited ("BSE") for obtaining the trading approval to facilitate the trading of Rights Entitlements on the BSE platform. This will enable on-market renunciation of the Rights Entitlements in accordance with the provisions of the SEBI Master Circular. The renunciation

of Rights Entitlements credited in your demat account can be made either by sale of such Rights Entitlements, using the secondary market platform of BSE or through an off-market transfer. For details, please see *"Terms of the Issue-Procedure for Renunciation of Rights Entitlements"* beginning on page 171 of the Letter of Offer.

a) On Market Renunciation

The Investors may renounce the Rights Entitlements, credited to their respective demat accounts by trading/selling them on the secondary market platform of the BSE through a registered stock-broker in the same manner as the existing Equity Shares of our Company.

In this regard, in terms of provisions of the SEBI ICDR Regulations and the SEBI Master Circulars, the Rights Entitlements credited to the respective demat accounts of the Eligible Equity Shareholders shall be admitted for trading on the Stock Exchanges under ISIN **INE201F20015**, subject to requisite approvals. The details for trading in Rights Entitlements will be as specified by the BSE from time to time. The Rights Entitlements are tradable in dematerialized form only.

The On Market Renunciation shall take place only during the Renunciation Period, i.e., Thursday, March 06, 2025 to Monday, March 17, 2025 (both days inclusive).

The Investors holding the Rights Entitlements who desire to sell their Rights Entitlements will have to do so through their registered stock-brokers by quoting the ISIN and indicating the details of the Rights Entitlements they intend to sell. The Investors can place order for sale of Rights Entitlements only to the extent of Rights Entitlements available in their demat account.

The On Market Renunciation shall take place electronically on secondary market platform of BSE under automatic order matching mechanism and on 'T+1 rolling settlement bases, where 'T' refers to the date of trading. The transactions will be settled on trade-for-trade basis. Upon execution of the order, the stock-broker will issue a contract note in accordance with the requirements of the BSE and the SEBI.

b) Off Market Renunciation

The Eligible Equity Shareholders may renounce the Rights Entitlements, credited to their respective demat accounts by way of an off-market transfer through a depository participant. The Rights Entitlements can be transferred in dematerialised form only.

Eligible Equity Shareholders are requested to ensure that renunciation through off-market transfer is completed in such a manner that the Rights Entitlements are credited to the demat account of the Renounees on or prior to the Issue Closing Date to enable Renounees to subscribe to the Equity Shares in the Issue.

The Investors holding the Rights Entitlements who desire to transfer their Rights Entitlements will have to do so through their depository participant by issuing a delivery instruction slip quoting the ISIN INE201F20015, the details of the buyer and the details of the Rights Entitlements they intend to transfer. The buyer of the Rights Entitlements (unless already having given a standing receipt instruction) has to issue a receipt instruction slip to their depository participant. The Investors can

transfer Rights Entitlements only to the extent of Rights Entitlements available in their demat account.

The instructions for transfer of Rights Entitlements can be issued during the working hours of the depository participants. The detailed rules for transfer of Rights Entitlements through off-market transfer shall be as specified by the NSDL and CDSL from time to time.

14. If the Investor purchased Rights Entitlements from the secondary market, does he need to pay once again for the Rights Equity Shares applied for through ASBA?

Yes, even though the Investor purchased the Rights Entitlements from the secondary market, they need to block/pay the issue price amount through their ASBA account.

15. Whether any persons who are not existing shareholders of the Issuer Company as on Record Date, can apply to the Rights Issue?

Persons who are not existing shareholders of the issuer Company as on the Record Date can buy the Rights Entitlements (REs) through On Market or Off Market Renunciation and apply in the Rights Issue up to the Rights Entitlements bought as well as the Additional Rights Equity Shares.

16. What will happen if Rights Entitlements (REs) are purchased through On Market Renunciation / Off Market Renunciation, and no application is made for subscribing the shares / other securities offered under Rights Issue?

In case Rights Entitlements are purchased through On Market Renunciation/ Off Market Renunciation, and no corresponding application is made for subscribing the shares/ other securities offered under Rights Issue, the Rights Entitlements purchased will lapse.

17. What are the options available to the Eligible Equity Shareholders in the Rights Issue?

The Rights Entitlement Letter will clearly indicate the number of Rights Equity Shares that the Eligible Equity Shareholder is entitled to. If the Eligible Equity Shareholder applies in the Issue, then such shareholder can:

- apply for his Rights Entitlement in full;
- apply for his Rights Entitlement in part (without renouncing the other part);
- apply for his Rights Entitlement in full and apply for additional Equity Shares;
- apply for his Rights Entitlement in part and renounce the other part of the Rights Equity Shares; and
- renounce his Rights Entitlement in full.

18. Can an application in the rights Issue be made using third party bank account?

Investors can make payment only using bank account held in their own name. Please note that Applications made with payment using third party bank accounts are liable to be rejected.

19. Can a joint bank account be used to make applications on behalf of shareholders?

Joint bank account can be used by the applicant provided they are joint holders of such bank account.

20. Can an application be made by cash / cheque?

No.

21. Can an application be made by visiting the Company or the Registrar office?

No.

22. Can the broker collect the application form and submit the application?

No.

23. How many applications can be made from one demat account for REs?

Investor shall submit only one application form for REs available in a particular demat account.

24. Does purchase of Rights Entitlement mean the purchaser will automatically get Equity Shares?

Rights Entitlements shall be credited to the respective demat accounts of Eligible Equity Shareholders before the Issue Opening Date only in dematerialised form. Further, if no Application is made by the Eligible Equity Shareholders of Rights Entitlements on or before Issue Closing Date, such Rights Entitlements shall get lapsed and shall be extinguished after the Issue Closing Date. No Rights Equity Shares for such lapsed Rights Entitlements will be credited, even if such Rights Entitlements were purchased from market and purchaser will lose the premium paid to acquire the Rights Entitlements. Persons who are credited the Rights Entitlements are required to make an application to apply for subscription of Rights Equity Shares offered under the Issue.

25. How can an Investor confirm that the Application has been successfully made?

Investors will be provided acknowledgment/ confirmation email upon successful completion of Application.

26. How can an Investor check if the Equity Shares have been allocated?

The Company and/or the Registrar will send intimations through email (Allotment/ Refund advice) to all the applicants who have been allotted Equity Shares.

27. What is the process of updating the Email ID, Phone number and Indian address?

To update respective email addresses/ mobile numbers in the records maintained by the Registrar or the Company, eligible equity shareholders should visit www.skylinerta.com.

Eligible Equity Shareholders can update their Indian address in the records maintained by the Registrar and the Company by submitting their respective copies of self-attested proof of address, passport, etc. at www.skylinerta.com.

28. How can an investor apply in the Issue?

Pursuant to provisions of Regulation 76 of the SEBI ICDR Regulations read with the SEBI Master Circulars, all Investors including Renounees desiring to make an Application in this Issue are mandatorily required to use the ASBA process. Investors should carefully read the provisions applicable to such Applications before making their Application through ASBA.

For details on the ASBA Process, see "*Terms of the Issue - Procedure for Application through the ASBA Process*" beginning on page 171 of the Letter of Offer.

29. What is the procedure for making plain paper application and where can the plain paper application be submitted?

An Eligible Equity Shareholder who has neither received the Application Form nor is in a position to obtain the Application Form either from our Company, Registrar to the Issue or from the website of the Registrar, can make an Application to subscribe to the Issue on plain paper through ASBA process. Eligible Equity Shareholders shall submit the plain paper application to the Designated Branch of the SCSB for authorizing such SCSB to block an amount equivalent to the amount payable on the application in the said bank account maintained with the same SCSB. Applications on plain paper will not be accepted from any address outside India.

Please note that the Eligible Equity Shareholders who are making the Application on plain paper shall not be entitled to renounce their Rights Entitlements and should not utilize the Application Form for any purpose including renunciation even if it is received subsequently. For details refer to all necessary details as mentioned under the section "*Terms of the Issue-Application on Plain Paper under ASBA process*" beginning on page 171 of the Letter of Offer.

30. What is the process of Application by the Physical Shareholders?

Please note that in accordance with Regulation 77A of the SEBI ICDR Regulations read with the SEBI Master Circulars, the credit of Rights Entitlements and Allotment of Equity Shares shall be made in dematerialized form only. Accordingly, Eligible Equity Shareholders holding Equity Shares in physical form as on Record Date and desirous of subscribing to Equity Shares in this Issue are advised to furnish the details of their demat account to the Registrar or our Company at least two Working Days prior to the Issue Closing Date, to enable the credit of their Rights Entitlements in their respective demat accounts at least one day before the Issue Closing Date.

Prior to the Issue Opening Date, the Rights Entitlements of those resident Eligible Equity Shareholders, among others, who hold Equity Shares in physical form, and whose demat account details are not available with our Company or the Registrar, shall be credited in a demat suspense escrow account opened by our Company.

To update respective email addresses/ mobile numbers in the records maintained by the Registrar or our Company, Eligible Equity Shareholders should visit www.skylinerta.com.

Procedure for Application by Eligible Equity Shareholders holding Equity Shares in physical form

Eligible Equity Shareholders, who hold Equity Shares in physical form as on Record Date and who have opened their demat accounts after the Record Date, shall adhere to following procedure for participating in this Issue:

- a) The Eligible Equity Shareholders shall send a letter to the Registrar containing the name(s), address, email address, contact details and the details of their demat account along with copy of self-attested PAN and self-attested client master sheet of their demat account either by email, post, speed post, courier, or hand delivery so as to reach to the Registrar not later than two Working Days prior to the Issue Closing Date;
- b) The Registrar shall, after verifying the details of such demat account, transfer the Rights Entitlements of such Eligible Equity Shareholders to their demat accounts at least one day before the Issue Closing Date;
- c) The Eligible Equity Shareholders can access the Application Form from: i. Our Company at www.shriniwasleasingfinance.in; ii. the Registrar at www.skylinerta.com iii. the Stock Exchange at www.bseindia.com. Eligible Equity Shareholders can obtain the details of their respective Rights Entitlements from the website of the Registrar (i.e., at www.skylinerta.com) by entering their DP ID and Client ID or Folio Number (in case of Eligible Equity Shareholders holding Equity Shares in physical form) and PAN. The link for the same shall also be available on the website of our Company (i.e., www.shriniwasleasingfinance.in);
- d) The Eligible Equity Shareholders shall, on or before the Issue Closing Date, (i) submit the Application Form to the Designated Branch of the SCSB or online/electronic Application through the website of the SCSBs (if made available by such SCSB) for authorising such SCSB to block Application Money payable on the Application in their respective ASBA Accounts.

PLEASE NOTE THAT ELIGIBLE EQUITY SHAREHOLDERS, WHO HOLD EQUITY SHARES IN PHYSICAL FORM AS ON RECORD DATE AND WHO HAVE NOT FURNISHED THE DETAILS OF THEIR RESPECTIVE DEMAT ACCOUNTS TO THE REGISTRAR OR OUR COMPANY AT LEAST TWO WORKING DAYS PRIOR TO THE ISSUE CLOSING DATE, SHALL NOT BE ELIGIBLE TO MAKE AN APPLICATION FOR RIGHTS EQUITY SHARES AGAINST THEIR RIGHTS ENTITLEMENTS WITH RESPECT TO THE EQUITY SHARES HELD IN PHYSICAL FORM.

31. Will share certificates be provided to shareholder holding Equity Shares in a physical form if demat account is not provided?

Since the Allotment is in dematerialised form, no share certificates will be provided to shareholder holding Equity Shares in a physical form.

32. Why will physical share certificates not be issued to successful allottees in Rights Issue?

In accordance with Regulation 77A of the SEBI ICDR Regulations read with the SEBI Master Circular, the credit of Rights Entitlements and Allotment of Rights Equity Shares shall be made in dematerialised form only.

33. Will the shareholders holding shares in physical form, who have not been provided demat account details be allotted shares in the rights Issue?

Please note that in accordance with Regulation 77A of the SEBI ICDR Regulations read with the SEBI Master Circular, the credit of Rights Entitlements and Allotment of Equity Shares shall be made in dematerialised form only. Accordingly, Eligible Equity Shareholders holding Equity Shares in physical form as on Record Date and desirous of subscribing to Rights Equity Shares in this Issue are advised to furnish the details of their demat account to the Registrar or our Company at least two Working Days prior to the Issue Closing Date, i.e., Tuesday, March 18, 2025 to enable the credit of their Rights Entitlements in their respective demat accounts at least one day before the Issue Closing Date.

34. How much time will it take to get the Rights Entitlements credited in demat account for those investors who have not provided their demat account details during issue period?

The Company (with the assistance of the Registrar) shall, after verification of the details of demat account by the Registrar, within reasonable time initiate the process of transfer of the Rights Entitlement from the demat suspense account to the demat accounts of such Eligible Equity Shareholders. Such Eligible Equity Shareholders hold Rights Equity Shares in physical form as on Record Date, can make an Application only after the Rights Entitlements is credited to their respective demat accounts.

35. What is the last date for providing the demat account details for getting the Equity Shares Allotted in the Issue in such demat account?

Two working days prior to the closure of the Rights Issue i.e. Tuesday, March 18, 2025.

36. Can shareholders holding Equity Shares in physical form apply through ASBA?

No, Eligible Equity Shareholders holding Equity Shares in physical form, cannot apply through ASBA unless such shareholders provide their demat account details to our Company or the Registrar not later than two Working Days prior to the Issue Closing Date i.e. Tuesday, March 18, 2025, to enable the credit of the Rights Entitlements by way of transfer from the demat suspense escrow account to their respective demat accounts, at least one day before the Issue Closing Date i.e. Wednesday, March 19, 2025. Such Eligible Equity Shareholders holding shares in physical form can update the details of their respective demat accounts on the website of the Registrar (i.e., www.skylinerta.com). Such Eligible Equity Shareholders hold Equity Shares in physical form as on Record Date i.e. Thursday, February 27, 2025, can make an Application only after the Rights Entitlements is credited to their respective demat accounts.

37. What is the process to be followed by a shareholder holding Equity Shares in demat form to make an application in rights Issue?

In accordance with Regulation 76 of the SEBI ICDR Regulations, SEBI Master Circular, all Investors desiring to make an Application in the Issue are mandatorily required to use the ASBA process, Investors should carefully read the provisions applicable to such Applications before making their Application through ASBA.

For details, see "*Terms of the Issue - Procedure for Application through the ASBA Process*" beginning on page 171 of the Letter of Offer.

38. Whether the dividend is available on partly paid-up Rights Equity Shares?

In respect of the Rights Equity Shares, Investors are entitled to dividend in proportion to the paid-up amount and their voting rights exercisable on a poll shall also be proportional to their respective share of the paid- up equity capital of the Company.

39. Is there any restriction on total investment amount / Equity Shares?

Investors are required to ensure that the number of Equity Shares applied by them do not exceed the investment limits or maximum number of Equity Shares that can be held by them prescribed under the applicable law. Do not apply if you are ineligible to participate in this Issue under the securities laws applicable to your jurisdiction. Any person who makes an application to acquire Rights Entitlements and the Equity Shares offered in the Issue will be deemed to have declared, represented, warranted and agreed that such person is authorized to acquire the Rights Entitlements and the Equity Shares in accordance with the legal requirements applicable in such person's jurisdiction and India, without requirement for the Company's or their respective affiliates to make any filing or registration (other than in India).

40. What will be the treatment of multiple Applications?

The Investors shall submit only one Application Form for the Rights Entitlements available in a particular demat account.

In case where multiple Applications are made using same demat account, such Applications shall be liable to be rejected. A separate Application can be made in respect of Rights Entitlements in each demat account of the Investors and such Applications shall not be treated as multiple applications. Further supplementary Applications in relation to further Rights Equity Shares with/without using Additional Rights Entitlement will not be treated as multiple application. Similarly, a separate Application can be made against Equity Shares held in dematerialized form and Equity Shares held in physical form, and such Applications shall not be treated as multiple applications. A separate Application can be made in respect of each scheme of a mutual fund registered with SEBI and such Applications shall not be treated as multiple applications. For details, see "Terms of the Issue- Procedure for Applications by Mutual Funds" beginning on page 171 of the Letter of Offer.

In cases where multiple Application Forms are submitted, including cases where an Investor submits Application Forms along with a plain paper Application, multiple plain paper Applications or as well as through ASBA, such Applications shall be treated as multiple applications and are liable to be rejected, other than multiple applications submitted by any of our Promoters or members of Promoter Group to meet the minimum subscription requirements applicable to this Issue described in "*Capital Structure - Intention and extent of participation by our Promoters and Promoter Group in the Issue*" beginning on page 49 of the Letter of Offer.

41. How to withdraw an Application made through ASBA?

An Investor who has applied in the Issue may withdraw their application at any time during Issue Period by approaching the SCSB where application is submitted. **However, the Application cannot be withdrawn after the Issue Closing Date.**

42. Whether Overseas Investors can participate in rights Issue?

No action has been or will be taken to permit the Issue in any jurisdiction where action would be required for that purpose, except that the Letter of Offer has been filed with SEBI and the Stock Exchanges. In particular, the Rights Entitlements and the Rights Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act"), or the securities laws of any state of the United States and may not be offered or sold in the United States, except in a transaction not subject to, or exempt from, the registration requirements of the Securities Act and applicable state securities laws. The Rights Entitlements and Rights Equity Shares are being offered and sold only to persons outside the United States in offshore transactions as defined in and in reliance on Regulation S under the Securities Act ("Regulation S"). Accordingly, the Rights Entitlement and the Rights Equity Shares may not be offered or sold, directly or indirectly, and the Letter of Offer and any other Issue Materials may not be distributed, in whole or in part, in or into in (i) the United States or (ii) or any jurisdiction other than India except in accordance with legal requirements applicable in such jurisdiction. Rights Entitlements may not be transferred or sold to any person outside India.

For the details of Application by Mutual Funds, NRIs, Systemically Important Non-Banking Financial Companies, AIFs, FVCIs and VCFs, FPIs, see the chapter titled "Terms of the Issue" on page 171 of the Letter of Offer.

43. Will the rights equity shares trade along with currently listed equity shares of the Company?

Rights Equity Shares are partly paid-up shares and will be allocated a separate ISIN. Hence, it will not trade with the currently listed Equity Shares of the Company. It will trade separately. Once the entire call money is raised and the Rights Equity Shares are fully-paid up, the Rights Equity Shares will trade along with the currently listed Equity Shares of the Company. On payment of the final Call in respect of the partly paid-up Rights Equity Shares, such partly paid-up Rights Equity Shares would be converted into fully paid-up Equity Shares and shall be listed and identified under the existing ISIN for fully paid-up Equity Shares of the Company.

44. When will the Equity Shares be credited to the demat account?

On or About Friday, March 28, 2025.

45. When will the Rights Equity Shares get listed on the exchange?

On or About Friday, April 04, 2025.

DISCLAIMER

Shri Niwas Leasing and Finance Limited is proposing, subject to receipt of requisite approvals, market conditions and other considerations, to issue Equity Shares on a rights basis and has filed a Letter of Offer with BSE. The Letter of Offer shall be available on the website of Stock Exchange where the Equity Shares are listed i.e. BSE at (www.bseindia.com), at the website of Registrar at (www.skylinerta.com). Investors should note that investment in equity shares involves a high degree of risk and are requested to refer to the Letter of Offer including the section "Risk Factors" beginning on page 22 of the Letter of Offer.

No action has been taken or will be taken to permit an offering of the Rights Entitlements or the Rights Equity Shares to occur in any jurisdiction, or the possession, circulation, or distribution of the Letter of

Offer or any other Issue Material in any jurisdiction where action for such purpose is required, except that the Letter of Offer was filed with SEBI and the Stock Exchange.

The Rights Entitlement and the Rights Equity Shares may not be offered or sold, directly or indirectly, and the Letter of Offer and any other Issue Materials may not be distributed, in whole or in part, in or into in (i) the United States or (ii) or any jurisdiction other than India except in accordance with legal requirements applicable in such jurisdiction. Receipt of the Letter of Offer or any other Issue Materials (including by way of electronic means) will not constitute an offer, invitation to or solicitation by anyone (i) in the United States or (ii) any jurisdiction in any circumstances in which such an offer, invitation or solicitation is unlawful or not authorized or to any person to whom it is unlawful to make such an offer, invitation or solicitation. In those circumstances, the Letter of Offer and any other Issue Materials must be treated as sent for information only and should not be acted upon for subscription to Rights Equity Shares and should not be copied or re-distributed. Accordingly, persons receiving a copy of the Letter of Offer and any other Issue Materials should not distribute or send the Letter of Offer or any such documents in or into any jurisdiction where to do so, would or might contravene local securities laws or regulations, or would subject our Company or its affiliates or the or its affiliates to any filing or registration requirement (other than in India). If the Letter of Offer or any other Issue Material is received by any person in any such jurisdiction or the United States, they must not seek to subscribe to the Rights Equity Shares.

Rights Entitlements may not be transferred or sold to any person outside India.

Disclaimer from our Company and Directors

Our Company accept no responsibility for statements made otherwise than in the Letter of Offer or in any advertisement or other material issued by or at the instance of our Company and anyone placing reliance on any other source of information would be doing so at his own risk.

Investors who invest in the Issue will be deemed to have represented to our Company and their respective directors, officers, agents, affiliates and representatives that they are eligible under all applicable laws, rules, regulations, guidelines and approvals to acquire the Rights Equity Shares, and are relying on independent advice / evaluation as to their ability and quantum of investment in the Issue.