

DISCLAIMERS

*For further details refer to section titled “Issue Related Information” on page 127 of the Tranche I Prospectus dated March 29, 2025

***Allotment in the public issue of debt securities should be made on the basis of date of upload of each application into the electronic book of the stock exchange. However, on the date of oversubscription and thereafter, the allotments should be made to the applicants on proportionate basis.

** The Issue shall remain open for subscription on Working Days from 10 a.m. to 5 p.m. (Indian Standard Time) during the period indicated in the Tranche I Prospectus, except that the Tranche I Issue may close on such earlier date or extended date (subject to a minimum period of 2 (two) working days and a maximum period of 10 (ten) working days from the date of opening of this Issue) as may be decided by the Board of Directors of the Issuer or the Finance Committee, thereof, subject to relevant approvals. In the event of an early closure or extension of the Tranche I Issue; the Issuer shall ensure that notice of the same is provided to the prospective investors through an advertisement in a daily national newspaper with wide circulation and a regional daily at the place where the registered office of the Issuer is situated on or before such earlier or extended date of Tranche I Issue closure. Applications Forms for the Tranche I Issue will be accepted only from 10:00 a.m. to 5:00 p.m. or such extended time as may be permitted by Stock Exchanges, on Working Days during the Issue Period. On the Tranche I Issue Closing Date, Application Forms will be accepted only between 10:00 a.m. to 3:00 p.m. and uploaded until 5:00 p.m. (Indian Standard Time) or such extended time as may be permitted by Stock Exchanges. Further, pending mandate requests for bids placed on the last day of bidding will be validated by 5 PM on one Working Day after the Tranche I Issue Closing Date. For further details please refer to the chapter titled “Issue Related Information” on page 127 of the Tranche I Prospectus.

DISCLAIMER

IIFL Finance Limited (“**Company**”), subject to market conditions, and other considerations, is proposing a public issue of secured redeemable non-convertible debentures (“**NCDs**”) and has filed a Shelf Prospectus dated March 29, 2025 (“**Shelf Prospectus**”), Tranche I prospectus dated March 29, 2025 (“**Tranche I Prospectus**”), Corrigendum to the Tranche I Prospectus dated April 02, 2025 (“**Corrigendum**”). Shelf Prospectus, Tranche I Prospectus and Corrigendum together referred to as “**Prospectus**” with the Registrar of Companies, Maharashtra at Mumbai (“**RoC**”), BSE Limited (“**BSE**”), National Stock Exchange of India Limited (“**NSE**”) and Securities and Exchange Board of India (“**SEBI**”). The Prospectus is available on the website of the Company at www.iifl.com, on the website of BSE at www.bseindia.com, on the website of NSE at www.nseindia.com on the website of the lead managers at <https://www.trustgroup.in/>, www.nuvama.com, www.iiflcap.com and on the website of SEBI at www.sebi.gov.in. Investors proposing to participate in the Issue should invest only on the basis of the information contained in the Prospectus. Investors should note that investment in the NCDs involves a high degree of risk and for details in relation to the same, refer to the Prospectus, including the section titled “Risk Factors” beginning on page 23 of the Shelf Prospectus and “Material Developments” beginning on page 51 of the Tranche I Prospectus and on page 270 of the Shelf Prospectus.

Capitalised terms not defined herein shall have the same meaning as assigned to such terms in the Shelf Prospectus dated March 29, 2025, Tranche I Prospectus dated March 29, 2025 and Corrigendum to the Tranche I Prospectus dated April 02, 2025.

DISCLAIMER: Investors proposing to participate in the Issue should note that investment in the NCDs involves a high degree of risk and for details in relation to the same, refer to the Shelf Prospectus dated March 29, 2025, Tranche I Prospectus dated March 29, 2025 and Corrigendum to the Tranche I Prospectus dated April 02, 2025 (“**Prospectus**”), including the sections titled “Risk Factors” beginning on page 23 of the Shelf Prospectus and “Material Developments” beginning on page 51 of the Tranche I Prospectus and on page 270 of the Shelf Prospectus. The Issuer and the Lead Managers accept no responsibility for statements made otherwise than in the Prospectus or in the advertisement or any other material issued by or at the instance of the Company and that anyone placing reliance on any other source of information would be doing so at their own risk.

DISCLAIMER CLAUSE OF BSE: It is to be distinctly understood that the permission given by BSE should not in any way be deemed or construed that the Offer Document has been cleared or approved by BSE nor does it certify the correctness or completeness of any of the contents of the Prospectus. The investors are advised to refer to the Draft Offer Document/ Offer Document for the full text of the “Disclaimer clause of the BSE”.

DISCLAIMER CLAUSE OF NSE:

It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the Offer Document has been cleared or approved by NSE nor does it certify the correctness or completeness of any of the contents of the Offer Document. The investors are advised to refer to the Offer Document/Draft Offer Document for the full text of the “Disclaimer Clause of NSE”.

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It is also to be distinctly understood that the approval given by the Exchange is only to use the software for participating in system of making application process. It is to be distinctly understood that the permission given by the NSE to use their network and online platform for facilitating applications for public issue of NCDs shall not in any way be deemed or construed as compliance with various statutory and other requirements by the Company, LMs etc.; are cleared or approved by NSE; nor does it warrant in any manner, certify or endorse the correctness or completeness of any of the compliance with the statutory and other requirements nor does it take any responsibility for the financial or other soundness of the Issuer, its promoters, its management or any scheme or projects of the Issuer. It is also to be distinctly understood that the approval given by NSE should not in any way be deemed or construed that the prospectus has been cleared or approved by NSE; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the contents of the Prospectus; nor does it warrant that the securities will be listed or will continue to be listed on NSE.

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DISCLAIMER STATEMENT OF ICRA

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