

**Public Issue of Secured Redeemable Non-Convertible Debentures of ₹ 10,000 Lakhs with an option to retain over subscription up to ₹10,000 Lakhs aggregating up to ₹ 20,000 Lakhs
(CREDIT RATING: IND A/Stable by India Ratings & Research Private Limited)**

BACKGROUND OF THE COMPANY

- Kosamattam Finance Limited (Company), having registered office in the southern Indian state of Kerala, is registered with RBI as a non-deposit taking systemically important non-banking finance company.
- Mr. Mathew K. Cherian is the Promoter and Chairman and Managing Director of the Company. Ms. Laila Mathew is the Promoter and Whole-Time Director of the Company.
- As on December 31, 2025, we had 981 branches in the states of Kerala, Tamil Nadu, Karnataka, Andhra Pradesh, Telangana, Uttar Pradesh, and Maharashtra along with the union territory of Puducherry and Delhi. In addition to the core business of Gold Loan, we also offer fee based ancillary services which includes microfinance, money transfer services, foreign currency exchange, power generation, agriculture and air ticketing services.
- For the six months period ended September 30, 2025 and for the financial years ended March 31, 2025, March 31, 2024 and March 31, 2023 our total income was ₹ 50,514.51 lakhs, ₹ 90,042.93 lakhs, ₹ 85,893.72 lakhs and ₹ 78,254.08 lakhs, respectively. Our profit after tax for the six months period ended September 30, 2025 and for the financial years ended March 31, 2025, March 31, 2024 and March 31, 2023 was ₹ 8,059.54 lakhs, ₹ 12,706.00 lakhs, ₹ 11,369.99 lakhs and ₹ 10,705.38 lakhs respectively. For the six months period ended September 30, 2025 and for the financial years ended March 31, 2025, March 31, 2024 and March 31, 2023, revenues from our Gold Loan business constituted 95.95%, 95.95 %, 96.00% and 96.82% of our total income for the respective years.

COMPETITIVE STRENGTHS & KEY STRATEGIES

Competitive Strengths	Key Strategies
<ul style="list-style-type: none"> ➤ We are part of the Kosamattam Group which has a long operating history and a large customer base ➤ Branch network across rural and semi-urban areas in South India ➤ Organized and efficient IT infrastructure ➤ Effective risk management system including appraisal, internal audit and inspections. ➤ Experienced management team and skilled personnel 	<ul style="list-style-type: none"> ➤ Expansion of business activity by opening new branches in rural and semi urban areas to tap potential market for gold loans ➤ Expansion of business into metros and select Tier 1 cities across India ➤ Increase visibility of Kosamattam Brand to attract new customers ➤ Minimise concentration risk by diversifying the product portfolio and expanding our customer base ➤ Further strengthen our risk management, loan appraisal and technology systems

FINANCIAL INFORMATION

Profit & Loss Account Items

(₹ in Lakhs)

Particulars	September 30, 2025	March 31, 2025	March 31, 2024	March 31, 2023
Total Revenue/Income	50,514.51	90,042.93	85,893.72	78,254.0
Interest Income	49,777.69	89,408.19	85,399.12	77,851.56
Profit After Tax	8,059.54	12,706.00	11,369.99	10,705.38
EPS (Basic and Diluted)	3.54	5.61	5.10	4.94

Balance Sheet Items

(₹ in Lakhs)

Particulars	September 30, 2025	March 31, 2025	March 31, 2024	March 31, 2023
Equity Share Capital and Other Equity	-	1,06,286.07	92,759.38	76,401.71
Financial liabilities	-	5,32,713.48	5,04,648.60	4,66,937.28
Non-financial liabilities	-	1,569.72	1,170.50	1,099.14
Property, plant and equipment	-	11,610.62	11,901.07	12,015.75
Financial assets	-	6,18,857.05	5,76,833.04	5,23,328.99
Non-financial assets (excluding PPE)	-	10,101.60	9,844.37	9,089.39
Net worth	1,14,343.15	1,06,283.63	92,756.93	76,399.26
% Stage 3 loans on loans (Principal Amount)	1.65%	1.37%	1.44%	1.58%
% Net Stage 3 Loans on Loans (Principal Amount)	0.74%	0.46%	0.52%	0.68%
Tier I Capital Adequacy Ratio (%)	17.64%	17.39%	16.16%	14.56%
Tier II Capital Adequacy Ratio (%)	0.95%	1.39%	2.26%	3.15%

Note:

1. Net worth excluding revaluation reserve.
2. Total debt to total assets = (Debt securities + Borrowing (other than debt securities) + Subordinate Liabilities) / Total Assets.

OBJECTS OF THE ISSUE

The Company is in the business of gold loan, includes microfinance, money transfer services, foreign currency exchange, power generation, agriculture and air ticketing services and as part of its business operations, it raises/avails funds for onward lending, financing and for repayment of interest and principal of existing borrowings.

The following table details the objects of the Issue, and the amount proposed to be financed from the Net Proceeds:

Sr. No	Objects of the Issue	Percentage of amount proposed to be financed from Net Proceeds
1.	Onward lending	at least 40%
2.	Repayment of interest and principal of existing debts	Up to 35%
2.	General Corporate Purposes*	Maximum of up to 25%
Total		100%

*The Net Proceeds will be first utilised towards the Objects mentioned above. The balance is proposed to be utilised for general corporate purposes, subject to such utilisation not exceeding 25% of the amount raised in the Issue, in compliance with the SEBI NCS Regulations

ISSUE DETAILS

Issuer	 <p>Kosamattam Finance Limited Registered Office and Corporate Office: Kosamattam City Centre, Floor Number 4th & 5th, T.B Road, Kottayam - 686001, Kerala, India. Tele.: +91 481 258 6400 Website: www.kosamattam.com CIN: U65929KL1987PLC004729</p>
Lead Manager	<p>VIVRO Vivro Financial Services Private Limited Vivro House 11, Shashi Colony, Opposite Suvidha Shopping Center, Paldi, Ahmedabad – 380007, Gujarat, India.</p>

	Tele.: +91 7940404242/40/41 Email: investors@vivro.net Website: www.vivro.net Contact Person Jay Dodiya / Megha Kella SEBI Registration No.: INM000010122
Registrar	 Kfin Technologies Limited
Debenture Trustee	 Vistra ITCL (India) Limited
Issue Schedule	Issue Opens: MONDAY, FEBRUARY 09, 2026 Issue Closes: MONDAY, FEBRUARY 23, 2026
Nature of Instrument	Secured Redeemable Non-Convertible Debentures
Credit Rating	IND A/Stable
Mode of Allotment	In dematerialised form
Listing	BSE Limited (“BSE”)
Trading	In Dematerialized form only
Face Value (₹/NCD)	₹ 1,000
Issue Price (₹/ NCD)	₹ 1,000
Minimum Application	10 NCDs i.e., ₹10,000 (across all options of NCDs)
In multiples of	One NCD after the minimum Application
Seniority	Senior
Security	The principal amount of the NCDs to be issued in terms of the Draft Prospectus together with all interest due on the NCDs, as well as all costs, charges, all fees, remuneration of Debenture Trustee and expenses payable in respect thereof shall be secured by way of first ranking pari passu charge with existing secured creditors, on all movable assets (excluding charge on the written down value of furniture and fixtures to the extent of ₹10,80,91,696), including book debts and receivables, cash and bank balances, other movable assets, loans and advances, both present and future of the Company equal to the value of one time of the NCDs outstanding plus interest accrued thereon.
Depositories	NSDL and CDSL
Pay- in Date	Application Date. The entire Application Amount is payable on Application.
Record date	The record date for payment of interest in connection with the NCDs or repayment of principal in connection therewith shall be 15 Days prior to the date on which interest is due and payable, and/or the date of redemption. Provided that trading in the NCDs shall remain suspended between the aforementioned. Record Date in connection with redemption of NCDs and the date of redemption or as prescribed by the Stock Exchanges, as the case may be.

The Issue shall remain open for subscription on Working Days from 10:00 a.m. to 5:00 p.m. (Indian Standard Time) during the period indicated above, except that the Issue may close on such earlier date or extended date (subject to a minimum period of two Working Days and a maximum period of ten Working Days from the date of opening of the Issue and subject to not exceeding thirty days from filing the Prospectus with ROC) as may be decided by the Board of Directors of our Company (“Board”) or Debenture Committee of the Board subject to compliance with Regulation 33A of the SEBI NCS Regulation. In the event of such early closure or extension to this Issue, our Company shall ensure that notice of the same is provided to the prospective investors through advertisement in all the newspapers in which pre-issue advertisement for opening of this Issue has been given on or before such earlier or initial date of Issue Closure. Application Forms for the Issue will be accepted only from 10:00 a.m. to 5:00 p.m. (Indian Standard Time) or such extended time as may be permitted by the Stock Exchange, on Working Days during the Issue Period. On the Issue Closing Date, the Application Forms will be accepted only between 10:00 a.m. and 3:00 p.m. (Indian Standard Time) and uploaded until 5:00 p.m. or such extended time as may be permitted by the Stock Exchange. Further, pending mandate requests for bids placed on the last day of bidding will be validated by 5:00 p.m. (Indian Standard Time) on Issue Closing Date.

INVESTMENT DETAILS

Tenor	15 months	24 months	36 months	36 months	42 months	50 months	60 months	84 months
Nature	Secured							
Series	I	II	III	IV	V	VI	VII	VIII
Frequency of Interest Payment	Cumulative	Monthly	Monthly	Cumulative	Monthly	Cumulative	Monthly	Cumulative
Minimum Application	10 NCDs (₹10,000) (across all Series of NCDs)							
In multiples, of	in multiples of 1 NCD after minimum lot size							
Face Value of NCDs (₹/ NCD)	₹ 1,000							
Issue Price (₹/ NCD)	₹ 1,000							
Mode of Interest Payment/Redemption	Through Various Options available							
Coupon (%) per annum	NA	8.50	9.00	NA	9.75	NA	10.00	NA
Coupon Type	Fixed							
Redemption Amount (₹/ NCD) for NCD Holders	1,101	1,000	1,000	1,304	1,000	1,500	1,000	2,000
Redemption Premium/Discount	NIL							
Effective Yield (%) (per annum)	8.00	8.84	9.38	9.25	10.20	10.22	10.47	10.41
Put and Call Option	Not Applicable							
Deemed Date of Allotment	The date on which the Board or a duly authorised committee approves the Allotment of NCDs. All benefits relating to the NCDs including interest on the NCDs shall be available to the investors from the Deemed Date of Allotment. The actual Allotment of NCDs may take place on a date other than the Deemed Date of Allotment.							

WHO CAN APPLY

Category I	Category II	Category III	Category IV
<ul style="list-style-type: none"> ➤ Public financial institutions, statutory corporations including state industrial development Corporations, scheduled commercial banks, co-operative banks and regional rural banks, Indian multilateral and bilateral development financial institution, which are authorised to invest in the NCDs; ➤ Companies falling within the meaning of Section 2(20) of the Companies Act 2013; ➤ Statutory bodies/ corporate and societies registered under the applicable laws in India and authorised to invest in the NCDs ➤ Educational institutions and Associations 	<ul style="list-style-type: none"> ➤ Resident Indian individuals or Hindu Undivided Families (through their Karta) applying for an amount aggregating to above ₹2,00,000 across all options of NCDs in this Issue, and including Resident Indian individuals or Hindu Undivided Families (through their 	<ul style="list-style-type: none"> ➤ Resident Indian individuals or Hindu Undivided Families through the Karta applying for an amount aggregating up to and including ₹ 2,00,000 across all options of NCDs in the Issue and shall include Retail Individual Investors, who have submitted bid for an amount not more than ₹ 2,00,000 in any of the 	

Category I	Category II	Category III	Category IV
<ul style="list-style-type: none"> ➤ Provident Funds of minimum corpus of ₹2,500 lakhs, Pension Funds of minimum corpus of ₹2,500 lakhs, Superannuation Funds and Gratuity Fund, which are authorised to invest in the NCDs; ➤ Venture Capital funds and/or Alternative Investment Funds registered with SEBI; subject to investment conditions applicable to them under Securities and Exchange Board of India (Alternative Investment Funds) Regulations, 2012 ➤ Insurance Companies registered with the IRDAI; ➤ National Investment Fund set up by resolution no. F. No. 2/3/2005-DDII dated November 23, 2005 of the Government of India published in the Gazette of India; ➤ Insurance funds set up and managed by the Indian army, navy or the air force of the Union of India or by the Department of Posts, India; ➤ Mutual Funds, registered with SEBI; and ➤ Systemically Important NBFC registered with RBI and having a net-worth of more than ₹ 50,000 lakh as per the last audited financial statements 	<ul style="list-style-type: none"> Persons and/or bodies established pursuant to or registered under any central or state statutory enactment; which are authorised to invest in the NCDs; ➤ Co-operative banks and regional rural banks ➤ Public/private charitable/ religious trusts which are authorised to invest in the NCDs; ➤ Scientific and/or industrial research organisations, which are authorised to invest in the NCDs; ➤ Partnership firms in the name of the partners; ➤ Limited liability partnerships formed and registered under the provisions of the Limited Liability Partnership Act, 2008 (No. 6 of 2009); ➤ Association of Persons; and ➤ Any other incorporated and/ or unincorporated body of persons. 	<ul style="list-style-type: none"> Karta) who have submitted a bid between ₹2,00,000 and ₹5,00,000 in any of the bidding options in the Issue (including HUFs applying through their Karta and excluding NRIs) through the UPI Mechanism. 	<ul style="list-style-type: none"> bidding options in the Issue (including HUFs applying through their Karta and does not include NRIs) through UPI Mechanism.

Disclaimer

“Kosamattam Finance Finvest Limited (‘Company’) is subject to market conditions and other considerations, proposing a Public Issue of Secured Redeemable Non-Convertible Debentures and will file the Prospectus with the RoC, Telangana at Hyderabad, BSE Limited and SEBI (for record purposes). The draft prospectus is available on the website of the company at www.kosamattam.com, on the website of the stock exchange at www.bseindia.com and the website of the Lead Manager at www.vivro.net. Investors proposing to participate in the Issue should invest only on the basis of information contained in the Draft Prospectus. Please see section entitled “Risk Factors” beginning on page no 20 of the Draft Prospectus for risk in this regard.”

Disclaimer clause of BSE

BSE limited (“the exchange”) has given, vide its approval letter dated January 28, 2026, permission to this company to use the exchange’s name in this offer document as one of the stock exchanges on which this company’s securities are proposed

to be listed. The exchange has scrutinized the offer document for its limited internal purpose of deciding on the matter of granting the aforesaid permission to this company. The exchange does not in any manner:

- A. Warrant, certify or endorse the correctness or completeness of any of the contents of this offer document; or*
- B. Warrant that this company's securities will be listed or will continue to be listed on the exchange; or*
- C. Take any responsibility for the financial or other soundness of this company, its promoters, its management or any scheme or project of this company.*

And it should not for any reason be deemed or construed that this offer document has been cleared or approved by the exchange. Every person who desires to apply for or otherwise acquires any securities of this company may do so pursuant to independent inquiry, investigation and analysis and shall not have any claim against the exchange whatsoever by reason of any loss which may be suffered by such person consequent to or in connection with such subscription/acquisition whether by reason of anything stated or omitted to be stated herein or for any other reason whatsoever.

Disclaimer Clause of RBI

The company is having a valid certificate of registration dated December 19, 2013 bearing registration no. B-16.00117 issued by the Reserve Bank of India under section 45 IA of the Reserve Bank of India Act, 1934. However, RBI does not accept any responsibility or guarantee about the present position as to the financial soundness of the Company or for the correctness of any of the Statements or representations made or opinions expressed by the Company and for repayment of deposits/discharge of liability by the Company.

Disclaimer Clause of SEBI

It is to be distinctly understood that submission of offer document to the Securities and Exchange Board of India (SEBI) should not in any way be deemed or construed that the same has been cleared or approved by SEBI. SEBI does not take any responsibility either for the financial soundness of any scheme or the project for which the issue is proposed to be made or for the correctness of the statements made or opinions expressed in the offer document. The lead manager, Vivro Financial Services Private Limited, has certified that the disclosures made in the offer document are generally adequate and are in conformity with the SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021. This requirement is to facilitate investors to take an informed decision for making investment in the proposed issue.

It should also be clearly understood that while the issuer is primarily responsible for the correctness, adequacy and disclosure of all relevant information in the offer document, the lead merchant banker is expected to exercise due diligence to ensure that the issuer discharges its responsibility adequately in this behalf and towards this purpose. the lead manager, Vivro Financial Services Private Limited, has furnished to SEBI a due diligence certificate dated February 02, 2026 which reads as follows:

- 1. We confirm that neither the issuer nor its promoters or directors have been prohibited from accessing the capital market under any order or direction passed by the board. We also confirm that none of the intermediaries named in the offer document have been debarred from functioning by any regulatory authority.*
- 2. We confirm that all the material disclosures in respect of the issuer have been made in the offer document and certify that any material development in the issue or relating to the issue up to the commencement of listing and trading of the securities offered through this issue shall be informed through public notices/advertisements in all those newspapers in which pre-issue advertisement and advertisement for opening or closure of the issue have been given.*
- 3. We confirm that the offer document contains all disclosures as specified in the securities and exchange board of India (issue and listing of non-convertible securities) regulations, 2021.*
- 4. We also confirm that all relevant provisions of the companies act, securities contracts, (regulation) act, 1956, securities and exchange board of India act, 1992 and the rules, regulations, guidelines, circulars issued thereunder are complied with.*

We confirm that no comments/complaints were received on the draft prospectus hosted on the website of BSE Limited (designated stock exchange).

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