



EDELWEISS FINANCIAL SERVICES LIMITED

(Please scan the QR Code to view the Abridged Prospectus)

Edelweiss Financial Services Limited (the "Company" or "Issuer") was incorporated at Mumbai on November 21, 1995 as a public limited company with the name 'Edelweiss Capital Limited' under the provisions of the Companies Act, 1956. Thereafter, a certificate of commencement of business was issued to the Issuer by the Registrar of Companies Maharashtra, at Mumbai, ("RoC"), on January 16, 1996. Subsequently, the name of the Issuer was changed to 'Edelweiss Financial Services Limited' pursuant to a fresh certificate of incorporation issued by the RoC on August 1, 2011. For more information about the Issuer, please refer "General Information" and "History and Main Objects" on pages 59 and 168 of the Prospectus dated December 27, 2024 ("Prospectus").

Registered & Corporate Office: Edelweiss House, Off C.S.T. Road, Kalina, Mumbai 400 098, Maharashtra, India; **Tel.:** +91 22 4079 5199;

CIN: L99999MH1995PLC094641; **PAN:** AAACE1461E; **Website:** www.edelweissfin.com; **Email:** efslncd@edelweissfin.com

Company Secretary and Compliance Officer: Mr. Tarun Khurana; **Tel.:** +91 22 4079 5199; **Email:** efslncd@edelweissfin.com; **Chief Financial Officer:** Ms. Ananya Suneja; **Tel.:** +91 22 4079 5199; **Email:** efslncd@edelweissfin.com,

Link to download Abridged Prospectus: <https://cdn1.edelweissfin.com/wp-content/uploads/2024/12/ABRIDGED-PROSPECTUS.pdf>

Our Promoters:

(i) Rashesh Chandrakant Shah; Email: efslncd@edelweissfin.com; Tel: +91 22 4079 5199; (ii) Venkatchalam A Ramaswamy; Email: efslncd@edelweissfin.com; Tel: +91 22 4079 5199, (iii) Vidya Rashesh Shah; Email: efslncd@edelweissfin.com; Tel: +91 22 4079 5199; and (iv) Aparna T.C; Email: efslncd@edelweissfin.com; Tel: +91 22 4079 5199. For details of our Promoters, see "Our Promoter" on page 186 of the Prospectus.

PUBLIC ISSUE BY THE ISSUER OF 20,00,000 SECURED REDEEMABLE NON-CONVERTIBLE DEBENTURES OF FACE VALUE OF ₹ 1,000 EACH ("NCDs" OR "DEBENTURES") FOR AN AMOUNT UP TO ₹ 1,000 MILLION ("BASE ISSUE SIZE") WITH A GREEN SHOE OPTION OF UP TO ₹ 1,000 MILLION, CUMULATIVELY AGGREGATING UP TO ₹ 2,000 MILLION ("ISSUE LIMIT") HEREINAFTER REFERRED TO AS THE "ISSUE". THE NCDs WILL BE ISSUED ON THE TERMS AND CONDITIONS AS SET OUT IN THE PROSPECTUS DATED DECEMBER 27, 2024 (THE "PROSPECTUS") FILED WITH THE ROC, STOCK EXCHANGE AND SECURITIES AND EXCHANGE BOARD OF INDIA ("SEBI"). THE ISSUE IS BEING MADE PURSUANT TO THE PROVISIONS OF SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE AND LISTING OF NON-CONVERTIBLE SECURITIES) REGULATIONS, 2021, AS AMENDED (THE "SEBI NCS REGULATIONS"), THE COMPANIES ACT, 2013 AND RULES MADE THEREUNDER AS AMENDED TO THE EXTENT NOTIFIED AND THE SEBI NCS MASTER CIRCULAR. THE ISSUE IS NOT UNDERWRITTEN.

"CRISILA+/Stable (pronounced as CRISIL A plus rating with Stable outlook)" issued by CRISIL*

Allotment on first come first serve basis*.

*Allotment in the public issue of debt securities shall be made on the basis of date of upload of each application into the electronic book of the stock exchange in accordance with the SEBI Master Circular. However, in the event of oversubscription and thereafter, on such date, the allotments should be made to the applicants on proportionate basis. For further details refer section title "Issue Related Information" on page 304 of the Prospectus.

ISSUE PROGRAMME**

ISSUE OPENED ON: TUESDAY, JANUARY 7, 2025 & ISSUE CLOSES ON MONDAY, JANUARY 20, 2025

** 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 above, except that the 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 the Issue) as may be decided by the Board of Directors of the Issuer or the Debenture Fund Raising Committee, thereof subject to relevant approvals. Pursuant to Regulation 3A of the SEBI NCS Regulations, (i) the Issue shall be kept open for a minimum of two Working Days and a maximum of ten Working Days, (ii) in case of a revision in the price band or yield, the Issuer shall extend the Issue Period for a minimum period of one working day, provided that it shall not exceed the maximum number of days, as provided above in (i), and (iii) in case of force majeure, banking strike or similar circumstances, the Issuer may, for reasons to be recorded in writing, extend the Issue Period, provided that it shall not exceed the maximum number of days, as provided above in (i). In the event of an early closure or extension of the 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 Issue is situated on or before such earlier or extended date of Issue closure. On the Issue Closing Date, the Application Forms will be accepted only between 10:00 am and 3:00 pm and upload until 5 p.m. (Indian Standard Time) or such extended time as may be permitted by BSE. Applications Forms for the Issue will be accepted only from 10:00 am to 5:00 pm (Indian Standard Time) ("Bidding Period") or such extended time as may be permitted by the BSE on Working Days during the Issue Period. On the Issue Closing Date, Application Forms will be accepted only between 10:00 am to 3:00 pm and uploaded until 5:00 pm (Indian Standard Time) or such extended time as may be permitted by the BSE. It is clarified that the Applications not uploaded on the Stock Exchange(s) Platform would be rejected. Further, pending mandate requests for bids placed on the last day of bidding will be validated by 5:00 pm on one Working Day after the Issue Closing Date.

ASBA

Simple, Safe Smart way of Application!!!

*Applications supported by blocked amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account. **Mandatory in public issues from October 1, 2018. No cheque will be accepted.**

UPI

UPI - Now available in ASBA for Retail Individual Investors. Bidders are required to ensure that the bank account used for bidding is linked to their PAN

UPI is now available for Retail Individual Investors submitting bids up to an application value of ₹5,00,000, applying through Designated Intermediaries, SCSBs or through the BSE Direct App / Web interface of stock exchange or any other permitted methods. For details of the ASBA and UPI Process, refer to the details given in the Application Form and also refer to the section "Issue Procedure" beginning on page 335 of the Prospectus. List of banks supporting UPI is also available on the website of SEBI at www.sebi.gov.in / ICICI Bank Limited has been appointed as Sponsor Bank for the issue, in accordance with the requirements of the SEBI Master Circular dated August 10, 2021 on UPI mechanism.

ADDENDUM TO THE PROSPECTUS DATED DECEMBER 27, 2024: NOTICE TO INVESTORS ("ADDENDUM")

*Please note that this Addendum is with reference to the Prospectus dated December 27, 2024, ("Prospectus") filed by Edelweiss Financial Services Limited ("Company" or "Issuer") with the Registrar of Companies, Mumbai, Maharashtra and submitted to BSE Limited and the Securities and Exchange Board of India ("SEBI"), for the Issue. In this regard, please note the following:

Change in credit rating:

The credit rating assigned to the NCDs proposed to be issued has been revised to "CRISILA+/Stable" (pronounced as "CRISILA Plus rating with Stable outlook") from "CRISILA-/Negative" (pronounced as CRISILA plus rating with negative outlook) for an amount of ₹10,000 million, as per the rating letter dated January 09, 2025 with the rating rationale dated January 09, 2025 issued by CRISIL. Securities with this rating are considered to have an adequate degree of safety regarding the timely servicing of financial obligations and are deemed to carry low credit risk.

The credit rating details mentioned on page 163 of the Prospectus under "Our Credit Ratings" shall stand revised to the details mentioned below:

Credit Rating Agency	Instruments	Ratings
CRISIL	Long Term SPs	CRISIL PPM L D A+/Stable
CRISIL	Long Term NCDs	CRISIL A+/Stable pronounced as "CRISILA Plus rating with Stable outlook"

Accordingly, all references to the credit rating of the NCDs disclosed in the Prospectus dated December 27, 2024, shall be revised to "CRISILA+/Stable (pronounced as CRISILA Plus rating with Stable outlook)" including at the cover page and chapters titled 'Risk Factors', 'General Information', 'Our Business', 'Issue Related Information', 'Financial Indebtedness' and 'Material Contracts And Documents For Inspection' at pages 19, 59, 143, 215, 304 and 387, respectively, of the Prospectus. The Prospectus, all Issue-related transaction documents, and all other communications issued by the Company up to the date of this Addendum stand amended to the extent specified herein and shall be read in conjunction with this Addendum. Any reference to the Prospectus shall be deemed to include a reference to this Addendum.

CONTENTS OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AS REGARDS ITS OBJECTS: For information on the main objects of our Company, see "HISTORY AND MAIN OBJECTS" on page 168 of the Prospectus and Clause III of the Memorandum of Association of the Company. The Memorandum of Association of the Company is a document for inspection in relation to the Issue. For further details, see the section titled "MATERIAL CONTRACTS AND DOCUMENTS FOR INSPECTION" on page 387 of the Prospectus.

LIABILITY OF MEMBERS: Limited

AMOUNT OF SHARE CAPITAL OF THE COMPANY AND CAPITAL STRUCTURE AS ON SEPTEMBER 30, 2024: The Authorised Share Capital of the Company is ₹ 1,250,000,000 divided into 1,23,00,00,000 Equity Shares of face value of ₹ 1 each and 40,00,000 Preference Shares of face value of ₹ 5 each and Issue, Subscribed and Paid-up share capital of the Company is ₹ 94,42,14,148 divided into 94,42,14,148 Equity Shares of face value of ₹ 1 each fully paid up. For information on the share capital of our Company, see "CAPITAL STRUCTURE" on page 71 of the Prospectus.

NAMES OF THE SIGNATORIES AT THE TIME OF SIGNING OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AND THE NUMBER OF SHARES SUBSCRIBED BY THEM: Given below are the names of the signatories of the Memorandum of Association of the Company and the number of Equity Shares subscribed of face value of Rs. 10 each by them at the time of signing of the Memorandum of Association: Mr. Rashesh Shah - 20 Equity Shares, Ms Vidya Shah - 10 Equity Shares, Mr Urvish Mody - 10 Equity Shares, Ms Shilpa Mody - 10 Equity Shares, Ms Sharmista Shah - 10 Equity Shares, Ms Vijaya Vaidyanath - 20 Equity Shares and Ms Padma Sridhar - 20 Equity Shares.

LISTING: The NCDs offered through the Draft Prospectus and Prospectus are proposed to be listed on BSE Limited ("BSE") and BSE shall be the Designated Stock Exchange. The Company has received an 'in-principle' approval from BSE vide their letter no. DCS/BM/PI-BOND/30/24-25 dated December 24, 2024.

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 Prospectus 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 Prospectus for the full text of the Disclaimer clause of the BSE Limited.

DISCLAIMER CLAUSE OF USE OF BSE ELECTRONIC PLATFORM: It is to be distinctly understood that the permission given by BSE to use their network and software of the Online system should not in any way be deemed or construed that the compliance with various statutory requirements approved by the Exchange; nor does it in any manner warrant, 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 this Company, its promoters, its management or any scheme or project of this Company. It is also to be distinctly understood that the approval given by BSE is only to use the software for participating in system of making application process.

CREDIT RATING: The NCDs proposed to be issued under the Issue have been rated "CRISILA+/Stable (pronounced as CRISILA plus rating with Stable outlook)" for an amount of ₹ 10,000 million by CRISIL vide their rating letter dated December 03, 2024, revalidated on December 27, 2024 and further revalidated on January 09, 2025 with rating rationale dated December 02, 2024, revalidated on December 27, 2024 and further revalidated on January 09, 2025. Securities with this rating are considered to have adequate degree of safety regarding timely servicing of financial obligations. Such securities carry low credit risk. Securities with these ratings indicate adequate degree of safety regarding timely servicing of financial obligations. There are no unaccepted ratings or any other ratings obtained for the Issue other than as specified in the Prospectus. The rating given by the Credit Rating Agency is valid as on the date of the Prospectus, shall be valid as on the date of issuance and listing and shall remain valid until the rating is revised or withdrawn. The rating is not a recommendation to buy, sell or hold securities and investors should take their own decision. The rating may be subject to revision or withdrawal at any time by the assigning rating agency and the rating should be evaluated independently of any other rating. The rating agency has a right to suspend or withdraw the rating at any time on the basis of factors such as new information. This rating is not a recommendation to buy, sell or hold securities and investors should take their own decisions. Please refer to Annexure A of the Prospectus for the rating letter, rationale and press release of the above rating. Also please refer to the link <https://www.crisilratings.com/en/home/our-business/ratings/company-factsheet/EDELWEISSFIN.html> for the rating letter and rationale dated January 09, 2025.

GENERAL RISK: Investment in non-convertible securities is risky and investors should not invest any funds in such securities unless they can afford to take the risk attached to such investments. Investors are advised to take an informed decision and to read the risk factors carefully before investing in this offering. For taking an investment decision, investors must rely on their examination of the issue including the risks involved in it. Specific attention of investors is invited to statement of risk factors contained under "Risk Factors" and "Material Development" on page 19 and 214 of the Prospectus respectively. These risks are not, and are not intended to be, a complete list of all risks and considerations relevant to the non-convertible securities or investor's decision to purchase such securities. The Prospectus has not been and will not be approved by any regulatory authority in India, including the Securities and Exchange Board of India ("SEBI"), the Reserve Bank of India ("RBI"), any registrar of companies or any stock exchange in India or do they guarantee the accuracy or adequacy of the Prospectus.

AVAILABILITY OF APPLICATION FORM: Application forms can be obtained from the Issuer: Edelweiss Financial Services Limited; Lead Managers: Trust Investment Advisors Private Limited, Nuvama Wealth Management Limited and Tipsons Consultancy Services Private Limited, Consortium Members to the Issue, the Registrar to the Issue, Trading Members and Designated Branches of the SCSBs. Electronic Application Forms will also be available on the websites of BSE.

AVAILABILITY OF PROSPECTUS: Investors are advised to refer to the Prospectus and the Risk Factors on page 19 of the Prospectus before applying in the Issue. Physical copy of the Prospectus may be obtained from the Registered Office and the Corporate Office of the Company or from the office of the Lead Managers, Consortium Members for marketing of the Issue, the Registrar to the Issue and the designated branches of the SCSBs. Full copy of the Prospectus is available on the websites of the Issuer/Lead Managers/BSE at www.edelweissfin.com, www.trustgroup.in, www.nuvama.com, www.tipsons.com and www.bseindia.com respectively.

PUBLIC ISSUE ACCOUNT BANK, SPONSOR BANK AND REFUND BANK: ICICI Bank ICICI Bank Limited

LEAD MANAGERS TO THE ISSUE		DEBENTURE TRUSTEE TO THE ISSUE	REGISTRAR TO THE ISSUE	CREDIT RATING AGENCY	STATUTORY AUDITOR	
 Trust Investment Advisors Private Limited 109/110, Balarama, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 Maharashtra, India Tel.: +91 22 4084 5000 Fax: +91 22 4084 5066 Email: projectpragati9.trust@trustgroup.in Investor Grievance Email: customercare@trustgroup.in Website: www.trustgroup.in Contact person: Hani Jalan	 Nuvama Wealth Management Limited** 801-804, Wing A, Building No 3, Inspire BKC, G Block, Bandra Kurla Complex, Bandra East, Mumbai – 400 051 Tel.: +91 22 4009 4400 Email: efslncd@nuvama.com Investor Grievance Email: customerservice.mb@nuvama.com Website: www.nuvama.com Contact Person: Saili Dave	 Tipsons Consultancy Services Private Limited 1st Floor, Sheraton House, Opp. Ketav Petrol Pump, Polytechnic Road, Ambawadi, Ahmedabad – 380015 Gujarat Tel.: +91 79 66828064 / 9589801774 Email: efsln.projectpragati13@tipsons.com Investor Grievance Email: igr@tipsons.com Website: www.tipsons.com Contact Person: Nagesh Chauhan	 Beacon Trusteeship Limited* 5W, 5th Floor, The Metropolitan, Bandra Kurla Complex, Bandra (East), Mumbai, Maharashtra, India, 400051 Tel.: +91 22 4606 0278 Email: compliance@beacontrustee.co.in Investor Grievance Email: investor grievances@beacontrustee.co.in Website: www.beacontrustee.co.in Contact Person/ Compliance Officer: Kautubh Kulkarni	 KFIN TECHNOLOGIES LIMITED Selenium Tower B, Plot 31-32, Financial District, Nanakramguda, Serilingampally, Hyderabad - 500 032, Telangana Tel.: +91 40 6716 2222/18003094001 Fax: +91 40 6716 1563 Email: efsln.cdipo@kfintech.com Investor Grievance Email: einward.ris@kfintech.com Website: www.kfintech.com Contact Person: M Murali Krishna	 CRISIL Ratings Limited CRISIL House, Central Avenue, Hiranandani Business Park, Powai, Mumbai 400076 Tel.: + 91 22 3342 3000 Email: crisilratingsdesk@crisil.com Website: www.crisilratings.com Contact Person: Ajit Velonie	Nangia & Co. LLP, Chartered Accountants 4th Floor, Iconic Tower, Urmi Estate, 95 Ganpatrao Kadam Marg, Lower Parel (West), Mumbai – 400 013, India Tel.: + 91 22 4474 3400 Email: info@nangia.com Contact Person: Rakesh Nangia / Jaspreet Singh Bedi

*Beacon Trusteeship Limited under Regulation 8 of SEBI NCS Regulations has by its letter dated December 13, 2024 given its consent for its appointment as Debenture Trustee to the Issue and for its name to be included in the Prospectus and the Draft Prospectus and in all the subsequent periodical communications sent to the holders of the NCDs issued pursuant to the Issue. | ** Nuvama Wealth Management Limited is deemed to be our associate as per the Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992, as amended ("Merchant Bankers Regulations"). Further, in compliance with the provisions of Regulation 21A and explanation to Regulation 21A of the Merchant Bankers Regulations, Nuvama Wealth Management Limited would be involved only in marketing of the Issue and as per Regulation 25 (3) of SEBI NCS Regulations and shall not issue a due diligence certificate, in relation to the issue of the NCDs

COMPANY SECRETARY AND COMPLIANCE OFFICER: Mr. Tarun Khurana, Company Secretary and Compliance Officer, Edelweiss Financial Services Limited, Edelweiss House, Off C.S.T. Road, Kalina, Mumbai 400 098, Maharashtra, India, Tel.: +91 22 4099 5199; Email: efslncd@edelweissfin.com.

For further details refer to section titled "Issue Related Information" on page 304 of the Prospectus. 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. For further details please refer the Prospectus.

DISCLAIMER STATEMENT OF CRISIL: CRISIL Ratings Limited (CRISIL Ratings) has taken due care and caution in preparing the Material based on the information provided by its client and / or obtained by CRISIL Ratings from sources which it considers reliable (Information). A rating by CRISIL Ratings reflects its current opinion on the likelihood of timely payment of the obligations under the rated instrument and does not constitute an audit of the rated entity by CRISIL Ratings. CRISIL Ratings does not guarantee the completeness or accuracy of the information on which the rating is based. A rating by CRISIL Ratings is not a recommendation to buy, sell, or hold the rated instrument; it does not comment on the market price or suitability for a particular investor. The Rating is not a recommendation to invest / disinvest in any entity covered in the Material and no part of the Material should be construed as an expert advice or investment advice or any form of investment banking within the meaning of any law or regulation. CRISIL Ratings especially states that it has no liability whatsoever to the subscribers / users / transmitters / distributors of the Material. Without limiting the generality of the foregoing, nothing in the Material is to be construed as CRISIL Ratings providing or intending to provide any services in jurisdictions where CRISIL Ratings does not have the necessary permission and/or registration to carry out its business activities in this regard. Edelweiss Financial Services Limited will be responsible for ensuring compliances and consequences of non-compliances for use of the Material or part thereof outside India. Current rating status and CRISIL Ratings rating criteria are available without charge to the public on the website, CRISIL Ratings. For the latest rating information on any instrument of any company rated by CRISIL Ratings, please contact Customer Service Helpdesk at CRISIL Ratings.

DISCLAIMER: Edelweiss Financial Services 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 prospectus dated December 27, 2024 ("Prospectus") with the Registrar of Companies, Maharashtra at Mumbai ("RoC"), BSE Limited ("BSE") and Securities and Exchange Board of India ("SEBI"). The Prospectus is available on the website of the Company at www.edelweissfin.com, on the website of BSE at www.bseindia.com, on the website of the lead managers at <https://www.trustgroup.in/>, www.tipsons.com and www.nuvama.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" and "Material Developments" beginning on page 19 and 214 respectively of the Prospectus.

Note: Capitalized terms not defined herein shall have the same meaning as assigned to such terms in the Prospectus

For Edelweiss Financial Services Limited

Sd/-
Rashesh Shah
 Chairman and Managing Director
 00008322