

October 31, 2025

National Stock Exchange of India Limited, Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (E), Mumbai – 400001

Sub: <u>Outcome of Board meeting in terms of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")</u>

Dear Sir/Madam,

In continuation to our earlier intimation dated October 28, 2025 and pursuant to the provisions of regulations 51, 52 and 54 read with Part B of Schedule III of the SEBI Listing Regulations, we wish to inform you that the Board of Directors of Hero FinCorp Limited ("the Company") in their meeting held today i.e. October 31, 2025, have inter alia, considered and approved the following:

- Unaudited Financial Results of the Company for the second quarter and half year ended on September 30, 2025 along with limited review report of Joint Statutory Auditors, as reviewed and recommended by the Audit Committee and approved by the Board of Directors of the Company under Regulation 52 of SEBI Listing Regulations.
- Statement of disclosures pursuant to Regulation 52(4) of the SEBI Listing Regulations.
- Declaration w.r.t. statement indicating utilization of issue proceeds/ material deviation under regulation 52(7) and 52(7A) of SEBI Listing Regulations.
- Security Cover details of Non-Convertible Debt Securities as on September 30, 2025, under regulation 54 of SEBI Listing Regulations.
- Disclosure of Related Party Transactions under regulation 23(9)/ 62K(9) of SEBI Listing Regulations.
- Appointment of Ms. Priya Kashyap as Chief Operating Officer ("COO") of the Company.
- Appointment of Mr. Sajin Purushothaman Mangalathu as Chief Operating Officer ("COO") of the Company.
- Buyback of Commercial Papers ('CP') & Non-Convertible Debentures ('NCDs').

Further, in accordance with Regulation 52(8) of the Listing Regulations the unaudited financial results as on September 30, 2025 will also be published in the newspapers.

The aforesaid results shall also be made available on website of the Company.

The Board meeting commenced at 4:45 P.M. IST and concluded at 8:10 P.M. IST.

Request you to kindly take the same on your records.

Thanking you, Yours truly, For **Hero FinCorp Limited** 

Shivendra Suman Company Secretary & Compliance Officer Membership No. - A18339

Encl: a/a

E-mall: investors@herofincorp.com Website: www.HeroFinCorp.com

# **Deloitte Haskins & Sells LLP**

Chartered Accountants
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DLF Cyber City Complex,
DLF City Phase - II,
Gurugram - 122 002
Haryana, India

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# M M Nissim & Co LLP

Chartered Accountants C-2, First Floor, Sector-2, Noida – 201301 Uttar Pradesh, India

Phone: +91 120 417 7293

# INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM STANDALONE FINANCIAL RESULTS

## TO THE BOARD OF DIRECTORS OF HERO FINCORP LIMITED

- We have reviewed the accompanying Statement of Standalone Unaudited Financial Results of HERO FINCORP LIMITED ("the Company"), for the quarter and half year ended September 30, 2025 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations").
- 2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 52 of the Listing Regulations. Our responsibility is to express a conclusion on the Statement based on our review.
- 3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India (ICAI). A review of interim financial information consists of making inquiries, primarily of the Company's personnel responsible for financial and accounting matters and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under section 143(10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
- 4. Based on our review conducted as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

# For Deloitte Haskins & Sells LLP

Chartered Accountants (FRN. 117366W/W-100018)

JAIN
MUKESHKUMAR
MUKESHKUMAR PARASMAL
Date: 2025.10.31 19:39:34
+05'30'

# **Mukesh Jain**

Partner Membership No. 108262 UDIN: 25108262BMNTLY6855

Place: Mumbai

Date: October 31, 2025

# For M M Nissim & Co LLP

Chartered Accountants (FRN. 107122W/W100672)

NAVIN Digitally signed by NAVIN KUMAR JAIN Date: 2025.10.31 19:48:46 +05'30'

# **Navin Kumar Jain**

Partner

Membership No. 090847 UDIN: 25090847BMIJMX9849

Place: Gurugram Date: October 31, 2025

Hero FinCorp Limited
Registered office: 34, Community Centre, Basant Lok, Vasant Vihar, New Delhi - 110057
Corporate office: 9, Community Centre, Basant Lok, Vasant Vihar, New Delhi - 110057 Fax: 011-49487197, Tel. No: 011-49487150, Website: www.herofincorp.com

CIN: U74899DL1991PLC046774

# Statement of Unaudited Standalone Financial Results for the quarter and half year ended September 30, 2025

₹ in Crore

|      |   |                       |                  |                       |                       |                       | ₹ in Crore        |
|------|---|-----------------------|------------------|-----------------------|-----------------------|-----------------------|-------------------|
|      |   |                       | Quarter ended    |                       |                       | r ended               | Year ended        |
|      | Particulars   | September 30,<br>2025 | June 30,<br>2025 | September 30,<br>2024 | September 30,<br>2025 | September 30,<br>2024 | March 31,<br>2025 |
|      |   | (Unaudited)           | (Unaudited)      | (Unaudited)           | (Unaudited)           | (Unaudited)           | (Audited)         |
|      | Income  |                       |                  |                       |                       |                       |                   |
| i    | Revenue from operations   |                       |                  |                       |                       |                       |                   |
|      | Interest income   | 1,867.55              | 1,972.45         | 1,955.22              | 3,840.00              | 3,905.52              | 7,930.28          |
|      | Dividend income   | 0.01                  | -                | 0.01                  | 0.01                  | 0.01                  | 0.02              |
|      | Profit on sale of investments (net)   | 24.23                 | 25.25            | 6.08                  | 49.48                 | 6.87                  | 42.95             |
|      | Insurance commission  | 38.95                 | 48.34            | 49.06                 | 87.29                 | 92.17                 | 185.53            |
|      | Gain on derecognition of financial instruments under amortised cost category    | 41.05                 | 61.86            | 29.66                 | 102.91                | 49.64                 | 82.46             |
|      | Others charges  | 165.57                | 225.32           | 225.14                | 390.89                | 461.50                | 868.81            |
|      | Total revenue from operations   | 2,137.36              | 2,333.22         | 2,265.17              | 4,470.58              | 4,515.71              | 9,110.05          |
| ii   | Other income  | 2.13                  | 1.37             | 2.72                  | 3.50                  | 13.86                 | 42.80             |
| iii  | Total income (i + ii)   | 2,139,49              | 2,334.59         | 2,267.89              | 4,474.08              | 4,529.57              | 9,152.85          |
|      | Total medite (t + fl)   | 2,137.47              | 2,334.37         | 2,207.09              | 4,474.00              | 4,323.37              | 7,152.00          |
| iv   | Expenses  |                       |                  |                       |                       |                       |                   |
|      | Finance costs   | 835.15                | 891.05           | 828.00                | 1,726.20              | 1,637.92              | 3,400.75          |
|      | Net loss on fair value changes  | 143.75                | 111.91           | 68.35                 | 255.66                | 156.15                | 309.85            |
|      | Impairment on financial instruments   | 644.84                | 740.29           | 726.26                | 1,385.13              | 1,429.64              | 2,865.55          |
|      | Employee benefits expenses  | 165.71                | 159.04           | 159.93                | 324.75                | 294.77                | 604.41            |
|      | Depreciation and amortization   | 20.75                 | 20.19            | 17.73                 | 40.94                 | 34.91                 | 77.32             |
|      | Other expenses  | 429.30                | 435.84           | 404.97                | 865.14                | 824.71                | 1,696.60          |
|      | Total expenses  | 2,239.50              | 2,358.32         | 2,205.24              | 4,597.82              | 4,378.10              | 8,954.48          |
| v    | Profit/ (loss) before tax (iii - iv)  | (100.01)              | (23.73)          | 62.65                 | (123.74)              | 151.47                | 198.37            |
| vi   | Tax expense   |                       |                  |                       |                       |                       |                   |
|      | Current tax   | (6.68)                | 9.34             | 49.03                 | 2.66                  | 114.84                | 226.45            |
|      | Deferred tax charge / (credit)  | 19.49                 | 16.65            | (12.90)               | 36.14                 | (29.41)               | (85.92            |
|      | Total tax expense   | 12.81                 | 25.99            | 36.13                 | 38.80                 | 85.43                 | 140.53            |
| vii  | Profit/ (loss) after tax (v - vi)   | (112.82)              | (49.72)          | 26.52                 | (162.54)              | 66.04                 | 57.84             |
| viii | Other comprehensive income/ (loss)  |                       |                  |                       |                       |                       |                   |
| VIII | a) Items that will not be reclassified to profit or loss:-                      |                       |                  |                       |                       |                       |                   |
|      | Remeasurement of gains / (losses) on defined benefit plans                      | (0.79)                | 1.47             | (1.14)                | 0.68                  | 6.36                  | 5.61              |
|      | Income tax relating to items that will not be reclassified to profit or loss    | 0.20                  | (0.37)           | 0.29                  | (0.17)                | (1.60)                | (1.41             |
|      | Sub-total (a)   | (0.59)                | 1.10             | (0.85)                | 0.51                  | 4.76                  | 4.20              |
|      | b) Items that may be reclassified to profit or loss:-                           | (0.57)                | 1.10             | (0.05)                | 0.51                  | 4.70                  | 7.20              |
|      | Cash flow hedge reserve   | 50.57                 | (41.62)          | (2.44)                | 8.95                  | (28.64)               | (39.76            |
|      | Income tax relating to items that may be reclassified to profit or loss         | (12.72)               | 10.47            | 0.62                  | (2.25)                | 7.21                  | 10.01             |
|      | Sub-total (b)   | 37.85                 | (31.15)          | (1.82)                | 6.70                  | (21.43)               | (29.75            |
|      |   |                       |                  |                       |                       |                       |                   |
|      | Other comprehensive income/ (loss) for the period/year, net of tax (a+b)        | 37.26                 | (30.05)          | (2.67)                | 7.21                  | (16.67)               | (25.55            |
| ix   | Total comprehensive income/ (loss) for the period/year, net of tax (vii + viii) | (75.56)               | (79.77)          | 23.85                 | (155.33)              | 49.37                 | 32.29             |
| x    | Earnings per equity share (refer note 8):                                       |                       |                  |                       |                       |                       |                   |
|      | (a) Basic (in ₹)  | (8.71)                | (3.89)           | 2.09                  | (12.63)               | 5.19                  | 4.54              |
|      | (b) Diluted (in ₹)  | (8.71)                | (3.89)           | 2.08                  | (12.63)               | 5.18                  | 4.53              |
|      | Face value per share ( in ₹ )   | 10.00                 | 10.00            | 10.00                 | 10.00                 | 10.00                 | 10.00             |

# Statement of Unaudited Standalone Financial Results for the quarter and half year ended September 30, 2025

# Notes:

1) Disclosure of standalone statement of assets and liabilities as per Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as at September 30, 2025:

|    |   |                    | ₹ in Crore     |
|----|---|--------------------|----------------|
|    |   | As at              | As at          |
|    | Particulars   | September 30, 2025 | March 31, 2025 |
|    |   | (Unaudited)        | (Audited)      |
| A. | Assets  |                    |                |
|    |   |                    |                |
| 1  | Financial Assets  |                    |                |
|    | (a) Cash and cash equivalents   | 315.70             | 1,963.49       |
|    | (b) Bank balance other than cash and cash equivalents                           | 60.06              | 52.01          |
|    | (c) Derivative financial instruments  | 347.98             | 114.64         |
|    | (d) Trade receivables   | 35.63              | 27.40          |
|    | (e) Loans   | 47,086.42          | 47,731.26      |
|    | (f) Investments   | 2,688.04           | 2,933.62       |
|    | (g) Other financial assets  | 290.65             | 259.20         |
| 2  | Non-Financial Assets  |                    |                |
|    | (a) Current tax assets (net)  | 138.03             | 161.43         |
|    | (b) Deferred tax assets (net)   | 424.97             | 463.53         |
|    | (c) Property, plant and equipment   | 135.96             | 148.77         |
|    | (d) Capital work in progress  | 3.73               | 1.55           |
|    | (e) Right-of-use assets   | 78.51              | 90.20          |
|    | (f) Intangible assets under development   | 13.27              | 15.53          |
|    | (g) Other intangible assets   | 66.96              | 52.06          |
|    | (h) Other non-financial assets  | 176.75             | 108.53         |
|    | (ii) Other non-inflancial assets  | 170.73             | 108.33         |
|    | Total Assets  | 51,862.66          | 54,123.22      |
| В. | Liabilities and Equity  |                    |                |
|    | Liabilities   |                    |                |
| 1  | Financial Liabilities   |                    |                |
| 1  |   |                    |                |
|    | (a) Trade payables:   | 5.50               | 2.50           |
|    | (i) Total outstanding dues of micro enterprises and small enterprises; and      | 5.50               | 3.58           |
|    | (ii) Total outstanding dues of creditors other than micro enterprises and small | 512.70             | 507.72         |
|    | enterprises (1) P. H. William   | 5.055.04           | ( 20 ( 02      |
|    | (b) Debt securities   | 5,057.24           | 6,286.92       |
|    | (c) Borrowings (other than debt securities)                                     | 34,517.86          | 36,018.40      |
|    | (d) Subordinated liabilities  | 5,280.13           | 4,920.71       |
|    | (e) Lease liabilities   | 89.47              | 100.60         |
|    | (f) Other financial liabilities   | 414.49             | 420.69         |
| 2  | Non-Financial Liabilities   |                    |                |
|    | (a) Current tax liabilities (net)   | -                  | 10.05          |
|    | (b) Provisions  | 68.43              | 65.82          |
|    | (c) Other non-financial liabilities   | 70.21              | 76.33          |
|    | Total Liabilities   | 46,016.03          | 48,410.82      |
| 3  | Equity  |                    |                |
| '  | (a) Equity share capital  | 129.63             | 127.41         |
|    |   |                    |                |
|    | (b) Other equity  | 5,717.00           | 5,584.99       |
|    | Total Equity  | 5,846.63           | 5,712.40       |
|    | Total Liabilities and Equity  | 51,862.66          | 54,123.22      |
|    |   |                    |                |

# Statement of Unaudited Standalone Financial Results for the quarter and half year ended September 30, 2025

# Notes:

2) Disclosure of standalone statement of cash flows as per Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the half year ended September 30, 2025:

|   | ₹ | ın | Cr | or |
|---|---|----|----|----|
| _ |   |    |    |    |

| Particulars  | For the half year ended<br>September 30, 2025 | For the half year ended<br>September 30, 2024 |
|--|---|---|
| A. Cash flow from operating activities                                       |   |   |
| Profit/ (loss) before tax  | (123.74)                                      | 151.47  |
| Adjustments for:   |   |   |
| Interest income  | (3,840.00)                                    | (3,905.52)                                    |
| Finance costs  | 1,726.20                                      | 1,637.92                                      |
| Depreciation and amortization  | 40.94   | 34.91   |
| Impairment on financial instruments  | 1,385.13                                      | 1,429.64                                      |
| Dividend income from investments   | (0.01)  | (0.01)  |
| Employee share based payment expense   | 7.57  | 18.57   |
| Net loss on sale of property, plant and equipment                            | 0.87  | 0.40  |
| Net gain on modification of lease  | -   | (0.01)  |
| Gain on derecognition of financial instruments under amortised cost category | (102.91)                                      | (49.64)                                       |
| Net loss on fair value changes   | 255.66  | 156.15  |
| Profit on sale of investments  | (49.48)                                       | (6.87)  |
| Cash inflow from interest on loans   | 3,741.44                                      | 3,765.45                                      |
| Cash inflow from interest on fixed deposits                                  | 19.20   | 5.50  |
| Cash outflow towards finance costs   | (1,644.59)                                    | (1,646.89)                                    |
| Operating profit before working capital changes                              | 1,416.28                                      | 1,591.07                                      |
| Working capital adjustments  |   |   |
| Increase in trade receivables  | (9.66)  | (9.92)  |
| Increase in loans  | (694.43)                                      | (3,410.42)                                    |
| Increase in bank balance other than cash and cash equivalents                | (9.30)  | (1.58)  |
| (Increase) / decrease in other financial assets                              | 49.87   | (49.02)                                       |
| Increase in other non financial assets                                       | (67.14)                                       | (58.46)                                       |
| Increase / (decrease) in other financial liabilities                         | (6.44)  | 7.67  |
| Increase in trade payables   | 6.90  | 85.80   |
| Decrease in other non financial liabilities                                  | (6.11)  | (12.10)                                       |
| Increase in provisions   | 3.30  | 3.45  |
| Net cash generated from / (used in) operating activities before income tax   | 683.27  | (1,853.51)                                    |
| Income tax paid (net of refund)  | 10.69   | (113.09)                                      |
| Net cash generated from / (used in) operating activities (A)                 | 693.96  | (1,966.60)                                    |
| B. Cash flow from investing activities                                       |   |   |
| Purchase of property, plant and equipment and capital work-in-progress       | (13.05)                                       | (33.04)                                       |
| Purchase of other intangible assets and intangible assets under development  | (19.02)                                       | (30.68)                                       |
| Proceeds from sale of property, plant and equipment                          | 1.81  | 1.17  |
| Dividend received  | 0.01  | 0.01  |
| Interest received on investments   | 47.31   | 46.55   |
| Purchase of investments  | (10,857.26)                                   | (4,726.16)                                    |
| Sale of investments  | 11,170.98                                     | 4,621.67                                      |
| Net cash generated from / (used in) investing activities (B)                 | 330.78  | (120.48)                                      |

# Statement of Unaudited Standalone Financial Results for the quarter and half year ended September 30, 2025

# Notes:

2) Disclosure of standalone statement of cash flows as per Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the half year ended September 30, 2025:

₹ in Crore

| Particulars   | For the half year ended<br>September 30, 2025 | For the half year ended<br>September 30, 2024 |
|---|---|---|
| C. Cash flow from financing activities                              |   |   |
| Proceeds from issue of equity shares                                | 310.00  | 0.14  |
| Proceeds from conversion of partly paid equity shares to fully paid | <del>-</del>                                  | #   |
| Proceeds from issue of debt securities                              | 446.02  | 3,552.00                                      |
| Repayment of debt securities  | (1,765.00)                                    | (3,964.00)                                    |
| Proceeds from issue of borrowings (other than debt securities)      | 8,281.85                                      | 12,250.68                                     |
| Repayment of borrowings (other than debt securities)                | (9,989.40)                                    | (9,888.22)                                    |
| Proceeds from issue of subordinated liabilities                     | 250.00  | 810.00  |
| Repayment of subordinated liabilities                               | (100.00)                                      | -   |
| Repayment of lease liability  | (18.22)                                       | (17.66)                                       |
| Dividend paid on equity shares                                      | (14.26)                                       | (127.31)                                      |
| Dividend paid on compulsorily convertible preference shares         | (60.00)                                       | (60.00)                                       |
| Share issue expenses paid   | (13.52)                                       | -   |
| Net cash generated from / (used in) financing activities (C)        | (2,672.53)                                    | 2,555.63                                      |
| D. Net Increase/ (decrease) in cash and cash equivalents (A+B+C)    | (1,647.79)                                    | 468.55  |
| Cash and cash equivalents at the beginning of the period            | 1,963.49                                      | 28.34   |
| Cash and cash equivalents at the end of the period*                 | 315.70  | 496.89  |
| *Components of cash and cash equivalents                            |   |   |
| Balances with banks (current accounts)                              | 315.70  | 49.79   |
| Deposit with banks (original maturity less than three months)       |   | 447.10  |
|   | 315.70  | 496.89  |
| # Below rounding off norms.   |   |   |

# Hero FinCorp Limited Statement of Unaudited Standalone Financial Results for the quarter and half year ended September 30, 2025

### Notes:

- 3) Hero FinCorp Limited ('the Company') is a Non-Banking Financial Company registered with the Reserve Bank of India ('the RBI').
- 4) The standalone financial results for the quarter and half year ended September 30, 2025 have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on October 31, 2025. The financial results have been subjected to limited review by joint statutory auditors in compliance with Regulation 52 of the Securities and Exchange Board of India ('SEBI') (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

  These financial results are available on the website of the Company viz. www.herofincorp.com and on the website of National Stock Exchange of India Limited
  - These financial results are available on the website of the Company viz. www.herofincorp.com and on the website of National Stock Exchange of India Limiter (www.nseindia.com).
- The above financial results of the Company have been prepared in accordance with Indian Accounting Standards ('Ind AS') notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) Rules, 2016 as prescribed under Section 133 of the Companies Act, 2013 ('the Act') read with relevant rules issued thereunder and the other accounting principles generally accepted in India and in compliance with Regulation 52 of the Securities Exchange Board of India ('SEBI') (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. Any application guidance/clarifications/ directions issued by the Reserve Bank of India or other regulators are implemented as and when they are issued/applicable.
- 6) Disclosure pursuant to Reserve Bank of India notification RBI/2020- 21/16 DOR.No.BP.BC/3/21.04.048/2020- 21 dated August 06, 2020 and RBI/2021-22/31/DOR.STR.REC.11/ 21.04.048/2021-22 dated May 05, 2021 pertaining to Resolution Framework for COVID-19 related stress of Individuals and Small Businesses:

|                         |   |   |                                     |  | ₹ in Crore   |
|-------------------------|---|---|-------------------------------------|--|--|
| Type of Borrower        | Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at March 31, 2025 (A) | Of (A), aggregate<br>debt that slipped<br>into NPA during<br>the half year<br>ended September<br>30, 2025 | written off during<br>the half year | Of (A) amount paid by<br>the borrowers during the<br>half year ended<br>September 30, 2025 | Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at September 30, 2025# |
| (i) Personal Loans      | 2.07  | 0.17  | -                                   | 1.04   | 0.92   |
| (ii) Corporate persons* | 89.92   | 4.38  | -                                   | 9.92   | 75.64  |
| Of which MSMEs          | 89.92   | 4.38  | _                                   | 9.92   | 75.64  |
| Others                  | -   | -   | -                                   | -  | -  |
| (iii) Total (i+ii)      | 91.99   | 4.55  | -                                   | 10.96  | 76.56  |

<sup>\*</sup>As defined in Section 3(7) of the Insolvency and Bankruptcy Code, 2016

- 7) Disclosure pursuant to Reserve Bank of India Notification RBI/DOR/2021-22/86 DOR.STR.REC.51/21.04.048/2021-22 dated September 24, 2021, as amended
  - a) Details in respect of loans not in default acquired through assignment during the half year ended September 30, 2025.

| Particulars  | During the half year<br>ended September 30,<br>2025 |
|--|---|
| Count of loan accounts acquired                        | 2,148   |
| Amount of loan accounts acquired (₹ in crore)          | 117.76  |
| Retention of beneficial economic interest (MRR %)      | 10.00%  |
| Weighted average maturity (residual maturity in years) | 5.88  |
| Weighted average holding period (in years)             | 0.87  |
| Coverage of tangible security coverage (%)             | 159.44%   |
| Rating-wise distribution of rated loans                | NA  |

b) Details in respect of loans not in default transferred through assignment during the half year ended September 30, 2025.

| Particulars  | During the half year<br>ended September 30,<br>2025 |
|--|---|
| Count of loan accounts transferred                     | 1,01,161  |
| Amount of loan accounts transferred (₹ in Crore)       | 1,475.28  |
| Retention of beneficial economic interest (MRR %)      | 10.00%  |
| Weighted average maturity (residual maturity in years) | 3.08  |
| Weighted average holding period (in years)             | 1.39  |
| Coverage of tangible security coverage (%)             | 33.62%  |
| Rating-wise distribution of rated loans                | NA  |

c) The Company has not acquired or transferred any stressed loans classified as Special Mention Account (SMA) or NPA during the half year ended September 30, 2025.

<sup>#</sup> Includes accounts which are upgraded from NPA to Standard during the half year ended September 30, 2025.

## Statement of Unaudited Standalone Financial Results for the quarter and half year ended September 30, 2025

- 8) Earnings per equity share for the quarters ended September 30, 2025, June 30, 2025, September 30, 2024 and half years ended September 30, 2025, and September 30, 2024 have not been annualised.
- 9) During the half year ended September 30, 2025, the Company, pursuant to the approval by the Board of Directors and shareholders, has made private placement offer and issued 22,14,277 equity shares with the face value of ₹ 10 each at a premium of ₹ 1,390 per share.
- 10) Information as required by Regulation 52(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosures requirements) Regulations, 2015 as amended is attached as Annexure 1.
- 11) During the year ended March 31, 2023, the Company had allotted 3,63,63,636 Compulsorily Convertible Preference Shares (CCPS) (comprising of 1,70,36,363 Class A CCPS and 1,93,27,273 Class B CCPS) of face value of ₹ 550 each aggregating to ₹ 2,000 crore. As per Section 43 of the Companies Act, 2013, the preference shares are classified as part of Share Capital. However, as per Ind AS 32 'Financial Instruments: Presentation' and terms and conditions of such preference shares, they are required to be classified as a financial liability.
  - In accordance with Ind AS 32 'Financial Instruments: Presentation', the Company had classified these CCPS as a financial liability and presented it in accordance with Schedule III division III of the Companies Act, 2013 (disclosed under the head of Subordinated liabilities). These CCPS are subsequently measured at fair value through profit or loss as per Ind-AS 109 requirements.
  - If these CCPS were classified in accordance with section 43 of the Companies Act, 2013 i.e., as equity, profit after tax for the half year ended September 30, 2025 would be higher by  $\stackrel{\checkmark}{_{\sim}}$  263.86 crore and total equity would be higher by  $\stackrel{\checkmark}{_{\sim}}$  3,088.22 crore and subordinated liabilities would be lower by  $\stackrel{\checkmark}{_{\sim}}$  3,088.22 crore as at September 30, 2025.
- 12) The Board of Directors of the Company and its Shareholders have approved a resolution towards listing of equity shares through an Initial Public Offer ("IPO") and accordingly have filed the Draft Red Herring Prospectus dated July 31, 2024 with the Securities and Exchange Board of India ("SEBI").
- 13) The Company is engaged primarily in the business of financing, and accordingly, there are no separate reportable segments as per Ind AS 108 dealing with Operating Segment. The Company operates in a single geographical segment i.e. domestic.
- 14) The secured non-convertible debentures issued by the Company are fully secured by pari-passu charge by way of hypothecation of loan receivables of the Company, to the extent as stated in the respective information / placement memorandum. Further, the Company has maintained asset cover as stated in the information/ placement memorandum which is sufficient to discharge the principal amount and interest accrued but not due at all times for the secured non-convertible debt securities issued.
- 15) Pursuant to SEBI Circular No. SEBI/HO/DDHS/P/CIR/2021/613 dated August 10, 2021, as amended, the Company has listed Commercial Papers on National Stock Exchange (NSE).
- 16) Previous period/ year figures have been regrouped/ reclassified, wherever found necessary, to conform to current period/ year classification.

For and on behalf of the Board of Directors of **Hero FinCorp Limited** 

ABHIMA Digitally
NYU signed by
ABHIMANY
MUNJAL U MUNJAL

**Abhimanyu Munjal** Managing Director & CEO (DIN No. : 02822641)

Place: Bangkok, Thailand Date: October 31, 2025

# Hero FinCorp Limited Statement of Unaudited Standalone Financial Results for the quarter and half year ended September 30, 2025

Annexure 1 Disclosures in compliance with Regulations 52(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended for the quarter and half year ended September 30, 2025

|     |   |                       | Quarter ended    |                       | Half year             | r ended               | Year ended        |
|-----|---|-----------------------|------------------|-----------------------|-----------------------|-----------------------|-------------------|
|     | Particulars   | September 30,<br>2025 | June 30,<br>2025 | September 30,<br>2024 | September 30,<br>2025 | September 30,<br>2024 | March 31,<br>2025 |
|     |   | (Unaudited)           | (Unaudited)      | (Unaudited)           | (Unaudited)           | (Unaudited)           | (Audited)         |
| a)  | Debt equity ratio (no. of times)                          | 7.67                  | 7.79             | 7.81                  | 7.67                  | 7.81                  | 8.27              |
| b)  | Debt service coverage ratio                               | N.A.                  | N.A.             |                       | N.A.                  |                       | N.A.              |
| c)  | Interest service coverage ratio                           | N.A.                  | N.A.             |                       | N.A.                  |                       | N.A.              |
| (d) | Outstanding redeemable preference shares (nos.)           | IN.A.                 | N.A.             | IV.A.                 | и.л.                  | II.A.                 | IV.A.             |
| · ' | Outstanding redeemable preference shares (nos.)           | -                     | -                | -                     | -                     | -                     | -<br>-            |
| e)  | Capital redemption reserve / debenture redemption reserve | -                     | -                | -                     | -                     | -                     | -                 |
| f)  | Net worth (₹ in Crore)                                    | 5,846.63              | 5,931.66         | 5,714.76              | 5,846.63              | 5,714.76              | 5,712.40          |
| g)  | Current ratio   | 3,640.03<br>N.A.      | 3,931.00<br>N.A. |                       | 3,840.03<br>N.A.      | ,                     | 5,712.40<br>N.A.  |
| h)  |   | N.A.<br>N.A.          | N.A.             |                       | N.A.<br>N.A.          |                       | N.A.<br>N.A.      |
| i)  | Long term debt to working capital                         |                       |                  |                       |                       |                       |                   |
| j)  | Current liability ratio                                   | N.A.                  | N.A.             |                       | N.A.                  |                       | N.A.              |
| k)  | Total debts to total assets (%)                           | 86.49                 | 86.48            |                       | 86.49                 |                       | 87.26             |
| l)  | Debtors turnover  | N.A.                  | N.A.             |                       | N.A.                  |                       | N.A.              |
| m)  | Inventory turnover  | N.A.                  | N.A.             |                       | N.A.                  |                       | N.A.              |
| n)  | Operating margin (%)                                      | N.A.                  | N.A.             |                       | N.A.                  |                       | N.A.              |
| 0)  | Net profit margin (%)                                     | (5.27)                | (2.13)           |                       | (3.63)                |                       | 0.63              |
| p)  | Bad debts to account receivable ratio                     | N.A.                  | N.A.             |                       | N.A.                  |                       | N.A.              |
| q)  | Gross non performing assets (%)                           | 5.41                  | 5.65             | 4.63                  | 5.41                  | 4.63                  | 5.45              |
| r)  | Net non performing assets (%)                             | 2.41                  | 2.50             | 2.22                  | 2.41                  | 2.22                  | 2.43              |
| s)  | Provision coverage ratio (%)                              | 56.83                 | 57.17            | 53.27                 | 56.83                 | 53.27                 | 56.88             |
| t)  | Capital to risk weighted assets ratio (%)                 | 17.41                 | 17.67            | 16.67                 | 17.41                 | 16.67                 | 16.88             |
| u)  | Liquidity Coverage Ratio (%)                              | 145.73                | 142.46           | 105.35                | N.A.                  | N.A.                  | N.A.              |

## Annexure 1.1

If the CCPS were classified in accordance with section 43 of the Companies Act, 2013 i.e., as equity, (refer note 11 of the statement of unaudited standalone financial results for the quarter and half year ended September 30, 2025), key ratios would have been as below:

|     |                                  | Quarte        | r ended       | Half ye       | ar ended      | Year ended |
|-----|----------------------------------|---------------|---------------|---------------|---------------|------------|
|     | Particulars                      | September 30, | September 30, | September 30, | September 30, | March 31,  |
|     |                                  | 2025          | 2024          | 2025          | 2024          | 2025       |
|     |                                  |               |               |               |               |            |
| a)  | Debt equity ratio (no. of times) | 4.67          | 4.96          | 4.67          | 4.96          | 5.16       |
| b)  | Net worth (₹ in Crore)           | 8,934.85      | 8,440.63      | 8,934.85      | 8,440.63      | 8,596.76   |
| (c) | Total debts to total assets (%)  | 80.53         | 81.35         | 80.53         | 81.35         | 81.93      |
| d)  | Net profit margin (%)            | 1 54          | 4 67          | 2.26          | 5 29          | 4 26       |

Information as required pursuant to Regulation 52(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015: Formulae for computation of ratios are as follows:

(Debt securities + borrowings (other than debt securities) + subordinated debts) / (Equity share capital + Debt equity ratio (i) other equity)

Net worth

(ii) Equity share capital + other equity Total debts to total assets (%) (iii) (Debt securities + borrowings (other than debt securities) + subordinated debts) / Total assets

(iv) Net profit margin (%) Profit after tax / Total income Gross non performing assets (%) Gross stage 3 loans / Gross loans (v)

(Gross stage 3 loans - impairment loss allowance for stage 3 loans) / (Gross loans - impairment loss Net non performing assets (%) (vi)

allowance for stage 3 loans)

Impairment loss allowance for stage 3 loans / Gross stage 3 loans Provision coverage ratio (%) (vii)

Calculated as per RBI guidelines Capital to risk weighted assets ratio (%) (viii)

(ix) Liquidity Coverage Ratio (%) (LCR) Simple average of daily LCR observations, calculated during the quarter

Hero FinCorp Limited
Disclosures in compliance with Regulations 23(9) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the half year ended September 30, 2025

| <u>≅</u> 8 | Details of the party (listed<br>entity/ subsidiary) entering into<br>the transaction | d Details of the counterparty                           | nterparty  | Type of related party                             | Value of the related party transaction as approved by the audit committee |              | In case monies are<br>due to either party as<br>a result of the<br>transaction |          | In case any financial indebtedness<br>is incurred to make or give loans,<br>inter corporate deposits, advances<br>or investments | indebtedness<br>or give loans,<br>its, advances<br>ints |        | ils of the loan      | is, inter-corpora | ite deposits, a       | Details of the loans, inter-corporate deposits, advances or investments                           |
|------------|--|---|--|---|---|--------------|--|----------|--|---|--------|----------------------|-------------------|-----------------------|---|
| 2          | Name   | PAN Name  | Relationship of the counterparty with the listed entity and its subsidiary | nansaciion  | (₹ in crore)  | (₹ in crore) | Opening Cla  | Closing  | Nature of indebtedness   | Cost Tenure   | Nature | Interest<br>Rate (%) | Tenure            | Secured/<br>Unsecured | Purpose for which the funds<br>will be utilised by the ultimate<br>recipient of funds (end usage) |
| -          | Hero Fincorp Limited   | Hero MotoCorp Limited                                   | Promoter   | Dividend income                                   | 0.05  | 0.01         | 0.57   |          |  |   |        |                      |                   |                       |   |
|            |  |   |  | Dividend paid on CCPS                             | As per agreement  | 21.00        |  |          |  |   |        |                      |                   |                       |   |
| 7          | Hero Fincorp Limited   | Brijmohan Lal Om Parkash<br>(Partnership Firm)          | Promoter   | Dividend paid on CCPS                             | As per agreement  | 2.40         |  |          |  |   |        |                      |                   |                       |   |
| 3          | 3 Hero Fincorp Limited   | Pawan Munjal Family Trust                               | Entity belonging to<br>Promoter & Promoter<br>Group                        | Dividend paid on CCPS                             | As per agreement  | 3.00         |  |          |  |   |        |                      |                   |                       |   |
| 4          | 4 Hero Fincorp Limited   | RK Munjal and Sons Trust                                | Entity belonging to<br>Promoter & Promoter<br>Group                        | Dividend paid on CCPS                             | As per agreement  | 3.00         | 1  |          |  |   |        |                      |                   |                       |   |
|            |  |   |  |   |   |              |  |          |  |   |        |                      |                   |                       |   |
| S.         | 5 Hero Fincorp Limited   | Survam Trust  | Entity belonging to<br>Promoter & Promoter<br>Group                        | Dividend paid on CCPS                             | As per agreement  | 09:0         |  |          |  |   |        |                      |                   |                       |   |
|            |  |   |  |   |   |              |  |          |  | <b> </b>  |        |                      |                   |                       |   |
| 9          | Hero Fincorp Limited   | Hero Housing Finance Limited                            | Subsidiary   | Support services income                           | 3.42  | 1.43         | 1  | 88.0     |  | +   |        |                      |                   |                       |   |
|            |  |   |  | Rental income Rental security deposit recoverable | 0.04  | 0.07         |  |          |  |   |        |                      |                   |                       |   |
|            |  |   |  |   |   |              |  |          |  |   |        |                      |                   |                       |   |
| 7          | 7 Hero Fincorp Limited   | Cosmic Kitchen Private Limited                          | Entity controlled by<br>Director's relative                                | Staff welfare expenses                            | 2.70  | 1.05         | (0.16)   | (0.18)   |  |   |        |                      |                   |                       |   |
| ∞          | Hero Fincorp Limited   | Paisabazaar Marketing and<br>Consulting Private Limited | Entity in which<br>Director is interested                                  | Business sourcing fees & Collection expenses      |   | 52.77        | (15.59)  | (9.97)   |  |   |        |                      |                   |                       |   |
|            |  |   |  | Invocation of Default Loss<br>Guarantee           | 120.00  | 8.03         |  | <u> </u> |  |   |        |                      |                   |                       |   |
|            |  |   |  | DSA Commission                                    |   | 90.0         |  | H        |  |   |        |                      |                   |                       |   |
|            |  |   |  |   |   |              |  | +        |  | +   |        |                      |                   |                       |   |
| 6          | 9 Hero Fincorp Limited   | Hamari Asha Foundation                                  | Entity in which<br>Director is interested                                  | Staff welfare expenses                            | 0.63  | 0.01         | ı  | 60:0     |  |   |        |                      |                   |                       |   |
|            |  |   |  | Advance against expenses                          |   | 0.09         |  |          |  |   |        |                      |                   |                       |   |
| 10         | 10 Hero Eincom Limited   | Herov Drivate Limited                                   | Fatity is which  | Employee traning expenses                         | 1   |              | (0.03)   | (0.03)   |  |   |        |                      |                   |                       |   |
|            | Total Total  | TICLOS I IIVARC PIIIIICA                                | Director is interested   | rampioyee naming expenses                         |   | '            | (co.v)   | (co.o)   |  | +   |        |                      |                   |                       |   |
| =          | 11 Hero Fincorp Limited  | Dr. Pawan Munjal  | Non-Executive  | Sitting fees                                      | 0.15  | 0.05         | ,  | (0.01)   |  | _   |        |                      |                   |                       |   |
|            |  |   | Director/ KMP  |   |   |              |  | _        |  |   |        |                      |                   |                       |   |

Hero FinCorp Limited
Disclosures in compliance with Regulations 23(9) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the half year ended September 30, 2025

| Details of the party (listed entity/ subsidiary) entering into the transaction | oarty (listed ) entering into | Details of the counterparry | nerparty   | Type of related party     | Value of the related party transaction as approved by the audit committee | Value of transaction d during the reporting period | In case monies are<br>due to either party as<br>a result of the<br>transaction |           | In case any financial indebtedness<br>is incurred to make or give loans,<br>inter corporate deposits, advances<br>or investments | l indebtec<br>or give le<br>osits, adva | lness<br>ans,<br>nces | Details of | the loans, inte | r-corporate dep | posits, adv               | Details of the loans, inter-corporate deposits, advances or investments                           |
|--|-------------------------------|-----------------------------|--|---------------------------|---|--|--|-----------|--|---|-----------------------|------------|-----------------|-----------------|---------------------------|---|
| No.<br>Name  | PAN                           | Name                        | Relationship of the counterparty with the listed entity and its subsidiary | transaction               | (₹ in crore)  | <u> </u>   | Opening C<br>balance b   | Closing   | Nature of<br>indebtedness  | Cost Te                                 | Tenure                | Nature Rat | Interest Te     | Sec Uns         | Secured/ w<br>Unsecured r | Purpose for which the funds<br>will be utilised by the ultimate<br>recipient of funds (end usage) |
|  |                               |                             |  |                           |   |  |  |           |  | 1                                       | 1                     |            |                 |                 |                           |   |
| 12 Hero Fincorp Limited  | nited                         | Pradeep Dinodia             | Independent Director/<br>KMP   | Sitting fees              | 0.20  | 0.12   | 1  |           |  |   |                       |            |                 |                 |                           |   |
|  |                               |                             |  | Commission                | 1.25  | 06.0   |  | +         |  | $\parallel$                             | $\parallel$           |            |                 |                 |                           |   |
| 13 Hero Fincorp Limited  | nited                         | Amar Raj Singh Bindra       | Independent Director/  | Sitting fees              | 0.20  | 80.0   |  |           |  |   |                       |            |                 |                 |                           |   |
|  |                               |                             |  | Commission                | 1.00  | 0.72   |  |           |  |   | $\parallel$           |            |                 |                 |                           |   |
| 14 Hero Fincorp Limited  | ited                          | Anuranjita Kumar            | Independent Director/ XMP  | Sitting fees              | 0.10  | 0.05   |  | (0.01)    |  |   |                       |            |                 |                 |                           |   |
|  |                               |                             | _  | Commission                | 0.50  | 0.50   |  | +         |  | $\parallel$                             | H                     |            |                 |                 |                           |   |
| 15 Hero Fincorp Limited  | nited                         | Paramdeep Singh             | Independent Director/  | Sitting fees              | 0.25  | 0.11   | 1  | (0.06)    |  |   |                       |            |                 |                 |                           |   |
|  |                               |                             |  | Commission                | 1.20  | 0.78   |  | +         |  | H                                       | H                     |            |                 |                 | $\parallel$               |   |
| 16 Hero Fincorp Limited  | nited                         | Kaushik Dutta               | Independent Director/  | Sitting fees              | 0.20  | 0.07   |  | -         |  |   | -                     |            |                 |                 |                           |   |
|  |                               |                             | -  | Commission                | 99.0  | 0.56   |  | +         |  | $\parallel$                             | H                     |            |                 |                 |                           |   |
| 17 Hero Fincorp Limited  | nited                         | Aparna Popat Ved            | Independent Director/ SKMP   | Sitting fees              | 0.10  | 0.03   |  |           |  |   |                       |            |                 |                 |                           |   |
|  |                               |                             |  | Commission                | 0.35  | 0.38   | +  |           |  |   |                       |            |                 |                 |                           |   |
| 18 Hero Fincorp Limited  | nited                         | Renu Munjal                 | Whole Time Director/ KMP   | Remuneration              | 18.00   | 5.20   |  | 1.        |  |   |                       |            |                 |                 |                           |   |
| 19 Hero Fincorp Limited  | nited                         | Abhimanyu Munjal            | Managing Director & CEO/ KMP   | Remuneration              | 45.00   | 16.85  |  |           |  | +                                       | +                     |            |                 |                 |                           |   |
| 20 Hero Fincorp Limited  | nited                         | Sajin Mangalathu            | Chief Financial<br>Officer/ KMP  | Remuneration              | 5.00  | 3.80   |  |           |  |   |                       |            |                 |                 |                           |   |
| 21 Hero Fincorp Limited  | nited                         | Shivendra Kumar Suman       | Company Secretary/ KMP   | Remuneration              | 2.00  | 1.15   |  |           |  | H                                       | H                     |            |                 |                 | $\Box$                    |   |
|  | +                             |                             |  | Reimbursement of expenses | 0.02  | 0.02   | +  | $\dagger$ |  | +                                       | +                     | +          | $\frac{1}{1}$   |                 |                           |   |
| 22 Hero Housing Finance<br>Limited   | nance                         | Nagesh Dinkar Pinge         | Independent Director/<br>KMP   | Sitting fees              | 0.30  | 0.12   | ı  |           |  |   |                       |            |                 |                 |                           |   |
|  |                               |                             |  | Commission                | 0.07  | 0.07   |  |           |  |   | $\parallel$           |            |                 |                 |                           |   |
| 23 Hero Housing Finance Limited  | lance                         | Geeta Mathur                | Independent Director/  | Sitting fees              | 0:30  | 0.12   |  |           |  |   | -                     |            |                 |                 |                           |   |
|  |                               |                             | _  | Commission                | 0.07  | 0.07   |  |           |  | $\parallel$                             | $\parallel$           |            |                 |                 |                           |   |
| 24 Hero Housing Finance<br>Limited   | nance                         | Apul Nayyar                 | Whole Time Director & CEO/KMP  | Remuneration              | 11.00   | 2.96   | 1  | (3.74)    |  |   |                       |            |                 |                 |                           |   |

Hero FinCorp Limited
Disclosures in compliance with Regulations 23(9) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the half year ended September 30, 2025

|  | e funds<br>ultimate<br>usage)  |                                    |                                     |   |   |
|--|--|------------------------------------|-------------------------------------|---|---|
| Details of the loans, inter-corporate deposits, advances or investments        | Secured/ Purpose for which the funds will be utilised by the ultimate recipient of funds (end usage) |                                    |                                     |   |   |
| ie deposits, ad  | Secured/<br>Unsecured  |                                    |                                     |   |   |
| s, inter-corpora   | Tenure   |                                    |                                     |   |   |
| ils of the loan  | Interest<br>Rate (%)   |                                    |                                     |   |   |
| Deta   | Nature   |                                    |                                     |   |   |
| ebtedness<br>ive loans,<br>advances  | Cost Tenure  |                                    |                                     |   |   |
| ry financial inde<br>ed to make or gi<br>oorate deposits,<br>or investments    |  |                                    |                                     |   |   |
| In case ar<br>is incurre<br>inter corp   | Nature of indebtedness   |                                    |                                     |   |   |
| In case monies are<br>due to either party as<br>a result of the<br>transaction | Opening Closing balance balance  | (0.43)                             | (0.01)                              |   |   |
| In case n<br>due to citl<br>a resul<br>trans                                   | Opening balance  | •                                  | -                                   |   |   |
| Value of<br>transaction<br>during the<br>reporting<br>period                   |  | 0.80                               | 0.09                                | #   | #   |
| Value of the related party transaction as approved by the audit committee      | (₹ in crore)   | 2.00                               | 0.25                                | 0.05  | 0.01                                      |
| Type of related party  | transaction  | Remuneration                       | Remuneration                        | Staff welfare expenses  | Service fees                              |
| iterparty  | Relationship of the counterparty with the listed entity and its subsidiary                           | Chief Financial<br>Officer/ KMP    | Company Secretary/ Remuneration KMP | sted  | Entity in which<br>Director is interested |
| Details of the counterparty  | Name   | Dhoop Mittal                       | Anjali Singh^                       | Cosmic Kitchen Private Limited Entity in which Director is interest | Ummeed Housing Finance<br>Private Limited |
| isted<br>ing into  | PAN  |                                    | ,                                   |   |   |
| Details of the party (listed entity/ subsidiary) entering into the transaction | Name   | 25 Hero Housing Finance<br>Limited | 26 Hero Housing Finance<br>Limited  | 27 Hero Housing Finance<br>Limited                                  | 28 Hero Housing Finance Limited           |
| Si. S  | i<br>Š   | 25 I                               | 26 F                                | 27 I  | 28 I                                      |

# denotes amount less than ₹ 1 lakh ^ appointment as Company Secretary w.e.f., April 26, 2025.

1 Transaction values are excluding taxes and duties.
2 Amount in bracket denotes credit balance.
3 The value of transactions approved, in case of omnibus approval granted by the Audit Committee, are for the Financial year 2025-26.
4 Related parties have been identified based on representations made by key managerial personnel and information available with the company.
5 Remuneration to Key Managerial Personnel does not include gratuity and compensated absences as these are provided based on the Company as a whole.

# M M NISSIM & CO LLP CHARTERED ACCOUNTANTS

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E-Mail: <a href="mailto:capital@mmnissim.com">capital@mmnissim.com</a>

LLPIN: AAT-7548

To, VISTRA ITCL (India) Limited The IL&FS Financial center, Plot No. C-22, G Block 6<sup>th</sup>, 7<sup>th</sup> Floor Bandra Kurla Complex Bandra (East), Mumbai-400 051

The Board of Directors Hero FinCorp Limited 34, Community Center Basant Lok, Vasant Vihar Delhi 110057

Independent Statutory Auditor's Certificate with respect to maintenance of security cover pursuant to Regulation 54 read with Regulation 56(1)(d) of the Securities and Exchange Board of India (listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) as at September 30, 2025.

- 1. This certificate is being issued at the request of Hero FinCorp Limited (the "Company"). The Company has requested to certify the accompanying Statement showing 'Security Cover' for the listed non-convertible debt securities as at September 30, 2025 (the "Statement") pursuant to the requirements of the Regulation 54 read with Regulation 56(1)(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, (the "SEBI Regulations"). Accordingly, the Company has prepared the details of security cover available for debt securities in accordance with the financial statements as at September 30, 2025 and other relevant records/documents maintained by the Company as per attached Annexure I. We have stamped the same for identification purposes.
- 2. We understand that this certificate is required by the Company for the purpose of submission with National Stock Exchange of India Limited and VISTRA ITCL (India) Limited ("Debt Security Trustee") with respect to maintenance of security cover in respect of listed non-convertible debt securities of the Company as per Regulation 54 of Securities and Exchange Board of India (Listing Obligation & Disclosure Requirements) Regulation, 2015 ("Regulations") in the format notified by SEBI vide circular no. SEBI/HO/DDHS-PoD-1/P/CIR/2025/117 dated August 13, 2025.

# Management's Responsibility

- 3. The preparation of the Statement and standalone financial statement for the period ended September 30, 2025 is the responsibility of the Management of the Company including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation, and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.
- 4. The Management of the Company is also responsible for ensuring that the Company complies with the requirements of the regulations and the Debenture Trust Deed ('DTD') for all listed NCDs issued and for providing all relevant information to the Debenture Trustee, including

amongst others, maintaining Asset Coverage Ratio and for preparation and maintenance of covenants list and compliance with such covenants on a continuous basis as per the debenture trust deed and all the relevant requirements of the SEBI circular, SEBI Regulations, Companies Act, 2013 and other applicable laws and regulations, as applicable.

# **Auditor's Responsibility**

- 5. Pursuant to the request from management and as required by the Company's Debenture Trustee, it is our responsibility to examine the books and other records of the Company as on September 30, 2025, and provide limited assurance on whether the Company has maintained the required asset cover and complied with the covenants (as set out in the Statement) as per the requirements of DTDs for all outstanding listed NCDs and nothing has come to our attention that causes us to believe that the Statement and calculation thereof is not arithmetically accurate.
- 6. Pursuant to requirement of the SEBI Regulations, it is our responsibility to provide limited assurance with respect to security cover maintained by the Company with respect of listed non-convertible debt securities outstanding as on September 30, 2025 as per the debt securities trust deeds.
- 7. We M/s M M Nissim & Co LLP jointly with M/s Deloitte Haskins & Sells LLP, Chartered Accountants, have audited the financial statements prepared by the Company pursuant to the requirements of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and issued an unmodified opinion dated October 31, 2025.
- 8. We have conducted our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.
- 9. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements issued by the ICAI.
- 10. A limited assurance engagement includes performing procedures to obtain sufficient appropriate evidence on the applicable criteria, mentioned above. The procedures performed vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed. Accordingly, we have performed the following procedures in relation to the Statement:
  - a. Obtain the list of listed debt securities outstanding as at September 30, 2025.

- b. Obtained and read the Debenture Trust Deed and the Information Memorandum in respect of all the Debt securities and noted the asset cover percentage required to be maintained by the Company in respect of such Debt securities, as indicated in Annexure I of the Statement.
- c. Traced and agreed the book value of the Debt securities outstanding as at September 30, 2025 to the audited financial statement and books of account maintained by the Company as at September 30, 2025;
- d. For the period ended September 30, 2025, we have verified Company's compliance with the debt covenants mentioned in Information Memorandums;
- e. Traced the value of assets indicated in Annexure I of the Statement to the audited financial statements of the Company and books of account maintained by the Company as at September 30, 2025.
- f. Obtained the list of security cover maintained by the Company. Traced the value of charge created against assets to the security cover.
- g. Examined and verified the arithmetical accuracy of the computation of asset cover indicated in Annexure I of the Statement.
- h. Performed necessary inquiries with the Management and obtained necessary representations.

# Conclusion

- 11. Based on the procedures performed by us, as referred to in paragraph 10 above and according to the information and explanations received and Management representations obtained, nothing has come to our attention that causes us to believe that the following information is not in agreement, in all material respects, with the audited standalone financial statements of the Company, underlying books of account and other relevant records and documents maintained by the Company for the period ended September 30, 2025.
- As mentioned in Annexure I, regarding maintenance of hundred percent security cover or higher security cover as stated in Debt securities trust deed in respect of listed secured Debt securities of the Company outstanding as at September 30, 2025,
- b. The Company complies with the covenants as per Debenture Trust Deed, offer Document/Information Memorandum as at September 30, 2025.

# Restriction on Use

- 12. Our work was performed solely to assist the Company in meeting its responsibilities in relation to the compliance with the requirements of the SEBI Regulations. Our obligations in respect of this report are entirely separate from, and our responsibility and liability is in no way changed by any other role we may have (or may have had) as statutory auditors of the Company or otherwise. Nothing in this report nor anything said or done in the course of or in connection with the services that are the subject of this report, will extend any duty of care we may have in our capacity as statutory auditors of the Company.
- 13. This certificate is being issued to the Company pursuant to the requirements of Regulation 54 read with Regulation 56(1)(d) of the Securities and Exchange Board of India (listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended). Our certificate should not be used for any other purpose or by any person other than the addressees of this certificate. Accordingly, we do not accept or assume any liability or duty of care to any other person to whom this certificate is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

For M M Nissim & Co LLP Chartered Accountants FRN: 107122W / W100672

NAVIN KUMAR KUMAR JAIN 2

Digitally signed by NAVIN KUMAR JAIN Date: 2025.10.31 20:17:43 +05'30'

Navin Kumar Jain Partner M. No. 090847

Certificate No: MMN/DL/C/25-26/Oct/016

ICAI UDIN: 25090847BMIJNA6007

Place: Gurugram Date: October 31, 2025

Annexure - I

| Rs in Crs<br>Column O |   | Total Value(=K+L+M+<br>N)   |                                |               |        | ı                                   | i                               |                        | 1        | •                    |   | 1            | 47,086.42                        |             | 1                     | 1                            |   |          | 47,086.42 |            |   |
|-----------------------|---|---|--------------------------------|---------------|--------|-------------------------------------|---------------------------------|------------------------|----------|----------------------|---|--------------|----------------------------------|-------------|-----------------------|------------------------------|---|----------|-----------|------------|---|
| Rs Column N           | rtificate   | Carrying value/book value<br>for part passes charge<br>assets where market<br>value is not ascertainable<br>or applicable<br>(For Eg. Bank<br>Balance. DSRA<br>market value is not<br>applicable) | Relating to Column F           |               |        |                                     |                                 |                        |          |                      |   |              | 47,086.42                        |             |                       |                              |   |          | 47,086.42 |            |   |
| Column M              | overed by this ce                                       | Market Value for Pari passu charge Assets"  | Relatin                        |               |        |                                     |                                 |                        |          |                      |   |              |                                  |             |                       |                              |   |          |           |            |   |
| Column L              | Related to only those items covered by this certificate | carrying /book value for exclusive charge assets not assertanable or ascratinable or applicable For Eg. Bank Balance. DSRA applicable)  |                                |               |        |                                     |                                 |                        |          |                      |   |              | 1                                |             |                       |                              |   |          | 1         |            |   |
| Column K              | Rei   | Market Value for<br>Assets charged<br>on Exclusive<br>basis   |                                |               |        |                                     |                                 |                        |          |                      |   |              |                                  |             |                       |                              |   |          | •         |            |   |
| Column J              | (Total C to<br>H)                                       |   |                                |               |        | 135.96                              | 3.73                            | 78.51                  | 1        | 96.99                | 13.27   | 2,688.04     | 47,086.42                        |             | 35.63                 | 315.70                       | 90.09   | 1,378.38 | 51,862.66 |            | 1,977.51  |
| Column                | Eliminati on<br>(amount in<br>negative)                 | debt amount<br>considere d<br>more than<br>once (due to<br>exclusive plus<br>pari passu<br>charge)  |                                |               |        |                                     |                                 |                        |          |                      |   |              |                                  |             |                       |                              |   |          | 1         |            |   |
| Column                | Assets not offered as Security                          |   |                                |               |        | 135.96                              | 3.73                            | 78.51                  |          | 96.99                | 13.27   | 2,388.03     |                                  |             | 35.63                 | 315.70                       | 90.09   | 1,378.38 | 4,476.23  |            | ,   |
| Column                | Pari- Passu<br>Charge                                   | Other assets on which there is parithere is parithere is parithere is parithere is covered covered  | in column<br>F)                | Book<br>Value |        | ı                                   | ı                               | ı                      | •        | ı                    | ı   |              | ı                                |             | -                     | ı                            | ı   |          | 1         | •          |   |
| Column Fiv            | Pari- Passu<br>Charge                                   | by pari passu<br>debt holder<br>(includes debt<br>for which this<br>certificate is<br>issued &<br>other debt  | with pari-<br>passu<br>charge) | Book<br>Value |        |                                     |                                 |                        |          |                      |   |              | 47,086.42                        |             |                       |                              |   |          | 47,086.42 |            | 1,977.51  |
| Column                | Pa  | Debt for<br>which this<br>certifica te<br>being issued  |                                | Yes/<br>No    |        |                                     |                                 |                        |          |                      |   |              |                                  |             |                       |                              |   |          |           |            | Yes   |
| Column                | Exclusive<br>Charge                                     | Other<br>Secure d<br>Debt   |                                | Book<br>Value |        |                                     |                                 |                        |          |                      |   | 300.01       |                                  |             |                       |                              |   |          | 300.01    |            |   |
| Column                | Exclusive   | Debt for<br>which this<br>certifica te<br>being issued  |                                | Book<br>Value |        |                                     |                                 |                        |          |                      |   |              |                                  |             |                       |                              |   |          |           |            |   |
| Column B              |   | Description of asset for<br>which this certificate<br>relate  |                                |               |        |                                     |                                 |                        |          |                      |   |              | Retail SME & Corpporate<br>Loans |             |                       |                              |   |          |           |            | Secured Non-<br>Convertible Debentures<br>+ Interest accrued<br>thereon |
| Column A              | Particulars   |   |                                |               | ASSETS | Property,<br>Plant and<br>Equipment | Capital<br>Work-in-<br>Progress | Right of<br>Use Assets | Goodwill | Intangible<br>Assets | Intangible<br>Assets under<br>Developme<br>nt | Investment s | Loans                            | Inventories | Trade<br>Receivable s | Cash and Cash<br>Equivalents | Bank Balances<br>other than Cash<br>and<br>Cash Equivalents | Others   | Total     | LIABILITIE | Debt securities to which this certificate pertains                      |

|   |            |                       |            |          |                    |        |                   |                      |            |          | ı         |                        |   |   |  |
|---|------------|-----------------------|------------|----------|--------------------|--------|-------------------|----------------------|------------|----------|-----------|------------------------|---|---|--|
|   |            |                       |            |          |                    |        |                   |                      |            |          |           |                        |   |   |  |
|   |            |                       |            |          |                    |        |                   |                      |            |          | , i       |                        |   |   |  |
| 34,317.86   | 3,088.22   | 2,191.91              | 1          | 200.00   | 3,079.73           | 1      | 518.20            | 89.47                | 68.43      | 484.70   | 46,016.03 |                        |   |   |  |
|   |            |                       |            |          |                    |        |                   |                      |            |          |           |                        |   |   |  |
| 1   | 3,088.22   | 2,191.91              |            | - 200.00 | 3,079.73           |        | - 518.20          | - 89.47              | - 68.43    | - 484.70 | 9,720.66  |                        |   | 31                                      |  |
| 34,017.85   |            |                       |            |          |                    |        |                   |                      | '          |          | 35,995.36 | 39,348.33              |   | Cover 1.31                              |  |
|   |            |                       |            |          |                    |        |                   |                      |            |          | 35,9      | 39,3                   |   | Pari-Passu<br>Security Cover<br>Ratio   |  |
| 300.01 No   | No         | No                    | No         | No       | No                 | No     | No                | No                   | No         | No       | 300.01    | 300.01                 |   | 1.00                                    |  |
|   |            | not to be             | filled     | 1        |                    | 1      |                   |                      |            |          |           |                        |   | Exclusive<br>Security<br>Cover<br>Ratio |  |
| Secured Bank Borrowing + Interest accrued thereon                 |            |                       |            |          |                    |        |                   |                      |            |          |           |                        |   |   |  |
| Other debt<br>sharing pari-<br>passu charge<br>with<br>above debt | Other Debt | Subordinat<br>ed debt | Borrowings | Bank     | Debt<br>Securities | Others | Trade<br>payables | Lease<br>Liabilities | Provisions | Others   | Total     | Cover on Book<br>Value | Cover on<br>Market<br>Value <sup>ix</sup> |   |  |

This column shall include book value of assets having exclusive charge and outstanding book value of debt for which this certificate is issued.

ii This column shall include book value of assets having exclusive charge and outstanding book value of all corresponding debt other than column C.

iii This column shall include debt for which this certificate is issued having any pari passu charge - Mention Yes, else No.
iV This column shall include a) book value of assets having pari-passu charge along with debt for which this certificate is issued and c). other debt sharing pari- passu charge along with debt for which

v This column shall include book value of all other assets having pari passu charge and outstanding book value of corresponding debt.

vi This column shall include all those assets which are not charged and shall include all unsecured borrowings including subordinated debt and shall include all those assets which are not charged and shall include all unsecured borrowings including once tincluded under exclusive charge column as also under pari passu). On the assets side, there

shall not be elimination as there is no overlap.
""Assets which are considered at Market Value like Land, Building, Residential/ Commercial Real Estate to be stated at Market Value. Other assets having charge to be stated at book value/Carrying Value.
"The market value shall be calculated as per the total value of assets mentioned in Column O.

# List of Debt Securities as on September 30, 2025

| ICINI        | Private Placement/ | Secured/  | Issued Amount   |
|--------------|--------------------|-----------|-----------------|
| ISIN         | Public Issue       | Unsecured | (Rs. In crores) |
| INE957N07542 | Private Placement  | Secured   | 100.00          |
| INE957N07567 | Private Placement  | Secured   | 25.00           |
| INE957N07591 | Private Placement  | Secured   | 25.00           |
| INE957N07674 | Private Placement  | Secured   | 300.00          |
| INE957N07732 | Private Placement  | Secured   | 250.00          |
| INE957N07757 | Private Placement  | Secured   | 50.00           |
| INE957N07773 | Private Placement  | Secured   | 25.00           |
| INE957N07799 | Private Placement  | Secured   | 352.00          |
| INE957N07807 | Private Placement  | Secured   | 310.00          |
| INE957N07815 | Private Placement  | Secured   | 65.00           |
| INE957N07823 | Private Placement  | Secured   | 150.00          |
| INE957N07849 | Private Placement  | Secured   | 240.00          |
| INE957N08029 | Private Placement  | Unsecured | 100.00          |
| INE957N08037 | Private Placement  | Unsecured | 100.00          |
| INE957N08045 | Private Placement  | Unsecured | 125.00          |
| INE957N08052 | Private Placement  | Unsecured | 100.00          |
| INE957N08060 | Private Placement  | Unsecured | 25.00           |
| INE957N08078 | Private Placement  | Unsecured | 45.00           |
| INE957N08086 | Private Placement  | Unsecured | 100.00          |
| INE957N08094 | Private Placement  | Unsecured | 55.00           |
| INE957N08102 | Private Placement  | Unsecured | 100.00          |
| INE957N08110 | Private Placement  | Unsecured | 55.00           |
| INE957N08151 | Private Placement  | Unsecured | 200.00          |
| INE957N08185 | Private Placement  | Unsecured | 50.00           |
| INE957N08193 | Private Placement  | Unsecured | 250.00          |
| INE957N08128 | Private Placement  | Unsecured | 150.00          |
| INE957N08136 | Private Placement  | Unsecured | 75.00           |
| INE957N08144 | Private Placement  | Unsecured | 85.00           |
| INE957N08169 | Private Placement  | Unsecured | 55.00           |
| INE957N08177 | Private Placement  | Unsecured | 170.00          |
|              | Total              |           | 3,732.00        |

# A. Statement of utilization of issue proceeds:

| Name of<br>the<br>Issuer   | ISIN         | Mode of<br>Fund<br>Raising<br>(Public<br>issues/<br>Private<br>placement) | Type of instrum ent                       | Date<br>of<br>raisin<br>g<br>funds | Amount<br>Raised<br>(in INR<br>Crores) | Funds<br>utilize<br>d (in<br>INR<br>Crore<br>s) | Any<br>devia<br>tion<br>(Yes/<br>No) | If 8 is Yes,<br>then specify<br>the purpose<br>for which the<br>funds were<br>utilized | Remarks, if any   |
|----------------------------|--------------|---|---|------------------------------------|--|---|--------------------------------------|--|---|
| 1                          | 2            | 3   | 4   | 5                                  | 6                                      | 7   | 8                                    | 9  | 10  |
| Hero<br>FinCorp<br>Limited | INE957N07849 | Private<br>Placement  | Non-<br>Converti<br>ble<br>Debentu<br>res | 06-08-<br>2025                     | 240                                    | 240   | NO                                   | NA   | Proceeds from Issuance of NCDs have been utilized fully against the object of the Issue stated in the Prospectus/ Offer document without any deviation. |
| Hero<br>FinCorp<br>Limited | INE957N08193 | Private<br>Placement  | Non-<br>Converti<br>ble<br>Debentu<br>res | 22-08-<br>2025                     | 100                                    | 100   | NO                                   | NA   | Proceeds from Issuance of NCDs have been utilized fully against the object of the Issue stated in the Prospectus/ Offer document without any deviation. |

# B. Statement of deviation/ variation in use of Issue proceeds:

| Particulars   | Remarks  |  |  |  |  |  |  |  |
|---|--|--|--|--|--|--|--|--|
| Name of listed entity   |  |  |  |  |  |  |  |  |
| Mode of fund raising  |  |  |  |  |  |  |  |  |
| Type of instrument  |  |  |  |  |  |  |  |  |
| Date of raising funds   |  |  |  |  |  |  |  |  |
| Amount raised (In Rs. Crores)   |  |  |  |  |  |  |  |  |
| Report filed for quarter ended  | As per Annexure-1  |  |  |  |  |  |  |  |
| Is there a deviation/ variation in use of funds raised?   |  |  |  |  |  |  |  |  |
| Whether any approval is required to vary the objects of the issue stated in the prospectus/ offer document? |  |  |  |  |  |  |  |  |
| If yes, details of the approval so required?  |  |  |  |  |  |  |  |  |
| Date of approval  |  |  |  |  |  |  |  |  |
| Explanation for the deviation/ variation  |  |  |  |  |  |  |  |  |
| Comments of the audit committee after review  | N.A.   |  |  |  |  |  |  |  |
| Comments of the auditors, if any  | N.A.   |  |  |  |  |  |  |  |
| Objects for which funds have been raised and where there has bee  | n a deviation/ variation, in the following table:  |  |  |  |  |  |  |  |
| Original Object Modified Object, if any Allocation Modified allocation, if any                              | Funds Utilised Amount of deviation/ variation for the quarter according to applicable object (in Rs. crore and in %) |  |  |  |  |  |  |  |
| N.A.  |  |  |  |  |  |  |  |  |

Deviation could mean:

- Deviation in the objects or purposes for which the funds have been raised. Deviation in the amount of funds actually utilized as against what was originally disclosed.

# For and on behalf of Hero FinCorp Limited

SHIVENDR Digitally signed A KUMAR by SHIVENDRA SUMAN

Shivendra Suman

Company Secretary & Compliance Officer

Date: 31/10/2025

# Annexure - 1

|   | Particulars                | Particulars                |
|---|----------------------------|----------------------------|
| Name of listed entity   | Hero FinCorp Limited       | Hero FinCorp Limited       |
| Mode of fund raising  | Private Placement          | Private Placement          |
| Type of instrument  | Non-Convertible Debentures | Non-Convertible Debentures |
| Date of raising funds   | 06-08-2025                 | 22-08-2025                 |
| Amount raised (INR Crores)  | 240                        | 100                        |
| Report filed for quarter ended  | 30.09.2025                 | 30.09.2025                 |
| Is there a deviation/ variation in use of funds raised?   | No                         | No                         |
| Whether any approval is required to vary the objects of the issue stated in the prospectus/ offer document? | NA                         | NA                         |
| If yes, details of the approval so required?  | NA                         | NA                         |
| Date of approval  | NA                         | NA                         |
| Explanation for the deviation/ variation  | NA                         | NA                         |