



Date: 06.12.22.

To,

National Stock Exchange of India Ltd.
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex Bandra (E)
Mumbai - 400 051.

Re: Application for approval of The Amalgamation of Clix Housing Finance Limited with Clix Capital Services Private Limited in terms of SEBI Regulation 59 A (SEBI Circular No. SEBI/HO/DDHS/DDHS Div1/P/CIR/2022/000000103 dated 1st Dec. 2022.)

Dear Sir/Madam,

The Board of Directors in its meeting held on December 2nd 2022 had approved the application to be made to the National Stock Exchange of India Limited along with certain additions in terms of the SEBI circular for the Scheme of Amalgamation of Clix Housing Finance Limited with Clix Capital Services Private Limited.

This is to inform that the Company has chosen the National Stock Exchange of India Limited as Designated Stock Exchange for the above purpose, where Debt securities issued are listed with. Clix Capital Services Private Limited is a High Debt Value Company and Clix Housing is a Debt Listed Company only.

We therefore, Request your approval for the said Amalgamation of Clix Housing Finance Limited with Clix Capital Services Private Limited as per the details given below:

S.No.	Particulars	Clix Capital Services Private Limited(Transferee Company)	Clix Housing Finance Limited (Transferor Company)
1	Holding/Subsidiary Structure	Clix Housing Finance Limited is wholly owned Subsidiary of Clix Capital Services Private Limited	
2	Paid-up Capital (Rs.)	14359935430	550000000
3	Value of NCDs issued	786.30 Crores	40 Crores
4	No. of NCD Holders	545	2
5	Credit Rating	A+	AA-

Clix Capital Services Private Limited

901 B, 9th Floor, Two Horizon Center, DLF Phase V, Gurugram, Haryana 122002, India

www.clix.capital | hello@clix.capital | +91 124 3302000

CIN: U65929DL1994PTC116256, PAN: AAACC0642F, Regd. Office: Plot No. 23, 5th Floor, Aggarwal Corporate Tower, Govind Lal Sikka Marg, Rajendra Place, New Delhi- 110008



6	Any Change in the term and Conditions of NCD	No	No
---	--	----	----

Clix Housing Finance Limited (“Transferor Company”) is a wholly owned subsidiary of Clix Capital Services Private Limited. (“Transferee Company”)

At Clix Group, we are committed to comply with all directions of the SEBI/NSE in connection with the Proposed Amalgamation and the Scheme of Amalgamation doesn’t override or violate any provision of Securities Laws.

We hereby further confirm that upon occurrence of the Effective Date and with effect from the Appointed Date, the Transferor Company’s (Clix Housing) activities and operations shall stand vested in the Transferee Company (Clix Capital) without any further deed or act, together with all their properties, assets, investments, rights, benefits and interests therein, subject to existing charges thereon in favour of banks and financial institutions, as the case may be on a going concern basis and the Transferee Company shall continue the business operations of the Transferor Company post the amalgamation without being harmful and detrimental to the interest of customers, investors and other associates.

The proposed Amalgamation has already been approved by the Reserve Bank of India to Clix Capital Services Private Limited.

We believe that this Amalgamation will simplify the corporate structure and bring operational efficiencies. We believe that resultant entity, after this Amalgamation, will be stronger and more efficient and hence will be beneficial for the NCD holders and investors.

Accordingly, the application is being made for your approval for the aforesaid Amalgamation is attached here with, along with other annexures:

S.No.	Annexure	Documents
1	Annexure 1	Scheme of Amalgamation (along with requisite details as per SEBI Circular)
2	Annexure 2	Memorandum and Article of Association for both the Transferee and the Transferor company
3	Annexure 3	Board’s Consent via resolution dated 2 nd December, 2022 for both Transferor and Transferee Company
4	Annexure 4	Valuation Report from Registered Valuer along with Undertaking
5	Annexure 5	Fairness Opinion by Capital Square Advisers Private Limited on the valuation (Category 1 Merchant Banker)

Clix Capital Services Private Limited

901 B, 9th Floor, Two Horizon Center, DLF Phase V, Gurugram, Haryana 122002, India

www.clix.capital | hello@clix.capital | +91 124 3302000

CIN: U65929DL1994PTC116256, PAN: AAACC0642F, Regd. Office: Plot No. 23, 5th Floor, Aggarwal Corporate Tower, Govind Lal Sikka Marg, Rajendra Place, New Delhi- 110008



6	Annexure 6	Credit Rating Letter issued by Care for Transferee Company and by Acuite.
7	Annexure 7	Compliance Report as per prescribed format
8	Annexure 8	Report on unpaid dues/ fines/ penalties
9	Annexure 9	Report from Board of Directors
10	Annexure 10	Auditor's Certificate certifying the payment/repayment capability of the resultant entity as per prescribed format
11	Annexure 11	No Objection letter from Debenture Trustee
12	Annexure 12	No Objection letter from RBI to Clix Capital Services Private Limited
13	Annexure 13	Audited Financials for both the Companies for last three years

Thanking you,

Yours Faithfully,

Company Secretary

Clix Capital Services Private Limited

901 B, 9th Floor, Two Horizon Center, DLF Phase V, Gurugram, Haryana 122002, India

www.clix.capital | hello@clix.capital | +91 124 3302000

CIN: U65929DL1994PTC116256, PAN: AAACC0642F, Regd. Office: Plot No. 23, 5th Floor, Aggarwal Corporate Tower, Govind Lal Sikka Marg, Rajendra Place, New Delhi- 110008

Clix Internal Circulation Only