LETTER OF OFFER

ISSUE OF Commercial Paper (CP) & Non-Convertible Debentures (NCD)

Of original or initial maturity up to one year

PART I: Issuer Details

Name and Address of Issuer	GODREJ HOUSING FINANCE LIMITED , Godrej One, Pirojshanagar, Eastern Express Highway, Vikhroli (East), Mumbai, Maharashtra - 400079
Business Segment / Activity	Housing Finance Company
Chief Executive (Managing Director / President / CEO / CFO / Top Most Executive)	Mehernosh Tata
Group Affiliation (If Any)	Godrej Capital Group

PART II: Issue Details

ISIN	INE02JD14625
Proposed Date of Issue	30/07/2025
Amount (Rs. in crs)	200
Tenor and Date of Maturity	91 days and 29/10/2025
Proposed to be listed/Unlisted	Proposed to be listed
End Use of CP / NCD proposed (specific details)	For Repayment of Existing Debt and Working Capital Requirements
Market Conventions	FIMMDA Conventions

Credit Rating Details for the Proposed Issue	**Credit Rating - 1**	**Credit Rating - 2**
Credit Rating Issuer	ICRA	CRISIL
Rating	A1+	A1+
Date of Rating	21/07/2025	24/06/2025
Validity for Issuance	3 months	60 calendar days
Validity period for rating	1 year	1 year
For Amount (Rs.)	Rs. 2,000 Crores	Rs. 2,000 Crores
Conditions (If Any)	NA	NA
Long term credit rating obtained by the Issuer	CRISIL AA+/Stable	CARE AA+/Stable
Unaccepted Credit Rating	NIL	NIL

assigned to the Issuer		
Issuing and Paying Agent Details (Name and Address)	ICICI Bank Limited , ICICI BANK LTD, GODREJ IT PARK, VIKHROLI (W), MUMBAI	ICICI Bank Limited , ICICI BANK LTD, GODREJ IT PARK, VIKHROLI (W), MUMBAI

Debenture Trustee Details (Name and Address) (In case of NCD)	N.A
Credit Enhancement Details (If any)	No
Description of Instrument	N.A.
Amount (Rs. In Lacs)	Rs. N.A. Lacs
In Favor of	N.A.

Guarantor Details

Name and Address of the Guarantor		
Net Worth of the Guarantor (Rs. In Lacs)	N.A.	
Extent of The Guarantee Offered by the Guarantor for the Issue	N.A.	
Conditions under which the guarantee will be invoked	N.A.	
Trustee Details (Name and Address)	N.A.	
Whether guarantor is a group entity	No	
If yes,		
Names of Companies to which Guarantor has issued similar guarantees,		
Name	**Extent of Guarantee**	**Conditions Under Which the guarantee will be invoked**
N.A.	N.A.	N.A.

PART III
Issuer Financial Details

CP/NCD Borrowing Limit	Rs. 3,000 Crores
Date of Board Resolution	05/05/2025
1. Limit approved by Board	Rs. 3000 Crores
2. Limit as per CRA	Rs. 2000 Crores
3. Limit approved by Regulator concerned (if applicable)	Rs. 0 Crores

Details of CP/NCD and other Debt Instruments outstanding as on date of Letter of Offer CP / NCD / other Debt Instruments (Including Liabilities not redeemed on due date)

		AMOUNT		**AMOUNT**				**RATED**

ISIN	ISSUE DATE	(in Rs crs)	MATURITY DATE	O/S (in Rs crs)	IPA	CRA	RATING	AMOUNT (in Rs crs)
INE02JD14575	02/12/2024	100	02/12/2025	100	ICICI Bank Ltd.	CRISIL Rating Ltd./ICRA Ltd.	CRISIL A1+/Care A1+	2,000
INE02JD14591	14/02/2025	100	13/02/2026	100	ICICI Bank Ltd.	CRISIL Rating Ltd./ICRA Ltd.	CRISIL A1+/Care A1+	2,000
INE02JD14609	17/02/2025	100	14/02/2026	100	ICICI Bank Ltd.	CRISIL Rating Ltd./ICRA Ltd.	CRISIL A1+/Care A1+	2,000
INE02JD14617	25/07/2025	100	24/10/2025	100	ICICI Bank Ltd	CRISIL/ICRA	A1+	2,000

* Issuer's liability under the CP will continue beyond due date, in case the CP is not redeemed on due date.

C.Fund-based facilities from banks/Financial institutions, if any

Name of the bank	Nature of facility	O/S amount/Limit (in Rs crs)	Asset classification
Bank of India	Term Loan	160	Standard
Canara Bank	Term Loan	500	Standard
Central Bank of India	Term Loan	75.00	Standard
The Federal Bank Ltd.	Term Loan	29.38	Standard
HDFC Bank Ltd.	Term Loan	206.49	Standard
IDBI Bank	Term Loan	234.38	Standard
Indian Bank	Term Loan	353.33	Standard
National Housing Bank	Refinance	65.35	Standard
Punjab National Bank	Term Loan	250.00	Standard
State Bank of India	Term Loan	2,700	Standard
Union Bank of India	Term Loan	346.15	Standard
ICICI Bank Ltd.	Term Loan/WCDL	212.61	Standard

Shareholding Details of Promoters / Details of Share Pledged

A. Shareholding Details Of Promoters

Sl. No.	Name and Category Of Shareholding	Total No. of equity shares	No. of shares in demat form	Total shareholding as % of total no. of equity shares
1	Godrej Capital Limited **Category :** Domestic Company	350932160	350932160	100.00
	Mr. Adi Godrej (Nominee of			

2	Mr. Adi Godrej (Nominee of Godrej Capital Limited) **Category :** Indian Individual	1	1	0.00
3	Mr. Nadir Godrej (Nominee of Godrej Capital Limited) **Category :** Indian Individual	1	1	0.00
4	Ms. Tanya Dubash (Nominee of Godrej Capital Limited) **Category :** Indian Individual	1	1	0.00
5	Ms. Nisaba Godrej (Nominee of Godrej Capital Limited) **Category :** Indian Individual	1	1	0.00
6	Mr. Pirojsha Godrej (Nominee of Godrej Capital Limited) **Category :** Indian Individual	1	1	0.00
7	Mr. Burjis Godrej (Nominee of Godrej Capital Limited) **Category :** Indian Individual	1	1	0.00

B. Details Of Shares Pledged

Nil

Financial Summary
(Including Net worth / Equity / Investment in subsidiaries / Affiliates)

Particulars	**Current Year (FY-26) (in Rs. crs)**	**Year 1 (FY-25) (in Rs. crs)**	**Year 2 (FY-24) (in Rs. crs)**	**Year 3 (FY-23) (in Rs. crs)**
Equity	0	350.93	341.82	310.25
Net worth	0	1,003.86	900.82	675.67
Investment in Subsidiaries / Affiliates	0	0	0	0
Total debt Outstanding	0	6,595.56	4,818.70	3,767.48
Short Term	0	1,545.81	1,499.65	613.33
Other Debt	0	5,049.75	3,319.05	3,154.15
Gross Income	0	633.16	490.63	279.68
Operating Profit (PBITD)	0	533.07	418.66	216.19
Gross Profit (PBTD)	0	70.10	93.09	50.06
Net Profit (Post Tax)	0	50.92	80.12	38.02
Audit Qualification (If Any)	NIL	NIL	NIL	NIL

Note: If the issuer has not been in existence for three years, the information of the issuer for the period such information is available shall be disclosed.

Details of Statutory Auditor and Changes in the Last Three Financial Years

A. Details of Statutory Auditor

Name and Address	Date of Appointment	Remarks
D. Kothary & Co. Chartered Accountants **Address :** 102 – Ameya House, Next to Azad Nagar Metro Station, Above Standard Chartered Bank, Andheri(W), Mumbai – 400058	22/05/2023	N.A

B. Details Of Changes in the Last Three Financial Years

Name and Address	Date of Appointment / Resignation	Date of Cessation (In case of resignation)	Remarks (viz. reasons fro change etc)
M/s Kalyaniwalla & Mistry LLP Chartered Accountants **Address :** 2nd Floor, Esplanade House, 29, Hazarimal Somani Road, Fort, Mumbai - 400001	27/09/2019	22/05/2023	N.A

Details of default in repayment of CP, NCD or any other debt instrument and other financial indebtedness including corporate guarantee issued in the past five financial years including in the current financial year.

Details of any other material event / development having implications for the financials / credit quality resulting in material liability, corporate restructuring event or such other matters affecting the issue or investor's decision

(All ongoing and outstanding material litigation irrespective of age to be reported)

Material Litigation, if any :	NIL

(Regulatory strictures issued during the past five Financial Years to reported. Also, any regulatory structure which continue to be applicable is to be disclosed)

Regulatory Strictures, if any :	FY 2024:25 During the financial year under review, a penalty of Rs. 5 lakhs were levied on the Company by RBI for inspection carried out for financial year 2021-22. The Company has paid the penalty amount and taken necessary steps to ensure compliance with recommendations received from RBI. FY 2023-24 During the financial year under review, no penalty or fine was levied on the Company except fine of Rs. 11,800/- levied by National Stock Exchange of India Limited for delay in filing of compliance with respect to Regulation 60(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. The Company has paid the fine and put necessary checks and controls in place to ensure timely submission.

An Issuer which is either an NBFC or an HFC shall disclose the residual maturity profile of its assets and liabilities in the following format:

Nil

For GODREJ HOUSING FINANCE LIMITED

Mayank Goel

Head-Treasury

Authorised Signatory

Date: 29/07/2025

Original / authenticated copy of any document related to above information will be made available to the investors on request.