

April 29, 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: Outcome of Board meeting in terms of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Dear Sir/Madam,

In Continuation to our earlier intimation dated April 24, 2025 and pursuant to the provisions of Regulations 51(2), 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. April 29, 2025, have inter alia, considered and approve the following:

- Audited Financial Results (Standalone and Consolidated) of the Company for the quarter and financial year ended March 31, 2025 together with line items as specified under Regulation 52(4) of the 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 March 31, 2025 under Regulation 54 of SEBI Listing Regulations.
- Disclosure of Related Party Transactions pursuant to Regulation 23(9)/ 62K(9) of the SEBI Listing Regulations for the half year ended March 31, 2025.
- Issuance of Commercial Papers and Non-Convertible Debentures on private placement basis in one or more tranches during the financial year.

Copies of Audited Financial Results of the Company for the quarter and year ended March 31, 2025 along with the Auditors Report issued by M/s M M Nissim & Co. LLP and M/s Deloitte Haskins & Sells LLP, Joint Statutory Auditors of the Company, thereon are enclosed herewith for information and records. The Joint Statutory Auditors have issued the Audit Report with unmodified opinion on the financial results of the Company for the year ended March 31, 2025.

Further, Board of Directors of the Company has considered, take note and approved:

- Recommendation of final dividend of Rs. 1.10/- per equity share of face value of Rs. 10/- each, subject to approval of the members at the ensuing Annual General Meeting of the Company.
- Payment of dividend of Rs. 16.5/- per Compulsorily Convertible Preference Share (Class A and Class B) of face value of Rs. 550/- each.
- Take Note of Resignation of Mr. Anurag Agarwal from the position of Head – Internal Audit of the Company.
- Take Note of Resignation of Ms. Srishti Sethi from the position of Chief Risk Officer of the Company.
- Approval of General Information Document (GID) for issuance of Non-convertible Debentures.

Further in accordance with Regulation 52(8) of the listing regulations the audited financial results for the quarter and financial year ended March 31, 2025 will also be published in the newspaper.

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

The Board meeting commenced at 5:30 P.M. and concluded at 07:00 P.M.



Request you to kindly take the same on your records.

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

Shivendra Kumar Suman
Company Secretary & Compliance Officer
Membership No. – ACS18339

Encl: a/a

**INDEPENDENT AUDITOR'S REPORT ON AUDIT OF ANNUAL STANDALONE FINANCIAL RESULTS
AND REVIEW OF QUARTERLY FINANCIAL RESULTS**

**TO THE BOARD OF DIRECTORS OF
HERO FINCORP LIMITED**

Opinion and Conclusion

We have (a) audited the Standalone Financial Results for the year ended March 31, 2025 and (b) reviewed the Standalone Financial Results for the quarter ended March 31, 2025 (refer 'Other Matters' section below), which were subject to limited review by us, both included in the accompanying "Statement of Unaudited/ Audited Standalone Financial Results for the Quarter and Year Ended March 31, 2025" of **Hero Fincorp Limited** (the "Company"), (the "Statement"), being submitted by the Company pursuant to the requirements of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "LODR Regulations").

(a) Opinion on Annual Standalone Financial Results

In our opinion and to the best of our information and according to the explanations given to us, the Standalone Financial Results for the year ended March 31, 2025:

- i. are presented in accordance with the requirements of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended; and
- ii. gives a true and fair view in conformity with the recognition and measurement principles laid down in the Indian Accounting Standards and other accounting principles generally accepted in India of the net profit and other comprehensive income and other financial information of the Company for the year then ended.

(b) Conclusion on Unaudited Standalone Financial Results for the quarter ended March 31, 2025

With respect to the Standalone Financial Results for the quarter ended March 31, 2025, based on our review conducted as stated in paragraph (b) of Auditor's Responsibilities section below, nothing has come to our attention that causes us to believe that the Standalone Financial Results for the quarter ended March 31, 2025, prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards 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.

Basis for Opinion on the Audited Standalone Financial Results for the year ended March 31, 2025

We conducted our audit in accordance with the Standards on Auditing ("SA"s) specified under Section 143(10) of the Companies Act, 2013 (the "Act"). Our responsibilities under those Standards are further described in paragraph (a) of Auditor's Responsibilities section below. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (the "ICAI") together with the ethical requirements that are relevant to our audit of the Standalone Financial Results for the year ended March 31, 2025 under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion.



Management's and Board of Directors' Responsibilities for the Statement

This Statement which includes the Standalone Financial Results is the responsibility of the Company's Board of Directors and has been approved by them for the issuance. The Standalone Financial Results for the year ended March 31, 2025 has been compiled from the related audited standalone financial statements. This responsibility includes the preparation and presentation of the Standalone Financial Results for the quarter and year ended March 31, 2025 that give a true and fair view of the net profit and other comprehensive income/(loss) and other financial information in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 52 of the LODR Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Results that give a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Results, the Board of Directors is responsible for assessing the Company's ability, to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the financial reporting process of the Company.

Auditor's Responsibilities

(a) Audit of the Standalone Financial Results for the year ended March 31, 2025

Our objectives are to obtain reasonable assurance about whether the Standalone Financial Results for the year ended March 31, 2025 as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this Standalone Financial Results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Annual Standalone Financial Results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Board of Directors.
- Evaluate the appropriateness and reasonableness of disclosures made by the Board of Directors in terms of the requirements specified under Regulation 52 of the LODR Regulations.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.



- Evaluate the overall presentation, structure and content of the Annual Standalone Financial Results, including the disclosures, and whether the Annual Standalone Financial Results represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Annual Standalone Financial Results that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Annual Standalone Financial Results may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Annual Standalone Financial Results.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

(b) Review of the Standalone Financial Results for the quarter ended March 31, 2025

We conducted our review of the Standalone Financial Results for the quarter ended March 31, 2025 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 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 SAs specified under section 143(10) of the Act 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.

Other Matters

- The Statement includes the results for the Quarter ended March 31, 2025 being the balancing figure between audited figures in respect of the full financial year and the published year to date figures up to the third quarter of the current financial year which were subject to limited review by us.
- The standalone financial results of the Company for the quarter/ year ended March 31, 2024, were reviewed/ audited by predecessor auditor who expressed an unmodified conclusion/ opinion on those statements on May 03, 2024.

Our report on the Statement is not modified in respect of these matter.

For Deloitte Haskins & Sells LLP

Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

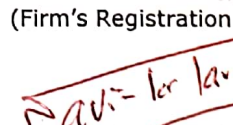
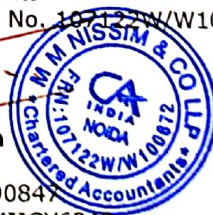


Mukesh Jain
Partner
Membership No. 108262
UDIN: 25108262BMNTGB8214
Place: New Delhi
Date: April 29, 2025



For M M Nissim & Co LLP

Chartered Accountants
(Firm's Registration No. 107122W/W100672)

Navin Kumar Jain
Partner
Membership No. 090847
UDIN: 25090847BIMJGY6342
Place: New Delhi
Date: April 29, 2025

Statement of Unaudited/Audited Standalone Financial Results for the quarter and year ended March 31, 2025

Particulars	Quarter ended			Year ended	
	March 31, 2025	December 31, 2024	March 31, 2024	March 31, 2025	March 31, 2024
	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Audited)
Income					
i Revenue from operations					
Interest income	2,007.82	2,016.94	1,889.36	7,930.28	6,977.30
Dividend income	0.01	-	0.71	0.02	0.71
Profit on sale of investments (net)	26.60	9.48	23.04	42.95	61.32
Insurance commission	41.23	52.13	46.29	185.53	113.99
Gain on derecognition of financial instruments under amortised cost category	23.69	9.13	-	82.46	-
Others charges	204.79	202.52	166.44	868.81	601.92
Total revenue from operations	2,304.14	2,290.20	2,125.84	9,110.05	7,755.24
ii Other income	12.73	16.21	2.14	42.80	49.45
iii Total income (i + ii)	2,316.87	2,306.41	2,127.98	9,152.85	7,804.69
iv Expenses					
Finance costs	876.10	886.71	773.91	3,400.75	2,795.31
Net loss on fair value changes	73.38	80.32	126.12	309.85	346.46
Impairment on financial instruments	684.64	751.27	493.43	2,865.55	1,708.14
Employee benefits expenses	159.71	149.93	155.94	604.41	579.23
Depreciation and amortization	23.63	18.78	16.38	77.32	51.87
Other expenses	440.61	431.28	349.47	1,696.60	1,398.48
Total expenses	2,258.07	2,318.29	1,915.25	8,954.48	6,879.49
v Profit/ (loss) before tax (iii - iv)	58.80	(11.88)	212.73	198.37	925.20
vi Tax expense					
Current tax	35.30	76.31	91.98	226.45	307.46
Deferred tax charge / (credit)	(0.74)	(55.76)	(8.12)	(85.92)	15.82
Total tax expense	34.56	20.55	83.86	140.53	323.28
vii Profit/ (loss) after tax (v - vi)	24.24	(32.43)	128.87	57.84	601.92
viii Other comprehensive income/ (loss)					
a) Items that will not be reclassified to profit or loss:-					
Remeasurement of gains / (losses) on defined benefit plans	(0.79)	0.04	(0.34)	5.61	(1.76)
Income tax relating to items that will not be reclassified to profit or loss	0.20	(0.01)	0.08	(1.41)	0.44
Sub-total (a)	(0.59)	0.03	(0.26)	4.20	(1.32)
b) Items that may be reclassified to profit or loss:-					
Cash flow hedge reserve	(32.76)	21.65	2.37	(39.76)	(33.61)
Income tax relating to items that may be reclassified to profit or loss	8.25	(5.45)	(0.60)	10.01	8.46
Sub-total (b)	(24.51)	16.20	1.77	(29.75)	(25.15)
ix Other comprehensive income/ (loss) for the period/year, net of tax (a+b)	(25.10)	16.23	1.51	(25.55)	(26.47)
x Total comprehensive income/ (loss) for the period/year, net of tax (vii + ix)	(0.86)	(16.20)	130.38	32.29	575.45
xi Earnings per equity share (refer note 10):					
(a) Basic (in ₹)	1.90	(2.55)	10.12	4.54	47.28
(b) Diluted (in ₹)	1.90	(2.55)	10.10	4.53	47.19
Face value per share (in ₹)	10.00	10.00	10.00	10.00	10.00



Hero FinCorp Limited
Statement of Unaudited/Audited Standalone Financial Results for the quarter and year ended March 31, 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 March 31, 2025:

₹ in Crore

Particulars	As at March 31, 2025 (Audited)	As at March 31, 2024 (Audited)
A. Assets		
1 Financial Assets		
(a) Cash and cash equivalents	1,963.49	28.34
(b) Bank balance other than cash and cash equivalents	52.01	43.94
(c) Derivative financial instruments	114.64	133.67
(d) Trade receivables	27.40	10.07
(e) Loans	47,731.26	44,929.90
(f) Investments	2,933.62	2,432.89
(g) Other financial assets	259.20	133.68
2 Non-Financial Assets		
(a) Current tax assets (net)	161.43	153.62
(b) Deferred tax assets (net)	463.53	369.02
(c) Property, plant and equipment	148.77	153.41
(d) Capital work in progress	1.55	-
(e) Right-of-use assets	90.20	101.31
(f) Intangible assets under development	15.53	-
(g) Other intangible assets	52.06	9.24
(h) Other non-financial assets	108.53	66.18
Total Assets	54,123.22	48,565.27
B. Liabilities and Equity		
Liabilities		
1 Financial Liabilities		
(a) Trade payables:		
(i) Total outstanding dues of micro enterprises and small enterprises; and	3.58	0.21
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	507.72	409.96
(b) Debt securities	6,286.92	6,295.31
(c) Borrowings (other than debt securities)	36,018.40	31,854.86
(d) Subordinated liabilities	4,920.71	3,549.22
(e) Lease liabilities	100.60	109.85
(f) Other financial liabilities	420.69	399.08
2 Non-Financial Liabilities		
(a) Current tax liabilities (net)	10.05	40.85
(b) Provisions	65.82	61.38
(c) Other non-financial liabilities	76.33	69.00
Total Liabilities	48,410.82	42,789.72
3 Equity		
(a) Equity share capital	127.41	127.31
(b) Other equity	5,584.99	5,648.24
Total Equity	5,712.40	5,775.55
Total Liabilities and Equity	54,123.22	48,565.27



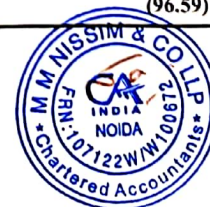
Hero FinCorp Limited
Statement of Unaudited/Audited Standalone Financial Results for the quarter and year ended March 31, 2025

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 year ended March 31, 2025:

₹ in Crore

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
A. Cash flow from operating activities		
Profit before tax	198.37	925.20
Adjustments for:		
Interest income	(7,930.28)	(6,977.30)
Interest on income tax refund	(5.36)	-
Finance costs	3,400.75	2,795.31
Depreciation and amortization	77.32	51.87
Impairment on financial instruments	2,865.56	1,708.15
Dividend income from investments	(0.02)	(0.71)
Employee share based payment expense	27.52	18.09
Net loss on sale of property, plant and equipment	1.17	0.99
Net gain on modification of lease	(3.75)	-
Gain on derecognition of financial instruments under amortised cost category	(82.46)	-
Net loss on fair value changes	309.85	346.46
Profit on sale of investments	(42.95)	(61.32)
Cash inflow from interest on loans	7,636.75	6,735.98
Cash inflow from interest on fixed deposits	12.31	8.93
Cash outflow towards finance costs	(3,472.36)	(2,509.73)
Operating profit before working capital changes	2,992.42	3,041.92
Working capital adjustments		
Increase in trade receivables	(17.33)	(8.77)
Increase in loans	(5,475.32)	(10,287.41)
Increase in bank balance other than cash and cash equivalents	(6.71)	(3.33)
(Increase)/ decrease in other financial assets	(54.36)	10.83
Increase in other non financial assets	(46.17)	(13.82)
Increase/ (decrease) in other financial liabilities	19.63	(432.46)
Increase/ (decrease) in trade payables	101.12	(65.43)
Increase in other non financial liabilities	7.32	9.34
Increase in provisions	10.04	11.30
Net cash used in operating activities before income tax	(2,469.36)	(7,737.83)
Income tax paid (net of refund)	(259.70)	(274.85)
Net cash used in operating activities (A)	(2,729.06)	(8,012.68)
B. Cash flow from investing activities		
Purchase of property, plant and equipment and capital work-in-progress	(39.10)	(121.49)
Purchase of other intangible assets and intangible assets under development	(64.86)	(4.11)
Proceeds from sale of property, plant and equipment	3.26	3.48
Dividend received	0.02	0.71
Interest received on investments	105.68	110.00
Purchase of investments	(11,394.24)	(12,678.29)
Sale of investments	10,953.63	12,593.11
Net cash used in investing activities (B)	(435.61)	(96.59)



Hero FinCorp Limited
Statement of Unaudited/Audited Standalone Financial Results for the quarter and year ended March 31, 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 year ended March 31, 2025:

₹ in Crore

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
C. Cash flow from financing activities		
Proceeds from issue of equity shares	6.33	-
Proceeds from conversion of partly paid equity shares to fully paid	#	0.02
Proceeds from issue of debt securities	8,372.00	5,136.50
Repayment of debt securities	(8,289.00)	(5,325.00)
Proceeds from issue of borrowings (other than debt securities)	22,654.34	21,892.37
Repayment of borrowings (other than debt securities)	(18,506.23)	(14,071.85)
Proceeds from issue of subordinated liabilities	1,085.00	55.00
Repayment of lease liability	(35.31)	(29.60)
Dividend paid on equity shares	(127.31)	(102.94)
Dividend paid on compulsorily convertible preference shares	(60.00)	(47.51)
Net cash generated from financing activities (C)	5,099.82	7,506.99
D. Net Increase/ (decrease) in cash and cash equivalents (A+B+C)	1,935.15	(602.28)
Cash and cash equivalents at the beginning of the year	28.34	630.62
Cash and cash equivalents at the end of the year*	1,963.49	28.34
*Components of cash and cash equivalents		
Balances with banks (current accounts)	310.19	28.34
Deposit with banks (original maturity less than three months)	1,653.30	-
	1,963.49	28.34

Below rounding off norms.



Hero FinCorp Limited
Statement of Unaudited/Audited Standalone Financial Results for the quarter and year ended March 31, 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 year ended March 31, 2025 have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on April 29, 2025. The financial results for the year ended March 31, 2025 have been subjected to audit 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 (www.nseindia.com).
- 5) 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) The board of directors has approved payment of dividend of 3% per Class A & Class B Cumulative Compulsorily Convertible Preference Shares of face value of ₹ 550 each.
- 7) The board of directors has recommended a final dividend of ₹ 1.10 per equity share of ₹ 10 each (i.e. 11%) subject to shareholders approval in the ensuing Annual General Meeting.
- 8) 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 September 30, 2024 (A)	Of (A), aggregate debt that slipped into NPA during the half year ended March 31, 2025	Of (A) amount written off during the half year ended March 31, 2025	Of (A) amount paid by the borrowers during the half year ended March 31, 2025	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at March 31, 2025#
(i) Personal Loans	3.94	0.44	0.00	1.53	2.07
(ii) Corporate persons*	108.29	6.10	-	15.31	89.92
Of which MSMEs	107.52	5.33	-	15.31	89.92
Others	0.77	0.77	-	-	-
(iii) Total (i+ii)	112.23	6.54	0.00	16.84	91.99

*As defined in Section 3(7) of the Insolvency and Bankruptcy Code, 2016

Includes accounts which are upgraded from NPA to Standard during the half year ended March 31, 2025.

- 9) 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 year ended March 31, 2025.

Particulars	During the year ended March 31, 2025
Count of loan accounts acquired	5,663
Amount of loan accounts acquired (₹ in crore)	199.99
Retention of beneficial economic interest (MRR %)	10.00%
Weighted average maturity (residual maturity in years)	5.55
Weighted average holding period (in years)	1.07
Coverage of tangible security coverage (%)	167.28%
Rating-wise distribution of rated loans	NA

- b) Details in respect of loans not in default transferred through assignment during the year ended March 31, 2025.

Particulars	During the year ended March 31, 2025
Count of loan accounts transferred	1,064
Amount of loan accounts transferred (₹ in Crore)	1,209.55
Retention of beneficial economic interest (MRR %)	14.13%
Weighted average maturity (residual maturity in years)	12.96
Weighted average holding period (in years)	1.32
Coverage of tangible security coverage (%)	171.24%
Rating-wise distribution of rated loans	NA



Hero FinCorp Limited
Statement of Unaudited/Audited Standalone Financial Results for the quarter and year ended March 31, 2025

- c) The company has not acquired or transferred any stressed loans classified as Special Mention Account (SMA) or NPA during the year ended March 31, 2025. Further the company has transferred 2,95,212 loans which were written off, having an amount outstanding of ₹ 1,874.73 crore, for a sale consideration of ₹ 49.85 crore.
- 10) Earnings per equity share for the quarters ended March 31, 2025, December 31, 2024 and March 31, 2024 have not been annualised.
- 11) During the year ended March 31, 2025, the Company has issued and allotted 1,06,085 equity shares with the face of ₹ 10 each pursuant to the exercise of options under the Employee Stock Option Scheme.
- 12) 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.
- 13) 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 year ended March 31, 2025 would be higher by ₹ 333.12 crore (March 31, 2024: ₹ 348.69 crore) and total equity would be higher by ₹ 2,884.36 crore (March 31, 2024: ₹ 2,611.24 crore) and subordinated liabilities would be lower by ₹ 2,884.36 crore as at March 31, 2025 (March 31, 2024: ₹ 2,611.24 crore).
- 14) 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").
- 15) 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.
- 16) 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.
- 17) 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).
- 18) The figures for the quarter ended March 31, 2025 and March 31, 2024 are the balancing figures between audited figures in respect of full financial year and year to date figures upto the end of the third quarter of the respective financial years. The figures upto the end of the third quarter ended December 31, 2024 were subjected to Limited Review.
- 19) 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


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

Place: New Delhi
Date: April 29, 2025



Hero FinCorp Limited
Statement of Unaudited/Audited Standalone Financial Results for the quarter and year ended March 31, 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 year ended March 31, 2025

Particulars	Quarter ended			Year ended	
	March 31, 2025	December 31, 2024	March 31, 2024	March 31, 2025	March 31, 2024
	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Audited)
a) Debt equity ratio (no. of times)	8.27	8.01	7.22	8.27	7.22
b) Debt service coverage ratio	N.A.	N.A.	N.A.	N.A.	N.A.
c) Interest service coverage ratio	N.A.	N.A.	N.A.	N.A.	N.A.
d) Outstanding redeemable preference shares (nos.)	-	-	-	-	-
e) Outstanding redeemable preference shares (values)	-	-	-	-	-
f) Capital redemption reserve / debenture redemption reserve	-	-	-	-	-
g) Net worth (₹ in Crore)	5,712.40	5,709.09	5,775.55	5,712.40	5,775.55
h) Current ratio	N.A.	N.A.	N.A.	N.A.	N.A.
i) Long term debt to working capital	N.A.	N.A.	N.A.	N.A.	N.A.
j) Current liability ratio	N.A.	N.A.	N.A.	N.A.	N.A.
k) Total debts to total assets (%)	87.26	86.82	85.86	87.26	85.86
l) Debtors turnover	N.A.	N.A.	N.A.	N.A.	N.A.
m) Inventory turnover	N.A.	N.A.	N.A.	N.A.	N.A.
n) Operating margin (%)	N.A.	N.A.	N.A.	N.A.	N.A.
o) Net profit margin (%)	1.05	(1.41)	6.06	0.63	7.71
p) Bad debts to account receivable ratio	N.A.	N.A.	N.A.	N.A.	N.A.
q) Gross non performing assets (%)	5.45	5.36	4.26	5.45	4.26
r) Net non performing assets (%)	2.43	2.49	2.07	2.43	2.07
s) Provision coverage ratio (%)	56.88	55.02	52.42	56.88	52.42
t) Capital to risk weighted assets ratio (%) (Calculated as per RBI guidelines)	16.88	16.56	16.28	16.88	16.28
u) Liquidity Coverage Ratio (%) (Calculated as per RBI guidelines)	165.37	261.98	138.16	165.37	138.16

Annexure 1.1

If the CCPS were classified in accordance with section 43 of the Companies Act, 2013 i.e., as equity, (refer note 13 of the statement of unaudited/audited standalone financial results for the quarter and year ended March 31, 2025), key ratios would have been as below:

Particulars	Quarter ended		Year ended	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
a) Debt equity ratio (no. of times)	5.16	4.66	5.16	4.66
b) Net worth (₹ in Crore)	8,596.76	8,386.79	8,596.76	8,386.79
c) Total debts to total assets (%)	81.93	80.49	81.93	80.49
d) Net profit margin (%)	3.98	11.54	4.26	12.18

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:

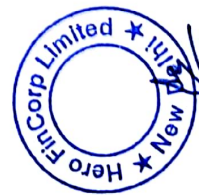
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|---------------------------------------|---|---|
| (i) Debt equity ratio | : | (Debt securities + borrowings (other than debt securities) + subordinated debts) / (Equity share capital + other equity) |
| (ii) Net worth | : | Equity share capital + other equity |
| (iii) Total debts to total assets (%) | : | (Debt securities + borrowings (other than debt securities) + subordinated debts) / Total assets |
| (iv) Net profit margin (%) | : | Profit after tax / Total income |
| (v) Gross non performing assets (%) | : | Gross stage 3 loans / Gross loans |
| (vi) Net non performing assets (%) | : | (Gross stage 3 loans - impairment loss allowance for stage 3 loans) / (Gross loans - impairment loss allowance for stage 3 loans) |
| (vii) Provision coverage ratio (%) | : | Impairment loss allowance for stage 3 loans / Gross stage 3 loans |



Sl. No.	Details of the party (listed entity/ subsidiary) entering into the transaction		Details of the counterparty		Type of related party transaction	Value of the related party transaction as approved by the audit committee (₹ in crore)	Value of transaction during the reporting period (₹ in crore)	In case monies are due to either party as a result of the transaction		In case any financial indebtedness is incurred to make or give loans, inter corporate deposits, advances or investments			Details of the loans, inter-corporate deposits, advances or investments				
	Name	PAN	Name	Relationship of the counterparty with the listed entity and its subsidiary				Opening balance	Closing balance	Nature of indebtedness	Cost	Tenure	Nature	Interest Rate (%)	Tenure	Secured/ Unsecured	Purpose for which the funds will be utilised by the ultimate recipient of funds (end usage)
1	Hero FinCorp Limited		Hero MoreCorp Limited	Promoter	Subvention income	3.72	0.48	0.08	0.57								
					Other income		3.24										
					Dividend income	0.04	0.01										
					Purchase of vehicles	0.13	0.13										
2	Hero FinCorp Limited		Hero Housing Finance Limited	Subsidiary	Support services income	3.42	1.43	1.86	-								
					Rental income	3.80	0.37										
					Other income		0.11										
3	Hero FinCorp Limited		Cosmic Kitchen Private Limited	Entity controlled by Director's relative	Staff welfare expenses	2.81	1.41	(0.16)	-								
4	Hero FinCorp Limited		Ather Energy Private Limited	Fellow Associate	Loan repayment received		53.40	53.30	-				Loans	14%	24 months	Secured	Business purpose
					Interest income		2.17										
					Commission expense		0.01										
5	Hero FinCorp Limited		Paisabazaar Marketing and Consulting Private Limited*	Entity in which Director is interested	Business sourcing fees & Collection expenses	47.75	47.75	-	15.59								
					DSA Commission	0.11	0.11										
6	Hero FinCorp Limited		BML Munjal University	Entity in which Director is interested	Employee training expenses	0.78	0.78	-	-								
7	Hero FinCorp Limited		Hamari Asha Foundation	Entity in which Director is interested	Staff welfare expenses	0.41	0.41	-	-								
8	Hero FinCorp Limited		Foodcraft India Private Limited	Entity in which Director is interested	Staff welfare expenses	0.08	0.08	-	0.01								
9	Hero FinCorp Limited		Richa Global Export Private Limited	Entity in which Director is interested	Courier expenses	0.02	0.02	-	0.02								
10	Hero FinCorp Limited		Herrox Private Limited	Entity in which Director is interested	Employee training expenses	0.09	0.09	-	0.03								
11	Hero FinCorp Limited		Dr. Pawan Munjal	Non-Executive Director/ KMP	Sitting fees	0.15	0.04	-	-								



Sl. No.	Details of the party (listed entity/ subsidiary) entering into the transaction		Details of the counterparty		Type of related party transaction	Value of the related party transaction as approved by the audit committee (₹ in crore)	Value of transaction during the reporting period (₹ in crore)	In case monies are due to either party as a result of the transaction		In case any financial indebtedness is incurred to make or give loans, inter corporate deposits, advances or investments			Details of the loans, inter-corporate deposits, advances or investments					Purpose for which the funds will be utilised by the ultimate recipient of funds (end usage)
	Name	PAN	Name	Relationship of the counterparty with the listed entity and its subsidiary				Opening balance	Closing balance	Nature of indebtedness	Cost	Tenure	Nature	Interest Rate (%)	Tenure	Secured/ Unsecured		
12	Hero Fincorp Limited		Pradeep Dinodia	Independent Director/ KMP	Sitting fees	1.30	0.12	-	-									
13	Hero Fincorp Limited		Amar Raj Singh Bindra	Independent Director/ KMP	Sitting fees	1.00	0.09	-	0.01									
14	Hero Fincorp Limited		Anurajjita Kumar	Independent Director/ KMP	Sitting fees	0.25	0.04	-	-									
15	Hero Fincorp Limited		Paramdeep Singh	Independent Director/ KMP	Sitting fees	1.00	0.10	-	0.96									
16	Hero Fincorp Limited		Kaushik Dutta*	Independent Director/ KMP	Sitting fees	1.00	0.07	-	-									
17	Hero Fincorp Limited		Aparna Popat Ved*	Independent Director/ KMP	Sitting fees	1.00	0.04	-	-									
18	Hero Fincorp Limited		Renu Munjal	Whole Time Director/ KMP	Remuneration	11.00	2.65	-	-									
19	Hero Fincorp Limited		Abhinav Munjal	Managing Director & CEO, KMP	Remuneration	30.00	4.79	-	-									
20	Hero Fincorp Limited		Sajin Mangalathu	Chief Financial Officer/ KMP	Remuneration	4.25	1.50	-	-									
21	Hero Fincorp Limited		Shivendra Kumar Suman	Company Secretary/ KMP	Remuneration	2.00	0.59	-	-									
					Reimbursement of expenses	0.03	0.03											
					Sale of data processing equipment	0.01	#											
22	Hero Housing Finance Limited		Nagesh Dinkar Pinge	Independent Director/ KMP	Sitting fees	0.28	0.12	-	-									



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 March 31, 2025

Sl. No.	Details of the party (listed entity/ subsidiary) entering into the transaction		Details of the counterparty		Type of related party transaction	Value of the related party transaction as approved by the audit committee (₹ in crore)	Value of transaction during the reporting period (₹ in crore)	In case monies are due to either party as a result of the transaction		In case any financial indebtedness is incurred to make or give loans, inter corporate deposits, advances or investments			Details of the loans, inter-corporate deposits, advances or investments				Purpose for which the funds will be utilised by the ultimate recipient of funds (end usage)
	Name	PAN	Name	Relationship of the counterparty with the listed entity and its subsidiary				Opening balance	Closing balance	Nature of indebtedness	Cost	Tenure	Nature	Interest Rate (%)	Tenure	Secured/ Unsecured	
23	Hero Housing Finance Limited		Geta Mathur	Independent Director/ KMP	Sitting fees	0.28	0.12	-	-								
24	Hero Housing Finance Limited		Apul Nayyar	Whole Time Director & CEO/ KMP	Remuneration	10.44	2.11	-	-								
25	Hero Housing Finance Limited		Dhoop Mital	Chief Financial Officer/ KMP	Remuneration	1.59	0.61	-	-								
26	Hero Housing Finance Limited		Suruchi Jassi	Company Secretary/ KMP	Remuneration	0.12	0.05	-	-								
27	Hero Housing Finance Limited		Cosmic Kitchen Private Limited	Entity in which Director is interested	Staff welfare expenses	0.30	0.03	-	-								
28	Hero Housing Finance Limited		Urmeed Housing Finance Private Limited	Entity in which Director is interested	Service fees	0.02	0.01	-	-								

denotes amount less than ₹ 1 lakh

* w.e.f June 27, 2024

^ appointed w.e.f June 27, 2024

Notes:

- 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 2024-25.
- 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.



**INDEPENDENT AUDITOR'S REPORT ON AUDIT OF ANNUAL CONSOLIDATED FINANCIAL RESULTS
AND REVIEW OF QUARTERLY FINANCIAL RESULTS**

**TO THE BOARD OF DIRECTORS OF
HERO FINCORP LIMITED**

Opinion and Conclusion

We have (a) audited the Consolidated Financial Results for the year ended March 31, 2025 and (b) reviewed the Consolidated Financial Results for the quarter ended March 31, 2025 (refer 'Other Matters' section below), which were subject to limited review by us, both included in the accompanying "Statement of Unaudited/ Audited Consolidated Financial Results for the Quarter and Year Ended March 31, 2025" of **HERO FINCORP LIMITED** (the "Holding Company") and its subsidiary (the Holding Company and its subsidiary together referred to as the "Group"), (the "Statement"), being submitted by the Holding Company pursuant to the requirements of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "LODR Regulations").

(a) Opinion on Annual Consolidated Financial Results

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of the audit reports of the other auditors on separate financial statements of the subsidiary referred to in Other Matters section below, the Consolidated Financial Results for the year ended March 31, 2025:

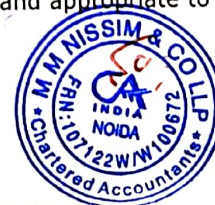
- (i) includes the financial results of the following entities:

Sr. No.	Name of the Company	Nature of relationship
1	Hero FinCorp Limited	Holding Company
2	Hero Housing Finance Limited	Subsidiary

- (ii) are presented in accordance with the requirements of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended; and
- (iii) gives a true and fair view in conformity with the recognition and measurement principles laid down in the Indian Accounting Standards and other accounting principles generally accepted in India of the consolidated net profit and consolidated other comprehensive income and other financial information of the Group for the year ended March 31, 2025.

Basis for Opinion on the Audited Consolidated Financial Results for the year ended March 31, 2025

We conducted our audit in accordance with the Standards on Auditing ("SA"s) specified under Section 143(10) of the Companies Act, 2013 (the "Act"). Our responsibilities under those Standards are further described in paragraph (a) of Auditor's Responsibilities section below. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (the "ICAI") together with the ethical requirements that are relevant to our audit of the Consolidated Financial Results for the year ended March 31, 2025 under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in Other Matters section below is sufficient and appropriate to provide a basis for our audit opinion.



Management's and Board of Directors' Responsibilities for the Statement

This Statement, which includes the Consolidated Financial Results is the responsibility of the Holding Company's Board of Directors and has been approved by them for the issuance. The Consolidated Financial Results for the year ended March 31, 2025, has been compiled from the related audited consolidated financial statements. This responsibility includes the preparation and presentation of the Consolidated Financial Results for the quarter and year ended March 31, 2025 that give a true and fair view of the consolidated net profit and consolidated other comprehensive income/(loss) and other financial information of the Group in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards, prescribed under Section 133 of the Act, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 52 of the LODR Regulations.

The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the respective financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of this Consolidated Financial Results by the Directors of the Holding Company, as aforesaid.

In preparing the Consolidated Financial Results, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate their respective entities or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibilities

(a) Audit of the Consolidated Financial Results for the year ended March 31, 2025

Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Results for the year ended March 31, 2025 as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this Consolidated Financial Results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Annual Consolidated Financial Results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Board of Directors.



- Evaluate the appropriateness and reasonableness of disclosures made by the Board of Directors in terms of the requirements specified under Regulation 52 of the LODR Regulations.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Financial Results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Annual Consolidated Financial Results, including the disclosures, and whether the Annual Consolidated Financial Results represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the Annual Standalone Financial Results of the entities within the Group to express an opinion on the Annual Consolidated Financial Results. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the Annual Consolidated Financial Results of which we are the independent auditors. For the other entities included in the Annual Consolidated Financial Results, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the Annual Consolidated Financial Results that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Annual Consolidated Financial Results may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Annual Consolidated Financial Results.

We communicate with those charged with governance of the Holding Company regarding, among other matters, the planned scope and timing of the audit and significant audit findings including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

(b) Review of the Consolidated Financial Results for the quarter ended March 31, 2025

We conducted our review of the Consolidated Financial Results for the quarter ended March 31, 2025 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 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 SAs specified under section 143(10) of the Act 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.

The Statement includes the results of the entities as listed under paragraph (a)(i) of Opinion and Conclusion section above.

Other Matters

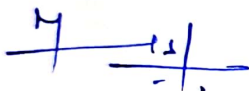
- The Statement includes the results for the quarter ended March 31, 2025 being the balancing figure between audited figures in respect of the full financial year and the published year to date figures up to the third quarter of the current financial year which were subject to limited review by us. Our report is not modified in respect of this matter.



- We did not audit the financial statements of one subsidiary included in the consolidated financial results, whose financial statements reflect total assets of Rs. 6,720.01 crores as at March 31, 2025 and total revenues of Rs. 203.81 crores and Rs. 762.58 crores for the quarter and year ended March 31, 2025 respectively, total net profit after tax of Rs. 16.56 crores and Rs. 51.10 crores for the quarter and year ended March 31, 2025 respectively and total comprehensive income of Rs. 14.87 crores and Rs. 49.66 crores for the quarter and year ended March 31, 2025 respectively and net cash flows of Rs. (69.33) crores for the year ended March 31, 2025, as considered in the Statement. These financial results have been audited, by other auditor whose reports have been furnished to us by the Management and our opinion and conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of this subsidiary, is based solely on the reports of the other auditors and the procedures performed by us as stated under Auditor's Responsibilities section above. Our report on the Statement is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.
- The consolidated financial results of the Holding Company for the quarter/ year ended March 31, 2024 were reviewed/ audited by another auditor who expressed an unmodified conclusion/ opinion on those statements on May 03, 2024. Our report on the Statement is not modified in respect of this matter.

For Deloitte Haskins & Sells LLP

Chartered Accountants
(Firm's Registration No.
117366W/W-100018)

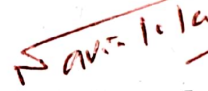


Mukesh Jain
Partner
Membership No. 108262
UDIN: 25108262BMNTGC4103
Place: New Delhi
Date: April 29, 2025

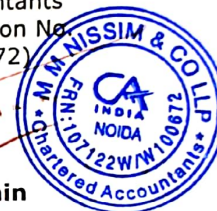


For M M Nissim & Co LLP

Chartered Accountants
(Firm's Registration No.
107122W/W100672)



Navin Kumar Jain
Partner
Membership No. 090847
UDIN: 25090847BMIJGZ4657
Place: New Delhi
Date: April 29, 2025



Statement of Unaudited/ Audited Consolidated Financial Results for the quarter and year ended March 31, 2025

₹ in Crore

Particulars	Quarter ended			Year ended	
	March 31, 2025	December 31, 2024	March 31, 2024	March 31, 2025	March 31, 2024
	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Audited)
Income					
i Revenue from operations					
Interest income	2,186.21	2,188.31	2,030.67	8,588.67	7,479.38
Dividend income	0.01	-	0.71	0.02	0.71
Profit on sale of investments (net)	28.14	8.79	23.95	44.62	64.70
Gain on derecognition of financial instruments under amortised cost category	38.23	24.40	5.07	134.82	21.28
Insurance commission	41.23	52.13	46.29	185.53	113.99
Others charges	208.38	205.32	166.58	879.07	610.84
Total revenue from operations	2,502.20	2,478.95	2,273.27	9,832.73	8,290.90
ii Other income	15.97	23.80	6.65	70.60	68.82
iii Total income (i + ii)	2,518.17	2,502.75	2,279.92	9,903.33	8,359.72
iv Expenses					
Finance costs	992.05	998.02	858.85	3,827.71	3,097.36
Net loss on fair value changes	71.61	80.33	122.88	302.80	338.52
Impairment on financial instruments	691.16	755.38	496.72	2,884.09	1,722.39
Employee benefits expenses	188.43	180.59	187.70	729.84	692.71
Depreciation and amortization	28.38	23.37	21.31	95.97	65.96
Other expenses	465.57	462.15	373.59	1,806.83	1,482.23
Total expenses	2,437.20	2,499.84	2,061.05	9,647.24	7,399.17
v Profit before tax (iii - iv)	80.97	2.91	218.87	256.09	960.55
vi Tax expense					
Current tax	35.30	76.31	91.98	226.45	307.46
Deferred tax charge / (credit)	4.86	(55.76)	(7.90)	(80.31)	16.04
Total tax expense	40.16	20.55	84.08	146.14	323.50
vii Profit/ (loss) after tax (v - vi)	40.81	(17.64)	134.79	109.95	637.05
viii Other comprehensive income/ (loss)					
a) Items that will not be reclassified to profit or loss:					
Remeasurement of gains / (losses) on defined benefit plans	(0.84)	0.12	(0.18)	6.19	(1.43)
Income tax relating to items that will not be reclassified to profit or loss	0.05	(0.01)	0.08	(1.56)	0.44
Sub-total (a)	(0.79)	0.11	(0.10)	4.63	(0.99)
b) Items that may be reclassified to profit or loss:					
Cash flow hedge reserve	(34.96)	23.59	3.28	(42.33)	(33.38)
Income tax relating to items that may be reclassified to profit or loss	8.95	(5.45)	(0.60)	10.71	8.46
Sub-total (b)	(26.01)	18.14	2.68	(31.62)	(24.92)
Other comprehensive income/ (loss) for the period/ year, net of tax (a) + (b)	(26.80)	18.25	2.58	(26.99)	(25.91)
ix Total comprehensive income/ (loss) for the period/ year, net of tax (vii + viii)	14.01	0.61	137.37	82.96	611.14
x Profit/ (loss) for the period/ year attributable to					
Owners of the Company	40.63	(17.76)	134.74	109.49	636.78
Non-controlling interests	0.18	0.12	0.05	0.46	0.27
xi Other comprehensive income/ (loss) for the period/ year, net of tax, attributable to					
Owners of the Company	(26.78)	18.22	2.58	(26.98)	(25.91)
Non-controlling interests	(0.02)	0.03	(0.00)	(0.01)	0.00
xii Total comprehensive income/ (loss) for the period/ year, net of tax, attributable to					
Owners of the Company	13.86	0.46	137.31	82.51	610.86
Non-controlling interests	0.15	0.15	0.06	0.45	0.28
xiii Earnings per equity share (refer note 8):					
(a) Basic (in ₹)	3.20	(1.39)	10.59	8.63	50.04
(b) Diluted (in ₹)	3.20	(1.39)	10.57	8.62	49.94
Face value per share (in ₹)	10.00	10.00	10.00	10.00	10.00



Hero FinCorp Limited		
Statement of Unaudited/ Audited Consolidated Financial Results for the quarter and year ended March 31, 2025		
Notes:		
1) Disclosure of consolidated statement of assets and liabilities as per Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as at March 31, 2025:		
	₹ in Crore	
Particulars	As at March 31, 2025 (Audited)	As at March 31, 2024 (Audited)
A. Assets		
1 Financial Assets		
(a) Cash and cash equivalents	1,964.60	98.78
(b) Bank balance other than cash and cash equivalents	67.40	59.07
(c) Derivative financial instruments	114.91	133.72
(d) Trade receivables	27.40	10.07
(e) Loans	53,815.30	49,880.47
(f) Investments	2,556.14	1,895.96
(g) Other financial assets	355.28	186.86
2 Non-Financial Assets		
(a) Current tax assets (net)	165.65	155.54
(b) Deferred tax assets (net)	463.53	369.02
(c) Property, plant and equipment	172.19	181.00
(d) Capital work in progress	1.55	-
(e) Right-of-use assets	112.47	118.27
(f) Intangible assets under development	18.15	0.75
(g) Other intangible assets	73.66	27.17
(h) Other non-financial assets	134.16	87.98
Total Assets	60,042.39	53,204.66
B. Liabilities and Equity		
Liabilities		
1 Financial Liabilities		
(a) Trade payables:		
(i) Total outstanding dues of micro enterprises and small enterprises; and	4.91	0.73
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	527.24	438.27
(b) Debt securities	7,174.74	6,703.72
(c) Borrowings (other than debt securities)	40,782.99	35,840.39
(d) Subordinated liabilities	4,996.91	3,625.37
(e) Lease liabilities	123.87	127.24
(f) Other financial liabilities	498.92	511.33
2 Non-Financial Liabilities		
(a) Current tax liabilities (net)	10.05	40.85
(b) Deferred tax liabilities (net)	5.05	-
(c) Provisions	75.68	69.86
(d) Other non-financial liabilities	81.27	74.87
Total Liabilities	54,281.63	47,432.63
3 Equity		
(a) Equity share capital	127.41	127.31
(b) Other equity	5,625.74	5,638.66
(c) Non-controlling interests	7.61	6.06
Total Equity	5,760.76	5,772.03
Total Liabilities and Equity	60,042.39	53,204.66



Hero FinCorp Limited
Statement of Unaudited/ Audited Consolidated Financial Results for the quarter and year ended March 31, 2025

Notes:

2) Disclosure of consolidated statement of cash flows as per Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended March 31, 2025:

	₹ in Crore	
Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
A. Cash flow from operating activities		
Profit before tax	256.09	960.55
Adjustments for:		
Interest income	(8,587.01)	(7,477.66)
Interest on income tax refund	(5.36)	-
Finance costs	3,827.73	3,097.36
Depreciation and amortization	95.97	65.96
Impairment on financial instruments	2,884.10	1,722.40
Dividend income from investments	(0.02)	(0.71)
Discount on commercial paper	-	11.15
Employee share based payment expense	27.81	19.28
Net loss on sale of property, plant and equipment	1.60	0.74
Net gain on modification of lease	(3.75)	-
Gain on derecognition of financial instruments underamortised cost category	(134.82)	(21.28)
Net loss on fair value changes	302.80	338.52
Profit on sale of investments	(44.62)	(64.70)
Cash inflow from interest on loans	8,264.10	7,218.91
Cash inflow from interest on fixed deposits	12.31	8.93
Cash outflow towards finance costs	(3,920.22)	(2,810.19)
Operating profit before working capital changes	2,976.71	3,069.26
Working capital adjustments		
Increase in trade receivables	(17.33)	(8.77)
Increase in loans	(6,606.29)	(11,580.68)
Increase in bank balance other than cash and cash equivalents	(6.98)	(18.46)
(Increase)/ decrease in other financial assets	(39.75)	18.92
Increase in other non financial assets	(50.01)	(16.54)
Decrease in other financial liabilities	(19.72)	(395.06)
Increase/ (decrease) in trade payables	93.32	(54.38)
Increase in other non financial liabilities	6.39	8.88
Increase in provisions	12.00	13.78
Net cash used in operating activities before income tax	(3,651.66)	(8,963.05)
Income tax paid (net of refund)	(262.00)	(275.78)
Net cash used in operating activities (A)	(3,913.66)	(9,238.83)
B. Cash flow from investing activities		
Purchase of property, plant and equipment and intangible assets	(43.96)	(142.65)
Purchase of other intangible assets and intangible assets under development	(76.01)	(18.00)
Proceeds from sale of property, plant and equipment	4.09	4.28
Dividend received	0.02	0.71
Interest received on investments	114.05	114.14
Purchase of investments	(12,877.44)	(14,832.31)
Sale of investments	12,286.10	14,744.04
Net cash used in investing activities (B)	(593.15)	(129.79)



Hero FinCorp Limited		
Statement of Unaudited/ Audited Consolidated Financial Results for the quarter and year ended March 31, 2025		
Notes:		
2) Disclosure of consolidated statement of cash flows as per Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended March 31, 2025:		
Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
₹ in Crore		
C. Cash flow from financing activities		
Proceeds from issue of equity shares	7.27	-
Proceeds from conversion of partly paid equity shares to fully paid	#	0.02
Proceeds from issue of equity shares of subsidiary to Non-controlling interest	-	0.61
Share issue expenses paid	-	(0.25)
Proceeds from issue of debt securities	9,572.05	5,349.00
Repayment of debt securities	(8,989.10)	(5,623.76)
Proceeds from issue of borrowings (other than debt securities)	24,671.56	23,907.37
Repayment of borrowings (other than debt securities)	(19,744.50)	(14,785.74)
Proceeds from issue of subordinated liabilities	1,085.00	55.07
Repayment of lease liability	(42.34)	(34.61)
Dividend paid on equity shares	(127.31)	(102.94)
Dividend paid on compulsorily convertible preference shares	(60.00)	(47.51)
Net cash generated from financing activities (C)	6,372.63	8,717.26
D. Net increase/ (decrease) in cash and cash equivalents (A+B+C)	1,865.82	(651.36)
Cash and cash equivalents at the beginning of the year	98.78	750.14
Cash and cash equivalents at the end of the year*	1,964.60	98.78
*Components of cash and cash equivalents		
Balances with banks (current accounts)	311.30	28.50
Deposit with banks (original maturity less than three months)	1,653.30	70.28
	1,964.60	98.78
# Below rounding off norms.		



Hero FinCorp Limited
Statement of Unaudited/ Audited Consolidated Financial Results for the quarter and year ended March 31, 2025

Notes:

- 3) The consolidated financial results include results of the following:

Name of the company	% shareholding and voting power of Hero FinCorp Limited	Consolidated as
Hero Housing Finance Limited	99.10%	Subsidiary

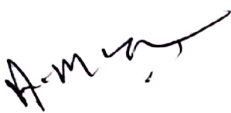
- 4) The consolidated financial results for the quarter and year ended March 31, 2025 have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on April 29, 2025. The consolidated financials results for the year ended March 31, 2025 have been subjected to audit by joint statutory auditors in compliance with Regulation 52 of the Securities 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 (www.nseindia.com).
- 5) The consolidated financial results for the year ended March 31, 2025 have been prepared in accordance with and comply in all material aspects with Indian Accounting Standards ('Ind AS') notified under Section 133 of the Companies Act, 2013 ('the Act') read with the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and other relevant provisions of the Act. The consolidated financial statements, used to prepare the consolidated financial results, are based on the notified Schedule III of the Act, as amended from time to time, for Non-Banking Financial Companies that are required to comply with Ind AS.
- 6) The secured non-convertible debentures issued by the Group are fully secured by pari-passu charge by way of hypothecation of receivables of the Group, to the extent as stated in the respective information / placement memorandum. Further, the Group 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.
- 7) Pursuant to SEBI Circular No. SEBI/HO/DDHS/P/CIR/2021/613 dated August 10, 2021, as amended, the Group has listed Commercial Papers on National Stock Exchange (NSE).
- 8) Earnings per equity share for the quarters ended March 31, 2025, December 31, 2024 and March 31, 2024 have not been annualised.
- 9) During the year ended March 31, 2025, the Holding Company has issued and allotted 1,06,085 equity shares with the face of Rs. 10 each pursuant to the exercise of options under the Employee Stock Option Scheme.
- 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 I.
- 11) During the year ended March 31, 2023, the Holding 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 crores. 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 of 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 Holding 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 year ended March 31, 2025, would be higher by ₹ 333.12 crores (March 31, 2024: ₹ 348.69 crore) and total equity would be higher by ₹ 2,884.36 crores (March 31, 2024: ₹ 2,611.24 crore) and subordinated liabilities would be lower by ₹ 2,884.36 crores as at March 31, 2025 (March 31, 2024: ₹ 2,611.24 crore).
- 12) The Board of Directors of the Holding 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 board of directors has approved payment of dividend of 3% per Class A & Class B Cumulative Compulsorily Convertible Preference Shares of face value of ₹ 550 each.
- 14) The board of directors has recommended a final dividend of ₹ 1.10 per equity share of ₹ 10 each (i.e. 11%) subject to shareholders approval in the ensuing Annual General Meeting.
- 15) The figures for the quarter ended March 31, 2025 and March 31, 2024 are the balancing figures between audited figures in respect of full financial year and year to date figures upto the end of the third quarter of the respective financial years.



Hero FinCorp Limited
Statement of Unaudited/ Audited Consolidated Financial Results for the quarter and year ended March 31, 2025

- 16) The Group 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 Group operates in a single geographical segment i.e. domestic.
- 17) 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


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

Place: New Delhi
Date: April 29, 2025



Hero FinCorp Limited

Statement of Unaudited/ Audited Consolidated Financial Results for the quarter and year ended March 31, 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 year ended March 31, 2025

Particulars	Quarter ended March 31, 2025	Year ended March 31, 2025
a) Debt equity ratio (no. of times)	9.20	9.20
b) Debt service coverage ratio	N.A.	N.A.
c) Interest service coverage ratio	N.A.	N.A.
d) Outstanding redeemable preference shares (nos.)	-	-
e) Outstanding redeemable preference shares (values)	-	-
f) Capital redemption reserve / debenture redemption reserve	-	-
g) Net worth (₹ in Crore)	5,753.15	5,753.15
h) Current ratio	N.A.	N.A.
i) Long term debt to working capital	N.A.	N.A.
j) Current liability ratio	N.A.	N.A.
k) Total debts to total assets (%)	88.20	88.20
l) Debtors turnover	N.A.	N.A.
m) Inventory turnover	N.A.	N.A.
n) Operating margin (%)	N.A.	N.A.
o) Net profit margin (%)	1.62	1.11
p) Bad debts to account receivable ratio	N.A.	N.A.
q) Gross non performing assets (%)	5.05	5.05
r) Net non performing assets (%)	2.30	2.30
s) Provision coverage ratio (%)	55.80	55.80

Annexure 1.1

Key ratios if CCPS were classified as Equity in holding company in accordance with Companies Act, 2013 (refer note 11 to the Statement of Unaudited/ Audited Consolidated Financial Results for the quarter and year ended March 31, 2025):

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
a) Debt equity ratio (no. of times)	5.80	5.20
b) Net worth (₹ in Crore)	8,637.52	8,377.20
c) Total debts to total assets (%)	83.39	81.87
d) Net profit margin (%)	4.46	11.78

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:

- | | |
|---------------------------------------|---|
| (i) Debt equity ratio | (Debt securities + borrowings (other than debt securities) + subordinated debts) / (Equity share capital + other equity) |
| (ii) Net worth | Equity share capital + other equity |
| (iii) Total debts to total assets (%) | (Debt securities + borrowings (other than debt securities) + subordinated debts) / Total assets |
| (iv) Net profit margin (%) | Profit after tax / Total income |
| (v) Gross non performing assets (%) | Gross stage 3 loans / Gross loans |
| (vi) Net non performing assets (%) | (Gross stage 3 loans - impairment loss allowance for stage 3 loans) / (Gross loans - impairment loss allowance for stage 3 loans) |
| (vii) Provision coverage ratio (%) | Impairment loss allowance for stage 3 loans / Gross stage 3 loans |



A. Statement of utilization of issue proceeds:

Name of the Issuer	ISIN	Mode of Fund Raising (Public issues/ Private placement)	Type of instrument	Date of raising funds	Amount Raised (in INR Crores)	Funds utilized (in INR Crores)	Any deviation (Yes/ No)	If 8 is Yes, then specify the purpose for which the funds were utilized	Remarks, if any
1	2	3	4	5	6	7	8	9	10
Hero FinCorp Limited	INE957N07807	Private Placement	Non-Convertible Debentures	31-12-2024	310	310	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 on January 01, 2025
Hero FinCorp Limited	INE957N07815	Private Placement	Non-Convertible Debentures	31-12-2024	65	65	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 on January 01, 2025
Hero FinCorp Limited	INE957N08185	Private Placement	Non-Convertible Debentures	31-12-2024	50	50	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 on January 01, 2025.
Hero FinCorp Limited	INE957N08177	Private Placement	Non-Convertible Debentures	12-02-2025	120	120	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	As per Annexure-1
Mode of fund raising	
Type of instrument	
Date of raising funds	
Amount raised (In Rs. Crores)	
Report filed for quarter ended	
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 been a deviation/ variation, in the following table:							
Original Object	Modified Object, if any	Original Allocation	Modified allocation, if any	Funds Utilised	Amount of deviation/ variation for the quarter according to applicable object (in Rs. crore and in %)	Remarks, if any	
N.A.							
Deviation could mean:							
a. Deviation in the objects or purposes for which the funds have been raised.							
b. Deviation in the amount of funds actually utilized as against what was originally disclosed.							
For and on behalf of Hero FinCorp Limited SHIVENDRA KUMAR SUMAN Digitally signed by SHIVENDRA KUMAR SUMAN Shivendra Kumar Suman Company Secretary & Compliance Officer Date: April 29, 2025							

Annexure - 1

	Particulars	Particulars	Particulars	Particulars
Name of listed entity	Hero FinCorp Limited	Hero FinCorp Limited	Hero FinCorp Limited	Hero FinCorp Limited
Mode of fund raising	Private Placement	Private Placement	Private Placement	Private Placement
Type of instrument	Non-Convertible Debentures	Non-Convertible Debentures	Non-Convertible Debentures	Non-Convertible Debentures
Date of raising funds	31-12-2024	31-12-2024	31-12-2024	12-02-2025
Amount raised (INR Crores)	310	65	50	120
Report filed for quarter ended	31.03.2025	31.03.2025	31.03.2025	31.03.2025
Is there a deviation/ variation in use of funds raised?	No	No	No	No
Whether any approval is required to vary the objects of the issue stated in the prospectus/ offer document?	NA	NA	NA	NA
If yes, details of the approval so required?	NA	NA	NA	NA
Date of approval	NA	NA	NA	NA
Explanation for the deviation/ variation	NA	NA	NA	NA

To,
VISTRA ITCL (India) Limited
The IL&FS Financial center,
Plot No. C-22, G Block 6th, 7th 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

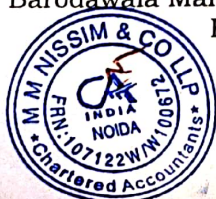
Independent Statutory Auditor's Certificate with respect to maintenance of security cover pursuant to Regulation 54 read with Regulation 56(1)(d) of the Securities and Exchange Board of India (listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) as at March 31, 2025.

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 March 31, 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 March 31, 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/MIRSD/MIRSD_CRADT/CIR/P /2022/67 dated May 19, 2022.

Management's Responsibility

3. The preparation of the Statement and standalone financial statement for the period ended March 31, 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.

H.O.: Barodawala Mansion, B-Wing, 3rd Floor, 81, Dr. Annie Besant Road, Worli, Mumbai-400018
Branches : New Delhi * Kolkata * Chennai * Bengaluru



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 is required by the Company's Debenture Trustee, it is our responsibility to examine the books and other records of the Company as on March 31, 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 March 31, 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 April 29, 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 March 31, 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 March 31, 2025 to the audited financial statement and books of account maintained by the Company as at March 31, 2025;
- d. For the period ended March 31, 2025, we have verified Company's compliance with the debt covenants mentioned in Information Memorandums; and
- 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 March 31, 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.

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 year ended March 31, 2025.
 - a. 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 March 31, 2025,



- b. The Company complies with the covenants as per Debenture Trust Deed, offer Document/Information Memorandum as at March 31, 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 Jain
Partner

M. No. 090847

Certificate No: MMN/DL/C/25-26/Apr/021

ICAI UDIN: 25090847BMIJHA4514

Place: Gurugram

Date: April 29, 2025



Annexure - I

Rs in Crs

Column A	Column B	Column C	Column D	Column E	Column F	Column G	Column H	Column I	Column J	Column K	Column L	Column M	Column N	Column O
Particulars	Description of asset for which this certificate relate	Exclusive Charge	Exclusive Charge	Part-Passu Charge	Column P Part-Passu Charge	Column Q Assets not offered as Security	Column R Elimination (amount in negative)	Column S (Total C to H)	Market Value for Assets charged on Exclusive basis	Carrying / Book value for exclusive charge assets where market value is not ascertainable (For Balance, Eg. Bank DSRs market value is not applicable)	Market Value for Part Passu charge Assets	Carrying value-book value for part passu charge assets where market value is not ascertainable (For Balance, Eg. Bank DSRs market value is not applicable)	Total Value (K+L+M+N)	
		Debt for which this certificate is being issued	Other Secured Debt	Debt for which this certificate is being issued	Assets shared by part passu debt holder (includes debt for which this certificate is issued & other debt)	with part passu charge)	in column F	Book Value						Book Value
ASSETS														
Property, Plant and Equipment						148.77		148.77						-
Capital Work-in-Progress						1.55		1.55						-
Right of Use Assets						90.20		90.20						-
Goodwill														-
Intangible Assets						52.06		52.06						-
Intangible Assets under Development						15.53		15.53						-
Investments						2,933.62		2,933.62						-
Loans	Retail SME & Corporate Loans					47,731.26		47,731.26					47,731.26	47,731.26
Inventories														-
Trade Receivables						27.40		27.40						-
Cash and Cash Equivalents						1,963.49		1,963.49						-
Bank Balances and Bank Loans other than Cash and Cash Equivalents						52.01		52.01						-
Others														
Total						47,731.26		47,731.26					47,731.26	47,731.26
LIABILITIES														
Secured Non-Convertible Debentures to which this certificate pertains				Yes		2,331.95		2,331.95						



List of Debt Securities as on March 31, 2025

ISIN	Private Placement/ Public Issue	Secured/ Unsecured	Issued Amount (Rs. In crores)
INE957N07500	Private Placement	Secured	25.00
INE957N07542	Private Placement	Secured	100.00
INE957N07567	Private Placement	Secured	25.00
INE957N07591	Private Placement	Secured	25.00
INE957N07617	Private Placement	Secured	50.00
INE957N07674	Private Placement	Secured	300.00
INE957N07682	Private Placement	Secured	400.00
INE957N07732	Private Placement	Secured	250.00
INE957N07757	Private Placement	Secured	50.00
INE957N07773	Private Placement	Secured	25.00
INE957N07781	Private Placement	Secured	225.00
INE957N07799	Private Placement	Secured	352.00
INE957N07807	Private Placement	Secured	310.00
INE957N07815	Private Placement	Secured	65.00
INE957N08011	Private Placement	Unsecured	100.00
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
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			3,892.00

