



SHRIRAM TRANSPORT FINANCE COMPANY LIMITED

A Public Limited Company Incorporated under the Companies Act, 1956 (Registered as a Non-Banking Financial Company within the meaning of the Reserve Bank of India Act, 1934 (2 of 1934)) and validly existing under the Companies Act, 2013.

Registered Office: Sri Towers, Plot No.14A, South Phase, Industrial Estate, Guindy, Chennai – 600032 **Tel No:** +91 44 2499 0356 **Fax:** +91 44 2499 3272 **Corporate Office:** Wockhardt Towers, Level - 3, West Wing, C-2, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051 **Tel No:** +91 22 4095 9595 **Fax:** +91 22 4095 9596/97
Website: www.stfc.in

Contact Person: Mr. Parag Sharma – Chief Financial Officer; **E-mail:** parag@stfc.in

Supplemental Disclosure Document to the Shelf Information Memorandum dated December 1, 2020 issued in conformity with Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 issued vide Circular No. LAD-NRO/GN/2008/13/127878 dated June 6, 2008, as amended from time to time, the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015, as amended from time to time, and Circular dated September 28, 2011 issued by SEBI on Guidelines for Issue and Listing of Structured Products/ Market Linked Debentures.

ISSUE OF UPTO 500 (FIVE HUNDRED) SENIOR, SECURED, RATED, LISTED, REDEEMABLE, TAXABLE PRINCIPAL PROTECTED MARKET LINKED (PP-MLD) NON-CONVERTIBLE DEBENTURES OF THE FACE VALUE OF RS. 10,00,000/- (RUPEES TEN LAKH ONLY) EACH, FOR CASH, AND AGGREGATING UPTO RS. 50,00,00,000/- (RUPEES FIFTY CRORES ONLY) ON PRIVATE PLACEMENT BASIS, WITH AN OPTION TO RETAIN OVERSUBSCRIPTION FOR AN ADDITIONAL AMOUNT OF RS. 75,00,00,000/- (RUPEES SEVENTY FIVE CRORES ONLY) ("TRANCHE B1 DEBENTURES") IN TERMS OF THE SHELF DISCLOSURE DOCUMENT DATED DECEMBER 1, 2020 ("SHELF DISCLOSURE DOCUMENT" OR "SHELF DD") AS AMENDED / SUPPLEMENTED TIME TO TIME, FOR PRIVATE PLACEMENT OF SECURED, SENIOR, RATED, LISTED, REDEEMABLE, TAXABLE PRINCIPAL PROTECTED MARKET LINKED NON-CONVERTIBLE DEBENTURES, AGGREGATING UPTO RS. 1,000 CRORES.

This supplemental disclosure document ("Supplemental Disclosure Document/Supplemental DD") is issued in terms of and pursuant to the Shelf Disclosure Document dated December 1, 2020. All the terms, conditions, information and stipulations contained in the Shelf Disclosure Document, unless the context states otherwise or unless specifically stated otherwise, are incorporated herein by reference as if the same were set out herein. Investors are advised to refer to the same to the extent applicable. This Supplemental Disclosure Document must be read in conjunction with the Shelf Disclosure Document and the Private Placement Offer cum Application Letter.

This Supplemental DD contains details of this Tranche B1 Debentures and any material changes in the information provided in the Shelf Disclosure Document, as set out herein. Accordingly set out below are the updated particulars / changes in the particulars set out in the Shelf Disclosure Document, which additional / updated information / particulars shall be read in conjunction with other information / particulars appearing in the Shelf Disclosure Document. All other particulars appearing in the Shelf Disclosure Document shall remain unchanged. In case of any inconsistency between the terms of this Supplemental DD and the Shelf DD and/or the terms of this Supplemental DD and/or any other Transaction Document, the terms as set out in this Supplemental DD shall prevail.

The Tranche B1 Debentures are subject to model risk i.e. the securities created based on complex mathematical models involving multiple derivative exposures which may or may not be hedged and the actual behavior of the securities selected for hedging may significantly differ from the returns predicted by the mathematical models. The principal amount is subject to the credit risk of the Issuer whereby the investors may or may not recover all or part of the funds in case of default by the Issuer.

SECTION I: DEFINITIONS

Unless the context otherwise indicates or requires, capitalised terms used in this Supplemental DD shall have the meaning as set out in table below. Capitalised terms used in this Supplemental DD and not defined shall have the meaning as has been assigned to the term in Shelf DD.

Tranche B1 Debentures	means upto 500 (Five Hundred) senior secured rated listed principal protected market linked redeemable non-convertible debentures bearing face value of Rs.10,00,000/- (Rupees Ten Lakhs each) and aggregating upto Rs. 50,00,00,000/- (Rupees Fifty Crores only), with an option to retain oversubscription of upto Rs. 75,00,00,000/- (Rupees Seventy Five Crores) being issued in terms of this Supplemental Disclosure Document.
Deemed Date of Allotment/ Allotment Date/ Date of Allotment	means the date on which the Tranche B1 Debentures issued in terms of this Supplemental DD read with the Shelf DD are deemed to be allotted to the Debenture Holders.
Maturity Date/ Redemption Date	means the scheduled date on which repayment of principal amount and all other amounts due in respect of the Tranche B1 Debentures issued in terms of this Supplemental DD read with the Shelf DD will be made.
Initial Fixing Level of Reference Index	Last traded closing value/price of the Reference Index as on the Initial Fixing Date.
Final Fixing Level of Reference Index	Last traded closing value/price of the Reference Index on the Final Fixing Date.
Underlying Performance	$(\text{Final Fixing Level of Reference Index} / \text{Initial Fixing Level of Reference Index}) * 100$
Reference Index	Means Government security: 5.79 G-Sec 2030 having ISIN: IN0020200070 and maturity on 11-05-2030. The details of which are published by FBIL on www.fbil.org.in . and in the event the same are not being published by FBIL, then in such case as published by any other regulatory authority. If the said Reference Index is discontinued or ceases to be available, then Reference Index shall be such index as may be agreed to by the Debenture Trustee (acting for and on behalf and on the instructions of the Debenture Holders).
XIRR	Means function of Microsoft Excel, a spreadsheet application distributed by the Microsoft Corporation.

SECTION II: NOTICE TO THE INVESTORS AND DISCLAIMER

Disclaimer of Distributor

It is advised that the Issuer has exercised self due-diligence to ensure complete compliance of prescribed disclosure norms in this Supplemental Disclosure Document. The role of the Distributor in the assignment is confined to marketing and placement of the Tranche B1 Debentures on the basis of this Supplemental Disclosure Document and the Shelf DD as prepared by the Issuer. The Distributor has neither scrutinized/ vetted nor has it done any due-diligence for verification of the contents of this Supplemental Disclosure Document. The Distributor shall use this document for the purpose of soliciting subscription to eligible investors in the Tranche B1 Debentures to be issued by the Issuer on private placement basis. It is to be distinctly understood that the aforesaid use of this document by the Distributor should not in any way be deemed or construed that the document has been prepared, cleared, approved or vetted by the Distributor; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the contents of this document; nor does it take responsibility for the financial or other soundness of the Issuer, its promoters, its management or any scheme of the Issuer. The Distributor or any of its directors, employees, affiliates or representatives does not accept any responsibility and/or liability for any loss or damage arising of whatever nature and extent in connection with the use of any of the information contained in this document.

Force Majeure

Notwithstanding anything herein contained the Issuer shall not bear responsibility or liability for any losses arising out of any delay in or interruptions of performance of the exchange with regard to the Reference Index or the Issuer's obligations under this Supplemental DD due to any Force Majeure Event, act of God, act of governmental authority, act of the public enemy or due to war, the outbreak or escalation of hostilities, riot, fire, flood, civil commotion, insurrection, labour difficulty (including, without limitation, any strike, or other work stoppage or slow down), severe or adverse weather conditions, communications line failure, or other similar cause beyond the reasonable control of the Issuer.

For this purpose, Force Majeure shall mean means any war, strike, lock-out, national disaster, act of terrorism, an act of Issuer occurring after such obligation is entered into, or such obligation has become illegal or impossible in whole or in part, or any breakdown, failure or malfunction beyond the control of the Issuer of any telecommunication or computer system including, without limitation unavailability of any communication system, systems outages breakdowns, breach or virus in the processes or payment and delivery mechanism, sabotage, fire, flood, explosion, acts of God, civil commotion, strikes or industrial action of any kind, riots, insurrection, acts of government, computer hacking unauthorised access to computer data and storage devices, computer crashes, etc.

Disclosures and Risks relating to the Tranche B1 Debentures

Please refer to **Annexure I** setting out the detailed scenario analysis/ valuation matrix showing value of the security under different market conditions along with graphic representation.

Disclaimer of Valuation Agent

The Issuer has appointed a Valuation Agent. Any valuations as may be provided by the Valuation Agent, on the website of the Issuer and the Valuation Agent or otherwise, do not represent the actual price of the Debentures that may be received upon sale or redemption of Debentures. They merely represent the Valuation Agent's computation of the valuation which may in turn be based on several assumptions. The valuation will reflect the independent views of the Valuation Agent. It is expressly stated that the valuation will not be the view of the Issuer or its affiliates. The Issuer will not review the valuation and will not be responsible for the accuracy of the valuations. The valuations that will be provided by the Valuation Agent and made available on the website of the Issuer and the Valuation Agent, at a frequency of not less than once a calendar week, and the said valuation will not represent the actual price that may be received upon sale or redemption of the Debentures. It will merely represent the Valuation Agent's computation of the valuation which may in turn be based on several assumptions. The valuations that will be provided by the Valuation Agent may include the use of proprietary models (that are different from the proprietary models used by the Issuer and/or the Valuation agent) and consequently, valuations provided by other parties (including the Issuer and/or the Valuation agent) may be significantly different. The Valuation Agency will publish a valuation on its website at least once every calendar week. The valuation shall be available on the website of the Valuation Agency and the Issuer.

Security may be insufficient to redeem the Tranche B1 Debentures

In the event that the Company is unable to meet its payment and other obligations towards Investors under the terms of the Tranche B1 Debentures, the Debenture Trustee may enforce the Security as per the terms of security documents, and other related documents. It is the duty of the Debenture Trustee to monitor that the security/ asset cover is maintained, however, the Debenture Holder(s)' recovery in relation to the Tranche B1 Debentures will be subject to shall depend on the market scenario prevalent at the time of enforcement of the security. The value realised from the enforcement of the Security may be insufficient to redeem the Tranche B1 Debentures.

SECTION III: SUMMARY TERM SHEET**TRANCHE B1 DEBENTURES**

Issuer/ Company	Shriram Transport Finance Company Limited
Aggregate Issue Size	senior secured rated listed principal protected market linked redeemable non-convertible debentures bearing face value of Rs. 10,00,000/- (Rupees Ten Lakhs each) and aggregating upto Rs. 1,000 Crores being issued in one or more Tranche/ Series on private placement basis in terms of the Shelf DD.
Series/ Tranche	Tranche B1 Debentures
Series / Tranche Size	upto 500 (Five Hundred) senior secured rated listed principal protected market linked redeemable non-convertible debentures bearing face value of Rs. 10,00,000/- (Rupees Ten Lakhs each) and aggregating upto Rs. 50,00,00,000/- (Rupees Fifty Crores), with option to retain oversubscription of upto Rs. 75,00,00,000/- (Rupees Seventy Five Crores) being issued in terms of this Supplemental Disclosure Document out of the aggregate Issue Size.
Distributor/ Arrangers	Trust Investment Advisors Private Limited
Type of Instrument	Senior, secured, rated, listed, redeemable, taxable principal protected market linked (PP-MLD) redeemable non-convertible debentures.
Nature of Instrument	Secured
Seniority	Senior
Principal Protection	Principal is Protected at Maturity
Mode of Issue	Private placement
ISIN	Further Issuance under existing ISIN INE721A07QF5
Eligible Investors	Please refer paragraph "Who can apply" of the Shelf Disclosure Document.
Listing	<p>The Debentures are proposed to be listed on the Wholesale Debt Market (WDM) segment of the BSE Limited ("BSE"). BSE has issued its in-principle approval in terms of its letter dated December 1, 2020 in relation to the Issue.</p> <p>BSE shall be the designated stock exchange in relation to the issue of Tranche B1 Debentures.</p> <p>The Company shall forward the listing application to the relevant Stock Exchanges and procure permission for listing of Tranche B1 Debentures from the same within the 4 days from the Deemed date of Issue Closure.</p>
Rating of the Instrument	'CRISIL PP-MLD AA+/- Negative' by CRISIL Ratings.
Security Name	STFCL FEB 2020-21 PPML Y-02
Issue Price/ Face Value	Rs. 10,00,000/- (Rs. Ten Lakh only) per Debenture
Past issuance history under the current ISIN	Rs. 100,00,00,000/- (Rupees One Hundred Crores) on 23 rd February 2021.
Premium on Issue Price	Rs. 210 /- (Rupees Two Hundred and Ten) per Debenture
Further Issuance Price	Rs. 10,00,210/- (Rs. Ten Lakh Two Hundred and Ten only) per Debenture
No. of Debentures	upto 500 (Five Hundred) senior secured rated listed principal protected market linked redeemable non-convertible debentures bearing face value of Rs. 10,00,000/- (Rupees Ten Lakhs each) and aggregating upto Rs. 50,00,00,000/- (Rupees Fifty Crores), with option to retain oversubscription of upto Rs.75,00,00,000/- (Rupees Seventy Five Crores)
Option to retain oversubscription (Amount)	upto 750 (Seven hundred and fifty) senior secured rated listed principal protected market linked redeemable non-convertible debentures bearing face value of Rs. 10,00,000/- (Rupees Ten Lakhs each) and aggregating upto Rs.75,00,00,000/- (Rupees Seventy Five Crores)
Tenor (Original Issuance)	793 days from the Deemed date of Allotment
Tenor (Further Issuance)	792 days from the Deemed date of Allotment of Further Issuance
Redemption Date	April 27, 2023
Redemption Amount	Rs. 10,00,000/- per Debenture along with the applicable Coupon and any other amounts payable on the Debenture in accordance with this Supplemental DD read with Shelf DD and the Debenture Trust Deed.
Redemption Premium	N.A.
Initial Fixing Date	February 23, 2021 (Original Issuance Date)
Final Fixing Date	March 15, 2023
	In the event the Final Fixing Date falls on a day which is not a Business Day, then the

	immediately succeeding Business Day shall be considered as Final Fixing Date.
Coupon Rate	<p>The Coupon payable in relation to the Tranche B1 Debentures shall be determined on the Final Fixing Date in the following manner:</p> <p>a) In the event the Underlying Performance is greater than or equal to the 75% of the Initial Fixing Level of Reference Index, the Coupon shall be calculated at 8.00%p.a. (calculated on XIRR basis);</p> <p>b) In the event that the Underlying Performance is less than 75% but greater than or equal to 25% of the Initial Fixing Level of Reference Index, the Coupon shall be calculated at 7.95% p.a. (calculated on XIRR basis);</p> <p>c) In the event that the Underlying Performance is less than 25% of the Initial Fixing Level of Reference Index, no Coupon shall be payable.</p>
Step Up/Step Down Coupon Rate	Not Applicable
Coupon Payment Frequency	Coupon (if any) shall be payable at maturity, on the Redemption Date.
Coupon payment dates	Coupon (if any) shall be payable at maturity, on the Redemption Date. Please refer to Part A of Annexure I for Illustration of cashflows.
Coupon Type	Coupon linked to performance of Reference Index
Coupon Reset Process (including rates, spread, effective date, interest rate cap and floor etc.).	In the event Rating downgrades to A+, the IRR shall increase by 25 bps under each scenario (Scenario 1, 2 & 3) condition of Reference Index covered under "Coupon Rate/ Yield" from the date of such rating downgrade
Minimum Application and in multiples of Debt securities thereafter	10 (Ten) Debentures and in multiples of 1 (One) Debentures thereafter.
Series Issue Timing	
1. Series Issue Opening Date	February 24, 2021
2. Series Issue Closing Date	February 24, 2021
3. Series Pay-In Date	February 24, 2021
4. Series Deemed Date of Allotment	February 24, 2021
Objects of the Issue	The funds raised through the issue of Tranche B1 Debentures will be utilized as per the section " Objects & Utilization of the Issue Proceeds " stipulated in the Shelf Disclosure Document.
Details of the utilization of the Proceeds	The funds raised through the issue of Tranche B1 Debentures will be utilized as per the section " Objects & Utilization of the Issue Proceeds " stipulated in the Shelf Disclosure Document.
Day Count Basis	<p>Actual/ Actual</p> <p>The Coupon shall be computed on the basis of actual number of days elapsed in a year, for this purpose a year to comprise of a period of 365 days. In case leap year, if February 29 fall during the tenor of a security, then the number of days shall be reckoned as 366 days for the whole one year period.</p>
Interest on Application Money	As per the Shelf DD
Default Interest Rate	<p>In the event Company fails to execute the Debenture Trust Deed within a period of 3 (Three) months from the date of closure of Tranche B1 Debentures, without prejudice to any liability arising on account of violation of the provisions of the Act and the SEBI Debt Listing Regulations (as amended from time to time), the Company shall also pay an interest of at least 2% p.a. to the Debenture Holders over and above the agreed coupon rate until execution of the Debenture Trust Deed.</p> <p>In case of default in payment of interest and/or principal redemption on the due dates, additional interest of 2% p.a. over the coupon rate will be payable by the Company for the defaulting period.</p> <p>In case of delay in listing of Tranche B1 Debentures beyond 4 days from the Deemed Date of Issue Closure, the Company will: (A) pay penal interest of 1% p.a. over the Coupon Rate from the Deemed Date of Issue Closure and till the listing of the Tranche B1 Debentures, to the investor; and (B) be permitted to utilise the issue proceeds of its subsequent two privately placed issuances of securities only after receiving final listing approval from the Stock Exchange.</p>
Discount at which security is issued and the effective yield as a result of such discount.	N.A.

Put Option Date	N.A.
Put Option Price	N.A.
Call Option Date	N.A.
Call Option Price	N.A.
Put Notification Time	N.A.
Call Notification Time	N.A.
Issuance mode of the Instrument	Demat only
Trading mode of the Instrument	Demat only
Settlement mode of the Instrument	NEFT / RTGS.
Depository(ies)	NSDL / CDSL
Business Day	Any day of the week on which the money market is functioning in Mumbai, excluding: (a) non-working Saturdays, Sundays; (b) any day which is a public holiday for the purpose of Section 25 of the Negotiable Instruments Act, 1881 (26 of 1881) in Maharashtra; (c) any other day on which banks are closed for customer business in Mumbai, India; and (d) any day on which payments cannot be made on account of failure of RBI's system for RTGS/NEFT payment.
Business Day Convention	<p>If any Interest payment date/ coupon payment date (other than the Redemption Date) falls on a day which is not a Business Day, the payment to be made on the said day will be made on the following Business Day. If any principal payment date falls on a day which is not a Business Day, the payment will be made on the previous Business Day.</p> <p>Further, if the Redemption Date/ Maturity Date falls on a day that is not a Business Day, the Redemption Amount shall be paid on the immediately preceding Business Day, along with Coupon (if any) accrued on the Debentures until but excluding the date of such payment.</p> <p>Further, in case of failure of RBI's system for RTGS/NEFT payment, the same will be made on the next Business Day. The Company will not be liable to pay any additional interest on account of same.</p> <p>The Business Day Convention will be as per SEBI circular – CIR/IMD/DF-1/122/2016 dated November 11, 2016.</p>
Record Date	15 days prior to the Redemption Date
All covenants of the issue (including side letters, accelerated payment clause, etc.)	Please refer to Annexure VI of the Shelf DD
Description regarding Security (where applicable) including type of security (movable/immovable/tangible etc.), type of charge (pledge/ hypothecation/ mortgage etc.), date of creation of security/ likely date of creation of security, minimum security cover, revaluation, replacement of security, interest to the debenture holder over and above the coupon rate as specified in the Trust Deed and disclosed in the Offer Document/ Information Memorandum.	Exclusive charge on Receivables of the Company (as identified in the Deed of Hypothecation). The value of Receivables is determined based on the net exposure outstanding and be reviewed on a quarterly basis with a minimum asset cover ratio of 1 time at all times with present and future debenture holders.
Transaction Documents	As per the Shelf DD.

Conditions Precedent to Disbursement	As set out in the Shelf DD.
Condition Subsequent to Disbursement	<ol style="list-style-type: none"> 1. The letter of allotment for Tranche B1 Debentures will be credited in dematerialized form within 2 (Two) days from the Deemed Date of Allotment. 2. The Company shall within a period of 15 (Fifteen) days from the Deemed Date of Allotment file return of allotment with the registrar of companies in relation to the Tranche B1 Debentures. 3. The Company shall ensure that the Tranche B1 Debentures are listed on the stock exchanges within a period of 4 (Four) days from the Deemed Date of Issue Closure. <p>Such other conditions as mutually agreed.</p>
Events of Default (including manner of voting/ conditions of joining inter creditor agreement)	4. Please refer to Annexure VI of the Shelf DD.
Creation of recovery expense fund	The Company shall create and maintain a recovery expense fund as per the provisions of the Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and the Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993, and other Applicable Law, as amended from time to time, and if during the currency of these presents, any guidelines are formulated (or modified or revised) by SEBI or any other regulator under the Applicable Law in respect of creation of the recovery expense fund, the Company shall abide by such guidelines and execute all such supplemental letters, agreements and deeds of modifications as may be required by the Debenture Trustee
Conditions for breach of covenants (as specified in the Debenture Trust Deed)	Please refer to Annexure VI of the Shelf DD.
Consequences of Event of Default	Please refer to Annexure VI of the Shelf DD.
Provisions related to Cross Default Clause	Please refer to Annexure VI of the Shelf DD.
R&T Agent	Integrated Registry Management Services (P) Ltd
Role and Responsibilities of Debenture Trustee	To oversee and monitor the overall transaction for and on behalf of the Debenture Holders as customary for transaction of a similar nature and size and as executed under the appropriate Transaction Documents
Risk Factors	As set out in this Supplemental DD and the Shelf DD.
Illustration of Bond Cashflows	As per Annexure I to this Supplemental DD.
Governing Law and Jurisdiction	As set out in the Shelf DD
Valuation Agent	CRISIL Limited, having its office at CRISIL House, Central Avenue, Hiranandani Business Park, Powai, Mumbai- 400076
Valuation Frequency and Publication	<p>The Valuation Agency will publish a valuation on its website at least once every calendar week. The valuation shall be available on the website of the Valuation Agency and the Issuer.</p> <p>The latest and historical valuations for these Debentures will be published on the website of the Issuer and the Valuation Agent.</p> <p>Upon request by any Debenture Holder for the valuation of these Debentures, the Issuer shall provide them with the latest valuation.</p>
Valuation Agency Fees	The fees payable to the Valuation Agent shall be borne solely by the Issuer and the same shall not exceed 0.04% (Zero Decimal Point Zero Four) on the face value of the outstanding Debentures.
Debenture Trustee	The Company has appointed Catalyst Trusteeship Limited as the debenture trustee in relation to the Debentures.
Further Issuance Compliance	Company reserves the right to make multiple issuance under the same ISIN with reference to SEBI circular CIR/IMD/DF-1/67/2017 dated 30th June 2017. Issue can be made either by way of creation of fresh ISIN or by way of issuance under the existing

	ISIN at premium / par / discount as the case may be in line with SEBI circular CIR/IMD/DF-1/67/2017 dated June 30, 2017.
Escrow Account	In the event credit rating of the Issuer downgrades by 2 notches from its current rating to AA- or below, the Issuer shall in such case, deposit the Redemption Amounts in a separate escrow account to be opened by the Issuer, at least 17 (seventeen) calendar days prior to the Maturity Date/ Redemption Date.
Risk Factor associated with Market Linked Debentures	The Tranche B1 Debentures are subject to model risk i.e. the securities created based on complex mathematical models involving multiple derivative exposures which may or may not be hedged and the actual behavior of the securities selected for hedging may significantly differ from the returns predicted by the mathematical models. The principal amount is subject to the credit risk of the Issuer whereby the investors may or may not recover all or part of the funds in case of default by the Issuer. For detailed Risk Factors please refer to the Shelf Disclosure Document dated December 1, 2020.

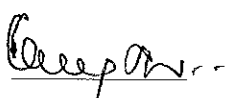
Please note that while the debt securities are secured to the tune of 100% of the principal and interest amount or as per the terms of offer Transaction Documents, in favour of Debenture Trustee, it is the duty of the Debenture Trustee to monitor that the security is maintained, however, the recovery of 100% of the amount shall depend on the market scenario prevalent at the time of enforcement of the security."

Payment Instructions

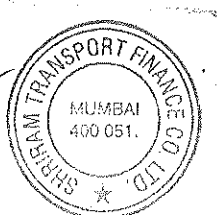
For subscribing the Debentures, the Private Placement Offer Letter Cum Application Form should be submitted along with cheque(s)/draft(s) favouring "Shriram Transport Finance Company Limited", crossed "Account Payee Only". The entire amount of Rs. 10,00,000/- (Rupees Ten Lakh only) per Debenture is payable along with the making of an application. Applicants can alternatively remit the application amount through RTGS on Pay-in Date. The RTGS details of the Issuer are as under:

Name of Beneficiary : Shriram Transport Finance Company Limited
Name of Bank : Axis Bank
Account No : 921020004383057
Branch : BKC, Bandra (East)
Address of Bank / Branch : Bandra
IFSC Code : UTIB0000230

For Shriram Transport Finance Company Limited,


Authorised Signatory

Date: February 24, 2021



Annexure I**Illustration of Cash Flows for Tranche B1 Debentures**

Cash Flows	Allotment Date	No. of days in Coupon Period	Amount (in Rupees)
Principal + Coupon (on XIRR Basis), on Redemption, if any.	February 24, 2021	792 days from the Decmed Date of Allotment of further issuance	Principal + Coupon linked to performance of Underlying / Reference Index as per table below.

Scenario Analysis:

The following table shows the value of the Tranche B1 Debenture at maturity under different market conditions:

Underlying Performance	Face Value	Issue Price	Further Issue Price*	Annualized Pre-Tax Return IRR	Maturity Value*
140.00%	10,00,000	10,00,000	10,00,210	8.00 %	11,81,997
120.00%	10,00,000	10,00,000	10,00,210	8.00 %	11,81,997
100.00%	10,00,000	10,00,000	10,00,210	8.00 %	11,81,997
80.00%	10,00,000	10,00,000	10,00,210	8.00 %	11,81,997
75.00%	10,00,000	10,00,000	10,00,210	8.00 %	11,81,997
65.00%	10,00,000	10,00,000	10,00,210	7.95 %	11,80,810
50.00%	10,00,000	10,00,000	10,00,210	7.95 %	11,80,810
30.00%	10,00,000	10,00,000	10,00,210	7.95 %	11,80,810
25.00%	10,00,000	10,00,000	10,00,210	7.95 %	11,80,810
20.00%	10,00,000	10,00,000	10,00,210	- 0.01 %	10,00,000

* The return on debenture (annualized) is calculated on the basis of Issue price of the debentures.

Scenario	Particulars	Price of 10 year G-Sec at Initial Level#	Semi-Annual YTM at Initial Level#	Assumed price of 10 year G-Sec at final fixing date	Indicative Semi-Annual YTM range at final fixing price	Annualised Coupon / Effective Yield (on XIRR basis)	Face Value (Rs.)	Investment (Rs.)	Maturity (Rs.)
Moderately falling to rising	If Underlying Performance $\geq 75\%$ of the Initial Fixing level	96.91	6.23%	≥ 74.213	$\leq 10.809\%$	8.00%	10,00,000	10,00,210	11,81,997
Substantially falling	If Underlying Performance $< 75\%$ but $\geq 25\%$ of the Initial Fixing level	96.91	6.23%	< 74.213 but ≥ 24.738	$> 10.809\%$ but $\leq 33.635\%$	7.95%	10,00,000	10,00,210	11,80,808
Extreme falling	If Underlying Performance $< 25\%$ of the Initial Fixing level	96.91	6.23%	< 24.738	$> 33.635\%$	- 0.01%	10,00,000	10,00,210	10,00,000

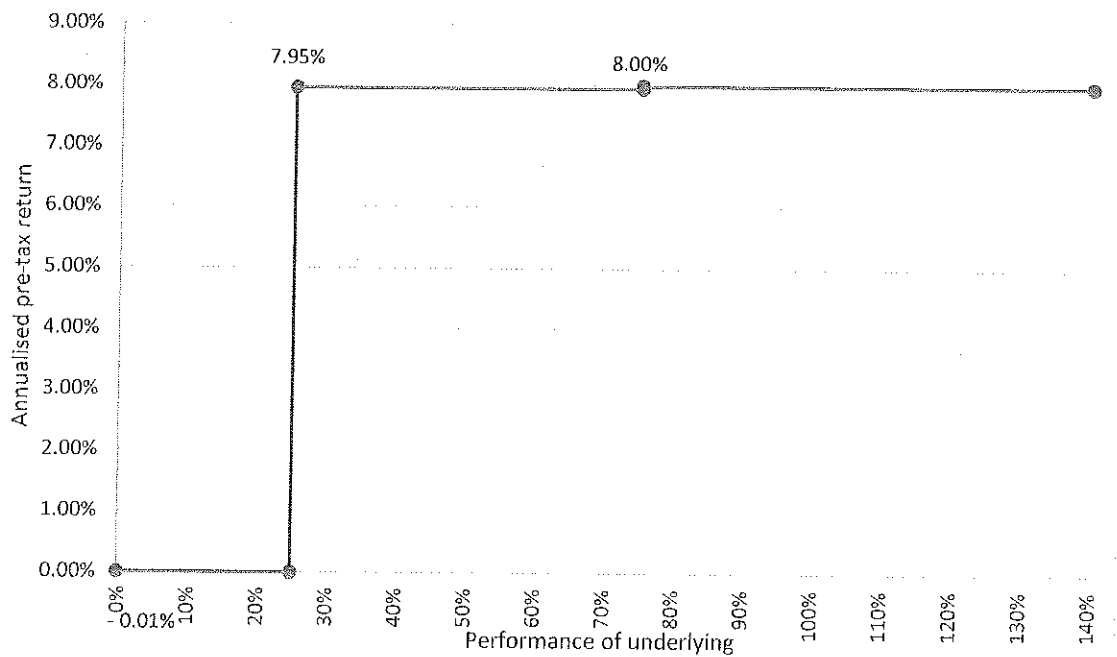
Note:

Principal amount = (Face value per debenture) * (No. of debentures subscribed)

Annualised Coupon is calculated on the basis of face value of the debenture.

#Initial Level have been taken as on 19/02/2021.

Graphical Representation



* Coupon / Effective yield is Annualised calculated on face value of the debenture (on XIRR basis)

This scenario analysis is provided for illustrative purposes only and does not represent actual termination or unwind prices, nor does it present all possible outcomes or describe all factors that may affect the value of your investment.