

SUMMARY TERM SHEET	
Particulars	Details
Security Name	Reliance Capital Limited, 8.83% p.a., October 2022 (RCL F Series B NCD 380)
Issuer	Reliance Capital Limited (RCL)
Type of Instrument/ Kind of Security	Rated, Listed, Secured, Redeemable Non-Convertible Debentures/NCDs (RCL F Series B NCD 380)
Board Resolution for raising the Debentures	April 27, 2017
Board Resolution for issuance of Information Memorandum	April 27, 2017
Shareholders' General Meeting Resolution Dated	September 26, 2017
Nature of Instrument	Secured
Seniority	Senior The Debentures Holders shall have pari-passu first charge over the Security created among the Trustee and the other lenders
Mode of Issue	Private Placement
Eligible Investors	As mentioned in category of investors
Listing	The Issuer proposes to submit listing document of this Series Debentures/NCDs issued under this Information Memorandum on the Wholesale Debt Market ("WDM") Segment of the BSE Limited ("BSE") within 15 (fifteen) days of the Date of Allotment
Rating of the Instrument	CARE AA+; (CARE Double A Plus; Credit watch with developing implications) by CARE Ratings Ltd & BWR AAA (BWR Triple A) by Brickwork Ratings India Pvt. Ltd
Issue Size/ Amount which the company intends to raise	INR 1000,00,00,000/- (Rupees One Thousand Crore Only)
Option to retain oversubscription	Not Applicable
Subscription Amount	INR 1000,00,00,000/- (Rupees One Thousand Crore Only)
Objects of the issue/ Purposes and Objects of the Offer	The Debentures have been issued to raise resources for refinancing of the existing debt obligations/ borrowings of the company and for making interest payments on the debt obligations/ borrowings of the company.
Details of utilization of the Proceeds	The issue proceeds shall be utilized in accordance with the Objects of the Issue
Coupon Rate	8.83% p.a.
Step Up /Step Down Coupon Rate	Not Applicable
Coupon Payment Frequency	Annually and on Maturity
Coupon payment dates	Payable Annually on October 13 each year starting from October 13, 2018 and on Maturity i.e. October 13, 2022
Coupon Type	Fixed

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Coupon Reset Process	Not Applicable
Day Count Basis	Actual / Actual
Interest on Application Money	At coupon rate from the date of credit in Company's account till the day prior to the date of allotment
Default Interest Rate	Please refer page 47 of the Information Memorandum
Tenor	1,826 Days from the Deemed Date of Allotment
Redemption Date	October 13, 2022
Redemption Amount	100.00% of Principal Amount (Face Value)
Redemption Premium / Discount	Not Applicable
Issue Price per Bond/ Price of the Security & Justification	100.00% of Principal Amount (Face Value)/ (the security is being issued at par, with the Coupon Rate and Coupon Payment Frequency as already mentioned above which is in accordance with the prevailing market conditions at the time of the issue)
Discount at which security is issued and the effective yield as a result of such discount	Not Applicable
Name and Address of the Valuer	Not Applicable
Put Date	Not Applicable
Put Price	Not Applicable
Call Date	Not Applicable
Call Price	Not Applicable
Put Notification Time	Not Applicable
Call Notification Time	Not Applicable
Face Value	Rs.10,00,000/- (Rupees Ten Lakhs Only) each
Minimum Application and in multiples of Debt securities thereafter	Minimum Application of 10 Debentures and in multiples of 1 Debenture thereafter
Rating Related Covenants	(a) Step Up In the event the credit rating of the Debentures, is revised to 'AA-' by any Rating Agency (whether publicly or

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	<p>privately) including new assignments for existing and/or additional long term borrowings, the Coupon Rate, shall be immediately revised upwards by 25 basis points (0.25% p.a.). The Coupon Rate shall be revised upwards by a further 25 basis points (0.25% p.a.) for each credit notch downgrade below 'AA-'. The revised Coupon Rate shall be effective on and from the date on which the rating downgrade and/or new assignment occurs.</p> <p>(b) Accelerated Redemption If the Credit Rating of the Issuer falls to "A-" or to a lower rating, by any rating agency (whether publicly or privately) or if the credit rating is withdrawn (unless substituted with a credit rating from a rating agency acceptable to the Majority Debenture Holders), each Debenture Holder shall have the right to ask for an accelerated redemption of the NCDs and such redemption will be made by the Issuer within 7 working days of the Debenture Holder making such request.</p>
Issue Timing/ Proposed Time Schedule	October 13, 2017
1. Issue Opening Date	October 13, 2017
2. Issue Closing Date	October 13, 2017
3. Pay-in Date	October 13, 2017 The Issue Close Date / Pay-in Date may be rescheduled, at the sole discretion of the Company, to a date falling not later than 07 (seven) working days from the date mentioned herein. The actual Issue Close Date / Pay-in Date shall be communicated to each investor in the Allotment Advice
4. Deemed Date of Allotment	
Issuance mode of the Instrument	These debentures would be issued only in Dematerialized form (Demat) through authorized DP
Trading mode of the Instrument	Demat mode only
Settlement mode of the Instrument	RTGS / NEFT / Fund Transfer to the bank details as per Depository records
Depository	NSDL
Business Day Convention	Please refer page 53 of the Information Memorandum
Record Date	15 days prior to each Coupon Payment / Redemption date.

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Security	(i) a first pari passu legal mortgage and charge over the Company's Gujarat Immovable Property (for details refer Annexure V hereto); and (ii) All present and future book debts and business receivables of the Company (except security towards securing term loan and cash credit limits availed / to be availed from time to time). Business receivables include current assets and investments (for details refer Annexure V hereto).
Security Cover	The Company shall maintain a minimum asset cover of 100% at all times.
Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of such objects	NIL
Transaction Documents	1. Debenture trust deed(s); 2. Information Memorandum; 3. Rating letter from CARE& BRICKWORK 4. Consent letter of Karvy Computershare Private Limited to act as Registrar & Transfer Agent for the proposed issue; 5. Tripartite agreement(s) between the Company; 6. Depository(ies) and the Registrar and Transfer Agent; and 7. Uniform Listing Agreement.
Conditions Precedent to Disbursement	N.A.
Condition Subsequent to Disbursement	N.A.
Events of Default	Please refer page 58 of the Information memorandum
Provisions related to Cross Default Clause	Not Applicable
Role and Responsibilities of Debenture Trustee	Please refer page 58 of the Information memorandum
Governing Law and Jurisdiction	Please refer page 61 of the Information memorandum

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Payment Details	Settlement Bank : YES Bank Limited Branch : Worli Account No. : 000185700000091 Account Name : Reliance Capital Limited RTGS / IFSC Code : YESB0000001
Registrar and Transfer Agent	Karvy Computershare Private Limited
Trustees	Vistra ITCL (India) Limited (formerly IL & FS Trust Company Limited)
Arrangers	Yes Bank Limited Yes Securities (India) Limited

s. Disclosure of Cash Flows as per SEBI Circular No. CIR/IMD/DF/18/2013 dated October 29, 2013

Company	Reliance Capital Limited
Face Value (per security)	Rs.10,00,000/-
Issue Date	October 13, 2017
Date of Allotment	October 13, 2017
Date of Redemption	October 13, 2022
Coupon Rate	8.83%, p.a.
Frequency of the Interest Payment with specified dates	Payable Annually on October 13 each year starting from October 13, 2018 and on Maturity i.e. October 13, 2022
Day Count Convention	Actual / Actual

Cash Flows	Date (of actual payment)	No. of Days in Coupon Period	Amount in Rupees
Coupon 1	Monday, October 15, 2018*	365	88,300.00
Coupon 2	Monday, October 14, 2019**	365	88,300.00
Coupon 3	Tuesday, October 13, 2020***	366	88,300.00
Coupon 4	Wednesday, October 13, 2021	365	88,300.00
Coupon 5	Thursday, October 13, 2022	365	88,300.00
Principal Redemption	Thursday, October 13, 2022		10,00,000.00
Total			14,41,500.00

* The scheduled Coupon payment date i.e. October 13, 2018 is falling on a bank holiday and hence the actual coupon payment will be made on the next working day i.e. October 15, 2018.

** The scheduled Coupon payment date i.e. October 13, 2019 is falling on a bank holiday and hence the actual coupon payment will be made on the next working day i.e. October 14, 2019.