

SUMMARY TERM SHEET			
Particulars	Details		
Security Name	Type I 8.75% Reliance Capital Limited November 2021 (RCL F Series B NCD 381)	Type II 8.75% Reliance Capital Limited November 2022 (RCL F Series B NCD 381)	Type III 8.75% Reliance Capital Limited November 2023 (RCL F Series B NCD 381)
Issuer	Reliance Capital Limited (RCL)		
Type of Instrument/ Kind of Security	Rated, Listed, Secured, Redeemable Non- Convertible Debentures!NCDs (RCL F Series B NCD 381 Type I)	Rated, Listed, Secured, Redeemable Non- Convertible Debentures!NCDs (RCL F Series B NCD 381 Type II)	Rated, Listed, Secured, Redeemable Non- Convertible Debentures!NCDs (RCL F Series B NCD 381 Type III)
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 / Debenture Holders		
Mode of Issue	Private Placement		
Eligible Investors	As mentioned in category of investors		
Listing	The Issuer proposes to submit listing document of this Series DebenturesfNCDs 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.+(Double A Plus); (Credit watch with developing implications) by CARE & BWR MA (BWR Triple A)Outlook:Stable by Brickwork		
Issue Size! Amount which the company intends to raise	INR 500,00,00,000/- (Rupees Five Hundred Crore Only)		
Option to retain oversubscription	Not Applicable		
Subscription Amount	INR 500,00,00,000/- (Rupees Five Hundred Crore Only)		
Objects of the issue! Purposes and Objects of the Offer	The Debentures have been issued to raise resources to meet the ongoing funding requirements for the Company's business activities, for general corporate purposes and refinancing of the existing debt obligations of the Company		
Details of utilization of the Proceeds	The issue proceeds shall be utilized in accordance with the Objects of the Issue		

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Coupon Rate	Type I 8.75% p.a.	Type II 8.75% p.a.	Type III 8.75% p.a.
Step Up /Step Down Coupon Rate	Not Applicable		
Coupon Payment Frequency	Annually and on Maturity		
Coupon payment dates	Type I Payable Annually on November 03 each year starting from November 03, 2018 and on Maturity i.e. November 03, 2021	Type II Payable Annually on November 03 each year starting from November 03, 2018 and on Maturity i.e. November 03, 2022	Type III Payable Annually on November 03 each year starting from November 03, 2018 and on Maturity i.e. November 03, 2023
Coupon Type	Fixed		
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 48 of the Information Memorandum		
Tenor	Type I 1,461 Days from the Deemed Date of Allotment	Type II 1,826 Days from the Deemed Date of Allotment	Type III 2,191 Days from the Deemed Date of Allotment
Redemption Date	Type I November 03, 2021	Type II November 03, 2022	Type III November 03, 2023
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)		
Mandatory Early Redemption	Reliance Anil Ambani Group will always retain complete Control ('Control' as defined in Companies Act 2013) in Reliance Capital Limited during the tenure of the NCDs, failing which the Debenture Holders shall have the right to ask for an early redemption of the NCD. Such Mandatory Early Redemption will be done within 15 days of the occurrence of the aforesaid event.		

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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
Issue Timing! Proposed Time Schedule	
1. Issue Opening Date	November 03, 2017
2. Issue Closing Date	November 03, 2017
3. Pay-in Date	November 03, 2017
4. Deemed Date of Allotment	November 03, 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
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 page54 of the Information Memorandum

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Particulars	Details
Record Date	15 days prior to each Coupon Payment! Redemption date.
Security	<p>(i) a first paripassu legal mortgage and charge over the Company's Gujarat Immovable Property (for details refer Annexure V hereto); and</p> <p>(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).</p>
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	<ol style="list-style-type: none"> 1. Debenture trust deed(s); 2. Information Memorandum; 3. Rating letter from CARE & Brickwork; 4. Consent letter of ^{KaM}, Computershare Private Limited to act as Registrar & Transfer Agent for the proposed issue; 5. Tripartite agreement(s) between the Company: Depository(ies) and the Registrar and Transfer Agent; and 6. 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

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Particulars	Details
Governing Law and Jurisdiction	Please refer page 61 of the Information memorandum
Payment Details	Settlement Bank : HDFC Bank Ltd. Branch : Fort Account No. 00600310036533 Account Name Reliance Capital Limited RTGS / IFSC Code HDFC0000060
Registrar and Transfer Agent	Karvy Computershare Private Limited
Debenture Trustees	Vistra ITCL (India) Limited (formerly IL & FS Trust Company Limited)
Arrangers	N.A.

r. Disclosure of Cash Flows as per SEBI Circular No. CIR/IMD/IDF/1812013 dated October 29, 2013

Company	Reliance Capital Limited		
Face Value (per security)	Rs.10,00,000/-		
Issue Date	November 03, 2017		
Date of Allotment	November03, 2017		
Date of Redemption	Type I November 03. 2021	Type II November 03. 2022	Type III November 03, 2023
Coupon Rate	Type I 8.75 % p.a.	Type II 8.75% p.a.	Type III 8.75 % p.a.
Frequency of the Interest Payment with specified dates	Type I Payable Annually on November 03 each year starting from November 03. 2018 and on Maturity 1.0. November 03, 2021	Type II Payable Annually on November 03 each year starting from November 03, 2018 and on Maturity i.e. November 03, 2022	Type III Payable Annually on November 03 each year starting from November 03.2018 and on Maturity i.e. November 03, 2023
Day Count Convention	Actual (Actual		

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Cash Flows	Date (of actual payment)	No. of Days In Coupon Period	Amount in Rupees
Coupon 1	Saturday, November 03, 2018	365	87,500.00
Coupon 2	Monday, November 04, 2019'	365	87,500.00
Coupon 3	Tuesday, November 03, 2020"	366	87,500.00
Coupon 4	Wednesday, November 03, 2021	365	87,500.00
Principal Redemption	Wednesday, November 03, 2021		10.00,000.00
Total			13,50,000.00

'The scheduled Coupon payment date i.e. November 03, 20 9 is falling on a bank holiday and hence the actual coupon payment will be made on the next working day i.e. November 04. 2019.

"FY 2020 is a leap year.

For Cash Flow for Tyoe II

Cash Flows	Date (of actual payment)	No. of Days In Coupon Period	Amount In Rupees
Coupon 1	Saturday. November 03. 2018	365	87,500.00
Coupon 2	Monday, November 04, 2019'	365	87,500.00
Coupon 3	Tuesday, November 03, 2020"	366	87,500.00
Coupon 'I	Wednesday, November 03, 2021	365	87,500.00
Coupon 5	Thursday. November 03, 2022	365	87.500,00
Principal Redemption	Thursday. November 03. 2022		10,00.000.00
Total			14.37,500.00

'The scheduled Coupon payment date i.e. November 03. 2019 is falling on a bank holiday and hence the actual coupon payment will be made on the next working day i.e. November 04. 2019.

"FY 2020 is a leap year.

Capital

Cash Flows	Date (of actual payment)	No. of Days In Coupon Period	Amount In Rupees
Coupon 1	Saturday, November 03, 2018	365	87,500.00
Coupon 2	Monday, November 04, 2019*	365	87,500.00
Coupon 3	Tuesday, November 03, 2020°	366	87,500.00
Coupon 4	Wednesday, November 03, 2021	365	87,500.00
Coupon 5	Thursday, November 03, 2022	385	87,500.00
Coupon 6	Friday, November 03, 2023	365	87,500.00
Principal Redemption	Friday, November 03, 2023		10,00,000.00
Total			15,25,000.00

The scheduled Coupon payment date i.e. November 03, 2019 is falling on a bank holiday and hence the actual coupon payment will be made on the next working day i.e. November 04, 2019.

*FY 2020 is a leap year.

Note: Payment dates are subject to change as per holidays declared in that particular year. Payment convention to be followed as per SEBI Circular No.CIR/IMDIDF/1812013 dated October 29, 2013 & SEBI Circular No.CIR/IMD/DF-1/122/2016 dated November 11, 2016

S. Issue Size

The Issue of Debentures is Rs.500 crore (Rupees Five Hundred Crore Only) (For details please refer SUMMARY TERM SHEET)

t. Minimum Subscription Size

The minimum subscription size for this Issue is Rs.1 crore and in multiples of Rs.10 lakhs hereafter.

U. Utilisation of Issue Proceeds/ Objects of the issue

The NCDs have been issued to raise resources to meet the ongoing funding requirements for the Company's business activities, for general corporate purposes and refinancing of the existing debt obligations of the Company. The issue proceeds shall be utilized for the said purpose.

V. A statement containing particulars of the dates of, and parties to all material contracts, agreements involving financial obligations of the Issuer.

By very nature of its business, the Company is involved in large number of transactions involving financial obligations and, therefore it may not be possible to furnish details of all material contracts and agreements involving financial obligations of the Company. However, the contracts/documents referred below (not being contracts entered into in the ordinary course of the business carried on by the Company) which are or may be deemed to be material, have been entered into by the Company. Copies of these contracts /documents shall be available for inspection at the registered office of the

