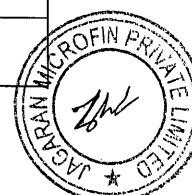




# SUMMARY TERM SHEET

|                                 |   |
|---------------------------------|---|
| Issuer                          | Jagaran Microfin Private Limited  |
| Issue Size                      | Rs. 55,00,00,000/- (Rupees Fifty Five Crores only)  |
| Objects of the Issue            | To raise senior secured debt to the extent up to Rs. 55,00,00,000/- (Rupees Fifty Five Crores only) |
| Instrument                      | Non- Convertible Debenture  |
| Nature and status of Bonds      | Secured Rated Listed Redeemable Non-Convertible Debentures  |
| Issuance Mode                   | Private Placement   |
| Convertibility                  | Non- Convertible  |
| Trading Mode                    | Electronic  |
| Credit Rating                   | "BBB-" by ICRA  |
| Face Value                      | Rs. 10,00,000/- (Rupees Ten Lakhs only) per Debenture   |
| Premium/ Discount on Issue      | N.A   |
| Issue Price                     | Rs. 10,00,000/- (Rupees Ten Lakhs only) per Debenture   |
| Premium/ Discount on redemption | N.A   |
| Maturity                        | 48 (Forty Eight) months from Date of Allotment  |
| Redemption/ Maturity Date       | October 28, 2022 being 48 (Forty Eight) months from the Date of Allotment                           |
| Lock-in-Period                  | N. A  |
| Minimum Application             | N.A   |
| Put Option                      | Yes   |
| Call Option                     | Yes   |



## JAGARAN MICROFIN PVT. LTD.

Regd. Office : 38, Hemanta Basu Sarani, 5th Floor, Kolkata - 700 001

Phone : 033 2262 8207 / 9230702741, Fax : (033) 2265 0100 / E-mail : info@jagaranmf.com / Web : www.jagaranmf.com

CIN : U74210WB1993PTC057457



|   |   |
|---|---|
| Call Option Price   | At PAR  |
| Call Notification Time  | In the event if the Issuer is desirous of exercising the Call Option, the Issuer shall provide notice to the Debenture Trustee in relation to exercise of the Call Option at least 15 (Fifteen) calendar days prior to the Exercise Date  |
| Coupon Rate   | 13.0465% per annum payable semi-annually  |
| Step Up/ Step Down Coupon Rate  | N.A   |
| Coupon Payment Frequency  | Semi Annual   |
| Coupon / Interest Payment Date  | Monday, April 29, 2019<br>Wednesday, October 30, 2019<br>Wednesday, April 29, 2020<br>Friday, October 29, 2020<br>Thursday, April 29, 2021<br>Friday, October 29, 2021<br>Friday, April 29, 2022<br>Friday, October 28, 2022  |
| Coupon Type   | Fixed   |
| Coupon Reset Process (including rates, spread, effective date, interest rate cap and floor etc) | N.A   |
| Default Interest Rate   | In the event of a payment default of the amounts due under this Issue or any other Event of Default (whether by way of acceleration, at maturity or otherwise), the Issuer shall pay an additional 2% (Two Percent) per annum over and above the applicable Coupon Rate on the outstanding principal amount of the Debentures, calculated from the date of the occurrence of the default until such default is cured or the Debentures are redeemed pursuant to such default, as applicable |
| Day Count Basis   | Actual/Actual   |
| Interest on Application Money   | 13.0465% (Thirteen Decimal Point Zero Four Six Five Percent) per annum, net of withholding taxes  |
| Listing   | Yes   |



## JAGARAN MICROFIN PVT. LTD.

Regd. Office : 38, Hemanta Basu Sarani, 5th Floor, Kolkata - 700 001

Phone : 033 2262 8207 / 9230702741, Fax : (033) 2265 0100 / E-mail : info@jagaranmf.com / Web : www.jagaranmf.com

CIN : U74210WB1993PTC057457



|                                   |  |
|-----------------------------------|--|
| Trustees                          | Catalyst Trusteeship Limited   |
| Depository                        | National Securities Depository Limited   |
| Registrars                        | Karvy Computershare Private Limited  |
| Settlement                        | RTGS   |
| Business Day Convention           | If any Coupon Payment Date and the Principal Payment Date falls on a day that is not a Business Day, the payment shall be made on the immediately succeeding Business Day. If the Redemption Date / Maturity Date (also being the last Coupon Payment Date) falls on a day that is not a Business Day, the redemption proceeds shall be paid on the immediately preceding Business Day   |
| Record Date                       | The date which will be used for determining the Debenture Holder(s) who shall be entitled to receive the amounts due on any Due Date, which shall be the date falling 7 (Seven) calendar days prior to any Due Date  |
| Payment Mode                      | RTGS   |
| Eligible Investors                | <ol style="list-style-type: none"> <li>1) Mutual Funds</li> <li>2) Non- Banking Financial Companies</li> <li>3) Alternative Investment Fund (AIF)</li> <li>4) Provident Funds and Pension Funds</li> <li>5) Corporates</li> <li>6) Banks</li> <li>7) Foreign Institutional Investors (FIIs)</li> <li>8) Foreign Portfolio Investors (FPIs)</li> <li>9) Qualified Foreign Investors (QFIs)</li> <li>10) Insurance Companies</li> <li>11) Investment holding companies of high net worth individuals</li> <li>12) Any other person eligible to invest in the Debentures</li> </ol> |
| Non-Eligible classes of Investors | N.A  |



### JAGARAN MICROFIN PVT. LTD.

Regd. Office : 38, Hemanta Basu Sarani, 5th Floor, Kolkata - 700 001

Phone : 033 2262 8207 / 9230702741, Fax : (033) 2265 0100 / E-mail : [info@jagaranmf.com](mailto:info@jagaranmf.com) / Web : [www.jagaranmf.com](http://www.jagaranmf.com)

CIN : U74210WB1993PTC057457

|  |  |
|--|--|
| Transaction Documents                          | Debenture Trust Deed, Deed of Hypothecation, Debenture Trustee Agreement, and such other documents as agreed between the Issuer and the Debenture Trustee  |
| Conditions precedent to subscription of Bonds  | <ol style="list-style-type: none"> <li>1) The Issuer has delivered to the Debenture Holders, a certified true copy of the Issuer's constitutional documents and Certificate of Incorporation, as amended up-to-date;</li> <li>2) The Issuer has delivered to the Debenture Holders, a certified true copy of the resolution of the Board of Directors of the Issuer authorizing the issue of Debentures as also execution of the necessary documents in that behalf;</li> <li>3) The Issuer has delivered to the Debenture Holders, a certified true copy of the resolution of the shareholders of the Issuer under section 42 of the Companies Act, 2013;</li> <li>4) Execution of Debenture Trustee Agreement, the Debenture Trust Deed and the Deed of Hypothecation;</li> <li>5) A near final version of the legal opinion on the capacity of the Company to enter into the Transaction Documents and the enforceability of the Transaction Documents to be provided to the Debenture Holders, and</li> <li>6) Such other undertaking as may be required from the Company</li> </ol> |
| Conditions subsequent to subscription of Bonds | <ol style="list-style-type: none"> <li>1) Filing of the relevant documents inter alia private placement offer letter, return of allotment etc. with the Registrar of Companies within the timelines specified under the rules under the Companies Act, 2013.</li> <li>2) Completion of the listing of Debentures on BSE within 7 (Seven) calendar days from the Deemed Date of Allotment.</li> <li>3) Filing of the relevant form with the Registrar of Companies for the registration of charge over the Hypothecated Assets.</li> <li>4) Execution of any other documents as customary for transaction of a similar nature and size.</li> <li>5) The Issuer shall also obtain a legal opinion on the enforceability of the Transaction Documents.</li> </ol>   |
| Cross Default                                  | <p>An event of default shall arise if the Issuer:</p> <ol style="list-style-type: none"> <li>(A) defaults in any payment of Indebtedness beyond the period of grace if any, provided in the instrument or agreement under which such Indebtedness was created; or</li> <li>(B) defaults in the observance or performance of any agreement or condition relating to any Indebtedness the effect of which default or other event or condition is to cause or to permit the holder or holders of such Indebtedness to cause (with the giving of notice or the passage of time or both would permit or cause) any such Indebtedness to become due prior to its stated maturity; or</li> </ol>  |



## JAGARAN MICROFIN PVT. LTD.

Regd. Office : 38, Hemanta Basu Sarani, 5th Floor, Kolkata - 700 001

Phone : 033 2262 8207 / 9230702741, Fax : (033) 2265 0100 / E-mail : [info@jagaranmf.com](mailto:info@jagaranmf.com) / Web : [www.jagaranmf.com](http://www.jagaranmf.com)

CIN : U74210WB1993PTC057457



|   |  |
|---|--|
|   | (C) due to any default or an event of default, any Indebtedness of the Issuer is declared to be due and payable or would permit to be prepaid other than by a regularly scheduled required prepayment, (whether or not such right shall have been waived) prior to the stated maturity thereof.<br>"Indebtedness" means any obligation of the Issuer (whether incurred as principal, independent guarantor or as a surety) for the payment or repayment of borrowed money, whether present or future, actual or contingent." |
| Role and Responsibilities of Trustees     | To oversee and monitor the overall transaction for and on behalf of the Debenture Holder(s).   |
| Governing Law and Jurisdiction            | The Debentures shall be subject to the exclusive jurisdiction of the competent courts in Kolkata   |
| Covenants                                 | The covenants of the Issuer shall be in accordance with [Clause 3.4, Clause 3.5, Clause 3.6 and Clause 3.7 of the Debenture Trust Deed   |
| Applicable RBI Guidelines                 |  |
| Prohibition on Purchase/ Funding of Bonds | N.A  |
| Issue Opening Date                        | October 25, 2018   |
| Issue Closing Date                        | October 29, 2018   |
| Pay In Dates                              | October 25, 2018 to October 29, 2018   |
| Deemed Date of Allotment                  | October 29, 2018   |

JAGARAN MICROFIN PRIVATE LIMITED.

*Tanusree Ghosh*

TANUSREE GHOSH  
COMPANY SECRETARY (ACS)  
MEMBERSHIP NO. - 35655

## JAGARAN MICROFIN PVT. LTD.

Regd. Office : 38, Hemanta Basu Sarani, 5th Floor, Kolkata - 700 001

Phone : 033 2262 8207 / 9230702741, Fax : (033) 2265 0100 / E-mail : [info@jagaranmf.com](mailto:info@jagaranmf.com) / Web : [www.jagaranmf.com](http://www.jagaranmf.com)

CIN : U74210WB1993PTC057457