

**PART B
ISSUE DETAILS**

THIS SECTION SETS FORTH THE SPECIFIC DETAILS APPLICABLE TO THE ISSUE

Security Name	Rated, listed, secured, redeemable, Principal Protected, Non-convertible, Market Linked Debentures [Series "M" of FY 2018-19]
Issuer	L&T Finance Limited (formerly Family Credit Ltd)
Type of Instrument	Rated, listed, secured, redeemable, principal protected, non-convertible, market linked debentures of face value of Rs. 10,00,000/- [Series "M" of FY 2018-19]. The MLDs shall constitute direct, secured, senior and general obligations of the company and will, save for such exceptions as may be provided by applicable legislation, regulation or judicial order, rank <i>pari-passu</i> with all other secured and senior indebtedness of the Company subject to terms and conditions already agreed
Nature of instrument	Secured
Seniority	Senior
Mode of Issue	Private Placement
Eligible Investors	For details, kindly refer disclosures clause pertaining to "Who Can Apply" in the Offer Document
Identified Investors	All such Eligible Investors who have been identified by the Board of Directors of the Issuer pursuant to the resolution passed by the Board/Committee/letter of approval dated 18 January 2019 and shall not include 'retail investors' in the case of primary issuance.
Listing	Application for listing of the MLDs to be issued under the Offer Document, on the WDM segment of NSE, shall be made within 20 days of the Deemed Date of Allotment. In case of delay in application for listing of the debt securities beyond 20 days, the Issuer will pay default interest of at least 1% p.a. from the expiry of 30 days from the Deemed Date of Allotment till the listing of such debt securities.
Principal Protection	Principal is protected at redemption
Underlying/ Reference Index	10 year Government security price (Reference of Security-10 Year Government security - Issue date January 11, 2019) Bloomberg Ticker - IGB 7.26 01/14/29 Corp (Bloomberg ID - AW5669295 Corp, Pricing source - Reserve Bank of India)

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L&T Finance Limited
(erstwhile known as Family Credit Ltd.)
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Registered Office
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	Ticker - IGB 7.26 01/14/29 Corp (Bloomberg ID – AW5669295 Corp, Pricing source – Reserve Bank of India)
Rating	CARE PP-MLD AAA by CARE
Issue Size	100 Crores
Option to retain oversubscription (Amount)	400 Crores
Objects of the Issue	Long term augmentation of funds.
Details of the utilization of the proceeds	Long term augmentation of funds and general business purposes of the Issuer in compliance with regulatory guidelines.
Coupon Rate	N.A.
Step Up/ Step Down Coupon Rate	N.A.
Coupon Payment Frequency	N.A.
Coupon Payment Dates	N.A.
Coupon Type	Floating
Coupon Reset Process (including rates, spread, effective date, interest rate cap and floor etc.)	N.A.
Day Count basis	Actual/Actual
Interest on Application Money	NIL
Tenor	Option 1 :546 Days Option 2 : 570 Days Option 3 :731 Days
Initial Fixing Date	Option 1-: Friday, January 18, 2019 Option 2 : Friday, January 18, 2019 Option 3 : Friday, January 18, 2019
Initial Fixing Level	Last Traded Price (LTP) of 10 year Government security price (Clean Price) (Reference of Security-10 Year Government security - Issue date January 11, 2019) on Initial Fixing Date Bloomberg Ticker - IGB 7.26 01/14/29 Corp (Bloomberg ID – AW5669295 Corp, Pricing source –Reserve Bank of India)
Final Fixing Date	Option 1 : Friday, April 17, 2020 Option 2 : Friday, May 08, 2020 Option 3 : Friday, October 16, 2020
Final Fixing Level	Last Traded Price (LTP) of 10 year Government security price (Clean Price) (Reference of Security-10 Year Government security - Issue date January 11, 2019) on Initial Fixing Date Bloomberg Ticker - IGB 7.26 01/14/29 Corp (Bloomberg ID – AW5669295 Corp, Pricing source –Reserve Bank of India)
Last Traded Price ("LTP")	In case no LTP is available on Final Fixing Date then, LTP on previous business day will be considered, if such business day is not 14 days before the Final Fixing Date. In the absence of LTP,

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	clean price will be derived using yields of liquid securities of similar tenure and credit risk.																
Default Interest Rate	An interest of 2% p.a. on occurrence of any Event of Default including default in payment of interest and/or principal redemption on the due dates and/or creation of security.																
Redemption Date	Option 1 : Friday, July 17, 2020 Option 2 : Monday, August 10, 2020 Option 3 : Monday, January 18, 2021																
Redemption Value	<table border="1"> <thead> <tr> <th colspan="2">Option 1</th></tr> <tr> <th>Scenario</th><th>Redemption Value</th></tr> </thead> <tbody> <tr> <td>If Final Fixing Level \geq 25% of the Initial Fixing level</td><td>11,29,793</td></tr> <tr> <td>If Final Fixing Level $<$ 25% of the Initial Fixing level</td><td>10,00,000</td></tr> <tr> <th colspan="2">Option 2</th></tr> <tr> <th>Scenario</th><th>Redemption Value</th></tr> <tr> <td>If Final Fixing Level \geq 25% of the Initial Fixing level</td><td>11,39,142</td></tr> <tr> <td>If Final Fixing Level $<$ 25% of the Initial Fixing level</td><td>10,00,000</td></tr> </tbody> </table>	Option 1		Scenario	Redemption Value	If Final Fixing Level \geq 25% of the Initial Fixing level	11,29,793	If Final Fixing Level $<$ 25% of the Initial Fixing level	10,00,000	Option 2		Scenario	Redemption Value	If Final Fixing Level \geq 25% of the Initial Fixing level	11,39,142	If Final Fixing Level $<$ 25% of the Initial Fixing level	10,00,000
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	Option 3	
	Scenario	Redemption Value
	If Final Fixing Level \geq 25% of the Initial Fixing level	11,79,663
	If Final Fixing Level $<$ 25% of the Initial Fixing level	10,00,000
Redemption Premium/ Discount	N.A.	
Issue Price	Option 1: Rs 10,00,000 Option 2: Rs 10,00,000 Option 3: Rs 10,00,000	
Discount at which security is issued and the effective yield as a result of such discount	N.A	
Put Option Date	NA	
Put Option Price	NA	
Call Option Date	NA	
Call Option Price	NA	
Put Notification Time	NA	
Call Notification Time	NA	
Face Value of each Debenture	Option1 : Rs. 10,00,000 (Rs. 10 lakh only) Option 2 : Rs. 10,00,000 (Rs. 10 lakh only) Option 3 : Rs. 10,00,000 (Rs. 10 lakh only)	
Minimum Subscription	Rs. 1,00,00,000 (Rupees One Crore - 10 MLDs) each and in multiple of Rs. 10,00,000 (Rupees Ten lakh -1 MLD) thereafter	
Minimum amount of ticket size	Rs. 1 Crore	

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Price Method of Allotment	Uniform Pricing
Issue Opening Date	Friday, January 18, 2019
Issue Closing Date	Friday, January 18, 2019
Pay-in Date:	Friday, January 18, 2019
Issue Date/ Deemed Date of Allotment:	Friday, January 18, 2019
Issuance mode of instrument	In Dematerialized Mode
Trading mode of the instrument	In Dematerialized Mode
Settlement mode of the Instrument	Payment will be made by way of direct credit through Electronic Clearing Service (ECS), Real Time Gross Settlement (RTGS) or National Electronic Funds Transfer (NEFT)
Depository	NSDL & CDSL
Business Day Convention	Should any of the dates defined above or elsewhere in the Offer Document, excepting the Deemed Date of Allotment and the Redemption Date, fall on a Saturday, Sunday or a Public Holiday in Mumbai, the next business day shall be considered as the effective date. In case the Redemption Date or the Deemed Date of Allotment falls on a Saturday, Sunday or a Public Holiday in Mumbai, the previous business day shall be considered as the Redemption Date and the Deemed Date of Allotment as the case may be.
Record Date	15 days prior to each Coupon Payment/ Redemption Date/ put option date/ call option date and/ or the redemption date.
Security (Including description, type of security, type of charge, likely date of creation of security, minimum security cover, revaluation, replacement of security)	Secured by- (i) exclusive first charge on Specific standard Receivables of the Company with an asset cover of 1 times of the total amount outstanding at any time, and (ii)) pari-passu mortgage of all the right, title, and interest in all the part and parcel of super built up area of 510 square feet in the building known as "KGN Towers", A wing, sixth floor, Commander-in-chief Road, Egmore, Chennai – 600105, as may be agreed between the Company and the Trustees for the Debenture Holders. The Company shall be at liberty from time to time during the continuance of the security to issue at such future dates and in such denomination as it considers advisable, further convertible and/or non-convertible debentures and/or to raise further loans, advances and/or avail further financial and/or guarantee facilities from financial institutions, banks, and/or any other persons or entities in any other form by creating further charge on the assets/properties charged/mortgaged to the Debenture Trustees in respect of the Debentures to be issued in pursuance of this Offer Document, subject to obtaining the prior written consent of the Debenture Trustee. Consent of Debenture

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	holders of this issue is not required to be obtained for creation of further charge / pari-passu mortgage on the assets/properties charged/mortgaged to the Debenture Trustees in respect of such future Issue(s) of securities. The Company shall maintain an asset cover of 1 times of the total amount outstanding at all times
Security Cover	1.0 times the aggregate of sums outstanding (principal and interest) on the MLDs; provided that such security cover shall be calculated only in relation to the security mentioned at (a) hereinabove and the mortgage security referred to as (b) above shall be excluded for this purpose.
Transaction Documents	a. Debenture Trustee Agreement; b. Debenture Trust cum Mortgage Deed to be executed within 90 (ninety) days of closure of the Issue; c. Deed of Hypothecation; and d. Any other document designated as the Transaction Document by the Debenture Trustee.
Conditions Precedent to Disbursement	Standard conditions precedents applicable to issue of MLDs and creation of security
Conditions Subsequent to Disbursement	Standard conditions subsequent applicable to issue of MLDs and creation of security
Event of Default	As defined in Debenture Trust cum Deed of Hypothecation
Provisions related to Cross Default Clause	Not Applicable
Debenture Trustee	IDBI Trusteeship Ltd.
Inconsistency/repugnance	In the event of any inconsistency between this Offer Document and the Debenture Trust cum Deed of Hypothecation, the provisions of the Offer Document shall prevail.
Roles and Responsibilities of Debenture Trustee	As prescribed under the Transaction Documents.
Governing Laws and Jurisdiction	The MLDs shall be governed by and will be construed in accordance with the Indian law. The Issuer, the MLDs and Issuer's obligations under the MLDs shall, at all times, be subject to the directions of the RBI and the SEBI. The courts in Mumbai shall have exclusive jurisdiction with respect to matters relating to the MLDs.
Valuation Agency Fees	Fees paid to Valuation Agent by the Issuer shall be in the range of upto 0.03% p.a. on the face value of the outstanding MLDs.
Valuation Agency	CARE Ratings Ltd.
Risk Factors associated with Market Linked Debentures	The securities are created based on mathematical models involving derivative exposures which may or may not be hedged and the actual behavior of the securities if selected for hedging

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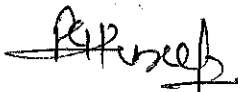
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	may significantly differ from the returns predicted by the mathematical models. The principal amount is subject to the credit risk of the issuer whereby the investor may or may not recover all or part of the funds in case of default by the Issuer.
Processing Fees	For each of this Debentures/NCDs applied for, a processing Fee of upto 0.40% p.a. of the Issue Price may be payable to the Primary Investor by the Issuer over and above the Issue Price. Note: For the avoidance of doubt such processing fee is not and should not be construed as payment of commission as mentioned under Section 40 of the Act and the rules made thereunder.

For L&T Finance Limited



Authorised Signatory

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Disclosure of Cash Flows

As mentioned above;

Option 1 :

The summary of the same is mentioned as below

If Final Fixing Level \geq 25% of the Initial Fixing level

Date	Outflows	Redemption Amount
	A	B
18-Jan-19	-1,000,000	
17-Jul-20		11,29,793

Calculated Yield (XIRR i.e IRR based on schedule of cash flows) 8.50%

If Final Fixing Level $<$ 25% of the Initial Fixing level

Date	Outflows	Redemption Amount
	A	B
18-Jan-19	-1,000,000	
17-Jul-20		1,000,000

Calculated Yield (XIRR i.e IRR based on schedule of cash flows) 0.00%

Option 2:

The summary of the same is mentioned as below

If Final Fixing Level \geq 25% of the Initial Fixing level

Date	Outflows	Redemption Amount
	A	B
18-Jan-19	-1,000,000	
10-Aug-20		11,39,142

Calculated Yield (XIRR i.e IRR based on schedule of cash flows) 8.70%

If Final Fixing Level $<$ 25% of the Initial Fixing level

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Date	Outflows	Redemption Amount
	A	B
18-Jan-19	-1,000,000	
10-Aug-20		1,000,000

Calculated Yield (XIRR i.e IRR based on schedule of cash flows) 0.00%

Option 3:

The summary of the same is mentioned as below

If Final Fixing Level \geq 25% of the Initial Fixing level

Date	Outflows	Redemption Amount
	A	B
18-Jan-19	-1,000,000	
18-Jan-21		11,79,663

Calculated Yield (XIRR i.e IRR based on schedule of cash flows) 8.60%

If Final Fixing Level $<$ 25% of the Initial Fixing level

Date	Outflows	Redemption Amount
	A	B
18-Jan-19	-1,000,000	
18-Jan-21		1,000,000

Calculated Yield (XIRR i.e IRR based on schedule of cash flows) 0.00%

Scenario Analysis

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

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Option 1:

Scenario		Price of 10 year G-Sec at Initial Level	Current YTM	Assumed price of 10 year G-Sec at final observation date	Indicative YTM range at final observation price	Return (XIRR)	Investment amount (Rs.)	Maturity amount (Rs.)
Moderately falling to rising market conditions	If IGB 7.26 01/14/29 Corp price on final fixing date $\geq 75\%$ of Digital level	100.15	7.2393%	≥ 75.11	$\leq 11.9417\%$	8.50%	10,00,000	11,29,793
Substantially falling conditions	If IGB 7.26 01/14/29 Corp price on final fixing date $< 75\%$ of Digital level but $\geq 25\%$ of Digital level	100.15	7.2393%	< 75.11 but ≥ 25.04	$> 11.9417\%$ but upto 35.5321%	8.50%	10,00,000	11,29,793
Extreme falling conditions	If IGB 7.26 01/14/29 Corp price on final fixing date $< 25\%$ of Digital level, then Payoff = Principal	100.15	7.2393%	< 25.04	$> 35.5321\%$	0%	10,00,000	10,00,000

Option 2:

Scenario		Price of 10 year G-Sec at Initial Level	Current YTM	Assumed price of 10 year G-Sec at final observation date	Indicative YTM range at final observation price	Return (XIRR)	Investment amount (Rs.)	Maturity amount (Rs.)
Moderately falling to rising market conditions	If IGB 7.26 01/14/29 Corp price on final fixing date $\geq 75\%$ of Digital level	100.15	7.2393%	≥ 75.11	$\leq 12.2159\%$	8.70%	10,00,000	11,39,142

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Substantially falling conditions	If IGB 7.26 01/14/29 Corp price on final fixing date < 75% of Digital level but > = 25% of Digital level	100.15	7.2393%	< 75.11 but >= 25.04	>12.2159 % but upto 36.9280%	8.70%	10,00,000	11,39,142
Extreme falling conditions	If IGB 7.26 01/14/29 Corp price on final fixing date < 25% of Digital level, then Payoff = Principal	100.15	7.2393%	< 25.04	> 36.9280%	0%	10,00,000	10,00,000

Option 3:

Scenario		Price of 10 year G-Sec at Initial Level	Current YTM (calcu)	Assumed price of 10 year G-Sec at final observatio n date	Indicative YTM range at final observati on price	Return (XIRR)	Investment amount (Rs.)	Maturity amount (Rs.)
Moderately falling to rising market conditions	If IGB 7.26 01/14/29 Corp price on final fixing date > = 75% of Digital level	100.15	7.2393%	>= 75.11	<=12.1305 %	8.60%	10,00,000	11,79,663
Substantially falling conditions	If IGB 7.26 01/14/29 Corp price on final fixing date < 75% of Digital level but > = 25% of Digital level	100.15	7.2393%	< 75.11 but >= 25.04	>12.1305 % but upto 36.3851%	8.60%	10,00,000	11,79,663

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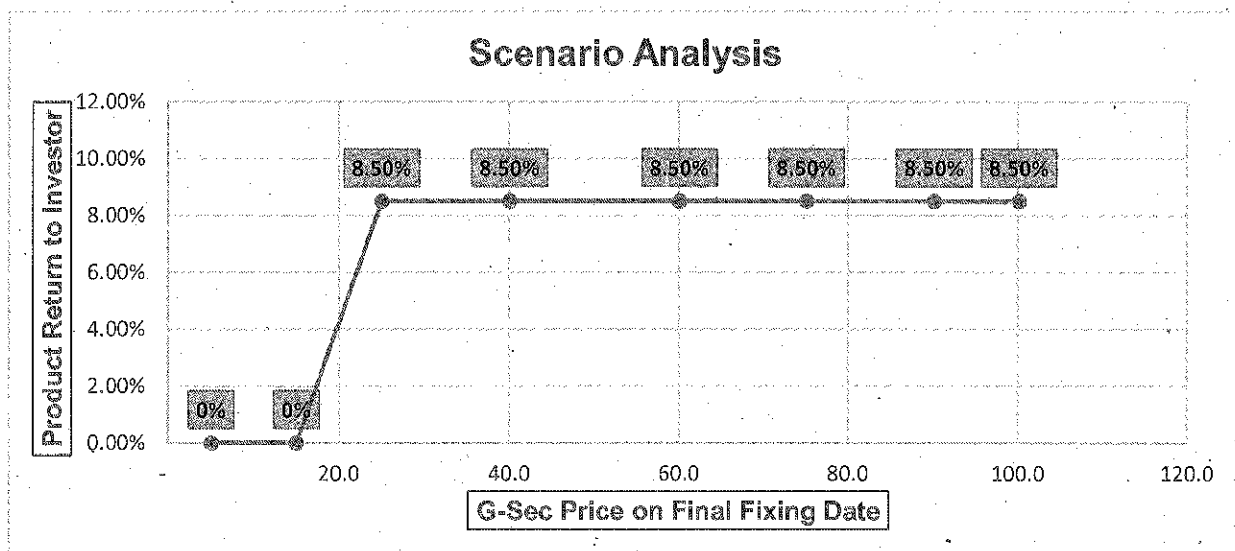
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Extreme falling conditions	If IGB 7.26 01/14/29 Corp price on final fixing date < 25% of Digital level, then Payoff = Principal	100.15	7.2393%	< 25.04	> 36.3851%	0%	10,00,000	10,00,000
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Option 1:



This is merely an illustration and it does not display all the payoff scenarios.

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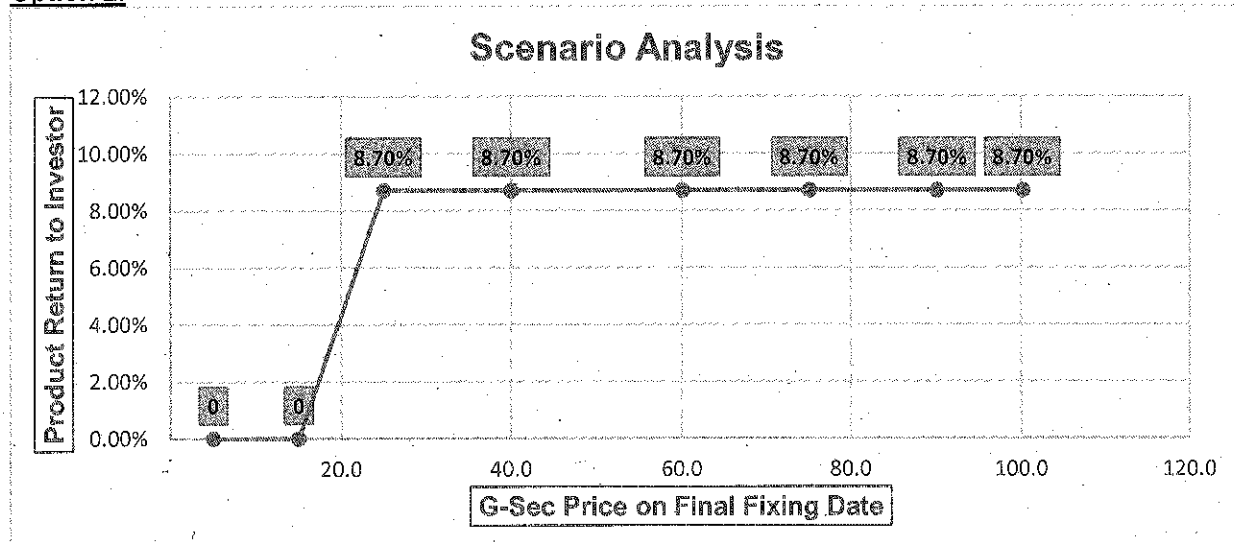
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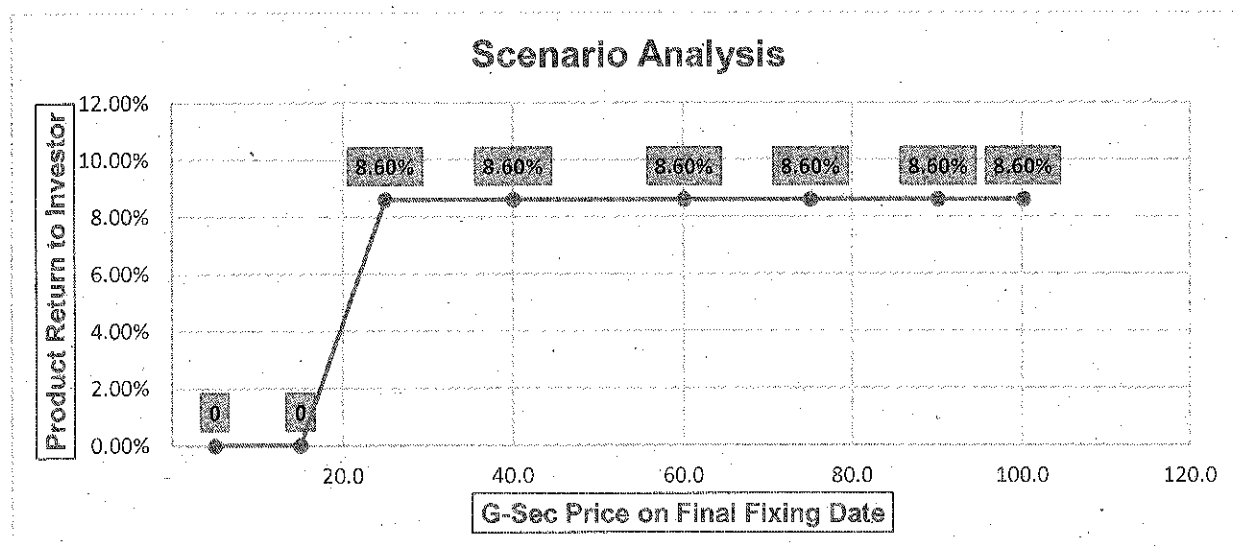
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Option 2:


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Option 3:


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