

IV. Stock Exchange Details (Please start with the Primary Stock Exchange)

Name of Stock Exchange in which listed or proposed to be listed	Listed/Proposed to be listed	Date of listing (if listed)	Permitted to trade (✓)	Stock Exchange Security code (if any)
1. N.A.				

We hereby certify that

- 1) The above information is correct to the best of our knowledge and that we have attached all the enclosures mentioned above.
- 2) All relevant guidelines that are applicable or any applicable directions, rules and regulations that may be applicable for the issuance of Debt Securities have been complied with.

We hereby also declare that on redemption of this Security we will extinguish the securities from the Investors account.

Signature  
 Name : Nitesh Varshney  
 Designation : Managing Director  
 Date : March 12, 2021



Term Sheet

Face Value	Each OFCD shall have a face value of Rs. 10,000
Issue Price	Each OFCD shall have an issue price of Rs. 10,000
Interest	The OFCD shall carry a cumulative interest of 0.0001% per annum. The interest on the OFCD shall accrue and be payable on maturity/redemption.
Option for Conversion	<p>The Company shall have an option for conversion at any time after allotment of the OFCD by giving one month notice to the OFCD holder, into such equal number of Equity Shares/such securities, based on the conversion ratio provided herein below,</p> <p>Number of Equity Shares/such securities issued upon conversion of 1 (one) OFCD = Face Value of 1 OFCD / Fair Market Value ("FMV") of 1 Equity Share/such securities at the time of conversion</p>
Tenure / Redemption	<p>The tenure of each OFCD shall be 10 (ten) years from the date of its issuance.</p> <p>The OFCD may be redeemed at any time earlier than 10 years (at any date after expiry of 30 days from the date of allotment of the OFCD) at the option of the Company.</p> <p>The OFCD shall be redeemable at par with the interest.</p>

**Radisys India Pvt. Ltd.**

6th Floor, Wing B, Electra, Exora Business Park (Behind Prestige Tech Park)

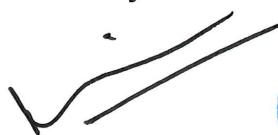
Marathahalli-Sarjapur Outer Ring Road, Bangalore, Karnataka - 560 103

Tel: +91.80.4014.0000 Fax: +91.80.4014.0001 [www.radisys.com](http://www.radisys.com)

CIN: U72200KA2004PTC033252 Email: [info.india@radisys.com](mailto:info.india@radisys.com)

Transfer	The OFCD shall be transferrable, subject to the provisions of the Act, the Memorandum, Articles, and any other statutory provisions, rules, directions as may be applicable to the Company, transferor and transferee concerned, as per applicable Law.
Listing/Trading	These OFCD will not be listed / traded in any stock exchange in India
Renunciation	Equity Shareholders shall be entitled to renounce OFCD offered to them in full or in part, in favour of any other person or persons.
Security	Since the OFCD are unsecured, no security shall be created
Application for additional OFCD	Equity shareholders will be allowed to apply for additional OFCD
Disposal of un-subscribed portion	Board to decide at its discretion
Ranking of equity shares on conversion	The equity shares arising out of conversion of the OFCD will rank <i>pari passu</i> in all respects with the then outstanding equity shares of the Company on the date of such conversion, except for dividend, if declared, shall be paid on pro-rata basis from the date of allotment of such equity shares.
Conditions attached to OFCD	<p>The OFCD shall;</p> <ul style="list-style-type: none"> <li>a) Not carry any rights as to voting and dividend.</li> <li>b) Not confer any right on the holders thereof to participate in any issue of bonus shares or shares issued by way of capitalization of shares.</li> <li>c) Not confer any rights upon holders thereof to participate in any offer or invitation by way of rights or otherwise to subscribe for additional shares in the Company.</li> <li>d)</li> </ul>

For Radisys India Private Limited




Nitesh Varshney  
Managing Director  
DIN: 01494603

**Date:** March 12, 2021

**Place:** Bangalore

**Radisys India Pvt. Ltd.**

6th Floor, Wing B, Electra, Exora Business Park (Behind Prestige Tech Park)  
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