

TERM SHEET - ISSUE DETAILS

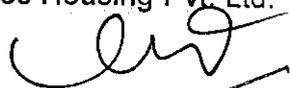
Security Name	Unlisted, Unsecured Optionally-Convertible Debentures (OCD)
Issuer	1000 Trees Housing Private Limited
Type and nature of Instrument	Optionally-Convertible Debentures
Mode of Issue	Private Placement
Investor	M/s India Realty Excellence Fund-III, a scheme of Realty Excellence Trust
Issue size	Rs. 73,00,00,000/- (Rupees Seventy Three Crores only)
Object of the Issue	Development of the Project of the Issuer.
Details of the utilization of the proceeds	<p>The Issuer shall utilise the Subscription Amount only towards the following purpose (hereinafter referred to as the "Purpose"):</p> <p>(a) Rs 45,00,00,000 (Rupees Forty Five Crores only) for general corporate purposes;</p> <p>(b) Rs. 10,00,00,000 (Rupees Ten Crores only) towards general corporate purposes;</p> <p>(c) Rs. 18,00,00,000 (Rupees Eighteen Crores only) towards the expenses to be incurred in obtaining Project Approvals, payments to Landowners and working capital expenses of the Project;</p> <p>after the Debentures have been issued and allotted, the Subscription Amount can be applied towards the above Purpose;</p>
Whether Secured or Unsecured	Secured
Type of Convertibility	Optionally-Convertible Debentures
Maturity	At the end of 60 months from the date of allotment Redemption of Debentures shall be done in 4 (four) equal installments payable at the end of the financial quarter ends i.e. 30 June 2023, 30 Sep 2023, 31 Dec 2023, 31st March 2024 respectively
Type of Interest	Fixed Rate
Interest	<p>"Interest" shall mean the interest payable on the principal sums outstanding of the Debentures, from time to time, at the rate of 10% (ten percent) per annum on the Subscription Amount, which shall be compounded on a quarterly basis wherein the first compounding shall start from March 31, 2019 and quarterly thereafter, Specified dates mentioned below:-</p> <p>30-Jun-2020 30-Sep-2020 31-Dec-2020 31-Mar-2021</p>

For 1000 Trees Housing Pvt. Ltd.


Authorized Officer

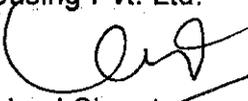
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Face value	Rs 10,00,000/- (Rupees Ten Lac only) each															
No. of OCDs	730															
Frequency of Interest payment with specified dates	"Interest Payment Date(s)" shall mean, the last day of each Quarter, and if such day is not a Business Day, then the previous Business Day.															
Put Option with specified dates	Yes in case of Event of Default only															
Put Notification Time	30 Days															
Call Option with specified dates	Yes Subject to applicable Laws, the Company and/or Mr. Getamber Anand shall have a call option right ("Call Option Right"), being the right of the Support Provider to call upon the Debenture Holders to sell any or all the Debentures held by the Debenture Holders at that time when Call Option Right is exercised (the "Call Option Securities") at an amount that yields an overall IRR of 21% (twenty one percent) on the entire Subscription Amount ("Call Option Strike Price") to any person nominated by the Support Provider															
Call Notification Time	30 Days															
Indicate Whether the instrument is rated	Not rated															
Whether Debentures/Bonds are perpetual in nature	No															
Redemption details	In 4 (four) equal installments payable at the end of the financial quarter ends i.e. <table border="1"> <thead> <tr> <th>Sl. No.</th> <th>Repayment Date</th> <th>Amount to be paid (in Rs. Crs)</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>30-Jun-2023</td> <td>18.25</td> </tr> <tr> <td>2</td> <td>30-Sep-2023</td> <td>18.25</td> </tr> <tr> <td>3</td> <td>31-Dec-2023</td> <td>18.25</td> </tr> <tr> <td>4</td> <td>31-Mar-2024</td> <td>18.25</td> </tr> </tbody> </table>	Sl. No.	Repayment Date	Amount to be paid (in Rs. Crs)	1	30-Jun-2023	18.25	2	30-Sep-2023	18.25	3	31-Dec-2023	18.25	4	31-Mar-2024	18.25
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For 1000 Trees Housing Pvt. Ltd.


Authorized Signatory

<p>Security</p>	<p>(a) An exclusive first ranking Security Interest:</p> <p>(i) by way of mortgage on all the rights, title, interest and benefit of the Company in accordance with the terms of and under the Development Documents, in all and singular in respect of the Subject Plot and all unsold Flats developed as part of the Project, which shall at any time hereafter during the continuance of the Security Interest hereby constituted be erected and standing or attached to the Subject Plot, and all rights to use common areas and facilities and incidentals attached thereto, together with all liberties, privileges, easements and appurtenances whatsoever attached to the said unsold Flats;</p> <p>(ii) by way of mortgage on all the rights, title, interest and benefit of the Company under the Development Documents, in all and singular in respect of the Saleable Area of the Project, both present and future; and</p> <p>(iii) by way of charge on all movable assets of the Company except Equipment Finance, including book debts, operating cash flows, receivables, commissions, revenues of whatsoever nature excluding the receivables from the Landowners share in the Saleable Area being 4,20,000 square feet, both present and future;</p> <p>(b) Pledge of 100% (one hundred percent) of the Shares of the Company;</p> <p>(c) Undated Cheques</p> <p>(d) Demand promissory note in favour of the Debenture Trustee;</p> <p>(e) Such other security as may be agreed upon by the Parties to be provided by the Obligors.</p>
<p>Debenture Trustee</p>	<p>Vistra (ITCL) India Limited</p>
<p>Registrar & Transfer Agent</p>	<p>BEETAL Financial & Computer Services Pvt Ltd.</p>
<p>Conversion Option</p>	<p>In case of occurrence of an Event of Default Debenture Holders have the right to exercise the Conversion Option, the Conversion Option Notice should be issued which shall state the following:</p> <ol style="list-style-type: none"> 1. Total number of the Debentures still outstanding as on the date of issuance of the Conversion Notice; 2. The Amounts Due (as certified by the Debenture Trustee) ("A"); 3. Valuation of the Company confirmed by 1 (one) registered valuer derived within 1 (one) month prior to the issuance of the Conversion Option Notice, wherein registered valuer shall be appointed by the Debenture Holders ("B"); 4. Number of Shares into which the Debentures shall be equal to such number of Shares of the Company which constitutes the following percentage of holding with respect to the total equity share capital of the Company (fraction, if any, to be ignored): A/B

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