

October 25, 2016

To,  
 Mr. P.K. Saha  
 Union Bank, Treasury Branch  
 Mumbai

**Sub: Non Convertible Debenture Issue of Cholamandalam Investment and Finance Co. Ltd.**

We thank you for agreeing to subscribe to our issuance of Private Placement of 3000 Secured Redeemable Non-Convertible Debentures of the Face Value of Rs. 10,00,000/- each aggregating to Rs.300,00,00,000/- as per terms below-

Issuer	<b>Cholamandalam Investment and Finance Company Ltd.</b>
Instrument	Secured Redeemable Non Convertible Debentures ("NCDs" or Debentures")
Issue Amount	<b>Rs. 300 Crores (in tranches of 100crs each)</b>
Maturity Date	<b>24-Oct-19</b>
Coupon Rate	<b>8.20%, payable annually</b>
Coupon Payment Frequency	Annual
Rating	AA (positive) from ICRA (Pronounced AA (positive) by ICRA)
Issuance	Only in Dematerialized form
Face Value	Rs. 10,00,000/- per Debenture (Rupees Ten Lacs only)
Minimum Application Size	10 Debentures (Rs. 10 lakhs) & 1 Debenture thereafter
Debenture Trustee	IDBI Trusteeship Services Ltd
Security	The Debenture shall be secured by way of an Exclusive Charge on Standard Receivables of the Company, with minimum asset coverage of 1.00 times of the outstanding NCDs, and a subservient charge over an immovable property
Security creation	The Security for the said Debentures shall be created in favour of Debenture Trustee within a period of 60 days from the date of disbursement, failing which an additional interest @ 2% p.a. on the outstanding amount of Debentures shall be payable from the date of disbursement till such creation of security to the satisfaction of the Debenture holder(s)

**Cholamandalam Investment and Finance Company Ltd.**

Dare House, 2, N.S.C. Bose Road, Parrys, Chennai 600001, India.

Tel : 91.44.30007172 / Fax : 91.44.25346464

Website : [www.cholamandalam.com](http://www.cholamandalam.com)

CIN – L65993TN1978PLC007576



Interest Calculation	Interest for each of the interest periods shall be calculated, on 'actual/ 365 (366 in case of a leap year) days' basis, on the face value of principal outstanding on the Debentures at the coupon rate rounded off to the nearest Rupee
Listing	The Debentures are proposed to be listed on the WDM segment of NSE
Depository	NSDL/CDSL
Record Date	Record Date for the Debentures shall be 15 calendar days prior to each interest payment and / or principal repayment date
Issue open, close & allotment (same day)	<ol style="list-style-type: none"> <li>1. 100crs on 25<sup>th</sup> Oct 16</li> <li>2. 100crs on 26<sup>th</sup> Oct 16</li> <li>3. 100crs on 27<sup>th</sup> Oct 16</li> </ol>
Value Date	Rs.100 Crs on 25-Oct-16, Rs.100 Crs on 26-Oct-16 and Rs.100 Crs on 27-Oct-16

RTGS Details	
Beneficiary Name	CHOLAMANDALAM INVESTMENT AND FINANCE COMPANY LTD
Bank Name	ICICI Bank Ltd
Account Number	000951000133
IFSC Code & Branch Name	ICIC0000009, Nungambakkam, Chennai

We request you to kindly consider our proposal and should you need any further information/clarification we shall be pleased to furnish the same.

Thanking you,

Yours faithfully,

**For Cholamandalam Investment and Finance Co. Ltd.,**



Sanjay Chaturvedi  
Sr. AVP- Treasury

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