

**8. Details of all default/s and/or delay in payments of interest and principal of any kind of term loans, debt securities and other financial indebtedness including corporate guarantee issued by the Issuer, in the past 5 years**

No default or delay in payment of interest and principal amount on term loans, cash credit facilities and other financial indebtedness including corporate guarantee issued by the issuer.

**o). Details of Promoters of the Issuer:- Details of Promoter Holding in the Issuer as on latest quarter ended i.e. December 31, 2017**

Please refer Annexure X

**p). Abridged version Audited Financial Information (like Statement of Profit & Loss and Statement, Balance Sheet and Cash Flow statement) for at least last three years and auditor qualifications, if any.**

Please refer Annexure XI–XI-A, XI-B, XI-C.

**q). Abridged version Latest Audited / Limited Review Half yearly Financial Information (like Profit & Loss statement and Balance Sheet) and auditor's qualifications, if any.**

NIL

**r). Details of debt securities issued and sought to be listed including face value, nature of securities mode of issue i.e. Private Placement (Summary Term Sheet / Terms of Raising of Securities)**

Summary Term Sheet	
Security Name	Reliance Commercial Finance Limited, 9.50% p.a., April 2023 (RCFL F Series B NCD 10)
Issuer	Reliance Commercial Finance Limited (RCFL)
Type of Instrument	Rated, Listed, Secured, Redeemable, Non-Convertible Debentures (NCDs) (RCFL F Series B NCD 10)
Board Resolution for raising the Debentures	July 1, 2017
Board Resolution for issuance of Information Memorandum	July 1, 2017
Shareholders' General Meeting Resolution Dated	July 1, 2017
Nature of Instrument	Secured
Seniority	Senior The Debentures Holders shall have first pari-passu charge over the Security created among the Trustee and the other lenders.
Mode of Issue	Private Placement
Eligible Investor	As mentioned in category of investors.
Listing	The Issuer proposes to submit listing document of this Series Debentures/NCDs issued under this Information Memorandum on the Wholesale Debt Market ("WDM") Segment of the BSE Limited ("BSE") within 15 (fifteen) days of the Date of Allotment.

Rating of the Instrument	CARE AA+ (Double A Plus) (Credit Watch with developing implications) by CARE Ratings Limited (formerly known as Credit Analysis & Research Limited) & BWR AA+ (BWR Double A Plus) (Outlook:Stable) by Brickwork Ratings India Private Limited
Issue Size/ Amount which the company intends to raise	Rs.500,00,00,000/- (Rupees Five Hundred Crore Only)
Option to retain oversubscription	Not Applicable
Subscription Amount	Rs.500,00,00,000/- (Rupees Five Hundred Crore Only)
Objects of the issue/ Purposes and Objects of the Offer	The Series Debentures / NCDs have been issued to raise resources to meet the ongoing funding requirements for the Company's business activities and refinancing of the existing debt obligations of the Company.
Details of utilization of the Proceeds	The issue proceeds shall be utilized in accordance with the Objects of the Issue.
Coupon Rate	9.50%, p.a.
Step Up /Step Down Coupon Rate	Not Applicable
Coupon Payment Frequency	Annually and on Maturity
Coupon payment dates	Payable Annually on April 05 each year starting from April 05, 2019 and on Maturity i.e. April 05, 2023
Coupon Type	Fixed
Coupon Reset Process	Not Applicable
Day Count Basis	Actual / Actual
Interest on Application Money	At coupon rate from the date of credit in Company's account till the day prior to the date of allotment
Default Interest Rate	Please refer page 40 of the Information Memorandum
Tenor	1,826 Days from the Deemed Date of Allotment
Redemption Date	April 05, 2023
Redemption Amount	100% of Principal Amount ( Face Value )
Redemption Premium / Discount	Not Applicable
Issue Price per Bond/ Price of the Security & Justification	100% of Principal Amount ( Face Value ) / (the security is being issued at par, with the Coupon Rate and Coupon Payment Frequency as already mentioned above which is in accordance with the prevailing market conditions at the time of issue)
Discount at which security is issued and the effective yield as a result of such discount	Not Applicable
Name and Address of the Valuer	Not Applicable
Put option Date	Not Applicable
Put option Price	Not Applicable
Call Option Date	Not Applicable
Call Option Price	Not Applicable

Put Notification Time	Not Applicable
Call Notification Time	Not Applicable
Face Value	Rs. 10,00,000/- each (Rupees Ten Lakh Only)
Minimum Application and in multiples of Debt securities thereafter	Minimum Application of 10 Debentures and in multiples of 1 Debenture thereafter.
Rating Related Covenants	<p>(a) Step Up: In the event the credit rating of the Debentures, is revised to 'AA-' by any Rating Agency (whether publicly or privately) including new assignments for existing and/or additional long term borrowings, the Coupon Rate, shall be immediately revised upwards by 25 basis points (0.25% p.a.). The Coupon Rate shall be revised upwards by a further 25 basis points (0.25% p.a.) for each credit notch downgrade below 'AA-'. The revised Coupon Rate shall be effective on and from the date on which the rating downgrade and/or new assignment occurs.</p> <p>(b) Accelerated Redemption: If the Credit Rating of the Issuer falls to "A-" or to a lower rating, by any rating agency (whether publicly or privately) or if the credit rating is withdrawn (unless substituted with a credit rating from a rating agency acceptable to the Majority Debenture Holders), each Debenture Holder shall have the right to ask for an accelerated redemption of the NCDs and such redemption will be made by the Issuer within 7 working days of the Debenture Holder making such request.</p>
Issue Timing/ Proposed Time Schedule	<p>1. Issue Opening Date April 04, 2018</p> <p>2. Issue Closing Date April 04, 2018</p> <p>3. Pay-in Date April 05, 2018</p> <p>4. Deemed Date of Allotment April 05, 2018</p> <p>The Issue Close Date / Pay-in Date may be rescheduled, at the sole discretion of the Issuer, to a date falling not later than 07 (seven) working days from the date mentioned herein. The actual Issue Close Date / Pay-in Date shall be communicated to each investor in the Allotment Advice.</p>
Issuance mode of the Instrument	These Debentures would be issued only in Dematerialized form (Demat) through authorized DP
Trading mode of the Instrument	Demat mode only
Settlement mode of the Instrument	RTGS / NEFT / Fund Transfer to the bank details as per NSDL/CDSL records.
Depository	NSDL and CDSL
Business Day Convention	Please refer 46 of the Information Memorandum
Record Date	15 days prior to each Coupon Payment / Redemption date

Security	(i) a first charge & mortgage over the Company's Gujarat Immovable Property (for details refer Annexure IV-A hereto); (ii) a first pari-passu charge on all present and future book debts, business receivables, current assets, investments and all other assets of the Company (for details refer Annexure IV-A hereto).	
Security Cover	The Company shall maintain a minimum asset cover of 100% at all times	
Contribution being made by Promoters or directors either as part of the offer or separately in furtherance of such objects	NIL	
Transaction Documents	<ol style="list-style-type: none"> <li>1. Debenture Trustee Agreement;</li> <li>2. Debenture Trust Deed;</li> <li>3. Information Memorandum;</li> <li>4. Rating letter from CARE&amp; BWR;</li> <li>5. Consent letter of Karvy Computershare Private Limited to act as Registrar &amp; Transfer Agent for the proposed issue;</li> <li>6. Tripartite agreement(s) between the Company, NSDL/ CDSL and the Registrar and Transfer Agent; and</li> <li>7. Uniform Listing Agreement with BSE Limited</li> </ol>	
Conditions Precedent to Disbursement	Not Applicable	
Condition Subsequent to Disbursement	Not Applicable	
Events of Default	Please refer page 52 of the Information Memorandum	
Provisions related to Cross Default Clause	Not Applicable	
Role and Responsibilities of Debenture Trustee	Please refer page 53 of the Information Memorandum	
Governing Law and Jurisdiction	Please refer page 53 of the Information Memorandum	
Pay-In Details for all successful Bidders	Settlement Bank	Yes Bank Limited
	Beneficiary Name	INDIAN CLEARING CORPORATION LTD. (ICCL)
	Account No.	ICCLEB
	IFSC Code	YESB0CMSNOC
Payment Details from ICCL to the Company	Settlement Bank	HDFC Bank Limited
	Branch	Fort
	Account No.	57500000006609
	Account Name	Reliance Commercial Finance Limited
	RTGS / IFSC Code	HDFC0000060
Registrar and Transfer Agents	Karvy Computershare Private Limited	

Trustees	Vistra ITCL (India) Limited (formerly IL & FS Trust Company Limited)
Arranger	Yes Bank Limited

**s). Illustration of Bond Cash Flows (to be disclosed in Information Memorandum as per SEBI Circular CIR/IMD/DF/18/2013 dated October 29, 2013 and CIR/IMD/DF-1/122/2016):**

Illustration of Bond Cash Flows to be shown in Information Memorandum:	
Company	Reliance Commercial Finance Limited
Face Value (per security)	Rs.10,00,000/-
Date of Allotment	April 05, 2018
Date of Redemption	April 05, 2023
Coupon Rate	<b>9.50%, p.a.</b>
Frequency of the Interest Payment with specified dates	Payable Annually on April 05 each year starting from April 05, 2019 and on Maturity i.e. April 05, 2023
Day Count Convention	Actual/ Actual

Cash Flows	Date (of actual payment)	No. of Days in Coupon Period	Amount (in Rupees)
Coupon 1	Friday, April 05, 2019	365	95,000.00
Coupon 2	Monday, April 06, 2020*	366	95,000.00
Coupon 3	Monday, April 05, 2021	365	95,000.00
Coupon 4	Tuesday, April 05, 2022	365	95,000.00
Coupon 5	Wednesday, April 05, 2023	365	95,000.00
Principal Redemption	Wednesday, April 05, 2023		1,000,000.00
Total			14,75,000.00

\* F.Y. 2020 is a Leap Year. The Schedule coupon payment date of April 05, 2020 is falling on bank holiday thus the payment will be done on next working day ie April 06,2020

Note: (i) Payment dates are subject to change as per holidays declared in that particular year. Payment convention to be followed as per SEBI Circular CIR/IMD/DF/18/2013 dated October 29, 2013 and CIR/IMD/DF-1/122/2016 dated November 11, 2016.

**t). Issue Size**

The Issue of Debentures is Rs.500/- crore (Rupees Five Hundred Crore Only) (For details please refer Summary Term Sheet)

**u). Minimum Subscription Size**

The minimum subscription size for this Issue is Rs.1 Crore and in multiples of Rs. 10 Lakh thereafter.