

Please refer Annexure IX

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. September 30, 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	Type I Reliance Commercial Finance Limited, 8.70% p.a., July 2025 (RCFL F Series T NCD 03)	Type II Reliance Commercial Finance Limited, 9.07% p.a., November 2027 (RCFL F Series T NCD 03)
Issuer	Reliance Commercial Finance Limited (RCFL)	
Type of Instrument	Rated, Listed, Unsecured, Subordinated, Redeemable, Non-Convertible, Debentures (Tier II NCDs) (RCFL F Series T NCD 03 Type I)	Rated, Listed, Unsecured, Subordinated, Redeemable, Non-Convertible, Debentures (Tier II NCDs) (RCFL F Series T NCD 03 Type II)
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	Unsecured	
Seniority	Subordinated	
Mode of Issue	Private Placement	
Eligible Investor	As mentioned in category of investors.	
Listing	The Issuer proposes to seek listing of Tier II Debentures/NCDs issued under this Information Memorandum on the Wholesale Debt Market ("WDM") Segment of the BSE Limited ("BSE") within 15 (fifteen) days of 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. 25,00,00,000 (Rupees Twenty Five Crore Only)	
Option to retain oversubscription	Not Applicable	
Subscription Amount	Rs. 25,00,00,000 (Rupees Twenty Five Crore Only)	
Objects of the issue/ Purposes and Objects of the Offer	The Series Tier II Debentures / NCDs have been issued to raise resources to (a) augment the Tier II Capital of the Company or (b) meet the ongoing funding requirements for the Company's business activities, for general corporate purposes 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	Type I 8.70%p.a	Type II 9.07%p.a
Step Up /Step Down Coupon Rate	Not Applicable	
Coupon Payment Frequency	Semi - Annually and on Maturity	
Coupon payment dates	Type I Payable Semi-Annually on May 09 and November 09 each year starting from May 09, 2018 and on maturity i.e. July 31, 2025	Type II Payable Semi-Annually on May 09 and November 09 each year starting from May 09, 2018 and on maturity i.e. November 08, 2027
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 43 of the Information Memorandum	
Tenor	Type I 2821 days from the Deemed Date of Allotment.	Type II 3651 days from the Deemed Date of Allotment.
Redemption Date	Type I July 31, 2025	Type II November 08, 2027
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 Lakhs Only).
Minimum Application and in multiples of Debt securities thereafter	Minimum Application of 10 Debentures and in multiples of 1 Debenture thereafter.

Issue Timing/ Proposed Time Schedule	
1. Issue Opening Date	November 08, 2017
2. Issue Closing Date	November 09, 2017
3. Pay-in Date	November 08, 2017 to November 09, 2017
4. Deemed Date of Allotment	November 09, 2017
	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.
Issuance mode of the Instrument	These Tier II 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 Effect of Holidays of the Information Memorandum
Record Date	15 days prior to each Coupon Payment / Redemption date
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"> 1. Debenture Trust Agreement 2. Debenture Trust Deed 3. Information Memorandum 4. Rating letter from CARE & BWR 5. Consent letter of Karvy Computershare Private Limited to act as Registrar & Transfer Agent for the proposed issue; 6. Tripartite agreement between the Company, NSDL/ CDSL and the Registrar and Transfer Agent; 7. Uniform Listing Agreement with BSE Limited
Conditions Precedent to Disbursement	Not Applicable
Condition Subsequent to Disbursement	Not Applicable
Events of Default	Please refer page 55 of the Information Memorandum
Provisions related to Cross Default Clause	Not Applicable
Role and Responsibilities of Debenture Trustee	Please refer page 56 of the Information Memorandum

Governing Law and Jurisdiction	Please refer page 56 of the Information Memorandum	
Payment Details	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	Not Applicable	

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	November 09, 2017	
Date of Redemption	Type I July 31, 2025	Type II November 08, 2027
Coupon Rate	Type I 8.70%p.a	Type II 9.07%p.a
Frequency of the Interest Payment with specified dates	Type I Payable Semi-Annually on May 09 and November 09 each year starting from May 09, 2018 and on maturity i.e. July 31, 2025	Type II Payable Semi-Annually on May 09 and November 09 each year starting from May 09, 2018 and on maturity i.e. November 08, 2027
Day Count Convention	Actual/ Actual	

Cashflow for Type I

Cash Flows	Date (of actual payment)	No. of Days in Coupon Period	Amount (in Rupees)
Coupon 1	Wednesday, May 09, 2018	181	43,142.00
Coupon 2	Friday, November 09, 2018	184	43,858.00
Coupon 3	Thursday, May 09, 2019	181	43,142.00
Coupon 4	Monday, November 11, 2019*	184	43,858.00
Coupon 5	Monday, May 11, 2020**	182	43,262.00
Coupon 6	Monday, November 09, 2020	184	43,738.00
Coupon 7	Monday, May 10, 2021***	181	43,142.00
Coupon 8	Tuesday, November 09, 2021	184	43,858.00
Coupon 9	Monday, May 09, 2022	181	43,142.00
Coupon 10	Wednesday, November 09, 2022	184	43,858.00
Coupon 11	Tuesday, May 09, 2023	181	43,142.00

Cash Flows	Date (of actual payment)	No. of Days in Coupon Period	Amount (in Rupees)
Coupon 12	Thursday, November 09, 2023	184	43,858.00
Coupon 13	Thursday, May 09, 2024****	182	43,262.00
Coupon 14	Monday, November 11, 2024*****	184	43,738.00
Coupon 15	Friday, May 09, 2025	181	43,142.00
Coupon 16	Thursday, July 31, 2025	83	19,784.00
Principal Redemption	Thursday, July 31, 2025		10,00,000.00
Total			16,71,926.00

* The Schedule coupon date November 09, 2019 is falling on bank holiday, thus coupon will be paid on the following working day i.e. November 11, 2019

** FY 2020 is a Leap Year The Schedule coupon date May 09, 2020 is falling on bank holiday, thus coupon will be paid on the following working day i.e. May 11, 2020

*** The Schedule coupon date May 09, 2021 is falling on bank holiday, thus coupon will be paid on the following working day i.e. May 10, 2021

**** FY 2024 is a Leap Year

***** FY 2024 is a Leap Year The Schedule coupon date November 09, 2024 is falling on bank holiday, thus coupon will be paid on the following working day i.e. November 11, 2024

Cashflow for Type II

Cash Flows	Date (of actual payment)	No. of Days in Coupon Period	Amount (in Rupees)
Coupon 1	Wednesday, May 09, 2018	181	44,977.00
Coupon 2	Friday, November 09, 2018	184	45,723.00
Coupon 3	Thursday, May 09, 2019	181	44,977.00
Coupon 4	Monday, November 11, 2019*	184	45,723.00
Coupon 5	Monday, May 11, 2020**	182	45,102.00
Coupon 6	Monday, November 09, 2020	184	45,598.00
Coupon 7	Monday, May 10, 2021***	181	44,977.00
Coupon 8	Tuesday, November 09, 2021	184	45,723.00
Coupon 9	Monday, May 09, 2022	181	44,977.00
Coupon 10	Wednesday, November 09, 2022	184	45,723.00
Coupon 11	Tuesday, May 09, 2023	181	44,977.00
Coupon 12	Thursday, November 09, 2023	184	45,723.00
Coupon 13	Thursday, May 09, 2024****	182	45,102.00
Coupon 14	Monday, November 11, 2024*****	184	45,598.00
Coupon 15	Friday, May 09, 2025	181	44,977.00
Coupon 16	Monday, November 10, 2025#	184	45,723.00
Coupon 17	Monday, May 11, 2026##	181	44,977.00
Coupon 18	Monday, November 09, 2026	184	45,723.00
Coupon 19	Monday, May 10, 2027###	181	44,977.00

Cash Flows	Date (of actual payment)	No. of Days in Coupon Period	Amount (in Rupees)
Coupon 20	Monday, November 08, 2027	183	45,474.00
Principal Redemption	Monday, November 08, 2027		10,00,000.00
Total			18,69,000.00

* The Schedule coupon date November 09, 2019 is falling on bank holiday, thus coupon will be paid on the following working day i.e. November 11, 2019

** FY 2020 is a Leap Year The Schedule coupon date May 09, 2020 is falling on bank holiday, thus coupon will be paid on the following working day i.e. May 11, 2020

*** The Schedule coupon date May 09, 2021 is falling on bank holiday, thus coupon will be paid on the following working day i.e. May 10, 2021

**** FY 2024 is a Leap Year

***** FY 2024 is a Leap Year The Schedule coupon date November 09, 2024 is falling on bank holiday, thus coupon will be paid on the following working day i.e. November 11, 2024

The Schedule coupon date November 09, 2025 is falling on Sunday , thus coupon will be paid on the following working day i.e. November 10, 2025

The Schedule coupon date May 09, 2026 is falling on bank holiday , thus coupon will be paid on the following working day i.e. May 11, 2026

The Schedule coupon date May 09, 2027 is falling on Sunday, thus coupon will be paid on the following working day i.e. May 10, 2027

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 Tier II Debentures is Rs. 15 crores (Rupees Fifteen Crores 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 Lakhs thereafter.

v Utilisation of Issue Proceeds / Objects of the issue

The NCDs have been issued to raise resources to augment the Tier II Capital of the Company and meet the ongoing funding requirements for the Company's business activities, for general corporate purposes and refinancing of the existing debt obligations of the Company. The issue proceeds shall be utilized for the said purpose.

w A statement containing particulars of the dates of, and parties to all material contracts, agreements involving financial obligations of the Issuer.

By very nature of its business, the Company is involved in large number of transactions involving financial obligations and, therefore it may not be possible to furnish details of all material contracts and agreements involving financial obligations of the Company. However, the contracts/documents referred below (not being