

Regd Off: 1B, 1st Floor, Court Chambers,
35, Sir Vithaldas Thackersey Marg,
New Marine Lines, Mumbai 400 020
Tel: 91 22 4354 8200; Fax: 91 22 2201 9051

SUMMARY TERM SHEET

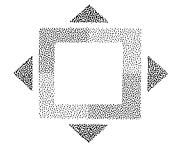
Issuer	CAPRI GLOBAL CAPITAL LIMITED
Issue Size	INR 10 Crores
Objects of the Issue	The issuer shall use the proceeds for Lending activities and other business activities as permitted by RBI Guidelines.
Instrument	Non-Convertible Debenture
Nature and status of Bonds	Secured, Rated, Listed, Redeemable Non-Convertible Debentures ("NCDs/Debentures")
Issuance Mode	Demat
Convertibility	Non-Convertible
Trading Mode	Electronic
Credit Rating	CARE A+
Face Value	INR 10,00,000
Premium/ Discount on Issue	At Par
Issue Price	INR 10,00,000
Premium/ Discount on redemption	At Par
Maturity	At the end of 3 years from the date of allotment
Redemption/ Maturity Date	January 20, 2020
Lock-in-Period	N.A.
Minimum Application	INR 1 Crore

Capri Global Capital Limited

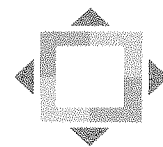
(CIN: L65921MH1994PLC173469)

Corp. Off: 4th Floor, Merchant Chambers, 41, Sir Vithaldas Thackersey Marg, New Marine Lines, Mumbai 400 020
Tel: +91 22 4088 8100; Fax: +91 22 4088 8170; E-mail: contact@cgcl.co.in; Website: www.cgcl.co.in

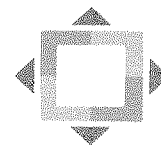




Put Option	At the end of 2 years from the date of allotment
Call Option	At the end of 2 years from the date of allotment
Call Option Price	At Par
Call/Put Notification Time	15 days prior to the call option date
Coupon Rate	10.50%
Step Up/ Step Down Coupon Rate	If the issuer's long term rating is downgraded to CARE A or below, then a step up in coupon of 0.25% p.a. will be applicable (for every downgrade) from the day of downgrade till maturity
Coupon Payment Frequency	Annual
Coupon / Interest Payment Date	January 20, every year till maturity
Coupon Type	Fixed
Coupon Reset Process (including rates, spread, effective date, interest rate cap and floor etc)	N.A.
Default Interest Rate	2% p.a. over the coupon rate will be payable by the Company for the defaulting period in case of default in payment of interest/redemption amount
Day Count Basis	Actual/Actual
Interest on Application Money	In respect of Investors to whom Debentures are Allotted in the Issue, interest on Application Money shall be paid at the Coupon Rate (subject to deduction of income tax under the provisions of the Income Tax Act, 1961, or any other statutory modification or re-enactment thereof, as applicable) on the aggregate face value amount of Debentures for the period starting from and including the date of realization of Application Money in Issuer's Bank Account up to but excluding the Deemed Date of Allotment. Such interest on Application Money shall be paid by the Issuer to the relevant Applicants within 15 days from the Deemed Date of Allotment.
Listing	Bombay Stock Exchange

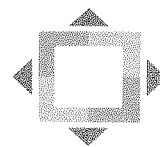


Trustees	IDBI Trusteeship Limited
Depository	NSDL
Registrars	Link Intime India Pvt. Ltd.
Settlement	Payment of interest and repayment of principal shall be made by way of cheque(s)/ interest/ redemption warrant(s)/ demand draft(s)/ credit through direct credit/ RTGS/ Fund Transfer/ NEFT or any other electronic mode offered by the Banks.
Business Day Convention	<p>Means a day (other than a Sunday or a Bank holiday) on which banks are open for general business in Mumbai.</p> <p>If the interest payment date falls on a holiday, the payment of interest up to original scheduled date, will be made on the following working day, however the dates of the future coupon payments would be as per the schedule originally stipulated at the time of issuing the security.</p> <p>If the Redemption Date (also being the last Coupon Payment Date) of the Bonds falls on a day that is not a Business Day, the redemption proceeds shall be paid by the Issuer on the immediately preceding Business Day along with interest accrued on the Bonds until but excluding the date of such payment.</p> <p>It is clarified that Interest/redemption with respect to debentures, interest/redemption payments shall be made only on the days when the money market is functioning in Mumbai.</p> <p>If the Record Date falls on a day which is not a Business Day, the immediately succeeding Business Day will be considered as the Record Date.</p>
Record Date	15 days prior to each Coupon Payment Date/ Redemption date.
Payment Mode	RTGS
Eligible Investors	<ol style="list-style-type: none">1. Mutual Funds2. Public Financial Institutions specified in Section 2(72) of the Companies Act 20133. Scheduled Commercial Banks4. State Industrial Development Corporations5. Insurance Companies registered with the Insurance Regulatory and Development Authority6. Provident Funds, Pension Funds, Gratuity Funds and Superannuation Funds authorized to invest in the Issue7. National Investment Funds set up by resolution no. F. No. 2/3/2005- DDII dated November 23, 2005 of the Government of India published in the Gazette of India8. Insurance funds set up and managed by army, navy or air force of the Union of India

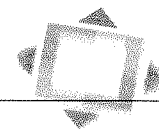


	<ol style="list-style-type: none"> 9. Companies and Bodies Corporate authorized to invest in debentures 10. Co-operative Banks and Regional Rural Banks authorized to invest in /debentures 11. Gratuity Funds and Superannuation Funds 12. Societies authorized to invest in debentures 13. Trusts authorized to invest in debentures 14. Foreign Institutional Investors and sub-accounts registered with SEBI or Foreign Portfolio Investors (not being an individual or family offices) 15. Statutory Corporations/ Undertakings established by Central/ State legislature authorized to invest in debentures. 16. Hindu Undivided Families 17. Partnership firms
Non-Eligible classes of Investors	<ol style="list-style-type: none"> 1. Minors 2. Non-resident investors being an individual including NRIs, QFIs (individual) and FPIs (individual or family offices) 3. Venture Capital Fund and Foreign Venture Capital Investor 4. Overseas Corporate Bodies <p>Person ineligible to contract under applicable statutory/regulatory requirements</p>
Transaction Documents	<p>Documentation customary to such transactions including:</p> <ul style="list-style-type: none"> • Debenture Trustee Agreement <p>Any other document agreed between Issuer and Debenture Trustee</p>
Conditions precedent to subscription of Bonds	<p>The subscription from investors shall be accepted for allocation and allotment by the Issuer subject to the following:</p> <ol style="list-style-type: none"> 1. Rating letters from CARE not being more than one-month-old from the issue opening date; 2. Seek a written consent letter from the Trustees conveying their consent to act as Trustees for the Debenture holders; 3. Making an application to BSE for seeking their in-principle approval for listing of Debentures.
Conditions subsequent to subscription of Bonds	<p>The Issuer shall ensure that the following documents are executed/ activities are completed as per time frame mentioned elsewhere in this Series 1 Tranche-I IM:</p> <ol style="list-style-type: none"> 1. Ensuring that the payment made for subscription to the Debentures is from the bank account of the entity subscribing to the Debentures and keep record of the bank accounts from where payments for subscriptions have

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	<p>been received and in case of subscription to the Debentures to be held by joint holders, monies are paid from the bank account of the person whose name appears first in the Application Form</p> <ol style="list-style-type: none">2. Maintaining a complete record of private placement offers in Form PAS-5 and filing the such record along with Private Placement Offer Letter in Form PAS-4 with the Registrar of Companies, Mumbai with fee as provided in Companies (Registration Offices and Fees) Rules, 2014 and with Securities and Exchange Board of India, within a period of thirty days of circulation of the Private Placement Offer Letter3. Filing a return of allotment of Debentures with complete list of all Debenture holders in Form PAS-3 under Section 42(9) of the Companies Act, 2013, with the Registrar of Companies, Mumbai within thirty days of the Deemed Date of Allotment along with fee as provided in the Companies (Registration Offices and Fees) Rules, 20144. Credit of Demat account(s) of the allottee(s) by number of Debentures allotted within the stipulated time from the Deemed Date of Allotment5. Taking steps for listing of Debentures with BSE within 20 days from the Deemed Date of Allotment of Debentures6. Submission of Debenture/Debenture Trust Deed with BSE within five working days of execution of the same for uploading on their website <p>Besides, the Issuer shall perform all activities, whether mandatory or otherwise, as mentioned elsewhere in this Private Placement Offer Letter.</p>
Cross Default	<p>An Event of Default shall arise if the Issuer/Promoter Group:</p> <ol style="list-style-type: none">(A) defaults in any payment of Indebtedness beyond the period of grace if any, provided in the instrument or agreement under which such Indebtedness was created; or(B) any Indebtedness of the Company is declared to become due and payable prior to its specified maturity as a result of an event of default (however described).(C) any encumbrance over any assets of the Company to secure any Financial Indebtedness (other than the Debentures) is enforced by any lender
Role and Responsibilities of Trustees	<p>The Trustees shall protect the interest of the Debenture holders as stipulated in the Debenture Trust Deed and in the event of default by Issuer in regard to timely creation of security, payment of interest and repayment of principal and shall take necessary action at the cost of Issuer. No Debenture holder shall be entitled to proceed directly against Issuer unless the Trustees, having become</p>



	so bound to proceed, fail to do so.
Governing Law and Jurisdiction	The Debentures are governed by and shall be construed in accordance with the existing laws of India. Any dispute arising thereof shall be subject to the jurisdiction of courts of Mumbai.
Additional Covenants	<p>Covenant testing would be carried out on a semi-annual basis based on Issuer's audited financials as of March 31st each year and audited financial statements as on September 30 each year.</p> <p>A. Debt Equity Ratio of not more than 2.5 times B. Capital adequacy to be maintained more than 20% or as per the prevalent guidelines issued by Reserve Bank of India (RBI), whichever is higher C. Gross NPL to Total Advances < 4.0% D. Minimum Equity of INR 10.00 Billion</p> <p>"Debt" shall mean the aggregate of - (i) secured loans, (ii) unsecured loans (excluding sub-debt), (iii) working capital loans, (iv) non-convertible bonds, (v) preference shares (less than five years), and (vi) capitalized lease rentals where applicable;</p> <p>"Debt – Equity Ratio" shall mean the result, expressed as a fraction, obtained by dividing the Debt by Equity</p> <p>"Equity" shall mean aggregate of (1) equity share capital, (2) preference share capital (Five years or more), (3) share application money, (4) reserves and surplus</p>
Applicable RBI Guidelines	Any rule, regulations, guideline or amendment as may be issued by RBI from time to time.
Issue Opening Date	January 20, 2017
Issue Closing Date	January 20, 2017
Pay In Dates	January 20, 2017
Deemed Date of Allotment	January 20, 2017