

Addendum to Disclosure Document dated 25th November 2016 ✓

Pricing Supplement Dated 08th February 2017 ✓

Private Placement of Secured, Redeemable, Non-Convertible debenture issue of Tata Capital Financial Services Limited pursuant to Disclosure Document dated 25th November 2016 ✓

Private Placement of 1000 Secured, Redeemable, Non-Convertible, Debentures of the Face Value of Rs. 10,00,000 each aggregating to Rs. 100,00,00,000 (Rupees One Hundred Crore only) to be listed on the WDM Segment of the NSE. ✓

Security Name	TCFSL NCD "A1" FY 2016-17 ✓
Issuer / Company	Tata Capital Financial Services Limited
Type of Instrument	Secured, Redeemable Non-Convertible, Debentures
Nature of Instrument	Secured
Seniority	Senior Debt
Mode of Issue	Private Placement
Eligible Investors	Refer (IX) Offering Information in Point No.09 of the Information Memorendum
Listing (including name of stock Exchange(s) where it will be listed and timeline for listing	On the Wholesale Debt Market (WDM) segment of National Stock Exchange of India Limited
Rating of the instrument	ICRA AA+ (Stable) by ICRA LIMITED ✓
Issue Size	Rs. 100,00,00,000 (Rupees One Hundred Crore Only) ✓
Option to retain oversubscription (Amount)	-
Object of the Issue	Refer (VII) Offering Information of the Information Memorendum
Details of the utilization of the proceeds	Refer (VII) Offering Information of the Information Memorendum
Coupon Rate	7.8417% p.a. ✓
Step Up / Step Down Coupon Rate	Not Applicable
Coupon Payment Frequency	Annually & On Maturity ✓
Coupon Payment Dates	08/02/2018, 08/02/2019, 04/03/2019 ✓
Coupon Type	Fixed Rate
Coupon Reset Process (including rates, Spread, effective date, interest rate cap and floor etc.	Not Applicable
Days Count Basis	Actual by Actual
Interest on Application Money	Not Applicable
Default Interest Rate	-
Tenor from deemed date of allotment	754 days ✓
Redemption Date	04/03/2019 ✓
Redemption Amount per NCD	Rs. 10,00,000/- Per NCD
Redemption Premium / Discount	Nil
Issue Price	At Par, Rs. 10,00,000 (Rupees Ten Lacs only) per NCD
Discount at which security is issued and the effective yield as a result of such discount	-

TATA CAPITAL FINANCIAL SERVICES LIMITED

Corporate Identity Number U67100MH2010PLC210201

Tower A 1101 Peninsula Business Park Ganpatrao Kadam Marg Lower parel Mumbai 400 013 India

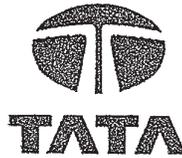
Tel 91 22 6606 9000 Web www.tatacapital.com

Registered Office One Forbes Dr V B Gandhi Marg Fort Mumbai 400 001 India Tel 91 22 6745 9000

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For TATA CAPITAL FINANCIAL SERVICES LIMITED

[Signature]
Authorised Signatories



Put Option Price	None	
Call Option Date	None	
Call Option Price	None	
Put Notification Time	None	
Call Notification Time	None	
Face Value	Rs. 10,00,000 (Rupees Ten Lacs only)	
Minimum Application and in multiples of Debt securities thereafter	Minimum Subscription of 1 NCD's (Face Value per NCD Rs10,00,000/-)	
Issue Timing		
Issue Opening Date	08 th February, 2017	
Issue Closing Date	08 th February, 2017	
Pay-in Date	08 th February, 2017	
Deemed Date of Allotment	08 th February, 2017	
Bank Account details in case of application amount remitted by Real Time Gross Settlement (RTGS)	Name of beneficiary	Tata Capital Financial Services Limited
	Name of Bank	HDFC Bank Limited
	Account No	00600310030555
	Branch	Fort Branch
	Address of Bank / Branch	Motwani Chambers, Fort, Mumbai 400001
	IFSC Code	HDFC0000060
Issuance mode of the Instrument	Demat only	
Trading mode of the Instrument	Demat only	
Settlement mode of the Instrument	Refer (IX) Offering Information in Point No.20 of the Information Memorandum	
Depository	National Securities Depository Limited & Central Depository Services (India) Limited	
Business Day Convention	Refer (IX) Offering Information of the Information Memorandum	
Record Date	15 Days prior to the relevant event.	
Security	Specific immovable property and movable property of the Company (for details please refer to clause 26 on security / further borrowings under Section (IX) – Offering Information of this Disclosure Document)	
Security Cover	"1.00" time Security for entire tenure of this issue size.	
Transaction Documents	As per Mutual Agreement and Relevant Applicable Guidelines	
Condition Precedent to Disbursement	None	
Condition Subsequent to Disbursement	None	
Events of Default	-	
Provision related to Cross Default Clause	-	
Role and Responsibilities of Debenture Trustee	Refer (IX) Offering Information in Point No.31 of the Information Memorandum	
Governing Law and Jurisdiction	India	
Arrangers /Broker's Name	A K CAPITAL SERVICES LIMITED ✓	

Redemption / Payment of Interest

In order to ensure uniformity for payment of interest / redemption with respect to debt securities, it has been decided that interest / redemption payments shall be made only on the days when the money market is functioning in Mumbai. (Refer SEBI Circular CIR/IMD/DF-1/122/2016 dated November 11, 2016)

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Redemption amount payable to each debenture holder shall be paid by warrants bearing the redemption payment dates or by way of RTGS where such details have been provided. Such warrants shall be dispatched to the debenture holders whose names appear on the register of debenture holders on the record date i.e. 15 days before the redemption payment date and in case of joint holders, to the one whose name appears first in the Register of debenture holders. In the event of the company not receiving any notice of transfer on the record date i.e. 15 days before the redemption payment date, the transferee(s) for the debentures shall not have any claim against the company in respect of amount so paid to the registered Debenture holders.

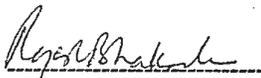
The interest payable to each Debenture Holder(s) / Investor(s) shall be paid by interest warrants bearing the interest payment dates or by way of RTGS where such details have been provided. Such warrants shall be dispatched to the Debenture Holder(s) / Investor(s) whose names appear on the register of Debenture Holder(s) / Investor(s) on the record date i.e. 15 days before the Interest payment date, and in case of joint holders, to the one whose name appears first in the Register of Debenture Holder(s) / Investor(s). In the event of the company not receiving any notice of transfer on the record date i.e. 15 days before the interest payment date, the transferee(s) for the NCDs shall not have any claim against the company in respect of amount so paid to the registered Debenture Holder(s) / Investor(s).

The Interest shall be computed on the basis of actual number of days elapsed in a year, for this purpose a year to comprise of a period of 365 days. If the interest period from start date to end date includes Feb 29, then interest shall be paid on the basis of (end date – start date)/366 days.

Wherever the signature(s) of such transferor(s) in the intimation sent to the company is/are not in accordance with the specimen signature(s) of such transferor(s) available on the records of the company, all payments on such debenture(s) will be kept at abeyance by the company till such time as the company is satisfied in this regard.

(The Issuer reserves the right to vary any of the above dates at its sole discretion, without giving any reasons or prior notice)

For Tata Capital Financial Services Limited



Authorised Signatories





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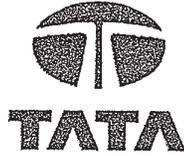
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Cashflow Sheet - TCFSL NCD "AI" Series FY 2016-17

Date	Event	From	To	Number of Days	Coupon Rate	Face Value per NCD	Amount in Rupees - Per NCD
08-Feb-18	Interest	08-Feb-17	07-Feb-18	365	7.8417%	10,00,000	78,417
08-Feb-19	Interest	08-Feb-18	07-Feb-19	365	7.8417%	10,00,000	78,417
04-Mar-19	Interest	08-Feb-19	03-Mar-19	24	7.8417%	10,00,000	5,156
04-Mar-19	Principal						10,00,000
	Total			754			11,61,990

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TATA CAPITAL FINANCIAL SERVICES LIMITED

Allotment of Secured, Redeemable, Non-Convertible Debentures (NCDs)– Series TCFSL NCD 'AI' FY 2016-17

At the Meeting of the Board of Directors of Tata Capital Financial Services Limited held on October 28, 2016, the consent of the Board of Directors was accorded to raise funds aggregating upto Rs. 3000 Crore, by way of issue of Secured, Redeemable, Non-Convertible Debentures of the face value of Rs. 10,00,000 each on a private placement basis. Further, at the said Board Meeting, any two of the following persons were jointly authorized to allot the NCDs, from time to time:

- i. Mr. Praveen P. Kadle
- ii. Mr. Puneet Sharma
- iii. Mr. Kiran Joshi
- iv. Ms. Avan Doomasia
- v. Ms. Sarita Kamath
- vi. Mr. Amol Dalvi
- vii. Mr. Mandar Joshi
- viii. Mr. Rajesh Bhakade
- ix. Mr. Sarvesh Laturia

The below Investor has subscribed to 1000 NCDs of the face value of Rs. 10,00,000 each, on February 08, 2017 in terms of Disclosure Document dated November 25, 2016, Offer Letter dated February 08, 2017 and Pricing Supplement for TCFSL NCD 'AI' FY 2016-17 dated February 08, 2017.

**INVESCO MUTUAL FUND - ITPL – INVESCO
INDIA SHORT TERM FUND**

1000 NCD's

Pursuant to the powers delegated to us jointly as above, we hereby allot 1000 NCDs of Rs 10,00,000/- each aggregating Rs. 100,00,00,000/- (Rupees One Hundred Crore only) at Coupon of 7.8417% p.a. for a period of 754 days from Deemed Date of Allotment – February 08, 2017.

Yours faithfully,

For Tata Capital Financial Services Limited

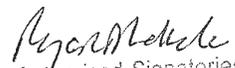

Rajesh Bhakade
Deputy Vice President-Treasury


Mandar Joshi
Deputy Vice President-Treasury

Place: Mumbai
Date: February 08, 2017



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For TATA CAPITAL FINANCIAL SERVICES LIMITED


Authorised Signatories

Circular No.: NSDL/PI/2017/0354

Date: February 9, 2017

All Participants are hereby informed that the following ISINs have been activated for the purpose of dematerialization of debt instruments of the companies and the details as intimated to NSDL by the Issuers are given hereunder:

Sr. No.	Company and Security Type	ISIN	Description in NSDL	Issue Price / Face Value (₹)	Issue Date/ Date of Allotment	Redemption	Coupon Rate	Frequency of the Interest Payment	Put/Call Option With Specified Dates	Certificate Nos/ (DIS/NO) From - To	Registrar With BP ID No	Address Where Physical Securities is to be sent	Remarks
1	RELiance CAPITAL LIMITED-50 INDEX LINKED SECURED NON CONVERTIBLE SERIES B/405 TYPE II DATE OF MATURITY 08/06/2020	INE013A070L7	RELiance CAPITAL LIMITED SR-B/405 TYPE II FVRS1LAC	1000000/1000000	07-Feb-17	08-Jun-20	NIFTY 50 INDEX LINKED	ON MATURITY i.e. 08-JUN-20	Put: NA Call: NA	NA	INZ00078	MR. J. Siva Kumar Deputy General Manager Karvy Computershare Private Limited Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032 Phone:040-67161752 Fax:040-67161752 Email:sivakumar.j@karvy.com	
2	RELiance CAPITAL LIMITED-NIFTY 50 INDEX LINKED SECURED NON CONVERTIBLE SERIES B/405 TYPE I DATE OF MATURITY 07/08/2020	INE013A079K0	RELiance CAPITAL LIMITED SR-B/405 TYPE I BR NCD 07AG20 FVRS1LAC	1000000/1000000	07-Feb-17	07-Aug-20	NIFTY 50 INDEX LINKED	ON MATURITY i.e. 07-AUG-20	Put: NA Call: NA	NA	INZ00078	MR. J. Siva Kumar Deputy General Manager Karvy Computershare Private Limited Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032 Phone:040-67161752 Fax:040-67161752 Email:sivakumar.j@karvy.com	
3	FIVE-STAR BUSINESS FINANCE LIMITED-11.45% SECURED RATED LISTED REDEEMABLE NON CONVERTIBLE DEBENTURES IN THE FORM OF SEPARATELY TRANSFERABLE REDEEMABLE PRINCIPAL PARTS. STRPPS 4, DATE OF MATURITY 07/11/2019	INE128S07093	FIVE-STAR BUSINESS FINANCE LIMITED STRPP-4 11.45 NCD 07RV19 FVRS1LAC	1000000/1000000	07-Feb-17	07-Nov-19	11.45%	MONTHLY ON 07TH STARTING 07-MAR-17 TILL 07-NOV-19	Put: NA Call: NA	NA	INZ00963	MR. NILESH BHANDARE ASSISTANT MANAGER NSDL DATABASE MANAGEMENT LIMITED 4TH FLOOR, TRADE WORLD A WING, KAMLA MILLS COMPOUND, SENAPATI BAPAT MARG, LOWER PAREL, MUMBAI 400 013 Phone:022 4914 2591 Email:nileshb@nsdl.co.in	
4	FIVE-STAR BUSINESS FINANCE LIMITED-11.45% SECURED RATED LISTED REDEEMABLE NON CONVERTIBLE DEBENTURES IN THE FORM OF SEPARATELY TRANSFERABLE REDEEMABLE PRINCIPAL PARTS. STRPPS 5, DATE OF MATURITY 07/02/2020	INE128S07101	FIVE-STAR BUSINESS FINANCE LIMITED STRPP-5 11.45 NCD 07FB20 FVRS1LAC	1000000/1000000	07-Feb-17	07-Feb-20	11.45%	MONTHLY ON 07TH STARTING 07-MAR-17 TILL 07-FEB-20	Put: NA Call: NA	NA	INZ00963	MR. NILESH BHANDARE ASSISTANT MANAGER NSDL DATABASE MANAGEMENT LIMITED 4TH FLOOR, TRADE WORLD A WING, KAMLA MILLS COMPOUND, SENAPATI BAPAT MARG, LOWER PAREL, MUMBAI 400 013 Phone:022 4914 2591 Email:nileshb@nsdl.co.in	
5	FIVE-STAR BUSINESS FINANCE LIMITED-11.45% SECURED RATED LISTED REDEEMABLE NON CONVERTIBLE DEBENTURES IN THE FORM OF SEPARATELY TRANSFERABLE REDEEMABLE PRINCIPAL PARTS. STRPPS 1, DATE OF MATURITY 07/02/2019	INE128S07069	FIVE-STAR BUSINESS FINANCE LIMITED STRPP-1 11.45 NCD 07FB19 FVRS1LAC	1000000/1000000	07-Feb-17	07-Feb-19	11.45%	MONTHLY ON 07TH STARTING 07-MAR-17 TILL 07-FEB-19	Put: NA Call: NA	NA	INZ00963	MR. NILESH BHANDARE ASSISTANT MANAGER NSDL DATABASE MANAGEMENT LIMITED 4TH FLOOR, TRADE WORLD A WING, KAMLA MILLS COMPOUND, SENAPATI BAPAT MARG, LOWER PAREL, MUMBAI 400 013 Phone:022 4914 2591 Email:nileshb@nsdl.co.in	
6	FIVE-STAR BUSINESS	INE128S07077	FIVE-STAR	1000000/1000000	07-Feb-17	07-May-19	11.45%	MONTHLY ON	Put: NA	NA	INZ00963	MR. NILESH BHANDARE	

