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**Addendum to Disclosure Document dated January 31<sup>st</sup>2019**

**Pricing Supplement Dated 26<sup>th</sup> September 2019**

Private Placement of Secured, Redeemable, Non-Convertible debenture issue of Tata Capital Financial Services Limited pursuant to Disclosure Document dated January 31<sup>st</sup>2019

ISIN Number	INE306N07KM7 ✓
Security Name	TCFSL NCD "I" FY18-19 ✓
Date of Allotment	January 03, 2019 ✓
Rate of Interest	8.8839% p.a. ✓
Date of Maturity	June 10, 2022 ✓
Amount Allotted	Rs. 40,00,00,000 (Rupees Forty Crores only) ✓

Private Placement of 100 Secured, Redeemable, Non-Convertible, Debentures of the Face Value of Rs. 10,00,000 each aggregating to Rs. 10,00,00,000 (Rupees Ten Crores Only) to be listed on the WDM Segment of the NSE. (Reissuance no 1) ✓

Security Name	TCFSL NCD "I" FY 2018-19 ✓
Issuer / Company	Tata Capital Financial Services Limited
Type of Instrument	Secured, Redeemable Non-Convertible,
Nature of Instrument	Secured
Seniority	Senior Debt
Mode of Issue	Private Placement
Eligible Investors	Refer (X) Offering Information in Point No.09 of the Disclosure Document
Listing (including name of stock Exchange(s) where it will be listed and timeline for listing	On the Wholesale Deb Market(WDM) segment of National Stock exchange of India Limited
Rating of the instrument	ICRA AAA (Stable) by ICRA LIMITED
Issue Size	Rs. 10,00,00,000 (Rupees Ten Crores Only) ✓ Rs. 175,00,00,000 (Rupees One Hundred and Seventy Five Crores Only) Green Shoe Option
Option to retain oversubscription (Amount)	The Green Shoe parameter set for EBP Bidding was Rs 175 Crore. Company has not received and accepted bids under the Green Shoe Option

✓

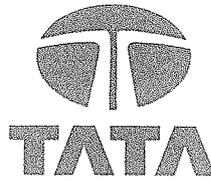
**TATA CAPITAL FINANCIAL SERVICES LIMITED**

Corporate Identity Number U67100MH2010PLC210201

11th Floor Tower A Peninsula Business Park Ganpatrao Kadam Marg Lower Parel Mumbai 400 013

Tel 91 22 6606 9000 Web www.tatacapital.com

Registered Office 11th Floor Tower A Peninsula Business Park Ganpatrao Kadam Marg Lower Parel Mumbai 400 013



Issue Price	Clean Price :- 10,25,304.00 per NCD Accrued Interest :- 64,986.00 per NCD Dirty Price :- 10,90,290.00 per NCD ✓
Total Consideration (100 NCDs of FV Rs, 10,00,000 each)	Consideration :- 10,25,30,400 Accrued Interest :- 64,98,600 ✓ <b>Total Consideration :- 10,90,29,000</b>
Object of the Issue	Refer (VIII) Offering Information of the Disclosure Document
Details of the utilization of the proceeds	Refer (VIII) Offering Information of the Disclosure Document
Coupon Rate	8.8839% p.a ✓
Step Up / Step Down Coupon Rate	Not Applicable
Coupon Payment Frequency	Annually and on maturity
Coupon Payment Dates	03-Jan-20, 04-Jan-21 03-Jan-22, 10-Jun-22 ✓
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
Tenor from Original date of allotment	1254 Days from deemed date of allotment ✓
Residual Tenor of further issuance	987 Days from deemed date of allotment ✓
Redemption Date	10-06-2022 ✓
Redemption Amount per NCD	Rs 10,00,000 per NCD ✓
Redemption Premium / Discount	NIL
Discount at which security is issued and the effective yield as a result of such discount	-
Put Option Date /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 Rs.10,00,000/-)

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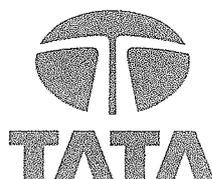
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<b>Funds Transfers Details</b>	<b>Kindly Transfer Fund / RTGS to NSCCL Virtual account as per EBP guidelines</b>	
Issue Timing Issue Opening Date Issue Closing Date Pay-in Date Deemed Date of Allotment	26 <sup>th</sup> September 2019 (EBP Portal – Bidding Open – 10.30 am) 26 <sup>th</sup> September 2019 (EBP Portal – Bidding Close – 11.30 am) 27 <sup>th</sup> September 2019 27 <sup>th</sup> September 2019 ✓	
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 (X) Offering Information in Point No.20 of the Disclosure Document	
Depository	National Securities Depository Limited & Central Depository Services (India) Limited	
Business Day Convention	Refer (X) Offering Information of the Disclosure Document	
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 (X) – 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 (X) Offering Information in Point No.31 of the Disclosure Document	
Governing Law and Jurisdiction	India	

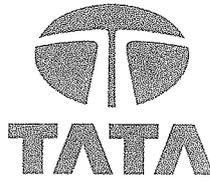
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Arrangers / Broker's Name	INDUSIND Bank Limited
Additional covenants	<p>Default in Payment: In case of default in payment of Interest and/or principal redemption on the due dates, additional interest of atleast @ 2% p.a. over the coupon rate shall be payable by the Company for the defaulting period</p> <p>Delay in Listing: In case of delay in listing of the debt securities beyond 20 days from the deemed date of allotment, the Company shall pay penal interest of atleast @ 1 % p.a. over the coupon rate from the expiry of 30 days from the deemed date of allotment till the listing of such debt securities to the investor.</p>

**Tata Capital Financial Services Limited**

**Cash flow Sheet - TCFSL NCD "I" Series FY 2018-19**

Date	Event	From	To	Number of Days	Coupon Rate	Face Value per NCD	Amount in Rupees - Per NCD
03-Jan-20	Interest	03-Jan-19	02-Jan-20	365	8.8839%	10,00,000	88,839
04-Jan-21	Interest	03-Jan-20	02-Jan-21	366	8.8839%	10,00,000	88,839
03-Jan-22	Interest	03-Jan-21	02-Jan-22	365	8.8839%	10,00,000	88,839
10-Jun-22	Interest	03-Jan-22	09-Jun-22	158	8.8839%	10,00,000	38,456
10-Jun-22	Principal						10,00,000
	<b>Total</b>			<b>1,254</b>			<b>13,04,973</b>

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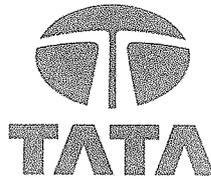
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### Redemption / Payment of Interest

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)

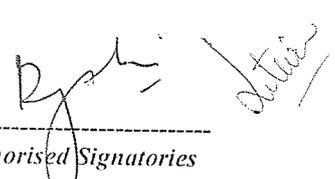
Redemption amount payable to each debenture holder shall be paid by warrants bearing the redemption payment dates or by way of RTGS where such details have been provided. Such warrants shall be dispatched to the debenture holders whose names appear on the register of debenture holders on the record date 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).

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

  
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Authorised Signatories

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