

Addendum to Disclosure Document dated August 28th 2018 ✓

Pricing Supplement Dated 15th January 2019 ✓

Private Placement of Secured, Redeemable, Non-Convertible debenture issue of Tata Capital Financial Services Limited pursuant to Disclosure Document dated August 28th 2018 ✓

Private Placement of 7760 Secured, Redeemable, Non-Convertible, Debentures of the Face Value of Rs. 10,00,000 each aggregating to Rs. 776,00,00,000 (Rupees Seven Hundred and Seventy Six Crore Only) to be listed on the WDM Segment of the NSE. ✓

Security Name	TCFSL NCD "K" FY 2018-19 ✓	
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 (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 Debt Market(WDM) segment of National Stock exchange of India Limited ✓	
Rating of the instrument	ICRA AAA (Stable) by ICRA LIMITED ✓	
Issue Size	Option I Rs. 200,00,00,000 ✓ (Rupees Two Hundred Crore Only)	Option II Rs. 400,00,00,000 ✓ (Rupees Four Hundred Crore Only)
	Option I Rs. 200,00,00,000 ✓ (Rupees Two Hundred Crore Green Shoe Option)	Option II Rs. 500,00,00,000 ✓ (Rupees Five Hundred Crore Green Shoe Option)
Option to retain oversubscription (Amount)	<p>The Green Shoe parameter set for EBP Bidding for Option I - Rs 200 Crore and We have received and accepted bids for an amount of Rs 176 Crore for Option – I ✓</p> <p>The Green Shoe parameter set for EBP Bidding for Option II - Rs 500 Crore and We have not received and accepted bids for Option – II ✓</p>	
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	Option-I 8.9449% p.a. ✓	Option II 8.8226% p.a. ✓

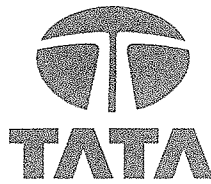
TATA CAPITAL FINANCIAL SERVICES LIMITED

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



Step Up / Step Down Coupon Rate	Not Applicable	
Coupon Payment Frequency	Option I Annually & on Maturity ✓	Option II First Interest payment on 20-03-2019 & on Maturity ✓
Coupon Payment Dates	Option-I 16-01-2020 15-07-2020 ✓	Option-II 20-03-2019 20-03-2020 ✓
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	Option-I 546 days ✓	Option- II 429 days ✓
Redemption Date	Option -I 15/07/2020 ✓	Option -II 20/03/2020 ✓
Redemption Amount per NCD	Option-I –Rs. 10,00,000/- Per NCD Option-II –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	-	
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/-) for Option –I & Option - II ✓	
Funds Transfers Details	Kindly Transfer Fund / RTGS to NSCCL Virtual account as per EBP guidelines	
Issue Timing	Option I	Option II
Issue Opening Date	15th Janaury- 2019 ✓ (EBP Portal – Bidding Open – 11.00 am)	15th Janaury- 2019 ✓ ((EBP Portal – Bidding Open – 11.00 am)
Issue Closing Date	15th Janaury- 2019 ✓ (EBP Portal – Bidding Close – 02.00 pm)	15th Janaury- 2019 ✓ (EBP Portal – Bidding Close – 02.00 pm
Pay-in Date	16th January- 2019 ✓	16th January- 2019 ✓
Deemed Date of Allotment	16th January- 2019 ✓	16th January- 2019 ✓

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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	
Arrangers/Broker's Name	Aventus Capital Private Limited, ICICI Securities Primary Dealership Limited, ICICI Bank Limited, LKP Securities Limited, A K Capital Services Limited , Derivium Tradition Securities (India) Private 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)

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.

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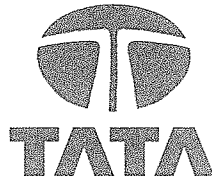
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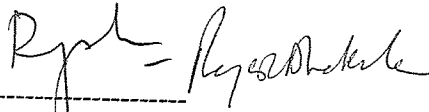


The interest payable to each Debenture Holder(s) / Investor(s) shall be paid by interest warrants bearing the interest payment dates or by way of RTGS where such details have been provided. Such warrants shall be dispatched to the Debenture Holder(s) / Investor(s) whose names appear on the register of 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



Authorised Signatories



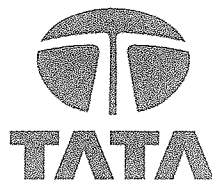
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Cash flow Sheet - TCFSL NCD "K" Series FY 2018-19 - Option - I

Date	Event	From	To	Number of Days	Coupon Rate	Face Value per NCD	Amount in Rupees - Per NCD
16-Jan-20	Interest	16-Jan-19	15-Jan-20	365	8.9449%	10,00,000	89,449
15-Jul-20	Interest	16-Jan-20	14-Jul-20	181	8.9449%	10,00,000	44,236
15-Jul-20	Principal						10,00,000
	Total			546			11,33,685

Cash flow Sheet - TCFSL NCD "K" Series FY 2018-19 - Option - II

Date	Event	From	To	Number of Days	Coupon Rate	Face Value per NCD	Amount in Rupees - Per NCD
20-Mar-19	Interest	16-Jan-19	19-Mar-19	63	8.8226%	10,00,000	15,228
20-Mar-20	Interest	20-Mar-19	19-Mar-20	366	8.8226%	10,00,000	88,226
20-Mar-20	Principal						10,00,000
	Total			429			11,03,454

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