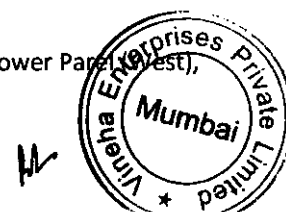


# VINEHA ENTERPRISES PRIVATE LIMITED

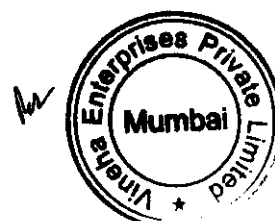
## SUMMARY TERM SHEET

Issuer	Vineha Enterprises Private Limited
Issue Size	Rs. 450,00,00,000/-
Objects of the Issue	Buyout of 41.91% (on fully diluted basis) shareholding of AGS Transact Technologies Limited (AGS) [An unlisted Public Company] held by private equity investors i.e. TPG Star SF Pte. Ltd. And Oriole Limited.
Instrument	Unlisted unrated secured redeemable zero coupon non-convertible debentures
Nature and status of Bonds	N.A
Issuance Mode	DEMAT
Convertibility	Non-Convertible
Trading Mode	Unlisted
Credit Rating	Unrated
Face Value	Rs. 450,00,00,000/-
Premium/ Discount on Issue	N.A
Issue Price	Rs. 450,00,00,000/-
Premium/ Discount on redemption	Yes, IRR - 14.50%
Maturity	11 <sup>th</sup> April, 2021
Redemption/ Maturity Date	11 <sup>th</sup> April, 2021
Lock-in-Period	NA
Minimum Application	NO
Put Option	NO

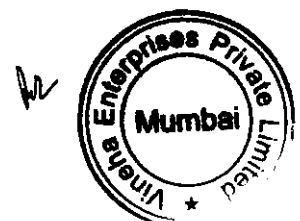
Regd Office Address: 601-602, Trade World, B-Wing, Kamala City, Senapati Bapat Marg, Lower Panel (West),  
Mumbai-400013. Tel: +91-22-71818181/+91-22-67812000  
CIN: U74999MH2018PTC303923



Call Option	YES
Call Option Price	At Par
Call Notification Time	15 days prior to proposed call option dates.
Coupon Rate	N.A
Step Up/ Step Down Coupon Rate	N.A
Coupon Payment Frequency	N.A
Coupon / Interest Payment Date	N.A
Coupon Type	ZERO
Coupon Reset Process (including rates, spread, effective date, interest rate cap and floor etc)	N.A
Default Interest Rate	2%
Day Count Basis	The Redemption Premium and all other charges will be computed on an 'Actual/Actual' day count convention basis.
Interest on Application Money	14.50%
Listing	N.A
Trustees	Catalyst Trusteeship Limited
Depository	National Securities Depository Limited
Registrars	Link Intime India Private Limited
Settlement	
Business Day Convention	In case any due date in respect of the Debentures falls on a day which is not a Business Day the payment to be made on such date shall be made on the next Business Day, except where the Maturity Date/or the due date for the performance of any event falls on a day which is not a Business Day, in which



	case all payments to be made on the Maturity Date (including accrued Redemption Premium), or the due date in respect of the performance of such event shall be made on the immediately preceding Business Day.
Record Date	15 calendar days
Payment Mode	Through normal banking channels.
Eligible Investors	Any investor eligible to subscribe to debentures under applicable law.
Non-Eligible classes of Investors	N.A.
Transaction Documents	Transaction Documents shall mean the documents executed in relation to the issue of these unlisted unrated secured redeemable zero coupon non-convertible debentures.
Conditions precedent to subscription of Bonds	As per the debenture trust deed
Conditions subsequent to subscription of Bonds	As per the debenture trust deed
Cross Default	If the borrower fails to make payment of any indebtedness when due or otherwise commits any breach of the provisions of any agreement entered into in respect of any indebtedness availed of by it (in respect of which breach either no cure period is available or where a cure period is available fails to cure such breach within the available cure period
Role and Responsibilities of Trustees	As per the debenture trust deed
Governing Law and Jurisdiction	As per the debenture trust deed
Additional Covenants	As per the debenture trust deed
Applicable RBI Guidelines	N.A.

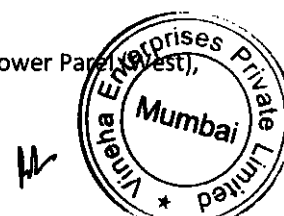


# VINEHA ENTERPRISES PRIVATE LIMITED

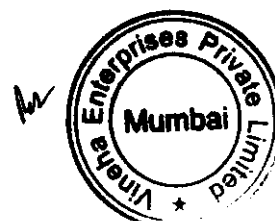
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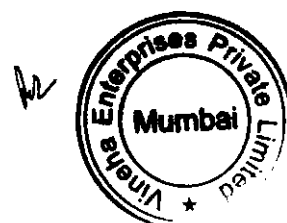
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Additional Covenants	As per the debenture trust deed
Applicable RBI Guidelines	N.A.



Prohibition on Purchase/ Funding of Bonds	N.A.
Issue Opening Date	N.A.
Issue Closing Date	N.A.
Pay In Dates	12 <sup>th</sup> April 2018
Deemed Date of Allotment	12 <sup>th</sup> April 2018

For Vineha Enterprises Private Limited



Ravi B. Goyal  
Director  
(DIN: 01374288)



Place: Mumbai