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SUMMARY TERM SHEET

Issuer	Edelweiss Retail Finance Limited
Type of Instrument	Secured Redeemable Non-Convertible Debentures (the "Debenture"/"NCDs")
Mode of Issue	Private Placement
Issue Size	Rs. 10 Crores
Option to retain oversubscription (Amount)	Not applicable
Eligible Investors	The following categories of investors, when specifically approached, are eligible to apply for this private placement of Debentures • Individuals • Hindu Undivided Family • Trust • Limited Liability Partnerships • Partnership Firm(s) • Portfolio Managers registered with SEBI • Association of Persons • Companies and Bodies Corporate including Public Sector Undertakings • Commercial Banks • Regional Rural Banks • Financial Institutions • Insurance Companies • Mutual Funds • Provident Funds, Pension Funds, Gratuity Funds • Any other investor eligible to invest in these Debentures
Minimum Application Size	5 Debenture(s) and in multiples of 1 Debenture(s) thereafter.
Face Value	Rs. 10,00,000/- per Debenture
Issue Price	Rs. 10,00,000/- per Debenture
Tenor	2 years 360 days
Coupon Rate	Not Applicable
Redemption Date	Thursday, July 29, 2021
Put/Call Option Date	Not Applicable
Put/Call Option Price	Not Applicable
Step Up/ Step Down	Not Applicable

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Coupon Rate	
Coupon payment frequency	Not Applicable
Coupon payment dates	Not Applicable
Coupon types	Not Applicable
Day Count Basis	Actual/Actual
Interest on Application Money	Not Applicable
Redemption Amount	Rs. 13,18,800/- per debenture
Redemption Premium / Discount	Rs. 3,18,800/- per debenture
Discount at which security is issued and the effective yield as a result of such discount	Not Applicable
Listing	The Company proposes to list the Debentures on the WDM Segment of BSE Limited. The Issuer confirms that the Debentures would be listed within 20 days from the Deemed Date of Allotment.
Market Lot	The minimum lot size for trading shall be 1 Debenture and in multiples of 1 thereafter
Issuance mode of Debentures	Demat form
Trading mode of the Debentures	Demat form
Depository	NSDL
Security	The Debentures shall be 100% secured by way of a first pari-passu: a) mortgage/ charge over the Mortgage Premises as defined in the Debenture Trust Deed; b) charge on the receivables to the extent equal to the principal amounts (Redemption Amount) of the Debentures outstanding at any point of time. Security cover of minimum 1.00x times.
Rating	**"ICRA AA"** (pronounced **"ICRA Double A"**) by ICRA Limited for Rs. 1,200 Crores. Instruments with this rating are considered to have high degree of safety regarding timely servicing of financial obligations. Such instruments carry very low credit risk.
Purpose and Objects	The Issuer proposes to augment its long term resources to meet its

Edelweiss Retail Finance Limited
Corporate Identity Number: U67120MH1997PLC285490
Registered Office: Tower 3, Wing 'B', Kohinoor City Mall, Kohinoor City, Kirol Road, Kurla (West), Mumbai – 400070, Maharashtra; ✆ +91 22 4272 2200
Corporate Office: Edelweiss House, Off CST Road, Kalina, Mumbai-400098, Maharashtra ✆ +91 22 40094400 Fax: +91 22 4019 4925
www.edelweissretailfin.com

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of the Issue	requirements of funds to carry on its business operations
Details of the Utilization of the proceeds	The proceeds of the issue of Debentures would be utilized for the objects mentioned above
Settlement mode of the Debentures	Redemption proceeds comprising of the value of Principal, Interest and Premium amount shall be done by RTGS/cheque to the holders of the NCDs as on the Record Date.
Working day / Business days Convention	All days except Sunday and any public holiday on which banks in Mumbai are open for business.
Holiday Convention	Should any of the date(s), including the Date of Allotment/Deemed Date of Allotment, or the Record Date, as defined in the Disclosure Document, falls on a Sunday or a public holiday or no high value clearing or RTGS is available for any reason whatsoever at a place where the Registered/Corporate Office is situated, the next Working Day shall be considered as the effective date. Should the Maturity Date or Redemption Date of the debt securities falls on a Sunday or a public holiday or no high value clearing or RTGS is available for any reason whatsoever at a place where the Registered/Corporate Office is situated, the redemption proceeds shall be paid on the previous working day.
Record Date	The date, as may be fixed by the Company, which would be 15 days (or such other date as the Board may decide) for determination of the persons entitled to receive Interest and/or Principal amount in respect of the Debentures.
Issue Opening Date	Friday, August 03, 2018
Issue Closing Date	Friday, August 03, 2018
Deemed Date of Allotment	Friday, August 03, 2018
Governing Law and Jurisdiction	The Debentures are governed by and will be construed in accordance with the Indian law. The Company, the Debentures and Company's obligations under the Debentures shall, at all times, be subject to the directions of RBI & SEBI. The Debenture holders, by purchasing the Debentures, agree that the Mumbai High Court shall have exclusive jurisdiction with respect to matters relating to the Debentures.
Additional Covenants	**Security Creation:** In case of delay in execution of Trust Deed and Charge documents, the Company will refund the subscription with agreed rate of interest or will pay penal interest of atleast 2% p.a. on the Face Value of the Debentures till these conditions are complied with at the option of the investor.

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	Default in Payment : In case of default in payment of interest, premium and/ or principal amount on the due date, additional interest of atleast @ 2% p.a. on the Face Value of the Debentures will be payable by the Company for the defaulting period. **Delay in Listing:** In case of delay in listing of the debt securities beyond 20 days from the Deemed Date of Allotment, the Company will pay penal interest of at least 1 % p.a. on the Face Value of the Debenture from the expiry of **30 days from** the Deemed Date of Allotment till the listing of such debt securities to the investor. The interest rates mentioned in above three cases are the minimum interest rates payable by the Company and are independent of each other.
Material Transaction Documents	• Letter appointing IDBI Trusteeship Services Limited, as Trustee to the Debenture holders ("Debenture Trustee") • Letter appointing Link Intime India Pvt. Ltd as Registrar and Transfer Agent ("Registrar") • Memorandum & Articles of Association of the Company • Board Resolution authorizing issue of Debentures offered under terms of the Disclosure Document • Resolution passed in general meeting, authorizing the offer of securities • Letter from ICRA Ltd conveying the credit rating for the Debentures of the Company (not more than 1 month old from the deemed date of allotment) • Detailed rating rationale adopted by ICRA Ltd • Debenture Trust deed executed between the Company and IDBI Trusteeship Services Limited • Any other documentation in form and substance customary for Transactions of this nature
Letter of Allotment	The Issuer shall ensure the Debentures are credited to the demat accounts of investors within 2 working days from the Deemed Date of Allotment
Debenture Trustee	IDBI Trusteeship Services Limited
Approvals	The Issuer agrees to comply with all applicable laws in respect of the Issue. The Issuer will be responsible for taking all the necessary authorizations and/ or approvals internal, external regulatory, statutory or otherwise
Re-issuance	Pursuant to SEBI circular CIR/DDHS/P/59/2018 dated 28-Mar-2018, further

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	issuances may be made under this ISIN.

Illustration of Cash Flows:

Company	Edelweiss Retail Finance Limited
Face Value (per security) Rs.	10,00,000
Issue Date/Date of Allotment	Friday, August 03, 2018
Redemption	Thursday, July 29, 2021

Cash Flow	Actual Date	Payout Date	No. of days	Amount (in Rupees)
Redemption Premium	Thursday, July 29, 2021	Thursday, July 29, 2021	1,084	3,18,800
Principal	Thursday, July 29, 2021	Thursday, July 29, 2021	-	1,000,000
Total			**1,084**	**1,318,800**

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