

**TERM SHEET**

**03/11/2017**

Security Name	8.40% Aadhar Housing Finance Limited 2019
Issuer	Aadhar Housing Finance Limited
Type of Instrument	Non-Convertible Debentures
Nature of Instrument	Secured Rated Listed Redeemable Non-Convertible Debentures
Seniority	Senior
Mode of Issue	Private placement
Eligible/Identified Investors	As provided in Clause P of IM/SDD
Listing	<p>Debentures are to be listed on the WDM of Bombay Stock Exchange within a maximum period of 15 (Fifteen) calendar days from the Deemed Date of Allotment.</p> <p>In case of delay in listing of the debt securities beyond 20 (Twenty) calendar days from the Deemed Date of Allotment, the Issuer will pay penal interest of at least 1 % p.a. over the Coupon Rate from the expiry of 30 (Thirty) calendar days from the Deemed Date of Allotment till the listing of such Debentures</p>
Rating of Instrument	“CARE AA+ (SO) (Double A plus Structured Obligation)”
Issue Size	Rs. 50.00 Crs. (Fifty Crores only)
Option to retain oversubscription	Greenshoe of Rs. 50Cr.
Objects of the Issue	To raise senior secured debt to the extent of present issue.
Details of the utilization of the Proceeds	Proceeds of the Debentures shall be applied towards the normal business activity of the Issuer.
Coupon Rate	8.40% p.a.
Step Up/ Step Down Coupon Rate	N.A
Coupon Payment Frequency	Annually and on maturity
Coupon Payment Dates	1. 06 <sup>th</sup> November 2018, 2. 06 <sup>th</sup> May 2019,
Coupon Type	Fixed Coupon Type
Exercise Date/Coupon Reset Date	NA
Day Count Basis	Actual / 365 (or 366 in the case of a leap year)
Interest on Application Money	8.40% p.a. (subject to deduction of tax at source, as applicable)
Default Interest Rate	In the event of a delay in interest payment beyond 15 days or default of the amounts due under this Issue or any other Event of Default (whether by acceleration, at maturity or otherwise), the Issuer shall pay an additional interest rate of 2% (Two Percent) per annum over and above the applicable Coupon Rate on the outstanding principal amount of the Debentures, calculated from the date of the occurrence of the default until such default is cured or the Debentures are redeemed pursuant to such default, as applicable.
Prepayment Penalty	The Issuer shall not prepay the Debentures or any part thereof.
Delay Penalty	In the case of a delay in the execution of Debenture Trust Deed and the Deed of Hypothecation beyond the prescribed time limit given by NHB, the Issuer shall

For Aadhar Housing Finance Ltd.

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Toll Free No. 180030042020

(CIN No. U65922KA2010PLC096680)

	refund the subscription with the agreed rate of interest or shall pay penal interest of 2% (2 Percent) per annum over the and above the applicable Coupon Rate until such time the conditions have been complied with at the option of the Investor.
Tenor	1 year 6 Months
Redemption Date	06 <sup>th</sup> May 2019.
Redemption Amount	An Amount of Rs. 10,00,000/- (Rupees Ten Lakhs Only) per Debenture on the Redemption Date plus accrued Coupon interest due if any.
Redemption Premium/ Discount	N.A
Issue Price	Rs. 1000000/- (Rupees Ten lacs Only) Per Debenture
Put Option Date	NA
Put Option Price	NA
Call Option Date	NA
Call Option Price	NA
Put Notification Time	NA
Call Notification Time	NA
Face Value	Rs 1000000/- (Rupees Ten Lacs Only) Per Debenture
Minimum Application size and in multiples thereafter	10 Debentures & in multiple of 1 Debenture thereafter
Issue Timing	Issue Opening Date : 06th November ,2017 Issue Closing Date : 06th November ,2017 Pay-in Dates : 06th November ,2017 Deemed Date of Allotment : 06th November ,2017
Issuance mode of the Instrument	Demat only
Trading mode of the Instrument	Demat only
Settlement mode of the Instrument	RTGS
Depositories	NSDL
Business Days	Means a day (other than a Sunday or a Bank holiday) on which banks are open for general business in Mumbai
Business Day Convention	If any coupon payment date falls on a day that is not a working day, the payment shall be made on the immediately succeeding working day. If the redemption date/exercise date/ maturity date (also being the last coupon payment date) of the Debentures falls on a day that is not a working day, the redemption proceeds shall be paid on the immediately preceding working day.
Record Date	The date which will be used for determining the Debenture Holders who shall be entitled to receive the amounts due on any Due Date, which shall be the date falling 15 (fifteen) calendar days prior to any Due Date.
Security	The Issue shall be secured by a charge created by the Issuer in favour of the Debenture Trustee (for the benefit of the Debenture Holders) being Pari-passu charge by way of Registered Mortgage created on Immovable property and Pari-passu charge by way of hypothecation of receivables, comprising of the assets of the company as per Trust Deed to be executed by the company, as

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	<p>follows :</p> <p>From the Deemed Date of Allotment, the charge will be created within the limit specified by NHB over specific loan receivables / book debt, present and future, representing amounts due from the various borrowers of the Issuer and over identified Immovable Properties of the Company via a mortgage ("Hypothecated Assets"), such that the value of security shall be equal to 1.10(One decimal point zero ) times the aggregate amount of outstanding principal of the Debentures ("Security Cover")with a cover of at least 1.10 (One decimal point zero) time comprising the principal amounts arising out of the Hypothecated Assets of the Issuer maintained over the principal amount outstanding under the Debentures. It is clarified that the Security Cover shall be sufficient to cover the principal and coupon amounts outstanding under the Debentures at all times.</p>
Role and Responsibilities of Debenture Trustee	To oversee and monitor the overall transaction for and on behalf of the Debenture Holders
Governing Law	The Debentures and documentation will be governed by and construed in accordance with the laws of India and the parties submit to the exclusive jurisdiction of the courts in Mumbai

**CashFlow:**

Cash Flow	Coupon Payment Date	No of Days In Coupon Period	Coupon Payout Date	Amount
Coupon	Tuesday, 06th November 2018	365	Tuesday, 06th November 2018	84,000
Coupon	Monday, 06th May 2019	181	Monday, 06th May 2019	41,655
		Total		1,25,655
Cash Flow	Principal due for Payment	No. of Days From Issue Date	Principal Payout Date	Amount
Principal	Monday, 06th May 2019	546	Monday, 06th May 2019	10,00,000
Total Payments(Principal Coupon)(A+B)				11,25,655

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Authorised Signatory

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