

**Principle Terms of Issue**

Investor Type	Foreign Portfolio Investor (“FPI”)
Issue Size	135 8.50% Unsecured, Unlisted, Unrated, Redeemable, Non-Convertible Debentures (“NCD’s” or “Debentures”) with a face value of Rs. 10,00,000 per debenture aggregating up to Rs. 13,50,00,000/- (Rupees Thirteen Crore Fifty Lakh Only)
Nature of the Instrument	8.50% Unsecured, Unlisted, Unrated, Redeemable, Non-Convertible Debentures (“NCD’s” or “Debentures”)
Issue Price	Rs. 10,00,000 per debenture
Utilization of the Proceeds	The proceeds of the Issue will be used for business and onward lending purposes.
Drawdown	The amount will be drawn down fully on subscription. The Board of Director (including Loan Investment and Borrowing Committee & Securities Allotment Committee) reserves the right to close the offer, before the Offer Closure date, on receipt of minimum 90% of the subscription money.
Rating of the Instrument	Not Applicable as the NCDs are unrated
Trustee	Not Applicable
Listing	Unlisted
Final Maturity Date/Tenure	48 months from the deemed Date of Allotment
Prepayment	The issuer can prepay any amount as and when the excess funds are available, without any prepayment penalty and as per applicable laws.
Principal Repayment	Bullet Payment on Final Maturity Date
Repayment Premium/ Discount	Nil
Put Option	Nil
Call Option	Nil
Coupon Rate	8.50% p.a.
Coupon Payment Frequency	Quarterly
Coupon Payment dates	Refer <b>Annexure 8- Illustrative Cash Flow</b>
Day Count Basis	Actual days lapsed on the basis of actual days in a calendar year. Interest rate will be computed on a 365 days-a-year basis on the principal outstanding on the Debentures. Where the coupon/ interest period (start date to end date) includes February 29, coupon/ interest rate will be computed on 366 days-a-year basis, on the principal outstanding on the Debentures.
Tax Rate	Tax rate as applicable may be deducted as per Illustrative Cash Flows
Security (where applicable) (including description, type of security, type of charge, likely date of creation of security, minimum security cover, revaluation, replacement of security)	Not applicable, as the NCDs are unsecured
Financial and Other Covenants	Any other covenants as mutually agreed between the Issuer & the Investor(s) pursuant to specific investor term sheet.

Events of Default	<ul style="list-style-type: none"> <li>a) Default in payment of interest or principal on due date and such default is not rectified within 30 Business days of the intimation to the company;</li> <li>b) The Company has voluntarily or involuntarily commenced or become the subject of proceedings under any bankruptcy or insolvency law and such proceedings are not set aside or injunctioned within 3 (three) months from their commencement;</li> <li>c) The Company is voluntarily or involuntarily dissolved or liquidated.</li> </ul>
Governing Law and Jurisdiction	<p>The Debentures offered are subject to provisions of the Companies Act, 2013, and other Applicable Laws, terms of this Disclosure Document, Instructions contained in the Application Form. Over and above such terms and conditions, the Debentures shall also be subject to the applicable provisions of the Depositories Act 1996 and the laws as applicable, guidelines, notifications and regulations relating to the allotment &amp; issue of capital and listing of securities issued from time to time by the Government of India (GoI), Reserve Bank of India (RBI), Securities &amp; Exchange Board of India (SEBI), concerned Stock Exchange or any other authorities and other documents that may be executed in respect of the Debentures. Any disputes arising out of this issue will be subject to the exclusive jurisdiction of the Court at Delhi.</p>