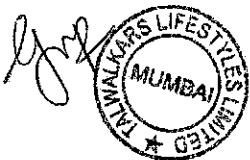


Talwalkars Lifestyles Limited

Registered Office: 801-813, Mahalaxmi Chambers, 22, Bhulabhai Desai Road, Mumbai – 400026.
CIN: U93090MH2016PLC280127; Tel.: 6612 6300; Fax: 6612 6363 email: investor@talwalkars.net

SUMMARY TERM SHEET

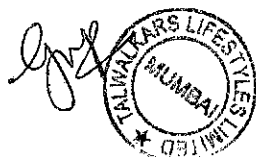
Issuer	Talwalkars Lifestyles Limited (TLL)
Issue Size	Rs. 25 crores (Rupees Twenty Five Crores only)
Objects of the Issue	GENERAL CORPORATE PURPOSE
Instrument	Secured Taxable Redeemable Non-Convertible Debentures
Nature and status of Bonds	Secured
Issuance Mode	In Demat Mode
Convertibility	Non-Convertible
Trading Mode	Demat Only
Credit Rating	'CARE A1+' by Credit Analysis and Research Ltd. (CARE)
Face Value	Rs. 10,00,000/- per Bond
Premium/ Discount on Issue	Nil / Not Applicable
Issue Price	At par (Rs. 10,00,000/- per Bond)
Premium/ Discount on redemption	Nil / Not Applicable
Maturity	At the end of 364 days from the Date of Allotment
Redemption/ Maturity Date	14 th MAY, 2019
Lock-in-Period	NOT APPLICABLE
Minimum Application	At par (Rs. 10,00,000/- per Bond)
Put Option	NOT APPLICABLE
Call Option	NOT APPLICABLE
Call Option Price	NOT APPLICABLE
Call Notification Time	NOT APPLICABLE
Coupon Rate	9.50% p.a. from the date of allotment on the outstanding amount of NCDs.
Step Up/ Step Down Coupon Rate	Nil
Coupon Payment Frequency	Quarterly, from the date of allotment
Coupon / Interest Payment Date	Quarterly 16.08.2018, 16.11.2018, 16.02.2019, 14.05.2019
Coupon Type	Fixed
Coupon Reset	Nil



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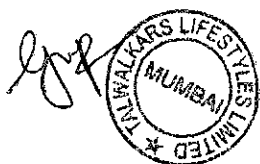
Process (including rates, spread, effective date, interest rate cap and floor etc)	
Default Interest Rate	In the event of delay in the payment of interest amount and/ or principal amount on the due date(s), the Issuer shall pay additional interest of 2% per annum in addition to the Coupon Rate payable on the NCDs, on such amounts due, for the defaulting period i.e. the period commencing from and including the date on which such amount becomes due and up to but excluding the date on which such amount is actually paid.
Day Count Basis	ACTUAL/ ACTUAL
Interest on Application Money	NOT APPLICABLE
Listing	The issuer shall get the NCDs listed on Wholesale Debt Market (WDM) Segment of the BSE Limited (BSE).
Trustees	Axis Trustee Services Limited
Depository	National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), The Company is in the process of making necessary depository arrangements for issue and holding of NCDs in dematerialised form.
Registrars	Link Intime India Private Limited
Settlement	---
Business Day Convention	A "Business Day/ Working Day" shall be a day on which commercial banks are open for business in the city of Mumbai.
Record Date	Friday of the preceding week of the due date for the payment of interest and principal
Payment Mode	CASH
Eligible Investors	<p>Only those entities, which are individually addressed through direct communication by the Company, are eligible to apply for the NCDs. No other entity may apply. The Company may address its offer to apply to potential Investors who may include:</p> <ol style="list-style-type: none">1. Commercial Banks,2. Financial Institutions,3. Companies within the meaning of the Companies Act, 1956 or Companies Act, 2013,4. Regional Rural Banks,5. Co-operative Banks,



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	6. Non-Banking Finance Companies and Residuary Non-Banking Finance Companies, 7. Insurance Companies, 8. Port Trusts, 9. Provident Funds, Superannuation Funds and Gratuity Funds, 10. Mutual Funds, 11. Foreign Institutional Investors (Subject to existing regulations)
Non-Eligible classes of Investors	No person other than mentioned above may apply.
Transaction Documents	
Conditions precedent to subscription of Bonds	NOT APPLICABLE
Conditions subsequent to subscription of Bonds	NOT APPLICABLE
Cross Default	NOT APPLICABLE
Role and Responsibilities of Trustees	TLL hereby undertakes that a Trust Deed shall be executed by it in favour of the Trustees within 90 days of the closure of the Issue.
Governing Law and Jurisdiction	Sanctioned Terms and the subscription agreement entered into in respect of the sanction shall be governed by and construed in accordance with Indian law.
Additional Covenants	Nil
Applicable RBI Guidelines	NOT APPLICABLE
Prohibition on Purchase/ Funding of Bonds	NOT APPLICABLE
Issue Opening Date	14 th May, 2018
Issue Closing Date	16 th May, 2018
Pay In Dates	16 th May, 2018
Deemed Date of Allotment	16 th May, 2018



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Annexure

Category	Type	Put "Yes" or "No" whichever is applicable for your issue
Unlisted Securities	Plain vanilla Debt	
	Structured Debt	
	If Structured Debt give the details	
Listed Securities	Plain vanilla Debt	YES
	Structured Debt	
	If Structured Debt give the details	
ISINs for categories exempted from applicability of ISINs as per SEBI Circular dated 30-June-2017	54EC Capital Gains Bonds	
	Tier II Bonds by Housing Finance Companies (HFCs)	
	Tier II Bonds by standalone Primary Dealers (PDs)	
	Subordinated debt by Insurance Cos.	
	Basel III bonds issued by Banks	
	Bonds issued to long term Infrastructure sector and affordable housing by Banks	
	Perpetual debt issued by Systemically Important Non-Deposit taking NBFCs	
	Tier II Bonds issued by Non-Systemically Important Non-Deposit taking NBFCs	

For Talwalkars Lifestyles Limited

Gayatri

Gayatri Valan Prasad

Company Secretary & Compliance Officer

