

**Motilal Oswal Home Finance Limited**

CIN: U65923MH2013PLC248741

Regd Office: Motilal Oswal Tower, Rahimtullah Sayani Rd,  
Opp. Parel ST Depot, Prabhadevi, Mumbai - 400 025.

☎ 022 4718 9999 / 6272 9898. Fax: 022 5036 2365

Email: hfquery@motilaloswal.com

### Term Sheet

Security Name	MOHFL- Market Linked Debentures
Product Code	SERIES M-5/F.Y.20/F.Y.21
Issuer	Motilal Oswal Home Finance Limited
Type of Instrument	Principal Protected – Market Linked Redeemable Non-Convertible Debenture
Nature of Instrument	Secured
Seniority	Senior
Principal Protection	Principal is protected at Maturity
Underlying/ Reference Index	NIFTY 50 Index
Mode of Issue	Private Placement
ISIN	INE658R07323
Current Issue Size (Rs.)	Rs.19.20 Crs plus Green Shoe Option of Rs.80.80 Crs  192 Debentures aggregating to Rs.19,20,00,000/-
Option to Retain Oversubscription	Not Applicable
Eligible Investors	<p>The following categories of investors, when specifically approached, are eligible to apply for this private placement of Debentures:</p> <ul style="list-style-type: none"> <li>• Resident Individuals</li> <li>• Hindu Undivided Family</li> <li>• Trust</li> <li>• Limited Liability Partnerships</li> <li>• Partnership Firm(s)</li> <li>• Portfolio Managers registered with SEBI</li> <li>• Association of Persons</li> <li>• Companies and Bodies Corporate including Public Sector Undertakings.</li> <li>• Commercial Banks</li> <li>• Regional Rural Banks</li> </ul>

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	<ul style="list-style-type: none"> <li>• Financial Institutions</li> <li>• Insurance Companies</li> <li>• Mutual Funds/ Alternative Investment Fund (AIF)</li> <li>• Any other investor eligible to invest in these Debentures</li> </ul>	
Minimum Application Size	3 debenture and in multiples of 1 debenture thereafter	
Face Value	Rs. 10,00,000/- Per Debenture	
Issue Price	Rs. 10,00,000 /- Per Debenture	
Details of the Utilization of the proceeds	The Issuer proposes to augment its resources to meet its requirements of funds to carry on its business operations. The proceeds of the issue of Debentures would be utilized for general corporate purposes and onward lending.	
Tenor In Days	456 days from the Deemed Date of Allotment	
Issue Opening Date	28-August-2019	
Issue Closing Date	28-August-2019	
Initial Fixing Date	28-August-2019	
Initial Fixing Level	Level of Nifty 50 Closing on 28 <sup>th</sup> August 2019	
Final Fixing Date	24-September-2020	
Final Fixing Level	Official Closing Level of Nifty 50 Index as on Final Fixing Date 24 <sup>th</sup> September 2020	
Reference Index	Nifty 50 Index	
Redemption Date	26 <sup>th</sup> November 2020	
Redemption Value per Debenture	Face Value *(1+Coupon)	
Pay-in-Date	28-August-2019	
Deemed Date of Allotment	28-August-2019	
Coupon	Scenario	Coupon

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	If Nifty Performance $\geq -75\%$ (Assuming entry level of 10,000, final Nifty level is above 2500)	12.0058%
	If Nifty Performance $< -75\%$ (Assuming entry level of 10,000 final Nifty level is below 2500)	0%
<p>Where</p> <p>Initial Fixing Level : Level of Nifty 50 Closing on 28<sup>th</sup> August, 2019</p> <p>Final Fixing Level: Official Closing Level of Nifty 50 Index as on Final Fixing Dates i.e. 24<sup>th</sup> September, 2020</p> <p>Underlying Performance: (Final Fixing Level / Initial Fixing Level) – 1</p>		
Day count basis	Actual/Actual	
Coupon payment frequency	Coupon, if any will be paid on Redemption Date	
Coupon payment dates	Coupon, if any will be paid on Redemption Date	
Coupon type	Coupon linked to Underlying / Reference Index.	
Coupon-Reset Process (including rates, Spread, effective date, interest rate cap and floor etc)	Not Applicable	
Redemption Premium / Discount	Not Applicable	
Put / Call Option	None	
Put / Call Option Date	Not Applicable	
Listing	The Company proposes to list these Debentures on the BSE WDM segment. The Issuer confirms that the Debentures would be listed within 20 days from the Deemed Date of Allotment.	

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Issuance / Trading mode of Debenture	DEMAT form	
Settlement mode of the Instrument	RTGS/ NEFT	
Trading mode of the Debenture	Demat Mode	
Depository	NSDL and CDSL	
Security	Debentures shall be secured by exclusive first charge on unencumbered Borrower Receivables present and future from specific standard housing loan assets to the extent equal to the principal and interest amount of the Debentures outstanding at any point of time and a pari passu charge over an immovable property to be maintained during the tenor of the MLDs.	
Rating	“PP-MLD[CRISIL]AA-r/ Stable (pronounced Principal Protected Market Linked Debentures CRISIL AA-r) with stable outlook	
Settlement	Branch Address	HDFC Bank Ltd , Gr floor, Jehangir Building, M.G.Road, Fort, Mumbai 400 001
	Bank A/C Name	Motilal Oswal Home Finance Limited
	Bank A/C No	00600340073540
	IFS Code	HDFC0000060
Business Day Convention	(As per Shelf Disclosure Document ) As per SEBI Guideline of Payment	
Right to Re-purchase Debentures	The Company will have power, exercisable at its sole and absolute discretion from time to time, to re-purchase a part or all of its Debentures from the secondary markets at Fair Market Value or otherwise, at any time prior to the Redemption Date, subject to applicable law and in accordance with the applicable guidelines/regulations.	

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Record Date	The date, as may be fixed by the Company, which will days prior to the redemption date on which the determination of the persons entitled to receive coupon/redemption amount in respect of the Debentures (i.e., persons whose names are registered in the register of Debenture Holders or NSDL/CDSL record) shall be made.
Interest on Application Money	This issue does not contemplate any interest on application money till allotment of Debentures.
Transaction Documents	Among others should include: • Valuation Agreement between company and CRISIL and amendments thereafter to the respective agreements as may be applicable
Conditions Precedent to Disbursement	Nil
Conditions Subsequent to Disbursement	As per Shelf Disclosure Document
Events of Default	As per Debenture Trust Deed
Debenture Trustee	Beacon Trusteeship Limited
Roles and Responsibilities of Debenture Trustee	As per Debenture Trust Deed
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 the RBI and the 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.
Other Terms	<p><u>Default in Payment:</u></p> <p>In case of default in payment of Coupon and/or principal redemption on the Redemption Date, additional interest @ 2% p.a. over the Coupon will be payable by the Company for the defaulting period.</p> <p><u>Delay in Listing:</u></p> <p>In case of delay in listing of the Debentures beyond 20 days</p>

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	<p>from the Deemed Date of Allotment, the Company will pay penal interest @1 % p.a. over the Coupon from the expiry of 30 days from the Deemed Date of Allotment till the listing of such Debentures to the investor.</p> <p>The interest rates mentioned in above are independent of each other.</p>
Distribution Fees	As mutually decided.
Valuation Agency Fees	Fees will be paid by Issuer as per agreement
Valuation Agency	Latest and historical valuation for such securities shall be made available on the websites of issuer and valuer. The Valuer will be a credit rating agency appointed by the Issuer.
Risk Factors associated with Market Linked Debentures	<p>The securities are created on the basis of complex mathematical models involving multiple derivative exposures which may or may not be hedged and the actual behavior of the securities selected for hedging may significantly differ from the returns predicted by the mathematical models.</p> <p>The principal amount is subject to the credit risk of the issuer whereby the investor may or may not recover all or part of the funds in case of default by the Issuer.</p>

**MOTILAL OSWAL HOME FINANCE LIMITED**

**AUTHORISED SIGNATORY**

**Rohit Agarwal**  
**Head - Treasury**

**August 28, 2019**