

**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-8 /F.Y.21 /F.Y.22   |
| 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  |
| Current Issue Size ( Rs.)         | Rs.29.32 Crs plus Green Shoe Option of Rs.7.04 Crs<br>292 Debentures aggregating to Rs.29,32,98,816/-  |
| 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> <p>Resident Individuals</p> <ul style="list-style-type: none"> <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> <li>• Financial Institutions</li> <li>• Insurance Companies</li> </ul> |

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|--|--|----------|
|  | <ul style="list-style-type: none"> <li>• Mutual Funds/ Alternative Investment Fund (AIF)</li> <li>• Any other investor eligible to invest in these Debentures</li> </ul>   |          |
| Minimum Application Size                   | 5 debenture and in multiples of 1 debenture thereafter   |          |
| Face Value                                 | Rs. 10,00,000/- Per Debenture  |          |
| Issue Price                                | Rs. 10,04,448 /- 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                              | 528 days from the Deemed Date of Allotment   |          |
| Issue Opening Date                         | 30-June-2020   |          |
| Issue Closing Date                         | 30-June-2020   |          |
| Initial Fixing Date                        | 11-June-2020   |          |
| Initial Fixing Level                       | Official Closing Levels of Nifty 50 Index as on Initial Fixing Date i.e. 11 <sup>th</sup> June, 2020   |          |
| Final Fixing Date                          | 26-August-2021   |          |
| Final Fixing Level                         | Official Closing Level of Nifty 50 Index as on Final Fixing Date i.e. 26 <sup>th</sup> August, 2021  |          |
| Reference Index                            | Nifty 50 Index   |          |
| Redemption Date                            | 10-December-2021   |          |
| Redemption Value per Debenture             | Face Value *(1+Coupon)   |          |
| Pay-in-Date                                | 30-June-2020   |          |
| Deemed Date of Allotment                   | 30-June-2020   |          |
| Coupon                                     | Scenario   | Coupon   |
|  | If Final Fixing Level > 25% of Initial Fixing Level than Coupon + Principal  | 13.6295% |
|  | If Final Fixing Level <= 25% of Initial Fixing Level than Only Principal   | 0%       |

|   |  |
|---|--|
|   | <p>Where</p> <p>Initial Fixing Level : Official Closing Level of Nifty 50 Index as on Initial Fixing Date i.e.11<sup>th</sup> June, 2020</p> <p>Final Fixing Level: Official Closing Level of Nifty 50 Index as on Final Fixing Date i.e.26<sup>th</sup> August, 2021</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.  |
| 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  |

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|---------------------------------|--|---|
| 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                          | “CRISIL PP-MLD 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.                         |   |
| 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:   |   |


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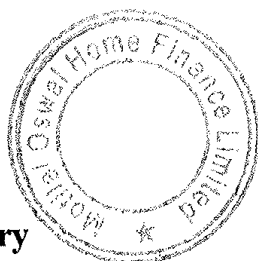
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|   | <ul style="list-style-type: none"> <li>Valuation Agreement between company and CRISIL and amendments thereafter to the respective agreements as may be applicable</li> </ul>   |
| Conditions Precedent to Disbursement            | Nil  |
| Conditions 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 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   |

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| 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> |

**For Motilal Oswal Home Finance Ltd**

  
**Jithesh Narayanan**  
**Vice President - Treasury**



**June 30, 2020**