

## APPLICANT'S UNDERTAKING

I/We hereby agree and confirm that:

- I/We have read, understood and agreed to the contents and terms and conditions of **SHRIRAM CITY UNION FINANCE LIMITED's Prospectus dated March 24, 2014 ("Prospectus")**
- I/We hereby apply for allotment of the NCDs to me/us and the amount payable on application is remitted herewith.
- I/We hereby agree to accept the NCDs applied for or such lesser number as may be allotted to me/us in accordance with the contents of the Prospectus subject to applicable statutory and/or regulatory requirements.
- I/We irrevocably give my/our authority and consent to **GDA Trusteeship Limited**, to act as my/our trustees and for doing such acts as are necessary to carry out their duties in such capacity.
- I am/We are Indian National(s) resident in India and I am/ we are not applying for the said NCDs as nominee(s) of any person resident outside India and/or Foreign National(s).
- The application made by me/us do not exceed the investment limit on the maximum number of NCDs which may be held by me/us under applicable statutory and/or regulatory requirements.
- In making my/our investment decision I/We have relied on my/our own examination of the company and the terms of the issue, including the merits and risks involved and my/our decision to make this application is solely based on disclosures contained in the Prospectus.
- I/We have obtained the necessary statutory and/or regulatory permissions/approvals for applying for, subscribing to, and seeking allotment of the NCDs applied for.
- Additional Undertaking, in case of ASBA Applicants:**
  - I/We hereby undertake that I/We am/are an ASBA Applicant(s) as per applicable provisions of the SEBI regulations; 2) In accordance with ASBA process provided in the SEBI regulations and disclosed in the Prospectus, I/We authorize (a) the Lead Managers/ Lead Brokers/Sub Brokers and Trading Members (in the Syndicate ASBA Application location only) or the SCSBs, as the case may be, to do all acts as are necessary to make the Application in the Issue, including uploading my/our application, blocking or unblocking of funds in the bank account maintained with the SCSB as specified in the Application Form, transfer of funds to the Public Issue Account on receipt of instruction from the Registrar to the Issue, after finalization of Basis of Allotment; and (b) the Registrar to the Issue to issue instruction to the SCSBs to unblock the funds in the specified bank account upon finalization of the Basis of Allotment. 3) In case the amount available in the specified Bank Account is insufficient as per the Application, the SCSB shall reject the Application.
- Additional Undertaking in case the Applicant wishes to hold the NCDs in physical form:**
  - In terms of Section (B)(1) of the Depositories Act, 1996, I/we wish to hold the NCDs in physical form. 2. I/We confirm that the Information provided in this form is true and correct and I/We enclose herewith self attested copies of the KYC Documents. 3. I/We confirm that we do not hold any Demat Account.

## ISSUE RELATED INFORMATION FOR FILLING THE APPLICATION FORM

**KYC Documents: (To be submitted only for holding NCDs in Physical Form)** Self-attested copies of the following documents are required to be submitted by the Applicants as KYC Documents:

- PAN card; 2. Proof of identification in case of Applications by or on behalf of the Central or State Government and the officials appointed by the courts and by the Applicants residing in the State of Sikkim; 3. Proof of residence: Any of the following documents shall be considered as a verifiable proof of residence: • ration card issued by the GoI or • valid driving license issued by any transport authority of the Republic of India; or • electricity bill (not older than three months); or • landline telephone bill (not older than three months); or • valid passport issued by the GoI; or • voter's identity card issued by the GoI; or • passbook or latest bank statement issued by a bank operating in India; or • registered lease and license agreement or agreement for sale or rent agreement or flat maintenance bill; or • Aadhaar Letter issued by Unique Identification Authority of India (UIDAI); 4. Self-attested copy of a cancelled cheque of the bank account to which the amounts pertaining to payment of refunds, interest and redemption as applicable, should be credited
- For further details pertaining to KYC Documents, see instruction no 39 and 40 on pages 16-17 of the Abridged Prospectus.

**Investor Categories:**

Category I (Institutional and Non-Institutional Investors)	Sub Category Code	Category I (Institutional and Non-Institutional Investors)	Sub Category Code
Resident public financial institutions, commercial banks, and regional rural banks incorporated in India and authorized to invest in the NCDs;	11	Resident Indian scientific and/or industrial research organizations, authorized to invest in the NCDs;	22
Indian provident funds, pension funds, superannuation funds and gratuity funds, authorized to invest in the NCDs;	12	Statutory bodies/ corporations;	23
State industrial development corporations;	13	Cooperative banks;	24
Indian venture capital funds registered with SEBI;	14	Limited liability partnerships formed and registered under the provisions of the Limited Liability Partnership Act, 2008 (No. 6 of 2009), authorized to invest in the NCDs; and	25
Indian insurance companies registered with the IRDA;	15	Partnership firms formed under applicable laws in India in the name of the partners, authorized to invest in the NCDs.	26
National Investment Fund;	16	<b>Category II – High Net-Worth Individuals</b>	
Indian mutual funds registered with SEBI;	17	Resident Indian individuals and Hindu Undivided Families applying through the Karta, for NCDs aggregating to a value of more than ₹ 500,000, across all series of NCDs.	31
Alternative Investment Funds registered with SEBI;	18	<b>Category III – Retail Individual Investors</b>	
Insurance funds set up by and managed by the army, navy or air force of the Union of India or by the Department of Posts, GoI;	19	Resident Indian individuals and Hindu Undivided Families applying through the Karta, for NCDs aggregating to a value not more than ₹ 500,000, across all series of NCDs.	41
Companies, bodies corporate and societies, registered under the applicable laws in India, and authorized to invest in the NCDs;	20		
Trusts settled under the Indian Trusts Act, 1882 and other public/private charitable/religious trusts settled and/or registered in India under applicable laws, which are authorized to invest in the NCDs;	21		

### Issue Structure:

Series	I	II	III	IV	V	VI
Frequency of interest payment	Annual	Annual	Annual	-	-	-
Minimum application	₹ 10,000 (10 NCDs) (for all series of NCDs, namely Series I, Series II, Series III, Series IV, Series V and Series VI, either taken individually or collectively)					
In multiples of	₹ 1,000 (One NCD)	₹ 1,000 (One NCD)	₹ 1,000 (One NCD)	₹ 1,000 (One NCD)	₹ 1,000 (One NCD)	₹ 1,000 (One NCD)
Face value /Issue Price (₹ / NCD)	₹ 1,000	₹ 1,000	₹ 1,000	₹ 1,000	₹ 1,000	₹ 1,000
Mode of interest payment <sup>1</sup>	Through various options available			Not applicable	Not applicable	Not applicable
Coupon rate (% per annum) for NCD Holders in Category I	10.50%	10.75%	10.85%	-	-	-
Coupon rate (% per annum) for NCD Holders in Category II	11.00%	11.50%	11.75%	-	-	-
Coupon rate (% per annum) for NCD Holders in Category III	11.00%	11.50%	11.75%	-	-	-
Effective yield (per annum) for NCD Holders in Category I	10.50%	10.75%	10.85%	10.50%	10.75%	10.85%
Effective yield (per annum) for NCD Holders in Category II	11.00%	11.50%	11.75%	11.00%	11.50%	11.75%
Effective yield (per annum) for NCD Holders in Category III	11.00%	11.50%	11.75%	11.00%	11.50%	11.75%
Tenure	Twenty four months	Thirty six months	Sixty months	Twenty four months	Thirty six months	Sixty months
Redemption amount (per NCD)	Repayment of the face value plus any interest that may have accrued at the Redemption Date.			For Category I NCD Holders: ₹ 1,221.03 per NCD <sup>2</sup> For Category II & III NCD Holders: ₹ 1,232.10 per NCD <sup>2</sup>	For Category I NCD Holders: ₹ 1,358.41 per NCD <sup>2</sup> For Category II & III NCD Holders: ₹ 1,386.20 per NCD <sup>2</sup>	For Category I NCD Holders: ₹ 1,673.70 per NCD <sup>2</sup> For Category II & III NCD Holders: ₹ 1,742.76 per NCD <sup>2</sup>
Record Date	15 (fifteen) days prior to the relevant interest payment date or relevant Redemption Date for NCDs			15 (fifteen) days prior to the Redemption Date for NCDs		
Security	First and exclusive charge on specified future receivables of our Company in favour of the Debenture Trustee and pari passu charge on identified immovable property of our Company, as may be decided mutually by our Company and the Debenture Trustee.					

Our Company shall allocate and Allot NCDs of Series VI to all valid applications, wherein the Applicants have not indicated their choice of the relevant NCD series.

<sup>1</sup> For various modes of interest payment, see the section titled "Terms of the Issue – Modes of Payment" refer to instruction no. 88 on page 27 of the Abridged Prospectus.

<sup>2</sup> Subject to applicable taxes deducted at source, if any.

For Grounds of Technical Rejections, please refer to instruction no. 45 on page 18 of the Abridged Prospectus.

### Basis of Allotment :

For details, please refer to instruction no. 50 on page 19 of the Abridged Prospectus.

The details of the collection centers of the Escrow Collection Banks shall be available on the website of BSE at [www.bseindia.com](http://www.bseindia.com).

All capitalised terms not specifically defined herein will have the same meaning as ascribed to such terms in the Prospectus.

TEAR HERE

<p>● While submitting the Application Form, the Applicant should ensure that the date stamp being put on the Application Form by the Lead Managers/Lead Brokers/Sub Brokers/Trading Member/SCSB matches with the date stamp on the Acknowledgement Slip ● In case of queries related to allotment/ credit of Allotted NCD/Refund, the Applicants should contact Registrar to the Issue. ● In case of ASBA Application submitted to the SCSBs, the Applicants should contact the relevant SCSB. ● In case of queries related to upload of ASBA Applications submitted to the Lead Managers/Lead Brokers/Sub Brokers/Trading Members Applicants should contact the relevant Lead Managers/Lead Brokers/Sub Brokers/Trading Members. ● Acknowledgement is subject to realisation of Cheque/DD/Availability of Funds in the ASBA Account. ● Applications submitted without being uploaded on the terminals of the BSE will be rejected. ● The grievance arising out of Applications for NCDs made through Trading Members may be addressed directly to BSE.</p>	<p style="text-align: center;"><b>COMPANY CONTACT DETAILS</b></p> <p><b>Shriram City Union Finance Limited</b>  <b>Registered Office:</b> 123, Angappa Naicken Street, Chennai- 600 001, Tamil Nadu, India; <b>Corporate Office:</b> 144, Santhome High Road, Mylapore, Chennai - 600 004, Tamil Nadu, India. <b>Telephone:</b> + 91 44 4392 5300; <b>Facsimile:</b> +91 44 4392 5430; <b>Compliance Officer:</b> Mr. C. R. Dash; <b>Telephone:</b> + 91 44 4392 5300; <b>Facsimile:</b> +91 44 4392 5430; <b>E-mail:</b> <a href="mailto:scufncd10@shriramcity.in">scufncd10@shriramcity.in</a>; <b>Website:</b> <a href="http://www.shriramcity.in">www.shriramcity.in</a></p>	
	<p style="text-align: center;"><b>REGISTRAR CONTACT DETAILS</b></p> <p><b>SHRIRAM INSIGHT SHARE BROKERS LIMITED</b>  <b>CK - 5 &amp; 15, Sector II, Salt Lake City, Kolkata 700 091, India; Telephone:</b> +91 33 3250 7069/+91 33 2358 7188, <b>Facsimile:</b> +91 33 2358 7189, <b>Email:</b> <a href="mailto:scuf_mar14@shriraminsight.com">scuf_mar14@shriraminsight.com</a>, <b>Website:</b> <a href="http://www.shriraminsight.com">www.shriraminsight.com</a>  <b>Contact Person:</b> Ms.Sneha Jaiswal (Compliance Officer)/Mr. Kalyan S. Chakraborty <b>SEBI Registration No.:</b> INR000004132</p>	

## IN THE NATURE OF FORM2A - MEMORANDUM CONTAINING SALIENT FEATURES OF THE PROSPECTUS

**THIS ABRIDGED PROSPECTUS CONSISTS OF 48 PAGES, PLEASE ENSURE THAT YOU GET ALL PAGES**  
Please ensure that you read the Prospectus and the general instructions contained in this Memorandum before applying in the Issue. Unless otherwise specified, all capitalised terms used in this form shall have the meaning ascribed to such terms in the Prospectus. The investors are advised to retain a copy of Prospectus/Abridged Prospectus for their future reference.



### SHRIRAM CITY UNION FINANCE LIMITED

Our Company was incorporated as Shriram Hire-Purchase Finance Private Limited on March 27, 1986 as a private limited company under the Companies Act, 1956, as amended (the “Companies Act, 1956”) and was granted a certificate of incorporation by the Registrar of Companies, Chennai, Tamil Nadu. With effect from October 29, 1988, the status of our Company was changed to a public limited company, pursuant to which the name of our Company was changed to Shriram Hire-Purchase Finance Limited. The name of our Company was subsequently changed to Shriram City Union Finance Limited and a fresh certificate of incorporation dated April 10, 1990 was issued by the Registrar of Companies, Chennai, Tamil Nadu. For further details, please see the section titled “History and Certain Corporate Matters” on page 112 of the Prospectus.

**Registered Office:** 123, Angappa Naicken Street, Chennai- 600 001, Tamil Nadu, India.

**Corporate Office:** 144, Santhome High Road, Mylapore, Chennai - 600 004, Tamil Nadu, India.

**Telephone:** + 91 44 4392 5300; **Facsimile:** +91 44 4392 5430

**Compliance Officer:** Mr. C. R. Dash; **Telephone:** + 91 44 4392 5300; **Facsimile:** +91 44 4392 5430

**E-mail:** scufncd10@shriramcity.in; **Website:** www.shriramcity.in

**PUBLIC ISSUE BY SHRIRAM CITY UNION FINANCE LIMITED (“COMPANY” OR THE “ISSUER”) OF SECURED REDEEMABLE NON-CONVERTIBLE DEBENTURES OF FACE VALUE OF ₹ 1,000 EACH, (“NCD”), AGGREGATING UPTO ₹ 10,000 LAKHS WITH AN OPTION TO RETAIN OVER-SUBSCRIPTION UP TO ₹ 10,000 LAKHS FOR ISSUANCE OF ADDITIONAL NCDs AGGREGATING TO A TOTAL OF UP TO ₹ 20,000 LAKHS, (HEREINAFTER REFERRED TO AS THE “ISSUE”).**

The Issue is being made under the Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008, as amended (“SEBI Debt Regulations”).

#### GENERAL RISKS

Investors are advised to read the Risk Factors carefully before taking an investment decision in relation to this Issue. For taking an investment decision, investors must rely on their own examination of the Issuer and the Issue, including the risks involved. Specific attention of the investors is invited to the section titled “Risk Factors” on page 10 of the Prospectus. This document has not been and will not be approved by any regulatory authority in India, including the Securities and Exchange Board of India (“SEBI”), the Reserve Bank of India (“RBI”), any registrar of companies or any stock exchange in India.

#### ISSUER’S ABSOLUTE RESPONSIBILITY

The Issuer, having made all reasonable inquiries, accepts responsibility for, and confirms that the Prospectus contains all information with regard to the Issuer and the Issue, which is material in the context of the Issue, that the information contained in the Prospectus is true and correct in all material respects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission of which makes the Prospectus as a whole or any of such information or the expression of any such opinions or intentions misleading in any material respect.

#### CREDIT RATING

The NCDs proposed to be issued under the Issue have been rated ‘CARE AA’ by CARE for an amount of upto ₹ 20,000 lakhs vide its letter dated March 5, 2014. The rating of the NCDs by CARE indicates a high degree of safety regarding timely servicing of financial obligations. Such instruments carry very low credit risk. The ratings provided by CARE may be suspended, withdrawn or revised at any time by the assigning rating agency and should be evaluated independently of any other rating. These ratings are not a recommendation to buy, sell or hold the NCDs and investors should take their own decisions. For further details, please refer to page 211 of the Prospectus for the rating letters and the rationale for the above ratings.

#### PUBLIC COMMENTS

The Draft Prospectus dated March 14, 2014 has been filed with the BSE Limited (“BSE”), the Designated Stock Exchange pursuant to the provisions of the SEBI Debt Regulations on March 14, 2014 and was open for public comments for seven Working Days of hosting the Draft Prospectus on the website of the Designated Stock Exchange (i.e by 5 p.m. on March 22, 2014).

#### LISTING

The NCDs offered through the Prospectus are proposed to be listed on the BSE. Our Company has obtained ‘in-principle’ approval for the Issue from the BSE vide its letter dated March 24, 2014. For the purposes of the Issue, BSE shall be the Designated Stock Exchange

#### ISSUE PROGRAMME\*

**ISSUE OPENS ON : APRIL 16, 2014**

**ISSUE CLOSES ON : MAY 16, 2014**

\* The Issue shall remain open for subscription from 10:00 a.m. till 5:00 PM (Indian Standard Time) for the period mentioned above, with an option for early closure or extension by such period as may be decided by the Board of Directors or a duly constituted committee thereof. In the event of such early closure or extension of the subscription list of the Issue, our Company shall ensure that public notice of such early closure or extension is published on or before the day of such early date of closure or Issue Closing Date, through advertisement/s in at least one leading national daily newspaper.

A copy of the Prospectus has been filed with the Registrar of Companies, Chennai, Tamil Nadu, in terms of the applicable provisions of the Companies Act, 1956 and the Companies Act, 2013, along with the requisite endorsed/certified copies of all requisite documents. For more information, see the section titled “Material Contracts and Documents for Inspection” on page 208 of the Prospectus.

## IN THE NATURE OF FORM2A - MEMORANDUM CONTAINING SALIENT FEATURES OF THE PROSPECTUS

### DETAILS RELATING TO ENTITIES ASSOCIATED WITH THE ISSUE

#### LEAD MANAGERS TO THE ISSUE



#### ICICI SECURITIES LIMITED

H.T. Parekh Marg, Churchgate  
Mumbai 400 020, India

**Telephone:** +91 22 2288 2460

**Facsimile:** +91 22 2282 6580

**Email:** scufncd2013@icicisecurities.com

**Investor Grievance Email:** customercare@icicisecurities.com

**Website:** www.icicisecurities.com

**Contact Person:** Mr. Manvendra Tiwari / Ms. Payal Kulkarni

**Compliance Officer:** Mr. Subir Saha

**SEBI Registration No.:** INM000011179



A. K. CAPITAL SERVICES LTD.

BUILDING BONDS

#### A. K. CAPITAL SERVICES LIMITED

30-39, Free Press House, 3rd Floor, Free Press Journal Marg,  
215, Nariman Point, Mumbai 400 021

**Telephone:** +91 22 6756500/6634 9300

**Facsimile:** +91 22 6610 0594

**Email:** scufncd2014@akgroup.co.in

**Investor Grievance E-mail:** investor.grievance@akgroup.co.in

**Website:** www.akcapindia.com

**Contact person:** Ms. Akshata Tambe/ Mr. Siddharth Shah

**Compliance Officer:** Mr. Vikas Agarwal

**SEBI Registration No.:** INM00010411

#### DEBENTURE TRUSTEE



#### GDA TRUSTEESHIP LIMITED

GDA House, First Floor, Plot No. 85, S No 94 & 94  
Bhusari Colony (Right), Kothrud, Pune, India

**Telephone:** +91 20 2528 0081

**Facsimile:** +91 20 2528 0275

**Email:** dt@gdatrustee.com

**Investor Grievance Email:** dt@gdatrustee.com

**Website:** www.gdatrustee.com

**Contact Person:** Ms. Neelam Mundada

**SEBI Registration No.:** IND0000000034

#### REGISTRAR TO THE ISSUE



#### SHRIRAM INSIGHT SHARE BROKERS LIMITED

CK – 5 & 15, Sector II,  
Salt Lake City

Kolkata 700 091, India

**Telephone:** +91 33 3250 7069/+91 33 2358 7188

**Facsimile:** +91 33 2358 7189

**Email:** scuf\_mar14@shriraminsight.com

**Website:** www.shriraminsight.com

**Contact Person:** Ms. Sneha Jaiswal (Compliance Officer)/Mr. Kalyan S. Chakraborty

**SEBI Registration No.:** INR000004132

#### STATUTORY AUDITORS

##### Pijush Gupta & Co., Chartered Accountants

P-199, C.I.T. Road, Scheme IV-M

Kolkata - 700 010, West Bengal, India

**Telephone:** +91 33 23535 6859

**Email ID:** pijushgupta.ca@gmail.com

**Firm registration no.:** 309015E

**Auditors since:** 1996

#### LEGAL COUNSEL TO THE COMPANY AS TO INDIAN LAW

##### Luthra & Luthra Law Offices

20th Floor, Tower 2, Indiabulls Finance Centre

Elphinstone Mills Compound,

Senapati Bapat Marg, Lower Parel, Mumbai - 400 013, India

**Telephone:** + 91 22 6630 3600

**Facsimile:** + 91 22 6630 3700

#### CREDIT RATING AGENCY

##### Credit Analysis & Research Limited

Unit No. O-509/C, Spencer Plaza

5<sup>th</sup> Floor, No. 769, Anna Salai, Chennai – 600 002

**Telephone:** +91 44 2849 7812 /0876/0811

**Facsimile:** +91 44 2849 7812/0876/0811

**Email:** pradeep.kumar@careratings.com

**Website:** www.careratings.com

**Contact Person:** Mr. V. Pradeep Kumar

**SEBI Registration No.:** IN/CRA/004/1999

#### COMPLIANCE OFFICER

##### Mr. C.R Dash

*Company Secretary*

Shriram City Union Finance Limited

144, Santhome High Road, Mylapore

Chennai 600 004, Tamil Nadu, India

**Tel. No.:** + 91 44 4392 5300

**Fax:** +91 44 4392 5430

**Email:** scufncd10@shriramcity.in

Investors can contact the Compliance Officer or the Registrar to the Issue in case of any pre-Issue or post-Issue related problems, such as non-receipt of Allotment Advice, credit of Allotted NCDs in beneficiary accounts, Debenture Certificates (for Applicants who have applied for Allotment in physical form), refund orders and interest on the Application Amounts.

#### CHIEF FINANCIAL OFFICER

##### Ms. Subhasri Sriram

144, Santhome High Road, Mylapore

Chennai 600 004, Tamil Nadu, India

**Tel. No.:** + 91 44 4392 5300

**Fax:** +91 44 4392 5430

**Email:** scufncd10@shriramcity.in

#### ESCROW COLLECTION BANKS / BANKERS TO THE ISSUE

**Axis Bank Limited**, No. 82, R.K. Salai, Mylapore, Chennai – 600 004, Telephone: +91 44 2830 6871, Facsimile: +91 44 2811 1084, Email ID: Chennai.branchhead@axisbank.com, Website: www.axisbank.com, Contact Person: S D Nandakumar, SEBI Registration Number: INBI00000007; **IndusInd Bank Limited**

## IN THE NATURE OF FORM2A - MEMORANDUM CONTAINING SALIENT FEATURES OF THE PROSPECTUS

Solitaire Park, Building no. 10, Ground Floor, 167 Guru Hargovindji Marg, Andheri (East), Mumbai - 400 093, Telephone: +91 22 6772 3943, Facsimile: +91 22 6772 3998, Email ID: sanjay.vasarkar@indusind.com, Website: www.indusind.com, Contact Person: Sanjay Vasarkar, SEBI Registration Number: INBI000000002; **Yes Bank Limited**, 23rd Floor, Indiabulls Finance Centre, Senapati Bapat Marg, Ephinstone (West), Mumbai – 400 013, Telephone: +91 22 3347 7224, Facsimile: +91 22 2421 4504, Email ID: dlbtiservices@yesbank.in, Website: www.yesbank.in, Contact Person: Mahesh Shirali, SEBI Registration Number: INBI00000935\*; **ING Vysya Bank Limited**, CMS Hub 20, Vithal Malya Road, 100 Eden Park, Bangalore – 560 001, Telephone: +91 80 2253 2104/05, Facsimile: +91 80 2253 2111, Email ID: yoganandj@ingvysyabank.com, akshay.hegde@ingvysyabank.com, Website: www.ingvysyabank.com, Contact Person: Yoganand J/ Akshay Hegde, SEBI Registration Number: INBI000000022

\* The SEBI registration of Yes Bank Limited was valid up to January 9, 2014. The application for renewal of the certificate of registration in the prescribed manner has been made by Yes Bank Limited to SEBI, within the time period prescribed under the SEBI (Bankers to an Issue) Regulations, 1994, as amended. The approval from SEBI is currently awaited.

### REFUND BANK

#### IndusInd Bank Limited

Solitaire Park, Building no. 10, Ground Floor  
167 Guru Hargovindji Marg  
Andheri (East), Mumbai - 400 093

**Telephone:** +91 22 6772 3943

**Facsimile:** +91 22 6772 3998

**Email ID:** sanjay.vasarkar@indusind.com

**Website:** www.indusind.com

**Contact Person:** Sanjay Vasarkar

**SEBI Registration Number:** INBI000000002

### LEAD BROKERS

A.K. Stockmart Private Limited, Axis Capital Limited, Edelweiss Broking Limited, HDFC Securities Limited, ICICI Securities Limited (as a Lead Broker), India Infoline Limited, Integrated Enterprises (India) Limited, JM Financial Services Limited, Kotak Securities Limited, R R Equity Brokers Private Limited, SMC Global Securities Limited, TATA Securities Limited, Tipsons Stock Brokers Private Limited, SPA Securities Limited and Just Trade Securities Limited. For details please refer page no. 46 of the Prospectus.

### BANKERS TO THE COMPANY

Allahabad Bank, Andhra Bank, Axis Bank Limited, Bank of Baroda, Bank of India, Bank of Maharashtra, Canara Bank, Central Bank of India, City Union Bank Limited, Corporation Bank, DBS Bank Limited, Dena Bank, Federal Bank, HDFC Bank Limited, ICICI Bank Limited, IDBI Bank Limited, Indian Overseas Bank, Indusind Bank Limited, ING Vysya Bank Limited, Jammu & Kashmir Bank Limited, Karur Vysya Bank, Kotak Mahindra Bank Limited, Oriental Bank of Commerce, Punjab National Bank, Small Industries Development Bank of India (SIDBI), State Bank of India, State Bank of Patiala, State Bank of Mauritius, State Bank of Mysore, State Bank of Travancore, Syndicate Bank, Tamilnad Mercantile Bank Limited, The South Indian Bank Limited, Union Bank of India, United Bank of India, UCO Bank, Vijaya Bank, Woori Bank, Yes Bank Limited and Indian Bank. For details please refer page no. 48 of the Prospectus.

### SELF CERTIFIED SYNDICATE BANKS

The banks which are registered with SEBI under the Securities and Exchange Board of India (Bankers to an Issue) Regulations, 1994 and offer services in relation to ASBA, including blocking of an ASBA Account, a list of which is available on [http://www.sebi.gov.in/sebiweb/home/list/5/33/0/0/Recognised-Intermediaries or at such other website as may be prescribed by SEBI from time to time](http://www.sebi.gov.in/sebiweb/home/list/5/33/0/0/Recognised-Intermediaries%20or%20at%20such%20other%20website%20as%20may%20be%20prescribed%20by%20SEBI%20from%20time%20to%20time).

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### Declaration

Participation of any of the their respective categories of persons or entities as mentioned in paragraph 5 of this Abridged Prospectus, is subject to the applicable statutory and/or regulatory requirements in connection with the subscription to Indian securities by such categories of persons or entities.

Applicants are advised to ensure that Applications made by them do not exceed the investment limits or maximum number of NCDs that can be held by them under applicable statutory and/or regulatory provisions.

Applicants are advised to ensure that they have obtained the necessary statutory and/or regulatory permissions/consents/approvals in connection with applying for, subscribing to, or seeking Allotment of NCDs pursuant to the Issue.

The Lead Managers and its associates and affiliates are permitted to subscribe in the Issue.

Applicants are advised to read the Prospectus filed with Registrar of Companies and the general instructions contained in the application form carefully and to satisfy themselves of the disclosures before making an application for subscription. Unless otherwise specified, all the capitalised terms used in this Application Form have the same meaning as in the Prospectus. For a copy of the Prospectus, the applicant may request us and/or the Lead Managers. Further investors are advised to retain the copy of the Prospectus/Abridged Prospectus for their future reference. Please fill in the Form in English using BLOCK letters. Investors should carefully choose the Series of NCDs they wish to apply for. For details, please refer to section 'Terms of the Issue' on page 162 of the Prospectus.



## IN THE NATURE OF FORM2A - MEMORANDUM CONTAINING SALIENT FEATURES OF THE PROSPECTUS

### DETAILS PERTAINING TO THE ISSUE

Our Company and the Lead Managers are not liable for any amendment or modification or changes in applicable laws or regulations, which may occur after the date of the Prospectus.

#### A. OBJECTS OF THE ISSUE

**1. Issue Proceeds:** Our Company has filed the Prospectus for a public issue of NCDs aggregating upto ₹ 10,000 lakhs with an option to retain over-subscription upto ₹ 10,000 lakhs for issuance of additional NCDs, aggregating to a total of upto ₹ 20,000 lakhs. The funds raised through this Issue will be utilised for our various financing, lending, investments, repaying our existing liabilities or loans, towards our business operations, capital expenditure, working capital requirements and general corporate purposes, after meeting the expenditures of and related to the Issue and subject to applicable statutory/regulatory requirements. The main objects clause of the Memorandum of Association of our Company permits our Company to undertake its existing activities as well as the activities for which the funds are being raised through this Issue.

**2. Interim use of Proceeds:** Subject to applicable law, the management of our Company, in accordance with the policies formulated by it from time to time, will have flexibility in deploying the proceeds received from the Issue. Pending utilisation for the purposes described above, we intend to temporarily invest the funds in interest bearing liquid instruments including deposits with banks and investments in liquid (not equity) mutual funds, as may be approved by the Board, and/or any duly constituted committee of Directors of our Company, as the case may be. Such investments would be in accordance with the investment policies approved by our Board from time to time.

**3. Monitoring of Utilization of Funds:** There is no requirement for appointment of a monitoring agency in terms of the SEBI Debt Regulations. The Board of Directors shall monitor the utilisation of the proceeds of the Issue. Our Company will disclose in our Company's financial statements for the relevant financial year commencing from the financial year ended March 31, 2014, the utilisation of the proceeds of the Issue under a separate head along with details, if any, in relation to all such proceeds of the Issue that have not been utilised thereby also indicating investments, if any, of such unutilised proceeds of the Issue. Further, in accordance with the Debt Listing Agreement, our Company will furnish to the BSE on a half yearly basis, a statement indicating material deviations, if any, in the use of Issue proceeds and shall also publish the same in newspapers simultaneously with the half-yearly financial results. We shall utilize the proceeds of the Issue only upon execution of the documents for creation of security as stated in the Prospectus in the section titled "Terms of the Issue" on page 162 of the Prospectus and upon the listing of the NCDs.

#### 4. Issue expenses

A portion of the Issue proceeds will be used to meet Issue expenses. The following are the estimated Issue expenses:

Particulars	Amount (₹ in lakhs)	As percentage of Issue proceeds (in %)	As percentage of total expenses of the Issue (in %)
Fees payable to Intermediaries			

Particulars	Amount (₹ in lakhs)	As percentage of Issue proceeds (in %)	As percentage of total expenses of the Issue (in %)
Lead Managers fee, selling and brokerage commission, SCSBs (processing fees*)	500	2.500	77.76
Registrar to the Issue	15	0.075	2.33
Debenture Trustee	3	0.015	0.47
Advertising and marketing	15	0.075	2.33
Printing and stationery cost	50	0.250	7.78
Other Miscellaneous Expenses	60	0.300	9.33
<b>Total</b>	<b>643</b>	<b>3.215</b>	<b>100.00</b>

\* SCSBs would be entitled to a processing fee of ₹ 15 per Application Form for processing the Application Forms procured by the Members of the Syndicate or Trading Members and submitted to SCSB.

#### B. ISSUE PROCEDURE

##### PROCEDURE FOR APPLICATION

*This section applies to all Applicants. ASBA Applicants and Applicants who apply through the Direct Online Application Mechanism (as defined hereinafter) in the event such mechanism is put in place by the BSE prior to the Issue Opening Date should note that the ASBA process and the Direct Online Application Mechanism involves application procedures that are different from the procedure applicable to all other Applicants. Please note that all Applicants are required to pay the full Application Amount or ensure that the ASBA Account has sufficient credit balance such that the entire Application Amount can be blocked by the SCSB while making an Application. In case of ASBA Applicants, an amount equivalent to the full Application Amount will be blocked by the SCSBs in the relevant ASBA Accounts.*

*ASBA Applicants should note that they may submit their ASBA Applications to the Members of the Syndicate or Trading Members only at the Syndicate ASBA Application Locations, or directly to the Designated Branches of the SCSBs. Applicants other than ASBA Applicants are required to submit their Applications to the Members of the Syndicate or Trading Members (the application centres of the Members of the Syndicate will be mentioned in the Application Form) or make online Applications using the online payment gateway of the BSE.*

*Applicants are advised to make their independent investigations and ensure that their Applications do not exceed the investment limits or maximum number of NCDs that can be held by them under applicable law or as specified in the Prospectus.*

*Please note that this section has been prepared based on the circular no. CIR/IMD/DF-1/20/2012 dated July 27, 2012 issued by SEBI ("Debt Application Circular"). The procedure mentioned in this section is subject to the BSE putting in place the necessary systems and infrastructure for implementation of the provisions of the abovementioned circular, including the systems and infrastructure required in relation to Applications made through the Direct Online Application Mechanism and the online payment gateways to be offered by the BSE and accordingly is subject to any further clarifications, notification,*

*modification, direction, instructions and/or correspondence that may be issued by the BSE and/or SEBI.*

*The Members of the Syndicate and the Company shall not be responsible or liable for any errors or omissions on the part of Trading Members in connection with the responsibility of Trading Members with regard to collection and upload of Applications in this Issue on the electronic application platform provided by the BSE. Further BSE will be responsible for addressing investor grievances arising from applications through their respective Trading Members.*

**5. Who can apply?:** The following categories of investors are eligible to apply in the Issue.

**Category I - Institutional and Non-Institutional Investors**

- Resident public financial institutions, commercial banks, and regional rural banks incorporated in India and authorized to invest in the NCDs;
- Indian provident funds, pension funds, superannuation funds and gratuity funds, authorized to invest in the NCDs;
- State industrial development corporations;
- Indian venture capital funds registered with SEBI;
- Indian insurance companies registered with the IRDA;
- National Investment Fund;
- Indian mutual funds registered with SEBI;
- Alternative Investment Funds registered with SEBI;
- Insurance funds set up by and managed by the army, navy or air force of the Union of India or by the Department of Posts, GoI;
- Companies, bodies corporate and societies, registered under the applicable laws in India, and authorized to invest in the NCDs;
- Trusts settled under the Indian Trusts Act, 1882 and other public/private charitable/religious trusts settled and/or registered in India under applicable laws, which are authorized to invest in the NCDs;
- Resident Indian scientific and/or industrial research organizations, authorized to invest in the NCDs;
- Statutory bodies/ corporations;
- Cooperative banks;
- Limited liability partnerships formed and registered under the provisions of the Limited Liability Partnership Act, 2008 (No. 6 of 2009), authorized to invest in the NCDs; and
- Partnership firms formed under applicable laws in India in the name of the partners, authorized to invest in the NCDs.

**Category II – High Net-Worth Individuals**

Resident Indian individuals and Hindu Undivided Families applying through the Karta, for NCDs aggregating to a value of more than ₹ 500,000, across all series of NCDs.

**Category III – Retail Individual Investors**

Resident Indian individuals and Hindu Undivided Families applying through the Karta, for NCDs aggregating to a value not more than ₹ 500,000, across all series of NCDs.

Participation of any of the aforementioned categories of persons or entities is subject to the applicable statutory and/or regulatory requirements in connection with the subscription to Indian securities by such categories of persons or entities.

**Applicants are advised to ensure that they have obtained the necessary statutory and/or regulatory permissions/consents/approvals in connection with applying for, subscribing to, or seeking allotment of NCDs pursuant to the Issue.**

The Lead Managers and its associates and affiliates are permitted

to subscribe in the Issue.

The information below is given for the benefit of Applicants. Our Company and the Lead Managers are not liable for any amendment or modification or changes in applicable laws or regulations, which may occur after the date of the Prospectus.

- 6. Applications cannot be made by:** a) Minors without a guardian name (A guardian may apply on behalf of a minor. However, Applications by minors must be made through Application Forms that contain the names of both the minor Applicant and the guardian);
- b) Individuals or entities that are not resident in India; and
- c) Persons ineligible to contract under applicable statutory/regulatory requirements.

*In case of Applications for Allotment of the NCDs in dematerialised form, the Registrar shall verify the above on the basis of the records provided by the Depositories based on the DP ID and Client ID provided by the Applicants in the Application Form and uploaded onto the electronic application platform of the BSE by the Members of the Syndicate, SCSBs or the Trading Members, as the case may be.*

**7. How to apply?: Availability of the Abridged Prospectus and Application Forms: Please note that there is a single Application Form for ASBA Applicants as well as non-ASBA Applicants.** Copies of the Abridged Prospectus containing the salient features of the Prospectus together with Application Forms may be obtained from our Registered Office, the Lead Managers, the Lead Brokers and the Designated Branches of the SCSBs. Additionally the Prospectus and the Application Forms will be available for download on the website of the BSE at [www.bseindia.com](http://www.bseindia.com) and the websites of the Lead Managers at [www.icicisecurities.com](http://www.icicisecurities.com) and [www.akcapindia.com](http://www.akcapindia.com), respectively. Electronic Application Forms will also be available on the websites of the BSE. Trading Members can download Application Forms from the website of the BSE. Further, Application Forms will also be provided to Trading Members at their request.

**8. Methods of Application:** An eligible investor can apply in the Issue by one of the following methods:

1. Applications through the ASBA process; and
2. Non-ASBA Applications.

**Note – Applicants are requested to note that in terms of the Debt Application Circular, SEBI has mandated issuers to provide, through a recognized stock exchange which offers such a facility, an online interface enabling direct application by investors to a public issue of their debt securities with an online payment facility (“Direct Online Application Mechanism”).** In this regard, SEBI has, through the Debt Application Circular, directed recognized stock exchanges in India to put in necessary systems and infrastructure for the implementation of the Debt Application Circular and the Direct Online Application Mechanism. In the event that the BSE puts in necessary systems, infrastructure and processes in place so as to enable the adoption of the Direct Online Application Mechanism prior to the Issue Opening Date, we shall offer eligible investors desirous of applying in the Issue the option to make Applications through the Direct Online Application Mechanism.

*If such systems, infrastructures or processes are put in place by the BSE prior to the filing of the Prospectus, the methods and procedure relating to the Direct Online Application Mechanism shall be suitably updated in the Prospectus. However, if such systems, infrastructures or processes are put in place by the*

BSE after filing of the Prospectus but prior to the Issue Opening Date, the methods and procedure relating to the Direct Online Application Mechanism shall be widely disseminated by us through a public notice in a reputed national daily newspaper.

**9. Applications through the ASBA process:** Please note that application through ASBA is optional for all categories of Applicants. Applicants who wish to apply through the ASBA process by filling in physical Application Form will have to select the ASBA mechanism in Application Form and provide necessary details. Applicants can submit their Applications through the ASBA process by submitting the Application Forms to the Designated Branch of the SCSB with whom the ASBA Account is maintained or through the Members of the Syndicate or Trading Members (ASBA Applications through the Members of the Syndicate and Trading Members shall hereinafter be referred to as the “Syndicate ASBA”), prior to or on the Issue Closing Date. ASBA Applications through the Members of the Syndicate and Trading Members is permitted only at the Syndicate ASBA Application Locations (Mumbai, Chennai, Kolkata, Delhi, Ahmedabad, Rajkot, Jaipur, Bangalore, Hyderabad, Pune, Vadodara and Surat). Kindly note that Application Forms submitted by ASBA Applicants to Members of the Syndicate and the Trading Members at the Syndicate ASBA Application Locations will not be accepted if the SCSB with which the ASBA Account, as specified in the Application Form is maintained has not named at least one branch at that location for the Member of the Syndicate or the Trading Members to deposit the Application Form (a list of such branches is available at <http://www.sebi.gov.in/sebiweb/home/list/5/33/0/0/Recognised-Intermediaries>). Members of the Syndicate and Trading Members shall, upon receipt of Application Forms from ASBA Applicants, upload the details of these Application Forms to the online platforms of the BSE and submit these Application Forms with the SCSB with whom the relevant ASBA Accounts are maintained in accordance with the Debt Application Circular. The SCSB shall block an amount in the ASBA Account equal to the Application Amount specified in the Application Form. ASBA Applications in electronic mode will only be available with such SCSBs who provide such an electronic facility. In case of ASBA Applications in such electronic form, the ASBA Applicant shall submit the Application Form with instruction to block the Application Amount either through the internet banking facility available with the SCSB, or such other electronically enabled mechanism for applying and blocking funds in the ASBA Account held with SCSB, as would be made available by the concerned SCSB. Our Company, Directors, affiliates, associates and their respective directors and officers, the Lead Managers and the Registrar shall not take any responsibility for acts, mistakes, errors, omissions and commissions etc. in relation to ASBA Applications accepted by SCSBs and Trading Members, ASBA Applications uploaded by SCSBs, ASBA Applications accepted but not uploaded by SCSBs or ASBA Applications accepted and uploaded without blocking funds in the ASBA Accounts. It shall be presumed that for Applications uploaded by SCSBs, the Application Amount has been blocked in the relevant ASBA Account. Further, all grievances against Trading Members in relation to the Issue should be made by Applicants directly to the BSE. **Please note that you cannot apply for the NCDs through the ASBA process if you wish to be Allotted the NCDs in physical form.**

**10. Non-ASBA Applications:**

(i) *Non- ASBA Applications for Allotment of the NCDs in*

*dematerialised form:* Applicants may submit duly filled in Application Forms either in physical or downloaded Application Forms to the Members of the Syndicate or the Trading Members accompanied by account payee cheques/ demand drafts prior to or on the Issue Closing Date. The Members of the Syndicate and Trading Members shall, upload the non-ASBA Application on the online platforms of the BSE, following which they shall acknowledge the uploading of the Application Form by stamping the acknowledgment slip with the date and returning it to the Applicant. This acknowledgment slip shall serve as the duplicate of the Application Form for the records of the Applicant and the Applicant should preserve this and should provide the same for any grievances relating to their Applications. Upon uploading the Application on the online platforms of the BSE, the Members of the Syndicate and Trading Members will submit the Application Forms, along with the payment instruments to the Escrow Collection Banks, which will realise the payment instrument, and send the Application details to the Registrar. The Members of the Syndicate/ Trading Members are requested to note that all payment instruments are required to be banked with only the banking branches of the Escrow Collection Banks, details of which will be available at the websites of the Lead Managers at [www.icicisecurities.com](http://www.icicisecurities.com) and [www.akcapindia.com](http://www.akcapindia.com), respectively (a link for the said websites will be available at the website of the BSE at [www.bseindia.com](http://www.bseindia.com)). Accordingly, Applicants are requested to note that they must submit Application Forms to Trading Members who are located in towns/ cities which have at least one banking branch of the Escrow Collection Banks. The Registrar shall match the Application details as received from the online platforms of the BSE with the Application Amount details received from the Escrow Collection Banks for reconciliation of funds received from the Escrow Collection Banks. In case of discrepancies between the two data bases, the details received from the online platforms of the BSE will prevail. Upon Allotment, the Registrar will credit the NCDs in the demat accounts of the successful Applicants as mentioned in the Application Form. Please note that neither our Company, nor the Members of the Syndicate, nor the Registrar shall be responsible for redressal of any grievances that Applicants may have in regard to the non-ASBA Applications made to the Trading Members, including, without limitation, relating to non-upload of the Applications data. All grievances against Trading Members in relation to the Issue should be made by Applicants to the BSE, as the case may be.

(ii) *Non- ASBA Applications for Allotment of the NCDs in physical form:* Applicants can also apply for Allotment of the NCDs in physical form by submitting duly filled in Application Forms to the Members of the Syndicate or the Trading Members, along with the accompanying account payee cheques or demand drafts representing the full Application Amount and KYC documents as specified in the sections titled “Issue Procedure – Applications by various Applicant Categories” and “Issue Procedure - Additional instructions specific for Applicants seeking Allotment of the NCDs in physical form” on pages 184 and 194 of the Prospectus, respectively. The Members of the Syndicate and Trading Members shall, upon submission of the Application Forms to them, verify and check the KYC documents submitted by such Applicants and upload details of the Application on the online platform of the BSE, following which they shall acknowledge the uploading of the Application Form by stamping the acknowledgment slip with the date and returning it to the Applicant. This acknowledgment slip shall

## IN THE NATURE OF FORM2A - MEMORANDUM CONTAINING SALIENT FEATURES OF THE PROSPECTUS

serve as the duplicate of the Application Form for the records of the Applicant and the Applicant shall preserve this and should provide the same for any queries relating to non-Allotment of NCDs in the Issue. Upon uploading of the Application details, the Members of the Syndicate and Trading Members will submit the Application Forms, along with the payment instruments to the Escrow Collection Banks, which will realise the payment instrument, and send the Application Form and the KYC documents to the Registrar. The Registrar shall check the KYC documents submitted and match Application details as received from the online platforms of the BSE with the Application Amount details received from the Escrow Collection Banks for reconciliation of funds received from the Escrow Collection Banks. In case of discrepancies between the two data bases, the details received from the online platforms of the BSE will prevail. The Members of the Syndicate/ Trading Members are requested to note that all Applicants are required to be banked with only the banking branches of Escrow Collection Banks, details of which will be available at the websites of the Lead Managers at [www.icicisecurities.com](http://www.icicisecurities.com) and [www.akcapindia.com](http://www.akcapindia.com), respectively (a link for the said websites will be available at the website of the BSE at [www.bseindia.com](http://www.bseindia.com)). Accordingly, Applicants are requested to note that they must submit Application Forms to Trading Members who are located in towns/ cities which have at least one banking branch of the Escrow Collection Banks. Upon Allotment, the Registrar will dispatch NCD Certificates to the successful Applicants to their addresses as provided in the Application Form. **Please note that, in the event that KYC documents of an Applicant are not in order, the Registrar will withhold the dispatch of NCD Certificates pending receipt of complete KYC documents from such Applicant. In such circumstances, successful Applicants should provide complete KYC documents to the Registrar at the earliest. Please note that in such an event, any delay by the Applicant to provide complete KYC documents to the Registrar will be at the Applicant's sole risk and neither our Company, the Registrar, the Escrow Collection Banks, or the Members of the Syndicate, will be liable to compensate the Applicants for any losses caused to them due to any such delay, or liable to pay any interest on the Application Amounts for such period during which the NCD Certificates are withheld by the Registrar. Further, our Company will not be liable for any delays in payment of interest on the NCDs allotted to such Applicants, and will not be liable to compensate such Applicants for any losses caused to them due to any such delay, or liable to pay any interest for such delay in payment of interest on the NCDs.** Members of the Syndicate or Trading Members are also required to ensure that the Applicants are competent to contract under the Indian Contract Act, 1872 including minors applying through guardians, at the time of acceptance of the Application Forms. To supplement the foregoing, the mode and manner of Application and submission of Application Forms is illustrated in the following chart.

Mode of Application	To whom the Application Form has to be submitted
ASBA Applications	(i) to the Members of the Syndicate only at the Syndicate ASBA Application Locations; or (ii) to the Designated Branches of the SCSBs where the ASBA Account is maintained; <b>or</b> (iii) to Trading Members only at the Syndicate ASBA Application Locations.

Mode of Application	To whom the Application Form has to be submitted
Non- ASBA Applications	(i) to the Members of the Syndicate; <b>or</b> (ii) to Trading Members.

**11. Application Size:** Applications are required to be for a minimum of ₹ 10,000 (10 NCDs) (for all series of NCDs, namely Series I, Series II, Series III, Series IV, Series V and Series VI either taken individually or collectively) and in multiples of ₹ 1,000 (One NCD) thereafter.

### APPLICATIONS BY VARIOUS APPLICANT CATEGORIES

**12. Applications by Mutual Funds:** A mutual fund scheme cannot invest more than 15.00% of its NAV in debt instruments issued by a single company which are rated not below investment grade by a credit rating agency authorised to carry out such activity. Such investment limit may be extended to 20.00% of the NAV of the scheme with the prior approval of the board of trustees and the board of asset management company. A separate Application can be made in respect of each scheme of an Indian mutual fund registered with SEBI and such Applications shall not be treated as multiple Applications. Applications made by the AMCs or custodians of a Mutual Fund shall clearly indicate the name of the concerned scheme for which the Application is being made. An Applications Form by a mutual fund registered with SEBI must be also accompanied by certified true copies of; (i) its SEBI registration certificate; (ii) the trust deed in respect of such mutual fund; (iii) a resolution authorising investment and containing operating instructions; and (iv) specimen signatures of authorized signatories. Failing this, our Company reserves the right to accept or reject any Application from a Mutual Fund in whole or in part, in either case, without assigning any reason therefor.

**13. Application by Scheduled Commercial Banks:** Scheduled Commercial Banks can apply in this Issue based upon their own investment limits and approvals. Applications by them for Allotment of the NCDs must be accompanied by certified true copies of (i) a board resolution authorising investments; (ii) a letter of authorisation; and (iii) specimen signatures of authorised persons. Failing this, our Company reserves the right to accept or reject any Application from a Scheduled Commercial Bank in whole or in part, in either case, without assigning any reason therefor.

**14. Application by Insurance Companies registered with the IRDA:** In case of Applications for Allotment of the NCDs made by an insurance company registered with the IRDA, a certified copy of its certificate of registration issued by IRDA must be lodged along with Application Form. The Applications must be accompanied by certified copies of: (i) its Memorandum and Articles of Association; (ii) a power of attorney; (iii) a resolution authorising investment and containing operating instructions; and (iv) specimen signatures of authorized signatories. Failing this, our Company reserves the right to accept or reject any Application in whole or in part, in either case, without assigning any reason therefor.

**15. Applications by Indian venture capital funds registered with SEBI:** Applications made by an existing Venture Capital Fund eligible to invest in accordance with the Securities and Exchange Board of India (Venture Capital Funds) Regulations, 1996, for Allotment of the NCDs must be accompanied by certified true copies of (i) the SEBI registration certificate of such Venture Capital Fund; (ii) a resolution authorising the



investment and containing operating instructions; and (iii) specimen signatures of authorised persons. Failing this, our Company reserves the right to accept or reject any Applications from an Venture Capital Fund in whole or in part, in either case, without assigning any reason thereof. Venture Capital Funds applying for Allotment of the NCDs shall at all time comply with the conditions for categories as per their SEBI registration certificate and the Securities and Exchange Board of India (Venture Capital Funds) Regulations, 1996.

**16. Applications by Alternative Investments Funds:** Applications made by an Alternative Investments Fund eligible to invest in accordance with the Securities and Exchange Board of India (Alternate Investment Funds) Regulations, 2012, for Allotment of the NCDs must be accompanied by certified true copies of: (i) the SEBI registration certificate of such Alternative Investment Fund; (ii) a resolution authorising the investment and containing operating instructions; and (iii) specimen signatures of authorised persons. Failing this, our Company reserves the right to accept or reject any Applications from an Alternative Investment Fund in whole or in part, in either case, without assigning any reason thereof. Alternative Investment Funds applying for Allotment of the NCDs shall at all time comply with the conditions for categories as per their SEBI registration certificate and the Securities and Exchange Board of India (Alternate Investment Funds) Regulations, 2012.

**17. Applications by State Industrial Development Corporations:** Applications made by state industrial development corporations for Allotment of the NCDs must be accompanied by certified true copies of: (i) any Act/rules under which the such state industrial development corporation is incorporated and its constitutional documents; (ii) a resolution of the board of directors of such state industrial development corporation authorising investments; and (iii) specimen signature of authorized persons. Failing this, our Company reserves the right to accept or reject any Applications from such state industrial development corporation for Allotment of the NCDs in whole or in part, in either case, without assigning any reason therefor.

**18. Applications by statutory bodies/ corporations:** Applications made by statutory bodies/ corporations for Allotment of the NCDs must be accompanied by certified true copies of: (i) any Act/rules under which the such Applicant is incorporated and its constitutional documents; (ii) a resolution of the board of directors of such Applicant authorising investments; and (iii) specimen signatures of authorized persons. Failing this, our Company reserves the right to accept or reject any Applications from such Applicants for Allotment of the NCDs in whole or in part, in either case, without assigning any reason therefor.

**19. Applications by Public Financial Institutions:** Applications by Public Financial Institutions must be accompanied by certified true copies of (i) any Act/rules under which such Applicant is incorporated; (ii) a resolution of the board of directors of such Applicant authorising investments; and (iii) specimen signature of authorized persons of such Applicant. Failing this, our Company reserves the right to accept or reject any Applications for Allotment of the NCDs from a Public Financial Institution in whole or in part, in either case, without assigning any reason therefor.

**20. Applications made by companies, Limited Liability Partnerships and bodies corporate registered under applicable laws in India:** Applications made by companies, Limited Liability Partnerships and bodies corporate for Allotment of the NCDs must be accompanied by certified true copies of: (i)

any Act/rules under which such Applicant is incorporated; (ii) a resolution of the board of directors of such Applicant authorising investments; and (iii) specimen signature of authorized persons of such Applicant. Failing this, our Company reserves the right to accept or reject any Applications from such Applicants for Allotment of the NCDs in whole or in part, in either case, without assigning any reason therefor.

**21. Applications made by Societies registered under applicable laws:** Applications made by a registered society for Allotment of the NCDs must be accompanied by certified true copies of: (i) any Act/rules under which such society is registered and the registration certificate; (ii) a resolution of the board of directors of such society authorising investments; and (iii) specimen signature of authorized persons of such Applicant. Failing this, our Company reserves the right to accept or reject any Applications for Allotment of the NCDs in whole or in part, in either case, without assigning any reason therefor.

**22. Applications under a power of attorney:** In case of Applications made pursuant to a power of attorney by Applicants from Category I, a certified copy of the power of attorney or the relevant resolution or authority, as the case may be, along with a certified copy of the memorandum of association and articles of association and/or bye laws must be lodged along with the Application Form. Failing this, our Company reserves the right to accept or reject any Application in whole or in part, in either case, without assigning any reason therefor. In case of Applications made pursuant to a power of attorney by Applicants from Category II and Category III, a certified copy of the power of attorney must be lodged along with the Application Form. In case of ASBA Applications made pursuant to a power of attorney, a certified copy of the power of attorney must be lodged along with the Application Form. Failing this, our Company, in consultation with the Lead Managers, reserves the right to reject such Applications. **Our Company, in its absolute discretion, reserves the right to relax the above condition of attaching the power of attorney along with the Application Forms subject to such terms and conditions that our Company and the Lead Managers may deem fit. Applications by provident funds, pension funds, gratuity funds and superannuation funds which are authorized to invest in the NCDs.** Applications by provident funds, pension funds, superannuation funds and gratuity funds which are authorised to invest in the NCDs for Allotment of the NCDs must be accompanied by certified true copies of: (i) any Act/rules under which they are incorporated; (ii) a power of attorney, if any, in favour of one or more trustees thereof; (iii) a board resolution authorising investments; (iv) such other documents evidencing registration thereof under applicable statutory/regulatory requirements; (v) specimen signature of authorized person; (vi) a certified copy of the registered instrument for creation of such fund/trust; and (vii) any tax exemption certificate issued by Income Tax authorities. Failing this, our Company reserves the right to accept or reject any Applications from such Applicants in whole or in part, in either case, without assigning any reason therefor.

**23. Applications by National Investment Fund:** Application made by National Invest Fund for Allotment of the NCDs must be accompanied by certified true copies of: (i) a resolution authorising investment and containing operating instructions; and (ii) specimen signatures of authorized persons. Failing this, our Company reserves the right to accept or reject any Applications for Allotment of the NCDs in whole or in part, in either case,

without assigning any reason therefor.

**24. Application by commercial banks, co-operative banks and Regional Rural Banks:** Commercial Banks, co-operative banks and Regional Rural Banks can apply in the Issue based upon their own investment limits and approvals. The application must be accompanied by certified true copies of (i) a board resolutions authorising investments; (ii) letters of authorisation; and (iii) specimen signatures of authorised persons. Failing this, our Company reserves the right to accept or reject any Application in whole or in part, in either case, without assigning any reason thereof.

**25. Applications by Trusts:** Applications made by a trust, settled under the Indian Trusts Act, 1882, or any other statutory and/or regulatory provision governing the settlement of trusts in India, must be accompanied by a (i) certified true copy of the registered instrument for creation of such trust, (ii) power of attorney, if any, in favour of one or more trustees thereof; and (iii) such other documents evidencing registration thereof under applicable statutory/regulatory requirements. Failing this, our Company reserves the right to accept or reject any Applications in whole or in part, in either case, without assigning any reason therefor. Further, any trusts applying for NCDs must ensure that (a) they are authorised under applicable statutory/regulatory requirements and their constitution instrument to hold and invest in NCDs, (b) they have obtained all necessary approvals, consents or other authorisations, which may be required under applicable statutory and/or regulatory requirements to invest in NCDs, and (c) applications made by them do not exceed the investment limits or maximum number of NCDs that can be held by them under applicable statutory and or regulatory provisions.

**26. Indian Scientific and/or industrial research organizations, which are authorized to invest in the NCDs:** Applications by Indian scientific and/or industrial research organisations must be accompanied by certified true copies of: (i) any Act/ rules under which they are incorporated; (ii) a resolution of its board of directors authorising investments; and (iii) specimen signatures of authorized persons. Failing this, our Company reserves the right to accept or reject any Applications in whole or in part, in either case, without assigning any reason therefor.

**27. Applications by Insurance Funds:** Applications by insurance funds set up and managed by the army, navy or air force of the Union of India or by the Department of Posts, GoI must be accompanied by certified true copies of: (i) any Act/ rules under which they are incorporated and their partnership deeds; (ii) a resolution of its board of directors/ partners authorising investments; and (iii) specimen signatures of authorized persons. Failing this, our Company reserves the right to accept or reject any Applications from such insurance funds in whole or in part, in either case, without assigning any reason therefor.

Applications cannot be made by: **a)** Minors without a guardian name (A guardian may apply on behalf of a minor. However, Applications by minors must be made through Application Forms that contain the names of both the minor Applicant and the guardian); **b)** Individuals or entities that are not resident in India; and **c)** Persons ineligible to contract under applicable statutory/ regulatory requirements.

*In case of Applications for Allotment of the NCDs in dematerialised form, the Registrar shall verify the above on the basis of the records provided by the Depositories based on the DP*

*ID and Client ID provided by the Applicants in the Application Form and uploaded onto the electronic application platform of the BSE by the Members of the Syndicate, SCSBs or the Trading Members, as the case may be.*

## PAYMENT INSTRUCTIONS

**28. Payment mechanism for ASBA Applicants:** An ASBA Applicant shall specify details of the ASBA Account in the Application Form and the relevant SCSB shall block an amount equivalent to the Application Amount in the ASBA Account specified in the Application Form. Upon receipt of intimation from the Registrar, the SCSBs shall, on the Designated Date, transfer such blocked amount from the ASBA Account to the Public Issue Account in terms of the Escrow Agreement. The balance amount remaining after the finalisation of the Basis of Allotment shall be unblocked by the SCSBs on the basis of the instructions issued in this regard by the Registrar to the respective SCSB within 12 (twelve) Working Days of the Issue Closing Date. The Application Amount shall remain blocked in the ASBA Account until transfer of the Application Amount to the Public Issue Account, or until withdrawal/ failure of the Issue or until rejection of the ASBA Application, as the case may be.

**29. Payment mechanism for non ASBA Applicants:** We shall open Escrow Accounts with one or more Escrow Collection Banks in whose favour the Applicants (except for ASBA Applicants) shall draw cheques or demand drafts. All Applicants would be required to pay the full Application Amount at the time of the submission of the Application Form. Cheques or demand drafts for the Application Amount received from Applicants would be deposited by the Members of the Syndicate and Trading Members, as the case may be, in the Escrow Accounts. Each Applicant (except for ASBA Applicants) shall draw a cheque or demand draft for the Application Amount as per the following terms:

**a)** The payment instruments from all Applicants shall be payable into the Escrow Accounts drawn in favour of “SCUF NCD 10 (2014) – Escrow Account”.

**b)** Payments should be made by cheque, or a demand draft drawn on any bank (including a co-operative bank), which is situated at, and is a member of or sub-member of the bankers’ clearing house located at the centre where the Application Form is submitted. Outstation cheques/bank drafts drawn on banks not participating in the clearing process will not be accepted and Applications accompanied by such cheques or bank drafts are liable to be rejected.

**c)** The monies deposited in the Escrow Accounts will be held for the benefit of the Applicants until the Designated Date.

**d)** On the Designated Date, the Escrow Collection Banks shall transfer the funds from the Escrow Accounts as per the terms of the Escrow Agreement and of the Prospectus into the Public Issue Account. The Escrow Collection Bank shall also, upon receipt of instructions from the Lead Managers and the Registrar, transfer all amounts payable to Applicants, who have not been allotted NCDs to the Refund Accounts. Please note that Applications accompanied by Application Amounts in cash/ stock invest/ money orders/ postal orders will not be accepted. The Escrow Collection Banks will act in terms of the Prospectus and the Escrow Agreement. The Escrow Collection Banks shall not exercise any lien whatsoever over the monies deposited therein. It is mandatory for our Company to keep the proceeds of the Issue in an escrow account until the documents for creation of the

security for the NCDs are executed.

**30. Additional information for Applicants:**

1. Application Forms submitted by Applicants (except for Applicants applying for the NCDs in physical form) whose beneficiary accounts are inactive shall be rejected.

2. For ASBA Applicants, no separate receipts will be issued for the money blocked on the submission of Application Form. However, the collection centre of the Members of the Syndicate or the SCSB or the Trading Member, as the case may be, will acknowledge the receipt of the Application Forms by stamping and returning to the Applicant the acknowledgement slip. This acknowledgement slip will serve as the duplicate of the Application Form for the records of the Applicant.

3. Applications should be submitted on the Application Form only. In the event that physical Application Forms do not bear the stamp of the Members of the Syndicate/ Trading Members or the relevant Designated Branch, they are liable to be rejected.

**Applicants are advised not to submit Application Forms to Escrow Collection Banks (unless such Escrow Collection Bank is also an SCSB) and the same will be rejected in such cases and the Applicants will not be entitled to any compensation whatsoever.**

**31. Pre-Issue Advertisement:** Our Company will issue a statutory advertisement on or before the Issue Opening Date. This advertisement will contain the information as prescribed under the SEBI Debt Regulations. Material updates, if any, between the date of filing of the Prospectus with the RoC and the date of release of the statutory advertisement will be included in the statutory advertisement.

**INSTRUCTIONS FOR FILLING UP THE APPLICATION FORM**

**32. Instructions for completing the Application Form**

(a) Applications must be made in the prescribed Application Form.

(b) Application Forms are to be completed in full, in BLOCK LETTERS in ENGLISH and in accordance with the instructions contained in the Prospectus and the Application Form. Incomplete Application Forms are liable to be rejected. Applicants should note that the Members of the Syndicate, or the Trading Members, as appropriate, will not be liable for errors in data entry due to incomplete or illegible Application Forms.

(c) Applications are required to be for a minimum of ₹ 10,000 (10 NCDs) (for all series of NCDs, namely Series I, Series II, Series III, Series IV, Series V and Series VI either taken individually or collectively) and in multiples of ₹ 1,000 (One NCD) thereafter.

(d) Thumb impressions and signatures other than in the languages specified in the Eighth Schedule in the Constitution of India must be attested by a Magistrate or a Notary Public or a Special Executive Magistrate under official seal.

(e) Applications should be in single or joint names and not exceeding three names, and in the same order as their Depository Participant details (in case of Applicants applying for Allotment of the NCDs in dematerialized form) and Applications should be made by Karta in case the Applicant is an HUF. Please ensure that such Applications contain the PAN of the HUF and not of the Karta. Applications can be in single or joint names (not exceeding three names).

(f) If the Application is submitted in joint names, the

Application Form should contain only the name of the first Applicant whose name should also appear as the first holder of the depository account held in joint names. If the DP account is held in joint names, the Application Form should contain the name and PAN of the person whose name appears first in the depository account and signature of only this person would be required in the Application Form. This Applicant would be deemed to have signed on behalf of joint holders and would be required to give confirmation to this effect in the Application Form.

(g) Applicants applying for Allotment in dematerialised form must provide details of valid and active DP ID, Client ID and PAN clearly and without error. On the basis of such Applicant's active DP ID, Client ID and PAN provided in the Application Form, and as entered into the electronic Application system of BSE by SCSBs, the Members of the Syndicate at the Syndicate ASBA Application Locations and the Trading Members, as the case may be, the Registrar will obtain from the Depository the Demographic Details. Invalid accounts, suspended accounts or where such account is classified as invalid or suspended may not be considered for Allotment of the NCDs.

(h) ASBA Applicants utilising physical Application Forms must ensure that the Application Forms are completed in full, in BLOCK LETTERS in ENGLISH and in accordance with the instructions contained in the Prospectus and in the Application Form.

(i) If the ASBA Account holder is different from the ASBA Applicant, the Application Form should also be signed by the ASBA Account holder, in accordance with the instructions provided in the Application Form.

(j) All Applicants are required to tick the relevant column in the "Category of Investor" box in the Application Form.

(k) Applications for all the Series of the NCDs may be made in a single Application Form only.

(l) All Applicants are required to tick the relevant box of the "Mode of Application" in the Application Form, choosing either the ASBA or Non-ASBA mechanism.

**We shall allocate and Allot Series VI NCDs to all valid Applications, wherein the Applicants have not indicated their choice of the relevant Series applied for.**

**33. Applicants' PAN, Depository Account and Bank Account Details:** ALL APPLICANTS APPLYING FOR ALLOTMENT OF THE NCDs IN DEMATERIALISED FORM SHOULD MENTION THEIR DP ID, CLIENT ID AND PAN IN THE APPLICATION FORM. APPLICANTS MUST ENSURE THAT THE DP ID, CLIENT ID AND PAN GIVEN IN THE APPLICATION FORM ARE EXACTLY THE SAME AS THE DP ID, CLIENT ID AND PAN AVAILABLE IN THE DEPOSITORY DATABASE. IF THE BENEFICIARY ACCOUNT IS HELD IN JOINT NAMES, THE APPLICATION FORM SHOULD CONTAIN THE NAME AND PAN OF BOTH THE HOLDERS OF THE BENEFICIARY ACCOUNT AND SIGNATURES OF BOTH HOLDERS WOULD BE REQUIRED IN THE APPLICATION FORM. On the basis of the DP ID, Client ID and PAN provided by them in the Application Form, the Registrar will obtain from the Depository the Demographic Details of the Applicants including PAN and MICR code. These Demographic Details would be used for giving Allotment Advice and refunds (for non-ASBA Applicants), if any, to the Applicants. Hence, Applicants

are advised to immediately update their Demographic Details (including bank account details) as appearing on the records of the Depository Participant and ensure that they are true and correct. Please note that failure to do so could result in delays in despatch/ credit of refunds to Applicants, delivery of Allotment Advice or unblocking of ASBA Accounts at the Applicants' sole risk, and neither the Members of the Syndicate nor the Trading Members, nor the Registrar, nor the Escrow Collection Banks, nor the SCSBs, nor our Company shall have any responsibility and undertake any liability for the same. Applicants applying for Allotment of the NCDs in dematerialized form may note that in case the DP ID, Client ID and PAN mentioned in the Application Form, as the case may be and entered into the electronic Application system of the BSE by the Members of the Syndicate, the Trading Members or the SCSBs, as the case may be, do not match with the DP ID, Client ID and PAN available in the Depository database or in case PAN is not available in the Depository database, the Application Form is liable to be rejected and our Company, and the Members of the Syndicate shall not be liable for losses, if any.

These Demographic Details would be used for all correspondence with the Applicants including mailing of the Allotment Advice and printing of bank particulars on the refund orders or for refunds through electronic transfer of funds, as applicable. The Demographic Details given by Applicants in the Application Form would not be used for any other purpose by the Registrar except in relation to the Issue. By signing the Application Form, Applicants applying for the NCDs in dematerialised form would be deemed to have authorised the Depositories to provide, upon request, to the Registrar, the required Demographic Details as available on its records. Refund orders/ Allotment Advice would be mailed at the address of the Applicants as per the Demographic Details received from the Depositories. Applicants may note that delivery of refund orders/ Allotment Advice may get delayed if the same once sent to the address obtained from the Depositories are returned undelivered. In such an event, the address and other details given by the Applicant (other than ASBA Applicants) in the Application Form would be used only to ensure dispatch of refund orders. Further, please note that any such delay shall be at such Applicants' sole risk and neither our Company, Escrow Collection Banks, Registrar nor the Lead Managers shall be liable to compensate the Applicant for any losses caused to the Applicants due to any such delay or liable to pay any interest for such delay. In case of refunds through electronic modes as detailed in the Prospectus, refunds may be delayed if bank particulars obtained from the Depository Participant are incorrect. In case of Applications made under powers of attorney, our Company in its absolute discretion, reserves the right to permit the holder of a power of attorney to request the Registrar that for the purpose of printing particulars on the refund order and mailing of the refund orders/Allotment Advice, the Demographic Details obtained from the Depository of the Applicant shall be used. In case no corresponding record is available with the Depositories, which matches the three parameters, namely, DP ID, Client ID and PAN, then such Applications are liable to be rejected.

#### **34. Electronic registration of Applications;**

(a) The Members of the Syndicate, SCSBs and Trading Members will register the Applications using the on-line facilities of the BSE. The Lead Managers, our Company,

and the Registrar are not responsible for any acts, mistakes or errors or omission and commissions in relation to (i) the Applications accepted by the SCSBs and Trading Members, (ii) the Applications uploaded by the SCSBs and the Trading Members, (iii) the Applications accepted but not uploaded by the SCSBs or the Trading Members, (iv) with respect to ASBA Applications accepted and uploaded by the SCSBs without blocking funds in the ASBA Accounts or (iv) with respect to ASBA Applications accepted and uploaded by Members of the Syndicate at the Syndicate ASBA Application Locations for which the Application Amounts are not blocked by the SCSBs.

(b) The BSE will offer an electronic facility for registering Applications for the Issue. This facility will be available on the terminals of the Members of the Syndicate, Trading Members and their authorised agents and the SCSBs during the Issue Period. On the Issue Closing Date, the Members of the Syndicate, Trading Members and the Designated Branches shall upload Applications till such time as may be permitted by the BSE. This information will be available with the Members of the Syndicate and Trading Members on a regular basis. Applicants are cautioned that a high inflow of Applications on the last day of the Issue Period may lead to some Applications received on the last day not being uploaded and such Applications will not be considered for Allotment.

(c) Based on the aggregate demand for Applications registered on the electronic facilities of the BSE, a graphical representation of consolidated demand for the NCDs, as available on the website of the BSE, would be made available at the Application centres as provided in the Application Form during the Issue Period.

(d) At the time of registering each Application, SCSBs, the Members of the Syndicate and Trading Members, as the case may be, shall enter the details of the Applicant, such as the Application Form number, PAN, Applicant category, DP ID, Client ID, number and Series(s) of NCDs applied, Application Amounts, details of payment instruments (for non – ASBA Applications) and any other details that may be prescribed by the online uploading platforms of the BSE.

(e) A system generated TRS will be given to the Applicant as a proof of the registration of his Application. It is the Applicant's responsibility to obtain the TRS from the SCSBs, Members of the Syndicate or the Trading Members, as the case may be. The registration of the Applications by the SCSBs, Members of the Syndicate or Trading Members does not guarantee that the NCDs shall be allocated/ Allotted by our Company. Such TRS will be non-negotiable and by itself will not create any obligation of any kind.

(f) The permission given by the BSE to use their network and software of the online system should not in any way be deemed or construed to mean that the compliance with various statutory and other requirements by our Company, and/or the Lead Managers are cleared or approved by the BSE; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the compliance with the statutory and other requirements nor does it take any responsibility for the financial or other soundness of our Company, the management or any scheme or project of our Company; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the contents of the Prospectus; nor does it warrant that the NCDs will be listed or will continue to be listed on the BSE.

(g) In case of apparent data entry error by either the Members



of the Syndicate or the Trading Members, in entering the Application Form number in their respective schedules, other things remaining unchanged, the Application Form may be considered as valid and such exceptions may be recorded in minutes of the meeting submitted to the BSE.

**(h)** Only Applications that are uploaded on the online system of the BSE shall be considered for Allotment.

**General Instructions**

**35. Do's**

- **Check if you are eligible to apply;**
- **Read all the instructions carefully and complete the Application Form;**
- If the Allotment of the NCDs is sought in dematerialized form, ensure that the details about Depository Participant and beneficiary account are correct and the beneficiary account is active;
- Applications are required to be in single or joint names (not more than three);
- In case of an HUF applying through its Karta, the Applicant is required to specify the name of an Applicant in the Application Form as 'XYZ Hindu Undivided Family applying through PQR', where PQR is the name of the Karta;
- Ensure that Applications are submitted to the Members of the Syndicate, Trading Members or the Designated Branches of the SCSBs, as the case may be, before the closure of application hours on the Issue Closing Date;
- Ensure that the Application Forms (for non-ASBA Applicants) are submitted at the collection centres provided in the Application Forms, bearing the stamp of a Member of the Syndicate or a Trading Members of the BSE, as the case may be;
- Ensure that the Applicant's names (for Applications for the NCDs in dematerialised form) given in the Application Form is exactly the same as the names in which the beneficiary account is held with the Depository Participant. In case the Application Form is submitted in joint names, ensure that the beneficiary account is also held in same joint names and such names are in the same sequence in which they appear in the Application Form;
- Ensure that you have funds equal to or more than the Application Amount in your ASBA Account before submitting the Application Form for ASBA Applications;
- Ensure that you mention your PAN in the Application Form. In case of joint applicants, the PAN of all the Applicants should be provided, and for HUFs, PAN of the HUF should be provided. In case of Applicants who are minors, the PAN of the minor must be provided. Any Application Form without the PAN is liable to be rejected. In case of Applications for Allotment in physical form, Applicants should submit a self-certified copy of their PAN card as part of the KYC documents. Applicants should not submit the GIR Number instead of the PAN as the Application is liable to be rejected on this ground. However, Applications on behalf of the Central or State Government officials and the officials appointed by the courts in terms of a SEBI circular dated June 30, 2008 and Applicants residing in the state of Sikkim who in terms of a SEBI circular dated July 20, 2006 may be exempt from specifying their PAN for transacting in the securities market;
- Ensure that the Demographic Details (for Applications for the NCDs in dematerialised form) as provided in the Application Form are updated, true and correct in all respects;

- Ensure that you request for and receive a TRS for all your Applications and an acknowledgement as a proof of having been accepted;
- Ensure that you have obtained all necessary approvals from the relevant statutory and/or regulatory authorities to apply for, subscribe to and/or seek Allotment of the NCDs;
- Ensure that signatures other than in the languages specified in the Eighth Schedule to the Constitution of India is attested by a Magistrate or a Notary Public or a Special Executive Magistrate under official seal;
- **Applicants (other than ASBA Applicants) are requested to write their names and Application number on the reverse of the instruments by which the payments are made;**
- All Applicants are requested to tick the relevant column "Category of Investor" in the Application Form;
- Tick the Series of NCDs in the Application Form that you wish to apply for; and
- The Reserve Bank of India has issued standard operating procedure in terms of paragraph 2(a) of RBI circular number DPSS.CO.CHD.No./133/04.07.05/2013-14 dated July 16, 2013, detailing the procedure for processing CTS 2010 and Non-CTS 2010 instruments in the three CTS grid locations. As per this circular, processing of non-CTS cheques shall be done only on three days of the week. As prescribed by the Debt Application Circular, the NCDs are required to be listed within 12 Working Days of the Issue Closing Date. In order to enable compliance with the above timelines, investors are advised to use CTS cheques or use the ASBA facility to make payments in the Issue. Investors using non-CTS cheques are cautioned that Applications accompanied by such cheques are liable to be rejected due to any clearing delays beyond 6 Working Days from the Issue Closing Date, in terms of the aforesaid circular.

**36. Don'ts:**

- Do not apply for lower than the minimum Application size;
- Do not pay the Application amount in cash, by money order, postal order, stock invest;
- Do not send the Application Forms by post; instead submit the same to the Members of the Syndicate and Trading Members or the SCSBs (as the case may be) only;
- Do not submit Application Forms to the Escrow Collection Banks (unless such Escrow Collection Bank is also an SCSB);
- Do not submit the GIR number instead of the PAN as the Application is liable to be rejected on this ground;
- Do not submit incorrect details of the DP ID, Client ID and PAN or provide details for a beneficiary account which is suspended or for which details cannot be verified by the Registrar;
- Do not fill up the Application Form such that the NCDs applied for exceeds the Issue size and/or investment limit or maximum number of NCDs that can be held under the applicable laws or regulations or maximum amount permissible under the applicable regulations;
- Do not submit Applications on plain paper or on incomplete or illegible Application Forms;
- Do not submit an Application in case you are not eligible to acquire the NCDs under applicable law or your relevant constitutional documents or otherwise;
- Do not submit the Application Forms without the Application Amount; and
- Do not apply if you are not competent to contract under the

Indian Contract Act, 1872.

**37. Additional instructions specific for ASBA Applicants**

***Do's***

- Before submitting the physical Application Form with the Member of the Syndicate at the Syndicate ASBA Application Locations ensure that the SCSB, whose name has been filled in the Application Form, has named a branch in that centre;
- For ASBA Applicants applying through Members of the Syndicate, ensure that your Application Form is submitted to the Members of the Syndicate at the Syndicate ASBA Application Locations and not to the Escrow Collection Banks (assuming that such bank is not a SCSB), to our Company, the Registrar or Trading Members;
- For ASBA Applicants applying through the SCSBs, ensure that your Application Form is submitted at a Designated Branch of the SCSB where the ASBA Account is maintained, and not to the Escrow Collection Banks (assuming that such bank is not a SCSB), to our Company, the Registrar or the Members of the Syndicate or Trading Members.
- Ensure that the Application Form is signed by the ASBA Account holder in case the ASBA Applicant is not the account holder;
- Ensure that you have mentioned the correct ASBA Account number in the Application Form;
- Ensure that you have funds equal to the Application Amount in the ASBA Account before submitting the Application Form to the respective Designated Branch, or to the Members of the Syndicate at the Syndicate ASBA Application Locations, or to the Trading Members, as the case may be;
- Ensure that you have correctly ticked, provided or checked the authorisation box in the Application Form, or have otherwise provided an authorisation to the SCSB *via* the electronic mode, for the Designated Branch to block funds in the ASBA Account equivalent to the Application Amount mentioned in the Application Form; and
- Ensure that you receive an acknowledgement from the Designated Branch or the concerned member of the Syndicate, or the Trading Member, as the case may be, for the submission of the Application Form.

***Don'ts***

- Do not make payment of the Application Amounts in any mode other than through blocking of the Application Amounts in the ASBA Accounts shall not be accepted under the ASBA process;
- Do not submit the Application Form with a Member of the Syndicate at a location other than the Syndicate ASBA Application Locations;
- Do not send your physical Application Form by post. Instead submit the same with a Designated Branch or a member of the Syndicate at the Syndicate ASBA Application Locations, or a Trading Member, as the case may be; and
- Do not submit more than five Application Forms per ASBA Account.

Applications shall be accepted only between 10.00 a.m. and 5.00 p.m. (Indian Standard Time), or such extended time as may be permitted by the BSE during the Issue Period on all days between Monday and Friday, both inclusive barring public holidays, at the Collection Centres or with the Members of the Syndicate or Trading Members at the Syndicate ASBA Application Locations and the Designated Branches of SCSBs

as mentioned on the Application Form. On the Issue Closing Date, Applications shall be accepted only between 10.00 a.m. and 3.00 p.m. and shall be uploaded until 5.00 p.m. or such extended time as may be permitted by the BSE. It is clarified that the Applications not uploaded in the electronic application system of the BSE would be rejected.

Due to limitation of time available for uploading the Applications on the Issue Closing Date, Applicants are advised to submit their Applications one day prior to the Issue Closing Date and, in any case, no later than 3.00 p.m. on the Issue Closing Date. All times mentioned in the Prospectus are Indian Standard Times. Applicants are cautioned that in the event a large number of Applications are received on the Issue Closing Date, some Applications may not get uploaded due to lack of sufficient time. Such Applications that cannot be uploaded will not be considered for allocation under the Issue. Applications will be accepted only on Business Days, i.e., Monday to Friday (excluding any public holiday). Neither our Company, nor the Lead Managers, Lead Brokers or Trading Members are liable for any failure in uploading the Applications due to failure in any software/hardware system or otherwise.

**38. Additional instructions specific for Applicants seeking Allotment of the NCDs in physical form:** Any Applicant who wishes to subscribe to the NCDs in physical form shall undertake the following steps:

- **Please complete the Application Form in all respects, by providing all the information including PAN and Demographic Details. However, do not provide the Depository Participant details in the Application Form.** The requirement for providing Depository Participant details shall be mandatory only for the Applicants who wish to subscribe to the NCDs in dematerialised form.
- Please provide the following documents along with the Application Form:
  - (a) Self-attested copy of the PAN card;
  - (b) Self-attested copy of your proof of residence. Any of the following documents shall be considered as a verifiable proof of residence:
    - ration card issued by the GoI; or
    - valid driving license issued by any transport authority of the Republic of India; or
    - electricity bill (not older than three months); or
    - landline telephone bill (not older than three months); or
    - valid passport issued by the GoI; or
    - voter's identity card issued by the GoI; or
    - passbook or latest bank statement issued by a bank operating in India; or
    - registered leave and license agreement or agreement for sale or rent agreement or flat maintenance bill; or
    - AADHAR letter.
  - Self-attested copy of a cancelled cheque of the bank account to which the amounts pertaining to payment of refunds, interest and redemption, as applicable, should be credited.

In absence of the cancelled cheque, our Company may reject the Application or it may consider the bank details as given on the Application Form at its sole discretion. In such case the Company, Lead Managers and Registrar shall not be liable for any delays/ errors in payment of refund and/ or interest.

The Applicant shall be responsible for providing the above information accurately. Delays or failure in credit of the

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payments due to inaccurate details shall be at the sole risk of the Applicants and neither the Lead Managers nor our Company shall have any responsibility and undertake any liability for the same. Applications for Allotment of the NCDs in physical form, which are not accompanied with the aforesaid documents, may be rejected at the sole discretion of our Company.

In relation to the issuance of the NCDs in physical form, please note the following:

1. An Applicant has the option to seek Allotment of NCDs in either dematerialised or physical mode. No partial Application for the NCDs shall be permitted and is liable to be rejected.

2. In case of NCDs that are being issued in physical form, our Company will issue one certificate to the holders of the NCDs for the aggregate amount of the NCDs for each of the Series of NCDs that are applied for (each such certificate a “**Consolidated NCD Certificate**”).

3. **Any Applicant who provides the Depository Participant details in the Application Form shall be Allotted the NCDs in dematerialised form only. Such Applicant shall not be Allotted the NCDs in physical form.**

4. Our Company shall dispatch the Consolidated NCD Certificate to the address of the Applicant provided in the Application Form.

All terms and conditions disclosed in relation to the NCDs held in physical form pursuant to rematerialisation shall be applicable *mutatis mutandis* to the NCDs issued in physical form.

### **39. Consolidated list of documents required for various categories:**

For the sake of simplicity we hereby provide the details of documents required to be submitted by various categories of Applicants while submitting the Application Form

Type of Investors	Documents to be submitted with application form (for Applicants applying for NCDs in physical form, these documents have to be submitted in addition to the KYC documents required)
Public financial institutions, state industrial development corporations, statutory bodies/ corporations, companies, limited liability partnerships, societies, Indian scientific and/or industrial research organizations, which are authorized to invest in the NCDs and insurance funds	<p>The Application must be accompanied by certified true copies of:</p> <ul style="list-style-type: none"> <li>Any Act/ Rules under which they are incorporated</li> <li>Board Resolution authorizing investments</li> <li>Specimen signature of authorized persons</li> </ul>
Commercial banks, cooperative banks and regional rural banks	<p>The Application must be accompanied by certified true copies of:</p> <ul style="list-style-type: none"> <li>a board resolution authorising investments</li> <li>a letter of authorisation</li> <li>Specimen signature of authorized persons</li> </ul>

Type of Investors	Documents to be submitted with application form (for Applicants applying for NCDs in physical form, these documents have to be submitted in addition to the KYC documents required)
Insurance companies registered with the IRDA	<p>The Application must be accompanied by certified copies of</p> <ul style="list-style-type: none"> <li>Any Act/Rules under which they are incorporated</li> <li>Registration documents (i.e. IRDA registration)</li> <li>Resolution authorizing investment and containing operating instructions (Resolution)</li> <li>Specimen signature of authorized persons</li> </ul>
National Investment Fund	<p>The Application must be accompanied by certified copies of</p> <ul style="list-style-type: none"> <li>Resolution authorizing investment and containing operating instructions (Resolution)</li> <li>Specimen signature of authorized persons</li> </ul>
Provident funds, pension funds, gratuity funds and superannuation funds	<p>The Application must be accompanied by certified true copies of:</p> <ul style="list-style-type: none"> <li>Any Act/Rules under which they are incorporated</li> <li>Power of attorney in favour of one or more trustees;</li> <li>Board resolution authorizing investments</li> <li>Specimen signature of authorized person</li> <li>Such other documents evidencing registration thereof under applicable statutory/regulatory requirements</li> <li>A certified copy of the registered instrument for creation of such fund/ trust</li> <li>Any tax exemption certificate issued by Income Tax authorities</li> </ul>
Mutual Funds	<p>The Application must be also accompanied by certified true copies of:</p> <ul style="list-style-type: none"> <li>SEBI registration Certificate and trust deed (SEBI Registration)</li> <li>Resolution authorizing investment and containing operating instructions</li> <li>Specimen signature of authorized persons</li> </ul>
Indian Venture Capital Funds and Alternative Investment Funds	<p>The Application must be also accompanied by certified true copies of:</p> <ul style="list-style-type: none"> <li>SEBI registration certificate</li> <li>Resolution authorizing investments</li> <li>Specimen signature of authorized persons</li> </ul>

## IN THE NATURE OF FORM2A - MEMORANDUM CONTAINING SALIENT FEATURES OF THE PROSPECTUS

Type of Investors	Documents to be submitted with application form (for Applicants applying for NCDs in physical form, these documents have to be submitted in addition to the KYC documents required)
Applicants through a power of attorney under Category I	<p>The Application must be also accompanied by certified true copies of:</p> <ul style="list-style-type: none"> <li>A certified copy of the power of attorney or the relevant resolution or authority, as the case may be</li> <li>A certified copy of the memorandum of association and articles of association and/or bye laws and/or charter documents, as applicable, must be lodged along with the Application Form.</li> <li>Specimen signature of power of attorney holder/authorized signatory as per the relevant resolution.</li> </ul>
Resident Indian individuals under Categories II and III	N.A.
HUF through the Karta under Categories II and III	<p>The Application must be also accompanied by certified true copies of:</p> <ul style="list-style-type: none"> <li>Self-attested copy of PAN card of HUF.</li> <li>Bank details of HUF i.e. copy of passbook/bank statement/cancelled cheque indicating HUF status of the applicant.</li> <li>Self-attested copy of proof of Address of karta, identity proof of karta.</li> </ul>
Power of Attorney under Category II and Category III	<p>The Application must be also accompanied by certified true copies of:</p> <ul style="list-style-type: none"> <li>A certified copy of the power of attorney has to be lodge with the Application Form</li> </ul>
Trusts	<p>The Application must be also accompanied by certified true copies of:</p> <ul style="list-style-type: none"> <li>The registered instrument for creation of such trust.</li> <li>A power of attorney, if any, in favour of one or more trustees thereof.</li> <li>Such other documents evidencing registration thereof under applicable statutory/regulatory requirements</li> </ul>

**40. Submission of Application Forms:** For details in relation to the manner of submission of Application Forms, please see section titled “Issue Procedure – Methods of Application” on page 181 of the Prospectus.

### OTHER INSTRUCTIONS

**41. Joint Applications:** Applications may be made in single or joint names (not exceeding three). In the case of joint Applications, all payments will be made out in favour of the

first Applicant. All communications will be addressed to the first named Applicant whose name appears in the Application Form and at the address mentioned therein.

**42. Additional/ Multiple Applications:** An Applicant is allowed to make one or more Applications for the NCDs for the same or different Series of NCDs, subject to a minimum Application size of ₹ 10,000 and in multiples of ₹ 1,000 thereafter, for each Application. Any Application for an amount below the aforesaid minimum Application size will be deemed as an invalid Application and shall be rejected. However, multiple Applications by the same Applicant belonging to Category III aggregating to a value exceeding ₹ 500,000 shall be grouped in Category II, for the purpose of determining the basis of allotment to such Applicant. However, any Application made by any person in his individual capacity and an Application made by such person in his capacity as a Karta of an HUF and/or as joint Applicant (second or third applicant), shall not be deemed to be a multiple Application. The PAN number as provided in the relevant Application Forms will be utilised for the purpose of grouping of Applications to determine multiple Applications by the same Applicant.

**43. Depository Arrangements:** We have made depository arrangements with NSDL and CDSL for issue and holding of the NCDs in dematerialised form. In this context:

(i) Tripartite Agreements dated November 6, 2013 and November 14, 2013 between us, the Registrar to the Issue and CDSL and NSDL, respectively, have been executed, for offering depository option to the Applicants.

(ii) It may be noted that NCDs in electronic form can be traded only on stock exchanges having electronic connectivity with NSDL or CDSL. The BSE has connectivity with NSDL and CDSL.

(iii) Interest or other benefits with respect to the NCDs held in dematerialised form would be paid to those Debenture Holders whose names appear on the list of beneficial owners given by the Depositories to us as on Record Date. In case of those NCDs for which the beneficial owner is not identified by the Depository as on the Record Date, we would keep in abeyance the payment of interest or other benefits, till such time that the beneficial owner is identified by the Depository and conveyed to us, whereupon the interest or benefits will be paid to the beneficiaries, as identified.

(iv) The trading of the NCDs shall be in dematerialized form only.

For further information relating to Applications for Allotment of the NCDs in dematerialised form, please see sections titled “Issue Procedure – Methods of Application” and “Issue Procedure – General Instructions” on pages 181 and 192 of the Prospectus, respectively.

**44. Communications:** All future communications in connection with Applications made in the Issue should be addressed to the Registrar quoting all relevant details as regards the Applicant and its Application. Applicants can contact our Compliance Officer as well as the contact persons of our Company/ Lead Managers or the Registrar in case of any pre-Issue related problems. In case of post-Issue related problems such as non-receipt of Allotment Advice/ credit of NCDs in depository’s beneficiary account/ refund orders, etc., applicants may contact our Compliance Officer as well as the contact persons of our Company/Lead Managers or Registrar. Please note that Applicants who have applied for the NCDs through Trading Members should contact



the BSE in case of any post-Issue related problems, such as non-receipt of Allotment Advice/ credit of NCDs in Depository's beneficiary account/ refund orders, etc.

**45. Rejection of Applications:** The Board of Directors and/or any committee of our Company, reserves its full, unqualified and absolute right to accept or reject any Application in whole or in part and in either case without assigning any reason thereof.

***Application may be rejected on one or more technical grounds, including but not restricted to:***

- Number of NCDs applied for being less than the minimum Application size;
- Applications not being signed by the sole/ joint Applicants;
- Applications submitted without payment of the Application Amount;
- In case of partnership firms, the application forms submitted in the name of individual partners and/or accompanied by the individual's PAN rather than the PAN of the partnership firm;
- Applications submitted without payment of the full Application Amount. However, our Company may allot NCDs upto the full value of the Application Amount paid, in the event that such Application Amounts exceed the minimum Application Size as specified in the Prospectus;
- In case of Applicants applying for Allotment in physical form, date of birth of the sole/ first Applicant not mentioned in the Application Form;
- Investor Category in the Application Form not being ticked;
- In case of Applications for Allotment in physical form, bank account details not provided in the Application Form;
- Signature of the Applicant missing;
- Applications by persons not competent to contract under the Indian Contract Act, 1872 including a minor without the name of a guardian;
- Applications by individuals or entities who are non-residents;
- Applications by stock invest or accompanied by cash/money order/postal order;
- Applications made without mentioning the PAN of the Applicant (except for Central and State government officials, officials of courts and residents of Sikkim);
- GIR number mentioned in the Application Form instead of PAN;
- Applications for amounts greater than the maximum permissible amounts prescribed by applicable regulations;
- Applications by persons/entities who have been debarred from accessing the capital markets by SEBI;
- Applications submitted directly to the Escrow Collection Banks (if such Escrow Collection Bank is not an SCSB);
- ASBA Applications submitted to the Members of Syndicate or a Trading Members at locations other than the Syndicate ASBA Application Locations or at a Designated Branch of a SCSB where the ASBA Account is not maintained, and ASBA Applications submitted directly to an Escrow Collecting Bank (assuming that such bank is not a SCSB), to our Company or the Registrar to the Issue;
- For Applications for Allotment in dematerialised form, DP ID, Client ID and PAN mentioned in the Application Form do not match with the Depository Participant ID, Client ID and PAN available in the records with the depositories;
- In case of Applicants applying for the NCDs in physical form, if the address of the Applicant is not provided in the Application

Form;

- Copy of KYC documents not provided in case of an Application for Allotment of the NCDs in physical form;
- Application Forms from ASBA Applicants not being signed by the ASBA Account holder, if the account holder is different from the Applicant;
- Applications for an amount below the minimum Application size;
- ASBA Applications not having details of the ASBA Account to be blocked;
- Applications (except for ASBA Applications) where clear funds are not available in Escrow Accounts as per final certificates from Escrow Collection Banks;
- Applications by persons prohibited from buying, selling or dealing in shares, directly or indirectly, by SEBI or any other regulatory authority;
- Applications by Applicants seeking Allotment in dematerialised form whose demat accounts have been 'suspended for credit' pursuant to the circular issued by SEBI on July 29, 2010 bearing number CIR/MRD/DP/22/2010;
- Non- ASBA Applications accompanied by more than one payment instrument;
- Applications not uploaded on the terminals of the BSE;
- Applications for Allotment of NCDs in dematerialised form providing an inoperative demat account number;
- In case of Applications under power of attorney or by limited companies, corporate, trust etc., relevant documents are not submitted along with the Application Form;
- With respect to ASBA Applications, the ASBA Account not having credit balance to meet the Application Amounts or no confirmation is received from the SCSB for blocking of funds;
- SCSBs making an ASBA Application (a) through an ASBA Account maintained with its own self or (b) through an ASBA account maintained through a different SCSB not in its own name, or (c) through an ASBA Account maintained through a different SCSB in its own name, which ASBA Account is not utilised for the purpose of applying in public issues;
- Where PAN details in the Application Form and as entered into the bidding platform of the BSE are not as per the records of the Depositories; and
- In case of Applicants applying for the NCDs in physical form, if the address of the Applicant is not provided in the Application Form. For further instructions regarding Application for the NCDs, Applicants are requested to read the Application Form.

#### PAYMENT OF REFUNDS

**46. Allotment Advice/ Refund Orders:** In case of Applications other than those made through the ASBA process, the unutilised portion of the Application Amounts will be refunded to the Applicant within 12 (twelve) Working Days of the Issue Closure Date through any of the following modes:

**i. Direct Credit** – Applicants having bank accounts with the Bankers to the Issue shall be eligible to receive refunds through direct credit. Charges, if any, levied by the relevant bank(s) for the same would be borne by us.

**ii. NECS** – Payment of refund would be done through NECS for Applicants having an account at any of the 68 centres where such facility has been made available. This mode of payment of refunds would be subject to availability of complete bank

account details including the MICR code as available from the Depositories. The payment of refunds through this mode will be done for Applicants having a bank account at any centre where NECS facility has been made available (subject to availability of all information for crediting the refund through NECS).

**iii. NEFT** – Payment of refund shall be undertaken through NEFT wherever the Applicant's bank has been assigned the Indian Financial System Code ("IFSC"), which can be linked to a MICR, allotted to that particular bank branch. IFSC Code will be obtained from the website of RBI as on a date immediately prior to the date of payment of refund, duly mapped with MICR numbers. In case of online payment or wherever the Investors have registered their nine digit MICR number and their bank account number with the depository participant while opening and operating the demat account, the MICR number and their bank account number will be duly mapped with the IFSC Code of that particular bank branch and the payment of refund will be made to the Investors through this method.

**iv. RTGS** – If the refund amount exceeds ₹ 200,000, Applicants have the option to receive refund through RTGS. Charges, if any, levied by the refund bank(s) for the same would be borne by us. Charges, if any, levied by the Applicant's bank receiving the credit would be borne by the Applicant.

**v.** For all other Applicants (not being ASBA Applicants), refund orders will be despatched through speed post/ registered post. Such refunds will be made by cheques, pay orders or demand drafts drawn in favour of the sole/ first Applicants and payable at par at places where Application are received. Bank charges, if any, for encashing such cheques, pay orders or demand drafts at other centres will be payable by the Applicants.

In the case of Applicants other than ASBA Applicants, applying for the NCDs in dematerialised form, the Registrar will obtain from the Depositories the Applicant's bank account details, including the MICR code, on the basis of the DP ID, Client ID and PAN provided by the Applicants in their Application Forms. Accordingly, Applicants are advised to immediately update their details as appearing on the records of their Depository Participants. Failure to do so may result in delays in dispatch of refund orders or refunds through electronic transfer of funds, as applicable, and any such delay will be at the Applicant's sole risk and neither our Company, the Registrar, the Escrow Collection Banks, or the Members of the Syndicate, will be liable to compensate the Applicants for any losses caused to them due to any such delay, or liable to pay any interest for such delay.

In case of ASBA Applicants, the Registrar shall instruct the relevant SCSB to unblock the funds in the relevant ASBA Account to the extent of the Application Amount specified in the Application Forms for withdrawn, rejected or unsuccessful or partially successful ASBA Applications within 12 (twelve) Working Days of the Issue Closing Date.

Our Company and the Registrar shall credit the allotted NCDs to the respective beneficiary accounts/ dispatch the Letters of Allotment or letters of regret/ Refund Orders by registered post/ speed post/ordinary post at the Applicant's sole risk, within 12 Working Days from the Issue Closure Date. We may enter into an arrangement with one or more banks in one or more cities for refund to the account of the applicants through Direct Credit/ RTGS/NEFT.

Further,

**a)** Allotment of NCDs in the Issue shall be made within a time period of 12 Working Days from the Issue Closure Date;

**b)** Credit to dematerialised accounts will be given within two Working Days from the Date of Allotment;

**c)** Interest at such rates as may be prescribed by appropriate regulatory authorities under applicable laws and regulation will be paid if the Allotment has not been made and/or the refund orders have not been dispatched to the applicants within 12 Working Days from the Issue Closure Date, for the delay beyond 12 Working Days; and

**d)** Our Company will provide adequate funds to the Registrar for this purpose.

**47. Retention of oversubscription:** Our Company is making a public issue of the NCDs aggregating upto ₹ 10,000 lakhs with an option to retain oversubscription of NCDs up to ₹ 10,000 lakhs.

**48. Grouping of Applications and allocation ratio:**

For the purposes of the Basis of Allotment:

**A. Applications received from Category I Applicants:** Applications received from Applicants belonging to Category I shall be grouped together, ("**Institutional and Non-Institutional Investor Portion**");

**B. Applications received from Category II Applicants:** Applications received from Applicants belonging to Category II shall be grouped together, ("**High Net Worth Individual Portion**");

**C. Applications received from Category III Applicants:** Applications received from Applicants belonging to Category III shall be grouped together, ("**Retail Individual Investor Portion**").

For removal of doubt, the terms "**Institutional and Non Institutional Investor Portion**", "**High Net Worth Individual Portion**" and "**Retail Individual Investor Portion**" are individually referred to as a "**Portion**" and collectively referred to as "**Portions**".

For the purposes of determining the number of NCDs available for allocation to each of the abovementioned Portions, our Company shall have the discretion of determining the number of NCDs to be allotted over and above the Base Issue Size, in case our Company opts to retain any oversubscription in the Issue upto ₹ 10,000 lakhs. The aggregate value of NCDs decided to be allotted over and above the Base Issue Size, (in case our Company opts to retain any oversubscription in the Issue), and/ or the aggregate value of NCDs upto the Base Issue Size shall be collectively termed as the "**Overall Issue Size**".

**49. Allocation ratio:**

Reservations shall be made for each of the Portions in the below mentioned basis:

Institutional and Non Institutional Investor Portion	High Net Worth Individual Portion	Retail Individual Investor Portion
20 % of the Overall Issue Size.	40 % of the Overall Issue Size.	40 % of the Overall Issue Size.

**50. Basis of Allotment:**

**(a) Allotments in the first instance:**

**i.** Applicants belonging to Category I, in the first instance, will be allocated NCDs upto 20 % of the Overall Issue Size on first come first serve basis (determined on the basis of date of upload of the Applications on the electronic Application platform of the BSE);

ii. Applicants belonging to the Category II, in the first instance, will be allocated NCDs upto 40 % of Overall Issue Size on first come first serve basis (determined on the basis of date of upload of the Applications on the electronic Application platform of the BSE);

iii. Applicants belonging to the Category III, in the first instance, will be allocated NCDs upto 40 % of Overall Issue Size on first come first serve basis (determined on the basis of date of upload of the Applications on the electronic Application platform of the BSE);

**(b) Under subscription**

If there is any under subscription in any Portion, priority in Allotments will be given in the following order:

i. Category III Portion;

ii. Category II Portion; and

iii. Category I Portion.

(c) For all Portions, all Applications uploaded on the same day on the electronic Application platform of the BSE would be treated at par with each other.

(d) Minimum Allotments of one NCD would be made in case of each valid Application.

(e) Allotments in case of oversubscription:

In case of an oversubscription in any of the Portions, Allotments to the maximum extent, as possible, will be made on a first-come first-serve basis and thereafter on proportionate basis, i.e. full Allotment of NCDs to the Applicants on a first come first basis up to the date falling 1 (one) day prior to the date of oversubscription and proportionate allotment of NCDs to the Applicants on the date of oversubscription (determined on the basis of date of upload of the Applications on the electronic Application platform of BSE in each Portion). The method of proportionate allotment is as described below:

i. Allotments to Applicants shall be made in proportion to their respective Application size, rounded off to the nearest integer;

ii. If the process of rounding off to the nearest integer results in the actual allocation of NCDs being higher than the Issue Size, not all applicants will be allotted the number of NCDs arrived at after such rounding off. Rather, each Applicant whose Allotment size, prior to rounding off, had the highest decimal point would be given preference;

iii. In the event, there is more than one Applicant whose entitlement remains equal after the manner of distribution referred to above, our Company will ensure that the basis of allotment is finalised by draw of lots in a fair and equitable manner.

**(f) Applicants applying for more than one Series of NCDs:**

If an Applicant has applied for more than one Series of NCDs, and in case such Applicant is entitled to allocation of only a part of the aggregate number of NCDs applied for, the Series-wise allocation of NCDs to such Applicants shall be in proportion to the number of NCDs with respect to each Series, applied for by such Applicant, subject to rounding off to the nearest integer, as appropriate, in consultation with the Lead Managers and the Designated Stock Exchange.

All decisions pertaining to the basis of allotment of the NCDs pursuant to the Issue shall be taken by our Company in consultation with the Lead Managers, and the Designated Stock Exchange and in compliance with the aforementioned provisions of the Prospectus. Our Company would allot NCDs under Series

VI to all valid Applications, wherein the Applicants have not indicated their choice of Series of NCDs.

**OTHER INFORMATION**

**51. Investor Withdrawals and Pre-closure:**

***Withdrawal of Applications during the Issue Period***

*Withdrawal of ASBA Applications:* ASBA Applicants can withdraw their Applications during the Issue Period by submitting a request to such effect to the Member of the Syndicate, Trading Member or Designated Branch of an SCSB, as the case may be, through whom the ASBA Application had been made. In case of ASBA Applications submitted to the Members of the Syndicate or Trading Members at the Syndicate ASBA Application Locations, upon receipt of the request for withdrawal from the ASBA Applicant, the relevant Member of the Syndicate or Trading Member, as the case may be, shall undertake requisite actions, including deleting details of the withdrawn ASBA Application Form from the electronic platform of the BSE. In case of ASBA Applications submitted directly to a Designated Branch of an SCSB, upon receipt of the request for withdrawal from an ASBA Applicant, the relevant Designated Branch shall undertake requisite actions, including deleting details of the withdrawn ASBA Application Form from the electronic platform of the BSE and un-blocking of the funds in the ASBA Account directly.

*Withdrawal of non – ASBA Applications:* Non-ASBA Applicants can withdraw their Applications during the Issue Period by submitting a request for the same to the Member of the Syndicate or Trading Member, as the case may be, through whom the Application had been made. Upon receipt of the request for withdrawal from the Applicant, the relevant Member of the Syndicate or Trading Member, as the case may be, shall undertake requisite actions, including deleting details of the withdrawn Application Form from the electronic platform of the BSE.

**52. Withdrawal of Applications after the Issue Period:**

In case an Applicant wishes to withdraw an Application after the Issue Closing Date, the same can be done by submitting a withdrawal request to the Registrar to the Issue prior to the finalization of the Basis of Allotment.

**53. Pre-closure:** Our Company, in consultation with the Lead Managers reserves the right to close the Issue at any time prior to the Issue Closing Date (subject to full subscription of the Retail Individual Investor Portion prior to such early closure). Our Company shall allot NCDs with respect to the Applications received till the time of such pre-closure in accordance with the Basis of Allotment as described hereinabove and subject to applicable statutory and/or regulatory requirements.

**54. Utilisation of Application Amounts:** The sum received in respect of the Issue will be kept in separate bank accounts and we will have access to such funds as per applicable provisions of law(s), regulations and approvals.

**55. Utilisation of the proceeds of the Issue:**

(a) All monies received pursuant to the Issue of NCDs to public shall be transferred to a separate bank account other than the bank account referred to in section 40(3) of the Companies Act, 2013.

(b) Details of all monies utilised out of Issue referred to in sub-item (a) shall be disclosed under an appropriate separate head in our Balance Sheet indicating the purpose for which such monies had been utilised.



(c) Details of all unutilised monies out of issue of NCDs, if any, referred to in sub-item (a) shall be disclosed under an appropriate separate head in our Balance Sheet indicating the form in which such unutilised monies have been invested.

(d) We shall utilize the Issue proceeds only upon creation of security as stated in the Prospectus, receipt of the listing and trading approval from the BSE.

(e) The Issue proceeds shall not be utilized towards full or part consideration for the purchase or any other acquisition, inter alia by way of a lease, of any property.

**56. Impersonation:**

Attention of the Applicants is specifically drawn to the provisions of sub-section (1) of section 38 of the Companies Act, 2013, which is reproduced below:

*“Any person who:*

- a) makes or abets making of an application in a fictitious name to a company for acquiring, or subscribing for, its securities, or*
- b) makes or abets making of multiple applications to a company in different names or in different combinations of his name or surname for acquiring or subscribing for its securities; or*
- c) otherwise induces directly or indirectly a company to allot, or register any transfer of, securities to him, or to any other person in a fictitious name*

*shall be liable for action under section 447.”*

**57. Listing:** The NCDs will be listed on the BSE. Our Company has obtained an in-principle approval from the BSE for permission to deal in and for an official quotation of our NCDs. The application for listing of the NCDs will be made to the BSE at an appropriate stage. If permissions to deal in and for an official quotation of our NCDs are not granted by the BSE, our Company will forthwith repay, without interest, all moneys received from the Applicants in pursuance of the Prospectus. Our Company shall ensure that all steps for the completion of the necessary formalities for listing and commencement of trading at the BSE are taken within 12 Working Days from the Issue Closure Date. For the avoidance of doubt, it is hereby clarified that in the event of non subscription to any one or more of the Series of NCDs, such NCDs with Series of NCDs shall not be listed.

**58. Undertaking by the Issuer:**

We undertake that:

- a)** the complaints received in respect of the Issue (except for complaints in relation to Applications submitted to Trading Members) shall be attended to by us expeditiously and satisfactorily;
- b)** we shall take necessary steps for the purpose of getting the NCDs listed within the specified time;
- c)** we have obtained the consent of all prior creditors in whose favour prior charges have been created over the the immovable property which forms part of the Security for the NCDs;
- d)** the funds required for dispatch of refund orders/ allotment advice/ certificates by registered post shall be made available to the Registrar by our Company;
- e)** necessary cooperation to the credit rating agencies shall be extended in providing true and adequate information until the debt obligations in respect of the NCDs are outstanding;
- f)** we shall forward the details of utilisation of the funds raised through the NCDs duly certified by our statutory auditors, to the Debenture Trustee at the end of each half year;

**g)** we shall disclose the complete name and address of the Debenture Trustee in our annual report;

**h)** we shall provide a compliance certificate to the Trustee (on an annual basis) in respect of compliance with the terms and conditions of issue of NCDs as contained in the Prospectus; and

**i)** we shall make necessary disclosures/ reporting under any other legal or regulatory requirement as may be required by our Company from time to time.

**TERMS OF THE ISSUE**

The NCDs being offered as part of the Issue are subject to the provisions of the SEBI Debt Regulations, the Debt Listing Agreement, applicable provisions of the Companies Act, 1956 and the Companies Act, 2013, the RBI Act, the terms of the Draft Prospectus, the Prospectus, the Application Form, the terms and conditions of the debenture trustee agreement and the Debenture Trust Deed, and other applicable statutory and/ or regulatory requirements including those issued from time to time by SEBI, RBI, the GoI, and other statutory/regulatory authorities relating to the offer, issue and listing of securities and any other documents that may be executed in connection with the NCDs.

**59. Authority for the Issue:**

**i.** The Issue is being made pursuant to the resolution passed by the Board on July 27, 2012 and the resolution approved by the Securities Management Committee at its meeting held on March 6, 2014.

**ii.** Our shareholders have, in a resolution passed at an AGM held on July 27, 2012 authorised our Board to borrow sums of money as they may deem necessary for the purpose of the business of our Company upon such terms and conditions and with or without security as the Board may think fit, provided that money or monies to be borrowed together with the monies already borrowed by our Company (apart from temporary loans obtained and/or to be obtained from our Company's bankers in the ordinary course of business) shall not exceed ₹ 20,00,000 lakhs.

**60. Issue, status and ranking of the NCDs:**

**i.** Public issue of NCDs aggregating upto ₹ 10,000 lakhs with an option to retain over-subscription upto ₹ 10,000 lakhs for issuance of additional NCDs, aggregating upto ₹ 20,000 lakhs. The NCDs would constitute direct and secured obligations of ours and shall rank *pari passu* inter se.

**ii.** The NCDs shall be secured pursuant to a Debenture Trust Deed and underlying security documents. The NCD Holders are entitled to the benefit of the Debenture Trust Deed and are bound by and are deemed to have notice of all the provisions of the Debenture Trust Deed.

**iii.** The principal amount of the NCDs to be issued in terms of the Prospectus together with all interest due on the NCDs, as well as all costs, charges, all fees, remuneration of the Debenture Trustee and expenses payable in respect thereof by way of a first and exclusive charge on specified future receivables of our Company in favour of the Debenture Trustee and a *pari passu* charge on identified immovable property of our Company, as may be decided mutually by our Company and the Debenture Trustee. Our Company will create appropriate security in favour of the Debenture Trustee for the NCD Holders on the assets adequate to ensure 100% asset cover for the NCDs.

**iv.** The claims of the NCD Holders shall be superior to the claims



of any unsecured creditors, subject to applicable statutory and/or regulatory requirements.

**Form, face value, title and listing etc.**

**61. Form of Allotment**

(i) The Allotment of the NCDs shall be in a dematerialized form as well as physical form. Our Company has made depository arrangements with CDSL and NSDL for the issuance of the NCDs in dematerialized form, pursuant to the tripartite agreement dated November 6, 2013 among our Company, the Registrar and CDSL and the tripartite agreement dated November 14, 2013 among our Company, the Registrar and NSDL (collectively "**Tripartite Agreements**").

(ii) Our Company shall take necessary steps to credit the Depository Participant account of the Applicants with the number of NCDs allotted in dematerialized form. The NCD Holders holding the NCDs in dematerialised form shall deal with the NCDs in accordance with the provisions of the Depositories Act, and/or rules as notified by the Depositories from time to time.

(iii) The NCD Holders may rematerialize the NCDs issued in dematerialised form, at any time after Allotment, in accordance with the provisions of the Depositories Act and/or rules as notified by the Depositories from time to time.

(iv) In case of NCDs held in physical form, whether on Allotment or on rematerialization of NCDs allotted in dematerialised form, our Company will issue one certificate for each Series of NCDs to the NCD Holder for the aggregate amount of the NCDs that are held by such NCD Holder (each such certificate, a "**Consolidated NCD Certificate**"). In respect of a Consolidated NCD Certificate, our Company shall, within 30 Business Days of the receipt of a request from an NCD Holder, split such Consolidated NCD Certificate into smaller denominations in accordance with applicable regulations/ rules/ acts, subject to a minimum denomination of one NCD. No fees will be charged for splitting a Consolidated NCD Certificate and any stamp duty on such split, if payable, will be paid by the NCD Holder. The request to split a Consolidated NCD Certificate shall be accompanied by the original Consolidated NCD Certificate, which will, upon issuance of the split Consolidated NCD Certificate, be cancelled by our Company.

**62. Manner of allotment:**

(i) Allotment of the NCDs will be in physical and dematerialised form.

(ii) For NCDs issued in dematerialised form, our Company will take requisite steps to credit the demat accounts of all successful Allottees who have applied for the NCDs in dematerialised form within 12 Working Days from the Issue Closure Date.

(iii) For NCDs issued in physical form, our Company will issue Consolidated NCD Certificates to all successful Allottees who have applied for the NCDs in physical form within 12 Working Days from the Issue Closure Date.

**63. Face Value:**

The face value of each NCD is ₹ 1,000.

**64. Title:**

(i) In case of:

(a) an NCD held in dematerialised form, the person for the time being appearing in the register of beneficial owners maintained by the Depositories; and

(b) an NCD held in physical form, the person for the time being appearing in the Register of NCD Holders (as defined below) as NCD Holder,

shall be treated for all purposes by our Company, the Debenture Trustee, the Depositories and all other persons dealing with such persons the holder thereof and its absolute owner for all purposes whether or not it is overdue and regardless of any notice of ownership, trust or any interest in it or any writing on, theft or loss of the Consolidated NCD Certificate (for NCDs held in physical form) and no person will be liable for so treating the NCD Holder.

(ii) No transfer of title of a NCD will be valid unless and until entered on the Register of NCD Holders or the register of beneficial owners, maintained by our Company and/or the Depositories or the Registrar to the Issue prior to the Record Date. In the absence of transfer being registered, interest and/or Redemption Amount, as the case may be, will be paid to the person, whose name appears first in the Register of NCD Holders or the register of beneficial owners maintained by our Company and /or the Depositories and/or the Registrar to the Issue, as the case may be. In such cases, claims, if any, by the purchasers of the NCDs will need to be settled with the seller of the NCDs and not with our Company or the Registrar to the Issue.

**65. Listing:**

The NCDs will be listed on the BSE.

**66. Market Lot:**

The NCDs shall be allotted in physical as well as dematerialised form. In terms of the SEBI Debt Regulations, the trading of the NCDs shall be in dematerialised form only. Since, the trading of NCDs is in dematerialised form, the tradable lot for the NCDs is one NCD ("**Market Lot**").

**67. Procedure for rematerialisation of NCDs:**

NCD Holders who wish to hold the NCDs in physical form, after having opted for Allotment in dematerialised form may do so by submitting a request to their Depository Participant, in accordance with applicable procedures stipulated by the Depository Participant.

**68. Procedure for dematerialisation of NCDs:**

NCD Holders who wish to hold the NCDs in dematerialised form, after having opted for Allotment in physical form may do so by submitting a request to their Depository Participant, in accordance with applicable procedures stipulated by the Depository Participant.

**Transfer of the NCDs, issue of Consolidated NCD Certificates, etc.**

**69. Register of NCD Holders:**

Our Company shall maintain at its registered office or such other place, as permitted by Sections 152 and 152A of the Companies Act, 1956, a register of NCD Holders containing such particulars of the legal owners of the NCDs. Further, the register of beneficial owners maintained by Depositories for any NCD in dematerialised form under Section 11 of the Depositories Act shall also be deemed to be a register of NCD Holders for this purpose.

**70. Transfers:**

(i) *Transfer of NCDs held in dematerialised form* : In respect of NCDs held in the dematerialised form, transfers of the NCDs may be effected, only through the Depositories where such NCDs are held, in accordance with the provisions of the Depositories Act and/or rules as notified by the Depositories from time to time. The NCD Holder shall give delivery instructions containing details of the prospective purchaser's Depository Participant's account to his Depository Participant. If a prospective purchaser

does not have a Depository Participant account, the NCD Holder may rematerialize his or her NCDs and transfer them in a manner as specified in paragraph (ii) below.

**(ii) Transfer of NCDs in physical form:** The NCDs may be transferred in a manner as may be prescribed by our Company for the registration of transfer of NCDs. Purchasers of NCDs are advised to send the Consolidated NCD Certificate to our Company or to such persons as may be notified by our Company from time to time. If a purchaser of the NCDs in physical form intends to hold the NCDs in dematerialised form, the NCDs may be dematerialized by the purchaser through his or her Depository Participant in accordance with the provisions of the Depositories Act and/or rules as notified by the Depositories from time to time. The payment of stamp duty on transfer of NCDs as well as the execution of instrument of transfer as required under Section 108 of the Companies Act, 1956 has been exempted by GoI's notification (No. GSR 1294(E)) dated December 17, 1986. Our Company will register the transfer of NCDs, provided the NCD Certificate with the details of name, address, occupation, if any, and signature of the transferee on the reverse of the NCD Certificate is delivered to the address of the Registrar mentioned herein, by registered post or by hand delivery. No stamp duty is payable under the said notification on such transfers. Our Company shall on being satisfied and subject to the provisions of the Articles of Association register the transfer of such NCDs in its books.

**(iii) Formalities free of charge:** Registration of a transfer of NCDs and issuance of new Consolidated NCD Certificates will be effected without charge by or on behalf of our Company, but on payment (or the giving of such indemnity as our Company may require) in respect of any tax or other governmental charges which may be imposed in relation to such transfer, and our Company being satisfied that the requirements concerning transfers of NCDs, have been complied with.

**71. Debenture Redemption Reserve ("DRR"):** Pursuant to Regulation 16 of the SEBI Debt Regulations and section 117C of the Companies Act, 1956 any company that intends to issue debentures needs to create a DRR to which adequate amounts shall be credited out of the profits of the company until the redemption of the debentures. Further, the MCA has, through its circular dated February 11, 2013, specified that NBFCs shall create a DRR to the extent of 25% of the value of the debentures issued through public issues. Accordingly, our Company shall create DRR of 25% of the value of NCDs issued and allotted in terms of the Prospectus, or such to such extent as may be required under applicable laws from time to time, for the redemption of the NCDs. Our Company shall credit adequate amounts to the DRR from its profits every year until the NCDs are redeemed. The amounts credited to the DRR shall not be utilized by our Company for any purpose other than for the redemption of the NCDs.

**72. Application Amount:** The NCDs are being issued at par and full amount of face value per NCD is payable on application. Eligible Applicants can apply for any amount of the NCDs subject to a minimum application size of ₹ 10,000 (10 NCDs) (for all series of NCDs, namely Series I, Series II, Series III, Series IV, Series V and Series VI either taken individually or collectively). The Applicants will be allotted the NCDs in accordance with the Basis of Allotment.

**73. Deemed Date of Allotment:** The Deemed Date of Allotment for the NCDs shall be the date of issue of the

Allotment Advice, or such date as may be determined by the Board or a duly constituted committee thereof, and notified to the BSE. All benefits relating to the NCDs including interest on the NCDs shall be available to the investors from the Deemed Date of Allotment. The actual Allotment of NCDs may take place on a date other than the Deemed Date of Allotment.

#### **Subscription**

#### **74. Period of Subscription:**

The Issue shall remain open for the period mentioned below:

<b>Issue opens on</b>	April 16, 2014
<b>Issue closes on</b>	May 16, 2014

The Issue shall remain open for subscription from 10:00 a.m. till 5:00 PM (Indian Standard Time) for the period mentioned above, with an option for early closure or extension by such period as may be decided by the Board of Directors or a duly constituted committee thereof. In the event of such early closure or extension of the subscription list of the Issue, our Company shall ensure that public notice of such early closure or extension is published on or before the day of such early date of closure or Issue Closing Date, through advertisement/s in at least one leading national daily newspaper.

#### **75. Underwriting:**

The Issue is not underwritten.

#### **76. Minimum Subscription:**

If our Company does not receive the minimum subscription of 75 % of the Base Issue, i.e. ₹ 7,500 lakhs, on the date of closure of the Issue, the entire Application Amounts shall be refunded to the Applicants within the time prescribed under applicable statutory/ regulatory requirements. If there is delay in the refund of Application Amounts beyond the permissible time period as may be prescribed by applicable statutory/ regulatory requirements for our Company to refund the Application Amounts, our Company will pay interest for the delayed period at rates prescribed under such applicable statutory and/or regulatory requirements.

#### **77. Interest:**

##### **Interest rates**

##### **(i) Series I NCDs**

For Series I NCDs, interest would be paid on an annual basis at the following interest rates in connection with the relevant categories of NCD Holders, on the amount outstanding from time to time, commencing from the Deemed Date of Allotment of each Series I NCD:

<b>Category of NCD Holder</b>	<b>Interest rate (%) per annum</b>
Category I	10.50%
Category II	11.00%
Category III	11.00%

Series I NCDs shall be redeemed at the face value thereof along with the interest accrued thereon, if any, at the end of 24 months from the Deemed Date of Allotment.

##### **(ii) Series II NCDs**

For Series II NCDs, interest would be paid on an annual basis at the following interest rates in connection with the relevant categories of NCD Holders, on the amount outstanding from time to time, commencing from the Deemed Date of Allotment of each Series II NCD:

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Category of NCD Holder	Interest rate (%) per annum
Category I	10.75%
Category II	11.50%
Category III	11.50%

Series II NCDs shall be redeemed at the face value thereof along with the interest accrued thereon, if any, at the end of 36 months from the Deemed Date of Allotment.

## (iii) Series III NCDs

For Series III NCDs, interest would be paid on an annual basis at the following interest rates in connection with the relevant categories of NCD Holders, on the amount outstanding from time to time, commencing from the Deemed Date of Allotment of each Series III NCD:

Category of NCD Holder	Interest rate (%) per annum
Category I	10.85%
Category II	11.75%
Category III	11.75%

Series III NCDs shall be redeemed at the face value thereof along with the interest accrued thereon, if any, at the end of 60 months from the Deemed Date of Allotment.

## (iv) Series IV NCDs

No periodic interest payments would be paid to NCD Holders holding Series IV NCDs. However, Series IV NCDs shall be redeemed at the end of 24 months from the Deemed Date of Allotment at the following Redemption Amounts for all Categories of NCD Holders:

Category of NCD Holder	Redemption Amount* (in ₹)
Category I	1,221.03
Category II	1,232.10
Category III	1,232.10

\* Subject to applicable taxes deducted at source, if any.

## (v) Series V NCDs

No periodic interest payments would be paid to NCD Holders holding Series V NCDs. However, Series V NCDs shall be redeemed at the end of 36 months from the Deemed Date of Allotment at the following Redemption Amounts for all Categories of NCD Holders:

Category of NCD Holder	Redemption Amount* (in ₹)
Category I	1,358.41
Category II	1,386.20
Category III	1,386.20

\* Subject to applicable taxes deducted at source, if any.

## (vi) Series VI NCDs

No periodic interest payments would be paid to NCD Holders holding Series VI NCDs. However, Series VI NCDs shall be redeemed at the end of 60 months from the Deemed Date of Allotment at the following Redemption Amounts for all Categories of NCD Holders:

Category of NCD Holder	Redemption Amount* (in ₹)
Category I	1,673.70
Category II	1,742.76
Category III	1,742.76

\* Subject to applicable taxes deducted at source, if any.

Please note that in case the NCDs are transferred and/or transmitted in accordance with the provisions of the Prospectus read with the provisions of the Articles of Association of our Company, the transferee of such NCDs shall be entitled to any interest which may have accrued on the NCDs subject to such transferee holding the NCDs on the Record Date.

**78. Day count convention:** Interest on the NCDs shall be computed on an actual/ actual basis for the broken period, if any. Consequently, interest shall be computed on a 365 days-a-year basis on the principal outstanding on the NCDs. However, where the interest period (start date to end date) includes February 29, interest shall be computed on 366 days-a-year basis, on the principal outstanding on the NCDs. Illustration of cash-flows: To demonstrate the day count convention, please see the following table below, which describes the cash-flow in terms of interest payment and payment of Redemption Amount per NCD for all Categories of NCD Holders.

## (i) Cash flows on Series I NCDs

Particulars	Details
Company	Shriram City Union Finance Limited
Face value (per NCD)	₹ 1,000
Issue Opening date/ Date of allotment (tentative)	April 16, 2014/ May 27, 2014* (Tuesday)
Redemption Date	May 27, 2016
Interest rate for Category I	10.50%
Interest rate for Categories II and III	11.00%
Frequency of interest payment with specified dates	Annual
Day count convention	Actual/Actual

\* Based on the Issue Closing Date (May 16, 2014) and post-Issue timelines for the present Issue, and may be subject to changes.

Cash flows (event)	Due date	Date of payment	Payment period (days)	Cash flows for Category I (₹)	Cash flows for Categories II and III (₹)
First coupon	May 27, 2015 (Wednesday)	May 27, 2015 (Wednesday)	365	105.00	110.00
Second coupon	May 27, 2016 (Friday)	May 27, 2016 (Friday)	366	105.00	110.00
Principal /Maturity value	May 27, 2016 (Friday)	May 27, 2016 (Friday)	-	1,000.00	1,000.000
<b>Total</b>				<b>1,210.00</b>	<b>1,220.00</b>

## (ii) Cash flows on Series II NCDs

Particulars	Details
Company	Shriram City Union Finance Limited
Face value (per NCD)	₹ 1,000
Issue Opening date/ Date of allotment (tentative)	April 16, 2014/ May 27, 2014* (Tuesday)
Redemption Date	May 27, 2017

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Interest rate for Category I	10.75%
Interest rate for Categories II and III	11.50%
Frequency of interest payment with specified dates	Annual
Day count convention	Actual/Actual

\* Based on the Issue Closing Date (May 16, 2014) and post-Issue timelines for the present Issue, and may be subject to changes.

Cash flows (event)	Due date	Date of payment	Payment period (days)	Cash flows for Category I (₹)	Cash flows for Categories II and III (₹)
First coupon	May 27, 2015 (Wednesday)	May 27, 2015 (Wednesday)	365	108.00	115.00
Second coupon	May 27, 2016 (Friday)	May 27, 2016 (Friday)	366	108.00	115.00
Third coupon	May 27, 2017 (Saturday)	May 27, 2017 (Saturday)	365	108.00	115.00
Principal /Maturity value	May 27, 2017 (Saturday)	May 27, 2017 (Saturday)	-	1,000.00	1,000.00
<b>Total</b>				<b>1,324.00</b>	<b>1,345.00</b>

## (iii) Cash flows for Series III NCDs

Particulars	Details
Company	Shriram City Union Finance Limited
Face value (per NCD)	₹ 1,000
Issue Opening date/ Date of allotment (tentative)	April 16, 2014/ May 27, 2014* (Tuesday)
Redemption Date	May 27, 2019
Interest rate for Category I	10.85%
Interest rate for Categories II and III	11.75%
Frequency of interest payment with specified dates	Annual
Day count convention	Actual/Actual

\* Based on the Issue Closing Date (May 16, 2014) and post-Issue timelines for the present Issue, and may be subject to changes.

Cash flows (event)	Due date	Date of payment	Payment period (days)	Cash flows for Category I (₹)	Cash flows for Categories II and III (₹)
First coupon	May 27, 2015 (Wednesday)	May 27, 2015 (Wednesday)	365	109.00	118.00
Second coupon	May 27, 2016 (Friday)	May 27, 2016 (Friday)	366	109.00	118.00
Third coupon	May 27, 2017 (Saturday)	May 27, 2017 (Saturday)	365	109.00	118.00
Fourth coupon	May 27, 2018 (Sunday)	May 28, 2018 (Monday)	366	109.00	118.00
Fifth coupon	May 27, 2019 (Monday)	May 27, 2019 (Monday)	364	108.00	117.00

Cash flows (event)	Due date	Date of payment	Payment period (days)	Cash flows for Category I (₹)	Cash flows for Categories II and III (₹)
Principal/ Maturity value	May 27, 2019 (Monday)	May 27, 2019 (Monday)	-	1,000.00	1,000.00
<b>Total</b>				<b>1,544.00</b>	<b>1,589.00</b>

## (iv) Cash flows on Series IV NCDs

Particulars	Details
Company	Shriram City Union Finance Limited
Face value (per NCD)	₹ 1,000
Issue Opening date/ Date of allotment (tentative)	April 16, 2014/ May 27, 2014* (Tuesday)
Redemption Date	May 27, 2016
Interest rate for Category I	N.A.
Interest rate for Categories II and III	N.A.
Frequency of interest payment with specified dates	N.A.
Day count convention	Actual/Actual

\* Based on the Issue Closing Date (May 16, 2014) and post-Issue timelines for the present Issue, and may be subject to changes.

Cash flows (event)	Due date	Date of payment	Payment period (days)	Cash flows for Category I (₹)	Cash flows for Categories II and III (₹)
Principal/ Maturity value	May 27, 2016 (Friday)	May 27, 2016 (Friday)	N.A.	1,221.00	1,232.00
<b>Total</b>				<b>1,221.00</b>	<b>1,232.00</b>

## (v) Cash flows on Series V NCDs

Particulars	Details
Company	Shriram City Union Finance Limited
Face value (per NCD)	₹ 1,000
Issue Opening date/ Date of allotment (tentative)	April 16, 2014/ May 27, 2014* (Tuesday)
Redemption Date	May 27, 2017
Interest rate for Category I	N.A.
Interest rate for Categories II and III	N.A.
Frequency of interest payment with specified dates	N.A.
Day count convention	Actual/Actual

\* Based on the Issue Closing Date (May 16, 2014) and post-Issue timelines for the present Issue, and may be subject to changes.

Cash flows (event)	Due date	Date of payment	Payment period (days)	Cash flows for Category I (₹)	Cash flows for Categories II and III (₹)
Principal/ Maturity value	May 27, 2017 (Saturday)	May 27, 2017 (Saturday)	N.A.	1,358.00	1,386.00
<b>Total</b>				<b>1,358.00</b>	<b>1,386.00</b>



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### (vi) Cash flows on Series VI NCDs

Particulars	Details
Company	Shriram City Union Finance Limited
Face value (per NCD)	₹ 1,000
Issue Opening date/ Date of allotment (tentative)	April 16, 2014/ May 27, 2014* (Tuesday)
Redemption Date	May 27, 2019
Interest rate for Category I	N.A.
Interest rate for Categories II and III	N.A.
Frequency of interest payment with specified dates	N.A.
Day count convention	Actual/Actual

\*Based on the Issue Closing Date (May 16, 2014) and post-Issue timelines for the present Issue, and may be subject to changes.

Cash flows (event)	Due date	Date of payment	Payment period (days)	Cash flows for Category I (₹)	Cash flows for Categories II and III (₹)
Principal/ Maturity value	May 27, 2019 (Monday)	May 27, 2019 (Monday)	N.A.	1,674.00	1,743.00
<b>Total</b>				<b>1,674.00</b>	<b>1,743.00</b>

### 79. Interest on Application Amounts:

#### (i) Interest on application monies received which are used towards allotment of NCDs

(a) We shall pay interest on Application Amounts on the amount allotted, subject to deduction of income tax under the provisions of the Income Tax Act, as applicable, to any Applicants to whom NCDs are Allotted (except for ASBA Applicants) pursuant to the Issue from the date of realization of the cheque(s)/demand draft(s) or three days from the date of upload of the Application on the electronic bidding platform of BSE, whichever is later upto one day prior to the Deemed Date of Allotment, at the rate of 7.0% p.a..

(b) A tax deduction certificate will be issued for the amount of income tax so deducted.

(c) We may enter into an arrangement with one or more banks in one or more cities for direct credit of interest to the account of the applicants. Alternatively, interest warrants will be dispatched along with the Letter(s) of Allotment at the sole risk of the applicant, to the sole/first applicant.

#### (ii) Interest on application monies received which are liable to be refunded

(a) We shall pay interest on Application Amounts which is liable to be refunded to the Applicants (other than Application Amounts received after the closure of the Issue, and ASBA Applicants) subject to deduction of income tax under the provisions of the Income Tax Act, as applicable, from the date of realization of the cheque(s)/demand draft(s) or three days from the date of upload of the Application on the electronic bidding platform of BSE, whichever is later upto one day prior to the Deemed Date of Allotment, at the rate of 2.5% p.a. . Such interest shall be paid along with the monies liable to be refunded. Interest warrants will be dispatched/credited (in case of electronic payment) along with the letter(s) of refund at the sole risk of the Applicant, to the sole/first Applicant.

(b) A tax deduction certificate will be issued for the amount of income tax so deducted.

(c) Provided that, notwithstanding anything contained hereinabove, our Company shall not be liable to pay any interest on monies liable to be refunded in case of (a) invalid Applications or Applications liable to be rejected, and/or (b) applications which are withdrawn by the applicant. Please see section titled "Issue Procedure – Rejection of Applications" on page 198 of the Prospectus.

(d) In the event our Company does not receive a minimum subscription of 75% of the Base Issue, i.e., ₹ 7,500 lakhs on the date of closure of the Issue, our Company shall pay interest on application money which is liable to be refunded to the applicants in accordance with the provisions of the Debt Regulations and/or the applicable provisions of the Companies Act, 1956 and the Companies Act, 2013, or other applicable statutory and/or regulatory requirements, subject to deduction of income tax under the provisions of the Income Tax Act.

### 80. Redemption

The face value of the NCDs will be redeemed at par, on the respective Redemption Dates of each of the NCD Series. For further details, please see the sub-section titled "Terms of the Issue – Interest" on page 166 of the Prospectus.

### 81. Procedure for Redemption by NCD Holders

The procedure for redemption is set out below:

#### (i) NCDs held in electronic form

No action is required on the part of NCD Holders at the time of maturity of the NCDs.

#### (ii) NCDs held in physical form

No action will ordinarily be required on the part of NCD Holders holding the NCDs in physical form at the time of redemption, and the Maturity Amount will be paid to those NCD Holders whose names appear in the Register of NCD Holders maintained by our Company on the Record Date fixed for the purpose of redemption without there being a requirement for the surrender of the physical Consolidated NCD Certificates. Our Company shall stand discharged of any liabilities arising out of any fraudulent transfer of the NCDs or non-registration of transfer of NCDs with our Company.

### Payments

#### 82. Payment of Interest on NCDs

(a) Payment of interest on the NCDs (across Series I, II and III) will be made to those NCD Holders whose name appears first in the Register of NCD Holders maintained by the Depositories and/or our Company and/or the Registrar to the Issue, as the case may be as, on the Record Date.

(b) Interest on the relevant Series of NCDs (Series I, II and III) shall be paid on such dates as specified below:

(i) **Annual payment of interest on Series I, II and III NCDs:** For NCDs subscribed or held, as the case may be, under Series I and/or Series II and/or Series III, the relevant interest will be paid on the anniversary of the Deemed Date of Allotment every year for the amount outstanding. The first interest payment will be made on the first anniversary of the Deemed Date of Allotment for the period commencing from the Deemed Date of Allotment till one day prior to the first anniversary of the Deemed Date of Allotment. The last interest payment will be made at the time of redemption of the NCDs.

(ii) **NCDs under Series IV, V and VI :** For NCDs subscribed or held, as the case may be, under Series IV and/ or Series V and/

or Series VI, no periodic interest payments shall be made. For further details, please see the sub-section titled "Terms of the Issue- Interest" on page 166 of the Prospectus.

### 83. Record Date

The record date for the payment of interest or the Maturity Amount shall be 15 Business Days prior to the date on which such amount is due and payable ("**Record Date**"). In case of redemption of NCDs, the trading in the NCDs shall remain suspended between the Record Date and the Redemption Date. In the event the Record Date for payment of interest falls on a Saturday, Sunday or a public holiday in Chennai or any other payment centre notified in terms of the Negotiable Instruments Act, 1881, the succeeding Business Day will be considered as the Record Date.

### 84. Effect of holidays on payments

(a) If the date of interest payment falls on a Sunday or a public holiday in Chennai or any other payment centre notified in terms of the Negotiable Instruments Act, 1881, the succeeding Working Day will be considered as the effective date. Consequently, in case the date of payment of interest specified falls on a holiday, the payment will be made on the succeeding Working Day along with interest for such additional period. Such additional interest will be deducted from the interest payable on the next date of payment of interest.

(b) If the Redemption Date falls on a Sunday or a public holiday in Chennai or any other payment centre notified in terms of the Negotiable Instruments Act, 1881, the preceding Working Day will be considered as the Redemption Date. Consequently, in case the Redemption Date falls on a holiday, the payment of the Redemption Amount will be made on the preceding Working Day along with coupon/interest accrued on the NCDs until but excluding the date of such payment.

85. Whilst our Company will use the electronic mode for making payments, where facilities for electronic mode of payments are not available to the NCD Holder or where the information provided by the Applicant is insufficient or incomplete, our Company proposes to use other modes of payment to make payments to the NCD Holders, including through the dispatch of cheques through courier, or registered post to the address provided by the NCD Holder and appearing in the Register of NCD Holders maintained by the Depositories and/or our Company and/or the Registrar to the Issue, as the case may be as, on the Record Date. Our Company shall pay interest over and above the coupon rate of the relevant NCDs, in the event that such payments are delayed beyond the permissible time period as may be prescribed by applicable statutory/ regulatory requirements for our Company to pay such amounts (except if such delays are on account of delay in postal channels of the country).

86. Our Company's liability to the NCD Holders including for payment or otherwise shall stand extinguished from the Redemption Date or on dispatch of the amounts paid by way of principal and/or interest to the NCD Holders. Further, our Company will not be liable to pay any interest, income or compensation of any kind accruing subsequent to the Maturity Date.

### Manner and Mode of Payment

#### 87. Manner of Payment

All payments to be made by our Company to the NCD Holders shall be made in any of the following manners:

(i) **For NCDs applied or held in electronic form:** Bank details will be obtained from the Depositories for payments. Investors who have applied or who are holding the NCD in electronic form, are advised to immediately update their bank account details as appearing on the records of their Depository Participant. Failure to do so could result in delays in credit of the payments to investors at their sole risk and neither the Lead Managers nor our Company shall have any responsibility and undertake any liability for such delays on part of the investors.

(ii) **For NCDs held in physical form:** The bank details will be obtained from the Registrar to the Issue from the Application Form for effecting payments.

#### 88. Modes of Payment

The mode of interest/ refund (except for refunds to ASBA Applicants)/ Redemption Amounts shall be undertaken in the following order of preference:

##### (i) Direct Credit

(a) Applicants having bank accounts with the Refund Bank, as per the demographic details received from the Depositories shall be eligible to receive refunds through direct credit.

(b) Our Company shall not be responsible for any delay to the NCD Holder receiving credit of interest or refund or Maturity Amount so long as our Company has initiated the process in time.

##### (ii) NECS

(a) Through NECS for Applicants having an account at any of the centres notified by the RBI. This mode of payment will be subject to availability of complete bank account details including the Magnetic Ink Character Recognition ("**MICR**") code as appearing on a cheque leaf, from the Depositories.

(b) Our Company shall not be responsible for any delay to the NCD Holder receiving credit of interest or refund or Maturity Amount so long as our Company has initiated the process in time.

##### (iii) Real Time Gross Settlement ("**RTGS**")

(a) Applicants having a bank account with a bank branch which is RTGS enabled as per the information available on the website of RBI and whose payment amount exceeds ₹ 2.00 lacs (or as may be specified by the RBI from time to time) shall be eligible to receive refund through RTGS, provided the demographic details downloaded from the Depositories contain the nine digit MICR code of the Applicant's bank which can be mapped with the RBI data to obtain the corresponding Indian Financial System Code ("**IFSC**"). Charges, if any, levied by the Refund Bank for the same would be borne by our Company. Charges, if any, levied by the Applicant's bank receiving the credit would be borne by the Applicant.

(b) Our Company shall not be responsible for any delay to the NCD Holder receiving credit of interest or refund or Maturity Amount so long as our Company has initiated the process in time.

##### (iv) National Electronic Fund Transfer ("**NEFT**")

(a) Payment of refund shall be undertaken through NEFT wherever the Applicants' bank branch is NEFT enabled and has been assigned the IFSC, which can be linked to an MICR code of that particular bank branch. IFSC Code will be obtained from the website of RBI as on a date prior to the date of payment of refund, duly mapped with an MICR code. Wherever the Applicants have registered their MICR number and their bank account number while opening and operating the beneficiary

account, the same will be duly mapped with the IFSC Code of that particular bank branch and the payment will be made to the Applicants through this method. The process flow in respect of refunds by way of NEFT is at an evolving stage and hence use of NEFT is subject to operational feasibility, cost and process efficiency and the past experience of the Registrar to the Issue. In the event NEFT is not operationally feasible, the payment would be made through any one of the other modes as discussed in this section.

(b) Our Company shall not be responsible for any delay to the NCD Holder receiving credit of interest or refund or Maturity Amount so long as our Company has initiated the process in time.

(v) Cheques or demand drafts

By cheques or demand drafts made in the name of the NCD Holders whose names appear in the Register of NCD Holders as maintained by our Company and/or as provided by the Depositories. All cheques or demand drafts as the case may be, shall be sent by registered/speed post/courier at the NCD Holder's sole risk.

**89. Printing of bank particulars**

As a matter of precaution against possible fraudulent encashment of refund orders and interest/redemption warrants due to loss or misplacement, the particulars of the Applicant's bank account are mandatorily required to be provided for printing on the orders/warrants. Applications without these details are liable to be rejected. However, in relation to Applications for dematerialised NCDs, these particulars will be taken directly from the Depositories. In case of NCDs held in physical form either on account of rematerialisation or transfer, the NCD Holders are advised to submit their bank account details with the Registrar to the Issue before the Record Date, failing which the amounts will be dispatched to the postal address of the NCD Holders. Bank account particulars will be printed on the orders/warrants which can then be deposited only in the account specified.

**90. Special Tax Benefits**

*Under the current tax laws, the following tax benefits, inter alia, will be available to the Debenture Holders. The tax benefits given below are as per the prevailing tax laws and may vary from time to time in accordance with amendments to the law or enactments thereto. The Debenture Holder is advised to consider in his own case the tax implications in respect of subscription to the Debentures after consulting his tax advisor as alternate views are possible. We are not liable to the Debenture Holder in any manner for placing reliance upon the contents of this statement of tax benefits.*

**A. IMPLICATIONS UNDER THE INCOME-TAX ACT, 1961 ('I.T. ACT')**

**I. To the Resident Debenture Holder**

1. Interest on NCD received by Debenture Holders would be subject to tax at the normal rates of tax in accordance with and subject to the provisions of the I.T. Act and such tax would need to be withheld at the time of credit/payment as per the provisions of Section 193 of the I.T. Act. However, no income tax is deductible at source in respect of the following:

a. On any security issued by a company in a dematerialized form **and is** listed on recognized stock exchange in India in accordance with the Securities Contracts (Regulation) Act, 1956 and the rules made thereunder. (w.e.f. 01.06.2008).

b. In case the payment of interest on debentures to a resident individual or a Hindu Undivided Family ('HUF') Debenture Holder does not or is not likely to exceed ₹ 5,000 in the aggregate during the Financial year and the interest is paid by an account payee cheque.

c. When the Assessing Officer issues a certificate on an application by a Debenture Holder on satisfaction that the total income of the Debenture holder justifies no deduction of tax at source as per the provisions of Section 197(1) of the I.T. Act; **and that certificate is filed with the Company before the prescribed date of closure of books for payment of debenture interest.** The Debenture holder can also obtain certificate for lower rate of deduction;

d. (i) When the resident Debenture Holder with Permanent Account Number ('PAN') (not being a company or a firm) submits a declaration as per the provisions of section 197A(1A) of the I.T. Act in the prescribed Form 15G verified in the prescribed manner to the effect that the tax on his estimated total income of the financial year in which such income is to be included in computing his total income will be NIL. However under section 197A(1B) of the I.T. Act, Form 15G cannot be submitted nor considered for exemption from tax deduction at source if the aggregate of interest income credited or paid or likely to be credited or paid during the Financial year in which such income is to be included exceeds the maximum amount which is not chargeable to tax, as may be prescribed in each year's Finance Act.

To illustrate, as on 01.04.2013, the maximum amount of income not chargeable to tax in case of individuals (other than senior citizens and super senior citizens) and HUFs is Rs. 2,00,000; ; in the case of every individual being a resident in India, who is of the age of 60 years or more but less than 80 years at any time during the Financial year (Senior Citizen) is Rs. 2,50,000; and in the case of every individual being a resident in India, who is of the age of 80 years or more at any time during the Financial year (Super Senior Citizen) is Rs. 5,00,000 for Financial Year 2013-14.

(ii) Senior citizens, who are 60 or more years of age at any time during the financial year, enjoy the special privilege to submit a self-declaration in the prescribed Form 15H for non deduction of tax at source in accordance with the provisions of section 197A(1C) of the I.T. Act even if the aggregate income credited or paid or likely to be credited or paid exceeds the maximum amount not chargeable to tax for FY 2013-14 provided that the tax due on total income of the person is NIL.

(iii) In all other situations, tax would be deducted at source as per prevailing provisions of the I.T. Act. Form No.15G with PAN / Form No.15H with PAN / Certificate issued u/s 197(1) has to be filed with the Company before the prescribed date of closure of books for payment of debenture interest without any tax withholding.

2. In case where tax has to be deducted at source while paying debenture interest, the Company is not required to deduct surcharge, education cess and secondary and higher education cess.

3. As per section 2(29A) of the IT Act, read with section 2(42A) of the I.T. Act, a listed debenture is treated as a long term capital asset if the same is held for more than 12 months immediately preceding the date of its transfer.

As per section 112 of the I.T. Act, capital gains arising on the transfer of long term capital assets being listed securities are

subject to tax at the rate of 20% of capital gains calculated after reducing indexed cost of acquisition or 10% of capital gains without indexation of the cost of acquisition. The capital gains will be computed by deducting expenditure incurred in connection with such transfer and cost of acquisition/indexed cost of acquisition of the debentures from the sale consideration. However as per the third proviso to section 48 of I.T. Act, benefit of indexation of cost of acquisition under second proviso of section 48 of I.T. Act, is not available in case of bonds and debenture, except capital indexed bonds. Thus, long term capital gains arising out of listed debentures would be subject to tax at the rate of 10 % computed without indexation.

In case of an individual or HUF, being a resident, where the total income as reduced by such long-term capital gains is below the maximum amount which is not chargeable to income-tax, then, such long-term capital gains shall be reduced by the amount by which the total income as so reduced falls short of the maximum amount which is not chargeable to income-tax and the tax on the balance of such long-term capital gains shall be computed at the rate mentioned above.

**4.** Short-term capital gains on the transfer of listed debentures, where debentures are held for a period of not more than 12 months would be taxed at the normal rates of tax in accordance with and subject to the provisions of the I.T. Act. The provisions relating to maximum amount not chargeable to tax described at para 2 above would also apply to such short term capital gains.

**5.** If the debentures are held as stock in trade, the income on transfer of debentures would be taxed as business income or loss in accordance with and subject to the provisions of the I.T. Act.

## **II. To the Non Resident Debenture Holder**

**1.** A non-resident Indian has an option to be governed by Chapter XII-A of the I.T. Act, subject to the provisions contained therein which are given in brief as under:

**a.** Under section 115E of the I.T. Act, interest income from debentures acquired or purchased with or subscribed to in convertible foreign exchange will be taxable at 20%, whereas, long term capital gains on transfer of such Debentures will be taxable at 10% of such capital gains without indexation of cost of acquisition. Short-term capital gains will be taxable at the normal rates of tax in accordance with the provisions contained therein.

**b.** Under section 115F of the I.T. Act, long term capital gains arising to a non-resident Indian from transfer of debentures acquired or purchased with or subscribed to in convertible foreign exchange will be exempt from capital gain tax if the net consideration is invested within six months after the date of transfer of the debentures in any specified asset or in any saving certificates referred to in section 10(4B) of the I.T. Act in accordance with the provisions contained therein.

**c.** Under section 115G of the I.T. Act, it shall not be necessary for a non-resident Indian to file a return of income under section 139(1) of the I.T. Act, if his total income consists only of investment income as defined under section 115C and/or long term capital gains earned on transfer of such investment acquired out of convertible foreign exchange, and the tax has been deducted at source from such income under the provisions of Chapter XVII-B of the I.T. Act in accordance with and subject to the provisions contained therein.

**d.** Under section 115H of the I.T. Act, where a non-resident Indian becomes a resident in India in any subsequent year, he may furnish to the Assessing Officer a declaration in writing

along with return of income under section 139 for the assessment year for which he is assessable as a resident, to the effect that the provisions of Chapter XII-A shall continue to apply to him in relation to the investment income (other than on shares in an Indian Company) derived from any foreign exchange assets in accordance with and subject to the provisions contained therein. On doing so, the provisions of Chapter XII-A shall continue to apply to him in relation to such income for that assessment year and for every subsequent assessment year until the transfer or conversion (otherwise than by transfer) into money of such assets.

**2.** In accordance with the provisions of section 115I of the I.T. Act, a Non-Resident Indian may opt not to be governed by the provisions of Chapter XII-A of the I.T. Act. In that case,

**a.** Long term capital gains on transfer of listed debentures would be subject to tax at the rate of 10% computed without indexation

**b.** Short-term capital gains on the transfer of listed debentures, where debentures are held for a period of not more than 12 months preceding the date of transfer, would be taxed at the normal rates of tax in accordance with and subject to the provisions of the I.T. Act

**c.** Where, debentures are held as stock in trade, the income on transfer of debentures would be taxed as business income or loss in accordance with and subject to the provisions of the I.T. Act.

**3.** Under Section 195 of the I.T. Act, the company is required to deduct tax at source ie. 20% on investment income and 10% on any long-term capital gains as per section 115E, and at the normal rates for Short Term Capital Gains if the payee Debenture Holder is a Non Resident Indian.

**4.** In case of foreign companies, where the income paid or likely to be paid exceeds Rs. 1,00,00,000 but does not exceed ten crore rupees a surcharge of 2% of such tax liability is payable and when such income paid or likely to be paid or likely to be paid exceeds rupees ten crores, surcharge at 5% of such tax is payable. 2% education cess and 1% secondary and higher education cess on the total income tax (including surcharge) is also deductible.

**5.** The Finance Act, 2012 has inserted a new section 194LC in the I.T. Act which provides for lower rate of withholding tax at the rate of 5% (as against 20%) on payment by way of interest paid by an Indian company to a non-resident (including a foreign company) in respect of borrowing made in foreign currency from sources outside India between July 1, 2012 and July 1, 2015, under a loan agreement approved by Central Government.

**6.** The Finance Act, 2013 has inserted a new section 194LD in the IT Act, which provides that, any person who is responsible for paying to Foreign Institutional Investor or a Qualified Foreign Investor, any interest after 01.06.2013 but before 01.06.2015, in respect of investments made by the payee, in a rupee denominated bond of an Indian Company or a Government Security, deduct income tax thereon @ 5% provided that the rate of interest in respect of bond shall not exceed the rate as may be notified by the Central Government in this behalf. In addition to that, applicable surcharge, education cess at 2% on income tax & surcharge and higher & secondary education cess at 1% on income tax & surcharge will also be deducted.

**7.** As per section 90(2) of the I.T. Act read with the Circular no. 728 dated October 30, 1995 issued by the Central Board of Direct Taxes, in the case of a remittance to a country with which a Double Tax Avoidance Agreement (DTAA) is in force, the tax should be deducted at the rate provided in the Finance Act of the relevant year or at the rate provided in the DTAA, whichever



is more beneficial to the assessee. However, submission of tax residency certificate, containing prescribed particulars is a mandatory condition for availing benefits under any DTAA.

8. Alternatively, to ensure non deduction or lower deduction of tax at source, as the case may be, the Debenture Holder should furnish a certificate under section 197(1) of the I.T. Act, from the Assessing Officer before the prescribed date of closure of books for payment of debenture interest. However, an application for the issuance of such certificate would not be entertained in the absence of PAN as per the provisions of section 206AA.

For the details of tax benefits, please see section titled "Statement of Tax Benefits" on page 60 of the Prospectus.

#### **91. Security**

The principal amount of the NCDs to be issued in terms of the Prospectus together with all interest due on the NCDs, as well as all costs, charges, all fees, remuneration of the Debenture Trustee and expenses payable in respect thereof by way of a first and exclusive charge on specified future receivables of our Company in favour of the Debenture Trustee and a *pari passu* charge on identified immovable property of our Company, as may be decided mutually by our Company and the Debenture Trustee. Our Company will create appropriate security in favour of the Debenture Trustee for the NCD Holders on the assets adequate to ensure 100% asset cover for the NCDs.

#### **92. Events of default**

(i) The Debenture Trustee at its discretion may, or if so requested in writing by the holders of not less than 75% in principal amount of the NCDs then outstanding or if so directed by a special resolution shall (subject to being indemnified and/or secured by the NCD Holders to its satisfaction), give notice to our Company specifying that the NCDs and/or any particular Series of NCDs, in whole but not in part are and have become due and repayable at the early redemption amount on such date as may be specified in such notice, among other things, if any of the events as stated in paragraph (ii) below occur.

(ii) All events of default shall be as specified in the Debenture Trust Deed.

(iii) The early redemption amount payable on the occurrence of an event of default shall be as detailed in the Debenture Trust Deed.

(iv) If an event of default occurs which is continuing, the Debenture Trustee may with the consent of the NCD Holders, obtained in accordance with the provisions of the Debenture Trust Deed, and with a prior written notice to our Company, take action in terms of the Debenture Trust Deed.

(v) In case of default in the redemption of NCDs, in addition to the payment of interest and all other monies payable hereunder on the respective due dates, our Company shall also pay interest on the defaulted amounts.

#### **NCD Holders' rights, nomination, etc.**

#### **93. Rights of NCD Holders**

Some of the significant rights available to the NCD Holders are as follows:

(i) The NCDs shall not, except as provided in the applicable provisions of the Companies Act, 1956 and the Companies Act, 2013, confer on NCD Holders any rights or privileges available to members of our Company including the right to receive notices or annual reports of, or to attend and/ or vote, at our Company's general meeting(s). However, if any resolution affecting the rights of the NCD Holders is to be placed before

the shareholders, such resolution will first be placed before the concerned registered NCD Holders for their consideration. In terms of Section 219(2) of the Companies Act, 1956, NCD Holders shall be entitled to a copy of the balance sheet on a specific request made to our Company.

(ii) Subject to applicable statutory/ regulatory requirements and terms of the Debenture Trust Deed, including requirements of the RBI, the rights, privileges and conditions attached to the NCDs may be varied, modified and/or abrogated with the consent in writing of the NCD Holders of at least three-fourths of the outstanding amount of the NCDs or with the sanction of a special resolution passed at a meeting of the concerned NCD Holders. However, in the event that such consent or special resolution pertains to modify or vary the terms and conditions governing the NCDs, such consent or resolution shall not be operative against our Company in the event that such consent or resolution is not acceptable to our Company.

(iii) Subject to applicable statutory/ regulatory requirements and terms of the Debenture Trust Deed, including requirements of the RBI, the registered NCD Holder or in case of joint-holders, the person whose name stands first in the Register of NCD Holders shall be entitled to vote in respect of such NCDs, either by being present in person or, where proxies are permitted, by proxy, at any meeting of the concerned NCD Holders summoned for such purpose and every such NCD Holder shall be entitled to one vote on a show of hands and on a poll, his or her voting rights shall be in proportion to the outstanding nominal value of NCDs held by him or her on every resolution placed before such meeting of the NCD Holders.

(iv) Subject to applicable statutory/ regulatory requirements and terms of the Debenture Trust Deed including requirements of the RBI, NCDs may be rolled over with the consent in writing of the holders of at least three-fourths of the outstanding amount of the NCDs or with the sanction of a special resolution passed at a meeting of the concerned NCD Holders after providing at least 21 days prior notice for such roll-over and in accordance with the SEBI Debt Regulations. Our Company shall redeem the NCDs of all the NCD Holders, who have not given their positive consent to the roll-over.

(v) The above rights of NCD Holders are merely indicative. The final rights of the NCD Holders will be as per the terms of the Draft Prospectus, the Prospectus, and the Debenture Trust Deed to be executed by our Company with the Debenture Trustee.

**Note** – A 'special resolution' for the purpose of this section is a resolution passed at a meeting of NCD Holders of at least three-fourths of the outstanding amount of the NCDs, present and voting.

#### **94. Succession**

Where NCDs are held in joint names and one of the joint holders dies, the survivor(s) will be recognized as the NCD Holder(s) in accordance with applicable laws. It will be sufficient for our Company to delete the name of the deceased NCD Holder after obtaining satisfactory evidence of his death, provided that a third person may call on our Company to register his name as successor of the deceased NCD Holder after obtaining evidence such as probate of a will for the purpose of proving his title to the NCDs. In the event of demise of the sole or first holder of the NCDs, our Company will recognize the executors or administrator of the deceased NCD Holders, or the holder of the succession certificate or other legal representative as having title to the NCDs only if such executor or administrator

obtains and produces probate of will or letter of administration or is the holder of the succession certificate or other legal representation, as the case may be, from an court of competent jurisdiction in India. Our Board, in their absolute discretion may, in any case, dispense with production of probate of will or letter of administration or succession certificate or other legal representation.

#### **95. Nomination Facility to NCD Holders**

(i) The sole NCD Holder or first NCD Holder, along with other joint NCD Holders (being individual(s)) may nominate any one person (being an individual) who, in the event of death of the sole holder or all the joint-holders, as the case may be, shall become entitled to the NCD. A person, being a nominee, becoming entitled to the NCD by reason of the death of the NCD Holders, shall be entitled to the same rights to which he will be entitled if he were the registered holder of the NCD. Where the nominee is a minor, the NCD Holders may make a nomination to appoint any person to become entitled to the NCD(s), in the event of his death, during the minority. A nomination shall stand rescinded on sale of a NCD by the person nominating. A buyer will be entitled to make a fresh nomination in the manner prescribed. When the NCD is held by two or more persons, the nominee shall become entitled to receive the amount only on the demise of all the NCD Holders. Fresh nominations can be made only in the prescribed form available on request at our Company's administrative office or at such other addresses as may be notified by our Company.

(ii) The NCD Holders are advised to provide the specimen signature of the nominee to our Company to expedite the transmission of the NCD(s) to the nominee in the event of demise of the NCD Holders. The signature can be provided in the Application Form or subsequently at the time of making fresh nominations. This facility of providing the specimen signature of the nominee is purely optional.

(iii) Any person who becomes a nominee under any applicable laws shall on the production of such evidence as may be required by our Company's Board or Committee of Directors, or the Chairman and Managing Director, as the case may be, elect either:

(a) to register himself or herself as the holder of the NCDs; or  
(b) to make such transfer of the NCDs, as the deceased holder could have made.

(iv) Notwithstanding anything stated above, Applicants who are allotted NCDs in dematerialised form need not make a separate nomination with our Company. Nominations registered with the respective Depository Participant of the NCD Holder will prevail. If the NCD Holders require changing their nomination, they are requested to inform their respective Depository Participant. For Applicants who opt to hold the NCDs in physical form, the Applicants are required to fill in the details for 'nominees' as provided in the Application Form.

(v) Further, our Company's Board or any duly authorised committee thereof, as the case may be, may at any time give notice requiring any nominee of the deceased holder to choose either to be registered himself or herself or to transfer the NCDs, and if the notice is not complied with, within a period of 90 days, our Company's Board or any duly authorised committee thereof, as the case may be, may thereafter withhold payment of all interests or other monies payable in respect of the NCDs, until the requirements of the notice have been complied with.

#### **96. Debenture Trustee**

(i) Our Company has appointed GDA Trusteeship Limited to act as the debenture trustee for the NCD Holders. Our Company intends to enter into a Debenture Trust Deed with the Debenture Trustee, the terms of which will govern the appointment and functioning of the Debenture Trustee and shall specify the powers, authorities and obligations of the Debenture Trustee. Under the terms of the Debenture Trust Deed, our Company will covenant with the Debenture Trustee that it will pay the NCD Holders the principal amount on the NCDs on the relevant Maturity Dates and also that it will pay the interest due on NCDs on the rate specified under the Prospectus under which Allotment has been made.

(ii) The NCD Holders shall, without further act or deed, be deemed to have irrevocably given their consent to the Debenture Trustee or any of their agents or authorised officials to do all such acts, deeds, matters and things in respect of or relating to the NCDs as the Debenture Trustee may in their absolute discretion deem necessary or require to be done in the interest of the NCD Holders. Any payment made by our Company to the Debenture Trustee on behalf of the NCD Holders shall discharge our Company *pro tanto* to the NCD Holders. All the rights and remedies of the NCD Holders shall vest in and shall be exercised by the Debenture Trustee without reference to the NCD Holders. No NCD Holder shall be entitled to proceed directly against our Company unless the Debenture Trustee, having become so bound to proceed, failed to do so.

(iii) The Debenture Trustee will protect the interest of the NCD Holders in the event of default by our Company in regard to timely payment of interest and repayment of principal and they will take necessary action at our Company's cost. Further, the Debenture Trustee shall ensure that the assets of our Company are sufficient to discharge the principal amount at all time under this Issue.

#### **Miscellaneous**

##### **97. Loan against NCDs**

The NCDs can be pledged or hypothecated for obtaining loans from lending institutions in accordance with the lending policies of the concerned institutions.

##### **98. Lien**

Our Company shall have the right of set-off and lien, present as well as future on the moneys due and payable to the NCD Holder or deposits held in the account of the NCD Holder, whether in single name or joint name, to the extent of all outstanding dues by the NCD Holder to our Company.

##### **99. Lien on pledge of NCDs**

Subject to applicable laws, our Company, at its discretion, may note a lien on pledge of NCDs if such pledge of NCD is accepted by any bank, institution or others for any loan provided to the NCD Holder against pledge of such NCDs as part of the funding.

##### **100. Joint-holders**

Where two or more persons are holders of any NCD (s), they shall be deemed to hold the same as joint holders with benefits of survivorship subject to applicable laws.

##### **101. Sharing of information**

Our Company may, at its option, use its own, as well as exchange, share or part with any financial or other information about the NCD Holders available with our Company and affiliates and other banks, financial institutions, credit bureaus, agencies,

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statutory bodies, as may be required and neither our Company nor its affiliates nor their agents shall be liable for use of the aforesaid information.

### 102. Notices

All notices to the NCD Holders required to be given by our Company or the Debenture Trustee shall be published in at least one national daily newspaper having wide circulation and/or, will be sent by post/courier to the registered NCD Holders from time to time. Notices may also be provided by email to NCD Holders holding NCDs in dematerialised form to their email addresses as updated with the Depositories.

### 103. Issue of duplicate Consolidated NCD Certificate(s)

(i) If any Consolidated NCD Certificate is mutilated or defaced it may be replaced by our Company against the surrender of such Consolidated NCD Certificates, provided that where the Consolidated NCD Certificates are mutilated or defaced, they will be replaced only if the certificate numbers and the distinctive numbers are legible.

(ii) If any Consolidated NCD Certificate is destroyed, stolen or lost then on production of proof thereof to the Issuer's satisfaction and on furnishing such indemnity/security and/or documents as it may deem adequate, duplicate Consolidated NCD Certificate(s) shall be issued.

The above requirement may be modified from time to time as per applicable law and practice.

### 104. Future borrowings

Our Company shall be entitled at any time in the future during the term of the NCDs or thereafter to borrow or raise loans or create encumbrances or avail of financial assistance in any form or extend guarantees in favour of any person/ entity, and also to issue promissory notes or bonds or any other securities in any form, manner, ranking and denomination whatsoever and to any eligible persons whatsoever and to change its capital structure including through the issue of shares of any class, on such terms and conditions as our Company may deem appropriate, without requiring the consent of, or intimation to, the NCD Holders or the Debenture Trustee in this connection.

### 105. Jurisdiction

The NCDs, the Trust Deed and other relevant documents shall be governed by and construed in accordance with the laws of India. For the purpose of this Issue and any matter related to or ancillary to the Issue the courts of Chennai, India shall have exclusive jurisdiction.

### 106. Restriction on transfer of NCDs

There are no restrictions on transfers and transmission of NCDs and on their consolidation/ splitting except as may be required under applicable statutory and/or regulatory requirements including any requirements of the RBI and/or as provided in our Articles of Association. Please see the section titled "Main Provisions of Articles of Association of the Company" on page 205 of the Prospectus.

October 29, 1988, the status of our Company was changed to a public limited company, pursuant to which the name of our Company was changed to Shriram Hire-Purchase Finance Limited. The name of our Company was subsequently changed to Shriram City Union Finance Limited and a fresh certificate of incorporation dated April 10, 1990 was issued by the RoC.

Our Company holds a certificate of registration dated April 17, 2007, (issued in lieu of the original registration dated September 4, 2000) bearing registration no. 07-00458 issued by the RBI to carry on the activities of a NBFC under section 45 IA of the RBI Act.

**Registered Office :** 123, Angappa Naicken Street, Chennai 600 001, Tamil Nadu, India

**Corporate Office:** 144, Santhome High Road, Mylapore, Chennai 600 004, Tamil Nadu, India

**Telephone:** + 91 44 4392 5300, **Facsimile:** +91 44 4392 5430

**Website:** www.shriramcity.in

### Registration

Details	Registration/Identification number
Company registration number with RoC	18 - 12840
CIN	L65191TN1986PLC012840
NBFC registration certificate number, under section 45 IA of the RBI Act	07-00458

For further details please refer to section titled "General Information" on page 43 of the Prospectus.

## B. CAPITAL STRUCTURE

### Details of equity share capital

The following table lays down details of our authorised, issued, subscribed and paid up share capital as on December 31, 2013.

Particulars	Aggregate value (₹ in lakhs)
<b>Authorised share capital</b>	
10,65,00,000 Equity Shares of ₹ 10.00 each	10,650.00
12,00,000 equity shares of ₹100.00 each	1,200.00
40,00,000 Cumulative Redeemable Preference Shares of ₹100 each	4,000.00
<b>Issued, subscribed and paid up Equity Share capital</b>	
5,92,80,882 Equity Shares	5,928.09
<b>Securities premium account</b>	98,635.60

For further details please refer to section titled "Capital Structure" on page 53 of the Prospectus.

## C. OUR MANAGEMENT

### Board of Directors

Pursuant to the Articles of Association, our Company is required to have not less than three and not more than 12 Directors. Currently, our Company has 11 Directors on the Board out of which two are executive Directors and nine are non-executive Directors. Further, our Board consists of six independent Directors.

## DETAILS PERTAINING TO THE COMPANY

### A. GENERAL INFORMATION

Our Company was incorporated as Shriram Hire-Purchase Finance Private Limited on March 27, 1986 as a private limited company under the Companies Act, 1956 and was granted a certificate of incorporation by the RoC. With effect from

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The following table sets forth details regarding the Board as on date of the Prospectus.

Name,	Designation
<b>Mr. Arun Duggal</b>	<i>Chairman, Non Executive, Non Independent Director</i>
<b>Mr. R. Duruvasan</b>	<i>Managing Director</i>
<b>Mr. G.S. Sundararajan</b>	<i>Managing Director</i>
<b>Mr. Ranvir Dewan</b>	<i>Non Executive, Non Independent Director</i>
<b>Mr. Puneet Bhatia</b>	<i>Non Executive, Non Independent Director</i>
<b>Mr. S. Krishnamurthy</b>	<i>Non Executive, Independent Director</i>
<b>Mr. Vipen Kapur</b>	<i>Non Executive, Independent Director</i>
<b>Mr. V. Murali</b>	<i>Non Executive, Independent Director</i>
<b>Ms. Lakshmi Pranesh</b>	<i>Non Executive, Independent Director</i>
<b>Mr. Sunil Varma</b>	<i>Non Executive Independent Director</i>
<b>Mr. Pranab Prakash Pattanayak</b>	<i>Non Executive Independent Director</i>

For further details please refer to section titled "Our Management" on page 119 of the Prospectus.

### D. SUBSIDIARY COMPANY

**Shriram Housing Finance Limited** : Shriram Housing Finance Limited ("SHFL"), our Subsidiary, was incorporated under the Companies Act, 1956 on November 9, 2010. Its registered office is situated at 123 Angappa Naicken Street, Chennai 600 001, Tamil Nadu, India. The main objects of the company are, *inter alia*, to carry on the business of providing long term finance for construction or purchase of a house, flat or any part or portions

thereof for residential or commercial purposes and to act as a securitisation and reconstruction company under the SARFAESI Act. As on December 31, 2013 our Company holds 77.25 % of equity shares of face value of ₹ 10 each in SHFL.

### E. LONG TERM DEBT TO EQUITY RATIO

The long term debt to equity ratio of our Company prior to this Issue is based on a total long term outstanding debt of ₹ 7,45,976.63 lakhs, and shareholders' funds, amounting to ₹ 2,81,488.07 lakhs which was 2.65 times as on December 31, 2013. The long term debt to equity ratio post the Issue (considering full subscription of ₹ 20,000 lakhs), based on a total long term outstanding debt of ₹ 7,65,976.63 lakhs and shareholders' funds of ₹ 2,81,488.07 lakhs, will be 2.72 times, the details of which are as under:

(In ₹ lakhs)

Particulars	Prior to the Issue (as on December 31, 2013)	Post-Issue*
<b>Debt</b>		
Short term debt	3,49,612.04**	3,49,612.04
Long term debt	7,45,976.63	7,65,976.63
<b>Total debt</b>	<b>10,95,588.67</b>	<b>11,15,588.67</b>
<b>Shareholders' fund</b>		
Share capital	5,928.09	5,928.09
Reserves	2,73,317.05	2,73,317.05
Less: Miscellaneous expenditure (to the extent not written off or adjusted)	2,242.93	2,242.93
<b>Total shareholders' funds</b>	<b>2,77,002.21</b>	<b>2,77,002.21</b>
<b>Long term debt/ equity</b>	<b>2.69</b>	<b>2.77</b>
<b>Total debt/ equity</b>	<b>3.96</b>	<b>4.03</b>

### F. FINANCIAL INFORMATION

#### Reformatted summary of Assets and Liabilities

₹ in lacs

Particulars	As at March 31,				
	2013	2012	2011	2010	2009
<b>Equity and Liabilities</b>					
<b>A. Shareholders' funds</b>	5,541.63	5,236.72	4,953.69	4,915.47	4,585.68
(a) Share capital					
(b) Reserves and surplus	2,15,374.34	1,59,822.32	1,16,253.59	95,084.15	63,688.56
(c) Money received against share warrants	4,361.50	8,437.00	-	-	2,700.00
<b>Total Shareholders' funds</b>	<b>2,25,277.47</b>	<b>1,73,496.04</b>	<b>1,21,207.28</b>	<b>99,999.62</b>	<b>70,974.24</b>
<b>B. Share application money pending allotment</b>	-	-	-	0.71	-
<b>C. Non-current liabilities</b>	8,27,591.75	6,31,400.98	4,13,366.00	1,75,745.30	1,58,524.22
(a) Long-term borrowings					
(b) Other long-term borrowings	40,054.18	44,591.61	31,824.39	18,494.31	10,526.29
(c) Long-term provisions	1,988.51	1,024.94	1,265.20	1,457.57	1,975.89
<b>Total Non-current liabilities</b>	<b>8,69,634.44</b>	<b>6,77,017.53</b>	<b>4,46,455.59</b>	<b>1,95,697.18</b>	<b>1,71,026.40</b>
<b>D. Current liabilities</b>	1,60,228.56	1,23,781.03	1,57,396.09	1,93,097.63	1,51,715.19
(a) Short-term borrowings					
(b) Other current liabilities	3,53,946.92	2,82,728.73	2,00,616.32	1,25,770.55	1,44,636.41
(c) Short-term provisions	9,584.33	7,829.34	5,874.88	2,817.94	1,614.18
<b>Total Current liabilities</b>	<b>5,23,759.81</b>	<b>4,14,339.10</b>	<b>3,63,887.29</b>	<b>3,21,686.12</b>	<b>2,97,965.78</b>
<b>E. Total Equity and Liabilities (A+B+C+D)</b>	<b>16,18,671.72</b>	<b>12,64,852.67</b>	<b>9,31,550.16</b>	<b>6,17,383.63</b>	<b>5,39,966.42</b>



# IN THE NATURE OF FORM2A - MEMORANDUM CONTAINING SALIENT FEATURES OF THE PROSPECTUS

<b>Assets</b>					
<b>F. Non-current assets</b>	8,715.59	5,124.03	2,737.94	1,752.14	3,717.33
(a) Fixed assets					
(i) Tangible assets					
(ii) Intangible assets	121.11	130.28	206.49	292.38	4.65
(b) Non-current investments	7,301.45	1,781.45	551.45	101.45	601.45
(c) Deferred tax assets	1,882.98	1,314.44	1,581.66	1,122.70	313.05
(d) Long-term loans and advances	3,36,583.26	2,49,575.13	2,09,228.90	1,82,467.47	1,59,837.59
(e) Other non-current assets	23,985.68	36,908.80	10,632.14	3,733.99	5,112.91
<b>Total Non-current assets</b>	<b>3,78,590.07</b>	<b>2,94,834.13</b>	<b>2,24,938.58</b>	<b>1,89,470.13</b>	<b>1,69,586.98</b>
<b>G. Current assets</b>	-	-	-	-	5.00
(a) Current investments					
(b) Cash and bank balances	2,17,746.04	1,15,649.90	2,09,950.14	1,36,990.05	1,55,699.67
(c) Short-term loans and advances	9,98,959.20	8,22,512.52	4,82,108.27	2,85,205.31	2,13,852.49
(d) Other current assets	23,376.41	31,856.12	14,553.17	5,718.14	822.28
<b>Total Current assets</b>	<b>12,40,081.65</b>	<b>9,70,018.54</b>	<b>7,06,611.58</b>	<b>4,27,913.50</b>	<b>3,70,379.44</b>
<b>H. Total Assets (F+G)</b>	<b>16,18,671.72</b>	<b>12,64,852.67</b>	<b>9,31,550.16</b>	<b>6,17,383.63</b>	<b>5,39,966.42</b>
<b>Net worth as at March, 31</b>					
(i) Share capital	5,541.63	5,236.72	4,953.69	4,915.47	4,585.68
(ii) Reserves and surplus	2,15,374.34	1,59,822.32	1,16,253.59	95,084.15	63,688.56
(iii) Money received against share warrants	4,361.50	8,437.00	-	-	2,700.00
(ii) Share application money pending allotment	-	-	-	0.71	-
(v) Less: Miscellaneous Expenditure (to the extent not written off or adjusted)	1,432.83	1,106.23	-	-	-
<b>Total (i+ii+iii+iv-v)</b>	<b>2,23,844.64</b>	<b>1,72,389.81</b>	<b>1,21,207.28</b>	<b>1,00,000.33</b>	<b>70,974.24</b>

Reformatted summary of Statement of Profit and Loss

₹ in lacs

	For year the ended March 31,				
Particulars	2013	2012	2011	2010	2009
<b>A. Income</b>	3,07,147.29	2,03,747.82	1,32,053.58	1,07,711.13	92,466.04
(a) Revenue from Operation					
(b) Other Income	1,154.10	1,893.61	291.07	3,079.36	1,036.02
<b>Total Revenue</b>	<b>3,08,301.39</b>	<b>2,05,641.43</b>	<b>1,32,344.65</b>	<b>1,10,790.49</b>	<b>93,502.06</b>
<b>B. Expenses:</b>					
(a) Employee benefits expenses	22,394.27	9,236.77	4,367.02	3,611.63	3,582.75
(b) Finance costs	1,41,047.51	92,858.01	55,145.42	49,182.04	46,251.94
(c) Depreciation and amortisation expenses	2,440.50	1,371.34	747.41	464.77	1,018.23
(d) Other expenses	37,451.59	31,924.25	24,173.01	16,740.57	16,866.25
(e) Provisions & write offs (net)	38,402.50	17,834.75	11,851.70	12,165.62	7,809.36
<b>Total expenses</b>	<b>2,41,736.37</b>	<b>1,53,225.12</b>	<b>96,284.56</b>	<b>82,164.63</b>	<b>75,528.53</b>
<b>C. Profit before tax</b>	<b>66,565.02</b>	<b>52,416.31</b>	<b>36,060.09</b>	<b>28,625.86</b>	<b>17,973.53</b>
<b>D. Tax expense:</b>					
(a) Current tax	22,172.06	16,898.55	12,460.20	9,972.11	7,055.25
(b) Deferred tax	(568.54)	267.22	(458.96)	(809.65)	(946.04)
(c) Wealth tax	-	-	-	-	1.76
(d) Fringe benefit tax	-	-	-	-	161.79
(e) Tax of earlier years	-	997.42	-	37.54	-
<b>Total tax expense</b>	<b>21,603.52</b>	<b>18,163.19</b>	<b>12,001.24</b>	<b>9,200.00</b>	<b>6,272.76</b>
<b>E. Profit after tax from continuing operations</b>	<b>44,961.50</b>	<b>34,253.12</b>	<b>24,058.85</b>	<b>19,425.86</b>	<b>11,700.77</b>
<b>Earnings per equity share:</b>					
Equity shares of par value ₹10/- each					
Basic (₹)	85.61	68.75	48.78	41.22	25.77
Diluted (₹)	83.00	68.22	47.97	40.32	22.44

## FINANCIAL INDEBTEDNESS

For further details please refer to the section titled “Financial Indebtedness” on page 140 of the Prospectus.

## LEGAL AND OTHER INFORMATION

### A. REGULATIONS AND POLICIES

For further details please refer to section titled “Regulations and Policies” on page 105 of the Prospectus.

### B. PENDING PROCEEDINGS AND STATUTORY DEFAULTS

#### OUTSTANDING LITIGATION AND MATERIAL DEVELOPMENTS

Our Company is involved in legal proceedings which have arisen in the ordinary course of business. Save as stated hereinbelow, such proceedings however, are not material enough to adversely affect our operations, financial position and profitability.

Except as described below, there are no criminal prosecutions, tax proceedings and other outstanding litigations against our Company that may have a material adverse effect on our business, and there are no pending criminal prosecutions launched against our Directors.

1. Our Company has preferred an appeal before the Commissioner of Income tax (Appeals), against the order of the Assessing Officer dated March 30, 2013, wherein *inter alia* the Assessing Officer has disallowed the amount transferred to statutory reserve fund of ₹ 61,44,37,165 in compliance with the provisions of the Section 45-IC of the Reserve Bank of India, Act, for the assessment year 2010-11, under normal computation and ₹38,90,00,000 under computation under Section 115 JB of the Income Tax Act, 1961. The AO has also added Provision for Bad Debts ₹ 32,36,89,000, royalty of ₹ 2,28,06,288, ESOP cost of ₹ 7,51,53,094, disallowance of interest u/s 234D ₹ 36,42,325 and S 40(a)(ia) disallowance of ₹ 28,02,37,276 and raised a demand of ₹ 57,18,28,390 for assessment year 2010-11. These proceedings are pending hearing and final disposal.

2. Our Company has preferred an appeal before the Hon'ble High Court of Madras against the order of the Income Tax Appellate Tribunal (“ITAT”) dated April 11 2013, wherein *inter alia* it had confirmed the disallowance of the amount transferred to the statutory reserve fund of ₹ 39,46,89,769 in compliance with the provisions of the Section 45-IC of the Reserve Bank of India, Act, for the assessment year 2009-10, under normal computation and ₹ 23,40,00,000 under computation under Section 115 JB of the Income Tax Act, 1961. The appeal has been raised on the grounds that the order of ITAT, in confirming the addition both under Regular Computation and under Section 115 JB of the Income Tax Act, 1961 is erroneous. The appeal is pending hearing and final disposal.

#### Material developments post September 30, 2013

Except as disclosed below, there have been no material developments of our Company after September 30, 2013, i.e. the date of the last audited financial statements of the Company:

1. The ESOP Allotment Committee of our Board of Directors, on November 25, 2013 issued and allotted 3,800 Equity Shares upon the exercise of 3,800 options by certain holders of stock options under ESOP 2006, at a premium of ₹ 25 per Equity Share. Pursuant to this allotment, the subscribed Equity Share capital of the Company was ₹ 59,28,08,820, divided into 5,92,80,882 Equity Shares.

2. The ESOP Allotment Committee of our Board of Directors, on January 10, 2014, issued and allotted 3,550 Equity Shares upon the exercise of 3,550 options certain holders of stock options under ESOP 2006, at a premium of ₹ 25 per Equity Share. Pursuant to this allotment, the subscribed Equity Share capital of the Company was ₹ 59,28,43,820, divided into 5,92,84,382 Equity Shares.

3. The Debt Issuance Committee of our Company, on January 4, 2014, issued and allotted 15,36,106 secured, redeemable, non-convertible debentures of face value of ₹ 1,000 each (“**January 2014 NCDs**”) at a price of ₹ 1,000 per January 2014 NCD, pursuant to a public issue of secured non convertible debentures. The January 2014 NCDs are listed on the NSE and BSE. For further details, please see “Other Regulatory and Statutory Disclosures - Previous Public Issues by our Company and other listed companies under the same management within the meaning of section 370(1B) during last five years” at page 155 of the Prospectus.

4. Our Company has, in accordance with the Equity Listing Agreement, on January 30, 2014 filed with the Stock Exchanges, unaudited financial information of the Company for the nine months ended December 31, 2013 subject to limited review by its statutory auditors. Such financial information is available on the websites of the BSE and NSE at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com), respectively.

## C. OTHER REGULATORY AND STATUTORY DISCLOSURES

### Authority for the Issue

The Issue is being made pursuant to the resolution passed by the Board on July 27, 2012 and the resolution approved by the Securities Management Committee at its meeting held on March 6, 2014.

Pursuant to resolution passed by the shareholders of our Company at their AGM held on July 27, 2012, and in accordance with provisions of Section 293 (1)(d) of the Companies Act, 1956 the Board has been authorised to borrow sums of money as they may deem necessary for the purpose of the business of our Company upon such terms and conditions and with or without security as the Board of Directors may think fit, provided that money or monies to be borrowed together with the monies already borrowed by our Company (apart from temporary loans obtained and/or to be obtained from the Company's bankers in the ordinary course of business) shall not exceed ₹ 20,00,000 lakhs.

### Eligibility to make the Issue

Our Company, the persons in control of our Company or the promoter have not been restrained, prohibited or debarred by SEBI from accessing the securities market or dealing in securities and no such order or direction is in force.

### Consents

Consents in writing of the Directors, the Compliance Officer, the Statutory Auditors, Bankers to the Company, Escrow Collection Banks/ Bankers to the Issue, Lead Managers, Lead Brokers, Registrar to the Issue, Legal Counsel to the Company as to Indian law, Credit Rating Agencies and the Debenture Trustee for the NCD Holders, to act in their respective capacities, have been obtained and shall be filed along with a copy of the Prospectus with the RoC.

Our Company has appointed GDA Trusteeship as Debenture Trustee under regulation 4(4) of the SEBI Debt Regulations. The Debenture Trustee has given its consent to our Company

## IN THE NATURE OF FORM2A - MEMORANDUM CONTAINING SALIENT FEATURES OF THE PROSPECTUS

for its appointment which is enclosed as Annexure C.

### **Expert Opinion**

Except for the letters dated March 5, 2014 issued by CARE, in respect of the credit rating for the NCDs, and the report on Reformatted Audited Financial Statements dated October 26, 2013 and the statement of tax benefits dated March 10, 2014 issued by our Statutory Auditors, our Company has not obtained any expert opinions in respect of the Issue.

### **Common Form of Transfer**

There shall be a common form of transfer for the NCDs held in physical form and relevant provisions of the Companies Act, 1956 and the Companies Act, 2013, to the extent applicable and all other applicable laws shall be duly complied with in respect of all transfer of the NCDs and registration thereof.

### **Minimum Subscription**

Under the SEBI Debt Regulations, our Company may stipulate a minimum subscription amount which it seeks to raise. If our Company does not receive the minimum subscription of 75 % of the Base Issue, i.e. ₹ 7,500 lakhs, on the date of closure of the Issue, the entire Application Amounts shall be refunded to the Applicants within the time prescribed under applicable statutory/ regulatory requirements. If there is delay in the refund of Application Amounts beyond the permissible time period as may be prescribed by applicable statutory/ regulatory requirements for our Company to refund the Application Amounts, our Company will pay interest for the delayed period at rates prescribed under such applicable statutory and/or regulatory requirements.

### **Previous Public Issues by our Company and other listed companies under the same management within the meaning of section 370(1B) during last five years**

There are no listed companies under the same management within the meaning of Section 370(1) (B) of the Companies Act, 1956. Set forth below are the details of public issues by our Company during the last five years:

Year of issue	Details of the issue	Date of closure of issue	Date of allotment	Date refunds	Rate of dividend paid	Date of listing on the stock exchange	Amount of premium/ discount at which the securities are allotted (if any)
2011	Public issue of upto 75,00,000 secured non convertible debentures of face value of ₹ 1,000 each ("2011 Bonds Issue")	August 13, 2011	August 26, 2011	August 29, 2011	-	NSE: September 2, 2011 BSE: September 2, 2011	-
2012	Public issue of upto 50,00,000 secured non convertible debentures of face value of ₹ 1,000 each ("2012 Bonds Issue")	September 26, 2012	October 6, 2012	October 9, 2012	-	NSE : October 9, 2012 BSE : October 10, 2012	-
2014	Public issue of upto 20,00,000 January 2014 NCDs ("January 2014 Bonds Issue")	December 24, 2013	January 4, 2014	January 7, 2014	-	NSE: January 8, 2014 BSE: January 8, 2014	-

### **Commission or Brokerage on Previous Public Issues**

1. An amount of ₹ 1,042.29 lakhs was incurred towards lead management fees, and selling commission in connection with the 2011 Bonds Issue.
2. An amount of ₹ 503.03 lakhs was incurred towards lead management fees, and selling commission in connection with the 2012 Bonds Issue.
3. An amount of ₹ 300.59 lakhs was incurred towards lead management fees, and selling commission in connection with the January 2014 Bonds Issue.

**Change in auditors of our Company during the last three years**

There has been no change(s) in the statutory auditor of our Company in the last three financial years preceding the date of the Prospectus.

**Revaluation of assets**

Our Company has not revalued its assets in the last five years.

**Utilisation of Proceeds**

The funds proposed to be raised through the Issue shall be utilized towards lending and investments, to repay our existing liabilities or loans and towards our business operations including for our capital expenditure and working capital requirements and general corporate purposes. For more information pertaining to utilisation of proceeds, please see section titled "Objects of the Issue" on page 59 of the Prospectus.

**Statement by the Board of Directors**

(i) All monies received out of the Issue of the NCDs to the public shall be transferred to a separate bank account other than the bank account referred to in section 40(3) of the Companies Act, 2013;

(ii) Details of all monies utilised out of the Issue referred to in sub-item (i) shall be disclosed under an appropriate separate head in our Balance Sheet indicating the purpose for which such monies were utilised; and

(iii) Details of all unutilised monies out of the Issue referred to in sub-item (i), if any, shall be disclosed under an appropriate separate head in our Balance Sheet indicating the form in which such unutilised monies have been invested.

The funds raised by us from previous issues of bonds have been utilised for our business as stated in the respective offer documents.

**Disclaimer clause of BSE**

BSE Limited ("Exchange") has given vide its letter dated March 24, 2014, permission to this Company to use the Exchange's name in this offer document as one of the stock exchanges on which this Company's securities are proposed to be listed. The Exchange has scrutinized this offer document for its limited internal purpose of deciding on the matter of granting the aforesaid permission to this Company. The Exchange does not in any manner: -

- a. warrant, certify or endorse the correctness or completeness of any of the contents of this offer document; or
  - b. warrant that this Company's securities will be listed or will continue to be listed on the BSE; or
  - c. take any responsibility for the financial or other soundness of this Company, its promoters, its management or any scheme or project of this Company;
- and it should not for any reason be deemed or construed that this offer document has been cleared or approved by the Exchange. Every person who desires to apply for or otherwise acquires any securities of this Company may do so pursuant to independent inquiry, investigation and analysis and shall not have any claim against the Exchange whatsoever by reason of any loss which may be suffered by such person consequent to or in connection with such subscription/acquisition whether by reason of anything stated or omitted to be stated herein or for any other reason whatsoever.

**Disclaimer in Respect of Jurisdiction**

The Issue is being made in India, to Investors from Category

I, Category II and Category III. The Draft Prospectus and the Prospectus will not, however, constitute an offer to sell or an invitation to subscribe for the NCDs offered hereby in any jurisdiction other than India to any person to whom it is unlawful to make an offer or invitation in such jurisdiction. Any person into whose possession the Draft Prospectus and the Prospectus comes is required to inform himself or herself about, and to observe, any such restrictions.

**Track Record of past issues handled by the Lead Managers**

The track record of past issues handled by ICICI Securities Limited and A.K Capital Services Limited are available at [www.icicisecurities.com](http://www.icicisecurities.com) and [www.akcapindia.com](http://www.akcapindia.com), respectively.

**Listing**

The NCDs will be listed on the BSE. BSE is the Designated Stock Exchange. The BSE has given in-principle listing approval through their letter dated March 24, 2014.

If the permission to list and trade the NCDs has not been granted by the BSE, our Company shall repay all such moneys received from the Applicant in pursuance of the Prospectus in compliance with applicable law. Our Company shall use best efforts to ensure that all steps for the completion of the necessary formalities for listing and commencement of trading at the BSE will be taken within 12 Working Days from the Issue Closing Date.

**Dividend**

For details of dividends paid by our Company for the six months ended September 30, 2013 and financial years ended March 31, 2009, 2010, 2011, 2012 and 2013, please see section titled "Annexure A – Financial Statements" on page 210 of the Prospectus.

**Mechanism for redressal of investor grievances**

Shriram Insight Share Brokers Limited has been appointed as the Registrar to the Issue to ensure that investor grievances are handled expeditiously and satisfactorily and to effectively deal with investor complaints.

All grievances relating to the Issue should be addressed to the Registrar to the Issue and the Compliance Officer giving full details of the Applicant, number of NCDs applied for, amount paid on application series/option applied for and Member of the Syndicate/Trading Member/SCSB to which the application was submitted.

All grievances relating to the ASBA process may be addressed to the Registrar to the Issue with a copy to either (a) the relevant Designated Branch of the SCSB where the Application Form was submitted by the ASBA Applicant, or (b) the concerned Member of the Syndicate and the relevant Designated Branch of the SCSB in the event of an Application submitted by an ASBA Applicant at any of the Syndicate ASBA Centres, giving full details such as name, address of Applicant, Application Form number, series/option applied for, number of NCDs applied for, amount blocked on Application.

All grievances arising out of Applications for the NCDs made through Trading Members may be addressed directly to the BSE.

**RISK FACTORS**

*Prospective investors should carefully consider the risks and uncertainties described below, in addition to the other information contained in the Prospectus including the sections titled "Our Business" and "Financial Statements" at pages 85 and 210 of the Prospectus, respectively, before making any*



investment decision relating to the NCDs. If any of the following risks or other risks that are not currently known or are now deemed immaterial, actually occur, our business, financial condition and result of operation could suffer, the trading price of the NCDs could decline and you may lose all or part of your interest and / or redemption amounts. The risks and uncertainties described in this section are not the only risks that we currently face. Additional risks and uncertainties not known to us or that we currently believe to be immaterial may also have an adverse effect on our business, results of operations and financial condition.

Unless otherwise stated in the relevant risk factors set forth below, we are not in a position to specify or quantify the financial or other implications of any of the risks mentioned herein. The ordering of the risk factors is intended to facilitate ease of reading and reference and does not in any manner indicate the importance of one risk factor over another.

The Prospectus contains forward looking statements that involve risk and uncertainties. Our Company's actual results could differ materially from those anticipated in these forward looking statements as a result of several factors, including the considerations described below and elsewhere in the Prospectus.

Unless otherwise stated, financial information used in this section is derived from the Reformatted Audited Financial Statements as of and for the six months ended September 30, 2013 and years ended March 31, 2009, 2010, 2011, 2012 and 2013 prepared under the Indian GAAP.

#### **RISKS IN RELATION TO OUR BUSINESS**

1. *We are affected by volatility in interest rates for both our lending and treasury operations, which could cause our net interest income to decline and adversely affect our return on assets and profitability.*
2. *Our business requires substantial capital, and any disruption in funding sources would have a material adverse effect on our liquidity and financial condition.*
3. *Recent revisions to priority sector lending requirements adhered to by scheduled commercial banks may increase our cost of funding and adversely affect our business, results of operations and financial condition.*
4. *High levels of customer defaults could adversely affect our business, financial condition and results of operations.*
5. *Routine inspections by the RBI have in the past made some adverse observations and indicated non-compliances in respect of the conduct of our business.*
6. *Our inability to compete effectively in an increasingly competitive industry may adversely affect our net interest margins, income and market share.*
7. *We may not be accurately appraise or recover, on a timely basis or at all, the full value of collateral or amounts which are sufficient to cover the outstanding amounts due under defaulted loans, which could adversely affect our business and results of operations.*
8. *Our significant indebtedness and the conditions and restrictions imposed by our financing arrangements could restrict our ability to conduct our business and operations in the manner we desire*
9. *If our provisioning requirements are insufficient to cover our existing or future levels of non-performing loans or if future regulation requires us to increase our provisions, our ability to raise additional capital and debt funds as well as*

*our results of operations and financial condition could be adversely affected.*

10. *Our loans to small enterprises businesses depend on the performance of the small enterprises sector in India, competition from public sector banks and financial institutions and other NBFCs, and government policies and statutory and/or regulatory reforms in the small enterprises finance sector.*

11. *Since we handle high volumes of cash and gold jewelry in a dispersed network of business outlets, we are exposed to operational risks, including employee negligence, fraud, petty theft, burglary and embezzlement, which could harm our results of operations and financial position.*

12. *The inaccurate or fraudulent appraisal of gold by our personnel may adversely affect our business and financial condition.*

13. *We may not be able to successfully sustain our growth strategy. Inability to effectively manage any our growth and related issues may adversely affect our business and financial condition.*

14. *We have limited operating experience in the housing finance business and accordingly, we may not be able to successfully implement our growth strategy to foray into the housing finance business.*

15. *We may experience difficulties in expanding our business into new regions and markets in India and introducing our complete range of products in each of our business outlets, which may adversely affect our business, results of operations and financial condition.*

16. *Any adverse developments in the new and pre-owned two-wheeler or vehicle financing industries could adversely affect our business, results of operations and financial condition*

17. *We depend on businesses operating under the "Shriram Chits" brand name for substantially all of our customers in our small enterprise segment.*

18. *A large number of our business outlets are located in south India, and any downturn in the economy in the states in India where we operate, or any change in consumer preferences in that region could adversely affect our results of operations and financial condition.*

19. *Any downgrade in our credit ratings could increase borrowing costs and adversely affect our access to capital and lending markets and could also affect our reputation, interest margins, business, results of operations and financial condition.*

20. *If we are unable to manage the level of Non Performing Assets (NPAs) in our loan assets, our financial position and results of operations may suffer.*

21. *Our customer base comprises mostly individual borrowers, who generally are more likely to be affected by declining economic conditions than large corporate borrowers. Any decline in the repayment capabilities of our borrowers, may result in increase in defaults, thereby adversely affecting our business and financial condition.*

22. *A decline in our capital adequacy ratio could restrict our future business growth.*

23. *We and our Directors are involved in certain legal and other proceedings that if determined against us could have a material adverse effect on our financial condition and results of operations.*

24. *We may not be able to maintain our current levels of*

profitability due to increased costs or reduced spreads.

25. System failures or inadequacy and security breaches in computer systems may adversely affect our business.

26. As part of our business strategy, we have in the past assigned a substantial portion of our loans to banks and other institutions. Any deterioration in the performance of any pool of receivables assigned to banks and other institutions may adversely impact our results of operations and financial condition.

27. We face asset-liability mismatches which could affect our liquidity and consequently may adversely affect our operations and profitability.

28. Any change in control of our Promoters and/or any disassociation of our Company from the Shriram Group could adversely affect our operations and profitability.

29. Inability to achieve a favourable outcome from the recent restructuring of our Company pursuant to the Scheme of Arrangement could adversely affect our operations and profitability.

30. The trademark/service mark and logo in connection with the "Shriram" brand which we use is licensed to us and consequently, any termination or non-renewal of such license may adversely affect our reputation, goodwill, operations and profitability.

31. We have certain contingent liabilities which may adversely affect our financial condition.

32. We may have to comply with strict regulations and guidelines issued by regulatory authorities in India, our non-compliance with or any changes to which could adversely affect our business and financial performance.

33. Our ability to assess, monitor and manage risks inherent in our business differs from the standards of some of our counterparts in India and in some developed countries.

34. We require certain statutory and regulatory approvals for conducting our business and our inability to obtain, retain or renew them in a timely manner, or at all, may adversely affect our operations.

35. We may not be in compliance with relevant state money lending laws, which could adversely affect our business. In the event that any state government requires us to comply with the provisions of their respective state money lending laws, or imposes any penalty, including for prior non-compliance, our business, results of operations and financial condition may be adversely affected.

36. We are subject to supervision and regulation by the RBI as a systemically important deposit-taking NBFC, and changes in RBI's regulations governing us could adversely affect our business.

37. Our Promoters have significant control in our Company, which will enable them to influence the outcome of matters submitted to shareholders for approval, and their interests may differ from those of other shareholders.

38. The restrictions imposed on NBFCs by the RBI through a Master Circular – Bank Finance to Non-Banking Financial Companies dated July 2, 2012 (the "Master Circular") may restrict our ability to obtain bank financing for specific activities.

39. We have entered into, and will continue to enter into, related party transactions and there can be no assurance that we could not have achieved more favorable terms had such

transactions not been entered into with related parties.

40. Any failure by us to identify, manage, complete and integrate acquisitions, divestitures and other significant transactions successfully could adversely affect our results of operations, business and prospects.

41. Our success depends in large part upon our management team and key managerial personnel and our ability to attract, train and retain such persons.

42. Our business strategy may change in the future and may be different from that which is contained herein. Any failure to successfully diversify into other businesses can adversely affect our results of operations and financial condition.

43. Our results of operations could be adversely affected by any disputes with our employees.

44. Our gold loans business could be adversely impacted by RBI requirements in connection with lending against security of gold jewellery.

45. Our insurance coverage may not adequately protect us against losses.

46. Major lapses of control or system failures could adversely impact our business.

47. We do not own most of our business outlets and our registered office. Any failure on our part to execute and/or renew lease agreements and premise sharing agreements in connection with such offices or failure to locate alternative offices in case of termination of such agreements in connection with any business outlet could adversely affect our operations and profitability.

48. Our Promoter, Directors and related entities have interests in a number of entities, which are in businesses similar to ours and this may result in potential conflicts of interest with us.

#### RISKS IN RELATION TO THE NCDs

49. There is no guarantee that the NCDs issued pursuant to this Issue will be listed on the BSE in a timely manner, or at all.

50. You may not be able to recover, on a timely basis or at all, the full value of the outstanding amounts and/or the interest accrued thereon in connection with the NCDs.

51. Any downgrading in credit rating of our NCDs may affect the trading price of the NCDs.

52. Changes in interest rates may affect the prices of the NCDs.

53. Failure to comply with the requirements in connection with creation of adequate debenture redemption reserve, ("DRR"), for the NCDs issued pursuant to the Prospectus and/or be able to deposit or invest the required proportion of the value of the NCDs maturing every year until all NCDs issued and allotted pursuant to the Issue mature or are redeemed otherwise.

54. Payments made on the NCDs will be subordinated to certain tax and other liabilities preferred by law.

55. You may be subject to Indian taxes arising on sale of the NCDs.

#### EXTERNAL RISKS

56. A slowdown in economic growth in India and certain other countries could cause our business to suffer.

57. Political instability, changes in the Government or natural calamities may adversely affect economic conditions in India, which may impact our business, financial results and results of operations.

58. Terrorist attacks, communal disturbances, civil unrest

*and other acts of violence or war involving India and other countries may adversely affect the financial markets and our business.*

59. *Any downgrade of credit ratings of India may adversely affect our ability to raise debt financing.*

60. *A decline in India's foreign exchange reserves may affect liquidity and interest rates in the Indian economy, which could adversely impact our financial condition.*

61. *Companies operating in India are subject to a variety of central and state government taxes and surcharges.*

62. *Our ability to raise foreign capital may be constrained by Indian law.*

63. *An outbreak of an infectious disease or any other serious public health concerns in Asia or elsewhere could have an adverse effect on our business and results of operations.*

64. *Our transition to the use of the IFRS converged Indian Accounting Standards may adversely affect our financial condition and results of operations.*

65. *Indian corporate and other disclosure and accounting standards differ from those observed in other jurisdictions such as U.S. GAAP and IFRS.*

**Prominent Notes:**

- This is a public issue of NCDs aggregating up to ₹ 10,000 lakhs with an option to retain over-subscription up to ₹ 10,000 lakhs for issuance of additional NCDs aggregating to a total of up to ₹ 20,000 lakhs.
- For details on the interest of our Company's Directors, see the sections titled "Our Management" and "Capital Structure" beginning at pages 119 and 53, respectively.
- Our Company has entered into certain related party transactions, within the meaning of AS 18 as notified by the Companies (Accounting Standards) Rules, 2006, as disclosed in the section titled "Financial Statements" beginning on page 210 of the Prospectus.
- Any clarification or information relating to the Issue shall be made available by the Lead Managers and our Company to the investors at large and no selective or additional information would be available for a section of investors in any manner whatsoever.
- Investors may contact the Registrar to the Issue, Compliance Officer, and the Lead Managers for any complaints pertaining to the Issue. In case of any specific queries on allotment/refund, Investor may contact the Registrar to the Issue.
- In the event of oversubscription to the Issue, allocation of NCDs will be as per the "Basis of Allotment" set out on page 201 of the Prospectus.
- Our Equity Shares are listed on the NSE, BSE and MSE. Our non-convertible debentures issued pursuant to previous public issues are listed on BSE and NSE.
- As of September 30, 2013, we had certain contingent liabilities not provided for, amounting to ₹ 6,716.88 lakhs. For further information on such contingent liabilities, please see section titled "Financial Statements" on page 210 of the Prospectus.
- For further information relating to certain significant legal proceedings that we are involved in, please see section titled

"Outstanding Litigation and Material Developments" on page 153 of the Prospectus.

**DECLARATION**

We, the undersigned, hereby declare that all the relevant provisions of the Companies Act, 1956 and the Companies Act, 2013, to the extent applicable, the guidelines issued by the Government of India and the regulations and guidelines issued by the Securities and Exchange Board of India established under Section 3 of the Securities and Exchange Board of India Act, 1992, as the case may be, including the Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008, have been complied with and no statement made in the Prospectus is contrary to the provisions of the Companies Act, 1956 and the Companies Act, 2013, to the extent applicable, the Securities and Exchange Board of India Act, 1992 or rules and regulations made thereunder, as the case may be.

**Signed by the Board of Directors of the Company**

Arun Duggal

**Chairman**

R. Duruvasan

**Managing Director**

G.S. Sundararajan

**Managing Director**

Ranvir Dewan

**Director**

Puneet Bhatia

**Director**

S. Krishnamurthy

**Director**

Vipen Kapur

**Director**

V. Murali

**Director**

Lakshmi Pranesh

**Director**

Sunil Varma

**Director**

Pranab Prakash Pattanayak

**Director**

Place: Chennai

Date: March 24, 2014

**FOR FURTHER DETAILS PLEASE REFER TO THE PROSPECTUS**

## TIMING FOR SUBMISSION OF APPLICATION FORMS

Applications shall be accepted only between 10.00 a.m. and 5.00 p.m. (Indian Standard Time), or such extended time as may be permitted by the BSE and NSE during the Issue Period on all days between Monday and Friday, both inclusive barring public holidays, at the Collection Centres or with the Members of the Syndicate or Trading Members at the Syndicate ASBA Application Locations and the Designated Branches of SCSBs as mentioned on the Application Form. On the Issue Closing Date, Applications shall be accepted only between 10.00 a.m. and 3.00 p.m. and shall be uploaded until 5.00 p.m. or such extended time as may be permitted by the BSE and NSE. It is clarified that the Applications not uploaded in the electronic application system of the BSE and NSE would be rejected.

Due to limitation of time available for uploading the Applications on the Issue Closing Date, Applicants are advised to submit their Applications one day prior to the Issue Closing Date and, in any case, no later than 3.00 p.m. on the Issue Closing Date. All times mentioned in this Prospectus are Indian Standard Times. Applicants are cautioned that in the event a large number of Applications are received on the Issue Closing Date, some Applications may not get uploaded due to lack of sufficient time. Such Applications that cannot be uploaded will not be considered for allocation under the Issue. Applications will be accepted only on Business Days, i.e., Monday to Friday (excluding any public holiday). Neither our Company, nor the Lead Manager, Lead Brokers or Trading Members are liable for any failure in uploading the Applications due to failure in any software/hardware system or otherwise.

## CENTERS FOR AVAILABILITY AND ACCEPTANCE OF APPLICATION FORMS

In case of Applicant applying through ASBA Process in any Specified Cities i.e. 12 cities, namely, Mumbai, Chennai, Kolkata, Delhi, Ahmedabad, Rajkot, Jaipur, Bangalore, Hyderabad, Pune, Baroda and Surat, the ASBA Applicant can also submit their Application Form with the Members of Syndicate, at the addresses provided below, for uploading of the Application. The respective Member of Syndicate after uploading of the Application shall forward the Application Form to the Specified Branches of SCSBs for blocking of funds. At all other places (except Specified Cities, as above), the ASBA Application Forms should be submitted with the Designated Branch of SCSBs only and non ASBA Applications should be submitted to the Members of Syndicate/ Trading Members as specified below:

## BIDDING CENTRE DETAILS - LEAD BROKERS

## ICICI SECURITIES LIMITED

**MUMBAI :** ICICI Securities Ltd, 5th Floor, H.T Parekh Marg, Back Bay Reclamation, Churchgate, Mumbai - 400020; ICICI Securities Ltd, Shree Sawan Knowledge Park, Gr. Floor, Plot No. D-507, T.T.C Industrial Area, M.I.D.C, Turbhe, Near Juinagar Railway Station, Turbhe - 400705.

## A.K. STOCKMART PRIVATE LIMITED

**AGRA :** A K Stockmart Pvt Ltd C/o Ikita Gupta 9 SBI Colony 1st Floor Opp Subhash Park Mg Road 282002 7351925461 /09319087289 **ALLAHABAD:** A K Stockmart Pvt Ltd C/o Padmavati Financial Services Puneet Tondon Bldg -28 Hastings Road 211001 9335143387 puneet\_tandon@hotmail.com **AHMEDABAD:** A K Stockmart Pvt Ltd 101/102, Kalvanna, New Center Point, Panchvati Circle, Ahmedabad 380009 07932910590 **AURANGABAD:** A. K. Stockmart Pvt Ltd C/o Abhijit C. Bhairwal Shop No B-2 Udyog Drushti Apartment Golwalkar Guruji Marg Ulka Nagari 431005 9689915013 **BANGALORE:** A K Stockmart Pvt Ltd 709/710, 5<sup>th</sup> Floor, Brigade Tower, No 135, Brigade Road, Bangalore – 560025 **BHAVNAGAR:** A K Stockmart Pvt Ltd C/o Siddharth Udaybhai Sarvaiya B/11-12 Radheshyam Complex Below IDBI Bank Waghawadi Road 364002 9227358885 siddharthsarvaiya@gmail.com **BHILWARA:** A K Stockmart Pvt Ltd C/o Anil Kumar Ladha 1-N-58 R.C.Vyas Colony Near Water Tanki 311001 9829244797 Moneyhospital@Rediffmail.Com **BHUBANESWAR:** A K Stockmart Pvt Ltd C/o Pr Financial Consultants Pvt Ltd Prabir Kumar Rath 18 Bapuji Nagar 751009 9437422488 Prfinance@Sify.Com **Chennai** A K Stockmart Pvt Ltd No 17 A 1<sup>st</sup> Floor Wellington Estate Ethiraj Salai Egmore Chennai 600006 04442147213/42145404 **COIMBATORE:** A K Stockmart Pvt Ltd C/o Vssl Stock Broking Private Limited S.Lakshmanasamy 85-C L.G.Arcade Sengupta Street Ramnagar 641009 9843144212 **CUTTACK:** A K Stockmart Pvt Ltd C/o Biswa Prasad Das 2nd Floor Kb Complex Station Road Near Hp Petrol Pump College Square 753003 0671-2549715 / 2548715/ 9338089590,6991247 biswa1975@hotmail.com/ C/o Vikash Srivastava Kaibalya 1st Floor Link Road Above Ing Vyasa Bank 753012 9337071717 Gdfs.Vikash@Gmail.Com **DEHRADUN:** A K Stockmart Pvt Ltd C/o Sterling Portfolio & Leasing Rajendra Singh Bisht 202 Neelkanth Complex 43 Rajpur Road 248001 09837003530 sterlingdehradun123@gmail.com **DHANBAD:** A K Stockmart Pvt Ltd Poonam Agarwal Poonam Agarwal Poonam Agarwal Narayani Securities 307 Sai Ram 09864014385laza Bank More 826001 9835142301 jayprakash-narayan@rediffmail.com **ERODE:** A K Stockmart Pvt Ltd C/o Had Best Financial Service K Ezhilarasu 139 Nsa Nagar 1st Floor Sankar Nilayam Near Club Melange Perundurai Road 638011 9865267766 **GANDHIDHAM** A K Stockmart Pvt Ltd C/o M/S. Global Investment Chintan Chheda D B Z. – South – 170 Kutchh 370201 02836235222/ 9879517274 **GHAZIABAD** A K Stockmart Pvt Ltd C/o Khullar Payal Khullar R13/111 Raj Nagar 201002 09810236377 khullarrohit@gmail.com **GORAKHPUR** A K Stockmart Pvt Ltd C/o Dhiraj Kumar Gupta 1st Floor Ram Govind Complex Opp Raj Cinema Sumer Sagar Road Gorakhpur 273001 09305903555/07897820804/0551-2205986 dkgupta\_143@rediffmail.com **GUWAHATI** A K Stockmart Pvt Ltd C/o Amit Investment Ratanlal Jain 1st Floor Room No.1 Kamakhya Umananda Bhawan A.T. Road 781001 9435040067 amitinvestment\_ghy@yahoo.com/ A K Stockmart Pvt Ltd C/o Shree Salasar Capital Market Nitin Jain Brand New Day Bhagaban Bharali Complex Near Kotak Mahindra Bank G S Road 781007 9678008140 Amit@Salasarcapital.Com/ A K Stockmart Pvt Ltd C/o Shree Salasar Capital Market Nitin Jain ,Saraf Bldg Annex R No 5 3rd Floor At Road 781001 9864014385 pmjain2@sancharnet.in **HISSAR** A K Stockmart Pvt Ltd C/o Indrawati Sharma Indrawati Sharma Indrawati Sharma Bld-22-24 Pushpa Complex 125005 9812090450 anilbansal2k@gmail.com **HYDERABAD:** A K Stockmart Pvt Ltd Office No 1, 2<sup>nd</sup> Floor, M.C.H. Premises No 6-3-249/6, Alcazar Plaza & Towers,Road No 1, Banjara Hills, Hyderabad – 500034 04066759862 **HUBLI:** A K Stockmart Pvt Ltd C/o Uttamchand Oswal Oswal Oswal Fund Houseu Near Karnataka Bank New Cotton Market 580029 9243281200 **INDORE:** A K Stockmart Pvt Ltd C/o Harish Agrawal 206 Gold Arcade 3/ 1 New Palasia Indore 452001 09826062666/09406683322/0731-4002266 shreeinvestment@gmail.com **JAIPUR:** A K Stockmart Pvt Ltd C/o Hem Securities Ltd Babita 203 Jaipur Tower M.I Rd 302001 9352658239 babita@hemonline.com **JAMNAGAR:** A K Stockmart Pvt Ltd C/O Alpesh N Dattani 2-A Second Floor Avantika Complex Limda Lane 361001 9328228010 **JAMSHEDPUR:** A K Stockmart Pvt Ltd C/o Alok Kumar Agarwal Binapani Trade Centre Sf- 1 2nd Floor Sakchi 831001 9334053272 Kewalka@Gmail.Com A K Stockmart Pvt Ltd C/O Vyana Advisory Pvt Ltd Abhinav Khettry 76 Chitrakoot 7th Floor 230a Ajc Bose Road 831001 9836333525 Abhenav@Vyana.In C/o Garg Securities Pvt Ltd Garg Securities Pvt Ltd Shree Ram Agarwal 1 Gulati Complex In Front Of Milkhiram Market 831003 9431302001 **JODHPUR:** A K Stockmart Pvt Ltd C/O Virendra Mehta 204 Poonamcomplex Sardarpura 3rd Road 342003 9414145124 vmehta1961@yahoo.com **KANPUR:** A K Stockmart Pvt Ltd C/o SPFL Securities Limited Neeraj Jain Ground Floor 2g Kan Chamber 14/113 Civil Lines 208002 9335017410 niraj@spfl.co.in **KOCHI:** A K Stockmart Pvt Ltd C/o Robins India Capital Management Pvt. Ltd Mano



## IN THE NATURE OF FORM 2A-MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS

39/9917 3rd Pullath Business Centre Kurishupally Road Ravipuram 682015 080-89072350/ 09605612898 camanojca@gmail.com / Access Finserve Access Finserve Mr. Ramesh A Civil Line Road Opp. Padivattom Bust Stop Edapally P.O. Kochi 682024 0484-4041113/ 09287280473/ A K Stockmart Pvt Ltd C/o Mr. Sangeeth Kumar K S Mr. Sangeeth Kumar K S Mr. Sangeeth Kumar K S CC27/3005 Girinagar Club Road Girinagar Kadavanthara 682020 04846406407/ 08943333601 **KOLKATA:** A K Stockmart Pvt Ltd 1408, Om Towers 14<sup>th</sup> Floor 32 J L Nehru Road Kolkata 700 071 **MADURAI:** A K Stockmart Pvt Ltd C/o Easy Investments 46/1 1st Floor Main Road Kk Nagar 625020 09944193339/ 9366696000 **MANGALORE:** A K Stockmart Pvt Ltd C/o Arunanjali Securities Norbert Shenoy Urwa Church School Complex 1st Floor Ladyhill Kuloor Ferry Road Urwa 575006 9880100798 arunanjali@yahoo.com **MUZAFFAR NAGAR:** A K Stockmart Pvt Ltd C/o Mani Kanta Jain Mani Kanta Jain 15-D Vakil Road New Mandi Muzaffarnagar 251001 9837464013 sachinjainj77@gmail.com **MUMBAI:** A K Stockmart Pvt Ltd 30-39 4<sup>th</sup> Floor, Free Press House, Free Press Journal Marg, Nariman Point Mumbai 400021 67546500 **MYSORE:** A K Stockmart Pvt Ltd C/o Moneyline Moneyline Sanjag J Office No 2 1st Floor Kannada Sahithya Bhavan Road Vijayanagar 1st Stage 570017 9844158548 moneyline.mysorc@gmail.com **NAGPUR:** A K Stockmart Pvt Ltd C/o Om Apex Investments Services Pvt. Ltd. G V Iyer C-1 Yugdharam Complex Central Bazar Road Ramdaspath 440010 9822203500 / 09225000000 /09890100500 omapexinv@gmail.com **NEW DELHI:** A K Stockmart Pvt Ltd 609 6<sup>th</sup> Floor Antriksh Bhawan 22 Kasturba Marg Connaught Place New Delhi 110001 **NOIDA:** A K Stockmart Pvt Ltd C/o Shipra Rai Wealth Direct Sf-20 2nd Floor Ansal Fortune Arcade Sector-18 201301 9971041188 Wealthpartner@gmail.com **PUNE:** A K Stockmart Pvt Ltd Office No 705 7<sup>th</sup> Floor Sohrab Hall 21 Sasoon Road Pune 411001 020 - 64002241 A K Stockmart Pvt Ltd C/O Vilekha Pradeep Doshi B-6 Swojas Complex Parihar Chowk Aundh 411007 9322310470 / 020-25890824 Jaideepdoshi@yahoo.com **SURAT:** A K Stockmart Pvt Ltd C/O Bastawala Securities Nilang Bastawala 301 City Square Building Opp. Bsnl Office Ajramar Chowk New Rander Road 395009 9825409920 nilang.bastawala@gmail.com A K Stockmart Pvt Ltd C/O Concept Securities Pvt. Ltd Hemant Ishverlal Desai 401 Empire State Building Nr. Udhna Darwaja Ring Road 395002 9879551133 hemant@concept-india.com **SURENDRANAGAR:** A K Stockmart Pvt Ltd C/o Damyantiben Harivallabhbai Jani Bhramha Samaj Bhavan, Samay Karyalay Road. Surendranagar-363001 Gujarat (India), Telephone: 02752-222468, 221205, 223305, 234305 **TRICHY:** A K Stockmart Pvt Ltd C/o Stock Focus Financial Services P Ltd Subramanian Gurumurthy No-69 North Andar Street 620002 09842451975/ 09842492829 **VARANASI:** A K Stockmart Pvt Ltd C/o Shriram Distributor Sanjay Kapoor D-64/127 C-H Arihant Complex Nagar Nigam Road Sagra Varanasi 542001 9336835110 / 9415000000 jcsanjay@sify.com.

## AXIS CAPITAL LIMITED

**BANGALORE:** Axis Capital Ltd, 2A, 2nd Floor, REDIFICE Signature, Hospital Road, Pin: 560001, Ph: 080-40333222, **CHENNAI:** Axis Securities Ltd, 11, Vijay Delux Apartments, 7/4 First Main Road, CIT Colony, Mylapore, Pin: 600004, Ph: 044-39184335/4226, **HYDERABAD:** Axis Securities Ltd, 6-3-650/217B & C, Maheshwari Chambers, 2nd Floor, Somajiguda, Pin: 500082, Ph: 040-39893626/30658502, **MUMBAI:** Axis Capital Ltd, 4A/5C, Khatau Building, Ground floor, Alkesh Dinesh Mody Marg, Fort, Pin: 400001, Ph: 022-22677901, **NEW DELHI:** Axis Capital Ltd, 815-816, 8th Floor, Ambadeep Building, K.G.Marg, Pin: 110001, Ph: 011-46769649, **PUNE:** Axis Capital Ltd, 1248 A, Asmani Plaza, 1st Floor, Opp Cafe Goodluck, Deccan Gymkhana, Pin: 411004, Ph: 020-30547125, **RAJKOT:** Axis Securities Ltd, 703, 7th Floor, Star Chambers, Harihar Chowk, Pin: 360 001, Ph: 9724333149/ 9427200149 **VADODARA:** Axis Securities Ltd, 515, Race Course Tower, Pashabhai Park, Race Course, Pin: 390007, Ph: 9377225295.

## EDELWEISS BROKING LIMITED

**AHMEDABAD:** Edelweiss Broking Limited; Edelweiss House, 2<sup>nd</sup> Floor, Near Samved Hospital, H. L. Commerce Six Road, Navrangpura, Ahmedabad-380009. Tel: 079-40019888 **BANGALORE:** Edelweiss Broking Limited; ASWAN, 15/6 Ground Floor, Prime Rose Road, Bangalore – 560001. Tel: 080 – 42471113. **HYDERABAD:** Edelweiss Broking Limited; 2<sup>nd</sup> Floor, M B Towers, Plot No.5, Road No.2, Banjara Hills, Hyderabad-500016. Tel: 040– 40316911. **JAIPUR:** Edelweiss Broking Limited; 601/602, 6<sup>th</sup> Floor, Green House, Ashok Marg, C Scheme, Jaipur 302001. Tel: 0141-4045167. **KOLKATA:** Edelweiss Broking Limited; Edelweiss, 1<sup>st</sup> Floor, Chhabil Das Tower, 6 A- Middleton Street, Kolkata, West Bengal- 700071. Tel: 033-40311940. **MUMBAI:** **FORT:** Edelweiss Broking Limited; 101, 1<sup>st</sup> Floor, 12 New Bake House, Opp. Maharashtra State Co-op Bank, Near Old Karvy office, Fort, Mumbai-400001. Tel: 022-67494580/81. Edelweiss Broking Limited; 104, 1st Floor, P J Towers, Bombay Stock Exchange Bldg, Fort, Mumbai- 400001. Tel: 022-67471345 / 022-67494586. **GHAKTOPAR:** Edelweiss Broking Limited; Atlantic Commercial Tower, RB Mehta Road, Near Patel Chowk, Ghatkopar East, Mumbai-400077. Tel: 022-25012611/12, **SANTACRUZ:** Edelweiss Broking Limited; Office No 111, 1st Floor, Dheeraj Heritage, Near Milan Subway, Santacruz (W), Tel: 022-26485953/84. **BORIVALI:** Edelweiss Broking Limited, Shop No 10, Sucheta Enclaves, Maharashtra Lane, Off L. T Road Borivali (W) Mumbai-400092. Tel: 022-28914367. **NEW DELHI:** Edelweiss Broking Limited; 8-B, 8th Floor, Atma Ram House, Tolstoy Marg, New Delhi- 110001., Tel: 011-46501116/7 **PUNE:** Edelweiss Broking Limited Office No.101 to 106, 1st Floor, Siddharth Tower, Behind City Pride Talkies, Kothrud, Pune, Maharashtra 411029, Tel: 020-66056672. **SURAT:** Edelweiss Broking Limited; 108, Vishwakarma Chambers, B/S ITC, Majuragate, Ring Road, Surat – 395002, Tel: 0261-2460537.

## HDFC SECURITIES LIMITED

HDFC Securities Limited, I Think Techno Campus Building-B, "Alpha", Office Floor 8, Opp. Crompton Greaves, Near Kanjurmarg Station Kanjurmarg (East), Mumbai 400 042 India. Tel: 30753400.

## INDIA INFOLINE LIMITED

**AHMEDABAD:** 4th Floor, High Street I, Above promart mall, Law Garden Cross Road, Ahmedabad-380006 Tel No .079-39874071. Ahmedabad:- India Infoline Limited, 2<sup>nd</sup> Floor, High Street 1, NR. G.L.S. College, Above Pro Mart Mall, LAW Garden Cross Road, Ahmedabad-380006.-Tel:7567182782. **BANGALORE:** 31/9, Krimson Square, 2<sup>nd</sup> Floor, Above Vishal Megamart, Rupena Agrahara, Hosur Main Road, Bangalore 560 068 Tel: 080-42618100. **BANGLORE:** India Infoline Ltd, Esquire Centre, #9/8, Block no-2C 2<sup>nd</sup> Floor, MG Road, MG Road Premia, Bangalore-560001. Tel : 080-42778112 **BARODA:** GF-14/15 AMrapali Complex Water Tank Road, Karelibaug, Vadodara-390018. Tel No: 0265-3018261. **BARODA:** 3<sup>rd</sup> Floor, Bhagwan Chambers, Opp. Circuit House, Alkapuri Baroda – 390007. Tel: 9924116183. GF-14/15 AMrapali Complex Water Tank Road, Karelibaug, Vadodara-390018. Tel No: 0265-3018261 **BHUBANESHWAR:** SOMI PALACE, 1st Floor, Plot No-M5/17, Acharya Vihar, Bhubaneswar-751013 Tel: 0674-2376414. **CHANDIGARH:** 3015/16, 2<sup>nd</sup> Floor, Sec 22D, Opp Kishan bhawan, Chandigarh-160022. Tel: 0172- 4650980. **CHENNAI:** Tower No-143, MGR Salai, Near To Life Line Hospital Perungudi, Chennai-600096 Tel: 044-43982650. Chennai:- Ganesh Complex, 2<sup>nd</sup> Floor, 393/280, Annasalai Teynampet, Chennai-600018. Tel : 9176554951 **CHUNNIGANJ:** India Infoline Ltd, MCS Building, 96-5, Chunniganj The Mall, Kanpur UP-208001. **GOA:** Alfran Plaza, 2<sup>nd</sup> Floor, No S - 59/60, M.G.Road, Near Don Bosco School, Panaji Goa 403001 Tel: 0832-2220011/12/13/14. **HYDERABAD:** India Infoline Ltd, D.No. 5-9-22/B/501, 5th & 6th Floor, My

**IN THE NATURE OF IN THE NATURE OF FORM 2A-MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING**

Home Sarovar Plaza, Secretariat Road, Hyderabad-500004. Tel: 040-44889630. Hyderabad:-India Infoline Limited, My Home Sarovar Plaza, Secret Ariat Road, Hyderabad-04. **HUBLI**: India Infoline Ltd, 1<sup>st</sup> Floor, Sona Chambers, Club Road, HUBLI-580029. Tel : 09886021182. **JAIPUR**: 5Th Floor, City Mall, Bhagwandas Road, (Near To Rajmandir Cinema) Jaipur -302001. Tel: 0141-3063301. **JAIPUR**: India Infoline Ltd, 50, JDA MARKET, Mansarovar Link Road, Hans Marg, Gopalpura Bypass, Jaipur-302018 Tel: 0141-3085032. **JAMSHEDPUR**: 1st Floor, Tiweri Bechar, Bistupur, Jamshedpur-831001. Tel: 09771435523. **KOCHI**: 2Nd Floor, Sana Tower, M.G.Road, Jose Junction, Kochi -16. Tel: 0484- 4028071. **KOLKATA**: Zonal Off, 1, Shakespere Sarani, Acmarket, 5Th Floor, Kolkata -700071. Tel: 033-64590742. **KOLKATA**: India Infoline Ltd, Zonal Off, 1, Shakespere Sarani, ACMarket, Theatre Road, 9th Floor, Kolkata -700071. **MEERUT**: 2nd Floor, Above Hdfe Bank, 381 Westwern Kacheri Road, Meerut-250002. Tel: 0121- 40161777. **MUMBAI**: India Infoline Limited, IIFL Center, B Wing, Trade Centre, Kamala Mills Compound, Off Senapati Bapat Marg, Lower Parel. India Infoline Limited, IIFL House, Plot No. B-23, Road No. 16, Thane Wagle estate, Thane (W)-400604. Tel: 41035273/74/41030211. **MUMBAI**: India Infoline Ltd, Off No-1A, Building No 105, Opp. Bharat House, Mumbai Samachar Marg, Fort, Mumbai 400001. Tel: 8898073617/20, 022-49142100. **NASHIK**: 10 & 11, Viraj Corner, Canada Corner, Nashik-422005. Tel: 0253-3918750. **NEW DELHI**: 71/3, 1st Floor, Rama Road, Najafgarh Road, Above Dhl Bldg, Motinagar New Delhi-110015. Tel: 011-42965037. **NEW DELHI**: India Infoline Ltd 71/3, 1st Flr Najafgarh Road, Industrial Area, New Delhi -110015. 011-49315057. **PATNA**: 2nd Floor, Ashiana Chamber, Block 'A', Exhibition Road, Opp. Republic Hotel, Patna -800001. Tel: 0612-6455416. **PUNE**: 5Th Floor, Lohia Jain It Park, Chandani Chowk, Paud Road, Pune-411038. Tel: 020-30913423/020-30913414. **PUNE**: 5<sup>th</sup> Floor, Lohia Jain IT Park, Survey No- 150/A/1+2, Plot No-1 Paud Road, Kothrud Pune - 411038. **RAIPUR**: Nagdev Plaza, Block-A, 1st Floor, Jail Road, Infront Of Hotel Satluj, Kutchery Chowk. Raipur-492001. Tel: 0771-4211666/7714211601. **RAJKOT**: Millennium Square, 2Nd & 3Rd Floor, Opp Royale Inn Hotel, Phulchab Chowk, Rajkot-360001. Tel: 0281-6198301. **SECUNDERABAD**: 12-5-29/11, 2nd floor, Castle Mansion, Above Appollo Hospitals, Batukammakunta, Tarnaka Secunderabad- 500017. 040-40078293. **SURAT**: 701, 702, 709, 710, 21st Century Business Centre, Near Udhna Darwaja, Ring Road, Surat-395002. Tel: 0261- 6677515.

**INTEGRATED ENTERPRISES (INDIA) LIMITED**

**AHMEDABAD**: B/14 Capital Commercial Centre, 1st Floor, Near Sanyas Ashram, Ashram Road, Ahmedabad - 380 009. Tel: 40071030 / 26576671. LG 12/13/14, H.J. House, Opp. IBP Petrol Pump, Rambaugh, Maninagar - 380 008. Tel: 25450718 / 25463670. 21, Nirman, Gr.Floor, Behind Navrangpura Bus Stop, Navrangpura, Ahmedabad - 380 009. Tel: 26443289 / 26447825. **BANGALORE** : No 12, Ramanuja Plaza, Ground Floor, 5th Cross, Malleswaram, Bangalore - 560 003. Tel: 23446386 / 23461470. No. 671, 17th D Cross, Indiranagar 2nd Stage, Bangalore - 560 038. Tel: 25258490 / 25219347. No-20( old CITB No-56) , 1st Floor, 8th-F Main Road, Jayanagar 3rd Block, Bangalore, 560011. Tel: 080-22441561 / 080-26534659. 971, G.K. Towers, 1st Floor, 1st A Main, St. Bed Layout, 4th Block, Koramangala, Bangalore - 560 095. Tel: 41217750 / 41217751. 1296 1st Floor, 30th Main Road Banashankari 2nd Stage Bangalore - 560 070. Tel: 32008338 / 26711389. **BHOPAL** : Manasarovar Complex, FM 14, C Block, First Floor, (Near Habibganj Railway Station), Habibganj Station Road, Bhopal - 462011. Tel: 4266005 / 4266006. **BARODA** : F- 40/41, National Plaza, 1st Floor, R.C.Dutt Road, Alkapuri, Baroda - 390 007. Tel: 2343677 / 2341608. SB-12 Silver Coin, Basement, Opp. Bhavan's School, Teen Rasta, Makarpura Road, Vadodara - 390 009. Tel: 6451008 / 2648001. GF-4 Mahavir Complex, Near G.E.B. Sub Station, Navrang Talkies Road, Raopura, Baroda - 390 001. Tel: 2421099 / 6585433. **BHUBHANESHWAR** : 39 F, I Floor, Kalika Jewellery and Sons, Ashok Nagar, Bhubaneswar - 751009 Tel: 2530613 / 2530614. **CHENNAI** : Ground Floor, 15, Balam Road, Adyar, Chennai - 600 020. Tel: 24420776 / 24914178/24451575. Old No.18/2 , New No.58, Mounasamy Madam Street, Ambattur, Chennai - 600 053. Tel: 26570654 / 26570679. No: W-65 A1, TLV Manor, Ground Floor, (Opp. Tower Club), Annanagar, Chennai - 600 040. Tel: 26282616 / 26214371. Old No.22, New No.8, II Floor, 10th Avenue, (Above Krishna Sweets), Ashok Nagar, Chennai - 600 083. Tel: 24895378 / 24718482. No.53 and 55, First Floor, Shop-C, Station Road, Radha Nagar, Chrompet, Chennai - 600 044. Tel: 22653171 / 22653172. Old No 111 New No 227, Thambu Chetty Street, First Floor (Near Kalikambal Kovil), George Town, Chennai - 600 001. Tel: 25241041 / 25219488. Plot 393-B, Shop S -1, 2nd Floor, Thriuvallur Salai, Mogappair, Chennai - 600 037 Tel: 26560587 / 26562586. No.11A, Gr Floor, East Abiramapuram, 1<sup>st</sup> Street, Mylapore, Chennai - 600 004. Tel: 24983748 / 24983502. No 15, 14th Street, 3rd Main Road, Nanganallur, Chennai - 600 061. Tel: 22673928 / 22673728. 56, Madhavaram High Road, First Floor, Opp.SBI, Perambur, Chennai - 600 011. Tel: 25521353 / 25521352. No:9 vinayagar Koil St, New Colony, (Near St. John's School), Porur, Chennai - 600 116. Tel: 24768399. Periyar Nagar - No.5, 2nd Floor, Chelliamman Colony, Papermills Road, (Next to Shanmuga Mahal), Peravallur, Chennai - 600 082. Tel: 26713123 /24 / 26713125 /26. 135, (Old No.33) Ayyaswamy Street, West Tambaram, Chennai-600 045. Tel: 22260557 / 22260386. 42/1, Motilal Street, T.Nagar, Chennai - 600 017. Tel: 24347830 / 24341642. 1st Floor, Kences Towers, 1, Ramakrishna Street, North Usman Road, T.Nagar, Chennai - 600 017. Tel: 28140484. No.33, New No.69 1st Floor, SVS Center, Big Street, Triplicane, Chennai - 600 005. Tel: 28543156. 189/2, 100 Feet By-pass Rd, Next to Appasamy Hospital, Vijayanagar, Velachery, Chennai-600 042. Tel: 42184538 / 42184970. No:1, Rajeshwari Colony, (Near Girias & next to LIC) Virugambakkam. chennai-93Virugambakkam, Chennai - 600 092 Tel: 23774408 / 23774497. 36, Thambaiiah Reddy Road North Extn, West Mambalam, Chennai - 600 033. Tel: 23720701 / 23720702, 23720703. **COIMBATORE** : R.S.Puram - Janaki Apts., Ground Floor, 29/176, Ramalingam Road (West), R.S. Puram, Coimbatore - 641 002. Tel: 2471944 / 2471505. Shop No.19 / 20 Ground Floor, Aarpee Centre, 320 N NSR Rd, Saibaba Colony, Coimbatore - 641011. Tel: 2434391 / 2434358. **COCHIN** : 'RAJ SOUDH', I Floor, 39/3477, M.G.Road, Ernakulam - 682 016. Tel: 2358922 / 2358923. **DHANBAD** : Shri Ram Plaza, 3rd Floor, Shop No.308, Bank More, Dhanbad -Jharkhand - 826001. Tel: 2300737 / 2304331 / 2307635. **GOA** : 106, 1st Floor, Durga Chambers, Opp. Kenis Hotel, 18th June Road, Panjim, Goa - 403 001. Tel: 2426904 / 2426905. **HYDERABAD** : No.5-10-197/A, G4, I Floor, Reliance Krishna Apts, Beside Kalanjali Bhavan, Navad Padah, Hill Fort Road, Hyderabad - 500 004. Tel: 23242375 / 23242472. **JAMSHEDPUR** : Shop No.8, Meghdheep Apts, H No.5, Line No.2, Q Road, Bistupur, Jamshedpur, Pincode - 831001, Jharkhand. Tel: 2756319 / 2756321. **KOLKATA** : Dalhousie - No. 210, A-Wing, 2nd Floor, 24.Hemanta Basu Sarani, Mangalam, Kolkata - 700001 Tel: 22310556 / 22310557 / 22310558. D/122, Ramgarh, P.O.Naktala, Garia Ganguli Bagan, Kolkata - 700047. Tel: 24290552 / 24290553/ 24290554. Salt Lake - BA-37, Sector -1, PNB Island, Kolkata- 700 064. Tel: 23580900 / 23580890. Flat No.1-B, 4C Lansdowne Place, Opp. Road of Ramakrishna Mission Hospital, Kolkata - 700 029. Tel: 24746400 / 24742705. **LUCKNOW** : 207 - A, 2nd Floor, Saran Chambers II, 5, Park Road, Lucknow - 226 001. Tel: 2235736 / 2236766. 82, 1st Floor, Vakkil New Street, Madurai - 625 001. Tel: 2630305 / 2620560. **MANGALORE** : F-1, 1st Floor, Ram Bhavan Complex, Kodialbail - 575 003. Tel: 2440163 / 2447051. **MYSORE** : 133, Shika Towers, Second Floor, Rama Vilas Road, Mysore - 570 024. Tel: 2424188 / 4266682. **NELLORE** : Shop No.27, Co-operative Bank Shopping Complex, Trunk Road, Nellore - 524 001. Tel: 2326297 / 2332040. Block No.108, Sathyam Towers, (First Floor), (Diagonally opposite to BIG BAZAAR), Plot No.8, Wardha Road, Dhantoli, Nagpur - 440012. Tel: 2420105 / 2443106. **NASIK** : B Wing, Parshuram Apts, Opp. Times of India Office, College Road, Nasik - 422 005. Tel: 2575524 / 2316300. **NEW DELHI** : UG - 30, Suneja Towers - II, District Centre, Janakpuri, Newdelhi - 110 058. Tel: 45170345 / 45170346. 1691 / 36, (I Floor), Arya Samaj Road, (Opp. to Satbhravan School), Naiwala, Karol Bagh, New Delhi-110 005. Tel: 45170331 to 45170335. No. 316, 3rd Floor, Hemkunt Chambers, Nehru Place, New Delhi - 110 019. Tel: 46681444 / 46681445. Preet Vihar - 204, Sagar Plaza, Next to Coffee Home, Laxmi Nagar District Centre, New Delhi - 110092 Tel: 47587168 / 47587169. **MUMBAI** : No.210, II Floor, Centre Square, S.V.Road, Andheri West 400 058. Tel: 42087100. Shop No.7, Veena Beena Complex, Opp Bandra Railway Station, Mumbai - 400 050. Tel: 26403883 / 26558735. No. 4, Gora Gandhi Apts, I Floor, Above Hotel

## IN THE NATURE OF FORM 2A-MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS

Samrat, Chandavarkar Lane, Borivali - 400 092. Tel: 42087200. 11 and 12, Gr Floor, Neelkanth Commercial Complex, Next to Hotel Orchids, Govandi Road, Chembur - 400 071. Tel: 25210768 / 25217660. F - 4, Ground Floor, F. Kasturchand Building, Gokhale Road South, Opp Portugese Church, Dadar West, Mumbai 400 028. Tel: 24318356 / 24318496. 107, Triveni Building, 1st Floor, Opp: Nityanand Hotel, Jawaharlal Nehru Road, Dombivli (E), Mumbai - 421 201. Tel: 2433471 / 2863717. Dalal St. - 59, Sonawala Building, Gr.Floor, Bombay Samachar Marg, Fort, Mumbai - 400 023. Tel: 22662825 / 22662728. 24, Odeon Shopping Centre, Vallabhbaug Lane, Ghatkopar East, Mumbai-400 077. Tel: 40331501 / 40331502. No.7 1st floor, Abhishek commercial complex, Above Dena Bank, Plot No.104, S V Road Malad (w) Tel: 28802878 / 28823965. No 15, Old Mahavir Building, Mahavir Market, Bhandarkar Road, Matunga East, Mumbai - 400 019. Tel: 24013163 / 24013164. S-13-14, Gala Kunj Apartments, Dr.Ambedkar Road, Mulund West, Mumbai - 400 080. Tel: 25690700 / 25927065. No 102, I Floor, Shree Krishna Complex CHS Ltd, Dada Patil Wadi, Next to Ganesh Towers, Thane West - 400 602. Tel: 25301256 / 5301257. 22, Amrapali Arcade, Vasant Vihar, Pokhran Road 2, Thane West - 400 601. Tel: 21730813 / 21730814. A-216, 1st Floor, Vashi Plaza, Sector - 17, Vashi, New Mumbai - 400 703 Tel: 27660042 / 27660043. Shop No. 105, 1st Floor, Super Market, Monghibai Road, Next to Bank of Maharashtra, Vileparle East, Mumbai - 400 057. Tel: 26133855 / 26182137. **PUDUCHERY** : No.40-A, Aurobindo Street, (Between M.G.Road & Mission Street), Pondicherry - 605 001. Tel: 2222155 / 4207233. **PATNA** : No.313, Jagat Trade Centre, Fraser Road, Patna 800 001. Tel: 2205943. **PALGHAT** : No 15/152, J.K. Building, Coimbatore Road, Sulthanpet, Palakkad - 678001. Tel: 0491-3291019 / 2535519. **PUNE** : Shop No.23, East Street Gallery, East Street, Camp, Pune - 411 001. Tel: 26361633 / 26361634. Shop No 2, Sai Sayaji Villa 163, Azadwadi, Shastrinagar, Near Vivekanand Chowk, Kothrud Road, Pune - 411 038. Tel: 25389232 / 25388667. 7 and 8 Arthshilp, Gr.Floor, 1349, 1350, Shukrawar Peth, Bajirao Road, Pune - 411 002. Tel: 24473944 / 24481891. 6-14-7/1, Opp. Pala Varthakula Sangam, Achantavari St, T.Nagar, Rajamundhry - 533101. Tel: 2422120 / 2437533. **RAJKOT** : 130, Star Chambers, 1st Floor, Harihar Chowk, Dr. Rajendra Prasad Road, Rajkot - 360 001. Tel: 3041451 / 2240373. Salem - Shop No.8/9/10, M.R.Complex, 1st Floor, No.114, Kanakupillai Street, Alagapuram, Salem - 636016. Tel: 2446727 / 2336746. **SECUNDERABAD** : 202, Second Floor, Karan Centre Sarojin Devi Road, Secunderabad-500003. Tel: 27845605 / 27816080. C-18 1st Floor, Belgium Chambers, Next to City Co-op Bank, Main Ring Road, Delhi Gate, Surat - 395 003 **SURAT** : Tel: 2454535 / 2450086, 2410815. **THANJAVUR** : 1999, Kamal Towers, West Main Street, Thanjavur - 613 009. Phone: 230928 / 230929. **TIRUNELVELI** : Arunagiri Complex Next To SBI 25b-1/31 and 25b-1/32 I Floor, S.N.High Road, Tirunelveli Junction - 627 001 Tel: 2323331. **TRICHY** : 25-A Sastri road, Gitanjali Apts, Thillai Nagar, Trichy - 620018. Tel: 2742068 / 2741468. Chitra Complex - No.11, Gr. Floor, Near Chatram Bus Stand, Trichy - 620 002. Tel: 2703670 / 2716387. 1st Floor, Dr. Prabaker Rao Complex, 17-C, Gandhi Road, Srirangam, Trichy - 620 006. Tel: 2436211 / 2433512. **THRISSUR** : 1st Floor, B Inland Arcade, Mannath lane, Thrissur - 680 001. Tel: 3204561 / 3204562. **TRIVANDRUM** : Aashiana, 1 Floor, TC 28/2829 (2), Kuthiravattom Road, Trivandrum - 695 001. Tel: 0471-2461593. **VIJAYAWADA** : D No. 29-13-29, 1st Floor, Kaleswara Rao Road, Near Dornakal X Roads, Suryaraopeta, Vijayawada - 520 002. Tel: 2472414 / 2470517. **VISHAKAPATNAM** : TC-1, 3rd Floor, Dwaraka Plaza, Main Road, Dwaraka Nagar, Vizag - 530 016. Tel: 2513606 / 2747020. **WARANGAL** : C-15/16, Green Square Plaza, Vadderaju Complex, Near Petrol Pump, Opp: Public Garden, Hanmakonda, Warrangal Dist - 506 001. Tel: 2546421 / 2546471.

## JM FINANCIAL SERVICES LIMITED

**AHMEDABAD** : Mr Bhavesh Shah/Mr.Girish Shah, JM Financial Services Ltd, G-10 Chinubhai Centre, Gr. Flr, Nehru Bridge Corner, Ashram Road, Ahmedabad-380 009. Ph: 079-2657 6666 - 70. **BANGALORE** : Mr Yeriswamy Reddy/Mr Prashant Upadhyay, JM Financial Services Ltd, 97/4 Residency Rd, Bangalore - 560 025. Ph: 080- 30912400/2299 8264/65/66/67. **CHENNAI** : Mr B Kalaiselvan/Ms. T V Sumithra, JM Financial Services Ltd, Gee Gee Crystal - 5th Floor, 91-92. Dr. Radhakrishnan Salai, Mylapore, Chennai - 600 004. Ph: 044-4225 5666. **HYDERABAD** : Mr Ganpathy Murthy/Chandrasekhar, JM Financial Services Ltd, 9-10 Uma Chambers, 3rd Floor, Banjara Hills, Hyderabad-500 034. Ph: 040- 6636 0009/10/12/46. **SECUNDERABAD** : Mr Mallesh/Mr Pravin Chary, JM Financial Services Ltd, 3rd Floor, 305 Jade Arcade, Opp Paradise Hotel, M G Road, Secunderabad- 500 003. Ph: (040) 3982 5200. **INDORE** : Mr. Manish Upadhyay/Aarti, JM Financial Services Ltd, UG-7 & 8, Ground Floor, D M Tower, 21/1, Race Course Road, Indore-452 004. Ph: 0731-3072111/4262111. **JAIPUR** : Mr Sanvar Mal Bhargav, JM Financial Services Ltd, G-7 & G-8, Brij Anukamba, Plot No.K-13, Ashoka Marg, C-Scheme, Jaipur -302 001. Ph: 0141-3984400. **KOLKATA** : Mr. Bhaskar Chatterjee, JM Financial Services Ltd, Kankaria Estate, 8th Flr, 6th Little Russell Street, Kolkata-700 071. Ph: 033-3987 0330. **MUMBAI** : Mr Kaushik Datta/R Mukundan/Kedar Pimputkar/Ms Armin Irani, JM Financial Services Ltd, 2,3,4 Kamanwala Chambers, P M Road, Fort, Mumbai-400 001. Ph: 022-2266 5577 - 80, 3021 3500. Mr Ashit Vora/Atul Shukla, JM Financial Services Ltd, 1st Floor, Patel House, Next to Bank of Baroda, M G Road, Vileparle (E), Mumbai-400 057. Ph: 022-2613 5202-41-67077440-43. Mr. Amol Jadhav/Ms. Kiral Patel, JM Financial Services, Office No.2, 1st Floor, Patel Shopping Center, Near Malad Subway, Sainath Road, Malad (West), Mumbai -400064. Ph: 022-288 22 831 / 32 /34. Ms Jyotsna Solanki/Mr C V George, JM Financial Services Ltd, 1st Floor, New Pushpanjali II, Jambli Galli, (Factory Lane), Opp Chintamani Jewellers, Borivali (West), Mumbai-400 092. Ph: 022- 6695 9120 - 23/3021 5400. Mr. Tilak Sanil, JM Financial Services Ltd, 424/425 Kalidas Plaza, V B Lane, Ghatkopar East, Mumbai-400 075. Ph: 022-6710 4738/3097 8700. Mr. Nilesh Gavle JM Financial Services Ltd Ground Floor, Anushka, New Link Rd, Andheri (West), Mumbai-400 053. Ph: 022- 66191600/612 **NAVI MUMBAI** : Malay Shah, JM Financial Services, 301, 3 rd Floor, Vardhman Market, Sector 17, Above DCB, Vashi, Navi Mumbai. Ph: 6632 9200/03/04/27896024-26. **NEW DELHI** : Mr Prasad Nair/Mr C S Tiwari, JM Financial Services Ltd, 5 G&H, 5th Floor, Hansalaya Building, 15, Barakhamba Road, New Delhi -110 001. Ph: (011) 4263 5699. **PUNE**: Mr Anand Shirke/Mr Sanjay Yelwande, JM Financial Services Ltd, 205 Business Guild, Opp. Krishna Dining Hall, Law College Road, Erandawane, Pune-411 004. Ph: 020-3987 1601/00/66033720. **RAJKOT** : Mr Sona Verghese, JM Financial Services Ltd, 202 Solitaire, 2nd Floor, Swami Vivekanand Marg, Near Municipal Commissioner Bungalow, Ramkrishna Nagar, Rajkot -360 007. Ph: 0281-3984101/3984000. **SURAT** : Mr. Dipen Shah /Mr Nishant Trivedi, JM Financial Services Ltd, 407, 4th Floor, 21 Century Business Centre, Near Udhna Char Rasta, Ring Road, Surat-395 002. Ph: 0261-3984000. **VADODARA** : Mr. Ghanshyam Vyas/Mr Rashmin Jadhav, JM Financial Services Ltd, G1 Ground Floor, Shohan, 49 Alkapuri Society, Opp. HDFC Bank, Alkapuri, Vadodara-390 007. Ph: 0265-3984 300. **VISHAKHAPATNAM**: Mr Satish, JM Financial Services Ltd, Door No 9-1-224/4/3, 1st Floor, Nandan Nirman, CBM Compound, Near Rama Talkies Junction, Visakhapatnam -530 003. Ph: (0891) 3983 800. **WARANGAL** : Ravinder Jamboju, Soma Financial Services, Drno16-10-1349, Near Pallavi Hospital, Shiva Nagar, Warangal, Andhra Pradesh 506002. mobile No : 9885644211.

## KOTAK SECURITIES LIMITED

**AHMEDABAD: Kotak Securities Limited**, 207, 2nd Floor, Sakar-II, Ellisbridge Corner, Ashram Road. P: 26587276; **BANGALORE: Kotak Securities Limited**, 'Umiya Landmark' - II Flr., No: 10/7 - Lavelle Rd. P: 66203601; **CHENNAI: Kotak Securities Limited**, GRR Business Center, No. 21, Vaidyaraman Street, T Nagar. P: 66462000; **COIMBATORE: Kotak Securities Limited**, 1st Floor, Red rose chamber, 1437, Trichy road. P: 6699666; **HYDERABAD: Kotak Securities Limited**, 9-1-777, 4th Flr, Beside ITC Bldg, S D Rd, (LANE Opp to DBR Diagnosis), P: 65326394; **INDORE: Kotak Securities Limited**, 314, Citi Centre, 570, M.G. Road. P: 2537336; **KOCHI: Kotak Securities Limited**, 40/1400, 11th Floor, Ensign Enclave, Jos Junction, M.G. Road. P:

## IN THE NATURE OF IN THE NATURE OF FORM 2A-MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING

2377386; **KOLKATTA: Kotak Securities Limited**, 5th Floor, Apeejay House, Block 'B', 15, Park Street, P:22273999; **MANGALORE: Kotak Securities Limited**, No.4, 3rd Floor, The Trade Centre, Jyoti Centre, Bunts Hostel Road, Near Jyoti Circle, P: 424180; **MUMBAI: Kotak Securities Limited**, 32, Gr Flr., Raja Bahadur Compound, Opp Bank of Maharashtra, Fort, Mumbai-400 023.Tel:22655074; **NEW DELHI: Kotak Securities Limited**, 202-217, 2nd Floor, Ambadeep Building, 14, Kasturba Gandhi Marg.P:66313131; **SURAT: Kotak Securities Limited**, Kotak House, K G Point, 1st Floor, Nr.Ganga Palace, Opp.IDBI Bank, Ghoddod Road.P: 2254553; **VISAKHAPATNAM: Kotak Securities Limited**, Door No.47-10-15, VRC Complex, 2nd Floor, Railway Station Rd, Dwarka Nagar, P: 6642009.

## R R EQUITY BROKERS PRIVATE LIMITED

**AHMEDABAD:** RR Equity Brokers, 401, Abhijit-1, Opp. Bhuj Mercantile Bank, Mithakhali, 6 Road, Navrangpura, Ahmedabad-390009 079- 40211888  
**BANGALORE:** RR Equity Brokers, S-111, Manipal Centre, 47, Deckenson Road, Bangalore-42 080-42477177 **CHANDIGARH:** RR Equity Brokers, SCO-222-223, Gr. Floor, Sector-34A, Chandigarh 0172-2624896 **CHENNAI:** RR Equity Brokers, 3rd Flr., Percision Plaza, New -397, Teynampet, Anna Salai, Chennai- 600018 044-42077370/71 **DEHRADUN:** RR Equity Brokers, 56, 1st Floor, Rajpur Road, Opp. Madhuban, Dehradun, Uttaranchal- 248001 0135-3258181 **FARIDABAD:** RR Equity Brokers, Shop No. 55, 1st Floor, Near Flyover, Neelam Chowk, NIIT, Faridabad - 121001, Haryana 0129-02427361 **GHAZIABAD:** RR Equity Brokers, 114, Satyam Complex, Raj Nagar DC, Raj Nagar, Ghaziabad - 201002, Uttar Pradesh 0120-2828090 **JAIPUR:** RR Equity Brokers, 7, Katewa Bhawan, Opp. Ganapati Plaza, MI Road, Jaipur- 302001 0141-3235456 **KOLKATA:** RR Equity Brokers, 704, Krishna Bldg., 224, AJC Bose Road, Kolkata- 700017 033-22802963/22806878 **LUCKNOW:** RR Equity Brokers, G-32, Shriram Tower, 13-A, Ashok Marg, Lucknow- 226001 0522-4057612 **MUMBAI:** RR Equity Brokers, 18 First Floor, 105 Bombay Samachar Marg, Fort, Mumbai- 400023 022-40544201/224 **MUMBAI:** RR Equity Brokers, 133A, Mittal Tower, A Wing, 13th Floor, Nariman Point, Mumbai- 400021 9324804084 **NEW DELHI:** RR Equity Brokers, 47, M.M. Road, Rani Jhansi Marg, Jhandewalan, New Delhi - 110055 011-23636363/62 **NEW DELHI:** RR Equity Brokers, 105, Pratap Bhawan, Bahadur Shah Zafar Marg, New Delhi - 110001 011- 49505500, 41509018 **NEW DELHI:** RR Equity Brokers, N-24 - 25, Connaught Place, New Delhi - 110001 011- 41523306, 46308803, 41523229 **NEW DELHI:** RR Equity Brokers, 106, Pankaj Chambers, Preet Vihar Community Centre, Delhi - 110092, 011-42421238-39, 49504400, **NOIDA:** RR Equity Brokers, P-5, Sector - 18, Noida- 201301, Uttar Pradesh 0120-4336992 **VADODARA:** RR Equity Brokers, 222 Siddharth Complex, RC Dutta Road., Vadodra- 390007 0265-3256190/2353195.

## SMC GLOBAL SECURITIES LIMITED

**AHMEDABAD :** 10-A, Kalapurnam, C G Road, Near Municipal Market, Ahmedabad 380003 Tel: 9825612323, 09727799200, **BANGALORE :** 2003/2, 2nd Floor, (above tata docomo showroom), 100 ft road, HAL 2nd Stage, Bangalore-560008 Tel: 09739161699, **CHENNAI :** Salzburg square, flat no.1, 3rd Floor, Door no .107, Harrington Road Chetpet, Chennai-600 031. **DEHRADUN :** 7,8,9 & 10 shiva palace, second floor, rajpur road Dehradun 248001 Tel: 9368572105 **HYDERABAD/SECUND'BAD :** 206, 3rd floor Bhuvana Towers, Above CMR Exclusive, S D Road SECUNDERABAD, 500003 Tel: 9347453777 **INDORE :** 206, Gold Arcade 3/1 New Palasia Opp Curewell hospital, Indore, M P Tel: 9826062666 **JAIPUR :** 401, fourth Floor Shyam Anukampa Opp HDFC BANK Ashok Marg C scheme Jaipur Tel: 9928882771 **JAMSHEDPUR :** K2-L1 Tiwary Becher Complex, P.O. Bistupur, Jamshedpur 831001 Tel: 9934399678 **KANPUR :** shop no : G-21, Ground Floor City Centre The Mall Kanpur -228001 Tel: 9305358433 **KOLKATA :** 18, Rabindra Sarani Podder Court Gate NO 4, 5th Floor Kolkatta -700001 Tel: 09933664479 **KOTA :** 4-a-6 Talwandi Kota Rajasthan Tel: 09829116982 **LUCKNOW :** Radha Krishna Bhawan, Plot No. 3/A, 5 Park Road, Lucknow Tel: 9839826932 **MUMBAI :** 258, Perin Nariman Street First Floor Fort mumbai -400001 Tel: 09821111219, 9930055430 **NEW DELHI/DELHI :** 17, Netaji Subhash Marg, Opp. Golcha Cinema Daryaganj, New Delhi-110 002 Tel: 9818620470, 9810059041, 6B, First Floor Himalaya House 23, K G Marg Connaught place New Delhi -110 001 Tel: 9958696929 9180469955, 503, Ansal Bhawan Barakhamba Road New Delhi -110001 Tel: 9871626464 **NOIDA :** 106-Ocean Plaza .P-5 SEC-18, NOIDA-201301 Tel: 9717000378 **PUNE :** 3RD Floor, 1206/4B, Durgashankar Building, Beside Khetan Medical Behind Shubham hotel, JM Road Pune 411004 **RAJKOT :** 401-Star Chambers, Harihar Chowk, Nr. Panchnath Mandir, Rajkot-360001 Mob - # +91 8000903984, Tel: 0281-3017965 **SURAT :** 316, Empire State Building, Ring Road, Surat.395002. Mo : 9033002341.

## TATA SECURITIES LIMITED

**AHMEDABAD :** Tata Securities Limited, 12/A Gr Floor, Campus Corner 1, Near Pralhadnagar AUDA Garden, Satellite, Ahmedabad - 380015; Tel: 66070012 / 66070018. **BANGALORE :** Tata Securities Limited, No. 58/4, Ground Floor, 8th Main, 18th Cross Junction, Malleshwaram, Bangalore - 560055; Tel: 65322450 / 65322451. **BHUBANESHWAR :** Tata Securities Limited, Rajendra Vihar Block - 'D' Forest park, Main Road, Bhubneshwar - 751009; Tel: 6540127 / 6540141. **CHANDIGARH :** Tata Securities Limited, 1st Floor, SCO 167 - 168, Sector 8 C, Chandigarh 160018; Tel: 6625501 / 6525502. **CHENNAI :** Tata Securities Limited, Unit No. 1, 1st Floor, Mandira Apartment, 23 A North Boag Road, Chennai - 600017; Tel: 64508576 / 64508577. **DEHRADHUN :** Tata Securities Limited, 7/3 Shivam Tower, 2nd Floor, New Cantt Road, Dehradun - 248001; Tel: 6050023 / 6050024. **GUWAHATI :** Tata Securities Limited, 301 Royal Arcade, 3rd Floor, Dr. B Baruah Road, Ulubari, Guwahati - 781007; Tel: 2466120 / 2466121. **HUBLI :** Tata Securities Limited, Ground Floor, V A Kalburgi Square, Desai cross, Deshpande Nagar, Hubli - 580029. Tel: 6451544. **JAIPUR :** Tata Securities Limited, Niddhi Kamal Towers, 37& 38 B, Banwara House, Ajmer Road, Jaipur - 302006; Tel: 6507055 / 6455532. **JAMSHEDPUR :** Tata Securities Limited, 2nd Floor, Aditya Towers, Main Road, Bistupur, Jamshedpur - 831001; Tel: 6452869 / 6452817. **JAMSHEDPUR :** Tata Securities Limited, Qtr No K3/39 H.S. Road, Telco Colony, Jamshedpur - 831004; Tel: 6459406 / 6459437. **KOLKATA :** Tata Securities Limited, 1st Floor, Tata Centre, 43 J L Nehru Road, Kolkata - 700071; Tel: 64993234 / 64993235. **KOLKATA :** Tata Securities Limited, HA-6, Sector-III, Salt Lake, Kolkata - 700091; Tel: 23350746 / 23350750. **LUCKNOW :** Tata Securities Limited, Shalimar Logix, gr Flr, 4, Rana Pratap Marg, Behind Arif Castle, Lucknow - 226001; Tel: 6671215 / 6671216. **MADURAI :** Tata Securities Limited, Plot No.1 K.K.Nagar, Opp: Jawahar Hospital, Aavin Milk Project Junction, Madurai - 625020; Tel: 6450109 / 6450110. **MUMBAI :** Tata Securities Limited, 3rd Floor, Lodha I Think Techno Campus, Pokhran Road, Thane (West) - 400607; Tel: 61827933 / 61827935. **MUMBAI :** Tata Securities Limited, Shop No.5, Gemini Building, Nehru Road, Vileparle (E), Mumbai - 400057; Tel: 65300370 / 65300372. **NAGPUR :** Tata Securities Limited, Shriram Sham Tower, Block No.132, 1st Floor, SV Patel Marg, Kingsway Civil Lines, Nagpur - 440001; Tel: 6450383. **NEW DELHI :** Tata Securities Limited, C/o TMF, 4th Flr, Kanchenjunga Bldg, Barakhamba Road, New Delhi - 110001; Tel: 64640016 / 64640017. **PATNA :** Tata Securities Limited, 1st Floor, Balaji Heart Center, Opp: HDFC bank, Boring Road, Patna - 800001; Tel: 2570900/2570901. **PUNE :** Tata Securities Limited, Office No.11, 3rd Floor, Brahma Chambers, 2010, Sadashiv Peth, Tilak Road, Pune - 411030; Tel: 65000681 / 65000682. **SECUNDERABAD :** Tata Securities Limited, 1-7-284 to 293, Jade Arcade, M G Road, Secunderabad - 500003; Tel: 64620031 / 64620003.



**TIPSONS STOCK BROKERS PRIVATE LIMITED**

**AHMEDABAD (Head Office):** Tipsons Stock Brokers Pvt. Ltd., 5<sup>th</sup> Floor, Sheraton House, Polytechnic Road, Ambawadi, Ahmedabad – 380 015, Tel: 3061 1139, 3000 2004. **BANGALORE:** Tipsons Stock Brokers Pvt. Ltd., 214-B, Mittal Towers, M G Road, Bangalore – 560 001, Tel: 4112 3628, 4112 3828. **CHENNAI:** Tipsons Stock Brokers Pvt. Ltd., 70, Cisons Complex, 1<sup>st</sup> Floor, 150, Montieth Road, Egmore, Chennai – 600 008, Tel: 4265 6273. **HYDERABAD:** Tipsons Stock Brokers Pvt. Ltd., 501/A, Suryakiran Complex, Sarojini Devi Road, Secunderabad – 500 003, Tel: 2789 1667, 3296 3500. **KOLKATA:** Chatterjee International Centre, 16th Floor, Room-12, 33A, Jawahar Lal Nehru Road, Kolkata- 700 071, Tel: 2288 0118, 3250 3500. **MUMBAI:** 211, 2<sup>nd</sup> Floor, Arun Chambers, Beside A C Market, Tardeo Road, Mumbai - 400 034, Tel: 23524516-18. **NEW-DELHI:** 1008, 10<sup>th</sup> Floor, Akashdeep Building, Cannought Place, 26/A, Barakhamba Lane, New-Delhi – 110 001, Tel: 2335 1155, 3260 8500. **PUNE:** 8, Shree Mangal Prestige, Narpatgiri Chowk, Somvaar Peth, Pune – 411 011, Tel: 2613 1997, 3250 3500.

**SPA SECURITIES LIMITED**

**AHMEDABAD:** SPA Securities Limited, 401, Arjun Avenue, Near Nutan Nagrik Bank, Opp. Samartheshwar Mahadev, Ellisbridge, Ahmedabad-380006, Tel: 079-3001 3800. **AGRA:** SPA Securities Limited, Shope No-9, 10,11 Block No-17/2/4 Friends Wasan Plaza Sanjay Place Agra – 282002, Tel: 0562-3058262-239. **BANGALORE:** SPA Securities Limited, 703-704 7th Floor Brigade Tower 135 Brigade Raod Banglore – 560025, Tel: 080-4111 7006. **CHANDIGARH:** SPA Securities Limited, 1st Floor, Sco-307, Sector-38-D, Chandigarh- 160009, Tel: 0172-4678545. **CHENNAI:** SPA Securities Limited, Old No.2, New No.3,Kandaswamy Street Chandrabagh Avenue, Off R K Salai Mylapore, Chennai – 600004, Tel: 044-43993530. **HYDERABAD:** SPA Securities Limited, No 6-3-1109/5 & 6 2nd Floor G S Mall Sumaji Gudda Hyderabad - 500082, Tel: 040-44331300. **JAIPUR:** SPA Securities Limited, Prime Plaza, 26 Gopal Bari Oppsite. Vidhayak Puri Police Station Khasakothi Jaipur – 302001, Tel: 0141-4260000/29. **KOLKATA:** Spa Securities Limited, Diamond Chambers Room No-8-0 8th Floor 4 Cowringhee Lane Kolkata-700016, Tel: 033-22521537. **MEERUT:** SPA Securities Limited, J-260, 2nd Floor Abu Plaza Abu Lane Meerut-250001, Tel: 0121- 40181403. **MUMBAI:** SPA Securities Limited, 101-A, 10th Floor Mittal Court A-Wing Nariman Point Mumbai-400021, Tel: 022-40439000. **NEW DELHI:** SPA Securities Limited, 25 C Block Comunity Center Janakpuri New Delhi – 110058; Tel: 011-45675500/45586600. **PATNA:** SPA Securities Limited, 301 A, 3rd Floor Bhuvneshwar Plaza Near Magadh Stock Exchange Patna-800001, Tel: 0612-3249356/57. **PUNE:** Spa Securities Limited, 5 Shankar Smiriti Secound Floor Next To Kaka Halwai Prabhat Road Lane Number 9/3, 39/25 Erandwna Off Kary Road Pune -411004, Tel: 020-30223276.

**JUST TRADE SECURITIES LIMITED**

**AGRA:** Bajaj Capital, Shop No. 110, Ground Floor, Block No. 27/2/4, Sanjay Palace, Near Hotel Panchrattan, Agra – 282002, Ph: 0562-6457307. **AHMEDABAD:** Bajaj Capital, 2-L, 'Akik' Opp Lions Hall, Mithakhali Six Raod, Near Nalanda Hotel, Ellisbridge, Ahmedabad – 380006, Ph: 079-64500171, 72. **AJMER:** Bajaj Capital, 26, Ground Floor, Ajmer Tower, Kutchery Road, Ajmer - 305001. Ph: 0145-6451231,0145-6451232. **ALLAHABAD:** Bajaj Capital, Shop No. F-5 , Indira Bhawan, Civil Lines, ALLAHABAD – 211001, Ph: 0532-6452481,0532-6452482. **BANGALORE:** Bajaj Capital, Unit 104-107, First Floor, 'A' Wing, Mittal Towers, M.G. Road, Bangalore – 560001, Ph: 080-65471121, 65471123. Bajaj Capital, 759, Shri Jayalakshmi Nivasa, 100-ft Road, Indira Nagar, (Opp. SBI Personal Bank) Bangalore-38, Ph: 080-65471127 / 26. Bajaj Capital, 4, Lakshmi Mansion, 81/B,8th Main Road, Opp. Food World, 3rd Block, Jaya Nagar, Bangalore -11, Ph: 080-65471128 / 29. Bajaj Capital, Raheja Arcade, 1st Floor, #122, Koramangala, Bangalore-34, Ph:080-65471130 / 31. Bajaj Capital, 197, Sampige Rd, Near 11th Cross, (Above Karnataka Bank) Malleshwaram, Bangalore- 3, Ph: 080-65471132 / 33. Bajaj Capital, Rajaji Nagar 293/1, 17th Main Road "D", IIIRD Block, Rajaji Nagar, Bangalore-10, Ph: 080-65471139 / 38. **BHAGALPUR:** Bajaj Capital, 2nd Floor, Chandralok Complex, Near Ghantaghar, Bhagalpur – 812001, Ph: 0641-9234300737. **BHOPAL:** Bajaj Capital, Shop No. 6, First Floor, Jyoti Cinema Complex, M.P. Nagar, Zone1, Bhopal – 462011, Ph: 0755-6459550. **BHUBANESHWAR:** Bajaj Capital, Plot No. 1/A, Ground Floor, Station Square, Kharvel Nagar, Bhubneswar – 751001, Ph: 0674 - 6451257, 6451269. **CHANDIGARH:** Bajaj Capital, SCO 341 - 342, First Floor, Sector 35B, Chandigarh 160036, Ph: (0172) , 6451612 – 13. **CHENNAI:** Bajaj Capital, Wellington Plaza, 3rd Floor, 90, Anna Salai, Chennai – 600002, Ph: 044-23451207, 08. Bajaj Capital, K.R. BUILDINGS, No. 12, L.B. Road, Adyar, Chennai - 600 020, Ph: 64588304 / 305 / 306. Bajaj Capital, W.111, First Floor, 3rd Avenue, Anna Nagar, Chennai – 40, Ph: 64588309 / 310, 64581539. Bajaj Capital, Shop No. 4, Trinity Complex, No.110, 4th Avenue, Ashok Nagar, Chennai – 83, Ph: 64588311 / 312. Bajaj Capital, No. 7, R.K. Mutt Road, (Near Indian Bank) Mylapore, Chennai – 4, Ph: 64581540 / 64588318 / 317. Bajaj Capital, Shop No. 4, Plot No. 3, 29th Street, Nanganallur, Chennai-61, Ph: 64588320 / 319. Bajaj Capital, Bridge Port, New No. 29, Old No. 12, Burkit Road, T. Nagar, Chennai-17, Ph: 64588321 / 22. Bajaj Capital, Shop No. 5, Ground Floor, Vikas Plaza, 37/C, Velachery, Tambaram Road, Chennai – 42, Ph: 64588326 / 24. **COIMBATORE:** Bajaj Capital, No. 575, D.B. Road, First Floor, (Near Head Post Office) R.S. Puram, Coimbatore – 641002, Ph: 6470136, 38. **DEHRADUN:** Bajaj Capital, 15, Rohini Plaza, 11-E Rajpur Road, Dehradun – 248001, Ph: 0135-6452648,0135-6452649. **DHANBAD:** Bajaj Capital, Ozone Plaza, 1st Floor, Bank More, Dhanbad – 826001, Ph: 0326-2300576. **FARIDABAD:** Bajaj Capital, 5R/1 Ground Floor, B.K. Chowk, Near HDFC Bank, Faridabad – 121001, Ph: 0129 – 6466566. **GHAZIABAD:** Bajaj Capital, G-5, Ansals Satyam Building, Raj Nagar, District Centre, Ghaziabad – 201002, Ph: 0120 – 6493211,0120-6494070. **GORAKHPUR:** Bajaj Capital, Ground Floor, A D Towers, Bank Road, Gorakhpur, Gorakhpur – 273001, Ph: 0551-6453025,0551-6453026. **GURGAON:** Bajaj Capital, Super Mart B-201, Super Mart - 1, DLF City Phase - IV, Gurgaon – 122002, Ph: 0124-6469991,0124-6468105. Bajaj Capital, Sec 14 102, AKD Tower, Upper Ground Floor, Near HUDA Office, Sector-14, Gurgaon- 122001, Ph: 124-6468101, 6468102. **GUWAHATI:** Bajaj Capital, Room No.102, 1st Floor, Dunfur Apartment, R G Baruah Road, Guwahati – 781024, Ph: 9207045530, 312. **HYDERABAD:** Bajaj Capital, 3-6-522, 2nd & 3rd Floor, Archies Showroom, Opp. KFC, Himayath Nagar, Hyderabad – 500029, Ph: 040 - 44555555, 64631421, 22. Bajaj Capital, Shop No. 4, Ground Floor, Swarnajayanthi Complex (HUDA) Ameerpet, Hyderabad – 500016, Ph: 040-64631425 / 24. Bajaj Capital, No.3/MIG-I, Near ICICI Bank, K.P.H.B. Colony, Kukatpally, Hyderabad – 500072, Ph: 64631427 / 26. Bajaj Capital, Shop No.10, First Floor, Minerva Complex, 94, S.D. Road, Secunderabad – 500003, Ph: 040-64631428, 29. **JAIPUR:** Bajaj Capital, G-3, Anukampa Tower, Opp. SangamTower, Church Road (M. I. Road), Jaipur – 302001, Ph: 0141-6503342, 43. **JAMSHEDPUR:** Bajaj Capital, Shop No. 53, 2nd Floor, Kamani Business Centre Bishtupur, Jamshedpur – 831001, Ph: 6457603, 6457627. **KANPUR:** Bajaj Capital, 106, Ratan Esquire, 14/144, Chunni Ganj, Kanpur – 208001, Ph: (0512) 6451763 – 64. **KOCHI:** Bajaj Capital, Rubicon Building, S.A. Road, South Over Bridge, Valanjambalam, Kochi – 682016, Ph: 0484-6452566, 65. **KOLKATA:** Bajaj Capital, 5th Floor, Room No. 507, 7/1, Lord Sinha Road, Kolkata – 700071, Ph: 033 – 22820383. Bajaj Capital, 9, Ezra Street, Kolkata-700001, Ph: 64578545 – 47. Bajaj Capital, Gagananchal Complex, Shop No. 38A, 37, Dr. Abani Dutta Road, Howrah – 711106, Ph: 64602157 - 58, 64604011. Bajaj Capital, B-9/20 (C. A), P O. Kalyani, Dist. Nadia, Kalyani-741235, Ph: 64605211, 64605214. Bajaj Capital, 182, Jessore Road (Satgachi Crossing), Dum Dum, Kolkata – 700074, Ph: 64578543. Bajaj Capital, Mezanine Floor, Flat No. 3, P - 24A, C I T Road Scheme VI M, Kolkata - 700054.

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Ph: 64578551 – 52. Bajaj Capital, Martin Burn House, Ground Floor, Room No. 15, 1, R N Mukherjee Road Kolkata – 700001, Ph: 64578553 – 54. Bajaj Capital, Sec-I BF-192, Sec-I, Salt Lake, Kolkata - 700064, Ph: 64578627 – 29. Bajaj Capital, Sec-V Plot No. IX-16, Block EP & GP, Sec-V, Salt Lake, Kolkata – 700091, Ph: 64578555 – 56. Bajaj Capital, First Floor, 4 Jatin Bagchi Road, Kolkata-700029. Ph: 64578548 – 50. Bajaj Capital, Ground Floor, Shop No. 9, ShreeramNagar, Teghoria, V I P Road, Kolkata-700052, Ph: 64578625. Bajaj Capital, 25/A, Raja Ram Mohan Roy Road, Kolkata – 700008, Ph: 64578542. Bajaj Capital, C-36, Lakshmi Narayan Colony, Po. Naktala, PS. Jadavpur, Kolkata-700047, Ph: 64578626. **LUCKNOW:** Bajaj Capital, 5, Commerce House, Habibullah Compound, 11, M.G. Marg, Hazratganj, Lucknow – 226001, Ph: 0522 – 6565568. **LUDHIANA:** Bajaj Capital, M-3, ABC Services, SCO-137, Feroze Gandhi Market, Ludhiana-1, Ph: (0161) 2412287. **MADURAI:** Bajaj Capital, Suriya Towers, No.5, First Floor, 272/273, Good Shed Street, Madurai – 625001, Ph: 0452 - 6461023, 6461024, 6461025. **MANGALORE:** Bajaj Capital, Essel Towers, BS 4, Bunts Hostel Circle, Mangalore – 575003, Ph: 0824-6451218, 17. **MEERUT:** Bajaj Capital, G-43, Ganga Plaza, Near Begam Bridge, Meerut cantt. - 250001, Ph: 0121 - 6451510, 6451511. **MUMBAI:** Bajaj Capital, Agra Bldg, Gr. Floor, 7/9 Oak Lane, Fort, Mumbai – 400023, Ph: 022 – 66376999. Bajaj Capital, A-24, Laram Shopping Center, Opposite Platform no. 6, Andheri (W), Mumbai – 400058, Ph: 022 - 65210112, 65210116. Bajaj Capital, Rashesh Building, Shop no. 11, 1st Floor, Near Maxus Mall, 150 ft Road, Bhayandar (w), 401104, Ph: 022 - 65991662 – 63. Bajaj Capital, Shop no.2, Nandkumar Apt, Factory Lane, Near Ambaji Mandir, Borivali (w), Mumbai - 400092, Ph: 65991664 – 65. Bajaj Capital, Room No.1, Gr Floor, Sunil Sadan Opp Grand Central Restaurant, M.D.S Marg, Chembur (E) Mumbai - 400071, Ph: 022- 65991667 – 68. Bajaj Capital, Shop No. 5, Abdul Kadar Jilani Building, Gokhale Road, Opp. Portugese Church, Dadar (w), Mumbai - 400 028, Ph: 65991669 – 70. Bajaj Capital, Office No. 4, Vishwas CHS, Ground Floor, Behanang Neel-Yog Square Mall, R. B. Mehta Marg, Ghatkopar (E), Mumbai – 400 077, Ph: 022 – 65991671 / 65210115. Bajaj Capital, Shop No 1, Dhara Complex, Plot No. 3&4, Sec-No 44, Seawoods, Nerul, Navi Mumbai – 400706, Ph: 022- 65991674 – 75. Bajaj Capital, Shop no - 3, Chaman House Co-op Hsg Society ,plot no - 34 ,Beside IDBI Bank Atm, Sion (E) Mumbai – 400022, Ph: 022 - 64518004, 65991677. Bajaj Capital, Shop No 3, 5th Floor, Tardeo Airconditioned Market, Mumbai - 400034, Ph: 64534950, 64534954. Bajaj Capital, R.No 5, Above Khandelwal Sweets, Opp Thane Railway Station, Gokhale Road, Thane (W) Mumbai – 400601, Ph: 022-25376898, 65991678 – 79. **NAGPUR:** Bajaj Capital, Shop No. 5, Pushpakunja Commercial Complex, Central Bazar Road, Ramdas Peth, NAGPUR – 440010, Ph: 0712-6618577. **NASHIK:** Bajaj Capital, G 18 & 19 , Suyojit Sankul, Tilak Wadi, Sharanpur Road, Nashik – 422002, Ph: 0253 - 6629011, 6629012. **NEW DELHI:** Bajaj Capital, Bajaj House, 97, Nehru Place, New Delhi – 110019, Ph: 011 – 41693000, 26410315. Bajaj Capital, N-10, Kalkaji, New Delhi, Ph: 64736914, 64640919. Bajaj Capital, 15, L.G.F. Central Market, Masoodpur, Vasant Kunj, New Delhi -110070, Ph: 64736918, 64640940. Bajaj Capital, Shop no. 15, Ground Floor, Deep Cinema Complex, Phase - 1, Ashok Vihar, Delhi – 110052, Ph: 64736944, 64640908. Bajaj Capital, United India Life Building, F-Block, Connaught Place, New Delhi – 1, Ph: 41790444 (30 Lines) 64640900-07. Bajaj Capital, DDA Shop No. 24, Ground Floor, Rama Krishna Market, No.1, I. P. Extension, Patparganj, Delhi – 110092, Ph: 64736942, 64640931. Bajaj Capital, DDA Shop No. 4, FD Market, Near Madhuban Chowk, Pitampura, Delhi - 110088, Ph: 64736902, 64640933. Bajaj Capital, 9, Ground Floor, Rajendra Bhawan, Rajendra Place (Opp. Rachna Cinema) New Delhi - 110008, Ph: 64736940, 64640938. Bajaj Capital, 112, 1st Floor, Ansal Chamber- 1, Bhikaji Cama Place, New Delhi-110066, Ph: 64736916, 64640910. Bajaj Capital, F-1, 1st floor, B-87, Defence colony, New Delhi- 110024, Ph: 64736930, 64640912. Bajaj Capital, F-4, HL Square, Plot No. 6, Sector-5, Dwarka, New Delhi – 110075, Ph: 64736925, 64640915. Bajaj Capital, Shop No. 11 & 12, 7-A, Janakpuri Dist.Centre (Opp. Janak Puri Transport Authority), New Delhi – 110058, Ph: 64736912, 64640917. Bajaj Capital, Shop No. 3, Ground Floor, B-5, Tagore Market (Next to Post Office), Kirti Nagar - 110015, Ph: 64736922. Bajaj Capital, C-50, Shivalik, Main Road, Malviya Nagar, New Delhi-110017, Ph: 64736907, 64640923. Bajaj Capital, G-8&9, Ground Floor, Bhanot Tower, A-Block Opp. Jawala Heri Market, Paschim Vihar, New Delhi – 110063, Ph: 64640929, 64736947. Bajaj Capital, 19, DDA Market, Commercial Complex, Yusuf Sarai, New Delhi – 110016, Ph: 64640943 - 44, 64736937. **NOIDA:** Bajaj Capital, Sector -29 A-2, Brahmputra Commercial Complex, Near Rail Reservation Centre, Sec. 29,Noida-201301 Ph: 6494074 - 75, 6493213. Bajaj Capital, Sec-41 C-20, C Block Market, Sector-41, Noida-201301. Ph: 2570410, 6494077 – 78. **PANAJI:** Bajaj Capital, F2, 1st Floor, Alfran Plaza, Near Don Bosco School, Panaji, Goa, Panaji – 403001, Ph: 0484 – 2356869, 70. **PATNA:** Bajaj Capital, Flat No. 108, 1st Floor, Ashiana, Plaza, Budha Marg, Patna – 800001, Ph: 0612- 6451056 - 59, 61 – 63. **PONDICHERRY:** Bajaj Capital, No. 127/A, 100 Ft. Road,Natesan Tower, 1st Floor, Natesan Nagar, Pondicherry – 605001, Ph: 0413 - 6452334, 6452335. **PUNE:** Bajaj Capital, Shop No 6, Sanas Plaza, 1302, Subhash Nagar, Bazirao Road, Pune – 411002, Ph: 020- 65009460, 61. Bajaj Capital, Suyash Plaza, Office No.08, 3rd floor, Opp-Selene Building, Bhandarkar road, Near Kamla nehru Park. Pune – 411004, Ph: 020 – 65009463. Bajaj Capital, Office no. 13, A Wing, Kamala Cross Road, Opp. PMPC office, old Mumbai highway, Pimpri, Pune – 411018, Ph: 020 – 46500150-51. **RAJKOT:** Bajaj Capital, 205, Metro Plaza, 2nd Floor, Near Ratnam Hospital, Jansata Chowk, Rajkot – 360001, Ph: 0281-6450135, 37. **SALEM:** Bajaj Capital, 22, GF, Omalur Main Road, SALEM – 636009, Ph: 0427 - 6452565, 6452566. **SILLIGURI:** Bajaj Capital, 3rd Floor, Jatin Das Sarani, (Near Jewel Club), Ashram Para, Siliguri, Siliguri – 734001, Ph: 9641831375. **SURAT:** Bajaj Capital, 106, 1st Floor, Vishwakarma Chambers, Majura Gate Crossing Road, Ring Road, Surat – 395002, Ph: 0261-6450421, 6450422. **THIRUVANANTHAPURAM:** Bajaj Capital, Edamala Plaza, TC 14/999 Opposite Police Headquarters, Vellayambalam Road, Vazahuthacadu Sasthamangalam Post, Thiruvananthapuram – 695010, Ph: 0491-6450176. **TIRUCHIRAPALLI:** Bajaj Capital, Swati Arcade, 73/1 - f 1st Floor Salaia Road, Thillai nagar, Thiruchirapalli – 620018, Ph: 0431 - 6452094, 6452095. **TRICHUR:** Bajaj Capital, VIII/78/9, Bharatha Kshemam Building, Next to SBI ATM, College Road, East Fort, Thrissur – 680005. Ph: 0487-6451533, 70. **VADODARA:** Bajaj Capital, 129 Siddharth Complex, R C Dutt Road, Vadodara – 390007, Ph: 0265 – 3088162. **VARANASI:** Bajaj Capital, D-58/53-54, 1st Floor, Shiva Complex, Rath Yatra Crossing, Varanasi – 221010, Ph: 0265-6450181. **VIJAYWADA:** Bajaj Capital, Kalyan Complex 39-1-89, 1st Floor, Beside OBC Bank, Temple Street, M.G. Road, Labbipet, Vijayawada – 520010, Ph: 0265 – 6450181. **VISHAKHAPATNAM:** Bajaj Capital, Door No. 10-1-125, 1ST Floor, Asilmetta Junction, Beside Prasad Labs, Visakhapatnam – 530003, Ph: 0891-6461773, 74.

## IN THE NATURE OF FORM 2A-MEMORANDUM CONTAINING SALIENT FEATURES OF THE PROSPECTUS

### TRADING MEMBERS

The Trading Members shall accept Application Forms only in such cities/ towns where the banking branches (escrow banks) are available. Details of such branches of the Escrow Banks where the Application Form along with the cheque/ demand draft submitted by a Non ASBA applicant shall be deposited by the Trading Members are available on the websites of NSE and BSE at [www.nseindia.com](http://www.nseindia.com) and [www.bseindia.com](http://www.bseindia.com), respectively.

#### LIST OF SELF CERTIFIED SYNDICATE BANKS (SCSBS) UNDER THE ASBA PROCESS

Sr. No.	Bank	Branch Address	Contact Person	Contact Number	Fax
1	Axis Bank Limited	Centralised Collections and Payment Hub (CCPH) 9th Floor, Solaris, C-Wing Opp L&T Gate No 6, Saki Vihar Road, Powai, Mumbai - 400072	Mr Kirit Rathod, Vice President	022-40754981/ 82/83/9820850829	022-40754996
2	State Bank of Hyderabad	Gunfoundry, Hyderabad	Sri Ashok Kulkarni	040-23387325	040-23387743
3	Corporation Bank	Capital Market Branch, 1st Floor, Earnest House, NCPA Marg, Nariman Point, Mumbai-400021	Mr. Amod Kumar	22841406/22842764/9870340031	022-22843823
4	State Bank of Travancore	Anakachery Buildings, Y M C A Road, Statue, Thiruvananthapuram-695001	P.P. Muraliedharan	0471-2333676	0471-2338134
5	IDBI Bank Limited	IDBI Bank Limited, Central Processing Unit, Sarju House, 3rd Floor, Plot No. 15, Andheri MIDC, Andheri (E), Mumbai, Pin : 400093	Rajiv Nair / Anoop Kumar Jaiswal	022-6670 0659/66700660	022-66700669/6666
6	State Bank of Bikaner & Jaipur	Financial Super Market Branch, Apex Mall, Tonk Road, Jaipur	Shri N K Chandak	0141-2744415/9413398505	0141-2744457
7	Yes Bank	YES Bank Limited, Tiecion House, Second Floor, Dr. E Moses Road, Mahalaxmi, Mumbai 400 011	Maresh Shirali / Manoj Bishu/ Shankar Vichare	022 66229031/ 9164/9070	022-24974875
8	Punjab National Bank	Capital Market Services Branch, PNB House, Fort, Sir P.M.Road, Mumbai	Sh. K Kumar Raja	022- 22621122, 22621123,	022 - 22621124
9	Deutsche Bank	Sidrah, 110, Swami Vivekananda Road, Khar (West), Mumbai- 400052	Mrs. Anne Narielwala Ms. Pallavi Shilvarkar	(91) (022) 6600 9428 (91) (022) 6600 9419	
10	Union Bank of India	Mumbai Samachar Marg, 66/80, Mumbai Samachar Marg, Post Bag No.253 & 518, Fort, Mumbai - 400023.	Mr. D B Jaiswar	022-22629408	022- 22676685
11	HDFC Bank Limited	FIG - OPS Department, Lodha, I Think Techno Campus, O-3 Level, Next to Kanjurmarg Railway Station, Kanjurmarg (East) Mumbai - 400 042 Maharashtra.	Deepak Rane / Uday Dixit	022-30752928/30752927	022-26799801
12	Bank of Baroda	Mumbai Main Office, Mumbai Samachar Marg, Fort, Mumbai 400 023.	Mr. Sonu A. Arekar	40468314/40468307	022-22835236
13	ICICI Bank Ltd	Capital Market Division, No. 30, Mumbai Samachar Marg, Fort, Mumbai 400 001.	Roshan Tellis	022-22627600	022-22611138
14	Vijaya Bank	Head Office Bldg 41/2 M G Road Bangalore Karnataka State 560001	BM	080-25584385	
15	Bank of Maharashtra	Fort Branch, 1st Floor, Janmangal, 45/47, Mumbai Samachar Marg, Mumbai - 23	A D Deshpande (Assistant General Manager)	022-22694160/22652595/22663947/ 9730000438	022-22681296
16	State Bank of India	Capital Market Branch (11777), Videocon Heritage Building (Klick House), Charanjit Rai Marg, Fort, Mumbai-400 001	Mr. Anil Sawant, Deputy Manager	022-22094932/9870498689	022-22094921
17	Andhra Bank	18, Homi Modi Street, Nanavati Mahalaya, Fort Branch, Mumbai-400023.	Seshagiri Rao Jonnakuti	02222026088/22047626	
18	HSBC Limited	3rd Floor, PCM Dept. Umang, Plot CTS No. 1406-A/28, Mindspace, Malad (West) Mumbai 400 064 (address of IPO Operations office)	Mr Jagrut Joshi	022-67115485/9870403732	022-66536005
19	Kotak Mahindra Bank Ltd	Kotak Infiniti, 6th Floor, Building No. 21, Infinity Park, Off Western, Express Highway, General AK Vaidya Marg, Malad (E)	Prashant Sawant	022-66056959/9967636316	022-66056642
20	Bank of India	Stock Exchange Branch, Phiroze Jeejeebhoy Tower, (New Stock Exchange Bldg), P. J. Tower, Dalal Street, Fort, Mumbai - 400 023.	Shri Navin Kumar Pathak, Senior Manager	022-22723631/1677/ 9619810717	022-22721782
21	CITI Bank	Citigroup Center, Plot No C-61, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051	S Girish	022-26535504/98199 12248	022-26535824
22	IndusInd Bank	IndusInd Bank Ltd. Fort Branch, Sonawalla Bldg, Mumbai Samachar Marg, Fort, Mumbai 400001	Yogesh Adke, Dy. Vice President	66366589 / 91 / 92, 9833670809	022-22644834
23	Allahabad Bank	Allahabad Bank, Fort Branch, 37, Mumbai Samachar Marg, Post Box No. 282, Mumbai, Maharashtra 400 023	Shri S. K. Jain, Chief Manager	022-22655739/22662018	022-22661935
24	Kanur Vysya Bank Ltd	Demat Cell, Second Floor, No.29, Rangan Street, T Nagar, Chennai - 600 017	Nori Subrahmanyam	044-24340374	044-24340374
25	The Federal Bank Limited	ASBA Cell, Retail Business Dept., Federal Bank, Marine Drive, Ernakulam 682031	Dhanya Dominic	0484-2201847	0484-2385605
26	Indian Bank	Nandanam Branch- 480 Anna Salai, Nandanam 600035	Mr. V Muthukumar / Mr. M Veerabahu	044 24330233	044 24347755
27	Central Bank of India	Ground floor, Central Bank of India, Central Bank Building, Fort, Mumbai 400001	Mr. Vineet Bansaj	022-22623148/22623149	022-22623150
28	Oriental Bank of Commerce	67, Bombay Samachar Marg, Sonawalla Building, Fort, Mumbai -400001	Shri B.K. Palrecha, Asstt. General Manager	022-22654791/95	022-22654779
29	Standard Chartered Bank	Crescenzo, 3rd Floor, C/38-39, G-Block, Opp. MCA Club, Bandra-Kurla, Complex, Bandra(E), Mumbai 400 051	Rohan Ganpule	022-61157250 / 022-61157234	022-26757358
30	J P Morgan Chase Bank, N.A.	J.P. Morgan Tower, Off C.S.T. Road, Kalina Santacruz - East, Mumbai - 400 098	Nandita Halady	022-6157 3833	022-6157 3910
31	Nutan Nagrik Sahakari Bank Ltd.	Opp samratheshwar mahadev, Nr, Law Garden, Ellisbridge.	Miti shah	9879506795	07926564715
32	UCO Bank	Mumbai Main (Retail) Br., UCO Bank Bldg., D. N. Road, Mumbai- 400 023	Manager	022 40180105	2222870754
33	Canara Bank	Merchant Banking Division, 407, 4th Floor, Himalaya House, 79, Malabar Ramabai Ambedkar Marg, Mumbai 400 001	Mr. Arvind Namdev Pawar	022-22661618, 22692973, 9969670141	022-22664140
34	United Bank of India	Global Cash Management Services Hub, 4th Floor, United Bank of India, United Tower, Head Office, 11, Hemanta Basu Sarani, Kolkata - 700 001.	AGM (CMS & Demat)	03322624715/03322624716	033-22624176
35	Syndicate Bank	Capital Market Services Br. 26A, First Floor, SyndicateBank Bldg, P.M. Road, Fort, Mumbai - 1	P Padmavathy Sundaram, Chief Manager	022-22621844	022-22700997
36	South Indian Bank	ASBA Cell (NODAL OFFICE) 1st Floor, SIB Building, Market Road, Ernakulam - 682035, Kerala, India.	John K. Mechery	9645817905	0484-2351923
37	Indian Overseas Bank	Chennai DP Branch, Mezzanine Floor, Cathedral Branch, 762, Anna Salai, Chennai 600 002	Mr. R.S. Mani / Mr. M. Sasikumar	044-28513616/ 28513617/ 28513618	044-28513619
38	Tamilnad Mercantile Bank Ltd.	Tamilnad Mercantile Bank Ltd., Depository Participant Services Cell, Third Floor, Plot No.4923, Ac/16, 2nd Avenue, Anna Nagar (West), Chennai - 600 040, Tamilnadu, India	Mr. K. Natarajan	044-26192552	044-26204174
39	City Union Bank Ltd.	48, Mahalakshmi St., T.Nagar, Chennai - 600 017.	Sivaraman	044-24340010, 24343517, 24346060, 24348586, 9380286558, 9382642081, 9380286558	044-24348586
40	BNP Paribas	BNPParibas House, 1, North Avenue, Maker Maxity, Bandra Kurla Complex, Bandra (East), Mumbai - 400051	Mr. Prem Mariwala, Mr. Dipu SA, Ms Prathima Madiwala	022-61964570, 61964594, 61964592	022- 61964595, 61964595, 61964595
41	The Kalupur Commercial Co-Operative Bank Ltd.	Kalupur Bank Bhavan, Nr. Income Tax Circle, Ashram Road, Ahmedabad-380 014	Jay V. Pathak Manager	079-27582028	079-27544666
42	Bank of America N.A.	EA Chambers, Express Avenue 8th Floor No. 49, 50L, Whites Road, Royapettah, Chennai 600014	Swaminathan Ganapathy/A S Sreedharan	044-42904526	044-43528911
43	The Lakshmi Vilas Bank Ltd.	Bharat House, Ground Floor, 104, Bombay Samachar Marg, Fort Mumbai - 400 001.	S Ramanan	022-22672255, 22672247(M), 22673435(CM)	022-22670267
44	State Bank of Patiala	CO 99-102, Sector - 8C, Chandigarh	Shri. Amarjit Singh Gira	0172-2779116, 2546124, 2543868/ 9779586096	0172-2546080
45	State Bank of Mysore	Dalal Street, P.B.No.1066, #24/28, Cama Building, Dalal Street, Fort, Mumbai-400 001.	Mr. Shailendrakumar	07208048007, 022- 22678041	022-22656346
46	The Surat Peoples Co-op Bank Ltd	Central Office, Vasudhara Bhavan, Timaliyawad, Nanpura, Surat - 395001	Mr. Iqbal Shaikh	0261-2464577	0261-2464577, 592
47	Dhanlaxmi Bank Limited	The Dhanlaxmi Bank Ground Floor, Janmabhoomi Bhavan, Plot 11 -12, Janmabhoomi Marg, Fort Mumbai, Maharashtra - 400 001	Gunavati karkera	022 - 2202535	022-22871637
48	The Saraswat Co-operative Bank Ltd.	Madhusree, Plot No. 85, 4th Floor, District Business Centre, Sector - 17, Vashi, Navi Mumbai - 400703	Mr. A. A. Bhatia	(O) 27884161, 27884162, 27884163, 27884164, (M) 9820505121	27884153
49	DBS Bank Ltd	DBS Bank Ltd, Fort House, 221, Dr. D.N. Road, Fort, Mumbai, 400 001	Amol Nalekar	022- 6613 1213	022-6752 8470
50	Dena Bank	Dena Bank, Capital Market Branch, 17, B, Horniman Circle, Fort, Mumbai - 23	Branch Manager	022-22661206, 22702881	022-22694426/22702880
51	Karnataka Bank Ltd	The Karnataka Bank Ltd, Mangalore-H O Complex Branch, Mahaveera Circle, Kankanady, Mangalore - 575002	Ravindranath Baglodi, Sr. Manager	0824-2228139/140/141	0824-2228138
52	The Ahmedabad Mercantile Co-Op. Bank Ltd.	Head office :- 'Amco House', Nr. Stadium Circle, Navrangpura, Ahmedabad-09	Bimal P Chokshi	079-26426582-84-88	079-26564863
53	ING Vysya Bank	No.69, Ramaiah Complex Roopena Agrahara, Hosur Road, Bangalore - 560068	Yoganand J	25005000	
54	Janata Sahakari Bank Ltd.	N S D L Department, Bharat Bhavan, 1360, Shukrawar Peith, Pune - 411002	Shri Ajit Manohar Sane	020-24431011, 020-24431016, +91-9503058993	020-24431014
55	Barclays Bank PLC.	601/603 Ceejay House, Shivsagar Estate, Dr Annie Besant Road, Worli, Mumbai - 400018	Mr. Parul Parmar	022-67196400 / 6575	022-67196996

For further details, Please see the List of Self Certified Syndicate Banks (SCSBS) under the ASBA Process at <http://www.sebi.gov.in/sebiweb/home/list/5/33/0/0/Recognised-Intermediaries> or any other website specified by SEBI from time to time.