



## **CHOLAMANDALAM INVESTMENT AND FINANCE COMPANY LIMITED**

### **Public Issue of Secured, redeemable, non-convertible Debentures**

#### **TERM SHEET**

Cholamandalam Investment and Finance Company Limited ("CIFCL" / "the Company") is a non-banking finance company, incorporated in 1978 as the financial services arm of the Murugappa group, which has more than 122 years of existence. The Company is categorized as an NBFC-ICC. CIFCL has commenced business as an equipment financing company and has since expanded its operations to offer vehicle finance, loan against property, home loans, loans to small and medium-sized enterprises ("SMEs"), consumer and small enterprise loans, and secured business and personal loans.

<b>Issuer</b>	CHOLAMANDALAM INVESTMENT AND FINANCE COMPANY LIMITED
<b>Issue size</b>	<i>Public issue by the Company of secured redeemable non-convertible debentures of face value of Rs.1,000 each ("NCDs") for an amount up to Rs.500 Crs ("Base Issue Size") with a green shoe option of Rs. Rs. 500 Crs aggregating up to Rs 1,000 Crs</i>
<b>Issue Opening Date</b>	<i>Tuesday, April 25 2023</i>
<b>Issue Closing Date**</b>	<i>Tuesday , May 09 2023**</i>
<b>Face Value</b>	<i>1,000 per NCD</i>
<b>Minimum application</b>	<i>Rs. 10,000 (10 NCD) collectively across all Options</i>
<b>In multiples of</b>	<i>One NCD (Rs. 1,000/-)</i>
<b>Listing</b>	<i>The NCDs are proposed to be listed on BSE within 6 Working Days from the respective Tranche Issue Closing Date.</i>
<b>Issuance mode of the instrument</b>	<i>Dematerialized form</i>
<b>Depositories</b>	<i>NSDL and CDSL</i>
<b>Registrar</b>	<i>KFin Technologies Ltd</i>
<b>Credit Rating</b>	<i>"AA+/Stable" by India Rating &amp; Research Pvt Ltd and ICRA Ltd</i>
<b>Basis of allotment</b>	<i>First come First serve</i>
<b>Interest on application</b>	<i>N.A</i>
<b>Mode of Submission of Application Forms</b>	<i>ASBA</i>
<b>Put and Call Option</b>	<i>N.A.</i>
<b>Deemed date of Allotment</b>	<i>The date on which the Board of Directors/or the Debenture Fund Raising Committee approves the Allotment of the NCDs or such date as may be determined by the Board of Directors/ or the Debenture Fund Raising Committee thereof and notified to the Designated Stock Exchange. The actual Allotment of NC s may take place on a date other than the Deemed Date of Allotment. All benefits relating to the NCDs including interest on NCDs shall be available to the Debenture Holders from the Deemed Date of Allotment</i>
<b>Nature of Issue</b>	<i>Secured, Redeemable, Non-convertible Debentures.</i>

\*\* The subscription list shall remain open at the commencement of banking hours and close at the close of banking hours for the period as indicated, with an option for early closure or extension by such period, as may be decided by the Board of Directors of our Company or the Debenture Fund Raising Committee. In the event of such early closure or extension subscription list of the Issue, our Company shall ensure that notice of such early closure or extension is given to the prospective investors through an advertisement in a leading daily national newspaper on or before such earlier date or extended date of closure. Applications Forms for the Issue will be accepted only from 10:00 a.m. till 5.00 p.m. (Indian Standard Time) or such extended time as may be permitted by BSE, on Working Days during the Issue Period. On the Issue Closing Date, Application Forms will be accepted only from 10:00 a.m. till 3.00 p.m. (Indian Standard Time) and uploaded until 5.00 p.m. (Indian Standard Time) or such extended time as may be permitted by BSE. For further details please refer to the section titled "General Information" on page 56 of this Prospectus.

%While the NCDs are secured to the tune of 100% of the principal and interest thereon in favor of Debenture Trustee, it is the duty of the Debenture Trustee to monitor the security cover is maintained, however, the recovery of 100% of the amount shall depend on the market scenario prevalent at the time of enforcement of the security.

**Category Wise Issue Allocation:-**

Category I Institutional (QIB)	Category II Non-Institutional (Corporate)	Category III Individual Investors (HNI)	Category IV Retail Individual Investors
20% of Overall Issue Size*	25% of Overall Issue Size*	25% of Overall Issue Size*	30% of Overall Issue Size*
*On first come first serve basis to be determined on the basis of the bid uploads made with the scheduled Stock Exchanges.			

**SPECIFIC TERMS FOR EACH SERIES OF NCDs**

Series	I*	II	III	IV	V	VI
Frequency of Interest Payment	Annually	Cumulative	Annually	Cumulative	Annually	Cumulative
Type of Instrument	Secured Redeemable Non-Convertible Debentures					
Minimum Application	Rs. 10,000 (10 NCDs) across all Series					
Face Value/ Issue Price	Rs. 1,000					
In Multiples of thereafter (Rs.)	Rs.1,000 (1 NCD)					
Tenor	22 Months	22 Months	37 Months	37 Months	60 Months	60 Months
Coupon (% per annum) for NCD Holders in all Categories of Investors	8.25%	NA	8.30%	NA	8.40%	NA
Effective Yield (% per annum) for NCD Holders in all Categories of Investors	8.26%	8.25%	8.30%	8.30%	8.39%	8.40%
Redemption Amount (Rs. / NCD) on Maturity for NCD Holders in all Categories of Investors	Rs.1000	Rs.1156.64	Rs.1000	Rs.1279.15	Rs 1000	Rs 1497.40
Put/Call Option	NA					

**\*the Company shall allocate and allot Series III NCDs wherein the Applicants have not indicated the choice of the relevant NCD Series.**

With respect to Series where interest is to be paid on an annual basis, relevant interest will be paid on each anniversary of the Deemed Date of Allotment on the face value of the NCDs. The last interest payment under annual Series will be made at the time of redemption of the NCDs. Subject to applicable tax deducted at source, if any. For further details, please see the section entitled "Statement of Possible Tax Benefits Available to the Debenture Holders" in the Tranche I Prospectus.

Please refer to "Annexure C" of the Tranche I Prospectus, for details pertaining to the cash flows of the Company in accordance with the SEBI Operational Circular.

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. For further details, see "Issue Procedure" and "Terms of the Issue" in the Tranche I Prospectus.

## Who can apply:-

### Category I

- Public financial institutions, scheduled commercial banks, Indian multilateral and bilateral development financial institutions which are authorized to invest in the NCDs;
- Provident funds and pension funds each with a minimum corpus of ` 250 million, superannuation funds and gratuity funds, which are authorized to invest in the NCDs;
- Alternative Investment Funds, subject to investment conditions applicable to them under the Securities and Exchange Board of India (Alternative Investment Funds) Regulations, 2012;
- Resident Venture Capital Funds registered with SEBI;
- Insurance companies registered with the IRDAI;
- State industrial development corporations;
- Insurance funds set up and managed by the army, navy, or air force of the Union of India;
- Insurance funds set up and managed by the Department of Posts, the Union of India;
- Systemically Important Non-Banking Financial Company registered with the RBI and having a net-worth of more than ` 5,000 million as per the last audited financial statements;
- National Investment Fund set up by resolution no. F.No. 2/3/2005-DDII dated November 23, 2005 of the Government of India published in the Gazette of India; and Mutual funds registered with SEBI.

### Category II – Non Institutional Investors:-

- Companies within the meaning of Section 2(20) of the Companies Act, 2013; statutory bodies/ corporations and societies registered under the applicable laws in India and authorized to invest in the NCDs;
- Co-operative banks and regional rural banks;
- Trusts including public/private charitable/religious trusts which are authorized to invest in the NCDs;
- Scientific and/or industrial research organizations, which are authorized to invest in the NCDs;
- Partnership firms in the name of the partners; and
- Limited liability partnerships formed and registered under the provisions of the Limited Liability Partnership Act, 2008 (No. 6 of 2009).
- Association of Persons; and
- Any other incorporated and/ or unincorporated body of persons.

### Category III - High Net-worth Individual, Investors :-

- High Net-worth Individual Investors - Resident Indian individuals or Hindu Undivided Families through the Karta applying for an amount aggregating to above `10,00,000 across all options of NCDs in the Issue.

### Category IV - Retail Individual Investors :-

- Retail Individual Investors - Resident Indian individuals or Hindu Undivided Families through the Karta applying for an amount aggregating up to and including `10,00,000 across all options of NCDs in the Issue.

#### **Note:**

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 applications made by them do not exceed the investment limits or maximum number of Bonds 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.

**With reference to the SEBI Circular dated 27th July 2012 - All Debt issue applications must be bidded before getting submitted with the collecting bankers. Kindly ensure to bid applications at RR offices before banking. RR will not be responsible for any non allotment of applications banked without bidding.**

**Application forms will be available on [www.rrfinance.com](http://www.rrfinance.com)**

#### **Get in touch with us:**

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