

CHOLAMANDALAM INVESTMENT AND FINANCE COMPANY LIMITED

Public Issue of Secured Redeemable Non-Convertible Debentures

Issue Opening Date: 25th April, 2023

Issue Closing Date: 9th May, 2023*

Issuer	CHOLAMANDALAM INVESTMENT AND FINANCE COMPANY LIMITED
Issue Size	Base Issue Size of Rs 500 Crore with an option to retain oversubscription up to Rs 500 Crore, aggregating up to Rs 1,000 Crore.
Rating	ICRA AA+/Stable and India Ratings AA+/Stable
Minimum Application	Rs. 10,000 (10 NCDs) collectively across all the Options and in multiples of Rs. 1,000 (1 NCD) thereafter
Mode of Allotment	Demat Form Only
Mode of Submission of Application Forms	ASBA only
Face Value of Bond	Rs. 1,000/-
Listing	The NCDs shall be listed on BSE & NSE.

*** The Tranche I Issue shall remain open for subscription on Working Days from 10 a.m. to 5 p.m. (Indian Standard Time) during the period indicated in the Tranche I Prospectus, except that this Tranche I Issue may close on such earlier date or extended date as may be decided by the Board of Directors of the Company or Debenture Committee subject to compliance with Regulation 33A of the SEBI NCS Regulations. In the event of an early closure or extension of this Tranche I Issue, the Company shall ensure that notice of the same is provided to the prospective investors through an advertisement in all the newspapers in which pre-issue advertisement for opening of this Tranche I Issue has been given on or before such earlier or initial date of Tranche I Issue closure. Application Forms for this Tranche I Issue will be accepted only from 10:00 a.m. to 5:00 p.m. or such extended time as may be permitted by the Stock Exchanges, on Working Days during the Tranche I Issue Period. On the Tranche I Issue Closing Date, the Application Forms will be accepted only between 10 a.m. and 3 p.m. (Indian Standard Time) and uploaded until 5 p.m. or such extended time as may be permitted by the Stock Exchanges. Further, pending mandate requests for bids placed on the last day of bidding will be validated by 5 p.m. (Indian Standard Time) on one Working Day after the Issue Closing Date. For further details, please refer to the chapter titled "Issue Related Information" in the Tranche I Prospectus.*

Category Wise Break-up of the issue

Category I - QIB's	Category II - Corporate's	Category III - HNI's	Category IV - Retail Individual
20%	25%	25%	30%
200 Cr	250 Cr	250 Cr	300 Cr

SPECIFIC TERMS AND CONDITIONS IN CONNECTION WITH EACH SERIES OF NCDs

Terms and conditions in connection with Secured NCDs**** Options	I	II	III	IV	V	VI
Frequency of Interest Payment	Annual	Cumulative	Annual	Cumulative	Annual	Cumulative
Who can apply	All category of investors can subscribe to all Series of NCDs					
Minimum Application	Rs 10,000(10 NCDs) In multiples of thereafter Rs. 1000 (1 NCD)					
Face Value /Issue Price of Secured NCDs (Rs / NCD)	Rs 1,000	Rs 1,000	Rs 1,000	Rs 1,000	Rs 1,000	Rs 1,000
Tenor from Deemed Date of Allotment	22 months	22 months	37 months	37 months	60 months	60 months
Coupon Rate	8.25%	N.A.	8.3%	N.A.	8.40%	N.A.
Effective Yield (Per annum)	8.26%	8.25%	8.30%	8.30%	8.39%	8.40%
Mode of Interest Payment	Through various options available					
Redemption Amount (Rs / NCD)****	Rs 1,000.00	Rs 1,156.64	Rs 1,000.00	Rs 1,279.15	Rs 1,000.00	Rs 1497.40
Maturity Date (From Deemed Date of Allotment)	22 months	22 months	37 months	37 months	60 months	60 months
Nature of indebtedness	Secured rated listed non-convertible debentures					

#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 - Institutional Investors	<ul style="list-style-type: none"> Public financial institutions, statutory corporations, commercial banks, co-operative banks and RRBs and multilateral and bilateral development financial institutions which are authorized to invest in the NCDs; Provident funds, pension funds with a minimum corpus of Rs 25 crores, 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 IRDA; State industrial development corporations; 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 Reserve Bank of India and having a net-worth of more than five hundred crore rupees 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	<ul style="list-style-type: none"> Companies; bodies corporate and societies registered under the applicable laws in India and authorized to invest in the NCDs; Statutory bodies/ corporations and societies registered under the applicable laws in India and authorised to invest in the NCDs; Co-operative banks and regional rural banks; Trusts including public/private charitable/religious trusts which are authorised 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; 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 - HNI Category	<ul style="list-style-type: none"> Individual Investors ("HNIs") - Resident Indian individuals and Hindu Undivided Families through the Karta applying for an amount aggregating to above Rs.1,000,000 across all options of NCDs in the Issue.
Category IV - Individual Category	<ul style="list-style-type: none"> Resident Indian individuals and Hindu Undivided Families through the Karta applying for an amount aggregating up to and including Rs. 1,000,000 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.

APPLICATIONS CANNOT BE MADE BY:

The following categories of persons, and entities, shall not be eligible to participate in the Issue and any Applications from such persons and entities are liable to be rejected:

1. 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;
2. Foreign nationals, NRI inter-alia including any NRIs who are (i) Based in the USA, and/or, (ii) Domiciled in the USA, and/or, (iii) residents/citizens of the USA, and/or, (iv) subject to any taxation laws of the USA;
3. Persons resident outside India and other foreign entities;
4. Foreign Institutional Investors;
5. Foreign Portfolio Investors;
6. Foreign Venture Capital Investors;
7. Non Resident Indians;
8. Qualified Foreign Investors;
9. Overseas Corporate Bodies;
10. Person's ineligible to contract under applicable statutory/regulatory requirements.

***Applicant shall ensure that guardian is competent to contract under Indian Contract Act, 1872**

DEEPAK PANJWANI

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