S. No. MAHINDRA & MAHINDRA FINANCIAL SERVICES LIMITED

Last updated on: 30th September, 2018

Type Of Issue: PUBLIC ISSUE OF UNSECURED SUBORDINATED REDEEMABLE NON CONVERTIBLE DEBENTURES ("NCDs") OF FACE VALUE OF RS 1,000 EACH FOR AN AMOUNT OF RS 25,000 LAKHS WITH AN OPTION TO RETAIN OVERSUBSCRIPTION UP TO RS 1,75,000 LAKHS AGGREGATING UP TO RS 2,00,000 LAKHS.). THE NCDs WILL BE ELIGIBLE FOR TIER II CAPITAL

$\frac{1}{2} \hspace{1.5cm} \text{Issue size (Rs crore): RS. 25000 LAKHS (BASE ISSUE SIZE) WITH AN OPTION TO RETAIN OVERSUBSCRIPTION UPTO RS.1,75,000 LAKHS AGGREGATING UP TO RS. 2,00,000 LAKHS (TRANCHE I ISSUE)*} \\$

* The Company raised Rs 115053.13 Lakhs in Tranche I Issue

Source: Minutes of the Meeting between the Company, Registrar to the Issue and Lead Managers to the Issue dated July 21, 2017

Rating of instrument along with name of the rating agency

(i) as disclosed in the offer document: India Ratings & Research Private Limited - 'IND AAA'/ Outlook Stable', Brickwork Ratings India Private Limited - 'BWR AAA, Outlook: Stable

(ii) at the end of FY2018: India Ratings & Research Private Limited - 'IND AAA'/ Outlook Stable', Brickwork Ratings India Private Limited - 'BWR AAA, Outlook: Stable (Source: Exchange website. Half Yearly Compliance Report dated 25th April, 2018)

(iii) at the end of FY2019: *

(iv) at the end of FY2020: *

* Rating not disclosed as reporting for the relevant fiscal years has not been completed

Whether the security created is adequate to ensure 100% asset cover for the debt securities (See Regulation 26 (6) of SEBI (Issue and Listing of Debt Securities) Regulations, 2008): N.A. The issue is Unsecured Subordinated Redeemable Non Convertible Debentures

Subscription level (number of times): The Issue was subscribed 4.6021 times of the Base Issue Size and 0.5753 times of the Overall Issue Size (after Considering the Cheque 5 Returns and technical rejection cases)

(Source: - Minutes of the Meeting between the Company, Registrar to the Issue and Lead Managers to the Issue dated July 21, 2017)

6 Financials of the issuer (as per the annual financial results submitted to stock exchanges under Clause 29 of the listing ageement for debt securities)

| Consolidated | | (In Rs. crores) | | |
|------------------------------|----------------------------|-----------------------------|----------------------------|--|
| Parameters | First FY (March 31, 2018)# | Second FY (March 31, 2019)* | Third FY (March 31, 2020)* | |
| Income from operations | 8533.15 | NA | NA | |
| Net Profit for the period | 1051.43 | NA | NA | |
| Paid-up equity share capital | 122.9 | NA | NA | |
| Reserves | 9792.31 | NA | NA | |

#Source: Stock Exchange Filings - Audited financial statement submitted on April 25, 2018

* Financials not disclosed as reporting for relevant financial year has not been completed

7 Status of the debt securities (whether traded, delisted, suspended by any stock exchange, etc.)

Company's NCDs are listed on BSE Limited ("BSE") w.e.f 27th July, 2017

(i) at the end of FY2018: Traded

(ii) at the end of FY2019*: NA

*Trading status not disclosed as reporting for the relevant fiscal years has not been completed

8 Change, if any, in directors of issuer from the disclosures in the offer document

(i) at the end of FY2018*: No Change

(ii) at the end of FY2019*: NA

(iii) at the end of FY2020*: NA

*Changes in Directors not disclosed in the above table as reporting for the relevant fiscal years has not been completed

9 Status of utilization of issue proceeds (as submitted to stock exchanges under Clause 19A of the listing agreement for debt securities)

(i) Atleast 75% of the Net Proceeds of Issue: Onward lending, financing, refinancing the existing indebtedness of our Company, long-term working capital

(ii) Upto 25% of the Net Proceeds of Issue: General Corporate Purpose.

Source: Shelf Prospectus & Tranche I Prospectus Dt: June 29, 2017

(ii) Actual utilization: Entire amount has been used for purpose as stated in Offer Document (Source: Audited Financials of Co - 31st March, 2018 filed with BSE)

(iii) Reasons for deviation, if any: NA

Delay or default in payment of interest/ principal amount (See Regulation 23 (5) of the SEBI (Issue and Listing of Debt Securities) Regulations, 2008 and Clause 19 (1) of the listing agreement for debt securities) (Yes/ No) (If yes, further details of the same may be given)

(i) Disclosures in the offer document on terms of issue: No. (Source: Source: Shelf Prospectus & Tranche I Prospectus Dt: June 29, 2017)

(ii) Delay in payment from the due date:

(iii) Reasons for delay/ non-payment, if any:

11 Any other material information: NIL

Disclaimer

The information compiled herein is in accordance with the disclosure requirements with regard to the track record of the public issues managed by Axis Bank Limited, arising out of the SEBI circular No. CIR/MIR SD/1/2012 dated January 10, 2012. This information is gathered from the Prospectus of the Isssuer, as amended, and from the filings made by the Issuer with the BSE Limited and the National Stock Exchange of India Limited ("NSE" and together with the BSE, the "Stock Exchanges") from time to time, price - volume data available on the website of the Stock Exchanges, other sources as disclosed herein and information / clarifications provided by the Issuer.

While the reasonable care has been taken to ensure that the information provided herein is accurate and is taken from the sources that we believe are reliable, the user of this information may independently verify the accuracy of the information before taking any decision based on the above information. Nonvithstanding the above, Axis Bank Limited does not make any express or implied representation or warranty as to the authenticity, accuracy or completeness of the information or data contained herein and shall not be liable in any manner for the same. Note thirther Axis Bank Limited nor any of its affiliates or their directors, officers and employees will be responsible or be liable for any loss or damage including any loss of profits incidental or consequental damage, howsoever arising, suffered, or incurred by any person accessing and / or using this information. The person accessing and utilizing the information is accordingly once again advised to independently verify the information and satisfy himself/herself about the adequacy, accuracy, and completeness for his specific requirement.