Mahindra FINANCE

Mahindra & Mahindra Financial Services Ltd.
Mahindra Towers, 4th Floor,
Dr. G. M. Bhosale Marg, Worli,
Mumbai 400 018 India

Tel: +91 22 66526007/17
Fax: +91 22 24953608

ADDENDUM TO SHELF DISCLOSURE DOCUMENT DATED 11th AUGUST, 2017 FILED WITH BSE LTD FOR DEBENTURE SERIES BL2017

PRIVATE PLACEMENT OF 2500 SECURED REDEEMABLE NON-CONVERTIBLE DEBENTURES OF FACE VALUE RS. 10,00,000/- EACH, FOR CASH, AGGREGATING RS. 250 CRORES

B. Issue Details (Term Sheet)

Security Name	7.54%- Mahindra & Mahindra Financial Services – 16 OCT 2020
Issuer	Mahindra & Mahindra Financial Services Limited
Type of Instrument	Secured Redeemable Non convertible Debentures
Nature of Instrument	Secured
Seniority	Senior
Mode of Issue	Private placement
Eligible Investors	Mutual Funds / Banks / Financial Institutions / Insurance Companies / Pension Funds / Provident Fund / Gratutity Funds/ Corporates / Individuals / FII's
Listing (including name of stock Exchange(s) where it will be listed and timeline for listing	To be listed in WDM Segment of BSE Limited within 20 days from the date of allotment.
Rating of the Instrument	"IND AAA / Stable" by India Ratings & Research
Issue Size	Rs. 250 Crs
Option to retain oversubscription (Amount)	N.A.
Objects of the Issue	For Long Term Working Capital
Details of the utilization of the Proceeds	The proceeds of the Debentures shall be utilised by the Company for the purpose of financing, repayment of dues of other financial institutions / Banks or for long-term working capital.
Coupon Rate	7.54% p.a.
Step Up/Step Down Coupon Rate 1	N.A.
Coupon Payment Frequency	Annually
Coupon payment dates	18/10/2018, 18/10/2019 & On Maturity i.e. 16/10/2020
Coupon Type	Fixed
Coupon Reset Process (including rates, spread, effective date, interest rate cap and floor etc).	N.A.

Mahindra & Mahindra Financial Services Ltd.
Mahindra Towers, 4th Floor,
Dr. G. M. Bhosale Marg, Worli,
Mumbai 400 018 India

Tel: +91 22 66526007/17
Fax: +91 22 24953608

Day Count Basis	Actual/Actual
Interest on Application Money	N.A.
Default Interest Rate	In case of default in payment of interest and/or principal redemption on the due dates, additional interest @ 2% p.a. over the documented rate will be payable by the Company for the defaulting period.
Tenor	2 Years & 364 Days from the Deemed Date of Allotment
Redemption Date	16/10/2020
Redemption Amount	Rs.250,00,00,000/-
Redemption Premium /Discount	N.A.
Issue Price	Rs.10,00,000/- per Debenture
Discount at which security is issued and the effective yield as a result of such discount.	N.A.
Put option Date	N.A.
Put option Price	N.A.
Call Option Date	N.A.
Call Option Price	N.A.
Put Notification Time	N.A.
Call Notification Time	N.A.
Face Value	Rs.10,00,000/- per Debenture
Minimum Application and in multiples of Debt securities thereafter	10 Debenture and in multiples of 1 thereafter
Multiple Issuances	Company reserves right to make multiple issuances under the same ISIN with reference to SEBI Circular CIR/IMD/DF-1/ 67 /2017 dated 30th June 2017. Issue can be made either by way of creation of fresh ISIN or by way of issuance under the existing ISIN at premium /par/discount as the case may be in line with SEBI Circular CIR/IMD/DF-1/ 67 /2017 dated 30th June 2017
Issue Timing 1. Issue Opening Date 2. Issue Closing Date 3. Pay-in Date 4. Deemed Date of Allotment	 18/10/2017 18/10/2017 18/10/2017 18/10/2017

Mahindra FINANCE

Mahindra & Mahindra Financial Services Ltd.
Mahindra Towers, 4th Floor,
Dr. G. M. Bhosale Marg, Worli,
Mumbai 400 018 India

Tel: +91 22 66526007/17
Fax: +91 22 24953608

Issuance mode of the Instrument	Demat only
Trading mode of the Instrument	Demat only
Settlement mode of the Instrument	Through RTGS / NEFT / Fund Transfer
Depository	NSDL
Business Day Convention	If any interest payment date is not a Business Day in Mumbai, interest will be payable on the next Business Day in Mumbai which shall be the interest payment date. If any principal payment date is not a Business Day in Mumbai, principal will be payable on the previous Business Day in Mumbai which shall be the principal payment date. Business Day means a day when the money market is functioning in Mumbai. The Coupon payment convention will be as per SEBI Circular - CIR/IMD/DF-1/122/2016 dated November 11, 2016
Record Date	The record date for the purpose of determination of the persons entitled to receive interest / Principal in respect of the debentures shall be 14 calendar days before the due date.
Security (where applicable) (Including description, type of security, type of charge, likely date of creation of security, minimum security cover, revaluation, replacement of security).	Debentures are secured by way of pari passu charge in terms of the registered debenture trust deed dated 12th September , 2017 on Aurangabad Branch office along with other Debenture holders and exclusive charge on receivables under Hire Purchase/Lease/ Loan contracts, owned Assets and Book debts to the extent of 100% of Debenture outstanding.
Transaction Documents	Term Sheet, Board Resolution,Rating Rationale, Rating Letter, Trustee Consent Letter, Application Form, Shelf Disclosure Document
Conditions Precedent to Disbursement	N.A.
Condition Subsequent to Disbursement	N.A.
Events of Default	Please refer clause "Events of Default" on page no 69 of Shelf Disclosure document dated 11th August, 2017
Provisions related to Cross Default Clause	N.A.
Role and Responsibilities of Debenture Trustee	As defined in the debenture trust deed

Mahindra FINANCE

Mahindra & Mahindra Financial Services Ltd.
Mahindra Towers, 4th Floor,
Dr. G. M. Bhosale Marg, Worli,
Mumbai 400 018 India

Tel: +91 22 66526007/17
Fax: +91 22 24953608

Governing Law and Jurisdiction	Please refer clause "Governing Law and Jurisdiction" on page no 68 of Shelf Disclosure document dated 11th August, 2017

Illustration of Bond Cash Flows for Series BL2017

Cash Flows	Date	No. of days in Coupon period	Amount per debenture (in Rupees)
1st Coupon	Thursday, 18 October 2018	365	75,400.00
2nd Coupon	Friday, 18 October 2019	365	75,400.00
3rd Coupon	Friday, 16 October 2020	364	74,987.98
Principal	Friday, 16 October 2020		10,00,000.00

Note : If the interest payment date falls on a holiday, the payment may be made on the following working day however the dates of the future coupon payments would be as per the schedule originally stipulated at the time of issuing the security. The interest payment should be rounded to nearest rupee. If the maturity date falls on a holiday, redemption and accrued interest are payable on the immediately previous business day. The Coupon payment convention will be as per SEBI Circular - CIR/IMD/DF-1/122/2016 dated November 11, 2016

Disclaimer: The Company reserves the right to issue new debentures under the same ISIN multiple times