



**Addendum to Disclosure Document dated September 27, 2019 ✓
Pricing Supplement Dated December 10, 2019 ✓**

Private Placement of Secured, Redeemable, Non-Convertible debenture issue of Tata Capital Housing Finance Limited pursuant to Disclosure Document dated September 27, 2019 ✓

Private Placement of 150 Secured, Redeemable, Non-Convertible (the "Secured NCDs") of the Face Value of Rs. 10,00,000 (Rupees Ten Lacs Only) each aggregating Rs 15,00,00,000/- (Rupees Fifteen Crores only) to be listed on the WDM Segment of the NSE. ✓

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| Security Name | TCHFL NCD "G" FY 2019-20 ✓ |
| Issuer / Company | Tata Capital Housing Finance Limited ✓ |
| Type of Instrument | Secured, Redeemable Non-Convertible, Debentures & (In the nature of Zero Coupon) ✓ |
| Nature of Instrument | Secured |
| Seniority | Senior Debt |
| Mode of Issue | Private Placement |
| Eligible Investors | Refer (IX) Offering Information in Point No.13 of the Disclosure Document ✓ |
| Listing (including name of stock Exchange(s) where it will be listed and timeline for listing | On the Wholesale Debt Market (WDM) segment of National Stock Exchange of India Limited ✓ |
| Rating of the instrument | "CRISIL AAA/Stable" by CRISIL LIMITED ✓ |
| Issue Size | Rs. 15,00,00,000 /- (Rupees Fifteen Crore only) Rs. 100,00,00,000/- (Rupees One Hundred Crores only) Green Shoe Option ✓ |
| Option to retain oversubscription (Amount) | The Green shoe parameter set for EBP bidding was Rs. 100 Crores. Company has not received and accepted bids under the Green shoe Option ✓ |
| Object of the Issue | Refer (VII) Offering Information of the Disclosure Document |
| Details of the utilization of the proceeds | Refer (VII) Offering Information of the Disclosure Document |
| Coupon Rate / XIRR | 7.55% XIRR ✓ |
| Step Up / Step Down Coupon Rate | Not Applicable |
| Coupon Payment Frequency | Not Applicable |
| Coupon Payment Dates | Not Applicable |
| Coupon Type | Not Applicable |
| Coupon Reset Process (including rates, Spread, effective date, interest rate cap and floor etc. | Not Applicable |
| Days Count Basis | Actual by Actual |
| Interest on Application Money | Not Applicable |
| Default Interest Rate | - |
| Tenor days from Deemed date of allotment | 1049 days ✓ |
| Redemption Date | 25-10-2022 ✓ |
| Redemption Amount per NCD | Rs. 12,32,671/- per NCD (Rupees Twelve Lakh Thirty Two Thousand Six Hundred and Seventy One only) ✓ |

TATA CAPITAL HOUSING FINANCE LIMITED

Corporate Identity Number U67190MH2008PLC187552

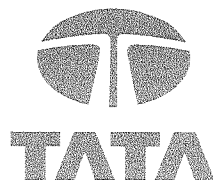
11th Floor Tower A Peninsula Business Park Ganpatrao Kadam Marg Lower Parel Mumbai 400 013

Tel 91 22 6606 9000 Web www.tatacapital.com

Registered Office 11th Floor Tower A Peninsula Business Park Ganpatrao Kadam Marg Lower Parel Mumbai 400 013

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| Redemption Premium / Discount | Rs.2,32,671/- per NCD (Rupees Two lacs Thirty Two Thousand Six Hundred and Seventy One only) ✓ | |
| Issue Price | At Par, Rs 10,00,000 (Rupees Ten lacs only) per NCD ✓ | |
| Discount at which security is issued and the effective yield as a result of such discount | - | |
| Put Option Date | Not Applicable | |
| Put Option Price | Not Applicable | |
| Call Option Date | Not Applicable | |
| Call Option Price | Not Applicable | |
| Put Notification Time | Not Applicable | |
| Call Notification Time | Not Applicable | |
| Face Value | Rs. 10,00,000 (Rupees Ten Lacs only) ✓ | |
| Minimum Application and in multiples of Debt securities thereafter | Minimum Subscription of 1 NCD's (Face Value Per NCD Rs. 10,00,000/-) | |
| Funds Transfer Details | Kindly Transfer Fund / RTGS to NSCCL Virtual account as per EBP guidelines | |
| Issue Timing | | |
| Issue Opening Date | 10 th December, 2019 (EBP Portal – Bidding Open – 10.00 am) | |
| Issue Closing Date | 10 th December, 2019 (EBP Portal – Bidding Close – 11.00 am) | |
| Pay-in Date | 11 th December, 2019 ✓ | |
| Deemed Date of Allotment | 11 th December, 2019 ✓ | |
| Bank Account details in case of application amount remitted by Real Time Gross Settlement (RTGS) | Name of beneficiary | :Tata Capital Housing Finance Limited |
| | Name of Bank | :HDFC Bank Limited |
| | Account Number | :00600310034373 |
| | Branch | : Fort Branch |
| | Address of Bank / Branch | :Motwani Chambers, Fort, Mumbai 400 001 |
| | IFSC Code | : HDFC0000060 |
| Issuance mode of the Instrument | Demat only | |
| Trading mode of the Instrument | Demat only | |
| Settlement mode of the Instrument | Refer (IX) Offering Information in Point No.24 of the Disclosure Document ✓ | |
| Depository | National Securities Depository Limited & Central Depository Services (India) Limited | |
| Business Day Convention | Refer (IX) Offering Information of the Disclosure Document | |
| Record Date | 15 Days prior to the relevant event. | |
| Security | Refer (IX) Offering Information in Point No. 31 of the Disclosure Document | |
| Security Cover | “1.00” time Security for entire tenure of this issue. ✓ | |
| Transaction Documents | As per Mutual Agreement and Relevant Applicable Guidelines | |
| Condition Precedent to Disbursement | None | |
| Condition Subsequent to Disbursement | None | |
| Events of Default | - | |
| Provision related to Cross Default Clause | - | |
| Role and Responsibilities of Debenture Trustee | Refer (IX) Offering Information in Point No.37 of the Disclosure Document ✓ | |
| Governing Law and Jurisdiction | India | |

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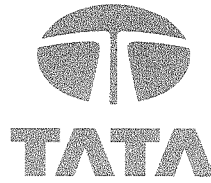
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| Arrangers /Broker's Name | Indusind Bank Limited |
| Additional covenants | <p>Default in Payment: In case of default in payment of Interest and/or principal redemption on the due dates, additional interest of atleast @ 2% p.a. over the coupon rate shall be payable by the Company for the defaulting period</p> <p>Delay in Listing: In case of delay in listing of the debt securities beyond 20 days from the deemed date of allotment, the Company shall pay penal interest of atleast @ 1 % p.a. over the coupon rate from the expiry of 30 days from the deemed date of allotment till the listing of such debt securities to the investor.</p> |

Redemption / Payment of Interest

In order to ensure uniformity for payment of interest / redemption with respect to debt securities, it has been decided that interest / redemption payments shall be made only on the days when the money market is functioning in Mumbai. (Refer SEBI Circular CIR/IMD/DF-1/122/2016 dated November 11, 2016)

Redemption amount payable to each debenture holder shall be paid by warrants bearing the redemption payment dates or by way of RTGS where such details have been provided. Such warrants shall be dispatched to the debenture holders whose names appear on the register of debenture holders on the record date i.e. 15 days, before the redemption payment date and in case of joint holders, to the one whose name appears first in the Register of debenture holders. In the event of the company not receiving any notice of transfer on the record date i.e. 15 days before the redemption payment date, the transferee(s) for the debentures shall not have any claim against the company in respect of amount so paid to the registered Debenture holders.

The interest payable to each Debenture Holder(s) / Investor(s) shall be paid by interest warrants bearing the interest payment dates or by way of RTGS where such details have been provided. Such warrants shall be dispatched to the Debenture Holder(s) / Investor(s) whose names appear on the register of Debenture Holder(s) / Investor(s) on the record date i.e. 15 days before the Interest payment date, and in case of joint holders, to the one whose name appears first in the Register of Debenture Holder(s) / Investor(s). In the event of the company not receiving any notice of transfer on the record date i.e. 15 days before the interest payment date, the transferee(s) for the NCDs shall not have any claim against the company in respect of amount so paid to the registered Debenture Holder(s) / Investor(s).

Wherever the signature(s) of such transferor(s) in the intimation sent to the company is/are not in accordance with the specimen signature(s) of such transferor(s) available on the records of the company, all payments on such debenture(s) will be kept at abeyance by the company till such time as the company is satisfied in this regard.

(The Issuer reserves the right to vary any of the above dates at its sole discretion, without giving any reasons or any prior notice)

For Tata Capital Housing Finance Limited



Authorized Signatories

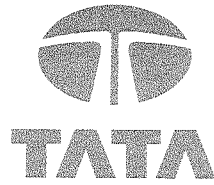
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Cashflow Sheet - TCHFL NCD "G" Series FY 2019-20
(Issued for in the Nature of Zero Coupon)

| Date | Event | Redemption value per NCD | Number of NCD | Redemption Amount |
|-----------|--------------|--------------------------|---------------|--------------------|
| 25-Oct-22 | Maturity | 1,232,671 | 150 | 184,900,650 |
| | TOTAL | 1,232,671 | | 184,900,650 |

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