

This is an advertisement issued, pursuant to Regulation 30(1) and Schedule V of the SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021, as amended, for information purpose only.



CHOLAMANDALAM INVESTMENT AND FINANCE COMPANY LIMITED

Our Company was originally incorporated as a public limited company under the name of Cholamandalam Investment and Finance Company Limited under the Companies Act, 1956, pursuant to a certificate of incorporation issued by the Registrar of Companies, Tamil Nadu at Chennai ("RoC") on August 17, 1978. It commenced business pursuant to a certificate of commencement of business dated November 22, 1978 issued by the RoC. The name of our Company was changed to Cholamandalam DBS Finance Limited pursuant to a fresh certificate of incorporation issued by the RoC on April 12, 2008 and was subsequently changed to Cholamandalam Investment and Finance Company Limited pursuant to a fresh certificate of incorporation issued by the RoC on June 2, 2010. The CIN of our Company is L55930TN1978PLC007576. We have obtained a certificate of registration dated June 9, 2011, bearing number DT-00306 issued by the RBI to commence carry on the business of non-banking financial institution under Section 45-IA of the RBI Act, 1934 and another certificate of registration dated December 15, 2022, bearing number N-47-00893, to commence carry on the factoring business without accepting public deposits. Further, our Company has also been classified as NBFC-ICC. For more information about our Company, please see "General Information" and "History and Certain Corporate Matters" on page 40 and 168 respectively of the Tranche II Prospectus.

Corporate Identity Number: L55930TN1978PLC007576; PAN: AAACCT228H

Registered and Corporate Office: Dare House, No. 2, N.S.C. Bose Road, Parys, Chennai 600 001, Tamil Nadu, India. Tel: +91 44 4090 7172. Website: www.cholamandalam.com. Email: investors@chola.murugappa.com
Company Secretary and Compliance Officer: P. Sujatha. Tel: +91 44 4090 7172. Email: sujathap@chola.murugappa.com. Chief Financial Officer: D. Anil Selvaraj. Tel: +91 44 4090 7172. Email: anilselvaraj@chola.murugappa.com

THE ISSUE

PUBLIC ISSUE BY CHOLAMANDALAM INVESTMENT AND FINANCE COMPANY LIMITED ("COMPANY") OR THE "ISSUER" OF SECURED, RATED, REDEEMABLE, NON-CONVERTIBLE DEBENTURES OF FACE VALUE OF ₹ 1,000 EACH ("NCDS") FOR AN AMOUNT AGGREGATING UP TO ₹ 560 CRORES ("BASE ISSUE SIZE") WITH AN OPTION TO RETAIN OVERSUBSCRIPTION UP TO ₹ 1,000 CRORE (HEREINAFTER REFERRED TO AS THE "TRANCHE II ISSUE") WHICH IS WITHIN THE SHELF LIMIT OF ₹ 5,000 CRORES AND IS BEING OFFERED BY WAY OF THE TRANCHE II PROSPECTUS DATED JULY 27, 2023, CONTAINING INTERIM AND THE TERMS AND CONDITIONS OF TRANCHE II ISSUE ("TRANCHE II PROSPECTUS"), WHICH SHOULD BE READ TOGETHER WITH THE SHELF PROSPECTUS DATED APRIL 19, 2023 ("SHELF PROSPECTUS") FILED WITH THE REGISTRAR OF COMPANIES, TAMIL NADU AT CHENNAI ("ROC"), STOCK EXCHANGES AND SECURITIES AND EXCHANGE BOARD OF INDIA ("SEBI"), THE SHELF PROSPECTUS AND THE TRANCHE II PROSPECTUS CONSTITUTE THE PROSPECTUS ("PROSPECTUS").

THIS TRANCHE II ISSUE IS BEING MADE PURSUANT TO THE PROVISIONS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE AND LISTING OF NON-CONVERTIBLE SECURITIES) REGULATIONS, 2021, AS AMENDED (THE "SEBI NCS REGULATIONS"), THE COMPANIES ACT, 2013 AND RULES MADE THEREUNDER, EACH AS AMENDED (THE "COMPANIES ACT, 2013") TO THE EXTENT NOTIFIED AND THE SEBI MASTER CIRCULAR. THE ISSUE IS NOT UNDERWRITTEN.

Credit Rating: "IND AA+/Stable" by India Ratings & Research Private Limited and "ICRA/AA+ (Stable)" by ICRA Limited | Allotment on first come first serve basis*

*Allotment in the public issue of debt securities shall be made on the basis of date of upload of each rating into the electronic book of the Stock Exchanges in accordance with the SEBI Master Circular. However, from the date of over subscription and thereafter, the allotments will be made to the applicants on proportionate basis. For further details regarding issue related information" on page 256 of the Tranche II Prospectus.

TRANCHE II ISSUE PROGRAMME*

TRANCHE II ISSUE CLOSING ON: FRIDAY, JULY 28, 2023

*This Tranche II 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 II Prospectus, except that the Tranche II Issue may close on such earlier date or extended date as may be decided by the Board of Directors of our Company or Debenture Committee subject to compliance with Regulation 134 of the SEBI NCS Regulations and subject to not exceeding thirty days from filing the Tranche II Prospectus with RoC. In the event of an early closure or extension of the Tranche II Issue, our Company shall ensure that notice of the same is provided to the prospective investors through an advertisement in all the newspapers in which previous advertisement for opening of this Tranche II Issue have been given on or before such earlier or initial date of Tranche II Issue closure. Application Forms for this Tranche II Issue will be accepted only from 10:00 a.m. to 5:00 p.m. on such extended time as may be permitted by the Stock Exchanges, on Working Days during the Tranche II Issue Period. On the Tranche II 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. on 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 Tranche II Issue Closing Date. For further details please refer to the chapter titled "Issue Related Information" on page 258 of the Tranche II Prospectus.

ASBA* Simple, Safe, Smart way of Application!!!

*Applications Supported by Blocked Amount ("ASBA") is a better way of applying to issues by simply blocking the fund in the bank account. For further details, check section on ASBA below. Mandatory in public issues. No cheque will be accepted.

LPI UPI - Now available in ASBA for Retail Individual Investors. Bidders are required to ensure that the bank account used for bidding is linked to their PAN

LPI is now available for Retail Individual Investors submitting bids up to an application value of ₹ 5,00,000, applying through Designated Intermediaries, SCBs or through the BSE Direct App/NSE eBid / Web interface of stock exchanges or any other permitted methods. For details of the ASBA and UPI Process, refer to the details given in the Application Form and also refer to the section titled "Issue Procedure" beginning on page 278 of the Tranche II Prospectus. List of banks supporting UPI is also available on the website of SEBI at www.sebi.gov.in. HDFC Bank Limited has been appointed as Sponsor Bank for the Tranche II Issue, in accordance with the requirement of the SEBI Master Circular dated August 10, 2021 as amended.

OUR PROMOTERS

Our Promoters are Cholamandalam Financial Holdings Limited, Ambadi Investments Limited, M V Subbiah, M A Alagappan, A Vellayan, A Venkatachalam, M M Murugappan, M M Venkatachalam, M A Arunachalam, S Vellayan, Arun Alagappan, M M Veerappan, V Narayanan, V Arunachalam, M M Muthiah, M V Muthiah, Arun Venkatachalam, M V Subramanian, M V Murugappan HUF, M V Subbiah HUF, M A Alagappan HUF, A Vellayan HUF, M A Arunachalam HUF, M M Murugappan HUF, M M Venkatachalam HUF, M A Arunachalam HUF, M M Muthiah HUF, M A Arunachalam HUF, Murugappa & Sons (M V Subbiah, M A Alagappan & M M Murugappan hold shares on behalf of the firm) Tube Investments of India Limited New Ambadi Estates Private Limited, Coromandel International Limited, Ambadi Enterprises Limited, Carborundum Universal Limited, E.I.D. Parry (India) Limited, M A Alagappan (Holds shares on behalf of Kadamane Estates). Tel: +91 44 4090 7172. Email: investors@chola.murugappa.com. For further details, see "Our Promoters" beginning on page 165 of the Tranche II Prospectus.

ADDENDUM TO THE TRANCHE II PROSPECTUS DATED JULY 27, 2023: NOTICE TO INVESTORS (THE "ADDENDUM")

Potential Applicants may note that:
The Board of Directors of the Company at their meeting held on August 1, 2023 inter alia approved the following:
1. Approved unaudited standalone and consolidated financial results of the Company for the quarter ended June 30, 2023 along with limited review report, and the same have been submitted to BSE Limited and National Stock Exchange of India Limited, available on the websites of BSE at www.bseindia.com and NSE at www.nseindia.com, respectively. Accordingly, please note that the disclosures in "Material Developments" on page 256 of the Tranche II Prospectus shall be deemed to be updated in this regard.
2. Approved the issue of equity shares and/or convertible securities by way of qualified institutions placement ("QIP") to eligible qualified institutional buyers up to an amount not exceeding ₹ 4,000 crores in one or more tranches at such price in accordance with Chapter VI of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. Accordingly, please note that the disclosures in "Material Developments" on page 256 of the Tranche II Prospectus shall be deemed to be updated in this regard.
The Prospectus shall be read in conjunction with this Addendum. The information in this Addendum supplements and supersedes the Prospectus and updates the information in the Prospectus and the Abridged Prospectus, as applicable. All capitalised terms used in this Addendum shall, unless the context otherwise requires, have the meaning ascribed to them in the Prospectus and the Abridged Prospectus. Any reference to the Prospectus in relation to the Tranche II Issue shall be deemed to include reference to and this Addendum.

NCDS ALLOTMENT WILL BE MADE IN DEMATERIALIZED FORM ONLY. ALLOTMENT IN CONSULTATION WITH THE LEAD MANAGER AND THE DESIGNATED STOCK EXCHANGE SHALL BE MADE ON THE BASIS OF THE DATE OF UPLOAD OF EACH APPLICATION INTO THE ELECTRONIC PLATFORM OF THE STOCK EXCHANGES, IN EACH PROPORTION SUBJECT TO THE ALLOCATION RATIO.
HOWEVER, FROM THE DATE OF OVER SUBSCRIPTION AND THEREAFTER, THE ALLOTMENTS WILL BE MADE TO THE APPLICANTS ON PROPORTIONATE BASIS. FOR FURTHER DETAILS REFER SECTION TITLED "ISSUE RELATED INFORMATION" ON PAGE 256 OF THE TRANCHE II PROSPECTUS DATED JULY 27, 2023.

Information required under Section 30 of Companies Act, 2013:

CONTENTS OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AS REGARDS ITS OBJECTS: For information on the main objects of our Company, please see section titled "History and Certain Corporate Matters" on page 168 of the Tranche II Prospectus and Clause II of the Memorandum of Association of our Company. The Memorandum of Association of our Company is a document for inspection in relation to the Tranche II Issue. For further details, see the section titled "Material Contracts and Documents for Inspection" on page 390 of the Tranche II Prospectus.

LIABILITY OF MEMBERS: Limited by shares

AMOUNT OF SHARE CAPITAL OF THE COMPANY AS ON JUNE 30, 2023: The Authorised Share Capital of the Company is ₹ 7,40,00,00,000 divided into 1,20,00,00,000 Equity Shares of face value of ₹ 2 each and ₹ 1,00,00,00,000 Preference Shares of ₹ 100 each. The Issued Share Capital is ₹ 1,64,68,98,915 divided into ₹ 82,29,02,468 Equity Shares of face value of ₹ 2 each. The Subscribed and Paid-up Share Capital is ₹ 1,64,68,98,915 divided into ₹ 82,29,02,468 Equity Shares of face value of ₹ 2 each pursuant to forfeiture of 6,54,50,000 shares (₹ 1 per share) aggregating to ₹ 6,54,50,000.

NAMES OF THE SIGNATORIES AT THE TIME OF SIGNING OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AND THE NUMBER OF SHARES SUBSCRIBED FOR BY THEM AT THE TIME OF SIGNING THE MEMORANDUM OF ASSOCIATION: Given are the names of the signatories of the Memorandum of Association of the Company and the number of equity shares subscribed of face value of ₹ 2 each by them at the time of signing of Memorandum of Association: A.M.M. Arunachalam, V. Somayajulu, A.R. Doramohan, M.V. Arunachalam, B. S. Badrathi, C.D. Gopinath and M.A. Alagappan were allotted 100, 100, 100, 100, 50, 100 and 100 Equity Shares respectively at the time of incorporation of the Company aggregating to 700 Equity Shares of face value of ₹ 2 each.

LISTING: The NCDS offered through the Tranche II Prospectus and the Shelf Prospectus are proposed to be listed on BSE and NSE. Our Company has received an in-principle approval from BSE by way of its letter bearing reference number DCS/BMP-1/BOND/00223-24 dated April 13, 2023 and from NSE by way of its letter bearing reference number NSE/157/023/0090 dated April 13, 2023. NSE shall be the Designated Stock Exchange.

GENERAL RISKS: Investment in non-convertible securities is risky, and investors should not invest any funds in such securities unless they are confident to take the risk attached to such investments. Investors are advised to take an informed decision and to read the risk factors carefully before investing in the offering. For taking an investment decision, investors must rely on their examination of the issue including the risks involved in it. Specific attention of investors is invited to statement of risk factors contained under "Risk Factors" on page 15 and "Material Developments" on page 256 of the Tranche II Prospectus. These risks are not, and are not intended to be, a complete list of all risks and considerations relevant to the non-convertible securities or investor's decision to purchase such securities. The Tranche II Prospectus has not been and will not be approved by any regulatory authority in India, including the Securities and Exchange Board of India ("SEBI"), the Reserve Bank of India ("RBI"), RoC or any stock exchange in India nor do they guarantee the accuracy or adequacy of the document.

DISCLAIMER CLAUSE OF BSE: It is to be distinctly understood that the permission given by BSE should not in any way be deemed or construed that the Draft Offer Document has been cleared or approved by BSE nor does it certify the correctness or completeness of any of the contents of the Prospectus. The investors are advised to refer to the Tranche II Prospectus for the full text of the "Disclaimer Clause of BSE."

DISCLAIMER CLAUSE OF NSE: It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the Offer Document has been cleared or approved by NSE nor does it certify the correctness or completeness of any of the contents of the Offer Document. The investors are advised to refer to the Tranche II Prospectus for the full text of the "Disclaimer Clause of NSE."

DISCLAIMER CLAUSE OF USE OF BSE ELECTRONIC PLATFORM: It is to be distinctly understood that the permission given by the BSE to use their network and software of the Online system should not in any way be deemed or construed as compliance with various statutory requirement approved by the Exchange, nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the compliance with the statutory and other requirements, nor does it take any responsibility for the financial or other soundness of the Company. Its promoters, its management or any scheme or project of the Company. It is also to be distinctly understood that the approval given by the Exchange to use the software for participating in system of making application process.

DISCLAIMER CLAUSE OF USE OF NSE ELECTRONIC PLATFORM: It is also to be distinctly understood that the approval given by the Exchange is only to use the software for participating in system of making application process. It is to be distinctly understood that the permission given by the NSE to use their network and online platform for facilitating applications for public issue of NCDS shall not in any way be deemed or construed as compliance with various statutory and other requirements by the Company. LI. etc. are cleared or approved by NSE nor does it certify the correctness or completeness of any of the contents of the Prospectus and the Tranche II Prospectus.

LEAD MANAGER TO THE ISSUE	REGISTRAR TO THE ISSUE	CREDIT RATING AGENCY	DEBENTURE TRUSTEE**	
<div><p>A. K. Capital Services Limited 603, 6th Floor, Windsor, Off CST Road, Kalina, Santacruz East, Mumbai 400 098, Maharashtra, India Tel: +91 22 6754 6500 Facsimile: +91 22 6610 0594 Email: chola.ncs2023@akgroup.co.in Investor Grievance Email: investor.grievance@akgroup.co.in Website: www.akgroup.co.in Contact Person: Anshul Vagle/ Milan Soni Compliance Officer: Tejas Doshi SEBI Registration No: INAD00001411 CIN: L74899MH1993PLC274881</p></div>	<div><p>KFintech Technologies Limited (formerly known as KFintech Technologies Private Limited) Selarum, Tower B, Plot No. 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad Rangareddy 500 032, Telangana, India Tel: +91 40 6716 2222 Facsimile: +91 40 6716 1563 Email: chola.ncs2023@kfintech.com Investor Grievance Email: investor.grievance@kfintech.com Website: www.kfintech.com Contact Person: M. Kunal Krishna SEBI Registration No.: NAD00000221 CIN: L74007TG2017PLC117649</p></div>	<div><p>India Ratings & Research Pvt Ltd Woodhatch Towers, 4th Floor, West Wing, Bandra Kurla Complex, Bandra East, Mumbai 400 051, Maharashtra, India Tel: +91 22 4000 1701 Facsimile: +91 22 4000 1701 Email: enquiry@indiaratings.co.in Website: www.indiaratings.co.in Contact Person: Jyoti Gala Compliance Officer: Anurupa Basu</p></div>	<div><p>ICRA Limited Building No. B, 2nd Floor, Tower A, DLF Cyber City, Phase II, Gurgaon 122 002, Haryana, India Tel: +91 124 454 5300 Facsimile: +91 124 454 5300 Email: shivakumar@icraindia.com Website: www.icra.in Contact Person: U. Shivakumar SEBI Registration No.: NCR/000815 CIN: L74899DL1991PLC042749</p></div>	<div><p>IDBI Trustee Services Limited Universal Insurance Building, Ground Floor, SP P.M. Road, Fort, Mumbai - 400001 Tel: +91 22 48007073 Facsimile: +91 22 66311778 Email: itd@idbitrustee.com / jnol@idbitrustee.com Investor Grievance Email: response@idbitrustee.com Website: www.idbitrustee.com Contact Person: Jinal Shah Compliance Officer: Shreha Jadhav SEBI Registration No.: INAD000004680 CIN: U65991MH2001QC131154</p></div>
<div><p>COMPANY SECRETARY AND COMPLAINTS OFFICER</p><p>P. Sujatha Dare House, No. 2, N.S.C. Bose Road Parrys, Chennai 600 001 Tamil Nadu, India, Contact Number: +91 44 4090 7172. Facsimile: +91 44 2534 6464. Email: sujathap@chola.munipappa.com</p></div>				

COMPANY SECRETARY AND COMPLIANCE OFFICER

P. Sujatha

Dare House, No. 2, N.S.C. Bose Road Parys, Chennai 600 001 Tamil Nadu, India; Contact Number: +91 44 4090 7172; Facsimile: +91 44 2534 6464; Email: sujathap@chola.murugappa.com

Investors may contact the Registrar to the Issue or the Company Secretary and Compliance Officer in case of any pre-issue or post issue related issues such as non-receipt of Allotment advice, demat credit, refund orders, non-receipt of Debenture Certificates, transfers, or interest on application amount etc.

*IDBI Trustee Services Limited pursuant to Regulation 8 of the SEBI NCS Regulations and by way of letter dated July 25, 2023 has given its consent for its appointment as Debenture Trustee to the Issue and for its name to be included in the Draft Shelf Prospectus and the Tranche II Prospectus and in all the subsequent periodical communications sent to the holders of the Debentures issued pursuant to the Tranche II Issue. Copy of the Shelf Prospectus and the Tranche II Prospectus have been filed with the RoC, in terms of Section 28 and Section 31 of the Companies Act, 2013, along with the endorsed/ certified copies of all requisite documents. For further details, see "Material Contracts and Documents for Inspection" beginning on page 390 of the Tranche II Prospectus.

Disclaimer: CHOLAMANDALAM INVESTMENT AND FINANCE COMPANY LIMITED ("COMPANY"), with respect to market conditions and other considerations is proposing a public issue of Secured, Rated, Listed, Redeemable, Non-Convertible Debentures of face value of ₹ 1,000 each ("NCDS") and has filed the Shelf Prospectus dated April 19, 2023 (the "Shelf Prospectus") and the Tranche II Prospectus dated July 27, 2023 (the "Tranche II Prospectus") with the Registrar of Companies, Tamil Nadu at Chennai, National Stock Exchange of India Limited, BSE Limited and SEBI. The Shelf Prospectus and Tranche II Prospectus are available on the website of www.cholamandalam.com, on the website of the stock exchanges at www.bseindia.com and www.nseindia.com, on the website of SEBI at www.sebi.gov.in and the website of the lead manager at www.akgroup.co.in. Investors proposing to participate in the Tranche II Issue, should invest only on the basis of the information contained in the Shelf Prospectus and the Tranche II Prospectus. Investors should note that investment in this Public Issue of NCDS involves a high degree of risk and for details relating to the same, please refer to the Shelf Prospectus and the Tranche II Prospectus and your attention is directed to the section on "Risk Factors" beginning on page 15 of the Tranche II Prospectus.

For CHOLAMANDALAM INVESTMENT AND FINANCE COMPANY LIMITED

Place: Chennai
Date : August 01, 2023Sd/-
Ravindra Kumar Kundu
Executive Director
DIN: 07337151
CONTACT

This is an advertisement issued, pursuant to Regulation 30(1) and Schedule V of the SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021, as amended, for information purpose only.



Chola
Enter a better life

CHOLAMANDALAM INVESTMENT AND FINANCE COMPANY LIMITED

Our Company was originally incorporated as a public limited company under the name of 'Cholamandalam Investment and Finance Company Limited' under the Companies Act, 1956, pursuant to a certificate of incorporation issued by the Registrar of Companies, Tamil Nadu at Chennai ("ROC") on August 17, 1978. It commenced its business pursuant to a certificate of commencement of business dated November 22, 1978 issued by the ROC. The name of our Company was changed to 'Cholamandalam DBS Finance Private Limited' pursuant to a fresh certificate of incorporation issued by the ROC on April 12, 2006 and was subsequently changed to 'Cholamandalam Investment and Finance Company Limited' pursuant to a fresh certificate of incorporation issued by the ROC on June 2, 2010. The CIN of our Company is L65959TN1978PLC007576. We have obtained a certificate of registration dated June 8, 2011, bearing number 07-00008 issued by the RBI to commence carry on the business of non-banking financial institution under Section 45-IA of the RBI Act, 1934 and another certificate of registration dated December 15, 2022, bearing number N-07-00893, to commence carry on the factoring business without accepting public deposits. Further, our Company has also been classified as NBFC-ICI. For more information about our Company, please see "General Information" and "History and Certain Corporate Matters" on page 40 and 168 respectively of the Tranche II Prospectus.

Corporate Identity Number: L65959TN1978PLC007576; PAN: AAACC1229H

Registered and Corporate Office: Dare House, No. 2, N.S.C. Bose Road, Parrys, Chennai 600 001, Tamil Nadu, India; Tel: +91 44 4090 7172; Website: www.cholamandalam.com; Email: investors@chola.murugappa.com
Company Secretary and Compliance Officer: P. Sujatha; Tel: +91 44 4090 7172; Email: sujathap@chola.murugappa.com; Chief Financial Officer: A. Arul Selvan; Tel: +91 44 4090 7172; Email: arulselvan@chola.murugappa.com

THE ISSUE

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Credit Rating: "IND AA+/Stable" by India Ratings & Research Private Limited and "[ICRA]AA+ (Stable)" by ICRA Limited Allotment on first come first serve basis*

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TRANCHE II ISSUE PROGRAMME*

TRANCHE II ISSUE OPENED ON: FRIDAY, JULY 28, 2023 TRANCHE II ISSUE CLOSES ON: THURSDAY, AUGUST 10, 2023

*This Tranche II 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 II Prospectus, except that the Tranche II Issue may close on such earlier date or extended date as may be decided by the Board of Directors of our Company or Debenture Committee subject to compliance with Regulation 34A of the SEBI NCS Regulations and subject to not exceeding thirty days from filing the Tranche II Prospectus with ROC. In the event of an early closure or extension of the Tranche II Issue, our 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 Tranche II Issue have been given or before such earlier or initial date of Tranche II Issue closure. Application Form for this Tranche II 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 II Issue period of sale. On the Tranche II 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 Tranche II Issue Closing Date. For further details please refer to the chapter titled 'Issue Related Information' on page 258 of the Tranche II Prospectus.



Simple, Safe, Smart way of Application!!!

*Applications Supported by Blocked Amount ("ASBA") is a better way of applying to issues by simply blocking the fund in the bank account. For further details, check section on ASBA below. Mandatory in public issues. No cheque will be accepted.



UPI - Now available in ASBA for Retail Individual Investors. Bidders are required to ensure that the bank account used for bidding is linked to their PAN

UPI is now available for Retail Individual Investors submitting bids up to an application value of ₹ 5,00,000, applying through Designated Intermediaries, SCBs or through the BSE Direct App/NSDL eGovID Web interface of stock exchanges or any other permitted methods. For details of the ASBA and UPI Process, refer to the details given in the Application Form and also refer to the section titled 'Issue Procedure' beginning on page 276 of the Tranche II Prospectus. List of banks supporting UPI is also available on the website of SEBI at www.sebi.gov.in. HUF C Bank Limited has been appointed as Sponsor bank for the Tranche II Issue, in accordance with the requirement of the SEBI Master Circular dated August 10, 2021 as amended.

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The Board of Directors of the Company at their meeting held on August 1, 2023 inter alia approved the following:

1. Approved unmodified standalone and consolidated financial results of the Company for the quarter ended June 30, 2023 along with limited review report, and the same have been submitted to BSE Limited and National Stock Exchange of India Limited, available on the websites of BSE at www.bseindia.com and NSE at www.nseindia.com, respectively. Accordingly, please note that the disclosures in 'Material Developments' on page 256 of the Tranche II Prospectus shall be deemed to be updated in this regard.
2. Approved the issue of equity shares and/or convertible securities by way of qualified institutions placement (QIP) to eligible qualified institutional buyers up to an amount not exceeding Rs. 4,000 crores in one or more tranches at such price in accordance with Chapter VI of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. Accordingly, please note that the disclosures in 'Material Developments' on page 256 of the Tranche II Prospectus shall be deemed to be updated in this regard.

The Prospectus shall be read in conjunction with this Addendum. The information in this Addendum supplements and supersedes the Prospectus and updates the information in the Prospectus and the Abridged Prospectus, as applicable. All capitalised terms used in this Addendum shall, unless the context otherwise requires, have the meaning ascribed to them in the Prospectus and the Abridged Prospectus. Any reference to the Prospectus in relation to the Tranche II Issue shall be deemed to include reference to this Addendum.

NCDS ALLOTMENT WILL BE MADE IN DEMATERIALIZED FORM ONLY. ALLOTMENT IN CONSULTATION WITH THE LEAD MANAGER AND THE DESIGNATED STOCK EXCHANGE SHALL BE MADE ON THE BASIS OF THE DATE OF UPLOAD OF EACH APPLICATION INTO THE ELECTRONIC PLATFORM OF THE STOCK EXCHANGES, IN EACH PROPORTION SUBJECT TO THE ALLOCATION RATIO.

HOWEVER, FROM THE DATE OF OVER SUBSCRIPTION AND THEREAFTER, THE ALLOTMENTS WILL BE MADE TO THE APPLICANTS ON PROPORTIONATE BASIS. FOR FURTHER DETAILS REFER SECTION TITLED "ISSUE RELATED INFORMATION" ON PAGE 258 OF THE TRANCHE II PROSPECTUS DATED JULY 27, 2023.

Information required under Section 30 of Companies Act, 2013:

CONTENTS OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AS REGARDS ITS OBJECTS: For information on the main objects of our Company, see section titled "History and Certain Corporate Matters" on page 168 of the Tranche II Prospectus and Clause III of the Memorandum of Association of the Company. The Memorandum of Association of the Company is a document for inspection in relation to the Tranche II Issue. For further details, see the section titled "Material Contracts and Documents for Inspection" on page 390 of the Tranche II Prospectus.

LIABILITY OF MEMBERS: Limited by shares

AMOUNT OF SHARE CAPITAL OF THE COMPANY AS ON JUNE 30, 2023: The Authorised Share Capital of the Company is ₹ 7,40,00,00,000 divided into 1,20,00,00,000 Equity Shares of face value of ₹ 2 each and 5,00,00,00,000 Preference Shares of ₹ 10 each. The Issued Share Capital is ₹ 1,64,58,06,912 divided into 82,29,33,466 Equity Shares of face value of ₹ 2 each. The Subscribed and Paid up Share Capital is ₹ 1,64,49,39,372 divided into 82,22,19,698 Equity Shares of face value of ₹ 2 each pursuant to forfeiture of 6,54,500 shares (₹ 1 per share) aggregating to ₹ 6,54,500.

NAMES OF THE SIGNATORIES AT THE TIME OF SIGNING OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AND THE NUMBER OF SHARES SUBSCRIBED FOR BY THEM AT THE TIME OF SIGNING THE MEMORANDUM OF ASSOCIATION: Given are the names of the signatories of the Memorandum of Association of the Company and the number of equity shares subscribed of face value of ₹ 10 each by them at the time of signing of Memorandum of Association: A.M.M. Arunachalam, V.V. Somashekhar, A.R. Ramdoss, M.V. Arunachalam, R.S. Rajaratnam, C.V. Gopinathan and M.A. Alagappan were allotted 150, 100, 100, 100, 500 and 100 Equity Shares respectively at the time of incorporation of the Company aggregating to 700 Equity Shares of face value of ₹ 10 each.

LISTING: The NCDS offered through the Tranche II Prospectus and the Shelf Prospectus are proposed to be listed on BSE and NSE. Our Company has received an 'in-principle' approval from BSE by way of its letter bearing reference number DCSBM/P-BOND/002023-24 dated April 13, 2023 and from NSE by way of its letter bearing reference number NSELIST/D/2023/0090 dated April 13, 2023. NSE shall be the Designated Stock Exchange.

GENERAL RISKS: Investment in non-convertible securities is risky, and investors should not invest any funds in such securities unless they can afford to take the risk attached to such investments. Investors are advised to take an informed decision and to read the risk factors carefully before investing in this offering. For taking an investment decision, investors must rely on their examination of the issue including the risks involved in it. Specific attention of investors is invited to statement of risk factors contained under "Risk Factors" on page 15 and under "Material Developments" on page 256 of the Tranche II Prospectus. These risks are not, and are not intended to be, a complete list of all risks and considerations relevant to the non-convertible securities or investor's decision to purchase such securities. The Tranche II Prospectus has not been and will not be approved by any regulatory authority in India, including the Securities and Exchange Board of India ("SEBI"), the Reserve Bank of India ("RBI"), ROC or any stock exchange in India nor do they guarantee the accuracy or adequacy of the document.

DISCLAIMER CLAUSE OF BSE: It is to be distinctly understood that the permission given by BSE should not in any way be deemed or construed that the Draft Offer Document has been cleared or approved by BSE nor does it certify the correctness or completeness of any of the contents of the Prospectus. The investors are advised to refer to the Tranche II Prospectus for the full text of the "Disclaimer Clause of BSE".

DISCLAIMER CLAUSE OF NSE: It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the Offer Document has been cleared or approved by NSE nor does it certify the correctness or completeness of any of the contents of the Offer Document. The investors are advised to refer to the Tranche II Prospectus for the full text of the "Disclaimer Clause of NSE".

DISCLAIMER CLAUSE OF USE OF BSE ELECTRONIC PLATFORM: It is to be distinctly understood that the permission given by the BSE is only to use their network and software of the Online system should not in any way be deemed or construed as compliance with various statutory requirement approved by the Exchange; nor does it any manner warrant, certify or endorse the correctness or completeness of any of the compliance with the statutory and other requirements; nor does it take any responsibility for the financial or other soundness of the Company, its promoters, its management or any scheme or project of this Company. It is also to be distinctly understood that the approval given by the Exchange is only to use the software for participating in system of making application process.

DISCLAIMER CLAUSE OF USE OF NSE ELECTRONIC PLATFORM: It is also to be distinctly understood that the approval given by the Exchange is only to use the software for participating in system of making application process. It is to be distinctly understood that the permission given by the NSE to use their network and online platform for facilitating applications for public issue of NCDS shall not in any way be deemed or construed as compliance with various statutory and other requirements by the Company, its promoters, its management or any scheme or project of this Company. It is also to be distinctly understood that the approval given by the Exchange is only to use the software for participating in system of making application process.

DISCLAIMER CLAUSE OF USE OF NSE ELECTRONIC PLATFORM: It is also to be distinctly understood that the approval given by the Exchange is only to use the software for participating in system of making application process. It is to be distinctly understood that the permission given by the NSE to use their network and online platform for facilitating applications for public issue of NCDS shall not in any way be deemed or construed as compliance with various statutory and other requirements by the Company, its promoters, its management or any scheme or project of this Company. It is also to be distinctly understood that the approval given by the Exchange is only to use the software for participating in system of making application process.

LEAD MANAGER TO THE ISSUE	REGISTRAR TO THE ISSUE	CREDIT RATING AGENCY	DEBENTURE TRUSTEE**
<div> A. K. Capital Services Limited 803, 6th Floor, Windsor, Off CST Road, Kalina, Santacruz East, Mumbai 400 098, Maharashtra, India Tel: +91 22 6754 6500 Facsimile: +91 22 6810 0594 Email: chola.ncd2023@akgroup.co.in Investor Grievance Email: investor.grievance@akgroup.co.in Website: www.akgroup.co.in Contact Person: Anshul Wagle/ Milan Soni Compliance Officer: Tejas Darda SEBI Registration No: INA000010411 CIN: L74899MH1993PLC274681</div>	<div> KFIN Technologies Limited (formerly known as KFIN Technologies Private Limited) Solentium, Tower B, Plot No. 31 & 32, Financial District, Nanarangaudi, Serlingampudi, Hyderabad Rangareddy 500 032, Telangana, India Tel: +91 40 6716 2222 Facsimile: +91 40 6716 1563 Email: chola.ncd2023@kfin.tech Investor Grievance Email: einward.k@kfin.tech Website: www.kfintech.com Contact Person: M. Murali Krishna SEBI Registration No.: NR000000221 CIN: L72407TN2007PLC01764</div>	<div> India Ratings & Research Pvt Ltd Woodhatch Towers, 4th Floor, West Wing, Woodhatch, Kurla Complex, Bandra East, Mumbai 400 001, Maharashtra, India Tel: +91 22 4400 1701 Facsimile: +91 22 4400 1701 Email: info@indiaratings.co.in Website: www.indiaratings.co.in Contact Person: Jyoti Das Compliance Officer: Anurima Basu</div>	<div> ICRA Limited Building No. 8, 2nd Floor, Tower A, DLF Cyber City, Phase II, Gurgaon 122 002, Haryana, India Tel: +91 124 454 5030 Facsimile: +91 124 405 0424 Email: shivakumar@icraindia.com Website: www.icra.in Contact Person: L. Shivakumar SEBI Registration No: INCR0000815 CIN: L74999DL1991PLC047249</div> <div> IDBI Trusteeship Services Limited** IDBI Trusteeship Services Ltd Universal Insurance Building, Ground Floor, Sir P.M. Road Fort, Mumbai - 400001 Tel: +91 22 40607073 Facsimile: +91 22 66311776 Email: ts@idbitrustee.com / jinal@idbitrustee.com Investor Grievance Email: response@idbitrustee.com Website: www.idbitrustee.com Contact Person: Jinal Shah Compliance Officer: Sneha Jadhav SEBI Registration No.: INDC00000460 CIN: U65991MH2007GOI931154</div>

COMPANY SECRETARY AND COMPLIANCE OFFICER

P. Sujatha

Dare House, No. 2, N.S.C. Bose Road Parrys, Chennai 600 001 Tamil Nadu, India; Contact Number: +91 44 4090 7172; Facsimile: +91 44 2534 6484; Email: sujathap@chola.murugappa.com

Investors may contact the Registrar to the Issue or the Company Secretary and Compliance Officer in case of any pre-issue or post issue related issues such as post-receipt of Allotment advice, demat credit, refund orders, non-receipt of Debenture Certificates, transfers, or interest on application amount etc.

**IDBI Trusteeship Services Limited pursuant to Regulation 8 of the SEBI NCS Regulations and by way of letter dated July 25, 2023 has given its consent for its appointment as Debenture Trustee to the Issue and for its name to be included in the Tranche II Prospectus, the Shelf Prospectus and the Tranche II Prospectus and in all the subsequent periodical communications sent to the holders of the Debentures issued pursuant to the Tranche II Issue. A copy of the Shelf Prospectus and the Tranche II Prospectus have been filed with the ROC, in terms of Section 26 and Section 31 of the Companies Act, 2013, along with the endorsed/certified copies of all requisite documents. For further details, see "Material Contracts and Documents for Inspection" beginning on page 390 of the Tranche II Prospectus.

Disclaimer: CHOLAMANDALAM INVESTMENT AND FINANCE COMPANY LIMITED ("Company"), subject to market conditions and other considerations is proposing a public issue of Secured, Rated, Listed, Redeemable, Non-Convertible Debentures of face value of ₹ 1,000 each ("NCDS") and has filed the Shelf Prospectus dated April 19, 2023 (the "Shelf Prospectus") and the Tranche II Prospectus dated July 27, 2023 (the "Tranche II Prospectus") with the Registrar of Companies, Tamil Nadu at Chennai, National Stock Exchange of India Limited, BSE Limited and SEBI. The Shelf Prospectus and Tranche II Prospectus are available on the Company's website www.cholamandalam.com, on the websites of the stock exchanges at www.nseindia.com and www.bseindia.com, on the website of SEBI at www.sebi.gov.in and the website of the lead manager at www.akgroup.co.in. Investors proposing to participate in the Tranche II Issue, should invest only on the basis of the information contained in the Shelf Prospectus and the Tranche II Prospectus. Investors should note that investment in this Public Issue of NCDS involves a high degree of risk and for details relating to the same, please refer to the Shelf Prospectus and the Tranche II Prospectus and your attention is drawn to the section on "Risk Factors" beginning on page 15 of the Tranche II Prospectus.

For CHOLAMANDALAM INVESTMENT AND FINANCE COMPANY LIMITED

Sd/-
Ravindra Kumar Kundu
Executive Director
DIN: 07337155
CONCEPT

This is an advertisement issued, pursuant to Regulation 30(1) and Schedule V of the SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021, as amended, for information purpose only.



CHOLAMANDALAM INVESTMENT AND FINANCE COMPANY LIMITED

Our Company was originally incorporated as a public limited company under the name of 'Cholamandalam Investment and Finance Company Limited' under the Companies Act, 1956, pursuant to a certificate of incorporation issued by the Registrar of Companies, Tamil Nadu at Chennai ("RoC") on August 17, 1978. It commenced its business pursuant to a certificate of commencement of business dated November 24, 1978 issued by the RoC. The name of our Company was changed to Cholamandalam Investment and Finance Company Limited pursuant to a resolution passed by the Board of Directors of the Company on June 2, 2010. The CIN of our Company is L65903TN1978PLC007576. We have obtained a certificate of registration dated June 9, 2011, bearing number 07-00306 issued by the RBI to carry on the business of non-banking financial institution under Section 45-IA of the RBI Act, 1954 and another certificate of registration dated December 15, 2022, bearing number 07-00306, to commence carry on the factoring business without accepting public deposits. Further, our Company has also been classified as NBFC-CI. For more information about our Company, please see "General Information" and "History and Certain Corporate Matters" on page 40 and 168 respectively of the Tranche II Prospectus.

Corporate Identity Number: L65903TN1978PLC007576; PAN: AAAC2252H

Registered and Corporate Office: Dare House, No. 2, N.S.C. Bose Road, Parys, Chennai 600 001, Tamil Nadu, India; Tel: +91 44 4090 7172; Email: investors@chola.murugappa.com
Company Secretary and Compliance Officer: P. Sujatha; Tel: +91 44 4090 7172; Email: sujatha@chola.murugappa.com; Chief Financial Officer: D. Anil Selvaraj; Tel: +91 44 4090 7172; Email: anilselvaraj@chola.murugappa.com

THE ISSUE

PUBLIC ISSUE BY CHOLAMANDALAM INVESTMENT AND FINANCE COMPANY LIMITED ("COMPANY" OR THE "ISSUER") OF SECURED, RATED, LISTED, REDEEMABLE NON-CONVERTIBLE DEBENTURES OF FACE VALUE OF ₹ 1,000 EACH ("NCDs") FOR AN AMOUNT AGGREGATING UP TO ₹ 599 CRORES ("BASE ISSUE SIZE") WITH AN OPTION TO RETAIN OR OVERSUBSCRIBE UP TO ₹ 1,000 CRORE, AGGREGATING UP TO ₹ 1,599 CRORE (HEREINAFTER REFERRED TO AS THE "TRANCHE II ISSUE") WHICH IS WITHIN THE SHELF LIMIT OF ₹ 5,000 CRORES AND IS BEING OFFERED BY WAY OF THE TRANCHE II PROSPECTUS DATED JULY 27, 2023, CONTAINING INTERIM AND THE TERMS AND CONDITIONS OF TRANCHE II ISSUE ("TRANCHE II PROSPECTUS"), WHICH SHOULD BE READ TOGETHER WITH THE SHELF PROSPECTUS DATED APRIL 19, 2023 ("SHELF PROSPECTUS") FILED WITH THE REGISTRAR OF COMPANIES, TAMIL NADU AT CHENNAI ("ROC"), STOCK EXCHANGES AND SECURITIES AND EXCHANGE BOARD OF INDIA ("SEBI"). THE SHELF PROSPECTUS AND THE TRANCHE II PROSPECTUS CONSTITUTE THE "PROSPECTUS" ("PROSPECTUS"). THIS TRANCHE II ISSUE IS BEING MADE PURSUANT TO THE PROVISIONS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA ACT AND LISTING OF NON-CONVERTIBLE SECURITIES REGULATIONS, 2021, AS AMENDED (THE "SEBI NCS REGULATIONS"), THE COMPANIES ACT, 2013 AND RULES MADE THEREUNDER, EACH AS AMENDED (THE "COMPANIES ACT, 2013") TO THE EXTENT NOTIFIED AND THE SEBI MASTER CIRCULAR, THE ISSUE IS NOT UNDERWRITTEN.

Credit Rating: "IND AA+/Stable" by India Ratings & Research Private Limited and "ICRA/AA+ (Stable)" by ICRA Limited Allotment on first come first serve basis*

*Allotment in the public issue of debt securities shall be made on the basis of date of application to the electronic book of the Stock Exchanges in accordance with the SEBI Master Circular. However, from the date of over subscription and thereafter, the allotments will be made to the applicants on proportionate basis. For further details refer section titled "Issue Related Information" on page 258 of the Tranche II Prospectus.

TRANCHE II ISSUE PROGRAMME*

TRANCHE II ISSUE OPENED ON: FRIDAY, JULY 28, 2023
TRANCHE II ISSUE CLOSING ON: THURSDAY, AUGUST 10, 2023

*This Tranche II 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 II Prospectus, except that the Tranche II Issue may close on such earlier date or extended date as may be decided by the Board of Directors of our Company or Debenture Committee subject to compliance with Regulation 33 of the SEBI NCS Regulations and subject to not exceeding thirty days from filing the Tranche II Prospectus with ROC. In the event of an early closure or extension of this issue, our 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 II Issue have been given on or before such earlier or extended date of the Tranche II Issue. The Tranche II Issue shall be accepted only between 10 a.m. and 5 p.m. (Indian Standard Time) and updated only up to 5 p.m. on each extended time as may be permitted by the Stock Exchanges. Further, pending market request for bids placed on the last day of bidding will be valid until 5 p.m. (Indian Standard Time) on Working Day after the Tranche II Issue Closing Date. For further details please refer to the chapter titled "Issue Related Information" on page 258 of the Tranche II Prospectus.

ASBA* | Simple, Safe, Smart way of Application!!!

*Applications Supported by Blocked Amount ("ASBA") is a better way of applying to issues by simply blocking the fund in the bank account. For further details, check section on ASBA below. Mandatory in public issues. No cheque will be accepted.



UPI - Now available in ASBA for Retail Individual Investors. Bidders are required to ensure that the bank account used for bidding is linked to their PAN

UPI is now available for Retail Individual Investors submitting bids up to an application value of ₹ 5,00,000, applying through Designated Intermediaries, SCBs or through the BSE Direct App (NDSegidB) Web interface of stock exchanges or any other permitted methods. For details of the ASBA and UPI Process, refer to the details given in the Application Form and also refer to the section titled "Issue Procedure" beginning on page 278 of the Tranche II Prospectus. List of banks supporting UPI is also available on the website of SEBI at www.sebi.gov.in. HDFC Bank Limited has been appointed as Sponsor Bank for the Tranche II Issue, in accordance with the requirement of the SEBI Master Circular dated August 10, 2021 as amended.

OUR PROMOTERS

Our Promoters are Cholamandalam Financial Holdings Limited, Ambadi Investments Limited, M.V. Subbiah, M.A. Aagappan, A. Velayuthan, A. Venkateshachari, M.M. Murugappa, M.N. Venkateshachari, M.A.N. Arunachalam, S. Velayuthan, Arun Aagappan, M.M. Veerappa, S. Narayanaswamy, V. Arunachalam, M.N. Muthiah, M.V. Muthiah, Arun Venkateshachari, M. Subramanian, M.V. Murugappa, M.V. Subbiah HUF, M.A. Aagappan HUF, A. Velayuthan HUF, A. Venkateshachari HUF, M.M. Murugappa HUF, M.A.N. Arunachalam HUF, M.N. Venkateshachari HUF, M.N. Muthiah HUF, M.M. Murugappa HUF, M.V. Muthiah HUF, M.V. Subbiah, M.A. Aagappan & M.M. Murugappa hold shares on behalf of the firm) Tube Investments of India Limited, New Ambadi Estates Private Limited, Coromandel International Limited, Coramand Enterprises Limited, Carbundrum International Limited, E.I.D. Parry (India) Limited, M.A. Aagappan (holds shares on behalf of Kadamane Estates). Tel: +91 44 4090 7172; Email: investors@chola.murugappa.com. For further details, see "Our Promoters" beginning on page 185 of the Tranche II Prospectus.

ADDENDUM TO THE TRANCHE II PROSPECTUS DATED JULY 27, 2023: NOTICE TO INVESTORS (THE "ADDENDUM")

Potential Applicants may note that:
The Board of Directors of the Company at their meeting held on August 1, 2023 inter alia approved the following:
1. Approved unaudited standalone and consolidated financial results of the Company for the quarter ended June 30, 2023 along with limited review report, and the same have been submitted to BSE Limited and National Stock Exchange of India Limited, available on the websites of BSE at www.bseindia.com and NSE at www.nseindia.com, respectively. Accordingly, please note that the disclosures in "Material Developments" on page 256 of the Tranche II Prospectus shall be deemed to be updated in this regard.
2. Approved the issue of equity shares of ₹ 10/- each or convertible securities by way of qualified institutions placement (QIP) to eligible qualified institutional buyers up to an amount not exceeding ₹ 4,000 crores in one or more tranches at such price in accordance with Chapter VI of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2019. Accordingly, please note that the disclosures in "Material Developments" on page 256 of the Tranche II Prospectus shall be deemed to be updated in this regard.
The Prospectus shall be read in conjunction with this Addendum. The information in this Addendum supplements and augments the Prospectus and updates the information in the Prospectus and the Addendum Prospectus, as applicable. All capitalised terms used in this Addendum shall, unless the context otherwise requires, have the meaning ascribed to them in the Prospectus and the Addendum Prospectus. Any reference to the Prospectus in relation to the Tranche II Issue shall be deemed to include reference to and this Addendum.

NCDs ALLOTMENT WILL BE MADE IN DEMATERIALIZED FORM ONLY. ALLOTMENT IN CONSULTATION WITH THE LEAD MANAGER AND THE DESIGNATED STOCK EXCHANGE SHALL BE MADE ON THE BASIS OF THE DATE OF UPLOAD OF EACH APPLICATION INTO THE ELECTRONIC PLATFORM OF THE STOCK EXCHANGES, IN EACH PROPORTION SUBJECT TO THE ALLOCATION RATIO. HOWEVER, FROM THE DATE OF OVER SUBSCRIPTION AND THEREAFTER, THE ALLOTMENTS WILL BE MADE TO THE APPLICANTS ON PROPORTIONATE BASIS. FOR FURTHER DETAILS REFER SECTION TITLED "ISSUE RELATED INFORMATION" ON PAGE 258 OF THE TRANCHE II PROSPECTUS DATED JULY 27, 2023.

Information required under Section 30 of Companies Act, 2013:
CONTENTS OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AS REGARDS ITS OBJECTS: For information on the main objects of our Company, see section titled "History and Certain Corporate Matters" on page 168 of the Tranche II Prospectus and Clause II of the Memorandum of Association of our Company. The Memorandum of Association of the Company is a document for inspection in relation to the Tranche II Issue. For further details, see the section titled "Material Contracts and Documents for Inspection" on page 300 of the Tranche II Prospectus.

LIABILITY OF MEMBERS: Limited by shares
AMOUNT OF SHARE CAPITAL OF THE COMPANY AS ON JUNE 30, 2023: The Authorised Share Capital of the Company is ₹ 7,40,00,00,000 divided into 1,20,00,00,000 Equity Shares of face value of ₹ 2 each and 2,00,00,00,000 Preference Shares of ₹ 100 each. The Issued Share Capital is ₹ 1,64,50,00,912 divided into 82,25,00,456 Equity Shares of face value of ₹ 2 each. The Subscribed and Paid up Share Capital is ₹ 1,64,54,39,372 divided into 82,22,71,686 Equity Shares of face value of ₹ 2 each pursuant to forfeiture of 6,54,50,000 (₹ 1 per share aggregating to ₹ 13,04,50,000).

NAMES OF THE SIGNATORIES AT THE TIME OF SIGNING OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AND THE NUMBER OF SHARES SUBSCRIBED FOR BY THEM AT THE TIME OF SIGNING OF THE MEMORANDUM OF ASSOCIATION: Given are the names of the signatories of the Memorandum of Association of the Company and the number of equity shares subscribed of face value of ₹ 10/- each by them at the time of signing of the Memorandum of Association. A.M. Arunachalam, A.R. Damodaran, M.V. Arunachalam, S.S. Sathyan, C.D. Sathyan and M.A. Aagappan were allotted 150, 100, 100, 100 and 100 Equity Shares respectively at the time of incorporation of the Company aggregating to 700 Equity Shares of face value of ₹ 10/- each.

LISTING: The NCDs offered through the Tranche II Prospectus and the Tranche II Prospectus are proposed to be listed on BSE and NSE. Our Company has received an in-principle approval from BSE by way of its letter bearing reference number DCSB/IMP- BOND/00223-24 dated April 13, 2023 and from NSE by way of its letter bearing reference number NSEL/ST/00223-24 dated April 13, 2023. NSE shall be the Designated Stock Exchange.

GENERAL RISKS: Investment in non-convertible securities is risky, and investors should not invest any funds in such securities unless they can afford to take the risk attached to such investments. Investors are advised to take an informed decision and to read the risk factors carefully before investing in this offering. For taking an investment decision, investors must rely on their own examination of the facts including the risks to the investment and the information provided by the issuer. "Risk Factors" on page 15 and "Material Developments" on page 256 of the Tranche II Prospectus. These risks are not, and are not intended to be, a complete list of all risks and considerations relevant to the non-convertible securities or investor's decision to purchase such securities. The Tranche II Prospectus has not been and will not be approved by any regulatory authority in India, including the Securities and Exchange Board of India ("SEBI"), the Reserve Bank of India ("RBI"), RoC or any stock exchange in India nor do they guarantee the accuracy or adequacy of the document.

DISCLAIMER CLAUSE OF BSE: It is to be distinctly understood that the permission given by BSE should not in any way be deemed or construed that the Draft Offer Document has been cleared or approved by BSE nor does it certify the correctness or completeness of any of the contents of the Prospectus. The investors are advised to refer to the Tranche II Prospectus for the full text of the "Disclaimer Clause of BSE".

DISCLAIMER CLAUSE OF NSE: It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the Offer Document has been cleared or approved by NSE nor does it certify the correctness or completeness of any of the contents of the Offer Document. The investors are advised to refer to the Tranche II Prospectus for the full text of the "Disclaimer Clause of NSE".

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LEAD MANAGER TO THE ISSUE	REGISTRAR TO THE ISSUE	CREDIT RATING AGENCY	DEBENTURE TRUSTEE**
 A. K. Capital Services Limited 603, 6th Floor, Windsor, Off CST Road, Kattina, Saraburuz East, Mumbai 400 098, Maharashtra, India Tel: +91 22 6754 6500 Fax: +91 22 6754 6500 Email: chola_ncd2023@akgroup.co.in Investor Grievance Email: investor.grievance@akgroup.co.in Website: www.akgroup.co.in Contact Person: Anandh Vijayalaxmi Milan Sori Compliance Officer: Tejash Dada SEBI Registration No: INM000010411 CIN: L74699MH1993PL274081	 KFIN Technologies Limited (Formerly known as KFIN Technologies Private Limited) 1st Floor, Tower B, Plot 18 & 19, Financial District, Nanaknagar, Saraburuz East, Hyderabad Rangaroad 502 032, Telangana, India Tel: +91 40 8718 2222 Fax: +91 40 8718 2222 Email: chola_ncd2023@kfin.com Investor Grievance Email: investor.grievance@kfin.com Website: www.kfin.com Contact Person: M. Anil Kumar SEBI Registration No: INM000002221 CIN: L72407TG2017PL117649	 India Ratings & Research Pvt Ltd Workstead Towers, 4th Floor, West Wing, Bandra Kurla Complex, Bandra East, Mumbai 400 051, Maharashtra, India Tel: +91 22 4090 7171 Fax: +91 22 4090 7171 Email: info@indiaratings.com Website: www.indiaratings.com Contact Person: Jitay Gao Compliance Officer: Anurupa Basu	 ICRA Limited Building No. 8, 2nd Floor, Tower A, DLF Cyber City, Phase II, Gurgaon, 122 002, Haryana, India Tel: +91 124 454 5300 Fax: +91 124 454 5300 Email: shrikumar@icra.com Website: www.icra.com Contact Person: S. Shrikumar SEBI Registration No: INCR000015 CIN: L74999DL1991PL0042749
 IDBI Trustee Services Limited Universal Insurance Building, Ground Floor, S.P. Road, Mumbai - 400001 Tel: +91 22 4067075 Fax: +91 22 66311776 Email: idbitrustee@idbitrustee.com Investor Grievance Email: investor.grievance@idbitrustee.com Website: www.idbitrustee.com Contact Person: Jinal Shah Compliance Officer: Shresha Joshi SEBI Registration No: INDD0000480 CIN: U65911MH2007G0111554			

COMPANY SECRETARY AND COMPLIANCE OFFICER

P. Sujatha

Dare House, No. 2, N.S.C. Bose Road Parys, Chennai 600 001 Tamil Nadu, India; Contact Number: +91 44 4090 7172; Fax: +91 44 2534 6464; Email: sujatha@chola.murugappa.com

*Investors may contact the Registrar to the Issue or the Company Secretary and Compliance Officer in case of any pre-issue or post-issue related issues such as non-receipt of Certificate, cancellation or interest on application amount etc.

*IDBI Trustee Services Limited pursuant to Regulation 31 of the SEBI NCS Regulations and by way of letter dated July 25, 2023 has given its consent for its appointment as Debenture Trustee to the Issue and for its name to be included in the Draft Shelf Prospectus, the Tranche II Prospectus and in all the subsequent periodical communications sent to the holders of the Debentures issued pursuant to the Tranche II Issue. A copy of the Shelf Prospectus and the Tranche II Prospectus have been filed with the RoC, in terms of Section 26 and Section 37 of the Companies Act, 2013, along with the endorsed/ certified copies of all requisite documents. For further details, see "Material Contracts and Documents for Inspection" beginning on page 390 of the Tranche II Prospectus.

Disclaimer: CHOLAMANDALAM INVESTMENT AND FINANCE COMPANY LIMITED ("Company"), subject to market conditions and other considerations is proposing a public issue of Secured, Rated, Redeemable, Non-Convertible Debentures of face value of ₹ 1,000 each ("NCDs") and has filed the Shelf Prospectus dated April 19, 2023 (the "Shelf Prospectus") and the Tranche II Prospectus dated July 27, 2023 (the "Tranche II Prospectus") with the Registrar of Companies, Tamil Nadu at Chennai, National Stock Exchange of India Limited and SEBI. The Shelf Prospectus and the Tranche II Prospectus are available on the Company's website www.cholamandalam.com, on the website of the stock exchanges at www.nseindia.com and www.bseindia.com, on the website of SEBI at www.sebi.gov.in and the website of the lead manager as well as in investors' portfolio to participate in the Tranche II Issue. Investors should invest only on the basis of the information contained in the Prospectus and the Tranche II Prospectus. Investors should note that investment in this Public Issue of NCDs involves a high degree of risk and for details relating to the same, please refer to the Shelf Prospectus and the Tranche II Prospectus and your attention is drawn to the section on "Risk Factors" beginning on page 15 of the Tranche II Prospectus.

For CHOLAMANDALAM INVESTMENT AND FINANCE COMPANY LIMITED

3d-
Ravindra Kumar Kunda
Executive Director
DIN: 07337155
CONCEPT

உள்ளார் செய்திகள் முதல் உலகச் செய்திகள் வரை... தினமும் காலையில் படியுங்கள்...

தினகூரல்