



November 28, 2023

The Secretary
National Stock Exchange of India Limited
Capital Market – Listing, Exchange Plaza,
5th Floor, Plot No. C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai 400 051

The Secretary
BSE Ltd.
25th Floor, Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai 400 001

NSE SCRIP CODE: CHOLAFIN EQ

BSE SCRIP CODE: 511243

Dear Sir,

Sub: Newspaper Advertisement regarding Tranche-III issue opening and closing of Public issue of debentures

We enclose copies of the newspaper advertisements published in Financial Express – English edition, Dina Kural – Tamil edition and Jansatta – Hindi edition on 28th November, 2023 regarding the 'Issue opening and closing date' for company's public issue of secured, rated, listed redeemable non-convertible debentures of the face value of Rs.1,000 each ("NCDs") with a base Issue size of Rs.500 crores with an option to retain any oversubscription up to Rs.500 crores, aggregating up to Rs.1,000 crores within the shelf limit of Rs.5000 crore ("Tranche III Issue").

We request you kindly take the above on record and acknowledge receipt.

Thanking you,

Yours faithfully,

For Cholamandalam Investment & Finance Co. Ltd.

P Suiatha

PANGUR AYIRATH Digitally signed by PANGURAYIRATH SUJATHA Date: 2023.11.28

ujatha SUJATHA 14:31:32 +05'30'

Company Secretary

Cholamandalam Investment and Finance Company Ltd.

"Chola Crest", C54-55 & Super B-4, Thiru-Vi-Ka Industrial Estate, Guindy, Chennai – 600032. Tel : 044 4090 7172 | Fax : 044 4090 6464 Toll-Free No. : 1800 102 4565 | Website : www.cholamandalam.com

CIN: L65993TN1978PLC007576







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 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 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 £65993TN1978PLC007576. We have obtained a certificate of registration dated June 9, 2011, bearing number 07-00306 issued by the RBI to commencer 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-ICC. For more information about our Company, please see "General Information" and "History and Certain Corporate Matters" on pages 47 and 189, respectively of the

Corporate Identity Number: L65993TN1978PLC007576; PAN: AAACC1226H
Registered and Corporate Office: Chola Crest, C54-55 and Super B-4, Thiru-Vi-Ka Industrial Estate, Guindy, Chennai 600032, 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

THE ISSUE

PUBLIC ISSUE BY CHOLAMANDALAM INVESTMENT AND FINANCE COMPANY LIMITED ("COMPANY" OR THE "ISSUER") OF UP TO 1,00,00,000 SECURED, RATED, LISTED, REDEEMABLE NON-CONVERTIBLE DEBENTURES OF FACE VALUE OF ₹ 1,000 EACH ("NCDs") FOR AN AMOUNT AGGREGATING UP TO ₹ 500 CRORES ("BASE ISSUES ISSUES") WITH AN OPTION TO RETAIN OVERSUBSCRIPTION UP TO ₹ 500 CRORE, AGGREGATING UP TO ₹ 1,000 CRORE (HEREINAFTER REFERRED TO AS THE "TRANCHE III ISSUE") WHICH IS WITHIN THE SHELF LIMIT OF ₹ 5,000 CRORES AND IS BEING OFFERD BY WAY OF THE TRANCHE III PROSPECTUS DATED NOVEMBER 23, 2023. CONTAINING INTER ALIA THE TERMS AND CONDITIONS OF TRANCHE III 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 III PROSPECTUS CONSTITUTES THE PROSPECTUS ("PROSPECTUS").

THIS TRANCHE III 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 SEDI 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*

ent in the public issue of debt securifies shall be made on the basis of date of upload of each application 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 properties. "Issue Related Information" on page 280 of the Tranche III Prospectus

TRANCHE III ISSUE PROGRAMME*

TRANCHE III ISSUE OPENS ON: NOVEMBER 28, 2023 TRANCHE III ISSUE CLOSES ON: DECEMBER 11, 2023

*This Tranche III 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 III Prospectus, except that this Tranche III Issue may olose 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 33A of the SEBI NCS Regulations and subject to not exceeding thirty days from filing the Tranche III Prospectus with ROC. In the event of an early closure or extension of this Tranche III Issue with a 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 III issue have been explicated in the Tranche III issue have been explicated to the prospective investors through an advertisement in all the newspapers in which pre-issue advertisement for opening of this Tranche III issue have been explicated to the prospective investors through an advertisement in all the newspapers in which pre-issue advertisement for opening of this Tranche III issue have been explicated time as may be permitted by the Stock Exchanges. Further, pending mandate 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 III issue Closing Date. For further details please refer to the chapter titled 'Issue Related Information' on page 280 of the Tranche III Prospectus...

OUR PROMOTERS

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 206 of the Tranche III Prospectus. THE FOLLOWING IS A SUMMARY OF THE TERMS AND CONDITIONS OF THE MED. TO BE ISSUED BURGLIANT TO THE TRANSMENT IN PROSPECTIVE

Series	1	II .	III*	IV	V	VI		
Frequency of Interest Payment	Annual	Cumulative	Annual	Cumulative	Annual	Cumulative		
Minimum Application	₹ 10,000 (10 NCDs) across all series							
In Multiples of thereafter (₹)	₹1,000 (1 NCD)							
Face Value/ Issue Price of NCDs (₹/NCD)	₹1,000							
Tenor	24 months	24 months	36 months	36 months	60 months	60 months		
Coupon (% per annum) for NCD Holders in all Categories of Investors	8.40%	NA NA	8.50%	NA	8,60%	NA		
Effective Yield (% per annum) for NCD Holders in all Categories of Investors	8.39%	8.40%	8.49%	8.50%	8.59%	8.60%		
Mode of Interest Payment	Through various modes available							
Redemption Amount (₹ / NCD) on Maturity for NCD Holders in all Categories of Investors	₹1,000	₹ 1,175.32	₹1,000	₹ 1,277.58	₹1,000	₹ 1,511.28		
Maturity / Redemption Date (from the Deemed Date of Allotment)	24 months	24 months	36 months	36 months	60 months	60 months		
Put and Call Option	Not Applicable							

"Our 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" on page 134 Available to the Debenture Holders" on page 134 Available to the Debenture Holders "on page 134 Available to the Debenture Holders" on page 135 Available to the Debenture Holders "on page 135 Available to the Debenture Holders" on page 135 Available to the Debenture Holders "on page 135 Available to the Debenture Holders" on page 135 Available to the Debenture Holders "on page 135 Available to the Debenture Holders" on page 135 Available to the Debenture Holders "on page 135 Available to the Debenture Holders" on page 135 Available to the Debenture Holders "on page 135 Available to the Debenture Holders" on page 135 Available to the Debenture Holders "on page 135 Available to the Debenture Holders" on page 135 Available to the Debenture Holders "on page 135 Available to the Debenture Holders" on page 135 Available to the Debenture Holders "On the Transche III Prospectus on the Holders" on page 135 Available to the Debenture Holders "On the Transche III Prospectus on the Holders" on page 135 Available to the Debenture Holders "On the Transche III Prospectus on the Holders "On the Transche III Prospectus on the Holders "On the Transche III Prospectus on the Holders" on the Holders "On the Transche III Prospectus on the Holders" on the Holders "On the Transche III Prospectus o

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 ASBA Simple, Safe, Smart way of Application!!! 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, SCBSs or through the BSE Direct App(NSEgoBID / 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 300 of the Tranche III 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 III Issue, in accordance with the requirement of the SEBI Master Circular dated August 10, 2021 on as armended.

NCDs ALLOTMENT WILL BE MADE IN DEMATERIALISED FORM ONLY. ALLOTMENT IN CONSULTATION WITH THE LEAD MANAGER AND THE DESIGNATED STOCK EXCHANGES HALL BE MADE ON THE BASIS OF THE DATE OF UPLOAD OF EACH APPLICATION INTO THE ELECTRONIC PLATFORM OF THE STOCK EXCHANGES, IN It is also to be distinctly understood that the approval given by NSE should not in any way be deemed or construed that the prospectus has been cleared or approved by NSE; nor does it 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 280 OF THE TRANCHE III PROSPECTUS DATED NOVEMBER 23, 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 189 of the Tranche III Prospectus and Clause III 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 III Issue. For further details, see the section titled "Material Contracts and Documents for Inspection" on page 410 of the Tranche III Prospectus.

AMOUNT OF SHARE CAPITAL OF THE COMPANY AS ON SEPTEMBER 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 5,00,00,000 Preference Shares of ₹ 100 each. The Issued Share Capital is ₹ 1,64,63,75,924 divided into 82,31,87,962 Equity Shares of ace value of ₹ 2 each. The Subscribed and Paid up Share Capital is ₹ 1,64,50,08,384 divided into 82,25,04,192 Equity Shares of face value of ₹ 2 each pursuant to certain shares and

certain shares being kept in abeyance.

Am MES 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, J.V.Somayajulu, A.R. Damodaran, M.V. Arunachalam, B. S. Badradri, C. D.Gopinath and M.A.Alagappan were allotted 150, 100, 100, 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 III 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/BMPP-BOND/002/23-24 dated April 13, 2023 and from NSE by way of its letter bearing reference number NSE/LISTIO/2023/0090 dated April 13, 2023. NSE shall be the Designated Stock Exchange.

GENERAL RISKS: Investment in pon-provedible securities is risky and investings than year afford to take the risk attached to such

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

DISCLAIMER CLAUSE OF USE OF US

Software to participanting in systems of making application process. It is 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 constructed as compliance with various statutory and other requirements by the Company. LM becompany LM because used herein such desirable as a sprioused by NSE, nor does it warrant in any manner, certify or endorse the correctness or completeness of any of the compliance with the statutory and other requirements nor does it. LEAD MANAGER TO THE ISSUE REGISTRAR TO THE ISSUE

DISCLAIMER CLAUSE OF THE RBI: A copy of the Shelf Prospectus and the Tranche III Prospectus has not been filed with or submitted to the Reserve Bank Of India ("RBI"). It is nctly understood that the Shelf Prospectus and the Transche III Prospectus has not been filed with or submitted to the Reserve Bank Of India ("RBI"). It is not just that the Shelf Prospectus and the Transche III Prospectus should not in any way be deemed or construed to be approved or vetted by RBI. RBI does not accept any on submitted to the present position as to the financial soundness of the issuer or for the correctness of any of the statements or representations made or opinions essed by the issuer and for discharge of liability by the issuer. RBI neither accepts any responsibility nor guarantee for the payment of any amount due to any investor in respect of proposed NCDs.

the proposed NCDs.

CREDIT RATING: The NCDs proposed to be issued pursuant to this Tranche III Issue have been rated [IND AA+/Stable by India Ratings & Research Private Limited for an amount of up to ₹ 5.000 crores by way of its letter dated February 15, 2023 (further revaildated on March 20, 2023, April 13, 2023, July 12, 2023 and November 1, 2023) and [ICRA]AA+(Stable) by ICRA Limited by way of its letter dated March 16, 2023 (further revaildated on April 3, 2023, July 17, 2023 and November 10, 2023). Instruments with this rating are considered to have adequate degree of safety regarding timely servicing of financial obligations. Such instruments carry low credit risk. The press release by the rating agencies in relation to the Issue shall not be older than one year from the date of the opening of the Issue. The rating provided by the Credit Rating Agencies may be suspended, withdrawn or revised at any time by the assigning rating agency and should be evaluated independently of any other rating. These ratings are not a recommendation to buy, sell or hold securities and investors should take their own decisions. For the rationale and press release for these ratings, see "General Information" and "Annexure 8" of the Tranche III Prospectus, beginning on pages 47 and 414, respectively.

47 and 414, respectively.

DISCLAIMER CLAUSE OF INDIA RATINGS AND RESEARCH PRIVATE LIMITED: All credit ratings assigned by India Ratings are subject to certain limitations and disclaimers.

Please read these limitations and disclaimers by following this link: https://www.indiaratings.co.in/rating-definitions, in addition, rating definitions and the terms of use of such ratings are available on the agency's public website www.indiaratings.co.in. Published ratings, criteria, and methodologies are available from this site at all times. India Ratings' code of conduct, confidentiality, conflicts of interest, affiliate frewall, compliance, and other relevant policies and procedures are also available from the code of conduct section of this site. (https://www.indiaratings.co.in/rating-definitions) (https://www.indiaratings.co.in).

LISTING: The NCDs offered through the Tranche III Prospectus and the Shelf Prospectus and Shelf Prospectus an

CREDIT RATING AGENCY

A. K. Capital Services Limited 603, 6th Floor, Windsor, Off CST Road, Kalina antacruz East, Mumbai 400 098, Maharashtra, India

Facsimile: +91 22 6610 0594 Email: chola.ncd2023@akgroup.co.in Investor Grievance Email: investor.grievance@akgroup.co.in Website: www.akgroup.co.in Contact Person: Aanchal Wagle/ Milan Soni npliance Officer: Tejas Davda SEBI Registration No: INM000010411 CIN: L74899MH1993PLC274881

▲ KFINTECH

KFin Technologies Limited (formerly known as KFIN Technologies Private Limited)
Selenium, Tower B, Plot No- 31 & 32, Financial District. Nanakramguda, Serilingampally, Hyderabad Rangareddi 500 032, Telangana, India Tel: +91 40 6716 2222

Facsimile: +91 40 6716 1563 Email: chola.ncdipo@kfintech.com Investor Grievance Email: einward.ris@kfintech.com Website: www.kfintech.com Contact Person: M Murali Krishna SEBI Registration No.: INR000000221 CIN: L72400TG2017PLC117649

OMPANY SECRETARY AND COMPLIANCE OFFICER

India Ratings & Research India Ratings & Research Pvt Ltd

Wockhardt Towers, 4th Floor, West Wing Randra Kuria Compley Randra Fast Mumbai 400 051, Maharashtra, India

Tel: +91 22 4000 1700 Facsimile: + 91 22 4000 1701 Email: infogro@indiaratings.co.in Website: www.indiaratings.co.in Contact Person: Jinay Gala

R ICRA **ICRA** Limited

Building No.8, 2nd Floor, Tower A, DLF Cyber City, Phase II, Gurgaon 122 002, Haryana, India Tel: +91 124 454 5300 Facsimile: +91 124 405 0424

Email: shivakumar@icraindia.com Contact Person: L. Shivakumar SEBI Registration No: IN/CRA/008/15 CIN: L74999DL1991PLC042749 DEBENTURE TRUSTEE**



Universal Insurance Building, Ground Floor, Sir P.M. Road, Fort, Mumbai - 400001 Tel: +91 22 40807073 Facsimile: +91 22 66311776 Email: itsl@idbitrustee.com / jinal@idbitrustee.com Investor Grievance Email: response@idbitrustee.com

Contact Person: Jinal Shah Compliance Officer: Sneha Jadhay SEBI Registration No.: IND000000460 CIN: U65991MH2001GOI131154

Compliance Officer: Arunima Basu

Chola Crest, C54-55 and Super B-4, Thiru-Vi-Ka Industrial Estate, Guindy, Chennai 600 032, Tamil Nadu, India, Contact Number: +91 44 4090 7172, Facsimile; +91 44 4090 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 Trusteeship Services Limited pursuant to Regulation 8 of the SEBI NCS Regulations and by way of letters dated March 27, 2023 and 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 Shelf Prospectus and the Tranche III I Prospectus and the Tranche III Prospectu periodical communications sent to the holders of the Debentures issued pursuant to this Trans-Contracts and Documents for Inspection' beginning on page 410 of the Transhe III Prospectus. 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

the Tranche III Prospectus dated November 23, 2023 (the "Tranche III Prospectus") with the Registrar of 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 at www.akgroup.co.in. Investors proposing to participate in the Tranche III I Prospectus and the Tranche III Prospectus and the Tra

For CHOLAMANDALAM INVESTMENT AND FINANCE COMPANY LIMITED

Ravindra Kumar Kundu Executive Directo CONCEPT

financi<mark>alexp.ep.</mark>.in

Place: Chennai Date: November 27, 2023











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



CHOLAMANDALAM INVESTMENT AND FINANCE COMPANY LIMITED

ompany 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 Chennal ("RoC") on August 17, 1978, it commenced its business pursuant to a 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 firesh 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 firesh certificate of oration issued by the RoC on June 2, 2010. The CIN of our Company is L55933TN 1978PLC007576. We have obtained a certificate of registration dated June 9, 2011, bearing number 07, 20306 issued by the RoC on June 2, 2010. dated December 15, 2022, bearing number N-07-00893, to commencer carry on the factoring business without accepting public deposits. Further, our Company, please see "General Information" and "History and Certain Covporate Matters" on pages 47 and 189, respectively of the

Corporate Identity Number: L65993TN1978PLC007576; PAN: AAACC1229H

Registered and Corporate Office: Choic Crest, C54-55 and Super 8-4. Thirs-Vi-Ka Industrial Estate, Guindy, Chennal 800002; Tamil Natu, India; Tel: +91 44 4990 7172; Website: www.cbolamandalam.com; Email: investions@cbola.murugappa.com

Company Secretary and Compliance Officer: P. Sujatha; Tel: +91 44 4090 7172; Email: sujsthap@cbola.murugappa.com; Chief Financial Officer: D. And Selvan; Tel: +91 44 4090 7172; Email: arulselvand@cbola.murugappa.com

PUBLIC ISSUE BY CHOLAMANDALAM INVESTMENT AND FINANCE COMPANY LIMITED ("COMPANY" OR THE "ISSUER"), OF UP TO 1,000,000 SECURED, RATED, LISTED, REDEEMABLE NON-CONVERTIBLE DEBENTURES OF FACE VALUE OF ₹ 1,000 EACH ("NCDs") FOR AN AMOUNT AGGREGATING UP TO ₹ 5,000 CRORES ("BASE ISSUE") WITH AN OPTION TO RETAIN OVERSUBSCRIPTION UP TO ₹ 5,000 CRORE, AGGREGATING UP TO ₹ 1,000 CRORE (HEREINAFTER REFERRED TO AS THE "TRANCHE III ISSUE") WHICH IS WITHIN THE SHELF LIMIT OF ₹ 5,000 CRORES AND IS BEING OFFERED BY WAY OF THE TRANCHE III PROSPECTUS DATED MOVEMBER 23, 2021 CONTAINING INTER ALIA THE TERMS AND CONDITIONS OF TRANCHE III PROSPECTUS"), WHICH SHOULD BE READ TOGETHER WITH THE SHELF PROSPECTUS ("SHELF PROSPECTUS") FILED WITH THE REGISTRAR OF COMPANIES, TAMIL NADU AT CHENNAL ("ROC"), STOCK EXCHANGES AND SECURITIES AND EXCHANGE BOARD OF INDIA ("SEBI"). THE SHELF PROSPECTUS CONSTITUTES THE PROSPECTUS").

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TRANCHE III ISSUE PROGRAMME*

TRANCHE III ISSUE OPENS ON: NOVEMBER 28, 2023 TRANCHE III ISSUE CLOSES ON: DECEMBER

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OUR PROMOTERS

Our Promoters are Cholamandalam Financial Holdings Limited, Ambadi Investments Limited, M.V. Subbiah, M.A. Alagappan, A. Vellavan, A. Venkatachalam, M.M. Murugappan, M.M. Venkatachalam, M.A. M. Arunachalam, S. Veilavan, Arun Alagappan, M.M. Veerappan, V. Narayanan, V. Arunachalam, M.A. M. Murugappan, M.M. Venkatachalam, M.A. M. Arunachalam, M. M. M. M. Arunachalam, M. M. M. M. Arunachalam, M. M. 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 206 of the Tranche III Prospectus.

Series	1	11	IIP	IV	v	VI		
Frequency of Interest Payment	Annual	Cumulative	Annual	Cumulative	Annual	Cumulative		
Minimum Application	₹ 10,000 (10 NCDs) across all series							
In Multiples of thereafter (₹)	₹1,000 (1 NCD)							
Face Value/ Issue Price of NCDs (₹/NCD)	₹1,000							
Tenor	24 months	24 months	36 months	36 months	60 months	60 months		
Coupon (% per annum) for NCO Holders in all Categories of Investors	8,40%	NA NA	8.50%	NA NA	8.60%	NA NA		
Effective Yield (% per annum) for NCD Holders in all Categories of Investors	8.39%	8.40%	8.49%	8.50%	8.59%	8.60%		
Mode of Interest Payment	Through various modes available							
Redemption Amount (₹ / NCD) on Maturity for NCD Holders in all Categories of Investors	₹ 1,000	₹ 1,175.32	₹1,000	₹ 1,277.58	₹1,000	₹ 1,511.28		
Maturity / Redemption Date (from the Deemed Date of Allotment)	24 months	24 months	36 months	36 months	60 months	60 months		
Put and Call Option	Not Applicable							

Mandatory in public issues. No cheque will be accepted.

Applications Supported by Blocked Amount ("ASSA") is a better way of applying to issues by simply blocking the fund in the bank account. For further details, check section on ASSA below. ASBA Simple, Safe, Smart way of Application!!!

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 Intermedianes, SCSSs or through the BSE Direct Appn/SEgaBID / Web interface of stock exchanges or any other permitted methods. For details of the ASSA and UPI Process, refer to the details given in the Application Formand also refer to the section titled "Issue Procedure" beginning on page 300 of the Tranche III Prospectus. List of banks supporting UPI is also available on the website of SEBI at www.sebi.gov.in. HDPC Bank Limited has been appointed as Sponsor Bank for the Tranche III Issue, in accordance with the requirement of the SEBI Master Circular dated August 10, 2021 on as amended.

ACCH 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 250 OF THE TRANCHE III PROSPECTUS DATED NOVEMBER 23, 2023. mation required under Section 38 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 steed "History and Cortain Corporate Matters" on page 189 of the Tranche III Prospectus and Cause III of the Memorandum of Association d'our Corrigany. The Memorandum of Association of the Company is a document for inspection in relation to the Tranche III Issue. For further details, see the section tribed "Material Contracts and Documents for Inspection" on page

POR BY THEM AT THE TIME OF SIGNING THE MEMORANDUM OF ASSOCIATION. Given are the names at 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, J.V.Somsyajubu, A.R. Damodaram, M.V. Arunachalam, B.S. Badradni, C.D. Gapinath and M.A. Alagappan were altotted 150, 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 € 10'- each.

LISTING: The NCDs offered through the Transfer fill 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/BMPI-BOND/002/23-24 dated April 13, 2023 and from NSE by way of the letter bearing reference number NSE/LISTID/2023/009 dated April 13, 2023. NSE shall be the Designated Stock Exchange.

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 Orline 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 end of the compliance with the statutory and other requirements representably for the francial or other soundness of the Company, it is also to be distinctly understood that the approval given by the Exchange is only to use the suftware for participating in system of making application process.

DISCLAIMER CLAUSE OF USE OF NSE ELECTRONIC PLATFOR cardicipating 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

CONSORTIUM MEMBER: A. K. Stockmart Private Limited.

Note: All Capitalised terms used herein and not specifically defined shall have same meaning as ascribed in the Tranche III Prospectus.

Specifically or indices it warrant in any manner, certify or endorse the correctness or completeness of any of the completions with the statutory and other requirements nor does it.

For further details please refer the Shell Prospectus and Tranche III Prospectus.

NCDs ALLOTMENT WILL BE MADE IN DEMATERIALISED 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

It is allow to be distincted, understood that the approval given by NSE should not in any way be deemed or construed that the prospectus has been cleared or approved by NSE; nor does it and many manner way and the contents of any of the contents of the Tranche III Prospectus; nor does it warrant that this securities will be feated or will however. From the Date OF Over Subscription and Thereafter. The ALLOTMENTS WILL BE MADE TO THE APPLICANTS ON PROPORTIONATE BASIS. FOR

Commission recommendation recommenda the proposed NCDs.

CREDIT RATING: The NCDs proposed to be issued pursuant to this Tranche III issue have been rated IND AA+; Stable by India Ratings & Research Private Limited for an amount of up 410 of the Transche III Prospectus
LIABILITY OF MEMBERS; Limited by shares
LIABILITY OF MEMBERS; Limited by shares
AMOUNT OF SHARE CAPITAL OF THE COMPANY AS ON SEPTEMBER 30, 2023: The Authorised Share Capital of the Company is ₹ 7.40.00.00.000 divided into 1.20.00.00.00

Equity Shares of face value of ₹ 2 each and 5.00.00.000 Preference Shares of ₹ 100 each. The Issued Share Capital is ₹ 1.64.63.75.924 divided into 120.31,07.982 Equity Shares of face value of ₹ 2 each and 5.00.00.000 Preference Shares of ₹ 100 each. The Issued Share Capital is ₹ 1.64.63.75.924 divided into 120.31,07.982 Equity Shares of face value of ₹ 2 each and 5.00.00.000 Preference Shares of ₹ 100 each. The Issued Share Capital is ₹ 1.64.63.05.8384 divided into 82.25.04.192 Equity Shares of face value of ₹ 2 each and 5.00.00.000 Preference Shares of ₹ 100 each. The Issued Share Capital is ₹ 1.64.63.05.8384 divided into 82.25.04.192 Equity Shares of face value of ₹ 2 each and 5.00.00.000 Preference Shares of the older than one year from the date of the older than one year from the older of the older than one year from the older of the older than one year from the older of the older than one year from the older of the older than of the older than one year from the older of the older than of the older

DISCLAIMER CLAUSE OF INDIA RATINGS AND RESEARCH PRIVATE LIMITED: All credit ratings assigned by India Ratings are subject to certain limitations and disclaimers. Please read these limitations and disclaimers by following this link: https://www.indiaratings.co.in/rating-definitions. In addition, rating definitions and the terms of use of such ratings are available on the agency's public website www.indiaratings.co.in. Published ratings, criteria, and methodologies are available from this site at all times. India Ratings' code of conduct, confidentiality, conflicts of interest, affiliate frewall, compliance, and other relevant policies and procedures are also available from the code of conduct section of

LISTING: The NCDs effered through the Transfer III Prospectus are proposed to be Isted on BSE, and NSE, Our Company has received an in-principle approach to make the property of the settler bearing reference number (DSCRMMP-BOND00272-24 dated April 13, 2023 and from NSE by way of its letter bearing reference number (DSCRMMP-BOND00272-24 dated April 13, 2023 and from NSE by way of its letter bearing reference number (DSCRMMP-BOND00272-24 dated April 13, 2023 and from NSE by way of its letter bearing reference number (DSCRMMP-BOND00272-24 dated April 13, 2023 and from NSE by way of its letter bearing reference number (DSCRMMP-BOND00272-24 dated April 13, 2023 NSE studio the the Designated Stock Exchange.

GENERAL RISKS: Investment in non-convertible securities in risky, and investors should not leverally investible in restance in non-convertible securities in risky. And investors are advised to take an informed decision and to was the risk studios carefully between westing in this offering. Fortaking an investment in non-convertible securities in risky and investors are advised to take an informed decision and to was the risk studios carefully between westing in this offering. Fortaking an investment in non-convertible securities and to the securities and to

AWAILABILITY OF PROSPECTUS: Investors are advised to refer to the Tranche III Prospectus and the 'Risk Factors' on page 18 of the Tranche III Prospectus, before applying to the Tranche III Issue. Physical copy of the Prospectus may be obtained from the Registered Office of the Company and the Lead Manager. Full copies of the Prospectus will also be available on the website of the Issuer at www.cholamandalam.com, of the Lead Manager at www.ekgroup.co.in, of BSE at wiwe.beeindia.com, of MSE at www.nseindia.com and of REPORT and the Registered Company and the Lead Manager. Full copies of the Prospectus will also be

CREDIT RATING AGENCY

LEAD MANAGER TO THE ISSUE



A. K. Capital Services Limited 603, 6th Floor, Windsor, Off CST Road, Kalina, Sentacruz East, Mumbel 400 098, Maharashtra, India Facsimile: +91 22 6610 0594 Email: chola.ncd2023@akgroup.co.in Investor Grievan.ce Email: investor.grievance@akgroup.co.in Website: www.isgroup.co.in Contact Person: Asnchal Wagle/Mian Son-Compliance Officer: Tejas Davida SEBI Registration No: NNC00010411 CIN: L74899MH1993PLC274881

REGISTRAR TO THE ISSUE



(formerly known as KFIN Technologies Private Limited) Selenium, Tower B, Plot No- 31 & 32, Financial District. Hyderabad Rangareddi 500 032, Telangana, India Tat; +91 40 6716 2222

Facsimile: +91 40 6716 1563 Email: chola.ncdpo@kfintech.com Investor Grievance Email: einward.ris@kfintech.com Website: www.kfinlech.com Contact Person: M Mural Krishna

SEBI Registration No.: INF000000221 CIN: L72400TG2017PLC117649 MPANY SECRETARY AND COMPLIANCE OFFICER **India Ratings**

India Ratings & Research Pvt Ltd Wockhardt Towers, 4th Floor, West Wir Bandra Kurlia Complex, Bandra East, Mumbai 400 051, Maharashtra, India Tel: +91 22 4000 1700 Facsimile: + 91 22 4000 1701

Email: infogrp@indiaratings.co.in Website: www.indiaratings.co.in Contact Person: Jinay Gala Compliance Officer: Arunima Basi



ICRA Limited

Building No.8, 2nd Floor, Tower A. DLF Cyber City, Phase II, Gurgaon 122 002, Haryana, India Tel: +91 124 454 5300 Facsimile: +91 124 405 0424

Email: shivakumar@icraindia.com Contact Person: L. Shivakuma SEBI Registration No: IN/CRA/008/15 CIN: 1.749990L1991PL0042749

(1) IDBI trus

IDBI Trusteeship Services Limited"

DEBENTURE TRUSTEE

Universal Insurance Building Ground Floor, Sir P.M. Road, Fort, Mumbai - 400001 Tel: +91 22 40807073 Facsimile: +91 22 66311776 Email: itsl@idbitrustee.com / inal@idbitrustee.com Investor Grievance Email: response@idbitrustee.com Website: www.idbitrustee.com Contact Person: Jinai Shai

Compliance Officer: Sneha Jadhay SEBI Registration No.: IND000000466 CIN: U65991MH2001GOI131154

Chola Crest, C54-55 and Super B-4. Thiru-Vi-Ka Industrial Estate, Guirdy, Chennai 600 032, Tarrii Nadu, India, Contact Number: 491 44 4990 7172, Facsimile: +91 44 4990 6484, Email: sujathap@chola.murugapca.com

Investors may contact the Registrar to the Issue or this Company Secretary and Compliance Officer in case of any pre-issue or post Issue misted issues such as non-receipt of Alictment advice, demait credit, infund orders, non-receipt of Deberture Certificates, transfers, or interest on application amount etc.

"IDBN Trusteeship Services Limited pursuant to Regulation 8 of the SEBN NCS Regulations and by way of listlars dated March 27, 2023 and 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 Shall Prospectus. He Shall Prospectus and the Transfe III Prospectus and III Prospectus an Contracts and Documents for Inspection" beginning on page 410 of the Tranche III Prospectus. 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 \$7 1,000 each ("NCDs") and has find the Shelf Prospectus dated April 19, 2023 (the "Shelf Prospectus") and the Company ("In the Shelf Prospectus") and the Shelf Prospectus dated April 19, 2023 (the "Shelf Prospectus") and the Shelf Prospectus dated April 19, 2023 (the "Shelf Prospectus") and the Shelf Prospectus dated April 19, 2023 (the "Shelf Prospectus") and the Shelf Prospectus dated April 19, 2023 (the "Shelf Prospectus") and the Shelf Prospectus dated April 19, 2023 (the "Shelf Prospectus") and the Shelf Prospectus dated April 19, 2023 (the "Shelf Prospectus") and the Shelf Prospectus dated April 19, 2023 (the "Shelf Prospectus") and the Shelf Prospectus dated April 19, 2023 (the "Shelf Prospectus") and the Shelf Prospectus dated April 19, 2023 (the "Shelf Prospectus") and the Shelf Prospectus dated April 19, 2023 (the "Shelf Prospectus") and the Shelf Prospectus dated April 19, 2023 (the "Shelf Prospectus") and the Shelf Prospectus dated April 19, 2023 (the "Shelf Prospectus") and the Shelf Prospectus dated April 19, 2023 (the "Shelf Prospectus") and the Shelf Prospectus dated April 19, 2023 (the "Shelf Prospectus") and the Shelf Prospectus dated April 19, 2023 (the "Shelf Prospectus") and the Shelf Prospectus dated April 19, 2023 (the "Shelf Prospectus") and the Shelf Prospectus dated April 19, 2023 (the "Shelf Prospectus") and the Shelf Prospectus dated April 19, 2023 (the "Shelf Prospectus") and the Shelf Prospectus dated April 19, 2023 (the "Shelf Prospectus") and the Shelf Prospectus dated April 19, 2023 (the "Shelf Prospectus") and the Shelf Prospectus dated April 19, 2023 (the "Shelf Prospectus") and the Shelf Prospectus dated April 19, 2023 (the "Shelf Prospectus") and the Shelf Prospectus dated April 19, 2023 (the "Shelf Prospectus") and the Shelf Prospectus dated Apri

the Tranche III Prospectus dated November 23, 2023 (the "Tranche III Prospectus") with the Registrar of Companies, Tamil Nactual Chemia, National Stock Exchange of India Limited, BSE Limited and SEBI. The Shelf Prospectus are available on the Company's website www.cholamendatem.com, on the website of the stock exchanges at www.nseindia.com and www.bseindia.com; on the website of SEBI at www.setu.gov.in and the website of the lead manager at www.akgroup.co.in. investors processing to participate in the Tranche III Prospectus Investors should note that investment in this Public Issue of NCDs involves a high degree of risk and for details reliating to the same, please refer to the Shelf Prospectus and the Tranche III Prospectus and your attention is chimn to the section on "Risk Factors" beginning on page 18 of the Tranche III Prospectus.

For CHOLAMANDALAM INVESTMENT AND FINANCE COMPANY LIMITED



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 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 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 Cill of our Company is L65993TM 1978PLC007576. We have obtained a certificate of registration dated June 9, 2011, bearing number 07-00306 issued by the RoC on June 2, 2010. The Cill of our Company is L65993TM 1978PLC007576. We have obtained a certificate of registration dated June 9, 2011, bearing number 07-00306 issued by the RoC on June 2, 2010. The Cill of our Company is L65993TM 1978PLC007576. We have obtained a certificate of registration dated June 9, 2011, bearing number 07-00306 issued by the RoC on June 2, 2010. The Cill of our Company is L65993TM 1978PLC007576. We have obtained a certificate of registration dated June 9, 2011, bearing number 07-00306 issued by the RoC on June 2, 2010. The Cill of our Company is L65993TM 1978PLC007576. We have obtained a certificate of registration dated June 9, 2011, bearing number 07-00306 issued by the RoC on June 2, 2010. The Cill of our Company is L65993TM 1978PLC007576. We have obtained a certificate of registration dated June 9, 2011, bearing number 07-00306 issued by the RoC on June 2, 2010. The Cill of our Company is L65993TM 1978PLC007576. We have obtained a certificate of registration dated June 9, 2011, bearing number 07-00306 issued by the RoC on June 2, 2010, and 2010 is the RoC on June 2, 2010 is the Cill of our Company is L65993TM 1978PLC007576. We have obtained a certificate of registration dated June 9, 2011, bearing number 07-00306 issued by the RoC on June 2, 201 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-ICC. For more information about our Company, please see "General Information" and "History and Certain Corporate Matters" on pages 47 and 189, respectively of the Tranche III Prospectus.

Corporate Identity Number: L65993TN1978PLC007576; PAN: AAACC1226H

Registered and Corporate Office: Chola Crest, C54-55 and Super B-4, Thiru-Vi-Ka Industrial Estate, Guindy, Chennai 600032, 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. Arul Selvan; Tel: +91 44 4090 7172; Email: arulselvand@chola.murugappa.com

THE ISSUE

PUBLIC ISSUE BY CHOLAMANDALAM INVESTMENT AND FINANCE COMPANY LIMITED ("COMPANY" OR THE "ISSUER") OF UP TO 1,00,00,000 SECURED, RATED, LISTED, REDEEMABLE NON-CONVERTIBLE DEBENTURES OF FACE VALUE OF ₹1,000 EACH ("NCDs") FOR AN AMOUNT AGGREGATING UP TO ₹500 CRORES ("BASE ISSUE SIZE") WITH AN OPTION TO RETAIN OVERSUBSCRIPTION UP TO ₹500 CRORE, AGGREGATING UP TO ₹1,000 CRORE (HEREINAFTER REFERRED TO AS THE "TRANCHE III ISSUE") WHICH IS WITHIN THE SHELF LIMIT OF ₹5,000 CRORES AND IS BEING OFFERED BY WAY OF THE TRANCHE III PROSPECTUS DATED NOVEMBER 23, 2023, CONTAINING INTER ALIA THE TERMS AND CONDITIONS OF TRANCHE III 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 III PROSPECTUS CONSTITUTES THE PROSPECTUS ("PROSPECTUS").

AND SECURITIES AND EXCHANGE EDUCATION FOR THE OFFICE OF THE OTHER PROPERTY OF THE PROVISION OF THE SECURITIES AND RULES MADE THEREUNDER, EACH AS AMENDED (THE "SEBI NGS 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*

TRANCHE III ISSUE PROGRAMME*

"Issue Related Information" on page 280 of the Tranche III Prospectus.

TRANCHE III ISSUE OPENS ON: NOVEMBER 28, 2023 TRANCHE III ISSUE CLOSES ON: DECEMBER 11, 2023

*This Tranche III 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 III Prospectus, except that this Tranche III Issue may close on such earlier date or exter compilance with Regulation 33A of the SEBI NCS Regulations and subject to not exceeding thirty days from filling the Transche III prospectus with NC. In the event of an early obscure or extension of this Transche III Issue, our Company shall ensure that notice of the same is provided to the prospective investors through an advertisement if all the newspapers in which pro-issue advertisement for opening of this Transche III Issue have been given on or before such earlier or initial date of Transche III Issue closure or extension of this Transche III 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 Transche III Issue closure or extension of this Transche III Issue will be accepted only between 10 a.m. and 3 p.m. (Indian Adard Time) and 3 p.m. (Indian Adard Time) and 3 p.m. (Indian Standard Time) on one Working Days after the Transche III Issue Closing Date. For further details please refer to the chapter titled "Issue Related Information" on page 280 of the Transche III Prospectus...

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. M. Arunachalam, S. Vellayan, Arun Alagappan, M.M. Veerappan, V. Narayanan, V. (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 206 of the Tranche III Prospectus.

Series	1	II II	III*	IV	V	VI		
Frequency of Interest Payment	Annual	Cumulative	Annual	Cumulative	Annual	Cumulative		
Minimum Application	₹ 10,000 (10 NCDs) across all series							
In Multiples of thereafter (₹)	₹1,000 (1 NCD)							
Face Value/ Issue Price of NCDs (₹/NCD)	₹1,000							
Tenor	24 months	24 months	36 months	36 months	60 months	60 months		
Coupon (% per annum) for NCD Holders in all Categories of Investors	8.40%	NA	8.50%	NA	8.60%	NA		
Effective Yield (% per annum) for NCD Holders in all Categories of Investors	8.39%	8.40%	8.49%	8.50%	8.59%	8.60%		
Mode of Interest Payment	Through various modes available							
Redemption Amount (₹ / NCD) on Maturity for NCD Holders in all Categories of Investors	₹ 1,000	₹ 1,175.32	₹ 1,000	₹ 1,277.58	₹ 1,000	₹ 1,511.28		
Maturity / Redemption Date (from the Deemed Date of Allotment)	24 months	24 months	36 months	36 months	60 months	60 months		
Put and Call Option	Not Applicable							

*Our 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 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 Holdors" on page of the Demend Date of Allotment on the face value of the NCDs. The last interest 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 Holdors" on page of the Debenture Holdors" on page of the Tempore Unit of the Transhell II Prospectus.

Please refer to 'The Transhell II Prospectus, for the Transhell III Prospectus for the Transhell II Prospectus for the Transhe

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. ASBA Simple, Safe, Smart way of Application!!! 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, SCBSs or through the BSE Direct Appl/NSEgoBID / 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 300 of the Tranche III 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 III Issue, in accordance with the requirement of the SEBI Master Circular dated August 10, 2021 on as amended.

NCDs ALLOTMENT WILL BE MADE IN DEMATERIALISED FORM ONLY. ALLOTMENT IN CONSULTATION WITH THE LEAD MANAGER AND THE DESIGNATED STOCK take any responsibility for the financial or other soundness of the issuer, its promoters, its management or any scheme or projects of the issuer.

EXCHANGE SHALL BE MADE ON THE BASIS OF THE DATE OF UPLOAD OF EACH APPLICATION INTO THE ELECTRONIC PLATFORM OF THE STOCK EXCHANGES, IN lit is also to be distinctly understood that the approval given by NSE should not in any way be deemed or construed that the prospectus has been cleared or approved by NSE; nor does it 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 confidence of the conf FURTHER DETAILS REFER SECTION TITLED "ISSUE RELATED INFORMATION" ON PAGE 280 OF THE TRANCHE III PROSPECTUS DATED NOVEMBER 23, 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 189 of the Tranche III Prospectus and Clause III 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 III Issue. For further details, see the section titled "Material Contracts and Documents for Inspection" on page 410 of the Tranche III Prospectus.

LIABILITY OF MEMBERS: Limited by shares

AMOUNT OF SHARE CAPITAL OF THE COMPANY AS ON SEPTEMBER 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 5,00,00,000 Preference Shares of ₹100 each. The Issued Share Capital is ₹1,64,63,75,924 divided into 82,31,87,962 Equity Shares of face value of ₹ 2 each. The Subscribed and Paid up Share Capital is ₹1,64,50,08,384 divided into 82,25,04,192 Equity Shares of face value of ₹ 2 each pursuant to certain shares and certain shares being kept in abeyance

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 equilty shares subscribed of face value of \$7 \, 10^{\text{c}} = 10^{\text{c}}

incorporation of the Company aggregating to 700 Equily Shares of face value of 101-each.

LISTING: The NCDs offered through the Tranche III 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 DCSIBMP-BOND/I002/23-24 dated April 13, 2023 and from NSE by way of its letter bearing reference number NSE/LISTID/2023/0090 dated April 13, 2023. NSE shall be the Designated Stock Exchange.

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 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 Intermediaries at their request.

Intermediaries at their request.

AVAILABILITY OF PROSPECTUS: Investors are advised to refer to the Tranche III Prospectus and the "Risk Factors" on page 18 of the Tranche III Prospectus, before applying to the 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 approval given by the Exchange is only to use the approval given by the Exchange is only to use the approval given by the Exchange is only to use the approval given by the Exchange is only to use the approval given by the Exchange is only to use the approval given by the Exchange is only to use the approval given by the Exchange is only to use the approval given by the Exchange is only to use the approval given by the Exchange is only to use the approval given by the Exchange is only to use the approval given by the Exchange is only to use the intermediance and the Tranche III Prospectus and the Tranche III Pro king 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, LM etc., are cleared or approved by NSE, nor does it warrant in any manner, certify or endorse the correctness or completeness of any of the compliance with the statutory and other requirements nor does it. LEAD MANAGER TO THE ISSUE

DISCLAIMER CLAUSE OF THE RBI: A copy of the Shelf Prospectus and the Tranche III Prospectus has not been filed with or submitted to the Reserve Bank Of India ("RBI"). It is distinctly understood that the Shelf Prospectus and the Tranche III Prospectus should not in anyway be deemed or construed to be approved or vetted by RBI. RBI does not accept any responsibility or guarantee about the present position as to the financial soundness of the issuer or for the correctness of any of the statements or representations made or opinions expressed by the issuer and for discharge of liability by the issuer. RBI neither accepts any responsibility nor guarantee for the payment of any amount due to any investor in respect of

the proposed NCDs.

CREDIT RATING: The NCDs proposed to be issued pursuant to this Tranche III Issue have been rated [IND AA+/Stable by India Ratings & Research Private Limited for an amount of up to ₹ 5.000 crores by way of its letter dated February 15, 2023 (further revalidated on March 20, 2023, April 13, 2023, July 12, 2023 and November 1, 2023) and [ICRA]AA+ (Stable) by ICRA Limited by way of its letter dated March 16, 2023 (further revalidated on April 3, 2023, July 17, 2023 and November 10, 2023). Instruments with this rating are considered to have adequate degree of safety regarding timely servicing of financial obligations. Such instruments carry low credit risk. The press release by the rating agencies in relation to the Issue shall not be older than one year from the date of the opening of the Issue. The rating provided by the Credit Rating Agencies may be suspended, withdrawn or revised at any time by the assigning rating agency and should be evaluated independently of any other rating. These ratings are not a recommendation to buy, sell or hold securities and investors should take their own decisions. For the rationale and press release for these ratings, see "General Information" and "Annexure B" of the Tranche III Prospectus, beginning on pages 47 and 414, respectively.

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LISTING: The NCDs offered through the Tranche III Prospectus and the Shelf Prospectus and proval from BSE by way of its letter bearing reference number DCS/BMPI-BOND/002/23-24 dated April 13, 2023 and from NSE by way of its letter bearing reference number NSE/LISTIN/2023/0080 dated April 13, 2023. NSE shall be the Designated Stock Exchange.

SELISTIN/2023/0080 dated April 13, 2023. NSE shall be the Designated Stock Exchange.

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SELISTIN/2023/0080 dated April 13, 2023. NSE shall be the Designated Stock Exchange in Indiance of Incapability of the issue concerned to the instrument rated. Please visit our website www.icra in or contact any ICRA office for the latest information on ICRA ratings and several designations as the vision may recommend to take the risk actors carefully before investing. For taking an investment rated. Please visit our website www.icra in or contact any ICRA form sources believed by it to be accurate and reliable, including the risk actors contained under "Risk Factors" on page 18 of the prospectus. The investors are advised to take an information contained where it is site. (https://www.indiaratings.co.in/)

DISCLAIMER CLAUSE OF ICRA LIMITED. In Application of ICRA's current opinion on the relative capability of the issuer concerned to the source revision in ratings, as symbolic indicator of ICRA's current opinion on the relative capability of the issuer concerned to such interview of the information contained to such incapability of the issuer concerned to such interview of the infor

SEBI at www.sebi.gov.in.

REGISTRAR TO THE ISSUE

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.ncd2023@akgroup.co.in Investor Grievance Email: investor.grievance@akgroup.co.in Website: www.akgroup.co.in Contact Person: Aanchal Wagle/ Milan Soni nce Officer: Tejas Davda SEBI Registration No: INM000010411 CIN: L74899MH1993PLC274881

KFINTECH

KFin Technologies Limited (formerly known as KFIN Technologies Private Limited) Selenium, Tower B, Plot No- 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad Rangareddi 500 032, Telangana, India Tel: +91 40 6716 2222 Facsimile: +91 40 6716 1563

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OMPANY SECRETARY AND COMPLIANCE OFFICER

IndiaRatings & Research

India Ratings & Research Pvt Ltd Wockhardt Towers, 4th Floor, West Wing, Bandra Kurla Complex, Bandra East, Mumbai 400 051, Maharashtra, India

Tel: +91 22 4000 1700 Facsimile: + 91 22 4000 1701 Email: infogrp@indiaratings.co.in Website: www.indiaratings.co.in Contact Person: Jinay Gala

Compliance Officer: Arunima Basu

R ICRA ICRA Limited

Building No.8, 2nd Floor, Tower A. DLF Cyber City, Phase II, Gurgaon 122 002, Haryana, India Tel: +91 124 454 5300 Facsimile: +91 124 405 0424 Email: shivakumar@icraindia.com Website: www.icra.in

Contact Person: L. Shivakumar SEBI Registration No: IN/CRA/008/15 CIN: L74999DL1991PLC042749 DEBENTURE TRUSTEE**



IDBI Trusteeship Services Limited* Universal Insurance Building, Ground Floor, Sir P.M. Road.Fort, Mumbai - 400001 Tel: +91 22 40807073 Facsimile: +91 22 66311776

Email: itsl@idbitrustee.com / jinal@idbitrustee.com Investor Grievance Email: response@idbitrustee.com Website: www.idbitrustee.com Contact Person: Jinal Shah Compliance Officer: Sneha Jadha SEBI Registration No.: IND000000460 CIN: U65991MH2001GOI131154

Chola Crest, C54-55 and Super B-4, Thiru-Vi-Ka Industrial Estate, Guindy, Chennai 600 032, Tamil Nadu, India, Contact Number: +91 44 4090 7172, Facsimile: +91 44 4090 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 Trusteeship Services Limited pursuant to Regulation 8 of the SEBI NCS Regulations and by way of letters dated March 27,2023 and July 25, 2023 has given its consent for its periodical communications sent to the included in the Draft Shelf Prospectus, the Shelf Prospectus and the Tranche III Prospectus a

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 the Tranche III Prospectus dated November 23, 2023 (the "Tranche III Prospectus") with the Registrar of Companies, Tamil Nadu at Chennai, National Stock Exchange of India Limited, BSE Limited and SEBI. The Shelf Prospectus are available on the Company's website www.cholamandalam.com; on the website of the stock exchanges at

For CHOLAMANDALAM INVESTMENT AND FINANCE COMPANY LIMITED

Ravindra Kumar Kundu Executive Director DIN: 07337155

--www.readwhere.com

Date: November 27, 2023

Place: Chennai

CONCEP'