



# COMMON BID CUM APPLICATION FORM

## AAVAS FINANCIERS LIMITED - INITIAL PUBLIC OFFER - R

(FORMERLY KNOWN AS "Au HOUSING FINANCE LIMITED")  
Registered and Corporate Office: 201-202, 2nd Floor, South End Square, Mansarovar Industrial Area, Jaipur 302 020, Rajasthan, India  
Tel: +91 14 1661 8800; Fax: +91 14 1661 8861; Contact Person: Sharad Pathak, Company Secretary and Compliance Officer  
E-mail: ipo@avas.in; Website: www.avas.in; Corporate Identity Number: U65922RJ2011PL C034297

FOR RESIDENT INDIAN BIDDERS, INCLUDING  
RESIDENT QIBs, NON-INSTITUTIONAL BIDDERS,  
RETAIL INDIVIDUAL BIDDERS AND ELIGIBLE NRIs  
APPLYING ON A NON-REPATRIATION BASIS



To,  
The Board of Directors  
AAVAS FINANCIERS LIMITED  
(FORMERLY KNOWN AS "Au HOUSING FINANCE LIMITED")

100% BOOK BUILT OFFER  
ISIN : INE216P01012

Bid cum  
Application  
Form No.

SYNDICATE MEMBER'S STAMP & CODE		REGISTERED BROKER/SCSB/CDP/RTA STAMP & CODE		1. NAME & CONTACT DETAILS OF SOLE / FIRST BIDDER	
				Mr./Ms./M/s. _____	
SUB-BROKER'S / SUB-AGENT'S STAMP & CODE		SCSB BRANCH STAMP & CODE		Address _____	
				Email _____	
BANK BRANCH SERIAL NO.		SCSB SERIAL NO.		Tel. No. (with STD code) / Mobile _____	
				2. PAN OF SOLE / FIRST BIDDER _____	

3. BIDDER'S DEPOSITORY ACCOUNT DETAILS <input type="checkbox"/> NSDL <input type="checkbox"/> CDSL										6. INVESTOR STATUS									
For NSDL enter 8 digit DP ID followed by 8 digit Client ID / For CDSL enter 16 digit Client ID										<input type="checkbox"/> Individual(s) - IND <input type="checkbox"/> Hindu Undivided Family - HUF* <input type="checkbox"/> Bodies Corporate - CO <input type="checkbox"/> Systemically Important NBFCs <input type="checkbox"/> Banks & Financial Institutions - FI <input type="checkbox"/> Mutual Funds - MF <input type="checkbox"/> National Investment Fund - NIF <input type="checkbox"/> Insurance Funds - IF <input type="checkbox"/> Insurance Companies - IC <input type="checkbox"/> Venture Capital Fund - VCF <input type="checkbox"/> Alternative Investment Fund - AIF <input type="checkbox"/> Other QIBs - OTH <input type="checkbox"/> Non Resident Indian - NRI <input type="checkbox"/> (Non repatriation basis) <input type="checkbox"/> All entities other than QIBs, <input type="checkbox"/> Bodies Corporates and Individuals - NOH									
4. BID OPTIONS (ONLY RETAIL INDIVIDUAL BIDDERS CAN BID AT "CUT-OFF")										5. CATEGORY									
Bid Options		No. of Equity Shares Bid (In Figures) (Bids must be in multiples of Bid Lot as advertised)				Price per Equity Share (₹) / "Cut-off" (Price in multiples of ₹ 1/- only) (In Figures only)				"Cut-off" (Please tick)		<input type="checkbox"/> Retail Individual Bidder <input type="checkbox"/> Non-Institutional Bidders <input type="checkbox"/> QIB							
		8   7   6   5   4   3   2   1				3   2   1				3   2   1									
Option 1																			
(OR) Option 2																			
(OR) Option 3																			

7. PAYMENT DETAILS										PAYMENT OPTION : FULL PAYMENT <input type="checkbox"/> PART PAYMENT <input checked="" type="checkbox"/>									
Amount Blocked (₹ in figures) _____ (₹ in words) _____																			
ASBA Bank A/c No. _____																			
Bank Name & Branch _____																			

I/WE (ON BEHALF OF JOINT BIDDERS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ AND UNDERSTOOD THE TERMS AND CONDITIONS OF THIS BID CUM APPLICATION FORM AND THE ATTACHED ABRIDGED PROSPECTUS AND THE GENERAL INFORMATION DOCUMENT ("GID") FOR INVESTING IN PUBLIC ISSUES AND HEREBY AGREE AND CONFIRM THE 'BIDDERS UNDERTAKING' AS GIVEN OVERLEAF. I/WE (ON BEHALF OF JOINT BIDDERS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ THE INSTRUCTIONS FOR FILLING UP THE BID CUM APPLICATION FORM GIVEN OVERLEAF.

8A. SIGNATURE OF SOLE / FIRST BIDDER										8B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(S) (AS PER BANK RECORDS)										SYNDICATE MEMBER / REGISTERED BROKER / SCSB / CDP / RTA STAMP (Acknowledging upload of Bid in Stock Exchange system)									
Date : _____, 2018										I/We authorise the SCSB to do all acts as are necessary to make the application in the Offer.																			
										1) _____																			
										2) _____																			
										3) _____																			

TEAR HERE



## AAVAS FINANCIERS LIMITED INITIAL PUBLIC OFFER - R

Acknowledgement Slip  
for Syndicate Member / Registered  
Broker/SCSB/CDP/RTA

Bid cum  
Application  
Form No.

DPID / CLID _____										PAN of Sole / First Bidder _____									
Amount Blocked (₹ in figures) _____										ASBA Bank A/c No. _____									
Bank Name & Branch _____										Stamp & Signature of SCSB Branch _____									
Received from Mr./Ms./M/s. _____																			
Telephone / Mobile _____										Email _____									

TEAR HERE

AAVAS FINANCIERS LIMITED - INITIAL PUBLIC OFFER - R										Name of Sole / First Bidder _____									
Option 1    Option 2    Option 3 No. of Equity Shares Bid Bid Price Amount Blocked (₹)										Stamp & Signature of Syndicate Member / Registered Broker / SCSB / CDP / RTA									
ASBA Bank A/c No. _____										Acknowledgement Slip for Bidder									
Bank Name & Branch _____										Bid cum Application Form No. _____									

AAVAS FINANCIERS LIMITED

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## IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS

### BIDDER'S UNDERTAKING AND CONFIRMATION FOR BID CUM APPLICATION FORM

**(IN CASE OF A JOINT APPLICATION, THE CONFIRMATIONS, AUTHORISATIONS, UNDERTAKINGS AND REPRESENTATIONS MADE BY THE FIRST BIDDER WILL BE DEEMED TO HAVE BEEN MADE ON BEHALF OF ALL JOINT BIDDERS. THE FIRST BIDDER SHALL BE LIABLE FOR ALL THE OBLIGATIONS ARISING OUT OF THE OFFER OF EQUITY SHARES.)**

On the basis of the red herring prospectus dated September 12, 2018 (the "RHP") filed with the Registrar of Companies, Rajasthan at Jaipur (the "RoC"), General Information Document ("GID") for investing in public issues and having studied the attached details as per the Abridged Prospectus, I/we hereby apply for Allotment to me/us of the Equity Shares in the Offer upto my/our Bids for maximum number of Equity Shares at or above the Offer Price, to be discovered through the Book Building Process. I/we hereby confirm that I am/we are eligible person(s) to invest in the Offer in accordance with applicable laws. The amount payable on bidding has been blocked with the relevant SCSB. I/we agree to accept the Equity Shares Bid for, or such lesser number as may be Allotted to me/us subject to the terms of the RHP, Abridged Prospectus, the GID, the Bid cum Application Form and other applicable laws. I/we undertake that I/we will sign all such other documents and do all such acts, if any, necessary on my/our part to enable me/us to be registered as the holder(s) of the Equity Shares which may be Allotted and to register my/our address as given in the Depository records and to place my/our name on the register of members of the Company. I/we note that in case of QIB Bidders, only the (i) SCSBs (for Bids other than the Bids by Anchor Investors); and (ii) the GCBRLMs and BRLM and their affiliate Syndicate Members (only in the Specified Locations) have the right to reject Bids (including on technical grounds) at the time of acceptance of Bid cum Application Form provided that the reasons for rejecting the same shall be provided to such Bidder in writing, whereas it has a right to reject it from Non-Institutional Bidders and Retail Individual Bidders based only on technical grounds and/or as specified in the Abridged Prospectus, GID and the RHP. I/we authorise the Company to make the necessary changes in this Bid cum Application Form and the RHP for registration of the Prospectus with the RoC without intimation to me/us and use this Bid cum Application Form as the application form for the purpose of this Offer.

**I/WE CONFIRM THAT:** EITHER I am/we are Indian national(s) resident in India and I am/we are not applying for the said Equity Shares as nominees of any person resident outside India or foreign nationals or I am/we are Indian national(s) resident in India and I am/we are applying for the said Equity Shares as power of attorney holder(s) of Non-Resident Indian(s) as mentioned on non-repatriation basis or I am/we are Indian national(s) resident outside India and I am/we are applying for the said Equity Shares on my/our own behalf through NRO Account on non-repatriation basis. I am/we are, at any time the Equity Shares are purchased will be, the beneficial owner of such Equity Shares and I/we and any customer I/we represent, (a) am/are located outside the United States within the meaning of Regulation S under the United States Securities Act of 1933, as amended, (the "U.S. Securities Act") and am/are purchasing the Equity Shares in an "offshore transaction" as defined in Regulation S under the U.S. Securities Act and (b) am/are not an affiliate of the Company, or a person acting on behalf of such affiliate. My/our investment decision is based solely on the RHP and have read and agreed to the representation, warranties and agreements contained in the sections "Offer Related Information-Terms of the Offer" of the RHP.

**FOR QIB BIDDERS:** We confirm that the Bid size/maximum Equity Shares applied for by us do not exceed the relevant regulatory approvals/limits. I am/We are not prohibited from accessing capital markets under any order/ruling/ judgment of any regulatory, judicial or any other authority, including Securities and Exchange Board of India ("SEBI") or under the provisions of any law, regulation or statute.

**Further:** 1) In accordance with ASBA process provided in the SEBI ICDR Regulations and as disclosed in the RHP, I/we authorise (a) the members of the Syndicate (in Specified Locations only) or the Registered Brokers (at Broker Centers) or the SCSBs or the RTAs or the CDPs, as the case may be, to do all acts as are necessary to make the application in the Offer, including uploading my/our Bid, blocking or unblocking of funds in the bank account maintained with the SCSB as specified in the Bid cum Application Form, transfer of funds to the Public Offer Account on receipt of instruction from Registrar to the Offer, after finalisation of Basis of Allotment; and (b) the Registrar to the Offer to issue instruction to the SCSBs to unblock the funds in the specified bank account upon finalisation of the Basis of Allotment. 2) In case the amount available in the specified bank account is insufficient as per the highest Bid option, the SCSB shall reject the application. 3) I/we hereby authorise the members of the Syndicate (in Specified Locations only) or the Registered Brokers (at Broker Centres) or the SCSBs or CDPs or the RTAs, as the case may be, to make relevant revisions as may be required to be done in the Bid, in the event of a revision of the Price Band. As per existing policy of the Government of India, OCBs cannot participate in this Offer. For further details, see "Offer Procedure" and "Part B - Section 3 - Category of investors eligible to participate in an Issue" on pages 476 and 490 of the RHP, respectively.

### INSTRUCTIONS FOR FILLING UP THE BID CUM APPLICATION FORM

- Name of sole/ first Bidder should be exactly the same as it appears in the Depository records. In case of joint Bids, only the name of the first Bidder (which should also be the first name in which the beneficiary account is held) should be provided in the Bid cum Application Form.
- The first Bidder, should mention his/ her PAN allotted under the Income Tax Act, DP ID and Client ID. Except for Bids by or on behalf of the Central or State Government and the officials appointed by the courts and by persons who are exempt from the requirement of obtaining/ specifying their PAN for transacting in the securities market and by persons residing in the state of Sikkim, the Bidders, or in the case of Bid in joint names, the first Bidder (the first name under which the beneficiary account is held), should mention his/ her PAN allotted under the Income Tax Act. Any Bid cum Application Form without the PAN is liable to be rejected.
- Based on the PAN, DP ID and Client ID provided by the Bidders, the Registrar to the Offer will obtain Demographic Details registered with Depository Participants to be used, among other things, for Allotment, technical rejections or unblocking ASBA Account. Hence, Bidders are advised to immediately update any change in their Demographic Details as appearing on the records of the Depository Participant to ensure accuracy of records. Please note that failure to do so could result in failure in Allotment of Equity Shares, delays in unblocking of ASBA Account at the Bidders' sole risk and neither the Syndicate nor the Registered Brokers nor the Registrar to the Offer or CRTAs/CDPs or the SCSBs nor the Company shall have any responsibility and undertake any liability for the same.
- Bid Lot and Price Band:** The face value of Equity Shares is ₹ 10/- each. The Price Band and the minimum Bid Lot will be decided by our Company and the Sellings Shareholders in consultation with the GCBRLMs and BRLM and the minimum Bid Lot will be advertised in all editions of Financial Express, all editions of Jansatta (a widely circulated Hindi national daily newspaper) and all editions of Pratibha (a widely circulated Hindi daily newspaper in Jaipur, Hindi also being the regional language of Jaipur, where our Registered and Corporate Office is located) each with wide circulation, at least five (5) working days prior to the Bid/Offer Opening Date and shall be made available to BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"), and together with BSE, the "Stock Exchanges") for the purpose of uploading on their respective websites in accordance with the SEBI ICDR Regulations. In case of any revision to the Price Band, the Bid/Offer Period will be extended by at least three (3) additional Working Days after such revision in the Price Band, subject to the Bid/Offer Period not exceeding ten (10) Working Days. Any revision in the Price Band and the revised Bid/Offer Period, if applicable, will be widely disseminated by notification to the Stock Exchanges, by issuing a press release and also by indicating the changes on the websites of the GCBRLMs and BRLM and at the terminals of the other Syndicate Members.
- Maximum and Minimum Bid Size:** In case of Retail Individual Bidders, such number of Equity Shares such that the Bid Amount (less discount) does not exceed ₹ 200,000/- Bids at the Cut-Off Price indicate their agreement to purchase the Equity Shares at the Offer Price, as determined at the completion of the Book Building Process. In case of Non-Institutional Bidders and QIB Bidders, the minimum Bid size shall be such number of Equity Shares such that Bid Amount exceeds ₹ 200,000/-. The maximum Bid by any investor should not exceed the investment limits prescribed for them by applicable laws and under RHP.
- Please tick Category as applicable to ensure proper upload of Bid in Stock Exchange system.
- Please tick investor status as applicable. Please ensure investor status is updated in your Depository records.
- Cheques/Demand Draft/Cash/stock investment/money orders/postal orders will not be accepted.** NRI Bidders bidding on a repatriation basis by using the Non-Resident forms are required to authorise their SCSBs to block their NRE/FCNR/ASBA Accounts and all NRI Bidders bidding on a non-repatriation basis by using Resident Forms are required to authorise their SCSB to block their Non-Resident Ordinary (NRO) Accounts for the full Bid Amount, at the time of the submission of the Bid cum Application Form. All Bidders including the NRI Bidders Bidding on a non-repatriation basis can obtain the Bid cum Application Form from the Company's Registered and Corporate Office or from any of the members of the Syndicate or CDPs or RTAs or Registered Brokers from their offices. Bidders to please ensure that your bank has notified an SCSB Branch in the city where Bid cum Application Form is being submitted.
- Only the first Bidder is required to sign the Bid cum Application Form /Bid Revision Form. Thumb impressions and signatures other than in the languages specified in the Eighth Schedule to the Constitution of India must be attested by a Magistrate or a Notary Public or a Special Executive Magistrate under official seal. Signature of ASBA Account holder is mandatory. If the first Bidder is not the account holder, ensure that the Bid cum Application Form is signed by the ASBA Account holder. Necessary revisions in the Bidders' undertaking and institution will be required depending upon the jurisdiction in which the sale of shares is proposed.
- The Bid means an 'indication to make an offer' during the Bid / offer period by a Bidder and not 'an offer'.
- Other Instructions:** a. Bids must be made only in the prescribed Bid cum Application Form. b. Bids must be completed in full, in BLOCK LETTERS in ENGLISH. Bidders should note that the members of the Syndicate, Registered Broker, CDPs, RTAs, and/or SCSBs will not be liable for errors in data entry due to incomplete or illegible Bid cum Application Forms. c. Ensure that all applicable documents in support of the Bid are attached with the Bid cum Application Form.
- The Bidders may note that in case the DP ID, Client ID and PAN mentioned in the Bid cum Application Form and entered into the electronic bidding systems of the Stock Exchanges do not match with the DP ID, Client ID and PAN available in the Depository database, the Bid cum Application Form is liable to be rejected.
- The Equity Shares offered in the Offer have not been and will not be registered under the U.S. Securities Act or any state securities laws in the United States, and unless so registered may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable state securities laws. Accordingly, such Equity Shares are being offered and sold (i) outside of the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act and the applicable laws of the jurisdiction where those offers and sales occur; and (ii) to "qualified institutional buyers" (as defined in Rule 144A under the Securities Act), pursuant to the private placement exemption set out in Section 4(a) of the U.S. Securities Act. The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and Bids may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.

**Note:** Terms used but not defined herein shall have the meaning assigned to such terms in the RHP. For detailed instructions for filling the various fields of this Bid cum Application Form, please refer to the GID, which is available on the websites of the GCBRLMs and BRLM and Stock Exchanges.

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COMPANY CONTACT DETAILS	REGISTRAR CONTACT DETAILS
<ul style="list-style-type: none"> <li>In case of queries related to Allotment/ credit of Allotted Equity Shares, the Bidders should contact Registrar to the Offer.</li> <li>In case of Bids submitted to the SCSBs, the Bidders should contact the relevant SCSB.</li> <li>In case of queries related to upload of Bids submitted to the Syndicate Members /RTAs/ Registered Brokers/CDPs, as applicable the Bidders should contact the relevant Designated Intermediary.</li> </ul>	<p><b>AAVAS FINANCIERS LIMITED</b>  <b>CIN No. U65922RJ2011PLC034297</b>  <b>Registered and Corporate Office:</b> 201-202, 2nd Floor, South End Square, Mansarovar Industrial Area, Jaipur 302 020, Rajasthan, India  <b>Tel:</b> +91 14 1661 8800 <b>Fax:</b> +91 14 1661 8861  <b>Contact Person:</b> Sharad Pathak, Company Secretary and Compliance Officer  <b>Tel:</b> +91 14 1661 8800 <b>Fax:</b> +91 14 1661 8861  <b>E-mail:</b> ipo@avaas.in; <b>Website:</b> www.avaas.in</p>
	<p><b>LINK INTIME INDIA PRIVATE LIMITED</b>  C-101, 1<sup>st</sup> Floor, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai 400 083 Maharashtra, India  <b>Tel:</b> +91 22 4918 6200  <b>Fax:</b> +91 22 4918 6195  <b>E-mail:</b> aavas.ipo@linkintime.co.in  <b>Website:</b> www.linkintime.co.in  <b>Investor Grievance e-mail:</b> aavas.ipo@linkintime.co.in  <b>Contact person:</b> Shanti Gopalkrishnan  <b>SEBI Registration No.:</b> INR000004058</p>

**IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS**

This is an abridged prospectus containing salient features of the red herring prospectus dated September 12, 2018 ("Red Herring Prospectus" or "RHP").

You are encouraged to read greater details available in the Red Herring Prospectus.

**THIS DOCUMENT CONSISTS OF FOUR PAGES OF BID CUM APPLICATION FORM ALONG WITH INSTRUCTIONS AND SIX PAGES OF ABRIDGED PROSPECTUS. PLEASE ENSURE THAT YOU HAVE RECEIVED ALL THE PAGES.**

You may obtain a physical copy of the Bid cum Application Form and the Red Herring Prospectus from Designated Stock Exchange, Global Co-Ordinator and Book Running Lead Managers, Book Running Lead Manager, Syndicate Member, Registrar to the Issue, Registrar & Share Transfer Agents, Collecting Depository Participants, Registered Stock Brokers, Underwriters, Bankers to the Issue, Self-Certified Syndicate Banks. You may also download the Red Herring Prospectus from the websites of Securities and Exchange Board of India ("SEBI"), Global Co-Ordinator and Book Running Lead Managers, Book Running Lead Manager, the Company and the Designated Stock Exchange at [www.sebi.gov.in](http://www.sebi.gov.in), [www.icicisecurities.com](http://www.icicisecurities.com), [www.online.citibank.co.in/rhtm/citigroupglobalscreen1.htm](http://www.online.citibank.co.in/rhtm/citigroupglobalscreen1.htm), [www.edelweissfin.com](http://www.edelweissfin.com), [www.sparkcapital.in](http://www.sparkcapital.in), [www.hdfcbank.com](http://www.hdfcbank.com) and [www.nseindia.com/emerge](http://www.nseindia.com/emerge) respectively.



## AAVAS FINANCIERS LIMITED

Our Company was incorporated as 'Au Housing Finance Private Limited' on February 23, 2011, as a private limited company under the Companies Act 1956, with a certificate of incorporation granted by the Registrar of Companies, Rajasthan at Jaipur ("RoC"). Pursuant to a special resolution passed by our shareholders on January 10, 2013, our Company was converted into a public limited company and our name was changed to 'AU Housing Finance Limited'. Consequently, the RoC certified the change of name upon conversion to a public limited company on January 11, 2013. Thereafter, pursuant to a special resolution passed by our shareholders on February 23, 2017, the name of our Company was changed to 'Aavas Financiers Limited' and consequently, a fresh certificate of incorporation dated March 29, 2017 was issued by the RoC. For details of change in name and registered office of our Company, see "History and Certain Corporate Matters" on page 173 of the RHP.

**Corporate Identity Number:** U65922RJ2011PLC034297

**Registered and Corporate Office:** 201-202, 2<sup>nd</sup> Floor, South End Square, Mansarovar Industrial Area, Jaipur 302 020, Rajasthan, India **Tel:** +91 14 1661 8800 **Fax:** +91 14 1661 8861

**Contact Person:** Sharad Pathak, Company Secretary and Compliance Officer **Tel:** +91 14 1661 8800 **Fax:** +91 14 1661 8861 **E-mail:** [ipo@aavas.in](mailto:ipo@aavas.in) **Website:** [www.aavas.in](http://www.aavas.in)

### PROMOTERS OF OUR COMPANY : LAKE DISTRICT HOLDINGS LIMITED AND PARTNERS GROUP ESCL LIMITED

#### OFFER DETAILS, LISTING AND PROCEDURE

INITIAL PUBLIC OFFERING OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH (THE "EQUITY SHARES") OF AAVAS FINANCIERS LIMITED (OUR "COMPANY" OR THE "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ [●] PER EQUITY SHARE (INCLUDING SHARE PREMIUM OF ₹ [●] PER EQUITY SHARE) (THE "OFFER PRICE") AGGREGATING UP TO ₹ [●] MILLION (THE "OFFER") COMPRISING A FRESH ISSUE OF UP TO [●] EQUITY SHARES BY OUR COMPANY AGGREGATING UP TO ₹ 4,000 MILLION (THE "FRESH ISSUE") AND AN OFFER FOR SALE OF UP TO 16,249,359 EQUITY SHARES AGGREGATING UP TO ₹ [●] MILLION INCLUDING AN OFFER FOR SALE OF UP TO 8,815,439 EQUITY SHARES AGGREGATING UP TO ₹ [●] MILLION BY LAKE DISTRICT HOLDINGS LIMITED ("LAKE DISTRICT"), UP TO 4,281,907 EQUITY SHARES AGGREGATING UP TO ₹ [●] MILLION BY PARTNERS GROUP ESCL LIMITED ("ESCL") AND TOGETHER WITH LAKE DISTRICT, "PROMOTER SELLING SHAREHOLDERS"), UP TO 236,339 EQUITY SHARES AGGREGATING UP TO ₹ [●] MILLION BY KEDAARA CAPITAL ALTERNATIVE INVESTMENT FUND – KEDAARA CAPITAL AIF 1 ("KEDAARA AIF-1" OR "INVESTOR SELLING SHAREHOLDER"), AND UP TO 1,879,110 EQUITY SHARES AGGREGATING UP TO ₹ [●] MILLION BY PARTNERS GROUP PRIVATE EQUITY MASTER FUND LLC ("MASTER FUND" OR "PROMOTER GROUP SELLING SHAREHOLDER") AND UP TO 911,564 EQUITY SHARES AGGREGATING UP TO ₹ [●] MILLION BY SUSHIL KUMAR AGARWAL AND UP TO 125,000 EQUITY SHARES AGGREGATING UP TO ₹ [●] MILLION BY VIVEK VIG (TOGETHER, THE "OTHER SELLING SHAREHOLDERS" AND TOGETHER WITH THE PROMOTER SELLING SHAREHOLDERS, INVESTOR SELLING SHAREHOLDER AND PROMOTER GROUP SELLING SHAREHOLDER, THE "SELLING SHAREHOLDERS" AND SUCH OFFER FOR SALE, THE "OFFER FOR SALE"). THE OFFER SHALL CONSTITUTE [●]% OF THE POST-OFFER PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY. THE PRICE BAND AND THE MINIMUM BID LOT WILL BE DECIDED BY OUR COMPANY AND THE SELLING SHAREHOLDERS, IN CONSULTATION WITH THE GCBRLMS AND BRLM AND WILL BE ADVERTISED IN ALL EDITIONS OF FINANCIAL EXPRESS (A WIDELY CIRCULATED ENGLISH NATIONAL DAILY NEWSPAPER), ALL EDITIONS OF JANSATTA (A WIDELY CIRCULATED HINDI NATIONAL DAILY NEWSPAPER) AND ALL EDITIONS OF PRATAHKAL (A WIDELY CIRCULATED HINDI DAILY NEWSPAPER IN JAIPUR, HINDI ALSO BEING THE REGIONAL LANGUAGE OF JAIPUR, WHERE OUR REGISTERED AND CORPORATE OFFICE IS SITUATED) AT LEAST FIVE WORKING DAYS PRIOR TO THE BID/ OFFER OPENING DATE AND SHALL BE MADE AVAILABLE TO BSE LIMITED ("BSE") AND NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("NSE", AND TOGETHER WITH BSE, THE "STOCK EXCHANGES") FOR THE PURPOSES OF UPLOADING ON THEIR RESPECTIVE WEBSITES.

In case of a revision in the Price Band, the Bid/ Offer Period will be extended for at least three additional Working Days after such revision of the Price Band subject to the Bid/ Offer Period not exceeding a total of 10 Working Days. Any revision in the Price Band and the revised Bid/ Offer Period, if applicable, will be widely disseminated by notification to the Stock Exchanges, by issuing a press release, and also by indicating the change on the websites of the GCBRLMs and BRLM and at the terminals of the members of the Syndicate.

#### Procedure:

If you wish to know about processes and procedures applicable to public issues, you may request for a copy of the General Information Document from the GCBRLMs and the BRLM or download it from the websites of the Stock Exchanges at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com), and the websites of GCBRLMs at [www.icicisecurities.com](http://www.icicisecurities.com), [www.online.citibank.co.in/rhtm/citigroupglobalscreen1.htm](http://www.online.citibank.co.in/rhtm/citigroupglobalscreen1.htm), [www.edelweissfin.com](http://www.edelweissfin.com), [www.sparkcapital.in](http://www.sparkcapital.in) and BRLM at [www.hdfcbank.com](http://www.hdfcbank.com).

#### ELIGIBILITY FOR THE OFFER

The Offer is being made in terms of Rule 19(2)(b) of the SCRR, through the Book Building Process and in compliance with Regulation 26(1) of SEBI ICDR Regulations.

#### INDICATIVE TIMETABLE

Bid/Offer Opening Date*	September 25, 2018	Initiation of refunds(if any, for Anchor Investors)/unblocking of funds from ASBA Accounts	On or about Thursday, October 4, 2018
Bid/Offer Closing Date	September 27, 2018	Credit of Equity Shares to demat accounts of Allottees	On or about Friday, October 5, 2018
Finalisation of Basis of Allotment with the Designated Stock Exchange	On or about Wednesday, October 3, 2018	Commencement of trading of the Equity Shares on the Stock Exchanges	On or about Monday, October 8, 2018

\* Our Company and the Selling Shareholders, in consultation with the GCBRLMs and BRLM, may consider participation by Anchor Investors, in accordance with the SEBI ICDR Regulations. The Anchor Investor Bidding Date shall be one Working Day prior to the Bid/ Offer Opening Date i.e., Monday, September 24, 2018.

#### GENERAL RISKS

Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in the Offer unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in the Offer. For taking an investment decision, investors must rely on their own examination of our Company and the Offer including the risks involved. The Equity Shares have not been recommended or approved by SEBI, nor does the SEBI guarantee the accuracy or adequacy of the contents of the Red Herring Prospectus. Specific attention of the investors is invited to "Risk Factors" on page 17 of the RHP.



**PRICE INFORMATION OF PAST ISSUES HANDLED BY THE LEAD MANAGERS**

Sr. No.	Issue Name	Name of Merchant Banker	+/- % change in closing price, +/- % change in closing benchmark		
			30th calendar days from listing	90th calendar days from listing	180th calendar days from listing
1	Creditaccess Grameen limited	ICICI Securities	NA	NA	NA
2	HDFC Asset Management Company Limited	ICICI Securities, Citi, HDFC Bank	+58.04%, [+1.17%]	NA	NA
3	Sandhar Technologies Limited	ICICI Securities	+19.59% [+4.96%]	+15.41% [+4.36%]	NA
4	Aster DM Healthcare Limited	ICICI Securities	-13.66% [-3.77%]	-5.39% [+1.00%]	-8.16% [9.21%]
5	Galaxy Surfactants Limited	ICICI Securities, Edel	+1.14% [-3.31%]	-0.85% [+1.33%]	-14.68% [7.66%]
6	Newgen Software Technologies Limited	ICICI Securities	-0.20% [-5.18%]	+2.51% [-3.51%]	-2.00% [1.33%]
7	SBI Life Insurance Company Limited <sup>(1)</sup>	ICICI Securities	-7.56% [+5.89%]	-0.07% [+5.84%]	-2.30% [3.57%]
		Citi	(-)7.56% [+5.89%]	(-)0.66% [+6.81%]	(-)3.11% [2.58%]
8	TCNS Clothing Co. Limited	Citi	(-)9.29% [+3.70%]	NA	NA
9	Varroc Engineering Limited	Citi	+1.62% [+5.46%]	NA	NA
10	ICICI Securities Limited	Citi	(-)27.93% [+5.44%]	(-)38.63% [+5.64%]	NA
		Edel	-27.93% [5.44%]	-37.26% [5.22%]	Not Applicable
11	General Insurance Corporation of India	Citi	(-)12.92% [+0.52%]	(-)13.95% [+6.52%]	(-)20.78% [+2.61%]
12	AU Small Finance Bank Limited	ICICI Securities, Citi	58.76% [+2.12%]	71.8% [+2.14%]	95.38% [+8.06%]
		HDFC Bank	+58.76% [+2.12%]	+65.20% [+2.23%]	+95.38% [+8.06%]
13	Fine Organic Industries Limited	Edel	5.72% [6.56%]	NA	NA
14	Amber Enterprises India Limited	Edel	27.15% [-5.04%]	32.56% [-2.81%]	NA
15	Future Supply Chain Solutions Limited	Edel	3.50% [3.00%]	6.27% [-2.83%]	-5.20% [4.13%]
16	Shalby Limited	Edel	-3.57% [3.95%]	-11.51% [0.75%]	-28.51 [4.93%]
17	HDFC Standard Life Insurance Company Limited	Edel, HDFC Bank	30.16% [1.02%]	48.93% [2.11%]	74.66% [5.04%]
18	Prataap Snacks	Spark	+25.12% [+5.70%]	+31.82% [+5.60%]	+40.99% [+3.27%]
19	BSE	Spark	+17.52% [+2.55%]	+24.41% [+6.53%]	+34.43% [+15.72%]
20	H.G. Infra Engineering Limited	HDFC Bank	+22.96% [+1.49%]	+8.35% [+4.48%]	-12.81% [+12.65%]
21	Shankara Building Products Limited	HDFC Bank	+51.04% [+1.02%]	+80.91% [+3.78%]	+214.86% [+6.41%]
22	Avenue Supermarts Limited	HDFC Bank	+145.08% [-0.20%]	+166.35% [+5.88%]	+264.38% [+11.31%]
23	RBL Bank Limited	HDFC Bank	+27.07% [-2.22%]	+56.98% [-7.50%]	+107.91% [+1.26%]

(1) Discount of Rs. 68 per equity share offered to Eligible Employees. All calculations are based on Issue Price of Rs. 700.00 per equity share.

**Notes:** 1. All data sourced from www.nseindia.com; 2. Benchmark index considered is NIFTY. 3. 30<sup>th</sup>, 90<sup>th</sup>, 180<sup>th</sup> calendar day from listed day have been taken as listing day plus 29, 89 and 179 calendar days, except wherever 30<sup>th</sup>, 90<sup>th</sup>, 180<sup>th</sup> calendar day is a holiday, in which case we have considered the closing data of the next trading day. 4. For Citi, 30<sup>th</sup>, 90<sup>th</sup>, 180<sup>th</sup> calendar day from listed day have been taken as listing day plus 29, 89 and 179 calendar days, except wherever 30<sup>th</sup>, 90<sup>th</sup>, 180<sup>th</sup> calendar day is a holiday, in which case closing price on the NSE of a trading day immediately prior to the 30<sup>th</sup>/ 90<sup>th</sup>/180<sup>th</sup> day, is considered.

**NAMES OF GLOBAL COORDINATORS AND BOOK RUNNING LEAD MANAGERS AND CONTACT DETAILS (TELEPHONE AND EMAIL ID) OF EACH LEAD MANAGER**

<b>ICICI Securities Limited</b> Tel: +91 22 2288 2460 E-mail: aavas.ipo@icicisecurities.com Investor grievance e-mail: customercare@icicisecurities.com	<b>Citigroup Global Markets India Private Limited</b> Tel: +91 22 6175 9999 E-mail: aavas.ipo@citi.com Investor grievance e-mail: investors.cgmb@citi.com	<b>Edelweiss Financial Services Limited</b> Tel: +91 22 4009 4400 E-mail: aavas.ipo@edelweissfin.com Investor grievance e-mail: customerservice.mb@edelweissfin.com	<b>Spark Capital Advisors (India) Private Limited</b> Tel: +91 44 4344 0000 E-mail: aavas.ipo@sparkcapital.in Investor grievance e-mail: investorgrievance@sparkcapital.in
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**NAMES OF BOOK RUNNING LEAD MANAGER AND CONTACT DETAILS (TELEPHONE AND EMAIL ID) OF EACH LEAD MANAGER**

**HDFC Bank Limited, Tel: +91 22 3395 8021; E-mail: aavas.ipo@hdfcbank.com; Investor Grievance e-mail: investor.redressal@hdfcbank.com**

<b>Names of Syndicate Members</b>	Edelweiss Securities Limited and HDFC Securities Limited
<b>Name of Registrar to the Offer</b>	<b>Link Intime India Private Limited</b> Tel: +91 22 4918 6200, Fax: +91 22 4918 6195, E-mail: aavas.ipo@linkintime.co.in Website: www.linkintime.co.in, Investor Grievance e-mail: aavas.ipo@linkintime.co.in
<b>Name of Statutory Auditors</b>	S. R. Batliboi & Associates LLP
<b>Self-Certified Syndicate Banks</b>	The list of SCSBs is available at <a href="http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes">http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes</a> on the SEBI website, or at such other website as may be prescribed by SEBI from time to time. A list of the Designated Branches of the SCSBs with which a Bidder (other than an Anchor Investor), not bidding through Syndicate/Sub Syndicate or through a Registered Broker, RTA or CDP may submit the Bid cum Application Forms is available at <a href="http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes">http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes</a> on the SEBI website, and at such other websites as may be prescribed by SEBI from time to time.

## IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS

<b>Registered Brokers</b>	Stock brokers registered with the stock exchanges having nationwide terminals, other than the members of the Syndicate and eligible to procure Bids in terms of circular number CIR/CFD/14/2012 dated October 14, 2012, issued by SEBI.
<b>Details regarding website address/ links from which the investor can obtain list of RTAs, CDPs and Registered Brokers who can accept application from investor:</b>	The list of the RTAs eligible to accept Bid cum Application Forms at the Designated RTA Locations and the list of the CDPs eligible as applicable to accept ASBA Forms at the Designated CDP Locations and stock brokers including details such as name and contact details are provided on the websites of Stock Exchanges at <a href="http://www.bseindia.com">www.bseindia.com</a> and <a href="http://www.nseindia.com">www.nseindia.com</a> , as updated from time to time. For further details, see section "Offer Procedure" on page 476 of the RHP.

## PROMOTERS OF OUR COMPANY

**LAKE DISTRICT :** Lake District has been incorporated under the Companies Act, 2001 of the Republic of Mauritius on January 25, 2016 as a private company limited by shares. Its registered office is situated at Suite 11, 1<sup>st</sup> Floor, Plot 42, Hotel Street, CyberCity 72201, Ebene, Mauritius. Lake District holds a Category 1 Global Business license under the Financial Services Act, 2007 of the Republic of Mauritius and its principal activity is to directly and/ or indirectly invest in Indian companies.

**ESCL:** ESCL has been constituted under the Companies Act, 2001 of the Republic of Mauritius on February 10, 2014 as a private company limited by shares. Its principal place of business is situated at Citco (Mauritius) Limited, 4<sup>th</sup> floor, Tower A, 1 Cybercity, Ebene, Mauritius. ESCL holds a Category 1 Global Business license under the Financial Services Act, 2007 of the Republic of Mauritius and its principal activity is to operate as an investment holding company.

## BUSINESS MODEL / BUSINESS OVERVIEW AND STRATEGY

### Overview:

We are a retail, affordable housing finance company, primarily serving low and middle income self employed customers in semi-urban and rural areas in India. According to ICRA Report, our Company had the lowest Gross NPAs as of March 31, 2018 and the second highest growth rate of assets under management for the last three financial years, among affordable housing finance companies that had assets under management between ₹ 25 billion and ₹ 200 billion. We are a technology driven company and we leverage information technology and data analytics for onboarding customers, underwriting analysis, loan monitoring, risk management and collection functions. Between Fiscals 2014 and 2018, we invested ₹ 150.45 million in our information technology systems.

Our long-term credit ratings have improved from CRISIL BBB+/Stable in August 2012 to CRISIL A+/Stable currently. As of June 30, 2018, the weighted average duration of our outstanding borrowings, including securitization and assignment was 134.15 months and our long term-rating from CARE was A+/Positive and short-term rating was A1+.

**Our Competitive Strengths:** 1) Strong Distribution Network with Deep Penetration Serving Underserved Customers in Rural and Semi-Urban Markets. 2) In-house Sourcing Model leading to Superior Business Outcomes. 3) Robust and Comprehensive Credit Assessment, Risk Management and Collections Framework

**Our Strategies:** 1) Expand our Branch Network to Achieve Deeper Penetration. 2) Continue to Focus on Low and Middle Income Self Employed Customers. 3) Diversify our Borrowing Profile to Optimize our Borrowings Costs. 4) Increase our Product Portfolio and Improve Cost Efficiency through Use of Technology and Data Analytics. 5) Enhance our Brand Recall to Attract New Customers.

## BOARD OF DIRECTORS

S.No.	Name	Designation	Experience including current/ past position held in other firms
1	Krishan Kant Rathi	Independent Director and Chairman	He holds a bachelor's degree in commerce from the Rajasthan University. He is a qualified chartered accountant and is a member of the Institute of Chartered Accountants of India. He is also a qualified company secretary and is a member of the Institute of Company Secretaries of India.
2	Sushil Kumar Agarwal	Whole-time Director and CEO	He is the whole-time Director and CEO of our Company. He is a qualified chartered accountant and company secretary.
3	Kalpana Iyer	Independent Director	She holds a bachelor's degree in commerce from the Madurai Kamaraj University; is a qualified chartered accountant; and is a member of the Institute of Chartered Accountants of India.
4	Sandeep Tandon	Independent Director	He holds a bachelor's degree in science (electrical engineering) from the University of Southern California. At present, Sandeep Tandon is acting as the managing director of Infix Services Private Limited and is a partner at Whiteboard Capital Advisors LLP.
5	Ramachandra Kasargod Kamath	Non- Executive Nominee Director	He is a non-executive nominee Director appointed on our Board by Lake District and Kedaara AIF-1. He holds a bachelor's degree in commerce from the University of Mysore.
6	Vivek Vig	Non- Executive Nominee Director	He is a non-executive nominee Director appointed on our Board by ESCL and Master Fund. He holds a post-graduate diploma in management from Indian Institute of Management at Bangalore.
7	Nishant Sharma	Non- Executive Nominee Director	He is a non-executive nominee Director appointed by Lake District and Kedaara AIF- 1. He holds a master's degree in Bio-Chemical Engineering and Bio -Technology from the Indian Institute of Technology, Delhi and an MBA from the Harvard University.
8	Manas Tandon	Non- Executive Nominee Director	He is a non-executive nominee Director appointed by ESCL and Master Fund. He holds a bachelor's degree in technology (electrical engineering) from the Indian Institute of Technology, Kanpur and an MBA from the Wharton School, University of Pennsylvania.
9	Kartikeya Dhruv Kaji	Non- Executive Nominee Director	He is a non-executive nominee Director appointed by Lake District and Kedaara AIF- 1. He holds a bachelor's degree in arts (economics) from the Dartmouth College, New Hampshire and an MBA from the Wharton School of the University of Pennsylvania.

## OBJECTS OF THE OFFER

The object for which the Net Proceeds (as defined below) of the Fresh Issue will be utilized towards increasing our Company's Tier I capital base to maintain the minimum capital adequacy ratio in accordance with Regulation 30 of the NHB Directions and to meet our future capital requirements arising out of growth in our business.

Further, our Company expects that the listing of the Equity Shares will enhance our visibility and brand image among our existing and potential customers.

# IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS

The details of the proceeds of the Fresh Issue are set forth below.

(₹ in million)

Sr. No.	Particulars	Estimated Amount*
(a)	Gross Proceeds	4,000.00
(b)	Less: Offer related expenses to the extent borne by our Company**	[●]
(c)	Net proceeds of the Fresh Issue (the “Net Proceeds”)	[●]

\*To be finalized upon determination of Offer Price.

\*\* The fees and expenses relating to the Offer shall be shared in the proportion mutually agreed between the Company and the respective Selling Shareholders in accordance with applicable law. However, for ease of operations, expenses of the Selling Shareholders may, at the outset, be borne by our Company on behalf of the Selling Shareholders, and the Selling Shareholders agree that they will reimburse our Company all such expenses. Further, all expenses incurred by the Company on behalf of the respective Selling Shareholder, in relation to appointment of any intermediary, shall be pre-authorized by the respective Selling Shareholder and shall be reimbursed by such respective Selling Shareholder, upon successful completion of the Offer, in the proportion mutually agreed between the Company and the respective Selling Shareholders, in accordance with applicable law. In the event that the Offer is withdrawn or not completed for any reason whatsoever, all Offer related costs and expenses will be borne by the Company. For details, see “Offer related Expenses” on page 106.

## Proposed schedule of implementation and deployment of the Net Proceeds

The Net Proceeds are currently expected to be deployed in Fiscal 2019.

The fund deployment indicated above is based on current circumstances of our business and we may have to revise its estimates from time to time on account of various factors, such as financial and market conditions, competition, interest rate fluctuations and other external factors, which may not be within the control of our management. This may entail rescheduling the proposed utilisation of the Net Proceeds and changing the allocation of funds from its planned allocation at the discretion of our management, subject to compliance with applicable laws.

## Means of Finance

Our Company proposes to utilise the Net Proceeds towards increasing its capital base to meet future capital requirements arising out of growth in our business. Accordingly, we confirm that there is no requirement for us to make firm arrangements of finance under Regulation 4(2)(g) of the SEBI ICDR Regulations through verifiable means towards at least 75% of the stated means of finance, excluding the amount to be raised from the Fresh Issue.

**Name of Monitoring Agency :** Axis Bank Ltd.

## Shareholding pattern of the Company as on the date of RHP

Sr. No.	Category of shareholder	Pre Issue number of shares	% Holding of Pre Issue
(A)	Promoters & Promoter Group	59,905,823	81.26%
(B)	Public	13,817,181	18.74%
	Total	73,723,004	100.00%

## Number of equity shares proposed to be sold by Selling Shareholders

Sr. No.	Name of the Selling Shareholder	Maximum number of Equity Shares offered for sale	Pre-Offer percentage of issued Equity Share capital (%)
1	Lake District	8,815,439	11.96
2	ESCL	4,281,907	5.81
3	Master Fund	1,879,110	2.55
4	Kedaara AIF-1	236,339	0.32
5	Sushil Kumar Agarwal	911,564	1.24
6	Vivek Vig	125,000	0.17

## RESTATED AUDITED FINANCIALS

### RESTATED STANDALONE FINANCIALS

(₹ in Millions except share data and unless otherwise stated)

Particulars	For 3 months ended June 30, 2018	As at March 31, 2018	As at March 31, 2017	As at March 31, 2016	As at March 31, 2015	As at March 31, 2014
Revenue from operation	1,438.53	4,563.39	3,051.28	1,908.79	1,036.78	543.12
Net Profit/(Loss) before tax and extraordinary items	444.72	1,417.53	875.59	499.52	289.55	93.87
Net Profit/(Loss) after tax and extraordinary items	289.96	929.33	571.37	327.80	190.81	63.37
Equity Share Capital	707.51	691.73	581.64	383.83	329.17	299.17
Reserves and Surplus	11,069.40	10,290.58	5,081.62	1,654.35	685.24	254.96
Net worth	11,776.91	10,984.71	5,663.26	2,038.18	1,014.41	554.13
Basic earnings per share (₹)	4.17	15.87	11.10	8.24	5.54	2.04
Diluted earnings per share (₹)	4.05	15.21	11.10	8.24	5.54	2.04
Return on net worth (%)	2.46	8.46	10.09	16.08	18.81	11.44
Net asset value per share (₹)	166.46	157.03	96.41	46.6	27.05	16.26

**IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS  
RESTATEd CONSOLIDATED FINANCIALS**

(₹ in Millions except share data and unless otherwise stated)

Particulars	As of and for the period June 30, 2018	As at March 31, 2018
Total Income from Operations (Net)	1,438.70	4,563.65
Net Profit/(Loss) before tax and extraordinary items	444.85	1,416.95
Net Profit/(Loss) after tax and extraordinary items	290.06	928.75
Equity Share Capital	707.51	691.73
Reserves and Surplus	11,068.93	10,290.00
Net worth	11,776.44	10,984.13
Basic earnings per share (₹)	4.17	15.86
Diluted earnings per share (₹)	4.05	15.20
Return on net worth (%)	2.46	8.46
Net asset value per share (₹)	166.45	157.03

**INTERNAL RISK FACTORS**

Below are the top 10 Risk Factors as per the RHP:-

1. Our business requires substantial capital and any disruption in our sources of capital could have an adverse effect on our business, results of operations, financial condition and cash flows.
2. The risk of non-payment or default by borrowers may adversely affect our business, results of operations, financial condition and cash flows.
3. We are affected by changes in interest rates for our lending and treasury operations, which could cause our net interest income to decline and adversely affect our business and results of operations.
4. Any downgrade in our credit ratings could increase our borrowing costs, affect our ability to obtain financing, and adversely affect our business, results of operations, financial condition and cash flows.
5. We may face asset-liability mismatches, which could affect our liquidity and adversely affect our business and results of operations.
6. Our operations are concentrated in four states of western India, particularly Rajasthan and any adverse developments in this region could have an adverse effect on our business, results of operations, financial condition and cash flows.
7. Our inability to recover the full value of collateral, or amounts outstanding under defaulted loans in a timely manner, or at all, could adversely affect our results of operations.
8. The Indian housing finance industry is highly competitive and our inability to compete effectively could adversely affect our business and results of operations.
9. Our inability to effectively manage our growth could have an adverse effect on our business, results of operations, financial condition and cash flows.
10. We are exposed to operational and credit risks which may result in NPAs, and we may be unable to control or reduce the level of NPAs in our portfolio.

**SUMMARY OF OUTSTANDING LITIGATIONS, CLAIMS AND REGULATORY ACTION**

**A) Outstanding litigations against our company**

Sr. No.	Name of Entity	Criminal Proceedings	Tax proceedings	Statutory/ Regulatory proceedings	Material civil litigation	Aggregate amount involved* (in ₹ million)
1.	<b>Company</b>					
	By the Company	1,675***	-	379****	2	516.92
	Against the Company	1****	-	7*****	-	Not ascertainable
	<b>Total</b>	1,676	-	386	2	Not ascertainable

\*To the extent ascertainable

\*\*\*These proceedings do not include the following: (i) 695 proceedings for which loan accounts have been sold off by the Company. In such proceedings, for which the liability has ceased to exist, the Company only acts as a collection agent.; and (ii) nine proceedings for which the loan accounts have been sold off by the Company and the liability to act as a collection agent has ceased to exist upon the Company.

\*\*\*\*These proceedings do not include 241 proceedings for which loan accounts have been sold off by the Company. In such proceedings, for which the liability has ceased to exist, the Company only acts as a collection agent.

\*\*\*\*\*These proceedings do not include one proceeding for which the loan account has been sold off by the Company and the liability to act as a collection agent has ceased to exist upon the Company.

\*\*\*\*\* These proceedings do not include nine proceedings for which the loan accounts have been sold off by the Company and the liability to act as a collection agent has ceased to exist upon the Company.



**IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS****B) Brief details of top 5 material outstanding litigations against the Company and amount involved:**

Against the company:

S.No.	Particulars	Litigation filed by	Current Status	Amount involved
1.	One FIR was filed by Rajeshwari Santosh Satupute against one employee of our Company, alleging cheating and criminal conspiracy with respect to loan facilities availed from our Company. This matter is currently pending for evidence before the Judicial Magistrate, First Class, Shivaji Nagar, Pune.	Rajeshwari Santosh Satupute	Pending for evidence before the Judicial Magistrate, First Class, Shivaji Nagar, Pune.	Not ascertainable
2.	Five applications were filed by various persons against our Company under the Securitisation and Reconstruction of Financial Assets and Enforcement of Securities Interest Act, 2002 for recovery of dues. The matters are pending at different stages of adjudication before various courts.	Certain customers who had availed loan facilities from the Company	Pending at different stages of adjudication before various courts.	Not ascertainable

**C) Regulatory Action, if any-disciplinary action taken by SEBI or Stock Exchanges against the Promoters/Group Companies in last 5 financial years including outstanding actions, if any - NIL****D) Litigations against our Promoters - NIL****DECLARATION BY THE COMPANY**

We hereby certify and declare that all relevant provisions of the Companies Act and the rules, regulations and guidelines issued by the Government of India, or the regulations or guidelines issued by SEBI, as the case may be, have been complied with and no statement made in the Red Herring Prospectus is contrary to the provisions of the Companies Act, the Securities Contracts (Regulation) Act, 1956, the Securities and Exchange Board of India Act, 1992, as amended or the rules, regulations or guidelines issued thereunder, as the case may be. We further certify that all the disclosures in the Red Herring Prospectus are true and correct.

**DECLARATION BY LAKE DISTRICT HOLDINGS LIMITED**

The undersigned Selling Shareholder hereby certifies that all statements, disclosures and undertakings made by it in the Red Herring Prospectus, in relation to itself as a Selling Shareholder and the Equity Shares being offered by it in the Offer for Sale are true and correct, provided however, the undersigned Selling Shareholder assumes no responsibility for any other statements made by the Company or any other person(s) in the Red Herring Prospectus.

**DECLARATION BY KEDAARA CAPITAL ALTERNATIVE INVESTMENT FUND –KEDAARA CAPITAL AIF 1 (ACTING THROUGH ITS TRUSTEE, IDBI TRUSTEESHIP SERVICES LIMITED)**

The undersigned Selling Shareholder hereby certifies that all statements, disclosures and undertakings made by it in the Red Herring Prospectus, in relation to itself as a Selling Shareholder and the Equity Shares being offered by it in the Offer for Sale are true and correct, provided however, the undersigned Selling Shareholder assumes no responsibility for any other statements made by the Company or any other person(s) in the Red Herring Prospectus.

**DECLARATION BY PARTNERS GROUP ESCL LIMITED**

The undersigned Selling Shareholder hereby certifies that all statements, disclosures and undertakings made by it in the Red Herring Prospectus, in relation to itself as a Selling Shareholder and the Equity Shares being offered by it in the Offer for Sale are true and correct, provided however, the undersigned Selling Shareholder assumes no responsibility for any other statements made by the Company or any other person(s) in the Red Herring Prospectus.

**DECLARATION BY PARTNERS GROUP PRIVATE EQUITY MASTER FUND LLC**

The undersigned Selling Shareholder hereby certifies that all statements, disclosures and undertakings made by it in the Red Herring Prospectus, in relation to itself as a Selling Shareholder and the Equity Shares being offered by it in the Offer for Sale are true and correct, provided however, the undersigned Selling Shareholder assumes no responsibility for any other statements made by the Company or any other person(s) in the Red Herring Prospectus.

**DECLARATION BY SUSHIL KUMAR AGARWAL**

The undersigned Selling Shareholder hereby certifies that all statements, disclosures and undertakings made by it in the Red Herring Prospectus, in relation to itself as a Selling Shareholder and the Equity Shares being offered by it in the Offer for Sale are true and correct, provided however, the undersigned Selling Shareholder assumes no responsibility for any other statements made by the Company or any other person(s) in the Red Herring Prospectus.

**DECLARATION BY VIVEK VIG**

The undersigned Selling Shareholder hereby certifies that all statements, disclosures and undertakings made by it in the Red Herring Prospectus, in relation to itself as a Selling Shareholder and the Equity Shares being offered by it in the Offer for Sale are true and correct, provided however, the undersigned Selling Shareholder assumes no responsibility for any other statements made by the Company or any other person(s) in the Red Herring Prospectus.



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## IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS

### BIDDER'S UNDERTAKING FOR REVISION FORM

I/We (on behalf of joint Bidders, if any) confirm that the Acknowledgement Slip for my/our Bids is enclosed for the revisions which are being requested. I/We agree to be bound by all the terms & conditions mentioned in the Bid cum Application Form submitted earlier by me/us.

I/We (on behalf of joint Bidders, if any) authorise you to reject this Revision Form, in case any of the details of my/our existing Bids as appearing on the electronic book building system do not tally with the details given in this Revision Form.

### INSTRUCTIONS FOR FILLING UP THE BID REVISION FORM

1. Name of sole/ first Bidder should be exactly the same as it appears in the Depository records.
2. Please ensure that the Bid options provided are in the same order as that provided in the Bid cum Application Form submitted earlier.
3. In case there is no change in the particular Bid option, please write "NO CHANGE". In case you want to cancel the Bid Option, please write "CANCELLED".
4. Bidders, please ensure that your Bank has notified an SCSB Branch in the city where Bid cum Application Form is being submitted.
5. **Revision of Bids in case of Revision of Price Band:** In case of an upward revision in the Price Band, Retail Individual Bidders who had Bid at Cut off Price could either (i) revise their Bid or (ii) make additional payment based on the cap of the revised Price Band (such that the total amount i.e., original Bid Amount plus additional payment does not exceed ₹ 200,000/- if the Bidder wants to continue to Bid at Cut off Price), with the members of the Syndicate/Registered Brokers/RTAs/CDPs to whom the original Bid was submitted. In case the total amount (i.e., original Bid Amount plus additional payment) exceeds ₹ 200,000/-, the Bid will be considered for allocation under the Non-Institutional Portion in terms of the RHP. If, however, the Bidder does not either revise the Bid or make additional payment and the Offer Price is higher than the cap of the Price Band prior to revision, the number of Equity Shares Bid for, shall be adjusted downwards for the purpose of Allotment, such that no additional amount would be required to be blocked from the Bidder and the Bidder is deemed to have approved such revised Bid at Cut off Price. In case of a downward revision in the Price Band, announced as above, Retail Individual Bidders, who have bid at Cut off Price, could either revise their Bid or the excess amount blocked at the time of bidding would be unblocked from the ASBA Account after the Allotment is finalised.
6. Only the first Bidder is required to sign the Bid cum Application Form /Revision Form. Thumb impressions and signatures other than in the languages specified in the Eighth Schedule to the Constitution of India must be attested by a Magistrate or a Notary Public or a Special Executive Magistrate under official seal. If the first Bidder is not the account holder, ensure that the Bid cum Application Form is signed by the ASBA Account holder. Signature of the ASBA Account holder is mandatory.
7. **Other Instructions:** a. Revision to Bids must be made only in the prescribed Revision Form, as applicable b. Revision Form must be completed in full, in BLOCK LETTERS in ENGLISH. Bidders should note that the Syndicate Members/ SCSBs/ Registered Brokers/RTAs/CDPs will not be liable for errors in data entry due to incomplete or illegible Revision Forms; c. Ensure that acknowledgement slip for your Bid and any other applicable documents in support of the revision are attached with the Revision Form; and d. Bidders shall only be required to issue instruction to block the revised amount in excess of their original blocked amount based on the cap of the revised Price Band upon an upward revision of their Bid.

### OFFER STRUCTURE

Particulars	QIBs <sup>(i)</sup>	Non-Institutional Investors	Retail Individual Investors
Number of Equity Shares available for allocation**	Not more than [●] Equity Shares	Not less than [●] Equity Shares or the Offer less allocation to QIB Bidders and Retail Individual Investors	Not less than [●] Equity Shares or the Offer less allocation to QIB Bidders and Non Institutional Investors
Percentage of Offer size available for allocation	Not more than 50% of the Offer size. However 5% of the QIB Category, net of the Anchor Investor Portion shall be available for allocation proportionately to Mutual Funds only subject to valid Bids being received at or above the Offer Price. Mutual Funds participating in the 5% reservation portion will also be eligible for allocation in the remaining QIB category. Unsubscribed portion in the Mutual Fund Portion, if any, will be added to the QIB Category	Not less than 15% of the Offer or Offer less allocation to QIB Bidders and Retail Individual Investors	Not less than 35% of the Offer or Offer less allocation to QIB Bidders and Non Institutional Investors
Basis of Allotment if respective category is oversubscribed***	Proportionate as follows (excluding the Anchor Investor Portion): (a) [●] Equity Shares shall be allocated on a proportionate basis to Mutual Funds only subject to valid Bids being received at or above the Offer Price and (b) [●] Equity Shares shall be Allotted on a proportionate basis to all QIBs including Mutual Funds receiving allocation as per (a) above. Up to [●] Equity shares have been allocated on a discretionary basis to Anchor Investors	Proportionate	Proportionate, subject to minimum Bid Lot. For details, see "Offer Procedure" on page 476
Mode of Bidding	Through ASBA process only (except Anchor Investors)		
Minimum Bid	Such number of Equity Shares that the Bid Amount exceeds ₹ 200,000 and in multiples of [●] Equity Shares thereafter	Such number of Equity Shares that the Bid Amount exceeds ₹ 200,000 and in multiples of [●] Equity Shares thereafter	[●] Equity Shares and in multiples of [●] Equity Shares thereafter
Maximum Bid	Such number of Equity Shares in multiples of [●] Equity Shares not exceeding the size Offer subject to applicable limits to the Bidder	Such number of Equity Shares in multiples of [●] Equity Shares not exceeding the size of the Offer subject to applicable limits to the Bidder	Such number of Equity Shares in multiples of [●] Equity Shares such that the Bid Amount does not exceed ₹ 200,000.
Mode of Allotment	Compulsorily in dematerialized form		
Bid Lot	[●] Equity Shares and in multiples of [●] Equity Shares thereafter		
Allotment Lot	[●] Equity Shares and in multiples of one Equity Share thereafter		[●] Equity Shares and in multiples of one Equity Share thereafter subject to availability in the Retail Category
Trading Lot	One Equity Share		
Who can Apply****	Public financial institutions as specified in Section 2(72) of the Companies Act 2013, scheduled commercial banks, multilateral and bilateral development financial institutions, mutual fund registered with SEBI, FPIs other than Category III Foreign Portfolio Investors, VCFs, AIFs, FVCIs, state industrial development corporation, insurance companies registered with IRDAI, provident fund (subject to applicable law) with minimum corpus of ₹ 250 million, pension fund with minimum corpus of ₹ 250 million, in accordance with applicable law and National Investment Fund set up by the Government of India, insurance funds set up and managed by army, navy or air force of the Union of India, insurance funds set up and managed by the Department of Posts, India and systemically important non-banking financial company having a net-worth of more than five hundred crore rupees as per the last audited financial statements.	Resident Indian individuals, Eligible NRIs, HUFs (in the name of Karta), companies, corporate bodies, scientific institutions societies and trusts, Category III Foreign Portfolio Investors sub-accounts of FPIs which are foreign corporate or foreign individuals such that the Bid Amount exceeds ₹ 200,000 in value.	Resident Indian Individuals, Eligible NRIs, HUFs (in the name of Karta) applying for Equity Shares such that the Bid Amount does not exceed ₹ 2,00,000 in value.
Terms of Payment	<b>In case of Anchor Investors:</b> Full Bid Amount shall be payable by the Anchor Investors at the time of submission of their bids. <b>In case of all other Bidders:</b> Full Bid Amount shall be blocked by the SCSBs in the bank account of the ASBA Bidder (other than Anchor Investors) that is specified in the ASBA Form at the time of submission of the ASBA Form.		

\* Our Company, in consultation with the GCBRLMs and BRLM, may allocate up to 60% of the QIB Category to Anchor Investors at the Anchor Investor Offer Price, on a discretionary basis, subject to there being (i) a maximum of two Anchor Investors, where allocation in the Anchor Investor Portion is up to ₹ 100 million, (ii) minimum of two and maximum of 15 Anchor Investors, where the allocation under the Anchor Investor Portion is more than ₹ 100 million but up to ₹ 2,500 million, subject to a minimum Allotment of ₹ 50 million per Anchor Investor, and (iii) in case of allocation above ₹ 2,500 million, a minimum of five and a maximum of 15 Anchor Investors are allowed for allocation of up to ₹ 2,500 million and an additional 10 such investors for every additional ₹ 2,500 million or part thereof will be permitted, subject to a minimum allotment of ₹ 50 million per Anchor Investor. An Anchor Investor will make a minimum Bid of such number of Equity Shares, that the Bid Amount is at least ₹ 100 million. One-third of the Anchor Investor Portion will be reserved for domestic Mutual Funds, subject to valid Bids being received at or above Anchor Investor Offer Price.

\*\* In terms of Rule 19(2)(b) of the SCRR, the Offer is being made for at least 10% of the post-Offer paid-up equity share capital of our Company. The Offer is being made through the Book Building Process, in compliance with Regulation 26(1) of the SEBI ICDR Regulations, where 50% of the Offer will be available for allocation to QIBs on a proportionate basis, provided that our Company, in consultation with the GCBRLMs and BRLM, may allocate up to 60% of the QIB Category to Anchor Investors on a discretionary basis, in accordance with the SEBI ICDR Regulations, of which at least one-third will be available for allocation to domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds. Further, 5% of the QIB Category (excluding the Anchor Investor Portion) will be available for allocation on a proportionate basis to Mutual Funds only. The remainder of the QIB Category will be available for allocation on a proportionate basis to all QIBs (other than Anchor Investors) including Mutual Funds, subject to valid Bids being received at or above the Offer Price. Further, not less than 15% of the Offer will be available for allocation on a proportionate basis to Non-Institutional Investors subject to valid Bids being received at or above the Offer Price. Further, not less than 35% of the Offer will be available for allocation to Retail Individual Investors in accordance with SEBI ICDR Regulations, subject to valid Bids being received at or above the Offer Price.

\*\*\* If the Bid is submitted in joint names, the Bid cum Application Form should contain only the name of the first Bidder whose name should also appear as the first holder of the depository account held in joint names. The signature of only the first Bidder would be required in the Bid cum Application Form and such first Bidder would be deemed to have signed on behalf of the joint holders.

\*\*\*\* Bid Amount shall be payable by the Anchor Investors at the time of submission of the Anchor Investor Application Forms.

**COMMON  
REVISION FORM**

**AAVAS FINANCIERS LIMITED - INITIAL PUBLIC OFFER - R**  
(FORMERLY KNOWN AS "AA HOUSING FINANCE LIMITED")  
Registered and Corporate Office: 201-202, 2nd Floor, South End Square, Mansarovar Industrial Area, Jaipur 302 020, Rajasthan, India  
Tel.: +91 14 1661 8800; Fax: +91 14 1661 8861; Contact Person: Sharad Pathak, Company Secretary and Compliance Officer  
E-mail: ipo@avvas.in; Website: www.avvas.in; Corporate Identity Number: U65922RJ2011PLC034297

**FOR RESIDENT INDIAN BIDDERS, INCLUDING  
RESIDENT QIBs, NON-INSTITUTIONAL BIDDERS,  
RETAIL INDIVIDUAL BIDDERS AND ELIGIBLE NRIs  
APPLYING ON A NON-REPATRIATION BASIS**



To,  
The Board of Directors  
**AAVAS FINANCIERS LIMITED**  
(FORMERLY KNOWN AS "AA HOUSING FINANCE LIMITED")

**100% BOOK BUILT OFFER**  
**ISIN : INE216P01012**

**Bid cum  
Application  
Form No.**

<b>SYNDICATE MEMBER'S STAMP &amp; CODE</b>	<b>REGISTERED BROKER / SCSB / CDP / RTA STAMP &amp; CODE</b>	<b>1. NAME &amp; CONTACT DETAILS OF SOLE / FIRST BIDDER</b>
		Mr./Ms./M/s. _____ Address _____ Email _____ Tel. No. (with STD code) / Mobile _____
<b>SUB-BROKER'S / SUB-AGENT'S STAMP &amp; CODE</b>	<b>SCSB BRANCH STAMP &amp; CODE</b>	<b>2. PAN OF SOLE / FIRST BIDDER</b>
		_____
<b>BANK BRANCH SERIAL NO.</b>	<b>SCSB SERIAL NO.</b>	<b>3. BIDDER'S DEPOSITORY ACCOUNT DETAILS</b> <input type="checkbox"/> NSDL <input type="checkbox"/> CDSL
		_____
For NSDL enter 8 digit DP ID followed by 8 digit Client ID / For CDSL enter 16 digit Client ID		

**PLEASE CHANGE MY BID**

4. FROM (AS PER LAST BID OR REVISION)												
Bid Options	No. of Equity Shares Bid (Bids must be in multiples of Bid Lot as advertised)								Price per Equity Share (₹) / "Cut-off" (Price in multiples of ₹ 1/- only) (In Figures Only)			
	(In Figures)											
	8	7	6	5	4	3	2	1	Bid Price	Retail Discount	Net Price	"Cut-off" (Please✓tick)
Option 1												
(OR) Option 2												
(OR) Option 3												

5. TO (REVISED BID) (ONLY RETAIL INDIVIDUAL BIDDERS CAN BID AT "CUT-OFF")												
Bid Options	No. of Equity Shares Bid (Bids must be in multiples of Bid Lot as advertised)								Price per Equity Share (₹) / "Cut-off" (Price in multiples of ₹ 1/- only) (In Figures Only)			
	(In Figures)											
	8	7	6	5	4	3	2	1	Bid Price	Retail Discount	Net Price	"Cut-off" (Please✓tick)
Option 1												
(OR) Option 2												
(OR) Option 3												

<b>6. PAYMENT DETAILS</b>										<b>PAYMENT OPTION : FULL PAYMENT <input type="checkbox"/> PART PAYMENT <input checked="" type="checkbox"/></b>	
Additional Amount Blocked ₹ in figures) _____ (₹ in words) _____											
ASBA Bank A/c No. _____											
Bank Name & Branch _____											

I/WE (ON BEHALF OF JOINT BIDDERS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ AND UNDERSTOOD THE TERMS AND CONDITIONS OF THIS REVISION FORM AND THE ATTACHED ABRIDGED PROSPECTUS AND THE GENERAL INFORMATION DOCUMENT ("GID") FOR INVESTING IN PUBLIC ISSUES AND HEREBY AGREE AND CONFIRM THE 'BIDDERS UNDERTAKING' AS GIVEN OVERLEAF. I/WE (ON BEHALF OF JOINT BIDDERS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ THE INSTRUCTIONS FOR FILLING UP THE REVISION FORM GIVEN OVERLEAF.

<b>7A. SIGNATURE OF SOLE / FIRST BIDDER</b>	<b>7B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(S) (AS PER BANK RECORDS)</b>	<b>SYNDICATE MEMBER / REGISTERED BROKER / SCSB / CDP / RTA STAMP (Acknowledging upload of Bid in Stock Exchange system)</b>
	I/We authorise the SCSB to do all acts as are necessary to make the application in the Offer. 1) _____ 2) _____ 3) _____	
Date : _____, 2018		

TEAR HERE

	<b>AAVAS FINANCIERS LIMITED</b>	<b>Acknowledgement Slip for Syndicate Member / Registered Broker/SCSB/CDP/RTA</b>	<b>Bid cum Application Form No.</b>
	<b>REVISION FORM -INITIAL PUBLIC OFFER - R</b>		

<b>DPID / CLID</b>											<b>PAN of Sole / First Bidder</b>																		
Additional Amount Blocked (₹)										ASBA Bank A/c No.										Stamp & Signature of SCSB Branch									
Bank Name & Branch																													
Received from Mr./ Ms./M/s. _____																													
Telephone / Mobile _____										Email _____																			

TEAR HERE

<b>AAVAS FINANCIERS LIMITED - BID REVISION FORM - INITIAL PUBLIC OFFER - R</b>	Option 1	Option 2	Option 3	Stamp & Signature of Syndicate Member / Registered Broker / SCSB / CDP / RTA	Name of Sole / First Bidder
No. of Equity Shares Bid					
Bid Price					
Additional Amount Blocked (₹)					
ASBA Bank A/c No. _____				Acknowledgement Slip for Bidder	Bid cum Application Form No.
Bank Name & Branch _____					