

This is an abridged prospectus containing salient features of the Red Herring Prospectus dated April 25, 2018 (the “RHP” or the “Red Herring Prospectus”). You are encouraged to read greater details available in the RHP.

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

Please ensure that you have read the RHP, this abridged prospectus and the General Information Document for investing in public issues (“GID”) undertaken through the Book Building Process before applying in the Offer (as defined below). You may obtain a physical copy of the Bid cum Application Form and the RHP from the Stock Exchanges (as defined below), members of the Syndicate, Registered Brokers, Collecting Depository Participants (“CDPs”), Registrar to the Offer, Registrar and Share Transfer Agents (“RTAs”), Bankers to the Offer, Underwriters, Investors’ Associations or Self Certified Syndicate Banks (“SCSBs”). You may also download the RHP from the websites of Securities and Exchange Board of India (“SEBI”), National Stock Exchange of India Limited (“NSE” or the “Designated Stock Exchange”) and BSE Limited (“BSE” and together with NSE, the “Stock Exchanges”) where Equity Shares are proposed to be listed and the Book Running Lead Managers (“BRLMs”), i.e. www.sebi.gov.in, www.nseindia.com, www.bseindia.com, www.jmfl.com, www.investmentbank.kotak.com, www.morganstanley.com/about-us/globaloffices/india, www.motilaloswalgroup.com and www.nomuraholdings.com/company/group/asia/india/index.html, respectively. Unless otherwise specified all capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the RHP. Investors are advised to retain a copy of the RHP/Abridged Prospectus for their future reference.



INDOSTAR CAPITAL FINANCE LIMITED

Registered and Corporate Office: One Indiabulls Center, 20th Floor, Tower 2A, Jupiter Mills Compound, Senapati Bapat Marg, Mumbai 400 013, Maharashtra, India; **Telephone:** +91 22 4315 7000; **Facsimile:** +91 22 4315 7010

Contact Person: Jitendra Bhati, Company Secretary and Compliance Officer; **Telephone:** + 91 22 4315 7000; **Facsimile:** +91 22 4315 7010

E-mail: investor.relations@indostarcapital.com; **Website:** www.indostarcapital.com; **Corporate Identity Number:** U65100MH2009PLC268160

PROMOTER OF OUR COMPANY: INDOSTAR CAPITAL

OFFER DETAILS, LISTING AND PROCEDURE

INITIAL PUBLIC OFFERING OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH (“EQUITY SHARES”) OF INDOSTAR CAPITAL FINANCE LIMITED (OUR “COMPANY” OR THE “ISSUER”) FOR CASH AT A PRICE OF ₹ [●] PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ [●] PER EQUITY SHARE (THE “OFFER PRICE”), AGGREGATING UP TO ₹ [●] MILLION (THE “OFFER”) COMPRISING OF A FRESH ISSUE OF UP TO [●] EQUITY SHARES BY OUR COMPANY AGGREGATING UP TO ₹ 7,000 MILLION (THE “FRESH ISSUE”) AND AN OFFER FOR SALE OF UP TO 20,000,000 EQUITY SHARES AGGREGATING UP TO ₹ [●] MILLION BY THE SELLING SHAREHOLDERS, COMPRISING AN OFFER FOR SALE OF UP TO 18,508,407 EQUITY SHARES AGGREGATING UP TO ₹ [●] MILLION BY INDOSTAR CAPITAL (“PROMOTER SELLING SHAREHOLDER”) AND AN OFFER FOR SALE OF UP TO 1,491,593 EQUITY SHARES AGGREGATING UP TO ₹ [●] MILLION BY THE OTHER SELLING SHAREHOLDERS (AS DEFINED IN THE RHP, TOGETHER WITH THE PROMOTER 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.

THESE EQUITY SHARES ARE PROPOSED TO BE LISTED ON NSE AND BSE. THE PRICE BAND AND THE MINIMUM BID LOT FOR THE OFFER WILL BE ADVERTISED AT LEAST FIVE (5) WORKING DAYS PRIOR TO THE BID/OFFER OPENING DATE IN ALL EDITIONS OF FINANCIAL EXPRESS, AN ENGLISH NATIONAL DAILY NEWSPAPER, ALL EDITIONS OF JANSATTA, A HINDI NATIONAL DAILY NEWSPAPER AND MUMBAI EDITION OF NAVSHAKTI, A MARATHI DAILY NEWSPAPER (MARATHI BEING THE REGIONAL LANGUAGE OF MAHARASHTRA, WHERE THE REGISTERED AND CORPORATE OFFICE OF OUR COMPANY IS LOCATED), EACH WITH WIDE CIRCULATION AND SHALL BE MADE AVAILABLE TO BSE AND NSE FOR UPLOADING ON THEIR RESPECTIVE WEBSITES. DETAILS ABOUT THE BASIS FOR THE OFFER PRICE WILL BE AVAILABLE ON THE WEBSITES OF NSE AND BSE.

PROCEDURE:

If you wish to know about processes and procedures applicable to public issues, you may request for a copy of the GID from the BRLMs or download it from the websites of the Stock Exchanges at www.nseindia.com and www.bseindia.com, and the websites of the BRLMs at www.jmfl.com, www.investmentbank.kotak.com, www.morganstanley.com/about-us/globaloffices/india, www.motilaloswalgroup.com and www.nomuraholdings.com/company/group/asia/india/index.html.

ELIGIBILITY FOR THE OFFER – REGULATION 26(1) OF THE SEBI (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009 (“SEBI ICDR REGULATIONS”)

Whether the Company is compulsorily required to allot at least 75% of the net Offer to Qualified Institutional Buyers – No

INDICATIVE TIMELINE

Bid/Offer Opening Date*	May 09, 2018	Initiation of Refunds (If any, for Anchor Investors)/ Unblocking of Funds from ASBA Account	On or about May 17, 2018
Bid/Offer Closing Date	May 11, 2018	Credit of Equity Shares to Demat Accounts of Allottees	On or about May 18, 2018
Finalisation of Basis of Allotment with the Designated Stock Exchange	On or about May 16, 2018	Commencement of Trading of the Equity Shares on the Stock Exchanges	On or about May 21, 2018

* Our Company and the Promoter Selling Shareholder may, in consultation with the Book Running Lead Managers, consider participation by Anchor Investors. The Anchor Investors shall Bid during the Anchor Investor Bidding Date, i.e., one Working Day prior to the Bid/Offer Opening Date.

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 entire 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 the Issuer and the Offer, including the risks involved. The Equity Shares in the offer have not been recommended or approved by the SEBI, nor does SEBI guarantee accuracy or adequacy of the contents of the Red Herring Prospectus. Specific attention of the investors is invited to “**Risk Factors**” on page 18 of the RHP and on page 7 of this Abridged Prospectus.

PRICE INFORMATION OF PAST ISSUES HANDLED BY THE LEAD MANAGERS ⁽¹⁾⁽²⁾⁽³⁾⁽⁴⁾⁽⁵⁾⁽⁶⁾

Issue Name	Name of the Merchant Banker	+/- % change in closing price[+/- % change in closing benchmark] - 30th calendar day from listing	+/- % change in closing price [+/- % change in closing benchmark] - 90th calendar day from listing	+/- % change in closing price [+/- % change in closing benchmark] - 180th calendar day from listing
Bandhan Bank Limited	JM Financial, Kotak	NA	NA	NA
Aster DM Healthcare Limited	JM Financial, Kotak	-13.66% [-3.77%]	NA	NA
Galaxy Surfactants Limited	JM Financial	+1.14% [-3.31%]	NA	NA
Reliance Nippon Life Asset Management Limited ⁽⁷⁾	JM Financial, Nomura	+3.61% [-3.19%]	+5.91% [+2.95%]	NA
Prataap Snacks Limited	JM Financial	+25.12% [+5.70%]	+31.82% [+5.60%]	+40.99% [+3.27%]
SBI Life Insurance Company Limited	JM Financial	-7.56% [+5.89%]	-0.66% [+6.81%]	-3.11% [+2.58%]
ICICI Lombard General Insurance Company Limited	JM Financial	+3.62% [+6.25%]	+17.60% [+7.78%]	+12.13% [+2.69%]
Lemon Tree Hotels Limited	Kotak	NA	NA	NA
The New India Assurance Company Limited ⁽⁸⁾	Kotak, Nomura	-27.91% [+0.15%]	-12.93% [+2.25%]	NA
Mahindra Logistics Limited	Kotak	+3.12% [-0.54%]	+9.48% [+1.50%]	NA
General Insurance Corporation of India	Kotak	-12.92% [+0.52%]	-13.95% [+6.52%]	-20.78% [+2.61%]
Indian Energy Exchange Limited	Kotak	-8.15% [+1.39%]	-1.77% [+6.97%]	-0.71% [+3.72%]
RBL Bank Limited	Morgan Stanley	27.1% [-1.8%]	57.0% [-7.1%]	107.9% [1.7%]
PNB Housing Finance Limited	Morgan Stanley	11.7% [-3.4%]	26.9% [4.4%]	70.5% [10.1%]
HDFC Standard Life Insurance Company Limited ⁽⁹⁾	Morgan Stanley, Nomura	30.2% [+1.7%]	+48.9% [+3.2%]	NA
MAS Financial Services Limited	Motilal	28.45% [+0.71%]	35.80% [+4.79%]	31.55% [+3.11%]
Dixon Technologies (India) Limited	Motilal	50.78% [+0.57%]	80.93% [+1.77%]	95.22% [+0.41%]
AU Small Finance Bank Limited	Motilal	53.60% [+1.40%]	71.80% [+2.14%]	95.38% [+8.06%]
GTPL Hathway Limited	Motilal	-13.32% [+4.16%]	-19.09% [+1.82%]	-2.94% [+9.54%]
PSP Projects Limited	Motilal	21.67% [-1.18%]	68.37% [+2.63%]	103.21% [+8.17%]
Avenue Supermarts Limited	Motilal	152.94% [+0.16%]	166.35% [+5.88%]	263.80% [+10.57%]
BSE Limited	Motilal	10.51% [+1.79%]	24.21% [+7.08%]	32.41% [+15.34%]
Future Supply Chain Solutions Limited	Nomura	+3.50% [3.00%]	+6.27% [-2.83%]	NA
Central Depository Services (India) Limited	Nomura	+127.92% [5.84%]	+128.86% [2.26%]	+146.71% [10.61%]
Tejas Networks Limited	Nomura	+28.04% [+5.35%]	+17.82% [3.80%]	+51.36% [10.73%]
Housing and Urban Development Corporation Limited	Nomura	+13.17% [+2.44%]	+34.67% [+4.98%]	+35.67% [+8.05%]

Notes:

1. All data sourced from www.nseindia.com and benchmark index considered as NIFTY.
2. This list and details includes recent 7 issues (initial public offerings) in current financial year and two preceding financial years which are managed by each BRLM with common issues disclosed once.
3. 30th, 90th and 180th calendar day has been taken as listing date plus 29, 89, and 179 calendar days except for Motilal who has considered listing date plus 30, 90 and 180 as 30th, 90th and 180th calendar day, respectively.
4. Since 30 calendar days, 90 calendar days and 180 calendar days, as applicable, from listing date has not elapsed for a few of the above issues, data for same is not available (NA);
5. In case 30th/90th/180th day is not a trading day, JM Financial Limited (“JM Financial”), Kotak Mahindra Capital Company Limited (“Kotak”) and Motilal Oswal Investment Advisors Limited (“Motilal”) have considered closing price of trading day immediately preceding the trading holiday, while Morgan Stanley India Company Private Limited (“Morgan Stanley”) and Nomura Financial Advisory and Securities (India) Private Limited (“Nomura”) have considered closing price of next trading day.
6. Pricing Performance for the benchmark index is calculated as per the close on the day prior to the listing date for Morgan Stanley.
7. For Nomura, values for 90 day are +8.12% [2.05%].
8. For Nomura, values for 90 day are -7.81% [+3.08].
9. For Nomura, values for 30 and 90 day are +30.16% [+1.02%] and +48.93% [+2.11%], respectively.

For further details, please refer to “**Price information of past issues handled by the BRLMs**” beginning on page 354 of the RHP.

BOOK RUNNING LEAD MANAGERS

JM Financial Limited Telephone: +91 22 6630 3030 Facsimile: +91 22 6630 3330 E-mail: indostar.ipo@jmfml.com Investor Grievance E-mail: grievance.ibd@jmfml.com	Kotak Mahindra Capital Company Limited Tel: +91 22 4336 0000; Fax: +91 22 6713 2447 E-mail: indostar.ipo@kotak.com Investor grievance email: kmccredressal@kotak.com	Morgan Stanley India Company Private Limited Tel: + 91 22 6118 1000; Fax: + 91 22 6118 1040 E-mail: indostar_ipo@morganstanley.com Investor grievance e-mail: investors_india@morganstanley.com	Motilal Oswal Investment Advisors Limited Telephone: + 91 22 3846 4380; Facsimile: +91 22 3846 4315 E-mail: indostar.ipo@motilaloswal.com Investor grievance E-mail: moiaplredressal@motilaloswal.com	Nomura Financial Advisory and Securities (India) Private Limited Tel: +91 22 4037 4037 ; Fax: +91 22 4037 4111 E-mail: indostaripo@nomura.com Investor grievance E-mail: investorgrievances-in@nomura.com
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Name of Syndicate Member: JM Financial Services Limited, Kotak Securities Limited and Motilal Oswal Securities Limited

Registrar to the Offer: Link Intime India Private Limited, **Tel:** +91 22 4918 6200, **Facsimile:** +91 22 4918 6195, **Email:** indostar.ipo@linkintime.co.in, **Investor grievance E-mail:** indostar.ipo@linkintime.co.in

Statutory Auditor to our Company: S.R. Batliboi & Co. LLP

Self Certified Syndicate Banks: The list of banks is available on the website of SEBI at <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes> or such other websites as updated from time to time.

Non Syndicate Registered Brokers: You can submit the Bid cum Application Forms in the Offer to Non Syndicate Registered Brokers at the Broker Centres. For further details, see “**Offer Procedure**” beginning on page 379 of the RHP.

Details regarding website address(es)/link(s) from which the investor can obtain a list of RTAs, CDPs and stock brokers who can accept applications from investors, as applicable: The list of the RTAs eligible to accept ASBA Forms at the Designated RTA Locations, the list of the CDPs eligible, as applicable, to accept ASBA Forms at the Designated CDP Locations and Registered Brokers at the Broker Centres including details such as name and contact details, are provided on the websites of Stock Exchanges at <http://www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx?expandable=6> and http://www.nseindia.com/products/content/equities/ipo/asba_procedures.htm, http://www.bseindia.com/Markets/PublicIssues/brokercentres_new.aspx?expandable=7 as updated from time to time. For further details, see “**Offer Procedure**” beginning on page 379 of the RHP.

PROMOTERS OF OUR COMPANY

The Promoter of our Company is Indostar Capital. Our Promoter was incorporated as a private company limited by shares under the laws of Mauritius on October 25, 2010, with its registered office located at 3rd Floor, Standard Chartered Tower, Bank Street, 19 Cybercity, Ebene 72201, Mauritius. Our Promoter is registered with the Financial Services Commission of Mauritius and has been granted a Category I – Global Business Licence under Licence No. C110009102. The principal activity of our Promoter is that of investment holding. As on date of the RHP, our Promoter holds 71,102,635 Equity Shares, representing 90.12% of the issued, subscribed and paid-up equity share capital of our Company.

None of our Group Companies are listed.

BUSINESS OVERVIEW AND STRATEGY

Overview:

We are a leading non-banking finance company (“NBFC”) registered with the Reserve Bank of India as a systemically important non-deposit taking company. We are a professionally managed and institutionally owned organization which is primarily engaged in providing bespoke Indian Rupee denominated structured term financing solutions to corporates and loans to small and medium enterprise (“SME”) borrowers in India. We recently expanded our portfolio to offer vehicle finance and housing finance products. Although, we operated in a challenging credit environment in the initial years of our business operations, where in 2012, 2013 and 2014, inflation in India was 8.4%, 9.9% and 9.4%, respectively, and India’s fiscal deficit was 5.7%, 4.8% and 4.5%, respectively, of its GDP, through upfront capitalization of our business, our domain expertise and focus on our customers, experienced management team and vigilant monitoring of our assets, our business has experienced growth since the commencement of our operations in 2011. Between fiscal 2013 and 2017, our Total Credit Exposure and total revenue grew at a CAGR of 30.0% and 31.4%, respectively. We operate four principal lines of business, namely corporate lending, SME lending, vehicle financing and housing financing. As part of our efforts to grow retail operations, we opened our 100th branch in Vadodara, Gujarat, on April 6, 2018.

Our Strengths: • Highly motivated, professional and experienced management team • Well-established corporate and strong SME lending businesses • High asset quality achieved through robust credit assessment and risk management framework • Proven track record of delivering results • Well diversified funding profile • Ownership by institutional investors ensuring international corporate governance standards.

Our Strategies: • Four Pillars strategy focused on secured lending; • Expand our geographical footprint and sourcing platform for our products across India; • Increase use of technology and data analytics to support business growth and improve efficiency as well as to further strengthen our risk management framework • Continue to create brand awareness to become the preferred NBFC for borrowers in our target customer segments.

BOARD OF DIRECTORS

Sr. No.	Name	Designation	Experience including current / past position held in other firms
1.	Dhanpal Jhaveri	Chairman and Non-Executive Director	He has several years of experience in fields of investing, corporate strategy, mergers and acquisitions and investment banking. He has worked with Vedanta Group, ICICI Securities and Finance Company Limited, KPMG India Private Limited and Everstone Capital Advisors Private Limited.
2.	Sameer Sain	Non-Executive Director	He holds a bachelor’s degree in business administration from University of Massachusetts at Amherst, and a master’s degree in business administration from Cornell University. He has several years of experience in investment management and institutional wealth management, and special investments.
3.	Alok Oberoi	Non-Executive Director	He holds bachelor’s degree in science and master’s degree in business administration from Cornell University. He has several years of experience in field of investments and structuring international joint venture and transactions. He is also associated with ACPI Investments Limited.

BOARD OF DIRECTORS

Sr. No.	Name	Designation	Experience including current / past position held in other firms
4.	R. Sridhar	Whole-Time Director designated as Executive Vice-Chairman and Chief Executive Officer	He has approximately three decades of experience in the financial services industry. He was previously associated with various entities forming part of the Shriram group, and held the position of managing director of Shriram Transport Finance Company Limited.
5.	Dinesh Kumar Mehrotra	Non-Executive Independent Director	He holds a bachelor's degree in science from University of Patna. He has more than 30 years of experience in the field of insurance, and has previously been the chairman of Life Insurance Corporation of India.
6.	Hemant Kaul	Non-Executive Independent Director	He has several years of experience in the fields of banking and insurance, and has previously worked with Axis Bank Limited and Bajaj Allianz General Insurance Company Limited.
7.	Bobby Parikh	Non-Executive Independent Director	He holds a bachelor's degree in commerce from the University of Mumbai and is a qualified chartered accountant from the Institute of Chartered Accountants of India. He has several years of experience in the field of finance.
8.	Naina Krishna Murthy	Non-Executive Independent Director	She holds a bachelor's degree in law from National Law School of India University. She has more than 17 years of experience in the field of law and is the founder of Indian law firm K Law.

For further details, please refer to "Our Management" on page 193 of the RHP.

OBJECTS OF THE OFFER

The Offer consists of the Fresh Issue and the Offer for Sale.

Offer for Sale: The Selling Shareholders will be entitled to the proceeds of the Offer for Sale of their respective portions of the Offered Shares, respectively net of their share of the Offer related expenses. Our Company will not receive any proceeds from the Offer for Sale.

Objects of the Fresh Issue and requirement of funds: Our Company proposes to utilise the Net Proceeds from the Fresh Issue towards augmenting its capital base to meet future capital requirements.

Means of Finance: We confirm that there is no requirement for us to make firm arrangements of finance through verifiable means towards at least 75% of the stated means of finance, excluding the amount to be raised from the Fresh Issue.

Proposed schedule of implementation and deployment of the Net Proceeds

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

Monitoring of Utilization of Funds: We have appointed HDFC Bank Limited as the Monitoring Agency for the Offer. Our Board and the Monitoring Agency will monitor utilization of the Net Proceeds and the Monitoring Agency will submit a report to our Board under Regulation 16(2) of the SEBI ICDR Regulations. For further details, please refer to "Objects of the Offer" on page 114 of RHP.

Shareholding Pattern

Sr. No.	Particulars	pre-Offer no. of Equity Shares	% of pre-Offer Share Capital
1.	Promoter and Promoter Group	72,237,635	91.56
2.	Public	6,663,564	8.44
	Total	78,901,199	100.00

Number of Equity Shares proposed to be sold by the Selling Shareholders

S. No.	Name of the Selling Shareholder	Number of Equity Shares Offered
1.	Indostar Capital	Up to 18,508,407
2.	Vimal Bhandari	Up to 399,280
3.	Shailesh Shirali	Up to 243,955
4.	Jayant S. Gunjal	Up to 44,658
5.	Vivek Agarwall	Up to 109,635
6.	Sandeep Baid	Up to 694,065

RESTATED AUDITED FINANCIAL STATEMENTS

Standalone	(₹ in million except specifically stated)					
Particulars	As at and for the nine month period ended/financial year ended					
	December 31, 2017	March 31, 2017	March 31, 2016	March 31, 2015	March 31, 2014	March 31, 2013
Revenue from operations	5,787.21	7,149.28	6,413.25	5,280.52	3,945.64	2,326.53
Net Profit before tax and extraordinary items	2,555.50	3,204.25	2,923.01	2,260.87	1,692.50	1,296.87
Net Profit after tax and extraordinary items	1,697.26	2,090.38	1,910.16	1,490.65	1,121.36	900.94
Equity Share Capital	786.79	783.62	733.54	683.65	683.23	684.37
Reserves and Surplus	20,014.63	18,220.54	14,678.67	12,169.02	10,673.29	9,565.25
Net worth	20,801.42	19,004.16	15,412.21	12,852.67	11,356.52	10,249.62
*Basic earnings per Equity Share (₹)	21.58	28.45	26.66	21.72	16.34	13.13
*Diluted earnings per Equity Share (₹)	19.46	26.09	26.33	21.43	16.27	13.13
*Return on net worth (%)	8.16	11.00	12.39	11.60	9.87	8.79
Net asset value per Equity Share (₹)	264.38	242.52	210.11	165.50	146.24	131.98

Consolidated Particulars	As at and for the nine month period ended/financial year ended					
	December 31, 2017	March 31, 2017	March 31, 2016	March 31, 2015	March 31, 2014	March 31, 2013 [#]
Revenue from operations	5,801.62	7,193.03	6,439.96	5,280.53	3,945.64	NA
Net Profit before tax and extraordinary items	2,499.04	3,230.40	2,932.07	2,260.46	1,692.46	NA
Net Profit after tax and extraordinary items	1,640.81	2,107.95	1,916.42	1,490.37	1,121.32	NA
Equity Share Capital	786.79	783.62	733.54	683.65	683.23	NA
Reserves and Surplus	19,981.55	18,243.92	14,684.48	12,168.70	10,673.25	NA
Net worth	20,768.34	19,027.54	15,418.02	12,852.35	11,356.48	NA
*Basic earnings per Equity Share (₹)	20.87	28.69	26.75	21.72	16.34	NA
*Diluted earnings per Equity Share (₹)	18.82	26.31	26.41	21.43	16.27	NA
*Return on net worth (%)	7.90	11.08	12.43	11.60	9.87	NA
Net asset value per Equity Share (₹)	263.96	242.82	210.19	165.50	146.24	NA

*Basis EPS, Diluted EPS and Return on Net worth for the nine month period ended December 31, 2017 are not annualized.

Our Company's first consolidated financial statement were required to be prepared from Fiscal Year 2014 onwards. Accordingly, consolidated restated financial statement are not applicable for Fiscal Year 2013. Please refer pages 13 and 191 of RHP for further details.

For further details, please refer to "**Financial Information**" beginning on page 230 of the RHP.

INTERNAL RISK FACTORS

Below mentioned risks are the top 10 risk factors as per the RHP:

1. We are affected by volatility in interest rates for both our lending and treasury operations, which could cause our net interest income to vary and consequently affect our profitability.
2. We have expanded into new lines of business and if we are unable to successfully run the new businesses profitably, our results of operations and financial condition may be affected.
3. We have experienced significant growth in recent years and we may not be able to sustain our growth or manage it effectively.
4. Any disruption in our sources of funding could adversely affect our liquidity and financial condition.
5. The quality of our portfolio may be impacted due to higher levels of NPAs and our business may be adversely affected if we are unable to provide for such higher levels of NPAs.
6. We operate in a highly competitive industry and our inability to compete effectively may adversely affect our business.
7. We are subject to laws and regulations governing the banking and financial services industry in India and changes in laws and regulations governing us could adversely affect our business, results of operations and prospects.
8. We depend on the services of our management team and employees. Our inability to retain existing members of our management team and recruit new members for our management team may adversely affect our business.
9. We depend on the accuracy and completeness of information about customers and counterparties for certain key elements of our credit assessment and risk management process. Any misrepresentation, errors in or incompleteness of such information could adversely affect our business and financial performance.
10. Any failure or significant weakness of our internal controls system could cause operational errors or incidents of fraud, which would adversely affect our profitability and reputation.

SUMMARY OF OUTSTANDING LITIGATIONS, CLAIMS AND REGULATORY ACTION

A. Total number of outstanding litigation against the Company and amount involved to the extent ascertainable and quantifiable

S. No.	Nature of Case	Number of cases outstanding	Amount involved (in ₹ million)
1.	Criminal	Nil	-
2.	Action by regulatory/statutory authorities	Nil	-
3.	Material civil litigation	1	-
4.	Direct tax	4*	26.57
5.	Indirect tax	Nil	-
	Total	5	26.57

*Notice has been received for reassessment of the income of the Company under section 148 of the Income Tax Act, 1961 for the assessment year 2011-12. Further, another notice has been received initiating penalty proceedings against the Company under section 271(1)(c) of the Income Tax Act, 1961 for the assessment year 2013-14. The amount involved in these matters has not been quantified in the respective notices and is therefore not ascertainable. For further details, please refer "**Risk Factors**" on page number 18 of the RHP.

B. Brief details of top five material outstanding litigations against the Company and the amount involved

S. No.	Particulars	Litigation filed by	Current status	Amount involved (in ₹ million)
1.	State Bank of India instituted a suit dated August 18, 2017 before the Debt Recovery Tribunal, Ahmedabad, under section 19 of the Recovery of Debt Due to Banks and Financial Institutions Act, 1993 against Shah Paper Mills Limited and others for non-repayment of certain loans granted (" Loans "). Our Company, along with Standard Chartered Bank, are members of the consortium of lenders led by State Bank of India and have been joined as defendants to this suit in such limited capacity as a formal party. Further, a shareholder of Venkateshvara Texfab Private Limited (" VTPL "), a guarantor for the Loans, has also filed two petitions, number CP 756 and 760 of 2017, both before the National Company Law Tribunal, Mumbai Bench (" NCLT "), against VTPL and others, including our Company, (together the " Respondents "). The aforementioned petitions seek inter alia injunction restraining the Respondents from implementing the corporate guarantee and selling the property mortgaged for the loan and set aside the allegedly fraudulent mortgage of properties and corporate guarantee in favour of our Company. The NCLT has granted interim injunction through orders dated January 1, 2018 and January 16, 2018. The matter is currently pending.	State Bank of India and shareholder of Venkateshvara Texfab Private Limited	The NCLT has granted interim injunction through orders dated January 1, 2018 and January 16, 2018. The matter is currently pending	-

C. Regulatory Action, if any – disciplinary action taken by SEBI or stock exchanges against the Promoter/Group Companies in the last five financial years including outstanding action, if any:

There are no regulatory actions or disciplinary actions taken by SEBI or stock exchanges against our Promoter or Group Companies in the last five financial years.

D. Brief details of outstanding criminal proceedings against Promoter:

There are no outstanding criminal proceedings against our Promoter.

ANY OTHER IMPORTANT INFORMATION AS PER BRLMs / ISSUER COMPANY - NIL

DECLARATION BY THE COMPANY

We hereby declare that all relevant provisions of the Companies Act, 1956, the Companies Act, 2013 and the rules/guidelines/regulations issued by the Government of India or the guidelines/regulations issued by the Securities and Exchange Board of India, established under section 3 of the Securities and Exchange Board of India Act, 1992, 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, 1956, the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957 the Securities and Exchange Board of India Act, 1992 or rules made or guidelines or regulations issued thereunder, as the case may be. We further certify that all the statements in the Red Herring Prospectus are true and correct.

DECLARATION BY THE PROMOTER SELLING SHAREHOLDER

The Promoter Selling Shareholder hereby, confirms that all statements and undertakings specifically made or confirmed by it in the Red Herring Prospectus, about or in relation to itself, as a Selling Shareholder, and the Equity Shares being sold by it in the Offer for Sale, are true and correct. We assume no responsibility for any other statements, including statements made by the Company or any other person(s) in the Red Herring Prospectus.

DECLARATION BY THE OTHER SELLING SHAREHOLDERS

Each of the Other Selling Shareholder hereby, severally and not jointly, confirms that all statements and undertakings specifically made or confirmed by it in the Red Herring Prospectus, about or in relation to itself, as a Selling Shareholder, and the Equity Shares being sold by it in the Offer for Sale, are true and correct. We assume no responsibility for any other statements, including statements made by the Company or any other person(s) in the Red Herring Prospectus.

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