

Phone No.: +91-120- 4384 941

Annexure A

Sr. No.	Particulars	Remarks
1.	Issuer	Care Health Insurance Limited ("CHIL")
2.	Type of securities proposed to be issued	Listed, unsecured, subordinated, rated, redeemable, taxable, fully paid up, non-convertible debentures in the nature of 'Subordinated Debt' in accordance with IRDAI laws and SEBI NCS Regulations. The Debentures shall be fully paid up in cash.
3.	Type of issuance	Non-convertible debentures in the nature of subordinated debt instruments, on a private placement basis
4.	Size of issue	Rs. 1,50,00,00,000 (Rupees One Hundred and Fifty Crore)
5.	Whether proposed to be listed? If yes, name of the stock exchange(s)	Yes. National Stock Exchange of India Limited
6.	Tenure of the instrument – date of allotment and date of maturity	<p>Tenor: 10 (Ten) years from the deemed date of allotment, subject to the exercise of any call option by the CHIL at the end of 5 (Five) years and every year thereafter.</p> <p>Deemed date of allotment: October 30, 2026.</p> <p>Date of maturity: October 30, 2036, subject to exercise of any Call Option by the CHIL.</p>
7.	Coupon / interest offered, schedule of payment coupon/interest and principal	<p>Coupon Rate: 10.50% (Ten decimal point Five Zero) per annum</p> <p>Schedule of payment of interest and principal:</p> <p>The Debentures shall be redeemed at par 10 (Ten) years from the deemed date of allotment, on October 30, 2036, subject to the exercise of any call option by CHIL at the end of 5 (Five) years and every year thereafter.</p> <p>The Debentures shall carry interest in accordance with the term sheet as set out in the key information document dated October 30, 2026, on the outstanding principal amount of Debentures until the redemption date.</p> <p>The following terms and conditions shall be applicable in relation to any interest payment to be made by CHIL pursuant to the Issue of Debentures: (i) the interest on the Debentures shall be charged to the profit and loss account of CHIL, and will be paid annually; (ii) CHIL shall not be liable to pay the interest for any financial year, if the payment of such interest is prohibited in terms of IRDAI laws; (iii) prior approval of IRDAI shall be required for payment of interest for any financial year, if: (a) solvency margin of CHIL is below the control level of solvency; or (b) the impact of such accruing or paying such Interest would result in the control level of solvency of CHIL falling below or remaining below the regulatory requirements prescribed by the IRDAI; or (c) the impact of accrual or payment of Interest results in net loss or increases in the net loss of CHIL; and (iv) CHIL shall cumulate any interest which is not paid on an interest payment date, and shall pay such interest on a subsequent interest payment date(s) or redemption date compounded annually at the interest rate on an actual/actual basis subject to at all times compliance with all applicable laws (including but not limited to IRDAI laws).</p>

Religare Enterprises Limited

CIN: L74899DL1984PLC146935

Registered Office: First Floor, Office No. 101, 2E/23, Jhandewalan Extn., New Delhi – 110055

Corporate Office: 1st Floor, Tower A, Club 125, Plot A-3,4, 5, Sector -125, Noida – 201301, Uttar Pradesh

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		<p>It is hereby explicitly clarified that any cancellation of servicing of the Debentures or non-payment of interest by CHIL, in the manner set out hereinabove shall not be construed to be an event of default or be construed to be a breach of the transaction documents of any manner and no restriction or obligation on CHIL of any kind whatsoever, including any obligation to pay penal interest, shall be imposed or be deemed to have been imposed on CHIL upon the occurrence of such an event except that CHIL shall not distribute any dividend to its equity shareholders. Payment of interest shall be subject to IRDAI laws at all times.</p> <p>The calling of an event of default on account of, any event of non-payment of interest or penal interest of the Debentures by CHIL shall be subject to the IRDAI laws on the date of calling of the said event of default. Payment of penal interest shall be subject to approval of IRDAI and compliance of Applicable Law including, without limitation, IRDAI laws. Payment of any penal interest shall be subject to the following terms and conditions: (a) the payment of penal interest shall be charged to the profit and loss account of the CHIL; and (b) the penal interest shall be payable in accordance with IRDAI laws.</p> <p>It is hereby explicitly clarified that any non-payment of penal interest on the Debentures in the manner set out hereinabove due to the provisions of IRDAI laws, shall not be construed to be an event of default or be construed to be a breach of the transaction documents of any manner and no restriction or obligation on CHIL of any kind whatsoever shall be imposed or be deemed to have been imposed on the Issuer upon the occurrence of such an event, except that CHIL shall not distribute any dividend to its equity shareholders for the relevant financial year. The calling of an event of default on account of, any event of non-payment of penal interest, of the Debentures by CHIL shall be subject to the IRDAI laws on the date of calling of the said event of default.</p>
8.	Charge / security, if any, created over the assets	Not applicable.
9.	Special right/ interest/ privileges attached to the instrument and changes thereof	Not applicable.
10.	Delay in payment of interest/ principal amount for a period of more than three months from the due date or default in payment of interest/ principal	Not applicable.
11.	Details of any letter or comments regarding payment / non-payment of interest, principal on due dates, or any other matter concerning the security and/ or the assets along with its comments thereon, if any	Not applicable.
12.	Details of redemption of preference shares indicating the manner of redemption (whether	Not applicable.

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	out of profits or out of fresh issue) and debentures	
13.	Any cancellation or termination of proposal for issuance of securities including reasons thereof.	Not applicable.

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