SHRIRAM City
MONEY WHEN YOU NEED IT MOST

Ref: D: STEC

August 21, 2019

The Secretary,
BSE Ltd
P J Towers,
Dalal St,
Mumbai 400 001

The Manager
National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor
Plot No.C/1, G Block
Bandra- Kurla Complex Bandra (E)
Mumbai 400 051

Sir,

Ref: Scrip Code: BSE – 532498 and NSE - SHRIRAMCIT

Please find enclosed copy of the advertisement as appeared in all editions of Financial Express, Jansatta and Chennai Edition of Makkal Kural (Tamil) on August 20, 2019. This is an intimation under Regulation 30 read with Schedule III (Part A) (12) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015.

We request you to kindly take the above information on record.

Thanking you,

Yours faithfully,

For Shriram City Union Finance Limited,

21/8/2019

C R Dash
Company Secretary

Encl: a/a.

This is an advertisement issued pursuant to Regulation 31(1)(a) the SEBI (Issue and Listing of Debt Securities) Regulations, 2008 as amended, for information purposes only.

SHRIRAM City
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SHRIRAM CITY UNION FINANCE LIMITED

Our Company was incorporated as 'Shriram Hire Purchase Finance Private Limited' dated 27, 1986 as a private limited company under the Companies Act, 1956, pursuant to the Certificate of Incorporation issued by the Registrar of Companies, Chennai, Tamil Nadu ("RoC"). Subsequently, our Company was converted to a public limited company, pursuant to which the name of our Company was changed to 'Shriram Hire Purchase Finance Limited'. The name of our Company was subsequently changed to 'Shriram City Union Finance Limited' and a fresh Certificate of Incorporation dated April 13, 1994 was issued by the RoC. For further details, please see the section titled 'History and Certain Corporate Matters' on page 191 of the Shelf Prospectus.

Corporate Identification Number: L65191TN1986PLC012822 **Registered Office:** 123, Angappa Naicker Street, Chennai - 600 001, Tamil Nadu, India.
Corporate Office: 144, Santhome High Road, Nungambakkam, Chennai - 600 028, Tamil Nadu, India. **Telephone:** +91 44 4392 8300 **Facsimile:** +91 44 4392 8400
Company Secretary and Compliance Officer: Mr. C. R. Dash **Telephone:** +91 44 4392 8300 **Facsimile:** +91 44 4392 8400 **E-mail:** scuf.isd@shriramcity.in **Website:** www.shriramcity.in

Our Promoter is Shriram Capital Limited. For details of our Promoter, please see "Our Promoter" on page 114 of the Shelf Prospectus and on page 52 of the Tranche 2 Prospectus.

PUBLIC ISSUE BY SHRIRAM CITY UNION FINANCE LIMITED ("COMPANY" OR THE "ISSUER") OF SECURED REDEEMABLE NON-CONVERTIBLE DEBENTURES OF FACE VALUE OF ₹ 1,000 EACH ("NCDs") FOR AN AMOUNT OF ₹ 1,500 MILLION ("BASE ISSUE SIZE") WITH AN OPTION TO RETAIN OVERSUBSCRIPTION UP TO ₹ 9,000 MILLION AGGREGATING UP TO ₹ 10,500 MILLION ("TRANCHE 2 ISSUE LIMIT") ("THE "TRANCHE 2 ISSUE") WHICH IS WITHIN THE SHELF LIMIT OF ₹ 30,000 MILLION ("SHELF LIMIT") AND IS BEING OFFERED BY WAY OF THIS TRANCHE 2 PROSPECTUS DATED AUGUST 19, 2019 CONTAINING, INTER ALIA, THE TERMS AND CONDITIONS OF THE TRANCHE 2 ISSUE ("TRANCHE 2 PROSPECTUS"), WHICH SHOULD BE READ TOGETHER WITH THE SHELF PROSPECTUS DATED MARCH 23, 2019 ("SHELF PROSPECTUS") FILED WITH THE ROC, BSE AND NSE. THE FIRST ADDENDUM AND THE SECOND ADDENDUM, THE SHELF PROSPECTUS, THE FIRST ADDENDUM AND SECOND ADDENDUM AND THE TRANCHE 2 PROSPECTUS CONSTITUTE THE PROSPECTUS ("PROSPECTUS"). THE TRANCHE 2 ISSUE IS BEING MADE PURSUANT TO THE PROVISIONS OF SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE AND LISTING OF DEBT SECURITIES REGULATIONS), 2008 AND COMPANIES ACT, 2013 AND RULES MADE THEREUNDER.

Credit Rating: "CARE AA+ Stable" (Double A Plus; Outlook: Stable) by CARE and "CRISIL AA/Stable" (pronounced as CRISIL double A rating with Stable outlook) by CRISIL

SPECIFIC TERMS AND CONDITIONS IN CONNECTION WITH EACH SERIES OF NCDs:

Series	I	II	III*	IV	V	VI	VII	VIII
Frequency of Interest Payment	Annual	Cumulative	Annual	Monthly	Cumulative	Annual	Monthly	Cumulative
Minimum Application	₹10,000 (10 NCDs) across all series collectively							
Face Value/ Issue Price of NCDs	₹1,000 per NCD							
In multiples of thereafter	₹ 1,000 (1 NCDs) across all series							
Tenor	24 months	24 months	36 months	36 months	36 months	60 months	60 months	60 months
Coupon (%, per annum)	9.68	NA	9.70	9.60	NA	9.85	9.45	9.65
Effective Yield (% per annum)	9.84	9.85	9.86	9.76	9.78	9.84	9.56	9.81
Mode of Interest Payment	Through various modes available.							
Amount on Maturity (₹)	1,000	1,208.45	1,000	1,000	1,329.50	1,000	1,000	1,599.40
Put and Call Options	NA							
Nature of Indebtedness	Secured							

*Our Company would allot the details in NCDs, as specified in the Tranche 2 Prospectus, to all valid Applications, wherein the applications have not indicated their choice of the relevant Series of NCDs.

TRANCHE 2 ISSUE PROGRAMME*

TRANCHE 2 ISSUE OPENS ON: WEDNESDAY, AUGUST 21, 2019

TRANCHE 2 ISSUE CLOSES ON: THURSDAY, SEPTEMBER 19, 2019

ASBA is mandatory in this public issue of NCDs. Cheques / Demand Drafts will not be accepted.

* Pre-Issue shall remain open for subscription as Working Days (from 10:00 a.m. to 5:00 PM) before the Issue Closing Date or Deemed Date of Allotment, with an option to early closure or extension of the period as may be decided by the Board of Directors or a duly constituted committee thereof. In the event of early closure or extension of the Tranche 2 Issue, our Company shall ensure that public notice of such early closure or extension is published on or before the day of such early date or Issue Closing Date, Working Days in advance of such Issue Closing Date. Public notice/ advertisement in relation to the Issue, including the Application Form will be available for download on the websites of the Stock Exchanges, the Registrar to the Issue and the Designated Intermediaries and at such other websites as may be prescribed by the Stock Exchange. Further investors please refer to the section titled 'Issue Related Information' on page 81 of the Tranche 2 Prospectus.

INFORMATION PROVIDED UNDER SECTION 55 OF THE COMPANIES ACT, 2013: Contents of the Memorandum of Association of the Company as regards its objects: For information on the main objects of our Company see 'History and Certain Corporate Matters' on page 191 of the Shelf Prospectus and clause III of the Memorandum of Association of our Company. The Memorandum of Association of the Company is also open for inspection in relation to the Issue. For further details, see the section titled **'MATERIAL CONTRACTS AND DOCUMENTS FOR INSPECTION'** on page 154 of the of the Tranche 2 Prospectus.

LIABILITY OF MEMBERS: Limited

AMOUNT OF SHARE CAPITAL OF THE COMPANY AND CAPITAL STRUCTURE AS AT THE DATE OF THE PROSPECTUS IS: The authorised share capital of our Company is ₹ 1,100.00 Millions divided into 110,000,000 Equity Shares of ₹ 10 each and ₹ 600.00 millions divided into 6,000,000 Cumulative Redeemable Preference Shares of ₹ 100 each. The issued, subscribed and paid-up equity share capital is ₹ 859.94 millions, divided into 85,994,329 Equity Shares of ₹ 10 each. For further details, see the section titled 'Capital Structure' on page 44 of the Shelf Prospectus and page 29 of this Tranche 2 Prospectus.

NAMES OF THE SIGNATORIES AT THE TIME OF SIGNING OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AND THE NUMBER OF SHARES SUBSCRIBED BY THEM AT THE TIME OF SIGNING THE MEMORANDUM OF ASSOCIATION: Clause (v) of the Memorandum of Association of the Company and the names of Equity Shares subscribed by various parties at the time of signing of the Memorandum and Articles of Association (10 shares of ₹ 100 each) is as follows: 10 Subscribers (10 shares of ₹ 100 each). The total aggregate is 20 shares of ₹ 1000.

LISTING: The NCDs offered through the Tranche 2 Prospectus are proposed to be listed on NSE. Our Company has received in-principle approval for the issue from NSE vide its letter dated February 28, 2019.

DISCLAIMER CLAUSE OF BSE: It is to be distinctly understood that the permission given by BSE should not in any way be deemed or construed that the Prospectus has been cleared or approved by BSE nor does it in any way warrant the correctness of any of the contents of the Prospectus. The investors are advised to refer to page 5 of the Tranche 2 Prospectus for the full text of the Disclaimer Clause of the BSE.

DISCLAIMER CLAUSE OF USE OF BSE ELECTRONIC PLATFORM: It is to be distinctly understood that the permission given by BSE to use their network and software of the Online system should not in any way be deemed or construed to mean that any of such statutory requirements (as mentioned in the Prospectus) has been complied with or any statutory approval obtained or any responsibility is taken by BSE with respect to the correctness of any of the statements or opinions or the adequacy, accuracy, authenticity or completeness of any of the compliance with the statutory and other requirements nor does it take any responsibility for the financial or other soundness of the Company, its promoters, its management or any scheme or project of the Company.

It is also to be distinctly understood that the approval given by BSE is only to use the software for participating in a system of trading and dissemination process.

DISCLAIMER CLAUSE OF RBI: The Company is a Non-Deposit taking NBFC-ICC registered with the Reserve Bank of India vide certificate of registration dated July 22, 2013 issued by the Reserve Bank of India under section 45-IA of the Reserve Bank of India Act, 1934. However, the RBI does not accept any responsibility or guarantee about the present position as to the financial soundness of the Company or for the correctness of any of the statements or representations made or opinions expressed by the Company and for repayment of the deposits/ discharge of liability by the Company.

CREDIT RATING: The NCDs proposed to be issued under the Issue have been rated 'CARE AA+ Stable' (Double A Plus; Outlook: Stable) by CARE and 'CRISIL AA/Stable' (pronounced as CRISIL double A rating with Stable outlook) by CRISIL for an amount of upto ₹ 30,000 million. The credit ratings of CARE and CRISIL have been reviewed on February 13, 2019 and further reviewed on March 27, 2019 and further reviewed on August 14, 2019 and thereafter, on August 16, 2019 and have been reaffirmed on February 19, 2019 and further reviewed on March 19, 2019 and further reviewed on August 13, 2019 respectively. The rating of the NCDs by CARE and CRISIL are considered investment grade and indicate adequate degree of safety regarding timely servicing of financial obligations. Such instruments carry very low credit risk. The rating provided by CARE and CRISIL may be suspended, withdrawn or revised at any time by the assigning rating agency and should be evaluated independently of any other rating. These ratings are not a recommendation to buy, sell or hold the NCDs and investors should make their own decisions. For details relevant to the rationale of these ratings, please refer to the rationale for the ratings dated March 27, 2019 including the sensitivity factors, beginning on page 11 of the Shelf Prospectus dated March 27, 2019 and on page 24 of the Tranche 2 Prospectus dated August 16, 2019.

GENERAL RISKS: Investors are advised to read the 'Risk Factors' carefully before taking an investment decision in this Issue. For taking an investment decision, investors must rely on their own examination of the Issuer and the Issue, including the risks involved. Specific attention of the investors is invited to the section titled 'Risk Factors' on page 11 of the Shelf Prospectus and 'Material Contracts and Documents' on page 154 of the Tranche 2 Prospectus. This document has not been and will not be approved by any regulatory authority, including the Securities and Exchange Board of India ("SEBI"), the Reserve Bank of India ("RBI"), any registrar of companies across the country including the Registrar of Companies, Chennai, Tamil Nadu, or any stock exchanges in India.

DISCLAIMER CLAUSE OF SEBI: It is to be distinctly understood that the submission of the Prospectus to the Securities and Exchange Board of India ("SEBI") should not in any way be deemed or construed that the same has been cleared or approved by SEBI. SEBI does not take any responsibility, either for the financial soundness of any scheme or the project for which the Issue is proposed to be made or for the correctness of the statements made or opinions expressed in the Prospectus. Investors are advised to refer to page 65 of the Tranche 2 Prospectus for the full text of the Disclaimer Clause of SEBI.

ABILITY OF APPLICATION FORM: Applications Forms can be obtained from Shriram City Union Finance Limited, **Telephone:** +91 44 4392 8300 **Facsimile:** +91 44 4392 8400, **Edelweiss Financial Services Limited, Telephone:** +91 22 4086 3535, **Facsimile:** +91 22 4086 3610, and Members of the Syndicate, Trading Members and Designated Branches of the SCSBs. Application Forms may be downloaded from the websites of the Company, BSE and the Electronic Book Provider.

AVAILABILITY OF PROSPECTUS: Investors may also obtain a copy of the Prospectus and the 'Risk Factors' on page 11 of Shelf Prospectus and 'Material Documents' on page 21 of the Tranche 2 Prospectus contained therein before applying in the Issue. Physical copy of the Prospectus may be obtained from the Registered Office of the Company and the Lead Managers. A copy of the Prospectus is also available on the websites of the Lead Managers at www.askgroup.in, www.edelweissfin.com, www.integratedindia.in, at the websites of the Stock Exchanges at www.bseindia.com, www.nseindia.com and at the designated branches of the SCSBs as mentioned in the Application Form.

PUBLIC ISSUE ACCOUNT BANK(S) AND REFUND BANK: [●]

ADDENDUM (ADDENDUM) TO THE TRANCHE 2 PROSPECTUS DATED AUGUST 19, 2019

This addendum (addendum) is supplemental to, forms part of, and should be read in conjunction with the Shelf Prospectus, the First Addendum, the Second Addendum and the Tranche 2 Prospectus filed by the Company with the RoC, BSE and NSE.

This addendum has been filed with the Exchanges pursuant to and in compliance with the SEBI NCS Regulations.

Unless stated otherwise, all capitalised terms used in this addendum shall have the meanings assigned to such terms in the Shelf Prospectus, the First Addendum, the Second Addendum and the Tranche 2 Prospectus.

1. On page 30 of the Tranche 2 Prospectus, the column titled "Number of Voting Rights held in each class of securities (IX)" in Table II shall stand deleted and replaced with the following:

Category (I)	Category of shareholder (II)	Number of Voting Rights held in each class of securities (IX)			
		No. of Voting Rights			Total as a % of (A+B+C)
		Class eg: X	Class eg: Y	Total	
(A)	Promoter & Promoter Group	22268477	0	22268477	33.74
(B)	Public	43725849	0	43725849	66.26
(C)	Non Promoter- Non Public				
(C1)	Shares Underlying DRs				
(C2)	Shares held by Employee Trusts				
	Total	65994326	0	65994326	100.00

2. On page 31 of the Tranche 2 Prospectus, the column titled "Number of Voting Rights held in each class of securities (IX)" in Table II shall stand deleted and replaced with the following:

	Category and Name of the Shareholders (II)	Number of Voting Rights held in each class of securities (IX)			
		No. of Voting Rights			Total as a % of Total Voting Rights
		Class X	Class Y	Total	
(1)	Indian				
a	Individuals/Hindu Undivided Family				
b	Central Government/ State Government(s)				
c	Financial Institutions/ Banks				
d	Any Other (Specify) Body Corporate	22268477		22268477	33.74
	Sub Total A(1)	22268477	0	22268477	33.74
(2)	Foreign				
a	Individuals (Non-resident Individuals/ Foreign Individuals)				
b	Government				
c	Institutions				
d	Foreign Portfolio Investor				
e	Any Other (Specify)				
	Sub Total A(2)	0	0	0	0
	Total shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	22268477	0	22268477	33.74

3. On pages 32-36 of the Tranche 2 Prospectus, the column titled "Number of Voting Rights held in each class of securities (IX)" in Table III shall stand deleted and replaced with the following:

	Category and Name of the Shareholders (I)	Number of Voting Rights held in each class of securities (IX)			
		No. of Voting Rights			Total as a % of Total Voting Rights
		Class X	Class Y	Total	
(1)	Institutions				
a	Mutual Funds/UTI	3810422	0	3810422	5.77
b	Venture Capital Funds	0	0	0	0.00
c	Alternate Investment Funds	43707	0	43707	0.66
d	Foreign Venture Capital Investors	0	0	0	0.00
e	Foreign Portfolio Investors	17239403	0	17239403	26.12
f	Financial Institutions / Banks	40004	0	40004	0.06
g	Insurance Companies	0	0	0	0.00
h	Provident Funds / Pension Funds	0	0	0	0.00
i	Any other (Specify)	0	0	0	0.00
		0	0	0	0.00
	Sub Total (B)(1)	21133536		21133536	32.02
(2)	Central Government / State Government / President of India				
	Sub Total (B)(2)	0	0	0	0
(3)	Non-Institutions				
a	Individuals				
	Individual shareholders holding Nominal Share Capital upto Rs.2 Lakhs	7154749	0	7154749	10.84
	Individual shareholders holding Nominal Share Capital in excess of Rs.2 Lakhs	3537[illegible]	0	3537[illegible]	5.36
b	NBFCs Registered with RBI	51458	0	51458	0.78
c	Employee Trusts	0	0	0	0.00
d	Overseas Depositories (holding DRs) (balancing figure)	0	0	0	0.00
e	Any other	2089437	0	2089437	31.66
	ASSOCIATION OF PERSONS	39	0	39	0.00
	CORPORATE BODY FOREIGN BODY	1242189	0	1242189	18.84
	CLEARING MEMBER	51681	0	51681	0.78
	DOMESTIC BODY CORPORATE	471482	0	471482	7.15
	FOREIGN NATIONALS (NRI/OCB)	194429	0	194429	2.95
	FOREIGN PORTFOLIO INVESTOR(CORPORATE)	40868	0	40868	0.62
	LIMITED LIABILITY PARTNERSHIP/ CORPORATE BODY - LLP	20366	0	20366	0.31
	NON RESIDENT INDIANS	71417	0	71417	1.08
	OTHERS	32754	0	32754	0.50
	Unclaimed Securities Suspense Account	850	0	850	0.01
	Sub Total (B)(3)	21421787	0	21421787	32.48
	Total Public Shareholding (B)= (B)(1)+(B)(2)+(B)(3)	43725849	0	43725849	66.26

4. On page 37 of the Tranche 2 Prospectus, under the column titled "Total no. shares held (VII) = (IV)+(V)+ (VI)", in the row titled "(A) Promoter", the number should be read as "22268477".

On page 37 of the Tranche 2 Prospectus, in the table titled "Debt Equity Ratio" under the heading "Pre-Issue Issue (as at June 30, 2019)" should be read as "10.09:1.00".

Capitalised terms not specifically defined in this addendum shall have the meaning as assigned to them in the Tranche 2 Prospectus.

LEAD MANAGERS TO THE ISSUE	REGISTRAR TO THE ISSUE	DEBENTURE TRUSTEE*	COMPANY SECRETARY AND COMPLIANCE OFFICER
A. K. Capital Services Limited 30-39, Free Press House, 3rd Floor, Free Press Journal Marg, 215, Nariman Point, Mumbai 400 021 **Telephone:** +91 22 6754 6500/6754 6600 **Facsimile:** +91 22 6754 6594 **Email:** scuf.ncd2019@akgroup.co.in **Investor Grievance Email:** investor.grievance@akgroup.co.in **Website:** www.akgroup.co.in **Contact person:** Mr. Nidhi Shah/ Mr. Krish Sanghvi **SEBI Registration No.:** MB/INM000011849	**Edelweiss Financial Services Limited** Edelweiss House, Off. C.S.T. Road, Kalina, Mumbai 400 098, Maharashtra, India. **Telephone:** +91 22 4086 3535 **Facsimile:** +91 22 4086 3610 **Email:** scuf.ncd@edelweissfin.com **Investor Grievance E-mail:** customerservice.mf@edelweissfin.com **Website:** www.edelweissfin.com **Contact person:** Mr. Lokesh Singhi **SEBI Registration No.:** INM0000010650	**Integrated Registry Management Services Private Limited** 2nd Floor, "Kences Towers", No. 1, Ramakrishna Street, North Usman Road, T. Nagar, Chennai - 600 017 **Telephone:** +91 44 2814 0801 to 0803 **Facsimile:** +91 44 2814 2479 **Email:** scuf@integratedindia.in **Investor Grievance E-mail:** rahul@integratedindia.in **Website:** www.integratedindia.in **Contact person:** Mr. K. Balakrishnan **SEBI Registration No.:** INR000000544	**Catalyst Trusteeship Limited*** Windsor, 6th Floor, Office No 604, C.S.T. Road, Kalina, Santacruz (East), Mumbai 400 098 **Telephone:** +91 22 4922 0555 **Facsimile:** +91 22 4922 0505 **Email:** dt@catalyst.in **Investor Grievance Email:** grievances@vistramt.com **Website:** www.catalysttrustee.com **Contact Person:** Compliance Officer **SEBI Registration No.:** IND000000034	**Mr. C.R. Dash** Shriram City Union Finance Limited 144, Santhome High Road, Nungambakkam, Chennai 600 028, Tamil Nadu, India **Tel. No.:** + 91 44 4392 8300 **Fax:** +91 44 4392 8400 **Email:** scuf.isd@shriramcity.in **Website:** www.shriramcity.in Investors may contact the Registrar to the Issue or the Compliance Officer in case of any pre-Issue or post-Issue related issues such as non-receipt of Allotment Advices, demat credit, refunds, non-receipt of debenture certificates or in case of NCDs which have been re-dematerialised/ transferred.

*Catalyst Trusteeship Limited (formerly known as GDA Trusteeship Limited) has by its letter dated December 24, 2018 given its consent for its appointment as Debenture Trustee to the Issue pursuant to regulation 4(4) of the SEBI Debt Regulations and has agreed to act as the Debenture Trustee for the Issue. A copy of the Tranche 2 Prospectus along with the Shelf Prospectus has been filed with the Registrar of Companies, Chennai, Tamil Nadu, situated at the Registrar of Companies, 4th Floor, 'Shastri Bhawan', No. 26, Haddows Road, Nungambakkam, Chennai - 600 034, Tamil Nadu, India, in terms of Section 26 and Section 31 of the Companies Act, 2013, along with the requisite consents and certified copies of all applicable documents. For more information, see the section titled 'Material Contracts and Documents for Inspection' on page 154 of the Tranche 2 Prospectus.

APPLICATIONS SUPPORTED BY ELECTRONIC APPLICATION MONEY (ASBA): Investors have to apply through the ASBA process. ASBA has to be availed by all the investors. Pursuant to the ASBA process, please refer to the details given in Application Form and Abridged Prospectus and the process and procedure for ASBA Process mentioned in the Tranche 2 Prospectus.

DISCLAIMER: Shriram City Union Finance Limited, subject to receipt of requisite approvals, wishes to undertake a public issue of secured, redeemable non-convertible debentures ("NCDs") aggregating to ₹ 10,500 million (Tranche 2 Issue) in one or more tranches. The Shelf Prospectus dated March 27, 2019 read together with the Tranche 2 Prospectus dated August 16, 2019 has been filed with the Registrar of Companies, Chennai, Tamil Nadu. BSE Limited and NSE. The Shelf Prospectus dated March 27, 2019 and Tranche 2 Prospectus dated August 16, 2019 are available on the websites of the Company (www.shriramcity.in), the Stock Exchanges (www.bseindia.com and www.nseindia.com) and the Lead Managers (www.askgroup.in and www.edelweissfin.com). Investors should read the Shelf Prospectus dated March 27, 2019 and Tranche 2 Prospectus dated August 16, 2019 including the section titled 'Risk Factors' beginning on page 11 of the Shelf Prospectus dated March 27, 2019 and on page 24 of the Tranche 2 Prospectus dated August 16, 2019.

For **Shriram City Union Finance Limited**
Sd/-
Tirumalai Vaidyanathan Chakravarthi
Managing Director and CEO
DIN - 00002350

Place: Chennai
Date: August 20, 2019

Addendum 2-1

This is an advertisement issued, pursuant to Regulation 8(1) of the SEBI (Issue and Listing of Debt Securities) Regulations, 2008 as amended, for information purposes only.

SHRIRAM City
MONEY WHEN YOU NEED IT MOST

SHRIRAM CITY UNION FINANCE LIMITED

Our Company was incorporated as Shriram Intra-Purchase Finance Private Limited on March 27, 1986 as a private limited company under the Companies Act, 1956, as amended (the "**Companies Act, 1956**") and was granted a certificate of incorporation by the Registrar of Companies, Chennai, Tamil Nadu ("**RoC**"). With effect from October 23, 1998, the status of our Company was changed to a public limited company pursuant to which the name of our Company was changed to Shriram Intra-Purchase Finance Limited. Subsequently, pursuant to fresh certificate of incorporation dated April 13, 1999 a fresh name of Shriram Intra-Purchase Finance Limited was granted by the RoC. Further details, please see the section titled "*History and Certain Corporate Matters*" on page 107 of the Shelf Prospectus.

Corporate Identification Number: U65191TN1986PLC012540 **Registered Office:** 23, Arrapakkam Nakkeran Street, Chennai- 600 001, Tamil Nadu, India.
Corporate Office: 140, Santhome High Road, Mylapore, Chennai - 600 004, Tamil Nadu, India. **Telephone:** +91 44 4392 4300 **Facsimile:** +91 44 4392 5430
Company Secretary and Compliance Officer: Mr. G. R. Dash, **Telephone:** + 91 44 4392 4300 **Facsimile:** +91 44 4392 5430 **E-mail:** csshelf1@shriramcity.in **Website:** www.shriramcity.in

Our Promoter is Shriram Capital Limited. For details of our Promoter, please see "Our Promoter" on page 114 of the Shelf Prospectus and on page 62 of the Tranche 2 Prospectus.

PUBLIC ISSUE BY SHRIRAM CITY UNION FINANCE LIMITED ("COMPANY" OR THE "ISSUER") OF SECURED, REDEEMABLE NON-CONVERTIBLE DEBENTURES OF FACE VALUE OF ₹ 1,000 EACH ("NCDs") FOR AN AMOUNT OF ₹ 1,000 MILLION ("BASE ISSUE SIZE") WITH AN OPTION TO RETAIN OVERSUBSCRIPTION UP TO ₹ 9,000 MILLION AGGREGATING UP TO ₹ 10,000 MILLION NCDS AMOUNTING TO ₹ 10,000 MILLION ("TRANCHE 2 ISSUE") (THE "TRANCHE 2 ISSUE") AND IS BEING OFFERED BY WAY OF THE TRANCHE 2 PROSPECTUS DATED AUGUST 14, 2019 CONTAINING, INTER ALIA, THE TERMS AND CONDITIONS OF THE TRANCHE 2 ISSUE ("TRANCHE 2 PROSPECTUS"), WHICH SHOULD BE READ TOGETHER WITH THE SHELF PROSPECTUS DATED MARCH 27, 2019 ("SHELF PROSPECTUS") FILED WITH THE ROC, BSE AND SEBI. THE FIRST ADDENDUM AND THE SECOND ADDENDUM. THE SHELF PROSPECTUS, THE FIRST ADDENDUM AND SECOND ADDENDUM AND THE TRANCHE 2 PROSPECTUS CONSTITUTE THE PROSPECTUS ("PROSPECTUS"). THE TRANCHE 2 ISSUE IS BEING MADE PURSUANT TO THE PROVISIONS OF SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE AND LISTING OF DEBT SECURITIES) REGULATION, 2008 AND COMPANIES ACT, 2013 AND RULES MADE THEREUNDER.

Credit Rating : "CARE AA+ Stable (Double A Plus; Outlook: Stable) by CARE and 'CRISIL AA/Stable' (pronounced as CRISIL double A rating with Stable outlook) by CRISIL

SPECIFIC TERMS AND CONDITIONS IN CONNECTION WITH EACH SERIES OF NCDs:

Series	I	II	III	IV	V	VI	VII	VIII
Frequency of Interest Payment	Annual	Cumulative	Annual	Monthly	Cumulative	Annual	Monthly	Cumulative
Minimum Application	₹10,000 (10 NCDs) across all series collectively.							
Face Value/ Issue Price of NCDs	₹1,000 per NCD							
In multiples of thereafter	₹ 1,000 (1 NCDs) across all series							
Tenor	24 months	24 months	36 months	36 months	36 months	60 months	60 months	60 months
Coupon (% per annum)	9.55	NA	9.70	9.30	NA	9.85	9.45	NA
Effective Yield (% per annum)	9.84	9.99	9.99	9.70	9.70	9.84	9.86	9.85
Mode of Interest Payment	Through various modes available.							
Amount on Maturity (₹)	1,000	1,200.45	1,000	1,000	1,320.50	1,000	1,000	1,500.40
Put and Call Options	NA							
Nature of Indebtedness	Secured							

*The Company would allot the Series III NCDs, as specified in the Tranche 2 Prospectus to all valid Applications, wherein the Applicants have not indicated their choice of the relevant Series of NCDs.

TRANCHE 2 ISSUE PROGRAMME*

TRANCHE 2 ISSUE OPENS ON: WEDNESDAY, AUGUST 21, 2019
TRANCHE 2 ISSUE CLOSES ON: THURSDAY, SEPTEMBER 19, 2019

ASBA is mandatory in this public issue of NCDs. Cheques / Demand Drafts will not be accepted.

*This Issue shall remain open for subscription until Working Days but not for less than 3 (three) Working Days from the date of its respective Series, subject to the Issue Period not exceeding 10 (ten) Working Days from the Issue Opening Date. In the event of such early closure or extension of the Tranche 2 Issue, our Company shall ensure that public notice of such early closure or extension is published one day before the day of such early date of closure or the Initial Tranche 2 Issue Closing Date, through an advertisement in at least one nationally circulated English daily newspaper, with wide circulation. On the Tranche 2 Issue Closing Date, the Application Forms will be accepted only between 10 a.m. and 5 p.m. (Indian Standard Time) or such extended time as may be permitted by the Stock Exchange. For further details please refer to the chapter titled "Issue Related Information" on page 87 of the Tranche 2 Prospectus.

INFORMATION REQUIRED UNDER SECTION 26 OF THE COMPANIES ACT, 2013: Contents of the Memorandum of Association of the Company as regards its objects: For information on the main objects of our Company, see "*History and Certain Corporate Matters*" on page 104 of the Shelf Prospectus and Clause III of the Memorandum of Association of our Company. The memorandum of association of the Company is a document for reference in relation to this issue. For further details, see the section titled "**MATERIAL CONTRACTS AND DOCUMENTS FOR INSPECTION**" on page 134 of the Shelf Prospectus.

LIABILITY OF MEMBERS: Limited

AMOUNT OF SHARE CAPITAL OF THE COMPANY AND CAPITAL STRUCTURE AS AT THE DATE OF THE PROSPECTUS IS: The authorized share capital of our Company is ₹ 1,150.00 million divided into 110 500,000 Equity Shares of ₹10 each and ₹ 400 Preference Shares of ₹ 1,000 each, 4,000,000 Cumulative Redeemable Preference Shares of ₹ 100 each. The issued, subscribed and paid up equity share capital is ₹ 944.94 million divided into 94,494,479 Equity Shares of ₹ 10 each. For further details, see the section titled "**Capital Structure**" on page 2 of the Shelf Prospectus and page 29 of the Tranche 2 Prospectus.

NAMES OF THE SIGNATORIES AT THE TIME OF SIGNING OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AND THE NUMBER OF SHARES SUBSCRIBED BY THEM AT THE TIME OF SIGNING THE MEMORANDUM OF ASSOCIATION: Given are the names of the signatories of the Memorandum of Association of the Company and the number of Equity Shares subscribed for or agreed to by them at the time of signing of the Memorandum of Association: R. V. Seshadripathy (10 shares of ₹ 100 each) and M. S. Sundaresan (10 shares of ₹ 100 each). The total signatory is 2 (Two) of ₹ 2,000.

LISTING: The NCDs offered through the Tranche 2 Prospectus are proposed to be listed on BSE. Our Company has obtained in-principle approval for the same from BSE vide its letter dated February 28, 2019.

DISCLAIMER CLAUSE OF BSE: If it is to be distinctly understood that the permission given by BSE should not in any way be deemed or construed that the Prospectus has been cleared or approved by BSE nor does it in any way warrant the correctness or completeness of any of the contents of the Prospectus. The investors are advised to refer to page 62 of the Tranche 2 Prospectus for the full text of the Disclaimer Clause of the BSE.

DISCLAIMER CLAUSE OF USE OF BSE ELECTRONIC PLATFORM: It is to be distinctly understood that the permission given by BSE to use their network and software of the Online system should not in any way be deemed or construed as compliance with various statutory requirements as prescribed by the Company/ our Directors/ our management/ or any scheme or project of this Company. No investors, its management or any scheme or project of this Company.

It is also to be distinctly understood that the approval given by BSE should not in any way be deemed or construed that the Shelf Prospectus has been cleared or approved by BSE nor does it in any way warrant the correctness or completeness of any of the contents of the Shelf Prospectus; nor does it warrant that this Company's securities will be listed or will continue to be listed on BSE; nor does it take any responsibility for the financial or other soundness of this Company, its management or any scheme or project of this Company.

DISCLAIMER CLAUSE OF RBI: The Company is having valid certificate of registration dated July 27, 2016 issued by the Reserve Bank of India to carry on the activities of a Non-Banking Financial Institution without accepting public deposits. However, the RBI does not accept any responsibility or guarantee about the present position as to the financial soundness of the company or for the correctness of any of the statements or representations made or opinions expressed by the Company, and for repayment or discharge of liability by the Company.

CREDIT RATING: The NCDs proposed to be issued under the Issue have been rated 'CARE AA+ Stable' (Double A Plus; Outlook: Stable) by CARE and 'CRISIL AA/Stable' pronounced as CRISIL double A rating with Stable outlook) by CRISIL vide their letters dated December 19, 2018 and reaffirmed on February 14, 2019 and further reaffirmed vide letters dated July 26, 2019 and further reaffirmed on August 14, 2019 and November 6, 2019 and reaffirmed on February 18, 2019 and further reaffirmed on March 19, 2019 and further reaffirmed on August 9, 2019 respectively. The categories for NCDs by CARE and CRISIL are considered to have a high degree of safety regarding timely servicing of financial obligations. Such instruments carry very low credit risk. The ratings provided by CARE and CRISIL may be subject to revision or withdrawal at any time by the assigning rating agency and should be reviewed independently of any other rating. These ratings are not a recommendation to buy, sell or hold the NCDs and investors should take their own decision. For rating letters and the rationale of these ratings, please refer to the website of the Company and the Tranche 2 Prospectus.

GENERAL RISK: Investors are advised to read the Risk Factors carefully before taking an investment decision in relation to this Issue. For taking an investment decision, investors must rely on their own examination of the Issuer and the Issue, including the risks involved. Specific attention of the investors is invited to the section titled "Risk Factors" on page 11 of the Shelf Prospectus and "Material Contracts and Documents" on page 134 of the Tranche 2 Prospectus. The Securities have not been and will not be approved by any regulatory authority in India, including the Securities and Exchange Board of India ("SEBI"), the Reserve Bank of India ("RBI"), any registrar of companies or any stock exchange in India.

DISCLAIMER CLAUSE OF SEBI: It is to be distinctly understood that the submission of the Prospectus to the Securities and Exchange Board of India (SEBI) should not in any way be deemed or construed that the same has been cleared or approved by SEBI. SEBI does not take any responsibility either for the financial soundness of any scheme or the projects for which the issue is proposed or for the correctness of the statements made or opinions expressed in the prospectus. Investors are advised to refer to page 51 of the Tranche 2 Prospectus for the full text of the Disclaimer Clause of SEBI.

AVAILABILITY OF APPLICATION FORM: Application Forms can be obtained from Shriram City Union Finance Limited, **Telephone:** + 91 44 4392 5300 **Facsimile:** +91 44 4392 5430, Link Intime India Private Limited, **Telephone:** +91 22 49186200, **Facsimile:** +91 22 49186195, **Axis Capital Limited, Telephone:** +91 22 4325 2183, **Facsimile:** +91 22 4325 3000, **A. K. Capital Services Limited, Telephone:** +91 22 6754 6500/6536 3500, **Facsimile:** +91 22 6754 6501/6536 3555, **Edelweiss Financial Services Limited, Telephone:** +91 22 4086 3535, **Fax:** +91 22 4086 3610 and offices of Members of the Syndicate, Trading Members and Designated Branches of the BSE. Application Forms may be downloaded from the websites of the Company, BSE and the Lead Managers.

AVAILABILITY OF PROSPECTUS: Investors are advised to refer to the Prospectus and the "Risk Factors" on page 11 of Shelf Prospectus and "Material Contracts and Documents for Inspection" on page 23 of the Tranche 2 Prospectus before investing in this Issue. Prospectus may be obtained from the Registered Office of the Company and the Lead Managers. Full copy of the Prospectus is available on the websites of the Issuer at www.shriramcity.in, of the Lead Managers at www.akgroup.co.in and www.edelweissfin.com, of the BSE at www.bseindia.com, SEBI at www.sebi.gov.in.

PUBLIC ISSUE ACCOUNT BANK AND REFUND BANK: Indusind Bank Limited

ADDENDUM-CORRIGENDUM TO THE TRANCHE 2 PROSPECTUS DATED AUGUST 14, 2019

This addendum-corrigendum is supplemental to, forms part of, and should be read in conjunction with the Shelf Prospectus, the First Addendum, the Second Addendum and the Tranche 2 Prospectus filed by the Company with the RoC, BSE and SEBI.

Investors may please note the following updates/amendments in the Prospectus:

1. On page 36 of the Tranche 2 Prospectus, the pre-issue shareholding pattern of the Company is updated as follows:

Category (I)	Category of shareholder (II)	Number of Voting Rights held in each class of securities (IX)			
		No. of Voting Rights			Total as a % of Total Voting Rights (A+B+C)
		Class eg: X	Class eg:Y	Total	
(A)	Promoter & Promoter Group	221869677	0	221869677	33.14
(B)	Public	447275445	0	447275445	66.86
(C)	Non Promoter- Non Public				
(C1)	Shares Underlying DTs				
(C2)	Shares held by Employee Trusts				
	Total	669145122	0	669145122	100.00

2. On page 91 of the Tranche 2 Prospectus, the pre-issue shareholding pattern of the Company is updated as follows:

Category (I)	Category and Name of the Shareholders (II)	Number of Voting Rights held in each class of securities (IX)			
		No. of Voting Rights			Total as a % of Total Voting Rights
		Class X	Class Y	Total	
(1)	Indian				
a	Individuals/Hindu Undivided Family				
b	Central Government/ State Government(s)				
c	Financial Institutions/ Banks				
d	Any Other (Specify) Body Corporate	221869677		221869677	33.14
	Sub Total A(1)	221869677	0	221869677	33.14
(2)	Foreign				
a	Individuals (Non-Resident Individuals / Foreign Individuals)				
b	Government				
c	Institutions				
d	Foreign Portfolio Investor				
e	Any Other				
	Sub Total A(2)	0	0	0	0
	Total shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	221869677	0	221869677	33.14

3. On page 92 of the Tranche 2 Prospectus, the pre-issue shareholding pattern of the Company is updated as follows:

Sr. No.	Category and Name of the Shareholders (I)	Number of Voting Rights held in each class of securities (IX)			
		No. of Voting Rights			Total as a % of Total Voting Rights
		Class X	Class Y	Total	
(1)	Institutions				
a	Mutual Funds/UTI	3616422	0	3616422	5.41
b	Venture Capital Funds	0	0	0	0.00
c	Alternate Investment Funds	429117	0	429117	0.64
d	Foreign Venture Capital Investors	0	0	0	0.00
e	Foreign Portfolio Investors	17205455	0	17205455	25.72
f	Financial Institutions / Banks	46084	0	46084	0.07
g	Insurance Companies	0	0	0	0.00
h	Provident Funds / Pension Funds	0	0	0	0.00
i	Any other (Specify)	0	0	0	0.00
		0	0	0	0.00
	Sub Total (B)(1)	21303954		21303954	31.84
(2)	Central Government / State Government (s)/President of India				
	Sub Total (B)(2)	0	0	0	0
(3)	Non-Institutions				
a	Individuals				
	Individual Shareholders holding Nominal Share Capital upto Rs.2 lakhs	1104749	0	1104749	1.67
	Individual Shareholders holding Nominal Share Capital in excess of Rs.2 Lakhs	243757	0	243757	0.36
b	NBFCs Registered with RBI	13151	0	13151	0.02
c	Employee Trusts	0	0	0	0.00
d	Overseas Depositories (holding DRs) (balancing figure)	0	0	0	0.00
e	Any other	2668431	0	2668431	3.99
	ASSOCIATION OF PERSONS	30	0	30	0.00
	CORPORATE BODY-EXCESS BODY	1362169	0	1362169	20.34
	CLEARING MEMBER	69489	0	69489	0.10
	DOMESTIC BODY CORPORATE	1178382	0	1178382	17.61
	FOREIGN INSTITUTIONAL INVESTORS	18442	4	18446	0.28
	FOREIGN PORTFOLIO INVESTOR CATEGORY 1	429868	0	429868	0.64
	LIMITED LIABILITY PARTNERSHIP/CORPORATE BODY - LLP	29705	0	29705	0.04
	NON RESIDENT INDIANS	71417	0	71417	0.11
	PFF Authority	42794	0	42794	0.06
	Government Securities Subscriber Account	550	0	550	0.00
	Sub Total (B)(3)	21421787	0	21421787	31.99
	Total Public Shareholding (B)= (B)(1)+(B)(2)+(B)(3)	42725641	0	42725641	63.83

Capitalised terms not specifically defined herein shall have the same meaning as assigned to them in the Tranche 2 Prospectus.

LEAD MANAGERS TO THE ISSUE		REGISTRAR TO THE ISSUE	DEBENTURE TRUSTEE*	COMPANY SECRETARY AND COMPLIANCE OFFICER
A. K. Capital Services Limited 30-39, Free Press House, 3rd Floor, Free Press Journal Marg, 215, Nariman Point, Mumbai 400 021 **Telephone:** +91 22 6754 6500/6536 3500 **Facsimile:** +91 22 6610 0594 **Email:** akcsl.cf@akgroup.co.in **Investor Grievance Email:** investor.grievance@akgroup.co.in **Website:** www.akgroup.co.in **Contact Person:** Mr. Vikas Singh/ Mr. Krish Sanghvi **SEBI Registration no.:** INM000012410	Edelweiss Financial Services Limited Edelweiss House, Off. C.S.T Road, Kalina, Mumbai 400 098, Maharashtra, India **Telephone:** +91 22 4086 3535 **Facsimile:** +91 22 4086 3610 **Email:** vkumar@edelweissfin.com **Investor Grievance E-mail:** customerservice.mf@edelweissfin.com **Website:** www.edelweissfin.com **Contact person:** Mr. Lokesh Singhi **SEBI Registration No.:** INM0000010649	Integrated Registry Management Services Private Limited 2nd Floor, "Kences Towers", No. 1, Ramakrishna Street, North Usman Road, T. Nagar, Chennai - 600 017 **Telephone:** +91 44 2814 0801 to 803 **Facsimile:** +91 44 2814 2479 **Email:** ncd@integratedindia.in **Investor Grievance Email:** corpserv@integratedindia.in **Website:** www.integratedindia.in **Contact person:** Mr. P. Balasubramanian **SEBI Registration No.:** INR000000544	Catalyst Trusteeship Limited** Windsor, 6th Floor, Office No 604, C.S.T. Road, Kalina, Santacruz (East), Mumbai 400 098 **Telephone:** +91 (022) 4922 0555 **Facsimile:** +91 (022) 4922 0505 **Email:** dt@ctltrustee.com **Investor Grievance Email:** grievances@ctltrustee.com **Website:** www.catalysttrustee.com **Contact Person:** Compliance Officer **SEBI Registration No.:** IND000000494	Mr. G R Dash Shriram City Union Finance Limited No. 140, Santhome High Road, Mylapore, Chennai 600 004, Tamil Nadu, India **Tel. No.:** +91 44 4392 4300; **Fax:** +91 44 4392 5430 **Email:** csshelf1@shriramcity.in; **Website:** www.shriramcity.in Investors may contact the Registrar to the Issue or the Compliance Officer in case of any pre-Issue or post-Issue related problems such as non-receipt of Allotment Advice, demat credit, refunds, non-receipt of Debenture certificates (in case of NCDs which have been re-dematerialised), if applicable.

*Catalyst Trusteeship Limited (formerly known as GDA Trusteeship Limited) has by its consent dated December 26, 2018 read with its letter dated December 31, 2018 agreed to act as the Debenture Trustee to the Issue and pursuant to regulation 4(4) of the SEBI Debt Regulations and has not withdrawn such consent and its name is proposed to be appointed as the Debenture Trustee to the Issue. For the complete details of the Debenture Trustee to the Issue, please refer to the section titled "General Information" on page 29 of the Tranche 2 Prospectus.

A copy of the Tranche 2 Prospectus along with the Shelf Prospectus has been filed with the Registrar of Companies, Chennai, Tamil Nadu, in terms of the Companies Act, 2013, along with the requisite endorsed/certified copies of all requisite documents. For more information, see the section titled "*Material Contracts and Documents for Inspection*" on page 134 of the Tranche 2 Prospectus.

APPLICATIONS SUPPORTED BY BLOCKED AMOUNT (ASBA) Investors have to apply through the ASBA process. ASBA has to be availed by all the investors. For details in the ASBA process, prescribed by the Stock Exchanges, in this regard, please see the chapter titled "*Issue Procedure*" on page 100 of the Tranche 2 Prospectus.

DISCLAIMER: Shriram City Union Finance Limited accepts responsibility for only the details and disclosures included in this Addendum-Corrigendum. Investors should read this Addendum-Corrigendum along with the Shelf Prospectus dated March 27, 2019 and Tranche 2 Prospectus dated August 14, 2019 and the First Addendum and Second Addendum dated August 16, 2019. Investors should note that investment in NCDs involves a high degree of risk and for details relating to the same, please refer to the Shelf Prospectus dated March 27, 2019, including the section titled "Risk Factors" beginning on page 11 of the Shelf Prospectus dated March 27, 2019 and on page 24 of the Tranche 2 Prospectus dated August 14, 2019.

For Shriram City Union Finance Limited
Sd/-
Tabassum Shrinivas Chakravarti
Managing Director and CEO
DIN - 00152340

Place: Chennai
Date: August 16, 2019

Advertising

This is an advertisement issued, pursuant to Regulation 8(1) of the SEBI (Issue and Listing of Debt Securities) Regulations, 2008 as amended, for information purposes only.

SHRIRAM City
MONEY WHEN YOU NEED IT MOST

SHRIRAM CITY UNION FINANCE LIMITED

Our Company was incorporated as Shriram Hire-Purchase Finance Private Limited on March 31, 1986 as a private limited company under the Companies Act, 1956, as amended (the "**Companies Act, 1956**") and was granted a certificate of incorporation by the Registrar of Companies, Chennai, Tamil Nadu ("**RoC**"). With effect from October 29, 1998, the status of our Company was changed to a public limited company, pursuant to which the name of our Company was changed to Shriram Hire-Purchase Finance Limited. The name of our Company was subsequently changed to Shriram City Union Finance Limited and a fresh certificate of incorporation dated April 19, 1999 was issued by the RoC. For further details, please see the section titled "History and Certain Corporate Matters" on page 101 of the Shelf Prospectus.

Corporate Identification Number: U65191TN1986PLC012840; **Registered Office:** 123, Angappa Naicker Street, Chennai 600 001, Tamil Nadu, India
Corporate Office: 144, Santhome High Road, Mylapore, Chennai - 600 004, Tamil Nadu, India; **Telephone:** + 91 44 4392 5000; **Facsimile:** +91 44 4392 5020
Company Secretary and Compliance Officer: Mr. C. R. Dash; **Telephone:** + 91 44 4392 5430; **Facsimile:** +91 44 4392 5430; **E-mail:** crdash@shriramcity.com; **Website:** www.shriramcity.in

Our Promoter is Shriram Capital Limited. For details of our Promoter, please see *"Our Promoter"* on page 114 of the Shelf Prospectus and on page 52 of the Tranche 2 Prospectus.

PUBLIC ISSUE BY SHRIRAM CITY UNION FINANCE LIMITED ("COMPANY" OR THE "ISSUER") OF SECURED REDEEMABLE NON-CONVERTIBLE DEBENTURES OF FACE VALUE OF ₹ 1,000 EACH ("NCDs") FOR AN AMOUNT OF ₹ 1,000 MILLION ("BASE ISSUE SIZE") WITH AN OPTION TO RETAIN OVERSUBSCRIPTION UPTO ₹ 9,000 MILLION AGGREGATING UP TO ₹ 10,000 MILLION ("TRANCHE 2 ISSUE LIMIT") (THE "TRANCHE 2 ISSUE") WHICH IS WITHIN THE SHELF LIMIT OF ₹ 50,000 MILLION ("SHELF LIMIT") AND IS BEING OFFERED BY WAY OF THE TRANCHE 2 PROSPECTUS DATED AUGUST 16, 2019 CONTAINING, INTER ALIA, THE TERMS AND CONDITIONS OF THE TRANCHE 2 ISSUE ("TRANCHE 2 PROSPECTUS"), WHICH SHOULD BE READ TOGETHER WITH THE SHELF PROSPECTUS DATED MARCH 27, 2019 ("SHELF PROSPECTUS") FILED WITH THE ROC, BSE AND SEBI. THE FIRST ADDENDUM AND THE SECOND ADDENDUM, THE SHELF PROSPECTUS, THE FIRST ADDENDUM AND SECOND ADDENDUM AND THE TRANCHE 2 PROSPECTUS CONSTITUTE THE PROSPECTUS ("PROSPECTUS"). THE TRANCHE 2 ISSUE IS BEING MADE PURSUANT TO THE PROVISIONS OF SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE AND LISTING OF DEBT SECURITIES) REGULATION, 2008 AND COMPANIES ACT, 2013 AND RULES MADE THEREUNDER.

Credit Rating : 'CARE AA+ Stable' (Double A Plus; Outlook: Stable) by CARE and 'CRISIL AA/Stable' (pronounced as CRISIL double A rating with Stable outlook) by CRISIL

SPECIFIC TERMS AND CONDITIONS IN CONNECTION WITH EACH SERIES OF NCDs:

Series	I	II	III*	IV	V	VI	VII	VIII
Frequency of Interest Payment	Annual	Cumulative	Annual	Monthly	Cumulative	Annual	Monthly	Cumulative
Minimum Application	₹10,000 (10 NCDs) across all series collectively.							
Face Value/ Issue Price of NCDs	₹1,000 per NCD							
In multiples of thereafter	₹ 1,000 (1 NCD'S) across all series							
Tenor	24 months	24 months	36 months	36 months	36 months	60 months	60 months	60 months
Coupon (% per annum)	9.55	NA	9.70	9.30	NA	9.85	9.45	NA
Effective Yield (% per annum)	9.94	9.95	9.89	9.70	9.70	9.94	9.99	9.85
Mode of Interest Payment	Through various modes available.							
Amount on Maturity (₹)	1,000	1,200.45	1,000	1,000	1,320.90	1,000	1,000	1,000.40
Put and Call Options	NA							
Nature of Indebtedness	Secured							

*Our Company would allot the Series III NCDs, as specified in the Tranche 2 Prospectus to all valid Applications, wherein the Applicants have not indicated their choice of the relevant Series of NCDs.

TRANCHE 2 ISSUE PROGRAMME*

TRANCHE 2 ISSUE OPENS ON: WEDNESDAY, AUGUST 21, 2019

TRANCHE 2 ISSUE CLOSES ON: THURSDAY, SEPTEMBER 19, 2019

ASBA is mandatory in this public issue of NCDs. Cheques / Demand Drafts will not be accepted.

*The issue shall remain open for subscriptions on Working Days from 10:00 a.m. till 5:00 PM (Indian Standard Time) during the period indicated above, with no option for early closure or extension by such period as may be decided by the Board of Directors or a duly constituted committee thereof. In the event of such early closure or extension of the Tranche 2 Issue, our Company shall ensure that public notice of such early closure or extension is published on or before the date of such early date of closure or the initial Tranche 2 Issue Closing Date, through an advertisement in at least one national daily newspaper with wide circulation. On the Tranche 2 Issue Closing Date, the Application Forms will be accepted only between 10 a.m. and 5 p.m. (Indian Standard Time) and uploaded until 5 p.m. or such extended time as may be permitted by the Stock Exchange. For further details, please refer to the chapter titled "Issue Related Information" on page 91 of the Tranche 2 Prospectus.

MINIMUM SUBSCRIPTION: In accordance with Regulation 32 of the SEBI Debt Regulations, our Company would not be required to mandatorily receive subscription to the extent of 75% of the Base Issue Size. However, in the event our Company does not receive minimum subscription of 75% of the Base Issue Size, our Company shall refund the entire subscription amount received within 12 days from the Tranche 2 Issue Closing Date. If there is a delay beyond 12 days after our Company becomes liable to pay the amount, our Company shall pay interest prescribed under Section 73 of the Companies Act, 2013 read with Rule 9 of the Companies (Prospectus and Allotment of Securities) Rules, 2014.

INFORMATION REQUIRED UNDER SECTION 30 OF THE COMPANIES ACT, 2013: Contents of the Memorandum of Association of the Company in regards its objects: For information on the main objects of our Company, see "History and Certain Corporate Matters" on page 101 of the Shelf Prospectus and Clause III of the Memorandum of Association of our Company. The Memorandum of Association of the Company is a document for inspection in relation to the Issue. For further details, see the section titled "**MATERIAL CONTRACTS AND DOCUMENTS FOR INSPECTION**" on page 124 of the Shelf and the Tranche 2 Prospectus.

LIABILITY OF MEMBERS: Limited

AMOUNT OF SHARE CAPITAL OF THE COMPANY AND CAPITAL STRUCTURE AS AT THE DATE OF THE PROSPECTUS IS: The authorised share capital of our Company is ₹ 1,185.00 million divided into 118,500,000 Equity Shares of ₹ 10 each and ₹ 400.00 million divided into 4,000,000 Cumulative Redeemable Preference Shares of ₹ 100 each. The issued, subscribed and paid up equity share capital is ₹ 958.94 million divided into 95,894,822 Equity Shares of ₹ 10 each. For further details, see the section titled "**Capital Structure**" on page 43 of the Shelf Prospectus and page 29 of the Tranche 2 Prospectus.

NAMES OF THE SIGNATORIES AT THE TIME OF SIGNING OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AND THE NUMBER OF SHARES SUBSCRIBED BY THEM AT THE TIME OF SIGNING THE MEMORANDUM OF ASSOCIATION: Given are the names of the signatories of the Memorandum of Association of the Company and the number of Equity Shares subscribed for a face value of ₹ 100.00 each by them at the time of signing of the Memorandum of Association: Mr. V Seethapathy -10 shares of ₹ 100 each and Mr. G Sundaraman -10 shares of ₹ 100 each. The total aggregating to 20 shares of ₹ 2000.

LISTING: The NCDs offered through the Tranche 2 Prospectus are proposed to be listed on BSE. Our Company has obtained 'in-principle' approval for the Issue from BSE vide its letter dated February 26, 2019.

DISCLAIMER CLAUSE OF BSE: It is to be distinctly understood that the permission given by BSE should not in any way be deemed or construed that the Prospectus has been cleared or approved by BSE nor does it certify the correctness or completeness of any of the contents of the Prospectus. The investors are advised to refer to page 62 of the Tranche 2 Prospectus for the full text of the Disclaimer Clause of the BSE.

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

It is also to be distinctly understood that the approval given by BSE is only to confer listing and should not in any way be deemed or construed that the same has been cleared or approved by BSE. BSE does not take any responsibility either for the financial soundness of any scheme or the project for which the issue is proposed to be made or for the correctness of the statements made or opinions expressed in the prospectus. Investors are advised to refer to page 91 of the Tranche 2 Prospectus for the full text of the disclaimer clause of BSE.

DISCLAIMER CLAUSE OF SEBI: It is to be distinctly understood that submission of the Prospectus to the Securities and Exchange Board of India (SEBI) should not in any way be deemed or construed that the same has been cleared or approved by SEBI. SEBI does not take any responsibility either for the financial soundness of any scheme or the project for which the issue is proposed to be made or for the correctness of the statements made or opinions expressed in the prospectus. Investors are advised to refer to page 91 of the Tranche 2 Prospectus for the full text of the disclaimer clause of SEBI.

AVAILABILITY OF APPLICATION FORM: Application Forms can be obtained from Shriram City Union Finance Limited, **Telephone:** +91 44 4392 5000; **Facsimile:** +91 44 4392 5430, Lead Managers to the issue, **A. K. Capital Services Limited, Telephone:** +91 22 6754 0336/6604 0336; **Facsimile:** +91 22 6610 0594, **Edelweiss Financial Services Limited, Telephone:** +91 22 4086 3535; **Facsimile:** +91 22 4086 3610 and offices of Members of the Syndicate, Trading Members and Designated Branches of the SCSBs. Application Forms may be downloaded from the websites of the Company, BSE and the Lead Managers.

AVAILABILITY OF PROSPECTUS: Prospects are advised to refer to the Prospectus and the "Risk Factors" on page 11 of Shelf Prospectus and "Material Developments" on page 23 of the Tranche 2 Prospectus contained therein, before applying in the Issue. Physical copy of the Prospectus may be obtained from the Registered Office of the Company and the Lead Managers. Full copy of the Prospectus is available on the website of the Issuer at www.shriramcity.in, of the Lead Managers at www.akgroup.co.in and www.edelweissfin.com, of BSE at www.bseindia.com, of SEBI at www.sebi.gov.in

PUBLIC ISSUE ACCOUNT BANK AND REFUND BANK: Indusind Bank Limited

ADDENDUM-CUM-CORRIGENDUM TO THE TRANCHE 2 PROSPECTUS DATED AUGUST 16, 2019

This addendum-cum-corrigendum is supplemental to, forms part of, and should be read in conjunction with the Shelf Prospectus, the First Addendum, the Second Addendum and the Tranche 2 Prospectus filed by the Company with the RoC, SEBI and BSE.

Investors may please note the following updates and amendments in the Prospectus:

1. On page 30 of the Tranche 2 Prospectus, the column titled "Number of Voting Rights held in each class of securities (IX)" in Table I shall stand deleted and replaced with the following:

Category (I)	Category of shareholder (II)	Number of Voting Rights held in each class of securities (IX)			
		No. of Voting Rights			Total as a % of (A+B+C)
		Class eg: X	Class eg: Y	Total	
(A)	Promoter & Promoter Group	22298877	0	22298877	23.74
(B)	Public	63735945	0	63735945	66.26
(C)	Non Promoter- Non Public				
(C1)	Shares Underlying DRs				
(C2)	Shares held by Employee Trusts				
	Total	95894822	0	95894822	100.00

2. On page 31 of the Tranche 2 Prospectus, the column titled "Number of Voting Rights held in each class of securities (IX)" in Table II shall stand deleted and replaced with the following:

	Category and Name of the Shareholders (I)	Number of Voting Rights held in each class of securities (IX)			
		No. of Voting Rights			Total as a % of Total Voting Rights
		Class X	Class Y	Total	
(1)	Indian				
a	Individual/Hindu Undivided Family				
b	Central Government/ State Government(s)				
c	Financial Institutions/ Banks				
d	Any other (Specify) Body Corporate	22298877		22298877	23.74
	Sub Total A(1)	22298877	0	22298877	23.74
(2)	Foreign				
a	Individual (Non-resident Individuals / Foreign Individuals)				
b	Government				
c	Institutions				
d	Foreign Portfolio Investor				
e	Any other (Specify)				
	Sub Total A(2)	0	0	0	0
	Total shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	22298877	0	22298877	23.74

3. On page 32 of the Tranche 2 Prospectus, the column titled "Number of Voting Rights held in each class of securities (IX)" in Table III shall stand deleted and replaced with the following:

	Category and Name of the Shareholders (I)	Number of Voting Rights held in each class of securities (IX)			
		No. of Voting Rights			Total as a % of Total Voting Rights
		Class X	Class Y	Total	
(1)	Institutions				
a	Mutual Funds/UTI	3810402	0	3810402	3.97
b	Venture Capital Funds	0	0	0	0.00
c	Alternate Investment Funds	437517	0	437517	0.46
d	Foreign Venture Capital Investors	0	0	0	0.00
e	Foreign Portfolio Investors	17350950	0	17350950	18.09
f	Financial Institutions / Banks	46564	0	46564	0.05
g	Insurance Companies	0	0	0	0.00
h	Provident Funds / Pension Funds	0	0	0	0.00
i	Any other (Specify)	0	0	0	0.00
		0	0	0	0.00
	Sub Total B(1)	21645433	0	21645433	22.57
(2)	Central Government / State Government / President of India				
	Sub Total B(2)	0	0	0	0
(3)	Non-Institutions				
a	Individuals				
	Individual Shareholders holding Nominal Share Capital upto Rs.2 Lakhs	1104149	0	1104149	1.67
	Individual Shareholders holding Nominal Share Capital in excess of Rs.2 Lakhs	343757	0	343757	0.52
b	NBFCs Registered with RBI	13450	0	13450	0.02
c	Employee Trusts	0	0	0	0.00
d	Overseas Depositories (holding DRs) (balancing figure)	0	0	0	0.00
e	Any other	20990491	0	20990491	21.76
	ASSOCIATION OF PERSONS	30	0	30	0.00
	CORPORATE BODY-PENSION BODY	13423809	0	13423809	28.94
	CLEARING MEMBER	85488	0	85488	0.10
	DOMESTIC BODY CORPORATE	6718980	0	6718980	10.19
	FOREIGN INSTITUTIONAL INVESTORS	1844201	0	1844201	0.28
	FOREIGN PORTFOLIO INVESTOR-CORPORATE	424048	0	424048	0.64
	LIMITED LIABILITY PARTNERSHIP/ CORPORATE BODY - LLP	22760	0	22760	0.03
	NON RESIDENT INDIANS	71417	0	71417	0.11
	RPF Authority	32764	0	32764	0.04
	Unclaimed Securities Suspense Account	900	0	900	0.00
	Sub Total B(3)	32421197	0	32421197	33.68
	Total Public Shareholding (B)= (B)(1)+(B)(2)+(B)(3)	43736648	0	43736648	56.26

4. On page 34 of the Tranche 2 Prospectus, under the column titled "Reserves, reserves held (VII) – (IV+V+VI)", in the row titled "Other reserves", the number should be read as "30966481" instead of "30966481".

5. On page 38 of the Tranche 2 Prospectus, in the table for "Debt-Equity ratio", the amount for "Reserves" under the heading "Post-up the Tranche 2 Issue (as of June 30, 2019)" should be read as "65,067.66".

Capitalized terms not specifically defined above shall have the same meanings as assigned to them in the Tranche 2 Prospectus.

LEAD MANAGERS TO THE ISSUE		REGISTRAR TO THE ISSUE	DEBENTURE TRUSTEE**	COMPANY SECRETARY AND COMPLIANCE OFFICER
A. K. Capital Services Limited 30-39, Free Press House, 3rd Floor, Free Press Journal Marg, 215, Nariman Point, Mumbai 400 021 **Telephone:** +91 22 6754 0336/6604 0336; **Facsimile:** +91 22 6610 0594 **Email:** involvc0318@akgroup.co.in **Investor Grievance E-mail:** investor.grievance@akgroup.co.in **Website:** www.akgroup.co.in **Contact person:** Mr. Malay Shah/ Mr. Krish Sanghvi **SEBI Registration No.:** INM000010411	Edelweiss Financial Services Limited Edelweiss House, Off. C.S.T. Road, Kalina, Mumbai 400 098, Maharashtra, India **Telephone:** +91 22 4086 3535; **Facsimile:** +91 22 4086 3610 **Email:** anuf.vcb@edelweissfin.com **Investor Grievance E-mail:** customerservice.mf@edelweissfin.com **Website:** www.edelweissfin.com **Contact person:** Mr. Lokesh Singhi **SEBI Registration No.:** INM0000010650	Integrated Registry Management Services Private Limited 2nd Floor, "Kences Towers", No. 1, Ramakrishna Street, North Usman Road, T. Nagar, Chennai - 600 017 **Telephone:** +91 44 2814 0801 to 803 **Facsimile:** +91 44 2814 2479 **Email:** isc@integratedindia.in **Investor Grievance E-mail:** cscert@integratedindia.in **Website:** www.integratedindia.in **Contact person:** Mr. K Balasubramanian **SEBI Registration No.:** INR000000544	Catalyst Trusteeship Limited** Windsor, 6th Floor, Office No 604, C.S.T. Road, Kalina, Santacruz (East), Mumbai-400 098 **Telephone:** +91 2228508081 **Facsimile:** + 91 2228502275 **Email:** dt@ctltrustee.com **Investor Grievance Email:** grievance@ctltrustee.com **Website:** www.catalysttrustee.com **Contact Person:** Compliance Officer **SEBI Registration No.:** IND000000554	Mr. C R Dash Shriram City Union Finance Limited 144, Santhome High Road, Mylapore, Chennai 600 004, Tamil Nadu, India **Tel. No.:** + 91 44 4392 5000; **Fax:** +91 44 4392 5430 **Email:** crdash@shriramcity.com; **Website:** www.shriramcity.in Investors may contact the Registrar to the Issue or the Compliance Officer in case of any pre-Issue or post-Issue related issues such as non-receipt of Debenture certificates or credit of NCDs in the beneficiary account, delay in credit, refunds, non-receipt of Debenture certificates in case of NCDs which have been re-materialised, transfers etc.

**Catalyst Trusteeship Limited (formerly known as GDA Trusteeship Limited) has by its letter dated November 28, 2018 given its consent for its appointment to Debenture Trustee to the Issue pursuant to regulation 4(4) of the SEBI Debt Regulations and for its name to be included in the Tranche 2 Prospectus and in all the subsequent periodical communications sent to the holders of the NCDs issued pursuant to this Issue.

A copy of the Tranche 2 Prospectus along with the Shelf Prospectus has been filed with the Registrar of Companies, Chennai, Tamil Nadu, in terms the Companies Act, 2013, along with the requisite and revised certified copies of all requisite documents. For more information, see the section titled "Material Contracts and Documents for Inspection" on page 124 of the Tranche 2 Prospectus.

APPLICATIONS SUPPORTED BY BLOCKED AMOUNT (ASBA): Investors here to apply through the ASBA process. ASBA has to be availed by all the investors. For details on the ASBA process, please refer to the details given in Application Form and Abridged Prospectus and also please refer to the section "Issue Procedure" on page 103 of the Tranche 2 Prospectus.

DISCLAIMER: Shriram City Union Finance Limited, subject to receipt of requisite approvals, market conditions and other considerations, is proposing a public issue of secured, redeemable non-convertible debentures ("**NCDs**") and has filed the Shelf Prospectus dated March 27, 2019 and Tranche 2 Prospectus dated August 16, 2019 with the Registrar of Companies, Chennai, Tamil Nadu, the BSE Limited and SEBI. The Shelf Prospectus dated March 27, 2019 and Tranche 2 Prospectus dated August 16, 2019 are available on the websites of the Company at www.shriramcity.in, on the website of the BSE Limited at www.bseindia.com and the respective websites of the lead managers at www.akgroup.co.in and www.edelweissfin.com. Investors proposing to participate in the Issue should invest only on the basis of information contained in the Shelf Prospectus dated March 27, 2019 and Tranche 2 Prospectus dated August 16, 2019. Investors should note that investment in NCDs involves a high degree of risk and for details relating to the same, please refer to the Shelf Prospectus dated March 27, 2019, including the section titled "Risk Factors" beginning on page 11 of the Shelf Prospectus and dated March 27, 2019 and on page 24 of the Tranche 2 Prospectus dated August 16, 2019.

For Shriram City Union Finance Limited
Sd/-
Yalamati Srinivasa Chakravarti
Managing Director and CEO
DIN : 00003258

Place: Chennai
Date: August 20, 2019