

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai – 400 001.

December 24, 2013

Dear Sir/Madam,

Sub: Continuation of the Secured Redeemable Non-Convertible Debentures issued to the Public

We reference to our letter dated December 23, 2013 on the captioned subject, we wish to clarify, as under:

1. With a view to provide the holders of the Secured Redeemable Non-Convertible Debentures ("NCDs") of the outstanding aggregate amount of Rs. 605.02 crore issued to the public, with an option to continue their investment for a further period of five years i.e. upto March 5, 2019, at the existing coupon rates, the Company has fixed **Friday, January 10, 2014 as the Record Date**. It may be noted that the NCDs were earlier due for redemption on March 5, 2014. This has been approved by the Board of Directors at their meeting held on December 23, 2013.
2. Accordingly, NCDs would be continued for only those NCD holders who give their positive consent for the continuation of NCDs, at the following coupon rates:

Sr. No.	Option	Coupon Rate (p.a.)
1	I – Monthly	9.75%
2	II – Quarterly	9.75%
3	III – Annual	10.50%
4	IV – Cumulative	10.50% (compounded annually)

Further, NCDs would be redeemed on March 5, 2014, for NCD holders who do not wish to continue.

3. NCD holders as on the said Record Date, will be entitled to receive the following documents:
 - Postal Ballot Notice alongwith the Explanatory Statement and the Postal Ballot Form;
 - Consent Form for exercising their positive consent for continuation of their NCDs, subject to the approval of the NCD holders for the continuation of NCDs (through Postal Ballot).

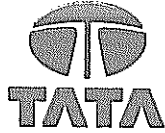
AMJ

TATA CAPITAL FINANCIAL SERVICES LIMITED

Tower A 1101 Peninsula Business Park Ganpatrao Kadam Marg Lower Parel Mumbai 400 013 India

Tel 91 22 6606 9000 Fax 91 22 6656 2699 Web www.tatacapital.com

Registered Office One Forbes Dr V B Gandhi Marg Fort Mumbai 400 001 India



4. The NCDs are listed under the following ISINs:

Option	I	II	III	IV
Interest Payment	Monthly	Quarterly	Annual	Cumulative
ISIN No.	INE306N07260	INE306N07492	INE306N07286	INE306N07294

It may be noted that, post the continuation of the NCDs w.e.f. March 6, 2014, the NCDs would be listed on the Stock Exchanges under new ISINs.

5. With respect to the above Record Date, we request you to kindly suspend the trading of the NCDs on the Stock Exchange till such time as the NCDs are redeemed/continued.

We trust the above clarifies your requirements.

Request you to please contact the undersigned in case you have any further queries/clarifications.

Thanking you,

Yours faithfully,

For **Tata Capital Financial Services Limited**

Avan Doomasia
Company Secretary



BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai – 400 001.

December 23, 2013

Dear Sir,

**Sub: Continuation of the Secured Redeemable Non-Convertible Debentures
issued to the Public**

Pursuant to Clause 19 of the Listing Agreement for Debt Securities, we wish to inform you that the Board of Directors of the Company, at their Meeting held today, have approved the continuation of the Secured Redeemable Non-Convertible Debentures ("NCDs") of the outstanding aggregate amount of Rs. 605.02 crore issued to the public, for a further period of five years i.e. upto March 5, 2019, on the existing coupon rates, subject to the approval of the Debenture Trustees, the Stock Exchanges and the NCDs holders.

In accordance with the provisions of the Prospectus dated January 21, 2009, the Debenture Trust Deed dated February 12, 2009, the Supplementary Trust Deed dated July 26, 2012 and the SEBI (Issue and Listing of Debt Securities) Regulations, 2008, the approval of the NCD holders will be sought by way of a Special Resolution through Postal Ballot and the NCDs would be continued for only those NCD holders who give their positive consent for the same.

In the aforesaid connection and pursuant to Clause 20 of the Listing Agreement for Debt Securities, the Company has fixed **Friday, January 10, 2014 as the Record Date** to ascertain the NCDs holders who would be entitled to receive copies of the:

- (i) Postal Ballot Notice alongwith the Explanatory Statement and the Postal Ballot Form;
- (ii) Consent Form for exercising their positive consent for continuation of their NCDs, subject to the approval of the NCD holders for the continuation of NCDs.

The NCDs are listed under the following ISINs:

Option	I	II	III	IV
Interest Payment	Monthly	Quarterly	Annual	Cumulative
ISIN No.	INE306N07260	INE306N07492	INE306N07286	INE306N07294

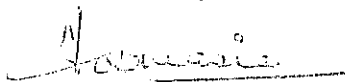
We request you to take the above on record.

With respect to the above Record Date, we also request you to kindly suspend the ISINs for Off Market Transactions, till such time as the NCDs are redeemed/continued.

We also request you to take such action as you may deem fit in the aforesaid connection and advise the Company of completing any formalities in this regard.

Thanking you,

Yours faithfully,
For Tata Capital Financial Services Limited


Avan Doomasia
Company Secretary

TATA CAPITAL FINANCIAL SERVICES LIMITED

One A, 1101 Peninsula Business Park, Ganpatrao Kadam Marg, Lower Parel, Mumbai 400 013, India

Tel: 91 22 6600 9000 Fax: 91 22 6658 2699 Web: www.tatacapital.com

Registered Office: One Forbes, D-V-6 Gandhi Marg, Fort, Mumbai 400 001, India