

Date: 17.03.2023

To,

Cholamandalam Investment And Finance Company Limited
Dare House No. 2
N S C Bose Road, Parrys
Chennai 600001

Sub: Issuance of the consent letter (NOC) for proposed Public Issuance of NCD

Dear Sir/ Madam,

1. We refer to the letter no. CIFCL/NCD/FEB23/31 dated 07-Feb-2023 (“**NOC Request Letter**”) issued by you to us.

(i) In furtherance of the requests made in the NOC Request Letter, we hereby irrevocably confirm, acknowledge and consent to the issuance of Debentures by Cholamandalam Investment and Finance Company Limited (“**Company**”) and creation of security in favour of the debenture trustee to the proposed Issue to secure the Debentures.

The aforesaid consents and no objections given in this letter satisfy all consent requirements under the [Facility Documents/Debenture Documents] and such consents and no objections shall be irrevocable and deemed to be full and final.

This No Objection Certificate is subject to obtaining similar No objection certificate from all other existing charge holders. This No Objection Certificate shall be effective only from the date of obtaining all the No Objection Certificate from all the charge holders as applicable & subject to the condition that the Company shall not dilute the Security Cover as stipulated under the respective Debenture Trust Deed & Disclosure documents.

ISIN wise details are given in Annexure A

Capitalised terms not defined in this letter have the meaning given to them in the NOC Request Letter.

Yours sincerely,

For **SBICAP Trustee Company Limited**
**Authorised Signatory**

ANNEXURE A

SEC / UNSEC	LOAN TYPE	LOAN AMT (RS IN CRS)	DOI / AVAILED ON	REPAID / DUE ON	SERIES	ISIN	Trustee
SECURED	MT NCD	200.00	19-Sep-22	25-Oct-24	628	INE121A07PP9	SBICap Trustee Company Limited
SECURED	MT NCD	1000.00	15-Nov-22	11-Apr-24	629	INE121A07OI7	SBICap Trustee Company Limited
SECURED	MT NCD	500.00	21-Nov-22	21-Nov-25	630	INE121A07QT9	SBICap Trustee Company Limited
SECURED	MT NCD	500.00	21-Nov-22	27-Dec-24	631	INE121A07QH4	SBICap Trustee Company Limited
SECURED	MT NCD	605.00	12-Dec-22	12-Dec-25	632	INE121A07QU7	SBICap Trustee Company Limited
UNSECURED	PDI	24.00	27-Sep-22	28-Sep-32	PDI 31	INE121A08OW6	SBICap Trustee Company Limited
UNSECURED	PDI	21.00	28-Oct-22	29-Oct-32	PDI 32	INE121A08OX4	SBICap Trustee Company Limited
UNSECURED	PDI	20.00	30-Nov-22	01-Dec-32	PDI 33	INE121A08OY2	SBICap Trustee Company Limited
UNSECURED	SUB DEBT	290.00	06-Dec-22	06-Dec-32	SD64	INE121A08OZ9	SBICap Trustee Company Limited

