



India Infoline Housing Finance Limited

A Public Limited Company Incorporated under the Companies Act, 1956, as amended and Registered as a Housing Finance Company within the meaning of the National Housing Bank Act, 1987 (Act no. 53 of 1987)

Registered Office & Corporate Office: 12A-10, 13th floor, Parinee Crescenzo, C-38 and 39, G Block, Bandra Kurla Complex, Bandra - East, Mumbai - 400 051, Maharashtra, India. **Tel.:** +91 22 6788 1000; **Fax:** +91 22 6788 1010; **Website:** www.iifl.com. For details of changes in Name and Registered Office, please refer to the chapter **"History and Certain other Corporate Matters"** on page 54 of the Prospectus. **Compliance Officer and Contact Person:** Mr. Nirav Shah; **Tel.:** +91 22 6788 1015; **E-mail:** nirav.s@indiainfoline.com

Credit Ratings:
'CRISIL AA -/Stable' by CRISIL
'CARE AA -' [CARE AA Minus]
by CARE

Public Issue by India Infoline Housing Finance Limited, ("Company" or "Issuer") of Secured, Redeemable, Non-Convertible Debentures of face value of ₹ 1,000 each, ("NCDs"), aggregating upto ₹ 2,500 million, hereinafter referred to as the "Base Issue" with an option to retain over-subscription upto ₹ 2,500 million aggregating to a total of upto ₹ 5,000 million, hereinafter referred to as the "Overall Issue size".

ADDENDUM CUM CORRIGENDUM TO THE PROSPECTUS AND THE APPLICATION FORM AND THE ABRIDGED PROSPECTUS

NOTICE TO INVESTORS

This Addendum cum Corrigendum should be read along with the prospectus dated December 2, 2013 filed with the Registrar of Companies, Maharashtra, Mumbai and with the Stock Exchanges ("Prospectus"), the application form & abridged prospectus dated December 2, 2013 ("Application Form & Abridged Prospectus") and the statutory advertisement dated December 9, 2013 in all editions of the "Financial Express" and "Jansatta" and the Mumbai edition of "Navashakti" ("Statutory Advertisement"). All capitalised term used in the notice shall, unless the context otherwise requires, have the meaning ascribed in the Prospectus. Investors may note the following updates to the Prospectus, Application Form & Abridged Prospectus and the Statutory Advertisement.

In the chapter titled "Outstanding Litigations" under the heading "Litigations against our Directors" on page 175 and 32 of the Prospectus and the Abridged Prospectus respectively the following shall be included as point no 19:

"19. We understand that a criminal complaint bearing Complaint No. CC/133/SS/2013 has been filed before the Metropolitan Magistrate 51st Court, Kurla against Mr. Nirmal Jain and others pursuant to letter dated December 10, 2013, received from Mr. Surendra M. Khandhar. We have not been served with any papers in connection with the same nor have we been provided with a copy thereof."

Further, in the chapter titled "Outstanding Litigations" under the heading "Consumer Cases" on page 177 and 33 of the Prospectus and the Abridged Prospectus respectively the following shall be included as point no 13:

"13. Mrs. Bharati Surendra Khandhar has filed a consumer Complaint No. 13/150 against India Infoline Finance Limited (previously known as India Infoline Investment Services Limited), Mr. Raju Mohite and Mr. Nirmal Jain, Director, before Consumer Dispute Redressal Forum, Central Mumbai District, a notice dated September 23, 2013 of which was received by India Infoline Finance Limited on October 10, 2013. The complainant has alleged deficiency in service, unfair trade practice and demanded recovery of processing fees, administrative fees and other charges due to non-disbursement of part amount towards mortgage loan. The complainant has further sought compensation of approx. ₹ 0.82 million. Advocates on behalf of India Infoline Finance Limited, Mr. Raju Mohite and Mr. Nirmal Jain have appeared before the forum and have requested for documents from the complainant, which is awaited. The matter is currently pending. The Complainant also refers to a police complaint filed before the Matunga Police Station on June 9, 2012, inter alia requesting the police to take action for criminal breach of trust and misuse of cheques. No FIR was filed."

Please note that the Prospectus, Application Form & Abridged Prospectus and the Statutory Advertisement shall stand amended only to the extent mentioned above. All other terms and conditions prescribed in the Prospectus, Application Form & Abridged Prospectus and the Statutory Advertisement continue to be applicable.

Allotments, in consultation with the Designated Stock Exchange, shall be made on first-come-first-serve basis, based on the date of upload of each application into the Electronic Book with the Stock Exchanges, in each Portion subject to the Allocation Ratio.

NCDs can be issued in Physical or Demat form.

Promoter of the Company: India Infoline Finance Limited

**ISSUE OPENS:
DECEMBER 12, 2013**



**ISSUE CLOSES:
DECEMBER 20, 2013 ^**

^ The subscription list for the Issue shall remain open for subscription upto 5pm., with an option for early closure or extension by such period, upto a period of 30 days from the date of opening of the Issue, as may be decided at the discretion of the duly authorised committee of Directors of our Company subject to necessary approvals. In the event of such early closure of the Issue or extension of the Issue, our Company shall ensure that notice of such early closure or extension of the Issue is given as the case may be on or before such early date of closure or the initial Closing Date through advertisement/s in a leading national daily newspaper. For further details please refer to "General Information – Issue Programme" on page 9 of the Prospectus.

COMPANY INFORMATION

- Objects:**
The funds raised through this Issue, after meeting the expenditures of and related to the Issue, will be used for the financing activities including lending and investments, subject to applicable statutory and/or regulatory requirements, to repay our existing loans and our business operations including for our capital expenditure and working capital requirements.
- Liability of Members:** Limited
- Amount of share capital of the company**
Authorised Share Capital
 - 11,000,000 Equity Shares of Rs. 10 each
 - 155,000,000 Preference Shares of Rs. 10 each**Issued, Subscribed and Paid-up share capital**
 - 10,900,000 Equity Shares of Rs. 10 each
 - 20,000,000 Non Convertible Redeemable Preference Shares of Rs. 10 each
 - 135,000,000 Compulsory Convertible Redeemable Preference Shares of Rs. 10 each

- Names of the signatories to the memorandum and the number of shares subscribed for by them**

Sl. No.	Name	No of Equity Shares as on the date of incorporation
1	India Infoline Limited	1,999,400
2	Chintan Modi	100
3	Harshad Apte	100
4	R Mohan	100
5	Anshu Agarwal	100
6	Nimish Mehta	100
7	Kapil Krishan	100

- Shareholding pattern of our Company as on November 29, 2013:**

a) Equity Shareholding of our Company

Sr. No.	Name of the Shareholder	Total number of Equity Shares of ₹ 10	Number of shares held in dematerialized form	Total shareholding as a % of total number of Equity Shares	Shares pledged or otherwise encumbered
1.	India Infoline Finance Limited	10,899,400	10,899,400	99.994	NIL
2.	Chintan Modi*	100	0	0.001	NIL
3.	Narendra Jain*	100	0	0.001	NIL
4.	R. Mohan*	100	0	0.001	NIL
5.	Pallab Mukherji*	100	0	0.001	NIL
6.	Dhruv Jain*	100	0	0.001	NIL
7.	Mukesh Kumar Singh*	100	0	0.001	NIL
	Total	10,900,000	10,899,400	100.000	

*Nominee of India Infoline Finance Limited

b) 10% Non Convertible Redeemable Preference shares

Sr. No.	Name of Shareholder	Total Number of Preference Shares held	Number of shares held in dematerialized form	Face Value per share (₹)	Percentage Shareholding
1.	India Infoline Finance Limited	20,000,000	Nil	10	100

c) 6% Compulsorily Convertible Redeemable Preference Shares

Sr. No.	Name of Shareholder	Total Number of Preference Shares held	Number of shares held in dematerialized form	Face Value per share (₹)	Percentage Shareholding
1.	India Infoline Limited	135,000,000	Nil	10	100

LISTING: The NCDs offered through the Prospectus are proposed to be listed on the National Stock Exchange of India Limited ("NSE") and BSE Limited ("BSE"). Our Company has obtained 'in-principle' approvals for the Issue from the NSE and BSE vide their letter(s) both dated November 29, 2013. For the purposes of the Issue, NSE shall be the Designated Stock Exchange.

DISCLAIMER CLAUSE OF NSE (Designated Stock Exchange): It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the Offer Document has been cleared or approved by NSE nor does it certify the correctness or completeness of any of the contents of the Offer Document. The investors are advised to refer to the Offer Document for the full text of the "Disclaimer Clause of NSE".

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 the Prospectus for the full text of the Disclaimer clause of the BSE Limited.

CREDIT RATING: The NCDs proposed to be issued under this Issue have been rated 'CRISILAA-/Stable' by CRISIL for an amount of up to ₹ 5,000 million vide its letter dated November 14, 2013 and 'CAREAA-' [CAREAA Minus] by CARE for an amount of up to ₹ 5,000 million vide its letter dated November 08 2013. The rating of NCDs by CRISIL indicates instruments with this rating are considered to have a high degree of safety regarding timely servicing of financial obligations. Such instruments carry very low credit risk. The rating of NCDs by CARE indicates instruments with this rating 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 CRISIL and/or CARE 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 securities and investors should take their own decisions. Please refer to page 204 of the Prospectus for the rationale for the above ratings.

BANKERS TO THE ISSUE: ICICI Bank Limited, Axis Bank Limited and IndusInd Bank Limited.

LEAD MANAGERS TO THE ISSUE

 Axis Capital Limited Axis House, Level 1 C-2 Wadia International Centre, P.B. Marg, Worli, Mumbai 400 025 Maharashtra, India Tel.: +91 22 4325 2525, Fax: +91 22 4325 3000 Email: iifl.ncd@axiscap.com Website: www.axiscap.in Investor grievance email: complaints@axiscap.in Contact Person: Simran Gadh Compliance Officer: M Natarajan SEBI Regn. No.: INM000012029	 India Infoline Limited* 8th Floor, IIFL Centre, Kamala City, Senapati Bapat Marg, Lower Parel (West), Mumbai 400 013, Maharashtra, India Tel: +91 22 4646 4600, Fax: +91 22 2493 1073 Email: iifl.ncd@iiflcap.com Investor Grievance ID: ig_ib@iiflcap.com Website: www.iiflcap.com Contact Person: Sachin Kapoor/ Pinak Bhattacharyya Compliance Officer: Rajesh Ganu SEBI Regn. No.: INM000010940	 Trust Investment Advisors Private Limited 302-303, 1st Floor, Balrama, Village Parigkhari Bandra Kurla Complex, Bandra (East), Mumbai 400 051, Maharashtra, India Tel. : +9122 40845060, Fax: +9122 40845066 Email id : info@trustgroup.co.in Investor Grievance mail: customercare@trustgroup.co.in Website: www.trustgroup.co.in Contact Person: Anindya Sen Compliance Officer: Bal Krishna Shah SEBI Regn. No.: INM000011120	 Edelweiss Financial Services Limited Edelweiss House, 14th Floor, Off CST Road, Kalina, Mumbai 400 098, Maharashtra, India Tel: +91 22 4086 3535, Fax +91 22 4086 3610 Email ID: iiflncd2013@edelweissfin.com Website: www.edelweissfin.com Investor Grievance ID: customerservice.mb@edelweissfin.com Contact Person : Viral Shah/ Siddharth Kangle Compliance Officer: B Renganathan SEBI Regn. No.: INM0000010650
---	---	--	--

CO-LEAD MANAGERS TO THE ISSUE

 RR Investors Capital Services (P) Limited 47, M M Road Rani Jhansi Marg, Jhandewalan, New Delhi – 110 055 Tel: + 91 11 2363 6362/63 Fax: +91 11 2363 6746 Email: iiflncd2013@rrfcl.com Investor Grievance Email: investors@rrfcl.com Website: www.rrfinance.com/www.rrfcl.com Contact Person: Anurag Awasthi Compliance Officer: Ravi Kant Goyal SEBI Regn. No.: INM000007508	 Karvy Investor Services Limited 701, Hallmark Business Plaza, Sant Dnyaneshwar Marg, Off. Bandra Kurla Complex, Bandra (East), Mumbai – 400 051, Maharashtra, India Tel: + 91 22 6149 1500, Fax: +91 22 6149 1515 Email: iiflncd@karvy.com Investor Grievance Email: cmg@karvy.com, igmbd@karvy.com Website: www.karvy.com Contact Person: Sumit Singh/ Swapnil Mahajan Compliance Officer: V. Madhusudhan Rao SEBI Regn. No.: INM000008365	 SMC Capitals Limited** 302-303, Enterprise Centre, Near Orchid Hotel, Nehru Road, Vile Parle (East), Mumbai 400 099, Maharashtra, India Tel: +91 22 6648 1818, Fax: +91 22 6648 1850 Email: iifl.ncd@smccapitals.com Investor Grievance Email: investor.grievance@smccapitals.com Website: www.smccapitals.com Contact Person : Sanjeev Barnwal Compliance Officer: Sanjeev Barnwal SEBI Regn. No.: INM000011427	 Link Intime India Private Limited C- 13 Pannalal Silk Mills Compound, LBS Marg, Bhandup (West), Mumbai – 400 078, Maharashtra, India. Tel: +91 22 2596 7878; Fax: +91 22 2596 0329 Email: iifl.ncd@linkintime.co.in Investor Grievance mail: iifl.ncd@linkintime.co.in Website: www.linkintime.co.in Contact Person: Dinesh Yadav SEBI Regn. No.: INR000004058
---	---	--	--

DEBENTURE TRUSTEE

IDBI Trusteeship Services Limited***
 Asian Building, Ground Floor, 17, R Kamani Marg,
 Ballard Estate, Mumbai - 400 001, Maharashtra, India.
 Tel: +91 22 4080 7001, Fax: + 91 22 6631 1776
 Email: aijt.gurugi@idbitrustee.com, Website: www.idbitrustee.com
 Contact Person: Aijt Gurugi, SEBI Registration No.: IND000000460

COMPANY SECRETARY AND COMPLIANCE OFFICER

Mr. Nirav Shah
 12A-10, 13th Floor, Parinee Crescenzo, C-38 & 39, G-Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051
 Maharashtra, India. E-mail: nirav.s@indiainfoline.com, Tel.: +91 22 6788 1015, Fax: +91 22 6788 1010, Website: www.iifl.com
 Investors can contact our Compliance Officer and/or the Registrar to the Issue in case of any pre- Issue or post-Issue related problems such as non-receipt of Allotment Advice, demat credit, refund orders or interest on Application Money.

* India Infoline Limited (IIFL) is our Promoter's Promoter. As there are common directors between IIFL and our Company, IIFL is deemed to be our associate as per the Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992, as amended (**Merchant Bankers Regulations**). IIFL will sign the due diligence certificate and accordingly been disclosed as a Lead Manager. Further, in compliance with the provision to Regulation 21A(1) and explanation to Regulation 21A(1) of the Merchant Bankers Regulations, IIFL would be involved only in marketing of the Issue.

*** The SEBI registration certificate as "Merchant Bankers" for SMC Capitals Limited will expire on December 30, 2013. An application dated September 25, 2013 for renewal of the said certificate of registration has been made to SEBI.

*** IDBI Trusteeship Services Limited has, by its letter dated November 8, 2013, given its consent for its appointment as Debenture Trustee to the Issue and for its name to be included in the Prospectus and in all the subsequent periodical communications sent to the holders of the NCDs issued pursuant to this Issue. For further details please refer to "General Information – Debenture Trustee" on page 4 of the Prospectus.

DEBENTURE TRUSTEE IDBI Trusteeship Services Limited.

AVAILABILITY OF APPLICATION FORM: Application Forms can be obtained from: **India Infoline Housing Finance Limited**, Tel: +91 22 6788 1000, Fax: +91 22 6788 1010; **Lead Managers: Axis Capital Limited**, Tel. No.: +91 22 4325 2525, Fax No.: +91 22 4325 3000; **India Infoline Limited**, Tel. No.: +91 22 4646 4600, Fax No.: +91 22 2493 1073; **Trust Investment Advisors Private Limited**, Tel. No.: +91 22 4084 5060, Fax No.: +91 22 4084 5066; **Edelweiss Financial Services Limited**, Tel. No.: +91 22 4086 3535, Fax No.: +91 22 4086 3610. Co-Lead Managers to the Issue at **RR Investors Capital Services (P) Limited**, Tel No.: +91 11 2363 6362/63, Fax No.: +91 11 2363 6746, **Karvy Investor Services Limited**, Tel. No.: +91 22 6149 1500, Fax No.: +91 22 6149 1515, **SMC Capitals Limited**, Tel. No.: +91 22 6648 1818, Fax No.: +91 22 6648 1850. The Abridged Prospectus containing the salient features of the Prospectus together with Application Forms may be obtained from our Registered Office, Lead Managers, Co-Lead Managers, Lead Brokers, designated branches of the SCSB and Trading members. Additionally the Abridged Prospectus and the Application Form is available for download on the websites of NSE and BSE at www.nseindia.com and www.bseindia.com, respectively and the websites of the Lead Managers at www.axiscap.in, www.iiflcap.com, www.trustgroup.co.in, and www.edelweissfin.com and the Co-Lead Managers at www.rrfinance.com/www.rrfcl.com, www.karvy.com, and www.smccapitals.com. Trading members are required to download the Electronic Application Form from stock exchanges platforms.

AVAILABILITY OF PROSPECTUS: Investors are advised to refer to the Prospectus and the risk factors contained therein, before applying in the Issue. Full copy of the Prospectus may be obtained from our Registered Office, Lead Managers, Co- Lead Managers, Lead Brokers, designated branches of the SCSB and Trading members. Additionally the Prospectus is available for download on the websites of NSE and BSE at www.nseindia.com and www.bseindia.com, respectively and the websites of the Lead Managers at www.axiscap.in, www.iiflcap.com, www.trustgroup.co.in, and www.edelweissfin.com and the Co-Lead Managers at www.rrfinance.com and the Co-Lead Managers at www.rrfcl.com, www.karvy.com, and www.smccapitals.com, and on the company's website www.iifl.com.

ASBA Applicants should also ensure that Application Forms submitted to the Members of the Syndicate/Trading Member will not be accepted if the SCSB where the ASBA Account, as specified in the Application Form, is maintained has not named at least one branch at that location for the Members of the Syndicate/ Trading Member to deposit the Application Form from ASBA Applicants. ASBA Applicants Applying directly through the SCSBs should ensure that the Application Form is submitted to a Designated Branch, of a SCSB where the ASBA Account is maintained (A list of such branches is available at www.sebi.gov.in/cms/sebi_data/attacheddocs/1380617744344) or any other link that SEBI may provide on its website www.sebi.gov.in from time to time. For details on Designated Branches of SCSBs collecting the Application Form, please refer the above mentioned SEBI link.

The Members of the Syndicate and the Trading Members of the Stock Exchange shall ensure they shall accept Application Forms only in such cities/ towns where the banking branches (escrow banks) are available. Details of the branches of the Escrow Banks where the Application Form along with the cheque/demand draft submitted by a Non ASBA applicant shall be deposited by the Members of the Syndicate and Trading Members are available on the websites of the Lead Managers at www.axiscap.in, www.edelweissfin.com, www.trustgroup.co.in and www.iiflcap.com and the Co-Lead Managers at www.rrfinance.com/www.rrfcl.com, www.karvy.com and www.smccapitals.com. A link to the said web pages shall also be available on the website of NSE and BSE at www.nseindia.com and www.bseindia.com, respectively.

Capitalized terms not defined herein shall have the same meaning as assigned to such terms in the Prospectus.

Disclaimer: India Infoline Housing Finance Limited is subject to market conditions and other considerations, proposing a public issue of Secured Redeemable Non-Convertible Debentures and has filed the Prospectus with the Registrar of Companies - Maharashtra, Mumbai, The National Stock Exchange of India Limited, BSE Limited and SEBI (for record purposes). All investors proposing to participate in the public issue of NCDs by India Infoline Housing Finance Limited should invest only on the basis of information contained in the Prospectus dated December 2, 2013. Please see section entitled "Risk Factors" beginning on page no (x) of the Prospectus for risk in this regards.

For India Infoline Housing Finance Limited