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THIS NOTE IS NOT AN ADVERTISEMENT UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (MUTUAL FUNDS) REGULATIONS, 1996 ("SEBI MUTUAL FUND REGULATIONS") AND IS NOT INTENDED TO INFLUENCE INVESTMENT DECISIONS OF ANY CURRENT OR PROSPECTIVE INVESTORS OF THE RELIANCE MUTUAL FUND



## RELIANCE NIPPON LIFE ASSET MANAGEMENT LIMITED

(FORMERLY, RELIANCE CAPITAL ASSET MANAGEMENT LIMITED)

The Company was incorporated as 'Reliance Capital Asset Management Limited', a public limited company under the Companies Act, 1956 with the Registrar of Companies, Gujarat, Dadra & Nagar Haveli on February 24, 1995 at Ahmedabad and name of the Company was changed to its present name and a fresh certificate of incorporation was issued by the Registrar of Companies, Mumbai on May 5, 2016 at Mumbai. For details of changes in the name and registered office address of the Company, see 'History and Certain Corporate Matters' on page 194 of the RHP.

**Registered and Corporate Office:** Reliance Centre, 7<sup>th</sup> Floor, South Wing, Off Western Express Highway, Santacruz (East), Mumbai 400 055, Maharashtra, India

**Contact Person:** Deepak Mukhija, Company Secretary and Compliance Officer for the Offer;

**Tel.:** + 91 22 3303 1000; **Fax:** +91 22 3303 7662

**E-mail:** deepak.mukhija@relianceada.com; **Website:** [www.reliancecmutual.com](http://www.reliancecmutual.com);

**Corporate Identity Number:** U65910MH1995PLC220793

**Promoters:** Reliance Capital Limited and Nippon Life Insurance Company

## Reliance Nippon Life Asset Management Limited's – Initial Public Offer to open on Wednesday, October 25, 2017 and close on Friday, October 27, 2017 Price Band of Rs. 247 to Rs. 252 per Equity Share each of Face Value of Rs. 10/- each

- The Initial Public Offering of up to 61,200,000 equity shares
- IPO consists of Fresh Issue of up to 24,480,000 equity shares and Offer for Sale of up to 36,720,000 equity shares
- The minimum Bid lot is 59 equity shares and Bids may be made in multiples of 59 equity shares thereafter.
- Bid/Offer opening date – October 25, 2017 and Bid/Offer closing date – October 27, 2017
- The Floor Price is 24.7 times of the face value and the Cap Price is 25.2 times of the Face Value
- The offer shall constitute 10.00% of the post-offer paid-up equity share capital of the company

**ASBA\*** | Simple, Safe, Smart way of Application

\*Applications Supported by Blocked Amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account, investors can avail the same. For details, check section on ASBA below.  
**Mandatory in public issues from January 01, 2016. No cheque will be accepted.**

**\*APPLICATIONS SUPPORTED BY BLOCKED AMOUNT (ASBA):** Investors have to apply through the ASBA process. ASBA has to be availed by all the investors except anchor investors. For details on the ASBA process, please refer to the details given in the ASBA Form and Abridged Prospectus and also please refer to "Offer Procedure" on page 398 of the RHP. ASBA Forms can also be downloaded from the websites of BSE and NSE. ASBA Forms can be obtained from the list of banks that is available on the website of SEBI at [www.sebi.gov.in](http://www.sebi.gov.in). ASBA Form can be obtained from Syndicate, SCSBs, Registered Brokers, RTAs and CDPs, the list of which is available on the website of SEBI at <http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=34>.

**MUMBAI, October 12, 2017:** Reliance Nippon Life Asset Management Limited ("Company"), proposes to open its initial public offering ("IPO" or the "Offer") on Wednesday, October 25, 2017 and close on Friday, October 27, 2017, with a price band of Rs. 247 to Rs. 252 per Equity Share of face value of Rs. 10/- each of the Company (the "Equity Shares"). The Anchor Investor Bidding Date shall be October 24, 2017, being one working day prior to the Bid/Offer Opening Date.

The IPO consists of a fresh issue of up to 24,480,000 equity shares the Company (the "Fresh Issue") and an offer for sale of up to 36,720,000 equity shares by Reliance Capital Limited and Nippon Life Insurance Company (together, the "**Promoter Selling Shareholders**"). The offer shall constitute 10.00% of the post-offer paid-up equity share capital of the Company.

The Offer is being made in terms of Rule 19(2)(b)(iii) of the Securities Contracts (Regulation) Rules, 1957, as amended ("SCRR"), wherein at least 10% of the post-Offer paid-up equity share capital of the Company will be offered to the public. The Offer is being made through the Book Building Process in accordance with Regulation 26(1) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended ("SEBI ICDR Regulations"), wherein 50% of the Offer shall be available for allocation on a proportionate basis to Qualified Institutional Buyers ("QIB Portion"), provided that the Company and the Promoter Selling Shareholders in consultation with the GCBRLMs and BRLMs may allocate up to 60% of the QIB Portion to Anchor Investors at the Anchor Investor Allocation Price, on a discretionary basis, out of which at least one-third will be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Allocation Price. In the event of under-subscription or non-allocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the Net QIB Portion.

The number of Equity Shares representing 5% of the Net QIB Portion (other than Anchor Investor Portion) shall be available for allocation on a proportionate basis to Mutual Funds only. The remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to QIBs (other than Anchor Investors), including Mutual Funds, subject to valid Bids being received from them at or above the Offer Price. However, if the aggregate demand from Mutual Funds is less than 5% of the Net QIB Portion, the balance Equity Shares available for allocation in the Mutual Fund Portion will be added to the remaining Net QIB Portion for proportionate allocation to QIBs. Further, not less than 15% of the Offer shall be available for allocation on a proportionate basis to Non-Institutional Bidders and not less than 35% of the Offer shall be available for allocation to Retail Individual Bidders in accordance with the SEBI ICDR Regulations, subject to valid Bids being received from them at or above the Offer Price. For details, see "Offer Procedure" on page 398 of the RHP.

JM Financial Institutional Securities Limited, CLSA India Private Limited, Nomura Financial Advisory and Securities (India) Private Limited and Axis Capital Limited are the Global Co-ordinators and Book Running Lead managers to the Offer. Edelweiss Financial Services Limited, IIFL Holdings Limited, SBI Capital Markets Limited and Yes Securities (India) Limited are the Book Running Lead Managers to the Offer and Karvy Computershare Private Limited is the Registrar to the Offer.

The Equity Shares offered through the RHP are proposed to be listed on the National Stock Exchange of India and BSE Limited.

Contents of the Memorandum of the Company as regards its Objects: For information on the main objects and other objects of the Company, see "History and Certain Corporate Matters" on page 194

of the RHP and Clause III of the Memorandum of Association of the Company. The Memorandum of Association of the Company is a material document for inspection in relation to the Offer. For further details, see the section "Material Contracts and Documents for Inspection" on page 477 of the RHP.

Liability of the members of the Company: Limited by shares.

Amount of share capital of the Company and Capital Structure: The authorised, issued, subscribed and paid up share capital of the Company as on the date of the RHP is as follows: the authorised share capital of the Company is Rs. 10,000,000,000 divided into 1,000,000,000 Equity Shares of Rs.10 each, and Rs. 300,000,000 divided into 3,000,000 Preference Shares of Rs.100 each. The issued, subscribed and paid up share capital of the Company is Rs.5, 875,200,000 divided into 587,520,000 Equity Shares of Rs.10 each. For further details, see the section "Capital Structure" on page 84 of the RHP.

Names of signatories to the Memorandum of Association of the Company and the number of Equity Shares subscribed by them: The signatories to the Memorandum of Association are (i) Anand Jain; (ii) Dharendra H. Shah; (iii) Tushar Sarda; (iv) Anil Aggarwal; (v) Kulin Parekh; (vi) Hemant Manuj; and (vii) Nilesh Vasa who together subscribed to 700 equity shares of our Company of `10 each as initial subscription.

For details of the share capital and capital structure of the Company see "Capital Structure" on page 84 of the RHP.

### **Disclaimer:**

The Company is proposing, subject to applicable statutory or regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public offering of its equity shares and has filed a red herring prospectus dated October 11, 2017 ("RHP") with the Registrar of Companies, Mumbai ("RoC"). The RHP is available on the website of the Securities and Exchange Board of India ("SEBI") at [www.sebi.gov.in](http://www.sebi.gov.in), the website of the BSE Limited at [www.bseindia.com](http://www.bseindia.com), the website of the National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com), the websites of the Global Co-ordinators and Book Running Lead Managers at [www.jmfl.com](http://www.jmfl.com), [www.india.clsa.com](http://www.india.clsa.com), [www.nomuraholdings.com/company/group/asia/india/index.html](http://www.nomuraholdings.com/company/group/asia/india/index.html) and [www.axiscapital.co.in](http://www.axiscapital.co.in), respectively, and the websites of the Book Running Lead Managers at [www.edelweissfin.com](http://www.edelweissfin.com), [www.iiflcap.com](http://www.iiflcap.com), [www.sbics.com](http://www.sbics.com) and [www.yesinvest.in](http://www.yesinvest.in), respectively. Any potential investors should note that investment in equity shares involves a high degree of risk and for details refer to the "Risk Factors" of the RHP on page 18 of the RHP where available. Potential investors should not rely on the DRHP filed with the SEBI for making any investment decision.

The Equity Shares offered in the Issue have not been and will not be registered under the U.S. Securities Act of 1933, as amended ("U.S. Securities Act") or any state securities laws in the United States, and unless so registered may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable state securities laws. Accordingly, such Equity Shares are being offered and sold (i) outside of the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act and the applicable laws of the jurisdiction where those offers and sales occur; and (ii) to "qualified institutional buyers" (as defined in Rule 144A under the U.S. Securities Act), pursuant to the private placement exemption set out in Section 4(a) of the U.S. Securities Act.

This announcement is not a prospectus under the Companies Act, 2013 and rules thereunder, in each case, as amended, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended, or any other applicable law in India. The information contained in this communication is for reference only and does not constitute a distribution, an offer to sell or invitation to an offer or a solicitation of an offer to buy securities. The price of Equity Shares and issue size is subject to approval by the Company.

Disclaimer Clause of the SEBI: SEBI only gives its observations on the offer documents and this does not constitute approval of either the Offer or the specified securities or the offer document. The investors are advised to refer to page 366 of the RHP for the full text of the Disclaimer Clause of SEBI.

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GLOBAL CO-ORDINATORS AND BOOK RUNNING LEAD MANAGERS			
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