



UJJIVAN FINANCIAL SERVICES LIMITED

Our Company was originally incorporated as Ujjivan Financial Services Private Limited on December 28, 2004 at Bengaluru, Karnataka, India as a private limited company under the Companies Act, 1956. Pursuant to a certificate issued by the Reserve Bank of India ("RBI") on October 31, 2005, our Company was permitted to commence operations as a non-banking financial company ("NBFC") under section 45 IA of the Reserve Bank of India Act, 1934. Since financial year 2008-09, we have been classified as a systemically important non-deposit accepting NBFC. Our Company was granted NBFC-Microfinance Institution ("NBFC-MFI") status by the RBI on September 5, 2013. Subsequently, our Company was converted into a public limited company pursuant to a special resolution passed by our Shareholders at the extraordinary general meeting ("EGM") held on November 3, 2015 and the name of our Company was changed to Ujjivan Financial Services Limited. A fresh certificate of incorporation consequent upon conversion to a public limited company was issued by the Registrar of Companies, Bangalore, Karnataka ("RoC") on November 26, 2015. Subsequently, a fresh certificate of NBFC-MFI registration consequent upon the change of name of our Company was issued by the RBI on March 4, 2016. For details of change in the name and Registered Office of our Company, see "History and Certain Corporate Matters" on page 143 of the Red Herring Prospectus dated April 13, 2016 ("RHP").

Registered and Corporate Office: Grape Garden, No. 27, 3rd A Cross, 18th Main, 6th Block, Koramangala, Bengaluru 560 095, Karnataka, India.

Contact Person: Sanjeev Barnwal, Company Secretary and Compliance Officer; **Tel:** +91 80 4071 2121; **Fax:** +91 80 4146 8700; **E-mail:** compliance@ujjivan.com

Website: www.ujjivan.com; **Corporate Identity Number:** U65999KA2004PLC035329

Our Company is a professionally managed company and does not have an identifiable promoter either in terms of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended ("SEBI ICDR Regulations") or in terms of the Companies Act, 2013

INITIAL PUBLIC OFFER OF UP TO [•] EQUITY SHARES OF FACE VALUE OF ₹10 EACH ("EQUITY SHARES") OF UJJIVAN FINANCIAL SERVICES LIMITED ("COMPANY" OR "ISSUER") FOR CASH AT A PRICE OF ₹[•] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹[•] PER EQUITY SHARE) AGGREGATING UP TO ₹[•] MILLION ("OFFER") COMPRISING A FRESH ISSUE OF UP TO [•] EQUITY SHARES AGGREGATING UP TO ₹3,581.61 MILLION* BY THE COMPANY ("FRESH ISSUE") AND AN OFFER FOR SALE OF UP TO 24,968,332 EQUITY SHARES AGGREGATING UP TO ₹[•] MILLION, COMPRISING OF AN OFFER FOR SALE OF UP TO 3,495,626 EQUITY SHARES BY ELEVAR EQUITY MAURITIUS ("ELEVAR" AND SUCH OFFERED SHARES "ELEVAR OFFERED SHARES"), UP TO 3,060,722 EQUITY SHARES BY INTERNATIONAL FINANCE CORPORATION ("IFC" AND SUCH OFFERED SHARES "IFC OFFERED SHARES"), UP TO 1,754,386 EQUITY SHARES BY INDIA FINANCIAL INCLUSION FUND ("IFIF" AND SUCH OFFERED SHARES "IFIF OFFERED SHARES"), UP TO 2,523,725 EQUITY SHARES BY MAURITIUS UNITUS CORPORATION ("MUC" AND SUCH OFFERED SHARES "MUC OFFERED SHARES"), UP TO 2,698,163 EQUITY SHARES BY NEDERLANDSE FINANCIERINGS-MAATSCHAPPIJ VOOR ONTWIKKELINGSLANDEN N.V. ("FMO" AND SUCH OFFERED SHARES "FMO OFFERED SHARES"), UP TO 2,935,213 EQUITY SHARES BY SARVA CAPITAL LLC ("SARVA CAPITAL" AND SUCH OFFERED SHARES "SARVA CAPITAL OFFERED SHARES"), UP TO 3,093,869 EQUITY SHARES BY WCP HOLDINGS III ("WCP" AND SUCH OFFERED SHARES "WCP OFFERED SHARES") AND UP TO 5,406,628 EQUITY SHARES BY WWB CAPITAL PARTNERS, L.P. ("WWB" AND SUCH OFFERED SHARES "WWB OFFERED SHARES") (ELEVAR, FMO, IFC, IFIF, MUC, SARVA CAPITAL, WCP, AND WWB COLLECTIVELY REFERRED TO AS THE 'SELLING SHAREHOLDERS' AND ELEVAR OFFERED SHARES, FMO OFFERED SHARES, IFC OFFERED SHARES, IFIF OFFERED SHARES, MUC OFFERED SHARES, SARVA CAPITAL OFFERED SHARES, WCP OFFERED SHARES, AND WWB OFFERED SHARES COLLECTIVELY REFERRED TO AS THE 'OFFERED SHARES') BY THE SELLING SHAREHOLDERS ("OFFER FOR SALE"). THE OFFER WOULD CONSTITUTE [•]% OF OUR POST-OFFER PAID-UP EQUITY SHARE CAPITAL.

***OUR COMPANY HAS, IN CONSULTATION WITH THE BRLMS, UNDERTAKEN A PRE-IPO PLACEMENT OF 14,236,057 EQUITY SHARES FOR CASH CONSIDERATION AGGREGATING TO ₹2,918.39 MILLION. THE SIZE OF THE FRESH ISSUE AS DISCLOSED IN THE DRAFT RED HERRING PROSPECTUS DATED DECEMBER 31, 2015, BEING ₹6,500 MILLION, HAS BEEN REDUCED ACCORDINGLY.**

THIS OFFER IS BEING MADE ONLY TO RESIDENT INDIAN BIDDERS AND THE EQUITY SHARES IN THIS OFFER WILL NOT IN ANY CIRCUMSTANCE BE OFFERED TO PERSONS IN ANY JURISDICTION OUTSIDE INDIA.

Risks to Investors:

- The 4 Merchant Bankers associated with the issue have handled 25 public issues in the past three years out of which 10 issues closed below the issue price on listing date.
- Average cost of acquisition of equity shares for the Selling Shareholders in IPO is as follows: (a) ₹58.99 for Elevar Equity Mauritius; (b) ₹77.21 for International Finance Corporation; (c) ₹57.00 for India Financial Inclusion Fund; (d) ₹23.54 for Mauritius Unitus Corporation; (e) ₹57.00 for Nederlandse Financierings-Maatschappij voor Ontwikkelingslanden N.V.; (f) ₹57.00 for Sarva Capital LLC; (g) ₹57.00 for WCP Holdings III; and (h) ₹68.37 for WWB Capital Partners, L.P. However, the price at which the Equity Shares are being offered to public at the upper end of the price band is ₹[•].

ASBA *

Simple, Safe, Smart way of making an Application - Make use of it!!!

*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 issue from January 1, 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 239 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. 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/home/5/33/0/Recognised-Intermediaries>.

CORRIGENDUM - NOTICE TO INVESTORS

This is with reference to the Red Herring Prospectus dated April 13, 2016 ("Red Herring Prospectus") filed and/or submitted with the Registrar of Companies, Bangalore (the "RoC") and the Securities and Exchange Board of India ("SEBI") in relation to the Offer. All capitalized terms used in this notice shall, unless the context otherwise requires, have the meanings ascribed in the Red Herring Prospectus.

Investors should note that any reference in the Red Herring Prospectus to the name of one of the Selling Shareholders, namely "Women's World Banking Capital Partners, L.P." shall be read as "WWB Capital Partners, L.P." including the reference to their name on the declaration page on page 364 of the Red Herring Prospectus. Accordingly, relevant changes shall be reflected in the Prospectus to be filed with the RoC.

The Red Herring Prospectus, the Bid cum Application Forms and the Abridged Prospectus shall be read in conjunction with this notice. The information in this notice supplements the Red Herring Prospectus and supersedes the information in the Red Herring Prospectus to the extent inconsistent with the information in the Red Herring Prospectus.

For UJJIVAN FINANCIAL SERVICES LIMITED
On behalf of the Board of Directors

Sd/-

Company Secretary & Compliance Officer

Place: Bengaluru
Date: April 19, 2016

UJJIVAN FINANCIAL SERVICES LIMITED is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public offering of its equity shares ("Equity Shares") and has filed the Red Herring Prospectus ("RHP") with the Registrar of Companies, Bangalore. The RHP shall be available on the website of the SEBI at www.sebi.gov.in, the websites of the Book Running Lead Managers at www.investmentbank.kotak.com, www.axiscapital.co.in, www.icicisecurities.com and www.ificap.com and the websites of the Stock Exchanges at www.bseindia.com and www.nseindia.com. Any potential investor should note that investment in Equity Shares involves a high degree of risk, for details, potential investors should refer to the section titled "Risk Factors" in the RHP filed with the Registrar of Companies, Bangalore. Investors should not refer to the DRHP filed with SEBI for making any investment decision.

This announcement has been prepared for publication in India and may not be released in the United States. The announcement is not an offer to sell or a solicitation of any offer to buy securities of our Company in the United States. The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India. The Company is having a valid certificate of registration dated March 4, 2016 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 our Company or for the correctness of any of the statements or representation made or opinions expressed by our Company and for discharge of liabilities by the Company.