mart is part of the next few years. and Chennai.

REPCO HOME FINANCE LIMITED

Repco Home Finance

Our Company was incorporated as a public limited company under Companies Act, 1956 on April 4, 2000 with the name Repco Home Finance Limited. We received our certificate of commencement of business on May 2, 2000 from the Registrar of Companies, Tamil Nadu. There has been no change in the name and the registered office of our Company since incorporation. For further details, see the section titled "History and Certain Corporate Matters" on page 100

Registered Office: Repco Tower, No. 33, North Usman Road, T. Nagar, Chennai 600 017, Tamil Nadu, India; Telephone: +91 44 2834 0715; Facsimile: +91 44 2834 0716 **Corporate Office:** Karumuttu Centre, Second Floor - North Wing, Old No: 498, New No: 634, Anna Salai, Nandanam, Chennai 600 035, Tamil Nadu, India **Telephone:** +91 44 4210 6650; Facsimile: +91 44 4210 6651 **Contact Person and Compliance Officer:** Mr. K. Prabhu; Telephone: +91 44 4210 6650; Facsimile: +91 44 4210 6651 **E-mail:** cs@repcohome.com; Website: www.repcohome.com

PUBLIC ISSUE OF 15,720,262 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH ("EQUITY SHARES") OF REPCO HOME FINANCE LIMITED ("OUR COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ [•] PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ [•] PER EQUITY SHARE, AGGREGATING TO ₹ [•] MILLION (THE "ISSUE"). THE ISSUE INCLUDES A RESERVATION OF 180,000 EQUITY SHARES OF ₹ 10 EACH FOR SUBSCRIPTION BY ELIGIBLE EMPLOYEES (AS DEFINED IN "DEFINITIONS AND ABBREVIATIONS") AT THE ISSUE PRICE ("EMPLOYEE RESERVATION PORTION"). THE ISSUE LESS THE EMPLOYEE RESERVATION PORTION IS HEREINAFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE SHALL CONSTITUTE 25.29% OF THE POST ISSUE PAID-UP CAPITAL AND THE NET ISSUE SHALL CONSTITUTE 25% OF THE POST ISSUE PAID-UP CAPITAL OF OUR COMPANY.

PROMOTER OF OUR COMPANY: REPCO BANK LIMITED

ADDENDUM CUM CORRIGENDUM TO THE RED HERRING PROSPECTUS DATED MARCH 4, 2013 AND APPLICATION FORM NOTICE TO INVESTORS

This is with reference to the red herring prospectus dated March 4, 2013 ("**Red Herring Prospectus**") filed with the Registrar of Companies, Chennai, Tamil Nadu (the "**RoC**") and the Securities and Exchange Board of India ("**SEBI**") in relation to the Issue. All capitalized terms used in this notice shall, unless the context otherwise requires, have the meanings ascribed in the Red Herring Prospectus. Investors may note that the following modifications/supplements to the disclosures in the Red Herring Prospectus. The same may be taken as updated and included in the Application Form and Abridged Prospectus:

(A) In the section "Outstanding Litigation and Material Developments" on page 169 of the Red Herring Prospectus under the head "Legal proceedings against our Company" the following legal proceeding initiated against our Company shall be disclosed:
Mr. M. Balasubramanian, our erstwhile Managing Director (the "**Plaintiff**") has filed a civil suit dated March 6, 2013 bearing C.S No. 152 of 2013 under Order IV Rule 1 of the Code of Civil Procedure, 1908 read with Order VII Rule 1 of the Original Side Rules (the "**Civil Suit**") before the Hon'ble Madras High Court seeking the following reliefs (i) to declare the employee stock option scheme approved by the Board and the shareholders of our Company pursuant to resolutions allegedly dated April 11, 2008 and December 24, 2008 respectively (the "**ESOP Plan**") as valid and in force; (ii) to declare the purported notice dated February 5, 2013 received by the Plaintiff in connection with convening general meeting on February 5, 2013 for cancellation of the ESOP Plan as null and void, (iii) to issue mandatory injunction directing our Company to allot 100,000 equity shares of our Company to the Plaintiff under the ESOP Plan and (iv) grant costs of the suit. Further we have been served with a notice dated March 8, 2013 (the "**Notice**"), from the lawyers of the Plaintiff stating that pending the Civil Suit, the Hon'ble Madras High Court has on March 8, 2013 granted an interim injunction in favour of the Plaintiff restraining our Company or anyone claiming on its behalf from transferring or alienating, in any manner whatsoever, the options equivalent to 100,000 equity shares granted to the Plaintiff under the ESOP Plan pending the hearing of the Civil Suit. The Notice further states that the matter is listed before the Hon'ble High Court of Madras on March 11, 2013 and requires our Company to appear before the Hon'ble High Court of Madras on that date.

(B) In the section "Risk Factors" on page xiii of the Red Herring Prospectus under the head "Risks relating to our Business and Operations", under the ***"Risk Factor No.1- There are outstanding legal proceedings and claims against us, and our Promoter, and any adverse decision in such proceedings may have a material adverse effect on our business, result of operations and financial condition."*** on page xiii of the Red Herring Prospectus, the following table will be included along with the brief details of the civil proceeding as disclosed in paragraph (A) above shall be reproduced under the head ***"I. Civil proceedings against the Company"***:

Category	Criminal proceedings	Securities law proceedings	Civil proceedings	Tax proceedings	Labour cases	Consumer cases	Other proceedings/ Notices, etc.	Total Amount involved (₹ in million)
Company	Nil	Nil	15	Nil	Nil	5	Nil	26.56
Directors	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Promoter	Nil	Nil	15	Nil	Nil	Nil	Nil	228.28
Group Entities	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

(C) In the section 'Instructions for filling up the Bid cum Application Form' on page 2 of the Abridged Prospectus, given in the Bid-Cum-Application Form meant for Non-Resident applicants, please note that the following shall be disclosed: "In case of Retail Individual Investors the payment instruments for payment into the Escrow Account should be drawn in favour of "Escrow Account– RHFL IPO – R" in case of resident Retail Individual Bidders, "Escrow Account– RHFL IPO –NR" in case of non-resident Retail Individual Bidders, and "Escrow Account – RHFL IPO –Anchor Investor - NR" in case of Non-Resident Anchor Investor. In case of Bids by Eligible NRIs applying on repatriation basis, only Bids accompanied by payment in Indian Rupees or freely convertible foreign exchange will be considered for Allotment. Eligible NRIs who intend to make payment through freely convertible foreign exchange and are Bidding on a repatriation basis may make the payments through Indian Rupee drafts purchased abroad or cheques or bank drafts, for the amount payable on application remitted through normal banking channels or out of funds held in Non-Resident External ("**NRE**") Accounts or Foreign Currency Non-Resident ("**FCNR**") Accounts, maintained with banks authorised to deal in foreign exchange in India, along with documentary evidence in support of the remittance. Payment will not be accepted out of Non-Resident Ordinary ("**NRO**") Account of Non-Resident Bidder Bidding on a repatriation basis. Payment by drafts should be accompanied by bank certificate confirming that the draft has been issued by debiting to NRE Account or FCNR Account. In case of Bids by Eligible NRIs applying on non-repatriation basis, the payments can be out of a NRO Account."

Except for the above, the contents of the Red Herring Prospectus, Application Form and Abridged Prospectus remain unchanged. These changes will be reflected in the Prospectus to be filed with the RoC.

The Red Herring Prospectus, Application Form and Abridged Prospectus stands amended to the extent stated herein above. The above notice is required to be read in conjunction with other disclosures in the Red Herring Prospectus.

For **REPCO HOME FINANCE LIMITED**
on behalf of the Board of Directors
Sd/-
Managing Director

Place: Chennai
Date: March 9, 2013

*Repco Home Finance Limited, (the "**Company**") is proposing, subject to market conditions and other considerations, a public issue of its securities (the "**Issue**") and has filed a red herring prospectus dated March 4, 2013, (the "**RHP**") with the Registrar of Companies, Tamil Nadu. The RHP is available on the website of the Securities and Exchange Board of India at www.sebi.gov.in and on the respective websites of the book running lead managers to the Issue at www.sbicaps.com, www.idfccapital.com and www.jmfl.com. Investors should note that investment in equity shares involves a high degree of risk and for details relating to the same, see the section titled "Risk Factors" on page xiii of the RHP. This document is not an issue of securities for sale in the United States or elsewhere. This document has been prepared for publication in India and is not for publication or distribution, directly or indirectly, in or into the United States. The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "U.S. **Securities Act**") and may not be offered or sold within the United States (as defined in Regulation S of the U.S. Securities Act), 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, the Equity Shares are only being offered and sold outside the United States in reliance on Regulation S of the U.S. Securities Act.*