

हाउसिंग एण्ड अर्बन डेवलपमेंट कॉर्पोरेशन लिमिटेड, (भारत सरकार का उपक्रम), कोर 7A, हडको भवन, भारत पर्यावास केन्द्र, लोधी रोड, नई दिल्ली - 110 003

दूरभाष : 24648160 फैक्स : 011-24625308 Visit us at : www.hudco.org सीआईएन : U74899DL1970GOI005276

Housing & Urban Development Corporation Ltd., (A Govt. of India Enterprise), Core-7A, HUDCO Bhawan, India Habitat Centre, Lodhi Road, New Delhi-110003

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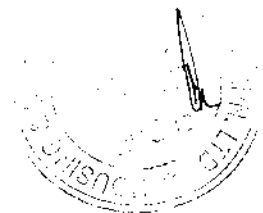
आई.एस.ओ. 9001 : 2008 प्रमाणित कम्पनी

AN ISO 9001 : 2008 CERTIFIED COMPANY

TERM SHEET		
6.81% HUDCO TAXABLE BONDS 2016 SERIES-F TENOR 3 YEARS		
Issuer	Housing and Urban Development Corporation Limited (HUDCO)	
Type of Instrument	Unsecured, Redeemable, Non-Convertible, Non-cumulative, Taxable Bonds in the nature of debentures.	
Nature of Instrument	Unsecured	
Seniority	Senior Debt	
Mode of Issue	Private Placement through EBP Platform	
Eligible Investors	i.	Qualified Institutional Buyers ("QIBs"), which are authorized to invest in the Bonds
		<ul style="list-style-type: none"> a. Indian Mutual Funds registered with SEBI; b. Public Financial Institutions as defined in section 2 (72) of the Companies Act, 2013; c. Scheduled Commercial Banks; d. State Industrial Development Corporations; e. Insurance Companies registered with the Insurance Regulatory and Development Authority; f. Provident Funds with minimum corpus of Rs. 25 crore; g. Pension Funds with minimum corpus of Rs. 25 crore; h. National Investment Funds set up by resolution no. F. No. 2/3/2005-DDII dated November 23, 2005 of the Government of India published in the Gazette of India; and i. Insurance Funds set up and managed by army, navy or air force of the Union of India. j. Alternative Investment Funds, subject to investment conditions applicable to them under the SEBI (Alternative Investment fund) Regulations, 2012.
	ii.	Corporates
		<ul style="list-style-type: none"> a. Companies within the meaning of Section 2 (20) of the Companies Act, 2013; and b. Bodies Corporate including Statutory corporations, Trusts settled under Indian Trust Act, 1882, Partnership firms, Limited Liability Partnerships registered under the provisions of LLP Act, Co-operative Banks, Regional Rural Banks incorporated in India and other legal entities.
Non-Eligible class of investors	<p>This issue is not being offered to the following categories of investors any application from such investors will be deemed as invalid application and rejected:</p> <ul style="list-style-type: none"> a) Venture Capital Funds; b) Foreign Venture Capital investors registered with SEBI; c) Foreign Institutional Investors and sub-account (other than a sub-account which is a foreign corporate or foreign individual), registered with SEBI; d) Multilateral and Bilateral Development Financial Institutions; e) Qualified Foreign Investors; f) Foreign Nationals; g) Non-Resident Indians; h) Minors without a guardian name; i) Persons resident outside India; j) Overseas Corporate Bodies; k) Sovereign Wealth Funds (SWFs); l) Person ineligible to contract under applicable statutory/ regulatory requirements and; m) Resident Individual Investors/ Hindu Undivided Families (through Karta) 	
Listing	<p>The bonds are Proposed to be listed on BSE Limited</p> <p>Listing: The Issuer shall complete all the formalities and seek listing permission within 20 days from the Deemed Date of Allotment.</p>	
Rating	India Ratings & Research Private Limited (Fitch Group)	
	CARE Ratings	'IND AAA' with Stable Outlook
	ICRA Ltd.	'[ICRA] AAA' (Stable)



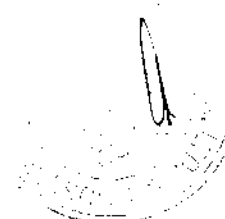
हडको - 1970 से सुदृढ़ भारत का निर्माण।
HUDCO - Strengthening India Since 1970.



Issue Size	RS. 100 CRORE PLUS GREEN SHOE OPTION UPTO RS.500 CRORE (Total Issue Size being Rs. 600 crore)
Option to retain oversubscription (Amount)	Upto Rs. 500 crore (with total issue size being Rs. 600 crore)
Objects of Issue	The funds proposed to be raised through the Issue shall be utilized towards lending purposes, working capital requirements, augmenting the resource base of HUDCO and other operational requirements (including debt servicing, which includes servicing of both the principal amounts as well as interest payments of various debt facilities availed by the Company in the past and currently outstanding in its books of accounts, including loans and market borrowings).
Details of utilization of the Proceeds	The funds proposed to be raised through the Issue shall be utilized towards lending purposes, working capital requirements, augmenting the resource base of our Company and other operational requirements (including debt servicing, which includes servicing of both the principal amounts as well as interest payments of various debt facilities availed by the Company in the past and currently outstanding in its books of accounts, including loans and market borrowings). Therefore, the management shall ensure that the funds raised via this private placement shall be utilized only towards satisfactory fulfillment of the Objects of the Issue.
Form of Issuance	Demat only
Trading Mode	Demat only
Settlement Mode	On the Redemption Date, redemption proceeds would be paid by way of RTGS/ Fund Transfer or any other electronic mode offered by the Issuer.
Bond Series	HUDCO TAXABLE BONDS 2016 -Series F
Security Name	6.81 % P.A. HUDCO TAXABLE BONDS 2016 - SERIES F TENOR 3 YEARS RED 13 JAN 2020 DMT
Face Value	Rs. 10,00,000 per Bond
Interest rate (%) p.a.	6.81 %p.a
Default Interest rate (%)	2% p.a. over the coupon rate will be payable by the Company for the defaulting period in case of default in payment of interest/redemption amount.
Annualised yield (%) p.a.	6.81 % p.a
Premium on issue	Nil
Discount on issue	Nil
Discount at which security is issued and the effective yield as a result of such discount	Nil
Premium / Discount on redemption	Nil
Issue Price	At par (Rs. 10,00,000 per Bond)
Redemption Amount	At par (Rs. 10,00,000 per Bond)
Minimum Application Size and in multiples of ___ Debt securities thereafter.	100 Bonds and in multiple of 10 Bonds thereafter
No. of Applicants	N.A***
Tenor	Redemption on 13.01.2020 (i.e. tenor of 3 Years from deemed date of allotment)
Put option date	NA
Put option Price	NA
Call option date	NA
Call option Price	NA
Put notification Time	NA
Call notification Time	NA



Redemption/Maturity	At par at the end of 3 Years from the Deemed Date of Allotment	
Redemption Date*	January 13, 2020	
Coupon Rate	6.81 % p.a.(fixed)	
Coupon Type	Fixed	
Step up /Step down coupon rate	Nil	
Coupon Payment frequency	Annual	
Coupon Payment dates**	1 st Interest payment date	January 13, 2018
	Subsequent Interest payment Dates	January 13, 2019 and January 13, 2020
Coupon Reset Process (including rates, spread, effective date, interest rate cap and floor etc.)	None	
Day count basis	Actual/Actual Interest rate will be computed on a 365 days-a-year basis on the principal outstanding on the Debentures. Where the coupon/ interest period (start date to end date) includes February 29, coupon / interest rate will be computed on 366 days-a-year basis, on the principal outstanding on the Debentures.	
Interest on application money	Interest at the respective coupon rate (subject to deduction of income tax under the provisions of the Income Tax Act, 1961, or any other statutory modification or re-enactment thereof, as applicable) will be paid to the applicants on the application money for the Bonds for the period starting from and including the date of realization of application money in Issuer's Bank Account upto one day prior to the Deemed Date of Allotment. Further, in case of delay in listing of the Debentures beyond 20 days from the Deemed Date of Allotment, the Issuer will pay penal interest of at-least 1% p.a. over the Coupon from the expiry of 30 days from the Deemed Date of Allotment till the listing of Debentures to the Investors.	
Interest Payment	(i) The <u>first Interest Payment Date</u> shall be January 13, 2018 and the first interest will be payable from and including, the Deemed Date of Allotment (i.e. January 13, 2017) up to, but excluding the first Interest Payment Date (i.e. January 13, 2018). (ii) The <u>second Interest Payment Date</u> shall be January 13, 2019 and the second interest will be payable from and including January 13, 2018, but excluding the relevant interest date (i.e. January 13, 2019) (iii) <u>Third & final Interest Payment Date</u> shall be the respective Maturity Date (i.e. January 13, 2020) and the final interest will be payable from and including January 13, 2019, but excluding the relevant Maturity Date (i.e. January 13, 2020) and shall be paid on such Maturity Date (i.e. January 13, 2020) along with the redemption proceeds.	
Deemed date of allotment	January 13, 2017	
Minimum subscription of debt security	As the current issue of Bonds is being made on private placement basis, the requirement of minimum subscription shall not be applicable and therefore the Company shall not be liable to refund the issue subscription(s)/ proceed(s) in the event of the total issue collection falling short of issue size or certain percentage of issue size.	
Issue Time Table		
Issue opening date*	13.01.2017	
Issue closing date*	13.01.2017	
Pay – in – dates*	13.01.2017	
	(The Company reserves the right to shift the Pay in Dates. The Company may at its sole discretion accept the subscription amount after the Pay in Date.)	
Record Date	15 (fifteen) calendar days prior to each coupon payment date/ Redemption Date. In case of Redemption of	



	bonds/NCD's, the trading in the bonds/NCD's shall remain suspended between the record date and the date of redemption. In the event the record date falls on a Saturday, Sunday or holiday of depositories, the immediately succeeding working day or a date notified by company to the stock exchange(s) shall be considered as the record date.
Working day(s) / Business Day(s) Convention	Working Day/Business day shall mean all days on which money market is functioning in Mumbai. However, for the purpose of credit of Demat A/c, working days on which NSDL/CDSL are open for business.
Effect of Holiday	<p>If any Coupon Payment Date falls on a day that is not a Business Day, the payment shall be made by the Issuer on the immediately succeeding Business Day in line with SEBI Circular No. CIR/IMD/DF-1/122/2016 dtd, November 11, 2016. However, the dates of the future coupon payments would be as per the schedule originally stipulated at the time of issuing the security.</p> <p>If the Redemption Date (also being the last Coupon Payment Date) of the Bonds falls on a day that is not a Business Day, the redemption proceeds shall be paid by the Issuer on the immediately preceding Business Day along with interest accrued on the Bonds until but excluding the date of such payment.</p> <p>In the event the record date falls on a Saturday, Sunday or holiday of depositories, the immediately succeeding working day or a date notified by company to the stock exchange(s) shall be considered as the record date.</p>
Depository	NSDL & CDSL
Security	Unsecured
Registrar & Transfer Agent	M/s Beetal Financial and Computer Services Pvt. Limited
Trustees	SBICAP Trustee Company Ltd.
Role & Responsibilities of Debenture Trustee	<p>The Trustees shall carry out its duties and perform its functions as required to discharge its obligations under the terms of SEBI Debt Regulations, the Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993, the Debenture Trusteeship Agreement, Private Placement Offer Letter and all other related transaction documents, with due care, diligence and loyalty.</p> <p>The Trustees shall protect the interest of the Bondholders in the event of default by HUDCO in regard to timely payment of interest and repayment of principal and shall take necessary action at the cost of HUDCO. No Bondholder shall be entitled to proceed directly against HUDCO unless the Trustees, having become so bound to proceed, fail to do so.</p>
Events of Default/Remedies	As mentioned in the Bond Trust Deed
Cross Default	N.A.
Governing law & jurisdiction	The Bonds are governed by and shall be construed in accordance with the existing Indian laws. Any dispute between HUDCO and the Bondholder will be subject to the jurisdiction at Delhi
<p>HUDCO reserves its sole & absolute right to modify (pre-pono/postpone) the issue Opening/Closing/Pay-in date(s) and deemed date allotment without giving any reasons or prior notice. In such case, Investors/Arrangers shall be intimated about the revised time schedule by HUDCO. HUDCO also reserves the right to keep multiple Deemed Dates of Allotment at its sole & absolute discretion without any notice.</p> <p>* As per the SEBI circular no. CIR/IMD/DF/18/2013 dated October 29, 2013, if the redemption date falls on a holiday or Sunday, then such payment shall be made on the previous working date along with interest until but excluding the date of such payment.</p> <p>** As per SEBI Circular no. IR/IMD/DF-1/122/2016 dated November 11, 2016, if the interest payment date falls on a holiday, the payment may be made on the following working day however the dates of the future coupon payments would be as per the schedule originally stipulated at the time of issuing the security. Further, in case of a leap year, if February 29 falls during the tenor of the security, then the number of days shall be reckoned as 366 days (Actual/Actual day count convention) for a whole one year period, irrespective of whether the interest is payable annually, half yearly, quarterly or monthly etc.</p> <p>*** In view of National Housing Bank notification No. NHB.HFC.NCD-DIR.1/CMD/2014 on issuance of non-convertible debentures on private placement basis dated March 19, 2014 (effective from April 1, 2014), as amended vide NHB Notification No. NHB.HFC.NDC-DIR/2/CMD/2015 dated March 13, 2015 and Notification No. NHB.HFC.NDC-DIR/15/CMD/2015 dated March 13, 2015, there shall be no limit on the number of investors/subscribers in respect of issuances with a minimum subscription of Rs. 1 crore and above. Moreover the said directions shall not be applicable in case of 'Tax Exempt Bonds'.</p>	

