

हाउसिंग एण्ड अर्बन डेवलपमेंट कॉर्पोरेशन लिमिटेड, (भारत सरकार का उपक्रम), कोर 7ए, हडको भवन, भारत पर्यावास केन्द्र, लोधी रोड, नई दिल्ली-110 003  
दूरभाष : 011-24648160 फैक्स : 011-24625308 Visit us at : www.hudco.org सीआईएन : L74899DL1970GOI005276 जी.एस.टी : 07AAACH0632A1ZF  
Housing & Urban Development Corporation Ltd., (A Govt. of India Enterprise), Core - 7A, HUDCO Bhawan, India Habitat Centre, Lodhi Road, New Delhi-110 003  
Telephone : 011-24648160 Fax : 011-24625308 Visit us at : www.hudco.org CIN : L74899DL1970GOI005276 GST : 07AAACH0632A1ZF

आई. एस. ओ. 9001:2008 प्रमाणित कम्पनी

AN ISO 9001 : 2008 CERTIFIED COMPANY

TERM SHEET-HUDCO TAXABLE BONDS SERIES-F 2017							
DETAILS OF THE INSTRUMENT							
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	<ul style="list-style-type: none"> <li>a. Indian Mutual Funds registered with SEBI;</li> <li>b. Public Financial Institutions as defined in section 2 (72) of the Companies Act, 2013;</li> <li>c. Scheduled Commercial Banks;</li> <li>d. State Industrial Development Corporations;</li> <li>e. Insurance Companies registered with the Insurance Regulatory and Development Authority;</li> <li>f. Provident Funds, Pension Funds, Gratuity Funds and Superannuation Funds authorized to invest in the issue;</li> <li>g. 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;</li> <li>h. Insurance Funds set up and managed by army, navy or air force of the Union of India;</li> <li>i. Companies and Bodies Corporate authorized to invest in bonds/debentures;</li> <li>j. Co-operative Banks and Regional Rural Banks authorized to invest in bonds/debentures;</li> <li>k. Societies authorized to invest in bonds/debentures;</li> <li>l. Trusts authorized to invest in bonds/debentures;</li> <li>m. Statutory corporations/ Undertakings established by Central/ State legislature authorized to invest in bonds/debentures.</li> </ul>						
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"> <li>a) Venture Capital Funds;</li> <li>b) Foreign Venture Capital investors registered with SEBI;</li> <li>c) Foreign Institutional Investors and sub-accounts registered with SEBI or Foreign Portfolio Investors (not being an individual or family offices and</li> <li>d) Non-resident investors being an individual including NRIs, QFIs (individual) and FPIs(individual or family offices);</li> <li>e) Multilateral and Bilateral Development Financial Institutions;</li> <li>f) Minors;</li> <li>g) Overseas Corporate Bodies,</li> <li>h) Person ineligible to contract under applicable statutory/ regulatory requirements;</li> <li>i) Resident Individual Investors/ Hindu Undivided Families (through Karta); and</li> <li>j) Partnership firms.</li> </ul>						
Listing	<p>The bonds are Proposed to be listed on BSE Limited</p> <p><b>Listing:</b> The Issuer shall complete all the formalities and seek listing permission within 20 days from the Deemed Date of Allotment.</p>						
Rating	<table border="1"> <tr> <td><b>India Ratings (Fitch Group)</b></td> <td>'IND AAA' with Stable Outlook</td> </tr> <tr> <td><b>CARE Ratings</b></td> <td>'CARE-AAA' (Stable)</td> </tr> <tr> <td><b>ICRA Ltd.</b></td> <td>'[ICRA] AAA' (Stable)</td> </tr> </table>	<b>India Ratings (Fitch Group)</b>	'IND AAA' with Stable Outlook	<b>CARE Ratings</b>	'CARE-AAA' (Stable)	<b>ICRA Ltd.</b>	'[ICRA] AAA' (Stable)
<b>India Ratings (Fitch Group)</b>	'IND AAA' with Stable Outlook						
<b>CARE Ratings</b>	'CARE-AAA' (Stable)						
<b>ICRA Ltd.</b>	'[ICRA] AAA' (Stable)						
Issue Size	RS. 200 CRORE PLUS GREEN SHOE OPTION TO RETAIN OVER SUBSCRIPTION						



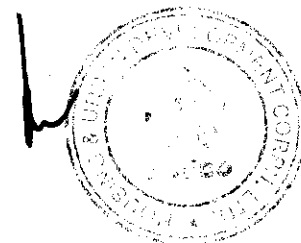
हडको - 1970 से सुदृढ़ भारत का निर्माण।  
HUDCO - Strengthening India Since 1970.



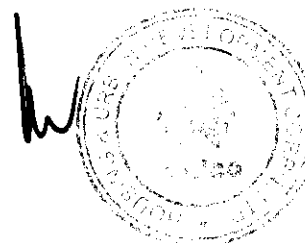
Option to retain oversubscription (Amount)	Rs.1300 Crore (Total issue size being Rs. 1500 Crore)	
Objects of Issue	The funds proposed to be raised through the Issue shall be utilized towards lending purposes, working capital requirements, augmenting the resource base of HUDCO and other operational requirements (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 2017 -Series F	
Security Name	7.70 % P.A. HUDCO TAXABLE BONDS 2017 - SERIES F TENOR 2 YEARS RED 19 MAR 2020 DMT	
Face Value	Rs. 10,00,000 per Bond	
Interest rate (%) p.a.	7.70 % 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.	7.70 % 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	2 Years from Deemed date of Allotment (i.e. Redemption on March 19, 2020)	
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	March 19, 2020 (i.e. 2 Years from Deemed Date of Allotment)	
Redemption Date*	March 19, 2020	
Coupon Rate	7.70 % p.a.	
Coupon Type	Fixed	
Step up /Step down coupon rate	Nil	
Coupon Payment frequency	Annually	
Coupon Payment dates**	1 <sup>st</sup> Interest payment date	19.03.2019
	2 <sup>nd</sup> and final Interest payment date	19.03.2020
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	



	<b>principal outstanding on the Debentures.</b>
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 debt securities within prescribed time period from the Deemed Date of Allotment, the Company shall pay penal interest at the rate as mentioned in relevant regulations
Interest Payment	(i) The <u>first Interest Payment Date</u> shall be March 19, 2019 and the first interest will be payable from and including, the Deemed Date of Allotment (i.e. March 19, 2018) up to, but excluding the first Interest Payment Date (i.e. March 19, 2019).  (ii) The <u>second &amp; final Interest Payment Date</u> shall be the respective Maturity Date (i.e. March 19, 2020) and the final interest will be payable from and including March 19, 2019 but excluding the relevant Maturity Date (March 19, 2020) and shall be paid on such Maturity Date (March 19, 2020) along with the redemption proceeds.
Deemed date of allotment	March 19, 2018
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.
<b>Issue Time Table</b> Issue opening date* Issue closing date* Pay - in - dates*	19.03.2018 19.03.2018 19.03.2018 <b>(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.)</b>
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	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 dated 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.  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.  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.
Depository	NSDL & CDSL
Security	Unsecured



Transaction Documents	<p>The Issuer has executed/ shall execute the documents including but not limited to the following in connection with the Issue:</p> <ol style="list-style-type: none"> <li>Copy of letter of acceptance dated 25.05.2017 issued by the Debenture Trustee regarding his appointment as Trustees to the Bondholders.</li> <li>Letter of consent from SBI CAP Trustee Company Limited for acting as Trustees for and on behalf of the Holder(s) of the Bonds.</li> <li>Copy of application made to the BSE for grant of in-principle approval for listing of bonds -application being made</li> <li>Letter from BSE conveying its in-principle approval for listing on bonds-</li> <li>Letter from M/s. India Ratings and Research Private Limited (formerly Fitch Ratings India Private Ltd.), ICRA Limited and CARE Ratings Rating Agency for issue of Taxable bonds of HUDCO and the rating rationale pertaining thereto.</li> <li>Debenture Trusteeship Agreement;</li> <li>Tripartite Agreement between the Issuer, Registrar and NSDL for issue of bonds in dematerialized form.</li> <li>Tripartite Agreement between the Issuer, Registrar and CDSL for issue of bonds in dematerialized form.</li> </ol>
Conditions precedent to subscription of Bonds	<p>The subscription from investors shall be accepted for allocation and allotment by the Issuer subject to the following:</p> <ol style="list-style-type: none"> <li>Rating letter(s) from the aforesaid rating agency(ies) not being more than one month old from the issue opening date;</li> <li>Letter from the Trustees conveying their consent to act as Trustees for the Bondholder(s);</li> <li>Application to BSE for seeking its in-principle approval for listing of Bonds.</li> </ol>
Conditions subsequent to subscription of Bonds	<p>The Issuer shall ensure that the following documents are executed/ activities are completed as per time frame mentioned elsewhere in this Private Placement Offer Letter:</p> <ol style="list-style-type: none"> <li>Ensuring that the payment made for subscription to the Bonds is from the bank account of the person/ entity subscribing to the Bonds and keep record of the bank accounts from where payments for subscriptions have been received and in case of subscription to the Bonds to be held by joint holders, monies are paid from the bank account of the person whose name appears first in the Application Form;</li> <li>Maintaining a complete record of private placement offers in Form PAS-5 and filing the such record along with Private Placement Offer Letter in Form PAS-4 with the Registrar of Companies, National Capital Territory of Delhi &amp; Haryana with fee as provided in Companies (Registration Offices and Fees) Rules, 2014 and with Securities and Exchange Board of India, within a period of thirty days of circulation of the Private Placement Offer Letter;</li> <li>Filing a return of allotment of Bonds with complete list of all Bondholders in Form PAS-3 under section 42(9) of the Companies Act, 2013, with the Registrar of Companies, National Capital Territory of Delhi &amp; Haryana within thirty days of the Deemed Date of Allotment along with fee as provided in the Companies (Registration Offices and Fees) Rules, 2014;</li> <li>Credit of demat account(s) of the allottee(s) with number of Bonds allotted within 2 working days from the Deemed Date of Allotment;</li> <li>Taking steps for listing of Bonds with BSE within 20 days from the Deemed Date of Allotment of Bonds; and</li> <li>Executing the Debenture/Bond Trust Deed, in favour of the Trustee within sixty days of Deemed Date of Allotment of the Bonds and submit with BSE within five working days of execution of the same for uploading.</li> </ol> <p>Besides, the Issuer shall perform all activities, whether mandatory or otherwise, as mentioned elsewhere in this Private Placement Offer Letter.</p>
Registrar & Transfer Agent	M/s Beetal Financial and Computer Services Pvt. Limited
Trustees	SBICAP Trustee Company Ltd.
Role & Responsibilities of Debenture Trustee	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. 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.
Additional covenants	<ol style="list-style-type: none"> <li>1. In case of delay in execution of Trust deed and Charge documents, HUDCO will refund the subscription with agreed rate of interest or pay penal interest of 2% p.a. over the coupon rate till these conditions are complied with at the option of investor;</li> <li>2. In case of default in payment of interest and/or principal redemption on the due dates, additional rate of interest of 2% p.a. over the coupon rate will be payable by HUDCO for the defaulting period;</li> <li>3. Listing: The issuer shall complete all the formalities and seek listing permission within stipulated time. In case of delay in listing of the debt securities within prescribed time period from the Deemed Date of Allotment, the Company shall pay penal interest at the rate as mentioned in relevant regulations;</li> <li>4. The Company shall allot the bonds within sixty days from the date of receipt of application money for such bonds and if the company is not able to allot the securities within that period, it shall repay the application money to the subscribers within fifteen days from the date of completion of sixty days and if the company fails to repay the application money within the aforesaid period, it shall be liable to repay that money with interest in accordance with provisions of Companies Act from the expiry of the sixtieth day; and</li> <li>5. In case the Bonds issued to the SEBI registered FIIs / sub-accounts of FIIs/ FPIs are not listed within 15 days of issuance to the SEBI registered FIIs/ sub-accounts of FIIs/ FPIs, for any reason, then the FII/ sub-account of FII/ FPIs shall immediately dispose of the Bonds either by way of sale to a third party or to the Issuer and in case of failure to list the Bonds issued to SEBI registered FIIs/ sub-accounts of FIIs/FPIs within 15 days of issuance, the Issuer shall immediately redeem/ buyback such Bonds from the FIIs/ sub-accounts of FIIs/ FPIs.</li> </ol>
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 &amp; absolute right to modify (pre-pone/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 &amp; 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.NCD-DIR/2/CMD/2015 dated March 13, 2015 Notification No. NHB.HFC.NCD-DIR.3/MD&amp;CEO/2016 dated February 9, 2016, 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>	

