

Part B

Shelf Disclosure Document, Disclosure as per Schedule I of SEBI (Issue and Listing of Debt Securities) Regulations, 2008 and amendments thereto and private placement offer letter as per PAS-4 [pursuant to section 42 and rule 14(1) of Companies (Prospectus and Allotment of Securities) Rules, 2014] of Companies Act, 2013

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ICICI Home Finance Company Limited

Part B of the Information Memorandum as per Schedule I of SEBI (Issue and Listing of Debt Securities) Regulations, 2008 and amendments thereto and private placement offer letter as per PAS-4 [pursuant to section 42 and rule 14(1) of Companies (Prospectus and Allotment of Securities) Rules, 2014] of Companies Act, 2013 for PRIVATE PLACEMENT OF DEBENTURES

Supplement No:1 to Information Memorandum Document No: IHFC/FY20/NCD/2/Dec dated December 21, 2019 for private placement of rated, listed, Unsecured Redeemable Senior Bonds in nature of Debentures for upto ₹ 2600 crores to be issued under various tranches.

Private Placement of Unsecured Redeemable Senior Bonds in the nature of Debentures under one option.

S.S.wade.



**Issue Details
Summary of Term Sheet**

Option 2 (Series - HDBDEC192)

| | |
|--|--|
| Security Name | ICICI Home Finance Company Limited – Coupon bearing (8.00% p.a.), December 5, 2024 |
| Issuer | ICICI Home Finance Company Limited |
| Type of Instrument | Coupon Bearing, Fully Paid Rated, Listed, Unsecured Redeemable Senior Bonds in the nature of Debentures (NCDs) |
| Nature of Instrument | Unsecured |
| Seniority | Senior |
| Mode of Issue | On Private Placement Basis |
| Eligible Investor | The investors, who are specifically offered for subscription, are eligible to invest in these Debentures |
| Listing | BSE Ltd. The bonds will be listed within 15 days from the date of allotment |
| Rating of Instrument | AAA by CRISIL, ICRA & CARE |
| Issue Size | ₹ 50.00 crore |
| Option to retain over subscription | Yes subject to the over subscription under this option being limited to maximum of ₹ 350.00 crore |
| Amount allotted on original issuance date (i.e December 5, 2019) | ₹ 120.00 crore |
| Objects of the Issue | The funds to be raised by the Company through private placement of NCDs under the proposed issue shall be for providing housing loans and other loans, for general corporate purpose and to retire/replace existing liabilities and shall not be for any specific project. The amount so raised would not be used for onward lending to any group/subsidiary companies and the same shall be stated in the information memorandum. |
| Details of the utilization of the proceeds | Same as above |
| Original Coupon | 8.00% p.a |
| Effective Yield at Further Issuance on XIRR basis | 8.05% p.a |
| Step Up/Step Down Coupon Rate | NA |
| Coupon Payment Frequency | Annually and on maturity |



| | |
|--|--|
| Coupon Payment Date(s) | December 5, 2020, December 5, 2021, December 5, 2022, December 5, 2023 and December 5, 2024 |
| Coupon Type | Fixed |
| Coupon Reset Process | NA |
| Day Count | Actual/Actual |
| Interest on Application Money | NA |
| Default Interest Rate | In case of default in payment of interest and/or principal redemption on the due dates, additional interest @ 2.0% p.a. over the documented rate will be payable by the Company for the defaulting period |
| Additional Interest on Non-execution of Debenture Trust Deed | In case of non execution of Debenture Trust Deed within the period of 3 months from the closure of the issue as specified in sub regulation (1) of Regulation 15 of SEBI (Issue & Listing of Debt securities) regulation, 2008 as amended, the Company shall pay interest of at least 2% p.a over and above the agreed coupon rate/effective yield (Annualised on XIRR basis), till the execution of Debenture Trust Deed. |
| Delay in Listing | In case of delay in listing of the debt securities beyond 20 days from the deemed date of allotment, the Issuer will pay penal interest of at least 1% p.a. over the coupon rate /effective yield (Annualised on XIRR basis) from the expiry of 30 days from the deemed date of allotment till the listing of such debt securities to the investor. |
| Original Tenor | 1827 days from Date of Original allotment (60 months) |
| Residual tenor from date of further issuance | 1771 days from deemed date of allotment (58 months approx.) |
| Redemption Date | December 5, 2024 |
| Face Value per Bond | ₹ 5,00,000.00 |
| Clean price per 100 | ₹ 99.7320 |
| Clean Price per Bond | ₹ 4,98,659.7814 |
| Accrued Interest per Bond | ₹ 6,120.2186 |
| Paid up value per Bond | ₹ 5,04,780.0000 |
| Premium on issue per Bond | ₹ 4,780.0000 |
| Redemption Amount per Bond | ₹ 5,00,000.00 |
| Redemption Premium | NA |



| | |
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| Discount at which security is issued and the effective yield as a result of such discount | NA |
| Put Option Date | NA |
| Put Option Price | NA |
| Call Option Date | NA |
| Call Option Price | NA |
| Put Notification Time | NA |
| Call Notification Time | NA |
| Minimum Application and in Multiples of | 20 bonds and in multiple of 2 bond thereafter |
| Issue Timings Issue Opening Date Issue Closing Date Pay – in Date Deemed Date of Allotment | Wed, January 29, 2020 Wed, January 29, 2020 Thu, January 30, 2020 Thu, January 30, 2020 |
| Issuance Mode of Instrument | Demat only |
| Trading Mode of Instrument | Demat only |
| Settlement Mode of Instrument | RTGS/NEFT |
| Depository | NSDL & CDSL |
| Business Day Convention | In the event of interest/coupon payment falling due on a Sunday or a holiday/non-working day, the interest would be paid on the next working day, wherever applicable. In the event of redemption/maturity falling due on a Sunday or a holiday/non-working day the principal repayment along with interest/coupon payment till one day prior to payment date would be done as per day count convention of actual/actual on the preceding working day, as applicable. Note: In case of failure of RBI's system for RTGS/NEFT payment, the same will be made on the next business day. The Company will not be liable to pay any additional interest on account of same. |
| Record Date | 15 days prior to each Coupon payment/Put option date/Call option date/Redemption date. |
| Security | (Unsecured with negative lien) The bonds being issued under purview of current document are fully paid unsecured redeemable senior bonds in the nature of non-convertible debentures ("NCDs") and the Company hereby |



| | |
|--|---|
| | <p>undertakes that it shall not create security on receivables of the Company that are equivalent in value to the total outstanding NCDs raised under the proposed issue. This restriction shall not be applicable to:</p> <ul style="list-style-type: none"> (i) any charge on the Receivable already in existence as on the date of issue (ii) any charge created on Receivables with prior written consent of the Trustee. <p>The NCD will rank pari passu with all other existing unsecured and unsubordinated borrowings of the issuer.</p> |
| Transaction Documents | <p>Term Sheet (Filed as Part B of Information memorandum IHFC/FY20/NCD/2/Dec dated December 21, 2019) Credit Rating Letters from CRISIL, ICRA & CARE Rating Rationale from CRISIL, ICRA & CARE Application Form Shelf IM</p> |
| Condition Precedent to Disbursement | As provided in Debenture Trust Deed |
| Condition Subsequent to Disbursement | As provided in Debenture Trust Deed |
| Event of Default | <p>To comprise, <i>among others</i>, the following (with applicable grace/cure period): Payment default with 7 business days of cure period Breach of covenants, undertakings or other obligations Defaults in performance of covenants and conditions as per the transaction documents having 30 days cure period Issuer ceasing to carry on business Performance of obligations of Issuer becoming illegal or unlawful Winding up/Bankruptcy/Dissolution of the Issuer Insolvency of the Issuer The above are indicative and shall be defined in detail in the Debenture Trust Deed including consequences of event of default.</p> |
| Provisions related to Cross Default Clause | None |
| Role and Responsibilities of Debenture Trustee | As defined in the Debenture Trust Deed |
| Governing Law and Jurisdiction | Governing law is Indian law and jurisdiction is Mumbai. |



Cash flow in respect of Unsecured Non Convertible Debentures of face value of ₹ 5 lakh each being issued under current document

| Option 2 - 8.00% p.a., December 5, 2024 | | | |
|--|------------------|-------------------|----------------------------------|
| Cash flow | Date | No of days | Amount in Rupees per Bond |
| 1st Coupon | December 5, 2020 | 366 | 40,000.00 |
| 2nd Coupon | December 5, 2021 | 365 | 40,000.00 |
| 3rd Coupon | December 5, 2022 | 365 | 40,000.00 |
| 4th Coupon | December 5, 2023 | 365 | 40,000.00 |
| 5th coupon | December 5, 2024 | 366 | 40,000.00 |
| Principal | December 5, 2024 | | 500,000.00 |

Interest payment would be rounded off to nearest rupee. This issue is further issue under existing ISIN: INE071G08AB3

The above table is illustrative and indicative only. The payment of coupon/premium/interest/maturity amount on due dates will be in accordance and compliance with the provisions of SEBI Circular CIR/IMD/DF/18/2013 dated October 29, 2013 & subsequent clarification vide circular CIR/IMD/DF-1/122/2016 dated November 11, 2016, applicable tax laws and business day conventions specified in the Term Sheet of the issue.

Addition covenants

If in case the NCDs/Bonds are subscribed by SEBI registered Foreign Institutional Investor(s) (FII) /sub-accounts of FII, and if these subscribed NCDs/Bonds are not listed within 15 days from the deemed date of allotment, then the Company would buyback the bonds from the respective FIIs/sub-accounts at par value/issue value whichever is lower, as per RBI circular RBI/2011-12/423 Circular No 89 dated March 01, 2012.

Note

The Company would comply with the provisions of Circular no. SEBI/HO/DDHS/CIR/P/2018/05 dated January 5, 2018 including any amendments issued by Securities and Exchange Board of India from time to time and the guidelines issued by the stock exchanges in relation to electronic book mechanism

| Additional details | |
|---------------------------|----------------|
| Manner of Bidding | Open book |
| Mode of allotment | Uniform Price |
| Mode of settlement | ICCL mechanism |

| Trustee to the issue | |
|---|--|
| Registered address | Corporate and communication address |
| Axis Trustee Services Limited Axis House, Bombay Dyeing Mills Compound, Pandurang Budhkar Marg, Worli, Mumbai – 400 025 | Axis Trustee Services Limited The Ruby, 2nd Floor, SW, 29 Senapati Bapat Marg, Dadar West, Mumbai – 400028 Tel No.: 022-62260054 Fax No.: 022-43253000 |



Registrar to the issue

Registered, corporate and communication address

Datamatics Business Solutions Limited
Plot No. B-5, Part B Crosslane, MIDC,
Andheri (East), Mumbai- 400 093
Tel No.: 022-66712196
Fax No.: 022-66712209

Proposed arrangers/advisors to the issue

ICICI Securities Primary Dealership Ltd.
ICICI Centre, H.T.Parekh Marg,
Churchgate,
Mumbai-400 020
Tel No - 022-22882460/70

ICICI Bank Limited
ICICI Bank Towers
Bandra Kurla Complex,
Mumbai – 400051
Tel No – 022 - 40082980

PNB Gilts Ltd
Registered – Cum – Corporate office
5, Sansad Marg, New Delhi- 110001
Tel No – 011 - 23321568



**Appendix
Appendix 1**

Debt Equity Ratio

| | |
|--|------|
| Before the issue of debt securities at December 31, 2019 (approx.) | 8.68 |
| After the issue of debt securities (approx) (Assuming subscription of ₹ 6.00 bn) | 9.13 |

Appendix 2

- Application Form – As Attached

Details of settlement

Designated bank account of Indian Clearing Corporation Limited

ICICI Bank
Beneficiary Name: INDIAN CLEARING CORPORATION LTD
Account Number: ICCLEB
IFSC Code: ICIC0000106
Mode: NEFT/RTGS

YES Bank
Beneficiary Name: INDIAN CLEARING CORPORATION LTD
Account Number: ICCLEB
IFSC Code: YESB0CMSNOC
Mode: NEFT/RTGS

HDFC Bank
Beneficiary Name: INDIAN CLEARING CORPORATION LTD
Account Number: ICCLEB
IFSC Code: HDFC0000060
Mode: NEFT/RTGS

Designated bank account of ICICI Home Finance Company Limited

Beneficiary Name: "ICICI Home Finance Co. Ltd – Bond Issuances"
Account Number: 001105019554
IFSC Code: ICIC0000011
Account Branch: ICICI Bank Limited, Andheri Branch, Mumbai

Appendix 3

Rating Letters & Rationale – As Attached

Appendix 4

Trustee Consent Letter

