



IKEA India Private Limited

CORPORATE ACTION INFORMATION FORM

(For Debt instruments - Allotment)

Date: January 16, 2018

National Securities Depository Limited
Trade World, 'A' Wing
Kamala Mills Compound, Lower Parel
Mumbai - 400013.

We wish to execute corporate action to **credit** the following securities to the accounts in NSDL. The details of the securities allotted are given below:

ISIN	INE205Z08019
Security Description	5.3621% Unsecured, Unlisted, Unrated, Redeemable, Non-Convertible Debentures
Allotment Date	16th January, 2018
Face Value per security	Rs. 1,000,000/- (Rupees One Million only)
Distinctive Numbers	001 - 13,700

Allotment Details	No. of records	No. of Securities (Quantity)
Electronic Form - NSDL	1	13,700
Electronic Form - CDSL		
Physical Form		
Total Allotted	1	13,700

I, Anurag Singhal, Company Secretary & Legal Specialist of IKEA India Private Limited declare that the issuer has obtained all the necessary approvals for the aforesaid issue of securities. The allotment is in terms of Board Resolution dated 16th January, 2018 (copy enclosed)

Signature :

For IKEA India Private Limited


Anurag Singhal
Company Secretary

Notes:

1. Enclose a copy of the Board Resolution for allotment of the above securities.
2. Ensure that the above details reach NSDL atleast two days before execution of corporate action.
3. The form should be signed by the Company Secretary or Compliance Officer or Managing Director.
4. After submitting the Corporate Action Information Form and payment of fees to NSDL, you may advise your R & T Agent / Registry Division to execute the corporate action.

**SUMMARY TERM SHEET***(For Issue of Debentures by M/s IKEA India Private Limited)***I. DETAIL OF ISSUER:**

S. No.	Detail	
1	Name of Issuer	IKEA INDIA PRIVATE LIMITED
2	CIN	U52399DL2013FTC256222
3	Registered Office Address	Unit No. 421, DLF Tower – 'A' Jasola District Centre, New Delhi - 110044
4	Corporate office Address	10th Floor, Greenheart Phase IV, MFAR Manyata Tech Park, Nagawara, Bangalore – 560045
5	Business Objective	Retail Trade of Furniture and Home Furnishing Products
6	Telephone No	+91 – 11 – 26942390
7	Fax	+91 – 11 – 26942376
8	E-mail ID	anurag.singhal@ikea.com

II. DETAIL OF DEBENTURES:

S. No.	Detail		
1	Name of the Instrument	Redeemable, Debentures	Unsecured Non-convertible
2	Series	Series 1	
3	Tenure of Debentures	7 years	
4	Date of Allotment	16th January, 2018	
5	Date of Redemption	16th January, 2025	
6	No. of Debentures	13,700 (Thirteen Thousand Seven Hundred)	
7	Distinctive No. (From –To)	001 – 13,700	





S. No.	Detail	
8	Face Value (Per Debentures)	INR 1,000,000/- (Rupees One Million only)
9	Issue Price (Per Debentures)	INR 1,000,000/- (Rupees One Million only)
10	Total Issue Size	INR 13,700,000,000/- (Rupees Thirteen Billion and Seven Hundred Million only)
11	Whether Secured or Unsecured	Unsecured
12	Purpose of Issue	General Corporate Purpose including re-payment of present or future loans
13	Whether convertible or Non-convertible	Non-convertible Debentures
14	Interest Rate	5.3621% per Annum
15	Interest Type	Simple
16	Frequency of Interest Payment	Annually

FOR IKEA INDIA PRIVATE LIMITED

ANURAG SINGHAL
COMPANY SECRETARY & LEGAL SPECIALIST



**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE DEBENTURE ALLOTMENT COMMITTEE OF THE COMPANY ON JANUARY 16, 2018**

"RESOLVED THAT the Company do hereby allot the following 5.3621% Unsecured, Unlisted, Unrated, Redeemable, Non-Convertible Debentures ("**NCD**") of face value of Rs. 1,000,000/- (Rupees One Million only) each on private placement basis in terms of the Debenture Subscription Agreement dated January 5, 2018 ("**DSA**") & Form PAS-4 dated January 5, 2018 ("**PAS-4**"), and Application form received for the subscription, as placed before the Debenture Allotment Committee:

Name of the Subscriber	Series	No. of NCD Allotted	Face Value of NCD (Rs.)	Amount (Rs.)	Distinctive Nos.	
					From	To
IKEA Asia Treasury Centre Limited	Series 1	13,700	1,000,000	13,700,000,000	001	13,700

RESOLVED FURTHER THAT the above mentioned NCDs be allotted in dematerialized form to the Debenture Holder(s) pursuant to the Depositories Act, 1996 or the Debenture Certificates/Letter of Allotment evidencing title of the Debentures be issued to the Debenture Holder(s) and Common Seal of the Company be affixed on the Debenture Certificate, if required, as per the Articles of Association of the Company.

RESOLVED FURTHER THAT the Company do carry out all necessary corporate actions as may be required to be undertaken by the National Securities Depository Limited ("**Depositories**") to ensure that the particulars of the issue and allotment of the Debentures be entered: (a) in the register of beneficial owners of the Debentures as maintained by the Depositories or (b) in the register of the Debenture Holders of the Company (as the case may be).

RESOLVED FURTHER THAT Ms. Preet Kamal Dhupar, Chief Finance Officer; or Ms. Divya Kumar, Deputy Chief Financial Officer; or Ms. Rejini Ganapathy, Finance Controller; Mr. Anurag Singhal, Company Secretary & Legal Specialist of the Company, be and are hereby severally authorized, for and on behalf of the Company, to do all necessary acts, deeds and things as may be required in this regard, including but not limited to executing the Corporate Action, issuing intimations for allotment(s), filing application with collector of stamps, making necessary entries in the statutory registers and filing necessary forms with the Registrar of Companies, NCT of Delhi & Haryana."

**CERTIFIED TO BE TRUE
FOR IKEA INDIA PRIVATE LIMITED**



**ANURAG SINGHAL
COMPANY SECRETARY & LEGAL SPECIALIST**





IKEA India Private Limited

LIST OF ALLOTTEES

13,700, (5.3621%) Unsecured, Unlisted, Unrated, Redeemable, Non-Convertible Debentures ("**NCD**") of face value of Rs. 1,000,000/- each) under ISIN - INE205Z08019

S. No.	Name of Allottee	Beneficiary Account No. (with NSDL)	Name of Depository Participant (DP)	(DP) – ID	No. of NCD Allotted
1	IKEA Asia Treasury Centre Limited	30044422	Standard Chartered Bank	IN301524	13,700
TOTAL					13,700

FOR IKEA INDIA PRIVATE LIMITED

ANURAG SINGHAL
COMPANY SECRETARY & LEGAL SPECIALIST



IKEA India Private Limited

Mfar Manyata, 10th Floor, Greenheart Phase 4,
Manyata Tech Park, Nagawara, Bangalore – 560045.
Tel: +91 80 6790 3790

Registered Office:

Unit No. 421, DLF tower A, Jasola district centre, New Delhi - 110 044.
Tel: +91 11 2694 2390 Fax: +91 11 2694 2376
IKEAIndia@IKEA.com www.IKEA.in CIN: U52399DL2013FTC256222

MINISTRY OF CORPORATE AFFAIRS
RECEIPT
G.A.R.7

SRN : G73717118

Service Request Date : 16/01/2018

Payment made into : HDFC Bank

Received From :

Name : Manish Ranjan
Address : Manish Ranjan And Associates
503, Nipun Tower, Plot No. 15 Community Centre, Karkardooma
Delhi, Delhi
India - 110092

Entity on whose behalf money is paid

CIN: U52399DL2013FTC256222
Name : IKEA INDIA PRIVATE LIMITED
Address : Unit No. 421, DLF Tower A
Jasola District Centre
New Delhi, Delhi
India - 110044

Full Particulars of Remittance

Service Type: eFiling

Service Description	Type of Fee	Amount(Rs.)
Fee For Form PAS-3	Normal	600.00
Total		600.00

Mode of Payment: Internet Banking - HDFC Bank

Received Payment Rupees: Six Hundred Only

Note -The Registrar may examine this eForm any time after the same is processed by the system under Straight Through Process (STP). In case any defects or incompleteness in any respect is noticed by the Registrar, then this eForm shall be treated and labeled as defective and the eForm shall have to be filed afresh with the fee and additional fee, as applicable. (Please refer Rule 10 of the Companies (Registration offices offices and Fees) Rules, 2014)

CERTIFIED TRUE COPY
For IKEA India Private Limited


Anurag Singhal
Company Secretary

FORM NO. PAS-3



Return of Allotment

[Pursuant to section 39(4) and 42 (9) of the Companies Act, 2013 and rule 12 and 14 Companies (Prospectus and Allotment of Securities) Rules, 2014]

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

1. (a) *Corporate Identity Number (CIN) of company

U52399DL2013FTC256222

Pre-fill

(b) Global Location Number (GLN) of Company

2. (a) Name of the company

IKEA INDIA PRIVATE LIMITED

(b) Address of the Registered office of the company

Unit No. 421, DLF Tower A
Jasola District Centre
New Delhi
South Delhi
Delhi
110044

(c) *Email Id of the company

ikeaindia@ikea.com

3. Securities allotted payable in cash

*Number of allotments

1

1 (i) * Date of allotment

16/01/2018

(DD/MM/YYYY)

(ii)(a) Date of passing shareholders' resolution

22/08/2017

(DD/MM/YYYY)

(b) SRN of Form No. MGT-14

G73688384

Particulars	<input type="checkbox"/> Preference shares	<input type="checkbox"/> Equity shares without Differential rights	<input type="checkbox"/> Equity Shares with differential rights	<input checked="" type="checkbox"/> Debentures
Brief particulars of terms and conditions				As per attachment
Number of securities allotted				13,700
Nominal amount per security (in Rs.)				1000000.00
Total nominal amount (in Rs.)				13,700,000,000
Amount paid per security on application (excluding premium) (in Rs.)				1000000.00
Total amount paid on application (excluding premium) (in Rs.)				13,700,000,000
Amount due and payable on per security on allotment(excluding premium) (in Rs.)				
Total amount paid on allotment (excluding premium) (in Rs.)				
Premium amount per security due and payable (if any) (in Rs.)				0.00
Total premium amount due and payable (if any) (in Rs.)				
Premium amount paid per security (if any)				0.00
Total premium amount paid (if any) (in Rs.)				
Amount of discount per security (if any) (in Rs.)				0.00
Total discount amount (if any) (in Rs.)				
Amount to be paid on calls per security (if any) (excluding premium) (in Rs.)				0.00
Total amount to be paid on calls (if any) (excluding premium) (in Rs.)				

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For IKEA India Private Limited

Anurag Singhal
Secretary

4. Securities allotted for consideration other than cash

* Number of allotments

(i)* Date of allotment

(DD/MM/YYYY)

(ii)(a) Date of passing shareholders' resolution

(DD/MM/YYYY)

(b) SRN of Form No. MGT-14

Particulars	<input type="checkbox"/> Preference shares	<input type="checkbox"/> Equity shares without Differential rights	<input type="checkbox"/> Equity Shares with differential rights	<input type="checkbox"/> Debentures
Number of securities allotted				
Nominal amount per security (in Rs.)				
Total nominal amount (in Rs.)				
Amount to be treated as paid up on each security (in Rs.)				
Premium amount per security (if any) (in Rs.)				
Total premium amount (if any) (in Rs.)				
Amount of discount per security (if any) (in Rs.)				
Total discount amount (if any) (in Rs.)				

(iv)* Details of consideration

Consideration for which such securities have been allotted	Description of the consideration	Value (amount in Rs.)
(a) Property and assets acquired		
(b) Goodwill		
(c) Services (give nature of services)		
(d) Conversion of Debentures		
(e) Conversion of Loans		
(f) Other items (to be specified)		

(v)* Whether an agreement or contract is executed in writing for allotting securities for consideration other than cash

(if yes, attach a copy of such agreement or contract).

☐ Yes ☐ No

(vi) Whether valuation report of the Valuated person has been obtained.

☐ Yes ☐ No

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For IKEA India Private Limited


Anurag Singhal
Company Secretary

5. Bonus shares issued

- (a) Date of allotment (DD/MM/YYYY)
- (b) Number of bonus shares
- (c) Nominal amount per share (in Rs.)
- (d) Amount to be treated as paid up per share (in Rs.)
- (e) * Date of passing shareholders' resolution (DD/MM/YYYY)
- (f) * SRN of Form No MGT-14

6. In respect of private placement

- (a) Category to whom allotment is made:

- ☐ Existing shareholders
- ☐ Employee
- ☐ Directors
- ☐ Qualified Institutional Buyers
- ☒ Others

- (b) Declaration that in respect of preferential allotment or private placement the company has:

- ☒ allotted securities to less than two hundred persons in aggregate in a financial year excluding exempted categories;
- ☒ not allotted securities with an application size of less than twenty thousand per person;
- ☒ offered such securities through private placement offer letter and no prospectus or any other public advertisement has been issued for the same;
- ☒ completed allotment in respect of earlier private placement offers;
- ☒ received money payable on subscription of such securities through cheque or demand draft or other banking channels but not in cash;
- ☒ made such offers only to the persons whose names were recorded by the company prior to such invitation and such persons have received such offer by name;
- ☒ Maintained a complete record of such offers and acceptances in Form No. PAS-5.

7.* Capital structure of the company after taking into consideration the above allotment(s) of shares:

Particulars	Authorized capital of the company	Issued capital of the company	Subscribed capital	Paid up capital
Number of equity shares	2,655,000,000	1,765,000,000	1,765,000,000	1,765,000,000
Nominal amount per equity share	10.00	10.00	10.00	10.00
Total amount of equity shares	26,550,000,000.00	17,650,000,000.00	17,650,000,000.00	17,650,000,000.00
Number of preference shares	0	0	0	0
Nominal value per preference share				
Total amount of preference shares				
Unclassified shares				
Total amount of unclassified shares (in Rs.)				
Total	26,550,000,000.00	17,650,000,000.00	17,650,000,000.00	17,650,000,000.00

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For IKEA India Private Limited


Anurag Singhal
Company Secretary

8.* Debt Structure of the company after taking into consideration the above allotment(s) of debentures/ other security:

Particulars	Total number of securities	Nominal value per unit of security	Total amount
Debentures	13,700	1000000	13,700,000,000
Secured loans			0
Others, specify	0	0	0

9.*Whether complete list of allottees has been enclosed as an attachment.

☒ Yes ☐ No

In case No, then submit the details of all the allottees in a CD separately.

Attachments

List of attachments

1.* List of allottees. Attach separate list for each allotment (refer instruction kit for format). If not attached, then it shall be submitted separately in a CD.

Attach

2.* Copy of Board or shareholders' resolution.

Attach

List of Allottees-16-01-2018.pdf
Resolution dated 16-01-2018.pdf
PAS-5 IKEA India Pvt Ltd 05-01-2018.pdf
Summary Terms Sheet.pdf

6. Complete record of private placement offers and acceptances in Form PAS-5.

Attach

Remove attachment

7. Optional attachment(s), if any.

Attach

CERTIFIED TRUE COPY
For IKEA India Private Limited

Anurag Singhal
Anurag Singhal
Company Secretary

Declaration

I am authorized by the Board of Directors of the Company vide resolution no * dated * to sign this form and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the promoters subscribing to the Memorandum of Association and Articles of Association.

It is further declared and verified that:

1. All the required attachments have been completely, correctly and legibly attached to this form.
2. The list of allottees is correct and complete as per records of the company.
3. Where the securities are issued other than cash, the contract as well as list of allottees and any other contract of sale, or a contract for services or other consideration in respect of which that allotment is made is attached herewith. If not, then an attachment has been attached by the company mentioning all the particulars of the contract in writing.

* To be digitally signed by

* Designation



* Director identification number of the director; OR
DIN or PAN of the manager or CEO or CFO; or
Membership number of the Company Secretary

Certificate by practicing professional

I declare that I have been duly engaged for the purpose of certification of this form. It is hereby certified that I have gone through the provisions of the Companies Act, 2013 and rules thereunder for the subject matter of this form and matters incidental thereto and I have verified the above particulars (including attachment(s)) from the original/certified records maintained by the Company/applicant which is subject matter of this form and found them to be true, correct and complete and no information material to this form has been suppressed. I further certify that:

- i. The said records have been properly prepared, signed by the required officers of the Company and maintained as per the relevant provisions of the Companies Act, 2013 and were found to be in order;
- ii. All the required attachments have been completely and legibly attached to this form.

* To be digitally signed by



* ☐ Chartered accountant (in whole-time practice) or ☐ Cost accountant (in whole-time practice) or
☒ Company secretary (in whole-time practice)

* Whether associate or fellow ☐ Associate ☒ Fellow

* Membership number

* Certificate of practice number

Note: Attention is drawn to provisions of Section 448 of the Companies Act, 2013 which provide for punishment for false statement and certification.

This eForm has been taken on file maintained by the registrar of companies through electronic mode and on the basis of statement of correctness given by the filing company.

CERTIFIED TRUE COPY
For IKEA India Private Limited

Anurag Singhal
Company Secretary