

DISCLOSURES IN RESPECT OF THE ISSUE OF BONDS IN THE NATURE OF DEBENTURES ON A PRIVATE PLACEMENT BASIS –IDFC IFL PP 2/ 2019 DATED MAY 4, 2018

Tranche Document for IDFC IFL PP 2/ 2019- Issue Details:

The following is a tranche term sheet containing specific information relating the private placement issue of Secured Redeemable Non-Convertible Debentures of IDFC Infrastructure Finance Limited for an issue size of Rs. 20 crores plus green shoe (IDFC IFL PP 2/ 2019). This tranche term sheet is to be read along-with the Shelf Disclosure Document dated February 20, 2018 for an amount not exceeding Rs.846 crores filed with the National Stock Exchange of India Limited (NSE) on February 21, 2018 ("Shelf Disclosure Document")

Issuer	IDFC Infrastructure Finance Limited, ("IDFC IFL" or the "Issuer" or "Company")
Security name(Series)	IDFC IFL PP 2/ 2019 (8.52% IDFC IFL May 15 2026)
Type of Instrument	Secured Redeemable Non-Convertible Debentures ("Debenture(s)")
Nature of Instrument	Secured Redeemable Non-Convertible Debentures
Seniority	First pari-passu
Mode of Issue	Private Placement
Eligible Investors	Only the persons who are specifically addressed through direct communication by or on behalf of the Company are eligible to apply for the Debentures. An application made by any other person will be deemed as an invalid application and rejected. Note: Each of eligible investor(s) is required to check and comply with extant rules/regulations/ guidelines, etc. governing or regulating their investments as issued by their respective regulatory authorities, and the Company is not, in any way, directly or indirectly, responsible for any statutory or regulatory breaches by any investor, neither is the Company required to check or confirm the same.
Listing	Proposed on the NSE.
Rating	ICRA (AAA)" from ICRA and "CARE AAA" from CARE Ratings
Issue Size (at Face Value)	Rs.20 crores plus green shoe of Rs 380 crores
Option to retain oversubscriptions	Yes - upto Rs 380 crores
Objects of the Issue	As mentioned in the Shelf Disclosure Document and Addendum thereto, if any
Utilisation of Issue Proceeds	The proceeds of the Issue will be utilized for refinancing/lending/investing in infrastructure sector and general corporate purposes including augmenting long-term financing requirements of the Company for its business and also for other purposes as may be decided by our Board and as permissible under applicable laws and government policies.
Coupon Rate	8.52% p.a

Step Up/Step Down Coupon Rate	Not Applicable
Coupon Payment Frequency	Annually and on Maturity
Coupon payment dates (subject to Business Day convention – Refer Cash flows in Annexure- A)	Annually on May 16 th and on Maturity
Coupon Type	Fixed
Coupon Reset Process (including rates, spread, effective date, interest rate cap and floor etc).	Not Applicable
Day Count Basis	Refer section "Computation of Interest" in the Shelf Disclosure Document
Interest on Application Money	Not Applicable
Default Interest Rate	In case of default in payment of Interest and/or principal redemption on the due dates, an additional interest of at least @ 2% p.a. over the coupon rate will be paid for the defaulting period by the Company
Total Tenor	8 Years
Redemption Date	May 15, 2026
Redemption Amount	Rs. 10,00,000/- per Debenture
Redemption Premium /Discount	Not Applicable
Effective yield as a result of such Premium	Not Applicable
Issue Price	Rs. 10,00,000/ - per debenture
Discount at which security is issued and the effective yield as a result of such discount.	Not Applicable
Put Option Date	Not Applicable
Put Option Price	Not Applicable
Call Option Date	Not Applicable
Call Option Price	Not Applicable
Put Notification Time	Not Applicable
Call Notification Time	Not Applicable

Face Value	Rs. 10,00,000/- per Debenture
Minimum Application and in multiples of Debt securities thereafter	10 Debenture(s) and in multiples of 10 Debenture(s) thereafter
Issue Timing 1. Issue Opening Date 2. Issue Closing Date 3. Pay in Date 4. Deemed Date of Allotment	May 15, 2018 May 15, 2018 May 16, 2018 May 16, 2018
Issuance mode of the Instrument	Demat only
Trading mode of the Instrument	Demat only
Settlement mode of the Instrument	Payment of interest and repayment of principal shall be made by way of cheque(s)/ interest warrants/ demand draft(s)/ credit through direct credit/ NECS/ RTGS/ NEFT mechanism as may be decided by the Company
Depository	NSDL & CDSL
Business Day Convention	Refer section "Effect of Holidays" in the Shelf Disclosure Document
Record Date	Refer section "Record Date" in the Shelf Disclosure Document
Security	Refer section "Security" in the Shelf Disclosure Document
Transaction Documents	As mentioned in the Shelf Disclosure Document
Conditions Precedent to Disbursement	Not Applicable
Condition Subsequent to Disbursement	Not Applicable
Events of Default	Refer section "Application process and Information relating to the terms of offer or purchase" in the Shelf Disclosure Document
Provisions related to Cross Default Clause	Not Applicable
Role and Responsibilities of Debenture Trustee	Refer section "Application process and Information relating to the terms of offer or purchase" in the Shelf Disclosure Document
Governing Law and Jurisdiction	As mentioned in the Shelf Disclosure Document
Cash Flow	Please refer Annexure- A

For IDFC Infrastructure Finance Limited

 *Sadashi Rao*
 Authorised Signatories

Annexure A- Cashflow

Bond Cash Flows	
Company	IDFC Infrastructure Finance Limited
Face Value (per security)	Rs. 10,00,000.00
Issue Date/Date of Allotment	May 16, 2018
Redemption Date	May 15, 2026
Coupon Rate	8.52% p.a
Frequency of the Interest Payment with specified dates	Annually on May 16 th and on Maturity
Day Count Convention	Actual / Actual

Cash Flow (Please refer notes below)

Cash Flows	Day	Coupon Payment Date (Subject to "Effect of Holidays")	No. of days in coupon period	Amount (in Rupees)
1st Coupon	Thursday	May 16, 2019	365	85,200
2nd Coupon	Saturday	May 16, 2020	366	85,200
3rd Coupon	Monday	May 17, 2021	365	85,200
4th Coupon	Monday	May 16, 2022	365	85,200
5th Coupon	Tuesday	May 16, 2023	365	85,200
6th Coupon	Thursday	May 16, 2024	366	85,200
7th Coupon	Friday	May 16, 2025	365	85,200
8th Coupon	Friday	May 15, 2026	365	85,200
Principal	Friday	May 15, 2026		10,00,000
			8 Years	

The Cash Flow displayed above is calculated per bond (face value of Rs. 1,000,000)

1. The Cash Flow assumes that the call options available on this bond (if any) have not been exercised by the company.
2. The interest payment shall be rounded to nearest rupee as per FIMMDA 'Handbook on market practices'.
3. Please note the following "Effect of Holidays"
 - a. In case if the interest payment date as mentioned falls on a holiday, the payment will be made on the following working day. However, the dates of the future coupon payments would be as per the schedule originally stipulated. In the respective tranche documents. The interest amount on the outstanding value of Debentures is calculated on Actual/Actual day count basis. In case of a leap year, if February 29 falls during the tenor of a security, then the number of days shall be reckoned as 366 days.
 - b. If any due date for payment of part redemption proceeds/final redemption proceeds of the Debentures, falls on a Sunday or a holiday, the previous Business Day shall be considered as the effective payment date and on such date, the part or full redemption proceeds (as applicable as per the structure of the Debenture) shall be paid along with the interest amount on the outstanding value of Debentures computed on Actual/Actual day count basis.
 - c. In case of exercise of Call/Put option, any redemption falling on a Sunday or a holiday, such redemption proceeds (as applicable as per the structure of the Debenture) shall be paid on the preceding day along with the interest amount calculated on the outstanding value of Debentures computed on Actual/Actual day count basis.
4. The cashflow has been prepared based on the best available information on holidays and could further undergo change(s) in case of any scheduled and unscheduled holiday(s) and/or changes in money market settlement day conventions by the RBI / SEBI