

BANGALORE ELEVATED TOLLWAY PRIVATE LIMITED

(Formerly known as Bangalore Elevated Tollway Limited)

Regd. Office : 6th Floor, NCC House, Survey No. 64, Madhapur, Hyderabad - 500 081

MASTER FILE CREATION FORM FOR BONDS/DEBENTURES

Full name of the Company:

BANGALORE ELEVATED TOLLWAY PRIVATE LIMITED												
(Formerly Known as Bangalore Elevated Tollway Limited)												

Corporate Identity Number (CIN): U45200TG2005PTC048573

Old name(s) of the company, in case company has previously changed its name:

Old Name	Year of name change
1. BANGALORE ELEVATED TOLLWAY LIMITED	31.03.2016
2. -	-
3. -	-

Note:

1. Information sought in Section A to be provided for the first issue of Bonds/Debtenture of the company through NSDL. For the subsequent issues, if there is no change in the information sought in Section A, proceed directly to Section B.
2. Ensure that each page of the Master File Creation Form has to be stamped and signed by the authorised signatory. ISIN will not be allotted if the same is not found to be in order.
3. Kindly ensure that all columns are properly filled. Write "N.A." wherever not applicable

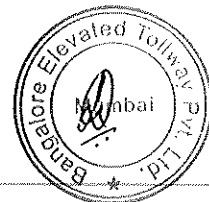
SECTION A (Company Details)

Whether company has already signed agreement with NSDL for any other instrument?
Tick (✓) the relevant option

☒ Yes ☐ No

Address of the Registered Office including telephone, fax nos. and email addresses

Regd. Office :- 6th Floor, NCC House, Survey No.64, Madhapur, Hyderabad- 500081
Corporate office :- 316-317, 'C' Wing, Kanakia Zillion, L.B.S. Road, BKC Annex, Kurla (W), Mumbai – 400070
Tel.:- 022-61073200 Fax No. :- 022 - 61073247 Email ID :- info@highwayconcessions.com



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Type of entity:

Code List	Legal Form	Tick (✓) the relevant option
01	Joint Stock Company	✓
02	Statutory Company	
03	Mutual Fund	
04	Government	

Type of Issuer [Tick (✓) the relevant option]

A) Based on ownership

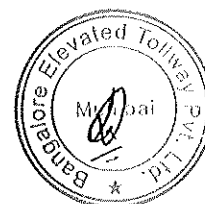
(i)	Public Sector Undertaking (PSU)	
(ii)	Non PSU	✓

B) Nature

(i)	Bank	
(ii)	NBFC	
(iii)	Other	✓

Business Sector [Tick (✓) the relevant option]

(i)	Basic Materials	
(ii)	Consumer Goods including FMCG	
(iii)	Consumer Services	
(iv)	Energy	
(v)	Finance	
(vi)	Healthcare	
(vii)	Industrial	✓
(viii)	Technology	
(ix)	Telecommunications	
(x)	Utilities	



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CIN No. U45200TG2005PTC048573
Web: www.blrelevated.co.in

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Contact persons of the Company

Compliance/ Investor Relations Officer	Narayanan Doraiswamy
Designation/Department	Compliance Officer
Address:	316-317, 'C' Wing, Kanakia Zillion
	L.B.S. Road, BKC Annex, Kurla (W), Mumbai - 400070.
Tel. Nos.:	022-61073200
Fax Nos.:	022 - 61073247
Email address(s):	narayanan.d@highwayconcessions.com

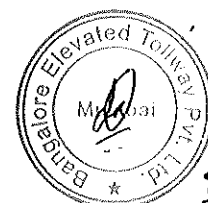
SECTION B **(Security Details)**

We are pleased to inform you that our company has decided to offer the following debt securities as eligible securities under the Depositories Act, 1996. We request you to take necessary steps to induct our security into your depository system

I. Security Details - Part A

Kindly indicate (Yes/No) against relevant Row(s)

Sr. No.	Particulars	Yes/No	Remark (if any)
1	Type of Instrument		
	i) Bonds		
	ii) Debentures	Yes	Unsecured, Unlisted and Non-convertible debentures ("Debentures")- NCDs
2	Mode of Issue		
	i) Public issue		
	ii) Private Placement	Yes	
	iii) Bonus Issue		
3	Objects of the Issue		The Subscription Amounts shall be utilize the proceeds of NCDs to repay the Unsecured Loans of each such NCD Subscribers.
4	Details of the utilization of the Proceeds		The Subscription Amounts shall be utilize the proceeds of NCDs to repay the

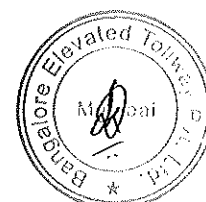


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		Unsecured Loans of each such NCD Subscribers.	
5	Whether Secured or Unsecured		
	i) Secured		
	ii) Unsecured	Yes	
	If Secured, provide complete details regarding the assets Secured/ Hypothecated/Mortgaged etc.		
6	Whether tax free	No	
	If Tax free, quote the section of The Income Tax Act, 1961 under which it is tax free:		
7	Whether bonds/debentures fall under Infrastructure category as per Government notification	No	
8	Whether Guaranteed or Partially Guaranteed		
	i) Guaranteed		
	ii) Partially Guaranteed		
	iii) Not Guaranteed	Yes	
	If guaranteed, provide complete details regarding the Guarantee		
	a) Guaranteed by		
	b) Nature of Guarantee		
	c) Other details about Guarantee		
	Government Guaranteed Bonds/Debentures		
	Guaranteed Bonds/Debentures (i.e. guaranteed by entity other than the Issuer)		
9	Whether securities are Credit Enhanced	No	
10	Details of Credit Enhancement	No	
11	In the form of Promissory Note	No	
12	Type of Convertibility	NA	
	Part A	NA	
	i) Fully Convertible		
	ii) Partly Convertible		
	iii) Non Convertible	Yes	
	Part B	N.A.	
	i) Optionally Convertible		
	ii) Compulsorily Convertible		
	If convertible, kindly provide details		
13	Type of Interest/Coupon Basis		
	i) Fixed Rate	Yes	
	ii) Variable		
	a. Index Linked		



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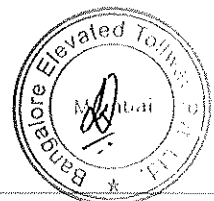
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	<i>b. Equity Linked</i>		
	<i>c. Commodity Linked</i>		
	<i>d. Mibor Linked</i>		
	<i>e. Inflation Linked</i>		
	<i>f. Others</i>		
	iii) Zero Rate		
14	Coupon Rate	Yes (0.001%) per annum or such other interest as agreed among the Company and majority of NCD holders in value	
	<i>If aforesaid coupon rate is variable, please specify the benchmark and the spread over the benchmark. Also mention floor value and cap value if any</i>		
15	Coupon Type		
	i) Simple	Yes	
	ii) Compounding		
	<i>If compounding, provide the compounding frequency details</i>		
16	Record Date for Principal Payment	15.03.2037 (i.e. before fifteen days from total tenure period)	
17	Holiday Convention for making payments - Principal	Unless otherwise specified, whenever any payment to be made or action to be taken under the subscription agreement is required to be made or taken on a day other than a Business Day, such payment shall be made or action be taken on the immediately preceding Business Day.	
18	Record Date for Interest Payment	Payment of Interest being 15 (fifteen) days prior to the date(s) on which interest is due and payable on the Debentures.	



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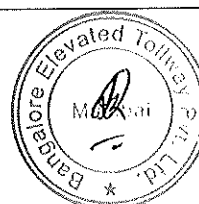
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		i.e. 15 th day of every March till the date of maturity i.e. 15.03.2037
19	Holiday Convention for making payments - Interest	Unless otherwise specified, whenever any payment to be made or action to be taken under the subscription agreement is required to be made or taken on a day other than a Business Day, such payment shall be made or action be taken on the immediately preceding Business Day.
20	Business Day Convention	N.A
21	Holiday Convention Interest calculation - Additional interest	N.A
22	Seniority in repayment	
	i) Senior	Yes
	ii) Subordinate -Tier 1	
	iii) Additional Tier 1	
	iv) Subordinate -Tier 2	
	v) Subordinate -Tier 2-Upper	
	vi) Subordinate -Tier 2-Lower	
	vii) Subordinate -Tier 3	
	viii) Perpetual	
23	Whether Step up / Step down coupon basis is available	N.A
	i) Step up	N.A
	ii) Step down	N.A
	<i>Provide the details of Step up/Step down along with details of coupon reset value/s and date/s of reset</i>	
24	Frequency of Interest Payment with specified dates	Interest Payment shall be Annually. i.e. 31 st March of every year till the maturity date 31.03.2037
25	Put Option with specified dates	N.A
26	Put Notice Deadline Date	N.A
27	Put Notification Time	N.A
28	Indicate whether Put option will be exercised at Discount/Premium/Par	N.A
	i) Discount	
	ii) Premium	

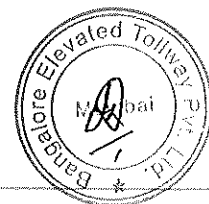


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	iii) Par		
	Put option details		
29	Call Option with specified dates	N.A	
30	Call Notice Deadline Date	N.A	
31	Call Notification Time	N.A	
32	Indicate whether Call option will be exercised at Discount/Premium/Par	N.A	
	i) Discount	N.A	
	ii) Premium	N.A	
	iii) Par	N.A	
	Call option details		
33	Indicate whether the instrument is rated	YES	
34	Whether Debentures/Bonds are perpetual in nature	No	
35	Maturity amount basis	Rs. 25,37,06,300	
36	Redemption details		
	i) Fixed maturity (i.e. the principal amount is repaid in full at maturity.)	No	
	ii) Fixed maturity with call feature (i.e. the issue may be called for redemption prior to the fixed maturity date.)	No	
	iii) Fixed maturity with put (i.e. the holder may request the reimbursement of his bonds prior to the maturity date.)	Yes	The NCD may be redeemed at par wholly/partially at any point of time on or before maturity at the option of NCDs holder
	iv) Fixed maturity with put and call	No	
	v) Amortization plan (i.e. reduction of principal by regular payments.)	No	
	vi) Amortization plan with call feature (i.e. the redemption of principal may occur as the result of the outstanding portion of the bond being called.)	No	
	vii) Amortization plan with put	No	
	viii) Amortization plan with put and call	No	
	ix) Perpetual (i.e. the debt instrument has no fixed maturity date and is only due for redemption in the case of the issuer's liquidation.)	No	
	x) Perpetual with call feature (i.e. the issue may	No	



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	<i>be called for redemption at some time in the future.)</i>		
37	Redemption Type		
	i) Full Redemption	Yes	
	ii) Partial Redemption (including details, if redemption is due to exercise of call or put option)		
	a. By Face Value Redemption	No	
	b. By Quantity Redemption	Yes	
38	ISIN Required for Letter Of Allotment (LOA)*	No	
39	Indicate whether Partly Paid	No	
	If Yes, Specify the Paid up value		
40	Any Other (Please Specify)		

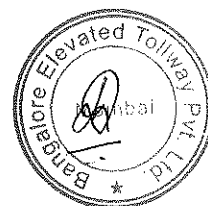
* Please note that one single ISIN is allotted for LOA and Secured Bond/Debenture. On conversion of an LOA into the security a separate letter in the format prescribed will have to be provided by the Issuer on receipt of which the ISIN description is changed in the system.

As per SEBI Circulars, the day count convention of "Actual/Actual" shall be followed for calculating interest rates.

II. Security Details - Part B

Name of the Instrument	Unsecured, Unlisted and Non-convertible debentures ("Debentures")- NCDs
Series	One
Issue Price (in Rs.) (per security)	Rs 10/-
Face Value (in Rs.) (per security)	Rs 10/-
Allotment date	30.03.2017
Redemption date/Conversion date	30.03.2037
Allotment Quantity	2,53,70,630
Issue Size (in Rs. Cr.)	Rs. 25,37,06,300/-
Certificate Nos./Distinctive No From -To	Total = 5,125-2,53,75,754 (Both inclusive)
Schedule Opening Date #	N.A
Schedule Closing Date #	N.A
Actual Closing Date #	N.A
Redemption Premium Details	N.A.
Shut Period (for redemption)	N.A

for public issue only



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Detail of Partial Redemption – Refer term Sheet point No. 4

Sr. No.	Partial redemption dates	Face Value/Quantity Redemption	If redemption is based on quantity (specify whether on lot basis or pro-rata basis)

III. Other Details

Credit Rating Details (if rated by multiple credit rating agencies, include all such ratings)- N.A.

Name of Credit Rating Agency	Credit Rating	Date of Credit Rating
1.		
2.		
3.		

Registrar Details

Name of Registrar	Karvy Computershare Pvt Ltd
Registrar BP ID	IN200800
Name of contact person, designation and address where physical securities is to be sent	Mr S P Venugopal (DGM - Corporate Registry) Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032 venu.sp@karvy.com

	Lead Manager Details #		Arranger Details #	
Name of the Organisation	1.	2.	1.	2.
Name of contact person				
Designation/Dept.				
Address:				
	– Not Applicable			
Tel. Nos.:				
Fax Nos.:				
Email addresses:				
Website				

attach Annexure, in case more than 2 agencies



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	Address where tax exemption forms to be given by investors	Debenture Trustee Details #	
Name of the Organisation		1.	2.
Name of contact person	– Not Applicable		
Designation/Dept.			
Address:			
Tel. Nos.:			
Fax Nos.:			
Email addresses:			
Website			

attach Annexure, in case more than 2 agencies

III. Stock Exchange Details (Please start with the Primary Stock Exchange)


– Not Applicable

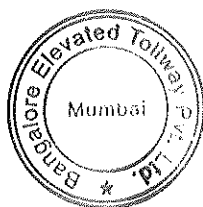
Name of Stock Exchange in which listed or proposed to be listed	Listed/Proposed to be listed	Date of listing (if listed)	Permitted to trade (✓)	Stock Exchange Security code (if any)
1.				
2.				
3.				

We hereby certify that

- 1) The above information is correct to the best of our knowledge and that we have attached all the enclosures mentioned above.
- 2) All relevant guidelines that are applicable or any applicable directions, rules and regulations that may be applicable for the issuance of Debt Securities have been complied with.

We hereby also declare that on redemption of this Security we will extinguish the securities from the Investors account.

Signature: 
Narayanan Doraiswamy
Authorized Signatory



Place: Mumbai
Date: 10.05.2017

ANNEX III

TERMS, CONDITIONS AND CHARACTERISTICS OF NCDs

FACE VALUE: INR 10/- (Indian Rupee ten) each.

1. **TENOR:**

- (a) For Tranche-I NCDs: 20 (Twenty) Years from date of allotment of Tranche-I NCDs.
- (b) For Tranche-II NCDs: 20 (Twenty) Years as reduced by the number of days of difference between the allotment of Tranche-I NCDs and allotment of Tranche-II NCDs).

2. **PURPOSE:**

Repayment of unsecured loans availed from the NCD Subscribers respectively.

3. **INTEREST:**

0.001% per annum or such other interest as agreed amongst the Company and majority of the NCD holder(s) in value.

4. **REDEMPTION**

The NCDs may be redeemed at par as mentioned in paragraph 1 above, wholly/partly, at any point of time on or before maturity at the option of the majority of the NCD holders in value.

5. **VOTING RIGHTS**

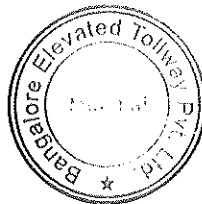
NCDs carry no voting rights

6. **TRANSFERABILITY**

The NCDs shall be freely transferable subject to any inter-se agreement in writing between the NCD holder(s).

7. **OTHER RIGHTS**

NIL



For Bangalore Elevated Tollway Pvt. Ltd.

Authorised Signatory

