

(Private & Confidential - Not for circulation)  
This is a Disclosure Document prepared in conformity with Securities and Exchange Board of India (Issue and Listing of Debt Securities) (Amendment) Regulations, 2015



**NATIONAL HOUSING BANK**  
(Established on 9th July 1988 under an Act of the Parliament)  
**Head Office:** India Habitat Centre  
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New Delhi -110003  
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**Disclosure document** for Private Placement of Unsecured, Redeemable and Non-Convertible Bonds in the nature of Debentures of Face value ₹10 lacs each for cash, aggregating ₹ 500 Crore with green shoe option of ₹ 500 Crore (Allotted ₹ 235 Crore)

**REGISTRAR TO THE ISSUE**

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**TRUSTEES TO THE ISSUE**

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**Arrangers to the issue:**

Dated: 20.12.2018

## **DISCLAIMER**

### **• DISCLAIMER OF THE ISSUER**

This Disclosure Document is neither a Prospectus nor a Statement in Lieu of Prospectus and is prepared in accordance with Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 issued vide Circular No LAD-NRO/GN/2008/13/127878 dated June 06, 2008, as amended and Securities and Exchange Board of India (SEBI) (Issue and Listing of Debt Securities) (Amendment) Regulations, 2012, further vide Circular No LAD-NRO/GN/2015-16/013 dated September 02, 2015, as amended. This Disclosure Document does not constitute an offer to public in general to subscribe for or otherwise acquire the Bonds to be issued by National Housing Bank (the "Issuer"/ the "Bank"/ "NHB") This Disclosure Document is for the exclusive use of the addressee and it should not be circulated or distributed to third party (ies) It is not and shall not be deemed to constitute an offer or an invitation to the public in general to subscribe to the Bonds issued by the Issuer. This bond issue is made strictly on private placement basis. Apart from this Disclosure Document, no offer document or prospectus has been prepared in connection with the offering of this bond issue or in relation to the Issuer This Disclosure Document is not intended to form the basis of evaluation for the prospective subscribers to whom it is addressed and who are willing and eligible to subscribe to the bonds issued by NHB This Disclosure Document has been prepared to give general information regarding NHB to parties proposing to invest in this issue of Bonds and it does not purport to contain all the information that any such party may require NHB believes that the information contained in this Disclosure Document is true and correct as of the date hereof NHB does not undertake to update this Disclosure Document to reflect subsequent events and thus prospective subscribers must confirm about the accuracy and relevancy of any information contained herein with NHB However, NHB reserves its right for providing the information at its absolute discretion NHB accepts no responsibility for statements made in any advertisement or any other material and anyone placing reliance on any other source of information would be doing so at his own risk and responsibility Prospective subscribers must make their own independent evaluation and judgment before making the investment and are believed to be experienced in investing in debt markets and are able to bear the economic risk of investing in Bonds It is the responsibility of the prospective subscriber to have obtained all consents, approvals or authorizations required by them to make an offer to subscribe for, and purchase the Bonds It is the responsibility of the prospective subscriber to verify if they have necessary power and competence to apply for the Bonds under the relevant laws and regulations in force Prospective subscribers should conduct their own investigation, due diligence and analysis before applying for the Bonds Nothing in this Disclosure Document should be construed as advice or recommendation by the Issuer or by the Arrangers to the Issue to subscribers to the Bonds The prospective subscribers also acknowledge that the Arrangers to the Issue do not owe the subscribers any duty of care in respect of this private placement offer to subscribe for the bonds Prospective subscribers should also consult their own advisors on the implications of application, allotment, sale, holding, ownership and redemption of these Bonds and matters incidental thereto This Disclosure Document is not intended for distribution It is meant for the consideration of the person to whom it is addressed and should not be reproduced by the recipient The securities mentioned herein are being issued on private placement Basis and this offer does not constitute a public offer/ invitation The Issuer reserves the right to withdraw the private placement of the bond issue prior to the issue closing date(s) in the event of any unforeseen development adversely affecting the economic and regulatory environment or any other force majeure condition including any change in applicable law In such an event, the Issuer will refund the application money, if any, along with interest payable on such application money, if any.

## **2 DISCLAIMER OF THE SECURITIES & EXCHANGE BOARD OF INDIA**

This Disclosure Document has not been filed with Securities & Exchange Board of India ("SEBI") The Bonds have not been recommended or approved by SEBI nor does SEBI guarantee the accuracy or adequacy of this Disclosure Document It is to be distinctly understood that this Disclosure Document should not, in any way, be deemed or construed that the same has been cleared or vetted by SEBI. SEBI does not take any responsibility either for the financial soundness of any scheme or the project for which the Issue is proposed to be made, or for the correctness of the statements made or opinions expressed in this Disclosure Document. The Issue of Bonds being made on private placement basis, filing of this Disclosure Document is not required with SEBI. However SEBI reserves the right to take up at any point of time, with the Issuer, any irregularities or lapses in this Disclosure Document.

## **3 DISCLAIMER OF THE ARRANGERS TO THE ISSUE**

It is advised that the Issuer has exercised self-due-diligence to ensure complete compliance of prescribed disclosure norms in this Disclosure Document. The role of the Arrangers to the Issue in the assignment is confined to marketing and placement of the bonds on the basis of this Disclosure Document as prepared by the Issuer. The Arrangers have neither scrutinized/ vetted nor have they done any due-diligence for verification of the contents of this Disclosure Document The Arrangers shall use this Disclosure Document for the purpose of soliciting subscription from a particular class of eligible investors in the Bonds to be issued by the Issuer on private placement basis It is to be distinctly understood that the aforesaid use of this Disclosure Document by the Arrangers should not in any way be deemed or construed that the Disclosure Document has been prepared, cleared, approved or vetted by the Arrangers; nor do they in any manner warrant, certify or endorse the correctness or completeness of any of the contents of this Disclosure Document; nor do they take responsibility for the financial or other soundness of this Issuer, its promoters, its management or any scheme or project of the Issuer The Arrangers or any of its directors, employees, affiliates or representatives do not accept any responsibility and/or liability for any loss or damage arising of whatever nature and extent in connection with the use of any of the information contained in this Disclosure Document

## **4 DISCLAIMER OF THE STOCK EXCHANGE**

As required, a copy of this Disclosure Document has been submitted to NSE of India Ltd (hereinafter referred to as "NSE") for hosting the same on its website. It is to be distinctly understood that such submission of the Disclosure Document with NSE or hosting the same on its website should not in any way be deemed or construed that the Disclosure Document has been cleared or approved by NSE; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the contents of this Disclosure Document; nor does it warrant that this Issuer's securities will be listed or continue to be listed on the Exchange; nor does it take responsibility for the financial or other soundness of this Issuer, its promoters, its management or any scheme or project of the Issuer Every person who desires to apply for or otherwise acquire any securities of this Issuer may do so pursuant to independent inquiry, investigation and analysis and shall not have any claim against the Exchange whatsoever by reason of any loss which may be suffered by such person consequent to or in connection with such subscription/ acquisition whether by reason of anything stated or omitted to be stated herein or any other reason whatsoever

## **DISCLOSURES**

- ***Issuer Information***

<b><i>Name of the Issuer</i></b>	<b>:</b>	<b>National Housing Bank</b>
<b><i>Head Office</i></b>	<b>:</b>	3 <sup>rd</sup> – 5 <sup>th</sup> Floor, Core 5A India Habitat Centre Lodhi Road, New Delhi -110003
<b><i>Tel No</i></b>	<b>:</b>	<b>011- 39187064/103</b>
<b><i>Fax No</i></b>	<b>:</b>	<b>011-24649037, 24646988</b>
<b><i>Website</i></b>	<b>:</b>	www.nhb.org.in
<b><i>E-mail</i></b>	<b>:</b>	bonds@nhb.org.in
<b><i>Compliance Officer of the Issuer</i></b>	<b>:</b>	Rakesh Awasthi, CFO National Housing Bank 3 <sup>rd</sup> Floor, Core 5A India Habitat Centre Lodhi Road, New Delhi -110003
<b><i>Arrangers of the Issue</i></b>	<b>:</b>	As available on NSE EBP Platform
<b><i>Trustee of the issue</i></b>	<b>:</b>	IDBI Trusteeship Services Ltd Asian Building, Ground Floor, 17, R, Kamani Marg Mumbai – 400 001 Tel No 022 66311771-3 Fax No 022-66311776 E-mail: itsl@idbitrustee.co.in
<b><i>Registrar of the Issue</i></b>	<b>:</b>	Beetal Financial & Computer Services (P) Ltd Beetal House, 3rd Floor, 99 Madangir Near Dada Harsukhdas Mandir New Delhi – 110062 Phone No 011-29961281 Fax No 011-29961284 Website: www.beetalfinancial.com Email: beetal@beetalfinancial.com
<b><i>Credit Rating Agencies of the Issue</i></b>	<b>:</b>	1.India Ratings & Research Pvt. Limited 601-9, Prakashdeep Building 7 Tolstoy Marg, New Delhi – 110 001

2. CARE Ratings Limited  
4<sup>th</sup> Floor, Godrej Coliseum  
Somaiya Hospital Road  
Off Eastern Express Highway  
Sion (E), Mumbai – 400 022

**Auditor of the Issuer** : Bansal & Co LLP  
Chartered Accountants  
A-6, Maharani Bagh  
New Delhi 110065.  
+91 11 41626470-71  
9811151506  
[info@bansalco.com](mailto:info@bansalco.com)

***2 A brief summary of the business/ activities of the issuer and its line of business:***

• ***Highlights of the Bank***

- NHB is wholly owned by the Reserve Bank of India (RBI) and is a notified Public Financial Institution (PFI) under section 4A of the Companies Act, 2013
- NHB was constituted under an Act of Parliament and regulates and supervises the housing finance companies in the country
- NHB is the principal agency to promote housing finance institutions, to provide financial and other support to such institutions
- The Net-Owned Funds of NHB as on June 30, 2018 were ₹ 8111 Crore
- The CRAR of NHB as on June 30, 2018 was 18.66%
- Outstanding Loans & Advances as on June 30, 2018 were ₹ 57684 Crore
- NHB continues to maintain strong asset quality. Net NPAs as on June 30, 2018 were NIL. The percentage of net NPAs to Net Advances as on June 30, 2018 stood at 0.00%.
- Section 16B of the NHB Act provides that a borrowing institution holds in trust both the securities held and repayments received out of their loans and advances for NHB
- NHB has a consistent record of paying principal instalments and interest on all loans, Bonds and deposits on due dates There has been no default in servicing of debt
- The long-term borrowing programme of NHB has been given AAA/Stable ratings by CARE Ratings and India Ratings.

***Overview***

***Vision Statement***

“Promoting Inclusive Expansion with stability in the housing finance market”

## ***Mission Statement***

“To harness and promote the market potentials to serve the housing needs of all segments of the population with focus on low and moderate income housing”

## ***Profile of the Bank***

National Housing Bank (NHB) is the apex financial institution for housing finance in India. It has three main activities, viz regulation and supervision of housing finance companies, promotion and development of housing finance market and providing financial assistance to housing finance institutions, banks and others.

NHB regulates and supervises the activities of housing finance companies in accordance with the provisions of the NHB Act. This includes registration of housing finance companies for conduct of housing finance business, on-site and Off-site supervision of housing finance companies, consumer interface and protection & coordination with other regulators.

As the apex financial institution in the housing finance sector, it has been the endeavor of NHB to promote a sound, healthy, viable and cost effective housing finance system in the country to cater to all segments of the population and to integrate the housing finance system with the overall financial system in the country. NHB's efforts have been directed towards development of a network of dedicated housing finance institutions to adequately serve all regions and sections in the society. To achieve this, NHB coordinates with Central and State Governments to develop and implement sustainable housing policies, develop new products – financing schemes and risk mitigants, promotes new HFCs through equity participation, does capacity building of HFCs and others through training and counseling, promote research in housing and habitat related areas and is building market infrastructure through house price index, valuation policies, mortgage repository.

NHB was designated as the sole Nodal Agency for Schedule Commercial Banks and Housing Finance Company for the implementation of “1% Interest Subvention Scheme”. Under the Scheme, interest subsidy of 1% was offered on housing loans up to Rs 15 lakh provided cost of house/dwelling units is up to Rs 25 lakh.

NHB was appointed as one of the Central Nodal Agencies for Interest Subsidy Scheme for Housing the Urban Poor (ISHUP). For implementation of the Scheme, NHB has signed MOU with 33 PLIs, 20 Public Sector Banks, 6 Housing Finance Companies, 2 Private Sector Banks and 5 Regional Rural Banks for disbursement of subsidy under the Scheme.

The Credit Risk Guarantee Fund Trust for Low Income Housing was announced in the Union Budget and has been set up by the Government of India on 1st May, 2012 under the aegis of the Ministry of Housing and Urban Poverty Alleviation (MoHUPA). The Trust has since been set up by MoHUPA and the Fund Trust will be managed by NHB which will also facilitate and oversee the operations of the Scheme. The broad objectives of the trust include providing default guarantee for housing loans in urban areas for EWS/LIG categories and to undertake securitisation of guaranteed loans.

Under the NUHHP-2007 the State Governments are also expected to formulate and implement their respective State Housing Policies. Having actively contributed in formulation of NUHHP-2007, NHB assists the State Governments in formulation of their respective State Housing Policies.

NHB raises resources from domestic as well as from multilateral agencies like ADB, DFID, KfW, USAID and World Bank. Domestic sources include both short term and long term sources. Short term sources include Commercial Paper (CPs); Short Term Loans from banks and Public Deposits.

The long term sources include borrowing through Bonds, contribution received under Rural Housing Fund, Urban Housing Fund etc.

Rural Housing Fund, with contributions from scheduled commercial banks not achieving their priority sector lending obligations was set up with National Housing Bank (NHB) during the year 2008-09 to enhance its refinancing operations to the rural housing sector undertaken for people falling under the Weaker Sections category. Total fund received under RHF is ₹25,500 crore as on 30.06.2018.

Similarly, Urban Housing Fund was established during the year 2013-14 by the Hon'ble Finance Minister for augmenting the resources of National Housing Bank for this sector. Contributions to this Fund are similar to the RHF, by Scheduled Commercial Banks and will be as per the allocation made by Reserve Bank of India, based on their short fall in their priority sector lending.

**Pradhan Mantri Awas Yojana (Urban) - Credit Linked Subsidy Scheme** - NHB has been identified as a Central Nodal Agency (CAN) by the GoI, MoHUA to implement the CLSS vertical of PMAY.

**CLSS for EWS/LIG** - 198 PLIs, comprising of 84 HFCs, 19 PSBs<sup>[1]</sup>, 17 Private Sector Banks, 39 RRBs, 22 Co-operative Banks, 8 Small Finance Banks and 9 NBFC-MFIs have signed MoU with NHB as CNA. The NHB has made total disbursements of ₹3,439.35 crore (loan disbursement amounting to ₹16,731.99 crore) to 134 PLIs benefitting 1,56,242 households.

**CLSS for MIG** - 189 PLIs, comprising of 82 HFCs, 19 PSBs, 18 Private Sector Banks, 34 RRBs, 20 Co-operative Banks, 9 Small Finance Banks and 7 NBFC-MFI, have signed MoUs with NHB as CNA. The NHB has made total disbursement of ₹846.03 crore (loan disbursement amounting to ₹9,066.35 crore) to 98 PLIs benefitting 40,301 households.

Similarly NHB has been identified as a Central Nodal Agency (CAN) by the GoI, Ministry of Rural Development to implement the Rural Housing Interest Subsidy Scheme and NHB has executed MoUs with 83 PLIs for implementation of the scheme.

NHB provides refinance to a large set of retail lending institutions. These include specialized housing finance institutions, scheduled commercial banks, scheduled state cooperative banks, scheduled urban cooperative banks, apex cooperative housing finance societies and agriculture and rural development banks. Refinance is provided by NHB under its various schemes.

NHB also provides direct finance to public housing agencies such as, State Level Housing Boards and Area Development Authorities for large scale integrated housing projects and slum redevelopment projects.

NHB has also been working towards facilitating Residential Mortgage Backed Securitisation transactions to enable flow of funds from the capital market into the housing sector, thus enabling greater access and affordability to the borrowers of housing loans.

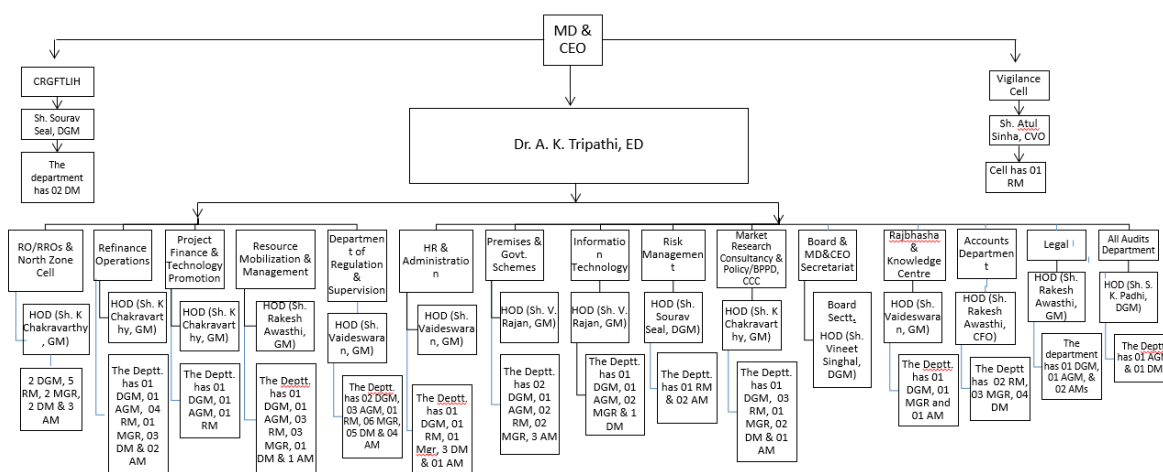
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<sup>[1]</sup> State Bank of Bikaner & Jaipur (SBBJ), State Bank of Mysore (SBM), State Bank of Travancore (SBT), State Bank of Patiala (SBP) and State Bank of Hyderabad (SBH) and Bhartiya Mahila Bank (BMB) have merged with SBI w.e.f. April 1, 2017

In the last 29 years of its operations, NHB has been the principal institution for the development and expansion of the housing finance market in India. NHB has enabled a responsive institutional system for financing of housing activities, which includes housing finance companies, commercial banks, regional rural banks, cooperative, self-help groups. NHB has provided financial assistance to these institutions and participated in the equity of number of HFCs, introduced residential mortgage securitization in the Indian capital market.

The recent initiatives of NHB includes providing assistance in setting up of CERSAI (Central Registry supported by the Government of India) and launch of NHB RESIDEX, the residential property index for tracking prices of residential property in different parts of the country. As its promotional charter, NHB conceptualized Reverse Mortgage Loan Scheme (RML) and Reverse Mortgage Loan enabled Annuity (RMLeA) product.

- Corporate Structure of the Issuer:**



- Project Cost and means of financing, in case of funding of new projects**

The funds being raised by the Issuer through present issue of bonds are not meant for financing any particular project. The proceeds of the issue will be utilized for normal business activities of NHB and for such other purposes as may be decided by NHB's Board and as permissible under applicable laws and government policies.

- Key Operational and Financial Parameters for the last three audited years**

Parameters	(Amt rounded off to ₹ crore)		
	For the year ended 30.06.18	For the year ended 30.06.17	For the year ended 30.06.16
Net worth	8111	7359	6520



Total Debt	52686	48434	50674
of which – Non Current Maturities of Long Term Borrowing	41021	40615	41025
• Short Term Borrowing	7268	3933	7115
• Current Maturities of Long Term Borrowing	4396	3389	2534
Net Fixed Assets	37	30	29
Non-Current Assets (Loans & Advances+ Long Term Investments)	58543	55067	53679
Cash and Cash Equivalents	1208	1704	2111
Current Investments	2785	847	2585
Current Assets	665	643	638
Current Liabilities	2405	2416	1998
Assets Under Management	NA	NA	NA
Off Balance Sheet Assets	NA	NA	NA
Interest Income	4366	4317	4205
Interest Expense	3076	2922	2847
Provisioning & Write-offs	89	94	63
PAT	751	848	792
Gross NPA (%)	0.01	0.06	0.09
Net NPA (%)	0.00	0.00	0.00
Tier I Capital Adequacy Ratio (%)	17.41	15.91	17.27
Tier II Capital Adequacy Ratio (%)	1.25	1.25	1.25

### ***Gross Debt-Equity Ratio of NHB (as on 30.06.2018)***

Before the issue of debt securities	6.50
After the issue of debt securities	6.62

### ***3. Brief history of the Issuer since its incorporation giving details of its share capital, changes in its capital structure, share holding pattern, activities including any reorganization, reconstruction or amalgamation***

#### ***Incorporation & Ownership***

NHB was established on July 9, 1988 under an Act of Parliament viz, the National Housing Bank Act, 1987 (Central Act No 53 of 1987) to function as a principal agency to promote housing finance institutions at local and regional levels and to provide financial and other support to such institutions. On 26.07.91, NHB was notified as a Public Financial Institution (PFI) under section 4A of the Companies Act, 2013. Since its inception, NHB is wholly owned by the Reserve Bank of India.

***NHB Act has been amended w.e.f. 01.06.2018 and the Bank which was a 100% subsidiary of RBI would now be owned by the Government of India and the stake transfer from RBI to GOI is in progress.***

### ***Milestones***

1988-89 Financial Year	<ul style="list-style-type: none"> <li>• Establishment of NHB</li> <li>• Launch of Refinance Schemes for housing loans</li> <li>• Launch of Schemes for Land Development &amp; Shelter Projects</li> <li>• Launch of Scheme for Equity Participation in Housing Finance Companies (HFCs)/ Building Materials Companies</li> </ul>
1989-90	<ul style="list-style-type: none"> <li>• Launch of Home Loan Account Scheme</li> <li>• Issued Housing Finance Companies (NHB) Directions, 1989</li> <li>• Raised Loan of US\$25m (first tranche) under USAID Govt Housing Guaranty Program</li> </ul>
1990-91	<ul style="list-style-type: none"> <li>• NHB was notified as a Public Financial Institution</li> </ul>
1991-92	<ul style="list-style-type: none"> <li>• Received a Loan Assistance of Yen 2,970 billion from OECF (now JBIC)</li> <li>• Launch of Scheme for Financing Housing Infrastructure</li> </ul>
1992-93	<ul style="list-style-type: none"> <li>• Refinance Schemes for Slum Redevelopment Projects</li> </ul>
1994-95	<ul style="list-style-type: none"> <li>• Launched the issue of Unsecured Bonds</li> <li>• Guidelines for Prudential Norms for HFCs were issued</li> </ul>
1997-98	<ul style="list-style-type: none"> <li>• Launched Golden Jubilee Rural Housing Finance Scheme (GJRHFS)</li> <li>• Issued Tax Free Bonds to finance GJRHFS</li> <li>• Drawn from ADB US\$20m in 1997-98 and US\$30m in 1998-99</li> </ul>
2000-01	<ul style="list-style-type: none"> <li>• First Residential Mortgaged Backed Securitization Issue in the Country</li> <li>• Guidelines for Entry of HFCs into Insurance Business</li> <li>• Refinance Scheme for reconstruction of dwelling units in the earthquake affected areas in Gujarat</li> </ul>
2002-03	<ul style="list-style-type: none"> <li>• Liberalized Refinance Scheme for Housing Loans</li> </ul>
2004-05	<ul style="list-style-type: none"> <li>• First time provided Corporate Guarantee for RMBS</li> </ul>
2005-06	<ul style="list-style-type: none"> <li>• Fraud Management Cell set up to disseminate information on frauds committed on housing loans</li> </ul>
2006-07	<ul style="list-style-type: none"> <li>• NHB RESIDEX was launched (first official residential housing price index)</li> <li>• New Products Developed for unserved and underserved segments of Society <ul style="list-style-type: none"> <li>• Reverse Mortgage Loan for Senior Citizens</li> <li>• Productive Housing in Rural Areas (PHIRA)</li> <li>• Refinance for Top-up loan for Indira Awas Yojana Beneficiaries</li> <li>• Equity Participation in New Rural Housing Finance Companies</li> <li>• Occasional Papers &amp; Discussion Papers Series launched</li> <li>• First Regional Office opened at Hyderabad</li> </ul> </li> </ul>
2007-08	<ul style="list-style-type: none"> <li>• Establishment of Rural Housing Fund (RHF) with NHB</li> <li>• Rural Housing Microfinance was launched</li> </ul>

	<ul style="list-style-type: none"> <li>• NHB-UNESCAP Study on pro-poor housing finance: 7 Asian Countries initiated</li> <li>• MOC with UNHABITAT signed for water and sanitation projects for housing</li> <li>• Home Loan Counselling : Diploma program put in place with IIBF</li> <li>• Three Regional Office opened at Chennai, Bengaluru and Kolkata</li> </ul>
2008-09	<ul style="list-style-type: none"> <li>• 10 New cities added to the NHB RESIDEX</li> <li>• RML Counselling Programme launched and counselling centres opened at four cities</li> <li>• Housing Information Portal (HIP) launched</li> <li>• NHB SUNIDHI and NHB SUVRIDHI, the two term deposit schemes launched</li> <li>• 6th Regional Representative Office gets operational at Ahmadabad</li> </ul>
2009-10	<ul style="list-style-type: none"> <li>• Development of Asia Pacific Union for Housing Finance (APUHF) with other institutions/countries in the South Asia region</li> </ul>
2010-11	<ul style="list-style-type: none"> <li>• NHB disbursements crossed ₹ 12,000 crore mark, an all-time high</li> <li>• Collaboration with KfW, Germany for promotion of Energy Efficient Housing</li> <li>• SKOCH Financial Inclusion Award 2011 for its intervention in rural housing</li> <li>• ADFIAP Award for Development Finance-led Poverty Alleviation for the year 2011</li> <li>• 2 More Regional Representative Offices (RRO's) were opened at Patna and Bhopal taking the count of total RRO's to eight</li> </ul>
2011-12	<ul style="list-style-type: none"> <li>• Refinance Disbursements of ₹14390 Crore in the year 2011-2012 registering an increase of 22% from the year 2010-2011</li> <li>• Disbursement of ₹ 5607 Crore towards Rural Housing which constituted 39% of the total refinance Disbursements</li> <li>• NHB-Residex expanded from January 2012 to cover 5 new cities taking the total number of cities to 20</li> <li>• Credit Risk Guarantee Fund Trust for Low Income Housing (CRGFTLIH) set up on 1st May 2012 to be managed by NHB</li> <li>• The Skoch Financial Inclusion Awards – 2012 conferred to NHB for its project in Energy Efficient New Residential Housing in India in the “Housing” Category</li> <li>• Certificate of Merit for Energy Efficient Housing for year 2012 from Association of Development Financing Institutions in Asia and the Pacific (ADFIAP) awarded to NHB</li> <li>• NHB Conferred with “Best Employer Brand Award” at the IPE BFSI Awards 2012</li> </ul>
2012-13	<ul style="list-style-type: none"> <li>• Refinance Disbursements of ₹17635 Crore in the year 2012-2013 registering an increase of 22% from the year 2011-2012</li> <li>• Three new products developed viz Special Refinance Scheme for Urban Low</li> </ul>

	<p>Income Housing, Refinance Scheme for Installation of Sola Water Heating and Lighting Equipments in homes &amp; Refinance Scheme for Construction Finance for Affordable Housing</p> <ul style="list-style-type: none"> <li>• 10 year tax free bond mobilized including issuance through public issue at an average yield of 6.94%</li> <li>• NHB RESIDEX expanded by 6 new cities viz Chandigarh, Coimbatore, Dehradun, Meerut, Nagpur &amp; Raipur thereby now covering 26 cities</li> <li>• Bank's in-house magazine "Awasthanti" won first prize in the competition organized by Delhi Town Official Language Implementation Committee (TOLIC)</li> </ul>
2013-14	<ul style="list-style-type: none"> <li>• Operating Profit by about 18% and Profit after Tax increased by over 8% from ₹ 450 Crore to ₹ 487 Crore</li> <li>• Total units financed under Golden Jubilee Rural Housing Finance Scheme were 3,83,971 units The total units financed since inception stood at 42,98,863 units</li> <li>• NHB and Department For International Development, DFID of UK have entered into an agreement for DFID's assistance to NHB to the tune of £50 million for promoting affordable housing in eight Low Income States (LIS) as per the terms &amp; conditions mentioned therein which include income, loan size as important parameters</li> <li>• NHB in partnership with World Bank through Government of India, initiated a program to encourage the flow of funds to the urban poor for their housing requirements Under the program, NHB will be receiving loan of US \$100 million (approx) over a period of five years from World Bank which will be used to refinance the retail loans extended by the Primary Lending Institutions (PLIs) which conform to the criteria laid down under the program</li> <li>• NHB entered into a Memorandum of Understanding (MoU) with Indian Green Building Council (IGBC) with respect to promoting Energy Efficient Homes, sharing of information, capacity building, networking in events and meetings and establishing Synergy between "NHB Energy Efficient Homes &amp; IGBC Green Homes"</li> <li>• Mobilised ₹ 4000 crore through issuance of Tax Free Bonds, having benefits under Section 10(15)(iv)(h) of the Income Tax Act, 1961, through public issues/ Private placement for tenors of 10/15/20 years. All the issues were oversubscribed on the first day. The Bonds are listed and tradable on National Stock Exchange</li> </ul>
2014-15	<ul style="list-style-type: none"> <li>• Total assets size of NHB crossed ₹50,000 crore mark in 2014-15.</li> </ul>

	<ul style="list-style-type: none"> <li>• Refinance disbursements scaled a new height of ₹21,847 crore during the year 2014-15, registering an increase of 22.35% over the disbursements of ₹17,856 crore in 2013-14. This was the highest ever annual disbursement made by NHB.</li> <li>• Refinance disbursements of loans upto 10 lakh reached the figure of ₹9,710 crore in the year 2014-15 against ₹6,173 crore in the previous year.</li> <li>• 25.38% of the refinance disbursements were made towards rural housing viz. Rural Housing Fund (RHF) and Golden Jubilee Rural Housing Finance Scheme (GJRHFS).</li> <li>• During 2014-15, 6 Housing Finance Companies (HFCs) have been granted the Certificate of Registration (CoR) under Section 29A of the National Housing Bank Act, 1987, whereby the number of HFCs registered with NHB, increased to 65 as on 30-06-2015.</li> <li>• Implemented the Grievance Registration &amp; Information Database System (GRIDS), 24x7 on-line database system, which facilitates the customer of housing finance company/NHB to lodge a complaint and also track its status.</li> <li>• Implemented Risk Based Internal Audit (RBIA) System.</li> <li>• Has been designated as Central Nodal Agency for the Credit Linked Subsidy Scheme under Pradhan Mantri Awas Yojana.</li> <li>• In-house magazine “Aawas Bharti” was awarded the first prize for 2013-14 by the RBI.</li> <li>• “Aawas Bharti” was also awarded the first prize from Delhi Bank Town Official Language Implementation Committee (TOLIC).</li> </ul>
2015-16	<ul style="list-style-type: none"> <li>• Infusion of capital of Rs.1000 crore by RBI</li> <li>• PAT of Rs.792 crore</li> <li>• NHB, as a Central Nodal Agency (CNA) for implementation of CLSS, signed MoUs with 145 PLIs. As on 30-06-2016, NHB disbursed an interest subsidy of ₹119.53 crore to 57 Primary Lending Institutions</li> <li>• A 24x7 on-line portal was developed and implemented for PLIs to lodge CLSS claims in order to reduce the turnaround time at NHB for processing interest subsidy under CLSS</li> <li>• Three research studies were commissioned during the year</li> </ul>

2016-17	<ul style="list-style-type: none"> <li>• PAT of Rs.848 crore</li> <li>• NHB, as a Central Nodal Agency (CNA) for implementation of CLSS. As on 31-12-2017, NHB disbursed an interest subsidy of ₹1600 crore to 113 Primary Lending Institutions</li> <li>• A 24x7 on-line portal was developed and implemented for PLIs to lodge CLSS claims in order to reduce the turnaround time at NHB for processing interest subsidy under CLSS</li> </ul>
2017-18	<ul style="list-style-type: none"> <li>• Launched the revamped NHB RESIDEX and now covers 50 cities</li> <li>• The Finance Act, 2018 amended certain provisions of the National Housing Bank Act, 1987, inter alia, enabling transfer of share capital of NHB from Reserve Bank to Central Government</li> <li>• Government of India announced the establishment of Affordable Housing Fund in NHB</li> <li>• Cumulative Refinance Disbursements crossed ₹2 lakh crore mark</li> </ul>

#### • **Capital Structure of the Bank**

Under the NHB Act, 1987, the authorized and paid-up capital of the National Housing Bank shall be one hundred crore of rupees and shall be subscribed by the RBI. It was also provided that, the Central Government can increase the authorized capital to ₹ 500 crore and such increased capital was also required to be subscribed by RBI. In terms of this provision, the capital was increased to ₹ 350 crore which was subscribed by RBI. NHB Act was amended by Act No 15 of 2000, which inter-alia provided increase in authorized capital of NHB up to ₹ 2000 crore. The increased capital can be subscribed by RBI, Central Government, Scheduled Banks, Public Financial Institutions, Housing Finance Institutions or such other Institutions as may be approved by the Central Government. However no increase in the issued capital shall be made in such a manner that the RBI, the Central Government, Public Sector Banks, Public Financial Institutions or other institutions owned or controlled by the Central Government, hold in aggregate at any time, less than fifty one per cent of issued capital of the National Housing Bank. The authorized capital was increased to ₹ 450 crore in the year 2002-03 and the increase in the capital of ₹ 100 crore was also subscribed by RBI. The authorized capital was further increased to ₹ 1450 crore in the year 2015-16 and increase in the capital of ₹ 1000 crore was also subscribed by RBI.

#### • **Details of Share Capital as on June 30, 2018**

Share Capital	[₹ in Crore]
(A) Authorized Share Capital	1450.00
(B) Issued, Subscribed and Paid-up Share Capital (Wholly subscribed by Reserve Bank of India)	1450.00

**Changes in capital structure of the Bank as on June 30,2018-** Capital has increased from Rs.450 crore to Rs.1450 crore in February, 2016 due to capital infusion of Rs.1000 crore by RBI.

- Share Capital History of the Bank since inception:**

[₹ in Crore]

Sr No	Year	Amount	Cumulative Share Capital
1	1988-89	100.00	100.00
2	1989-90	50.00	150.00
3	1990-91	50.00	200.00
4	1991-92	50.00	250.00
5	1995-96	50.00	300.00
6	1997-98	50.00	350.00
7	2002-03	100.00	450.00
8	2003-04	-	450.00
9	2004-05	-	450.00
10	2005-06	-	450.00
11	2006-07	-	450.00
12	2007-08	-	450.00
13	2008-09	-	450.00
14	2009-10	-	450.00
15	2010-11	-	450.00
16	2011-12	-	450.00
17	2012-13	-	450.00
18	2013-14	-	450.00
19	2014-15	-	450.00
20	2015-16	1000.00	1450.00
21	2016-17	-	1450.00
22	2016-17	-	1450.00
23	2017-18	-	1450.00
	<b>Total</b>	<b>1450.00</b>	<b>1450.00</b>

- Details of any Acquisition or Amalgamation in the last one year: None**
- Details of any reorganization or reconstruction in the last one year: None**
- Details of Shareholding of NHB as on June 30, 2018**
  - Share holding pattern** - The entire share capital of National Housing Bank has been subscribed by Reserve Bank of India
  - List of top ten holders of equity shares:**

Sr No	Shareholder(s)	Share Capital ( ₹ Crore)	Percentage (%)
1	Reserve Bank of India	1450.00	100%

#### **4 Details of the Directors of the National Housing Bank:**

- Details of the Current Directors (as on 30-June-2018)**

The Board of Directors of the National Housing Bank is appointed in accordance with section 6 of the National Housing Bank Act, 1987. The existing Board of Directors of the Bank is as follows:

<b>Sr. No.</b>	<b>Name of Director</b>	<b>Appointed to Board since (dd/mm/yyyy)</b>	<b>DIN</b>	<b>Other Companies in which Directorships Held</b>	<b>Age</b>
1	Shri Sriram Kalyanaraman*	13/07/2015	NA	NA	55 Years
2	Shri Kamalkishore C. Jani	06/04/2017	02535299	i. Gujarat Heavy chemicals Limited ii. Hindustant teleprinters Limited iii. TFS Business Advisors India Private Limited	64 Years
3	Dr. Charan Singh	08/05/2017	07619408	i. NABFINS	58 Years
4	Dr. Prasanna Kumar Mohanty	27/04/2018	02493537	i. Director in RBI	64 Years
5	Shir Pankaj Jain, IAS,	10/06/2016	00675922	i. Meghalaya Basin Management Agency ii. Meghalaya Infrastructure Development and Finance Corp. Ltd iii. IDBI Bank iv. EXIM Bank v. IIFCL vi. IIFC (UK) vii. MUDRA Bank viii. National Credit ix. Guarantee Trustee Company Ltd x. SIDBI	52 Years
6	Shri Prasant Kumar, IFS	01/05/2017	06364793	NIL	58 Years
7	Shri Vivek Aggarwal, IAS	04/01/2018	02490890	i. MP Road Development Corporation Ltd ii. MP Jal Nigam Maryadit iii. MP Urban Development Co. Ltd iv. MP Metro Rail Co. Ltd.	47 Years



8	Shri Nitin Ramesh Gokarn, IAS	20/03/2018	0761969 1	i. Lucknow Metro Rail Corporation Ltd	54 Years
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\*W.e.f. 14/8/2018, Shri Sriram Kalyanaraman, has ceased to be MD&CEO and in his place Ms Dakshita Das, Additional Secretary, Department of Financial Services, Ministry of Finance, Government of India, has taken over additional charge as MD&CEO of the Bank.

• **Details of change in directors since last 3 years -**

***During the year July 1, 2015 to June 30, 2016***

Sl No	Name of the Director and Designation	Date of Appointment	Date of Retirement/ Resignation
1	Shri. Mohammad Mustafa, IAS Joint Secretary, DFS, Ministry of Finance	13-05-2014	12-07-2015
2	Shri. G. M. Rao, Group Chairman, GMR Group	30-11-2011	22-07-2015
3	Shri. Sanjeev Kumar, IAS Joint Secretary (RAY) to Government of India & Mission Director	25-09-2013	14-03-2016
4	Shri. Rajiv Sadanandan, IAS Joint Secretary, Ministry of Rural Development	07-08-2015	06-05-2016
5	Shri Alok Tandon, IAS Joint Secretary to Govt. of India, DFS, Ministry of Finance	09-06-2014	09-06-2016

***During the year July 1, 2016 to June 30, 2017***

Sl No	Name of the Director and Designation	Date of Appointment	Date of Retirement/ Resignation
1	Dr. Urjit R. Patel, Deputy Governor, RBI	19-01-2015	22-09-2016
2	Shri. R. Gandhi, Deputy Governor, RBI	23-09-2016	16-04-2017
3	Shri. Sadakant, IAS Principal Secretary to the Govt. of Uttar Pradesh (Housing and Urban Planning Deptt)	23-07-2015	19-05-2017

***During the year July 1, 2017 to June 30, 2018***

Sl No	Name of the Director and Designation	Date of Appointment	Date of Retirement/ Resignation
1	Sh. Malay Shrivastava, Principal Secretary, Urban Development & Housing Department,	23-07-2015	3-01-2018

	Government of Madhya Pradesh		
2	Shri Rajiv Ranja Mishra, Additional Secretary, Ministry of Housing and Urban Affairs, Govt. of India	15-03-2016	5-03-2018
3	Shri B. P. Kanungo, Deputy Governor, Reserve Bank of India	17-04-2017	26-04-2018
4	Dr. Rajiv Kumar, Founding Director, Pahle India Foundation, New Delhi	19-04-2017	27-09-2017
5	Shri Vivek Aggarwal, Principal Secretary, Urban Development & Housing Department, Government of Madhya Pradesh,	4-01-2018	
6	Shri Mukul Singhal, Principal Secretary, Housing & Urban Planning Department, Uttar Pradesh Secretariat, Government of Uttar Pradesh	20-05-2017	17-03-2018
7	Shri Nitin Ramesh Gokarn, Principal Secretary, Housing & Urban Department, Uttar Pradesh Secretariat,	20-03-2018	22-07-2018
8	Dr. Prasanna Kumar Mohanty, Ex-Chief Secretary, Govt. of Andhra Pradesh	7-03-2018	

## 5 Details of the Auditors of NHB

Name	Address	Auditors since
M/s S.N.Nanda & Co. Chartered Accountants	C-43, Pamposh Enclave, Greater Kailash-I New Delhi-110048	Appointed as the Statutory Auditors for years 2015-16, 2016-17 and 2017-18.
M/s Bansal & Co LLP Chartered Accountants	A-6, Maharani Bagh New Delhi 110065	Appointed as Statutory Auditors from Year 2018-19.

**Details of change in auditor since last three years:** As above

## 6 Details of borrowings as on June 30, 2018

***(a) Secured Loan Facilities***

**Collateralized Borrowing and Lending Obligation (CBLO)**

The Bank borrows under CBLO which is an RBI approved Money Market Instrument backed by gilts as collaterals. The outstanding borrowing under CBLO window **as on June 30, 2018** stood at ₹ 2868.68 crore with repayment date as July 02, 2018.

***(b) Unsecured Loan Facilities***

**Borrowing Of NHB from Reserve Bank of India**

<b>Borrowing particulars</b>	<b>Type of Facility/ Instrument</b>	<b>Amount outstanding as on 30.06.2018</b>	<b>Date(s) of Redemption</b>
Reserve Bank of India	General Line of Credit	2.61 Crore	Repayable in 15 equal yearly instalments. Period of loan will be 18 years inclusive of the moratorium period of 3 years from the date of execution of the Agreement

**Lines of Credit**

<b>Counterparty/ Instrument</b>	<b>Type of Facility/ Instrument</b>	<b>Amt Sanctioned/ Issued</b>	<b>Amt availed as on 30.06.2018</b>	<b>Validity of Line of Credit</b>	<b>Secured/ Unsecured</b>
HDFC BANK	Line of Credit	1000	Nil*	31.03.2019	Unsecured
State Bank of India	Line of Credit	500	500	22.02.2019	Unsecured
Bank of Nova Scotia	Line of Credit	200	NIL	31.03.2019	Unsecured
		1700	500		

\*Rs.400 Crore Loan Against Deposit is outstanding.

**Term Loans**

<b>Counterparty/ Instrument</b>	<b>Type of Facility/ Instrument</b>	<b>Amt Sanctioned/ Issued</b>	<b>Principal Amt Outstanding</b>	<b>Maturity Date</b>	<b>Secured/ Unsecured</b>
State Bank of India	Short Term Loan	500	500	05-Jul-18	Unsecured
Punjab National Bank	Short Term Loan	500	500	05-Jul-18	Unsecured
Union Bank	Short Term Loan	1000	1000	05-Jul-18	Unsecured
Syndicate Bank	Short Term Loan	1500	1500	05-Jul-18	Unsecured
Indian Bank	Short Term Loan	500	500	02-Jul-18	Unsecured
		4000	4000		

***(c) Details of NCDs as on June 30, 2018***

Debtenture Series	Tenor (Yrs)	Coupon	Amt O/s (₹ Cr)	Date of Allotment	Date of Maturity	Credit Rating	Secured/Unsecured
SS PS BOND 1997-98	24.20	10.53%	30.80	31-Mar-98	10-Jun-22	AAA	Unsecured
SS PS BOND 1998-99	23.33	10.53%	44.70	10-Feb-99	10-Jun-22	AAA	Unsecured
SS PS BOND 1999-00	22.50	9.79%	66.90	16-Dec-99	10-Jun-22	AAA	Unsecured
SS PS BOND 2001-02	23.42	7.84%	58.90	28-Mar-02	10-Sep-25	AAA	Unsecured
ZCB SUMERU Bond 2018	10.00	8.65%	729.61	24-Dec-08	24-Dec-18	AAA	Unsecured
ZCB SUMERU Bond 2019	10.00	9.03%	287.02	31-Mar-09	31-Mar-19	AAA	Unsecured
719% NHB TF Bond Series I	10.00	7.19%	126.00	14-Dec-12	14-Dec-22	AAA	Secured*
7.17% NHB TF Bonds 2023 - II	10.00	7.17%	110.00	01-Jan-13	01-Jan-23	AAA	Secured*
6.87% NHB TF Bonds 2023 - III	10.00	6.87%	125.00	6-Feb-13	6-Feb-23	AAA	Secured*
6.89% NHB TF Bonds 2023 - IV	10.00	6.89%	82.90	22-Mar-13	22-Mar-23	AAA	Secured*
6.82% NHB TF Bonds 2012-13 [Public Offer]	10.00	6.82%	196.23	26-Mar-13	26-Mar-23	AAA	Secured*
8.01% NHB Tax Free Bonds 2023 Series-V	10.00	8.01%	17.00	30-Aug-13	30-Aug-23	AAA	Secured*
8.46% NHB Tax Free Bonds 2028 Series-V	15.00	8.46%	883.00	30-Aug-13	30-Aug-28	AAA	Secured*
Public Issue NHB TF Bonds 2013-14-Tranch I	10/15/20	8.26% - 9.01%	2100.00	13-Jan-14	13-Jan-24 13-Jan-29 13-Jan-34	AAA	Secured*
Public Issue NHB TF Bonds 2013-14 Tranche II	10/15/20	8.25%- 8.93%	1000.00	24-Mar-14	24-Mar-24 24-Mar-29 24-Mar-34	AAA	Secured*
7.59% NHB Bonds	12/03/21	7.59%	2000.00	12-Mar - 18	12-Mar-21	AAA	Unsecured
<b>Total</b>			<b>7858.06</b>				

\* The Bonds are secured by way of first pari passu charge on the specific book debts of the Bank

**List of Top Ten Bond Holders (as on June 30, 2018)**

Sr No	Name	Address	Amount (₹ in crs)
1.	SHREE CEMENT LTD	21 Strand Road, Kolkata-700001	210.74
2.	HDFC TRUSTEE COMPANY LTD-HDFC FLOATING RATE INCOME FUND A/C LONG	HDFC BANK LTD CUSTODY SERVICES, LODHA I THINK TECHNO CAMPUS OFF, FLR 8 NEXT TO KANJURMARG RLY STN, KANJURMARG - E, MUMBAI	175.00

	TERM PLAN		
3.	CANARA BANK	TREASURY & INVESTMENT DIVISION, INTEGRATED TREASURY WING, 6TH FLOOR, CANARA BANK BLDG, BKC, MUMBAI	136.20
4.	ITC LIMITED	VIRGINIA HOUSE, 37 J L NEHRU ROAD, KOLKATA	131.89
5.	HINDUSTAN UNILEVER LIMITED SECURITISATION OF RETIREMENT BENEFIT TRUST	UNILEVER HOUSE, B D SAWANT MARG, CHAKALA ANDHERI (EAST), MUMBAI	100.00
6.	BANK OF INDIA	TREASURY BRANCH, HEAD OFFICE, STAR HOUSE, 7TH FLOOR, C-5, 'G' BLOCK, BANDRA KURLA COMPLEX, MUMBAI	92.10
7	STATE BANK OF INDIA	SBI SG Global Secu. Serv. P. L., Jeevan Seva Bldg.Gr. Floor, S.V. Road, Santacruz MUMBAI	88.00
8	PIONEER INDEPENDENT TRUST	IL AND FS SEC SER LTD, CUSTODIAL SER DIVISION PLOT NO 14 RAHEJA VIHAR CHANDIVLI, MUMBAI	84.80
9	HOUSING DEVELOPMENT FINANCE CORPORATION LIMITED	HDFC BANK LTD CUSTODY SERVICES, LODHA I THINK TECHNO CAMPUS OFF, FLR 8 NEXT TO KANJURMARG RLY STN, KANJURMARG – E, MUMBAI	75.00
10	BIRLA SUN LIFE TRUSTEE COMPANY PRIVATE LIMITED A/C BIRLA SUN LIFE FIXED TERM PLAN - SERIES KE	CITIBANK N.A. CUSTODY SERVICES, FIFC- 11TH FLR, G BLOCK, PLOT C-54 AND C-55, BKC, MUMBAI	74.30

- **Corporate Guarantee issued by NHB**

No corporate guarantee outstanding as on 30.06.2018

- **Details of Commercial Paper as on 30 June, 2018**

No CP was outstanding as on 30/06/2018

- **Details of Rest of the borrowings outstanding as on June 30, 2018**

### **Foreign Borrowings**

#### **(i) USAID:**

Under the Housing Guarantee Programme of USAID, NHB had raised a loan in the US Capital Market in the year 1990-91. The foreign currency funds received under USAID programme has been parked with the Government of India against rupee funds made available by the Government to NHB, the outstanding of which as on 30.06.2018 was at USD 3.75 million (Rs. 25.98 crore after revaluation). The loan is guaranteed by the Government of India (GOI). The loan is repayable in half yearly instalments by 2021.

#### **(ii) ADB:**

NHB had borrowed US Dollar 120 million from Asian Development Bank (ADB) in two tranches of USD 100 million and USD 20 million during the year 1997 and 2002, respectively. These loans are guaranteed by the Government of India. The Balance outstanding as on 30.06.2018 was USD 35.07 million (Rs. 241.57 crore after revaluation). The loans are repayable in half yearly instalments by 2022 and 2025 respectively.

#### **(iii) KfW:**

NHB has borrowed Euro 50 million from KfW, Germany for promotion of Energy Efficient New Residential Housing in India. The balance outstanding as on 30.06.2018 was Euro 31.01 million (Rs. 247.32 crore after revaluation). The loan is guaranteed by the Government of India and it is repayable in instalments till December 2050.

#### **(iv) DFID:**

NHB has entered into a collaboration with Department of International Development, Government of UK for a project namely "Making affordable housing market work for a faster and sustained economic growth" in eight low income states of the country. The Bank has drawn the entire loan amount of £ 40 million. The loan is repayable in eight equated half-yearly instalments starting June, 2017. The balance outstanding as on 30.06.2018 was GBP 27.29 million (Rs. 245.68 crore after revaluation)

#### **(v) World Bank:**

NHB has entered into an Agreement with World Bank (WB) on August 14, 2013 followed by subsidiary loan agreement with Government of India on October 04, 2013 for Low Income Housing Finance Project of Special Drawing Rights (SDR) 66.10 million (USD 100 million equivalent) Under this line of credit, World Bank will make disbursements to Government of India (GoI) and GoI in turn would on-lend the rupee equivalent to NHB. As on June 30, 2018 the World Bank has released eligible claims to the extent of Rs. 579.61 crore (equivalent to SDR 63.22 million/USD 89.05 million) to Government of India. Out of which, the Bank has received ₹515.88 crore as on June 30, 2018 and the balance amount of ₹63.73 crore have been shown in the books of the Bank as receivable from Government of India. As on June 30, 2018 the loan outstanding is ₹605.23 crore (after revaluation) (equivalent to SDR 63.22 million/USD 89.05 million).

### **Public Deposit Scheme**

NHB had launched two deposit schemes in December, 2008 namely “SUNIDHI Term Deposit Scheme” & “SUVRIDDI Tax Saving (u/s 80 C of IT Act) Term Deposit Scheme” Deposits under the Sunidhi Scheme are accepted for a period of 12 Months/24 Months/36 Months/60 Months Deposits and under the Suvriddhi Scheme are accepted for a fixed period of 60 months The total deposit outstanding under both the schemes is ₹ 194.34 Crore as on 30<sup>th</sup> June, 2018. The Bank has decided not to accept or renew any deposit w.e.f 1st August 2017.

### **Rural Housing Fund (RHF)**

Rural Housing Fund, with contributions from scheduled commercial banks not achieving their priority sector lending obligations was set up with National Housing Bank (NHB) during the year 2008-09 to enhance its refinancing operations to the rural housing sector undertaken for people falling under the Weaker Sections category The year wise amount received under RHF is as under:

**(Amount in crore)**

Year	Allocation	Amount Received	Year of Maturity	Outstanding (as on 30.06.2018)
2008-09	2,000.00	1,778.18	2015-18	0.00
2009-10	2,000.00	2,000.00	2016-17	0.00
2010-11	2,000.00	2,000.00	2017-18	0.00
2011-12	3,000.00	3,000.00	2018-19	3,000.00
2012-13	4,000.00	4,000.00	2019-20	4,000.00
2013-14	6,000.00	6,000.00	2020-21	6,000.00
2014-15	8,000.00	8,000.00	2021-22	8,000.00
2016-17	6,000.00*	4,500.00*	2023-24	4,500.00
2017-18	-	-	-	-
<b>Total</b>	<b>33,000.00</b>	<b>31,278.18</b>		<b>25,500.00</b>

\*₹1500 crore (4<sup>th</sup> instalment) of RHF converted into UHF vide RBI letter no. FIDD.CO.Plan2199/04.09.62/2017-18 dated January 18, 2018

### **Fund for affordable Housing to Urban Poor/EWS/LIG (UHF):**

During 2013-14, Urban Housing Fund (UHF) with contributions from scheduled commercial banks, as allocated by Reserve Bank of India, was set up with NHB to augment its resources and improve credit availability. This Fund enhances refinancing operations to the urban housing sector and to meet the housing needs of the people in lower income segments residing in urban areas. The same has now been renamed as Fund for Affordable Housing to Urban poor/EWS/LIG. Till June 30, 2018 the Bank has received total amount of 10,500 crore. The year wise amount received under UHF is as under:

**(Amount in crore)**

Year	Allocation	Amount Received	Year of Maturity	Outstanding
------	------------	-----------------	------------------	-------------

				(as on 30.06.2018)
2013-14	2,000.00	2,000.00	2020-21	2,000.00
2014-15	4,000.00	4,000.00	2021-22	4,000.00
2016-17	4,500.00*	4,500.00	2023-24	4,500.00
2017-18	-	-	-	-
<b>Total</b>	<b>10,500.00</b>	<b>10,500.00</b>		<b>10,500.00</b>

No allocation was made by GoI for the year 2015-16.

\*₹1500 crore (4<sup>th</sup> instalment) of RHF converted into UHF vide RBI letter no. FIDD.CO.Plan2199/04.09.62/2017-18 dated January 18, 2018

### Affordable Housing Fund (AHF)

Following the announcement made in the Union Budget 2018-19, RBI vide its letter no. FIDD.CO. Plan 38/04.09.63/2018-19 dated July 04, 2018 has established an Affordable Housing Fund (AHF) with a corpus of ₹10,000 crore. The corpus of the Fund shall be contributed by scheduled commercial banks having shortfall in achievement of their priority sector lending obligations as decided by Reserve Bank of India from time to time. The purpose of the Fund shall be to enhance refinancing operations of NHB to the affordable housing segment. The 1<sup>st</sup> tranche of ₹2,500 crore (25% of the total allocation) under AHF has been received on 06<sup>th</sup> August, 2018.

(Amount in crore)

Year	Allocation	Amount Received	Year of Maturity	Outstanding (as on 30.09.2018)
2018-19	10,000.00	2500.00	06-08-2025	2500.00
<b>Total</b>	<b>10,000.00</b>	<b>2500.00</b>		<b>2500.00</b>

- ***Details of all default/s and/or delay in payments of interest and principal of any kind of term loans, debt securities and other financial indebtedness including corporate guarantee issued by the Bank, in the past 5 years:*** - No instance of default in payment of interest/ additional due and principal repayments
- ***Details of any outstanding borrowings (as on June 30, 2018) taken/ debt securities issued where taken / issued (i) for consideration other than cash, whether in whole or part, (ii) at a premium or discount, or (iii) in pursuance of an option;***



- NHB Zero Coupon Bonds (Sumeru) aggregating to 7,50,000 Bonds were issued on 24.12.2008 at a discount price of ₹ 4360.19 per Bond of Face Value ₹ 10,000/- maturing on 24.12.2018
- NHB Zero Coupon Bonds (Sumeru) aggregating to 3,00,000 Bonds were issued on 31.03.2009 at an average discount price of ₹ 4212.445 per Bond of Face Value ₹ 10,000/- maturing on 31.03.2019
- NHB Tax Free Bond 2022 Series I, aggregating to 1260 Bonds issued on 14.12.2012 with coupon rate 7.19% with Face Value ₹10,00,000/- at a premium of ₹100/- per Bond; maturing on 14.12.2022
- NHB Tax Free Bond 2023 Series II, aggregating to 1100 Bonds issued on 01.01.2013 with coupon rate 7.17% with Face Value ₹10,00,000/- at a premium of ₹100/- per Bond; maturing on 01.01.2023
- NHB Tax Free Bond 2023 Series III, aggregating to 1250 Bonds issued on 06.02.2013 with coupon rate 6.87% with Face Value ₹10,00,000/- at a premium of ₹100/- per Bond; maturing on 06.02.2023
- NHB Tax Free Bond 2023 Series IV, aggregating to 829 Bonds issued on 22.03.2013 with coupon rate 6.89% with Face Value ₹10,00,000/- at a premium of ₹100/- per Bond; maturing on 22.03.2023
- NHB Tax Free Bond 2028 Series V, aggregating to 8830 Bonds issued on 30.08.2013 with coupon rate 8.46% with Face Value ₹10,00,000/- at a aggregate premium of ₹731.05 per Bond; maturing on 30.08.2028
- NHB Tax Free Bond 2023 Series V, aggregating to 170 Bonds issued on 30.08.2013 with coupon rate 8.01% with Face Value ₹10,00,000/- at a aggregate premium of ₹ 264.71 per Bond; maturing on 30.08.2023
- ***Details of Promoters of the Company-*** NHB is wholly owned by the Reserve Bank of India
- ***Abridged version of Audited Financial Information (like Profit & Loss statement, Balance Sheet and Cash Flow statement) for at least last three years and auditor qualifications, if any – Annexure “A”***
- ***Abridged version of Latest Audited Yearly Financial Information (like Profit & Loss statement, and Balance Sheet) and auditor’s qualifications, if any - Annexure “B”***
- ***Any material event/ development or change having implications on the financials/credit quality (ex any material regulatory proceedings against the Issuer/promoters, tax litigations resulting in material liabilities, corporate restructuring event etc.) at the time of issue which may affect the issue or the investor’s decision to invest / continue to invest in the debt securities -***

The details of cases whose decision may have implications on the financials/credit quality at the time of issue which may affect the issue or the investor's decision to invest / continue to invest in the debt securities issued by NHB:

1. *"Pursuant to the Judgement of the Hon'ble Supreme Court setting aside the decree passed by the Hon'ble Special Court in Suit No. 2 of 1995 and the directions given by Department of Financial Services (DFS), Government of India, NHB had paid an amount of Rs. 236.78 crore to SBI. In July, 2016, SBI has filed an Application before the Hon'ble Special Court claiming interest @19% on Rs. 236.78 crore. NHB has denied the above claim of SBI and prayed for dismissal of the Application as SBI is not adhering to the directions of DFS. Further, as per the directions of DFS, NHB has to receive an amount of Rs. 353.78 crore from SBI as determined by RBI and interest thereon, for which NHB has filed a counter-claim.*
2. *Also, NHB has filed two Applications before Special Court post the aforesaid setting aside order of Hon'ble Supreme Court. One is Miscellaneous Application 62 of 2016 lodging its claim with the Custodian for return of Rs.94.20 crore, which was deposited with the Custodian earlier in terms of direction of the Special Court. The said Application has been disposed off in favour of NHB. Another Miscellaneous Petition No.2 of 2016 has been filed before Special Court for recovery of balance i.e. Rs. 55.18 crore from Standard Chartered Bank (SCB) based on the Letter of Indemnity dated 01.10.1993 given by SCB. The same is pending for adjudication.*
3. *As per the understanding between NHB and SCB in another security transaction, NHB is also entitled to a share in the amount realized by SCB in the said decree. The amount will be shared in a proportion inverse to the proportion in which the amount of Rs.1645.87 crore was shared between NHB and SCB, after the same is received by SCB. The Hon'ble Supreme Court of India vide order dated 02.05.2017 passed by in Civil Appeal No.6326 of 2010 directed the Custodian for release of Rs.506.53 crore in favour of SCB. Till date SCB has received a sum of Rs.300.11 crore vide order dated 08.09.2017 in Report of the Custodian No.4 of 2017. However, these amounts will be accounted for on actual receipts. "*

#### **INFORMATION RELATING TO THE TERMS OF OFFER:**

- ***Details of debt securities issued and sought to be listed including face value, nature of debt securities mode of issue i.e. public issue or private placement***

Nature of Securities	Unsecured Redeemable Non-Convertible Bonds in the nature of Debentures
Mode of Issue	Private placement
Face Value	₹10,00,000 (Rupees Ten Lakhs only) per Bond
Minimum Subscription	1 bonds and then in multiple of 1 bonds
Issue Price per Bond	₹10,00,000 (Rupees Ten Lakhs only) per Bond

- ***Issue Size:*** Bonds of face value ₹10,00,000/- each will be issued aggregating ₹ 500 crore with an option to retain oversubscription of upto bonds of face value ₹ 10,00,000/- each aggregating ₹ 500 crore (Allotted ₹ 235 crore) under green shoe option.

- **Object of the Issue:** To mobilize long term resources for providing financial assistance for housing or for any other purpose as laid down in the NHB Act, 1987 and as amended from time to time
- **Details of utilization of the issue proceeds:** The proceeds will be utilized for normal business activities of NHB and for such other purposes as may be decided by NHB's Board and as permissible under the NHB Act, 1987.
- **Material contracts, agreements and documents:**
  - Board Resolution approving resource budget of NHB for the year 2018-19
  - Approval of ALCO for raising resource by issuance of the subject Bonds
  - Consent from the Trustees to the Bond-holders and Registrars to the Issue referred to in this Offer Document to act in their respective capacities
  - Balance Sheet of the Bank for the period ended June 30, 2018
  - Copy of letter from CARE Ratings and India Ratings giving the credit rating to the Bonds to be issued by NHB
  - Copy of Tripartite agreement dated June 19, 2002 between NHB, National Securities Depository Limited and Beetal Financial & Computer Services (P) Ltd
- **Redemption amount, period of maturity, yield on redemption:**

Name of Security	8.14% NHB Bonds DEC 2021
Redemption Value	₹ 10,00,000/-
Maturity Date	27-Dec-2021
Yield on Redemption	8.14% pa

## **Security**

The Bonds issued under this Disclosure document are Unsecured, Redeemable, Non-Convertible Bonds in the nature of Debentures and will constitute direct obligation of NHB and rank pari passu inter se

- ***Deemed Date of Allotment***

Deemed date of allotment will be as per the terms of the Bond Issue. All the benefits under the Bonds will accrue to the investor(s) from the deemed date of allotment

- ***An undertaking that the issuer shall use a common form of transfer:***

The securities will be issued in a de-materialized ("Demat") form

- ***Issue of Bonds in Dematerialised Form***

NHB shall issue bonds in dematerialized form and has made necessary arrangements with National Securities Depository Limited (NSDL) for the same Investors shall hold the Bonds in dematerialised form and deal with the same as per the provisions of Depositories Act, 1996 and rules made there under, as amended from time to time Investors should, therefore mention their Depository Participant's name, DP-ID and Beneficiary Account Number at the appropriate place in the application form NHB shall take necessary steps to credit the Bonds allotted to the Depository Account of the investor with the amount of debenture issued

- ***The names of the debenture trustee(s) shall be mentioned with a statement to the effect that debenture trustee(s) has given his consent to the issuer for his appointment under regulation 4 (4) and also in all the subsequent periodical communications sent to the holders of debt securities***

IDBI Trusteeship Services Limited have given their consent for their appointment as the Debenture Trustees to the present issue under regulation 4 (4) and also in all the subsequent periodical communications sent to the holders of debt securities

- ***The detailed rating rationale (s) adopted (not older than one year on the date of opening of the issue)/ credit rating letter issued (not older than one month on the date of opening of the issue) by the rating agencies shall be disclosed***

CARE Ratings has assigned a rating of "CARE AAA/Stable" (pronounced "CARE Triple A") the highest degree of safety regarding timely servicing of financial obligations Such instruments carry lowest credit risk

INDIA Ratings & Research has assigned a rating of " IND AAA/Stable" (pronounced " IND Triple A) the highest degree of safety regarding timely servicing of financial obligations Such instruments carry lowest credit risk

- ***Names of all the recognised stock exchanges where the debt securities are proposed to be listed clearly indicating the designated stock exchange***

The Bonds are proposed to be listed on the Wholesale Debt Market segment of National Stock Exchange of India Limited.

- ***Mode of Transfer/ Transmission of Bonds***

The Bond(s) now being issued shall be transferable and/or transmittable in accordance with the applicable provisions of law including National Housing Bank Act and be subject to the same restrictions and limitations as per the National Housing Bank (Issue and Management of Bonds) Regulations, 1989. The bonds shall be transferred subject to and in accordance with the rules/procedures relating to transfer/transmission of bonds as prescribed by the NSDL and any other applicable laws and rules notified in respect thereof. The depository – NSDL will affect the necessary transfers. The concerned depositories shall inform the Registrars about the rightful owners of the bonds for payment of interest and principal amount. In case of transfer from one Demat holder to another Demat holder, the seller will give delivery instructions containing details of the buyer's DP account to his Depository Participant.

- ***Basis of Allocation / Allotment***

The basis of allocation / allotment of Bonds issued under this will be decided by the Issuer. The Issuer reserves the right to reject in full or partly any or all the offers received by them to invest in these Bonds without assigning any reason for such rejections.

- ***Interest on Application Money***

Interest at the 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. Such interest shall be paid 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. The interest on application money will be computed as per Actual/ Actual day count convention. Such interest would be paid on all valid applications, including the refunds. Where the entire subscription amount has been refunded, the interest on application money will be paid along with the Refund Orders. Where an applicant is allotted lesser number of Bonds than applied for, the excess amount paid on application will be refunded to the applicant along with the interest on refunded money. The interest cheque(s)/ demand draft(s) for interest on application money (along with Refund Orders, in case of refund of application money, if any) shall be dispatched by the Issuer within 15 days from the Deemed Date of Allotment and the relative interest warrant(s) along with the Refund Order(s), as the case may be, will be dispatched by registered post to the sole/ first applicant, at the sole risk of the applicant.

- ***Interest / Coupon Rate***

The Investor as on the relevant record date will receive interest at the rate specified as per the details provided in the respective Term Sheet to the Disclosure Document.

- ***Computation of Interest***

Interest will be computed as per provisions of SEBI circular dated 11.11.2016, on the face value of principal outstanding on the Bonds at the respective coupon rate rounded off to the nearest Rupee

- ***Payment of Interest***

The interest will be payable to the Beneficiaries as per the Beneficiary list (in respect of the Bonds) provided by the Depository as on the Record Date. The interest payment shall be made at such frequency as mentioned in the Term Sheet to the Disclosure Document, except at the time of redemption when the interest shall be paid on the date of redemption

- ***Record Date and shut period***

Record date of interest shall be 15 calendar days prior to each interest payment date or the date of Redemption as the case may be. For instance, in case the interest payment is due on March 15<sup>th</sup>, the record date will be February 28<sup>th</sup> PP.

- ***Deduction of Tax at Source (TDS)***

Tax applicable under the Income tax Act, 1961 or under any other statutory modification or re-enactment thereof will be deducted at source. Tax exemption certificate/document under Income tax Act, 1961, if any, must be lodged in duplicate at the office of the Issuer at least 15 days prior to the interest payment date. Tax exemption certificate, if any, in respect of non-deduction of tax on interest on Application Money, must be submitted along with the Application Form to the satisfaction of the Issuer.

Prospective investor is advised to consult his/its tax advisor before investing in the Bonds to be issued by NHB regarding deduction of tax at source and the requisite declaration forms to be submitted.

- ***Redemption & Payment on Redemption***

The Bonds shall be redeemed at face value/such price, at the expiry of the respective tenor as may be specified in the Term Sheet. Payments towards repayment of principal or interest will be made by the NHB directly to the Bond Holders as per the list of Beneficiaries provided by the Depositories to NHB as of the Record Date. The Bonds shall be taken as discharged on payment of the redemption amount and the liability of NHB shall stand extinguished. These Bonds will be simultaneously extinguished through appropriate debit corporate action. On such payment being made, NHB will inform the depositories and accordingly the account of the Bondholders with depositories will be adjusted.

- ***Additional Covenants***

- ***Default in Payment:*** In case of default in payment of Interest and/or principal redemption on the due dates, additional interest at the minimum rate prescribed by SEBI over the coupon rate will be payable by the Issuer for the defaulting period

- ***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 at the minimum rate prescribed by SEBI over the coupon rate from the expiry of 30 days from the deemed date of allotment till the listing of such debt securities to the investor

- ***Debenture Redemption Reserve (DRR)***

No Debenture Redemption Reserve is required to be created for the issue

- ***Issue/Instrument specific regulations***

The proposed issue will be governed by the provisions of the National Housing Bank Act, 1987 read with National Housing Bank (Issue and Management of Bonds) Regulations, 1989, as amended from time to time. The proposed issue is also in accordance with RBI Master Circular on Resource Raising Norms for Financial Institutions dated July 02, 2012

- ***Depository Arrangement***

The Bank has appointed Beetal Financial & Computer Services (P) Limited as Registrars and Transfer Agents for Bond Issuance NHB has entered into depository arrangements with National Securities Depository Limited (NSDL).

NHB has signed tripartite agreement dated June 19, 2002 with, National Securities Depository Limited (NSDL) and the Registrar viz M/s Beetal Financial & Computer Services (P) Limited.

- ***Effect of Holidays***

Should any of the dates defined above or elsewhere in the Offer Document, excepting the Deemed Date of Allotment, fall on a Saturday, Sunday or a Public Holiday, the next working day shall be considered as the effective date (Public Holiday being a day on which commercial banks are closed for business in the city of Mumbai)

If the date of payment of coupon/ interest rate specified does not fall on a Working Day, the coupon payment shall be made on the immediately succeeding Working Day. If the Redemption Date/ Maturity Date (also being the last Coupon/ Interest Payment Date) of any Series of Bonds falls on a day which is not a Working Day, the redemption proceeds shall be paid on the immediately preceding Working Day along with the interest accrued on the Bonds until but excluding the date of such payment.

The illustration for guidance in respect of the day count convention and effect of holidays on payments, as required by SEBI Circular November 11, 2016.

Effect of holidays on payments

If any Coupon/Interest Payment Date falls on a day that is not a Working Day, the payment shall be made on the immediately succeeding Working Day. If the Redemption Date/Maturity Date (also being the last Coupon/Interest Payment Date) of the Bonds falls on a day that is not a Working Day, the redemption proceeds shall be paid on the immediately preceding Working Day along with interest accrued on the Bonds until but excluding the date of such payment.

INVESTORS SHOULD NOTE THAT THIS EXAMPLE IS SOLELY FOR ILLUSTRATIVE PURPOSES AND IS NOT SPECIFIC TO THIS ISSUE

Face value per Bond (In Rs)	10,00,000
Deemed Date of Allotment (Assumed)	27.12.2018
Frequency of Interest payment	Annual
Interest payment date	First Coupon/Interest Payment Date on 27.12.2019, and subsequently on 27th December of every year until the Maturity Date/Redemption Date of the Bonds
Day count convention	Actual / Actual

Coupon Rate	8.14%
Tenor (no of years)	3
Aggregate Investment (Rs)	10,00,000
Redemption Date/Maturity Date	27.12.2021

Cash Flows	Payout Dates	No of days in Coupon Period	Amount (in Rs)
1st Coupon/Interest Payment Date	27.12.2019	365	81400
2nd Coupon/Interest Payment Date	28.12.2020	367	81846
3rd Coupon/Interest Payment Date	27.12.2021	364	81177
Redemption of Principal	27.12.2021		1000000
Total Cash Flows			1244423

- Letters of Allotment, Bond Certificates in Demat Mode***

The beneficiary account of the investor(s) with National Securities Depository Limited (NSDL)/ Central Depository Services (India) Limited (CDSL)/ Depository Participant will be given initial credit within 2 working days from the Deemed Date of Allotment. The initial credit in the account will be akin to the Letter of Allotment. On completion of the all statutory formalities, such credit in the account will be akin to a Bond Certificate.



- ***Issue of Bond Certificate(s)***

Subject to the completion of all statutory formalities within time frame prescribed in the relevant regulations/ act/ rules etc, the initial credit akin to a Letter of Allotment in the Beneficiary Account of the investor would be replaced with the number of Bonds allotted The Bonds since issued in electronic (dematerialized) form, will be governed as per the provisions of The Depository Act, 1996, Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996, rules notified by NSDL/ CDSL/ Depository Participant from time to time and other applicable laws and rules notified in respect thereof The Bonds shall be allotted in dematerialized form only

- ***Right of NHB to Purchase, Re-Sell & Re-Issue Bonds***

NHB will have the power, exercisable at its absolute discretion, from time to time to repurchase some, or all of its bonds at discount / par / premium, in the open market or otherwise in the secondary markets at any time prior to the specified date of redemption In the event of the Bonds being bought back, NHB shall be deemed to have always the right to re-issue the Bonds Such Bond(s) may, at the option of the Bank, be cancelled, held or resold at such a price and such terms and conditions as the Bank may deem fit and as permitted by law

- ***Register of Bondholders***

NHB shall request the Depository viz NSDL and/or CDSL, as the case may be, to provide a list of bondholder(s) on the record date as mentioned in the offer document This shall be the list which shall be considered for payment of interest and repayment of principal

- ***Amendment of the Terms of the Bonds Issue:***

The rights, privileges, terms and conditions attached to the Bonds(s) may be varied, modified or abrogated with the consent in writing of the holder(s) who hold(s) at least three-fourth of the outstanding amount of the Bond(s) or with the sanction accorded pursuant to a Special Resolution, passed at a meeting of the Bondholder(s), (by not less than 3/4th of the Bondholder(s) present and voting at the meeting); provided that nothing in such consent or resolution shall be operative against NHB where such consent or resolution modifies or varies the terms and conditions of the Bonds(s), if the same are not acceptable to NHB

- ***Future Borrowings/Issues***

NHB will be entitled to borrow /raise loans or avail financial assistance both from Domestic and International market as also issue Debenture/ Bonds /shares/ other securities in any manner having such ranking pari passu or otherwise and on terms and conditions as the bank may think fit without consent of or intimation to Bondholders or Trustees in this connection

- ***Trustees to the Bondholders***

NHB has appointed M/s IDBI Trusteeship Services Limited to act as Trustees to the Bondholders NHB and the Trustees will enter into a Trustee Agreement, specifying inter alia, the powers, authorities and obligations of the Trustees and NHB The bond holders shall, without further act or deed, be deemed to have irrevocably given their consent to the Trustees or any of their agents or authorized officials to do all such acts, deeds, matters and things in respect of or relating to the Bonds as the Trustees may in their absolute discretion deem necessary or require to be done in the

interest of the bondholders Any payment made by NHB to the trustees on behalf of the bondholders shall discharge NHB pro tanto to the bondholders No bondholder shall be entitled to proceed directly against NHB unless the Trustees, having become bound to proceed, fail to do so.

- ***Role, Power and Obligations of Trustees***

The major causes relating to the general rights, powers and discretions of the Trustees shall be as under These are in addition to other powers conferred on the Trustees and provisions for their protection

- The Trustees may, in relation to these presents, act on the opinion or advice of or any information obtained from any solicitor, counsel, advocate, valuer, surveyor, broker, auctioneer, qualified accountant or other expert whether obtained by the Bank or by the Trustees or otherwise;
- The Trustees shall not be bound to take any steps to ascertain whether any event of default has happened;
- Save as herein otherwise expressly provided the Trustees shall, as regards all trusts, powers, authorities and discretions, have absolute and uncontrolled discretion as to the exercise thereof and to the mode and time of exercise thereof;
- With a view to facilitating any dealing under any provisions of these presents the Trustees shall have full power to consent (where such consent is required) to a specified transaction or class of transactions conditionally;
- The Trustees shall have full power to determine all questions and doubts arising in relation to any of the provisions of the trust deed and every such determination bonafide made (whether or not the same shall relate wholly or partially to the acts or proceedings of the Trustees) shall be conclusive and binding upon all persons interested

*Power of Trustees to delegate*

The Trustees hereof being a Corporation may, in the execution and exercise of all or any of the trusts, powers, authorities and discretions vested in them act by an officer or officers for the time being of the Trustees and the Trustees may also, whenever they think it expedient, delegate by Power of Attorney or otherwise to any such officer all or any of the trusts, powers, authorities and discretions vested in them be these presents and any such delegation may be made upon such terms and conditions and subject to such regulations (including power to sub-delegate) as the Trustees may think fit.

*Powers of Trustees to employ agents*

The Trustees may, in carrying out the trust business, employ and pay any person to transact or concur in transacting any business and do or concur in doing all acts required to be done by the Trustees including the receipt and payment of moneys and shall be entitled to charge and be paid all usual professional and other charges for business transacted and acts done by them in connection with the trust hereof and also their reasonable charges in addition to the expenses incurred by them in connection with matters arising out of or in connection with these presents including matters which might or should have been attended to in person by the Trustees.

- ***Events of Default:***

- a) Default in payment of principal sums of the bonds: Default has occurred in the payment of principal sums of the Bonds on the due dates
- b) Default in payment of interest: Default has been committed by NHB in payment of any instalment of interest on the Bonds and such default has continued for a period of thirty days
- c) Default in performance of covenants and conditions: Default has occurred in the performance of any other covenants, conditions or agreement on the part of NHB under this Agreement and any other agreement and such default has continued for a period of thirty days after notice in writing thereof has been given to NHB by the Bondholders/Trustees
- d) Supply of misleading information: Any information given by NHB in its application for Bonds, in the reports and other information furnished by NHB in accordance with the Reporting System and the warranties given/deemed to have been given by NHB to the Bondholders/ Trustees is misleading or incorrect in any material respect
- e) Inability to pay debts: If there is reasonable apprehension that NHB is unable to pay its debts or proceedings for taking it into liquidation, either voluntarily or compulsorily, may be or have been commenced
- f) Proceedings against NHB: NHB has voluntarily or involuntarily become the subject of proceedings under any bankruptcy or insolvency law or NHB is voluntarily or involuntarily dissolved
- g) Inability to pay debts on maturity: NHB is unable or has admitted in writing its inability to pay its debts as they mature
- h) Liquidation or dissolution of NHB: NHB has taken or suffered to be taken any action for its reorganization, liquidation or dissolution
- i) Extra-ordinary circumstances: If extraordinary circumstances have occurred which make it improbable for NHB to fulfil its obligations under the trust deed

- ***Resignation and Removal of Trustees***

***Resignation***

The Trustee may at any time, without assigning any reason and without being responsible for any loss or costs occasioned thereby, resign as the trustee, provided that they shall continue to act as caretaker trustees until a successor trustee is appointed by NHB NHB shall, upon receipt of notice of resignation issued by the Trustee, take prompt steps to appoint another entity competent to act as trustee for the Bondholders in place of the Trustee (the Successor Trustee)

***Removal***

The bondholders may for sufficient cause but, after giving not less than two months notice in writing, remove the Trustee by passing a Special Resolution to that effect, and by the same resolution nominate an entity competent to act as their trustee and require NHB to appoint such entity as the Successor Trustee. NHB shall within 15 days of receipt of such resolution passed by the bondholders take all necessary steps to appoint the entity named in the resolution as the Successor Trustee and complete all necessary formalities to give effect to such appointment.

- ***Rights of Bond Holders***

The rights and privileges available to the Bond Holders are subject to the provisions and modifications of the National Housing Bank Act, 1987 and the National Housing Bank (Issue and Management of Bonds) Regulations 1989, as amended from time to time, the terms of this Disclosure Document and Application Form. Over and above such terms and conditions, the Bond(s) shall also be subject to the other terms and condition as may be incorporated in the Trustee's Agreement/Letters of Allotment/guidelines, notifications and regulations relating to the issue of capital/debt and listing of Securities issued from time to time by the Government of India and /or other authorities and other documents that may be executed in respect of the bond(s) and Bonds can be rolled over only with the positive consent of the bondholders.

- ***Succession***

In the event of demise of the Bond holder, NHB will recognize the executor or administrator of the deceased Bond holder, or the holder of succession certificate or other legal representative as having title to the Bonds. NHB shall not be bound to recognize such executor, administrator or holder of the succession certificate or other legal representative as having title to the Bonds, unless such executor or administrator obtains probate of letter or administration or such holder is the holder of succession certificate or other legal representation, as the case may be, from a competent Court in India having jurisdiction over the matter. NHB may, in their absolute discretion, where they think fit, dispense with production of probate or letter of administration or succession certificate or other legal representation, in order to recognize such holder as being entitled to the Bonds standing in the name of the deceased Bond holder on production of sufficient documentary proof or indemnity.

- ***Nomination***

Only individuals applying as Sole Applicant/ Joint Applicant can nominate, in the prescribed manner, a person who shall in the event of death of the sole applicant or all the joint applicants be entitled to the amount payable by NHB in respect of the bond. Non-individuals, body corporate, holder of power of attorney cannot nominate. The nomination made at the time of application may be substituted or cancelled at a later date by a request in writing to NHB or Registrars to the Issue, signed by all the bondholders. A nomination shall stand rescinded upon the transfer of the Bond by the person nominating. A transferee will be entitled to make a fresh nomination for which request in writing should be made to NHB or the Registrars to the Issue. When the Bonds are held by two or more persons, the nominee shall become entitled to receive the amount only on the demise of all the holders. All these matters will be considered in light of National Housing Bank (Nomination) Regulations, 2004.

- ***Mode of Making Payment***

Payment may be made by RTGS to the credit of:

All the successful bidders should ensure that the pay-in of funds happen through their bank account registered with NSE EBP platform. Bidders have to ensure that the pay in should happen within the stipulated time to the NSE Clearing Limited's designated account as appearing in the NSE EBP platform at the time of bidding.

- ***Who can apply?***

Only the persons who are specifically addressed through a communication by or on behalf of NHB directly are eligible to apply for the Bonds An application made by any other person will be deemed as an invalid application and rejected. The following categories of investors are eligible to apply for this Issue of Bonds:

- Schedule Commercial Banks/ Commercial Bank
- Urban / Central / State / District / Primary Co-operative Banks
- Regional Rural Banks, Land Development Banks
- Mutual Funds
- Insurance Companies
- Public Financial Institutions
- Foreign Portfolio Investors
- Statutory Corporations, Companies, Bodies Corporates
- Trusts including Port Trusts and Association of Persons which are authorized to Invest in bonds
- Provident Funds, Pension Funds, Superannuation Funds and Gratuity Funds
- Other Government / Non-Government Agencies / Boards /Institutions
- Individuals (excluding Minors & NRIs) to whom this disclosure document is specifically addressed

**Note: The above list is only illustrative and not exhaustive Investors should check about their eligibility before making any investment**

The application must be accompanied by certified true copies of

- Memorandum and Articles of Association/constitution/Bye-laws
  - Resolution authorizing investment and containing operating instructions
  - Copy of Permanent Account Number Card ("PAN Card") issued by the Income Tax Department;
  - Specimen signatures of authorized signatories and
  - Necessary forms for claiming exemption from deduction of tax at source on the interest income/ interest on application money, wherever applicable The applicant must give the demat account details
- ***Application, under Power of Attorney/Relevant authority***

A certified true copy of the power of attorney or the relevant authority, as the case may be, along with the names and specimen signatures of all the authorised signatures must be lodged along with the completed application form. Further modifications / additions in the power of attorney or authority should be notified to NHB at its Head office.

- ***How to apply?***

Application Forms with copies of the Disclosure Document may be obtained from the Office of NHB or Arranges to the Issue. All applications for the Bonds must be in the prescribed form, and must be completed in block letters in English as per the instructions contained herein. All applicants are requested to tick the relevant column "Category of Investor" in the Application Form. NHB assumes no responsibility for any applications/Cheques/Demand Drafts lost in mail. For detailed instructions please see enclosed Application Form.

All Application Forms duly completed together with Cheque/Bank Draft for the amount payable on Application at the rates prescribed (As will be informed in the Term Sheet issued from time to time) in this Disclosure Document must be delivered on pay-in-date to the Bankers to the Issue/Arrangers to the Issue. Application not made out in the manner prescribed herein and the prescribed Application Forms will be rejected and the application money thereof will be refunded without payment of interest. PAN/GIR Number – All Applicants should mention their Permanent Account Number or the GIR Number allotted under Income Tax Act, 1961 and the Income Tax Circle / Ward / District.

- ***Procedure for allotment of Bonds in Demat form***

- Investor(s) should have/open a Beneficiary Account with any Depository Participant of NSDL.
- Responsibility for correctness of investor's details like address, PAN etc given in the Application Form vis-à-vis those with the investor's Depository Participant would rest with the investors. Investors should ensure that the names of the sole/all the applicants and the order in which they appear in the application form should be same as Registered with the Investor's Depository Participant.
- For allotment of Bonds/Letter of allotment in dematerialized form, the beneficiary account number and depository participants ID shall be specified in the relevant columns of the Application Form. In case the information is missing, the application may be rejected for being considered for allotment.
- If incomplete/incorrect Beneficiary Account details are given in the application form, which do not match with the details in the Depository System, the allotment shall be held in abeyance till such time satisfactory demat account details are provided by the Investor.
- The initial credit in the account will be akin to the Letter of Allotment. On completion of the all statutory formalities, such credit in the account will be akin to a Bond Certificate.
- Subject to the completion of all statutory formalities within time frame prescribed in the relevant regulations/ act/ rules etc, the initial credit akin to a Letter of Allotment in the Beneficiary Account of the investor would be replaced with the number of Bonds allotted.
- The allotment would be directly credited to the Beneficiary Account as given in the application form after verification. Allotment advice/refund order (if any) would be sent directly to the applicant and the confirmation of the credit of the bonds to the investor's Depository Account will be provided to the investor by the investor's Depository Participant.

- Interest or other benefits with respect to the bonds held in dematerialized form would be paid to those bondholders whose names appear on the list of beneficial owners given by the R&TA to NHB as on the Record Date. In case, the complete details of beneficial owner is not identified by the depository on the Record Date due to any reason whatsoever, NHB shall keep in abeyance the payment of interest or other benefits, till such time the beneficial owner is identified by the depository and intimated to NHB before the record date. On receiving such intimation, NHB shall pay the interest or other benefits to the beneficiaries identified, within a period of 15 days from the date of receiving such intimation. NHB is not liable to pay interest on interest for the period for which the interest is held in abeyance.
- Investors may please note that the bonds in demat form can be traded only on the exchange having electronic connectivity with NSDL.

- ***Governing Law***

The Bonds are governed by and shall be construed in accordance with the existing Indian laws as applicable in the city of Delhi. Any dispute arising in respect thereof will be subject to the exclusive jurisdiction of the courts and tribunals in the city of Delhi.

- ***Refunds***

For applicants whose applications have been rejected or allotted in part, refund orders will be dispatched within 15 days from the Deemed Date of Allotment of the Bonds.

- ***Letters of Allotment / Bond Certificates / Refunds***

The Bank shall credit the allotted securities to the respective beneficiary account / dispatch the Letters of Allotment/ Bond Certificates, if applicable or Refund Order(s)/Letter(s) of Regret, as the case may be, by Registered Post or as per extant postal rules at the sole risk of the applicant.

Further, the Issuer agrees that

- (a) As far as possible, allotment of securities shall be made within the time stipulated by SEBI.
- (b) NHB will provide adequate funds to the Registrars to the Issue (if required), for the purpose of dispatch of Letter(s) of Allotment/ Bond Certificate(s)/ Letter(s) of Regret/ Refund Order(s).

- ***Notices***

All notices to the bondholder(s) required to be given by NHB or the Trustee shall have and shall be deemed to have been given if published in one English and one Hindi language daily National newspaper in Mumbai/Delhi and may, at the sole discretion of NHB or the Trustee, but without any obligation, be sent by ordinary post to the original sole/first allottees of the bond(s) or if notification and mandate has been received by NHB, pursuant to the provisions contained herein above, to the sole/first transferees.

All notices to be given by the Bondholder(s), including notices referred to under "Payment of Interest" and "Payment on Redemption" shall be sent by Registered Post / Courier or by hand delivery to the Registrars to the Issue or to such persons at such address as may be notified by NHB from time to time.

- ***Force Majeure***

The Issuer reserves the right to withdraw this Issue prior to the earliest closing date in the event of any unforeseen development adversely affecting the economic and regulatory environment in the opinion of and at the sole discretion of the Issuer. In such an event the Issuer will refund the application money, if any, along with interest payable on such application money, if any.

***Undertaking by the Issuer:***

NHB undertakes that:

- That it shall attend to the complaints received in respect of the Issue expeditiously and satisfactorily;
- That all steps for completion of the necessary formalities for listing and commencement of trading at all stock exchanges where the securities are to be listed shall be taken within specified time line;
- That necessary cooperation to the credit rating agencies shall be extended in providing true and adequate information till the debt obligations in respect of the instrument are outstanding;
- That NHB shall provide a Compliance Certificate to the Trustee (on yearly basis) in respect of compliance with the terms and conditions of Issue of debenture as contained in the Offer Document
- That NHB shall, till the redemption of Bonds, submit its latest audited/ limited review half yearly financial information such as Statement of Profit & Loss, Balance Sheet and Cash Flow Statement and auditor qualifications, if any, to the Trustees within the timelines as mentioned in Simplified Listing Agreement issued by SEBI vide circular No SEBI/IMD/BOND/1/2009/11/05 dated May 11, 2009 as amended. Besides, the Issuer shall within 180 days from the end of the financial year, submit a copy of the latest annual report to the Trustees and the Trustees shall be obliged to share the details so submitted with all Qualified Institutional Buyers ("QIBs") and other existing Bondholder(s) within two working days of their specific request

- ***The discount at which such offer is made and the effective price for the investor as a result of such discount***

The offer is being made at a price of ₹ 10, 00,000 against a face value of ₹ 10, 00,000 Per Bond

- ***That the permission / consent from the prior creditor for a second or pari passu charge being created in favor of the trustees to the proposed issue has been obtained***

Not Applicable



### Summary Term Sheet


Security Name Issuer	8.14% NHB Bonds DEC 2021 National Housing Bank ("NHB"/ the "Issuer"/the "Bank")
Type of Instrument	NHB Unsecured, Redeemable, Non-Convertible Bonds in the nature of Debentures 2021
Nature of Instrument	Unsecured
Mode of Issue Eligible Investors	Private Placement Individuals/ HUF/ Banks/Mutual Funds/ Societies/Trusts/ Insurance Companies/ Corporates etc. as permitted by law
Listing (including name of stock Exchange(s) where it will be listed and timeline for listing) Rating of the Instrument	Proposed to be listed at NSE. The Issue will be listed on the Wholesale Debt Market Segment of the National Stock Exchange within 15 days from the deemed date of Allotment CARE Ratings has assigned a rating of "CARE AAA/Stable" (pronounced "CARE Triple A") INDIA Ratings & Research has assigned a rating of " IND AAA/Stable" (pronounced " IND Triple A")
Issue Size	Unsecured Redeemable Non-Convertible Bonds of the face value of ₹ 10 lakh each for cash, aggregating to ₹500 crore ("the Issue")
Option to retain oversubscription (Amount)	Unsecured Redeemable Non-Convertible Bonds of the face value of ₹ 10 lakh each for cash ₹500 crore (Allotted ₹235 crore) ("Green shoe option")
Objects of the Issue	To mobilize long term resources for providing financial assistance for housing or for any other purpose as laid down in NHB Act, 1987
Details of the utilization of the Proceeds Coupon Rate Step Up/Step Down Coupon Rate Coupon payment frequency Coupon payment dates Coupon Type	The proceeds will be utilized for normal business activities of NHB and for such other purposes as may be decided by NHB's Board and as permissible under the NHB Act, 1987 8.14% NA Coupon payment annually from the deemed date of allotment First Interest payment date: 27-12-2019 Subsequent Interest payment dates: 28-12-2020/27-12-2021 Fixed
Coupon Reset Process (including rates, spread, effective date, interest rate cap and floor etc) Day Count Basis	NA Actual/Actual
Interest on Application Money* Default interest rate	The interest cheque / DD/RTGS/NEFT/ECS for interest on application money (along with Refund orders, in case of refund of application money, if any) shall be dispatched by NHB within 15 days from the Deemed date of allotment. In case of default in payment of Interest and/or principal redemption on the due dates, additional interest at the minimum of the rate prescribed by SEBI over the coupon rate will be

Tenor	payable by the Issuer for the defaulting period 3 years from deemed date of allotment
Date of Redemption	27.12.2021
Redemption amount	At par
Redemption Premium/Discount	At par
Issue Price	₹10,00,000/-
Discount at which security is issued & the effective yield as a result of such discount	NA
Put & Call Option Date	Put & Call Option can be exercised at the end of 396 days(27.01.2020) from Deemed Date of Allotment (27.12.2018)
Put & Call Option Price	At Par
Put & Call Notification Time	The notice for exercising Put / Call Option should be submitted 15 days prior to Option Exercise date i.e. on or before 5 pm of 12.01.2020. Incase the Put&Call Notification date falls on a holiday, the same stands extended till immediate next working day.
Face Value	₹ 10,00,000 (Rupees Ten lakh only) per bond
Minimum Application Size	1 bonds and then in multiple of 1 bond
Issue Opening & Closing date	24.12.2018
Pay-in-date	27.12.2018
Deemed Date of allotment**	27.12.2018
Issuance & trading mode of instrument	In Demat Only
Settlement mode of the instrument	The bonds held in the dematerialized form shall be taken as discharged on payment of the redemption amount by NHB on maturity to the registered bondholders whose name appear in the register of bondholders on the record date Such payment will be a legal discharge of the liability of the bond towards the bondholders
Depository Business Day Convention	NSDL Should any of the dates defined above or elsewhere in the Offer Document, excepting the Deemed Date of Allotment, fall on a Saturday, Sunday or a Public Holiday, the next working day shall be considered as the effective date (Public Holiday being a day on which commercial banks are closed for business in the city of Mumbai)
Record Date	15 calendar days prior to each coupon payment date
Security	The Bonds issued under this Disclosure document are Unsecured, Redeemable Non-Convertible Bonds in the nature of Debentures and it will constitute direct obligation of NHB and rank pari passu inter se
Transaction Documents	The Issuer has executed/ shall execute the documents including but not limited to the following in connection with the issue: <ul style="list-style-type: none"> <li>• Consent from the Trustees to the Bond-holders and Registrars to the Issue to act in their respective capacities;</li> </ul>

Conditions precedent to subscription of Bond	<ul style="list-style-type: none"> <li>• Tripartite Agreement between the issuer; Registrar and NSDL for issue of Bonds in dematerialized form;</li> <li>• Rating Letters from CARE Ratings and INDIA Ratings &amp; Research;</li> <li>• Debenture Trusteeship Agreement;</li> <li>• Trust Deed</li> </ul> <p>The subscription from investors shall be accepted for allocation and allotment by the Issuer subject to the following:</p> <ul 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 trustee conveying their consent to act as Trustee for the Bondholder(s)</li> </ul>
Conditions subsequent to subscription of Bond	<p>The Issuer shall ensure that the following document are executed/ activities are completed as per time frame mentioned elsewhere in this Disclosure Document:</p> <ul style="list-style-type: none"> <li>• Credit of demat accounts(s) of the allottee(s) by number of Bonds allotted within 2 working days from the Deemed Date of Allotment; The initial credit akin to a Letter of Allotment in the Beneficiary Account of the investor would be replaced with the number of Bonds allotted The Bonds shall be allotted in dematerialized form only.</li> <li>• The Bonds under this Issue will be listed on the Wholesale Debt Market Segment of the National Stock Exchange within 15 days from the deemed date of Allotment, failing which the issuer will buy-back the Bonds</li> </ul> <p>Beside the Issuer shall perform all activities, whether mandatory of otherwise, as mentioned elsewhere in this Disclosure document.</p>
Events of Default	Default in payment of principal sums of the bonds/Default in payment of interest/Default in performance of covenants and conditions/Supply of misleading information/Inability to pay debts/Proceedings against the Bank/Inability to pay debts on maturity/Liquidation or dissolution of the Bank/Extra-ordinary circumstances
Provision related to cross default clause	NA (Not Applicable)
Registrar & Transfer Agent	M/s Beetal Financial & Computer Services (P) Ltd
Collection Banker RTGS details	Through NSE Clearing Ltd. All the successful bidders should ensure that the pay-in of funds happen through their bank account registered with NSE EBP platform. Bidders have to ensure that the pay in should happen within the stipulated time to the NSE Clearing Limited's designated account as appearing in the NSE EBP platform at the time of bidding.
Role and Responsibilities of Debenture Trustees	The trustees shall protect the interest of the bondholders in the event of default by NHB in regard to timely payment of interest

	<p>and repayment of principal and shall take necessary action at the cost of NHB</p> <p>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, the Deed of Hypothecation, Disclosure Document and all other related transaction documents</p>
Governing Law and Jurisdiction	<p>The Bonds are governed by and shall be construed in accordance with the existing Indian laws as applicable in the city of Delhi Any dispute arising in respect thereof will be subject to the exclusive jurisdiction of the courts and tribunals in the city of Delhi</p>
<p>*subject to deduction of tax at source as applicable</p> <p>**NHB reserves its sole &amp; absolute right to modify (pre-pone/post pone) the issue opening /closing/pay-in-date(s) without giving any reasons or prior notice In such case, Investors/Arrangers shall be intimated about the revised time schedule by NHB</p>	

## ARRANGERS TO THE ISSUE

### Annexure A

	(Rs in crore)	(Rs in crore)	(Rs in crore)
<b>A Balance Sheet</b>			
<b>Liabilities</b>	<b>30-06-2018</b>	<b>30-06-2017</b>	<b>30-06-2016</b>
Capital	1450	1450	1450
Reserves	6744	5,990	5,140
Bonds and Debentures	7859	6,710	10,534
Deposits	36190	36,008	31,271
Borrowings	8637	5,716	8,869
Deferred Tax Liability (net)	341	273	289
Current Liabilities and Provisions	2015	2,070	1,671
Other Liabilities	37	37	37
<b>TOTAL</b>	<b>63,273</b>	<b>58,254</b>	<b>59,262</b>
<b>Assets</b>	<b>30-06-2018</b>	<b>30-06-2017</b>	<b>30-06-2016</b>
Cash and Bank Balances	1,208	1,704	2,111
Investments	3,645	1,528	2,909
Loans and Advances	57,684	54,385	53,573
Fixed Assets	37	30	29
Other Assets	699	607	640
<b>TOTAL</b>	<b>63,273</b>	<b>58,254</b>	<b>59,262</b>
<b>B Statement of Profit and Loss</b>			
<b>Income</b>	<b>30-06-2018</b>	<b>30-06-2017</b>	<b>30-06-2016</b>
1 Interest Income	4366	4,317	4,205
2 Non-interest Income	64	207	8
<b>3 Total Income (1 + 2)</b>	<b>4430</b>	<b>4524</b>	<b>4213</b>
<b>Expenses</b>			
4 Interest Expense	3,076	2,922	2,847
5 Staff Salaries, Allowances etc and Benefits	20	21	21
6 Depreciation/Amortisation on Investment	7	6	#
7 Loss/(Gain) on Revaluation of Foreign Deposits and Borrowings	21	7	20

8 Other Expenses	49	38	31
<b>9 Operating Expenses (4 + 5+ 6+ 7+8)</b>	<b>3174</b>	<b>2994</b>	<b>2919</b>
10 Net Interest Income (1 – 4)	1290	1395	1358
<b>11 Operating Profit (3 – 9)</b>	<b>1257</b>	<b>1530</b>	<b>1294</b>
12 Prov & Contingencies	89	94	64
<b>13 Profit Before Tax (11 – 12)</b>	<b>1168</b>	<b>1436</b>	<b>1230</b>
14 Provision for Tax/Deferred Tax	417	588	438
<b>15 Profit After Tax (13 – 14)</b>	<b>751</b>	<b>848</b>	<b>792</b>

# amount less than 50 lakh

## Annexure –B

### Financial Results for the Year ended 30<sup>th</sup> June, 2018

Particulars	Year (Jul-Jun)		
	2015-16	2016-17	2017-18
(1)	(2)	(3)	(4)
<b>1. Total Income (2+3)</b>	<b>4212.60</b>	<b>4524.27</b>	<b>4430.11</b>
<b>2. Interest Income (a+b+c)</b>	<b>4204.66</b>	<b>4317.25</b>	<b>4366.12</b>
a. Interest on Loans & Advances	3853.98	3969.07	4131.75
b. Interest on Deposits with Banks	99.47	126.57	11.30
c. Income from Investments	251.21	221.61	223.07
<b>3. Other Operating Income</b>	<b>7.94</b>	<b>207.02</b>	<b>63.99</b>
<b>4. Total Operating Expenditure (a+b+c+d)</b>	<b>2899.24</b>	<b>2987.36</b>	<b>3152.54</b>
a. Interest Expenditure	2846.68	2922.14	3076.26
b. Staff Expenses	20.73	20.50	19.69
c. Borrowing Cost	8.98	8.42	10.32
d. Other Overheads	22.85	36.30	46.27
<b>5. (Gain)/ Loss on account of foreign exchange fluctuations</b>	<b>20.15</b>	<b>7.37</b>	<b>21.19</b>
<b>6. Operating Profit (1 - 5)</b>	<b>1293.21</b>	<b>1529.54</b>	<b>1256.38</b>
7. Provisions and Contingencies	63.49	94.49	88.70
<b>8. Profit before Tax</b>	<b>1229.72</b>	<b>1435.05</b>	<b>1167.68</b>
9.Provision for Tax/Deferred Tax	437.87	587.52	416.57
<b>10. Profit After Tax</b>	<b>791.85</b>	<b>847.53</b>	<b>751.11</b>
11. Net Interest Income (2-4a)	1357.98	1395.11	1289.86
12. Net Non Interest Income(3-4b-4c-4d-5)	-64.77	134.43	(33.48)

13. Gross Non-Performing Assets	50.93	33.90	4.61
14. Net Non-performing Assets	0.00	0.00	0.00
15. Paid up Capital	1450.00	1450.00	1450.00
16. Reserves & Surplus	5139.56	5989.71	6743.84
17. Net Owned Fund (NOF)	6179.56	6978.79	7680.33
18. Net Interest Margin	2.53%	2.40%	2.09%
19. Interest Coverage Ratio (times)	1.43	1.49	1.38
20. Return on Average Assets	1.48%	1.46%	1.22%
21. Cost to Income (Efficiency) Ratio	3.21%	3.56%	4.91%
21. Return on Net Worth	15.48%	12.85%	10.25%
22. CRAR	18.52%	17.16%	18.64%
23. Net Profit per employee	7.47	7.24	6.26

# variation is more than 100%

### C Cash Flow Statement

(Rs in crore)

<b>A) CASH FLOW FROM OPERATING ACTIVITIES</b>	<b>30-06-18</b>	<b>30-06-17</b>	<b>30-06-16</b>
Net Profit as per Profit & Loss Account	751.11	847.53	791.85
<b>Adjustments for:</b>			
Provision for Tax	349.31	458.27	366.89
Provision for Deferred Tax	67.26	129.25	70.98
Depreciation on fixed assets	7.06	6.68	1.75
Depreciation Reversal on Premises	(6.84)	0.00	0.00
Loss on Sale of Investments	4.39	0.00	0.00
Depreciation on investments & amortisation expense	7.32	6.34	0.41
Provision for Standards Assets	26.94	29.84	35.89
Provision for Non-Performing Assets/Restructured Account	0.00	0.02	(28.60)
Loss(Gain) on revaluation of Forward Exchange Contracts	(5.79)	12.61	11.96
Provision for Bad Debts u/s 36(1)(vii)(c) of Income Tax Act, 1961	54.44	58.28	55.80
(Profit)/Loss on sale of Fixed Assets	0.07	(0.06)	(0.13)
Gain on revaluation of Foreign Deposits & Borrowings	30.75	(5.05)	(5.86)
Provisions no longer required written back	(46.46)	(189.83)	(0.80)
Discount on Forward Exchange Contract	(4.66)	4.01	16.38
Income from Investments	(195.87)	(194.86)	(205.07)
Profit on purchase and sale of Mutual Funds	(25.22)	(23.37)	(44.12)
Profit on Sale of Investments	0.00	(1.45)	(0.36)
Dividend on Equity of Housing Finance Companies	(1.98)	(1.93)	(1.67)
<b>Operating Profit before working capital changes</b>	<b>1,011.83</b>	<b>1,136.28</b>	<b>1,065.30</b>
<b>Adjustments for Working Capital</b>			

(Increase)/Decrease in Deposits with Banks	290.18	794.33	(118.40)
(Increase)/Decrease in Loans & Advances	(3298.73)	(812.27)	(8,806.77)
(Increase)/Decrease in Other Assets	277.80	383.55	424.39
Increase/(Decrease) in Current Liabilities	(433.68)	(72.29)	(171.48)
<b>Net cash from operating activities before taxes paid</b>	<b>(2152.60)</b>	<b>1,429.60</b>	<b>(7,606.96)</b>
Less : Income Taxes Paid	(370.00)	(401.00)	(368.00)
<b>NET CASH FLOW FROM OPERATING ACTIVITIES BEFORE EXTRAORDINARY ITEMS</b>	<b>(2522.60)</b>	<b>1,028.60</b>	<b>(7,974.96)</b>
Extraordinary Items	0.00	0.00	0.00
<b>NET CASH FLOW FROM OPERATING ACTIVITIES AFTER EXTRAORDINARY ITEMS (A)</b>	<b>(2522.60)</b>	<b>1,028.60</b>	<b>(7,974.96)</b>
<b>B) CASH FLOW FROM INVESTING ACTIVITIES BEFORE EXTRAORDINARY ITEMS</b>	<b>30-06-18</b>	<b>30-06-17</b>	<b>30-06-16</b>
(Increase) / Decrease in Fixed Assets	(7.41)	(7.64)	(7.50)
(Increase)/Decrease in Investments	(2123.82)	1,374.18	41.76
Income from Investments	195.87	194.86	205.07
Loss on Sale of Investments	(4.39)	0.00	0.00
Profit on purchase and sale of Mutual Funds	25.22	23.37	44.12
Profit on Sale of Investments	0.00	1.45	0.36
Dividend on Equity of Housing Finance Companies	1.98	1.93	1.67
<b>NET CASH GENERATED FROM INVESTING ACTIVITIES BEFORE EXTRAORDINARY ITEMS</b>	<b>(1906.76)</b>	<b>1588.15</b>	<b>285.48</b>
Receipts from sale of equity of HFCs	0.00	0.00	0.00
<b>NET CASH GENERATED FROM INVESTING ACTIVITIES AFTER EXTRAORDINARY ITEMS (B)</b>	<b>(1906.76)</b>	<b>1588.15</b>	<b>285.48</b>
<b>C) CASH FLOW FROM FINANCING ACTIVITIES</b>			
Increase in Share Capital	0.00	0.00	1000.00
Net income under Staff Benevolent Fund	3.02	2.62	2.13
Increase / (Decrease ) in Bonds & Debentures	1148.58	(3,823.84)	1703.76
Increase / (Decrease ) in Deposits	181.12	4,740.67	2243.57
Increase/(Decrease) in Borrowings	2921.49	(3,153.77)	2862.37
<b>NET CASH GENERATED FROM FINANCING ACTIVITIES ( C)</b>	<b>4254.21</b>	<b>(2,234.32)</b>	<b>7811.83</b>
<b>Net increase in cash and cash equivalents (A+B+C)</b>	<b>(175.15)</b>	<b>382.43</b>	<b>122.36</b>
Cash and cash equivalents at the beginning of the year	635.55	253.12	130.76
<b>Cash and cash equivalents at the end of the year</b>	<b>460.40</b>	<b>635.55</b>	<b>253.12</b>



## Annexure – C

### Unaudited Financial Results for the quarter ended 30th September,

(Rs. lakhs)

Particulars	3 months ended 30/09/2018	Corrospoding 3 months ended 30/09/2017	Previous accounting year ended 30/06/2018
	Unaudited	Unaudited	Audited
1. Interest Earned (a)+(b)+(c)+(d)	111,753.60	102,590.88	436,612.45
(a) Interest on advances	104,187.33	96,241.07	413,175.40
(b) Income on Investments	6,574.72	5,816.83	22,307.21
(c) Interest on bank deposits	991.55	532.98	1,129.84
(d) Others	-	-	-
2. Other Income	60.83	1,820.41	6,398.96
<b>3. Total Income (1+2)</b>	<b>111,814.43</b>	<b>104,411.29</b>	<b>443,011.41</b>
4. Interest Expended	76,899.89	70,046.83	307,625.39
5. Operating Expense (i)+(ii)	1,419.25	2,191.33	7,628.80
(i) Payments to and provisions for employees	404.18	549.28	1,968.84
(ii) Other operating Expense (a)+(b)+(c)	1,015.07	1,642.05	5,659.96
(a) Brokerage, Guarantee Fee and Other Finance Charges	128.78	319.74	725.76
(b) Stamp duty on Borrowings	45.00	18.00	307.00
(c) Other expenditures	841.29	1,304.32	4,627.20
<b>6. (Gain)/ Loss on account of exchange fluctuations including premium on forward exchange contract</b>	<b>(719.11)</b>	<b>1,019.24</b>	<b>2119.29</b>
<b>7. Total Expenditure excluding Provisions and Contingencies (4+5+6)</b>	<b>77,600.03</b>	<b>73,257.40</b>	<b>317,373.48</b>
<b>8. Operating Profit before Provisions and Contingencies (3-7)</b>	<b>34,214.40</b>	<b>31,153.89</b>	<b>125,637.93</b>
9. Provisions other than Tax and Contingencies	1,465.74	1,286.17	8,869.98
10. Exceptional Items	-	-	-
<b>11. Profit (+) / Loss (-) from Ordinary Activities before Tax (8-9-10)</b>	<b>32,748.66</b>	<b>29,867.72</b>	<b>116,767.95</b>
12. Tax Expense	12,350.00	10,097.00	41,657.12
<b>13. Net Profit (+)/Loss (-) from Ordinary Activities after Tax (11-12)</b>	<b>20,398.66</b>	<b>19,770.72</b>	<b>75,110.83</b>
<b>14. Extraordinary items (net of tax expense)</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>15. Net Profit (+)/Loss (-) for the period (13-14)</b>	<b>20,398.66</b>	<b>19,770.72</b>	<b>75,110.83</b>
16. Paid-up capital (wholly owned by Reserve Bank of India)	145,000.00	145,000.00	145,000.00
17. Reserves excluding Revaluation Reserves (as per balance sheet of previous accounting year)	674,383.91	598,971.10	674,383.91
18. Analytical Ratios:			

(i) Capital Adequacy Ratio	19.25%	17.66%	18.66%
(ii) Earning Per Share (EPS)	NA	NA	NA
19. NPA Ratios			
a) Amount of Gross NPA	431.64	3,325.36	460.76
b) Amount of Net NPA	-	-	0
c) % of Gross NPA	0.01%	0.07%	0.01%
d) % of Net NPA	0.00%	0.00%	0.00%
e) Return on Assets (Annualized)	1.29%	1.37%	1.21%

**Notes:**

1. The above results have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on December 06, 2018 at New Delhi.

No. CARE/DRO/RL/2018-19/2731

Mr. Rakesh Awasthi  
CFO  
National Housing Bank  
Core 5-A, India Habitat Center,  
Lodhi Road, New Delhi – 110 003

November 28, 2018

**Confidential**

Dear Sir,

**Credit rating for proposed Non-Convertible Debenture issue**

Please refer to your request for rating of proposed non-convertible debenture (NCD) issue aggregating to Rs. 6,000 crore of your company.

2. The following ratings have been assigned by our Rating Committee:

Instrument	Amount (Rs. crore)	Rating <sup>1</sup>	Rating Action
Proposed Non-Convertible Debenture issue	6,000 (Rs. Six thousand crore only)	CARE AAA; Stable (Triple A; Outlook Stable)	Assigned

3. Please arrange to get the rating revalidated, in case the proposed issue is not made within a period of six months from the date of our initial communication of rating to you (that is November 27, 2018).

4. In case there is any change in the size or terms of the proposed issue, please get the rating revalidated.

5. Please inform us the below-mentioned details of issue immediately, but not later than 7 days from the date of placing the instrument:

Instrument type	ISIN	Issue Size (Rs cr)	Coupon Rate	Coupon Payment Dates	Terms of Redemption	Redemption date	Name and contact details of Debenture Trustee	Details of top 10 Investors
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<sup>1</sup> Complete definitions of the ratings assigned are available at [www.careratings.com](http://www.careratings.com) and in other CARE publications.

**CARE Ratings Limited**  
(Formerly known as Credit Analysis & Research Limited)

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CIN-L67190MH1993PLC071691

Smt. Dakshita Das  
Managing Director & Chief Executive Officer,  
National Housing Bank  
Core 5-A, India Habitat Centre  
Lodhi Road,  
New Delhi – 110003

November 28, 2018

**Kind Attn: Smt. Dakshita Das, Managing Director & Chief Executive Officer**

Dear Madam,

**Re: Rating Letter for National Housing Bank**

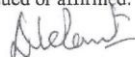
India Ratings and Research (Ind-Ra) has rated National Housing Bank's (NHB) additional borrowing as follows.

Instrument Type	Size of Issue (billion)	Rating/Outlook	Rating Action
Bonds	INR60	IND AAA/Stable	Assigned
Long-term deposit	INR100	IND AAA/Stable	Assigned

In issuing and maintaining its ratings, India Ratings relies on factual information it receives from issuers and underwriters and from other sources India Ratings believes to be credible. India Ratings conducts a reasonable investigation of the factual information relied upon by it in accordance with its ratings methodology, and obtains reasonable verification of that information from independent sources, to the extent such sources are available for a given security or in a given jurisdiction.

The manner of India Ratings' factual investigation and the scope of the third-party verification it obtains will vary depending on the nature of the rated security and its issuer, the requirements and practices in the jurisdiction in which the rated security is offered and sold and/or the issuer is located, the availability and nature of relevant public information, access to the management of the issuer and its advisers, the availability of pre-existing third-party verifications such as audit reports, agreed-upon procedures letters, appraisals, actuarial reports, engineering reports, legal opinions and other reports provided by third parties, the availability of independent and competent third-party verification sources with respect to the particular security or in the particular jurisdiction of the issuer, and a variety of other factors.

Users of India Ratings' ratings should understand that neither an enhanced factual investigation nor any third-party verification can ensure that all of the information India Ratings relies on in connection with a rating will be accurate and complete. Ultimately, the issuer and its advisers are responsible for the accuracy of the information they provide to India Ratings and to the market in offering documents and other reports. In issuing its ratings India Ratings must rely on the work of experts, including independent auditors with respect to financial statements and attorneys with respect to legal and tax matters. Further, ratings are inherently forward-looking and embody assumptions and predictions about future events that by their nature cannot be verified as facts. As a result, despite any verification of current facts, ratings can be affected by future events or conditions that were not anticipated at the time a rating was issued or affirmed.



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