

**PART B
ISSUE DETAILS**

Security Name	Secured Redeemable Non-Convertible Debentures [Series "W" of FY 2016-17]
Issuer/Company	L&T Infrastructure Finance Co. Ltd.
Type of Instrument	Secured Redeemable Non Convertible debentures of face value of Rs. 25,00,000/- [Series "W" of FY 2016-17]. The Debentures shall constitute direct, Secured, senior and general obligations of the company and will, save for such exceptions as may be provided by applicable legislation or judicial order, rank pari-passu with all other Secured and senior indebtedness of the Company subject to terms and conditions already agreed.
Nature of Instrument	Secured
Seniority	Senior
Mode of Issue	Private Placement
Eligible Investors	Refer to section "Who Can Apply" (point nos 1)
Listing (including name of Stock Exchange(s) where it will be listed and timeline for listing)	The Debentures to be issued under this Offer Document will be applied to get listed on the WDM segment of the BSE within 15 days of the Deemed Date of Allotment. In case of delay in application for listing of the debt securities beyond 15 days, the Company will pay penal interest of at least 1% p.a. over the Coupon Rate from the expiry of 30 days from the Deemed Date of Allotment till the listing of such debt securities.
Rating of the Instrument	"CARE AA+" by CARE and "ICRA AA+" by ICRA
Issue size	20 Crs
Option to retain oversubscription (amount)	30 Crs
Objects of the issue	Long term augmentation of funds / General business purpose of the company
Details of the utilization of the proceeds	Long term augmentation of funds / General business purpose of the company
Coupon Rate	7.95% p.a.
Steps up/ step down coupon rate	None
Coupon Rate Frequency	Annual Coupon & At Maturity
Coupon payment dates	Saturday, March 03, 2018 Sunday, March 03, 2019 Tuesday, March 03, 2020 Wednesday, March 03, 2021 Thursday, March 03, 2022
Coupon Type	Fixed
Coupon Reset Process (including rates, spread, effective date, interest rate cap and floor etc)	None
Early Redemption/ repayment of NCDs	None

for

Spread reset notice dates	Not Applicable
Day Count Basis	Actual/Actual
Interest on Application Money	N/A
Tenor	1,826 days
Redemption Date	Thursday, March 03, 2022
Redemption Amount	At Par
Redemption Premium / Discount	None
Issue Price	At Face Value, i.e., Rs. 25,00,000 (Rupees Twenty Five Lakh Only).
Discount at which security is issued and the effective yield as a result of such discount	None
Put Option Date	None
Put Option Price	None
Call Option Date	None
Call Option Price	None
Put Notification Time	None
Call Notification Time	None
Face Value	Rs. 25,00,000 (Rupees Twenty Five Lakh Only).
Minimum Application and in multiples of - Debt securities thereafter	Rs. 1,00,00,000 (Rupees One Crore - 4 NCDs) each and in multiple of Rs. 25,00,000 (Rupees twenty five lakh-1 NCD) thereafter.
Minimum amount of bid size	Rs.1 crs
Price Method of Allotment	Uniform Pricing
Issue Opening Date	Friday, March 03, 2017
Issue Closing Date	Friday, March 03, 2017
Pay in date	Friday, March 03, 2017
Deemed Date of Allotment	Friday, March 03, 2017
Issuance mode of the Instrument	In Dematerialised Mode
Trading mode of the Instrument	In Dematerialised Mode
Settlement mode of the instrument	Payment will be made by way of direct credit through Fund Transfer, Real Time Gross Settlement (RTGS) or National Electronic Funds Transfer (NEFT) in customer mode only
Depository	NSDL & CDSL
Business Day Convention	Should any of the dates defined above or elsewhere in the Offer Document, excepting the Deemed Date of Allotment and the Maturity Date, fall on a Saturday, Sunday or a Public Holiday in Mumbai, the next business day shall be considered as the effective date. In case the Maturity Date falls on a Saturday, Sunday or a Public Holiday in Mumbai, the previous business day shall be considered as the Maturity Date
Record Date	15 days prior to each Coupon Payment/ Redemption Date / Call Option Date

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<p>Security</p>	<p>Secured by-</p> <ul style="list-style-type: none"> (a) exclusive charge on Specific Receivables of the Company present and future (b) First pari passu charge leasehold rights (as created/renewed in favour of the Company under the registered lease deed dated December 11, 2013 executed between the Company and L&T Financial Consultants Limited (formerly known as L&T Vrindavan Properties Limited) as detailed below: <p>Leasehold rights on 4322 sq.ft. premises on 6th Floor, "B" Wing, in the building known as known as KGN Towers situated on 62, Ethiraj Salai, (Commander-in-Chief Road) Egmore, Chennai 600 105 bearing Old R.S. No. 1632/20 and bounded on the:</p> <p>North By: Commander in Chief Road East By: Property owned by Sundermurthy Trust South By: R.S. No. 1632/13 being property belonging to Delhi properties & Building society Limited West By: Property bearing Survey No: 32</p> <p>Situated within Sub Registration District of Periamet, Chennai, Tamil Nadu</p> <p>The Company shall be at liberty from time to time during the continuance of the security to issue at such future dates and in such denomination as it considers advisable, further convertible and/or non-convertible debentures and/or to raise further loans, advances and/or avail further financial and/or guarantee facilities from financial institutions, banks, and/or any other persons or entities in any other form by creating further charge on the assets/properties charged/mortgaged to the Debenture Trustees in respect of the Debentures to be issued in pursuance of this Offer Document, subject to obtaining the prior written consent of the Debenture Trustee. Consent of Debenture holders of this issue is not required to be obtained for creation of further charge / pari-passu mortgage on the assets/properties charged/mortgaged to the Debenture Trustees in respect of such future issue(s) of securities but no consent shall be required from the Trustee for creation of pari-pasu mortgage charge on the Mortgaged Property.</p>
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	The Company shall maintain a minimum asset cover of 100% of the total amount outstanding at all times.
Transaction Documents	a. Debenture Trust cum Hypothecation Deed b. Debenture Trustee Agreement c. Simple Mortgage Deed
Condition Precedent to Disbursement	NA
Condition subsequent to Disbursement	NA
Events of Default	As defined in Debenture Trust Deed
Provisions related to cross default clause	NA
Default Interest Rate	On occurrence of any Event of Default including default in payment of interest and/or principal redemption on the due dates and/or creation of security, additional interest of 2% p.a. over the coupon rate will be payable by the Company for the defaulting period
Security Cover	1.00 times
Debenture Trustee	Catalyst Trusteeship Ltd
Inconsistency/repugnance	In the event of any inconsistency between this Offer Document and the Debenture Trust Deed, the provisions of the Offer Document Deed shall prevail.
Role and Responsibilities of Debenture Trustee	The Debenture Trustee shall act as a Trustee for the issue on behalf of the Debenture holders.
Governing Law and Jurisdiction	The Bonds shall be governed by and will be construed in accordance with the Indian law. The Issuer, the Bonds and Issuer's obligations under the Bonds shall, at all times, be subject to the directions of the RBI and the SEBI. The courts in Chennai shall have non-exclusive jurisdiction with respect to matters relating to the Bonds.
Arranger	Darashaw & Co. Pvt. Ltd
Address of the arranger	Darashaw & Co. Pvt. Ltd 1205-06, Regent Chambers, 208 Nariman Point, Mumbai - 400021

For L&T Infrastructure Finance Co. Limited



Authorized Signatory

Disclosure of cash flows:
(by way of illustration)

The below mentioned cash flow for the payment of principal and interest amount is calculated on the face value of one Debenture. Any change in the below mentioned data due to unforeseeable circumstances in the future during the tenure of the Debentures would be intimated to Stock Exchange and the Debenture Trustees before effecting the change.

Cash Flow :

Cash Flows	Coupon Payment Date*	No. of Days in Coupon Period	Coupon Payout Date*	Amount (in Rupees)
Coupon	Saturday, March 03, 2018	365	Monday, March 05, 2018	198,750
Coupon	Sunday, March 03, 2019	365	Tuesday, March 05, 2019	198,750
Coupon	Tuesday, March 03, 2020	366	Tuesday, March 03, 2020	198,750
Coupon	Wednesday, March 03, 2021	365	Wednesday, March 03, 2021	198,750
Coupon	Thursday, March 03, 2022	365	Thursday, March 03, 2022	198,750
Total Coupon Payments (A)				9,93,750
Principal Payment				
Cash Flows	Principal due for Payment	No. of Days from Issue Date	Principal Payout Date*	Amount (in Rupees)
Principal	Thursday, March 03, 2022	1,826	Thursday, March 03, 2022	2,500,000
Total Payments (Principal + Coupon) (A+B)				34,93,750

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The above table is in accordance with the SEBI circular under the SEBI (Issue and Listing of Debt Securities) Regulations, 2008, as amended from time to time.