SERIES W-001

Term Sheet (Series W-001 dated 11th September, 2019)

Security Name	HDFC SERIES W-001 16th September, 2021
Issuer	Housing Development Finance Corporation Limited
Type of Instrument	Secured Redeemable Non-Convertible Debentures
Nature of Instrument	Secured
Seniority	Senior
Mode of Issue	Private Placement
Eligible Investors	Only the persons who are specifically addressed through a communication are eligible to apply for the Debentures. No other person can apply.
Listing	BSE Limited and National Stock Exchange of India Limited.
Rating	"CRISIL AAA" by CRISIL Ltd "ICRA AAA" by ICRA Ltd
Issue Size (Rs.)	Rs. 2,500 crore
Option to retain oversubscription (Rs.)	Rs. 2,500 crore
Objects of the Issue	The object of the issue is to augment the long-term resources of the Corporation. The proceeds of the present issue would be utilized for financing / refinancing the housing finance business requirements of the Corporation.
Details of the utilization of the proceeds	The proceeds would be utilized for meeting the Object of the Issue
Coupon Rate	7.15% p.a.
Step Up Coupon Rate	Not Applicable
Coupon Payment Frequency	Annual
Coupon Payment dates	16th September 2020 and 16th September 2021
Coupon Type	Fixed
Coupon Reset	Not Applicable
Day Count Basis	Actual / Actual
Bid Opening Date	September 13, 2019
Bid Closing Date	September 13, 2019
Mode of Bidding	Open Book
Manner of Allotment	Uniform Rate
Interest on Application Money	Not Applicable
Default Interest Rate	Refer Additional Covenants
Tenor	2 years
Redemption Date	September 16, 2021
Redemption Amount	Rs.10,00,000/- each
Redemption Premium	Not Applicable
Issue Price	Rs.10,00,000/- each
Discount at which security is issued and the effective yield as a result of such discount	Not Applicable
Put Option Date	Not Applicable
Put Option Price	Not Applicable
Call Option Date	Not Applicable
Call Option Price	Not Applicable
Put Notification Time	Not Applicable

HOUSING DEVELOPMENT FINANCE CORPN. LTD. MUMBAI

1/4

W-001

Call Notification Time	Not Applicable
Face Value	Rs.10 lakh each
Minimum Subscription	Ten Debentures of Rs. 10 lakh each and in multiple of One Debenture thereafter
Issue Opening Date	September 13, 2019
Issue Closing Date	September 13, 2019
Pay-in Date	September 16, 2019
Deemed Date of Allotment	September 16, 2019
Issuance Mode	Dematerialized mode only
Trading Mode	Dematerialized mode only
Settlement Mode	RTGS/NEFT/Fund Transfer
Depositories	NSDL/CDSL
Business Day Convention	Refer "Effect on Holidays" in the Shelf Disclosure Document
Record Date	The record date will be 15 days prior to each interest payment / principal repayment date
Security	The Debentures under this Shelf Disclosure Document are secured by executing Debenture Trust Deed (DTD) creating mortgage on Property identified in DTD and negative lien on the Assets of the Company except to the extent of charge created in favour of its depositors pursuant to the regulatory requirement under section 29B of the National Housing Bank Act, 1987. The Company shall not transfer, sell or dispose of or create any charge, encumbrance or any other security interests, on any of its assets as disclosed in Original Financial Statement to an extent required to maintain the asset coverage as required for the Debentures under the Disclosure Documents ("Assets"). The Assets would be exclusively earmarked for the payments required to be made to the Trustees for the benefit of the Debenture Holders under the Debentures and the Trustees shall have a legal claim and interest (contractual or equitable) on the Assets, ranking pari passu with such similar rights created by the Company in favour of its other lenders and such claim and interest of the Trustees would be exercisable through the Power of Attorney issued to the Trustees. Provided that the Company shall be entitled from time to time to make further issue of debentures or any other instruments to the public and/or private, and/or any other person(s) and to raise further loans, advances or such other facilities from Banks, Financial Institutions and /or any other person(s) on the security or assets without the consent of or intimation to Trustee. Provided further that the Company shall be entitled to assign or securitize in any manner whatsoever, create security for deposits and others and create any charge on its

HOUSING DEVELOPMENT FINANCE CORPN. LTD. MUMBAI

2/4

W-001

	Assets under any law, regulations or guidelines , rules or directions, etc. issued by any authority and be free to dispose of, sell or transfer or part with any of capital or fixed or other assets in ordinary course of business without requiring any consent from Trustee
Transaction Documents	Term Sheet Rating Letter Rating Rationale Trustee Consent
Manner of Settlement	Clearing Corporation Mechanism
Other Terms (if any)	With reference to the Notification bearing No. RBI/2011-12/423 A.P. (DIR Series) Circular No. 89 dated March 1, 2012 issued by Reserve Bank of India, Foreign Exchange Department, Central Office, Mumbai – 400 001 in respect of Foreign Institutional Investor (FII) investment in 'to be listed' debt securities, HDFC confirms that the debentures would be listed within 15 days from the deemed date of allotment. In case the debentures issued to the SEBI registered FIIs / sub-accounts of FIIs are not listed within 15 days from the deemed date of allotment, for any reason, then HDFC would immediately redeem / buyback the debentures from the FIIs/sub-account of the FIIs.
Conditions Precedent to Disbursement	None
Default of Payment	In case of default in payment of Interest and/or principal redemption on the due dates, an additional interest of at least @ 2% p.a. over the coupon rate will be paid for the defaulting period by the Corporation
Delay in Listing	In case of delay in listing of the Debentures beyond 20 days from the deemed date of allotment, the Corporation 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 Debentures to the investor
Conditions Subsequent to Disbursement	None
Events of Default	As per Debenture Trust Deed
Provisions related to Cross Default Clause	--
Role and Responsibilities of Debenture Trustee	As per Debenture Trust Deed
Governing Law and Jurisdiction	Refer "Governing Law" in the Shelf Disclosure Document
Arrangers to the Issue (if any)	ICICI Bank Limited

HOUSING DEVELOPMENT FINANCE CORPN. LTD. MUMBAI

3/4

W-001

Banking Details:

Name of the Bank	HDFC Bank Limited
IFSC	HDFC0000060
Current Account No	ICCLEB
Name of the Beneficiary	Indian Clearing Corporation Limited

The Corporation reserves the right to change the series timetable

Cash flows in respect of Debenture of face value Rs.10 lakh for the Series W-001

Cash Flows	Date	No. of days in Coupon Period	Amount (in Rupees)
1st Coupon	Wednesday, 16 September, 2020	366	71,500
2nd Coupon	Thursday, 16 September, 2021	365	71,500
Principal	Thursday, 16 September, 2021		10,00,000
Total			11,43,000

The above table is illustrative and indicative. The actual dates and maturity amount will be in accordance to and in compliance with the provisions of SEBI circular CIR/IMD/DF/18/2013 dated October 29, 2013, and further circular issued from time to time, giving effect to actual holidays and dates of maturity which qualifies the SEBI requirement.

For Housing Development Finance Corporation Ltd.

Authorised Signatories

4/4

Series W-001 VD 16 September 2019

Amount	1,000,000.00			
DOA	16-Sep-19			
Coupon	7.15%	6.92586%	7.15000%	
Fee	0.02%			

Cash Flows	Date	Day	No. of days in Coupon Period	Amount (in Rupees)
1st Coupon	Wednesday, 16 September, 2020	Wednesday	366	71 500
2nd Coupon	Thursday, 16 September, 2021	Thursday	365	71 500
Principal	Thursday, 16 September, 2021	Thursday		10 00 000
Total				11 43 000

FOR PRIVATE CIRCULATION ONLY

SHELF DISCLOSURE DOCUMENT HAS BEEN PREPARED IN ACCORDANCE WITH REGULATION 5(2)(b), 19(3), 21, 21A AND SCHEDULE I TO THE SECURITIES AND EXCHANGE BOARD OF INDIA (SEBI) (ISSUE AND LISTING OF DEBT SECURITIES) REGULATIONS, 2008, AS AMENDED.

HOUSING DEVELOPMENT FINANCE CORPORATION LIMITED
(A Public Limited Company incorporated under the Companies Act, 1956)

Registered Office: Ramon House, H. T. Parekh Marg, 169, Backbay Reclamation
Churchgate, Mumbai – 400 020
CIN: L70100MH1977PLC019916
Tel: +91 022 61766000 Fax: +91 022 2281 1205
E-mail: investorcare@hdfc.com Website: www.hdfc.com

Corporate Office: HDFC House, H. T. Parekh Marg, 165-166, Backbay Reclamation
Churchgate, Mumbai – 400 020
Tel: +91 022 66316000 Fax: +91 022 22046758

Issue of 4,50,000 Secured Redeemable Non-Convertible Debentures (Debentures) of the face value of Rs.10 lakh each aggregating Rs. 45,000 crore to eligible investors, in one or more series, for cash, on a Private Placement basis

Credit Rating: "CRISIL AAA" and "ICRA AAA"

General Risks: Investors are advised to read the risk factors carefully before taking an investment decision in this issue. For taking an investment decision, investors must rely on their own examination of the issue and the Shelf Disclosure Document, including the risks involved. The issue has not been recommended or approved by the Securities and Exchange Board of India (SEBI) nor does SEBI guarantee the accuracy or adequacy of this Shelf Disclosure Document. Specific attention of investors is invited to the statement of Risk Factors mentioned in this Shelf Disclosure Document.

Credit Rating: The rating is not a recommendation to buy, sell or hold securities and investors should take their own decisions. The rating may be subject to revision or withdrawal at any time by the assigning rating agency on the basis of new information and each rating should be evaluated independently of any other rating.

Issuer's Absolute Responsibility : The Corporation, having made all reasonable inquiries, accepts responsibility for and confirms that this Shelf Disclosure Document contains all information as required under Schedule I of SEBI (Issue and Listing of Debt Securities) Regulations, 2008, as amended, that the information contained in this Shelf Disclosure Document is true and fair in all material aspects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission of which makes this Shelf Disclosure Document as a whole or any of such information or the expression of any such opinions or intentions misleading in any material respect.

This Shelf Disclosure Document is dated September 3, 2019.

Note: This Shelf Disclosure Document is neither a prospectus nor a statement in lieu of a prospectus. This is only an information brochure intended for private use and should not be construed to be a prospectus and/or an invitation to the public or any person other than the addressee, for subscription to the Debentures under any law for the time being in force. The Corporation may, at its sole and absolute discretion change the terms of the issue.

ABBREVIATIONS USED

ALCO	Asset Liability Management Committee
BSE	BSE Limited
CDSL	Central Depository Services (India) Limited
CRISIL	CRISIL Limited
Debentures	Secured Redeemable Non-Convertible Debentures
DP	Depository Participant
Shelf Disclosure Document(SDD)	This Shelf Disclosure Document through which the Debentures are being offered on a private placement basis
EMI	Equated Monthly Installment
ESOS	Employee Stock Option Scheme
FII	Foreign Institutional Investor
FY	Financial Year
HDFC / The Corporation	Housing Development Finance Corporation Limited
HFC	Housing Finance Company
ICRA	ICRA Limited
NHB	National Housing Bank
NPA	Non-Performing Asset
NRI	Non-Resident Indian
NSDL	National Securities Depository Limited
NSE	National Stock Exchange of India Limited
OCBs	Overseas Corporate Bodies
RBI	Reserve Bank of India
SEBI	Securities and Exchange Board of India
SEBI Regulations	SEBI (Issue and Listing of Debt Securities) Regulations, 2008, as amended
Series	Any Series of Debentures issued under this Shelf Disclosure Document
The Board	Board of Directors of the Corporation
TDS	Tax Deducted at Source

Disclaimer Clause

As required, a copy of the Shelf Disclosure Document for issue of Debentures aggregating to Rs. 45,000 crore on a private placement basis has been filed with BSE and NSE, in terms of the SEBI Regulations.

As per the provisions of the SEBI Regulations, a copy of this Shelf Disclosure Document has not been filed with or submitted to SEBI. It is distinctly understood that this Shelf Disclosure Document should not in any way be deemed or construed that the same has been approved 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 Shelf Disclosure Document.

It is to be distinctly understood that filing of this Shelf Disclosure Document with BSE and NSE should not in any way be deemed or construed that the same has been cleared or approved by BSE and NSE. BSE and NSE 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 Shelf Disclosure Document. The Board of Directors of the Corporation have certified that the disclosures made in this Shelf Disclosure Document are adequate and in conformity with the SEBI Regulations, for the time being in force. This requirement is to facilitate investors to take an informed decision for making an investment in the proposed issue.

Disclaimer Statement from the Corporation

The Corporation accepts no responsibility for statements made otherwise than in this Shelf Disclosure Document or any other material issued by or at the instance of the Corporation and that anyone placing reliance on any other source of information would be doing so at their own risk.

Filing of the Shelf Disclosure Document

This Shelf Disclosure Document has been filed with BSE and NSE in terms of SEBI Regulations, as the Debentures are being privately placed and issued in the denomination of Rs. 10 lakh each. This Shelf Disclosure Document is not required to be filed with any other regulatory authority as per the provisions of the SEBI Regulations.

Risk Factors

Enlisted below are risk factors as envisaged by the management of the Corporation along with the proposals/perceptions on how the management addresses these risks:

Internal Risks

Credit Risk: The business of lending carries the risk of default by borrowers

Any lending business is exposed to the risk of default by its borrowers. Lending for housing finance is the core business of the Corporation. Since inception there has been a strong emphasis on developing systematic credit appraisal techniques. The Corporation has a core team, which carefully monitors loan recoveries. The Corporation also closely follows industry developments where it has corporate loan exposures. Further, the guidelines issued by the National Housing Bank (NHB) regarding exposure norms and concentration of credit and investment help to diversify credit risk.

Market Risk: This risk arises as a result of interest rate volatility

Interest rate risk is inherent to the business of any financial institution. The Corporation endeavors to minimize this risk by predominantly linking interest rates on loans to a base which varies in accordance with movements in market rates. Interest rate, liquidity and foreign exchange risks are monitored and managed through active Asset Liability Management (ALM).

Asset Liability Management: The risks that arise out of mismatch of assets and liabilities

The Corporation broadly follows the "Asset Liability Management System for Housing Finance Companies – Guidelines" as defined by NHB. To further monitor market risk management systems, the Board of Directors of the Corporation has approved an ALM policy, which *inter alia* defines the Corporation's risk philosophy, specifies prudent gaps and tolerance limits and reporting systems. The Asset Liability Management Committee (ALCO), which comprises the Executive Directors and other senior management personnel, apprises the Board periodically on ALM issues.

Operational Risk: The risks that arise out of systemic issues within an organization

Operational risk is intrinsic to any business. The Corporation has instituted adequate internal control systems commensurate with the nature of its business and size of operations. The Internal Audit function is carried out by independent audit firms. All significant internal audit observations are reported to the Audit Committee of the Corporation.

External Risks

Regulatory Changes

These risks may arise if various concerned authorities amend the regulatory framework, which could impact the Corporation.

Risk of Competition

This risk may arise from existing players or new entrants in the business of housing finance. The Management believes that the Corporation can leverage on its vast experience as a pioneer of retail housing finance in India, its strong brand name, wide distribution network and quality customer service so as to sustain its position in the market.

General Risks

Investors are advised to read the risk factors carefully before taking an investment decision in this issue. For taking an investment decision, investors must rely on their own examination of the issue and this Shelf Disclosure Document, including the risks involved. The issue has not been recommended or approved by SEBI nor does SEBI guarantee the accuracy or adequacy of this Shelf Disclosure Document.

Name and address of the Registered office

Housing Development Finance Corporation Limited
CIN: L70100MH1977PLC019916
Ramon House, H. T. Parekh Marg,
169, Backbay Reclamation,
Churchgate, Mumbai – 400 020.

Tel. Nos.	:	+91 226176 6000
Fax Nos.	:	+91 222281 1205
Website	:	www.hdfc.com

Address of the Corporate office

HDFC House,
H. T. Parekh Marg,
165-166, Backbay Reclamation,
Churchgate, Mumbai – 400 020

Tel. Nos.	:	+91 22 6631 6000
Fax Nos.	:	+91 22 22811203

Chief Financial Officer

Mr. V. Srinivasa Rangan
Executive Director
Housing Development Finance Corporation Limited
HDFC House,
H. T. Parekh Marg,
165-166, Backbay Reclamation,
Churchgate, Mumbai – 400 020.

Compliance Officer

Mr. Ajay Agarwal
Company Secretary
Housing Development Finance Corporation Limited
HDFC House,
H. T. Parekh Marg,
165-166, Backbay Reclamation,
Churchgate, Mumbai – 400 020.

Arranger(s) to the Issue

Arrangers, if any, will be specified in the Issue Details – Term Sheet

Trustees

IDBI Trusteeship Services Limited
Asian Building, Ground Floor,
17, R. Kamani Marg,
Ballard Estate,
Mumbai – 400 001.

Tel. Nos.	:	+91 224080 7000
Fax Nos.	:	+91 226631 1776
Website	:	www.idbitrustee.com
E-Mail	:	itsl@idbitrustee.com

Share Transfer Agent

Housing Development Finance Corporation Limited
Investor Services Department,
Ramon House, 5th Floor,
H. T. Parekh Marg,
169, Backbay Reclamation,
Churchgate, Mumbai – 400 020.

Tel. Nos.	:	+91 2261413900
Fax Nos.	:	+91 2224147301
E-Mail	:	investorcare@hdfc.com

Credit Rating Agencies

CRISIL Limited
CRISIL House,
Central Avenue, Hiranandani Business Park,
Powai,
Mumbai – 400 076.

ICRA Limited
3rd Floor, Electric Mansion,
Appasaheb Marathe Marg,
Prabhadevi,
Mumbai – 400 025.

Auditors

Messrs B S R & Co. LLP
Chartered Accountants
5th Floor, Lodha Excelus,
Apollo Mills Compound, N M Joshi Marg,
Mahalaxmi,
Mumbai - 400 011.

Name of the Electronic Book Providers:

National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra East,
Mumbai – 400 051.

BSE Limited
20th Floor, P J Towers,
Dalal Street,
Mumbai – 400 001.

Brief Summary of the business / activities and its line of business

Housing Development Finance Corporation Limited (HDFC) is the largest housing finance company in India in terms of the total assets and mortgage lending. HDFC's principal business is to provide finance to individuals, corporate, developers and co-operative societies for purchase, construction, development and repair of houses, apartments and commercial property in India.

HDFC was the first private sector retail housing finance company to be set up in India and was incorporated as a public limited company on October 17, 1977.

The primary objective of HDFC is to enhance residential housing stock in India through the provision of housing finance on a systematic and professional basis and to promote home ownership throughout India. HDFC has contributed to increasing the flow of resources to housing sector through the integration of the housing finance sector with the overall domestic financial markets in India.

The primary goals of HDFC are to:

- Maintain its position as the leading housing finance institution in India;
- Develop close relationships with individual households and enhance customer relationships;
- Transform ideas for housing finance into viable and creative solutions;
- Provide consistently high returns to shareholders; and
- Grow through diversification by leveraging off existing client base.

HDFC's primary growth strategies are to:

- Increase the return on equity in order to maximize shareholder value;
- Maintain low gross non-performing assets;
- Maintain a low cost to income ratio;
- Grow loan approvals and disbursements at sustainable levels.

Corporate Structure

The following is the structure of the Corporation:

1. Domestic Subsidiaries

i. HDFC Life Insurance Company Limited
ii. HDFC Asset Management Company Limited
iii. HDFC Trustee Company Limited
iv. HDFC ERGO General Insurance Company Limited
v. HDFC Venture Capital Limited
vi. HDFC Property Ventures Limited
vii. HDFC Ventures Trustee Company Limited
viii. HDFC Investments Limited
ix. HDFC Holdings Limited
x. HDFC Sales Private Limited
xi. HDFC Credila Financial Services Private Limited
xii. HDFC Education and Development Services Private Limited
xiii. HDFC Pension Management Company Limited
xiv. HDFC Capital Advisors Limited

2. **Foreign Subsidiaries**

i. Griha Investments, Mauritius.
ii. Griha Pte. Limited, Singapore.
iii. HDFC International Life and Re Company Limited

Key Operational and Financial Parameters – Consolidated basis for the last 3 audited years

Refer Annexure – 1 (Financial) attached herewith.

Audited Consolidated Financial Information for last 3 years

Refer Annexure – 1 (Financial) attached herewith.

Audited Standalone Financial Information for last 3 years

Refer Annexure – 1 (Financial) attached herewith.

Details of Share Capital as on June 30, 2019

Share Capital	No. of Shares (Face Value Rs. 2 each)	Amount (Rs. in Crore)
Authorized Share Capital	228,80,50,000	457.61
Issued, Subscribed and Paid-up Share Capital	172,53,06,237	345.06

Changes in Capital Structure as on June 30, 2019, for the last five years

Date of Change (AGM / EGM)	Amount (Rs. in crore)	Particulars
21-Jul-14	6.24	Authority to the Board to create, issue, offer and allot equity shares of the aggregate nominal face value not exceeding Rs. 6,24,21,300 represented by 3,12,10,650 equity shares of Rs. 2 each of the Corporation, fully paid to the present and future permanent employees and directors of the Corporation, whether in India or abroad under Employee Stock Option Scheme - 2014.
28-Jul-15		Approved increasing the Authorized Capital of the Corporation to Rs. 340 crore, consisting of 170,00,00,000 equity shares of Rs. 2 each.
28-Jul-15		Approved issuing 5,000 secured redeemable non-convertible debentures of face value of Rs. 1 crore each, aggregating to Rs. 5,000 crore along with 3.65 crore warrants, each exchangeable for one Equity Share ("Warrants" and together with the NCDs, "Securities"), aggregating up to Rs. 10,434.85 crore. #
		# Warrants offered by way of the Issue, each of which is exchangeable for one Equity Share after the period of 36 Months from the date of allotment i.e. on or after October 6, 2015 up to 5.00 p.m. in Mumbai on October 5, 2018 at a predetermined price of Rs. 1,475 per share.
10-Mar-17		Approved increasing the Authorized Capital of the Corporation to Rs. 350 crore,

		consisting of 175,00,00,000 equity shares of Rs. 2 each.
		Authority to the Board to create, issue, offer and allot equity shares of the aggregate nominal face value not exceeding Rs. 9,97,03,048 represented by 4,98,51,524 equity shares of Rs. 2 each of the Corporation, fully paid to the present and future permanent employees and directors of the Corporation, whether in India or abroad under Employee Stock Option Scheme - 2017.
14-Feb-18		Approved increasing the Authorized Capital of the Corporation to Rs. 370 crore, consisting of 185,00,00,000 equity shares of Rs. 2 each.
		Authority to the Board to offer, issue and allot equity shares of the aggregate nominal face value not exceeding Rs. 12,86,59,764 represented by 6,43,29,882 equity shares of Rs. 2 each of the Corporation, fully paid on a preferential basis.
		Authority to the Board to offer, issue and allot equity shares of the aggregate nominal face value not exceeding Rs. 2,07,78,082 represented by 1,03,89,041 equity shares of Rs. 2 each of the Corporation, fully paid on a Qualified Institutions Placement basis.
28-Mar-18		Increase in the Authorised Capital of the Corporation to Rs. 457.61 crore, consisting of 228,80,50,000 equity shares of Rs. 2 each. The increase was pursuant to the National Company Law Tribunal, Mumbai order dated March 28, 2018, approving the merger of Grandeur Properties Pvt Ltd, Haddock Properties Pvt Ltd, Pentagram Properties Pvt. Ltd., Windermere Properties Pvt. Ltd., Winchester Properties Pvt. Ltd. into and with the Corporation.

Equity Share Capital History of the Corporation as on June 30, 2019, for the last five years

Date of Allotment	No. of Equity Shares	Face Value (Rs.)	Issue Price (Rs.)	Consideration (Cash, other than cash, etc.)	Nature of Allotment	Cumulative		Equity Share Premium (in Rs.)	Remarks
						No. of Equity Shares	No. of Equity Shares		
15-Jan-14	125,665	2	270.12	33,944,630.00	ESOS	1559374105	3118748210	33,693,299.80	
15-Jan-14	33,775	2	635.5	21,464,013.00	ESOS	1559407880	3118815760	21,396,462.50	
07-Feb-14	4,950	2	429.8	2,127,510.00	ESOS	1559412830	3118825660	2,117,610.00	
07-Feb-14	25,635	2	635.5	16,291,043.00	ESOS	1559438465	3118876930	16,239,772.50	
21-Feb-14	6,890	2	429.8	2,961,322.00	ESOS	1559445355	3118890710	2,947,542.00	
21-Feb-14	113,295	2	270.12	30,603,245.00	ESOS	1559558650	3119117300	30,376,655.40	
21-Feb-14	48,985	2	635.5	31,129,968.00	ESOS	1559607635	3119215270	31,031,997.50	
10-Mar-14	171,750	2	270.12	46,393,110.00	ESOS	1559779385	3119558770	46,049,610.00	
10-Mar-14	166,350	2	635.5	105,715,425.00	ESOS	1559945735	3119891470	105,382,725.00	
18-Mar-14	4,760	2	429.8	2,045,848.00	ESOS	1559950495	3119900990	2,036,328.00	
18-Mar-14	207,425	2	270.12	56,029,641.00	ESOS	1560157920	3120315840	55,614,791.00	
18-Mar-14	280,840	2	635.5	178,473,820.00	ESOS	1560438760	3120877520	177,912,140.00	
28-Mar-14	25,620	2	270.12	6,920,474.00	ESOS	1560464380	3120928760	6,869,234.40	
28-Mar-14	68,225	2	635.5	43,356,988.00	ESOS	1560532605	3121065210	43,220,537.50	
08-May-14	34,675	2	270.12	9,366,411.00	ESOS	1560567280	3121134560	9,297,061.00	
08-May-14	105,200	2	635.5	66,854,600.00	ESOS	1560672480	3121344960	66,644,200.00	
21-May-14	12,670	2	429.8	5,445,566.00	ESOS	1560685150	3121370300	5,420,226.00	
21-May-14	538,425	2	270.12	145,439,361.00	ESOS	1561223575	3122447150	144,362,511.00	
21-May-14	411,720	2	635.5	261,648,060.00	ESOS	1561635295	3123270590	260,824,620.00	
12-Jun-14	284,145	2	270.12	76,753,247.00	ESOS	1561919440	3123838880	76,184,957.40	
12-Jun-14	537,215	2	635.5	341,400,133.00	ESOS	1562456655	3124913310	340,325,702.50	
16-Jun-14	1,620	2	429.8	696,276.00	ESOS	1562458275	3124916550	693,036.00	
16-Jun-14	1,167,615	2	270.12	315,396,164.00	ESOS	1563625890	3127251780	313,060,933.80	
16-Jun-14	719,155	2	635.5	457,023,003.00	ESOS	1564345045	3128690090	455,584,692.50	
18-Jun-14	818,065	2	270.12	220,975,718.00	ESOS	1565163110	3130326220	219,339,587.80	
18-Jun-14	334,240	2	635.5	212,409,520.00	ESOS	1565497350	3130994700	211,741,040.00	
23-Jun-14	7,630	2	429.8	3,279,374.00	ESOS	1565504980	3131009960	3,264,114.00	
23-Jun-14	893,415	2	270.12	241,329,260.00	ESOS	1566398395	3132796790	239,542,429.80	
23-Jun-14	551,075	2	635.5	350,208,163.00	ESOS	1566949470	3133898940	349,106,012.50	
07-Aug-14	950	2	429.8	408,310.00	ESOS	1566950420	3133900840	406,410.00	
07-Aug-14	126,075	2	270.12	34,055,379.00	ESOS	1567076495	3134152990	33,803,229.00	
07-Aug-14	304,610	2	635.5	193,579,655.00	ESOS	1567381105	3134762210	192,970,435.00	

21-Aug-14	1,000	2	429.8	429,800.00	ESOS	1567382105	3134764210	427,800.00	
21-Aug-14	244,240	2	270.12	65,974,109.00	ESOS	1567626345	3135252690	65,485,628.80	
21-Aug-14	364,955	2	635.5	231,928,903.00	ESOS	1567991300	3135982600	231,198,992.50	
09-Sep-14	1,295	2	429.8	556,591.00	ESOS	1567992595	3135985190	554,001.00	
09-Sep-14	146,850	2	270.12	39,667,122.00	ESOS	1568139445	3136278890	39,373,422.00	
09-Sep-14	238,365	2	635.5	151,480,958.00	ESOS	1568377810	3136755620	151,004,227.50	
22-Sep-14	58,210	2	270.12	15,723,686.00	ESOS	1568436020	3136872040	15,607,265.20	
22-Sep-14	219,790	2	635.5	139,676,545.00	ESOS	1568655810	3137311620	139,236,965.00	
24-Sep-14	3,125	2	429.8	1,343,125.00	ESOS	1568658935	3137317870	1,336,875.00	
24-Sep-14	82,495	2	270.12	22,283,550.00	ESOS	1568741430	3137482860	22,118,559.40	
24-Sep-14	121,340	2	635.5	77,111,570.00	ESOS	1568862770	3137725540	76,868,890.00	
10-Oct-14	221,305	2	270.12	59,778,907.00	ESOS	1569084075	3138168150	59,336,296.60	
10-Oct-14	199,480	2	635.5	126,769,540.00	ESOS	1569283555	3138567110	126,370,580.00	
22-Oct-14	128,860	2	270.12	34,807,664.00	ESOS	1569412415	3138824830	34,549,943.20	
22-Oct-14	69,630	2	635.5	44,249,865.00	ESOS	1569482045	3138964090	44,110,605.00	
11-Nov-14	596,540	2	270.12	161,137,385.00	ESOS	1570078585	3140157170	159,944,304.80	
11-Nov-14	592,590	2	635.5	376,590,945.00	ESOS	1570671175	3141342350	375,405,765.00	
24-Nov-14	2,810	2	429.8	1,207,738.00	ESOS	1570673985	3141347970	1,202,118.00	
24-Nov-14	535,230	2	270.12	144,576,328.00	ESOS	1571209215	3142418430	143,505,867.60	
24-Nov-14	329,495	2	635.5	209,394,073.00	ESOS	1571538710	3143077420	208,735,082.50	
12-Dec-14	10,345	2	429.8	4,446,281.00	ESOS	1571549055	3143098110	4,425,591.00	
12-Dec-14	50	2	270.12	13,506.00	ESOS	1571549105	3143098210	13,406.00	
12-Dec-14	214,060	2	635.5	136,035,130.00	ESOS	1571763165	3143526330	135,607,010.00	
23-Dec-14	297,200	2	635.5	188,870,600.00	ESOS	1572060365	3144120730	188,276,200.00	
23-Jan-15	350,590	2	635.5	222,799,945.00	ESOS	1572410955	3144821910	222,098,765.00	
12-Feb-15	202,915	2	635.5	128,952,483.00	ESOS	1572613870	3145227740	128,546,652.50	
20-Feb-15	145,975	2	635.5	92,767,113.00	ESOS	1572759845	3145519690	92,475,162.50	
23-Feb-15	114,625	2	635.5	72,844,187.50	ESOS	1572874470	3145748940	72,614,937.50	
27-Feb-15	250,305	2	635.5	159,068,828.00	ESOS	1573124775	3146249550	158,568,217.50	
09-Mar-15	475,405	2	635.5	302,119,878.00	ESOS	1573600180	3147200360	301,169,067.50	
19-Mar-15	9,595	2	270.12	2,591,802.00	ESOS	1573609775	3147219550	2,572,611.40	
19-Mar-15	1,087,895	2	635.5	691,357,273.00	ESOS	1574697670	3149395340	689,181,482.50	
11-May-15	310	2	429.8	1,33,238	ESOS	1574697980	3149395960	132,618.00	
11-May-15	173,555	2	635.5	110,294,203.00	ESOS	1574871535	3134152990	109,947,092.50	
25-May-15	701,765	2	635.5	445,971,658.00	ESOS	1575573300	3134762210	444,568,127.50	
09-Jun-15	267,395	2	635.5	169,929,523.00	ESOS	1575840695	3134764210	169,394,732.50	
18-Jun-15	189,910	2	635.5	120,687,805.00	ESOS	1576030605	3135252690	120,307,985.00	
06-Jul-15	356,405	2	635.5	226,495,378.00	ESOS	1576387010	3152774020	225,782,567.50	
08-Sep-15	459,770	2	635.5	292,183,835.00	ESOS	1576846780	3153693560	291,264,295.00	
18-Sep-15	819,095	2	635.5	520,534,873.00	ESOS	1577665875	3155331750	518,896,682.50	

24-Sep-15	18,875	2	635.5	11,995,063.00	ESOS	1577684750	3155369500	11,957,312.50	
06-Nov-15	186,005	2	635.5	118,206,178.00	ESOS	1577870755	3155741510	117,834,167.50	
06-Nov-15	125,355	2	1014.65	127,191,451.00	ESOS	1577996110	3155992220	126,940,740.75	
20-Nov-15	89,845	2	635.5	57,096,498.00	ESOS	1578085955	3156171910	56,916,807.50	
20-Nov-15	45,850	2	1014.65	46,521,703.00	ESOS	1578131805	3156263610	46,430,002.50	
07-Dec-15	155,335	2	635.5	98,715,393.00	ESOS	1578287140	3156574280	98,404,722.50	
07-Dec-15	183,520	2	1014.65	186,208,568.00	ESOS	1578470660	3156941320	185,841,528.00	
18-Dec-15	223,555	2	635.5	142,069,203.00	ESOS	1578694215	3157388430	141,622,092.50	
18-Dec-15	39,005	2	1014.65	39,576,424.00	ESOS	1578733220	3157466440	39,498,413.25	
04-Feb-16	139,635	2	635.5	88,738,043.00	ESOS	1578872855	3157745710	88,458,772.50	
04-Feb-16	13,780	2	1014.65	13,981,877.00	ESOS	1578886635	3157773270	13,954,317.00	
23-Feb-16	424,490	2	635.5	269,763,395.00	ESOS	1579311125	3158622250	268,914,415.00	
23-Feb-16	24,685	2	1014.65	25,046,636.00	ESOS	1579335810	3158671620	24,997,265.25	
16-Mar-16	438,120	2	635.5	278,425,260.00	ESOS	1579773930	3159547860	277,549,020.00	
16-Mar-16	72,410	2	1014.65	73,470,807.00	ESOS	1579846340	3159692680	73,325,986.50	
12-May-16	178,190	2	635.5	113,239,745.00	ESOS	1580024530	3160049060	112,883,365.00	
12-May-16	152,565	2	1014.65	154,800,078.00	ESOS	1580177095	3160354190	154,494,947.25	
24-May-16	112,570	2	635.5	71,538,235.00	ESOS	1580289665	3160579330	71,313,095.00	
24-May-16	116,430	2	1014.65	118,135,700.00	ESOS	1580406095	3160812190	117,902,839.50	
09-Jun-16	317,425	2	635.5	201,723,588.00	ESOS	1580723520	3161447040	201,088,737.50	
09-Jun-16	247,840	2	1014.65	251,470,856.00	ESOS	1580971360	3161942720	250,975,176.00	
23-Jun-16	916,230	2	635.5	582,264,165.00	ESOS	1581887590	3163775180	580,431,705.00	
23-Jun-16	164,450	2	1014.65	166,859,193.00	ESOS	1582052040	3164104080	166,530,292.50	
11-Aug-16	280,260	2	635.5	178,105,230.00	ESOS	1582332300	3164664600	177,544,710.00	
11-Aug-16	139,680	2	1014.65	141,726,312.00	ESOS	1582471980	3164943960	141,446,952.00	
25-Aug-16	199,265	2	635.5	126,632,908.00	ESOS	1582671245	3165342490	126,234,377.50	
25-Aug-16	260,260	2	1014.65	264,072,809.00	ESOS	1582931505	3165863010	263,552,289.00	
14-Sep-16	341,910	2	635.5	217,283,805.00	ESOS	1583273415	3166546830	216,599,985.00	
14-Sep-16	300,240	2	1014.65	304,638,516.00	ESOS	1583573655	3167147310	304,038,036.00	
23-Sep-16	156,330	2	635.5	99,347,715.00	ESOS	1583729985	3167459970	99,035,055.00	
23-Sep-16	253,705	2	1014.65	257,421,778.00	ESOS	1583983690	3167967380	256,914,368.25	
10-Nov-16	296,395	2	635.5	188,359,023.00	ESOS	1584280085	3168560170	187,766,232.50	
10-Nov-16	258,175	2	1014.65	261,957,264.00	ESOS	1584538260	3169076520	261,440,913.75	
24-Nov-16	110,525	2	635.5	70,238,638.00	ESOS	1584648785	3169297570	70,017,587.50	
24-Nov-16	50,295	2	1014.65	51,031,822.00	ESOS	1584699080	3169398160	50,931,231.75	
08-Dec-16	166,450	2	635.5	105,778,975.00	ESOS	1584865530	3169731060	105,446,075.00	
08-Dec-16	40,470	2	1014.65	41,062,886.00	ESOS	1584906000	3169812000	40,981,945.50	
23-Dec-16	148,755	2	635.5	94,533,803.00	ESOS	1585054755	3170109510	94,236,292.50	
23-Dec-16	34,170	2	1014.65	34,670,591.00	ESOS	1585088925	3170177850	34,602,250.50	
09-Feb-17	693,600	2	635.5	440,782,800.00	ESOS	1585782525	3171565050	439,395,600.00	

09-Feb-17	154,855	2	1014.65	157,123,626.00	ESOS	1585937380	3171874760	156,813,915.75	
08-Mar-17	606,435	2	635.5	385,389,443.00	ESOS	1586543815	3173087630	384,176,572.50	
08-Mar-17	589,720	2	1014.65	598,359,398.00	ESOS	1587133535	3174267070	597,179,958.00	
20-Mar-17	796,875	2	635.5	506,414,063.00	ESOS	1587930410	3175860820	504,820,312.50	
20-Mar-17	371,730	2	1014.65	377,175,845.00	ESOS	1588302140	3176604280	376,432,384.50	
31-Mar-17	300,000	2	635.5	190,650,000.00	ESOS	1588602140	3177204280	190,050,000.00	
31-Mar-17	70,000	2	1014.65	71,025,500.00	ESOS	1588672140	3177344280	70,885,500.00	
12-May-17	74,220	2	635.5	47,166,810.00	ESOS	1588746360	3177492720	47,018,370.00	
12-May-17	130,985	2	1014.65	132,903,930.30	ESOS	1588877345	3177754690	132,641,960.25	
24-May-17	184,435	2	635.5	117,208,442.50	ESOS	1589061780	3178123560	116,839,572.50	
24-May-17	316,585	2	1014.65	321,222,970.30	ESOS	1589378365	3178756730	320,589,800.25	
12-Jun-17	396,625	2	635.5	252,055,187.50	ESOS	1589774990	3179549980	251,261,937.50	
12-Jun-17	502,505	2	1014.65	509,866,698.30	ESOS	1590277495	3180554990	508,861,688.25	
23-Jun-17	1,415,160	2	635.5	899,334,180.00	ESOS	1591692655	3183385310	896,503,860.00	
23-Jun-17	1,207,125	2	1014.65	1,224,809,381.00	ESOS	1592899780	3185799560	1,222,395,131.25	
10-Aug-17	171,985	2	635.5	109,296,468.00	ESOS	1593071765	3186143530	108,952,497.50	
10-Aug-17	201,695	2	1014.65	204,649,832.00	ESOS	1593273460	3186546920	204,246,441.75	
24-Aug-17	68,370	2	635.5	43,449,135.00	ESOS	1593341830	3186683660	43,312,395.00	
24-Aug-17	102,140	2	1014.65	103,636,351.00	ESOS	1593443970	3186887940	103,432,071.00	
14-Sep-17	443,495	2	635.5	281,841,073.00	ESOS	1593887465	3187774930	280,954,082.50	
14-Sep-17	533,095	2	1014.65	540,904,842.00	ESOS	1594420560	3188841120	539,838,651.75	
25-Sep-17	452,460	2	635.5	287,538,330.00	ESOS	1594873020	3189746040	286,633,410.00	
25-Sep-17	227,925	2	1014.65	231,264,101.00	ESOS	1595100945	3190201890	230,808,251.25	
08-Nov-17	488,120	2	635.5	310,200,260.00	ESOS	1595589065	3191178130	309,224,020.00	
08-Nov-17	309,680	2	1014.65	314,216,812.00	ESOS	1595898745	3191797490	313,597,452.00	
21-Nov-17	372,490	2	635.5	236,717,395.00	ESOS	1596271235	3192542470	235,972,415.00	
21-Nov-17	450,115	2	1014.65	456,709,185.00	ESOS	1596721350	3193442700	455,808,954.75	
06-Dec-17	202,205	2	635.5	128,501,278.00	ESOS	1596923555	3193847110	128,096,867.50	
06-Dec-17	133,785	2	1014.65	135,744,950.00	ESOS	1597057340	3194114680	135,477,380.25	
22-Dec-17	258,990	2	635.5	164,588,145.00	ESOS	1597316330	3194632660	164,070,165.00	
22-Dec-17	281,365	2	1014.65	285,486,997.25	ESOS	1597597695	3195195390	284,924,267.25	
06-Feb-18	133,485	2	635.5	84,829,717.50	ESOS	1597731180	3195462360	84,562,747.50	
06-Feb-18	156,865	2	1014.65	159,163,072.25	ESOS	1597888045	3195776090	158,849,342.25	
15-Feb-18	10,000,000	2	1726.05	17,260,500,000.00	Pref. Allot	1607888045	3215776090	17,240,500,000.00	
15-Feb-18	2,896,787	2	1726.05	4,999,999,201.35	Pref. Allot	1610784832	3221569664	4,994,205,627.35	
15-Feb-18	2,896,787	2	1726.05	4,999,999,201.35	Pref. Allot	1613681619	3227363238	4,994,205,627.35	
15-Feb-18	2,462,316	2	1726.05	4,250,080,531.80	Pref. Allot	1616143935	3232287870	4,245,155,899.80	
15-Feb-18	259,576	2	1726.05	448,041,154.80	Pref. Allot	1616403511	3232807022	447,522,002.80	
15-Feb-18	13,710	2	1726.05	23,664,145.50	Pref. Allot	1616417221	3232834442	23,636,725.50	
15-Feb-18	5,803,900	2	1726.05	10,017,821,595.00	Pref. Allot	1622221121	3244442242	10,006,213,795.00	

15-Feb-18	600,498	2	1726.05	1,036,489,572.90	Pref. Allot	1622821619	3245643238	1,035,288,576.90	
15-Feb-18	514,600	2	1475	759,035,000.00	Warrant	1623336219	3246672438	758,005,800.00	
22-Feb-18	30,126,589	2	1726.05	51,999,998,943.45	Pref. Allot	1653462808	3306925616	51,939,745,765.45	
22-Feb-18	610,470	2	635.5	387,953,685.00	ESOS	1654073278	3308146556	386,732,745.00	
22-Feb-18	543,470	2	1014.65	551,431,835.50	ESOS	1654616748	3309233496	550,344,895.50	
27-Feb-18	9,269,719	2	1726.05	15,999,998,479.95	Pref. Allot	1663886467	3327772934	15,981,459,041.95	
07-Mar-18	10,389,041	2	1825	18,959,999,825.00	QIP	1674275508	3348551016	18,939,221,743.00	
07-Mar-18	258,090	2	635.5	164,016,195.00	ESOS	1674533598	3349067196	163,500,015.00	
07-Mar-18	106,630	2	1014.65	108,192,129.50	ESOS	1674640228	3349280456	107,978,869.50	
20-Mar-18	731,855	2	635.5	465,093,852.50	ESOS	1675372083	3350744166	463,630,142.50	
20-Mar-18	507,810	2	1014.65	515,249,416.50	ESOS	1675879893	3351759786	514,233,796.50	
19-Apr-18	500,000	2	1475	737,500,000.00	Warrant	1676379893	3352759786	736,500,000.00	
09-May-18	566,760	2	635.5	360,175,980.00	ESOS	1676946653	3353893306	359,042,460.00	
09-May-18	176,265	2	1014.65	178,847,282.25	ESOS	1677122918	3354245836	178,494,752.25	
18-May-18	644,450	2	1475	950,563,750.00	Warrant	1677767368	3355534736	949,274,850.00	
25-May-18	1,511,000	2	635.5	960,240,500.00	ESOS	1679278368	3358556736	957,218,500.00	
25-May-18	456,540	2	1014.65	463,228,311.00	ESOS	1679734908	3359469816	462,315,231.00	
25-May-18	21,900	2	1475	32,302,500.00	Warrant	1679756808	3359513616	32,258,700.00	
06-Jun-18	10,710	2	635.5	6,806,205.00	ESOS	1679767518	3359535036	6,784,785.00	
06-Jun-18	304,170	2	1014.65	308,626,090.50	ESOS	1680071688	3360143376	308,017,750.50	
06-Jun-18	950	2	1569.85	1,491,357.50	ESOS	1680072638	3360145276	1,489,457.50	
06-Jun-18	47,300	2	1475	69,672,900.00	Warrant	1680119938	3360239876	69,672,900.00	
14-Jun-18	150,000	2	1475	221,250,000.00	Warrant	1680269938	3360539876	220,950,000.00	
20-Jun-18	658,850	2	1475	971,803,750.00	Warrant	1680928788	3361857576	970,486,050.00	
25-Jun-18	18,710	2	635.5	11,890,205.00	ESOS	1680947498	3361894996	11,852,785.00	
25-Jun-18	831,320	2	1014.65	843,498,838.00	ESOS	1681778818	3363557636	841,836,198.00	
25-Jun-18	205,230	2	1569.85	322,180,315.50	ESOS	1681984048	3363968096	321,769,855.50	
25-Jun-18	1,649,800	2	1475	2,433,455,000.00	Warrant	1683633848	3367267696	2,430,155,400.00	
03-Jul-18	1,477,600	2	1475	2,179,460,000.00	Warrant	1685111448	3370222896	2,176,504,800.00	
14-Jul-18	5,103,814	2	1475	7,528,125,650.00	Warrant	1690215262	3380430524	7,517,918,022.00	
17-Jul-18	36,500	2	1475	53,837,500.00	Warrant	1690251762	3380503524	53,764,500.00	
08-Aug-18	64,400	2	1475	94,990,000.00	Warrant	1690316162	3380632324	94,861,200.00	
08-Aug-18	600	2	635.5	381,300.00	ESOS	1690316762	3380633524	380,100.00	
08-Aug-18	168,565	2	1014.65	171,034,477.25	ESOS	1690485327	3380970654	170,697,347.25	
08-Aug-18	201,845	2	1569.85	316,866,373.25	ESOS	1690687172	3381374344	316,462,683.25	
22-Aug-18	80,800	2	1475	119,180,000.00	Warrant	169076972	3381535944	119,018,400.00	
22-Aug-18	1,480	2	635.5	940,540.00	ESOS	1690769452	3381538904	937,580.00	
22-Aug-18	193,980	2	1014.65	196,821,807.00	ESOS	1690963432	3381926864	196,433,847.00	
22-Aug-18	220,638	2	1569.85	346,368,564.30	ESOS	1691184070	3382368140	345,927,288.30	
29-Aug-18	509,700	2	1475	751,807,500.00	Warrant	1691693770	3383387540	750,788,100.00	

06-Sep-18	51,200	2	1475	75,520,000.00	Warrant	1691744970	3383489940	75,417,600.00	
06-Sep-18	1,000	2	635.5	635,500.00	ESOS	1691745970	3383491940	633,500.00	
06-Sep-18	279,455	2	1014.65	283,549,015.75	ESOS	1692025425	3384050850	282,990,105.75	
06-Sep-18	125,513	2	1569.85	197,036,583.05	ESOS	1692150938	3384301876	19,678,557.05	
14-Sep-18	1,266,500	2	1475	1,868,087,500.00	Warrant	1693417438	3386834876	1,865,554,500.00	
21-Sep-18	250	2	635.5	158,875.00	ESOS	1693417688	3386835376	158,375.00	
21-Sep-18	185,380	2	1014.65	188,095,817.00	ESOS	1693603068	3387206136	187,725,057.00	
21-Sep-18	119,984	2	1569.85	188,356,882.40	ESOS	1693723052	3387446104	188,116,914.40	
21-Sep-18	124,100	2	1475	183,047,500.00	Warrant	1693847152	3387694304	182,799,300.00	
28-Sep-18	2,741,100	2	1475	4,043,122,500.00	Warrant	1696588252	3393176504	4,037,640,300.00	
03-Oct-18	3,921,557	2	1475	5,784,296,575.00	Warrant	1700509809	3401019618	5,776,453,461.00	
05-Oct-18	8,457,800	2	1475	12,475,255,000.00	Warrant	1708967609	3417935218	12,458,339,400.00	
08-Oct-18	8,477,500	2	1475	12,504,312,500.00	Warrant	1717445109	3434890218	12,487,357,500.00	
13-Nov-18	4,485	2	635.5	2,850,217.50	ESOS	1717449594	3434899188	2,841,247.50	
13-Nov-18	263,925	2	1014.65	267,791,501.25	ESOS	1717713519	3435427038	267,263,651.25	
13-Nov-18	42,553	2	1569.85	66,801,827.05	ESOS	1717756072	3435512144	66,716,721.05	
30-Nov-18	3,160	2	635.5	2,008,180.00	ESOS	1717759232	3435518464	2,001,860.00	
30-Nov-18	986,270	2	1014.65	1,000,718,855.50	ESOS	1718745502	3437491004	998,746,315.50	
30-Nov-18	355,727	2	1569.85	558,438,030.95	ESOS	1719101229	3438202458	557,726,576.95	
12-Dec-18	12,095	2	635.5	7,686,372.50	ESOS	1719113324	3438226648	7,662,182.50	
12-Dec-18	94,045	2	1014.65	95,422,759.25	ESOS	1719207369	3438414738	95,234,669.25	
12-Dec-18	77,233	2	1569.85	121,244,225.05	ESOS	1719284602	3438569204	121,089,759.05	
24-Dec-18	147,685	2	1014.65	149,848,585.25	ESOS	1719432287	3438864574	149,553,215.25	
24-Dec-18	38,971	2	1569.85	61,178,624.35	ESOS	1719471258	3438942516	61,100,682.35	
08-Feb-19	4,025	2	635.5	25,57,887.50	ESOS	1719475283	3438950566	25,49,837.50	
08-Feb-19	3,69,475	2	1014.65	37,48,87,808.75	ESOS	1719844758	3439689516	37,41,48,858.75	
08-Feb-19	1,39,167	2	1569.85	21,84,71,314.95	ESOS	1719983925	3439967850	21,81,92,980.95	
22-Feb-19	1,295	2	635.5	8,22,972.50	ESOS	1719985220	3439970440	8,20,382.50	
22-Feb-19	1,96,160	2	1014.65	19,90,33,744	ESOS	1720181380	3440362760	19,86,41,424.00	
22-Feb-19	1,21,396	2	1569.85	19,05,73,510.60	ESOS	1720302776	3440605552	19,03,30,718.60	
11-Mar-19	7,715	2	635.5	49,02,882.50	ESOS	1720310491	3440620982	48,87,452.50	
11-Mar-19	2,75,150	2	1014.65	27,91,80,947.50	ESOS	1720585641	3441171282	27,86,30,647.50	
11-Mar-19	57,785	2	1569.85	9,07,13,782.25	ESOS	1720643426	3441286852	9,05,98,212.25	
18-Mar-19	5,030	2	635.5	31,96,565.00	ESOS	1720648456	3441296912	31,86,505.00	
18-Mar-19	6,54,210	2	1014.65	66,37,94,176.50	ESOS	1721302666	3442605332	66,24,85,756.50	
18-Mar-19	1,34,724	2	1569.85	21,14,96,471.40	ESOS	1721437390	3442874780	21,12,27,023.40	
24-May-19	6,470	2	635.5	41,11,685.00	ESOS	1721443860	3442887720	40,98,745.00	
24-May-19	1,81,340	2	1014.65	18,39,96,631.00	ESOS	1721625200	3443250400	18,36,33,951.00	
24-May-19	3,76,452	2	1569.85	59,09,73,172.20	ESOS	1722001652	3444003304	59,02,20,268.20	

07-Jun-19	195	2	635.5	1,23,922.50	ESOS	1722001847	3444003694	1,23,532.50	
07-Jun-19	3,80,280	2	1014.65	38,58,51,102.00	ESOS	1722382127	2444764254	38,50,90,452.00	
07-Jun-19	2,44,511	2	1569.85	38,38,45,593.35	ESOS	1722626638	3445253276	38,33,56,571.35	
21-Jun-19	2,560	2	635.5	16,26,880.00	ESOS	1722629198	3445258396	16,21,760.00	
21-Jun-19	12,37,770	2	1014.65	125,59,03,330.50	ESOS	1723866968	3447733936	125,34,27,790.50	
21-Jun-19	3,42,027	2	1569.85	53,69,31,085.95	ESOS	1724208995	3448417990	53,62,47,031.95	
25-Jun-19	485	2	635.5	3,08,217.50	ESOS	1724209480	3448418960	3,07,247.50	
25-Jun-19	8,10,030	2	1014.65	82,18,96,939.50	ESOS	1725019510	3450039020	82,02,76,879.50	
25-Jun-19	2,86,727	2	1569.85	45,01,18,380.95	ESOS	1725306237	3450612474	45,01,18,380.95	

Details of any Acquisition or Amalgamation in the last one year

The Corporation has on June 19, 2019, entered into agreements for acquiring up to 51.2% of the equity shares of Apollo Munich Health Insurance Company Limited, from Apollo Energy Company Limited, Apollo Hospitals Enterprise Limited and certain other shareholders, subject to receipt of requisite approvals including National Housing Bank, Insurance Regulatory and Development Authority of India and Competition Commission of India. The Corporation has also granted its no objection to the proposed merger of Apollo Munich Health Insurance Company Limited with HDFC ERGO General Insurance Company Limited, a subsidiary of the Corporation, subject to finalization of swap ratio and other terms of Scheme of Amalgamation and subject to receipt of regulatory, statutory and judicial approvals.

Details of any Re-organization or Re-construction in the last one year

None

Shareholding pattern of the Corporation as on June 30, 2019

Particulars	Total number of equity shares (of Face Value Rs. 2 each)	Total shareholding as % of total no. of equity shares
Mutual Funds/ UTI	13,78,36,955	7.99
Alternative Investment Funds	9,50,821	0.06
Foreign Portfolio Investors	128,86,60,952	74.69
Financial Institutions / Banks	9,62,947	0.06
Insurance Companies	11,12,31,543	6.45
Foreign Corporate Bodies - FDI	13.36.594	0.08
Central/State Government / Non-Government Institutions	22,74,117	0.13
Individual Shareholders	13,85,83,932	8.03
Trusts	88,58,440	0.51
Foreign Nationals	1,319	0.00
Directors & their relatives	71,52,372	0.41
Non Resident Indians	46,17,435	0.27
Clearing Members	21,55,422	0.12

Hindu Undivided Families	13,99,454	0.08
Bodies Corporate	1,78,11,876	1.03
IEPF	14,72,058	0.09
TOTAL	**172,53,06,237**	**100.00**

Note:

The Corporation is neither owned nor controlled, directly or indirectly, by any person, entity or government and does not owe allegiance to any promoter or promoter group. To the best of its knowledge and belief, the Corporation does not have any arrangement, the operation or consequence of which might directly or indirectly result in a change in its ownership, control or management. Therefore, there are 'NIL' shares pledged or encumbered by the promoters.

List of top 10 holders (group-wise) of equity shares of the Corporation as on June 30, 2019

Sr. No.	Name of the Shareholders	Total No. of Equity Shares* (of Face Value Rs. 2 each)	Total Shareholding as % of total no. of equity shares
1	BLACKROCK	8,89,88,301	5.16%
2	VANGUARD - ETF	7,65,67,786	4.44%
3	GOVT OF SINGAPORE	7,49,35,733	4.34%
4	FIDELITY	6,77,98,760	3.93%
5	J P MORGAN FUNDS	6,51,86,244	3.78%
6	LIC GROUP	6,52,11,441	3.78%
7	OPPENHEIMER	5,58,41,055	3.24%
8	ABERDEEN	4,88,68,567	2.83%
9	CAPITAL GROUP	3,84,96,655	2.23%
10	BAILLIE GIFFORD	3,37,02,759	1.95%

*All the said shares are held in dematerialized form

Details of the current Directors of the Corporation

Name	Designation	DIN	Age	Address	Director of the Co. since	Details of other Directorship
Mr. Deepak S. Parekh	Non-Executive Chairman	00009078	74 yrs	HDFC House, H. T. Parekh Marg, 165-166, Backbay Reclamation, Churchgate, Mumbai 400 020	01-Mar-85	1. HDFC Asset Management Company Ltd. 2. HDFC ERGO General Insurance Company Ltd. 3. HDFC Life Insurance Company Ltd. 4. Siemens Ltd. 5. The Indian Hotels Company Ltd. 6. National Investment and Infrastructure Fund Ltd. 7. BAE Systems India (Services) Pvt. Ltd. 8. H T Parekh Foundation 9. Indian Institute for Human Settlements 10. Breach Candy Hospital Trust
Mr. Nasser Munjee	Independent Director	00010180	66 yrs	DCB Bank Ltd. Peninsula Business Park Tower 'A', 6th floor Senapati Bapat Marg, Lower Parel Mumbai 400 013.	01-Feb-93	1. ABB India Ltd. 2. Ambuja Cements Ltd. 3. Cummins India Ltd. 4. DCB Bank Ltd. 5. Tata Chemicals Ltd. 6. Tata Motors Ltd. 7. Tata Motors Finance Ltd. 8. Aga Khan Rural Support Programme, (India) 9. Indian Institute for Human Settlements 10. Karta Initiative India Foundation
Dr. J. J. Irani	Independent Director	00311104	82 yrs	H. No. 3, C Road (East), Northern Town, Bistupur East, Singhbhum, Jamshedpur 831001	18-Jan-08	1. HDFC Life Insurance Company Ltd.
Mr. U. K. Sinha	Independent Director	00010336	67 yrs	K 94, 2nd Floor, Hauz Khas Enclave, South Delhi, New Delhi 110016	30-Apr-18	1. Vedanta Ltd. 2. Havells India Ltd. 3. Max Healthcare Institute Ltd. 4. Aavishkaar Venture Management Services Pvt. Ltd. 5. Saumitra Research &

Name	Designation	DIN	Age	Address	Director of the Co. since	Details of other Directorship
						Consulting Pvt. Ltd.
Mr. Jalaj Dani	Independent Director	00019080	49 yrs	Home Villa Chs, 48 Krishna Sanghi Path, Gamdevi, Mumbai 400007	30-Apr-18	1. Hitech Corporation Ltd. 2. Havells India Ltd. 3. Gujarat Organics Ltd. 4. Pragati Chemicals Ltd. 5. Hitech Specialities Solutions Ltd. 6. IMG Reliance Ltd. 7. Haish Holding and Trading Company Pvt. Ltd. 8. S. C. Dani Research Foundation Pvt. Ltd. 9. Addverb Technologies Pvt. Ltd. 10. Paints and Coating Skill Council 11. Piramal Foundation for Education Leadership 12. Piramal Foundation 13. Reliance Foundation 14. Pratham Education Foundation 15. Village Social Transformation Foundation 16. Sportscom Industry Conferderation 17. Cronus Merchandise LLP
Dr. Bhaskar Ghosh	Independent Director	06656458	59 yrs	C3 1306 L&T South City, Arakare Mico Layout, Bannerghatta Road, Bangalore 560076	27- Sept-18	-
Ms. Ireena Vittal	Independent Director	05195656	50 yrs	4, Alhambra, Carmichael Road, Mumbai 400026	30- Jan-19	1. Godrej Consumer Products Ltd. 2. Wipro Ltd. 3. The Indian Hotels Company Ltd. 4. Titan Company Ltd. 5. Foundation to Educate Girls Globally 6. Jal Seva Charitable Foundation Board 7. Vidhi Centre for Legal Policy
Mr. V. Srinivasa	Executive Director	00030248	59 yrs	HDFC House H T Parekh Marg,	01- Jan-10	1. Atul Ltd. 2. HDFC Credila Financial

Name	Designation	DIN	Age	Address	Director of the Co. since	Details of other Directorship
Rangan				165-166, Backbay Reclamation, Churchgate, Mumbai 400 020		Services Pvt. Ltd. 3. HDFC Investments Ltd. 4. HDFC Property Ventures Ltd. 5. HDFC Trustee Company Ltd. 6. TVS Credit Services Ltd. 7. HDFC Education and Development Services Pvt. Ltd. 8. Computer Age Management Services Pvt. Ltd. 9. True North Corporate Pvt. Ltd. 10. H T Parekh Foundation
Ms. Renu Sud Karnad	Managing Director	00008064	66 yrs	The Capital Court, Munirka, Outer Ring Road, Olof Palme Marg, New Delhi 110 067	03-May-00	1. HDFC Life Insurance Company Ltd. 2. HDFC Asset Management Company Ltd. 3. HDFC ERGO General Insurance Company Ltd. 4. ABB India Ltd. 5. Bangalore International Airport Ltd. 6. Maruti Suzuki India Ltd. 7. Glaxo Smithkline Pharmaceuticals Ltd. 8. H T Parekh Foundation
Mr. Keki M. Mistry	Vice Chairman & Chief Executive Officer	00008886	64 yrs	HDFC House H T Parekh Marg 165-166, Backbay Reclamation Churchgate Mumbai 400 020	01-Feb-93	1. Greatship (India) Ltd. 2. GRUH Finance Ltd. 3. HDFC Bank Ltd. 4. HDFC Asset Management Company Ltd. 5. HDFC ERGO General Insurance Company Ltd. 6. HDFC Life Insurance Company Ltd. 7. Tata Consultancy Services Ltd. 8. Torrent Power Ltd. 9. H T Parekh Foundation

Note:

1. Based on the declarations made by the Directors of the Corporation, they do not hold directorship in companies who have been listed as 'defaulters' by Reserve Bank of India

Details of change in Directors of the Corporation since last three years

Name	Designation	DIN	Date of Appointment / Resignation	Director of the Company since (in case of resignation)	Remarks
Dr. S. A. Dave	Independent Director	00001480	August 10, 2017	August 1, 1980	Vacation of office on account of resignation on August 10, 2017
Mr. D. M. Sukhtankar	Independent Director	00034416	April 30, 2018	January 25, 1989	Vacation of office on account of resignation on April 30, 2018
Mr. D. N. Ghosh	Independent Director	00012608	April 30, 2018	November 21, 1989	Vacation of office on account of resignation on April 30, 2018
Mr. U. K. Sinha	Independent Director	00010336	April 30, 2018	-	Appointed as an Independent Director with effect from April 30, 2018.
Mr. Jalaj Dani	Independent Director	00019080	April 30, 2018	-	Appointed as an Independent Director with effect from April 30, 2018.
Mr. B. S. Mehta	Independent Director	00035019	July 30, 2018	-	Vacation of office on account of resignation on July 30, 2018
Dr. Bimal Jalan	Independent Director	00449491	July 30, 2018	-	Vacation of office on account of resignation on July 30, 2018
Dr. Bhaskar Ghosh	Independent Director	06656458	September 27, 2018	-	Appointed as an Independent Director with effect from September 27, 2018, subject to approval of the members of the Corporation.
Mr. Keki M. Mistry	Vice Chairman & Chief Executive Officer	00008886	Date of re-appointment as Managing Director designated as Vice-Chairman & Chief Executive Director: 14-Nov-18	-	Mr. Keki M. Mistry has been re-appointed as the Managing Director designated as Vice-Chairman & Chief Executive Director for a period of 3 years w.e.f. November 14, 2018
Ms. Ireena Vittal	Independent Director	05195656	January 30, 2019	-	Appointed as an Independent Director with effect from January 30, 2019, subject to approval of the members of the Corporation.
Mr. Nasser Munjee	Independent Director	00010180	July 21, 2019		Re-appointed as an Independent Director with effect from July 21, 2019, subject to approval of the members of the Corporation.
Dr. J. J. Irani	Independent Director	00311104	July 21, 2019		Re-appointed as an Independent Director with effect from July 21, 2019, subject to approval of the members of the Corporation.

Details of the Auditors of the Corporation

Name	Address	Auditor since
Messrs B S R & Co. LLP Chartered Accountants	5th Floor, Lodha Excelus, Apollo Mills Compound, N. M. Joshi Marg, Mahalaxmi, Mumbai 400 011	July, 2017

Details of change in Auditors since last three years

Messrs Deloitte Haskins & Sells, Chartered Accountants, the statutory auditors of the Corporation completed their term at the conclusion of the 40th Annual General Meeting held on July 26, 2017 and in accordance with the provisions of Section 139 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 were not eligible for re-appointment.

Accordingly Messrs B S R & Co. LLP have been appointed as the statutory auditors of the Corporation for a term of 5 consecutive years and to hold office from the conclusion of the 40th Annual General Meeting until the conclusion of the 45th Annual General Meeting.

Details of Secured Loan Facilities outstanding as on June 30, 2019

Lender's Name	Type of Facility	Amount Sanctioned	Principal Amount Outstanding	Repayment Date / Schedule	Security
		(Rs. in Cr)	(Rs. In Cr)		
Axis Bank Ltd.	Working Capital Demand Loan	3,000.00	3,000.00	Tenor up to 1 year	Negative Lien
Axis Bank Ltd.	Working Capital Demand Loan	900.00	900.00	Tenor up to 1 year	Negative Lien
Axis Bank Ltd.	Working Capital Demand Loan	1,050.00	1,050.00	Tenor up to 1 year	Negative Lien
Andhra Bank	Line of Credit	1,250.00	1,250.00	Tenor upto 1 month	Negative Lien
Andhra Bank	Line of Credit	350.00	350.00	Tenor upto 6 month	Negative Lien
Bank of Maharashtra	Line of Credit	1,000.00	730.00	Tenor up to 1 year	Negative Lien
Bank of Maharashtra	Line of Credit		200.00	Tenor upto 6 month	Negative Lien
Bank of India	Demand Loan	4,000.00	4,000.00	Tenor upto 18 month	Negative Lien
Canara Bank	Term Loan	3,450.00	3,450.00	Tenor up to 1 year	Negative Lien
Corporation Bank	Term Loan	1,000.00	1,000.00	Tenor up to 1 year	Negative Lien
Corporation Bank	Line of Credit	500.00	500.00	Tenor up to 1 year	Negative Lien
Corporation Bank	Line of Credit	500.00	500.00	Tenor up to 1 year	Negative Lien
Catholic Syrian Bank	Working Capital Demand Loan	150.00	150.00	Tenor upto 6 month	Negative Lien
Dhanlaxmi Bank	Short Term Loan	85.00	70.00	Tenor upto 1 month	Negative Lien
Federal Bank	Working Capital Demand Loan	300.00	300.00	Tenor up to 1 year	Negative Lien
Federal Bank	Working Capital Demand Loan	290.00	290.00	Tenor up to 1 year	Negative Lien
Indian Bank	Line of Credit	1,100.00	1,100.00	Tenor up to 1 year	Negative Lien
Indian Overseas Bank	Line of Credit	1,000.00	1,000.00	Tenor upto 3 month	Negative Lien
JP Morgan Chase Bank, N.A.	Term Loan	700.00	700.00	Tenor upto 36 month	Negative Lien
Punjab National Bank	Line of Credit	275.00	275.00	Tenor up to 1 year	Negative Lien

Lender's Name	Type of Facility	Amount Sanctioned	Principal Amount Outstanding	Repayment Date / Schedule	Security
		(Rs. in Cr)	(Rs. In Cr)		
State Bank of India	Working Capital Demand Loan	15,000.00	1,500.00	Tenor up to 1 year	Negative Lien
State Bank of India	Working Capital Demand Loan		4,500.00	Tenor up to 1 year	Negative Lien
State Bank of India	Working Capital Demand Loan		3,500.00	Tenor up to 1 year	Negative Lien
State Bank of India	Working Capital Demand Loan		3,000.00	Tenor up to 1 year	Negative Lien
State Bank of India	Working Capital Demand Loan		2,500.00	Tenor up to 1 year	Negative Lien
Syndicate Bank	Line of Credit	3,000.00	2,650.00	Tenor up to 1 year	Negative Lien
Union Bank of India	Line of Credit	500.00	500.00	Tenor up to 1 year	Negative Lien
Union Bank of India	Line of Credit	500.00	500.00	Tenor up to 1 year	Negative Lien
The Jammu & Kashmir Bank Limited	Term Loan	500.00	500.00	Tenor upto 1 month	Negative Lien
Total			**39,965.00**		

Note: Secured by negative lien on the assets of the Corporation and/or mortgage of property as the case may be, subject to the charge created in favour of its depositors pursuant to the regulatory requirement under Section 29B of the National Housing Bank Act, 1987.

Details of Unsecured Loan Facilities outstanding as on June 30, 2019

Lender's Name	Type of Facility	Amount Sanctioned	Principal Amount Outstanding	Repayment Date / Schedule	Security
		(Rs. in crore)	(Rs. in crore)		
Allahabad Bank	LOC	1,000.00	1,000.00	Tenor up to 3 months	Unsecured
Bank of America	STL	500.00	500.00	Tenor up to 3 months	
Citibank N.A.	TL	1,000.00	1,000.00	Tenor up to 65 months	
Citibank N.A.	TL	250.00	250.00	Tenor up to 71 months	
CTBC	STL	25.00	25.00	Tenor up to 6 months	
ICICI Bank Ltd.	TL	1,000.00	1,000.00	Tenor up to 1 year	
ICICI Bank Ltd.	TL	500.00	500.00	Tenor up to 1 year	
ICICI Bank Ltd.	TL	2,000.00	2,000.00	Tenor up to 3 months	
ICICI Bank Ltd.	TL	2,000.00	2,000.00	Tenor up to 3 months	
Sumitomo Mitsui Banking Corporation	STL	260.00	260.00	Tenor up to 1 year	
United Overseas Bank	TL	75.00	75.00	Tenor up to 1 year	
Total			**8,610.00**		

Details of Non-Convertible Debentures outstanding as on June 30, 2019

Debenture series	Tenor / Period of Maturity	Coupon	Amount (Rs. in crore)	Date of Allotment	Redemption Date / Schedule	Credit Rating	Secured / Unsecured	Security
141 (E-023)	12 yrs	9.60%	250.00	12-Dec-07	12-Dec-19	AAA/Stable	Secured	Refer Note
193 (G-012)	15 yrs	8.96%	500.00	08-Apr-10	08-Apr-25			
196 (G-015)	15 yrs	8.96%	500.00	09-Apr-10	09-Apr-25			
199 (H-003)	10 yrs	8.65%	250.00	20-May-10	20-May-20			
204 (H-008)	10 yrs	8.79%	500.00	21-Jul-10	21-Jul-20			
206 (H-010)	10 yrs	8.90%	500.00	18-Aug-10	18-Aug-20			
208 (H-012)	10 yrs	8.95%	500.00	19-Oct-10	19-Oct-20			
209 (H-013)	10 yrs	8.98%	250.00	26-Nov-10	26-Nov-20			
212 (H-016)	10 yrs	9.00%	500.00	23-Dec-10	23-Dec-20			
216 (H-020)	10 yrs	9.30%	400.00	18-Jan-11	18-Jan-21			
227 (H-031)	10 yrs	9.40%	185.00	13-Apr-11	13-Apr-21			
I-001	10 yrs	9.40%	1,000.00	03-May-11	03-May-21			
I-007	10 yrs	9.90%	400.00	10-Jun-11	10-Jun-21			
I-012	10 yrs	9.55%	450.00	20-Jul-11	20-Jul-21			
I-016	10 yrs	9.45%	200.00	17-Aug-11	17-Aug-21			
I-019	10 yrs	9.60%	250.00	23-Sep-11	23-Sep-21			
I-021	10 yrs	9.90%	670.00	11-Nov-11	11-Nov-21			
J-002	10 yrs	9.50%	200.00	09-May-12	09-May-22			
J-008	10 yrs	9.50%	200.00	04-Jul-12	04-Jul-22			
K-024	10 yrs	8.95%	200.00	21-Mar-13	21-Mar-23			
M-009	10 yrs	9.24%	510.00	24-Jun-14	24-Jun-24			
M-014	10yrs	9.50%	475.00	13-Aug-14	13-Aug-24			
M-015	5 yrs	9.45%	1,970.00	21-Aug-14	21-Aug-19			
M-016	5 yrs	9.40%	685.00	26-Aug-14	26-Aug-19			
M-018	10 yrs	9.34%	1,000.00	28-Aug-14	28-Aug-24			
N-001	5 yrs	8.65%	1,000.00	06-Jan-15	06-Jan-20			
N-002	5 yrs	8.75%	1,985.00	13-Jan-15	13-Jan-20			
N-003	5 yrs	Zero coupon	1,000.00	15-Jan-15	15-Jan-20			
N-004	10 yrs	8.40%	500.00	23-Jan-15	23-Jan-25			
N-008	10 yrs	8.45%	750.00	25-Feb-15	25-Feb-25			
N-010	10 yrs	8.43%	600.00	04-Mar-15	04-Mar-25			
N-015	5 yrs	8.49%	1,251.00	27-Apr-15	27-Apr-20			
N-017	5 yrs	8.70%	1,450.00	18-May-15	18-May-20			
O-001	5 yrs	8.50%	2,000.00	31-Aug-15	31-Aug-20			
O-002	5 yrs	8.65%	1,100.00	18-Sep-15	18-Sep-20			
P-002	5 yrs	8.75%	1,558.00	04-Mar-16	04-Mar-21			

Debenture series	Tenor / Period of Maturity	Coupon	Amount (Rs. in crore)	Date of Allotment	Redemption Date / Schedule	Credit Rating	Secured / Unsecured	Security
P-003	4 yrs	Zero coupon	1,000.00	09-Mar-16	09-Mar-20			
P-005	3 yrs & 4 months	8.26%	1,000.00	12-Apr-16	12-Aug-19			
P-006	5 yrs	8.35%	500.00	26-Apr-16	26-Apr-21			
P-007	10 yrs	8.32%	500.00	04-May-16	04-May-26			
P-010	5 yrs	Zero coupon	500.00	10-May-16	10-May-21			
P-011	10 yrs	8.35%	1,035.00	13-May-16	13-May-26			
P-012	10 yrs	8.45%	1,500.00	18-May-16	18-May-26			
P-013	3 yrs& 2 months	8.45%	730.00	24-May-16	24-Jul-19	AAA/Stable	Secured	Refer Note
P-015	10 yrs	8.44%	710.00	01-Jun-16	01-Jun-26			
P-016	10 yrs	8.46%	1,000.00	15-Jun-16	15-Jun-26			
P-018	3 yrs& 274 days	8.49%	500.00	20-Jun-16	20-Mar-20			
P-019	10 yrs	8.46%	535.00	24-Jun-16	24-Jun-26			
P-021	3 yrs	8.38%	925.00	15-Jul-16	15-Jul-19			
P-023	5 yrs	8.20%	500.00	29-Jul-16	29-Jul-21			
Q-002	3 yrs & 1 month	7.95%	1,000.00	23-Aug-16	23-Sep-19			
Q-003	10 yrs	7.90%	1,000.00	24-Aug-16	24-Aug-26			
Q-007	3 yrs & 2 months	7.69%	525.00	04-Oct-16	04-Dec-19			
Q-009	3 yrs & 1 month	7.48%	1,000.00	18-Oct-16	18-Nov-19			
Q-010	3 yrs	7.80%	2,000.00	11-Nov-16	11-Nov-19			
Q-011	10 yrs	7.72%	2,000.00	18-Nov-16	18-Nov-26			
Q-013	3 yrs & 3 months	Zero coupon	1,000.00	09-Dec-16	09-Mar-20			
Q-014	3 yrs & 1 month	Variable Rate	593.00	12-Jan-17	12-Feb-20			
Q-015	3 yrs & 1 month	Zero Coupon	800.00	18-Jan-17	18-Feb-20			
Q-017	3 yrs & 2 months	Variable Rate	1,000.00	30-Jan-17	30-Mar-20			
R-002	3 yrs	Variable Rate	500.00	17-Mar-17	17-Mar-20			
R-004	3 yrs	7.78%	1,498.00	24-Mar-17	24-Mar-20			
R-005	10 yrs	Variable Rate	1,800.00	27-Mar-17	27-Mar-27			
R-006	10 yrs	Variable Rate	1,680.00	13-Apr-17	13-Apr-27			

Debenture series	Tenor / Period of Maturity	Coupon	Amount (Rs. in crore)	Date of Allotment	Redemption Date / Schedule	Credit Rating	Secured / Unsecured	Security
R-007	3 yrs & 2 months	Variable Rate	2,300.00	18-Apr-17	18-Jun-20			
R-008	10 yrs	Variable Rate	1,680.00	24-Apr-17	24-Apr-27			
R-009	3 yrs	7.67%	500.00	19-May-17	19-May-20			
R-010	3 yrs & 1 month	Variable Rate	1,250.00	22-May-17	22-Jun-20	AAA/Stable	Secured	Refer Note
R-011	3 yrs & 1 month	Variable Rate	750.00	29-May-17	29-Jun-20			
R-014	3 yrs & 18 days	7.60%	2,000.00	08-Jun-17	26-Jun-20			
R-015	3 yrs & 24 days	7.50%	1,500.00	13-Jun-17	07-Jul-20			
R-016	3 yrs & 3 months	Variable Rate	2,000.00	16-Jun-17	16-Sep-20			
R-018	5 yrs	7.43%	720.00	20-Jun-17	20-Jun-22			
R-022	2 yrs	7.17%	3,500.00	24-Jul-17	24-Jul-19			
R-023	3 yrs & 1 month	7.20%	2,000.00	01-Aug-17	01-Sep-20			
S-002	2 yrs	7.00%	2,000.00	06-Sep-17	06-Sep-19			
S-004	3 yrs & 1 month	7.40%	2,500.00	17-Oct-17	17-Nov-20			
U-001	10 yrs	9.05%	2,953.00	16-Oct-18	16-Oct-28			
U-002	1 yr & 48 days	9.11%	1,700.00	26-Oct-18	13-Dec-19			
U-003	10 yrs	9.00%	308.75	1-Nov-18	1-Nov-28			
U-004	5 yrs	9.05%	4,000.00	20-Nov-18	20-Nov-23			
U-005	10 yrs	9.00%	9,000.00	29-Nov-18	29-Nov-28			
U-006	18 months	8.80%	1,500.00	18-Dec-18	18-Jun-20			
U-007	10 yrs	8.66%	5,000.00	21-Dec-18	21-Dec-28			
U-008	1 yr & 11 months	8.70%	5,000.00	15-Jan-19	15-Dec-20			
U-009	1 yr & 1 month	8.43%	2,000.00	25-Jan-19	25-Feb-20			
U-010	1 yr 8 months & 14 days	8.62%	2,500.00	01-Feb-19	15-Oct-20			

Debenture series	Tenor / Period of Maturity	Coupon	Amount (Rs. in crore)	Date of Allotment	Redemption Date / Schedule	Credit Rating	Secured / Unsecured	Security
V-001	1 yr & 3 months	8.52%	1,500.00	28-Feb-19	28-May-20			
V-002	1 yr & 126 days	8.51%	2715.00	11-Mar-19	15-Jul-20			
V-003	3 yrs	8.58%	5000.00	18-Mar-19	18-Mar-20			
V-004	10 yrs	8.55%	5000.00	27-Mar-19	27-Mar-29			
V-005	3 yrs	8.05%	2265.00	20-Jun-19	20-Jun-22			
SD-5	10 yrs	8.73%	500.00	04-Mar-10	04-Mar-20	AAA/Stable	Unsecured	NA
SD-6	10 yrs	9.40%	1,000.00	17-Feb-11	17-Feb-21			
SD-7	10 yrs	9.50%	1,000.00	02-Mar-12	02-Mar-22			
SD-8	10 yrs	9.60%	2,000.00	21-Oct-14	21-Oct-24	AAA/Stable	Unsecured	NA
SD-9	10 yrs	8.65%	1,000.00	24-Feb-15	24-Feb-25			
			1,31,711.75					

Note:

1. Except for Series SD-5 to Series SD-9, all Debentures are secured by negative lien on the assets of the Corporation and/or mortgage of property as the case may be, subject to the charge created in favour of its depositors pursuant to the regulatory requirement under Section 29B of the National Housing Bank Act, 1987.
2. The Debentures are rated AAA by CRISIL and AAA by ICRA.
3. The monies raised through issuance of the said debentures were utilized for the purposes for which the same was raised and as mentioned in the respective disclosure documents.

List of Top 10 Debenture holders as on June 30, 2019

Sr. No.	Name of Debenture holders	Amount (Rs. in crore)
1	LIFE INSURANCE CORPORATION OF INDIA P & GS FUND	6,798.00
2	CITICORP INVESTMENT BANK (SINGAPORE) LIMITED	4,580.00
3	LIFE INSURANCE CORPORATION OF INDIA	4,125.00
4	STATE BANK OF INDIA	4,030.00
5	SBI LIFE INSURANCE CO.LTD	3,104.80
6	ICICI PRUDENTIAL LIFE INSURANCE COMPANY LIMITED	3,057.50
7	CBT EPF-05-C-DM	2,556.00
8	TATA CONSULTANCY SERVICES LIMITED	2,161.50
9	STATE BANK OF INDIA EMPLOYEES PENSION FUND	2,079.80
10	CBT EPF-05-B-DM	1,900.70

Note: The above mentioned debenture holders have been listed as per their holding in value terms, on cumulative basis for all outstanding debenture issues.

Corporate Guarantee issued by the Corporation as on June 30, 2019

Sr. No.	Category	Amount of Corporate Guarantee (Rs. in crore)
a)	**Subsidiary**	Nil
b)	**Others**	
	Financial Guarantees (*)	1,794.79
	Performance Guarantees	Nil

(*) includes Rs 1,508.56 crore towards corporate undertaking against securitization of housing loans receivables to various banks

Details of Commercial Paper outstanding as on June 30, 2019

Maturity Date	Amount (Rs. in crore)
19-Jul-2019	2,000.00
14-Nov-2019	2,400.00
26-Nov-2019	1,000.00
29-Nov-2019	1,000.00
10-Dec-2019	1,500.00
13-Dec-2019	700.00
05-Dec-2019	1,500.00
04-Feb-2020	800.00
13-Feb-2020	1,500.00
02-Mar-2020	2,000.00
27-Feb-2020	1,000.00
28-Feb-2020	1,000.00
07-Feb-2020	1,000.00
24-Jan-2020	650.00
13-Sep-2019	850.00
21-Oct-2019	1,300.00
14-Oct-2019	1,500.00
31-Jul-2019	2,000.00
05-Aug-2019	2,000.00
06-Nov-2019	1,500.00
31-Oct-2019	1,000.00
20-May-2020	900.00
12-Sep-2019	2,000.00
12-May-2020	1,100.00
26-May-2020	1,300.00
Total	**33,500.00**

Details of rest of the borrowings outstanding as on June 30, 2019

Party Name / Instrument	Type of Facility/ Instrument	Amount Sanctioned/ Issued in USD million/ Rs cr	Principal Amount Outstanding in Rs cr	Repayment Date / Schedule	Credit Rating	Secured / Unsecured	Security
Bank of Baroda	FCNR(B) Loan	USD 150 million	1,036.80	01-Nov-03	-	Secured	Negative Lien
Bank of Baroda	FCNR(B) Loan	USD 185 million	1,278.72	29-Nov-19	-	Secured	Negative Lien
Bank of Baroda	FCNR(B) Loan	USD 200 million	1,382.40	31-Dec-19	-	Secured	Negative Lien
Punjab National Bank	FCNR(B) Loan	USD 50 million	345.60	10-Dec-01	-	Secured	Negative Lien
Punjab National Bank	FCNR(B) Loan	USD 70 million	483.84	27-Apr-02	-	Secured	Negative Lien
Punjab National Bank	FCNR(B) Loan	USD 100 million	691.20	19-Sep-19	-	Secured	Negative Lien
Punjab National Bank	FCNR(B) Loan	USD 100 million	691.20	21-Nov-02	-	Secured	Negative Lien
Punjab National Bank	FCNR(B) Loan	USD 150 million	1,036.80	01-Nov-03	-	Secured	Negative Lien
The Federal Bank Ltd. (Kochi)	FCNR(B) Loan	USD 87 million	601.34	23-Aug-02	-	Secured	Negative Lien
The Federal Bank Ltd. (Kochi)	FCNR(B) Loan	USD 40 million	276.48	28-Dec-19	-	Secured	Negative Lien
South Indian Bank	FCNR(B) Loan	USD 100 million	691.20	21-Nov-02	-	Unsecured	-
Masala Bond	Masala Bond	INR 3,000	3,000	21-Aug-19	-	Unsecured	-
Masala Bond	Masala Bond	INR 500	500	09-Jan-20	-	Unsecured	-
Masala Bond	Masala Bond	INR 1,000	1,000	09-Jan-20	-	Unsecured	-
Masala Bond	Masala Bond	INR 500	500	09-Jan-20	-	Unsecured	-
Masala Bond	Masala Bond	INR 3,300	3,300	30-Apr-20	-	Unsecured	-
Masala Bond	Masala Bond	INR 1,300	1,300	25-Nov-22	-	Unsecured	-
Masala Bond	Masala Bond	INR 500	500	29-Nov-23	-	Unsecured	-
Masala Bond	Masala Bond	INR 1,000	1,000	28-Mar-22	-	Unsecured	-
State Bank of India, Singapore Branch	ECB- Low Cost affordable Housing	USD 500 million	3,456.00	Repayable in 2 tranches:- USD 200 mn on July 24,2020 and USD 300 mn on Aug 11,2020	--	Unsecured	--
Sumitomo Mitsui Banking Corporation, Singapore Branch							
MUFG Bank LTD, Singapore Branch							
Bank of America N.A, Taipei Offshore Banking Branch							
Union Bank of Hong Kong							

Party Name / Instrument	Type of Facility/ Instrument	Amount Sanctioned/ Issued in USD million/ Rs cr	Principal Amount Outstanding in Rs cr	Repayment Date / Schedule	Credit Rating	Secured / Unsecured	Security
Sino Pac							
Mega International Commercial Bank ltd, Labuan Branch							
Bank of Taiwan, Singapore Branch							
State Bank of India Hongkong Branch	ECB- Low Cost affordable Housing	USD 375 million	2,592.00	Repayable in 2 tranches:- USD 240 mn maturing May 23,2021 and USD 135 mn maturing June 1,2021	--	Unsecured	--
Sumitomo Mitsui Banking Corporation, Singapore Branch							
SBI (Mauritius) Limited							
BDO Uni bank Inc, HongKong							
Sumitomo Mitsui Trust Bank Ltd, Singapore Branch							
Bank of Taiwan , Singapore Branch							
E.SUN Commercial Bank Ltd, Singapore Branch							
Taiwan Business Bank, Offshore banking branch							
Taiwan Co-operative Bank, Offshore banking branch							
AfrAsia Bank Ltd							
Chang Hwa Commercial Bank Ltd, Offshore Banking Branch							
Land Bank of Taiwan, Offshore Banking Branch							
Mega International Commercial Bank Co Ltd, Offshore Banking Branch							
Taiwan Shin Kong Commercial Bank							
Jih Sun International Bank							
The Shanghai Commercial and Savings Bank Ltd, Offshore Banking Branch							
Sunny Bank Ltd							
DBS Bank Ltd							
AUSTRALIA AND NEW ZEALAND BANKING GROUP LIMITED	ECB- Low Cost affordable Housing	USD 750 million	5,184.00	Repayable in 2 tranches:- USD 392 mn maturing Juy 09, 2023 and USD 358 mn maturing July 25, 2023	--	Unsecured	--
BARCLAYS BANK PLC							
Citibank N.A , Jersy Branch							

Party Name / Instrument	Type of Facility/ Instrument	Amount Sanctioned/ Issued in USD million/ Rs cr	Principal Amount Outstanding in Rs cr	Repayment Date / Schedule	Credit Rating	Secured / Unsecured	Security
DBS BANK LTD.							
FIRST ABU DHABI BANK PJSC							
THE HONGKONG AND SHANGHAI BANKING CORPORATION LIMITED							
MIZUHO BANK, LTD.							
MUFG BANK, LTD							
SUMITOMO MITSUI BANKING CORPORATION SINGAPORE BRANCH							
BDO Unibank, Inc., Hongkong Branch							
KGI Bank							
United Overseas Bank							
The Norinchukin Bank							
Mega International Commercial Bank Co Ltd, Offshore Banking Branch							
CTBC Bank							
Hyakago Bank							
Land Bank of Taiwan, Offshore Banking Branch							
Taiwan Co-operative Bank							
Bank of Taiwan							
Hua Nan Commercial Bank, Singapore Branch							
Taipei Fubon Commercial Bank							
Arfasia bank ltd							
Sunny Bank Ltd							
E-Sun Commercial Bank							
SMBC Trust Bank singapore Branch							
The Shanghai Commercial & savings abank Ltd, offshore banking branch							
CITIGROUP GLOBAL MARKETS ASIA LIMITED							
Taishin international Bank							

Party Name / Instrument	Type of Facility/ Instrument	Amount Sanctioned/ Issued in USD million/ Rs cr	Principal Amount Outstanding in Rs cr	Repayment Date / Schedule	Credit Rating	Secured / Unsecured	Security
FIRST ABU DHABI BANK PJSC, Singapore Branch - JPY	ECB- Low Cost affordable Housing	JPY 53200 Million	3410.16	Repayable in 1 tranches:- JPY 53200 mn maturing December 11, 2023.	--	Unsecured	--
MIZUHO BANK, LTD. - JPY							
MUFG BANK, LTD., Singapore Branch - JPY							
SUMITOMO MITSUI BANKING CORPORATION SINGAPORE BRANCH - JPY							
Bank of China, Singapore Branch							
Bank of Taiwan Branch, Tokyo branch							
The Gunma Bank							
Sumitomo trust Bank							
Bank of India, Tokyo Branch							
Standard Chartered Bank	ECB- Low Cost affordable Housing	USD 200 mn	1382.4	Payable in Single Tranche - USD 200mn maturing on May 09, 2022	-	Unsecured	-
First Abu Dhabi Bank PJSC, Singapore Branch							
The Korea Development Bank, Singapore Branch							
Sumitomo Mitsui Trust Bank, Limited Singapore Branch							
Asian Development Bank	Term Loan	USD 100 million	161.48	Repayable in semi-annual installments from 15-Dec-14 to 15-Jun-22	--	Secured	Negative Lien
Bank of India	Long Term Bonds	100	23.8	Repayable semi-annually from 10-Dec-19 to 10-June-22	CRISIL AAA & ICRA AAA	Secured	Negative Lien
Deposits	Deposits	--	113,971.34	On various dates – as contracted	CRISIL FAAA & ICRA MAAA	Unsecured	--
National Housing Bank	Refinance		0.59	From 01-Apr-13 to 01-Oct-19 in quarterly installments	--	Secured	Negative Lien
National Housing Bank	Refinance		0.56	From 01-Jul-13 to 01-Jan-20 in quarterly installments	--	Secured	Negative Lien

Party Name / Instrument	Type of Facility/ Instrument	Amount Sanctioned/ Issued in USD million/ Rs cr	Principal Amount Outstanding in Rs cr	Repayment Date / Schedule	Credit Rating	Secured / Unsecured	Security
National Housing Bank	Refinance	250	70.22	From 01-Jul-15 to 01-Jul-23 in quarterly installments	--	Secured	Negative Lien
National Housing Bank	Refinance	25	10.48	From 01-Apr-16 to 01-Oct-22 in quarterly installments	--	Secured	Negative Lien
National Housing Bank	Refinance	500	4.924	From 01-Oct-16 to 01-Apr-23 in quarterly installments	--	Secured	Negative Lien
National Housing Bank	Refinance	353	242.68	From 01-Oct-16 to 01-Apr-26 in quarterly installments	--	Secured	Negative Lien
National Housing Bank	Refinance	127	85.13	From 01-Oct-16 to 01-Apr-26 in quarterly installments	--	Secured	Negative Lien
National Housing Bank	Refinance	1000	545.33	From 01-Jul-17 to 01-Jan-22 in quarterly installments	--	Secured	Negative Lien
National Housing Bank	Refinance	740	570.82	From 01-Oct-17 to 01-Apr-27 in quarterly installments	--	Secured	Negative Lien
National Housing Bank	Refinance	200	164.10	From 01-Oct-17 to 01-Apr-27 in quarterly installments	--	Secured	Negative Lien
National Housing Bank	Refinance	250	217.75	From 01-Apr-2018 to 01-Oct-27 in quarterly installments	--	Secured	Negative Lien
National Housing Bank	Refinance	2000	1634.2	From 01-Apr-18 to 01-Oct-27 in quarterly installments	--	Secured	Negative Lien
National Housing Bank	Refinance	1000	798.16	From 01-Apr-2018 to 01-Oct-27 in quarterly installments	--	Secured	Negative Lien
National Housing Bank	Refinance	500	426.98	From 01-Oct-2018 to 01-Jan-2028 in quarterly installments	--	Secured	Negative Lien

Party Name / Instrument	Type of Facility/ Instrument	Amount Sanctioned/ Issued in USD million/ Rs cr	Principal Amount Outstanding in Rs cr	Repayment Date / Schedule	Credit Rating	Secured / Unsecured	Security
National Housing Bank	Refinance	400	340	From 01-Oct-2018 to 01-Jan-2025 in quarterly installments	--	Secured	Negative Lien
National Housing Bank	Refinance	100	88.89	From 01-Oct-2018 to 01-Apr-2025 in quarterly installments	--	Secured	Negative Lien
National Housing Bank	Refinance	500	421.05	From 01-April-2019 to 01-Oct-2025 in quarterly installments	--	Secured	Negative Lien
National Housing Bank	Refinance	1250	1177.82	From 01-April-2019 to 01-Oct-2028 in quarterly installments	--	Secured	Negative Lien
National Housing Bank	Refinance	700	673.1	From 01-April-2019 to 01-Oct-2025 in quarterly installments	--	Secured	Negative Lien
National Housing Bank	Refinance	1250	1217.75	From 01-April-2019 to 01-Oct-2028 in quarterly installments	--	Secured	Negative Lien
National Housing Bank	Refinance	1200	1200	From 15-April-2019 to 01-Apr-2022 in quarterly installments	--	Secured	Negative Lien
National Housing Bank	Refinance	600	600	From 15-April-2019 to 01-Apr-2026 in quarterly installments	--	Secured	Negative Lien
Total			**160,287.28**				

Note: Secured by negative lien on the assets of the Corporation and/or mortgage of property as the case may be, subject to the charge created in favour of its depositors pursuant to the regulatory requirement under Section 29B of the National Housing Bank Act, 1987.

Details of all default/s and/or delay in payments of the interest and principal of any kind of term loans, debt securities and other financial indebtedness including corporate guarantee issued by the Corporation, in the past 5 years

Interest on existing debt securities of the Corporation is paid to the respective holders of the debt securities on the relevant due dates for payment of such interest, which is fixed in accordance with the terms of the issue of such debt securities. As on date of this Shelf Disclosure Document, the Corporation

has not defaulted in its obligations to pay either the interest or principal amount towards its existing debt securities or term loans.

Details of any outstanding borrowings 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.

The Corporation, till date, has not issued any debt securities for consideration other than cash or in pursuance of an option.

The details of Debentures issued at a discount and outstanding as on June 30, 2019 is given hereunder:
Nil

The details of Debentures issued at a premium and outstanding as on June 30, 2019 is given hereunder:
Nil

Details of the Promoters of the Corporation

Sr. No.	Name of the Shareholders	Total No. of Equity Shares (of Face Value Rs. 2 each)	No. of shares in demat form	Total Shareholding as % of total no. of equity shares	No. of Shares Pledged	% of Shares pledged with respect to shares owned
NIL						

The Corporation is neither owned nor controlled, directly or indirectly, by any person, entity or government and does not owe allegiance to any promoter or promoter group. To the best of its knowledge and belief, the Corporation does not have any arrangement, the operation or consequence of which might directly or indirectly result in a change in its ownership, control or management.

Any material event/development or change having implications on the financials/credit quality (e.g. 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.

Save as stated elsewhere in this Shelf Disclosure Document, since the date of the last published audited financial accounts, no material development has taken place that will materially affect the performance or prospects of the Corporation.

The Supreme Court of India has, by way of an order dated July 22, 2015, directed our Company to pay a penalty of Rs.75,000/- to SEBI for an inadvertent delay in filing a report under the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 1997. This pertained to the acquisition of equity shares on a preferential basis of Hindustan Oil Exploration Company Limited in 1997, which resulted in the Company holding 10.92% of the voting rights in Hindustan Oil Exploration Company Limited. HDFC has paid the penalty and thus settled the issue.

Debenture Redemption Reserve

Housing Finance Companies registered with National Housing Bank are not required to create Debenture Redemption Reserve (DRR) as the debentures are being issued on a private placement basis.

A statement containing particulars of the dates of, and parties to all material contracts, agreements involving financial obligations of the Issuer

By very nature of its business, the Corporation is involved in large number of transactions involving financial obligations and therefore it may not be possible to furnish details of all material contracts and agreements involving financial obligations of the Corporation. However, the contracts/documents referred below (not being contracts entered into in the ordinary course of the business carried on by the Corporation) which are or may be deemed to be material have been entered into by the Corporation. Copies of these contracts /documents shall be available for inspection at the registered office of the Corporation between 10.00 a.m. and 12.00 noon on all days except Saturdays, Sundays and Public holidays.

1. Certified true copy of the Memorandum and Articles of Association of the Corporation.
2. Certified copy of the special resolution passed by the shareholders of the Corporation at the Forty First Annual General Meeting held on July 30, 2018, approving the increase in the overall borrowing limit up to Rs. 5,00,000 crore under Section 180(1)(c) of the Companies Act, 2013.
3. Certified copy of the special resolution passed by the shareholders of the Corporation at the forty-second Annual General Meeting held on August 2, 2019, approving the issuance of Redeemable Non-Convertible Debentures and/or other Hybrid Instruments on a private placement basis for Rs. 1,25,000 crore.
4. Certified true copy of the special resolution passed by the shareholders of the Corporation through Postal Ballot on July 21, 2014 authorizing the Board of Directors of the Corporation to mortgage, create charges or hypothecation as may be necessary, on such of the assets of the Corporation, both present and future, movable as well as immovable, including the undertaking of the Corporation, under the provisions of under Section 180(1)(a) of the Companies Act, 2013.
5. Certified copy of the resolution of the Board of Directors passed at its meeting held on August 2, 2019 approving the draft of this Shelf Disclosure Document for issue of Non-Convertible Debentures aggregating to Rs.45,000 crore and authorizing any one of Mr. Keki M. Mistry, Vice Chairman & Chief Executive Officer of the Corporation or Ms. Renu S Karnad, Managing Director or Mr. V. Srinivasa Rangan, Executive Director to inter alia make changes in the Shelf Disclosure Document as deemed appropriate and to sign the same for and on behalf of the Board.
6. Certified copy of the special resolution passed by the shareholders of the Corporation through Postal Ballot on March 10, 2017 for increasing the authorized share capital of the Corporation from Rs. 340 crore to Rs. 350 crore.
7. Certified copy of the special resolution passed by the shareholders of the Corporation through Postal Ballot on February 14, 2018 for increasing the authorized share capital of the Corporation from Rs. 350 crore to Rs. 370 crore.
8. Copies of the Balance Sheet, Profit and Loss Account for the three years ended March 31, 2017, 2018 and 2019 and the report of the Auditors thereon of the Corporation and that of its subsidiaries.
9. Copy of the letter dated August 7, 2019 from CRISIL assigning the credit rating to the Debentures.
10. Copy of the letter dated August 09, 2019 from ICRA Limited assigning the credit rating to the Debentures.
11. Copy of the bipartite agreement dated October 25, 1996 between the Corporation and National Securities Depository Limited (NSDL).

12. Copy of the bipartite agreement dated March 10, 1999 between the Corporation and Central Depository Services (India) Limited (CDSL).
13. Copy of the Uniform Listing Agreements dated November 27, 2015 between the Corporation and the National Stock Exchange of India Limited.
14. Copy of the Uniform Listing Agreements dated November 27, 2015 between the Corporation and the BSE Limited.
15. Certified true copy of the resolution passed by the shareholders at the fortieth Annual General Meeting held on July 26, 2017, appointing M/s. B S R & Co. LLP, as Statutory Auditors of the Corporation.
16. Copy of the letter dated August 8, 2019 received from IDBI Trusteeship Services Limited granting its consent to act as the trustees for the debentures to be issued under this disclosure document.
17. Copy of the agreement dated June 30, 2016 between the Corporation and the National Stock Exchange of India Limited regarding electronic book platform.
18. Copy of the agreement dated July 19, 2016 between the Corporation and the BSE Limited regarding electronic book platform.

Issue Details

The Corporation proposes to issue 4,50,000 Secured Redeemable Non-Convertible Debentures of the face value of Rs. 10 lakh each aggregating Rs. 45,000 crore for cash to eligible investors, in one or more series on a private placement basis. The terms are given herein below. The specific terms of the issue will be finalized closer to the actual date of issuance by way of Term Sheet and would be submitted to BSE and NSE prior to the date of opening of the respective issues.

Issue Size

4,50,000 Secured Redeemable Non-Convertible Debentures (Debentures) of the face value of Rs. 10 lakh each for cash, aggregating to Rs. 45,000 crore on a Private Placement Basis.

Details of utilization of the issue proceeds

The object of the issue is to augment the long-term resources of the Corporation. The proceeds of the present issue would be utilized for financing / refinancing the housing finance business requirements of the Corporation.

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

The Debentures would be issued in dematerialized form.

The Debentures issued shall be transferable and transmittable in the same manner and to the same extent and be subject to the same restrictions and limitations as in the case of the existing equity shares of the Corporation.

Redemption amount, period of maturity, yield on redemption

The Debentures shall be redeemed at such price, at the expiry of the respective tenor or at the exercise of put / call option, if any, as mentioned in the Term Sheet.

Information relating to the terms of offer or purchase

The Issue

The Corporation proposes to issue 4,50,000 Secured Redeemable Non-Convertible Debentures (Debentures) of the face value Rs.10 lakh aggregating Rs. 45,000 crore for cash to eligible investors, in one or more series on a private placement basis.
The Debentures are being issued in terms of this Shelf Disclosure Document and in pursuant to the resolution passed by the Board of Directors of the Corporation at its meeting held on August 2, 2019 and subject to the provisions of the Companies Act, 2013 and the Memorandum and Articles of Association of the Corporation.

The said resolution authorizes Mr. Keki M. Mistry – Vice Chairman & Chief Executive Officer of the Corporation, Ms. Renu Sud Karnad – Managing Director and Mr. V Srinivasa Rangan – Executive Director, to severally issue the Shelf Disclosure Document and sign the same for and on behalf of the Board of Directors of the Corporation. A certified true copy of the said resolution is annexed herewith.

This Shelf Disclosure Document is neither a prospectus nor a statement in lieu of a prospectus. This is only an information brochure intended for private use and should not be construed to be a prospectus and/or an invitation to the public or any person other than the addressee, for subscription to the Debentures under any law for the time being in force. The Corporation can, at its sole and absolute discretion change the terms of the issue.

Nature of Instrument

Secured Redeemable Non-Convertible Debentures

Security

The Debentures will be secured by executing Debenture Trust Deed (DTD) creating mortgage on property identified in DTD and negative lien on the assets of the Corporation except to the extent of charge created in favour of its depositors pursuant to the regulatory requirement under Section 29B of the National Housing Bank Act, 1987. The Corporation shall not transfer, sell or dispose of or create any charge, encumbrance or any other security interests, on any of its assets as disclosed in Original Financial Statement to an extent required to maintain the asset coverage as required for the Debentures under the Disclosure Documents ("Assets"). The Assets would be exclusively earmarked for the payments required to be made to the Trustees for the benefit of the Debenture Holders under the Debentures and the Trustees shall have a legal claim and interest (contractual or equitable) on the Assets, ranking *pari passu* with such similar rights created by the Corporation in favour of its other lenders and such claim and interest of the Trustees would be exercisable through the Power of Attorney issued to the Trustees. Provided that the Corporation shall be entitled from time to time to make further issue of debentures or any other instruments to the public and/or private, and/or any other person(s) and to raise further loans, advances or such other facilities from Banks, Financial Institutions and /or any other person(s) on the security or assets without the consent of or intimation to Trustee. Provided further that the Corporation shall be entitled to assign or securitize in any manner whatsoever, create security for deposits and others and create any charge on its Assets under any law, regulations or guidelines, rules or directions, etc. issued by any authority and be free to dispose of, sell or transfer or part with any of capital or fixed or other assets in ordinary course of business without requiring any consent from Trustee

Deemed Date of Allotment

The deemed date of allotment for each issue will be mentioned in the Term Sheet.

Interest on the Coupon bearing Debentures

a) Interest Rate

In case of fixed rate Debentures, they shall carry interest at fixed coupon rate as per the Term Sheet from the corresponding deemed date of allotment.

In case of floating rate Debentures, the relevant coupon for any interest period shall be determined by the underlying benchmark, mark up/down on that and the reset frequency as per the Term Sheet.

The interest shall be subject to deduction of tax at source at the rates prevailing from time to time under the provisions of the Income Tax Act, 1961, or any other statutory modification or re-enactment thereof, for which a certificate will be issued by the Corporation.

b) Computation of interest

Interest for each of the interest periods shall be computed on an actual-by-actual day basis on the principal outstanding on the Debentures at the coupon rate.

c) Payment of interest

The interest will be payable to the beneficiaries as per the statement of beneficial position provided by the Depositories as on the record date. Such interest will be paid monthly/ quarterly/semi-annually/annually as per the Term Sheet.

Interest on Zero Coupon Debentures

The Debentures shall carry an implicit yield at the rate as mentioned in the Term Sheet. The yield shall be subject to deduction of tax at source at the rates prevailing from time to time under the provisions of the Income Tax Act, 1961, or any other statutory modification or re-enactment thereof for which a certificate will be issued by the Corporation.

Interest on Application Money

Interest at the rate as mentioned in the Term Sheet (subject to deduction of tax at source at the rates prevailing from time to time under the provisions of the Income Tax Act, 1961, or any other statutory modification or re-enactment thereof for which a certificate will be issued by the Corporation) will be paid on the application money. Such interest shall be paid from the date of realization of the cheque(s) / demand draft(s) up to but not including the deemed date of allotment. The respective interest payment instruments along with the letters of allotment/ refund orders, as the case may be, will be dispatched by registered post to the sole / first applicant, at the sole risk of the applicant, subject to submission of complete KYC documents.

Tax Deduction at Source

Tax as applicable under the Income Tax Act, 1961, or any other statutory modification or re-enactment thereof will be deducted at source. For seeking TDS exemption/lower rate of TDS, relevant certificate / document must be lodged by the debenture holders with the Investors Services Department of the Corporation at least 15 days before the interest becoming due for payment. Tax exemption certificate / declaration of non-deduction of tax at source on interest on application money, should be submitted along with the application form.

Redemption

The Debentures shall be redeemed at such price, at the expiry of the tenor or at the exercise of put/call option, if any, as mentioned in the Term Sheet.

Payment of Redemption Amount

Payment of the redemption amount of the Debentures will be made by the Corporation to the beneficiaries as per the statement of beneficial position provided by the Depositories as on the record date.

The said redemption amount of the Debentures will be credited to the bank account of the beneficiaries as stated in the statement of beneficial position provided by the Depositories. The Corporation shall not be responsible for any non-payment claimed by the Debenture holder on account of rejection of any electronic payment due to incorrect bank details stated in the said statement.

The Corporation's liability to the Debenture holder in respect of all their rights including for payment or otherwise shall cease and stand extinguished after maturity in all events save and except the Debenture holder's right of redemption as stated above.

Once the redemption amount is credited to the bank account of the respective Debenture holders, as aforesaid, the liability of the Corporation shall stand extinguished

Listing

An application has been made to BSE and NSE seeking in-principle approval to list the Debentures to be issued and allotted in terms of this Shelf Disclosure Document.

The Debentures issued in terms of this Shelf Disclosure Document will be listed within 15 days from the Deemed Date of Allotment of each series.

Fictitious Applications

As a matter of abundant caution and although not applicable in the case of Debentures, attention of applicants is specially drawn to the provisions of sub-section (1) of Section 38 of the Companies Act, 2013:

"Any person who—

i. Makes or abets making of an application in a fictitious name to a company for acquiring, or subscribing for, its securities; or
ii. Makes or abets making of multiple applications to a company in different names or in different combinations of his name or surname for acquiring or subscribing for its securities; or
iii. otherwise induces directly or indirectly a company to allot, or register any transfer of, securities to him, or to any other person in a fictitious name,

shall be liable for action under section 447."

Section 447 of the Companies Act, 2013 reads as follows –

Without prejudice to any liability including repayment of any debt under the Companies Act, 2013 or any other law for the time being in force, any person who is found to be guilty of fraud, shall be punishable with imprisonment for a term which shall not be less than six months but which may extend to ten years and shall also be liable to fine which shall not be less than the amount involved in the fraud, but which may extend to three times the amount involved in the fraud.

For the purpose of Section 447 of the Companies Act, 2013 –

"fraud" in relation to affairs of a company or any Body corporate, includes any act, omission, concealment of any fact or abuse of position committed by any person or any other person with the connivance in any manner, with intent to deceive, to gain undue advantage from, or to injure the interests of, the company or its shareholders or its creditors or any other person, whether or not there is any wrongful gain or wrongful loss.

"wrongful gain" means the gain by unlawful means of property to which the person gaining is not legally entitled.

"wrongful loss" means the loss by unlawful means of property to which the person losing is legally entitled.

Issue Schedule

This Shelf Disclosure Document is dated September 3, 2019 and shall be valid for a period of 180 days from the date of its filing with NSE and BSE.

The Corporation shall have the sole discretion to issue such number of Debentures on such terms as it may deem fit.

Effect of Holidays

Should any of dates defined above or elsewhere in this Shelf Disclosure Document or in the Term Sheet, excepting the deemed date of allotment, fall on a holiday then the following shall be applicable:

i) In respect of coupon payment dates falling due on a holiday, the coupon payment shall be made on the next working day. The dates of future coupon payments would be as per the schedule originally stipulated at the time of issuing the security

ii) In respect of redemption / maturity date falling due on a holiday, the redemption proceeds shall be paid along with the coupon payment on the previous working day.

The coupon / redemption payments shall be made only on the days when the money market is functioning in Mumbai.

Letter of Allotment and Debenture Certificate in Demat Mode

The Corporation will allot the Debentures in due course after verification of the application form, the accompanying documents and on realization of the application money. The allotted Debentures at the first instance will be credited in the depository account of the respective investor on Letter of Allotment ISIN (LOA ISIN) within two working days from the date of allotment. The Corporation will instruct the Depositories to convert the said LOA ISIN to Secured Debenture ISIN immediately after the receipt of confirmation of registration of charge from the Registrar of Companies, Mumbai.

Record Date

The record date will be fifteen (15) days prior to each interest payment/principal repayment date.

Rights of Corporation to Purchase & Re-issue Debentures

The Corporation may if permissible under the relevant provisions of the applicable law exercise its rights, from time to time, to repurchase some or all the Debenture(s) at any time prior to the date of redemption subject to compliance of all applicable law, rules &regulations. Such repurchase of debentures may be at par or at premium/discount to the par value at the sole discretion of the Corporation. The Corporation shall have the right to keep such Debentures alive for the purpose of re-issuing the same Debentures or by issuing other Debentures in their place in accordance with the relevant provisions of the Companies Act, 2013.

Future Borrowings

The Corporation shall be entitled, from time to time, to make further issue of debentures and or such other instruments to the public, members of the Corporation and/or avail of further financial and / or guarantee facilities from financial institutions, banks and/or any other person(s) on the security or otherwise of its properties without the consent of the Debenture holders / Debenture Trustee.

Rights of Debenture Holders

The debenture holder will not be entitled to any rights and privileges of shareholders other than those available to them under statutory requirements. The Debentures shall not confer upon the debenture holder the right to receive notice, or to attend and vote at the general meetings of shareholders of the Corporation.

Modification of Rights

The debenture holders' rights, privileges, terms and conditions attached to the Debentures under any series may be varied, modified or abrogated with the consent, in writing, of those holders of the Debentures under the series who hold at least three-fourth of the outstanding amount of the Debentures or with the sanction accorded pursuant to a resolution passed at a meeting of the Debenture holders under the series, provided that nothing in such consent or resolution shall be operative against the Corporation where such consent or resolution modifies or varies the terms and conditions of the Debentures which are not acceptable to the Corporation.

Notices

The notices to the Debenture holders required to be given by the Corporation or the Trustees shall be deemed to have been given if sent by e-mail to the e-mail address provided by the Depositories and in case e-mail address is not available, by ordinary post to the address of the sole/ first Debenture holder. All

notices to be given by debenture holders to the Corporation can be emailed to investorcare@hdfc.com or sent by registered post or by hand delivery to the Corporation at its Registered Office.

KYC Policy

In terms of its KYC Policy, the Corporation is required to verify the identity, address and financial background of its customers, including investors so as to ensure that the Corporation is not used as a conduit for money laundering or terrorism financing purposes.

Notwithstanding the fact that the Debentures are issued in "compulsory demat mode" and that the necessary KYC compliance may have been conducted by the concerned depository participant(s) and/or other capital market intermediaries at the time of acceptance of the applicant as their customer under the applicable KYC norms, submission of valid KYC documents whilst subscribing to the Debentures, is mandatory.

Accordingly, all applicants are requested to submit complete KYC documents to the Corporation along with the application form.

If the KYC documents submitted by an applicant at the time of subscribing to the Debentures are found incomplete or invalid, the Corporation shall be entitled to withhold the allotment of the Debentures pending receipt of complete KYC documents from such applicant.

In case the Corporation is constrained to withhold the allotment of Debentures on account of non-submission of complete KYC documents by the applicant as aforesaid, it shall be at the sole risk of such applicant and the Corporation shall not be liable to compensate the applicant for any losses caused or suffered by them on this account, nor shall the Corporation be liable to pay any interest on the application money for such period during which the allotment of Debentures is withheld.

Electronic Book Mechanism

The Corporation would comply with the provisions of Circular no. SEBI/HO/DDHS/CIR/P/2018/05 dated January 5, 2018, including any amendments, issued by Securities and Exchange Board of India from time to time and the guidelines issued by the stock exchanges in relation to the electronic book mechanism.

The funds have to be credited to the Corporations' current account through Real Time Gross Settlement **(RTGS)**, the details of which are given below:

Name of the Bank	As per the Term Sheet
IFSC	
Current Account No	
Name of the Beneficiary	

Who can apply?

Only the persons who are specifically addressed through a communication are eligible to apply for the Debentures. No other person can apply.

Minimum Subscription

Ten Debentures of Rs. 10 lakh each and in multiple of One Debenture thereafter. The entire subscription amount is required to be paid along with the application.

Succession

In the event of demise of the debenture holder, the Corporation will recognize the executor or administrator of the deceased debenture holder, or the holder of succession certificate or other legal representative as having title to the Debentures. The Corporation shall not be bound to recognize such executor, administrator or holder of the succession certificate or other legal representative as having title to the Debentures, unless such executor or administrator obtains Probate of Letter of 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. The Directors of the Corporation 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 Debentures standing in the name of the deceased debenture holder on production of sufficient documentary proof or indemnity.

Governing Law

The Debentures are governed by and shall be construed exclusively in accordance with the existing Indian laws. Any dispute arising thereof will be subject to the exclusive jurisdiction of the courts in the city of Mumbai, India.

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

Based on the terms agreed with the investors, every issue of Debentures will have different pricing. It can be issued at par or at a discount. The discount, if any, will be mentioned in the Term Sheet.

The debt equity ratio prior to and after issue of debt security.

Debt / Equity Ratio as on June 30, 2019 is 4.60:1

Servicing behavior on existing debt securities, payment of due interest on due dates on term loans and debt securities.

The interest is paid to the beneficiaries as per statement of beneficial interest provided by the Depositories as on the record date fixed in accordance with the terms of issue. Such interests are paid monthly/ quarterly/ semi-annually/ annually as per the Term Sheet.

Till date, the Corporation has not defaulted in its obligation to pay either the interest or the principal.

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.

The Debentures under this Shelf Disclosure Document will be secured by executing Debenture Trust Deed (DTD) creating mortgage on property identified in DTD and negative lien on the assets of the Corporation except to the extent of charge created in favour of its depositors pursuant to the regulatory requirement under section 29B of the National Housing Bank Act, 1987. The Corporation shall not

transfer, sell or dispose of or create any charge, encumbrance or any other security interests, on any of its assets as disclosed in Original Financial Statement to an extent required to maintain the asset coverage as required for the Debentures under the Disclosure Documents ("Assets"). The Assets would be exclusively earmarked for the payments required to be made to the Trustees for the benefit of the debenture holders under the Debentures and the Trustees shall have a legal claim and interest (contractual or equitable) on the Assets, ranking *pari passu* with such similar rights created by the Corporation in favour of its other lenders and such claim and interest of the Trustees would be exercisable through the Power of Attorney issued to the Trustees. Provided that the Corporation shall be entitled from time to time to make further issue of debentures or any other instruments to the public and/or private, and/or any other person(s) and to raise further loans, advances or such other facilities from banks, financial institutions and /or any other person(s) on the security or assets without the consent of or intimation to Trustee. Provided further that the Corporation shall be entitled to assign or securitize in any manner whatsoever, create security for deposits and others and create any charge on its Assets under any law, regulations or guidelines, rules or directions, etc. issued by any authority and be free to dispose of, sell or transfer or part with any of capital or fixed or other assets in ordinary course of business without requiring any consent from Trustee. No second or *pari passu* charge is being created in favour of the debenture trustees to the proposed issue.

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 is acting as Trustees. Consent in writing of the IDBI Trusteeship Services Limited to act as the debenture trustees has been obtained and such consent has not been withdrawn up to the time of filing of this Shelf Disclosure Document with BSE and NSE. The Trustee consent is enclosed herewith.

The rating rationale(s) adopted by the rating agencies shall be disclosed.

The Debentures proposed to be issued have been rated by two agencies and the rating details are as below:

Rating Agency	Rating	Category	Meaning of the Rating
CRISIL Ltd.	"CRISIL AAA/Stable"	Bonds (Debentures)	Highest degree of safety with regard to timely payment of interest and principal on the instrument.
ICRA Ltd. (ICRA)	"ICRA AAA" with stable outlook	Non-Convertible Debentures	Highest safety and a fundamentally strong position. Risk factors are negligible. There may be circumstances adversely affecting the circumstances, as may be visualized, are not likely to affect the timely payment of principal and interest as per terms.

The rating rationale is enclosed herewith.

Names of all the recognized stock exchanges where securities are proposed to be listed clearly indicating the designated stock exchange(s) and also whether in principle approval from the recognized stock exchange has been obtained.

BSE Limited and National Stock Exchange of India Limited. Application seeking in principle approval has been made to both the said exchanges.

Additional Covenants

1.	Default of Payment	In case of default in payment of Interest and/or principal redemption on the due dates, an additional interest of at least @ 2% p.a. over the coupon rate will be paid for the defaulting period by the Corporation.
2.	Delay in Listing	In case of delay in listing of the Debentures beyond 20 days from the deemed date of allotment, the Corporation 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 Debentures to the investor.
3.	Security Creation (where applicable)	In case of delay in execution of Trust Deed and Charge documents, the Corporation would refund the subscription with agreed rate of interest or will pay penal interest of at least @ 2% p.a. over the coupon rate till these conditions are complied with at the option of the investor.

The interest rates mentioned in the above three cases are the minimum interest rates payable by the Corporation and are independent of each other.

Term Sheet (Series dated , 2019)

Security Name	
Issuer	Housing Development Finance Corporation Limited
Type of Instrument	Secured Redeemable Non-Convertible Debentures
Nature of Instrument	Secured
Seniority	Senior
Mode of Issue	Private Placement
Eligible Investors	Only the persons who are specifically addressed through a communication are eligible to apply for the Debentures. No other person can apply.
Listing	BSE Limited and National Stock Exchange of India Limited.
Rating	"CRISIL AAA" by CRISIL Ltd "ICRA AAA" by ICRA Ltd
Issue Size (Rs.)	Rs. crore
Option to retain oversubscription (Rs.)	
Objects of the Issue	The object of the issue is to augment the long-term resources of the Corporation. The proceeds of the present issue would be utilized for financing / refinancing the housing finance business requirements of the Corporation.
Details of the utilization of the proceeds	The proceeds would be utilized for meeting the Object of the Issue
Coupon Rate	

Step Up Coupon Rate	
Coupon Payment Frequency	
Coupon Payment dates	
Coupon Type	
Coupon Reset	
Day Count Basis	Actual / Actual
Bid Opening Date	
Bid Closing Date	
Mode of Bidding	
Manner of Allotment	
Interest on Application Money	Not applicable
Default Interest Rate	Refer Additional Covenants
Tenor	
Redemption Date	
Redemption Amount	
Redemption Premium	Not applicable
Issue Price	
Discount at which security is issued and the effective yield as a result of such discount	Not applicable
Put Option Date	Not applicable
Put Option Price	Not applicable
Call Option Date	Not applicable
Call Option Price	Not applicable
Put Notification Time	Not applicable
Call Notification Time	Not applicable
Face Value	Rs.10 lakh each
Minimum Subscription	Ten Debentures of Rs. 10 lakh each and in multiple of One Debenture thereafter
Issue Opening Date	
Issue Closing Date	
Pay-in Date	
Deemed Date of Allotment	
Issuance Mode	Dematerialized mode only
Trading Mode	Dematerialized mode only
Settlement Mode	RTGS/NEFT/Fund Transfer
Depositories	NSDL/CDSL
Business Day Convention	Refer "Effect on Holidays" in the Shelf Disclosure Document
Record Date	The record date will be 15 days prior to each interest payment / principal repayment date
Security	The Debentures under this Shelf Disclosure Document are secured by executing Debenture Trust Deed (DTD) creating mortgage on Property identified in DTD and negative lien on the Assets of the Company except to the extent of charge created in favour of its depositors pursuant to the regulatory requirement under section 29B of the National Housing Bank Act, 1987. The Company shall not transfer, sell or dispose of or create any charge,

	encumbrance or any other security interests, on any of its assets as disclosed in Original Financial Statement to an extent required to maintain the asset coverage as required for the Debentures under the Disclosure Documents ("Assets"). The Assets would be exclusively earmarked for the payments required to be made to the Trustees for the benefit of the Debenture Holders under the Debentures and the Trustees shall have a legal claim and interest (contractual or equitable) on the Assets, ranking pari passu with such similar rights created by the Company in favour of its other lenders and such claim and interest of the Trustees would be exercisable through the Power of Attorney issued to the Trustees. Provided that the Company shall be entitled from time to time to make further issue of debentures or any other instruments to the public and/or private, and/or any other person(s) and to raise further loans, advances or such other facilities from Banks, Financial Institutions and /or any other person(s) on the security or assets without the consent of or intimation to Trustee. Provided further that the Company shall be entitled to assign or securitize in any manner whatsoever, create security for deposits and others and create any charge on its Assets under any law, regulations or guidelines , rules or directions, etc. issued by any authority and be free to dispose of, sell or transfer or part with any of capital or fixed or other assets in ordinary course of business without requiring any consent from Trustee
Transaction Documents	Term Sheet Rating Letter Rating Rationale Trustee Consent
Manner of Settlement	
Other Terms (if any)	With reference to the Notification bearing No. RBI/2011-12/423 A.P. (DIR Series) Circular No. 89 dated March 1, 2012 issued by Reserve Bank of India, Foreign Exchange Department, Central Office, Mumbai – 400 001 in respect of Foreign Institutional Investor (FII) investment in 'to be listed' debt securities, HDFC confirms that the debentures would be listed within 15 days from the deemed date of allotment. In case the debentures issued to the SEBI registered FIIs / sub-accounts of FIIs are not listed within 15 days from the deemed date of allotment, for any reason, then HDFC would immediately redeem / buyback the debentures from the FIIs/sub-account of the FIIs.

Default of Payment	In case of default in payment of Interest and/or principal redemption on the due dates, an additional interest of at least @ 2% p.a. over the coupon rate will be paid for the defaulting period by the Corporation
Delay in Listing	In case of delay in listing of the Debentures beyond 20 days from the deemed date of allotment, the Corporation 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 Debentures to the investor
Conditions Precedent to Disbursement	None
Conditions Subsequent to Disbursement	None
Events of Default	As per Debenture Trust Deed
Provisions related to Cross Default Clause	--
Role and Responsibilities of Debenture Trustee	As per Debenture Trust Deed
Governing Law and Jurisdiction	Refer "Governing Law" in the Shelf Disclosure Document
Arrangers to the Issue (if any)	

Banking Details:

Name of the Bank	
IFSC	
Current Account No	
Name of the Beneficiary	

The Corporation reserves the right to change the series timetable

Cash flows in respect of Debenture of face value Rs.10 lakh for the Series ___

Cash Flows	Date	No. of days in Coupon Period	Amount (in Rupees)
Total			

The above table is illustrative and indicative. The actual dates and maturity amount will be in accordance to and in compliance with the provisions of SEBI circular CIR/IMD/DF/18/2013 dated October 29, 2013, and further circular issued from time to time, giving effect to actual holidays and dates of maturity which qualifies the SEBI requirement.

Declaration

The Corporation, hereby declare that all the relevant provisions of the Companies Act, 2013, Securities Contracts (Regulations) Act, 1956, SEBI (Issue and Listing of Debt Securities) Regulations, 2008 as amended, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been complied with and no statement made in this Shelf Disclosure Document is contrary to the provisions of the aforesaid Act/ Regulations.

The Corporation accepts no responsibility for statements made otherwise than in this Shelf Disclosure Document and anyone placing reliance on any other source of information will be doing so at his own risk.

Signed by V Srinivasa Rangan of the Corporation for and on behalf of the Board of Directors of the Corporation, pursuant to the authority granted by the Board of Directors of the Corporation at its meeting held on August 2, 2019.

For Housing Development Finance Corporation Limited

V. Srinivasa Rangan

Date: September 3, 2019
Place: Mumbai

SERIES W-001

Term Sheet (Series W-001 dated 11th September, 2019)

Security Name	HDFC SERIES W-001 16th September, 2021
Issuer	Housing Development Finance Corporation Limited
Type of Instrument	Secured Redeemable Non-Convertible Debentures
Nature of Instrument	Secured
Seniority	Senior
Mode of Issue	Private Placement
Eligible Investors	Only the persons who are specifically addressed through a communication are eligible to apply for the Debentures. No other person can apply.
Listing	BSE Limited and National Stock Exchange of India Limited.
Rating	"CRISIL AAA" by CRISIL Ltd "ICRA AAA" by ICRA Ltd
Issue Size (Rs.)	Rs. 2,500 crore
Option to retain oversubscription (Rs.)	Rs. 2,500 crore
Objects of the Issue	The object of the issue is to augment the long-term resources of the Corporation. The proceeds of the present issue would be utilized for financing / refinancing the housing finance business requirements of the Corporation.
Details of the utilization of the proceeds	The proceeds would be utilized for meeting the Object of the Issue
Coupon Rate	7.15% p.a.
Step Up Coupon Rate	Not Applicable
Coupon Payment Frequency	Annual
Coupon Payment dates	16th September 2020 and 16th September 2021
Coupon Type	Fixed
Coupon Reset	Not Applicable
Day Count Basis	Actual / Actual
Bid Opening Date	September 13, 2019
Bid Closing Date	September 13, 2019
Mode of Bidding	Open Book
Manner of Allotment	Uniform Rate
Interest on Application Money	Not Applicable
Default Interest Rate	Refer Additional Covenants
Tenor	2 years
Redemption Date	September 16, 2021
Redemption Amount	Rs.10,00,000/- each
Redemption Premium	Not Applicable
Issue Price	Rs.10,00,000/- each
Discount at which security is issued and the effective yield as a result of such discount	Not Applicable
Put Option Date	Not Applicable
Put Option Price	Not Applicable
Call Option Date	Not Applicable
Call Option Price	Not Applicable
Put Notification Time	Not Applicable

HOUSING DEVELOPMENT FINANCE CORPN. LTD. MUMBAI

1/4

W-001

Call Notification Time	Not Applicable
Face Value	Rs.10 lakh each
Minimum Subscription	Ten Debentures of Rs. 10 lakh each and in multiple of One Debenture thereafter
Issue Opening Date	September 13, 2019
Issue Closing Date	September 13, 2019
Pay-in Date	September 16, 2019
Deemed Date of Allotment	September 16, 2019
Issuance Mode	Dematerialized mode only
Trading Mode	Dematerialized mode only
Settlement Mode	RTGS/NEFT/Fund Transfer
Depositories	NSDL/CDSL
Business Day Convention	Refer "Effect on Holidays" in the Shelf Disclosure Document
Record Date	The record date will be 15 days prior to each interest payment / principal repayment date
Security	The Debentures under this Shelf Disclosure Document are secured by executing Debenture Trust Deed (DTD) creating mortgage on Property identified in DTD and negative lien on the Assets of the Company except to the extent of charge created in favour of its depositors pursuant to the regulatory requirement under section 29B of the National Housing Bank Act, 1987. The Company shall not transfer, sell or dispose of or create any charge, encumbrance or any other security interests, on any of its assets as disclosed in Original Financial Statement to an extent required to maintain the asset coverage as required for the Debentures under the Disclosure Documents ("Assets"). The Assets would be exclusively earmarked for the payments required to be made to the Trustees for the benefit of the Debenture Holders under the Debentures and the Trustees shall have a legal claim and interest (contractual or equitable) on the Assets, ranking pari passu with such similar rights created by the Company in favour of its other lenders and such claim and interest of the Trustees would be exercisable through the Power of Attorney issued to the Trustees. Provided that the Company shall be entitled from time to time to make further issue of debentures or any other instruments to the public and/or private, and/or any other person(s) and to raise further loans, advances or such other facilities from Banks, Financial Institutions and /or any other person(s) on the security or assets without the consent of or intimation to Trustee. Provided further that the Company shall be entitled to assign or securitize in any manner whatsoever, create security for deposits and others and create any charge on its

HOUSING DEVELOPMENT FINANCE CORPN. LTD. MUMBAI

2/4

W-001

	Assets under any law, regulations or guidelines , rules or directions, etc. issued by any authority and be free to dispose of, sell or transfer or part with any of capital or fixed or other assets in ordinary course of business without requiring any consent from Trustee
Transaction Documents	Term Sheet Rating Letter Rating Rationale Trustee Consent
Manner of Settlement	Clearing Corporation Mechanism
Other Terms (if any)	With reference to the Notification bearing No. RBI/2011-12/423 A.P. (DIR Series) Circular No. 89 dated March 1, 2012 issued by Reserve Bank of India, Foreign Exchange Department, Central Office, Mumbai – 400 001 in respect of Foreign Institutional Investor (FII) investment in 'to be listed' debt securities, HDFC confirms that the debentures would be listed within 15 days from the deemed date of allotment. In case the debentures issued to the SEBI registered FIIs / sub-accounts of FIIs are not listed within 15 days from the deemed date of allotment, for any reason, then HDFC would immediately redeem / buyback the debentures from the FIIs/sub-account of the FIIs.
Conditions Precedent to Disbursement	None
Default of Payment	In case of default in payment of Interest and/or principal redemption on the due dates, an additional interest of at least @ 2% p.a. over the coupon rate will be paid for the defaulting period by the Corporation
Delay in Listing	In case of delay in listing of the Debentures beyond 20 days from the deemed date of allotment, the Corporation 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 Debentures to the investor
Conditions Subsequent to Disbursement	None
Events of Default	As per Debenture Trust Deed
Provisions related to Cross Default Clause	--
Role and Responsibilities of Debenture Trustee	As per Debenture Trust Deed
Governing Law and Jurisdiction	Refer "Governing Law" in the Shelf Disclosure Document
Arrangers to the Issue (if any)	ICICI Bank Limited

HOUSING DEVELOPMENT FINANCE CORPN. LTD. MUMBAI

3/4

W-001

Banking Details:

Name of the Bank	HDFC Bank Limited
IFSC	HDFC0000060
Current Account No	ICCLEB
Name of the Beneficiary	Indian Clearing Corporation Limited

The Corporation reserves the right to change the series timetable

Cash flows in respect of Debenture of face value Rs.10 lakh for the Series W-001

Cash Flows	Date	No. of days in Coupon Period	Amount (in Rupees)
1st Coupon	Wednesday, 16 September, 2020	366	71,500
2nd Coupon	Thursday, 16 September, 2021	365	71,500
Principal	Thursday, 16 September, 2021		10,00,000
Total			11,43,000

The above table is illustrative and indicative. The actual dates and maturity amount will be in accordance to and in compliance with the provisions of SEBI circular CIR/IMD/DF/18/2013 dated October 29, 2013, and further circular issued from time to time, giving effect to actual holidays and dates of maturity which qualifies the SEBI requirement.

For Housing Development Finance Corporation Ltd.

Authorised Signatories

4/4

Series W-001 VD 16 September 2019

Amount	1,000,000.00			
DOA	16-Sep-19			
Coupon	7.15%	6.92586%	7.15000%	
Fee	0.02%			

Cash Flows	Date	Day	No. of days in Coupon Period	Amount (in Rupees)
1st Coupon	Wednesday, 16 September, 2020	Wednesday	366	71 500
2nd Coupon	Thursday, 16 September, 2021	Thursday	365	71 500
Principal	Thursday, 16 September, 2021	Thursday		10 00 000
Total				11 43 000