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September 28, 2021

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1,
G- Block, Bandra - Kurla Complex,
Bandra (East),
Mumbai - 400 051
SCRIP CODE: CESC

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
SCRIP CODE: 500084

Dear Sirs,

Issue of Debt Securities

Further to our letter dated September 23, 2021, we write to inform you that the Committee of the Board at its meeting held today, has approved the issue of 4,000 redeemable, rated, senior, secured, unlisted non-convertible debentures having a face value of Rs.10 lac each for cash at par aggregating to Rs. 400 crore, on a private placement basis, as per the particulars furnished in Annexure A.

Yours faithfully,
For CESC Limited


Jagdish Patra
Company Secretary

Encl:

Annexure - 1

Type of securities proposed to be issued (viz. equity shares, convertibles etc.)	Redeemable, Rated, Senior, Secured, Unlisted Non-Convertible Debentures
Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc	Private Placement
Total number of securities proposed to be issued or the total amount for which the securities will be issued(approximately)	4000
size of the issue	INR 400,00,00,000/- (Indian Rupees Four Hundred Crores only)
whether proposed to be listed? If yes, name of the stock exchange(s)	Unlisted
Tenure of the instrument -date of allotment and date of maturity	Deemed Date of Allotment – September 30, 2021 Date of Maturity - September 30, 2026 (final redemption date)
coupon/interest offered, schedule of payment of coupon/interest and principal	<p><u>Coupon Rate –</u></p> <p>Aggregate of the <u>Benchmark Rate</u>* and the <u>Spread</u>*, payable annually on the outstanding face value of the Debentures, which in aggregate as on the Deemed Date of Allotment is 5.85% (five point eight-five per cent).</p> <p>The Coupon Rate as on the Deemed Date of Allotment shall be determined based on the closing Benchmark Rate on the date falling 1 (one) Business Day prior to the Deemed Date of Allotment and thereafter with respect to each reset date, the date falling 1 (one) Business Day prior to the relevant Coupon Payment Date.</p> <p>*Benchmark Rate -</p> <p>(i) 12-month T-bill Rate as published by FBIL on its website http://www.fbil.org.in/ under the “T-Bill Rate” menu or on such other part of the respective website, as may be reorganized from time to time (“T-Bill”), as reset annually</p>



on the applicable interest reset date;

(ii) in the event the T-Bill Rate is not available, an alternate 'benchmark lending rate' obtained and mutually agreed to by the Company and the Debenture Trustee (acting on behalf of the Debenture Holders), within no later than 1 (one) Business Day of the applicable interest reset date.

Provided further that in the event that the Benchmark Rate is less than 0% at any time, the Benchmark Rate shall be deemed to be 0%

*Spread -

- (a) as determined on the Deemed Date of Allotment, which is the difference between the initial coupon rate of 5.85% p.a. and the Benchmark Rate; and
- (b) on and from each Spread reset date, as revised from time to time in accordance with the Debenture Trust Deed.

Coupon Payment Frequency –

Each period of 1 (one) Year, where the first period shall commence from the Deemed Date of Allotment, provided however that the last Coupon Period shall end on the Final Settlement Date

Coupon Payment Dates –

September 30, 2022, September 30, 2023, September 30, 2024, September 30, 2025 and September 30, 2026.

Redemption Tenure –

5 (Five Years) from Deemed Date of Allotment

Principal Redemption Schedule:

Sr. No.	Scheduled Redemption Date (being the date falling on the expiry of)	Payment Date
1	39th Month from the Deemed Date of Allotment	December 30, 2024
2	42nd Month from the Deemed Date of Allotment	March 30, 2025
3	45th Month from the Deemed Date of Allotment	June 30, 2025
4	48th Month from the Deemed Date of Allotment	September 30, 2025
5	51st Month from the Deemed Date of Allotment	December 30, 2025



	6	54th Month from the Deemed Date of Allotment	March 30, 2026
	7	57th Month from the Deemed Date of Allotment	June 30, 2026
	8	Final Redemption Date	September 30, 2026
Charge/security, if any, created over the assets	<p>1. first ranking pari passu charge by way of hypothecation over the movable fixed assets of the Company, both present and future, under the Deed of Hypothecation; and</p> <p>2. first ranking pari passu charge by way of mortgage over the immovable fixed assets of the Company, both present and future, under the Mortgage Document,</p> <p>with a security cover of 1.40 x at all times during the tenure of the Debentures, as more particularly set out in the Debenture Trust Deed and the Security Documents.</p>		
Special right/interest/privileges attached to the instrument and changes thereof	N.A.		
Delay in payment of interest / principal amount for a period of more than three months from the due date or default in payment of interest / principal	<p>Default interest rate -</p> <p>Failure to pay any amount payable by the Company under the Transaction Document on its due date - 2% (two per cent) per annum, over and above the Coupon Rate;</p>		
Details of any letter or comments regarding payment/non-payment of interest, principal on due dates, or any other matter concerning the security and /or the assets along with its comments thereon, if any	N.A.		
Details of redemption of preference shares indicating the manner of redemption (whether out of profits or out of fresh issue) and debentures	N.A.		
Any cancellation or termination of proposal for issuance of securities including reasons thereof	N.A.		

