



## NLC INDIA LIMITED

(Navratna - A Government of India Enterprise)

Regd. Office: First Floor, No.8, Mayor Sathyamurthy Road,  
FSD, Egmore Complex of Food Corporation of India, Chetpet, Chennai-600 031  
Corporate Office: Block-1, Neyveli-607 801, Cuddalore District, Tamil Nadu.

Phone: 04142/252205. Fax: 04142-252645, 252646

CIN:L93090TN1956GOI003507

Web-site:www.nlcindia.com: e-Mail:cosec@nlcindia.in



Lr.No.Secy/Regulation 30 & 51 /2019

Dt.23.08.2019

To The National Stock Exchange of India Ltd Plot No. C/1, G Block Bandra-Kurla Complex Bandra (E), Mumbai-400 051.  Scrip Code : <b>NLCINDIA</b> Security name: <b>NLC29</b>	To The Bombay Stock Exchange Ltd Phiroze JeeJeebhoy Towers Dalal Street Mumbai-400 001.  Scrip Code : <b>513683 &amp; 958806</b>
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Dear Sirs,

In terms of Regulation 30 & 51 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Schedule I of Securities And Exchange Board of India (Issue And Listing of Debt Securities) regulations, 2008, we enclose a copy of the Memorandum of Deposit of Title Deeds dated 21.08.2019 in the matter of creation of security for the 8.09% Series 1 Bonds issued by the Company.

Thanking you,

Yours faithfully,  
for NLC India Limited

  
Company Secretary

## MEMORANDUM OF DEPOSIT OF TITLE DEEDS

THIS MEMORANDUM OF DEPOSIT OF TITLE DEEDS is made and executed on this 21<sup>st</sup> day of August 2019

BY

**NLC India Limited**, having CIN No.L93090TN1956GOI003507 and PAN No. AAACN1121C, a Public Limited Company incorporated under the Companies Act, 1956, having its registered office at First Floor, No.8, Mayor Sathyamurthy Road, FSD, Egmore Complex of Food Corporation of India, Chetpet, Chennai-600031, Tamil Nadu, India.(the “**Company**”) which expression shall unless it be repugnant to the context or meaning thereof mean and include its successors in title) of the **ONE Part**

IN FAVOUR OF

**SBICAP TRUSTEE COMPANY LIMITED**, having CIN no U65991MH2005PLC158386 and PAN no. AAJCS8105J, a company incorporated in India under the Companies Act, 1956, having its registered office at 202, Maker Tower – ‘E’, Cuffe Parade, Colaba, Mumbai 400 005 and having office at Apeejay House, 6<sup>th</sup> floor, 3, West Wing, Dinshaw Wachha Road, Churchgate, Mumbai 400 020 and branch office at SBI Zonal Office Building, 1<sup>st</sup> Floor, 86, Rajaji Salai, Parry’s Corner, Chennai – 600 001 (hereinafter called the “**Debenture Trustee**”, which expression shall unless it be repugnant to the context or meaning thereof, include its successors and permitted assigns and shall include all persons for the time being acting as the trustee or trustees), for the benefit of the Bond Holders to create security for 8.09 % Series-I bonds aggregating to Rs. 1,475 crore (“**Bonds**”). of the **OTHER PART**

The Company and the Debenture Trustee shall hereinafter be collectively referred to as the “**Parties**” and individually as “**Party**”.

WHEREAS:

1. The NLC India Limited vide its resolution dated 29<sup>th</sup> April, 2019 passed by the Board of Directors of the Company under the provisions of Section 179 (3) (c) of the Companies Act, 2013 for the issue of Debentures; Pursuant to the above the Company issued 14750 numbers of Rs 10 lakh each secured, non-cumulative, non-convertible, redeemable, taxable 8.09% Series-I bonds aggregating to Rs. 1,475 crore for a tenure of 10 years, in dematerialized form on a private placement basis through the Electronic Bidding Platform of BSE Ltd. (hereinafter referred to as the “**Issue**” vide Information Memorandum dated 27<sup>th</sup> May, 2019).
2. The said Bonds were issued for the purpose of replacing the equity deployed in the Projects and Operation over the normative level by the Debt, non-plan capex and general Corporate purpose (hereinafter referred to as the “**Purpose**”).

1

  
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3. The Company caused the Bonds to be listed on the Wholesale Debt Market segment of the BSE Limited and NSE Limited in accordance with the Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008, as amended from time to time.
4. Pursuant to the terms of the consent letter bearing reference number 0035/2019-2020/CL-2518 dated 16<sup>th</sup> May 2019 addressed by the Debenture Trustee to the Company, the Debenture Trustee has agreed to act as the debenture trustee for the holders of the Debentures, from time to time, and in terms of the debenture trustee agreement dated 24<sup>th</sup> May, 2019 and amendment if any executed by and between the Company and the Debenture Trustee (hereinafter referred to as "**Debenture Trustee Agreement**").
5. Pursuant to relevant provisions of the Companies Act, 2013 a Debenture Trust Deed has been executed by and between The Company and SBICAP Trustee Company Limited, dated (hereinafter referred to as "**Debenture Trust Deed**").
6. The Company has deposited the title deeds as more particularly described in **Schedule I** of the Immovable Properties ('**Title Deeds**') owned by the Company as stated in **Schedule II** and as evidenced by a letter dated 20.08.2019 with the Debenture Trustee with an intent to create an Equitable Mortgage in favour of the Debenture Trustee over the immovable properties to which the Title Deeds relates to for the purpose of securing the repayment, discharge and redemption of Bonds by the Company together with all interest, remuneration of the Debenture Trustee and all fees, costs, charges and expenses and other monies payable by the Company in respect of the obligations of the Company in respect of the Bonds and in connection with the protection and preservation of the said Mortgaged Property (*defined hereinafter*) until all amounts payable by the Company are paid in full.

**NOW THIS MEMORANDUM WITNESSES** as follows:

1. Shri.S P Patnaik, DGM ("**Depositor**") of the Company attended the office of the SBICAP Trustee Company Limited at SBI Zonal Office Building, 1<sup>st</sup> Floor, 86, Rajaji Salai, Parry's Corner, Chennai – 600 001 and delivered to and deposited with Mr.M.Gowtham, an Authorised Signatory of the Debenture Trustee the Title Deeds relating to the immovable properties of the Company as mentioned in Schedule II (hereinafter referred to as "**Mortgaged Properties**") with an intention to create equitable mortgage by deposit of title deeds to secure the repayment of Rs. 1,475 crore, raised by the Company through the Bonds issued, together with interest thereon to the Debenture holder(s) as per the terms of the offer document and also as security for repayment of all other sums that may be due and payable from time to time or at any time due to the Debenture holder(s) and/or to the Debenture Trustee in relation thereto.

2

  
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The Depositor further stated that the Title Deeds so deposited by way of deposit of title deeds with Mr.M.Gowtham, an Authorised Signatory of the Debenture Trustee were the only documents of title relating to the Mortgaged Properties in the possession, power and control of the Company and there are no separate title documents with respect to the said Mortgaged Properties and that the Company had a clear and marketable title to the Mortgaged Properties.

2. Whilst making the deposit of the Title Deeds, the Depositor stated that he was doing so for and on behalf of the Company for the purpose of security repayment of Bonds together with interest and other charges thereon by depositing the Title Deeds related to the Mortgaged Properties.
3. The Depositor further stated that he is duly authorized in his capacity as Authorised signatory of the Company, which is the owner of the Mortgaged Property, pursuant to the resolution passed by the Board of Directors of the Company in their meeting dated April 29, 2019 and furnished a certified true copy of such resolution and further stated that such resolution had not been rescinded or modified or superseded at any time and was in full force and effect.
4. The Depositor further stated that there is no mortgage, charge, lien or other encumbrance or attachment related to Mortgaged Properties or any part or parts thereof in favour of any person, or Government or the Income Tax Department or any other Government Department or any firm or company or body corporate or society or entity whatsoever and that the Company has not entered into any agreement for sale, transfer or alicnation thereof or any part or parts thereof.
5. The Depositor further assured that no mortgage, charge or lien or other encumbrance whatsoever will be created or attachment allowed to be levied related to the Mortgaged Properties or any part or parts thereof in favour of or on behalf of any Government or Government Department or the Income Tax Department, or any other person, firm or company, or anybody corporate, or society, or entity whatsoever except in accordance with the debenture Issue and / or with the prior written permission of the Debenture Trustee (who shall act in accordance with the consent of at least three fourths of the debenture holders) so long as the Company continues to be indebted to or liable in respect of the debenture Issue aforementioned, on any account in any manner whatsoever.
6. The Depositor further assured that no proceedings for recovery are pending against the them under any law in force for the time being nor there was any amount outstanding to be payable by the them and that no notice has been issued and/or served on them in respect of the Mortgaged Property or any part thereof, other than as disclosed in the **Third Schedule**.
7. The Depositor further stated that the Company has provided the management certificate stating that there are no outstanding demand/ Tax liability against the secured property of the company provided against the NLC Bond Series-I".

3


  
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8. The aforesaid deposit of Title Deeds by way of Delivery was made by Shri.S P Patnaik, DGM, on behalf of the Company.

SIGNED AND DELIVERED by NLC India Limited  
the within named "Company" by the hand of its duly  
authorised signatory

Name: SIBA PRASAD PATNAIK

Designation: DGM / Finance / NLC INDIA LTD


  
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**FIRST SCHEDULE**

**(LIST OF TITLE DEEDS)**

Sr. No.	Date	Nature of Documents	Original/ certified copy
1.	22.09.1979.	Award Copy for Award No.3/1979	Certified by the Tahsildar
2.	20.11.1987.	Award Copy for Award No.12/1987	Certified by the Tahsildar
3.	03.06.1983.	Award Copy for Award No.8/1983	Certified by the Tahsildar
4.	13.05.1983	Award Copy for Award No.7/1983	Certified by the Tahsildar
5.	30.04.1983.	Award Copy for Award No.6/1983	Certified by the Tahsildar
6.	17.01.1983.	Award Copy for Award No.1/1983	Certified by the Tahsildar
7.	26.03.1983.	Award Copy for Award No.3/1983	Certified by the Tahsildar
8.	21.04.1983.	Award Copy for Award No.5/1983	Certified by the Tahsildar
9.	24.01.1986.	GO No.77	Certified by the Tahsildar
10.	14.08.1979.	Award Copy for Award No.2/1979	Certified by the Tahsildar
11.	30.11.1979.	Award Copy for Award No.12/1979	Certified by the Tahsildar
12.	06.11.1979.	Award Copy for Award No.11/1979	Certified by the Tahsildar
13.	21.01.1981.	GO No.129	Certified by the Tahsildar
14.	14.03.1983.	Award Copy for Award No.2/1983	Certified by the Tahsildar
15.	29.10.1979.	Award Copy for Award No.10/1979	Certified by the Tahsildar
16.	29.10.1979.	Award Copy for Award No.9/1979	Certified by the Tahsildar
17.	05.09.1979.	Award Copy for Award No.3/1979	Certified by the Tahsildar
18.	24.07.1984.	Award Copy for Award No.10/1984	Certified by the Tahsildar
19.	29.08.1979.	Award Copy for Award No.1/1979	Certified by the Tahsildar
20.	14.05.1979.	Award Copy for Award No.4/1979	Certified by the Tahsildar
21.		'A' Register	Certified by the Tahsildar


5

  
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22.	31.10.1983.	Award Copy for Award No.10/1983	Certified by the Tahsildar
23.	14.06.1985.	GO No.884	Certified by the Tahsildar
24.	07.11.1988.	Award Copy for Award No.21/1988	Certified by the Tahsildar
25.	31.03.1989.	Award Copy for Award No.40/1989	Certified by the Tahsildar
26.	22.11.1988.	Award Copy for Award No.29/1988	Certified by the Tahsildar
27.	24.10.1988.	Award Copy for Award No.17/1988	Certified by the Tahsildar
28.	12.02.1983.	Award Copy for Award No.1/1983	Certified by the Tahsildar
29.	30.04.1983.	Award Copy for Award No.4/1983	Certified by the Tahsildar
30.	07.05.1983.	Award Copy for Award No.5/1983	Certified by the Tahsildar
31.	15.06.1988.	Award Copy for Award No.1/1988	Certified by the Tahsildar
32.	21.07.1997.	GO 677/1997	Certified by the Tahsildar
33.	24.06.1988.	Award Copy for Award No.3/1988	Certified by the Tahsildar
34.	12.07.1988.	Award Copy for Award No.7/1988	Certified by the Tahsildar
35.	06.05.1980.	GO No.2763	Certified by the Tahsildar
36.	06.12.1980.	GO No.2712	Certified by the Tahsildar
37.	29.08.1979.	Award Copy for Award No.2/1979	Certified by the Tahsildar
38.	29.09.1979.	Award Copy for Award No.5/1979	Certified by the Tahsildar
39.	15.02.1999.	GO No.73	Certified by the Tahsildar
40.	04.10.2013.	GO No.389	Certified by the Tahsildar
41.	28.07.2017.	GO No.242	Certified by the Tahsildar
42.	24.07.2019.	10(1) Chitta for Patta No.132 for Kunankurichi Village	Online Copy
43.	24.07.2019.	10(1) Chitta for Patta No.578 for Ammeri Village	Online Copy
44.	19.07.2019.	E.C. from 01.01.1987 to 18.07.2019. for Kunankurichi Village	Online Copy
45.	19.07.2019.	E.C. from 01.01.1987 to 18.07.2019. for Kunankurichi Village	Online Copy

  
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46.	19.07.2019.	E.C. from 01.01.1987 to 18.07.2019. for Kunankurichi Village	Online Copy
47.	19.07.2019.	E.C. from 01.01.1987 to 18.07.2019. for Kunankurichi Village	Online Copy
48.	19.07.2019.	E.C. from 01.01.1987 to 18.07.2019. for Ammeri Village	Online Copy
49.	19.07.2019.	E.C. from 01.01.1987 to 18.07.2019. for Arasakuzhi and Ammeri Villages	Online Copy
50.	19.07.2019.	E.C. from 01.01.1987 to 18.07.2019. for Ammeri Village	Online Copy
51.	19.07.2019.	E.C. from 01.01.1987 to 18.07.2019. for Umangalam Village	Online Copy
52.	19.07.2019.	E.C. from 01.01.1987 to 18.07.2019. for Uthangal Village	Online Copy
53.	19.07.2019.	E.C. from 01.01.1987 to 18.07.2019. for Muthanai Village	Online Copy

  
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## THE SECOND SCHEDULE

(Description of Mortgaged Property)

All pieces and parcels of the land pertaining to the TPS II Expansion, Neyveli, Tamil Nadu India, in respect of which, clear, exclusive and valid legal and beneficial interest and unfettered possession is held by the Company, together with all buildings, structures, erections etc. constructed and to be constructed thereon, both present and future, and the plant and machinery and other equipments installed or erected, brought /to be brought into, installed/to be installed on the said land of the Company

### SCHEDULE OF THE PROPERTY/IES

#### AMMERI VILLAGE, NEYVELI

Sl.No.	R.S. No.	Extent ( In hectrs.)
1.	203	0.8700
2.	228	0.3500
3.	240	0.0100
4.	246	0.6000
5.	247	0.4150
6.	248	5.4550
7.	264	0.5000
8.	282	1.8300
9.	322	0.9150
10.	323	0.2600
11.	324	0.3700
12.	325	1.2850
13.	326	0.2250
14.	327	0.2200
15.	328	2.1550
16.	329	0.4150
17.	330	1.2050
18.	331	1.6300
19.	332	3.2050
20.	333	0.2300
21.	334	0.6900
22.	335	0.6750

8



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23.	336	1.7200
24.	337	2.7100
25.	338	3.7150
26.	339	3.1600
27.	340	2.0550
28.	341	1.1750
29.	343	0.7550
30.	344	2.5550
31.	345	1.6250
32.	348	2.8350
33.	349	0.3000
34.	350	1.1100
35.	351	2.8550
36.	352	0.9950
37.	368	0.5350
38.	370	1.2950
39.	372	0.8600
40.	373	0.2350
41.	377	0.8450
<b>Total</b>		<b>54.8450</b>

**KUNANKURICHI, NEYVELI**

Sl. No.	R.S. No.	Extent ( In hectrs.)
1.	86	1.8300
2.	87	0.5050
3.	88	0.5850
4.	89	1.4550
5.	90	1.2950
6.	91	3.4900
7.	92	0.3550
8.	93	0.0100
9.	94	1.9200
10.	95	0.4600
11.	96	5.3350

  
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Sl. No.	R.S. No.	Extent (In hectrs.)
12.	97	1.6250
13.	98	0.3300
14.	99	0.6500
15.	100	3.3750
16.	101	1.5100
17.	102A	0.0950
18.	102B	0.0400
19.	103A	0.2550
20.	104A	0.0100
21.	113A	0.0750
22.	114A	1.0700
23.	115	0.2000
24.	116A	1.4000
25.	117A	0.0250
26.	119A	1.0550
27.	120	1.2050
28.	121A	0.3050
29.	122A	0.0400
30.	123	0.1600
31.	124	1.2700
32.	125	1.4950
33.	126	2.0100
34.	127A	1.3950
35.	129	0.2650
36.	130	0.2150
37.	133	1.2600
38.	134	0.1650
<b>Total</b>		<b>38.74</b>

  
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UMANGALAM, NEYVELI

Sl.No	R.S. No.	Extent (In hectrs.)
1.	76A	0.3100
2.	77A	0.2700
3.	78A	0.2650
Total		0.8450

UTHANGAL VILLAGE, NEYVELI

Sl.No	R.S. No.	Extent (In Hectrs.)
1.	1	3.270
2.	2	5.440
3.	7	0.325
4.	8	0.225
5.	9	3.630
6.	12	4.215
Total		17.105

KUNANKURICHI VILLAGE, NEYVELI

Sl.	R.S. No.	Extent (In Hectrs.)
01.	11	2.190
02.	12	1.430
03.	13	4.365
04.	14	3.540
05.	15	2.995
06.	17	2.555
07.	18	5.290
08.	191	4.895
Total		27.260

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MUDIHANAI VILLAGE, NEYVELI

Sl. No	R.S. No.	Extent (In Hectrs.)
1.	341	0.740
2.	342	0.365
3.	343	2.525
4.	347	5.615
Total		9.2450


  
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**THE THIRD SCHEDULE**

**(Particulars of Litigation relating to Mortgaged Property as on 31.03.2019)**

**Kunankurichi Village**

<b>NATURE OF CASES</b>	<b>Case No.</b>	<b>Name of Petitioner</b>
Employment related. However Title is changed to NLCIL Name	WP.No.505/1988	A.Soosairathinam & 3 Other. (RS Nos.94/1)
For payment of higher amount of compensation . However title is transferred in NLCIL Name	AS No.305/2018	Babu & 4 others (RS Nos.17/1)

  
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