

DOC:SEC: 450/2022-23/177

Date: November 15, 2022

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 Sir(s),

Sub: Issue of Debt Securities

Further to our letter dated November 10, 2022, we write to inform you that the Committee of the Board at its meeting held today, has approved the issue of 3,000 Secured, Unlisted, Redeemable, Rated Non-Convertible Debentures having a face value of Rs.10 lakh each for cash at par aggregating to Rs. 300 crore, on a private placement basis, as per the particulars furnished in "**Annexure A**".

This is for your information and record.

Thanking you.
Yours faithfully,
For **CESC Limited**

Jagdish Patra
Company Secretary & Compliance Officer

Encl: a/a

Annexure - A

Type of securities proposed to be issued (viz. equity shares, convertibles etc.)	Secured, Unlisted, Redeemable, Rated Non-Convertible Debentures (NCDs/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)	3000																					
Size of the issue	INR 300,00,00,000/-																					
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 – November 16, 2022 Date of Maturity - November 16, 2027 (final redemption date)																					
Coupon/interest offered, schedule of payment of coupon/interest and principal	<p><u>Coupon Rate:</u> 3 Months T-Bill Rate + 1.63% p.a.</p> <p><u>Coupon Payment Frequency:</u> Monthly</p> <p><u>Coupon Payment Schedule:</u> Last day of every calendar month; where the first period shall commence from the Deemed Date of Allotment being November 16, 2022 and end on the last day of such calendar month and the subsequent periods shall commence on the first day of the subsequent calendar months and end on the last day of the said calendar months, respectively. Provided however that, the last interest period shall end on the Date of Maturity being November 16, 2027.</p> <p><u>Redemption Tenure:</u> 5 (five) years from the Deemed Date of Allotment, if the NCDs are not redeemed earlier by way of call/put option in accordance with the terms and conditions mentioned in the relevant transaction documents pertaining to the issue.</p> <p><u>Principal Redemption Schedule:</u> Eight equal quarterly instalments starting from the end of 39th month from the deemed date of allotment, as mentioned below:</p> <table border="1"> <thead> <tr> <th>Sr. No.</th> <th>Scheduled Redemption Date (i.e., the date falling on the expiry of)</th> <th>Redemption Amount</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>39th Month from the Deemed Date of Allotment</td> <td>INR 37,50,00,000/-</td> </tr> <tr> <td>2.</td> <td>42nd Month from the Deemed Date of Allotment</td> <td>INR 37,50,00,000/-</td> </tr> <tr> <td>3.</td> <td>45th Month from the Deemed Date of Allotment</td> <td>INR 37,50,00,000/-</td> </tr> <tr> <td>4.</td> <td>48th Month from the Deemed Date of Allotment</td> <td>INR 37,50,00,000/-</td> </tr> <tr> <td>5.</td> <td>51st Month from the Deemed Date of Allotment</td> <td>INR 37,50,00,000/-</td> </tr> <tr> <td>6.</td> <td>54th Month from the Deemed Date of Allotment</td> <td>INR 37,50,00,000/-</td> </tr> </tbody> </table>	Sr. No.	Scheduled Redemption Date (i.e., the date falling on the expiry of)	Redemption Amount	1.	39 th Month from the Deemed Date of Allotment	INR 37,50,00,000/-	2.	42 nd Month from the Deemed Date of Allotment	INR 37,50,00,000/-	3.	45 th Month from the Deemed Date of Allotment	INR 37,50,00,000/-	4.	48 th Month from the Deemed Date of Allotment	INR 37,50,00,000/-	5.	51 st Month from the Deemed Date of Allotment	INR 37,50,00,000/-	6.	54 th Month from the Deemed Date of Allotment	INR 37,50,00,000/-
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	7.	57 th Month from the Deemed Date of Allotment	INR 37,50,00,000/-
	8.	Final Redemption Date	INR 37,50,00,000/-
Charge/security, if any, created over the assets	(i)	a first ranking <i>pari passu</i> charge by way of hypothecation over the movable fixed assets of the Company, both present and future, under the Deed of Hypothecation; and	
	(i)	a first ranking <i>pari passu</i> charge by way of mortgage over the immovable fixed assets of the Company, both present and future, under the Mortgage Document,	
		with a security cover of 1.40 x (one point four-zero times) at all times during the tenure of the NCD's.	
Special right/interest/privileges attached to the instrument and changes thereof		<u>Call/Put Option:</u> At the end of 3 years from the deemed date of allotment. <u>Call/Put Price:</u> At par	
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		In case of default of payment of any amount payable by the Company under a transaction document on its due date, an additional interest of 2% (two per cent) per annum, over and above the Coupon Rate, shall be payable.	
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.	