



August 10, 2018

The General Manager  
Corporate Relationship Department  
**BSE Limited**  
Phiroze Jeejeeboy Towers  
Dalal Street  
Mumbai – 400 001.  
Fax No. 022-2272 2037/ 39/ 41/ 61

The Manager,  
**National Stock Exchange of India Limited**  
Exchange Plaza  
Bandra- Kurla Complex  
Bandra East  
Mumbai-400 051  
Fax No. 022-2659 8237/ 38/ 47/ 48

Dear Sir/Madam,

**Sub: ISSUE OF 3500 RATED, UN-LISTED, SECURED, REDEEMABLE, NON-CONVERTIBLE DEBENTURES OF THE COMPANY**

We wish to inform you that in respect of the captioned subject matter, the NCD Committee of the Company, at its meeting held today, i.e August 10, 2018 approved the issue and allotment of 3500 rated, unlisted, secured, redeemable, non-convertible debentures of Rs. 10,00,000 (Rupees Ten Lakhs Only ) each at par, pursuant to the provisions of Section 42,71 and other applicable provisions, of the Companies Act, 2013 and any other law for the time being in force and amendment from time to time.

This disclosure is being issued, pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

A copy of resolution for allotment of the debentures pursuant to the Issue is attached hereto for your information and record.

We request you to take the above on the record and acknowledge receipt and the same be treated as compliance under applicable clause(s) of the Listing Agreement.

Thanking You,  
Yours faithfully,

**For Prestige Estates Projects Limited**



**M. Sridhar**  
**Company Secretary and Compliance Officer**  
Enclosure: As above



**CERTIFIED TRUE COPY OF THE RESOLUTIONS PASSED AT THE MEETING OF THE NCD COMMITTEE OF THE BOARD OF DIRECTORS OF PRESTIGE ESTATES PROJECTS LIMITED HELD ON FRIDAY, AUGUST 10, 2018 AT THE REGISTERED OFFICE OF THE COMPANY AT THE FALCON HOUSE, NO. 1, MAIN GUARD CROSS ROAD, BANGALORE – 560001**

**ISSUE AND ALLOTMENT OF REDEEMABLE NON-CONVERTIBLE DEBENTURES UPTO RS. 350 CRORE**

The Chairman informed the Committee that in continuation to the Board Meeting resolution dated July 27, 2018 and the documents pertaining to issue of non-convertible debentures in one or more tranches have been entered into for allotment of 3,500 (Three Thousand Five Hundred) rated, unlisted, secured, redeemable, non-convertible debentures to the below mentioned security holder;

Sl. No	Investor Name	Tranche	No of NCD's proposed to be allotted
1	ICICI PRUDENTIAL CREDIT RISK FUND	T1	250
2	ICICI PRUDENTIAL REGULAR SAVINGS FUND	T1	750
3.	ICICI PRUDENTIAL CREDIT RISK FUND	T2	2500
	<b>Total</b>		<b>3500</b>

The Chairman explained the details of the transaction to the Committee and the Committee was requested to accord its approval to the issuance and allotment of the NCDs, terms and conditions of the same. The proposal was placed before the Committee and after some discussions the following resolutions were passed unanimously:

**“RESOLVED THAT** in accordance with the provisions of Section 23, Section 42 and Section 71 of the Companies Act, 2013 read together with the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debenture) Rules, 2014 and pursuant to the approval of the members accorded through Postal Ballot by the Company by way of the special resolution dated July 16, 2018 and other applicable provisions of Companies Act, 2013 and in accordance with the articles and memorandum of association of the Company and pursuant to the private placement offer letter dated August 09, 2018, the consent of the Committee be and is hereby accorded to offer, issue and allot 3,500 (Three Thousand Five Hundred) rated, unlisted, secured, redeemable, non-convertible debentures of Rs. 10,00,000 (Rupees Ten Lakhs) each at par, for an aggregate nominal value of Rs. 350,00,00,000./- (Rupees Three Hundred Fifty Crores Only), to the allottees as detailed hereunder:





Sl. No	Investor Name	No of NCD's proposed to be allotted	Face value of NCD	Total Amount (INR)	DP / Client ID	Maturity Period
1	ICICI PRUDENTIAL CREDIT RISK FUND (Tranche-1)	250	10,00,000	25,00,00,000	IN303786/10003963	3 Years
2	ICICI PRUDENTIAL REGULAR SAVINGS FUND (Tranche-1)	750	10,00,000	75,00,00,000	IN300126/11218179	5 Years with 3 Years Put/Call option
3	ICICI PRUDENTIAL CREDIT RISK FUND (Tranche-2)	2500	10,00,000	250,00,00,000	IN303786/10003963	3Years
	<b>Total</b>	<b>3,500</b>	<b>10,00,000</b>	<b>350,00,00,000</b>		

“RESOLVED FURTHER THAT Mr. Irfan Razack, Chairman & Managing Director, Mr. Rezwan Razack, Joint Managing Director, Mr. Noaman Razack, Whole- time Director, Mr. Venkat K Narayana, Chief Executive Officer, M. Sridhar, Company Secretary and Compliance Officer, be and are hereby severally authorised to do all acts, deeds, things including but not limited to issuance, allotment and filing of documents, requisite forms and applications with the Registrar of Companies, sign and execute and file the corporate action forms with the Depository and to do all such acts, deeds and things as may be required to bring the aforesaid resolution into effect.”

RESOLVED FURTHER THAT certified true copy of the aforesaid resolutions duly signed by any Director or the Company Secretary of the Company be forwarded to the persons requiring the same.”

**CERTIFIED TRUE COPY  
FOR PRESTIGE ESTATES PROJECTS LIMITED**

*M. Sridhar*

**M. SRIDHAR  
COMPANY SECRETARY AND COMPLIANCE OFFICER**

