



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:L93090TN1956GO1003507

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



Lr.No.Secy/Reg.30 of LODR/2020

Dt.27.04.2020

| | |
|---|---|
| To The National Stock Exchange of India Ltd Plot No. C/1, G Block Bandra-Kurla Complex Bandra (E), Mumbai-400 051. Scrip Code : NLCINDIA Security name: NLC29 & NLC30 | To The Bombay Stock Exchange Ltd Phiroze JeeJeebhoy Towers Dalal Street Mumbai-400 001. Scrip Code : 513683 , 958806 & 959237 |
|---|---|

Dear Sirs,

Sub: Memorandum of Re-deposit of Title Deed - NLCIL BONDS 2020 – SERIES-1

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 Re-deposit of Title Deed dated 22.04.2020 in the matter of creation of security for the NLCIL BONDS 2020 – SERIES-1 issued by the Company.

This is for your information and record.

Thanking you,

Yours faithfully,
for NLC India Limited

Company Secretary

भारतीय गैर न्यायिक
भारत INDIA

₹. 500

FIVE HUNDRED
RUPEES

पाँच सौ रुपये

Rs. 500

INDIA NON JUDICIAL



TAMILNADU
NLC India Ltd

AF 440794
R. DEVA SEN
S.V.L. No: 15/63/2000
VIA. CLUB ROAD, CH-3.

**MEMORANDUM OF RE-DEPOSIT OF TITLE DEEDS BY
CONSTRUCTIVE DELIVERY**

THIS MEMORANDUM OF RE-DEPOSIT OF TITLE DEEDS BY CONSTRUCTIVE DELIVERY is made and executed on this day of 22nd April, 2020

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**


PONUGUMATLA RAVI KUMAR
DGM (Finance)-Treasury
F & AB/Corporate Office
NLC India Ltd., Neyveli-1

IN FAVOUR OF

SBICAP TRUSTEE COMPANY LIMITED, having CIN no **U65991MH2005PLC158386** and PAN no. **AAJCS81053**, 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, 6th floor, 3, West Wing, DinshawWachha Road, Churchgate, Mumbai 400 020 and branch office at SBI Zonal Office Building, 1st Floor, 86, RajajiSalai, 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 7.36% Series-I bonds aggregating to Rs. 525 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 29th 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 Issuer issued 5250 numbers of Rs.10 lakh each secured, non-cumulative, non-convertible, redeemable, taxable 7.36% Series-I bonds aggregating to Rs. 525 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 23rd Jan, 2020).
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**").
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 16th 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 24th 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 22.04.2020 (hereinafter referred to as "**Debenture Trust Deed**").
6. The company had 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 create/extend mortgage/charge in favour of 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. P RAVI KUMAR, DGM (Finance) ("**Depositor**") of the Company attended the office of the SBICAP Trustee Company Limited at SBI Zonal Office Building, 1st Floor, 86, Rajaji Salai, Parry's Corner, Chennai - 600001 and gave oral assent to the said Mr. S RAGUNATH, an Authorised Signatory of the Debenture Trustee to continue to hold and retain the said title deeds, more particularly described in the First Schedule hereunder written relating to the immovable properties of the Company as mentioned in Schedule II (hereinafter referred to as "**the said Mortgaged Properties**") with an intention to create/extend mortgage/charge by re-deposit of title deeds by constructive delivery to secure the repayment of Rs. 525 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. The Depositor further stated that the Title Deeds so re-deposited by way of deposit of title deeds by constructive delivery with Mr. S RAGUNATH, 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.
3. Whilst making the re-deposit of the Title Deeds by constructive delivery, the Depositor stated that he was doing so for and on behalf of the Company with an intention to create/extend security by way of mortgage by deposit of the Title Deeds by constructive delivery related to the Mortgaged Properties.
4. 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.
5. The Depositor further stated that, apart from the aforesaid 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 save and except the charge created on the Secured Property in favour of SBICAP Trustee Company Limited (Debenture Trustee) vide Memorandum Of Deposit Of Title Deeds dated August 21, 2019, 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 Debenture Issuer has not entered into any agreement for sale, transfer or alienation thereof or any part or parts thereof.
6. 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 Immovable 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 debenture Issuer continues to be indebted to or liable in respect of the debenture issue aforementioned, on any account in any manner whatsoever.

7. 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**.
8. The Depositor further stated that the Debenture Issuer 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".
9. The aforesaid re-deposit of Title Deeds by way of constructive Delivery was made by Shri. P RAVI KUMAR, DGM (FINANCE) 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: P RAVI KUMAR

Designation: DGM (FINANCE)/ NLC INDIA LIMITED

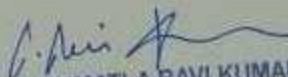

PONUGUMATLA RAVI KUMAR
DGM (Finance)-Treasury
F & AB/Corporate Office
NLC India Ltd., Neyveli -1

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 |
| 22. | 31.10.1983. | Award Copy for Award No.10/1983 | Certified by the Tahsildar |


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|-----|-------------|--|----------------------------|
| 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 |
| 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 | Online copy |


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| | | Kunankurichi Village | |
| 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 Muthanal Village | Online copy |


PONUGUMATLA RAVI KUMAR
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 F & AB/Corporate Office
 NLC India Ltd., Neyveli-1

THE SECOND SCHEDULE


(Description of Mortgaged Property)

All pieces and parcels of the land pertaining to the TPS II Expansion (2x500mw) ,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

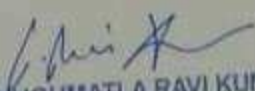
| Sl.No. | R.S. No. | Extent (Inhectrs.) |
|--------|----------|-------------------------|
| 1. | 203 | 0.8700 |
| 2. | 228 | 0.3500 |
| 3. | 240 | 0.0100 |
| 4. | 246/5,2 | 0.6000 |
| 5. | 247 | 0.4150 |
| 6. | 248 | 5.4550 |
| 7. | 264 | 0.5000 |
| 8. | 282 | 1.8300 |
| 9. | 322 | 0.9150 |
| 10. | 323 | 0.2600 |
| 11. | 324 | 0.3700 |
| 12. | 325 | 1.2850 |
| 13. | 326 | 0.2250 |
| 14. | 327 | 0.2200 |
| 15. | 328/1,4 | 2.1550 |
| 16. | 329 | 0.4150 |
| 17. | 330 | 1.2050 |
| 18. | 331/1,2 | 1.6300 |
| 19. | 332 | 3.2050 |
| 20. | 333 | 0.2300 |
| 21. | 334 | 0.6900 |
| 22. | 335 | 0.6750 |
| 23. | 336 | 1.7200 |
| 24. | 337 | 2.7100 |


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|--------------|------------|----------------|
| 25. | 338 | 3.7150 |
| 26. | 339 | 3.1600 |
| 27. | 340/1A,4 | 2.0550 |
| 28. | 341 | 1.1750 |
| 29. | 343/6 | 0.7550 |
| 30. | 344 | 2.5550 |
| 31. | 345/2,6 | 1.6250 |
| 32. | 348 | 2.8350 |
| 33. | 349/1 | 0.3000 |
| 34. | 350/1,12,8 | 1.1100 |
| 35. | 351 | 2.8550 |
| 36. | 352 | 0.9950 |
| 37. | 368 | 0.5350 |
| 38. | 370/1 | 1.2950 |
| 39. | 372/1 | 0.8600 |
| 40. | 373/1 | 0.2350 |
| 41. | 377/1,6 | 0.8450 |
| Total | | 54.8450 |

KUNANKURICHI, NEYVELI

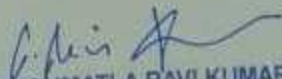
| Sl. No. | R.S. No. | Extent (In hectrs.) |
|---------|-----------|---------------------|
| 1. | 86 | 1.6300 |
| 2. | 87/10 | 0.5050 |
| 3. | 88/1 | 0.5850 |
| 4. | 89/1 | 1.4550 |
| 5. | 90/1 | 1.2950 |
| 6. | 91/1,5,11 | 3.4900 |
| 7. | 92 | 0.3550 |
| 8. | 93 | 0.0100 |
| 9. | 94/1,5 | 1.9200 |
| 10. | 95/5 | 0.4600 |
| 11. | 96 | 5.3350 |
| 12. | 97 | 1.6250 |
| 13. | 98 | 0.3300 |
| 14. | 99 | 0.6500 |
| 15. | 100/1,7 | 3.3750 |


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| Sl. No. | R.S. No. | Extent (In hectrs.) |
|--------------|---------------------|---------------------|
| 16. | 101/1,9 | 1.5100 |
| 17. | 102/A1 | 0.0950 |
| 18. | 102/B2 | 0.0400 |
| 19. | 103/A1,A 2,A3,A4 | 0.2550 |
| 20. | 104A | 0.0100 |
| 21. | 113/A12 | 0.0750 |
| 22. | 114A | 1.0700 |
| 23. | 115 | 0.2000 |
| 24. | 116/A1,B 1,B2 | 1.4000 |
| 25. | 117/A2 | 0.0250 |
| 26. | 119/A1,A 8 | 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. | 127A1,A8 | 1.3950 |
| 35. | 129 | 0.2650 |
| 36. | 130/7 | 0.2150 |
| 37. | 133/4,7 | 1.2600 |
| 38. | 134 | 0.1650 |
| Total | | 38.74 |

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 |


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UTHANGAL VILLAGE, NEYVELI

| Sl.No | R.S. No. | Extent (InHectrs.) |
|--------------|----------|------------------------|
| 1. | 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 (InHectrs.) |
|--------------|----------|------------------------|
| 01. | 11/1,2,3 | 2.190 |
| 02. | 12 | 1.430 |
| 03. | 13 | 4.365 |
| 04. | 14 | 3.540 |
| 05. | 15/1,5 | 2.995 |
| 06. | 17 | 2.555 |
| 07. | 18/1,7 | 5.290 |
| 08. | 191 | 4.895 |
| Total | | 27.260 |

MUDHANAI VILLAGE, NEYVELI

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


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