

ANNEXURE

To Assist and under take all pre and post issue activities, including but not limited to list below, so that successful fund raising through issuances of bonds is possible so far as documentation and regulatory applications / forms are concerned. Actual Fund mobilization will be covered separately through a bidding process.

A. Pre-Issue Activities

1. Assist in format and compliance wrt Passing of Board Resolutions for issue of debentures.
2. Assist in format and compliance wrt Passing of Shareholder resolution, for issue of debentures.
3. Assist in Appointment of Registrar & Transfer Agent, Debenture Trustee to the issue and obtention of credit rating from credit rating agencies.
4. Assist in Entering tri-partite agreement with Registrar and Depositories (NSDL & CDSL)
5. Assist in Preparation and Finalization of Term sheet and Information Memorandum in compliance of Regulatory Guidelines .
6. Assistance in creating ISIN from Depository NSDL &/or CDSL. Assistance wrt guidance n required application forms and payment of fees.
7. Assist in Drafting and execution of Debenture Trustee Agreement and Debenture Trust Deed
8. Assist in In-principal listing approval from Stock Exchanges NSE &/OR BSE
9. Assist in Drafting of FORM PAS- 4
10. Assist in Maintenance of records of offer made to specific investors in the Form PAS-5.

11. Assist in Register with BSE &/ or NSE for Electronic Bidding Platform
12. Assist in Setting up of Issue on EBP Platform and Bid Process Management

B. Ongoing Issue Activities

1. Collection of Application Forms
2. Master Creation Forms for creating ISIN from Depository NSDL & CDSL.
3. Corporate Action for allotment of Demat Securities
4. Tracking of daily investor Banking / Receipt of Application Money.

C. Post Issue Closure Activities

1. Submitting a copy of Allotment Resolution, Corporate Action Form and proof of payment of fees to NSDL/ CDSL and registrar
2. Submission of Demat details of investors to Registrar .
3. Actual allotment of debentures by registrar to the investors after getting approval from NSDL .
4. Payment of stamp duty, if applicable
5. Listing of NCDs within 20 days of allotment
6. Filing Return of Allotment with ROC, along with fees provided in Companies (Registration Office & Fees) Rules 2014 with 15 days from the allotment in the FORM PAS - 3.