

Annexure - 1

The Manager,
National Stock Exchange of India Ltd.
Mumbai

Dear Sir,

**Re : Half yearly communication for dissemination to debenture holders
(In Compliance to Listing Agreement)**

With reference to the above, we submit herewith the information and documents as per the provisions of SEBI (Issue & Listing of Debt Securities) Regulations, 2008 and SEBI (Issue & Listing of Debt Securities) (Amendment) Regulations, 2012 and the Listing Agreement thereunder, for dissemination to the debenture holders as mentioned below:

1. Following issues of Non-Convertible Debentures have been listed with your Stock Exchange:

Details of listed NCDs:

Series / Tranche	Date of Allotment	Date of Listing	No. of NCDs	Face value	Amt. of Issue (Rs. in cr.)	Latest credit rating
PDI 16	23-Oct-13	11-Nov-13	245	10 Lakhs	24.50	ICRA AA- & CARE AA-
PDI 16 A	30-Oct-13	11-Nov-13	1000	5 Lakhs	50.00	ICRA AA- & CARE AA-
PDI 16 B	24-Dec-13	13-Jan-14	120	10 Lakhs	12.00	ICRA AA- & CARE AA-
PDI 16 C	27-Dec-13	13-Jan-14	650	10 Lakhs	65.00	ICRA AA- & CARE AA-
PDI 16 D	27-Dec-13	13-Jan-14	261	10 Lakhs	26.10	ICRA AA- & CARE AA-
PDI 16 E	23-Jan-14	14-Feb-14	50	10 Lakhs	5.00	ICRA AA- & CARE AA-
PDI 16 F	25-Feb-14	12-Mar-14	500	5 Lakhs	25.00	ICRA AA- & CARE AA-
369 A	17-Jan-14	07-Feb-14	250	10 Lakhs	25.00	ICRA AA
369 B	10-Mar-14	24-Mar-14	160	10 Lakhs	16.00	ICRA AA
369 C	11-Apr-14	30-Apr-14	100	10 Lakhs	10.00	ICRA AA
369 D	11-Apr-14	30-Apr-14	250	10 Lakhs	25.00	ICRA AA
369 E	11-Apr-14	30-Apr-14	180	10 Lakhs	18.00	ICRA AA

Cholamandalam Investment and Finance Company Ltd.

Dare House, 2, N.S.C. Bose Road, Parrys, Chennai 600001, India.

Tel : 91.44.30007172 / Fax : 91.44.25346464

Website : www.cholamandalam.com

CIN – L65993TN1978PLC007576

2. The latest Credit Rating in respect of the said issues is mentioned in the statement under Sr. No.1 above and we confirm that credit rating is not downgraded in respect of any of the above issues, since the respective dates of the said NCDs issues.
3. The said NCDs are secured by Specific Exclusive Charge on Standard Receivables of the Company and subservient charge on the immovable property of the company.
4. The asset cover is 1.05 as on 30.09.2015 and is adequate as per the terms of issue. The Asset Cover Certificate duly signed by the Chartered Accountant is attached.
5. The Debt Equity Ratio is 6.15.
6. The due date of payment of principal and interest and the actual date of payment for the half-year ending on 30.09.2015

Series	Type	Due Date of Payment	Actual Date of Payment	Amount (Rs.)
PDI 16 B	Interest	24-June-15	24-Jun-15	75,39,288
PDI 16 D	Interest	27-June-15	29-Jun-15	1,62,67,808

7. The due date of principal and interest of the above said NCDs during next half-year i.e. 01.10.2015 to 31.03.2016 are as under

Series	Type	Due Date of Payment	Amount (Rs.)
369 A	Interest	18-Jan-16	25554795
PDI 16	Interest	23-Oct-15	30870000
PDI 16 A	Interest	30-Oct-15	64500000
PDI 16 B	Interest	24-Dec-15	15120000
PDI 16 C	Interest	27-Dec-15	81472603
PDI 16 D	Interest	27-Dec-15	32535616
PDI 16 E	Interest	23-Jan-16	6334521
PDI 16 F	Interest	25-Feb-16	32250000

8. The half-yearly results for the half-year ending on 30.09.2015 are attached as per the format in Annexure-II of Listing Agreement.
9. No event as detailed in clause 19 of the Listing Agreement has taken place during half year ending on 30.09.2015, requiring this company to notify to Stock Exchange or Debenture Trustees.
10. The name, designation and contact details of "Compliance Officer" of this company are as under:
 - (A) Name of Compliance Officer : P.Sujatha
 - (B) Designation : Sr Vice President and Company Secretary

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(C) Correspondence Address : Dare House, No.2, NSC Bose Road, Parrya, Chennai-1
(D) Phone, Fax No. : 044-3007172, 044-30256796
(E) Email ID : sujatha.p@chola.Murugappa.com



11. We confirm that the information submitted as above is true and correct and the undersigned has authority to submit the same to you and that we are aware that above information is expected to be placed on the website of your Stock Exchange and that of Debenture Trustees.

Thanking you,

Yours sincerely,

For Cholamandalam Investment and Finance Co Ltd

Authorised Signatory

Countersigned by:

For GDA Trusteeship Ltd.
Debenture Trustees



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Annexure – 1 (Contd.)

Half Yearly Financial Results

(As per SEBI (Issue & Listing of Debt Securities) Regulations, 2008
& SEBI (Issue & Listing of Debt Securities) (Amendment) Regulations, 2012)

Parameters	Rs in Cr			
	FY H1 30-Sep-15	FY 31-Mar-15	FY 31-Mar-14	FY 31-Mar-13
Networth	3,403.49	3,172.66	2,294.70	1,964.77
Total Debt				
of which - Non Current Maturities of				
Long Term Borrowing	11,374.53	12,447.50	9,833.00	8,298.71
- Short Term Borrowing	2,715.77	2,678.34	3,165.25	2,981.53
- Current Maturities of	-	-	-	
Long Term Borrowing	6,547.27	4,349.40	5,094.94	4,008.77
Net Fixed Assets	64.66	68.33	72.90	70.65
Non Current Assets	17,300.29	16,266.17	13,958.67	12,128.46
Cash and Cash Equivalents	511.26	340.66	800.84	388.96
Current Investments	2.79	7.30	16.30	150.12
Current Assets	7,502.84	7,190.76	6,698.10	5,446.59
Current Liabilities	835.05	861.50	1,015.81	794.36
Assets Under Management	27,250.46	25,731.78	23,515.48	19,154.62
Balance Sheet Assets	23,527.73	22,183.54	19,428.13	16,625.94
Off Balance Sheet Assets	3,722.73	3,548.24	4,087.36	2,528.68
Interest Income	2,003.49	3,691.19	3,262.84	2,553.37
Interest Expense	1,006.84	1,960.39	1,771.09	1,411.01
Provisioning & Write-offs	221.64	324.72	283.33	124.29
PAT	230.72	435.16	364.01	306.54
Gross NPA (%) as a % of total assets	4.42	3.12	1.90	1.04
Net NPA (%) as a % of total assets	3.01	2.06	0.70	0.23
Tier I Capital Adequacy Ratio (%)	13.77	13.02	10.45	11.07
Tier II Capital Adequacy Ratio (%)	7.03	8.22	6.78	7.97
CAR (%)	20.80	21.24	17.23	19.04

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Annexure – 2

Declaration

We hereby certify and declare that ---

- (A) the proceeds of the various NCDs issues of the Company were utilized for the purpose as mentioned in the Information Memorandum of the respective issues;
- (B) The Cash-Flow of the Company is adequate for payment of interest and redemption of principal of the NCDs issued.
- (C) This company is 'Non-Banking Financial Company' and the NCDs issued by this company are the 'Privately Placed' and hence no 'Debenture Redemption Reserve' is required to be created for the year ending on 30.09.2015.
- (D) as on date, the value of the assets charged to the GDA Trusteeship Ltd. the Debenture Trustees in respect of Non-Convertible Debentures issued by this Company in pursuance of the Trust Deed executed by this Company, is adequate to cover the outstanding amount of the NCDs / Bonds, with the agreed margin and that the assets are free from encumbrances debts save and except those specifically agreed to by the Debenture Trustee;
- (E) NCDs issued till 30.09.2015 are within the limit authorized by the shareholders in their meeting. Further, that the said assets forming the security are the performing assets and adequate systems and procedures are in place for monitoring their repayments and adequate provisions are made for the bad and doubtful debts.



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(F) All the general and specific terms and conditions of each issue of debentures are complied with and there is no breach of any of them. We confirm that we have complied with all the provisions of relevant Regulations in relation to the issue and listing of NCDs issued by us and outstanding on 30.09.2015.

For Cholamandalam Investment and Finance Co Ltd

Authorized Signatory

Cholamandalam Investment and Finance Company Ltd.

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Annexure - 3

Details of Complaints:

A) Status of Investor Grievance:

No. of Complaints pending at the end of previous half-year (31.03.2015)	No. of Complaints received during the half-year (01.04.2015 to 30.09.2015)	No. of Complaints resolved during the half-year
NIL	NIL	NIL

B) Details of complaints pending for more than 30 days:

No. of Complaints pending for more than 30 days	Nature of complaints			Steps taken for redressal	Status of complaint (if redressed, date of redressal)
	Delay in payment of interest	Delay in payment of redemption	Any other		
NIL	NIL	NIL	NIL	NIL	NIL



RAMANUJAM and BOOVARAHAN
Chartered Accountants

4/56, Kalpataru, Flat 1A, K.B.Dasan Road, Alwarpet,
Chennai - 600 018. Telefax : 24354650
E-mail : rbca1989@gmail.com

CERTIFICATE

On the basis of examination and verification of Books of Accounts and other relevant documents and records maintained by **M/s CHOLAMANDALAM INVESTMENT AND FINANCE COMPANY LIMITED**, having its registered office at "Dare House", 1st floor, No 2, NSC Bose Road, Chennai 600001, We hereby certify that the security provided for the secured debenture amount outstanding as on 30th September 2015 as mentioned in the annexure attached with this Certificate, is adequate.

This Certificate is issued at the specific request of **M/s CHOLAMANDALAM INVESTMENT AND FINANCE COMPANY LIMITED**, for the purpose of Issuing to **IDBI TRUSTEESHIP SERVICES LIMITED and GDA TRUSTEESHIP LTD**, Trustees of the Debenture Trust.

For **RAMANUJAM and BOOVARAHAN**
Chartered Accountants



SHEKHAR VISHWANATHAN
Partner
Membership No 053073

Place: Chennai
Date: 12th October 2015





Report for the year ended 30th September 2015

1. List of assets charged as per Trust Deed:
a) Immovable Property:

Trust Deed Date	Trust Deed Amount (Rs. In Crores)	Place	Asset Description
20.02.2013	525.00	Chennai	Door No.1, 1st Street, Cenotaph Road, Chennai-600 018
28.05.2013	645.50	Chennai	Door No.1, 1st Street, Cenotaph Road, Chennai-600 018
14.08.2013	610.00	Chennai	Door No.1, 1st Street, Cenotaph Road, Chennai-600 018
30.08.2013	200.00	Chennai	Door No.1, 1st Street, Cenotaph Road, Chennai-600 018
18.09.2013	200.00	Chennai	Door No.1, 1st Street, Cenotaph Road, Chennai-600 018
05.02.2014	1490.00	Chennai	Door No.1, 1st Street, Cenotaph Road, Chennai-600 018
14.07.2014	1390.00	Chennai	Door No.1, 1st Street, Cenotaph Road, Chennai-600 018
31.10.2014	850.00	Chennai	Door No.1, 1st Street, Cenotaph Road, Chennai-600 018
07.04.2015	1000.00	Chennai	Door No.1, 1st Street, Cenotaph Road, Chennai-600 018
27.05.2015	750.00	Chennai	Door No.1, 1st Street, Cenotaph Road, Chennai-600 018
26.08.2015	1000.00	Chennai	Door No.1, 1st Street, Cenotaph Road, Chennai-600 018

b) Movable Assets:

List of Movable Assets charged as of 30th September 2015 Trust Deed / Deed of Confirmation:

Sl. No.	Debenture Trust Deed Date & Amount	Debentures Outstanding & Issued as on 30-Sep-15 (Rs in Crs)	Asset Cover	Security Reqd (Rs in Crs)	Security Provided (Rs in Crs)
1	20.02.2013 - Rs.525.00 Crs	500.00	1.25 times	625.00	625.07
2	28.05.2013- Rs.645.50 Crs	170.00	1 time	170.00	170.09





Sl. No.	Debenture Trust Deed Date & Amount	Debentures Outstanding & Issued as on 30-Sep-15 (Rs in Crs)	Asset Cover	Security Reqd (Rs in Crs)	Security Provided (Rs in Crs)
3	14.08.2013 - Rs.610 Crs	325.00	1 time	325.00	325.13
4	30.08.2013- Rs.200 Crs	200.00	1.25 times	250.00	250.14
5	18.09.2013 - Rs.200 Crs	200.00	1 time	200.00	200.21
6	05.02.2014-Rs.1490 Crs	94.00	1 time	104.84	105.05
7	14.07.2014 - Rs.1390 Crs	1353.80	1 time	1447.99	1448.21
8	31.10.2014 - Rs.850 Crs	846.20	1 time	928.59	928.74
9	07.04-2015 - Rs.1000 Crs	824.50	1 time	876.84	876.95
10	27.05-2015 - Rs.750 Crs	670.10	1 time	701.20	701.63
	Total	5183.60			5631.22

2. Details of Secured debentures outstanding as of 30th September 2015

Trust Deed Date	Debentures Amount Trust Deed-wise (Rs. In Crores)	Debentures Outstanding & Issued as of 30-Sep-2015 (Rs. In Crores)
20.02.2013	525.00	500
28.05.2013	645.50	170
14.08.2013	610.00	325
30.08.2013	200.00	200
18.09.2013	200.00	200
05.02.2014	1490.00	94
14.07.2014	1390.00	1353.80
27.10.2014	850.00	846.20
07.04.2015	1000.00	824.50
27.05.2015	750.00	670.10
	Total	5183.60

3. The above-mentioned long term secured NCDs have been rated as [ICRA] AA by ICRA Limited with Stable outlook.

4. Debt-equity ratio of Cholamandalam Investment and Finance Company Ltd as of 30-Sep-2015 is **6.15 (Provisional and Un-audited)**.

V. Sheela