



GDA Trustee

Believe in yourself... Trust us!



DT/Half Yearly/Scp/2015-16

September 25, 2015

KKR India Financial Services Pvt. Ltd
2nd Floor, Piramal Tower, Peninsula Corporate Park,
Ganpatrao Kadam Marg, Lower Parel (West),
Mumbai – 400 13
Kind Attn: Naozad Sirwalla

Dear Sir,

Sub: Unlisted issue of Non Convertible Debentures (“NCDs”) aggregating to INR 400 Crs – Statutory Compliance – Half Yearly Report for the half year ending September 30, 2015

We invite your kind attention to the SEBI Circular No. SEBI/IMD/BOND/1/2009/11/05 dated May 11, 2009 read with the SEBI Circular No. SEBI/IMD/DOF-1/BOND/Cir-5/2009 dated the 26th November, 2009 on simplified listing agreement for debt securities. We also refer to the Debenture Trust Deed entered into between the Company and GDA Trusteeship Ltd.

You are accordingly requested to provide us the following information on your letter head addressed to the Stock Exchange (where equity shares of the Company are listed) or to the Debenture Holder(s) (where equity shares of the Company are not listed and/or debentures are not listed on any stock exchange). Please note that the above information is required to be counter-signed by the Trustees and provided within 45 days from the end of the half years, September and March.

- (i) Credit Rating
- (ii) Asset Cover available as on 30th September 2015.
- (iii) Debt – Equity Ratio.
- (iv) Previous due date for the payment of interest / principal and whether the same has been paid or not (NOTE: Please mention the actual date(s) of payment to the debenture holder/s)
- (v) Next due date for the payment of interest and/or principal.

You are also requested to send us the following supporting documents:

1. Certificate from a practicing Chartered Accountant certificate in support of the Asset Cover ratio and the Debt Equity Ratio as on 30th September 2015.
2. Credit Rating letter as on date.
3. Audited Annual financial results. (as and when ready).
4. Certificate for Utilization of funds from Statutory Auditor of the Company/Issuer for NCD issuances during the financial year where GDA Trusteeship Limited is Debenture Trustee.
5. Copies of the insurance policies insuring the properties secured for the Debentures and the policies should bear the joint name of the Trustee.

GDA Trusteeship Ltd.

Mumbai Office : Office No. 1, 2 and 3, 4th Floor, Rahimtoola House, 7, Homji Street, Fort, Mumbai 400 001 • Tel : +91-22-49220555 • Fax : +91-22-49220505

Regd Office : GDA House, Plot No. 85, Bhusari Colony (Right), Paud Road, Pune - 411 038 • CIN No. U74999PN1997PLC110262

Tel: +91-20-25280081 • Fax: +91-20-25280275 • Email : dt@gdatrustee.com • Web : www.gdatrustee.com

Bangaluru Office : D II - 207, Shriram White house, Netaji Shubhashchandra Bose Road, 15th Cross, 6th Main, R. T. Nagar, Ind Block, Bengaluru - 560 032 • Tel: +91-80-2354 2438

Delhi Office : B-22, Ansal Chambers-1, 3 Bhikaji Kama Place, New Delhi - 110066 • Tel: +91-11-26163600

PTO

6. Confirmation on creation of Debenture Redemption Reserve. (Please note to mention the exact percentage of DRR created).
7. In case of any debentures maturing during the next financial year, you are requested to, on or before 30th April, deposit or invest at least 15 per cent of the debentures maturing in any of the following and confirm the same, in writing, to us:
 - (i) in deposits with any Scheduled Bank free from charge or lien;
 - (ii) in unencumbered securities of the Central Govt or of any State Govt;
 - (iii) in unencumbered securities mentioned in clauses (a) to (d) and (ee) of Section 20 of the Indian Trusts Act, 1882.
 - (iv) In unencumbered bonds issued by any other company which is notified under clause (f) of Section 20 of the Indian Trusts Act, 1882.

Thanking you,

Yours faithfully,
For GDA Trusteeship Limited



Authorized signatory



GDA Trustee

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DT/Half Yearly/Sep/2015-16

September 25, 2015

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2nd Floor, Piramal Tower, Peninsula Corporate Park,
Ganpatrao Kadam Marg, Lower Parel (West),
Mumbai – 400 13
Kind Attn: Naozad Sirwalla

Dear Sir,

Sub: Unlisted issue of Non Convertible Debentures (“NCDs”) aggregating to INR 500 Crs – Statutory Compliance – Half Yearly Report for the half year ending September 30, 2015

We invite your kind attention to the SEBI Circular No. SEBI/IMD/BOND/1/2009/11/05 dated May 11, 2009 read with the SEBI Circular No. SEBI/IMD/DOF-1/BOND/Cir-5/2009 dated the 26th November, 2009 on simplified listing agreement for debt securities. We also refer to the Debenture Trust Deed entered into between the Company and GDA Trusteeship Ltd.

You are accordingly requested to provide us the following information on your letter head addressed to the Stock Exchange (where equity shares of the Company are listed) or to the Debenture Holder/(s) (where equity shares of the Company are not listed and/or debentures are not listed on any stock exchange). Please note that the above information is required to be counter-signed by the Trustees and provided within 45 days from the end of the half years, September and March.

- (i) Credit Rating
- (ii) Asset Cover available as on 30th September 2015.
- (iii) Debt – Equity Ratio.
- (iv) Previous due date for the payment of interest / principal and whether the same has been paid or not (NOTE: Please mention the actual date/(s) of payment to the debenture holder/s)
- (v) Next due date for the payment of interest and/or principal.

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5. Copies of the insurance policies insuring the properties secured for the Debentures and the policies should bear the joint name of the Trustee.

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7. In case of any debentures maturing during the next financial year, you are requested to, on or before 30th April, deposit or invest at least 15 per cent of the debentures maturing in any of the following and confirm the same, in writing, to us:
 - (i) in deposits with any Scheduled Bank free from charge or lien;
 - (ii) in unencumbered securities of the Central Govt or of any State Govt;
 - (iii) in unencumbered securities mentioned in clauses (a) to (d) and (ee) of Section 20 of the Indian Trusts Act, 1882.
 - (iv) In unencumbered bonds issued by any other company which is notified under clause (f) of Section 20 of the Indian Trusts Act, 1882.

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Yours faithfully,
For GDA Trusteeship Limited



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