

DOC: SEC: 847/2023-24/275

27 December, 2023

National Stock Exchange of India Limited,
Exchange Plaza, 5th Floor,
Plot No. C/1, G- Block,
Bandra - Kurla Complex,
Bandra (East), Mumbai - 400 051
SCRIP CODE: CESC

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
SCRIP CODE: 500084

Dear Sir(s),

Sub: Issue of Debt Securities

Further to our letter dated December 21, 2023, we write to inform you that the Committee of the Board at its meeting held today, has approved issue of the following Secured, Unlisted, Redeemable, Rated, Non Convertible Debentures (“NCD’s”) on private placement basis as per the details mentioned below:

- 1) Issue No – I: 20,000 NCD’s having a face value of Rs. 1,00,000 each, for cash, at par aggregating to Rs. 200 crore, on a private placement basis, as per the particulars furnished in **“Annexure A”**.
- 2) Issue No – II: 10,000 NCD’s having a face value of Rs. 1,00,000 each, for cash, at par aggregating to Rs. 100 crore, on a private placement basis, as per the particulars furnished in **“Annexure B”**.

This is for your information and record.

Thanking you.
Yours faithfully,
For CESC Limited

Jagdish Patra
Company Secretary & Compliance Officer

Annexure - A

Type of securities proposed to be issued (viz. equity shares, convertibles etc.)	Secured, Unlisted, Redeemable, Rated, Non-Convertible Debentures (NCDs/Debentures)
Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc)	Private Placement
Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	20,000
Size of the issue	INR 200,00,00,000/-
Whether proposed to be listed? If yes, name of the stock exchange(s)	Unlisted
Tenure of the instrument - date of allotment and date of maturity	Deemed Date of Allotment – December 28, 2023 Date of Maturity - December 28, 2028 (final redemption date)
Coupon/interest offered, schedule of payment of coupon/interest and principal	<u>Coupon Rate:</u> 3 Months T-Bill Rate + 1.63% p.a. <u>Coupon Payment Frequency:</u> Monthly <u>Coupon Payment Schedule:</u> Last day of every calendar month; where the first period shall commence from the Deemed Date of Allotment being December 28, 2023 and end on the last day of such calendar month and the subsequent periods shall commence on the first day of the subsequent calendar months and end on the last day of the said calendar months,

	<p>respectively. Provided however that, the last interest period shall end on the Date of Maturity being December 28, 2028.</p> <p><u>Redemption Tenure:</u></p> <p>5 (five) years from the Deemed Date of Allotment, if the NCDs are not redeemed earlier by way of call/put option in accordance with the terms and conditions mentioned in the relevant transaction documents pertaining to the issue.</p> <p><u>Principal Redemption Schedule:</u> Eight equal quarterly instalments starting from the end of 39th month from the deemed date of allotment, as mentioned below:</p> <table border="1" data-bbox="591 760 1461 1629"> <thead> <tr> <th data-bbox="591 760 662 865">Sr. No.</th> <th data-bbox="662 760 1105 865">Scheduled Redemption Date (i.e., the date falling on the expiry of)</th> <th data-bbox="1105 760 1461 865">Redemption Amount</th> </tr> </thead> <tbody> <tr> <td data-bbox="591 865 662 966">1.</td> <td data-bbox="662 865 1105 966">39th Month from the Deemed Date of Allotment</td> <td data-bbox="1105 865 1461 966">INR 25,00,00,000/-</td> </tr> <tr> <td data-bbox="591 966 662 1066">2.</td> <td data-bbox="662 966 1105 1066">42nd Month from the Deemed Date of Allotment</td> <td data-bbox="1105 966 1461 1066">INR 25,00,00,000/-</td> </tr> <tr> <td data-bbox="591 1066 662 1167">3.</td> <td data-bbox="662 1066 1105 1167">45th Month from the Deemed Date of Allotment</td> <td data-bbox="1105 1066 1461 1167">INR 25,00,00,000/-</td> </tr> <tr> <td data-bbox="591 1167 662 1268">4.</td> <td data-bbox="662 1167 1105 1268">48th Month from the Deemed Date of Allotment</td> <td data-bbox="1105 1167 1461 1268">INR 25,00,00,000/-</td> </tr> <tr> <td data-bbox="591 1268 662 1369">5.</td> <td data-bbox="662 1268 1105 1369">51st Month from the Deemed Date of Allotment</td> <td data-bbox="1105 1268 1461 1369">INR 25,00,00,000/-</td> </tr> <tr> <td data-bbox="591 1369 662 1470">6.</td> <td data-bbox="662 1369 1105 1470">54th Month from the Deemed Date of Allotment</td> <td data-bbox="1105 1369 1461 1470">INR 25,00,00,000/-</td> </tr> <tr> <td data-bbox="591 1470 662 1570">7.</td> <td data-bbox="662 1470 1105 1570">57th Month from the Deemed Date of Allotment</td> <td data-bbox="1105 1470 1461 1570">INR 25,00,00,000/-</td> </tr> <tr> <td data-bbox="591 1570 662 1629">8.</td> <td data-bbox="662 1570 1105 1629">Final Redemption Date</td> <td data-bbox="1105 1570 1461 1629">INR 25,00,00,000/-</td> </tr> </tbody> </table>	Sr. No.	Scheduled Redemption Date (i.e., the date falling on the expiry of)	Redemption Amount	1.	39 th Month from the Deemed Date of Allotment	INR 25,00,00,000/-	2.	42 nd Month from the Deemed Date of Allotment	INR 25,00,00,000/-	3.	45 th Month from the Deemed Date of Allotment	INR 25,00,00,000/-	4.	48 th Month from the Deemed Date of Allotment	INR 25,00,00,000/-	5.	51 st Month from the Deemed Date of Allotment	INR 25,00,00,000/-	6.	54 th Month from the Deemed Date of Allotment	INR 25,00,00,000/-	7.	57 th Month from the Deemed Date of Allotment	INR 25,00,00,000/-	8.	Final Redemption Date	INR 25,00,00,000/-
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Charge/security, if any, created over the assets	(i) a first ranking <i>pari passu</i> charge by way of hypothecation over the movable fixed assets of the Company, both present and future, under the Deed of Hypothecation; and																											

	<p>(i) a first ranking <i>pari passu</i> charge by way of mortgage over the immovable fixed assets of the Company, both present and future, under the Mortgage Document,</p> <p>with a security cover of 1.25 x (one point two five times) at all times during the tenure of the Debentures.</p>
Special right/interest/privileges attached to the instrument and changes thereof	<p><u>Call/Put Option</u>: At the end of 3 years from the deemed date of allotment</p> <p><u>Call/Put Price</u>: At par</p>
Delay in payment of interest / principal amount for a period of more than three months from the due date or default in payment of interest / principal	In case of default of payment of any amount payable by the Company under a transaction document on its due date, an additional interest of 2% (two per cent) per annum, over and above the Coupon Rate, shall be payable.
Details of any letter or comments regarding payment/non-payment of interest, principal on due dates, or any other matter concerning the security and /or the assets along with its comments thereon, if any	N.A.
Details of redemption of preference shares indicating the manner of redemption (whether out of profits or out of fresh issue) and debentures	N.A.
Any cancellation or termination of proposal	N.A.

for issuance of securities including reasons thereof	
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Annexure - B

Type of securities proposed to be issued (viz. equity shares, convertibles etc.)	Secured, Unlisted, Redeemable, Rated Non-Convertible Debentures (NCDs/Debentures)
Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc	Private Placement
Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	10,000
Size of the issue	INR 100,00,00,000/-
Whether proposed to be listed? If yes, name of the stock exchange(s)	Unlisted
Tenure of the instrument -date of allotment and date of maturity	Deemed Date of Allotment – December 29, 2023 Date of Maturity - December 29, 2034 (final redemption date)
Coupon/interest offered, schedule of payment of coupon/interest and principal	<u>Coupon Rate:</u> 3 Months T-Bill Rate + 1.80% p.a. <u>Coupon Payment Frequency:</u> Monthly <u>Coupon Payment Schedule:</u> Last day of every calendar month; where the first period shall commence from the Deemed Date of Allotment being December 29, 2023 and end on the last day of such calendar month and the subsequent periods shall commence on the first day of the subsequent calendar months and

end on the last day of the said calendar months, respectively. Provided however that, the last interest period shall end on the Date of Maturity being December 29, 2034.

Redemption Tenure:

11 (eleven) years from the Deemed Date of Allotment, (including a moratorium of 7 (seven) years), on which date all outstanding Debentures shall be mandatorily redeemed in full in accordance with the Debenture Trust Deed.

Principal Redemption Schedule: Sixteen equal quarterly instalments starting from the end of 87th month from the deemed date of allotment, as mentioned below:

Sr. No.	Scheduled Redemption Date (being the date falling on the expiry of)	Redemption Amount
1.	87 th Month from the Deemed Date of Allotment	INR 6,25,00,000/-
2.	90 th Month from the Deemed Date of Allotment	INR 6,25,00,000/-
3.	93 rd Month from the Deemed Date of Allotment	INR 6,25,00,000/-
4.	96 th Month from the Deemed Date of Allotment	INR 6,25,00,000/-
5.	99 th Month from the Deemed Date of Allotment	INR 6,25,00,000/-
6.	102 nd Month from the Deemed Date of Allotment	INR 6,25,00,000/-
7.	105 th Month from the Deemed Date of Allotment	INR 6,25,00,000/-
8.	108 th Month from the Deemed Date of Allotment	INR 6,25,00,000/-
9.	111 st Month from the Deemed Date of Allotment	INR 6,25,00,000/-
10.	114 th Month from the Deemed Date of Allotment	INR 6,25,00,000/-
11.	117 th Month from the Deemed Date of Allotment	INR 6,25,00,000/-
12.	120 th Month from the Deemed Date of Allotment	INR 6,25,00,000/-

	13.	123 rd Month from the Deemed Date of Allotment	INR 6,25,00,000/-
	14.	126 th Month from the Deemed Date of Allotment	INR 6,25,00,000/-
	15.	129 th Month from the Deemed Date of Allotment	INR 6,25,00,000/-
	16.	Final Redemption Date	INR 6,25,00,000/-
Charge/security, if any, created over the assets	(i)	a first ranking <i>pari passu</i> charge by way of hypothecation over the movable fixed assets of the Company, both present and future, under the Deed of Hypothecation; and	
	(ii)	a first ranking <i>pari passu</i> charge by way of mortgage over the immovable fixed assets of the Company, both present and future, under the Mortgage Document,	
		with a security cover of 1.25 x (one point two five times) at all times during the tenure of the Debentures.	
Special right/interest/privileges attached to the instrument and changes thereof	<u>Call/Put Option:</u> NA <u>Call/Put Price:</u> NA		
Delay in payment of interest / principal amount for a period of more than three months from the due date or default in payment of interest / principal	In case of default of payment of any amount payable by the Company under a transaction document on its due date, an additional interest of 2% (two per cent) per annum, over and above the Coupon Rate, shall be payable.		
Details of any letter or comments regarding payment/non-payment of interest, principal on due dates, or any other matter concerning the security and /or the assets along with its	N.A.		

comments thereon, if any	
Details of redemption of preference shares indicating the manner of redemption (whether out of profits or out of fresh issue) and debentures	N.A.
Any cancellation or termination of proposal for issuance of securities including reasons thereof	N.A.