

Ref No: 10739/STCL/DT/2023-24

Date: March 18, 2024

To, BSE Limited, Listing Department, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001.	✓ To, National Stock Exchange of India Limited, Listing Department, Exchange Plaza, C-1, Block G, Bandra, Kurla Complex, Bandra (E), Mumbai – 400051.
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Dear Sir / Madam,

Sub: PRIVATE PLACEMENT OF 261600 TAXABLE UNSECURED REDEEMABLE NON-CONVERTIBLE BONDS OF FACE VALUE OF RS.1,00,000 EACH IN THE NATURE OF DEBENTURES (SERIES 178) (COLLECTIVELY REFERRED TO AS THE "BONDS") FOR CASH AT PAR FOR Rs. 5000 MILLION ("BASE ISSUE") WITH OPTION TO RETAIN OVERSUBSCRIPTION UPTO RS.21160 MILLION AN AMOUNT AGGREGATING TO RS.26160 MILLION, BY INDIAN RAILWAY FINANCE CORPORATION LIMITED ("IRFC" OR THE "ISSUER" OR THE "COMPANY"), BY INDIAN RAILWAY FINANCE CORPORATION LIMITED ("IRFC" OR THE "ISSUER" OR THE "COMPANY")

We, SBICAP Trustee Company Limited (STCL) the debenture trustee to the above-mentioned forthcoming issue state as follows:

- 1) We have examined documents pertaining to the creation of charge over assets of Issuer. – **Not Applicable**
- 2) On the basis of such examination and of the discussions with the Issuer, its directors and other officers, other agencies and of independent verification of the various relevant documents, WE CONFIRM that:
 - a) The Issuer has created charge over its assets in favour of debenture trustee as per terms of offer document or private placement memorandum/ information memorandum and debenture trustee agreement. – **Not Applicable**
 - b) Issuer has executed the debenture trust deed as per terms of offer document or private placement memorandum/ information memorandum and debenture trustee agreement.
 - c) The Issuer has given an undertaking that charge shall be registered with Sub-registrar, Registrar of Companies, Central Registry of Securitization Asset Reconstruction and Security Interest (CERSAI), Depository etc., as applicable, within 30 days of creation of charge. – **Not Applicable**

We have satisfied ourselves about the ability of the Issuer to service the debt securities.

Yours faithfully,

For SBICAP Trustee Company Limited




Authorised Signatory

SBICAP Trustee Company Ltd.

Registered & Corporate Office : 4th Floor, Mistry Bhavan, 122, Dinshaw Vachha Road, Churchgate, Mumbai, Pin - 400 020.

☎ +91 22 4302 5566 / +91 22 4302 5555 ✉ corporate@sbicaptrustee.com CIN : U65991MH2005PLC158386

UDYAM REGISTRATION NUMBER (SMALL ENTERPRISE Under MSME Act, 2006) - UDYAM-MH-19-0111411

www.sbicaptrustee.com

A Group Company of SBI

JIST-C 20032400023



Ref No: 10740/STCL/DT/2023-24

Date: March 18, 2024

To, BSE Limited, Listing Department, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001.	To, National Stock Exchange of India Limited, Listing Department, Exchange Plaza, C-1, Block G, Bandra, Kurla Complex, Bandra (E), Mumbai – 400051.
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Dear Sir / Madam,

Sub: UNDERTAKING TOWARDS THE DUE DILIGENCE CERTIFICATE ANNEXURE A DATED March 11, 2024, AND ANNEXURE B DATED March 18, 2024, UNDER SEBI CIRCULAR REF NO SEBI/HO/DDHS-PoD1/P/CIR/2023/109 DATED MARCH 31, 2023.

Ref: PRIVATE PLACEMENT OF 261600 TAXABLE UNSECURED REDEEMABLE NON-CONVERTIBLE BONDS OF FACE VALUE OF RS.1,00,000 EACH IN THE NATURE OF DEBENTURES (SERIES 178) (COLLECTIVELY REFERRED TO AS THE "BONDS") FOR CASH AT PAR FOR Rs. 5000 MILLION ("BASE ISSUE") WITH OPTION TO RETAIN OVERSUBSCRIPTION UPTO RS.21160 MILLION AN AMOUNT AGGREGATING TO RS.26160 MILLION, BY INDIAN RAILWAY FINANCE CORPORATION LIMITED ("IRFC" OR THE "ISSUER" OR THE "COMPANY"), BY INDIAN RAILWAY FINANCE CORPORATION LIMITED ("IRFC" OR THE "ISSUER" OR THE "COMPANY")

We, SBICAP Trustee Company Limited (STCL) the debenture trustee to the above mentioned NCD Issue states as under:

That the Due Diligence Certificate issued by us as per Annexure A ref No: 10371/STCL/DT/2023-24 CL-4905- Series178 dated March 11, 2024 and Annexure B ref no.10739/STCL/DT/2023-24 dated March 18, 2024 in respect to Securities And Exchange Board of India (Issue And Listing Of Non-Convertible Securities) (Amendment) Regulations, 2021 and SEBI **SEBI CIRCULAR REF NO SEBI/HO/DDHS-PoD1/P/CIR/2023/109 DATED MARCH 31, 2023** respectively are valid for the allotments stated below :

Company Name	Allotment date	ISIN
Indian Railway Finance Corporation Limited	18.03.2024	INE053F08387

Yours faithfully,

For SBICAP Trustee Company Limited




Authorised Signatory

SBICAP Trustee Company Ltd.

Place: Mumbai

Registered & Corporate Office : 4th Floor, Mistry Bhavan, 122, Dinshaw Vachha Road, Churchgate, Mumbai, Pin - 400 020.

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UDYAM REGISTRATION NUMBER (SMALL ENTERPRISE Under MSME Act, 2006) - UDYAM-MH-19-0111411

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A Group Company of SBI

JST.C.20032400023



Ref No: 10738/STCL/DT/2023-24

Date: March 18, 2024

To, BSE Limited, Listing Department, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001.	✓ To, National Stock Exchange of India Limited, Listing Department, Exchange Plaza, C-1, Block G, Bandra, Kurla Complex, Bandra (E), Mumbai – 400051.
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Dear Sir / Madam,

Sub: PRIVATE PLACEMENT OF 261600 TAXABLE UNSECURED REDEEMABLE NON-CONVERTIBLE BONDS OF FACE VALUE OF RS.1,00,000 EACH IN THE NATURE OF DEBENTURES (SERIES 178) (COLLECTIVELY REFERRED TO AS THE "BONDS") FOR CASH AT PAR FOR Rs. 5000 MILLION ("BASE ISSUE") WITH OPTION TO RETAIN OVERSUBSCRIPTION UPTO RS.21160 MILLION AN AMOUNT AGGREGATING TO RS.26160 MILLION, BY INDIAN RAILWAY FINANCE CORPORATION LIMITED ("IRFC" OR THE "ISSUER" OR THE "COMPANY"), BY INDIAN RAILWAY FINANCE CORPORATION LIMITED ("IRFC" OR THE "ISSUER" OR THE "COMPANY")

We, SBICAP Trustee Company Limited (STCL) are acting as a Trustee to the above-mentioned Debentures issued by the Company.

Based on the email confirmation received from the Company on March 18, 2024, we hereby confirm the receipt of the investors' information as per the attached Annexure along with contact details.

Yours faithfully,

For SBICAP Trustee Company Limited




Authorised Signatory
Place: Mumbai

SBICAP Trustee Company Ltd.

Registered & Corporate Office : 4th Floor, Mistry Bhavan, 122, Dinshaw Vachha Road, Churchgate, Mumbai, Pin - 400 020.

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इंडियन रेलवे फाइनेंस कॉर्पोरेशन लिमिटेड

(भारत सरकार का उपक्रम) (सी आई एन : L65910DL1986GOI026363)

पंजीकृत कार्यालय : यू.जी. फ्लोर, ईस्ट टॉवर, एन.बी.सी. प्लेस, भीष्म पितामह मार्ग, प्रगति विहार, लोधी रोड, नई दिल्ली-110003

दूरभाष : 011-24361480 ई-मेल : info@irfc.co.in, वेबसाइट : https://irfc.co.in

INDIAN RAILWAY FINANCE CORPORATION LTD.

(A Government of India Enterprise) (CIN : L65910DL1986GOI026363)

Regd. Office : UG-Floor, East Tower, NBCC Place, Bhisham Pitamah Marg, Pragati Vihar, Lodhi Road, New Delhi-110 003

Phone : 011-24361480, E-mail : info@irfc.co.in, Website : https://irfc.co.in

**LIST OF ALLOTTEE(S) FOR UNSECURED REDEEMABLE NON-CONVERTIBLE NON-CUMULATIVE
TAXABLE BONDS IN THE NATURE OF DEBENTURES (SERIES 178) AGGREGATING TO RS. 2616.00 CRORE
(THE "ISSUE")**

BY INDIAN RAILWAY FINANCE CORPORATION LIMITED.

(ISIN: INE053F08387)

S.No	Name of Allottee(s)	No. of Bonds	Total Face Value of Bonds (Rs. in)	DPID/CLIENTID
1	A. K. CAPITAL SERVICES LIMITED	2500	25.00	IN303157/10040411
2	AXIS BANK LIMITED	2500	25.00	IN300484/10820765
3	BANK OF INDIA	2500	25.00	IN300749/10000012
4	CANARA BANK	7500	75.00	IN301356/10050506
5	CBT EPF 05 E	48700	487.00	IN301524/30040191
6	CBT EPF-08-C-DM	300	3.00	IN301524/30030418
7	CBT EPF-09-C-DM	1600	16.00	IN301524/30030400
8	CBT EPF-25-C-DM	1900	19.00	IN301524/30030395
9	CBT-EPF-05-F-DM	30000	300.00	IN301524/30047971
10	CBT-EPF-11-E-DM	30000	300.00	IN301524/30040183
11	CENTRAL BANK OF INDIA	2500	25.00	IN300079/10000949
12	CMPFO ADMIN FUND-UTI AMC	1300	13.00	IN300167/10166235
13	CMPFO PROVIDENT FUND-SBI FMP	800	8.00	IN300167/10166202
14	CMPFO PROVIDENT FUND-UTI AMC	3500	35.00	IN300167/10166243
15	COAL MINES PROVIDENT FUND ORGANISATION	2000	20.00	IN300167/10166219
16	HDFC BANK LIMITED	35000	350.00	IN300126/10001816
17	HDFC Banking and PSU Debt Fund	15000	150.00	IN301348/20322442
18	HDFC ERGO GENERAL INSURANCE COMPANY LIMITED	10000	100.00	IN300167/10145293
19	ICICI BANK	2500	25.00	IN301348/20000065
20	ICICI SECURITIES PRIMARY DEALERSHIP LIMITED	5000	50.00	IN301348/20012574
21	Invesco India Corporate Bond Fund	2500	25.00	IN300167/10036727
22	KOTAK MAHINDRA BANK LTD	2500	25.00	IN302814/10025816
23	KOTAK MAHINDRA GENERAL INSURANCE COMPANY LIMITED	2500	25.00	IN301524/30041305
24	NIVA BUPA HEALTH INSURANCE COMPANY LIMITED	2000	20.00	IN301524/30047019
25	PNB GILTS LIMITED	7500	75.00	IN300708/10088248
26	PRP PROFESSIONAL EDGE ASSOCIATES PVT LTD	1500	15.00	IN301516/10412105
27	SBI CAPITAL MARKETS LIMITED	15000	150.00	IN303786/10008277
28	TIPSONS FINANCIAL SERVICES PVT LTD	2500	25.00	IN301516/10397468
29	TJSB SAHAKARI BANK LTD	1500	15.00	IN303964/10002946
30	TRUST INVESTMENT ADVISORS PVT.LTD.	1000	10.00	IN301348/20031007
31	TSNPDCI PENSION & GRATUITY TRUST	500	5.00	IN300476/42949955
32	UTI - CCF - Saving Plan	2500	25.00	IN300812/10495214
33	UTI - Retirement Fund	2500	25.00	IN300812/10493623
34	UTI - Unit Linked Insurance Plan	2500	25.00	IN300812/10488845
35	UTI- Aggresssive Hybrid Fund	2500	25.00	IN300812/10491662
36	UTI BALANCED ADVANTAGE FUND	5000	50.00	IN300812/10507320
37	YES BANK LIMITED	2500	25.00	IN303270/10037180
Total		2,61,600	2,616.00	

Thanking You

For Indian Railway Finance Corporation Ltd.

(Rakhi Dua) 18/12/24
Additional General Manager (Finance)

V. Nishya



हम हिंदी में पत्राचार का स्वागत करते हैं