

## TRACK RECORD OF THE PUBLIC ISSUES MANAGED BY THE MERCHANT BANKER IN THE LAST 3 FINANCIAL YEARS

---

### DEWAN HOUSING FINANCE CORPORATION LIMITED

#### 1. Type of Issue

Public Issue by Dewan Housing Finance Corporation Limited (“Company” or the “Issuer”) of upto 10,00,00,000 Secured , Redeemable , Non Convertible Debentures (“NCDs”) of face value of Rs.1,000 each for for an amount of Rs. 2,000 crores (“Base Issue Size”) with an option to retain oversubscription up to Rs.8,000 crores aggregating up to Rs.10,000 crores (“Shelf Limit”) (“Tranche 1 Issue”) and is being offered by way of this Tranche 1 Prospectus containing, inter alia, the terms and conditions of this Tranche 1 Issue (“Tranche 1 Prospectus”), which should be read together with the Shelf Prospectus dated august 25, 2016 (“Shelf Prospectus”) filed with the Registrar of Companies, Maharashtra, Mumbai (“ROC”), Stock Exchanges and Securities and Exchange Board of India (“SEBI”). The Shelf Prospectus and this Tranche 1 Prospectus constitutes the Prospectus (“Prospectus”).

#### 2. Issue size (Rs crore)

Base Issue size of Rs 2,000 crores with an option to retain oversubscription up to Rs. 8,000 crores aggregating up to Rs.10,000 crores.

*\*The Company raised Rs. 10,000 crores in the Tranche 1 Issue.*

*Source: Minutes of the Meeting between the Company, Registrar to the Issue and Lead Managers to the Issue dated September 8, 2016*

### 3. Rating of instrument alongwith name of the rating agency

Particular	Rating Agency	Rating
(i) As disclosed in the offer document	Credit Analysis and Research Limited	'CARE AAA (Triple A)'
	Brickwork Ratings India Private Limited	BWR AAA (Pronounced as BWR Triple A) Outlook: Stable
(ii) At the end of 1 <sup>st</sup> FY ( March 31, 2017)#	Credit Analysis and Research Limited	CARE AAA (Stable)
	Brickwork Ratings India Private Limited	BWR AAA (Stable)
(iii) At the end of 2 <sup>nd</sup> FY ( March 31, 2018)*	Credit Analysis and Research Limited	CARE AAA (Stable)
	Brickwork Ratings India Private Limited	BWR AAA (Stable)
(iv) At the end of 3 <sup>rd</sup> FY ( March 31, 2019)*	--	--

#Source: Stock Exchange intimation dated May 3, 2017 and April 30, 2018

\* Rating not disclosed as reporting for the relevant fiscal years has not been completed

### 4. Whether the security created is adequate to ensure 100% asset cover for the debt securities : Yes

\* Source – Exchange intimation dated October 16, 2017

5. **Subscription level (number of times)\*** : The Issue was subscribed 6.3373 times of the Base Issue Size and 1.2675 times of the Tranche 1 Issue after considering the Cheque Returns and Technical Rejections.

\* Source – Minutes of the Meeting between the Company, Registrar to the Issue and Lead Managers to the Issue dated September 8, 2016.

**6. Financials of the issuer (as per the annual financial results submitted to stock exchanges under Clause 29 of the listing agreement or debt securities)**

<b>Consolidated</b>		<b>(Rs In Crores)</b>		
<b>Parameters</b>	<b>1st FY (March 31, 2017)#</b>	<b>2nd FY (March 31, 2018)#</b>	<b>3rd FY (March 31, 2019)*</b>	
<i>Income from operations</i>	9,615.64	10514.74	NA	
<i>Net Profit for the period</i>	2,806.30	1165.65	NA	
<i>Paid-up equity share capital</i>	313.15	313.66	NA	
<i>Reserves excluding revaluation reserves</i>	7,417.45	8246.18	NA	

#Source: Stock Exchange intimation dated May 3, 2017 and April 30, 2018

\*Financials not disclosed as reporting for the relevant fiscal years has not been completed

**7. Status of the debt securities (whether traded, delisted, suspended by any stock exchange, etc.)#**

<b>Particular</b>	
(i) At the end of 1st FY (March 31, 2017)	Traded
(ii) At the end of 2nd FY (March 31, 2018)	Traded
(iii) At the end of 3rd FY (March 31, 2019)*	NA

# NCDs are listed on BSE Limited and National Stock Exchange of India Limited w.e.f September 14, 2016

\* Trading status not disclosed as reporting for the relevant fiscal years has not been completed

**8. Change, if any, in directors of issuer from the disclosures in the offer document**

Particular	Name of Director	Date	Appointment / Resignation
(i) At the end of 1st FY (March 31, 2017)		NIL	
(ii) At the end of 2nd FY (March 31, 2018)*^	Dr. Rajiv Kumar	11/09/2017	Resignation
(iii) At the end of 3rd FY (March 31, 2019)*	NA	NA	NA

*^ However as on May 22, 2018, there are no changes in the Board of Directors*

*\* Changes in Directors not disclosed in the above table as reporting for the relevant fiscal years has not been completed.*

**9. Status of utilization of issue proceeds**

(i) As disclosed in the offer document	<p>The Net Proceeds raised through this Issue will be utilised for following activities in the ratio provided as below:-</p> <ol style="list-style-type: none"> <li>1. For the purpose of onward lending, financing, and for repayment of interest and principal of existing borrowings of the Company– At least 75%</li> <li>2. For General Corporate Purposes* – Maximum of upto 25%</li> </ol> <p><i>*The Net Proceeds will be first utilized towards the Objects mentioned above. The balance is proposed to be utilized for general corporate purposes, subject to such utilization not exceeding 25% of</i></p>
--	---

	<i>the amount raised in the Tranche 1 Issue, incompliance with the SEBI Debt Regulations.</i>
(ii) Actual utilization	The proceeds of the aforesaid issuances were utilized for the purpose for which they were raised, largely towards business purposes, pre-payment/repayment of high cost borrowings
(iii) Reasons for deviation, if any	NA

\* Source – Annual report for financial year 2016-17

**10. Delay or default in payment of interest/ principal amount (Yes/ No) (If yes, further details of the same may be given)**

(i)	Disclosures in the offer document on terms of issue	No
(ii)	Delay in payment from the due date	No
(iii)	Reasons for delay/ non-payment, if any	NA

\* Source : Stock Exchange intimation dated October 17, 2016, May 3, 2017, October 16, 2017 and April 30, 2018

**11. Any other material information**

<b>Announcement</b>	<b>Date</b>
Allotment of shares against warrants issued to a promoter entity, Wadhawan Global Capital Private Limited resulting in its shareholding increasing to 37.39% and shareholding of promoter group increased to 39.31%.	September 30, 2016

Source: Stock Exchange Filings

**All the above information is updated as on May 22, 2018 unless indicated otherwise.**