



HOUSING DEVELOPMENT FINANCE CORPORATION LIMITED
www.hdfc.com

BY E-MAIL

Ref. No. SE/ 2016-17/277

January 23, 2017

BSE Limited
P. J. Towers
Dalal Street
Mumbai 400001

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1
Bandra-Kurla Complex, Bandra (East)
Mumbai 400051

**Kind Attn: Sr. General Manager
DCS - Listing Department**

Kind Attn: Head - Listing

Dear Sirs,

Sub: Disclosure in terms of Regulation 50 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In accordance with Regulation 50 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed a term sheet dated January 19, 2017 for issue of secured redeemable non-convertible debentures under Series Q-016.

This is for your information and record.

Thanking you,

Yours faithfully,
For **Housing Development Finance Corporation Limited**


**Ajay Agarwal
Company Secretary**

encl : as above



HOUSING DEVELOPMENT FINANCE CORPORATION LIMITED

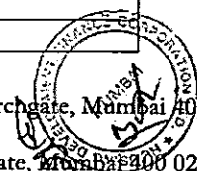
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Term Sheet (Series Q - 016 dated January 19, 2017)

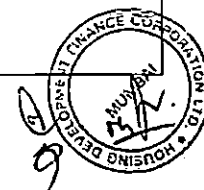
Security Name	7.49% HDFC, 25 th January, 2019
Issuer	Housing Development Finance Corporation Ltd ✓
Type of Instrument	Secured Redeemable Non-Convertible Debentures ✓
Nature of Instrument	Secured ✓
Seniority	Senior ✓
Mode of Issue	Private Placement ✓
Eligible Investors	Only the persons who are specifically addressed through a communication are eligible to apply for the Debentures. No other person can apply. ✓
Listing	BSE Limited and National Stock Exchange of India Limited. ✓
Rating	"CRISIL AAA" by CRISIL Ltd ✓ "ICRA AAA" by ICRA Ltd ✓
Issue Size (Rs.)	Rs. 2,000 crore ✓
Option to retain oversubscription (Rs.)	-- ✓
Objects of the Issue	The object of the issue is to augment the long-term resources of the Corporation. The proceeds of the present issue would be utilized for financing / refinancing the housing finance business requirements of the Corporation. ✓
Details of the utilization of the proceeds	The proceeds would be utilized for meeting the Object of the Issue ✓
Coupon Rate	7.49% p.a. ✓ (effective 7.24% p.a. monthly)
Step Up / Step Down Coupon Rate	Not applicable ✓
Coupon Payment Frequency	Annual ✓
Coupon Payment dates	January 25 th every year upto Redemption Date
Coupon Type	Fixed ✓
Coupon Reset	Not applicable ✓
Day Count Basis	Actual / Actual ✓
Interest on Application Money	Not applicable ✓
Default Interest Rate	Refer Additional Covenants ✓
Tenor	2 years ✓
Redemption Date	January 25, 2019 ✓
Redemption Amount	Rs.1,00,00,000/- each ✓
Redemption Premium	Not applicable ✓
Issue Price	Rs.1,00,00,000/- each ✓
Discount at which security is issued and the effective yield as a result of such discount	Not applicable ✓
Put Option Date	Not applicable ✓
Put Option Price	Not applicable ✓
Call Option Date	Not applicable ✓
Call Option Price	Not applicable ✓
Put Notification Time	Not applicable ✓
Call Notification Time	Not applicable ✓
Face Value	Rs.1 crore each ✓
Minimum Subscription	One Debentures of Rs. 1 crore each and in multiple of One Debenture thereafter ✓
Issue Opening Date	January 25, 2017 ✓
Issue Closing Date	January 25, 2017 ✓
Pay-in Date	January 25, 2017 ✓

Corporate Office: HDFC House, H T Parekh Marg, 165-166, Backbay Reclamation, Churchgate, Mumbai 400 020.
Tel: 66316000, 22820282. Fax: 022-22046834, 22046758.

Regd. Office: Ramon House, H T Parekh Marg, 169, Backbay Reclamation, Churchgate, Mumbai 400 020. INDIA.
Corporate Identity Number: L70100MH1977PLC019916



Deemed Date of Allotment	January 25, 2017 ✓
Issuance Mode	Dematerialised mode only ✓
Trading Mode	Dematerialised mode only ✓
Settlement Mode	RTGS/NEFT/Fund Transfer ✓
Depositories	NSDL/CDSL ✓
Business Day Convention	Refer "Effect on Holidays" in the Shelf Disclosure Document ✓
Record Date	The record date will be 15 days prior to each interest payment / principal repayment date ✓
Security	<p>The Debentures under this Shelf Disclosure Document are secured by executing Debenture Trust Deed(DTD) creating mortgage on Property identified in DTD and negative lien on the Assets of the Company except to the extent of charge created in favour of its depositors pursuant to the regulatory requirement under section 29B of the National Housing Bank Act, 1987. The Company shall not transfer, sell or dispose of or create any charge, encumbrance or any other security interests, on any of its assets as disclosed in Original Financial Statement to an extent required to maintain the asset coverage as required for the Debentures under the Disclosure Documents ("Assets"). The Assets would be exclusively earmarked for the payments required to be made to the Trustees for the benefit of the Debenture Holders under the Debentures and the Trustees shall have a legal claim and interest (contractual or equitable) on the Assets, ranking paripassu with such similar rights created by the Company in favour of its other lenders and such claim and interest of the Trustees would be exercisable through the Power of Attorney issued to the Trustees. Provided that the Company shall be entitled from time to time to make further issue of debentures or any other instruments to the public and/or private, and/or any other person(s) and to raise further loans, advances or such other facilities from Banks, Financial Institutions and /or any other person(s) on the security or assets without the consent of or intimation to Trustee. Provided further that the Company shall be entitled to assign or securitize in any manner whatsoever, create security for deposits and others and create any charge on its Assets under any law, regulations or guidelines , rules or directions, etc. issued by any authority and be free to dispose of, sell or transfer or part with any of capital or fixed or other assets in ordinary course of business without requiring any consent from Trustee ✓</p>
Transaction Documents	Term Sheet ✓ Rating Letter ✓ Rating Rationale ✓ Trustee Consent ✓ Application Form ✓



Other Terms (if any)	None ✓
Conditions Precedent to Disbursement	None ✓
Conditions Subsequent to Disbursement	None ✓
Events of Default	As per Debenture Trust Deed ✓
Provisions related to Cross Default Clause	-- ✓
Role and Responsibilities of Debenture Trustee	As per Debenture Trust Deed ✓
Governing Law and Jurisdiction	Refer "Governing Law" in the Shelf Disclosure Document
Arrangers to the Issue (if any)	Axis Bank Limited ✓

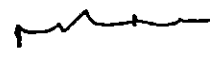
The Corporation reserves the right to change the series timetable

Cash flows in respect of Debenture of face value Rs.1 crore for the Series Q - 016

Cash Flows	Date	No. of days in Coupon Period	Amount (in Rupees)
1 st Coupon ✓	Thursday ✓ January 25, 2018 ✓	365 ✓	7,49,000 ✓
2 nd Coupon ✓	Friday ✓ January 25, 2019 ✓	365 ✓	7,49,000 ✓
Principal ✓	Friday ✓ January 25, 2019 ✓		1,00,00,000 ✓
Total			1,14,98,000 ✓

The above table is illustrative and indicative. The actual dates and maturity amount will be in accordance to and in compliance with the provisions of SEBI circular CIR/IMD/DF/18/2013 dated October 29, 2013 giving effect to actual holidays and dates of maturity which qualifies the SEBI requirement.

For Housing Development Finance Corporation Ltd.

V. Srinivas Rao ✓

 Authorised Signatories
