

POWER FINANCE CORPORATION LIMITED (PFC)
Public Issue of Tax Free Secured Redeemable Non Convertible Bonds

What is the Issue Size	Tranche –I Rs 750 crores with an option to retain oversubscription upto the Rs 3875.90 crores. (“Tranche- I Issue”).
Credit Rating for the Bonds	“[ICRA] AAA” by ICRA, “CRISIL AAA/ Stable” by CRISIL, “CARE AAA” by CARE
Security	The security for the Bonds proposed to be issued, being a charge on the book debts of the Company by a first/pari passu charge, and/ or any other security, pursuant to the terms of the Debenture Trust Deed, Provided that a minimum security cover of 1 (one) times is maintained
<i>What is the face value of these Bonds?</i>	Rs. 1,000/- (1 NCD)
<i>What is the frequency of interest payment?</i>	Annually
Interest Payment Date	The date, being the day falling one year from the Deemed Date of Allotment (for all Series of Bonds) in case of the first interest payment, and the same date, each year till the date of redemption for subsequent interest payments
Put or call option	There is no put/ call option
Record Date	15 (fifteen) days prior to the relevant interest payment date, relevant Redemption Date for Bonds issued under this Prospectus Tranche – I. In the event the Record Date falls on a Saturday, Sunday or a public holiday in New Delhi or any other payment centre notified in terms of the Negotiable Instruments Act, 1881, the succeeding Business Day will be considered as the Record Date.
<i>What is the minimum application amount</i>	5 Bonds (Rs. 5000) across all Series of Bonds.
<i>Is there any reservation for Retail investor investing in this issue?</i>	40% of the Overall Issue Size is reserved for Individual Investor
<i>Can applicant apply in physical mode?</i>	Applications for Allotment in physical form can be made only by using non-ASBA Applications and Applicants are not permitted to make Applications for Allotment in physical form using ASBA Applications and Direct Online Applications
<i>Who is not eligible to invest in the issue</i>	<ul style="list-style-type: none"> • Minors without a guardian name (A guardian may apply on behalf of a minor. However, the name of the guardian will need to be mentioned on the Application Form); • Foreign nationals, other than QFIs and except as may be permissible under CBDT Notification or under applicable law including but not limited to regulations, circulars, guidelines etc. stipulated by RBI and/or SEBI; • Non-Resident Indians/FIIs/QFIs who are (i) based in the USA, and/or, (ii) domiciled in the USA, and/or, • residents/citizens of the USA, and/or, (iv) subject to any taxation laws of the USA; • Overseas Corporate Bodies;

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	<ul style="list-style-type: none"> • Venture Capital Funds; • Foreign Venture Capital Funds; • Persons ineligible to contract under applicable statutory/ regulatory requirements; and • Any category of investor other than the Investors mentioned under Categories I, II, III and IV.
<i>Can the application be made on joint names?</i>	Applications can be in single or joint names (not exceeding three names). If the Application is submitted in joint names the Application Form may contain only the name of the first Applicant whose name should also appear as first holder of the depository account held in joint names
<i>Listing</i>	<i>These NCDs are proposed to be listed on the BSE Limited ("BSE")</i>
<i>Market / Trading Lot</i>	1 (One) Bond.
<i>Interest on application money on allotted amount?</i>	The company shall pay interest on Application Amounts on the amount Allotted, subject to deduction of income tax under the provisions of the Income Tax Act, as applicable, to any Applicants to whom Bonds are allotted (except for ASBA Applicants) pursuant to the Issue from the date of realization of the cheque(s)/demand draft(s) upto one day prior to the Deemed Date of Allotment, at the rate of 8.18% p.a., 8.54% p.a. and 8.67% p.a. on Tranche I Series 1A, Tranche I Series 2A and Tranche I Series 3A respectively for Allottees under Category I, Category II and Category III Portion, and at the rate of 8.43% p.a., 8.79% p.a. and 8.92% p.a. on Tranche I Series 1B, Tranche I Series 2B and Tranche I Series 3B respectively for Allottees under Category IV Portion.
<i>Interest on Application Monies received which are liable to be refunded</i>	Interest on application money which is liable to be refunded to the Applicants (except ASBA Applicants) in accordance with the SEBI Debt Regulations, or other applicable statutory and/or regulatory requirements, subject to deduction of income tax under the Income Tax Act, as applicable, from the date of realization of the application money through cheque(s)/demand draft(s)/ any other mode or three days from the date of upload receipt of the Application (being the date of the Application on the electronic platform of the Stock Exchanges), whichever is later up to one day prior to the Deemed Date of Allotment, at the rate of 5% per annum. Such interest shall be paid along with the monies liable to be refunded.
<i>Tenor of these bonds</i>	<p>10 Years – Series I</p> <p>15 Years- Series II</p> <p>20 Years- Series III</p>
<i>Basis of Allotment</i>	<p>Institutions-15% of the Overall Issue Size</p> <p>Corporates- 20% of the Overall Issue Size</p> <p>HNI Portion- 25% of the Overall Issue Size</p> <p>Retail Portion- 40% of overall Issue Size</p>
<i>Can an applicant trade the bonds in the market?</i>	<i>Yes. The Bonds will be listed on BSE. The trading of the Bonds shall be in dematerialised form only.</i>
<i>Can an applicant make additional / multiple applications?</i>	<i>An Applicant can make one or more Applications for the Bonds for the same or other Series of Bonds, subject to a minimum application size of Rs. 5,000 (5 Bonds) and in multiples of Rs. 1000/- (1 Bond)</i>

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Who can Apply	<p>Category I* ("Institutions"):</p> <ul style="list-style-type: none">• Qualified Institutional Buyers as defined in SEBI (Issue of Capital and Disclosure Requirements) Regulation, 2009 as amended including:• Foreign Institutional Investors and sub-accounts (other than a sub account which is a foreign corporate or foreign individual) registered with SEBI including Sovereign Wealth Funds, Pension and Gratuity Funds registered with SEBI as FIIs;• Public Financial Institutions, scheduled commercial banks,• multilateral and bilateral development financial institutions, state industrial development corporations, which are authorised to invest in the Bonds;• Provident funds and pension funds with minimum corpus of Rs. 25 crores, which are authorised to invest in the Bonds;• Insurance companies registered with the IRDA;• National Investment Fund set up by resolution no. F. No. 2/3/2005- DDII dated November 23, 2005 of the Government of India published in the Gazette of India;• Insurance funds set up and managed by the army, navy or air force of the Union of India or set up and managed by the Department of Posts, India;• Mutual funds registered with SEBI; and• Alternative Investment Funds, subject to investment conditions applicable to them under the Securities and Exchange Board of India (Alternative Investment Funds) Regulations, 2012. <p>Category II* ("Corporates"):</p> <ul style="list-style-type: none">• Companies within the meaning of clause 20 section 2 of the Companies Act, 2013;• Statutory bodies/corporations;• Cooperative banks;• Trusts including Public/ private/ charitable/religious trusts;• Limited liability partnership;• Regional rural banks;• Partnership firms;• QFIs not being an individual;
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- Association of Persons;
- Societies registered under the applicable law in India and authorized to invest in Bonds; and
- Any other legal entities authorised to invest in the Bonds, subject to compliance with the relevant regulations applicable to such entities.

Category III ("HNIs"):

- The following investors applying for an amount aggregating to above Rs. 10 lakhs across all Series of Bonds in each Tranche Issue:
- Resident Indian individuals;
- Hindu Undivided Families through the Karta;
- Non Resident Indians on repatriation as well as non-repatriation basis; and
- QFIs being an individual.

Category IV ("RIIs"):

The following Investors applying for an amount aggregating upto and including Rs. 10 lakhs across all Series of Bonds in this Tranche – I Issue:

- Resident Indian individuals;
- Hindu Undivided Families through the Karta;
- Non Resident Indians on repatriation as well as non-repatriation basis; and
- QFIs being an individual.