

**Name of the issue: Public Issue of Secured Redeemable Non-convertible Debentures by
Shriram Transport Finance Company Limited (FY 2014)**

Last Updated: April 30, 2016

1 Type of issue

Public Issue by Shriram Transport Finance Company Limited, ("Company" or "Issuer") of Secured Redeemable Non-Convertible Debentures of face value of Rs.1,000 each, ("NCDs"), aggregating upto Rs.375 crores with an option to retain over-subscription upto Rs.375 crores for issuance of additional NCDs aggregating to a total of upto Rs.750 crores, hereinafter referred to as the "Issue"

2 Issue size (Rs. in crore)

Base Issue Size: Rs. 375 crores, Issue Size (including option of retaining oversubscription): upto Rs.750 crores

3 Rating of instrument alongwith name of the rating agency

(i) as disclosed in the offer document

Name	Grade
Credit Analysis and Research Limited	CARE AA+
Crisil	CRISIL AA/ Stable

(ii) at the end of March 31, 2014

Name	Grade
Credit Analysis and Research Limited	CARE AA+
Crisil	CRISIL AA/ Stable

(iii) at the end of March 31, 2015

Name	Grade
Credit Analysis and Research Limited	CARE AA+
Crisil	CRISIL AA/ Stable

(iv) at the end of March 31, 2016

Name	Grade
Credit Analysis and Research Limited	CARE AA+
Crisil	CRISIL AA+/ Stable

Source: Prospectus dated July 5, 2013 and subsequent stock exchange filings

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

Yes

(Source: Auditors' report dated April 30, 2015)

5 Subscription level (number of times)

1.99x of the Base Issue size and 0.99x of Total Issue Size ⁽¹⁾

⁽¹⁾ *After cheque returns but prior to technical rejections*

Source: Final Basis of Allotment dated July 31, 2013

6 Financials of the issuer

(Rs. in crores)

Parameters	FY 2014	FY 2015	FY 2016
Income from operations	8,476.00	9,176.99	10,307.63
Net Profit for the period	1,357.94	1,028.44	1,183.62
Paid-up equity share capital	226.91	226.91	226.91
Reserves excluding revaluation reserves	8,283.27	9,038.91	9,948.58

7 Status of the debt securities

Particular	
(i) at the end of March 31, 2014 ⁽¹⁾	Listed on NSE & BSE
(ii) at the end of March 31, 2015	Listed on NSE & BSE
(iii) at the end of March 31, 2016	Listed on NSE & BSE

⁽¹⁾ NCDs listed on August 7, 2013

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

(i) During the year end March 31, 2014

Name of Director	Appointment/Resignation
Ranvir Dewan	Resigned

(ii) During the year end March 31, 2015

Name of Director	Appointment/Resignation
Gerrit Van Heerde	Appointment
S. Sridhar	Appointment
Arun Duggal	Resignation
Amitabh Chaudhry	Appointment
S. Lakshminarayanan	Appointment
Kishori Udeshi	Appointment

(iii) During the year end March 31, 2016

Name of Director	Appointment/Resignation
D.V.Ravi	Appointment

9 Status of utilization of issue proceeds

(i) as disclosed in the offer document	The funds raised through this Issue, after meeting the expenditures of and related to the Issue, will be used for various financing activities including lending and investments, subject to the restrictions contained in the Foreign Exchange Management (Borrowing and Lending in Rupee) Regulations, 2000, and other applicable statutory and/or regulatory requirements, to repay the existing loans and the business operations including for the capital expenditure and working capital requirements
(ii) Actual utilization	The Company has utilised the entire sum of Rs. 73,589.04 lacs raised from public issue (net off expenses) towards asset financing activities as per the objects stated in the prospectus for the issue.
(iii) Reasons for deviation, if any	NA

Source: Prospectus dated July 5, 2013, Annual Report 2014

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	N.A.
(iii) Reasons for delay/ non-payment, if any	N.A.

11 Any other material information

Details	Date
Shriram Transport Finance Company Ltd has informed BSE that the Board of Directors of the Company at its meeting held on April 29, 2014, inter alia, has:	
1. Recommended a final dividend of Rs. 4/- per share of Rs. 10/-each (i.e. 40%) for the year ended March 31, 2014. This is in addition to the Interim Dividend of Rs. 3/- per equity share (i.e. 30%) already paid on November 25, 2013. With this, the total dividend for the year 2013-14 is Rs. 7/- per share (70%).	29-Apr-14
2. The Board of Directors has appointed Mr. Gerrit Van Heerde, Director & Chief Financial Officer of Sanlam Emerging Markets (Pty) Ltd. as an additional Director of the Company in the Non-Executive Director capacity. His appointment shall be effective on the date Mr. Gerrit receives his Director Identification Number (DIN) from the Ministry of Corporate Affairs.	
With reference to the Public Issue by Shriram Transport Financial Company Limited ("Company" or "Issuer") of 3,00,00,000 Secured Redeemable Non-Convertible Debentures of face value of Rs. 1000 each, ("NCDs"), for an amount aggregating upto Rs. 3,00,000 lacs ("Shelf Limit"), ("Issue"). The NCDs will be issued in one or more tranches (each being a "Tranche Issue") subject to the Shelf Limit Tranche-I Issue is of NCDs aggregating upto Rs. 50,000 lacs ("Base Issue Size") with an option to retain oversubscription upto Rs. 3,00,000 lacs, ("Tranche-I issue"), Shriram Transport Finance Company Ltd has now informed BSE that the subscription list for the Tranche-I Issue opened on July 02, 2014 in terms of the Tranche-I Prospectus dated June 24, 2014 (the "Tranche-I Prospectus"). The Company has received full subscription of the Base Issue Size of Rs. 50,000 lacs. Accordingly, in terms of the Tranche-I Prospectus, the duly authorized Committee of the Directors of the Company in its meeting held on July 03, 2014 has passed a resolution approving the early closure of the Tranche-I on July 04, 2014.	3-Jul-14

Shriram Transport Finance Company Ltd has informed BSE that the Board of Directors of the Company at its meeting held on October 20, 2014, inter-alia, has :	
1. Declared an interim dividend of 40% i.e. Rs. 4/- per equity share of the face value of Rs. 10/- each fully paid up. The dividend payout will be on November 10, 2014.	21-Oct-14
2. Appointed Mr.S.Sridhar as an Additional Director of the Company effect from October 20, 2014 in the category of Non-Executive Independent Director.	
Shriram Transport Finance Company Ltd has informed BSE that Mr. Arun Duggal, Non Executive and Non Independent Director and Chairman of the Company has decided to resign from the Board of Directors of the Company with effect from November 15, 2014. The Company have proposed a Circular Resolution to the Board of Directors in this regard.	17-Nov-14
Shriram Transport Finance Company Ltd has informed BSE that Mr. Amitabh Chaudhry, Mr. S. Lakshminarayanan and Mrs. Kishori Udeshi have been appointed as Independent Directors through Postal Ballot.	30-Mar-15
Shriram Transport Finance Company Ltd has informed BSE that the Board of Directors of the Company at its meeting held on June 18, 2015 has appointed Mr.D.V.Ravi as Additional Director pursuant to the Article 21 of Articles of Association of the Company and Section 161 of Companies Act, 2013 in the category of Non-Executive Non-Independent Director with effect from June 18, 2015.	18-Jun-15
Shriram Transport Finance Company Ltd has informed BSE that the Board of Directors of the Company at its meeting held on June 26, 2015, has approved the draft Scheme of Amalgamation ('Scheme') under section 391 to 394 of the Companies Act, 1956 and other applicable provisions of the Companies Act, 2013 of Shriram Equipment Finance Company Limited (SEFCL) with Shriram Transport Finance Company Limited, subject to approval by the High Court, Shareholders, Creditors and other relevant regulatory authorities as may be necessary.	26-Jun-15
As per the Scheme, SEFCL a wholly owned subsidiary of the Company will be amalgamated with Shriram Transport Finance Company Limited. No consideration will be discharged by the Company since SEFCL is the wholly owned subsidiary of the Company.	
Shriram Transport Finance Company Ltd has informed BSE regarding "Revision in Rating".	1-Jul-15
Shriram Transport Finance Company Ltd has informed BSE that the Banking and Finance Committee of the Company in its meeting held on March 15, 2016, approved and allotted 100 Secured Redeemable Non-Convertible Debentures (NCDs) of face value of Rs. 10,00,000/- (Rs. Ten Lakh only) each, aggregating to Rs. 10 crore on private placement basis.	15-Mar-16
Shriram Transport Finance Company Ltd has informed BSE regarding "Ratings by Standard & Poor's". Shriram Transport Finance Company Ltd has informed BSE regarding "Ratings by Fitch".	17-Mar-16
Shriram Transport Finance Company Ltd has informed BSE that the Banking and Finance Committee of the Company in its meeting held March 21, 2016, approved and allotted 2500 Secured Redeemable Non-Convertible Debentures(NCDs) of face value of Rs. 10,00,000/- (Rs. Ten Lakh only) each, aggregating to Rs. 250 crore on private placement basis.	21-Mar-16

Shriram Transport Finance Company Ltd has informed BSE that the Banking and Finance Committee of the Company in its meeting held on March 29, 2016 approved and allotted 2200 Secured Redeemable Non-Convertible Debentures(NCDs) of face value of Rs. 10,00,000/- (Rs. Ten Lakh only) each, aggregating to Rs. 220 crore on private placement basis. 29-Mar-16

Shriram Transport Finance Company Ltd has informed BSE that the Hon'ble High Court of judicature at Madras, pursuant to the court hearing on March 31, 2016, has sanctioned the Scheme of Amalgamation for the merger of Shriram Equipment Finance Company Limited with Company and is expected to issue the final certified copy of order shortly. Upon receipt of the certified copy of the Order, the Company will file the same with the Registrar of Companies within the prescribed time limit to achieve the effectiveness of the Scheme of Amalgamation. 31-Mar-16

Shriram Transport Finance Company Ltd has informed BSE that the Banking and Finance Committee of the Company in its meeting held on April 13, 2016, approved and allotted 6950 Secured Redeemable Non-Convertible Debentures(NCDs) of face value of Rs. 10,00,000/- (Rs. Ten Lakh only) each, aggregating to Rs. 695 crore on private placement basis. 13-Apr-16

Shriram Transport Finance Company Ltd has informed BSE that the Banking and Finance Committee of the Company in its meeting held on April 22, 2016 approved and allotted 260 Secured Redeemable Non-Convertible Debentures(NCDs) of face value of Rs. 10,00,000/- (Rs. Ten Lakh only) each, aggregating to Rs. 26 crore on private placement basis 22-Apr-16

Shriram Transport Finance Company Ltd has informed BSE that the Banking and Finance Committee of the Company in its meeting held on April 29, 2016 approved and allotted 150 Secured Redeemable Non-Convertible Debentures (NCDs) of face value of Rs. 10,00,000/- (Rs. Ten Lakh only) each, aggregating to Rs. 15 crore on private placement basis. 29-Apr-16