

**Sub: Buyback of IIFCL Long Term Infrastructure Bonds 2010 – 11 Tranche I,
Series 3 (ISIN INE787H07032) & Series 4 (ISIN INE787H07040)**

- IIFCL had issued the captioned bonds (in 4 Series), in 2010-11, with face value of Rs. 1,000/- with benefits under section 80CCF of the Income Tax Act, with an option of buyback facility available to the Bondholders who had subscribed to Bonds on the terms and conditions specified in the Prospectus dt 01st Feb 2011. The bonds were allotted on 28th March.
- As per terms of issue regarding buyback of Series 3 and Series 4 bonds, as contained in section VI of the Prospectus, Buyback intimation period has been defined as the period beginning not more than nine months prior to the buyback date and ending not later than six months prior to the buyback date. Accordingly, the Buyback Intimation Period has started from 29th June 2017 and will end on 29th Sept 2017.
- Brief terms and conditions of the buyback facility are set out below:

Bond Series/Scheme (as per Prospectus dated 1 st Feb.2011)	Date of Buy Back	Series - 3 (Interest Frequency- Annually)	Series - 4 (Interest Frequency- cumulative)
IIFCL Long term Infrastructure Bonds 2010-11 Series 3 & 4	29 th March 2018	Rs. 1,000/- per bond and accrued interest calculated from last interest payment date to the buyback date.	Rs. 1,747/-per bond

- It is to notify to all the holders of Series 3 & 4 of the captioned bond that LETTER OF OFFER FOR BUY-BACK OF IIFCL LONG TERM INFRASTRUCTURE BONDS Tranche I (Series 3 & 4), dt 17th July 2017, will be sent separately through Registrar and Transfer Agent, M/s Karvy Computershare Private Limited, to the bondholders of Series 3 and Series 4, who held the bonds as on 30th June 2017.
- Kindly note that in case bondholders wish to utilize the buyback facility, then the duly filled intimation advice on the reverse side of LETTER OF OFFER FOR BUY-BACK is to be sent to Registrar of the issue, at the address: M/s Karvy Computershare Private Limited. Unit: IIFCL Long Term Infrastructure Bonds Buyback Offer Tranche-I Series 3 & Series 4, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad-500032 super scribing the envelope “IIFCL Long Term Infrastructure Bonds – Buyback offer Tranche- I Series – 3 and / Series – 4.

6. Surrender of original bond certificate:-

For holders of physical bond certificate, please note that buyback amount shall be paid ONLY upon surrender of original bond certificate duly discharged (signed on the reverse of the consolidated bond certificate) by the sole holder or all the joint holders by registered post with acknowledgement due or by delivery to the registrar on the above mentioned address, **30 working days prior to the buyback date.**

However, if you are holding bonds in demat form, the requirement of surrendering of bond certificate will not be applicable.

Further to the above, it is to also inform that in case the bondholder does not receive the LETTER OF OFFER FOR BUY-BACK OF IIFCL LONG TERM INFRASTRUCTURE BONDS Tranche I (Series 3 & 4), the same is provided along with the notice. The duly filled in form may be sent to the Registrar at the above mentioned address.

Please note that the reply must reach on or before 29th Sept 2017, 5:30 p.m. Buyback request letters/requests received after 5:30 pm on 29th Sept 2017 due to any reason will not be entertained and neither Company nor Registrar will be held responsible for the same.

In case of any query, investor may contact at 011- 23450231, 23730270, 23708263 or email to infrabondsbuyback2010-11@iifcl.org.

INDIA INFRASTRUCTURE FINANCE COMPANY LIMITED

(A Government of India Undertaking)

Regd. office and Corp office:-8TH Floors, Hindustan Times House, 18 & 20 Kasturba Gandhi Marg, New Delhi - 110001CIN: U67190DL2006GOI144520, E-mail- infrabondsbuyback2010-11@iifcl.org, website- www.iifcl.org

Phone- 011-23450231, 23708263, 23730270, Fax- 011-23766256, 23730251

Date: 17-07-2017

Dear Bond Holder(s),

LETTER OF OFFER FOR BUY-BACK OF IIFCL LONG TERM INFRASTRUCTURE BONDS

Tranche I-Series 3 and Series 4 Bonds

THE BUY BACK OFFER- Offer of Buy Back Facility to the Bondholders of Long Term Infrastructure Bonds Issued by IIFCL of Face Value of Rs1000/- each in the nature of secured, redeemable, non-convertible debentures having benefits under Section 80CCF of the Income Tax Act, 1961 for the Financial Year 2010-11 pursuant to Terms of Issue referred in Section VI of the prospectus-Tranche I dated 01.02.2011 (hereinafter referred to as "**the Prospectus**")

This is with reference to the buyback facility available to the Bondholders who had subscribed to Series 3 and Series 4 Bonds on the terms and conditions specified in the Prospectus. Brief terms and conditions of the buyback facility are set out below:

Bond Series/Scheme (as per Prospectus dated 1.02.2011)	Date of Buy Back	Series - 3 (Interest Frequency-Annually)	Series - 4 (Interest Frequency-cumulative)
IIFCL Long term Infrastructure Bonds 2010- 11 Series 3 & 4	29.03.2018	Rs1, 000/- per bond and accrued interest calculated from last interest payment date to the buyback date.	Rs1,747/-per bond

Please note your investment in IIFCL LONG TERM INFRASTRUCTURE BONDS is as below:

Folio No. /DP ID / Client ID	Series	No. of Bonds Invested	Holding in DEMAT/Physical Form

- a) **Buyback intimation period has been defined as** the period beginning not more than nine months prior to the buyback date and ending not later than six months prior to the buyback date, accordingly, the **Buyback intimation period will end on 29.09.2017**. Kindly note that in case bondholders wish to utilize the buyback facility, then a duly filled intimation advice on the reverse side of this letter is to be sent to Registrar of the issue **M/s Karvy Computershare Private Limited. Unit: IIFCL Long Term Infrastructure Bonds Buyback Offer Tranche-I Series 3 & Series 4, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad- 500032** super scribing the envelope "**IIFCL Long Term Infrastructure Bonds – Buyback offer Tranche- I Series – 3 and / Series – 4**."

Please note that the reply must reach on or before 29.09.2017, 5:30 p.m. Buyback request letters/requests received after 5:30 pm on 29.09.2017 due to any reason will not be entertained and neither Company nor Registrar will be held responsible for the same.

- b) **Surrender of original bond certificate:-**
If you are holding the bonds in physical form, **please note that buyback amount shall be paid ONLY upon surrender of original bond certificate duly discharged (signed on the reverse of the consolidated bond certificate) by the sole holder or all the joint holders by registered post with acknowledgement due or by delivery to the registrar M/s Karvy Computershare Private Limited, Unit: IIFCL Long Term Infrastructure Bonds Buyback Offer Tranche-I Series 3 & Series 4, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad- 500032, 30 working days prior to the buyback date.**
However, if you are holding bonds in demat form, the requirement of surrendering of bond certificate will not be applicable. However, reply to the buyback intimation letter must reach within the stipulated time.

- c) In case of any query, investor may contact at the phone numbers given above.

Thanking You,

Yours faithfully,

For India Infrastructure Finance Company Limited



Authorized Signatory

P.T.O.

INTIMATION ADVICE REGARDING THE BUYBACK FACILITY OFFERED BY THE COMPANY

To,
 M/s Karvy Computershare Private Limited,
 Unit: IIFCL Long Term Infrastructure Bonds Tranche-I (Series 3 & Series 4),
 Karvy Selenium Tower B, Plot 31-32,
 Gachibowli, Financial District,
 Nanakramguda, Hyderabad- 500032
 Andhra Pradesh, India

LAST DATE FOR RECEIPT BY KARVY COMPUTERSHARE PVT LTD 29th SEPTEMBER, 2017, 5:30 PM
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Contact Information:-
 E-Mail ID-infrabondsbuyback2010-11@iifcl.org
 Phone No- +91 040-67162222

Dear Sir / Madam (s),

Subject :- Public issue of India Infrastructure Finance Company Limited (“Company” or “Issuer”) of ‘Long Term Infrastructure Bonds’ of face value of Rs1,000 each, In the nature of Secured, Redeemable, Non-convertible Debentures, having benefit Under Section 80CCF of the Income Tax Act, 1961, as amended, (“Bonds”), Up To Rs1,200 Crores (“Issue”)

I/We hold the Bonds of the Company and would like to indicate my/our preference regarding the buyback facility as detailed below:-

(a) In case of the **Bonds held in physical mode** (please specify Not Applicable if the Bonds are held in dematerialized form –

S. No.	Particulars	Series 3	Series 4
1.	Registered Folio No.		
2.	No. of Bonds Held		
3.	Certificate No.		
4.	Distinctive nos. of the Bonds Held	Form : To :	Form : To :
5.	Whether I/We would like to avail the buyback facility offered by the Company (tick the appropriate box) If yes, please attach original bonds (duly discharged)	<input type="checkbox"/> <input type="checkbox"/> Yes <input type="checkbox"/> <input type="checkbox"/> No	<input type="checkbox"/> <input type="checkbox"/> Yes <input type="checkbox"/> <input type="checkbox"/> No

(b) In case of the **Bonds held in dematerialized mode** (Please specify Not Applicable if the Bonds are held in physical form)

S. No.	Particulars	Series 3	Series 4
1.	Beneficiary Demat Account No.		
2.	No. of Bonds held		
3.	Whether I/We would like to avail the buyback facility offered by the Company (tick the appropriate box)	<input type="checkbox"/> <input type="checkbox"/> Yes <input type="checkbox"/> <input type="checkbox"/> No	<input type="checkbox"/> <input type="checkbox"/> Yes <input type="checkbox"/> <input type="checkbox"/> No

In accordance with Clause 11.2 of the terms and conditions of the Bonds, we exercise the option regarding buyback as indicated above.

	Sole/First Bondholder	Second Bondholder	Third Bondholder
Signature (as per specimen recorded with the Company)			
Name of the Bondholder			

Note: - 1) For direct credit of amount on the payment date, it is advised that a cancelled cheque may be submitted along with this intimation advice. This will help in avoiding any delay of credit to investor (Not required for bondholders holding bonds in demat form). The bondholders holding in bonds in demat form may update Bank mandates with their Depository Participant, if required.

2) TDS will be deducted as per the provisions of Income Tax Act, 1961. Bondholders are required to submit form 15G or 15H for non-deduction of TDS. If the bonds are held in demat form, no TDS will be deducted.

3) **Buyback request letters/requests received after 5:30 pm on 29.09.2017** due to any reason will not be entertained for the buyback and neither Company nor Registrar will be held responsible for the same.

For any further updates/information kindly visit www.iifcl.org