

## IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RHP

This is an abridged prospectus containing salient features of the Red Herring Prospectus dated April 25, 2017 ("RHP").

You are encouraged to read greater details available in the RHP.

**THIS ABRIDGED PROSPECTUS CONTAINS 10 PAGES. PLEASE ENSURE THAT YOU HAVE RECEIVED ALL THE PAGES.**

Please ensure that you have read the RHP, the general instructions contained in this Abridged Prospectus and the General Information Document for investing in public issues undertaking through the book building process ("GID") before applying in the Offer (as defined below). You may obtain a physical copy of the ASBA Form and the RHP from the Stock Exchanges (as defined below), members of the Syndicate, Registered Brokers, Collecting Depository Participants ("CDPs"), Bankers to the Offer, Registrar and Share Transfer Agents ("RTAs"), Registrar to the Offer, Underwriters, Investors' Associations or Self Certified Syndicate Banks ("SCSBs"). You may also download the RHP from the websites of the Securities and Exchange Board of India ("SEBI") at [www.sebi.gov.in](http://www.sebi.gov.in), the BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") (together, "Stock Exchanges") where the Equity Shares are proposed to be listed at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) and book running lead managers ("BRLMs") at [www.idbicapital.com](http://www.idbicapital.com); [www.icicisecurities.com](http://www.icicisecurities.com); [www.nomuraholdings.com/company/group/asia/india/index.html](http://www.nomuraholdings.com/company/group/asia/india/index.html); and [www.sbicaps.com](http://www.sbicaps.com), respectively. All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the RHP. Bidders are advised to retain a copy of the RHP and Abridged Prospectus for future reference.



### HOUSING AND URBAN DEVELOPMENT CORPORATION LIMITED

Registered and Corporate Office: HUDCO Bhawan, India Habitat Centre, Lodhi Road, New Delhi 110 003, India

Contact Person: Harish Kumar Sharma, Company Secretary and Compliance Officer; Tel: +91 11 2464 6899; Fax: +91 11 2461 5534

E-mail: [cswhudco@hudco.org](mailto:cswhudco@hudco.org); Website: [www.hudco.org](http://www.hudco.org); Corporate Identity Number: U74899DL1970GOI005276

#### PROMOTER OF OUR COMPANY:

THE PRESIDENT OF INDIA, ACTING THROUGH THE MINISTRY OF HOUSING AND URBAN POVERTY ALLEVIATION, GOVERNMENT OF INDIA, THE MINISTRY OF RURAL DEVELOPMENT, GOVERNMENT OF INDIA AND THE MINISTRY OF URBAN DEVELOPMENT, GOVERNMENT OF INDIA.

#### OFFER DETAILS, LISTING AND PROCEDURE

INITIAL PUBLIC OFFERING OF 204,058,747 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH ("EQUITY SHARES") OF HOUSING AND URBAN DEVELOPMENT CORPORATION LIMITED (OUR "COMPANY" OR THE "ISSUER") THROUGH AN OFFER FOR SALE BY THE PRESIDENT OF INDIA, ACTING THROUGH THE MINISTRY OF HOUSING AND URBAN POVERTY ALLEVIATION, GOVERNMENT OF INDIA (THE "SELLING SHAREHOLDER"), FOR CASH AT A PRICE OF ₹ [●]\* PER EQUITY SHARE (THE "OFFER PRICE"), AGGREGATING TO ₹ [●] MILLION (THE "OFFER"). THE OFFER COMPRISES OF A NET OFFER OF 200,190,000 EQUITY SHARES AND AN EMPLOYEE RESERVATION PORTION OF UP TO 3,868,747 EQUITY SHARES. THE OFFER AND THE NET OFFER SHALL CONSTITUTE 10.19% AND 10%, RESPECTIVELY, OF THE POST-OFFER PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

THE FACE VALUE OF THE EQUITY SHARES IS ₹10 EACH. THE OFFER PRICE IS [●] TIMES THE FACE VALUE OF THE EQUITY SHARES. THE PRICE BAND, THE RETAIL DISCOUNT, EMPLOYEE DISCOUNT, AS APPLICABLE, AND THE MINIMUM BID LOT SIZE WILL BE DECIDED BY THE SELLING SHAREHOLDER AND OUR COMPANY IN CONSULTATION WITH THE BRLMs AND WILL BE ADVERTISED IN ALL EDITIONS OF THE ENGLISH DAILY NEWSPAPER FINANCIAL EXPRESS AND ALL EDITIONS OF THE HINDI DAILY NEWSPAPER JANSATTA (HINDI BEING THE REGIONAL LANGUAGE OF DELHI WHEREIN THE REGISTERED AND CORPORATE OFFICE OF OUR COMPANY IS LOCATED), EACH WITH WIDE CIRCULATION, AT LEAST FIVE WORKING DAYS PRIOR TO THE BID/ OFFER OPENING DATE AND SHALL BE MADE AVAILABLE TO THE BSE AND THE NSE FOR THE PURPOSE OF UPLOADING ON THEIR RESPECTIVE WEBSITES.

\*A discount of ₹ [●] on the Offer Price will be offered to Retail Individual Bidders Bidding in the Retail Portion ("Retail Discount") and to Eligible Employees Bidding in the Employee Reservation Portion ("Employee Discount"), respectively.

#### PROCEDURE:

If you wish to know about processes and procedures applicable to public issues, you may request for a copy of the GID from the BRLMs or download it from the websites of the Stock Exchanges at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) and the website of the BRLMs at [www.idbicapital.com](http://www.idbicapital.com); [www.icicisecurities.com](http://www.icicisecurities.com); [www.nomuraholdings.com/company/group/asia/india/index.html](http://www.nomuraholdings.com/company/group/asia/india/index.html); and [www.sbicaps.com](http://www.sbicaps.com).

#### ELIGIBILITY FOR THE OFFER- Regulation 26(1) of SEBI ICDR Regulations, 2009

Whether the Company is compulsorily required to allot at least 75% of the net offer to public, to QIBs - No

#### INDICATIVE TIMELINE\*

Bid/Offer Opening Date	May 8, 2017	Initiation of refunds (if any, for Anchor Investors)/ unblocking of funds from ASBA Accounts	On or about May 18, 2017
Bid/Offer Closing Date	May 11, 2017	Credit of Equity Shares to demat accounts of Allottees	On or about May 18, 2017
Finalisation of Basis of Allotment with the Designated Stock Exchange	On or about May 17, 2017	Commencement of trading of Equity Shares on the Stock Exchanges	March 19, 2017

\*Bids will not be accepted on May 10, 2017, being a public holiday.

#### GENERAL RISKS

Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in this Offer unless they can afford to take the risk of losing their entire investment. Investors are advised to read the risk factors carefully before taking an investment decision in this Offer. For taking an investment decision, investors must rely on their own examination of our Company and this Offer, including the risks involved. The Equity Shares have not been recommended or approved by the Securities and Exchange Board of India ("SEBI"), nor does SEBI guarantee the accuracy or adequacy of the contents of the RHP. Specific attention of the investors is invited to the section "Risk Factors" beginning on page 17 of the RHP and on page 7 of this Abridged Prospectus.

# IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RHP

## PRICE INFORMATION OF BRLMs<sup>§</sup>

Issue Name	Name of Merchant Banker	+/- % change in closing price, [+/- % change in closing benchmark <sup>^</sup> ]		
		30 <sup>th</sup> calendar days from listing	90 <sup>th</sup> calendar days from listing	180 <sup>th</sup> calendar days from listing <sup>#</sup>
MEP Infrastructure Developers Limited	IDBI Capital	-15.71% [+0.42%]	-8.57% [+5.51%]	-13.49% [-0.57%]
Advanced Enzyme Technologies Limited	ISEC	+56.24% [+1.25%]	+148.91% [-0.13%]	+101.14% [+0.05%]
RBL Bank Limited	ISEC	+27.07% [-2.22%]	+56.98% [-7.50%]	+107.91% [+1.26%]
ICICI Prudential Life Insurance Company Limited	ISEC/SBICAP	-7.60% [+0.54%]	-11.54% [-6.50%]	+12.31% [+5.28%]
HPL Electric & Power Limited	ISEC/SBICAP	-14.75% [-2.91%]	-51.19% [-6.72%]	-37.77% [+5.34%]
Sheela Foam Limited	ISEC	+30.23% [-0.31%]	+48.39% [+8.02%]	NA
Music Broadcast Limited	ISEC	+4.58% [-0.23%]	NA	NA
Avenue Supermarts Limited	ISEC/SBICAP	+145.08% [-0.20%]	NA	NA
Alkem Laboratories Limited	Nomura	+30.34%, [-7.49%]	+28.60% [-2.06%]	+31.91%, [4.74%]
BSE Limited	SBICAP/Nomura	+17.52% [+2.54%]	NA	NA
Laurus Labs Limited	SBICAP	+11.44% [+3.26%]	+23.29% [+12.61%]	NA
L&T Technology Services Limited	SBICAP	-2.11% [-1.39%]	-8.54% [-8.72%]	-9.09% [+2.25%]
Infibeam Incorporation Limited	SBICAP	+18.46% [-0.67%]	+61.30% [+7.88%]	+111.01% [+2.47%]
Precision Camshafts Limited	SBICAP	-15.02% [+1.95%]	-20.32% [+6.48%]	-21.61% [+17.92%]
Prabhat Dairy Limited	SBICAP	+11.78% [+3.57%]	+30.83% [-1.79%]	-5.48% [-4.67%]
Navkar Corporation Limited	SBICAP	+1.32% [+4.74%]	+26.12% [-1.50%]	+6.29% [-4.26%]

<sup>§</sup>Source: [www.nseindia.com](http://www.nseindia.com)

<sup>#</sup>Since 180 calendar days from listing date has not elapsed, data for the same is not available.

<sup>^</sup>NIFTY 50 has been used as the benchmark index.

\*In case of reporting dates falling on a trading holiday, values for the trading day immediately following the trading holiday have been considered.

Names of BRLMs and contact details (telephone and email id) of each BRLM	
<b>IDBI Capital Markets &amp; Securities Limited*</b> (Formerly known as IDBI Capital Market Services Limited) Tel: +91 22 4322 1212; Email: <a href="mailto:ipo.hudco@idbicapital.com">ipo.hudco@idbicapital.com</a>	<b>ICICI Securities Limited*</b> Tel: +91 22 2288 2460; E-mail: <a href="mailto:hudco.ipo@icicisecurities.com">hudco.ipo@icicisecurities.com</a>
<b>Nomura Financial Advisory and Securities (India) Private Limited*</b> Tel: +91 22 4037 4037; E-mail: <a href="mailto:hudcoipo@nomura.com">hudcoipo@nomura.com</a>	<b>SBI Capital Markets Limited</b> Tel: +91 22 2217 8300; E-mail: <a href="mailto:hudco.ipo@sbicaps.com">hudco.ipo@sbicaps.com</a>
* IDBI Capital Markets & Securities Limited, ICICI Securities Limited and Nomura Financial Advisory and Securities (India) Private Limited will also act as Syndicate Member.	
<b>Name of Syndicate Member</b>	<b>SBICAP Securities Limited</b>
Name of Registrar to the Offer and contact details (telephone and email id)	
<b>Alankit Assignments Limited</b> Tel: +91 11 4254 1234; E-mail: <a href="mailto:rta@alankit.com">rta@alankit.com</a>	
<b>Name of Statutory Auditor</b>	Dhawan & Co.
<b>Name of Credit Rating Agency and grading obtained</b>	Not Applicable
<b>Name of Debenture Trustee, if any</b>	Not Applicable
<b>Self-Certified Syndicate Banks</b>	
The list of banks is available on <a href="http://www.sebi.gov.in/sebiweb/home/list/5/33/0/0/Recognised-Intermediaries">http://www.sebi.gov.in/sebiweb/home/list/5/33/0/0/Recognised-Intermediaries</a>	
<b>Registered Brokers</b>	
You can submit ASBA Forms to Registered Brokers at the Broker Centres. For further details, see section “Offer Procedure” beginning at page 553 of the RHP	
<b>Details regarding website address(es)/link(s) from which the investor can obtain list of RTAs, CDPs and Registered Brokers who can accept application from Investor</b>	

List of RTAs, CDPs and Registered Brokers who can accept application from Investor can be obtained from below links, as updated from time to time:

- <http://www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx?expandable=6>
- [http://www.nseindia.com/products/content/equities/ipos/asba\\_procedures.htm](http://www.nseindia.com/products/content/equities/ipos/asba_procedures.htm)

## IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RHP

- [http://www.bseindia.com/Markets/PublicIssues/brokercentres\\_new.aspx?expandable=3](http://www.bseindia.com/Markets/PublicIssues/brokercentres_new.aspx?expandable=3)
  - [http://www.nseindia.com/products/content/equities/ipos/ipo\\_mem\\_terminal.htm](http://www.nseindia.com/products/content/equities/ipos/ipo_mem_terminal.htm)
- For further details, see section “Offer Procedure” beginning at page 553 of the RHP

### PROMOTER OF OUR COMPANY

**PROMOTER OF OUR COMPANY: THE PRESIDENT OF INDIA, ACTING THROUGH, THE MINISTRY OF HOUSING AND URBAN POVERTY ALLEVIATION, GOVERNMENT OF INDIA, THE MINISTRY OF RURAL DEVELOPMENT, GOVERNMENT OF INDIA AND THE MINISTRY OF URBAN DEVELOPMENT, GOVERNMENT OF INDIA.**

Signa Infrastructure and Shristi Urban (based on its annual report for Fiscal Year 2016) are not currently listed on any recognized stock exchange, in India or abroad. In the absence of requisite information, certificates, confirmations and undertakings from Pragati Social, we are unable to confirm whether Pragati Social is listed or not. For further details, please see “Risk Factors – We have been unable to procure requisite information, confirmations and undertakings required from Pragati Social and Shristi Urban, two of our Associate Companies as well as Group Companies for making requisite disclosures in this Red Herring Prospectus” on page 35 of the RHP.

### BUSINESS MODEL/BUSINESS OVERVIEW AND STRATEGY

#### Overview

Our Company has more than 46 years’ experience in providing loans for housing and urban infrastructure projects in India. As at December 31, 2016, our total outstanding Loan Portfolio was ₹ 363,858.2 million, ₹ 112,281.4 million of which, or 30.86%, were Housing Finance loans and ₹ 251,576.8 million of which, or 69.14%, were Urban Infrastructure Finance loans and project-linked bonds.

#### Strengths

- Key role in various Government’s schemes to develop the Indian housing and urban infrastructure sectors and a very high proportion of our Loan Portfolio is to State Governments and their agencies
- Highest credit ratings, access to diversified and lower-cost funding
- Established track record, profitable since inception and a strong financial position
- Pan-India presence
- Experienced senior management team

#### Strategies

- Grow our total Loan Portfolio and increase Housing Finance and social housing as a percentage of our total Loan Portfolio
- Continue to focus on sanctioning loans to State Governments and their agencies
- Increase financing of housing and urban infrastructure projects
- Continue to participate in the implementation of government housing and urban infrastructure programmes
- Incentivise borrowers to avail fixed interest rate loans so as to better match our assets and liabilities
- Continue to raise funds from diverse sources

### BOARD OF DIRECTORS

Sl. No.	Name	Designation	Experience including current/past position held in other firms
1.	Ravi Kanth Medithi	Chairman and Managing Director	He has over 29 years of experience in public administration. He was previously associated with the Projects and Development India Limited as its Chairman and Managing Director, and the Nuclear Fuel Complex, Department of Atomic Energy as its Deputy Chief Executive.
2.	Nand Lal Manjoka	Whole-time Director	He has over 33 years of experience in construction, planning, business development and operations. He was previously associated with Container Corporation of India as its Executive Director (Planning and Business Development). He is also an Associate Member of the Institute of Engineers, India.
3.	Rakesh Kumar Arora	Whole-time Director & CFO	He has over 32 years of experience in the finance sector. He was previously associated with the Rural Electrification Corporation Limited as its Executive Director (Finance).
4.	Rajiv Ranjan Mishra	Government Nominee Director	He has over 29 years of experience with various ministries and government departments. He was previously associated with the Infrastructure and Investment Department as its Principal Secretary and with the National Mission for Clean Ganga as the Ex-Officio Mission Director.
5.	Jhanja Tripathy	Government Nominee Director	She has over 30 years of experience in finance, vigilance and administrative functions. In the past, she has held positions with various ministries of the Government of India.
6.	Mukesh Maganbhai Arya	Independent Director	He has over 35 years of experience in public administrative and accountancy. He was held various positions in the past, including that of the Accountant General of Assam, Meghalaya, Arunachal Pradesh and Mizoram; and the Principal Director of Audit for Direct Taxes.
7.	Chetan Vamanrao Vaidya	Independent Director	He has wide experience in architecture. Presently, he also holds the position of the Director, School of Planning and Architecture. He has, in the past, also held the position of the Chairman, All India Council of Technical Education.
8.	Amarishkumar Govindlal Patel	Independent Director	He has business experience in the trade of chemicals, in the state of Gujarat. He is a former member of Gujarat Legislative Assembly, having been elected in 1998 from the Asarwa constituency.

# IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RHP

## BOARD OF DIRECTORS

9.	Pratima Dayal	Independent Director	She has over 45 years of experience in the development sector, with the GoI and international organisations. She has in the past been associated with the Asian Development Bank as its Principal Economist. She is also a retired member of the Indian Administrative Services.
10.	Sudip Kumar Nanda	Independent Director	He has over 30 years of experience. Formerly an officer of the Indian Administrative Services, he was previously also associated with Gujarat State Fertilizer and Chemicals Limited as its Chairman and Managing Director and the Gujarat State Financial Corporation as Managing Director.

## OBJECTS OF THE OFFER

The objects of the Offer are: (i) to carry out the disinvestment of 204,058,747 Equity Shares by the Selling Shareholder constituting 10.19% of our Company's pre-Offer paid up Equity Share capital; and (ii) to achieve the benefits of listing the Equity Shares on the Stock Exchanges. Our Company will not receive any proceeds from the Offer and all proceeds shall go to the Selling Shareholder details.

Details and reasons for non-deployment or delay in deployment of proceeds or changes in utilization of issue proceeds of past public issues/rights issues, if any, of the Company in the preceding 10 years : Not Applicable.

Terms of Issuance of convertible securities, if any : Not Applicable.

Name of monitoring agency, if any: As the Offer is an offer for sale of Equity Shares, our Company will not receive any proceeds from the Offer. Accordingly, no monitoring agency has been or will be appointed for the Offer.

### Shareholding pattern of the Company as on the date of RHP

Sl. No.	Particulars	Pre Offer number of shares	% holding of Pre-Offer
1	Promoter and Promoter Group	2,001,900,000	100.00
2	Public	-	-
	<b>Total</b>	<b>2,001,900,000</b>	<b>100.00</b>

### Number/Amount of equity shares proposed to be sold by Selling Shareholders

Sl. No.	Name	Equity Shares offered
1	The President of India, acting through The Ministry of Housing and Urban Poverty Alleviation, Government of India	204,058,747
	<b>TOTAL</b>	<b>204,058,747</b>

## RESTATED AUDITED FINANCIALS (₹ in million)

Standalone	Nine months ended December 31, 2016	FY 2016	FY 2015	FY 2014	FY 2013	FY 2012
Revenue from operations (net)	26,130.2	32,526.4	33,465.5	29,506.7	28,626.4	27,367.7
Net Profit / (Loss) before tax and extraordinary items	7,410.0	11,256.9	11,698.9	11,048.1	10,605.6	9,397.3
Net Profit / (Loss) after tax and extraordinary items	4,962.9	8,106.1	7,683.2	7,339.7	6,996.9	6,215.7
Equity Share Capital	20,019.0	20,019.0	20,019.0	20,019.0	20,019.0	20,019.0
Reserves and Surplus	69,663.2	64,700.3	57,785.7	51,300.4	45,130.4	39,888.4
Net worth	89,082.6	84,119.7	77,205.1	70,731.3	64,561.3	59,319.4
Basic earnings per share (₹) <sup>s</sup>	2.5	4.0	3.8	3.7	3.5	3.1
Diluted earnings per share (₹) <sup>s</sup>	2.5	4.0	3.8	3.7	3.5	3.1
Return on net worth (%)	5.6*	9.6	10.0	10.4	10.8	10.5
Net asset value per share (₹)	44.5	42.0	38.6	35.3	32.3	29.6
Consolidated	Nine months ended December 31, 2016	FY 2016	FY 2015	FY 2014	FY 2013	FY 2012
Revenue from operations (net)	26,130.2	32,526.4	33,465.5	29,506.7	28,626.4	27,367.7
Net Profit / (Loss) before tax and extraordinary items	7,415.7	11,246.9	11,698.9	11,048.1	10,605.6	9,397.3
Net Profit / (Loss) after tax and extraordinary items	4,968.6	8,096.1	7,683.2	7,339.7	6,996.9	6,215.7
Equity Share Capital	20,019.0	20,019.0	20,019.0	20,019.0	20,019.0	20,019.0
Reserves and Surplus	69,667.9	64,699.3	57,785.7	51,300.4	45,130.4	39,888.4
Net worth	89,087.3	84,118.7	77,205.1	70,731.3	64,561.3	59,319.4
Basic earnings per share (₹)	2.5*	4.0	3.8	3.7	3.5	3.1
Diluted earnings per share (₹)	2.5*	4.0	3.8	3.7	3.5	3.1
Return on net worth (%)	5.6*	9.6	10.0	10.4	10.8	10.5
Net asset value per share (₹)	44.5	42.0	38.6	35.3	32.3	29.6

<sup>s</sup>Not annualised.

\* For the 9 months period



**INTERNAL RISK FACTORS**

Below are the top 10 Risk Factors as per the RHP:-

1. If the level of our non-performing assets in our outstanding loans, advances and investments in project-linked bonds were to increase or the NHB-mandated provisioning requirements were to increase, our provisions for loans would increase and our results of operations and financial condition would be adversely affected.
2. If our borrowers default on their obligations to us we may be unable to foreclose on their loans on a timely basis, or at all, or realise the expected value of our collaterals and this may have a material adverse effect on our results of operations and financial condition.
3. Volatility in interest rates could adversely affect our business, net interest income and net interest margin, which in turn would adversely affect our results of operations and financial condition.
4. We may be unable to secure funding on commercially acceptable terms and at competitive rates, which could adversely affect our business and our results of operations.
5. We face asset-liability mismatches that could adversely affect our cash flows, financial condition and results of operations.
6. Two of our goals are to increase our lending for Housing Finance and the social housing segment both in absolute terms and as a percentage of our Loan Portfolio, which may result in a decrease in our NIM if the GoI does not allocate us amounts for issuing tax-free bonds or capital gains bonds or if the NHB does not enter into refinancing transactions with us.
7. Significant changes by the GoI, State Governments, the RBI or the NHB in their policy initiatives facilitating the provision of housing and urban infrastructure and finance for the same, any decrease in our involvement in government schemes or any change in the tax incentives that the GoI currently provides to HFCs may have an adverse effect on our business, financial condition and results of operations.
8. A high percentage of our sanctioned loan amounts do not end up being disbursed and as such you are cautioned not to place undue reliance on the sanctioned loan amounts set forth in this Red Herring Prospectus. In addition, if we are called upon to disburse more of our sanctioned loans in a given period than we had anticipated, we may have to borrow more funds under cash credit/overdraft facilities, which usually subject us to a higher interest rate expense than our long-term sources of funding, as a result of which our financial condition and results of operations may be adversely affected.
9. If our Company fails to comply with the NHB's observations made during its periodic inspections, it could expose us to penalties and restrictions.
10. Our statutory auditors have qualified their audit reports on our audited financial statements for Fiscals 2015, 2014, 2013 and 2012.

**SUMMARY OF OUTSTANDING LITIGATIONS, CLAIMS AND REGULATORY ACTION**

**A. Total number of outstanding litigations against the Company and amount involved:** There are 82 outstanding litigations relating to criminal matters, direct tax matters, indirect tax matters and other matters exceeding the materiality threshold, filed against the Company and the approximate amount involved, where quantifiable, is ₹3,783.5 million.

**B. Brief details of top 5 material outstanding litigations against the Company and amount involved:**

Sr. No.	Particulars	Litigation filed by	Current Status	Amount Involved
1	MS Shoes East Limited (presently known as Tomorrowland Technologies Exports Limited) filed a declaratory suit (1026/06/1997) before the District and Sessions Judge, Delhi against the Municipal Corporation of Delhi and our Company, in relation to, inter alia, the cancellation of allotment of a plot of land to the plaintiff by our Company. The plaintiff sought that the District and Sessions Judge, Delhi, by way of a mandatory injunction, issue directions to our Company to deliver the possession of suit property to the plaintiff and further restrain our Company from allotting the suit property to another party. MS Shoes East Limited also sought a declaration that the letter of cancellation issued by our Company in this regard is null and void. For further details, please refer to pages 513 and 514 of the RHP.	MS Shoes East Limited (presently known as Tomorrowland Technologies Exports Limited)	Pending	-
2	The Centre for Public Interest Litigation filed a writ petition (573/2003) before the Supreme Court of India, against our Company and others, alleging arbitrariness in certain lending decisions made by our Company, including sanction of loan facilities amounting to ₹ 145,000 million, release of ₹ 85,000 million, subscription in privately placed debentures of ₹12,500 million and write off of ₹ 5,500 million in Fiscal Year 2003. The petitioners sought, among other reliefs, for an investigation by an independent investigative agency into the affairs of our Company. For further details, please refer to pages 511 and 512 of the RHP.	Centre for Public Interest Litigation	Pending	-
3	Blue Heavens Agro Industries Limited filed a criminal complaint (39(c)/2010) before the Chief Judicial Magistrate, Patna, arraigning one of our regional managers as an accused with respect to offences under sections 120B, 406, 420, 467, 468 and 471 of the Indian Penal Code. For further details, please refer to page 499 of the RHP.	Blue Heavens Agro Industries Limited	Pending	-

## IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RHP

4	Himanshu Shekhar filed a criminal complaint (1262/14) before the Judicial Magistrate, Ranchi against Ashok Kumar Gahlot and others, including certain officers of our Company, alleging offences under sections 34, 120B, 406, 420, 467, 468 and 471 of the Indian Penal Code. For further details, please refer to page 500 of the RHP.	Himanshu Shekhar	Pending	-
5	Sreelatha Mukherjee filed a criminal complaint (1320/14) before the Judicial Magistrate First Class, Chavakkad against Sameeksha House and Homes Private Limited and others, including our Company and certain employees of our Company, alleging offences under sections 34, 107, 109, 120A, 120B, 209, 217, 218, 403, 405, 409, 421, 423 and 464 of the Indian Penal Code. For further details, please refer to page 500 of the RHP.	Sreelatha Mukherjee	Pending	-

**C. Regulatory Action, if any - disciplinary action taken by SEBI or stock exchanges against the Promoters / Group companies in last 5 financial years including outstanding action:**

Our Promoter is the President of India.

As on the date of this Red Herring Prospectus, there are no pending actions by statutory or regulatory authorities against Signa Infrastructure. Further, Signa Infrastructure has never been subject to any disciplinary action by SEBI or stock exchanges, in India or abroad.

However, in the absence of requisite information, certificates, confirmations and undertakings from Pragati Social and Srishti Urban, we are unable to provide details of disciplinary action, if any, taken by SEBI or stock exchanges against Pragati Social and Shristi Urban in the last five Fiscal Years. See *“Risk Factors - We have been unable to procure requisite information, confirmations and undertakings required from Pragati Social and Shristi Urban, two of our Associate Companies as well as Group Companies for making requisite disclosures in this Red Herring Prospectus”* on page 35 of the RHP.

**D. Brief details of outstanding criminal proceedings against Promoters:**

Our Promoter is the President of India.

ANY OTHER IMPORTANT INFORMATION AS PER BRLMs/ISSUER COMPANY- NIL

### DECLARATION BY THE COMPANY AND THE SELLING SHAREHOLDER

We hereby certify and declare that all relevant provisions of the Companies Act, 1956, the Companies Act, 2013 and the rules/guidelines/regulations issued by the GoI or the guidelines/regulations issued by the Securities and Exchange Board of India, established under Section 3 of the Securities and Exchange Board of India Act, 1992, as the case may be, have been complied with and no statement made in this Red Herring Prospectus is contrary to the provisions of the Companies Act, 1956, the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957, the Securities and Exchange Board of India Act, 1992 or rules made or guidelines or regulations issued thereunder, as the case may be. We further certify that all statements in this Red Herring Prospectus are true and correct.

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