

SEC-1/187(2)/2017/2505

Dated: June 1, 2017

Listing Department, National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East), <u>Mumbai – 400 051.</u>	Corporate Relationship Department BSE Limited 1 st Floor, Phiroze Jeejeebhoy Towers Dalal Street, Fort, <u>Mumbai – 400 001.</u>
Scrip Code-- RECLTD	Scrip Code—532955

Sub: Submission of Certificate from Debenture Trustee(s) as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir(s),

In continuation of our letter dated May 30, 2017 and in compliance of the Regulation 52(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith Certificates received from the following Debenture Trustee(s):

- SBICAP Trustee Company Limited;
- IDBI Trusteeship Services Limited; and
- Vistra ITCL (India) Limited (formerly known as IL&FS Trust Company Limited).

Thanking you,

Yours faithfully,



(J.S. Amitabh)

General Manager & Company Secretary

Encl: As above

Zonal Offices : Hyderabad, Kolkata, Mumbai, Panchkula & Lucknow
Project Offices : Bangalore, Bhopal, Bhubaneswar, Chennai, Guwahati, Jaipur, Jammu, Patna, Ranchi, Shillong, Shimla, Thiruvananthapuram & Vadodara
Sub Offices : Dehradun, Raipur
Training Centre : Central Institute for Rural Electrification (CIRE), Hyderabad



Ref.no.884/SBICTCL/DT/2016-17

30th May 2017

To,
Rural Electrification Corporation Limited
Core-4, SCOPE Complex
7, Lodhi Road,
New Delhi 110 003

Sub:-Certificate u/r 52(5) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, for various Bond Issue by Rural Electrification Corporation Limited ("Issuer"), for the half Year ended 31st March, 2017.

Dear Sir/ Madam,

We are acting as Bond Trustee for the captioned Bond Issue. Pursuant to Regulation 52(5) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, ('Regulations') we state that we have taken note of the disclosures made by the Issuer under Regulation 52(4) of the Regulations.

Yours faithfully,
For SBICAP Trustee Company Limited

Authorised Signatory

No. 1870 /ITSL/OPR/2017-18
May 31, 2017

To,
Rural Electrification Corporation Limited (REC),
Core-IV, Scope Complex 7, Lodhi Road,
New Delhi-110003

Kind Attn: Mr. Vijay Kumar

Dear Sir,

Sub: Letter of Debenture Trustee pursuant to Regulation 52 (5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the half year ended March 31, 2017

This has reference to the privately placed Unsecured, Non-Convertible Debentures issued by **Rural Electrification Corporation Limited ("Issuer")** wherein IDBI Trusteeship Services Limited is acting as the Debenture Trustee and listed on the National Stock Exchange of India Ltd. (NSE) and or/ Bombay Stock Exchange (BSE) ("**Listed Debt Securities**").

Pursuant to Regulation 52(4) read with Regulation 52 (5) of the SEBI (Listing Obligations and Disclosure Requirements) 2015, the Issuer is required to submit the documents required there along with its half yearly/annual financial results to the Stock Exchange, with a letter of the Debenture Trustee (IDBI Trusteeship Services Limited) that the Debenture Trustee has noted the contents furnished by the Issuer as per Regulation 52(4).

In pursuance thereof we hereby confirm that we have received the aforesaid information through your letter bearing reference REC/Finance/Institutional Bonds/HLR/2017-18/ dated May 31, 2017 and we have noted the contents provided therein.

Thanking you,

Yours faithfully

For IDBI Trusteeship Services Limited

Authorised Signatory



May 30, 2017

To,
Mr. J.S. Amitabh
General Manager & Company Secretary,
Rural Electrification Corporation Limited,
Core- 4, SCOPE Complex, 7 Lodhi Road,
New Delhi- 110003.

Dear Sir,

Sub: Half Yearly Certificate of Debenture Trustee for March 31, 2017

In compliance of the requirements of Chapter V, Regulation 52, Sub – Regulation (4) and (5) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for Non – Convertible Debt Securities we would like to state as under:

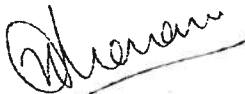
We, Vistra ITCL (India) Limited (formerly known as IL&FS Trust Company Limited), are acting as a Debenture Trustee for the Public issue of Tax Free, Secured, Redeemable, Non-Convertible Bond issue aggregating to Rs. 3000 crores and private placement of Redeemable, Non-Convertible REC Long Term Infrastructure Unsecured Bond issue aggregating to Rs. 100 crores of Rural Electrification Corporation Limited. ('Company')

With reference to above, we have received the Annual Audited Results (Standalone and Consolidated) of the Company for the financial year ended March 31, 2017 along with previous due dates for the payment of interest /repayment of principal along with the next due date for the payment of interest/principal in respect of listed non-convertible debt securities (Annexure A) and Auditors Report and have noted its contents without verification.

This certificate has been signed and issued by us based on document (as mentioned above) submitted by you.

Thanking You.

Sincerely,
For Vistra ITCL (India) Limited
(Formerly known as IL&FS Trust Company Limited)



Authorized Signatory
Place: Mumbai

Registered office
The IL & FS Financial Centre
Plot No. C-22, G Block, 7th Floor
Bandra Kurla Complex, Bandra (East)
Mumbai 400051, India

Tel: +91 22 2659 3535
Fax: +91 22 2653 3297
Email: mumbai@vistra.com
www.vistraitcl.com

Vistra ITCL (India) Limited
(Formerly known as IL & FS Trust Company Limited)
Corporate Identity Number (CIN): U66020MH1995PLC095507