

**DISCLAIMER - IMPORTANT****YOU MUST READ THE FOLLOWING DISCLAIMER BEFORE CONTINUING.**

**PLEASE READ THIS NOTICE CAREFULLY - BY ACCESSING THIS INFORMATION ON THIS SITE, YOU AGREE TO FOLLOW THE TERMS AND CONDITIONS BELOW, INCLUDING ANY MODIFICATIONS THAT MAY BE MADE TO THEM FROM TIME TO TIME.**

These materials you are seeking to access are being made available on the website solely in connection with the proposed public issue of tax-free secured, redeemable, non-convertible bonds in the nature of debentures having tax benefits under section 10(15)(iv)(h) of the Income Tax Act, 1961, as amended (“**Income Tax Act**”), by India Infrastructure Finance Company Limited (“**Issuer**”), to eligible investors in India (“**Issue**”). The Issue is being made under applicable laws including in particular the Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008, as amended (“**SEBI Debt Regulations**”) and notification no. 61/2013.F.No.178/37/2013- (ITA.1) dated August 8<sup>th</sup>, 2013 issued by the Central Board of Direct Taxes, Department of Revenue, Ministry of Finance, Government of India (“**Notification**”), issued under section 10(15)(iv)(h) of the Income Tax Act. The Prospectus Tranche- I dated September 28, 2013 (the “**Prospectus Tranche- I**”) has been filed by the Issuer with BSE Limited (“**BSE**”) (which is the designated stock exchange for the Issue, the Registrar of Companies, National Capital Region of New Delhi and Haryana (“**RoC**”) and the Securities and Exchange Board of India (“**SEBI**”), for records purpose, pursuant to Regulation 6(6) of the SEBI Debt Regulations. The Prospectus Tranche- I will be available on the websites of BSE at [www.bseindia.com](http://www.bseindia.com) and the websites of the Lead Managers to the Issue viz. viz. SBI Capital Markets Limited, A.K Capital Services Limited, Axis Capital Limited, ICICI Securities Limited, Karvy Investor Services Limited and RR Investors Capital Services Private Limited at their addresses provided in the Prospectus Tranche- I.

Access to this site does not constitute an offer or an invitation to the public, to subscribe for or purchase any securities of the Issuer and shall not form the basis of, or be relied upon in connection with, any contract or commitment whatsoever. Further it does not constitute a recommendation by the Issuer or by its Lead Managers or any other party to buy or sell securities in the Issuer. We are not soliciting any action or decision based on the information on this site. The Prospectus Tranche- I has not been authorised or approved by SEBI, RoC, the Reserve Bank of India (“**RBI**”), or stock exchange in India or any other Indian authority. The materials presented here may not be accessed in any jurisdiction where the delivery of such materials may not be permitted by law. You must satisfy yourself that you are not subject to any local requirements which prohibit or restrict you from accessing these materials. For taking an investment decision, investors must rely on their own examination of the Issuer and the Issue, including the risks involved.

The Prospectus Tranche- I behind these screens may contain statements about future events and expectations that constitute forward-looking statements. There can be no assurance that the results and events contemplated by the forward-looking statements contained there will in fact occur. None of the future projections, expectations, estimates or prospects in this document should be taken as forecasts or promises nor should they be taken as implying any indication, assurance or guarantee that the assumptions on which such future projections, expectations, estimates or prospects have been prepared are correct or exhaustive or, in the case of the assumptions, fully stated in the document. We make no representation or warranty, express or implied, as to, and do not accept any responsibility or liability with respect to, the fairness, accuracy, completeness or correctness of any information or opinion in the Prospectus Tranche- I behind these screens. The information in the Prospectus Tranche- I behind these screens, unless otherwise specified, is only current as of the date of the Prospectus Tranche- I. We assume no responsibility to publicly update, amend, modify or revise any forward-looking statements, on the basis of any subsequent development, or information, or otherwise.

These materials are not directed at or intended to be accessed by any persons outside India. You are accessing the Prospectus Tranche- I presented here on the basis that you are a person into whose possession this Prospectus may be lawfully delivered in accordance with the laws of the jurisdiction in which you are located. If you are not permitted to view materials on this site or are in any doubt as to whether you are permitted to view these materials, or if you do not agree to the terms contained in this notice, then you must not access the Prospectus Tranche- I presented here.

[Continue]

*[Once a viewer clicks through here, they should be taken to page 2]*

**Page 2**

To access this information, you must confirm by pressing on the button marked "I Confirm" that, at the time of access you are located in India and/or otherwise eligible to invest in the Issue. If you cannot make this confirmation, you must press the button marked "I Do Not Confirm". By clicking on "I confirm", you further confirm that you shall not base any investment decision on the information contained here and you agree that the information contained here is not an offer or a solicitation or an invitation to an offer to subscribe to the securities of the Issuer, or a recommendation to buy or sell any such securities in any manner or in any other jurisdiction where the same cannot be lawfully delivered in accordance with the laws of the jurisdiction where you are located. You also confirm that you are permitted to proceed to the electronic version of these materials.

**[I Confirm]**

**[I Do Not Confirm]**

*[If the viewer clicks "I confirm", they should be taken to page 3; if they click "I do not confirm", they should be directed away from the Prospectus to a screen that says "You are not permitted to view the materials in this section of our website."]*

**Page 3**

*[Upload the Prospectus Tranche- I]*