

Date: 11/02/2021

IPA Certificate

To
 THE INVESTORS IN COMMERCIAL PAPER
 REF NO: YES-00000000005063-IPA
 ISIN CODE:INE957N14EM6
 MV of CP: Rs. 2,000,000,000
 Units 4000 (1 unit = Rs.5.00lacs)
 Maturity Date of CP : 11/05/2021

CP SLECURITIES ACCOUNT DETAILS
DP Name: Yes Bank Ltd
DP ID: IN303270
Client Name: YES BANK LTD CP REDEMPTION A/C
Client ID: 10052658

We hereby confirm that HERO FINCORP LIMITED, the Issuers have appointed us as the Issuing and Paying Agent (IPA) for the CP under reference.

We have a valid IPA agreement with the issuer. We have

verified the documents viz.:

1. Details of Credit rating letters:

CRA	Rating letter date	Validity for issuance	Rating	Validity period for rating	Ceiling Amount
(1)	(2)	(3)	(4)	(5)	(6)
CRISIL	27/01/2021	26/02/2021	CRISIL A1+	Throughout the life of captioned CP	6000 Crores
ICRA	01/02/2021	01/05/2021	ICRA A1+	Throughout the life of captioned CP	6000 Crores

2. Details of Credit rating letter considered for ceiling and CPs issued there under:

CRA	Rating letter date	Validity for issuance	Rating	Validity period for rating	Ceiling Amount	Out of (6) CPs issued and O/s	CP issued now	Balance Available (6 - 7 - 8)
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
CRISIL	27/01/2021	26/02/2021	CRISIL A1+	Throughout the life of captioned CP	6000 Crores	1935 Crores	200 Crores	3865 Crores

3. Offer letter of issuer dated 10/02/2021.

And certify that the documents are in order. Certified copies of original documents are held in our custody.

We hold:

- Board resolution authorizing borrowal through CP issuance up to Rs.6000 Cr
- Copy of Original of Unconditional Credit Enhancement letter issued by Bank/ FI/Corporate for an amount covering this issue represented by ISIN number (above), (wherever applicable) and Original Jumbo Commercial Paper.

We have obtained from the issuers:

Confirmation that they have complied with Reserve Bank of India (RBI) requirements in respect of minimum net worth, wherever applicable, that their borrowings from all Banks/FIs are classified as standard assets, and further that the amount raised by means of CP including old outstanding is within the ceiling stated in the relevant letter of credit rating and powers delegated by board of issuer company, whichever is lower.

Redemption:

We will make the redemption payment, subject to the availability of funds in the CP issuer's account, to the holders of CPs as at the end of one working day prior to the maturity date of CP as per the BENPOS report received from the depositories.

THANKING YOU

SIGNATURE OF AUTHORISED OFFICIAL(S)

FOR YES BANK LTD.



Manuel Moreira

Assistant Vice President- FMO

Place: Mumbai



Ramesh Konkala

Manager-FMO