



**John Deere Financial India Private Limited**  
CIN – U65923PN2011PTC141149  
Level 2, Tower XV, Cybercity, Magarpatta City,  
Hadapsar, Pune- 411 013

Board No. – 020-6703 2000 / 020 – 6703 2001  
Fax No. – 020 – 6703 2004

Date: 15<sup>th</sup> September 2021

To,  
The General Manager - Debt Listing  
Wholesale Debt Segment,  
BSE Limited  
P. J. Towers, Dalal Street  
Fort, Mumbai 400 001

Sub.: Intimation pursuant to Regulations 50(2) 50(3) of Chapter V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

As required under Regulations 50(2) 50(3) of Chapter V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform you that the company intends to raise fund of INR 4000 Mn through issuing its unsecured non-convertible debentures.

Enclosing herewith the necessary board resolution for your reference.

You are requested to take the same on your records.

Thanking you,

For John Deere Financial India Private Limited

**Vaishnavi Suratwala**  
**Company Secretary & Compliance Officer**

**Certified true copy of the resolution passed by Board of Directors of John Deere Financial India Private Limited held through audio/videoconferencing at Tower XIV, Cybercity, Magarpatta City, Hadapsar, Pune 411 013 on Wednesday, 13<sup>th</sup> January 2021.**

---

**“RESOLVED THAT** in supersession of all the previous resolutions and pursuant to provisions of section 179(3)(d) and all other applicable provisions, if any, of Companies Act, 2013 (the “Act”) consent is accorded for borrowing funds from John Deere India Private Limited (Holding Company) or Banking Company or Financial Institution or any other financiers through commercial paper (CP), Non-Convertible Debentures (NCD), External commercial borrowing (ECB) or any other instrument of borrowing with or without security read with Reserve Bank of India guidelines, in one or more tranche(s), with tenor and rate to be decided on a case to case basis such that the outstanding principal amount in aggregate with above mentioned borrowing instruments does not exceed the equivalent of Rs. **4000,00,00,000 (Rupees Four Thousand Crore)** (“Overall Limit”) at any point of time.

**RESOLVED FURTHER THAT** power to borrow within the Overall Limit shall include but is not limited to the power to redeem or buy-back borrowing securities/instruments by whatever name called.

**RESOLVED FURTHER THAT** the Managing Director of the Company be severally authorized to take necessary procedural decisions for its execution within the Overall Limit.

**RESOLVED FURTHER THAT** any two of the Directors of the Company or any two of the below:

- (a) Director of the Company
- (b) Controller of the Company
- (c) Mr. Subrata Mishra
- (d) Mr. Harshit Vora,

(collectively, the “**Authorized Persons**”) be and are hereby authorized to

enter into arrangements and/or avail services of arrangers, merchant bankers, rating agencies, depositories, custodians, trusteeship services, legal counsel, security trustees/agents for creation of security for lenders, etc. as may be required for the aforesaid borrowings;

appoint debenture trustees, issuing and paying agent banks, registrar and transfer agents and other intermediaries for the purpose of issuance of CP or NCDs;

appoint any security trustee, authorized dealer banks or any agent for the purpose of availing the ECB facility;

open and close accounts with depositories for maintaining the commercial paper or non-convertible debentures in dematerialized form;

negotiate, amend and finalize the terms and conditions relating to issue of CP or NCDs, to enter into arrangements with depositories, if necessary, to execute the necessary documents/agreements/papers including usance promissory note, issuing and paying agency agreement and such other documents, as may be required in this connection, and to do all such acts, deeds, matters and things as may be necessary or incidental thereto (including deciding the pricing and terms of NCDs) ;

enter into relevant debenture trust deeds, debenture trustee agreements, offer letters and any other documents, deeds, notices, letters, agreements, power of attorneys, indemnities (including without limitation in respect of stamp duty), undertakings, instruments and forms as may be required in relation to or in connection with the issuance of NCDs or pursuant to any other purpose mentioned in these resolutions or to give effect to any transactions contemplated in such documents and to modify or amend such documents;

enter into relevant loan documents, security documents and any other documents, deeds, notices, letters, agreements, power of attorneys, indemnities (including without limitation in respect of stamp duty), undertakings, instruments and forms as may be required in relation to or in connection with the availing of the ECB facility or pursuant to any other purpose mentioned in these resolutions or to give effect to any transactions contemplated in such documents and to modify or amend such documents; and

do all such acts, matters, deeds and things as may deem expedient and execute all documents, file forms with, make applications to, receive approvals from, any persons, authorized dealers, governmental / regulatory authorities, including but not limited to the Registrar of Companies and Reserve Bank of India/ Securities and Exchange Board of India and income tax authorities or any depository or stock exchange to give effect to this resolution including payment of stamp duties or other taxes associated with it and for matter connected therewith.

**RESOLVED FURTHER THAT** the Company does hereby declare that the said borrowing facilities are within the powers of the Board to exercise as required by the provisions of the Companies Act and any other relevant law; and

**RESOLVED FURTHER THAT** any Director of the Company be and is hereby authorized to sign any acknowledgement of debt in favor of the relevant Bank in respect of the said borrowing facilities and any liabilities and obligations thereunder.

**RESOLVED FURTHER THAT** all lawful actions heretofore taken by any Authorized Persons of the Company in connection with the foregoing resolutions are hereby ratified, confirmed and approved.

**RESOLVED FURTHER THAT** the Common Seal of the Company, if required, be affixed in the presence of two directors or any one director and Company Secretary / Controller / Mr. Subrata Mishra / Mr. Harshit Vora in accordance with the Articles of Association of the Company, if required.

**RESOLVED FURTHER THAT** any Director or the Company Secretary be and are hereby authorized to furnish a certified true copy of the above resolutions to any persons concerned for their information and records.”

#### **DERIVATIVES TRANSACTIONS**

WHEREAS, the Board desires to authorize certain representatives of the Company to negotiate, approve and enter into currency and interest rate exchange agreements and other derivatives transactions for the purposes of managing exposures to interest rates, foreign currencies and commodity prices incurred in the ordinary course of business;

NOW THEREFORE BE IT RESOLVED THAT:

The Authorized Persons are authorized to negotiate, approve, enter into, amend and terminate interest rate exchange agreements, cross currency swaps, currency forward agreements, currency options, interest rate cap agreements, and commodity futures (“**Transactions**”).

**RESOLVED FURTHER THAT** the Company may enter into Transactions with such bank or banks as the executing officer may select subject to maximum outstanding \$ 100 Million or Rupees 700 Crores for all its Transactions outstanding at any point of time related to the borrowing facilities.

**RESOLVED FURTHER THAT** any two Directors or any two Authorized Persons are hereby authorized for and on behalf of the Company to enter into Transactions on such terms as such Directors or Authorized



**John Deere Financial India Private Limited**  
CIN – U65923PN2011PTC141149  
Level 2, Tower XV, Cybercity, Magarpatta City,  
Hadapsar, Pune- 411 013

Board No. – 020-6703 2000 / 020 – 6703 2001  
Fax No. – 020 – 6703 2004

Persons approve, such approval to be evidenced by execution and delivery of the Transactions by such persons.

**RESOLVED FURTHER THAT** any of the persons named below:

- a) Director of the Company
- b) Controller of the Company
- c) Accounting Manager – Finance of the Company, or
- d) Mr. Harshit Vora

be and are hereby authorized to negotiate, approve, enter into, amend and terminate the Transactions and give written and/or oral instructions (whether over the telephone or otherwise) to the Bank in regard to the Transactions including without limitation, signing and delivering to the Bank any confirmation subject to the limits assigned to such person, as set out above;

The Bank is authorized and entitled to honor any instructions given pursuant to the preceding paragraph promptly upon receipt thereof and to act on the same without inquiry (although the Bank may, without prejudice to the aforesaid, at its absolute discretion, seek such confirmation and/or clarification as it may think fit and in the absence of such confirmation and/or clarification, the Bank may decline to honor such instructions without incurring any liability whatsoever to the Company in respect of any delay or refusal to execute such instructions); and

**RESOLVED FURTHER THAT** all reports pertaining to Transactions shall be reported to any of the persons named below:

- a) Controller of the Company, or
- b) Accounting Manager- Finance of the Company

Any and all actions heretofore taken or caused to be taken by any of the said Authorized Representatives of the Company in connection with the transactions contemplated herein be and they hereby are ratified and approved in all respects.

**RESOLVED FURTHER THAT** all the documents incidental to this resolution be acceptable in physically/digitally signed format and these resolutions shall continue in full force and effect and the Bank shall be entitled to rely upon and act pursuant to the same until such time as the Bank shall have received actual notice, certified in writing by any Director or the Secretary of the Company, of their revocation, variation, amendment or supplement.

**RESOLVED FURTHER THAT** the Common Seal of the Company, if required, be affixed in the presence of two directors or any one director and Company Secretary / Controller / Mr. Subrata Mishra / Mr. Harshit Vora in accordance with the Articles of Association of the Company.



**John Deere Financial India Private Limited**  
CIN – U65923PN2011PTC141149  
Level 2, Tower XV, Cybercity, Magarpatta City,  
Hadapsar, Pune- 411 013

Board No. – 020-6703 2000 / 020 – 6703 2001  
Fax No. – 020 – 6703 2004

**RESOLVED FURTHER THAT** any Director or the Company Secretary be and are hereby authorized to furnish a certified true copy of the above resolutions to any persons concerned for their information and records.”

For John Deere Financial India Private Limited

A handwritten signature in blue ink, reading "Suratwala", is written over two horizontal lines.

Vaishnavi Suratwala  
Company Secretary