

AXIS TRUSTEE SERVICES LIMITED

Yes Bank Limited – AT1 Bond Issuances

Dear Bondholders,

The writ petition filed by ATSL seeking relief against the write down of AT1 Bonds by the issuer and the mis-selling of these bonds to the retail investors is yet to be listed for final hearing by the Hon'ble High Court, Mumbai. The existing interim order of the Hon'ble Court passed on 16th March 2020 “any action or steps taken by the respondents shall be subject to further orders passed by the Court” read with order dated 18th March 2020 “the earlier order passed stating all steps taken by the respondents will be subject to the further orders passed by this Court” continues to be in operation until any further order is passed by the Court.

The Legal Counsels are monitoring the position and any development in the matter will be posted here for information to all the bondholders.

The developments till date are set out in below for ease of reference and information.

Date	Action Taken/ Status
26 th April 2021	The WPs were scheduled to be heard on 26 th April 2021, however could not be listed as on account of rising COVID 19 cases the Hon'ble High Court, in line with the fresh SOPs issued on 16 th April, 2021 read with 23 rd April 2021, is hearing only extremely urgent matters through video conferencing.
25 th March 2021	<p>A writ petition (L) no. 6589 of 2021 along with Interim Application no.525 of 2021 was filed before the Hon'ble Bombay High Court by an AT1 Bondholders Association against the RBI and others and came up for hearing before the divisional bench comprising of Justice Sayed and Justice Jamdar on 25th March 2021.</p> <p>After hearing the counsels representing all parties, the bench permitted respondents to file their reply and adjourned the said writ petition no. 6589 along with writ petition filed by ATSL viz., WP(L) no. 850 of 2020 to 26th April, 2021.</p>
30 th December 2020	Clarification – The Interim Order dated 16 th March 2020 read with Order dated 18 th March 2020 shall continue to be in operation until any further order is passed by the Court.
29 th October 2020	The Hon'ble High Court vide order dated 29 th October 2020, has extended the continuation of interim orders passed and operating till 22 nd December 2020 or until further order, whichever is earlier.
30 th September 2020	The Hon'ble High Court vide order dated 30 th September 2020 extended the continuation of interim orders passed and operating till 31 st October 2020.
31 st August 2020	The Hon'ble High Court vide order dated 31 st August 2020 extended the continuation of interim orders passed and operating till 30 th September 2020.

15 th July 2020	The Hon'ble High Court vide order dated 15 th July 2020 extended the continuation of interim orders passed and operating till 31 st August 2020.
17 th June 2020	The Hon'ble High Court vide order dated 15 th June 2020 extended the continuation of interim orders passed and operating till 15 th July 2020.
23 rd May 2020	The Additional Affidavit seeking relief against alleged mis-selling of bonds by the officials of Yes Bank to the retail investors has been e-filed with the High Court Registry on 23 rd May 2020. This has also been served upon the Respondents.
15 th April 2020	The Hon'ble High Court vide order dated 15 th April 2020 extended the continuation of interim orders passed and operating till 15 th June 2020.
26 th March 2020	In view of the lockdown declared in India till 14 th April 2020, the Hon'ble High Court vide Order dated 26 th March, 2020 directed continuation of all interim orders operating and not already continued by some other courts or authorities to remain in force till 30 th April, 2020.
19 th March 2020	An application seeking amendment to the Writ Petition by impleading "Central Depository Services (India) Limited [CDSL]" as party Respondent No. 6 was allowed and accordingly the amendments were carried out in the court's record.
18 th March 2020	The matter stood adjourned to 23 rd March 2020, in the meantime, the Court has directed that the earlier order passed on 16 th March, 2020 viz., "all steps taken by the Respondents shall be subject to further orders passed by this Court" shall continue.
17 th March 2020	The hearing commenced and the matter stood adjourned to 18 th March 2020. The Court directed for the earlier order to continue upto 18 th March, 2020.
16 th March 2020	<p>A fresh Writ Petition (No. 850/2020) has been filed by Axis Trustee Services Limited, as the AT-1 Bond Trustee, in the Hon'ble High Court, Bombay as per instructions of the majority AT-1 Bondholders (ISIN no. INE528G08352 aggregating to Rs.3000 Crs. and INE528G08394 aggregating to Rs.5415 Crores) seeking inter alia the following reliefs:</p> <p>a) Writ of Certiorari for examination and squashing/ setting aside the decision of write off of the AT-1 Bonds;</p> <p>b) Writ of Mandamus to reverse the effect of any accounting entries, noting's, write off, cancellations undertaken pursuant to such decision; and;</p> <p>c) Ad- Interim Reliefs.</p> <p>The Hon'ble High Court has passed an order restraining the respondents (Union of India through Ministry of Finance, Reserve Bank of India, Administrator of Yes Bank Ltd., Yes Bank Ltd. and NSDL) from taking any action in the matter relating to the write down of AT-1 Bonds (aggregating Rs. 8415 Crs), and posted the matter on 17th March 2020 for further hearing.</p>
14 th March 2020	Disclosure by Yes Bank Ltd. to the Stock Exchanges under Regulation 51 of the SEBI (LODR) Regulations, 2015, that the AT - I Bonds amounting to Rs. 3000 Crs. and Rs. 5415 Crs. are fully written down and extinguished with immediate effect as per clause 2.15, Annex 16 of Master Circular- Basel III Capital Regulations dated 01 st July, 2015 read with Section 45 of the Banking Regulation Act, 1949.

13 th March 2020	The 'Yes Bank Limited Reconstruction Scheme, 2020' was accorded consent by the Central Government and notified in the Official Gazette on the 13 th March 2020 and made effective. The notified scheme had no specific clause mentioning write down of the AT1 Bonds as proposed in the 'Draft Yes Bank Ltd. Reconstruction Scheme, 2020'.
11 th March 2020	<p>Detailed proposal with following settlement terms as per suggestions received from majority AT1 Holders of ISIN no. INE528G08352 & INE528G08394 resubmitted to RBI:-</p> <ol style="list-style-type: none"> the AT1 Bonds be fully converted on the basis of a conversion ratio of 19,551 equity shares of Rs. 2 each of the Bank ("Equity Shares") to be issued for each AT 1 Bond with a face value of Rs. 10,00,000/-. AT1 Holders shall not be permitted to sell, transfer, pledge or encumber in any manner whatsoever (directly or indirectly) the Equity Shares allotted for a period of three years from the date on which trading approval is granted by the stock exchanges with respect to such Equity Shares. subject to and upon completion of the actions set out above:- <ol style="list-style-type: none"> such actions shall constitute the full and final settlement of all obligations and liabilities of the Bank towards the AT1 Holders. the AT1 Holders shall have no claims, rights or actions of any nature (in law, equity or otherwise) against the Bank arising out of or in connection with or in relation to any matter related to the AT1 Bonds. upon notification by the RBI and / or the Government of India as applicable, of the final scheme of reconstruction of the Bank with provisions to give effect to the above proposals included, and the implementation of the same by issuance of the Equity Shares as provided in (a) above, the writ petition with lodging no. 782/20 filed shall be withdrawn.
11 th March 2020	<p>Proposal with following settlement terms as per suggestions received from majority AT1 Holders of ISIN no. INE528G08352 & INE528G08394 submitted to RBI:-</p> <ol style="list-style-type: none"> Minimum of 170 crore shares be allotted to the existing AT1 Holders in proportion to their current holding of these bonds. An imputed value of Rs.10/- per share would be approximately Rs.1700 crores, salvaging near-about 20% of the principal outstanding; No fresh investments by AT1 Holders, equity shares to be allotted in lieu of write down of the bonds; Lock-in features, if any be restricted upto 36 months in line with the proposed new equity issuance of the issuing bank; On acceptance of (a) to (c):- <ol style="list-style-type: none"> No further legal recourse shall be pursued; and The writ petition shall be withdrawn.
09 th March 2020	Writ Petition (Lodging) No. 782/20 - Axis Trustee Services Limited vs. Union of India & Ors. Lodged in High Court Bombay (Original Jurisdiction) as per instructions of majority AT1 Holders of ISIN no. INE528G08352 & INE528G08394.

08 th March 2020	Representation submitted to Reserve Bank of India (“ RBI ”) in connection with the comments/suggestions sought by RBI on its ‘Draft Yes Bank Ltd. Reconstruction Scheme, 2020’ as per suggestions received from Additional Tier-1 Bondholders (“ AT1 Holders ”).
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