

Compliance Report for the quarter ended 30th June, 2024

Name of Issuer Company: Brigade Properties Private Limited

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| 1 | Confirmation of having complied with Foreign Account Tax Compliance Act (FATCA) as regards the investors, borrowers and other intermediaries (If Applicable - along with supporting documents, registration number etc) | NA |
| 2 | Outstanding amount as on June 30, 2024, Confirm if high value debt listed entity as on date pursuant to SEBI (LODR) (Fifth amendment) Regulation, 2021 (basis of value of principal outstanding of listed debt securities as on March 31, 2021) | Rs. 49 Crores NA |
| 2.1 | Date of the Board Meeting for current quarter. | 25th July 2024 |
| 3 | Previous Interest Payment Date and Amount paid | The interest amount of Rs. 151,12,15,342/- (gross) as on 31st December 2023 has been paid on 22nd February 2024. |
| 4 | Next Interest Payment Date and Amount | 19.03.2025 Amount: Rs. 4,23,68,219/- (Gross interest upto 19.03.2025) |
| 5 | Previous Principal Repayment Date and Amount paid | NA |
| 6 | Next Principal Repayment Date and Amount | 19.03.2025 and 49 Crores |
| 7 | Whether there has been any delay / default in payment of interest and/or principal amount? If yes, the due dates thereof & date of payment and confirm if the additional interest of atleast @ 2% p.a. over the coupon rate is paid to the debenture holders. . | No |
| 8 | No. of debenture holders as on last day of this quarter, <i>(please provide details of NCD Holder viz. Names, Holding, Mailing Address, Email id, Contact Nos. (Benpos))</i> | 1 |
| 9 | Whether RTA / Company has forwarded the details of debenture holders (Benpos) to the DT by the seventh working day of every month. | Yes |
| 10 | Whether any security is pending to be created for the Debentures, if yes provide details of the same along with the date by which such security is to be / was to be created | NA |
| 11 | Whether the Secured Assets are insured? If yes, attach the latest renewed copies thereof | NA |
| 12 | Half yearly results statement should indicate material deviation, if any. This should cover deviation in use of proceeds of issue other than the object stated in offer document | NA |
| 13 | Publication of financial results and statements within 2 working days of the conclusion of the Board Meeting. (atleast in one English national daily newspaper) | Yes |
| 14 | Whether financial results for the quarter ended June 30, 2024 submitted to the Stock exchange as per the format specified by SEBI through its circular dated May 16, 2024. | Yes. The company has submitted unaudited financial results along with the Limited Review Report for the quarter |

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| | Whether unaudited financial results are accompanied by Limited Review Report (LRR)* *LRR is not required if the company has intimated to exchanges in advance that it shall submit annual audited results within 60 days from the end of Financial Year. | ended 30th June 2024 on 25th July 2024. |
| 15 | Whether all taxes, cesses, insurance premium, any other government charges with respect to Secured Assets for the issue have been paid. If No, please give details and reasons for the same | NA |
| 16 | Whether Debenture Redemption Reserve (DRR) as per SEBI Regulations and Companies Act has been maintained. Please mention the Amount of DRR maintained. If No, please give reasons for the same. Please provide details / issue wise DRR amount and date of transfer till date. | Yes INR 1319 Lakhs as on 30.06.2024 |
| 17 | Whether any material change has taken place in the nature and the conduct of the business of the Issuer since the date of Issue which is detrimental to the interest of debenture holders. If yes, please provide details | No |
| 18 | Whether any orders, directions, notice of court/ tribunal / authority affecting or likely to affect the Secured Assets has been passed. If yes, please provide details | NA |
| 19 | Whether any major change in the composition of the Board of directors or shareholders as defined in SEBI (Substantial Acquisition and Take Over) Regulations, 2011 which amounts to change in control of Issuer Company has occurred. If yes, please provide details | No |
| 20 | Security Cover certified by the Statutory Auditor for the quarter ended June 30, 2024 (Mandatory for Secured issuance) Note: 1) Refer Annexure VI of SEBI Master circular dated May 16, 2024 for the format of Security Cover certificate. 2) Please provide the security cover table in the excel form along with working. | NA |
| 21 | Security Cover certified by the Statutory Auditor of third party/subsidiary/group/holding company (“entities”) in case assets being offered as underlying Security by said entities. Including details of encumbrances in case of pari-passu charge. | NA |
| 22 | Compliance of the covenants, in respect of listed non-convertible debt securities, by the statutory auditor, along with the financial results for the quarter 30-06-2024 as per SEBI Circular dated 19 th May 2022 | Yes |
| 23 | Attach the statement of value of pledged securities, if applicable .- Quarterly (SEBI circular dated March 31, 2023) | NA |
| 24 | Attach the statement of value for Debt Service Reserve Account or any other form of security offered- Quarterly (SEBI Master circular dated May 16, 2024) | NA |
| 25 | Attach the Net worth certificate of guarantor (secured by way of personal guarantee), applicable for March and September quarter (SEBI Master circular dated May 16, 2024) | NA |
| 26 | Attach the Financials/value of guarantor prepared on basis of audited financial statement etc. of the guarantor (secured by | NA |



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| | way of corporate guarantee), applicable for March (SEBI Master circular dated May 16, 2024) | |
| 27 | Attached the Valuation report and title search report for the immovable/movable assets, applicable for March (not older than 3 years) (SEBI Master circular dated May 16, 2024) | NA |
| 28 | Any change in terms of the NCDs, during the quarter pursuant to Regulation 59 of SEBI (LODR) Regulations, 2015 and SEBI Master circular dated May 16, 2024. | NA |
| 29 | Any change in security, creation of additional security or conversion of NCDs from unsecured to secured in compliance with SEBI circular dated August 04, 2022. (SEBI Master circular dated May 16, 2024) | NA |
| 30 | Whether charge over the same assets have been created in favour of multiple trustees. If yes, please mention the name of the trustee, charge amount and asset value | NA |
| 31 | Whether Register of Debenture Holders has been maintained with their addresses and whether the transfers and changes in ownership have been recorded. If no, please give reasons. | Yes |
| 32 | In case of Partially / Fully Convertible Debentures, whether the debentures have been converted into equity in accordance with the terms of issue? If no, please give reasons. | NA |
| 33 | Whether all the terms of issue of debentures or covenants of the transaction documents are complied with? If no, provide details along with reason for non-compliance | Yes |
| 34 | Whether the provisions of the following laws applicable to debentures have been complied with: a) Companies Act, 2013 and Rules made thereunder (For all Issuers) b) SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 c) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 d) Circulars issued by SEBI from time to time. | Yes Yes Yes Yes |
| 35 | Whether the company has submitted a certificate to the stock exchange within one working day of the interest or dividend or principal becoming due regarding status of payment in case of non-convertible securities. (Regulation 57(1) SEBI (LODR) Regulations, 2015) (Pursuant to Regulation 57 of SEBI (LODR), Regulations, 2015) | Yes |
| 36 | Nature of investor grievances received for quarter ended June 30, 2024 its status as on date of the submission of QCR and reason for the non-resolution/ delay if any (Details to be separately provided in annexure as enclosed) Whether statement of investor grievances has been filed to Exchanges within 21 days from the end of quarter. (Pursuant to Regulation 13(3) of SEBI (LODR), Regulations, 2015) | NIL. Yes, the same has been filed with Stock Exchanges. |



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| 37 | Any Buy Back of NCDs during the quarter and details of the same | No |
| 38 | Whether the company has maintained functional website containing requisite information (Regulation 62 of SEBI (LODR) Regulations, 2015) | Yes |
| 39 | Whether the company has intimated exchange(s) about its intention to raise funds through issue of new NCD and such intimation was given prior to holding Board meeting. (Pursuant to Regulation 50 of SEBI (LODR), Regulations, 2015) | NA |
| 40 | Compliance with Accounting Standard and Financial disclosures. | Yes |
| 41 | Compliance with Corporate Governance provisions as specified in Chapter IV viz Related Party framework, Independent Directors, submission of quarterly compliance report on corporate governance to Exchange(s), prior intimation to exchanges, disclosure of material information/event, shareholding pattern | <ul style="list-style-type: none"> • Related Party framework: Yes • Independent Directors: Yes • Submission of quarterly compliance report on corporate governance to Exchange: NA • Prior intimation to exchange: Yes • Disclosure of material information/event: Yes • Shareholding pattern: NA |
| 42 | Whether Directors and KMPs have disclosed to Board of Directors whether they are directly or indirectly having material interest in any transaction. | Yes |
| 43 | Whether the company has appointed qualified Company Secretary as the Compliance Officer. (Pursuant to Regulation 6 of SEBI (LODR), Regulations, 2015) | Yes |
| 44 | Whether the Company has appointed Share transfer agent or manages the same in house. (Pursuant to Regulation 7 of SEBI (LODR), Regulations, 2015) | Yes. Share Transfer Agents |
| 45 | Whether the Company has preserved the transactions records at least for 5 years/as per the archival policy of the Company. | Yes |
| 46 | Whether the Company is registered on the SEBI SCORES and Online Dispute Resolution Portal. | Yes |
| 47 | Whether the Company has constituted following committees and held meetings in compliance with the provisions, as applicable: <ul style="list-style-type: none"> • Audit Committee • Nomination and Remuneration Committee • Stakeholders Relationship Committee • Risk Management Committee | Yes Yes NA NA |
| 48 | Whether the Company has made disclosure of information having bearing on performance/operation of listed entity | Yes |



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| | and/or price sensitive information to Exchanges and Debenture Trustee, if any pursuant to Regulation 51 read with Part B of Schedule III of SEBI (LODR) Regulations | |
| 49 | Whether company has complied with SEBI (LODR) Regulation 50 i.e. Intimation to stock exchange(s) | Yes |
| 50 | Whether the Company has submitted a compliance certificate to the Exchange(s), duly signed by both Compliance Officer of the listed entity and the authorized representative of the transfer agent (RTA) | Yes |
| 51 | Whether the Company and its directors are / were involved in any civil or criminal proceedings, litigation connected with the securities market, or any order has / had been passed against them for violation of any laws. | No |
| 52 | Whether any NCLT proceedings has been initiated against the company, if yes, provide details. | No |
| 53 | In case of default in payment of Interest/principal, whether the company has made disclosures to the Credit Rating Agencies in timely manner. | NA |
| 54 | Please confirm if disclosure is made to stock exchanges in case of default in payment of interest / instalment obligations on loans, including revolving facilities like cash credit, from banks / financial institutions, whether the company has made disclosure to the Stock exchange. (Refer SEBI circular No. SEBI/HO/CFD/CMD1/CIR/P/2019/140 dated November 21, 2019). Please provide a copy of disclosure made, if any | NA |
| 55 | Confirm if there is any breach in providing information to the Debenture Trustee(s) regarding the status of payment or otherwise to the Stock Exchanges and Depositories. (Pursuant to chapter XI of SEBI Master Circular dated May 16, 2024) | NA |
| 56 | If the REF is maintained in the form of Bank Guarantee then the Company needs to ensure that it remains valid for a period of 6 months post the maturity date of the listed debt security and the issuer has kept the bank guarantee in force and renewed the Bank Guarantee at least 7 working days before its expiry. | NA |
| 57 | Whether the Security cover Percentage as specified in the Term Sheet/PAS4/Information Memorandum/ is maintained. | NA |
| 58 | Details of Corporate Debt Restructuring (if any); | No |
| 59 | Details of lenders/creditors joining or entering into Inter Creditor Agreement as per RBI guidelines, including all such information/ documents required to be submitted by the Company to the RBI on an annual basis in respect of such Financial Year, as applicable | NA |
| 60 | Details of Fraud/defaults by promoter or key managerial personnel or by Issuer Company or arrest of key managerial personnel or promoter; | NA |
| 61 | Details of one-time settlement with any bank (if any); | NA |



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| 62 | Details of Reference to Insolvency or a petition (if any) filed by any creditor | NA |
| 63 | Whether the company has forwarded the documents and intimation to the debenture trustee promptly pursuant to Regulation 56 of SEBI (LODR) Regulations, 2015 | Yes |
| 64 | Whether the company has submitted a certificate to the stock exchange within one working day of the interest or dividend or principal becoming due regarding status of payment in case of non-convertible securities. (Regulation 57(1) SEBI (LODR) Regulations, 2015) | NA |
| 65 | Details of unclaimed interest/dividend/redemption amount in the escrow account | NA |
| 66 | Details of penalty levied (if any) by the stock exchanges pursuant to SEBI circulars dated November 13, 2020 or July 29, 2022. | NA |
| 67 | Whether all material events and/or information as disclosed under regulation 51 of SEBI LODR Regulations have been informed to the Debenture trustee immediately in so far as it relates to the interest, principal, issue and terms of non-convertible debt securities, rating, creation of charge on the assets, notices, resolutions, and meetings of holders of non-convertible debt securities. | Yes |
| 68 | Whether Structured Digital Database (“SDD”) is maintained by the company. (Pursuant to Regulation 3(5) and 3(6) of SEBI (PIT) Regulations, 2015. | Yes |
| 69 | Whether the company has submitted a quarterly SDD compliance certificate certified either by compliance officer or practicing company secretary to the stock exchanges. | NA |
| 70 | A copy of the annual report at the same time as it is issued along with a copy of certificate from the listed entity's auditors in respect of utilization of funds during the implementation period of the project for which the funds have been raised: Provided that in the case of debentures or preference shares issued for financing working capital or general corporate purposes or for capital raising purposes the copy of the auditor's certificate may be submitted at the end of each financial year till the funds have been fully utilized or the purpose for which these funds were intended has been achieved | Yes |
| 71 | Whether issuer has obtained and reported Legal Entity Identifier (“LEI”) code in corporate bond database system pursuant to SEBI circular dated May 03, 2023. a) Issuer proposing to issue and list NCDs- on or after September 01, 2023 b) Issuer having outstanding NCDs as on August 31, 2023- on or before September 01, 2023 | Yes |
| 72 | Confirm if registration with Financial Intelligence Unit (FIU) is applicable. If yes, please confirm if the registration with FIU is completed. | NA |
| 73 | Confirm if clause relating to appointment of Nominee Director is inserted in Articles of Association and Debenture Trust Deed pursuant to amendment in NCS Regulation dated February 02, 2023. | Yes, the Debenture Trust Deed has been amended. |



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| 74 | Confirm if the issuer has assign the DT to each of the listed ISINs are made available in the listing center on exchanges. | Yes |
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Please enclose the below:

MANDATORY ANNEXURES

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| 1 | Updated list of name, addresses contact details and email id of debenture holders. |
| 2 | Number and nature of grievances received from debenture holders and time frame within which the same were resolved by the Issuer Company. NIL statement to be submitted in case of no grievances. |
| 3 | Companies Statutory Auditors Certificate certifying the following, for March and September : a. Annual basis - End utilization certificate of the Debenture Subscription receipts from issuer's statutory auditor (Refer Regulation 15 (1A)(c) of SEBI (Debenture Trustees) Regulations, 1993). b. Half yearly basis - Certificate regarding maintenance of hundred percent Security cover or higher Security cover as per the terms of offer document/ Information Memorandum and/or Debenture Trust Deed, including compliance with all the covenants, in respect of listed non-convertible debt securities, by the statutory auditor, along with the financial results. (Refer Regulation 15(t)(ii)(a) of SEBI (Debenture Trustees) Regulations, 1993 and Regulation 56(1)(d) of SEBI (LODR), Regulations, 2015), Applicable to secured listed debts. |
| 4 | Quarterly Basis- a. Security Cover certified by the Statutory Auditor for the quarter ended June 30, 2024 (Mandatory for Secured issuance) Note: Refer Annexure VA of SEBI Master circular dated May 16, 2024 for the format of Security Cover certificate (Attached) b. Financial Covenant Confirmation from Statutory Auditor for the quarter ended June 30, 2024 (Covenants for Secured and Unsecured issuance) Note: Refer Annexure VIA of SEBI Master circular dated May 16, 2024 for list of covenants c. Audited / unaudited financials (along with LRR) of the Issuer company whichever applicable. Notes to Accounts (calculation of Security Cover Ratio) d. A statement of value of pledged securities. (Refer SEBI Master Circular dated May 16, 2024) e. A statement of value for the Debt Service Reserve Account or any other form of security offered. (Refer SEBI Master Circular dated May 16, 2024) |
| 5 | Insurance Policy of the security charged in favour of DT. In case Insurance Policy has expired, please provide Renewed Insurance Policies & Endorsed in favour of the debenture Trustee. |
| 6 | Report of the Lead Bank regarding (Applicable for public issue) (Refer Regulation 15(1A) of DT Regulations, 1993) a. progress of the Project b. report on monitoring of utilization of funds raised for the issue, as applicable |
| 7 | Copy of all notices, resolutions and circulars relating to new issue of non-convertible debt securities, proceedings of meetings of debenture holders, advertisement issued in the media (Refer Regulation 56 of SEBI (LODR) Regulations, 2015) |
| 8 | Letter issued by Credit Rating agency for revised credit rating during the quarter. |



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| 9 | Half yearly Basis -Net worth certificate of guarantor (secured by way of personal guarantee), as applicable. (Refer SEBI Circular dated November 12, 2020) |
| 10 | Annual Basis - Financials/value of guarantor prepared on basis of audited financial statement etc. of the guarantor (secured by way of corporate guarantee), as applicable. (Refer SEBI Circular dated November 12, 2020) |
| 11 | Annual Basis -Valuation report (Registered Valuer) and title search report for the immovable/movable assets, as applicable. (Refer SEBI Circular dated November 12, 2020) |

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| Contact Details : a) Name of Authorised Signatory: Akanksha Bijawat b) Email Address: akankshab@brigadegroup.com c) Contact Numbers: 080 4137 9200 d) Name, Address and Email id of R&T Agent: M/s Integrated Registry Management Services Pvt Ltd (formerly known as Integrated Enterprises Limited) No. 30, Ramana Residency, 4 th Cross, Sampige Road, Malleswaram, Bangalore - 560003 e) Name, Address and Email id of the Credit Rating Agency: ICRA Limited, The Millenia Tower-B, Unit No. 1004, 10 th Floor, 1 & 2 Murphy Road, Ulsoor, Bangalore - 560008 |
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For **Brigade Properties Private Limited**

Akanksha Bijawat
Company Secretary

Date: 25th July, 2024

