

# BRIGADE PROPERTIES PVT. LTD

(A Joint Venture between Brigade Group and GIC, Singapore)  
Corporate Identity Number (CIN): U70200KA2007PTC042824  
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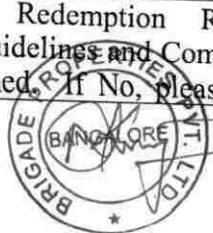
## Compliance Report for the quarter ended 31<sup>st</sup> March, 2018

**Name of Issuer Company: Brigade Properties Private Limited**

1	Description of the Debenture Series /Issue (Secured / Unsecured PCD/FCD/NCD)	<b>Series A Rated Listed Redeemable Non Convertible Debentures</b>
2	Type of Issue (Private / Public / Rights)	<b>Private</b>
3	Issue Amount and Amounts Raised	<b>Rs.49 Cores</b>
4	Listed/Unlisted (If Listed, the Exchange where listed)	<b>Listed – BSE Limited</b>
5	ISIN (Listed and Unlisted)	<b>INE454S08018</b>
6	Date of Listing of NCDs (please provide confirmation and supporting from BSE/NSE)	<b>30.03.2015</b>
7	Original & Revised (if any) Coupon Rate	<b>NA</b>
8	Tenor of Issue	<b>7 years</b>
9	Date of Allotment of Debentures	<b>20.03.2015</b>
10	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)	<b>NA</b>
11	Date of Issue of Debenture Certificate (Physical) or Credit to Demat A/c	<b>30.03.2015</b>
12	Outstanding amount as on March 31, 2018	<b>Rs. 49 Crores</b>
13	Previous Interest Payment Date and Amount paid	<b>31.03.2018.</b> <b>The interest amount of Rs.6,16,46,027/- has been paid as on 31.12.2015</b>
14	Next Interest Payment Date and Amount	<b>31.03.2019 Amount: Rs.25,46,92,896</b>
15	Previous Repayment Date and Amount paid	<b>NA</b>
16	Next Repayment Date and Amount	<b>19.03.2022</b>
17	Whether there has been any delay / default in payment of interest and/or principal amount? If yes the due dates thereof & date of payment	<b>NA</b>
18	Credit Rating at the time of issue / last credit rating prior to change	<b>[ICRA] A - (pronounced ICRA A Minus)</b>
19	Present Credit Rating and date of change of credit rating. In case of revision, please attach letter from Credit Rating Agency indicating revision in rating.	<b>[ICRA] A reaffirmed (stable) (pronounced ICRA A stable)</b>
20	a) No. of debenture holders on the date of Allotment b) No. of debenture holders as on last day of this quarter, (please provide details of NCD Holder viz. Names, Holding, Mailing Address, Contact Nos. (Benpos))	<b>1 (One)</b>  <b>1 (One)</b> <b>Reco Iris Pte Limited</b>



		<b>Address: 168 Robinson Road, #37-01, Capital Tower, Singapore – 068912 Phone no.: +65-68896819</b>
21	Brief details of the security created till date for the Debentures including third party securities	NA
22	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
23	Whether the Secured Assets are insured? If yes, attach the latest renewed copies thereof	NA
24	Certificate of inspection of trust property (security provided – immovable) is confirmed annually by the Auditors of the Company.	NA
25	Valuation Report (if applicable) has been obtained from Government approved valuer	NA
26	ROC Search Report has been obtained	NA
27	Confirmation with respect to submission of Half yearly communication (HYC) to BSE / NSE for the last applicable half year and reasons for non submission/ delay if any (Only for Listed)  unaudited/audited financial results on half yearly basis should be submitted to exchanges within 45 days from the end of half year	<b>Confirmed for the period ended 30.09.2017</b>
28	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
29	Publication of financial results and statements within 2 calendar days of the conclusion of the Board Meeting. (atleast in one English national daily newspaper)	<b>Complied with</b>
30	HYC submitted to stock exchange contains certificate signed by Debenture Trustee	<b>Complied with</b>
31	Whether unaudited financial results are accompanied by Limited Review Report (LRR)* *LRR is not required if the company has intimated exchanges in advance that it shall submit annual audited results within 60 days from the end of Financial Year	NA
32	Details Regarding Registration of charges and reasons for delay (if any)	NA
33	Whether all taxes, cesses, insurance premia, 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
34	Whether Debenture Redemption Reserve (DRR) as per SEBI Guidelines and Companies Act has been maintained. If No, please give	<b>Yes</b> <b>INR 662 Lakhs as on 31.03.2018</b>



	reasons for the same. Please provide details / issue wise of DRR amount and date of transfer till date	
35	Confirmation & Supporting of creation / maintaining DRR before October 30 <sup>th</sup> by way of deposit / invest not less than 15% of the amount of debentures maturing during the half year ended March 31, 2018 as detailed in the clarification circular provided by MCA	<b>We are maintaining the fixed deposit with banks – Ref FDR no 130455800000024/14 – Karur Vysya Bank as on 31.03.2018 – Amount Rs.3.5 Crores.</b>
36	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 give details	<b>No</b>
37	Whether any orders, directions, notice of court/ tribunal / authority affecting or likely to affect the Secured Assets has been passed. If yes, please give details	<b>No</b>
38	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 give details	<b>No</b>
39	Whether any change in Authorized Signatory to banks who had signed Post Dated Cheques (PDCs) given as security as per transaction documents	<b>No</b>
40	Security Cover as on March 31, 2018 (Please attach CA Certificate in the format as stated in Annexure)	<b>N.A.</b>
41	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.	<b>Yes</b>
42	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.	<b>N.A.</b>
43	Whether all the terms & conditions of the transaction documents are complied with? If no, please give reasons.	<b>Yes</b>
44	Whether the provisions of the following laws applicable to debentures have been complied with : a) Companies Act ( For all Issuers) b) SEBI Model Listing Agreement (For Listed Issues) c) SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 (For Listed Issues) d) ICDR Regulations (For all issuers)	<b>Yes</b> <b>Yes</b> <b>Yes</b> <b>Yes</b>
45	Whether any dividend has been declared during this quarter.	<b>NA</b>



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46	Nature of investor grievances received for quarter ended 31 <sup>st</sup> March, 2018 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)	<b>NIL</b>
47	Any Buy Back of NCDs during the quarter and details of the same	<b>No</b>
48	Whether the company has given prior intimation to exchanges of at least 11 working days before the date on and from which the Yes interest on Debenture and redemption amount of Debentures is payable	<b>Yes</b>
49	Whether the company has maintained functional website containing requisite information (Reg 62)	<b>Yes</b>
50	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	<b>Yes (when the NCD was listed in the financial year 2014-15). No funds raised for the half year ended 31<sup>st</sup> March, 2018.</b>
51	Compliance with Accounting Standard and Financial disclosures	<b>Yes</b>
52	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	<b>Yes</b>
53	Whether Directors and KMPs have disclosed to Board of Directors whether they are directly or indirectly have material interest in any transaction	<b>Yes</b>
54	Whether the company has appointed qualified Company Secretary as the Compliance Officer	<b>Yes</b>
55	Whether the Company has appointed Share transfer agent or manage the same in house	<b>Yes. Share Transfer Agents</b>
56	Whether the Company has preserved the transactions records at least for 8 years	<b>Yes</b>
57	Whether the Company is registered on the SEBI SCORES	<b>Yes</b>
58	Whether statement of investor grievances has been filed to Exchanges within 21 days from the end of quarter	<b>N.A.</b>
59	Whether the Company has constituted following committees and held meetings in compliance with the provisions <ul style="list-style-type: none"> <li>• Audit Committee</li> <li>• Nomination and Remuneration Committee</li> <li>• Stakeholders Relationship Committee</li> <li>• Risk Management Committee</li> </ul>	<b>Yes</b> <b>Yes</b> <b>NA</b> <b>NA</b>
60	Whether the Company has made disclosure of material events/information to Exchanges and	<b>Yes</b>



	Debenture Trustee, if any	
61	Whether the company has submitted Annual Report within 21 working days to stock exchange(s)	NA
62	The company shall appoint transfer agent (RTA) or manage the transfer cases in-house	Yes
63	Whether the Company has submitted a compliance certificate to the Exchange(s), duly signed by both Compliance Officer of the listed entity and the authorised representative of the transfer agent (RTA)	Yes
64	Pursuant to name change of the Trustee, whether the revised Form SH-4 (Securities Transfer Form) is submitted by the company on new name i.e Vistra ITCL (India) Limited	NA
65	Whether the company has made disclosures to the stock exchanges, when the company has defaulted in payment of interest/ installment obligation on debt securities (including commercial paper) Medium Term Notes (MTNs), FCCBs, Loan from Banks and Financial institutions , ECBs,etc, (SEBI circular No CIR/CFD/CMD/93/2017 dated August 04, 2017)	NA
66	In case of default in payment of Interest/principal Whether the company has made disclosures to the Credit Rating Agencies in timely manner	NA

#### ANNEXURES

1	Updated list of names and addresses of debenture holders. ( In case of a large list, kindly provide a CD in lieu of hard copies)
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	<p>Companies Auditors Certificate certifying the following (If already provided, please ignore):</p> <ol style="list-style-type: none"> <li>a. End utilization certificate of the Debenture Subscription receipts from issuer's statutory auditor</li> <li>b. Security Cover **</li> <li>c. Amount transferred to DRR as on March 31, 2018</li> <li>d. Debt Equity Ratio</li> <li>e. Asset cover Ratio (100%)</li> <li>f. Debt Service coverage Ratio</li> <li>g. Interest Service Coverage Ratio</li> <li>h. Half yearly certificate from Practicing CS/CA regarding maintenance of 100% asset cover ratio</li> <li>i.</li> </ol> <p>**</p> <ol style="list-style-type: none"> <li>i. Total assets charged <span style="float: right;">Rs. A</span></li> <li>ii. Total debts secured by way of charges created over the assets <span style="float: right;">Rs. B</span> with details thereof</li> <li>iii. Security Cover = A/B</li> </ol>

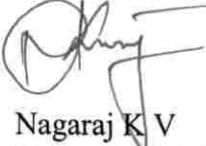


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	Note: 1. If third party security is created, please include the same and give supporting 2. Requirement of disclosures of Debt Service Coverage Ratio, asset cover and interest service coverage ratio shall not be applicable for Banks or NBFC registered with RBI and unsecured debt issued by regulated financial sector entities
4	Duly audited annual accounts of the issuer company
5	Quarterly audited / unaudited financials of the Issuer
6	Insurance Policy of the security charged in our favour. In case Insurance Policy has expired, please provide Renewed Insurance Policies
7	CA Certificate giving value of book debts / receivables (Applicable for Listed NCDs) as on March 31, 2018
8	Certificate from Director / Managing Director of the issuer company, certifying the value of book debts / receivables (Applicable for Listed NCDs) as on March 31, 2018 along with details of the said book debts and/or receivable
9	Report of the Lead Bank regarding progress of the Project
10	Paper cutting of publication of financial results (at least in one English national daily newspaper)
11	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
12	Letter issued by Credit Rating agency for revised credit rating

<p><b>Contact Details :</b></p> <p>a) Name of Authorised Signatory : Nagaraj K V  b) Email Address: <a href="mailto:nagarajkv@brigadegroup.com">nagarajkv@brigadegroup.com</a>  c) Contact Numbers: 080 41379200  Name &amp; Address of R&amp;T Agent : M/s Integrated Registry Management Services Pvt Ltd (formerly known as Integrated Enterprises Limited) No. 30, Ramana Residency, 4<sup>th</sup> Cross, Sampige Road, Malleswaram, Bangalore - 560003</p>
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For Brigade Properties Private Limited

  
Nagaraj K V  
Company Secretary



Date: 20<sup>th</sup> April, 2018



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