

Compliance Report for the quarter ended September 30, 2020

Name of Issuer Company : **Embassy Property Developments Private Limited**

Information submitted at the times of issuance/allotment:

1	Description of the Debenture Series /Issue (Secured / Unsecured PCD/FCD/NCD)	Embassy Property Dev. RESET 2018
2	Type of Issue (Private / Public / Rights)	Private
3	Issue Amount and Amounts Raised	Rs.554 Cr
4	Listed/Unlisted (If Listed, the Exchange where listed)	Listed at NSE
5	ISIN (Listed and Unlisted)	INE003L07028
6	Date of Listing of NCDs (please provide confirmation and supporting from BSE/NSE)	6th May, 2014
7	Whether there has been delay in Listing of the debt securities beyond 20 days from the deemed date of allotment If yes, confirm whether the Issuer Company has paid penal interest of at least @ 1 % p.a. over the coupon rate from the expiry of 30 days from the deemed date of allotment till the listing of such debt securities to the investor.	nil
8	Original & Revised (if any) Coupon Rate	Range from 11.65% to 17.78% IRR
9	Tenor of Issue	48 months from the date of allotment and extended up to 31.03.202020
10	Date of Allotment of Debentures	23rd April, 2014
11	Whether RTA / Company has forwarded the details of debenture holders to the DT at the time of allotment.	Yes
12	PAS-3, PAS-4, PAS-5 filed with ROC within specified time limit (please provide confirmation and supporting)	Yes filed within 30 days if issue of Non Convertible debentures
13	Date of Issue of Debenture Certificate (Physical) or Credit to Demat A/c	23rd April, 2014
14	Credit Rating at the time of issue / last credit rating prior to change	ICRA-BBB-(CE) Negative
15	No. of debenture holders on the date of Allotment	4
16	Name of the Debenture holder representative/facility agent along with its contact details	Trustee has been appointed so no facility agent
17	Details of Debenture holders holding more than 10% of debentures in value for the time being outstanding	attached
18	Whether the company has issued debentures to Foreign debenture holders	yes
19	Certificate of inspection of trust property (security provided – immovable) is confirmed by the Auditors of the Company.	yes
20	Valuation Report (if applicable) has been obtained from Government approved valuer.	yes
21	ROC Search Report has been obtained	yes
22	Details Regarding Registration of charges and reasons for delay (if any)	Charge filed within 30 days of issue of Non Convertible debentures

Information submitted on quarterly basis:

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)	N.A.
2	Outstanding amount as on September 30, 2020	Rs. 203.6 Crores
3	Previous Interest Payment Date and Amount paid	-
4	Next Interest Payment Date and Amount	-
5	Previous Repayment Date and Amount paid	-
6	Next Repayment Date and Amount	13.11.2020 and Rs. 203.6 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 Investors.	No
8	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.	ICRA BBB-(CE); reaffirmed; outlook revised to Negative from Stable
9	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>	4
10	Whether RTA / Company has forwarded the details of debenture holders to the DT by the seventh working day of every next month.	yes
11	Brief details of the security created till date for the Debentures including third party securities	-Pledge on share held in Embassy Office Ventures Private Limited -pledge created on 3.13% of the units held with Embassy Office Parks Reit
12	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	nil
13	Whether the Secured Assets are insured? If yes, attach the latest renewed copies thereof	Not applicable
14	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	yes
15	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	No deviations
16	Publication of financial results and statements within 2 calendar days of the conclusion of the Board Meeting. (atleast in one English national daily newspaper)	Not published
17	HYC submitted to stock exchange contains certificate signed by Debenture Trustee	Yes
18	Whether unaudited financial results are accompanied by Limited Review Report (LRR)*	yes

	*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	
19	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	yes
20	Whether Debenture Redemption Reserve (DRR) as per SEBI Guidelines and Companies Act has been maintained. If No, please give reasons for the same. Please provide details / issue wise of DRR amount and date of transfer till date.	No, there is no adequate profit after tax to be allocated to create Debenture Redemption Reserve (DRR)
21	Confirmation & Supporting of creation / maintaining DRR before April 30 th by way of deposit / invest not less than 15% of the amount of debentures maturing during the year ending September 30, 2020 as detailed in the clarification circular provided by MCA, including mode of creation of DRR.	No. DRR of 15% of the amounts maturing till June 30 th of next year is required to be created as per MCA circular no. 04/2013 dated 11th Feb, 2013.
22	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	no
23	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	No
24	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	No
25	Whether any Post -dated Cheques (PDCs) are issued, if yes then provide the favoring name of PDC	No
26	Whether any change in Authorized Signatory to bank accounts and Escrow Account who had signed Post-dated Cheques (PDCs) as security as per transaction documents.	No
27	Security Cover as on September 30 (Please attach Chartered Accountant Certificate)	attached
28	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
29	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.	The Company has issued Non-Convertible Debenture
30	Whether all the terms & conditions of the transaction documents are complied with? If no, please give reasons.	yes
31	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 Model Listing Agreement (For Listed Issues) c) SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 (For Listed Issues) d) SEBI (Issue of Capital and Disclosure Requirements), 2009 (For all issuers) e) SEBI (Issue and Listing of Debt Securities), 2008	Yes to the extent applicable to listed Non-Convertible Debenture
32	f) Whether any dividend has been declared during this quarter.	nil
33	Nature of investor grievances received for quarter ended September 30, 2020 its status as on date of the submission of	Yes and attached

	QCR and reason for the non-resolution/ delay if any (Details to be separately provided in annexure as enclosed)	
34	Any Buy Back of NCDs during the quarter and details of the same	nil
35	Whether the company has given prior intimation to exchanges of at least 11 working days before the date on and from which the interest on Debenture and redemption amount of Debentures is payable	Yes whenever paid
36	Whether the company has maintained functional website containing requisite information (Reg 62)	yes
37	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	Yes whenever required
38	Compliance with Accounting Standard and Financial disclosures	yes
39	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	Not applicable as company is a private limited
40	Whether Directors and KMPs have disclosed to Board of Directors whether they are directly or indirectly have material interest in any transaction	yes
41	Whether the company has appointed qualified Company Secretary as the Compliance Officer	yes
42	Whether the Company has appointed Share transfer agent or manage the same in house	yes
43	Whether the Company has preserved the transactions records at least for 8 years	yes
44	Whether the Company is registered on the SEBI SCORES	yes
45	Whether statement of investor grievances has been filed to Exchanges within 21 days from the end of quarter	yes
46	Whether the Company has constituted following committees and held meetings in compliance with the provisions <ul style="list-style-type: none"> • Audit Committee • Nomination and Remuneration Committee • Stakeholders Relationship Committee • Risk Management Committee 	
47	<ul style="list-style-type: none"> • Whether the Company has made disclosure of material events/information to Exchanges and Debenture Trustee, if any 	Yes
48	Whether the company has submitted Annual Report within 21 working days to stock exchange(s)	yes
49	In case the Company has provided Post Dated Cheques (PDCs) in favour of Trustee towards security, whether the same are reissued in the new name of Trustee i.e Vistra ITCL (India) Limited	no
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 authorised 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.	nil

52	Whether any NCLT proceedings has been initiated against the company, if yes, provide details.	nil
53	In case of default in payment of Interest/principal Whether the company has made disclosures to the Credit Rating Agencies in timely manner	nil
54	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). If yes, please provide copy of disclosure.	There is no default but the Company with the approval of Debenture holders extended the repayment period several times.
55	All the terms of issue of debentures or covenants of the trust deed are complied with. If no, provide details along with reason for non-compliance	yes
56	Certificate of inspection of trust property (security provided – immovable) is confirmed Annually by the Auditors of the Company.	yes
57	Pursuant to SEBI circular no. SEBI/HO/DDHS/CIR/P/103/2020 dated June 23, 2020, please confirm that there is no breach in providing information to the Debenture Trustee(s) regarding the status of payment or otherwise to the Stock Exchanges and Depositories	yes
58	Bank details (from which it proposes to pay the redemption amount)	yes
59	Confirm if Debenture Trustee is pre-authorized to seek debt redemption payment related information from the Issuer's bank	no

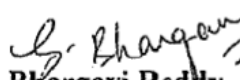
ANNEXURES

1	Updated list of names and addresses of debenture holders. – attached
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.- attached
3	Companies Statutory Auditors Certificate certifying the following on Annual Basis (If already provided, please ignore): <ul style="list-style-type: none"> a. End utilization certificate of the Debenture Subscription receipts from issuer's statutory auditor (Refer Regulation 15 (1A) of SEBI (Debenture Trustees) Regulations, 1993). b. Certificate from statutory auditor giving the value of book debts/receivables (Refer Regulation 15(t)(ii)(a) of SEBI (Debenture Trustees) Regulations, 1993).
4	Security Cover certificate from a Chartered Accountant- attached <ul style="list-style-type: none"> i. Total assets charged Rs. A ii. Total debts secured by way of charges created over the assets with details thereof Rs. B iii. Security Cover = A/B <p>Note: If third party security is created, please include the same and give supporting</p>
5	Quarterly audited / unaudited financials of the Issuer or audited annual accounts of the issuer company whichever applicable- attached
6	Insurance Policy of the security charged in our favour. In case Insurance Policy has expired, please provide Renewed Insurance Policies- Not applicable
7	In case of listed debt securities secured by way of receivables/ book debts on Quarterly basis provide: <ul style="list-style-type: none"> a) Certificate from Director / Managing Director of the issuer company, certifying the value of book debts / receivables (Applicable for Listed NCDs) as on September 30, 2020 along with details of the said book debts and/or receivable b) Certificate from an independent chartered accountant giving the value of book debts/receivables

8	Report of the Lead Bank regarding – not applicable a. progress of the Project b. report on monitoring of utilization of funds raised for the issue
9	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- intimation regarding new issue of non-convertible debt securities intimated , however till date the company has not issued the same.
10	Letter issued by Credit Rating agency for revised credit rating- Nil

	<p>Contact Details :</p> <p>a) Name of Authorised Signatory : Mrs. G Bhargavi Reddy</p> <p>b) Email Address : cs@embassyindia.com</p> <p>c) Contact Numbers : 080 – 4039 9999</p> <p>d) Name,Address and Email id of R&T Agent : Karvy Computershare Private Limited Karvy Selenium Tower B, Plot number 31 & 32 Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad-500032, P : +91 040 67161603</p> <p>e) Name, Address and Email id of the Credit Rating Agency: ICRA Limited The Millenia, Tower B, Unit No.1004, 10th Floor, 1&2 Murphy Road, Ulsoor Bengaluru - 560008</p> <p>f)</p>
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For **Embassy Property Developments Private Limited**


G. Bhargavi Reddy
Company Secretary



Date: 13.11.2020