

April 22, 2022

To,

IDBI Trusteeship Services Ltd, Asian Building, Ground Floor, 17, R. Kamani Marg, Ballard Estate, Mumbai – 400 001

Kind attn: Ms. Niharika

Dear Madam,

# Subject: Quarterly Compliance Report for the Quarter ended March 31, 2022

In compliance with the Securities and Exchange Board of India (SEBI) (Debenture Trustee) Regulations, 1993 as amended from time to time, the SEBI (Listing Obligations and Disclosure Requirements) 2015, and the Companies Act 2013, we furnish the required information for your needful.

SI.			P	articula	ars of Info	rmatio	n/Docum	ents			
No.											
1.	Regulatory Requirement:									Furnished Yes/No	
a.		An updated list of Debenture holders registered in the Register of Debenture Holders in the following format:									List of Debenture Holders as on March
			I	SSUE-	WISE PAI	RTICUI	LARS				31, 2022 is attached as
	Issu siz		Name(s Debent Holde	ure	Addro	ess	Contact No.	E	mail Id		Annexure I.
b.		Co Gr pe the	omplaints/gred, a confirm Nos. of omplaints/ rievances ending for e previous quarter	ievance nation the No Com Grie Rec during	nereof.	C-WISE N Com Grie pend the	PARTICUTOS. of applaints/evances ding for current parter		Reason pendi	n (if ng nd s of t of	There were no Complaints recorded during the quarter ended March 31, 2022, the same was furnished for your perusal. (Attached as Annexure II)







							REIT -	
2.	Manag	gement Cor		Furnished Yes/No				
a.			r/ Whole Time Direc	etor/CEO/ CS	a key managerial person CFO of the Company to		Attached as Annexu	ire
		7007	Interest/Princip					
	Issue size	ISIN No	Due date of redemption and/or interest (falling in the quarter)	Paid/unpa id (date of payment, if paid, reasons if not paid)	Next due date for the payment of Interest / principal			
b.	Securit	y and insura	ance <sup>1</sup> :					
	i.	not limited subsisting	d to the purpose of and binding upon the	of and as prine Company	npany remain valid (incl rovided in Limitation A	ct 1963),	binding	by ain nd
	ii.	by way of the debent free from a to by the d	security/cashflows/ ure holders as and vany other encumbra ebenture holders	profits are su when they be nces except to	rantors, if any, which are afficient to discharge the acome due and that such those which are specifica	claims of assets are lly agreed	debenture holders as a when they become d and that such assets a free from any oth encumbrances exce	of its age the ind ue iner ept
	iii.	Delay or Fordefault in streamed	•	NA				
	iv.	Prospectus			ainst all risks as prescrib the captioned Debent		Yes, all secured asset have been insured again all risks as prescribed the Informatic Memorandum of the captioned Debentures as Security Documents	in on he

<sup>&</sup>lt;sup>1</sup> applicable for secured debentures Embassy Office Parks Real Estate Investment Trust (REIT) Principle Place of Business: Royal Oaks, Embassy Golflinks Business Park, Off Intermediate Ring Road, Bangalore, Karnataka, India – 560 071. | T: + 91 80 3322 0000/2222 | F: +91 80 4903 0046 www.embassyofficeparks.com | SEBI Reg. No.IN/REIT/17-18/0001



		All the Insurance policies of	htained are valid e	C 11	1	
		as required under the Informare endorsed in favour of I in respect of the following is	Trust Deed, and	Yes		
	Issue	Policy No.	Coverage (Rs.)	Period &	Status of	
	Size		1997 8 9	expiry date	Endorsement	
	2,600	2999204281627900000	29,50,92,09,564	15/08/2021	Endorsed	
	Crore			to 14/08/2022		
c.	Statutor	y:			****	Yes/No
		The Company has complied the Companies Act 2013, conditions of the captioned has occurred or continuing details.	the extant SEBI R Debentures and the	egulations and re is no event of	I the terms and of default which	Companies Act, 2013 provisions are not applicable to Embassy REIT, however Embassy REIT have complied with the extant SEBI Regulations and the terms and conditions of the captioned Debentures.
		Whether there is any breacterms of the Information Me If yes, please specify date covenant and remedial actidocuments.  Any additional covenants of payment clause, etc.) and sta	emorandum and DT of such breach occu on taken by the C of the issue (inclu	D.  TD.  The deta  Tompany along	ils of breach of with requisite	There is no breach of covenant/terms of the debenture issues in terms of the Information Memorandum and DTD in respect of the captioned debentures
	iii.	There is no major change in amount to change in contro Shares and Takeovers) Regalong with copies of intimat	composition of its I l as defined in SEI gulations, 2011 (Ch	BI (Substantial anges if any	Acquisition of	There is no change in the composition of its Board of Directors of the Manager to Embassy Office Parks REIT since the issuance of NCDs'
		any amalgamation, deme reconstruction scheme propo	structuring or	Other than those disclosed in Debenture Trust deed, there are no amalgamation, demerger, merger or corporate restructuring or reconstruction scheme proposed by Embassy REIT		
	v.	Change, if any, in the nature	and conduct of the	business by th	e Company	Nil
	(	Outstanding litigations, orde or likely to materially affect assets, mortgaged and charg	t the interests of t	he Debenture	Holders or the	Other than those stated in the financial statements of Embassy REIT, there were no Outstanding litigations, orders,

Embassy Office Parks Real Estate Investment Trust (REIT)



			- REIT -
	vii.	Proposals, if any placed before the board of directors for seeking alteration in	directions, notices, of court/tribunal affecting, or likely to materially affect the interests of the Debenture Holders or the assets, mortgaged and charged under security creation documents  Nil
		the form or nature or rights or privileges of the Debentures or in the due dates on which interest or redemption are payable, if any	
	viii.	Disclosures, if any made to the stock exchange in terms of Regulation 30 or Regulation 51(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which may have a bearing on the Debentures or on the payment of interest or redemption of the Debentures	Yes. Disclosure was made on March 31, 2022. However, the same does not have any bearing on the payment of interest on Debentures.
	ix.	There are no events or information or happenings which may have a bearing on the performance/operation of the Company, or there is no price sensitive information or any action as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 that may affect the payment of interest or redemption of the Debentures.	Nil
d.	Others:		Yes/No
	i.	Details of revisions in the credit rating (if any)(to be attached);	NA
	ii.	Details of Corporate Debt Restructuring (if any);	NA
	iii.	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
	iv.	Details of Fraud/defaults by promoter or key managerial personnel or by Issuer Company or arrest of key managerial personnel or promoter;	NA
	V.	Details of one time settlement with any bank (if any);	NA
	vi.	Details of Reference to Insolvency or a petition (if any) filed by any creditor	NA
	vii.	Confirmation that a functional website containing, amongst others, the following information is maintained by the Company:- a. email address for grievance redressal and other relevant details;	Yes except for point (f) to point (h) which is not applicable.
		<ul> <li>b. name of the debenture trustees with full contact details;</li> <li>c. the information, report, notices, call letters, circulars, proceedings, etc., concerning non-convertible redeemable preference shares or non-convertible debt securities;</li> <li>d. all information and reports including compliance reports filed by the Company;</li> <li>e. Debenture redemption reserve</li> </ul>	a.
		<ul><li>f. Default by issuer to pay interest or redemption amount [if any]</li><li>g. failure to create a charge on the assets [if any]</li><li>h. revision in rating assigned to the NCDs [if any]</li></ul>	

Embassy Office Parks Real Estate Investment Trust (REIT)



4.	Copies of the following information/documents (to be attached):-	Furnished Yes/No
a.	Asset cover Certificate (in format of Annexure A of SEBI Circular dt. 12.11.2020)	For Quarter ended December 31, 2021: Submitted
		For Quarter ended March 31, 2022: In progress as timeline available till May 30, 2022.
b.	A statement of value of pledged securities, if any / applicable	NA
c.	A statement of value of Debt Service Reserve Account or any other form of security if any / applicable	NA
g.	Certified True Copy of quarterly and year-to-date standalone financial results	Attached as Annexure IV
h.	Copy of the un-audited or audited financial results	Attached as Annexure IV
i.	Periodical reports from lead bank regarding progress of the Project, if any	NA
j.	Copy of the Insurance Policies duly endorsed in favour of the Debenture Trustee as 'Loss Payee'	NA
k.	Details of initiation of forensic audit (by whatever name called) in respect of the Company, and copies of the disclosures made by the Company to the Stock Exchange in this regard.	NA
1.	a one-time certificate from the statutory auditor of the Company with respect to the use of the proceeds raised through the issue of Debentures as and when such proceeds have been completely deployed toward the proposed end-uses	Yes

For and on behalf of Embassy Office Parks REIT Acting through the Manager, Embassy Office Parks Management Services Private Limited

Deepika Srivastava Company Secretary and Compliance Officer A23654



Embassy Office Parks Real Estate Investment Trust (REIT)

Principle Place of Business: Royal Oaks, Embassy Golflinks Business Park, Off Intermediate Ring Road, Bangalore, Karnataka, India – 560 071. | T: + 91 80 3322 0000/2222 | F: +91 80 4903 0046 www.embassyofficeparks.com | SEBI Reg. No.IN/REIT/17-18/0001



April 22, 2022

To,

Catalyst Trusteeship Limited Windsor, 6th Floor, Office No-604, C.S.T. Road, Kalina, Santacruz (East), Mumbai-400 098

Dear Sir/Madam,

Subject: Quarterly Compliance Report for the Quarter ended March 31, 2022 for Series IV Non-Convertible Debentures (ISIN: INE041007068) and, Embassy REIT Series V Tranche A Non-Convertible Debentures 2021 (ISIN: INE041007076), Embassy REIT Series V Tranche B Non-Convertible Debentures 2021 (ISIN: INE041007084)

In compliance with the Securities and Exchange Board of India (SEBI) (Debenture Trustee) Regulations, 1993 as amended from time to time, the SEBI (Listing Obligations and Disclosure Requirements) 2015, and the Companies Act 2013, we furnish the required information for your needful.

Sl. No.		Particula	ars of Informatio	on/Document	ts	
1.	Regulatory	Requirement:				Furnished Yes/No
a.		list of Debenture he Holders in the follow ISSUE-	r of	List of Debenture Holders as on March 31, 2022 is attached as		
	Issue size	Name(s) of Debenture Holder	Address	Contact No.	Email Id	Annexure I.
				*		







	Co recei	Nos. of mplaints/ ived during e Quarter	nts/ complaints pending at the end of uring resolved during reporting Quarter					ended March 31, 26 (Investor Grievan Report for Quart ended March 31, 26 attached as Annex II)	
B)			its pending for		nan 30 days:	Status of	7		
Nos. Complete pendin more 30 da	laints ig for than		ken for redres		taken for Redressal	complaint (if redressed, date of redressal)		Nil	

2.	Management Confirmations:	Furnished Yes/No
a.	The assets of Embassy REIT and of the guarantors, if any, which are available by way of security/cashflows/profits are sufficient to discharge the claims of the debenture holders as and when they become due and that such assets are free from any other encumbrances except those which are specifically agreed to by the debenture holders.	Yes (Attached as Annexure III)
b.	A Certificate cum Confirmation duly signed by key managerial personnel viz., Managing Director/ Whole Time Director/CEO/ CS/CFO of Embassy REIT	Attached as Annexure A



3.	Details of Recovery Expe	ense Fund.		,		
Sr. No.	Name of the Listed Entity (including ISINs)	Issue Type (public/ Privately placed)	Issue Size (in ₹ crores)	Size/Value of recovery fund maintained	Any addition in the recovery Expense fund during the quarter	Details of usage of the funds, if any, during the quarter
1.	Embassy office parks REIT INE041007035 (Series II Tranche A)	Privately Placed	750	25,00,000	NA	NA
2.	Embassy office parks REIT INE041007043 (Series II Tranche B)	Privately Placed	750		NA	NA
3.	Embassy office parks REIT INE041007050 (Series III)	Privately Placed	2,600		NA	NA
4.	Embassy office parks REIT INE041007068 (Series IV)	Privately Placed	300		NA	NA
5.	Embassy office parks REIT INE041007076 (Series V Tranche A)	Privately Placed	2,000		NA	NA
6.	Embassy office parks REIT INE041007084 (Series V Tranche B)	Privately Placed	1,100		NA	NA

For and on behalf of Embassy Office Parks REIT Acting through the Manager, Embassy Office Parks Management Services Private Limited

Deepika Srivastava Company Secretary and Compliance Officer A23654

Embassy Office Parks Real Estate Investment Trust (REIT)
Principle Place of Business: Royal Oaks, Embassy Golflinks Business Park, Off Intermediate Ring Road,
Bangalore, Karnataka, India – 560 071. | T: + 91 80 3322 0000/2222 | F: +91 80 4903 0046
www.embassyofficeparks.com | SEBI Reg. No.IN/REIT/17-18/0001



#### Annexure A

### Embassy Office Parks REIT hereby declares the following as on December 31, 2021:

- i) Interest and Principal due on debentures in respect of Series IV and Series V Tranche A and Series V Tranche B has been paid on March 29, 2022 which is within due dates i.e March 31, 2022 to those debenture holders who have held the debentures as on record date i.e. March 24, 2022.
- ii) There is no change in credit rating of the issues since the date of issuance of captioned NCD's
- iii) There is no change in composition of Board of Directors since the date of issuance of captioned NCD's.
- iv) The properties secured for the Debentures are adequately insured.
- iv(a) The Insurance policies are in the joint names of the Trustees; (wherever applicable)- The Insurance policy in respect of Series IV and Series V Tranche A and Series V Tranche B are in the name of Catalyst Trustee Limited.
- v) All requisite information / documents indicated as per conditions precedent/subsequent in debenture document/s in respect of NCD are submitted from time to time. (If not submitted details of the same)
- vi) There are no events or information or happenings which may have a bearing on the performance/operation of Embassy REIT, or there is no price sensitive information or any action as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 that may affect the payment of interest or redemption of the Debentures.
- vii) Embassy REIT has submitted the pre-authorisation as per SEBI Circular on Operational framework for transactions in defaulted debt securities dated 23.06.2020 and if there is any change in the provided bank details same will be shared within 1 day. Circular repealed by SEBI.
- viii) Embassy REIT has complied with the applicable provisions of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, the listing agreement with stock exchange, trust deed and all other regulations issued by SEBI pertaining to debt issue from time to time as applicable.



ix) Embassy REIT has complied with para 2.2 of the SEBI circular dated 12.11.2020, for all existing debt securities, listed entities and trustees are required to enter into supplemental/amended debenture trust deed incorporating the changes in the debenture trust deed. - Not applicable for Series IV and Series V

For and on behalf of Embassy Office Parks REIT Acting through the Manager, Embassy Office Parks Management Services Private Limited

Bangalore

Deepika Srivastava

**Company Secretary and Compliance Officer A23654** 



April 22, 2022

To,

SBICAP Trustee Company Limited, Apeejay House, 6<sup>th</sup> Floor, 3, Dinshaw Wachha Road, Churchgate, Mumbai – 400 020.

Dear Sir/Madam,

Subject: Listed Non-Convertible Debentures- Compliance Report for the Quarter ended March 31, 2022

In compliance with the Securities and Exchange Board of India (SEBI) (Debenture Trustee) Regulations, 1993 as amended from time to time, the SEBI (Listing Obligations and Disclosure Requirements) 2015, and the Companies Act 2013, we furnish the required information for your needful.

# Part I (General Requirement)

Sr. No.	Particulars	Issue No.1	Issue No. 2
		Series II	– 1500cr
1	Issue Size (Rs. in crore)	750 crores	750 crores
2	Public/Rights/ Privately Placed	Privately Placed	Privately Placed
3	Listed/Unlisted	Listed	Listed
4	Secured/Unsecured	Secured	Secured
5	Credit Rating as on date state, revision if any and immediate previous ratings	AAA(Stable)	AAA(Stable)
6	Date of Opening of Issue	08-Sep-20	26-Oct-20
7	Date of Closure of Issue	08-Sep-20	26-Oct-20
8	Date of Allotment	09-Sep-20	27-Oct-20
9	Date of Dispatch of Bonds/Debentures/Credit of Bonds/Debentures to Bond/Debenture Holder's Demat Account	10-Sep-20	28-Oct-20
10	CDSL/NSDL Letters to be Provided	Submitted during the Listing	Submitted during the Listing
11	Date of Execution of Debenture Trustee Agreement	August 14, 2020	August 14, 2020
12	Date of Execution of Trust Deed	September 08, 2020	September 08, 2020
13	Date of Registration with ROC (ROC Certificate to be provided)	Submitted	Submitted



		RE	IT —
14	Form GNL 2, PAS 3 along with Information Memorandum/SDD/PAS 4 and PAS 5 along with challan filed with the Registrar of Companies. Confirmation the said filing has been done within 30 days from the date of Information Memorandum.	NA	NA
15	Form PAS 5 along with Information Memorandum filed with SEBI along with acknowledgement receipt. Confirmation the said filing has been done within 30 days from the date of Information Memorandum.	NA	NA
16	Form MGT14 in respect of the shareholder and board resolution for issue of debentures along with challan filed with Registrar of Companies	NA	NA
17	Please attached an updated list of Debenture holders registered in the Register of Debenture Holders including Issue size, Name(s) of Debenture Holder, Address, Contact No. and email ID. In case no complaints have been received, a confirmation thereof.	Attached as Annexure I	Attached as Annexure I
	Details of complaints/grievances		
	Complaints/Grievances pending for the previous quarter	NIL	NIL
	Complaints/Grievances pending for the current quarter	NIL	NIL
18	Resolved/Unresolved	NIL	NIL
	No. of complaints pending at the end of Quarter (for more than 30 days)	NIL	NIL
	Reason and Step taken to resolve the pending complaints (if pending beyond 30days of receipt of grievance)	NIL	NIL
21	Security and Insurance (Refer Note -1)		
a	The assets of the Company and of the guarantors, if any, which are available by way of security/cashflows/profits are sufficient to discharge the claims of the debenture holders as and when they become due and that such assets are free from any other encumbrances except those which are specifically agreed to by the debenture holders (Furnished Yes/No)	Yes	Yes
	All the Insurance policies obtained are valid, enforceable and cover the risks as required under the Information Memorandum/Debenture Trust Deed and are endorsed in favour of Debenture Trustee as 'Loss Payee'. The premium in respect of the following insurance policies have been paid.	Yes	Yes
b	Policy No.	2949 2035 4859 9801 000 / 2356948-0000-00	2949 2035 4859 9801 000 / 2356948-0000- 00
	Coverage (Rs.)	15,14,70,06,037/ 22,68,42,11,013	15,14,70,06,03 7/22,68,42,11,0 13
	Period & expiry date	15/08/2021 to 14/08/2022/	15/08/2021 to 14/08/2022/



		R	ELT	-	
		01/04/2021 t	to	01/04/2021	to
		31/03/2022		31/03/2022	
	Status of Endorsement	Yes		Yes	
22	Statutory Confirmation by the issuer (As per Annexure A)	Attached a	as .	Attached	as
22	Statutory Commination by the issuer (As per Annexure A)	Annexure A	1	Annexure A	

# Part II (Details of Recovery Expense Fund)

Sr. No.	Name of the Listed Entity (including	2 I			Any addition in	Details of usage	Additiona
INO.	ISINs)	Privately Placed)	(III < crores)	recovery fund maintained	Expense fund during the quarter	of the funds, if any, during the quarter	Remarks
1.	Embassy office parks REIT INE041007035(Series II Tranche A)	Privately Placed	750	25,00,000	NA	NA	NA
2.	Embassy office parks REIT INE041007043 (Series II Tranche B)	Privately Placed	750		NA	NA	NA
3.	Embassy office parks REIT INE041007050 (Series III)	Privately Placed	2,600		NA	NA	NA
4.	Embassy office parks REIT INE041007068 (Series IV)	Privately Placed	300		NA	NA	NA
5.		Privately Placed	2,000		NA	NA	NA
6.	Embassy office parks REIT INE041007084 (Series V Tranche B)	Privately Placed	1,100		NA	NA	NA



### Annexure A

# The Issuer hereby declares the following for the Quarter ended March 31, 2022:

- 1. There is no default in payment of interest in respect to Series II.
- 2. There is no significant change in composition of Board of Directors.
- 3. All requisite information / documents indicated as per conditions precedent/subsequent in debenture document/s in respect of NCD are submitted from time to time.
- 4. There are no events or information or happenings which may have a bearing on the performance/operation of the Embassy REIT, or there is no price sensitive information or any action as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 that may affect the payment of interest or redemption of the Debentures.
- 5. Company has submitted the pre-authorization as per SEBI Circular on Operational circular dated 10.08.2021 bearing reference no SEBI/HO/DDHS/P/CIR/2021/613 and if there is any change in the provided bank details same will be shared within 1working day as specified in the said circular.
- 6. Embassy REIT has complied with the provisions of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, the listing agreement with stock exchange, trust deed and all other regulations issued by SEBI pertaining to debt issue from time to time.
- 7. Security Documents executed by the Embassy REIT remain valid (including but not limited to the purpose of and as provided in Limitation Act 1963), subsisting and binding upon Embassy REIT.
- 8. There is no Delay or Failure to create security (if any), with detailed reasons for delay or default in security creation and the timelines within which the same shall be created.
- Any additional covenants of the issue (including side letters, accelerated payment clause, etc.) and status thereof has been furnished to Debenture Trustee/Debenture Holders. - Not applicable
- 10. There is no amalgamation, demerger, merger or corporate restructuring or reconstruction scheme proposed by the Embassy REIT.
- 11. There are no changes in the nature and conduct of the business by the Embassy REIT.
- 12. There is no Outstanding litigations, orders, directions, notices, of court/tribunal affecting, or likely to materially affect the interests of the Debenture Holders or the assets, mortgaged and charged under security creation documents, if any.
- 13. Proposals, if any placed before the board of directors for seeking alteration in the form or nature or rights or privileges of the Debentures or in the due dates on which interest or redemption are payable, if any. **Not Applicable**
- 14. Details of Corporate Debt Restructuring (if any); Not Applicable.



- 15. 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 Embassy REIT to the RBI on an annual basis in respect of such Financial Year, as applicable Not Applicable
- 16. Details of Fraud/defaults by promoter or key managerial personnel or by Issuer Company or arrest of key managerial personnel or promoter. **Not Applicable**
- 17. Details of one-time settlement with any bank/Any other Creditor (if any). Not Applicable
- 18. Details of Reference to Insolvency or a petition (if any) filed by any creditor. Not Applicable
- 19. We confirm that a functional website containing, amongst others, Email address for grievance redressal and other relevant details and Name of the debenture trustees with full contact details is maintained by the Embassy REIT.
- 20. All information and reports including compliance reports filed by the Embassy REIT.
- 21. The information, report, notices, call letters, circulars, proceedings, etc., concerning non-convertible securities.

Bangalore

For and on behalf of Embassy Office Parks REIT Acting through the Manager, Embassy Office Parks Management Services Private Limited

Deepika Srivastava

**Company Secretary and Compliance Officer** 

A23654