

(THIS GENERAL INFORMATION DOCUMENT IS NEITHER A PROSPECTUS NOR A STATEMENT IN LIEU OF PROSPECTUS. THIS GENERAL INFORMATION DOCUMENT HAS BEEN PREPARED IN CONFORMITY WITH THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE AND LISTING OF NON-CONVERTIBLE SECURITIES) REGULATIONS, 2021 ISSUED VIDE NOTIFICATION NO. SEBI/LAD-NRO/GN/2021/39 DATED AUGUST 09, 2021, AS AMENDED FROM TIME TO TIME, THE MASTER CIRCULAR FOR ISSUE AND LISTING OF NON-CONVERTIBLE SECURITIES, SECURITISED DEBT INSTRUMENTS, SECURITY RECEIPTS, MUNICIPAL DEBT SECURITIES AND COMMERCIAL PAPER ISSUED BY THE SECURITIES AND EXCHANGE BOARD OF INDIA VIDE CIRCULAR NUMBER SEBI/HO/DDHS/POD1/P/CIR/2023/119 DATED AUGUST 10, 2021, AS AMENDED FROM TIME TO TIME, THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 ISSUED VIDE CIRCULAR NO. SEBI/LAD-NRO/GN/2015-16/013 DATED SEPTEMBER 02, 2015, AS AMENDED FROM TIME TO TIME, SECTION 42 OF THE COMPANIES ACT, 2013 AND THE COMPANIES (PROSPECTUS AND ALLOTMENT OF SECURITIES) RULES, 2014, AS AMENDED FROM TIME TO TIME)

GENERAL INFORMATION DOCUMENT

Type of issue document: General Information Document for Private Placement of the debentures more particularly identified herein below

Date of the issue document: [●] June, 2024



HIREN WAHEN BUILDTECH PRIVATE LIMITED

Hiren Wahan Buildtech Private Limited (the “Company” or “Issuer”) was incorporated under the provisions of the Companies Act, 1956 as a private limited company.

Date of Incorporation: December 12, 2011 **Place of Incorporation:** Bangalore, Karnataka

Registered Office: No.1158, Sy. No. 86/4 & 86/6, Panathur, Marathahalli, Bangalore, Karnataka, India, 560103

Corporate Identification Number (CIN): U70100KA2011PTC061599 | **Permanent account number (PAN):** AACCH8063K

Telephone No.: 9686781929, **E-mail:** info@hwbuildtech.com, **Website:** www.hwbuildtech.com

Chief Financial Officer: Ms. Gracy Mary | **Tel. No.:** 9686781929 | **E-mail:** grace@hwbuildtech.com

Compliance Officer: Ms. Vibha Vyas , **Tel. No.:** +91 8296118987, **Email:** vibha@hwbuildtech.com

Company Secretary: Ms. Vibha Vyas, **Tel. No.:** +91 8296118987 , **Email:** vibha@hwbuildtech.com

Promoters: Please refer to Page 04 of this General Information Document

Please note that this General Information Document is valid for a period of 1 (One) year from the Issue Opening Date of the first issuance of Debentures made in terms of the Key Information Document issued pursuant to this General Information Document.

BACKGROUND

General Information Document (“General Information Document” / “GID”) for issue of (i) Secured, Senior, Rated, Listed, Redeemable, Non-Convertible Debentures (including non-convertible debentures such as market linked debentures, etc.) of face value of Rs. 1,00,000/- (Rupees One Lakh only) (or any higher amount as otherwise specified or permitted), for cash, at par, on a private placement basis (“Debentures” / “NCDs” / “Non-Convertible Debentures”), and the issue size for each offer of Debentures shall be set out under the relevant Key Information Document from time to time (the “Issue”).

BACKGROUND

This General Information Document is related to the Debentures to be issued by Hiren Wahan Buildtech Private Limited on a private placement basis and contains relevant information and disclosures required for the purpose of issuing of the Debentures. The issue of the Debentures described under this General Information Document has been authorised by the Issuer through a resolution passed by the board of directors of the Issuer on 18th December 2023 in accordance with the provisions of the Companies Act, 2013 and the Memorandum and Articles of the Company. The present issue of the Debentures in terms of this General Information Document is within the overall powers of the Board.

GENERAL RISKS

Investment in debt and debt related securities involve a degree of risk and investors should not invest any funds in debt instrument unless they can afford to take the risk attached to such investments. Potential investors are advised to take an informed decision and to read the ‘Risk Factors’ carefully before investing in this offering. For taking an investment decision, potential investors must rely on their own examination of the Issuer and the General Information Document and the respective Key Information Document including the risks involved. Specific attention of investors is invited to statement of risk factors contained under Section 3 of this General Information Document and the risk factors set out in the respective Key Information Document. These risks are not, and are not intended to be, a complete list of all risks and considerations relevant to the non-convertible securities or investor’s decision to purchase such securities.

ISSUER’S ABSOLUTE RESPONSIBILITY

The Issuer, having made all reasonable inquiries, accepts responsibility for and confirms that the General Information Document read together with the respective Key Information Document contains all information with regard to the Issuer and the Issue which is material in the context of the Issue, that the information contained in the General Information Document read together with the respective Key Information Document is true and correct in all material aspects and is not misleading, that the opinions and intentions expressed herein are honestly stated and that there are no other facts, the omission of which make this document as a whole or any of such information or the expression of any such opinions or intentions misleading.

DISCLOSURE: Each potential investor contemplating the purchase of any NCDs should make its own independent investigation of the financial condition and affairs of the Company and its own appraisal of the creditworthiness of the Company as well as the structure of the Issue. Potential investors should consult their own financial, legal, tax and other professional advisors as to the risks and investment considerations arising from an investment in the NCDs and acknowledge that the Debenture Trustee does not have the obligations of a borrower or principal debtor or guarantor as to the monies paid by the investor for the Debentures.

ISSUE SCHEDULE

Issue Opening Date	As specified in the respective Key Information Document
Issue Closing Date	As specified in the respective Key Information Document
Pay-In Date	As specified in the respective Key Information Document
Deemed Date of Allotment	As specified in the respective Key Information Document
Date of Earliest Closing of the Issue	As specified in the respective Key Information Document

The Issuer reserves the right to change the Issue Schedule including the Deemed Date of Allotment at its sole discretion, without giving any reasons or prior notice. The Issue shall be open for subscription during the banking hours on each day during the period covered by the Issue Schedule.

This General Information Document is dated [●] June, 2024.

CREDIT RATING

The Debentures proposed to be issued by the Issuer in terms hereof and in terms of any Key Information Document will be rated by rating agency(ies) accredited with SEBI and more particularly identified in the respective Key Information Document (“**Rating Agency**”). The rating issued by the Rating Agency in respect of the Debentures has been identified in the respective Key Information Documents. Please refer to respective Key Information Document for the rating letter and rating rationale from the Rating Agency and the press release issued by the Rating Agency assigning the credit rating. The rating issued by the Rating Agency in relation to the Debentures shall be valid as on the date of issuance and listing.

The press release issued by the Rating Agency is not older than 1 (One) year from the date of opening of the Issue.

LISTING

Each Series / Tranche of Debentures/ Commercial Papers are proposed to be listed on the wholesale debt market segment of the BSE /NSE. Please refer to Annexure VIII of this General Information Document for the copy of the in-principle approval issued by BSE in relation to the issuance of Debentures. Further, the Issuer has maintained the Recovery Expense Fund with the BSE/NSE. (Please refer to the relevant ‘Key Information Document’ for more details).

BRIEF DETAILS ABOUT THE ISSUE

Issuance of Secured, Senior, Rated, Listed, Redeemable, Non-Convertible Debentures (including non-convertible debentures such as market linked debentures, etc.) of face value of Rs. 1,00,000/- (Rupees One Lakh only) (or any higher amount as otherwise specified or permitted), for cash, at par, on a private placement basis (“**Debentures**” / “**NCDs**” / “**Non-Convertible Debentures**”), and the issue size for each offer of Debentures shall be set out under the relevant Key Information Document from time to time.

NOTHING IN THIS GENERAL INFORMATION DOCUMENT AND THE KEY INFORMATION DOCUMENT SHALL CONSTITUTE AND/OR DEEM TO CONSTITUTE AN OFFER OR AN INVITATION TO OFFER, TO BE MADE TO THE PUBLIC GENERALLY TO SUBSCRIBE FOR OR OTHERWISE ACQUIRE THE DEBENTURES AND ITS CONTENTS SHOULD NOT BE CONSTRUED TO BE A PROSPECTUS UNDER THE COMPANIES ACT, 2013 AND ACCORDINGLY, THIS GENERAL INFORMATION DOCUMENT HAS NOT BEEN FILED OR DELIVERED FOR FILING TO THE REGISTRAR OF COMPANIES UNDER SUB-SECTION (4) OF SECTION 26 OF COMPANIES ACT, 2013.


Please note that this General Information Document is valid for a period of 1 (One) year from the Issue Opening Date of the first issuance of Debentures made in terms of the Key Information Document issued pursuant to this General Information Document.

ELIGIBLE INVESTORS

The details of Eligible Investors are more particularly identified in the respective Key Information Document.

ISSUE DETAILS

Coupon Rate	As specified in the respective Key Information Document
Coupon Payment Frequency	As specified in the respective Key Information Document
Redemption Date	As specified in the respective Key Information Document
Redemption Amount	As specified in the respective Key Information Document
Details of Debenture Trustee	As specified in the respective Key Information Document
Aggregate Amount Proposed To Be Raised in terms of the General Information Document	As specified in the respective Key Information Document

Amount Proposed To Be Raised in terms of the Key Information Documents including details of Green Shoe Option	As specified in the respective Key Information Document	
Details about underwriting of the issue including the amount undertaken to be underwritten by the underwriters	As specified in the respective Key Information Document	
Electronic Book Mechanism and Details Pertaining To The Uploading The General Information Document On The Electronic Book Provider Platform.	The issuance of such Debentures might be under the electronic book mechanism (as specified in the respective Key information Document) on private placement basis as per Chapter VI of SEBI NCS Master Circular, as amended from time to time read with the operational guidelines issued by the relevant providers of electronic book platform	
	The Issuer (in case of such Debentures which are issued under the electronic book mechanism) intends to use the electronic book platform as specified in the respective Key Information Document for the issuance of such Debentures under the respective Key Information Document	
	Interest Rate Parameter	As specified in the respective Key Information Document
	Bid Opening Date and Bid Closing Date	As specified in the respective Key Information Document
	Minimum Bid Lot	As specified in the respective Key Information Document
	Manner of bidding in the Issue (Open or Closed Bidding)	As specified in the respective Key Information Document
	Manner of Allotment in the Issue (Uniform Yield Allotment or Multiple Yield Allotment)	As specified in the respective Key Information Document
	Manner of Settlement (through Clearing Corporation or through Escrow Bank Account of the Issuer)	As specified in the respective Key Information Document
	Settlement cycle	As specified in the respective Key Information Document
Trading Lot	As specified in the respective Key Information Document	
ISSUER	DEBENTURE TRUSTEE	REGISTRAR TO THE ISSUE
Hiren Wahan Buildtech Private Limited Registered Office: No.1158, Sy. No. 86/4 & 86/6, Panathur, Marathahalli, Bangalore, Karnataka, India, 560103; Corporate Office: No.1158, Sy. No. 86/4 & 86/6, Panathur, Marathahalli, Bangalore, Karnataka, India, 560103 Tel: 9686781929 Fax: N.A.	As specified in the respective Key Information Document	 Maashitla Securities Private Limited Registered Office Address: 451, Krishna Apra Business Square, Netaji Subhash Place, Pitampura, New Delhi- 110034 Contact Person: Mr. Sourav Email: rta@maashitla.com Website: www.maashitla.com Telephone: 011-45121795-96 Fax No: N.A
CREDIT RATING AGENCY	STATUTORY AUDITOR	LEGAL COUNSEL
As specified in the respective Key Information Document	B. Sreenivas and Co, Chartered Accountants “Samskruthi” #20, Ground Floor, Pampamahakavi Road, Opp. Basavanagudi Swimming Pool, Shankarpuram, Bangalore -560004	As specified in the respective Key Information Document
ARRANGER		
As specified in the respective Key Information Document		

DETAILS OF PROMOTERS

Name of the Promoter	Experience in the business or employment	Positions/Posts held in the past / Directorships held	Business and financial activities	Other ventures of each promoter / Special Achievements
Mr. Narendra Babu Kalahasthi Date of Birth: 11/05/1970 Age: 54 years PAN: AJMPK7230R Address: E-407, SJR Redwood Apartments, sarjapura road, HSR Layout Bangalore. Educational Qualifications: Graduate B.E. University Of Madras	16 Years	<ul style="list-style-type: none"> • PRIME TIME DEVELOPERS PRIVATE LIMITED – Director • NAABAA CAFE PRIVATE LIMITED - Director 	Works Contract & Real Estate	NA

The Issuer confirms that the Permanent Account Number and Bank Account Number of the Promoter and Permanent Account Number of directors have been submitted to the Stock Exchange on which the Debentures are proposed to be listed, at the time of filing of the General Information Document.

The Issuer also hereby declares that neither the Issuer nor any of the current directors or controlling stakeholder/promoters of the Issuer has been declared as wilful defaulter.

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1. DEFINITIONS AND ABBREVIATIONS

Unless the context otherwise indicates or requires, the following terms shall have the meanings given below in this General Information Document.

Allot/ Allotment/ Allotted	Unless the context otherwise requires or implies, the allotment of the Debentures pursuant to the Issue to the successful Applicants.
Applicable Law	All applicable statutes, enactments or acts of any legislative body in India, laws, ordinances, rules, bye laws, regulations, notifications, guidelines, policies, directions, directives and orders of any governmental authority in India and any modifications or re-enactments thereof that are relevant to Debentures.
Applicants	The investor who applies for subscription to the Debentures by submitting a valid Application Form.
Application Form	The form used by the recipient to apply for subscription to the Debentures, set out in the Key Information Document.
Application Money	The money credited by the Applicant to the bank account of the clearing corporation for the purpose of subscription of NCDs.
Approvals / Clearances	All mean any permit, permission, license, approval, authorisation, consent, clearance, waiver, no objection certificate or other authorisation of whatever nature and by whatever name called which is required to be granted by any Person including by any governmental authority, lenders, RBI, or any other authority under any Applicable Law.
Articles of Association/ Articles	The articles of association of the Issuer, as amended from time to time.
Beneficial Owner	Debenture Holder(s) of the Debentures in dematerialised form whose name is recorded as such with the Depository.
Board/ Board of Directors	The Board of Directors of the Issuer and includes any authorised committee of directors, formed or to be formed in this regard.
Business Day	Any day of the week, excluding Sundays or a public holiday, on which banks are normally open for business in Mumbai
BSE	BSE Limited
CDSL	Central Depository Services (India) Limited
Coupon	shall have the meaning set out under “ Coupon Rate ” in paragraph 1.32 of Section 4 herein.
Coupon Payment Date	shall have the meaning set out under “ Coupon Payment Date ” in paragraph 1.32 of Section 4 herein.
Companies Act/ the Act	The Companies Act, 2013 as amended/replaced from time to time.
Debenture Holders / Investors	Shall mean the several persons/companies who will, from time to time, be holders of the Debentures and whose names will be entered in the Register of Debenture Holders as Debenture Holders and whose names will be recorded as the beneficial owners of the Debentures, with the Depository.
Deemed Date of Allotment / Allotment Date	Shall mean the date as identified in the respective Key Information Document.
Debenture Trustee / Trustees	The trustee for the Debenture Holders, as specified in the respective Key Information Documents
Debenture Trustee Agreement	The debenture trustee agreement as more particularly identified in the respective Key Information Document.
Debenture Trust Deed	The debenture trust deed as more particularly identified in the respective Key Information Document.

Demat	Refers to dematerialised securities which are securities that are in electronic form and not in physical form, with the entries noted by the Depository.
Depositories Act	The Depositories Act, 1996, as amended from time to time.
Depository	A Depository registered with SEBI under the SEBI (Depositories and Participant) Regulations, 1996, as amended from time to time with whom the Issuer has made arrangements for dematerialising the Debentures.
Depository Participant / DP	A depository participant as defined under the Depositories Act.
Director(s)	Director(s) of the Issuer unless otherwise mentioned.
DP ID	Depository Participant Identification Number.
Financial Year/ FY/ Fiscal	Twelve months period commencing from April 1 of a particular calendar year and ending on March 31 of the subsequent calendar year.
General Information Document	This General Information Document
Key Information Document	Shall mean the respective key information document prepared as per the provisions of the SEBI NCS Regulations, to be issued from time to time, for the issue of relevant Debentures, that shall prescribe the terms and conditions with respect to such Debentures.
Memorandum of Association/ Memorandum	The Memorandum of Association of the Issuer, as amended from time to time.
N.A.	Not Applicable
NSDL	National Securities Depository Limited
NSE	National Stock Exchange of India Limited
PAN	Permanent Account Number
Principal Amounts	Means the aggregate face value of the Debentures
Rating Agency / Rating Agency(ies)	Shall be more particularly identified under the respective Key Information Document.
RBI	Reserve Bank of India
Recovery Expense Fund	Fund contributed by the Company towards creation of a recovery expense fund in terms of the Transaction Documents as required to be created in terms of the SEBI NCS Master Circular.
Register of Debenture Holder(s)	The register maintained by the Company containing the name(s) of the Debenture Holder(s), which register shall be maintained at the registered office of the Company.
R&T Agent / Registrar and Transfer Agent	Registrar and Transfer Agent to the Issue as specified in the respective Key Information Document
Rs. / INR	Indian National Rupee
RTGS	Real Time Gross Settlement
SEBI	Securities and Exchange Board of India, constituted under the Securities and Exchange Board of India Act, 1992 (as amended from time to time).
SEBI DT Regulations	Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993, as amended from time to time.
SEBI NCS Regulations	The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, as amended from time to time.
SEBI NCS Master Circular	Means the SEBI Master Circular for issue and listing of Non-convertible Securities, Securitised Debt Instruments, Security Receipts, Municipal Debt Securities and Commercial Paper dated August 10, 2021, as amended from time to time.
SEBI DT Master Circular	Means the SEBI Master Circular for Debenture Trustees dated March 31, 2023, as amended from time to time.

SEBI (LODR) Regulations / SEBI LODR	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.
Stock Exchange	Shall mean the BSE
TDS	Tax Deducted at Source
Transaction Documents	shall mean this General Information Document, the respective Key Information Document and such other transaction documents as specified in the respective Key Information Document

2. NOTICE TO INVESTORS AND DISCLAIMERS

GENERAL DISCLAIMER

This General Information Document and the respective Key Information Document is neither a prospectus nor a statement in lieu of a prospectus and should not be construed to be a prospectus or a statement in lieu of a prospectus under the Companies Act. This General Information Document and the respective Key Information Document has not been submitted to or approved by the Securities and Exchange Board of India ("SEBI") and has been prepared by the Company in conformity with the extant SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021, as amended from time to time ("**SEBI NCS Regulations**"), the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, as amended from time to time ("**SEBI LODR Regulations**"). The issue of the Debentures is being made strictly on a private placement basis and is proposed to be listed on the debt segment of BSE. This General Information Document and the respective Key Information Document does not constitute and shall not be deemed to constitute an offer or invitation to subscribe to the Debentures to the public in general.

Neither this General Information Document and the respective Key Information Document nor any other information supplied in connection with the Debentures is intended to provide the basis of any credit or other evaluation and any recipient of this General Information Document and the respective Key Information Document should not consider such receipt as a recommendation to subscribe to any Debentures. Each potential investor contemplating subscription to any Debentures should make its own independent investigation of the financial condition and affairs of the Issuer, and its own appraisal of the creditworthiness of the Issuer as well as the structure of the Issue. Potential investors should consult their own financial, legal, tax and other professional advisors as to the risks and investment considerations arising from an investment in the Debentures and should possess the appropriate resources to analyse such investment and the suitability of such investment to such investor's particular circumstances. No person has been authorised to give any information or to make any representation not contained in or incorporated by reference in this General Information Document and the respective Key Information Document or in any material made available by the Issuer to any potential investor pursuant hereto and, if given or made, such information or representation must not be relied upon as having been authorised by the Issuer.

As per the applicable provisions of the Companies Act, 2013, the SEBI NCS Regulations, the SEBI LODR Regulations, as amended from time to time, it is not necessary for a copy of this General Information and the respective Key Information Document to be filed with or submitted to the SEBI for its review and/ or approval. Further, since the Issue is being made on a private placement basis, Section 26 of the Companies Act, 2013 shall not be applicable and accordingly, a copy of this General Information Document and the respective Key Information Document has not been filed with the Registrar of Companies.

This General Information Document and the contents hereof and the respective Key Information Document are addressed only to the intended recipients who have been addressed directly and specifically through a communication by the Issuer. All potential investors are required to comply with the relevant regulations/guidelines applicable to them for investing in this Issue. The contents of this General Information Document and the respective Key Information Document are intended to be used only by those potential investors to whom it is distributed. It is not intended for distribution to any other person and should not be reproduced by the recipient or made public or its contents disclosed to a third person. No invitation is being made to any person other than the investor to whom this General Information Document and the respective Key Information Document has been sent. Any application by a person to whom this General Information Document and the respective Key Information Document has not been sent by the Company may be rejected without assigning any reason.

You shall not and are not authorised to: (1) deliver this General Information Document and the respective Key Information Document to any other person; or (2) reproduce this General Information Document and the respective Key Information Document, in any manner whatsoever. Any distribution or reproduction or

copying of this General Information Document and the respective Key Information Document in whole or in part or any public announcement or any announcement to third parties regarding the contents of this General Information Document and the respective Key Information Document is unauthorised. Failure to comply with this instruction may result in a violation of Applicable Laws of India and/or other jurisdictions. This General Information Document and the respective Key Information Document has been prepared by the Company for providing information in connection with the proposed Issue.

This Issue is a domestic issue restricted to India and no steps have been taken or will be taken to facilitate the Issue in any jurisdictions other than India. Hence, this General Information Document and the respective Key Information Document does not constitute, nor may it be used for or in connection with, an offer or solicitation by anyone in any jurisdiction in which such offer or solicitation is not authorized or to any person to whom it is unlawful to make such an offer or solicitation. No action is being taken to permit an offering of the Debentures or the distribution of this General Information Document and the respective Key Information Document in any jurisdiction where such action is required. This General Information Document and the respective Key Information Document is not intended for distribution to, or use by, any person or entity in any jurisdiction or country where distribution or use of such information would be contrary to law or regulation. Persons into whose possession this General Information Document and the respective Key Information Document comes are required to inform themselves about and to observe any such restrictions. This General Information Document and the respective Key Information Document is made available to potential investors in the Issue on the strict understanding that it is confidential and may not be transmitted to others, whether in electronic form or otherwise.

The Key Information Document shall be read in conjunction with this General Information Document and in case of any inconsistency between the Key Information Document and the General Information Document; contents of the Key Information Document shall prevail to the extent of such inconsistency.

The Issuer does not undertake to update this General Information Document to reflect subsequent events after the date of this General Information Document except any information provided in the Key Information Documents after the date of this General Information Document and thus it should not be relied upon with respect to such subsequent events without first confirming its accuracy with the Issuer. Neither the delivery of this General Information Document nor any sale of Debentures made hereafter shall, under any circumstances, constitute a representation or create any implication that there has been no change in the affairs of the Issuer since the date hereof.

The Issuer confirms that, as of the date hereof, this General Information Document and relevant Key Information Document contains all the information that is accurate in all material respects and does not contain any untrue statement of a material fact, or omits to state any material fact, necessary to make the statements herein that would be, in the light of the circumstance under which they are made, not misleading. No person has been authorised to give any information or to make any representation not contained or incorporated by reference in this this General Information Document and the respective Key Information Document or in any material made available by the Issuer to any potential Investor pursuant the General Information Document and the Key Information Documents and, if given or made, such information or representation must not be relied upon as having being authorised by the Issuer.

DISCLAIMER OF THE TRUSTEE

The Debenture Trustee, *ipso facto* does not have the obligations of a borrower or a principal debtor or a guarantor as to the monies paid/ invested by the Debenture Holders.

DISCLAIMER FROM THE ISSUER

The Issuer accept no responsibility for the statements made otherwise than in the General Information Document and the respective Key Information Document or in the advertisement or any other material

issued by or at the instance of the Issuer and that anyone placing reliance on any other source of information would be doing so at their own risk.

DISCLAIMER IN RESPECT OF JURISDICTION

Issue of these Debentures have been/ will be made in India to investors as specified under clause “**Eligible Investors**” in this General Information Document, who have been/ shall be specifically approached by the Issuer. This General Information Document and the respective Key Information Document is not to be construed or constituted as an offer to sell or an invitation to subscribe to Debentures offered hereby to any person to whom it is not specifically addressed. The Debentures are governed by and shall be subject to the laws of India. Subject to the Transaction Documents, any dispute arising in respect thereof will be subject to the non-exclusive jurisdiction of the courts and tribunals of Mumbai.

DISCLAIMER IN RESPECT OF RATING AGENCIES

Ratings are opinions on credit quality and are not recommendations to sanction, renew, disburse or recall the concerned bank facilities or to buy, sell or hold any security. The Rating Agency(ies) has/ have based its/ their ratings on information obtained from sources believed by it to be accurate and reliable. The Rating Agency(ies) does/ do not, however, guarantee the accuracy, adequacy or completeness of any information and is not responsible for any errors or omissions or for the results obtained from the use of such information. Most entities whose bank facilities/instruments are rated by the Rating Agency(ies) have paid a credit rating fee, based on the amount and type of bank facilities/instruments.

FORCE MAJEURE BEFORE CLOSING DATE

The Company reserves the right to withdraw the Issue at any time prior to the closing date thereof in the event of any unforeseen development adversely affecting the economic and/or regulatory environment or otherwise. In such an event, the Company will refund the Application Money, if any, collected in respect of the Issue without assigning any reason.

ISSUE OF DEBENTURES IN DEMATERIALISED FORM

The Debentures will be issued in dematerialised form. The Issuer has made arrangements with the Depository(ies) for the issue of the Debentures in dematerialised form. the investor will have to hold the Debentures in dematerialised form as per the provisions of the Depositories Act. The Issuer shall take necessary steps to credit the Debentures allotted to the beneficiary account maintained by the investor with its depository participant. The Issuer will make the allotment to investors on the Deemed Date of Allotment after verification of the Application Form and the accompanying documents.

DISCLAIMER CLAUSE OF THE STOCK EXCHANGES

As required, a copy of this General Information Document and the Key Information Documents would be duly filed with BSE/NSE in terms of the SEBI NCS Regulations. It is to be distinctly understood that submission of this General Information Document and the Key Information Documents to the BSE/NSE should not in any way be deemed or construed to mean that this General Information Document and the Key Information Documents have been reviewed, cleared, or approved by the BSE/NSE, nor does the BSE/NSE in any manner warrant, certify or endorse the correctness or completeness of any of the contents of this General Information Document and the Key Information Documents. BSE/NSE does not warrant that the Debentures will be listed or will continue to be listed on the BSE/NSE nor does the BSE/NSE take any responsibility for the soundness of the financial and other conditions of the Issuer, its promoters, its management or any scheme or project of the Issuer.

DISCLAIMER CLAUSE OF THE SECURITIES AND EXCHANGE BOARD OF INDIA

As per the provisions of SEBI NCS Regulations, as amended from time to time and the SEBI LODR Regulations, as amended from time to time, a copy of this General Information Document and the respective Key Information Document is not required to be filed with or submitted to SEBI for its review/approval. Accordingly, this General Information Document and the respective Key Information Document has not been filed with SEBI. The Debentures have not been recommended or approved by SEBI nor does SEBI guarantee the accuracy or adequacy of this General Information Document and the respective Key Information Document. The issue of Debentures being made on private placement basis, filing of this General Information Document and the respective Key Information Document is not required with SEBI, however SEBI reserves the right to take up at any point of time, with the Issuer, any irregularities or lapses in this General Information Document and the respective Key Information Document.

IT IS TO BE DISTINCTLY UNDERSTOOD THAT FILING OF THE GENERAL INFORMATION DOCUMENT AND RELEVANT KEY INFORMATION DOCUMENTS TO THE SECURITIES AND EXCHANGE BOARD OF INDIA (SEBI) SHOULD NOT IN ANY WAY BE DEEMED OR CONSTRUED TO MEAN THAT THE SAME HAS BEEN CLEARED OR APPROVED BY SEBI. SEBI DOES NOT TAKE ANY RESPONSIBILITY EITHER FOR THE FINANCIAL SOUNDNESS OF ANY SCHEME OR THE PROJECT FOR WHICH THE ISSUE IS PROPOSED TO BE MADE OR FOR THE CORRECTNESS OF THE STATEMENTS MADE OR OPINIONS EXPRESSED IN THE GENERAL INFORMATION DOCUMENT AND THE RESPECTIVE KEY INFORMATION DOCUMENT. THIS REQUIREMENT IS TO FACILITATE INVESTORS TO TAKE AN INFORMED DECISION FOR MAKING INVESTMENT IN THE PROPOSED ISSUE.

EACH PERSON RECEIVING THIS GENERAL INFORMATION DOCUMENT AND THE RESPECTIVE KEY INFORMATION DOCUMENT ACKNOWLEDGES THAT SUCH PERSON:

- (a) has reviewed the terms and conditions applicable to the Debentures as contained in this General Information Document and the Key Information Document and the Transaction Documents and has understood the same, and has also reviewed the risk disclosures contained herein and has understood the risks;
- (b) has received all the information believed by it to be necessary and appropriate or material in connection with, and for investment in the Debentures;
- (c) has sufficient knowledge, experience and expertise as an investor, to make the investment in the Debentures;
- (d) has not relied on either the Company or any of its affiliate, associate, holding, subsidiary or group entities or any person acting in its or their behalf for any advice or recommendations of any sort expect as regards the accuracy of the specific factual information about the Company and the terms of the Debentures set out in this General Information Document and the Key Information Document;
- (e) has understood that information contained in this General Information Document and the Key Information Document is not to be constructed as business or investment advice;
- (f) has made an independent evaluation and judgment of all risks and merits before investing in the Debentures;
- (g) has understood that the Debentures, even after being listed, may not be marketable or may not have a market at all;
- (h) has legal ability to invest in the Debentures and the investment does not contravene any provision of any law, regulation or contractual restriction or obligation or undertaking binding on or affecting the Debenture Holders or its assets; and

- (i) Neither the delivery of this General Information Document and the Key Information Document nor any sale of Debentures made hereunder shall, under any circumstances, constitute a representation or create any implication that there has been no change in the affairs of the Issuer since the date hereof.

3. RISK FACTORS

The following are some of the important factors that could cause actual results to differ materially from the Company's expectations:

The following are the risks envisaged by the management of the Company relating to the Company, the Debentures and the market in general. Potential investors should carefully consider all the risk factors stated in this General Information Document in relation to the Debentures for evaluating the Company and its business and the Debentures before making any investment decision relating to the Debentures. The Company believes that the factors described below represents the principal risks inherent in investing in the Debentures but does not represent that the statements below regarding the risks of holding the Debentures are exhaustive. The ordering of the risk factors is intended to facilitate ease of reading and reference and does not in any manner indicate the importance of one risk factor over another. Potential investors should also read the detailed information set out elsewhere in this General Information Document and reach their own views prior to making any investment decision.

If any one of the following stated risks actually occurs, the Company's business, financial conditions and results of operations could suffer and, therefore, the value of the Company's Debentures could decline and/or the Company's ability to meet its obligations in respect of the Debentures could be affected. More than one risk factor may have simultaneous effect with regard to the Debentures such that the effect of a particular risk factor may not be predictable. In addition, more than one risk factor may have a compounding effect which may not be predictable. No prediction can be made as to the effect that any combination of risk factors may have on the value of the Debentures and/or the Company's ability to meet its obligations in respect of the Debentures.

These risks and uncertainties are not the only issues that the Company faces. Additional risks and uncertainties not presently known to the Company or that the Company currently believes to be immaterial may also have a material adverse effect on its financial condition or business. Unless specified or quantified in the relevant risk factors, the Company is not in a position to quantify the financial or other implications of any risk mentioned herein below.

A. INTERNAL RISK FACTORS

An investment in non-convertible debentures (NCDs) involves a certain degree of risk. You should carefully consider all the information contained in the Transaction Documents, including the risks and uncertainties described below, before making an investment decision. The risk factors set forth below do not purport to be complete or comprehensive in terms of all the risk factors that may arise in connection with our business or any decision to purchase, own, or dispose of the NCDs. The following risk factors are determined on the basis of their materiality. In determining the materiality of the risk factors, we have considered risks which may not be material individually but may have a material impact in the future. Additional risks, which are currently unknown or now deemed immaterial, if materialize, may in the future have a material adverse effect on our business, financial conditions and results of operations. The market prices of the NCDs could decline due to such risks. Our results could differ materially from those anticipated in these forward-looking statements as a result of certain factors including events described below and elsewhere in this General Information Document.

Note: Unless specified or quantified in the relevant risk factors, the Company is not in a position to quantify the financial or other implications of any risk mentioned herein below:

Forward-Looking Statements

While no forecasts or projections relating to the Issuer's financial performance are included in this General Information Document, this document may contain certain "forward-looking statements" like "intends",

"believes", "expects" and other similar expressions or variations of such expressions. These statements are primarily meant to give prospective investors an overview of the Issuer's future plans, as they currently stand. The Issuer operates in a highly competitive, regulated and ever-changing business environment, and a change in any of these variables may necessitate an alteration of the Issuer's plans. Further, these plans are not static, but are subject to continuous internal review, and may be altered if the altered plans suit the Issuer's needs better. Further, many of the plans may be based on one or more underlying assumptions (all of which may not be contained in this General Information Document) which may not come to fruition. Thus, actual results may differ materially from those suggested by the forward-looking statements. The Issuer cannot be held liable by estoppels or otherwise for any forward looking statement contained herein. All statements contained in this General Information Document that are not statements of historical fact constitute "forward looking statements" and are not forecasts or projections relating to the Issuer's financial performance.

All forward looking statements are subject to risks, uncertainties and assumptions about us that could cause actual results to differ materially from those contemplated by the relevant forward-looking statement. Important factors that could cause actual results to differ materially from our expectations include, amongst others:

- General economic and business conditions in India and abroad;
- Our ability to successfully implement our strategy, our growth and expansion plans and technological changes;
- Our ability to compete effectively and access funds at competitive cost;
- Changes in the value of Rupee and other currency changes;
- Availability of funds and willingness of existing/new lenders to lend;
- Changes in political conditions in India;
- The outcome of any legal or regulatory proceedings we are or may become a party to;
- Our ability to retain our management team and skilled personnel; and
- Changes in Indian and foreign laws and regulations, including tax, accounting, banking, securities, investments and loans, foreign exchange, insurance and other regulations; changes in competition and the pricing environment in India; and regional or general changes in asset valuations;

By their nature, certain market risk disclosures are only estimates and could be materially different from what actually occurs in the future. As a result, actual future gains or losses could materially differ from those that have been estimated. The forward-looking statements made in this General Information Document speak only as of the date of this General Information Document. Neither the Issuer nor its Directors nor any of the Issuer's affiliates have any obligation, or intention, to update or otherwise revise any forward-looking statement to reflect circumstances arising after the date hereof or to reflect the events occurring after the date hereof, even if the underlying assumptions do not come to fruition and the Issuer does not assume any responsibility to do so.

(i) Specific risks relating to operations in India

- Increased volatility or inflation of commodity prices in India could adversely affect our business.
- Trade deficits could have a negative effect on our business.
- A decline in India's foreign exchange reserves may affect liquidity and interest rates in the Indian economy, which could have an adverse impact on us. A rapid decrease in reserves would also create a risk of higher interest rates and a consequent slowdown in growth.
- Acts of terrorism and other similar threats to security could adversely affect our business, cash flows, results of operations and financial condition.
- Natural disasters, pandemic or events of like nature could have a negative impact on the Indian economy and damage our facilities.
- Political instability or significant changes in the economic liberalization and deregulation policies of the Government or in the government of the states where we operate, could disrupt our business.

- Statistical, industry and financial data in this Disclosure Document may be incomplete or unreliable.

Unless otherwise stated, references to “we”, “us”, “our” and similar terms are to Suvita Real Estates Private Limited.

(a) Risks in relation to the non-convertible securities:

1. Repayment of principal is subject to the credit risk of the Company.

Potential investors should be aware that receipt of the principal amount along with coupon payable thereon and any other amounts that may be due in respect of the Debentures is subject to the credit risk of the Company and the potential investors assume the risk that the Company may not be able to satisfy its obligations under the Debentures. In the event that bankruptcy proceedings or composition, scheme of arrangement or similar proceedings are instituted by or against the Company, the payment of sums due on the Debentures may be substantially reduced or delayed.

2. Any downgrading in credit rating of our NCDs may affect our ability to redeem the Debentures.

The Debentures offered through this Issue have been rated by the Credit Rating Agency as specified in the Key Information Document. Credit rating is merely an indicator of the perceived repayment capability of a company. Therefore, the Credit Rating of the Debentures may not bear any correlation to the price of the Debentures. Further, the Credit Rating is subject to continuous scrutiny and revision.

(b) Issuer’s indebtedness and covenants imposed by its financing arrangements may restrict its ability to conduct its business or operations

Company’s financing arrangements require it to maintain certain security cover for some of its borrowings. Should there be any breach of financial or other covenants of any financing arrangements and such breach continues beyond the stipulated cure period (if any), the Company may be subjected to various consequences as a result of such default including forced repayment of such borrowings. Further, under some of the financing arrangements, the Company is required to inform / obtain prior approval of the lenders / debentures holders / debenture trustee for various actions. This may restrict / delay some of the actions / initiatives of the Company from time to time.

(c) In case of outstanding debt instruments or deposits or borrowings, any default in compliance with the material covenants such as creation of security as per terms agreed, default in payment of interest, default in redemption or repayment, non-creation of debenture redemption reserve, default in payment of penal interest wherever applicable.

NA

(d) Risks in relation to the security created in relation to the debt securities, if any. Further any risks in relation to maintenance of security cover or full recovery of the security in case of enforcement

In the event that the Company is unable to meet its payment and other obligations towards investors under the terms of the Debentures, the Debenture Trustee may enforce the security as per the terms of security documents, and other related documents executed in relation to the Debentures. The Investor’s recovery in relation to the Debentures will be subject to (i) the market value of such security, (ii) finding willing buyers for the security at a price sufficient to repay the potential investors amounts outstanding under the Debentures. There is a risk that the value realised from the enforcement of the security may be insufficient to redeem the Debentures.

- (e) **While the NCDs are secured against a charge to the tune of 100% of the principal and interest amount in favour of debenture trustee, and it is the duty of the debenture trustee to monitor that the security is maintained, however, the possibility of recovery of 100% of the amount shall depend on the market scenario prevalent at the time of enforcement of the security.**

The non-convertible securities may be very illiquid, and no secondary market may develop in respect thereof. Even if there is a secondary market for the non-convertible securities, it is not likely to provide significant liquidity. Potential investors may have to hold the Debentures until redemption to realize any value. The market price of the Debentures would depend on various factors inter alia including (i) the interest rate on similar securities available in the market and the general interest rate scenario in the country; (ii) the market for listed debt securities; (iii) general economic conditions; and (iv) our financial performance, growth prospects and results of operations. The aforementioned factors may adversely affect the liquidity and market price of the Debentures.

If the Company is unable to meet its payment and other obligations towards Investors under the terms of the Debentures, the Debenture Trustee may enforce the Security as per the terms of the Debenture Trustee Deed and other related Transaction Documents. The Investors recovery in relation to the Debentures will be subject to realizations from the enforcement of the Security at a price sufficient to repay the potential investors' amounts outstanding under the Debentures.

B. EXTERNAL RISK FACTORS

(a) Tax Considerations and Legal Considerations

Special tax considerations and legal considerations may apply to certain types of investors. Potential investors are urged to consult with their own financial, legal, tax and other advisors to determine any financial, legal, tax and other implications of this investment.

(b) Refusal of listing of any security of the issuer during preceding three financial years and current financial year by any of the stock exchanges in India or abroad

As of date, the Issuer has not been refused of listing of any security at the stock exchanges of India or abroad and therefore, this would not be applicable.

(c) Limited or sporadic trading of non-convertible securities of the issuer on the stock exchanges.

The Company intends to list the Debentures on the WDM segment of the BSE/NSE. The Company cannot provide any guarantee that the Debentures will be frequently traded on the BSE/NSE and that there would be any market for the Debenture(s). It is not possible to predict if and to what extent a secondary market may develop in the Debentures or at what price the Debentures will trade in the secondary market or whether such market will be liquid or illiquid. The fact that the Debentures may be so listed or quoted or admitted to trading does not necessarily lead to greater liquidity. The more limited the secondary market is, the more difficult it may be for holders of the Debentures to realise value for the Debentures prior to redemption of the Debentures.

(d) Accounting Considerations

Special accounting considerations may apply to certain types of taxpayers. Potential investors are urged to consult with their own accounting advisors to determine implications of this investment.

(e) Changes in regulations / tax laws to which the Company is subject could impair the Company's ability to meet payments or other obligations

The Issuer is subject generally to changes in Indian law, as well as to changes in government regulations and policies and accounting principles. Any changes in the regulatory framework could

adversely affect the profitability of the Issuer or its future financial performance, by requiring a restructuring of its activities, increasing costs or otherwise.

(f) The Debentures may be illiquid

The Company does not provide any guarantee or assurance that the Debentures will be frequently traded on the Stock Exchange and that there would be any market for the Debentures. It is not possible to predict if and to what extent a secondary market may develop for the Debentures or at what price the Debentures will trade in the secondary market or whether such market will be liquid or illiquid. The fact that the Debentures may be so listed or quoted or admitted to trading does not necessarily lead to greater liquidity than if they were not so listed or quoted or admitted to trading.

The Company may, but is not obliged to, purchase the Debentures at any price on the Stock Exchange or by tender, or private agreement, at any time. Any Debentures so purchased may be resold or surrendered for cancellation. The more limited the secondary market is, the more difficult it may be for holders of the Debentures to realise value for the Debentures prior to settlement of the Debentures.

Further, the Company may not be able to issue any further Debentures in case of any disruptions in the securities market.

(g) Slowdown in economic growth in India

The Company's performance, quality and growth of the Business are necessarily dependent on the health of the overall Indian economy. Any slowdown in the Indian economy could adversely affect the Business of the Company.

(h) (Terrorist attacks, civil unrest and other acts of violence or war involving India and other countries could adversely affect the financial markets and the Company's Business

Terrorist attacks and other acts of violence or war may negatively affect the Indian markets and may also adversely affect the worldwide financial markets. These acts may also result in a loss of business confidence. In addition, adverse social, economic and political events in India could have a negative impact on the Company. Such incidents could also create a greater perception that investment in Indian companies involves a higher degree of risk and could have an adverse impact on the Company's Business.

Debentures Specific Risk Factors shall be set out in the respective Key Information Documents.

4. REGULATORY DISCLOSURES UNDER SEBI REGULATIONS

This General Information Document is prepared in accordance with the provisions of SEBI NCS Regulations, SEBI NCS Master Circular and the Companies Act, 2013 and in this section, the Issuer has set out the details required as per **Schedule I** of the SEBI NCS Regulations, SEBI NCS Master Circular and the Companies Act, 2013.

1.1 Documents submitted to the Exchanges

The following documents have been/ shall be submitted to the BSE:

- A. This General Information Document and the relevant Key Information Document;
- B. Memorandum and Articles of Association of the Issuer and necessary resolution(s) for the allotment of the Debentures;
- C. Copy of last 3 (Three) years audited annual reports;
- D. Statement containing particulars of, dates of, and parties to all material contracts and agreements;
- E. Copy of the Board / Committee Resolution authorising the issue of Debentures and list of authorised signatories;
- F. An undertaking from the Issuer stating that all documents including Debenture Trust Deed required to be executed in relation with the Debentures shall be executed within the time frame specified, and uploaded on the website of the designated Stock Exchange, where the Debentures are proposed to be listed, within the timelines specified under the extant regulations;
- G. Any other particulars or documents that the Stock Exchange may call for as it deems fit.

1.2 Documents submitted to the Debenture Trustee

The following documents have been/ shall be submitted to the Debenture Trustee:

- A. Memorandum and Articles of Association of the Issuer and necessary resolution(s) for the allotment of the Debentures;
- B. Copy of last 3 (Three) years audited annual reports;
- C. Statement containing particulars of, dates of, and parties to all material contracts and agreements;
- D. Latest audited / limited review half yearly standalone financial information (profit & loss statement, balance sheet and cash flow statement) and auditor qualifications, if any;
- E. An undertaking to the effect that the Issuer would, till the redemption of the Debentures, submit the details mentioned in point (D) above to the Debenture Trustee within the timelines as mentioned in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, the Issuer shall also promptly submit to the Debenture Trustee all the other documents/intimations as are required to be submitted under the provisions of Regulation 56 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, the Issuer shall within 180 (One Hundred and Eighty) days from the end of the financial year, submit a copy of the latest annual report to the Debenture Trustee.

1.3 Issue Schedule

Particulars	Date
Issue Opening Date	As specified in the respective Key Information Document
Issue Closing Date	As specified in the respective Key Information Document
Pay In Date	As specified in the respective Key Information Document
Deemed Date of Allotment	As specified in the respective Key Information Document

1.4 Details pertaining to the Issuer:

- A. **Overview and a brief summary of the business activities of the Issuer:**

The Company is engaged in the business of real estate development with ongoing Project in Bangalore under the name HighCliff it is a luxury residential development and is being constructed on the land situated at Sy No 86/4 & 86/6, Panathur Main Road, Bangalore; the project comprises of residential units of 1,2,2.5,3&4 BHKs along with amenities such as Swimming pool, club house, basement car parks, EV Charging Points, GAIL Gas, etc.; the project will be spread across 2B+G+13 Floors wherein the construction is ongoing and 64% complete we expect to complete the project in 18 months. On completion the constructed area shall be in excess of 3,40,000 Square Feet.

Awards and Recognition

Nil

Hiren Wahan Buildtech Private Limited has following securities listed on the stock exchanges in India:

(A) Debt Securities.

Sl. No.	Security	Stock exchange	ISIN	Scrp code	Aggregate Amount (Rs. In crores)	Allotment Date	Redemption date
1.	19 NCD 30NV25 FVRS1LAC	BSE	INE0S1Q07019	957302	40	28-12-2023	30-11-25
2	19 NCD 30NV25 FVRS1LAC	BSE	INE0S1Q07019	957302	9	07-02-2024	30-11-25

B. Structure of the Issuer:

Narendra Babu Kalahasthi – Managing Director
Soujanya Reddy – Director

C. A brief summary of the business activities of the subsidiaries of the Issuer:

The Company is a partner in M/S Hiren Wahan Buildtech a registered partnership firm having registration No. INR -1-04552-2014-15 at Bangalore which is developing the Project High Cliff.

D. Details of branches or units where the Issuer carries on its business activities, if any:

The Company does not have any branch(es) or units.

E. Project cost and means of financing, in case of funding new projects:

N.A.

1.5 Expenses of the Issue: Expenses of the Issue along with a break up of each item of expense, including details of the fees payable to separately as under (in terms of amount, as a percentage of total issue expenses and as a percentage of total issue size), as applicable:

S. No.	Particulars	Details of fees	Percentage (%) of total issue expenses	Percentage (%) of total issue size
1.	Lead manager(s) fees	To be mentioned under the relevant Key Information Document		
2.	Underwriting commission			
3.	Brokerage, selling commission and upload fees			
4.	Fees payable to the registrars to the issue			
5.	Fees payable to the legal advisors			
6.	Advertising and marketing expenses			
7.	Fees payable to the regulators including stock exchanges			
8.	Expenses incurred on printing and distribution of issue stationary			
9.	Any other fees, commission or payments under whatever nomenclature			

1.6 Financial Information

- A. **The audited financial statements (i.e. profit and loss statement, balance sheet and cash flow statement) both on a standalone and consolidated basis for a period of three completed years, which shall not be more than six months old from the date of the General Information Document or issue opening date, as applicable along with the Auditor’s Report along with requisite schedules, footnotes, summary etc.**

Please refer to **Annexure II** of this General Information Document.

[The above financial statements shall be accompanied with the Auditor’s Report along with the requisite schedules, footnotes, summary etc. Such financial statements shall be audited and certified by the statutory auditor(s).]

- B. **Listed issuers (whose debt securities or specified securities are listed on recognised stock exchange(s)) in compliance with the listing regulations, may disclose unaudited financial information for the interim period in the format as prescribed therein with limited review report in the General Information Document, as filed with the stock exchanges, instead of audited financial statements for interim period, subject to making necessary disclosures in this regard in General Information Document including risk factors.**

None,

- C. **Key operational and financial parameters on consolidated and standalone basis.**

- (i) **Standalone basis –**

Particulars	(Rs. In lakhs)			
	March 31 2024 (Audited)	December 31, 2023 (Unaudited)	March 31, 2023 (Audited)	March 31, 2022 (Audited)
Balance Sheet				
Property, Plant and Equipment (including	0.60	0.60	0.62	0.84

Capital Work in Progress and Investment Property)				
Intangible Assets (including Intangible Assets under Development)				
Financial Assets (Current and Non-Current)				
Other Non-current assets	4674.32	155.32	142.54	123.30
Current assets	567.06	4170.01	313.09	295.48
Total assets	5242.51	4325.95	456.88	419.64
Financial Liabilities (Current and Non-Current)				
- Borrowings (including interest)	4922.10	4022.11	22.10	22.10
- Other Financial Liabilities				
Non-Current Liabilities		0.40		
Other Current Liabilities	86.91	83.71	252.18	234.06
Provisions				
Total liabilities	5009.01	4106.23	274.28	256.16
Equity (Equity Share Capital and Other Equity)	233.50	219.71	182.60	163.47
Total Equity and Liabilities	5242.51	4325.95	456.88	419.64
Profit and Loss				
Total revenue from operations	52.05	51.50	0	0
Other Income	256.33	12.78	19.91	16.72
Total Income	308.39	64.29	19.91	16.72
Total Expenses	262.59	29.64	0.73	0.92
Profit / loss for the period	41.90	34.64	19.12	15.80
Other comprehensive income				
Total Comprehensive Income				
Earnings per equity share: (a) basic; and (b) diluted	41.91	28.12	19.13	15.75
Cash Flow				
Net cash (used in)/generated from operating activities (A)	NA	NA	NA	NA
Net cash (used in)/generated from investing activities (B)	NA	NA	NA	NA
Net cash (used in) /generated from financing activities (C)	NA	NA	NA	NA
Net Increase/ (decrease) in Cash and Cash Equivalent	NA	NA	NA	NA
Opening Balance of Cash and Cash Equivalents	NA	NA	NA	NA

Cash and cash equivalents of the period	NA	NA	NA	NA
Additional Information				
Net worth	233.50	219.71	182.60	163.47
Cash and Cash Equivalents	335.11	853.03	3.16	3.18
Current Investments				
Net Sales	52.05	51.50	0	0
Earnings before interest, taxes, depreciation and amortization	270.26	44.33	19.51	16.23
Earnings before interest and taxes	270.24	44.32	19.29	15.88
Dividend amounts				
Debt equity ratio	21.08	18.31	0.12	0.14
Debt service coverage ratios	0.01	0.01	0.87	0.71
Interest service coverage ratio	1.2	4.58	174.7	180.97
Current ratio	6.52	49.81	1.24	1.26
Long term debt to working capital	10.25	0.98	0.36	0.36
Current liability ratio – Current liabilities/ Non-current liabilities	0.017	0.02	11.41	10.59
Total debts to Total assets	0.938	0.93	0.048	0.05

(ii) **Consolidated basis –**

Not Applicable as the Company does not have any subsidiaries.

D. Details of any other contingent liabilities of the Issuer, based on the latest audited financial statements including amount and nature of liability:

Particulars	Nature of Liability	Amount as on [latest audited financial statements]
N.A.	N.A.	N.A.

E. The amount of corporate guarantee or letter of comfort issued by the Issuer along with details of the counterparty (viz. name and nature of the counterparty), whether a subsidiary, joint venture, group company etc.) on behalf of whom it has been issued.

Not Applicable

1.7 A brief history of the Issuer since its incorporation giving details of its following activities:

A. Details of Share Capital as on last quarter end i.e. March 31, 2024:

Share Capital	Amount
Authorised Share Capital	
1,00,000 Equity Shares of Rs.10 each.	10,00,000/-

Total	10,00,000/-
Issued Share Capital	
1,00,000 Equity Shares of Rs. 10 each	10,00,000/-
Total	10,00,000/-
Subscribed Share Capital	
1,00,000 Equity Shares of Rs. 10 each	10,00,000/-
Total	10,00,000/-
Paid up Share Capital	
1,00,000 Equity Shares of Rs. 10 each	10,00,000/-
Total	10,00,000/-

- B. **Changes in its capital structure as at the last quarter end i.e March 31, 2024, for the preceding three financial years and current financial year:**

Date of Change (Annual General Meeting/ Extraordinary General Meeting)	Particulars
None	None

- C. **Details of the Equity Share Capital History for the preceding three financial years and current financial year:**

Date of Allotment	Number of Equity Shares	Face Value (Rs)	Issue Price (Rs)	Consideration (Cash, other than cash, etc)	Nature of Allotment	Cumulative			Remarks
						No. of Equity Shares	Equity Paid up Share Capital (Rs)	Equity Share Premium (in Rs)	
13th December 2023	90,000	10	10	Cash	Rights Issue	90,000	9,00,000	NIL	Rights Issue

- D. **Details of any Acquisition or Amalgamation with any entity in the preceding 1 (One) year:**

No acquisition or amalgamation with any entity in the preceding 1 (One) year.

- E. **Details of any Reorganisation or Reconstruction in the preceding 1 (One) year:**

Type of Event	Date of Announcement	Date of Completion	Details
N.A.	N.A.	N.A.	N.A.

- F. **Details of the shareholding of the Company as at the latest quarter end i.e. March 31, 2024 as per the format specified under the listing regulations:**

Category (I)	Category of shares	No. of fully paid	No. of shares held	No. of shares held	Total nos. shares	Shareholding as a %	Number of Voting Rights held in each class of securities (IX)	No. of Shares Underlying Outstanding	Total Shareholding, as a % assumed	Number of Locked in shares (XII)	Number of Shares pledged or otherwise encumbered (XIII)	Number of equity shares held in dematerialized

	older (II)	shareholders (III)	superiority shares held (IV)	artificially paid-up equity shares (V)	yinyang Depository Receipts (VI)	held (VII) = (IV) + (V) + (VI)	of total no. of shares (calculated as per SCRR, 1957) (VII) As a % of (A+B+C2)	No. of Voting Rights		Total as a % of Total Voting rights	convertible securities (including Warrants) (X)	ing full conversion of convertible securities (as a percentage of diluted share capital) (XI) = (VII) + (X) As a % of (A+B+C2)	No. (a)	As a % of total Shares held (b)	No. (a)	As a % of total Shares held (b)	form No. of Voting (XIV)
								Class- Equity	Total								
(A)	Promoter & Promoter Group	3	100000			100000	100	100000	100000	100	0	0			95000	95	95000
(B)	Public	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(C)	Non Promoter-Non Public		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(C1)	Shares underlying DRs		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(C2)	Shares held by Employee Trusts		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

Tot al	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
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G. List of top 10 holders of equity shares of the Company as at the latest quarter end i.e. March 31, 2024:

Sr. No.	Name of the Shareholders	Total No. of Equity Shares	Number of shares in demat form	Total shareholding as % of total number of Equity Shares
1.	Narendra Babu Kalahasthi	94999	94999	94.999%
2.	Soujanya Reddy	1	1	0.001%

1.8 Following details regarding the directors of the Company:

A. Details of the current directors of the Company:

Name, designation and Director's Identification Number (DIN)	Age	Address	Date of appointment	Details of other directorships
Mr. Narendra BabuKalahasthi Designation: Managing Director DIN: 01477343 Nationality: Indian Occupation: Business	54	E-407, SJR Redwood, Apartments, sarjapura road, HSR Layout, Bangalore	12 th December 2011	PRIME TIME DEVELOPERS PRIVATE LIMITED – Director NAABAA CAFE PRIVATE LIMITED - Director Shree Chaamundi Realty Homes Private limited
Mrs. Soujanya Reddy Designation: Director DIN: 07900846 Nationality: Indian Occupation: Business	47	E-407, SJR Redwood, Apartments, sarjapura road, HSR Layout, Bangalore	19 th April 2023	PRIME TIME DEVELOPERS PRIVATE LIMITED – Director NAABAA CAFE PRIVATE LIMITED - Director

B. Details of change in directors in the preceding three financial years and current financial year:

Name, Designation	Date of	Date of	Date of	Remarks
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and DIN	Appointment	Cessation, if applicable	Resignation, if applicable	
Mrs. Soujanya Reddy Director DIN: 07900846	19 th April, 2023	-	-	Appointment
Wahengbam Singh Lalit Director DIN: 03089090		October 21, 2022		Removal
Rongsenla Collin Kella Director DIN: 07900821		October 21, 2022	-	Removal
Mr. Punith Ramamurthy Director DIN: 06558518		-	February 1, 2021	Resignation
Mr L Prakash Director DIN: 07928426	-	-	13 th December 2023	Resignation

C. **Details of directors' remuneration, and such particularly of the nature and extent of their interests in the Issuer (during the current year and preceding three financial years):**

- (i) **Remuneration payable or paid to a director by the Issuer, its subsidiary or associate company; shareholding of the director in the Company, its subsidiaries and associate companies on a fully diluted basis;**

Particulars	FY22-23	FY21-22	FY20-21
Mr. Narendra Babu Kalahasthi	N.A.	N.A.	N.A.
Mrs. Soujanya Reddy	N.A.	N.A.	N.A.

- (ii) **Appointment of any relatives to an office or place of profit of the Issuer, its subsidiary or associate company:**

None

- (iii) **Full particulars of the nature and extent of interest, if any, of every director:**

- (a) **In the promotion of the Issuer company; or**

NARENDRA BABU KALAHASTHI – 94.999%
Soujanya Reddy - 0.001%

- (b) **In any immovable property acquired by the Issuer in the two years preceding the date of this General Information Document or any immovable property proposed to be acquired by it; or**

Nil

- (c) where the interest of such a director consists in being a member of a firm or company, the nature and extent of his interest in the firm or company, with a statement of all sums paid or agreed to be paid to him or to the firm or company in cash or shares or otherwise by any person either to induce him to become, or to help him qualify as a director, or otherwise for services rendered by him or by the firm or company, in connection with the promotion or formation of the issuer company shall be disclosed:

Nil

- D. **Contribution being made by the directors as part of the offer or separately in furtherance of such objects.**

As specified in the respective Key Information Document.

- E. **Any financial or other material interest of the directors, promoters, key managerial personnel or senior management in the offer and the effect of such interest in so far as it is different from the interests of other persons.**

As specified in the respective Key Information Document.

- 1.9 **Following details regarding the auditors of the Company:**

- A. **Details of the auditor of the Company:**

Name	Address	Auditor since
B Sreenivas & company Chartered Accountants	D.no.20, samskruthi, GF, pmk road, basavangudi Shankarpura, Bangalore -560004	Since Incorporation

- B. **Details of change in auditors for the preceding three financial years and current financial year:**

Name of the Auditor	Address	Date of Appointment	Date of Cessation, if applicable	Date of Resignation, if applicable
NA	NA	NA	NA	NA

- 1.10 **Details of the following liabilities of the Company, as at the end of the preceding quarter i.e. March 31, 2024:**

- A. **Details of outstanding secured loan facilities:**

(Rs. in Lakhs/Crores)

Name of Lender	Type of Facility	Amount Sanctioned	Principal Amount Outstanding	Repayment Date / Schedule	Security	Credit Rating, if applicable	Asset Classification
NA	NA	NA	NA	NA	NA	NA	NA

- B. **Details of outstanding unsecured loan facilities:**

(Rs. In Lakhs/Crores)

Name of Lender	Type of Facility	Amount Sanctioned	Principal Amount Outstanding	Repayment Date / Schedule	Credit Rating, if applicable
-	-	-	-	-	-

C. **Details of outstanding non-convertible securities:**

(Rs. In Crores)

Series of NCS	ISIN	Tenor / Period of Maturity	Coupon	Amount Outstanding	Date of Allotment	Redemption Date/ Schedule	Credit Rating	Secured / Unsecured	Security
1-4000	INE0S1Q07019	Upto 2 Years	19%	40	28-12-2023	30-11-2025	Aacute C	Secured	As per Debenture Trust Deed
4001-4900	INE0S1Q07019	Upto 2 Years	19%	9	07-02-2024	30-11-2025	Aacute C	Secured	As per Debenture Trust Deed

D. **Details of commercial paper issuances as at the end of the last quarter i.e March 31, 2024, in the following format:**

Series of NCS	ISIN	Tenor / Period of Maturity	Coupon	Amount Outstanding	Date of Allotment	Redemption Date/ Schedule	Credit Rating	Secured / Unsecured	Security	Other details viz. details of Issuing and Paying Agent, details of Credit Rating Agencies
NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA

E. **List of top 10 holders of non-convertible securities in terms of value (in cumulative basis):**

Sr. No.	Name	Category of holder	Face value of holding (INR in Cr.)	Holding as a % of total outstanding non-convertible securities of the Issuer
1	NISUS BCD SPECIAL OPPORTUNITIES TRUST REAL ESTATE SPECIAL OPPORTUNITIES FUND 1	Corporate	₹ 30.70	62.7%

2	RAJASTHAN GUM PRIVATE LIMITED	Corporate	₹ 3.00	6.1%
3	MRUGANK BIPINCHANDRA KAPADIA	Individual	₹ 2.00	4.1%
4	UNICASA DWELLINGS PVT. LTD.	Corporate	₹ 1.90	3.9%
5	GREEN GOLD PLANTATION AND NURSERY LTD.	Corporate	₹ 1.70	3.5%
6	BASANT RAJ DUDHERIA	Individual	₹ 1.40	2.9%
7	GROWTH VINIMAY PRIVATE LIMITED	Corporate	₹ 1.33	2.7%
8	NAHAR POLY FILMS LIMITED	Corporate	₹ 1.00	2.0%
9	MANJULA NARENDRA PATEL	Individual	₹ 1.00	2.0%
10	ALPANA P. SHAH	Individual	₹ 0.52	1.1%

F. List of top 10 holders of Commercial Paper in terms of value (in cumulative basis):

Sr. No.	Name of holders	Category of holder	Face value of holding	Holding as a % of total commercial paper outstanding of the Issuer
NA	NA	NA	NA	NA

G. Details of the bank fund based facilities/ rest of the borrowing (if any, including hybrid debt like Foreign Currency Convertible Bonds (FCCB), Optionally Convertible Debentures/ Preference Shares) from financial institutions or financial creditors:

Name of Party (in case of facility)/ Name of Instrument	Type of facility / Instrument	Amount sanctioned/ issued	Principal Amount outstanding	Date of Repayment/ Schedule	Credit Rating	Secured/ Unsecured	Security
NA	NA	NA	NA	NA	NA	NA	NA

1.11 The amount of corporate guarantee or letter of comfort issued by the Issuer along with the name of the counterparty (like name of the subsidiary, joint venture entity, group company, etc.) on behalf of whom it has been issued, contingent liability including debt service reserve account guarantees/ any put option etc. (Details of any outstanding borrowing taken/ debt securities issued for consideration other than cash). This information shall be disclosed whether such borrowing/ debt securities have been taken/ issued: (i) in whole or part; (ii) at a premium or discount; or (iii) in pursuance of an option or not.

The Company has not issued any corporate guarantee or any letter of comfort on behalf of any party.

- 1.12 **Details of all default/s and/or delay in payments of interest and principal of any kind of term loans, debt securities, commercial paper (including technical delay) and other financial indebtedness including corporate guarantee or letters of comfort issued by the Company, in the preceding 3 (three) years and the current financial year:**

Nil.

- 1.13 **Any material event/ development or change having implications on the financials/credit quality (e.g. any material regulatory proceedings against the Issuer/promoters, litigations resulting in material liabilities, corporate restructuring event etc) at the time of issue which may affect the issue or the investor’s decision to invest / continue to invest in the non-convertible securities / commercial paper.**

Nil.

- 1.14 **Any litigation or legal action pending or taken by a Government Department or a statutory body or a regulatory body during the three years immediately preceding the year of the issue of this General Information Document against the promoter of the Issuer:**

Nil.

- 1.15 **Details of default and non-payment of statutory dues for the preceding three financial years and current financial year:**

Assessment Year	Date of Demand & Section of Income Tax of Act of 1961 under which demand raised	Demand Amount (Excluding interest)
2021	17-09-2022 (1431a)	14,560
2017	06-01-2020 (154)	98,460
2018	15-09-2020 143(3)	33,24,570*
2019	17-11-2020 154	2,76,390
2020	30-09-2021 (1431a)	1,12,290
Total		38,26,270

*Note - Company paid the tax amount of Rs. 28,72,080 on 29th Aug 2019 through challan number 04174 of and filed for rectification as well on 27th Dec 2019.

- 1.16 **Details of pending litigation involving the Issuer, promoter, director, subsidiaries, group companies or any other person, whose outcome could have material adverse effect on the financial position of the Issuer, which may affect the issue or the investor’s decision to invest/ continue to invest in the debt securities and/ or non-convertible redeemable preference shares.**

NIL

- 1.17 **Details of acts of material frauds committed against the Issuer in the preceding three financial years and current financial year, if any, and if so, the action taken by the Issuer.**

NIL.

- 1.18 **Details of pending proceedings initiated against the Issuer for economic offences, if any.**

NIL.

- 1.19 **Related party transactions entered during the preceding three financial years and current financial year with regard to loans made or, guarantees given or securities provided.**

Please refer to **Annexure I** of this General Information Document.

- 1.20 **This General Information Document shall not include a statement purporting to be made by an expert unless the expert is a person who is not, and has not been, engaged or interested in the formation or promotion or management, of the Company and has given his written consent to the Issue of this General Information Document and has not withdrawn such consent before the delivery of a copy of this General Information Document to the Registrar (as applicable) for registration and a statement to that effect shall be included in this General Information Document.**

NA

- 1.21 **Consent of directors, auditors, bankers to issue, trustees, solicitors or advocates to the Issue, legal advisors to the Issue, lead managers to the Issue, Registrar to the Issue, and lenders (if required, as per the terms of the agreement) and experts:**

As specified in the respective Key Information Document.

- 1.22 **The names of the Debenture Trustee(s) shall be mentioned with a statement to the effect that the Debenture Trustee(s) has given its consent for appointment along with the copy of the consent letter from the Debenture Trustee.**

The Debenture Trustee for the respective Debentures to be issued in terms of the Key Information Document is more particularly specified in the respective Key Information Document and the consent for appointment along with the copy of the consent letter from the Debenture Trustee is annexed to the respective Key Information Document.

- 1.23 **Rating and Rating Rationale**

As specified in the respective Key Information Document.

- 1.24 **If the security is backed by a guarantee or letter of comfort or any other document of a similar nature, a copy of the same shall be disclosed. In case such document does not contain detailed payment structure (procedure of invocation of guarantee and receipt of payment by the investor along with timelines), the same shall be disclosed in the issue document.**

As specified in the respective Key Information Document.

- 1.25 **Consent Letter from the Debenture Trustee**

As provided in the respective Key Information Document.

- 1.26 **Disclosure of Cashflow with the date of interest/ dividend/ redemption payment as per day count convention.**

- (a) **The day count convention for dates on which the payments in relation to the non-convertible securities which need to be made:**

As specified in the respective Key Information Document.

- (b) **Procedure and time schedule for allotment and issue of securities:**

As specified in the respective Key Information Document.

(c) Cash flows emanating from the non-convertible securities shall be mentioned in the offer document, by way of an illustration:

As specified in the respective Key Information Document.

1.27 Undertaking by the Issuer

- (i) Investors are advised to read the risk factors carefully before taking an investment decision in this issue. For taking an investment decision, investors must rely on their own examination of the issuer and the offer including the risks involved. The securities have not been recommended or approved by the any regulatory authority in India, including the Securities and Exchange Board of India (SEBI) nor does SEBI guarantee the accuracy or adequacy of this document. Specific attention of investors is invited to the statement of 'Risk factors' given under Section 3 of this General Information Document.
- (ii) The Issuer, having made all reasonable inquiries, accepts responsibility for, and confirms that this General Information Document contains all information with regard to the Issuer and the Issue, that the information contained in this General Information Document is true and correct in all material aspects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission of which make this document as a whole or any of such information or the expression of any such opinions or intentions misleading in any material respect.
- (iii) The Issuer has no side letter with any debt securities holder except the one(s) disclosed in the General Information Document and the Key Information Document. Any covenants later added shall be disclosed on the Stock Exchange website where the debt is listed.
- (iv) With respect to Debentures that may be issued in terms of this General Information Document read with the relevant Key Information Document and that are proposed to be secured in nature, the assets on which the charge or security will be created to meet the 100% security cover or higher security cover is free from any encumbrances and in case the assets are encumbered, the permissions or consent to create any further charge on the assets will be obtained from the existing creditors to whom the assets are charged, prior to creation of the charge.
- (v) The necessary documents including the debenture trust deed (including documents for creation of the charge, wherever applicable) has been/ will be executed within the time frame prescribed in the relevant regulations / Acts / rules etc. and the same would be uploaded on the website of the designated stock exchange, where such securities have been proposed to be listed.

1.28 Names of all the recognized stock exchanges where the debt securities are proposed to be listed clearly indicating the designated stock exchange and the details of their in-principle approval for listing obtained from these stock exchange(s):

The NCDs are proposed to be listed on the debt segment of the BSE/NSE (as may be specified in the respective Key Information Document). The Issuer has applied for the in-principle approval with BSE/NSE. The in-principle approval letter shall be identified in the respective Key Information Document.

1.29 Risk Factors:

Please refer to Section 3 of this General Information Document along with the risk factors set out in the respective Key Information Document for details

1.30 Other details

i. **Creation of Debenture Redemption Reserve (“DRR”)– relevant legislations and applicability:**

If applicable, the Company shall at all times (till the time that the relevant Debentures are redeemed) maintain the Debenture Redemption Reserve in accordance with the Applicable Law and also in terms thereof ensure that at least 15% of the monies required to be paid out to the holders of the Debentures in a particular financial year are kept in specified investments (as stipulated under Rule 18(7)(b)(vi) of Companies (Share Capital and Debentures) Rules, 2014) on or prior to April 30 of that financial year.

The Company also undertakes that, if there are any further guidelines formulated (or modified or revised) by the Central Government or any other authority in respect of creation of Debenture Redemption Reserve the Company shall abide by such guidelines.

ii. **Issue / instrument specific regulations-relevant details (Companies Act, RBI guidelines, etc.):**

The Issue of Debentures in terms of this General Information Document and the respective Key Information Document is being made in conformity with the applicable provisions of the Companies Act, 2013 including the notified rules thereunder and the applicable regulatory guidelines, circulars including but not limited to the SEBI NCS Regulations, SEBI NCS Master Circular and SEBI (LODR) Regulations.

iii. **Default in Payment:**

As specified in the respective Key Information Document.

iv. **Delay in Listing:**

In case of delay in listing of the Debentures beyond 3 (Three) Business Days from the Issue Closing Date/ Issue Bidding Date, the Issuer will make payment to the Debenture Holders of penal interest at the rate of 1% (One Percent) per annum on the outstanding principal amount of the Debentures over and above the Coupon rate for the period commencing from the Deemed Date of Allotment till the date the Debentures are listed on the BSE.

v. **Delay in allotment of securities:**

Under the terms of the Companies Act, 2013, a company making an offer or invitation shall allot its securities within 60 (Sixty) days from the date of receipt of the application money for such securities and if the company is not able to allot the securities within that period, it shall repay the application money to the subscribers within 15 (Fifteen) days from the expiry of 60 (Sixty) days and if the company fails to repay the application money within the aforesaid period, it shall be liable to repay that money with interest at the rate of 12% (Twelve percent) per annum from the expiry of the 60th (Sixtieth) day.

vi. **Issue details:**

As specified in the respective Key Information Document.

vii. **Application process**

The application process for the Issue is as provided in Section 6 of this General Information Document.

viii. **Disclosure prescribed under form PAS-4 of Companies (Prospectus and Allotment of Securities), Rules, 2014 but not contained in this schedule, if any:**

Please refer to Section 5 of this General Information Document.

ix. **Project details: gestation period of the project; extent of progress made in the project; deadlines for completion of the project; the summary of the project appraisal report (if any), schedule of implementation of the project:**

As specified in the respective Key Information Document.

1.31 **Other matters and reports to be submitted, namely:**

- A. **If the proceeds, or any part of the proceeds, of the issue of the debt securities/ non-convertible redeemable preference shares are or is to be applied directly or indirectly: (i) in the purchase of any business; or (ii) in the purchase of an interest in any business and by reason of that purchase, or anything to be done in consequence thereof, or in connection therewith, the Company shall become entitled to an interest in either the capital or profits and losses or both, in such business exceeding fifty percent. Thereof, a report made by a chartered accountant (who shall be named in the issue document) upon: (a) the profits or losses of the business for each of the three financial years immediately preceding the date of the issue of the issue document; and (b) the assets and liabilities of the business as on the latest date to which the accounts of the business were made up, being a date of the issue of the issue document:**

NIL

- B. **In purchase or acquisition of any immovable property including indirect acquisition of immovable property for which advances have been paid to third parties, disclosures regarding: (i) the names, addresses, descriptions and occupations of the vendors; (ii) the amount paid or payable in cash, to the vendor and where there is more than one vendor, or the company is a sub-purchaser, the amount so paid or payable to each vendor, specifying separately the amount, if any, paid or payable for goodwill; (iii) the nature of the title or interest in such property proposed to be acquired by the company; and (iv) the particulars of every transaction relating to the property completed within the two preceding years, in which any vendor of the property or any person who is or was at the time of the transaction, a promoter or a director or proposed director of the company, had any interest, direct or indirect, specifying the date of the transaction and the name of such promoter, director or proposed director and stating the amount payable by or to such vendor, promoter, director or proposed director in respect of the transaction. Provided that if the number of vendors is more than five, then the disclosures as required above shall be on an aggregated basis, specifying the immovable property being acquired on a contiguous basis with mention of the location/total area and the number of vendors from whom it is being acquired and the aggregate value being paid. Details of minimum amount, the maximum amount and the average amount paid/ payable should also be disclosed for each immovable property:**

None

- C. **If: (i) the proceeds, or any part of the proceeds, of the issue of the debt securities/ non-convertible redeemable preference shares are or are to be applied directly or indirectly and**

in any manner resulting in the acquisition by the Company of shares in any other body corporate; and (ii) by reason of that acquisition or anything to be done in consequence thereof or in connection therewith, that body corporate shall become a subsidiary of the company, a report shall be made by a Chartered Accountant (who shall be named in the issue document) upon – (a) the profits or losses of the other body corporate for each of the three financial years immediately preceding the issue of the issue document; and (b) the assets and liabilities of the other body corporate as on the latest date to which its accounts were made up. The said report shall: (i) indicate how the profits or losses of the other body corporate dealt with by the report would, in respect of the shares to be acquired, have concerned members of the issuer company and what allowance would have been required to be made, in relation to assets and liabilities so dealt with for the holders of the balance shares, if the issuer company had at all material times held the shares proposed to be acquired; and (ii) where the other body corporate has subsidiaries, deal with the profits or losses and the assets and liabilities of the body corporate and its subsidiaries in the manner as provided in paragraph (C) (ii) above.

NIL

- D. **The broad lending and borrowing policy including summary of the key terms and conditions of the term loans such as re-scheduling, prepayment, penalty, default; and where such lending or borrowing is between the issuer and its subsidiaries or associates, matters relating to terms and conditions of the term loans including re-scheduling, prepayment, penalty, default shall be disclosed.**

NIL

- E. **The aggregate number of securities of the Company and its subsidiary companies purchased or sold by the promoter group, and by the directors of the Company which is a promoter of the Company, and by the directors of the Company and their relatives, within six months immediately preceding the date of filing the issue document with the Registrar of Companies, shall be disclosed.**

NIL

- F. **The matters relating to: (i) material contracts; (ii) time and place at which the contracts together with documents will be available for inspection from the date of issue document until the date of closing of subscription list.**

No Material contracts

- G. **Reference to the relevant page number of the audit report which sets out the details of the related party transactions entered during the three financial years immediately preceding the issue of issue document.**

Reference is made hereinbelow to the relevant note number of the audited financial which sets out the details of the related party transaction, for the financial years immediately preceding the date of this General Information Document:

Audited Financials	Note No.
Audited Financials of FY23	1
Audited Financials of FY22	1
Audited Financials of FY21	1

H. **The summary of reservations or qualifications or adverse remarks of auditors in the three financial years immediately preceding the year of issue of issue document, and of their impact on the financial statements and financial position of the Company, and the corrective steps taken and proposed to be taken by the Company for each of the said reservations or qualifications or adverse remarks.**

Nil.

I. **The following details with respect to three years immediately preceding the year of issue of the General Information Document, in the case of the Issuer being a company and all of its subsidiaries:**

(i) **any inquiry, inspections or investigations initiated or conducted under the securities law or Companies Act, 2013 (18 of 2013) or any previous companies law:**

NIL

(ii) **prosecutions filed, if any (whether pending or not)**

NIL

(iii) **finances imposed or offences compounded:**

NIL

J. **The details of acts of material frauds committed against the Issuer in the preceding three financial years and current financial year, if any, and actions taken by the Issuer.**

Mr. Wahengbam Singh Lalit (DIN -03089090) as director of the company had acted contrary to the Articles of Association and Memorandum of Association of the Company by entering into agreements on his own without bringing it to the notice and knowledge of the company, in relation to flats that he knew have already been sold. In the opinion of the Company this act was wholly illegal and amounted to cheating and/or fraud and also caused a loss approximately to the tune of INR 10.00 Crores to the Company.

He has since been removed as director from the company, an FIR has been filed against him and litigations initiated..

1.32 Issue Details

Security Name (Name of the non-convertible securities which includes Coupon / dividend, Issuer Name and maturity year)	As specified in the respective Key Information Document
Issuer	Hiren Wahan Buildtech Private Limited
Type of Instrument	As specified in the respective Key Information Document
Nature of Instrument (Secured or Unsecured)	As specified in the respective Key Information Document
Mode of Issue	Private placement
Seniority (Senior or Subordinated)	As specified in the respective Key Information Document

Eligible investors	As specified in the respective Key Information Document
Listing (name of Stock Exchange(s) where it will be listed and timeline for listing)	<p>The Debentures are proposed to be listed on the Wholesale Debt Market (WDM) Segment of the BSE/NSE within a period of 3 (Three) working days from the closing date of the Issue.</p> <p>The Issuer shall ensure that the Debentures continue to be listed on the WDM segment of the BSE/NSE.</p> <p>In the event there is any delay in listing of the Debentures beyond 3 (Three) working days from the closing date of the Issue, the Company will pay to the Debenture Holders, a penal interest of 1% (One Percent) p.a. over and above the Coupon Rate from the Deemed Date of Allotment until the listing of the Debentures, is completed.</p>
Rating of the instrument	As specified in the respective Key Information Document
Issue Size	As specified in the respective Key Information Document
Minimum Subscription	As specified in the respective Key Information Document
Option to retain oversubscription (Amount)	As specified in the respective Key Information Document
Objects of the Issue/ Purpose for which there is requirement of funds	As specified in the respective Key Information Document
In case the issuer is a NBFC and the objects of the issue entail loan to any entity who is a 'group company' then disclosures shall be made in the following format	N.A.
Details of the utilisation of the proceeds	As specified in the respective Key Information Document
Coupon Rate	As specified in the respective Key Information Document
Step Up/Step Down Coupon Rate	As specified in the respective Key Information Document
Coupon Payment Frequency	As specified in the respective Key Information Document
Coupon Payment Dates	As specified in the respective Key Information Document
Coupon Type (Fixed, floating or other structure)	As specified in the respective Key Information Document
Coupon Reset process (including rates, spread, effective date, interest rate cap and floor etc)	As specified in the respective Key Information Document
Day Count Basis	As specified in the respective Key Information Document
Interest on Application Money	As specified in the respective Key Information Document
Default Interest Rate	As specified in the respective Key Information Document
Tenor	As specified in the respective Key Information Document
Redemption Date	As specified in the respective Key Information Document
Redemption Amount	As specified in the respective Key Information Document
Redemption Premium/Discount	As specified in the respective Key Information Document
Issue Price	As specified in the respective Key Information Document

Discount at which security is issued and the effective yield as a result of such discount	As specified in the respective Key Information Document
Premium/ Discount at which security is redeemed and the effective yield as a result of such premium/ discount	As specified in the respective Key Information Document
Put Date	As specified in the respective Key Information Document
Put Price	As specified in the respective Key Information Document
Call Date	As specified in the respective Key Information Document
Call price	As specified in the respective Key Information Document
Put Notification Time (Timelines by which the investor need to intimate Issuer before exercising the put)	As specified in the respective Key Information Document
Call Notification Time (Timelines by which the Issuer need to intimate investor before exercising the call)	As specified in the respective Key Information Document
Face Value	As specified in the respective Key Information Document
Minimum Application and in multiples of thereafter	As specified in the respective Key Information Document
Issue Opening Date	As specified in the respective Key Information Document
Issue Closing Date	As specified in the respective Key Information Document
Date of earliest closing of the issue, if any	As specified in the respective Key Information Document
Pay-in Date	As specified in the respective Key Information Document
Deemed Date of Allotment	As specified in the respective Key Information Document
Settlement mode of the instrument	As specified in the respective Key Information Document
Depository	National Securities Depository Ltd. and/ or Central Depository Services (India) Ltd.
Disclosure of Interest/Dividend / redemption dates	As specified in the respective Key Information Document
Record Date	As specified in the respective Key Information Document
All covenants of the issue (including side letters, accelerated payment clause, etc.)	As specified in the respective Key Information Document
Description regarding Security (where applicable) including type of security (movable/immovable/tangible etc.), type of charge (pledge/ hypothecation/ mortgage etc.), date of creation of security/likely date of creation of security, minimum security cover, revaluation, replacement of security, interest to the Debenture	As specified in the respective Key Information Document

Holders over and above the Coupon Rate as specified in the respective Debenture Trust Deeds and disclosed in the General Information Document / Key Information Document.	
Transaction Documents	Shall mean this General Information Document, the respective Key Information Document and such other transaction document as specified in the respective Key Information Document.
Conditions Precedent to Disbursement	As specified in the respective Key Information Document
Conditions Subsequent to Disbursement	As specified in the respective Key Information Document
Events of Default (including manner of voting/ conditions of joining Inter Creditor Agreement)	As specified in the respective Key Information Document
Creation of recovery expense fund	The Issuer shall create a recovery expense fund in accordance with the applicable SEBI regulations and inform the Debenture Trustee for the same. The recovery expense fund shall be utilised in such manner and for such purposes as is more particularly provided under the said regulations and Applicable Law.
Conditions for breach of covenants (as specified in Debenture Trust Deed)	As specified in the respective Key Information Document
Provisions related to Cross Default Clause	As specified in the respective Key Information Document
Role and Responsibilities of Debenture Trustee	As specified in the respective Key Information Document
Risk factors pertaining to the issue	Please refer to Section 3 of this General Information Document read with the risk factors set out in the respective Key Information Document.
Governing Law and Jurisdiction	As specified in the respective Key Information Document
Bidding opening and closing date	Bid opening date: As specified in the respective Key Information Document Bid closing date: As specified in the respective Key Information Document
Bidding Time	As specified in the respective Key Information Document
Manner of Bidding	As specified in the respective Key Information Document
Manner of Allotment	As specified in the respective Key Information Document
Issue Size (and green shoe option, if any)	As specified in the respective Key Information Document
Interest Rate Parameter (being Coupon Rate and Coupon Type)	Coupon Rate: As specified in the respective Key Information Document Coupon Type: As specified in the respective Key Information Document
Manner of Settlement i.e. through clearing corporation or through escrow bank account of Issuer	As specified in the respective Key Information Document
Minimum Bid Lot and Multiple of Single Bid	As specified in the respective Key Information Document

Trading Lot Size	As specified in the respective Key Information Document
Settlement Cycle [T+1 / T+2] where T refers to the date of bidding / issue day	As specified in the respective Key Information Document
Due Diligence Certificate	As specified in the respective Key Information Document

Notes:

1. *If there is any change in Coupon Rate pursuant to any event including elapse of certain time period or downgrade in rating, then such new Coupon Rate and events which lead to such change should be disclosed.*
2. *The procedure used to decide the dates on which the payment can be made and adjusting payment dates in response to days when payment can't be made due to any reason like sudden bank holiday etc., should be laid down.*
3. *The list of documents which has been executed or will be executed in connection with the issue and subscription of debt securities shall be annexed.*
4. *While the debt securities which are proposed to be secured will be secured to the extent of 100% of the amount of principal and interest or as per the terms of respective Key Information Document, in favour of debenture trustee, it is the duty of the debenture trustee to monitor that the security is maintained.*
5. *The Issuer shall provide granular disclosures in their respective Key information Document, with regards to the "Object of the Issue" including the percentage of the issue proceeds earmarked for each of the "object of the issue".*
6. *The penal interest rates mentioned above as payable by the Issuer are independent of each other.*
7. *In the event of any conflict between the terms set out herein and the Debenture Trust Deed, the terms of the Debenture Trust Deed shall prevail.*

1.33 Key terms in relation to Debenture Trustee

A. Terms and conditions of the Debenture Trustee Agreement

As specified in the respective Key Information Document.

B. Terms carrying out due diligence by the Debenture Trustee

As specified in the respective Key Information Document.

5. DISCLOSURES UNDER THE COMPANIES ACT**FORM NO. PAS – 4
PRIVATE PLACEMENT OFFER CUM APPLICATION LETTER**

(Pursuant to Section 42 and Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014)

1. GENERAL INFORMATION:**A. Name, address, website (if any) and other contact details of the Company, indicating both registered office and the corporate office:**

Issuer / Company : Hiren Wahan Buildtech Private Limited
Registered Office : No.1158, Sy. No. 86/4 & 86/6, Panathur,
Marathahalli, Bangalore, Karnataka, India, 560103
Corporate Office : No.1158, Sy. No. 86/4 & 86/6, Panathur,
Marathahalli, Bangalore, Karnataka, India, 560103
Telephone No. : 9686781929
Contact Person : Gracy Mary
Email : info@hwbuidtech.com
Website : www.hwbuidtech.com

B. Date of Incorporation of the Company:

December 12, 2011

C. Business carried on by the Company and its subsidiaries with the details of branches or units, if any:Please refer to paragraph 1.4 (*'Details pertaining to the Issuer'*) of Section 4 of this General Information Document.**D. Brief particulars of the management of the Company:****Brief particulars of the Management of the Company/Directors Details / Names, addresses, DIN and occupations of the Directors:**

Name	DIN	Address	Designation	Occupation
Mr. Narendra Babu Kalahasthi	01477343	E-407, SJR Redwood, Apartments, sarjapura road, HSR Layout, Bangalore	Managing Director	Business
Mrs. Soujanya Reddy	07900846	E-407, SJR Redwood, Apartments, sarjapura road, HSR Layout, Bangalore	Director	Business

E. Name, address, DIN and occupations of the directors:

Name	DIN	Address	Designation	Occupation
Mr. Narendra Babu Kalahasthi	01477343	E-407, SJR Redwood, Apartments, sarjapura road, HSR Layout, Bangalore	Managing Director	Business
Mrs. Soujanya Reddy	07900846	E-407, SJR Redwood,	Director	Business

		Apartments, sarjapura road, HSR Layout, Bangalore		
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F. Management’s perception of Risk Factors:

Please refer to **Section 3** of this General Information Document along with the risk factors set out in the respective Key Information Document.

G. Details of defaults, if any, including the amounts involved, duration of default, and present status, in repayment of:

- (a) Statutory dues: Nil
- (b) Debentures and interest thereon: Nil
- (c) Deposits and interest thereon: Nil
- (d) Loan from any bank or financial institution and interest thereon: Nil

H. Name, designation, address and phone number, email ID of the nodal / compliance officer of the Company, if any, for the private placement offer process:

Name of Nodal/ Compliance officer	Designation	Address	Telephone No.	Email ID
Ms. Vibha Vyas	Company Secretary	No.1158, Sy. No. 86/4 & 86/6, Panathur, Marathahalli, Bangalore, Karnataka, India, 560103	8296118987	vibha@hwbuildtech.com

I. Any default in annual filing of the Company under the Companies Act, 2013, or the rules made thereunder –

Nil

2. PARTICULARS OF THE OFFER:

Financial position of the Company for the last 3 (three) financial years	Please refer to Annexure II of this General Information Document.
Date of passing of Board Resolution	Date of Board Resolution: December 18, 2023. A copy of the said board resolution is annexed herewith and marked as Annexure VI hereto.
Date of passing of resolution in general meeting, authorising the offer of securities	N.A
Kinds of securities offered (i.e. whether share or debentures) and	As specified in the respective Key Information Document.

class of security; the total number of shares or other securities to be issued			
Price at which the security is being offered, including premium, if any, along with justification of the price	As specified in the respective Key Information Document.		
Name and address of the valuer who performed valuation of the security offered, and basis on which the price has been arrived at along with report of the registered valuer	As specified in the respective Key Information Document.		
Relevant date with reference to which the price has been arrived at [Relevant Date means a date at least 30 (thirty) days prior to the date on which the general meeting of the Company is scheduled to be held]	As specified in the respective Key Information Document.		
The class or classes of persons to whom the allotment is proposed to be made	As specified in the respective Key Information Document.		
Intention of promoters, directors or key managerial personnel to subscribe to the offer (applicable in case they intend to subscribe to the offer) [not required in case of issue of non-convertible debentures]	As specified in the respective Key Information Document.		
The proposed time within which the allotment shall be completed	As specified in the respective Key Information Document.		
The names of the proposed allottees and the percentage of post private placement capital that may be held by them [not required in case of issue of non-convertible debentures]	As specified in the respective Key Information Document.		
The change in control, if any, in the company that would occur consequent to the private placement	As specified in the respective Key Information Document.		
The number of persons to whom allotment on preferential basis/ private placement / rights issue has already been made during the year, in terms of number of securities as well as price	Nil		
The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer.	As specified in the respective Key Information Document.		
Amount, which the Company intends to raise by way of proposed offer of securities	As specified in the respective Key Information Document.		
Terms of raising securities	<table border="1"> <tr> <td>Duration, if applicable:</td> <td>As specified in the respective Key Information Document.</td> </tr> </table>	Duration, if applicable:	As specified in the respective Key Information Document.
Duration, if applicable:	As specified in the respective Key Information Document.		

	Coupon	As specified in the respective Key Information Document.
	Mode of Payment	As specified in the respective Key Information Document.
	Mode of Repayment	As specified in the respective Key Information Document.
Proposed time schedule for which the offer letter is valid	As specified in the respective Key Information Document.	
Purpose and objects of the Issue	As specified in the respective Key Information Document.	
Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of such objects	As specified in the respective Key Information Document.	
Principal terms of assets charged as security, if applicable	As specified in the respective Key Information Document.	
The details of significant and material orders passed by the Regulators, Courts and Tribunals impacting the going concern status of the company and its future operations	Nil	

The pre-issue and post-issue shareholding pattern of the Company in the following format:

Sl. No.	Category	Pre-issue		Post-issue	
		No. of shares held	Percentage of shareholding	No. of shares held	Percentage of shareholding
A	Promoters' holding				
1.	Indian				
	Individual	1,00,000	100%	1,00,000	100%
	Bodies Corporate				
	Sub-total	1,00,000	100%	1,00,000	100%
2	Foreign promoters	NIL	NIL	NIL	NIL
	Sub-total (A)	NIL	NIL	NIL	NIL
B	Non-promoters' holding				
1	Institutional Investors	NIL	NIL	NIL	NIL
2	Non-Institutional Investors				
	Private Corporate Bodies	NIL	NIL	NIL	NIL
	Directors and relatives	NIL	NIL	NIL	NIL
	Indian public	NIL	NIL	NIL	NIL

	Others (including Non-resident Indians)	NIL	NIL	NIL	NIL
	Sub-total (B)	NIL	NIL	NIL	NIL
	Grand Total	1,00,000	100%	1,00,000	100%

3. MODE OF PAYMENT FOR SUBSCRIPTION: As specified in the respective Key Information Document.

4. DISCLOSURE WITH REGARD TO INTEREST OF DIRECTORS, LITIGATION, ETC.:

Any financial or other material interest of the directors, promoters or key managerial personnel in the offer and the effect of such interest in so far as it is different from the interests of other persons	As specified in the respective Key Information Document
Details of any litigation or legal action pending or taken by any Ministry or Department of the Government or a statutory authority against any promoter of the offeree Company during the last three years immediately preceding the year of the issue of the private placement offer cum application letter and any direction issued by such Ministry or Department or statutory authority upon conclusion of such litigation or legal action shall be disclosed	Please refer to Annexure III of this General Information Document
Remuneration of directors (during the current year and last three financial years)	Please refer to paragraph 1.8(C) of Section 4 of this General Information Document
Related party transactions entered during the last three financial years immediately preceding the year of issue of private	Please refer to Annexure I of this General Information Document.

<p>placement offer cum application letter including with regard to loans made or, guarantees given or securities provided</p>	
<p>Summary of reservations or qualifications or adverse remarks of auditors in the last five financial years immediately preceding the year of issue of private placement offer cum application letter and of their impact on the financial statements and financial position of the Company and the corrective steps taken and proposed to be taken by the Company for each of the said reservations or qualifications or adverse remark</p>	<p>Please refer to Annexure V of this General Information Document.</p>
<p>Details of any inquiry, inspections or investigations initiated or conducted under the Companies Act, 2013 or any previous Company law in the last three years immediately preceding the year of issue of private placement offer cum application letter in the case of the Company and all of its subsidiaries, and if there were any were any prosecutions filed (whether pending or not), fines imposed, compounding of offences in the last three years immediately preceding the year of the private placement offer cum application letter and if so, section-wise details thereof for the Company and all of its subsidiaries</p>	<p>Nil</p>

Details of acts of material frauds committed against the Company in the last three years, if any, and if so, the action taken by the Company	Please refer to paragraph 1.17 of Section 4 of this General Information Document.
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5. FINANCIAL POSITION OF THE COMPANY:

The capital structure of the Company in the following manner in a tabular form:

The authorised, issued, subscribed and paid up capital (number of securities, description and aggregate nominal value)	For details in this regard, please refer to Section 4 of this General Information Document.
Size of the Present Issue	As specified in the respective Key Information Document.
Paid-up Capital: a. After the offer: b. After the conversion of convertible instruments (if applicable):	This issuance of Debentures will not alter the paid-up capital of the Issuer.
Share Premium Account: a. Before the offer: b. After the offer:	This issuance of Debentures will not alter the Share Premium Account of the Issuer
Details of the existing share capital of the Issuer, indicating therein with regard to each allotment, the date of allotment, the number of shares allotted, the price and the form of consideration:	Please refer to Annexure VII of this General Information Document
Details of the number and price at which each of the allotments were made in the last one year preceding the date of the private placement offer cum application letter separately indicating the allotments made for consideration other than cash and the	Nil

details of the consideration in each case																	
Profits of the Company, before and after making provision for tax, for the three financial years immediately preceding the date of issue of the private placement offer cum application letter	<i>(Rs. in Lakhs)</i>																
	<table border="1"> <thead> <tr> <th>Particulars</th> <th>FY 2024</th> <th>FY 2023</th> <th>FY 2022</th> </tr> </thead> <tbody> <tr> <td>Profit/(loss) before Tax</td> <td>45.79</td> <td>19.18</td> <td>15.80</td> </tr> <tr> <td>Profit/(loss) after Tax</td> <td>41.90</td> <td>19.12</td> <td>15.75</td> </tr> </tbody> </table>	Particulars	FY 2024	FY 2023	FY 2022	Profit/(loss) before Tax	45.79	19.18	15.80	Profit/(loss) after Tax	41.90	19.12	15.75				
Particulars	FY 2024	FY 2023	FY 2022														
Profit/(loss) before Tax	45.79	19.18	15.80														
Profit/(loss) after Tax	41.90	19.12	15.75														
Dividends declared by the Company in respect of the said three financial years; interest coverage ratio for last three years (cash profit after tax plus interest paid/interest paid)	<table border="1"> <thead> <tr> <th>Particulars</th> <th>Rs.</th> <th>Rs.</th> <th>Rs.</th> </tr> <tr> <td></td> <th>FY 2024</th> <th>FY 2023</th> <th>FY 2022</th> </tr> </thead> <tbody> <tr> <td>Dividend declared</td> <td>Nil</td> <td>Nil</td> <td>Nil</td> </tr> <tr> <td>Interest coverage ratio (on a standalone basis)</td> <td>1.20</td> <td>174.70</td> <td>180.97</td> </tr> </tbody> </table>	Particulars	Rs.	Rs.	Rs.		FY 2024	FY 2023	FY 2022	Dividend declared	Nil	Nil	Nil	Interest coverage ratio (on a standalone basis)	1.20	174.70	180.97
Particulars	Rs.	Rs.	Rs.														
	FY 2024	FY 2023	FY 2022														
Dividend declared	Nil	Nil	Nil														
Interest coverage ratio (on a standalone basis)	1.20	174.70	180.97														
A summary of the financial position of the Company as in the 3 (three) audited balance sheets immediately preceding the date of issue of private placement offer cum application letter	Please refer to Annexure II of this General Information Document																
Audited Cash Flow Statement for the three years immediately preceding the date of issue of private placement offer cum application letter	Please refer to Annexure II of this General Information Document																
Any change in accounting policies during the last three years and their effect on the profits and the reserves of the Company	Nil																

PART B: APPLICANT'S DETAILS
(To be filled by the Applicant)

1. Name:
2. Father's Name:
3. Complete address including flat/ house number/ street, locality, pin code:
4. Phone number, if any:
5. Email ID, if any:
6. PAN:
7. Bank account details:
8. Demat Account Details:
9. Tick whichever is applicable:
 - (a) The applicant is not required to obtain Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares:
 - (b) The applicant is required to obtain Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares and the same has been obtained, and is enclosed herewith:

Signature of the Applicant

Initial of the officer of the Company designated to keep the record

6. OTHER INFORMATION AND APPLICATION PROCESS

The Debentures being offered as part of the Issue by way of this General Information Document and the respective Key Information Document are subject to the provisions of the Act, the Memorandum and Articles of Association of the Issuer, the terms of this General Information Document and the respective Key Information Document, Application Form and other terms and conditions as may be incorporated in the transaction documents as specified in the respective Key Information Document.

6.1 Mode of Transfer/ Transmission of Debentures

The Debentures shall be transferable subject to the provisions of the respective Debenture Trust Deed executed for such Debentures. The Debenture(s) shall be transferred and/or transmitted in accordance with the applicable provisions of the Act and other Applicable Laws. The Debentures held in dematerialised form shall be transferred subject to and in accordance with the rules/ procedures as prescribed by the Depository and the relevant DPs of the transferor or transferee and any other Applicable Laws and rules notified in respect thereof. The normal procedure followed for transfer of securities held in dematerialised form shall be followed for transfer of these Debentures held in dematerialised form. The seller should give delivery instructions containing details of the buyer's DP account to his DP.

6.2 Debentures held in Dematerialised Form

The Debentures shall be held in dematerialised form and no action is required on the part of the Debenture Holder(s) for redemption purposes and the redemption proceeds will be paid by cheque(s) / demand draft (s) / ECS / NEFT / RTGS / other permitted mechanisms to those Debenture Holder(s) whose names appear on the list of beneficiaries maintained by the Depositories. The names would be as per the Depository(ies) records on the relevant Record Date fixed for the purpose of redemption. All such Debentures will be simultaneously redeemed through appropriate debit corporate action. If permitted, the Issuer may transfer payments required to be made in any relation by NEFT/RTGS to the bank account of the Debenture Holder(s) for redemption payments.

6.3 Sharing of Information

The Issuer may, at its option, but subject to Applicable Laws, use on its own, as well as exchange, share or part with any financial or other information about the Debenture Holder(s) available with the Issuer, with its subsidiaries and affiliates and other banks, financial institutions, credit bureaus, agencies, statutory bodies, as may be required and neither the Issuer nor its subsidiaries and affiliates nor their agents shall be liable for use of the aforesaid information.

6.4 Debenture Holder not a Shareholder

The Debenture Holder(s) shall not be entitled to any right and privileges of shareholders other than those available to them under the Act. The Debentures shall not confer upon the Debenture Holders the right to receive notice(s) or to attend and to vote at any general meeting(s) of the shareholders of the Issuer.

6.5 Right to accept or reject Applications

The Board/ Committee of Directors reserves its full, unqualified and absolute right to accept or reject any application for subscription to the Debentures, in part or in full, without assigning any reason thereof.

6.6 Issue Procedure

Only Eligible Investors (as given under the respective Key Information Documents) may apply for the Debentures by completing the Application Form in the prescribed format in block letters in English as per the instructions contained therein. The minimum number of Debentures that can be applied for and the

multiples thereof shall be set out in the Application Form. No application can be made for a fraction of a Debenture. Application Forms should be duly completed in all respects and applications not completed in the said manner are liable to be rejected. The name of the Applicant's bank, type of account and account number must be duly completed by the Applicant. This is required for the Applicant's own safety and these details will be printed on the refund orders and /or redemptions warrants.

The applicant should transfer payments required to be made in relation to the Issue by NEFT/RTGS, to the bank account as per the details mentioned in paragraph 6.10 hereinbelow.

6.7 Application Procedure

The application procedure with respect to subscribing to Debentures is more particularly set out in the respective Key Information Document.

6.8 Fictitious Application

All fictitious Applications will be rejected.

6.9 Basis of Allotment

Notwithstanding anything stated elsewhere, Issuer reserves the right to accept or reject any application, in part or in full, without assigning any reason. Subject to the aforesaid, in case of over subscription, priority will be given to Investors on a first come first serve basis. The investors will be required to remit the funds as well as submit the duly completed Application Form and Part - B of the Private Placement Offer Cum Application Letter set out in Section 5 herein along with other necessary documents to Issuer by the Deemed Date of Allotment.

6.10 Payment Instructions

The payment instructions with respect to subscribing to Debentures is more particularly set out in the respective Key Information Document.

6.11 Persons who may apply/ Eligible investors

This General Information Document and the contents hereof and the respective Key Information Document are restricted for only the intended recipient(s) who have been addressed directly through a communication by the Company and only such recipients are eligible to apply for the Debentures. The categories of investors eligible to subscribe to the Debentures will be identified in the relevant Key Information Document.

Note: Each of the eligible investor(s) is required to check and comply with extant rules/ regulations/ guidelines, etc., governing or regulating their investments as issued by their respective regulatory authorities, and the Company is not, in any way, directly or indirectly, responsible for any statutory or regulatory breaches by any investor, neither is the Company required to check or confirm the same.

Disclaimer: *Please note that only those persons to whom this General Information Document and the relevant Key Information Document has been specifically addressed are eligible to apply. However, an application, even if complete in all respects, is liable to be rejected without assigning any reason for the same. The list of documents provided above is only indicative, and an investor is required to provide all other documents/ authorisations/ information, which are likely to be required by the Issuer. The Issuer may, but is not bound to revert to any investor for any additional documents/ information, and can accept or reject an application as it deems fit. Investment by investors falling in the categories mentioned above are merely indicative and the Issuer does not warrant that they are permitted to invest as per extant laws, regulations, etc. Each of the above categories of investors is required to check and comply with extant rules/regulations/ guidelines, etc. governing or regulating their investments as applicable to them and the*

Issuer is not, in any way, directly or indirectly, responsible for any statutory or regulatory breaches by any investor, neither is the Issuer required to check or confirm the same.

7. DECLARATION

The Company and each of the directors of the Company hereby confirm and declare that:

- a. the Company has complied with the provisions of the Securities Contracts (Regulation) Act, 1956 (42 of 1956), the Securities and Exchange Board of India Act, 1992 (15 of 1992), the Companies Act, 2013 (18 of 2013) and the rules and regulations made thereunder, including the compliances in relation to making a private placement of the Debentures;
- b. the compliance with the aforementioned Act and the rules and regulations made thereunder does not imply that payment of dividend or interest or repayment of Debentures, if applicable, is guaranteed by the Central Government;
- c. the monies received under the Issue shall be used only for the purposes and objects indicated in this General Information Document and the Key Information Document;
- d. whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the promoters subscribing to the Memorandum of Association and Articles of Association.

I am authorised by the Board of Directors of the Company *vide* resolution dated December 18, 2023 to sign this form and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this General Information Document has been suppressed or concealed and is as per the original records maintained by the Promoters subscribing to the Memorandum of Association and Articles of Association.

It is further declared and verified that all the required attachments have been completely, correctly and legibly attached to this form.

The Issuer also declares that all the relevant provisions in the regulations/guideline issued by SEBI and other Applicable Laws have been complied with and no statement made in this General Information Document is contrary to the provisions of Companies Act, 2013 (18 of 2013), the Securities Contracts (Regulation) Act, 1956 (42 of 1956) and the Securities and Exchange Board of India Act, 1992 (15 of 1992) and the rules and regulations made thereunder and other Applicable Laws, as the case may be. The information contained in this General Information Document is as applicable to privately placed debt securities and subject to the information available with the Issuer. The extent of disclosures made in the General Information Document is consistent with disclosures permitted by regulatory authorities to the issue of securities made by the companies in the past.

For **HIREN WAHEN BUILDTECH PRIVATE LIMITED**



Authorised Signatory
Name: **Narenra Babu Kalahasti**
Title: Managing Director
Date: 18th June 2024
Place: Bangalore



8. ANNEXURES

ANNEXURE I: RELATED PARTY TRANSACTIONS

(Related party transactions entered during the last three financial years immediately preceding the year of issue of this General Information Document including with regard to loans made or, guarantees given or securities provided)

NIL

ANNEXURE II: FINANCIAL POSITION OF THE COMPANY

a. Audited financial statements (i.e. Profit & Loss statement, Balance Sheet and Cash Flow statement) both on a standalone and consolidated basis for a period of three completed years

Standalone Balance Sheet

(Rs. In Crores)

Particulars	Figures as at 31st March 2024	Figures as at 31st March 2023	Figures as at 31st March 2022	Figures as at 31st March 2021
		Rs.	Rs.	Rs.
A EQUITY AND LIABILITIES				
1 Shareholders' funds				
(a) Share capital	0.1	0.01	0.01	0.01
(b) Reserves and surplus	2.23	1.82	1.62	1.47
(b) Money Received against share warrents	Nil	Nil	Nil	Nil
2 Share application money pending allotments	Nil	Nil	Nil	Nil
3 Non-current liabilities				
(a) Long-term borrowings	49.22	0.22	0.22	0.22
(b) Deferred tax liabilities (net)				
(c) Other Long Term Liabilities	Nil	Nil	Nil	Nil
(d) Long term provision	Nil	Nil	Nil	Nil
4 Current liabilities				
(a) Short Term Borrowings	Nil	Nil	Nil	Nil
(b) Trade payables				
(A) total outstanding dues of micro enterprises and small enterprises				
(B) total outstanding dues of Creditors other than micro enterprises and small enterprises	0.10	0.38	0.38	0.41
(c) Other current liabilities	Nil	1.48	1.30	2.49
(d) Short-term provisions	0.76	0.67	0.67	0.04
TOTAL	52.42	4.57	4.20	4.64
B ASSETS				
1 Non-current assets				
(a) (i) Property, Plant and Equipment	0.01	0.01	0.01	0.01
(ii) Intangible assets				
(iii) Capital Work in progress				
(iv) Intangible Assets under Development	Nil	Nil	Nil	Nil
(b) Non-current investments	46.74	1.43	1.23	1.05

(c) Deferred Tax Assets	0.01	0.01	0.01	0.01
(d) Long term loans and Advances	Nil	Nil	Nil	Nil
(e) Other Non Current Assets	Nil	Nil	Nil	Nil
2 Current assets				
(a) Current Investments				
(b) Inventories	Nil	Nil	Nil	Nil
(c) Trade receivables	0.03	0.69	0.69	0.69
(d) Cash and cash equivalents	3.35	0.03	0.03	0.04
(e) Short-term loans and advances	2.27	2.38	2.20	2.84
(f) Other Current Assets	0.02	0.03	0.03	
TOTAL	52.42	4.57	4.20	4.64

Standalone Statement of Profit and Loss**(Rs. In crores)**

Particulars		Figures as at 31st March 2024	Figures as at 31st March 2023	Figures as at 31st March 2022	Figures as at 31st March 2021
I	Revenue from operations	0.52	Rs. Nil	Rs. Nil	Rs. Nil
	Total	0.52	Nil	Nil	Nil
II	Other Income	2.56	0.20	0.17	0.43
III	Total Income (I+II)	3.08	0.20	0.17	0.43
IV	Expenses				
	(a) Cost of materials consumed	0.25	Nil	Nil	Nil
	(b) Purchase of Stock in Trade				
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	Nil	Nil	Nil	Nil
	(d) Employee benefits expenses	Nil	Nil	Nil	Nil
	(e) Finance costs	2.24	0.00	0.00	0.00
	(f) Depreciation and amortisation expenses	0.00	0.00	0.00	0.01
	(g) Other expenses	0.13	0.00	0.00	0.04
	Total Expenses	2.62	0.01	0.01	0.05

V	Profit before exceptional and extraordinary item and tax	0.45	0.19	0.16	0.38
VI	Exceptional Items	Nil	Nil	Nil	Nil
VII	Profit before extraordinary item and tax	0.45	0.19	0.15	0.38
VIII	Extraordinary Items	Nil	Nil	Nil	Nil
IX	Profit before Tax	0.45	0.19	0.15	0.37
X	Tax Expense:				
	(a) Current tax expense	0.04	0.0	0.00	0.01
	(Excess) / Short provision of earlier years				
	(b) Deferred tax	0.00	0.00	0.00	(0.00)
XI	Profit / (Loss) for the period from continuing operations	0.41	0.19	0.15	0.369
XII	Profit / (Loss) from discontinuing operations	Nil	Nil	Nil	Nil
XIII	Tax from discontinuing operations	Nil	Nil	Nil	Nil
XIV	Profit/ (Loss) from discontinuing operations	Nil	Nil	Nil	Nil
XV	Profit for the Period	0.41	0.19	0.16	0.369

Standalone Cash Flow Statement

NA

Consolidated Balance Sheet:

NA

Consolidated Statement of Profit and Loss:

NA

Consolidated Cash Flow Statement:

NA

Consolidated Additional Information:

NA

ANNEXURE III: OUTSTANDING LITIGATION AND DEFAULTS

Assessment Year	Date of Demand & Section under which demand raised	Demand Amount (Excluding interest)
2021	17-09-2022 (1431a)	14,560
2017	06-01-2020 (154)	98,460
2018	15-09-2020 143(3)	33,24,570*
2019	17-11-2020 154	2,76,390
2020	30-09-2021 (1431a)	1,12,290
Total		38,26,270

ANNEXURE IV: DETAILS OF MATERIAL FRAUDS

Mr. Wahengbam Singh Lalit (DIN -03089090) as director of the company had acted contrary to the Articles of Association and Memorandum of Association of the Company by entering into agreements on his own without bringing it to the notice and knowledge of the company, in relation to flats that he knew have already been sold. In the opinion of the Company this act was wholly illegal and amounted to cheating and/or fraud and also caused a loss approximately to the tune of INR 10.00 Crores to the Company. He has since been removed as director from the company, an FIR has been filed against him and litigations initiated.

**ANNEXURE V: SUMMARY OF RESERVATION / QUALIFICATIONS / ADVERSE REMARKS
OF AUDITORS**

NIL

ANNEXURE VI: RESOLUTION



HIREN WAHEN BUILDTECH Pvt. Ltd.

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF HIREN WAHEN BUILDTECH PRIVATE LIMITED ("COMPANY") AT THEIR MEETING HELD ON 18th DECEMBER 2023 AT 11.A.M AT THE REGISTERED OFFICE OF THE COMPANY AT NO.1158 SY NO. 86/4 AND 86/6 PANATHUR MARATH HALLI, BANGALORE, KARNATAKA – 560103.

1. The Chairman informed the Board of Directors ("**Board**") that the Company proposes to repay the outstanding in relation to the existing debt from Housing Development Finance Corporation Limited ("**Existing Debt**"), availed by the Company and M/S Hiren Wahen Buildtech ("**Partnership**") as co-borrowers.

Further the Company requires long-term funding for inter-alia, the development of the project named 'High Cliff' ("**Project**") being developed by the Company and the Partnership on all that piece and parcel of land admeasuring 60,984 square feet in Sy No 86/4 and 86/6 of Panathur Village, Bangalore East Varthur Hobli, Karnataka ("**Project Land**").

Therefore the Company proposes to offer and issue up to 6,000 (Six Thousand) senior, secured, listed, rated, redeemable, non-convertible debentures ("**Debentures**"/"**NCDs**") with a face value of INR 1,00,000/- (Rupees One Lakh Only) each aggregating up to INR 60,00,00,000 (Rupees Sixty Crore Only) on private placement basis, in one or more tranches to certain identified investors, on the terms and conditions as mentioned in the draft debenture trust deed proposed to be executed between the Company, the Partnership, Beacon Trusteeship Limited as the debenture trustee acting for the benefit of the Debenture holders ("**Debenture Trustee**"), Mr. Narendra Kalahasthi Babu (being the promoter and shareholder of the Company, "**Shareholder 1**"), Ms. Soujanya Reddy (being a shareholder of the Company, "**Shareholder 2**"), Mr. Prakash Lakshmaiah (being a partner of the Partnership, "**Partner 2**") and Nisus BCD Advisors LLP ("**Facility Agent**") ("**Debenture Trust Deed**").

2. The Company proposes to utilise the proceeds from the Debentures in the following manner:
 - (a) Utilize up to INR 19,50,00,000 (Rupees Nineteen Crore Fifty Lakh Only) to repay the outstandings in relation to the Existing Debt;
 - (b) Utilize up to INR 14,00,00,000 (Rupees Fourteen Crore Only) for acquisition of TDRs for the Project;
 - (c) Utilize up to INR 2,30,00,000 (Rupees Two Crore and Thirty Lakhs Only) to extend an inter-company loan to the Partnership for utilization towards costs of submission and other actions required for receipt of identified approvals for the Project;
 - (d) Utilize up to INR 18,20,00,000 (Rupees Eighteen Crore and Twenty Lakhs Only) for extending an inter-company loan to the Partnership for utilization towards Project related costs;
 - (e) Up to INR 6,00,00,000 (Rupees Six Crore Only) towards maintaining non-statutory debt service reserve amounts ("**DSRA**") and towards general corporate purposes.
3. Further, as per terms of the Debenture Trust Deed, all amounts due and payable under the Debentures are proposed to be secured, by the following (collectively "**Security**"):

A. a first ranking exclusive security interest over, inter-alia, the following: -

- (a) All rights, titles, interests and benefits of the Company and the Partnership in the immovable assets in relation to Project, including the Project Land, and created by way of an equitable mortgage recorded by a Memorandum of Deposit by Title Deeds and a declaration;
- (b) All rights, titles, interests and benefits of Partner 2 in the immovable assets relation to Prestige Project as described in further detail under the Debenture Trust Deed, including



- the Prestige Project land, and created by way of an equitable mortgage recorded by a Memorandum of Deposit by Title Deeds and a declaration;
- (c) All rights, titles, interests and benefits of the Company and all rights, titles, interests and benefits of the Partnership in the movable assets relation to Project including Project Receivables (as defined under the under the Debenture Trust Deed), sold/unsold/ WIP of free sale unsold stock, work in progress, bank accounts, documents, authorizations pertaining to Project, inventory and any other receivables/monies, insurance policies, movable plant and machinery, machinery spares, tools and accessories, furniture, fixtures, vehicles and all other movable assets, both present and future, in relation to the Project (collectively the "Project Hypothecated Assets") as described in further detail under the Debenture Trust Deed and created pursuant to a Deed of Hypothecation;
 - (d) All rights, titles, interests and benefits of the Partner 2 in the movable assets relation to commercial space admeasuring 17,529 sqft located at 2nd floor of Building 3 in prestige Featherlite Techhub (Prestige Green gables), Panathur Main Road, Panathur Hobli, Varthur Taluk, Bangalore ("Prestige Project") including Project Prestige Receivables (as defined under the under the Debenture Trust Deed), sold/unsold/ WIP of free sale unsold stock, work in progress, bank accounts, documents, authorizations pertaining to the project, inventory and any other receivables/monies, insurance policies, movable plant and machinery, machinery spares, tools and accessories, furniture, fixtures, vehicles and all other movable assets, both present and future, in relation to the project (collectively the "Project Hypothecated Assets") as described in further detail under the Debenture Trust Deed and created pursuant to a Deed of Hypothecation;
 - (e) a first ranking charge by way of pledge of 95% of the share capital of the Company, by Shareholder 1 and Shareholder 2;
 - (f) a charge over the Unit Hypothecated Assets (as defined under the under the Debenture Trust Deed) along with power of attorney in relation thereto;
 - (g) A security interest over the 100% of the interest of the Partners in the Partnership;
 - (h) such other security as may be requested by the Debenture Trustee.
- B. The following contractual comforts:
- (a) Demand promissory note and a letter of continuity from the Partnership, the Company, Shareholder 1, Shareholder 2 and Partner 2;
 - (b) an irrevocable and unconditional guarantee by way of a Deed of Guarantee from the Partnership, Shareholder 1, Shareholder 2 and Partner 2; and
 - (c) cheques for payment of all outstanding's in relation to the Debentures from the Partnership, the Company, Shareholder 1, Shareholder 2 and Partner 2.
4. The Board discussed drafts of the Debenture Trustee Appointment Agreement, Debenture Trust Deed, Deed of Hypothecation, each Memorandum of Deposit by Title Deeds and respective declaration, Escrow Agreement, Deed of Guarantee, Demand Promissory Note(s), Cheque Deposit Letters, Subordination letters and other documents, writings deeds and agreements required by the Debenture Trustee to be executed in connection with the Debentures. The Board took note of the terms and conditions and other contents of the said documents.

The drafts of the Transaction Documents along with the draft of the amended Articles of Association of the Company, duly initialed by the Chairman for identification were tabled before the Board for its approval.

5. The Chairman also informed the Board that as per Section 62 and other applicable provisions of the Companies Act, 2013 ("Act") the shareholders of the Company, would be required to provide their consent on the amendment of the articles of association, the appointment of the nominee directors of the Debenture Trustee, in accordance with the terms of the Debenture Trust Deed. It was further apprised that the resolution is therefore proposed to fix the date, venue, and time for the extraordinary general meeting.



After a detailed discussion on the matters, the following resolution was passed unanimously by the Board:

I. APPROVAL FOR THE OFFER AND ISSUANCE OF THE DEBENTURES ON PRIVATE PLACEMENT BASIS.

1. **"RESOLVED THAT** pursuant to Section 42, Section 71, Section 179 (3)(c), Section 179(3)(d) and Section 180 of the Companies Act, 2013, Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force), SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and in accordance with the enabling provisions of the Memorandum of Association and Articles of Association of the company, the Board be and are hereby authorized to issue up to 6,000 (Six Thousand) senior, secured, listed, rated, redeemable, non-convertible debentures of a face value/principal amount of 1,00,000/- (Rupees One Lakh Only) each on private placement basis, for a consideration aggregating up to INR 60,00,00,000 (Indian Rupees Sixty Crore Only) ("**Debentures**"/"**NCDs**") to certain identified investors ("**Identified Investors**"), in one or more tranches as per the terms of the Debenture Trust Deed;
2. **RESOLVED FURTHER THAT** pursuant to the provisions of Sections 42, 71, 77 and Section 179(3) (as applicable) and other applicable provisions, if any, of the Act read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debenture) Rules, 2014 framed under the Act, and other applicable laws (including any statutory modifications(s) or re-enactment(s) thereof) and the articles of association of the Company, the approval of the Board be and is hereby accorded to the Company to create security, by way of mortgage, hypothecation, or otherwise, in favour of the Secured Parties to secure the Debenture Outstandings and the obligations of the Company and the guarantors in favour of the Debenture Trustee, over the Company's right, title, benefit, claims, demands and interest, both present and future, in/ over the Security.
3. **RESOLVED FURTHER THAT**, the Board be and hereby authorises the Directors of the Company severally to file with the Registrar of Companies all particulars in respect of the creation of charge and return of allotment in respect of issuance of the Debentures in accordance with the Companies Act, 2013 and rules made thereunder, as may be required in the prescribed form and to register or lodge for registration with the concerned sub-registrar of assurances, the definitive agreements (wherever required) and any other document/ instrument as required under the terms of the Debenture Trust Deed.
4. **RESOLVED FURTHER THAT** the approval of the Board be and hereby accorded its consent to record the creation of the pledge and for any and every transfer of shares of the Company in the manner deemed fit by the Debenture Trustee, upon invocation of the pledge pursuant to the Share Pledge Agreement, without any further act, approval or consideration by the Company. The Board further accepts that it shall agree to transfer the shares to the name of any person identified by the Debenture Trustee.
5. **RESOLVED FURTHER THAT** the Company shall request the Partnership, Shareholder 1, Shareholder 2 and Partner 2 to create Security including issuance of the guarantee as per the terms of the Debenture Trust Deed and/or as may be required by the Debenture Trustee.
6. **RESOLVED FURTHER THAT** the Company hereby accords its consent for the Debentures proceeds to be on-lent to the Partnership on the terms and conditions as prescribed under the Debenture Trust Deed.



7. **RESOLVED FURTHER THAT** the Form No. PAS-4 under the Companies Act, 2013, the Placement Memorandum as per terms of the SEBI regulations together with an application form be and is hereby approved and be issued to the applicants, inviting them to subscribe to the Debentures and their name be entered on record prior to issuance of the invitation to subscribe.
8. **RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, Mr. Kalahasthi Babu and Mr. Prakash Lakshmaiah, Directors of the Company ("**Authorised Directors**") be and are hereby severally authorized to finalize the manner and method of issuance of Debentures and execute all necessary agreements (including such representations, warranties, indemnities, and covenants as may be customary in such transactions), writings, deeds, applications, forms, filings, documents, waivers, undertakings, affidavits, certificates, and/or subsequent amendments or modifications to any of the above, and do all such acts and thing as may be deem necessary and/ or expedient in the interest of the Company including without limitation, to settle any questions, difficulties, doubts that may arise in this regard, as it may in its absolute discretion deem fit, including without limitation the documents listed below ("**Transaction Documents**");
- (a) Debenture Trustee Appointment Agreement to be executed between the Company and Beacon Trusteeship Limited ("**Debenture Trustee Appointment Agreement**");
 - (b) Debenture Trust Deed to be executed by and amongst the Company, the Partnership, Mr. Narendra Kalahasthi Babu, Mrs. Soujanya Reddy, Mr. Prakash Lakshmaiah, Beacon Trusteeship Limited, and Nisus BCD Advisors LLP ("**Debenture Trust Deed**");
 - (c) Mortgage by way of deposit of title deeds by the Company and the Partnership recorded by a Memorandum of Deposit of Title Deeds and supported by a declaration of the depositors ("**Memorandum of Deposit by Title Deeds 1**");
 - (d) Mortgage by way of deposit of title deeds by Mr. Prakash Lakshmaiah recorded by a Memorandum of Deposit of Title Deeds and supported by a declaration of the depositor ("**Memorandum of Deposit by Title Deeds 2**");
 - (e) Escrow agreement to be executed inter alia by the Company, Beacon Trusteeship Limited, Nisus BCD Advisors LLP and HDFC Bank for escrowing of proceeds of the Issue and receivables owing and accruing in relation to the Project ("**Escrow Agreement**");
 - (f) Share Pledge Agreement to be executed by the Company, Mr. Narendra Kalahasthi Babu and Mrs. Soujanya Reddy, in favour of the Debenture Trustee ("**Share Pledge Agreement**");
 - (g) Deed of Hypothecation to be executed by Company, the Partnership and Mr. Prakash Lakshmaiah in favour of the Debenture Trustee ("**Deed of Hypothecation**");
 - (h) Deed of Guarantee to be executed by the Partnership, Mr. Narendra Kalahasthi Babu, Mrs. Soujanya Reddy and Mr. Prakash Lakshmaiah in favour of the Debenture Trustee;
 - (i) Demand Promissory Note along with a letter of continuity to be submitted by the Company, the Partnership, Mr. Narendra Kalahasthi Babu, Mrs. Soujanya Reddy and Mr. Prakash Lakshmaiah;
 - (j) A cheque deposit letter by Company, the Partnership, Mr. Narendra Kalahasthi Babu, Mrs. Soujanya Reddy and Mr. Prakash Lakshmaiah;
 - (k) Any other documents as may be determined by the Facility Agent/Debenture Trustee from time to time.



9. **RESOLVED FURTHER THAT** the Authorised Directors be and are hereby severally authorised to negotiate, approve, finalise, sign, execute and deliver documents and do all acts in relation to the issuance of Debentures for and on behalf of the Company, including but not limited to the following:
- (a) approve, decide on, and finalise the terms and conditions applicable to the Debentures and to vary the aforesaid terms;
 - (b) negotiate, sign, execute, file, amend, supplement and deliver the private placement offer letter (a copy of which has been placed before the Board);
 - (c) finalise the appointment of intermediaries as may be required to be appointed in connection with the issuance of the Debentures and the terms and conditions of their appointment; and
 - (d) finalise the date of allotment of the Debentures to the Debenture Holder(s).
10. **RESOLVED FURTHER THAT** the Authorised Directors be and are hereby severally authorized, to do all acts, deeds, matters, and things, as may be deemed necessary, for the purpose of giving effect to this resolution, including but not limited to signing any and all documents and e-forms with the Ministry of Corporate Affairs, concerned Registrar of Companies on behalf of the Company.
11. **RESOLVED FURTHER THAT** the Board be and is hereby authorized to do and perform all such acts, deeds, matters, and things as may be necessary, desirable, or expedient for the purpose of giving effect to this Resolution.

II. APPOINTMENTS OF THE DEBENTURE TRUSTEE AND OTHER INTERMEDIARIES

1. **RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Authorised Directors be and are hereby severally authorized to finalize the appointment and terms of appointment of Beacon Trusteeship Limited as the **Debenture Trustee**.
2. **RESOLVED FURTHER THAT**, the Company is and is hereby authorized to get itself and the Debentures admitted to the **National Securities Depository Limited and/or Central Depository Services Limited** and to execute or ratify the necessary or requisite agreement(s) with those depositories and the registrar and transfer agent and any other agreements, undertakings or other writings required for the issue of the Debentures in dematerialized form and the Authorised Directors be and are hereby severally authorized to negotiate, finalize and execute or ratify the same.
3. **RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Authorised Directors be and are hereby severally authorized to finalize the appointment and terms of appointment of Acuite Rating Agency as the **Credit Rating Agency**, to accept the rating provided and publish the same as per the requirements under applicable laws, including in relation to the issuance of the Debentures.
4. **RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Authorised Directors be and are hereby severally authorized to finalize the appointment and terms of appointment of Acuite Rating Agency as the **R&T Agent**.
5. **RESOLVED FURTHER THAT** consent of the Board be and is hereby accorded to enter into listing agreement with the **BSE Ltd.** (Bombay Stock Exchange) for listing of the abovementioned NCDs and Directors of the Company be and are hereby severally authorized to do all such things and acts as may be required or necessary to give effect to this resolution.
6. **RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Authorised Directors be and are hereby severally authorized to finalize the appointment and terms of appointment of HDFC BANK Limited as the **Escrow Agent**.



Handwritten signature



III **ESCROW ACCOUNTS**

1. **RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Authorized Directors be and are hereby severally authorized to take all actions and submit all documents as may be required to open the escrow accounts as required as per terms of the Debenture Trust Deed.
2. **RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Debenture Trustee and the Authorized Directors (subject to the terms of the Escrow Agreement) be and are hereby severally authorized to operate and provide all instructions in relation to the escrow accounts, including creation of fixed deposits from the monies lying therein.
3. **RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Authorized Directors be and are hereby severally authorized to close the following accounts and transfer all monies lying therein to the escrow accounts opened as per terms of the Debenture Trust Deed.

RESOLVED FURTHER THAT the Authorized Directors of the Company be and are hereby severally authorized, to do all acts, deeds, matters, and things, as may be deemed necessary, for the purpose of giving effect to these resolutions, including but not limited to signing any and all documents and e-forms with the Ministry of Corporate Affairs, concerned Registrar of Companies on behalf of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do and perform all such acts, deeds, matters, and things as may be necessary, desirable, or expedient for the purpose of giving effect to this Resolution

RESOLVED FURTHER THAT a certified copy of this resolution be furnished, as may be required, under the signatures of any one of the Directors of the Company."

//Certified true copy//

For and on behalf of **HIREN WAHEN BUILDTech PRIVATE LIMITED**



Signature

Name: Narendra Babu Kalahasthi
Designation: **Director**
DIN: 01477343



Signature
Name: Soujanya Reddy
Designation: **Director**
DIN: 07900846

Date: 18th December 2023
Place: Bangalore

ANNEXURE VII: DETAILS OF THE EXISTING SHARE CAPITAL OF THE ISSUER, INDICATING THEREIN WITH REGARD TO EACH ALLOTMENT, THE DATE OF ALLOTMENT, THE NUMBER OF SHARES ALLOTTED, THE PRICE AND THE FORM OF CONSIDERATION

Sr No:	Date of Allotment/ Transfer	Number of Shares allotted / Transfer	Face Value of Shares allotted	Price	Form / Details of Consideration	Remarks
1.	12 th December 2011	4999	10	49990	Cash	Subscription to MOA/AOA
2	13 th December 2023	9000	10	900000	Cash	Rights Issue
3	20 th August 2022	01	10	10	Cash	Subscription to MOA/AOA
4	12 th December 2011	5000	10	50000	Cash	Subscription to MOA/AOA

**ANNEXURE VIII
IN PRINCIPAL APPROVAL ISSUED BY BSE**