



# **ANNEXURE**

TRY/Q1/Bob Bonds/3 Date: 01-08-2024

To, Mr. S K Naik Centbank Financial Services Ltd. Central Bank of India MMO bldg, 3rd Floor (East Wing) 55 MG Raod, Fort Mumbai 400001...

Dear Sir,

Sub: Quarterly Compliance Report for the Quarter ended June 30, 2024

In compliance with the Securities and Exchange Board of India (SEBI) (Debenture Trustee) Regulations, 1993, the SEBI (Listing Obligations and Disclosure Requirements), Regulation, 2015, Companies Act, 2013 and SEBI master circular No. SEBI/HO/DDHS-PoD3/P/CIR/2024/46 dated 16, May 2024 and other applicable laws as amended from time to time and acts, rules, regulations, circulars, guidelines framed and issued thereunder, we furnish the required information for your needful.



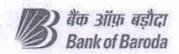




REGULATORY REQUIREMENT:
[To be provided by Management/KMP/Compliance Officer]

a	List Of Debenture Holders:-  An updated list of debenture holders registered in the Register of Debenture Holders in the following format:  ISSUE-WISE PARTICULARS							
	ISIN	Issue size	Name(s) of Debenture Holder		Contact No.	Email Id		
b .	Any Modification In Existing Outstanding ISINs:							
	Existing ISIN No.	Revised ISIN No.	ISSUE DE Date of change in ISIN No.	Date of DP letter for change in ISI	lette	sh copy of r from DP		

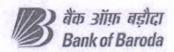






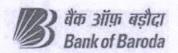
c .	Investor Grievances Details:-  Details of complaints/grievances in the following format. In case no complaints have been received, a confirmation thereof.						mplaints	Ni Co s	l omplaint		
	ISSUE-WISE PARTICULARS										
	Issue size	Nos. of Complain Grievan pending the previ	nts/ ces for	Nos. of Complaints/ Grievances Received during current quarter	Res	solved/ resolved	Com Griev pend the c	os. of plaints / vances ing for urrent arter	Reason ( pending beyond 30days o receipt o grievance		
d	A Certif	/ Whole T	Confir ime D	incipal: mation duly signification (CEO/CEO/CEO/CEO/CEO/CEO/CEO/CEO/CEO/CEO/	CS/CI	FO of the	Compa	any to th	e effect th	at:-	
	IS		Issue Size	Due date of redemption and/or interest	Paid (actu payn reaso	l/unpaid ual date	of paid,	Next d	ue date f	or of	Reasons for delay (if any)
e .	Credit Rating:- Details of revisions in the credit rating (if any);								etails ached as		
	Name( Rating	s) of Agency	A second date of the last of	ediate Prev lit Rating	ious	Revised date of 1		Rating	&	-	nnexure







ISIN	Issue size	Maintenar of Debent Redemption Reserve (Applicable Not Applicable	on be [In	RR quired to Created Crs.]	DRR Created upto March 31, 2024 Rs. (In Cr.) (if any changes)	maturing dur	res
Creatio	n of Rec	overy Exper	nse Fund	l (REF) as	per SEBI regul	lations:-	Details attached a
ISIN	Issue si	of RE	F, REF ed to be	REF created upto March 31, 2024	REF maintained In the form o	Any addition in the f REF during t last quar March 31, 20	Annexure the II ter
	er of uncl				ount in terms o		
ISIN		Amount lying Unclaime d			Date when amount became du for transfer to escrow Account	to Escrow	
			N	IIL			





# 2 DOCUMENTS TO BE SUBMITTED AND THEIR REGULATORY TIMELINES:-

(mandatory submissions as applicable)

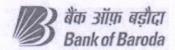
Attached (Yes/No)

				(Tes/No)
a.	i.	Security cover Certificate <sup>1</sup> as per guidelines and the format of <b>Annex-VA</b> of the SEBI Master Circular dated 16.05.24	Within 60 days from end of each quarter	YES
	ii.	Certificate of Confirmation of compliance with <u>all Covenants from the statutory auditor</u> of the company pursuant to Regulation 56 (1) (d) of SEBI (LODR) 2018 and SEBI master Circular No. SEBI/HO/DDHS-PoD3/P/CIR/2024/46 dated 16, May 2024) (Applicable to Secured as well as Unsecured NCDs)		
	iii.	ISIN wise details (Only ISINs pertaining to CentBank Financial Services Ltd) (attached as appendix- A) (Applicable to Secured as well as Unsecured NCDs to be sent in Excel only)		
b.	forma	rement of value of pledged securities* as per the at of Annexure II, if any / applicable icable Quarterly)	Within 60 days from end of each quarter	NA
c.	Net w	orth certificate of personal guarantors# [if any]	Within 60 days from end of each quarter	NA
d.	Accou	ntement of value of Debt Service Reserve ant or any other form of security* as per the at of Annexure III if any / applicable icable Quarterly)	Within 60 days from end of each quarter	NA

Treasury Branch, 4<sup>th</sup> & 5<sup>th</sup> Floor, Baroda Sun Tower, C-34, G Block, Bandra Kurla Complex, Mumbai 400 051. Telephone: 022-67592508 email:-bonds.bo@bankofbaroda.co.in
Page | 5

<sup>&</sup>lt;sup>1</sup> To be submitted by the DT to SEBI and Stock Exchanges within 75 days from end of each quarter except last quarter when submission is to be made within 90 days as per the SEBI Master Circular, bearing reference number SEBI/HO/DDHS-PoD1/P/CIR/2023/109 dated 31.03.23 (updated as on 06.07.23).

<sup>\*</sup> To be submitted within 75 days from end of each half-year as per the SEBI Operational Circular, bearing reference number SEBI/HO/DDHS-PoD1/P/CIR/2023/109dated 31.03.23.

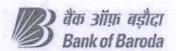




e.	Copy of Title Search Reports for movable/immovable assets, as applicable† (Applicable Annually)	Within 60 days from end of each quarter	NA
f.	Copy of Valuation Report for movable/immovable assets, as applicable† (Applicable Annually)	Within 60 days from end of each quarter	NA
g.	Financials/Value of guarantor prepared on the basis of audited financial statements, etc. of the guarantor (secured by way of corporate guarantee) (Applicable Annually)	Within 60 days from end of each quarter	NA
h.	one-time certificate from the statutory auditor of the Company with respect to the use of the proceeds raised through the issue of Debentures as and when such proceeds have been completely deployed toward the proposed end-uses as per the format of Annexure IV.  To be provided for all live listed Debenture issue.  In case of deviation/variation, please provide as per 'Appendix A'.	Along with submission of Financial Results	With reference to Regulatio n 52 (7) and 52(7a) it is mentione d that "The listed entity shall submit to the stock exchange(s), along with the quarterly financial results, a

<sup>&</sup>lt;sup>†</sup> To be submitted once in three years (from the date of last submitted report) within 75 days from the end of the financial year as per the SEBI Operational Circular, bearing reference number SEBI/HO/DDHS/P/CIR/2023/50 dated 31.03.23.

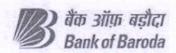
Treasury Branch, 4<sup>th</sup> & 5<sup>th</sup> Floor, Baroda Sun Tower, C-34, G Block, Bandra Kurla Complex, Mumbai 400 051. Telephone: 022-67592508 email:-bonds.bo@bankofbaroda.co.in





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j.	Copy of the un-audited [with limited review report] or audited financial results submitted to stock exchange <sup>§</sup>	Within 45 days from the end of the quarter	Results available on banks website.
k.	Periodical reports from lead bank regarding progress of the Project, if applicable	If Applicable, shall be submitted along with this report	NA
1.	Copy of the Insurance Policies duly endorsed in favour of the Debenture Trustee as 'Loss Payee'	If Applicable, shall be submitted along with this report	NA
m	Details of initiation of forensic audit (by whatever name called) in respect of the Company and copies of the disclosures made by the Company to the Stock Exchange in this regard.	If Applicable, shall be submitted along with this report	NA

### 3. **MANAGEMENT CONFIRMATIONS:**

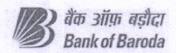
I.	Management Confirmation for Security and insurance®:	Confirmatio
		<u>n</u>
		(Yes/No)
a)	Security Documents executed by the Company remain valid (including but not limited to the purpose of and as provided in Limitation Act 1963), subsisting and binding upon the Company	
b)	Details of security provided to CentBank Financial Services Ltd:	

Regulation 52(1) of SEBI LODR Regulations – To be submitted within 45 days from the end of the quarter and on the same day the information is submitted to stock exchanges.

Papplicable for secured debentures

Treasury Branch, 4th & 5th Floor, Baroda Sun Tower, C-34, G Block, Bandra Kurla Complex, Mumbai 400 051.

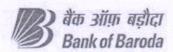
Telephone: 022-67592508 email :- bonds.bo@bankofbaroda.co.in





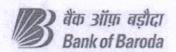
	Туре	Confirmat ion (Yes/No)	Self-owned/ Holding/ Subsidiary/Thir d Party etc.	which the security is	Type of charge (pari passu/ exclusive/resid ual etc.)	
	Receivables/Book debts/Hypothecation				,	
	Immovable Property					
	Pledge of Securities					
	Personal Guarantee					
	Corporate Guarantee					
	Government			NA		
	Guarantee					
	Other movable assets					
	Intangible Assets					
	DSRA/ ISRA or any other account					
	Any other form of					
	security (please					
	provide description)					
c)	Addition/Revision/ Rel	ease of secur	ity during the qua	rter:	NIL	
	(If there is no such change	, kindly mentio	on NIL)			
d)	The assets of the Comavailable by way of secuthe claims of the debent such assets are free from specifically agreed to by is maintained.	e tt e				
e)	Delay or Failure to create security (if any), with detailed reasons for delay or default in security creation and the time lines within which the same shall be created					







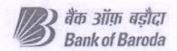
f)	All the Insurar obtained are v Information M favour of Debe following insu	NA					
	Issue Size	Policy No.	Coverage (Rs.)	Period & expiry date	Status of Endorsemen t		
II.	Management	Confirmation	for statutory i	tems:			
a)	Management Confirmation for statutory items:  The Company has complied with and is in compliance with the provisions of the Companies Act 2013, the extant SEBI Regulations and the terms and conditions of the captioned Debentures and there is no event of default which has occurred or continuing or subsisting as on date. If no, please specify details.						
b)	Whether there terms of the In  If yes, please s covenant and documents.  Any additional payment clause  Note: SEBI man May 2024 Debo	NO					
	Debenture Hold						
c)	There is no may amount Acquisition of be disclosed al	Annexure III					
d)	Any amalgan reconstruction	restructuring or	NIL				
e)	Change, if any	, in the nature	and conduct o	f the business l	by the Company	NIL	
f) ऑफ यहार OF BARO	Outstanding litigations, orders, directions, notices, of court/tribunal NO affecting, or likely to materially affect the interests of the Debenture						





	Ualdana on the coasts mentaged and should make with a site	2-7-38-5-1-2
	Holders or the assets, mortgaged and charged under security creation documents, if any	
g)	Proposals, if any placed before the board of directors for seeking alteration in the form or nature or rights or privileges of the Debentures or in the due dates on which interest or redemption are payable, if any	NO
h)	Disclosures, if any made to the stock exchange in terms of Regulation 30 or Regulation 51(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which may have a bearing on the Debentures or on the payment of interest or redemption of the Debentures	Disclosures of SEBI LODR are being made regularly as and when required. The same are also displayed on the website of the Bank. The disclosure under Regulation 30 and 51 are similar in nature.
i)	There are no events or information or happenings which may have a bearing on the performance/operation of the Company, or there is no price sensitive information or any action as per SEBI (LODR) Regulations, 2015 that may affect the payment of interest or redemption of the Debentures	YES
j)	Confirmation that the unclaimed/ unpaid amounts of monies due on debentures and redemption of debentures are transferred to Investor Education and Protection Fund (IEPF)	NA
III.	Management Confirmation for other items:	

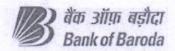






a)	<ul> <li>i. Generation of Annexure A and Annexure B for all the existing outstanding ISINs by the issuer company on DLT platform (Applicable only for secured NCDs)</li> <li>Uploading of interest payment and principal repayment [cash flow event] (on retrospective basis from the year 2017) as per SEBI master circular No. SEBI/HO/DDHS-PoD3/P/CIR/2024/46 dated 16, May 2024 (Applicable for both secured and unsecured NCDs)</li> <li>ii. Uploading of covenants as per the outstanding Trust deeds on the DLT platform as per the SEBI master circular No. SEBI/HO/DDHS-PoD3/P/CIR/2024/46 dated 16, May 2024 (This module has been recently introduced) (Applicable for both secured and unsecured NCDs)</li> <li>**User Manual is uploaded on the DLT Platform. Issuers are requested to refer to the same.</li> </ul>	NA  It is yet to be complied and under process.  It is yet to be complied and under process.
b)	Details of any default committed by the Issuer with respect to borrowings obtained from banks / financial institutions pertaining to:payment obligations and/or covenant compliance	NA
c)	Details of Reference to Insolvency or a petition (if any) filed by any creditor or details of Corporate Debt Restructuring (if any)	NA
d)	Details of lenders/creditors joining or entering into Inter Creditor Agreement as per RBI guidelines, including all such information/documents required to be submitted by the Company to the RBI on an annual basis in respect of such Financial Year, as applicable	NA
e)	Details of fraud/defaults by promoter or key managerial personnel or by Issuer Company or arrest of key managerial personnel or promoter	There are no frauds reported.
f)	Details of one time settlement with any bank (if any)	NA
g)	Confirmation that a functional website containing, amongst others as per Regulation 62 of SEBI (LODR) Regulations is maintained by the Company.	YES
h)	Confirmation that the information/documents has been submitted to the debenture holders as per Regulation 58 of SEBI LODR Regulations.	YES
i) of BARO	Confirmation that the capital adequacy norms are maintained as per RBI Non-Banking Financial Company - Systemically Important Non-Deposit	NA

Treasury Branch, 4<sup>th</sup> & 5<sup>th</sup> Floor, Baroda Sun Tower, C-34, G Block, Bandra Kurla Complex, Mumbai 400 051. Telephone: 022-67592508 email:-bonds.bo@bankofbaroda.co.in

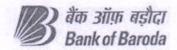




	taking Company and Deposit taking Company (Reserve Bank) Directions, 2016	
j)	Confirmation that there has been no change in the bank details of the Company for preauthorizing Debenture Trustee(s) to seek debt redemption payment related information from the Bank <sup>2</sup>	NA
k)	Confirmation that a provision, mandating the issuer to appoint the person nominated by the debenture trustee(s) has been duly mentioned in the <u>Trust deed as well as authorized by the Articles of Association</u> of the Company on or before 30 <sup>th</sup> September 2023.	Undertaking for provision of appointme nt of Nominee Director along with supplementary DTD has been submitted



<sup>&</sup>lt;sup>2</sup> Clause 3.2 of SEBI circular SEBI/HO/DDHS/CIR/P/103/2020 dated 23.06.2020.
Treasury Branch, 4<sup>th</sup> & 5<sup>th</sup> Floor, Baroda Sun Tower, C-34, G Block, Bandra Kurla Complex, Mumbai 400 051.
Telephone: 022-67592508 email :- bonds.bo@bankofbaroda.co.in





# Appendix A- ISIN wise details (Only ISINs pertaining to CentBank Financial Services Ltd)

# 1. For Secured NCDs:

S.	ISIN**	Listed/	Fresh	Facility	Type	Sanctioned	Outstanding	Cover	Security
N		Unliste	issuanc		of	/ Allotted	Amount As	Require	Require
0.		d	e/		charge	Amount	on DD-MM-	d	d(Rs.)
			Reissua			Control of the Contro	YYYY	(ratio)	
			nce				(Rs.)		
					NI	L			

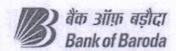
# 2. For Unsecured NCDs:

SI.	ISIN**	Listed	Fresh	Facility	Sanctioned	Outstanding
No		/ Unliste d	issuance/ Reissuance		Amount (In Crores)	Amount As on 30-06-2024 (In Crores)
1	INE077A08098	Listed	NA	NA	400 Cr	400 Cr

<sup>\*\*</sup>Shall include ISINs redeemed during the quarter

P K Agarwal Company Secretary Bank of Baroda







# Annexure I

Press Release

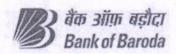


# Bank of Baroda September 04, 2023

Facilities/Instruments	Amount (₹ crore)	Rating	Rating Action
Tier II Bonds (Basel III) <sup>&amp;</sup>	2,456.50	CARE AAA; Stable	Reaffirmed
Tier II Bonds (Basel III) <sup>8</sup>	500.00	CARE AAA; Stable	Reaffirmed
Tier II Bonds (Basel III) <sup>®</sup>	450.00	CARE AAA; Stable	Reaffirmed
Tier II Bonds (Basel III) <sup>&amp;</sup>	780.00	CARE AAA; Stable	Reaffirmed
Tier II Bonds (Basel III) <sup>®</sup>	400.00	CARE AAA; Stable	Reaffirmed
Tier II Bonds (Basel III) <sup>B</sup>	250.00	CARE AAA; Stable	Reaffirmed
Tier II Bonds (Basel III) <sup>&amp;</sup>	500.00	CARE AAA; Stable	Reaffirmed
Tier II Bonds (Basel III) <sup>8</sup>	2,920.00	CARE AAA; Stable	Reaffirmed
Upper Tier II (Basel II)*	500.00	CARE AAA; Stable	Reaffirmed

Details of instruments in Anneyure-









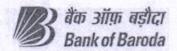
Press Release



# Annexure-1: Details of instruments

Name of the Instrument	ISIN	Date of Issuance	Coupo n Rate	Maturity Date	Size of the Issue (₹ crore)	Rating Assigned along with Rating Outlook
Basel III Compliant Tier – II Bonds Series XVIII	INE028A08125	07-Dec-18	8.42%	7-Dec-28 (Call Date 7-Dec-23)	971.5	CARE AAA; Stable
Basel III Compliant Tier – II Bonds Series XIX	INE028A08133	20-Dec-18	8.40%	20-Dec-28 (Call Date 20-Dec-23)	240	CARE AAA; Stable
Basel III Compliant Tier – II Bonds Series XX	INE028A08141	10-Jan-19	8.60%	10-Jan-29 (Call date 10-Jan-24)	285	CARE AAA; Stable
Basel III Compliant Tier – II Bonds Series XXI	INE028A08158	14-Feb-19	8.55%	14-Feb-29 (Call date 14-Feb-24)	460	CARE AAA; Stable
Basel III Compliant Tier – II Bonds Series XXII	INE028A08166	11-Sep-19	7.75%	11-Sep-34 (call date 11-Sep-29)	500	CARE AAA; Stable
Tier II Basel III Series IX	INE705A08037	30-Oct-14	9.15%	30-Oct-24	500	CARE AAA; Stable
Tier II Basel III Series XI	INE705A08078	22-Jan-16	8.64%	22-Jan-26	450	CARE AAA; Stable
Bonds-Tier II Bonds (Series XIII)	INE077A08064	26-Feb-14	9.86%	26-Feb-24	780	CARE AAA; Stable
Bonds-Tier II Bonds (Series XIV)	INE077A08098	20-Sep-16	8.76%	20-Sep-26	400	CARE AAA; Stable
Tier II Basel III Series VIII	INE705A08029	23-Dec-13	9.73%	23-Dec-23	250	CARE AAA; Stable
Tier II Basel III Series X	INE705A08052	18-Feb-15	8.62%	18-Feb-25	500	CARE AAA; Stable
Basel III Compliant Tier – II Bonds Series XXIII	INE028A08190	03-Jan-20	7.44%	03-Jan-30 (call date 03-Jan-25)	920	CARE AAA; Stable
Basel III Compliant Tier – II Bonds Series XXIV	INE028A08208	15-Jan-20	7.84%	15-Jan-35 (call date 15-Jan-30)	2,000	CARE AAA; Stable
Upper Tier II (Series XII)	INE028A09123	08-Jul-09	8.54%	08-Jul-24	500	CARE AAA; Stable



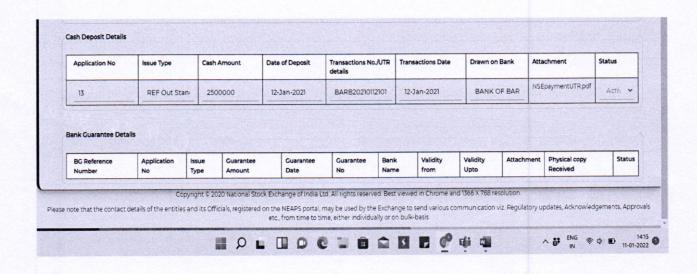




# Annexure II

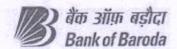
REF has been carried out by Bank of Baroda with NSE. Screenshot attached below:





Treasury Branch, 4<sup>th</sup> & 5<sup>th</sup> Floor, Baroda Sun Tower, C-34, G Block, Bandra Kurla Complex, Mumbai 400 051. Telephone: 022-67592508 email:-bonds.bo@bankofbaroda.co.in







# Annexure III

The changes during quarter ending June 2024 are as follow:

Sr No	Name	Date of Appointment/completion of Tenure/resignation/Retirement
1	Dr. M P Tangirala	13.05.2024 ( Govt. Nominee Director)
1	Mr. Ravindra Menon	16.05.2024 (Shareholder Director)

Kindly refer intimation letter filed with stock exchanges.

BCC:ISD:116:16:166 dated 13.05.2024

BCC:ISD:116:16:172 dated 15.05.2024

