



ANNEXURE

TRY/Q2/BoB Bonds/4 Date: 28-10-2024

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

Kind Attn: Compliance Team

Dear Sir,

Sub: Quarterly Compliance Report for the Quarter ended September 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 SEBI/HO/DDHS-PoD3/P/CIR/2024/46 dated May 16, 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.

1 REGULATORY REQUIREMENT:

[To be provided by Management/KMP/Compliance Officer]

		benture holder		in the Regi	ster of	sent.
ebenture	Holders in the	e following form	mat:			
		ISSUE-WISE P	ARTICULAR	S		
ISIN	Issue size	Name(s) of Debenture Holder	Address	Contact No.	Emai	

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

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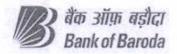
b	Any M	odification In	Existing Outs	tanding ISINs	<u>s:</u>		NA
			ISSU	E DETAILS			
	Existi g ISI No.	The second secon	Date of change in ISIN No.	Date of DP letter for change in ISIN		copy of letter om DP	
			-3				
С	Investo	or Grievances I	Details:-				Nil Complaints
		of complaints ints have been	received, a co		ereof.	In case no	
	Issue	Nos. of	Nos. of	Resolved/	Nos. of	Reason (if	
	size	Complaints/	Complaints/		Compla	beyond 30	
	Size	Grievances	Grievances	d	ints/	receipt of gr	
		pending for	Received		Grievan	7 78	
		the previous	during		ces		
		quarter	current		pendin		
			quarter		g for		
					the		
					current		
					quarter		

d Payment Of Interest / Principal:

A Certificate cum Confirmation duly signed by a key managerial personnel viz., Managing Director/ Whole Time Director/CEO/ CS/CFO of the Company to the effect that:-

INT	TERES	Γ/PRINCIPAL (I	SIN WISE list of due date	es paid during the qu	ıarter)
ISIN	Issu e Size	Due date of redemption and/or interest	Paid/unpaid (actual date of payment, if paid, reasons if not paid)	for the payment	for delay
INE077 A08098	400 Cr.	20.09.2024	Paid(20.09.2024)	20.09.2025	Not Applicab le

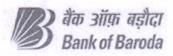
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		Rating of revi		in the credit ra	ting (if any)	;		Details attached as per
	Name Ratin	e(s) g Agen	of cy	Immediate Credit Rating	Previous	Revised Credate of revis		Annexure I
f	ISIN	Issue size	Mai Deb Red Rese (Ap	Details as per tentenance of penture emption erve plicable/Not plicable)	DRR required to be Created [In Crs.]	DRR Created	Funds invested for debentures maturing during the year	NA
g	Creation	Issue size	Ma: REI req	intenance of F, REF uired to be ated [in Rs.]	REF created upto Septembe r 30, 2024	REF maintained In the form of	Any addition in	Details attached as per Annexure II







-					
- 1	ISIN	Amount	Category(Interest/Dividend/Redemption	Date	Am
		lying	Amount	when	trar
		Unclaimed		amount	to
				became	acce
				due for	
				transfer	
				to	
				escrow	
				Account	
			NA		

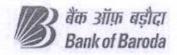
2 DOCUMENTS TO BE SUBMITTED AND THEIR REGULATORY TIMELINES:-

(mandatory submissions as applicable)

Attached (Yes/No)

				(165/140)
a.	i.	Security cover Certificate ¹ as per guidelines and the format of Annex-VA of the SEBI Master	days	YES
		Circular dated 16.05.2024	from end of	
			each quarter	
	ii.	Certificate of Confirmation of compliance with <u>all</u> Covenants from the statutory auditor of the		
		company pursuant to Regulation 56 (1) (d) of SEBI		
		(LODR) 2018 and SEBI Master Circular dated		
		16.05.24 (Applicable to Secured as well as		
		Unsecured NCDs)		
		rons a de de contrata de contr		
	111.	ISIN wise details (Only ISINs pertaining to Cent		
		bank financial services (attached as Annexure- I)		
		(Applicable to Secured as well as Unsecured		
		NCDs to be sent in Excel only)		
b.		tement of value of pledged securities* as per the		NA
	forma	t of Annexure II, if any / applicable (Applicable	days	
	Quart	terly)	from end of	A STEP B
			each quarter	

¹ 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).





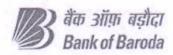
c.	Net worth certificate of personal guarantors# [if any](Applicable Half-Yearly)	Within 60 days from end of each quarter	NA
d	A statement of value of Debt Service Reserve Account or any other form of security* as per the format of Annexure III if any / applicable (<i>Applicable Quarterly</i>)	Within 60 days from end of each quarter	NA
e.	Quarterly statement indicating the <u>utilisation of the issue proceeds</u> and a statement <u>disclosing material deviation(s)</u> (if any) in the use of issue proceeds of nonconvertible securities from the objects of the issue, till such proceeds have been fully utilised or the purpose for which the proceeds were raised has been achieved.* To be provided for all live listed Debenture issue. In case of deviation/variation, please provide as per 'Annexure IV'.	Along with submission of Financial Results	Provided along with quarterly compliance report.
f.	Certified True Copy of quarterly standalone financial results containing line items as required under Regulation 52 (4) of SEBI LODR Regulations. ¥	Within 45 days from the end of the quarter	Available on Bank's website
g.	Copy of the un-audited [with limited review report] or audited financial results submitted to stock exchange*	Within 45 days from the end of the quarter	Available on Bank's website
h.	Periodical reports from lead bank regarding progress of the Project, if applicable	If Applicable, shall be submitted along with this report	Not Applicable



^{*} Regulation 52(7) and Regulation 52 (7A) 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.

^{*} 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.

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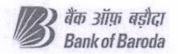


i.	Copy of the Insurance Policies duly endorsed in favour	If	Not
	of the Debenture Trustee as 'Loss Payee'	Applicable,	Applicable
		shall be	
		submitted	
		along with	
		this report	
j.	Details of initiation of forensic audit (by whatever name	If	Not
	called) in respect of the Company and copies of the	Applicable,	Applicable
	disclosures made by the Company to the Stock Exchange	shall be	
	in this regard.	submitted	
		along with	
		this report	

3. MANAGEMENT CONFIRMATIONS:

I.	Management Confirma	tion for Secu	rity and insurance	Ø.	Confirmation
					<u>n</u> (Yes/No)
a)	Security Documents exe not limited to the purp subsisting and binding	oose of and a	as provided in Lin		but NA
b)	Details of security prov	ided to Cent	bank financial ser	vices:	A gen in
	Туре	Confirmat ion (Yes/No)	Self-owned/ Holding/ Subsidiary/Thir d Party etc.	ISIN for which the security is provided	Type of charge (pari passu/ exclusive/residual etc.)
	Receivables/Book debts/Hypothecation			,-	,
	Immovable Property Pledge of Securities				
	Personal Guarantee				
	Corporate Guarantee	1			
	Government	1			The state of the s
	Guarantee			NA	नेव बड़ोव
	Other movable assets				to tot ando
	Intangible Assets				de sumbal X
	DSRA/ ISRA or any				a si

[∅] applicable for secured debentures





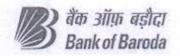
	Any other for security (plea provide descr	se				
c)	Addition/Revi	NIL				
d)	The assets of available by we the claims of the such assets are specifically agains maintained.					
e)	Delay or Failu or default in s shall be create					
f)	obtained are v Information M	oned debentures quired under the are endorsed in a in respect of the				
	Issue Size	Policy No.	Coverage (Rs.)	Period & expiry date	Status of Endorsemen t	
II.	Management	Confirmation	for statutory i	tems:		
a)	of the Compar conditions of which has occ	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 is any breach of covenant / terms of the debenture issues in terms of the Information Memorandum and DTD.					NO
	If yes, please specify date of such breach occurred, the details of breach of covenant and remedial action taken by the Company along with requisite documents.					
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	Any additional covenants of the issue (including side letters, accelerated	
	payment clause, etc.) and status thereof	
	Note: As per SEBI Master Circular, bearing reference number SEBI/HO/DDHS-PoD3/P/CIR/2024/46 dated May 16, 2024, Debenture Trustee is required to intimate the covenant breach to Debenture Holders, Stock Exchange, SEBI, etc.	
c)	There is no major change in composition of its Board of Directors, which may amount to change in control as defined in SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (Changes if any to be disclosed along with copies of intimation made to the stock exchanges)	Ms. Beena Vaheed has been appointed as the ED of Bank of Baroda w.e.f. 09-08-2024 Refer Letter:
		BCC:ISD:116: 16:283
d)	Any amalgamation, demerger, merger or corporate restructuring or reconstruction scheme proposed by the Company	NIL
e)	Change, if any, in the nature and conduct of the business by the Company	NIL
f)	Outstanding litigations, orders, directions, notices, of court/tribunal affecting, or likely to materially affect the interests of the Debenture Holders or the assets, mortgaged and charged under security creation documents, if any	NO
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(2) 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)	No amount is due to be transferred to IEPF
III.	Management Confirmation for other items:	
a)	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) ii. Uploading of interest payment and principal repayment [cash flow event] (on retrospective basis from the year 2017) as per the SEBI Master Circular for Debenture Trustees No. SEBI/HO/DDHS-PoD3/P/CIR/2024/46 dated May 16, 2024 (Applicable for both secured and unsecured NCDs) iii. Uploading of covenants as per the outstanding ISIN on the DLT platform as per the SEBI Master Circular for Debenture Trustees No. SEBI/HO/DDHS-PoD3/P/CIR/2024/46 dated May 16, 2024 (Applicable for both secured and unsecured NCDs) **User Manual is uploaded on the DLT Platform. Issuers are requested to refer to the same.	NA Under Process 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/	NA

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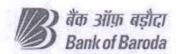


	documents required to be submitted by the Company to the RBI on an annual basis in respect of such Financial Year, as applicable	
e)	Details of fraud/defaults by promoter or key managerial personnel or by Issuer Company or arrest of key managerial personnel or promoter	There are no frauds reported.
f)	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)	Confirmation that the capital adequacy norms are maintained as per RBI Non-Banking Financial Company - Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016	NA
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 ²	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 Trust deed as well as authorized by the Articles of Association of the Company on or before 30 th September 2023.	Undertaking for provision of appointme nt of Nominee Director along with supplementary DTD has been submitted



 $^{^2}$ Clause 3.2 of SEBI circular SEBI/HO/DDHS/CIR/P/103/2020 dated 23.06.2020.

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Enclosure:

List of Attachment	Status (Attached /Not
	Attached) (if not attached write
	proposed date of submission)
Financial Results for the quarter and half year	Already uploaded on the
ended on September 30, 2024	website.
Compliance certificate of all covenant (financial &	Submitted along with
non-financial) from Statutory Auditor	quarterly compliance report.
Utilization Certificate.	Submitted along with
	quarterly compliance report.
Register of Debenture holders/Benpos (as on	Already sent.
September 30, 2024)	
DSRA (If Applicable)	Not Applicable
Pledge of Securities, (If Applicable)	Not Applicable
Net worth certificate certified by a chartered	Not Applicable
accountant of the guarantor (If Applicable)	• •
Half-yearly certificate regarding maintenance of	All Bonds are unsecured in
hundred percent security cover or higher security	nature
cover.	

Certified True Copy of the Quarterly Compliance Report to Debenture Trustee

Hard copy to be delivered at: Centbank Financial Services Ltd., Central Bank of India MMO bldg, 3rd Floor (East Wing) 55 MG Raod, Fort Mumbai 400001..

Email to be sent to:

Compliance at md@cfsl.in;

CC: Dealing officer and Dealing Team Leader







Appendix A- ISIN wise details (To be provided in Excel Format only)

(Only ISINs pertaining to Centbank Financial Services Ltd)

1. For Secured NCDs:

S.N	ISIN*	Listed/	Fresh	Facility	Type	Sanctioned	Outstanding	Cover	Security	
o.	*	Unliste	issuanc		of	/ Allotted	Amount As	Require	Require	
		d	e/		charge	Amount	on DD-MM-	d	d(Rs.)	
			Reissua			(In Rs)	YYYY	(ratio)		
			nce				(Rs.)			
	NA									

2. For Unsecured NCDs:

SI. N	ISIN**	Listed/ Unlisted	Fresh issuance/	Facility	Sanctioned Amount	Outstanding Amount As
0			Reissuance		(In Crores)	on 30-09-2024 (In Crores)

^{**}Shall include ISINs redeemed during the quarter

P K Agarwal Company Secretary Bank of Baroda







Annexure I



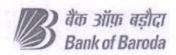


Bank of Baroda September 02, 2024

Facilities/Instruments	Amount (₹ crore)	Rating	Rating Action
Tier II Bonds (Basel III) ⁸	500.00 (Reduced from 2,456.50)	CARE AAA; Stable	Reaffirmed
Tier II Bonds (Basel III) ⁸	500.00	CARE AAA; Stable	Reaffirmed
Tier II Bonds (Basel III) ^A	450.00	CARE AAA; Stable	Reaffirmed
Tier II Bonds (Basel III) ⁸	400.00	CARE AAA; Stable	Reaffirmed
Tier II Bonds (Basel III) ⁶	500.00	CARE AAA; Stable	Reaffirmed
Tier II Bonds (Basel III) ^{&}	2,920.00	CARE AAA; Stable	Reaffirmed
Tier II Bonds (Basel III) ^a		-	Withdrawn
Tier II Bonds (Basel III) ^a			Withdrawn
Upper Tier II (Basel II)*			Withdrawn

Details of instruments/facilities in Annexure-1.







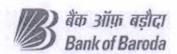
Press Release



Annexure-1: Details of instruments/facilities

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)	0.00	Withdrawn
Basel III Compliant Tier – II Bonds Series XIX	INE028A08133	20-Dec-18	8.40%	20-Dec-28 (Call Date 20-Dec- 23)	0.00	Withdrawn
Basel III Compliant Tier – II Bonds Series XX	INE028A08141	10-Jan-19	8.60%	10-Jan-29 (Call date 10-Jan-24)	0.00	Withdrawn
Basel III Compliant Tier – II Bonds Series XXI	INE028A08158	14-Feb-19	8.55%	14-Feb-29 (Call date 14-Feb-24)	0.00	Withdrawn
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	0.00	Withdrawn
Bonds-Tier II Bonds (Series XIV)	INE077A08098	20-Sep-16	8.76%	20-Sep-26	400	CARE AAA; Stable
Tier II Basel III Series	INE705A08029	23-Dec-13	9.73%	23-Dec-23	0.00	Withdrawn
Tier II Basel III Series	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	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	0.00	Withdrawn



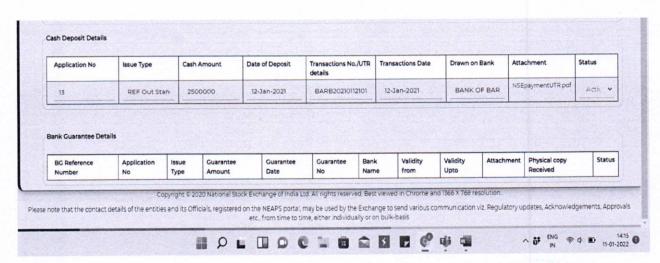




Annexure II

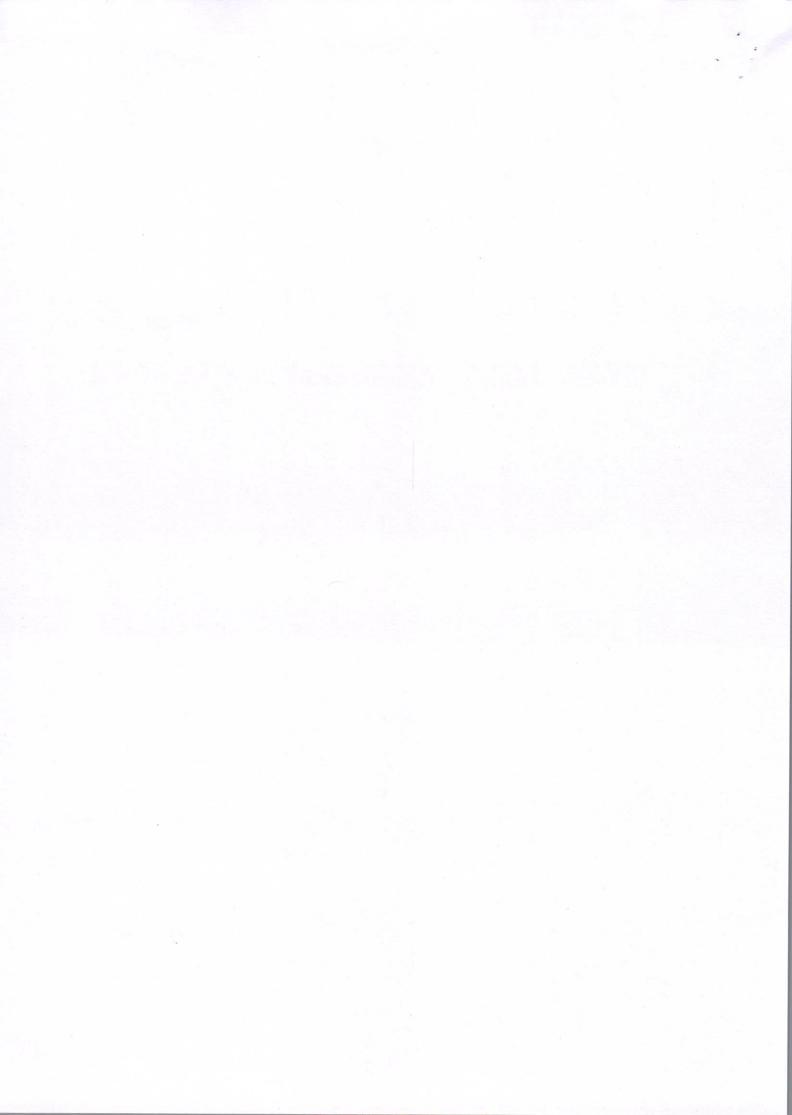
REF has been carried out by Bank of Baroda with NSE. Screenshot attached below:







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



1. For Secured NCDs:

-			resounte	Not Applica	hle	Innount (III Ks)	Amount	d (ratio)	d(Rs.)
S.No.	ISIN**	Listed/ Unlisted	Fresh issuance/ Reissuance	Facility	Type of charge	Isanctioned/ Allotted	Outstan ding		Require

2. For Unsecured NCDs:

SI. NO	ISIN**	Listed/ Unlisted	Fresh issuance/ Reissuance	Facility	Sanctioned Amount (I Crores)	Outstanding Amount As on 30-09-2024(Rs.)
1	INE077A08098	Listed			400 Cr	400 Cr

^{**}Shall include ISINs redeemed during the quarter



