

Date - 12.08.2024

To,
Centbank Financial Services Ltd,
(Wholly owned subsidiary of Central Bank of India)
3<sup>rd</sup> Floor (East Wing), Central Bank of India MMO Building,
55 M G Road, Fort,
Mumbai – 400 001

Dear Sir,

# Sub: 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 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.

Sl. No.							Documen		mioimation for y			
1.		ATORY Fovided by I		Furnished Yes/No								
a.	An upda	Debenture ated list of our	the	Yes, refer email dated 05-07-2024 from								
	Issue (inclu- ISIN	ding   I	Iame(s) of Debenture Holder		ARTICUI dress		Contact No.	E	Email Id		rupeshambre@tatapo wer.com	
b <sub>*</sub>	Any Mo	dification										
		Existing Revised ISIN ISIN No. No.		Date of change D in ISIN No.		le ch			Furnish copy of letter from DP		NA	
c.	Investor Grievances Details:- Details of complaints/grievances in the following format. In case no complaints have been received, a confirmation thereof.  ISSUE-WISE PARTICULARS											
	Issue size			s. of laints/ ances eived current	Resolve	ed/	Nos. of Complain Grievand pending the current quarte	nts/ ces for ent	Reason (if pending beyond 30days of receipt of grievance)		No complaints/grievances received.	

# TATA POWER

The Tata Power Company Limited

Registered Office Bombay House 24 Homi Mody Street Mumbai 400 001



A Certi Directo	aging										
Directo	į.										
Igayya											
size	size No redemption (actual date the		the 1	Next due date for the payment of (if any) Interest / principal		Reasons for delay (if any)		As per Annexure 1			
Credit	Ratino										
			credi	it rating (if any)	);						
Name(s Agency			nmed ating	liate Previous	Cred		ised Cr	redit Rating & date			
DRR And REF Details:-											
DKK A											
Issue		Maintenance of DRR required to be Created					Funds	for			
size				[In Crs.]	Creat upto		deben	tures maturi g the year	ng		
		serve		. ,	30, 2024 Rs. (In Cr.)						
				Refe	Rs. (		<u> </u>				
		eation of I									
	Maintenance of REF, REF created June 30, 2024 required to be created [in Rs.]  Rs. 25 Lakhs  Yes						Any addition in the REF during the last quarter June 2024	the			
				Deposit NSE	t with	n NIL					
NSE											



The Tata Power Company Limited

Registered Office Bombay House 24 Homl Mody Street Mumbai 400 001 Tel 91 22 6665 8282 Fax 91 22 6665 8801

Website: www.tatapower.com\_Email\_tatapower@tatapower.com\_CIN\_LZ8920MH1919PLC000567



i,	Security cover Certificate <sup>1</sup> as per guidelines and the format of Annexure I of the SEBI Circular dated 19.05.2022. (attached below)	
ii.	Certificate of Confirmation of compliances of all the financial covenants from the statutory auditor of the company.	Refer Note 2
iii.	A half-yearly certificate regarding maintenance of hundred percent security cover or higher security cover as per the terms of offer document/ Information Memorandum and/or Debenture Trust Deed, including compliance with all the covenants, in respect of listed non-convertible debt securities, by the statutory auditor of the issuer as per Reg. 56(1) (d) of SEBI LODR Regulations 2015	
A stateme	ent of value of pledged securities <sup>2</sup> , if any / applicable (Applicable Quarterly)	Not Applicable
		Not Applicable
		Not Applicable
		Furnished for FY 21, future submission will be as per SEBI circular dated 19.05.2022.
		Furnished for FY 21, future submission will be as per SEBI circular dated 19.05.2022.
		Not Applicable
a one-time the proceed completely	e certificate from the statutory auditor of the Company with respect to the use of eds raised through the issue of Debentures as and when such proceeds have been	No new issue during the year where CFSL is trustee
	ii.  A stateme  A stateme  / applicab  Net worth  Copy of  Annually  Financials the guarar  a one-time the proceed completely	SEBI Circular dated 19.05.2022. (attached below)  ii. Certificate of Confirmation of compliances of all the financial covenants from the statutory auditor of the company.  iii. A half-yearly certificate regarding maintenance of hundred percent security cover or higher security cover as per the terms of offer document/ Information Memorandum and/or Debenture Trust Deed, including compliance with all the covenants, in respect of listed non-convertible debt securities, by the statutory auditor of the issuer as per Reg. 56(1) (d) of SEBI LODR Regulations 2015  A statement of value of pledged securities <sup>2</sup> , if any / applicable (Applicable Quarterly)  A statement of value of Debt Service Reserve Account or any other form of security <sup>3</sup> if any / applicable (Applicable Quarterly)  Net worth certificate of personal guarantors [if any] <sup>4</sup> (Applicable on half yearly basis)  Copy of Title Search Reports for movable/immovable assets, as applicable <sup>5</sup> (Applicable Annually)  Copy of Valuation Report for movable/immovable assets, as applicable <sup>6</sup> (Applicable Annually)  Financials/Value of guarantor prepared on the basis of audited financial statements, etc. of the guarantor (secured by way of corporate guarantee) (Applicable Annually)  a one-time certificate from the statutory auditor of the Company with respect to the use of the proceeds raised through the issue of Debentures as and when such proceeds have been completely deployed toward the proposed end-uses.

<sup>&</sup>lt;sup>1</sup> To be submitted within 60 days from the end of each quarter except last quarter of the financial year where the issuer to submit the report within 75 days from the end of said quarter. To be submitted in the format as provided under SEBI/HO/MIRSD/MIRSD CRADT/CIR/P/2022/67 dated 19.05.2022.

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<sup>&</sup>lt;sup>2</sup> To be submitted within 45 days from the end of each quarter as per the SEBI Circular, bearing reference number SEBI/ HO/ MIRSD/ CRADT/ CIR/ P/ 2020/230 dated 12.11.2020.

<sup>&</sup>lt;sup>3</sup> To be submitted within 45 days for the end of each quarter as per the SEBI Circular, bearing reference number SEBI/ HO/ MIRSD/ CRADT/ CIR/ P/ 2020/230 dated 12.11.2020.

<sup>4</sup> To be submitted within 45 days from the end of the second and fourth quarter as per the SEBI Circular, bearing reference number SEBI/ HO/ MIRSD/ CRADT/ CIR/ P/ 2020/230 dated 12.11.2020

<sup>5</sup> To be submitted once in three years (from the date of last submitted report) within 60 days from the end of the financial year as per the SEBI Circular, bearing reference number SEBI/ HO/ MIRSD/ CRADT/ CIR/ P/2020/230 dated 12.11.2020 & SEBI/HO/MIRSD/MIRSD CRADT/CIR/P/2022/67 dated 19.05.2022.

<sup>6</sup> To be submitted once in three years (from the date of last submitted report) within 60 days from the end of the financial year as per the SEBI Circular, bearing reference number SEBI/ HO/ MIRSD/ CRADT/ CIR/ P/2020/230 dated 12.11.2020 & SEBI/HO/MIRSD/MIRSD\_CRADT/CIR/P/2022/67 dated 19.05.2022



	Certified True Copy line items as required		Refer Note 1					
	Copy of the un-audit to stock exchange <sup>7</sup>	ed [with lin	nited review	report] or	audited fir	nancial	results submitted	Refer Note 1
	Periodical reports fro	Not Applicable						
	Copy of the Insurance Payee'		Yes					
ĕ	Details of initiation of and copies of the disc	2 0	Not Applicable					
	CONFIRMATIONS	Whether copy enclosed						
	Certificate of conf quarterly/annual fina statutory auditor):-  Issue size with ISINs			Asset				
	9.15% Rs. 250 Cr. (INE245A07408, INE245A07416) 9.15% Rs. 250 Cr. (INE245A07259, INE245A07267)		Refer Note	2	Refer No	nte 1	NA	
	Purpose of utilization of Proceeds (deviations, if any)	with the country the Document Memorand  In case couplease proof breach		Debt Coverage [Not app. Banks]			t Service age Ratio applicable to	
	As per agreements		Refer N	Note 2		Refer l	Note 1	
	Net worth of the cor	npany	Net profit af	ter tax	Earr	nings pe	r share	
- 1								

<sup>&</sup>lt;sup>7</sup> Regulation 52(1) of SEBI LODR Regulations – To be submitted within forty five days from the end the second and fourth quarter and on the same day the information is submitted to stock exchanges.

<sup>8</sup> Where the debentures are secured by receivables/book debts

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4.	MANAGEMEN	T CONFIRMAT	IONS:			Furnished Yes/No					
a.	Management C										
		(including but not 163), subsisting and	Yes								
	of securi holders a encumbr	ii. The assets of the Company and of the guarantors, if any, which are available by way of security/cash flows/profits are sufficient to discharge the claims of the debenture holders as and when they become due and that such assets are free from any other encumbrances except those which are specifically agreed to by the debenture holders and adequate security cover is maintained.									
		for delay or default	No delay								
	iv. All the In are valid Memora Trustee a have been	Yes									
	Issue Size	Policy No.	Coverage (Rs.)	Period & expiry date	Status of Endorsement						
b.	Management C	Yes/No									
	i. The Con Compan the capti continuin	Yes									
	ii. Whether the Infor	re issues in terms of									
			f such breach occur by the Company alor		breach of covenant documents.	No breach, refer Regulation 56(1)(d) certificate issued by Statutory Auditor					
	1	itional covenants (tc.) and status there	•	ng side letters, a	ccelerated payment	(Refer Note 2)					
	Note: As										

<sup>&</sup>lt;sup>9</sup> applicable for secured debentures



The Tata Power Company Limited



	iii.	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)	No change
	iv.	Any amalgamation, demerger, merger or corporate restructuring or reconstruction scheme proposed by the Company	Relevant disclosure submitted to stock exchange
	V.	Change, if any, in the nature and conduct of the business by the Company	No change
	vi.	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
	vii.	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
	viii.	Disclosures, if any made to the stock exchange in terms of Regulation 30 or Regulation 51(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which may have a bearing on the Debentures or on the payment of interest or redemption of the Debentures	Yes
	ix.	There are no events or information or happenings which may have a bearing on the performance/operation of the Company, or there is no price sensitive information or any action as per SEBI (LODR) Regulations, 2015 that may affect the payment of interest or redemption of the Debentures	Yes
	X.	Confirmation that the unclaimed/ unpaid amounts of monies due on debentures and redemption of debentures are transferred to Investor Education and Protection Fund (IEPF)	Yes
c.	Mana	Yes/No	
	Ĭ.	Confirmation on uploading of details for all the existing outstanding Secured non – convertible securities by the issuer company on DLT platform on or before October 31, 2022, as per SEBI circular dated March 29, 2022 on Operational guidelines for "Security and Covenant Monitoring" using Distributed Ledger Technology (DLT) read with SEBI circular dated 05.01.2023.	Yes
	ii.	Details of any default committed by the Issuer with respect to borrowings obtained from banks / financial institutions pertaining to:- a. payment obligations; and / or	
		b. covenant compliance	NA
	iii.	Details of Reference to Insolvency or a petition (if any) filed by any creditor or details of Corporate Debt Restructuring (if any);	NA
	iv.	Details of lenders/creditors joining or entering into Inter Creditor Agreement as per RBI guidelines, including all such information/ documents required to be submitted	NA

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Tel 91 22 6665 828Z Fax 91 22 6665 8801



	by the Company to the RBI on an annual basis in respect of such Financial Year, as applicable	
V.	Details of fraud/defaults by promoter or key managerial personnel or by Issuer Company or arrest of key managerial personnel or promoter;	NA
vi.	Details of one time settlement with any bank (if any);	NA
vii.	Confirmation that a functional website containing, amongst others as per Regulation 62 of SEBI (LODR) Regulations is maintained by the Company.	Yes
viii.	Confirmation that the information/documents has been submitted to the debenture holders as per Regulation 58 of SEBI LODR Regulations.	Yes
ix.	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
X.	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>10</sup>	Yes

Note 1- As disclosed in Regulation 52 and 54 of SEBI LODR for the quarter ended June 30, 2024. (Refer mail dated 08.05.24 from <u>siddharth.jain1@tatapower.com</u>)

Note 2 - As disclosed in Regulation 56(1)(d) of SEBI LODR for the quarter ended June 30, 2024. (Refer mail dated 06.08.24 from <u>siddharth.jain1@tatapower.com</u>)

For The Tata Power Company Limited

**Authorized Signatory** 

Name: Mr. Kasturi Soundararajan

Designation: Chief - Corporate Treasury



<u>Appendix-A</u> Statement of Deviation or Variation



 $<sup>^{10}</sup>$  Clause 3.2 of SEBI circular SEBI/HO/DDHS/CIR/P/103/2020 dated 23.06.2020.



Name of listed entity	
Mode of Fund Raising	Public Issues / Private Placement
Type of instrument	Non-Convertible Debentures/
Date of Raising Funds	
Amount Raised	(INR Crores)
Report filed for half year ended	
Is there a Deviation / Variation in use of funds raised?	
Whether any approval is required to vary the objects of	Yes/ No
the issue stated in the prospectus/ offer document?	
If yes, details of the approval so required?	
Date of approval	
Explanation for the Deviation / Variation	
Comments of the audit committee after review/ board of	
directors (in case there is no audit committee)	
Comments of the auditors, if any	
Objects for which funds have been raised and where	
there has been a deviation, in the following table:	
there has been a deviation, in the following table.	

Original	Modified	Original	Modified	Funds	Amount of	Remarks,
Object	Object, if any	Allocation	allocation, if any	Utilised	Deviation/Variation for the half year according to applicable object (INR Crores and in %)	if any

#### Deviation could mean:

- (a) Deviation in the objects or purposes for which the funds have been raised
- (b) Deviation in the amount of funds actually utilized as against what was originally disclosed.

Name of Signatory Designation







#### Appendix-B

(Refer Note 2 above)

### Format of certificate for Security cover from the Statutory Auditor

To,

Centbank Financial Services Limited

Mumbai.

Based on examination of books of accounts and other relevant records/documents of ("the Company"), we hereby certify that:

## a) Security Cover for listed debt securities:

- The financial information as on 31-03-2024 has been extracted from the books of accounts for the quarter ended 31-03-2024 and other relevant records of the listed entity;
- ii. The security provided by the listed entity provide coverage of \_\_ times of the interest and principal amount, which is in accordance with the terms of issue/ debenture trust deed





Column A	Column B	Column C [i]	Column D[ii]	Column E[iii]	Column F[lv]	Column G[v]	Column H[vi]	Column I[vii]	Column J	Column K	Column L	Column M	Column N	Column C	
Particulars		Exclusive Charge	Exclusive Charge	Pari-Passu Charge	Parl-Passu Charge	Parl-Passu Charge	Assets not offered as Security	Elimination (amount in negative)	(Total C to H)	Re	elated to only those ite	ms covered b	y this certificate		
	Description of asset for which this certificate relate	for which this	Debt for which this certificate being issued	Other Secured Debt	Debt for which this certificate being issued	Assets shared by pari passu debt holder (includes debt for which this certificate is issued & other debt with paripassu charge)	Other assets on which there is part-Passu charge (excluding items covered in column F)		debt amount considered more than once (due to exclusive plus pari passu charge)		Market Value for Assets charged on Exclusive basis	Carrying /book value for exclusive charge assets where market value is not ascertainable or applicable (for Eg. Bank Balance, DSRA market value is not applicable)	Market Value for Pari passu charge Assets vili	Carrying value/book value for parl passu charge assets where market value is not ascertainaleor applicable (For Eg. Bank Balance, DSRA market value is	Total Value(±K+ +M+ N)
												Relating	to Column F		
	S-00-10	Book Value	Book Value	Yes/ No	Book Value	Book Value									
SSETS										V 1000000000000000000000000000000000000					
roperty, Plant and Equipment															
apital Work-in-Progress															
ght of Use Assets															
oodwill															
itangible Assets															
rtangible Assets under Development															
vestments															
oans															
ventories															
rade Receivables															
ash and Cash Equivalents															
ank Balances other than Cash and Cash Equivalents															
thers	molloulius.								i						
otal	***************************************														
ABILITIES															
ebt securities to which this certificate pertains															
ther debt sharing pari-passu charge with above debt															
ther debt												"""			
ubordinated debt															
orcowings			1												
ank															
ebt Securit les															
thers															
ade payables															
ase Liabilities															
rovisions															
thers															
otal															
over on Book Value															
over on Market Value															
	Exclusive Security Cover Ratio			Pari-Passu Security Cover Ratio											

Place

Date

**UDIN** 

Signed under the Seal of Statutory Auditors





# The Tata Power Company Limited

Jun-24

Annexure 1

**Rs Crores** 

		Debenture Series (Secured)	Outstading as	Last Due Date		Paid on or	Next		Next Due Date		
S.No	ISIN		on 30.06.24	Principal	Interest	before	Principal	Next Interest	Principal	Interest	
1	INE245A07259	9.15% 350 Cr	20	-	23.07.23	Yes	20	1.83	23.07.24	23.07.24	
2	INE245A07267	NCDs	20		23.07.23	Yes	20	1.83	23.07.25	23.07.24	
3	INE245A07408	9.15% 250 Cr NCDs	16	•	17.09.23	Yes	16	1.46	17.09.24	17.09.24	
4	INE245A07416		26	-	17.09.23	Yes	16	2.38	17.09.25	17.09.24	

For The Tata Power Company Limited

**Authorized Signatory** 

Name: Mr. Kasturi Soundararajan Designation: Chief - Corporate Treasury

