

SHIVAKAR INFRA PRIVATE LIMITED

10, Vittal Maliya Road, Bengaluru - 560 001, India.

Ph : 91-80-4134 3400 Fax : 91-80-2221 8565

CIN-U45200KA2011PTC059868

CORPORATE ACTION INFORMATION FORM

(For Debt instruments - Allotment)

Ref. No. : ISIN: INE239X07023

Date : 26/09/2018

To,
National Securities Depository Limited
Trade World, A Wing
Kamala Mills Compound, Lower Parel
Mumbai - 400013.

We wish to execute corporate action to credit the following securities to the accounts in NSDL. The details of the securities allotted are given below:

ISIN	INE239X07023
Security Description	Non Convertible Debentures
Allotment Date	25-09-2018
Face Value per security	10,000/-
Distinctive Numbers	1-1,70,000
Whether this issue is placed through Electronic Book Provider (EBP) Mechanism	NA
If through EBP, name of Electronic Book Provider name of the clearing corporation.	NA

<i>Allotment Details</i>	<i>No. of records</i>	<i>No. of Securities (Quantity)</i>
Electronic Form - NSDL	1	170000
Electronic Form - CDSL	-	-
Physical Form	-	-
<i>Total Allotted</i>	1	170000

I, Suresh Kumar A Chief Financial Officer of Shivakar Infra Private Limited declare that: the issuer has obtained all the necessary approvals for the aforesaid issue of securities and is in compliance with all the applicable rules and regulations. The allotment is in terms of Board Resolution dated 25/09/2018 (copy enclosed).



Signature



Notes:

1. Enclose a copy of the Board Resolution for allotment of the above securities.
2. Ensure that the above details reach NSDL atleast two days before execution of corporate action.
3. The form should be signed by the Company Secretary or Compliance Officer or Managing Director.
4. After submitting the Corporate Action Information Form and payment of fees to NSDL, you may advise your R & T Agent / Registry Division to execute the corporate action.

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Annexure A

Date: 26/09/2018

To,
Managing Director
National Securities Depository Limited
Trade World, A Wing
Kamala Mills Compound,
Lower Parel
Mumbai - 400013

We intend to issue securities under existing ISIN as per details given below. We hereby declare that there is no modification in the terms and structure of the issue viz changes in terms of payment, change in interest payout frequency etc and are paripassu with the bond/debentures under the following ISIN wherein the new securities being issued.

Details of current issue:

ISIN	INE239X07023
Security Description	Non Convertible Debentures
Allotment Date	25/09/2018
Date of maturity	24/09/2023
Issue Price (in RS.)	Rs. 10,000/- (Rupees Ten Thousand)
Face Value	Rs. 10,000/- (Rupees Ten Thousand)
Issue Size (In Rs. Crores)	Rs. 170.00 Crores (Rupees One Hundred and Seventy Crores)
Distinctive Numbers	1 to 1,70,000

Issuance history under the aforesaid ISIN (including current issue):

Sr. No.	Date of Allotment	Allotment Quantity	Cumulative Quantity	Issue Price (In Rs.)	Issue Size	Cumulative Issue
NA						

For Shivakar Infra Private Limited


Suresh Kumar A
Authorised Signatory



SHIVAKAR INFRA PRIVATE LIMITED

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CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF BOARD OF DIRECTORS OF SHIVAKAR INFRA PRIVATE LIMITED HELD ON TUESDAY, 25 OF SEPTEMBER, 2018 AT THE REGISTERED OFFICE OF THE COMPANY AT NO. 10 VITTAL MALLYA ROAD, BANGALORE- 560001

ALLOTMENT OF SECURED, REDEEMABLE, NON-CONVERTIBLE DEBENTURES

RESOLVED THAT pursuant to the approvals of the members in their meeting held on 23rd of May, 2018, the Board hereby issue and allot 1,70,000 secured, unrated, unlisted, redeemable, non-convertible debentures each having a face value of Rs. 10,000/- (Rupees Ten Thousand) for cash at par ("Debentures") on private placement basis for an aggregate amount upto Rs. 170,00,00,000/- (Rupees One Hundred and Seventy Crores) to HDFC Capital Affordable Real Estate Fund - 2 ("Debenture Holder") in the manner provided and on the terms and conditions of the Debenture Trust Deed dated 27th of August, 2018 ("DTD") executed amongst inter alia the Company, its promoters and VistraITCL (India) Limited (formerly known as IL&FS Trust Company Limited), a company incorporated under the Companies Act, 1956, having corporate identity number U66020MH1995PLC095507 and having its registered office at the IL&FS Financial Centre, Plot No. 22, G Block, Bandra Kurla Complex, Bandra (East) Mumbai 400 051 ("Debenture Trustee") in the following manner:

Name of the Allottee.	No. of Debentures Allotted	Face value of the Debentures	Distinctive No.
HDFC CapitalAffordable Real Estate Fund - 2	1,70,000	10,000/-	01-170000

RESOLVED FURTHER THAT the Company shall provide a letter of allotment/ allotment advise to the Debenture Holder. Resolved further that the Company shall take all such steps as may be required for crediting the Debentures to the Demat Account /Client ID bearing No. 11267177 being maintained with HDFC Bank Limited by the Debenture Holders through corporate action as may be required to be taken with the National Security Depository Limited ("NSDL").

RESOLVED FURTHER THAT the Company shall enter the particulars of the issue of the Debentures and the names of the Debenture Holders in the register of Debenture Holders maintained by the Company

RESOLVED FURTHER THAT Mr. BM Jayeshankar and Mr. Nischay Jayeshankar- Directors of the Company & Mr. Suresh Kumar A,- Authorised Signatory be and are hereby severally authorised to approach to NSDL for complying the other various formalities and to file necessary forms with the Registrar of Companies and to do all such acts and things incidental and expedient for giving effect to the above resolutions.

//Certified True Copy//

Nischay Jayeshankar
Director
DIN: 03582487



SHIVAKAR INFRA PRIVATE LIMITED

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LIST OF ALLOTEES**TABLE A****NON CONVERTIBLE DEBENTURES**

NAME OF THE COMPANY	Shivakar Infra Private Limited
DATE OF ALLOTMENT	25/09/2018
TYPE OF SECURITIES ALLOTTED	Non-Convertible Debentures
NOMINAL AMOUNT PER DEBENTURE (Rs.)	10,000/- (Ten Thousand)
PREMIUM/DISCOUNT AMOUNT PER SHARE (Rs.)	0.00 (issued at par)
TOTAL NUMBER OF ALLOTTEES	1

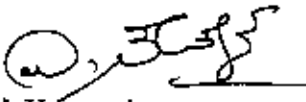


TABLE B

(List of Allottees applicable in case of allotment of shares/debentures payable in cash)

NAME & OCCUPATIO N OF ALLOTTEE	ADDRESS OF ALLOTTEE	NATIONALIT Y OF ALLOTTEE	NO. OF DEBENTURE S ALLOTTED	TOTAL AMOUNT PAID (including premium in rupees)	TOTAL AMOUNT TO BE PAID ON CALLS (including premium outstanding)
1	2	3	4	5	6
HDFC Capital Affordable Real Estate Fund – 2	HDFC House, H. T. Parekh Marg, 165-166 Backbay Reclamation, Churchgate, Mumbai 400020	Indian	1,70,000	170,00,00,000	NIL
Total			170,000	170,00,00,000	

For M/S SHIVAKAR INFRA PRIVATE LIMITED


Suresh Kumar A
Authorised Signatory



Requests Approval - Acknowledgement

Request ID	1355819113
User ID	sheka0027
FROM ACCOUNT	CA-974655755
AMOUNT	1180
COMMISSION	3.0
IFSC CODE	IBKL0000004
BENEFICIARY NAME	NATIONAL SECURITIES DEPOSITORY LTD
TRANSACTION TYPE	NEFT
ADDRESS LINE1	NARIMAN POINT
ADDRESS LINE2	MUMBAI
ADDRESS LINE3	
REMARKS	Corporate Action Fee-Shivakar Infra
APPROVAL STATUS	Approval Successful UTR No: IDIBH18269491171



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ISSUE OF UP TO 1,70,000 (ONE LAKH AND SEVENTY THOUSAND) SECURED REDEEMABLE, UNLISTED NON-CONVERTIBLE DEBENTURES EACH HAVING A FACE VALUE OF Rs. 10,000/- (RUPEES TEN THOUSAND) (THE "DEBENTURES"), AGGREGATING UP TO Rs. 170,00,00,000/- (RUPEES ONE HUNDRED AND SEVENTY CRORES) ON A PRIVATE PLACEMENT BASIS (THE "ISSUE"), BY SHIVAKAR INFRA PRIVATE LIMITED ("ISSUER")

ISSUE OPENING DATE	ISSUE CLOSING DATE
27 th August, 2018	26 th September, 2018

This Offer Letter contains relevant information and disclosures required for the purpose of issuing of the Debentures in accordance with Section 42 of the Companies Act, 2014 ("Act") and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014. The Issuer shall file a copy of this Offer Letter with the Registrar of Companies within a period of 30 (thirty) days of its circulation. Any application by a person to whom the Private Placement Offer Letter has not been sent by the Issuer shall be rejected without assigning any reason.

The issue of the Debentures comprised in the Issue and described under this Offer Letter has been authorised by Shivakar Infra Private Limited ("Issuer") through resolutions passed by the shareholders of the Issuer on 23rd of May, 2018 and the Board of Directors of the Issuer on 20th August, 2018 and the Memorandum and Articles of Association of the Issuer.

Each Issue of Debentures shall be subject to the provisions of the Companies Act, 1956, (the "Old Companies Act") (to the extent in force on the date of this Offer Letter), the Companies Act, 2013, (the "New Companies Act"), the rules notified pursuant to the New Companies Act, the Memorandum and Articles of Association of the Issuer, the Application Form, and other terms and conditions as may be incorporated in the Debenture Trust Deed and other documents in relation to each such Issue.

This Offer Letter and the contents hereof are restricted only for the intended recipient(s) who have been addressed directly and specifically through a communication by the issuer or the arranger and only such recipients are eligible to apply for the Debentures. All investors are required to comply with the relevant regulations/guidelines applicable to them for investing in this issue. The contents of this offer letter are intended to be used only by those investors to whom it is issued. It is not intended for distribution to any other person and should not be reproduced by the recipient.



FORM NO PAS-4**PRIVATE PLACEMENT OFFER LETTER**

[Pursuant to section 42 and rule 14(1) of Companies (Prospectus and Allotment of Securities) Rules, 2014]

1. GENERAL INFORMATION

Name of the company	Shivakar Infra Private Limited
Registered office and corporate office	No. 10, Vittal Mallya Road, Bangalore - 560001
Telephone No.	080-41343403
Website	www.adarshdevelopers.com
Fax	080- 22218565
Contact Person	Mr. Suresh Kumar, CFO
E-mail	suresh.kumar@adarshdevelopers.com
Date of incorporation of the company	04/08/2011
Business carried on by the company and its subsidiaries with the details of branches or units, if any;	The issuer carries on business of Real estate construction and development.
Brief particulars of the management of the company	<p>The Board of Directors of the Company oversees the management of the company. Presently there are 2 (two) Directors on the Board, Mr. B M Jayeshankar & Mr. Nischay Jayeshankar</p> <p>Mr. BM Jayeshankar aged 62 years, holds bachelors' degree in Civil Engineering & having approximately 30 years of Experience in field of construction.</p> <p>Mr. Nischay Jayeshankar, aged 33 years holds Masterdegree in Finance.</p>
Names, addresses, DIN and occupations of the directors;	<p>Name: Mr. B M Jayeshankar Address: #245, 18th Cross, Sadashivanagar, Upper Palace Orchards, Bangalore - 560 080 DIN: 00754118 Occupation: Business</p> <p>Name: Mr. Nischay Jayeshankar Address: #245, 18th Cross, Sadashivanagar, Upper Palace Orchards, Bangalore - 560 080 DIN: 03582487 Occupation: Business</p>
Management's perception of risk factors;	The Debentures issued pursuant to this Offer Letter are unrated, unlisted, fully secured against the



	Mortgaged Properties provided by the Company and Obligors and Securities by way of share pledge, non disposal undertaking, corporate guarantee and personal guarantee etc, mentioned in the Debenture Documents. The Debenture documents and security documents are duly executed, binding and fully enforceable. However, the risk is dependent on the cash flows of the Company, which in turn is dependent on market conditions.
Details of default, if any, including therein the amount involved, duration of default and present status, in repayment of – i. Statutory dues; ii. debentures and interest thereon; iii. deposits and interest thereon; iv. loan from any bank or financial institution and interest thereon	NIL
Names, designation, address and phone number, email ID of the nodal/ compliance officer of the company, if any, for the private placement offer process;	Name : Mr. Suresh Kumar Address: No. 10, Vittal Mallya Road, Bangalore 560001 Designation: CFO Phone No. 080- 41343403 E-Mail : suresh.kumar@adarshdevelopers.com

2. PARTICULARS OF THE OFFER

Date of passing of board resolution	15 th May, 2018
Date of passing of resolution in the general meeting, authorizing the offer of securities	23 rd of May, 2018
Kinds of securities offered (i.e. whether share or debenture) and class of security	1,70,000 Unrated, unlisted, secured, redeemable, non-convertible debentures, each having a face value of Rs. 10,000/- ("Debentures") being issued by the Company for an aggregate amount of Rs. 170,00,00,000/- (Rupees One Hundred and Seventy Crores) having the terms and conditions set out in the draft Debenture Trust Deed ("Debenture Trust Deed").
Price at which the security is being offered including the premium, if any, along with justification of the price	The Debentures are being offered at par.
Name and address of the valuer who performed valuation of the security offered	Not applicable, as the Debentures are being offered at par.
Amount which the company intends to raise by way of securities	Rs 170,00,00,000 (Rupees One Hundred and Seventycrore only)



<p>Terms of raising of securities: Duration, if applicable, Rate of dividend or rate of interest, mode of payment and repayment</p>	<p>Term: last business day of the 60th month from the date of issue of Debentures.</p> <p>Coupon: Compounded monthly on the outstanding principal amount of each of the Debentures at the rate of 16.5% (Sixteen point five percent) per annum.</p> <p>Coupon Payment: The Coupon is to be paid every quarter on the terms and conditions set out in the Debenture Trust Deed;</p> <p>Moratorium on Coupon: 12 (twelve) months commencing on the Closing Date.</p> <p>Moratorium on Principal: 36 (thirty-six) months commencing on the Closing Date;</p> <p>Redemption: The Debentures are to be redeemed as per Schedule 3 of the Debenture Trust Deed.</p> <p>Prepayment: The Company shall, after the expiry of a period of 18 months from the Closing Date ("Lock-in Period"), have the right to pre-pay / redeem the Debentures, subject to and in accordance with, Laws applicable to the Company, the Debenture Trustee and the Debenture Holders at any-time prior to the Redemption Instalment by delivering a written notice ("Early Redemption Notice") to the Debenture Trustee, 10 (ten) Business Days prior to the proposed date for early redemption of the Debentures, subject to the fulfilment of the following conditions:</p> <p>(a) <u>During the Lock-in Period;</u> the Company shall not be allowed to pre-pay or redeem the Debentures;</p> <p>(b) <u>after the expiry of the Lock-in Period but before the expiry of the Moratorium Principal Period ("Pre-Moratorium Early Redemption Date")</u>; by payment of the Pre-Moratorium Early Redemption Amount in relation to the Debentures being redeemed. However, in the event such early redemption is being made out of the Project Receivables, then in such case, no Pre-</p>
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		<p>Moratorium Early Redemption Premium shall be applicable; and</p> <p>(c) <u>after the expiry of the Moratorium Principal Period ("Post-Moratorium Early Redemption Date")</u>; by payment of the Post-Moratorium Early Redemption Amount in relation to the Debentures being redeemed. However, in the event such early redemption is being made out of the Project Receivables, then in such case, no Post-Moratorium Early Redemption Premium shall be applicable.</p> <p>(d) Notwithstanding anything stated herein above in Clause 6.4.1, if any early redemption is sought to be made out of sources other than the Project Receivables, then the prior written consent of the Debenture Holders will have to be obtained for making an early redemption.</p> <p>Security: As mentioned in Clause 8 of the Debenture Trust Deed and detailed below in this offer letter</p> <p>Event of Default: Clause 16 of the Debenture Trust Deed specifies the events which would result in an Event of Default.</p> <p>On occurrence of an Event of Default, the Debenture Trustee has the rights as set out in Clause 16.2 of the Debenture Trust Deed.</p> <p>For the detailed terms and conditions on which the Debentures are being issued please refer to the Debenture Trust Deed</p>
	Proposed time schedule for which the offer letter is valid	30 days
	Purposes and objects of the offer	As mentioned in Clause 2.7.1 of the Debenture Trust Deed.
	Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of such objects	NA
	Principle terms of assets charged as security, if applicable	(i) First ranking pari passu charge by way of mortgage over the following



	<p>properties:</p> <p>(a) Lands in survey number 42/1, 43/3, 43/9, 43/6(P), 43/8, 42/2, 43/7A, 43/7B, 43/4, 43/5, 42/1, 15/2(P), 15/3, 15/4, 44/1 (P), 45/1 (P), 45/2 (P), 47/2 (P) and 47/2 (P) admeasuring 36 Acres 8 Guntas situated at Panathur Village Varthur Hobli, Bengaluru East Taluk along with the entitlement and development right of Akarsha Realty Private Limited in respect of survey number 41/2 admeasuring 7 Acres 25 Guntas totally admeasuring Ac 43 Acres 33 Guntas in Panathur Village ("Panathur Lands").</p> <p>(b) The share of Varin Infra Projects Private Limited in the built up area and proportionate undivided share in the land bearing Survey Nos. 92, 95/1 and 95/2 admeasuring 13 Acres 26.15 Guntas situated at Chikkagubbi Village, Bidarahalli Hobli, Bengaluru East Taluk ("Project Adarsh Tranqville"), along with the development rights, of Varin Infra Projects Private Limited, thereon and mortgage over the land bearing Survey No. 95/2 measuring 33.904 Guntas situated at Chikkagubbi Village, Bidarahalli Hobli, Bengaluru East Taluk.</p> <p>(c) The share of Varin Infra Projects Private Limited in the built up area and proportionate undivided share in the land bearing Survey No. 91 measuring 4 Acres 5 Guntas situated at Chikkagubbi Village, Bidarahalli Hobli, Bengaluru East Taluk ("Project Adarsh Pine Court") along with the development rights, of Varin Infra Projects Private Limited, thereon.</p> <p>(d) The share of Varin Infra Projects Private Limited in the built up area and proportionate undivided share in the land bearing Survey No.</p>
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	<p>100/3 measuring 4 Acres 5½ Guntas (and 06 Guntas of Kharab) situated at Chikkagubbi Village, BidarahalliHobli, Bengaluru East Taluk ("Project Adarsh Wisteria") along with the development rights, of Varin Infra Projects Private Limited, thereon.</p> <p>(e) The unsold units of M/s Adarsh Developers in the residential apartment project known as 'Project East Court' being constructed/ constructed in the land bearing Survey Nos. 150 & 151 totally measuring 4 Acres situated at Doddakkanelli Village, VarthurHobli, Bengaluru East Taluk.</p> <p>(f) The unsold units of M/s Adarsh Developers in the villas project known as 'Project Citrine', being developed in the land bearing Survey No. 54 measuring 1 Acre 16 Guntas situated at PuttenahalliVillage, UttarahalliHobli, Bengaluru South Taluk.</p> <p>(g) Land bearing Survey Nos. 104/2, 104/4 and 104/3totally admeasuring 4 Acres 9 ½ Guntas situated at Doddakkanelli Village, VarthurHobli, Bengaluru East Taluk ("Doddakanneli Lands") owned by M/s Adarsh Developers and Akarsha Prime Project Private Limited and the development rights of Akarsha Prime Project Private Limited over the Doddakanneli Lands.</p> <p>(h) Land bearing Survey Nos. 118/4, 118/6, 118/7, 119/3, 119/3, 119/4A, 119/4B, 122/2A, 122/2B & 122/3 totally admeasuring 9 Acres 12½ Guntas and Survey Nos. 120/2, 120/ and 121/1 admeasuring 5 Acres 1 Gunta situated at Gunjur Village, VarthurHobli, Bengaluru East Taluk ("Gunjur Lands") owned by Akarsha Realty Private</p>
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	<p>Limited.</p> <p>(i) Land bearing Survey Nos. 74/1, 74/2, 75, 82/3, 83/2, 82/5, 83/4, 83/1, 82/2, 83/5, 82/6, 82/7, 83/3, 84/2, 85/1, 86/2, 88/1, 88/2, 93, 91, 92/1, 92/2, 94/1, 94/1, 87/1 and 87/2 totally admeasuring 15 Acres 14 ½ Guntas situated at Gattahalli Village, Sarjapura Hobli, Anekal Taluk ("Gattahalli Lands") owned by Akarshak Realty Private Limited and Mr. Shivarudraiah.</p> <p>(j) Land bearing Survey Nos. 55/3, 55/2B, 554B totally admeasuring 3 Acres 37 Guntas situated at Panathur Village, Varthur Hobli, Bengaluru East Taluk ("Additional Lands") owned by Earnest Constructions Private Limited.</p> <p>(ii) First ranking pari passu charge (with similar charge created over the Hypothecated Properties in favour of the Debenture Trustee for securing the debentures issued by Varin Infra Projects Private Limited) on all the receivables from the project being developed on Panathur lands (admeasuring 46 Acres 35 Guntas), Project Adarsh Tranquille, Project Adarsh Wisteria, Project Adarsh Pine Court, Project Adarsh East Court, Project Adarsh Citrine and Doddakanneli Lands and Gunjur Lands, Gattahalli Lands and Additional Lands.</p> <p>(iii) Unconditional and irrevocable personal guarantee by the Promoters and all the Partners of Adarsh Developers in favour of the Debenture Trustee.</p> <p>(iv) Unconditional and irrevocable corporate guarantee by Varin Infra Projects Private Limited, Akarsha Prime Projects Private Limited, Akarsha Realty Private Limited, Akarshak Realty Private Limited and Earnest Constructions Private Limited.</p> <p>(v) Share Pledge of (a) 100% of the issued</p>
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	<p>and paid up share capital of the Company and Varin Infra Projects Private Limited(b) 51% of the issued and paid up share capital of Akarsha Realty Private Limited and (c) a non disposal undertaking with respect to the remaining 49% of the issued and paid up share capital of Akarsha Realty Private Limited and (d) a non-disposal and non-pledge undertaking with respect to the entire issued and paid up share capital of Earnest Constructions Private Limited and Akarsha Prime Project Private Limited.</p> <p>(vi) A Demand Promissory Note to be executed by the Company, Promoters and the Co-Obligors in the manner agreed to by the Debenture Trustee.</p> <p>(vii) Undertaking from the Promoters to mortgage their personal assets by way of deposit of title deeds in favour of the Debenture Trustee upon repayment of facility availed from HDFC Limited and release of security given for such facility.</p> <p>(viii) Such other security as may be required by the Debenture Trustee and provided by the Obligors in favour of the Debenture Trustee.</p> <p>All the securities mentioned hereabove and such other securities to be provided by the Company or the Co- Obligors or the Promoters as detailed in the Debenture Trust Deed.</p>
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3. DISCLOSURES 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	None
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	None



	the circulation of the offer letter and any direction issued by such Ministry or Department or statutory authority upon conclusion of such litigation or legal action shall be disclosed	
	Remuneration of directors (during the current year and last three financial years);	None
	Related party transactions entered during the last three financial years immediately preceding the year of circulation of offer letter including with regard to loans made or, guarantees given or securities provided	None
	Summary of reservations or qualifications or adverse remarks of auditors in the last five financial years immediately preceding the year of circulation of offer 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	None
	Details of any inquiry, inspections or investigations initiated or conducted under the Companies Act or any previous company law in the last three years immediately preceding the year of circulation of offer letter in the case of company and all of its subsidiaries. Also if there were any prosecutions filed (whether pending or not) fines imposed, compounding of offences in the last three years immediately preceding the year of the offer letter and if so, section-wise details thereof for the company and all of its subsidiaries	None
	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	None

4. FINANCIAL POSITION OF THE COMPANY

	The capital structure of the company in the following manner in a tabular form:	
i.	The authorised, issued, subscribed and paid up capital (number of securities, description and aggregate nominal value)	<p>Authorised Share Capital: Rs. 40,00,000 (Rupees Forty Lakh) consisting of 4,00,000 equity shares each having face value of Rs. 10/- (Rupees Ten).</p> <p>Issued, subscribed and paid up capital: Rs. 4,00,000/- (Rupees Four Lakh) consisting of 40,000 (Forty Thousand) equity shares, each</p>



		having a face value of Rs. 10/- (Rupees Ten).												
	ii. Size of the present offer	Debentures aggregating to Rs.170,00,00,000 (Rupees One Hundred and Seventy Crores only)												
	iii. Paid up capital A. after the offer B. after conversion of convertible instruments (if applicable) C. share premium account (before and after the offer)	The issuance of Debentures will not alter the paid up capital of the issuer. The issuance of Debentures will not alter in the share premium account of the issuer.												
	The details of the existing share capital of the issuer company in a tabular form, indicating therein with regard to each allotment, the date of allotment, the number of shares allotted, the face value of the shares allotted, the price and the form of consideration Provided that the issuer company shall also disclose the number and price at which each of the allotments were made in the last one year preceding the date of the offer letter separately indicating the allotments made for considerations other than cash and the details of the consideration in each case;	Present issued and subscribed share capital of the Company: Rs. 4,00,000/- (Rupees Four Lakhs) consisting of 40,000 (Forty Thousand) equity shares, each having a face value of Rs. 10/- (Rupees Ten) <table border="1"> <thead> <tr> <th>Name of the Shareholder</th><th>Equity Shares</th><th>Date of Allotment</th></tr> </thead> <tbody> <tr> <td>Mr. Jayeshankar BilidaleMadaiah</td><td>9999</td><td>At incorporation</td></tr> <tr> <td>Mr. NischayJayeshankar</td><td>1</td><td>At incorporation</td></tr> <tr> <td>M/s. Adarsh Developers</td><td>30,000</td><td>20.09.2013</td></tr> </tbody> </table> The Company has not allotted any shares in the preceding one year.	Name of the Shareholder	Equity Shares	Date of Allotment	Mr. Jayeshankar BilidaleMadaiah	9999	At incorporation	Mr. NischayJayeshankar	1	At incorporation	M/s. Adarsh Developers	30,000	20.09.2013
Name of the Shareholder	Equity Shares	Date of Allotment												
Mr. Jayeshankar BilidaleMadaiah	9999	At incorporation												
Mr. NischayJayeshankar	1	At incorporation												
M/s. Adarsh Developers	30,000	20.09.2013												
	Profits of the company, before and after making provision for tax, for the three financial years immediately preceding the date of circulation of offer letter;	1. FY 2014-15 - NIL 2. FY 2015-16- NIL 3. FY 2016-17 - NIL												
	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)	Nil												
	A summary of the financial position of the company as in the three audited balance sheets immediately preceding the date of circulation of offer letter;	Enclosed as Annexure- 1												
	Audited Cash Flow Statement for the three years immediately preceding the date of circulation of offer letter;	Forms part of Financial Statements.												



Any change in accounting policies during the last three years and their effect on the profits and the reserves of the company	NIL
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5. A DECLARATION BY THE DIRECTORS THAT:

- The company has complied with the provisions of the Act and the rules made there under.
- The compliance with the Act and the rules does not imply that payment of dividend or interest or repayment of debentures, if applicable, is guaranteed by the Central Government.
- The monies received under the offer shall be used only for the purposes and objects indicated in the Offer letter

I am authorized by the Board of Directors of the Company vide resolution number 3 dated 20th August, 2018 to sign this form and declare that all the requirements of Companies Act, 2013 and the rules made there under 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 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

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

Date: 20th August, 2018

Place: Bangalore



(B M Jayeshankar)

Director

DIN: 00745118

Attachments:-

Last 3 years audited balance sheet of the Company ✓
 Copy of board resolution for the issue ✓
 Copy of shareholders resolution under Sec 42 of Companies Act, 2013 ✓
 Copy of Debenture Trustee Consent Letter
 Copy of Application form ✓