



## Press Release

### Sylvanus Properties Limited (SPL)

December 03 ,2024

#### Ratings

Instrument / Facility	Amount (Rs. crore)	Current Ratings	Previous Ratings	Rating Action	<a href="#">Complexity Indicator</a>
Long Term Instruments- Proposed Non-Convertible Debentures NCD's	350.00	Provisional IVR A-(CE*)/ Stable (Provisional IVR Single A- [Credit Enhancement] with Stable Outlook)	-	Assigned	Simple
<b>Total</b>	<b>350.00</b> <b>(Rupees Three Hundred and Fifty Crores only)</b>				

*\*Based on proposed unconditional and irrevocable Corporate Guarantee from Equinox India Developments Limited (EMBDL), Vigor Developments Private Limited, Sky Forest Projects Private Limited.*

The proposed NCDs of Rs. 350.00 crore shall be issued on private placement.

The rating for the INR 350.00 crore Proposed NCD is provisional, and the final rating is subject to:

- Appointment of a SEBI registered Debenture Trustee and signing of trust deed.
- Receipt of the final term sheet and confirmation from trustee regarding compliance with all the terms and conditions of term sheet.

**Time period for completion of documentation:** Normally a time period of 90 days is allowed to the Issuer for completing the various documentation related requirements. In case the required documents/compliances are not completed by the issuer within a specific time frame (max 180 days) from the date of public release of the provisional rating, Infomerics Ratings shall withdraw the provisional rating so assigned.



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	Ratings	Previous Ratings
<b>Unsupported Rating*</b>	IVR BB+/ Stable (IVR Double B Plus with Stable Outlook)	-

*\*Unsupported rating does not factor in the explicit credit enhancement*

**Details of Facilities/Instruments are in Annexure 1. Facility wise lender details are at Annexure 2. Detailed explanation of covenants is at Annexure 3.**

### **Detailed Rationale**

Infomerics Ratings has assigned its rating to the proposed Non-Convertible Debentures (NCD's) of Sylvanus Properties Limited (SPL) which derives strength from credit enhancement in the form of unconditional and irrevocable corporate guarantee from Equinox India Development Limited (EMBDL, parent company). The rating of EMBDL in turn benefits from strong management team, and availability of huge land bank with strategic location of the various projects with all necessary approvals in most cases., The rating is however constrained by cyclical nature of real estate sector, nature of real estate industry subject to regulations and high dependence on customer advances.

The rating of the instrument is based on the Credit Enhancement in the form of unconditional & irrevocable Corporate Guarantee issued by Equinox India Developments Limited (EMBDL) (Formerly known as Indiabulls Real Estate Limited (IBREL)), Vigor Developments Private Limited, Sky Forest Projects Private Limited to the lenders of the Company for the repayment obligation on the said facility. It is a joint and several guarantee. Given attributes of the corporate guarantee and the strengths of the parent company, Infomerics has factored in enhancement in the rating of the Rs.350cr NCD of SPL to Provisional IVR A-(CE)/ Stable against the Unsupported Rating of IVR BB+/ Stable.

### **Key Rating Sensitivities:**

#### **Upward Factors**

- Successful completion of project.
- Timely sale of flats and adequate cash flow generation.



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### **Downward Factors**

- Deterioration in credit profile of the Corporate Guarantor.
- Inadequate and untimely cash flows to the ESCROW account to meet the debt obligations for the projects.
- Delays in execution and significant cost overruns of the project.

### **List of Key Rating Drivers with Detailed Description**

#### **Key Rating Strengths**

#### **Corporate Guarantee from Equinox India Development Limited with experienced promoters**

Equinox India Development Limited (rated IVR A-/Rating watch with Negative Implications vide PR dated 29th July 2024) has extended unconditional & irrevocable Corporate Guarantees for the proposed NCDs amounting to Rs. 350.00 crore to be issued by SPL . EMBDL is one of the leading business conglomerates in the country with business interests across sectors like real estate, infrastructure & construction leasing etc. The operations of the company are professionally managed by competent personnel. The new management took control of the company under the leadership of Mr. Sachin Shah w.e.f. February 28, 2023. The board has appointed a new Chief Operating Officer, Chief Financial Officer and Group Compliance Officer and Company Secretary. The New Management is committed to have the highest level of transparency and Corporate Governance standards which will eventually increase the value of Stakeholders thereby EMBDL would continue benefiting from its existing competent management. Further, Infomerics believes that in case of any pressure on cash flows, SPL being wholly owned subsidiary of EMBDL will continue to receive timely need-based financial support from its Corporate Guarantors i.e. EMBDL.

#### **Healthy Capital Structure and debt protection parameters of Corporate Guarantor, EMBDL**

EMBDL's capital structure has seen a substantial improvement in the recent years. With the business strategy of focusing on asset light model, the company has divested much of its properties and assets and reduced its debt from the sales proceeds. The long-term debt to equity ratio of EMBDL has improved from 0.84x as on March 31, 2020 to 0.11x as on March



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31, 2024. Moreover, the Overall Gearing ratio improved from 0.40x as on March 31, 2022 to 0.11x as on March 31, 2024, similarly, TOL/ATNW of EMBDL remained at healthy level of 1.15x as on March 31, 2024 from 1.30x as on March 31, FY2022.

### **Terms of the proposed escrow account, DSRA, ISRA and guarantee structure support timely debt service**

There is an escrow sweep mechanism proposed whereby the cash flows from the three guarantors/ mortgagors would be used to service the debt obligations of the NCD issue. There is also Debt Service Reserve Account (DSRA) proposed to be set up to be funded to the extent of one quarter of principal repayment, as well as Interest Service Reserve Account (ISRA) to be funded for two months of interest payment. If the DSRA is not adequately funded by T-7 days the debenture trustee has to invoke the guarantee, and the guarantor has to fund the account by T-3 days. Infomerics will recognize the T day as the due date for payment in this case.

### **Availability of huge land bank**

The EMBDL through acquisitions and government allotments has created a sizeable land bank of 3,232 acres spread across Maharashtra, NCR and Chennai. This land bank is sufficient for proposed development over the next 5-7 years. From the above land bank, the company possesses 1,688 acres of SEZ land in Nashik and Raigad, Maharashtra. With its focus on core markets of Mumbai and NCR, this portion of land bank would tend to complement the current business strategy.

### **Strategic Location of the project**

Sylvanus Properties Limited is developing a project - Indiabulls Golf City, a residential real estate project spread across 40 acres of land parcel with 42 Buildings with G + 7 floor structure and 6 Villas is located at Savrolli, Khopoli, Tambati, Maharashtra 410202. The project is near to Khalapur toll plaza off the Mumbai – Pune express way. The project is located at prime location which enjoy close proximity to essential amenities, including schools, hospitals,



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shopping malls, highway etc. Moreover, the social and civic infrastructure surrounding the project site is well-maintained and in good condition. The project shall benefit from such infrastructure. The project is well connected with Navi Mumbai's New International Airport, South Mumbai via Trans Harbor Link (Atal Setu), State Highway MH SH-104, which connects to NH66, NH4, SH54 and JNPT road. EMBDL will be acting as the project manager for monitoring and supervising the project and will be providing all necessary support for marketing and branding of the project.

### Key Rating Weaknesses

- **Cyclicality in real estate sector**

The real estate sector in India is cyclical with demand and prices in the sector moving in tandem with economic booms and slowdowns, which results in volatility in the cash flows of developers. During periods of recession, there is piling up of inventory on account of low demand, leading to significant price drops and reduced cash flows. These factors contribute to liquidity stress for real estate developers, posing challenges for the completion of on-going projects.

- **Highly regulated nature of real estate industry**

The real estate sector is highly regulated with developers having to adhere to municipal rules as well as from various other government departments. Changes in regulations or the non-adherence to existing regulations can lead to delays in project execution. The central law RERA has provided the basic framework of consumer protection in real estate transactions: raising disclosure requirements of builders, bridging existing information asymmetry between buyers and builders, and ring-fencing the money paid upfront by buyers.

### High dependence on customer advances

Primarily, the company depends on advances received from its customers and external borrowings to fund its operations. With the strategy to reduce the total debt the company's future operations would depend largely on the advances received from the customers. Any



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unexpected deviations from the customer receivables would result in delay in company's commitments and have a contagion effect on its financials.

### **Analytical Approach:**

#### **Credit Enhancement (CE Rating):**

Credit Enhancement (CE) rating based on fully backed by an unconditional and irrevocable Corporate Guarantee of a parent company Equinox India Developments Limited (EMBDL) and other group companies i.e. Vigor Developments Private Limited and Sky Forest Projects Private Limited towards the proposed NCDs availed by SPL.

**Unsupported:** Standalone approach

#### **Adequacy of Credit Enhancement Structure:**

For assigning the rating, Infomerics has assessed the attributes of the guarantee issued by Equinox India Developments Limited (EMBDL)(Formerly Known as Indiabulls Real Estate Limited (IBREL)), Vigor Developments Private Limited and Sky Forest Projects Private Limited in favour of the said instrument. The guarantee is legally enforceable, irrevocable, unconditional and covers the entire amount and tenor of the rated instrument. The support from Corporate Guarantor results in an enhancement in the rating of the said instrument to IVR A- (CE)\* / Stable; against the unsupported rating of IVR BB+ / Stable.

#### **Transaction structure:**

The Issuer undertakes to have in the NCD Servicing Account a Minimum Collection Run Rate every quarter as per the predetermined schedule specified in the term sheet. Every quarter means every 3 (Three) months with the 1st such Scheduled date starting 3 (Three) months from the DDA (defined above).

In case during quarter the Issuer, Corporate Guarantor 2 or Corporate Guarantor 3 fails to meet the Minimum Collection Run Rate on a cumulative basis, the Debenture Trustee shall call upon the Issuer and/or Corporate Guarantor 1 to deposit the Shortfall immediately towards the Minimum Collection Milestone by the Issuer by T-3 Days wherein Quarter end is "T" Day. In case the Issuer/Corporate Guarantor 1 fails to bring the shortfall in the NCD Servicing Account, the Debenture Trustee shall have the right to call an Event of Default.



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### **Applicable Criteria:**

[Rating Methodology for Infrastructure Companies.](#)

[Criteria on assigning rating outlook](#)

[Policy on Default Recognition and Post-Default Curing Period](#)

[Complexity Level of Rated Instruments/Facilities](#)

[Financial Ratios & Interpretation \(Non-Financial Sector\).](#)

[Rating Methodology for Structure Debt Transaction \(Non-Securitisation Transaction\)](#)

[Policy on provisional ratings](#)

**Validity of the Provisional Rating:** The provisional rating shall be converted into a final rating after receipt of the duly executed transaction documents/ completion of the steps mentioned above within 90 days from the date of issuance of the instrument. An extension of 90 days may be granted on a case-to case basis in line with Infomerics' Policy on Provisional Ratings.

**Risks associated with provisional nature of credit rating:** When a rating is assigned to debt instruments pending execution of certain crucial documents/ steps to be taken, the rating is a 'Provisional' rating and is indicated as such by prefixing 'Provisional' before the rating symbol. Once the steps/actions are completed/ the required documentation is executed to the satisfaction of Infomerics, the provisional rating is converted into final rating by Infomerics. In absence of receipt of documents/ completion of steps or where such documents deviate significantly from that considered by Infomerics earlier, the provisional rating will be reviewed in line with the Policy on Provisional Ratings.

### **Liquidity – Adequate**

The Company's sales are expected to rise with an increase in the number of sold flats. The company maintains moderate cash and bank balance to meet its liquidity requirements, thus indicating adequate liquidity position of the company in meeting its debt obligations. Further, EMBDL has provided an undertaking for financial support in case of cost overrun and for cash flow mismatches during the construction and there is also Corporate Guarantee provided by EMBDL.



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### **About the Corporate guarantor:**

Equinox India Developments Limited (EMBDL) formerly Indiabulls Real Estate Limited (IBREL), incorporated on 04<sup>th</sup> April, 2006, is engaged in real estate development, directly as well as through various subsidiaries as well as associate companies. The main focus of EMBDL is construction and development of properties, project management, investment advisory and construction services. It is a holding company domiciled in India and has 174 subsidiaries as on financial year ended March 31, 2024

### **About the Company**

#### **Sylvanus Properties Limited:**

Sylvanus Properties Limited (SPL) having CIN: U70109DL2006PLC150229 was incorporated on 25<sup>th</sup> June 2006 and is wholly owned by subsidiary of Equinox India Development Limited. SPL is engaged in the business of real estate and other related and ancillary activities. The company is domiciled in India and its registered office is situated at Office no. 202, 2<sup>nd</sup> floor, A-18, Rama House, Middle Circle, Connaught place, Delhi – 11000. The company is undertaking development of a real estate project “Indiabulls Golf City” located at Khalapur district, Maharashtra.

#### **About the Project: Indiabulls Golf City**

Indiabulls Golf City is a residential real estate project spread across 40 acres of land situated at Savrolli, Khalapur Toll Naka, Mumbai - Pune Expressway, Khopoli, Tambati, Maharashtra 410202 being developed by Sylvanus Properties Limited in multiple phases for which separate RERA number has been obtained.

### **Financials (Standalone):**

For the year ended/ As on*	(Rs. crore)	
	31-03-2023	31-03-2024
	Audited	Audited
Total Operating Income	-8.70	20.24
EBITDA	-101.84	-129.50
PAT	-108.76	-128.82
Total Debt	945.63	997.98
Tangible Net Worth	-541.94	-670.79
EBITDA Margin (%)	1170.22	-639.69
PAT Margin (%)	1348.93	-612.10



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Overall Gearing Ratio (x)	-1.74	-1.49
Interest Coverage (x)	-14.10	-1651.81

\* Classification as per Infomerics' standards.

**Status of non-cooperation with previous CRA: Nil**

**Any other information: Nil**

**Rating History for last three years:**

Sr. No.	Name of Security/Facilities	Current Ratings (2024-2025)			Rating History for the past 3 years		
		Type (Long Term/Short Term)	Amount outstanding (Rs. Crore)	Rating	Date(s) & Rating(s) assigned in 2023-2024	Date(s) & Rating(s) assigned in 2022-2023	Date(s) & Rating(s) assigned in 2021-2022
					(October 11, 2023.)	(October 31, 2022)	(May 28, 2021)
1.	Proposed Non-Convertible Debentures (NCD's)	Long Term	350.00	Provisional IVR A-(CE)/ Stable	-	-	-

**Analytical Contacts:**

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**About Infomerics:**

Infomerics Valuation and Rating Private Ltd (Infomerics) was founded in the year 1986 by a team of highly experienced finance professionals for research and risk evaluation. Infomerics commenced its activities as External Credit Assessment Institution after obtaining registration from Securities Exchange Board of India (SEBI) and accreditation from Reserve Bank of India (RBI).

Adhering to best international practices and maintaining high degree of ethics, the team of analysts at Infomerics deliver quality credit ratings. Infomerics evaluates wide range of debt instruments which helps corporates access to financial markets and provides investors credit ratings backed by in-depth research. The transparent, robust, and credible ratings have gained the confidence of investors and the banks.

Infomerics has a pan India presence with Head Office in Delhi and Corporate Office at Mumbai, with branches in major cities and representatives in several locations.



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Infomerics also has international presence with credit rating operations in Nepal through its JV subsidiary.

For more information and definition of ratings please visit [www.infomerics.com](http://www.infomerics.com).

**Disclaimer:** Infomerics ratings are based on information provided by the issuer on an 'as is where is' basis. Infomerics credit ratings are an opinion on the credit risk of the issue / issuer and not a recommendation to buy, hold or sell securities. Infomerics reserves the right to change or withdraw the credit ratings at any point in time. Infomerics ratings are opinions on financial statements based on information provided by the management and information obtained from sources believed by it to be accurate and reliable. The credit quality ratings are not recommendations to sanction, renew, disburse or recall the concerned bank facilities or to buy, sell or hold any security. We, however, do not guarantee the accuracy, adequacy or completeness of any information, which we accepted and presumed to be free from misstatement, whether due to error or fraud. We are not responsible for any errors or omissions or for the results obtained from the use of such information. Most entities whose bank facilities/instruments are rated by us have paid a credit rating fee, based on the amount and type of bank facilities/instruments. In case of partnership/proprietary concerns/Association of Persons (AOPs), the rating assigned by Infomerics is based on the capital deployed by the partners/proprietor/ AOPs and the financial strength of the firm at present. The rating may undergo change in case of withdrawal of capital or the unsecured loans brought in by the partners/proprietor/ AOPs in addition to the financial performance and other relevant factors.

### Annexure 1: Instrument/Facility Details

Name of Facility	ISIN	Date of Issuance	Coupon Rate/ IRR	Maturity Date	Size of Facility (Rs. Crore)	Rating Assigned/ Outlook
Long Term- NCD	Proposed	-	13.00%	Door to door tenor of 36 months from the Deemed Date of Allotment of NCDs	350.00	Provisional IVR A-(CE)/ Stable

### Synopsis of Term Sheet- Amount : INR 350 crores

Issuer	Sylvanus Properties Limited
ISIN Number	Proposed
Seniority	Senior, Listed, rated, secured, redeemable, non-cumulative, taxable, rated, listed securities in the form of Non-convertible debentures
Issue Size	INR 350,00,00,000/- (Rupees Three Hundred and Fifty Crores Only) by Issuance of 3500 Senior, Secured, Non-Cumulative, Redeemable, Taxable, Rated, Listed Debentures of INR10,00,000/- (Rupees Ten Lakh Only) Face Value Each

### Annexure 2: Facility wise lender details: Not Applicable



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### Annexure 3: Detailed explanation of covenants of the rated facilities:

Name of the Security		Detailed Explanation	
	<b>Financial Covenant</b>		
1.	<b>Borrower level Financial Covenants</b>	<p>Minimum DSCR to be maintained of 1.75x and Average DSCR to be maintained of 1.5x basis the gross collections on an aggregate basis both from the Sold Units and Unsold Inventory</p> <p>Minimum Security cover of 2.00x to be maintained throughout the tenure of the NCDs as defined below. Security cover shall be computed as ratio of (a) is to (b) below:</p> <p>a. Market Value of the Security Area</p> <p>b. Outstanding Amount minus balance in the NCD Servicing Account, Master Collections account, RERA accounts, DSRA, ISRA, Any permitted investments, etc.</p> <p>Debenture Trustee shall appoint an Independent Valuer as per the requisite guidelines for submission of the Valuation Report on annual starting from 30<sup>th</sup> September, 2024.</p>	
2.	<b>Corporate Guarantee</b>	Net Debt to Tangible Net worth of Corporate Guarantor shall be < 1.0	
	<b>Non-financial Covenant</b>		
1.	<b>Developer and Corporate Guarantor</b>	<b>Developer / Issuer / Company</b>	Sylvanus Properties Limited
		<b>Sponsor / Parent Company / Corporate Guarantor 1</b>	Equinox India Developments Limited
		<b>Mortgagor 2 / Corporate Guarantor 2</b>	Vigor Developments Private Limited
		<b>Mortgagor 3 / Corporate Guarantor 3</b>	Sky Forest Projects Private Limited
2.	<b>Listing &amp; Rating</b>	<p>Proposed on the Wholesale Debt Market (WDM) segment of BSE Limited (BSE)</p> <p>Minimum Credit rating of A- (CE) from Infomerics</p>	
3.	<b>Rating related Covenants</b>	<p>In case the Rating of the Instrument is downgraded, the Coupon will be stepped up by 25 bps for each notch of such downgrade and such revised coupon shall be applicable for the period such downgrade continues. The coupon would be reduced by 25 basis points for each notch of subsequent upgrade such that the coupon shall not at any time be less than the coupon rate on the deemed date of allotment</p> <p>In case the Rating of the Instrument and/ or the rating of the Guarantor is downgraded by 3 notches from the respective outstanding rating at the Deemed Date of Allotment, then the investors will have an option to ask for Accelerated Redemption of the Debentures. In case the Debenture Holders exercise this right, then Issuer shall have to pay the outstanding amount along with accrued interest within 90 days from</p>	



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		such notice.  In case of ratings from multiple agencies, the lowest rating shall be considered for both increase in Coupon in case of Downgrades and Acceleration in Redemption in case of 3 notch downgrade.						
4.	<b>Downgrade of Rating of the Instrument</b>	<p>In case the Rating of the Instrument is downgraded, the Coupon will be stepped up by 25 bps for each notch of such downgrade and such revised coupon shall be applicable for the period such downgrade continues. The coupon would be reduced by 25 basis points for each notch of subsequent upgrade such that the coupon shall not at any time be less than the coupon rate on the deemed date of allotment</p> <p>In case the Rating of the Instrument and/ or the rating of the Guarantor is downgraded by 3 notches from the respective outstanding rating at the Deemed Date of Allotment, then the investors will have an option to ask for Accelerated Redemption of the Debentures. In case the Debenture Holders exercise this right, then Issuer shall have to pay the outstanding amount along with accrued interest within 90 days from such notice.</p> <p>In case of ratings from multiple agencies, the lowest rating shall be considered for both increase in Coupon in case of Downgrades and Acceleration in Redemption in case of 3 notch downgrade.</p>						
5.	<b>Project Details</b>	<table border="1"> <tr> <td><b>Indiabulls Golf City</b> ("Project 1")</td> <td>Indiabulls Golf City is a under construction residential real estate project spread across 40 acres of land situated at Savrolli, Khalapur Toll Naka, Mumbai - Pune Expressway, Khopoli, Tambati, Maharashtra 410202 being developed by Corporate Guarantor 2 in multiple phases for which separate RERA number has been obtained ("Project 1").</td> </tr> <tr> <td><b>Embassy East Avenue</b> ("Project 2")</td> <td>Embassy East Avenue is an under construction residential real estate project spread across 3.75 acres land situated at ITPL Main Rd, Prasanth Extension, Kadugodi, Bengaluru, Karnataka 560066 being developed under an area sharing basis. JDA between Mr. Y R Anil and Mrs. Y Kalpana ("Landowners") and Vigor Developments Private Limited ("Issuer"). According to the JDA, 68% of the total saleable area belongs to the Issuer and remaining 32% belongs to the landowner's share, having total Saleable area of about 5,42,714 sq ft ("Project 2").</td> </tr> <tr> <td><b>Indiabulls Sky Forest</b> ("Project 3")</td> <td>Indiabulls Sky Forest is a late-stage residential real estate project situated at Jupiter 841, Senapati Bapat Marg, Elphinstone Road (West), Mumbai, Maharashtra 400013 being developed by Corporate Guarantor 3 ("Project 3").</td> </tr> </table>	<b>Indiabulls Golf City</b> ("Project 1")	Indiabulls Golf City is a under construction residential real estate project spread across 40 acres of land situated at Savrolli, Khalapur Toll Naka, Mumbai - Pune Expressway, Khopoli, Tambati, Maharashtra 410202 being developed by Corporate Guarantor 2 in multiple phases for which separate RERA number has been obtained ("Project 1").	<b>Embassy East Avenue</b> ("Project 2")	Embassy East Avenue is an under construction residential real estate project spread across 3.75 acres land situated at ITPL Main Rd, Prasanth Extension, Kadugodi, Bengaluru, Karnataka 560066 being developed under an area sharing basis. JDA between Mr. Y R Anil and Mrs. Y Kalpana ("Landowners") and Vigor Developments Private Limited ("Issuer"). According to the JDA, 68% of the total saleable area belongs to the Issuer and remaining 32% belongs to the landowner's share, having total Saleable area of about 5,42,714 sq ft ("Project 2").	<b>Indiabulls Sky Forest</b> ("Project 3")	Indiabulls Sky Forest is a late-stage residential real estate project situated at Jupiter 841, Senapati Bapat Marg, Elphinstone Road (West), Mumbai, Maharashtra 400013 being developed by Corporate Guarantor 3 ("Project 3").
<b>Indiabulls Golf City</b> ("Project 1")	Indiabulls Golf City is a under construction residential real estate project spread across 40 acres of land situated at Savrolli, Khalapur Toll Naka, Mumbai - Pune Expressway, Khopoli, Tambati, Maharashtra 410202 being developed by Corporate Guarantor 2 in multiple phases for which separate RERA number has been obtained ("Project 1").							
<b>Embassy East Avenue</b> ("Project 2")	Embassy East Avenue is an under construction residential real estate project spread across 3.75 acres land situated at ITPL Main Rd, Prasanth Extension, Kadugodi, Bengaluru, Karnataka 560066 being developed under an area sharing basis. JDA between Mr. Y R Anil and Mrs. Y Kalpana ("Landowners") and Vigor Developments Private Limited ("Issuer"). According to the JDA, 68% of the total saleable area belongs to the Issuer and remaining 32% belongs to the landowner's share, having total Saleable area of about 5,42,714 sq ft ("Project 2").							
<b>Indiabulls Sky Forest</b> ("Project 3")	Indiabulls Sky Forest is a late-stage residential real estate project situated at Jupiter 841, Senapati Bapat Marg, Elphinstone Road (West), Mumbai, Maharashtra 400013 being developed by Corporate Guarantor 3 ("Project 3").							



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6.	<b>Information Covenants</b>	<p>Issuer shall provide the following information to the Debenture Trustee</p> <ol style="list-style-type: none"> <li>1. Quarterly Sales report and Collection report within 30 days from end of each quarter</li> <li>2. Weekly Bank Statement of Project Master Collection Account and NCD Servicing Account</li> <li>3. Monthly Details of the Conditional NOC for Sale taken from the Debenture Trustee within 3 working days from the end of each month.</li> <li>4. Details of Permitted Project Expenditure made in each quarter within 60 days from end of each quarter</li> <li>5. Audited financials within 180 days from end of each financial year</li> <li>6. Unaudited/ Provisional financials (including Cash Flow Statement) within 60 days from end of each quarter</li> </ol> <p>List of all Litigations within 7 days from end of each half year</p>
7.	<b>Tenor</b>	<p>Door to door tenor of 36 months from the Deemed Date of Allotment of NCDs subject to Schedule Redemption and Partial Prepayments (if any) as defined in the term sheet herein.</p>
8.	<b>Redemption Schedule</b>	<p>The Debentures shall have a tenure of 36M from the Deemed Date of Allotment. However, the Redemption Schedule for the Debentures shall be as under from the Deemed of Allotment subject to any Partial Prepayment or full prepayment on or before Final Redemption Date. Any Partial Prepayment shall be adjusted in the subsequent Schedule Redemption. There shall be no prepayment penalty on the Partial Prepayment and/or full prepayment. Issuer shall give a Prepayment Notice 15 Days prior to such Prepayment of NCDs.</p>
9.	<b>Corporate Guarantee</b>	<p>Unconditional and Irrevocable Corporate Guarantee by Equinox Developments India Limited, Vigor Developments Private Limited and Sky Forest Projects Private Limited for funding of the NCD Servicing Account, Debt Servicing Reserve Account and for Additional Expenditure if any.</p>
10	<b>Security</b>	<p>The Debentures and all other monies relating thereto shall be secured by:</p> <ul style="list-style-type: none"> <li>• Sole and Exclusive charge of land/Development rights by way of Registered English Mortgage/Memorandum of Entry along with all current and future FSI of Project 1 and Project 2 by the Issuer and Corporate Guarantor 2;</li> <li>• Sole and Exclusive charge by way of Hypothecation of all current and future receivables of Project 1, Project 2 and Project 3 by the Issuer, Corporate Guarantor 2 and Corporate Guarantor 3;</li> <li>• First ranking pari passu charge on the NCD Servicing Account, RERA Account and 2M Interest ISRA</li> <li>• Irrevocable and Unconditional Corporate Guarantee of Corporate Guarantor 1, Corporate Guarantor 2 and Corporate Guarantor 3</li> <li>• 100.00% Share Pledge of the Issuer, Corporate Guarantee of Corporate Guarantor 1, Corporate Guarantor 2 and Corporate Guarantor 3.</li> <li>• Deemed Mortgage of Units in case of Cancellation Event herein under defined</li> </ul> <p>Minimum Security Cover of 2.00x to shall be maintained throughout the tenor of theNCDs. Mortgage and Hypothecation should be created on</p>



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		or before the Date of Allotment and the Registration/Perfection of the same should be done not later than 30 days from such creation. The created charge to be perfected by registering with SRO and ROC through filing of appropriate forms including CHG-4 and/or CHG-01 with ROC.																																																																												
11	<b>Interest Service Reserve Account ("ISRA")</b>	<p>The Issuer shall maintain an ISRA equivalent to 2M Interest on the Outstanding Principal Amount at all time until Final Redemption of the NCDs from the Issue Proceeds.</p> <p>The ISRA shall be proportionately reduced in case of a Partial Redemption of the Face Value and considering balance tenor of the NCDs.</p> <p>The monies in ISRA shall be maintained with Designated Mutual Fund as part of the Security. The said monies will be kept in Liquid Fund.</p>																																																																												
12	<b>Debt Service Reserve Account ("DSRA")</b>	<p>The Issuer shall maintain a DSRA equivalent to Scheduled Principal Repayment Due and Payable for the Quarter as per the Mechanism for DSRA Funding hereinunder mentioned.</p> <p>The monies in DSRA shall be maintained with Designated Mutual Fund as part of the Security.</p>																																																																												
13	<b>Minimum Collection Run Rate in the NCD Servicing Account</b>	<p>The Issuer undertakes to have a minimum collection run rate in NCD Servicing Account as under on a quarterly and cumulative basis as under:</p> <table border="1"> <thead> <tr> <th rowspan="2">Month from DDA</th> <th colspan="4">Minimum Quarterly Collection Run Rate INR Cr</th> <th rowspan="2">Cumulative Run Rate INR Cr</th> </tr> <tr> <th>Project 1</th> <th>Project 2</th> <th>Project 3</th> <th>Total</th> </tr> </thead> <tbody> <tr> <td>3M</td> <td>0</td> <td>20</td> <td>25</td> <td>45</td> <td>45</td> </tr> <tr> <td>6M</td> <td>0</td> <td>20</td> <td>25</td> <td>45</td> <td>90</td> </tr> <tr> <td>9M</td> <td>0</td> <td>20</td> <td>25</td> <td>45</td> <td>135</td> </tr> <tr> <td>12M</td> <td>5</td> <td>20</td> <td>25</td> <td>50</td> <td>185</td> </tr> <tr> <td>15M</td> <td>15</td> <td>30</td> <td>0</td> <td>45</td> <td>230</td> </tr> <tr> <td>18M</td> <td>15</td> <td>30</td> <td>0</td> <td>45</td> <td>275</td> </tr> <tr> <td>21M</td> <td>20</td> <td>35</td> <td>0</td> <td>55</td> <td>330</td> </tr> <tr> <td>24M</td> <td>20</td> <td>35</td> <td>0</td> <td>55</td> <td>385</td> </tr> <tr> <td>27M</td> <td>30</td> <td>35</td> <td>0</td> <td>65</td> <td>450</td> </tr> <tr> <td>30M</td> <td>30</td> <td>35</td> <td>0</td> <td>65</td> <td>515</td> </tr> <tr> <td>33M</td> <td>30</td> <td>35</td> <td>0</td> <td>65</td> <td>580</td> </tr> </tbody> </table>	Month from DDA	Minimum Quarterly Collection Run Rate INR Cr				Cumulative Run Rate INR Cr	Project 1	Project 2	Project 3	Total	3M	0	20	25	45	45	6M	0	20	25	45	90	9M	0	20	25	45	135	12M	5	20	25	50	185	15M	15	30	0	45	230	18M	15	30	0	45	275	21M	20	35	0	55	330	24M	20	35	0	55	385	27M	30	35	0	65	450	30M	30	35	0	65	515	33M	30	35	0	65	580
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## Press Release

		36M	30	35	0	65	645
14	<b>Escrow Sweep</b>	<p>The Issuer, Corporate Guarantor 2 and Corporate Guarantor 3 undertake to maintain the following Sweep for the Project.</p> <p><b>For Project 1 for the Issuer:</b> 80.00% Sweep of the Project Collection for the Interest and Schedule/Unscheduled Redemption and the remaining monies shall be utilized for the Project Construction Only.</p> <p><b>For Project 2 for the Corporate Guarantor 2:</b> 50.00% Sweep of the Project Collection for the Interest and Schedule/Unscheduled Redemption and the remaining monies shall be utilized for the Project Construction Only.</p> <p><b>For Project 3 for the Corporate Guarantor 3:</b> 50.00% Sweep of the Project Collection for the Interest and Schedule/Unscheduled Redemption and the remaining monies shall be utilized for the Project Construction Only.</p>					
15	<b>Prepayment of Partial Face Value</b>	<p>The Issuer can prepay partial Face Value of the Debentures with a minimum prepayment of 2.00% of the Face Value of the Outstanding Debentures. There shall be no penalty on such prepayment from the collections in the NCD Servicing Account. Such Partial Prepayment shall be permissible after giving a 15 (Fifteen) days' notice to the Debenture Trustee.</p>					
16	<b>Coupon Rate and Payment Frequency</b>	<p>13.00% p.a. payable monthly            Monthly starting from and at the end of the tenor along with the Final redemption.            Fixed</p>					
17	<b>Negative Covenants</b>	<ul style="list-style-type: none"> <li>• Issuer cannot avail any further financial indebtedness on the Issuer Company throughout the tenor, without prior approval from Debenture Trustee. The Debenture Trustee shall seek approval of 51.00% Debenture Holders prior to issuance of such NOC for further indebtedness by the Issuer.</li> <li>• Restrictions on any dividends/share-buyback/capital reduction or any other form of cash out from the Issuer if any Event of Default has occurred and is continuing,</li> <li>• Restrictions on payment of intercompany debt either from the Parent or any group company of the Guarantor if any Event of Default has occurred and is continuing</li> <li>• Any ICD/Loan from promoter company to be subordinated to NCDs and will not have right to call EOD.</li> <li>• Change of Control of the Issuer not permitted without prior approval of Debenture Trustee</li> <li>• Sponsor shall provide a Non Disposal Undertaking (NDU) for their shareholding.</li> <li>• Net Debt of the sponsor to not exceed Rs 2750 Cr. Any further debt to be availed with approval of debenture trustee save and except debt which is part of the entities proposed to be merger with Corporate Guarantor 1.</li> </ul>					
18	<b>Events of Defaults</b>	<ul style="list-style-type: none"> <li>• Debenture Trust Agreement;</li> <li>• Registered Debenture Trust Deed cum Mortgage and Hypothecation by the Issuer;</li> <li>• Memorandum of Entry cum Hypothecation by the Guarantor 2 in favor of the Debenture Trustee for the Project 2;</li> </ul>					



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	<ul style="list-style-type: none"><li>• Deed of Hypothecation by the Guarantor 3 in favor of the Debenture Trustee for the Project 3;</li><li>• Corporate Guarantee of Guarantor 1, Guarantor 2 and Guarantor 3;</li><li>• Share Pledge Agreement for Issuer, Guarantor 2 and Guarantor 3;</li><li>• Escrow Agreement with HDFC Bank Limited.</li><li>• Letter of Continuity</li><li>• Shortfall Undertaking</li><li>• Demand Promissory Note</li><li>• Legal Opinion by LLC shall form part of the Condition Subsequent under the Definitive Documents any other document that may be designated as a transaction document by the Debenture Holders / Debentures Trustee</li></ul>
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**Annexure 4: List of companies considered for consolidated/Combined analysis: Not Applicable**

Name of the company/Entity	Consolidation/Combined Approach

**Note on complexity levels of the rated instrument:** Infomerics has classified instruments rated by it on the basis of complexity and a note thereon is available at [www.infomerics.com](http://www.infomerics.com).