

August 14, 2024

Scrip Code – 532832
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, MUMBAI – 400 001

EMBDL /EQ
National Stock Exchange of India Limited
“Exchange Plaza”, Bandra-Kurla Complex,
Bandra (East), MUMBAI- 400 051

Sub: Disclosure in terms of Regulation 32 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations)

Dear Sir/Ma'am,

In terms of Regulation 32(1) of the SEBI Listing Regulations, we enclosed herewith for the quarter ended June 30, 2024, the statement on deviation / variation in the utilization of proceeds of funds raised by Equinox India Developments Limited (the “**Company**”), through preferential issue, pursuant to shareholders’ approval dated April 30, 2024, along with a report issued by CARE Ratings Limited, Monitoring Agency, appointed to monitor utilization of above proceeds.

The above referred statement / report, for the quarter ended June 30, 2024, which is self-explanatory and has no adverse remarks/comment, were placed before the Audit Committee of the Company, at its meeting held today i.e. August 14, 2024, wherein the Committee has noted the same and approved for submission with the Stock Exchanges.

Thanking you,
Yours truly

for Equinox India Developments Limited
(formerly known as Indiabulls Real Estate Limited)

Chandra Shekher Joshi
Company Secretary

STATEMENT ON DEVIATION OR VARIATION FOR PROCEEDS OF PUBLIC ISSUE, RIGHTS ISSUE, PREFERENTIAL ISSUE, QUALIFIED INSTITUTIONS PLACEMENT ETC.
(for the quarter ended June 30, 2024)

Statement on deviation / variation in utilisation of funds raised	
Name of listed entity	Equinox India Developments Limited (Formerly known as Indiabulls Real Estate Limited)
Mode of Fund Raising	Public Issues / Rights Issues / Preferential Issues / QIP / Others
Date of Raising Funds	May 21, 2024: allotment of equity shares / warrants May 31, 2024: conversion of warrants
Amount Raised	Rs. 1756 crores
Report filed for Quarter ended	June 30, 2024
Monitoring Agency	applicable / not applicable
Monitoring Agency Name, if applicable	CARE RATINGS LIMITED
Is there a Deviation / Variation in use of funds raised	Yes / No
If yes, whether the same is pursuant to change in terms of a contract or objects, which was approved by the shareholders	N.A.
If Yes, Date of shareholder Approval	N.A.
Explanation for the Deviation / Variation	N.A.
Comments of the Audit Committee after review	None
Comments of the auditors, if any	None
Objects for which funds have been raised and where there has been a deviation, in the following table	

(Amount in Rs. Crore)

Original Object	Modified Object, if any	Original Allocation	Modified allocation, if any	Funds Utilised	Amount of Deviation/Variation for the quarter according to applicable object	Remarks if any
100% acquisition of the entity that owns Embassy Residency	None	120.00	120.00	119.56	0.44	N.A.
100% acquisition of the entity that owns rights to Embassy East Avenue	None	117.00	117.00	117.28	-0.28	The actual purchase consideration is marginally higher than the amount proposed against the object, due to closing adjustments. As per applicable provisions and shareholders' approval, the actual utilised amount can vary



						between +/- 10%. Hence, the amount utilized is within the permitted deviation of 10%.
Acquisition of Embassy Eden	None	466.00	466.00	16.50	0	The company has utilized debt financing of ₹449.20 crore for the acquisition of asset by its wholly owned subsidiary - Fama Real Estate Limited, and the corresponding amount from the proceeds on conversion of warrants will be utilized towards retirement or repayment of such debt within a period of 12 months from the expiry of the tenure of Subscription Warrants
100% acquisition of the entity that owns FSI rights in Blu Annex	None	1,233.00	1,233.00	1,233.25	-0.25	The actual purchase consideration is marginally higher than the amount proposed against the object, due to closing adjustments. As per applicable provisions and shareholders' approval, the actual utilised amount can vary between +/- 10%. Hence, the amount utilized is within the permitted deviation of 10%.
Discharge of existing obligations towards Sky Forest Projects Private Limited	None	87.00	87.00	86.71	0.29	N.A.
Growth initiatives (acquisition of future assets/projects by the Company or its subsidiaries)	None	1,013.00	1,013.00	150.00	Nil	N.A.
General corporate purposes	None	874.93	872.14*	16.69	Nil	*Issue size was reduced from ₹ 3,910.93 crore to ₹ 3,908.14 crore, due to non-participation by one of the investors. The corresponding amount has been reduced from general corporate

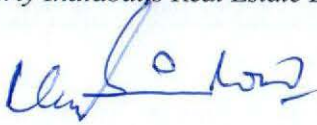


						<i>purpose.</i>
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Deviation or variation could mean:

- (a) **Deviation in the objects or purposes for which the funds have been raised or**
- (b) **Deviation in the amount of funds, actually utilized as against what was originally disclosed or**
- (c) **Change in terms of a contract referred to in the fund-raising document i.e. prospectus, letter of offer, etc.**

for Equinox India Developments Limited
(formerly Indiabulls Real Estate Limited)



Manish Kumar Sinha
Chief Financial Officer

Monitoring Agency Report



No. CARE/PRO/GEN/2024-25/1005

The Board of Directors
Equinox India Developments Limited
(erstwhile Indiabulls Real Estate Limited)
Office No 01-1001, WeWork,
Blue One Square, Udyog Vihar Phase 4 Rd,
Gurugram – 122 016,
Haryana

August 14, 2024

Dear Sir/Ma'am,

Monitoring Agency Report for the quarter ended June 30, 2024 - in relation to the Preferential Issue of Equinox India Developments Limited ("the Company")

We write in our capacity of monitoring agency ("Monitoring Agency" or "MA") for the Preferential Issue of the Company for the amount aggregating to Rs. 3,908.14 crore and refer to our duties cast under 162A of the Securities & Exchange Board of India (Issue of Capital & Disclosure Requirements) Regulations ("SEBI ICDR Regulations").

In this connection, we are enclosing the monitoring report for the utilization of Issue proceeds ("Monitoring Agency Report") for the quarter ended June 30, 2024, as per aforesaid SEBI ICDR Regulations and Monitoring Agency Agreement dated May 07, 2024.

Request you to kindly take the same on records.

Thanking you,

Yours faithfully,

Amit Chanchalani

Amit Chanchalani

Assistant Director

amit.chanchalani@careedge.in

Monitoring Agency Report



Report of the Monitoring Agency

Name of the issuer: Equinox India Developments Limited
(erstwhile Indiabulls Real Estate Limited)

For quarter ended: June 30, 2024

Name of the Monitoring Agency: CARE Ratings Limited

(a) Deviation from the objects: Not applicable

(b) Range of Deviation: Not applicable

Declaration:

We declare that this report provides an objective view of the utilization of the issue proceeds in relation to the objects of the issue based on the information provided by the Issuer and information obtained from sources believed by it to be accurate and reliable. The MA does not perform an audit and undertakes no independent verification of any information/certifications/ statements it receives. This Report is not intended to create any legally binding obligations on the MA which accepts no responsibility, whatsoever, for loss or damage from the use of the said information. The views and opinions expressed herein do not constitute the opinion of MA to deal in any security of the Issuer in any manner whatsoever. Nothing mentioned in this report is intended to or should be construed as creating a fiduciary relationship between the MA and any issuer or between the agency and any user of this report. The MA and its affiliates also do not act as an expert as defined under Section 2(38) of the Companies Act, 2013.

The MA or its affiliates may have credit rating or other commercial transactions with the entity to which the report pertains and may receive separate compensation for its ratings and certain credit related analyses. We confirm that there is no conflict of interest in such relationship/interest while monitoring and reporting the utilization of the issue proceeds by the issuer, or while undertaking credit rating or other commercial transactions with the entity.

We have submitted the report herewith in line with the format prescribed by SEBI, capturing our comments, where applicable. There are certain sections of the report under the title "Comments of the Board of Directors", that shall be captured by the Issuer's Management / Audit Committee of the Board of Directors subsequent to the MA submitting their report to the issuer and before dissemination of the report through stock exchanges. These sections have not been reviewed by the MA, and the MA takes no responsibility for such comments of the issuer's Management/Board.

Amit Chanchalani

Signature:

Name of the Authorized Signatory: Amit Chanchalani

Designation of Authorized person/Signing Authority: Assistant Director

1) Issuer Details:

Name of the issuer : Equinox India Developments Limited (erstwhile Indiabulls Real Estate Limited)
Name of the promoter : Not applicable
Industry/sector to which it belongs : Project Management Consultancy and Advisory; Real Estate development through subsidiaries and SPVs

2) Issue Details

Issue Period : Not applicable
Type of issue (public/rights) : Preferential Issue
Type of specified securities : Equity Shares and Convertible Warrants
IPO Grading, if any : Not applicable
Issue size (in crore) : ₹ 3,908.14 crore (Note 1)

Note 1:

The company had issued 9,13,55,606 equity shares and 25,91,19,201 warrants under the Preferential Issue, at ₹111.51 per share (including share premium of ₹ 109.51 per share) aggregating to ₹ 3908.14 crore. Out of the issued warrants, 19,00,000 warrants were converted into equity shares during the period i.e. from April to June 2024.

Particulars		Number	Amount (₹ Crore)
Equity Shares offered	(A)	9,13,55,606	1,018.71
Convertible Warrants offered	(B)	25,93,69,201	2,892.23
Total proceeds from shares/warrants offered (approved) as part of Preferential Issue	(A+B)	-	3,910.93
Equity Shares issued and subscribed	(C)	9,13,55,606	1,018.71
Convertible warrants issued and subscribed	(D)	25,91,19,201	2,889.44
Total subscription towards Preferential Issue (Net Proceeds from issued shares/warrants)	(C+D)	-	3,908.14
Details of expenses incurred related to Issue		-	-
From April to June 2024			
Proceeds from Equity Shares	(C)	9,13,55,606	1,018.71
Proceeds from 25% upfront subscription consideration received on issued warrants	(E)	25,91,19,201	722.36
Proceeds from 75% balance subscription consideration on converted warrants	(F)	19,00,000	15.89
Total proceeds towards Preferential Issue during the period	(C+E+F)	-	1,756.96
Warrants outstanding to be exercised within 18 months from the date of allotment (75% balance subscription consideration to be received) (25,91,19,201 – 19,00,000)		25,72,19,201	2,151.19

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3) Details of the arrangement made to ensure the monitoring of issue proceeds:

Particulars	Reply	Source of information / certifications considered by Monitoring Agency for preparation of report	Comments of the Monitoring Agency	Comments of the Board of Directors
Whether all utilization is as per the disclosures in the Offer Document?	Yes	Bank Statement, CA Certificate, EOGM Resolution, Agreements, PAS-4	The utilization is in line with the objects mentioned in the EOGM resolution	Report is self-explanatory, without any adverse remarks or observation, and hence no further comment.
Whether shareholder approval has been obtained in case of material deviations# from expenditures disclosed in the Offer Document?	Not applicable	Not Applicable	Not Applicable	
Whether the means of finance for the disclosed objects of the issue have changed?	No	Not Applicable	Not Applicable	
Is there any major deviation observed over the earlier monitoring agency reports?	Not applicable	Not Applicable	First monitoring agency report	
Whether all Government/statutory approvals related to the object(s) have been obtained?	Yes	In-principle approvals from BSE Limited and National Stock Exchange of India Limited	-	
Whether all arrangements pertaining to technical assistance/collaboration are in operation?	Not applicable	Not Applicable	Not Applicable	
Are there any favorable/unfavorable events affecting the viability of these object(s)?	No	Not Applicable	Not Applicable	
Is there any other relevant information that may materially affect the decision making of the investors?	No	Not Applicable	Not Applicable	

#Where material deviation may be defined to mean:

- a) Deviation in the objects or purposes for which the funds have been raised
- b) Deviation in the amount of funds actually utilized by more than 10% of the amount projected in the offer documents.

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4) Details of objects to be monitored:

(i) Cost of objects –

Sr. No	Item Head	Source of information / certifications considered by Monitoring Agency for preparation of report	Original cost (as per the Offer Document) in ₹ Crore	Revised Cost in Rs. Crore	Comments of the Monitoring Agency	Comments of the Board of Directors		
						Reason for cost revision	Proposed financing option	Particulars of -firm arrangements made
1	100% acquisition of the entity that owns Embassy Residency	PAS-4, Board Resolution, EOGM Resolution	120.00	120.00		No cost revision in any objects. Issue size was reduced from ₹ 3,910.93 crore to ₹ 3,908.14 crore, due to non-subscription by one of the investors. The corresponding amount has been reduced from general corporate purpose. Report is self- explanatory, without any adverse remarks or observation, and hence no further comment.		
2	100% acquisition of the entity that owns rights to Embassy East Avenue	PAS-4, Board Resolution, EOGM Resolution	117.00	117.00				
3	Acquisition of Embassy Eden	PAS-4, Board Resolution, EOGM Resolution	466.00	466.00				
4	100% acquisition of the entity that owns FSI rights in Blu Annex	PAS-4, Board Resolution, EOGM Resolution	1,233.00	1,233.00				
5	Discharge of existing obligations towards Sky Forest Projects Private Limited	PAS-4, Board Resolution, EOGM Resolution	87.00	87.00				
6	Growth initiatives (acquisition of future assets/projects by the Company or its subsidiaries)	PAS-4, Board Resolution, EOGM Resolution	1,013.00	1,013.00				
7	General corporate purposes	PAS-4, Board Resolution, EOGM Resolution	874.93	872.14				
Total			3,910.93 ⁽¹⁾	3,908.14 ^{(1) (2)}				

⁽¹⁾ Initially, the company had proposed to issue 25,93,69,201 warrants. Of these, 25,91,19,201 warrants were issued and subscribed. The balance 2,50,000 warrants (difference between offered warrants - 25,93,69,201 and issued warrants - 25,91,19,201) were not issued and allotted as one of the investors did not participate in the Issue and the securities subscription arrangement with such investor stands terminated per the BSE and NSE announcement dated May 21, 2024, thus reducing the issue size from ₹ 3,910.93 crore to ₹ 3,908.14 crore.

⁽²⁾ The above details of revised cost of the objects are verified by P. L. Tandon & Co. vide its CA Certificate dated August 07, 2024.

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(ii) Progress in the objects –

Sr. No	Item Head	Source of information / certifications considered by Monitoring Agency for preparation of report	Amount as proposed in the Offer Document in ₹ Crore	Amount received till June 30, 2024 in ₹ Crore	Amount utilised in Rs. Crore			Total unutilised amount in ₹ Crore	Comments of the Monitoring Agency	Comments of the Board of Directors	
					As at beginning of the quarter in ₹ Crore	During the quarter in ₹ Crore	At the end of the quarter in ₹ Crore			Reasons for idle funds	Proposed course of action
1	100% acquisition of the entity that owns Embassy Residency	PAS-4, EOGM Resolution, CA Certificate*, Bank Statement, Agreement, Management Letter	120.00	1,756.96	-	119.56	119.56	16.96	The actual purchase consideration is less than the amount proposed against the object. As per PAS-4 and EOGM, the actual utilised amount can vary between +/- 10%. Hence, the amount utilized is within the permitted deviation of 10%.	The funds ₹ 16.96 crore, which remained unutilised during the quarter ended on 30 June 2024, has been temporarily deployed in liquid funds, in the interest of the Company. Such utilisation is as per PAS-4 and EOGM and applicable laws. These funds shall be utilised in due course as per stated objects. Report is self-explanatory, without any adverse remarks or observation, and hence no further comment.	
2	100% acquisition of the entity that owns rights to Embassy East Avenue	PAS-4, EOGM Resolution, CA Certificate*, Bank Statement, Agreement	117.00		-	117.28	117.28		The actual purchase consideration is marginally higher than the amount proposed against the object. As per PAS-4 and EOGM, the actual utilised amount can vary between +/- 10%. Hence, the amount utilized is within the permitted deviation of 10%.		
3	Acquisition of Embassy Eden	PAS-4, EOGM Resolution, CA Certificate*, Bank Statements, Agreement	466.00		-	16.50	16.50		The company has utilized debt financing of ₹449.20 crore for the acquisition of asset by its wholly owned subsidiary - Fama Real Estate Limited, as per PAS-4 and EOGM, and the corresponding amount of the Issue proceeds will be utilized towards retirement or repayment of such debt within a period of 12 months from the expiry of the tenure of Subscription Warrants. The actual purchase consideration aggregating to ₹465.70 crore (including the debt utilisation) is less than the amount proposed against the object. As per PAS-4 and EOGM, the actual utilised amount can vary between +/- 10%. Hence, the amount utilized is within the permitted deviation of 10%.		
4	100% acquisition of the entity that owns FSI rights in Blu Annex	PAS-4, EOGM Resolution, CA Certificate*, Bank Statement, Agreement	1,233.00		-	1,233.25	1,233.25		The actual purchase consideration is marginally higher than the amount proposed against the object. As per PAS-4 and EOGM, the actual utilised amount can vary between +/- 10%. Hence, the amount utilized is within the permitted deviation of 10%.		

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Sr. No	Item Head	Source of information / certifications considered by Monitoring Agency for preparation of report	Amount as proposed in the Offer Document in ₹ Crore	Amount received till June 30, 2024 in ₹ Crore	Amount utilised in Rs. Crore			Total unutilised amount in ₹ Crore	Comments of the Monitoring Agency	Comments of the Board of Directors	
					As at beginning of the quarter in ₹ Crore	During the quarter in ₹ Crore	At the end of the quarter in ₹ Crore			Reasons for idle funds	Proposed course of action
5	Discharge of existing obligations towards Sky Forest Projects Private Limited	PAS-4, EOGM Resolution, CA Certificate*, Bank Statement, Agreement	87.00		-	86.71	86.71		-		
6	Growth initiatives (acquisition of future assets/projects by the Company or its subsidiaries)	PAS-4, EOGM Resolution, CA Certificate*, Bank Statement, Agreement	1,013.00		-	150.00	150.00		-		
7	General corporate purposes	PAS-4, EOGM Resolution CA Certificate*, Bank Statement	872.14		-	16.69	16.69		Utilized for paying of expenses and liabilities of subsidiary company		
			3,908.14	1,756.96	-	1,739.99	1,739.99	16.96			

* The above details are verified by P. L. Tandon & Co. vide its CA Certificate dated August 07, 2024.

Note: The balance issue proceeds of ₹ 2,151.19 crore are yet to be received and is contingent upon the conversion of warrants into equity shares.

(iii) Deployment of unutilized proceeds:

Sr. No.	Type of instrument and name of the entity invested in	Amount invested (₹ crore)	Maturity date	Earning	Return on Investment (%)	Market Value as at the end of quarter (₹ crore)
1.	Liquid Mutual Fund with Union Mutual Fund* (Union Liquid Fund Growth – Direct Plan)	16.96	-	-	-	17.04
	Total	16.96				

The above details are verified by P. L. Tandon & Co. vide its CA Certificate dated August 07, 2024.

* The investment in mutual funds was redeemed on June 30, 2024, and the corresponding amount was credited in the monitoring bank account on July 01, 2024.

Note: Bank balance as on June 30, 2024, in Kotak Bank Monitoring Account was ₹ 36,825.34, as confirmed by the bank statement.

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(iv) Delay in implementation of the object(s) –

Objects	Completion Date		Delay (no. of days/ months)	Comments of the Board of Directors	
	As per the offer document	Actual		Reason of delay	Proposed course of action
100% acquisition of the entity that owns Embassy Residency	Within a period of six months from the date of shareholder approval for the proposed acquisitions and the Issue (October 2024)	Completed (May 2024)	NA	There is no delay, the utilisation is as per PAS-4 and EOGM and applicable laws. Report is self- explanatory, without any adverse remarks or observation, and hence no further comment.	
100% acquisition of the entity that owns rights to Embassy East Avenue	Within a period of six months from the date of shareholder approval for the proposed acquisitions and the Issue (October 2024)	Completed (May 2024)	NA		
Acquisition of Embassy Eden	Within a period of six months from the date of shareholder approval for the proposed acquisitions and the Issue (October 2024)	Completed* (May 2024)	NA		
100% acquisition of the entity that owns FSI rights in Blu Annex	Upon the completion of the Issue	Completed (May 2024)	NA		
Discharge of existing obligations towards Sky Forest Projects Private Limited	Within a period of 12 months from the expiry of the tenure of the Subscription warrants (October 2026)	Completed (May 2024)	NA		
Growth initiatives (acquisition of future assets/projects by the Company or its subsidiaries)	Within a period of 12 months from the expiry of the tenure of the Subscription warrants (October 2026)	Ongoing	NA		
General corporate purposes	Within a period of 12 months from the expiry of the tenure of the Subscription warrants (October 2026)	Ongoing	NA		

* The company has utilized ₹ 16.50 crore from issue proceeds and debt financing of ₹ 449.20 crore for the acquisition of asset Embassy Eden by its wholly owned subsidiary - Fama Real Estate Limited. As per PAS-4 and EOGM, the corresponding amount of the Issue proceeds will be utilized towards retirement or repayment of the debt within a period of 12 months from the expiry of the tenure of Subscription Warrants (October 2026).

5) Details of utilization of proceeds stated as General Corporate Purpose (GCP) amount in the offer document:

Sr. No	Item Head [^]	Amount in Rs. Crore	Source of information / certifications considered by Monitoring Agency for preparation of report	Comments of Monitoring Agency	Comments of the Board of Directors
1	Paying of expenses and liabilities of subsidiary company	16.69	Bank Statement, CA Certificate	Utilized for paying expenses and liabilities of subsidiary company	Utilisation is as per PAS-4 and EOGM and applicable laws, requiring no further comment
	Total	16.69			

[^] Section from the offer document related to GCP:

“The funds used for general corporate purposes will not exceed 25% of the Issue proceeds.”

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Disclaimers to MA report:

a) This Report is prepared by CARE Ratings Ltd (hereinafter referred to as “**Monitoring Agency/MA**”). The MA has taken utmost care to ensure accuracy and objectivity while developing this Report based on the information provided by the Issuer and information obtained from sources believed by it to be accurate and reliable. The views and opinions expressed herein do not constitute the opinion of MA to deal in any security of the Issuer in any manner whatsoever.

b) This Report has to be seen in its entirety; the selective review of portions of the Report may lead to inaccurate assessments. For the purpose of this Report, MA has relied upon the information provided by the management /officials/ consultants of the Issuer and third-party sources like statutory auditors (or from peer reviewed CA firms) appointed by the Issuer believed by it to be accurate and reliable.

c) Nothing contained in this Report is capable or intended to create any legally binding obligations on the MA which accepts no responsibility, whatsoever, for loss or damage from the use of the said information. The MA is also not responsible for any errors in transmission and specifically states that it, or its directors, employees do not have any financial liabilities whatsoever to the users of this Report.

d) The MA and its affiliates do not act as a fiduciary. The MA and its affiliates also do not act as an expert to the extent defined under Section 2(38) of the Companies Act, 2013. While the MA has obtained information from sources it believes to be reliable, it does not perform an audit and undertakes no independent verification of any information/ certifications/ statements it receives from auditors (or from peer reviewed CA firms), lawyers, chartered engineers or other experts, and relies on in its reports.

e) The MA or its affiliates may have other commercial transactions with the entity to which the report pertains. As an example, the MA may rate the issuer or any debt instruments / facilities issued or proposed to be issued by the issuer that is subject matter of this report. The MA may receive separate compensation for its ratings and certain credit-related analyses, normally from issuers or underwriters of the instruments, facilities, securities or from obligors.

