

Annexure I



REPORT OF DEBENTURE TRUSTEES FOR THE HALF YEAR ENDED March, 2018

NAME:	SBICAP Trustee Company Ltd
REGISTRATION NO	IND000000536
DATE OF REGISTRATION (in dd/mm/yy)	7th October 2010

SECTION I: ACTIVITIES

A Details of Debenture Issues (Public (P) / Rights (R)/ Privately Placed Listed (PPL) / Privately Placed Unlisted (PPUL)

Type	No. of debenture issues accepted during the half year ended March, 2018			Cumulative No. of Debenture issues handled up to the half year ended March, 2018	Size (in Rs. crores) of debenture issues accepted during the half year ended March, 2018			Cumulative Size (in Rs. crores) of debenture issues handled up to the half year ended March, 2018
	Secured	Unsecured	Total		Secured	Unsecured	Total	
Public	NIL	NIL	NIL	29	NIL	NIL	NIL	69,975.72
Rights	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Privately Placed Listed	9	31	40	549	11,385.00	36,730.00	48,115.00	3,91,066.50
Privately Placed Unlisted	5	2	7	43	6,200.39	1,279.00	7,479.39	46,520.25
Total	14	33	47	621*	17,585.39	38,009.00	55,594.39	5,07,562.47

Notes :

*The total no. of Cumulative Debenture issues includes redeemed/partial redeemed cases till March, 2018.

B

Activities other than Debenture Trusteeship

SBICAP Trustee
Company Ltd.

Activity Type	Description of the activity	Number of clients
Security Trusteeship	To obtain and hold security on behalf of lenders till the respective loans are settled/repaid.	1319
Escrow Trusteeship	To monitor the transfer of shares against payment/fulfilment of certain agreed conditions.	21
Security Agent	To provide all sorts of logistics for creation of security i.e. Get the possession of title deeds, carry out search, carry out lis-pendens (i.e. Pending litigation), carry out valuation of securities, payment of appropriate stamp duty, vetting of documents and creation of securities in favour of lenders.	17
Share Pledge Trusteeship	To hold shares (in demat/physical mode) as security on behalf of lenders and monitoring valuation of shares and Asset Coverage Ratio.	131
Safe Keeper	To hold the original documents viz title deeds, Security documents etc on behalf of lenders/investors for safe custody. We are having safekeeping arrangement at various centres throughout India.	75
Alternative Investment Fund Trusteeship (AIF)	To act as Trustee of the funds and to monitor compliances as per SEBI Regulations.	9
ESOP	To act as Trustee of the ESOP Trust Established by the Corporate for their Employees benefits	2
Commercial Paper	To act as Trustee for the Commercial Papers issued by the Corporate	1
Total		1575

Name of Compliance Officer

Mr. Ajit Joshi

Email ID

ajit.joshi@sbicaptrustee.com



Section II - REDRESSAL OF INVESTOR GRIEVANCES

For the Half Year ended March, 2018

A Status of Investor Grievances

Sr. No	Name of the issuer (Tranche wise)	Pending complaints at the end of the previous half year	No. of complaints received during the half year	No. of complaints resolved during the half year	No. of complaints pending at the end of half year
1	National Highway Authority of India - Tax Free Bonds 2013 Tranche I	0	91	88	3
2	HUDCO	0	552	549	3
3	IRFC	0	200	200	0

B.	No. of complaints pending for more than 30 days	Nature of the Complaint(s)		Steps taken for redressal
		Delay in payment of interest	Delay in payment of redemption	
	NIL	-	-	-

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Section III - DEFAULT DETAILS

Information regarding default by the Issuer Companies in Public (P) / Rights (R) / Privately Placed Listed (PPL)/Privately Placed Unlisted (PPUL) Issues of Debentures up to the half year ended March, 2018

Name of the Issuer	Secured / Unsecured	Type (P/R/PPUL)	Issue Size (In Rs. crores)	Type of Default*	Details of action taken
Essar Steel Limited	Secured	PPL	1000	1 & 4	<p>1. <u>Interest Payment</u> - Company has defaulted in Interest payment since June, 2016. Regular follow up has been done with the Company advising for appointment of Nominee Director. Since then the default is being reported to SEBI. On 27th September, 2016 the Axis Bank has assigned the debentures to Edelweiss Asset Reconstruction Company Limited.</p> <p>4. <u>Security Creation</u>: Except for the properties at Chennai and Madhya Pradesh, all the movable and immovable properties of the company are charged for securing the NCDs. The debentureholders have been informed accordingly.</p> <p>4. <u>Other Default</u> : Quarterly and Half-yearly Compliance reports are not received from the Company.</p> <p>Company has been admitted to Insolvency by NCLT vide its order dated 2nd August 2017. Mr. Satish Kumar Gupta has been appointed as the Resolution Professional. We have filed our claim vide Form B dated 26th September 2017.</p> <p>The details of default are updated on our Website and the same is informed to credit rating agency.</p>
The Mysore Paper Mills Ltd	Unsecured	PPL	50	4	<p>The Transaction documents are pending to be executed between the Govt of Karnataka, the Company and the Trustee. We have been following up with the Company for the execution of the same. The Company is already declared sick by BIFR.</p> <p>The default details are updated on our Website and the same is informed to credit rating agency.</p>
The Mysore Paper Mills Ltd	Unsecured	PPL	40	4	<p>We have filed mortgage suit in Goa against the Blue Coast Hotels Limited (the issuer) and others (including IFCI Limited - first charge holder of the property mortgaged) for recovery of dues of Debenture-holder. However, the mortgaged property in Goa has been sold by IFCI Limited under SARFAESI Act. Though IFCI Limited agreed to pay the balance proceeds to the debenture-holder and other second Charge-holder, they have not paid the same yet and have filed an application in Goa for deposit of the said amount in Court against the undertaking of Debenture Trustee, for which we have submitted our objection. The matter is pending before the Goa Court.</p> <p>The issuer had challenged the sale of Goa property by IFCI Limited by filing Writ Petitions in Bombay High Court, wherein we have also applied for intervention. The Judgment was pronounced by the Bombay High Court on 23rd March 2016, inter alia, allowing the 3 Writ Petitions filed by issuer and setting aside the sale of the Goa Property. IFCI Ltd and ITC Limited (the purchaser) have filed separate Special Leave Petitions in the Hon'ble Supreme Court against the above said judgement of the Hon'ble Bombay High Court. The Supreme Court passed an order on 22nd April 2016, stating that 'Status quo as on today shall be maintained. The amount paid by ITC Limited in the auction purchase shall remain with IFCI Limited until further orders.'</p>
Blue Coast Hotels Limited	Secured	PPUL	100	1	<p>Since SEBI had initiated action PACL & its directors for illegally mobilizing huge money from crores of investors across the country without obtaining registration, we have informed SEBI on 1st February 2016 regarding the above court matters since PACL is the sole Debenture-holder in this case.</p> <p>On February 26, 2016, we received letter from SEBI advising us to take steps to ensure the amount of Rs. 189 Crores payable to PACL Limited and retained by IFCI, is released on immediate basis in favour of SEBI in compliance of attachment notice dated 11 December, 2015 and Hon'ble Supreme Court order dated 02nd Feb, 2016. We have replied to the said letter on 16th March 2016 advising the present position of the court cases and also met SEBI officials in this regards on 01st June, 2016. SEBI has further asked for details regarding various cases and the same has been provided to them.</p> <p>On March 19, 2018, Supreme Court in Civil Appeal had pronounced Judgement wherein they have set aside Impugned Judgement of High Court and directed Blue coast Hotels Ltd to handover the possession of the mortgaged properties to the auction purchaser within period of six months from the date of the judgement along with the relevant accounts. Pursuant to this judgement SEBI directed IFCI Limited to payback due against the NCDs of PACL which was subsequently put into an FDR by IFCI Limited. By letter dated May 21, 2018 Trustee also informed SEBI for their pending fees.</p>

Name of the Issuer	Secured / Unsecured	Type (P/R/PP/L)	Issue Size (in Rs. crores)	Type of Default*	Details of action taken
United Seamless Tubular Private Limited	Secured	PPL	1024	1	for further course of action in this regards. There are yet to revert on the same. Company has been admitted to Insolvency by NCLT vide its order dated 12th June 2017. Mr. V. Venkatachalam has been appointed as the Resolution Professional by order dated 10th October 2017. As per the Memo dated 3rd November 2017 filed by Resolution Professional Mr. V. Venkatachalam, he is in the process of analysing the claims filed by corporate debtors. The details of default are updated on our Website and the same is informed to credit rating agency...
Sea Blue Shipyard Limited	Secured	PPUL	5	1	1. Company has not paid interest to Debenture Holder since December, 2016. Regular follow up reminders sent to the Company for payment of interest. The details of default are updated on our Website and the same is informed to credit rating agency. 4. We have not received quarterly and half yearly compliance from the Company.
Supreme Manor Wada Bhiwandi Infrastructure Pvt Ltd	Secured	PPUL	36.36	1	1. Company has not paid interest to Debenture Holder since October, 2016. Regular follow up reminders sent to the Company for payment of interest. Since the issue is unlisted and unrated the details of default are only updated on our Website. 4. We have not received quarterly and half yearly compliance from the Company.
Air India Limited	Unsecured	PPL	7400	4	4. We have not received quarterly and half yearly compliance from the Company.
Emerald Haven Realty Developers (Paraniputhur) Private Limited	Secured	PPUL	53.09	4	4. Debenture Trust Deed and other security documents are pending to be executed between the the Company and the Trustee.
APL Apollo Tyres Limited	Secured	PPUL	75	4	4. Debenture Trust Deed and security creation document executed post 90 days after date of allotment.
Small Industries and Development Bank of India	Unsecured	PPL		4	4. The Company has not submitted Quarterly and Half-yearly Compliances.

1. Non-payment of interest;

2. Non-payment of redemption;

3. Delay in payment of interest/redemption;

4. Any other (like non-creation of security)

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SECTION - IV - COMPLIANCE

COMPLIANCE CERTIFICATE FOR THE HALF YEAR ENDED March, 2018

A	No conflict of interests with other activities	we certify that there is no conflict of interest with other activities performed by Debenture Trustee
B	Change in status or constitution	
	Reporting of changes in status or constitution' of DT (In terms of SEBI Circular No. C 2/MIRSD/10/2011 dated June 20, 2011)	NIL
C	Other Information	
	(i) Details of arrest / conviction of key officials of DT	NOT APPLICABLE
	(ii) Details of prosecution cases or criminal complaints filed by investors against the DT	NOT APPLICABLE
	(iii) Details of any fraudulent activity by the employees associated with DT activities and action taken by the DT	NOT APPLICABLE
	(iv) Details of conviction of any offence involving moral turpitude or any economic offence by employees of DT	NOT APPLICABLE
	(v) Action taken by the DT on the above issues	NOT APPLICABLE
D	Compliance with registration requirements	
	Certified that the requirements specified for SEBI registration as DT are fulfilled, the details are as under;	
	(i) Net worth (audited) as defined in the Regulations as on FY ended March, 2018 (as per the latest audited financials) - Rs.76.26 Crores as at 31st March, 2018.	
	(ii) Any change in infrastructure since the last report / registration/ renewal - NIL	
	(iii) Changes in Key personnel during the half year ended March, 2018 - NIL	

Name(s) of the key personnel	Appointment / Cessation	Date of appointment / cessation	Functional areas of work
NIL			
E Details of deficiencies and non compliances			
F Details of the review of the report by the Board of Directors			
Date of Board Review (dd/mm/yyyy)	28-Jun-2018		
Observation of the BoD on			
i) the deficiencies and non compliances	NIL		
ii) corrective measures initiated	NIL		
<p>Certified that we have complied with SEBI (Debenture Trustee) Regulations, 1993, applicable provisions of SEBI (Issue and Listing of Debt Securities) Regulations, 2008, Circulars issued by SEBI and any other laws applicable from time to time except the deficiencies and non compliances those specifically reported at Section IV (E) above:</p>			
Name of Compliance Officer	Mr. Ajit Joshi		
Email ID	ajit.joshi@sbicaptrustee.com		