

(This General Information Document is neither a prospectus nor a statement in lieu of prospectus)

**PRIVATE AND CONFIDENTIAL (FOR ADDRESSEE ONLY)  
(FOR PRIVATE CIRCULATION ONLY)**

**Ecobox Industrials Asset III Private Limited**



(A Private Limited Company Incorporated under the Companies Act, 2013, as amended from time to time)

**Corporate Identity Number:** U52109MH2024PTC429902

**PAN:** AAICE3303M

**Date of Incorporation:** 31/07/2024

**Place of Incorporation:** Mumbai

**Corporate Office & Registered Office:** C-605, Sushila Baug, 53-A, S.V. Road, Santacruz (West),  
Mumbai, Maharashtra - 400054; Phone: +91 9167736898; Email: Compliance@ecoboxi.com; Website:  
eb.ecoboxi.com

**GENERAL INFORMATION DOCUMENT DATED SEPTEMBER 25, 2024 IN RELATION TO LISTED  
PRIVATELY PLACED DEBT SECURITIES**


<b>Company Secretary</b>	<b>Compliance Officer</b>	<b>Chief Financial Officer</b>	<b>Promoter</b>	<b>Promoter Group</b>
<b>Name:</b> Vinaya Phadke	<b>Name:</b> Vinaya Phadke	<b>Name:</b> Abhay Goyal	<b>Name:</b> Ecobox Industrial OPCP Holdings Pte. Ltd.*  <b>*On and from the Deemed Date of Allotment / Pay-In Date, the Promoter will be Ecobox Asset III Pte. Ltd. pursuant to a primary issuance of equity shares by the Issuer to Ecobox Asset III Pte. Ltd.</b>	<b>Holding Company:</b> Ecobox Industrial OPCP Holdings Pte. Ltd.*  <b>Ultimate Holding Company:</b> Ecobox Industrial Assetco Holdings Pte. Ltd.  <b>*On and from the Deemed Date of Allotment / Pay-In Date, the Promoter will be Ecobox Asset III Pte. Ltd. pursuant to a primary issuance of equity shares by the Issuer to Ecobox Asset III Pte. Ltd.</b>
<b>Phone:</b> 9619868667	<b>Phone:</b> 9619868667	<b>Phone:</b> 9820721321	<b>Phone:</b> 9167736898	
<b>E-mail:</b> compliance@ecoboxi.com	<b>E-mail:</b> compliance@ecoboxi.com	<b>E-mail:</b> abhay@logicap.in	<b>E-mail:</b> <a href="mailto:projectduo@284732.com">projectduo@284732.com</a>	

**GENERAL INFORMATION DOCUMENT FOR ISSUANCE OF SENIOR, RATED, LISTED, REDEEMABLE, TRANSFERABLE, CONVERTIBLE DEBENTURES, OF FACE VALUE OF INR 1,00,000/- (INDIAN RUPEES ONE LAKH ONLY) EACH FOR ("DEBENTURES" / "NCDS"), ISSUED ON PRIVATE PLACEMENT BASIS ("ISSUE") BY ECOBOX INDUSTRIALS ASSET III PRIVATE LIMITED ("ISSUER") UNDER THIS GENERAL INFORMATION DOCUMENT DATED SEPTEMBER 25, 2024 ("GENERAL INFORMATION DOCUMENT"), AS AMENDED / SUPPLEMENTED FROM TIME TO TIME. THE ISSUER INTENDS TO ISSUE THESE DEBENTURES THROUGH THE BSE ELECTRONIC BIDDING PLATFORM ("BSE-BOND EBP") FOR THIS ISSUE.**



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### GENERAL RISK

**Investment in non-convertible securities is risky, and investors should not invest any funds in such securities unless they can afford to take the risk attached to such investments. Investors are advised to take an informed decision and to read the risk factors carefully before investing in this offering. For taking an investment decision, investors must rely on their examination of the issue including the risks involved in it. Specific attention of investors is invited to statement of risk factors contained under Annexure A of this General Information Document. These risks are not, and are not intended to be, a complete list of all risks and considerations relevant to the non-convertible securities or investor's decision to purchase such securities.**

<b>Debenture Trustee</b>	<b>Name</b>	Catalyst Trusteeship Ltd
	<b>Logo</b>	 <p>CATALYST Believe In Yourself... Trust Us! CIN: U74999PN1997PLC110262</p>
	<b>Registered office Address</b>	GDA House, First Floor, Plot No. 85 S. No. 94 & 95, Bhusari Colony (Right), Kothrud, Pune, Maharashtra, India, 411038
	<b>Corporate office address</b>	Unit No-901, 9th Floor, Tower-B, Peninsula Business Park, Senapati Bapat Marg, Lower Parel (West), Mumbai-400013
	<b>Telephone number</b>	+91 22 4922 0555
	<b>Fax number</b>	N/A
	<b>Details of the Contact person</b>	Name: Soham Vaidya Mobile number: 9867730731 Email: soham.vaidya@ctltrustee.com Official Website: www.catalysttrustee.com/
<b>Details of Arranger to the Issue</b>	<b>Name</b>	N/A
	<b>Logo</b>	N/A
	<b>Registered office Address</b>	N/A
	<b>Corporate office address</b>	N/A
	<b>Telephone number</b>	N/A
	<b>Fax number</b>	N/A
	<b>Details of the Contact person</b>	N/A

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<b>Registrars and Transfer Agents</b>	<b>Name</b>	LINK INTIME INDIA PRIVATE LIMITED
	<b>Logo</b>	
	<b>Registered office Address</b>	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai City, Mumbai, Maharashtra, India, 400083
	<b>Corporate office address</b>	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai City, Mumbai, Maharashtra, India, 400083
	<b>Telephone number</b>	022 4918 6000
	<b>Fax number</b>	N/A
	<b>Details of the Contact person</b>	Name: Ganesh Jadhav Telephone number: 022 4918 6000 Email: Mumbai@linkintime.co.in Official Website: www.linkintime.co.in
<b>Credit Rating Agencies</b>	Please refer to the Key Information Document for the relevant issuance of Debentures for the relevant details as applicable to that relevant issue.	
<b>Statutory Auditors</b>	<b>Name</b>	PHD & Associates
	<b>Logo</b>	
	<b>Registered office Address</b>	204/A, Rustomjee Central Park, Andheri Kurla Road, Chakala, Andheri East, Mumbai 400093. India
	<b>Corporate office address</b>	204/A, Rustomjee Central Park, Andheri Kurla Road, Chakala, Andheri East, Mumbai 400093. India
	<b>Telephone number</b>	+91-22-41599000
	<b>Fax number</b>	N/A
	<b>Peer Review certificate number</b>	014724
	<b>Details of the Contact person</b>	Name: Pinang Shah Telephone number: +91-22-41599000 Email: info@phd-ca.com Official Website: www.phd-ca.com/
<b>Details of Key Managerial Personnel</b>	<p><b>Name:</b> Vinaya Phadke <b>Designation:</b> Compliance Officer <b>Phone:</b> 9167736898 <b>E-mail:</b> compliance@ecoboxi.com</p> <p><b>Name:</b> Abhay Goyal <b>Designation:</b> Chief Financial Officer <b>Phone:</b> 9820721321 <b>E-mail:</b> abhay@logicap.in</p>	

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<b>Date of General Information Document</b>	September 25, 2024
<b>Type of General Information Document</b>	Private Placement
<b>Disclosure on Section 26 of the Companies Act, 2013</b>	Not applicable, as the Debentures under this General Information Document are being issued on a private placement basis under Section 42 of the Companies Act, 2013. Therefore, no additional disclosures have been made in relation to Section 26 of the Companies Act, 2013 under this General Information Document and accordingly, a copy of this General Information Document has not been filed with the relevant ROC(s).

The nature, number, price and amount of securities offered, and issue size (base issue or green shoe), as may be applicable	Please refer to the Key Information Document for the relevant issuance of Debentures for the relevant details as applicable to that relevant issue.
<p>Issue Schedule</p> <p>(i) Date of opening of the issue: (ii) Date of closing of the issue: (iii) Date of earliest closing of the issue, if any (iv) Pay-in date: (v) Deemed Date of Allotment</p> <p>The Issue shall be open for subscription at the commencement of banking hours and close at the close of banking hours on the dates specified in the Key Information Document, subject to the timelines of the EBP.</p>	Please refer to the Key Information Document for the relevant issuance of Debentures for the relevant details as applicable to that relevant issue.
The credit rating (cross reference of press release be provided)	Please refer to the Key Information Document for the relevant issuance of Debentures for the relevant details as applicable to that relevant issue.
The press release for the rating is available at:	Please refer to the Key Information Document for the relevant issuance of Debentures for the relevant details as applicable to that relevant issue.
All the ratings obtained for the private placement	Please refer to the Key Information Document for the relevant issuance of Debentures for the relevant details as applicable to that relevant issue.
The name(s) of the stock exchanges where the securities are proposed to be listed and where the recovery expense fund is being / has been created.	<p>The Debentures are proposed to be listed on the wholesale debt market of BSE.</p> <p>The recovery expense fund has been created with BSE as per SEBI Regulations.</p>
The details about Eligible Investors	Please refer to the Key Information Document for the relevant issuance of Debentures for the relevant details as applicable to that relevant issue.
Coupon Rate	Please refer to the Key Information Document for the relevant issuance of Debentures for the relevant details as applicable to that relevant issue.
Coupon payment frequency	Please refer to the Key Information Document for the relevant issuance of Debentures for the relevant details as applicable to that relevant issue.
Redemption Date	Please refer to the Key Information Document for the relevant issuance of Debentures for the relevant details as applicable to that relevant issue.
Redemption Amount	Please refer to the Key Information Document for the relevant issuance of Debentures for the relevant details as applicable to that relevant issue.



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Debenture Trustee	Please refer to the Key Information Document for the relevant issuance of Debentures for the relevant details as applicable to that relevant issue.
Details about underwriting of the issue including the amount undertaken to be underwritten by the underwriters	Please refer to the Key Information Document for the relevant issuance of Debentures for the relevant details as applicable to that relevant issue.
Compliance of electronic book mechanism and details pertaining to the to the uploading of the issue document on the electronic book provider platform	<p>The Debentures are proposed to be issued through the electronic book mechanism for issue of debt securities on private placement basis in compliance with the EBP Guidelines and the SEBI (Issue and Listing of Non-convertible Securities) Regulations, 2021. The Issuer intends to use the EBP Platform of BSE for the issuance of the Debentures.</p> <p>Please refer to the Key Information Document for the relevant issuance of Debentures for the further details as applicable to that relevant issue.</p>
Period of Validity of General Information Document	This General Information Document shall be valid for a period of 1 (one) year from the Issue Opening Date of the first offer of Debentures made by the Issuer under this General Information Document. In respect of the offer of Debentures during the period of validity of this General Information Document, the Issuer shall file with the Stock Exchange a Key Information Document with respect to the offer of Debentures, containing details of the private placement and material changes, if any, in the information including the financial information provided in this General Information Document, as applicable.

#### ISSUER'S ABSOLUTE RESPONSIBILITY

*The Issuer having made all reasonable inquiries, accepts responsibility for and confirms that this issue document contains all information with regard to the Issuer and the issue which is material in the context of the issue, that the information contained in the issue document is true and correct in all material aspects and is not misleading, that the opinions and intentions expressed herein are honestly stated and that there are no other facts, the omission of which make this document as a whole or any of such information or the expression of any such opinions or intentions misleading.*

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## (I) DEFINITIONS / ABBREVIATIONS

Unless the context otherwise indicates or requires, the following terms shall have the meanings given below in this General Information Document. In case there is any repugnancy, inconsistency or conflict between the terms and conditions mentioned in this General Information Document and the provisions of the Debenture Trust Deed, the terms of the Debenture Trust Deed shall prevail.

Account Bank	As defined under the Debenture Trust Deed.
Act	The Companies Act, 2013 and any modifications or re-enactments thereof.
Allotment/Allot/Allotted	Unless the context otherwise requires or implies, the allotment of the Debentures pursuant to the Issue.
Application Form	To be set out in the relevant Key Information Document for the relevant issuance of the Debentures.
Applicable Law	Means any laws, local, municipal, foreign, international, multinational or other law, statutes, ordinances, regulations, notifications, judgment, order, decree, bye-law, approval of any Governmental Authority, circulars, treaty, codes, ordinance, rules or any interpretation of any of them by a Governmental Authority, directive, guideline, policy, requirement, or other governmental restriction or any similar form of decision of or determination by a Governmental Authority or any interpretation having the force of law and shall further include all applicable rules, directive, regulations, decisions, orders, notifications by a Governmental Authority pursuant to or under any of them.
Arrangers	Lead Arranger and /or any other Arranger associated with the Issue, if any.
Articles of Association / AoA / Articles	Articles of Association of the Issuer.
BSE	BSE Limited
Beneficial Owner(s) / Debenture Holder(s)	Means initially each of the Person(s) to whom the Offer Documents have been issued and who have subscribed to the Debentures in the primary market and thereafter means each Person(s) to whom the Debentures are transferred in accordance with the terms of the Debenture Trust Deed, all of whom are Persons who are registered as Beneficial Owners.
Board / Board of Directors	The Board of Directors of the Issuer and includes any committee of the Board of Directors thereof.
CDSL	Central Depository Services (India) Limited
Company / Issuer	Ecobox Industrials Asset III Private Limited is a private limited company incorporated under the Act, having corporate identification number U52109MH2024PTC429902 and its registered office at C-605, Sushila Baug, 53-A, S.V. Road, Santacruz (West), Mumbai, Maharashtra, India, 400054.
Coupon	To be set out in the relevant Key Information Document for the relevant issuance of Debentures.
Coupon Payment Date	To be set out in the relevant Key Information Document for the relevant issuance of Debentures.
Coupon Period	To be set out in the relevant Key Information Document for the relevant issuance of Debentures.
Coupon Rate	To be set out in the relevant Key Information Document for the relevant issuance of Debentures.
Coupon Reset Date	To be set out in the relevant Key Information Document for the relevant issuance of Debentures.
Debentures/ NCDs	Senior, rated, listed, redeemable, transferable, non-convertible debentures.
Debenture Documents	as defined in the relevant Key Information Document for the relevant issuance of Debentures.

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Debenture Trustee Appointment Agreement	To be set out in the relevant Key Information Document for the relevant issuance of Debentures.
Debenture Trust Deed	In respect of the Debentures issued pursuant to this General Information Document and the Key Information Document, means the debenture trust deed executed / to be executed by and between the Debenture Trustee and the Issuer, <i>inter alia</i> , setting out the terms upon which the Debentures are being issued and shall include the representations and warranties and the covenants to be provided by the Issuer.
Debenture Trustee Regulations	The Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993, as amended from time to time and shall include the circulars, notifications and directions issued by SEBI thereunder from time to time.
Deemed Date of Allotment / Pay-in Date	The date on which the Debentures are deemed to have been allotted to the Debenture Holders, i.e., the date on which subscription amounts towards subscription to the Debentures have been credited to the Issue Account by the Debenture Holders.
Default	An Event of Default or any event or circumstance specified in Clause 4.1 (Events of Default and Remedies) of Part B of the Debenture Trust Deed which would (with the expiry of a grace period (if any), the giving of notice, the making of any determination under the Debenture Documents, the non-fulfilment of any requirement under the Debenture Documents or any combination of any of the foregoing) be an Event of Default.
Depository(ies)	National Securities Depository Limited (NSDL) and /or Central Depository Services (India) Limited (CDSL)
Designated Stock Exchange	Bombay Stock Exchange
DP	Depository Participant
Due Date	To be set out in the relevant Key Information Document for the relevant issuance of Debentures.
Electronic Book Provider / EBP	Electronic book provider in relation to the electronic book mechanism.
EBP Guidelines	The guidelines issued by SEBI with respect to electronic book mechanism under the terms of Chapter VI of the SEBI circular dated May 22, 2024, the 'Operating Guidelines for BSE Electronic Bidding Platform' issued by the Designated Stock Exchange <i>vide</i> their circular bearing no. 20230417-35 dated April 17, 2023 and the operational guidelines issued by the Electronic Book Provider, as may be amended, modified or supplemented from time to time
Eligible Investors	All 'Qualified Institutional Buyers' under Regulation 2 (ss) of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time, including a foreign portfolio investor, specifically mapped by the Issuer on the BSE Limited EBP Platform.
Event of Default	Meaning ascribed to such term in Clause 4.1 (Events of Default and Remedies) of Part B of the Debenture Trust Deed.
FY	Financial Year
General Information Document	The General Information Document dated September 25, 2024 issued by the Issuer and which is available on the website of the BSE.
Governmental Authority	Means:  (i) government (central, state or otherwise) or sovereign state;  (ii) any governmental agency, semi-governmental or judicial or quasi-judicial or regulatory or administrative entity, department, instrumentality or authority, or any political subdivision thereof;  (iii) any court, tribunal or arbitrator; and/or  (iv) any securities exchange or body or authority regulating securities exchanges in India or any jurisdiction.

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Guarantor(s)	To be set out in the relevant Key Information Document for the relevant issuance of Debentures.
Investors	Those persons who fall under the category of eligibility to whom the Disclosure Documents may be sent with a view to offering the Debentures on private placement basis.
Issue	The issuance of the Debentures by the Issuer to the Eligible Investors in accordance with the terms of the Debenture Trust Deed.
Issuer Account	The bank account in the name of the Issuer, established and maintained with the Account Bank into which the Debenture Holders through the clearing corporation of the Designated Stock Exchange, i.e., the Indian Clearing Corporation Limited shall make payments to the Issuer for the subscription of the Debentures, which shall be more particularly identified in the relevant Offer Documents.
Issue Closing Date	The date on which the Issue shall close for subscription, which shall be set out in the relevant Key Information Document for the relevant issuance of Debentures.
Issue Opening Date	means the date on which the Issue shall open for subscription, which shall be set out in the relevant Key Information Document for the relevant issuance of Debentures.
Key Information Document	The Key Information Document dated September 25, 2024 issued by the Issuer and which is available on the website of the BSE.
Majority Debenture Holders	As defined under the Debenture Trust Deed.
Majority Consent	As defined under the Debenture Trust Deed.
Maturity Date	To be set out in the relevant Key Information Document for the relevant issuance of Debentures.
MCA	Ministry of Corporate Affairs, Government of India
MOA	Memorandum of Association of the Issuer
NA	Not Applicable
NCD Register	means the register of Debenture Holders maintained by the Issuer in accordance with Section 88 of the Act and/or any other Applicable Law.
NPA	Non-Performing Assets
NSE	National Stock Exchange of India Limited
NSDL	National Securities Depository Limited
Offer Documents / Disclosure Documents / Issue Documents	Collectively means: (a) the General Information Document; (b) the Key Information Document; (c) each private placement offer cum application letter, in the form specified under sub-rule (3) of Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 providing an offer to the Debenture Holders to subscribe to, by way of private placement, the Debentures; (d) the in-principle approval of the Designated Stock Exchange; (e) the listing agreement with the Designated Stock Exchange; and (f) the rating letter issued by the Rating Agency.
Obligors	As defined under the Debenture Trust Deed.
Private Placement	Private placement means non-public offering of the Debentures by eligible issuers to such number of select subscribers and such subscription amounts, as may be specified by SEBI, from time to time, and as defined under section 42 of the Act.
Rating Agency	Acuité Ratings & Research Limited
RBI	The Reserve Bank of India
Redemption Amount	Outstanding face value of the Debentures as on the relevant Redemption Date.
Redemption Date	To be set out in the relevant Key Information Document for the relevant issuance of Debentures.
ROC	The Registrar of Companies
Rs./ INR/ Rupees	The lawful currency of the Republic of India.
RTGS	Real Time Gross Settlement System
SEBI	Securities and Exchange Board of India constituted under the Securities

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	and Exchange Board of India Act 1992 (as amended from time to time).
SEBI Act	The Securities and Exchange Board of India Act, 1992, as amended, modified or supplemented, from time to time.
SEBI Defaults (Procedure) Circular	The SEBI circular dated October 13, 2020 bearing reference number SEBI/HO/MIRSD/CRADT/CIR/P/2020/203, as amended, modified or supplemented, from time to time read with the requirements in respect of default prescribed in Chapter X ( <i>Breach of Covenants, Default and Remedies</i> ) of the SEBI (Debenture Trustee) Master Circular.
SEBI (Debenture Trustee) Master Circular	The SEBI circular bearing reference number SEBI/HO/DDHS-PoD3/P/CIR/2024/46 dated May 16, 2024, titled 'Master Circular for Debenture Trustees', as amended, modified or supplemented, from time to time.
SEBI NCS Master Circular	The SEBI circular bearing reference number SEBI/HO/DDHS/PoD1/P/CIR/2024/54 dated May 22, 2024 titled 'Master Circular for issue and listing of Non-convertible Securities, Securitized Debt Instruments, Security Receipts, Municipal Debt Securities and Commercial Paper', as may be amended, clarified or updated from time to time.
SEBI Regulations	Means and include all the applicable provisions as mentioned in the following and as may be amended / replaced from time to time:  (i) the SEBI Act; (ii) the Debenture Trustee Regulations; (iii) the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (iv) the SEBI Defaults (Procedure) Circular; (v) the SEBI (Debenture Trustee) Master Circular; (vi) the SEBI NCS Master Circular; (vii) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended or modified from time to time (" <b>LODR</b> "); and/or (viii) any other notification, circular, press release, guidelines issued by SEBI from time to time in relation to and as applicable to the transactions contemplated by the Debenture Documents in each case to the extent applicable to the Issuer.
Unanimous Debenture Holders	As defined under the Debenture Trust Deed
Unanimous Consent	As defined under the Debenture Trust Deed
WDM	Wholesale Debt Market
"We", "us" and "our"	Unless the context otherwise requires, the Issuer and its subsidiaries.
Business Day(s)	means: (i) in relation to announcement of the bid period, a day, other than Saturdays, Sundays and public holidays, on which commercial banks and offices in Mumbai or Singapore are open for business; (ii) in relation to the time period between the Issue Closing Date and the listing of the Debentures on the Designated Stock Exchange, a day on which the Designated Stock Exchange is open for trading, other than Saturdays, Sundays and bank holidays, as specified by SEBI; (iii) in cases where any payment is required to be made by an Obligor under the Debenture Documents, a day, other than Saturdays and Sundays, on which commercial banks in Mumbai or Singapore are open for business; (iv) in respect of all other purposes, a day (other than a Saturday or a

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	Sunday or any day which is a public holiday in Mumbai or Singapore for the purpose of Section 25 of the Negotiable Instruments Act, 1881) on which banks are normally open for business in Mumbai or Singapore, and “ <b>Business Days</b> ” shall be construed accordingly.
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## (II) NOTICE TO INVESTORS AND GENERAL DISCLAIMERS

### ISSUER’S DISCLAIMER

The Disclosure Documents are neither a prospectus nor a statement in lieu of prospectus and should not be construed to be a prospectus or a statement in lieu of a prospectus under the Act. The issue of Debentures to be listed on the WDM segment of the BSE is being made strictly on a private placement basis. Multiple copies hereof given to the same entity shall be deemed to be given to the same person and shall be treated as such. The Disclosure Documents do not constitute and shall not be deemed to constitute an offer or invitation to subscribe to the Debentures to the public in general.

As per the applicable provisions, it is not necessary for a copy of Debenture Documents to be filed or submitted to SEBI for its review and/or approval.

The Disclosure Documents have been prepared in conformity with the SEBI Regulations and Section 42 of the Act read with the Companies (Prospectus and Allotment of Securities) Rules, 2014. The Disclosure Documents have been prepared solely to provide general information about the Issuer to the Eligible Investors to whom it is addressed and who are willing and eligible to subscribe to the Debentures. The Disclosure Documents do not purport to contain all the information that any Eligible Investor may require. Further, the Disclosure Documents have been prepared for informational purposes relating to this transaction only and upon the express understanding that it will be used only for the purposes set forth herein.

Neither the Disclosure Documents nor any other information supplied in connection with the Debentures is intended to provide the basis of any credit or other evaluation and any recipient of the Disclosure Documents should not consider such receipt as a recommendation to subscribe to any Debentures. Each potential Investor contemplating subscription to any Debentures should make its own independent investigation of the financial condition and affairs of the Issuer, and its own appraisal of the creditworthiness of the Issuer. Potential Investors should consult their own financial, legal, tax and other professional advisors as to the risks and investment considerations arising from an investment in the Debentures and should possess the appropriate resources to analyse such investment and the suitability of such investment to such Investor’s particular circumstances.

The Issuer confirms that, as of the date hereof, the Disclosure Documents (including the documents incorporated by reference herein, if any) contain all the information that is material in the context of the issuance of the Debentures and regulatory requirements in relation to the issuance of the Debentures and are accurate in all such material respects. No person has been authorized to give any information or to make any representation not contained or incorporated by reference in the Disclosure Documents or in any material made available by the Issuer to any potential Investor pursuant hereto and, if given or made, such information or representation must not be relied upon as having being authorized by the Issuer. The Issuer certifies that the disclosures made in the Disclosure Documents are adequate and in conformity with the SEBI Regulations and the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended from time to time. Further, the Issuer accepts no responsibility for statements made otherwise than in the Disclosure Documents or any other material issued by or at the instance of the Issuer and anyone placing reliance on any source of information other than Disclosure Documents would be doing so at its own risk.

**The Disclosure Documents and the respective contents hereof are restricted only for the intended recipient(s) who have been addressed directly and specifically through a communication by the Issuer and only such recipients are eligible to apply for the Debentures. The contents of the Disclosure Documents are intended to be used only by those Investors to whom it is distributed.**

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**It is not intended for distribution to any other person and should not be reproduced by the recipient. All Eligible Investors are required to comply with the relevant regulations/guidelines applicable to them for investing in this issuance of the Debentures.**

No invitation is being made to any persons other than those to whom the Disclosure Documents being issued have been sent. Any application by a person to whom the Disclosure Documents have not been sent by the Issuer shall be rejected without assigning any reason.

The person who is in receipt of the Disclosure Documents shall not reproduce or distribute in whole or part or make any announcement in public or to a third party regarding the contents hereof without the consent of the Issuer. The recipient agrees to keep confidential all information provided (or made available hereafter), including, without limitation, the existence and terms of the issuance of the Debentures, any specific pricing information related to the issuance of Debentures or the amount or terms of any fees payable to us or other parties in connection with the issuance of Debentures. The Disclosure Documents may not be photocopied, reproduced, or distributed to others at any time without the prior written consent of the Issuer. Upon request, the recipients will promptly return all material received from the Issuer (including the Disclosure Documents) without retaining any copies hereof. If any recipient of the Disclosure Documents decides not to participate in the issuance of Debentures, that recipient must promptly return the Disclosure Documents and all reproductions whether in whole or in part and any other information, statement, notice, opinion, memorandum, expression or forecast made or supplied at any time in relation thereto or received in connection with the issuance of Debentures to the Issuer.

The Issuer does not undertake to update the Disclosure Documents to reflect subsequent events after the date of the relevant Disclosure Document and thus it should not be relied upon with respect to such subsequent events without first confirming its accuracy with the Issuer. Provided however that, any subsequent event, circumstance, occurrence or condition which is material to the issuance of Debentures or which may influence the investment decision of the Investors in the subsequent tranche, shall be reflected in the relevant Key Information Document for such tranche(s).

Neither the delivery of the Disclosure Documents, nor any sale of the Debentures made hereafter shall, under any circumstances, constitute a representation or create any implication that there has been no change in the affairs of the Issuer since the date hereof.

The Disclosure Documents do not constitute, nor may they be used for or in connection with, an offer or solicitation by anyone in any jurisdiction in which such offer or solicitation is not authorized or to any person to whom it is unlawful to make such an offer or solicitation. No action is being taken to permit an offering of the Debentures or the distribution of Disclosure Documents in any jurisdiction where such action is required. Persons into whose possession Disclosure Documents comes are required to inform themselves about and to observe any such restrictions.

The Issuer accepts no responsibility for statements made otherwise than in the Disclosure Documents or in the advertisement or any other material issued by or at the instance of the Issuer and that anyone placing reliance on any other source of information would be doing so at their own risk.

#### **DISCLAIMER CLAUSE OF STOCK EXCHANGES**

As required, a copy of this General Information Document has been filed with the BSE in terms of the SEBI Regulations. It is to be distinctly understood that submission of this General Information Document to the BSE should not in any way be deemed or construed to mean that this General Information Document has been reviewed, cleared, or approved by the BSE; nor does the BSE in any manner warrant, certify or endorse the correctness or completeness of any of the contents of this General Information Documents, nor does the BSE warrant that the Issuer's Debentures will be listed or will continue to be listed on the BSE nor does the BSE take any responsibility for the soundness of the financial and other conditions of the Issuer, its promoters, its management or any scheme or project of the Issuer. Every person who desires to apply for or otherwise acquire the Debentures may do so pursuant to independent inquiry, investigation and analysis and shall not have any claim against the BSE whatsoever by reason of any loss which may be suffered by such person consequent to or in connection with such



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subscription/acquisition whether by reason of anything stated or omitted to be stated herein or any other reason whatsoever.

#### **DISCLAIMER CLAUSE OF THE SEBI**

As per the provisions of the SEBI Regulations, it is not stipulated that a copy of this General Information Document has to be filed with or submitted to the SEBI for its review / approval.

**IT IS TO BE DISTINCTLY UNDERSTOOD THAT FILING OF THE DISCLOSURE DOCUMENTS TO THE SECURITIES AND EXCHANGE BOARD OF INDIA (SEBI) SHOULD NOT IN ANY WAY BE DEEMED OR CONSTRUED TO MEAN THAT THE SAME HAS BEEN CLEARED OR APPROVED BY SEBI. SEBI DOES NOT TAKE ANY RESPONSIBILITY EITHER FOR THE FINANCIAL SOUNDNESS OF ANY SCHEME OR THE PROJECT FOR WHICH THE ISSUE IS PROPOSED TO BE MADE OR FOR THE CORRECTNESS OF THE STATEMENTS MADE OR OPINIONS EXPRESSED IN THE ISSUE DOCUMENT. THE LEAD MANAGER(S), IF ANY, HAS CERTIFIED THAT THE DISCLOSURES MADE IN THE DISCLOSURE DOCUMENTS ARE GENERALLY ADEQUATE AND ARE IN CONFORMITY WITH THE REGULATIONS. THIS REQUIREMENT IS TO FACILITATE INVESTORS TO TAKE AN INFORMED DECISION FOR MAKING INVESTMENT IN THE PROPOSED ISSUE.**

#### **DISCLAIMER IN RESPECT OF THE RESERVE BANK OF INDIA**

The Debentures have not been recommended or approved by the Reserve Bank of India (“**RBI**”) nor does the RBI guarantee the accuracy or adequacy of this General Information Document. It is to be distinctly understood that this General Information Document should not, in any way, be deemed or construed that the Debentures have been recommended for investment by the RBI. RBI does not take any responsibility either for the financial soundness of the Issuer, or the Debentures being issued by the Issuer or for the correctness of the statements made or opinions expressed in this General Information Document. Potential Investors may make investment decision in the Debentures offered in terms of this General Information Document solely on the basis of their own analysis and RBI does not accept any responsibility about servicing/repayment of such investment.

RBI does not accept any responsibility or guarantee about the present position as to the financial soundness of the Issuer or for the correctness of any of the statements or representations made or opinions expressed by the Issuer and for discharge of liability by the Issuer.

#### **DISCLAIMER IN RESPECT OF JURISDICTION**

This issuance of Debentures is made in India to investors as specified under the clause titled “**Eligible Investors**” of this General Information Document (and any relevant Key Information Memorandum or Private Placement Offer cum Application Letter, who shall be/have been identified upfront by the Issuer. The Disclosure Documents do not constitute an offer to sell or an invitation to subscribe to Debentures offered hereby to any person to whom it is not specifically addressed. The General Information Document and terms and obligations arising in connection with it will be governed by laws of India. Any disputes arising out of this issuance of Debentures will be subject to the non-exclusive jurisdiction of the courts and tribunals at New Delhi provided that nothing contained herein or in any of the Debenture Documents shall limit any right of the Debenture Trustee or the Debenture Holders to take proceedings in any other court or tribunal of competent jurisdiction, nor shall the taking of proceedings in one or more jurisdictions preclude the taking of proceedings in any other competent jurisdiction whether concurrently or not. The Disclosure Documents do not constitute an offer to sell or an invitation to subscribe to the Debentures herein, in any other jurisdiction to any person to whom it is unlawful to make an offer or invitation in such jurisdiction.

#### **DISCLAIMER OF THE RATING AGENCIES**

Ratings are opinions on credit quality and are not recommendations to sanction, renew, disburse or recall the concerned bank facilities or to buy, sell or hold any security. The Rating Agency has based its ratings on information obtained from sources believed by it to be accurate and reliable. The Rating Agency does not, however, guarantee the accuracy, adequacy or completeness of any information and is not responsible for any errors or omissions or for the results obtained from the use of such information. Most

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entities whose bank facilities/instruments are rated by the Rating Agency have paid a credit rating fee, based on the amount and type of bank facilities/instruments.

#### **DISCLAIMER OF THE DEBENTURE TRUSTEE**

The Debenture Trustee does not guarantee the terms of payment regarding the Issue as stated in the Disclosure Documents and shall not be held liable for any default in the same. Neither the Debenture Trustee nor any of its affiliates / representatives make any representations or assume any responsibility for the accuracy of the information given in the Disclosure Documents. The Debenture Trustees are neither the borrowers nor principal debtors or guarantors of the monies paid/invested by Eligible Investors for the Debentures.

#### **DISCLAIMER OF THE INTERMEDIARIES**

None of the intermediaries, including the legal counsel, or their agents or advisors associated with this issuance of Debentures undertakes to review the financial condition or affairs of the Issuer or the factors affecting the Debentures or have any responsibility to advise any Eligible Investor. The intermediaries and their agents or advisors associated with the Disclosure Documents have not separately verified the information contained herein. Accordingly, no representation, warranty or undertaking, express or implied, is made and no responsibility is accepted by any such intermediary, agent or advisor as to the accuracy or completeness of the information contained in the Disclosure Documents or any other information provided by the Issuer. Accordingly, all such intermediaries, agents or advisors associated with this issuance of the Debentures shall have no liability in relation to the information contained in the Disclosure Documents or any other information provided by the Issuer in connection with this issuance of Debentures.

#### **DISCLAIMER OF THE ARRANGER TO THE ISSUE**

The Issuer has authorised the Arranger to distribute the Disclosure Documents in connection with the Debentures proposed to be issued by the Issuer. Nothing in the Disclosure Documents constitutes an offer of securities for sale in any other jurisdiction, other than India, where such offer or placement would be in violation of any law, rule or regulation.

The Issuer has prepared the Disclosure Documents, and the Issuer is solely responsible for its contents and the truth, accuracy and completeness of all the information provided in the Disclosure Documents. Neither is the Arranger responsible for preparing, clearing, approving, scrutinizing or vetting the Disclosure Documents, nor is the Arranger responsible for the due diligence or for verification of the accuracy, truth, correctness, reliability, fairness or completeness of the contents of the Disclosure Documents. The Issuer will comply with all laws, rules and regulations for the issuance of the Debentures. All the information contained in the Disclosure Documents has been provided by the Issuer or is from publicly available information, and such information has not been independently verified by the Arranger. No representation or warranty, expressed or implied, is or will be made, and no responsibility or liability is or will be accepted, by the Arranger or its affiliates for the accuracy, completeness, reliability, correctness or fairness of the Disclosure Documents or any of the information or opinions contained therein, and the Arranger hereby expressly disclaims, to the fullest extent permitted by law, any responsibility for the contents of the Disclosure Documents and any liability, whether arising in tort or contract or otherwise, relating to or resulting from the Disclosure Documents or any information or errors contained therein or any omissions therefrom. By accepting the Disclosure Documents, each Eligible Investor agrees that the Arranger will not have any such liability.

The role of the Arranger is confined to marketing, bidding for (wherever applicable and authorized) and placement of the Debentures on the basis of the Disclosure Documents as prepared by the Issuer. The Arranger has neither scrutinized or vetted nor has it done any due-diligence for verification of the contents of the Disclosure Documents. The Arranger is authorised to deliver copies of the Disclosure Documents

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on behalf of the Issuer to Eligible Investors which are considering participation in the Issue and shall use the Disclosure Documents for the purpose of soliciting subscription from Eligible Investors in the Debentures to be issued by the Issuer on private placement basis. It is to be distinctly understood that the aforesaid use of the Disclosure Documents by the Arranger should not in any way be deemed or construed that the Disclosure Documents have been prepared, cleared, approved or vetted by the Arranger; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the contents of the Disclosure Documents including with regard to regulatory compliances the Issuer is required to fulfil; nor do they take responsibility for the financial or other soundness of this Issuer, its promoters, its management or any scheme or project of the Issuer. The Arranger or any of its directors, employees, affiliates or representatives do not accept any responsibility and/or liability for any loss or damage arising of whatever nature and extent in connection with the use of any of the information contained in the Disclosure Documents.

Distribution of the Disclosure Documents does not constitute a representation or warranty, express or implied by the Arranger that the information and opinions herein will be updated at any time after the date of the Disclosure Documents. The Arranger does not undertake to notify any recipient of the Disclosure Documents of any information coming to the attention of the Arranger after the date of the Disclosure Documents. No responsibility or liability or duty of care is or will be accepted by the Arranger for updating or supplementing the Disclosure Documents nor for providing access to any additional information as further information becomes available.

Each person receiving the Disclosure Documents acknowledges that such person has not relied on the Arranger, nor any person affiliated with the Arranger, in connection with its investigation of the accuracy of such information or its investment decision, and each such person must rely on its own examination of the Issuer and the merits and risks involved in investing in the Debentures. The Arranger: (a) has no obligations of any kind to any invited Eligible Investor under or in connection with any Debenture Documents; (b) is not acting as trustee or fiduciary for the Eligible Investors or any other person; and (c) is under no obligation to conduct any "know your customer" or other procedures in relation to any person on behalf of any Eligible Investor. Neither the Arranger nor its affiliates nor the respective officers, directors, partners, employees, agents, advisors or representatives are responsible for: (a) the adequacy, accuracy, completeness and/ or use of any information (whether oral or written) supplied by the Issuer or any other person in or in connection with any Debenture Document including the Disclosure Documents; (b) the legality, validity, effectiveness, adequacy or enforceability of any Debenture Document or any other agreement, arrangement or document entered into, made or executed in anticipation of or in connection with any Debenture Document; or (c) any determination as to whether any information provided or to be provided is non-public information the use of which may be regulated or prohibited by applicable law or regulation relating to insider dealing or otherwise.

The Arranger is acting for the Issuer in relation to the Issue of the Debentures and not on behalf of the recipients of the Disclosure Documents. The receipt of the Disclosure Documents by any recipient is not to be constituted as the giving of any investment, legal, accounting, regulatory or tax advice by the Arranger to that recipient, nor to constitute such a recipient a customer of the Arranger. The Arranger does not undertake to notify any recipient of any information coming to the attention of the Arranger after the date of the Disclosure Documents. The Disclosure Documents are not intended to be the basis of any credit analysis or other evaluation and should not be considered as a recommendation by the Arranger or any other person that any recipient participates in the Issue or advice of any sort.

By accepting the Disclosure Documents, each Eligible Investor agrees that the Arranger or any of its respective Directors, employees, affiliates or representatives do not accept any responsibility and/or

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liability for any loss or damage arising of whatever nature and extent in connection with the use of any of the information contained in the Disclosure Documents.

Each recipient of the Disclosure Documents acknowledges that:

- (a) each recipient has been afforded an opportunity to request and to review and has received all additional information considered by the recipient to be necessary to verify the accuracy of or to supplement the information contained herein; and
- (b) such recipient has not relied on the Arranger in connection with its investigation of the accuracy of such information or its investment decision.

### ISSUE OF DEBENTURES IN DEMATERIALIZED FORM

The Debentures will be issued in dematerialized form. The Issuer has made arrangements with the Depositories for the issue of the Debentures in dematerialized form. The Investor will have to hold the Debentures in dematerialized form as per the provisions of Depositories Act, 1996, the rules thereunder as notified by the Depositories from time to time and the guidelines and the regulations issued by the Depositories, from time to time. The Issuer shall take necessary steps to credit the Debentures allotted to the beneficiary account maintained by the Investor with its depository participant. The Issuer will make the Allotment to Investors on the Allotment Date after verification of the Application Form, the accompanying documents and on realisation of the application money.

### (III) OTHER DISCLOSURES

1. **A complete profile of all the promoters, including their name, date of birth, age, personal addresses, educational qualifications, experience in the business or employment, positions/posts held in the past, directorships held, other ventures of each promoter, special achievements, their business and financial activities, photograph, permanent accountant number:**

**DETAILS OF PROMOTERS:** The details of promoters are as follows:-

Serial No.		
1.	<b>Name</b>	Ecobox Industrial OPCP Holdings Pte. Ltd. *  *On and from the Deemed Date of Allotment / Pay-In Date, the Promoter will be Ecobox Asset III Pte. Ltd. pursuant to a primary issuance of equity shares by the Issuer to Ecobox Asset III Pte. Ltd. Details of Ecobox Asset III Pte. Ltd. are set out at Serial No. 2 below.
	<b>Date of Incorporation/ Date of Birth</b>	30 April 2024
	<b>Age</b>	NA
	<b>CIN</b>	UEN - 202417165C
	<b>PAN</b>	NA
	<b>Registered Office / Registered Address</b>	12 MARINA VIEW #11-01 ASIA SQUARE TOWER 2 SINGAPORE (018961)

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	<b>Corporate Office</b>	12 MARINA VIEW #11-01 ASIA SQUARE TOWER 2 SINAGPORE (018961)
	<b>Educational Qualification</b>	NA
	<b>Experience in the business or employment</b>	NA
	<b>Positions/posts held in the past</b>	NA
	<b>Directorships held</b>	NA
	<b>Other ventures of each promoter</b>	NA
	<b>Special achievements</b>	NA
	<b>Their business and financial activities</b>	Investment entity
	<b>Photograph</b>	NA
	<b>Telephone Number</b>	9167736898
	<b>Email ID</b>	<a href="mailto:projectduo@284732.com">projectduo@284732.com</a>
2.	<b>Name</b>	<b>Ecobox Asset III Pte. Ltd.*</b>  <b>* On and from the Deemed Date of Allotment / Pay-In Date, the Promoter will be Ecobox Asset III Pte. Ltd. pursuant to a primary issuance of equity shares by the Issuer to Ecobox Asset III Pte. Ltd</b>
	<b>Date of Incorporation/ Date of Birth</b>	13 August 2024
	<b>Age</b>	NA
	<b>CIN</b>	UEN - 202433063R
	<b>PAN</b>	NA
	<b>Registered Office / Regsitered Address</b>	30 CECIL STREET #19-08, PRUDENTIAL TOWER, SINGAPORE (049712)
	<b>Corporate Office</b>	30 CECIL STREET #19-08, PRUDENTIAL TOWER, SINGAPORE (049712)
	<b>Educational Qualification</b>	NA
	<b>Experience in the business or employment</b>	NA
	<b>Positions/posts held in the past</b>	NA
	<b>Directorships held</b>	NA
	<b>Other</b>	NA

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	<b>ventures of each promoter</b>	
	<b>Special achievements</b>	NA
	<b>Their business and financial activities</b>	NA
	<b>Photograph</b>	NA
	<b>Telephone Number</b>	9167736898
	<b>Email ID</b>	<a href="mailto:projectduo@284732.com">projectduo@284732.com</a>

**2. Declaration in relation to Promoter and Director Details**

The Issuer confirms that the Permanent Account Number, Aadhaar Number, Driving License Number, Bank Account Number(s) and Passport Number of the Promoter and Permanent Account Number of directors have been submitted to the stock exchanges on which the Debentures are proposed to be listed, at the time of filing the draft General Information Document.

**3. Details of credit rating, along with the latest press release of the Credit Rating Agency in relation to the issue, and a declaration that the rating is valid as on the date of issuance and listing. Such press release shall not be older than one year from the date of opening of the issue**

Please refer to the relevant Key Information Document for details of the relevant issuance of the NCD for the credit rating, credit rating report and the credit report rationale for the relevant issue.

**4. Name(s) of the stock exchange(s) where the non-convertible securities are proposed to be listed and the details of in-principle approval for listing obtained from these stock exchange(s)**

Please refer to the Key Information Document for the relevant issuance of Debentures for the relevant details as applicable to that relevant issue.

**5. If non-convertible securities are proposed to be listed on more than one stock exchange(s) then the issuer shall specify the designated stock exchange for the issue. The issuer shall specify the stock exchange where the recovery expense fund is being or has been created, as specified by the Board**

Please refer to the Key Information Document for the relevant issuance of Debentures for the relevant details as applicable to that relevant issue.

**6. The following details regarding the issue to be captured in a table format under “Issue Schedule”, as set out below:**

<b>Particulars</b>	<b>Date</b>
<b>Issue Opening Date</b>	Please refer to the Key Information Document for the relevant issuance of Debentures for the relevant details as applicable to that relevant issue.
<b>Issue Closing Date</b>	Please refer to the Key Information Document for the relevant issuance of Debentures for the relevant details as applicable to that relevant issue.
<b>Pay In Date</b>	Please refer to the Key Information Document for the relevant issuance of Debentures for the relevant details as applicable to that relevant issue.
<b>Deemed Date of Allotment</b>	Please refer to the Key Information Document for the relevant issuance of Debentures for the relevant details as applicable to that relevant issue.

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**7. Other Disclosures**

<b>Name, logo, addresses, website URL, email address, telephone number and contact person of:</b>	<b>Disclosure</b>
Legal Counsel	Please refer to the Key Information Document for the relevant issuance of Debentures for the relevant details as applicable to that relevant issue.
Merchant banker and Co-managers to the issues	Please refer to the Key Information Document for the relevant issuance of Debentures for the relevant details as applicable to that relevant issue.
Guarantor	Please refer to the Key Information Document for the relevant issuance of Debentures for the relevant details as applicable to that relevant issue.
Arrangers (if any)	Please refer to the Key Information Document for the relevant issuance of Debentures for the relevant details as applicable to that relevant issue.

**8. About the Issuer:**

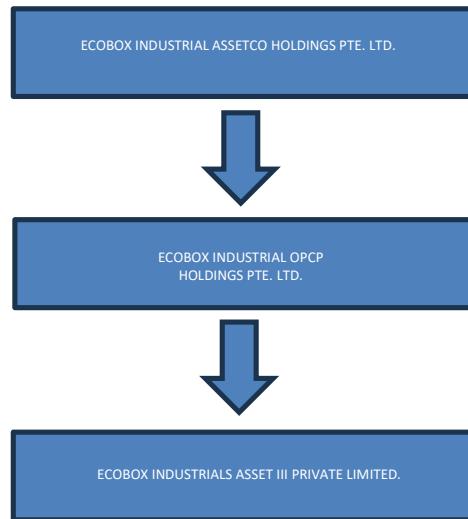
**(a) Overview and a brief summary of the business activities of the Issuer:**

The Issuer is a private limited company incorporated under the provisions of the Act. The Issuer has been incorporated on July 31, 2024.

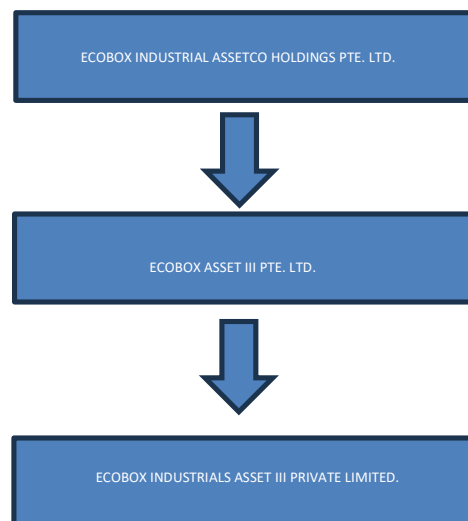
The main object of the Issuer is to carry on business to setup, develop, acquire, deal-in, manage warehousing, logistics, industrial infrastructures including industrial warehouse(s), industrial park(s), logistic park(s), and such other warehousing, logistic facilities.

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**(b) Structure of the Group:**



**On and from the Deemed Date of Allotment / Pay-In Date, the Promoter will be Ecobox Asset III Pte. Ltd. pursuant to a primary issuance of equity shares by the Issuer to Ecobox Asset III Pte. Ltd. Accordingly, on and from the Deemed Date of Allotment / Pay-in Date, the structure of the Group be as follows:-**



**(c) A brief summary of the business activities of the subsidiaries of the Issuer:**

The Issuer does not have any subsidiary as on date; accordingly, this point is not applicable to the Issuer.

**(d) Details of branches or units where the Issuer carries on its business activities, if any:**

The Issuer does not have any branch or units; accordingly, this point is not applicable to the Issuer.



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**(e) Project Cost and means of financing, in case of funding of new projects:**

N/A.

9. **EXPENSES OF THE ISSUE:** Expenses of the issue along with a break up for each item of expense, including details of the fees payable to separately as under (in terms of amount, as a percentage of total issue expenses and as a percentage of total issue size), as applicable

<b>Name</b>	<b>Costs (amount)</b>	<b>Costs (% of total issue expenses)</b>	<b>Costs (% of total issue size)</b>
<b>Lead Manager(s) fees</b>	Please refer to the Key Information Document	Please refer to the Key Information Document	Please refer to the Key Information Document
<b>Underwriting commission</b>	Please refer to the Key Information Document	Please refer to the Key Information Document	Please refer to the Key Information Document
<b>Brokerage, selling commission and upload fees</b>	Please refer to the Key Information Document	Please refer to the Key Information Document	Please refer to the Key Information Document
<b>Fees payable to the registrars to the issue</b>	Please refer to the Key Information Document	Please refer to the Key Information Document	Please refer to the Key Information Document
<b>Fees payable to the legal Advisors</b>	Please refer to the Key Information Document	Please refer to the Key Information Document	Please refer to the Key Information Document
<b>Advertising and marketing expenses</b>	Please refer to the Key Information Document	Please refer to the Key Information Document	Please refer to the Key Information Document
<b>Fees payable to the regulators including stock exchanges</b>	Please refer to the Key Information Document	Please refer to the Key Information Document	Please refer to the Key Information Document
<b>Expenses incurred on printing and distribution of issue stationary</b>	Please refer to the Key Information Document	Please refer to the Key Information Document	Please refer to the Key Information Document
<b>Any other fees, commission or payments under whatever nomenclature</b>	Please refer to the Key Information Document	Please refer to the Key Information Document	Please refer to the Key Information Document

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## 10. Financial Information

**(a) Audited financial statements on standalone and consolidated basis for the last 3 (three) completed years along with relevant auditor's reports**

Please refer to **Annexure B** hereof.

**(b) Key operational and financial parameters on consolidated and standalone basis:**

Please refer to **Annexure C** hereof.

**(c) Details of any other contingent liabilities of the Issuer, based on the latest audited financial statements including amount and nature of liability.**

As per the latest audited financial statement as at September 20, 2024 the Company does not have any contingent liabilities.

**(d) The amount of corporate guarantee or letter of comfort issued by the Issuer along with details of the counterparty (viz. name and nature of the counterparty, whether a subsidiary, joint venture entity, group company etc.) on behalf of whom it has been issued.**

As per the latest audited financial statement as at September 20, 2024 the Company has not given any corporate guarantee or letter of comfort on behalf of any counterparty.

## 11. Details of the Issuer:

**(a) Details of share capital as at quarter ended till June 30, 2024:**

The Issuer is recently incorporated on July 31 2024. As per the latest audited financial statement as at September 20, 2024 the details of share capital is as under:

Share capital	Amount
Authorized share capital	INR 10,00,000
Issued, subscribed and paid-up share capital	INR 10,000
<b>Total</b>	<b>INR 10,000</b>

**(b) Changes in its capital structure as at last quarter June 30, 2024, for the preceding three financial years and current financial year:**

The Company is recently incorporated on July 31, 2024. As per the latest audited financial statement as at September 20, 2024 there has been no change in the equity share capital of the Company except for the following :

Date of Change (Annual General Meeting/ Extraordinary General Meeting)	Particulars
August 28, 2024	Shareholders prior to transfer: a) Neerja Shah : 50% b) Ashok Shah : 50%  Shareholders post transfer: Ecobox Industrial OPCP Holdings Pte. Ltd.

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**(c) Details of the equity share capital for the preceding three financial years and current financial year.**

The Issuer is recently incorporated on July 31 2024. The details of equity share capital as per the latest audited financial statement as at September 20, 2024 is as under:

Date of Allotment	Number of Equity Shares	Face Value	Issue Price	Consideration (Cash, other than cash, etc.)	Nature of Allotment	Share Capital	Share Premium	Cumulative	Remarks
31/07/2024 (at time of incorporation)	1000	10	10	10000	Subscription at time of incorporation	10000	0	10000	N/A

**(d) Details of any acquisition of or amalgamation with any entity in the preceding one year – as on June 30, 2024**

There are no acquisition or amalgamation with any entity.

**(e) Details of any reorganization or reconstruction in the preceding one year – as on June 30, 2024.**

There are no reorganization or reconstruction in the last one year.

**(f) Details of the shareholding of the Company as at the latest quarter ended till June 30, 2024, as per the format specified under the listing regulations**

The Issuer is recently incorporated on July 31, 2024. The details of shareholders as per the latest audited financial statement as at September 20, 2024 is as under:

Sr. No.	Name of the Shareholder / Particulars	Class	Total Number of equity shares	Percentage (%) of Total Shareholding	Number of shares held in Demat Form
1.	Ecobox Industrial OPCP Holdings Pte. Ltd.	N/A	1000	100%	N/A
	<b>Total Equity Shares</b>		<b>1000</b>	<b>100%</b>	

**(g) List of top ten holders of equity shares of the Company as at the latest quarter ended till June 30, 2024.**

The Issuer is recently incorporated on July 31, 2024. The details of top 10 shareholders as

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per the latest audited financial statement as at September 20, 2024 is as under:

Sr. No.	Name of the shareholders	Total number of equity shares	Number of shares in demat form	Total shareholding as % of total number of equity shares
1	Ecobox Industrial OPCP Holdings Pte. Ltd.	1000	N/A	100%

(h) Shares pledged or encumbered by the promoters (if any):

N/A

12. Following details in relation to directors of the Company:

(a) Details of the current directors of the Company

Name, Designation, DIN and address of the Directors	DIN	Age	Address	Date of Appointment	Details of other directorships	Whether Willful defaulter
Ashish Narendra Shah	06898999	50	401 Kamal Kunj Opp AVM School, Juhu, Mumbai 400049	August 1, 2024	Ecobox Industrials Asset II Private Limited  Ecobox Industrials Asset V Private Limited  Ecobox Industrials Asset I Private Limited  Ecobox Industrial Development Private Limited	No
Abhay Goyal	02675462	44	I-1502, Jade Gardens, Gandhinagar, MIG Colony, Bandra East, Mumbai 400051	August 1, 2024	Ecobox Industrials Asset II Private Limited	No

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					Ecobox Industrials Asset V Private Limited	
					Ecobox Industrials Asset I Private Limited	
					Ecobox Industrial Development Private Limited	
					Logicap Investment Advisers Private Limited	

**(b) Details of change in directors since last three years and current financial year:**

Name, Designation and DIN	Date of Appointment	Date of Cessation, if applicable	Date of Resignation, if applicable	Remarks
Neerja Shah	July 31 2024	August 1, 2024	August 1, 2024	N/A
Ashok Shah	July 31 2024	August 1, 2024	August 1, 2024	N/A

**(c) Details of directors remuneration and such particulars of the nature and extent of their interests in the Issuer (during the current year and preceding three financial years):**

- (i) Remuneration payable or paid to a director by the Issuer, its subsidiary or associate company; shareholding of the director in the Company, its subsidiaries and associate companies on a fully diluted basis;

**The Issuer is recently incorporated on July 31 2024. Accordingly, there are no remuneration paid by the Issuer.**

- (ii) Appointment of any relative to an office or place of profit of the Issuer, its subsidiary or associate company

**The Issuer has not appointed any relative to an office or place of profit of the company.**

- (iii) Full particulars of nature and extent of interests, if any, of every director-

A. In the promotion of the Issuer: **N/A**

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B. In any immovable property acquired by the Issuer in the two years preceding the date of the General Information Document or any immovable property proposed to be acquired by it: **N/A**

C. where the interest of such a director consists in being a member of a firm or company, the nature and extent of his interest in the firm or company, with a statement of all sums paid or agreed to be paid to him or to the firm or company in cash or shares or otherwise by any person either to induce him to become, or to help him qualify as a director, or otherwise for services rendered by him or by the firm or company, in connection with the promotion or formation of the Issuer shall be disclosed: **N/A**

(iv) Contribution being made by the directors as part of the offer or separately in furtherance of such objects: **N/A**

(d) Any financial or other material interests of the directors, promoters, key managerial personnel or senior management in the offer and the effect of such interest in so far as it is different from the interests of other persons: **N/A**

**13. Following details regarding the auditors of the Issuer**

(a) Details of the auditor of the Issuer:

Name of the Auditor	Address	Date of Appointment
PHD & Associates	204/A, Rustomjee Central Park, Andheri Kurla Road, Chakala, Andheri East, Mumbai 400093. India	August 13, 2024

(b) Details of change in auditor for preceding three financial years and current financial year : **N/A**

**(IV) DISCLOSURES ON EXISTING FINANCIAL INDEBTEDNESS**

**1. Details of outstanding secured loan facilities as on June 30, 2024 in Crore:**

The Company does not have any secured loan facility as per the latest audited financial statement as at September 20, 2024.

Lender's Name	Type of Facility	Sanction Amount	Principal Outstanding	Repayment Date/ Schedule	Credit Rating, if applicable	Security	Asset Classification
NIL							

**2. Details of outstanding unsecured loan facilities as on June 30, 2024 in Crore:**

The Company does not have any outstanding unsecured loan facility as per the latest audited financial statement as at September 20, 2024.

(This General Information Document is neither a prospectus nor a statement in lieu of prospectus)

Name Of Lender	Type of facility/ Instrument	Amount Sanctioned/Issued	Principal Amount Outstanding	Repayment Date	Credit Rating, if applicable
NIL					

**3. Details of outstanding non convertible debentures as on June 30, 2024 in Crore:**

The Company does not have any outstanding non convertible debentures as per the latest audited financial statement as at September 20, 2024.

Debenture Series	ISIN	Tenor (Months)	Coupon (Annual)	Amount Outstanding	Allotment Date	Redemption Date/Schedule	Credit Rating	Secured/Unsecured	Security
NIL									

**4. Details of commercial paper issuances as on June 30, 2024 in Crore:**

The Company does not have any commercial paper as per the latest audited financial statement as at September 20, 2024.

Commercial Paper Series	ISIN	Tenor (Months)	Coupon (Annual)	Amount	Allotment Date	Redemption Date	Credit Rating	Secured/Unsecured	Security	Other Details viz. details of IPA, details of Credit Rating Agencies
NIL										

**5. List of top ten holders of non-convertible securities in terms of value (on a cumulative basis) as on June 30, 2024: N/A**

**6. List of top ten holders of commercial paper (in terms of value) as on June 30, 2024 (on a cumulative basis): N/A**

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**7. Details of the bank fund based facilities / rest of the borrower (if any, including hybrid debt like foreign currency convertible bonds, optionally convertible debentures / preference shares) from financial institutions or financial creditors: –**

The Company does not have any bank fund based facilities / rest of the borrower (including hybrid debt like foreign currency convertible bonds, optionally convertible debentures / preference shares) from financial institutions or financial creditors as per the latest audited financial statement as at September 20, 2024.

Name of the Party (in case of facility) / name of the instrument	Type of facility/instrument	Amount sanctioned / Issued	Principal amount outstanding	Date of repayment / schedule	Credit rating	Secured / Unsecured	Security
NIL							

The amount of corporate guarantee or letter of comfort issued by the Issuer along with name of the counterparty (like name of the subsidiary, joint venture entity, group company, etc.) on behalf of whom it has been issued, contingent liability including debt service reserve account guarantees/ any put option etc.

N/A

**8. Details of any outstanding borrowings taken / debt securities issued where taken / issued:**

- (i) for consideration other than cash - **N/A**
- (ii) in whole or part – **N/A**
- (iii) at a premium or discount - **N/A**
- (iv) in pursuance of an option or not - **N/A**

**9. Details of all default/s and/or delay in payments of interest and principal of any kind of term loans, debt securities, commercial papers (including technical delay) and other financial indebtedness including corporate guarantee or letters of comfort issued by the Issuer, in the past 3 years and the current financial year.**

N/A

**(IV) OTHER DISCLOSURES**

**1. Any material event/ development or change having implications on the financials, credit quality (e.g. any material regulatory proceedings against the Issuer/promoters, litigations resulting in material liabilities, corporate restructuring event etc.) at the time of issue which may affect the issue or the investor's decision to invest / continue to invest in the non-convertible securities/commercial papers:**

There are no material event/ development or change having implications on the financials, credit quality at the time of Issue which may affect the issue or the Investor's decision to invest / continue to invest in the Debentures.

**2. Any litigation or legal action pending or taken by a Government Department or a statutory body or regulatory body during the three years immediately preceding the year of the issue of the issue document against the promoter of the Company:**

There are no litigation or legal action pending or taken by a government department or a statutory



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body or regulatory body during the three years immediately preceding the year of the issue of this General Information Document against the promoter of the Issuer.

**3. Details of default and non-payment of statutory dues for the preceding three financial years and current financial year:**

Since the Issuer has been newly incorporated on July 31 2024, this is not applicable.

**4. Details of pending litigation involving the Issuer, promoter, director, subsidiaries, group companies or any other person, whose outcome could have material adverse effect on the financial position of the Issuer, which may affect the issue or the investor's decision to invest / continue to invest in the debt securities and/ or non-convertible redeemable preference shares:**

There are no pending litigation involving the Issuer, promoter, director, subsidiaries, group companies or any other person, whose outcome could have material adverse effect on the financial position of the issuer, which may affect the issue or the Investor's decision to invest / continue to invest in the debt securities.

**5. Details of acts of material frauds committed against the Issuer in the preceding three financial years and current financial year, if any, and if so, the action taken by the Issuer:**

There are no material frauds committed against the Issuer in the preceding three financial years and current financial year.

**6. Details of pending proceedings initiated against the Issuer for economic offences, if any:**

There are no pending proceedings initiated against the Issuer for economic offences.

**7. Related party transactions entered during the preceding three financial years and current financial year with regard to loans made or, guarantees given or securities provided.**

N/A

**8. The issue document shall not include a statement purporting to be made by an expert unless the expert is a person who is not, and has not been, engaged or interested in the formation or promotion or management, of the company and has given his written consent to the issue of the issue document and has not withdrawn such consent before the delivery of a copy of the issue document to the Registrar (as applicable) for registration and a statement to that effect shall be included in the issue document.**

The General Information Document does not include any statement made by an expert. Accordingly, this is not applicable.

**9. Consent of directors, auditors, bankers to issue, trustees, solicitors or advocates to the issue, legal advisors to the issue, lead managers to the issue, Registrar to the Issue, and lenders (if required, as per the terms of the agreement) and experts.**

To be set out in the relevant Key Information Document for the relevant issuance of Debentures.

**10. Name of the Debenture Trustee as mentioned with a statement to the effect that Debenture Trustee has given its consent for appointment along with the copy of the consent letter from the Debenture Trustee.**

Please refer to the **Annexure D** hereof.

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11. **If the security is backed by a guarantee or letter of comfort or any other document / letter with similar intent, a copy of the same shall be disclosed. In case such document does not contain detailed payment structure (procedure of invocation of guarantee and receipt of payment by the investor along with timelines), the same shall be disclosed in the Issue Document.**

To be set out in the relevant Key Information Document for the relevant issuance of Debentures.

12. **Disclosure of cash flow with date of interest/dividend/ redemption payment as per day count convention.**

- (a) **The day count convention for dates on which the payments in relation to the nonconvertible securities which need to be made, should be disclosed:** To be set out in the relevant Key Information Document for the relevant issuance of Debentures.
- (b) **Procedure and time schedule for allotment and issue of securities should be disclosed:** To be set out in the relevant Key Information Document for the relevant issuance of Debentures.
- (c) **Cash flows emanating from the non-convertible securities shall be mentioned in the issue document, by way of an illustration:** To be set out in the relevant Key Information Document for the relevant issuance of Debentures.

13. **Undertaking by the Issuer:**

- (a) Investors are advised to read the risk factors carefully before taking an investment decision in this issue. For taking an investment decision, Investors must rely on their own examination of the issuer and the offer including the risks involved. The securities have not been recommended or approved by the any regulatory authority in India, including the Securities and Exchange Board of India (SEBI) nor does SEBI guarantee the accuracy or adequacy of this document. Specific attention of the Investors is invited to the statement of 'Risk factors' given on page number under the section 'General Risks'.
- (b) The Issuer, having made all reasonable inquiries, accepts responsibility for, and confirms that this General Information Document contains all information with regard to the Issuer and the Issue, that the information contained in this General Information Document is true and correct in all material aspects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission of which make this document as a whole or any of such information or the expression of any such opinions or intentions misleading in any material respect.
- (c) The Issuer has no side letter with any debt securities holder except the one(s) disclosed in the General Information Document. Any covenants later added shall be disclosed on the stock exchange website where the debt is listed.
- (d) The necessary documents for creation of the charge, wherever applicable, including the Debenture Trust Deed has been executed within the time frame prescribed in the relevant regulations/Act/rules etc. and the same would be uploaded on the website of the designated stock exchange, where such securities have been proposed to be listed.

14. **Risk Factors**

Please refer to **Annexure A** hereof

15. **Declaration about the compliance with the provisions of Companies Act, 2013 (18 of 2013), the Securities Contracts (Regulation) Act, 1956 (42 of 1956) and the Securities and**

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**Exchange Board of India Act, 1992 (15 of 1992) and the rules and regulations made thereunder:**

The Issuer confirms that nothing in the General Information Document is contrary to the provisions of the Act, the Securities Contracts (Regulation) Act, 1956 (42 of 1956) and the Securities and Exchange Board of India Act, 1992 (15 of 1992) and the rules and regulations made thereunder

**16. Other Details**

**(a) Creation of Debenture Redemption Reserve (DRR) / Capital Redemption Reserve (CRR) - relevant legislations and applicability –**

As per Section 71 of the Act any company that intends to issue debentures must create a debenture redemption reserve ("DRR") to which adequate amounts shall be credited out of the profits of the company until the redemption of the debentures.

The Issuer hereby agrees and undertakes that it would create and maintain a Debenture Redemption Reserve as per the provisions of the Act and other Applicable Law and otherwise comply with the provisions of the Act and other Applicable Law in relation thereto, and if during the currency of these presents, any guidelines are formulated (or modified or revised) by any Governmental Authority under Applicable Law in respect of creation of the Debenture Redemption Reserve, the Issuer shall abide by such guidelines and execute all such supplemental letters, agreements and deeds of modifications as may be required by the Debenture Trustee and shall also cause the same to be registered, where necessary

**(b) Issue/instrument specific regulations - relevant details (Companies Act, 2013 (18 of 2013), guidelines issued by the Reserve Bank of India, etc.):**

The Issue of Debentures shall be in conformity with the applicable provisions of the Act, the rules made thereunder, the SEBI Regulations and the applicable guidelines and circulars issued by the SEBI.

**(c) Default in payment:**

In case of default in payment on any Due Date of an amount payable to pursuant to the Debenture Documents, default interest at the rate of 2% (two percent) per annum, payable on all such outstanding amounts over and above the then prevailing applicable Coupon Rate

**(d) Delay in listing:**

In accordance with the SEBI Regulations the Issuer confirms that in the event there is any delay in listing of the Debentures beyond 3 (three) Business Days from the Issue Closing Date for the Debentures, the Issuer will pay to the Debenture Holders, penal interest of 1% (one percent) per annum over the Coupon Rate, from the Deemed Date of Allotment of the Debentures until the listing of the Debentures is completed

**(e) Delay in allotment of securities:**

In case of delay in allotment of Debentures beyond the time limit specified under Applicable Law, the Issuer would pay interest at the rate which is equal to the applicable Coupon Rate from the date of receipt of subscription money till the Deemed Date of Allotment of the Debentures

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(f) **Issue Details:**

Please refer to the Key Information Document for the relevant issuance of Debentures for the relevant details as applicable to that relevant issue

(g) **Application Process:**

Please refer to the Key Information Document for the relevant issuance of Debentures for the relevant details as applicable to that relevant issue

(h) **Disclosure prescribed under PAS-4 of Companies (Prospectus and Allotment of Securities), Rules, 2014 but not contained in this Issue Document, if any:**

The finalized form of the Private Placement Offer cum Application Letter prepared in accordance with the Form PAS 4 prescribed under the Companies (Prospectus and Allotment of Securities) Rules, 2014 shall be enclosed in the relevant Key Information Document for the relevant issuance of Debentures

(i) **Project details: gestation period of the project; extent of progress made in the project; deadlines for completion of the project; the summary of the project appraisal report (if any), schedule of implementation of the project: Nil**

**17. Following are the other matters and reports, namely:**

(a) If the proceeds, or any part of the proceeds, of the issue of the debt securities/non-convertible redeemable preference shares are or is to be applied directly or indirectly:

- (i) in the purchase of any business:
- (ii) in the purchase of an interest in any business and by reason of that purchase, or anything to be done in consequence thereof, or in connection therewith,

the company shall become entitled to an interest in either the capital or profits and losses or both, in such business exceeding fifty per cent. thereof, a report made by a chartered accountant (who shall be named in the General Information Document) upon –

- A. the profits or losses of the business for each of the three financial years immediately preceding the date of the issue of the General Information Document; and
- B. the assets and liabilities of the business as on the latest date to which the accounts of the business were made up, being a date not more than one hundred and twenty days before the date of the issue of the General Information Document.

**Not applicable. The amount equivalent to 100% of the funds raised by the Issue will be utilized towards the purposes set out in the relevant Key Information Document for the relevant issuance of Debentures**

(b) In purchase or acquisition of any immoveable property including indirect acquisition of immoveable property for which advances have been paid to third parties, disclosures regarding:

- (i) the names, addresses, descriptions and occupations of the vendors;
- (ii) the amount paid or payable in cash, to the vendor and where there is more than one vendor, or the company is a sub-purchaser, the amount so paid or payable to each vendor, specifying separately the amount, if any, paid or payable for goodwill;

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- (iii) the nature of the title or interest in such property proposed to be acquired by the company; and
- (iv) the particulars of every transaction relating to the property completed within the two preceding years, in which any vendor of the property or any person who is or was at the time of the transaction, a promoter or a director or proposed director of the company, had any interest, direct or indirect, specifying the date of the transaction and the name of such promoter, director or proposed director and stating the amount payable by or to such vendor, promoter, director or proposed director in respect of the transaction:

Provided that if the number of vendors is more than five, then the disclosures as required above shall be on an aggregated basis, specifying the immovable property being acquired on a contiguous basis with mention of the location/total area and the number of vendors from whom it is being acquired and the aggregate value being paid. Details of minimum amount, the maximum amount and the average amount paid/ payable should also be disclosed for each immovable property.

**Not applicable. The amount equivalent to 100% of the funds raised by the Issue will be utilized towards the purposes set out in the relevant Key Information Document for the relevant issuance of Debentures**

- (c) If:
  - (i) the proceeds, or any part of the proceeds, of the issue of the debt securities/non-convertible redeemable preference shares are or are to be applied directly or indirectly and in any manner resulting in the acquisition by the company of shares in any other body corporate; and
  - (ii) by reason of that acquisition or anything to be done in consequence thereof or in connection therewith, that body corporate shall become a subsidiary of the company, a report shall be made by a Chartered Accountant (who shall be named in the General Information Document) upon –
    - A. the profits or losses of the other body corporate for each of the three financial years immediately preceding the issue of the General Information Document; and
    - B. the assets and liabilities of the other body corporate as on the latest date to which its accounts were made up.

**To be set out in the relevant Key Information Document for the relevant issuance of Debentures.**

- (d) The said report shall:
  - (i) indicate how the profits or losses of the other body corporate dealt with by the report would, in respect of the shares to be acquired, have concerned members of the issuer company and what allowance would have been required to be made, in relation to assets and liabilities so dealt with for the holders of the balance shares, if the issuer company had at all material times held the shares proposed to be acquired; and
  - (ii) where the other body corporate has subsidiaries, deal with the profits or losses and the assets and liabilities of the body corporate and its subsidiaries in the manner as provided in paragraph (c) (ii) above.

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- (e) The broad lending and borrowing policy including summary of the key terms and conditions of the term loans such as re-scheduling, prepayment, penalty, default; and where such lending or borrowing is between the issuer and its subsidiaries or associates, matters relating to terms and conditions of the term loans including re-scheduling, prepayment, penalty, default shall be disclosed.

**N/A**

- (f) The aggregate number of securities of the Issuer and its subsidiary companies purchased or sold by the promoter group, and by the directors of the Company which is a promoter of the Issuer, and by the directors of the Issuer and their relatives, within six months immediately preceding the date of filing the General Information Document with the Registrar of Companies, shall be disclosed. **This is not applicable since the Issuer has been recently incorporated on July 31 2024.**

- (g) The matters relating to:

(i) Material contracts: **To be set out in the relevant Key Information Document for the relevant issuance of Debentures.**

(ii) Time and place at which the contracts together with documents will be available for inspection from the date of the General Information Document until the date of closing of subscription list.

**Certified true copies of the above documents are available for inspection at the Registered / Corporate Office of the Issuer until the date of closure of the Issue.**

- (h) Reference to the relevant page number of the audit report which sets out the details of the related party transactions entered during the three financial years immediately preceding the issue of the General Information Document. **This is not applicable since the Issuer has been recently incorporated on July 31 2024.**

- (i) The summary of reservations or qualifications or adverse remarks of auditors in the three financial years immediately preceding the year of issue of the General Information Document, 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 remarks.

**This is not applicable since the Issuer has been recently incorporated on July 31 2024.**

- (j) The details of:

(i) any inquiry, inspections or investigations initiated or conducted under the securities laws or the Act or any previous companies law

(ii) prosecutions filed, if any (whether pending or not);

(iii) fines imposed or offences compounded

in the three years immediately preceding the year of issue of the General Information Document in the case of the issuer being a company and all of its subsidiaries.

**This is not applicable since the Issuer has been recently incorporated on July 31 2024.**

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- (k) The details of acts of material frauds committed against the Issuer in the preceding three financial years and current financial year, if any, and actions taken by the Issuer –

N/A

## (V) OFFERING INFORMATION

### 1. Terms of the Issue

Please refer to the Key Information Document for the relevant issuance of Debentures for the relevant details as applicable to that relevant issue.

### 2. Rights of Debenture Holders

The Debenture Holders will not be entitled to any rights and privileges of shareholders other than those available to them under statutory requirements. The Debentures issued under this General Information Document shall not confer upon the Debenture Holders, the right to receive notice, or to attend and vote at the general meetings of shareholders or Debenture Holders issued under any other Issue Document or issued other than under this General Information Document or of any other class of securities of the Issuer.

### 3. Modification of Rights

The rights, privileges, terms and conditions attached to the Debentures under the Offer Documents may not be amended or waived unless made in writing and with the prior written consent of the Issuer (and/or such other Obligor which is a party to such Debenture Document, as the case may be) and the Debenture Trustee (acting on the instructions of the Majority Debenture Holders).

The Debenture Trustee shall, before taking any action on behalf of the Debenture Holders or providing any consent on behalf of the Debenture Holders under any Debenture Document, obtain the prior written consent of the applicable Debenture Holders in accordance with the terms of the Debenture Trust Deed.

### 4. Minimum subscription

Please refer to the Key Information Document for the relevant issuance of Debentures for the relevant details as applicable to that relevant issue.

### 5. Issue Procedure

#### Application Process

Please refer to the Key Information Document for the relevant issuance of Debentures for the relevant details as applicable to that relevant issue.

#### DISCLAIMER:

**PLEASE NOTE THAT ONLY THOSE PERSONS TO WHOM THE INFORMATION DOCUMENT HAS BEEN SPECIFICALLY ADDRESSED ARE ELIGIBLE TO APPLY. HOWEVER, AN APPLICATION, EVEN IF COMPLETE IN ALL RESPECTS, IS LIABLE TO BE REJECTED WITHOUT ASSIGNING ANY REASONS FOR THE SAME. THE LIST OF DOCUMENTS PROVIDED IN THIS INFORMATION DOCUMENT IS ONLY INDICATIVE, AND AN INVESTOR IS REQUIRED TO PROVIDE ALL THOSE DOCUMENTS/AUTHORISATIONS/INFORMATION, WHICH ARE LIKELY TO BE REQUIRED BY THE ISSUER. THE ISSUER MAY, BUT IS NOT BOUND TO REVERT TO ANY INVESTOR FOR ANY ADDITIONAL DOCUMENTS/INFORMATION, AND CAN ACCEPT OR REJECT AN APPLICATION AS IT DEEMS FIT. THE**

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**REGULATIONS/NOTIFICATIONS REGARDING INVESTMENT MENTIONED ABOVE ARE MERELY IN THE FORM OF GUIDELINES AND THE ISSUER DOES NOT WARRANT THAT THEY ARE ACCURATE, OR HAVE NOT BEEN MODIFIED. EACH OF THE ABOVE CATEGORIES OF INVESTORS IS REQUIRED TO CHECK AND COMPLY WITH EXTANT RULES/REGULATIONS/GUIDELINES, ETC. GOVERNING OR REGULATING THEIR INVESTMENTS AS ISSUED BY THEIR RESPECTIVE REGULATORY AUTHORITIES, AND THE ISSUER IS NOT, IN ANY WAY, DIRECTLY OR INDIRECTLY, RESPONSIBLE FOR ANY STATUTORY OR REGULATORY BREACHES BY ANY INVESTOR, NEITHER IS THE ISSUER REQUIRED TO CHECK OR CONFIRM THE SAME.**

#### **6. Applications under Power of Attorney/Relevant Authority**

In case of an application made under a Power of Attorney or resolution or authority, a certified true copy thereof along with Document and Articles of Association and/or Bye laws must be attached to the Application Form at the time of making the application, failing which, the Issuer reserves the full, unqualified and absolute right to accept or reject any application in whole or in part and in either case without assigning any reason thereto. Names and specimen signatures of all the authorized signatories must also be lodged along with the submission of the completed application.

#### **7. Market Lot**

The market lot would be one debenture.

#### **8. Issue Of Debentures only in Demat Form**

The Issuer will make necessary arrangements with National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Limited (CDSL) for the issue of Debentures in Dematerialized form. Investors shall hold the Debentures and deal with the same as per the provisions of Depositories Act, 1996 /rules as notified by NSDL / CDSL from time to time.

Investors should mention their Depository Participants name, DP-ID and Beneficiary Account Number in the appropriate place in the Application Form. The Issuer shall take necessary steps to credit the Depository Account of the allottee(s) with the number of debentures allotted. In case of incorrect details provided by the Investors and inability of the Issuer to credit the depository account, the allotment of debentures would be held in abeyance till the Investors furnish the correct depository account details to the Issuer.

#### **9. Mode Of Subscription**

Please refer to the Key Information Document for the relevant issuance of Debentures for the relevant details as applicable to that relevant issue.

#### **10. Refunds**

For applicants whose applications have been rejected or allotted in part, refund orders will be dispatched within 7 (seven) days from the Deemed Date of Allotment of the Debentures without interest.

The Issuer shall allot the Debentures within 60 days from the receipt of application money for Debentures and if the Issuer is not able to allot the Debentures within such period, it shall repay the application money within 15 days from the date of completion of 60 days and if the Issuer fails to repay the application money within aforesaid period, it shall be liable to repay that money with interest at the rate of 12 % pa. from the expiry of the sixtieth day.]

#### **11. Tax Deduction At Source (TDS)**

The existing clause (ix) of proviso to Sec. 193 of the Income-tax Act, 1961 ('IT Act') provides that no tax shall be deducted on interest payable on any security issued by a company to a resident payee,



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where such security is in dematerialised form and is listed on a recognised stock exchange in India in accordance with the Securities Contracts (Regulation) Act, 1956 and the rules made thereunder. However, vide Finance Act 2023, TDS @ 10% is to be deducted w.e.f. 1st April, 2023 on interest payable to the resident payee on such listed securities issued by a company. In view of above amendment and with effect from 1st April, 2023, TDS will be deducted on any interest payable / paid on listed NCD held by respective Investors who are tax resident of India.

The following payees are also not subject to tax deducted at source in view of the provisions of Sections 196 of the Act:

- (i) Government Section 196(i)
- (ii) Reserve Bank of India Section 196(ii)
- (iii) A corporation established by or under a Central Act which is, under any law for the time being in force, exempt from income-tax on its income Section 196(iii)
- (iv) Mutual Fund Section 196(iv)

Further, Non-resident investors being Foreign Institutional Investors (FII) and Foreign Portfolio Investors (FPI), TDS @ 20% (plus applicable surcharge and cess) or tax treaty rate whichever is Beneficial is required to be withheld in accordance with the provisions of Section 196D of the Act.

Once the TDS deducted, no request will be accepted for TDS refund in any scenario.

## 12. Redemption

Please refer to the Key Information Document for the relevant issuance of Debentures for the relevant details as applicable to that relevant issue.

## 13. Mode of Transfer

All requests for transfer should be submitted to the respective Depository Participants prior to the Record Date for payment of interest/ principal.

Provided further that nothing in this section shall prejudice any power of the Issuer to register as Debenture holder any person to whom the right to any Debenture of the Issuer has been transmitted by operation of law.

Transfer of Debentures would be in accordance with the rules / procedures as prescribed by NSDL / CDSL / Depository Participant.

## 14. Payment on Redemption

### *Debentures held in Demat Form*

In case of the Debentures held in demat form, no action is required on the part of the debenture holder(s) at the time of redemption of the Debentures and on the Redemption Date, the redemption proceeds would be paid to those debenture holder(s) whose name(s) appear on the list of beneficial owners given by the Depositories to the Issuer. The name(s) would be as per the Depositories' records on the Record Date fixed for the purpose of redemption. All such Debentures will be simultaneously redeemed through appropriate debit corporate action.

The Issuer shall compute the redemption amounts to be paid to each of the debenture holders based in the manner set out in the summary term sheet.

The redemption proceeds shall be directly credited through Electronic Clearing Service (ECS), RTGS or National Electronic Funds Transfer (NEFT) and where such facilities are not available the Issuer shall make payment of all such amounts by way of cheque/ demand draft. The cheque/demand draft for redemption proceeds, will be dispatched by courier or hand delivery or registered post at the address provided in the Application / at the address as notified by the

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debenture holder(s) or at the address with Depositories' record. Once the redemption proceeds have been credited to the account of the debenture holder(s) or the cheque/demand draft for redemption proceeds is dispatched to the debenture holder(s) at the addresses provided or available from the Depositories record, the Issuer's liability to redeem the Debentures on the date of redemption shall stand extinguished and the Issuer will not be liable to pay any interest, income or compensation of any kind from the date of redemption of the NCD(s).

#### **15. Debenture Certificate in Dematerialized mode**

The Issuer will make allotment of Debentures to Investors in due course after verification of the application form, the accompanying documents and on realization of the application money.

#### **16. Right to accept or reject applications**

The Issuer is entitled at its sole and absolute discretion to accept or reject an application, in part or in full, without assigning any reason thereof. The application form, which is not complete in all respects, shall be liable to be rejected. Any application, which has been rejected, would be intimated by the Issuer along with the refund warrant / cheques.

#### **17. Record Date**

The record date shall be 15 (fifteen) calendar days prior to each Coupon payment date and/or the Redemption Date or such other date as may be or a date notified by the Issuer to the Stock Exchange, in accordance with the applicable law ("Record Date").

In case the Record Date falls on a day when the Stock Exchange is having a trading holiday, the immediately preceding trading day will be deemed as the Record Date.

#### **18. Notices**

The notices to the Debenture Holders required to be given by the Issuer or the Debenture Trustee shall be deemed to have been given if sent by ordinary post to the sole/first allottee or sole/first registered holder of the Debentures, as the case may be. All notices to be given by debenture holders shall be sent by registered post or by hand delivery to the Issuer at its Registered / Corporate Office.

#### **19. Succession**

In the event of demise of the Debenture Holder, the Issuer will recognize the executor or administrator of the deceased Debenture holder, or the holder of succession certificate or other legal representative as having title to the Debentures. The Issuer shall not be bound to recognize such executor, administrator or holder of the succession certificate or other legal representative as having title to the Debentures, unless such executor or administrator obtains probate or letter of administration or such holder is the holder of succession certificate or other legal representation, as the case may be, from a competent Court in India having jurisdiction over the matter. The Directors of the Issuer may, in their absolute discretion, where they think fit, dispense with production of probate or letter of administration or succession certificate or other legal representation, in order to recognize such holder as being entitled to the Debentures standing in the name of the deceased Debenture holder on production of sufficient documentary proof or indemnity.

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## **20. Allotment Basis**

Acceptance of the offer to invest and the allotment shall be decided by the Issuer. The Issuer reserves the right to reject in full or part any or all of the offers received by them to invest in the debentures without assigning any reason for such rejection. Acceptance of the offer shall be subject to completion of subscription formalities as detailed in the application form.

## **21. Tax Benefits**

There are no specific tax benefits attached to the Debentures. Investors are advised to consider the tax implications of their respective investment in the Debentures.

## **22. Governing Law and Jurisdiction**

The Debentures are governed by and shall be construed in accordance with the existing Indian laws. The jurisdiction will be mutually agreed in the Debenture Documents.

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## DECLARATION

The persons authorized by the Issuer hereby declare that-

1. The Company is in compliance with the provisions of Securities Contracts (Regulation) Act, 1956 (42 of 1956) and the Securities and Exchange Board of India Act, 1992 (15 of 1992), Companies Act, 2013 (18 of 2013 and the rules and regulations made thereunder;
2. the compliance with the Act and the rules does not imply that payment of dividend or interest or repayment of non-convertible securities, is guaranteed by the Central Government;
3. the monies received under the offer shall be used only for the purposes and objects indicated in the issue document;
4. 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;
5. The contents of the document have been perused by the Board of Directors, and the final and ultimate responsibility of the contents mentioned herein shall also lie with the Board of Directors; and

The following shall be the authorised persons in case the Issuer is a body corporate:

- (i) Executive Chairperson and compliance officer; or
  - (ii) Managing Director or Chief Executive Officer and compliance officer; or
  - (iii) Chief Financial Officer and compliance officer; or
  - (iv) Whole-time director and compliance officer; or
  - (v) any two key managerial personnel.
6. they are duly authorised to attest as per this clause by the board of directors or the governing body, as the case may be, by a resolution, a copy of which is also disclosed in the offer document.

The Issuer hereby certifies that the disclosures made in this Issue Document are true and correct and generally adequate and in conformity with Schedule I of the SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 as amended from time to time, and no statement made in this Issue Document shall contravene any of the provisions of the Companies Act, 2013 and the rules made thereunder. All the legal requirements connected with the said issue as also the guidelines, instructions, etc. issued by SEBI, Government and any other competent authority in this behalf have been duly complied with.

### Note to Investors

***Investment in non-convertible securities is risky, and investors should not invest any funds in such securities unless they can afford to take the risk attached to such investments. Investors are advised to take an informed decision and to read the risk factors carefully before investing in this offering. For taking an investment decision, investors must rely on their examination of the issue including the risks involved in it. Specific attention of investors is invited to statement of risk factors contained under Annexure B of this General Information Document. These risks are not, and are not intended to be, a complete list of all risks and considerations relevant to the non-convertible securities or investor's decision to purchase such securities.***

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**Signed by:**

<b>Name, Designation, DIN</b>	<b>Signature</b>
<b>Abhay Goyal</b> Designation : Chief Financial Officer DIN: 02675462	
<b>Vinaya Phadke</b> Designation : Company Secretary	

**Place: Mumbai**

**Date: \_\_\_\_\_**

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## ANNEXURE A | RISK FACTORS

The Issuer believes that the following factors may affect its ability to fulfil its obligations in relation to the Debentures. These risks may include, among others, business aspects, equity market, bond market, interest rate, market volatility and economic, political and regulatory risks and any combination of these and other risks. Prospective Investors should carefully consider all the information in this General Information Document, including the risks and uncertainties described below, before making an investment in the Debentures. All of these factors are contingencies which may or may not occur and the Issuer is not in a position to express a view on the likelihood of any such contingency occurring.

### a) Management's Perception of Risk Factors

The Issuer is a private limited company incorporated under the provisions of the Act. The Issuer has been incorporated on July 31, 2024.

The main object of the Issuer is to carry on business to setup, develop, acquire, deal-in, manage warehousing, logistics, industrial infrastructures including industrial warehouse(s), industrial park(s), logistic park(s), and such other warehousing, logistic facilities. Prospective Investors should carefully consider the risks and uncertainties described below and the information contained elsewhere in this General Information Document before making an investment in the Debentures.

In making an investment decision, each Investor must rely on its own examination of the Issuer and the terms of the offering of the Debentures. The risks described below are not the only ones faced by the Issuer to affect the Issuer's ability to service the Debentures. The Issuer's business, prospects, financial condition, cash flows and results of operations could be materially and adversely affected by any of these risks. Additional risks not currently known to the Issuer currently deems immaterial may also impair the business, prospects, financial condition, cash flows and results of operations of the Issuer.

The financial and other related implications of the risk factors, wherever quantifiable, have been disclosed in the risk factors mentioned below. However, there are certain risk factors where the financial impact is not quantifiable and, therefore, cannot be disclosed in such risk factors.

This Risk Factors also contain forward-looking statements that contain words or phrases such as "will", "would", "aim", "aimed", "will likely result", "is likely", "are likely", "believe", "expect", "expected to", "will continue", "will achieve", "anticipate", "estimate", "estimating", "intend", "plan", "contemplate", "seek to", "seeking to", "trying to", "target", "propose to", "future", "objective", "goal", "project", "should", "can", "could", "may", "will pursue" and similar expressions or variations of such expressions. These forward-looking statements involve risks, assumptions, estimates and uncertainties. Our actual results could differ materially from those anticipated in such forward-looking statements as a result of certain factors including the considerations described below and elsewhere in this Disclosure Document. The Issuer undertakes no obligation to update forward-looking statements to reflect events or circumstances after the date thereof.

### b) Use of market data

Unless stated otherwise, macroeconomic and industry data, if used throughout this General Information Document, have been obtained from publications prepared by providers of industry information, government sources and multilateral institutions. Such publications generally state that the information contained therein has been obtained from sources believed to be reliable but that their accuracy and completeness are not guaranteed, and their reliability cannot be assured. Although the Issuer believes that industry data if used in this General Information Document are reliable, it has not been independently verified.

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**c) A slowdown in economic growth in India could adversely affect our business**

Any downturn in the macroeconomic environment in India may adversely affect the Issuer's business. Volatility, negativity, or uncertain economic conditions could undermine the business confidence and may have a significant impact on our results of operations. Changing demand patterns, economic volatility and uncertainty could have a material adverse impact on our business, financial conditions, and results of operations.

Further, we are incorporated in India and a majority of our assets and employees will be located in India. Consequently, our business, results of operations, financial condition and the market price of our equity shares will be affected by changes in interest rates in India, policies of the Government of India, including taxation policies along with policies relating to industry, political, social and economic developments affecting India.

**d) Non-compliance with existing or changes to environmental, health and safety, labour laws and other applicable regulations by the Issuer may adversely affect our business, financial condition, results of operations and cash flows**

The business activities in India are subject to extensive laws and government regulations, including in relation to safety, health and environmental protection. The Issuer may be subject to the laws and regulations governing relationships with employees in areas such as minimum wages, maximum working hours, overtime, working conditions, hiring and termination of employees, contract labour, work permits, maintenance of regulatory and statutory records and making periodic payments.

The Issuer may fail to comply with such regulations, which could lead to enforced shutdowns and other sanctions imposed by the relevant authorities. The Issuer may get involved or be held liable in litigation or other proceedings and consequently incur increased costs or penalties, suffer a disruption in our operations or result in our approvals and permits being revoked, any of which could adversely affect our business and results of operations.

**e) The departure of the Company's key personnel could adversely affect its business and its ability to pursue its growth strategies**

The Issuer's success depends on its ability to retain senior executives and key employees. The Issuer's continued success will depend on its ability to attract, recruit and retain a large group of experienced professionals and staff. If any senior executives or key employees were to leave, it could face difficulty replacing them. Their departure and the Issuer's failure to replace such key personnel could have a negative impact on the Issuer's business, including its ability to bid for and execute new projects as well as on its ability to meet its earnings and profitability targets and to pursue future growth strategies. As the Issuer's business grows, it may not be able to attract/ retain skilled employees which may have an adverse effect over its results of operations and financial performance.

**f) Data Privacy and Cybersecurity Risk**

Our dependency on the digital platform shall increase the risk of data breaches, cyber-attacks, and unauthorized access to sensitive information. These events could lead to financial loss, operational hindrance, regulatory scrutiny and reputational damage.

**g) Risks relating to the Issue:**

An investment in Debentures involves risks. These risks may include, among others, equity market, bond market, interest rate, market volatility and economic, political and regulatory risks and any combination of these and other risks. Some of these are briefly discussed below. Potential Investors and subsequent purchasers of the Debentures should be experienced with respect to transactions

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in instruments such as the Debentures. Potential Investors and subsequent purchasers of the Debentures should understand the risks associated with an investment in the Debentures and should only reach an investment decision after careful consideration, with their legal, tax, accounting and other advisers, of (a) the suitability of an investment in the Debentures in the light of their own particular financial, tax and other circumstances and (b) the information set out in this General Information Document.

The Debentures may decline in value and marketability and Investors should note that, whatever their investment in the Debentures, the minimum cash amount due at maturity will be equivalent to the face value of the Debentures.

More than one risk factor may have simultaneous effect with regard to the Debentures such that the effect of a particular risk factor may not be predictable. In addition, more than one risk factor may have a compounding effect which may not be predictable. No assurance can be given as to the effect that any combination of risk factors may have on the value of the Debentures.

**h) Refusal of listing any security within past 3 (three) years.**

In accordance with Indian law and practice, permissions for listing and trading of the Debentures issued pursuant to this Issue will not be granted until the relevant stock exchange approves the listing, which will be available only after an updated document is accordingly filed with the relevant authorities at the time of such listing. Approval for listing and trading will require all relevant documents authorising the issuing of the Debentures to be submitted. There could be a failure or delay in listing the Debentures on the stock exchange. If permission to deal in and for an official quotation of the Debentures is not granted by the stock exchange, the Debentures will remain unlisted.

**i) Interest Rate Risk**

All securities where a fixed rate of yield is offered, such as our Debentures, are subject to price risk. The price of such securities will vary inversely with changes in prevailing interest rates, i.e., when interest rates rise, prices of fixed income securities fall and when interest rates drop, the prices increase. The extent of fall or rise in the prices is a function of the existing coupon, days to maturity and the increase or decrease in the level of prevailing interest rates. Increased rates of interest, which frequently accompany inflation and/or a growing economy, are likely to have a negative effect on the price of our Debentures.

**j) The Debentures may be Illiquid.**

It is not possible to predict if and to what extent a secondary market may develop in the Debentures or at what price the Debentures will trade in the secondary market or whether such market will be liquid or illiquid. If so specified in this General Information Document, application has been made to list or quote or admit to trading the Debentures on the stock exchange or quotation system(s) specified. If the Debentures are so listed or quoted or admitted to trading, no assurance is given that any such listing or quotation or admission to trading will be maintained. The fact that the Debentures may be so listed or quoted or admitted to trading does not necessarily lead to greater liquidity than if they were not so listed or quoted or admitted to trading. The listing of the Debentures is subject to receipt of the final listing and trading approval from the Designated Stock Exchange. The Issuer may, but is not obliged to, at any time purchase the Debentures at any price in the open market or by tender or private agreement. Any Debentures so purchased may be resold or surrendered for cancellation. The more limited the secondary market is, the more difficult it may be for the Debentures Holders to realise value for the Debentures prior to redemption of the Debentures.

**k) The Debentures may not be a suitable investment for all purchasers.**

Potential Investors should ensure that they understand the nature of the Debentures and the extent



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of their exposure to risk, that they have sufficient knowledge, experience, and access to professional advisers to make their own legal, tax, accounting and financial evaluation of the merits and risks of investment in the Debentures and that they consider the suitability of the Debentures as an investment in the light of their own circumstances and financial condition.

**l) Any downgrading in credit rating of the Debentures may affect the value of the Debentures.**

The rating is not a recommendation to purchase, hold or sell the Debentures in as much as the ratings do not comment on the market price of the Debentures or its suitability to a particular Investor. In the event of deterioration in the financial health of the Issuer, there is a possibility that the Rating Agency may downgrade the rating of the Debentures. In such cases, potential Investors may incur losses on re-valuation of their investment or make provisions towards sub-standard / non-performing investment as per their usual norms.

The right of the Debenture Holders to receive payments under the Debentures will be junior to certain liabilities preferred by law on an insolvency of the Issuer.

Upon an order for winding-up or liquidation in India, the assets of a company are vested in a liquidator who has wide powers to liquidate such company to pay its debt and administrative expenses.

**m) Delays in court proceedings in India**

If any dispute arises between the Issuer and any other party, the Issuer or such other party may need to take recourse to judicial proceedings before courts in India. It is not unusual for court proceedings in India to continue for extended periods. Disposition of cases may be further subject to various delays including multiple levels of appellate adjudication.

Exercise of powers by the Debenture Trustee is subject to equitable principles and supervisory powers of courts.

The exercise by the Debenture Trustee of the powers and remedies conferred on it under the Debenture Trust Deed and the Debenture Documents or otherwise vested in it by Applicable Law, will be subject to general equitable principles regarding the general supervisory powers and discretion of the Indian courts in the context thereof and the obtaining of any necessary governmental or regulatory consents, approvals, authorisations or orders.

Potential purchasers and sellers of the Debentures should be aware that they may be required to pay taxes in accordance with the laws and practices of India.

Payment or delivery of any amount due in respect of the Debentures may be subject to deduction of all applicable taxes, duties or other withholdings. Potential Investors who are in any doubt as to their tax position should consult their own independent tax advisers to ascertain tax impact. In addition, potential Investors should be aware that tax regulations and their application by the relevant taxation authorities change from time to time.

**n) Receipt of coupon or principal is subject to the credit risk of the Issuer.**

Potential Investors should be aware that the receipt of any coupon payment, principal amount and any other amounts that may be due in respect of the Debentures at maturity is subject to the credit risk of the Issuer. Any stated credit rating of the Issuer reflects the independent opinion of the referenced Rating Agency as to the creditworthiness of the rated entity but is not a guarantee of credit quality of the Issuer. Any downgrading of the credit ratings of the Issuer by the Rating Agency may lower the value of the Debentures.

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Investment in non-convertible securities involves a degree of risk and Investors should not invest any funds in such securities unless they can afford to take the risk attached to such investments. Investors are advised to take an informed decision and to read the risk factors carefully before investing in this offering.

**o) Future legal and regulatory obstructions**

The central and state governments serve multiple roles in the Indian economy, including producers, consumers and regulators, which may have a significant influence on the Issuer. Future government policies and changes in laws and regulations in India, including applicable foreign exchange laws and comments, statements, policy changes or any adverse interpretation of Applicable Law by any Governmental Authority, including but not limited to the SEBI or the RBI, may adversely affect the Debentures. The timing and content of any new law or regulation is not within the Issuer's control and such new law, regulation, comment, statement, policy change or adverse interpretation by any regulator could have an adverse effect on the market for and the price of the Debentures.

**p) Political instability or changes in the Government could delay further liberalisation of the Indian economy and adversely affect economic conditions in India generally**

The Issuer operates only within India and, accordingly, all of its revenues are derived from the domestic market. As a result, the Issuer is highly dependent on prevailing economic conditions in India and its results of operations are significantly affected by factors influencing the Indian economy. An uncertain economic situation, in India and globally, could result in a further slowdown in economic growth, investment and consumption. A slowdown in the rate of growth in the Indian economy could result in lower demand for renting immovable properties. Any slowdown in the growth or negative growth of sectors where we have a relatively higher exposure could adversely impact our performance our business prospects, results of operations, cash flows and financial condition.

Since 1991, successive central governments have pursued policies of economic liberalisation and financial sector reforms. Nevertheless, the role of the central and state governments in the Indian economy as producers, consumers and regulators has remained significant. However, there can be no assurance that the liberalisation policies announced by the Government in the past will continue in the future. A significant change in the Government's policies could affect business and economic conditions in India and could also adversely affect our business.

**q) Other global economic, political and social conditions**

Global economic, political and social conditions may harm the Issuer's ability to do business, increase its costs and negatively affect our business.

Global economic and political factors that are beyond our control, influence forecasts and directly affect performance. These factors include interest rates, rates of economic growth, fiscal and monetary policies of governments, inflation, deflation, foreign exchange fluctuations, consumer credit availability, fluctuations in commodities markets, consumer debt levels, unemployment trends and other matters that influence consumer confidence, spending and tourism. Increasing volatility in financial markets may cause these factors to change with a greater degree of frequency and magnitude, which may negatively affect our business.

India is vulnerable to natural disasters that could severely disrupt normal business operations. India has experienced natural calamities, such as tsunamis, floods, cyclones, droughts and earthquakes in the past few years. The extent and severity of these natural disasters determines their impact on the Indian economy and infrastructure. Unforeseen circumstances of below normal rainfall and other natural calamities could also have a negative impact on the Indian economy. As the Issuer's

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business and operations could be interrupted or delayed as a result of a natural disaster in India, such natural disasters could affect its business, financial condition and results of operations.

Terrorist attacks, civil unrest, regional conflicts and other acts of violence or war involving India and other countries could adversely affect the financial markets and could have a material adverse effect on the Issuer's business, financial condition and results of operations.

Certain events that are beyond the control of the Issuer such as terrorist attacks and other acts of violence or war may negatively affect the Indian markets and also adversely affect the worldwide financial markets and could potentially lead to a severe economic recession. These acts may also result in a loss of business confidence, make travel and other services more difficult and ultimately adversely affect the Issuer's business. India has experienced communal disturbances, terrorist attacks and riots during recent years. If such events reoccur, the Issuer's business may be adversely affected. Hostilities and tensions may occur in the future and on a wider scale. Military activity or terrorist attacks in India, as well as other acts of violence or war could influence the Indian economy by creating a greater perception that investments in India involve higher degrees of risk. Events of this nature in the future, as well as social and civil unrest in India, could influence the economy and could have a material adverse effect on the market for securities of Indian companies.

**r) Risks owing to the Covid – 19 pandemic**

Covid-19 was identified in late 2019 and has spread globally. The rapid spread resulted in governments and other authorities implementing numerous measures to try to contain the virus, such as travel bans and restrictions, quarantines, shelter-in-place orders and shutdowns. These measures have impacted and may further impact all or portions of the Issuer's workforce and operations and the operations of customers. The Issuer has been affected by the pandemic in the past and taken containment measures. Restrictions on the Issuer's workforce's access to its facilities could limit its ability to meet customer servicing expectations and have a material adverse effect on the Issuer's financial condition, cash flows and results of operations.

The Covid-19 pandemic also significantly increased economic and demand uncertainty and led to disruption and volatility in the global capital markets, which increased the cost of capital and adversely impacted the Issuer's access to capital. It is likely that the Covid-19 pandemic could cause an economic slowdown/ cause a global recession. These events could affect the value of the equipment financed or leased, the demand for financings and the financial condition and credit risk of our dealers and customers.

Uncertainties related to the magnitude and duration of the Covid-19 pandemic in case the virus is revived in the future may significantly adversely affect the Issuer's business, financial condition, results of operations, cash flows and / or outlook. These uncertainties include prolonged reduction or closure of the Issuer's operations, or a delayed recovery in such operations, additional closures as mandated or otherwise made necessary by governmental authorities, additional operating costs at facilities that remain open due to remote working arrangements, adherence to social distancing guidelines and other pandemic related challenges, absence of employees due to illness, requests by the Issuer's customers or dealers for payment deferrals and contract modifications, the impact of disruptions in the global capital markets and / or decline in the Issuer's financial performance, outlook or credit ratings, which could impact Issuer's ability to obtain funding in the future, and the impact of the pandemic on demand for the Issuer's products and services. All of these factors could materially and adversely affect our business, liquidity, results of operations and financial position.

**s) Other Pandemic related risk in future**

Other than Covid-19, other pandemics may spread infectious disease that can pose a global threat. Pandemics can create social and economic chaos. They can severely upset business operations by disrupting the supply chain and causing high absenteeism. This may impede our ability to complete

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projects in a timely manner. Managing the threats posed by a pandemic is critical for business survival and the Issuer is unable to accurately predict the near-term or long-term impact of the any other pandemic on its business that may occur in future.

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## ANNEXURE B| AUDITED FINANCIAL STATEMENTS WITH AUDITOR'S REPORTS FOR THE PERIOD BETWEEN JULY 31, 2024 AND SEPTEMBER 20, 2024

**PHD & Associates**  
Chartered Accountants

### Independent Auditor's Report

To the members of Ecobox Industrials Asset III Private Limited

#### Opinion

We have audited the accompanying Standalone financial statements of Ecobox Industrials Asset III Private Limited (hereinafter referred to as "the Company"), which comprise the Balance Sheet as at 20 September 2024, the Statement of Profit and Loss, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information, (hereinafter referred to as the "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 20 September 2024, and its results of operations for the period then ended.

#### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Emphasis of Matter – Basis of Accounting

We draw attention to the financial statements, which describes the basis of accounting. The financial statements are prepared to assist the Company to meet the requirements of SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021. As a result, the financial statements may not be suitable for another purpose. Our opinion is not modified in respect of this matter.

#### Management's Responsibility for the standalone Financial Statements

The Company's Board of Directors is responsible for the preparation with respect to the preparation and presentation of these financial statements that give a true and fair view of the state of affairs, results of operations of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. The Board of Directors is also responsible for overseeing the company's financial reporting process.

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#### Auditor's Responsibility for the audit of Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the Standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone financial statements.

As a part of audit in accordance with SAs, We exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control
- Evaluate the appropriateness of the accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of the management's use of the going concern basis of accounting and, based on audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report related to disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards

For PHD & Associates  
Chartered Accountants  
Firm Reg. No: 111236W

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MAHENDRA  
SHAH

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SHAH  
Date: 2024.09.23  
13:30:58 +05'30'

Pinang Shah  
Partner  
Membership No: 120229  
Mumbai,  
UDIN: 24120229BKFDQ5412

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<b>Ecobox Industrials Asset III Private Limited</b>		
<b>Balance Sheet as on 20 September 2024</b>		
<i>Currency : Rs in lakhs</i>		
	Note	As at 20 September 2024
<b>EQUITY &amp; LIABILITY</b>		
<b>Shareholders' fund</b>		
Share capital	2	0.10
Reserves and surplus	3	(2.90)
		(2.80)
<b>Current liabilities</b>		
Short Term Borrowings	4	2.68
Other current liabilities	5	0.65
		3.34
		0.54
<b>ASSETS</b>		
<b>Current assets</b>		
Cash and cash equivalents	6	0.10
Short term loans and advances	7	0.44
		0.54
		0.54
The notes are an integral part of these Financial Statements (1 to 12)		
For and on behalf of the Board of Directors for Ecobox Industrials Asset III Private Limited		As set out in our attached report For PHD & Associates Chartered Accountants Firm Registration No 111236W
ASHISH <small>Digitally signed by NAREND ASHESH NAVENDRA RA SHAH</small>	ABHAY <small>Digitally signed by ABHAY GOYAL</small>	VINAYA <small>Digitally signed by VINAYA VIVEK PHADKE</small>
ASHISH SHAH Director DIN : 06898999 Mumbai	ABHAY GOYAL Director DIN : 02675462 Mumbai	VINAYA PHADKE Company Secretary Membership No: A21484 Mumbai
		PINANG <small>Digitally signed by PINANG MAHENDRA SHAH</small>
		PINANG SHAH Partner Membership No: 120229 Mumbai



(This General Information Document is neither a prospectus nor a statement in lieu of prospectus)

<b>Ecobox Industrials Asset III Private Limited</b>		
<b>Statement of Profit and Loss for the period ended 20 September 2024</b>		
<i>Currency : Rs in lakhs</i>		
	Note	For the period ended 20 September 2024
Revenue from operations		-
<b>Total Income</b>	A	-
Other expenses	8	2.90
<b>Total Expense</b>	B	2.90
Profit / (loss) before taxation and exceptional items		(2.90)
Add / (less): Exceptional items		-
Profit / (loss) before taxation		(2.90)
Less: Tax expense		-
- Current tax		-
- Deferred tax expense/(income)		-
<b>Profit / (loss) for the period</b>		(2.90)
Earnings per share - basic and diluted - (Face value Rs 10 each)	9	(3,916)
The notes are an integral part of these Financial Statements (1 to 12)		
For and on behalf of the Board of Directors for Ecobox Industrials Asset III Private Limited		As set out in our attached report For PHD & Associates Chartered Accountants Firm Registration No 111236W
ASHISH <small>Digitally signed by</small> NAREND <small>ASHISH</small> RA SHAH <small>NARENDRA</small> Ashish Shah Director DIN : 06898999 Mumbai	ABHAY <small>Digitally signed by</small> GOYAL <small>ABHAY</small> GOYAL <small>Date: 2024.09.23</small> Abhay Goyal Director DIN : 02675462 Mumbai	VINAYA VIVEK <small>Digitally signed by</small> PHADKE <small>VINAYA VIVEK PHADKE</small> PHADKE <small>Date: 2024.09.21</small> Vinaya Phadke Company Secretary Membership No: A21484 Mumbai
		PINANG <small>Digitally signed by</small> MAHENDRA <small>PINANG MAHENDRA</small> SHAH <small>SHAH</small> Pinang Shah Partner Membership No: 120229 Mumbai

(This General Information Document is neither a prospectus nor a statement in lieu of prospectus)

*Ecobox Industrials Asset III Private Limited*  
2024-25  
Currency: Rs in lakhs

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## Notes to the financial statements for the period ended 20 September 2024

### CORPORATE INFORMATION

Ecobox Industrials Asset III Private Limited is a private limited company incorporated on 31 July 2024 under the provisions of the Companies Act 2013.

Main objects of the Company is to carry on business to setup, develop, acquire, deal-in, manage warehousing, logistics, industrial infrastructures including industrial warehouse, industrial park and logistic park.

The Company is in its first year of existence and as a result, comparative information for the previous year is not mentioned in the financial statements and notes thereof.

The Company has not yet commenced its commercial operations.

### 1 SIGNIFICANT ACCOUNTING POLICIES

#### 1.1 Basis of preparation of financial statements

- The financial statements have been prepared under the historical cost convention on the accrual basis of accounting as a "going concern" and in accordance with the provisions of the Companies Act, 2013.
- These financial statements have been prepared to comply in all material aspects with applicable accounting principles in India, the applicable Accounting Standards prescribed under section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014, as amended, the provisions of the Act (to the extent notified) and other accounting principles generally accepted in India to the extent applicable.
- All assets and liabilities have been classified as current and non-current as per Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of business, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

#### 1.2 Use of estimates

- The preparation of financial statements in conformity with generally accepted accounting principles (GAAP) in India requires management to make estimates and assumptions that affects the reported amounts of assets and liabilities and the disclosures of contingent liabilities on the date of financial statements and reported amounts of revenue and expenses for that year. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Any revision to accounting estimates is recognised properly.

#### 1.3 Provisions, contingent liabilities and contingent assets

- The Company creates a provision when there is a present obligation as a result of a past event that probably requires an outflow of the resources and a reliable estimate can be made of the amount of obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources. When there is a possible obligation in respect of which likelihood of out flow of resources is remote, no provision or disclosure is made. Contingent assets are neither recognised nor disclosed in financial statement.

(This General Information Document is neither a prospectus nor a statement in lieu of prospectus)

Ecobox Industrials Asset III Private Limited  
2024-25

Currency: Rs in lakhs

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**1.4 Accounting for taxes on income:**

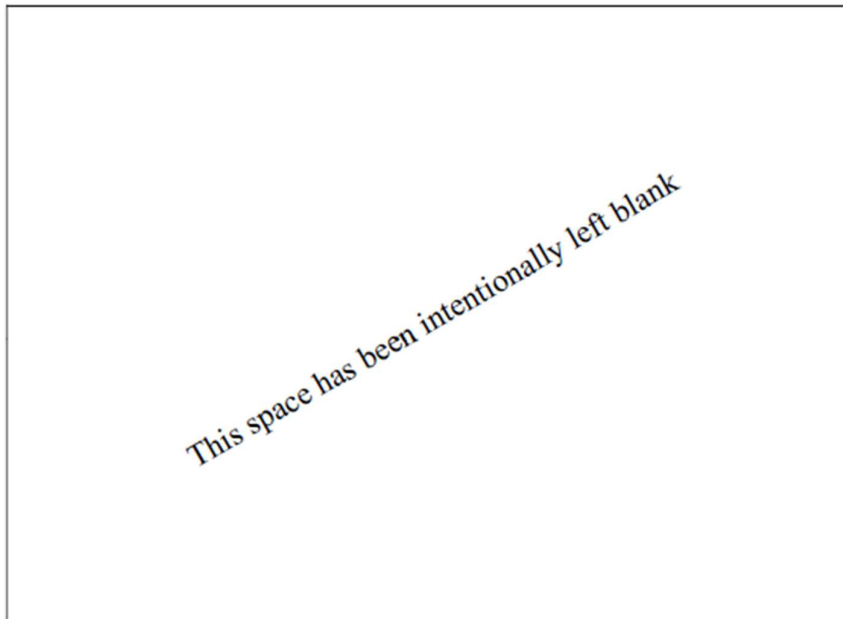
- Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income tax Act, 1961.
- The deferred tax for timing differences between the book profits and tax profits for the year is accounted for using the tax rates and laws that have been enacted or substantively enacted as of the balance sheet date. Deferred tax assets arising from timing differences are recognised to the extent there is a virtual/reasonable certainty that these would be realised in future and are reviewed for the appropriateness of the respective carrying values at each balance sheet date.

**1.5 Earnings per share**

- The basic earnings per share ("EPS") is computed by dividing the net profit/(loss) after tax for the year available for the equity shareholders by the weighted average number of equity shares outstanding during the year. For the purpose of calculating diluted earnings per share, net profit/(loss) after tax for the year available for equity shareholders by the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

**1.6 Cash and cash equivalents**

- Cash and Cash Equivalents for the purpose of the statement of cash flow comprise cash on hand and cash at bank including fixed deposits with original maturity period of three months or less and short term highly liquid investments with an original maturity of three months or less.



(This General Information Document is neither a prospectus nor a statement in lieu of prospectus)

**Ecobox Industrial Asset III Private Limited**  
2024-25  
Currency : Rs in lakhs

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**2 Share capital**

Particulars	As at 20 September 2024
<b>Authorized :</b>	
1,00,000 equity shares of Rs.10/- each	10.00
	10.00
<b>Issued, subscribed and paid up :</b>	
1,000 equity shares of Rs. 10/- each, fully paid up	0.10
	0.10

The Company has one class of share referred to as equity share having face value of Rs 10/- each. Each holder of equity share is entitled to vote one per share.

**a) Reconciliation of equity shares outstanding at the beginning and at the end of the period**

Particulars	As at 20 September 2024	
	No. of shares	Amount
At the beginning of the year	-	-
Add: Additional shares issued during the year	1,000	0.10
Less: Shares forfeited/bought back during the year	-	-
Outstanding at the end of the year	1,000	0.10

**b) Rights, preferences and restrictions attached to equity shares**

The Company has one class of equity shares. Accordingly, all equity shares rank equally with regard to dividend and share in the Company's residual assets. The equity shareholders are entitled to receive dividend as declared from time to time. The voting rights of an equity shareholder are in proportion to its share of the paid-up equity capital of the Company.

On winding up of the Company, the holders of equity shares will be entitled to receive the residual assets of the Company, remaining after distribution of all preferential amounts in proportion to the number of equity shares held.

**c) Particulars of shareholders holding more than 5% equity shares**

Name of the shareholder	As at 20 September 2024	
	No. of shares	% of total shares
Ecobox Industrial OPCP Holdings Pte. Ltd.	999	99.90%
	999	99.90%

**d) Shareholding of promoters**

Name of the promoter	As at 20 September 2024	
	No. of shares	% of total shares
Ecobox Industrial OPCP Holdings Pte. Ltd.	999	99.90%
Ecobox Industrial AssetCo Holdings Pte. Ltd. (As a nominee shareholder of Ecobox Industrial OPCP Holdings Pte. Ltd.)	1	0.10%
	1,000	100.00%

**3 Reserves and surplus**

Particulars	As at 20 September 2024
<b>Surplus balance in Statement of Profit and Loss</b>	
At the commencement of the year	-
Add/(less) : Profit/(loss) for the period	(2.90)
At the end of the year	(2.90)

**4 Short-term borrowings**

Particulars	As at 20 September 2024
<b>Unsecured</b>	
- Loan from director (maximum amount outstanding during the period Rs 0.04 lakhs)	0.04
- Inter-corporate loan (maximum amount outstanding during the period Rs 2.01 lakhs)	2.64
<b>Total</b>	2.68

**5 Other current liabilities**

Particulars	As at 20 September 2024
Payable for expenses	0.37
Statutory dues	0.28
<b>Total</b>	0.65

**6 Cash and cash equivalents**

Particulars	As at 20 September 2024
Cash in hand	-
Balances with scheduled banks in - Current accounts	0.10
<b>Total</b>	0.10

(This General Information Document is neither a prospectus nor a statement in lieu of prospectus)

**Ecobox Industrials Asset III Private Limited**  
2024-25  
Currency: Rs in lakhs

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7 Short term loans and advances		As at
Particulars		20 September 2024
Balance with revenue authorities		0.44

8 Other expenses		For the period ended
Particulars		20 September 2024
Legal and professional fees		1.96
Listing fees		0.59
Payment to auditor as audit fees		0.35
<b>Total</b>		<b>2.90</b>

9 Earning per share as per AS-20		For the period ended
Particulars		20 September 2024
Profit/(loss) after taxation		(2.90)
Weighted average number of equity shares		74
Earnings per share (basic and diluted) (PV Rs.10 each)		(3.916)

10 Related parties disclosure in accordance with Accounting Standard 18

(i) Name & relationship of the related parties with whom there are transactions:

- a. Holding Company : Ecobox Industrial OPCP Holdings Pte. Ltd. (w.e.f 28 August 2024)
- b. Director : Mrs Neerja Shah (w.e.f 31 July 2024 to 1 August 2024)  
Mr Ashok Shah (w.e.f 31 July 2024 to 1 August 2024)  
Mr Ashish Shah (w.e.f 1 August 2024)  
Mr Abhay Goyal (w.e.f 1 August 2024)
- c. Enterprises in which Directors have control : Ecobox Industrial Development Pvt Ltd  
Ecobox Industrials Asset I Private Limited  
Ecobox Industrials Asset II Private Limited  
Ecobox Industrials Asset V Private Limited  
Greenext India Private Limited (w.e.f 31 July 2024 to 1 August 2024)  
Akotronix Warehousing Eleven Private Limited (w.e.f 31 July 2024 to 1 August 2024)  
Akotronix Warehousing Fourteen Private Limited (w.e.f 31 July 2024 to 1 August 2024)  
Reax Technology Platforms Private Limited (w.e.f 31 July 2024 to 1 August 2024)  
Transition Cleantech Services Three Private Limited (w.e.f 31 July 2024 to 1 August 2024)  
Transition Cleantech Services Four Private Limited (w.e.f 31 July 2024 to 1 August 2024)  
Transition Cleantech Services Two Private Limited (w.e.f 31 July 2024 to 1 August 2024)  
Transition Cleantech Services Six Private Limited (w.e.f 31 July 2024 to 1 August 2024)  
Transition Cleantech Services One Private Limited (w.e.f 31 July 2024 to 1 August 2024)

A) Transactions during the year:

Description	With parties referred to in (a)	With parties referred to in (b)	With parties referred to in (c)	Total
Expense incurred on behalf of the company	-	0.04	2.64	2.68
Issue of Equity shares	(-)	(-)	(-)	(-)
	-	0.10	-	0.10
	(-)	(-)	(-)	(-)

B) Outstanding balances:

The following balances are outstanding at the end of the reporting period in relation to the transactions with related parties:

Description	With parties referred to in (b)	With parties referred to in (c)
Advance payable	0.04	2.64
	-	-



(This General Information Document is neither a prospectus nor a statement in lieu of prospectus)

**Ecobox Industrials Asset III Private Limited**  
2024-25  
Currency: Rs in lakhs

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**11 Additional Regulatory Information**

- (a) The Company does not hold any immovable property, the title deed of which is held in the name of the Company.
- (b) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- (c) The Company has not granted any loans and advances in the nature of loan to promoters, directors, Key managerial personnels and the related parties either severally or jointly with any other person (as defined under Companies Act, 2013).
- (d) The Company has not declared as wilful defaulter by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof or other lender in accordance with the guidelines on wilful defaulter issued by Reserve Bank of India.
- (e) The Company does not any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (f) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (g) Financial ratios

Ratio	Numerator	Denominator	Current period
(a) Current	Current assets	Current liabilities	0.83
(b) Debt-	Borrowings+Interest Accrued	Shareholder's Equity	-
(c) Debt service coverage ratio	Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc.	Debt service = Interest & Lease Payments + Principal Repayments	NA
(d) Return on equity ratio	Net Profits after taxes	Average Shareholder's Equity	(1.04)
(e) Inventory turnover ratio	Cost of goods sold or sales	Average Inventory (Opening + Closing balance /2)	NA
(f) Trade receivables	Net Credit Sales	Avg. Accounts Receivable	NA
(g) Trade payables	Net Credit Purchases	Average Trade Payables	NA
(h) Net capital	Net Sales	Working Capital	NA
(i) Net profit	Net profit	Net Sales	NA
(j) Return on	Earning before interest and taxes	Capital Employed	(25.60)
(k) Return on investment	$\{MV(T1) - MV(T0) - \text{Sum } [C(t)]\}$	$\{MV(T0) + \text{Sum } [W(t) * C(t)]\}$	NA

(Since it is the first year of operation for the company, the ratios for previous year and variance are not applicable)

(This General Information Document is neither a prospectus nor a statement in lieu of prospectus)

Ecobox Industrials Asset III Private Limited  
2024-25

Currency: Rs in lakhs

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- (h) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall: (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (i) The Company is not a holding company, hence clause (87) of section 2 of the Companies Act 2013 is not applicable.
- (j) The Company does not have any transaction with companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956 and therefore disclosure for the same is not applicable.
- (k) The Company has not revalued any of its property, plant and equipment during the year.
- (l) No Scheme of Arrangements has been approved by the competent authority during the year.
- (m) The Company does not have any transactions which is not recorded in the books of accounts but has been surrendered or disclosed as income during the year in the tax assessments under the Income tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income tax Act, 1961).
- (n) The Company does not have any Capital Work in Progress.
- (o) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (p) The Company has not availed working capital loans from banks.
- (q) The Company does not have any intangible asset under development.

**Note 12 - Micro, small & medium entities**

The Company is a small and medium sized company as defined in instructions in respect of Accounting Standards modified under the Companies Act, 2013. The Company has complied with the Accounting Standards as applicable to small and medium sized companies.

The notes are an integral part of these Financial Statements (1 to 12)

For and on behalf of the Board of Directors  
for Ecobox Industrials Asset III Private Limited

ASHISH  
NARENDRA  
RA SHAH

Ashish Shah  
Director  
DIN: 06898999  
Mumbai

ABHAY  
GOYAL

Abhay Goyal  
Director  
DIN: 02675462  
Mumbai

VINAYA  
VIVEK  
PHADKE

Vinaya Phadke  
Company Secretary  
Membership No: A21484  
Mumbai

As per our report of even date attached  
For PHD & Associates  
Chartered Accountants  
Firm Registration No 111236W

PINANG  
MAHENDRA  
SHAH

Pinang Shah  
Partner  
Membership No: 120229  
Mumbai

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**ANNEXURE C | KEY OPERATIONAL AND FINANCIAL PARAMETERS ON  
CONSOLIDATED AND STANDALONE BASIS**

(Amount in lakhs)

Parameters	FY 2024-2025 (Audited Till 20 September 2024)
<b>Balance Sheet</b>	
Property, Plant and Equipment (including Capital Work in Progress and Investment Property)	-
Intangible Assets (including Intangible Assets under Development)	-
Financial Assets (Current and Non-Current)	-
Other Non-Current assets	-
Current assets	0.54
<b>Total assets</b>	<b>0.54</b>
Financial Liabilities (Current and Non-Current)	
- Borrowings (including interest)	-
- Other Financial Liabilities	
Non-Current Liabilities	-
Current Liabilities	3.34
Provisions	
<b>Total Liabilities</b>	
Equity (Equity Share Capital and Other Equity)	(2.80)
<b>Total Equity and Liabilities</b>	<b>0.54</b>
<b>Profit and Loss</b>	
Total revenue from operations	
Other income	
<b>Total Income</b>	
<b>Total Expenses</b>	2.90
Profit / loss for the period	
Other comprehensive income	
<b>Total comprehensive income</b>	(2.90)
Earnings per equity share: (Basic)	(3,916)
Earnings per equity share: (Diluted)	(3,916)
<b>Cash Flow</b>	
Net cash (used in)/generated from activities (A)	NA
Net cash (used in)/ generated from investing activities (B)	NA
Net cash (used in)/ generated from financing activities (C)	NA
<b>Net increase/(decrease) in Cash and Cash Equivalents</b>	NA
Opening Balance of Cash and Cash Equivalents	NA



(This General Information Document is neither a prospectus nor a statement in lieu of prospectus)

Cash and cash equivalents at end of the period	NA
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**Note:**

As per section 2(40) of CA-13, cash flow is inter-alia not applicable to Small Company. As per section 2 (85) of Companies Act 2013, a small company is a company that is not a public company and has (i) a paid-up share capital equal to or below Rs.4 crore or such a higher amount specified not exceeding more than Rs.10 crores and (ii) turnover equal to or below Rs.40 crore or such a higher amount specified not exceeding more than Rs.100 crores.

Accordingly, the above details for cashflow has been mentioned as not applicable.

**No consolidated financial statements are prepared by Ecobox Industrials Asset III Private Limited**

(This General Information Document is neither a prospectus nor a statement in lieu of prospectus)

## ANNEXURE D | COPY OF THE CONSENT LETTER FROM THE DEBENTURE TRUSTEE

**CATALYST**  
Believe in yourself... Trust us!



CL/DEB/24-25/828

Date : 22-Aug-2024

To,  
Shubham Rawat,  
Ecobox Industrials Asset III Private Limited,  
C-605, Sushila Baug, 53-A, SV Road,  
Santacruz West,  
Mumbai,  
Maharashtra,  
India 400054.

Dear Sir/ Madam,

Re: Consent to act as a Debenture Trustee for Private Placement of Fully Paid, Rated, Listed, Redeemable, Transferable, Secured, Non-Convertible Debentures of ₹ 25.00 Crores

We refer to your letter dated 20.08.2024, requesting us to convey our consent to act as the Debenture Trustee for captioned issue of Debentures.

We hereby convey our acceptance to act as Debenture Trustees for the said Issue Debentures, subject to execution of Debenture Trustee Agreement as per Regulation 13 of SEBI (Debenture Trustee) Regulations, 1993, thereby agreeing to execute Debenture Trust Deed and to create the security if applicable within the timeline as per relevant Laws / Regulations and in the Offer Document / Information Memorandum / Disclosure Document / Placement Memorandum and company agreeing / undertaking to comply with the provisions of SEBI ( Debenture Trustee ) Regulations, 1993, SEBI ( Issue and Listing of Non-Convertible Securities) Regulations 2021, SEBI (Listing Obligations & Disclosure Requirements) Regulation 2015, Companies Act, 2013 and Rules thereunder and other applicable laws as amended from time to time.

Fee Structure for the proposed transaction will be as per annexure A.

Assuring you of the best professional services.

Thanking you.

Yours faithfully,



Name : Soham Vaidya

Designation : Assistant Manager



(This General Information Document is neither a prospectus nor a statement in lieu of prospectus)

**CATALYST**  
Believe in yourself... Trust us!



**Annexure A**

**Fee Structure for transaction CL/DEB/24-25/828**

PERTICULARS	AMOUNT
Acceptance fees (one-time, non-refundable, payable on our appointment)	₹ 60,000.00
Annually Trusteeship Fees(Amount/Percentage)	₹ 50,000.00

Annually Fees are payable in advance each year from date of execution till termination of the transaction. Pro-rata charges would apply for the first year till FY end, as applicable. The taxes on above fee structure are payable at applicable rates from time to time.

All out of pocket expenses incurred towards legal fees, travelling, inspection charges, etc shall be levied and re-imbursed on actual basis.

Please return the second copy this letter duly signed by Authorized Officer from your company.

Yours Faithfully,

We accept the above terms.

For Catalyst Trusteeship Limited

*Soham Vaidya*



Name : Soham Vaidya

Designation : Assistant Manager

For Ecobox Industrials Assot III Private Limited

*Ashish Narain Shah*



Name : Ashish Narain Shah

Designation : Director

**CATALYST TRUSTEESHIP LIMITED** (COMPANY CODE: TRUSTESHIP LIMITED)

Mumbai Office : 10th Floor, 101, 102, 103, 104, 105, 106, 107, 108, 109, 110, 111, 112, 113, 114, 115, 116, 117, 118, 119, 120, 121, 122, 123, 124, 125, 126, 127, 128, 129, 130, 131, 132, 133, 134, 135, 136, 137, 138, 139, 140, 141, 142, 143, 144, 145, 146, 147, 148, 149, 150, 151, 152, 153, 154, 155, 156, 157, 158, 159, 160, 161, 162, 163, 164, 165, 166, 167, 168, 169, 170, 171, 172, 173, 174, 175, 176, 177, 178, 179, 180, 181, 182, 183, 184, 185, 186, 187, 188, 189, 190, 191, 192, 193, 194, 195, 196, 197, 198, 199, 200, 201, 202, 203, 204, 205, 206, 207, 208, 209, 210, 211, 212, 213, 214, 215, 216, 217, 218, 219, 220, 221, 222, 223, 224, 225, 226, 227, 228, 229, 230, 231, 232, 233, 234, 235, 236, 237, 238, 239, 240, 241, 242, 243, 244, 245, 246, 247, 248, 249, 250, 251, 252, 253, 254, 255, 256, 257, 258, 259, 260, 261, 262, 263, 264, 265, 266, 267, 268, 269, 270, 271, 272, 273, 274, 275, 276, 277, 278, 279, 280, 281, 282, 283, 284, 285, 286, 287, 288, 289, 290, 291, 292, 293, 294, 295, 296, 297, 298, 299, 300, 301, 302, 303, 304, 305, 306, 307, 308, 309, 310, 311, 312, 313, 314, 315, 316, 317, 318, 319, 320, 321, 322, 323, 324, 325, 326, 327, 328, 329, 330, 331, 332, 333, 334, 335, 336, 337, 338, 339, 340, 341, 342, 343, 344, 345, 346, 347, 348, 349, 350, 351, 352, 353, 354, 355, 356, 357, 358, 359, 360, 361, 362, 363, 364, 365, 366, 367, 368, 369, 370, 371, 372, 373, 374, 375, 376, 377, 378, 379, 380, 381, 382, 383, 384, 385, 386, 387, 388, 389, 390, 391, 392, 393, 394, 395, 396, 397, 398, 399, 400, 401, 402, 403, 404, 405, 406, 407, 408, 409, 410, 411, 412, 413, 414, 415, 416, 417, 418, 419, 420, 421, 422, 423, 424, 425, 426, 427, 428, 429, 430, 431, 432, 433, 434, 435, 436, 437, 438, 439, 440, 441, 442, 443, 444, 445, 446, 447, 448, 449, 450, 451, 452, 453, 454, 455, 456, 457, 458, 459, 460, 461, 462, 463, 464, 465, 466, 467, 468, 469, 470, 471, 472, 473, 474, 475, 476, 477, 478, 479, 480, 481, 482, 483, 484, 485, 486, 487, 488, 489, 490, 491, 492, 493, 494, 495, 496, 497, 498, 499, 500, 501, 502, 503, 504, 505, 506, 507, 508, 509, 510, 511, 512, 513, 514, 515, 516, 517, 518, 519, 520, 521, 522, 523, 524, 525, 526, 527, 528, 529, 530, 531, 532, 533, 534, 535, 536, 537, 538, 539, 540, 541, 542, 543, 544, 545, 546, 547, 548, 549, 550, 551, 552, 553, 554, 555, 556, 557, 558, 559, 560, 561, 562, 563, 564, 565, 566, 567, 568, 569, 570, 571, 572, 573, 574, 575, 576, 577, 578, 579, 580, 581, 582, 583, 584, 585, 586, 587, 588, 589, 590, 591, 592, 593, 594, 595, 596, 597, 598, 599, 600, 601, 602, 603, 604, 605, 606, 607, 608, 609, 610, 611, 612, 613, 614, 615, 616, 617, 618, 619, 620, 621, 622, 623, 624, 625, 626, 627, 628, 629, 630, 631, 632, 633, 634, 635, 636, 637, 638, 639, 640, 641, 642, 643, 644, 645, 646, 647, 648, 649, 650, 651, 652, 653, 654, 655, 656, 657, 658, 659, 660, 661, 662, 663, 664, 665, 666, 667, 668, 669, 670, 671, 672, 673, 674, 675, 676, 677, 678, 679, 680, 681, 682, 683, 684, 685, 686, 687, 688, 689, 690, 691, 692, 693, 694, 695, 696, 697, 698, 699, 700, 701, 702, 703, 704, 705, 706, 707, 708, 709, 710, 711, 712, 713, 714, 715, 716, 717, 718, 719, 720, 721, 722, 723, 724, 725, 726, 727, 728, 729, 730, 731, 732, 733, 734, 735, 736, 737, 738, 739, 740, 741, 742, 743, 744, 745, 746, 747, 748, 749, 750, 751, 752, 753, 754, 755, 756, 757, 758, 759, 760, 761, 762, 763, 764, 765, 766, 767, 768, 769, 770, 771, 772, 773, 774, 775, 776, 777, 778, 779, 780, 781, 782, 783, 784, 785, 786, 787, 788, 789, 790, 791, 792, 793, 794, 795, 796, 797, 798, 799, 800, 801, 802, 803, 804, 805, 806, 807, 808, 809, 810, 811, 812, 813, 814, 815, 816, 817, 818, 819, 820, 821, 822, 823, 824, 825, 826, 827, 828, 829, 830, 831, 832, 833, 834, 835, 836, 837, 838, 839, 840, 841, 842, 843, 844, 845, 846, 847, 848, 849, 850, 851, 852, 853, 854, 855, 856, 857, 858, 859, 860, 861, 862, 863, 864, 865, 866, 867, 868, 869, 870, 871, 872, 873, 874, 875, 876, 877, 878, 879, 880, 881, 882, 883, 884, 885, 886, 887, 888, 889, 890, 891, 892, 893, 894, 895, 896, 897, 898, 899, 900, 901, 902, 903, 904, 905, 906, 907, 908, 909, 910, 911, 912, 913, 914, 915, 916, 917, 918, 919, 920, 921, 922, 923, 924, 925, 926, 927, 928, 929, 930, 931, 932, 933, 934, 935, 936, 937, 938, 939, 940, 941, 942, 943, 944, 945, 946, 947, 948, 949, 950, 951, 952, 953, 954, 955, 956, 957, 958, 959, 960, 961, 962, 963, 964, 965, 966, 967, 968, 969, 970, 971, 972, 973, 974, 975, 976, 977, 978, 979, 980, 981, 982, 983, 984, 985, 986, 987, 988, 989, 990, 991, 992, 993, 994, 995, 996, 997, 998, 999, 1000.

Mumbai Office : 10th Floor, 101, 102, 103, 104, 105, 106, 107, 108, 109, 110, 111, 112, 113, 114, 115, 116, 117, 118, 119, 120, 121, 122, 123, 124, 125, 126, 127, 128, 129, 130, 131, 132, 133, 134, 135, 136, 137, 138, 139, 140, 141, 142, 143, 144, 145, 146, 147, 148, 149, 150, 151, 152, 153, 154, 155, 156, 157, 158, 159, 160, 161, 162, 163, 164, 165, 166, 167, 168, 169, 170, 171, 172, 173, 174, 175, 176, 177, 178, 179, 180, 181, 182, 183, 184, 185, 186, 187, 188, 189, 190, 191, 192, 193, 194, 195, 196, 197, 198, 199, 200, 201, 202, 203, 204, 205, 206, 207, 208, 209, 210, 211, 212, 213, 214, 215, 216, 217, 218, 219, 220, 221, 222, 223, 224, 225, 226, 227, 228, 229, 230, 231, 232, 233, 234, 235, 236, 237, 238, 239, 240, 241, 242, 243, 244, 245, 246, 247, 248, 249, 250, 251, 252, 253, 254, 255, 256, 257, 258, 259, 260, 261, 262, 263, 264, 265, 266, 267, 268, 269, 270, 271, 272, 273, 274, 275, 276, 277, 278, 279, 280, 281, 282, 283, 284, 285, 286, 287, 288, 289, 290, 291, 292, 293, 294, 295, 296, 297, 298, 299, 300, 301, 302, 303, 304, 305, 306, 307, 308, 309, 310, 311, 312, 313, 314, 315, 316, 317, 318, 319, 320, 321, 322, 323, 324, 325, 326, 327, 328, 329, 330, 331, 332, 333, 334, 335, 336, 337, 338, 339, 340, 341, 342, 343, 344, 345, 346, 347, 348, 349, 350, 351, 352, 353, 354, 355, 356, 357, 358, 359, 360, 361, 362, 363, 364, 365, 366, 367, 368, 369, 370, 371, 372, 373, 374, 375, 376, 377, 378, 379, 380, 381, 382, 383, 384, 385, 386, 387, 388, 389, 390, 391, 392, 393, 394, 395, 396, 397, 398, 399, 400, 401, 402, 403, 404, 405, 406, 407, 408, 409, 410, 411, 412, 413, 414, 415, 416, 417, 418, 419, 420, 421, 422, 423, 424, 425, 426, 427, 428, 429, 430, 431, 432, 433, 434, 435, 436, 437, 438, 439, 440, 441, 442, 443, 444, 445, 446, 447, 448, 449, 450, 451, 452, 453, 454, 455, 456, 457, 458, 459, 460, 461, 462, 463, 464, 465, 466, 467, 468, 469, 470, 471, 472, 473, 474, 475, 476, 477, 478, 479, 480, 481, 482, 483, 484, 485, 486, 487, 488, 489, 490, 491, 492, 493, 494, 495, 496, 497, 498, 499, 500, 501, 502, 503, 504, 505, 506, 507, 508, 509, 510, 511, 512, 513, 514, 515, 516, 517, 518, 519, 520, 521, 522, 523, 524, 525, 526, 527, 528, 529, 530, 531, 532, 533, 534, 535, 536, 537, 538, 539, 540, 541, 542, 543, 544, 545, 546, 547, 548, 549, 550, 551, 552, 553, 554, 555, 556, 557, 558, 559, 560, 561, 562, 563, 564, 565, 566, 567, 568, 569, 570, 571, 572, 573, 574, 575, 576, 577, 578, 579, 580, 581, 582, 583, 584, 585, 586, 587, 588, 589, 590, 591, 592, 593, 594, 595, 596, 597, 598, 599, 600, 601, 602, 603, 604, 605, 606, 607, 608, 609, 610, 611, 612, 613, 614, 615, 616, 617, 618, 619, 620, 621, 622, 623, 624, 625, 626, 627, 628, 629, 630, 631, 632, 633, 634, 635, 636, 637, 638, 639, 640, 641, 642, 643, 644, 645, 646, 647, 648, 649, 650, 651, 652, 653, 654, 655, 656, 657, 658, 659, 660, 661, 662, 663, 664, 665, 666, 667, 668, 669, 670, 671, 672, 673, 674, 675, 676, 677, 678, 679, 680, 681, 682, 683, 684, 685, 686, 687, 688, 689, 690, 691, 692, 693, 694, 695, 696, 697, 698, 699, 700, 701, 702, 703, 704, 705, 706, 707, 708, 709, 710, 711, 712, 713, 714, 715, 716, 717, 718, 719, 720, 721, 722, 723, 724, 725, 726, 727, 728, 729, 730, 731, 732, 733, 734, 735, 736, 737, 738, 739, 740, 741, 742, 743, 744, 745, 746, 747, 748, 749, 750, 751, 752, 753, 754, 755, 756, 757, 758, 759, 760, 761, 762, 763, 764, 765, 766, 767, 768, 769, 770, 771, 772, 773, 774, 775, 776, 777, 778, 779, 780, 781, 782, 783, 784, 785, 786, 787, 788, 789, 790, 791, 792, 793, 794, 795, 796, 797, 798, 799, 800, 801, 802, 803, 804, 805, 806, 807, 808, 809, 810, 811, 812, 813, 814, 815, 816, 817, 818, 819, 820, 821, 822, 823, 824, 825, 826, 827, 828, 829, 830, 831, 832, 833, 834, 835, 836, 837, 838, 839, 840, 841, 842, 843, 844, 845, 846, 847, 848, 849, 850, 851, 852, 853, 854, 855, 856, 857, 858, 859, 860, 861, 862, 863, 864, 865, 866, 867, 868, 869, 870, 871, 872, 873, 874, 875, 876, 877, 878, 879, 880, 881, 882, 883, 884, 885, 886, 887, 888, 889, 890, 891, 892, 893, 894, 895, 896, 897, 898, 899, 900, 901, 902, 903, 904, 905, 906, 907, 908, 909, 910, 911, 912, 913, 914, 915, 916, 917, 918, 919, 920, 921, 922, 923, 924, 925, 926, 927, 928, 929, 930, 931, 932, 933, 934, 935, 936, 937, 938, 939, 940, 941, 942, 943, 944, 945, 946, 947, 948, 949, 950, 951, 952, 953, 954, 955, 956, 957, 958, 959, 960, 961, 962, 963, 964, 965, 966, 967, 968, 969, 970, 971, 972, 973, 974, 975, 976, 977, 978, 979, 980, 981, 982, 983, 984, 985, 986, 987, 988, 989, 990, 991, 992, 993, 994, 995, 996, 997, 998, 999, 1000.

Mumbai | Bangalore | Delhi | Chennai

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## ANNEXURE E ISSUER BOARD RESOLUTION

### ECOBIX INDUSTRIALS ASSET III PRIVATE LIMITED (Company incorporated under the Companies Act, 2013) (CIN: U52109MH2024PTC429902)

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CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE MEETING OF THE BOARD OF DIRECTORS OF ECOBOX INDUSTRIALS ASSET III PRIVATE LIMITED HELD ON TUESDAY, 24<sup>TH</sup> DAY OF SEPTEMBER, 2024 AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT C-605, SUSHILA BAUG, 53-A, S.V. ROAD, SANTACRUZ (WEST), MUMBAI, MUMBAI, MAHARASHTRA, INDIA, 400054

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#### AUTHORISATION TO ISSUE RATED, LISTED, SENIOR, REDEEMABLE, TRANSFERABLE, NON-CONVERTIBLE DEBENTURES OF FACE VALUE OF Rs. 1,00,000/- (RUPEES ONE LAKH ONLY) EACH ON A PRIVATE PLACEMENT BASIS.

“RESOLVED THAT the resolution of the Board (*as defined below*) of the Company (*as defined below*) dated August 30, 2024 (“Original Board Resolution”) in relation to the issuance of senior, rated listed, redeemable, transferrable non-convertible debentures by the Company and other associated actions required to be undertaken by the company in relation thereto shall continue to remain in full force and effect. The Board be and hereby takes note of the changes to certain terms and conditions of the aforementioned non-convertible debentures proposed to be issued by the Company pursuant to the Original Board Resolution. Accordingly, in furtherance of and supplemental to the Original Board Resolution, the Board be and hereby grants consent to the Company for issuance of the aforementioned non-convertible debentures on the revised terms and conditions. Further, the Board be and hereby takes note of and ratifies the actions undertaken by the Company pursuant to the authorisations conferred by way of the Original Board Resolution.

“RESOLVED FURTHER THAT in accordance with the provisions of Sections 42 and 71 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactments thereof for the time being in force) read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and other applicable rules, as amended from time to time and in accordance with the provisions of applicable laws, rules and regulations, notifications, circulars, guidelines prescribed by the Securities and Exchange Board of India (“SEBI”) and Reserve Bank of India (“RBI”) and other applicable laws and provisions, if any, and subject to such statutory and necessary approvals as may be required and enabling provisions of the memorandum of association and articles of association of Ecobox Industrials Asset III Private Limited (the “Company”), and subject to the approval of the members of the Company, the consent of the board of directors of the Company (the “Board”) be and is hereby accorded to create, offer, invite to subscribe, issue and allot up to 2500 (Twenty Five Hundred) rated, listed, senior, redeemable, transferable, non-convertible debentures of face value of INR 1,00,000/- (Rupees One Lakh only) each, aggregating up to INR 25,00,00,000/- (Rupees Twenty Five Crore Only) (“Debentures”) to such prospective investors on a private placement basis, as may be identified on the Electronic Book Provider Platform of the designated stock exchange on which the Debentures are proposed to be listed and whose details will be disclosed to the Board at the time of allotment of the said Debentures to such eligible investors and on such terms and conditions as will be set out in the definitive documents at the time of issue of the Debentures.”

“RESOLVED FURTHER THAT subject to obtaining requisite consents (including from shareholders pursuant to Sections 185 and 186 of the Companies Act, 2013 and/or any other persons, as may be required contractually or otherwise) the Company be and is hereby authorised to create/ cause the creation of, *inter-alia*, the following security:

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Regd. Office: C-605, Sushila Baug, 53-A, SV Road, Santacruz West, Mumbai - 400054  
Tel.: +91 9167736898 | E-mail: Compliance@ecoboxi.com



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**ECOBIX INDUSTRIALS ASSET III PRIVATE LIMITED**  
(Company incorporated under the Companies Act, 2013)  
(CIN: U52109MH2024PTC429902)

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- (i) a charge by way of pledge over (a) 100% (one hundred percent) of the fully paid-up share capital of KVR Industrial Park Private Limited held by Ecobox Industrials Asset I Private Limited (legally and/or beneficially); (b) 100% (one hundred percent) of the fully paid-up share capital of Indospace Chittoor Private Limited held by Ecobox Industrials Asset II Private Limited (legally and/or beneficially); and (c) 100% (one hundred percent) of the fully paid-up share capital of Indospace Chittoor II Private Limited held by Ecobox Industrials Asset III Private Limited (legally and/or beneficially); for securing the non-convertible debentures issued/ to be issued by Ecobox Industrials Asset I Private Limited, Ecobox Industrials Asset II Private Limited and Ecobox Industrials Asset III Private Limited (collectively referred to as the "Issuers") to identified investors (collectively referred to as the "Identified Debentures");
- (ii) a charge by way of hypothecation over all present and future current assets, movable assets, investments, cash-flows and receivables of the Company, including without limitation, such bank/escrow account to be established by the Company and all amounts lying to the credit thereof to secure the Identified Debentures and the term loan facilities (collectively referred to as the "Identified Facilities") availed/ to be availed by KVR Industrial Park Private Limited, Indospace Chittoor Private Limited and Indospace Chittoor II Private Limited (collectively referred to as the "Identified Borrowers");
- (iii) such other security or contractual comfort as may be mutually agreed, in writing, between the Company and the debenture holders.

"RESOLVED FURTHER THAT the Company does hereby request the Identified Borrowers to create security by way of: (a) hypothecation over the hypothecated assets as more particularly detailed under the Debenture Documents; (b) mortgage over the mortgaged assets as more particularly detailed under the Debenture Documents, and (c) such other security or contractual comfort as may be mutually agreed, in writing, between the Identified Borrowers and the debenture holders in each case to secure the Identified Debentures and/or the Identified Facilities, as the case may be."

RESOLVED FURTHER THAT the Board be and hereby takes note of and ratifies the authorisation conferred on Mr. Ashish Narendra Shah, Mr. Abhay Goyal, Directors of the Company and the power(s) of attorney dated September 03, 2024 issued by the Company in favour of Mr. Aditya Menon, Mr. Akshat Khandelwal and Mr. Shubham Rawat ("Authorised Representatives", together with the aforementioned Directors of the Company referred to as the "Authorised Signatories") pursuant to the Original Board Resolution for the purposes of severally negotiating, finalizing, amending, novating, restating, modifying and executing such deeds, documents, agreements, letters and other writings as may be necessary or required for the purpose of consummation of the transactions mentioned therein and in connection with the issue of the Debentures on behalf of the Company, including but not limited to a debenture trust deed, debenture trustee appointment agreement, deed(s) of corporate guarantee, share pledge agreement and power of attorney pursuant to the share pledge agreement, deed of hypothecation and power of attorney pursuant to the deed of hypothecation, mortgage documents, escrow agreement, common security trustee agreement, key information document, general information document and private placement cum offer letter(s) (in Form PAS-4) (collectively referred to as the "Debenture Documents") (including any amendment(s), modification(s) or alteration(s) therein from

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**ECOBX INDUSTRIALS ASSET III PRIVATE LIMITED**  
(Company incorporated under the Companies Act, 2013)  
(CIN: U52109MH2024PTC429902)

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time to time), as may be necessary or required for the purposes of the transactions as mentioned herein and to do all such acts, deeds, things and execute or ratify all such documents and actions whatsoever as may be required in connection with the issuance of the Debentures and/or the creation/ causing the creation of the relevant security.

“RESOLVED FURTHER THAT the consent of the Board be and is hereby accorded to the Company, the debenture trustee, the debenture holders and/or the common security trustee, as the case may be, to take all such actions, execute and register (*as applicable*) all deeds and documents, including making necessary filings with the relevant Registrar of Companies and/ or any other authority/ agency, in relation to the creation of the relevant security.”

“RESOLVED FURTHER that the Company be and is hereby authorised to obtain listing of the Debentures on the wholesale debt segment of the BSE Limited (“BSE”) under the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, as amended, modified or supplemented from time to time (the “Listing”) and to do all such acts, deeds and things and execute or ratify such documents, papers and writings as may be necessary for that purpose.”

“RESOLVED FURTHER that Mr. Ashish Narendra Shah and/or Mr. Abhay Goyal, Directors of the Company, be and are hereby severally authorised to make such applications and do all such acts, deeds and things as may be necessary or desirable in connection with the Listing including without limitation, making applications to and liaising with the concerned authorities and/or the intermediaries, including the BSE, the SEBI, relevant credit rating agencies, the relevant registrar and transfer agent and negotiating, finalising and executing or ratifying such documents, papers and writings including without limitation, the listing agreement as may be necessary for the purpose.”

“RESOLVED FURTHER that the Company be and is hereby authorised to get the Debentures admitted to the National Securities Depository Limited (“NSDL”) and/ or the Central Depository Services (India) Limited (“CDSL”) and to execute or ratify the necessary or requisite agreement(s) with those depositories and the registrar and transfer agent and any other agreements, undertakings or other writings required for the issue of the Debentures in dematerialised form and any directors of the Company, be and are hereby severally authorized to negotiate, finalise and execute or ratify the same.”

“RESOLVED FURTHER that applications for allotment of International Securities Identification Number (“ISIN”) be filed with the NSDL and the CDSL as may be required in connection with one or more series of the Debentures.”

“RESOLVED FURTHER that the Company be and is hereby authorised to open and operate such bank/ escrow account(s) with Deutsche Bank AG, Mumbai Branch (and/or such other scheduled commercial bank, as may be acceptable to the debenture holders) (“Account Bank”) for, *inter-alia*, receiving the subscription monies on allotment of the respective Debentures and/ or for such other purposes in terms of the other Debenture Documents and for this purpose, Mr. Ashish Narendra Shah and/or Mr. Abhay Goyal Directors of the Company, be and are hereby severally authorized to discuss, negotiate and liaise with the aforesaid Account Bank and to do all such acts, deeds and things as may

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Regd. Office: C-605, Sushila Baug, 53-A, SV Road, Santacruz West, Mumbai - 400054  
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(Company incorporated under the Companies Act, 2013)  
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be necessary or expedient to implement this resolution and to do and execute all acts and deeds as may be required by the said Account Bank in connection with the aforesaid.”

“RESOLVED FURTHER THAT any one of the directors of the Company and/or the company secretary, if any, be and is hereby authorised to issue a certified true copy of the foregoing resolutions as and when required.”

**CERTIFIED TO BE TRUE COPY**

**FOR ECOBOX INDUSTRIALS ASSET III PRIVATE LIMITED**

**ABHAY** Digitally signed  
by ABHAY GOYAL  
**GOYAL** Date: 2024.09.24  
20:29:58 +05'30'

Abhay Goyal

Director

DIN: 02675462

Date: 24 September, 2024

Place: Mumbai

Address: I-1502, Jade Gardens, Gandhinagar, Bandra East, Mumbai 400051



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## ECOBX INDUSTRIALS ASSET III PRIVATE LIMITED

(Company incorporated under the Companies Act, 2013)

(CIN: U52109MH2024PTC429902)

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CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE MEETING OF THE BOARD OF DIRECTORS OF ECOBOX INDUSTRIALS ASSET III PRIVATE LIMITED HELD ON FRIDAY, 30TH DAY OF AUGUST, 2024 AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT C-605, SUSHILA BAUG, 53-A, S.V. ROAD, SANTACRUZ(WEST), MUMBAI, MUMBAI, MAHARASHTRA, INDIA, 400054

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**AUTHORISATION TO ISSUE RATED, LISTED, SENIOR, REDEEMABLE, TRANSFERABLE, NON-CONVERTIBLE DEBENTURES OF FACE VALUE OF Rs. 1,00,000/- (RUPEES ONE LAKH ONLY) EACH ON A PRIVATE PLACEMENT BASIS.**

“RESOLVED THAT in accordance with the provisions of Sections 42 and 71 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactments thereof for the time being in force) read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and other applicable rules, as amended from time to time and in accordance with the provisions of applicable laws, rules and regulations, notifications, circulars, guidelines prescribed by the Securities and Exchange Board of India (“SEBI”) and Reserve Bank of India (“RBI”) and other applicable laws and provisions, if any, and subject to such statutory and necessary approvals as may be required and enabling provisions of the memorandum of association and articles of association of Ecobox Industrials Asset III Private Limited (the “Company”), and subject to the approval of the members of the Company, the consent of the board of directors of the Company (the “Board”) be and is hereby accorded to create, offer, invite to subscribe, issue and allot up to 2500 (Twenty Five Hundred) rated, listed, senior, redeemable, transferable, non-convertible debentures of face value of INR 1,00,000/- (Rupees One Lakh only) each, aggregating up to INR 25,00,00,000/- (Rupees Twenty Five Crore Only) (“Debentures”) to such prospective investors on a private placement basis, as may be identified on the Electronic Book Provider Platform of the designated stock exchange on which the Debentures are proposed to be listed and whose details will be disclosed to the Board at the time of allotment of the said Debentures to such eligible investors and on such terms and conditions as will be set out in the definitive documents at the time of issue of the Debentures.”

“RESOLVED FURTHER THAT the Board be and are hereby severally authorised to do all such acts, deeds, matters and things, including appointment of Catalyst Trusteeship Limited (as the debenture trustee), Catalyst Trusteeship Limited (as the common security trustee), credit rating agency, depositories, registrar and transfer agent, and other such intermediaries as the Board in its absolute discretion deems necessary in relation thereto and to settle all questions, difficulties or doubts that may arise in connection with the issue of Debentures on a private placement basis.”

“RESOLVED FURTHER THAT subject to obtaining requisite consents (including from shareholders pursuant to Sections 185 and 186 of the Companies Act, 2013 and/or any other persons, as may be required contractually or otherwise) the Company be and is hereby authorised to create/ cause the creation of, *inter-alia*, the following security:

- (i) a charge by way of pledge over (a) 100% (one hundred percent) of the fully paid-up share capital of KVR Industrial Park Private Limited held by Ecobox Industrials Asset I Private

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- Limited (legally and/or beneficially); (b) 100% (one hundred percent) of the fully paid-up share capital of Indospace Chittoor Private Limited held by Ecobox Industrials Asset II Private Limited (legally and/or beneficially); (c) 100% (one hundred percent) of the fully paid-up share capital of Indospace Chittoor II Private Limited held by Ecobox Industrials Asset III Private Limited (legally and/or beneficially); and (d) 100% (one hundred percent) of the fully paid-up share capital of Indospace Nelamangala Industrial Park Private Limited held by Ecobox Industrials Asset V Private Limited for securing the non-convertible debentures aggregating up to INR 295,00,00,000/- (Indian Rupees Two Hundred Ninety Five Crore only) issued/ to be issued by Ecobox Industrials Asset I Private Limited, Ecobox Industrials Asset II Private Limited, Ecobox Industrials Asset III Private Limited and Ecobox Industrials Asset V Private Limited (collectively referred to as the "Issuers") to identified investors (collectively referred to as the "Identified Debentures");
- (ii) a charge by way of hypothecation over all present and future current assets, movable assets, investments, cash-flows and receivables of the Company and all amounts lying to the credit thereof to secure the Identified Debentures and the term loan facilities (collectively referred to as the "Identified Facilities") availed/ to be availed by KVR Industrial Park Private Limited, Indospace Chittoor Private Limited, Indospace Chittoor II Private Limited and Indospace Nelamangala Industrial Park Private Limited (collectively referred to as the "Identified Borrowers");
- (iii) such other security or contractual comfort as may be mutually agreed, in writing, between the Company and the debenture holders.

**"RESOLVED FURTHER THAT** the Company does hereby request the Identified Borrowers to create security by way of: (a) hypothecation over the hypothecated assets as more particularly detailed under the Debenture Documents; (b) mortgage over the mortgaged assets as more particularly detailed under the Debenture Documents, in each case to secure the Identified Debentures and the Identified Facilities; and (c) such other security or contractual comfort as may be mutually agreed, in writing, between the Identified Borrowers and the debenture holders in each case to secure the Identified Debentures and/or the Identified Facilities, as the case may be."

**"RESOLVED FURTHER THAT** Mr. Ashish Narendra Shah, Mr. Abhay Goyal, Directors of the Company and Mr. Aditya Menon, Mr. Akshat Khandelwal and Mr. Shubham Rawat ("Authorized Representatives") authorised under the Power of Attorney (as defined below) (collectively, the "Authorized Signatories") be and are hereby authorised as authorised signatory(ies) on behalf of the Company to negotiate, finalize, amend, novate, restate, modify and execute such deeds, documents, agreements, letters and other writings as may be necessary or required for the purpose of consummation of the transaction mentioned herein and in connection with the issue of Debentures, including but not limited to a debenture trust deed, debenture trustee appointment agreement, deed(s) of corporate guarantee, share pledge agreement and power of attorney pursuant to the share pledge agreement, deed of hypothecation and power of attorney pursuant to the deed of hypothecation, mortgage documents, escrow agreement, common security trustee agreement, key information document, general information document and private placement cum offer letter(s) (in Form PAS-4) (collectively referred to as the "Debenture

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**Documents**) (including any amendment(s), modification(s) or alteration(s) therein from time to time), as may be necessary or required for the purpose of the transactions as mentioned herein and to do all such acts, deeds, things and execute or ratify all such documents and actions whatsoever as may be required in connection with the issuance of the Debentures and/or the creation/ causing the creation of the relevant security.”

“**RESOLVED FURTHER THAT** the Authorised Representative, be and are hereby appointed as constituted attorneys of the Company and authorised under a power of attorney (“**Power of Attorney**”) to execute, negotiate and finalize the Debenture Documents (including any amendments, modifications, supplements or restatements thereof) and to do all such acts, deeds, matters and things in terms of the draft Power of Attorney placed before the Board and any one of the Directors of the Company be and are hereby severally authorized to sign the power of attorney on behalf of the Company. The Company does hereby issue the power of attorney in favour of Authorised Representatives, in accordance with the articles of association of the Company.

“**RESOLVED FURTHER THAT** the consent of the Board be and is hereby accorded to the Company, the debenture trustee, the debenture holders and/or the common security trustee, as the case may be, to take all such actions, execute and register (*as applicable*) all deeds and documents, including making necessary filings with the relevant Registrar of Companies and/ or any other authority/ agency, in relation to the creation of the relevant security.”

“**RESOLVED FURTHER** that the Company be and is hereby authorised to obtain listing of the Debentures on the wholesale debt segment of the BSE Limited (“**BSE**”) under the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, as amended, modified or supplemented from time to time (the “**Listing**”) and to do all such acts, deeds and things and execute or ratify such documents, papers and writings as may be necessary for that purpose.”

“**RESOLVED FURTHER** that Mr. Ashish Narendra Shah and/or Mr. Abhay Goyal, Directors of the Company, be and are hereby severally authorised to make such applications and do all such acts, deeds and things as may be necessary or desirable in connection with the Listing including without limitation, making applications to and liaising with the concerned authorities and/or the intermediaries, including the BSE, the SEBI, relevant credit rating agencies, the relevant registrar and transfer agent and negotiating, finalising and executing or ratifying such documents, papers and writings including without limitation, the listing agreement as may be necessary for the purpose.”

“**RESOLVED FURTHER** that the Company be and is hereby authorised to get the Debentures admitted to the National Securities Depository Limited (“**NSDL**”) and/ or the Central Depository Services (India) Limited (“**CDSL**”) and to execute or ratify the necessary or requisite agreement(s) with those depositories and the registrar and transfer agent and any other agreements, undertakings or other writings required for the issue of the Debentures in dematerialised form and any directors of the Company, be and are hereby severally authorized to negotiate, finalise and execute or ratify the same.”

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“RESOLVED FURTHER that applications for allotment of International Securities Identification Number (“ISIN”) be filed with the NSDL and the CDSL as may be required in connection with one or more series of the Debentures.”

“RESOLVED FURTHER that the Company be and is hereby authorised to open and operate such bank/ escrow account(s) with Deutsche Bank AG, Mumbai Branch (and/or such other scheduled commercial bank, as may be acceptable to the debenture holders) (“Account Bank”) for, *inter-alia*, receiving the subscription monies on allotment of the respective Debentures and/or for such other purposes in terms of the other Debenture Documents and for this purpose, Mr. Ashish Narendra Shah and/or Mr. Abhay Goyal Directors of the Company, be and are hereby severally authorized to discuss, negotiate and liaise with the aforesaid Account Bank and to do all such acts, deeds and things as may be necessary or expedient to implement this resolution and to do and execute all acts and deeds as may be required by the said Account Bank in connection with the aforesaid.”

“RESOLVED FURTHER THAT any one of the directors of the Company and/or the company secretary, if any, be and is hereby authorised to issue a certified true copy of the foregoing resolutions as and when required.”

**CERTIFIED TO BE TRUE COPY**

**FOR ECOBOX INDUSTRIALS ASSET III PRIVATE LIMITED**

*WAS*  
*A.N. Shah*

Ashish Shah

Director

DIN: 06898999

Date: 30 August 2024

Place: Mumbai

Address: 401, Kamal Kunj, Opp. AVM School, Juhu, Mumbai, Maharashtra, 400049



**ABHAY** Digitally signed  
by ABHAY  
GOYAL  
**GOYAL** Date: 2024.09.04  
17:22:30 +05'30'

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