

February 9, 2024

To

BSE Limited

P.J. Towers, Dalal Street,
Mumbai - 400 001

Ref. No.

Scrip Code 973874; Scrip ID: 645MHP35; ISIN: INE00PT07014 (Series -A)

Scrip Code 973875; Scrip ID: 645MHPL35; ISIN: INE00PT07022 (Series -B)

Subject: Intimation under Regulation 51 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') as amended from time to time.

Dear Sir/Madam,

Pursuant to Regulation 51 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, and in furtherance to our intimation dated February 9, 2024, we would like to inform you that Axis Trustee Services Limited, Debenture Trustee for the Non-Convertible Debentures (NCDs), has issued a No Objection Certificate (NOC) for the following modifications under Regulation 59 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, in respect of the NCDs issued under ISIN INE00PT07022 and INE00PT07014:

1) Revision in coupon rate as follows:

Particulars	Details
Deemed Date of Allotment	March 29, 2022
Revised Coupon Rate (Semi Annual Interest Period)	8.71% p.a.
Revised Coupon Rate Period	March 29, 2024 – March 29, 2026

2) New Put/Call date to be revised to March 29, 2026, and the Company cannot prepay the debt before the new put/ call dates except for Event of Default (EoDs) or accelerated redemption.

3) Approval for change in Debenture Trustee

A copy of the NOC issued by the Debenture Trustees is annexed as **Annexure-I** for your reference and records.

We would also like to inform you that the change in coupon rate (Point 1) and debenture trustee (Point 3) is subject to approval of the Board of Directors of the Company and BSE Limited. The same shall be intimated to the stock exchange in due course, as and when the respective approvals are received, and change is effected.

Mangloor Highways Private Limited (Formerly Known as DBL Mangloor Highways Private Limited)

Regd. Office: Cabin-2, S-11, IInd Floor, Gurukripa Plaza Zone-II, M. P. Nagar MP Nagar Bhopal MP 462011, CIN: U45309MP2018PTC045519

Corporate Office: 1901, 19th Floor, Tower - B, World Trade Tower, Plot # C - 1, Sector - 16, NOIDA - 201301, U.P., India.

Phone: +91-0120-486 8323, Fax: +91-0120-486 8330, Email: compliance@mhpl.net.in, Website: www.mhpl.net.in

This is for your information and record please.

Thanking you
For **Mangloor Highways Private Limited**
(formerly known as DBL Mangloor Highways Private Limited)

Nishtha Tewari
Company Secretary (M No. A44844)
Address: B1/201, Tower-12, Purvanchal Royal Park,
Sector-137, Noida-201301

ATSL/DEL/2023-24/178
February 09, 2024

To
Mangloor Highways Private Limited
(Previously known as DBL Mangloor Highways Private Limited)
Plot No. 5, Inside Govind Narayan Singh Gate,
Chuna Bhatti, Kolar Road Bhopal - 462016

Sub: No Objection Certificate (NOC) under Regulation 59 of SEBI LODR Regulations 2015

Ref: Debenture trust deed dated March 21, 2022 executed between the Issuer and the Debenture Trustee and the no objection certificate from the debenture holders dated February 09, 2024

Dear Sir,

We write in our capacity as debenture trustee (“**Debenture Trustee**”) for 2822 (Two Thousand Eight Hundred Twenty Two) Senior, Listed, Secured, Redeemable, Non-Convertible Debentures of face value ₹ 10,00,000 (Indian Rupees Ten Lakhs Only) each for an issue size of ₹ 282,20,00,000 Crore (Indian Rupees Two Hundred and Eighty Two Crore and Twenty Lakhs) (the “**Debentures**”) (the “**Issuer**”) issued by Mangloor Highways Private Limited (the “**Issuer**”). We refer to your request email dated February 09, 2024 for captioned change in the terms of the Debentures.

Based on the above references, we hereby provide our approval with regards to Debentures (as detailed below) for the captioned change in terms

ISIN	Security Name	Amount in Rs.
INE00PT07014 INE00PT07022	DBL MANGLOOR HIGHWAYS PRIVATE LIMITED SR A RR NCD 31AG35 FVRS10LAC	282.20

Basis the consent from the debenture holder, we hereby confirm that Axis Trustee Services Limited has no objection for following modification:

1) Revised pricing

Particulars	Details
Deemed Date of Allotment	29 Mar 2022
Revised Coupon Rate (Semi Annual Interest Period)	8.71% p.a.
Revised Coupon Rate Period	29 Mar 2024 – 29 Mar 2026

2) Revised put option date to be 29th March 2026 and the Issuer cannot redeem the Debentures in full before the revised put option dates except on account of events of default or and accelerated redemption consequent to the occurrence of an event of default in accordance with the terms of the definitive documents executed between the Issuer and Axis Trustee Services Limited (*acting as the Debenture Trustee*).

3) Approval for change in Debenture Trustee for the debentures – Debenture Holder accord their approval for change in debenture trustee from Axis Trustee Services Limited to a mutually agreeable debenture trustee.

Request you to submit this no objection certificate to the relevant stock exchange under Regulation 59(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for further approval. This no objection certificate is subject to compliance by the Issuer of Regulation 59 of SEBI LODR Regulations 2015 and the master

Corporate Identity Number: U74999MH2008PLC182264 | MSME Registered UAN: MH19E0033585

Registered Office:
Axis House, Bombay Dyeing Mills Compound, Pandurang Budhkar Marg, Worli, Mumbai - 400 025

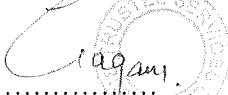
Corporate Office:
The Ruby, 2nd Floor, SW, 29 Senapati Bapat Marg, Dadar West, Mumbai - 400 028
Tel No: 022-62300451 Fax No.: 022-6230 0700 Website: www.axistrustee.com



AXIS TRUSTEE

circular titled '*Master Circular for Debenture Trustee*' dated 31 March 2023 issued by SEBI (as may be amended from time to time).

Thanking you,
Yours faithfully,
For **Axis Trustee Services Limited**



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Name: Gagan Arora
Designation: Asst. Manager

Corporate Identity Number: U74999MH2008PLC182264 | MSME Registered UAN: MH19E0033585

Registered Office:
Axis House, Bombay Dyeing Mills Compound, Pandurang Budhkar Marg, Worli, Mumbai - 400 025

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AXIS TRUSTEE