

# DBL INFRA ASSETS PRIVATE LIMITED

( Formerly Known as High Fly Airlines Private Limited )

**Date: November 06, 2023**

To  
BSE Limited  
Listing Department  
P.J Tower, Dalal Street  
Mumbai - 400001  
**Scrip Code - 973405**

**Sub: Disclosure under Regulation 54(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015**

Dear Sir/Madam,

Pursuant to Regulation 54(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please note that the senior, rated, freely transferable, listed, redeemable, non-convertible debentures, issued by the Company, outstanding as on September 30, 2023 are secured to the extent of 100% by exclusive charge on a) DSRA including DSRA amount, b) present and future bank accounts of Company, c) all receivables to be received by the Company from the Company intragroup Loan, d) Sales proceeds account as per DoH, pledge of securities and others wherever applicable.

This is for your information and record.

**For DBL Infra Assets Private Limited**



**Pragya Raghuwanshi**  
**Company Secretary & Compliance officer**

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( Formerly Known as High Fly Airlines Private Limited )

**Date: November 06, 2023**

To  
BSE Limited  
Listing Department  
P.J Tower, Dalal Street  
Mumbai - 400001  
**Scrip Code - 973405**

**Sub: Compliance under Regulation 54(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sir /Madam,

Pursuant to Regulation 54(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Security Cover in respect of the Non-Convertible Debentures (NCDs) of the Company as issued by Statutory Auditor for the period September 30, 2023.

This is for your information and record.

**For DBL Infra Assets Private Limited**

**Pragya Raghuwanshi**  
**Company Secretary & Compliance officer**





2<sup>nd</sup> Floor, Kapur House,  
Paranjape B Scheme  
Road No.1, Vile Parle (E),  
Mumbai 400057  
T: 91 22 2663 3500  
www.mmchitale.com

7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

### Opinion

8. Based on our examination of the Deed and the relevant documents and information provided to us, we certify that:
- a) The amounts given in the Annexure 1 have been extracted from the unaudited books of accounts for the period ended 30<sup>th</sup> September 2023 and other related records of the Company and the computation of asset coverage ratio is arithmetically correct and the asset cover required thereof has been maintained as per the terms and conditions stated in the Debenture Trust Deed.
  - b) The financial results for the period ended 30<sup>th</sup> September 2023 have been reviewed by us, on which we have issued a limited review report dated November 6, 2023.

### Restriction on use

9. The certificate is addressed to and provided to the Catalyst Trusteeship Ltd solely for the purpose to enable comply with requirements of the Deed and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

For **MUKUND M CHITALE & CO.**  
Chartered Accountants  
Firm's Registration No.: 106655W

(S. M. Chitale)  
Partner  
M. No.: 111383

UDIN: 23111383BGTWOX4563

Place: Mumbai  
Date: November 06, 2023



2<sup>nd</sup> Floor, Kapur House,  
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Ref No: K-408/2023/05-185

To,  
Axis Trustee Services Ltd

**Independent Practitioner's Certificate of the Asset Coverage as at 30<sup>th</sup> September 2023.**

1. This Report is issued in accordance with the terms of our engagement with DBL Infra Assets Private Limited.
2. The accompanying 'Statement of Asset coverage as at 30<sup>th</sup> September 2023 contains the details required pursuant to compliance with terms and conditions by DBL Infra Assets Private Limited (the Company) contained in the Amended and Restated Debenture Trust Deed (hereinafter referred to as "Deed") entered into between the Company and Axis Trustee Services Ltd (hereinafter referred to as "Trustee") dated 28<sup>th</sup> March 2023 which we have initialled for identification purposes only. The following Debentures as on 30<sup>th</sup> September 2023 have been considered for this Certificate:

Debentures as on 30<sup>th</sup> September 2023 bearing ISIN INE0IJE8011.

**Management's Responsibility for the Statement**

3. The preparation of the Statement is the responsibility of the Management of the Company including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances. This includes collecting, collating and validating data and accurate computation of asset coverage ratio.
4. The Management is also responsible for ensuring that the Company complies with the requirements of the clauses of Deed document and provides all relevant information to Trustee.

**Practitioner's Responsibility**

5. It is our responsibility to provide a reasonable assurance whether the amounts given in the Annexure 1 have been extracted from the unaudited books of accounts for the period ended 30<sup>th</sup> September 2023 and other related records of the Company and the computation of asset coverage ratio is arithmetically correct.
6. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

## Annexure I - Format of Security Cover

Column A	Column B	Column C (i)	Column D (ii)	Column E (iii)	Column F (iv)	Column G (v)	Column H (vi)	Column I (vii)	Column J	Column K	Column L	Column M	Column N	Column O
Particulars	Description of asset for which this certificate relate	Exclusive Charge	Exclusive Charge	Pari-Passu Charge	Pari-Passu Charge	Pari-Passu Charge	Assets not offered as Security	Elimination (amount in negative)	(Total C to H)	Related to only those items covered by this certificate				
		Debt for which this certificate being issued	Other Secured Debt	Debt for which this certificate being issued	Assets shared by pari passu debt holder (includes debt for which this certificate is issued & other debt with pari passu charge)	Other assets on which there is pari-Passu charge (excluding items covered in column F)				Market Value for Assets charged on Exclusive basis	Carrying /book value for exclusive charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)	Market Value for Pari passu charge Assets (viii)	Carrying /book value for pari passu charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)	Total Value (=K+L+M+N)
		Book Value	Book Value	Yes/ No	Book Value	Book Value							Relating to Column F	
<b>ASSETS</b>														
Property, Plant and Equipment		-	-		-	-	-	-	-		-		-	-
Capital Work-in-Progress		-	-		-	-	-	-	-		-		-	-
Right of Use Assets		-	-		-	-	-	-	-		-		-	-
Goodwill		-	-		-	-	-	-	-		-		-	-
Intangible Assets		-	-		-	-	-	-	-		-		-	-
Intangible Assets under Development		-	-		-	-	-	-	-		-		-	-
Investments	This represents investments made in subsidiary and Associates by the issuer.	27,102.12	-		-	-	21,789.22	-	48,891.33	16,346.63	10,755.49		-	27,102.12
Loans	This represents intra group loans availed by the issuer .	14,520.15	-		-	-	10,094.66	-	24,614.81		14,520.15		-	14,520.15
Inventories			-		-	-	-	-	-		-		-	-
Trade Receivables			-		-	-	207.08	-	207.08		-		-	-
Cash and Cash Equivalents	This represents balance with bank in current accounts .	-	-		-	-	2,969.01	-	2,969.01		-		-	-
Bank Balances other than Cash and Cash Equivalents			-		-	-	-	-	-		-		-	-
Others			-		-	-	494.55	-	494.55		-		-	-
<b>Total</b>		<b>41,622.27</b>	-		-	-	<b>35,554.52</b>	-	<b>77,176.79</b>	<b>16,346.63</b>	<b>25,275.64</b>	-	-	<b>41,622.27</b>
<b>LIABILITIES</b>														
Debt securities to which this certificate pertains		67,569.95	-		-	-	-	-	67,569.95					
Other debt sharing pari-passu charge with above debt		-	-		-	-	-	-	-					
Other Debt		-	-		-	-	-	-	-					
Subordinated debt		-	-		-	-	-	-	-					
Borrowings		-	-		-	-	764.25	-	764.25					
Bank		-	-		-	-	-	-	-					
Debt Securities		-	-		-	-	-	-	-					
Others (Interest accrued on secured debt)		-	-		-	-	20,259.70	-	20,259.70					
Trade payables		-	-		-	-	-	-	-					
Lease Liabilities		-	-		-	-	-	-	-					
Provisions		-	-		-	-	0.48	-	0.48					
Others		-	-		-	-	1,122.17	-	1,122.17					
<b>Total</b>		<b>67,569.95</b>	-		-	-	<b>22,146.61</b>	-	<b>89,716.55</b>					
Cover on Book Value														
Cover on Market Value		0.24												
	Exclusive Security Cover Ratio	0.62	-	Pari-Passu Security Cover Ratio										

Notes: Company has to maintain asset cover ratio as defined in the Debenture Trust Deed. The asset cover based on the assets given as security of the Company comes to 0.62. However, out of the total Security provided for the debt, the security also includes the investment and loans given by the Parent Company to the portfolio companies which are not covered above. After considering total security given by the Company and its Parent Company, the security cover ratio will be fulfilled.

