



A K SOMANI & CO.
Chartered Accountants
1105, Corporate Annexe,
Sonawala Road, Goregaon East,
Mumbai, MH 400 063.

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To
Centbank Financial Services Limited
Central Bank of India, MMO Building, 3rd Floor (East Wing)
No.55, M.G. Road, Fort, Mumbai – 400 001

CERTIFICATE

1. We, M/s A K Somani & Co., Chartered Accountants (Firm Registration No: 141941W) having our office at 1105, Corporate Annexe, Sonawala Road, Goregaon East, Mumbai, Maharashtra, 400063 are the Firm of Practicing Chartered Accountants appointed by Centbank Financial Services Limited ("**Debenture Trustees**"), have examined the unaudited reviewed books of accounts and other relevant records and documents of Bank of Baroda ("**Company**"), as at and for quarter ended December 31, 2025 for the purpose of issuing this Certificate.
2. Regulation 54 read with Reg 56(1)(d) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "SEBI Regulations") read with SEBI Circular Ref No SEBI/HO/DDHS-PoD-1/P/CIR/2025/117 dated August 13, 2025, inter-alia requires debenture trustees, to exercise independent due diligence and places obligations on the debenture trustees to ensure that the assets of the issuer are constantly sufficient to discharge the interest and principal amount with respect to debt securities of the issuer. In this regard, debenture trustees by itself or through its advisers or experts shall independently carry out due diligence.
3. This Certificate is required for the purpose of submission with the Debenture Trustees of the Company to ensure compliance with the SEBI Regulations in respect of its 8.76% Unsecured Redeemable Non-Convertible Debentures with a face value of INR 400 Crores (INE077A08098) ("**Debentures**") issued on private placement basis. The Company has entered into a Debenture Trust Deeds as amended from time to time with the Debentures Trustees in respect of such Debentures.
4. On the basis of our examination of the unaudited reviewed books of accounts as at and for the quarter ended December 31, 2025, other relevant records and documents maintained by the Company and according to the information and explanations given to us by the Company, we certify that the details contained in the Annexure A have been correctly extracted from the unaudited reviewed books of accounts and other relevant records of the Company as at and for the quarter ended December 31, 2025.
5. As per clarification received from NSE, entities having only unsecured debt securities are required to submit a "NIL" certificate in the prescribed format with reference to SEBI Circular no. SEBLHO/DDHS-PoD-1/P/CIR/2025/117 dated August 13, 2025.
6. We conducted our examination of the Annexure A 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.
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.



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8. This certificate is addressed to and provided to the Debenture Trustee solely for the purpose of enabling it to comply with its obligations under SEBI Regulations read with SEBI Master Circular Ref No SEBI/HO/DDHS-PoD-1/P/CIR/2025/117 dated August 13, 2025 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 A K SOMANI & CO.
Chartered Accountants



Akshay Kumar Somani
Proprietor
Membership no. 169865
ICAI Firm Registration No. 141941W
UDIN: 26169865DIDNFN7449

Place: Mumbai
Date: February 26, 2026

A K SOMANI & CO
Chartered Accountants

Annexure A

Column A	Column B	Column C	Column D	Column E	Column F	Column G	Column H	Column I	Column J	Column K	Column L	Column M	Column N	Column O
Particulars		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				
	Description of asset for which this certificate relate	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 (excludin g items covered in column F)		debt amount considered more than once (due to exclusive plus pari passu charge)		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 Assets charged on Exclusive basis	Carrying value/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
ASSETS														
Property, Plant and Equipment														
Capital Work-in- Progress														
Right of Use Assets														
Goodwill														
Intangible Assets														
Intangible Assets under Development														
Investments														
Loans														
Inventories														
Trade Receivables														
Cash and Cash Equivalents														
Bank Balances other than Cash and Cash Equivalents														
Others														
Total														
LIABILITIES														
Debt securities to which this certificate pertains														
Other debt sharing pari-passu charge with above debt														
Other Debt														
Subordinated debt														
Borrowings														
Bank														
Debt Securities														
Others														
Trade payables														
Lease Liabilities														
Provisions														
Others														
Total														
Cover on Book Value														
Cover on Market Value														
		Exclusive Security Cover Ratio			Pari-Passu Security Cover Ratio									

For A K SOMANI & CO
Chartered Accountants
ICAI Firm Reg No. 141941W

Akshay Kumar Somani
Proprietor
Mem. No. 169865
UDIN : 26169865DIDNFN7449



Date : February, 26 2026
Place : Mumbai