OMAXE
Turning dreams into reality

Date: May 25, 2016

The BSE Limited (Bombay Stock Exchange)
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001

Sub: Certificate pursuant to Regulation-52(5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation-52(5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the certificate signed by Debenture Trustee.

This is for your information and records.

Thanking You
For Omaxe Limited

Authorised Signatory

CC:
National Stock Exchange of India Limited
'Exchange Plaza'
Bandra Kurla Complex, — For information only
Bandra (East)
Mumbai- 400 051

AXIS TRUSTEE

Ref: ATSL/ DEL/2016-17/145
May 25, 2016

OMAXE Limited
7, Local Shopping Complex,
Kalkaji, New Delhi- 110019

Sub: Letter of Debenture Trustee pursuant to Regulation 52 (5) of the SEBI (Listing Obligations and Disclosure Requirements) 2015)

Dear Sir/Madam,

This has reference to the Privately Placed, Secured, Redeemable, Non- Convertible Debentures issued by OMAXE Limited ("Company") and listed on the BSE Limited ("**Listed Debt Securities**").

Pursuant to Regulation 52(4) read with Regulation 52 (5) of the SEBI (Listing Obligations and Disclosure Requirements) 2015, the Company is required to submit its half yearly/annual financial results to the Stock Exchange, with a letter of the Debenture Trustee (Axis Trustee Services Limited) that the Debenture Trustee has noted the contents furnished by the Company as per Regulation 52(4).

In pursuance thereof we hereby confirm that we have received the said aforesaid information vide your letter dated May 25, 2016 (enclosed herewith) along with the relevant/necessary supporting and we have noted the contents in respect of the Listed Debt Securities issued by the Company. We have not separately verified the content or information contained therein.

Thanking You,

Yours Faithfully
For **Axis Trustee Services Limited**
(Debenture Trustee)

Authorised Signatory

OMAXE

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Date: May 25, 2016

The Manager
Axis Trustee Services Limited
Axis House, 2nd Floor,
Wadia International Centre,
Bombay Dyeing Mills Compound,
Pandurang Budhkar Marg,
Worli, Mumbai-400025

SUB: Disclosure under Regulation-52(4) and 54 of SEBI(listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/ Madam,

Pursuant to Regulation-52(4) and 54 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the information is as follows:-

a) **Credit Rating:-** CARE BBB(SO) and there is no change in credit rating;
b) The Company has provided 100% asset cover for the Non-Convertible Debt Securities of the Company.
c) **Debt-Equity Ratio**:-0.50
d) **Previous due date for the Payment of Interest in respect of all series of NCDs**:- May 02, 2016
The Company has paid the interest on due date and the intimation under Regulation-57(1) regarding timely payment of interest has been sent on May 03, 2016
e) **Previous due date for repayment of principal amount in respect of Series A and C of Non-Convertible Debt Securities**:- May 23, 2016
The Company has made the repayment of principal amount on due date and the intimation under Regulation-57(1) regarding timely payment of principal amount has been sent on May 24, 2016
f) **Next due date for the payment of interest in respect of all series of NCDs:-** June 01, 2016
g) **Next due date for repayment of principal amount in respect of Series A and C of Non-Convertible Debt Securities**:- June 23, 2016
h) **Interest service coverage ratio**:-1.78
i) **Debenture Redemption Reserve:-** Rs. 11 cr
j) **Net Worth:-** Rs. 1948.99 cr.
k) **Net Profit after Tax:-**Rs. 51.47 cr
l) **Earnings Per Share:-**2.80
m) **Extent and nature of security created and maintained with respect to NCDs:-** Non-Convertible Debentures(NCDs) are secured by equitable mortgage of project properties and all present and future construction and development work and charge on receivable thereon as applicable.
Non-Convertible Debentures are further secured by personal guarantee of Director(s) of the Company.

This is for your kind information and records.

For Omaxe Ltd.

Authorised Signatory