Mahindra LIFESPACES

Mahindra Lifespace Developers Ltd.
CIN : L45200MH1999PLC118949
Mahindra Towers, 5th Floor,
Dr. G. M. Bhosale Marg, Worli,
Mumbai 400 018,
India
Tel: +91 22 67478600 / 8601
Fax: +91 22 24975084
www.mahindralifespaces.com

30th October, 2017

Bombay Stock Exchange Limited
Corporate Services,
Piroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Listing: http://listing.bseindia.com

National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East)
Mumbai – 400 051
Listing: https:www.connect2nse.com/LISTING/

Re:

Security	BSE	NSE	ISIN
Equity Shares	532313	MAHLIFE	INE813A01018
Debentures	Scrip Code: 949080 Scrip ID: 8MLDL2018C	-	INE813A07031

Sub:- Certificate under Regulation 52(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("SEBI LODR")**.

Dear Sir/Madam,

In reference to letter dated 30th October, 2017 and pursuant to Regulation 52(5) read with Regulation 52(4) of the SEBI LODR, we hereby enclose the certificate received from Debenture Trustee, M/s. Axis Trustee Services Limited.

Request you to take the same on record.

Thanking You

For and on behalf of
Mahindra Lifespace Developers Limited

Suhas Kulkarni
Sr. Vice President Legal and Company Secretary
FCS: 2427

Encl: a / a

BUREAU VERITAS Certification
OHSAS 18001:2007 BUREAU VERITAS Certification
ISO 14001 BUREAU VERITAS Certification
UKAS

AXIS TRUSTEE

ATSL/CO/2017-18/5934
October 30, 2017

To,
Mahindra Lifespace Developers Limited
5th Floor, Mahindra Tower,
Worli, Mumbai - 400018.

Kind Attn: Mr. Norbert D'souza

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

Dear Sir,

We write in our capacity as the Debenture Trustee for the Non-Convertible Debentures (NCDs) aggregating to Rs. 500 Crores issued by Mahindra Lifespace Developers 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 in terms of Regulation 52(4).

In pursuance thereof we hereby confirm that we have received the said information vide your letter dated October 30, 2017 along with the relevant/necessary supporting for the half year ending 30th September, 2017 and we have noted the contents in respect of the Listed Debt Securities issued by the Company.

Further please note that we have not independently verified the contents submitted vide your above letter and the aforesaid noting is subject to the following:

1. The Debenture Trustee is relying on the information/status as submitted by the company for the purpose of submission to the Stock Exchange; without reconfirming.

2. Any commitment pertaining to the interest /principal payable on the future due dates are sole commitment on the company's part and Trustee is not liable in any manner if company fails to fulfill / does not fulfill its commitments.

Thanking You,

Yours Faithfully
For **Axis Trustee Services Limited**

Mangalagowri Bhat
Senior Manager