

May 15, 2025

To,

BSE Limited The Corporate Relationship Department 1 st Floor, P.J. Towers, Dalal Street Fort, Mumbai – 400 001 Scrip Code: 532799	National Stock Exchange of India Limited The Listing Department Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 Symbol: HUBTOWN
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Sub: Monitoring Agency Report for the quarter ended March 31, 2025.

Dear Sir / Madam,

Pursuant to Regulation 32(6) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Regulation 162A of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, please find attached the Monitoring Agency Report for the quarter ended March 31, 2025 issued by Brickwork Ratings India Private Limited, the Monitoring Agency appointed by the Company for Monitoring utilization of proceeds raised through Preferential Issue of Equity Shares, Compulsorily and Mandatorily Convertible Debentures (CCDs) and Warrants convertible into Equity Shares.

You are requested to take the above information on record.

Thanking you,

Yours faithfully,
For **Hubtown Limited**

Shivil Kapoor
Company Secretary & Compliance Officer
Membership No F11865

Encl: a/a



Brickwork Ratings India Private Limited

3rd Floor, Raj Alkaa Park, Kalena Agrahara

Bannerghatta Road, Bengaluru - 560 076

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**Monitoring Agency Report for
Hubtown Limited
for the quarter ended
March 31, 2025**



Brickwork Ratings India Private Limited

3rd Floor, Raj Alkaa Park, Kalena Agrahara
Bannerghatta Road, Bengaluru - 560 076
P: +91 80 4040 9940/9999

No. BWR/2025-26/IPM/HL/03

May 15, 2025

To

Mr. Sunil Mago

Chief Financial Officer

Hubtown Limited

Hubtown Seasons, Opposite Jain Temple,

R. K. Chemburkar Marg,

Chembur (E), Mumbai 400071

Dear Sir,

Third Monitoring Agency Report for the quarter ended March 31, 2025 - in relation to the Equity Shares, Compulsorily Convertible Debentures and Warrants Issue of Hubtown Limited ("the Company")

Pursuant to Regulation 162A of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") and Monitoring Agency Engagement Letter dated July 31, 2024, Brickwork Ratings (BWR) has prepared the Third Monitoring Agency Report, as per Schedule XI of the SEBI ICDR Regulations towards utilization of proceeds of funds raised, for the quarter ended March 31, 2025.

The funds raised by the Company were through Preferential Placement of Equity Shares, Compulsorily Convertible Debentures (CCDs) and promoters' preferential issue through Share Warrants aggregating to Rs 1,212.00 Crore of the Company.

In this connection, we are enclosing the Monitoring Agency Report for the quarter ended March 31, 2025, as per aforesaid SEBI Regulations and Monitoring Agency Agreement dated July 31, 2024.

Request you to kindly take the same on records.

Thanking you,

Yours Faithfully,

Ms Sharada Shivram

CFO- Brickwork Ratings

Report of the Monitoring Agency (MA)

Name of the issuer: Hubtown Limited

For quarter ended: March 31, 2025

Name of the Monitoring Agency: Brickwork Ratings India Private Limited

(a) Deviation from the objects: Utilization different from Objects stated in the offer document but in line with change of objects approved by Board of Directors via resolution passed on February 14, 2025.

(b) Range of Deviation: 10%-25%*

**In preferential issue of equity shares there is overutilization in working capital requirement by Rs.19.18 crore from its proposed utilization amount of Rs.89.00 crore in the offer document. By virtue of the resolution passed on February 14, 2025, Board of Directors approved the change in objects. The current utilization is in line with the revised cost of objects as mentioned in the resolution.*

Declaration:

We declare that this report is based on the format prescribed by the SEBI (ICDR) Regulations, 2018, we further declare that this report provides a true and fair view of the utilization of the issue proceeds in relation to the objects of the issue based on the information provided by the Issuer and information obtained from sources believed by it to be accurate and reliable.

We declare that we do not have any direct/indirect interest in or relationship with the issuer/promoters/directors/management and also confirm that we do not perceive any conflict of interest in such relationship/interest while monitoring and reporting the utilization of the issue proceeds by the issuer.

The MA does not perform an audit and undertakes no independent verification of any information/ certifications/ statements it receives. This Report is not intended to create any legally binding obligations on the MA which accepts no responsibility whatsoever, for loss or damage from the use of the said information. The views and opinions expressed herein do not constitute the opinion of MA to deal in any security of the Issuer in any manner whatsoever. Nothing mentioned in this report is intended to or should be construed as creating a fiduciary relationship between the MA and any issuer or between the agency and any user of this report. The MA and its affiliates also do not act as an expert as defined under Section 2(38) of the Companies Act, 2013.

The MA or its affiliates may have a credit rating or other commercial transactions with the entity to which the report pertains and may receive separate compensation for its ratings and certain credit related analyses. We confirm that there is no conflict of interest in such relationship/interest while monitoring and reporting the utilization of the issue proceeds by the issuer, or while undertaking credit rating or other commercial transactions with the entity.

We have submitted the report herewith in line with the format prescribed by SEBI, capturing our comments, where applicable. There are certain sections of the report under the title "Comments of the Board of Directors", that shall be captured by the Issuer's Management / Audit Committee of the Board of Directors subsequent to the MA submitting their report to the issuer and before dissemination of the report through stock exchanges. These sections have not been reviewed by the MA, and the MA takes no responsibility for such comments of the issuer's Management/Board.



Signature: *Sharada Shivram*

Name of the Authorized Signatory: Ms Sharada Shivram

Designation of Authorized Person/Signing Authority: CFO, Brickwork Ratings

1) Issuer Details:

Name of the issuer:	Hubtown Limited
Names of the promoter:	Hemant M. Shah, Vyomesh M. Shah
Industry / sector to which it belongs:	Real Estate

2) Issue Details:

Issue period:

Equity & Compulsorily Convertible Debentures (CCDs)	17 Sep 2024 to 25 Sep 2024
Warrants	17 Sep 2024 to 30 Sep 2024

Type of issue (public/ rights):	Preferential Issue of Equity/ Warrants/ CCDs
Type of specified securities:	Equity Shares/ Warrants/ CCDs
IPO Grading, if any:	Not Applicable
Issue size (in ₹ Crore):	1,212.00

Particulars	Total Number of Securities	Price (₹)	Value as per Offer Document (₹ Crore)	Amount Received (₹ Crore)
Equity Shares	49574360	188	932.00	929.00#
CCDs	250000	200	5.00	5.00
Warrants*	12500000	220	275.00	171.88
Total			1212.00	1105.86^

Note 1: Each CCD is convertible into, or exchangeable for, one (1) equity share

Note 2: Each warrant is convertible into, or exchangeable for, one (1) equity share, and the conversion can be exercised at any time within a period of 18 months from date of allotment of warrants, in one or more tranches, as the case maybe and on such other terms and conditions applicable.

* An amount equivalent to 62.5% of the warrant issue price is received on subscription of warrants.

^ The total proceeds available on 31st March 2025 amounts to ₹ 1,105.86 Crore.

The amount received towards equity shares stand at ₹ 929 Crore instead of ₹ 932 Crore due to non-receipt of subscription amount from one of the investors.

3) Details of the arrangement made to ensure the monitoring of issue proceeds:

Particulars	Reply	Source of information / certifications considered by Monitoring Agency for preparation of report	Comments of Monitoring Agency	Comments of Board of Directors
Whether all utilization is as per the disclosures in the Offer Document?	Yes	Bank Statements, Company's letter, CA Certificate	In preferential issue of equity shares, over utilization of funds in working capital requirement is 21.6% than the cost of objects stated in the offer document*	The utilization of proceeds from the preferential issue is in line with the cost of object as amended by the Board pursuant to resolution passed in the meeting dated February 14, 2025
Whether shareholder approval has been obtained in case of material deviations# from expenditures disclosed in the Offer Document?	Not Applicable	Nil	Nil	Nil
Whether the means of finance for the disclosed objects of the issue has changed?	No	Nil	Nil	Nil
Is there any major deviation observed over the earlier monitoring agency reports?	Not Applicable	Nil	Monitoring being done for the first time	Nil
Whether all Government/statutory approvals related to the object(s) have been obtained?	Yes	Company's letter	Nil	Nil
Whether all arrangements pertaining to technical assistance/collaboration are in operation?	Not Applicable	Nil	Nil	Nil
Are there any favorable events improving the viability of these object(s)?	No	Company's letter	Nil	Nil
Are there any unfavorable events affecting the viability of the object(s)?	No	Company's letter	Nil	Nil
Is there any other relevant information that may materially affect the decision making of the investors?	No	Not Applicable	Nil	Nil

Notes: CA Certificate from Sanket R Shah & Associates

#Where material deviation may be defined to mean:

(a) Deviation in the objects or purposes for which the funds have been raised

(b) Deviation in the amount of funds actually utilized by more than 10% of the amount projected in the offer documents.

*As per the special resolution passed in an extraordinary general meeting dated August 24, 2024, the Board of Directors can amend the Cost of Objects. On February 14, 2025, the Board of Directors approved the change in objects via a resolution. By virtue of this resolution, the current utilization is in line with the revised cost of objects as mentioned in the resolution.

4) Details of object(s) to be monitored:

i. Cost of object(s) #:

a) Preferential Issue of Equity Shares

Sr. No.	Item Head	Source of information / certifications considered by Monitoring Agency for preparation of report	Original Cost (as per the Offer Document) (₹ Crore)	Revised Cost (₹ Crore)	Comments of the Monitoring Agency	Comments of the Board of Directors		
						Reason of cost revision	Proposed financing option	Particulars of firm arrangements made
1.	Working Capital Requirements	Bank Statements, Company letter, CA Certificate	92.00	89.00	Due to lower fund availability as explained in section 2	Due to lower fund availability as explained in section 2	NIL	NIL
2.	Repayment of Existing Loans / Debts	Bank Statements, Company letter, CA Certificate	820.00	No	Nil	NIL	NIL	NIL
3.	Issue related Expenses	Bank Statements, Company letter, CA Certificate	3.00	No	Nil	NIL	NIL	NIL
4.	General Corporate Purpose	Bank Statements, Company letter, CA Certificate	17.00	No	Nil	NIL	NIL	NIL
5.	Any other purpose as approved by the Board	No	Nil	Nil	Nil	NIL	NIL	NIL

The cost of objects mentioned is only for the issued preferential shares.

The above details are verified by Sanket R Shah & Associates, Chartered Accountants vide its CA certificate dated, 2025.

i. Cost of object(s) #:
b) Share Warrants

Sr. No.	Item Head	Source of information / certifications considered by Monitoring Agency for preparation of report	Original Cost (as per the Offer Document) (₹ Crore)	Revised Cost (₹ Crore)	Comments of the Monitoring Agency	Comments of the Board of Directors		
						Reason of cost revision	Proposed financing option	Particulars of firm arrangements made
1.	Working Capital Requirements	Bank Statements, Company letter, CA Certificate	212.50	No	Nil	Nil	NIL	NIL
2.	Repayment of Existing Loans / Debts	Bank Statements, Company letter, CA Certificate	30.00	No	Nil	NIL	NIL	NIL
3.	Issue related Expenses	No	Nil	Nil	Nil	NIL	NIL	NIL
4.	General Corporate Purpose	Bank Statements, Company letter, CA Certificate	32.50	No	Nil	NIL	NIL	NIL
5.	Any other purpose as approved by the Board	Nil	Nil	Nil	Nil	NIL	NIL	NIL

The cost of objects mentioned is only for the issued share warrants.

The above details are verified by Sanket R Shah & Associates, Chartered Accountants vide its CA certificate dated May 14, 2025.

i Cost of object(s):
c) CCDs

Sr. No.	Item Head	Source of information / certifications considered by Monitoring Agency for preparation of report	Original Cost (as per the Offer Document) (₹ Crore)	Revised Cost (₹ Crore)	Comments of the Monitoring Agency	Comments of the Board of Directors		
						Reason of cost revision	Proposed financing option	Particulars of firm arrangements made
1.	Working Capital Requirements	Bank Statements, Company letter, CA Certificate	5.00*	Nil	Nil	Nil	NIL	NIL
2.	Repayment of Existing Loans / Debts	Bank Statements, Company letter, CA Certificate		No	Nil	Nil	Nil	NIL
3.	Issue related Expenses	No	Nil	Nil	Nil	Nil	NIL	NIL
4.	General Corporate Purpose	No	Nil	Nil	Nil	Nil	NIL	NIL
5.	Any other purpose as approved by the Board	No	Nil	Nil	Nil	Nil	NIL	NIL

** In a special resolution passed in an extraordinary general meeting dated August 24, 2024, the company stated that it intends to utilize the raised funds for the purpose of repayment of loan and working capital requirement etc*

Note: Above details are verified by Sanket R Shah & Associates, Chartered Accountants vide its CA certificate dated May 14, 2025.

ii) **Progress in the object(s)#:**
a) **Preferential Issue of Equity Shares**

Sr. No.	Item Head	Source of information/ certifications considered by Monitoring Agency for preparation of report	Amount as proposed in the Offer Document in ₹ Crore (A)	Amount utilized in ₹ Crore (B)			Total Unutilised amount in ₹ Crore as on 31 st March 2025 (C) A-B	Comments of the Monitoring Agency
				As at beginning of the quarter in ₹ Crore	During the quarter in ₹ Crore	At the end of the quarter in ₹ Crore		
1.	Working Capital Requirements	Bank Statements, Company letter, CA Certificate	92.00*	89.00	19.18	108.18	-19.18 [^]	The entire amount for the current quarter is excess utilization from the stated objective, and majority of the utilization is towards the payment to its subsidiaries and associate companies for their working capital requirements. This has been verified through entries in bank statements and CA certificate
2.	Repayment of Existing Loans / Debts	Bank Statements, Company letter, CA Certificate	820.00	784.57	21.18	805.75	14.25	
3.	Issue related Expenses	Bank Statements, Company letter, CA Certificate	3.00	0.00	0.00	0.00	3.00	Nil
4.	General Corporate Purpose	Bank Statements, Company letter, CA Certificate	17.00	17.02	-1.25 [@]	18.27	-1.27	Utilization was verified through entries in bank statements and CA certificate.
5.	Any other purpose as approved by the Board	NA	Nil	Nil	Nil	Nil	Nil	Nil

The progress in the objects mentioned is only for the issued equity shares.

* Working capital requirement revised to ₹ 89 crore as mentioned in section 4 (i) (a).

[^] As per NSE circular No. NSE/CML/2022/56 dated December 13, 2022 and BSE Circular No. 20221213-47 dated December 13, 2022 the utilization of issue proceeds may deviate +/- 10% depending upon the future circumstances, given that the Objects are based on management estimates and other commercial and technical factors. Over utilization of funds in working capital requirement is 21.6% than the cost of objects stated in the offer document. This is duly authorized by the members of Hubtown Limited through a special resolution passed in an extraordinary general meeting dated August 24, 2024.

[@] Total funds utilized as GCP during the quarter is Rs 2.25 crore and there was Rs 1 crore refund, received from Cromewell Enterprise Pvt Limited, which was spent as GCP, previously.

Note: On 15th January 2025, Rs 25 crore was transferred to Twenty Five Downtown Realty Limited, an associate company for its project requirement. However, the requirement was subsequently deferred, and the funds were refunded on 16th January 2025.

The above details are verified by Sanket R Shah & Associates. Chartered Accountants vide its CA certificate dated May 14, 2025.

ii) Progress in the object(s)#:
b) Share Warrants

Sr. No.	Item Head	Source of information/ certifications considered by Monitoring Agency for preparation of report	Amount as proposed in the Offer Document in ₹ Crore (A)	Amount utilized in ₹ Crore (B)			Total Unutilised amount in ₹ Crore as on 31 st March 2025 (C) A-B	Comments of the Monitoring Agency
				As at beginning of the quarter in ₹ Crore	During the quarter in ₹ Crore	At the end of the quarter in ₹ Crore		
1.	Working Capital Requirements	Bank Statements, Company letter, CA Certificate	212.50	44.74	100.99	145.73	-	Majority of the utilization is towards the payment to its subsidiaries and associate companies for their working capital requirements. This has been verified through entries in bank statements and CA certificate
2.	Repayment of Existing Loans / Debts	Bank Statements, Company letter, CA Certificate	30.00	24.00	0.00	24.00	-	Utilization was verified through entries in bank statements and the same has been confirmed through CA certificate
3.	Issue related Expenses	Bank Statements, Company letter, CA Certificate	Nil	Nil	Nil	Nil	Nil	Nil
4.	General Corporate Purpose	Bank Statements, Company letter, CA Certificate	32.50	0.00	0.00	0.00	-	Nil
5.	Any other purpose as approved by the Board	NA	NA	NA	NA	NA	NA	NA

The progress in the objects mentioned is only for the issued share warrants. Till 31 March 2025, only Rs 171.87 crore was raised through share warrants. The above details are verified by Sanket R Shah & Associates, Chartered Accountants vide its CA certificate dated May 14, 2025.

ii. Progress in the object(s):
c) CCDs

Sr. No.	Item Head	Source of information/ certifications considered by Monitoring Agency for preparation of report	Amount as proposed in the Offer Document in ₹ Crore (A)	Amount utilized in ₹ Crore (B)			Total Unutilised amount in ₹ Crore as on 31 st March 2025 (C) A-B	Comments of the Monitoring Agency
				As at beginning of the quarter in ₹ Crore	During the quarter in ₹ Crore	At the end of the quarter in ₹ Crore		
1.	Working Capital Requirements	Bank Statements, Company letter, CA Certificate	5.00*	NA	0.80	0.80	NA	Utilization was verified through entries in bank statements and CA certificate
2.	Repayment of Existing Loans / Debts	Bank Statements, Company letter, CA Certificate		4.00	0.00	0.00	0.20	Utilization was verified through entries in bank statements and CA certificate
3.	Issue related Expenses	Bank Statements, Company letter, CA Certificate	NA	NA	NA	NA	NA	
4.	General Corporate Purpose	Bank Statements, Company letter, CA Certificate	NA	NA	NA	NA	NA	
5.	Any other purpose as approved by the Board	NA	NA	NA	NA	NA	NA	

* In a special resolution passed in an extraordinary general meeting dated August 24, 2024, the company stated that it intends to utilize the raised funds for the purpose of repayment of loan and working capital requirement etc

Note: Above details are verified by Sanket R Shah & Associates, Chartered Accountants vide its CA certificate dated May 14, 2025

iii) Deployment of unutilized issue proceeds:

Sr. No.	Type of instrument and name of entity invested in	Amount Invested (₹ Crore)	Maturity date	Earning (₹ Crore)	Return on Investment (%)	Market Value as at the end of the quarter
1	Hubtown Limited Preferential Issue of Warrants Account- in ICICI Bank Account- 623905043336	2.15	-	-	-	-
2	Hubtown Limited Preferential Issue Account- in ICICI Bank Account- 623905043337 -Equity Shares	0.03	-	-	-	-
3	Hubtown Limited Preferential Issue of CCD Account- in ICICI Bank Account -623905043338	0.20	-	-	-	-
4	Balance with Axis Bank Account – 924020049866097	0.02	-	-	-	-
5	Balance with Kotak Bank Account – 7650267135	0.07	-	-	-	-

The above details are verified by Sanket R Shah & Associates, Chartered Accountants vide its CA certificate dated May 14, 2025.

iv) Delay in Implementation of Objects:

Object(s) Name	Completion Date		Delay	Comments of Board of Directors	
	As per Offer Document	Actual	No. of Days/ Months	Reason of Delay	Proposed course of Action
Working Capital Requirements	Within 8 to 10 months	Ongoing	None	-	-
Repayment of Existing Loans / Debts	Within 8 to 10 months	Ongoing	None	-	-
Issue related Expenses	Within 8 to 10 months	Ongoing	None	-	-
General Corporate Purpose	Within 8 to 10 months	Ongoing	None	-	-
Any other purpose as approved by the Board	Not Applicable	-	-	-	-

The above details are verified by the company letter dated May 14, 2025.

5) Details of utilization of proceeds stated as General Corporate Purpose (GCP) amount in the offer document

Item Heads	Amount in Rs crore (as on March 31, 2025)	Remarks
General Corporate Purposes	-1.25	Total funds utilized as GCP during the quarter is Rs 2.25 crore and there was Rs 1 crore refund, received from Cromewell Enterprise Pvt Limited, which was spent as GCP, previously.

The above details are verified by Sanket R Shah & Associates. Chartered Accountants vide its CA certificate dated May 14, 2025.

Disclaimer

- a) This Report is prepared by **Brickwork Ratings India Private Limited** (hereinafter referred to as “**BWR**” or “**Monitoring Agency**” or “**MA**”). The MA has taken utmost care to ensure accuracy and objectivity while developing this Report based on the information provided by the Issuer and information obtained from sources believed by it to be accurate and reliable. The views and opinions expressed herein do not constitute the opinion of MA to deal with any security of the Issuer in any manner whatsoever.
- b) This Report has to be seen in its entirety; the selective review of portions of the Report may lead to inaccurate assessments. For the purpose of this Report, MA has relied upon the information provided by the management /officials/ consultants of the Issuer and third-party sources like statutory auditors (or from peer reviewed CA firms) appointed by the Issuer believed by it to be accurate and reliable.
- c) Nothing contained in this Report is capable or intended to create any legally binding obligations on the MA which accepts no responsibility, whatsoever, for loss or damage from the use of the said information. The MA is also not responsible for any errors in transmission and specifically states that it, or its directors, employees do not have any financial liabilities whatsoever to the users of this Report.
- d) The MA and its affiliates do not act as a fiduciary. The MA and its affiliates also do not act as an expert to the extent defined under Section 2(38) of the Companies Act, 2013.
- e) While the MA has obtained information from sources it believes to be reliable, it does not perform an audit and undertakes no independent verification of any information/ certifications/ statements it receives from auditors (or from peer reviewed CA firms), lawyers, chartered engineers or other experts, and relies on in its reports.
- f) The MA or its affiliates may have other commercial transactions with the entity to which the report pertains. As an example, the MA may rate the issuer or any debt instruments / facilities issued or proposed to be issued by the issuer that is subject matter of this report. The MA may receive separate compensation for its ratings and certain credit-related analyses, normally from issuers or underwriters of the instruments, facilities, securities or from obligors.
- g) **BWR** is an independent Monitoring Agency and may determine, apply and amend its approach, processes and procedures in its sole discretion from time to time provided the same are in line with the SEBI ICDR Regulations