Date: 12th November, 2026

To, **National Stock Exchange of India Limited ("NSE")** Listing Department Exchange Plaza, C-1 Block G, Bandra Kurla Complex Bandra [E], Mumbai – 400051	To, **BSE Limited ("BSE")** Listing Department Corporate Relationship Department Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001
NSE Scrip Symbol: SMARTWORKS	**BSE Scrip Code:** 544447
ISIN: INE0NAZ01010	**ISIN:** INE0NAZ01010

Subject: Disclosure under Regulation 32 (6) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015- Monitoring Agency Report

Dear Sir/Ma'am,

Pursuant to Regulation 32(6) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Regulation 41(4) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, please find enclosed herewith Monitoring Agency Report for the quarter ended September 30, 2026, issued by CARE Ratings Limited, duly reviewed and taken on record by the Audit Committee of the Company.

The above information is also available on the website of the Company at https://www.smartworksoffice.com/investors/

This is for your information and records.

For **Smartworks Coworking Spaces Limited**

PUNAM DARGAR

Digitally signed by PUNAM DARGAR
DN: c=IN, postalCode=712248, st=WEST BENGAL, street=SANGAM APARTMENT 1ST FLOOR 891153 D N BANERJEE ROADHOOGHLYBANGUR PARK RISHRANEAR LAKHOTIA MEDICAL 712248, l=HOOGHLY, o=Personal, title=5215, serialNumber=2b44d1a203ba2eced6cd84c0a44e547fc65379ba8b649eb96fca3d74f906b7d7d, pseudonym=6f7bd9b439768d1f51b0d8767a652df2, 2.5.4.20=f9043ffd256a08168fea950187fb46a800cec2b01d143628b317c3805 2bce7a8, email=DARGARPUNAM@GMAIL.COM, cn=PUNAM DARGAR
Date: 2026.11.12 22:35:22 +05'30'

Punam Dargar
Company Secretary & Compliance Officer
Membership No.: A56987
Address: Unit No. 305-310, Plot No 9, 10 & 11 Vardhman Trade Centre Nehru Place, South Delhi, Delhi, Delhi, India, 110019

Encl.: As above



No. CARE/KRO/GEN/2026-27/1095

The Board of Directors
Smartworks Coworking Spaces Limited
UNIT NO. 305-310, PLOT NO 9, 10 & 11
Vardhman Trade Centre, Nehru, Delhi
Uttar Pradesh, 110019
India

November 12, 2026

Dear Sir/Ma'am,

Monitoring Agency Report for the quarter ended September 30, 2026 - in relation to the IPO of Smartworks Coworking Spaces Limited ("the Company")

We write in our capacity of Monitoring Agency for the IPO Issue for the gross amount aggregating to Rs. 445.00 crore of the Company and refer to our duties cast under Regulation 41 of the Securities & Exchange Board of India (Issue of Capital & Disclosure Requirements) Regulations.

In this connection, we are enclosing the Monitoring Agency Report for the quarter ended September 30, 2026, as per aforesaid SEBI Regulations and Monitoring Agency Agreement dated July 04, 2025.

Request you to kindly take the same on records.

Thanking you,
Yours faithfully,

Kamal Mahipal

Kamal Mahipal
Associate Director
Kamal.Mahipal@careedge.in

Report of the Monitoring Agency
Name of the issuer: Smartworks Coworking Spaces Limited
For quarter ended: September 30, 2026
Name of the Monitoring Agency: CARE Ratings Limited
(a) Deviation from the objects: No
(b) Range of Deviation: Not Applicable

Declaration:

We declare that this report provides an objective 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. 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 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.

Kamal Mahipal

Signature:
Name and designation of the Authorized Signatory: Kamal Mahipal
Designation of Authorized person/Signing Authority: Associate Director

1) Issuer Details:

Name of the issuer : Smartworks Coworking Spaces Limited

Name of the promoter : Neetish Sarda, Harsh Binani, Saumya Binani, NS Niketan LLP, Sns Infrarealty LLP and Aryadeep Realestates Private Limited.

Industry/sector to which it belongs : Real Estate Related Services

2) Issue Details

Issue Period : July 10, 2025, to July 14, 2025

Type of issue (public/rights) : Initial Public Offer

Type of specified securities : Equity

IPO Grading, if any : Not Applicable

Issue size (in crore) : Rs 445.00 crore

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 the Monitoring Agency	Comments of the Board of Directors
Whether all utilization is as per the disclosures in the Offer Document?	Yes	Offer document, Statutory Auditor's Certificate*, Management's Declaration, Bank Statements.	The utilization has been as per the offer document. However, the unutilized amount of issue expense to the extent of Rs.3.99 crore shall be utilized towards GCP as per Board Resolution dated September 21, 2026.	NA
Whether shareholder approval has been obtained in case of material deviations# from expenditures disclosed in the Offer Document?	Not Applicable	Management's Declaration	Nil	NA
Whether the means of finance for the disclosed objects of the issue have changed?	No	Management's Declaration	Nil	NA
Is there any major deviation observed over the earlier monitoring agency reports?	Yes	Board Resolution dated September 21, 2026, Statutory Auditor's Certificate*, Previous Monitoring Agency Report of Q1FY27 dated July 22, 2026.	As per the prospectus, "In accordance with Sections 13(8) and 27 of the Companies Act 2013, the Company shall not vary the stated Objects in terms of amount and period, unless the Company is authorised to do so by way of a special resolution of its Shareholders." However, offer-related	Offer expenses do not form part of the stated objects in the prospectus. The prospectus states that "Our Company intends to deploy any balance left out of the Net Proceeds towards general corporate purposes, as approved by our management, from time to

Particulars	Reply	Source of information / certifications considered by Monitoring Agency for preparation of report*	Comments of the Monitoring Agency	Comments of the Board of Directors
			expenses have not been considered in the definition of object in the prospectus. The company has passed a board resolution dated September 21, 2026, where the board has approved unutilized balance allocated towards offer related expenses of Rs 3.99 crore to be utilised towards the object of General Corporate Purpose (GCP).	time, subject to such utilisation for general corporate purposes not exceeding 25% of the Gross Proceeds, in compliance with the SEBI ICDR Regulations. Owing to unutilised amount from the offer expenses, the net proceeds from the offer has increased, and accordingly the same has been transferred to general corporate purposes. In this regard, the board of directors of the Company have passed a resolution dated September 21, 2026, approving transfer of the unutilised balance of offer expenses to general corporate purposes.
Whether all Government/statutory approvals related to the object(s) have been obtained?	Not Applicable	Management's Declaration	Not Applicable	NA
Whether all arrangements pertaining to technical assistance/collaboration are in operation?	Not Applicable	Management's Declaration	Not Applicable	NA
Are there any favorable/unfavorable events affecting the viability of these object(s)?	No	Management's Declaration	Not Applicable	NA
Is there any other relevant information that may materially affect the decision making of the investors?	No	Management's Declaration	Not Applicable	NA

#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.

**Statutory Auditor's certificate from Deloitte Haskins & Sells LLP dated October 26, 2026.*

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The Statutory Auditor has affixed his digital signature only on Page No. 2 of the CA certificate, and there are no separate signatures or identification on the subsequent pages containing the utilisation tables. However, CARE Ratings Limited has received email sent by the Statutory Auditor to the client attaching the final CA certificate which contains the utilisation tables. Furthermore, as per Statutory Auditor's certificate it provides limited assurance to the details in the certificate and states "A limited assurance engagement includes performing procedures to obtain sufficient appropriate evidence that vary in nature, timing and extent than a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had we performed a reasonable assurance engagement."

Note: CARE team has received only management certificate certifying the above points. However, Statutory Auditor's certificate does not certify the above points except for point 1.

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4) Details of objects to be monitored:

(i) Cost of objects:

Sr. No	Item Head	Source of information / certifications considered by Monitoring Agency for preparation of report	Original cost (as per the Offer Document) in Rs. Crore	Revised Cost (as per board resolution dated September 21, 2026) in Rs. Crore	Comments of the Monitoring Agency	Comments of the Board of Directors		
						Reason for cost revision	Proposed financing option	Particulars of - firm arrangements made
1	Repayment/ prepayment/ redemption, in full or in part, of certain borrowings availed by the Company	Offer Document, Statutory Auditor's Certificate*, Management's Declaration	114.00	114.00	Nil	NA	NA	NA
2	Capital expenditure for fit outs in the new centres and for security deposits of the new centres	Offer Document, Statutory Auditor's Certificate*, Management's Declaration	225.84	225.84	Nil	NA	NA	NA
3	General corporate purposes	Offer Document, Statutory Auditor's Certificate*, Management's Declaration	56.63	60.62	As given in Note (i)	NA	NA	NA
4	Offer related expenses to the extent applicable to the fresh issue of equity shares	Offer Document, Statutory Auditor's Certificate*, Management's Declaration	48.53	44.54	As given in Note (i)	NA	NA	NA
Total			**445.00**	**445.00**				

**Statutory Auditor's certificate from Deloitte Haskins & Sells LLP dated October 26, 2026. As per Statutory Auditor's certificate it provides limited assurance to the details in the certificate and states "A limited assurance engagement includes performing procedures to obtain sufficient appropriate evidence that vary in nature, timing and extent than a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had we performed a reasonable assurance engagement."*

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CIN-L67190MH1993PLC071691

Note (i): As per the prospectus, "In accordance with Sections 13(8) and 27 of the Companies Act 2013, the Company shall not vary the stated Objects in terms of amount and period, unless the Company is authorised to do so by way of a special resolution of its Shareholders." However, offer-related expenses have not been considered in the definition of object in the prospectus. The company has passed a board resolution dated September 21, 2026, where the board has approved unutilized balance allocated towards offer related expenses of Rs 3.99 crore to be utilised towards the object of GCP.

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(ii) Progress in e objects:

Sr. No	Item Head	Source of information / certifications considered by Monitoring Agency for preparation of report	Amount as proposed in the Board Resolution dated September 21, 2026, (Rs. Crore	Amount utilised in Rs. Crore			Total unutilised amount in Rs. Crore As on September 30, 2026	Comments of the Monitoring Agency	Comments of the Board of Directors	
				As at beginning of the quarter in Rs. Crore	During the quarter in Rs. Crore	At the end of the quarter in Rs. Crore			Reasons for idle funds	Proposed course of action
1	Repayment/ prepayment/ redemption, in full or in part, of certain outstanding borrowings availed by The Company	Statutory Auditor's certificate*, Bank statements, Offer Document.	114.00	114.00	-	114.00	Nil	Utilization already completed during Q2FY26.	NA	NA
2	Capital expenditure for fit outs in the new centres and for security deposits of the new centres	Statutory Auditor's certificate*, Bank statements, Offer Document, Purchase Orders.	225.84	159.65	66.18	225.83	0.01	During the quarter, the company has utilised Rs 66.18 crore towards capital expenditure for fit outs from Monitoring Account. The company has shared invoices equivalent to around 60% of total expenditure along with purchase orders (PO).	NA	NA
3	General corporate purposes	Statutory Auditor's certificate*, Bank statements, Offer Document.	60.62	56.61	0.02	56.63	3.99	i) During the quarter, the company has made payments of Rs. 0.02 crore from Monitoring Account towards meeting working capital requirements in form of commission expense.	NA	NA
4	Offer related expenses to the extent applicable to	Statutory Auditor's certificate*, Bank	44.54	44.52	0.02	44.54	Nil		NA	NA

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Sr. No	Item Head	Source of information / certifications considered by Monitoring Agency for preparation of report	Amount as proposed in the Board Resolution dated September 21, 2026, (Rs. Crore	Amount utilised in Rs. Crore			Total unutilised amount in Rs. Crore As on September 30, 2026	Comments of the Monitoring Agency	Comments of the Board of Directors	
				As at beginning of the quarter in Rs. Crore	During the quarter in Rs. Crore	At the end of the quarter in Rs. Crore			Reasons for idle funds	Proposed course of action
	the fresh issue of equity shares	Statements, Offer Document						As per the offer document, the expenses were part of "funding working capital requirement of the company & subsidiaries". ii) Rs. 0.02 crore has been utilised towards meeting issue expenses from the public offer account. In accordance with Sections 13(8) and 27 of the Companies Act 2013, the Company shall not vary the stated Objects in terms of amount and period, unless the Company is authorised to do so by way of a special resolution of its Shareholders." However, offer-related expenses have not been considered in the definition of object in the prospectus. The company has passed a board resolution dated September 21, 2026, where the board has		

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Sr. No	Item Head	Source of information / certifications considered by Monitoring Agency for preparation of report	Amount as proposed in the Board Resolution dated September 21, 2026, (Rs. Crore	Amount utilised in Rs. Crore			Total unutilised amount in Rs. Crore As on September 30, 2026	Comments of the Monitoring Agency	Comments of the Board of Directors	
				As at beginning of the quarter in Rs. Crore	During the quarter in Rs. Crore	At the end of the quarter in Rs. Crore			Reasons for idle funds	Proposed course of action
								approved unutilized balance allocated towards offer related expenses of Rs 3.99 crore to be utilised towards the object of GCP.		
Total			**445.00**	**374.79^**	**66.22**	**441.01**	**3.99^**			

**Statutory Auditor's certificate from Deloitte Haskins & Sells LLP dated October 26, 2026. As per Statutory Auditor's certificate it provides limited assurance to the details in the certificate and states "A limited assurance engagement includes performing procedures to obtain sufficient appropriate evidence that vary in nature, timing and extent than a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had we performed a reasonable assurance engagement."*

^Due to rounding off.

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(iii) Deployment of unutilized proceeds:

Sr No	Name of the entity and type of instrument	Amount Invested (Rs Crore)	Maturity Date	Return on Investment (%)	Market Value as at the end of the quarter (Rs Crore)
1	HDFC Bank Public Issue Account	5.21	-	-	5.21
2	HDFC Bank Monitoring Account	0.01	-	-	0.01
	Total Amount	**5.21***	-	-	**5.21***
	Less : Proceeds related to offer for sale not yet transferred to selling shareholders	1.22	-	-	1.22
	Total unutilised amount monitorable	**3.99**	-	-	**3.99**

*Due to rounding off.

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(iv) Delay in implementation of the objects :

Objects	Completion Date		Delay (no. of days/ months)	Comments of the Board of Directors	
	As per the offer document	Actual		Reason of delay	Proposed course of action
Repayment/ prepayment/ redemption, in full or in part, of certain outstanding borrowings availed by The Company	Fiscal 2026	Fiscal 2026	No delay	NA	NA
Capital expenditure for fit outs in the new centres and for security deposits of the new centres	Fiscal 2027	Ongoing	No delay	NA	NA
General corporate purposes	Fiscal 2026	Ongoing	No Delay**	NA	NA
Offer related expenses to the extent applicable to the fresh issue of equity shares	Not Specified*	Fiscal 2027	Not Applicable	NA	NA

*The offer document does not specify the timeline for utilisation of funds towards issue expenses.

**As given by the company in the prospectus, "We intend to deploy the Net Proceeds towards the Objects in accordance with the business needs of our Company. However, the actual deployment of funds will depend on a number of factors, including the timing of completion of the Offer, market conditions, our Board's analysis of economic trends and business requirements, demand for managed workspaces, contractual obligations, competitive landscape, as well as general factors affecting our results of operations and financial condition. Depending upon such factors, we may have to reduce or extend the deployment period for the stated Objects, at the discretion of our management, and in accordance with applicable laws. In the event that the estimated utilisation of the Net Proceeds in a scheduled Fiscal is not completely met, including due to the reasons stated above, the same shall be utilized in the next Fiscal, as may be determined by our Company in the best interest of the Company."

As per the extracts of the minutes of meeting of Board of Directors dated April 30, 2026, the Board was requested to extend the proposed timeline for utilisation of the remaining net proceeds related to GCP, up to FY 2026–27. The board considered & reviewed the matter and took note of the same.

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

Sr. No	Item Head	Amount in Rs. Crore	Source of information / certifications considered by Monitoring Agency for preparation of report	Comments of Monitoring Agency	Comments of the Board of Directors
1	Funding working capital requirements of the Company and Subsidiaries^	0.02	Bank Statements, Management's Declaration, IPO Prospectus, Board Resolution dated September 21, 2026.	In Q2FY27 the company utilized Rs. 0.02 crore from Monitoring Account towards meeting working capital requirements in form of commission expenses.	NA
	Total	**0.02**			

^ *Section from the offer document related to GCP:*

"Our Company intends to deploy any balance left out of the Net Proceeds towards general corporate purposes, as approved by our management, from time to time, subject to such utilization for general corporate purposes not exceeding 25% of the Gross Proceeds, in compliance with the SEBI ICDR Regulations. The allocation or quantum of utilization of funds towards the specific purposes described above will also be determined by our Board, based on our business requirements and other relevant considerations, from time to time. Our management, in accordance with the policies of the Board, shall have the flexibility in utilizing surplus amounts, if any, subject to applicable laws. Such general corporate purposes may include, but are not restricted to, the following: meeting ongoing general corporate expenses, exigencies and contingencies; funding organic and inorganic growth opportunities, including acquisitions; marketing and brand building exercises; funding working capital requirements of our Company and Subsidiaries; investment in our Subsidiaries by way of subscription to their equity shares; any other purpose as may be approved by the Board or a duly appointed committee from time to time, subject to compliance with the Companies Act."

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Disclaimers to MA report:

a) This Report is prepared by CARE Ratings Ltd (hereinafter referred to as **"Monitoring Agency/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 in 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 auditor/internal auditor which is peer reviewed audit firm 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. 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 statutory auditors/internal auditor which is peer reviewed audit firm, lawyers, chartered engineers or other experts, and relies on in its reports.

e) 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.

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