

16th May, 2025

*National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400051*
Symbol - TEXRAIL

*BSE Limited
P. J. Towers,
Dalal Street,
Mumbai – 400001*
Scrip Code - 533326

Dear Sirs,

We write to inform you that the Board of Directors of the Company at its Meeting held today has *inter-alia*, taken on record the Monitoring Agency Report(s) for the quarter ended 31st March, 2025 issued by the Monitoring Agency, CARE Ratings Limited appointed for qualified institutions placement and preferential issue.

The Company had inadvertently submitted the draft Report(s) received from Monitoring Agency earlier on date. The final Report(s) are enclosed herewith.

This is for your information and record.

Thanking you,

Yours faithfully,
For **Texmaco Rail & Engineering Limited**

Sandeep Kumar Sultania
Company Secretary &
Compliance Officer

An adventz group company

📍 Registered Office:
Belgharia, Kolkata - 700 056, India
☎ +91 33 2569 1500

✉ texmail@texmaco.in
🌐 www.texmaco.in

CIN: L29261WB1998PLC087404

No. CARE/KRO/GEN/2025-26/1023

The Board of Directors
Texmaco Rail and Engineering Limited

Belgharia
Kolkata - 700056

May 15, 2025

Dear Sir,

Monitoring Agency Report for the quarter ended March 31, 2025 – in relation to the Qualified Institutional Placement of Texmaco Rail and Engineering Limited (“the Company”)

We write in our capacity of Monitoring Agency for the Qualified Institutional Placement for the amount aggregating to Rs.750.00 crore of the Company and refer to our duties cast under 173A of the Securities & Exchange Board of India (Issue of Capital & Disclosure Requirements) Regulations, 2018.

In this connection, we are enclosing the Monitoring Agency Report for the quarter ended March 31, 2025, as per aforesaid SEBI ICDR Regulations and Monitoring Agency Agreement dated November 06, 2023.

Request you to kindly take the same on records.

Thanking you,
Yours faithfully,



Richa Bagaria

Associate Director

Richa.jain@careedge.in

CARE Ratings Limited

Unit No. A/7/4, 7th Floor Block A, Apeejay House,
15 Park Street, Kolkata – 700016
Phone: +91-33-4018 1600/2283 1803

CIN-L67190MH1993PLC071691

4th Floor, Godrej Coliseum, Somaiya Hospital Road, Off
Eastern Express Highway, Sion (East), Mumbai - 400 022
Phone: +91-22-6754 3456 • www.careedge.in

Report of the Monitoring Agency (MA)

Name of the issuer: Texmaco Rail and Engineering Limited

For quarter ended: March 31, 2025

Name of the Monitoring Agency: CARE Ratings Limited

(a) Deviation from the objects: Nil.

(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.



Signature:

Name of the Authorized Signatory: Richa Bagaria

Designation of Authorized person/Signing Authority: Associate Director

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1) Issuer Details:

Name of the issuer : Texmaco Rail and Engineering Limited
Name of the promoters : Mr. S.K. Poddar
Industry/sector to which it belongs : Industrial Manufacturing – Railway Wagons

2) Issue Details

Issue Period : November 21, 2023 – November 24, 2023
Type of issue : Qualified Institutional Placement of equity shares
Type of specified securities : Equity shares
IPO Grading, if any : Not applicable
Issue size (in Rs. crore) : Rs.750.00 crore*

* The issue and Allotment of 5,80,90,000 Equity Shares each at a price of ₹129.11 per Equity Share, including a premium of ₹128.11 per Equity Share, aggregating to ₹750.00 crores pursuant to Chapter VI of the SEBI ICDR Regulations and other applicable provisions of the Companies Act, 2013 and the rules made thereunder.

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, as per CA certificate | Chartered Accountant certificate*, Placement Document, Bank statement | Refer Note 1 | No Comments Received |
| Whether shareholder approval has been obtained in case of material deviations# from expenditures disclosed in the Offer Document? | No material deviation is observed | Chartered Accountant certificate*, Placement Document and Bank Statement | Nil | No Comments Received |
| Whether the means of finance for the disclosed objects of the issue have changed? | No | Management confirmation | Nil | No Comments Received |
| Is there any major deviation observed over the earlier monitoring agency reports? | No material deviation is observed. | Monitoring Agency Report dated January 31, 2025 | Nil | No Comments Received |
| Whether all Government/statutory approvals related to the object(s) have been obtained? | Not Required | Management confirmation | Nil | No Comments Received |
| Whether all arrangements pertaining to technical assistance/collaboration are in operation? | Not Required | Management confirmation | Nil | No Comments Received |

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| | | | | |
|--|----|-------------------------|-----|----------------------|
| Are there any favorable/unfavorable events affecting the viability of these object(s)? | No | Management confirmation | Nil | No Comments Received |
| Is there any other relevant information that may materially affect the decision making of the investors? | No | Management confirmation | Nil | No Comments Received |

* Chartered Accountant certificate from L. B. Jha and Co. (chartered accountants) dated May 06, 2025.

#Where material deviation may be defined to mean:

- Deviation in the objects or purposes for which the funds have been raised
- Deviation in the amount of funds actually utilized by more than 10% of the amount projected in the offer documents.

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 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 | Funding the capital expenditure requirements of our Company for purchase of new equipment and machinery and certain civil work at our manufacturing facility at Belgharia, Agarpara, Sodepur and Urla | Chartered Accountant certificate*, Placement Document | 100.00 | Not Applicable | Amount is specified separately as per Placement Document | No Comments Received | No Comments Received | No Comments Received |
| 2 | Repayment of certain outstanding borrowings availed by the company | Chartered Accountant certificate*, Placement Document | 251.20 | Not Applicable | Amount is specified separately as per Placement Document | No Comments Received | No Comments Received | No Comments Received |
| 3 | Working capital requirement | Chartered Accountant certificate*, Placement Document | 250.00 | Not Applicable | Amount is specified separately as per Placement | No Comments Received | No Comments Received | No Comments Received |

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| | | | | | | | | |
|--------------|---------------------------|---|---------------|----------------|--|----------------------|----------------------|----------------------|
| | | | | | Document | | | |
| 4 | General Corporate Purpose | Chartered Accountant certificate*, Placement Document | 132.05 | Not Applicable | Amount is specified separately as per Placement Document | No Comments Received | No Comments Received | No Comments Received |
| Total | | | 733.25 | | | | | |

* Chartered Accountant certificate from L. B. Jha and Co. (chartered accountants) dated May 06, 2025.

(ii) Progress in the objects –

| Sr. No | Item Head | Source of information / certifications considered by Monitoring Agency for preparation of report | Amount as proposed in the Offer Document in Rs. Crore | Amount utilised in Rs. Crore | | | Unutilised amount in Rs. crore | 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 | Funding the capital expenditure requirements of company for purchase of new equipment and machinery and certain civil work at our manufacturing facility at Belgharia, Agarpara, Sodepur and Urla | Chartered Accountant certificate*, Placement Document and Cash Credit Account statement | 100.00 | 45.76 | 10.98 | 56.74 | 43.26 | The company has spent Rs.10.98 crore towards funding the capital expenditure requirements of company for purchase of new equipment and machinery and certain civil work at our manufacturing facility at Belgharia, Agarpara, Sodepur and Urla in Q4FY25. | No Comments Received | No Comments Received |
| 2 | Repayment of certain outstanding borrowings availed by the company | Chartered Accountant certificate*, Placement Document. | 251.20 | 251.20 | -- | 251.20 | -- | -- | No Comments Received | No Comments Received |

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| | | | | | | | | | | |
|--------------|-----------------------------|--|---------------|---------------|--------------|---------------|--------------|----|----------------------|----------------------|
| 3 | Working requirement capital | Chartered Accountant certificate*, Placement Document. | 250.00 | 250.00 | -- | 250.00 | -- | -- | No Comments Received | No Comments Received |
| 4 | General Purpose Corporate | Chartered Accountant certificate*, Placement Document. | 132.05 | 132.05 | -- | 132.05 | -- | -- | No Comments Received | No Comments Received |
| Total | | | 733.25 | 679.01 | 10.98 | 689.99 | 43.26 | | | |

* Chartered Accountant certificate from L. B. Jha and Co. (chartered accountants) dated May 06, 2025.

Note 1:

During Q4FY25 payments were made from Cash Credit Accounts which were subsequently reimbursed from redemption proceeds of Mutual Funds. As per the company management, the funds have been used for Capital Expenditure (Rs.10.98 crore) along with reimbursement of capex (Rs 1.64 crore) incurred in Q3FY25 for which Chartered Accountant certificate and CC account statements have been shared with CARE Ratings Limited. There are numerous other debits and credits in the said CC accounts, and hence we are not directly able to ascertain utilization of funds for the defined objects.

The Board may take note of this.

The following expenses have been undertaken as certified by L. B. Jha and Co. (chartered accountants) in Q4FY25:

| SI No | Category | Amount Paid (in Rs crore) | Included Items |
|--------------|-----------------------------|---------------------------|--|
| 1 | Electrical and Maintenance | 0.45 | APFC Panel/RCCB Panel for Welding Machine/Motor Spares |
| 2 | Material Handling Equipment | 4.12 | Yard Gantry Crane/Forklift/Heavy Duty Racking System/Crane Refurbishment/Hydra |
| 3 | Production Equipment | 4.39 | Tower Light/CNC Cutting Machine/Air Plasma Machine/Fixture/Shot Blasting Booth/Painting Booth/ Turn Table/Bending Machines/CNC Milling & Machining |
| 4 | Civil | 1.71 | Construction Cost (New Bay, Water test facility, Pit)/ Floor Raising/Galvaume Sheets/Rail Track |
| 5 | Contingency | 0.32 | |
| Total | | 10.98 | |

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CARE Ratings Limited

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(iii) Deployment of un-utilized proceeds:

| Sr. No. | Type of instrument and name of the entity invested in | Amount Invested (Rs. Crore) | Maturity date | Earning | Return on Investment (%) | Market Value / NAV as on the end of quarter (Rs crore) |
|---------|--|-----------------------------|---------------|---------|--------------------------|--|
| 1 | Mutual Fund- Aditya Birla Sun Life (ABSL) Savings Fund | 43.26 | -- | -- | -- | 43.26 |

^We have not been able to monitor any income earned from the temporary deployment of the issue proceeds.

The Company has parked the funds in money market mutual funds.

(iv) Delay in implementation of the object(s):

| 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 |
| Funding the capital expenditure requirements of Company for purchase of new equipment and machinery and certain civil work at manufacturing facility at Belgharia, Agarpara, Sodepur and Urla | 50% in FY23-24 & balance in FY24-25 | Ongoing | Delay in utilizing 50% of the proceeds in FY23-24 by 12 months and ongoing delay in utilizing balance funds for capex in FY24-25. | No Comments Received | No Comments Received |
| Repayment / pre-payment, in full or in part, of certain outstanding borrowings availed by our Company | 100% in FY23-24 | March 31, 2024 | No delay | No Comments Received | No Comments Received |
| Funding working capital requirements of our Company | 100% in FY23-24 | June 30, 2024 | 3 months | No Comments Received | No Comments Received |
| General corporate purposes | 100% in FY23-24 | September 30, 2024 | 6 months | No Comments Received | No Comments Received |

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 |
|--|-----------|---------------------|--|-------------------------------|------------------------------------|
| Utilization of proceeds stated as General Corporate Purpose had been completed in Q2FY25 | | | | | No Comments |

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[^]Section from the offer document related to GCP:

4. General Corporate Purposes

The Net Proceeds will first be utilized towards the Objects as set out above. Subject to this, our Company intends to deploy any balance Net Proceeds towards general corporate purposes and the business requirements of our Company, as approved by our management, from time to time, subject to such utilization for general corporate purposes not exceeding 25% of the Gross Proceeds.

Such general corporate purposes may include, but are not restricted to meeting fund requirements which our Company may face in the ordinary course of business, any additional capital expenditure, repayment or prepayment of our borrowings, strategic initiatives, partnerships, tie-ups, joint ventures or acquisitions, investment in our Subsidiaries, meeting working capital requirements of our Company incurred in the ordinary course of business, meeting exigencies and expenses, logistics expenses, installation expenses, accessories, freight, and other expenses in relation to our proposed capital expenditure, and any other purpose as may be approved by our Board or a duly appointed committee from time to time, subject to compliance with the necessary provisions of the Companies Act, 2013.

The allocation or quantum of utilization of funds towards the specific purposes described above will be determined by our Board, based on our business requirements and other relevant considerations, from time to time. Our Company's management shall have flexibility in utilising surplus amounts, if any, in accordance with applicable law.



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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 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. 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.

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.

**CARE Ratings Limited**

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No. CARE/KRO/GEN/2025-26/1024

The Board of Directors
Texmaco Rail & Engineering Limited

Belgharia
Kolkata - 700056

May 15, 2025

Dear Sir/Ma'am,

Monitoring Agency Report for the quarter ended March 31, 2025 - in relation to the Preferential issue of Texmaco Rail & Engineering Limited ("the Company")

We write in our capacity of Monitoring Agency for the Preferential Issue for the amount aggregating to Rs. 150.00 crore of the Company and refer to our duties cast under regulation 162A 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 March 31, 2025, as per aforesaid SEBI Regulations and Monitoring Agency Agreement dated May 17, 2024.

Request you to kindly take the same on records.

Thanking you,
Yours faithfully,



Richa Bagaria

Associate Director

Richa.jain@careedge.in

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Report of the Monitoring Agency

Name of the issuer: Texmaco Rail and Engineering Limited

For quarter ended: March 31, 2025

Name of the Monitoring Agency: CARE Ratings Limited

(a) Deviation from the objects: Nil.

(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.



Signature:

Name and designation of the Authorized Signatory: Richa Bagaria

Designation of Authorized person/Signing Authority: Associate Director

CARE Ratings Limited

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1) Issuer Details:

Name of the issuer : Texmaco Rail & Engineering Ltd
Name of the promoter : Mr. S.K. Poddar
Industry/sector to which it belongs : Industrial Manufacturing – Railway Wagons

2) Issue Details

Issue Period : Within 18 months from date of allotment of warrants (April 12, 2024)
Type of issue : Preferential issue
Type of specified securities : Convertible warrants
IPO Grading, if any : NA
Issue size (in crore) : Rs. 150.00 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 | Chartered Accountant certificate* Placement Document and Bank Statement | Refer Note 1 | No Comments Received |
| Whether shareholder approval has been obtained in case of material deviations# from expenditures disclosed in the Offer Document? | Not Applicable | Chartered Accountant certificate*, Placement Document and Bank Statement | Nil | No Comments Received |
| Whether the means of finance for the disclosed objects of the issue have changed? | No | Management confirmation | Nil | No Comments Received |
| Is there any major deviation observed over the earlier monitoring agency reports? | No material deviation is observed | Monitoring Agency Report dated January 31, 2025 | Nil | No Comments Received |
| Whether all Government/statutory approvals related to the object(s) have been obtained? | Not Required | Management confirmation | Nil | No Comments Received |
| Whether all arrangements pertaining to technical assistance/collaboration are in operation? | Not Required | Placement Document, Management confirmation | Nil | No Comments Received |
| Are there any favorable/unfavorable events affecting the viability of these object(s)? | Yes | Bombay Stock Exchange Website, Placement Document | In case warrants lapse and the company is not able to find | No Comments Received |

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| 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 |
|--|-------|--|--|------------------------------------|
| | | | alternate fund sourcing for capex, the same may ultimately affect the viability of the object(s). | |
| Is there any other relevant information that may materially affect the decision making of the investors? | Yes | Bombay Stock Exchange Website, Placement Document | Share price lower than warrant exercise price may lead to the subscribers letting the warrants to lapse. | No Comments Received |

*Chartered Accountant certificate from L.B. Jha and Co. (chartered accountants) dated May 06, 2025

#Where material deviation may be defined to mean:

- Deviation in the objects or purposes for which the funds have been raised
- Deviation in the amount of funds actually utilized by more than 10% of the amount projected in the offer documents.

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 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 | Capital expenditure for expansion of capacity by adding new manufacturing facilities for Rolling Stock and Rolling Stock components (including castings), at Paradip, Odisha, & Kolkata/Howrah, West Bengal. | Chartered Accountant certificate* and placement document | 115.00 | Not Applicable | Amount is specified separately as per Placement Document | No Comments Received | No Comments Received | No Comments Received |
| 2 | Other general corporate purposes and purposes permitted by applicable laws. | Chartered Accountant certificate* and placement document | 35.00 | Not Applicable | Amount is specified separately as per Placement Document | No Comments Received | No Comments Received | No Comments Received |

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| | | | | | | | | |
|--|--------------|--|---------------|----|--|----------------------|----------------------|----------------------|
| | Total | | 150.00 | NA | | No Comments Received | No Comments Received | No Comments Received |
|--|--------------|--|---------------|----|--|----------------------|----------------------|----------------------|

*Chartered Accountant certificate from L.B. Jha and Co. (chartered accountants) dated May 06, 2025

(ii) Progress in the objects –

| Sr. No | Item Head | Source of information / certifications considered by Monitoring Agency for preparation of report | Amount as proposed in the Offer Document in Rs. Crore | Amount raised till March 31, 2025, in Rs. Crore | Amount utilised in Rs. Crore | | | Total unutilised amount in Rs. crore | 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 | Capital expenditure for expansion of capacity by adding new manufacturing facilities for Rolling Stock and Rolling Stock components (including castings), at Paradip, Odisha, & Kolkata/ Howrah, West Bengal. | Chartered Accountant certificate**, placement document and Cash Credit Account Statement | 115.00 | 37.50 | 2.84 | 1.50 | 4.34 | 33.16 | Company has incurred Rs 1.50 crore towards Capital expenditure for expansion of capacity by adding new manufacturing facilities for Rolling Stock and Rolling Stock components (including castings), at Paradip, Odisha, & Kolkata/ Howrah, West Bengal in Q4FY25 | No Comments Received | No Comments Received |
| 2 | Other general corporate purposes and purposes permitted by applicable laws. | Chartered Accountant certificate** and placement document | 35.00 | | - | - | - | | No amount has been utilized during the quarter | No Comments Received | No Comments Received |
| Total | | | 150.00 | 37.50* | 2.84 | 1.50 | 4.34 | 33.16 | | | |

* The Company has received Rs. 37.50 crore i.e., 25% of the Warrant Issue Price (Rs.193/-per Warrant) at the time of subscription and allotment of Warrant and the balance consideration i.e. 75% shall be paid prior to allotment of Equity Shares pursuant to exercise of options against each such Warrants by the Warrant holders.

**Chartered Accountant certificate from L.B. Jha and Co. (chartered accountants) dated May 06, 2025

CARE Ratings Limited

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Note 1: During Q4FY25 payments were made from Cash Credit Accounts which were subsequently reimbursed from redemption proceeds of Mutual Funds. As per the company management, the funds have been used for Capital Expenditure (Rs.1.50 crore) for which Chartered Accountant certificate and CC account statements have been shared with CARE Ratings Limited. There are numerous other debits and credits in the said CC accounts, and hence we are not directly able to ascertain utilization of funds for the defined objects. The Board may take note of this.

The following expenses have been undertaken as certified by L. B. Jha and Co. (chartered accountants):

| Sr No | Particulars | Amount Paid (Rs crore) |
|-------|------------------------------|------------------------|
| 1 | Salary Capitalized | 0.29 |
| 2 | Fees for TEV Report | 0.04 |
| 3 | Lease Rentals Capitalized | 1.13 |
| 4 | Medical Expenses Capitalized | 0.04 |
| | Total | 1.50 |

(iii) Deployment of unutilized proceeds^:

| Sr. No. | Type of instrument and name of the entity invested in | Amount invested (Rs crore) | Maturity date | Earning | Return on Investment (%) | Market Value as at the end of quarter (Rs crore) |
|---------|--|----------------------------|---------------|---------|--------------------------|--|
| 1 | Mutual Fund- Aditya Birla Sun Life (ABSL) Savings Fund | 33.16 | - | - | - | 33.16 |

^We have not been able to monitor any income earned from the temporary deployment of the issue proceeds.

The Company has parked the funds in money market mutual funds.

(iv) Delay in implementation of the object(s) –

| 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 |
| Capital expenditure for expansion of capacity by adding new manufacturing facilities for Rolling Stock and Rolling Stock components (including castings) at Paradip, Odisha, & Kolkata/Howrah, West Bengal. | Proceeds from the preferential issue to be utilized within 24 months from the date of receipt of respective amount. (i.e. 24 months from 10 and 12 April 2024) | On schedule | - | No Comments Received | No Comments Received |
| Other general corporate purposes and purposes permitted by applicable laws. | | | | No Comments Received | No Comments Received |

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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 |
|---------------------------------------|------------------------|---------------------|--|-------------------------------|------------------------------------|
| The amount has not yet been utilized. | | | | | |

[^] Section from the offer document related to GCP:

Objects of the Preferential Issue

The Company shall utilise the proceeds of the preferential issue in the following manner:

- (a) Capital expenditure for expansion of capacity by adding new manufacturing facilities for Rolling Stock and Rolling Stock components (including castings), at Paradip, Odisha, & Kolkata/Howrah, West Bengal upto ₹ 115 Crores (Rupees One Hundred Fifteen Crores Only); and
- (b) Other general corporate purposes and purposes permitted by applicable laws - upto ₹ 35 Crores (Rupees Thirty Five Crores Only).

The Proceeds of the Preferential Issue shall be utilised within 24 months from the receipt of the respective amount.

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