

# Whispering Heights Real Estate Private Limited

CIN: U70109MH2016PTC286771

**Regd. Office:** Raheja Tower, Plot No. C- 30, Block "G", Bandra Kurla Complex, Bandra (E), Mumbai – 400051, Phone: +91-22-2656 4000, Fax: +91-22 2656 4004, Website: www.whisperingheights.co.in

## Compliance Report for the Quarter ended June 30, 2021

**Name of Issuer Company** : **Whispering Heights Real Estate Private Limited**

**Information submitted at the times of issuance/allotment:**

1	Description of the Debenture Series /Issue (Secured / Unsecured PCD/FCD/NCD)	13% Unsecured Rated Listed Redeemable Non-Convertible Debentures (“NCDs”)
2	Type of Issue (Private / Public / Rights)	Private Placement
3	Issue Amount and Amounts Raised	Rs. 156,00,00,000/- (Rupees One Hundred and Fifty –Six Crores Only)
4	Listed/Unlisted (If Listed, the Exchange where listed)	Listed on BSE Limited (formerly known as Bombay Stock Exchange)
5	ISIN (Listed and Unlisted)	INE290W08018 Listed
6	Date of Listing of NCDs (please provide confirmation and supporting from BSE/NSE)	BSE Listing Notice dated September 28, 2017 – Annexed as <b>Annexure A</b>
7	Whether there has been delay in Listing of the debt securities pursuant to SEBI circular dated October 5, 2020. If yes, confirm whether the Issuer Company has paid penal interest of at least @ 1 % p.a. over the coupon rate for the period of delay to the investor (i.e. from date of allotment to the date of listing)	No
8	Original & Revised (if any) Coupon Rate	13% p.a. (Original)
9	Tenor of Issue	20 Years
10	Date of Allotment of Debentures	September 18, 2017
11	Whether RTA / Company has forwarded the details of debenture holders to the DT at the time of allotment.	Yes
12	PAS-3, PAS-4, PAS-5 filed with ROC within specified time limit (please provide confirmation and supporting)	Filed Form MGT-14, PAS-3, PAS-4 and PAS-5 within the specified time limit. Please find enclosed the supporting documents as <b>Annexure B</b>
13	Date of Issue of Debenture Certificate (Physical) or Credit to Demat A/c	Credit to the Demat Account on September 21, 2017
14	Credit Rating at the time of issue / last credit rating prior to change Hyperlink of the press releases by the Credit rating Agency	BWR BBB- (CE) / Stable. Pursuant to the new rating symbol prescribed in SEBI Circular SEBI/ HO/ MIRSD/ DOS3/ CIR/ P/ 2019/70, the suffix had changed from (SO) to (CE). However, this change

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		<p>does not amount to revision in credit rating.</p> <p>Hyperlink of the press releases by the Credit rating Agency is: <a href="https://www.brickworkratings.com/Admin/PressRelease/Whispering-Heights-Real-Estate-23Sep2020.pdf">https://www.brickworkratings.com/Admin/PressRelease/Whispering-Heights-Real-Estate-23Sep2020.pdf</a></p>			
15	No. of debenture holders on the date of Allotment	2			
16	Name of the Debenture holder representative/facility agent along with its contact details	Not Applicable			
17	Details of Debenture holders holding more than 10% of debentures in value for the time being outstanding	<p><b>Genext Hardware &amp; Parks Pvt. Ltd</b>  Address: Raheja Tower, Plot No. C-30, Block 'G', Opp. SIDBI, Bandra Kurla Complex, Bandra (E), Mumbai 400051</p> <p><b>No of NCD's: 78,00,000 (50%)</b></p> <p><b>Reco Iris Private Limited</b>  Address: 168 Robinson Road, #37-01 Capital Tower, Singapore 068912</p> <p><b>No of NCDs: 78,00,000 (50%)</b></p>			
18	Whether the company has issued debentures to Foreign debenture holders	Yes			
19	Valuation Report (if applicable) has been obtained from Registered /Government approved valuer.	Not Applicable (NCDs are unsecured)			
20	ROC Search Report has been obtained	Not Applicable (NCDs are unsecured)			
21	Details Regarding Registration of charges and reasons for delay (if any)	Not Applicable (NCDs are unsecured)			
22	Whether Recovery Expense Fund (REF) has been created by the company as per SEBI circular dated October 22, 2020 If yes please provide relevant details	<p>Yes. The payment details are as follows:</p> <table border="1"> <tr> <td>Date: 08-02-2021</td> </tr> <tr> <td>UTR: INB/NEFT/AXIC2103985981 68/BSE LIMITED/bse Payment</td> </tr> <tr> <td>Amount: Rs. 156000/-</td> </tr> </table>	Date: 08-02-2021	UTR: INB/NEFT/AXIC2103985981 68/BSE LIMITED/bse Payment	Amount: Rs. 156000/-
Date: 08-02-2021					
UTR: INB/NEFT/AXIC2103985981 68/BSE LIMITED/bse Payment					
Amount: Rs. 156000/-					
23	Charge as specified in the offer document or private placement memorandum/ information memorandum, is created in favour of the debenture trustee and executed debenture trust deed (DTD) prior to listing	Not Applicable (NCDs are unsecured)			

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## Information submitted on quarterly basis:

1	Confirmation of having complied with Foreign Account Tax Compliance Act (FATCA) as regards the investors, borrowers and other intermediaries (If Applicable - along with supporting documents, registration number etc)	Not Applicable
2	Outstanding amount as on June 30, 2021	Rs.156,00,00,000/- (Rupees One Hundred and Fifty –Six Crores Only)
3	Previous Interest Payment Date and Amount paid	No interest has been paid so far as per terms of the NCDs
4	Next Interest Payment Date and Amount	First Interest Payment date falls on or after April 1, 2023 and Second Interest Payment falls on or after April 1, 2024 subject to Clause 15 on moratorium period and Clause 18 on Coupon Payment Date in the term sheet forming part of the Information Memorandum.
5	Previous Principal Repayment Date and Amount paid	Not Applicable
6	Next Principal Repayment Date and Amount	Not Applicable
7	Whether there has been any delay / default in payment of interest and/or principal amount? If yes, the due dates thereof & date of payment and confirm if the additional interest of atleast @ 2% p.a. over the coupon rate is paid to the debenture holders. .	Not Applicable
8	Present Credit Rating and date of change of credit rating. In case of revision, please attach letter from Credit Rating Agency indicating revision in rating. Hyperlink of the press releases by the Credit rating Agency	BWR BBB- (CE)/Stable Reaffirmed vide letter dated September 23, 2020 from Brickworks Ratings India Pvt. Ltd. The same is enclosed as <b>Annexure C</b> .  Hyperlink of the press releases by the Credit rating Agency is: <a href="https://www.brickworkratings.com/Admin/PressRelease/Whispering-Heights-Real-Estate-23Sep2020.pdf">https://www.brickworkratings.com/Admin/PressRelease/Whispering-Heights-Real-Estate-23Sep2020.pdf</a>

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9	No. of debenture holders as on last day of this quarter, (please provide details of NCD Holder viz. Names, Holding, Mailing Address, Email id, Contact Nos. (Benpos))	<p>2 (Two) Debenture holders</p> <p><b>Genext Hardware &amp; Parks Pvt. Ltd</b>  Address: Raheja Tower, Plot No. C-30, Block 'G', Opp. SIDBI, Bandra Kurla Complex, Bandra (E), Mumbai 400051  Contact no. +91 2656 4000  Email Id - krsec@kraheja.com</p> <p>No of NCDs: 78,00,000</p> <p><b>Reco Iris Private Limited</b>  Address: 168 Robinson Road, #37-01 Capital Tower, Singapore 068912  Email Id - angchenglang@gic.com.sg</p> <p>No of NCDs: 78,00,000</p> <p>Benpos is annexed herewith as <b>Annexure D</b></p>
10	Whether RTA / Company has forwarded the details of debenture holders (Benpos) to the DT by the seventh working day of every next month.	Yes. Company has forwarded the details of debenture holders (Benpos) to the DT by the seventh working day of every next month
11	Whether any security is pending to be created for the Debentures, if yes provide details of the same along with the date by which such security is to be / was to be created	Not Applicable (NCDs are unsecured)
12	Whether the Secured Assets are insured? If yes, attach the latest renewed copies thereof	Not Applicable (NCDs are unsecured)
13	Confirmation with respect to submission of Half yearly communication (HYC) to BSE / NSE for the last applicable half year and reasons for non-submission/ delay if any unaudited/audited financial results on half yearly basis should be submitted to exchanges within 60 days from the end of financial year or within the extension provided by SEBI	Yes, Half yearly communication (HYC) i. e annual audited financial results along with Auditor's report thereon for the last applicable

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		<p>financial and half year ended March 31, 2021 was submitted to BSE Limited on June 28, 2021 pursuant to relaxation given under SEBI Circular: SEBI/HO/DDHS/DDHS_Div 1/P/CIR/2021/557 dated April 29, 2021 to submit half yearly / annual audited financial results on or before June 30, 2021.</p>
14	<p>Half yearly results statement should indicate material deviation, if any. This should cover deviation in use of proceeds of issue other than the object stated in offer document</p>	<p>Statement w.r.t. material deviation along with half yearly results was filed with Stock Exchange on November 12, 2020 in the format prescribed under SEBI Circular SEBI/HO/DDHS/08/2020 dated January 17, 2020 for the half year ended September 30, 2020.</p> <p>As per certificate dated June 28, 2018 by Deloitte Haskins &amp; Sells LLP, funds raised through issue of NCD's were fully utilized for the purpose which they were raised. Hence, half yearly statement as on September 30, 2020 did not indicate any material deviation.</p> <p>Further, since the funds were fully utilized the Company was not required to submit the said statement to the stock exchange, however the same was submitted for the half year ended September 30, 2020 and would not be submitted</p>

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		for the subsequent periods.
15	Publication of financial results and statements within 2 calendar days of the conclusion of the Board Meeting. (atleast in one English national daily newspaper)	The Board meeting of the Company for the last applicable financial and half year ended March 31, 2021 was held on June 28, 2021. Accordingly, the Company had published the financial results on June 30, 2021 i.e. within 2 calendar days of the conclusion of Board meeting.
16	Whether HYC submitted to stock exchanges contains certificate signed by Debenture Trustee (Reg 52 (5) of LODR)	The Company had submitted annual audited financials for the last applicable half and financial year ended March 31, 2021 to BSE Limited on June 28, 2021 in accordance with Regulation 52(4). Further, certificate from Debenture Trustee in accordance with Regulation 52(5) was submitted on June 30, 2021, which is well within the timelines prescribed under SEBI (Listing Obligations and Disclosure Requirements), 2015.
17	Whether unaudited financial results are accompanied by Limited Review Report (LRR)* *LRR is not required if the company has intimated exchanges in advance that it shall submit annual audited results within 60 days from the end of Financial Year	Since, financial information of the Company is a price sensitive information, the same will be submitted to you once it is approved at the meeting of the Board of directors of the Company viz. on or before September 30, 2021. Further, the Company had submitted annual audited financial results for the

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		last applicable financial and half year ended March 31, 2021 along with Auditor's Report thereon as the Company had intimated BSE Limited on May 13, 2021 that it shall submit annual audited financial results for the financial year ended March 31, 2021, on or before June 30, 2021, hence the un-audited financial results for the last half year accompanied by the limited review report by the auditors need not be submitted to stock exchange(s).
18	Whether all taxes, cesses, insurance premia, any other government charges with respect to Secured Assets for the issue have been paid. If No, please give details and reasons for the same	Not Applicable (NCDs are unsecured)
19	Whether Debenture Redemption Reserve (DRR) as per SEBI Regulations and Companies Act has been maintained. If No, please give reasons for the same. Please provide details / issue wise of DRR amount and date of transfer till date.	In absence of profit, no Debenture Redemption Reserve is created.
20	Confirmation & Supporting of creation / maintaining DRR before April 30 <sup>th</sup> by way of deposit / invest not less than 15% of the amount of debentures maturing during the year ending March 31, 2022 as detailed in the clarification circular provided by MCA, including mode of creation of DRR.	In absence of profit, no Debenture Redemption Reserve is created. Since the redemption date of NCDs will be due in the year 2034, debenture redemption fund will be created accordingly pursuant to provisions of Companies Act, 2013
21	Whether any material change has taken place in the nature and the conduct of the business of the Issuer since the date of Issue which is detrimental to the interest of debenture holders. If yes, please give details	No Material change has taken place in the nature and the conduct of the business of the Issuer since the date of Issue which is detrimental to the interest of debenture holders

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22	Whether any orders, directions, notice of court/ tribunal / authority affecting or likely to affect the Secured Assets has been passed. If yes, please give details	Not Applicable (NCDs are unsecured)
23	Whether any major change in the composition of the Board of directors or shareholders as defined in SEBI (Substantial Acquisition and Take Over) Regulations, 2011 which amounts to change in control of Issuer Company has occurred. If yes, please give details	No change in the composition of the Board of directors or shareholders has taken place which amounts to change in control.
24	Whether all the PDC required as per transaction documents are deposited with us	No PDCs are issued.
25	Whether any change in Authorized Signatory to bank accounts and Escrow Account who had signed Post-dated Cheques (PDCs) as security as per transaction documents.	Not Applicable as no PDCs are issued.
26	Asset Cover certificate from Statutory Auditor for the half year ended if applicable	The Company has submitted the Asset Cover certificate along with the audited financial results for the last applicable financial and half year ended March 31, 2021 was submitted to Debenture Trustee on June 29, 2021.
27	Asset Cover certificate from Chartered Accountant for the quarter ended June 30, 2021 (Please attach Chartered Accountant Certificate as per the format specified by SEBI circular dated November 12, 2020) <b>for secured issuances only</b> as per DT empaneled list (attached)	Not applicable (NCDs are unsecured) However, as discussed with Debenture Trustee, inorder to comply with Supplemental Debenture Trust Deed dated March 10, 2021 entered into by the Company with Debenture Trustee, an asset cover certificate from independent chartered accountant for the quarter ended June 30, 2021 shall be submitted to Debenture Trustee alongwith Unaudited Financial Results for the quarter ended June 30, 2021.
28	A statement of value of pledged securities, if applicable .- Quarterly	Not applicable (NCDs are unsecured)



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29	A statement of value for Debt Service Reserve Account or any other form of security offered- Quarterly	Not applicable (NCDs are unsecured)
30	Net worth certificate of guarantor (secured by way of personal guarantee), applicable for March and September	Not applicable (NCDs are unsecured)
31	Financials/value of guarantor prepared on basis of audited financial statement etc. of the guarantor (secured by way of corporate guarantee), applicable for March	Not applicable (NCDs are unsecured)
32	Valuation report and title search report for the immovable/movable assets, applicable for March	Not applicable (NCDs are unsecured)
33	Whether the company has entered into supplemental/amended debenture trust deed with Debenture Trustee within 120 days from the date of SEBI circular dated November 12, 2020, incorporating the changes in the debenture trust deed	Yes. A copy of the same is enclosed herewith as <b>Annexure E</b>
34	Whether Register of Debenture Holders has been maintained with their addresses and whether the transfers and changes in ownership have been recorded. If no, please give reasons.	Yes, Register of Debenture Holders has been maintained by the Registrar and Share Transfer Agent (RTA) of the Company and since no transfer has been made, recording of details of transfer is not applicable.
35	In case of Partially / Fully Convertible Debentures, whether the debentures have been converted into equity in accordance with the terms of issue? If no, please give reasons.	Not applicable (NCDs are unsecured and non-convertible)
36	Whether all the terms of issue of debentures or covenants of the transaction documents are complied with? If no, provide details along with reason for non-compliance	Yes, all terms and conditions are complied with for the quarter ended June 30, 2021
37	Whether the provisions of the following laws applicable to debentures have been complied with: a) Companies Act, 2013 and Rules made thereunder (For all Issuers) b) SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 c) SEBI (Issue of Capital and Disclosure Requirements), 2009 (For all issuers) d) SEBI (Issue and Listing of Debt Securities), 2008	Yes. Complied to the extent applicable.
38	Whether any dividend has been declared during this quarter.	No
39	Nature of investor grievances received for quarter ended June 30, 2021 its status as on date of the submission of QCR and reason for the non-resolution/ delay if any (Details to be separately provided in annexure as enclosed)	No grievances received for quarter ended June 30, 2021. The same is enclosed as <b>Annexure F</b>
40	Any Buy Back of NCDs during the quarter and details of the same	No NCDs are bought back during the quarter ended June 30, 2021.

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41	Whether the company has given prior intimation to exchanges of at least 11 working days before the date on and from which the interest on Debenture and redemption amount of Debentures is payable	Not Applicable as the Interest was not due / payable during the concerned quarter
42	Whether the company has maintained functional website containing requisite information (Reg 62 of SEBI (LODR) Regulations)	Yes
43	Whether the company has intimated exchange(s) about its intention to raise funds through issue of new NCD and such intimation was given prior to holding Board meeting.	Not Applicable as no new NCDs are issued during the quarter ended June 30, 2021.
44	Compliance with Accounting Standard and Financial disclosures.	Yes, to the extent applicable
45	Compliance with Corporate Governance provisions as specified in Chapter IV viz Related Party framework, Independent Directors, submission of quarterly compliance report on corporate governance to Exchange(s), prior intimation to exchanges, disclosure of material information/event, shareholding pattern	Not applicable as Chapter IV is applicable to Listed Companies which have listed their specified securities. NCDs are not Specified Securities under SEBI (LODR) Regulations, 2015.
46	Whether Directors and KMPs have disclosed to Board of Directors whether they are directly or indirectly having material interest in any transaction.	No such transaction took place for the quarter ended June 30, 2021
47	Whether the company has appointed qualified Company Secretary as the Compliance Officer	Yes
48	Whether the Company has appointed Share transfer agent or manage the same in house	The Company has appointed a Share Transfer Agent.
49	Whether the Company has preserved the transactions records at least for 8 years	Yes, since the date of incorporation viz. 13/10/2016.
50	Whether the Company is registered on the SEBI SCORES	Yes
51	Whether statement of investor grievances has been filed to Exchanges within 21 days from the end of quarter	Yes. Statement of investor grievances for the quarter ended June 30, 2021 was filed on July 5, 2021. The same is enclosed as <b>Annexure F</b>
52	Whether the Company has constituted following committees and held meetings in compliance with the provisions, as applicable: <ul style="list-style-type: none"> <li>• Audit Committee</li> <li>• Nomination and Remuneration Committee</li> <li>• Stakeholders Relationship Committee</li> <li>• Risk Management Committee</li> </ul>	As per the Companies Act, 2017, the requirement of formation of Audit Committee and Nomination and Remuneration Committee and Stakeholders Relationship Committee shall be applicable only to

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		<p>Public listed Companies. The Company is Private Listed Company and hence the same is not applicable to it.</p> <p>Risk Management Committee is not applicable to the Company as it is not governed by Chapter IV of the SEBI (LODR) Regulations, 2015.</p>
53	Whether the Company has made disclosure of material events/information to Exchanges and Debenture Trustee, if any	No material event occurred in the concerned quarter.
54	Whether the company has submitted Annual Report within 21 working days to stock exchange(s)	Since submission of Annual Report to Stock Exchanges is applicable to Specified Securities as per SEBI (LODR) Regulations, 2015 and the Company has issued NCDs which are not specified securities as per said Regulation, the concerned requirement is not applicable to the Company.
55	<p>In case the Company has provided Post Dated Cheques (PDCs) in favour of Trustee towards security:</p> <p>a) whether the same are reissued in the new name of Trustee i.e Vistra ITCL (India) Limited and</p> <p>b) if the PDC's are from 8 public sectors merged banks whose cheque-books would become invalid from 1st April 2021, whether new PDC's are issued.</p>	Not Applicable as no PDCs are issued.
56	Whether the Company has submitted a compliance certificate to the Exchange(s), duly signed by both Compliance Officer of the listed entity and the authorised representative of the transfer agent (RTA)	Yes. The Compliance Certificate for the last applicable half year ended March 31, 2021 was filed with Stock Exchange on April 28, 2021.
57	Whether the Company and its directors are / were involved in any civil or criminal proceedings, litigation connected with the securities market or any order has / had been passed against them for violation of any laws.	No
58	Whether any NCLT proceedings has been initiated against the company, if yes, provide details.	No

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59	In case of default in payment of Interest/principal Whether the company has made disclosures to the Credit Rating Agencies in timely manner.	Not applicable as payment of interest/principal is not due / payable as on date.			
60	In case of default in payment of interest / instalment obligations on loans, including revolving facilities like cash credit, from banks / financial institutions, whether the company has made disclosure to the Stock exchange. (Refer SEBI circular No. SEBI/HO/CFD/CMD1/CIR/P/2019/140 dated November 21, 2019). If yes, please provide copy of disclosure.	Not Applicable since no interest payment was due for the quarter ended June 30, 2021.			
61	<p>Pursuant to SEBI circular no. SEBI/HO/DDHS/CIR/P/103/2020 dated June 23, 2020, please confirm that –</p> <p>there is no breach in providing information to the Debenture Trustee(s) regarding the status of payment or otherwise to the Stock Exchanges and Depositories</p> <p>Bank details (from which it proposes to pay the redemption amount)</p> <p>Confirm if Debenture Trustee is pre-authorized to seek debt redemption payment related information from the Issuer's bank</p>	<p>Not Applicable (as the redemption payment is not due as on date)</p> <p>Bank details (from which it proposes to pay the redemption amount): Current account no. 916020063233340 maintained with Axis Bank Limited, Bandra west branch.</p> <p>Yes. Debenture Trustee is pre-authorized to seek debt redemption payment related information from the Issuer's bank.</p>			
62	Confirm if Recovery Expense Fund (REF) created and provide details	<p>Yes. The payment details are as follows:</p> <table border="1"> <tr> <td>Date: 08-02-2021</td> </tr> <tr> <td>UTR: INB/NEFT/AXIC210398 5981 68/BSE LIMITED/bse Payment</td> </tr> <tr> <td>Amount: Rs. 156000/-</td> </tr> </table>	Date: 08-02-2021	UTR: INB/NEFT/AXIC210398 5981 68/BSE LIMITED/bse Payment	Amount: Rs. 156000/-
Date: 08-02-2021					
UTR: INB/NEFT/AXIC210398 5981 68/BSE LIMITED/bse Payment					
Amount: Rs. 156000/-					
63	Any addition in the Recovery Expense fund during the quarter	No			
64	Whether the Asset cover as specified in the Term Sheet/PAS4/Information Memorandum/ is maintained	Not Applicable (NCDs are unsecured)			
65	If the REF is maintained in Bank Guarantee form the Company to ensure that it remains valid for a period of 6 months post the maturity date of the listed debt security. The issuer has kept the bank guarantee in force and renewed the Bank Guarantee at least 7 working days before its expiry.	Not Applicable. The Company has created REF by depositing cash and not bank guarantee.			

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66	Details of Corporate Debt Restructuring (if any);	None during the quarter ended June 30, 2021
67	Details of lenders/creditors joining or entering into Inter Creditor Agreement as per RBI guidelines, including all such information/documents required to be submitted by the Company to the RBI on an annual basis in respect of such Financial Year, as applicable	None during the quarter ended June 30, 2021
68	Details of Fraud/defaults by promoter or key managerial personnel or by Issuer Company or arrest of key managerial personnel or promoter;	None during the quarter ended June 30, 2021
69	Details of one-time settlement with any bank (if any);	None during the quarter ended June 30, 2021
70	Details of Reference to Insolvency or a petition (if any) filed by any creditor	None during the quarter ended June 30, 2021

## ANNEXURES

1	BSE Listing Notice dated September 28, 2017 - <b>Annexure A</b>
2	Filed Form MGT-14, PAS-3, PAS-4 and PAS-5 - <b>Annexure B</b>
3	Letter issued by Credit Rating agency for revised credit rating- <b>Letter dated September 23, 2020 wherein the credit rating is reaffirmed is enclosed herewith as Annexure C. Hyperlink for the same is : <a href="https://www.brickworkratings.com/Admin/PressRelease/Whispering-Heights-Real-Estate-23Sep2020.pdf">https://www.brickworkratings.com/Admin/PressRelease/Whispering-Heights-Real-Estate-23Sep2020.pdf</a></b>
4	Updated list of name, addresses contact details and email id of debenture holders - <b>Annexure D</b>
5	Supplemental/amended debenture trust deed with Debenture Trustee within 120 days from the date of SEBI circular dated November 12, 2020 - <b>Annexure E</b>
6	Number and nature of grievances received from debenture holders and time frame within which the same were resolved by the Issuer Company. NIL statement to be submitted in case of no grievances.- <b>Annexure F</b>
7	Statement of investor grievances for the quarter ended June 30, 2021 - <b>Annexure F</b>
8	Companies Statutory Auditors Certificate certifying the following, for March and September: <ul style="list-style-type: none"> <li>a. Annual basis - End utilization certificate of the Debenture Subscription receipts from issuer's statutory auditor (Refer Regulation 15 (1A) of SEBI (Debenture Trustees) Regulations, 1993). (If already provided, please ignore).- <b>Already provided</b></li> <li>b. Half yearly basis-Certificate from statutory auditor giving the value of receivables/book debts including compliance with the covenants of the Offer Document/Information Memorandum in the manner as may be specified by the Board (Refer Regulation 15(t)(ii)(a) of SEBI (Debenture Trustees) Regulations, 1993), if applicable. - <b>NCDs are unsecured hence not applicable.</b></li> <li>c. Half yearly basis- certificate regarding maintenance of hundred percent asset cover or asset cover as per the terms of offer document/ Information Memorandum and/or Debenture Trust Deed, including compliance with all the covenants, in respect of listed non-convertible debt securities, by the statutory auditor, along with the half-yearly financial results (Please attach Statutory Auditors Certificate) – <b>Already provided for last applicable half and financial year ended March 31, 2021 and enclosed herewith as Annexure G</b></li> </ul>

# Whispering Heights Real Estate Private Limited

CIN: U70109MH2016PTC286771

**Regd. Office:** Raheja Tower, Plot No. C- 30, Block "G", Bandra Kurla Complex, Bandra (E), Mumbai – 400051, Phone: +91-22-2656 4000, Fax: +91-22 2656 4004, Website: [www.whisperingheights.co.in](http://www.whisperingheights.co.in)

9	Quarterly Basis- Asset Cover certificate from a Chartered Accountant empaneled by DT and in the format specified by SEBI vide its circular dated November 12, 2020, (Please attach Chartered Accountant Certificate) <b>for secured issuances only</b> as per DT empaneled list (attached) - <b>As discussed with Debenture Trustee, in order to comply with Supplemental Debenture Trust Deed dated March 10, 2021 entered into by the Company with Debenture Trustee, an asset cover certificate from independent chartered accountant for the quarter ended June 30, 2021 shall be submitted to Debenture Trustee alongwith Unaudited Financial Results for the quarter ended June 30, 2021.</b>
10	Quarterly Basis- audited / unaudited financials (along with LRR) of the Issuer company whichever applicable – <b>Since, financial information of the Company is a price sensitive information, the same will be submitted to you once it is approved at the meeting of the Board of directors of the Company viz. on or before September 30, 2021.</b>
11	Insurance Policy of the security charged in favour of DT. In case Insurance Policy has expired, please provide Renewed Insurance Policies- <b>Not Applicable as NCDs are unsecured</b>
12	Report of the Lead Bank regarding (Applicable for public issue) - <b>Not Applicable</b> a. progress of the Project b. report on monitoring of utilization of funds raised for the issue, as applicable
13	Copy of all notices, resolutions and circulars relating to new issue of non-convertible debt securities, proceedings of meetings of debenture holders, advertisement issued in the media - <b>Not Applicable as no such notices etc. are issued</b>
14	Letter issued by Credit Rating agency for revised credit rating during the quarter.- <b>No such revised credit rating received</b>
15	Quarterly Basis- A statement of value of pledged securities - <b>Not Applicable as NCDs are unsecured</b>
16	Quarterly Basis- A statement of value for Debt Service Reserve Account or any other form of security offered - <b>Not Applicable as NCDs are unsecured</b>
17	Half yearly Basis-Net worth certificate of guarantor (secured by way of personal guarantee), as applicable - <b>Not Applicable as NCDs are unsecured</b>
18	Annual Basis- Financials/value of guarantor prepared on basis of audited financial statement etc. of the guarantor (secured by way of corporate guarantee), as applicable - <b>Not Applicable as NCDs are unsecured</b>
19	Annual Basis-Valuation report and title search report for the immovable/movable assets, as applicable. - <b>Not Applicable as NCDs are unsecured</b>

<p><b>Contact Details :</b></p> <p>(a) <b>Name of Authorised Signatory: Ms. Preeti Chheda</b></p> <p>(b) <b>Email Address : <a href="mailto:pchheda@kraheja.com">pchheda@kraheja.com</a></b></p> <p>(c) <b>Contact Numbers : 9920784726</b></p> <p><b>Name , Address and Email ID of R &amp; T Agent</b></p> <p>(a) <b>Name : Link Intime India Pvt Ltd (Sharex Dynamic India Private Limited merged with Link Intime India Pvt Ltd)</b></p> <p><b>Address : C 101, 247 Park, LBS Marg, Surya Nagar, Gandhi Nagar, Vikhroli West, Mumbai, Maharashtra 400083</b></p> <p>(b) <b>Email id : <a href="mailto:linkcs@linkintime.co.in">linkcs@linkintime.co.in</a></b></p>
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<p><b>Name , Address and Email ID of the Credit Rating Agency</b></p> <p><b>(a) Name : Brickwork Ratings India Private Limited</b></p> <p><b>(b) Address : C-502, Business Square</b> <b>151, Andheri-Kurla Road</b> <b>Opposite: Apple Heritage Building</b> <b>Chakala, Andheri (East)</b> <b>Mumbai 400093</b></p> <p><b>( c) Email id : kn.suvarna@brickworkratings.com</b></p>
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For **Whispering Heights Real Estate Private Limited**

**PREETI**

Digitally signed

**NAVEEN**

by PREETI

**CHHEDA**

NAVEEN CHHEDA

Date: 2021.08.13

11:01:33 +05'30'

**Preeti Chheda**

**Director**

**DIN: 08066703**

Date: August 13, 2021

Encl: a/a