

April 12, 2018

Indian Overseas Bank
Central office
Merchant Banking Division
763, Anna Salai,
Chennai - 600 002

Dear Sir/Madam,

Kind Attn: Mr.A.Nagappan, Senior Manager

Ref: Your email and letter Ref.No.CO/MBD/8/2018-19 dated 03.04.2018

Sub: Submission of Debenture holders' quarterly report as on 31.03.2018 to Trustees for

- | | | | |
|------|-------------------|---|------------------|
| (i) | Debenture (ZCB) | - | Rs.600 Lakhs |
| (ii) | Zero coupon Bonds | - | Rs.3762.05 Lakhs |

We enclose herewith the duly filled Debenture Holders' Quarterly Report for the period from 01.01.2018 to 31.03.2018 to Trustees for Debenture (ZCB) - Rs.600 Lakhs and Zero coupon Bonds - Rs.3762 Lakhs.

Kindly acknowledge the receipt.

Thanking you,

Yours faithfully
for **Kothari Sugars & Chemicals Limited**


R. Prakash
Company Secretary

Encl.: as above



INSTRUCTIONS FOR FILLING UP THE FORM

Please incorporate all the particulars relating to Redemption of Debenture / Installments of Debenture Redemption / Interest dues fallen due during the period **01.01.2018 to 31.03.2018** as per terms of issue of the Debentures.

INDIAN OVERSEAS BANK, MERCHANT BANKING DIVISION, CENTRAL OFFICE, CHENNAI

QUESTIONNAIRE FOR DEBENTURE ISSUES AS ON **31.03.2018** TO BE FILLED UP FOR EACH DEBENTURE ISSUE SERIES SEPARATELY PLEASE DO NOT LEAVE ANY COLUMN BLANK

| | | |
|-----------|--|---|
| 1. | Name of the company | Kothari Sugars and Chemicals Limited |
| 2. | Address of the company | 115, Mahatma Gandhi Road, Nungambakkam, Chennai - 600 034 |
| 3. | Particulars of Issue | |
| 3.1 | Type or Issue | Private Placement |
| 3.2.a. | If it is a Public Issue, Issue opened on (Please enclose of list of subscribers as of 31.03.2018) | N.A. |
| 3.2.b | If private placement, with whom | Annexure - I |
| 3.2.c | Date of issue opening | Privately placed Deb & ZCB's issued as per the AAIFR Order dt. 17.06.2004 under Rehabilitation Scheme. |
| 3.2.d | Date of issue closing | As above |
| 3.2.e | Date of transfer from Escrow a/c to issuer bank a/c. | As above |
| 3.3 | Date of allotment | Deb - 25.03.1996 ZCB - 28.01.2005 |
| 3.4 | Purpose of Issue | Deb: To augment long term resource for working capital. ZCB : As per AAIFR order dated 17.06.2004 |
| 3.4.a | Whether SA's Certificate available for end utilization of Funds | N.A. |
| 3.5 | Size of the Issue (Rs. In lacs) | <u>Deb</u> : Rs.600 lacs; <u>ZCB</u> : Rs.37,62,03,500 |
| 3.6 | Nature of Issue | |
| 3.6.a | NCD / PCD | NCD |
| 3.6.4. | Secured / unsecured | Secured |
| 3.7.a | Whether listed in Stock Exchange | No |
| 3.7.b | If yes, Name of Stock Exchange | -- |
| 3.7.c. | If no, reasons there for (please clearly mention the reasons for non-listing, specifically enlighten whether non-listing would violate the SEBI Cir No. SEBI/MRP/SE/36/2003 dated 30.09.03 | Because it was issued on Private Placement. |
| 3.8.a | Whether the issue was credit rated | No |
| 3.8.b | If yes, nature of rating obtained | -- |
| 3.8.c. | Name of the credit rating agency | -- |
| 3.8.d | Whether rating was revised | -- |
| 3.8.e. | Present revised rating | -- |
| 3.9 | Total No. of Debenture / ZCB holders as of 31.03.2018 for each series | 1) M/s. Parvathi Trading and Finance Co. Private Ltd. 2) M/s.Ekansha Enterprise Pvt. Ltd. |
| 3.10. | Date of redemption for each series. | <u>Deb/ZCB</u> : First 50% repayment amount paid in 28 equal quarterly installments was completed on 16.06.2014 and balance 50% of repayment amount will be paid on 16.06.2029 as one time Bullet payment as per AAIFR Order. |

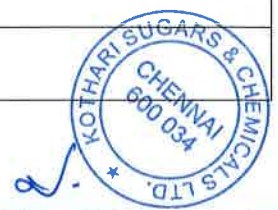


| | | |
|-----------|--|---|
| 3.11 | Whether the information furnished in the Questionnaire for the quarter ended since 31.03.2018 have been published in the company's website as per SEBI regulations | Yes |
| 3.12 | Whether half yearly communication duly countersigned by TRUSTEE filed with Stock Exchange as per Listing Agreement / Regulations | N.A. |
| 4. | Interest | |
| 4.1 | Rate of Interest | Total interest was waived as per AAIFR Order dated 17.06.2004 |
| 4.2. | Periodicity of interest payment | N.A. |
| 4.3. | Amt. of Interest Payment which have fallen due in the quarter (Do not include unpaid interest payment pertaining to previous quarters) | N.A. |
| 4.4. | Date of transfer to I / W Account | N.A. |
| 4.5. | Name of Bank & Branch where separate I/W A/c held | N.A. |
| 4.6. | Interest amount outstanding as on 31.03.2018 in 4.5 above | N.A. |
| 4.7 | Whether interest | N.A. |
| | a. Paid to FIs but not to other investors | N.A. |
| | b. Paid to other investors but not paid to FIs | N.A. |
| 4.8. | Amount of interest outstanding in respect of earlier quarters not claimed by Debenture Holders (Provide particulars Quarter Wise) | N.A. |
| 4.9. | Default in Interest payments: Any default in the interest payments – If so, | N.A. |
| | a. Since when | N.A. |
| | b. Reasons for the delay in payment | N.A. |
| | c. Whether reported to Deb. Trustees/Investors | N.A. |
| | Amount of Default (Quarter wise) | N.A. |
| 5. | Principal | |
| 5.1. | Outstanding Principal as on 31.03.2018 | *Debentures - Rs. 1,50,00,000/- *ZCBs - Rs.18,81,01,700/- |
| 5.2. | Repayment of Principal Due (Break up Repayment wise | As per Annexure - II |

*First 50% repayment amount paid in 28 equal quarterly installments was completed on 16.06.2014 and balance 50% of repayment amount will be paid on 16.06.2029 as one time Bullet payment as per AAIFR Order.



| | | |
|-----------|--|---|
| 5.3. | Amount of redemption fallen due during the Qtr. | N.A. |
| 5.4. | Name of the Bank and branch where redemption amount is held | N.A. |
| 5.5. | Balance o/s pertaining to earlier redemption installments (unclaimed by deb. holders) | N.A. |
| 5.6. | DEFAULT IN PRINCIPAL REPAYMENT | -- |
| | Any default in repayment of Principal; if so | -- |
| | a. Since when | -- |
| | b. Reason for default | -- |
| | c. Whether informed to Deb. Trustees/Investors | -- |
| | d. Amount of default | -- |
| 6. | Maintenance of Asset cover | |
| 6.1. | Trust Deed dated | 23.05.1997 |
| 6.2. | Assets charged (Full description and value thereof) | As per Annexure – III |
| 6.3. | Asset cover as stipulated in Trust Deed (No. of times) | -- |
| 6.4. | Asset cover as on 31.03.2018 | -- |
| 6.5. | Chartered Accountant's (C.A) dated For 6.4. above | -- |
| 6.6. | C.A. Certificate forwarded to Trustees, on (if not kindly forward a copy) | -- |
| 6.6(a) | On what basis Value of Assets determined? Provide copy of valuation Report. | -- |
| 6.7. | Audited Balance Sheet as on 31.03.2016 / 31.03.2017 forwarded to Trustees, on (if not, kindly forward a copy) | Yes, forwarded on August 14, 2017 |
| 7. | Maintenance of Debenture Redemption Reserve (DRR) | |
| 7.1. | Whether DRR maintained, if not reason there for | Yes |
| 7.2. | Amount of DRR maintained as on 31.03.2018 | Rs.750 Lacs |
| 8. | Insurance | |
| 8.1. | Whether the assets offered as security is properly / adequately insured | Yes |
| 8.2. | Details of insurance cover policy No. / validity of the insurance (copy of the insurance policy to be forwarded) | Fire Policies & validity (i) 121661721110015364 dt.31.03.2018 (ii) 121661721110051482 dt.30.06.2018 |
| 8.3. | CA certificate certifying the adequacy of insurance cover dated | -- |
| 8.4. | CA Certificate forwarded to trustee on (if not, kindly forward a copy) | -- |



| | | |
|-----------|--|-------------------------------------|
| 9. | Investors Grievances and Redressal there of | |
| 9.1. | Any investor grievance redressal mechanism | Stakeholders Relationship Committee |
| 9.2. | Any corrective action taken / initiated | Nil |
| 9.3. | If so, particulars of such actions | -- |
| 9.4. | How many cases have been cleared so far? | -- |



AUTHORISED SIGNATORY



Annexure I

Details of Debenture Holder and ZCB Holders

| Sl.No. | Name |
|---------------|---|
| | Debenture Holder |
| (i) | M/s. Parvathi Trading and Finance Company Private Limited |
| | Zero Coupon Bond Holders |
| (i) | M/s. Parvathi Trading and Finance Company Private Limited |
| (ii) | M/s. Ekansha Enterprise Private Limited |



[Handwritten signature]

Annexure II

Repayment of Principal Due

(As per Para 6 of AAIFR Scheme dated 17.06.2004)

- (i) 25% to be converted into Zero Coupon Bonds (ZCB) (or to be retained as loans carrying Zero interest, at the option of the Lender) repayable in 28 equal quarterly installments, commencing on the expiry of 39 months from the date of the sanction of the scheme dated 17.06.2004.

Status: The above repayment have been made in 28 equal quarterly installments and completed on 16.06.2014.

- (ii) 25% to be paid as a bullet payment, without carrying any interest, on the expiry of 25 years from the date of sanction of the scheme dated 17.06.2004.

Status: Due for re-payment on 16.06.2029



Annexure III

Assets Charged Details with Description

- i) Mortgage of piece and parcel of land hereditaments & premises situate, lying & being at Mouje village, indrad Taluka, Kadi in the registered district of Mehsana & sub district of Kadi in the state of Gujarat.
- ii) Deed of hypothecation in respect of movable properties at Kattur including movable plant and machinery, machinery spares, tools & accessories & other movables present & future (save & except book debts).
- iii) Mortgage was created by the Company, inter-alia, in favour of the Indian Overseas Bank, Debenture Trustees, by deposit of title deeds in respect of the Company's immoveable properties situate at Sirumayangudi village, Lalgudi Taluk, Trichirapalli District in the State of Tamil Nadu in order to create a security thereon.

