

February 14, 2025

To
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051

To
Dept. of Corp. Services
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Symbol/Security ID: ZENTEC

Security Code: 533339

Dear Sir/Madam,

Sub: Monitoring Agency Report for QIP - Quarter ended December 31, 2024

Pursuant to Regulation 32(6) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and Regulation 41 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, please find enclosed herewith the Monitoring Agency Report dated February 14, 2025 issued by CRISIL Rating Limited (Monitoring Agency), for the quarter ended December 31, 2024 in respect of utilization of proceeds of the Qualified Institutional Placement ('QIP') of the Company.

This is for your kind information and records.

Thanking you.

Yours faithfully,

For Zen Technologies Limited

Sourav Dhar
Company Secretary & Compliance Officer

Encl: As above

Monitoring Agency Report
for
Zen Technologies Limited
for the quarter ended
December 31, 2024

CRL/MAR/ ZETELI/2024-25/1278

February 14, 2025

To

Zen Technologies Limited

B-42, Industrial Estate, Sanath Nagar,
Hyderabad 500 018,
Telangana, India

Dear Sir,

Monitoring Agency Report for the quarter ended December 31, 2024 - in relation to the Qualified Institutional Placement ("QIP") of Zen Technologies Limited ("the Company")

Pursuant to Regulation 173A of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") and Monitoring Agency Agreement dated August 21, 2024, enclosed herewith the Monitoring Agency Report, issued by Crisil Ratings Limited, Monitoring Agency, as per Schedule XI of the SEBI ICDR Regulations towards utilization of proceeds of QIP for the quarter ended December 31, 2024.

Request you to kindly take the same on records.

Thanking you,

For and on behalf of Crisil Ratings Limited



Sushant Sarode

Director, Ratings (LCG)

Report of the Monitoring Agency (MA)

Name of the issuer: Zen Technologies Limited

For quarter ended: December 31, 2024

Name of the Monitoring Agency: Crisil Ratings Limited

(a) Deviation from the objects: Not applicable

(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 we do not perceive any conflict of interest in such relationship/interest while monitoring and reporting the utilization of the issue proceeds by the issuer.

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: Sushant Sarode

Designation of Authorized person/Signing Authority: Director, Ratings (LCG)

1) Issuer Details:

Name of the issuer:	Zen Technologies Limited
Names of the promoter:	a. Kishore Dutt Atluri b. Ashok Atluri c. Ravi Kumar Midathala
Industry/sector to which it belongs:	Aerospace and defence

2) Issue Details

Issue Period:	Wednesday, August 21, 2024, to Friday, August 23, 2024
Type of issue (public/rights):	Qualified Institutional Placement (QIP)
Type of specified securities:	Equity Shares
QIP Grading, if any:	NA
Issue size:	Rs 1,00,000.00 lakhs Issue size comprises of gross proceeds of Rs 1,00,000.00 lakhs (Net proceeds of Rs 97,943.00 lakhs*)

*Crisil Ratings shall be monitoring the net proceeds amount.

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	Management undertaking, Peer-reviewed ICA Certificate [^] , Final Offer Document, Bank Statements	No Comments	No Comments
Whether shareholder approval has been obtained in case of material deviations from expenditures disclosed in the Offer Document?	NA	Management Undertaking, Peer-reviewed ICA Certificate [^]	No Comments	No Comments
Whether the means of finance for the disclosed objects of the issue has changed?	No		No Comments	No Comments
Is there any major deviation observed over the earlier monitoring agency reports?	No		No Comments	No Comments

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 Government/statutory approvals related to the object(s) have been obtained?	NA	Management Undertaking, Peer-reviewed ICA Certificate^	No Comments	No Comments
Whether all arrangements pertaining to technical assistance/collaboration are in operation?	NA		No Comments	No Comments
Are there any favorable events improving the viability of these object(s)?	No		No Comments	No Comments
Are there any unfavorable events affecting the viability of the object(s)?	No		No Comments	No Comments
Is there any other relevant information that may materially affect the decision making of the investors?	No		No Comments	No Comments

NA represents Not Applicable

^Certificate dated January 22, 2025, issued by M/s NSVR & Associates LLP, (Firm Registration Number: 008801S), Peer-reviewed Independent Chartered Accountant.

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

i. Cost of the object(s):

Sr. No.	Item Head	Source of information/certification considered by MA for preparation of report	Original cost (as per the Offer Document) (Rs in lakhs)	Revised Cost (Rs in lakhs)	Comment of the Monitoring Agency	Comments of the Board of Directors		
						Reason of Cost revision	Proposed financing option	Particulars of firm arrangements made
1	Funding working capital requirements of the Company	Management undertaking, Peer-reviewed ICA Certificate [^] , Final offer document	41,000.00	NA	No revision	No Comments	No Comments	No Comments
2	Funding inorganic growth through acquisitions and other strategic initiatives		35,000.00	NA	No revision	No Comments	No Comments	No Comments
3	General corporate purposes [#]		21,943.00	NA	No revision	No Comments	No Comments	No Comments
Total		-	97,943.00	-	-	-	-	-

[^]Certificate dated January 22, 2025, issued by M/s NSVR & Associates LLP, (Firm Registration Number: 008801S), Peer-reviewed Independent Chartered Accountant.

[#]The amount utilised for general corporate purposes does not exceed 25% of the Gross Proceeds (amounting to Rs 25,000.00 lakhs) from the Fresh Issue.

ii. Progress in the object(s):

Sr. No.	Item Head#	Source of information/certifications considered by Monitoring Agency for preparation of report	Amount as proposed in the Offer Document (Rs in lakhs)	Amount utilized (Rs in lakhs)			Total unutilized amount (Rs in lakhs)	Comments of the Monitoring Agency	Comments of the Board of Directors	
				As at beginning of the quarter	During the quarter	At the end of the quarter			Reasons for idle funds	Proposed course of action
1	Funding working capital requirements of the Company	Management undertaking, Statutory Auditors Certificate^, Final Offer Document, Bank Statements	41,000.00	12,296.06	17,155.22	29,451.28	11,548.72	Refer note below	No Comments	No Comments
2	Funding inorganic growth through acquisitions and other strategic initiatives		35,000.00	Nil	Nil	Nil	35,000.00	No utilisation during the quarter	No Comments	No Comments
3	General corporate purposes		21,943.00	Nil	Nil	Nil	21,943.00	No utilisation during the quarter	No Comments	No Comments
Total			97,943.00	12,296.06	17,155.22	29,451.28	68,491.72	-	-	-

^Certificate dated January 22, 2025, issued by M/s NSVR & Associates LLP, (Firm Registration Number: 008801S), Peer-reviewed Independent Chartered Accountant.

Note:

During the reported quarter Company had transferred Rs 2,113.21 lakhs from its monitoring account to its other bank accounts held with different banks, namely HDFC bank, Axis bank, ICICI and Indian Bank for utilization towards the working capital requirements for operational ease, out of which, Rs 2,107.43 lakhs were utilized as at quarter ended December 31, 2024, and Rs 5.78 lakhs are lying as balance in such accounts.

#Brief description of objects:

Object of the Issue	Description of objects as per the offer document filed by the issuer
<p>Funding working capital requirements of the Company</p>	<p>The Company proposes to utilize R 41,000 lakhs from the Net Proceeds to fund the working capital requirements of the Company in Fiscal 2025 and Fiscal 2026. The Company has working capital requirements in the ordinary course corresponding to its growing business and revenues, which it typically funds through internal accruals and availing financing facilities from various lenders. As at June 30, 2024, the Company has not availed any working capital facilities and is funding the requirements from internal accruals.</p>
<p>Funding inorganic growth through acquisitions and other strategic initiatives</p>	<p>The Company proposes to deploy, up to Rs 35,000.00 lakhs, towards funding inorganic growth through acquisitions and other strategic initiatives. The amount of Net Proceeds to be used for acquisitions will be based on Company's management's decision and may not be the total value or cost of any such acquisitions but is expected to provide with sufficient financial leverage to pursue such acquisitions.</p>
<p>General corporate purposes</p>	<p>Details on "GCP" as per Placement document: General corporate purposes may include, but are not restricted to,</p> <ul style="list-style-type: none"> (i) meeting fund requirements which the Company may face in the ordinary course of business, (ii) capital expenditure, (iii) strategic initiatives, partnerships, tie-ups, joint ventures or acquisitions, (iv) investment in associates, joint ventures and subsidiary through organic initiatives, (v) meeting exigencies and expenses, logistics expenses, installation expenses, and (vi) any other purpose as may be approved by the Board of Directors of the Company or a duly appointed committee from time to time, subject to compliance with the necessary provisions of the Companies Act, 2013. <p>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.</p>

iii. Deployment of unutilised proceeds^:

(Rs in lakhs)

S. No.	Type of instrument and name of the entity invested in	Amount invested	Maturity date	Earning	Return on Investment (%)	Market value as at the end of quarter (if the market value is not feasible, provide NAV/NRV/Book value of the same)
1	ICICI Bank - FD Ac No.466213000254	10,000.00	29-08-2025	268.15	7.83	10268.15
2	Axis Bank - FD Ac No.924040090949642	24,999.00	29-08-2025	651.52	7.61	25,650.52
3	Axis Bank - FD Ac No.924040090952787	24,999.00	29-08-2025	651.52	7.61	25,650.52
4	Indian Bank - FD Ac No.7879322712	1,000.00	30-03-2025	18.85	7.40	1,018.85
5	Indian Bank - FD Ac No.7879323545	1,000.00	30-03-2025	18.85	7.40	1,018.85
6	Indian Bank - FD Ac No.7879324378	1,000.00	30-03-2025	18.85	7.40	1,018.85
7	Indian Bank - FD Ac No.7879324800	1,000.00	30-03-2025	18.85	7.40	1,018.85
8	Indian Bank - FD Ac No.7879325780	1,000.00	30-03-2025	18.85	7.40	1,018.85
9	Indian Bank - FD Ac No.7879327255	1,000.00	30-03-2025	18.85	7.40	1,018.85
10	Indian Bank - FD Ac No.7887808371	600.00	13-04-2025	9.61	7.40	609.61
11	Indian Bank - FD Ac No.787808870	600.00	13-04-2025	9.61	7.40	609.61
12	Indian Bank - FD Ac No.7855010302	600.00	13-04-2025	9.61	7.40	609.61
13	Indian Bank - FD Ac No.7887811827	600.00	13-04-2025	9.61	7.40	609.61
14	ICICI Bank - Monitoring Account Balance	86.21	-	-	-	86.21
15	Balance in Company's HDFC Bank Ac No. 50200048585300	1.05	-	-	-	1.05
16	Balance in Company's Axis Bank Ac No. 923030021193782	4.73	-	-	-	4.73
17	Balance in Company's QIP Escrow Ac No. 924020046168839	1.73	-	-	-	1.73
	Total	68,491.72	-	1,722.75	-	70,214.46

^On the basis of Management undertaking and certificate dated January 22, 2025, issued by M/s NSVR & Associates LLP, (Firm Registration Number: 008801S), Peer-reviewed Independent Chartered Accountant.

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

Object(s)	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
Not applicable^					

^On the basis of Management undertaking and certificate dated January 22, 2025, issued by M/s NSVR & Associates LLP, (Firm Registration Number: 008801S), Peer-reviewed Independent Chartered Accountant.

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

Not applicable on the basis of Management undertaking and certificate dated January 22, 2025, issued by M/s NSVR & Associates LLP, (Firm Registration Number: 008801S), Peer-reviewed Independent Chartered Accountant.

Disclaimers:

- a) *This Report is prepared by Crisil Ratings Limited (hereinafter referred to as "Monitoring Agency" / "MA" / "CRL"). 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.*
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- f) *The MA report is intended for the jurisdiction of India only. This report does not constitute an offer of services. Without limiting the generality of the foregoing, nothing in the report is to be construed as CRL providing or*

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