

November 14, 2024

To
BSE Limited
Listing Department
P.J Tower, Dalal Street
Mumbai 400 001
Stock Symbol – 540047

To,
National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block G
BandraKurla Complex,
Bandra (E), Mumbai – 400 051
Stock Symbol – DBL

Dear Sir/Madam,

Subject: Monitoring Agency Report for the quarter ended September 30, 2024 - in relation to the Preferential Issue of warrants of the Company

Pursuant to Regulation 32(6) of SEBI (LODR) Regulations, 2015, please find enclosed Monitoring Agency Report with respect to the utilisation of Issue proceeds of warrants for the quarter ended September 30, 2024, issued by CRISIL Ratings Limited, Monitoring Agency.

The Monitoring Agency Report is also available on website of the Company www.dilipbuildcon.com

We hereby request you to take the above information on your record.

For Dilip Buildcon Limited

Abhishek Shrivastava
Company Secretary

Encl aa

Regd. Office :

Plot No. 5, Inside Govind Narayan Singh Gate,
Chuna Bhatti, Kolar Road, Bhopal - 462 016 (M.P.)
Ph. : 0755-4029999, Fax : 0755-4029998
E-mail : db@dilipbuildcon.co.in, Website : www.dilipbuildcon.com

Monitoring Agency Report
for
Dilip Buildcon Limited
for the quarter ended
September 30, 2024

CRL/MAR/DBL/2024-25/1182

November 14, 2024

To

Dilip Buildcon Limited

Plot No. 5, Inside Govind Narayan Singh Gate,
Chuna Bhatti, Kolar Road,
Bhopal-462016, Madhya Pradesh

Dear Sir,

Monitoring Agency Report for the quarter ended Sep 30, 2024 - in relation to the Preferential Issue of Dilip Buildcon Limited ("the Company")

Pursuant to Regulation 162A of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") and Monitoring Agency Agreement dated November 07, 2023, 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 Preferential Issue for the quarter ended Sep 30, 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: Dilip Buildcon Limited

For quarter ended: September 30, 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: Dilip Buildcon Limited

Names of the promoter: a. Dilip Suryavanshi
b. Devendra Jain
c. Seema Suryavanshi
d. Suryavanshi Family Trust

Industry/sector to which it belongs: Civil construction

2) Issue Details

Issue Period: December 22, 2023

Type of issue (public/rights): Preferential Issue

Type of specified securities: Convertible Warrants

Grading, if any: NA

Issue size: Rs 532.42 crores*

*CRISIL Ratings shall be monitoring the issue proceeds.

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, Statutory Auditor Certificate [^] , Final Offer Document, Bank Statements | 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 shareholder approval has been obtained in case of material deviations from expenditures disclosed in the Offer Document? | NA | Management undertaking, Statutory Auditor 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? | NA | | No Comments | No Comments |
| Whether all Government/statutory approvals related to the object(s) have been obtained? | NA | | 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 November 04, 2024, issued by M/s M.K. Dandekar & Co. LLP, Chartered Accountants (Firm Registration Number: 000679S), Statutory Auditors of the Company.

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 crore) | Revised Cost (Rs in crore) | Comment of the MA | Comments of the Board of Directors | | |
|---------|-----------------------------|--|---|----------------------------|-------------------|------------------------------------|---------------------------|---------------------------------------|
| | | | | | | Reason of Cost revision | Proposed financing option | Particulars of firm arrangements made |
| 1 | Working capital loans | Management undertaking, Statutory Auditor Certificate^, | 400.00 | - | No comments | No Comments | No Comments | No Comments |
| 2 | General Corporate Purposes# | Final offer document | 132.95 | 132.42 | Refer note below | No Comments | No Comments | No Comments |
| | Total | - | 532.95 | - | - | - | - | - |

^ Certificate dated November 04, 2024, issued by M/s M.K. Dandekar & Co. LLP, Chartered Accountants (Firm Registration Number: 000679S), Statutory Auditors of the Company.

#The amount utilised for general corporate purposes does not exceed 25% of the Gross Proceeds from the Issue.

Note:
The company has issued 1,62,46,108 warrants to investors, however only 1,62,29,862 warrants were subscribed at the time of allotment. Hence, the net proceeds have been revised from Rs 532.95 crores to Rs 532.42 crores during the quarter ended December 31, 2023, and the difference amount of Rs 0.53 crore has been adjusted with GCP, as per management undertaking and statutory auditor's certificate.

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 crore) | Amount utilized (Rs in crore) | | | Total unutilized amount (Rs in crore) | 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 | Working capital loans | Management undertaking, Statutory Auditor Certificate^, | 400.00 | Nil | Nil | Nil | 400.00 | No utilization during the reported quarter | No Comments | No Comments |

| 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 crore) | Amount utilized (Rs in crore) | | | Total unutilized amount (Rs in crore) | 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 |
| 2 | General Corporate Purposes [#] | Final Offer Document, Bank Statements | 132.42 | 132.00 | Nil | 132.00 | 0.42 | No utilization during the reported quarter | No Comments | No Comments |
| | Total | | 532.42 | 132.00 | Nil | 132.00 | 400.42 | - | - | - |

[^] Certificate dated November 04, 2024, issued by M/s M.K. Dandekar & Co. LLP, Chartered Accountants (Firm Registration Number: 000679S), Statutory Auditors of the Company.

iii. Deployment of unutilised proceeds[^]:

| S. No. | Type of instrument where amount is invested | Amount invested (in crore) | Maturity date | Earnings as on Sep 30, 2024 (in crore) | Return on Investment (%) | Market value as at the end of quarter (in crore) |
|--------|---|----------------------------|---------------|--|--------------------------|--|
| 1 | Balance in current account of the Company maintained with UCO bank* | 1.11 | - | - | - | - |

[^] Certificate dated November 04, 2024, issued by M/s M.K. Dandekar & Co. LLP, Chartered Accountants (Firm Registration Number: 000679S), Statutory Auditors of the Company.

*The Company has opened a separate bank account for utilization of proceeds from preferential issue.

Note:
25% of the warrants issue viz Rs 133.11 crores have been received by the Company during the quarter ended December 31, 2023. Remaining 75% of the warrants issue viz Rs 399.31 crores shall be payable by the warrant holders at the time of exercising the conversion of warrant into equity shares, as per final letter of offer. Such warrants shall exercise within 18 months from the date of allotment.

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^ | | | | | |

^Certificate dated November 04, 2024, issued by M/s M.K. Dandekar & Co. LLP, Chartered Accountants (Firm Registration Number: 000679S), Statutory Auditors of the Company.

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

Not applicable on the basis of management undertaking and certificate dated November 04, 2024, issued by M/s M.K. Dandekar & Co. LLP, Chartered Accountants (Firm Registration Number: 000679S), Statutory Auditors of the Company.

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.*
- 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.*
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Ratings

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