

ERAML/ANZEN/2022-23/19

February 13, 2023

BSE Limited	National Stock Exchange of India Limited
P J Towers,	Exchange Plaza, Bandra Kurla Complex,
Dalal Street,	Bandra (E),
Fort, Mumbai - 400 001.	Mumbai - 400 051.
Scrip Code: 543655, 974399, 974400	Symbol : ANZEN

Dear Sir/Madam,

Sub: Submission of Security Cover Certificate as per Regulation 54 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR") for the quarter ended on December 31, 2022

Pursuant to Regulation 54 of LODR read with the Securities and Exchange Board of India Circular No. SEBI/HO/MIRSD/CRADT/CIR/P/2022/67 dated May 19, 2022, we hereby inform that Anzen India Energy Yield Plus Trust has maintained the 'Security Cover' for the quarter ended December 31, 2022 as per the terms and conditions specified in the Debenture Trust Deed(s) and the security cover certificate provided by the Statutory Auditors in this regard is enclosed herewith.

Request you to take note of the same.

Thanking you,

For ANZEN INDIA ENERGY YIELD PLUS TRUST (acting through its Investment Manager Edelweiss Real Assets Managers Limited)

JALPA PAREKH COMPANY SECRETARY & COMPLIANCE OFFICER ACS 44507

CC:

Axis Trustee Services Limited	Catalyst Trusteeship Limited
Axis House, Bombay Dyeing Mills	Windsor, 6th Floor, Office No - 604,
Compound Pandurang Budhkar Marg,	C.S.T. Road, Kalina, Santacruz (East),
Worli,	Mumbai - 400 098
Mumbai - 400 025	



Edelweiss Real Assets Managers Limited Corporate Identity Number: U67110MH2021PLC362755 Registered Office: Plot 294/3, Edelweiss House, Off C.S.T. Road, Kalina, Mumbai - 400 098 T: +91 22 4009 4400 |www.anzenenergy.in



Ground Floor. Tower C unit 1. Panchshil Tech Park Orie. Loop road Near Don Bosco School. Yerwada Pune – 411 006. India Tel: +91 20 6603 6006

Independent Auditor's Report on Security Cover, Compliance with all Covenants and book value of assets as at December 31, 2022 pursuant to Regulation 56(1)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and SEBI Circular dated May 19, 2022 for submission to Catalyst Trusteeship Limited (the 'Debenture Trustee')

To The Board of Directors Edelweiss Real Assets Managers Limited (as "Investment Manager" of Anzen Indian Energy Yield Plus Trust) Plot 294/3, Edelweiss House, Off CST Road, Kalina, Santacruz (East), Mumbai 400098

- This Report is issued in accordance with the terms of the service scope letter dated December 26, 2022 and master engagement agreement dated December 26, 2022, with Anzen Indian Energy Yield Plus Trust (hereinafter "Anzen" or the "Trust").
- 2. We S R B C & CO LLP, Chartered Accountants, are the Statutory Auditors of the Trust and have been requested by the Trust to examine the accompanying Statement showing 'Security Cover as per the terms of Debenture Trust Deed, Compliance with Covenants and book value of assets' for secured listed non-convertible debt securities as at and for the period ended December 31, 2022 (hereinafter the "Statement") which has been prepared by the Investment Manager from the Board approved unaudited standalone financial results, underlying books of account and other relevant records and documents maintained by the Trust as at and for the period ended December 31, 2022 pursuant to the requirements of the Regulation 56(1)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and SEBI Circular dated May 19, 2022 on Revised format of security cover certificate, monitoring and revision in timelines (hereinafter the "SEBI Regulations and SEBI Circular"), and has been initialed by us for identification purpose only.

This Report is required by the Trust for the purpose of submission with Catalyst Trusteeship Limited (hereinafter the "Debenture Trustee') of the Trust to ensure compliance with the SEBI Regulations and SEBI Circular in respect of its secured listed non-convertible debt securities having face value of Rs. 1,000,000 ('Debentures'). The Trust has entered into an agreement with the Debenture Trustee vide agreement dated November 29, 2022 in respect of such Debentures.

Management's Responsibility

- 3. The preparation of the Statement is the responsibility of the Management of the Trust including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.
- 4. The Management of the Trust is responsible for ensuring that the Trust complies with all the relevant requirements of the SEBI Regulations and SEBI Circular including maintenance of hundred per cent security cover or higher security cover as per the terms of Debenture Trust Deed sufficient to discharge the principal amount and the interest thereon at all times or the hon-

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convertible debt securities issued. The management is also responsible for providing all relevant information to the Debenture Trustee and for complying with all the covenants as prescribed in the Debenture Trust Deed dated November 29, 2022 entered between the Trust and the Debenture Trustee.

Auditor's Responsibility

- 5. It is our responsibility to provide a limited assurance and conclude as to whether the:
 - (a) Trust has maintained hundred percent Security cover or higher Security cover as on December 31, 2022 per the terms of the Debenture Trust deed; and
 - (b) Book values of assets as included in the Statement are in agreement with the books of account underlying the unaudited standalone financial results of the Trust as at December 31, 2022.
 - (c) Trust is in compliance with all the covenants as mentioned in the Debenture Trust Deed as on December 31, 2022.
- 6. We have performed a limited review of the unaudited standalone financial results of the Trust for the period ended December 31, 2022, prepared by the Trust pursuant to the requirements of Regulation 23 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended, read with SEBI Circular No. CIR/IMD/DF/127/2016 dated November 29, 2016 ("SEBI Circular") and issued an unmodified conclusion dated February 13, 2023. Our review of these financial results was conducted in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India ("ICAI").
- 7. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the ICAI. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
- 8. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.
- 9. Our scope of work did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial results of the Trust taken as a whole. We have not performed an audit, the objective of which would be the expression of an opinion on the financial results, specified elements, accounts or items thereof, for the purpose of this report. Accordingly, we do not express such opinion.
- 10. A limited assurance engagement includes performing procedures to obtain sufficient appropriate evidence on the applicable criteria, mentioned in paragraph 5 above. The procedures performed vary in nature and timing from, and are less extent than for, a reasonable assurance. Consequently, the level of assurance obtained is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed. Accordingly, our procedures included the following in relation to the Statement:

- Obtained and read the Debenture Trust Deed dated November 29, 2022 and noted that as per such debenture trust deed there is no minimum prescribed security cover in respect of secured listed non-convertible debentures.
- b) Obtained the Board approved unaudited standalone financial results of the Trust for the period ended December 31, 2022.
- c) Traced and agreed the principal amount and the interest thereon of the secured listed nonconvertible debt securities outstanding as on December 31, 2022 to the Board approved unaudited standalone financial results of the Trust and the underlying books of account maintained by the Trust as on December 31, 2022.
- d) Obtained and read the Pledge Agreement dated January 25, 2023, Deed of Hypothecation dated November 29, 2022 and Initial Pledge Security Form dated January 30, 2023 to verify the security created by Trust in favor of the debenture trustee by way of creating a charge on all the assets of the Trust. Traced the assets pledged/hypothecated against assets to the Security Cover in the attached Statement.
- e) Obtained and read the list of security cover in respect of secured listed non-convertible debt securities outstanding as per the Statement. Traced the value of assets from the Statement to the books of accounts and records of the Trust underlying the Board approved unaudited standalone financial results as on December 31, 2022.
- f) Obtained the list of security created by the Trust in the form of pari-passu pledge of shares held in subsidiary companies/special purpose vehicle entities as specified in Note 2 of Statement. Traced the details of % shares pledged by the Trust with the "Custody Letter" issued by Catalyst Trusteeship Limited vide Ref. No. CTL/DEB/22-23/7261 dated February 08, 2023 read with Pledge Agreement dated January 25, 2023, confirming the details of % shares pledged.
- g) Examined and verified the arithmetical accuracy of the computation of Security Cover, in the accompanying Statement.
- With respect to compliance with covenants (including affirmative, informative and negative, general and other covenants) included in the Statement, we have performed following procedures:
 - i. With respect to compliance with covenant for the maintenance of Debt Service Coverage Ratio which constitutes the Cash Trap Trigger Event, the management has represented that the testing is required to be done quarterly. The testing of this compliance was performed by CA Ketan Shah, Ketan C. Shah & Co. Chartered Accountants (FRN 115476W) as per certificate dated February 01, 2023 (UDIN 23049655BGSQWY6403) for quarter ended December 31, 2022. We have tested the compliance as per above certificate and have not performed any further procedures in this regard.
 - With respect to compliance with covenants for maintenance of ratios of Consolidated Net Debt/Value of InvIT assets and Consolidated Net Debt/EBITDA, as per clause (d)(viii)(a) and (b) of Schedule III to Debenture Trust Deed dated November 29, 2022, the management has represented that the testing of this compliance is required to be performed annually after the end of each financial year based on audited financial statements. Accordingly, we have not performed any procedures in this regard.

- iii. The management has represented that there are no financial covenants required to be complied as at December 31, 2022 as per Debenture Trust Deed.
- iv. Obtained the unaudited standalone financial results of the Trust for the period ended December 31, 2022 dated February 13, 2023 and verified the credit ratings given in the unaudited standalone financial results from the websites of the respective rating agencies i.e., Credit Rating Information Services of India Limited and India Ratings and Research respectively.
- v. Obtained the bank statements and traced the date of repayment of principal, if any and interest due during the period December 1, 2022 to December 31, 2022 on a test check basis.
- i) With respect to covenants other than those mentioned in paragraph 10(h) above, the management has represented and confirmed that the Trust has complied with all the other covenants including affirmative, informative, negative, general and other covenants, as prescribed in the Debenture Trust Deed, as at December 31, 2022. We have relied on the same and have not performed any independent procedure in this regard.
- j) Traced the book value of assets from the books of accounts of the Trust underlying the Board approved unaudited financial results as at December 31, 2022.
- k) Performed necessary inquiries with the management regarding instances of noncompliance with covenants or communications received from the Trustee indicating any breach of covenants during the period ended December 31, 2022. We have been represented that there are no breach of covenants communicated to the Trust by the Debenture Trustee.

Conclusion

- 11. Based on the procedures performed by us, as referred to in paragraph 10 above and according to the information and explanations received and management representations obtained, nothing has come to our attention that causes us to believe that the:
 - a) Trust has not maintained hundred percent security cover as per regulation 56(1)(d) of SEBI (Listing Obligation and Disclosure Requirements) 2015;
 - Book values of assets as included in the Statement are not in agreement with the books of account underlying the unaudited financial results of the Trust as at December 31, 2022;
 - c) Trust is not in compliance with all the covenants including financial covenants as mentioned in the Debenture Trust Deed as on December 31, 2022.

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Restriction on Use

12. The Report has been issued at the request of the Trust, solely in connection with the purpose mentioned in paragraph 2 above and to be submitted with the accompanying Statement to the Debenture Trustee and is not to be used or referred to for any other person. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come. We have no responsibility to update this Report for events and circumstances occurring after the date of this report.

For S R B C & CO LLP Chartered Accountants ICAI Firm Registration Number: 324982E/E300003

& Co

per Amit Singh Partner Membership Number: 408869 UDIN: 23408869BGXKJ02074

Place of Signature: Pune Date: February 13, 2023

Statement of Security Cover of Anzen Indian Energy Yield Plus Trust as at December 31, 2022

Annulo	Column B	Column C	Column D	Column E	Column F	Column G	Column H	Column I	Column 1	Column K	Column L	Column M	Column N	Column O
articulars	6.51	Exclusive Charge	Exclusive Charge	Parl-Passu Charge	Parl-Passu Charge	-	Assets not	Elimination (amount in negative)	(Total C to H)	P Related to only those items covered by this certificate				
forw	Description of asset for which this certificate relate	Debt for which this certificate being issued	Other Secured Debt	Debt for which this certificate being issued	Assets shared by parl passu debt holder (includes debt for which this certificate is issued & other debt with pari- passu charge)	Other assets on which there is part-passu charge (excluding items covered in column F)		Debt amount considered more than once (due to exclusive plus pari-passu charge)		Market value for Assets charged on Exclusive basis	Carrying / book value for exclusive charge assets where market value is not ascertainable or applicable. (For Eg. Bank Balance, DSRA market value is not applicable)	Market Value for Parl passu charge Assets	(For Eg. Bank Balance, DSRA merket value is not applicable)	Total Value (=K+L+M+N
	The Warmer	1.1.1		1 1.00 1	burne cum.Bet							Rela	iting to Column F	
		Book Value	Book Value	Yes/No	Book Value	Book Value								
USETS														
roperty, Plant and Equipment		*				-			-					•
apital Work-in-Progress												-		
ight of Use Assets		-												-
ioodwill									-			+	A	
ntangible Assets		1.4.1			-9-	•								
ntangible Assets under Development								-				*	•	
nvestments (non current)	nvestment in subsidiaries of Trust refer Note 2)			Yes	11,386.41				11,386 41			•	11,386 41	11,386.4
	Unsecured loans from Trust to subsidiaries (refer Note 2)	•	·	Yes	11,314.00		*		11,314.00			•	11,314 00	11,314 0
nventories								•					-	
nvestment in mutual funds	Refer Note 4	-		Yes	282.62				282,62			4	282.62	282.6
rade Receivables		-												-
	Bank accounts -							1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1			Sector and the sector of the		10.00	
ash and Cash Equivalents	Refer Note 4	-		Yes	220 98				220.98				220.98	220.5
Bank Balances other than Cash and Cash Equivalents	Bank accounts - Refer Note 3	155.00		No					155.00		155.00			155 0
	Others - Refer Hole			Yes	3,59				3.59				3.59	3.5
Others	2	155.00		Tes	23,207.60				23,362.60		155.00		23,207.60	
fotal		133.00			23,207,00				22,202.00		1.55.00		1.01.00	23,308.1
LABULTIC														
	Secured, Redeemable, Listed, Non Convertible Debentures (Refer Note 6)	7,414 40			7,414 40	·	•	-7,414,40	7,414.40		•			
Dither debt sharing pari passu charge with above debt														
Other Debt		1						-				1 .	-	
Subordinated debt	2	1											4	
Borrowings		1		1							•			
Bank								-			•		i i	
Debt Securides		not to be filled		1										
Others		1										1.0		
frade payables		1					209.67		209.67	*			4	
Lease Liabilities		1									-	1		
Provisions	WWW. Attack to any reason to any	1 9				*	11.01		11.01	-				-
Others	and the second se	1					5.88		5.88		•			
Total		7,414.40			7,414,40		226.57	-7,414.43	7,640.97	-				
														-
Cover on Book Value	-	-	0.02	-	3.13	1			1 million			-		+
Cover on Market Value											Contraction of the second			
		Exclusive		Pari-Passu	1					1		1		
Cover on Book Value (Note 1)		Security Cover Ratio	0.02	Security Cover Ratio	3.13						185	TIALD	D FOR IDEN	TICI



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Notes for calculation of Security Cover Ratio

Note 1 Cover on Book Value

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Exclusive Security Cover = Value of assets having exclusive charge mentioned in column C / (Outstanding value of corresponding debt+interest accrued) mentioned in column C. Exclusive Security Cover = 155.00/7,414.40 = 0.02

Pari-passu Security Cover = Value of assets having pari-passu charge mentioned in column F / (Outstanding value of corresponding debt+Interest accrued) mentioned in column F. Pari-passu Security Cover = 23,207.60/7,414.40 = 3.13

Note 2 The Trust has made investment in the following subsidiaries which are transmission Special Purpose Vehicles entities through equity shares, Non-Convertible Debentures (NCDs) and Optionally Convertible Debentures (OCDs) and have also provided unsecured loans to both its subsidiaries. The Trust has issued secured, redeemable, listed non convertible debentures (NCDs). The NCDs obtained by the Trust have pari-passu charge over all the current assets (excluding DSRA balance) and unsecured loans extended by the Trust to its subsidiaries. The shares of these subsidiaries have been pledged with the Debenture Trustee as per the respective pledge agreements. Accordingly, the book value of investment along with unsecured loans have been disclosed in Column "F" of the above statement. (Refer table below).

	Included In column F of statement above						
Particulars	Book Value as at December 31, 2022	Mode of investment	% pledged	Value to be considered D=A°C			
New Access were character of the state of the state of the	A	В	C				
(a) Investment in unquoted equity instruments- at cost, fully		1					
paid up	4,700.00	Equity Shares	100%	4,700.00			
Darbhanga - Motihari Transmission Company Limited	3,600 00	Equity Shares	100%	3,600.00			
NRSS XXXI (B) Transmission Limited							
(b) Investment in Optionally convertible debentures-equity							
component							
Darbhanga - Motihari Transmission Company Limited	753.00	OCDs	100%	753.00			
NRSS XXXI (B) Transmission Limited	532.87	OCDs	100%	532.87			
(c) Investment in Non convertible debentures							
investment measured at amortised cost							
Darbhanga - Motihari Transmission Company Limited	291.00	NCDs	100%	291.00			
(d) Investment in Optionally convertible debentures							
investment measured at amortised cost							
Darbhanga - Motihari Transmission Company Limited	877.10	OCDs	100%	877.10			
NRSS XXXI (B) Transmission Limited	632.44	OCDs	100%	632.44			
				11,386.41			
Total				11,386.41			

Details of book values disclosed in Column "F" of above Statement



Note 3 The amount mentioned in column "C" and column "L" of above statement refers to fixed deposits (current asset) kept in Debt Service Reserve Account (DSRA) on which there is exclusive charge in accordance with Debenture Trust Deed.

- Note 4 The amount mentioned in column "F" and column "N" of above statement refers to current assets of the Trust on which there is pari-passu charge in accordance with Debenture Trust Deed.
- Note 5 The amount mentioned in column "F" and column "N" of above statement refers to current and non-current assets of the Trust on which there is pari-passu charge in accordance with Debenture Trust Deed.

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Note 6 Non Convertible Debentures

Fadility	ISI N	Type of charge	Sanctioned amount (Amount in iNR)	Outstanding amount as at December 31, 2022 (Amount in INR)	Asset cover required as per Regulation 56(1)(d) of SEBI (LOOR) Regulation, 2015	Face value of debentures
Non-Convertible Debentures	INEOMIZ07012		3,000.00	3,000.00	100%	3,000.00
Non-Convertible Debentures	INEOMIZ07012	Pari-	1,000.00	1,000,00	100%	1,000.00
Non-Convertible Debentures	INEOMIZ07012	passu/Exclusive	500.00	500.00	100%	500.00
Non-Convertible Debentures	INEOMIZ07020	charge	2.500.00	2,500.00	100%	2,500.00
Non-Convertible Debentures	INEOMIZ07020		500.00	500.00	100%	500.00
Total	10		7,500.00	7,500.00	A CONTRACTOR OF	7,500.00
Ind AS adjustment			-87.27	-87.27		
Total book value			7,412.73	7,412.73	Contraction of the	
Interest accrued on Non-Convertible Debentures as at December 31, 2022			1.67	1.67		
Total book value			7,414.40	7,414.40		

Note 6.1 There is no requirement for maintaining security cover in the Debenture Trust Deed. However, Regulation 56(1)(d) of the Security and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 (as amended) requires the Trust to maintain 100% security cover.

Note 7 General

1. The amount of debt securities mentioned above Includes interest accrued as at December 31, 2022.

2. Market value is not ascertainable and hence book value is considered for computation of security cover by the Trust.

For Edelweiss Real Assets Managers Limited (acting as Investment Manager to Anzen Indian Energy Yield Plus Trust)



Ranjita Deo Whole-time Director and Chief Investment Officer DIN: 09609160 Place: Mumbai Date: February 13, 2023



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