SANMAR

Sanmar Engineering Services Limited

Regd Office:
9 Cathedral Road
Chennai 600 086 India
Tel + 91 44 2812 8500
www.sanmargroup.com
CIN U65993TN1995PLC030445

May 30, 2016

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

Dear Sirs,

Sub: <u>Certificate from Debenture Trustee as per Regulation 52 Sub Regulation (5)</u>

Ref: <u>Security ID: 3SES:23 ; Security Code: 953841 - Redeemable Non-Convertible Secured Debentures of Rs.10,00,000 each issued on private placement basis.</u>

Please find enclosed certificate issued by debenture trustee, pursuant to Regulation 52 sub-regulation (5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 confirming that debenture trustee has taken note of the contents furnished as per Regulation 52(4).

Kindly take the same on the record.

Thanking you,

Yours faithfully,
For SANMAR ENGINEERING SERVICES LIMITED

M RAMAN
Company Secretary
Membership No.ACS-6248

IDBI Trusteeship Services Ltd
CIN : U65991MH2001GOI131154

Ref. No. 1239/ITSL/OPR/2016-17
May 30, 2016

Sanmar Engineering Services Limited
9, Cathedral Road,
Chennai- 600086

Kind Attn: Mr. N Muralidharan

Dear Sir,

Subject: Certificate u/r 52(5) of SEBI (Listing Obligations & disclosure Requirements) Regulations, 2015, for Debentures Issue by Sanmar Engineering Services Limited, for the half year ended 31st March, 2016.

Dear Sir/Madam,

We are acting as Debenture Trustee for the Secured, Redeemable Non-Convertible Debentures issued by Sanmar Engineering Services Limited ("The Company").

In terms of the provisions of Regulation 52(5) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, ('Regulations') we certify that we have taken note of the disclosures made by the Company in the letter enclosed hereto, under Regulation 52(4).

Thanking you.

Yours truly,
For IDBI Trusteeship Services Limited

Authorized Signatory

Encl. As above

Regd. Office : Asian Building, Ground Floor, 17, R. Kamani Marg, Ballard Estate, Mumbai - 400 001.
Tel. : 022-4080 7000 • Fax : 022-6631 1776 • Email : itsl@idbitrustee.com • response@idbitrustee.com
Website : www.idbitrustee.com

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30th May 2016

Listing Department
BSE Limited
1st Floor, New Trading Ring
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

Dear Sirs,

Sub: Certificate for receipt and noting of information [Pursuant to Regulation 52(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015].

Ref: Security ID: 3SES:23 ; Security Code: 953841 - Redeemable Non Convertible Secured Debentures of Rs.10,00,000/- each issued on private placement basis. (NCDs).

With reference to the above subject, we submit herewith the information and documents as per the provisions of Uniform Listing Agreement entered into with the Stock Exchanges where Debt Securities of the Company are listed and the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 thereunder, for dissemination to the debenture holders as mentioned below:

a	Credit rating and change in credit rating (if any)	The listed NCDs of the Company have been assigned credit rating of "BWR BBB-" from M/s Brickwork Ratings India Private Limited vide letters dated 15th March 2016 and 13th April 2016.
b	Asset cover available, in case of non-convertible debt securities	The asset cover exceeds 100% of the principal amount of the NCDs.
c	Debt-equity ratio	(1.46)
d.	Debentures	As on 31st March 2016, the Company had total borrowings of Rs.550 crores including unlisted optionally convertible and redeemable debentures of Rs.85 crores. The entire long term borrowings were repaid on 29th April 2016.
e	Debt service coverage ratio	(0.02)
f	Interest service coverage ratio	(0.02)

g	Outstanding redeemable Debentures (quantity and value)	Debentures issued, allotted and listed in the wholesale debt market segment of BSE Limited in April 2016: 16,560 principal protected fully redeemable non-convertible secured debentures of a face value of Rs.10 lacs each, aggregating to Rs.1656 crores (NCDs) (INE676Q07038). The interest on the NCDs is payable only on the redemption date i.e. on 22nd April 2023.
h	Debenture redemption reserve	The Company has not created Debenture Redemption Reserve as the Company has not made Net Profit for the financial year 2015-16.
i	Net worth (as on 31.03.2016) - Rs.Lacs	(40,990)
j	Net profit /(Loss) after tax (for 2015-16) - Rs.Lacs	(19,452)
k	Earnings per share (for 2015-16) - Rs.	(3,670)

Thanking you,

Yours faithfully,
For SANMAR ENGINEERING SERVICES LIMITED

M RAMAN
Company Secretary
Membership No.ACS-6248