

Annexure:

The Company is required to amend / modify /alter / delete certain terms of the Debentures Trust Deed, Debenture Trust cum Hypothecation Deed, Debenture Trust cum Mortgage Deed, Simple Mortgage Deed, Deed of Hypothecation etc. (collectively to be referred as "Transaction Documents") executed for the purpose of Secured / Unsecured Non-Convertible Debentures (NCDs).

The terms and conditions of the Transaction Documents relating to following proposals:

- a) For the proposed stake sale by the Promoters / Promoters Group to Olive Vine Investment Ltd resulting into change in control and change in management.
- b) To release the Letter of Comfort provided by Dewan Housing Finance Corporation Ltd in relation to the NCDs, subsequent to the Proposed Transaction.
- c) To modify the clause relating to credit rating and the same be read as the rating of the Company should remain within the "A Family" (i.e. A+ / A / A-), to avoid trigger of the event of default clause.