



May 14, 2024

BSE Limited
Scrip code: **535755**

National Stock Exchange of India Limited
Symbol: **ABFRL**

Sub.: Monitoring Agency Report for the quarter ended March 31, 2024 of the Company

- Ref.: 1. Regulation 32(6) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**
2. Regulation 82(2) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018

Dear Sir/ Madam,

Pursuant to the above referred, please find enclosed the Monitoring Agency Reports for the quarter ended March 31, 2024, issued by Axis Bank Limited and ICRA Limited to monitor the utilization of proceeds of the Rights Issue and Preferential Issue of the Company respectively.

The above is being made available on the Company's website i.e. www.abfrl.com.

Thanking you.

Sincerely,
For **Aditya Birla Fashion and Retail Limited**

Anil Malik
President & Company Secretary

Encl.: As above

ADITYA BIRLA FASHION AND RETAIL LIMITED

Registered Office:

Piramal Agastya Corporate Park, Building 'A',
4th and 5th Floor, Unit No. 401, 403, 501, 502,
L.B.S. Road, Kurla, Mumbai - 400 070

CIN: L18101MH2007PLC233901
Tel.: +91 86529 05000
Fax: +91 86529 05400

Website: www.abfrl.com

E-mail: secretarial@abfrl.adityabirla.com

AXB/CO/IFB-TS/2024-25/189A

April 19, 2024

To,

Aditya Birla Fashion and Retail Limited

Piramal Agastya Corporate Park, Building "A"
4th & 5th Floor, Unit No. 401, 403, 501, 502
L.B.S. Road, Kurla, Mumbai - 400070

Dear Sir,

Sub: Aditya Birla Fashion and Retail Limited (the Company) – Monitoring Agency Report

We write in our capacity of Monitoring Agent to the Company and refer to our duties cast under Regulation 41(2) of the Securities & Exchange Board of India (Issue of Capital & Disclosure Requirements) Regulations, 2018.

In terms of above, please find attached the Monitoring Report for the quarter ended on March 31, 2024, as per Schedule XI of the aforesaid SEBI Regulations.

Request you to kindly take the same on records.

Thanking you.

Yours Faithfully,

For and on behalf of Axis Bank Ltd



Authorized Signatory

Axis House, Wadia International Centre, Pandurang Budhkar Marg, Worli, Mumbai 400 025

Registered Address : "Trishul" - 3rd Floor, Opp. Samartheswar Temple, Near Law Garden,
Ellisbridge, Ahmedabad - 380006. Telephone No. : 079-26409322 Fax No. : 079-26409321
CIN : L65110GJ1993PLC020769 Website : www.axisbank.com



Name of the Issuer: Aditya Birla Fashion and Retail Limited

For quarter ended: 31st March 2024

Name of the Monitoring Agency: Axis Bank Limited

(a) Deviation from the objects: **No Deviation**

– Utilization different from Objects stated in the offer document but in line with change of objects approved by shareholders' resolution; or

– Utilization neither in line with Objects stated in the offer document nor approved by shareholders' resolution

– In case of no deviation, the fact would be stated.

(b) Range of Deviation*: **Not Applicable**

Indicate range of percentage deviation from the amount of issue proceeds earmarked for objects. For example, up to 10%, 10 - 25%, 25-50%, 50-75%, 75-100%, not ascertainable etc.

* Range of Deviation may be computed by taking weighted average of financial deviation of each object in the ratio of issue proceeds allocated for it. Non-financial deviation may be indicated separately by way of notes.

Declaration:

We hereby declare that this report is based on the format as prescribed by Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended. We further declare that this report provides true and fair view of the utilization of issue proceeds.

We declare that we do not have any direct / indirect interest in or relationship with the issuer/promoters/directors/management and also confirm that we do not perceive any conflict of interest in such relationship / interest while monitoring and reporting the utilization of issue proceeds by the issuer.

We also declare that the certificate is provided on the basis of management representation and certification provided by the Independent Chartered Accountant

For and on behalf of Axis Bank



Authorised Signatory

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1) Issuer Details: Name of the issuer: Aditya Birla Fashion and Retail Limited

The names of the promoters of the issuer: Birla Group Holdings Private Limited
Industry/sector to which it belongs: Manufacturing and Retail

2) Issue Details:

Issue Period: 8th July 2020 to 22nd July 2020

Type of issue; Rights Issue of equity shares

Type of specified securities: Equity Shares

Issue size: Rs. 995.12 Crores

3) Details of the arrangement made to ensure the monitoring of issue proceeds:

(Give item by item description for all the objects, as well as for the sub-heads (if any)) given under objects, stated in the offer document separately in following format)

Particulars	Reply	Source of information /certifications considered by Monitoring Agency for preparation of report"	Comments of Monitoring Agency	Comments of Board of Directors
Whether all the utilization is as per disclosure in Offer Document?	Yes/No	Certificate provided by the chartered Accountant	Yes, to be read with Note - I of certificate provided by the chartered Accountant.	Yes
Whether Shareholder approval is obtained in case of material deviations# from expenditures disclosed in Offer Document?	Yes/No	-	Not Applicable	Not Applicable
Whether means of finance for disclosed objects of the Issue has changed?	Yes/No	Certificate provided by the chartered Accountant	No	No
Any major deviation observed over the earlier monitoring agency reports?	Yes/No	-	Not Applicable	Not Applicable
Whether all Government / Statutory approvals related to the object(s) obtained?	Yes/No	-	Not Applicable	Not Applicable

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Whether all arrangements pertaining to technical assistance/collaboration in operation?	Yes/No	-	Not Applicable	Not Applicable
Any favorable events improving object(s) viability	Yes/No	-	Not Applicable	Not Applicable
Any unfavorable events affecting object(s) viability	Yes/No	-	Not Applicable	Not Applicable
Any other relevant information that may materially affect the decision making of the investors	Yes/No		Not Applicable	Not Applicable

Where material deviation may be defined to mean:

- a) Deviation in the objects or purposes for which the funds have been raised
- b) Deviation in the amount of fund actually utilized by more than 10% of the amount projected in the offer documents.

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

(i) Cost of object(s):

(Give item by item description for all the objects, as well as for the sub-heads (if any)) given under objects, stated in the offer document separately in following format (Rs. In Crores)

Sl. No	Item Head	Original Cost (as per Offer Document)	Revised Cost	Source of information / certifications considered by Monitoring Agency for preparation of report	Comments of Monitoring Agency	Comments of Board of Directors		
						Reason of cost revision	Proposed financing option	Particulars of firm arrangements made
1	Not Applicable							

(ii) Progress in the object(s):

(Rs. In Crores)

Sl. No	Item Head\$	Amount as proposed in Offer Document	Amount utilized			Total unutilized Amount	Source of information / certifications considered by Monitoring Agency for preparation of report"	Comments of Monitoring Agency	Comments of Board of Directors	
			As at Beginning of the quarter	During the quarter	At the end of the quarter				Reason of idle funds	Proposed Course of Action
1	Repayment of Borrowings	745.00	745.00	-	745.00	-	Monitoring Agency Agreement & CA Certificate	No Comments	NA	NA
2	General corporate purpose	244.26	242.51	-	242.51	0.08	Monitoring Agency Agreement & CA Certificate	No Comments	NA	NA

#Amount have been rounded off in crores

Provide following details under Item Head:

(a)Name of the object(s)

(b) Brief description of the object(s)

(c) Location of the object (s)

Till 31st March 2024, the Company has received Rs. 992.70 Crores (includes interest on delayed receipt of call money aggregating to Rs. 0.05 crores). Out of which Rs. 987.50* Crores (Fractional Round off) has been utilized as tabulated above, Rs. 5.12 Crores has been netted off with issue

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related expenses and balance of Rs. 0.08 crores has been kept in the bank account of the Monitoring Agency, Axis Bank Limited.

(iii) Deployment of unutilized proceeds:

(Rs. In Crores)

Sl. No	Type of instrument and name of the entity invested in	Amount invested	Maturity date	Earning	Return on Investment (ROI %)	Market Value as at the end of quarter*
1	In ABFRL Monitoring Agency Account Maintained With Axis Bank Limited	0.08	-	-	-	0.08

* Also indicate name of the party/company in which amounts have been invested

** Where market value is not practical to find, provide NAV/NRV/Book Value of the same

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

Object(s) *Name	Completion Date		Delay (No. of days/ months)	Reason of Proposed Course of Action	
	As per Offer Document	Actual*		delay	of
Not Applicable					

* In case of continuing object(s) please specify latest/revised estimate of completion date.

MONITORING AGENCY REPORT

Name of the Issuer: Aditya Birla Fashion and Retail Limited

For quarter ended: March 31, 2024.

Name of the Monitoring Agency: ICRA Limited

(a) Deviation from the objects of the issue:

No deviation - The utilization of the issuance proceeds is in line with the objects of the issue

(b) Range of deviation¹:

No deviation.

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 creditrelated 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:

PARUL
GOYAL
NARANG
Digitally signed
by PARUL GOYAL
NARANG
Date: 2024.05.14
17:52:48 +05'30'

Parul Goyal Narang

Vice President & Head- Process Excellence

Analyst: Subhechha Banerjee

Quality Analyst: Dhvani Vinchhi

1. Issuer Details

Name of the Issuer: Aditya Birla Fashion and Retail Limited

Name(s) of the promoter:

Promoters
Birla Group Holdings Private Limited

Source: BSE

Industry/ sector to which it belongs: Retailing – Diversified Retail

2. Issue Details

Issue Period: Opening Date: NA

Closing Date: NA

Type of Issue: Preferential Issue

Type of specified securities: Preferential Issue

IPO Grading, if any: Not Applicable

Issue Size (Rs. Crore): Issue Size: INR 1900.00 crores (65,800,866 warrants @ Rs. 288.75 each)

Including OFS: NA; Excluding OFS: NA

Net Proceeds as per the EOGM Notice: INR 1425.00 crores. *

**The proceeds credited to the net proceeds account stood at INR 1425.00 Crore as on 31st March 2024 as 75% payment has been received against the warrants issued (65,800,866 warrants @ Rs. 216.56 each).*

3. Details of the arrangement made to ensure the monitoring of issue proceeds

Particulars	Reply	Source of information, certifications considered by the Monitoring Agency for the preparation of report	Comments of the Monitoring Agency	Comments of the Issuer's Board of Directors
Whether all utilization is as per the disclosures in the Offer Document?	Yes	-Peer reviewed CA Certificate -Confirmation from management -Bank statement of the proceeds account	No comments	
Whether shareholder approval has been obtained in case of material deviations# from expenditures disclosed in the Offer Document?	Not Applicable	As confirmed by the Issuer's management	No comments	
Whether the means of finance for the disclosed objects of the issue has changed?	No	As confirmed by the Issuer's management	No comments	
Is there any major deviation observed over the earlier monitoring agency reports?	No	No deviation observed	No comments	
Whether all Government/ statutory approvals related to the object(s) have been obtained?	Not Applicable	As confirmed by the Issuer's management	No comments	
Whether all arrangements pertaining to technical assistance/ collaboration are in operation?	Not Applicable	As confirmed by the Issuer's management	No comments	
Are there any favorable events improving the viability of these object(s)?	No	As confirmed by the Issuer's management	As understood from the Issuer's management	
Are there any unfavorable events affecting the viability of the object(s)?	No	As confirmed by the Issuer's management	As understood from the Issuer's management	
Is there any other relevant information that may materially affect the decision making of the investors?	No	As confirmed by the Issuer's management	As understood from the Issuer's management	

Where material deviation is defined to mean:

- (a) Deviation in the objects or purposes for which the funds had been raised
- (b) Deviation in the amount of funds actually utilized by more than 10% of the amount specified in the offer document

4. Details of the object(s) to be monitored
(i) Cost of object(s)

S. N.	Item Head	Source of information, certifications considered by the Monitoring Agency for the preparation of report	Original cost (as per the offer document) [Rs. Crore]	Revised cost [Rs. Crore]	Comments of the Monitoring Agency	Comments of the Issuer's Board of Directors		
						Reason for cost revision	Proposed financing option	Particulars of firm arrangements made
1	Strengthening the balance sheet, pursue growth in existing business, expand new lines of business, strengthen digital and omni-channel.	-Offer Letter	1425.00	Not Applicable	No comments			
Total			1425.00					

(ii) Progress in the object(s)

S.N.	Item Head*	Source of information, certifications considered by the Monitoring Agency for the preparation of report	Amount as proposed in the offer document [Rs. Crore]	Amount utilized [Rs. Crore]			Total unutilized amount [Rs. Crore]	Comments of the Monitoring Agency	Comments of the Issuer's Board of Directors	
				As at the beginning of the quarter	During the quarter	At the end of the quarter			Reasons for idle funds	Proposed course of action
1	Strengthening the balance sheet, pursue growth in existing business, expand new lines of business, strengthen digital and omni-channel.	-Peer review CA Certificate - Offer Letter -Bank Statement		-	-	-	-	No comments		
	(i) Redemption of CP		900.00	-	900.00	900.00	-	No comments		
	(ii) Working Capital Dilution		525.00	-	525.00	525.00	-	No comments		
Total			1425.00	-	1425.00	1425.00	-			

(iii) Deployment of unutilized proceeds

S.N.	Type of instrument and name of the entity invested in	Amount invested [Rs. Crore]	Maturity date	Earning [Rs. Crore]	Return on Investment [%]	Market Value as at the end of quarter@ [Rs. Crore]
NA						

Source: As certified by Suresh Surana & Associates LLP

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

Object(s)	Completion date		Delay [Number of days or months]	Comments of the Issuer's Board of Directors	
	As per the offer document	Actual [^]		Reason for delay	Proposed course of action
NA	NA	NA	NA		

Source: Offer Letter

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

S.N.	Item Head	Amount [Rs. Crore]	Source of information, certifications considered by the Monitoring Agency for the preparation of report	Comments of the Monitoring Agency	Comments of the Issuer's Board of Directors
NA					