



कोकण रेलवे कॉर्पोरेशन लिमिटेड KONKAN RAILWAY CORPORATION LTD.

(भारत सरकार का उपक्रम / A Government of India Undertaking)
कॉर्पोरेट पहचान संख्या/Corporate Identity Number: U35201MH1990GOI223738



No. KR/CO/S/BONDS/NSE

29/05/2024

To,
The Manager (Compliance Section)
National Stock Exchange of India Ltd.,
Exchange Plaza
Bandra Kurla Complex, Bandra
Mumbai – 400 051.

Sub: Disclosure under Regulation 54 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended March 31, 2024.

Ref: ISIN - INE139F07048, INE139F07055, INE139F07063, INE139F07089,
INE139F07097, INE139F07105, INE139F07113.

Dear Sir / Madam,

Pursuant to the provisions of Regulation 54 (3) of SEBI (LODR) Regulations, 2015, please find enclosed herewith Security Cover Certificate for the quarter ended March 31, 2024, duly certified by the statutory auditor of the Company with respect to the listed Non-Convertible Debentures issued by the Company from time to time.

It is kindly requested to take the above document on record.

Thanking you,

Yours faithfully,
For Konkan Railway Corporation Ltd.

(Rajendra C. Parab)
Company Secretary & Compliance Officer

Encl: As stated

Copy to:
Shri Prasad Tilve,
Asst. Vice President,
IDBI Trusteeship Services Ltd.,
Universal Insurance Building,
Ground Floor, Sir P. M. Road,
Fort, Mumbai - 400 001



पंजीकृत कार्यालय: बेलापुर भवन, सेक्टर 11, सी.बी.डी. बेलापुर, नवी मुंबई - 400614

Regd. Office: Belapur Bhavan, Sector 11, C.B.D. Belapur, Navi Mumbai 400614. Tel: 91-22-27572015; Fax: 022-27572420

ई-मेल (E-mail): general@krcl.co.in • वेबसाइट (Website): www.konkanrailway.com

LEI No.335800CK2UZ7PG7WLL79



May 29, 2024

S&P/CER/2024-25/11856/083

To,
Board of Directors
Konkan Railway Corporation Limited

Independent Auditors Certificate on the Statement of maintenance of security cover and compliance with covenants Coverage in respect of listed non convertible debentures issued by Konkan Railway Corporation Limited as at 31st March 2024

This certificate is issued in accordance with the terms of our engagement letter dated 31.10.2023 with Konkan Railway Corporation Limited ('the Company') having its registered office at 2nd Floor, Belapur Bhavan, Plot No.6, Sector No. 11, C.B.D. Belapur, Navi Mumbai 400 614 and pursuant to requirements of Regulation 54 read with clause (d) of sub regulation (1) of Regulation 56 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ('the Regulations'). We SARDA & PAREEK LLP, statutory auditors of the Company have examined the details given in the attached Annexure 1 & 2 ('the Statement') prepared by the Company, stamped by us for identification purpose.

Management's Responsibility

The preparation of the Statement, including the creation and maintenance of all accounting and other records supporting its contents, is solely the responsibility of the Management of the Company. 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 presentation to the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

The Company's Management is also responsible for ensuring that the Company complies with the requirements of the Regulations, the Information Memorandum and the DTD's along with the covenants as prescribed the DTD for the purpose of furnishing this Statement and for providing all relevant information to the Debenture Trustee.

Our Responsibility

Our responsibility for the purpose of this certificate is to express limited assurance as to whether anything has come to our attention that causes us to believe that the financial information contained in the Statement have not been accurately extracted from the audited financial information as at/for the quarter and year ended 31st March 2024, other relevant records and documents maintained by the Company or that the computation thereof is arithmetically inaccurate. The procedures performed in a limited assurance engagement vary in nature and timing from and are less in extent than for a reasonable assurance engagement; and consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed. The procedures selected depend on the auditor's judgment, including the assessment of the areas where a material misstatement of the subject matter information is likely to arise.

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. 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, issued by ICAI.

For the purpose of our examination of the accompanying statement, we have performed the following procedures:

- Obtained audited financial information of the Company as at and for the year ended 31st March 2024. Obtained the details of security cover, financial covenants criteria from the terms of Offer



- Document / Information Memorandum and/or DTD in respect of the listed NCDs outstanding as at 31st December 2023;
- Traced the amounts in the Statement, in relation to the computation of security cover, to the audited financial information of the company as at and for the year ended 31st March 2024.
 - Verified the arithmetical accuracy of computation of security cover in the Statement;
 - On test check basis, verified the compliance with covenants stated in Debenture Trust Deed. Performed necessary inquiries with the management regarding any instances of non-compliance with covenants or communications received from the Trustee indicating any breach of covenants during the year ended 31st March 2024.
 - Obtained necessary representation from management.

Conclusion

Based on our examination and the aforementioned procedures and according to the information and explanations given to us, along with the representations provided by the management, nothing has come to our attention that causes us to believe that:

- The financial and other information contained in the Statement have not been accurately extracted from the audited financial information as at and for the year ended 31st March 2024 or that the computation thereof is arithmetically inaccurate.
- The Company, during the financial year ended 31st March 2024 has not complied, in all material respects, with the covenants as per the terms of Offer Document/Information Memorandum and/or DTDs in respect of listed NCDs of the Company as at 31st March 2024 as mentioned in the Statement.

Restriction on Use

This certificate is issued for the purpose of submission by the company to the Debenture Trustees pursuant to the Regulations and should not be used, referred to or distributed for any other purpose or by any person other than the addressee of this report. 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 certificate 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 SARDA & PAREEK LLP
Chartered Accountants
Firm Registration No. 109262W/W100673


CA Niranjn Joshi
Partner
Membership No. 102789



UDIN: 24102789BKCOTL8896

Place: Navi Mumbai
Date: 29.05.2024

Statement of Company's Security cover and Financial covenants as at 31st March 2024, in respect of its listed non-convertible debt securities (NCDs) issued pursuant to transaction documents.

Annexure 1- Computation of Security cover ratio as at 31st March 2024

(Amount in Lakhs)

Column A	Column B	Column C i	Column D ii	Column E iii	Column F iv	Column G v	Column H i vi	Column H2 vii	Column I viii	Column J	Column K	Column L	Column M	Column N	Column O
Particulars	Description of assets for which this certificate relate	Exclusive Charge	Exclusive Charge	Pari-Passu Charge	Pari-Passu Charge	Pari-Passu Charge	Assets not offered as security	Unsecured debt & other liability	Elimination (amount in negative)	Total (C to H)	Related to only those items covered by this certificate				
		Debt for which this certificate is being issued	Other Secured Debt	Debt for which this certificate is being issued	Asset shared by pari-passu debt holder (includes debt for which this certificate is issued & other debt with pari-passu charge)	Other assets on which there is pari-passu charge			debt amount considered more than once (due to exclusive plus pari-passu charges)		Market Value for Asset charged on exclusive basis	Carrying/Book Value for exclusive charge assets where market value is not ascertainable or applicable	Market Value for Pari-Passu charge Assets	Carrying/Book Value for pari-passu charge assets where market value is not ascertainable or applicable	Total
		Book Value	Book Value	YES/NO	Book Value	Book Value									
Assets															
Property, Plant and Equipment	Freehold Land, Earthwork, Building, Plant & equipment, Furniture & fixtures, Vehicles, Office Equipments, P-Way Track, Bridges & Tunnels, ROB, RUB and FC, LOCOS and other Rolling stock			YES	5,21,597.79					5,21,597.79				5,21,597.79	5,21,597.79
Right of Use Assets				No			2,378.34			2,378.34					
Capital work-in-progress				YES	28,214.00					28,214.00				28,214.00	28,214.00
Intangible Assets				YES	32.04					32.04				32.04	32.04



Particulars	Description of assets for which this certificate relate	Exclusive Charge	Exclusive Charge	Pari-Passu Charge	Pari-Passu Charge	Pari-Passu Charge	Assets not offered as security	Unsecured debt & other liability	Elimination (amount in negative)	Total (C to H)	Related to only those items covered by this certificate						
											Debt for which this certificate is being issued	Other Secured Debt	Debt for which this certificate is being issued	Assest shared by pari-passu debt holder (includes debt for which this certificate is issued & other debt with pari-passu charge	Other assets on which there is pari-passu charge	debt amount considered more than once[due to exclusive plus pari-passu charges]	Market Value for Asset charged on exclusive basis
		Book Value	Book Value	YES/NO	Book Value	Book Value											
Intangible Assets under development				YES	61.31					61.31				61.31		61.31	
Investments				YES	2,67,981.85					2,67,981.85				2,67,981.85		2,67,981.85	
Loans				YES	1,538.18					1,538.18				1,538.18		1,538.18	
Inventories				YES	6,549.19					6,549.19				6,549.19		6,549.19	
Trade Receivables				NO			24,518.30			24,518.30							
Cash & Cash equivalents				YES	30,669.44					30,669.44				30,669.44		30,669.44	
Bank Balance other than cash & cash equivalents				YES	6,021.39					6,021.39				6,021.39		6,021.39	
Others	other non-current asstes, other financial asstes,current tax asstes, asstes held for safe, other current assets			YES	46,455.17					46,455.17				46,455.17		46,455.17	
TOTAL					9,09,120.35		26,896.64			9,36,016.99				9,09,120.35		9,09,120.35	
Liabilities																	
Debt securities to which this certificate pertains				YES	1,50,000.00					1,50,000.00				1,50,000.00		1,50,000.00	
Other debt sharing pari-passu charge with above debt				YES	1,74,118.40					1,74,118.40				1,74,118.40		1,74,118.40	
Borrowings				NO			30,000.00			30,000.00							
Others	Interest Accured on Bond And RTL			Yes	6,500.49					6,500.49				6,500.49		6,500.49	
Other debt				NO			36,519.37			36,519.37							
Trade Payables				NO			1,18,132.55			1,18,132.55							
Lease Liabilities				NO			2,419.76			2,419.76							
Provisions				NO			1,14,760.65			1,14,760.65							



Particulars	Description of assets for which this certificate relate	Exclusive Charge	Exclusive Charge	Pari-Passu Charge	Pari-Passu Charge	Pari-Passu Charge	Assets not offered as security	Unsecured debt & other liability	Elimination (amount in negative)	Total (C to H)	Related to only those items covered by this certificate					
											Debt for which this certificate is being issued	Other Secured Debt	Debt for which this certificate is being issued	Asset shared by pari-passu debt holder (includes debt for which this certificate is issued & other debt with pari-passu charge	Other assets on which there is pari-passu charge	debt amount considered more than once(due to exclusive plus pari-passu charges)
		Book Value	Book Value	YES/NO	Book Value	Book Value										
Other	other non-current liability, other current liability, other financial liability			NO			1,01,384.32			1,01,384.32						
TOTAL		-	-	-	3,30,618.89	-	4,03,216.64			7,33,835.53	-	-	-	3,30,618.89	3,30,618.89	
Cover on Book Value					2.75											
Cover on Market Value															2.75	

*Value of Fixed Assets have been provided in Book value. Fixed Assets are located throughout the 740K.M (appx.) stretches of Konkan Railway route & are unique in nature. Obtaining the Market value of such unique Fixed assets & of such a long stretch is not practically possible, Hence the market value of Assets has not been obtained.

For and Behalf of Konkan Railway Corporation Limited

Authorised Signatory
Place: Navi Mumbai
Date: 29/05/2024



Annexure 2- Statements of Compliance of Covenants for Non- Convertible debt securities as at 31st March 2024

Sr. No.	ISIN	Series	Issue Size (In Crs)	Parameters	Details	Schedule	Paragraph No.	Complied / Non Complied
1	INE139F07048	16-II	170	Security Cover	Security Cover minimum 1.25 maintained at all times	3rd	7	Complied
2	INE139F07055	16-III	110					
3	INE139F07063	16-IV	500	Debt Equity Ratio	DE ratio minimum 4:1	3rd	7A	
4	INE139F07089	17-II	250					
5	INE139F07097	17-III	50	Debt Service Coverage Ratio	DSC ratio 1.25:1	3rd	7B	
6	INE139F07105	18-I	300					
7	INE139F07113	19-I	120					

Other Financial Covenants

Sr. No.	Particulars	Parameters	Details	Schedule	Paragraph No.	Complied / Non Complied
8	Financial	Further Borrowing	NOC for crating further change on Assets	3rd	8	Complied
9	Financial	Monetary Benefits	Enhancement of Redemption premium *	3rd	9	Not Applicable
10	Financial	Dividend	Default in Interest **	3rd	10	Not Applicable
11	Financial	Listing of Debenture	All Bonds are listed in NSE	3rd	11	Complied
12	Financial	Statutory Dues	Regular payment of Fee,taxes, all dues for mortgages premises	-	28 B(j)	Complied
13	Financial	Debenture Redemption Reserve	Creation of Debenture Redemption Reserve(DRR) #	-	28 B(II)	Complied

* No Govt. guidelines during the quarter, hence this covenant is not applicable.

** Company has never defaulted for payment of Interest to the Bond holders, hence the same covenants is not applicable.

In terms of Section 71 of the Companies Act, 2013 the Corporation is required to create a Debenture Redemption Reserve of an adequate amount in respect of bonds issued. However, due to accumulated losses no Debenture Redemption Reserve has been created by the Corporation.

Note: Schedule and Paragraph as mentioned above are pertinent to the Debenture trust deed (Debenture Deed).

For and Behalf of Konkan Railway Corporation Limited

Authorised Signatory
Place: Navi Mumbai
Date: 29/05/2024

