



Date: 14th November, 2024

The General Manager, Listing Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001	The Vice-President, Listing Department National Stock Exchange of India Limited “Exchange Plaza”, Bandra – Kurla Complex, Bandra (E), Mumbai – 400 051
Scrip Code : 533160	Scrip Symbol : DBREALTY
Fax No.: 022 – 2272 3121/ 2039	Fax No.: 022 – 26598237/38

Dear Sir/Madam,

Sub : Monitoring Agency Report for the quarter ended 30th September, 2024

Pursuant to Regulation 32(6) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Regulation 173A of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, we are enclosing herewith the Monitory Agency Report with respect to utilization of proceeds of the Qualified Institutions Placement of the Company for the quarter ended 30th September, 2024 issued by CARE Ratings Limited, Monitoring Agency.

This is for your information and records.

Thanking You,

Yours faithfully,

**For Valor Estate Limited
(Formerly known as D B Realty Limited)**

**Shahid Balwa
Vice Chairman and Managing Director
DIN : 00016839**

No. CARE/PRO/GEN/2024-2025/1017

The Board of Directors
Valor Estate Limited (formerly known as DB Realty Limited)
7th Floor, Resham Bhavan,
Veer Nariman Road,
Churchgate, Mumbai – 400020

Correspondence Address:
4th Floor, Wing 15, Gate No. 2,
Ten BKC, off N. Dharmadhikari Marg,
Kalanagar, Bandra (East), Mumbai – 400051

November 14, 2024

Dear Sir/Ma'am,

Monitoring Agency Report for the quarter ended September 30, 2024 - in relation to the Qualified institutions Placement (QIPs) of Equity Shares of Valor Estate Limited (erstwhile DB Realty Limited) ("the Company")

We write in our capacity of Monitoring Agency for the Fresh Issue of 3,56,66,675 equity shares, the gross amount aggregating to Rs. 920.20 crore (net proceeds being monitored Rs. 893.20 crore) of the Company and refer to our duties cast under 173A of the Securities & Exchange Board of India (Issue of Capital & Disclosure Requirements) Regulations.

In this connection, we are enclosing the Monitoring Agency Report for the quarter ended September 30, 2024 as per aforesaid SEBI Regulations and Monitoring Agency Agreement dated March 01, 2024.

Request you to kindly take the same on records.

Thanking you,
Yours faithfully,

amita.yadav

Amita Yadav

Assistant Director

Amita.yadav@careedge.in

Report of the Monitoring Agency

Name of the issuer: Valor Estate Ltd (erstwhile DB Realty Ltd)

For quarter ended: September 30, 2024

Name of the Monitoring Agency: CARE Ratings Limited

(a) Deviation from the objects: NIL

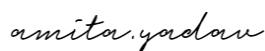
(b) Range of Deviation: Not applicable

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 credit related analyses. We confirm that there is no conflict of interest in such relationship/interest while monitoring and reporting the utilization of the issue proceeds by the issuer, or while undertaking credit rating or other commercial transactions with the entity.

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.

A handwritten signature in black ink that reads "amita.yadav".

Signature:

Name and designation of the Authorized Signatory: Amita Yadav

Designation of Authorized person/Signing Authority: Assistant Director

Issuer Details:

Name of the issuer : Valor Estate Limited (erstwhile DB Realty)
 Name of the promoter : Mr. Vinod Goenka and Mr. Shahid Balwa
 Industry/sector to which it belongs : Realty and Hospitality

Issue Details

Issue Period : Opened on March 07, 2024 and closed on March 13, 2024
 Type of issue (public/rights) : Qualified Institutional Placement (QIP)
 Type of specified securities : Equity Shares
 IPO Grading, if any : Not Applicable
 Issue size (in crore) : Rs. 920.20

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

Particulars	Reply	Source of information / certifications considered by Monitoring Agency for preparation of report	Comments of the Monitoring Agency	Comments of the Board of Directors
Whether all utilization is as per the disclosures in the Offer Document?	Please refer to comments of MA	Chartered Accountant certificate*, Bank statement, Company Undertaking, Board Resolution copies	<p>The company has interchanged the utilization of the net proceeds of the Issue in comparison to the earlier utilization plan as mentioned in the placement document. As per the placement document, the company can reschedule the proposed utilization of the net proceeds of the Issue and change allocation of funds from its planned allocation at the discretion of the board. Further the company has approval from the board (vide board resolutions dated May 15, 2024, May 29, 2024, and August 13, 2024) for the said interchangeability.</p> <p>Further, utilization of proceeds of around Rs. 5 Cr towards GCP was partly routed from MA account to Current Account (CA) and further, transferred to CA of subsidiaries which has numerous other transactions resulting in co-mingling of funds. Due to this, MA is unable to track end utilization of these funds.</p>	The company has expended more than Rs. 5 cr towards approved QIP GCP purposes and Company is in compliance with the Objects of the Issue as confirmed by statutory auditor vide their certificate dated November 08, 2024.

ay

Particulars	Reply	Source of information / certifications considered by Monitoring Agency for preparation of report	Comments of the Monitoring Agency	Comments of the Board of Directors
			However, MA has relied on the statutory auditor's (N.A Shah Associates LLP) certificate for the utilization of the funds towards the stated objects (GCP) of the company.	
Whether shareholder approval has been obtained in case of material deviations# from expenditures disclosed in the Offer Document?	No material deviation	Not Applicable	Not Applicable	Nil
Whether the means of finance for the disclosed objects of the issue have changed?	No	Chartered Accountant certificate*	Not Applicable	Nil
Is there any major deviation observed over the earlier monitoring agency reports?	Please refer to comments of MA	Chartered Accountant certificate*, Board Resolution copies	<p>The company has interchanged the utilization of the net proceeds of the Issue in comparison to the utilization plan considered in the earlier monitoring report dated May 15, 2024. As per the placement document, the company can reschedule the proposed utilization of the net proceeds of the Issue and change allocation of funds from its planned allocation at the discretion of the board. Further the company has approval from the board (vide board resolutions dated May 15, 2024, May 29, 2024 and August 13, 2024) for the said interchangeability.</p> <p>Further, utilization of proceeds of around Rs. 5 Cr towards GCP was partly routed from MA account to Current Account (CA) and further, transferred to CA of subsidiaries which has numerous other transactions resulting in co-mingling of funds. Due to this, MA is unable to track end utilization of these funds.</p> <p>However, MA has relied on the statutory auditor's (N.A Shah Associates LLP) certificate for the utilization of the funds towards the stated objects (GCP) of the company.s</p>	The company has expended more than Rs. 5 cr towards approved QIP GCP purposes and Company is in compliance with the Objects of the Issue as confirmed by statutory auditor vide their certificate dated November 08, 2024.
Whether all Government/statutory approvals related to the object(s) have been obtained?	Yes	BSE/NSE Approval**	Not Applicable	Nil
Whether all arrangements pertaining to technical assistance/collaboration are in operation?	Not Applicable	Not Applicable	Not Applicable	Nil

Particulars	Reply	Source of information / certifications considered by Monitoring Agency for preparation of report	Comments of the Monitoring Agency	Comments of the Board of Directors
Are there any favorable/unfavorable events affecting the viability of these object(s)?	No	Not Applicable	Not Applicable	Nil
Is there any other relevant information that may materially affect the decision making of the investors?	No	Not Applicable	Not Applicable	Nil

* CA certificate from N.A Shah Associates LLP (Statutory Auditor) dated November 08, 2024.

#Where material deviation may be defined to mean:

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

2) Details of objects to be monitored:

(i) Cost of objects –

Sr. No	Item Head	Source of information / certifications considered by Monitoring Agency for preparation of report	Original cost (as per the Offer Document) in Rs. Crore	Revised Cost in Rs. Crore	Comments of the Monitoring Agency	Comments of the Board of Directors		
						Reason for cost revision	Proposed financing option	Particulars of - firm arrangements made
1	Investment in an associate company named Bamboo hotel and Global Centre (Delhi) Private limited, in the form of unsecured loan to fund cost to be incurred in the development of Prestige Trade Centre, Marriot Marquis and St. Regis.	Placement Document*	300.00	300.00	Not Applicable	NA	NA	NA
2	Unsecured loans to subsidiaries namely Horizontal Ventures Private limited and Goan Hotels & Realty Private Limited for repayment or pre-payment, in full or in part, of certain outstanding borrowings availed by these subsidiaries.	Placement Document* Board Approval [§]	215.65	2.00	The revision in the cost is approved as per the board resolution dated May 29, 2024 and August 13, 2024.	Nil	Nil	Nil
3	General Corporate Purposes [#]	Placement Document* Board Approval [§]	197.55	224.20	The revision in the cost is approved as per the board resolution dated May 29, 2024 and August 13, 2024.	Nil	Nil	Nil

Sr. No	Item Head	Source of information / certifications considered by Monitoring Agency for preparation of report	Original cost (as per the Offer Document) in Rs. Crore	Revised Cost in Rs. Crore	Comments of the Monitoring Agency	Comments of the Board of Directors		
						Reason for cost revision	Proposed financing option	Particulars of - firm arrangements made
4	Investment in a joint venture named Om Metals Consortium, as unsecured loan to fund part of the costs to be incurred in the development of Om Metals (Phase 1) [§]	Placement Document*, Board Approval [§]	125.00	125.00	As per the board resolution dated March 20, 2024, the funds are being transferred to Goregaon Hotels & Realty Private Limited for and on behalf of Om Metals Consortium.	Nil	Nil	Nil
5	Investment in a joint venture named Lokhandwala DB Realty LLP, as unsecured loan to fund part of the costs to be incurred in the development of Jijamata Nagar projects	Placement Document* Board Approval [§]	50.00	240.00	The revision in the cost is approved as per the board resolution dated May 29, 2024	Nil	Nil	Nil
6	Investment in a joint venture named Lokhandwala DBS Realty, as unsecured loan to fund part of the costs to be incurred in the development of DB Hills	Placement Document* Board Approval [§]	5.00	2.00	The revision in the cost is approved as per the board resolution dated May 29, 2024 and August 13, 2024	Nil	Nil	Nil
Total			893.20	893.20				

As per the placement document GCP may include, but not restricted to, funding growth opportunities, business development initiatives, meeting expenses incurred in the ordinary course of business, making payments towards exigencies or any other purpose as may be approved by the Borad of company or a duly constituted committee thereof.

§: The revision in the cost is approved as per the board resolution dated May 15, 2024 , May 29, 2024 and August 13, 2024.

ay

(ii) Progress in the objects –

Sr. No	Item Head	Source of information / certifications considered by Monitoring Agency for preparation of report	Amount as proposed in the Offer Document in Rs. Crore	Revised amount as per the board resolutions passed (Aug 2024)	Amount utilised in Rs. Crore			Total unutilised amount in Rs. crore	Comments of the Monitoring Agency	Comments of the Board of Directors	
					As at beginning of the quarter in Rs. Crore	During the quarter in Rs. Crore	At the end of the quarter in Rs. Crore			Reasons for idle funds	Proposed course of action
1	Investment in an associate company named Bamboo hotel and Global Centre (Delhi) Private limited, in the form of unsecured loan to fund cost to be incurred in the development of Prestige Trade Centre, Marriot Marquis and St. Regis.	CA Certificate, Bank Statements, Placement Document	300.00	300.00	290.00	10.00	300.00	0.00	The proceeds have been transferred to current account of Bamboo hotel and Global Centre (Delhi) Private Limited in the form of unsecured loan to fund cost to be incurred in the development of Prestige Trade Centre, Marriot Marquis and St. Regis.	Nil	Nil
2	Unsecured loans to subsidiaries namely Horizontal Ventures Private limited and Goan Hotels & Realty Private Limited for repayment or pre-payment, in full or in part, of certain outstanding borrowings availed by these subsidiaries.	CA Certificate, Bank Statements, Placement Document	215.65	2.00	0.00	2.00	0.00	0.00	The proceeds have transferred to Goan Hotels & Realty Private Limited in the form of unsecured loans and has been utilised for part loan repayment.	Nil	Nil
3	General Corporate Purposes#	CA Certificate, Bank Statements, Placement Document	197.55	224.20	210.46	13.74	224.20	0.00	The company has transferred the funds to subsidiaries and has allocated the same under the head GCP as ordinary course of business. The board may take the note of the appropriateness of the same. Further, utilization of proceeds of around Rs. 5 Cr towards GCP was partly routed from Monitoring account to Current Account (CA) and further, transferred to CA of subsidiaries which has numerous	Nil	Nil

Sr. No	Item Head	Source of information / certifications considered by Monitoring Agency for preparation of report	Amount as proposed in the Offer Document in Rs. Crore	Revised amount as per the board resolutions passed (Aug 2024)	Amount utilised in Rs. Crore			Total unutilised amount in Rs. crore	Comments of the Monitoring Agency	Comments of the Board of Directors	
					As at beginning of the quarter in Rs. Crore	During the quarter in Rs. Crore	At the end of the quarter in Rs. Crore			Reasons for idle funds	Proposed course of action
									other transactions resulting in comingling of funds. Due to this, we are unable to track end utilization of these funds. (Break up of GCP) However, MA has relied on the statutory auditor's (N.A Shah Associates LLP) certificate for the utilization of the funds towards the stated objects (GCP) of the company.		
4	Investment in a joint venture named Om Metals Consortium, as unsecured loan to fund part of the costs to be incurred in the development of Om Metals (Phase 1) ⁵	CA Certificate, Bank Statements, Placement Document	125.00	125.00	95.00	0.00	95.00	30.00	No amount utilised in this quarter for this object.	Nil	Nil
5	Investment in a joint venture named Lokhandwala DB Realty LLP, as unsecured loan to fund part of the costs to be incurred in the development of Jijamata Nagar projects	CA Certificate, Bank Statements, Placement Document	50.00	240.00	186.00	54.00	240.00	0.00	The funds have been transferred to Lokhandwala DB Realty LLP and utilised for payments of tenants of Jijamata project, security deposit of the project and other project related expenses.	Nil	Nil
6	Investment in a joint venture named Lokhandwala DBS Realty, as unsecured loan to fund part of the costs to be incurred in the development of DB Hills	CA Certificate, Bank Statements, Placement Document	5.00	2.00	0.27	0.33	0.60	1.40	The funds have been transferred to Lokhandwala DBS Realty and are majorly utilised for statutory dues payment, security charges payment, operating expenses, general expenses and other admin expenses in DB Hills project.	Nil	Nil
Total			893.20	893.20	781.73	80.07	861.80	31.40			

As per the placement document GCP may include, but not restricted to, funding growth opportunities, business development initiatives, meeting expenses incurred in the ordinary course of business, making payments towards exigencies or any other purpose as may be approved by the Board of company or a duly constituted committee thereof.

(iii) Deployment of unutilized proceeds:

Sr. No.	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)
1.	Fixed Deposit (FD) with HDFC Bank	30.70	November 12, 2024	0.43	6.00	31.13
2.	Deposit with HDFC Bank Monitoring Account	0.68	-	-	-	-
3.	Balance in current account	0.02	-	-	-	-
	TOTAL	31.40				

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

Objects	Completion Date		Delay (no. of days/ months)	Comments of the Board of Directors	
	As per the offer document	Actual		Reason of delay	Proposed course of action
Investment in an associate company named Bamboo hotel and Global Centre (Delhi) Private limited, in the form of unsecured loan to fund cost to be incurred in the development of Prestige Trade Centre, Marriot Marquis and St. Regis.	FY25	Ongoing	NA	NA	NA
Unsecured loans to subsidiaries namely Horizontal Ventures Private limited and Goan Hotels & Realty Private Limited for repayment or pre-payment, in full or in part, of certain outstanding borrowings availed by these subsidiaries.	FY25	Ongoing	NA	NA	NA
General Corporate Purpose	FY25	Ongoing	NA	NA	NA
Investment in a joint venture named Om Metals Consortium, as unsecured loan to fund part of the costs to be incurred in the development of Om Metals (Phase 1)	FY25	Ongoing	NA	NA	NA
Investment in a joint venture named Lokhandwala DB Realty LLP, as unsecured loan to fund part of the costs to be incurred in the development of Jijamata Nagar projects	FY25	Ongoing	NA	NA	NA
Investment in a joint venture named Lokhandwala DBS Realty, as unsecured loan to fund part of the costs to be incurred in the development of DB Hills	FY25	Ongoing	NA	NA	NA

ay

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

Sr. No	Item Head^	Amount in Rs. Crore	Source of information / certifications considered by Monitoring Agency for preparation of report	Comments of Monitoring Agency	Comments of the Board of Directors
1	For procurement of material, projected related expenses, advance to landowner, payment to lenders, corporate advisory fees, and payment of professional fees	13.74	CA Certificate, Bank Account Statement	<p>The company has transferred the funds to subsidiaries and has allocated the same under the head GCP as ordinary course of business. The board may take the note of the appropriateness of the same.</p> <p>Further, utilization of proceeds of around Rs. 5 Cr towards GCP was partly routed from Monitoring account to Current Account (CA) and further, transferred to CA of subsidiaries which has numerous other transactions resulting in co-mingling of funds. Due to this, we are unable to track end utilization of these funds. (Break up of GCP)</p> <p>However, MA has relied on the statutory auditor's (N.A Shah Associates LLP) certificate for the utilization of the funds towards the stated objects (GCP) of the company.</p>	The company has expended more than Rs. 5 cr towards approved QIP GCP purposes and Company is in compliance with the Objects of the Issue as confirmed by statutory auditor vide their certificate dated November 08, 2024.
	Total	13.74			

As certified by CA certificate of N.A Shah Associates LLP (Statutory Auditor) dated November 08, 2024

^ Section from the offer document related to GCP:

"Our Company intends to deploy the balance Net Proceeds aggregating up to Rs. 224.20 crore in utilizing the proceeds earmarked for general corporate purposes."

*Above transactions are verified from the Bank Statements

ay

Detailed Break up of GCP Proceeds is as follows:

Entity Name	Date	Amount (Rs. in crore)	Remarks
Valor Estate	06-07-2024	1.00	Due to multiple transactions in the current account, MA is unable to track end utilization of these funds
Valor Estate	06-07-2024	2.04	Due to multiple transactions in the current account, MA is unable to track end utilization of these funds
Valor Estate	20-07-2024	1.62	Transferred to subsidiary Neelkamal Realtor Suburban Private Limited for legal expenses and municipal corporation payments.
Marine Tower	26-07-2024	1.00	FD created and subsequently amount transferred to Valor Estate Limited current account. Due to multiple transactions in the current account, MA is unable to track end utilization of these funds
Marine Tower	26-07-2024	0.25	
Esteem Properties	31-07-2024	0.72	For repayment of borrowings
MIG (Bandra)	31-07-2024	5.13	Interest payment of borrowings
Mira real estate	31-07-2024	1.98	Amount transferred to current account of Valor Estate Limited. Due to multiple transactions in the current account, MA is unable to track end utilization of these funds
Total		13.74	

ay

Disclaimers to MA report:

a) This Report is prepared by CARE Ratings Ltd (hereinafter referred to as “**Monitoring Agency/MA**”). The MA has taken utmost care to ensure accuracy and objectivity while developing this Report based on the information provided by the Issuer and information obtained from sources believed by it to be accurate and reliable. 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.

b) This Report has to be seen in its entirety; the selective review of portions of the Report may lead to inaccurate assessments. For the purpose of this Report, MA has relied upon the information provided by the management /officials/ consultants of the Issuer and third-party sources like statutory auditors (or from peer reviewed CA firms) appointed by the Issuer believed by it to be accurate and reliable.

c) Nothing contained in this Report is capable or 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 MA is also not responsible for any errors in transmission and specifically states that it, or its directors, employees do not have any financial liabilities whatsoever to the users of this Report.

d) The MA and its affiliates do not act as a fiduciary. The MA and its affiliates also do not act as an expert to the extent defined under Section 2(38) of the Companies Act, 2013. While the MA has obtained information from sources it believes to be reliable, it does not perform an audit and undertakes no independent verification of any information/ certifications/ statements it receives from auditors (or from peer reviewed CA firms), lawyers, chartered engineers or other experts, and relies on in its reports.

e) The MA or its affiliates may have other commercial transactions with the entity to which the report pertains. As an example, the MA may rate the issuer or any debt instruments / facilities issued or proposed to be issued by the issuer that is subject matter of this report. The MA may receive separate compensation for its ratings and certain credit-related analyses, normally from issuers or underwriters of the instruments, facilities, securities or from obligors.

ay