

CIN L74999MH2015PLC271288

5W, 5<sup>th</sup> Floor, The Metropolitan, E – Block,  
Bandra Kurla Complex (BKC), Bandra (East), Mumbai 400 051.

**NOTICE OF THE VIRTUAL MEETING  
OF  
DEBENTURE HOLDERS OF THE DEBENTURES ISSUED BY  
HIREN WAHEN BUILDTECH PRIVATE LIMITED**

NOTICE is hereby given by Beacon Trusteeship Limited, (CIN L74999MH2015PLC271288), having its Registered Office at 5W, 5<sup>th</sup> Floor, The Metropolitan, E- Block, Bandra Kurla Complex (BKC), Bandra (East), Mumbai 400 051 (**the Debenture Trustee**) that a meeting of the Debenture Holders of the Redeemable, Non-Convertible Debentures (here in after referred to as “Debentures”) issued way of Private Placement in terms of Debenture Trust Deed dated December 27, 2023 by **Hiren Wahan Buildtech Private Limited having** its registered office at **No.1158 Sy No. 86/4 and 86/6 Panathur Marath Halli, Bangalore, Karnataka – 560103** (here in after referred to as “the Company / Issuer”) is being convened virtually on Friday, March 28, 2025 at 11 A.M. to discuss and transact the following business:-

**Agenda of the meeting:**

1. To consider and discuss, the appointment of Beacon Trusteeship Limited (and/or its representative) to act as a sole scrutinizer for the meeting.
2. To consider and discuss the status of the Debentures since the Issuer has only partly paid first tranche principal repayment due on February 28, 2025.
3. To consider and discuss on continuing with Mr. Amit Goenka and Mr. Vikas Modi as the Nominee Director pursuant to Reg. 15(1)(e) of SEBI (Debenture Trustee) Regulations, 1993.
4. To consider and discuss authorising the Debenture Trustee to do all acts, deeds and things as may be expedient and necessary, including formation of Committee of Debenture Holders, to protect the interest of the Debenture Holders including but not limited to enforcement of security by the Debenture Trustee.

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**BEACON TRUSTEESHIP LIMITED**

Registered Office & Corporate Office : 5W, 5th Floor, The Metropolitan, E-Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051

Phone : +91 95554 49955 Email : contact@beacontrustee.co.in

Website : www.beacontrustee.co.in CIN : L74999MH2015PLC271288

Mumbai | Bengaluru | Ahmedabad | Pune | Kolkata | Chandigarh | Shimla (HP) | Patna | Delhi | Jaipur | Chennai | GIFT IFSC | Bhopal | Indore | Kochi | Nagpur | Bhubaneswar | Thiruvananthapuram | Lucknow | Hyderabad

5. To consider and discuss that the Committee of Debenture Holders constituted, shall be empowered to deciding upon the further course of action to be initiated, including but not limited to, appointment of law firm/ counsel/ consultant etc. as maybe required. The debenture trustee shall be guided by the majority instruction of the Committee of Debenture Holders
6. To consider and discuss any other points with the permission of the Chairperson.

**To consider and if thought fit, to pass the following Resolution as a Special Resolution:**

**Resolution 1:**

**“RESOLVED THAT** the Debenture Holders note and approve the appointment of Beacon Trusteeship Limited (and/or its representative) to act as a sole scrutinizer.”

**Resolution 2:**

**“RESOLVED THAT** the Debenture Holders note the following:

1. The payment for the first tranche principal was due on February 28, 2025.
2. The Company made part payment towards the first tranche principal.
3. The Company had delayed in intimating the Stock Exchange with regards to the Record date in terms of Reg. 42(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.”

**Resolution 3:**

**“RESOVLED FURTHER THAT** the nominee directors viz. Mr. Amit Goenka and Mr. Vikas Modi shall continue to act as nominee directors pursuant to Reg. 15(1)(e) of SEBI (Debenture Trustee) Regulations, 1993.”

**Resolution 4:**

**“RESOLVED FURTHER THAT** Debenture Trustee is authorised to do all acts, deeds and things as may be expedient and necessary, including formation of Committee of Debenture Holders, to protect the interest of the Debenture Holders including but not limited to enforcement of security by the Debenture Trustee as may be advised by the majority Debenture Holders.”





**Resolution 5:**

**“RESOLVED FURTHER THAT** the Committee of Debenture Holders constituted, shall be deciding upon the further course of action to be initiated, including but not limited to, appointment of law firm/ counsel/ consultant etc. as maybe required. The debenture trustee shall be guided by the majority instruction of the Committee of Debenture Holders.”

**For Beacon Trusteeship Limited,**

  
**Authorised Signatory**

Ritobrata Mitra  
Vice President



**Date: March 7, 2025.**

**Place: Mumbai.**

**NOTES:**

1. A debenture holder entitled to attend and vote at the meeting, is entitled to appoint a proxy to vote in his stead and a proxy need not be a debenture holder of the company. Debenture holders desirous of appointing proxies are requested to deliver duly completed proxy forms (in the form attached hereto) to the debenture trustee at their registered office not less than forty-eight hours prior to the time fixed for the meeting.
2. Debenture-Holders / proxies attending the meeting are requested to mark their presence at the start of the meeting via roll call.
3. Authorized representative(s) of Body Corporate intending to attend the meeting are requested to send to the Debenture Trustee a certified true copy of the relevant resolution / power of attorney authorizing their representative(s) to attend and/or vote on their behalf at least 48 hours before the meeting.
4. Every Debenture-holder during the period beginning twenty-four (24) hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, would be entitled to inspect the proxies lodged at any time during the business hours of the Debenture Trustee (i.e. 9.30 a.m. to 6.00 p.m.) provided that not less than three (3) days prior notice in writing of intention so to inspect is given to the Debenture Trustee.
5. **The debenture holders/ proxy(s) may join the meeting through the following link:**

[https://teams.microsoft.com/l/meetup-join/19%3ameeting\\_OTIONzQ2MmItMTlhNS00MmQ4LTk5YzItMjZkZTM](https://teams.microsoft.com/l/meetup-join/19%3ameeting_OTIONzQ2MmItMTlhNS00MmQ4LTk5YzItMjZkZTM)

[5NjBkMDNh%40thread.v2/0?context=%7b%22Tid%22%3a%22c005060b-add8-4809-b3cf-7b6f00a15395%22%2c%22Oid%22%3a%22e524b7c3-1cc9-477b-8f3a-00c0bf597d86%22%7d](#)

**Voting:**

1. Every debenture holders/ Proxy(s) are eligible to cast their vote within 3 business days from the start of the meeting. Debenture Holders/ Proxy(s) are required to submit their vote by choosing **"I Assent"** or **"I Dissent"** to each of the resolutions by email to [compliance@beacontrustee.co.in](mailto:compliance@beacontrustee.co.in) Vote once cast cannot be changed.
2. The Scrutinizer i.e. Beacon Trusteeship Limited (and/or its representative) to act as a sole scrutinizer for the meeting shall take note of the votes cast and submit a report detailing the result of the voting to the Debenture Trustee.
3. The Results of the voting aggregated with the results of remote e-voting will be announced and displayed on the Website of the Debenture Trustee.



**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.**

1. The partial principal repayment towards the issued Debentures was due on February 28, 2025. The Issuer Company has partly paid the first tranche Principal repayment to the Debenture Holders on the due date. The amount due on February 28, 2025 to the Debenture Holders was Rs. 13,75,00,000/- (Rupees Thirteen Crores Seventy Five Lakhs) while the Issuer only paid Rs. 4,66,47,355/- (Rupees Four Crores Sixty Six Lakhs Forty Seven Thousand Three Hundred and Fifty Five Only) to the Debenture Holders.

Further, in terms of 42(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company was required to intimate the Stock Exchange with regards to the Record Date. However, the Issuer delayed in filing the record date intimation and the same was done only on February 28, 2025. Therefore, the Issuer failed to adhere to timelines as required under SEBI (LODR) Regulations, 2015.

2. Pursuant to the instruction of the Facility Agent, Mr. Amit Goenka & Mr. Vikas Modi are already appointed as the nominee director in the Board of the Company. Now pursuant to the default in payment of first tranche principal payment due on February 28, 2025 and in terms of Reg. 15(1)(e) of SEBI (Debenture Trustee) Regulations, 1993, which envisages appointment of nominee director in the event of payment default, we propose to continue with the already appointed nominee directors.
3. In view of the Issuers failure to pay the entire amount due and payable on the due date i.e. February 28, 2025, it terms of the issue and in accordance with SEBI Master Circular dated May 16, 2024, the debenture holders are requested to authorize the Debenture Trustee to do all such act, deeds, things as maybe necessary for recovery of dues, including enforcement of securities and constitution of a Committee of Debenture Holders to ensure effective resolution of the default.





**Beacon Trusteeship Limited.**  
**CIN L74999MH2015PLC271288**  
**5W, 5<sup>th</sup> Floor, The Metropolitan, E – Block,**  
**Bandra Kurla Complex (BKC), Bandra (East), Mumbai 400 051.**

**Proxy Form**

**(Pursuant to Section 105 (6) of the Companies Act, 2013 and Rule 19(3) of the**  
**Companies (Management and Administration) Rules, 2014**

**Re: HIREN WAHEN BUILDTECH PRIVATE LIMITED (Company/ Issuer)**

Name of the Debenture Holder(s)	
Registered Address	
E-mail ID	
Folio No./Client ID	
DP ID	

I/We, \_\_\_\_\_ of \_\_\_\_\_ the undersigned being debenture-holders of the above Company, hereby appoint \_\_\_\_\_ of \_\_\_\_\_ as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the virtual meeting of Debenture-holders of the Company to be held on March 28, 21025 at 11 A.M and at any adjournment thereof in respect of such resolution as are deemed fit by the debenture holders on the agenda items as contained in the notice of the meeting of the Debenture holders.

Signed this.....day of .....2025  
 .....

(Affix Rs.1/-  
 Revenue Stamp)

Signature of Debenture-holder

Signature of Proxy holder(s)



**Notes to proxy form:-**

1. This proxy form to be effective should be duly stamped, completed, signed and deposited at the registered Office of the Debenture Trustee, **not less than 48 hours before the commencement of the Meeting.**
2. A Proxy need not be a Debenture Holder of the Company.
3. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.
4. An instrument of Proxy duly filled in, stamped and signed is valid only for the meeting to which it relates including any adjournment thereof.
5. An instrument of Proxy is valid only if it is properly stamped. Unstamped or inadequately stamped proxies or proxies upon which the stamps have not been cancelled are invalid.
6. The Proxy-holder should prove his identity at the time of attending the meeting.

