

Raymond

LIFESTYLE LIMITED

(Formerly known as Raymond
Consumer Care Limited)



January 30, 2025

To
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Bandra- Kurla Complex
Bandra (East), Mumbai- 400 051

Dear Sir/Madam

Sub: Raymond Lifestyle Limited: Disclosure under Regulation 54 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

Pursuant to Regulation 54 of the Listing Regulations, please find enclosed Security Cover certificate for the quarter ended December 31, 2024

Please take the above information on record.

Thanking you.

Yours faithfully,
For **RAYMOND LIFESTYLE LIMITED**

PRITI ALKARI
COMPANY SECRETARY

Encl.: As above



Corporate Office
JEKEGRAM
Pokhran Road No. 1,
Thane (West) - 400 606,
Maharashtra, India.
Phone: +91 2261527000
Website: www.raymondlifestyle.com

Registered Office
Plot G-35 and G-36,
MIDC Waluj, Taluka Gangapur,
Chhatrapati Sambhajnagar - 431 136,
Maharashtra, India.
CIN No: L74999MH2018PLC316288

Head Office
New Hind House,
Narottam Morarjee Marg,
Ballard Estate, Mumbai – 400 001,
Maharashtra, India.
Phone: +91 2240349999

To,
The Board of Directors
Raymond Lifestyle Limited
Plot G-35 & 36, MIDC Waluj
Taluk Gangapur
Aurangabad – 431136

Walker Chandiook & Co LLP
16th Floor, Tower III,
One International Center,
S B Marg, Prabhadevi (W),
Mumbai - 400013
Maharashtra, India
T +91 22 6626 2699
F +91 22 6626 2601

Independent Auditor's Certificate on the statement of book values of the assets offered as security against listed debt securities pursuant to Regulation 15(1)(t)(i)(a) of SEBI (Debenture Trustees) Regulations, 1993 (as amended) ('Debenture Trustees Regulations') read with clause 1.1 of Chapter V of SEBI operational circular for Debenture Trustees dated 31 March 2023 ('SEBI Debenture Regulations')

1. This certificate is issued in accordance with the terms of our engagement letter dated 24 October 2024 with **Raymond Lifestyle Limited** (the 'Company').
2. The accompanying statement containing details of book values of the assets offered as security against listed debt securities of the Company outstanding as at 31 December 2024 (the 'Statement') has been prepared by the Company's management for the purpose of submitting the Statement along with this certificate to the Debenture Trustees of the Company, pursuant to the requirements of Debenture Trustees Regulations read with SEBI Debenture Regulations. We have initialed the Statement for identification purposes only.

Management's Responsibilities for the Statement

3. The preparation of the Statement, including the preparation and maintenance of all accounting and other relevant supporting records and documents, 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 making estimates that are reasonable in the circumstances.
4. The management is also responsible for ensuring the compliance with the requirements of the Debenture Trustees Regulations read with SEBI Debenture Regulations and the information memorandum and/ or debenture trust deed for the purpose of furnishing this Statement and for providing all relevant information to the Debenture Trustees.

Auditor's Responsibilities

5. Pursuant to requirement of the Debenture Trustees Regulations read with SEBI Debenture Regulations, it is our responsibility to express limited assurance in the form of a conclusion as to whether anything has come to our attention that cause us to believe that the details included in the accompanying Statement in relation to the book values of the assets offered as security against listed debt securities of the Company outstanding as at 31 December 2024 are, in all material respects, not in agreement with the unaudited standalone interim financial results of the Company, underlying books of account and other relevant records and documents maintained by the Company for the nine-months period from 01 April 2024 to 31 December 2024, which have been subjected to a limited review pursuant to the Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ('SEBI LODR Regulations').



Independent Auditor's Certificate on the statement of book values of the assets offered as security against listed debt securities pursuant to Debenture Trustees Regulations read with SEBI Debenture Regulations

6. The unaudited standalone interim financial results, referred to in paragraph 5 above, have been reviewed by us, on which we have expressed an unmodified conclusion vide our report dated 30 January 2025. Our review of these unaudited standalone interim financial results was conducted in accordance with the Standard on Review Engagements ('SRE') 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India (the 'ICAI'). This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial information is free of material misstatement. A review is limited primarily to inquiries of the company's personnel and analytical procedures applied to the financial data and thus, provides less assurance than an audit. We have not performed an audit and accordingly, we did not express an audit opinion.
7. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) (the 'Guidance Note') issued by the ICAI. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
8. 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 the ICAI.
9. 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 have performed the following procedures in relation to the accompanying Statement:
 - a) Verified the details of security cover for the listed non-convertible debentures ('NCDs') from the debenture trust deed and details of security cover for other debts;
 - b) Traced the book values of assets and liabilities from the unaudited standalone interim financial results, underlying books of account and other relevant records and documents maintained by the Company for the nine-months period from 01 April 2024 to 31 December 2024 on which we have performed a limited review, as mentioned in paragraph 6 above;
 - c) Recomputed the security coverage ratio based on information as obtained in point (a) and (b) above;
 - d) Verified whether the Company has maintained 100% asset cover or asset cover as per the terms of information memorandum and/ or debenture trust deed;
 - e) Verified the arithmetical accuracy of the Statement; and
 - f) Performed necessary inquiries with the management and obtained necessary representations.



Independent Auditor's Certificate on the statement of book values of the assets offered as security against listed debt securities pursuant to Debenture Trustees Regulations read with SEBI Debenture Regulations

Conclusion

10. Based on our examination and the procedures performed as per paragraph 9 above, evidences obtained, and the information and explanations given to us, along with the representation provided by the management of the Company, nothing has come to our attention that cause us to believe that the details included in the accompanying Statement in relation to book values of the assets offered as security against listed debt securities of the Company, outstanding as at 31 December 2024 are, in all material respects, not in agreement with the unaudited standalone interim financial results of the Company, underlying books of account and other relevant records and documents maintained by the Company for the nine-months period from 01 April 2024 to 31 December 2024, which have been subjected to a limited review pursuant to Regulation 52 of the SEBI LODR Regulations.

Restriction on distribution or use

11. Our work was performed solely to assist you in meeting your responsibilities in relation to your compliance with the Debenture Trustees Regulations read with SEBI Debenture Regulations. Our obligations in respect of this certificate are entirely separate from, and our responsibility and liability are in no way changed by, any other role we may have as the statutory auditors of the Company or otherwise. Nothing in this certificate, nor anything said or done in the course of or in connection with the services that are the subject of this certificate, will extend any duty of care we may have in our capacity as statutory auditors of the Company.
12. The certificate is addressed to and provided to the Board of Directors of the Company solely for the purpose of enabling it to comply with the requirements of the Debenture Trustees Regulations, read with SEBI Debenture Regulations, which *inter alia*, require it to submit this certificate along with the Statement to the Debenture Trustees of the Company, and therefore, this certificate should not be used, referred to or distributed for any other purpose or to any other party without our prior written consent. 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 without our prior consent in writing.

For **Walker Chandio & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Bharat Shetty
Partner
Membership No.: 106815

UDIN: 25106815BMJIEH8454

Place: Mumbai
Date: 30 January 2025

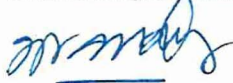
Statement containing details of book values of the assets offered as security against listed debt securities of the Company outstanding as at 31 December 2024

(Rs. in lakhs)

Column A	Column B	Column C	Column D	Column E	Column F	Column G	Column H	Column I	Column J
Particulars	Description of asset for which this certificate relate	Exclusive Charge	Exclusive Charge	Pari-passu Charge	Pari-passu Charge	Pari-passu Charge	Assets not offered as Security	Elimination (amount in negative)	(Total C to H)
		Debt for which this certificate being issued	Other Secured Debt	Debt for which this certificate is being issued	Assets shared by pari passu debt holder (includes debt for which this certificate is issued & other debt with paripassu charge)	Other assets on which there is pari-passu charge		Debt amount considered more than once (due to exclusive plus pari passu charge)	
		Book Value	Book Value	Yes/ No	Book Value	Book Value			
ASSETS									
Property, Plant and Equipment	Vapi - Moveable and Immovable Assets Chhindwara - Moveable and Immovable Assets	-	-	Yes No	16,279 -	- 12,060	67,450	-	95,789
Capital Work-in-Progress		-	-	-	-	-	3,382	-	3,382
Right of Use Assets		-	-	-	-	-	89,524	-	89,524
Investment Properties		-	-	-	-	-	170	-	170
Intangible Assets		-	-	-	-	-	4,62,545	-	4,62,545
Intangible Assets under Development		-	-	-	-	-	3,717	-	3,717
Investments (including Investments in Subsidiaries, Associates and Joint Venture)		-	-	-	-	-	1,96,692	-	1,96,692
Loans		-	-	-	-	7,500	6,252	-	13,752
Inventories		-	-	-	-	1,32,032	337	-	1,32,369
Trade Receivables		-	-	-	-	79,598	1,069	-	80,667
Cash and Cash Equivalents		-	-	-	-	-	22,151	-	22,151
Bank Balances other than Cash and Cash Equivalents		-	-	-	-	341	2,090	-	2,431
Others		-	-	-	-	-	48,406	1,30,354	1,78,760
Total (i)		-	-	-	16,279	2,79,937	9,85,733	-	12,81,949
LIABILITIES									
Debt securities to which this certificate pertains (Refer note 2)	Life Insurance Corporation	-	-	Yes	21,608	-	-	-	21,608
Other debt sharing pari-passu charge with above debt (Refer note 3)	Not to be filled	-	-	-	-	-	-	-	-
Other Debt		-	-	-	-	-	-	-	-
Subordinated debt		-	-	-	-	-	-	-	-
Borrowings:									
Bank		-	-	No	-	47,107	2,470	-	49,577
Debt Securities		-	-	-	-	-	-	-	-
Others		-	-	-	-	-	-	-	-
Trade Payables		-	-	-	-	-	1,12,774	-	1,12,774
Lease Liabilities		-	-	-	-	-	95,793	-	95,793
Provisions		-	-	-	-	-	5,559	-	5,559
Others		-	-	-	-	-	43,089	-	43,089
Total (ii)		-	-	-	21,608	47,107	2,59,685	-	3,28,400
Cover on Book Value [(i)/(ii)]					0.75				

Notes:

- The above information has been extracted from the management certified unaudited standalone interim financial results and unaudited books of account maintained by the Company for the nine-month period from 01 April 2024 to 31 December 2024.
- The outstanding NCD amounts mentioned under Column F for which certificate is being issued comprises of the principal amount net of deferred expense towards processing charges amounting to Rs. Nil and the accrued interest amounting to Rs. 1,608 lakhs.
- The outstanding other debts amounts mentioned under Column G for which certificate is being issued comprises of the principal amount net of deferred expense towards processing charges amounting to Rs. Nil and the accrued interest amounting to Rs. 210 lakhs.
- Liquid investment including investment in mutual funds (current investments) and all the term deposits with bank except for margin money deposits and deposits specifically given as security, have been considered as "Assets not offered as security" as per the agreed terms.
- The Company has maintained 100% asset cover or asset cover as per the terms of the information memorandum and/ or debenture trust deed.
- Raymond Lifestyle Limited includes Aurangabad plant on which a charge is not created due to which inventory, trade receivables and other current assets related to Aurangabad plant have been considered as " Assets not offered as security".
- The land situated at Vapi & Chhindwara location has been transferred from Raymond Limited to Raymond Lifestyle Limited pursuant to the demerger scheme; the name change process in the official records is in progress and expected to complete in due course. However, land situated at Chhindwara location has been given as security only against Working capital.



Vijay Patil
(HOD - Finance & Accounts)
Date - 30 January 2025

