

February 10, 2024

To,
The Board of Directors
HB Estate Developers Limited
Plot No- 31, HB Group,
Institutional Area, Sector 32
Gurugram - 122 001

Subject: Report on Fair Value and Floor Price for preferential allotment calculated in accordance with Regulation 165 and other applicable provisions of the Securities Exchange Board of India (Issue of Capital and Disclosure Requirement) Regulation, 2018 and amended from time to time

Dear Members,

We refer to the engagement letter dated [*] with Sundae Capital Advisors Private Limited (referred to as “Sundae” or “We”), wherein we have been requested by **HB Estate Developers Limited** (“**HB Estate**” / “**Company**”) to provide a report on the calculation of fair value and floor price value for proposed preferential allotment of Shares calculated in accordance with Regulation 165, 166 and other applicable provisions of the Securities Exchange Board of India (Issue of Capital and Disclosure Requirement) Regulation, 2018 (“SEBI ICDR Regulations”).

INTRODUCTION: SUNDAE CAPITAL ADVISORS PRIVATE LIMITED

Sundae Capital Advisors Private Limited is registered with SEBI as Category I Merchant Banker “Merchant Banker” and with IBBI as Registered Valuer (Securities or Financial Assets) “Registered Valuer”. We are engaged in providing Merchant Banking, Valuation, Corporate Advisory and Transaction services and Stock Incentive Plan Advisory services to our clients.

SCOPE AND PURPOSE OF THIS REPORT

We have been appointed in the capacity of Registered Valuer to calculate the fair value and floor price of equity shares of HB Estate in accordance with Regulation 165 and other applicable provisions of the SEBI ICDR Regulations for the proposed issuance of Equity Shares on preferential basis.

We believe that our analysis must be considered as a whole. Selecting portions of our analysis or the factors we considered, without considering all factors and analysis together could create a misleading view of the process underlying the valuation conclusions.

BACKGROUND OF THE COMPANY

The Company is engaged in the business of owning and managing hotels and real estate properties. The Company's hotel operations include room rent, food and beverages and other allied services. The Company's hotel project, Taj City Centre, is located in Gurgaon. The Company operates in India. The Company also focuses on the development of residential complexes. The firm generates a majority of its revenue through hotel operations such as room rent, food and beverage supply, restaurant, banquet income, and other services.

The Board of Directors of the Company are as follows:

BOARD OF DIRECTORS	
Mr. Lalit Bhasin	Chairman
Mr. Anil Goyal	Director
Ms. Asha Mehra	Director
Mr. Rajesh Jain	Director
Mr. Sunil Malik	Director

CHIEF FINANCIAL OFFICER (CFO)

Mr. Praveen Gupta

COMPANY SECRETARY

Ms. Radhika Khurana

The shareholding pattern of the Company as on December 31, 2023 is as follows:

Particulars	No. of shares	%
Promoter and Promoter group	1,34,48,149	69.11
Others /General Public	60,11,798	30.89
Total	1,94,59,947	100.00

BASIS & PREMISE OF VALUE

This Valuation is based on “Fair Value” as at the Valuation Date and the Premise of Value is “Going concern”.

The basis of value describes the type of value being measured and considers the perspectives of the parties to the assumed transaction.

The premise of value is driven by the purpose of the valuation and basis of value used, and generally falls into the following categories:

- A going concern premise is the most common premise of value; it presumes the continued use of the assets, and that the company would continue to operate as a business.
- An orderly or forced liquidation premise incorporates an in-exchange assumption (i.e., the assets are operated or sold individually or as a group, not as part of the existing business).

The generally accepted definition of “Fair Value” or “Market Value” is the value as applied between a hypothetical willing vendor and a hypothetical willing prudent buyer in an open market and with access to all relevant information.

DISCLOSURE AND VALUER INTEREST / CONFLICT

We do not have any interest or conflict of interest of any kind with the Company, with respect to the valuation being undertaken by us, except the shareholding of our Company / the Director signing this report in the Client as under:

Name	No. of shares held
Sundae Capital Advisors Private Limited	N/A
NitiN Somani	N/A

Our fee for this assignment is based on the engagement with the Client and not contingent upon the result or the value of business or in any other manner.

DATE OF APPOINTMENT, VALUATION AND REPORT

Date of Appointment	February 08, 2024
Date of Valuation / Relevant Date *	February 09, 2024
Date of Report	February 10, 2024

* As informed by the Management for the purpose of extra ordinary general meeting proposed to be held on March 11, 2024 for seeking approval for the preferential allotment.

SOURCE OF INFORMATION AND REPRESENTATIONS

For the purpose of deriving the floor price of Equity Shares of HB Estate, we have relied on the following information:

- Details of Transaction;
- Memorandum and Articles of Association of the Company;
- Historical market price data as available on stock exchanges;
- Shareholding pattern for latest quarter;
- Management representation letter;
- Valuation report of Registered Value (Land and Building) from Phul Kumar Gaur dated February 09, 2024.
- Other sources of information available at public domain;
- Oral information for various clarifications provided by the promoters and key managerial personnel.

INSPECTIONS AND /OR INVESTIGATIONS UNDERTAKEN INCLUDES

- Analysis of the Company's historical operating results;
- Review of general financial market conditions, including those for its industry;
- Review of its website;
- Such other information we considered relevant to forming our opinion.

The investigation also included discussions with the Company's management concerning the history and nature of the business, its financial condition, and its future prospects. In the course of the study, we used financial and other information provided by the Company, or obtained from private and public sources we believe to be reliable. Our conclusions are dependent on such information being complete and accurate in all material respects. However, we have not examined such information and, accordingly, do not express an opinion or any other form of assurance thereon.

PROCEDURE ADOPTED IN CARRYING OUT THE VALUATION AND VALUATION STANDARDS

We performed the following procedures and relied upon International Valuation standards and ICAI Valuation Standards to arrive at the value of the Company

- Identified the nature of the business and reviewed the history of the Company.
- Researched the general economic outlook and the outlook for the specific industry at the date of the valuation.

- Collected the Company's relevant financial statements.
- Compared the Company's financial ratios and common-size financial statements to industry guideline data to identify any significant variances.

VALUATION APPROACHES

There are three main valuation approaches. They are all based on the economic principles of price equilibrium, anticipation of benefits or substitution. The goal in selecting valuation approaches and methods for an asset is to find the most appropriate method under the particular circumstances. No one method is suitable in every possible situation. The main valuation approaches are:

1. Market Approach:

The market approach provides an indication of value by comparing the asset with identical or comparable (that is similar) assets for which price information is available. The Market approach should be applied and afforded significant weight under the following circumstances:

- a) The subject asset has recently been sold in a transaction appropriate for consideration under the basis of value,
- b) The subject asset or substantially similar assets are actively publicly traded, and/or
- c) There are frequent and/or recent observable transactions in substantially similar assets.

There are some of the limitations to the market approach which are as follows:

- It is difficult to identify transactions or companies that are comparable. There is usually a lack of a sufficient number of comparable companies or transactions.
- It is less flexible compared to other methods.
- The method raises question on how much data is available and how good the data is.

There are three methods under which valuation can be done in Market Approach which are as follows:

a) Market Price Method:

The market price of an equity shares as quoted on a stock exchange is normally considered as the value of the equity share of the company with appropriate adjustments where such quotations are arising from the shares being regularly and freely traded in, subject to the element of speculative support that may be inbuilt in the value of the share. But there could be situation where value of the share as quoted on the market would not be regarded as proper index of fair value of share, especially where market values are fluctuating in the volatile capital market.

The equity shares of the Company are listed on BSE Limited. In terms of Regulation 164(5) of the SEBI ICDR Regulations, the Equity Shares of the Company are infrequently traded. However, the traded volumes of the equity shares on BSE during the 240 (two hundred forty) trading days period to the Relevant Date is **5%** and therefore we have still considered the higher volume weighted average price of the equity shares of the Company during the period of 10 trading days preceding the Relevant Date.

b) Comparable Companies Multiple ('CCM') Method:

Under this method, value of equity shares of the Company is arrived at by using multiple derived from valuation of comparable companies, as manifest through stock market valuation of listed Companies. This valuation is based on the principle that market valuations, taking place between informed buyers and informed sellers, incorporate all factors relevant to valuation. Relevant multiple need to be chosen carefully and adjusted for differences between the circumstances. We have considered small

hospitality companies having similar nature and size of business operations for deriving the value based on CCM Method.

c) Comparable Companies Transaction Multiple ('CTM') Method:

Under this method, value of equity shares of the Company is arrived at by using multiple derived from valuation of comparable companies, as manifest through transaction valuations. Relevant multiple need to be chosen carefully and adjusted for differences between the circumstances.

CTM valuation method has not been adopted for purpose of our valuation as there are very limited transactions in the said business segment. Also, transactions may include acquirer-specific considerations such as synergy benefits, control premium and minority adjustments, on which sufficient information is not available in public domain.

2. Income Approach:

The income approach provides an indication of value by converting future cash flow to single current value. Under the income approach, the value of an asset is determined by reference to the value of income, cash flow or cost savings generated by the asset. The income approach should be applied and afforded significant weight under the following circumstances:

- The income-producing ability of the asset is the critical element affecting value from a participant perspective, and/or
- Reasonable projections of the amount and timing of future income are available to the subject asset, but there are few, if any, relevant market comparable.

A fundamental basis for the income approach is that investor expects to receive a return on their investments and that such a return should reflect the perceived level of risk in the investment.

One of the advantages that the Income Approach has over the other two approaches is that it is more flexible in addressing firms or assets that are in different stages of their life-cycle. This is because this approach factors in varying operating conditions over the projected period. The Income Approach is also able to cater to the differing investment or ownership needs of the buyer and seller, by measuring risks through its discount or capitalization rate, or by including cost synergies in its projections.

In the current case, since sufficient information is available regarding the future projections of the Companies being price sensitive, hence we have considered Income approach as one of the methods for valuation of equity shares of the Company.

3. Cost Approach / Asset Approach:

This approach provides an indication of value using the economic principle that a buyer will pay no more for an asset than the cost to obtain an asset of equal utility, whether by purchase or by construction, unless undue time, inconvenience, risk or other factors are involved. The approach provides an indication of value by calculating the current replacement or reproduction cost of an asset and making deductions for physical deterioration and all other relevant forms of obsolescence. The cost approach should be applied and afforded significant weight under the following circumstances:

- Partners would be able to recreate an asset with substantially the same utility as the subject asset, without regulatory or legal restrictions, and the asset could be recreated quickly enough that a

participant would not willing to pay a significant premium for the ability to use the subject asset immediately.

- The asset is not directly income generating and the unique nature of the asset makes using an income approach or market approach unfeasible and/ or
- The basis of value being used is fundamentally based on replacement cost, such as replacement value.

We have considered this approach for arriving at the equity value of the Company and calculated the Adjusted Net Asset Value (ANAV) since the Company holds a major asset in the form of Land and Building in Gurugram, Haryana. Please refer to the valuation analysis for more information.

VALUATION APPROACHES AS PER SEBI ICDR REGULATIONS

As stated in the previous section, we have to determine the floor price of equity shares of the Company, as per the relevant provisions of SEBI ICDR Regulations are applicable, which are as follows:

- (i) As per Regulation 164(5) - frequently traded shares” means the shares of the issuer, in which the traded turnover on any recognized stock exchange during the 240 trading days preceding the relevant date, is at least ten per cent of the total number of shares of such class of shares of the issuer.
- (ii) As per Regulation 161- the ‘relevant date’ in case of preferential issue of equity shares means the date thirty days prior to the date on which the meeting of shareholders is held to consider the proposed preferential issue.
- (iii) Pricing of infrequently traded shares as per Regulation 165 of SEBI ICDR- Where the shares of an issuer are not frequently traded, the price determined by the issuer shall take into account the valuation parameters including book value, comparable trading multiples, and such other parameters as are customary for valuation of shares of such companies.

SELECTION OF APPROACH AND VALUATION METHOD

Asset Approach:

This approach is majorly used in asset intensive industry and the Company holds a major asset in the form of Land and Building in Delhi and Haryana, hence we used Adjusted Net Asset Value to calculate the Equity value of the Company.

In the current case, the Equity Value of the Company as per this approach is **INR 125.75 Cr** (Refer Annexure D to this report)

Income Approach:

Valuation methods following the income approach estimate the price an asset could be sold for in an arm’s length transaction on the basis of the asset’s expected future income stream. This involves estimating the present value of future economic benefits attributable to the owner of an asset and incorporating as much observable market data into the valuation as possible. In practice, income approach-based methods are the most commonly applied for the fair value measurement of intangible assets acquired in a business combination.

In the current case, the Equity Value of the Company as per this approach is **INR 135.06 Cr.** (Refer Annexure B to this report).

Market Approach:

Under the Market Approach, the valuation is based on the market value of the company in case of listed companies and comparable companies trading or transaction multiples for unlisted companies. The Market Approach generally reflects the investors' perception about the true worth of the company

The value is determined on the basis of multiples derived from valuations of comparable companies, as manifest through stock market valuations of listed companies. This valuation is based on the principle that market valuations, taking place between informed buyers and informed sellers, incorporate all factors relevant to valuation. Relevant multiples need to be chosen carefully and adjusted for differences between the circumstances.

In the current case, the Equity Value of the Company as per this approach is **INR 119.65 Cr.** (Refer Annexure C to this report)

CONCLUSION

The valuation of the equity shares of the Company using various approaches of valuation is as under:

Method / Approaches for valuation	HB Estate Developers Limited	
	Equity Value (In Cr)	Weight
Income Approach (Annexure B to this Report)	135.06	1
Market Approach (Annexure C to this Report)	119.65	1
Asset Approach (Annexure D to this Report)	125.75	1
Weighted Average Equity Value		126.82
Total Number of Shares Outstanding as on Date of Valuation		1,94,59,947
Fair Value (in INR per share)		65.17

Based on the above the floor price of the equity shares of HB Estate, in accordance with Regulation 165 of the SEBI ICDR Regulations is INR 65.17 (Indian Rupees Sixty-Five and Paise Seventeen only).

We have no obligation to update this report or our conclusion of value for information that comes to our attention after the date of report.

*for Sundae Capital Advisors Private Limited
(IBBI Regn. No IBBI/RV-E/03/2021/136)*

NitiN Somani
Director
Registered Valuer (S&FA)
Reg. No. IBBI/RV/03/2020/13127

CAVEATS, LIMITATIONS AND DISCLAIMERS

i. Restriction on use of Valuation Report

This document has been prepared for the purposes stated herein and should not be relied upon for any other purpose. Our client is the only authorized user of this report and is restricted for the purpose indicated in the engagement letter. This restriction does not preclude the client from providing a copy of the report to third-party advisors whose review would be consistent with the intended use. We do not take any responsibility for the unauthorized use of this report. Our report is meant for the purpose mentioned above and should not be used for any purpose other than the purpose mentioned therein. The Report should not be copied or reproduced without obtaining our prior written approval for any purpose other than the purpose for which it is prepared.

This is only a valuation report and not a comment on the decision to undertake any buy or sell transaction. Any decision to buy or sell the securities for which valuation has been undertaken through this report shall be at the sole discretion of the user of this report. Further, the issuance of this report shall not be meant as issuance of an opinion of confirmation on the proposed transaction structure proposed to be undertaken by the user of this report. The user of the report shall have the responsibility to ensure compliance of the laws of the land while using this report for their proposed transaction.

ii. Responsibility of Registered Valuer

We owe responsibility to only to the authority/client that has appointed us under the terms of the engagement letters. We will not be liable for any losses, claims, damages or liabilities arising out of the actions taken, omissions or advice given by any other person. In no event we shall be liable for any loss, damages, cost or expenses arising in any way from fraudulent acts, misrepresentations or willful default on part of the client or companies, their directors, employees or agents.

iii. Accuracy of Information

While the work has involved an analysis of financial information and accounting records, our engagement does not include an audit in accordance with generally accepted auditing standards of the clients existing business records. Accordingly, we express no audit opinion or any other form of assurance on this information and we assume no responsibility and make no representations with respect to the accuracy or completeness of any information provided by and on behalf of the client company(s). Provision of valuation opinions and consideration of the issues described herein are areas of our regular practice. The services do not represent accounting, assurance. Accounting / tax due diligence, consulting or tax related services that may otherwise be provided by us. Our report is subject to the scope and limitations detailed in the Valuation Report. As such the report is to be read in totality, and not in parts, in conjunction with the relevant documents referred to herein and in the context of the purpose for which it is made.

iv. Achievability of the forecast results

We do not provide assurance on the achievability of the results forecast by the management/owners as events and circumstances do not occur as expected; differences between actual and expected results may be material. We express no opinion as to how closely

the actual results will correspond to those projected/forecast as the achievement of the forecast results is dependent on actions, plans and assumptions of management.

v. Post Valuation Date Events

The user to which this valuation is addressed should read the basis upon which the valuation has been done and be aware of the potential for later variations in value due to factors that are unforeseen at the valuation date. Due to possible changes in market forces and circumstances, this valuation report can only be regarded as relevant as at the valuation date.

vi. Value Estimate

The valuation of companies and assets is made based on the available facts and circumstances and the conclusions arrived at in many cases will be subjective and dependent on the exercise of individual judgment. The valuation of Company and business is not a precise science and the conclusions arrived at in many cases will be subjective and dependent on the exercise of individual judgement. Whilst, we consider the valuation to be both reasonable and defensible based on the information available, others may place a different value.

vii. No Responsibility to the Actual Price of the subject asset if sold or transferred/ exchanged

The actual market price achieved may be higher or lower than our estimate of value depending upon the circumstances of the transaction, the nature of the business, The knowledge, negotiating ability and motivation of the buyers and sellers and the applicability of a discount or premium for control will also affect actual market price achieved. Accordingly, our valuation conclusion will not necessarily be the price at which actual transaction will take place.

viii. Reliance on the representations of the owners/clients, their management and other third parties

The owner company and its management/representatives warranted to us that the information they supplied was complete, accurate and true and correct to the best of their knowledge. We have relied upon the representations of the company, their management and other third parties concerning the financial data and operational data. We will not be liable for any losses, claims, damages or liabilities arising out of the actions taken, omissions of or advice given by any other to the Company. In no event shall we be liable for any loss, damages, cost or expenses arising in any way from fraudulent acts, misrepresentations or willful default on part of the Company, their directors, employees or agents.

ix. No procedure performed to corroborate information taken from reliable external sources

We have relied on data from external sources also to conclude the valuation. These sources are believed to be reliable and therefore, we assume no liability for the truth or accuracy of any data, opinions or estimates furnished by others that have been used in this analysis. Where we have relied on data, opinions or estimates from external sources, reasonable care has been taken to ensure that such data has been correctly extracted from those sources and are reproduced in its proper form and context of Valuation Report.

x. Compliance with relevant laws

The report assumes that the company complies fully with relevant laws and regulations applicable in its area of operations and usage unless otherwise stated, and that the company will be managed in a competent and responsible manner. Further, as specifically stated to the contrary, this report has given no consideration to matters of a legal nature, including issues of

legal title and compliance with local laws, and litigations and other contingent liabilities that are not recorded/reflected in the financial statements provided to us.

- xi. Multiple factors affecting the Valuation Report:**
The valuation report is tempered by the exercise of judicious discretion, taking into account the relevant factors. There will always be several factors, e.g. management capability, present and prospective competition, yield on comparable securities, market sentiment, etc. which may not be apparent from the Financials Statements but could strongly influence the value.
- xii. Future services including but not limited to Testimony or attendance in courts/ tribunals/ authorities for the opinion of value in the Valuation Report**
We are fully aware that based on the opinion of value expressed in this report, we may be required to give testimony or attend court / judicial proceedings with regard to the subject assets, although it is out of scope of the assignment, unless specific arrangements to do so have been made in advance, or as otherwise required by law. In such event, the party seeking our evidence in the proceedings shall bear the cost/professional fee of attending court / judicial proceedings and our tendering evidence before such authority shall be under the applicable laws.
- xiii. Provisional information as on Valuation Date**
We have considered financials as on the last available financial statements as the proxy for the financial position as of the valuation date, valuation report may change post availability of such information.
- xiv. Events occurring after the date**
Events occurring after the date hereof may affect this Report and the assumptions in preparing it, and we do not assume any obligation to update revise or reaffirm this report.
- xv. Analysis and review carried out but have not carried out a due diligence or audit**
In the course of the Valuation, we were provided with both written and verbal information. We have however, evaluated the information provided to us by the Company through broad enquiry, analysis and review but have not carried out due diligence or audit of the information provided for the purpose of this engagement. The conclusions are based on the assumptions, forecasts and other information given by/on behalf of the Company.

Annexure B

Calculation of Equity Value using Income Approach – Discounted Cashflow Method “DCF”.

All figures in INR Lakhs

Particulars	FY 24 (Q4-FY24)	FY 25	FY 26	FY 27	FY 28	FY 29
EBIT (Excluding Other Income)	858.29	4,021.49	4,399.65	4,785.99	5,215.84	5,651.21
Less: Tax	-	-	-	519.10	1,312.72	1,422.30
EBIT * (1-T)	858.29	4,021.49	4,399.65	4,266.89	3,903.12	4,228.92
Add: Depreciation	188.00	736.00	736.00	736.00	736.00	736.00
(Addition)/Deletion of Fixed Asset	-	-	-	-	-	-
Changes in Non-Cash Working Capital	-2,357.76	-27.24	-92.41	-96.28	-105.19	-109.91
FCFF	-1,311.47	4,730.25	5,043.23	4,906.61	4,533.92	4,855.00
Adjustment Factor	-	-	-	-	-	-
Adjusted Cashflows	-1,311.47	4,730.25	5,043.23	4,906.61	4,533.92	4,855.00
Discount Rate - WACC	14.9%	14.9%	14.9%	14.9%	14.9%	14.9%
Discounting period - Mid Year	0.13	0.75	1.75	2.75	3.75	4.75
Discounting factor	0.9828	0.9011	0.7842	0.6825	0.5940	0.5170
Discounted Cash Flow	-1,288.90	4,262.30	3,955.02	3,348.89	2,693.23	2,509.97

Particulars	FY 30	FY 31	FY 32	FY 33	FY 34	Sustainable Annualized Cash flows
						Perpetuity Growth 5%
EBIT (Excluding Other Income)	6,369.42	6,867.38	7,418.46	7,986.32	8,610.24	
Less: Tax	1,603.06	1,728.38	1,867.08	2,010.00	2,167.02	
EBIT * (1-T)	4,766.36	5,139.00	5,551.38	5,976.33	6,443.21	
Add: Depreciation	736.00	736.00	736.00	736.00	736.00	
(Addition)/Deletion of Fixed Asset	-	-	-	-	-	
Changes in Non-Cash Working Capital	-148.80	-126.24	-137.60	-144.95	-157.32	
FCFF	5,353.56	5,748.76	6,149.78	6,567.38	7,021.89	7,223.68
Adjusted Cashflows	5,353.56	5,748.76	6,149.78	6,567.38	7,021.89	7,223.68
Terminal Value						72,966.43
Discount Rate - WACC	14.9%	14.9%	14.9%	14.9%	14.9%	14.9%
Discounting period - Mid Year	5.75	6.75	7.75	8.75	9.75	10.25
Discounting factor	0.4499	0.3916	0.3408	0.2966	0.2582	0.2408
Discounted Cash Flow	2,408.81	2,251.20	2,095.94	1,948.01	1,812.73	17,572.87

Enterprise Value (INR Lakhs)	43,570.09
Add: Cash and Cash Equivalents	1,081.12
Less: Debt	-31,666.34
Add: Investments	271.55
Equity Value (INR Lakhs)	13,505.78
Equity Value (INR Cr)	135.06

Calculation of Discount Rate for HB Estate

Calculation of Cost of Equity			
Particulars			
Risk-Free Rate (Rf) has been taken from https://www.ccilindia.com			7.1%
Equity Risk Premium [(Rp) = (Rm)-(Rf)] has been computed basis CAGR of S&P BSE 500 indices since its inception and Risk-free rate.			8.7%
Re-levered Beta (B) - Unlevered beta has been taken from damodaran.com and re-levered basis Company's D/E and tax rate.			1.01
Cost of Equity (A) = (Rf + Rp*(B))			15.9%
Company specific risk premium (C)			2.0%
Cost of Equity (D) = ((A)+(C))			18.0%
Calculation of Cost of Debt			
Particulars			
Cost of Debt (A)			10.0%
Effective Tax Rate (t)			25.2%
Cost of Debt (net of tax) (B) = (A) * (1-t)			7.5%
Calculation of WACC			
Particulars	Cost (%)	Weights ^	Weighted Cost
Debt	7.5%	30%	2.2%
Equity	18.0%	70%	12.6%
WACC - Rounded off			14.9%

^ Weight of debt, weight of equity and cost of debt has been considered as on average for the projected years.

Calculation of Equity Value using Market Approach

Equity shares HB Estate are not frequently traded in terms of Regulation 164(5) of the SEBI ICDR Regulations:

Details of equity shares traded on Stock Exchanges during the period from February 20, 2023 to February 08, 2024 (240 trading days preceding the relevant date)

Particulars	BSE
No. of shares traded	9,72,196
Shares outstanding during the aforesaid period	1,94,59,947
Traded volume (in %age)	5.00%

Since the share of the Company are not frequently traded on stock exchange, we have used EV/Sales and EV/EBITDA trading multiple

Particulars	Implied Equity Value	Weights	Weighted Average Equity Value
EV/Sales Multiple - Note 2.1	106.46	50%	53.23
EV/EBITDA Multiple - Note 2.2	132.83	50%	66.42
Weighted Average Equity Value			119.65

Note: 2.1**EV/Sales Multiple basis Peer Companies***Figures in INR Cr*

Particulars	Value
EV/Sales Multiple	3.87
TTM Sales as on Sep'23	105.84
Implied Enterprise Value	409.60
Less: Debt	-316.66
Add: Cash	10.81
Add: Non-Current Investments	2.72
Implied Equity Value	106.46

Note 2.2**EV/EBITDA Multiple basis Peer Companies***Figures in INR Crs*

Particulars	Value
EV/EBITDA Multiple	12.38
TTM EBITDA as on Sep'23	35.22
Implied Enterprise Value	435.97
Less: Debt	-316.66
Add: Cash	10.81
Add: Non-Current Investments	2.72
Implied Equity Value	132.83

Peer Companies:

	EV/Sales	EV/EBIDTA
Advani Hotels & Resorts	7.22	18.93
Jindal Hotels	2.52	8.92
U. P. Hotels Ltd	5.38	17.17
Sayaji Hotels Ltd	2.31	7.8
CHL Limited	3.87	12.38
Median Multiples	3.87	12.38

Annexure D

Calculation of Equity Value Using Adjusted Asset Approach- Adjusted Net Asset Value

HB ESTATE DEVELOPERS LIMITED			
<i>Calculation of Equity Value via Net Asset Value as of December 31, 2023</i>			
(All Amount in INR Lakhs)			
Particulars	Book Value as on December 31, 2023	Adjustments	Fair Value as on December 31, 2023
<u>Non-Current Assets</u>			
Property, plant and equipment	40,673.04	(76.22)	40,596.82
Intangible assets	16.83	-	16.83
Financial Assets			
Investments	271.55	-	271.55
Other Financial Assets	90.92	-	90.92
Deferred Tax Assets (Net)	4,343.16	(4,343.16)	-
Other Non-Current Assets	28.39	-	28.39
<u>Current Assets</u>			
Inventories	1,540.66	2,528.18	4,068.84
Financial Assets			
Trade Receivables	485.89	-	485.89
Cash and Cash Equivalents	391.12	-	391.12
Other Bank Balances	690.01	-	690.01
Loans	315.00	-	315.00
Other Financial Assets	40.04	-	40.04
Current Tax Assets (Net)	186.30	-	186.30
Other Current Assets	658.37	-	658.37
Total Assets (A)	49,731.26	(1,891.20)	47,840.06
<u>Non-Current Liabilities</u>			
Financial Liabilities			
Borrowings	27,540.16	-	27,540.16
Other Financial Liabilities	959.16	-	959.16
Provisions	70.48	-	70.48
<u>Current Liabilities</u>			
Financial Liabilities			
Borrowings	4,126.18	-	4,126.18
Trade Payables	1,219.35	-	1,219.35
Other Financial Liabilities	1,042.32	-	1,042.32
Other Current Liabilities	283.39	-	283.39
Provisions	24.23	-	24.23
Total Liabilities (B)	35,265.27	-	35,265.27
Net Asset Value (A - B)			12,574.79
Net Asset Value as of December 31, 2023 (INR Lakhs)			12,574.79
Net Asset Value as of December 31, 2023 (INR Cr)			125.75

* Fair Values of Land and building has been taken from the valuation report dated February 09, 2024 of Phul Kumar Gaur, Registered Valuer (L&B) as provided to us by the management.