



August 08, 2024

To,

BSE Limited,  
P.J. Towers,  
Dalal Street,  
Mumbai -400 001

**Sub: Outcome of Board Meeting held on August 08, 2024, as per Regulation 51(2) read with Part B of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)**

Dear Sir / Madam,

In furtherance to our intimation dated August 05, 2024, and pursuant to the provisions of Regulation 51(2) of the Listing Regulations, we wish to inform you that the Board of Directors of Vivriti Capital Limited (*formerly known as Vivriti Capital Private Limited*) (**‘Company’**) at its meeting held today, i.e., August 08, 2024 (Thursday), have inter-alia, considered and approved the Standalone Unaudited Financial Results of the Company for the quarter ended June 30, 2024, along with the Limited review report of the Statutory Auditors, copy of which are enclosed herewith.

The meeting commenced at 04:15 PM and concluded at 07:00 PM.

Kindly take the same on your record.

For and on behalf of **Vivriti Capital Limited**  
(*formerly known as Vivriti Capital Private Limited*)

**Vineet Sukumar**  
**Managing Director**  
**DIN: 06848801**  
**Address: Prestige Zackria Metropolitan No. 200/1-8,**  
**2<sup>nd</sup> Floor, Block -1, Annasalai, Chennai – 600002**

Encl.: a/a



# SUNDARAM & SRINIVASAN

CHARTERED ACCOUNTANTS

Offices : Chennai - Bengaluru - Madurai

Ref. No.

New No.4, Old No.23,  
C.P. Ramaswamy Road  
Alwarpet, Chennai - 600 018

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Website : www.sundaramandsrinivasan.com

Date .....

**Limited Review Report on unaudited standalone financial results of Vivriti Capital Limited (formerly known as Vivriti Capital Private Limited) for the quarter ended 30 June 2024 pursuant to Regulation 52 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

To the Board of Directors of  
Vivriti Capital Limited (formerly known as Vivriti Capital Private Limited)

1. We have reviewed the accompanying Statement of unaudited financial results of Vivriti Capital Limited (formerly known as Vivriti Capital Private Limited) (hereinafter referred to as "the Company") for the quarter ended 30 June 2024 (the "Statement") being submitted by the company pursuant to regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations, 2015"). We have initialed the statement for identification purpose only.
2. This Statement, which is the responsibility of the Company's management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, read with the relevant Rules issued thereunder, the circulars, guidelines and directions issued by the Reserve Bank of India (RBI) from time to time ("RBI Guidelines") and other accounting principles generally accepted in India and is in compliance with the presentation and disclosure requirements of the Listing Regulations, 2015, including relevant circulars issued by the SEBI from time to time and that it has been prepared in accordance with the relevant prudential norms issued by the RBI in respect of Income recognition, asset classification, provisioning and other related matters, to the extent those are not inconsistent with the Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013. Our responsibility is to issue a report on the Statement based on our review.
3. We conducted our review of the Statement 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 review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.



**SUNDARAM & SRINIVASAN**  
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yessendes@sundaramandsrinivasan.com  
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Date .....

4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement or that it has not been prepared in accordance with the relevant prudential norms issued by the Reserve Bank of India in respect of income recognition, asset classification, provisioning and other related matters to the extent applicable.
5. a. The financial results of the company for the quarters ended June 30, 2023 and March 31, 2024 were subject to limited review by another firm of chartered accountants who have issued their unmodified conclusion, vide their limited review report dated August 5, 2023 and audit report dated May 9, 2024.  
b. The audited financial results for the year ended March 31, 2024 were audited by another firm of chartered accountants who have issued their unmodified opinion, vide their audit report dated May 9, 2024.

Our Conclusion is not modified with respect to above matter.

For Sundaram & Srinivasan  
Chartered Accountants  
FRN: 004207S



S Usha  
Partner  
Membership Number: 211785



Date: August 8, 2024  
UDIN: 24211785BKCSM5569  
Place: Chennai

**Vivriti Capital Limited (formerly known as Vivriti Capital Private Limited)**  
**Regd. Office: Prestige Zackria Metropolitan No. 200/1-8, 2nd Floor, Block -1, Annasalai, Chennai - 600002**  
**(CIN - U65929TN2017PLC117196)**

**Statement of Unaudited Standalone Financial Results for the quarter ended 30 June 2024**

(Rs. in lakhs)

Particulars	Quarter ended			Year ended
	30 June 2024	31 March 2024	30 June 2023	31 March 2024
	Unaudited	Audited (refer note 13)	Unaudited	Audited
<b>Revenue from operations</b>				
Interest income	30,116.12	26,624.49	19,837.88	93,288.82
Fees and commission income	907.25	2,448.98	518.31	4,383.71
Net gain on fair value changes	281.09	322.33	1,140.91	3,718.39
Net gain on derecognition of financial instruments	782.95	894.77	111.19	1,005.96
<b>Total revenue from operations</b>	<b>32,087.41</b>	<b>30,290.57</b>	<b>21,608.29</b>	<b>1,02,396.88</b>
<b>Other income</b> (refer note 10)	165.01	149.27	2,238.76	2,669.81
<b>Total income</b>	<b>32,252.42</b>	<b>30,439.84</b>	<b>23,847.05</b>	<b>1,05,066.69</b>
<b>Expenses</b>				
Finance costs	17,072.54	14,912.03	12,257.01	53,896.00
Impairment on financial instruments	3,058.36	3,227.17	1,161.60	10,272.50
Employee benefit expenses	2,863.97	2,479.12	2,014.70	8,915.22
Depreciation and amortisation	455.56	417.03	431.16	1,759.86
Other expenses	1,427.08	1,217.45	996.05	4,687.61
<b>Total expenses</b>	<b>24,877.51</b>	<b>22,252.80</b>	<b>16,860.52</b>	<b>79,531.19</b>
<b>Profit before tax</b>	<b>7,374.91</b>	<b>8,187.04</b>	<b>6,986.53</b>	<b>25,535.50</b>
Tax expense				
- Current tax	1,951.12	3,111.82	1,888.37	7,861.56
- Deferred tax charge / (benefit)	(93.06)	(1,233.11)	(88.15)	(1,452.01)
<b>Total tax expense</b>	<b>1,858.06</b>	<b>1,878.71</b>	<b>1,800.22</b>	<b>6,409.55</b>
<b>Net profit after tax for the period/ year</b>	<b>5,516.85</b>	<b>6,308.33</b>	<b>5,186.31</b>	<b>19,125.95</b>
<b>Other comprehensive income</b>				
<b>(i) Items that will not be reclassified to profit or loss:</b>				
Remeasurements of the defined benefit asset/ (liability)	(1.30)	20.32	(5.09)	(5.21)
Income tax relating to items that will not be reclassified to profit or loss	0.33	(5.11)	1.28	1.31
<b>Sub-total (A)</b>	<b>(0.97)</b>	<b>15.21</b>	<b>(3.81)</b>	<b>(3.90)</b>
<b>(ii) Items that will be reclassified to profit or loss:</b>				
Fair valuation of financial instruments (net)	70.57	541.15	256.28	750.97
Changes in Cash flow hedge reserve	(7.76)	159.34	(470.34)	(59.71)
Income tax relating to items that will be reclassified to profit or loss	(15.81)	(176.30)	53.87	(173.98)
<b>Sub-total (B)</b>	<b>47.00</b>	<b>524.19</b>	<b>(160.19)</b>	<b>517.28</b>
<b>Other Comprehensive Income (A + B)</b>	<b>46.03</b>	<b>539.40</b>	<b>(164.00)</b>	<b>513.38</b>
<b>Total comprehensive income for the period/ year, net of income tax</b>	<b>5,562.88</b>	<b>6,847.73</b>	<b>5,022.31</b>	<b>19,639.33</b>
<b>Earnings per equity share</b>				
Basic (₹)	5.76	6.59	5.51	20.10
Diluted (₹)	5.60	6.46	5.45	19.71
Face value per share (₹)	Not annualised 10.00	Not annualised 10.00	Not annualised 10.00	Annualised 10.00

See accompanying notes to the unaudited standalone financial results



**Notes to the unaudited standalone financial results for the quarter ended 30 June 2024**

- 1 Vivriti Capital Limited (formerly known as Vivriti Capital Private Limited) ("the Company") is a Middle Layer Non-Banking Financial Company (NBFC-ML), registered with the Reserve Bank of India ("the RBI"). Pursuant to the requisite approvals, the Company was converted from a private limited to a public limited company with effect from 9 June 2023.
- 2 The above standalone financial results for the quarter ended 30 June 2024 have been reviewed by the Audit Committee and subsequently approved by the Board of Directors at their respective meetings held on 8 August 2024. The above results for the quarter ended 30 June 2024 have been reviewed by the statutory auditors of the Company. The auditors have issued an unmodified limited review report.
- 3 The standalone financial results have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard ('Ind AS'), 34 - "Interim Financial Reporting" as prescribed under Section 133 of the Companies Act, 2013 ('the Act'), and other accounting principles generally accepted in India and in compliance with Regulation 52 of the Securities Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations 2015. The financial results have been drawn up on the basis of Ind AS, that are applicable to the Company as at 30 June 2024. Any application guidance/ clarifications / directions issued by the RBI or other regulators are implemented as and when they are issued/ applicable.
- 4 There are no separate reportable segments in accordance with Ind AS 108 on "Operating Segments" in respect of the Company.
- 5 Other equity includes Statutory Reserves as per Section 45-IC of Reserve Bank of India Act 1934, balance in Securities Premium Account, Employee Stock Options Outstanding Account and Retained earnings comprising of reserves in statement of profit and loss and other comprehensive income.
- 6 In terms of the requirement as per RBI notifications no. RBI/2019-20/170 DOR (NBFC).CC. PD No. 109/22.10.106/2019-20 dated 13 March 2020 on implementation of Indian Accounting Standards, Non-Banking Financial Companies (NBFCs) are required to create an impairment reserve for any shortfall in impairment allowances under Ind AS 109 and Income recognition, Asset Classification and Provisioning (IRACP) Norms (including provision on standard assets). The impairment allowances under Ind AS 109 made by the Company exceeds the total provision required under IRACP (including standard asset provisioning) as at 30 June 2024 and accordingly, no amount is required to be transferred to impairment reserve.
- 7 Disclosures pursuant to RBI Notification - RBI / DOR/ 2021-22/86 DOR.STR.REC.51/21.04.048/2021-22 dated 24 September 2021.
  - a) The Company has not acquired any loans through assignment during the quarter ended 30 June 2024.
  - b) Details of transfer of loans (not in default) during the quarter ended 30 June 2024:

Particulars	To Banks	To others
Number of loans sold	40,405	-
Aggregate amount (INR in Lakhs)	20,090	-
Sale consideration(INR in Lakhs)	18,081	-
Number of transactions	2	-
Weighted average maturity in months (remaining)	16.94	NA
Weighted average holding period in months (after origination)	6.98	NA
Retention of beneficial economic interest (average)	10%	NA
Coverage of tangible security coverage Rating wise distribution of rated loans Number of instances (transactions) where transferor has agreed to replace the transferred loans	Nil	Nil
Number of transferred loans replaced	NA	NA

- c) The Company has not acquired / transferred any stressed loan during the quarter ended 30 June 2024.



Notes:

**8 Analytical ratios / disclosures required under Regulation 52 / 54 of the Securities Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Particulars	Ref	Quarter ended			Year ended
		30 June 2024	31 March 2024	30 June 2023	31 March 2024
		Unaudited	Audited (refer note 13)	Unaudited	Audited
Debt-equity ratio (No. of times)	8.1	3.16	3.48	2.94	3.48
Outstanding optionally convertible redeemable preference shares (Quantity and Value)		-	-	-	-
Debenture redemption reserve (Amount in lakhs)		Nil	Nil	Nil	Nil
Capital redemption reserve (Amount in lakhs)		Nil	Nil	Nil	Nil
Net worth (Amount in lakhs)	8.2	1,95,479.14	1,89,392.45	1,62,237.82	1,89,392.45
Net profit after Tax (Amount in lakhs)		5,516.85	6,308.33	5,186.31	19,125.95
Earnings per share (Not annualised for the interim periods)					
Basic (₹)		5.76	6.59	5.51	20.10
Diluted (₹)		5.60	6.46	5.45	19.71
Total debts to total assets (%)	8.3	70.03%	71.59%	70.06%	71.59%
Net profit margin (%)	8.4	17.19%	20.83%	24.00%	18.68%
Sector specific equivalent ratios					
(i) Gross Non-Performing Assets (GNPA) Ratio (%)	8.5	1.70%	1.09%	0.49%	1.09%
(ii) Net Non-Performing Assets (NNPA) Ratio (%)	8.6	0.96%	0.46%	0.15%	0.46%
(iii) Capital adequacy ratio or capital-to-risk weighted assets ratio	8.7	22.70%	21.27%	26.26%	21.27%

8.1 Debt-equity ratio is (Debt Securities+Borrowings (Other than debt securities) - Bank overdrafts - Unamortized issues expenses) / Net worth.

8.2 Net worth is equal to Equity share capital + Other equity + Convertible preference share capital.

8.3 Total debts to total assets is (Debt Securities and Borrowings (other than debt securities) - Bank overdrafts - Unamortized issues expenses) / Total assets

8.4 Net profit margin is Net profit after tax / Total Revenue from operations

8.5 GNPA Ratio is Gross Stage 3 assets/ Gross assets under management. Asset under management includes loans, investments in non-convertible debentures, investment in commercial papers, investment in pass through certificates and investment in alternate investment funds.

8.6 NNPA Ratio is (Gross Stage 3 assets - Impairment Loss allowance for Stage 3 assets) / (Gross Assets under management - Impairment allowance for Stage 3 assets).

8.7 Capital adequacy ratio or capital-to-risk weighted assets ratio (CRAR) is computed by dividing company's Tier I and Tier II capital by risk weighted assets.

8.8 The information related to Debt Service Coverage Ratio, Interest Service Coverage ratio, Current ratio, long term debt to working capital ratio, bad debts to accounts receivable ratio, current liability ratio, debtors turnover, inventory turnover and operating margin have not been included as these disclosures are not applicable to the Company considering the nature of business undertaken by the Company.

9 The Company does not have any listed non-convertible redeemable preference shares and accordingly disclosures under regulation 52(6) of the Securities Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 are not applicable to the Company.

10 Other income includes INR 2,136.19 lakhs and INR 2,232.30 lakhs gain on the sale of shares of an Associate Company for the quarter ended 30 June 2023 and for the year ended 31 March 2024 respectively.

11 On 27 June 2024, the Board of Directors of the Company has approved a scheme or arrangement, amongst Vivriti Capital Limited, Hari and Company Investments Madras Private Limited, Vivriti Next Private Limited, Vivriti Asset Management Private Limited and Vivriti Funds Private Limited and their respective shareholders under Sections 230 to 232 of the Companies Act, 2013 in conjunction with business combinations between the entities referred to herewith. The scheme of arrangement can be further referred to in the link - <https://www.vivriticapital.com/vivriti-group-scheme-of-restructuring.html>

The event however does not have any impact on the unaudited standalone financial results for the quarter ended 30 June 2024.

12 All outstanding non-convertible listed debt securities are secured by way of an exclusive charge on identified receivables of the Company with security cover ranging between 1 and 1.10 times of outstanding amount on such securities at any point in time. All outstanding non-convertible unlisted debt securities are secured by way of exclusive charge on identified receivables of the Company with security cover of 1.11 times of outstanding amount on such securities at any point of time. There are no unsecured non-convertible debt securities.

13 The standalone financial results include the results for the quarter ended 31 March 2024 which are balancing figures between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the previous financial year which were subjected to limited review by the predecessor auditors.

For and on behalf of the Board of Directors  
**Vivriti Capital Limited**  
 (formerly known as Vivriti Capital Private Limited)

*Vineet Sukumar*

**Vineet Sukumar**  
 Managing Director  
 DIN: 06848801



Place: Chennai  
 Date: 8 August 2024





**Disclosure in terms of Regulation 52(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended 30 June 2024**

- a) Debt Equity ratio as on 30 June 2024 is 3.16.
- b) The Company is not required to create Debenture redemption reserve and Capital Redemption reserve in terms of the Companies (Share Capital and Debentures) Rules, 2014 read with the Companies (Share Capital and Debentures) Amendment Rules, 2019.
- c) Net worth as on 30 June 2024 is ₹ 1,95,479.14 Lakhs.
- d) Net Profit after tax for the quarter ended 30 June 2024 is ₹ 5,516.85 Lakhs.
- e) Earnings per share for the quarter ended 30 June 2024 (not annualised): Basic – ₹ 5.76 and Diluted - ₹ 5.60
- f) Outstanding Optionally Convertible Redeemable Preference Share Capital as on 30 June 2024 is Nil.
- g) Total debts to total assets ratio as on 30 June 2024 is 70.03%.
- h) Gross Non-Performing Assets (GNPA) Ratio as on 30 June 2024 is 1.70%.
- i) Net Non-Performing Assets (NNPA) Ratio as on 30 June 2024 is 0.96%.
- j) Capital adequacy ratio or capital-to-risk weighted assets ratio (CRAR) as on 30 June 2024 is 22.70%.
- k) Net profit margin (%) for the quarter ended 30 June 2024 is 17.19% respectively.
- l) The information related to Debt Service Coverage Ratio, Interest Service Coverage ratio, Current ratio, long term debt to working capital ratio, bad debts to accounts receivable ratio, current liability ratio, debtors turnover, inventory turnover and operating margin have not been included as these disclosures are not applicable to the Company considering the nature of business undertaken by the Company.

For and on behalf of **Vivriti Capital Limited**  
(formerly known as Vivriti Capital Private Limited)

**Vineet Sukumar**  
**Managing Director**  
**DIN: 06848801**  
**Address: Prestige Zackria Metropolitan No. 200/1-8,**  
**2<sup>nd</sup> Floor, Block -1, Annasalai, Chennai – 600002**





08 August 2024

To,

Department of Corporate Services  
BSE Limited,  
P.J. Towers, Dalal Street,  
Mumbai - 400 001

**Sub: Statement of utilisation and material deviation in use of issue proceeds as per Regulation 52(7) and 52(7A) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 for the quarter ended June 30, 2024**

Dear Sir/ Madam,

As required under Regulation 52(7) & 52(7A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, we hereby declare that the proceeds of all the debt raised during the quarter ended June 30, 2024, listed on BSE Limited, have been utilized for the purposes for which they were raised and that there is no deviation in the utilisation of their issue proceeds.

The statement indicating the aforesaid is attached as **Annexure A** and **Annexure B**.

Kindly take the same on record.

For and on behalf of **Vivriti Capital Limited**  
*(formerly known as Vivriti Capital Private Limited)*

**Vineet Sukumar**  
**Managing Director**  
**DIN: 06848801**  
**Address: Prestige Zackria Metropolitan No. 200/1-8,**  
**2<sup>nd</sup> Floor, Block -1, Annasalai, Chennai – 600002**

Encl: a/a







## Annexure A

### Statement of utilization of issue proceeds

Name of the Issuer	ISIN	Mode of Fund Raising	Type of instrument	Date of raising funds	Amount Raised	Funds utilized	Any deviation (Yes/ No)	If 8 is Yes, then specify the purpose of for which the funds were utilized	Remarks, if any
1	2	3	4	5	6	7	8	9	10
Vivriti Capital Limited <i>(formerly known as Vivriti Capital Private Limited)</i>	INE01HV07478	Private Placement	Non- Convertible Debentures	20 June 2024	INR 87 Crores	Yes	No	N/A	N/A





## Annexure B

### Statement of deviation or variation of issue proceeds - INE01HV07478

Name of listed entity					Vivriti Capital Limited <i>(formerly known as Vivriti Capital Private Limited)</i>	
Mode of fund raising (Public issue/ private placement)					Private Placement	
Type of instrument					Non- Convertible Securities	
Date of raising funds (Recent date of raising funds)					20 June 2024	
Amount raised (INR Crores)					87	
Report filed for the quarter ended					30 June 2024	
Monitoring Agency Name if applicable					N/A	
Is there a Deviation / Variation in use of funds raised?					No	
Whether any approval is required to vary the objects of the issue stated in the prospectus/ offer document? (Yes/ No)					No	
If yes, details of the approval so required?					N/A	
Date of approval					N/A	
Explanation for the Deviation / Variation					N/A	
Comments of the audit committee after review					N/A	
Comments of the auditors, if any					N/A	
Objects for which funds have been raised and where there has been a deviation, in the following table					<p>The proceeds of the Issuance were raised and utilized for the following purposes:</p> <ul style="list-style-type: none"> <li>• General corporate purposes</li> <li>• Utilization in the ordinary course of business of the Company (including repayment / re-financing of any existing Financial Indebtedness of the Issuer)</li> </ul>	
Original object	Modified object, if any	Original modification	Modified allocation, if any	Funds utilized	Amount of Deviation/Variation for the half year according to applicable object (INR Crores and in %)	Remarks, if any
N/a						
<p>Deviation could mean:</p> <p>(a) Deviation in the objects or purposes for which the funds have been raised</p> <p>(b) Deviation in the amount of funds actually utilized as against what was originally disclosed.</p>						
<p><b>Name of the Signatory:</b> Vineet Sukumar  <b>Designation:</b> Managing Director</p>						



August 08, 2024

To

BSE Limited,  
P.J. Towers,  
Dalal Street,  
Mumbai - 400 001

**Sub: Intimation under Regulation 54 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") for the quarter ended June 30, 2024**

Dear Sir/ Ma'am,

Pursuant to Regulation 54 of Listing Regulations read with SEBI Circular dated May 19, 2022, as amended from time to time, the disclosure of extent and nature of security created and maintained with respect to secured listed non-convertible debentures of the Company for the quarter ended June 30, 2024, is enclosed herewith.

Kindly take the same on record.

For and on behalf of **Vivriti Capital Limited**  
*(formerly known as Vivriti Capital Private Limited)*

**Vineet Sukumar**  
**Managing Director**  
**DIN: 06848801**  
**Address: Prestige Zackria Metropolitan No. 200/1-8,**  
**2<sup>nd</sup> Floor, Block -1, Annasalai, Chennai – 600002**

*Encl: a/a*

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yessendes@sundaramandsrinivasan.com  
Website : www.sundaramandsrinivasan.com

Date .....

**Independent Auditor's Report on Security Cover as at June 30, 2024 under Regulation 54 read with Regulation 56(1)(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) for submission to the Stock Exchanges and Debenture Trustees (the "Debenture Trustees")**

To  
**The Board of Directors**  
**Vivriti Capital Limited**  
**(formerly known as Vivriti Capital Private Limited) ("The Company")**

1. This Report is issued in accordance with the Engagement Letter dated July 1, 2024.
2. We Sundaram & Srinivasan, Chartered Accountants, are the Statutory Auditors of the Company and have been requested by the Company to examine the accompanying Statement showing 'Security Cover' for the listed non-convertible debt securities as at June 30, 2024 (the "Statement") which has been prepared by the Company from the unaudited financial results and other relevant records and documents maintained by the Company as at and for the year ended June 30, 2024, pursuant to the requirements of the Regulation 54 & 56(1)(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, (the "SEBI Regulations"), and has been initialed by us for identification purpose only.

This Report is required by the Company for the purpose of submission with Catalyst Trusteeship Limited and Beacon Trusteeship Limited (the "Debenture Trustees") of the Company and to BSE Limited for ensuring compliance with the SEBI Regulations and SEBI Circular SEBI/HO/MIRSD/MIRSO\_CRADT/CIR/P/2022/67 dated May 19, 2022 ("the circular") in respect of its listed non-convertible debt securities as at June 30, 2024 ("Debentures"). The Company has entered into agreement(s) with the Debenture Trustee ("Debenture Trust Deed") in respect of such Debentures, as indicated in the Statement.

## Management Responsibility

3. The preparation of the Statement is the responsibility of the Management of the Company including the preparation and maintenance of all accounting and other relevant supporting records and documents. 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 of the Company is also responsible for ensuring that the Company complies with all the relevant requirements of the SEBI circular, SEBI Regulations, Companies Act, 2013 and other applicable laws and regulations, as applicable.
5. The Management is also responsible to ensure that Security Cover Ratio as on June 30, 2024, is in compliance with SEBI circular no. SEBI/HO/MIRSD/MIRSD\_CRADT/CIR/P/2022/67 dated May 19, 2022, with the minimum security security cover requirement of hundred percent as per the SEBI Regulations as given in Annexure I attached to this certificate.



**Auditor's Responsibility**

6. Our responsibility, for the purpose of this certificate is to verify the particulars contained in the Statement, on the basis of the Unaudited financial results and other relevant records and documents maintained by the Company and to certify security cover ratio is minimum hundred percent as per the minimum requirement stated in SEBI Regulations.
7. We have reviewed the Standalone Financial Statements for the quarter ended June 30, 2024, prepared by the Company pursuant to the requirements of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and issued an unmodified conclusion dated August 8, 2024. Our review of these financial results for the quarter ended June 30, 2024, was conducted in accordance with the Standards on Auditing (SAs), issued by the Institute of Chartered Accountants of India ("ICAI") respectively as notified under section 143(10) of Companies Act.
8. 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.
9. 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".
10. Our scope of work did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial results of the Company taken as a whole. We have not performed an audit, the objective of which would be the expression of an opinion on the financial results, specified elements, accounts or items thereof, for the purpose of this report. Accordingly, we do not express such opinion.
11. A limited assurance engagement includes performing procedures to obtain sufficient appropriate evidence on the applicable criteria, mentioned in paragraph 6 above. The procedures performed vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed. Accordingly, we have performed the following procedures in relation to the Statement:
  - (a) Obtained and read the Debenture Trust Deed and the Information Memorandum in respect of the secured Debentures and noted the security cover percentage required to be maintained by the Company in respect of such Debentures, as Indicated in Annexure I of the Statement.
  - (b) Traced and agreed the principal amount of the Debentures outstanding as on June 30, 2024, to the reviewed financial statement of the Company and unaudited books of account maintained by the Company as at June 30, 2024;
  - (c) Obtained and read the particulars of security cover required to be provided in respect of Debentures as indicated in the Debenture Trust Deed and the Information Memorandum.
  - (d) Traced the value of assets indicated in Annexure I of the Statement to the unaudited financial result of the Company and unaudited books of account maintained by the Company as on June 30, 2024.



**SUNDARAM & SRINIVASAN**  
CHARTERED ACCOUNTANTS

Offices : Chennai - Bengaluru - Madurai

Ref. No.

New No.4, Old No.23,  
C.P. Ramaswamy Road  
Alwarpet, Chennai - 600 018

Telephone { 2498 8762  
2498 8463  
4210 6952

E-Mail : sundaramandsrinivasan1948@gmail.com  
yessendes@sundaramandsrinivasan.com  
Website : www.sundaramandsrinivasan.com

Date .....

- (e) Obtained the list of security created in the register of charges maintained by the Company and 'Form No. CHG-9' filed with Ministry of Corporate Affairs. Traced the value of charge created against assets to the security cover.
- (f) Obtained the list and value of assets placed under lien or encumbrance for the purpose of obtaining any other loan and determined that such assets are not included in the calculation of security cover in respect of the Debentures.
- (g) Examined and verified that the Company has complied with all the covenants in respect of its listed non-convertible debt securities wherever applicable.
- (h) Examined and verified the arithmetical accuracy of the computation of security cover indicated in Annexure I of the Statement.

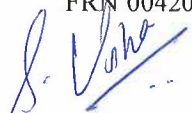
**Conclusion**

12. Based on the procedures performed by us, as referred to in paragraph 11 above and according to the information and explanations received and Management representations obtained, nothing has come to our attention that causes us to believe that the Company has not:
- a) maintained requisite security cover or security cover as per the terms of the Information Memorandum and Debenture Trust deed.
  - b) extracted, computed the particulars and the security cover ratio as disclosed in the statement accurately
  - c) complied with applicable covenants as per the terms of Information memorandum and Debenture trust deed for securities this certificate is issued.

**Restriction on Use**

13. The Report has been issued at the request of the Company, solely in connection with the purpose mentioned in paragraph 2 above and to be submitted with the accompanying Statement to the Stock Exchanges and Debenture Trustees and is not to be used or referred to for any other person. 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 report is shown or into whose hands it may come. We have no responsibility to update this certificate for events and circumstances occurring after the date of this report.

For Sundaram & Srinivasan  
Chartered Accountants  
FRN 004207S

  
S Usha  
Partner  
Membership Number 211785  
UDIN : 24211785BKSPN6992



Place: Chennai  
Date: August 8, 2024

Vivriti Capital Limited (formerly known as Vivriti Capital Private Limited)  
 Regd. Office: Prestige Zackria Metropolitan No. 200/1-8, 2nd Floor, Block -1, Annasalai, Chennai - 600002  
 (CIN - U65929TN2017PLC117196)

Statement of Security Cover as at 30 June 2024, pursuant to requirements of regulation 54(3) read with regulation 56(1)(d) of Securities And Exchange Board of India (Listing Obligations And Disclosure requirements) Regulations, 2015

Annexure I

Column A	Column B	Column C	Column D	Column E	Column F	Column G	Column H	Column I	Column J	Column K	Column L	Column M	Column N	Column O
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)	Related to only those items covered by this certificate				
		Debt for which this certificate being issued	Other Secured Debt	Debt for which this certificate being issued	Assets 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 (excluding items covered in column F)		Debt amount considered more than once (due to exclusive plus pari passu charge)		Market Value for Assets charged on Exclusive basis	Carrying /book value for exclusive charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)	Market Value for Pari passu charge Assets	Carrying value/book value for pari passu charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)	Total Value(=K+L+M+ N)
		Book Value	Book Value	Yes/ No	Book Value	Book Value								
<b>ASSETS</b>														
Property, Plant and Equipment		-	-	-	-	-	2,888.89	-	2,888.89	-	-	-	-	-
Capital Work-in- Progress		-	-	-	-	-	-	-	-	-	-	-	-	-
Right of Use Assets		-	-	-	-	-	3,305.23	-	3,305.23	-	-	-	-	-
Goodwill		-	-	-	-	-	-	-	-	-	-	-	-	-
Intangible Assets		-	-	-	-	-	582.78	-	582.78	-	-	-	-	-
Intangible Assets under Development		-	-	-	-	-	1,320.20	-	1,320.20	-	-	-	-	-
Investments		4,276.05	-	-	-	-	26,480.95	-	30,757.00	-	4,276.05	-	-	4,276.05
Loans		1,38,671.63	3,63,231.93	-	-	-	2,37,908.57	-	7,39,812.13	-	1,38,671.63	-	-	1,38,671.63
Inventories		-	-	-	-	-	-	-	-	-	-	-	-	-
Trade Receivables		-	-	-	-	-	966.14	-	966.14	-	-	-	-	-
Cash and Cash Equivalents		-	-	-	-	-	39,004.67	-	39,004.67	-	-	-	-	-
Bank Balances other than Cash and Cash Equivalents		-	43,926.03	-	-	-	10,980.03	-	54,906.06	-	-	-	-	-
Others		-	-	-	-	-	16,555.70	-	16,555.70	-	-	-	-	-
<b>Total</b>		<b>1,42,947.68</b>	<b>4,07,157.96</b>	-	-	-	<b>3,39,993.15</b>	-	<b>8,90,098.80</b>	-	<b>1,42,947.68</b>	-	-	<b>1,42,947.68</b>
<b>LIABILITIES</b>														
Debt securities to which this certificate		1,35,705.13	-	-	-	-	-	-	1,35,705.13	-	1,35,705.13	-	-	1,35,705.13
Other debt sharing pari-passu charge with above debt		-	-	-	-	-	-	-	-	-	-	-	-	-
Other Debt	Commercial Papers	-	-	-	-	-	20,727.15	-	20,727.15	-	-	-	-	-
Subordinated debt		-	-	-	-	-	-	-	-	-	-	-	-	-
Borrowings		-	-	-	-	-	-	-	-	-	-	-	-	-
Bank	Term Loan from Banks	-	3,48,655.08	-	-	-	-	-	3,48,655.08	-	-	-	-	-
Debt Securities		-	-	-	-	-	-	-	-	-	-	-	-	-
Others	Term Loan from other parties and loans repayable on demand	-	1,48,595.83	-	-	-	-	-	1,48,595.83	-	-	-	-	-
Trade payables		-	-	-	-	-	3,377.90	-	3,377.90	-	-	-	-	-
Lease Liabilities		-	-	-	-	-	3,753.55	-	3,753.55	-	-	-	-	-
Provisions		-	-	-	-	-	9,604.38	-	9,604.38	-	-	-	-	-
Others		-	-	-	-	-	24,200.67	-	24,200.67	-	-	-	-	-
<b>Total</b>		<b>1,35,705.13</b>	<b>4,97,250.91</b>	-	-	-	<b>61,663.65</b>	-	<b>6,94,619.69</b>	-	<b>1,35,705.13</b>	-	-	<b>1,35,705.13</b>
Cover on Book Value		1.05	-	-	-	-	-	-	-	-	1.05	-	-	1.05
Cover on Market Value		-	-	-	-	-	-	-	-	-	-	-	-	-
		Exclusive Security Cover Ratio			Pari-Passu Security Cover Ratio									



Statement of Security Cover as at 30 June 2024, pursuant to requirements of regulation 54(3) read with regulation 56(1)(d) of Securities And Exchange Board of India (Listing Obligations And Disclosure requirements) Regulations, 2015

Annexure 1 - Beacon Trusteeship Limited

Column A	Column B	Column C	Column D	Column E	Column F	Column G	Column H	Column I	Column J	Column K	Column L	Column M	Column N	Column O
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)	Related to only those items covered by this certificate				
		Debt for which this certificate being issued	Other Secured Debt	Debt for which this certificate being issued	Assets 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 (excluding items covered in column F)	Debt amount considered more than once (due to exclusive plus pari passu charge)	Market Value for Assets charged on Exclusive basis		Carrying /book value for exclusive charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)	Market Value for Pari passu charge Assets	Carrying value/book value for pari passu charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)	Total Value=(K+L+M+ N)	
		Book Value	Book Value	Yes/ No	Book Value	Book Value						Relating to Column F		
<b>ASSETS</b>														
Property, Plant and Equipment		-	-	-	-	-	2,888.89	-	2,888.89	-	-	-	-	-
Capital Work-in- Progress		-	-	-	-	-	-	-	-	-	-	-	-	-
Right of Use Assets		-	-	-	-	-	3,305.23	-	3,305.23	-	-	-	-	-
Goodwill		-	-	-	-	-	-	-	-	-	-	-	-	-
Intangible Assets		-	-	-	-	-	582.78	-	582.78	-	-	-	-	-
Intangible Assets under Development		-	-	-	-	-	1,320.20	-	1,320.20	-	-	-	-	-
Investments		4,276.05	-	-	-	-	26,480.95	-	30,757.00	-	4,276.05	-	-	4,276.05
Loans		59,593.16	4,42,310.40	-	-	-	2,37,908.57	-	7,39,812.13	-	59,593.16	-	-	59,593.16
Inventories		-	-	-	-	-	-	-	-	-	-	-	-	-
Trade Receivables		-	-	-	-	-	966.14	-	966.14	-	-	-	-	-
Cash and Cash Equivalents		-	-	-	-	-	39,004.67	-	39,004.67	-	-	-	-	-
Bank Balances other than Cash and Cash Equivalents		-	43,926.03	-	-	-	10,980.03	-	54,906.06	-	-	-	-	-
Others		-	-	-	-	-	16,555.70	-	16,555.70	-	-	-	-	-
<b>Total</b>		<b>63,869.21</b>	<b>4,86,236.43</b>	-	-	-	<b>3,39,993.15</b>	-	<b>8,90,098.80</b>	-	<b>63,869.21</b>	-	-	<b>63,869.21</b>
<b>LIABILITIES</b>														
Debt securities to which this certificate		60,000.22	75,704.91	-	-	-	-	-	1,35,705.13	-	60,000.22	-	-	60,000.22
Other debt sharing pari-passu charge with above debt		-	-	-	-	-	-	-	-	-	-	-	-	-
Other Debt	Commercial Papers	-	-	-	-	-	20,727.15	-	20,727.15	-	-	-	-	-
Subordinated debt		-	-	-	-	-	-	-	-	-	-	-	-	-
Borrowings	Term Loan from Banks	-	3,48,655.08	-	-	-	-	-	3,48,655.08	-	-	-	-	-
Bank		-	-	-	-	-	-	-	-	-	-	-	-	-
Debt Securities		-	-	-	-	-	-	-	-	-	-	-	-	-
Others	Term Loan from other parties and loans repayable on demand	-	1,48,598.83	-	-	-	-	-	1,48,598.83	-	-	-	-	-
Trade payables		-	-	-	-	-	3,377.90	-	3,377.90	-	-	-	-	-
Lease Liabilities		-	-	-	-	-	3,753.55	-	3,753.55	-	-	-	-	-
Provisions		-	-	-	-	-	9,604.38	-	9,604.38	-	-	-	-	-
Others		-	-	-	-	-	24,200.67	-	24,200.67	-	-	-	-	-
<b>Total</b>		<b>60,000.22</b>	<b>5,72,955.82</b>	-	-	-	<b>61,663.65</b>	-	<b>6,94,619.69</b>	-	<b>60,000.22</b>	-	-	<b>60,000.22</b>
Cover on Book Value		1.06	-	-	-	-	-	-	-	-	1.06	-	-	1.06
Cover on Market Value		-	-	-	-	-	-	-	-	-	-	-	-	-
		Exclusive Security Cover Ratio			Pari-Passu Security Cover Ratio									





Vivriti Capital Limited (formerly known as Vivriti Capital Private Limited)  
 Regd. Office: Prestige Zackria Metropolitan No. 200/1-8, 2nd Floor, Block -1, Annasalai, Chennai - 600002  
 (CIN - U65929TN2017PLC117196)

Statement of Security Cover as at 30 June 2024, pursuant to requirements of regulation 54(3) read with regulation 56(1)(d) of Securities And Exchange Board of India (Listing Obligations And Disclosure requirements) Regulations, 2015

**Annexure I - Catalyst Trusteeship Limited**

Column A	Column B	Column C	Column D	Column E	Column F	Column G	Column H	Column I	Column J	Column K	Column L	Column M	Column N	Column O
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)	Related to only those items covered by this certificate				
		Debt for which this certificate being issued	Other Secured Debt	Debt for which this certificate being issued	Assets 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 (excluding items covered in column F)	Debt amount considered more than once (due to exclusive plus pari passu charge)	Market Value for Assets charged on Exclusive basis		Carrying /book value for exclusive charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)	Market Value for Pari passu charge Assets	Carrying value/book value for pari passu charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)	Total Value(=K+L+M+ N)	
		Book Value	Book Value	Yes/ No	Book Value	Book Value						Relating to Column F		
<b>ASSETS</b>														
Property, Plant and Equipment		-	-	-	-	-	2,888.89	-	2,888.89	-	-	-	-	-
Capital Work-in- Progress		-	-	-	-	-	-	-	-	-	-	-	-	-
Right of Use Assets		-	-	-	-	-	3,305.23	-	3,305.23	-	-	-	-	-
Goodwill		-	-	-	-	-	-	-	-	-	-	-	-	-
Intangible Assets		-	-	-	-	-	582.78	-	582.78	-	-	-	-	-
Intangible Assets under Development		-	-	-	-	-	1,320.20	-	1,320.20	-	-	-	-	-
Investments		-	4,276.05	-	-	-	26,480.95	-	30,757.00	-	-	-	-	-
Loans		79,078.47	4,22,825.09	-	-	-	2,37,908.57	-	7,39,812.13	-	79,078.47	-	-	79,078.47
Inventories		-	-	-	-	-	-	-	-	-	-	-	-	-
Trade Receivables		-	-	-	-	-	966.14	-	966.14	-	-	-	-	-
Cash and Cash Equivalents		-	-	-	-	-	39,004.67	-	39,004.67	-	-	-	-	-
Bank Balances other than Cash and Cash Equivalents		-	43,926.03	-	-	-	10,980.03	-	54,906.06	-	-	-	-	-
Others		-	-	-	-	-	16,555.70	-	16,555.70	-	-	-	-	-
<b>Total</b>		<b>79,078.47</b>	<b>4,71,027.17</b>	-	-	-	<b>3,39,993.15</b>	-	<b>8,90,498.80</b>	-	<b>79,078.47</b>	-	-	<b>79,078.47</b>
<b>LIABILITIES</b>														
Debt securities to which this certificate		77,178.84	58,526.29	-	-	-	-	-	1,35,705.13	-	77,178.84	-	-	77,178.84
Other debt sharing pari-passu charge with above debt		-	-	-	-	-	-	-	-	-	-	-	-	-
Other Debt	Commercial Papers	-	-	-	-	-	20,727.15	-	20,727.15	-	-	-	-	-
Subordinated debt		-	-	-	-	-	-	-	-	-	-	-	-	-
Borrowings		-	-	-	-	-	-	-	-	-	-	-	-	-
Bank	Term Loan from Banks	-	3,48,655.08	-	-	-	-	-	3,48,655.08	-	-	-	-	-
Debt Securities		-	-	-	-	-	-	-	-	-	-	-	-	-
Others	Term Loan from other parties and loans repayable on demand	-	1,48,595.83	-	-	-	-	-	1,48,595.83	-	-	-	-	-
Trade payables		-	-	-	-	-	3,377.90	-	3,377.90	-	-	-	-	-
Lease Liabilities		-	-	-	-	-	3,753.55	-	3,753.55	-	-	-	-	-
Provisions		-	-	-	-	-	9,604.38	-	9,604.38	-	-	-	-	-
Others		-	-	-	-	-	24,200.67	-	24,200.67	-	-	-	-	-
<b>Total</b>		<b>77,178.84</b>	<b>5,55,777.20</b>	-	-	-	<b>61,663.65</b>	-	<b>6,94,619.69</b>	-	<b>77,178.84</b>	-	-	<b>77,178.84</b>
Cover on Book Value		1.02									1.02			1.02
Cover on Market Value														
		Exclusive Security Cover Ratio			Pari-Passu Security Cover Ratio									

