



Date: 15th November 2022

To,
The Head Operations
Axis Trustee Services Ltd (ATSL),
The Ruby, 2nd Floor (SW)
29, Senapati Bapat Marg,
Dadar West, Mumbai – 400 028

Dear Sir,

Sub: Quarterly Compliance Report for the Quarter ending 30-09-2022

In compliance with the Securities and Exchange Board of India (SEBI) (Debenture Trustee) Regulations, 1993 as amended from time to time, the SEBI (Listing Obligations and Disclosure Requirements) 2015, and the Companies Act 2013, we furnish the required information for your needful.

We confirm the following:

1. Statutory/Compliance Confirmations

Sr. No.	Particulars
i.	The Issuer has complied with and is in compliance with the provisions of the Companies Act 2013, the extant SEBI Regulations and the terms and conditions of the captioned Debentures and there is no event of default which has occurred or continuing or subsisting as on date.
ii.	There are no additional covenants (including side letters, accelerated payment clause, etc.) other than those covered in transaction documents.
iii.	There is no major change in composition of its Board of Directors, which may amount to change in control as defined in SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
iv.	There is no change in nature and conduct of business of the Issuer.
v.	There is no amalgamation, demerger, merger or corporate restructuring or reconstruction scheme proposed by the Issuer.
vi.	There are no outstanding litigations, orders, directions, notices, of court/tribunal affecting, or likely to materially affect the interests of the Debenture Holders or the assets, mortgaged and charged under security creation documents, if any
vii.	There were no proposals placed before the Board of Directors, for considering alterations to any ISIN for which ATSL is debenture trustee, seeking- - alteration in the form or nature of the ISIN; - alteration in rights or privileges of the holders thereof; - alteration in the due dates on which interest or redemption is payable - any matter affecting the rights or interests of holders.
viii.	There were disclosures made to the stock exchange in terms of Regulation 51(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which may have a bearing on the performance/operation of the Issuer, price sensitive information or on the payment of interest or



	redemption of the Debentures. – Necessary disclosures in this regard were made to the stock exchange, from time to time.
ix.	The Issuer is maintaining hundred percent asset cover or higher asset cover as per the terms of offer document/ Information Memorandum and/or Debenture Trust Deed, including compliance with all the covenants stipulated in the Debenture Trust Deed.
x.	The submissions to the stock exchange have been done in timely manner as per Applicable Law and requisite information has been provided to the Debenture Trustee and debenture holders, as applicable.

2. Secured Issuance Confirmations

Sr. No.	Particulars
a.	The Security Documents executed by the Issuer remain valid (including but not limited to the purpose of and as provided in Limitation Act 1963), subsisting and binding upon the Issuer.
b.	The assets of the Issuer and of the third-party security providers, if any, which are available by way of security/cashflows/profits are sufficient to discharge the claims of the debenture holders as and when they become due and that such assets are free from any other encumbrances except those which are specifically agreed to by the debenture holders.
c.	The Secured Assets have been insured against all risks as prescribed in the Prospectus/Information Memorandum of the captioned Debentures and Security Documents thereof – Not applicable
d.	All the Insurance policies obtained are valid, enforceable and cover the risks as required under the Information Memorandum/Debenture Trust Deed and are endorsed in favour of Debenture Trustee as 'Loss Payee'. The premium in respect of the following insurance policies have been paid.- Not applicable.

Sr.	Particulars Of Information/Documents	Furnished Yes/No																		
1.	Regulatory Requirement:																			
a.	An updated list of Debenture holders registered in the Register of Debenture Holders/BENPOS in the following format: <table border="1" style="margin: 10px auto; width: 80%;"> <thead> <tr> <th colspan="6">ISSUE-WISE PARTICULARS</th> </tr> <tr> <th>ISIN no.</th> <th>Series/ tranche</th> <th>Name(s) of Debenture Holder</th> <th>Address</th> <th>Contact No.</th> <th>Email Id</th> </tr> </thead> <tbody> <tr> <td> </td> <td> </td> <td> </td> <td> </td> <td> </td> <td> </td> </tr> </tbody> </table>	ISSUE-WISE PARTICULARS						ISIN no.	Series/ tranche	Name(s) of Debenture Holder	Address	Contact No.	Email Id							Yes. Attached as Annexure 1.
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b.	<p>Details of complaints/grievances in the following format. In case no complaints have been received, a confirmation thereof.</p> <table border="1" data-bbox="204 459 1177 884"> <thead> <tr> <th colspan="6">ISSUE-WISE PARTICULARS</th> </tr> <tr> <th>ISIN No.</th> <th>No. of pending Complaints at the end of last quarter</th> <th>No. of complaints received during the quarter</th> <th>No. of complaints pending at the end of quarter</th> <th>Nature of the Complaint(s)</th> <th>Reason (if pending for more than 30 days)</th> </tr> </thead> <tbody> <tr> <td> </td> <td> </td> <td> </td> <td> </td> <td> </td> <td> </td> </tr> </tbody> </table>	ISSUE-WISE PARTICULARS						ISIN No.	No. of pending Complaints at the end of last quarter	No. of complaints received during the quarter	No. of complaints pending at the end of quarter	Nature of the Complaint(s)	Reason (if pending for more than 30 days)							No complaints have been received.
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2.	Management Confirmations:	Furnished Yes/No																		
a.	<p>A Certificate cum Confirmation duly signed by key managerial personnel viz., Managing Director/ Whole Time Director/CEO/ CS/CFO/Manager of the Company to the effect that:-</p> <table border="1" data-bbox="204 1131 1117 1411"> <thead> <tr> <th colspan="5">Interest/Principal (Issue wise)</th> </tr> <tr> <th>ISIN No</th> <th>Series/tranche</th> <th>Due date of redemption and/or interest (falling in the quarter)</th> <th>Paid/unpaid (date of payment, if paid, reasons if not paid)</th> <th>Next due date for the payment of Interest / principal</th> </tr> </thead> <tbody> <tr> <td> </td> <td> </td> <td> </td> <td> </td> <td> </td> </tr> </tbody> </table>	Interest/Principal (Issue wise)					ISIN No	Series/tranche	Due date of redemption and/or interest (falling in the quarter)	Paid/unpaid (date of payment, if paid, reasons if not paid)	Next due date for the payment of Interest / principal						<p>All the debentures issued have bullet payment structures.</p> <p>Accordingly, NCD maturing during the quarter was repaid promptly and the details are enclosed as Annexure 2.</p>			
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b.	<p>Statutory:</p> <table border="1" data-bbox="204 1500 1189 1982"> <tr> <td data-bbox="204 1500 271 1646">xi.</td> <td data-bbox="274 1500 1189 1646">The Company has complied with and is in compliance with the provisions of the Companies Act 2013, the extant SEBI Regulations and the terms and conditions of the captioned Debentures and there is no event of default which has occurred or continuing or subsisting as on date</td> <td data-bbox="1192 1500 1481 1646">Yes</td> </tr> <tr> <td data-bbox="204 1650 271 1713">xii.</td> <td data-bbox="274 1650 1189 1713">Any additional covenants of the issue (including side letters, accelerated payment clause, etc.) and status thereof</td> <td data-bbox="1192 1650 1481 1713">No</td> </tr> <tr> <td data-bbox="204 1718 271 1863">xiii.</td> <td data-bbox="274 1718 1189 1863">There is no major change in composition of its Board of Directors, which may amount to change in control as defined in SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (Changes if any to be disclosed along with copies of intimation made to the stock exchanges)</td> <td data-bbox="1192 1718 1481 1863">Yes (No changes in Board of Directors)</td> </tr> <tr> <td data-bbox="204 1868 271 1930">xiv.</td> <td data-bbox="274 1868 1189 1930">any amalgamation, demerger, merger or corporate restructuring or reconstruction scheme proposed by the Company</td> <td data-bbox="1192 1868 1481 1930">No</td> </tr> <tr> <td data-bbox="204 1935 271 1986">xv.</td> <td data-bbox="274 1935 1189 1986">Change, if any, in the nature and conduct of the business by the Company</td> <td data-bbox="1192 1935 1481 1986">No</td> </tr> </table>	xi.	The Company has complied with and is in compliance with the provisions of the Companies Act 2013, the extant SEBI Regulations and the terms and conditions of the captioned Debentures and there is no event of default which has occurred or continuing or subsisting as on date	Yes	xii.	Any additional covenants of the issue (including side letters, accelerated payment clause, etc.) and status thereof	No	xiii.	There is no major change in composition of its Board of Directors, which may amount to change in control as defined in SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (Changes if any to be disclosed along with copies of intimation made to the stock exchanges)	Yes (No changes in Board of Directors)	xiv.	any amalgamation, demerger, merger or corporate restructuring or reconstruction scheme proposed by the Company	No	xv.	Change, if any, in the nature and conduct of the business by the Company	No	Yes/No			
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	xvi. Outstanding litigations, orders, directions, notices, of court/tribunal affecting, or likely to materially affect the interests of the Debenture Holders or the assets, mortgaged and charged under security creation documents, if any	No
	xvii. Proposals, if any placed before the board of directors for seeking alteration in the form or nature or rights or privileges of the Debentures or in the due dates on which interest or redemption are payable, if any	No
	xviii. Disclosures, if any made to the stock exchange in terms of Regulation 30 or Regulation 51(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which may have a bearing on the Debentures or on the payment of interest or redemption of the Debentures	No
	xix. There are no events or information or happenings which may have a bearing on the performance/operation of the Company, or there is no price sensitive information or any action as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 that may affect the payment of interest or redemption of the Debentures.	All information as required to be disclosed under regulation 51 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, have been duly submitted, from time to time.
c.	Others:	Yes/No
	i. Details of revisions in the credit rating (if any) (rationale to be attached);	There were no revision in credit rating for the existing debentures except the revision by ICRA Limited vide its letter dated 5 th July 2022 and details are as follows: <i>ICRA NCD A; Stable for a limit of INR 438 Crores</i>
	ii. Details of Corporate Debt Restructuring (if any);	No
	iii. Details of lenders/creditors joining or entering into Inter Creditor Agreement as per RBI guidelines, including all such information/documents required to be submitted by the Company to the RBI on an annual basis in respect of such Financial Year, as applicable	No
	iv. Details of Fraud/defaults by promoter or key managerial personnel or by Issuer Company or arrest of key managerial personnel or promoter;	No



	v. Details of one time settlement with any bank (if any);	No
	vi. Details of Reference to Insolvency or a petition (if any) filed by any creditor	No
	vii. Confirmation that a functional website containing, amongst others, the following information is maintained by the Company:- <ul style="list-style-type: none"> • email address for grievance redressal and other relevant details; • name of the debenture trustees with full contact details; • the information, report, notices, call letters, circulars, proceedings, etc., concerning non-convertible redeemable preference shares or non-convertible debt securities; • all information and reports including compliance reports filed by the Company; • Default by issuer to pay interest or redemption amount [if any] • failure to create a charge on the assets [if any] • revision in rating assigned to the NCDs [if any] 	Yes. Applicable disclosures are being updated on website.
4.	Copies of the following information/documents (to be attached): (a) to (g) applicable in case of secured issuances.	Furnished Yes/No
a.	Security cover Certificate ¹	Attached as Annexure 4
b.	A statement of value of pledged securities ²	Not applicable
c.	A statement of value of Debt Service Reserve Account or any other form of security ³	Company does not have any Debt Service Reserve Account.
d.	Net worth certificate of personal guarantors [if any] ⁴	Will be shared within 60 days from the end of the half year in compliance with the provisions of the SEBI Circular dated 12 th November 2020.
e.	Financials/value of corporate guarantor [If any] prepared on basis of audited financial statement etc. of the guarantors ⁵	Not applicable.

¹ To be submitted within 30/45 days from the end of each quarter. To be submitted in the format as provided under Annexure A of the SEBI Circular, bearing reference number SEBI/ HO/ MIRSD/ CRADT/ CIR/ P/ 2020/230 dated 12.11.2020.

² To be submitted within 30/45 days from the end of each quarter as per the SEBI Circular, bearing reference number SEBI/ HO/ MIRSD/ CRADT/ CIR/ P/ 2020/230 dated 12.11.2020.

³ To be submitted within 30/45 days from the end of each quarter as per the SEBI Circular, bearing reference number SEBI/ HO/ MIRSD/ CRADT/ CIR/ P/ 2020/230 dated 12.11.2020.

⁴ To be submitted within 30/45 days from end of the second and fourth quarter as per the SEBI Circular, bearing reference number SEBI/ HO/ MIRSD/ CRADT/ CIR/ P/ 2020/230 dated 12.11.2020

⁵ To be submitted within 45/60 days from end of each financial year as per the SEBI Circular, bearing reference number SEBI/ HO/ MIRSD/ CRADT/ CIR/ P/ 2020/230 dated 12.11.2020



f.	Valuation report and title search report for immovable and movable secured assets ⁶	Not applicable.
g.	Copy of the Insurance Policies duly endorsed in favour of the Debenture Trustee as 'Loss Payee'	Not applicable.
i.	Periodical reports from lead bank regarding progress of the Project	Not applicable.
j.	Certified True Copy of quarterly and year-to-date standalone financial results ⁷	Not applicable.
k.	A certificate from the statutory auditor of the Company with respect to the use of proceeds raised through the issue of Debentures at end of each year from Deemed Date of Allotment, until the funds are fully utilized.	Not applicable

For **Vivriti Capital Private Limited**

Authorized Signatory

Name : P S Amritha

Designation : Company Secretary & Compliance Officer

⁶ To be submitted within 45/60 days from end of each financial year as per the SEBI Circular, bearing reference number SEBI/ HO/ MIRSD/ CRADT/ CIR/ P/ 2020/230 dated 12.11.2020

⁷ Regulation 33(3) (a) of SEBI LODR Regulations –applicable only if the Company has its equity shares listed of Stock Exchange