



12th August, 2019

The Catalyst Trusteeship Service Ltd
Windsor, 6th Floor, Office No-604,
C.S.T Road, Kalina, Santacruz (East),
Mumbai – 400 098

Dear Sir/Madam,

Sub: Compliance Report of the NCD's for the Quarter ending 30th June 2019.

Ref: Non-convertible Debentures issued by the Company

With reference to the captioned subject, please find below the followings:

1. Updated list of the names and addresses of the Debenture holders: Enclosed in Annexure -1
2. Details of any due and unpaid interest and principal payments: Enclosed in Annexure -2
3. Grievances:
 - a) Number of Grievances received: Nil
 - b) Nature of Grievances received: Nil
 - c) Number of Grievances resolved by the Company: Nil
 - d) Grievances unresolved by the Company and the reason for the same: Nil
4. Certificate from Independent Chartered Accountant on the assets of the Company hypothecated to the NCD issuance: Enclosed in Annexure-3
5. Details of any significant change in composition of Board of Directors as defined by SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011:

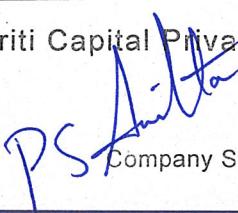
During the quarter, there is no significant change in composition of Board of Directors as defined by SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

6. Details of pending information/condition precedent/subsequent in debenture documents in respect of NCD transaction:

We confirm that, there is no pending information/condition precedent/subsequent in debenture documents in respect of NCD transaction.

7. Any revision in rating of the debentures: Nil
8. Updated Information on default in payment of principal and interest on due dates: Nil

For Vivriti Capital Private Ltd.


PS Sankar
Company Secretary



Annexure -1

S.No	ISIN	Issue Amount (Rs. In Crs)	Name of the Debenture Holder**	Address of the Debenture Holder	Category	No. of Debentures held
1	INE01HV07015	199.00	Franklin Templeton India Mutual Fund	Indiabulls, Finance Center, Tower 2, 13th Floor, Senapati, Bapat Marg, Elphinstone(W), Mumbai-400013	Mutual Funds - MF	1,990
2	INE01HV07023	7.00	LadderUp Wealth Management Private Limited	102-A, 1st Floor, Hallmark Business Plaza, Gurunanak Hospital Road, Bandra East, Mumbai, Maharashtra - 400051	Corporate Body-Domestic and Resident-Ordinary	70

**Note 1: Details of scheme as per BENPOS as on 30th June 2019

S.No	ISIN	Particulars of the Scheme	No. of Debentures held
1	INE01HV07015	Franklin India Short Term Income Plan	1,390
2	INE01HV07015	Franklin India Credit Risk Fund	400
3	INE01HV07015	Franklin India Dynamic Accrual Fund	200

**Note 2: Details of Debenture holders (Resident Ordinary) as per BENPOS as on 30th June 2019

S.No	ISIN	Particulars of the holders	No. of Debentures held
1	INE01HV07023	LadderUp Wealth Management Private Limited	17
2	INE01HV07023	Sajili Rajesh Shirodkar	10
3	INE01HV07023	Vivek Singhal	5
4	INE01HV07023	Atul Gaur	3
5	INE01HV07023	Jashvant C Raval	3
6	INE01HV07023	Sheetal Dilip Kulkarni	3
7	INE01HV07023	Raj Bansilal Darak	2
8	INE01HV07023	Amit Das	2
9	INE01HV07023	Anurag Ajit Choudhary	2
10	INE01HV07023	Aakash Yogendralal Shah	2
11	INE01HV07023	Saroj Agarwal	2

For Vivriti Capital Private Ltd.



 Company Secretary




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12	INE01HV07023	Amit Agarwal	2
13	INE01HV07023	Shilpa Goel	2
14	INE01HV07023	Sachin Raghunandan Kotangale	2
15	INE01HV07023	Sujan Sinha	1
16	INE01HV07023	Armaan Haresh Samtani	1
17	INE01HV07023	Shrikrishna Dattatray Naik	1
18	INE01HV07023	Himanshu Satyanarayan Seksaria	1
19	INE01HV07023	Hetal Surendra Desai	1
20	INE01HV07023	Seema Jain	1
21	INE01HV07023	Ram Kanwar Garg	1
22	INE01HV07023	Subrata Chatterjee	1
23	INE01HV07023	Ajay Harish Lakhani	1
24	INE01HV07023	Simran Ramesh Pohani	1
25	INE01HV07023	Vrunda Kashinath Bhagat	1
26	INE01HV07023	Rekha Prafull Satam	1
27	INE01HV07023	Anurag Mehra	1

For Vivriti Capital Private Ltd.

PSA
Company Secretary



Name of the Company: Vivriti Capital Private Limited

Quarterly Compliance as on 30th June 2019 – Listed NCDs – Statement on ISIN, BENPOS, Payment on due dates, Credit Rating and DRR Requirement

Sr. N o.	Consent letter / Tranche reference	Conse nt letter/ Tranc he date	ISIN	Issue Size (per ISIN)Rs. Crore	Listed / Unlist ed	Secured / Unsecu red	Defaulte d or Delayed Principal / Interest Outstanding (if any) (in Rs. Crore)	Due date of payment (in respect of default on Due date)	Actual date of payment (in respect of default on Due date)	Date of informa tion sharing with Credit Rating Agency (in case of default)	Credit Rating & Agency as at the end of last quarter	Number of Investors as at the end of quarter	Creation of Debenture Redemption Reserve, if applicable - Status thereof
1	CL/MUM/18-19/DEB/760	15-Mar-2019	INE01HV07015	1,99,00,00,000	Listed	Secured	Nil	NA	NA	[ICRA] A-;Stable	3 (Three)	NA	
2	CL/MUM/19-20/DEB/134	25-Jun-2019	INE01HV07023	7,00,00,00	Listed	Secured	Nil	NA	NA	[ICRA] A-;Stable	27(Twenty-seven)	NA	

*Note:

The ISIN INE01HV07023 for the NCDs allotted on 27th June 2019 was assigned on 12th July 2019.

For Vivriti Capital Private Ltd.

PSA
Company Secretary





12th August 2019

The Catalyst Trusteeship Service Ltd
Windsor, 6th Floor, Office No-604,
C.S.T Road, Kalina, Santacruz (East),
Mumbai – 400 098

Dear Sir/Madam,

Sub: Compliance Report of the NCD's for the Quarter ending 30th June 2019.

Ref: Non-convertible Debentures issued by the Company

With reference to the subject, please find below the asset cover details of the Non-convertible debt securities:

S. No	ISIN	Listed/ Unlisted	Issue Amount (Rs.In crores)	Principal Outstanding (Rs.In crores)	Security Cover	Assets Hypothecated (Rs.In crores)*
1	INE01HV07015	Listed	199.0	199.0	1.05 times	208.95
2	INE01HV07023	Listed	7.0	7.0	1.05 times	7.35

*Book debts outstanding as on 30th June 2019

Thanking you.

For Vivriti Capital Private Limited

For Vivriti Capital Private Limited

Gaurav Kumar
Managing Director
Managing Director
DIN: 07767248





CERTIFICATE

Date : 09-08-2019

I have examined the Books of Accounts and verified other relevant documents and registers maintained by M/s. Vivriti Capital Private Limited (hereinafter referred as "**the Company**"), having its registered office at 12th Floor, Prestige Polygon, No. 471, Annasalai, Nandanam, Chennai 600035 with a view to ascertain the statutory compliance for the quarter ended 30th June 2019 relevant to the following Non-Convertible Debentures (NCDs) issued by the Company:

S. No	ISIN	Listed/ Unlisted	Issue Amount (Rs.In crores)	Principal Outstanding (Rs.In crores)	Security Cover	Assets Hypothecated (Rs.In crores)*
1	INE01HV07015	Listed	199.0	199.0	1.05 times	208.95
2	INE01HV07023	Listed	7.0	7.0	1.05 times	7.35

*Book debts outstanding as on 30th June 2019

On the basis of such examination and on obtaining the information and explanations which we deemed necessary for the purpose, we hereby confirm the following details:

1. As per Rule 18(7)(b)(ii) of the Companies (Share Capital and Debentures) Rules, 2014 issued by Ministry of Company Affairs, creation of Debenture Redemption Reserve (DRR) is not required for NBFC's registered with RBI under section 45-IA of the RBI (Amendment) Act, 1997, when such debentures are issued on private placement basis. Accordingly, the Company had not created Debenture Redemption Reserve.
2. The asset covers (i.e. security) for the NCDs are sufficient to discharge the claims of the debenture holders as and when they become due.
3. The above NCDs were secured by hypothecation of specific receivables of the Company.
4. The Company has complied all the financial covenants and affirmative covenants as envisaged in the Debenture Trust Deed.
5. During the quarter, there is no significant change in the composition of the Board of Directors. This Certificate is issued at the request of the Company for the submitting to the debenture trustee M/s. Catalyst Trusteeship Limited.

T.S. Srinivasan
Chartered Accountant
Place: Chennai
Date: 09-08-2019
UDIN No:





T.S. SRINIVASAN B.Sc., F.C.A.
A.C.S., A.C.M.A.,
Chartered Accountant

Flat A-2, Ashirvad Apartments,
11, Raman Street, T. Nagar,
Chennai - 600 017.
Cell : 94440 39653
E-mail : tss_1951@yahoo.co.in

FUND UTILIZATION CERTIFICATE

Date : 09-08-2019

This is to certify that the fund utilization of M/s. Vivriti Capital Private Limited having registered office at 12th Floor, Prestige Polygon, Anna Salai, Nandanam, Chennai – 600035 as on 30th June 2019 is as under,

I understand that the Company has issued Non-Convertible Debentures (hereinafter referred to as "NCDs") on:

i. 18th March 2019 aggregating up to INR 1,99,00,00,000 crores (Indian Rupees One Hundred and Ninety Nine Crores only) for the purpose of providing debt financing for loan portfolio growth as stipulated in Information Memorandum dated 18th March 2019 and allotted the said Debentures to Franklin Templeton India Mutual Fund, Debenture holders, on 19th March 2019; and

ii. 26th June 2019 INR 7,00,00,000 (Indian Rupees Seven Crores only) for the purpose of providing debt financing for loan portfolio growth as stipulated in Information Memorandum dated 26th June 2019 and allotted the said Debentures to LadderUp Wealth Management Private Limited Debenture holders, on 27th June 2019.

I have reviewed the said Information Memorandum dated 18th March 2019 and 26th June 2019 and also books of accounts of the company and based on such review certify that:

1. The company has used the proceeds of the said Bonds for the purpose as mentioned in the Information Memorandum dt. 18th March 2019 and 26th June 2019.
2. They have complied with all the terms and conditions of this issue as well as the provisions of Laws, Rules and Regulations including Securities Contract Act & Rules and guidelines of SEBI;
3. There are no events / change / action / proceedings / attachments affecting or likely to affect the interest of Debenture-holders

Place: Chennai

Date: 09-08-2019

