



10th February 2020

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 NCDs for the Quarter ending 31st December 2019
Ref: Non-convertible Debentures issued by Vivriti Capital Private Limited ("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. Certificate from Managing Director certifying the value of book debts/ receivables: Enclosed in **Annexure-4**
6. Certificate from Independent Chartered Accountant in respect of utilisation of funds and in support of security cover: Enclosed as **Annexure-5**
7. 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.





8. 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.

9. Any revision in rating of the debentures: Nil

10. Updated Information on default in payment of principal and interest on due dates: Nil

For and on behalf of **Vivriti Capital Private Limited**

For Vivriti Capital Private Ltd.

Company Secretary

P S Amritha
Company Secretary
Mem No. A49121





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
3	INE01HV07031	40.00	Reliance Mutual Fund	Reliance Centre, 7th floor South Wing Near Prabhat Colony, Santacruz (East), Mumbai - 55	Mutual Funds-MF	400
4	Series A - INE01HV07049 Series B - INE01HV07056	40.00	Mr. Sachin Bansal (BACQ)	BAC Acquisitions Private Limited, 3rd Floor, Salarpuria Business Center, 93, 5th A Block, Koramangala Ind Layout, Bangalore 560095.	Individual	400





****Note 1: Details of scheme as per BENPOS as on 31st December 2019**

S.No	ISIN	Particulars of the Scheme	No. of Debentures held
1	INE01HV07015	Franklin India Short Term Income Plan	1,390
2		Franklin India Credit Risk Fund	400
3		Franklin India Ultra Short Bond Fund	200
Total			1,990

****Note 2: Details of Debenture holders as per BENPOS as on 31st December 2019**

S.No	ISIN	Particulars of the holders	No. of Debentures held
1	INE01HV07023	Sajili Rajesh Shirodkar	10
2		Vivek Singhal	5
3		Bel-Air Resorts Private Limited	5
4		Jethanand Mahadevmal Fulwani	5
5		Amit Das	4
6		Atul Gaur	3
7		Jashvant C Raval	3
8		Sheetal Dilip Kulkarni	3
9		Rebecca Elias	3
10		Elijah Aaron Elias	2
11		Anurag Ajit Choudhary	2
12		Aakash Yogendralal Shah	2
13		Saroj Agarwal	2
14		Amit Agarwal	2
15		Shilpa Goel	2
16		Sachin Raghunandan Kotangale	2
17		Kailash Nath Agarwal	2
18		Sujan Sinha	1
19		Armaan Haresh Samtani	1
20		Shrikrishna Dattatray Naik	1
21		Himanshu Satyanarayan Seksaria	1
22		Hetal Surendra Desai	1
23		Seema Jain	1
24		Ram Kanwar Garg	1
25		Subrata Chatterjee	1
26		Ajay Harish Lakhani	1
27		Simran Ramesh Pohani	1
28		Vrunda Kashinath Bhagat	1
29		Rekha Prafull Satam	1
30		Anurag Mehra	1
Total			70





****Note 3: Details of Funds as per BENPOS as on 31st December 2019**

S.No	ISIN	Particulars of the fund	No. of Debentures held
1	INE01HV07031	Reliance Capital Trustee Co Ltd-A/C Nippon India Hybrid Bond Fund	150
2		Reliance Capital Trustee Co Ltd-A/C Nippon India Fixed Horizon Fund - XXXVIII - Series 11	150
3		Reliance Capital Trustee Co Ltd-A/C Nippon India Fixed Horizon Fund - XXXIX - Series 5	100
Total			400

****Note 4: Details of Debenture holders as per BENPOS as on 31st December 2019**

S.No	ISIN	Particulars	No. of Debentures held
1	INE01HV07049	Sachin Bansal	200
2	INE01HV07056	Sachin Bansal	200
Total			400



Annexure 2

Name of the Company: Vivriti Capital Private Limited

Quarterly Compliance as on 31st December 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 Debentur e Redempt ion Reserve, if applicabl e - Status thereof
1	CL/MUM/18-19/DEB/760	15-Mar-2019	INE01HV07015	1,99,00,00,000	Listed	Secured	Nil	NA	NA	NA	[ICRA] A- ; Stable	3 (Three)	NA

For Vivriti Capital Private Ltd.

Company Secretary



2	CL/MUM/ 19- 20/DEB/13 4	25- June- 2019	INE01HV 07023	7,00,00,0 00	Listed	Secured	Nil	NA	NA	PP-MLD [ICRA] A- ; Stable	30 (Thirty)	NA
3	CL/MUM/ 19- 20/DEB/25 4	14- Aug- 2019	INE01HV 07031	40,00,00, 000	Listed	Secured	Nil	NA	NA	[ICRA] A- ; Stable	3 (Three)	NA
4	CL/MUM/ 19- 20/DEB/26 2	22- Aug- 2019	INE01HV 07049	20,00,00, 000	Listed	Secured	Nil	NA	NA	[ICRA] A- ; Stable	1 (One)	NA
5	CL/MUM/ 19- 20/DEB/26 2	22- Aug- 2019	INE01HV 07056	20,00,00, 000	Listed	Secured	Nil	NA	NA	[ICRA] A- ; Stable	1 (One)	NA

For Vivriti Capital Private Ltd.



PS
Company Secretary





**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

Annexure - 3

Chennai

13-01-2020
Date :

To,
Catalyst Trusteeship Limited
83-87, 8th Floor, B wing, Mittal Tower, Nariman Point, Mumbai,
Maharashtra -400021

Subject: Book debt hypothecation for Vivriti Capital's NCD (ISIN – INE01HV07056
INE01HV07049) issued on 27th August 2019, subscribed by BACQ Acquisitions Private Limited.

Dear Sir, Ma'am,

Please find below the list of assets that have been exclusively hypothecated against the NCD, (ISIN – INE01HV07056, INE01HV07049), of INR 40 Crores for the month of December 2019 as per the subject.

NCD Outstanding on 31st December 2019 - INR 40,00,00,000/-

Assets to be exclusively hypothecated against the outstanding NCD amount - INR 44,00,00,000
(1.10x)

Client	Product	Disb Date	Loan Outstanding
Oxyzo Financial Services Private Limited	TL	27-Jun-19	46156189
Mintifi Finserve Pvt Ltd	TL	28-Jun-19	10324954
Amrit Malwa Capital Limited	TL	01-Aug-19	44175751
D. S. Integrated Finsec Pvt. Ltd.	TL	21-Aug-19	18702129
Taraashna Servcies Limited	TL	27-Aug-19	44285362
Centrum Microcredit Limited	TL	03-Sep-19	42470643
M Power Micro Finance Private Limited	TL	03-Sep-19	44782020
Amrit Malwa Capital Limited	TL	16-Sep-19	46571452
Amrit Malwa Capital Limited	TL	30-Sep-19	46531476
Berar Finance Limited	TL	22-Oct-19	48747071
Sambandh Finserve Private Limited	TL	01-Nov-19	48109914
Total			440856961

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Chennai

Date : 13-01-2020

To,
 Catalyst Trusteeship Limited
 83-87, 8th Floor, B wing, Mittal Tower, Nariman Point, Mumbai,
 Maharashtra -400021

Subject: Book debt hypothecation for Vivriti Capital's NCD (ISIN – INE01HV07031) issued on 17th August 2019, subscribed by Nippon India Mutual Fund.

Dear Sir, Ma'am,

Please find below the list of assets that have been exclusively hypothecated against the NCD, (ISIN – INE01HV07031), for the month of December 2019 as per the subject.

NCD Outstanding on 31st December 2019 - INR 35,00,00,000/-

Assets to be exclusively hypothecated against the outstanding NCD amount - INR 38,50,00,000 (1.10x)

Clients	Product	Disb Date	Amount Outstanding
RBSG Capital Private Limited	TL	23-Jan-19	2,29,05,829
UpMoney Limited	TL	19-Mar-19	7,94,39,465
Orange Retail Finance India Private Limited	TL	19-Mar-19	7,86,23,755
Ess Kay Fincorp Limited	TL	30-Mar-19	8,16,53,036
Five-Star Business Finance Limited	TL	30-Mar-19	4,41,66,043
Laxmi India Finleasecap Private Limited	TL	24-May-19	4,16,99,525
Community Finance Private Limited	TL	30-Sep-19	3,85,14,073
Total			38,70,01,726

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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

Date :

Chennai

13-01-2020

To,
Catalyst Trusteeship Limited
83-87, 8th Floor, B wing, Mittal Tower, Nariman Point, Mumbai,
Maharashtra -400021

Subject: Book debt hypothecation for Vivriti Capital's NCD (ISIN – INE01HV07023) issued on 26th June 2019, subscribed LadderUp Wealth management Private Limited.

Dear Sir, Ma'am,

Please find below the list of assets that have been exclusively hypothecated against the MLD, (ISIN – INE01HV07023), of INR 7 Crores for the month of December 2019 as per the subject.

MLD Outstanding on 31st December 2019 - INR 7,00,00,000/-

Assets to be exclusively hypothecated against the outstanding MLD amount - INR 7,35,00,000 (1.10x)

Name	Product	Disb Date	On Book
Save Microfinance Pvt. Ltd.	TL	30-03-2019	3,29,01,998.71
Up money Limited	TL	24-05-2019	4,20,34,533.18
Total			7,49,36,531.89

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

Date :

Chennai

13-01-2020

To,

Catalyst Trusteeship Limited

83-87, 8th Floor, B wing, Mittal Tower, Nariman Point, Mumbai,
Maharashtra -400021

Subject: Book debt hypothecation for Vivriti Capital's NCD (ISIN – INE01HV07015) issued on 18th March 2019, subscribed by Franklin Templeton

Dear Sir, Ma'am,

Please find below the list of assets that have been exclusively hypothecated against the NCD, ISIN INE01HV07015, of INR 199 Crores for the month of December 2019 as per the subject.

NCD Outstanding on 31st December 2019 - INR 199,00,00,000

Assets to be exclusively hypothecated against the outstanding NCD amount - INR 208,95,00,000
(1.05x)

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Name	Product	Disbursement Date	Amount Hypothecated (exclusively against NCD) (31/12/2019)
Up Money Limited	TL	18-01-2019	4,09,32,282
Satin Housing Finance Ltd	TL	19-01-2019	4,29,09,873
Midland Microfin Ltd	TL	22-01-2019	2,85,81,368
Visage Holdings and Finance Pvt Ltd	NCD	24-01-2019	7,50,00,000
Namdev Finvest Pvt Ltd	TL	11-02-2019	4,21,43,556
Namdev Finvest Pvt Ltd	TL	15-02-2019	4,20,48,175
Si Creva Capital Services Pvt Ltd	TL	15-02-2019	3,83,62,552
Visage Holdings and Finance Pvt Ltd	NCD	25-02-2019	7,50,00,000
Bhanix Finance And Investment Limited	TL	07-03-2019	1,34,37,162
Origo Finance Pvt Ltd	TL	11-03-2019	3,03,98,918
Si Creva Capital Services Pvt Ltd	TL	19-03-2019	3,95,76,818
Namdev Finvest Pvt Ltd	TL	19-03-2019	4,28,61,827
Satya Microcapital Ltd	TL	19-03-2019	7,89,55,866
Capital Trust Ltd	TL	20-03-2019	6,55,55,771
Shri Ram Finance Corporation Pvt Ltd	NCD	20-03-2019	20,00,00,000
Oxyzo Financial Services Pvt Ltd (OfBusiness)	TL	22-03-2019	7,59,64,761
Pahal Financial Services Pvt Ltd	NCD	25-03-2019	6,00,00,000
Altum Credo Home Finance Pvt Ltd	TL	26-03-2019	88,94,794
Namdev Finvest Pvt Ltd	TL	29-03-2019	4,26,26,474
Save Financial Services Pvt Ltd	TL	04-04-2019	3,92,98,417
Satin Housing Finance Ltd	TL	18-04-2019	4,49,43,649
Annapurna Finance Pvt Ltd	NCD	02-05-2019	30,00,00,000
Brandzstorm india Marketing Pvt Ltd	TL	27-05-2019	7,36,67,803
Trishashna Holdings & Investments Private Limited	TL	18-06-2019	23,33,33,333
Satya Microcapital Ltd	TL	19-08-2019	4,54,20,016
Ashish Securities Pvt Ltd	TL	21-08-2019	4,25,46,244
KrazyBee Services Private Limited	TL	29-08-2019	14,66,66,667
Pahal Financial Services Pvt Ltd	TL	18-09-2019	5,48,39,673
Sonata Finance Private Limited	TL	20-09-2019	6,56,25,000
Total			2,08,95,90,999.03

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Annexure-4

10th February 2020

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 31st December 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
3	INE01HV07031	Listed	40.0	40.0	1.10 times	44.00
4	INE01HV07049	Listed	20.0	20.0	1.10 times	22.00
5	INE01HV07056	Listed	20.0	20.0	1.10 times	22.00

*Book debts outstanding as on 31st December 2019

For and on behalf of Vivriti Capital Private Limited

For Vivriti Capital Private Limited


Gaurav Kumar
Managing Director

Gaurav Kumar
Managing Director
DIN: 07767248





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

Annexure - 5

Date :
13.01.2020

FUND UTILIZATION CERTIFICATE

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 31st December 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 Ladder-Up Wealth Management Private Limited Debenture holders, on 27th June 2019.

III. 16th August 2019 INR 40,00,00,000 (Indian Rupees Forty Crores only) for the purpose of providing debt financing for loan portfolio growth as stipulated in Information Memorandum dated 16th August 2019 and allotted the said Debentures to Reliance Mutual Funds, on 17th August 2019.

IV. 26th August 2019 INR 40,00,00,000 (Indian Rupees Forty Crores only) for the purpose of providing debt financing for loan portfolio growth as stipulated in Information Memorandum dated 26th August 2019 and allotted the said Debentures to BAC Acquisitions Private Limited, on 27th August 2019.

I have reviewed the said Information Memorandum dt. 18th March 2019, 26th June 2019, 16th August 2019 and 26th August 2019 and also books of accounts of the company and based on such review certify that:

The company has used the proceeds of the said Bonds for the purpose as mentioned in the Information Memorandum dt. 18th March 2019, 26th June 2019, 16th August 2019 and 26th August 2019.

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;

There are no events / change / action / proceedings / attachments affecting or likely to affect the interest of Debenture-holders

Place: Chennai

Date: 13-01-2020

UDIN - 20019118AAAAA03349





Anneaux - 5

CERTIFICATE

Date :

We 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 31st December 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
3	INE01HV07031	Listed	40.0	35.0	1.10 times	38.50
4	INE01HV07056	Listed	20.0	20.0	1.10 times	22.00
5	INE01HV07049	Listed	20.0	20.0	1.10 times	22.00

*Book debts outstanding as on 31st December 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:

- 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.
- 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.
- The above NCDs were secured by hypothecation of specific receivables of the Company.
- The Company has complied all the financial covenants and affirmative covenants as envisaged in the Debenture Trust Deed.
- 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.

Place: Chennai

Date: 13-01-2020

UDN - 20019118AAAAA0B349

