

To

NATIONAL STOCK EXCHANGE
 OF INDIA LTD
 Exchange Plaza, 5th Floor,
 Plot no. C/1, G Block,
 Bandra – Kurla Complex,
 Mumbai- 400 001

To

BSE LTD
 P J Towers
 Dalal Street
 Mumbai- 400 001

Dear Sir/Madam,

Re: Statutory Compliance – Periodical Report for the half year ended on March 31, 2015 for NCDs Public Issues 2012, 2013 & 2014.

We submit the followings as required under the clause 6 of Debt Listing Agreement. we state as under:-

1. Details of listed NCDs:

| NCDs Public Issues | Date of Allotment | Date of Prospectus | No. of NCDs allotted | Face value (₹) | Amt. of Issue (₹ in Crs.) |
|--------------------|-------------------|--------------------|----------------------|----------------|---------------------------|
| 2012 | October 6,2012 | August 31,2012 | 43,36,014 | 1000 | 433.60 |
| 2013 | January 4,2014 | November 18,2013 | 15,36,106 | 1000 | 153.61 |
| 2014 | May 3,2014 | March 24, 2014 | 20,00,000 | 1000 | 200.00 |

2. Details of Credit rating:

| NCDs Public Issues | Credit Rating Agency | Rating at the time of Issue | Latest Credit rating | Remarks |
|--------------------|----------------------|-----------------------------|----------------------|--|
| 2012 | CARE | CARE AA | CARE AA+ | CARE has upgraded its rating on July 21,2014 |
| 2013 | CARE | CARE AA | CARE AA+ | |
| 2014 | CARE | CARE AA | CARE AA+ | |

3. Assets Cover and Debt Equity ratio

| NCDs Public Issue | Assets Cover ratio | Debt Equity Ratio |
|-------------------|--------------------|-------------------|
| 2012 | 1.27 | 2.97 |
| 2013 | 1.43 | |
| 2014 | 1.13 | |

4. The following is the due date for payment of interest and actual date of payment of interest of the aforesaid NCDs Public Issues. Interest was paid in different modes.

| NCDs Public Issues | Due Date of Payment of Interest | Actual Date of Payment | Amount of interest Due (₹ in Crs) | Amount of interest Paid (₹ in Crs) |
|--------------------|---------------------------------|------------------------|-----------------------------------|------------------------------------|
| 2012 | April 1,2015 | March 31,2015 | 42.05 | 42.05 |
| 2013 | January 4,2015 | January 5,2015 | 11.04 | 11.04 |
| 2014 | May 3,2015 | NA | NIL | NIL |



Shriram City Union Finance Limited

Business Solution Centre, 144, Santhome High Road, Mylapore, Chennai – 600 004. Ph: +91 44 4392 5300, Fax: +91 44 4392 5430

Regd. Office: 123, Angappa Naicken Street, Chennai - 600 001. Ph : +91 44 2534 1431

E-mail : shriramcity@shriramcity.in Website : www.shriramcity.in

Corporate Identification Number (CIN) L65191TN1986PLC012840

**SHRIRAM City**

5. The next due date of payment of Principal and Interest is as follows:

MONEY WHEN YOU NEED IT MOST

| NCDs Public Issues | Options/Series | Interest | | Principal | |
|--------------------------|----------------|-------------|------------------------|-------------|------------------------|
| | | No.of.years | Due date of payment | No.of.years | Due date of payment |
| 2012 | | | | | |
| | Option I | 3 Years | Apr 1,2016 | 3 Years | Oct 6,2015 |
| | Option II | 5 Years | Apr 1,2016 | 5 Years | Oct 6,2017 |
| | Option III | - | | 3 Years | Oct 6,2015 |
| | Option IV | - | | 5 Years | Oct 6,2017 |
| 2013 | | | | | |
| | Series I | 3 Years | Jan 4,2016 | 3 Years | Jan 4,2017 |
| | Series II | 4 Years | Jan 4,2016 | 4 Years | Jan 4,2018 |
| | Series III | 5 Years | Jan 4,2016 | 5 Years | Jan 4,2019 |
| | Series IV | - | | 3 Years | Jan 4,2017 |
| | Series V | - | | 4 Years | Jan 4,2018 |
| | Series VI | - | | 5 Years | Jan 4,2019 |
| | Series VII | 5 Years | Jan 4,2016 | 5 Years | Jan 4,2019 |
| 2014 | | | | | |
| | Series I | 2 Years | May 4,2015 | 2 Years | May 3,2016 |
| | Series II | 3 Years | May 4,2015 | 3 Years | May 3,2017 |
| | Series III | 5 Years | May 4,2015 | 5 Years | May 3,2019 |
| | Series IV | - | | 2 Years | May 3,2016 |
| | Series V | - | | 3 Years | May 3,2017 |
| | Series VI | - | | 5 Years | May 3,2019 |

6. We confirm that the information submitted as above are true and correct and the undersigned has authority to submit the same to you and that we are aware that above information is expected to be placed on the website of your Stock Exchange and that of Debenture Trustees.

Thanking you,
Yours faithfully,

For **SHRIRAM CITY UNION FINANCE LIMITED**For **GDA TRUSTEESHIP LTD**


Subhasri Sriram
Executive Director & CFO




AUTHORISED SIGNATORY

**Shriram City Union Finance Limited**

Business Solution Centre, 144, Santhome High Road, Mylapore, Chennai – 600 004. Ph: +91 44 4392 5300, Fax: +91 44 4392 5430

Regd. Office: 123, Angappa Naicken Street, Chennai - 600 001. Ph : +91 44 2534 1431

E-mail : shriramcity@shriramcity.in Website : www.shriramcity.in

Corporate Identification Number (CIN) L65191TN1986PLC012840

To

IDBI Trusteeship Service Ltd
Asian Building, Ground Floor,
17, R. Kamani Marg, Ballard Estate,
Mumbai – 400 001

To

GDA Trusteeship Ltd.
GDA House, Plot No. 85,
Bhusari Colony, Paud Road,
Pune – 411 038.

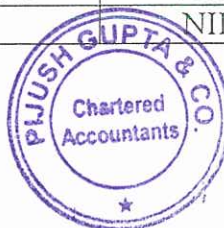
M/s. Shriram City Union Finance Ltd having its Registered Office at 123, Angappa Naicken Street, Chennai – 600 001 (Company) came out with NCDs Public Issues vide Prospectus dated August 1,2011, August 31,2012, November 18,2013 and March 24,2014. (hereinafter referred respectively as NCD Public Issue 2011, NCD Public Issue 2012, NCD Public Issue 2013 and NCD Public Issue 2014).

1. The Company has created the following Debenture Redemption Reserve (DRR) as required under the Clause 16 of SEBI (Issue and Listing of Debt Securities) Regulation 2008 and as per provisions of Companies Act, 2013 and Companies (Share Capital and Debentures) Rules, 2014

| NCD Public Issues | Outstanding amount (₹ in Crores) | Average Tenure | DRR to be created (₹ in Crores) | DRR per month (₹ in Crores) | No. of months passed | DRR (₹ in Crores) as on March 31,2015 |
|-------------------|-------------------------------------|----------------|------------------------------------|-----------------------------|----------------------|---|
| 2011 | 308.61 | 60.00 | 77.15 | 1.29 | 43 | 55.29 |
| 2012 | 433.60 | 42.15 | 108.40 | 2.70 | 30 | 81.07 |
| 2013 | 153.61 | 49.01 | 38.40 | 0.83 | 15 | 12.50 |
| 2014 | 200.00 | 43.06 | 50.00 | 1.34 | 12 | 16.08 |

2. The followings are the due date for payment of interest and actual date of payment of interest of the above said NCDs issued to Public. Interest was paid in different modes.

| NCD Public Issues | Due date of Payment Interest | Actual Date of Payment | Amount Due (₹ In Crores) | Amount Paid (₹ in Crores) |
|-------------------|------------------------------|------------------------|-----------------------------|------------------------------|
| 2011 | April 1, 2012 | March 31,2012 | 53.20 | 53.20 |
| | April 1, 2013 | March 30,2013 | 89.42 | 89.42 |
| | April 1,2014 | March 31, 2014 | 89.42 | 89.42 |
| | April 1,2015 | March 31, 2015 | 36.94 | 36.94 |
| 2012 | April 1, 2013 | March 30,2013 | 20.15 | 20.15 |
| | April 1, 2014 | March 30, 2014 | 41.16 | 41.16 |
| | April 1, 2015 | March 31, 2015 | 42.05 | 42.05 |
| 2013 | January 4, 2015 | January 5,2015 | 11.04 | 11.04 |
| 2014 | May 3,2015 | NA | NIL | NIL |



3. The assets charged to NCD holders for the above said NCD Public Issues are available and are adequate to discharge the interest and principal amount payable in respect of the said NCDs. On the basis of unaudited financial statement the following are the asset cover ratio as on March 31 , 2015 for the above said NCDs

| NCDs Public Issues | Asset cover ratio |
|--------------------|-------------------|
| 2011 | 1.11 |
| 2012 | 1.27 |
| 2013 | 1.43 |
| 2014 | 1.13 |

4. Status of grievances of the NCD holders of the aforesaid NCD Public Issuer as certified by the respective register and transfer agent ("RTA") to issue that is, Integrated Enterprises (India) Limited (IEP) and Shriram Insight Share Brokers Limited (SISBL) are as under

| Sl.No. | NCD Public Issues | Number of Grievances Received | Nature of Grievances received | Number of Grievances resolved | Number of Grievances pending | RTA |
|--------|-------------------|-------------------------------|-------------------------------|-------------------------------|------------------------------|-------|
| 1. | 2011 | 6 | Communication | 6 | NIL | IEP |
| 2. | 2012 | 3 | Communication | 3 | NIL | IEP |
| 3 | 2013 | 3 | Communication | 3 | NIL | SISBL |
| 4 | 2014 | 1 | Communication | 1 | NIL | SISBL |



5. The following are the details of credit rating obtained by the company for the aforesaid NCDs Public Issues.

| NCDs Public Issues | Credit rating Agency | Rating at the time of Issue | Present rating | Remarks |
|--------------------|----------------------|-----------------------------|--------------------|--|
| 2011 | CRISIL | CRISILAA-/ Stable | CRISIL AA-/ Stable | remains same |
| 2012 | CARE | CARE AA | CARE AA+ | CARE has upgraded its rating on July 21,2014 |
| 2013 | CARE | CARE AA | CARE AA+ | |
| 2014 | CARE | CARE AA | CARE AA+ | |

7. The Debt Equity ratio for the period ended March 31, 2015 is 2.97 times on the basis of unaudited financial statement of the Company.

Place: Chennai

Date : April 28, 2015



For Pijush Gupta & Co.
Firm Registration No. 309015E
Chartered Accountants


Ramendra Nath Das

Partner

Membership No: 014125

PART I: STATEMENT OF AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2015

| Sl. No. | Particulars | STANDALONE | | | | | CONSOLIDATED | | | | |
|---------|--|--------------------------|-------------------------------|--------------------------|--------------------------|--------------------------|--------------------------|-------------------------------|--------------------------|--------------------------|--------------------------|
| | | Quarter Ended | | Year ended | | | Quarter Ended | | Year ended | | |
| | | March 31, 2015 (Audited) | December 31, 2014 (Unaudited) | March 31, 2014 (Audited) | March 31, 2014 (Audited) | March 31, 2014 (Audited) | March 31, 2015 (Audited) | December 31, 2014 (Unaudited) | March 31, 2014 (Audited) | March 31, 2014 (Audited) | March 31, 2014 (Audited) |
| 1 | Income from Operations | | | | | | | | | | |
| | (a) Net Sales/Income from Operations | 89,203 | 89,556 | 82,208 | 3,48,224 | 3,19,133 | 91,912 | 91,730 | 83,280 | 3,56,170 | 3,22,556 |
| | (b) Other Operating Income | - | - | - | - | - | - | - | - | - | - |
| | Total income from operations | 89,203 | 89,556 | 82,208 | 3,48,224 | 3,19,133 | 91,912 | 91,730 | 83,280 | 3,56,170 | 3,22,556 |
| 2 | Expenses | | | | | | | | | | |
| | (a) Employee Benefit Expense | 12,179 | 11,077 | 6,905 | 41,156 | 27,076 | 12,635 | 11,453 | 7,163 | 42,633 | 28,033 |
| | (b) Depreciation and amortization Expense | 921 | 975 | 756 | 4,266 | 2,955 | 945 | 999 | 774 | 4,365 | 3,022 |
| | (c) Provision and written offs | 10,699 | 11,713 | 9,885 | 45,380 | 38,419 | 10,796 | 11,904 | 9,927 | 45,819 | 38,562 |
| | (d) Other Expenses | 10,859 | 11,626 | 11,295 | 43,937 | 42,355 | 11,546 | 12,391 | 11,602 | 46,200 | 43,627 |
| | Total expenses | 34,658 | 35,391 | 28,841 | 1,34,739 | 1,10,805 | 35,922 | 36,747 | 29,468 | 1,39,017 | 1,13,244 |
| 3 | Profit from Operations before Other Income, Interest & Exceptional items (1-2) | 54,545 | 54,165 | 53,367 | 2,13,485 | 2,08,328 | 55,990 | 54,983 | 53,814 | 2,17,153 | 2,09,312 |
| 4 | Other income | 921 | 689 | 10 | 4,939 | 4,729 | 1,045 | 700 | 114 | 5,118 | 5,316 |
| 5 | Profit before Finance Cost & Exceptional Items (3+4) | 55,466 | 54,854 | 53,377 | 2,18,424 | 2,13,057 | 57,035 | 55,683 | 53,928 | 2,22,271 | 2,14,628 |
| 6 | Finance Cost | 33,032 | 32,834 | 31,959 | 1,34,315 | 1,35,071 | 33,783 | 33,254 | 31,937 | 1,35,592 | 1,35,070 |
| 7 | Profit after Finance Cost but before Exceptional Items (5-6) | 22,434 | 22,020 | 21,418 | 84,109 | 77,986 | 23,252 | 22,429 | 21,991 | 86,679 | 79,558 |
| 8 | Exceptional items | - | - | - | - | - | - | - | - | - | - |
| 9 | Profit before tax (7-8) | 22,434 | 22,020 | 21,418 | 84,109 | 77,986 | 23,252 | 22,429 | 21,991 | 86,679 | 79,558 |
| 10 | Tax Expenses (including Deferred Tax) | 7,474 | 7,726 | 6,675 | 28,303 | 25,872 | 7,635 | 7,964 | 6,739 | 29,144 | 26,017 |
| 11 | Net Profit after tax (9-10) | 14,960 | 14,294 | 14,743 | 55,806 | 52,114 | 15,616 | 14,465 | 15,252 | 57,535 | 53,541 |
| 12 | Minority Interest | - | - | - | - | - | 78 | 110 | 118 | 393 | 325 |
| 13 | Net Profit/(Loss) after Taxes and Minority Interest (11-12) | 14,960 | 14,294 | 14,743 | 55,806 | 52,114 | 15,538 | 14,355 | 15,136 | 57,142 | 53,216 |
| 14 | Paid up Equity Share Capital (Face Value of ₹ 10/- per share) | 6,591 | 6,591 | 5,928 | 6,591 | 5,928 | 6,591 | 6,591 | 5,928 | 6,591 | 5,928 |
| 15 | Reserves (excluding Revaluation reserves) | - | - | - | 4,03,524 | 2,83,899 | - | - | - | 4,15,009 | 2,94,049 |
| 16 | Earnings Per Share (EPS) in ₹ (Not Annualised) | | | | | | | | | | |
| | (a) Basic | 22.70 | 21.69 | 24.87 | 86.18 | 89.76 | 23.58 | 21.78 | 25.53 | 88.24 | 91.66 |
| | (b) Diluted | 22.66 | 21.65 | 24.81 | 86.03 | 89.53 | 23.54 | 21.75 | 25.47 | 88.09 | 91.43 |

PART II: SELECT INFORMATION FOR THE QUARTER AND YEAR ENDED MARCH 31, 2015

| | | | | | | | | | | | |
|---|---|-------------|-------------|-------------|-------------|-------------|-------------|-------------|-------------|-------------|-------------|
| A | Particulars of Shareholding | | | | | | | | | | |
| 1 | Public Shareholding | | | | | | | | | | |
| | (a) Number of Shares | 4,36,36,735 | 4,36,36,295 | 3,70,15,555 | 4,36,36,735 | 3,70,15,555 | 4,36,36,735 | 4,36,36,295 | 3,70,15,555 | 4,36,36,735 | 3,70,15,555 |
| | (b) Percentage of Shareholding (% to Total Share Capital of the Company) | 68.21% | 68.21% | 62.44% | 68.21% | 62.44% | 68.21% | 68.21% | 62.44% | 68.21% | 62.44% |
| 2 | Promoters and Promoter Group Shareholding | | | | | | | | | | |
| | (a) Pledged/Encumbered | | | | | | | | | | |
| | i. Number of Shares | - | - | - | - | - | - | - | - | - | - |
| | ii. Percentage of Shares (% of Total Share Holding of Promoters & Promoter Group) | - | - | - | - | - | - | - | - | - | - |
| | iii. Percentage of Shares (% of Total Share Capital of Company) | - | - | - | - | - | - | - | - | - | - |
| | (b) Non-encumbered | | | | | | | | | | |
| | i. Number of Shares | 2,22,68,877 | 2,22,68,877 | 2,22,68,877 | 2,22,68,877 | 2,22,68,877 | 2,22,68,877 | 2,22,68,877 | 2,22,68,877 | 2,22,68,877 | 2,22,68,877 |
| | ii. Percentage of Shares (% of Total Share Holding of Promoters & Promoter Group) | 100.00% | 100.00% | 100.00% | 100.00% | 100.00% | 100.00% | 100.00% | 100.00% | 100.00% | 100.00% |
| | iii. Percentage of Shares (% of Total Share Capital of Company) | 33.79% | 33.79% | 37.56% | 33.79% | 37.56% | 33.79% | 33.79% | 37.56% | 33.79% | 37.56% |

B. Information on Investor (Shareholders) complaints for the quarter ended March 31, 2015

| Particulars | Pending as at the beginning of the quarter | Received during the quarter | Disposed during the quarter | Remaining unresolved at the end of the quarter |
|----------------------|--|-----------------------------|-----------------------------|--|
| Number of Complaints | Nil | Nil | Nil | Nil |

Notes:

- There has been no change in accounting policies followed during the year ended March 31, 2015, as compared to those in the preceding financial year ended March 31, 2014, except as mentioned in para 7.
- The above results have been reviewed by the Audit and Risk Management committee and approved by the Board of Directors at their respective meetings held on April 28, 2015.
- The above financial results have been subjected to audit by the statutory auditors and the statutory auditors have expressed an unqualified opinion.
- The Company operates in single reportable segment as per Accounting Standard 17.
- During the year ended March 31, 2015 the company had issued and allotted secured redeemable non-convertible debentures amounting to ₹ 20,000 lacs in terms of prospectus dated March 24, 2014 and the amount so raised was utilized as mentioned under the heading Objects of the Issue in the prospectus.
- During the year ended March 31, 2015 the company allotted 41340 equity shares of ₹10/- each to its employees under the Employees Stock Option Scheme 2006.
- During the year the company reassessed the remaining useful life of assets from April 1, 2014 as required under the Companies Act 2013, which required change in rates of depreciation. Accordingly, depreciation of ₹ 366.39 lacs on account of assets where useful life is already exhausted as on 31st March 2014 has been adjusted against retained earnings. Had there been no change in rates of depreciation on assets, depreciation for the financial year would have been lower by ₹ 1422.24 lacs.
- During the year ended March 31, 2015, the company issued and allotted 65,79,940 numbers of fully paid up equity shares of ₹ 10/- each for cash at a price of ₹ 1,200/- per Equity Share (including a premium of ₹ 1,190/- per Equity Share) aggregating to ₹ 78,958.08 lacs to M/s Piramal Enterprises Limited ("PEL") on preferential basis on June 3, 2014 in terms of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009.
- The Board of Directors at their meeting held on April 28, 2015 recommended a Final Dividend of ₹ 10.50/- per equity share of ₹ 10/- each to shareholders whose names appear in the Register of Members on July 21, 2015 being the record date, subject to the approval of Equity Shareholders at the Annual General Meeting of the Company. This is in addition to the interim dividend of ₹ 4.50/- per equity share paid on November 21, 2014.
- The figures for the previous periods / years have been regrouped / rearranged where ever necessary to conform to the current period/year presentation.
- The figures for the Quarter Ended March 31, 2015 are the balancing figures between the audited figures for the full Financial Year Ended March 31, 2015 and figures upto December 31, 2014.
- The results of the Company are available at www.bseindia.com, www.nseindia.com and www.shriramcity.in.

Statement of audited Assets and Liabilities

| S.No | Particulars | STANDALONE | | CONSOLIDATED | |
|------|-----------------------------------|--------------------------------|--------------------------------|--------------------------------|--------------------------------|
| | | As at March 31, 2015 (Audited) | As at March 31, 2014 (Audited) | As at March 31, 2015 (Audited) | As at March 31, 2014 (Audited) |
| | | ₹ in lacs | ₹ in lacs | ₹ in lacs | ₹ in lacs |
| A | Equity and Liabilities | | | | |
| 1 | Shareholders' Funds | | | | |
| | (a) Share capital | 6,591 | 5,928 | 6,591 | 5,928 |
| | (b) Reserves and surplus | 4,03,524 | 2,83,899 | 4,15,009 | 2,94,049 |
| | | 4,10,115 | 2,89,827 | 4,21,600 | 2,99,977 |
| 2 | Non-current liabilities | | | | |
| | (a) Long-term borrowings | 7,73,288 | 8,93,035 | 8,08,974 | 8,93,035 |
| | (b) Other long-term liabilities | 35,275 | 37,235 | 35,412 | 37,352 |
| | (c) Long-term provisions | 8,710 | 5,677 | 9,329 | 5,315 |
| | | 8,17,273 | 9,35,947 | 8,53,715 | 9,35,702 |
| 3 | Current liabilities | | | | |
| | (a) Short-term borrowings | 1,17,745 | 38,355 | 1,17,745 | 38,355 |
| | (b) Other current liabilities | 4,14,202 | 3,42,393 | 4,19,783 | 3,42,508 |
| | (c) Short-term provisions | 44,467 | 31,791 | 44,520 | 31,816 |
| | | 5,76,414 | 4,12,539 | 5,82,056 | 4,12,679 |
| 4 | Minority Interest | - | - | 8,254 | 7,862 |
| 5 | Total | 18,03,802 | 16,38,313 | 18,65,625 | 16,56,820 |
| B | ASSETS | | | | |
| 1 | Non-current assets | | | | |
| | (a) Fixed assets: | | | | |
| | (i) Tangible assets | 7,546 | 9,126 | 7,654 | 9,234 |
| | (ii) Intangible assets | 680 | 1,016 | 687 | 1,061 |
| | (b) Non-current investments | 25,379 | 16,845 | 10,165 | 1,236 |
| | (c) Deferred tax assets | 3,095 | 1,804 | 3,118 | 1,881 |
| | (d) Long-term loans and advances | 5,32,088 | 4,24,238 | 6,03,125 | 4,55,396 |
| | (e) Other non-current assets | 13,723 | 10,895 | 13,722 | 10,895 |
| | | 5,82,511 | 4,63,924 | 6,38,471 | 4,79,703 |
| 2 | Current assets | | | | |
| | (a) Current Investment | 72,789 | 45,910 | 73,465 | 46,171 |
| | (b) Cash and bank balances | 78,143 | 2,47,289 | 80,280 | 2,48,516 |
| | (c) Short-term loans and advances | 10,56,941 | 8,63,213 | 10,59,983 | 8,64,452 |
| | (d) Other current assets | 13,418 | 17,977 | 13,426 | 17,978 |
| | | 12,21,291 | 11,74,389 | 12,27,154 | 11,77,117 |
| | Total | 18,03,802 | 16,38,313 | 18,65,625 | 16,56,820 |

Place : Chennai
Date : April 28, 2015

By order of the Board
For Shriram City Union Finance Limited
sd/-
R. Durvasan
Managing Director
DIN: 00223052