

No.CTL/DEB/19-20/Noting Certificate/3425

May 17, 2019

To Whomsoever It May Concern,

CERTIFICATE FOR RECEIPT AND NOTING OF INFORMATION

[Pursuant to Regulation 52(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

We, Catalyst Trusteeship Limited (“**Debenture Trustee**”) hereby confirm that we have received and noted the information, as specified under regulation 52(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 (“**Regulations**”), provided to us by **Kogta Financial (India) Limited** (“**the Company**”) for the Half year ended March 31, 2019.

This Certificate is being issued pursuant to the requirements of regulation 52(5) of the aforesaid Regulations, for onward submission to Stock Exchange(s) by the Company.

For Catalyst Trusteeship Limited



Authorised Signatory

Encl: Results submitted by Company



May 17, 2019

To,
Catalyst Trusteeship Limited
Office No. 83 – 87, 8th floor,
'Mittal Tower', 'B' Wing,
Nariman Point, Mumbai – 400021,
Maharashtra.

Sub.: Listed NCD – Statutory Compliance Report for the half year ending March 31, 2019.

Dear Sir/Ma'am,

This is with reference to your letter No. CTL/MUM/Compliance/Half-Yearly/2018-19/3641 dated March 29, 2019 and as per applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submitting the following: -

- a) Audited financial results for the half year ended as on March 31, 2019 – **enclosed herewith.**
- b) Credit rating and change in credit rating:

The Credit Analysis & Research Limited (CARE), ICRA Limited and CRISIL Limited have assigned following ratings to the Company:

Facility	March 31 st , 2019	March 31 st , 2018
Long term bank facilities	CARE BBB+ (Outlook: Stable)	CARE BBB (Outlook: Stable)
Secured Debentures	CARE BBB+ (Outlook: Stable)	CARE BBB (Outlook: Stable)
Unsecured Debentures	[ICRA]AA-(SO) (Stable)	-
Subordinated Non-Convertible Debentures	CRISIL BBB/Positive	CRISIL BBB-/Positive

- c) **Asset cover available, in case of non-convertible debt securities:** Not Applicable
- d) **Debt-equity ratio:** 1.78 times
- e) Previous due date for the payment of Interest / dividend for non-convertible redeemable preference shares / repayment of principal of non-convertible preference shares / non-convertible debt securities and whether the same has been paid or not – attached in **ANNEXURE A**



Unsecured Debentures	[ICRA]AA-(SO) (Stable)	
Subordinated Non-Convertible Debentures	CRISIL BBB/Positive	CRISIL BBB-/Positive

2. any default in timely payment of interest or redemption or both in respect of the non-convertible debt securities – **NIL**
 3. failure to create charge on the assets – **Not Applicable**
- q) A half yearly certificate regarding maintenance of hundred percent Asset cover in respect of non-convertible debt securities, by either a practicing company secretary or a practicing chartered accountant, along with the half yearly financial results (*not applicable for NBFC*): - **Not Applicable**
- r) Soft Copy of Annual report for the Financial Year 2018-2019 -: **Hard Copy will be provided.**
- s) Notice(s) of all meetings of holders of non-convertible debt securities specifically stating that the provisions for appointment of proxy as mentioned in Section 105 of the Companies Act, 2013, shall be applicable for such meeting - **N.A**
- t) Proxy forms to holders of non-convertible debt securities which shall be worded in such a manner that holders of these securities may vote either for or against each resolution- **Not Applicable.**
- u) A Certificate confirming that the properties secured for the Debentures are adequately insured (wherever applicable), and policies are in the joint names of the Trustees- **Not Applicable.**

This is for your information.

Thanking you,

Yours faithfully,

For **KOGTA FINANCIAL (INDIA) LIMITED**



Rahul Agrawal
Company Secretary &
Compliance officer
Membership No.: A34034



Encl.:-

1. Annexure A
2. Annexure B

- f) Next due date for the payment of interest / dividend of non-convertible preference shares / principal along with the amount of interest / dividend of non-convertible preference shares payable and the redemption amount: - attached in **ANNEXURE B**
- g) Debt service coverage ratio; Non-Banking Financial Companies registered with the Reserve Bank of India are not required to disclose the said requirements (**not applicable for NBFC**).
- h) Interest service coverage ratio; Non-Banking Financial Companies registered with the Reserve Bank of India are not required to disclose the said requirements (**not applicable for NBFC**).
- i) Details of Debenture redemption reserve in the format – **Not Applicable** as According to Rule 18 (7) (b)(ii) of the Companies (Share Capital and Debentures) Rules, 2014, no Debenture Redemption Reserve is required to be created in the case of privately placed debentures issued by the Company which is a NBFC registered with RBI under Section 45-IA of the RBI (Amendment) Act, 1997.
- j) Net worth – Rs. 2,29,52,77,102/-
- k) Net Profit After Tax - Rs. 11,25,44,214/-
- l) Earnings per Share (i) **Basic:** 11.72 Per share
(ii) **Diluted:** 7.13 per share
- m) Copy of the statement, if any, filed with the stock Exchange, as per Regulation 52(7) indicating material deviation, if any, in the use of proceeds of issue of NCDs from the object stated in the offer document – **enclosed**
- n) A certificate from the Statutory Auditors in respect of utilization of funds during the implementation period – we will provide the same.
- o) A copy of all notices, resolutions and circulars relating to-
- i). new issue of non-convertible debt securities at the same time as they are sent to shareholders / holders of non-convertible debt securities; **N.A.**
- ii). the meetings of holders of non-convertible debt securities at the same time as they are sent to the holders of non-convertible debt securities or advertised in the media including those relating to proceedings of the meetings – **N.A.**
- p) We wish to inform the following –
1. any revision in the rating as under: -

Facility	March 31 st , 2019	March 31 st , 2018
Long term bank facilities	CARE BBB+ (Outlook: Stable)	CARE BBB (Outlook: Stable)
Secured Debentures	CARE BBB+ (Outlook: Stable)	CARE BBB (Outlook: Stable)

ANNEXURE - A

Details of redemption & payment of interest during last half year ending: March 31st, 2019:

Consent Letter / Tranche Reference No.	Series / Tranche	ISIN	Type (Principal / Interest)	Due date of Payment	Amount (Rs.)	Actual date of payment
CL/MUM/18-19/DEB/614	Sundaram Short Term Credit Risk Fund (scheme managed by Sundaram Asset Management Company Limited)	INE192U08036	Interest & Part Payment	17/02/2019	15,144,383.98	14/02/2019 & 15/02/2019
		INE192U08036	Interest & Part Payment	17/03/2019	14,408,363.08	13/03/2019



ANNEXURE - B

Details of redemption & interest due in the next half-year i.e. **01-Apr-2019 to 30-Sep-2019:**

Consent Letter / Tranche Reference No.	Series / Tranche	ISIN	Type (Principal / Interest)	Due date of Payment	Amount (Rs.)
CL/MUM/18-19/DEB/614	Sundaram Short Term Credit Risk Fund (scheme managed by Sundaram Asset Management Company Limited)	INE192U08036	Interest & Part Payment	17/04/2019	14,176,733.39
		INE192U08036	Interest & Part Payment	17/05/2019	16,528,436.99

Company does not expect default in payment of principal / interest due in next half year.




Independent Auditors' Report on Financial Results pursuant to the Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Board of Directors
Kogta Financial (India) Limited

1. We have audited the accompanying statement of financial results of **Kogta Financial (India) Limited** (the "Company") for the year ended March 31, 2019 ("the statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/IMD/DF1/69/2016 dated August 10, 2016 ("Regulations"). This statement has been prepared on the basis of the related financial statements as at and for the year ended March 31, 2019 and relevant requirements of the Regulations, which are the responsibility of the Company's management and have been approved by the Board of Directors of the Company. Our responsibility is to express an opinion on the Statement based on our audit of the related financial statements as at and for the year ended March 31, 2019 and the relevant requirements of the Regulations.
2. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those standards require that we comply with the ethical requirements and plan and perform the audit to obtain reasonable assurance as to whether the financial results are free from material misstatement.
3. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial results. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial results, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation and presentation of the financial results in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of accounting estimates made by the management, as well as evaluating the overall presentation of the financial results. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion.
4. In our opinion and to the best of our information and according to the explanations given to us, the Statement:
 - i. Is presented in accordance with the requirements of the Regulations; and
 - ii. gives a true and fair view of the net profit and other financial information of the Company for the year ended March 31, 2019.
5. Further, we report that the figures for the half year ended March 31, 2019 represent the derived figures between the audited figures in respect of the full financial year ended March 31, 2019 and published figures for the half year ended September 30, 2018, which were subjected to a limited review by us, as required under the Listing Regulations.

For S. R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm registration number: 301003E/E300005


per Shrawan Jalan
Partner
Membership No. 102102



Place: Mumbai
Date: May 16, 2019

KOGTA FINANCIAL (INDIA) LIMITED
 CIN - U67120RJ1996PLC011406
 Regd. Office: Kogta House, Azad Mohalla, Bijainagar-305624
 Tel.: +0141-2389025 | Email: info@kogta.in

Statement of Audited Financial results for the year ended 31st March, 2019

(Amount in Rs.)

Particulars	Half Year ended		Year ended	
	31 March 2019 (Audited)	31 March 2018 (Audited)	31 March 2019 (Audited)	31 March 2018 (Audited)
Income				
Revenue from operations	60,31,40,228	36,78,92,022	104,84,89,851	63,61,39,839
Other Income	40,02,198	1,76,56,596	66,83,712	2,27,92,983
Total revenue (I)	60,71,51,333	38,67,48,621	105,81,83,563	65,88,93,624
Expenses				
Employee benefits expense	13,72,25,994	6,91,41,652	24,32,74,939	11,92,23,345
Depreciation and amortization expense	93,32,697	43,20,139	1,39,58,537	74,45,319
Finance costs	23,18,08,973	15,75,22,324	42,60,35,545	28,30,87,689
Other expenses	8,49,35,043	5,82,31,495	15,76,50,955	10,05,87,622
Provisions & write offs	2,65,78,429	33,45,586	4,65,17,924	3,14,31,222
Total expenses (II)	48,94,88,106	26,86,62,367	88,94,47,903	54,17,62,367
III. Profit before tax (III-I)	11,76,71,227	9,79,86,264	16,87,35,660	11,71,29,274
IV. Tax expense:				
Current tax				
Pertaining to profit/(loss) for the current period	3,87,54,000	2,60,85,000	5,58,00,000	3,65,53,000
Adjustment of tax relating to earlier periods	14,27,596	-	14,27,596	4,652
Deferred tax	23,67,141	(2,374,092)	(236,150)	(2,694,865)
Total Tax expense	4,25,48,737	2,39,76,910	3,61,91,446	3,38,53,793
V. Profit/(loss) for the year from continuing operations (III-IV)	7,51,22,490	6,34,10,354	11,25,44,214	8,32,63,481
Earning per equity share (Nominal value of shares Rs. 10/- (31 March 2018: Rs. 10/-))				
Basic	15.69	13.25	11.72	8.41
Diluted	8.31	9.54	7.13	3.15

Notes:

- a) The above statement of financial results of the company for the year ended 31st March 2019 have been reviewed by the audit committee and approved by the Board of Directors at their meeting held on 16th May 2019 and have been audited by statutory auditors of the company.
- b) The Company has followed the same accounting policies in preparing the audited financial statements as were followed for the year ended March 31 2018.
- c) The Company has a single reportable segment i.e. financing which has similar risk & return for the purpose of AS-17 on 'Segment Reporting' notified under the Companies (Accounting Standard) Rules, 2006 (as amended). The Company operates in a single geographical segment i.e. domestic.
- d) Other income includes profit on sale of land & building included in fixed assets of company.
- e) The figures of half year ended 31st March 2019 and 31st March 2018 are the balancing figures between audited figures in respect of full financial year ended 31st March 2019 and 31st March 2018 and year to date figures up to the half year ended 30th September 2018 and 30th September 2017 respectively which was subject to limited review by the statutory auditors.
- f) The previous years figures have been regrouped/reclassified wherever necessary, to conform to the current period's classification, if any.

For Kogta Financial (India) Limited

Arjun Kogta
(Managing Director & CEO)
DIN 05109722

Place: Jaipur
Date: 16.05.2019

SIGNED FOR IDENTIFICATION
 BY: 16/5/19
S.R. BATLIBOI & CO. LLP
 MUMBAI

KOGTA FINANCIAL (INDIA) LIMITED
 CIN - U67120RJ1996PLC011406
 Regd. Office: Kogta House, Azad Mohalla, Bijainagar-305624
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Audited Balance sheet as at 31 March, 2019

(Amount in Rs.)

	31 March 2019 (Audited)	31 March 2018 (Audited)
Equity and liabilities		
Shareholders' funds		
Share capital	63,57,74,143	13,44,01,000
Reserves and surplus	165,95,02,959	54,74,18,824
	229,52,77,102	68,18,19,824
Non-current liabilities		
Long term borrowings	176,71,73,223	156,79,32,256
Long term provisions	4,24,67,553	2,29,86,695
	180,96,40,776	159,09,18,951
Current liabilities		
Short term borrowings	104,35,74,665	47,13,90,571
Trade payables	1,62,92,399	86,04,039
Other current liabilities	149,68,65,933	116,81,77,691
Short term provisions	1,82,16,339	1,43,21,169
	257,49,49,336	165,24,93,470
TOTAL	667,98,67,214	393,52,32,245
Assets		
Non-current assets		
Property, plant and equipment	3,68,71,652	2,36,22,449
Intangible assets	44,89,008	49,28,373
Capital work in progress	62,34,826	-
Intangible asset under development	25,68,748	-
Non current investments	16,41,08,221	3,81,33,361
Deferred tax assets (net)	37,68,860	35,32,710
Loans and advances	353,46,76,216	204,96,60,940
Other non-current assets	9,26,56,561	6,36,36,788
	389,53,74,091	218,55,14,621
Current assets		
Current investments	-	-
Cash and bank balances	66,73,60,330	16,03,44,931
Loans and advances	196,29,60,191	148,56,65,543
Other current assets	15,41,72,602	10,67,07,150
	278,44,93,123	175,17,17,624
TOTAL	667,98,67,214	393,52,32,245

Notes:

a) The previous years figures have been regrouped/reclassified wherever necessary, to confirm to the current period's classification, if any.

For Kogta Financial (India) Limited



Arun Kogta
(Managing Director & CEO)
DIN 05109722

Place: Jaipur
Date: 16.05.2019

SIGNED FOR IDENTIFICATION
BY *[Signature]*
S.R. BATLIBOI & CO. LLP
MUMBAI