

CTL/19-20/Noting Certificate/3588

May 31, 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 **Oxyzo Financial Services Private 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*



**BSE Limited**  
**Corporate Relationship Department**  
**2<sup>nd</sup> Floor, New Trading wing,**  
**Rotunda Building, P.J. Towers,**  
**Dalal Street, Mumbai -400001**

**May 30, 2019**

**Subject : Disclosure pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**Reference: Scrip Code-958558**

Dear Sir/Madam

Pursuant to the provisions of Chapter V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, kindly find enclosed herewith the following:

1. Audited Financial Results of the Company along with audit report for the half yearly and financial year ended March 31, 2019 duly approved by the Board of Directors at its Meeting held on May 30, 2019 including additional information as required under regulation 52(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Director/Chief Financial Officer Certified End use of funds certificate pursuant to the provisions of Regulation 52(7) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take the above on record and inform your constituents accordingly.

Thanking You,

Yours sincerely,

**For OXYZO Financial Services Private Limited**

**BRIJ KISHORE** Digitally signed by BRIJ  
KISHORE KIRADOO  
**KIRADOO** Date: 2019.05.30  
17:23:00 +05'30'

**Brij Kishore Kiradoo**  
**Company Secretary**

**Encl.: as above**

# B S R & Associates LLP

Chartered Accountants

Building No.10, 8th Floor, Tower-B  
DLF Cyber City, Phase - II  
Gurugram - 122 002, India

Telephone: + 91 124 719 1000  
Fax: + 91 124 235 8613

## Independent Auditor's Report on Annual Financial Results of Oxyzo Financial Services Private Limited for the year ended 31 March 2019 pursuant to Regulation 52 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015

To  
The Board of Directors of Oxyzo Financial Services Private Limited

We have audited the accompanying annual financial results of Oxyzo Financial Services Private Limited for the year ended 31 March 2019 ('the Financial Results'), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 52 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). Attention is also drawn to the fact that the figures for the half year ended 31 March 2019 and the corresponding half year ended in the previous year as reported in these financial results are the balancing figures between audited figures in respect of the full financial year and year to date figures upto the end of the first half year of the relevant financial year. Also the figures up to the end of the first half year have been solely based on the information compiled by the management and we have neither audited nor reviewed these figures.

These annual financial results have been prepared on the basis of the annual financial statements and half-yearly financial results which are the responsibility of the Company's Management. Our responsibility is to express an opinion on these financial results based on our audit of the annual financial statements which have been prepared and presented under the historical cost convention, in accordance with Generally Accepted Accounting Principles in India ("GAAP") to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013 and other accounting principles generally accepted in India and in compliance with Regulation 52 of the Listing Regulations.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

In our opinion and to the best of our information and according to the explanations given to us these financial results:

- (i) are presented in accordance with the requirements of Regulation 52 of the Listing Regulations in this regard; and
- (ii) give a true and fair view of the net profit and other financial information for the year ended 31 March 2019.

For B S R & Associates LLP

Chartered Accountants

Firm's Registration No.: 116231W/W-100024



Manish Gupta

Partner

Membership No.: 095037

Place: Gurugram  
Date: 30 May 2019

**Oxyzo Financial Services Private Limited**  
Registered office: E-6, First Floor, Green Park Extension, South Delhi, New Delhi- 110016  
Tel. No: 0124-4006603, Website: www.oxyzo.in  
CIN: U65929DL2016PTC306174

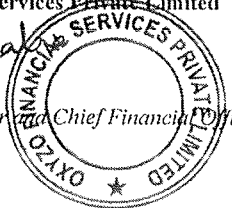
**Audited Balance Sheet as at 31 March 2019**  
**(All amounts in Rupees lakhs, unless otherwise stated)**

Particulars	As at 31 March 2019 (Audited)	As at 31 March 2018 (Audited)
<b>EQUITY AND LIABILITIES</b>		
<b>Shareholders' funds</b>		
Share capital	3,552.69	2,500.00
Reserves and surplus	6,955.19	25.16
	<u>10,507.88</u>	<u>2,525.16</u>
<b>Non-current liabilities</b>		
Long-term borrowings	10,044.16	-
Deferred tax liabilities (net)	14.79	5.62
Long-term provisions	57.80	10.84
	<u>10,116.75</u>	<u>16.46</u>
<b>Current liabilities</b>		
Short-term borrowings	6,799.89	5,792.00
Trade payables		
(a) Total outstanding dues of micro enterprises and small enterprises	-	-
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	80.70	95.33
Other current liabilities	10,262.33	174.37
Short-term provisions	118.06	19.34
	<u>17,260.98</u>	<u>6,081.04</u>
<b>Total liabilities</b>	<u>27,377.73</u>	<u>6,097.50</u>
<b>Total equity and liabilities</b>	<u>37,885.61</u>	<u>8,622.66</u>
<b>ASSETS</b>		
<b>Non-current assets</b>		
Property, plant and equipment	51.21	5.84
Non-current investments	807.53	-
Long-term loans and advances	3,369.12	513.74
Other non-current assets	62.50	-
	<u>4,290.36</u>	<u>519.58</u>
<b>Current Assets</b>		
Cash and bank balances	492.56	331.14
Short-term loans and advances	32,759.47	7,716.21
Other current assets	343.22	55.73
	<u>33,595.25</u>	<u>8,103.08</u>
<b>Total assets</b>	<u>37,885.61</u>	<u>8,622.66</u>

For and on behalf of the Board of Directors of  
Oxyzo Financial Services Private Limited

Ruchi Kalra

Whole time Director and Chief Financial Officer  
(DIN: 03103474)



Place: Gurugram

Date: 30 May 2019

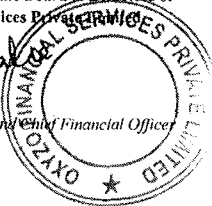
<b>Oxyzo Financial Services Private Limited</b> Registered office: E-6, First Floor, Green Park Extension, South Delhi, New Delhi- 110016 Tel. No. 0124-4006603, Website: www.oxyzo.in CIN: U65929DL2016PTC306174 <b>Financial Results for the year ended 31 March 2019</b> (All amounts in Rupees lakhs, unless otherwise stated)				
Particulars	Half year ended		Year ended	
	31 March 2019 (Audited#)	31 March 2018 (Audited#)	31 March 2019 (Audited)	31 March 2018 (Audited)
<b>1 Revenue</b>				
Revenue from operations	3,002.75	369.90	4,525.67	369.90
Other income	33.65	3.02	35.20	3.02
<b>Total income</b>	<b>3,036.40</b>	<b>372.92</b>	<b>4,560.87</b>	<b>372.92</b>
<b>2 Expenses</b>				
Employee benefits expenses	775.18	124.98	1,220.36	124.98
Finance costs	1,163.92	99.00	1,791.68	99.00
Depreciation	4.50	0.02	5.35	0.02
Other expenses	694.39	109.39	875.55	109.39
<b>Total expenses</b>	<b>2,637.99</b>	<b>333.39</b>	<b>3,892.94</b>	<b>333.39</b>
<b>3 Profit before prior period items and tax (1-2)</b>	<b>398.41</b>	<b>39.53</b>	<b>667.93</b>	<b>39.53</b>
<b>4 Prior period items</b>	-	5.90	-	5.90
<b>5 Profit before tax (3-4)</b>	<b>398.41</b>	<b>33.63</b>	<b>667.93</b>	<b>33.63</b>
<b>6 Tax expense</b>				
Current tax	102.56	11.40	184.24	11.40
Deferred tax charge	25.04	5.62	9.17	5.62
	<b>127.60</b>	<b>17.02</b>	<b>193.41</b>	<b>17.02</b>
<b>7 Profit after tax (5-6)</b>	<b>270.81</b>	<b>16.61</b>	<b>474.52</b>	<b>16.61</b>
<b>8 Earnings per share (nominal value of share Rs. 10 each):</b>				
Basic (in Rupees)*	0.90	0.20	1.58	0.20
Diluted (in Rupees)*	0.90	0.20	1.58	0.20

\* not annualised for the six month period ended.

# Figures for the half year ended 31 March 2019 and 31 March 2018 are the balancing figures between audited figures in respect of full year and year to date figures upto the first half year of the financial year. Also the figures upto the end of first half year were neither reviewed nor subject to audit.

For and on behalf of the Board of Directors of  
Oxyzo Financial Services Private Limited

*Ruchi Kalra*  
Ruchi Kalra  
Whole time Director and Chief Financial Officer  
(DIN: 03103474)



Place: Gurugram  
Date: 30 May 2019

(a) Credit Rating

The ICRA Limited (ICRA) and Brickwork Ratings have assigned following ratings to the Company:

Facility	Rating agency	Rating	Amount outstanding as at 31 March 2019	Amount outstanding as at 31 March 2018
Series A and Series B Non-convertible debentures	Brickworks	BWR Single A Minus (Structured Obligation) (Outlook: Stable)	4,000.00	-
Non-convertible debentures	ICRA	BBB (Stable) (Outlook: Stable)	1,000.00	-
LT-Market Linked Debenture	ICRA	PP-MLD ICRA BBB [Stable]	1,700.00	-
Commercial Paper	ICRA	A2, assigned	1,068.00	-
Long term Bank facilities	ICRA	BBB (Stable)	3,742.00	-

(b) Asset cover available, in case of non-convertible debentures  
Not applicable

(c) Following is the information regarding interest and principal repayment of non-convertible debentures:

ISIN	Credit rating	Previous due date of interest and principal				Payment status
		Principal		Interest/Premium		
		Date	Amount	Date	Amount	
INE04VS07016	BWR A- (SO)	Not yet due*	Not yet due*	Not yet due*	Not yet due*	Not yet due*
INE04VS07024	BWR A- (SO)	Not yet due*	Not yet due*	Not yet due*	Not yet due*	Not yet due*
INE04VS07032	ICRA BBB [Stable]	Not yet due*	Not yet due*	31-Mar-19	22.10	Paid
INE04VS07040	PP-MLD ICRA BBB [Stable]	Not yet due*	Not yet due*	Not yet due*	Not yet due*	Not yet due*

ISIN	Credit rating	Next due date of interest and principal			
		Principal		Interest/Premium	
		Date	Amount	Date	Amount
INE04VS07016	BWR A- (SO)	18-Apr-19	200.00	18-Apr-19	60.76
INE04VS07024	BWR A- (SO)	18-Apr-19	200.00	18-Apr-19	52.66
INE04VS07032	ICRA BBB [Stable]	31-Mar-23	1,000.00	30-Jun-19	34.29
INE04VS07040	PP-MLD ICRA BBB [Stable]	1-Mar-22	1,700.00	1-Mar-22	Market-Linked

\* Not yet due - Principal repayment or interest payment was not due in previous period.

(d) Debt-equity ratio

Particulars	As at 31 March 2019	As at 31 March 2018
Debt-equity ratio	2.46	2.29

(e) Debt service coverage ratio  
Not applicable

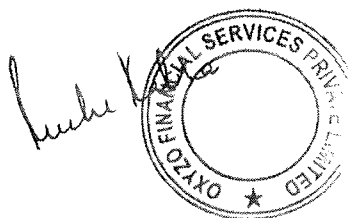
(f) Interest service coverage ratio  
Not applicable

(g) Outstanding redemption reserve/ Debenture redemption reserve  
Not applicable, since, debenture redemption reserve is not required in respect of privately placed debentures in terms of Rules 18(7)(b)(ii) of Companies (Share Capital and Debentures) Rules, 2014

(h) Outstanding redeemable preference shares  
Not applicable

(i) Net worth

Particulars	As at 31 March 2019	As at 31 March 2018
Net worth	10,507.88	2,525.16



**Oxyzo Financial Services Private Limited**

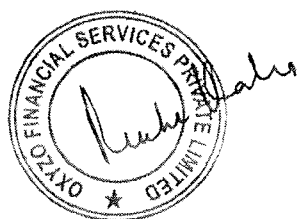
Registered office: E-6, First Floor, Green Park Extension, South Delhi, New Delhi-110016

Tel. No: 0124-4006603, Website: www.oxyzo.in

CIN: U65929DL2016PTC306174


**Notes:**

1. The Company is a Non-Banking Financial Company - Non-Systemically Important Non-Deposit taking Company ('NBFC'), registered with the Reserve Bank of India ('the RBI').
2. The above financial results for the year ended 31 March 2019 have been reviewed and approved by the Board of Directors at its meeting held on 30 May 2019. The report is being filed with Bombay stock exchange ("BSE") and is also available on the Company's website www.oxyzo.in.
3. The financial statements of the Company have been prepared and presented under the historical cost convention, in accordance with Generally Accepted Accounting Principles in India ("GAAP") to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, ("the Act"), and the Master Direction – Non Banking Financial Company - Non-Systemically Important Non-Deposit taking Company (Reserve Bank) Directions, 2016 vide Master Direction DNBR.PD.007/03.10.119/2016-17 dated 1 September 2016 ('Master Direction') issued by the Reserve Bank of India, as adopted consistently by the Company.
4. Information as required by Regulation 52(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is as per 'Annexure 1' attached.
5. During the year, the Company has made rights issue to its holding company for 8,899,678 equity shares of Rs.10 each at a premium of Rs.51.80 per share and 1,627,703 equity shares of Rs.10 each at a premium of Rs.112.91 per share. The Company has received all the amounts due for such issue.
6. The debentures of the Company were listed on Bombay Stock Exchange (BSE) with effect from 6 February 2019. Accordingly, figures for the half year ended 31 March 2019 and 31 March 2018 are the balancing figures between audited figures in respect of full year and year to date figures upto the first half year of the financial year. Also the figures upto the end of first half year were neither reviewed nor subject to audit.
7. The Company issued the following non-convertible debentures during the year:
  - Listed non-convertible redeemable debentures of Rs.4,000 lakhs, which are secured by first *paripassu* charge over the book debts/ loan receivables of the Company, by first ranking exclusive charge by way of pledge over corporate bonds for Rs.800 lakhs and by corporate guarantee from the Holding Company, OFB Tech Private Limited and by first *paripassu* charge on the immovable property being freehold land situated at Mappedu Village, Tiruvallur taluk and district, Chennai, Tamil Nadu.



- Non-convertible redeemable debentures of Rs.1,000 lakhs, which are secured by first *paripassu* charge on identified receivables and by corporate guarantee from the Holding Company, OFB Tech Private Limited and by first *paripassu* charge on the immovable property being freehold land situated at Mappedu Village, Tiruvallur taluk and district, Chennai, Tamil Nadu.
  - Market-linked non-convertible debentures of Rs.1,700 lakhs which are secured by first *paripassu* charge on identified receivables and by corporate guarantee from the Holding Company, OFB Tech Private Limited and by first *paripassu* charge on the immovable property being freehold land situated at Mappedu Village, Tiruvallur taluk and district, Chennai, Tamil Nadu.
8. In the opinion of the management, there is only one business segment i.e. providing short, medium and long term finance to its customers. Accordingly, no disclosure for segment reporting is required to be made in the financial statements. The Company operates principally within India and does not have any operations in economic environments with different risks and returns; hence, it is considered operating in single geographical segment.

**For and on behalf of the Board of Directors of  
Oxyzo Financial Services Private Limited**


**Ruchi Kalra**  
Whole time Director and Chief Financial Officer  
(DIN: 03103474)

Place: Gurugram  
Date: 30 May 2019

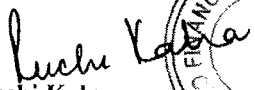


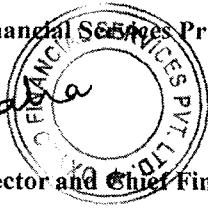
**May 30, 2019**

**TO WHOMSOEVER IT MAY CONCERN**

It is certified that the proceeds of Non-Convertible Debentures issued during the Financial Year ended March 31, 2019 were utilized for the purpose of which they were issued and there is no deviation including its end use, from the objects stated in the respective offer document.

For OXYZO Financial Services Private Limited

  
Ruchi Kalra  
Whole-time Director and Chief Financial Officer  
DIN: 03103474  
Add:101, First Floor, Vipul Agora Mall,  
M G Road, Gurugram, Haryana-122002



Registered Office: E-6, First Floor, Green Park Extension, New Delhi – 110016 (India)

CIN: U65929DL2016PTC306174

Phone: 01140507973

**Statutory Compliance Report for the half year ending March 31, 2019**

To  
 The Secretary,  
 BSE Limited,  
 P.J. Towers, Dalal Street,  
 Mumbai-400001

May 30, 2019

**Detail of Issue:**

1	Description of the Debenture Series /Issue (Secured / Unsecured PCD/FCD/NCD)	Series A and B Rated, Secured, Redeemable, Taxable, Listed, Non-Convertible Debentures ("NCDs"/ "Debentures")
2	Type of Issue (Private / Public / Rights)	Private
3	Issue Amount and Amounts Raised	Series A-INR 20,00,00,000 Series B-INR 20,00,00,000
4	Listed/Unlisted (If Listed, the Exchange where listed)	Listed on BSE Limited
5	ISIN (Listed and Unlisted)	Series A-INE04VS07016 Series B- INE04VS07024
6	Date of Listing of NCDs	Series A-February 06, 2019 Series B-February 14, 2019
7	Date of Allotment of Debentures	Series A- January 18, 2019 Series B- January 30, 2019
08	Credit Rating at the time of issue / last credit rating prior to change	BWR A-(SO)

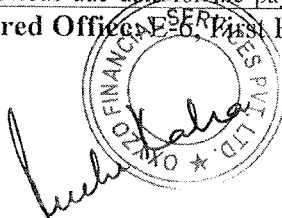
**Information submission pursuant to Regulation 52(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:**

a)	Un-audited or audited financial results for the half year ended as on March 31, 2019 signed by Statutory Auditor. Half-yearly results shall be taken on record by the Board of Directors and signed by the Managing Director / Executive Director within 45 days from the end of Half Year.	Attached as Annexure A
b)	Credit rating and change in credit rating (if any);	BWR A-(SO), No change in credit rating
c)	Asset cover available, in case of non-convertible debt securities. ;	Assets cover available-The list of receivable for value of Principle Outstanding of INR 51.82 Crores as on March 31, 2019, Security cover certificate with List of Receivables are already shared with Debenture Trustee ( Catalyst) while submitting Quarterly Compliance Report.
d)	Debt – Equity Ratio	2.46%
e)	Previous due date for the payment of interest / dividend	Annexure B

Registered Office: 5th Floor, Green Park Extension, New Delhi – 110016 (India)

CIN: U65929DL2016PTC306174

Phone: 01140507973



	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;	
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;	<b>Refer Annexure B</b>
g)	Debt service coverage ratio	Not applicable on NBFC
h)	Interest service coverage ratio	Not applicable on NBFC
i)	Detail of Debenture Redemption Reserve (DRR)	No, as not applicable as per rule 18(7) of Share Capital and Debentures) Rules,2014
j)	Net worth	105.08 Crores
k)	Net Profit After Tax;	4.75 Crores
l)	Earnings per Share.	1.58
m)	Copy of the statement, If any field 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.	No Material deviation in the use of proceeds of issue of NCDs from the object stated in the offer document.
<b>Contact Details:</b>		
a) Name of Authorised Signatory- Mr. Brij Kishore Kiradoo		
b) Email Address- <a href="mailto:brij.kishore@oxyzo.in">brij.kishore@oxyzo.in</a>		
c) Contact Numbers-8826785109		

For OXYZO Financial Services Private Limited

Ruchi Kalra  
CFO and WTD  
DIN: 03103474

Add: 101, First Floor, Vipul Agora Mall, Gurgaon-122002



**Registered Office:** E-6, First Floor, Green Park Extension, New Delhi – 110016 (India)

CIN: U65929DL2016PTC306174

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