

No.CTL/DEB/19-20/Noting Certificate/ 6065

November 14, 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 **Vivriti Capital Private Limited** (“**the Company**”) for the Half year ended September 30, 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





14th November 2019

BSE Limited,
P.J. Towers, Dalal Street,
Mumbai -400 001

Sub: Intimation under Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - ISIN No. INE01HV07015

In terms of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we wish to provide the following details;

- a) The Reviewed Financial Results for the half year ended 30th September 2019 as per regulation 52(1) and regulation 52(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015;
- b) Disclosure as per regulation 52(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015;
- c) Statement of material deviation in use of issue proceeds as per regulation 52(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 for the half year ended 30th September 2019.

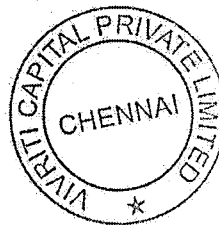
We request you to please take the same on record.

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

For Vivriti Capital Private Ltd.

Company Secretary

P S Amritha
Company Secretary
Mem No: A49121

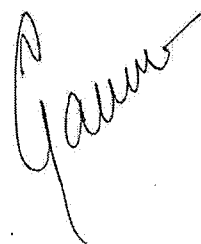
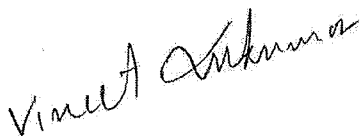


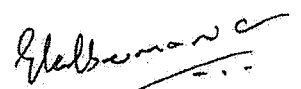
INDEPENDENT AUDITORS' REVIEW REPORT ON REVIEW OF INTERIM UNAUDITED FINANCIAL RESULTS

**TO THE BOARD OF DIRECTORS OF
VIVIRITI CAPITAL PRIVATE LIMITED**

1. We have reviewed the accompanying Statement of Unaudited Financial Results of **VIVIRITI CAPITAL PRIVATE LIMITED** (the "Company"), for the half year ended September 30, 2019 (the "Statement"), being submitted by the Company pursuant to the requirement of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 ("the Act") read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India (ICAI). A review of interim financial information consists of making inquiries, primarily of the Company's personnel responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under section 143(10) of the Act and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in Ind AS 34 and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For DELOITTE HASKINS & SELLS LLP
Chartered Accountants
(Firm Registration. No. 117366W/W-100018)




G. K. Subramaniam
Partner
(Membership No. 109839)
UDIN: 19109839AAAJK3112

Chennai, November 6, 2019

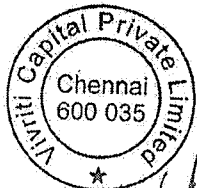
VIVRITI CAPITAL PRIVATE LIMITED
(CIN-U65929TN2017PTC117196)

Notes

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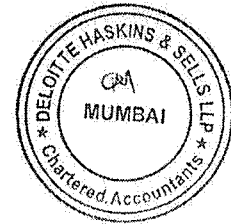
Statement of Assets and Liabilities

Particulars		As at September 30, 2019 (Amount in Rs.)
		Unaudited
Assets		
1	Financial assets	
a)	Cash and cash equivalents	32,33,00,113
c)	Receivables	6,79,18,981
d)	Loans	6,76,42,54,584
e)	Investments	1,07,87,61,610
f)	Other financial assets	3,76,65,744
		8,27,19,01,032
2.	Non-financial assets	
a)	Current tax assets (Net)	6,90,10,092
b)	Deferred tax assets (Net)	3,27,21,978
c)	Tangible assets	7,19,56,848
d)	Intangible assets	7,30,89,757
e)	Intangible assets under development	1,68,77,398
f)	Other non-financial assets	32,05,341
		26,68,61,414
Total assets		8,53,87,62,446
Liabilities and equity		
Liabilities		
1. Financial liabilities		
a)	Trade payables	
i)	Total outstanding dues to micro enterprises and small enterprises	
ii)	Total outstanding dues of creditors other than micro enterprises and small enterprises	2,08,87,742
b)	Debt securities	2,78,69,34,795
c)	Borrowings (other than debt securities)	2,39,65,89,876
d)	Other financial liabilities	5,06,74,376
		5,25,50,86,790
2.	Non-financial liabilities	
a)	Current tax liabilities (Net)	
b)	Provisions	54,98,683
c)	Other non-financial liabilities	9,69,08,165
		10,24,06,848
3.	Equity	
a)	Share capital	68,76,63,156
b)	Other equity	2,49,36,05,652
		3,18,12,68,808
Total liabilities and equity		8,53,87,62,446

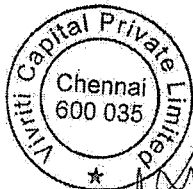


Vivriti Capital Private Limited

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- 2 The financial results of the Company have been prepared in accordance with Indian Accounting Standards ('Ind AS') notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) Rules, 2016. The Company has adopted Indian Accounting Standards (Ind AS) with effect from April 1, 2019 with comparative figures for the half year ended September 30, 2018 and the effective date of the transition is April 1, 2018. These financial results have been prepared in accordance with the recognition and measurement principles laid down in Ind AS 34 - Interim Financial Reporting prescribed under Section 133 of the Companies Act, 2013 ("the Act") read with relevant Rules issued thereunder and other accounting principles generally accepted in India.
- The financial results have been drawn up on the basis of Ind AS that are applicable to the Company as at September 30, 2019 based on MCA notifications G.S.R. 111(E) and G.S.R. 365(E) dated February 16, 2015 and March 30, 2016 respectively.
- 3 These financial results have been prepared in accordance with the requirement of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
- 4 The above financial results have been approved by the Board of Directors at its meeting held on November 6, 2019. The results for the half year ended September 30, 2019 have been reviewed by the Statutory Auditors of the Company.
- 5 The Company's main business is Financing Activity. All other activities of the Company revolve around the main business. As such, there are no separate reportable segments, as per Ind AS 108 "Operating Segments" specified under section 133 of the Act.
- 6 During the half year ended September 30, 2019, the Company has issued 1,04,64,541 fully paid up Compulsorily Convertible Preference Shares having face value of Rs. 10 each at Rs. 71.67 per share totaling to Rs. 75,00,00,000.
- 7 Effective April 1, 2019 the Company has adopted Ind AS 116 - Leases, which requires any lease arrangement to be recognised in the balance sheet of the lessee as a 'right-of-use' asset with a corresponding lease liability. As a consequence, the Company has recognised the depreciation of right-of-use asset and interest on the lease liability, and also classified cash repayments of the lease liability into a principal portion and an interest portion. As permitted by the standard, the Company has applied this standard w.e.f. April 1, 2019 and comparatives for the previous period have not been restated. The effect of this adoption is insignificant on the profit for the period.
- 8 Contingent Liabilities as on September 30, 2019: Guarantees issued to outsiders - Rs. 46,95,00,000.
- 9 The Company has elected to exercise the option permitted under section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019. Accordingly, the Company has recognised provision for income tax for the half year ended September 30, 2019 and remeasured its deferred tax assets basis the rate prescribed in the said section. The full impact of this change has been recognised in the Statement of Profit and Loss for the half year ended September 30, 2019.



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10 Reconciliation of profits between previous GAAP and IND AS for half year ended September 30, 2018

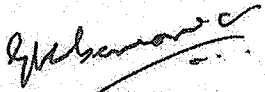
Particulars	Half year ended 30 September 2018 (Amount in Rs.)
Net Profit before tax as per Previous GAAP	(2,18,91,718)
Adjustment on account of EIR calculations - Term Loan and NCD	(14,77,289)
Adjustment on account of provision for expected credit loss	3,67,803
Adjustment on account of ESOP	(3,95,716)
Interest income on rental deposit	4,70,295
Finance cost	(4,91,556)
Net Profit before tax as per Ind AS	(2,34,18,180)

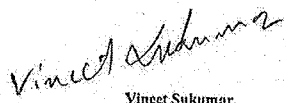
11 Figures for the previous period have been regrouped wherever necessary, in order to make them comparable.

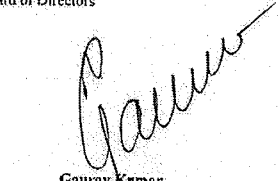
In terms of our report attached

For and on behalf of the Board of Directors

For Deloitte Haskins & Sells LLP
Chartered Accountants

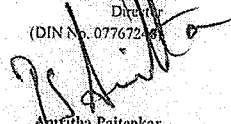

G. K. Subramaniam
Partner


Vineet Sukumar
Director
(DIN No. 06848801)


Gaurav Kumar
Director
(DIN No. 07767248)

Place: Chennai
Date: November 6, 2019

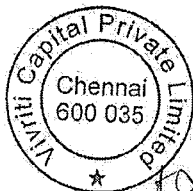
Place: Chennai
Date: November 6, 2019


Anuritha Paitenkar
Company Secretary
(Membership No. A49121)

VIVRITI CAPITAL PRIVATE LIMITED
(CIN-U65929TN2017PTC117196)

Statement of Unaudited Financial Results For Half Year Ended September 30, 2019

Particulars	Half year-ended 30 September 2019 (Amount in Rs.)	Half year-ended 30 September 2018 (Amount in Rs.)
	Unaudited	Unaudited
1 Income		
Revenue from operations		
a) Interest income	51,40,51,569	97,00,034
b) Net gain on sale of Investments	18,20,272	
c) Fees and commission Income	14,31,89,247	10,59,21,436
Total revenue from operations	65,90,61,088	11,56,21,470
Other Income	11,56,526	10,05,804
Total Income	66,02,17,614	11,66,27,274
2 Expenses:		
Finance costs	25,43,15,050	94,12,978
Impairment on financial instruments	2,00,86,337	6,88,722
Employees benefits expense	17,10,93,419	5,76,68,317
Depreciation and amortisation expense	3,11,50,487	1,04,94,538
Operating expenses	9,44,69,503	6,17,80,899
Total expenses	57,11,14,796	14,00,45,454
3 Profit before tax and exceptional items	8,91,02,818	(2,34,18,180)
4 Exceptional item		
5 Profit before tax	8,91,02,818	(2,34,18,180)
6 Tax expense		
Current tax	2,62,33,003	
Deferred tax	(9,51,612)	(8,38,530)
	2,52,81,391	(8,38,530)
7 Profit/(Loss) for the period	6,38,21,427	(2,25,79,650)
8 Total other comprehensive Income for the period	6,50,407	(49,512)
9 Total comprehensive Income for the period	6,44,71,934	(2,26,29,162)
10 Earnings per equity share (not annualised)		
Basic earnings per share (Rs.)	4.66	(0.23)
Diluted earnings per shares (Rs.)	0.94	(0.23)



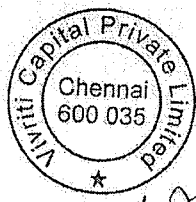
Vincent Kumar

Gaurav

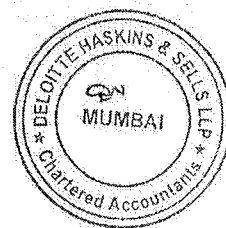


Disclosure in terms of Regulation 52(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the half year ended 30 September 2019

- a) Credit Rating of the Company as on 30th September 2019 is A- and there has been no change in credit rating during the period.
- b) The Company has paid interest and principal on Non-Convertible Debentures (NCDs) on due dates. Details of payment of interest/principal and Credit Rating as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is provided in Annexure A. There is no change in credit rating during the period.
- c) Debt Equity ratio as on 30th September 2019 is 1.64
- d) The Company is not required to create Debenture redemption reserve in terms of the Companies (Share Capital and Debentures) Rules, 2014 read with the Companies (Share Capital and Debentures) Amendment Rules, 2019
- e) Net worth as on 30 September 2019 is ₹31812.7 Lakhs
- f) Net Profit after tax for the period ended on 30 September 2019 is ₹638.21 Lakhs
- g) Earnings per share for the period ended on 30th September 2019: Basic – ₹4.66 and Diluted - ₹0.94
- h) Outstanding Redeemable Preference Shares: ₹5746.62



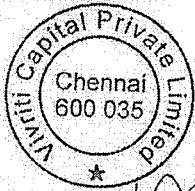
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Details of payment of interest//principal and Credit Rating of the Non-Convertible Debentures in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

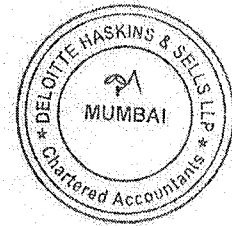
Annexure A

Name of debt instruments	Credit Rating	Previous Due date (1 April 2019 to 30 Sept 2019)		Interest (1 Oct 2019 to 31 March 2020)		Principal (1 Oct 2019 to 31 March 2020)	
		Interest	Principal	Next due date	Amt ₹ in lakhs	Next due date	Amt ₹ in lakhs
11% Vivriti Capital Private Limited	ICRA A-	1137.3	-	18-10-2019	173.92	-	-
12.12% Vivriti Capital Private Limited	ICRA A-	-	-	25-02-2020	126.53	-	-
11.50% Vivriti Capital Private Limited	ICRA A-	39.07	-	16-10-2019	37.81	15-11-2019	500



Vincent [Signature]

[Signature]





14th November 2019

BSE Limited
P.J Towers,
Dalal Street,
Mumbai – 400 001

Sub: Statement of material deviation in use of issue proceeds as per regulation 52(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 for the half year ended 30th September 2019

Dear Sir/ Ma'am,

As required under Regulation 52(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, we hereby declare that the proceeds of all the debt issues listed on BSE Limited have been utilized for the purposes for which they were raised and that there is no deviation in the utilization of their issue proceeds.

Thanking you,

Yours faithfully,

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

For Vivriti Capital Private Ltd.

Company Secretary

P S Amritha
Company Secretary
Mem No. A49121

