

Independent Auditor's Report in connection with the Secured Non-Convertible Redeemable Debentures ('NCD'), issued by Shriram City Union Finance Limited ('the Company') through public offering and outstanding as at September 30, 2020

To,
The Board of Directors,
Shriram City Union Finance Limited

1. We have verified the accompanying Annexures containing the details of Credit Rating, Debt Equity Ratio, Net Worth, Net Profit After Tax, Earnings per share, Asset Coverage Ratio and Status of grievances of NCD holders as at and for the half year ended September 30, 2020 as required pursuant to compliance with the terms and conditions contained in Debenture Trust Deed entered by Shriram City Union Finance Limited ('the company') with Catalyst Trusteeship Ltd dated April 29, 2020 and September 23, 2019 entered into for NCD Tranche I and Tranche II ('the Trust Deed'). The accompanying Annexures also contain the details of repayment of Principal and interest on Non-Convertible debentures during the half year ended September 30, 2020 and due dates for repayment of principal and interest on Non-Convertible debentures during half year ended March 31, 2021.

Management's Responsibility for the Statement

2. The preparation of the Annexures referred to in Para 1 above is the responsibility of the management of the Company including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes designing, implementing and maintaining internal control relevant to the preparation and presentation of the Statement, and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.
3. The management is also responsible for ensuring that the Company complies with the requirements of the terms and conditions contained in the Trust Deed.

Our Responsibility

4. Our responsibility is to express reasonable assurance in the form of an opinion based on our examination of the books of account and unaudited financial statements for the half year ended September 2020.
5. We conducted, our examination on test basis of the Annexures in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

Pune Office: GDA House, Plot No.85, Right Bhusari Colony, Paud Road, Kothrud, Pune – 411 038,
Phone – 020 – 25280081, Fax No. 25280275, Email – audit@gdaca.com

Mumbai Office: Windsor, 6th Floor, OfficeNo-604, C.S.T. Road, Kalina, Santacruz (East), Mumbai-400 098



6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

7. Based on our examination as above, and the information and explanations given to us, in our opinion, the attached annexures are in agreement with the books of account of the Company and unaudited financial statements for the half year ended September 30, 2020. Credit Rating, Debt Equity Ratio, Net Worth, Net Profit After Tax, Earnings per share, Asset Coverage Ratio and Status of grievances of NCD holders are in accordance with the Trust Deed.

Other matters and Restriction on Use

8. This report is addressed to and provided to the directors of the Company solely for the purpose of enabling it to file with the Catalyst Trusteeship Ltd. as per the terms of the Trust Deed and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this report for events and circumstances occurring after the date of this report.

For G. D. Apte & Co.
Chartered Accountants
Firm Registration Number 100 515W
UDIN: 20121007AAAACQ3515

Anu



Anagha M. Nanivadekar
Partner
Membership No.: 121007
Pune, November 02, 2020

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DISCLOSURE IN ACCORDANCE WITH REGULATION 52(4) OF SECURITIES AND EXCHANGE BOARD OF INDIA
(LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS, 2015)

1. Credit Rating as on September 30, 2020 obtained for NCD public issue:-

Rating Agency	Rating Instrument	Rating at the time of Issue	As at September 30, 2020
India Ratings	Long-Term (NCDs)	IND AA/ Stable	IND AA/ Negative
CARE	Long-Term (NCDs)	CARE AA+ /Stable	CARE AA+ /Negative
ICRA	Long-Term (NCDs)	ICRA AA / Stable	ICRA AA / Stable
CRISIL	Long-Term (NCDs)	CRISIL AA / Stable	CRISIL AA / Negative

2. Debt Equity Ratio as on September 30, 2020:

Particulars	(Rs. in Crores)
	30-Sept-20
Debt	
Debt Securities – Secured	3,329.19
Borrowings (other than debt security and Commercial Paper) – Secured	13,623.02
Commercial Paper – Unsecured	-
Deposits – Unsecured	4,817.57
Subordinated Liabilities – Unsecured	0.01
Total	21,769.79
Equity Fund	
Share Capital	66.00
Reserves & Surplus	7,517.79
Total of Share Holders Fund	7,583.79
Debt /Equity Ratio	2.87

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3. Principal and Interest on all Secured Redeemable Non-Convertible Debentures due for payment during the half year ended on September 30, 2020 were paid on respective due dates.

S.No	Serie s	Tranche	ISIN	Interest ("I")/ Principal ("P")	Due dates	Actual date of payment	Amount Rs. in crores	Category
1	VII	3	INE722A07729	P+i	16-Apr-20	16-Apr-20	146.87	PP
2	NA	2	INE722A07992		25-Apr-20	27-Apr-20	0.10	PI
3	NA	2	INE722A07AC4				0.09	PI
4	NA	1	INE722A07919		30-Apr-20	30-Apr-20	0.32	PI
5	NA	1	INE722A07943				0.28	PI
6	NA	1	INE722A07885				37.21	PI
7	NA	1	INE722A07901				6.26	PI
8	NA	1	INE722A07935				6.45	PI
9	NA	2	INE722A07992				25-May-20	26-May-20
10	NA	2	INE722A07AC4		0.09	PI		
11	VII	4	INE722A07737	P+i	27-May-20	27-May-20	441.13	PP
12	XIII	-	INE722A07AE0		28-May-20	28-May-20	1.14	PP
13	XII	-	INE722A07AF7				11.37	PP
14	NA	1	INE722A07919		30-May-20	30-May-20	0.31	PI
15	NA	1	INE722A07943				0.27	PI
16	XIV	2	INE722A07AG5		5-Jun-20	5-Jun-20	0.58	PP
17	II	27	INE722A07612	P+i	17-Jun-20	17-Jun-20	54.65	PP
18	II	28	INE722A07620	P+i	22-Jun-20	22-Jun-20	54.62	PP
19	NA	2	INE722A07992		25-Jun-20	25-Jun-20	0.10	PI
20	NA	2	INE722A07AC4				0.09	PI
21	VII	5	INE722A07745	P+i	30-Jun-20	30-Jun-20	6.35	PP
22	NA	1	INE722A07919				0.32	PI
23	NA	1	INE722A07943				0.28	PI
24	NA	2	INE722A07992		25-Jul-20	27-Jul-20	0.10	PI
25	NA	2	INE722A07AC4				0.09	PI
26	NA	1	INE722A07919		30-Jul-20	30-Jul-20	0.31	PI
27	NA	1	INE722A07943				0.27	PI
28	NA	2	INE722A07992		25-Aug-20	25-Aug-20	0.10	PI
29	NA	2	INE722A07AC4				0.09	PI
30	XIII	-	INE722A07AE0		28-Aug-20	28-Aug-20	1.16	PP
31	XII	-	INE722A07AF7				11.63	PP
32	NA	1	INE722A07919		30-Aug-20	30-Aug-20	0.32	PI
33	NA	1	INE722A07943				0.28	PI
34	X	1	INE722A07844		31-Aug-20	31-Aug-20	21.15	PP

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35	XIV	2	INE722A07AG5		5-Sep-20	7-Sep-20	0.58	PP
36	XI	-	INE722A07877	P+I	21-Sep-20	21-Sep-20	656.70	PP
37	NA	2	INE722A07968		25-Sep-20	25-Sep-20	2.83	PI
38	NA	2	INE722A07984				1.54	PI
39	NA	2	INE722A07AB6				5.15	PI
40	NA	2	INE722A07992				0.10	PI
41	NA	2	INE722A07AC4				0.09	PI
42	NA	1	INE722A07919		30-Sep-20	30-Sep-20	0.32	PI
43	NA	1	INE722A07943				0.28	PI

Private Placement ("PP") Public Issue ("PI") and Subordinated Debt ("SD")

4. Due dates for payment of Principal and interest on all Secured Redeemable Non-Convertible Debentures due for payment during the half year ending March 31, 2021

S.No	ISIN	Interest ("I") / Principal ("P")	Due dates	Amount Rs. in crores	Category
1	INE722A07778	P+I	6-Oct-20	250.68	PP
2	INE722A07992		25-Oct-20	0.10	PI
3	INE722A07AC4			0.09	PI
4	INE722A07760	P+I	27-Oct-20	323.84	PP
5	INE722A07919		30-Oct-20	0.31	PI
6	INE722A07943			0.27	PI
7	INE722A07992		25-Nov-20	0.10	PI
8	INE722A07AC4			0.09	PI
9	INE722A07AE0		28-Nov-20	1.17	PP
10	INE722A07AF7			11.66	PP
11	INE722A07919		30-Nov-20	0.32	PI
12	INE722A07943			0.28	PI
13	INE722A07786		5-Dec-20	6.47	PP
14	INE722A07AG5			0.58	PP
15	INE722A07992		25-Dec-20	0.10	PI
16	INE722A07AC4			0.09	PI
17	INE722A07844	P+I	30-Dec-20	232.01	PP
18	INE722A07919			0.31	PI
19	INE722A07943			0.27	PI
20	INE722A07992		25-Jan-21	0.10	PI
21	INE722A07AC4			0.09	PI
22	INE722A07919		30-Jan-21	0.32	PI

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23	INE722A07943			0.28	PI
24	INE722A07182	P+I	4-Feb-21	1.11	PP
25	INE722A07992		25-Feb-21	0.10	PI
26	INE722A07AC4			0.09	PI
27	INE722A07AE0		28-Feb-21	1.17	PP
28	INE722A07AF7			11.66	PP
29	INE722A07919			0.30	PI
30	INE722A07943			0.26	PI
31	INE722A07AG5		5-Mar-21	0.57	PP
32	INE722A07AH3			53.35	PP
33	INE722A07992		25-Mar-21	0.09	PI
34	INE722A07AC4			0.08	PI
35	INE722A07802		26-Mar-21	10.24	PP
36	INE722A07919		30-Mar-21	0.31	PI
37	INE722A07943			0.27	PI

5. Capital redemption Reserve as on September 30, 2020 is Rs. 23.29 Crores
6. Debenture Redemption Reserve as of September 30, 2020: Not Applicable
(Pursuant to vide MCA notification dated August 16, 2019 the company is not required to maintain Debenture Redemption Reserve, hence the balance in Debenture Redemption Reserve as on September 30, 2020 is "Nil")
7. Net worth of the Company as on September 30, 2020 :

Particulars	Amount as on
	September 30, 2020 (Rs. in Crores)
Net Worth	
Share Capital	66.00
Reserves & Surplus	7,596.51
Total Net Worth	7,662.51

8. Net Profit for the half year ended September 30, 2020 : Rs. 449.16 Crore
9. Basic Earnings Per Equity Share of Rs.10 each for the half year ended September 30, 2020 is Rs.68.05 and Diluted Earnings Per Equity Share is Rs. 68.03.

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10. Asset Coverage Ratio:

NDC – Public Issue	Outstanding as at September 30, 2020 (Rs. In Crores)	Pledged Stock Value (Rs. In Crores)	Asset Cover
2019 Tranche 1	687.98	700.13	1.02
2019 Tranche 2	141.53	150.18	1.06

11. Status of grievances of the NCD holders of the aforesaid NCD Public Issuer as certified by the register and transfer agent ("RTA") to issue that is, Integrated Registry Management Services Limited

Sl. No.	NCD Public Issues	Number of Grievances Received	Nature of Grievances received	Number of Grievances resolved	Number of Grievances pending	RTA
1	2019	NIL	NIL	NIL	NIL	Integrated Registry Management Services Limited

For Shriram City Union Finance Limited


Y S Chakravarti
Managing Director
DIN: 00052308



For G D Apte & Co
Chartered Accountants
Firm Registration Number 100515W
UDIN: 20121007AAACQ3515



Anagha M Nanivadekar
Partner
Membership No.121007
Pune



Date : November 02, 2020

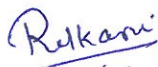
CERTIFICATE FOR RECEIPT AND NOTING OF INFORMATION

[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 (without independent verification thereof) the information, as specified under regulation 52(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Regulations**”), provided to us by **Shriram Citi Union Finance Limited** (“**the Company**”) for the Half year ended on September 30, 2020.

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



Authorized Signatory

Date: November 02, 2020

