

No. CTL/DEB/20-21/Noting Certificate/2914

November 09, 2020

To Whomsoever It May Concern,

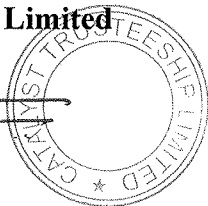
CERTIFICATE FOR RECEIPT AND NOTING OF INFORMATION

[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 **Vistaar Financial Services Private Limited** (“**the Company**”) for the Half year ended 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**



Authorised Signatory

Encl: Results submitted by Company



Independent Auditor's Review Report on unaudited half yearly financial results of the Company pursuant to the Regulation 52 read with Regulation 63(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

The Board of Directors

Vistaar Financial Services Private Limited

1. We have reviewed the accompanying statement of unaudited financial results of Vistaar Financial Services Private Limited (the "Company") for the half year ended September 30, 2020 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 52 read with Regulation 63(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended (the "Regulation").
2. This Statement, which is the responsibility of the Company's Management and approved by the Board of Directors, has 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 read with relevant rules issued thereunder and other recognized 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 Engagement (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India (the "ICAI"). This standard requires that we plan and perform the review to obtain moderate assurance as to whether financial results are free of material misstatements. A review consists of making inquiries, primarily of persons 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 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 above, nothing has come to our attention that causes us to believe that the accompanying Statement of unaudited financial results prepared in accordance with the recognition and measurement principles laid down in Ind AS 34, prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other recognized accounting principles generally accepted in India has not disclosed the information required to be disclosed in terms of the Regulation including the manner in which it is to be disclosed, or that it contains any material misstatement.

Emphasis of Matter

5. We draw attention to Note 4 to the Statement which states that the management has made an assessment of the impact of COVID-19 on the Company's operations, financial performance and position as at and for the half year ended September 30, 2020 and accordingly made a provision of INR 550 lakhs towards impairment of its loan assets.

Our conclusion is not modified in respect of this matter.

MSKA

& Associates

Chartered Accountants

6.

- a. The Statement of the Company for the year ended March 31, 2020, was audited by another auditor whose report dated May 29, 2020 expressed an unmodified opinion on those Statement.
- b. The Statement of the Company for the half year ended September 30, 2019 was reviewed by another reviewer whose report dated November 08, 2019, expressed an unmodified conclusion on those Statement.

Our conclusion is not modified in respect of these matters.

For MSKA & Associates

Chartered Accountants

ICAI Firm Registration No.105047W

**Deepak
Kumar Rao**

Digitally signed by Deepak
Kumar Rao
DN: cn=Deepak Kumar Rao
c=IN o=Personal
Reason: I am the author of this
document
Date: 2020-11-05 13:33+05:30

Deepak Rao

Partner

Membership No.:113292

UDIN: 20113292AAAATF8435

Bengaluru

November 05, 2020



Vistaar Financial Services Private Limited
Unaudited Balance Sheet as at 30 September 2020
 (All amounts in ₹ lakhs unless otherwise stated)

SI No	Particulars	As at	As at
		30 September 2020	31 March 2020
		Unaudited	Audited
ASSETS			
1	Financial assets		
(a)	Cash and cash equivalents	2,205	8,184
(b)	Bank balances other than (a) above	18,493	6,431
(c)	Loans	1,66,621	1,77,829
(d)	Other financial assets	2,425	1,114
		1,89,744	1,93,558
2	Non-financial assets		
(a)	Current tax assets (net)	1,381	1,419
(b)	Deferred tax assets (net)	2,002	2,252
(c)	Property, plant and equipment	142	234
(d)	Right of use asset	713	993
(e)	Capital work in progress	-	4
(f)	Other intangible assets	60	73
(g)	Other non-financial assets	870	828
		5,168	5,802
Total assets		1,94,912	1,99,361
LIABILITIES AND EQUITY			
LIABILITIES			
1	Financial liabilities		
(a)	Debt securities	25,900	19,900
(b)	Borrowings (other than debt securities)	95,526	1,10,646
(c)	Other financial liabilities		
(i)	Total outstanding dues of micro enterprises and small enterprises	-	-
(ii)	total outstanding dues of creditors other than micro enterprises and small enterprises	4,969	4,240
		1,26,395	1,34,786
2	Non-financial liabilities		
(a)	Current tax liabilities (net)	51	51
(b)	Provisions	297	225
(c)	Other non-financial liabilities	251	284
		599	560
3	Equity		
(a)	Equity share capital	6,762	6,762
(b)	Other equity	61,156	57,253
Total equity		67,918	64,015
Total liabilities and equity		1,94,912	1,99,361



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Vistaar Financial Services Private Limited
Unaudited statement of financial results for the half year ended 30 September 2020
 (All amounts in ₹ lakhs unless otherwise stated)

SI No	Particulars	Half year ended	Half year ended	Year ended
		30 September 2020	30 September 2019	31 March 2020
		Unaudited	Unaudited	Audited
1	Revenue from operations			
	Interest income			
	Fees and commission income	17,843	15,931	33,471
	Net gain on fair value changes	277	627	1,438
	Net gain on derecognition of financial instruments	22	188	358
	Total revenue from operations	2,013	1,013	1,567
2	Other income	20,155	17,759	36,833
3	Total income (1+2)	3	4	10
4	Expenses	20,158	17,763	36,843
	Finance costs			
	Fee and commission expense	7,187	5,361	11,969
	Impairment of financial instruments	71	377	861
	Employee benefits expense	2,477	1,480	5,216
	Depreciation and amortisation expense	4,198	4,786	9,566
	Other expenses	350	445	851
	Total expenses	642	934	1,941
5	Profit before tax for the period / year (3-4)	14,925	13,383	30,405
6	Tax expense	5,233	4,380	6,439
	Prior year taxes			
	Current tax	-	-	(50)
	Deferred tax expense / (credit)	1,065	1,244	2,511
	Total tax expense	255	348	(525)
7	Profit after tax for the period / year (5-6)	1,320	1,592	1,935
8	Other comprehensive income	3,913	2,788	4,504
	(i) Items that will not be reclassified to profit or loss	(20)	(29)	(28)
	(ii) Income tax relating to items that will not be reclassified to profit or loss	5	7	7
	Total other comprehensive income, net of tax	(15)	(22)	(21)
9	Total comprehensive income for the period / year (7+8)	3,898	2,766	4,482
10	Paid-up equity share capital (face of value of ₹ 10 each)	799	799	799
11	Earnings per share (not annualised)			
	Basic and diluted (₹)	5.67	4.02	6.52
	Diluted (₹)	5.62	3.98	6.46
	Face value per share (₹)	10	10	10
See accompanying notes to the financial results				



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Notes:

- 1 The above results have been reviewed by the Audit Committee and approved by the Board of Directors of Vistaar Financial Services Private Limited ('the Company') at their respective meetings held on 04 November 2020 and 05 November 2020 respectively.
- 2 The financial results of the Company have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under Section 133 of the Companies Act 2013 ('the Act') read with the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) (Amendment) Rules, 2016.
- 3 The above financial results have been subjected to limited review by the statutory auditors of the Company as required under Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").
- 4 The SARS-CoV-2 virus responsible for COVID-19 continues to spread across the globe and India, which has contributed to a significant decline and volatility in global and Indian financial markets and a significant decrease in the economic activities. On 11 March 2020, the COVID-19 outbreak was declared as a global pandemic by the World Health Organization. Numerous governments have introduced a variety of measures to contain the spread of the virus. On 24 March 2020, the Indian Government announced a strict lockdown, which has now been extended upto 31 May 2020 and has provided guidelines for restrictions and relaxations in different zones across India during such period. The extent to which the COVID-19 will impact the Company's operations and financial metrics will depend on future developments, which are highly uncertain, including, among other things, any new information concerning the severity of the COVID-19 pandemic.

In accordance with the Reserve Bank of India ('the RBI') guidelines relating to COVID-19 Regulatory Package, the Company has granted a moratorium on payments of instalments and/ or interest falling due between 1 March 2020 and 31 August 2020 to eligible borrowers. For such accounts, where the moratorium is granted, the asset /stage-wise classification shall remain stand still during the moratorium period. (i.e. the number of days past-due shall exclude the moratorium period for the purposes of asset classification).

Basis the gradual lifting of the lockdown, all the branches of the Company are operational. The employees in the branches are permitted to work in accordance with the extant guidelines issued by the Ministry of Home Affairs (MHA) and respective state governments. The Company has started disbursements to customers in a gradual way from June 2020 onwards. The collections are showing improving trend month on month basis. The Company has sufficient funds and outstanding sanctioned credit facilities which are adequate for the foreseeable future. Accordingly, the Company does not expect a stress in the liquidity situation in the immediate future.

The Company has recognized provisions as on 30 September 2020 towards its loan assets, based on the information available at this point of time including economic forecasts, in accordance with the expected credit loss method. The Company believes that it has considered all the possible impact of the known events arising out of COVID-19 pandemic in the preparation of financial results. However, the impact assessment of COVID-19 is a continuing process given its nature and duration. The Company will continue to monitor any material changes to future economic conditions. The management has made an assessment of the impact of COVID-19 on the Company's operations, financial performance and position as at and for the half year ended September 30, 2020. Basis the same, the Company has made an additional Covid-19 related provision of Rs.550 lakhs towards impairment of its loan assets.

- 5 Reserve Bank of India ('RBI') issued guidelines relating to 'COVID-19 Regulatory Package' dated 27 March 2020 and subsequent guidelines on EMI moratorium dated 17 April 2020 and 23 May 2020. The Company had offered moratorium in accordance with its Board approved policies to its customers based on requests as well as on a suo-moto basis between 1 March 2020 to 31 August 2020. For such accounts where the moratorium is granted, the asset classification shall remain stand still during the moratorium period.

Disclosures as required by RBI circular dated 17 April 2020 'COVID-19 Regulatory Package- Asset Classification and Provisioning' are given below:

Particulars	As of 30 September 2020 (Rs. Lakhs)
Respective amounts in SMA/ Overdue categories where the moratorium/deferment was extended in terms of paragraph 2 and 3 of the circular	4,325
Respective amount where asset classification benefit is extended	4,037
Provision made in terms of paragraph 5 of the circular (As per Para 4, applicable to NBFCs covered under Ind AS)	353
Provisions adjusted against slippages in terms of paragraph 6 of the circular	-
Residual provisions as of 30 Sept 2020 in terms of paragraph 6 of the circular	353





- 6 The Company is primarily engaged in the business of financing and as such no separate information is required to be furnished in terms of Ind AS 108 "Operating segments" specified under section 133 of the Companies Act, 2013.
- 7 The comparative figures have been regrouped/ reclassified where ever necessary to confirm to the current financial period figures.

For and on behalf of the Board of Directors



Brahmanand Hegde
Executive Vice Chairman
DIN : 02984527

Bengaluru
05 November 2020



Disclosures under Regulation 52(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

1 Credit rating:

Deposit instrument	Name of rating agency	Rating assigned
Non-Convertible Debentures	ICRA Limited	ICRA A- (Stable)
Term loans	ICRA Limited	ICRA A- (Stable)

There has been no change in the aforesaid rating from the previous period.

2 Debt-Equity Ratio:

Debt-Equity ratio of the Company as on September 30, 2020 is 1.79 as per Financial Results of the Company.

3 Previous due date for payment of principal/interest on Non Convertible Debentures ("NCDs")

NCD	ISIN number	Due date (from 01 April 2020 to 30 September 2020)	
		Principal	Interest
Franklin India Credit Risk Fund	INE016P07120/138/146	Not due	30-Apr-20
Franklin India Credit Risk Fund	INE016P07120/138/146	Not due	31-May-20
Franklin India Credit Risk Fund	INE016P07120/138/146	Not due	30-Jun-20
Franklin India Credit Risk Fund	INE016P07120/138/146	Not due	31-Jul-20
Franklin India Credit Risk Fund	INE016P07120/138/146	Not due	31-Aug-20
Franklin India Credit Risk Fund	INE016P07120/138/146	Not due	30-Sep-20
Bandhan Bank	INE016P07153	Not due	Not due
Union Bank of India	INE016P07161	Not due	Not due

The Company has paid the interest and principal on NCDs on the respective due dates mentioned above.

4 Previous due date for payment of principal/interest on Non Convertible Preference Shares - Not applicable.

5 Outstanding redeemable preference shares - Not applicable.

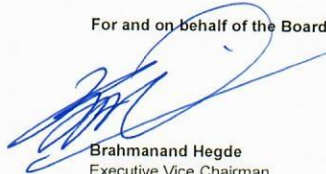
6 Debenture Redemption Reserve (DRR) - No DRR is required in respect of privately placed debentures in terms of Rule 18(7)(b)(ii) of the Companies (Share Capital and Debenture) Rules, 2014.

7 Net Worth as on September 30, 2020 - ₹ 67,918 lakhs

8 Total comprehensive income for the half year ended 30 September 2020 - ₹ 3,898 lakhs

9 Earning per share - ₹ 5.67 per share

For and on behalf of the Board of Directors



Brahmanand Hegde
Executive Vice Chairman
DIN : 02984527



Place: Bangalore
Date: 05 November 2020

