

Statement of

Name of the Issuer: **VIVRITI CAPITAL LIMITED (formerly known as Vivriti Capital Private Limited)**

Last updated: **February 15, 2025**

1

Type of Issue: Public Issue by VIVRITI CAPITAL LIMITED (formerly known as Vivriti Capital Private Limited) ("VCL" or the "Company" or the "Issuer") of Secured, Rated, Listed, Redeemable, Non-Convertible Debentures of face value of ₹ 1,000 each ("NCDs") for an amount of ₹ 25,000 lakh ("Base Issue Size") with an option to retain oversubscription up to ₹ 25,000 lakh ("Green Shoe Option"), cumulatively aggregating up to 50,00,000 NCDs for an aggregate amount of up to ₹ 50,000 lakh ("Issue Size" or "Issue Limit") (the "Issue").  
  
The Company had filed the Prospectus dated August 8, 2023 with the Registrar of Companies, Tamil Nadu at Chennai, ("ROC"), the BSE Limited ("BSE") (the "Stock Exchange") and the Securities and Exchange Board of India ("SEBI").

2

Issue size: ₹ 25,000 lakh ("Base Issue Size") with an option to retain oversubscription up to ₹ 25,000 lakh ("Green Shoe Option"), cumulatively aggregating up to 50,00,000 NCDs amounting to ₹ 50,000 lakh ("Issue Size" or "Issue Limit"). The Issuer has issued and allotted NCDs aggregating to ₹ 49,273.46 lakh. (Source: Minutes of the Meeting dated September 5, 2023 held between VCL, the Lead Manager, and the Registrar)

3

Rating of instrument alongwith name of the rating agency  
(i) as disclosed in the offer document: ICRA A (Stable) by ICRA Limited and CARE A+: Stable by CARE Ratings Limited  
(ii) at the end of 1st FY (March 31, 2024): ICRA A (Stable) by ICRA Limited and CARE A+: Stable by CARE Ratings Limited  
(iii) at the end of 2nd FY (March 31, 2025)\*: NA  
(iv) at the end of 3rd FY (March 31, 2026)\*: NA  
(Source: Prospectus dated August 8, 2023 and website of Credit Rating Agencies)  
\* Periods not available

4

Whether the security created is adequate to ensure 100% asset cover for the debt securities: Yes (Source: Debenture Trust Deed dated September 6, 2023)

5

Subscription level (number of times): After considering the not Banked and technical rejection cases, the Issue was subscribed 1.97 times of the Base Issue Size and 0.98 times of the overall Issue Size. (Source: Minutes of the Meeting dated September 5, 2023 held between VCL, the Lead Manager, and the Registrar)

6

Financials of the issuer  

Parameters	(In ₹ lakh)		
	FY 2024	FY 2025 <sup>(i)</sup>	FY 2026 <sup>(ii)</sup>
Income from operations	1,07,931.20	NA	NA
Net Profit for the period	19,305.50	NA	NA
Paid-up equity share capital	1766.22	NA	NA
Reserves excluding revaluation reserves	2,83,791.16	NA	NA

Note: (i) Periods not completed  
(ii) At the end of 1st FY (March 31, 2024): Listed & Traded  
(iii) At the end of 2nd FY (March 31, 2025)\*: N.A.  
(iv) At the end of 3rd FY (March 31, 2026)\*: N.A.  
Note: Listing and trading permission granted by BSE on September 7, 2023 to commence trading with effect from September 8, 2023  
\*Trading status not disclosed as reporting for the relevant fiscal years has not been completed

7

Status of the debt securities (whether traded, delisted, suspended by any stock exchange, etc.)  
(i) At the end of 1st FY (March 31, 2024): Listed & Traded  
(ii) At the end of 2nd FY (March 31, 2025)\*: N.A.  
(iii) At the end of 3rd FY (March 31, 2026)\*: N.A.  
Note: Listing and trading permission granted by BSE on September 7, 2023 to commence trading with effect from September 8, 2023  
\*Trading status not disclosed as reporting for the relevant fiscal years has not been completed

8

Change, if any, in directors of issuer from the disclosures in the offer document  

PARTICULARS	NAME OF DIRECTOR	APPOINTMENT/RESIGNATION
(i) At the end of 1st FY (March 31, 2024):	N.A.	N.A.
(ii) At the end of 2nd FY (March 31, 2025)*:	N.A.	N.A.
(iii) At the end of 3rd FY (March 31, 2026)*:	N.A.	N.A.

\* Periods not available  
Updated as on February 15, 2025

9

Status of utilization of issue proceeds  
(i) as disclosed in the offer document: The Net Proceeds raised through this Issue will be utilised towards funding the following objects :-  
1. For the purpose of onward lending, financing, and for repayment of interest and principal of existing borrowings of the Company # - Atleast 75% of amount proposed to be financed from Net Proceeds.  
2. For General Corporate Purposes – Maximum of up to 25% of amount proposed to be financed from Net Proceeds  
\*The Net Proceeds will be first utilized towards the Objects mentioned above. The balance is proposed to be utilized for general corporate purposes, subject to such utilization not exceeding 25% of the amount raised in the issue, in compliance with the SEBI NCS Regulations.  
# Company shall not utilise the proceeds of this Issue towards payment of prepayment penalty, if any.  
(Source: Prospectus dated August 8, 2023)  
(ii) Actual utilization: Yes (Source: BSE Filing dated August 8, 2024: Statement of utilisation and material deviation in use of issue proceeds)  
(iii) Reasons for deviation, if any: NA

10

Delay or default in payment of interest/ principal amount  
(i) Disclosures in the offer document on terms of issue: The Debenture Trustee will protect the interest of the NCD Holders in the event of default by company in regard to timely payment of interest and repayment of principal and they will take necessary action at company's cost. (Source: Prospectus dated August 8, 2023)  
(ii) Delay in payment from the due date: NA  
(iii) Reasons for delay/ non-payment, if any: NA

11

Any other material information:  

Date	Announcement
26 September 2023	Notice of AGM and Annual Report
27 September 2023	Intimation regarding the proceedings of 35th Extra ordinary General meeting
30 September 2023	Intimation of proceedings of 6th Annual General Meeting
30 September 2023	Closure of Trading Window
10 October 2023	Provisional ALM Statement for the period ended September 30, 2023
14 October 2023	ALM Statement for the period ended September 30, 2023
21 October 2023	Corporate Governance Report for quarter ended September 30, 2023
28 October 2023	Summary of Proceedings of 36th Extra-Ordinary General Meeting
31 October 2023	Intimation of Board Meeting to approve Unaudited Financial Results
03 November 2023	Outcome of Board Meeting - Approving: 1. Standalone Unaudited Financial Results of the Company for the quarter and half year ended September 30, 2023, along with the Limited review report 2. Statement indicating utilization of issue proceeds of non-convertible securities and statement of material deviation in the use of issue proceeds 3. Security Cover Certificate 4. Related Party Transactions for half year ended September 30, 2023
09 November 2023	Credit Rating by CRISIL Ratings Limited
10 November 2023	ALM Statement for period ended October 31, 2023
13 December 2023	Rating Upgrade from CARE Ratings Limited
28 December 2023	Outcome of Board Meeting - Reappointment of an Independent Director
05 January 2024	Outcome of EGM regarding re-appointment of an Independent Director
15 January 2024	ALM Statement for period ended December 31, 2023
20 January 2024	Corporate Governance Report for quarter ended December 31, 2023
03 February 2024	Intimation of Board Meeting to approve Public Issue of NCDs and Unaudited Financial Results for quarter ended December 31, 2023
07 February 2024	Outcome of Board Meeting - Approving: 1. Unaudited Standalone Financial Results of the Company for the quarter ended December 31, 2023, along with the Limited review report 2. Statement indicating utilization of issue proceeds of non-convertible securities 3. Security Cover Certificate 4. Public Issue of NCDs 5. Other related matters
10 February 2024	ALM Statement for period ended January 31, 2024
14 February 2024	ALM Statement for period ended December 31, 2023
20 February 2024	Intimation regarding the proceedings of 39th Extra Ordinary General meeting of the Company held on Tuesday, February 20, 2024, pursuant to Regulation 51 read with Part B of Schedule III of SEBI (LODR) Regulations, 2015
26 February 2024	Intimation as per Regulation 50 (1) of SEBI (LODR) Regulations, 2015 for the meeting of Borrowing Committee to be held on February 29, 2024.
29 February 2024	Outcome of Borrowing Committee Meeting held on February 29, 2024, as per Regulation 51 of SEBI (LODR) Regulations 2015 - raising of funds via issue of following non-convertible debt securities - 125 crores
14 March 2024	Compliances-Reg. 50 (1) - Prior intimation about Board meeting under Regulation 50(1)
15 March 2024	Submission of provisional Asset Liability Management Statement for the period ended February 29, 2024
19 March 2024	Outcome of Borrowing Committee Meeting of Vivriti Capital Limited held on March 19, 2024 - raising of funds via issue of following non-convertible debt securities - 75 crores
28 March 2024	Compliances-Closure of Trading Window
01 April 2024	Intimation as per Regulation 51(2) of SEBI (LODR) Regulations, 2015 regarding cessation of Holding - Subsidiary relationship with CredAvenue Private Limited.
10 April 2024	Compliances-Half Yearly Report (SEBI Circular No. CIR/IMD/DF-1/67/2017)
15 April 2024	Asset Liability Management (ALM) statement
21 April 2024	Asset Liability Management (ALM) statement
09 May 2024	Outcome of Board Meeting held on May 09, 2024, containing Audited Standalone and Consolidated Financial results for the period ended March 31, 2024 and borrowing powers approved for the Financial Year 2024-25.
10 May 2024	Submission of quarterly and annual audited standalone results and annual audited consolidated results for the period ended March 31, 2024, and CFO certificate thereon pursuant to SEBI Circular dated
10 May 2024	Compliances-Reg. 54 - Asset Cover details
10 May 2024	Intimation as per Regulation 51 of SEBI (LODR) Regulations, 2015 with respect to the Board Meeting held on May 09, 2024.
10 May 2024	Pursuant to Regulation 8 of SEBI (PIT) Regulations, 2015, the Board of Directors have approved amendment to Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information
16 May 2024	Submission of Asset Liability Management Statement for the period ended March 31, 2024 as per SEBI Circular dated August 10, 2021 as amended from time to time.
21 May 2024	Compliances-Reg. 50 (2) - Intimation to the Exchange about meeting under 50(2) - 7th AGM of the Members of Vivriti Capital Limited (formerly known as Vivriti Capital Private Limited) is scheduled to be
28 May 2024	Annual Report - Financial Year 2023-24
31 May 2024	Compliances-Reg. 54 - Asset Cover Details
05 June 2024	Intimation as per Regulation 51(2) of SEBI (LODR) Regulations, 2015, for the press release made by ICRA Limited in relation to the rating upgrade.
14 June 2024	Outcome of Borrowing Committee Meeting held on June 14, 2024 for raising of funds through issuance of Non-Convertible Debentures - Issue size of INR 100 Crores
14 June 2024	Intimation regarding the proceedings of 7th Annual General Meeting of the Company held on Thursday, 13th June 2024 at 5.30 PM (IST), pursuant to regulation 51(2) read with part B of schedule III of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (Using Regulations)
	1. Approval and Adoption of the Standalone Audited Financial Statements of the Company for the Financial Year ended 2023-24, along with Auditors Report and the Report of Board of Directors & its annexures thereon
	2. Approval and Adoption of the Consolidated Audited Financial Statements of the Company for the Financial Year ended 2023-24, and the Auditors Report thereon
	3. Approval for appointment of director in place of Mr. Kartik Srivatsa (DIN: 03559152), who retires by rotation and being eligible, offers himself for reappointment
	4. Approval for appointment of M/s. Sundaram & Srinivasan (Firm Registration Number: 0042075), Chartered Accountants, as the Statutory Auditor of the Company and fix their remuneration
	5. Omnibus approval for related party transactions for Financial Year 2024-25
	Special Business: 1. Approval for increase in overall borrowing limits 2. Approval for increase in limits for borrowings through issue of Debt Securities 3. Approval for borrowings through issue of Commercial Paper 4. Approval for the sale of assets through Direct Assignment, Pass Through Certificates or any other structure and to fix limits 5. Approval for overall limits for providing guarantee and making investments 6. Approval for creation of Security cover as per Sec 180(1)(a) of Companies Act, 2013 7. Approval for issue and allotment under Vivriti Capital Limited - Employee Stock Option Plan 2023
	Submission of provisional Asset Liability Management (ALM) statement for the period ended May 31, 2024.
	Pursuant to Regulation 51(2) of the Listing Regulations, we wish to inform you that the Board of Directors of Vivriti Capital Limited (formerly known as Vivriti Capital Private Limited) ("Company") at its
	Submission of Provisional Asset Liability Management Statement for the period ended June 30, 2024, as per SEBI Master circular dated August 10, 2021.
	Submission of Corporate Governance Report for the quarter ended June 30, 2024, in accordance with Regulation 27 of SEBI (LODR) Regulations, 2015.
	Outcome of Borrowing Committee Meeting held on July 29, 2024, as per Regulation 51(2) of SEBI (LODR) Regulations, 2015 with respect to raising of funds by issuance of Non-convertible Debentures

Statement

Name of the Issuer: VIVRITI CAPITAL LIMITED (formerly known as Vivriti Capital Private Limited)		Last updated: February 15, 2025
01 August 2024	Intimation regarding the proceedings of 40th Extra Ordinary General Meeting of the Company held on July 31, 2024, pursuant to Regulation 51 of SEBI (LODR) Regulations, 2015. Special Business: 1. Approval of change in terms of the Series D Compulsorily Convertible Preference Shares ("Series D CCPS") 2. Approval of payment of remuneration to Mr. Vineet Sukumar (DIN: 06848801), Managing Director for a period of two years and consequent amendment to employment agreement of Sponsor 3. Approval of amendment to Vivriti Capital Limited Employee Stock Option Plan	
07 August 2024	Outcome of Borrowing Committee Meeting held on August 07, 2024, as per Regulation 51 of SEBI (LODR) Regulations, 2015, with respect to raising of funds by issuance of Non-convertible Debentures.	
08 August 2024	Unaudited Financial Results For The Quarter Ended June 30, 2024, Along With Limited Review Report.	
08 August 2024	Compliances-Reg. 52 - Financial Result for the quarter ended June 30, 2024.	
08 August 2024	Compliances-Reg. 52 (7) - Statement of Material Deviations in proceeds of issue of NCD / NCRP	
16 August 2024	Submission of Asset Liability Statement (ALM) for the period ended June 30, 2024.	
13 September 2024	Intimation regarding the proceedings of 41st Extra-Ordinary General Meeting (EGM) of the Company held on Thursday, September 12, 2024	
14 September 2024	Submission of Provisional Asset Liability Statement for the period ended August 31, 2024.	
19 September 2024	Outcome of Borrowing Committee Meeting held on September 19, 2024 as per Regulation 51 of SEBI (LODR) Regulations, 2015 with respect to raising of funds by issuance of Non-Convertible	
26 September 2024	Outcome of Borrowing Committee Meeting held on September 26, 2024 as per Regulation 51 of SEBI (LODR) Regulations, 2015 with respect to raising of funds by issuance of Non-Convertible	
04 October 2024	Outcome of Board Meeting held on October 03, 2024 - considered and approved the reclassification of Mr. Gaurav Kumar, Non-executive Director of the Company, from 'Promoter' to 'Other than Promoter/Public' Category	
15 October 2024	Submission of Provisional Asset Liability Management (ALM) Statement for the period ended September 30, 2024.	
21 October 2024	Submission of Asset Liability Management (ALM) Statement for the period ended September 30, 2024.	
29 October 2024	Intimation regarding the Observation Letter received from BSE Limited in relation to the Composite Scheme of Arrangement between Vivriti Capital Limited , Hari and Company Investments Madras Private Limited, Vivriti Next Private Limited, Vivriti Asset Management Private Limited, Vivriti Funds Private Limited and their respective shareholders	
04 November 2024	Intimation of Repayment of Commercial Paper (CP)	
06 November 2024	Unaudited Standalone Financial Results For Quarter & Half Year Ended September 30, 2024	
06 November 2024	Statement of Material Deviations in proceeds of issue of NCD / NCRP	
15 January 2025	Asset Liability Management (ALM) statement	
21 January 2025	Compliances-Reg.27-Corporate Governance Report	
30 January 2025	Unaudited Standalone Financial Results For Quarter Ended December 31, 2024.	
30 January 2025	Compliances-Reg. 52 (7) - Statement of Material Deviations in proceeds of issue of NCD / NCRP	
06 February 2025	Asset Liability Management (ALM) statement	
<b>Note:</b> The Company meets Investors/ Analysts/ Participants from time to time. Please refer to the website of the Stock Exchanges for the intimation of the schedule of such meetings and related details,as applicable. For further details, please refer <a href="http://www.bseindia.com">www.bseindia.com</a> and / or <a href="http://www.nseindia.com">www.nseindia.com</a> .		
<b>Disclaimer:</b> The information compiled herein is in accordance with the disclosure requirements with regard to the track record of the public issues managed by JM Financial Limited ("JM Financial") arising out of the SEBI Circular No. CIR/MIRSD/1/2012 dated January 10, 2012.  This information is gathered, inter-alia, from the Prospectus of VIVRITI CAPITAL LIMITED (formerly known as Vivriti Capital Private Limited) (the "Issuer"), as amended, and from the filings made by the Issuer with the BSE Limited ("BSE") ,(the "Stock Exchange") from time to time, price-volume data available on the website of the Stock Exchange, other sources as disclosed herein and information / clarifications provided by the Issuer.  Nothing in this information is intended by JM Financial to be construed as legal, regulatory, accounting, tax or other advice. While reasonable care has been taken to ensure that the information provided herein is accurate and is taken from the sources that we believe are reliable, the user of this information may independently verify the accuracy of the information before taking any decision based on the above information.  Notwithstanding the above, JM Financial does not make any express or implied representation or warranty as to the authenticity, accuracy or completeness of the information or data contained herein and shall not be liable in any manner for the same. Neither JM Financial nor any of its affiliates or their directors, officers and employees will be responsible or be liable for any loss or damage including any loss of profits incidental or consequential damage, howsoever arising, suffered or incurred by any person accessing and / or using this information. The person accessing and utilizing the information is accordingly once again advised to independently verify the information and satisfy himself about the adequacy, accuracy and completeness for his specific requirement. JM Financial does not undertake to update the information contained herein except as required by applicable law or regulation.		