

July 11, 2024

To,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai 400 001

Dear Madam/Sir,

Sub: Undertaking to be submitted along with the application for obtaining No-objection Letter from Stock Exchange(s) in terms of Regulation 59A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of Composite Scheme of Arrangement under Section 230 to 232 and other applicable provisions of the Companies Act, 2013 ("Act") between Vivriti Capital Limited (hereinafter referred to as "VCL" or "Demerged Company" or "Amalgamated Company", formerly known as Vivriti Capital Private Limited), Hari and Company Investments Madras Private Limited (hereinafter referred to as "HCIMPL" or the "Resulting Company 1"), Vivriti Next Private Limited (hereinafter referred to as "VNPL", formerly known as QED Business Solutions Private Limited), Vivriti Asset Management Private Limited (hereinafter referred to as "VAMPL" or the "Amalgamating Company" or "Company"), Vivriti Funds Private Limited (hereinafter referred to as "VFPL" or the "Resulting Company 2", formerly known as Keerthi Logistics Private Limited) and their respective shareholders, in relation to the proposed internal restructuring of the Vivriti Group ("Scheme")

In connection with the above application, we hereby confirm that:

- No material event impacting the valuation has occurred during the intervening period of filing the scheme documents with the stock exchanges and period under consideration for valuation.
- There are no past defaults of listed debt obligations of the Amalgamating Company and the Amalgamated Company.
- Neither the Amalgamating Company nor any of its promoters or directors is a wilful defaulter.

For VIVRITI ASSET MANAGEMENT PRIVATE LIMITED



Ms. Priyanka Jain
Company Secretary & Compliance Officer
Membership No. A41411

**Address: Prestige Zackria Metropolitan No. 200/1-8,
1st Floor, Block -1, Annasalai, Chennai – 600002**



Date: July 11, 2024

To,

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai – 400 001.

Dear Sir/Mam,

Sub: Application under Regulation 59A of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) for the proposed Composite Scheme of Arrangement under Section 230 to 232 and other applicable provisions of the Companies Act, 2013 (“Act”) between Vivriti Capital Limited (hereinafter referred to as “VCL” or “Demerged Company” or “Amalgamated Company” or “Company”, formerly known as Vivriti Capital Private Limited), Hari and Company Investments Madras Private Limited (hereinafter referred to as “HCIMPL” or the “Resulting Company 1”), Vivriti Next Private Limited (hereinafter referred to as “VNPL”, formerly known as QED Business Solutions Private Limited), Vivriti Asset Management Private Limited (hereinafter referred to as “VAMPL” or the “Amalgamating Company”), Vivriti Funds Private Limited (hereinafter referred to as “VFPL” or the “Resulting Company 2”, formerly known as Keerthi Logistics Private Limited) and their respective shareholders, in relation to the proposed internal restructuring of the Vivriti Group (“Scheme”)

In connection with the above application, we hereby confirm that:

1. No material event impacting the valuation has occurred during the intervening period of filing the scheme documents with the stock exchange and period under consideration for valuation.
2. There are no past defaults of listed debt obligations of VCL and VAMPL. HCIMPL, VNPL and VFPL do not have any listed debt obligations.
3. The Company, its promoters or directors have never been declared as wilful defaulter.

For Vivriti Capital Limited
(formerly known as Vivriti Capital Private Limited)

For VIVRITI CAPITAL LIMITED


Company Secretary



P S Amritha
Company Secretary & Compliance Officer
Mem No. A49121
Address: Prestige Zackria Metropolitan No. 200/1-8,
2nd Floor, Block -1, Annasalai, Chennai – 600002