

VAM/COM/2024/060

November 06, 2024

To,

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

Sub: Outcome of Board Meeting held on November 06, 2024, as per Regulation 51(2) read with Part B of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sir / Madam,

Pursuant to Regulation 51(2) of the Listing Regulations, we wish to inform you that the Board of Directors of Vivriti Asset Management Private Limited (**'Company'**) in its meeting held today, i.e., November 06, 2024 have, inter-alia, considered and approved the Standalone Unaudited Financial Results for the quarter and half year ended September 30, 2024 along with Limited review report of the Statutory Auditor, copy of which are enclosed herewith.

The meeting commenced at 11:05 AM and concluded at 12:25 PM.

Kindly take the same on your record.

For and on behalf of **VIVRITI ASSET MANAGEMENT PRIVATE LIMITED**

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

Encl.: a/a

B S R & Co. LLP

Chartered Accountants

KRM Tower, 1st and 2nd Floors
No. 1, Harrington Road, Chetpet
Chennai – 600 031, India
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Limited Review Report on unaudited financial results of Vivriti Asset Management Private Limited for the quarter ended 30 September 2024 and year to date results for the period from 1 April 2024 to 30 September 2024 pursuant to Regulation 52 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To the Board of Directors of Vivriti Asset Management Private Limited

1. We have reviewed the accompanying Statement of unaudited financial results of Vivriti Asset Management Private Limited (hereinafter referred to as "the Company") for the quarter ended 30 September 2024 and year to date results for the period from 1 April 2024 to 30 September 2024 ("the Statement") (in which are included interim financial information of two branches located in India and Singapore).
2. This Statement, which is the responsibility of the Company's management and approved by its Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India and in compliance with Regulation 52 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations"). Our responsibility is to issue a report 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. A review of interim financial information 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, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 52 of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For B S R & Co. LLP

Chartered Accountants

Firm's Registration No.:101248W/W-100022



S. Sethuraman

Partner

Chennai

06 November 2024

Membership No.: 203491

UDIN:24203491BKCQRP6735

Registered Office:

Vivriti Asset Management Private Limited

Regd. Office: Prestige Zackria Metropolitan No. 200/1-8, 1st Floor, Block -1, Annasalai, Chennai - 600002

(CIN - U65929TN2019PTC127644)

Statement of Unaudited Assets and Liabilities as at 30 September 2024

(INR in lakhs)

Particulars	As at 30 September 2024 (Unaudited)	As at 31 March 2024 (Audited)
ASSETS		
Non-current assets		
Property, plant and equipment	50.15	64.42
Right of use asset	198.28	239.65
Intangible assets	-	218.11
Intangible assets under development	-	447.99
Financial assets		
- Investments	16,382.41	17,488.15
- Other financial assets	50.75	640.68
Deferred tax assets (net)	433.16	417.63
Other non-current assets	587.69	802.26
Total non-current assets	17,702.44	20,318.89
Current assets		
Financial Assets		
- Investments	1,519.24	542.23
- Trade receivables	1,437.43	1,005.06
- Cash and cash equivalents	225.73	758.05
- Bank balances other than cash and cash equivalents	1,010.63	881.41
- Other financial assets	113.71	419.47
Current tax asset (net)	386.83	258.71
Other current assets	781.32	819.88
Total current asset	5,474.89	4,684.81
Total assets	23,177.33	25,003.70
EQUITY AND LIABILITIES		
Equity		
Equity share capital	2,038.58	2,038.58
Instruments entirely equity in nature	992.95	992.95
Other equity	13,994.67	14,043.55
Total equity	17,026.20	17,075.08
Liabilities		
Non-current liabilities		
Financial liabilities		
Borrowings	2,900.28	3,180.35
Lease liabilities	154.14	740.63
Provisions	258.70	215.27
Total non-current liabilities	3,313.12	4,136.25
Current liabilities		
Financial liabilities		
Borrowings	618.45	620.52
Lease liabilities	91.74	187.40
Trade payables		
a) Total outstanding dues of micro and small enterprises	4.51	-
b) Total outstanding dues of creditors other than micro and small enterprises	231.00	207.57
Other financial liabilities	1,410.41	2,152.55
Other current liabilities	440.24	588.67
Provisions	41.66	35.66
Total current liabilities	2,838.01	3,792.37
Total liabilities	6,151.13	7,928.62
Total equity and liabilities	23,177.33	25,003.70

See accompanying notes to the unaudited financial results



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Statement of Unaudited Financial Results for the quarter and half year ended 30 September 2024

(INR in lakhs)

Particulars	Quarter ended			Half year ended		Year ended
	30 September 2024	30 June 2024	30 September 2023	30 September 2024	30 September 2023	31 March 2024
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
INCOME						
Revenue from operations	1,345.58	1,411.97	1,105.95	2,757.55	2,253.26	4,819.24
Other income	279.65	319.35	223.87	527.99	486.74	965.28
Total income	1,625.23	1,731.32	1,329.82	3,285.54	2,740.00	5,784.52
EXPENSES						
Employee benefit expenses	803.29	1,126.11	854.57	1,929.40	1,766.32	3,509.80
Finance costs	118.47	128.79	124.54	247.26	218.95	535.29
Depreciation and amortisation	27.81	41.59	32.92	69.40	64.89	159.36
Other expenses	569.20	603.01	458.65	1,101.19	943.36	1,850.05
Total expenses	1,518.77	1,899.50	1,470.68	3,347.25	2,993.52	6,054.50
Profit / (loss) before tax	106.46	(168.18)	(140.86)	(61.71)	(253.52)	(269.98)
Tax expense						
- Current tax	-	-	-	-	-	-
- Deferred tax charge / (credit)	28.93	(40.20)	(35.91)	(11.26)	(64.26)	(64.05)
Total tax expense	28.93	(40.20)	(35.91)	(11.26)	(64.26)	(64.05)
Net profit / (loss) after tax for the period / year	77.53	(127.98)	(104.95)	(50.45)	(189.26)	(205.93)
Other comprehensive income						
(i) Items that will not be reclassified to profit or loss:						
Remeasurements of the defined benefit asset / (liability)	(8.17)	(8.14)	(2.54)	(16.31)	(4.79)	(15.47)
Income tax relating to items that will not be reclassified to profit or loss	2.14	2.13	0.64	4.27	1.20	3.89
Other Comprehensive Income	(6.03)	(6.01)	(1.90)	(12.04)	(3.59)	(11.58)
Total comprehensive income for the period / year, net of income tax	71.50	(133.99)	(106.85)	(62.49)	(192.85)	(217.51)
Earnings per equity share						
Basic (₹)	0.24	(0.41)	(0.59)	(0.21)	(1.06)	(0.73)
Diluted (₹)	0.23	(0.41)	(0.59)	(0.21)	(1.06)	(0.73)
Face value per share (₹)	10.00	10.00	10.00	10.00	10.00	10.00
	<i>Not annualised</i>	<i>Not annualised</i>	<i>Not annualised</i>	<i>Not annualised</i>	<i>Not annualised</i>	<i>Annualised</i>

See accompanying notes to the unaudited financial results



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(CIN - U65929TN2019PTC127644)

Statement of Unaudited Cash flows for the half year ended 30 September 2024

(INR in lakhs)

Particulars	For the half year ended 30 September 2024	For the year ended 31 March 2024
	Unaudited	Unaudited
Cash flow from operating activities		
Profit / (Loss) before tax	(61.71)	(269.98)
Adjustments for:		
Finance costs	247.26	535.29
Depreciation and amortisation	69.40	159.36
Net gain on financial instruments at fair value through profit and loss	(114.61)	(779.17)
Gain on sale of intangible assets	(236.67)	-
Interest income on rental deposit	(4.50)	(9.22)
Interest income and net gain on sublease	(30.99)	(76.52)
Gain from investment in Mutual fund	(51.12)	(38.80)
Interest income on bank balances other than cash and cash equivalents	(33.01)	(49.03)
Interest income on investment	(877.93)	(1,621.37)
Interest income on non convertible debentures	(57.08)	-
Operating profit / (Loss) before working capital changes	(1,150.96)	(2,149.43)
Changes in operating assets and liabilities		
(Increase) in trade receivables	(432.37)	(197.60)
Decrease / (Increase) in other financial assets	330.34	768.12
Decrease / (Increase) in other assets	253.14	(209.36)
Increase/(Decrease) in trade payables	27.94	(16.65)
(Decrease) / Increase in other financial liabilities and other liabilities	(890.58)	1,144.49
Increase/(Decrease) in provisions	46.73	213.47
Cash used in operating activities	(1,815.76)	(446.96)
Income tax paid, net of refunds	(128.12)	(5.25)
Net Cash flows used in operating activities - (A)	(1,943.88)	(452.21)
Cash flows from investing activities		
Purchase of property plant and equipment, intangible assets (including intangible assets under development)	(43.02)	(392.62)
Sale of property plant and equipment, intangible assets (including intangible assets under development)	932.00	20.31
Investment in units of mutual funds and alternative investment funds	(9,355.86)	(22,234.38)
Proceeds from redemption of investment in mutual funds and alternative investment funds	9,153.99	16,382.74
Investment in bank balances other than cash and cash equivalents (net)	(129.22)	(350.52)
Interest received on bank balances other than cash and cash equivalents	33.01	49.03
Gain from investments in mutual fund	51.12	38.80
Income received on investments	1,380.23	1,142.55
Net cash flows generated from / (used in) investing activities - (B)	2,022.25	(5,344.09)
Financing activities		
Proceeds from issue of share capital including securities premium	-	18.90
Proceeds from borrowings	-	7,331.31
Repayment of borrowings	(280.27)	(280.14)
Payment of interest on borrowings	(201.10)	(361.15)
Payments of lease liabilities (including interest on lease liabilities)	(129.32)	(273.58)
Net cash flows(used in) / generated from financing activities - (C)	(610.69)	6,435.34
Net increase/(decrease) in cash and cash equivalents (A) + (B) + (C)	(532.32)	639.04
Cash and cash equivalents at the beginning of the reporting year	758.05	119.01
Cash and cash equivalents at the end of the reporting year	225.73	758.05
Components of cash and cash equivalents		
Balances with banks		
In current accounts	225.73	758.05
Total cash and cash equivalents	225.73	758.05

See accompanying notes to the unaudited standalone financial results



Notes:

- 1 Vivriti Asset Management Private Limited ("the Company") is an Investment Manager to various Alternative Investment Funds and have also obtained a license from Securities Exchange Board of India (SEBI) to provide co investment services.
- 2 The above financial results for the quarter ended and year-to-date results for the period from 1 April 2024 to 30 September 2024 along with comparative period have been reviewed by the Audit Committee and subsequently approved by the Board of Directors at their respective meetings held on 6 Nov 2024. The above results for the quarter ended and year-to-date results for the period from 1 April 2024 to 30 September 2024 have been reviewed by the statutory auditors of the Company. The auditors have issued an unmodified limited review report.
- 3 The standalone financial results have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard ('Ind AS'), 34 - "Interim Financial Reporting" as prescribed under Section 133 of the Companies Act, 2013 ('the Act'), and other accounting principles generally accepted in India and in compliance with Regulation 52 of the Securities Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations 2015. The financial results have been drawn up on the basis of Ind AS, that are applicable to the Company as at 30 September 2024. Any application guidance / clarifications / directions issued by regulators are implemented as and when they are issued / applicable.
- 4 As at 30 September 2024, the Company has issued 2,480 senior, secured, rated, listed, taxable, redeemable, transferable, interest bearing non-convertible debentures having a face value of INR 100,000 each and an aggregate face value of INR 248,000,000 which are listed with Bombay Stock Exchange.
- 5 There are no separate reportable segments in accordance with Ind AS 108 on "Operating Segments" in respect of the Company.
- 6 Other equity includes balance in Securities premium account, Employee stock options outstanding account and Retained earnings comprising of surplus / deficit in the statement of profit and loss and other comprehensive income.
- 7 Analytical ratios / disclosures required under Regulation 52 / 54 of the Securities Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Particulars	Quarter ended			Half year ended		Year ended
	30-Sep-24	30-Jun-24	30-Sep-23	30-Sep-24	30-Sep-23	31-Mar-24
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
a) Debt Service Coverage Ratio	0.76	0.13	0.38	0.44	0.40	0.09
b) Interest Service Coverage Ratio	2.58	0.02	0.18	1.28	0.19	1.03
c) Debt-Equity Ratio	0.20	0.21	0.45	0.20	0.45	0.22
d) Current ratio	1.93	1.77	1.89	1.93	1.89	1.24
e) Long term debt to working capital	1.08	1.00	1.89	1.08	1.89	2.51
f) Bad Debts to Accounts receivable ratio	NA	NA	NA	NA	NA	NA
g) Current Liability Ratio	0.46	0.50	0.31	0.46	0.31	0.48
h) Total Debts to Total Assets Ratio	0.15	0.14	0.26	0.15	0.26	0.15
i) Debtors turnover ratio	4.10	5.22	5.07	4.50	5.19	5.32
j) Inventory turnover ratio	NA	NA	NA	NA	NA	NA
k) Outstanding redeemable preference shares (Quantity)	NA	NA	NA	NA	NA	NA
l) Outstanding redeemable preference shares (Amount in lakhs)	NA	NA	NA	NA	NA	NA
m) Capital redemption reserve	NA	NA	NA	NA	NA	NA
n) Debenture redemption reserve	NA	NA	NA	NA	NA	NA
o) Networth (Amount in lakhs)	17,026.20	16,958.75	12,334.93	17,026.20	12,334.93	17,075.08
p) Net profit after tax (Amount in lakhs)	77.53	(127.98)	(104.95)	(50.43)	(189.28)	(203.93)
q) Earning per share						
Basic (₹)	0.24	(0.41)	(0.59)	(0.21)	(1.06)	(0.73)
Diluted (₹)	0.23	(0.41)	(0.59)	(0.21)	(1.06)	(0.73)
r) Operating Margin	18.78%	0.16%	1.50%	9.25%	1.35%	8.81%
s) Net Profit Margin	5.31%	-9.49%	-9.66%	-2.27%	-8.56%	-4.51%



Vivriti Asset Management Private Limited

Regd. Office: Prestige Zackria Metropolitan No. 200/1-8, 1st Floor, Block -1, Annasalai, Chennai - 600002

(CIN - U65929TN2019PTC127644)

Notes:-

- i) Debt Service coverage ratio: Earnings available for debt service ÷ Debt Service (Debt Service = Interest & Lease Payments + Principal Repayments)
 - ii) Earning for Debt Service: Net Profit after taxes + Depreciation + Interest + Loss / (gain) on sale of Fixed assets.
 - iii) Interest Service Coverage Ratio: (Profit before tax + Finance costs + Depreciation and Amortisation) ÷ Finance costs (Excluding Finance cost on lease liabilities)
 - iv) Debt equity ratio: Total Debt ÷ Total equity (Total Debt: Long term borrowings + Short term borrowings)
 - v) Total equity = Equity attributable to owners of the Company
 - vi) Asset Cover Ratio: ((Total Assets - Intangible Assets) - (Current Liabilities - Current Debt))/Total Non-convertible Debt
 - vii) Current ratio: Current assets ÷ Current liabilities
 - viii) Long term debt to working capital: (Non current borrowings + Current maturities of long term debt) ÷ (Current Assets - Current liabilities + Current maturities of long term debt)
 - ix) Bad debts to accounts receivable ratio: Bad debts including provision for doubtful debts ÷ Average Trade receivables
 - x) Current Liability ratio: Current liability ÷ Total liabilities
 - xi) Total Debts to total assets: Total Debt ÷ Total assets
 - xii) Debtors' turnover: Revenue from operations ÷ Average Trade receivables (annualised)
 - xiii) Operating margin: (Profit before tax + Finance costs + Depreciation) ÷ Revenue from operations
 - xiv) Net Profit margin: Net profit after tax for the period / year ÷ Revenue from operations
- 8 All outstanding non-convertible listed debt securities are secured by way of pari passu charge on hypothecated assets of the Company with security cover of 1 times of outstanding amount on such securities at any point of time. There are no unsecured / unlisted non-convertible debt securities.
- 9 The Board of Directors of the Company at its meeting held on 27 June 2024, has approved the Composite Scheme of Arrangement between the Company, Hari and Company Investments Madras Private Limited, Vivriti Next Private Limited, Vivriti Capital Limited (Formerly known as Vivriti Capital Private Limited), Vivriti Funds Private Limited and their respective shareholders in accordance with the provisions of Section 230 to 232 of Companies Act, 2013 (as amended from time to time) subject to necessary statutory and regulatory approvals. Pursuant to the Composite Scheme of Arrangement, the Company will be amalgamated into Vivriti Capital Limited and subsequently its business will be demerged to Vivriti Funds Private Limited

Place: Chennai
Date: November 06, 2024



For and on behalf of the Board of Directors
Vivriti Asset Management Private Limited

Vineet Sukumar

Vineet Sukumar
Managing Director
DIN: 06848801



B S R & Co. LLP

Chartered Accountants

KRM Tower, 1st and 2nd Floors
No. 1, Harrington Road, Chetpet
Chennai – 600 031, India
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The Board of Directors

Vivriti Asset Management Private Limited
Prestige Zackria Metropolitan,
No. 200/1-8, 1st Floor, Block -1, Annasalai,
Chennai - 600002

06 November 2024

Dear Sirs

Auditor's report on Statement of information on security cover maintained with respect to listed non-convertible debentures as at 30 September 2024; value of receivables / book debts as at 30 September 2024 and compliance of covenants with respect to listed non-convertible debentures for the period ended 30 September 2024 / as at 30 September 2024.

1. This report is issued in accordance with the terms of our engagement letter dated 22 July 2024.
2. The management has requested us to certify the particulars contained in the accompanying Statement of information for the listed non-convertible debt securities ('NCD') attached herewith (the 'Statement') for Vivriti Asset Management Private Limited (the 'Company') for the period ended 30 September 2024 / as at 30 September 2024. The Statement has been prepared by the Company to comply with Regulation 54 read with Regulation 56(1)(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and Regulation 15(1)(t) of the Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993, as amended and circular SEBI/HO/MIRSD/MIRSO_CRADT/CIR/P/2022/67 dated 19 May 2022 (together referred to as the "Regulations") for the purpose of its onward submission to Vardhman Trusteeship Private Limited (the "Debenture Trustee") of the Company and the stock exchanges. The Statement has been prepared by the management and signed by us for identification purposes only.

Management's responsibility

3. The preparation and presentation of the Statement is the responsibility of the Company's management including the preparation and maintenance of all accounting and other records supporting its contents. This responsibility includes the design, implementation and maintenance of 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.
4. The Company's management is also responsible for ensuring that the Company complies with the requirements of the Regulations and the Debenture Trust Deed ('DTD') for the listed NCD issued during the period ended 30 September 2024 / outstanding as at 30 September 2024 (as listed in the Statement) and for providing all relevant information to the Company's Debenture Trustee. The Company's management is responsible for preparation and maintenance of covenants list and compliance with such covenants on a continuous basis as per the DTD.

Further, the Company's management is responsible for completeness and accuracy of the covenants listed in the Statement extracted from the list of covenants under the 'Covenant' section of the DTD and the status of compliance with such covenants for the period ended 30 September 2024 / as at 30 September 2024.

Registered Office:

B S R & Co. (a partnership firm with Registration No. BA61223) converted into B S R & Co. LLP
(a Limited Liability Partnership with LLP Registration No. AAB-8181) with effect from October 14, 2013

14th Floor, Central B Wing and North C Wing, Nesco IT Park 4, Nesco Center,
Western Express Highway, Goregaon (East), Mumbai - 400063

Auditor's responsibility

5. Pursuant to the request from management and as required by the Regulations, we are required to provide a limited assurance on whether anything has come to our attention that causes us to believe that the Company has not accurately extracted the particulars furnished in the Statement from the unaudited financial statements / information, underlying books of account and other relevant records and documents maintained by the Company for the period ended 30 September 2024, has not maintained required security cover, has provided incorrect details of value of receivables / book debts in the Statement, has not complied with the covenants (as set out in the Statement) as per the requirements of the DTD in relation to all listed NCD issued during the period ended 30 September 2024 / outstanding as at 30 September 2024, and whether the computation of security cover ratio in the Statement is not arithmetically accurate.
6. For the purpose of this report, we have planned and performed the following procedures;

Part A: Security cover

- (a) Obtained a list of assets pledged as collateral / security against the outstanding listed NCD as at 30 September 2024;
- (b) Traced all the amounts relating to assets and liabilities (as set out in the Statement) to the unaudited books of account and other relevant records and documents maintained by the Company for the period ended 30 September 2024 and verified the arithmetical accuracy of the numbers in the Statement;
- (c) On a sample basis, verified the details of the outstanding amount and assets required to be maintained as collateral for the listed NCD from the underlying unaudited books of account and other relevant records and documents maintained by the Company for the period ended 30 September 2024;
- (d) Verified the computation of security cover as at 30 September 2024, prepared by management, as specified in the format given under SEBI/HO/MIRSD/MIRSD_CRADT/CIR/P/2022/67 dated 19 May 2022;
- (e) Obtained appropriate representations from the Management relating to compliance with Regulations and DTD.

Part B: Value of receivables / book debts

- a) Verified, on a sample basis, outstanding amount of NCD as at 30 September 2024 and the value of assets hypothecated from the underlying unaudited books of account and other relevant records and documents maintained by the Company for the period ended 30 September 2024;

Part C: Compliance with covenants

- a) Obtained from management, a list of applicable covenants (as set out in the Statement), extracted from the 'Covenants' section of the DTD. Management has confirmed that the covenants listed in the Statement are extracted from the DTD for the listed NCD issued during the period ended 30 September 2024/ outstanding as at 30 September 2024.
- b) Against each of the applicable covenants (as set out in the Statement), obtained the status of compliance with such covenants as at 30 September 2024 from management.
- c) On a sample basis, traced the covenants in the Statement to the DTD to test their accuracy; and
- d) Verified the compliance with the covenants as set out in the Statement.

7. The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement and consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.
8. We conducted our examination in accordance with the 'Guidance Note on Reports or Certificates for Special Purposes (Revised 2016)' ('the Guidance Note') issued by the ICAI. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI. We have not performed an audit, the objective of which would be the expression of an opinion on the financial statements, specified elements, accounts or items thereof, for the purpose of this report. Accordingly, we do not express such an opinion.
9. 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.

Conclusion

10. Based on our procedures performed as mentioned in paragraph 6 above, information and explanation given to us and representations provided by the Company, nothing has come to our attention that causes us to believe that, in all material aspects:
 - a. the Company has not accurately extracted the particulars furnished in the Statement from the unaudited books of account and other relevant records and documents maintained by the Company for the period ended 30 September 2024;
 - b. the Company has not maintained required security cover;
 - c. the Company has provided incorrect details of value of receivables / book debts in the Statement;
 - d. the Company has not complied with the covenants (as set out in the Statement) as per the requirements of the DTD for all listed NCD issued during the period ended 30 September 2024/ outstanding as at 30 September 2024; and
 - e. the computation of the security cover ratio in the Statement is not arithmetically accurate.



B S R & Co. LLP

Vivriti Asset Management Private Limited

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Restriction of use

11. This report has been issued for the sole use of the Board of Directors, to whom it is addressed, for onward submission to the Company's Debenture Trustee and stock exchanges pursuant to the requirements of the abovementioned Regulations. Accordingly, our report should not be quoted or referred to in any other document or made available to any other person or persons without our prior written consent. We neither accept nor assume any duty or liability for any other purpose or to any other party to whom our report is shown or into whose hands it may come without our prior consent in writing.

for **B S R & Co. LLP**

Chartered Accountants

Firm Registration No: 101248W/W-100022



S Sethuraman

Partner

Membership Number: 203491

ICAI UDIN: 24203491BKCQRQ4385

Place: Chennai

Date: 06 November 2024

Vivriti Asset Management Private Limited

Statement of Information for listed Non-Convertible Debentures ('NCDs') (the 'Statement')

Table I - ISIN wise details of listed Non-Convertible Debentures as at 30 September 2024

S.No.	ISIN	Facility	Type of charge	Sanction / Issue amount (Face value) (INR Lakhs)	Outstanding Amount (INR Lakhs)	Cover required	Covered Maintained
1	INE0BXI07010	Non-Convertible Debentures	Pari-passu charge	2,480.00	2,528.92	100%	100%
Total				2,480.00	2,528.92		

Note: Outstanding amount shown in the above table includes accrued interest and effective interest rate adjustments.



Table 11 - Computation of Security Cover Ratio
Part A - Vardhman Trusteeship Private Limited

Column A	Column B	Column C	Column D	Column E	Column F	Column G	Column H	Column I	Column J	Column K	Column L	Column M	Column N	Column O	
Particulars	Description of asset for which this certificate relate	Exclusive Charge	Exclusive Charge	Pari- Passu Charge	Pari- Passu Charge	Pari- Passu Charge	Assets not offered as Security	Elimination (amount in negative)	(Total C to H)	Related to only those items covered by this certificate					
		Debt for which this certificate being issued	Other Secured Debt	Debt for which this certificate being issued	Assets shared by pari passu debt holder (includes debt for which this certificate is issued & other debt with pari-passu charge)	Other assets on which there is pari- Passu charge (excluding items covered in column F)		Debt amount considered more than once (due to exclusive plus pari passu charge)		Market Value for Assets charged on Exclusive basis	Carrying /book value for exclusive charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)	Market Value for Pari passu charge Assets	Carrying value/book value for pari passu charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)	Total Value(=K+L+M+ N)	
		Book Value	Book Value	Yes/ No	Book Value	Book Value									
ASSETS															
Properties - Plant and Equipment		-	-	Yes	50.15	-	-	-	50.15	-	-	-	-	50.15	
Right of Use Assets		-	-	-	-	-	198.28	-	198.28	-	-	-	-	-	
Investments		-	-	Yes	3,605.67	-	14,295.98	-	17,901.65	-	-	-	-	3,605.67	
Trade Receivables		-	-	Yes	1,437.43	-	-	-	1,437.43	-	-	-	-	1,437.43	
Cash and Cash Equivalents		-	-	Yes	225.73	-	-	-	225.73	-	-	-	-	225.73	
Bank Balances other than Cash and Cash Equivalents		-	-	Yes	1,010.63	-	-	-	1,010.63	-	-	-	-	1,010.63	
Others		-	-	Yes	1,920.30	-	433.16	-	2,353.46	-	-	-	-	1,920.30	
Total		-	-	-	8,249.91	-	14,927.42	-	23,177.33	-	-	-	-	8,249.91	
LIABILITIES															
Debt securities to which this certificate pertains	Non Convertible Debentures	-	-	Yes	2,528.92	-	-	-	2,528.92	-	-	-	-	2,528.92	
Other debt sharing pari-passu charge with above debt		-	-	-	-	-	-	-	-	-	-	-	-	-	
Borrowings	Term loan from Banks	-	-	Yes	989.74	-	0.07	-	989.81	-	-	-	-	989.74	
Trade payables		-	-	-	-	-	235.51	-	235.51	-	-	-	-	-	
Lease Liabilities		-	-	-	-	-	245.88	-	245.88	-	-	-	-	-	
Provisions		-	-	-	-	-	300.36	-	300.36	-	-	-	-	-	
Others		-	-	-	-	-	1,850.65	-	1,850.65	-	-	-	-	-	
Total		-	-	-	3,518.66	-	2,632.47	-	6,151.13	-	-	-	-	3,518.66	
Cover on Book Value					2.34 Times									2.34 Times	
Cover on Market Value														2.34 Times	
		Exclusive Security Cover Ratio			Pari-Passu Security Cover Ratio										



Vivriti Asset Management Private Limited

Statement of information for listed Non-Convertible Debentures ('NCDs') (the 'Statement') for the half year ended 30 September 2024

Table III - Compliance with covenants

S No.	Category	Covenant	Remarks	Status of compliance
1	Financial	The Company should maintain a Debt to Equity Ratio of not more than 1 (one) times.	The Management confirms that the Company has complied with this covenant as at 30 September 2024.	Complied
		The Company should maintain Interest coverage ratio of at least 1.5 (one decimal five) times.	The Management confirms that the Company has complied with this covenant as at 30 September 2024.	Complied
		The Company should maintain Net worth to Outstanding Principal Ratio of not less than 2 (two) times	The Management confirms that the Company has complied with this covenant as at 30 September 2024.	Complied
2	Utilisation of funds	The Company shall submit a certificate from the statutory auditors of the Company (A) in respect of utilisation of funds during the implementation period of the project relating to the proceeds of the issue, and (B) in the case of Debentures issued for financing working capital, at the end of each accounting year.	The proceeds from the issue of the non-convertible debentures have been partly utilised as at the reporting date. Management has communicated that proceeds to the extent of Rs. 180,000,000 (Indian Rupees Eighteen Crores Only) from the subscription amount have been utilised till the reporting date for the intended purpose.	Complied

Notes:

- The Statement has been prepared for the sole purpose of submitting to the Debenture Trustee (Vardhman Trusteeship Private Limited) pursuant to requirements under Regulation 54 read with Regulation 56(1)(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 as amended, and Regulation 15(1)(t) of the Securities and Exchange Board Of India (Debenture Trustees) Regulations, 1993, as amended (together referred to as the 'SEBI Regulations'). As per the above SEBI Regulations, the Company is required to obtain a report from statutory auditor of the Company with respect to the security cover maintained, value of hypothecated asset and compliance with covenants as per the Debenture Trust Deeds as at 30 September 2024.
- The amounts disclosed above have been extracted from the underlying unaudited books of account and other relevant records and documents maintained by the Company for the period ended 30 September 2024.
- The Company has hypothecated defined current and non-current asset as underlying security for which the market value is not ascertainable. Therefore, the Company has provided the carrying value/ book value of the asset as per the format prescribed in the regulation.
- We confirm that, as at 30 September 2024, the Company has complied with the required security coverage ratio as per the terms of the debenture trust deed.

for Vivriti Asset Management Private Limited

Vineet Sukumar

Vineet Sukumar
Managing Director

Place: Chennai
Date: 6 November 2024



**Disclosure in terms of Regulation 52(4)
of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
for the quarter ended 30 September 2024**

- a) Debt Equity ratio as on 30 September 2024 is 0.20.
- b) The Company is not required to create Debenture redemption reserve and Capital Redemption reserve in terms of the Companies (Share Capital and Debentures) Rules, 2014 read with the Companies (Share Capital and Debentures) Amendment Rules, 2019.
- c) Net worth as on 30 September 2024 is ₹ 17,026.20 Lakhs.
- d) Net Profit/(Loss) after tax for the quarter 30 September 2024 is ₹ 77.53 Lakhs.
- e) Earnings per share for the quarter ended 30 September 2024 (not annualised): Basic – ₹ 0.24 and Diluted - ₹ 0.23.
- f) Outstanding Optionally Convertible Redeemable Preference Share Capital as on 30 September 2024 is Nil.
- g) Total debts to total assets ratio as on 30 September 2024 is 0.15.
- h) Operating margin (%) for the quarter ended 30 September 2024 is 18.78%.
- i) Net profit margin (%) for the quarter ended 30 September 2024 is 5.31%.
- j) Debt Service Coverage Ratio as on 30 September 2024 is 0.76
- k) Interest Service Coverage ratio as on 30 September 2024 is 2.58
- l) Current ratio as on 30 September 2024 is 1.93
- m) Long term debt to working capital ratio as 30 September 2024 is 1.08
- n) Bad debts to accounts receivable ratio 30 September 2024 is Nil
- o) Debtors turnover ratio as on 30 September 2024 is 4.10
- p) The information related to Gross Non-Performing Assets (GNPA) Ratio, Net Non-Performing Assets (NNPA) Ratio, Capital adequacy ratio or capital-to-risk weighted assets ratio (CRAR), Inventory turnover ratio have not been included as these disclosures are not applicable to the Company considering the nature of business undertaken by the Company.

For and on behalf of **Vivriti Asset Management Private Limited**

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

Encl: a/a

November 06, 2024

To,

Department of Corporate Services
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai - 400 001

Sub: Statement of utilisation and material deviation in use of issue proceeds as per Regulation 52(7) and 52(7A) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 for the quarter ended 30 September 2024

Dear Sir/ Madam,

As required under Regulation 52(7) & 52(7A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, we hereby declare that the proceeds of all the debt raised during the quarter ended 30 September 2023, listed on BSE Limited have been partially utilized for the purposes for which they were raised and that there is no deviation in the utilization of their issue proceeds.

The statement indicating the aforesaid is attached as **Annexure A** and **Annexure B**.

Kindly take the same on record.

For and on behalf of **Vivriti Asset Management Private Limited**

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

Encl: a/a

Annexure A
Statement of utilization of issue proceeds

Name of the Issuer	ISIN	Mode of Fund Raising	Type of instrument	Date of raising funds	Amount Raised	Funds utilized	Any deviation (Yes/ No)	If 8 is Yes, then specify the purpose of for which the funds were utilized	Remarks, if any
1	2	3	4	5	6	7	8	9	10
Vivriti Asset Management Private Limited	INE0BXI07010	Private Placement	Non-Convertible Debentures	September 20, 2023	24,80,00,000	Yes, partially.	No	NA	NA

Vivriti Asset Management Private Limited

CIN: U65929TN2019PTC127644

GST: 33AAGCV8193G1Z0 (Chennai)

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Bandra Kurla Complex,

Mumbai 400051

+91-22-6826 6800

Annexure B

Statement of deviation or variation of issue proceeds - INE0BXI07010

Name of listed entity							Vivriti Asset Management Private Limited
Mode of fund raising (Public issue/ private placement)							Private Placement
Type of instrument							Non-Convertible Debentures
Date of raising funds (Recent date of raising funds)							September 20, 2023
Amount raised (INR Crores)							24.80
Report filed for the quarter ended							September 30, 2024
Monitoring Agency Name if applicable							N/A
Is there a Deviation / Variation in use of funds raised?							No
Whether any approval is required to vary the objects of the issue stated in the prospectus/ offer document? (Yes/ No)							No
If yes, details of the approval so required?							N/A
Date of approval							N/A
Explanation for the Deviation / Variation							N/A
Comments of the audit committee after review							N/A
Comments of the auditors, if any							N/A
Objects for which funds have been raised and where there has been a deviation, in the following table							
Original object	Modified object, if any	Original modification	Modified allocation, if any	Funds utilized	Amount of Deviation/Variation for the quarter/half year/ year according to applicable object (INR Crores and in %)	Remarks, if any	
N/a							
Deviation could mean: (a) Deviation in the objects or purposes for which the funds have been raised (b) Deviation in the amount of funds actually utilized as against what was originally disclosed.							
Name of the Signatory: Priyanka Jain Designation: Company Secretary & Compliance Officer							