

To,
The Board of Directors,
Chaitanya India Fin Credit Private Limited
B' Block, 8th Floor, Brigade Software Park, 27th Cross Road,
Banashankari Stage II, Bangalore, Karnataka - 560070

Independent Auditor's Certificate for book value of assets available in respect of Listed Non-Convertible Securities of Chaitanya India Fin Credit Private Limited

- (1) This certificate has been issued in accordance with the terms of our engagement letter dated 19-10-2022 with Chaitanya India Fin Credit Private Limited ("the Company").
- (2) The Company is required to submit a certificate to the Debenture Trustees and Stock Exchanges confirming the value of assets available for the Non-Convertible Securities as per the prescribed format and confirming the security cover maintained as disclosed in the information memorandum pursuant to SEBI circular Ref. No. SEBI/HO/MIRSD/ MIRSD_CRADT/CIR/P/2022/67 dated May 19, 2022.
- (3) The accompanying statement which contains the details of total encumbered assets and unencumbered assets available for secured and unsecured debts respectively of the Company as at March 31, 2023 as per the requirement of regulation 54 read with regulation 56(1)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to SEBI circular Ref. No. SEBI/HO/MIRSD/ MIRSD_CRADT/CIR/P/2022/67 dated May 19, 2022 has been prepared by the Company. The Statement has been duly stamped and signed by us along with authorised official of the Company.

Management's Responsibility

- (4) The preparation of the Statement, including the preparation and maintenance of all accounting and other relevant supporting records and documents, is solely the responsibility of the management of the Company. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of financial and other information furnished in the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.
- (5) The management is also responsible for ensuring the compliance with the requirements of the Regulations and the debenture trust deed for the purpose of furnishing this Statement and for providing all relevant information to the Debenture Trustees.

Auditor's Responsibility

- (6) Pursuant to requirements of the Regulations, it is our responsibility to provide a limited assurance and form a conclusion based on the work performed, book value of encumbered and unencumbered assets available for secured and unsecured debts respectively and whether company has complied with the covenants and terms of issue in respect of listed non-convertible debt securities of the Company.
- (7) 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.



- (8) We conducted our examination in accordance with the 'Guidance Note on Audit Report and Certificates for Special Purposes' issued by the Institute of Chartered Accountants of India. The Guidance Note also requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.
- (9) 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. The procedures selected depend on the auditor's judgement including the assessment of the areas where a material misstatement of the subject matter information is likely to arise. We have performed the following procedures in relation to the Statement:
- a. We have reviewed that the computation of book value in the attached statement has been done as per the terms of the Information Memorandum and Debenture Trust deed and in accordance with the requirement of regulation 54 read with regulation 56(1)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
 - b. Traced the numbers in the computation of book value in the attached statement as at March 31, 2023, from the Audited Financial Statements for the year ended March 31, 2023 and other records maintained by the Company.
 - c. We have obtained and reviewed the Company's Information Memorandum and Debenture Trust Deeds in respect of listed non-convertible debt securities issued and outstanding as at March 31, 2023.

Conclusion

- (10) Based on procedures performed as above and the information and explanations given to us, along with the representations provided by the management, nothing has come to our attention that causes us to believe that the book value of encumbered and unencumbered assets available for secured and unsecured debts respectively as mentioned in the accompanying statement and table thereto are not correctly computed and the company has not complied with the covenants and terms of issue in respect of listed non-convertible debt securities.

Restrictions on Use

- (11) Our work was performed solely to assist you in meeting your responsibilities in relation to your compliance with the Regulations. Our obligations in respect of this certificate are entirely separate from, and our responsibility and liability are in no way changed by any other role we may have (or may have had) as auditors of the Company or otherwise. Nothing in this certificate, nor anything said or done in the course of or in connection with the services that are the subject of this report, will extend any duty of care we may have in our capacity as auditors of the Company.



- (12) This report is addressed to and provided to the Board of Directors of the Company solely for the purpose of enabling it to comply with the requirements of the Regulations which inter alia require it to submit this certificate along with the Statement to the Debenture Trustees of the Company and therefore this certificate should not be used referred to or distributed for any other purpose or to any other party without our prior written consent. Accordingly, we do not accept or assume any liability or duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Place : Bengaluru
Date : 24-05-2023



For **VARMA & VARMA**
Chartered Accountants

GEORGY MATHEW
Partner

M. No. 209645

UDIN: 23209645BGXBFX9399

Statement on book value of assets available for the Non-Convertible Debt securities

- a) Chaitanya India Fin Credit Private Limited, vide its Board Resolution and under various Debenture Trust Deeds, has issued the following listed debt securities where Catalyst Trusteeship Limited is the Debenture Trustee:

ISIN	Secured/ Unsecured	Sanctioned amount (Rs. in Millions)	Outstanding book value (Rs. in Millions) (Refer Note (b)(iv))
INE140R07090	Secured	150.00	149.87
INE140R07108	Secured	500.00	499.97
INE140R08056	Unsecured	500.00	499.64
INE140R08072	Unsecured	1250.00	1167.47
	TOTAL	2400.00	2316.95

- b) Total book value of assets available for the non-convertible debt securities
- The financial information as on 31-03-2023 has been extracted from the books of account for the quarter ended 31-03-2023 and other relevant records.
 - The book value of encumbered assets and unencumbered assets available for secured debts and unsecured debts respectively as mentioned in Table 1 are computed in accordance with the SEBI Circular Ref. No. SEBI/HO/MIRSD/MIRSD_CRADT/CIR/P/2022/67 dated May 19, 2022.
 - Deferred tax assets of Rs.88.96 Millions, right of use assets of Rs.52.93 Millions, Other intangible assets of Rs.16.86 Millions, prepaid expenses of Rs.142.87 Millions and income tax under dispute of Rs.2.61 Millions as at 31-03-2023 are not considered for the purpose of computation of book value of assets of the Company available for secured debts and unsecured debts.
 - The amounts mentioned as book value in the attached Table 1 and as mentioned in Sl. No. (a) above are as per the books of account which are prepared in compliance with Indian Accounting Standards (Ind AS). The amount of loans disclosed under the heading "loans" are net of Provision for Expected Credit Losses computed as per Ind AS.
 - Secured borrowings having exclusive charge which are not covered under "non-convertible securities" have been reported under Column D of the attached Table 1.



c) **Compliance of all the covenants/ terms of the issue in respect of listed debt securities of the listed entity**

We have examined the compliances made by the listed entity in respect of the covenants/ terms of the issue of the listed debt securities (NCD's) and certify that such covenants/ terms of the issue have been complied by the listed entity.


For **Chaitanya India Fin Credit Private Limited**


Abhik Sarkar
Chief Financial Officer

Date: 24-05-2023
Place: Bengaluru



As per our separate report attached
For **VARMA & VARMA**
Chartered Accountants
FRN 004532S



Georgy Mathew
Partner

Date: 24-05-2023
Place: Bengaluru

Annexure I- Format of Security Cover

Table 1: Computation of book value of encumbered assets and unencumbered assets available for secured and unsecured assets

(All amounts are in Rs. Millions)

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	Debt for which this certificate being issued (Book Value)	Other Secured Debt (Book Value)	Debt for which this certificate being issued (Yes/ No)	Assets shared by pari passu debt holder (includes debt for which this certificate is issued & other debt with pari-passu charge) (Book Value)	Other assets on which there is pari-passu charge (excluding items covered in column F) (Book Value)	Assets not offered as Security	Elimination (amount in negative)	(Total C to H)	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 (Relating to Column F)	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) (Relating to Column F)	Total Value (=K+L+M+ N)
ASSETS														
Property, Plant and Equipment							142.47		142.47					
Capital Work-in-Progress									-					
Right of Use Assets									-					
Goodwill									-					
Intangible Assets									-					
Intangible Assets under Development									-					
Investments									-					
Loans	JLG Loans	705.43	30,339.82				1,347.82		1,347.82		705.43			705.43
Inventories							6,761.00		37,806.24					
Trade Receivables									-					
Cash and Cash Equivalents							3,416.20		3,416.20					
Bank Balances other than Cash and Cash Equivalents			208.29				0.31		208.60		-			-
Others							668.41		668.41					
Total Assets		705.43	30,548.11	-	-	-	12,336.21	-	43,589.74	-	705.43	-	-	705.43



Annexure I- Format of Security Cover

Table 1: Computation of book value of encumbered assets and unencumbered assets available for secured and unsecured assets

(All amounts are in Rs. Millions)

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
LIABILITIES														
Debt securities to which this certificate pertains	NCDs	649.84							649.84					
Other debt sharing pari-passu charge with above debt									-					
Other Debt									-					
Subordinated debt							2,030.58		2,030.58					
Borrowings	Term loans, CP and PTC		30,911.52				146.38		31,057.90					
Bank									-					
Debt Securities	NCDs		437.57				499.64		937.21					
Others									-					
Trade payables							136.68		136.68					
Lease Liabilities									-					
Provisions									-					
Others							1,808.86		1,808.86					
Total Liabilities		649.84	31,349.09	-	-	-	4,622.14	-	36,621.07	-	-	-	-	-
Net Assets									6,968.67					

