

30th April, 2019

To,
Beacon Trusteeship Limited
4C & D, Siddhivinayak Chambers,
Gandhi Nagar,
Bandra (E), Mumbai- 400051.

Kind Attn.: Ms. Jayshree Kakani

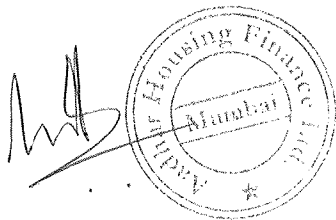
Sub:- Compliance Report for the quarter ended March 31, 2019- Secured Non-Convertible Debentures- IPO Issue

Name of Issuer Company: Aadhar Housing Finance Limited (Formerly known as DHFL Vysya Housing Finance Limited)

Ref. No.:- Your Email dated 10th April, 2019

Dear Sir/ Madam,

| | | |
|----|---|--|
| 1 | Description of the Debenture – Series /Issue (Secured / Unsecured PCD/FCD/NCD) | Issue of Secured Non-Convertible Debentures (NCDs)-IPO issue |
| 2 | Type of Issue (Private / Public / Rights) | Public Issue |
| 3 | Issue Amount and amount raised till date | Total amount of NCDs issued and allotted is Rs. 676.40 crores |
| 4 | Listed/Unlisted (If Listed, the Exchange where listed) | Listed with Bombay Stock Exchange |
| 5 | Date of Listing of NCDs (please provide confirmation and supporting documents from BSE/NSE) | The NCDs listed on 3 rd October, 2018. |
| 6 | Coupon Rate (Revised rate if any) | As mentioned in Annexure I |
| 7 | Tenor of Issue | As mentioned in Annexure I |
| 8 | Date of Board Meetings of the quarter ended March 31, 2019. | The Board meeting was held 30 th April, 2019 for approval of Financial Results for the year ended 31 st March, 2019, enclosed herewith |
| 9 | Date of Allotment of Debentures | As mentioned in Annexure I |
| 10 | Date of Issue of Debenture Certificate (Physical) or Credit to Demat A/c | As mentioned in Annexure I |
| 11 | Outstanding amount as on March 31, 2019 | Rs. 676.40 crores |
| 12 | Previous Interest Payment Date and Amount paid during the quarter ended 31 st March, 2019 | As per Annexure II |
| 13 | Next Interest Payment Date and Amount due for the quarter April to June 2019 | As per Annexure II |
| 14 | Previous Principal Repayment Date and Amount paid during the quarter ended 31 st March, 2019 | NIL/ NA |



1

Aadhar Housing Finance Ltd.
(A Subsidiary of WGC)

CIN: U66010KA1990PLC011409
Regd. Office: 2nd Floor, No. 3, JVT Towers,
8th 'A' Main Road, S.R Nagar,
Bengaluru – 560 027, Karnataka.
Toll Free No: 1800 3004 2020

www.aadharhousing.com



[Formerly known as DHFL Vysya Housing Finance Ltd]

201, Raheja Point -1, Nr. Shamrao Vitthal Bank,
Nehru Road, Vakola, Santacruz (E),
Mumbai - 400055 (Mah.)

Tel: 022 39509900 / 61213400
Fax: 022 39509934



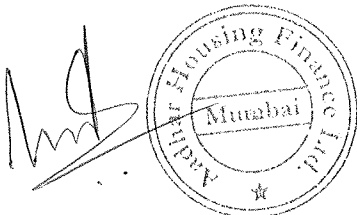
[Formerly known as DHFL Vysya Housing Finance Ltd]

201, Raheja Point -1, Nr. Shamrao Vitthal Bank,
Nehru Road, Vakola, Santacruz (E),
Mumbai - 400055 (Mah.)

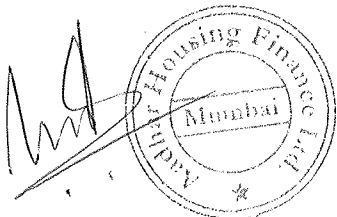
Tel: 022 39509900 / 61213400

Fax: 022 39509934


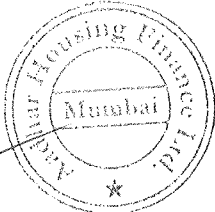
| | | |
|----|---|--|
| 15 | Next Principal Repayment Date and Amount due for the quarter April to June 2019 | NIL/ NA |
| 16 | Whether there has been any delay / default in payment of interest and/or principal amount? If yes the due dates thereof & date of payment | NIL/ NA |
| 17 | Credit Rating at the time of issue | As mentioned in Annexure I |
| 18 | Present Credit Rating and date of change of credit rating. In case of revision, please attach letter from Credit Rating Agency indicating revision in rating | There is a change in the Credit Rating of the NCDs issued by the Company and it is mentioned in the Annexure I and rating letters are enclosed as Annexure III. |
| 19 | a) No. of debenture holders on the date of Allotment b) No. of debenture holders as on 31/03/2019, please provide details of NCD Holders viz. Names, Holding, Mailing Address, Contact Nos. (Benpos) | a) As mentioned in Annexure I b) List of NCD holders enclosed at the as on 30-03-2019 (31-03-2019 being Sunday) as provided by registrar and transfer agent. |
| 20 | Brief details of the security created till date for the Debentures including third party securities | The NCDs issued will be secured by a first ranking pari passu charge on present and future receivables, current assets, long term investments including investments in money market mutual funds and fixed deposits of the Issuer for the outstanding principal amount and interest thereon (excluding the floating charge on the specific assets as per the provisions of Section 29B of the National Housing Bank Act, from time to time). The Issuer reserves the right to sell or otherwise deal with the security as mentioned above, including to create a charge on pari passu basis thereon for its present and future financial requirements, provided that a minimum-security cover of 1 (one) time on the outstanding principal amount and interest thereon, is maintained. |
| 21 | Pending Security if any. Date by such security is / was to be created | NIL |
| 22 | Whether the Secured Assets are insured? If yes, attach the copies thereof | Not Applicable |



| | | |
|----|--|---|
| 23 | Confirmation/statement that the assets of the Company are sufficient to discharge the claim of the debenture holders as and when they become due. (Applicable for secured as well as unsecured debentures) | As per the Security Cover Certificate by Director/ Managing Director and Chartered Accountant will be provided (As per point No. 29 herein below) |
| 24 | Whether all taxes, cesses, insurance premia, any other government charges with respect to Secured Assets for the issue have been paid. If No, please give details and reasons for the same | There is no immovable property provided as security for public issue NCDs. |
| 25 | Whether Debenture Redemption Reserve (DRR) as per SEBI Guidelines and Companies Act has been maintained. If No, please give reasons for the same. Amount of DRR as on date | DRR will be created as per SEBI guidelines as and when repayment of NCDs become due. |
| 26 | Whether any material change has taken place in the nature and the conduct of the business of the Issuer which is detrimental to the interest of debenture holders. If yes, please give details | There is no material change in the business operations of the Company during the quarter ended 31 st March, 2019. |
| 27 | Whether any orders, directions, notice of court/ tribunal / authority affecting or likely to affect the debenture holders has been passed. If yes, please give details | NIL |
| 28 | Whether any major change in the composition of the Board of directors or shareholders as defined in the Take Over Regulations which amounts to change in control of Issuer Company has occurred. If yes, please give details | There is no change in control as defined SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 upto 31 st March, 2019. However, proposed transaction intimation has been already given. |



| | | |
|----|--|---|
| 29 | Security Cover as on March 31, 2019 (Please attach CA Certificate in support) For listed NCDs secured by way of receivables/ book debts Please furnish: 1. Certificate from the Director / Managing Director of the issuer company certifying the value of the book debts / receivables; and 2. Certificate from an independent chartered accountant giving the value of book debts / receivables | The Director/ Managing Director and Chartered Account (CA) Certificates will be provided. |
| 30 | Details of encumbrances created over the Secured Assets charged for the issue | Not Applicable |
| 31 | Whether Register of Debenture Holders has been maintained with their addresses and whether the transfers and changes in ownership have been recorded. If no, please give reasons | Yes (BENPOS) |
| 32 | In case of Partially / Fully Convertible Debentures, whether the debentures have been converted into equity in accordance with the terms of issue? If no, please give reasons. | Not applicable, as the Debentures are Non-Convertible. |
| 33 | Whether the provisions of the following laws applicable to debentures have been complied with : a) Companies Act (For all Issuers) b) SEBI Model Listing Agreement (For Listed Issues) c) SEBI Listing Regulations (For Listed Issues) d) ICDR Regulations (For all issuers) | Yes |
| 34 | Whether any dividend has been declared during this quarter | During the quarter ended 31 st March, 2019 no Dividend was declared. |
| 35 | Whether all the terms & conditions of the transaction documents are complied with? If no, pls give details and reasons for non-compliance | Complied with all terms of issue. |
| 36 | Investor grievances received for quarter ended September 2018, resolved during the quarter and grievances unresolved with reasons therefore. (Details to be separately provided in annexure as enclosed) | NIL, scores screenshot enclosed herewith as Annexure IV. |


ANNEXURES

| | |
|---|---|
| 1 | Updated list of names and addresses of debenture holders. (<i>IPLs provide a CD in case of large number</i>)- BENPOS as on 30th March, 2019, excel sheet is attached as provided by RTA. |
| 2 | Number and nature of grievances received, resolved, unresolved and reasons therefor from debenture holders and time frame within which the same were resolved by the Issuer Company. NIL statement to be submitted in case of no grievances.- NIL Scores screenshot enclosed-Annexure-IV. |
| 3 | <p>Statutory Auditors / Chartered Accountant Certificate certifying the following:-</p> <ol style="list-style-type: none"> End use of the Debenture Subscription receipts Security Cover Ratio* Debt Equity Ratio Last Interest Payment Date and Amount and Next Interest Payment Date and Amount Last Repayment Date and Amount and Next Repayment Date and Amount* Total assets charged Rs. A Total debts secured by way of charges created over the assets Rs. B with details thereof Security Cover = A/B <p>Financial Results as per format of SEBI (LODR) Regulations along with Joint Statutory Auditors Certificate for the year ended 31st March, 2019 is enclosed herewith.</p> <p>CA certificate for security cover as on 31st March, 2019 will be provided.</p> <p>Note: In case of third party security, please provide security cover certificate including such security</p> |
| 4 | Latest Credit Rating issued by the Rating Agencies- Annexure III. |
| 5 | Insurance Policy wrt the security charged. In case Insurance Policy has expired, please provide Renewed Insurance Policies- Not Applicable |
| 6 | Duly audited annual accounts of the issuer company- Audited Financial Statement as on 31 st March, 2019 will be provided |
| 7 | Report of the Lead Bank regarding progress of the Project- Not applicable |

Contact Details :

- Name of Authorized Signatory: **Mr. Sreekanth V. N.**
- Email Address: **sreekanth.n@aadharhousing.com**
- Contact Numbers: **022-39509931**
- Name & Address of R&T Agent: **Karvy Computershare Private Limited, RTA, Regd. Office: Karvy House, 46, Avenue 4, Street No. 1, Banjara Hills, Hyderabad-500034.**

For Aadhar Housing Finance Ltd.


 Sreekanth V. N.
 Company Secretary
 FCS: 4191
