

1 COMPLIANCE CERTIFICATE FOR THE HALF YEAR ENDED MARCH 2021

Annexure C

a) No conflict of interests with other activities

The activities other than debenture trusteeship performed by DT are not in conflict with DT activities and appropriate systems and policies have been put in

Yes

b) Change in status or constitution

No change

Reporting of changes in status or constitution' of DT (In terms of SEBI Circular No. CIR/MIRSD/10/2011 dated June 20, 2011)

c) Other Information

i. Details of arrest / conviction of key officials of DT

Nil

ii. Details of prosecution cases or criminal complaints filed by investors against the DT

Nil

iii. Details of any fraudulent activity by the employees associated with DT activities and action taken by the DT

Nil

iv. Details of conviction of any offence involving moral turpitude or any economic offence by employees of DT

Nil

v. Action taken by the DT on the above issues

NA

d) Compliance with registration requirements:

Certified that the requirements specified for SEBI registration as DT are fulfilled, the details are as under;

i. Net worth (audited) as defined in the Regulations as on FY ended 31st March 2021 (as per the latest audited financials) (Rs. In Crores)

10.28

ii. Any change in infrastructure since the last report / registration/ renewal

Nil

iii. Changes in Key personnel during the half year ended 31st March 2021

Name(s) of the Key Personnel	Appointment/Cessation	Date of Appointment/Cessation	Qualification	Experience
Mr. Venkatesh Prabhu	Appointment	12th January, 2021	ICAI, ICWAI	14 years
Mr. Ajit Guruji	Cessation	05th January, 2021	CMA, ICWA, Law Graduate	25 years

e) Details of deficiencies and non-compliances

Nil

f) Details of the review of the report by the Board of Directors

i. Date of Board Review (DD/MM/YYYY)

18.05.2021

ii. Observation of the Board of Directors on the deficiencies and non-compliances and corrective measures initiated

Nil

Certified that we have complied with SEBI (Debenture Trustee) Regulations, 1993, applicable provisions of SEBI (Issue and Listing of Debt Securities) Regulations, 2008, Circulars issued by SEBI and any other laws applicable from time to time except the deficiencies and noncompliances those specifically reported at Section IV (E) above.

Name of Compliance Officer

Ms. Ankita Agarwal

Email ID

cs@mitconindia.com



Name of the Debenture Trustee

MITCON Trusteeship Services Limited

Details of other activities carried out by Debenture Trustee(s) for Half-year ended March 31, 2021

Type of Activity	Description of Activity	No. of Clients
Privately placed Unlisted debentures	Acting as Debenture Trustee	38
Security Trustee	Acting as Security Trustee	1
Commercial Paper Trustee	Commercial Paper Trusteeship	1
Escrow Agent	Acting as Escrow Agent	5
Safe Keeping	Safe Keeping Documents /Custody of Documents	1
Total		46



Profile**Details of Compliance Officer**

First Name	Ms. Ankita
Middle Name	
Last Name	Agarwal
Direct Line no	022-22828200
Email id	compliance@mitconindia.com
Mobile No	9960352150

Debenture Details

Total Number of employees at the end of Half Year	6
Due date for payment of next block of SEBI registration fee	7/25/2024

Issue Details

Public & Right Issues	Secured		Unsecured	
	No of Issues	Amount (Cr)	No of Issues	Amount (Cr)
Debenture issues pending at beginning of last half year	0	0	0	0
Debenture issues accepted during the last half year	0	0	0	0
Debenture issues redeemed during the last last half year	0	0	0	0
Debenture issues outstanding at the end last half year	0	0	0	0
Cumulative Number of debenture issues handled up to the last half year (i.e. from the date of registration till the last last half year)	0	0	0	

Privately Placed Issues - Listed	Secured		Unsecured	
	No of Issues	Amount (Cr)	No of Issues	Amount (Cr)
Debenture issues pending at beginning of last half year	0	0	0	0
Debenture issues accepted during the last half year	0	0	0	0
Debenture issues redeemed during the last last half year	0	0	0	0
Debenture issues outstanding at the end last half year	0	0	0	0
Cumulative Number of debenture issues handled up to the last half year (i.e. from the date of registration till the last last half year)	0	0	0	0

Privately Placed Issues - UnListed	Secured		Unsecured	
	No of Issues	Amount (Cr)	No of Issues	Amount (Cr)
Debenture issues pending at beginning of last half year	0	0	0	0
Debenture issues accepted during the last half year	38	911.95		

Debenture issues redeemed during the last last half year	0	0	0	0
Debenture issues outstanding at the end last half year	38	911.95	0	0
Cumulative Number of debenture issues handled up to the last half year (i.e. from the date of registration till the last last half year)	38	911.95	0	0

Investment as on 31.03.2021 (Audited Financial)

Investment in Equity (in terms of % of Net Worth)	100.13
Investment in Debt Securities (in terms of % of Net Worth)	0

Liabilities /Advances as on 31.03.2021(Audited Financial)

Debt/Equity Ratio	0
Advances to group companies as % of net worth	0

Activities other than Debenture Trusteeship		No of Assignments				
Srno	Description/ Nature of Activity	At the Begning of Half Year	Accepted during Half Year	At the end of Half Year	Volume of Business in relation to DT Activity	No of clients of Debenture Trustee
1	Security Trustee	0	1	1	2.17	1
2	Commercial Paper	0	1	1	2.17	1
3	Escrow Agent	0	5	5	10.87	5
4	Safe Custody of Documents	0	1	1	2.17	1

People Risk

Total Key Personnel as on Half Year End	4
Average Experience of Key personnel in Securities Market (in Yrs)	More than 20 Years
Average Experience of Key personnel in Debenture Trustee Activities (in Yrs)	More than 20 Years

Process Risk

Number of years for which Records and documents pertaining to due diligence are maintained, from the date of Offer Document	NA
Average Number of investor complaints received annually, in the last 5 financial years	0

Average Number of complaints pending for more than 30 days/ resolved after 30 days from the date of receipt (annually), in the last 5 financial years* 0

Average Number of complaints escalated to arbitration or court cases annually, in the last 5 financial years* 0

Compliance Risk

Number of deficiency/administrative warning letters received in last 5 financial years 0

Number of communications received for lapses in Compliance with respect to regulatory requirements of other government agencies and regulators (including overseas regulators) in last 5 financial years 0

Number of instances of Delay in Compliance with any of the before mentioned points in last 5 financial years 0

Number of clients to whom Debenture Trustee has extended loans 0

Number of clients which are associate of Debenture Trustee 0

Number of show cause notices pursuant to enquiries/11(B) actions/adjudication/prosecution received in last 5 financial years 0

Legal Risk

Number of arrests/ convictions of key personnel/ director/ promoter in last 5 financial years 0

Number of prosecution cases/criminal complaints filed against Debenture Trustee in last 5 financial years 0

External Source of Operational Risk

Number of clients in BIFR as on last half year end 0

Number of clients with Delay/non-payment of fees as on last half year end 0

Number of companies for whom complete debenture holder list is not available as on last half year end 0

Number of defaults of interest/redemption payments by clients to debenture holders 0

Governance

% of Independent directors on Board as on last half year end 0

Average Experience of Directors in Debenture Trustee Related Activities (in years)	25
--	----

Impact

Market Share (% of total number of issues handled in a half year) for last half year	0
--	---

Market Share (% of total number of public / rights issues handled in a half year) for last half year	0
--	---

Market Share (% of total number of privately placed issues handled in a half year) for last half year	0
---	---

Turnover in Rs crores for last half year for Debenture Trustee	0.15
--	------

