AXIS TRUSTEE

ATSL/CO/2019-20/3127
July 31, 2019

Dvara Kshetriya Gramin Financial Services Private Limited
10th Floor, Phase-1,
A1, IIT-Madras Research Park,
Kanagam Village, Taramani,
Chennai - 600113

SUB: Letter of Debenture Trustee pursuant to Regulation 52 (5) of the SEBI (Listing Obligations and Disclosure Requirements) 2015.

Dear Sir,

We write in our capacity as the Debenture Trustee for the Non-Convertible Debentures (NCDs) issued by **Dvara Kshetriya Gramin Financial Services Private Limited** ("Company") and listed on the BSE Limited (**"Listed Debt Securities"**).

Pursuant to Regulation 52(4) read with Regulation 52 (5) of the SEBI (Listing Obligations and Disclosure Requirements) 2015, the Company is required to submit its half yearly/annual financial results to the Stock Exchange, with a letter of the Debenture Trustee (Axis Trustee Services Limited) that the Debenture Trustee has noted the contents furnished by the Company in terms of Regulation 52(4).

In pursuance thereof we hereby confirm that we have received the said information vide your letter dated May 30, 2019 (enclosed herewith) received via email on July 31, 2019, for the year ended March 31, 2019 along with the relevant/necessary supporting and we have noted the contents in respect of the Listed Debt Securities issued by the Company.

Thanking You,

Yours Faithfully
For **Axis Trustee Services Limited**

Makarand Kulkarni
Deputy General Manager

DVARA
KGFS

May 30, 2019

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

Dear Sirs,

Sub: Information under Regulation 52 SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015

In terms of Regulation 52 SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015, please find enclosed:

a) the audited financial results in the format specified under Regulation 52 SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015

b) Declaration under Regulation 52(3)(a) of SEBI (Listing Obligations and Disclosure Requirement) Amendment Regulation 2016.

Kindly take this information on record

Thanking you,

For Dvara Kshetriya Gramin Financial Services Private Limited

S.Balaji
Company Secretary

Dvara Kshetriya Gramin Financial Services Pvt. Ltd. ★ Chennai 600 113

Dvara Kshetriya Gramin Financial Services Private Limited
(Formerly Pudhuaaru Financial Services Private Limited)

CIN.: U65991TN1993PTC024547

Regd. Office: 10th Floor, Phase I, IIT-Madras Research Park,
Kanagam Village, Taramani, Chennai 600113, India.
T: +91 44 66687000 | **E:** contactus@dvarakgfs.com | **W:** dvarakgfs.com

B S R & Co. LLP
Chartered Accountants

KRM Tower, 1st & 2nd Floor,
No 1, Harrington Road, Chetpet,
Chennai - 600 031, India.

Telephone : +91 44 4608 3100
Fax : +91 44 4608 3199

Independent Auditors' Report on Audited Annual Financial Results of Dvara Kshetriya Gramin Financial Services Private Limited *(Formerly Pudhuaaru Financial Services Private Limited)* pursuant to Regulation 52 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Board of Directors of
Dvara Kshetriya Gramin Financial Services Private Limited
(Formerly Pudhuaaru Financial Services Private Limited)

We have audited the accompanying annual financial results of **Dvara Kshetriya Gramin Financial Services Private Limited *(Formerly Pudhuaaru Financial Services Private Limited)* ('the Company')** for the year ended 31 March 2019, attached herewith, being submitted by the company pursuant to the requirement of Regulation 52 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). Attention is drawn to the fact that figures for half year ended 31 March 2019 and the corresponding half year ended in the previous year as reported in these annual financial results are the balancing figures between audited figures in respect of the full financial year and published year to date figures for the half year ended 30 September 2018 and half year ended 30 September 2017 respectively. Also the figures for the half year ended 30 September 2018 and half year ended 30 September 2017 had only been reviewed and not subjected to audit.

These annual financial results have been prepared on the basis of the annual financial statements and reviewed half yearly financial results, which are the responsibility of the Company's Management and have been approved by the Board of Directors.

Our responsibility is to express an opinion on these annual financial results based on our audit of the annual financial statements which have been prepared in accordance with the recognition and measurement principles under section 133 of the Companies Act, 2013 read with relevant rules issued thereunder, circulars and guidelines issued by the Reserve Bank of India from time to time as applicable to a Non-Banking Financial (Non-Deposit accepting or holding) Companies and other accounting principles generally accepted in India and in compliance with Regulation 52 of the Listing Regulations.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the annual financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by Management. We believe that our audit provides a reasonable basis for our opinion.

B S R & Co. LLP

Independent Auditors' Report on Audited Annual Financial Results of Dvara Kshetriya Gramin Financial Services Private Limited *(Formerly Pudhuaaru Financial Services Private Limited)* pursuant to Regulation 52 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

In our opinion and to the best of our information and according to the explanations given to us these financial results:

(i) are presented in accordance with the requirements of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and

(ii) give a true and fair view of the net profit and other financial information for year ended 31 March 2019.

for **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No: 101248W/W-100022

K Raghuram
Partner
Membership No: 211171

Place : Chennai
Date : 7 May 2019

Dvara Kshetriya Gramin Financial Services Private Limited
(Formerly Pudhuaaru Financial Services Private Limited)
CIN: U65991TN1993PTC024547
Regd. Office: IITM Research Park, Phase I, 10th Floor, Kanagam Village, Taramani, Chennai - 600 113
Statement of Assets and Liabilities as at 31 March 2019

(Rs. in Lakhs, except per equity share data)

	Particulars	As at 31 March 2019 (Audited)	As at 31 March 2018 (Audited)
I	**EQUITY AND LIABILITIES**		
1.	**Shareholders' funds**		
	(a) Share capital	7,266.04	7,279.79
	(c) Reserves and surplus	8,542.81	1,134.74
		15,808.85	**8,414.53**
2.	**Share application money pending allotment**	**1,000.00**	-
3.	**Non-current liabilities**		
	(a) Long-term borrowings	23,344.25	32,203.99
	(b) Deferred tax liabilities (net)	-	110.68
	(c) Other non-current liabilities	45.98	-
	(d) Long-term provisions	180.04	61.29
		23,570.27	**32,375.96**
4.	**Current liabilities**		
	(a) Trade payables		
	- Total outstanding dues of micro enterprises and small enterprises	-	-
	- Total outstanding dues of creditors other than micro enterprises and small enterprises	328.23	462.02
	(b) Other current liabilities	34,354.67	26,181.47
	(c) Short-term provisions	1,596.25	651.63
		36,279.15	**27,295.12**
	TOTAL	**76,658.27**	**68,085.61**
II	**ASSETS**		
1	**Non-current assets**		
	(a) Fixed assets		
	- Property, plant and equipment	306.46	18.48
	- Intangible assets	0.98	-
	(b) Deferred tax assets (Net)	822.37	-
	(c) Receivables under financing activities	15,912.00	14,000.86
	(d) Long-term loans and advances	3,225.54	812.43
	(e) Other non-current assets	2,409.46	2,116.90
		22,676.81	**16,948.67**
2	**Current assets**		
	(a) Receivables under financing activities	45,026.14	38,854.39
	(b) Trade receivables	57.47	-
	(c) Cash and bank balances	4,927.85	9,883.66
	(d) Short-term loans and advances	1,747.80	1,471.41
	(e) Other current assets	2,222.20	927.48
		53,981.46	**51,136.94**
	TOTAL	**76,658.27**	**68,085.61**

See accompanying notes to the financial results

B S R & Co. LLP ★ Chartered Accountants ★

Dvara Kshetriya Gramin Financial Services Pvt. Ltd. ★ Chennai 600 113 ★

Dvara Kshetriya Gramin Financial Services Private Limited

(Formerly Pudhuaaru Financial Services Private Limited)

CIN: U65991TN1993PTC024547

Regd. Office: IITM Research Park, Phase I, 10th Floor, Kanagam Village, Taramani, Chennai - 600 113

Statement of Financial Results for the year ended 31 March 2019

(Rs. in Lakhs, except per equity share data)

	Particulars	Half year ended		Year to date	
		31 March 2019	31 March 2018	31 March 2019	31 March 2018
		Audited (Note 6)	Audited (Note 6)	Audited	Audited
1	**Revenue**				
	(a) Revenue from operations	8,463.64	6,287.68	15,997.83	11,252.07
	(b) Other income	147.88	97.62	249.33	199.65
	Total Revenue	**8,611.52**	**6,385.30**	**16,247.16**	**11,451.72**
2	**Expenses**				
	(a) Employee benefits expense	2,943.62	43.20	2,990.79	74.69
	(b) Finance costs	3,990.88	3,376.65	7,950.98	6,006.38
	(c) Provision and loan losses	492.76	60.12	544.26	108.72
	(d) Depreciation and amortisation expenses	122.53	2.96	124.96	5.90
	(e) Other expenses	75.39	2,199.58	2,728.27	3,882.86
	Total Expenses	**7,625.18**	**5,682.51**	**14,339.26**	**10,078.55**
3	**Profit before tax (1-2)**	**986.34**	**702.79**	**1,907.90**	**1,373.17**
4	**Tax expense (Note 7)**				
	(a) Current taxes (Net of MAT credit entitlement)	(769.72)	185.36	(480.93)	409.98
	(b) Deferred taxes	(897.36)	49.38	(933.06)	46.42
5	**Net profit for the period / year (3-4)**	**2,653.42**	**468.05**	**3,321.89**	**916.77**
6	**Earnings per equity share** (face value of Rs.100 each)				
	- Basic and diluted in Rs.	36.52	6.43	45.72	12.59
		Not annualised	Not annualised	Annualised	Annualised
	See accompanying notes to the financial results				

S.R. & Co. LLP Chartered Accountants

Dvara Kshetriya Gramin Financial Services Pvt. Ltd. Chennai 600 113

Dvara Kshetriya Gramin Financial Services Private Limited
(Formerly Pudhuaaru Financial Services Private Limited)
CIN: U65991TN1993PTC024547
Regd. Office: IITM Research Park, Phase I, 10th Floor, Kanagam Village, Taramani, Chennai - 600 113

Notes

1 Dvara Kshetriya Gramin Financial Services Private Limited *(Formerly Pudhuaaru Financial Services Private Limited)* ('the Company') is a Non-Banking finance Company registered with the Reserve Bank of India.

2 The financial results for the half year and period ended 31 March 2019 have been reviewed by the Audit committee and subsequently approved by the Board of Directors at their respective meetings held on 6 May 2019 and 7 May 2019 respectively. The statutory auditors have issued an unmodified opinion on the financial results.

3 These financial results have been prepared in accordance with applicable accounting standards notified under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder, relevant prudential norms issued by the Reserve Bank of India in respect of income recognition, asset classification, provisioning and other related matters and presented in terms of Regulation 52 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015.

4 The Company operates in a single reportable business segment i.e., providing financial services. As such, there are no separate reportable segments as per the Accounting Standard on Segment Reporting (AS- 17).

5 Reserves include statutory reserve as per section 45IC of the Reserve Bank of India Act, 1934, capital reserve, balance in securities premium account and retained earnings.

6 The figures for the half year ended 31 March 2019 and corresponding half year ended in the previous year as reported in these Financial Results are the balancing figures between respective audited figures in respect of full financial year and the published year to date figures for the half year ended 30 September 2018 and half year ended 30 September 2017. The figures for the half year ended 30 September 2018 and half year ended 30 September 2017 have only been reviewed and not subjected to audit.

7 During the year ended 31 March 2018, the Company vide its board meeting dated 24 January 2018 had approved the Scheme of Arrangement (Demerger) & Amalgamation ("the Scheme") between the Company, IFMR Holdings Private Limited, IFMR Rural Channels and Services Private Limited, Dvara Solutions Private Limited and their respective shareholders and creditors under sections 230 to 232 of the Companies Act, 2013. The appointed date under the aforesaid Scheme is 31 March 2017. The Company has received approval of the Scheme from the Hon'ble National Company Law Tribunal (NCLT) on 7 March 2019 and filed the order with ROC on 21 March 2019. Accordingly the impact of the Scheme and related tax benefits have been given effect in the financial results.

8 The accounting impact pertaining to the above mentioned scheme has been given effect to during March 2019 and consequently the figures reflected under Half Year Ended 31 March 2018 and Year Ended 31 March 2018 are not comparable to current period presentation.

Place : Chennai
Date : 7 May 2019

Samir Shah
Director

B S R & Co. LLP * Chartered Accountants *

Dvara Kshetriya Gramin Financial Services Pvt Ltd * Chennai 600 113

Dvara Kshetriya Gramin Financial Services Private Limited
(Formerly Pudhuvaru Financial Services Private Limited)
CIN: U65991TN1993PTC024547
Regd. Office: IITM Research Park, Phase I, 10th Floor, Kanagam Village,Taramani, Chennai - 600 113

Annexure A
Information as required pursuant to Regulation 52(4) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

(a) Credit rating

Products	CARE Rating	ICRA Rating
(a) Debentures	BBB	-
(b) Subordinated debt	-	BBB-
(c) Bank loan facilities	BBB (effective from 1st Oct 2018)	BBB-

(b) Assets Cover available for non convertible debt securities : NA

(c) Debt equity ratio : 3.32 times
Debt equity ratio is (Long-term borrowing + Current maturities of long-term borrowings) / Net worth)

(d) Previous due date for the payment of interest / dividend for non-convertible redeemable preference shares/ repayment of principal of non-convertible preference shares/ non convertible debt securities and whether the same has been paid or not: (Refer Annexure "A1"). The Company does not have any non-convertible redeemable preference shares as at 31 March 2019.

(e) Next due date for the payment of interest / dividend of non-convertible preference shares / principal along with the amount of interest / dividend of non-convertible preference shares payable and the redemption amount. The Company does not have any non-convertible redeemable preference shares as at 31 March 2019.

(f) Debt service coverage ratio : NA

(g) Interest service coverage ratio : NA

(h) Outstanding redeemable preference shares (Quantity and value) : The Company does not have Outstanding redeemable preference shares as at 31 March 2019 and hence this clause is not applicable.

(i) Capital / Debenture Redemption Reserve : NA

(j) Net Worth : Rs. 16,808.84 lakhs (Net Worth represents share capital, Reserves and Surplus and Share application money pending allotment.)

(k) Net profit after tax : Rs. 3321.89 lakhs

(l) Earnings per share : Basic and diluted - Rs. 45.72

(m) There was no material deviation in the use of the proceeds of the issue of Non Convertible Debt Securities.

Dvara Kshetriya Gramin Financial Services Pvt Ltd
Chennai
600 113

Dvara Kshetriya Gramin Financial Services Private Limited

(Formerly Pudhuaaru Financial Services Private Limited)

CIN: U65991TN1993PTC024547

Regd. Office: IITM Research Park, Phase I, 10th Floor, Kanagam Village,Taramani, Chennai - 600 113

Annexure A1

Description	ISIN	Previous Due Date for Payment of Interest / Part Principal	Whether Previous Interest Paid or not	Next Due Date for Payment of Interest / Part Principal
Non-Convertible Debentures	INE179P08017	29-Mar-19	Paid	01-Jul-19
Non-Convertible Debentures	INE179P08025	28-Jan-19	Paid	29-Apr-19
Non-Convertible Debentures	INE179P07100	22-Mar-19	Paid	22-Apr-19
Non-Convertible Debentures	NA	NA	Paid	30-Apr-19
Non-Convertible Debentures	NA	NA	Paid	30-Apr-19
Non-Convertible Debentures	NA	NA	Paid	30-Apr-19
Non-Convertible Debentures	INE179P07019	05-May-18	Paid	Closed
Non-Convertible Debentures	INE179P07068	26-Jun-18	Paid	Closed
Non-Convertible Debentures	INE179P07084	09-Oct-18	Paid	Closed
Non-Convertible Debentures	INE179P07076	28-Sep-18	Paid	Closed
Non-Convertible Debentures	INE179P07092	03-Mar-19	Paid	Closed
Non-Convertible Debentures	NA	04-Mar-19	Paid	Closed

Dvara Kshetriya Gramin Financial Services Pvt Ltd ★ Chennai 600 113

DVARA
KGFS

May 30, 2019

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

Dear Sirs,

Sub: Declaration under Regulation 52(3)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015

In terms of Regulation 52(3)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, as amended from time to time, we hereby declare that the Audit Reports issued by the Statutory Auditor on the Standalone financial results for the year ended 31 March 2019 were with unmodified opinion.

Kindly take this information on record

Thanking you,

For Dvara Kshetriya Gramin Financial Services Private Limited

S.Balaji
Company Secretary

Dvara Kshetriya Gramin Financial Services Pvt Ltd
Chennai
600 113

Dvara Kshetriya Gramin Financial Services Private Limited
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