

May 31, 2021

To,
Smt. Richa Goel Agarwal
General Manager,
Securities and Exchange Board of India (SEBI),
SEBI Bhavan, Plot No. C4-A,
G-Block, Bandra Kurla Complex,
Bandra (East), Mumbai 400 051
Email: richag@sebi.gov.in

Sub: Submission of SEBI half yearly compliance report for the half year ended March 31, 2021

Dear Madam,

Vistra ITCL (India) Limited ("**Vistra**") is a registered intermediary with SEBI for Debenture Trusteeship services having registration no. as **IND000000578**.

SEBI vide its circular dated May 03, 2021 has given relaxation in timelines for compliance with regulatory requirements by Debenture Trustees due to the CoVID-19 pandemic and submit the half yearly compliance certificate on or before May 31, 2021.

Accordingly, as per SEBI circular no. SEBI/ HO/ MIRSD/ CRADT/ CIR/ P/ 2020/230 dated November 12, 2020, please find enclosed herewith the details of activities other than Debenture Trusteeship as **Annexure I** and SEBI Compliance Certificate for the half year ended March 31, 2021 enclosed as **Annexure II**.

Request you to take the same on record.

For Vistra ITCL (India) Limited



Jatinder Chonani
Compliance Officer

Encl.: As Above

Activities other than debenture trusteeship as on March 31, 2021

Sr. No.	Type of activity	Description of the activity	Number of clients#
1	Security Trustee	Acting as Security and Facilities Agent in holding the charge and mortgage, monitoring the performance of the facilities and transparently servicing all the lenders including Documentation and Advisory Services.	561
2	Trustee to Venture Capital Funds	To act as Trustee of the funds and to monitor compliances as per SEBI Regulations.	47
3	Trustee to Alternative Investment Funds *	To act as Trustee of the funds and to monitor compliances as per SEBI Regulations.	334
4	Securitisation	(a) Trusteeship for the SPV Trust established for the purpose of securitisation of receivables (b) In case of a direct assignment from the originator to the investor, Trustee acting as a Investor representative to ensure that investors interest are taken care of including payouts.	7
5	Other Trusteeship activities/ Services	(a) Trusteeship for Multi Family Office Trusts, Not for Profit Trusts (NFPT) and Other Special Purpose Vehicles (SPVs) (b) Consultancy Services (c) Monitoring and custodial services (d) Due Diligence and transaction support services (e) Employee Benefit Structures	347
6	Trustee to Infrastructure Investment Trust (InVIT) *	Trusteeship for Infrastructure Investment Trusts (INVIT)	1

These numbers are cumulative & live as on March 31, 2021

* These numbers cover only matters wherein SEBI registration is received.

COMPLIANCE CERTIFICATE FOR THE HALF YEAR ENDED MARCH 2021

NAME: VISTRA ITCL (INDIA) LIMITED
REGISTRATION NO: IND000000578
DATE OF REGISTRATION:(in dd/mm/yy) 16-10-2000

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 place to protect the interests of debenture holders.

b Change in status or constitution

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

No Change in Shareholding of Vistra ITCL (India) Limited since last reporting.

(1) Ms. Navita Yadav resigned as Managing Director & Chief Executive Officer (Whole time KMP) of Vistra ITCL (India) Limited w.e.f January 01, 2021.

(2) Ms. Shikha Bagai appointed as Managing Director and Whole time KMP of Vistra ITCL (India) Limited w.e.f February 01, 2021.

c Other Information**(i) Details of arrest / conviction of key officials of DT**

Nil for Directors & KMPs as on March 31, 2021.

(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

Nil

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 March 31, 2021

Rs 59,56,21,417/-

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

Nil

(iii) Changes in Key personnel during the half year ended March 31, 2021

Name(s) of the key personnel	Appointment / Cessation	Date of appointment / cessation	Qualification	Experience
Ms. Navita Yadav (MD & CEO)	Cessation	January 01, 2021	B Com, International Business Program (IBP-VI) from IIM Kolkata	20+years
Ms. Shikha Bagai (MD)	Appointment	February 01, 2021	CA, MBA	23+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) May 31, 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 non-compliances those specifically reported at Section IV (E) above.

Name of Compliance Officer

JATIN CHONANI

Email ID

itclcomplianceofficer@vistra.com