

**Date: February 14, 2024**

To  
**Listing Department,**  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai-400001

Dear Sir/Madam,

**Sub: Outcome of the Board Meeting held on February 14, 2024 for the Quarter and Nine months ended December 31, 2023**

Pursuant to Regulations 51 and 52 read with Part B of Schedule III and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations, 2015), as amended, the Board of Directors at its meeting held today, i.e. February 14, 2024, inter alia, considered and approved the Unaudited Financial Results of the Company for the Quarter and Nine months ended December 31, 2023. In this regard, please find enclosed herewith the following documents:

1. A copy of the Unaudited Financial Results along with the Limited Review Report issued by the Statutory Auditors, MSKA & Associates, Chartered Accountants (Firm Registration No. 105047W) and the disclosures as required under Regulation 52(4) of the SEBI Listing Regulations, 2015.
2. Disclosure of Security Cover in pursuance to Regulation 54 of the SEBI Listing Regulations, 2015.
3. Statement pursuant to Regulation 52(7) & 52(7A) of the SEBI Listing Regulations, 2015.

Furthermore, the Board has ratified the appointment of Ms. Kanchan Banerjee as Head - Human Resource, Training & Development, Administration and Corporate Social Responsibility of the Company.

This intimation is also being uploaded on the Company's website [www.arohan.in](http://www.arohan.in).

The above meeting of the Board of Directors commenced at 14:30 hours (I.S.T) and concluded at 17:20 hours (I.S.T).

This is for your kind information and records.

Thanking you,

Yours faithfully,

**For Arohan Financial Services Limited**



**Anirudh Singh G Thakur**  
**Company Secretary & Chief Compliance Officer**  
**Membership No: A13210**

**Encl: as above**

CC: IDBI Trusteeship Services Limited  
GR FLR, Universal Insurance Bldg, Sir Phirozshah  
Mehta Rd., Fort Mumbai – 400001

CC: Catalyst Trusteeship Limited  
Unit No- 901, 9th Floor, Tower B, Peninsula Business Park,  
Senapati Bapat Marg, Lower Parel (W), Mumbai - 400013

**Independent Auditor's Review Report on Unaudited Financial Results for the quarter and nine months ended December 31, 2023 of Arohan Financial Services Limited pursuant to the Regulation 52 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**

**To The Board of Directors  
Arohan Financial Services Limited**

1. We have reviewed the accompanying Statement of Unaudited Financial Results of **Arohan Financial Services Limited** ('the Company') for the quarter and nine months ended December 31, 2023 ('the Statement') attached herewith, being submitted by the Company pursuant to the requirements of Regulation 52 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ('the Regulations').
2. This Statement, which is the responsibility of Company's Management and has been approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 'Interim Financial Reporting' ('Ind AS 34'), prescribed under Section 133 of the Companies Act, 2013 ('the Act') read with relevant rules issued thereunder, and other recognised accounting principles generally accepted in India and is in compliance with the Regulations. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under Section 143 (10) of the Act and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in Ind AS 34 prescribed under Section 133 of the Act read with relevant rules issued thereunder and other recognised accounting principles generally accepted in India has not disclosed the information required to be disclosed in terms of the Regulations including the manner in which it is to be disclosed, or that it contains any material misstatement.

For M S K A & Associates  
Chartered Accountants  
ICAI Firm Registration Number: 105047W

Tushar  
Ramniklal Kurani  
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Tushar Ramniklal Kurani  
Date: 2024.02.14  
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Tushar Kurani  
Partner  
Membership Number: 118580  
UDIN: 24118580BKFLXE1750

Mumbai  
February 14, 2024

**Arohan Financial Services Limited**

**Statement of unaudited financial results for the quarter and nine months ended 31 December 2023**

Particulars	(₹ in lakhs)					
	Quarter ended			Nine month ended		Year ended
	31 December 2023 (Unaudited)	30 September 2023 (Unaudited)	31 December 2022 (Unaudited)	31 December 2023 (Unaudited)	31 December 2022 (Unaudited)	31 March 2023 (Audited)
<b>1 Revenue</b>						
(a) Interest income	36,495.97	33,763.29	20,646.97	99,967.03	67,287.99	93,096.90
(b) Fees and commission income	4,052.08	4,250.82	2,646.83	12,242.10	6,347.02	10,209.69
(c) Net gain on derecognition of financial instruments	879.49	1,598.00	394.91	3,350.69	1,805.43	3,586.49
(d) Others	0.78	0.01	14.10	1.12	49.10	52.30
<b>Total revenue from operations</b>	<b>41,428.32</b>	<b>39,612.12</b>	<b>23,702.81</b>	<b>1,15,560.94</b>	<b>75,489.54</b>	<b>1,06,945.38</b>
(e) Other income	1,087.04	1,022.59	492.71	2,965.17	1,298.48	2,154.14
<b>Total revenue</b>	<b>42,515.36</b>	<b>40,634.71</b>	<b>24,195.52</b>	<b>1,18,526.11</b>	<b>76,788.02</b>	<b>1,09,099.52</b>
<b>2 Expenses</b>						
(a) Finance costs	15,362.29	14,557.98	11,877.69	43,277.13	34,998.12	46,864.42
(b) Impairment on financial instruments	4,441.72	551.53	2,419.41	13,945.95	11,064.82	19,316.60
(c) Employee benefits expenses	8,249.12	8,264.49	6,420.71	23,686.61	17,657.98	24,614.80
(d) Depreciation and amortization	140.63	143.18	118.37	413.66	355.74	476.24
(e) Other expenses	2,551.20	2,585.91	2,280.09	7,652.56	6,494.51	8,832.10
<b>Total expenses</b>	<b>30,744.96</b>	<b>26,103.09</b>	<b>23,116.27</b>	<b>88,975.91</b>	<b>70,571.17</b>	<b>1,00,104.16</b>
<b>3 Profit before tax (1-2)</b>	<b>11,770.40</b>	<b>14,531.62</b>	<b>1,079.25</b>	<b>29,550.20</b>	<b>6,216.85</b>	<b>8,995.36</b>
<b>4 Tax expense</b>						
(a) Current tax	1,256.90	883.40	(185.71)	2,258.29	70.30	1.96
(b) Deferred tax charge	2,437.58	3,197.50	517.65	6,144.58	1,369.70	2,014.95
(c) Tax expense for earlier years	-	0.12	(132.39)	80.93	(132.39)	(93.18)
<b>5 Net Profit after tax (3-4)</b>	<b>8,075.92</b>	<b>10,450.60</b>	<b>879.70</b>	<b>21,066.40</b>	<b>4,909.24</b>	<b>7,071.63</b>
<b>6 Other Comprehensive Income</b>						
(a) <b>Items that will not be reclassified to profit or loss</b>						
(i) Remeasurement of post employment benefit obligations	(105.00)	(107.81)	(98.70)	(317.81)	(257.18)	(350.99)
(ii) Income tax relating to items that will not be reclassified to profit or loss	26.43	27.13	24.84	79.99	64.73	88.34
(b) <b>Items that will be reclassified to profit or loss</b>						
(i) Fair valuation of financial assets	-	-	-	-	-	-
(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-	-	-
<b>Total Other Comprehensive Income (a+b)</b>	<b>(78.57)</b>	<b>(80.68)</b>	<b>(73.86)</b>	<b>(237.82)</b>	<b>(192.45)</b>	<b>(262.65)</b>
<b>Total Comprehensive Income for the period/ year (5+6)</b>	<b>7,997.35</b>	<b>10,369.92</b>	<b>805.84</b>	<b>20,828.58</b>	<b>4,716.79</b>	<b>6,808.98</b>
<b>7 Paid-up equity share capital (Face value of ₹ 10 each)</b>	<b>18,240.76</b>	<b>18,240.76</b>	<b>13,967.77</b>	<b>18,240.76</b>	<b>13,967.77</b>	<b>15,038.85</b>
<b>8 Earning per equity share (not annualised)</b>						
(a) Basic (In ₹)	6.91	8.94	0.75	18.02	4.20	6.05
(b) Diluted (In ₹)	5.50	7.18	0.74	14.34	4.15	5.84

**Arohan Financial Services Limited**
**Notes:-**

- The above unaudited financial results have been reviewed by the Audit Committee and approved by the Board of Directors of Arohan Financial Services Limited ('the Company') at their meetings held on February 13, 2024 and February 14, 2024 respectively.
- The unaudited financial results of the Company have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under Section 133 of the Companies Act 2013 ("the Act") read with the Companies (Indian Accounting Standard) Rules, 2015 as amended by the Companies (Indian Accounting Standards) Amendment Rules, 2016 and Regulation 52 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.
- The figures for the quarter ended December 31, 2023 and December 31, 2022 are the balancing figures between unaudited year to date figures and half year ended September 30, 2023 and September 30, 2022 respectively.
- Details of loan transferred/ acquired during the period ended December 31, 2023 vide RBI circular RBI/DOR/2021-22/86 DOR.STR.REC.51/21.04.048/2021-22 on transfer of loan exposures dated September 24, 2021 are given below:
  - Details of loan transfer through direct assignment transaction in respect of loans not in default for the period ended December 31, 2023:

Particulars	To Banks/ NBFC's
Number of loans	1,36,334
Aggregate amount of loans transferred (₹ in lakhs)	38,867.40
Sale Consideration (₹ in lakhs)	38,867.40
Weighted average residual maturity (in months) (*)	16.52
Weighted average holding period by the originator (in months)	6.00
Retention of beneficial economic interest by the originator	9.96% to 15.75%
Tangible security coverage	-
Rating-wise distribution of rated loans	-
Number of instances where it has agreed to replace loans transferred to transferee(s)	-
Number of instances where it has agreed to pay damages arising out of any representation or warranty	-

(\*) residual maturity from the time of transfer

(ii) The Company has not acquired any stressed loans during the period ended December 31, 2023.

(iii) The Company has not acquired loans not in default during the period ended December 31, 2023.

(iv) (a) The company has transferred certain NPA & SMA loans during the period ended December 31, 2023, details of which are given below:

Particulars	To ARC's		To permitted transferees
	NPA	SMA	
(i) Total number of loan assets assigned	69,070	78,009	Nil
(ii) Aggregate principal outstanding of loans transferred (₹ in lakhs) (*)	15,267.65	23,394.04	Nil
(iii) Weighted average residual tenor of loans transferred (in months)	11.18	25.10	Nil
(iv) Net book value of loan assets transferred (at the time of transfer) (₹ in lakhs)	Nil	15,384.18	Nil
(v) Aggregate consideration (₹ in lakhs)	12,000.00		Nil
(vi) Addition consideration realised in respect of account transferred in earlier years	Nil		Nil

(\*) NPA Includes written off loans of ₹6,764.99 lakhs

(iv) (b) Security Receipt's (SR's) held and recovery ratings assigned to such SR's by the credit rating agency.

Particulars	Category of recovery ratings	As at December 31, 2023 (₹ in lakhs)
Security Receipts under trust floated by ARC's (FY 23-16)	IND RR2 (75%-100%)	5,936.00
Security Receipts under trust floated by ARC's (FY 23-36)	IND RR3 (50%-75%)	6,343.87

- The Company is primarily engaged in the business of financing - a single business segment in terms of Ind AS 108 "Operating segments"; consistent with the internal reporting provided to the Chief Operating Decision Maker.
- As per Regulation 54(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ('Listing Regulations'), all secured non convertible debentures ("NCDs") issued by the Company are secured by way of an exclusive charge on identified receivables to the extent of at least 100% of outstanding secured NCDs and pursuant to the terms of respective information memorandum.
- The Indian Parliament has approved the Code on Social Security, 2020 which subsumes the Provident Fund and Gratuity Act and rules thereunder. The Ministry of Labour and Employment has also released draft rules thereunder on November 13, 2020 and has invited suggestions from stakeholders, which are under active consideration by the Ministry. The Company will evaluate the rules, assess the impact, if any, and account for the same once the rules are notified and becomes effective.
- Information as required by Regulations 52(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, is attached as Annexure 1.
- Previous quarter/ year ended figures have been regrouped / rearranged wherever necessary, to conform with the current quarter/ year.

By order of the Board  
**For Arohan Financial Services Limited**

MANOJ KUMAR  
 NARAYAN NAMBIAR

Digitally signed by MANOJ KUMAR NARAYAN NAMBIAR  
 Date: 2024.02.14 14:34:54 +05'30'

**Manoj Kumar Nambiar**  
 Managing Director  
 DIN: 03172919

Place: Kolkata  
 Date: 14 February 2024

**Registered Office:** PTI Building, DP Block, DP-9, 4th Floor, Sector - V, Salt Lake, Kolkata - 700091.  
**CIN:** U74140WB1991PLC053189; **Website:** www.arohan.in

**Arohan Financial Services Limited**

Disclosure in compliance with Regulation 52(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the quarter and nine month ended December 31, 2023.

**Annexure 1**

Sl. No	Particulars	Ratio
A	Debt-equity ratio <sup>(1)</sup>	2.96
B	Debt service coverage ratio <sup>(2)</sup>	Not Applicable
C	Interest service coverage ratio <sup>(2)</sup>	Not Applicable
D	Debenture redemption reserve <sup>(3)</sup>	Not Applicable
E	Capital redemption reserve <sup>(3)</sup>	Not Applicable
F	Outstanding redeemable preference shares (quantity and value)	Nil
G	Net worth (₹ in lakhs) <sup>(4)</sup>	1,74,780.60
H	Net profit after tax (₹ in lakhs)	
	(i) For the quarter ended	8,075.92
	(ii) For nine month ended	21,066.40
I	Earnings per share (in ₹)	
	(i) Basic :	
	For the quarter ended	6.91
	For the nine month ended	18.02
	(ii) Diluted :	
	For the quarter ended	5.50
	For the nine month ended	14.34
J	Current ratio <sup>(7)</sup>	Not Applicable
K	Long term debt to working capital <sup>(7)</sup>	Not Applicable
L	Bad debts to account receivable ratio <sup>(7)</sup>	Not Applicable
M	Current liability ratio <sup>(7)</sup>	Not Applicable
N	Total debts to total assets <sup>(5)</sup>	73.21%
O	Debtors turnover <sup>(7)</sup>	Not Applicable
P	Inventory turnover <sup>(7)</sup>	Not Applicable
Q	Operating margin (%) <sup>(7)</sup>	Not Applicable
R	Net profit margin (%) <sup>(6)</sup>	
	(i) For the quarter ended	19.00%
	(ii) For the nine month ended	17.77%
S	Sector specific equivalent ratios, as applicable	
	(i) Capital Adequacy Ratio <sup>(8)</sup>	31.71%
	(ii) Gross stage 3 Ratio <sup>(9)</sup>	1.44%
	(iii) Net stage 3 Ratio <sup>(10)</sup>	0.00%

**Notes:-**

- Debt - equity ratio = (debt securities + borrowings-other than debt securities + subordinated liabilities) / (Equity Share Capital + Other Equity).
- Debt service coverage ratio and interest service coverage ratio are not applicable to Banks or NBFC/ Housing Finance Companies registered with RBI as per Regulation 52(4) of SEBI Listing Obligations and Disclosure Requirements Regulation 2015.
- Capital redemption Reserve/ Debenture redemption reserve is not required in respect of privately placed debentures in terms of Rule 18(7)(b)(ii) of Companies (Share Capital and Debenture) Rules, 2014.
- Net worth is calculated as defined in section 2(57) of the Companies Act, 2013.
- Total debts to total assets = (debt securities + borrowings - other than debt securities + subordinated liabilities) / total assets
- Net profit margin = Net profit after tax / Total income
- The Company is a Non-Banking Financial Company registered under Reserve Bank of India Act, 1934, hence these ratios are generally not applicable.
- Capital to risk-weighted assets is calculated as per the RBI guidelines.
- Gross stage 3 ratio= Gross stage 3 loans exposure at default (EAD) / Gross total loans EAD
- Net Stage 3 ratio= (gross stage 3 loans EAD - impairment loss allowance for Stage 3 ) / (gross total loans EAD - impairment loss allowance for Stage 3)

By order of the Board  
 For **Arohan Financial Services Limited**

MANOJ KUMAR Digitally signed by MANOJ KUMAR  
 NARAYAN NAMBIAR NARAYAN NAMBIAR  
**Manoj Kumar Nambiar**  
 Managing Director  
 DIN: 03172919

Place: Kolkata  
 Date: 14 February 2024

**Registered Office:** PTI Building, DP Block, DP-9, 4th Floor, Sector - V, Salt Lake, Kolkata - 700091.  
**CIN:** U74140WB1991PLC053189; **Website:** www.arohan.in

To,  
The Board of Directors  
Arohan Financial Service Limited  
PTI Building, 4th Floor,  
DP-9, Sector V, Salt Lake  
Kolkata 700 091

**Independent Auditors' Report on Statement of security cover in respect of its Listed/Unlisted, Secured, Redeemable, Non-convertible debentures aggregating to Rs. 16,597.22 Lakhs of Arohan Financial Services Limited as at December 31, 2023 pursuant to Regulation 54 read with Regulation 56(1)(d) of the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 (as amended)**

1. This report is being issued with the terms of mandate letter to the Board of Directors of Arohan Financial Services Limited dated January 18, 2024
2. We, M S K A & Associates, Chartered Accountants, are the Statutory Auditors of the Arohan Financial Services Limited ("the Company") and have been requested by the Management of the Company to examine the accompanying Statement containing details of 'Security Cover as per the terms of offer document/ Information Memorandum and Debenture Trust Deed and compliance with Financial Covenants' in respect of its Listed/Unlisted, Secured, Redeemable, Non-convertible debentures aggregating to Rs. 16,597.22 lakhs as at December 31, 2023 ("the Statement"). The Statement has been prepared by the Company on the basis of the unaudited books of account and other relevant records and documents maintained by the Company as at December 31, 2023, in respect of its Listed/Unlisted, Secured, Redeemable, Non-convertible debentures stated above, in compliance with the Regulation 54 read with Regulation 56(1)(d) of the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 (as amended) and the SEBI vide circular no. SEBI/HO/MIRSD/MIRSD\_CRADT/CIR/P/2022/67 dated May 19, 2022 (hereinafter together referred to as "the SEBI Regulations").
3. The Statement has been prepared for the purpose of onward submission to the Catalyst Trusteeship Limited (the "Debenture Trustee") to ensure compliance with the SEBI Regulations in respect of its Listed/Unlisted, Secured, Redeemable, Non-convertible debentures aggregating to Rs. 16,597.22 lakhs.

**Management's Responsibility for the Statement**

4. The preparation of the Statement is the responsibility of management of the Company, including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.
5. The management of the Company is also responsible for ensuring that the Company complies with all the relevant requirements of the SEBI Regulations and for providing all relevant information to the Company's Debenture Trustee as prescribed in the respective Debenture Trust Deed entered into between the Company and its Debenture Trustee in respect of its Listed/Unlisted, Secured, Redeemable, Non-convertible debentures aggregating to Rs. 16,597.22 lakhs.

# MSKA & Associates

Chartered Accountants

## Auditor's Responsibility

6. Pursuant to the requirements of the SEBI Regulation, it is our responsibility to obtain limited assurance and form a conclusion as to whether the book values of the assets of the Company contained in Columns A to K of the Statement have been accurately extracted and ascertained from the unaudited books of account of the Company and other relevant records and documents maintained by the Company, and whether the Company maintained the asset cover and complied with the financial covenants as per the Debenture Trust Deed. Our responsibility does not include the evaluation of adherence by the Company with all the applicable SEBI Regulations.
7. For the purposes of this report, we have relied on the unaudited books of account of the Company for the period ended December 31, 2023 and information and documents as made available to us by the Company.
8. A limited assurance engagement involves making inquiries, primarily of the Company's personnel responsible for financial and accounting matters, and applying analytical and other review procedures. The procedures performed vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. 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.
9. Accordingly, we have performed the following procedures in relation to the Statement:
  - a) Obtained and read the terms of offer document/ Information Memorandum and Debenture Trust Deed entered into between the Company and its Debenture trustee;
  - b) Traced and agreed the principal amount and the interest thereon of borrowings outstanding in respect of debt securities and assets available for debt securities as at December 31, 2023 to the unaudited books of account maintained by the Company as at December 31, 2023;
  - c) Obtained and read the list of security cover in respect of debenture outstanding as per the Statement and traced the value of assets from the Statement to the unaudited books of account of the Company and correlated to the books of account and other records of the Company as at December 31, 2023;
  - d) Understood the nature of charge (viz exclusive charge) on the asset of the Company by obtaining the list and value of assets placed under lien or encumbrance for the purpose of obtaining any other loan and determined that such assets are not included in the calculation of Security Cover in respect of secured listed/unlisted non-convertible debt security;
  - e) Examined and verified the arithmetical accuracy of the computation of security cover ratio (based on book values) mentioned in the accompanying the Statement;
  - f) Compared the Asset Cover with the Asset Cover required to be maintained as per Debenture Trust Deed and Information Memorandum;
  - g) Obtained the workings of assets and liabilities presented in the respective columns in the Statement and verified the same from the unaudited books of account and relevant records and documents underlying the unaudited financial results as at December 31, 2023;
  - h) Performed necessary inquiries with the management; and
  - i) Obtained written representations from the Management in this regard.



# MSKA & Associates

Chartered Accountants

10. We conducted our examination of the Statement in accordance with the 'Guidance Note on Reports or Certificates for Special Purposes' ("the Guidance Note") issued by the Institute of Chartered Accountants of India ('ICAI'). The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
11. 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.

## Conclusion

12. Based on the procedures performed as referred to in paragraph 9 above and according to the information, explanations and representations provided to us by the Management of the Company, nothing has come to our attention that causes us to believe that the book value of the assets of the Company contained in Columns A to k of the Statement are not in agreement with the unaudited books of account of the Company for the period ended and as at December 31, 2023 and other relevant records and documents maintained by the Company and that the Company has not complied with financial covenants of the debentures.

## Restriction on Use

13. The Report is addressed to the Board of Directors of the Company solely for the purpose of onward submission to the Company's debenture trustee pursuant to the requirements of the SEBI Regulations. It should not be used by any other person or for any other purpose. This report relates only to the Statement specified above and does not extend to any financial or other information of the Company. M S K A & Associates shall not be liable to the Company or to any other concerned for any claims, liabilities or expenses relating to this assignment.
14. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this report for events and circumstances occurring after the date of this report.

For **M S K A & Associates**

**Chartered Accountants**

ICAI Firm Registration Number: 105047W

Tushar  
Ramniklal  
Kurani

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Tushar Ramniklal Kurani  
Date: 2024.02.14  
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Tushar Kurani  
Partner

Membership Number: 118580  
UDIN: 24118580BKFLXD1223

Mumbai  
February 14, 2024

Arohan Financial Services Limited  
Asset coverage ratio as on December 31, 2023  
(All amounts in ₹ lakhs unless otherwise stated)

Column A	Column B (i)	Column C (ii)	Column D (iii)	Column E (iv)	Column F (v)	Column G (vi)	Column H (vii)	Column I (viii)	Column J (ix)	Column K (x)	Column L (xi)	Column M (xii)	Column N (xiii)	Column O (xiv)	Column P (xv)
Particulars	Exclusive Charge	Debt for which this certificate being issued <sup>(1)</sup>	Other Secured Debt	Debt for which this certificate being issued	Assets shared by pari passu debt holder (includes debt for which this certificate is issued & other debt with pari-passu charge)	Other assets on which there is pari-passu charge (excluding items covered in column F)	Assets not offered as Security	Debts not backed by Security	Elimination (amount in negative) debt amount considered more than once (due to exclusive plus pari passu charge)	(Total C to I)	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 viii	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)	Total Value(=L+M+ N+O)
		Book Value	Book Value	Yes/ No	Book Value	Book Value									
<b>ASSETS</b>															
Property, Plant and Equipment	-	-	-	No	-	-	730.72	-	-	730.72	-	-	-	-	-
Capital Work-in- Progress	-	-	-	No	-	-	-	-	-	-	-	-	-	-	-
Right of Use Assets	-	-	-	No	-	-	518.27	-	-	518.27	-	-	-	-	-
Goodwill	-	-	-	No	-	-	-	-	-	-	-	-	-	-	-
Intangible Assets	-	-	-	No	-	-	161.24	-	-	161.24	-	-	-	-	-
Intangible Assets under Development	-	-	-	No	-	-	43.08	-	-	43.08	-	-	-	-	-
Investments	-	-	-	No	-	-	11,402.97	-	-	11,402.97	-	-	-	-	-
Loans <sup>(1)</sup>	Loan receivable on Gross basis (i.e. excluding ECL provision)	17,832.40	3,88,778.10	No	-	-	1,92,721.90	-	-	5,99,332.40	-	-	17,832.40	-	17,832.40
Inventories	-	-	-	No	-	-	-	-	-	-	-	-	-	-	-
Trade Receivables	-	-	-	No	-	-	314.00	-	-	314.00	-	-	-	-	-
Cash and Cash Equivalents	-	-	-	No	-	-	83,813.99	-	-	83,813.99	-	-	-	-	-
Bank Balances other than Cash and Cash Equivalents	-	206.62	28,642.59	No	-	-	5,647.56	-	-	34,496.77	-	-	206.62	-	206.62
Others	-	-	-	No	-	-	17,122.22	-	-	17,122.22	-	-	-	-	-
<b>Total</b>		<b>18,039.02</b>	<b>4,17,420.69</b>	-	-	-	<b>3,12,475.95</b>	-	-	<b>7,47,935.66</b>	-	-	<b>18,039.02</b>	-	<b>18,039.02</b>
<b>LIABILITIES</b>															
Debt securities to which this certificate pertains <sup>(2)</sup>	Secured Non Convertible Debenture	16,597.22	3,268.27	No	-	-	-	20,639.70	-	40,505.19	-	-	16,597.22	-	16,597.22
Other debt sharing pari-passu charge with above debt				No	-	-	-	-	-	-	-	-	-	-	-
Other Debt				No	-	-	-	-	-	-	-	-	-	-	-
Subordinated debt				No	-	-	-	40,473.70	-	40,473.70	-	-	-	-	-
Borrowings from Bank & FIs			3,72,385.42	No	-	-	-	83,244.74	-	4,55,630.16	-	-	-	-	-
Debt Securities				No	-	-	-	-	-	-	-	-	-	-	-
Others				No	-	-	-	-	-	-	-	-	-	-	-
Trade payables				No	-	-	-	-	-	-	-	-	-	-	-
Lease Liabilities				No	-	-	-	579.13	-	579.13	-	-	-	-	-
Provisions <sup>(1)</sup>				No	-	-	-	17,475.27	-	17,475.27	-	-	-	-	-
Others <sup>(4)</sup>				No	-	-	-	12,171.81	-	12,171.81	-	-	-	-	-
<b>Total</b>		<b>16,597.22</b>	<b>3,75,653.69</b>	-	-	-	-	<b>1,74,584.35</b>	-	<b>5,66,835.26</b>	-	-	<b>16,597.22</b>	-	<b>16,597.22</b>
Cover on Book Value		1.09													1.09
Cover on Market Value		NA			Pari-Passu Security Cover Ratio										

- (1) Loan Receivable are considered on Gross basis and ECL provision of Rs. 14,936.63 lakhs are considered in liabilities for the purpose of computation of asset coverage.  
(2) Debt securities to which this certificate pertains is based on Ind AS and includes unlisted secured NCD.  
(3) This column includes book value of loans and receivables having exclusive charge and outstanding book value of debt for which this certificate is issued.  
(4) Other doesn't include Equity share capital and Other Equity

For Arohan Financial Services Limited

**DEBARSHI  
CHAUDHURI**

Digitally signed by DEBARSHI CHAUDHURI  
(DN: cn=DEBARSHI CHAUDHURI, o=AROHAN FINANCIAL SERVICES LIMITED, email=debarshi.chaudhuri@arohan.com, c=IN)  
Date: 2024.02.14 13:15:44 +05'30'

Authorized Signatory  
Place: Kolkata  
Date: 14-02-2024

Arohan Financial Services Limited  
 Latest Review for quarter and nine months ended December 31, 2023

Details of covenants criteria as per Debenture trust deeds (DTD), Information Memorandum (IM) and Term Sheet and the Company's compliance with such covenants as at December 31, 2023

Sr.No.	Description of Non-Convertible Debenture	Description of loan Covenants	Criteria as per Information Memorandum (IM) and/or debenture trust deeds	Actual Covenant Compliance (as per management)	Status
1	INE808K07261 (Listed and Secured)	Blue Orchard_NCD	11,511.21		
	Arohan Financial Services Limited SR H 11.4000 NCD 14JU24 FVRS10LAC	Capital to risk assets ratio (CRAR)	16.00%	31.71%	Complied
		(PAR 30+Non Covid restructured loan+ net write off of 12months)/Gross Loan Portfolio (refer note 1 below).	12.00%	5.84%	Complied
		(PAR 90 + Non Covid restructured loans provision)/Tier 1 (refer note 2 below).	10.00%	0.11%	Complied
		Return on Assets (ROA) (refer note 3 below).	> 0%	3.12%	Complied
		Net Foreign Currency / Equity (refer note 4 below).	50.00%	0.00%	Complied
		Aggregate Exposure (Affiliates, subsidiary & related party)/ Total Capital	15.00%	0.00%	Complied
2	INE808K08079 (Listed and Unsecured)	Piramal_NCD	19,841.44		
	Arohan Financial Services Limited SR G 13.65 NCD	Capital to risk assets ratio (CRAR)	18.00%	31.71%	Complied
		Financial indebtness/Net Worth	<=5.5	2.96	Complied
		Gross NPA /Gross on book loan portfolio (refer note 5 below)	<3%	1.49%	Complied
		PAT	Positive	Positive	Complied
		Pre-provisioning operating profit (refer note 6 below)	>300 Cr	Not Applicable for December 2023 as to be reported on Yearly Basis	
3	INE808K08046 (Listed and Unsecured)	Northern Arc_NCD	7,109.26		
	Arohan Financial Services Limited SR G 13.50 NCD 28AY25 FVRS10LAC	Capital to risk assets ratio (CRAR)	15.00%	31.71%	Complied
		Gross NPA/Gross Loan Portfolio (refer note 7 below)	2.00%	1.41%	Complied
		Net NPA (PAR 90 less Provision)/Networth (refer note 8 below)	20.00%	0.00%	Complied
		Net profit	Positive Net profit to be maintained by the company	Positive	Complied
4	INE808K07253 (Unlisted and Secured)	CDC_NCD	5,086.01		
	Arohan Financial Services Limited 9.54 NCD 30MR25 FVRS10LAC	Capital to risk assets ratio (CRAR)	17.00%	31.71%	Complied
		(PAR 90 + Restructured Loans) /Gross Loan Portfolio (refer note 9 below)	5.00%	1.49%	Complied
		(PAR 90 less provision)/Tangible Networth (refer note 10 below)	20.00%	0.51%	Complied
		Structural Liquidity	Net cumulative mismatch under maturity bucket 1 to 365 days will be positive	Based on structural liquidity return, the position is positive	Complied
5	INE808K07279 (Unlisted and Secured)	FMO_NCD	20,639.70		
	Arohan Financial Services Limited 10.71 NCD 19DC27 FVRS10LAC	Capital Adequacy Ratio	> 18%	31.71%	Complied
		Open Assets Exposure Ratio	< 25%	1.58%	Complied
		Related Party Lending Ratio	< 20%	0.00%	Complied
		Cost to Income Ratio	< 70%	44.76%	Complied
		Liquidity Coverage Ratio	> 100%	168.77%	Complied

**Notes:**

- (PAR 30 + Non Covid restructured loans + net write off for last 12 months)/Gross Loan Portfolio- For calculating this ratio, loans overdue for more than 30 Days, Non Covid restructured loans (including restructuring under RBI resolution framework dated 06 August 2020 & 05 May 2021) and net write off for last 12 months (write off during the Nine months period ended December 31, 2023) has been considered as numerator and closing Gross Loan Portfolio as on December 31, 2023 as denominator.
- (PAR 90 + Non Covid restructured loans - Provision)/Tier 1 Capital - For calculating this ratio, loans overdue for more than 90 days plus Non Covid restructured loans and corresponding provision on such loans has been considered as numerator and Tier 1 capital as denominator.
- Return on Asset - For calculating this ratio, net income i.e. profit after tax including other comprehensive Income (OCI) has been considered as numerator and average of total assets as at December 31, 2023 and March 31, 2023 denominator.
- Net Foreign Currency/Equity - There are no such exposure as per the unaudited financial information as at December 31, 2023.
- Gross NPA/Gross on book loan portfolio - For calculating this ratio, Gross NPA has been considered as numerator and closing Gross on book loan portfolio as on December 31, 2023 as denominator.
- Pre-provisioning operating profit- For calculating this amount, Profit before tax is adjusted for Impairment on assets and accrued Interest on the NPA loan portfolio.
- Gross NPA/Gross Loan Portfolio - For calculating this ratio, Gross NPA has been considered as numerator and closing Gross Loan Portfolio as on December 31, 2023 as denominator.
- Net NPA (PAR 90 less Provision)/Networth - For calculating this ratio, Net NPA has been considered as numerator and net worth as on December 31, 2023 (As per Section 2(57) of the Companies Act, 2013) as denominator.
- (PAR 90 + Restructured Loans)/Gross Loan Portfolio - For calculating this ratio, loans overdue for more than 90 days plus restructured Assets been considered as numerator and closing Gross Loan Portfolio as on December 31, 2023 as denominator.
- (PAR 90 less provision)/Tangible Networth - For calculating this ratio, Loans overdue for more than 90 Days less corresponding provision on such loans has been considered as numerator and Total net worth less intangible assets (including ROU) and deferred tax assets as on December 31, 2023 as denominator.
- Gross Loan Portfolio = Assets Under Management

For Arohan Financials Services Limited

**DEBARSHI  
CHAUDHURI**

Authorized Signatory  
 Kolkata

Digitally signed by DEBARSHI CHAUDHURI  
 DN: cn=DEBARSHI CHAUDHURI,  
 o=Arohan Financial Services Limited,  
 email=debarshi.chaudhuri@arohan.co.in,  
 c=IN

To,  
The Board of Directors  
Arohan Financial Service Limited  
PTI Building, 4th Floor,  
DP-9, Sector V, Salt Lake  
Kolkata 700 091

**Independent Auditors' Report on Statement of security cover in respect of its Listed, Secured, Redeemable, Non-convertible debentures aggregating to Rs. 3,268.27 Lakhs of Arohan Financial Services Limited as at December 31, 2023 pursuant to Regulation 54 read with Regulation 56(1)(d) of the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 (as amended)**

1. This report is being issued with the terms of mandate letter to the Board of Directors of Arohan Financial Services Limited dated January 18, 2024.
2. We, M S K A & Associates, Chartered Accountants, are the Statutory Auditors of the Arohan Financial Services Limited ("the Company") and have been requested by the Management of the Company to examine the accompanying Statement containing details of 'Security Cover as per the terms of offer document/ Information Memorandum and Debenture Trust Deed and compliance with Financial Covenants' in respect of its Listed, Secured, Redeemable, Non-convertible debentures aggregating to Rs. 3,268.27 lakhs as at December 31, 2023 ("the Statement"). The Statement has been prepared by the Company on the basis of the unaudited books of account and other relevant records and documents maintained by the Company as at December 31, 2023, in respect of its Listed, Secured, Redeemable, Non-convertible debentures stated above, in compliance with the Regulation 54 read with Regulation 56(1)(d) of the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 (as amended) and the SEBI vide circular no. SEBI/HO/MIRSD/MIRSD\_CRADT/CIR/P/2022/67 dated May 19, 2022 (hereinafter together referred to as "the SEBI Regulations").
3. The Statement has been prepared for the purpose of onward submission to the IDBI Trusteeship Services Limited (the "Debenture Trustee") to ensure compliance with the SEBI Regulations in respect of its Listed, Secured, Redeemable, Non-convertible debentures aggregating to Rs. 3,268.27 lakhs.

**Management's Responsibility for the Statement**

4. The preparation of the Statement is the responsibility of management of the Company, including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.
5. The management of the Company is also responsible for ensuring that the Company complies with all the relevant requirements of the SEBI Regulations and for providing all relevant information to the Company's Debenture Trustee as prescribed in the respective Debenture Trust Deed entered into between the Company and its Debenture Trustee in respect of its Listed, Secured, Redeemable, Non-convertible debentures aggregating to Rs. 3,268.27 lakhs.

# MSKA & Associates

Chartered Accountants

## Auditor's Responsibility

6. Pursuant to the requirements of the SEBI Regulation, it is our responsibility to obtain limited assurance and form a conclusion as to whether the book values of the assets of the Company contained in Columns A to K of the Statement have been accurately extracted and ascertained from the unaudited books of account of the Company and other relevant records and documents maintained by the Company, and whether the Company maintained the asset cover and complied with the financial covenants as per the Debenture Trust Deed. Our responsibility does not include the evaluation of adherence by the Company with all the applicable SEBI Regulations.
7. For the purposes of this report, we have relied on the unaudited books of account of the Company for the period ended December 31, 2023 and information and documents as made available to us by the Company.
8. A limited assurance engagement involves making inquiries, primarily of the Company's personnel responsible for financial and accounting matters, and applying analytical and other review procedures. The procedures performed vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. 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.
9. Accordingly, we have performed the following procedures in relation to the Statement:
  - a) Obtained and read the terms of offer document/ Information Memorandum and Debenture Trust Deed entered into between the Company and its Debenture trustee;
  - b) Traced and agreed the principal amount and the interest thereon of borrowings outstanding in respect of debt securities and assets available for debt securities as at December 31, 2023 to the unaudited books of account maintained by the Company as at December 31, 2023;
  - c) Obtained and read the list of security cover in respect of debenture outstanding as per the Statement and traced the value of assets from the Statement to the unaudited books of account of the Company and correlated to the books of account and other records of the Company as at December 31, 2023;
  - d) Understood the nature of charge (viz exclusive charge) on the asset of the Company by obtaining the list and value of assets placed under lien or encumbrance for the purpose of obtaining any other loan and determined that such assets are not included in the calculation of Security Cover in respect of secured listed non-convertible debt security;
  - e) Examined and verified the arithmetical accuracy of the computation of security cover ratio (based on book values) mentioned in the accompanying the Statement;
  - f) Compared the Asset Cover with the Asset Cover required to be maintained as per Debenture Trust Deed and Information Memorandum;
  - g) Obtained the workings of assets and liabilities presented in the respective columns in the Statement and verified the same from the unaudited books of account and relevant records and documents underlying the unaudited financial results as at December 31, 2023;
  - h) Performed necessary inquiries with the management; and
  - i) Obtained written representations from the Management in this regard.

# MSKA & Associates

Chartered Accountants

10. We conducted our examination of the Statement in accordance with the 'Guidance Note on Reports or Certificates for Special Purposes' ("the Guidance Note") issued by the Institute of Chartered Accountants of India ('ICAI'). The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
11. 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.

## Conclusion

12. Based on the procedures performed as referred to in paragraph 9 above and according to the information, explanations and representations provided to us by the Management of the Company, nothing has come to our attention that causes us to believe that the book value of the assets of the Company contained in Columns A to K of the Statement are not in agreement with the unaudited books of account of the Company for the period ended and as at December 31, 2023 and other relevant records and documents maintained by the Company and that the Company has not complied with financial covenants of the debentures.

## Restriction on Use

13. The Report is addressed to the Board of Directors of the Company solely for the purpose of onward submission to the Company's debenture trustee pursuant to the requirements of the SEBI Regulations. It should not be used by any other person or for any other purpose. This report relates only to the Statement specified above and does not extend to any financial or other information of the Company. M S K A & Associates shall not be liable to the Company or to any other concerned for any claims, liabilities or expenses relating to this assignment.
14. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this report for events and circumstances occurring after the date of this report.

For M S K A & Associates

Chartered Accountants

ICAI Firm Registration Number: 105047W

Tushar

Ramnislal

Kurani

Digitally signed by

Tushar Ramnislal

Kurani

Date: 2024.02.14

13:53:36 +05'30'

Tushar Kurani

Partner

Membership Number: 118580

UDIN: 24118580BKFLXC5020

Mumbai

February 14, 2024.

Arohan Financial Services Limited  
Asset coverage ratio as on December 31, 2023  
(All amounts in ₹ lakhs unless otherwise stated)

Column A	Column B	Column C (i)	Column D (ii)	Column E (iii)	Column F (iv)	Column G (v)	Column H (vi)	Column I (vii)	Column J (viii)	Column K	Column L	Column M	Column N	Column O	Column P	
Particulars	Description of asset for which this certificate relate	Exclusive Charge Debt for which this certificate being issued <sup>(1)</sup>	Exclusive Charge Other Secured Debt	Pari- Passu Charge Debt for which this certificate being issued	Pari- Passu Charge Assets shared by pari passu debt holder (includes debt for which this certificate is issued & other debt with pari-passu charge)	Pari- Passu Charge Other assets on which there is pari-Passu charge (excluding items covered in column F)	Assets not offered as Security	Debts not backed by Security	Elimination (amount in negative) debt amount considered more than once (due to exclusive plus pari passu charge)	(Total C to I)	Related to only those items covered by this certificate					Total Value (=L+M+ N+O)
		Book Value	Book Value	Yes/ No	Book Value	Book Value					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, DSR market value is not applicable)	Market Value for Pari passu charge Assets viii	Carrying value/book value for pari passu charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSR market value is not applicable)		
														Relating to Column F		
ASSETS																
	Property, Plant and Equipment	-	-	No	-	-	730.72	-	-	730.72	-	-	-	-	-	
	Capital Work-in- Progress	-	-	No	-	-	-	-	-	-	-	-	-	-	-	
	Right of Use Assets	-	-	No	-	-	518.27	-	-	518.27	-	-	-	-	-	
	Goodwill	-	-	No	-	-	-	-	-	-	-	-	-	-	-	
	Intangible Assets	-	-	No	-	-	161.24	-	-	161.24	-	-	-	-	-	
	Intangible Assets under Development	-	-	No	-	-	43.08	-	-	43.08	-	-	-	-	-	
	Investments	-	-	No	-	-	11,402.97	-	-	11,402.97	-	-	-	-	-	
	Loans <sup>(1)</sup>	Loan receivable on Gross basis (i.e. excluding ECL provision)	3,456.86	4,03,153.64	No	-	1,92,721.90	-	-	5,99,332.40	-	3,456.86	-	-	3,456.86	
	Inventories	-	-	No	-	-	-	-	-	-	-	-	-	-	-	
	Trade Receivables	-	-	No	-	-	314.00	-	-	314.00	-	-	-	-	-	
	Cash and Cash Equivalents	-	-	No	-	-	83,813.99	-	-	83,813.99	-	-	-	-	-	
	Bank Balances other than Cash and Cash Equivalents	-	28,849.21	No	-	-	5,647.56	-	-	34,496.77	-	-	-	-	-	
	Others	-	-	No	-	-	17,122.22	-	-	17,122.22	-	-	-	-	-	
	Total	3,456.86	4,32,002.85	-	-	-	3,12,475.95	-	-	7,47,935.66	-	3,456.86	-	-	3,456.86	
LIABILITIES																
	Debt securities to which this certificate pertains <sup>(2)</sup>	Secured Non Convertible Debenture	3,268.27	16,597.22	No	-	-	20,639.70	-	40,505.19	-	3,268.27	-	-	3,268.27	
	Other debt sharing pari-passu charge with above debt	Not to be filled		-	No	-	-	-	-	-	-	-	-	-	-	
	Other Debt			-	No	-	-	-	-	-	-	-	-	-	-	
	Subordinated debt			-	No	-	-	-	40,473.70	-	40,473.70	-	-	-	-	
	Borrowings from Bank & FIs			3,72,385.42	No	-	-	-	83,244.74	-	4,55,630.16	-	-	-	-	
	Debt Securities			-	No	-	-	-	-	-	-	-	-	-	-	
	Others			-	No	-	-	-	-	-	-	-	-	-	-	
	Trade payables			-	No	-	-	-	-	-	-	-	-	-	-	
	Lease Liabilities			-	No	-	-	-	579.13	-	579.13	-	-	-	-	
	Provisions <sup>(1)</sup>			-	No	-	-	-	17,475.27	-	17,475.27	-	-	-	-	
	Others <sup>(4)</sup>			-	No	-	-	-	12,171.81	-	12,171.81	-	-	-	-	
	Total	3,268.27	3,88,982.64	-	-	-	-	1,74,584.35	-	5,66,835.26	-	3,268.27	-	-	3,268.27	
	Cover on Book Value		1.06												1.06	
	Cover on Market Value		NA													
		Exclusive Security cover Ratio			Pari-Passu Security Cover Ratio											

- (1) Loan Receivable are considered on Gross basis and ECL provision of Rs. 14,936.63 lakhs are considered in liabilities for the purpose of computation of asset coverage.  
(2) Debt securities to which this certificate pertains is based on Ind AS and includes unlisted secured NCD.  
(3) This column includes book value of loans and receivables having exclusive charge and outstanding book value of debt for which this certificate is issued.  
(4) Other doesn't include Equity share capital and Other Equity

For Arohan Financial Services Limited

**DEBARSHI  
CHAUDHURI**

Digitally signed by DEBARSHI CHAUDHURI  
DN: cn=DEBARSHI CHAUDHURI,  
o=AAROHAN FINANCIAL SERVICES LIMITED,  
ou=AAVISHKAAR GROUP, email=debarshi.chaudhuri@arohan.co.in,  
c=IN

Authorized Signatory  
Place: Kolkata  
Date: 14-02-2024

Arohan Financial Services Limited  
 Limited Review for quarter and nine months ended December 31, 2023

Details of covenants criteria as per Debenture trust deeds (DTD), Information Memorandum (IM) and Term Sheet and the Company's compliance with such covenants as at December 31, 2023

Sr.No.	Description of Non-Convertible Debenture	Description of loan Covenants	Criteria as per Information Memorandum (IM) and/or debenture trust deeds	Actual Covenant Compliance (as per management)	Status
1	INE808K07246 (Listed and Secured)	Blue Orchard_NCD	3,268.27		
	Arohan Financial Services Limited SR H 11.4000 NCD 14JU24 FVRS10LAC	Capital to risk assets ratio (CRAR)	15.00%	31.71%	Complied
		(PAR 30+restructured loan+ net write off of 12months)/Gross Loan Portfolio (refer note 1 below).	10.00%	5.93%	Complied
		(PAR 90 +restructured loans- provision)/Tier 1 (refer note 2 below).	10.00%	0.55%	Complied
		Return on Assets (ROA) (refer note 3 below).	> 0%	3.12%	Complied
		Net Foreign Currency / Equity (refer note 4 below).	50.00%	0.00%	Complied
		Aggregate Exposure (Affiliates, subsidiary & related party)/ Total Capital.	15.00%	0.00%	Complied
2	INE808K08053 (Listed and Unsecured)	Northern Arc_NCD	3,488.50		
	Arohan Financial Services Limited SR G 13.50 NCD 30SY25 FVRS10	Capital to risk assets ratio (CRAR)	15.00%	31.71%	Complied
		Gross NPA/ Gross Loan Portfolio (refer note 5 below).	2.00%	1.41%	Complied
		Net NPA (PAR 90 less Provision)/Networth (refer note 6 below).	20.00%	0.00%	Complied
		Net profit	Positive Net profit to be maintained by the company	Positive Net profit in books	Complied
3	INE808K08061 (Listed and Unsecured)	Karvy_NCD	2,469.01		
	Arohan Financial Services Limited SR G 12.85 NCD 25OY26 FVRS10	Capital to risk assets ratio (CRAR)	15.00%	31.71%	Complied
		Gross NPA/ Assets Under Management (refer note 7 below).	3.00%	1.41%	Complied

**Notes:**

- (PAR 30 + restructured loans + net write off for last 12 months)/Gross Loan Portfolio- For calculating this ratio, loans overdue for more than 30 Days, restructured loans (including restructuring under RBI resolution framework dated 06 August 2020 & 05 May 2021) and net write off for last 12 months (write off during the nine months period ended December 31, 2023) has been considered as numerator and closing Gross Loan Portfolio as on December 31, 2023 as denominator.
- (PAR 90 + restructured loans - Provision)/Tier 1 Capital - For calculating this ratio, loans overdue for more than 90 days, restructured loans (including restructuring under RBI resolution framework dated 06 August 2020 & 05 May 2021) less Corresponding provision on such Loans has been considered as numerator and Tier 1 capital as denominator.
- Return on Asset - For calculating this ratio, net income i.e. profit after tax including other comprehensive Income (OCI) has been considered as numerator and average of total assets as at December 31, 2023 and March 31, 2023 denominator.
- Net Foreign Currency/Equity - There are no such exposure as per the unaudited financial information as at December 31, 2023
- Gross NPA/Gross Loan Portfolio - For calculating this ratio, Gross NPA has been considered as numerator and closing Gross Loan Portfolio as on December 31, 2023 as denominator.
- Net NPA (PAR 90 less Provision)/Networth - For calculating this ratio, Net NPA has been considered as numerator and net worth as on December 31, 2023 (As per Section 2(57) of the Companies Act, 2013) as denominator.
- Gross Loan Portfolio = Assets Under Management

For Arohan Financials Services Limited

**DEBARSHI**  
**CHAUDHURI**  
 Authorized Signatory  
 Kolkata

Digitally signed by DEBARSHI CHAUDHURI  
 DN: cn=DEBARSHI CHAUDHURI,  
 o=Arohan Financial Services Limited,  
 email=debarshi.chaudhuri@arohan.co.in,  
 c=IN



**A. Statement of utilization of issue proceeds:**

Name of the Issuer	IS IN	Mode of Fund Raising (Public issues/ Private placement)	Type of instrument	Date of raising funds	Amount Raised	Funds utilized	Any deviation (Yes/ No)	If 8 is Yes, then specify the purpose of for which the funds were utilized	Remarks, if any
1	2	3	4	5	6	7	8	9	10
Arohan Financial Services Limited	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A

**B. Statement of deviation/ variation in use of Issue proceeds:**

Particulars	Remarks
Name of listed entity	Arohan Financial Services Limited
Mode of fund raising	N/A
Type of instrument	N/A
Date of raising funds	N/A
Amount raised	N/A
Report filed for quarter ended	December 31, 2023
Is there a deviation/ variation in use of funds raised?	No
Whether any approval is required to vary the objects of the issue stated in the prospectus/ offer document?	N/A
If yes, details of the approval so required?	N/A
Date of approval	N/A
Explanation for the deviation/ variation	N/A
Comments of the audit committee after review	N/A
Comments of the auditors, if any	N/A
Objects for which funds have been raised and where there has been a deviation/ variation, in the following table: <b>Not Applicable, since there is no deviation or variation.</b>	

Original object	Modified object, if any	Original allocation	Modified allocation, if any	Funds utilized	Amount of deviation/ variation for the quarter according to applicable object (in Rs. crore and in %)	Remarks, if any
N/A	N/A	N/A	N/A	N/A	N/A	N/A

Deviation could mean:

- Deviation in the objects or purposes for which the funds have been raised.
- Deviation in the amount of funds actually utilized as against what was originally disclosed.

**Name of signatory: Anirudh Singh G. Thakur**

**Company Secretary & Chief Compliance Officer**

**Date: February 14, 2024**

