

NAME : Centbank Financial Services Limited
REGISTRATION NO : IND000000502
DATE OF REGISTRATION (DD/MM/YY) : 11/12/2009

COMPLIANCE CERTIFICATE FOR THE HALF-YEAR ENDED 31 MARCH 2023

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

No Change between 01/10/2022 and 31/03/2023

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: **Not Applicable**

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, 2023: Rs. **35,50,42,809/-**
- ii. Any change in infrastructure since the last report / registration/ renewal: **NIL**
- iii. Changes in Key personnel during the half year ended) : **As per table below**

Name(s) of the key personnel	Appointment / Cessation	Date of appointment / cessation	Qualification
Vasti Venkatesh	Appointment	31/10/2022	B.Sc., CAIIB, MBA in Banking and Finance
M.V Murali Krishna	Appointment	26/12/2022	CAIIB, MBA in Banking and Finance

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 : **25/04/2023**
- ii. Observation of the Board of Directors on the deficiencies and non-compliances and corrective measures initiated: **NIL**



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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 : Aarti Sharma
Email Id : aarti.sharma@cfsl.in



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DETAILS OF OTHER ACTIVITIES CARRIED OUT BY DEBENTURE TRUSTEE INCLUDING TYPE OF ACTIVITY, DESCRIPTION OF ACTIVITY etc.

Sr	ACTIVITY TYPE	DESCRIPTION OF THE ACTIVITY	NUMBER OF CLIENTS
1	Security Trustee	Holding the securities on behalf of the Lenders (Long-term loans)	14
2	Executor & Trustee	Acting as Executors under Will, and Trustees of Family & Charitable Trusts	Approx. 1900

Name of Compliance Officer : Aarti Sharma
Email Id : aarti.sharma@cfsl.in



Compliance Risk

Name of Debenture Trustee	Reg No	Number of show cause notices pursuant to enquiries/11(B) actions/adjudication/prosecution received in last 5 financial years.	Number of deficiency/administrative warning letters received in last 5 financial years.	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	Number of instances of Delay in Compliance with any of the before mentioned points in last 5 financial years	Number of clients to whom Debenture Trustee has extended loans	Number of clients which are associate of Debenture Trustee
Centbank Financial Services Limited	IND000000502	0	1	0	0	0	0

Ext Sources of Op Risk

Name of Debenture Trustee	Reg No	Number of clients in BIFR as on March 31, 2023	Number of clients with Delay/ non-payment of fees as on March 31, 2023	Number of companies for whom complete debenture holder list is not available, as on March 31, 2023	Number of defaults of interest/redemption payments by clients to debenture holders
Centbank Financial Services Limited	IND000000502	0	^5	0	57

^ Future Lifestyle Fashions Limited, Future Retail Limited , Taquito Lease Operators Private Limited, IL&FS Financial Services Ltd & Infrastructure Leasing & Financial Services Ltd

*Future Enterprises Limited:18 ; Future Lifestyle Fashions Limited : 2 ; IL&FS Financial Services Ltd :13 , Infrastructure Leasing & Financial Services Ltd: 22 Taquito Lease Operators Private Limited:2,

Governance

Name of Debenture Trustee	Reg No	% of Independent directors on board as on March 31, 2023	Average Experience of Directors in Debenture Trustee Related Activities
Centbank Financial Services Limited	IND000000502	0%	0

Impact

Name of Debenture Trustee	Reg No	Market Share (total number of issues handled in a year) half year ending March 31, 2023	Market Share (total number of public / rights issues handled in a year) half year ending March 31, 2023	Market Share (total number of privately placed issues handled in a year) half year ending March 31, 2023	Turnover in Rs crores for the year ending March 31, 2023 for Debenture Trustee
Centbank Financial Services Limited	IND000000502	0.00%	0.00%	0.00%	0.5140428

*Data on issues is available on SEBI website at home page->statistics->corporate bonds

Legal Risk

Name of Debenture Trustee	Reg No	Number of arrests/ convictions of key personnel/ director/ promoter in last 5 financial years	Number of prosecution cases/criminal complaints filed against Debenture Trustee in last 5 financial years
Centbank Financial Services Limited	IND000000502	0	0

People Risk

Name of Debenture Trustee	Reg No	Total key personnel as on March 23	Average experience of key personnel in securities market (in years)	Average experience of key personnel in Debenture Trustee activities (in years)
Centbank Financial Services Limited	IND000000502	2	2	2

Process Risk

Name of Debenture Trustee	Reg No	Number of years for which Records and documents pertaining to due diligence are maintained	Average Number of investor complaints received annually, in the last 5 financial years*	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	Average Number of complaints escalated to arbitration or court cases annually, in the last 5 financial years
Centbank Financial Services Limited	IND000000502	Not formally decided, but it would be 8	70.6	0	0

* For calculating average annual complaints, divide the total number of complaints received in last 5 years by 5

* In case the entity has been in operation for less than 5 years, divide the total number of complaints by the total number of years the entity has been in operation

Note: The number of complaints is in respect of default cases only and are mostly in nature of enquires and not actual complaints.

Profile

Name of the Debenture Trustee Centbank Financial Services Limited
Registratio No. IND000000502
Permenant Registration : Permanent Registration
Due date for payment of next block of SEBI registration fee: 10 December 2023
Total number of employees as on 30 September 2021 8

Details of Debenture Issues (Public (P)/ Rights (R)/ Privately Placed Listed (PPL)/ Privately Placed Unlisted (PPUL))								
Type	No of Debenture Isuses accepted during the half year ended March, 2023			Cumulative No of Debenture Issues handled up to the half year ended March, 2023	Size (in Rs. Crores) of debenture issues accepted during the half year ended March, 203			Cumulative Size (in Rs. Crores) of Debenture Issues handled up to the half year ended March, 2023
	Secured	Unsecured	Total		Secured	Unsecured	Total	
Public	0	0	0	2	0	0	0	1,025.00
Rights	0	0	0	0	0	0	0	-
Privately Placed Listed	0	0	0	233	0	0	0	42,390.00
Privately Placed Unlisted	0	0	0	25	0	0	0	8,434.00

Notes: The total number of Cumulative Debenture Issues handled and the total size of Cumulative Debenture Issues handled includes redeemed/partial redeemed cases till March, 2022

Investments (last FY)		Liabilities/Advances (Last FY)	
Investments in equity (in terms of % of net worth)	investment in debt securities (in terms of % of net worth)	Debt to equity ratio	Advances to group companies as % of net worth
0	0	0	NIL

Activities other than debenture trusteeship :

Description / Nature of activity	No. of assignments			Remarks (Volume of business in relation to Debenture Trusteeship activity)	Number of clients as on Half year ending March 23
	At the beginning of Half year ending September 22	Accepted during Half year ending March 23	At the end of Half year ending March 23		
Security Trusteeship	14	-	14	22.51%	14
Executor trusteeship	Approx 1962	0	Approx 1962	97.08%	1962

Name of Compliance Officer Aarti Sharma
E-mail of Compliance Officer aarti.sharma@cfsi.in
Contact Number of Compliance Officer 022 - 2261 6217;

* Last FY refers to FY 2021-2022

J.R. JAIN & CO.
CHARTERED ACCOUNTANTS

TO WHOMSOEVER THIS MAY CONCERN

This is to certify that the **Net Worth of the Centbank Financial Services Limited** (CIN: U67110MH1929GOI001484) having its Registered Office at Central Bank of India, MMO Bldg, 3rd Floor (East Wing), 55 MG Road, Fort, Mumbai 400 001, as per the Audited Accounts as on March 31,2023, is **Rs. 35,50,42,809/-** calculated as under:

Particulars	Amount in Rs.
Paid Up Share Capital	5,00,00,000
Add: Reserves & Surplus	30,50,42,809
Net Worth	35,50,42,809

This certificate is issued upon the request of the above said company for submission to Securities and Exchange Board of India (SEBI).

Place: Mumbai
Date: 12th June, 2023
UDIN: 2304808486XISX7235



For J.R. JAIN & Co.
Chartered Accountants


Bipin Jeevraj Jain
(PARTNER)

Membership No.: 048084
FRN: 103915W

Head Office -

Sheel Chambers, 10, Cawasji Patel Street, Fort, Mumbai – 400 001.

E-mail:- jjain123@rediffmail.com Tel: - 022-22871930/4177.

Branch -

#36, 1st Floor, 2nd Cross, Kumara Park West, Bangalore-560020.

E-mail:- kothariak.1967@gmail.com and kothariak@vsnl.net Tel: 4125299