ANNEXURE B

To,
Stock Exchange

Dear Sir/Madam

SUB.: ISSUE OF LISTED, RATED, SENIOR, SECURED, REDEEMABLE, TAXABLE, NON-CONVERTIBLE DEBENTURES OF A FACE VALUE OF INR 1,00,000 EACH WITH BASE ISSUE OF INR 60 CRORES WITH AN OPTION TO RETAIN OVERSUBSCRIPTION OF INR 40 CRORES AGGREGATING UPTO INR 100 CRORES BY WAY OF A PRIVATE PLACEMENT BY VIVRITI CAPITAL LTD.

We, the debenture trustee(s) to the above mentioned forthcoming issue state as follows:

1. We have examined documents pertaining to the creation of charge over assets of Issuer

2. On the basis of such examination and of the discussions with the Issuer, its directors and other officers, other agencies and of independent verification of the various relevant documents, WE CONFIRM that:

a) The Issuer has created charge over its assets infavour of debenture trustee as per terms of offer document or private placement memorandum/information memorandum and debenture trustee agreement.

b) Issuer has executed the debenture trust deed as per terms of offer document or private placement memorandum/information memorandum and debenture trustee agreement.

c) The Issuer has given an undertaking that charge shall be registered with Sub-registrar, Registrar of Companies, Central Registry of Securitization Asset Reconstruction and Security Interest (CERSAI),Depository etc., as applicable, within 30 days of creation of charge.

We have satisfied ourselves about the ability of the Issuerto service the debt securities.

PLACE: Mumbai
DATE: 2024-06-21

Digitally signed by
Signer: JAYDEEP BHATTACHARYA
Date: Friday, Jun[illegible]4 4:35 PM