

The Manager
BSE Limited Exchange Plaza, Bandra - Kurla Complex,
Phiroze Jeejeebhoy Towers Bandra (E),
Dalal Street, Mumbai - 400 001

13 February 2023
Kochi

Dear Sir/Madam,

Ref: Outcome of Board meeting of Hedge Finance Ltd. dated 13 February 2023

Sub: Submission under Regulation 52 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("Listing Regulations")- Standalone for Period ended 31 December 2022

With reference to the captioned subject, we wish to inform you that the Board of Directors of Hedge Finance Limited ("the Company") at its Meeting held on Monday, 13 February 2023, have approved the Unaudited Financial Results for the period ended 31 December 2022, along with the Limited Review report of the Auditors of the Company.

Accordingly, please find enclosed the following:

Unaudited Financial Result financial results along with Auditors' Limited Review Report thereon under Regulation 52(1) of Listing Regulations, along with disclosures under Regulation 52(4) of Listing Regulations.

Further, in accordance with Regulation 46 of Chapter V of Listing Regulations, as amended, the above-mentioned disclosures are uploaded on the website of the Company. Also, in accordance with Regulation 52(8) of the Listing Regulations, the Company would be publishing the Financial Result in newspaper.

The above information is furnished to you in terms of the relevant provisions of the Uniform Listing Agreement entered into by the Company with the Exchanges. Kindly take the aforesaid submission on your records. The Board meeting which commenced at 11 AM concluded at 7:10.PM.

Thanking you,

Yours faithfully


Company Secretary
Girish Kumar G
Membership No:6146

CIN: U65923KL2011PLC027672

HEDGE FINANCE LIMITED

Corporate Office: Hedge House, Mamangalam, Kochi - 682025, Kerala, India | Phone: 0484 6130400, 93493 12345

Email: info@hedgegroup.in | Website : www.hedgefinance.com



Our Ref.

MOHANDAS & ASSOCIATES

CHARTERED ACCOUNTANTS

IIIrd Floor, "Sree Residency"

Press Club Road, Thrissur - 1.

☎ : 0487 - 2333124, 2321290

Email : ma.auditors@gmail.com

Independent auditors review Report on unaudited standalone quarterly financial results of Hedge Finance Limited pursuant to Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Review Report to

The Board of Directors
Hedge Finance Limited
Kochi

We have reviewed the accompanying statement of unaudited financial results of Hedge Finance Limited for the period ended 31stDecember 2022. This statement is the responsibility of the management of Hedge Finance Limited and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.

We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 - "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including the manner in which it is to be disclosed, or



MOHANDAS & ASSOCIATES
CHARTERED ACCOUNTANTS

that it contains any material misstatement or that it has not been prepared in accordance with the relevant prudential norms issued by the Reserve Bank of India in respect of income recognition, asset classification, provisioning, and other related matters

The comparative financial information as at December 31, 2021, are based on the unaudited financial statements for the period ended December 31, 2021. Our conclusion is not modified in respect of this matter.

For Mohandas & Associates
Chartered Accountants
ICAI Firm Registration No:0021165



Mohandas A
[Partner]

Membership No: 036726

UDIN: 23036726BGGWAMS1478



Place: Thrissur
Date: 13-02-2023

STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31,2022

(₹ in Lacs)

| Particulars | Quarter Ended | | | Nine Months Ended | | Year Ended |
|--|----------------|---------------|---------------|-------------------|----------------|----------------|
| | Dec 31,2022 | Sep 30,2022 | Dec 31,2021 | Dec 31,2022 | Dec 31,2021 | Mar 31,2022 |
| | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) | (Audited) |
| Revenue from operations | | | | | | |
| (i) Interest income | 908.57 | 878.44 | 695.03 | 2594.00 | 2026.61 | 2870.80 |
| (ii) Dividend income | - | .19 | .00 | .48 | .35 | .35 |
| (iii) Rental income | - | - | - | - | - | - |
| (iv) Fees and Commission income | - | - | - | - | - | - |
| (v) Net gain on derecognition of financial instruments under amortised cost category | - | - | - | - | - | - |
| (vi) Net gain on fair value changes | - | - | 15.28 | - | 21.19 | 16.97 |
| (vii) Other operation Income | 45.42 | 44.13 | 33.13 | 126.28 | 57.22 | 96.86 |
| (I) Total Revenue from operations | 953.99 | 922.76 | 743.45 | 2720.76 | 2105.37 | 2984.99 |
| (II) Other Income | 57.33 | 59.74 | 14.75 | 158.23 | 361.65 | 451.86 |
| (III) Total Income (I + II) | 1011.32 | 982.50 | 758.19 | 2878.99 | 2467.02 | 3436.85 |
| Expenses | | | | | | |
| (i) Finance costs | 529.91 | 494.14 | 447.89 | 1483.96 | 1321.81 | 1763.08 |
| (ii) Net loss on fair value changes | -3.61 | 2.78 | - | 7.43 | - | - |
| (iii) Impairment on financial instruments | 40.20 | 48.77 | 89.83 | 107.11 | 136.20 | 139.35 |
| (iv) Employee benefits expenses | 181.87 | 174.69 | 127.41 | 538.28 | 396.08 | 552.83 |
| (v) Depreciation, amortization and impairment | 11.16 | 15.79 | 10.51 | 37.29 | 28.60 | 40.28 |
| (vi) Other expenses | 158.72 | 175.79 | 142.99 | 501.37 | 351.36 | 571.44 |
| (IV) Total Expenses (IV) | 918.26 | 911.96 | 818.63 | 2675.44 | 2234.06 | 3066.98 |
| (V) Profit before tax (III- IV) | 93.06 | 70.54 | -60.43 | 203.55 | 232.96 | 369.87 |
| (VI) Tax Expense: | | | | | | |
| (1) Current tax | 30.84 | 25.17 | -14.02 | 69.68 | 48.84 | 113.23 |
| (2) Earlier years adjustments | - | - | - | - | - | - |
| (3) Deferred tax | -12.58 | -13.41 | -21.30 | -29.98 | -32.32 | -30.80 |
| (VII) Profit for the period (V- VI) | 74.80 | 58.77 | -25.12 | 163.86 | 216.45 | 287.44 |
| A) Other Comprehensive Income | | | | | | |
| (i) Items that will not be reclassified to profit or loss | | | | | | |
| - Remeasurement of defined benefit plans | - | - | - | - | - | -11 |
| - Fair value changes on equity instruments through other comprehensive income | - | - | - | - | - | - |
| (ii) Income tax relating to items that will not be reclassified to profit or loss | - | - | - | - | - | - |
| Subtotal (A) | - | - | - | - | - | -11 |
| B) Other Comprehensive Income | | | | | | |
| (i) Items that will be reclassified to profit or loss | - | - | - | - | - | - |
| (ii) Income tax relating to items that will be reclassified to profit or loss | - | - | - | - | - | - |
| Subtotal (B) | - | - | - | - | - | - |
| (VIII) Other Comprehensive Income (A + B) (VIII) | - | - | - | - | - | -11 |
| (IX) Total Comprehensive Income for the period (VII+VIII) | 74.80 | 58.77 | -25.12 | 163.86 | 216.45 | 287.33 |
| Earnings per equity share (Face value of ₹ 10/- each) | | | | | | |
| Basic (₹) | 0.57 | 0.31 | 0.91 | 0.57 | 0.91 | 1.18 |
| Diluted (₹) | 0.57 | 0.31 | 0.91 | 0.57 | 0.91 | 1.18 |

CIN : U65923KL2011PLC027672

Hedge Finance Limited

Hedge House, Mamangalam, Kochi - 682025, Kerala, India | Tel: 0484 7160400 / 61307400

Email : hf@hedgefinance.com

Web : www.hedgefinance.com



| HEDGE FINANCE LIMITED | | | |
|--|--------------------|--------------------|--------------------|
| STANDALONE STATEMENT OF ASSETS AND LIABILITY AS AT DECEMBER 31,2022 | | | |
| (₹ in Lacs) | | | |
| Particulars | As at Dec 31, 2022 | As at Dec 31, 2021 | As at Mar 31, 2022 |
| | (Unaudited) | (Unaudited) | (Audited) |
| | ASSETS | | |
| Financial assets | | | |
| Cash and cash equivalents | 970.76 | 1820.30 | 1715.23 |
| Bank Balance other than (a) above | 36.60 | - | 25.00 |
| Receivables | | | |
| (I) Trade receivables | - | - | 20.24 |
| (II) Other receivables | 268.13 | 108.27 | 133.52 |
| Loans | 18937.00 | 15953.13 | 16115.97 |
| Investments | 1767.85 | 1105.51 | 1004.87 |
| Other financial assets | 468.82 | 547.21 | 534.99 |
| Non-financial Assets | | | |
| Inventories | - | - | - |
| Investment Properties | - | - | - |
| Current tax assets (Net) | - | - | - |
| Deferred tax assets (Net) | 103.26 | 74.80 | 73.28 |
| Property, Plant and Equipment | 552.51 | 479.34 | 476.58 |
| Other intangible assets | 17.95 | 24.21 | 22.65 |
| Other non-financial assets | 309.65 | 450.91 | 243.21 |
| Total Assets | 23432.52 | 20563.67 | 20365.53 |
| LIABILITIES AND EQUITY | | | |
| LIABILITIES | | | |
| Financial Liabilities | | | |
| Debt Securities | 17893.77 | 15942.46 | 15799.01 |
| Borrowings (other than debt securities) | 20.39 | 23.70 | 22.60 |
| Subordinated liabilities | 1407.70 | 640.19 | 644.37 |
| Other financial liabilities | 154.54 | 577.93 | 267.48 |
| Non-financial Liabilities | | | |
| Provisions | 35.24 | 15.74 | 50.23 |
| Other non-financial liabilities | 202.65 | 113.03 | 176.23 |
| EQUITY | | | |
| Equity share capital | 3035.40 | 2802.54 | 2886.65 |
| Other equity | 682.82 | 448.08 | 518.96 |
| Total Liabilities and Equity | 23432.52 | 20563.67 | 20365.53 |

CIN : U65923KL2011PLC027672

Hedge Finance Limited

Hedge House, Mamangalam, Kochi - 682025, Kerala, India | Tel: 0484 7160400 / 6130400
Email : hf@hedgefinance.com Web : www.hedgefinance.com



| HEDGE FINANCE LIMITED | | | | | | |
|--|-------------------------------------|-----------------|-------------------------------------|----------------|--|----------------|
| STATEMENT OF UNAUDITED STANDALONE CASH FLOW FOR THE QUARTER & NINE MONTHS ENDED DECEMBER 31,2022 | | | | | | |
| Particulars | For the Quarter Ended 31/12/2022 | | For the Quarter Ended 31/12/2021 | | As at previous year ended March 31,2022 | |
| | Unaudited | | Unaudited | | Audited | |
| A. Cash Flow from Operating Activities | | | | | | |
| Profit before tax | | 203.55 | | 232.96 | | 369.87 |
| Adjustments for : | | | | | | |
| Impairment on financial instruments | 107.11 | | 135.22 | | 139.76 | |
| Net (Profit) / loss on fair value changes | 7.43 | | -21.19 | | -16.97 | |
| Net (Profit) / loss on sale of asset | .44 | | - | | .63 | |
| Finance Costs | 1483.96 | | 1321.81 | | 1763.08 | |
| Depreciation, amortization and impairment | 37.29 | | 28.60 | | 40.28 | |
| Income from Non-Operating Business | | | | | | |
| - Rental Income | - | | - | | - | |
| - Dividend | -48 | 1635.74 | -35 | 1464.09 | -35 | 1926.43 |
| Operating Profit / (Loss) before working capital Adjustments | | 1839.30 | | 1697.05 | | 2296.30 |
| Adjustments for : | | | | | | |
| Loans | -2928.13 | | -992.67 | | -1160.06 | |
| Other financial assets | -48.19 | | -73.36 | | -106.63 | |
| Other non financial assets | -66.45 | | -328.97 | | -121.27 | |
| Bank Balance other than "Cash and cash equivalents" | -11.60 | | - | | -25.00 | |
| Provisions | -14.99 | | -31.35 | | 3.04 | |
| Other financial liabilities | -112.94 | | 273.82 | | -36.63 | |
| Other non financial liabilities | 26.42 | -3155.87 | 43.08 | -1109.46 | 106.27 | -1340.27 |
| Cash Generated from operations | | -1316.57 | | 587.60 | | 956.03 |
| Income Tax paid | | 69.68 | | 48.84 | | 113.23 |
| Finance cost paid | | 1483.96 | | 1321.81 | | 1763.08 |
| Net Cash Flow from Operating Activity | | -2870.21 | | -783.05 | | -920.28 |
| B. Cash Flow from Investment Activities | | | | | | |
| Other Investment | -770.41 | | 493.68 | | 132.52 | |
| Purchase of Fixed Assets | -109.46 | | -62.94 | | -71.12 | |
| Sale of asset | .51 | | -457.59 | | .17 | |
| Issue of capital | 148.75 | | 555.35 | | - | |
| Dividend Paid | - | | - | | .35 | |
| Dividend Received | .48 | -730.14 | .35 | 528.85 | | 61.92 |
| Net Cash Flow from Investment Activity | | -730.14 | | 528.85 | | 61.92 |
| C. Cash Flow from Financing Activity | | | | | | |
| Change in capital | | | | | 639.47 | |
| Net increase/(Decrease) in Borrowings(other than debt securities) | -2.21 | | 11.19 | | 10.10 | |
| Net increase/(Decrease) in Subdebt | 763.32 | | 30.69 | | 34.87 | |
| Net increase/(Decrease) in Debt Securities | 2094.76 | 2855.88 | 731.97 | 773.86 | 588.52 | 1272.95 |
| Net Cash Flow from Financing Activity | | 2990.81 | | 2990.81 | | 1272.95 |
| Net Increase/(Decrease) in Cash & Cash Equivalents(A+B+C) | | -609.54 | | 519.65 | | 414.59 |
| Opening Balance of Cash & Cash Equivalents | | 1715.23 | | 1300.64 | | 1300.64 |
| Closing Balance of Cash & Cash Equivalents | | 1105.69 | | 1820.30 | | 1715.23 |
| Components of Cash and Cash Equivalents | | | | | | |
| Current Account with Banks | | 954.57 | | 1750.65 | | 667.14 |
| Cash in Hand | | 13.83 | | 33.47 | | 37.27 |
| Fixed deposit (maturing within a period of three months) | | - | | 35.00 | | 1010.00 |
| Stamp in hand | | 2.36 | | 1.18 | | .82 |
| | | 970.76 | | 1820.30 | | 1715.23 |

CIN : U65923KL2011PLC027672

Hedge Finance Limited

Hedge House, Mamangalam, Kochi - 682025, Kerala, India | Tel: 0484 7160400 / 6130400

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Web : www.hedgefinance.com



| Annexure A | | | |
|--|--|---------------------------|-------------------------|
| Disclosures required by Regulation 52 (4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended Dec 31, 2022 | | | |
| Sl No. | Particulars | Quarter ended Dec 31,2022 | Year ended Mar 31, 2022 |
| a | Debt-Equity Ratio | 5.20 | 4.83 |
| b | Debt service coverage ratio | NA | NA |
| c | Interest service coverage ratio | NA | NA |
| d | Outstanding redeemable preference shares | NIL | NIL |
| e | Capital Redemption Reserve | NIL | NIL |
| f | Debenture Redemption Reserve | NIL | NIL |
| g | Net Worth | 3718.22 | 3405.61 |
| h | Outstanding Debt | 19321.86 | 16465.98 |
| i | Net Profit after Tax | 163.86 | 287.44 |
| j | Earnings per share | | |
| (i) | Basic (Rs) | 0.31 | 1.18 |
| (ii) | Diluted (Rs) | 0.31 | 1.18 |
| k | Current Ratio | NA | NA |
| l | Long term debt to working capital | NA | NA |
| m | Bad debts to Accounts receivable ratio | NA | NA |
| n | Current liability ratio | NA | NA |
| o | Total Debts to total assets (Note 5) | 0.82 | 0.81 |
| p | Debtors turnover | NA | NA |
| q | Inventory turnover | NA | NA |
| r | Operating margin (%) | NA | NA |
| s | Net Profit margin (%) | 5.69 | 8.36 |
| t | Sector specific equivalent ratios | NA | NA |
| (i) | Stage III loan assets to gross loan assets | 4.81% | 4.43% |
| (ii) | Net Stage III loan assets to gross loan assets | 4.23% | 4.01% |
| (iii) | Capital Adequacy Ratio | 21.51% | 21.07% |
| (iv) | Provision Coverage Ratio | 12.19% | 9.43% |
| u | Liquidity Coverage Ratio | 102% | 282% |

The information furnished is based on Standard Financial Results

Notes :

- The figures/ratios which are not applicable to the Company, being an NBFC are marked as "NA"
- Debt-Equity Ratio = (Debt Securities + Borrowings (other than debt securities) + subordinated liabilities)/Equity Share Capital + Other Equity)
- Net worth = Equity Share Capital + Other Equity – Deferred Revenue Expenditure
- 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
- Capital Adequacy Ratio has been computed as per RBI guidelines
- Provision Coverage Ratio = Expected Credit Loss provision for Stage 3 Loan Assets/ Stage 3 Loan Assets
- Liquidity Coverage Ratio = Stock of high quality liquid asset/ Total net cash outflow over the next 30 calendar days

For Hedge Finance Ltd

Alex K Babu
Managing Director



CIN : U65923KL2011PLC027672

Hedge Finance Limited

ANNEXURE 1

Format for publishing financial results in newspapers
[Regulation 52 (8) , read with Regulation 52 (4) , of the SEBI (LODR) Regulations, 2015]

(₹ in Lacs)

| Sl.No | Particulars | Current year ended Dec 31,2022 | Previous year ended Dec 31,2021 | Previous year ended Mar 31,2022 |
|-------|---|-----------------------------------|------------------------------------|------------------------------------|
| 1 | Total Income from Operations | 2720.76 | 2105.37 | 2984.99 |
| 2 | Net Profit/ (Loss) for the period (before Tax, Exceptional and/ or Extraordinary items) | 203.55 | 232.96 | 369.87 |
| 3 | Net Profit/ (Loss) for the period before tax (after Exceptional and/ or Extraordinary items) | 203.55 | 232.96 | 369.87 |
| 4 | Net Profit/ (Loss) for the period after tax (after Exceptional and/ or Extraordinary items) | 163.86 | 216.45 | 287.44 |
| 5 | Total Comprehensive Income for the period [Comprising Profit/ (Loss) for the period (after tax) and Other Comprehensive Income (after tax)] | 163.86 | 216.45 | 287.33 |
| 6 | Paid up Equity Share Capital | 3035.40 | 2802.54 | 2886.65 |
| 7 | Reserves (excluding Revaluation | 682.82 | 448.08 | 518.96 |
| 8 | Securities Premium Account | - | - | - |
| 9 | Net worth | 3718.22 | 3250.62 | 3405.61 |
| 10 | Paid up Debt Capital/ Outstanding Debt | - | - | - |
| 11 | Outstanding Redeemable Preference Shares * | - | - | - |
| 12 | Debt Equity Ratio * | 5.20 | 5.11 | 4.83 |
| 13 | Earnings Per Share (of Rs.10/- each) (for continuing and discontinued operations) - | | | |
| | 1. Basic: | 0.57 | 0.91 | 1.18 |
| | 2. Diluted: | 0.57 | 0.91 | 1.18 |
| 14 | Capital Redemption Reserve * | - | - | - |
| 15 | Debenture Redemption Reserve * | - | - | - |
| 16 | Debt Service Coverage Ratio * | NA | NA | NA |
| 17 | Interest Service Coverage Ratio * | NA | NA | NA |

Note
:

- a) The above is an extract of the detailed format of Quarterly / Annual Financial Results filed with the Bombay Stock Exchange (BSE) under Regulation 33 of the SEBI (Listing and Other Disclosure Requirements) Regulations, 2015. The full format of the Quarterly / Annual Financial Results are available on the websites of the Bombay Stock Exchange (www.bseindia.com) and the Company (www.hedgefinance.com)
- b) For the items referred in sub-clauses (a), (b), (d) and (e) of the Regulation 52 (4) of the SEBI (Listing and Other Disclosure Requirements) Regulations, 2015, the pertinent disclosures have been made to the Stock Exchange(s) (specify names of Stock Exchanges) and can be accessed on the URL (specify URL).
- c) The impact on net profit / loss, total comprehensive income or any other relevant financial item(s) due to change(s) in accounting policies shall be disclosed by means of a footnote.
- d) Exceptional and / or Extraordinary items adjusted in the Statement of Profit and Loss in accordance with Ind-AS Rules / AS Rules, whichever is applicable.
- e) * - The pertinent items need to be disclosed if the said disclosure is required as per Regulation 52 (4) of the SEBI (Listing and Other Disclosure Requirements) Regulations, 2015.

For and on behalf of the Board of Directors of Hedge Finance Ltd

Alex Kalluvila Babu
Managing Director
DIN : 01254207

Place : Kochi
Date : 13-2-2023



CIN: U65923KL2011PLC027672

HEDGE FINANCE LIMITED

Corporate Office: Hedge House, Mamangalam, Kochi - 682025, Kerala, India | Phone: 0484 6130400, 93493 12345

Email: info@hedgegroup.in | Website : www.hedgefinance.com



MOHANDAS & ASSOCIATES

CHARTERED ACCOUNTANTS

IIIrd Floor, "Sree Residency"

Press Club Road, Thrissur - 1.

☎ : 0487 - 2333124, 2321290

Email : ma.auditors@gmail.com

Our Ref. MA/CER/300/22-23

To

Mitcon Credentia Trusteeship services Ltd

Independent Practitioner's certificate of the Asset coverage as at 31stDecember 2022.

1. This Report is issued in accordance with the terms of our engagement with Hedge Finance Limited (the Company).
2. The accompanying statement of Asset coverage as at 31st December 2022, contains the details required pursuant to compliance with terms and conditions by Hedge Finance Limited (the Company) contained in the Debenture Trust Deed (hereinafter referred to as, "Deed") entered into between the Company and **Mitcon Credentia Trusteeship services Ltd** (hereinafter referred to as "Trustee") dated 8th June 2022 and 21st October 2022, which we have initialled for identification purposes only. The following Debentures as on 31st December 2022 have been considered for this Certificate:

Debentures as on 31st December 2022 bearing ISININE01ZK07FS1, and INE01ZK07FT9, INE01ZK07GO8, INE01ZK07GN0.

Management's Responsibility for the Statement

3. The preparation of the statement is the responsibility of the Management of the company including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the 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. This includes collecting, collating, and validating data and accurate computation of asset coverage ratio.
4. The Management is also responsible for ensuring that the company complies with the requirements of the clauses of Deed document and provides all relevant information to the Trustee.

Practitioner's Responsibility

5. It is our responsibility to provide a reasonable assurance whether:
 - a) the amounts given in the Annexure 1 have been extracted from the unaudited books of accounts for the period ended 31st December 2022 and other related records of the Company and the computation of asset coverage ratio is arithmetically correct.
 - b) The financial covenants of the issue of the listed debt securities mentioned in Annexure 1 of this certificate have been complied with as mentioned in the Debenture Trust deed.
6. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

7. 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.

Opinion

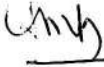
8. Based on our examination of the Deed and the relevant documents and information provided to us, we certify that:
- a) the amounts given in the Annexure 1 have been extracted from the unaudited books of accounts for the period ended 31st December 2022 and other related records of the Company and the computation of the asset coverage ratio is arithmetically correct.
 - b) the financial covenants of the issue of the listed debt securities mentioned in Annexure 1 of this certificate have been complied with as mentioned in the Debenture Trust deed as per the review and verification of relevant records and documents and the declaration and certification given by the Management of the Company.
 - c) the financial results for the period ended 31st December 2022 have been reviewed by us, on which we have issued a limited review report dated February 13, 2023.

Restriction on use

9. The certificate is addressed to and provided to **Mitcon Credentia Trusteeship services Ltd** solely for the purpose to enable comply with requirements of the Deed and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability any duty of care for any other purpose or to any other person to whom this certificate is shown or in whose hands it may come without our prior consent in writing.

For Mohandas & Associates
Chartered Accountants

ICAI Firm Registration No: 002116S





Mohandas A

[Partner]

Membership No: 036726

UDIN: 23036126B6WAMU3538

Place: Thrissur
Date: 13-02-2023

SECURITY COVER CERTIFICATE

(Rs. in lakhs)

| Column A | Column B | Column C (i) | Column C (ii) | Column D (i) | Column D (ii) | Column E (i) | Column E (ii) | Column F (i) | Column F (ii) | Column G (i) | Column G (ii) | Column H (i) | Column H (ii) | Column I (i) | Column I (ii) | Column J | Column K | Column L | Column M | Column N | Column O | | |
|--|--|------------------|---|--------------------|---|---|--|--------------------------------|----------------------------------|----------------|--|--|--|--|--|--|--|--|--|--|--|--|--|
| Particulars | Description of assets for which this certificate relates | Excessive Charge | Debt for which this certificate is being issued | Other Secured Debt | Debt for which this certificate is being issued | Assets shared by holder (includes debt for which this certificate is issued with pari passu charge) | Other assets on which there is pari passu charge (excluding items covered in column F) | Assets not offered as Security | Elimination (amount in negative) | (Total C to H) | Market Value for Assets charged on Excess & mesh | Carrying book value for assets where market value is not ascertainable or applicable (For Eg. Bank Balances, DSRAs market value is not applicable) | Market Value for Assets charged on Excess & mesh | Carrying book value for assets where market value is not ascertainable or applicable (For Eg. Bank Balances, DSRAs market value is not applicable) | Market Value for Assets charged on Excess & mesh | Carrying book value for assets where market value is not ascertainable or applicable (For Eg. Bank Balances, DSRAs market value is not applicable) | Market Value for Assets charged on Excess & mesh | Carrying book value for assets where market value is not ascertainable or applicable (For Eg. Bank Balances, DSRAs market value is not applicable) | Market Value for Assets charged on Excess & mesh | Carrying book value for assets where market value is not ascertainable or applicable (For Eg. Bank Balances, DSRAs market value is not applicable) | Market Value for Assets charged on Excess & mesh | Carrying book value for assets where market value is not ascertainable or applicable (For Eg. Bank Balances, DSRAs market value is not applicable) | Market Value for Assets charged on Excess & mesh |
| ASSETS | | | | | | | | | | | | | | | | | | | | | | | |
| Property, Plant and Equipment | | | | 23.14 | | | | 329.37 | | | | 352.51 | | | | | | | | | | | |
| Capital | | | | | | | | | | | | | | | | | | | | | | | |
| Work-in-Progress | | | | | | | | | | | | | | | | | | | | | | | |
| Stock of | | | | | | | | | | | | | | | | | | | | | | | |
| Use Assets | | | | | | | | | | | | | | | | | | | | | | | |
| Goodwill | | | | | | | | | | | | | | | | | | | | | | | |
| Intangible Assets | | | | | | | | | | | | | | | | | | | | | | | |
| Intangible Assets under Development | | | | | | | | | | | | | | | | | | | | | | | |
| Investments | | | | | | | | | | | | | | | | | | | | | | | |
| Loans | | | | | | 3,651.88 | 15,285.12 | | | | | 17.95 | | | | | | | | | | | |
| Inventories | | | | | | | | | | | | | | | | | | | | | | | |
| Trade Receivables | | | | | | | | | | | | | | | | | | | | | | | |
| Cash and Cash Equivalents | | | | | | | | | | | | | | | | | | | | | | | |
| Bank Balances other than Cash and Cash Equivalents | | | | | | | | | | | | | | | | | | | | | | | |
| Others | | | | | | | | | | | | | | | | | | | | | | | |
| Total | | | | 23.14 | | 3,651.88 | 15,285.12 | 4,472.38 | | | | 21,432.52 | | | | | | | | | | 18,937.00 | |



| LIABILITIES | Debt securities to which this certificate pertains | YES | 3,000.00 | 9,641.45 | 3,000.00 | 9,641.45 | 3,000.00 | 9,641.45 | 3,000.00 |
|--|--|-----|----------|----------|----------|----------|----------|----------|----------|
| Other debt sharing pari-passu charge with above debt | | | | 9,641.45 | | | | | |
| Other Debt | | | | | | | | | |
| Subordinated Debt | | | | | | | | | |
| Revolving | | | | | | | | | |
| Bank Securities - OTHERS | | | | | | | | | |
| Debt Securities - OTHERS | | | | | | | | | |
| Trade payables | | | | | | | | | |
| Lease Liabilities | | | | | | | | | |
| Provisions | | | | | | | | | |
| Others | | | | | | | | | |
| Equity & Liability | | | | | | | | | |
| Total | | | | | | | | | |
| Cover on Book Value | | | | | | | | | |
| Cover on Market Value | | | | | | | | | |

i. This column shall include book value of assets having exclusive charge and outstanding book value of debt for which this certificate is issued.
 ii. This column shall include book value of assets having exclusive charge and outstanding book value of all corresponding debt other than column C.
 iii. This column shall include debt for which this certificate is issued having any pari passu charge - Mention Yes, else No.
 iv. This column shall include a) book value of assets having pari-passu charge and outstanding book value of debt for which this certificate is issued and c) other debt sharing pari-passu charge alone with debt for which certificate is issued.
 v. This column shall include book value of all other assets having pari-passu charge and outstanding book value of corresponding debt.
 vi. This column shall include all those assets which are not charged and shall include all unsecured borrowing including subordinated debt and shall include only those assets which are paid for.
 vii. In order to match the liability amount with financing, it is necessary to eliminate the debt which has been counted more than once (included under exclusive charge column as also under pari passu). On the assets side, there shall not be elimination as there is no overlap.
 viii. Assets which are considered at Market Value like Land, Building, Residential/ Commercial/ Real Estate to be stated at Market Value. Other assets having charge to be stated at book value/Carrying Value.
 ix. The market value shall be calculated as per the total value of assets mentioned in Column G.



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MOHANDAS & ASSOCIATES

CHARTERED ACCOUNTANTS

IIIrd Floor, "Sree Residency"

Press Club Road, Thrissur - 1.

☎ : 0487 - 2333124, 2321290

Email : ma.auditors@gmail.com

Our Ref. MA/CER/299/22-23

To

Visra ITCL (India) Limited

Independent Practitioner's certificate of the Asset coverage as at 31st December, 2022.

1. This Report is issued in accordance with the terms of our engagement with Hedge Finance Limited (the Company).
2. The accompanying statement of Asset coverage as at 31st December 2022, contains the details required pursuant to compliance with terms and conditions by Hedge Finance Limited (the Company) contained in the Debenture Trust Deed (hereinafter referred to as, "Deed") entered into between the Company and **Visra ITCL(India) Ltd** (hereinafter referred to as "Trustee") dated 14th December 2019 and 4th January 2021, which we have initialled for identification purposes only. The following Debentures as on 31st December 2022 have been considered for this Certificate:

Debentures as on 31st December 2022 bearing ISIN INE01ZK07AB8, INE01ZK07CB4.

Management's Responsibility for the Statement

3. The preparation of the statement is the responsibility of the Management of the company including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the 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. This includes collecting, collating, and validating data and accurate computation of asset coverage ratio.
4. The Management is also responsible for ensuring that the company complies with the requirements of the clauses of Deed document and provides all relevant information to the Trustee.

Practitioner's Responsibility

5. It is our responsibility to provide a reasonable assurance whether:
 - a) the amounts given in the Annexure 1 have been extracted from the unaudited books of accounts for the period ended 31st December 2022 and other related records of the Company and the computation of asset coverage ratio is arithmetically correct.
 - b) The financial covenants of the issue of the listed debt securities mentioned in Annexure 1 of this certificate have been complied with as mentioned in the Debenture Trust deed.
6. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

MOHANDAS & ASSOCIATES
CHARTERED ACCOUNTANTS

Continuation sheet

7. 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.

Opinion

8. Based on our examination of the Deed and the relevant documents and information provided to us, we certify that:

a) the amounts given in the Annexure 1 have been extracted from the unaudited books of accounts for the period ended 31st December 2022 and other related records of the Company and the computation of the asset coverage ratio is arithmetically correct,

b) the financial covenants of the issue of the listed debt securities mentioned in Annexure 1 of this certificate have been complied with as mentioned in the Debenture Trust deed as per the review and verification of relevant records and documents and the declaration and certification given by the Management of the Company.

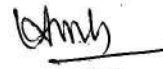
c) the financial results for the period ended 31st December 2022 have been reviewed by us, on which we have issued a limited review report dated February 13, 2023.

Restriction on use

9. The certificate is addressed to and provided to the Vistra ITCL(India) Ltd solely for the purpose to enable comply with requirements of the Deed and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability any duty of care for any other purpose or to any other person to whom this certificate is shown or in whose hands it may come without our prior consent in writing.

For Mohandas & Associates
Chartered Accountants

ICAI Firm Registration No: 002116S





Mohandas A

[Partner]

Membership No: 036726

UDIN: 23036726BGWAMT2979

Place: Thrissur
Date : 13-02-2023

SECURITY COVER CERTIFICATE

(Rs. in lakhs)

| 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 |
|--|---|---|---|---|--|--|----------------------------------|----------------|---|---|--|---|--|-----------------------|
| Particulars | Description of asset for which this certificate relates | Exact or approximate charge | Exact or approximate charge | Particulars Charge | Particulars Charge | Assets not offered as Security | Elimination (amount in negative) | (Total C to I) | Carrying value/book value for exclusive charge assets where market value is not ascertainable or applicable (For Eg. Assets Bank Balances, DSRA market value is not applicable) | Market Value for Particulars charge assets (viii) | Carrying value/book value for part passu charge assets where market value is not ascertainable or applicable (For Eg. Assets Bank Balances, DSRA market value is not applicable) | Market Value for Particulars charge assets (viii) | Carrying value/book value for part passu charge assets where market value is not ascertainable or applicable (For Eg. Assets Bank Balances, DSRA market value is not applicable) | Total Value (K+L+M+N) |
| | | Debt for which this certificate is to be issued | Debt for which this certificate is to be issued | Debt for which this certificate is to be issued | Assets shared by part passu debt holder (includes debt for which this certificate is issued & other debt with part charge) | Other assets on which there is part passu charge (includes debt for which this certificate is issued & other debt covered in column F) | | | Market Value for Assets charged on Excl. & Bank | Market Value for Particulars charge assets (viii) | Market Value for Particulars charge assets (viii) | Market Value for Particulars charge assets (viii) | Market Value for Particulars charge assets (viii) | |
| | | Book Value | Book Value | Yearly No. | Book Value | Book Value | | | Relating to Column F | | | | | |
| ASSETS | | | | | | | | | | | | | | |
| Property | | | | | | | | | | | | | | |
| Plant and Equipment | | | | | | | | | | | | | | |
| Capital | | | | | | | | 552.51 | | | | | | |
| Work-in-Progress | | | | | | | | | | | | | | |
| Right of Use Assets | | | | | | | | | | | | | | |
| Goodwill | | | | | | | | | | | | | | |
| Intangible Assets | | | | | | | | | | | | | | |
| Intangible Assets under Development | | | | | | | | | | | | | | |
| Investments | | | | | | | | | | | | | | |
| Loans | THIS REPRESENTS THE LOANS RECEIVABLES | | | YES | 3,651.88 | 15,285.12 | | 1,762.85 | | | | | 18,937.00 | |
| Inventories | | | | | | | | | | | | | | |
| Trade Receivables | | | | | | | | | | | | | | |
| Cash and Cash Equivalents | THIS REPRESENTS THE BALANCE WITH BANKS INCLUDING CURRENT ACCOUNT AND DEPOSITS | | | | | | | 976.76 | | | | | 976.76 | |
| Bank Balances other than Cash and Cash Equivalents | THIS REPRESENTS THE BANK FDAs MATURING | | | | | | | 36.60 | | | | | 36.60 | |
| Others | THIS REPRESENTS THE OTHER RECEIVABLE DIA, OTHER NON FINANCIAL ASSETS AND OTHER FINANCIAL ASSETS | | | | | | | 1,149.85 | | | | | 1,149.85 | |
| Total | | | | | 3,651.88 | 15,285.12 | 4,472.38 | 21,432.52 | | | | | 21,432.52 | 25,917.00 |



| LIABILITIES | Debt securities to which this certificate pertains | YES | 3,000.00 | 9,641.45 | 3,000.00 | 9,641.45 | 3,000.00 | 9,641.45 |
|--|--|-----|----------|----------|----------|----------|----------|-----------|
| Other debt sharing pari-passu charge with above debt | | | | | | | | |
| Other Debt | | | | | | | | |
| Subordinated Debt | | | | | | | | |
| Borrowings | | | | | | | | |
| Bank | | | | | | | | |
| Debt Securities - OTHERS | | | | | | | | |
| Others (Interest accrued) | | | | | | | | |
| Trade payables | | | | | | | | |
| Lease Liabilities | | | | | | | | |
| Provisions | | | | | | | | |
| Others | | | | | | | | |
| Equity & Liabilities | | | | | | | | |
| Total | | | 20.39 | 3,645.95 | 9,641.45 | 213.29 | 6,163.22 | 23,435.52 |
| Cover on Book Value | | | | | | | | |
| Cover on Market Value | | | | | | | | |
| Exhibits | | | | | | | | |
| Part- Security | | | | | | | | |
| Part- Passu Security | | | 1.00 | 1.59 | | | | |

i. This column shall include book value of assets having exclusive charge and outstanding book value of debt for which this certificate is issued.
 ii. This column shall include book value of assets having exclusive charge and outstanding book value of all pari-passu debt other than column C.
 iii. This column shall include debt for which this certificate is issued having any and all pari-passu charge.
 iv. This column shall include debt for which this certificate is issued having pari-passu charge 2) outstanding book value of debt for which this certificate is issued.
 v. This column shall include book value of all other assets having pari-passu charge and outstanding book value of debt for which this certificate is issued.
 vi. This column shall include all those assets which are not charged and shall include all unsecured borrowings (secured and unsecured) and all other debt for which this certificate is issued.
 vii. In order to match the liability amount with financials, it is necessary to eliminate the debt which has been covered elsewhere in the certificate (includes under exclusive charge column as also under pari passu). On the assets side, there shall not be elimination as there is no overlap.
 viii. The market value shall be calculated as per the rates of assets mentioned in Column D.



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To

The Manager

Bombay Stock Exchange Ltd

Phiroze Jeejeebhoy Towers

Dalal Street

Mumbai – 400001

Disclosures required by Regulation 52(7) and Regulation 52 (7A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended Dec 31, 2022

As required by Regulation 52(7) and Regulation 52(7A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we hereby state the following:

- 1.The proceeds of Non convertible debentures issued by the Company is been utilized for the purpose for which these proceeds were raised;
- 2.There is no deviation in the use of proceeds of Non convertible debentures as compared to the objects of the issue

For Hedge Finance Limited



Alex Kalluvila Babu

Managing Director (DIN :01254207)

CIN: U65923KL2011PLC027672

HEDGE FINANCE LIMITED

Corporate Office: Hedge House, Mamangalam, Kochi - 682025, Kerala, India | Phone: 0484 6130400, 93493 12345

Email: info@hedgegroup.in | Website : www.hedgefinance.com

Annex-IV-A

A. Statement of utilization of Issue Proceeds:

| Name of the Issuer | ISIN | Mode of Raising (Public issue/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 |
| HEDGE FINANCE LIMITED | INE01ZK07FS1 | Private placement | Non Convertible Debentures | 02/08/2022 | Rs. 5 crore | - | No | - | - |
| HEDGE FINANCE LIMITED | INE01ZK07FT9 | Private placement | Non Convertible Debentures | 02/08/2022 | Rs. 5 crore | - | No | - | - |
| HEDGE FINANCE LIMITED | INE01ZK07GNO | Private placement | Non Convertible Debentures | : 27/10/2022 | Rs. 5 crore | - | No | - | - |
| HEDGE FINANCE LIMITED | INE01ZK07GO8 | Private placement | Non Convertible Debentures | : 27/10/2022 | Rs.5 crore | - | No | - | - |

B. Statement of deviation/variation in use of issue proceeds:

| Particulars | Remark |
|-----------------------|-----------------------|
| Name of listed entity | Hedge Finance Limited |



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| | |
|--|--|
| Mode of Fund raising | Public Issue / Private Placement |
| Type of instrument | Non-Convertible Debentures |
| Date of Raising Funds | 01/10/2022 to 31/12/2022 (Allotment date : 27/10/2022) , 02/08/2022 |
| Amount Raised | Rs.20 Crore |
| Report filed for the Quarter ended | December 31,2022 |
| 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 | NA |
| If yes, details of the approval so required | NA |
| Date of approval | NA |
| Explanation for the deviation / variation | NA |
| Comments of the Audit Committee after review | NIL |
| Comments of the auditors, if any | NA |
| Objects for which funds have been raised and where there has been a deviation, in the following table | Business and Working Capital requirement |

| Original Object | Modified Object, if any | Original allocation (Rs. In Crs) | Modified Allocation, if any | Funds Utilized (Rs. In Crs) | Amount of deviation/variation for the quarter according to applicable object (in Rs.crore and in %) | Remarks if any |
|-----------------|-------------------------|----------------------------------|-----------------------------|-----------------------------|---|----------------|
| | | | | | | |



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| | | | | | | |
|----|----|-----|-----|-----|-----|----|
| NA | NA | NIL | NIL | NIL | NIL | NA |
| | | | | | | |
| | | | | | | |

Deviation could mean:

- (a) Deviation in the objects or purposes for which the funds have been raised*
- (b) Deviation in the amount of funds actually utilized as against what was originally disclosed*

Name of the Signatory : Mr. Alex K Babu

Designation : Managing Director

