Regd.Office: Kosamattam M.K.C Building Market Junction,M.L. Road Kottayam - 686 001,Kerala,India Tel: +91 481 2586400 Email: info@kosamattam.com www.kosamattam.com CIN.U65929KL1987PLC004729



Compliance Report for the quarter ended March 31, 2016

Name of Issuer Company: KOSAMATTAM FINANCE LTD. NCD - 1

	Approximation of the second of	
1	Description of the Debenture Series /Issue	NCD
1	(Secured / Unsecured PCD/FCD/NCD)	Neb
2	Type of Issue (Private / Public / Rights)	PUBLIC ISSUE
3	Issue Amount and Amounts Raised	Rs.100 Crores; Rs.100 Crores raised
4	Listed/Unlisted (If Listed, the Exchange where	Listed (BSE)
<u> </u>	listed)	Listed (BSE)
5	ISIN (Listed and Unlisted)	ISIN
		INE403Q07011 (Redeemed on
		10/6/2015)
		INE403Q07029 (Redeemed on
		10/6/2015)
	•	INE403Q07037 (Redeemed on
		16/11/2015)
		INE403Q07045 (Redeemed on
		16/11/2015)
		INE403Q07052 (Due on 16/05/2017)
		INE403Q07060 (Due on 16/05/2017)
	D C Li Li C NOD (1)	INE403Q07078(Due on 16/11/2019)
6	Date of Listing of NCDs (please provide	20/05/2014
	confirmation and supporting from BSE/NSE)	A 115/04/0014
7	Original & Revised (if any) Coupon Rate	As per Prospectus dated 15/04/2014
8	Tenor of Issue	20/03/2014 to 06/05/2014
9	Date of Allotment of Debentures	16/05/2014
10	Confirmation of having complied with Foreign	NA
	Account Tax Compliance Act (FATCA) as	
	regards the investors, borrowers and other	
,	intermediaries (If Applicable - along with	
11	supporting documents, registration number etc)	16/05/0014 G 19 4 D
11	Date of Issue of Debenture Certificate	16/05/2014 Credit to Demat Account
10	(Physical) or Credit to Demat A/c	18/07/2014 Physical
12	Outstanding amount as on March 31, 2016	Rs.27,06,71,000/-
13	Previous Interest Payment Date and Amount	31/03/2016
1.4	paid	20/4/2016
14	Next Interest Payment Date and Amount	
		30/4/2016
15	Previous Repayment Date and Amount paid	16/11/2015 Rs.46,34,10,000/-
15 16	Previous Repayment Date and Amount paid Next Repayment Date and Amount	16/11/2015 Rs.46,34,10,000/- 16/05/2017 Rs.15,98,13,000/-
15	Previous Repayment Date and Amount paid Next Repayment Date and Amount Whether there has been any delay / default in	16/11/2015 Rs.46,34,10,000/-
15 16	Previous Repayment Date and Amount paid Next Repayment Date and Amount Whether there has been any delay / default in payment of interest and/or principal amount? If	16/11/2015 Rs.46,34,10,000/- 16/05/2017 Rs.15,98,13,000/-
15 16 17	Previous Repayment Date and Amount paid Next Repayment Date and Amount Whether there has been any delay / default in payment of interest and/or principal amount? If yes the due dates thereof & date of payment	16/11/2015 Rs.46,34,10,000/- 16/05/2017 Rs.15,98,13,000/- No
15 16	Previous Repayment Date and Amount paid Next Repayment Date and Amount Whether there has been any delay / default in payment of interest and/or principal amount? If yes the due dates thereof & date of payment Credit Rating at the time of issue / last credit	16/11/2015 Rs.46,34,10,000/- 16/05/2017 Rs.15,98,13,000/-
15 16 17	Previous Repayment Date and Amount paid Next Repayment Date and Amount Whether there has been any delay / default in payment of interest and/or principal amount? If yes the due dates thereof & date of payment Credit Rating at the time of issue / last credit rating prior to change	16/11/2015 Rs.46,34,10,000/- 16/05/2017 Rs.15,98,13,000/- No CARE BB+ DATED 26/12/2013
15 16 17	Previous Repayment Date and Amount paid Next Repayment Date and Amount Whether there has been any delay / default in payment of interest and/or principal amount? If yes the due dates thereof & date of payment Credit Rating at the time of issue / last credit rating prior to change Present Credit Rating and date of change of	16/11/2015 Rs.46,34,10,000/- 16/05/2017 Rs.15,98,13,000/- No
15 16 17	Previous Repayment Date and Amount paid Next Repayment Date and Amount Whether there has been any delay / default in payment of interest and/or principal amount? If yes the due dates thereof & date of payment Credit Rating at the time of issue / last credit rating prior to change Present Credit Rating and date of change of credit rating. In case of revision, please attach	16/11/2015 Rs.46,34,10,000/- 16/05/2017 Rs.15,98,13,000/- No CARE BB+ DATED 26/12/2013 CARE BB+ FOR SECURED NCD
15 16 17	Previous Repayment Date and Amount paid Next Repayment Date and Amount Whether there has been any delay / default in payment of interest and/or principal amount? If yes the due dates thereof & date of payment Credit Rating at the time of issue / last credit rating prior to change Present Credit Rating and date of change of credit rating. In case of revision, please attach letter from Credit Rating Agency indicating	16/11/2015 Rs.46,34,10,000/- 16/05/2017 Rs.15,98,13,000/- No CARE BB+ DATED 26/12/2013 CARE BB+ FOR SECURED NCD Date of Change 30/09/2015
15 16 17	Previous Repayment Date and Amount paid Next Repayment Date and Amount Whether there has been any delay / default in payment of interest and/or principal amount? If yes the due dates thereof & date of payment Credit Rating at the time of issue / last credit rating prior to change Present Credit Rating and date of change of credit rating. In case of revision, please attach	16/11/2015 Rs.46,34,10,000/- 16/05/2017 Rs.15,98,13,000/- No CARE BB+ DATED 26/12/2013 CARE BB+ FOR SECURED NCD Date of Change 30/09/2015





	b) No. of debenture holders as on last day of	CD attached (1721)
	this quarter, (please provide details of NCD Holder viz.	
	Names, Holding, Mailing Address, Contact Nos. (Benpos))	
21	Brief details of the security created till date for the Debentures including third party securities	Index of charges attached
22	Whether any security is pending to be created for the Debentures, if yes provide details of the	No
	same along with the date by which such security is to be / was to be created	
23	Whether the Secured Assets are insured? If yes, attach the latest renewed copies thereof	No
24	Certificate of inspection of trust property (security provided – immovable) is confirmed annually by the Auditors of the Company.	Yes
25	Valuation Report (if applicable) has been obtained from Government approved valuer	NA
26	ROC Search Report has been obtained	Attached
27	Confirmation with respect to submission of Half yearly communication (HYC) to BSE / NSE for the last applicable half year and reasons for non submission/ delay if any (Only for Listed)	Will be submitted
	unaudited/audited financial results on half yearly basis should be submitted to exchanges within 45 days from the end of half year	
28	Half yearly results statement should indicate material deviation, if any. This should cover deviation in use of proceeds of issue other than the object stated in offer document	NA
29	Publication of financial results and statements within 2 calendar days of the conclusion of the Board Meeting. (atleast in one English national daily newspaper)	Will be published
30	HYC submitted to stock exchange contains certificate signed by Debenture Trustee	Yes
31	Whether unaudited financial results are accompanied by Limited Review Report (LRR)* *LRR is not required if the company has intimated exchanges in advance that it shall submit annual audited results within 60 days from the end of Financial Year	Yes
32	Details Regarding Registration of charges and reasons for delay (if any)	Index of charges attached
33	Whether all taxes, cesses, insurance premia, any other government charges with respect to Secured Assets for the issue have been paid. If No, please give details and reasons for the	Yes





	same	
34	Whether Debenture Redemption Reserve (DRR) as per SEBI Guidelines and Companies Act has been maintained. If No, please give reasons for the same. Please provide details / issue wise of DRR amount and date of transfer till date	Yes .
35	Confirmation & Supporting of creation / maintaining DRR before April 30 th by way of deposit / invest not less than 15% of the amount of debentures maturing during the year ending March 31, 2017 as detailed in the clarification circular provided by MCA	We will deposit Rs.28,56,97,800/-, before April 30 th 2016.
36	Whether any material change has taken place in the nature and the conduct of the business of the Issuer since the date of Issue which is detrimental to the interest of debenture holders. If yes, please give details	No
37	Whether any orders, directions, notice of court/ tribunal / authority affecting or likely to affect the Secured Assets has been passed. If yes, please give details	No
38	Whether any major change in the composition of the Board of directors or shareholders as defined in SEBI (Substantial Acquisition and Take Over) Regulations, 2011 which amounts to change in control of Issuer Company has occurred. If yes, please give details	No. Company allotted 56749 compulsorily convertible and cumulative preference shares having face value of Rs.1,000 to 82 applicants by way of Private placement.
39	Whether any change in Authorized Signatory to banks who had signed Post Dated Cheques (PDCs) given as security as per transaction documents	NA
40	Security Cover as on March 31, 2016 (Please attach CA Certificate in the format as stated in Annexure)	1.24 Times Auditors Certificate Attached
41	Whether Register of Debenture Holders has been maintained with their addresses and whether the transfers and changes in ownership have been recorded. If no, please give reasons.	Yes
42	In case of Partially / Fully Convertible Debentures, whether the debentures have been converted into equity in accordance with the terms of issue? If no, please give reasons.	NA
43	Whether all the terms & conditions of the transaction documents are complied with? If no, please give reasons.	
44	Whether the provisions of the following laws applicable to debentures have been complied with:	- Vec





	b) SEBI Model Listing Agreement (For Listed Issues)	Yes
	c) SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 (For Listed Issues)	Yes
	d) ICDR Regulations (For all issuers)	Yes
45	Whether any dividend has been declared during this quarter.	No
46	Nature of investor grievances received for quarter ended March 2016 its status as on date of the submission of QCR and reason for the non resolution/ delay if any (Details to be separately provided in annexure as enclosed)	Attached
47	Any Buy Back of NCDs during the quarter and details of the same	No
48	Whether the company has given prior intimation to exchanges of at least 11 working days before the date on and from which the interest on Debenture and redemption amount of Debentures is payable	Yes
49	Whether the company has maintained functional website containing requisite information (Reg 62)	Yes
50	Whether the company has intimated exchange(s) about its intention to raise funds through issue of new NCD and such intimation was given prior to holding Board meeting	Yes
51	Compliance with Accounting Standard and Financial disclosures	Yes
52	Compliance with Corporate Governance provisions as specified in Chapter IV viz Related Party framework, Independent Directors, submission of quarterly compliance report on corporate governance to Exchange(s), prior intimation to exchanges, disclosure of material information/event, shareholding pattern	NA
53	Whether Directors and KMPs have disclosed to Board of Directors whether they are directly or indirectly have material interest in any transaction	Yes
54	Whether the company has appointed qualified Company Secretary as the Compliance Officer	Yes
55	Whether the Company has appointed Share transfer agent or manage the same in house	
56	Whether the Company has preserved the transactions records at least for 8 years	
57	Whether the Company is registered on the SEBI SCORES	
58	Whether statement of investor grievances has been filed to Exchanges within 21 days from the end of quarter	Yes





59	Whether the Company has constituted following committees and held meetings in compliance with the provisions	
	Audit Committee	Yes
	 Nomination and Remuneration 	Yes
	Committee	Yes
	 Stakeholders Relationship Committee 	Yes
	Risk Management Committee	
60	Whether the Company has made disclosure of material events/information to Exchanges and Debenture Trustee, if any	Yes
61	Whether the company has submitted Annual Report within 21 working days to stock exchange(s)	
62	The company shall appoint transfer agent (RTA) or manage the transfer cases in-house	Yes
63	Whether the Company has submitted a compliance certificate to the Exchange(s), duly singed by both Compliance Officer of the listed entity and the authorised representative of the transfer agent (RTA)	Yes

ANNEXURES

	ANNEXURES	
1	Updated list of names and addresses of debenture holders. (In case of a large list, kindly	
	provide a CD in lieu of hard copies)	
2	Number and nature of grievances received from debenture holders and time frame within	
İ	which the same were resolved by the Issuer Company. NIL statement to be submitted in case	
	of no grievances.	
3	Companies Auditors Certificate certifying the following (If already provided, please	
	ignore):	
	a. End utilization certificate of the Debenture Subscription receipts from issuer's	
	statutory auditor	
	b. Security Cover **	
	c. Amount transferred to DRR as on March 31, 2016	
	d. Debt Equity Ratio	
	e. Asset cover Ratio (100%)	
	f. Debt Service coverage Ratio	
-	g. Interest Service Coverage Ratio	
	h. Half yearly certificate from Practicing CS/CA regarding maintenance of 100% asset cover ratio	
	i.	
	**	
	i. Total assets charged Rs. A	
	ii. Total debts secured by way of charges created over the assets Rs. B	
	with details thereof	
	iii. Security Cover = A/B	
1	III. Security Cover 1935	
	Note: 1. If third party security is created, please include the same and give supporting	
	2. Requirement of disclosures of Debt Service Coverage Ratio, asset cover and interest	
	service coverage ratio shall not be applicable for Banks or NBFC registered with RBI and	



	unsecured debt issued by regulated financial sector entities	
4	D 1 12 1 1 1 64 1	
4	Duly audited annual accounts of the issuer company	
5	Quarterly audited / unaudited financials of the Issuer	
6	Insurance Policy of the security charged in our favour. In case Insurance Policy has expired, please provide Renewed Insurance Policies	
7	CA Certificate giving value of book debts / receivables (Applicable for Listed NCDs) as on March 31, 2016	
8	Certificate from Director / Managing Director of the issuer company, certifying the value of book debts / receivables (Applicable for Listed NCDs) as on March 31, 2016 along with details of the said book debts and/or receivable	
9	Report of the Lead Bank regarding progress of the Project	
10	Paper cutting of publication of financial results (at least in one English national daily newspaper)	
11	Copy of all notices, resolutions and circulars relating to new issue of non convertible debt securities, proceedings of meetings of debenture holders, advertisement issued in the media	
12	Letter issued by Credit Rating agency for revised credit rating	

Contact Details:

- a) Name of Authorised Signatory: Sreenath P.
- b) Email Address cs@kosamattam.com
- c) Contact Numbers 04812586400/506
- d) Name ,Address and Email id of R&T Agent: Name ,Address and Email id of R&T Agent: Karvy Computershare Private
- e) Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District,
- f) Nanakramguda, Hyderabad 500 032, Tel: +91 40 67162222
- g) Name, Address and Email id of the Credit Rating Agency: Credit Analysis and Research Limited, Unit No. O-509/C, Spencer Plaza,5[^] Floor, No 769, Anna Salai, Chennai-600 002. Tel: +91 4428497812

For Kosamattam Finance Limited

For Kosamattam Finance Ltd.

Sreenath Pmpany Secretary

Company Secretary & Compliance Officer

Date: 25.04.2016

Tel: +91 481 2586400 Email: info@kosamattam.com www.kosamattam.com CIN.U65929KL1987PLC004729



Compliance Report for the quarter ended March 31, 2016

Name of Issuer Company: KOSAMATTAM FINANCE LTD. NCD - 2

Name of	issuer Company : KOSAWATTAW	FINANCE LID. NCD-Z
1	Description of the Debenture Series /Issue	NCD
	(Secured / Unsecured PCD/FCD/NCD)	
2	Type of Issue (Private / Public / Rights)	PUBLIC ISSUE
3	Issue Amount and Amounts Raised	Rs.150 Crores; Rs.1,49,22,90,000
		raised
4	Listed/Unlisted (If Listed, the Exchange	Listed (BSE)
	where listed)	
5	ISIN (Listed and Unlisted)	ISIN
		INE403Q07086(Redeemed on
	·	17/9/2015)
		INE403Q07094 (Redeemed on
		17/9/2015)
		INE403Q07102 (Redeemed on
		12/2/2016)
		[NE403Q071 (Redeemed on
		12/2/2016)
		INE403Q07l28 (Due on 12/8/2017)
		INE403Q07136 (Due on 12/8/2017)
		INE403Q07144 (Due on 12/6/2020)
6	Date of Listing of NCDs (please provide	19/08/2014
	confirmation and supporting from BSE/NSE)	
7	Original & Revised (if any) Coupon Rate	As per Prospectus dated 14/07/2014
8	Tenor of Issue	18/07/2014 to 04/08/2014
9	Date of Allotment of Debentures	13/08/2014
10	Confirmation of having complied with	NA
•	Foreign Account Tax Compliance Act	
	(FATCA) as regards the investors, borrowers	
	and other intermediaries (If Applicable -	
	along with supporting documents,	
	registration number etc)	
11	Date of Issue of Debenture Certificate	13/8/2014 Credit to Demat Account
11	(Physical) or Credit to Demat A/c	24/09/2014 Physical
12	Outstanding amount as on March 31, 2016	57,64,81,000/-
13	Previous Interest Payment Date and Amount	31/03/2016
13	•	31/03/2010
1.4	Nove Interest Payment Date and Amount	30/04/2016
14	Next Interest Payment Date and Amount	
15	Previous Repayment Date and Amount paid	12/02/2016 Rs.61,47,70,000/- 12/08/2017 Rs.44,38,98,000/-
16	Next Repayment Date and Amount	
17	Whether there has been any delay / default in	No
	payment of interest and/or principal amount?	
	If yes the due dates thereof & date of	L.
	payment	CARE DR. DATES OCITO 10010
18	Credit Rating at the time of issue / last credit	CARE BB+ DATED 26/12/2013
	rating prior to change	
19	Present Credit Rating and date of change of	CARE BB+ FOR SECURED NCD



	credit rating. In case of revision, please	
	attach letter from Credit Rating Agency indicating revision in rating.	Date of Change 30/09/2015
20	c) No. of debenture holders on the date of Allotment	As on 13/8/20148172
	d) No. of debenture holders as on last day of this quarter,	CD attached - 2917
	(please provide details of NCD Holder viz.	
	Names, Holding, Mailing Address, Contact Nos. (Benpos))	
21	Brief details of the security created till date	Index of charges attached
	for the Debentures including third party securities	
22	Whether any security is pending to be	No
	created for the Debentures, if yes provide	
	details of the same along with the date by	
	which such security is to be / was to be created	
23	Whether the Secured Assets are insured? If	No
	yes, attach the latest renewed copies thereof	
24	Certificate of inspection of trust property	Yes
	(security provided – immovable) is confirmed annually by the Auditors of the	
	Company.	
25	Valuation Report (if applicable) has been	NA
	obtained from Government approved valuer	
26	ROC Search Report has been obtained	Attached
27	Confirmation with respect to submission of	Will be submitted
	Half yearly communication (HYC) to BSE / NSE for the last applicable half year and	
	reasons for non submission/ delay if any	
	(Only for Listed)	
	unaudited/audited financial results on half	
	yearly basis should be submitted to	
	exchanges within 45 days from the end of	
28	half year Half yearly results statement should indicate	NA
	material deviation, if any. This should cover	
	deviation in use of proceeds of issue other	
	than the object stated in offer document	
29	Publication of financial results and	Will be published
	statements within 2 calendar days of the conclusion of the Board Meeting. (atleast in	
	one English national daily newspaper)	
30	HYC submitted to stock exchange contains	Yes
~ ~	certificate signed by Debenture Trustee	
31	Whether unaudited financial results are	Yes
	accompanied by Limited Review Report	





	(LRR)*	
	*LRR is not required if the company has	
	intimated exchanges in advance that it shall	
	submit annual audited results within 60 days	
	from the end of Financial Year	
32	Details Regarding Registration of charges	Index of charges attached
	and reasons for delay (if any)	
33	Whether all taxes, cesses, insurance premia,	Yes
	any other government charges with respect to	
	Secured Assets for the issue have been paid.	
,	If No, please give details and reasons for the	
	same	
34	Whether Debenture Redemption Reserve	Yes
٠;	(DRR) as per SEBI Guidelines and	
	Companies Act has been maintained. If No,	
	please give reasons for the same. Please	
	provide details / issue wise of DRR amount	
	and date of transfer till date	
35	Confirmation & Supporting of creation /	
33	maintaining DRR before April 30 th by way of	We will deposit Rs.28,56,97,800/-,
	deposit / invest not less than 15% of the	before April 30 th 2016.
	amount of debentures maturing during the	before ripin 50 2010.
	year ending March 31, 2017 as detailed in	
	the clarification circular provided by MCA	
36	Whether any material change has taken place	No
30	in the nature and the conduct of the business	110
	of the Issuer since the date of Issue which is	
	detrimental to the interest of debenture	
	holders. If yes, please give details	
37	Whether any orders, directions, notice of	No
31	court/ tribunal / authority affecting or likely	110
	to affect the Secured Assets has been passed.	
	If yes, please give details	
38	Whether any major change in the	No. Company allotted 56749
30	composition of the Board of directors or	compulsorily convertible and
		cumulative preference shares having
	shareholders as defined in SEBI (Substantial Acquisition and Take Over) Regulations,	face value of Rs.1,000 to 82 applicants
		by way of Private placement.
	2011 which amounts to change in control of	oy may errane passessess
	Issuer Company has occurred. If yes, please	
	give details	NA
39	Whether any change in Authorized Signatory	INA
	to banks who had signed Post Dated Cheques	
	(PDCs) given as security as per transaction	
40	documents	1.24 Times Auditors Certificate
40	Security Cover as on March 31, 2016 (Please	1
	attach CA Certificate in the format as stated	Attached
	in Annexure)	V
41	Whether Register of Debenture Holders has	Yes
	been maintained with their addresses and	



_	whether the transfers and changes in	
	ownership have been recorded. If no, please give reasons.	
42	In case of Partially / Fully Convertible Debentures, whether the debentures have been converted into equity in accordance with the terms of issue? If no, please give reasons.	NA
43	Whether all the terms & conditions of the transaction documents are complied with? If no, please give reasons.	Yes
44	Whether the provisions of the following laws applicable to debentures have been complied with:	
	e) Companies Act (For all Issuers)	Yes
	f) SEBI Model Listing Agreement (For	Yes
	Listed Issues) g) SEBI (Listing Obligation and Disclosure	Yes
	Requirements) Regulations 2015 (For Listed Issues) h) ICDR Regulations (For all issuers)	Yes
45	Whether any dividend has been declared during this quarter.	No
46	Nature of investor grievances received for quarter ended March 2016 its status as on date of the submission of QCR and reason for the non resolution/ delay if any (Details to be separately provided in annexure as enclosed)	Attached
47	Any Buy Back of NCDs during the quarter and details of the same	No
48	Whether the company has given prior intimation to exchanges of at least 11 working days before the date on and from which the interest on Debenture and redemption amount of Debentures is payable	Yes
49	Whether the company has maintained functional website containing requisite information (Reg 62)	Yes
50	Whether the company has intimated exchange(s) about its intention to raise funds through issue of new NCD and such intimation was given prior to holding Board meeting	Yes
51	Compliance with Accounting Standard and Financial disclosures	
52	Compliance with Corporate Governance provisions as specified in Chapter IV viz Related Party framework, Independent	NA



	Directors, submission of quarterly	
	compliance report on corporate governance	
	to Exchange(s), prior intimation to	
	exchnages, disclosure of material	
	information/event, shareholding pattern	
3	Whether Directors and KMPs have disclosed	Yes
13	to Board of Directors whether they are	
	directly or indirectly have material interest in	
	any transaction	
54	Whether the Company has appointed	Yes
)4	qualified Company Secretary as the	
	Compliance Officer	
	Whether the Company has appointed Share	Yes
55	transfer agent or manage the same in house	
	Whether the Company has preserved the	Yes
56	transactions records at least for 8 years	
	Whether the Company is registered on the	Yes
57	SEBI SCORES	
£0	Whether statement of investor grievances has	Yes
58	been filed to Exchanges within 21 days from	
	the end of quarter	
50	Whether the Company has constituted	
59	following committees and held meetings in	
	compliance with the provisions	
	Audit Committee	Yes
	Nomination and Remuneration	Yes
	Committee	Yes
	Stakeholders Relationship Committee	Yes
	Bi-l- Management Committee	
	Risk Management Committee No. 1	Yes
60	Whether the Company has made disclosure of material events/information to Exchanges	
	OI material events/illiorination to Exchanges	
	and Debenture Trustee, if any Whether the company has submitted Annual	No (Audit for the F.Y. 2015-16 is it
61	Report within 21 working days to stock	
	Report Willin 21 Working days to the	
	exchange(s) The company shall appoint transfer agent	Yes
62	(RTA) or manage the transfer cases in-house	
 	Whether the Company has submitted a	Yes
63	whether the Company has submitted to	
	compliance certificate to the Exchange(s)	f
	duly singed by both Compliance Officer of	ā
1	representative of the transfer agent (RTA)	

	ANN	Updated list of names and addresses of debenture holders. (In case of a large list, kindly
٢	1	Updated list of names and addresses
١		
t	2	Updated list of names and additional provide a CD in lieu of hard copies) provide a CD in lieu of hard copies) Number and nature of grievances received from debenture holders and time frame within which the same were resolved by the Issuer Company. NIL statement to be submitted in which the same were resolved by the Issuer Company.
1		which the same were resolved by
- {		case of no grievances.

Tel: +91 481 2586400 Email: info@kosamattam.com www.kosamattam.com CIN.U65929KL1987PLC004729



3	Companies Auditors Contificate - wife: 11 CH : TO				
	Companies Auditors Certificate certifying the following (If already provided, please ignore):				
	j. End utilization certificate of the Debenture Subscription receipts from issuer's				
ļ	statutory auditor				
	k. Security Cover **				
	Amount transferred to DRR as on March 31, 2016 Debt Equity Ratio Asset cover Ratio (100%) Debt Service coverage Ratio Description Coverage Ratio				
	p. Interest Service Coverage Ratio				
	q. Half yearly certificate from Practicing CS/CA regarding maintenance of 100% asset cover ratio				
	r. **				
	iv. Total assets charged Rs. A				
1	v. Total debts secured by way of charges created over the assets Rs. B				
	with details thereof				
	vi. Security Cover = A/B				
	2.Requirement of disclosures of Debt Service Coverage Ratio, asset cover and interest service coverage ratio shall not be applicable for Banks or NBFC registered with RBI and unsecured debt issued by regulated financial sector entities				
4	Duly audited annual accounts of the issuer company				
5	Quarterly audited / unaudited financials of the Issuer				
6	Insurance Policy of the security charged in our favour. In case Insurance Policy has				
_	cxpired, please provide Renewed Insurance Policies				
7	CA Certificate giving value of book debts / receivables (Applicable for Listed NCDs) as on March 31, 2016				
8	Certificate from Director / Managing Director of the issuer company, certifying the value of book debts / receivables (Applicable for Line 1 NGP)				
9	with details of the said book debts and/or receivable				
10	Report of the Lead Bank regarding progress of the Project Paper cutting of publication of G				
	newspaper) publication of financial results (at least in one English national daily				
11	Copy of all notices resolutions and in the control of the control				
	Copy of all notices, resolutions and circulars relating to new issue of non convertible debt securities, proceedings of meetings of debenture holders, advertisement issued in the				
12	media divertisement issued in the				
12	Letter issued by Credit Rating agency for revised credit rating				
	5 Juli 10 viscu credit rating				
	Contact Details				

Contact Details:

- h) Name of Authorised Signatory: Sreenath P.
- i) Email Address cs@kosamattam.com
- j) Contact Numbers 04812586400/506
- k) Name ,Address and Email id of R&T Agent: Name ,Address and Email id of R&T



Regd.Office: Kosamattam M.K.C Building Market Junction,M.L. Road Kottayam - 686 001,Kerala,India Tel: +91 481 2586400 Email: info@kosamattam.com www.kosamattam.com CIN.U65929KL1987PLC004729



- 1) Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District,
- m) Nanakramguda, Hyderabad 500 032, Tel: +91 40 67162222
- n) Name, Address and Email id of the Credit Rating Agency: Credit Analysis and Research Limited, Unit No. O-509/C, Spencer Plaza,5^ Floor, No 769, Anna Salai,

o) Chennai-600 002. Tel: +91 4428497812

For Kosamattam Finance Limited For Kosamattam Finance Ltd.

Sreenath P.

Sreenath P.
Company Secretary
Company Secretary & Compliance Officer

Date: 25/04/2016



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Compliance Report for the quarter ended March 31, 2016

Name of Issuer Company: KOSAMATTAM FINANCE LTD. NCD - 3

1	Description of the Debenture Series /Issue	NCD
	(Secured / Unsecured PCD/FCD/NCD)	
2	Type of Issue (Private / Public / Rights)	PUBLIC ISSUE
3	Issue Amount and Amounts Raised	Rs.200 Crores; Rs.1,63,44,49,000/-
		raised
4	Listed/Unlisted (If Listed, the Exchange	Listed (BSE)
	where listed)	
5	ISIN (Listed and Unlisted)	ISIN
		INE403Q07151 (Due on
		07/05/2016)
		INE403Q07169 (Due on
		07/05/2016)
		INE403Q07177(Due on 07/11/2017)
		[NE403Q07l85 (Due on 07/11/2017)
		INE403Q07l93 (Due on 07/02/2018)
		INE403Q08019 (Due on
		07/05/2020)
		INE403Q08027 (Due on
		07/05/2020)
6	Date of Listing of NCDs (please provide	11/11/2014
	confirmation and supporting from BSE/NSE)	
7	Original & Revised (if any) Coupon Rate	As per Prospectus dated 25/09/2014
8	Tenor of Issue	30/09/2014-29/10/2014
9	Date of Allotment of Debentures	08/11/2014
10	Confirmation of having complied with	NA
	Foreign Account Tax Compliance Act	
	(FATCA) as regards the investors, borrowers	
	and other intermediaries (If Applicable -	
	along with supporting documents,	
	registration number etc)	
11	Date of Issue of Debenture Certificate	
	(Physical) or Credit to Demat A/c	02/12/2014 Physical
12	Outstanding amount as on March 31, 2016	163,44,49,000/-
13	Previous Interest Payment Date and Amount	31/03/2016 Rs.62,77,023/-
	paid	
14	Next Interest Payment Date and Amount	30/04/2016 Rs.60,90,947/-
15	Previous Repayment Date and Amount paid	NA
16	Next Repayment Date and Amount	Rs.74,16,10,000/- 07/05/2016
17	Whether there has been any delay / default in	No
	payment of interest and/or principal amount?	<i>f</i>
	If yes the due dates thereof & date of	
	payment.	No.





18	Credit Rating at the time of issue / last credit	CARE BBB- DATED 09.09.2014
	rating prior to change	
19	Present Credit Rating and date of change of credit rating. In case of revision, please attach letter from Credit Rating Agency indicating revision in rating.	AND CARE BB FOR UNSECURED
		Date of Change 30/09/2015
20	e) No. of debenture holders on the date of Allotment	
	f) No. of debenture holders as on last day of this quarter, (please provide details of NCD Holder viz.	CD attached (9775)
	Names, Holding, Mailing Address, Contact Nos. (Benpos))	
21	Brief details of the security created till date for the Debentures including third party securities	
22	Whether any security is pending to be created for the Debentures, if yes provide details of the same along with the date by which such security is to be / was to be created	No .
23	Whether the Secured Assets are insured? If yes, attach the latest renewed copies thereof	No
24	Certificate of inspection of trust property (security provided – immovable) is confirmed annually by the Auditors of the Company.	Yes
25	Valuation Report (if applicable) has been obtained from Government approved valuer	NA
26	ROC Search Report has been obtained	Attached
27	Confirmation with respect to submission of Half yearly communication (HYC) to BSE / NSE for the last applicable half year and reasons for non submission/ delay if any (Only for Listed)	Will be submitted
	unaudited/audited financial results on half yearly basis should be submitted to exchanges within 45 days from the end of half year	
28	Half yearly results statement should indicate material deviation, if any. This should cover deviation in use of proceeds of issue other than the object stated in offer document	NA
29	Publication of financial results and statements within 2 calendar days of the	1



	conclusion of the Board Meeting. (atleast in	
	one English national daily newspaper)	
30	HYC submitted to stock exchange contains	Yes
	certificate signed by Debenture Trustee	
31	Whether unaudited financial results are	Yes
	accompanied by Limited Review Report	•
	(LRR)*	
	*LRR is not required if the company has	
	intimated exchanges in advance that it shall	
	submit annual audited results within 60 days	
	from the end of Financial Year	
32	Details Regarding Registration of charges	Index of charges attached
	and reasons for delay (if any)	
33	Whether all taxes, cesses, insurance premia,	Yes
	any other government charges with respect to	
	Secured Assets for the issue have been paid.	
	If No, please give details and reasons for the	
	same	
34	Whether Debenture Redemption Reserve	Yes
	(DRR) as per SEBI Guidelines and	
	Companies Act has been maintained. If No,	
	please give reasons for the same. Please	
	provide details / issue wise of DRR amount	
35	and date of transfer till date	
33	Confirmation & Supporting of creation / maintaining DRR before April 30 th by way of	We will deposit Rs.28,56,97,800/-
	deposit / invest not less than 15% of the	before April 30 th 2016.
	amount of debentures maturing during the	before April 30 2010.
	year ending March 31, 2017 as detailed in	
	the clarification circular provided by MCA	-
36	Whether any material change has taken place	No
	in the nature and the conduct of the business	
	of the Issuer since the date of Issue which is	
	detrimental to the interest of debenture	
	holders. If yes, please give details	
37	Whether any orders, directions, notice of	No
	court/ tribunal / authority affecting or likely	
	to affect the Secured Assets has been passed.	
	If yes, please give details	
38	Whether any major change in the	No. Company allotted 5674
	composition of the Board of directors or	compulsorily convertible and
	shareholders as defined in SEBI (Substantial	cumulative preference shares having
	Acquisition and Take Over) Regulations,	face value of Rs.1,000 to 82 applicant
	2011 which amounts to change in control of	by way of Private placement.
	Issuer Company has occurred. If yes, please	,
	give details	
39	Whether any change in Authorized Signatory	NA .
	to banks who had signed Post Dated Cheques	

(PDCs) given as security as per transaction



	documents			
40	Security Cover as on March 31, 2016 (Please	1.24 Times	Auditors	Certificate
	attach CA Certificate in the format as stated	Attached		
	in Annexure)			
41	Whether Register of Debenture Holders has	Yes		
	been maintained with their addresses and			
	whether the transfers and changes in	ļ		
	ownership have been recorded. If no, please			
	give reasons.			
42	In case of Partially / Fully Convertible	NA		
	Debentures, whether the debentures have			
	been converted into equity in accordance			
	with the terms of issue? If no, please give			
	reasons.			
43	Whether all the terms & conditions of the	Yes		
	transaction documents are complied with? If			
	no, please give reasons.			
44	Whether the provisions of the following laws			
	applicable to debentures have been complied			
	with:	***		
	i) Companies Act (For all Issuers)	Yes		
	j) SEBI Model Listing Agreement (For	Yes		
	Listed Issues)	Yes		
	k) SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 (For			
	Listed Issues)	Yes		
	l) ICDR Regulations (For all issuers)	103		
45	Whether any dividend has been declared	No		
45	during this quarter.	140		
46	Nature of investor grievances received for	Attached		
.0	quarter ended March 2016 its status as on	/ Ittuched		
	date of the submission of QCR and reason			
	for the non resolution/ delay if any (Details			
	to be separately provided in annexure as			
	enclosed)			
47	Any Buy Back of NCDs during the quarter	No		
••	and details of the same	, - · -		
48	Whether the company has given prior	Yes		
	intimation to exchanges of at least 11			
	working days before the date on and from			
	which the interest on Debenture and			
	redemption amount of Debentures is payable			
49	Whether the company has maintained	Yes		-
	functional website containing requisite			
	information (Reg 62)			
50	Whether the company has intimated	Yes		\ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \
	exchange(s) about its intention to raise funds			
	through issue of new NCD and such			
	r =			

intimation was given prior to holding Board



	meeting	
51	Compliance with Accounting Standard and Financial disclosures	I Yes
52	Compliance with Corporate Governance	NA NA
	provisions as specified in Chapter IV viz	
	Related Party framework, Independent	
	Directors, submission of quarterly	
	compliance report on corporate governance	
	to Exchange(s), prior intimation to	· ·
	exchnages, disclosure of material	
_	information/event, shareholding pattern	
53	Whether Directors and KMPs have disclosed	Yes
	to Board of Directors whether they are	
	directly or indirectly have material interest in	
	any transaction	
54	Whether the company has appointed	Yes
	qualified Company Secretary as the	
	Compliance Officer	
55	Whether the Company has appointed Share	Yes
	transfer agent or manage the same in house	
56	Whether the Company has preserved the	Yes
	transactions records at least for 8 years	
57	Whether the Company is registered on the	Yes
50	SEBI SCORES	<u> </u>
58	Whether statement of investor grievances has	Yes
	been filed to Exchanges within 21 days from	
59	the end of quarter	
39	Whether the Company has constituted	
	following committees and held meetings in	
	compliance with the provisions	
	Audit Committee	Yes
	Nomination and Remuneration	Yes
	Committee	Yes
	 Stakeholders Relationship Committee 	Yes
	Risk Management Committee	
60	Whether the Company has made disclosure	Yes
	of material events/information to Exchanges	
<u></u>	and Debenture Trustee, if any	
61	Whether the company has submitted Annual	No. Audit for the F.Y. 2015 is in
	Report within 21 working days to stock	progress.
62	exchange(s)	
UZ	The company shall appoint transfer agent	Yes
63	(RTA) or manage the transfer cases in-house	
J	Whether the Company has submitted a	Yes
	compliance certificate to the Exchange(s),	<i>(</i> ·
	duly singed by both Compliance Officer of the listed entity and the authorised	(1
	the same and additions	
	representative of the transfer agent (RTA)	