

11 August 2023
Kochi

The Manager
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers
Floor 25, Dalai Street
Mumbai 400001

Re: Scrip NO. 959111

Dear Sir

Sub: Outcome of the Board meeting of the Company held on 11th August 2023- and intimation as per Regulations 51, 52 and 54 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Pursuant to Regulations 51, 52 and 54 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and other regulations, as may be applicable, we hereby inform the Exchange that the Board of Directors of the Company at its Meeting held on 11 August 2023, has, inter alia, approved the Un-Audited Standalone Financial Results of the Company for the quarter ended 30 June 2023.

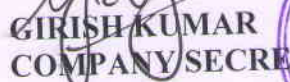
Accordingly, please find enclosed the Un-Audited Standalone Financial Results for the quarter ended 30 June 2023, along with the Limited Review Report by the Statutory Auditors, in compliance with Regulation 52 of the SEBI Regulations, and also other regulatory required certificates/ documents. Further, in accordance with Regulation 52 of the Listing Regulations, the Company would be publishing the Un-Audited Standalone Financial Results for the quarter ended 30 June 2023, in newspapers.

The Board meeting commenced at 11 AM and concluded at 4. pm. IST

Kindly take the same on your record,

Yours sincerely

FOR HEDGE FINANCE LTD.


GIRISH KUMAR
COMPANY SECRETARY
ACS 6146





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 30 June 2023. 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.

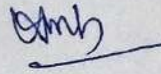
We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 - "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and 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 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 June 30, 2022, are based on the unaudited financial statements for the period ended June 30, 2022. Our conclusion is not modified in respect of this matter.

For Mohandas & Associates
Chartered Accountants
ICAI Firm Registration No: 002116S





Mohandas A
[Partner]

Membership No: 036726

UDIN: 23036726B6WBBL4837

Place: Thrissur
Date: 11-08-2023

ANNEXURE 1

Format for publishing financial results in newspapers

[Regulation 52 (8), read with Regulation 52 (4), of the SEBI (LODR) Regulations, 2015]

(₹ in Lakhs)

Sl.No	Particulars	Quarter Ended		Year Ended
		June 30,2023	June 30 ,2022	March 31,2023
		(Unaudited)	(Unaudited)	(Audited)
1	Total Income from Operations	1061.30	844.01	3734.26
2	Net Profit/ (Loss) for the period (before Tax, Exceptional and/ or Extraordinary items)	169.89	39.95	327.33
3	Net Profit/ (Loss) for the period before tax (after Exceptional and/ or Extraordinary items)	169.89	39.95	327.33
4	Net Profit/ (Loss) for the period after tax (after Exceptional and/ or Extraordinary items)	132.63	30.29	238.87
5	Total Comprehensive Income for the period [Comprising Profit/ (Loss) for the period (after tax) and Other Comprehensive Income (after tax)]	132.63	30.29	233.89
6	Paid up Equity Share Capital	3401.65	2886.65	3401.65
7	Reserves (excluding Revaluation)	885.48	549.25	752.85
8	Securities Premium Account	-	-	-
9	Net worth	4287.13	3435.90	4154.50
10	Paid up Debt Capital/ Outstanding Debt	-	-	-
11	Outstanding Redeemable Preference Shares *	-	-	-
12	Debt Equity Ratio *	4.77	5.17	4.64
13	Earnings Per Share (of Rs.10/- each) (for continuing and discontinued operations) -			
	1. Basic:	0.39	0.12	0.79
	2. Diluted:	0.39	0.12	0.79
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.lseindia.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

Place : Kochi
Date : 11.08.2023


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

Particulars	Quarter Ended			3 Months Ended		Year Ended
	June 30,2023	Mar 31,2023	June 30,2022	June 30,2023	June 30,2022	March 31,2023
	(Unaudited)	(Audited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
Revenue from operations						
(i) Interest income	972.56	931.31	806.99	972.56	806.99	3525.31
(ii) Dividend income	-	.16	.29	-	.29	.64
(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	27.88	-	-	27.88	-	-
(vii) Other operation Income	60.86	82.03	36.73	60.86	36.73	208.32
(I) Total Revenue from operations	1061.30	1013.50	844.01	1061.30	844.01	3734.26
(II) Other Income	59.28	62.89	41.16	59.28	41.16	221.12
(III) Total Income (I + II)	1120.58	1076.39	885.17	1120.58	885.17	3955.38
Expenses						
(i) Finance costs	502.57	490.49	459.92	502.57	459.92	1974.45
(ii) Net loss on fair value changes	-	12.38	8.25	-	8.25	19.81
(iii) Impairment on financial instruments	21.40	30.68	18.13	21.40	18.13	137.78
(iv) Employee benefits expenses	189.75	201.36	181.73	189.75	181.73	739.65
(v) Depreciation, amortization and impairment	11.40	11.05	10.33	11.40	10.33	48.33
(vi) Other expenses	225.57	206.65	166.85	225.57	166.85	708.02
(IV) Total Expenses (IV)	950.69	952.61	845.22	950.69	845.22	3628.05
(V) Profit before tax (III- IV)	169.89	123.78	39.95	169.89	39.95	327.33
(VI) Tax Expense:						
(1) Current tax	41.62	50.22	13.66	41.62	13.66	119.90
(2) Earlier years adjustments	-	-	-	-	-	-
(3) Deferred tax	-4.36	-1.45	-3.99	-4.36	-3.99	-31.44
(VII) Profit for the period (V- VI)	132.63	75.01	30.29	132.63	30.29	238.87
A) Other Comprehensive Income						
(i) Items that will not be reclassified to profit or loss						
- Remeasurement of defined benefit plans	-	-4.97	-	-	-	-4.97
- 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)	-	-4.97	-	-	-	-4.97
B)						
(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)	-	-4.97	-	-	-	-4.97
(IX) Total Comprehensive Income for the period (VII+VIII)	132.63	70.03	30.29	132.63	30.29	233.89
Earnings per equity share						
(Face value of ₹ 10/- each)						
Basic (₹)	0.39	0.79	0.12	0.39	0.79	0.79
Diluted (₹)	0.39	0.79	0.12	0.39	0.79	0.79

CIN: U65923KL2019PLC027672012

HEDGE FINANCE LIMITED

HEDGE FINANCE LIMITED
STATEMENT OF UNAUDITED STANDALONE ASSET AND LIABILITY FOR THE QUARTER ENDED JUNE 30,2023

(₹ in Lakhs)

Particulars	As at June 30, 2023	As at Mar 31, 2023	As at June 30, 2022
	(UnAudited)	(Audited)	(UnAudited)
ASSETS			
Financial assets			
Cash and cash equivalents	2105.59	1651.48	1871.93
Bank Balance other than (a) above	37.41	26.31	25.00
Receivables			
(I) Trade receivables	-	-	-
(II) Other receivables	21.69	7.52	119.32
Loans	19487.71	19438.47	16905.23
Investments	1970.62	1321.62	1334.10
Other financial assets	392.71	348.45	542.19
Non-financial Assets			
Inventories	-	-	-
Investment Properties	-	-	-
Current tax assets (Net)	-	-	-
Deferred tax assets (Net)	109.07	104.71	77.27
Property, Plant and Equipment	611.48	550.98	470.44
Other intangible assets	14.88	16.42	21.09
Other non-financial assets	359.62	295.03	309.72
Total Assets	25110.79	23761.00	21676.29
LIABILITIES AND EQUITY			
LIABILITIES			
Financial Liabilities			
Debt Securities	18774.77	17632.60	17070.19
Borrowings (other than debt securities)	18.90	19.65	21.84
Subordinated liabilities	1634.76	1609.42	656.06
Other financial liabilities	102.18	82.21	234.93
Non-financial Liabilities			
Provisions	39.76	28.00	55.48
Other non-financial liabilities	253.28	234.62	201.89
EQUITY			
Equity share capital	3401.65	3401.65	2886.65
Other equity	885.48	752.85	549.25
Total Liabilities and Equity	25110.79	23761.00	21676.29



CIN: U65923KL2011PLC027672

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HEDGE FINANCE LIMITED

STATEMENT OF UNAUDITED STANDALONE CASH FLOW FOR THE QUATER ENDED 30.06.2023

(₹ in Lakhs)

Particulars	For the quarter Ended 30/06/2022		For the period ended March 31,2023		For the quarter Ended 30/06/2022	
	UnAudited		Audited		UnAudited	
A. Cash Flow from Operating Activities						
Profit before tax		169.89		327.33		39.95
Adjustments for :						
Impairment on financial instruments	21.40		137.78		18.13	
Net (Profit) / loss on fair value changes	-27.88		19.81		-	
Net (Profit) / loss on sale of asset	-1.74		.44		8.25	
Finance Costs	502.57		1974.45		459.92	
Depreciation, amortization and impairment	11.40		48.33		10.33	
Income from Non-Operating Business						
- Rental Income	-		-		-	
- Dividend	-	505.76	- .64	2180.18	- .29	496.35
Operating Profit / (Loss) before working capital Adjustments		675.65		2507.51		536.30
Adjustments for :						
Loans	-69.04		-3459.37		-807.39	
Other financial assets	-58.43		332.78		27.24	
Other non financial assets	-64.59		-51.83		-66.52	
Bank Balance other than "Cash and cash equivalents"	-11.10		-1.31		-	
Provisions	9.86		-27.81		5.25	
Other financial liabilities	19.97		-185.27		-32.56	
Other non financial liabilities	18.67	-154.66	58.39	-3334.42	25.67	-848.30
Cash Generated from operations		520.99		-826.91		-312.00
Income Tax paid		41.62		119.90		13.66
Finance cost paid		502.57		1974.45		459.92
Net Cash Flow from Operating Activity		-23.21		-2921.26		-785.58
B. Cash Flow from Investment Activities						
Other Investment	-620.83		-336.87		-337.49	
Purchase of Fixed Assets	-70.74		-117.44		-2.63	
Sale of asset	2.12		.51		-	
Issue of capital	-		-		-	
Dividend Paid	-		.64		.29	
Dividend Received		-689.45		-453.17		-339.83
Net Cash Flow from Investment Activity		-689.45		-453.17		-339.83
C. Cash Flow from Financing Activity						
Change in capital			515.00		-	
Net increase/(Decrease) in Borrowings(other than debt securities)	- .75		-2.95		- .76	
Net increase/(Decrease) in Subdebt	25.34		965.05		11.69	
Net increase/(Decrease) in Debt Securities	1142.17	1166.77	1833.59	3310.68	1271.18	1282.11
Net Cash Flow from Financing Activity		1166.77		3310.68		1282.11
Net Increase/(Decrease) in Cash & Cash Equivalents(A+B+C)		454.11		-63.75		156.71
Opening Balance of Cash & Cash Equivalents		1651.48		1715.23		1715.23
Closing Balance of Cash & Cash Equivalents		2105.59		1651.48		1871.93
Components of Cash and Cash Equivalents						
Current Account with Banks		1591.17		1452.64		1830.64
Cash in Hand		500.00		34.04		10.00
Fixed deposit (maturing within a period of three months)		14.13		160.81		29.52
Stamp in hand		.29		3.98		1.78
		2105.59		1651.48		1871.93

CIN: U65923KL2011PLC027672

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Annexure A

Disclosures required by Regulation 52 (4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended June 30, 2023

Sl No.	Particulars	Quarter ended June 30,2023 (Unaudited)	Quarter ended June 30,2022 (Unaudited)	Year ended Mar 31, 2023 (Audited)
a	Debt-Equity Ratio	4.77	5.17	4.64
b	Debt service coverage ratio	NA	NA	NA
c	Interest service coverage ratio	NA	NA	NA
d	Outstanding redeemable preference shares	NIL	NIL	NIL
e	Capital Redemption Reserve	NIL	NIL	NIL
f	Debenture Redemption Reserve	NIL	NIL	NIL
g	Net Worth	4286.84	3435.90	4154.27
h	Outstanding Debt	20428.44	17748.09	19261.67
i	Net Profit after Tax	132.63	30.29	233.89
j	Earnings per share			
(i)	Basic (₹)	0.39	0.12	0.79
(ii)	Diluted (₹)	0.39	0.12	0.79
k	Current Ratio	NA	NA	NA
l	Long term debt to working capital	NA	NA	NA
m	Bad debts to Accounts receivable ratio	NA	NA	NA
n	Current liability ratio	NA	NA	NA
o	Total Debts to total assets (Note 5)	0.81	0.82	0.81
p	Debtors turnover	NA	NA	NA
q	Inventory turnover	NA	NA	NA
r	Operating margin (%)	NA	NA	NA
s	Net Profit margin (%)	11.84	3.42	5.91
t	Sector specific equivalent ratios	NA	NA	NA
(i)	Stage III loan assets to gross loan assets	4.96%	4.36%	4.68%
(ii)	Net Stage III loan assets to gross loan assets	4.00%	3.97%	3.72%
(iii)	Capital Adequacy Ratio	22.91%	20.18%	23.37%
(iv)	Provision Coverage Ratio	19.25%	9.07%	20.44%
u	Liquidity Coverage Ratio	327%	180%	293%

The information furnished is based on Standard Financial Results

Notes :

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

For Hedge Finance Ltd

Alex K Babu
Managing Director



CIN: U65923KL2011PLC027672

HEDGE FINANCE LIMITED

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

Hedge

Finance
Grow with an edge



Related Party Transactions for the quarter ended June 30,2023

Names of the related parties and nature of relationship	
Names of the related parties	Nature of relationship
Hedge Equities Limited	Common Directorship
Babymarine Seafood Retail Private Limited	Common Directorship
Omnicores Solutions Pvt Ltd	Common Directorship
Alex K Babu	Managing Director
Padmakumar K P	Whole Time Director
Girish Kumar G	CS
Suraj Ramachandran	CFO
Vinay Sasidharan	CEO

Transactions with the related parties

RELATED PARTY TRANSACTION - F.Y 2023-24 (Q1)				
PARTICULARS	Key Managerial Personnel (KMP)	Director	Relatives of KMP / Director	Entity in which KMP has significant influence
RENT PAID				
HEDGE EQUITIES LTD				66,000.00
REMUNERATION TO DIRECTORS				
ALEX K BABU		5,54,151.00		
PADMAKUMAR K P		3,90,000.00		
SALARIES & ALLOWANCES				
GIRISH KUMAR GANAPATHI	3,13,359.00			
SURAJ RAMACHANDRAN	3,30,000.00			
VINAY SASIDHARAN	7,63,349.00			
TRAVELLING EXPENSE				
ALEX K BABU		2,01,881.00		
INVESTMENTS				
IN HEDGE EQUITIES LTD				1,21,95,000.00
NCD				

CIN: U65923KL2011PLC027672

Hedge Finance Limited

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Hedge



K P PADMAKUMAR		5,50,00,000.00		
BABYMARINE SEAFOOD RETAIL PRIVATE LIMITED				1,00,00,000.00
SUB DEBT				
K P PADMAKUMAR		5,00,000.00		
SURAJ RAMACHANDRAN	50,000.00			
INTEREST ON NCD				
K P PADMAKUMAR		13,30,049.00		
BABYMARINE SEAFOOD RETAIL PRIVATE LIMITED				6,80,548.00
INTEREST ON SUB DEBT				
K P PADMAKUMAR		13,713.00		
SURAJ RAMACHANDRAN	1,917.00			
SUBSCRIPTION CHARGES				
OMNICORE SOLUTIONS PVT LTD				71,920.00
TOTAL	14,58,625.00	5,79,89,794.00	-	2,30,13,468.00

For and on behalf of the Board of Directors

Name : Alex K Babu

Designation : Managing Director

DIN: 01254207



Place: Kochi

Date: 11-08-2023



CIN: U65923KL2011PLC027672

Hedge Finance Limited

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

Email: info@hedgefinance.com Web: 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. NA/CER/156/23-24

To,

The Board of Directors
Hedge Finance Limited
Kochi.

Certificate of the Security Cover as at 30th June 2023.

1. This certificate is issued in accordance with the terms of your email dated August 10th, 2023.
2. The accompanying 'Statement of security cover as at 30 June 2023 contains the details required pursuant to compliance with terms and conditions by Hedge Finance Limited (the Company) contained in the Debenture Trust Deeds (hereinafter referred to as "Deed") entered into between the Company and Debenture Trustees (hereinafter referred to as "Trustee").

The following Outstanding secured Listed Non-Convertible Debentures as on 30 June 2023 have been considered for this Certificate:

ISIN	Facility	Type of Charge	Allotted Amount in ₹ lakhs	Outstanding as on 30th June, 2023 in ₹ lakhs	Cover Required	Assets required in ₹ lakhs
INE01ZK07CB4	Private placement	Pari-passu	500.00	500.00	100%	500.00
INE01ZK07FS1	Private placement	Pari-passu	500.00	500.00	100%	500.00
INE01ZK07FT9	Private placement	Pari-passu	500.00	500.00	100%	500.00
INE01ZK07G08	Private placement	Pari-passu	500.00	500.00	100%	500.00
INE01ZK07GN0	Private placement	Pari-passu	500.00	500.00	100%	500.00



MOHANDAS & ASSOCIATES

CHARTERED ACCOUNTANTS

Continuation sheet

INE01ZK07HK4	Private placement	Pari-passu	500.00	500.00	100%	500.00
INE01ZK07HJ6	Private placement	Pari-passu	500.00	500.00	100%	500.00
INE01ZK07IH8	Private placement	Pari-passu	500.00	500.00	100%	500.00
INE01ZK07IG0	Private placement	Pari-passu	500.00	500.00	100%	500.00
Grand Total			4500.00	4500.00		4500.00

Management Responsibility

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 security cover.
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 Trustee.

Auditor'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 30 June 2023 and other related records of the Company and the computation of security cover 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.
 - c) The assets of the entity provide 100% security coverage as per the terms of offer document/ information memorandum and/or 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.

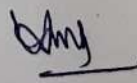
Opinion

8. Based on our examination of the Deed and the relevant documents and information provided to us, we certify that:
- The amounts given in the Annexure 1 have been extracted from the unaudited books of accounts for the period ended 30 June 2023 and other related records of the Company and the computation of security cover is arithmetically correct.
 - The financial covenants of the listed debt securities mentioned in Annexure 1 of this certificate have been complied with as mentioned in the respective Debenture Trust deeds as per the review and verification of relevant records and documents and the declaration and certification given by the Management of the Company.
 - The assets of the entity provide 100% security coverage as per the terms of offer document/ information memorandum and/or debenture trust deed.
 - The financial results for the period ended 30 June 2023 have been reviewed by us, on which we have issued a limited review report dated August 11, 2023.

Restriction on Use

9. This certificate addressed to and provided to the Board of Directors of the Company is solely for the purpose of submit to the Debenture Trustees to enable comply with requirements of the deed and should not be used for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or in to 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:- 23036726 B6WBB19722

Place :- Thrissur
Date :- 11/08/2023

Continuation sheet

MOHANDAS & ASSOCIATES
CHARTERED ACCOUNTANTS

Annexure I- Format of
Security Cover - Part A

To,

Stock Exchange (s)

Based on examination of books of accounts and other relevant records/documents, we hereby certify that:

a) The listed entity has vide its Board Resolution and Information memorandum/ offer document and under various Debenture Trust Deeds, has issued the following listed debt securities:

ISIN	Private Placement/Public Issue	Secured/ Unsecured	Sanctioned Amount
INE01ZK07CB4	Private Placement	Secured	5.00 Crore
INE01ZK07FS1	Private Placement	Secured	5.00 Crore
INE01ZK07FT9	Private Placement	Secured	5.00 Crore
INE01ZK07GO8	Private Placement	Secured	5.00 Crore
INE01ZK07GN0	Private Placement	Secured	5.00 Crore
INE01ZK07HK4	Private Placement	Secured	5.00 Crore
INE01ZK07HJ6	Private Placement	Secured	5.00 Crore
INE01ZK07IH8	Private Placement	Secured	5.00 Crore
INE01ZK07IG0	Private Placement	Secured	5.00 Crore

Handwritten signature



Column A	Column B	Column C	Column D	Column E	Column F	Column G	Column H	Column I	Column J	Column K	Column L	Column M	Column N	Column O
Particulars	Description of asset for which this certificate relate	Exclusive Charge	Exclusive Charge	Pari-Passu Charge	Pari-Passu Charge	Pari-Passu Charge	Assets not offered as Security	Elimination (amount in negative)	(Total C to H)	Related to only those items covered by this certificate				
		Debt for which this certificate being issued	Other Secured Debt	Debt for which this certificate being issued	Assets shared by pari passu debt holder (includes debt for which this certificate is issued & other debt with pari-passu charge)	Other assets on which there is pari-Passu charge (excluding items covered in column F)	debt amount considered more than once (due to exclusive plus pari passu charge)	Market Value for Assets charged on Exclusive basis	Carrying /book value for exclusive charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRM market value is not applicable)	Market Value for Pari passu charge Assets will	Carrying value/book value for pari passu charge asset where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRM market value is not applicable)	Total Value (=E+L+N+O)		
		Book Value	Book Value	Yes / No	Book Value	Book Value								
ASSETS														
Property, Plant and Equipment			28.83	No			582.65		611.48					
Capital Work-in-Progress														
Right of Use Assets														
Goodwill														
Intangible Assets							14.88		14.88					
Intangible Assets under Development														
Investments							1,970.62		1,970.62					



Loans	THIS REPRESENTS THE LOANS RECEIVABLES			YRS	4,647.29	15,331.21			19,978.50			19,978.50	19,978.50
Inventories													
Trade Receivables													
Cash and Cash Equivalents	THIS REPRESENTS BALANCE WITH BANKS INCLUDING CURRENT ACCOUNT AND DEPOSITS			YES			2,105.59		2,105.59				
Bank Balances other than Cash and Cash Equivalents	THIS REPRESENTS BANK FDs MATURING AFTER 3 MONTHS			YES			37.41		37.41				
Others	THIS REPRESENTS THE OTHER RECEIVABLES, D TA, OTHER NON FINANCIAL ASSETS AND OTHER FINANCIAL ASSETS			YES			883.09		883.09				
Total			28.83		4,647.29	15,331.21	5,594.24		25,601.57			19,978.50	19,978.50

Amj



LIABILITIES												
Debt securities to which this certificate pertains												
Other debt sharing pari-passu charge with above debt			YES	4,500.00						4,500.00		
Other Debt					2,983.45					2,983.45		
Subordinated debt												
Borrowings									1,634.76	1,634.76		
Bank												
Debt Securities		18.90	YES							18.90		
Others (interest accrued)									3,279.89	3,279.89		
Trade payables			YES	147.29	619.49	224.74				991.52		
Lease Liabilities												
Provisions												
Others									39.76	39.76		
Equity & Liability									846.25	846.25		
Total									4,287.13	4,287.13		
Cover on Book Value		18.90		4,647.29	10,602.94	224.74	10,107.70	25,601.57				
Cover on Market Value ^a												
			Exclusi ve Securit y Cover Ratio	1.53	Pari- Passu Securit y Cover Ratio	1.00	1.45					

not to be
filled

c) Compliance of all the covenants/terms of the issue in respect of listed debt securities of the listed entity

We have examined the compliances made by the listed entity in respect of the all the covenants/terms of the issue of the listed debt securities (MCD's) and certify that the company has complied with all the covenants/terms of the issue by the listed entity.

ALEX K BABU
MANAGING DIRECTOR

Amy





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/157/23-24

To,

Vistra ITCL (India) Limited

IL&FS Centre, 5th Floor, Plot No.

C-22, G Block, Bandra Kurla

Complex, Bandra East, Mumbai

- 400051

&

Mitcon Credentia Trusteeship Services Limited

1402/1403, 14th Floor, Dalamal Tower

B-Wing 211, Free Press Journal Marg, Nariman Point,

Mumbai, Maharashtra

400021

Certificate of End use of Funds by Hedge Finance Limited

1. This certificate is issued in accordance with the terms of your email dated August 10th, 2023.

Management Responsibility

2. 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 the Statement of End Use.
3. 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 Trustee.



Auditor's Responsibility

4. It is our responsibility to provide a reasonable assurance whether:
- The amounts given in the Table I and Table II have been extracted from the unaudited books of accounts for the period ended 30 June 2023 and other related records of the Company and the computation of the Statement of End Use of Funds are arithmetically correct.
 - The company has utilized the funds for the purpose for which it has been raised.
5. 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.
6. 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

7. Based on examination of books of accounts and other relevant records/documents, we hereby certify that the listed entity has vide its Board Resolution and information memorandum/ offer document and under various Debenture Trust Deeds, has issued the following listed debt securities:

Table I

ISIN	Private Placement/Public Placement	Secured/Unsecured	Sanctioned Amount
INE01ZK07CB4	Private placement	Secured	5.00 Crore
INE01ZK07FS1	Private placement	Secured	5.00 Crore
INE01ZK07FT9	Private placement	Secured	5.00 Crore
INE01ZK07G08	Private placement	Secured	5.00 Crore
INE01ZK07GN0	Private placement	Secured	5.00 Crore



INE01ZK07HK4	Private placement	Secured	5.00 Crore
INE01ZK07HJ6	Private placement	Secured	5.00 Crore
INE01ZK07IH8	Private placement	Secured	5.00 Crore
INE01ZK07IG0	Private placement	Secured	5.00 Crore

8. On the basis of books of accounts, records and documents produced before us for verification, it is certified that Hedge Finance Limited having its regd. Office at Hedge House, Mamangalam, Palarivattom P.O, Kochi, Ernakulam - 682025 have utilized the funds raised through above-mentioned securities as detailed below:

Table II

ISIN	Particulars of Expenses	Head of Expenses	Amount (Rs.)
INE01ZK07CB4 INE01ZK07FS1 INE01ZK07FT9 INE01ZK07G08 INE01ZK07GN0 INE01ZK07HK4 INE01ZK07HJ6 INE01ZK07IH8 INE01ZK07IG0	Onward lending of loans & Advances	1. Onward lending, financing and for repayment/ prepayment of principal and interest on borrowings of the company 2. Issue related expenses	45.00 Crore

For Mohandas & Associates
 Chartered Accountants
 ICAI Firm Registration No: 002116S

[Signature]



Mohandas A
 [Partner]
 Membership No: 036726
 UPIN :- 23036726861WBBJ 5650

Place :- Thrissur
 Date :- 11/08/2023

Hedge



Date:

To

The Manager
Bombay Stock Exchange Ltd
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai

Disclosures required by Regulation 52(7) and Regulation 52 (7A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended 30.06.2023

As required by Regulation 52(7) and Regulation(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)



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 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 Ltd	INE01ZK07CB4	Private Placement	Non Convertible Debentures	24-12-2020	Rs.5 Crore	-	No	-	-
Hedge Finance Ltd	INE01ZK07FS1	Private Placement	Non Convertible Debentures	02-08-2022	Rs.5 Crore	-	No	-	-
Hedge Finance Ltd	INE01ZK07FT9	Private Placement	Non Convertible Debentures	02-08-2022	Rs.5 Crore	-	No	-	-
Hedge Finance Ltd	INE01ZK07GN0	Private Placement	Non Convertible Debentures	27-10-2022	Rs.5 Crore	-	No	-	-
Hedge Finance Ltd	INE01ZK07G08	Private Placement	Non Convertible Debentures	27-10-2022	Rs.5 Crore	-	No	-	-
Hedge Finance Ltd	INE01ZK07HK4	Private Placement	Non Convertible Debentures	01-03-2023	Rs.5 Crore	-	No	-	-



Hedge



Hedge Finance Ltd	INE01ZK07HJ6	Private Placement	Non Convertible Debentures	01-03-2023	Rs.5 Crore	-	No	-	-
Hedge Finance Ltd	INE01ZK07IG0	Private Placement	Non Convertible Debentures	28-06-2023	Rs.5 crore	-	No	-	-
Hedge Finance Ltd	INE01ZK07IH8	Private Placement	Non Convertible Debentures	28-06-2023	Rs.5 crore	-	No	-	-

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

Particulars	Remarks
Name of listed entity	Hedge Finance Limited
Mode of Fund raising	Public Issue/Private placement
Type of instrument	Non-convertible debentures
Date of raising funds	01/04/2023 to 30/06/2023 (Allotment date : 28/06/2023)
Amount raised	Rs.10 Cr
Report filed for the quarter ended	June 30,2023
Is there a deviation/variation in use of funds raised	No
Whether any approval is required to vary the objects of the issue stated in the prospectus/offer document	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

CIN: U65923KL2011PLC027672

Hedge Finance Limited

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

Email: info@hedgefinance.com Web: www.hedgefinance.com

NA	NA	NIL	NIL	NIL	NIL	NA
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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




Particulars	Remarks
Name of listed entity	Hedge Finance Limited
Mode of fund raising	Public Issue/Private Placement
Type of instrument	Non Convertible Debentures
Date of raising funds	11/04/23 to 30/06/23
Amount raised	₹ 100 Cr
Report filed for the quarter ended	31/03/23
Is there a deviation in use of funds raised	No
Whether any approval is required for any deviation of the issue stated in the prospectus/offer document	No
If yes, details of the approval sought	NA
Date of approval	NA
Explanation for the deviation	NA
Comments of the Audit Committee after review	NA
Comments of the auditors, if any	NA
Objects for which funds have been raised and whether there has been a deviation in following table:	Consistent with Working Capital requirements

Original Object	Modified Object	Original Allocation (₹ Cr)	Modified Allocation (₹ Cr)	Funds Utilized (₹ Cr)	Amount of deviation/variation accounting to respective object (in Rupee and in %)	Remarks