



Suraksha, Hamesha Aapke Saath

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## PART 1

Date: 21<sup>st</sup> November 2024

To,  
Chief Operating Officer & Compliance Officer  
Axis Trustee Services Ltd,  
The Ruby, 2<sup>nd</sup> Floor (SW)  
29, Senapati Bapat Marg,  
Dadar West, Mumbai – 400 028

Dear Sir/Madam,

### **Sub: Quarterly Compliance Report for the Quarter ending September 2024**

In compliance with the Securities and Exchange Board of India (SEBI) (Debenture Trustee) Regulations, 1993, the SEBI (Listing Obligations and Disclosure Requirements) 2015, and the Companies Act 2013, as amended from time to time we furnish the required information for your needful.

Sr.	Particulars of Information/Documents	[Yes/ No/ Partially Furnished]
1.	Management Confirmations	Yes
2.	Statutory Auditor's Certifications	Yes
3.	Original / Certified True Copies of documents annexed along with the QCR	Yes

For Universal Sompo General Insurance Co. Ltd.

Aarti Kamath  
Company Secretary & Compliance Officer  
Membership no: F6703

### **Universal Sompo General Insurance Co. Ltd.**

Registered & Corporate Office: 8<sup>th</sup> Floor and 9<sup>th</sup> Floor (South Side), Commerz, International Business Park, Oberoi Garden City, Off. Western Express Highway, Goregaon East, Mumbai - 400063 Tel: 022 69979900 Website: [www.universalsompo.com](http://www.universalsompo.com)  
Email: [contactus@universalsompo.com](mailto:contactus@universalsompo.com) CIN# U66010MH2007PLC166770 | IRDAI. No.: 134



**Universal Sompo**  
General Insurance

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## PART 2

**Management Confirmations viz., declaration/certificates to be signed by key managerial personnel  
[Managing Director/ Whole Time Director/CEO/ CS/CFO of the Issuer]**

### A. Statutory/Compliance Confirmations

Sr. No.	Particulars
1.	The Issuer is in compliance with the provisions of the Companies Act, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement), Regulations, 2015, the listing agreement of the stock exchange or the trust deed or any other regulations issued by the Board pertaining to debt issue of the Companies Act 2013, as applicable and there is no event of default which has occurred or continuing or subsisting as on date.
2.	There are no additional covenants (including side letters, accelerated payment clause, etc.) other than those covered in transaction documents
3.	There are no changes to, material modification or restructuring of the terms of Issue like maturity date, coupon rate, face value, redemption schedule, nature of the non-convertible debt securities (Secured/Unsecured) etc.
4.	There is no major change in composition of its Board of Directors, which may amount to change in control as defined in SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
5.	There is no change in nature and conduct of business of the Issuer.
6.	There is no amalgamation, demerger, merger or corporate restructuring or reconstruction scheme proposed by the Issuer
7.	There are no outstanding litigations, orders, directions, notices, of court/tribunal affecting, or likely to materially affect the interests of the Debenture Holders or the assets, mortgaged and charged under security creation documents, if any
8.	There were no proposals placed before the board of directors, for considering alterations to any ISIN for which ATSL is debenture trustee, seeking- <ul style="list-style-type: none"> <li>- alteration in the form or nature of the ISIN;</li> <li>- alteration in rights or privileges of the holders thereof;</li> <li>- alteration in the due dates on which interest or redemption is payable</li> <li>- any matter affecting the rights or interests of holders.</li> </ul>
9.	There are no changes to the security provisions such as: <ul style="list-style-type: none"> <li>- a change in underlying security</li> </ul>

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	<ul style="list-style-type: none"> <li>- creation of additional security or</li> <li>- creation of security in case of unsecured debt securities</li> </ul>
10.	<p>There were no disclosures made to the stock exchange in terms of Regulation 51(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which may have a bearing on the performance/operation of the Issuer, price sensitive information or on the payment of interest or redemption of the Debentures.</p> <p><b>The Company had filed intimation to stock exchange w.r.t following:</b></p> <ol style="list-style-type: none"> <li><b>1. Board Meeting scheduled date</b></li> <li><b>2. Proceeding of Annual General Meeting</b></li> </ol>
11.	Status with respect to compliance of all covenants of the listed debt securities.
12.	The submissions to the stock exchange have been done in timely manner as per Applicable Law and requisite information has been provided to the Debenture Trustee and debenture holders, as applicable.
13.	<p>In the event any security has been provided in terms of the transaction documents:</p> <ul style="list-style-type: none"> <li>- Security Documents executed by the Issuer remain valid (including but not limited to the purpose of and as provided in Limitation Act 1963), subsisting and binding upon the Issuer.</li> <li>- assets are free from any other encumbrances except those which are specifically agreed to by the debenture holders</li> <li>- Assets have been insured against all risks as prescribed in the Prospectus/Information Memorandum of the captioned Debentures and Security Documents thereof.</li> <li>- All the Insurance policies obtained are valid, enforceable and cover the risks as required under the Information Memorandum/Debenture Trust Deed and are endorsed in favour of Debenture Trustee as 'Loss Payee'. The premium in respect of the following insurance policies have been paid.</li> </ul> <p><b>Not Applicable as debentures are unsecured in nature</b></p>
14.	<p>The Debentures have not been issued for financing of any project or for financing working capital. In case the Debentures have been issued for the same then the Company to provide the following:</p> <ol style="list-style-type: none"> <li>i. Reports from the lead bank regarding progress of the project during the implementation period of the project:</li> <li>ii. Statutory auditor certificate regarding utilization of funds.</li> </ol> <p><b>Not applicable for the reportable quarter.</b></p>

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## B. Others

Sr. No.	Particulars
1.	Details of Corporate Debt Restructuring proposed or implemented or under implementation [if any]  No such proposal is proposed during the current quarter.
2.	Details of lenders/creditors joining or entering into Inter Creditor Agreement as per RBI guidelines.  NA
3.	Details of Fraud/defaults by promoter or key managerial personnel or by Issuer or arrest of key managerial personnel or promoter;  Nil
4.	Details of one-time settlement with any bank (if any);  NA
5.	Details of Reference to Insolvency or a petition (if any) filed by any creditor  NA
6.	Confirmation that a functional website containing, amongst other requirements as per Reg. 62 of the SEBI LODR, the following information is maintained by the Issuer:- <ul style="list-style-type: none"> <li>- Details of business</li> <li>- Composition of Board</li> <li>- Financial Information including <ul style="list-style-type: none"> <li>(i) notice of Meeting of Board of Directors where financial results shall be discussed</li> <li>(ii) financial results, on the conclusion of the meeting of the board of directors where the financial results were approved</li> <li>(iii) complete copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report etc</li> </ul> </li> <li>- email address for grievance redressal and contact information of designated officials of issuer handling investor grievance.</li> <li>- name of the debenture trustees with full contact details.</li> <li>- the information, report, notices, call letters, circulars, proceedings, etc concerning non-convertible debt securities.</li> <li>- all information and reports including compliance reports filed by the Issuer. <ul style="list-style-type: none"> <li>(i) Default by issuer to pay interest or redemption amount – N.A.</li> <li>(ii) failure to create a charge on the assets - N.A.</li> <li>(iii) all credit ratings obtained by the entity for all its listed non-convertible securities, updated immediately upon any revision in the ratings [if any]</li> <li>(iv) statements of deviation(s) or variation(s) as specified in sub-regulation (7) and sub-regulation (7A) of regulation 52 of these regulations. – N.A.</li> <li>(v) annual return as provided under section 92 of the Companies Act, 2013 and the rules made thereunder.</li> </ul> </li> </ul>
7.	<b>Information to be submitted to the Debenture holders (Regulation 58)</b>

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	<p>Confirmation that we shall in terms of the <b>Regulation 58 of the SEBI (Listing Obligations and Disclosure Requirements) 2015</b> send to the Debenture Holders the following documents and information:-</p> <ul style="list-style-type: none"><li>- Soft copies of full annual reports to those who have registered their email address(es) either with the Issuer or with any depository.</li><li>- Hard copy of statement containing the salient features of all the documents, as specified in Section 136 of Companies Act, 2013 and rules made thereunder to those holders who have not registered their email address.</li><li>- Hard copies of full annual reports to those who request for the same.</li><li>- Notice(s) of all meetings of holders of non-convertible debt securities specifically stating that the provisions for appointment of proxy as mentioned in Section 105 of the Companies Act, 2013, shall be applicable for such meeting.</li><li>- Proxy forms to holders of non-convertible debt securities which shall be worded in such a manner that holders of these securities may vote either for or against each resolution.</li></ul> <p><b>Above compliance is not applicable for the reporting quarter as the listing date of debt securities is 29<sup>th</sup> July 2024 and Annual reports and other supporting document is shared before the listing for the AGM convened on 30<sup>th</sup> July 2024 in accordance with timeline specified under the Companies Act, 2013.</b></p>
8.	Issuer to provide status of compliance and details of disclosures with respect to issue of green debt securities, if applicable. – <b>Not Applicable</b>
9.	<p><b>Documents and Intimation to Debenture Trustees (Regulation 56 of SEBI LODR Regs)</b></p> <p>Please provide confirmation (along with necessary details of the intimation done to ATSL) on the following documents and information sent to ATSL. In case any of the following points are not applicable – you are requested to provide rationale for the non-applicability.</p> <ol style="list-style-type: none"><li>1. A copy of the annual report &amp; utilization report/certificate (as may be applicable) as per Reg. 56 (1)(a) of SEBI LODR Regulations. - <b>Above compliance is not applicable for the reporting quarter as the listing date of debt securities is 29<sup>th</sup> July 2024 and Annual reports and other supporting document is shared before the listing for the AGM convened on 30<sup>th</sup> July 2024 in accordance with timeline specified under the Companies Act, 2013.</b></li><li>2. Copy of notices, resolutions, report, call letters, circulars, proceedings, etc., concerning new issuance of NCDs and meetings of NCD holders in the manner specified in Reg. 56 (1)(b) of SEBI LODR Regs.- <b>Not applicable as no such issue initiated by the Company.</b></li><li>3. Details regarding :(i) any revision in the rating;(ii) any default in timely payment of interest or redemption or both in respect of the non-convertible debt securities;(iii) failure to create charge on the assets;(iv) all covenants of the issue (including side letters, accelerated payment clause, etc. in the manner specified in Reg. 56 (1)(c) of SEBI LODR Regs.- <b>Not applicable as no such revisions during the reporting period.</b></li><li>4. Details of all material events and/or information as disclosed under regulation 51 of SEBI LODR Regulations in the manner provided in Reg. 56(1) (1A) of SEBI LODR Regulations. - <b>Not applicable as no such instance reported.</b></li></ol>

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### C. ISIN WISE CONFIRMATIONS

1. Details of Issue size, outstanding amount and other details as on 30.09.2024 (date will change for each quarter)

Sr No	ISIN	Issue Size	Outstanding as on 30.09.2024	Early payment details (if any)	Call/Put Option details (if exercised in past)
1.	INE635M08015	150 Crores	150 Crores	N.A	N.A.

2. Details of Interest/principal payment due in the quarter

ISIN No	Series/ tranche	Due date of redemption and/or interest (falling in the quarter)	If Paid		If delayed/ defaulted	Unpaid/ defaulted
INE635M08015	-	N.A.	Date of payment- N.A	Date of intimation to Stock Exchange of payment status within one working day of its becoming due As per Reg. 57 SEBI LODR – N.A.	Reasons thereof and further action taken, if any- N.A.	Date of intimation to Stock Exchange of payment status within one working day of its becoming due as per Reg. 57 SEBI LODR - N.A

3. Details of complaints/grievances in the following format. In case no complaints have been received, a confirmation thereof.

ISIN No.	No. of pending Complaints at the end of last quarter	No. of complaints received during the quarter	Nature of the Complaint(s) [delay/default in interest/redemption/others]	No. of complaints resolved during Quarter [within 30 days]	No. of complaints unresolved during Quarter [more than 30 days]	Reason (if pending for more than 30 days)	Steps taken to resolve the complaint

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<b>INE63 5M08 015</b>	Nil	Nil	Nil	Nil	Nil	N.A.	N.A.
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#### 4. Recovery Expense Fund <sup>1</sup>

Issue Size (in ₹ crores)	ISINs	Size/ Value of Recovery fund maintained as on last day of the quarter	Date of creation of REF	Mode of maintenance	Addition in the Recovery Expense Fund during the quarter	Details of funds withdrawn on account of redemption, in other issuances or otherwise if any, during the quarter
<b>1,50,00,00,000</b>	<b>INE635M08015</b>	<b>₹ 1,50,000</b>	<b>26<sup>th</sup> July 2024</b>	<b>Cash</b>	<b>N.A</b>	<b>N.A.</b>

#### 5. Debenture Redemption Reserve as per Companies (Share Capital and Debentures) Rules, 2014<sup>2</sup>

Issue size (including ISIN)	Type of entity (NBFC/ HFC/FI/ Other) alongwith with listing status	Applicability of Debenture Redemption Reserve [DRR] <sup>3</sup>	DRR [in % and in amount Crs.] created as per Companies (Share Capital and Debentures) Rules, 2014) <sup>4</sup>	Details of depletion of the DRR /invocation of guarantee which could affect the payment of debt obligations (if any)
<b>1,50,00,00,000</b>	Other	Yes	DRR will created by the company before 31 <sup>st</sup> March 2024	NA

<sup>1</sup> Annual confirmation is due by 75<sup>th</sup> day from the end of financial year

<sup>2</sup> Annual confirmation is due by 75<sup>th</sup> day from the end of financial year

<sup>3</sup> Not Applicable for All India Financial Institutions regulated by RBI, Banking Companies, listed and unlisted NBFCs and HFCs registered with RBI, equity listed companies. Applicable to debt listed companies and others.

<sup>4</sup> 10% of outstanding value of debentures.

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**6. Debenture Redemption Funds as per Companies (Share Capital and Debentures) Rules, 2014<sup>5</sup>**

ISIN (that is maturing in the current FY)	Issue Size (in ₹ crores)	Amount outstanding	Status of maintenance of DRF <sup>6</sup> (15% of amount of debentures maturing during the year ending on 31st March or invest in securities enlisted in Rule 18 (1) (c) of Companies (Share Capital and Debenture) Rules, 2014)
NA	NA	NA	NA

**7. Unclaimed Interest / Redemption**

ISIN no. for which interest /redemption is unclaimed	No. of days for which unclaimed	If more than 30 days, whether transferred to escrow account [if so, provide details]	If unclaimed for more than seven years whether transferred to the 'Investor Education and Protection Fund'
NA	NA	NA	NA

<sup>5</sup> Annual confirmation is due by 75<sup>th</sup> day from the end of financial year

<sup>6</sup> Applicable to listed companies, listed NBFCs and HFCs registered with RBI for their public issuances. In case of private issuances to unlisted companies.

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**Part 3**

**Statutory Auditor Confirmations [duly signed and on letter head of Statutory Audit Firm]**

Sr.	Particulars of Information/Documents
<b>A</b>	<b>Unsecured Listed Debt Issuances</b>
<b>1</b>	<b>Quarterly Confirmations:</b>
	<ul style="list-style-type: none"> <li>➤ Compliance status with respect to financial covenants</li> <li>➤ Compliance status with respect to all other covenants mentioned IM/PPM and DTDThe Certificate issued by the statutory auditor of the issuer company shall have the Unique Document Identification Number (UDIN) generated in the manner prescribed by the relevant regulatory authority.</li> </ul>
<b>2</b>	<b>Half Yearly Confirmations:</b>
	<ul style="list-style-type: none"> <li>➤ Half yearly certificate regarding confirmations of compliance of all covenants with respect to the debt securities shall be submitted for HY1 and HY2 as per Reg 56 (1)(d) of SEBI LODR Regulations along with Q2 and Q4 QCR.</li> <li>➤ The Certificate issued by the statutory auditor of the issuer company shall have the Unique Document Identification Number (UDIN) generated in the manner prescribed by the relevant regulatory authority.</li> </ul>
<b>B</b>	<b>Other Confirmations (Applicable for Secured and Unsecured Listed Debt Issuances):</b>
	<ul style="list-style-type: none"> <li>- End Utilisation of Funds certificate from statutory auditor of the entity along with quarterly financial result:-</li> <li>- Where the funds are raised for financing projects – Certificate from the auditor of the entity in respect of utilization of funds for the implementation period of the project for which the funds have been raised;</li> <li>- Where the funds are raised for financing working capital or general corporate purposes or for capital raising purposes – Auditor certificate be submitted at the end of each financial year till the funds have been fully utilised or the purpose for which these funds were intended has been achieved.</li> <li>- Annual confirmation from Statutory Auditor is due by 75<sup>th</sup> day from the end of financial year</li> </ul>

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**PART 4**

*Original / Certified True Copies of documents [as applicable] to be annexed to the QCR*

Sr. no	Particulars of Documents					
a.	ISSUE-WISE PARTICULARS					
	ISIN no.	Serie s/ tranc he	Name(s) of Debentur e Holder	Address	Contact No.	Email Id
	INE635M0 8015	-	ADITYA BIRLA FINANCE LIMITED	18 <sup>TH</sup> FLR ONE INDIA BULL'S TOWER NI 1 JUPITER MILL COMPD 841 SB RD ELEPHINST ONE ROAD, MUMBAI	0223996 3651	<a href="mailto:abfl.saleofshares@adityabirlacapital.com">abfl.saleofshares@adityabirlacapital.com</a>
			UNITY SMALL FINANCE BANK LIMITED	HDFC BANK LIMITED CUSTODY OPERATIO NS, EMPIRE PLAZA, 1 4TH FLOOR, LBS MARG CHANDAN NAGAR, VIKHROLI WEST Mumbai	6871841 1	<a href="mailto:treasury.ops@unitybank.co.in">treasury.ops@unitybank.co.in</a>
			GENEV CAPITAL PRIVATE LIMITED	EUCHARIST IC CONGRESS III, 9TH FLOOR, 5 CONVENT ROAD COLABA, MUMBAI, MAHARAS HTA.		<a href="mailto:GENEV_BO@GENEVCAP.COM">GENEV_BO@GENEVCAP.COM</a>

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				47 B LAD SOCIETY, NR JUDGES BUNGLOW S, BODAKDEV SATELITE, AHMEDAB AD, 380015	9228127 772											
			MONEY WISE FINANCI AL SERVICE S PVT. LTD.	MONEYWIS E FINANCIAL SERVICES PVT LTD, 11/6B, SHANTI CHAMBER, PUSA ROAD, NEW DELHI, 110005												
						<a href="mailto:deepaksingh@smcfinance.com">deepaksingh@smcfinance.com</a>										
<b>b.</b> Letter from Credit Rating Agency along with rationale for revision																
<table border="1"> <thead> <tr> <th>ISIN Nos.</th><th>Issue Size</th><th>Name of CRA/s</th><th>Previous Rating</th><th>Revision in Credit Ratings</th></tr> </thead> <tbody> <tr> <td>INE635M08015</td><td>150 crores</td><td>ICRA Limited CARE Ratings Limited</td><td>AA (stable) AA (stable)</td><td>N A</td></tr> </tbody> </table>						ISIN Nos.	Issue Size	Name of CRA/s	Previous Rating	Revision in Credit Ratings	INE635M08015	150 crores	ICRA Limited CARE Ratings Limited	AA (stable) AA (stable)	N A	
ISIN Nos.	Issue Size	Name of CRA/s	Previous Rating	Revision in Credit Ratings												
INE635M08015	150 crores	ICRA Limited CARE Ratings Limited	AA (stable) AA (stable)	N A												
<b>c.</b> All Insurance Policies duly endorsed in favour of the Debenture Trustee as 'Loss Payee'.(If applicable) – <b>Not applicable</b>																
<table border="1"> <thead> <tr> <th>Issue Size</th><th>Policy No.</th><th>Coverage (Rs.)</th><th>Period &amp; expiry date</th><th>Status of Endorsement</th></tr> </thead> <tbody> <tr> <td></td><td></td><td></td><td></td><td></td></tr> </tbody> </table>						Issue Size	Policy No.	Coverage (Rs.)	Period & expiry date	Status of Endorsement						
Issue Size	Policy No.	Coverage (Rs.)	Period & expiry date	Status of Endorsement												
<b>d.</b> Copy of <i>un-audited</i> quarterly financials [signed by MD/Executive Director] along with Limited Review Report prepared by the statutory auditors - <b>The Company has provided the Outcome of the Board meeting held on 29<sup>th</sup> October, 2024 along with the Unaudited financial results for the quarter ended 30<sup>th</sup> September, 2024 to the Stock Exchange and the Debenture Trustee vide its email dated 29<sup>th</sup> October, 2024</b>																
<ul style="list-style-type: none"> <li>- To cover line items mentioned under Reg 52 (4), 54(2) &amp; 54(3) of SEBI LODR</li> <li>- To be submitted within 45days from the end of the quarter except last quarter</li> <li>- To be submitted within 60 days from the end of last quarter i.e March quarter</li> <li>- To be submitted to the trustee on same day as submitted to stock exchanges</li> </ul>																
<p>* In case issuer's accounts are audited by Comptroller and Auditor General of India, the report to be provided by any practicing Chartered Accountant. - NA</p>																

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	<p>Note: The Listed entity to submit :</p> <ol style="list-style-type: none"> <li>statement of assets and liabilities and statement of cash flows as at the end of every half year, by way of a note, along with the financial results.[Reg.52(2A) of SEBI LODR] – <b>Submitted to exchange and trustee on October 29, 2024</b></li> <li>a statement indicating the utilisation of the issue proceeds of non-convertible securities, in such prescribed format along with quarterly financial results till such proceeds of issue have been fully utilised or the purpose for which the proceeds were raised has been achieved. [Reg.52(7) of SEBI LODR] - <b>Submitted to exchange and trustee on October 29, 2024</b></li> <li>Statutory Auditors certificate for year ending March 31<sup>st</sup> is due by 75<sup>th</sup> day from the end of financial year – <b>Not applicable for the reporting quarter</b></li> </ol>
e.	<p>Copy of <i>audited</i> quarterly and year to date standalone financial results [signed by MD/Executive Director] –</p> <p><b>The Company has provided the Outcome of the Board meeting held on October 29, 2024 along with the Unaudited financial results for the quarter ended September 30, 2024 to the Stock Exchange and the Debenture Trustee vide its email dated October 29, 2024</b></p> <ul style="list-style-type: none"> <li>- To cover line items mentioned under Reg 52 (4), 54(2) &amp; 54(3) of SEBI LODR</li> <li>- To be submitted within 45 days from the end of the quarter except last quarter</li> <li>- To be submitted within 60 days from the end of last quarter i.e March quarter</li> <li>- To be submitted to the trustee on same day as submitted to stock exchanges</li> </ul> <p>Note: The Listed entity to submit a statement of assets and liabilities and statement of cash flows as at the end of every half year, by way of a note, along with the financial results.]</p>
f.	<p>Annual audited standalone and consolidated financial results, along with the statutory auditors report, the directors report, annual report, profit and loss accounts, balance sheets – <b>Not applicable</b></p> <ul style="list-style-type: none"> <li>- To cover line items mentioned under Reg 52 (4), 54(2) &amp; 54(3) of SEBI LODR.</li> <li>- To be submitted on the same day as submitted to the stock exchanges which shall be within 60 days from the end of the financial year.</li> <li>- In case issuers are audited by Comptroller and Auditor General of India <ul style="list-style-type: none"> <li>(i) financial results audited by auditor appointed by the Comptroller and Auditor General of India to be submitted to the Stock Exchange(s) and trustees within sixty days from the end of the financial year.</li> <li>(ii) on completion of audit by the Comptroller and Auditor General of India- the financial results to be submitted to the Stock exchange(s) and debenture trustee within nine months from the end of the financial year.</li> </ul> </li> </ul>
g.	<p>Issue Wise/ISIN Wise Utilization Statement submitted to Stock Exchange as per Reg. 52(7) of SEBI LODR on quarterly basis until the debenture proceeds are completely utilized or the purpose for which the funds have been raised is achieved.</p> <p>Note- Annual confirmation from Statutory Auditor is due by 75<sup>th</sup> day from the end of financial year</p>
h.	Material deviation in the use of proceeds as compared to the objects submitted to stock exchange, if applicable.

#### **Universal Sompo General Insurance Co. Ltd.**

Registered & Corporate Office: 8<sup>th</sup> Floor and 9<sup>th</sup> Floor (South Side), Commerz, International Business Park, Oberoi Garden City, Off. Western Express Highway, Goregaon East, Mumbai - 400063 Tel: 022 69979900 Website: [www.universalsompo.com](http://www.universalsompo.com)  
Email: [contactus@universalsompo.com](mailto:contactus@universalsompo.com) CIN# U66010MH2007PLC166770 | IRDAI. No.: 134



**Universal Sompo**  
**General Insurance**

Suraksha, Hamesha Aapke Saath



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i.	Comments/report received from Monitoring agency, appointed if any, to monitor utilization of proceeds of public issue or rights issue or preferential issue or qualified institutions placement, if applicable. – <b>Not applicable</b>  Note: The listed entity is required to submit such comments/report received from monitoring agency with the stock exchanges within 45 days from end of each quarter. The said requirement is effective from 14.11.2022 [Reg 32(6) of SEBI LODR]
j.	Confirmation on whether the report received from monitoring agency as mentioned in sr.no.(i) above has been placed before Audit Committee meeting on quarterly basis, promptly upon its receipt, if applicable. [Reg 32(7) of SEBI LODR] - <b>Not applicable</b>
k.	ISIN Wise intimations sent to Stock Exchange as per Regulation 57 of the SEBI LODR with respect to interest/principal payment of Debentures - <b>Not applicable</b>
l.	Periodical reports from lead bank regarding progress of the Project [in case debentures are raised for financing projects] - <b>Not applicable</b>
m.	Annual report as per Reg 53 (2)(a) of SEBI LODR for financial year end. - <b>Not applicable for reporting quarter</b>
n.	Stock Exchange Confirmation on the REF created or replenished during the quarter, the annual confirmation is due by 75 <sup>th</sup> day from the end of financial year – <b>Received</b>

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Email: [contactus@universalsompo.com](mailto:contactus@universalsompo.com) CIN# U66010MH2007PLC166770 | IRDAI. No.: 134

**S.C. Bapna & Associates  
Chartered Accountants**

305, Lodha Supremus,  
Off Mahakali Caves Road,  
Andheri East,  
Mumbai – 400 069

**S K Patodia & Associates LLP  
Chartered Accountants**

(Converted into LLP w.e.f. 15th  
December 2023)  
Sunil Patodia Tower  
J.B. Nagar, Andheri (East),  
Mumbai – 400 099

To,  
The Board of Directors,  
Universal Sompo General Insurance Company Limited  
1<sup>st</sup> Floor Unit No 103 Akruti Star MIDC  
Andheri East, Mumbai – 400093  
Maharashtra – India

**Independent Joint Auditors' Certificate on compliance with covenants for the quarter ended 30<sup>th</sup>September, 2024 as per Debenture Trust Deeds / Information Memorandum/ Debenture Trustee Agreement for submission to the Axis Trustee Services Ltd.**

1. This Certificate is issued in accordance with the terms of engagement dated 5<sup>th</sup>August, 2024.
2. We S C Bapna & Associates and S K Patodia & Associates LLP ("Joint Auditors" or "we" or "us") have been requested by the management of the Universal Sompo General Insurance Company Limited ("Company") to issue a certificate on the correctness of the particulars provided in annexed Statement for the compliance of covenants for its Unsecured, rated, listed, Non-Cumulative, Subordinate, Non-convertible Debentures ("NCD's") for the quarter ended 30<sup>th</sup>September, 2024 ("the Statement"), in accordance with Annexure II of Circular no. SEBI/HO/MIRSD/ MIRSD\_CRADT/ CIR/P/2022/67 dated 19<sup>th</sup>May, 2022 issued by Securities and Exchange Board of India in terms of Regulation 56(1)(d) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Regulations"), for submission to the Axis Trustee Services Limited ("Debenture Trustee"). The said "Statement" has been prepared by the management and certified by the Finance Controller of the Company. We have initialed the Statement for identification purposes only.

**Management Responsibilities**

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 designing, implementing, and maintaining 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. Further, the Management of the Company is responsible for ensuring that it complies with all covenants including financial covenants of the Debenture Trust Deeds / Information Memorandum / Debenture Trustee Agreements in respect of its NCD's for the quarter ended 30<sup>th</sup>September, 2024. The Management of the Company is also responsible for ensuring that it complies with all the relevant requirements of the Securities and Exchange Board of India ("SEBI") Circulars/Regulations, the Companies Act, 2013, Insurance Regulatory and Development

Authority of India Circulars/Regulations and other applicable laws and regulations as and when amended.

**Auditor's Responsibilities:**

4. Pursuant to the requirements as mentioned in paragraph 2 above, it is our responsibility to provide a limited assurance in form of conclusion based on examination of the unaudited standalone financial results of the Company for the quarter ended 30<sup>th</sup>September 2024 and other relevant records maintained by the Company as to whether it has not complied with the financial covenants mentioned in the Statement in respect of its NCD's for submission to the Debenture Trustee.
5. The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement; and consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.
6. Accordingly, we have performed the following procedures in relation to the Statement:
  - a) Obtained and read the Information Memorandum and Debenture Trust Deeds/Debenture Trustee Agreements in respect of its NCD's;
  - b) Obtained and verified the working and particulars of covenants as applicable, in accordance with the Annexure II of SEBI Circular no. SEBI/HO/MIRSD/ MIRSD\_CRADT/ CIR/P/2022/67 dated 19<sup>th</sup>May, 2022;
  - c) Reviewed the interest and principal payment, due if any;
  - d) Obtained and reviewed the credit rating letter issued to the Company;
  - e) Checked the arithmetical accuracy for applicable financial ratios as given in the Statement;
  - f) Obtained and reviewed the payment vouchers related to the payment made to Exchange for Recovery Expense Fund; and
  - g) Enquired from the management and obtained written representation letter wherever required.
7. The unaudited standalone financial information/results referred to in paragraphs 4 and 5 above have been reviewed by us for the quarter ended 30<sup>th</sup>September, 2024, on which we have issued an unmodified review conclusion vide our review report dated 29<sup>th</sup>October, 2024. We have conducted our review 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 results are free of material misstatement. A review is limited primarily to inquiries of the Corporation's personnel and analytical procedures applied to financial data and thus provides less assurance than an audit.

8. We have 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.
9. 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.

**Conclusion:**

10. Based on our examination and the procedures performed as mentioned in paragraph 6 above and according to the information and explanations given to us and Management representations obtained, nothing has come to our attention that causes us to believe that the Company has not complied with the financial covenants mentioned in the Statement in respect of its NCD's for submission to the Debenture Trustee.

**Restriction on Use:**

11. This Certificate is issued at the request of the Management of the Company to comply with the aforesaid Regulations, as a result, this Certificate may not be suitable for any other purpose and is intended solely and entirely for the above-mentioned purpose. Accordingly, our Certificate should not be quoted or referred to in any other document or made available to any other person or persons without our prior written consent. 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 into whose hands it may come without our prior consent in writing.

For **S C Bapna & Associates**  
Chartered Accountants  
Firm Registration No: 115649W  
  
JAI PRAKASH Digitally signed by JAI PRAKASH GUPTA  
GUPTA Date: 2024.10.29 15:42:40 +05'30'  
**Jai Prakash Gupta**  
Partner  
Membership No: 088903  
UDIN: 24088903BKGQBK2680

Place: Mumbai  
Date: October 29, 2024

For **S K Patodia & Associates LLP**  
Chartered Accountants  
Firm Registration No: 112723W/W100962  
  
ANKUSH Digitally signed by ANKUSH GOYAL  
GOYAL Date: 2024.10.29 16:14:12 +05'30'  
**Ankush Goyal**  
Partner  
Membership No: 146017  
UDIN: 24146017BKE SPR6226

Place: Mumbai  
Date: October 29, 2024