



October 17, 2022

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001.

Scrip Code: 540268

Subject: Certificate under Regulation 76 of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.

Dear Sir/Madam,

Please find enclosed herewith certificate under Regulation 76 of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018, issued by M/s. Mayank Arora & Co., Practicing Company Secretaries, Mumbai, for the quarter ended September 30, 2022.

Kindly take the same on your record and oblige.

Thanking You,

Yours faithfully,
For TruCap Finance Limited

Sonal Sharma
Company Secretary and Compliance Officer
Encl.: as above



TruCap Finance Limited
(Formerly known as Dhanvarsha Finvest Limited)

Regd. Off : 3rd Floor, A Wing, D. J. House, Old Nagardas Road, Andheri (East), Mumbai – 400 069
Tel : 1800 210 2100 | contact@dhanvarsha.co | www.dhanvarsha.co | CIN : L24231MH1994PLC334457

MAYANK ARORA & Co.

COMPANY SECRETARIES

To,
The Board of Directors
TruCap Finance Limited (Formerly known as Dhanvarsha Finvest Limited)
3rd Floor, A – Wing D.J. House,
Old Nagardas Road,
Andheri (East), Mumbai – 400 069

CERTIFICATE

I have examined the Register of Members, beneficiary details furnished by the Depositories and records/documents being maintained by **TRUCAP FINANCE LIMITED (Formerly known as Dhanvarsha Finvest Limited)** (herein referred as “the Company”) and **MCS Share Transfer Agent Limited**, its Registrar and Share Transfer Agent for issuing this certificate, as per Regulation 76 of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.

In my opinion and to the best of my information and according to the explanations given to me and based on such verification as considered necessary, I hereby certify the Reconciliation of Share Capital Audit Report annexed herewith for the quarter ended **30th September, 2022**.

For **Mayank Arora & Co.**
Company Secretaries
(ICSI Unique Code S2014MH267200)


MAYANK
ARORA

Mayank Arora
(Proprietor)
C.P. No.: 13609
M. No.: F10378
PR No. 679/2020

Date: 17/10/2022
Place: Mumbai

UDIN: F010378D001246602

Encl: As Above

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

1.	For Quarter Ended	30th September, 2022				
2.	ISIN	INE615R01029				
3.	Face Value	Rs. 2/- each				
4.	Name of the Company	TruCap Finance Limited (Formerly known as Dhanvarsha Finvest Limited)				
5.	Registered Office of the Company	3 rd Floor, A - Wing D.J. House, Old Nagardas Road, Andheri (East), Mumbai - 400 069				
6.	Correspondence Address	As Above				
7.	Telephone & Fax No.	022-6845 7200				
8.	Email Address	corpsec@trucapfinance.com				
9.	Name of the Stock Exchange where the Company's securities are listed	BSE Limited				
		Number of Shares		% of total Issued Capital		
10.	Issued Capital	10,81,72,376		100.00		
11.	Listed Capital (Exchange wise) (as per Company records)	10,79,72,376		99.82		
12.	Held in Dematerialized form in NSDL	4,27,53,798		39.52		
13.	Held in Dematerialized form in CDSL	6,37,20,578		58.91		
14.	Physical	14,98,000		1.38		
15.	Total No. of Shares (12+13+14)	10,79,72,376		99.82		
16.	Reasons for difference, if any between (10&11), (10&15), (11&15)	The Company has allotted 2,00,000 Equity Shares having face value of Rs. 2/- each under ESOP Plan - 2018 on September 30, 2022. The Listing and Trading approval for the same was received on October 10, 2022 from BSE Limited.				
17.	Certifying the details of changes in share capital during the quarter under consideration as per Table below:					
Particulars***	No. of Shares	Applied/ Not Applied for Listing	Listed on Stock Exchange (specify Names)	Whether intimated to CDSL	Whether intimated to NSDL	In-principal Approval pending from SE (specify Names)
Allotment of equity shares upon conversion of Compulsorily Convertible Debentures	2,87,500	Applied	BSE Limited	Yes	Yes	No

(CCDs)						
Allotment of equity shares under ESOP Plan - 2018	4,89,251	Applied	BSE Limited	Yes	Yes	No
Allotment of equity shares upon conversion of Compulsorily Convertible Debentures (CCDs)	1,06,250	Applied	BSE Limited	Yes	Yes	No
Allotment of equity shares upon conversion of Compulsorily Convertible Debentures (CCDs)	1,77,028	Applied	BSE Limited	Yes	Yes	No
Allotment of equity shares under ESOP Plan - 2018	21,059	Applied	BSE Limited	Yes	Yes	No
Allotment of equity shares under ESOP Plan - 2018	2,00,000	Applied	BSE Limited	Yes	Yes	No
*** Rights, Bonus, Preferential Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction Forfeiture, Any other (to specify).						
18.	Register of Members is updated			Yes		
	If not updated up to which date			Not Applicable		
19.	Reference of previous quarter with regards to excess dematerialized shares if any			NIL		
20.	Has the Company resolved the matter in point No. 19 above in the current quarter? If not reason why?			Not Applicable		
21.	Mention the total no. of requests if any confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay: None					
Total No. of demat request			No. of Requests	No. of Shares	Reasons for Delay	
Confirmed after 21 days			NIL	NIL	NIL	

Pending for more than 21 days	NIL	NIL	NIL
22.	Name, Telephone & Fax No. of Compliance Officer of the Company	<p>*Ms. Sonal Sharma Company Secretary & Compliance Officer Email id: corpsec@trucapfinance.com Phone No.: - 022 - 6845 7200</p> <p>*Mr. Lalit Chendvankar, Company Secretary & Compliance Officer of the Company resigned w.e.f close of business hours of October 13, 2022. He will continue as the Chief Compliance Officer and Legal Head and be designated as the Key Managerial Personnel of the Company pursuant to the provisions of section 203 of the Companies Act, 2013.</p> <p>Ms. Sonal Sharma was appointed as Company Secretary & Compliance Officer and designated as the Key Managerial Personnel of the Company with effect from October 14, 2022.</p>	
23.	Name, Address, Tel & Reg. No. of the Auditor	<p>Mayank Arora Proprietor C.P. No. : 13609 M No. F10378 M/s. Mayank Arora & Co Company Secretaries Address: Office No. 101, 1st Floor, Udyog Bhavan, Sonawala Road, Goregaon (East), Mumbai - 400 063 Email id : cs@mayankarora.co.in</p>	
24	Appointment of common agency for share registry work If yes, name & address :	<p>MCS Share Transfer Agent Limited K-215, 2nd Floor, Ansa Industrial Estate, Saki Vihar Road, Saki Naka, Andheri (East), Mumbai - 400 072.</p> <p>Tel: 022 - 2847 6021/6022 Fax: 022-2851 6021 Email: subodh@mcsregistrars.com</p>	
25.	Any other details that the PCS may like to provide (e.g. BIFR Company, delisting from SE, Company changed its name etc.)	<p>During the quarter ended September 30, 2022, the following has resulted in change in the issued share capital of the Company:</p> <ul style="list-style-type: none"> - Allotment of 2,87,500 equity shares having face value of Rs. 2/- per share at a premium of Rs. 78/- per share upon conversion of Compulsorily Convertible Debentures (CCDs) vide resolution passed by circulation on July 12, 2022. - Allotment of 4,89,251 equity shares having face 	

		<p>value of Rs. 2/- per share under Dhanvarsha ESOP Plan - 2018 vide resolution passed by circulation on July 12, 2022.</p> <ul style="list-style-type: none"> - Allotment of 1,06,250 equity shares having face value of Rs. 2/- per share at a premium of Rs. 78/- per share upon conversion of Compulsorily Convertible Debentures (CCDs) vide resolution passed by circulation on July 21, 2022. - Allotment of 1,77,028 equity shares having face value of Rs. 2/- per share at a premium of Rs. 78/- per share upon conversion of Compulsorily Convertible Debentures (CCDs) vide resolution passed by circulation on August 23, 2022. - Allotment of 21,059 equity shares having face value of Rs.2/- per share under Dhanvarsha ESOP Plan - 2018 vide circular resolution passed on September 19, 2022. - Allotment of 2,00,000 equity shares having face value of Rs. 2/- per share under Dhanvarsha ESOP Plan - 2018 vide resolution passed by circulation on September 30, 2022.
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For **Mayank Arora & Co.**
Company Secretaries
(ICSI Unique Code S2014MH267200)



Mayank Arora
(Proprietor)
C.P. No.: 13609
M. No.: F10378
PR No. 679/2020

Date: 17/10/2022
Place: Mumbai

UDIN: F010378D001246602