



July 10, 2024

To, The General Manager Department of Corporate Services BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001.  <b><u>Scrip Code: 540268</u></b>	To, The Manager Department of Corporate Compliance National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051.  <b><u>Scrip Code: TRU</u></b>
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**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 pursuant to Regulation 76 of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018, as amended, issued by M/s. Mayank Arora & Co. Company Secretaries, for the quarter ended June 30, 2024.

Kindly take the same on your record and oblige.

Thanking You,

Yours faithfully,  
For TruCap Finance Limited

**Sonal Sharma**  
**Company Secretary & Compliance Officer**  
*Encl: As above*



**TruCap Finance Limited**  
**(Formerly known as Dhanvarsha Finvest Limited)**

**Regd. Off. :** 3<sup>rd</sup> Floor, A Wing, D.J. House, Old Nagardas Road, Andheri (East), Mumbai – 400 069  
Tel. : 1800 210 2100 | contact@trucapfinance.com | www.trucapfinance.com | CIN : L24231MH1994PLC334457

# MAYANK ARORA & Co.

## COMPANY SECRETARIES

To,  
The Board of Directors  
TruCap Finance Limited  
(Formerly known as Dhanvarsha Finvest Limited)  
3<sup>rd</sup> 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, as amended.

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 **30<sup>th</sup> June, 2024**.

For **Mayank Arora & Co.**  
**Company Secretaries**

MAYANK ARORA  
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MAYANK ARORA  
Date: 2024.07.09  
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**Mayank Arora**  
**(Partner)**

**C.P. No.: 13609**

**M. No.: F10378**

**PR No. 679/2020**

**UDIN: F010378F000703026**

**Date: 08/07/2024**

**Place: Mumbai**

**Encl.: As Above**

## RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

1.	For Quarter Ended	<b>30<sup>th</sup> June, 2024</b>				
2.	ISIN	INE615R01029				
3.	Face Value	Rs. 2/- each				
4.	Name of the Company	TruCap Finance Limited				
5.	Registered Office of the Company	3 <sup>rd</sup> 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	<a href="mailto:corpsec@trucapfinance.com">corpsec@trucapfinance.com</a>				
9.	Name of the Stock Exchange where the Company's securities are listed	BSE Limited & National Stock Exchange of India Limited				
		<b>Number of Shares</b>		<b>% of total Issued Capital</b>		
10.	Issued Capital	11,68,99,371		100.00		
11.	Listed Capital (Exchange wise) (as per Company records)	11,68,99,371		100.00		
12.	Held in Dematerialized form in NSDL	4,11,47,836		35.20		
13.	Held in Dematerialized form in CDSL	7,47,69,535		63.96		
14.	Physical	9,82,000		0.84		
15.	<b>Total No. of Shares (12+13+14)</b>	<b>11,68,99,371</b>		<b>100.00</b>		
16.	Reasons for difference, if any between (10&11), (10&15), (11&15)	Not Applicable				
17.	Certifying the details of changes in share capital during the quarter under consideration as per Table below:					
<b>Particulars***</b>	<b>No. of Shares</b>	<b>Applied/Not Applied for Listing</b>	<b>Listed on Stock Exchange (specify Names)</b>	<b>Whether intimated to CDSL</b>	<b>Whether intimated to NSDL</b>	<b>In-principal Approval pending from SE (specify Names)</b>
Allotment of Convertible Warrants to non-promoters on preferential basis	55,74,912	The Company will apply for listing once it is converted into Equity Shares	No	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/No)			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	
<b>Total No. of demat request</b>		<b>No. of Requests</b>
Confirmed after 21 days		NIL
Pending for more than 21 days		NIL
22.	Name, Telephone & Fax No. of Compliance Officer of the Company	<b>Ms. Sonal Sharma</b> Company Secretary & Compliance Officer Email id: <a href="mailto:corpsec@trucapfinance.com">corpsec@trucapfinance.com</a> Phone No.: - 022 - 6845 7200
23.	Name, Address, Tel & Reg. No. of the Auditor	<b>Mr. Mayank Arora</b> <b>C.P. No.: 13609</b> <b>M No. F10378</b> M/s. Mayank Arora & Co Company Secretaries <b>Address:</b> Office No. 101, 1 <sup>st</sup> Floor, Udyog Bhavan, Sonawala Road, Goregaon (East), Mumbai - 400 063 <b>Email id.:</b> <a href="mailto:cs@mayankarora.co.in">cs@mayankarora.co.in</a> <b>Contact No.:</b> +91 9324254455
24	Appointment of common agency for share registry work If yes, name & address:	<b>Yes</b> <b>MCS Share Transfer Agent Limited</b> Office No. 3B3, 3 <sup>rd</sup> Floor "B" Wing Gundecha Onclave Premises Co-op Society Ltd, Kherani Road, Sakinaka, Andheri (East), Mumbai - 400 072. Tel: 022 - 2851 6021/6022 / 46049717 Fax: 022-2851 6021 Email: subodh.mcssta@gmail.com
25.	Any other details that the PCS may like to provide (e.g. BIFR Company, delisting from SE, Company changed its name etc.)	<ol style="list-style-type: none"> <li>The Company has allotted 55,74,912 convertible warrants having a face value of Rs. 2/- each at an issue price of Rs. 71.75/- per warrant on 13<sup>th</sup> June, 2024 to non-promoter investor(s) on preferential basis for an amount aggregating to Rs. 39,99,99,936/- out of which the Company has received 25% of the consideration for the warrants amounting to Rs. 9,99,99,984/- (Rupees Nine Crores Ninety-Nine Lakhs Ninety-Nine Thousand Nine Hundred and Eighty Four only) at the time of application and the balance would be payable at the time of conversion of the warrants into equity shares within a period of 18 months from the date of allotment of the warrants.</li> <li>The Company has allotted 4,000 (Four Thousand) Non-Convertible Debentures in total having face value of Rs. 1,00,000/- each on private placement basis during the quarter ended June 30, 2024.</li> </ol>

		<p>3. The Company has allotted 500 (Five Hundred) United States Dollar denominated Bonds having face value of USD 10,000 (United States Dollar Ten Thousand only) each, aggregating up to USD 5,000,000 (United States Dollar Five Million only).</p>
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**For Mayank Arora & Co.  
Company Secretaries**

**MAYANK** Digitally signed by  
MAYANK ARORA  
**ARORA** Date: 2024.07.09  
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**Mayank Arora  
(Partner)**

**C.P. No.: 13609**

**M. No.: F10378**

**PR No. 679/2020**

**UDIN: F010378F000703026**

**Date: 08/07/2024**

**Place: Mumbai**