



VEDIKA CREDIT CAPITAL LTD

PARTNER IN THE GROWTH OF MICRO ENTREPRENEURS

TEAM VEDIKA

Date: 22/01/2025

To,
National Stock Exchange of India Limited
Listing department, Exchange Plaza,
Bandra- Kurla Complex, Bandra (E)
Mumbai- 400 051

Sub: Intimation of outcome of Board Meeting held on **22/01/2025** under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform you that at its meeting held today, i.e., **January 22, 2025**, the Board of Directors ("**Board**") of Vedika Credit Capital Limited ("**Company**") has inter alia considered and approve offer, issue and allotment of up to **5,000 (Five Thousand)** senior, secured, rated, listed, taxable, redeemable, transferable, non-convertible debentures denominated in INR, each having a face value of **INR 1,00,000/- (Indian rupees one lakh only)** and an aggregate face value of **INR 50,00,00,000/- (Indian rupees Fifty Crore only)** comprising of a base issue of **2,000 (Two Thousand)** senior, secured, rated, listed, taxable, redeemable, transferable, non-convertible debentures denominated in INR, each having a face value of **INR 1,00,000/- (Indian rupees one lakh only)** and an aggregate face value of **INR 20,00,00,000/- (Indian rupees twenty crore only)** and **green shoe option** of **3,000 (Three Thousand)** senior, secured, rated, listed, taxable, redeemable, transferable, non-convertible debentures denominated in INR, each having a face value of **INR 1,00,000/- (Indian rupees one lakh only)** and an aggregate face value of **INR 30,00,00,000/- (Indian rupees thirty crore only)** ("**green shoe option**"), by way of a private placement (the "issue") or such other number of debentures and amount as may be agreed ("**Debentures**"), in dematerialized form on private placement basis along with other agenda items.

Enclosing herewith resolution passed pertaining to the above-mentioned issue for your kind reference and record

The meeting of the committee was commenced at 10:00 AM and concluded at 10:45 AM.

This is for your information and records.

Thanking You

For Vedika Credit Capital Limited

For Vedika Credit Capital Ltd

Gaurav Kumar Vohra

Company Secretary

Gaurav Kumar Vohra

Company Secretary & Compliance Officer



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CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE NINETY-NINTH BOARD MEETING OF "VEDIKA CREDIT CAPITAL LTD" HELD ON WEDNESDAY, 22ND DAY OF JANUARY, 2025 AT 10:00 AM AT THE OFFICE OF THE COMPANY SITUATED AT XV KOKAR INDUSTRIAL AREA, OPPOSITE SADHU MADAN, KOKAR-834001, RANCHI, JHARKHAND

TO DISCUSS AND APPROVE OFFER AND ISSUANCE OF DEBENTURES BY THE COMPANY AND CREATION OF SECURITY

"RESOLVED THAT pursuant to the provisions of Sections 42, 62, 71 and 179(3)(c) of the Companies Act 2013 (**"the Act"**) and rules made thereunder, including any statutory modifications or re-enactments thereof for the time being in force (the "Act") rules, regulations, guidelines, notifications, clarification and circulars, if any, prescribed by the Government of India, all applicable regulations, directions, guidelines, circulars and notifications of the Reserve Bank of India (**"RBI"**), the Securities and Exchange Board of India (**"SEBI"**), including the Securities Contracts (Regulation) Act, 1956, the Securities and Exchange Board of India Act, 1992, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (**"SEBI NCS Regulations"**), and the master circulars issued by SEBI titled *"Master Circular for issue and listing of Non-convertible Securities, Securitised Debt Instruments, Security Receipts, Municipal Debt Securities and Commercial paper"* (Updated on July 07, 2023), as amended, modified, or restated from time to time, or any other regulatory authority, whether in India or abroad, and in accordance with the memorandum of association and the articles of association of the Company and the listing agreements entered into with the stock exchanges (**the "Stock Exchanges"**) where the securities of the Company may be listed, and subject to such approvals, consents, sanctions or permissions as may be required from any statutory or regulatory authority and subject to the approval of the shareholders of the Company required if any, consent of the board (**"board"**) be and is hereby accorded for the offer, issue and allotment of up **5,000 (Five Thousand)** senior, secured, rated, listed, taxable, redeemable, transferable, non-convertible debentures denominated in INR, each having a face value of **INR 1,00,000/- (Indian rupees one lakh only)** and an aggregate face value of **INR 50,00,00,000/- (Indian rupees Fifty Crore only)** comprising of a base issue of **2,000 (Two Thousand)** senior, secured, rated, listed, taxable, redeemable, transferable, non-convertible debentures denominated in INR, each having a face value of **INR 1,00,000/- (Indian rupees one lakh only)** and an aggregate face value of **INR 20,00,00,000/- (Indian rupees twenty crore only)** and **green shoe option** of **3,000 (Three Thousand)** senior, secured, rated, listed, taxable, redeemable, transferable, non-convertible debentures denominated in INR, each having a face value of **INR 1,00,000/- (Indian rupees one lakh only)** and an aggregate face value of **INR 30,00,00,000/- (Indian rupees thirty crore only)** (**"green shoe option"**), by way of a private placement (the "issue") or such other number of debentures and amount as may be agreed (**"Debentures"**), in dematerialized form on private placement basis.

"RESOLVED FURTHER THAT the board also hereby approves/confirms the appointment of:

- a) Catalyst Trusteeship Limited as the Debenture Trustee in respect of the proposed issuance of the Debentures, on such terms and conditions as may be agreed between the company and the Debenture Trustee in the debenture trustee appointment agreement.



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b) NSDL and/or CDSL as the depository/ies for the issue of Debentures.

“RESOLVED FURTHER THAT in consideration of the Debenture holders agreeing to subscribe to the debentures proposed to be issued by the company, the consent of the board be and is hereby accorded to the company for creation of security interest over the book debts and receivables of the company forming a part of security and provide such other security as required as per the terms of the Debenture Trust Deed and other Transaction documents.

“RESOLVED FURTHER THAT the Directors and/or the Authorised Persons be and are hereby severally authorised to take all necessary steps relating to the creation, perfection and registration of charges and also to sign and submit the necessary forms in relation to the Transaction Security and/or the issue, offer and allotment of the Debentures with the relevant registrar of companies, the Central Registry of Securitisation Asset Reconstruction and Security Interest of India, the Ministry of Corporate Affairs, or any depository(ies), and/or any other relevant governmental authorities.

“RESOLVED FURTHER THAT all acts, things or deeds, done or caused to be done, by the Authorised Signatories in connection with the issue of the Debentures shall be binding on the company and deemed to have been done by the company itself.

“RESOLVED FURTHER THAT the Directors and/or authorised signatory be and hereby severely authorised to approve, finalize, sign, execute and deliver the Transaction documents and such other agreements, deeds, undertakings, indemnities and documents as may be requires, or any of them in connection with the issue, offer and allotment of Debentures to be issued by the company.

“RESOLVED FURTHER THAT a certified true copy of this resolution may be provided to any person (including any authorised representative, agents, consultants, or officers of such person) under the signatures of any director or company secretary of the company and file the necessary forms or returns with the ROC”

Certified to be true

For Vedika Credit Capital Ltd

For Vedika Credit Capital Ltd

Director

Name: Vikram Jain

Designation: Whole Time Director

DIN No.: 00367570

**Address: S/O Ummed Mal Jain, Poddar Bagan, Opposite Shakti Petrol Pump,
Harmu Road, Ranchi, Jharkhand-834001, India**

9135001217, 18001236108 (Toll Free)

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Head Office Address:

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Registered Office Address:

C/O Mr. Subir Dhara, Village - Choto Khataliya, P.O.- Shiuli Telini Para, Dist. - 24 North Parganas, P.S.- Titagar, West Bengal - 700121, India

CIN No.: U67120WB1995PLC069424
RBI NBFC-MFI Reg. No.: B-05.00844



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TO DISCUSS AND APPROVE APPOINTMENT AND IDENTIFICATION OF DEBENTURE TRUSTEE, REGISTRAR AND SHARE TRANSFER AGENT, RATING AGENCY, STATUTORY AUDITOR, ARRANGER, LEGAL FIRM, DEPOSITORY, STOCK EXCHANGE AND OTHER PROFESSIONALS

"RESOLVED THAT pursuant to provisions of Section 71 of the Companies Act, 2013 read with Rule 18 of the Companies (Share Capital and Debentures) Rules, 2014 and all the applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification/ amendments or re-enactments thereof) and in accordance with the provisions of the Memorandum of Association and the Articles of Association of the Company, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"), the Securities Contracts (Regulation) Act, 1956, as amended, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Foreign Exchange Management Act, 1999, as amended, rules, regulations made thereunder and any other provisions of applicable law, and subject to other approvals, permissions and sanctions of the lenders of the Company, Securities and Exchange Board of India ("SEBI"), the stock exchanges where the equity shares of the Company are listed (the "Stock Exchanges"), the Reserve Bank of India, the Ministry of Corporate Affairs, the Government of India and any other concerned statutory or regulatory authorities, if and to the extent necessary, and such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed in granting of such approvals, permissions and sanctions by any of the aforesaid authorities and approval of the shareholder required, if any, related to the offer, issue and allotment of up to **5,000 (Five Thousand)** senior, secured, rated, listed, taxable, redeemable, transferable, non-convertible debentures denominated in INR, each having a face value of **INR 1,00,000/- (Indian rupees one lakh only)** and an aggregate face value of **INR 50,00,00,000/- (Indian rupees Fifty Crore only)** comprising of a base issue of **2,000 (Two Thousand)** senior, secured, rated, listed, taxable, redeemable, transferable, non-convertible debentures denominated in INR, each having a face value of **INR 1,00,000/- (Indian rupees one lakh only)** and an aggregate face value of **INR 20,00,00,000/- (Indian rupees twenty crore only)** and **green shoe option of 3,000 (Three Thousand)** senior, secured, rated, listed, taxable, redeemable, transferable, non-convertible debentures denominated in INR, each having a face value of **INR 1,00,000/- (Indian rupees one lakh only)** and an aggregate face value of **INR 30,00,00,000/- (Indian rupees thirty crore only)** ("**green shoe option**"), by way of a private placement (the "issue") or such other number of debentures and amount as may be agreed ("**Debentures**"), in dematerialized form on private placement basis, approval of the board be and are hereby accorded

- to appoint **CATALYST Trusteeship Limited**, as **Debenture Trustee** of the company
- to authorize debenture trustee i.e. **CATALYST Trusteeship Limited** in consultation with any one of the directors of the company namely Mr. Gautam Jain Managing Director, Mr. Vikram Jain, Whole Time Director, Mr. Gaurav Kumar Vohra, Company Secretary and/or Mr. Abhishek Agarwal, Chief Financial Officer of the company to on board any **professional** as and when required to perform their duties as a Debenture Trustee

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- to appoint **Niche Technologies Private Limited**, as **Registrar and Share Transfer Agent** of the company
- to authorize **Infomerics Valuation and Rating Private Limited** to act as a rating agency of the company
- to authorize **S K Bhageria & Associates** (the existing statutory auditor of the company) to complete all the formalities as a statutory auditor of the company
- to authorize **Launchpad Fintech Private Limited** to act as arranger of the fund
- to authorize **Verist Law** to complete all the legal formalities for the company
- to authorize Mr. Gautam Jain, Managing Director, Mr. Vikram Jain, Whole Time Director, Mr. Gaurav Kumar Vohra, Company Secretary & Mr. Abhishek Agarwal, Chief Financial Officer of the company jointly and/or severally to identify recognized depository (**National Securities Depositories Limited** and/or **Central Depositories Services Limited**) as per the convenience and to complete the necessary formalities
- to authorize Mr. Gautam Jain, Managing Director, Mr. Vikram Jain, Whole Time Director, Mr. Gaurav Kumar Vohra, Company Secretary & Mr. Abhishek Agarwal, Chief Financial Officer of the company, jointly and/or severally for applying and obtaining in-principal approval of initial listing of securities with **recognized stock exchange (Bombay Stock Exchange, National Stock Exchange or any other recognized stock exchange)** as per the convenience and to complete the formalities
- to authorize Mr. Gautam Jain, Managing Director, Mr. Vikram Jain, Whole Time Director, Mr. Gaurav Kumar Vohra, Company Secretary & Mr. Abhishek Agarwal, Chief Financial Officer of the company, jointly and/or severally **to appoint any other professionals to complete related formalities as and when required.**

RESOLVED FURTHER THAT Mr. Gautam Jain, Managing Director, Mr. Vikram Jain, Whole Time Director, Mr. Gaurav Kumar Vohra, Company Secretary & Mr. Abhishek Agarwal, Chief Financial Officer of the company be and are hereby jointly and/or severally authorized to sign, seal, execute and deliver necessary application(s) including listing application(s) and to enter into and executing necessary agreement including listing agreement with **debenture trustee, registrar and share transfer agent, rating agency, statutory auditor, arranger, legal firm, depository, stock exchange and other professionals, to issue mandate and request for consent** to complete the formalities for the proposed issuance as mentioned above as per terms of the issue, to send all such information, document, and papers as may be necessary, expedient and desirable for the same and to do such act, things and deed necessary to give effect to the above said resolution."

Certified to be true

For Vedika Credit Capital Ltd

For Vedika Credit Capital Ltd

Director

Name: Vikram Jain

Designation: Whole Time Director

DIN No.: 00367570

**Address: S/O Ummed Mal Jain, Poddar Bagan, Opposite Shakti Petrol Pump,
Harmu Road, Ranchi, Jharkhand-834001, India**

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TO DISCUSS AND APPROVE DRAFT DOCUMENTS FOR OFFER AND ISSUANCE OF DEBENTURES BY THE COMPANY AND CREATION OF SECURITY INCLUDING GENERAL INFORMATION DOCUMENT, KEY INFORMATION DOCUMENT INCLUDING OFFER LETTER, DEBENTURE TRUSTEE AGREEMENT, DEED OF HYPOTHECATION, DEBENTURE TRUST DEED AND OTHER SECURITY AND TRANSACTION DOCUMENT

“RESOLVED THAT pursuant to the provisions of Sections 42, 62, 71 and 179(3)(c) of the Companies Act 2013 (**“the Act”**) and rules made thereunder, including any statutory modifications or re-enactments thereof for the time being in force (the “Act”) rules, regulations, guidelines, notifications, clarification and circulars, if any, prescribed by the Government of India, all applicable regulations, directions, guidelines, circulars and notifications of the Reserve Bank of India (**“RBI”**), the Securities and Exchange Board of India (**“SEBI”**), including the Securities Contracts (Regulation) Act, 1956, the Securities and Exchange Board of India Act, 1992, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (**“SEBI NCS Regulations”**), and the master circulars issued by SEBI titled *“Master Circular for issue and listing of Non-convertible Securities, Securitised Debt Instruments, Security Receipts, Municipal Debt Securities and Commercial paper”* (Updated on July 07, 2023), as amended, modified, or restated from time to time, or any other regulatory authority, whether in India or abroad, and in accordance with the memorandum of association and the articles of association of the Company and the listing agreements entered into with the stock exchanges (**the “Stock Exchanges”**) where the securities of the Company may be listed, approval of the board and shareholder so as given at their duly convened meeting 31.03.2024 & 02.04.2024 respectively and subject to such approvals, consents, sanctions or permissions as may be required from any statutory or regulatory authority consent of the board be and is hereby accorded for approval of the draft General Information Document, Key Information Document including offer letter, Debenture trustee agreement, Deed of Hypothecation, Debenture trust deed and other security and transaction document for the offer, issue and allotment up to **5,000 (Five Thousand)** senior, secured, rated, listed, taxable, redeemable, transferable, non-convertible debentures denominated in INR, each having a face value of **INR 1,00,000/- (Indian rupees one lakh only)** and an aggregate face value of **INR 50,00,00,000/- (Indian rupees Fifty Crore only)** comprising of a base issue of **2,000 (Two Thousand)** senior, secured, rated, listed, taxable, redeemable, transferable, non-convertible debentures denominated in INR, each having a face value of **INR 1,00,000/- (Indian rupees one lakh only)** and an aggregate face value of **INR 20,00,00,000/- (Indian rupees twenty crore only)** and **green shoe option of 3,000 (Three Thousand)** senior, secured, rated, listed, taxable, redeemable, transferable, non-convertible debentures denominated in INR, each having a face value of **INR 1,00,000/- (Indian rupees one lakh only)** and an aggregate face value of **INR 30,00,00,000/- (Indian rupees thirty crore only)** (**“green shoe option”**), by way of a private placement (the “issue”) or such other number of debentures and amount as may be agreed (**“Debentures”**), in dematerialized form on private placement basis.

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“RESOLVED FURTHER THAT the Board of Directors confirms that they have reviewed the contents of the aforementioned document, and that the final and ultimate responsibility for the contents contained therein shall rest with the Board of Directors and board shall ensure proper implementation and compliance with the provisions outlined in the document

“RESOLVED FURTHER THAT Mr. Gautam Jain, Managing Director, Mr. Vikram Jain, Whole Time Director, Mr. Gaurav Kumar Vohra, Company Secretary, Mr. Abhishek Agarwal, Chief Financial Officer and the other Authorised Persons be and are hereby severally authorised to approve, finalize, sign, execute and deliver the documents, deed & agreement as mentioned above including such other agreements, deeds, undertakings, indemnities and documents as may be requires, or any of them in connection with the issue, offer and allotment of Debentures to be issued by the company.”

Certified to be true

For Vedika Credit Capital Ltd

For Vedika Credit Capital Ltd


Director

Name: Vikram Jain

Designation: Whole Time Director

DIN No.: 00367570

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