

17th July, 2023

Department of Corporate Services

Through BSE listing centre

BSE Limited
Phiroze Jeejeeboy Towers
1st Floor, Dalal Street,
Mumbai – 400001

Dear Sir/Madam,

Sub.: Disclosure of Security cover as per Regulation 54 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 (“SEBI LODR Regulations”)

Pursuant to Regulation 54 of SEBI LODR Regulations, please find enclosed herewith the Unaudited financial results along with Joint Auditors’ Report for the quarter ended June 30, 2023. The security cover is disclosed in the enclosed unaudited financial results under the Point No. 3 of Annexure C of LODR Disclosure 52(4) and the same is reproduced below for reference:

The secured redeemable non-convertible debentures issued by the Company are secured by exclusive charge on hypothecation of specific loan receivables with a security cover of upto 110% as per the terms of issue.

Also, please find enclosed the security cover certificate as “Annexure A” as per Regulation 54(3) of SEBI Listing Regulations read with SEBI Circular dated May 19, 2022.

Kindly take the above submission on record.

Thanking you,

Yours truly,

For Hinduja Leyland Finance Limited

VIKAS JAIN Digitally signed by VIKAS JAIN
Date: 2023.07.17 15:47:08
+05'30'

Vikas Jain

Chief Financial Officer

Encl:- As above

HINDUJA LEYLAND FINANCE LIMITED

Corporate Office : No. 27A, Developed Industrial Estate, Guindy, Chennai - 600 032. Tel : (044) 22427525, 22427555

Registered Office : Hinduja House, 171, Dr. Annie Besant Road, Worli, Mumbai - 400018. Maharashtra

Tel : 91-22-6136-0407; 91-22-2496-0707

Website : www.hindujaleylandfinance.com

CIN : U65993MH2008PLC384221 • Email : compliance@hindujaleylandfinance.com

Walker ChandioK & Co LLP

To
The Board of Directors
Hinduja Leyland Finance Limited
Hinduja House, 171
Dr. Annie Besant Road, Worli
Mumbai – 400 018
Maharashtra

Walker ChandioK & Co LLP
11th Floor, Tower II,
One International Center,
S B Marg, Prabhadevi (W),
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Maharashtra, India
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Independent Auditor's Certificate on compliance with financial covenants of the listed Non-convertible debt securities ('NCDs')

1. This certificate is issued in accordance with the terms of our engagement letter dated 20 October 2022 with **Hinduja Leyland Finance Limited** ('the Company').
2. The accompanying Statement containing details of compliance with the financial covenants as per the terms of Information memorandum and/or debenture trust deeds of the listed NCDs of the Company outstanding as at **30 June 2023** (hereinafter referred to as 'the Statement') has been prepared by the Company's management pursuant to the requirements of Regulation 56(1)(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ('the Regulations'), for the purpose of submission of the Statement along with this certificate to the Debenture Trustee of the Company. We have initialled the Statement for identification purposes only.

Management's Responsibility for the Statement

3. The preparation of the Statement, including the preparation and maintenance of all accounting and other relevant supporting records and documents, is solely the responsibility of the management of the Company. 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.
4. The management is also responsible for ensuring the compliance with the requirements of the Regulations and the Information memorandum and/or debenture trust deed for the purpose of furnishing this Statement and for providing all relevant information to the Debenture Trustee.

Auditor's Responsibility

5. Pursuant to the requirements of the Regulations, it is our responsibility to express a limited assurance in the form of a conclusion based on our examination of relevant records maintained by the Company as to whether anything has come to our attention that causes us to believe that the details included in the Statement with respect to compliance with the financial covenants as per the terms of Information memorandum and/or debenture trust deed of the listed NCDs of the Company outstanding as at 30 June 2023 and the amounts used in computation of such financial covenants are not in agreement, in all material respects with the standalone unaudited financial results of the Company, underlying books of account and other relevant records and documents maintained by the Company for the quarter ended 30 June 2023, or that the calculation thereof is arithmetically inaccurate.

Chartered Accountants

Offices in Bengaluru, Chandigarh, Chennai, Gurugram, Hyderabad, Kochi, Kolkata, Mumbai, New Delhi, Noida and Pune



Walker ChandioK & Co LLP is registered with limited liability with identification number AAC-2085 and has its registered office at L-41, Connaught Circus, Outer Circle, New Delhi, 110001, India

Hinduja Leyland Finance Limited
Independent Auditor's Certificate on compliance with financial covenants of the listed
Non-convertible debt securities ('NCDs')

6. The standalone unaudited financial results referred to in paragraph 5 above have been reviewed by us, on which we have issued an unmodified conclusion vide our report dated 17 July 2023. Our review of the standalone unaudited financial results was conducted 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 ('the ICAI'). This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial information is free of material misstatement. A review is limited primarily to inquiries of the Company personnel and analytical procedures applied to the financial data and thus, provides less assurance than an audit. We have not performed an audit and accordingly, we did not express an audit opinion.
7. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) ('the Guidance Note') issued by the ICAI. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
8. 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, issued by the ICAI.
9. 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. The procedures selected depend on the auditor's judgment, including the assessment of the areas where a material misstatement of the matters mentioned in paragraph 5 is likely to arise. We have performed the following procedures in relation to the Statement:
 - a) Obtained the details of the financial covenants as stated in the Information memorandum and/or debenture trust deed in respect of the listed NCDs of the Company outstanding as at 30 June 2023;
 - b) Enquired and understood management's assessment of compliance with the financial covenants as obtained in point (a) above and corroborated the responses from the understanding obtained by us during the review of the standalone unaudited financial results as referred in paragraph 6 above, and such further inspection of supporting and other documents as deemed necessary;
 - c) Recomputed the financial covenants as mentioned in the Statement and ensured that the amounts used in such computation of financial covenants as on 30 June 2023 have been accurately extracted from the standalone unaudited financial results, underlying books of accounts and other relevant records and documents maintained by the Company for the quarter ended 30 June 2023;
 - d) Verified the arithmetical accuracy of the Statement;



Hinduja Leyland Finance Limited
Independent Auditor's Certificate on compliance with financial covenants of the listed
Non-convertible debt securities ('NCDs')

- e) Performed necessary inquiries with the management and obtained necessary representations;
- f) Based on the procedures performed in (a) to (f) above, evaluated whether the Company has complied with the financial covenants and also the appropriateness of the declaration made by the Company in the Statement.

Conclusion

- 10. Based on our examination and the procedures performed as per paragraph 9 above, evidences obtained, and the information and explanations given to us, along with the representations provided by the management, nothing has come to our attention that causes us to believe that the details included in the Statement with respect to compliance with the financial covenants as per the terms of the Information memorandum and/or debenture trust deed of the listed NCDs of the Company outstanding as at 30 June 2023 and the amounts used in the computation of such financial covenants are not in agreement, in all material respects, with the standalone unaudited financial results of the Company, underlying books of account and other relevant records and documents maintained by the Company for the quarter ended 30 June 2023, or that the calculation thereof is arithmetically inaccurate.

Restriction on distribution or use

- 11. Our work was performed solely to assist you in meeting your responsibilities in relation to your compliance with the Regulations. Our obligations in respect of this certificate is entirely separate from, and our responsibility and liability is in no way changed by, any other role we may have as the statutory auditors of the Company or otherwise. Nothing in this certificate, nor anything said or done in the course of or in connection with the services that are the subject of this certificate, will extend any duty of care we may have in our capacity as statutory auditors of the Company.
- 12. The certificate is addressed to and provided to the Board of Directors of the Company solely for the purpose of enabling it to comply with the requirements of the Regulations, which inter alia, require it to submit this certificate along with the Statement to the Debenture Trustee of the Company, and therefore, this certificate should not be used, referred to or distributed for any other purpose or to any other party 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 **Walker Chandiook & Co LLP**
Chartered Accountants
Firm's Registration No:001076N/N500013



Rakesh Rathi
Partner
Membership No:045228



UDIN:23045228BGYRXS4977

Place: Mumbai
Date: 17 July 2023



HINDUJA LEYLAND FINANCE

Statement of Compliance of Covenants for Non-convertible debt securities as at June 30, 2023

SL.NO	ISIN	Covenants	Management declaration
Secured Non Convertible Debts (NCDs)			
1	INE146O07425	Covenant: 1.The Capital adequacy ratio shall be maintained at minimum of the levels stipulated by the RBI at all points in time (currently 15.0%) 2. Net NPA (PAR 90 less provisions) on a standalone basis shall not exceed 6% of the Assets under Management of the Issuer.	Complied
2	INE146O07482		
3	INE146O07458		
4	INE146O07474		
5	INE146O07466	Covenant: 1.The Capital adequacy ratio shall be maintained at minimum of the levels stipulated by the RBI at all points in time (currently 15.0%) 2. Net NPA (PAR 90 less provisions) on a standalone basis shall not exceed 6% of the Assets under Management of the Issuer. 3. Debt to Equity to be less than 7.0x	
Unsecured Non Convertible Debts (NCDs)			
1	INE146O08191	Covenant: 1.The Capital adequacy ratio shall be maintained at minimum of the levels stipulated by the RBI at all points in time (currently 15.0%) 2. Net NPA (PAR 90 less provisions) on a standalone basis shall not exceed 6% of the Assets under Management of the Issuer.	Complied
2	INE146O08183		
3	INE146O08175		
4	INE146O08209		
5	INE146O08217		
6	INE146O08167		
7	INE146O08225		
8	INE146O08100	Covenant: 1.The Capital adequacy ratio shall be maintained at minimum of the levels stipulated by the RBI at all points in time (currently 15.0%) 2. Net NPA (PAR 90 less provisions) on a standalone basis shall not exceed 5% of the Assets under Management of the Issuer.	Complied
9	INE146O08118		
10	INE146O08159		
11	INE146O08142		
12	INE146O08126		
13	INE146O08134		

Note 1: PAR 90" shall mean, on the Issuer's entire assets under management at any point of time, as the case may be, the outstanding principal value of the relevant portfolio of the Issuer that has one or more instalments of principal, interest, penalty interest, fee or any other expected payments overdue for 90 days or more.

For Hinduja Leyland Finance Limited


Authorised Signatory

Place: Chennai
Date : 17th July 2023



HINDUJA LEYLAND FINANCE LIMITED

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Walker Chandiook & Co LLP

To
The Board of Directors
Hinduja Leyland Finance Limited
Hinduja House, 171
Dr. Annie Besant Road, Worli
Mumbai – 400 018
Maharashtra

Walker Chandiook & Co LLP
11th Floor, Tower II,
One International Center,
S B Marg, Prabhadevi (W),
Mumbai - 400013
Maharashtra, India
T +91 22 6626 2699
F +91 22 6626 2601

Independent Auditor's Certificate pursuant to Regulation 56(1)(d) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and Regulation 15(1)(t)(ii)(a) of Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993 (as amended)

1. This certificate is issued in accordance with the terms of our engagement letter dated 20 October 2022 with **Hinduja Leyland Finance Limited** ('the Company').
2. The accompanying Statement containing details of book value of assets offered as security against listed secured Non-Convertible Debentures ('NCDs') of the Company outstanding as at **30 June 2023** (herein after referred to as 'the Statement'), has been prepared by the Company's management pursuant to the requirements of Regulation 56(1)(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and Regulation 15(1)(t)(ii)(a) of Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993 (as amended) (collectively referred to as 'the Regulations'), for the purpose of submission of the Statement along with this certificate to the Debenture Trustee of the Company. We have initialled the Statement for identification purposes only.

Management's Responsibility for the Statement

3. The preparation of the Statement, including the preparation and maintenance of all accounting and other relevant supporting records and documents, is solely the responsibility of the management of the Company. 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.
4. The management is also responsible for ensuring compliance with the requirements of the regulations, the Offer Document/Information Memorandums and/or DTDs for the purpose of furnishing this Statement and providing all relevant information to the Debenture Trustee.



Page 1 of 3

Auditor's Responsibility

5. Pursuant to the requirements as referred to in paragraph 2 above, it is our responsibility to express a limited assurance in the form of a conclusion based on our examination of relevant records maintained by the Company as to whether anything has come to our attention that causes us to believe that the book value of assets included in the Statement, offered as security in respect of listed NCDs of the Company outstanding as at 30 June 2023, are not in agreement, in all material respects, with the standalone unaudited financial results of the Company, underlying books of account and other relevant records and documents maintained by the Company for the quarter ended 30 June 2023.
6. The standalone unaudited financial results referred to in paragraph 5 above have been reviewed by us, on which we have issued an unmodified conclusion vide our report dated 17 July 2023. Our review of the standalone unaudited financial results was conducted 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 ('the ICAI'). This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial information is free of material misstatement. A review is limited primarily to inquiries of the Company personnel and analytical procedures applied to the financial data and thus, provides less assurance than an audit. We have not performed an audit and accordingly, we did not express an audit opinion.
7. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) ('the Guidance Note'), issued by the Institute of Chartered Accountants of India ('the ICAI'). The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
8. 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, issued by the ICAI.
9. 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. The procedures selected depend on the auditor's judgment, including the assessment of the areas where a material misstatement of the matters mentioned in paragraph 5 is likely to arise. We have performed the following procedures in relation to the Statement:
 - a) Obtained the details of security cover from the terms of the Offer Document/Information Memorandum and/or DTDs in respect of the listed NCDs outstanding as at 30 June 2023;
 - b) Enquired and understood management's assessment of compliance with security cover as obtained in point (a) above and corroborated the responses from the understanding obtained by us during the review of the standalone unaudited financial results as referred in paragraph 6 above, and such further inspection of supporting and other documents as deemed necessary;



Hinduja Leyland Finance Limited
Independent Auditor's Certificate pursuant to Regulation 56(1)(d) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and Regulation 15(1)(t)(ii)(a) of Securities and Exchange Board of India (Debtenture Trustees) Regulations, 1993 (as amended)

- c) Traced the book value of assets forming part of the Statement to the standalone unaudited financial results, underlying books of account and other relevant records and documents maintained by the Company for the quarter ended 30 June 2023;
- d) Performed necessary inquiries with the management and obtained necessary representations.

Conclusion

10. Based on our examination and the procedures performed as per paragraph 9 above, evidences obtained, and the information and explanations given to us, along with the representations provided by the management, nothing has come to our attention that causes us to believe that the book value of assets included in the Statement, offered as security in respect of listed NCDs of the Company outstanding as at 30 June 2023, is not in agreement, in all material respects, with the standalone unaudited financial results of the Company, underlying books of account and other relevant records and documents maintained by the Company for the quarter ended 30 June 2023.

Restriction on distribution or use

11. Our work was performed solely to assist you in meeting your responsibilities in relation to your compliance with the requirements of the Regulations. Our obligations in respect of this certificate are entirely separate from, and our responsibility and liability is in no way changed by, any other role we may have as statutory auditors of the Company or otherwise. Nothing in this certificate, nor anything said or done in the course of or in connection with the services that are the subject of this certificate, will extend any duty of care we may have in our capacity as statutory auditors of the Company.
12. The certificate is addressed to and provided to the Board of Directors of the Company solely for the purpose of enabling it to comply with the requirements of the regulations which, inter alia, requires it to submit this certificate along with the Statement to the Debenture Trustee of the Company, and therefore, this certificate should not be used, referred to or distributed for any other purpose or to any other party 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 party to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

For **Walker Chandiook & Co LLP**
Chartered Accountants
Firm Registration No:001076N/N500013



Rakesh Rathi
Partner
Membership No:045228



UDIN:23045228BGYRXR9196

Place: Mumbai
Date: 17 July 2023



HINDUJA LEYLAND FINANCE

Annexure 1 - Computation of security cover ratio as on 30 June 2023

Column A Particulars	Column B Description of asset for which this certificate relates	Column C Exclusive Charge Debt for which this certificate is being issued	Column D Exclusive Charge Other Secured Debt	Column E Para- Passu Charge Debt for which this certificate is being issued	Column F Para- Passu Charge Assets shared by pari passu debt holder (includes debt for which this certificate is issued & other debt with pari-passu charge)	Column G Para- Passu Charge Other assets on pari-passu charge (excluding items covered in column F)	Column H Assets not offered as Security	Column I Elimination (amount in debt amount considered more than once (due to exclusive plus pari passu charge))	Column J (Total C to H)	Column K Market Value for Assets charged on- Exclusive basis	Column L Related to only those items covered by this certificate	Column M Carrying value for- pari passu- charge- assets- where- market- value- is- not- ascertainable- or- applicable- (For- Eg- Bank- Balance- DSRRA- market-value- is- not- applicable)	Column N Total Value=(K+L+M+N)
ASSETS		Book Value	Book Value	Year/No	Book Value	Book Value							
Property, Plant and Equipment	-	-	-	No	11,840	11,840			11,840				
Capital Works-in-Progress	-	-	-	No	837	837			837				
Right of Use Assets	-	-	-	No	4,756	4,756			4,756				
Goodwill	-	-	-	No	-	-			-				
Intangible Assets	-	-	-	No	50	50			50				
Intangible Assets under Development	-	-	-	No	1,18,268	1,18,268			2,83,885				
Investments	-	-	-	No	43,250	43,250			23,70,545				
Loans	-	-	-	No	-	-			-				
Inventories	-	-	-	No	-	-			-				
Trade Receivables	-	-	-	No	81,725	81,725			81,725				
Cash and Cash Equivalents	-	-	-	No	41,006	41,006			41,006				
Bank Balances other than Cash and Cash Equivalents	-	-	-	No	50,744	50,744			50,744				
Others	-	-	-	No	3,37,506	3,37,506			28,05,489				
Total (I)		78,750	23,96,172						70,500				
LIABILITIES													
Secured Non Convertible Debentures	-	-	-	No	70,500	70,500			70,500				
Other debt sharing pari-passu charge with above debt	-	-	-	No	-	-			-				
Other debt	-	-	-	No	-	-			-				
Other debt	-	-	-	No	-	-			-				
Bank and FIs	-	-	-	No	1,08,094	1,08,094			1,08,094				
Debt Securities	-	-	-	No	20,17,515	20,17,515			20,17,515				
Others	-	-	-	No	-	-			-				
Trade payables	-	-	-	No	3,125	3,125			3,125				
Lease Liabilities	-	-	-	No	245	245			245				
Provisions	-	-	-	No	88,057	88,057			88,057				
Others	-	-	-	No	1,99,541	1,99,541			22,87,557				
Total (II)		70,500	20,17,515						22,87,557				
Cover on Book Value		1.1	1.2										

Notes:
 1. The above financial information has been extracted from the audited financial results for the quarter ended 30 June 2023.
 2. Amounts included in column C represents principal outstanding only and excludes accrued interest, if any.
 3. Columns K to O have been left blank. This will be shared separately by the Company.

For and on behalf of Hinduja Leyland Finance Limited

[Signature]
 Authorised signatory
 Place: Chennai
 Date: 17 July 2023





HINDUJA LEYLAND FINANCE

Annexure I - Computation of security cover ratio as on 30 June 2023

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	Exclusive Charge	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)	Market Value for Assets charged on Exclusive basis	Carrying book value for charge assets where market value is not ascertainable or applicable (For Eg. Balance, DSRA market value is not applicable)	Market Value for Pari passu Assets ⁽ⁱⁱ⁾	Carrying value for pari passu assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)	Total Value(K+L+M+N)
ASSETS		Book Value	Book Value	Yes/No	Book Value	Book Value								
Property, Plant and Equipment	-	-	-	No	-	11,940			11,940					
Capital Work-in-Progress	-	-	-	No	-	837			837					
Right of Use Assets	-	-	-	No	-	4,766			4,766					
Goodwill	-	-	-	No	-	-			-					
Intangible Assets	-	-	-	No	-	50			50					
Investments	-	-	-	No	-	1,18,258			1,18,258					
Non-current and current investments	-	-	-	No	-	1,18,258			1,18,258					
Loans	-	-	-	No	-	43,250			43,250					
Inventories	-	-	-	No	-	-			-					
Trade Receivables	-	-	-	No	-	61,725			61,725					
Cash and Cash Equivalents	-	-	-	No	-	41,006			41,006					
Bank Balances other than Cash and Cash Equivalents	-	-	-	No	-	50,744			50,744					
Others	-	-	-	No	-	3,32,966			3,32,966					
Total (I)		76,750	23,96,172						50,744	28,05,488	76,750			76,750
LIABILITIES														
Debt securities to which this certificate pertains		70,500		No					70,500					70,500
Other debt arising pari-passu charge with above debt				No										
Other Debt				No										
Subordinated debt				No										
Borrowings				No										
Bank and Eq				No										
Debt Securities				No										
Others				No										
Trade payables				No										
Lease Liabilities				No										
Provisions				No										
Others				No										
Total (II)		70,500	20,17,515						88,087	22,87,587	70,500			70,500
Cover on Book Value		1.1	1.2											
Cover on Market Value											1.1			1.1

Notes:
 1. The above financial information has been extracted from the standalone unaudited financial results for the quarter ended 30 June 2023.
 2. Amounts included in column C represents principal outstanding only and excludes accrued interest, if any.
 3. Columns K to O have been left blank. This will be shared separately by the Company.

For and on behalf of Hinduja Leyland Finance Limited



Authorized signatory
 Place: Chennai
 Date: 17 July 2023