



Annexure-1

LETTER of OFFER

ISSUE OF Commercial Paper (CP) &

Non-Convertible Debentures (NCD) of original or initial maturity up to one year

PART I

Issuer Details	Vivriti Capital Limited
Name and Address of Issuer	Prestige Zackria Metropolitan, No.200/1-8, 2nd Floor, Block 1, Anna Salai, Chennai, Tamil Nadu 600002
Line of Business	Non-Banking Financial Services
Chief Executive (Managing Director / President / CEO / CFO / Top Most Executive)	Vineet Sukumar
Group Affiliation (If Any)	Vivriti Asset Management, CredAvenue Private Limited

PART II

Issue Details		
ISIN	INE01HV14AI4	
Proposed Date of Issue	19.12.2025	
Amount (Rs.)	55,00,00,000	
Tenor and Date of Maturity	178 days / 15.06.2026	
Proposed to be Listed / Unlisted	Listed	
End Use of CP / NCD proposed (specific details)	On Lending to Clients	
Market Conventions	FIMMDA Conventions	
Credit Rating Details for the Proposed Issue	Credit Rating - 1	Credit Rating - 2
Credit Rating Issuer	CARE Ratings Limited	
Rating	A1+	
Date of Rating	29.10.2025	
Validity for issuance	28.12.2025	
Validity period for rating	Till Maturity of CP	
For Amount (Rs.)	INR 650,00,00,000	
Conditions (If Any)	NIL	
Long term credit rating obtains by the Issuer	A+ / Stable	
Unaccepted Credit Rating assigned to the Issuer	NIL	
Issuing and Paying Agent Details (Name and Address)	The Federal Bank Limited	
Debenture Trustee Details (Name and Address) (In case of NCD)	N.A.	
Credit Enhancement Details (If any)	NIL	
Description of Instrument	Commercial Paper	
Amount (Rs. In Lacs)	5500	
In Favor of	Metro Brands Limited Relaxo Footwears Limited	
Name and Address of the Guarantor	NIL	



Net worth of the Guarantor	NIL	
(Rs. In Lacs)	NIL	
Extent of The Guarantee Offered by the Guarantor for the Issue	NIL	
Conditions under which the guarantee will be invoked	NIL	
Trustee Details (Name and Address)	NIL	
Whether guarantor is a group entity	NIL	
If yes,		
Names of Companies to Which Guarantor Has Issued similar guarantees,		
Name	Extent of Guarantee	Conditions Under Which the guarantee will be invoked
1 N.A.	N.A.	N.A.
2 N.A.	N.A.	N.A.
3 N.A.	N.A.	N.A.
In case of NCD	N.A.	N.A.

PART III

A. Issuer Financial Details

CP/NCD Borrowing	CP
Date of Board Resolution	19.05.2025
Limit approved by Board	INR 1500,00,00,000
Limit as per CRA	INR 650,00,00,000
Limit Approved by Regulator concerned (if applicable)	N.A.

B. Details of CP / NCD and other Debt Instruments outstanding date of Letter of Offer CP / NCD / other Debt Instruments (Including Liabilities not redeemed on due date)

TOTAL CP OUTSTANDING (AS ON DATE) and DETAILS

ISIN	Issue Date	Amount Issued	Maturity Date	Amount O/S	IPA	Debenture Trustee	CRA	Rating	Rated Amount
INE01HV14367	22-Dec-23	INR 20 Cr	26-Mar-24	NIL	The Federal Bank	N.A.	CARE Ratings	A1+	INR 420 Cr
INE01HV14375	04-Jan-24	INR 20 Cr	04-Apr-24	NIL	The Federal Bank	N.A.	CARE Ratings	A1+	INR 420 Cr
INE01HV14383	04-Jan-24	INR 10.7 Cr	03-Apr-24	NIL	The Federal Bank	N.A.	CARE Ratings	A1+	INR 420 Cr
INE01HV14391	23-Jan-24	INR 12 Cr	23-Apr-24	NIL	The Federal Bank	N.A.	CARE Ratings	A1+	INR 420 Cr
INE01HV14409	29-Jan-24	INR 30 Cr	29-Apr-24	NIL	The Federal Bank	N.A.	CARE Ratings	A1+	INR 420 Cr
INE01HV14417	31-Jan-24	INR 25 Cr	26-Jul-24	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV14219	29-Feb-24	INR 25 Cr	27-Mar-24	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV14219	04-Mar-24	INR 25 Cr	27-Mar-24	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr



INE01HV1 4433	26- Mar-24	INR 10 Cr	25-Jun- 24	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4425	27- Mar-24	INR 25 Cr	23-Sep- 24	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4441	16- Apr-24	INR 10 Cr	16-Jul- 24	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4458	23- Apr-24	INR 20 Cr	01-Aug- 24	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4466	30- Apr-24	INR 10 Cr	30-Jul- 24	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4474	07- May-24	INR 10 Cr	04-Nov- 24	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4482	25-Jun- 24	INR 10 Cr	24-Sep- 24	NIL	The Federal Bank	N.A.	CARE Ratings	A1+	INR 420 Cr
INE01HV1 4490	27-Jun- 24	INR 100 Cr	07-Aug- 24	NIL	The Federal Bank	N.A.	CARE Ratings	A1+	INR 420 Cr
INE01HV1 4508	16-Jul- 24	INR 10 Cr	15-Oct- 24	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4516	30-Jul- 24	INR 10 Cr	29-Oct- 24	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4524	23- Aug-24	INR 25 Cr	18-Feb- 25	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4540	27-Sep- 24	INR 25 Cr	24-Mar- 25	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4557	27-Sep- 24	INR 20 Cr	24-Jan- 25	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4565	27-Sep- 24	INR 20 Cr	08-Jan- 25	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4573	16-Oct- 24	INR 10 Cr	14-Feb- 25	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4581	29-Oct- 24	INR 10 Cr	28-Jan- 25	NIL	The Federal Bank	N.A.	CARE Ratings	A1+	INR 420 Cr
INE01HV1 4599	05- Nov-24	INR 10 Cr	04-Feb- 25	NIL	The Federal Bank	N.A.	CARE Ratings	A1+	INR 420 Cr
INE01HV1 4607	12- Nov-24	INR 10 Cr	20-Mar- 25	NIL	The Federal Bank	N.A.	CARE Ratings	A1+	INR 420 Cr
INE01HV1 4615	25- Nov-24	INR 60 Cr	27-Feb- 25	NIL	The Federal Bank	N.A.	CARE / CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4623	27- Nov-24	INR 20 Cr	26-Mar- 25	NIL	The Federal Bank	N.A.	CARE Ratings	A1+	INR 420 Cr
INE01HV1 4631	17- Dec-24	INR 50 Cr	18-Mar- 25	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4649	02-Jan- 25	INR 10 Cr	05-May- 25	NIL	The Federal Bank	N.A.	CARE Ratings	A1+	INR 420 Cr
INE01HV1 4656	27-Jan- 25	INR 25 Cr	27-May- 25	NIL	The Federal Bank	N.A.	CARE Ratings	A1+	INR 420 Cr
INE01HV1 4664	28-Jan- 25	INR 10 Cr	29-May- 25	NIL	The Federal Bank	N.A.	CARE Ratings	A1+	INR 420 Cr
INE01HV1 4672	29-Jan- 25	INR 10 Cr	29-Apr- 25	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4680	05-Feb- 25	INR 10 Cr	08-May- 25	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4698	25- Mar-25	INR 50 Cr	24-Jun- 25	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4706	26- Mar-25	INR 10 Cr	25-Jun- 25	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4714	11- Apr-25	INR 10 Cr	20-Mar- 26	10	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr



INE01HV1 4722	22- April- 25	INR 10 Cr	10-Dec- 25	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4730	02- May-25	INR 10 Cr	04-Aug- 25	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4748	06- May-25	INR 15 Cr	27-Feb- 26	15	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4755	02- May-25	INR 10 Cr	03-Sep- 25	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4763	09- May-25	INR 35 Cr	12-Aug- 25	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4771	16- May-25	INR 10 Cr	19-Aug- 25	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4789	29- May-25	INR 10 Cr	29-Sep- 25	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4797	02-Jun- 25	INR 25 Cr	07-Oct- 25	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4805	01-Jul- 25	INR 25 Cr	26-Dec- 25	25	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4813	14-Jul- 25	INR 50 Cr	15-Dec- 25	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4847	15-Jul- 25	INR 25 Cr	14-Oct- 25	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4821	16-Jul- 25	INR 25 Cr	15-Oct- 25	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4839	16-Jul- 25	INR 30 Cr	17-Nov - 25	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4854	17-Jul- 25	INR 40Cr	16-Oct- 2025	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4862	18-Jul- 25	INR 25Cr	14-Nov- 2025	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4870	24-Jul- 25	INR 55Cr	23-Oct- 2025	NIL	The Federal Bank	N.A.	CARE / CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4888	25-Jul- 25	INR 10Cr	24-Nov- 2025	NIL	The Federal Bank	N.A.	CARE / CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4896	07- Aug-25	INR 10Cr	05-Dec- 2025	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4904	12- Aug-25	INR 10Cr	11-Feb- 2026	10	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4912	12- Aug-25	INR 25Cr	18-Feb- 2026	25	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4920	20- Aug-25	INR 10Cr	19-Nov- 2025	NIL	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4938	03-Sep- 25	INR 10Cr	04-Feb- 2026	10	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 420 Cr
INE01HV1 4946	04-Sep- 25	INR 25Cr	02-Jan- 2026	25	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 650 Cr
INE01HV1 4953	11-Sep- 25	INR 10Cr	09-Jan- 2026	10	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 650 Cr
INE01HV1 4748	16-Sep- 25	INR 10Cr	27-Feb- 2026	15	The Federal Bank	N.A.	CARE / CRISIL Ratings	A1+	INR 650 Cr
INE01HV1 4961	17-Sep- 25	INR 10Cr	15-Jan- 2026	10	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 650 Cr
INE01HV1 4979	23-Sep- 25	INR 10Cr	22-Jan- 2026	10	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 650 Cr
INE01HV1 4987	24-Sep- 25	INR 25Cr	27-Jan- 2026	25	The Federal Bank	N.A.	CARE Ratings	A1+	INR 650 Cr



INE01HV1 4995	29-Sep- 25	INR 10Cr	26-Feb- 2026	10	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 650 Cr
INE01HV1 4AA1	30-Sep- 25	INR 30.50Cr	13-Apr- 2026	30.50	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 650 Cr
INE01HV1 4AB9	08-Oct- 25	INR 20Cr	30-June- 2026	20	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 650 Cr
INE01HV1 4912	13-Oct- 25	INR 25Cr	18-Feb- 2026	25	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 650 Cr
INE01HV1 4AC7	24-Oct- 25	INR 25Cr	22-Apr- 2026	25	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 650 Cr
INE01HV1 4AD5	31-Oct- 25	INR 50Cr	30-Jan- 2026	50	The Federal Bank	N.A.	CRISIL Ratings	A1+	INR 650 Cr
INE01HV1 4AE3	07- Nov-25	INR 15Cr	25-Feb- 2026	15	The Federal Bank	N.A.	CARE Ratings	A1+	INR 650 Cr
INE01HV1 4AG8	21- Nov-25	INR 15Cr	20-Feb- 2026	10	The Federal Bank	N.A.	CARE Ratings	A1+	INR 650 Cr
INE01HV1 4AF0	24- Nov-25	INR 10Cr	23-Feb- 2026	10	The Federal Bank	N.A.	CARE Ratings	A1+	INR 650 Cr
INE01HV1 4AH6	16- Dec-25	INR 50Cr	25-June- 2026	50	The Federal Bank	N.A.	CARE Ratings	A1+	INR 650 Cr

NAME OF THE AUDITOR	ADDRESS	DATE OF APPOINTMENT
Sundaram & Srinivasan, Chartered Accountants	23, C.P. Ramaswamy Road, Alwarpet, Chennai – 600 018	13 th August 2024.

C. Fund-based facilities from banks/Financial institutions, if any

NAME OF THE BANK	NATURE OF THE FACILITY	O/S AMOUNT / LIMIT	ASSET CLASSIFICATION
As per Annexure	As per Annexure	As per Annexure	As per Annexure

D. Shareholding Details of Promoters / Details of share Pledged

S. NO.	NAME OF THE PROMOTER	TOTAL NUMBER OF EQUITY SHARES	NUMBER OF SHARES IN DEMAT FORM	TOTAL SHAREHOLDING AS PERCENTAGE (%) OF TOTAL NO. OF EQUITY SHARES
1	Vineet Sukumar	67,37,840	67,37,840	31.23

Details of share Pledged - NIL

E. Financial Summary

(Including Net worth / Equity / Investment in subsidiaries / Affiliates)



Particulars	Dec-24 (Provisional Financial)	Mar-24	Mar-23	Mar-22
Equity	2,078.30	1,893.92	1,564.75	1,196.15
Net worth	2,078.30	1,893.92	1,564.75	1,196.15
Investment in Subsidiaries/Affiliates	174.16	174.16	127.37	107.52
Total Debt Outstanding -Short Term (< 1 Year) -Other Debt	7,166.57	7,032.04	5,019.89	3,550.13
Gross Income	987.74	1,050.67	671.21	351.67
Operating Profit (PBITD)	740.93	811.91	570.95	290.18
Gross Profit (PBTD)	226.51	272.95	180.54	91.13
Net Profit (Post Tax)	160.15	191.26	129.30	67.37
Audit Qualifications (If Any)	NIL	NIL	NIL	NIL

Note: If the issuer has not been in existence for three years, the information of the issuer for the period such information is available shall be disclosed.

F. Details of Statutory auditor and changes thereof in the last three financial year

Details of change in auditor for preceding three financial years and current financial year:

NAME OF THE AUDITOR	ADDRESS	DATE OF APPOINTMENT	DATE OF CESSATION, IF APPLICABLE	DATE OF RESIGNATION, IF APPLICABLE
M/s. Deloitte Haskins and Sells	Indiabulls Finance Centre Tower 3, 24th / 25th / 26th / 27th – 32nd Floor, Senapati Bapat Marg, Elphinstone Road (West), Maharashtra, 400013	30 th April 2018	-	6 th August 2021
BSR & Co. LLP, Chartered Accountants	KRM Tower, 1st & 2nd Floors, No.1, Harrington Road, Chetpet, Chennai – 600 031, India	17 th August 2021	-	13 th August 2024*.
Sundaram & Srinivasan, Chartered Accountants	23, C.P. Ramaswamy Road, Alwarpet, Chennai – 600018	13 th August 2024.	-	-

*The term of appointment of B S R & Co. LLP has been completed and accordingly, new auditors have been appointed at the Annual General Meeting of the Company held on 13th June 2024.

G. Details of default of CP, NCD or any other debt instrument and other financial indebtedness including corporate guarantee issued in the past five financial years including in the current financial year.

N.A.

H. Details of Any other material event / development having implications for the financials/ credit quality resulting in material liability, corporate restructuring event or such other matters



affecting the issue or investor's decision

N.A.

I. Material Litigation Regulatory Strictures, If Any:

(All ongoing and outstanding material litigation irrespective of age to be reported)

N.A.

J. Regulatory Strictures, If Any:

(Regulatory strictures issued during the past five Financial Years to be reported.

Also, any regulatory structure which continue to be applicable is to be disclosed)

N.A.

K. An issuer which is either an NBFC or an HFC shall disclose the residual maturity profile of its assets and liabilities in the following format:

Category	Up to 30/31 days	>1 month – 2 months	>2 months – 3 months	>3 months – 6 months	>6 months – 1 year	> 1 year – 3 years	>3 years – 5 years	>5 years	Total
Deposit	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Advances	59,044.97	35,773.30	23,370.96	68,862.71	1,03,591.55	1,90,228.94	17,835.91	26,250.00	5,24,958.34
Investments	87,509.09	73,752.10	73,219.23	1,27,959.43	1,60,014.38	2,04,723.74	6,061.12	5,354.91	7,38,594.00
Borrowings	13,320.53	698.34	19,586.57	2,988.72	4,409.29	8,220.92	4,275.33	17,416.03	70,915.73
Foreign Currency Assets (FCA)	NA	NA	NA	NA	NA	NA	NA	NA	NA
Foreign Currency Liabilities (FCL)	NA	NA	NA	NA	NA	NA	NA	NA	NA

For Vivriti Capital Limited (Formerly known as Vivriti Capital Private Limited)

Ajitkumar Menon
Authorized Signatory of the Issuer

Date: 18.12.2025

Original/ authenticated copy of any document related to above information will be made available to the investors on request.