



VC CORPORATE ADVISORS PVT LTD.

31, Ganesh Chandra Avenue, 2nd Floor, Suite No. 2C, Kolkata-700 013
Tel : 033 2225 3940, Fax : 033 2225 3941
CIN - U67120WB2005PTC106051

E-mail : mail@vccorporate.com
Website : www.vccorporate.com

Date: 22.12.2017

VCC/12/17/19

To,
The Securities and Exchange Board of India,
MIRSD,
Division of Registration- 2,
SEBI Bhavan, Plot No. G-Block,
Bandra Kurla Complex,
Mumbai - 400 051

Sub: Submission of Half Yearly Report of VC Corporate Advisors Private Limited for the Half Year ended 30.09.2017

Ref: SEBI Circular No. MIRSD/DPS-2/MB/Cir-16/2008 dated May 06, 2008 and SEBI Circular No. CIR/MIRSD/7/2011 dated June 17, 2011

SEBI Permanent Registration No. - INM000011096

With reference to above and in accordance with the Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992, we are submitting herewith the Half Yearly Report for the period from 01.04.2017 to 30.09.2017.

Kindly acknowledge the receipt.

Thanking You,

Yours truly,
For VC Corporate Advisors Private Limited

URVI BELANI
(Asst. Vice President & Compliance Officer)

Encl: As stated above





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REPORT OF MERCHANT BANKERS For the Half-Year Ended March/September, 2017

NAME: VC CORPORATE ADVISORS PRIVATE LIMITED
REGISTRATION NO: INM000011096
DATE OF PERMANENT REGISTRATION: 28/12/2012

SECTION I: ACTIVITIES

Issue Management:

Type of issue	No. of issues managed during the half year ended March-/Sep	Cumulative no. of issues managed up to the half year ended March-/Sep	Size (in Rs. crores) of issues managed during the half year ended March-/Sep	Cumulative Size (in Rs. crores) of issues managed up to the half year ended March-/Sep
IPO	-	4	-	100.10
FPO	-	-	-	-
Rights Issue	-	4	-	75.30
Takeover ^(d)	2	66	27.95	457.65
Buyback	3	10	96.19	236.83
Delisting:				
Under Reverse Book Building Process: ^(a)	-	9	-	88.95
Under Small Companies Delisting: ^(b)	6	90	3.83	181.04
Others:				
--Qualified Institutional Placement:	-	1	-	99.29
Total	11	184	127.97	1239.16

Underwriting:

Type of Issue	No. of issues underwritten during the half year ended March-/Sep	Cumulative no. of issues underwritten up to the half year ended March-/Sep	Amount underwritten (in Rs. crores) during the half year ended March-/ Sep	Cumulative amount underwritten (in Rs. crores) up to the half year ended March/ Sep	Amount devolved (in Rs. crore) during the half year ended March-/Sep	Cumulative amount devolved (in Rs. crores) up to the half year ended March/ Sep
Public Issue	-	3	-	33.29	-	-
Total	-	3	-	33.29	-	-

Other activities

Nature of service rendered	No. of transactions undertaken during the half year ended March / Sep	Value (in ` crores) of transactions undertaken during the half year ended March-/Sep
1.Private placement of securities	-	-
2. Corporate Advisory Services (Takeover, acquisitions, disinvestment)	-	-
3.Managing/ advising on International Offerings of Debt/ Equity	-	-
4.International Financial Advisory Services	-	-
5.Others: [Includes Exit Offer completed, Fairness Opinion, Valuation of Shares and Business, Certificate under SEBI (Employee Stock Option Scheme) Guidelines, 1999, Compliances under SEBI (SAST) Regulations, 1997/ 2011 & SEBI (Prohibition of Insider and Trading), Regulations, 1992, Listing Agreement and other SEBI, St. Ex. and other corporate matters etc.	34	Not Ascertainable

Name of Compliance Officer	Ms. Urvi Belani
E-mail ID	urvi@vccorporate.com

Notes:

^(a) Includes the assignments for which Post Offer Public Announcements were published during the Half Year Ended 30.09.2017.

^(b) Includes the assignments for which Valuation Report/ Completion Certificate (as applicable) has been issued during the Half Year Ended 30.09.2017

^(c) All the other assignments includes those only which were completed during the Half Year Ended 30.09.2017.

^(d) We were also acting as Manager to the Open Offer of M/s. Golden Tobacco Limited in compliance with the SEBI (Substantial Acquisition Of Shares and Takeover) Regulations, 1997, however, M/s. SPA Capital advisors Limited were appointed as the new Manager to the said open Offer w.e.f. 11.09.2017 and we were relieved from the responsibilities as Manager to the Open Offer w.e.f 12.09.2017.





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SECTION II - REDRESSAL OF INVESTOR GRIEVANCES

For the Half-Year Ended March/September,-2017

Status of Investor Grievances:

Name of the Issuer/ Target Company	Type of issue (IPO/ FPO/ Rights issue/ Takeover/ Buyback/ Delisting, etc.)	No. of complaints pending at the end of the last half year	No. of complaints received during the half year	No. of complaints resolved during the half year	No. of complaints pending at the end of half year
Techno Electric And Engineering Company Ltd.	Buyback	Nil	1	1	Nil

Details of the complaints pending for more than 30 days: Not Applicable

Name of the Issuer/ Target Company	Type of issue (IPO/ FPO/ Rights issue/ Takeover/ Buyback/ Delisting, etc.)	No. of complaints pending for more than 30 days	Nature of complaint(s)*	Steps Taken for redressal	Status of the complaint (if redressed, date of redressal)
Nil	Nil	Nil	Nil	Nil	Nil

Name of Compliance Officer	Ms. Urvi Belani
E-mail ID	urvi@vccorporate.com

*Nature of complaint(s):

- a. Delay in receipt/ Non-receipt of refund
- b. Non-allotment/ delay in receipt of shares
- c. Non-bidding of application
- d. Non-receipt of letter of offer
- e. Non-receipt/ delay in receipt of consideration
- f. Non-acceptance of shares
- g. Others- Gross Misrepresentation & Illegality





COMPLIANCE CERTIFICATE FOR THE HALF YEAR ENDED ~~MARCH~~ / SEPTEMBER, 2017

- A. A certificate stating the fact that there is no conflict of interest with activities other than Merchant Banking Activities, marked as "**Annexure I**".
- B. Change in status or constitution since the last report for the Half Year ended 31.03.2017 till Half Year ended 30.09.2017, marked as "**Annexure II**".
- C. **Other Information: Not Applicable**
- Details of arrest/ conviction of Key Officials of Merchant Banker,
 - Details of prosecution cases or criminal complaints filed by investors against the Merchant Banker,
 - Details of any fraudulent activity by the employees associated with Merchant Banking activities and action taken by the Merchant Banker,
 - Details of any disciplinary action taken/ penalty imposed by SEBI/ other regulatory authority, and
 - Action taken by the Merchant Banker on the above issues.
- D. Compliance with Registration Requirements, marked as "**Annexure III**".
- E. Due Diligence Certificate in respect to assignments handled during the Half Year ended 30.09.2017, marked as "**Annexure IV**".
- F. Certificate in compliance with requirement of updating the status of Public Issues handled during the last three Financial Years ended on 31.03.2017 and for the half year ended 30.09.2017 on our website in accordance with SEBI Circular CIR/MIRSD/1/2012 dated 10.01.2012, marked as "**Annexure V**".
- G. **Certificate regarding underwriting obligations- Not Applicable.**
(Since underwriting obligations under all the agreements during the Half Year ended 30.09.2017 has not exceeded the limit prescribed under regulation 15 (2) of the SEBI (Underwriters) Regulations, 1993, there is no applicability of the said certificate).
- H. Details of deficiencies and non-compliances during the Half Year ended 30.09.2017: **Not Applicable.**
- I. Board Meeting for the purpose of review of the Half Yearly Report for the period ended 30.09.2017, held on 22.12.2017 and an undertaking regarding the observations of the Board of Directors on it is enclosed herewith marked as "**Annexure VI**".

Since there were no deficiencies and non-compliances during the Half Year ended 30.09.2017, we further certify that we have complied with all the applicable acts, rules, regulations, guidelines, etc. issued from time to time, wherever applicable.

Thanking You.

Yours Faithfully,
For VC Corporate Advisors Private Limited

URVI BELANI
(Asst. Vice President & Compliance Officer)



Place: Kolkata
Dated: 22.12.2017
Encl: As stated above



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Annexure I

TO WHOMSOEVER IT MAY CONCERN

We do hereby certify that the activities other than Merchant Banking Activities, if any, performed by us during the Half Year ended 30.09.2017 are not in conflict with Merchant Banking Activities and we do hereby confirm that the appropriate systems and policies have been put in place to protect the interests of investors, if any.

Place: Kolkata

Dated: 21.12.2017

For VC Corporate Advisors Private Limited

URVI BELANI
(Asst. Vice President & Compliance Officer)





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Annexure II

CHANGE IN STATUS OR CONSTITUTION OF THE COMPANY SINCE THE LAST REPORT FILED FOR HALF YEAR ENDED 31.03.2017 TO THE HALF YEAR ENDED 30.09.2017:

This is in reference to the captioned matter and in compliance with SEBI Circular No. MIRSD/DPS-2/MB/Cir-16/2008 dated 06.05.2008 and SEBI Circular No. CIR/MIRSD/7/2011 dated 17.06.2011 we do hereby confirm the following:

Particulars	Yes/ No
Amalgamation, Demerger, Consolidation or any other kind of Corporate Restructuring falling within the scope of Section 391 of the Companies Act, 1956 (1 of 1956) or the corresponding provision of any other law for the time being in force	No
Change in Director, including Managing Director/ Whole-time Director	No
Change in shareholding not resulting change in control	No

For VC Corporate Advisors Private Limited

Place: Kolkata

Dated: 21.12.2017

URVI BELANI
(Asst. Vice President & Compliance Officer)





Annexure III

COMPLIANCE WITH THE REGISTRATION REQUIREMENTS

We do hereby certify that the requirements specified for SEBI Registration as the Merchant Banker are fulfilled and the details are as follows that:

- (i) Net worth of the Company as defined in the Regulations as on Financial Year ended 31.03.2017 (last audited financials) is Rs. 1646.17 Lakhs.
- (ii) There has not been any change in infrastructure since the last report.
- (iii) Neither the Merchant Banker, nor any of its Director, Partner or Principal Officer has at any time been convicted for any offence involving moral turpitude nor has been found guilty of any economic offence.
- (iv) There has not been any change in the Key Management Personnel pertaining to the Merchant Banking division during the Half Year ended 30.09.2017.

Place: Kolkata

Dated: 21.12.2017

For VC Corporate Advisors Private Limited

URVI BELANI
(Asst. Vice President & Compliance Officer)





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Annexure IV

TO WHOMSOEVER IT MAY CONCERN

We do hereby certify that we have at all times exercised due diligence, ensured proper care, exercised independent professional judgment and have maintained records and documents pertaining to due diligence exercised in pre-issue and post-issue activities of issue management and in case of takeover, buyback and delisting of securities also.

Place: Kolkata

Dated: 21.12.2017

For VC Corporate Advisors Private Limited

URVI BELANI

(Asst. Vice President & Compliance Officer)





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Annexure V

TO WHOMSOEVER IT MAY CONCERN

We do hereby certify that we have updated the disclosure of track record of all the past Public Issues managed by us during the last 3 (three) Financial Years ending on 31.03.2017 and for the half year ended 30.09.2017, on our website in accordance with SEBI Circular CIR/MIRSD/1/2012 dated 10.01.2012.

For VC Corporate Advisors Private Limited

URVI BELANI

(Asst. Vice President & Compliance Officer)

Place: Kolkata

Dated: 21.12.2017





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Annexure VI

TO WHOMSOEVER IT MAY CONCERN

This is in reference to the certificates submitted by the Compliance Officer of the Company in pursuant to periodic reporting requirement in accordance with SEBI Circular No. CIR/MIRSD/06/2012 dated 14.05.2012 we have observed that there were no deficiencies and non-compliances by the Company during the Half Year ended 30.09.2017.

We further state that the Company has followed the proper pre-issue and post-issue due diligence process and we are satisfied with the due diligence process followed. The Company has also properly uploaded on its Website the track record of the Public Issues managed during the last 3 (three) Financial Years ended on 31.03.2017 and for the half year ended 30.09.2017.

For and behalf of the Board of Directors

Place: Kolkata

Dated: 22.12.2017

V. K. Chandak

**VIJAY KUMAR CHANDAK
(Managing Director)
DIN: 00062814**

