

Date: 14<sup>th</sup> November, 2016



To,  
BSE Limited  
1st Floor, P.J.Towers,  
Dalal Street,  
Mumbai – 400 001

Dear Sirs,

Sub.: Half yearly communication for Debt Securities in respect of half year ending September 2016.

Ref: Listed issue of Non—Convertible Debentures (“NCDs”) aggregating to INR 10.00 Crs-Statutory  
Compliance-Half Yearly Report-CBO IV

We wish to inform the following –

1. Credit Rating = M1 effective from October 20<sup>th</sup>, 2016 (Grading)  
BBB+ (SO) {Credit rating for NCD}
2. Asset cover available = **1.10X**
3. Debt – Equity Ratio = **4.45** as per unaudited financial results as on September, 2016.
4. The interest was paid on 25<sup>th</sup> September 2016 (Previous due date for payment of interest)
5. The next due date for the payment of interest is 25<sup>th</sup> October 2016.
6. Debt Service Coverage Ratio:- 1.66
7. Interest Service coverage ratio:- 1.36
8. Net-worth:- 1,141,149,147
9. Net-profit after tax:- 65989091
10. Earnings per share:- Rs. 4.80

This is for your information.

Thanking you.

Yours faithfully,

*For Disha Microfin Private Limited*

**Authorised Signatory**  
**Company Secretary**  
**Jinali Thacker**

Counter Signatory:  
*For GDA Trusteeship Limited*

**Authorised Signatory**

Disha Microfin Pvt Ltd.

CIN - U67120GJ1995PTC025373

Registered and Head Office : 301-306,3rd floor, Abhijeet V, Law Garden Road, Mithakhali, Ahmedabad-380006, Gujrat, Phone: +91-79 4009815,  
Corporate Office : 5th Floor, Bren Mercury, Kaikondanahalli, Sarjapur Main Road, Bangalore - 560102, Phone : +91-80 42504444  
E- mail: contactus@fincare.com, URL: www.dishamicrofin.com.

**Disha Microfin Private Limited**
**Unaudited Statement of financial results for the half year ended 30 September 2016**

(₹ in Lakhs)

Particulars	Half year ended 30 September 2016 Unaudited	Half year ended 30 September 2015 Unaudited	Year ended 31 March 2016 Audited
1 Interest earned			
(a) Interest on loans and advances	4,377	2,073	4,272
(b) Income on investments	101	26	51
(c) Others	2,180	458	1,066
	6,658	2,557	5,389
2 Other income	161	33	73
3 <b>Total Income (1+2)</b>	<b>6,819</b>	<b>2,590</b>	<b>5,462</b>
4 Interest expended	2,448	1,070	2,325
5 Operating expenses			
(i) Employee cost	1,412	574	1,262
(ii) Rent	190	27	63
(iii) Depreciation and amortisation	64	14	65
(iv) Others			
- Legal & Professional	553	182	645
- Other expenses	476	163	472
6 <b>Total Expenditure (4+5) excluding provisions and contingencies</b>	<b>5,143</b>	<b>2,030</b>	<b>4,852</b>
7 <b>Operating Profit before Provisions and Contingencies (3-6)</b>	<b>1,676</b>	<b>560</b>	<b>610</b>
8 Provisions (Including standard asset provision) / write off and contingencies	440	9	191
9 Exceptional items	-	-	-
10 Profit from ordinary activities before tax (7-8-9)	1,236	551	419
11 Tax expense	427	188	152
12 <b>Net profit from ordinary activities after tax (10-11)</b>	<b>809</b>	<b>363</b>	<b>267</b>
13 Extraordinary items (net of tax expense)	-	-	-
14 <b>Net profit for the period (12-13)</b>	<b>809</b>	<b>363</b>	<b>267</b>
15 Paid-up equity share capital (Face value of the share is ₹ 10 each)	1,665	978	978
16 Reserves excluding Revaluation Reserves (as per Balance Sheet of previous accounting year)	3,387	3,120	3,120
17 Analytical Ratios			
(i) Capital Adequacy Ratio	18.01%	23.43%	20.97%
(ii) Earnings Per Share (EPS)			
- Basic and Diluted	5.24	3.71	2.73
18 NPA Ratios			
a) Gross	0.28%	0.37%	0.45%
b) Net	0.03%	0.11%	0.10%
c) Return on Assets (PAT/ Average total assets*)	1.62%	1.77%	1.02%

\* Represents the average of opening and closing total assets.



## Disha Microfin Private Limited

### Unaudited Statement of financial results for the half year ended 30 September 2016 (Cont'd)

#### Notes:

- 1 The unaudited financial results for the half year ended 30 September 2016 was reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 14 November 2016. The same has been subjected to limited review by the statutory auditors.
- 2 These unaudited financial results are prepared in compliance with the generally accepted accounting principles in India (Indian GAAP). They do not include all of the information required in annual financial statements in accordance with Schedule III and accounting standards notified under Section 133 of the Companies Act 2013. Accordingly, the unaudited financial results should be read in conjunction with the audited financial statements and related notes included in the Company's annual report for the year ended 31 March 2016. The accounting policies applied are consistent with the policies that were applied for the preparation of the financial statements for the year ended 31 March 2016.
- 3 The Company received an in-principle approval from the Reserve Bank of India to start operations as a small finance bank. The Company is in the process of restructuring its ownership and operations to align to the requirements laid out by RBI. Pursuant to the overall restructuring plan, the Company has undertaken/ is undertaking the following transactions:
  - a) On 3 May 2016, the Company issued 68,68,132 fully paid-up equity shares of ₹ 10 per share at a premium of ₹ 81 per share by way of a rights issue to existing shareholders in the same proportion of their shareholding. As a result, 50,66,081 shares were issued to Indium IV (Mauritius) Holding Limited and 18,02,051 shares were issued to Fincare Business Services Private Limited.
  - b) On 15 September 2016, Indium IV (Mauritius) Holdings Limited swapped its investment of 72,15,166 equity shares of the Company in exchange for 56,36,893 equity shares in Fincare Business Services Private Limited. As a result, as at 30 September 2016, Fincare Business Services Private Limited holds 1,15,83,717 shares (69.57%) (the holding company) and Indium IV (Mauritius) Holdings Limited holds 50,66,081 shares (30.43%) of the Company.
  - c) The Company pursuant to a business transfer agreement dated 13 April 2016, approved by the Board of Directors in their meeting held on 11 April 2016 and by the shareholders on 12 April 2016, agreed to acquire all of the assets and liabilities of Future Financial Services Private Limited (formerly Future Financial Services Limited) [FFSPL] via a slump sale agreement for a cash consideration of ₹ 13,701 lakhs. The Company completed the slump sale transaction subsequent to 30 September 2016 (i.e., on 1 October 2016).
  - d) The Board of Directors approved the allotment of 1,11,05,123 equity shares of ₹ 10 each to Future Financial Services Private Limited at a premium of ₹ 101 each, totally ₹ 12,327 lakhs. The aforesaid transaction was effected on 1 October 2016. As a result, Fincare Business Services Private Limited holds 1,33,19,207 equity shares (47.99%), Future Financial Services Private Limited holds 1,11,05,123 equity shares (40.01%) and Indium IV (Mauritius) Holdings Limited holds 33,30,591 (12%) of the Company.
  - e) The Board of Directors of Fincare Business Services Private Limited has approved the amalgamation of Future Financial Services Private Limited into itself on 5 November 2016 and is in process of seeking approval from Karnataka High Court. Post the merger, Fincare Business Services Private Limited will hold 2,44,24,324 equity shares (88%) of the Company.
  - f) Lastly, Fincare Business Services Private Limited is in the process of seeking approval for appropriate compliance with RBI requirement which may arise on account of ongoing restructuring process.
- 4 EPS and other ratios disclosed for the half year ended 30 September 2016 and 30 September 2015 are not annualised.
- 5 The Company is primarily engaged in the business of rural and micro credit in India which is considered to be the only reportable business segment as per Accounting Standard (AS) 17 on Segment Reporting. The Company operates primarily in India and there is no other significant geographical segment.
- 6 Gross NPA ratio refers to the ratio of gross unassigned non performing loan assets to gross unassigned loan assets.
- 7 Net NPA ratio refers to the ratio of gross unassigned non performing assets net of provision on unassigned non performing loans to gross unassigned loan assets net of provision on unassigned loans.
- 8 The figures of the previous year have been regrouped / reclassified, wherever necessary to conform to current period's classification.

For and on behalf of the Board of Directors

-sd-

Sameer Navavati

Director

DIN: 00157693

Bengaluru

14 November 2016

For, DISHA MICROFIN PVT. LTD.

  
DIRECTOR



# Walker Chandiook & Co LLP

**Walker Chandiook & Co LLP**  
(Formerly Walker, Chandiook & Co)  
5th Floor, No. 65/2, Block "A",  
Bagmane Tridib, Bagmane Tech Park  
C V Raman Nagar, Bengaluru 560093  
India

T +91 80 4243 0700  
F +91 80 4126 1228

## Review Report on Half yearly Financial Results of the Company Pursuant to the Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

### To the Board of Directors of Disha Microfin Private Limited

1. We have reviewed the accompanying statement of unaudited financial results ("the Statement") of Disha Microfin Private Limited ("the Company") for the half year ended 30 September 2016. This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures, applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with applicable accounting standards, as notified under Section 133 of the Companies Act, 2013, including relevant rules issued thereunder and other accounting principles generally accepted in India, and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including the manner in which it is to be disclosed, or that it contains any material misstatement or that it has not been prepared in accordance with the relevant prudential norms issued by the Reserve Bank of India in respect of income recognition, asset classification, provisioning and other related matters.

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

*Sanjay Banthia.*  
per Sanjay Banthia  
Partner  
Membership No.: 061068

Bengaluru  
14 November 2016



Date: 14<sup>th</sup> November, 2016



To,  
BSE Limited  
1st Floor, P.J.Towers,  
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Dear Sirs,

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Ref: Listed issue of Non—Convertible Debentures (“NCDs”) aggregating to INR 20.00 Crs-Statutory  
Compliance-Half Yearly Report-CBO VII

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BBB+ (SO) {Credit rating for NCD}
2. Asset cover available = **1.10X**
3. Debt – Equity Ratio = **4.45** as per unaudited financial results as on September, 2016.
4. The interest was paid on 20<sup>th</sup> September 2016 (Previous due date for payment of interest)
5. The next due date for the payment of interest is 21st October 2016.
6. Debt Service Coverage Ratio:- 1.66
7. Interest Service coverage ratio:- 1.35
8. Net-worth:- 1,141,149,147
9. Net-profit after tax:- 65989091
10. Earnings per share:- Rs. 4.80

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Disha Microfin Pvt Ltd.

CIN - U67120GJ1995PTC025373

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For and on behalf of the Board of Directors

-sd-

Sameer Navavati

Director

DIN: 00157693

Bengaluru

14 November 2016

For, DISHA MICROFIN PVT. LTD.

  
DIRECTOR





# Walker Chandiook & Co LLP

**Walker Chandiook & Co LLP**  
(Formerly Walker, Chandiook & Co)  
5th Floor, No. 65/2, Block "A",  
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C V Raman Nagar, Bengaluru 560093  
India

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## Review Report on Half yearly Financial Results of the Company Pursuant to the Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

### To the Board of Directors of Disha Microfin Private Limited

1. We have reviewed the accompanying statement of unaudited financial results ("the Statement") of Disha Microfin Private Limited ("the Company") for the half year ended 30 September 2016. This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures, applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with applicable accounting standards, as notified under Section 133 of the Companies Act, 2013, including relevant rules issued thereunder and other accounting principles generally accepted in India, and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including the manner in which it is to be disclosed, or that it contains any material misstatement or that it has not been prepared in accordance with the relevant prudential norms issued by the Reserve Bank of India in respect of income recognition, asset classification, provisioning and other related matters.

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

*Sanjay Banthia.*  
per Sanjay Banthia  
Partner  
Membership No.: 061068

Bengaluru  
14 November 2016

