

No.CTL/DEB/17-18/Noting Certificate

November 10, 2017

To Whomsoever It May Concern,

CERTIFICATE FOR RECEIPT AND NOTING OF INFORMATION

[Pursuant to Regulation 52(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

We, Catalyst Trusteeship Limited (“**Debenture Trustee**”) hereby confirm that we have received and noted the information, as specified under regulation 52(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 (“**Regulations**”), provided to us by **M Power Micro Finance Private Limited** (“**the Company**”) for the Half year ended September 30, 2017.

This Certificate is being issued pursuant to the requirements of regulation 52(5) of the aforesaid Regulations, for onward submission to Stock Exchange(s) by the Company.

For Catalyst Trusteeship Limited


Authorised Signatory



Encl: Results submitted by Company





"Nurture Dreams Transform Lives"

M POWER

MICRO FINANCE PVT. LTD.

8th November, 2017

To,
The Manager
Listing Department - Debt Market
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Dear Sir,

Sub: Financial Results for the Half Year ended 30th September, 2017

Pursuant to Regulation 52 of the SEBI (Listing Obligation And Disclosure Requirements) Regulations, 2015 we wish to inform you that Board of Directors at its meeting held on Wednesday, 8th November, 2017 has considered and approve Unaudited Financial Results for 30th September, 2017 and took note of the Limited Review Report thereon, submitted by the Statutory Auditors, M/S G.M. Kapadia & Co, Mumbai.

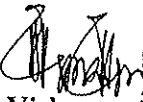
The meeting of the Board commenced at 3.00 P.M. and concluded at 6.30 P.M.

The copy of the Unaudited Financial Results along with Limited Review Report are enclosed herewith.

Requesting you to take the same on record and consider for the appropriate dissemination.

Thanking you

For M Power Micro Finance Private Limited


K.M. Vishwanathan
Managing Director & CEO



G. M. KAPADIA & CO.
(REGISTERED)

CHARTERED ACCOUNTANTS

1007, RAHEJA CHAMBERS, 213, NARIMAN POINT, MUMBAI 400 021, INDIA

PHONE : (91-22) 6611 6611 FAX : (91-22) 6611 6600

Limited Review Report on Unaudited Half year Standalone Financial Results for the Half year ended on September 30, 2017 of M Power Micro Finance Private Limited pursuant to the Regulation 52 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

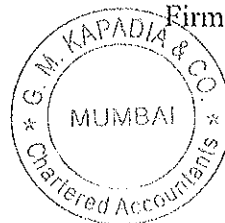
To
The Board of Directors
M Power Micro Finance Private Limited

1. We have reviewed the accompanying unaudited standalone financial results ('the Statement') of **M Power Micro Finance Private Limited** ('the Company') for the half-year ended on September 30, 2017. The Statement has been prepared by the Company pursuant to Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. 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 Statements based on our review.
2. We have conducted our review 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. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provide 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 stated above, nothing has come to our notice that causes us to believe that the accompanying Statement of unaudited standalone financial results prepared in accordance with the Accounting Standards notified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 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.

For **G. M. KAPADIA & CO.**

Chartered Accountants

Firm Registration No. 104767W



Atul Shah

Atul Shah

Partner

Membership No: 039569

Place: Mumbai

Date : November 08, 2017

**M POWER MICRO FINANCE PRIVATE LIMITED**Reg.Off: B/212, Arjun Centre, Plot No.231, Govandi Station Road, Govandi Mumbai-400088, Maharashtra.
CIN No.U65999MH2009TC197149

Tel: 022-40155773 Email: contact@mpowermicro.com Website: www.mpowermicro.com

UNAUDITED STATEMENTS OF ASSETS AND LIABILITIES AS AT 30th SEPTEMBER, 2017

Particulars	As at 30 Sept 2017		As at 31 March 2017	
EQUITY AND LIABILITIES				
Shareholders' funds				
Share Capital	160,314,870		160,314,870	
Reserve & Surplus	28,162,330	188,477,200	88,629,307	248,944,177
Non-Current Liabilities				
Long Term Borrowings	576,950,603		392,203,564	
Long Term Provisions	10,389,121		6,099,589	
Other Long Term Liabilities	-	587,339,725	-	398,303,153
Current liabilities				
Trade payables				
(a)Outstanding dues of micro enterprise and small enterprises	-		-	
(b)Outstanding dues of creditors other than micro enterprise and small enterprises	1,369,268		5,917,290	
Other Current Liabilities	840,978,860		672,701,915	
Short Term Provisions	77,287,174	919,635,302	26,723,107	705,342,312
TOTAL		1,695,452,227		1,352,589,642
ASSETS				
Non-current assets				
Property, Plant & Equipment				
Tangible Assets	5,228,190		5,616,346	
Intangible Assets	1,732,470		3,479,124	
Intangible Assets under development	-		-	
Loan Portfolio	373,321,605		243,003,180	
Non-current investment	20,500,000		20,500,000	
Other Non Current Assets	40,588,834		40,820,307	
Deferred Tax Asset (Net)	22,256,348	463,627,447	1,211,012	314,629,968
Current assets				
Loan Portfolio	910,345,388		781,853,898	
Cash and Cash Equivalents	277,154,026		146,077,958	
Short Term Loans and Advances	1,345,706		15,639,718	
Other Current Assets	42,979,659	1,231,824,779	94,388,101	1,037,959,674
TOTAL		1,695,452,227		1,352,589,642

For M Power Micro Finance Private Limited

K. M. Vishwanathan
Managing Director & CEOPlace : Mumbai
Date: 08/11/2017SIGNED FOR IDENTIFICATION
BY

G. M. KAPADIA & CO.
MUMBAI.



M POWER MICRO FINANCE PRIVATE LIMITED

Reg.Off: B/212, Arjun Centre, Plot No,231, Govandi Station Road, Govandi Mumbai-400088, Maharashtra.
CIN No.U65999MH2009TC197149

Tel: 022-49155723 Email:ld: contact@mpowermicro.com Website:www.mpowermicro.com

STATEMENT OF UNAUDITED FINANCIAL RESULTS FOR THE HALF YEAR ENDED 30th SEPTEMBER, 2017

Particulars	For the half year ended 30th Sep 2017	For the half year ended 30th Sep 2016	For the year ended 31st Mar 2017
1) CONTINUING OPERATIONS INCOME			
Revenue From Operations	1,261.56	1,477.03	2,925.01
Other Operating Income	73.73	47.89	103.33
Total Income	1,335.28	1,524.92	3,028.34
2) EXPENSES			
Employee Cost	512.88	349.13	771.85
Finance Costs	751.94	761.45	1,537.26
Other Administrative Expenses	165.79	94.48	239.69
Depreciation and amortisation expense	32.21	8.25	26.03
Provision	680.39	15.62	63.02
Total expense	2,143.21	1,228.93	2,637.86
3) Profit before prior period items and tax	-807.92	295.99	390.48
Prior period item	-	-	-
4) Profit before tax	-807.92	295.99	390.48
5) Tax expense:			
Current tax (Net of Mat Credit)	-	122.18	141.02
Deferred tax asset	-210.45	-7.64	6.78
Adjustment of tax relating to prior years	-	-	-30.34
Total tax expense	-210.45	114.53	117.46
6) Profit after tax from continuing operations	-597.47	181.46	273.02
7) Paid-up equity share capital (Face Value Rs. 10/- Per Share)			
8) Reserves excluding Revaluation Reserves (as per balance sheet of previous accounting year)	281.62	377.11	886.29
9). Analytical Ratios			
(i) Capital Adequacy Ratio	18.69%	17.57%	23.12%
(ii) Earnings Per Share (EPS) (FV Rs.10 per share) (EPS for six month not annualised)	-4.02	1.50	2.16
10) NPA Ratios			
a) Amt of Gross NPA	1213.91	17.78	25.42
Amt of Net NPA	432.74	6.15	6.59
b) % of Gross NPA	9.46%	0.17%	0.25%
% of Net NPA	3.37%	0.06%	0.06%
c) Return on Assets *	-10.37%	2.87%	2.24%

* Ratios are annualised

Notes:

1. The financial results of the Company for the half year ended 30th September, 2017, reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 8th November, 2017, in accordance with the requirement of Regulation 52 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. The above results are subject to the limited review by the Statutory Auditors of the Company.

2. Return on assets has been reported including off-balance sheet loans and advances.

3. Previous year / half year figures have been regrouped wherever necessary to conform to current year / half year classification.

4. Additional information pursuant to Regulation 52(4) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.:

Credit Rating for Non Convertible Debentures ("NCD")	Next due date for payment of interest and repayment of part principal of NCD:	Previous due date for payment of interest and repayment of part principal of NCD:
CBO XV 2016 NCD Issue : [ICRA] BBB+ (SO)	CBO XV NCD Issue : 3rd Oct, 2017	CBO XV NCD Issue : 3rd Sept, 2017 (paid on time)
Outstanding redeemable preference shares The Company has issued 10,00,000 redeemable preference shares of Rs. 10/- each, which are not listed on any stock exchange.		
Debenture Redemption Reserve : Not Applicable	Debt-Equity Ratio : 7.21	Net Worth: Rs. 1784.77Lacs

For M Power Micro Finance Private Limited

K. M. Vishwanathan
Managing Director & CEO

Place : Mumbai
Date: 08/11/2017

SIGNED FOR IDENTIFICATION
BY

G. M. KAPADIA & CO.
MUMBAI.



"Where Dreams Transform Lives"
9.11.2017

M POWER

MICRO FINANCE PVT. LTD.

To
The Catalyst Trusteeship Limited
83-87, 8th Floor, B Wing, Mittal Tower,
Nariman Point,
Mumbai – 21

Ref: CTL/MUM/Compliance/Half - Yearly/2017-18/269 dated 28.09.2017

Sub: Listed NCD - Statutory Compliance Report for the half year ended 30.09.2017

Dear Sir,

With reference to the above captioned subject in respect of the listed NCDs where Catalyst Trusteeship Ltd (formerly GDA Trusteeship Ltd) is Debenture Trustee of the Company, the compliance for the quarter ended 30.09.2017 are appended herein below,

Part - I - Information to be submitted to Stock Exchange (Regulation 52)

a) Unaudited financial results for the half year ended as on 30.09.2017
Attached as Exhibit 1

b) Credit rating and change in credit rating (if any):
No change in the credit rating

c) Asset cover available, in case of non convertible debt securities: 1.27 times

d) Debt - Equity Ratio: 7.21

e) Previous due dates for the payment of interest/ repayment of principal of non - convertible debt securities whether the same has been paid or not:
Annexure A Enclosed

f) Next due date for the payment of the interest;
Annexure B Enclosed

g) Debt service coverage ratio: Not Applicable

h) Interest Service Coverage Ratio: Not Applicable

i) Details of Debenture Redemption Reserve: Not Applicable

j) Networth: 1784.77 Lakhs

k) Net Profit After Tax: -597.47 Lakhs

l) Earning per share: -4.02



Registered Office : B/212, Arjun Centre, Plot No. 231, Govandi Station Road, Govandi, Mumbai-400088, Maharashtra.

Regional Office : 3 rd Floor, Amin Chamber, 85 - B, Sampatrao Colony, Alkapuri, Vadodara-390007, Gujarat, India

CIN No : U65999MH2009PTC197149, **Phone :** 0265 2313141 / 42,

Website : www.mpowermicro.com, **Email :** contact@mpowermicro.com



"Nature Dreams Transform Lives"

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MICRO FINANCE PVT. LTD.

Part II. Information to be submitted to the Debenture Trustee (Regulation 56)

The Company has duly complied by submitting its Annual Report, further there were no events relating to any new issues or any intimations to be submitted to the Trustees. Further Company is an NBFC and hence there is no requirement for submission of Asset Cover Certificate.

Part III Information to be submitted to the Debenture holders (Regulation 58)

The Company has provided half yearly communication as specified in sub - regulation (4) and (5) of the regulation 52, to holders of non-convertible debt securities.

Part IV: Additional Information to be submitted to the Debenture Trustee:

A Certificate confirming that the properties secured for the Debentures are adequately insured (wherever applicable), and policies are in joint names of the Trustees. Not Applicable

Requesting you to take the same on record and acknowledge the receipt of the same.

Thanking you in anticipation.

For M Power Micro Finance Private Limited

K.M. Vishwanathan
Managing Director & CEO

Encl: As above

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M Power Micro Finance Private Limited

Annexure A (Details of Redemption and payment of interest) 01.04.17 to 30.09.17						
Consent Letter Tranche Ref No	Series	ISIN	Type (Principal/ Interest)	Due Date of payment	Amount (Rs)	Actual Date of Payment made to the trustee
CL/MUM/16-17/DEB/249	CBO XV	INE131R07040	Interest and Part Principal	3-Apr-17	7,435,774	30-Mar-17
				3-May-17	7,336,806	28-Apr-17
				5-Jun-17	7,379,770	31-May-17
				3-Jul-17	7,151,491	28-Jun-17
				3-Aug-17	7,185,997	29-Jul-17
				4-Sep-17	7,152,070	30-Aug-17

Annexure B (Details of redemption & interest) 1.10.17 to 31.317					
Consent Letter Tranche Ref No	Series	ISIN	Type (Principal/ Interest)	Due Date of payment	Amount (Rs)
CL/MUM/16-17/DEB/249	CBO XV	INE131R07040	Interest and Part Principal	3-Oct-17	7,008,750
				3-Nov-17	6,998,778
				4-Dec-17	6,936,522
				3-Jan-18	6,853,887
				5-Feb-18	6,847,986
				5-Mar-18	6,700,771