

No.CTL/DEB/18-19/Noting Certificate/215

May 09, 2018

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 **Magma Fincorp Limited** (“**the Company**”) for the Half year ended March 31, 2018.

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



Statement under Regulation 52(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for Financial Year ended 31 March 2018

Sl. No.	Particulars	Standalone	Consolidated
a.	Credit rating and change in credit rating (if any)	As per Annexure A	As per Annexure A
b.	Asset cover available, in case of non convertible debt securities	Not Applicable	Not Applicable
c.	Debt-equity ratio	3.97	4.24
d.	Previous due date for a) the payment of interest / dividend b) the repayment of principal of non convertible debt securities whether the same has been paid or not	As per Annexure B	As per Annexure B
e.	Next due date for a) the payment of interest b) the principal along with the amount of interest		
f.	Debt service coverage ratio	Not Applicable	Not Applicable
g.	Interest service coverage ratio	Not Applicable	Not Applicable
h.	Outstanding redeemable preference shares a) quantity (no. of shares) b) value (₹ in lacs)	NIL	NIL
i.	Capital redemption reserve (₹ in lacs) Debenture redemption reserve* (₹ in lacs)	1,421.84 NIL	1,421.84 NIL
j.	Net worth (₹ in lacs)	219,533.88	231,843.37
k.	Net profit after tax (₹ in lacs)	20,248.94	23,042.41
l.	Earnings per share a) Basic (in ₹) b) Diluted (in ₹)	8.54 8.52	9.72 9.70

*As clarified by MCA in its circular no. 04/2013 dated 11 February 2013, no Debenture redemption reserve needs to be created by an NBFC in respect of privately placed debentures.

For Magma Fincorp Limited


 Sanjay Chamria

Vice Chairman and Managing Director

Place: Mumbai

Date: 9 May 2018

Equinox Business Park, Tower 3, 2nd Floor, UKIBC Centre, Off BKC, Ambedkar Nagar, LBS Marg, Mumbai 400 070, Ph : 022-62291100



MAGMA FINCORP LIMITED

Statement of Consolidated Audited Financial Results for the Quarter and Year Ended 31 March 2018

Particulars		Quarter Ended			Year Ended	
		31 March 2018	31 December 2017	31 March 2017	31 March 2018	31 March 2017
		(Audited)*	(Unaudited)	(Audited)*	(Audited)	(Audited)
(₹ in lacs)						
1.	Revenue					
	(a) Revenue from operations	58,100.82	57,993.30	56,212.46	224,146.00	235,147.72
	(b) Operating result from general insurance business (net)	(8.11)	64.88	(73.61)	59.29	(114.48)
	(c) Other income	926.02	986.01	1,393.93	5,653.36	5,497.69
	Total revenue	59,018.73	59,044.19	57,532.78	229,858.65	240,530.93
2.	Expenses					
	(a) Employee benefits expense	9,606.81	9,479.51	6,644.30	36,852.32	29,332.04
	(b) Finance costs	21,651.26	22,066.90	25,834.75	90,546.05	113,130.24
	(c) Depreciation and amortisation expense	1,282.25	1,185.33	1,229.87	4,922.45	4,850.13
	(d) Provisions and bad debts written-off	10,576.15	10,180.12	31,928.40	37,386.54	60,685.95
	(e) Brokerage and commission	2,411.77	2,469.63	2,902.45	9,584.17	11,178.34
	(f) Other expenses	5,687.48	4,422.12	4,147.36	18,761.50	16,675.11
	Total expenses	51,215.72	49,803.61	72,687.13	198,053.03	235,851.81
3.	Profit from ordinary activities before tax (1-2)	7,803.01	9,240.58	(15,154.35)	31,805.62	4,679.12
4.	Tax expense					
	(a) Current tax	2,434.49	2,030.54	(7,754.72)	9,769.17	1,500.08
	(b) Deferred tax	(1,779.21)	708.04	4,791.84	(1,005.96)	1,905.81
	Total tax expense	655.28	2,738.58	(2,962.88)	8,763.21	3,405.89
5.	Net Profit from ordinary activities after tax (3-4)	7,147.73	6,502.00	(12,191.47)	23,042.41	1,273.23
6.	Minority interest	-	-	(789.26)	-	(772.04)
7.	Net Profit after taxes and minority interest (5-6)	7,147.73	6,502.00	(11,402.21)	23,042.41	2,045.27
8.	Paid-up equity share capital (Face value of ₹ 2/- each)	4,740.57	4,739.47	4,739.19	4,740.57	4,739.19
9.	Reserves and surplus				227,209.28	212,474.18
10.	Earnings per share (not annualised)					
	(a) Basic (in ₹)	3.02	2.74	(4.81)	9.72	0.86
	(b) Diluted (in ₹)	3.01	2.74	(4.80)	9.70	0.86

See accompanying notes to the financial results

* Balancing figures (Note 6)

Consolidated Segment Reporting for the Quarter and Year Ended 31 March 2018

Particulars		Quarter Ended			Year Ended	
		31 March 2018	31 December 2017	31 March 2017	31 March 2018	31 March 2017
		(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Audited)
(₹ in lacs)						
1.	REVENUE					
	(a) Finance and mortgages	58,826.22	58,760.92	57,224.14	228,507.76	238,940.15
	(b) General insurance	53.35	126.53	111.89	316.02	361.06
	(c) Others	139.16	156.74	196.75	1,034.87	1,229.72
	TOTAL REVENUE	59,018.73	59,044.19	57,532.78	229,858.65	240,530.93
2.	RESULT - PROFIT BEFORE TAX					
	(a) Finance and mortgages	7,840.31	9,188.61	(15,223.83)	31,337.47	4,106.74
	(b) General insurance	19.67	96.51	63.13	249.34	294.76
	(c) Others	(56.97)	(44.54)	6.35	218.81	277.62
	TOTAL	7,803.01	9,240.58	(15,154.35)	31,805.62	4,679.12
3.	ASSETS					
	(a) Finance and mortgages	1,311,661.09	1,279,758.73	1,312,375.32	1,311,661.09	1,312,375.32
	(b) General insurance	52,282.94	50,492.89	43,154.01	52,282.94	43,154.01
	(c) Others	6,182.61	6,448.10	6,693.54	6,182.61	6,693.54
	TOTAL	1,370,126.64	1,336,699.72	1,362,222.87	1,370,126.64	1,362,222.87
4.	LIABILITIES					
	(a) Finance and mortgages	1,095,082.78	1,069,103.77	1,106,899.26	1,095,082.78	1,106,899.26
	(b) General insurance	42,801.57	41,033.53	33,879.61	42,801.57	33,879.61
	(c) Others	292.44	406.20	811.04	292.44	811.04
	TOTAL	1,138,176.79	1,110,543.50	1,141,589.91	1,138,176.79	1,141,589.91

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MAGMA FINCORP LIMITED

Statement of Consolidated Audited Financial Results for the Quarter and Year Ended 31 March 2018

Notes :

- 1] Disclosure of consolidated assets and liabilities as per Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as at 31 March 2018.

Particulars	(₹ in laacs)	
	As at 31 March 2018 (Audited)	As at 31 March 2017 (Audited)
A. EQUITY AND LIABILITIES		
1. Shareholders' funds		
(a) Share capital	4,740.57	4,739.19
(b) Reserves and surplus	227,202.46	212,472.60
(c) Fair value change account	6.82	1.58
Sub-total - shareholders' funds	231,949.85	217,213.37
2. Minority interest	-	3,419.59
3. Non-current liabilities		
(a) Long-term borrowings	256,339.12	310,929.43
(b) Long-term provisions	33,261.31	22,587.50
Sub-total - non-current liabilities	289,600.43	333,516.93
4. Current liabilities		
(a) Short-term borrowings	613,505.94	548,022.99
(b) Trade payables	32,777.86	21,889.51
(c) Other current liabilities	191,443.33	229,256.75
(d) Short-term provisions	10,849.23	8,903.73
Sub-total - current liabilities	848,576.36	808,072.98
TOTAL - EQUITY AND LIABILITIES	1,370,126.64	1,362,222.87
B. ASSETS		
1. Non-current assets		
(a) Property, plant and equipment	20,036.64	28,525.93
(b) Non-current investments	52,278.54	47,292.90
(c) Deferred tax assets (net)	2,980.30	1,974.34
(d) Long-term loans and advances	824,780.03	792,267.87
(e) Other non-current assets	11,717.91	19,761.60
Sub-total - non-current assets	911,793.42	889,822.64
2. Current assets		
(a) Current investments	12,573.25	7,356.05
(b) Trade receivables	334.80	674.93
(c) Cash and bank balances	41,791.58	35,330.96
(d) Short-term loans and advances	392,138.08	416,677.70
(e) Other current assets	11,495.51	12,360.59
Sub-total - current assets	458,333.22	472,400.23
TOTAL - ASSETS	1,370,126.64	1,362,222.87

- 2] The audited consolidated financial results have been reviewed by the Audit Committee and recommended for adoption to the Board of Directors. The Board of Directors of the Company have considered and approved the same at its Meeting held on 09 May 2018.
- 3] The Statutory Auditors have carried out audit of the consolidated financial results as required under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and have issued an unmodified opinion thereon.
- 4] In accordance with Regulation 33 of the Listing Regulations, the Company shall publish consolidated financial results. The standalone financial results of the Company is available on the Company's website www.magma.co.in or on the website of BSE (www.bseindia.com) or NSE (www.nseindia.com).
- 5] The consolidated financial results have been prepared in accordance with the Accounting Standard 21 (Consolidated Financial Statements) and Accounting Standard 27 (Financial Reporting of Interests in Joint Ventures) and comprise of the financial results of Magma Fincorp Limited, its subsidiary, Magma Housing Finance Limited (MHFL) [Formerly Magma Housing Finance (A Public Company with Unlimited Liability)] and Joint Venture Companies, Magma HDI General Insurance Company Limited (MHDI) and Jaguar Advisory Services Private Limited (JASPL).
- 6] Figures for the quarter ended 31 March 2018 and 31 March 2017 are the balancing figures between audited figures in respect of full financial year and the published year to date unaudited figures upto the third quarter of the respective financial years.
- 7] During the year, the Nomination and Remuneration Committee of the Board of Directors has granted 1,25,000 options, 2,25,000 options and 1,65,000 options under various tranches at an exercise price of ₹ 60/-, ₹ 100/- and ₹ 120/- per share respectively under Magma Employee Stock Option Plan 2007 ('MESOP 2007') and 3,00,000 options at an exercise price of ₹ 100/- per share under Magma Restricted Stock Option Plan 2014 ('MRSOP 2014'). Further, the Committee at its meeting held on 01 April 2018 has granted 7,26,083 and 3,22,000 options at an exercise price of ₹ 120/- and ₹ 2/- per share respectively under MESOP 2007. These options has been granted to the eligible employees of the Company (each Option entitles the option holder to 1 equity share of ₹ 2/- each).

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MAGMA FINCORP LIMITED

Statement of Consolidated Audited Financial Results for the Quarter and Year Ended 31 March 2018

- 8] During the year, the Nomination and Remuneration Committee at its meeting held on 10 May 2017 and 31 January 2018 has allotted 14,000 and 55,000 equity shares respectively, of the face value of ₹ 2/- each to the eligible employees of the Company under Employee Stock Option Plan pursuant to SEBI (ESOS and ESPS) Guidelines, 1999, and with corresponding provision of SEBI (Share Based Employee Benefits) Regulations 2014, as amended from time to time. The equity shares issued and allotted as aforesaid rank pari passu with the existing equity shares of the Company in all respect.
- 9] On 12 April 2018, the Company has allotted 3,22,58,064 equity shares of face value of ₹ 2/- each to Qualified Institutional Buyers, aggregating to approximately ₹ 50,000 lacs, including premium of ₹ 153/- per share under Chapter VIII of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended and Companies Act, 2013 read with relevant rules thereunder and other applicable provisions. Consequent to the said allotment, the total paid-up equity share capital of the Company stands increased to 26,92,86,736 equity shares of ₹ 2/- each aggregating to ₹ 5,385.73 lacs. The equity shares issued and allotted as aforesaid rank pari passu with the existing equity shares of the Company in all respect.
- 10] The Board of Directors at their meeting considered and recommended an equity dividend @ 40 % i.e. ₹ 0.80 per equity share of ₹ 2/- each aggregating to ₹ 2,597.11 lacs (including taxes) for the financial year 2017-18, including equity shares allotted post 31 March 2018 upto record date, subject to approval of the shareholders.
- 11] The Central Government has passed a Confirmation Order dated 15 January 2018 pursuant to the provisions of Section 233 of the Companies Act, 2013 approving the merger of Magma Advisory Services Limited ('MASL'), a wholly owned subsidiary, with the Company with effect from 01 April 2017, being the Appointed date as provided in the Scheme. Consequently, the results for the quarter ended 31 December 2017 onwards are prepared giving effect to the merger.
- Further by virtue of the said merger, Magma Housing Finance Limited ('MHFL') (a wholly owned subsidiary of MASL and step down subsidiary of the Company) has become a direct wholly owned subsidiary of the Company.
- 12] During the current year, the Company had acquired 26% equity shares of Magma ITL Finance Limited ('MITL') from International Tractors Limited ('ITL') (Joint Venture Partner). Pursuant to the said acquisition, MITL has become a wholly owned subsidiary of the Company.
- Subsequently, the Board of Directors and Shareholders of the Company at their meeting held on 09 November 2017 and 17 February 2018 respectively, had approved the Scheme of Merger under Section 230 - 232 of the Companies Act, 2013 read with Section 233 and read with Rules made thereunder (the 'Scheme') for merger of MITL with the Company by transferring the Undertaking (as defined in the Scheme) of such subsidiary to the Company with effect from 01 October 2017, being the Appointed date as provided in the Scheme. The Hon'ble National Company Law Tribunal, Kolkata Bench (NCLT), has vide its order dated 08 May 2018 approved the Scheme. The copy of the said order was filed with Registrar of Companies, Kolkata on 08 May 2018 (the "Effective Date"). Consequently, the results for 31 March 2018 have been prepared giving effect to the merger.
- 13] RBI vide its notification no. DNBR. 011/CGM (CDS) - 2015 dated 27 March 2015, has revised the asset classification norms for NPAs applicable to Non-Banking Finance Companies (NBFC) in a phased manner commencing from financial year ended 31 March 2016. In line with the above notification, the Company has adopted the revised non-performing assets norms as at 31 March 2018 in a phased manner during the financial year. This has resulted in an increase in total provision by ₹ 128.23 lacs and ₹ 2,020.30 lacs (including income de-recognition) for the quarter and year ended 31 March 2018. Accordingly, the profit before tax for the quarter and year ended 31 March 2018 is lower to the extent of ₹ 128.23 lacs and ₹ 2,020.30 lacs respectively.
- 14] During the quarter ended 31 March 2017, the Company had sold non-performing assets (NPAs) of ₹ 67,802.19 lacs which included NPAs greater than 2 years in asset backed portfolio and greater than 6 months in mortgage portfolio. The aforesaid sale had resulted in reduction of profit after tax by ₹ 14,526.88 lacs for the quarter and year ended 31 March 2017.
- 15] The listed Non Convertible Debentures of the Company as on 31 March 2018 are secured by exclusive charge on standard receivables of the Company and also by a subservient charge over certain immovable properties. The total asset cover is hundred percent or above of the principal amount of the said debentures.
- 16] The Company has reported segment wise information as per Accounting Standard 17 (Segment Reporting) as prescribed under Section 133 of the Companies Act, 2013. As the operations of the Company are conducted through its subsidiaries and joint ventures within India, there is no separate reportable geographical segment.
- 17] Audited Financial Results of Magma Fincorp Limited (Standalone Information):

(₹ in lacs)

Particulars	Quarter Ended			Year Ended	
	31 March 2018	31 December 2017	31 March 2017	31 March 2018	31 March 2017
	(Audited) #	(Unaudited)	(Audited) #	(Audited)	(Audited)
1. Total income from operations	56,052.28	50,886.20	48,638.82	203,710.89	202,673.42
2. Profit from ordinary activities before tax	8,413.19	7,139.24	(15,009.29)	26,974.36	1,070.81
3. Net Profit from ordinary activities after tax	7,916.21	4,738.35	(10,249.15)	20,248.94	609.68

Balancing figures (Note 6)

- 18] Previous year's / quarter's figures have been regrouped and rearranged wherever necessary.

By order of the Board
For Magma Fincorp Limited


Shabnum Zaman
Vice Chairman and Managing Director
DIN : 00069894

Place : Mumbai
Dated : 09 May 2018

Corporate Office : Equinox Business Park, 2nd Floor, Tower 3, Off BKC, LBS Marg, Kurla West, Mumbai - 400 070

Registered Office : Magma House, 24 Park Street, Kolkata - 700 016

Website : www.magma.co.in; CIN : L51504WB1978P1.C031813

Phone: 033-4401 7200/350, Fax: 033-4402 7731; E-mail: shabnum.zaman@magma.co.in

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MAGMA FINCORP LIMITED
 TRUSTEE: IDBI TRUSTEESHIP SERVICES LTD
 SUMMARY OF DEBT SECURITIES AS ON 31 March 2018

Annexure B

(₹ in Crores)

S.No.	ISIN No.	Date of Allotment	Last Interest payment date	Next Interest payment date	Last Date of Principal Payment	Next Date of Principal Payment	Principal Amount
A Secured Debentures							
1	INE511C07573	10-Jan-17	10-Jan-18	10-Jan-19	-	07-Jan-22	5.00
2	INE511C07581	13-Feb-17	13-Feb-18	13-Feb-19	-	13-Feb-24	50.00
3	INE511C07599	06-Apr-17	-	06-Apr-18	-	06-Apr-24	50.00
4	INE511C07607	18-Aug-17	-	18-Aug-18	-	19-Aug-19	60.00
5	INE511C07615	24-Aug-17	-	26-Feb-18	-	26-Feb-19	50.00
6	INE511C07623	27-Mar-18	-	27-Mar-19	-	26-Mar-21	30.00
Sub Total (A)							245.00
B Subordinated Debentures							
1	INE511C08746	09-Dec-11	09-Dec-17	09-Jun-18	-	09-Dec-18	125.00
2	INE511C08787	30-Mar-12	30-Mar-18	30-Mar-19	-	30-Mar-19	25.30
3	INE511C08803	06-Sep-12	06-Sep-17	06-Sep-18	-	06-Sep-22	25.00
4	INE511C08811	06-Sep-12	06-Sep-17	06-Sep-18	-	06-Jun-18	60.00
5	INE511C08829	17-Jan-13	17-Jan-18	17-Jan-19	-	17-Jan-23	10.00
6	INE511C08837	17-Jan-13	17-Jan-18	17-Jan-19	-	17-Jan-20	15.00
7	INE511C08845	11-Mar-13	11-Mar-18	11-Mar-19	-	11-Mar-20	55.00
8	INE511C08852	19-Mar-13	19-Mar-18	19-Mar-19	-	19-Mar-20	60.00
9	INE511C08860	23-Apr-13	23-Apr-17	23-Apr-18	-	21-Apr-23	48.00
10	INE511C08886	26-Sep-13	26-Sep-17	26-Sep-18	-	26-Sep-23	14.00
11	INE511C08902	28-Mar-14	28-Mar-18	28-Mar-19	-	28-Apr-21	15.00
12	INE511C08910	30-Jun-14	02-Jan-18	02-Jul-18	-	30-Jun-21	215.00
Sub Total (B)							667.30
C Perpetual Debt Instruments							
1	INE511C08498	24-Mar-10	24-Mar-18	24-Sep-18	-	Call Option at the end of 10 year from DOA	10.00
2	INE511C08506	29-Mar-10	29-Mar-18	29-Sep-18	-		20.00
3	INE511C08704	09-Dec-10	09-Dec-17	09-Jun-18	-		10.00
4	INE511C08712	07-Jan-11	07-Jan-18	07-Jul-18	-		15.00
5	INE511C08878	20-May-13	20-May-17	20-May-18	-		25.50
6	INE511C08894	26-Sep-13	26-Sep-17	26-Sep-18	-		25.00
Sub Total (C)							105.50
Total (A+B+C)							1,017.80

Details of Ratings assigned by credit rating agencies and migration of ratings during the period ended 31 March 2018

Magma Fincorp Limited

Sl. No.	Nature	FY18	FY17
1	Secured Debentures	CARE AA-	CARE AA-
		IND AA-	IND AA-
		ICRA AA-	ICRA AA-
2	Subordinated Debentures	CARE AA-	CARE AA-
		BWRAA	BWR AA
		SMERA AA	SMERA AA
3	Perpetual Debt Instruments	CARE A+	CARE A+
		BWR AA-	BWR AA-
4	Commercial Papers	CARE A1+	CARE A1+
		CRISIL A1+	CRISIL A1+
5	Bank Facility	CARE AA-	CARE AA-
		ICRA AA-	ICRA AA-
		IND AA-	IND AA-

Magma Housing Finance Limited (Subsidiary)

Sl. No.	Nature	FY18	FY17
1	Short Term Debt	CRISIL A1+	CRISIL A1+
2	Long Term Debt (Secured NCD)	CARE AA-	CARE AA-
		ICRA AA-	ICRA AA-
3	Long Term Bank Facilities	CARE AA-	CARE AA-
		ICRA AA-	ICRA AA-