

No.CTL/DEB/18-19/Noting Certificate/1763

November 05, 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]

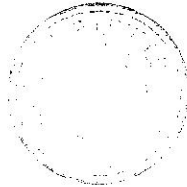
We, Catalyst Trusteeship Limited (“**Debenture Trustee**”) hereby confirm that we have received and noted the information, as specified under regulation 52(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 (“**Regulations**”), provided to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





ESAF MICROFINANCE
Financing Livelihoods...

www.esafmicrofin.com

November 5, 2018

The Department of Corporate Services
BSE Limited
PhirozeJeejeebhoy Towers
Dalal Street
Mumbai – 400001

Dear Sir,

Sub: Submission of Half Yearly Financials with Limited Review Report from Statutory Auditors (Pursuant to clause 52 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

With reference to the captioned subject, we are enclosing herewith the Standalone Unaudited Financial Results for the half year ended 30th September 2018 along with the Limited Review Report from Statutory Auditors.

Kindly take the above documents on record.

Thanking you
Yours faithfully,

For ESAF Microfinance and Investment Pvt Ltd

Mereena Paul
Chairperson and Managing Director



ESAF MICROFINANCE & INVESTMENTS (P) LTD

An NBFC-MFI, Regd. No.: B-07-00652 Corporate Identification No.: U65910TN1996PTC036650

Corporate Office: Hepzibah Complex, Mannuthy P.O., Thrissur, Kerala 680 651, India. Tel: +91 487 2373813. Email: info@esafmicrofin.com

Registered Office: No. 8/9, Mensuk Buildings, Flat No. 3A, 3rd Floor, Gangadeeswara Koil Street, Purasawaikam,
Chennai, Tamil Nadu 600 084. Tel: +91 44 43560790 Email: rc@esafmicrofin.com

Limited Review Report

Review Report to
The Board of Directors
ESAF Microfinance and Investments Private Limited

1. We have reviewed the accompanying statement of unaudited standalone financial results of ESAF Microfinance and Investments Private Limited (the "Company") for the six months ended 30 September 30, 2018 (the "Statement") being submitted by the Company pursuant to the requirements of Regulation 52 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/IMD/DF1/9/2015 dated November 27, 2015 and Circular No. CIR/IMD/DF1/69/2016 dated August 10, 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 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 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 and other recognized 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 read with SEBI Circular No. CIR/IMD/DF1/9/2015 dated November 27, 2015 and Circular No. CIR/IMD/DF1/69/2016 dated August 10, 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For S.R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants
ICAI Firm registration number: 101049W/E300004

Sarvesh Warty

per Sarvesh Warty
Partner
Membership No.: 121411

Place : Thrissur
Date : November 5, 2018

ESAF MICROFINANCE AND INVESTMENTS PRIVATE LIMITED

Regd. office: No. 8/9, MANSUK BUILDINGS, FLAT No. 3A, 3RD FLOOR, GANGADEESWARA KOIL ST,
PURASAWALKAM, CHENNAI - 600084
CIN : U65910TN1996PTC036650

Statement of standalone unaudited financial results for six months ended 30 September 2018

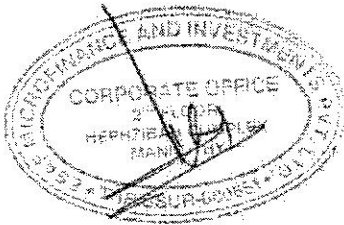
(Amount in Rupees)

Particulars	Six months ended 30-Sep-2018	Six months ended 30-Sep-2017	Previous year ended 31-Mar-2018
	Unaudited	Unaudited	Audited
1 Income			
Other income	13,36,64,070	13,91,21,130	28,84,92,781
Total income	13,36,64,070	13,91,21,130	28,84,92,781
2 EXPENDITURE			
(a) Employee benefits expense	55,56,478	1,27,80,393	2,13,85,265
(b) Finance Cost	7,69,78,203	10,34,73,914	19,86,17,970
(c) Administrative and other expenses	50,83,195	69,07,498	2,82,62,565
(d) Depreciation and amortisation expenses	13,67,757	14,62,006	29,16,023
Total expenses	8,89,85,633	12,46,23,811	25,11,81,823
3 Profit before tax (1-2)	4,46,78,437	1,44,97,319	3,73,10,958
4 Tax expense :			
(a) Current tax expense	1,56,81,729	52,50,782	1,80,14,869
(b) Deferred tax	2,19,416	2,20,851	(2,27,028)
Net tax expense	1,59,01,145	54,71,633	1,77,87,841
5 Profit after tax	2,87,77,292	90,25,686	1,95,23,117
6 Earnings per equity share: Face value Rs. 10/- each			
(a) Basic	0.21	0.06	(0.12)
(b) Diluted	0.17	0.05	(0.12)

For ESAF Microfinance and Investments (P) Ltd.

Mereesa Paul

Mereesa Paul
Chairperson & Managing Director



ESAF MICROFINANCE AND INVESTMENTS PRIVATE LIMITED

Regd. office: No. 8/9, MANSUK BUILDINGS, FLAT No. 3A, 3RD FLOOR, GANGADEESWARA KOIL ST,
PURASAWALKAM, CHENNAI - 600084
CIN : U65910TN1996PTC036650

Notes:

1 Statement of standalone Assets and Liabilities as at 30 September 2018 (Amount in Rupees)

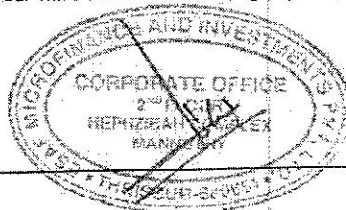
Particulars	As at September 30, 2018	As at March 31, 2018
	Unaudited	Audited
A. EQUITY AND LIABILITIES		
1. Share Holders Funds		
(a) Share capital	1,78,52,01,630	1,78,52,01,630
(b) Reserves and surplus	1,55,78,07,629	1,49,20,39,440
	3,34,30,09,259	3,27,72,41,070
2. Non Current Liabilities		
(a) Long term borrowings	45,14,473	68,68,560
(b) Other Long-term liabilities	2,25,000	2,25,000
	47,39,473	70,93,560
3. Current Liabilities		
(a) Trade payables	95,35,495	92,12,798
(b) Other current liabilities	96,10,84,183	1,42,28,58,742
(c) Short-term provisions	2,11,61,176	5,10,93,581
	99,17,80,854	1,48,31,65,121
Total	4,33,95,29,586	4,76,74,99,751
ASSETS		
Non-current assets		
(a) Fixed assets		
(i) Tangible assets	16,08,36,150	16,36,91,745
	16,08,36,150	16,36,91,745
(b) Non-current investments	2,83,90,00,000	2,83,90,00,000
(c) Deferred tax assets (net)	47,24,062	49,43,478
(d) Long-term loans and advances	26,17,770	31,84,405
(e) Other non-current assets	35,26,06,179	1,28,45,73,782
	3,19,89,48,011	4,13,17,01,665
Current assets		
(a) Cash and cash equivalents	95,69,02,772	44,74,90,240
(b) Short-term loans and advances	2,17,76,139	2,08,41,062
(c) Other current assets	10,66,514	37,75,039
	97,97,45,425	47,21,06,341
Total	4,33,95,29,586	4,76,74,99,751

Notes:

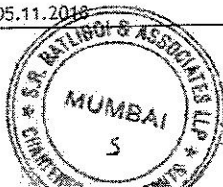
- The statement of unaudited financial results for six months ended 30 September, 2018 ("Statement") have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 5 November, 2018.
- The above financial results of the Company have been prepared in all material aspects, in accordance with the generally accepted accounting principles in India ("Indian GAAP"), circulars and guidelines issued by the Reserve Bank of India ("RBI") from time to time, Regulation 52 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirement) 2015.
- There has been no change to significant accounting policies adopted during the half year ended September 30, 2018 as compared with those followed for the year ended March 31, 2018.
- Pursuant to transfer of business to ESAF Small Finance Bank, the Company has sought to surrender the NBFC-MFI license and is in the process of submitting application for changing the registration as a NBFC Core Investment Company ("CIC") with the Reserve Bank of India ("RBI").
- The Company has 8% and 10% Compulsorily Convertible Preference shares of Rs. 100 each Fully paid amounting to Rs. 37,23,02,000 and Rs. 95,00,000 respectively on which dividend amounting to Rs. 1,48,92,080 and Rs. 4,75,000 respectively is accrued as on 30 September 2018, as per the terms entered in the Share Holders Agreement with the preference shareholders. As per the practice followed by the Company, the same will be appropriated annually, once it is declared by the Board.
- Figures for the previous period/year have been classified/regrouped wherever necessary, to conform to the current period presentation.

Place: Thrissur

Date : 05.11.2018



Mereena Paul
Chairperson & Managing Director
DIN:02228087





Disclosure as per Regulation 52(4) of the SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

- (a) credit rating and change in credit rating (if any): **BWRA-**
 (b) debt-equity ratio: **0.14 times**
 (c) previous due date for the payment of interest/ dividend for non-convertible redeemable preference shares/ repayment of principal of non-convertible preference shares /non convertible debt securities and whether the same has been paid or not;

Particulars	Rate of Interest (per annum)	Interest Due date	Actual date of Payment
a) 1000 Secured, Listed, Rated, Redeemable, Non Convertible Debentures of Rs. 5.84 Lakh each	13.50%	13-May-18	14-May-18
b) 300 Secured, Listed, Rated, Redeemable, Non Convertible Debentures of Rs. 10 Lakh each	13.80%	10-Jun-18	11-Jun-18
c) 230 Secured, Listed, Rated, Redeemable, Non Convertible Debentures of Rs. 10 Lakh each *	13.80%	13-May-18	14-May-18
d) 170 Secured, Listed, Rated, Redeemable, Non Convertible Debenture of Rs. 10 Lakh each *	13.80%	13-May-18	14-May-18

- (d) next due date for the payment of interest/ dividend of non-convertible preference shares /principal along with the amount of interest/ dividend of non-convertible preference shares payable and the redemption amount;

Particulars	Rate of Interest (per annum)	Interest Due date	Principal Due date
a) 1000 Secured, Listed, Rated, Redeemable, Transferable Non Convertible Debentures of Rs. 5.84 Lakh each *	NIL	NIL	NIL
b) 300 Secured, Listed, Rated, Redeemable, Transferable Non Convertible Debentures of Rs. 10 Lakh each#	13.80%	10-Dec -18	10-Dec-18

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c) 230 Secured, Listed, Rated, Redeemable, Transferable Non Convertible Debentures of Rs. 10 Lakh each [@]	NIL	NIL	NIL
e) 170 Secured, Listed, Rated, Redeemable, Non Convertible Debenture of Rs. 10 Lakh each ⁵	NIL	NIL	NIL

(e) net worth; **Rs. 334.30 Crores**

(f) Net Profit after tax :- **Rs. 2.88 Crores**

(g) Earnings Per Share :-

(1) Basic :- **0.21**

(2) Diluted :- **0.17**

* The Company has redeemed 1000 Secured, Listed, Rated, Redeemable, Transferable Non Convertible Debentures of Rs. 5.84 Lakh each on October 8, 2018

The Company has obtained in principal approval from Bombay Stock Exchange to convert 300 Secured, Listed, Rated, Redeemable, Transferable Non Convertible Debentures of Rs. 10 Lakh each into Unsecured Non Convertible Debentures

@ The Company has fully redeemed the balance outstanding on 230 Secured, Listed, Rated, Redeemable, Transferable Non Convertible Debentures of Rs. 10 Lakh each on September 17, 2018

⁵ The Company has fully redeemed the balance outstanding on 170 Secured, Listed, Rated, Redeemable, Transferable Non Convertible Debentures of Rs. 10 Lakh each on September 17, 2018


Rajesh Sreedharan Pillai
Chief Financial Officer

c) 230 Secured, Listed, Rated, Redeemable, Transferable Non Convertible Debentures of Rs. 10 Lakh each [®]	NIL	NIL	NIL
e) 170 Secured, Listed, Rated, Redeemable, Non Convertible Debenture of Rs. 10 Lakh each [§]	NIL	NIL	NIL

(e) net worth;Rs. 334.30 Crores

* The Company has redeemed 1000 Secured, Listed, Rated, Redeemable, Transferable Non Convertible Debentures of Rs.5.84 Lakh each on October 8, 2018.

The Company has obtained in principal approval from Bombay Stock Exchange on October 5, 2018 to convert 300 Secured, Listed, Rated, Redeemable, Transferable Non Convertible Debentures of Rs.10 Lakh each into Unsecured Non Convertible Debentures.

® The Company has fully redeemed balance outstanding on 230 Secured, Listed, Rated, Redeemable, Transferable Non Convertible Debentures of Rs. 10 Lakh each on September 17, 2018.

§ The Company has fully redeemed 170 Secured, Listed, Rated, Redeemable, Transferable Non- Convertible Debentures of Rs. 10 Lakh each on September 17, 2018.


Rajesh Sreecharan Pillai
Chief Financial Officer

