

**Date: November 07, 2020**

**To**

**Bombay Stock Exchange**  
Listing Department  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai- 400001

**CC: Catalyst Trusteeship Limited,**  
213, 2nd Floor, Naurang House, 21  
Kasturba Gandhi Marg, New Delhi- 110001

**-ICRA Rating Agency**

Dear Sir/Madam

**Subject: Submission of Unaudited Financial Results for the half year ended September 30, 2020 under Regulation 52 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015.**

**References:**

- i. Secured, Rated, Listed, Redeemable, Non-convertible Debentures issued on private placement basis of Rs. 10,00,000/- each fully paid up, aggregating up to Rs.34,00,00,000/-;
- ii. Secured, Rated, Listed, Redeemable, Transferable, Non-convertible Debentures issued on private placement basis of face value of Rs. 10,00,000/- each fully paid up, aggregating up to Rs.40,00,00,000/-;
- iii. Rated, Listed, Senior, Unsecured, Redeemable, Taxable, Non-Convertible Debentures issued on private placement basis of face value of Rs. 10,00,000/- each fully paid up, aggregating up to Rs.20,00,00,000/-;
- iv. Rated Listed Unsecured Subordinated Redeemable Taxable Non-Convertible Debentures of face value of INR 10 each, aggregating up to INR 10,00,00,000/-;
- v. Rated Listed Unsecured Subordinated Redeemable Taxable Non-Convertible Debentures of face value of INR 10 each, aggregating up to INR 15,00,00,000/
- vi. Secured Rated Listed Redeemable Transferable Non-Convertible Debentures each having a face value of Rs. 10,00,000/- (Rupees Ten Lakh only) of the aggregate nominal value of Rs. 28,50,00,000/-
- vii. Secured Rated Listed Redeemable Transferable Non-Convertible Debentures each having a face value of Rs. 10,00,000/- (Rupees Ten Lakh only) of the aggregate nominal value of Rs. 34,50,00,000/-

Registered & Corporate Office

519, 5th Floor, DLF Prime Tower, Okhla Industrial Area, Phase - 1, New Delhi - 110020, India

E-mail : [info@satyamicrocapital.com](mailto:info@satyamicrocapital.com) | Web : [www.satyamicrocapital.com](http://www.satyamicrocapital.com)

CIN : U74899DL1995PLC068688 | Fax : (+91-11) 49724051 | Phone : (+91-11) 4972 4000



- viii. Secured Rated Listed Redeemable Transferable Non-Convertible Debentures each having a face value of Rs. 10,00,000/- (Rupees Ten Lakh only) of the aggregate nominal value of Rs. 38,00,00,000/-

With respect to captioned subject, we wish to inform that, at the Meeting of the Board of Directors held on November 06, 2020, the Board has approved the Unaudited Financial Results for the half year ended September 30, 2020.

In accordance with Regulation 52 and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 please find attached the Unaudited Financial Results for the half year ended September 30, 2020 along with the Limited Review Report of the Statutory Auditors thereon.

We request you to kindly take the above on record.

For SATYA MicroCapital Limited

**Amit Jain**  
(Head-Legal, Secretary & Compliance Officer)

Registered & Corporate Office

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

- a. Audited financial results for the half year ended September 30, 2020 signed by the Statutory Auditor- Attached as Annexure-A
- b. Credit rating is :[ICRA] “BBB- “(Triple B Minus): STABLE
- c. Asset cover : Not Applicable
- d. Debt-equity ratio; 3.88
- e. Previous due date for the payment of interest/ repayment of non-convertible debt securities-details attached Annexure B;
- f. Next due date for the payment of interest/ repayment of non-convertible debt securities- details attached as Annexure B;
- g. Debt service coverage ratio: Not Applicable
- h. Interest service coverage ratio: 1.09
- i. Details of Debenture Redemption Reserve- Not Applicable
- j. Net Worth of the Company: 2440.19 (In millions)
- k. Net Profit After Tax: 38.27 (In millions)
- l. Earnings Per Share: 1.01
- m. Copy of the statement, if any filed with the Stock Exchange, as per Regulation 52 (7) indicating material deviation, if any, in the use of proceeds of issue of NCDs from the object stated in the offer document:Nil;

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



- a. A copy of the annual report at the same time as it is issued along with a copy of certificate from the Statutory Auditors in respect of utilization of funds during the implementation period of the project for which the funds have been raised:

Provided that in the case of debentures issued for financing working capital or general corporate purposes or for capital raising purposes, the copy of the Statutory Auditor’s certificate may be submitted

at the end of each financial year till the funds have been fully utilized or the purpose for which these funds were intended, has been achieved.

- b. A copy of all notices, resolutions and circulars relating to-
- new issue of non- convertible debt securities at the same time as they are sent to shareholders/ holders of non- convertible debt securities- Annexure-C;
  - the meetings of holders of non- convertible debt securities at the same time as they are sent to the holders of non- convertible debt securities or advertised in the media including those relating to proceedings of the meeting;
- c. Intimations regarding:
- any revision in the rating- Nil;
  - any default in timely payment of interest or redemption or both in respect of the non- convertible debt securities- Nil;
  - failure to create charge on the assets - Nil;
- d. A half yearly certificate regarding maintenance of hundred percent Asset cover in respect of listed non- convertible debt securities, by either a practicing Company Secretary or a practicing chartered accountant, along with the half yearly financial results- not applicable

For SATYA MicroCapital Limited

**Amit Jain**  
(Head-Legal, Secretary & Compliance Officer)

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**Independent Auditor's Review Report on the Half-yearly Unaudited Financial Results of the Company Pursuant to Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended****Review Report to  
The Board of Directors  
Satya MicroCapital Limited**


1. We have reviewed the accompanying statement of unaudited financial results of Satya MicroCapital Limited (the "Company") for the half year ended September 30, 2020 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement 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 of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. 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 the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. We draw attention to Note 4 of the financial results which describes the impact of (a) the Honorable Supreme Court's Order of September 3, 2020 (more fully described in the note) on the classification of loans and the related expected credit loss provision and (b) other economic and social consequences of the COVID-19 pandemic on the Company's business and financial metrics including the Company's estimates of impairment of loans to customers which are highly dependent on uncertain future developments. Our conclusion is not modified in respect of this matter.

**For S.R. BATLIBOI & ASSOCIATES LLP**  
Chartered Accountants  
ICAI Firm registration number: 101049W/E300004per **Bharath N S**  
Partner  
Membership No.: 210934UDIN: 20210934AAAADW9802  
Chennai  
November 6, 2020



# SATYA MicroCapital Ltd.

सर्वे भवन्तु सुखिनः

Satya MicroCapital Limited (CIN: U74899DL1995PLC068688) Registered office address :DPT 519 Prime Towers, Block F , Okhla Phase-I,New Delhi-110020 Phone No. 011-49724000, Website : www.satyamicrocapital.com Financial results for the half year ended September 30, 2020			
Particulars	(Rupees in millions unless otherwise stated)		
	Half year ended		Year ended
	September 30, 2020	September 30, 2019	March 31, 2020
	Unaudited	Unaudited	Audited
<b>Revenue from operations</b>			
Interest Income	1,169.81	887.21	1,973.52
Fees and commission Income	0.40	3.08	14.96
Net gain on derecognition of financial instruments under amortised cost category		32.52	96.56
<b>Total Revenue from operations</b>	<b>1,170.21</b>	<b>922.81</b>	<b>2,085.04</b>
Other Income	0.87	1.04	1.09
<b>Total Income</b>	<b>1,171.08</b>	<b>923.85</b>	<b>2,086.13</b>
<b>Expenses</b>			
Finance Cost	660.06	514.48	1,159.04
Impairment on financial instruments	50.86	18.91	99.27
Employee Benefits Expenses	281.98	193.93	473.16
Depreciation and amortisation expense	11.33	14.07	26.43
Others expenses	105.82	86.88	217.26
<b>Total Expenses</b>	<b>1,110.05</b>	<b>828.27</b>	<b>1,975.16</b>
<b>Profit before tax</b>	<b>61.03</b>	<b>95.58</b>	<b>110.97</b>
Tax Expense:			
Current Tax	18.85	19.04	44.78
Earlier year Tax	-	-	0.32
Deferred Tax	3.91	5.07	(9.42)
<b>Income tax expense</b>	<b>22.76</b>	<b>24.11</b>	<b>35.68</b>
<b>Profit for the period</b>	<b>38.27</b>	<b>71.47</b>	<b>75.29</b>
<b>Other Comprehensive Income</b>			
<b>Items that will not be reclassified subsequently to profit or loss</b>			
Remeasurement gains/(losses) on defined benefit plans	(0.63)	0.45	(1.26)
Income tax effect	0.16	0.11	0.37
<b>Total Comprehensive Income for the period</b>	<b>37.80</b>	<b>70.91</b>	<b>74.40</b>
<b>Earnings per share (equity share, par value of Rs. 10 each)</b> Computed on the basis of total profit for the period			
Basic*	1.01	2.56	2.48
Diluted*	1.00	2.56	2.43
* The EPS and DPS for half year ended are not annualised.			
			
		For and on behalf of the Board of Directors of Satya MicroCapital Limited	
Place: New Delhi Date: November 06, 2020			Vivek Tiwari Managing Director, CEO and CIO

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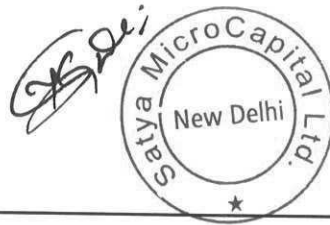
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Particulars	(Rupees in millions unless otherwise stated)	
	As at September 30, 2020	As at March 31, 2020
	Unaudited	Audited
<b>ASSETS</b>		
<b>Financial assets</b>		
Cash and cash equivalents	1,553.14	471.83
Bank Balance other than cash and cash equivalents	1,065.50	981.78
Trade receivables	13.51	22.29
Loan portfolio	8,719.19	9,172.52
Other financial assets	383.74	113.70
<b>Total Financial Assets</b>	<b>11,735.08</b>	<b>10,762.12</b>
<b>Non-financial Assets</b>		
Current tax assets (net)	72.51	62.92
Deferred tax assets (net)	41.57	45.31
Property, plant and equipment	39.76	43.76
Intangible assets	1.05	0.75
Other non - financial assets	115.64	120.34
<b>Total Non-Financial Assets</b>	<b>270.53</b>	<b>273.08</b>
<b>Total Assets</b>	<b>12,005.61</b>	<b>11,035.20</b>
<b>LIABILITIES AND EQUITY</b>		
<b>LIABILITIES</b>		
<b>Financial liabilities</b>		
Debt securities		
Borrowings (other than debt securities)	2,762.71	2,425.84
Subordinated liabilities	6,588.20	6,678.97
Other financial liabilities	126.00	125.72
<b>Total Financial Liabilities</b>	<b>9,536.94</b>	<b>9,291.07</b>
<b>Non-financial liabilities</b>		
Provisions	16.04	13.40
Other non-financial liabilities	12.43	13.04
<b>Total Financial Liabilities</b>	<b>28.47</b>	<b>26.44</b>
<b>EQUITY</b>		
Equity share capital	304.47	304.47
Other equity	2,135.73	1,413.22
<b>Total Equity</b>	<b>2,440.20</b>	<b>1,717.69</b>
<b>Total Liabilities and Equity</b>	<b>12,005.61</b>	<b>11,035.20</b>



For and on behalf of the Board of Directors of  
Satya MicroCapital Limited

Vivek Tiwari  
Managing Director, CEO and CIO

Place: New Delhi  
Date: November 06, 2020

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Satya MicroCapital Limited

(CIN: U74899DL1995PLC068688)

Registered office address : DPT 519 Prime Towers, Block F , Okhla Phase-I, New Delhi-110020

Financial results for the half year ended September 30, 2020

## Notes:

- The results for the half year ended September 30, 2020 have been reviewed by the Audit Committee and approved by the Board of Directors at their meetings held on November 6, 2020, in accordance with the requirement of Regulation 52 of the SEBI (Listing Obligations and disclosure requirements) Regulations, 2015. The results for the half year ended September 30, 2020 have been reviewed by the Statutory Auditors of the company.
- The company operates in a single reportable segment i.e. lending to members, having similar risks and returns for the purpose of Ind AS 108 on 'Operating Segments'. The company operates in single geographic segment i.e. domestic.
- In accordance with Reserve Bank of India ('RBI') guidelines relating to 'CoVID-19 Regulatory Package' dated March 27, 2020 and subsequent guideline on EMI moratorium dated April 17, 2020 and May 23, 2020 ('RBI Regulatory Package'), the Company has offered moratorium on the payment of installments falling due between March 1, 2020 to August 31, 2020 ('moratorium period') to all eligible borrowers. In accordance with RBI guidelines, the moratorium period, wherever granted, is excluded from number of days past due for the purpose of asset classification. The Company holds provision as at September 30, 2020/March 31, 2020 against the potential impact of CoVID-19 based on the information available upto a point in time.

Disclosure as required by RBI circular dated April 17, 2020 'CoVID-19 Regulatory Package – Asset classification and provisioning are given below:

Particulars	(Rs. In millions)	
	As at September 30, 2020	As at March 31, 2020
Amount in SMA/Overdue categories as on February 29, 2020*	274.14	274.14
Advance outstanding in SMA/Overdue categories where the moratorium/deferment was extended, in terms of paragraph 2 and 3 of the circular (as on February 29, 2020)	182.78	182.78
Respective amounts where asset classification benefit was extended	55.96	55.96
Provision made in terms of paragraph 5 of the circular (As per paragraph 4, applicable to NBFC's covered under Ind AS) (as of September 30, 2020/March 31, 2020)**	16.84	25.51
Provision adjusted against slippages in terms of paragraph 6 of the circular	-	-
Residual provision as of September 30, 2020/March 31, 2020 in terms of paragraph 6 of the circular	16.84	25.51

\*SMA/Overdue category includes cases – 1 to 90 days past due (DPD)

\*\*This includes overall additional provision on account of CoVID-19

- Consequent to the outbreak of CoVID-19 pandemic, the Indian Government had announced a lockdown in March 2020. Subsequently, the lockdown has been lifted by the government for certain activities in a phased manner outside specified containment zones. While there have been some improvements in economic activity during the current half year, the continued slowdown has lead to a decrease in loan origination and impacted efficiency in collection efforts during the half year.

Further, the Hon'ble Supreme Court, in a public interest litigation, vide an interim order dated September 3, 2020 ('interim order') has directed that accounts classified which were not declared NPA till August 31, 2020 shall not be declared as NPA till further orders. Basis the said interim order, the Company has not classified any account as NPA, as per RBI norms, after August 31, 2020 which was not NPA as of August 31, 2020.

In accordance with Reserve Bank of India guidelines relating to CoVID-19 Regulatory package dated March 27, 2020 April 17, 2020 and May 23, 2020, the Company has offered moratorium on the payment of all instalments and/or interest, as applicable, falling due between March 1, 2020 to August 31, 2020 to all eligible borrowers. For all such accounts opting for moratorium, the prudential asset classification shall remain standstill during the moratorium period (i.e. the number of days past due shall exclude the moratorium period for the purpose of asset classification under Income Recognition, Asset Classification and Provisioning Norms).



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The Company has created expected credit loss of Rs.201.99 Mn as at September 30, 2020 in respect of its loan portfolio including Rs.16.84 Mn as a macro-economic overlay to reflect among other things an increased risk of deterioration in macro-economic factors caused by CoVID-19 pandemic. Given the dynamic and evolving nature of this pandemic, these estimates are subject to uncertainties and may be affected by the severity, duration of the pandemic and other variables.

5. The Government of India, Ministry of Finance, vide its notification dated October 23, 2020, had announced CoVID-19 relief scheme for grant of ex-gratia payment of difference between compound interest and simple interest for six months to borrowers in specified loan accounts ("the scheme"), as per the eligibility criteria and other aspects specified therein and irrespective whether RBI moratorium was availed or not. The Company is in process of complying with the requirements of the Scheme.
6. The Company has elected to exercise the option permitted under section 115BAA of the Income Tax Act, 1961, as introduced by the Taxation Laws (Amendment) Ordinance, 2019. Accordingly, the Company has recognized provision for income tax for the half year ended September 30, 2020 and re-measured its Deferred tax assets/liability basis the rate prescribed in the aforesaid section and recognized the effect of change by revising the annual effective tax rate.
7. The figures for the previous periods have been regrouped/rearranged wherever necessary to conform to current period presentation.
8. The above financial results are available on the stock exchange website ([www.bseindia.com](http://www.bseindia.com)) and the website of the Company ([www.satyamicrocapital.com](http://www.satyamicrocapital.com)).

*Handwritten signature/initials*



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## Additional disclosures (except those covered above) pursuant to Regulations 52(4) of SEBI (LODR) Regulations, 2015

S. No	Particulars	Remarks
1	Credit Rating	[ICRA] BBB- (Stable), [ACUITE] BBB+ (Assigned, On Watch with Negative Implications).
2	Asset cover available	Company has sufficient asset cover available to discharge the claims of debenture holders.
3	Previous due date for the payment of interest on non-convertible debt securities	All interests Paid
4	Next due date for the payment of interest on non-convertible debt securities:  Scrip Code: 958211 Scrip Code: 958258 Scrip Code: 958752 Scrip Code: 958878 Scrip Code: 958911 Scrip Code: 958955 Scrip Code: 959791 Scrip Code: 959792	24 Feb'21 11 Dec'20 NA (Redeemed on September 30, 2020) 30 Nov'20 30 Nov'20 23 Feb'21 25 Jan'21 25 Jan'21
5	Debenture Redemption Reserve	NA
6	Net Worth( INR Million)	2,440.19

The above disclosures have been made to the Stock Exchange (BSE).



For and on behalf of the Board of Directors of  
Satya MicroCapital Limited

Place: Delhi

Date: November 6, 2020

Vivek Tiwari  
Managing Director, CEO and CIO

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**Annexure-B**  
Name of Company- SATYA MicroCapital Limited

Quarterly Compliance-Listed NCDS

Statement of ISIN, BE/POS, Payment on due dates, Credit rating & DRR Requirement as on 30-09-2020

S.No	Consent Letter/Tranche Reference	Consent Letter/ Tranche Date	ISIN**	Issue Size(per ISIN)Rs. Crore	Listed/ Unlisted	Secured/ UnSecured	Principal / Interest payment during current half-year	Due Dates during current Half-Year	Actual date of payment (in respect of default in due date)	Amount (Rs) paid during current Half-Year	Actual Payment date during current Half-Year	Date of information sharing with Credit Rating Agency(in case of default)	Principal / Interest due in the next half-year	Due Date due in the next half-year	Amount (Rs) due during the next half-year	DRR required to be created (Rs Crore)	DRR Created upto September 30, 2020 (Rs Crore)	Funds invested for debentures maturing this year	Credit Rating Agency & Rating as on September 30, 2020	Change in Credit Rating during Half Year ended September 30, 2020
							<b>Principal</b>	<b>***Interest</b>												
1	CL/MUM/118-19/DEB/244	07-Aug-18	INE982X07028	34.0	Listed	Secured	8,50,00,000.00	1,72,45,191.00	24-Aug-20	10,22,45,191.00	24-Aug-20	NA	Interest	24-Feb-21	1,16,32,478.00					
2	CL/MUM/18-19/DEB/295	31-Aug-18	INE982X07085	40.0	Listed	Secured	0	1,38,79,111.00	11-Jun-20	1,38,79,111.00		NA	Interest	11-Dec-20	1,36,75,653.00					
		Modification Consent Letter dated 30May2020						1,38,25,935.00	11-Sep-20	1,38,25,935.00	11-Sep-20	NA	Interest	12-Mar-21	1,35,53,780.00					
3	CL/MUM/18-19/DEB/799	23-Mar-19	INE982X08026	20.0	Listed	UnSecured	2,22,22,223.00	39,12,653.00	30-Jun-20	2,61,34,876.00	30-Sep-20	NA		-						
							2,22,22,222.00	31,30,123.00	30-Sep-20	2,53,52,345.00										
4	CL/MUM/19-20/DEB/206/1	03-Jul-19	INE982X07034	10.0	Listed	UnSecured		29,24,180.00	30-Apr-20	29,24,180.00	30-Apr-20	NA	Interest	30-Oct-20	29,24,180.00					
								28,26,708.00	29-May-20	28,26,708.00	29-May-20	NA	Interest	30-Nov-20	30,21,653.00					
								31,19,126.00	30-Jun-20	31,19,126.00	30-Jun-20	NA	Interest	31-Dec-20	30,21,653.00					
								30,21,653.00	31-Jul-20	30,21,653.00	30-Jul-20	NA	Interest	29-Jan-21	28,34,452.00					
								30,21,653.00	31-Aug-20	30,21,653.00	31-Aug-20	NA	Interest	26-Feb-21	27,36,712.00					
								29,24,180.00	30-Sep-20	29,24,180.00	30-Sep-20	NA	Interest	31-Mar-21	32,25,411.00					
5	CL/MUM/19-20/DEB/206/2	03-Jul-19	INE982X07042	15.0	Listed	UnSecured		29,24,180.00	30-Apr-20	29,24,180.00	30-Apr-20	NA	Interest	30-Oct-20	29,24,180.00					
								28,26,708.00	29-May-20	28,26,708.00	29-May-20	NA	Interest	30-Nov-20	30,21,653.00					
								31,19,126.00	30-Jun-20	31,19,126.00	30-Jun-20	NA	Interest	31-Dec-20	30,21,653.00					
								30,21,653.00	31-Jul-20	30,21,653.00	30-Jul-20	NA	Interest	29-Jan-21	28,34,452.00					
								30,21,653.00	31-Aug-20	30,21,653.00	31-Aug-20	NA	Interest	26-Feb-21	27,36,712.00					
								29,24,180.00	30-Sep-20	29,24,180.00	30-Sep-20	NA	Interest	31-Mar-21	32,25,411.00					
6	CL/MUM/19-20/DEB/250	13-Aug-19	INE982X07069	28.5	Listed	Secured		1,92,62,945.70	23-Aug-20	1,92,62,945.70	24-Aug-20	NA	Interest	23-Feb-21	1,94,89,994.29					
7	CL/MUM/20-21/DEB/201	14-Jul-20	INE982X07093	34.50	Listed	Secured	-	-	-	-	-	NA	Interest	27-Jan-21	2,15,15,285.00					
8	CL/MUM/20-21/DEB/202	14-Jul-20	INE982X07101	38	Listed	Secured	-	-	-	-	-	NA	Interest	27-Jan-21	2,36,97,913.00					

\*\*\*Gross Interest



**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE WORKING COMMITTEE OF BOARD OF DIRECTORS OF SATYA MICROCAPITAL LIMITED HELD ON FRIDAY, JULY 24, 2020 AT 01:30 P.M AT THE REGISTERED OFFICE OF THE COMPANY AT 519 5TH FLOOR DLF PRIME TOWERS, OKHLA INDUSTRIAL AREA, PHASE-1 DELHI-110020**

1. **ALLOTMENT OF 380 (THREE HUNDRED AND EIGHTY) SECURED, RATED, LISTED, REDEEMABLE, NON-CONVERTIBLE DEBENTURES OF FACE VALUE OF RS. 10,00,000/- (RUPEES TEN LAKHS ONLY) EACH, AGGREGATING UP TO RS. 38,00,00,000/- (RUPEES THIRTY EIGHT CRORES ONLY) ON A PRIVATE PLACEMENT BASIS (THE "ISSUE").**

The Chairman informed the committee members with regard to the allotment of Non-Convertible Debentures (NCDs) basis board resolution passed by the Board of Directors on May 20, 2020 and the term sheet received from Blue Orchard for issuance of NCDs aggregating to Rs. 38 Crores.

Thereafter, the committee passed the following resolution for allotment:

**"RESOLVED THAT** pursuant to the provisions of articles of association of the Company and Section 71, Section 42 read with Section 179 and all other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, the consent of the Committee be and is hereby given to allot 380 (Three Hundred and Forty Five) Secured, Rated, Listed, Redeemable, Non-Convertible Debentures of face value of Rs. 10,00,000/- (Rupees Ten Lakhs Only) Each, Aggregating upto Rs. 38,00,00,000/- (Rupees Thirty Eight Crores Only) to the person specified herein below ("**Identified Persons**"), the material terms of which are set out herein below:

No. of Debentures	Particulars of Debentures	Purpose	Coupon Rate	Tenor	Identified Persons
380	Secured, Rated, Listed, Redeemable, Non-Convertible Debentures	<p>The issue proceeds will be to meet funding requirements of the Issuer for growing its microfinance portfolio.</p> <p>Unless otherwise agreed by the Debenture Trustee (acting for and on behalf of the Majority Debenture Holders) in writing, the Issuer shall at all times ensure that 100% (One Hundred Percent) of the proceeds raised through the Issue are used to finance</p>	11.723% (Eleven Decimal Point Seven Two Three Percent)	72 Months	InsuResilience Investment Fund, SICAV-RAIF

Registered & Corporate Office

519, 5th Floor, DLF Prime Tower, Okhla Industrial Area, Phase - 1, New Delhi - 110020, India

E-mail : [info@satyamicrocapital.com](mailto:info@satyamicrocapital.com) | Web : [www.satyamicrocapital.com](http://www.satyamicrocapital.com)

CIN : U74899DL1995PLC068688 | Fax : (+91-11) 49724051 | Phone : (+91-11) 4972 4000

		<p>सर्वे भवन्तु सुखिनः</p> <p>the Issuer's portfolio of Client Loans related to procurement of climate insurance products that are currently or may in the future be sold / provided by the Issuer to its various clients.</p>			
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**RESOLVED FURTHER THAT** the Debentures shall be listed on the wholesale debt market segment of BSE in accordance with such terms as agreed and contained in the Transaction Documents to be signed by the Company in relation to the issuance. In case of listing of the Debentures, the Company shall ensure compliance with the SEBI (Issue & Listing of Debt Securities) Regulations, 2008, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Guidelines for Issue and Listing of Structured Products/Market Linked Debentures dated September 28, 2011.

**RESOLVED FURTHER THAT** Mr. Vivek Tiwari, Managing Director & CEO, Mr. Sanjay Goel, Head-Finance and Ms. Rachna Khantwal, Company Secretary of the Company be and hereby severally authorized to take all such steps and actions for the purposes of making all such filings and registrations as may be required and further to do all such acts, deeds, matters and things as may be deemed necessary to give effect to this resolution including but not limited to filing of the form PAS-3 along with PAS-4 and PAS-5 with the Registrar of Companies.

**RESOLVED FURTHER THAT** Mr. Vivek Tiwari, Managing Director & CEO and Ms. Rachna Khantwal, Company Secretary of the Company be and are hereby also authorized to issue a certified true copy of this resolution to anyone concerned or interested in this matter.”

**2. ALLOTMENT OF 345 (THREE HUNDRED AND FORTY FIVE) SECURED, RATED, LISTED, REDEEMABLE, NON-CONVERTIBLE DEBENTURES OF FACE VALUE OF RS. 10,00,000/- (RUPEES TEN LAKHS ONLY) EACH, AGGREGATING UP TO RS. 34,50,00,000/- (RUPEES THIRTY FOUR CRORES AND FIFTY LAKHS ONLY) ON A PRIVATE PLACEMENT BASIS (THE “ISSUE”).**

The Chairman informed the committee members with regard to the allotment of Non-Convertible Debentures (NCDs) basis board resolution passed by the Board of Directors on May 20, 2020 and the term sheet received from Blue Orchard for issuance of NCDs aggregating to Rs. 34.5 Crores.

Thereafter, the committee passed the following resolution for allotment:

“**RESOLVED THAT** pursuant to the provisions of articles of association of the Company and Section 71, Section 42 read with Section 179 and all other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, the consent of the Committee be and is hereby given to allot 345 (Three Hundred and Forty Five) Secured, Rated, Listed, Redeemable, Non-Convertible Debentures of face value of Rs. 10,00,000/- (Rupees Ten Lakhs Only) Each, Aggregating upto Rs. 34,50,00,000/- (Rupees Thirty Four Crores and Fifty Lakhs Only) to the person specified herein below (“**Identified Persons**”), the material terms of which are set out herein below:

No. of Debentures	Particulars of Debentures	Purpose	Coupon Rate	Tenor	Identified Persons
345	Secured, Rated, Listed, Redeemable, Non-Convertible Debentures	The issue proceeds will be to meet funding requirements of the Issuer for growing its microfinance portfolio	11.723% (Eleven Decimal Point Seven Two Three Percent)	48 Months	Japan ASEAN Women Empowerment Fund (JAWEF)

**RESOLVED FURTHER THAT** the Debentures shall be listed on the wholesale debt market segment of BSE in accordance with such terms as agreed and contained in the Transaction Documents to be signed by the Company in relation to the issuance. In case of listing of the Debentures, the Company shall ensure compliance with the SEBI (Issue & Listing of Debt Securities) Regulations, 2008, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Guidelines for Issue and Listing of Structured Products/Market Linked Debentures dated September 28, 2011.

**RESOLVED FURTHER THAT** Mr. Vivek Tiwari, Managing Director & CEO, Mr. Sanjay Goel, Head-Finance and Ms. Rachna Khantwal, Company Secretary of the Company be and hereby severally authorized to take all such steps and actions for the purposes of making all such filings and registrations as may be required and further to do all such acts, deeds, matters and things as may be deemed necessary to give effect to this resolution including but not limited to filing of the form PAS-3 along with PAS-4 and PAS-5 with the Registrar of Companies.

**RESOLVED FURTHER THAT** Mr. Vivek Tiwari, Managing Director & CEO and Ms. Rachna Khantwal, Company Secretary of the Company be and are hereby also authorized to issue a certified true copy of this resolution to anyone concerned or interested in this matter.”

Certified to be true copy  
For SATYA MicroCapital Limited

For Satya MicroCapital Limited  
Rachna Khantwal  
Company Secretary & Compliance officer  
M. No. A43788  
Rachna Khantwal  
Company Secretary

Registered & Corporate Office

519, 5th Floor, DLF Prime Tower, Okhla Industrial Area, Phase - 1, New Delhi - 110020, India

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