



# FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS FY-2022-23



# REGULATORY FRAMEWORK

In terms of the Provisions of Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements), Regulation 2015, the Company being High Value Debt Listing shall Familiarise the independent directors through various programmes about the Company, including the following:

- ✓ Nature of the industry in which the listed entity operates;
- ✓ Business model of the listed entity;
- ✓ Roles, rights, responsibilities of independent directors; and
- ✓ Any other relevant information.



# CREATING LIVELIHOOD THROUGH ENTREPRENEURSHIP



### **ABOUT US**

SATYA MicroCapital Limited is a Delhi based, RBI-registered "NBFC - MFI" which launched its microfinance operations in January 2017. In a short span of six years, SATYA has registered an impressive growth and has emerged as one of the fastest growing Highly Technology driven Micro Finance Institutions in the country. SATYA is Middle Layer NBFC in terms of RBI Scale Based Directions.

### **OUR VISION, MISSION & MOTTO**







"To be a catalyst for the socio-economic upliftment of 5 million households by year 2025"

**VISION** 



"To be a preferred choice for the people at bottom of pyramid in creation of their enterprise and livelihood through a holistic approach"

MISSION

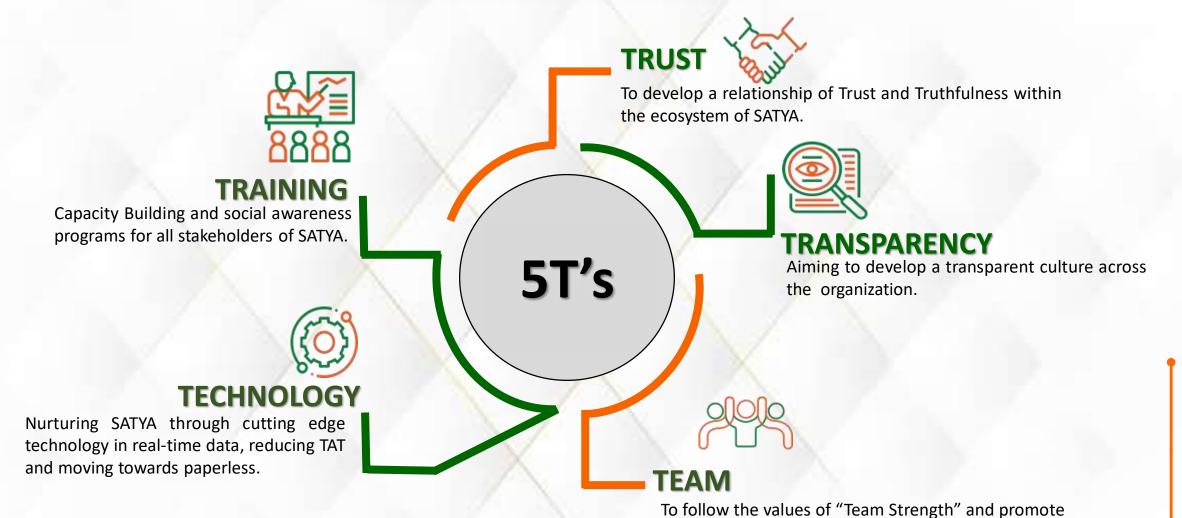


"May all be happy"

MOTTO

### **SOUL OF SATYA – 5T's**





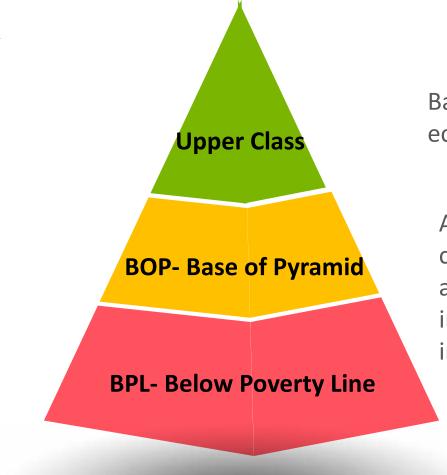
"coordination and cooperation" in all verticals.

# **Annual Per Capita Income**

# Satya's Client Segment







Base of the Pyramid (BOP) refers to the low socioeconomic segment.

According to new RBI guidelines (14<sup>th</sup> March'22) collateral-free loan given to a Customer having annual household income up to ₹3,00,000. irrespective of end use and Irrespective of staying in rural, Urban or Semi Urban.



# Satya Song



1) आओ बहनों दिया जलायें सत्या के संग सब जुड़ जायें मिल-जुलकर खुशहाली लायें खुद को आओ सबल बनायें आओ बहनों दिया जलायें

### **Welcome Note**

2) मीटिंग में सब समय से आयें समय से किश्तें जमा करायें ऋण का सही उपयोग करायें अनुशासन से चलें चलायें अनुशासन से चलें चलायें सत्या के संग सब जुड़ जायें 3) घर घर फैले रोजगार हर गरीब का होउद्धार ईमानदारी का करें व्यवहार अपनी अपनी साख बढ़ाएं आओ बहनों दिया जलायें सत्या के संग सब जुड़ Meझाड्टों of being Empowered

4) बेटा-बेटी एक समान शिक्षित हो सब बने महान स्वच्छता का रखें ध्यान नशा मुक्त समाज बनायें आओ बहनों दिया जलायें सत्या के संग सब जुड़ जायें Message of Social Awareness





### Vivek Tiwari MD,CEO & CIO

Mr. Vivek Tiwari, holds a Post Graduate Degree in Rural Development & Management from the Institute of Engineering & Rural Technology, Allahabad. Apart from acquiring prolific experience of more than two decades in the Microfinance and Development Sector; Mr. Tiwari is also a certified professional of Concentration in Management Programme from Boulder Microfinance Training, Italy. His proficiency outlines extreme focus on the innovative deployment of technological framework for incubating responsible lending, financial inclusion & social entrepreneurship.

Dr. Ratnesh Tiwari Director

An engineering postgraduate, he has a doctoral degree (Ph.D.) from Indian Institute of Technology (IIT) Delhi. He has on-the-ground experience in understanding, identifying and resolving operational and technical issues in biomass-based rural energy systems.







### Mrs. Surekha Marandi Independent Director

Former Executive Director of the RBI, Mrs. Surekha has a Masters degree from Jadavpur University & Adv. Mgt. degrees from Cambridge, AIM etc. Surekha has a vast multifarious experience of more than three decades in the BFSI domain. She is an exemplary Financial Inclusion Expert with additional expertise in Regulation and Supervision & HR Mgt.

Mr. CP Mohan Independent Director

A PG from IRMA, Anand, Mr. Mohan has worked for NABARD as Chief GM & is known for his leadership in Microfinance, Rural Finance and Banking. He has also served as a technical specialist with World Bank Group & FAO (UN) in Rural Finance, Post Disaster Needs Assessment, Livelihood projects etc. Recognised for his contributions to building up NABFINS as its MD.







### Mr. Sanjay Gandhi Nominee Director

A Chartered Accountant by qualification. His first job as an Audit Manager was with the Indian Associates of KPMG. After working for a finance company, he joined the microfinance industry in 2003 and has worked in 25 countries and conducted about 125 ratings of MFIs.

Mr. Naveen Surya Independent Director

A PG in Management with specialization in Finance, Mr. Naveen is a distinguished name in the Digital and Retail Payment Systems and FinTech in the country. He is also an Associate Member of Company Secretaries Institute (ACS) besides having a Graduation degree in both Commerce and Law.







### Dr. Deepali Pant Joshi Independent Director

She has four decades of engagement in public life of which 36 years were spent at the Reserve Bank where she was a career Central Banker. She was on the boards of the Institute of Banking Personnel Selection, the Reserve Bank Note Mudran Press, the North East Institute of Bank Management, The Andhra Bank she is also a prolific writer with more than 6 books to her credit.

Mr. Taejun Shin Nominee Director

Mr. Taejun Shin holds a Masters degree in Finance from Waseda Business School, Tokyo and a BA degree in Law from Korea University. He is a Co-Founder, Representative Director & CEO of Gojo & Company, Inc.. He currently holds the position of a Director in Ananya Finance For Inclusive Growth Private Limited and other Foreign entities.



### **OUR LEADERSHIP TEAM**





**Vandita Kaul - Chief Financial Officer** 

21+ years in managing Treasury & Finance, Balance sheet planning, fund management & equity raising



G Radha Krishna Sarma-COO, South

26+ years of rich exposure in financial sector , strategizing operational excellence, business expansion



**Gaurangini Jain - Deputy CEO**22+ years in Banking, NBFC, Business
Development, Operations & Business Credit



Balwant Kumar - COO, East

17+ years in MFI sector, expertise in business management, Business Development, Client Relationship and Team Management



Vipin Kumar Pandey – COO, North

18+ years in MFI sector, expertise in business expansion, financial inclusion, strategizing operational excellence.



Ashutosh Srivastava
Chief Technology Officer & Head – IT

16+ years in Information Technology & Project Management

### **OUR LEADERSHIP TEAM**







Ranjeet Mishra - Chief Risk Officer

17+ years in Business & Credit Risks & regulatory engagements



Ajay Kumar - Head, Human Capital 17+ years in Performance Management, Compliances etc.



**Choudhary Runveer Krishanan Company Secretary & Chief Compliance Officer** 

17+ years in Compliance, Legal, Secretarial, Audit and Finance



Vasudha Goel - Head , Internal Audit

23+ years in Banking, NBFC, Sales, Operations & Process compliance



Sanjay Goel - Deputy Chief Financial Officer

29+ years in Finance, Accounts, Managing Lender Relationship & Expertise in Fund Mobilization



Neha Maheshwari - Head - Credit

16+ years in Risk & Credit management., Audit & Compliance, Monitoring & Control, Corporate Lending

### **OUR LEADERSHIP TEAM**





**Tahir Zafar - Head, Accounts** 16+ years in Treasury, Balance Sheet, Compliance, Audit & Finance



Amit Jain – Head, Legal

25+ years experience in litigation, Document
Management, Overseas Transactions, Corp.
Governance, Risk Mgt. & Regulatory
Compliances



# SATYA's Compliances







- Company is generally compliant to the applicable RBI Directions, Guidelines, Regulations with respect to filing of Returns, Intimations, etc.
- Company being a high value debt listed company is compliant with applicable SEBI regulations w.r.t. issuance/listing of NCDs; interest payments/intimations, etc.
- Company is generally compliant to the Companies Act and the rules & regulations with respect to filing of securities' allotment returns, resignation of Directors, etc.

**Note:** Satya has Board approved Compliance policy and internal compliance manual/SOP

The Compliance generally covers all statutory compliance and limited lender's covenant compliances



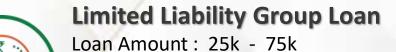


# Key Regulatory Law applicable to the Company

- The Companies Act, 2013 and the rules made thereunder
- Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign
  Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations");
- Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021
- Master Direction Non-Banking Financial Company Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016 ('RBI Master Directions');
- Master Direction- Non-Banking Financial Company Returns (Reserve Bank) Directions, 2016 (Returns Directions');
- Master Direction Monitoring of Frauds in NBFCs (Reserve Bank) Directions, 2016 ('Fraud Directions');
- ❖ Master Direction Information Technology Framework for the NBFC Sector ('IT Directions');
- ❖ Master Direction Know Your Customer (KYC) Direction, 2016 ('KYC Directions');
- Master Direction Non-Banking Financial Companies Auditor's Report (Reserve Bank) Directions, 2016 ('Auditor Directions').
- RBI Scale-Based Framework

### **PRODUCT OFFERINGS**





Tenure: 2 - 3 Years

### **MSME Loan**

Loan Amount: 25k - 2 Lakh

Tenure: 1 - 3 Years



### **Individual Micro Loan**

Loan Amount: 45k - 1.25 Lakh

Tenure: 2 – 3 Years

### **WASH Loan**

Loan Amount: 30k - 75k

Tenure: 2 – 3 Years



### **Consumer Durable Loan**

Loan Amount: 3k - 15k Tenure: 6 Months – 1 Year

### **Skill Loan**

Loan Amount: 10k - 5 lakh

Tenure: 4 Years



### **PM SVANidhi**

Loan Amount: 10k - 20k

Tenure: 1 Years



# **Field Operational Process**

Q C

### **Robust Digitalized Business Processes**













### **Village Selection**

(Selecting a village for Operations)

- Village should be within 40 km radius from the Branch.
- Village should have at least 300-400 households.
- The village should have good law and order situation.

### **Open General Meeting**

- At an open area, meeting will be addressed. Introduce SATYA & their products
- Inform gathering about Client selection criteria & KYC norms.
- Decide a date to meet for next meeting and collect their contact details

# Client Selection, Group Formation, Data Entry, Credit Bureau and House Visit

- Client must be aged between 18 to 63 years at the time of entering the Program.
- Client/spouse must be residing at the same place for at least three years.
- Loan given to household having annual household income up to Rs. 3,00,000. The household shall mean an individual family unit, i.e., husband, wife and their unmarried children

### **Robust Digitized Business Processes**







(Day 1, Day 2 and Day 3)

- Total CGT should be of 200 Minutes with minimum 6 members and can go up to 25 members only
- At the beginning, Client should Recite SATYA Geet.
- Inform members about documentation requirements for loan disbursement for Borrower & Nominee.
- Educate clients on Financial Digital Literacy, Joint Liability and Group Responsibility.





- Meet the group and visit their houses.
- Authorized person conduct QT to ensure that all the information on Loan Application form is correct and all members understand SATYA's rules and regulations.
- Ensure that the center understands all SATYA digital platforms or processes (like the e-sign mechanism).
- Ensure that loans are used only by the individual and household purposes mentioned



### **Credit Appraisal & Loan Sanctioning**

- Verify Client Identity, Document Screening & information Verification
- All the soft copies of documents of borrower and nominee are to be verified during Credit Appraisal.
- E Signature needs to be done
- Telephonic Verification is a must in this process.

### **Robust Digitized Business Processes**











### **Loan Booking**

- Authorized person will check all the loan files in the system and based on the verification he will do the booking.
- Booking should only be done through BH login ID.

### **Loan Disbursement**

- Loan Disbursement is processed in Bank Accounts of Borrower or joint account of borrower and nominee.
- Loan disbursement done by Head office team after booking.

### **Loan Collection & Utilization Check**

- Centre Meeting are the forum for repayment of instalments, social awareness, capacity development.
- Loan Utilization Check done within 60 days in case of monthly and 4-weekly product. (Currently running products)



### **Client Protection Principles**

### What is Client Protection?

The client protection principles is the standard of treatment that clients should expect to receive when doing business with financial service providers.



- Appropriate product design and delivery.
- Prevention of over-indebtedness.
- Transparency.
- Responsible pricing.
- Fair and respectful treatment of clients.
- Privacy, security, and integrity of client data.
- Mechanisms for complaint resolution



### **Code Of Conduct/ Fair Practice Code**

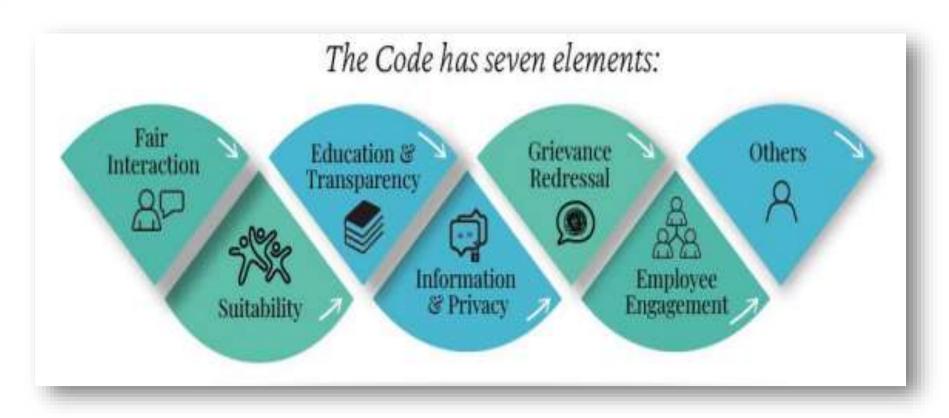
### **COC** or **FPC**



A code of conduct is a set of rules, policies outlining the norms, and responsibilities or proper practices of an individual party or an organization.







- Governance and Enforcement
- Formats for Board resolution and Sign-ups
- Format for adherence report
- Disclosure to customers

### **Element of COC**



### A. Fair Interaction

Board approved FPC

No unfair discrimination

Appropriate behavior and Respect Non-coercive recovery practices

No contact during odd hours Engagement of recovery agents

### B. Suitability

Income Assessment/ Overindebtedness

Valid CCIR

Not usurious interest rates/other charges

Submission to CICs

Lending to DPD customers

### C. Education and Transparency D. Information and Privacy

Key information in the loan documents

Information in a language understood by the borrower

Training

Receipt/acknowl edgement for payments

Reason for loan rejection

**TPP** 

KYC as per RBI norms

Consent for CCIR

CCIR related complaints

Promptly address

Safeguard

borrower's data

Confidentiality of information



## **Element of COC**

### E. Grievance Redressal

Board approved CGRM policy

Disseminate

channels

details of CGRM

Dedicated phone number/staff assisted procedure

Addressing recovery related grievances

Grievance redressal officer

Analysis of individual and aggregate level grievance data

### F. Employee Engagement

Board Approved Policy

Participation in Employee Bureau

Training - CoC

etc.

related aspects,

CGRM, soft skills

Training -Induction and Refresher

Setting of reasonable targets

Reference check/Relieving letter

### G. Others

Board approved policies for difficult situations

**Pricing information** 

Digital loan processes

Digital initiatives

Withdrawing operations from an area

Well-being and security of employees

# **Zero Tolerance Policy (ZTP)**



Applicable w.e.f.01.09.2022.

Strict Disciplinary action to be taken if found guilty





















- No Agents to be Involvement (directly or indirectly)
- No Transactions in staff's account material/immaterial with CSP vendor
- No Personal Transactions with Client/Spouse or co borrower
- No exchange of materialistic things with clients
- No E-Sign Fudging
- No Sharing of ID and password of the organization
- No Wrong mobile number of clients to be captured
- No KYC Manipulation
  - No alcoholism, smoking, tobacco and non-vegetarian policy

RBH/AM-Credit/Auditors: They are required highlight the non-compliance or breach in the process

ZBH/SH's: They are required to take appropriate action against such employees

### **Microfinance - Industry Overview**

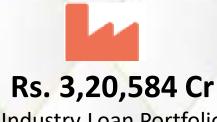


Microfinance refers to an array of financial services, including loans, savings, and insurance, available to low-income individuals, women entrepreneurs and small business owners who have no collateral. Microfinance is the awareness that people with low incomes can raise themselves out of poverty if given access to financial services. They can utilize their skills for enhancement of household economic growth, educate their children and enhanced quality of life.

### **Key Microfinance Highlight**

- Almost 99% microfinance loans in India are provided to women from low-income households.
- Microfinance industry has a diverse supply-side with multiple lenders (nearly 211) including Banks, Small Finance Banks, NBFC-MFIs and NBFCs.
- As on 31 December 2022, 83 NBFC-MFIs are the largest provider of micro-credit with a loan amount outstanding of Rs 1,23,386 Cr, accounting for **38.5%** to total industry portfolio.

### **Key Microfinance Data**



**Industry Loan Portfolio** 





6.4 Cr Number of

**Borrowers** 

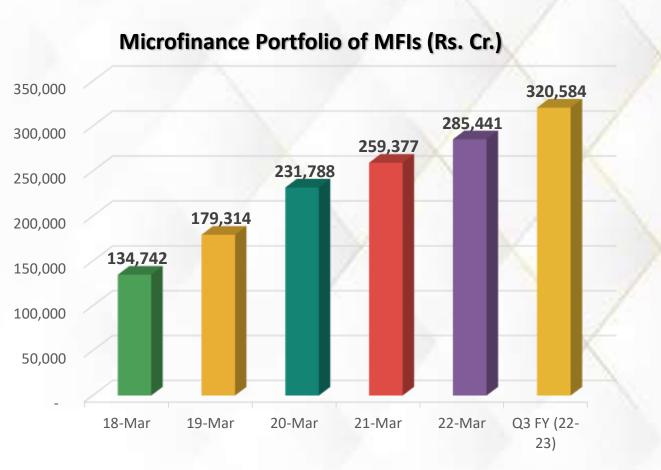


Number of Microfinance Entities

### **Microfinance Sector Outreach**



Based on data as on 31 December 2022 (Q3 FY 22-23), microfinance industry has total loan portfolio of Rs 3,20,584 Cr, including DPD 180+ portfolio of Rs 33,918 Cr. The total number of active loans accounts were 12.6 Cr with 6.4 Cr unique borrowers. The YoY (31 December 2021 to 31 December 2022) growth of GLP is 25.2%.





### **Microfinance Sector Outreach**





The portfolio of NBFC-MFI has increased by 41.1% and banks by 10.6%, SFBs portfolio by 21.8%, NBFC portfolio has increased by 40.0% and other MFIs have decreased by 17.9% on a YoY basis (Based on loans originated after February 2017).







# OPERATIONAL PARAMETERS

Where we are Today

### **Operational Highlights**



### **STATES**



### DISTRICT



### **VILLAGES**



### **BRANCHES**



### CENTER

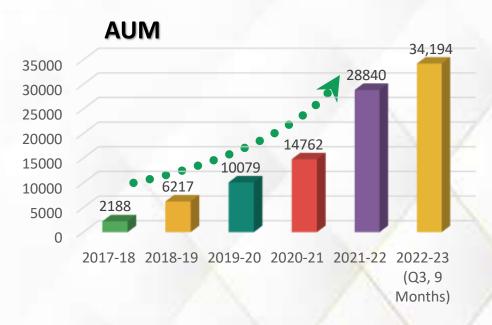


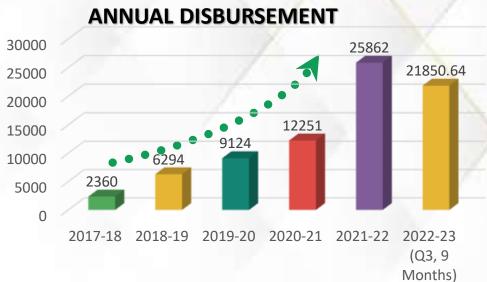
### **ACTIVE CLIENTS**

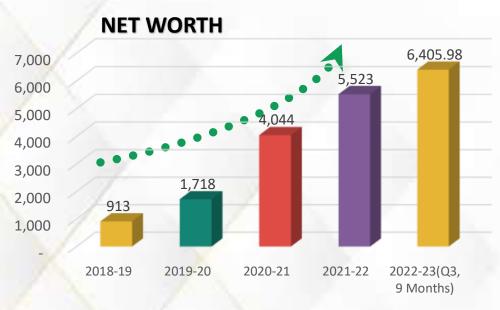


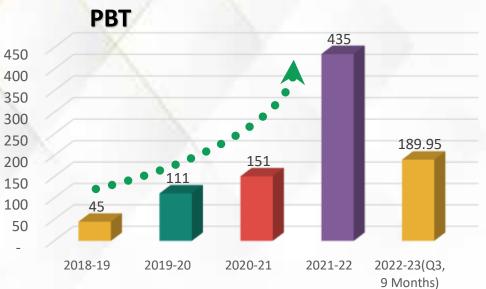
# Financial Highlights (Rs In Millions)











### Women Centric Sustainable Development



Microfinance is a powerful instrument of social change, particularly for women belonging to vulnerable sections of the society. It has potentially a very significant contribution to gender equality and women's empowerment.

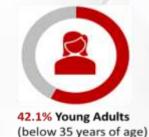
### **Bottom of the Pyramid & Financially Underserved**



99.7% Women Clients

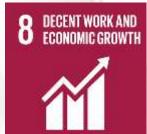


87.2% Rural Clients



Social profile of SATYA's clients as on 31st March 2022.







GENDER

EOUALITY

Women centric Microfinance directly contributes to 4 United Nations-Social Development Goals (UN-SDGs) Women are the most critical success factor and very core of microfinance due to economic and social benefits by involving them in microfinance programs

- More reliable and efficient user of credit
- ☐ High on social collateral
- Building support systems through group meetings
- Improved Livelihood, Resilience and Savings for family
- □ Reduced inequality and increased income
- Positively impacting their children's nutrition, education, health and growth opportunities
- □ Participation for women in their communities and in their households

### COMPANY HISTORY





- MFI license from RBI
- Second Institution investment by Gojo & Company, Inc.
- 1<sup>st</sup> Foreign NCD from Blue Orchard
- Bank Loan rating upgraded to BBB-
- Cumulative disbursement of Rs. 500 Cr. (\$67 Mn.)
- SATYA celebrates the Landmark Achievement of Rs. 1000 Cr. (\$133 Mn.) AUM
- upgraded to BBB+ from Ltd.

- On July 2021, SATYA accredited as Great Place to Work-Certified.
- SATYA celebrates the landmark achievement of 6 lakh clients.
- SATYA Launched Vijayalakshmi Das Entrepreneurship Awards.
- SATYA Launched SATYA Shakti Foundation, SAFAL Sutra & COVID Care Insurance Product on its 4th Foundation Day Celebration.

2020-2021

- SATYA celebrates the landmark achievement of 12 lakh clients.
- SATYA Achieved AUM of Rs. 3000 Cr.
- SATYA is a GPTW certified organization for the second time in a row.



SATYA's Bank Loan Rating **ACUITE Ratings & Research** 

2018-2019

2016-2017

**Started Operations** 

Disbursement of 1st

Microfinance Loan

MicroCapital Ltd.

Name Changed from TFC

Finvest Limited to SATYA

• Launched Digitized Process

**Cashless Repayment** 

(\$13 Mn.) Portfolio

and Cashless Disbursement

1<sup>st</sup> collection received through

• First Institution investment by Dia Vikas Capital Pvt. Ltd. • Completion of First Rs. 100 Cr.



## Roles of Independent Director

In schedule IV of the Companies Act 2013, the roles and duties have been laid down:-

- ✓ Independent Judgement
- ✓ Objective view in performance evaluation of the Board and Management
- ✓ Scrutinise the performance of management in meeting agreed goals and monitor the reporting of Performance
- ✓ Satisfy themselves on the Integrity of the Financial Information
- ✓ Safeguard the interests of all stakeholders
- ✓ Balance the conflicting interest of the stakeholders
- ✓ Determine appropriate levels of remuneration of executive Directors, key managerial personnel and senior management
- ✓ moderate and arbitrate in the interest of the Company as a whole, in situations of conflict between management and shareholder's interest.



## **Duties of Independent Director**

- ✓ Undertake appropriate induction and regularly update and refresh their skills, knowledge and familiarity with the company and the Industry
- ✓ Seek appropriate clarification or amplification of information
- ✓ Strive to attend all meetings of the General Meeting/Board of Directors/Board committees of which he is a member
- ✓ Participate constructively and actively in the Committees of the Board
- ✓ Ensure that their concerns are addressed by the Board
- ✓ Ensure that RPTs are in the interest of the Company
- ✓ Ensure the effective Vigil Mechanism
- ✓ Report concerns about unethical behaviour, actual or suspected fraud or violation of the company's code of conduct or ethics policy;
- ✓ Acting within his authority
- ✓ Not disclose confidential information, including commercial secrets, technologies, advertising and sales promotion plans, unpublished price sensitive information, unless such disclosure is expressly approved by the Board or required by law.
- ✓ Not to unfairly obstruct the functioning of an otherwise proper Board or committee of the Board





# Obligation of Independent Director

The <u>independent Directors</u> of the <u>company</u> shall hold at least one meeting <sup>3</sup>in a without attendance of non-independent financial the year, **Directors** and members of management:

All the <u>independent Directors</u> of the <u>company</u> shall strive to be present at such meeting;

The meeting shall:

- \* review the performance of non-independent Directors and the Board as a whole;
- \* review the performance of the Chairperson of the company, taking into account the views of executive Directors and non-executive Directors;
- \* assess the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.



# Disclosures by Independent Directors

- ✓ MBP-1: General disclosure of concern/interest u/s 184
- ✓ DIR-8: Declaration confirming their qualification for appointment u/s 164(2)
- ✓ Section 149(7) & Regulation 16 of SEBI(LODR): Declaration by independent director confirming status of independence.
- ✓ Regulation 26(2) of SEBI (LODR)Disclosure of Committee membership
- ✓ Regulation 26(3) of the SEBI(LODR) Compliance with Code of Conduct
- ✓ Fit & Proper Declaration In terms of RBI Master Directions
- ✓ Form B & Form F- In terms of SEBI PIT Regulations





Best Leadership Development Initiative - SAFAL SUTRA (HUMAN RESOURCE GROUP)

Best API Initiative - CLIENT ONBOARDING API @ SATYA (IT & DIGITAL GROUP)

Best Mobile App Initiative - SATYA E-CONNECT (IT & DIGITAL GROUP)

Best Women Customer Engagement
Initiative - HOSPICASH CLAIM (CORPORATE
GROUP)

2022

Awarded by Banking Frontiers





17th Annual Summit & Awards 2022 under the Category of Lending by ASSOCHAM







Organized by AsiaOne Magazine



















National E-Summit & Awards on Banking & Financial Lending Companies



Distinguished NBFC Awards

















Atal Achievement Awards 2020

7<sup>th</sup> MSMEs National Excellence Summit 2020 The Economic Times
Asian Business Leaders Conclave 2020















Iconic Business Summit & Awards

5th Eastern India Microfinance Summit

Treasury, Risk and Compliance Summit















Elets 6th NBFC100 Tech Summit 2019

7<sup>th</sup> MINE cum Conference

55th SKOCH Summit

















6th SMEs Excellence Award











info@satyamicrocapital.com

EGRM's No. 1800 123 000008

For any complaints or suggestion

CGRM's No. 1800 102 5644 For any complaints or suggestion

WGRM No 1800 313 000008
Women Grievance Redressal Mechanism