

No.CTI/DEB/16-17/Noting Certificate

February 27, 2017

To Whomsoever It May Concern,

CERTIFICATE FOR RECEIPT AND NOTING OF INFORMATION

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

We, Catalyst Trusteeship Limited (Formerly Known as GDA 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 **Fusion Microfinance Pvt Ltd.**(“**the Company**”) for the Half Year end September 30, 2016.

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





Fusion Microfinance (Pvt.) Ltd.

Date: Feb 27, 2017

To,

The Manager,
Bombay stock exchange limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Kala Ghoda,
Fort, Mumbai, Maharashtra 400001.

Dear Sirs/Madam,

Sub.: Half yearly communication for Debt Securities in respect of half year ending September 30, 2016.

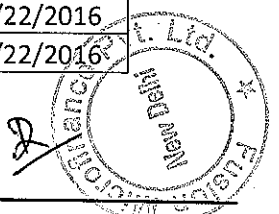
We wish to inform the following –

Part I- Information to be submitted to Stock Exchange

1. Credit Rating = CARE 'BBB + ' (Triple B Plus) effective from September 30, 2016
2. Asset cover available = 1.30 times
3. Debt–Equity Ratio = 3.30 times
4. The interest was paid on Sept 30, 2016 (Previous due date for payment of interest)

Details of redemption & payment of interest during last half year: Annexure A

| Series / Tranche | Type (Principal/Interest) | Due date of payment (mm/dd/yy) | Amount (Rs.) | Actual date of payment (mm/dd/yy) |
|------------------|---------------------------|--------------------------------|--------------|-----------------------------------|
| CBO-II | Principal & Interest | 4/28/2016 | 3,830,825 | 4/22/2016 |
| | Principal & Interest | 5/28/2016 | 3,785,712 | 5/21/2016 |
| | Principal & Interest | 6/28/2016 | 3,748,761 | 6/22/2016 |
| | Principal & Interest | 7/28/2016 | 3,706,398 | 7/22/2016 |
| CBO-III | Principal & Interest | 4/16/2016 | 3,324,147 | 4/12/2016 |
| | Principal & Interest | 5/16/2016 | 3,285,641 | 5/12/2016 |
| | Principal & Interest | 6/16/2016 | 3,257,823 | 6/10/2016 |
| | Principal & Interest | 7/16/2016 | 3,221,319 | 7/12/2016 |
| | Principal & Interest | 8/16/2016 | 3,191,425 | 8/12/2016 |
| | Principal & Interest | 9/16/2016 | 3,158,225 | 9/12/2016 |
| CBO IV | Interest | 4/28/2016 | 336,390 | 4/22/2016 |
| | Principal & Interest | 5/28/2016 | 69,92,086 | 5/21/2016 |
| | Interest | 6/28/2016 | 269,112 | 6/22/2016 |
| | Principal & Interest | 7/28/2016 | 6,926,989 | 7/22/2016 |

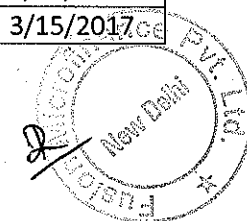


| | | | | |
|--------------------|----------------------|-----------|------------|-----------|
| | Interest | 8/28/2016 | 201,834 | 8/22/2016 |
| | Principal & Interest | 9/28/2016 | 6,868,434 | 9/22/2016 |
| CBO V | Principal & Interest | 4/2/2016 | 6,400,930 | 3/28/2016 |
| | Principal & Interest | 5/2/2016 | 6,321,632 | 4/28/2016 |
| | Principal & Interest | 6/2/2016 | 6,274,917 | 5/27/2016 |
| | Principal & Interest | 7/2/2016 | 6,199,428 | 6/27/2016 |
| | Principal & Interest | 8/2/2016 | 6,148,764 | 7/28/2016 |
| | Principal & Interest | 9/2/2016 | 6,085,687 | 8/26/2016 |
| CBO VIII | Principal & Interest | 4/22/2016 | 3,838,880 | 4/18/2016 |
| | Principal & Interest | 5/24/2016 | 3,854,342 | 5/18/2016 |
| | Principal & Interest | 6/24/2016 | 3,801,930 | 6/18/2016 |
| | Principal & Interest | 7/22/2016 | 3,723,745 | 7/18/2016 |
| | Principal & Interest | 8/24/2016 | 3,755,569 | 8/17/2016 |
| | Principal & Interest | 9/23/2016 | 3,682,111 | 9/17/2016 |
| AAV-SARL Symbiotic | Interest | 5/23/2016 | 30,800,384 | 5/13/2016 |
| Blue Orchard-1 | Interest | 6/16/2016 | 16,500,000 | 6/16/2016 |
| Blue Orchard-2 | Interest | 4/30/2016 | 18,016,708 | 4/30/2016 |
| Triple Jump | | N.A. | | |
| AAV SARL-2 | | N.A. | | |
| Blue Orchard-3 | | N.A. | | |
| Responsibility | | N.A. | | |

5. The next due date for the payment of interest is as on March 31, 2017.

Details of redemption & interest due in the next half-year: Annexure B

| Series / Tranche | Type (Principal/Interest) | Due date of payment | Amount (Rs.) | Actual date of payment |
|--------------------|---------------------------|---------------------|--------------|------------------------|
| CBOIV | Interest | 10/28/2016 | 130,195 | 10/28/2016 |
| | Principal & Interest | 11/28/2016 | 6,801,156 | 11/28/2016 |
| | Interest | 12/28/2016 | 65,097 | 12/28/2016 |
| | Principal & Interest | 1/28/2017 | 6,733,878 | 1/28/2017 |
| CBO V | Principal & Interest | 10/2/2016 | 6,016,334 | 10/2/2016 |
| | Principal & Interest | 11/2/2016 | 5,959,534 | 11/2/2016 |
| | Principal & Interest | 12/2/2016 | 5,894,412 | 12/2/2016 |
| CBO VIII | Principal & Interest | 10/24/2016 | 3,657,674 | 10/24/2016 |
| | Principal & Interest | 11/24/2016 | 3,621,711 | 11/24/2016 |
| | Principal & Interest | 12/23/2016 | 3,569,307 | 12/23/2016 |
| | Principal & Interest | 1/24/2017 | 3,556,558 | 1/24/2017 |
| | Principal & Interest | 2/24/2017 | 3,513,580 | 2/24/2017 |
| | Principal & Interest | 3/24/2017 | 3,463,515 | 3/24/2017 |
| AAV SARL-Symbiotic | Interest | 12/13/2016 | 31,138,849 | 12/13/2016 |
| Blue Orchard-1 | Interest | 12/16/2016 | 16,500,000 | 12/16/2016 |
| Blue Orchard -2 | Interest | 10/30/2016 | 17,820,000 | 10/30/2016 |
| Triple Jump | Interest | 11/15/2016 | 33,757,415 | 11/15/2016 |
| AAV SARL-2 | Interest | 11/13/2016 | 29,957,387 | 11/13/2016 |
| Blue Orchard-3 | Interest | 2/28/2017 | 29,928,065 | 2/28/2017 |
| Responsibility | Interest | 3/15/2017 | 36,138,014 | 3/15/2017 |



6. Debt service coverage ratio = 2.35 time
7. Interest service coverage ratio = 1.50
8. Debenture redemption reserve= Not Applicable
9. Net worth= 232.24 Cr.
10. Net profit after tax = 11.88 Cr.
11. Earnings per share = 4.69 (Basic)

This is for your information.

Thanking you,

Yours faithfully,

For Fusion Micro Finance Private Limited


Deepak Madaan
Company Secretary



Counter signatory:

For **CATALYST** Trusteeship Limited

Authorized Signatory