

# PAISALO

EASY LOAN आसान लोन

Date: February 6, 2021

The Manager  
Department of Corporate Relationship  
**BSE Limited**  
25<sup>th</sup> Floor P. J. Towers, Dalal Street  
Mumbai -400 001

The Asstt. Vice President  
**National Stock Exchange of India Limited**  
Exchange Plaza, Bandra Kurla Complex  
Bandra (East)  
Mumbai -400 051

**SCRIP CODE : 532900 (Equity)**  
**959759, 959963, 960204**  
**(Debt Securities)**

**SCRIP SYMBOL : PAISALO**

**Subject : Outcome of Board Meeting held on February 6, 2021, as per Regulation 30 and 51 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir,

With reference to our intimation letter dated January 29, 2021 and February 2, 2021 regarding Board Meeting, we wish to inform you that the Board of Directors of the Company at its meeting held on February 6, 2021 has inter alia:

1. Approved Un-audited Financial Results (Standalone and Consolidated) with the Limited Review Report for the Quarter and Nine Months ended December 31, 2020.
2. Considered and approved the following:
  - i. Subject to the approval of shareholders of the Company and applicable regulatory authorities, as the case may be, issuance of up to maximum of 26,10,000 number of share warrant(s) convertible in to equivalent number of equity shares of face value of Rs 10/- each, on preferential issue basis at such terms and condition(s) as may be determined by the Board of Directors of the Company at such price as may be determined, in accordance with the provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2018 and other applicable Regulations;
  - ii. The Board has further decided to seek the approval of shareholders through general meeting for the aforesaid purpose.
3. Draft Notice for convening the Extraordinary General Meeting of the Members of the Company to be held on March 8, 2021 through Video Conferencing (VC) / Other Audio Visual Means (OAVM) for seeking their approval for the said preferential issue has also been approved and taken on record.
4. Cut-off date for determining the eligibility to vote by electronic means for the purpose of Extraordinary General Meeting shall be March 1, 2021

**PAISALO DIGITAL LIMITED**  
FORMERLY KNOWN AS S. E. INVESTMENTS LIMITED



**Registered Office:** CSC, Pocket 52, Near Police Station, CR Park, New Delhi - 110019. Phone : + 91 11 4351 8888. Email: delhi@paisalo.in

**Head Office:** Block 54, First Floor, Sanjay Place, Agra - 282 002. Phone : +91 562 402 8888. Email: agra@paisalo.in

**Mumbai Office:** 262, Solitaire Corporate Park, Andheri East, Mumbai 400 093. Phone: +91 22 4228 8888. Email: mumbai@paisalo.in

CIN: L65921DL1992PLC120483

**www.paisalo.in**

अर्थ: समाजस्य न्यासः

5. Appointed Mr. Satish Kumar Jadon, Practicing Company Secretary as the Scrutinizer for conducting "Remote E-voting" and E-voting during the EGM" process for ensuing Extraordinary General Meeting.
6. Appointed M/s Satish Jadon & Associates, Company Secretaries, as the Secretarial Auditor of the Company pursuant to the requirements of Section 204 of the Companies Act, 2013, for conducting secretarial audit of the Company for the financial year ended on March 31, 2021.

### Enclosures

- A. Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose the following:
  1. Statements showing the Un-audited Financial Results (Standalone and Consolidated) for the Quarter and Nine Months ended December 31, 2020; and
  2. Auditor's Limited Review Reports on Un-audited Financial Results –Standalone and Consolidated for the Quarter and Nine Months ended December 31, 2020.
- B. Further, the details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 are enclosed herewith as under:
  1. Brief Profile of Secretarial Auditor appointed for financial year ended March 31, 2021 as "**Annexure A**"
  2. Issuance of securities "**Annexure B**"

The meeting of Board of Directors commenced at 4.00 P.M. and concluded at ..~~5:25~~.. P.M.

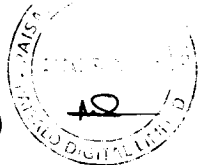
We request you to take the same on record.

Thanking you,

Yours faithfully,

**For Paisalo Digital Limited**

*Manendra Singh*  
**(MANENDRA SINGH)**  
**Company Secretary**



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## PAISALO DIGITAL LIMITED

FORMERLY KNOWN AS S. E. INVESTMENTS LIMITED

REGD. OFF: CSC, POCKET 52, NEAR POLICE STATION, CR PARK, NEW DELHI-110019

TEL: +91 11 43518888 FAX: + 91 11 43518816 WEB: www.paisalo.in

CIN: L65921DL1992PLC120483

अर्थ: समाजस्य च्यासः

### STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER, 2020

(₹ in Lakh Except EPS)

Sr. No.	Particulars	Quarter Ended			Nine Months Ended		Year Ended
		31.12.2020	30.09.2020	31.12.2019	31.12.2020	31.12.2019	31.03.2020
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
<b>I</b>	<b>Revenue from operations:</b>						
	(i) Interest Income	7,851.00	7,053.91	8,967.69	22,722.12	25,569.75	33,745.11
	(ii) Dividend Income	-	-	-	-	-	-
	(iii) Rental Income	-	-	-	-	-	-
	(iv) Fees and commission Income	-	-	-	-	-	-
	(v) Net gain on fair value changes	-	-	-	-	-	-
	(vi) Net gain on derecognition of financial instruments under	-	-	-	-	-	-
	(vii) Sale of products (including Excise Duty)	-	-	-	-	-	-
	(viii) Sale of services	-	-	-	-	-	-
	(ix) Others	-	-	-	-	-	-
	<b>Total Revenue from operations (I)</b>	<b>7,851.00</b>	<b>7,053.91</b>	<b>8,967.69</b>	<b>22,722.12</b>	<b>25,569.75</b>	<b>33,745.11</b>
<b>II</b>	Other Income	-	-	-	-	-	-
	<b>Total Income (I+II)</b>	<b>7,851.00</b>	<b>7,053.91</b>	<b>8,967.69</b>	<b>22,722.12</b>	<b>25,569.75</b>	<b>33,745.11</b>
<b>III</b>	<b>Expenses:</b>						
	(i) Finance Costs	3,757.73	3,422.35	3,484.19	10,637.52	9,827.21	13,357.35
	(ii) Fees and commission expense	-	-	-	-	-	-
	(iii) Net loss on fair value changes	-	-	-	-	-	-
	(iv) Net loss on derecognition of financial instruments under amortized cost category	-	-	-	-	-	-
	(v) Impairment on financial instruments	(103.42)	(484.44)	1,346.68	696.18	3,971.12	7,489.13
	(vi) Cost of materials consumed	-	-	-	-	-	-
	(vii) Purchases of Stock-in-trade	-	-	-	-	-	-
	(viii) Changes in Inventories of finished goods,	-	-	-	-	-	-
	(ix) Employee Benefits Expenses	570.16	531.62	619.06	1,645.88	1,758.71	2,328.25
	(xi) Depreciation, amortization and impairment	97.46	90.12	104.79	281.37	294.18	401.29
	(x) Others expenses	612.46	604.82	777.86	1,502.31	2,351.65	2,776.83
	<b>Total Expenses (III)</b>	<b>4,934.39</b>	<b>4,164.47</b>	<b>6,332.58</b>	<b>14,763.26</b>	<b>18,202.87</b>	<b>26,352.85</b>
<b>IV</b>	<b>Profit / (loss) before exceptional items and tax (II-III)</b>	<b>2,916.61</b>	<b>2,889.44</b>	<b>2,635.11</b>	<b>7,958.86</b>	<b>7,366.88</b>	<b>7,392.26</b>
<b>V</b>	Exceptional items	-	-	-	-	-	-
<b>VI</b>	<b>Profit/(loss) before tax (IV-V)</b>	<b>2,916.61</b>	<b>2,889.44</b>	<b>2,635.11</b>	<b>7,958.86</b>	<b>7,366.88</b>	<b>7,392.26</b>
<b>VII</b>	<b>Tax Expense:</b>						
	(1) Current Tax	705.02	718.81	581.41	2,026.86	1,709.74	1,939.96
	(2) Deferred Tax	3.91	(11.74)	36.78	37.56	100.67	48.40
<b>VIII</b>	<b>Profit / (loss) for the period from continuing operations (VI-VII)</b>	<b>2,207.68</b>	<b>2,182.37</b>	<b>2,016.92</b>	<b>5,894.44</b>	<b>5,556.47</b>	<b>5,403.90</b>
<b>IX</b>	Profit/(loss) from discontinued operations	-	-	-	-	-	-
<b>X</b>	Tax Expense of discontinued operations	-	-	-	-	-	-
<b>XI</b>	<b>Profit/(loss) from discontinued operations (After tax) (IX-X)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>XII</b>	<b>Profit/(loss) for the period (VIII+XI)</b>	<b>2,207.68</b>	<b>2,182.37</b>	<b>2,016.92</b>	<b>5,894.44</b>	<b>5,556.47</b>	<b>5,403.90</b>
<b>XIII</b>	<b>Other Comprehensive Income:</b>						
	(A) (i) Items that will not be reclassified to profit or loss	-	-	-	-	-	-
	(ii) Income tax relating to items that will not be reclassified to	-	-	-	-	-	-
	<b>Subtotal (A)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
	(B) (i) Items that will be reclassified to profit or loss	-	-	-	-	-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-	-	-
	<b>Subtotal (B)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
	<b>Other Comprehensive Income (A+B)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>XIV</b>	<b>Total Comprehensive Income for the period</b>	<b>2,207.68</b>	<b>2,182.37</b>	<b>2,016.92</b>	<b>5,894.44</b>	<b>5,556.47</b>	<b>5,403.90</b>
<b>XV</b>	Paid-up equity share capital (face value of Rs. 10 per equity share)	4,229.22	4,229.22	4,229.22	4,229.22	4,229.22	4,229.22
<b>XVI</b>	Other equity as per statement of assets and liabilities	-	-	-	-	-	71,359.07
<b>XVII</b>	<b>Earnings per equity share (for continuing operations):</b>						
	Basic (Rs.)	5.22	5.16	4.77	13.94	13.14	12.78
	Diluted (Rs.)	5.22	5.16	4.77	13.94	13.14	12.78
<b>XVIII</b>	<b>Earnings per equity share (for discontinued operations):</b>						
	Basic (Rs.)	-	-	-	-	-	-
	Diluted (Rs.)	-	-	-	-	-	-
<b>XIX</b>	<b>Earnings per equity share (for continuing and discontinued operations):</b>						
	Basic (Rs.)	5.22	5.16	4.77	13.94	13.14	12.78
	Diluted (Rs.)	5.22	5.16	4.77	13.94	13.14	12.78

*Sanjay Kumar*  


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CIN: L65921DL1992PLC120483

अर्थ: समाजस्य न्यासः

### STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER, 2020

(₹ in Lakh Except EPS)

Sr. No.	Particulars	Quarter Ended			Nine Months Ended		Year Ended
		31.12.2020 (Unaudited)	30.09.2020 (Unaudited)	31.12.2019 (Unaudited)	31.12.2020 (Unaudited)	31.12.2019 (Unaudited)	31.03.2020 (Audited)
<b>I</b>	<b>Revenue from operations:</b>						
	(i) Interest Income	8,642.35	7,985.26	9,848.08	25,283.48	28,396.96	37,476.94
	(ii) Dividend Income	-	-	-	-	-	-
	(iii) Rental Income	-	-	-	-	-	-
	(iv) Fees and commission Income	-	-	-	-	-	-
	(v) Net gain on fair value changes	-	-	-	-	-	-
	(vi) Net gain on derecognition of financial instruments under	-	-	-	-	-	-
	(vii) Sale of products (including Excise Duty)	-	-	-	-	-	-
	(viii) Sale of services	-	-	-	-	-	-
	(ix) Others	-	-	-	-	-	-
	<b>Total Revenue from operations (I)</b>	<b>8,642.35</b>	<b>7,985.26</b>	<b>9,848.08</b>	<b>25,283.48</b>	<b>28,396.96</b>	<b>37,476.94</b>
<b>II</b>	Other Income	-	-	-	-	-	-
	<b>Total Income (I+II)</b>	<b>8,642.35</b>	<b>7,985.26</b>	<b>9,848.08</b>	<b>25,283.48</b>	<b>28,396.96</b>	<b>37,476.94</b>
<b>III</b>	<b>Expenses:</b>						
	(i) Finance Costs	4,188.96	3,889.01	4,037.24	12,014.80	11,613.50	15,654.57
	(ii) Fees and commission expense	-	-	-	-	-	-
	(iii) Net loss on fair value changes	-	-	-	-	-	-
	(iv) Net loss on derecognition of financial instruments under amortized cost category	-	-	-	-	-	-
	(v) Impairment on financial instruments	183.67	(89.29)	1,586.79	1,671.64	4,615.87	8,496.18
	(vi) Cost of materials consumed	-	-	-	-	-	-
	(vii) Purchases of Stock-in-trade	-	-	-	-	-	-
	(viii) Changes in Inventories of finished goods,	-	-	-	-	-	-
	(ix) Employee Benefits Expenses	612.31	572.95	669.11	1,766.92	1,935.20	2,546.17
	(xi) Depreciation, amortization and impairment	97.65	90.43	105.20	282.25	295.42	402.94
	(x) Others expenses	624.02	616.74	800.47	1,535.00	2,500.28	2,960.68
	<b>Total Expenses (III)</b>	<b>5,706.61</b>	<b>5,079.84</b>	<b>7,198.81</b>	<b>17,270.61</b>	<b>20,960.27</b>	<b>30,060.54</b>
<b>IV</b>	<b>Profit / (loss) before exceptional items and tax (II-III)</b>	<b>2,935.74</b>	<b>2,905.42</b>	<b>2,649.27</b>	<b>8,012.87</b>	<b>7,436.69</b>	<b>7,416.40</b>
<b>V</b>	Exceptional items	-	-	-	-	-	-
<b>VI</b>	<b>Profit/(loss) before tax (IV-V)</b>	<b>2,935.74</b>	<b>2,905.42</b>	<b>2,649.27</b>	<b>8,012.87</b>	<b>7,436.69</b>	<b>7,416.40</b>
<b>VII</b>	<b>Tax Expense:</b>						
	(1) Current Tax	707.09	723.16	586.88	2,050.69	1,730.90	1,963.35
	(2) Deferred Tax	6.41	(12.41)	34.32	38.29	95.40	39.81
<b>VIII</b>	<b>Profit / (loss) for the period from continuing operations (VI-VII)</b>	<b>2,222.24</b>	<b>2,194.67</b>	<b>2,028.07</b>	<b>5,923.89</b>	<b>5,610.39</b>	<b>5,413.24</b>
<b>IX</b>	Profit/(loss) from discontinued operations	-	-	-	-	-	-
<b>X</b>	Tax Expense of discontinued operations	-	-	-	-	-	-
<b>XI</b>	<b>Profit/(loss) from discontinued operations (After tax) (IX-X)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>XII</b>	<b>Profit/(loss) for the period (VIII+XI)</b>	<b>2,222.24</b>	<b>2,194.67</b>	<b>2,028.07</b>	<b>5,923.89</b>	<b>5,610.39</b>	<b>5,413.24</b>
<b>XIII</b>	<b>Other Comprehensive Income:</b>						
	(A) (i) Items that will not be reclassified to profit or loss	-	-	-	-	-	-
	(ii) Income tax relating to items that will not be reclassified to	-	-	-	-	-	-
	<b>Subtotal (A)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
	(B) (i) Items that will be reclassified to profit or loss	-	-	-	-	-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-	-	-
	<b>Subtotal (B)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
	<b>Other Comprehensive Income (A+B)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>XIV</b>	<b>Total Comprehensive Income for the period</b>	<b>2,222.24</b>	<b>2,194.67</b>	<b>2,028.07</b>	<b>5,923.89</b>	<b>5,610.39</b>	<b>5,413.24</b>
<b>XV</b>	<b>Net profit after tax attributable to:</b>						
	Owners of the holding company	2,222.24	2,194.67	2,028.07	5,923.89	5,610.39	5,413.24
	Non-controlling interest	-	-	-	-	-	-
<b>XVI</b>	<b>Other comprehensive income attributable to:</b>						
	Owners of the holding company	-	-	-	-	-	-
	Non-controlling interest	-	-	-	-	-	-
<b>XVII</b>	<b>Total comprehensive income attributable to:</b>						
	Owners of the holding company	2,222.24	2,194.67	2,028.07	5,923.89	5,610.39	5,413.24
	Non-controlling interest	-	-	-	-	-	-
<b>XVIII</b>	<b>Paid-up equity share capital (face value of Rs. 10 per equity share)</b>	<b>4,229.22</b>	<b>4,229.22</b>	<b>4,229.22</b>	<b>4,229.22</b>	<b>4,229.22</b>	<b>4,229.22</b>
<b>XIX</b>	<b>Other equity as per statement of assets and liabilities</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>72,368.41</b>
<b>XVI</b>	<b>Earnings per equity share (for continuing operations):</b>						
	Basic (Rs.)	5.25	5.19	4.80	14.01	13.27	12.80
	Diluted (Rs.)	5.25	5.19	4.80	14.01	13.27	12.80
<b>XVII</b>	<b>Earnings per equity share (for discontinued operations):</b>						
	Basic (Rs.)	-	-	-	-	-	-
	Diluted (Rs.)	-	-	-	-	-	-
<b>XVIII</b>	<b>Earnings per equity share (for continuing and discontinued operations):</b>						
	Basic (Rs.)	5.25	5.19	4.80	14.01	13.27	12.80
	Diluted (Rs.)	5.25	5.19	4.80	14.01	13.27	12.80

*Sanjay Kumar*

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अर्थ: समाजस्य न्यासः

### NOTES

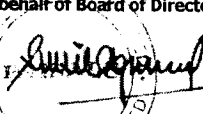
- 1 The above results have been reviewed by Audit Committee and approved by the Board of Directors in the meeting held on February 6, 2021.
- 2 The Consolidated financial results include results of Wholly Owned Subsidiary Nupur Finvest Private Limited (a RBI registered Non-Banking Finance Company).
- 3 The said results have been subject to limited review by the Statutory Auditors of the Company, who have issued an unmodified report thereon.
- 4 The above financial results have been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" (Ind AS34) prescribed under the Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India.
- 5 During the quarter ended December 31, 2020, Company has issued following series of Non Convertible Debentures:

Particular	Date of allotment	No. of Debentures	Total Amount (In Rs.Crores)
10.50% Secured, Rated, Listed, Redeemable, Non-Convertible Debentures Face Value Rs. 10 Lakhs per Debenture (SERIES-11-2020)	10-11-2020	160	16.00
12% Unlisted Unsecured Redeemable Non-Convertible Debentures Face Value Rs. 10 Lakhs per Debenture (SERIES-PDL-12-2020 )	04-Dec-20	10	1.00
12% Unlisted Unsecured Redeemable Non-Convertible Debentures Face Value Rs. 1 Crore per Debenture (SERIES-PDL-12-2020 NCD-02 )	11-Dec-20	35	35.00

- 6 The outbreak of COVID-19 pandemic continues to spread across the globe and India resulting in significant volatility in the global and Indian economy market. The extent to which the COVID-19 pandemic will impact the Company's result will depend on future development which are highly uncertain including among other things any new information concerning the severity of the COVID-19 pandemic and action to contain its spread or mitigate impact including stimulus and regulatory packages, if any. In accordance with the 'COVID-19 Regulatory packages' announced by the RBI on March 27, 2020, April 17, 2020 and May 23, 2020, with regard to providing relief to the borrowers in terms of standstill clause for asset classification on account of COVID-19 pandemic whose accounts were standard as on February 29, 2020, the Company, in accordance with the Board approved policy had offered moratorium on repayment of loan installments and/or deferment of interest due between March 1, 2020 to August 31, 2020 including relaxation in certain parameters, to all eligible borrowers, without considering the same as restructuring. In accordance with RBI guidelines, the Company is required to make provision @10% of outstanding advances in respect of such borrower accounts where asset classification benefit has been taken as per RBI guidelines. Accordingly, during the previous year ending March 31, 2020 the Company had provided Rs 6.02 crore on such loans and Rs 3.67 crore for quarter ended June 30, 2020. The aggregate provision held for COVID-19 of Rs 9.69 crore has been continued for the period ending September 30, 2020. The Honorable Supreme Court in PIL by Gajendra Sharma Vs Union of India & Anr vide its interim order dated September 3, 2020 has directed that the accounts which were not declared NPA till August 31, 2020 shall not be declared NPA till further orders, pending disposal of the case by Honorable Supreme Court. Pursuant to the order, the Company has not classified any borrowable account as NPA on December 31, 2020, which has not been declared as NPA as at August 31, 2020 as per the RBI Prudential norms on Income Recognition, Asset classification, provisioning and other related matters as Non Performing Asset (NPA) after August 31, 2020.
- 7 The Company has opted to publish Extracts of the Unaudited Consolidated Financial results, pursuant to provisions of Regulation 33 read with Regulation 47 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These standalone financial results are available on the Company's website viz. www.paisalo.in and on the websites of BSE (www.bseindia.com) and NSE (www.nseindia.com).
- 8 The Company is engaged in single business segment viz; financing. As such, there are no separate reportable segments as per Indian Accounting Standard 108 (IND AS) on Operating Segment.
- 9 Previous periods / year's figures have been reclassified/ regrouped whenever necessary to conform to current period presentation.
- 10 The Company has maintained requisite asset cover as per offer documents by way of pari passu floating charge on current assets, book debts and loans & advances of the Company and/or pari passu charge through equitable mortgage of Company's and third parties' immovable properties and guarantee for its Secured Listed Non-Convertible Debentures of aggregating amount of Rs.186 Crores as at December 31, 2020. Further, the requisite security cover as agreed with investors is maintained.

Place : New Delhi  
Date : 06/02/2021

For and on behalf of Board of Directors

  
SUNIL AGARWAL  
MANAGING DIRECTOR

# D. Tayal & Jain, Chartered Accountants

G-3, Ganpati Royale Building, 30, Surya Nagar, Agra-282002

Phone : +91 562 4060087, +91 9897070087 E-mail : catayaldeep@gmail.com



**Independent Auditor's Review Report on the Review of Interim  
Standalone Unaudited Quarterly and Year to Date Financial Results of Paisalo Digital Limited  
pursuant to the Regulation 33 SEBI (Listing Obligations and Disclosure Requirements)  
Regulations, 2015 (As Amended)**

**TO  
THE BOARD OF DIRECTORS OF M/S PAISALO DIGITAL LIMITED**

We have reviewed the accompanying Statement of Unaudited Standalone Financial Results of **M/S PAISALO DIGITAL LIMITED** (the 'Company') for the quarter and nine months ended December 31, 2020 (the 'Statement'), being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, (the 'Listing Regulations').

The Statement of Standalone Financial Results, which is the responsibility of the Company's Management and approved by the 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 read with relevant rules issued thereunder and other accounting principle generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.

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 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.

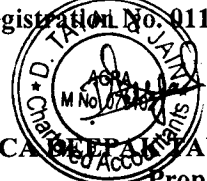
Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

The comparative financial information of the Company for the corresponding quarter & nine months ended December 31, 2019, included in these Unaudited Standalone Financial Results, was reviewed by the predecessor Auditor and the Standalone Financial Statements of the Company for the year ended March 31, 2020, were audited by predecessor Auditor who expressed an unmodified conclusion / opinion on that financial information and those financial statements on February 9, 2020 and June 30, 2020 respectively.

Our conclusion is not modified in respect of this matter

Date : 6.02.2021

For D. Tayal & Jain  
Chartered Accountants  
Firm Registration No. 011181C

  
(CA) DEEPA KUMAR JAIN  
Proprietor  
Firm Regd. 011181C  
M. No. 073102

UDIN: 21073102AAAAAV8659

# D. Tayal & Jain, Chartered Accountants

G-3, Ganpati Royale Building, 30, Surya Nagar, Agra-282002

Phone : +91 562 4060087, +91 9897070087 E-mail : catayaldeep@gmail.com



**Independent Auditor's Review Report on the Review of Interim Consolidated Unaudited Quarterly and Year to Date Financial Results of Paisalo Digital Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (As Amended)**

**TO  
THE BOARD OF DIRECTORS OF M/S PAISALO DIGITAL LIMITED**

We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of **M/S PAISALO DIGITAL LIMITED** (the 'Company') and its wholly owned subsidiary **M/S NUPUR FINVEST PRIVATE LIMITED** (collectively referred as the 'Group') for the quarter and nine months ended December 31, 2020 (the Statement) attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, (the 'Listing Regulations').

The Statement of Consolidated Financial Results, which is the responsibility of the Company's Management and approved by the 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 read with relevant rules issued thereunder and other accounting principle generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.

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.

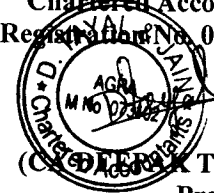
Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

The comparative financial information of the Company for the corresponding quarter & nine months ended December 31, 2019, included in these unaudited consolidated financial results, was reviewed by the predecessor auditor and the Consolidated Financial Statements of the Company for the year ended March 31, 2020, were audited by predecessor auditor who expressed an unmodified conclusion / opinion on that financial information and those financial statements on February 9, 2020 and June 30, 2020 respectively.

Our conclusion is not modified in respect of this matter

**Date : 6.02.2021**

For D. Tayal & Jain  
Chartered Accountants  
Firm Registration No. 011181C



(CA) DEEPAK TAYAL)

Proprietor

Firm Regd. 011181C

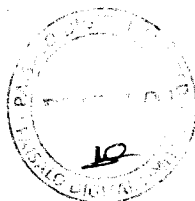
M. No. 073102

UDIN: 21073102A.A.A.A.W.3091

## Annexure A

## Details of Secretarial Auditor

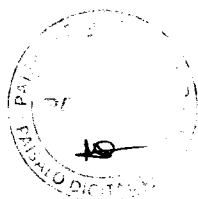
1	<b>Reason for change</b>	Appointment																
2	<b>Date of appointment &amp; term of appointment</b>	February 6, 2021 Secretarial Auditor has been for conduct secretarial audit of the Company for the financial year ended on March 31, 2021																
3	<b>Brief Profile Secretarial Auditor</b>	<p>Mr. Satish Kumar Jadon, Proprietor of Satish Jadon &amp; Associates (Company Secretaries), aged about 38 years has a good experience in the corporate compliance matters.</p> <p>He holds bachelor degree in Commerce and is a Fellow Member of the Institute of Company Secretaries of India. He is experienced, dynamic, and competent to work independently. He has willingness to learn new skills and is achievement oriented. He has also good experience of arbitration and NCLT related matters.</p> <p><b>Brief details of M/s Satish Jadon &amp; Associates</b></p> <table border="1"> <tr> <td>Name of Firm</td> <td>M/s Satish Jadon &amp; Associates (Company Secretaries)</td> </tr> <tr> <td>Proprietor</td> <td>Mr. Satish Kumar Jadon</td> </tr> <tr> <td>Membership No.</td> <td>FCS-9512</td> </tr> <tr> <td>CoP No.</td> <td>9810</td> </tr> <tr> <td>Peer Review Unique Identification Number</td> <td>S2011UP15700</td> </tr> <tr> <td>Address</td> <td>Shop No. 12, 1<sup>st</sup> Floor, Block No. 54/4, Sanjay Place, Agra-282002</td> </tr> <tr> <td>Contact No.</td> <td>+91 8010484231</td> </tr> <tr> <td>Email ID</td> <td><a href="mailto:satishjadon@gmail.com">satishjadon@gmail.com</a></td> </tr> </table>	Name of Firm	M/s Satish Jadon & Associates (Company Secretaries)	Proprietor	Mr. Satish Kumar Jadon	Membership No.	FCS-9512	CoP No.	9810	Peer Review Unique Identification Number	S2011UP15700	Address	Shop No. 12, 1 <sup>st</sup> Floor, Block No. 54/4, Sanjay Place, Agra-282002	Contact No.	+91 8010484231	Email ID	<a href="mailto:satishjadon@gmail.com">satishjadon@gmail.com</a>
Name of Firm	M/s Satish Jadon & Associates (Company Secretaries)																	
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Contact No.	+91 8010484231																	
Email ID	<a href="mailto:satishjadon@gmail.com">satishjadon@gmail.com</a>																	





## Issuance of Securities

1	<b>Type of securities proposed to be issued (viz. equity shares, convertibles etc.)</b>		
	Convertible Warrants with a right exercisable by the Warrant Holder(s) to subscribe to one Equity Share per Warrant.		
2	<b>Type of Issuance</b>		
	Preferential Issue		
3	<b>Total number of securities proposed to be issued or total amount for which the securities will be issued (approximately)</b>		
	Upto maximum of 26,10,000 Convertible Warrants ("Warrants") each carrying a right exercisable by the Warrant Holder(s) to subscribe to one (1) Equity Share against each warrant at a price of Rs. 705.00 per Warrant (including the Warrant subscription price and Warrant exercise price) as determine in accordance with the applicable provisions of Chapter V of the SEBI (ICDR) Regulations, 2018, as amended, on such terms and conditions as may be determined by the Board and subject to the approval of the Shareholders of the Company and regulatory authorities as the case may be, in accordance with the SEBI (ICDR) Regulations, 2018 and other applicable laws.		
4	<b>In case of preferential issue the listed entity shall disclose the following additional details to the Stock Exchange(s):</b>		
	<b>i. Names of Investor(s)</b>		
	<b>ii.</b>		
	<b>Sr. No.</b>	<b>Name</b>	<b>Maximum number of Warrants to be issued</b>
	1	PRO FITCCH (P) Ltd. (Erstwhile Baba Herbals (P) Ltd.)	8,70,000
	2	EQUILIBRATED VENTURE CFLOW (P) Ltd. (Erstwhile Bhavya Electronics & Networks (P) Ltd.)	8,70,000
	3	PRI CAF (P) Ltd. (Erstwhile Diamond Infradev (P) Ltd.)	8,70,000



**iii. Post allotment of securities – outcome of the subscription,**

Sr. No.	Name	Pre-Preferential Issue as on 05.02.2021		Post Allotment (Post exercise of right by Warrant Holders)	
		Shares	%	Shares	%
1	PRO FITCCH (P) Ltd. (Erstwhile Baba Herbals (P) Ltd.)	60,800	0.23	9,30,800	3.17
2	EQUILIBRATED VENTURE CFLOW (P) Ltd. (Erstwhile Bhavya Electronics & Networks (P) Ltd.)	40,84,212	15.24	49,54,212	16.85
3	PRI CAF (P) Ltd. (Erstwhile Diamond Infradev (P) Ltd.)	2,56,920	0.96	11,26,920	3.83

NOTE: The post preferential percentage has been calculated assuming full conversion of warrants into equity shares and without considering voting rights to be accrued pursuant to conversion of outstanding GDRs.

**iv. Issue price/ allotted price (in case of convertibles), number of investors**

Convertible Warrants carrying a right exercisable by the Warrant Holder(s) to subscribe to one (1) Equity Share against each warrant at a price of Rs. 705.00 per Warrant (including the Warrant subscription price and Warrant exercise price) as determined in accordance with the applicable provisions of Chapter V of the SEBI (ICDR) Regulations, 2018, as amended.

Total Number of Investor(s) is 3 (Three).

**v. In case of convertibles – intimation on conversion of securities or on lapse of the tenure of the instrument**

Each Warrant is convertible into One (1) Equity Share of face value of Rs 10/- each and the conversion can be exercised at any time within a period of 18 months from the date of allotment of warrant, in one or more tranches, as the case may be and such other terms and conditions as applicable. An amount equivalent to 25% of the Warrants price shall be payable at the time of subscription and allotment of each Warrant. The balance of 75% of the Warrant price shall be payable by the Warrant Holder(s) against each Warrant at the time of allotment of the Equity Shares pursuant to exercise the option attached to the Warrants to subscribe to Equity Shares. The amount paid against Warrant shall be adjusted/set off against the issue price for the resultant Equity Shares.

