



Date: August 06, 2024

To,
Listing Compliance
BSE Limited

Phiroze Jeejeebhoy Towers
Dalai Street Mumbai 400 001
Maharashtra

Subject: Outcome of the meeting of Board of Directors under Regulation 50 and 51 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Respected Sir/Madam,

In continuation to our intimation dated August 01, 2024 and pursuant to Regulation 50 and 51 and all other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the Board of Directors of the Company in its meeting held on August 06, 2024, at 04:00 P.M. inter alia considered and approved

1. Unaudited Financial Results for the quarter ended June 30, 2024.
2. Fund raising by way of issuance of securities
3. Final dividend on equity shares, preference shares capital for the financial year ended March 31, 2024.
4. The resignation of Mr. Sumit Bhojwani, Company Secretary and Compliance Officer of the Company effective from August 09, 2024.
5. The appointment of Mr. Kapil Kumar Ruhela, Chief Compliance Officer of the Company as the Company Secretary and Chief Compliance Officer of the Company consecutively to resignation of Company Secretary with effect from August 10, 2024.
6. The appointment of Secretarial Auditor for the FY 2024-25.

The aforesaid meeting was concluded at 07:30 P.M.

You are requested to take the above information on your record under the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking you,

Yours Faithfully

For and on behalf of
Midland Microfin Limited

Amardeep Singh Samra
Managing Director
DIN: 00649442

Midland Microfin Limited

Regd. & Corporate Office: The Axis, Plot no. 1, RB Badri Dass Colony, BMC Chowk, G.T. Road Jalandhar – 144001 INDIA.
Tel.: 0181 – 5085555, 5086666 Fax: 5087777, email id: info@midlandmicrofin.com, Website: www.midlandmicrofin.com

CIN – U65921PB1988PLC008430

Independent Auditor's Review Report

on unaudited financial results for quarter ended June 30, 2024 of

MIDLAND MICROFIN LIMITED

pursuant to the Regulation 52 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

Review Report to
The Board of Directors,
Midland Microfin Limited

1. We have reviewed the accompanying Statement of unaudited financial results ("the Statement") of **Midland Microfin Limited ("the Company")** for the quarter ended June 30, 2024, 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 the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under section 133 of the Companies Act, 2013 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 have 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 financial Statements are 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.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement of unaudited financial results, 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 recognized accounting practices and policies generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 52 of the SEBI (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.



Other Matter

5. Attention is drawn to the fact the figures for the Quarter ended March 31, 2024 as reported in these standalone unaudited financial results are the balancing figure between audited figures in respect of the full previous financial year and the published year to date figures up to the third quarter of the previous financial year. The figures up to the end of third quarter of previous financial year had only been reviewed and not subjected to audit.

Our conclusion is not modified in respect of this matter.

For SCV & Co. LLP
Chartered Accountants
Firm Regn. No. 000235N/N500089



A handwritten signature in blue ink, appearing to be "R. Puri".

(Rajiv Puri)
Partner

Membership No.: 084318
UDIN: 24084318BKFMGG8988

Place: Noida

Dated: August 06, 2024

Midland Microfin Limited

(CIN: U65921PB1988PLC008430)

Registered Office:- The AXIS, Plot No.1, R.B. Badri Dass Colony, G.T Road, Jalandhar PB 144001 (INDIA)

Tel : +91-181-5076000, Fax No : +91- 181-2236070 Website : www.midlandmicrofin.com

Statement of Unaudited Financial Results for the quarter ended June 30, 2024

(Rupees in millions unless otherwise stated)

Particulars	Quarter ended			Year ended
	30-06-2024	31-03-2024	30-06-2023	31-03-2024
	Unaudited	Audited	Unaudited	Audited
Revenue from operations				
Interest income	1,423.20	1,233.43	904.40	4,485.50
Fees and commission income	117.10	116.33	11.68	250.43
Net gain on derecognition of financial instruments under amortised cost category	44.24	271.09	147.16	572.79
Total revenue from operations	1,584.54	1,620.85	1,063.24	5,308.72
Other income	1.90	3.65	0.44	18.87
Total Income	1,586.44	1,624.50	1,063.68	5,327.59
Expenses				
Finance cost	659.46	591.53	438.47	2,043.75
Net loss on fair value changes	81.20	(43.20)	50.00	172.20
Impairment on financial instruments	40.82	256.82	14.42	507.54
Employee benefit expenses	316.95	312.28	217.21	1,059.52
Depreciation and amortization expense	10.51	9.94	7.89	37.96
Other expenses	157.55	176.39	122.11	566.52
Total expenses	1,266.49	1,303.76	850.10	4,387.49
Profit before tax	319.95	320.74	213.58	940.10
Tax expense:				
Current tax	110.28	88.30	62.65	287.36
Tax expense for earlier years	1.11	-	-	-
Deferred tax	(31.77)	(24.34)	(9.21)	(68.81)
Income tax expense	79.62	63.96	53.44	218.55
Profit for the period/year (A)	240.33	256.78	160.14	721.55
Other comprehensive income				
Items that will not be reclassified subsequently to profit or loss				
Re-measurement gain/(loss) on defined benefit plans	0.94	(0.43)	1.18	3.16
Income tax effect	(0.23)	0.12	(0.30)	(0.79)
Items that will be reclassified subsequently to profit or loss				
Fair value income/(loss) on derivative financial instruments	(23.80)	1.48	(13.70)	4.30
Income tax effect	5.99	(0.37)	3.45	(1.08)
Other comprehensive income/(loss) (B)	(17.10)	0.80	(9.37)	5.59
Total comprehensive income for the period/year (A+B)	223.23	257.58	150.77	727.14
Earnings per equity share (face value of ₹10 per equity share)				
Computed on the basis of total profit for the period/year				
Basic EPS (₹)*	4.59	3.26	3.51	16.45
Diluted EPS (₹)*	4.21	3.11	3.50	15.53

*Basic and Diluted EPS for the Quarter ended June 30, 2024, March 31, 2024 and June 30, 2023 are not annualised.



Place: Jalandhar
Date: August 06, 2024



For and on Behalf of the Board of Directors of
Midland Microfin Limited

Amardeep Singh Samra
Managing Director

Midland Microfin Limited
(CIN: U65921PB1988PLC008430)

Registered Office:- The AXIS, Plot No.1, R.B. Badri Dass Colony, G.T Road, Jalandhar PB 144001 (INDIA)
Tel : +91-181-5076000, Fax No : +91- 181-2236070 Website : www.midlandmicrofin.com

Notes to the unaudited financial results:

1. The unaudited financial results of Midland Microfin Limited (the 'Company') for the quarter ended June 30, 2024 have been prepared in accordance with Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations, 2015') and the Accounting Standards specified under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and the relevant provisions of the Companies Act, 2013, as applicable.
2. The above results have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on August 06, 2024, in accordance with the requirements of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The above results for the quarter ended June 30, 2024 have been reviewed by the Statutory Auditors of the Company.
3. The Company operates in a single reportable segment i.e. lending to borrowers, having similar risks and returns for the purpose of Ind AS 108 on 'Operating Segments'. The Company operates in a single geographic segment i.e. domestic.
4. In terms of the requirement as per RBI notification no. RBI/2019-20/170 DOR (NBFC).CC.PD.No. 109/22.10.106/2019-20 dated March 13, 2020 on implementation of Indian Accounting Standards, Non-Banking Financial Companies (NBFCs) are required to create an impairment reserve for any shortfall in impairment allowances under Ind AS 109 and income recognition, Asset classification and Provisioning (IRACP) norms (including provision on standard asset). The impairment allowances under Ind AS 109 made by company exceeds the total provision required under IRACP (including standard asset provisioning), as at June 30, 2024 and accordingly, no amount is required to be transferred to impairment reserve.
5. The Company has developed estimates for the purpose of determination of the provision for impairment of financial assets. As at June 30, 2024, the Company holds an aggregate provision of ₹ 637.51 Mn. The Company will closely monitor any material changes to future economic conditions and update its assessment.
6. The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified and the final rules/interpretation have not yet been issued. The company will evaluate the rules, assess the impact, if any and account for the same once the rules are notified and become effective.
7. Details of loans transferred/acquired, as per RBI Master Direction on Transfer of Loan Exposures dated September 24, 2021, are given below:

(i) Details of loans not in default transferred through assignment:

(₹ in millions unless otherwise stated)

Particulars	For quarter
	ended June 30, 2024
Number of loan accounts assigned	14,899
Aggregate amount of loans assigned	486.05
Weighted average residual tenor of the loans assigned (in months)	15.60
Weighted average holding period (in months)	5.28
Retention of beneficial economic interest by the originator	10%
Tangible security cover	Nil
Rating-wise distribution of rated loans	Not Applicable

(ii) The Company has not acquired any loan through assignment during the quarter ended June 30, 2024.

(iii) The Company has not transferred/acquired any stressed loan during the quarter ended June 30, 2024.

(iv) The Company has not transferred any non-performing assets (NPA's) during the quarter ended June 30, 2024.



8. Analytical ratios/disclosures required under Regulation 52(4) of the Securities Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended:

(₹ in millions unless otherwise stated)

Particulars	For quarter ended June 30, 2024
(1) Debt-equity ratio	4.35
(2) Debt service coverage ratio	Not Applicable
(3) Interest service coverage ratio	Not Applicable
(4) Outstanding redeemable preference shares (quantity and value)	
-Quantity	1,20,65,000
-Value	467.12
(5) Capital Redemption Reserve (₹ in millions)	42.80
(6) Debenture Redemption Reserve (₹ in millions)	36.63
(7) Net worth (₹ in millions)	5,101.81
(8) Net profit after tax (₹ in millions)	240.33
(9) Earnings per share	
-Basic	4.59
-Diluted	4.21
(10) Current ratio	Not Applicable
(11) Long term debt to working capital	Not Applicable
(12) Bad debts to account receivable ratio	Not Applicable
(13) Current liability ratio	Not Applicable
(14) Total debts to total assets	0.76
(15) Debtors turnover	Not Applicable
(16) Inventory turnover	Not Applicable
(17) Operating margin (%)	Not Applicable
(18) Net profit margin (%)	15.15
(19) Sector specific equivalent ratios, as applicable:	
(a) Capital Adequacy Ratio (%)	27.21
(b) Gross Non-Performing Assets (GNPA) Ratio (%)	2.93
(c) Net Non-Performing Assets (NNPA) Ratio (%)	0.85
(d) Provision Coverage ratio (NPA) (%)	71.51

9. As per Regulation 54 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, debentures are secured by exclusive first charge on receivables of the Company by way of hypothecation to the extent of 1.08 times of the amount outstanding.
10. Total carrying amount of SRs held by the Company is ₹ 435.40 Mn (Gross book value: ₹ 516.60 Mn, impairment allowance: ₹ 81.20 Mn) as on June 30, 2024.
11. The figures reported for the quarter ended March 31, 2024 are the balancing figures between the audited figures in respect of the respective full financial year and reviewed figures for the nine months ended December 31, 2023.
12. The figures for the previous periods/year have been regrouped/rearranged wherever necessary to conform to current year presentation.
13. The above financial results are available on the stock exchange website (www.bseindia.com) and the website of the Company (www.midlandmicrofin.com).



For and on Behalf of the Board of Directors of
Midland Microfin Limited

Amardeep Singh Samra
Managing Director

Place: Jalandhar
Date: August 06, 2024

Independent Auditor's Certificate

on Asset Cover and Compliance with Covenants as at June 30, 2024

under Regulation 56(1)(d) of the Securities and Exchange Board of India (Listing Obligations and

Disclosure requirements) Regulations, 2015, as amended.

For submission to Catalyst Trusteeship Limited (hereinafter referred to as the "Debenture Trustee")

August 06, 2024

To,
The Board of Directors,
Midland Microfin Limited
The Axis, Plot No. 1, R.B. Badri Dass Colony,
G.T. Road, Jalandhar

1. This certificate is issued in accordance with the terms of our engagement letter dated August 01, 2024 with Midland Microfin limited ("the Company").
2. We, SCV & CO LLP, Chartered Accountants, have been appointed as statutory auditors of the Company with effect from financial year 2021-22 and onwards, and have been requested by the Company to examine the accompanying Statement showing Asset Cover as per the terms of "Information -Memorandum & Debenture-Trust-Deed" and compliance with Covenants for the listed non-convertible debentures as at June 30, 2024 ("the Statement") which has been prepared by the Company from the Financial Statements and other relevant record and documents maintained by the Company as at June 30, 2024 pursuant to the requirements of the Regulation 56(1)(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015, as amended by SEBI Circular No. SEBI/HO/MIRSD/MIRSD_CRADT/CIR/P/2022/67 dated May 19, 2022 on "Revised format for Security Cover certificate, monitoring and revision in timelines", ("the SEBI Regulations"), and has been initialled by us for identification purpose only.
3. This Certificate is required by the Company for the purpose of submission with the Debenture Trustees of the Company to ensure Compliance with the SEBI Regulations in respect of its listed non-Convertible debt securities as at June 30, 2024 ("Debentures"). The Company has entered into agreement(s) with the Debenture Trustees ("Debenture Trust Deed") in respect of such Debentures, as indicated in the Statement.

Management's Responsibility for the Statement

4. The preparation of the accompanying Statements is the responsibility of the Management of the Company including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation, and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.



5. The Management of the Company is also responsible for ensuring that the Company complies with all the relevant requirements of the SEBI Regulations and for providing all relevant information to the Debenture Trustees and for the complying with all the covenants as prescribed in the Information Memorandum and Debenture Trust Deed.

Auditor's Responsibility

6. Pursuant to the requirements of the SEBI Regulations, it is our responsibility to provide a limited assurance and conclude as to whether:
- the Company has maintained asset cover as per the terms of the information Memorandum and Debenture Trust Deed; and
 - the Company is in compliance with all the covenants as mentioned in the information Memorandum and Debenture Trust Deed as indicated in the Statement.
7. We have reviewed the Financial Results of the Company for quarter ended June 30, 2024 and expressed an unmodified conclusion vide our Review Report dated August 06, 2024. We conducted our review of the Financial 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 Financial Statements are 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 have not expressed and audit opinion.
8. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.
9. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.
10. Our scope of work did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information of the Company taken as a whole. We have not performed an audit, the objective of which would be the expression of an opinion on the financial information, specified elements, accounts or items thereof, for the purpose of this Certificate. Accordingly, we do not express such opinion.
11. A limited assurance engagement includes performing procedures to obtain sufficient appropriate evidence on the applicable criteria, mentioned in paragraph 6 above. The procedures performed vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement been performed. Accordingly, we have performed the following procedures in relation to the Statement:
- Obtained and read the Debenture Trust Deed and the Information Memorandum and noted the asset cover percentage required to be maintained by the Company in respect of Debentures, as indicated in Appendix-I of the Statement.
 - Traced and agreed the principal amount of the Debentures outstanding as on June 30, 2024 to the Financial Results of the Company as at and for the quarter ended June 30, 2024 referred to in paragraph 6 above.



- c) Obtained and read the particulars of asset cover required to be provided in respect of Debentures as indicated in the Debenture Trust Deed and the information Memorandum and compared it with the information furnished in Appendix-I of the Statement.
- d) Traced the Value of assets indicated in Part A of the Statement to the Financial Results of the Company as at June 30, 2024, referred to in paragraph 6 above, and other relevant records maintained by the Company.
- e) Obtained the particulars of security created in the register of charges maintained by the Company and 'Form No. CHG-9' filed with the Ministry of Corporate Affairs ('MCA'). Traced the value of charge created against assets to the asset cover in Appendix-I of the Statement.
- f) Examined and verified the arithmetical accuracy of the computation of asset cover indicated in Appendix-I of the Statement.
- g) With respect to compliance with financial covenants, we have performed following procedures:
- Compared the financial covenants computed by the management as at June 30, 2024 with the requirements stipulated in the Debenture Trust Deed to verify whether such covenants are in compliance with the requirements of the Debenture Trust Deed.
 - Performed necessary enquiries with the management regarding any instances of the non-compliance with financial covenants or communications received from the Trustees indicating any breach of covenants during the quarter ended June 30, 2024.
 - Obtained the days past due report generated from the system as at June 30, 2024 to verify the PAR 30 days past due status for loan. For all such borrowers where restructuring is allowed as per RBI guidelines "Resolution Framework for COVID-19-related stress" and "Micro, Small and Medium Enterprises (MSME) Sector – Restructuring of Advances" dated August 6, 2020, the days past due is considered after implementing the restructuring plan.
- h) With respect to the non-financial covenants, the Management has represented and confirmed that the Company has complied with all the other covenants including affirmative, informative, and negative covenants, as prescribed in the information Memorandum and Debenture Trust Deed as at June 30, 2024, except for the covenants where due date has not passed as on date of this certificate.
- i) Performed necessary inquires with the Management and obtained necessary representations.

Observation

12. The Company has maintained all the financial covenants of Debenture Trust deeds during the quarter ended June 30, 2024.



Conclusion

13. Based on the reliance placed on the representations mentioned in paragraph 11(h) above, read with the observation in paragraph 12 above and procedures performed by us, as referred to in other points in paragraph 11 above and according to the information and explanation received along with representations provided by the management, nothing has come to our attention that causes us to believe that:
- The Company has not maintained asset cover as per the terms of the information Memorandum and Debenture Trust deed; and
 - The Company is not in compliance with all the covenants as mentioned in the information Memorandum and Debenture Trust Deed as on June 30, 2024.

Restriction on Use

14. This Certificate has been issued solely at the request of the Company's management, solely in connection with the purpose mentioned in the paragraph 2 above and to be submitted with the accompanying Statement to the Debenture Trustees and is not to be used or referred to for any other person. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this Certificate is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this certificate for events and circumstances occurring after the date of this certificate.

For SCV & Co. LLP
Chartered Accountants
Firm Regn. No. 000235N/N500089



A handwritten signature in blue ink, appearing to read "Rajiv Puri".

(Rajiv Puri)
Partner

Membership No.: 084318
UDIN: 24084318BKFMGH7270

Place: NOIDA
Dated: August 06, 2024

Annexure A

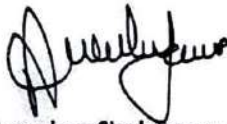
Security cover certificate as per Regulation 54(3) of the Securities and Exchange Board of India (LODR) Regulation, 2015 as on June 30, 2024

We hereby confirm that Midland Microfin Limited (the 'Company') having its registered office at The AXIS, Plot No.1, R.B. Badri Dass Colony, G.T Road, Jalandhar, Punjab-144001, as at March 31, 2024 has an security cover to the extent of 1.08 times of outstanding amount of Listed Secured Redeemable Non-Convertible Debentures.

The Company has complied with all the covenants in respect of outstanding Listed Secured Redeemable Non-Convertible Debentures as on June 30, 2024.

Working of Security Cover (for secured Listed Debentures) as per SEBI Circular SEBI/HO/MIRSD/MIRSD_CRADT/CIR/P/2022/67 dated May 19, 2022 is attached as Appendix 1.

For Midland Microfin Limited



Name: Amardeep Singh Samra
Designation: Managing Director



Place: Jalandhar
Date: August 06, 2024

Midland Microfin Limited

Regd. & Corporate Office: The Axis, Plot No. 1, R.B. Badri Dass Colony, BMC Chowk, G.T. Road, Jalandhar-144001 (Punjab), India
Tel: 0181-5085555, 5086666 | Fax: 0181-5087777 | Email : info@midlandmicrofin.com | Website : www.midlandmicrofin.com

CIN : U65921PB1988PLC008430

Appendix 1

(Rupees in mn)

Column A	Column B	Column C	Column D	Column E	Column F	Column G	Column H	Column I	Column J	Column K	Column L	Column M	Column N	Column O
Particulars	Description of asset for which this certificate relate	Exclusive Charge	Exclusive Charge	Part- Passu Charge	Part- Passu Charge	Part- Passu Charge	Assets not offered as Security	Elimination (amount in negative)	(Total C to I)	Market Value for Assets charged on Exclusive basis	Carrying /book value for exclusive charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)	Market Value for Assets charged on Exclusive basis	Carrying value/book value for pari passu charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)	Total Value=(K+L+M+N)
		Book Value	Book Value	Yes/ No	Book Value	Book Value								Relating to Column F
ASSETS														
Property, Plant and Equipment				No	NA	NA	141.95		141.95					
Capital Work-in-Progress				No	NA	NA	-							
Right of Use Assets				No	NA	NA	11.79		11.79					
Goodwill				No	NA	NA	12.24		12.24					
Intangible Assets				No	NA	NA	8.90		8.90					
Intangible Assets under Development				No	NA	NA	435.40		435.40					
Investments				No	NA	NA								
Loans		895.60*	19,405.96*	No	NA	NA	2,495.70		21,797.26**		895.60			1,618.13
Inventories				No	NA	NA	23.95		23.95					
Trade Receivables				No	NA	NA	2,219.62		3,719.52					
Cash and Cash Equivalents			1,499.90	No	NA	NA	702.72		2,110.28					
Bank Balances other than Cash and Cash Equivalents			1,407.56	No	NA	NA	684.77		684.77					
Others				No	NA	NA	6,737.04		29,546.06		895.60			1,618.13
Total		895.60	22,313.42											



Signature

(Rupees in mn)

Column A	Column B	Column C	Column D	Column E	Column F	Column G	Column H	Column I	Column J	Column K	Column L	Column M	Column N	Column O
Particulars	Description of asset for which this certificate relate	Exclusive Charge Book Value	Exclusive Charge Debt	Part- Passu Charge Yes/ No	Part- Passu Charge Assets shared by debt holder (includes debt for which certificate is issued & other debt with part-passu charge)	Part- Passu Charge Other assets on Passu charge (including items covered in column F)	Assets not offered as Security	Elimination (amount in negative)	(Total C to H)	Market Value for Assets charged on Exclusive basis	Carrying /book value for exclusive charge assets where market value is not ascertainable or applicable (For Bank Balance, DSRA market value is not applicable)	Market Value for Assets charged on Exclusive basis	Carrying value/book value for part passu assets where market value is not ascertainable or applicable (For Bank Balance, DSRA market value is not applicable)	Relating to Column F
LIABILITIES														
Debt securities to which this certificate pertains	Listed Non Convertible Debentures	830.56*		No	NA	NA			830.56					
Other debt sharing pari-passu charge with above debt														
Other Debt				No	NA	NA	1,400.20							
Subordinated debt		not to be filled												
Borrowings														
Bank			10,326.96	No	NA	NA			10,326.96					
Debt Securities			1,979.18	No	NA	NA	341.58		2,320.76					
Others			7,793.50	No	NA	NA			7,793.50					
Trade payables				No	NA	NA	50.81		50.81					
Lease Liabilities				No	NA	NA	16.23		16.23					
Provisions				No	NA	NA	33.14		33.14					
Others				No	NA	NA	1,434.58		1,434.58					
Total		830.56	20,099.64				3,276.54		24,206.74					
Cover on Book Value		1.08												
Cover on Market Value														
		Exclusive Security Cover Ratio			Part-Passu Security Cover Ratio									

Signature



*Includes Ind-AS adjustment for effective rate of interest on listed debt securities of Rs. 1.37 Mn and interest accrued on listed debt securities of Rs. 7.93 Mn.

**Amount of loans charged on exclusive basis as mentioned in Column C & D include principal outstanding only.

**Implies outstanding of loans grossed up of impairment loss reserve.

Independent Auditor's Certificate

on Utilization of funds raised from the issue of the Non-Convertible Debentures as at June 30, 2024

Pursuant to regulation 15(1A) of SEBI (Debenture Trustees) Regulations, 1993 and Regulation 56 (1) (i) of the SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015, as amended.

For submission to Catalyst Trusteeship Limited (hereinafter referred to as the "Debenture Trustees")

August 06, 2024

To,
The Board of Directors,
Midland Microfin Limited
The Axis, Plot No. 1, R.B. Badri Dass Colony,
G.T. Road Jalandhar.

1. This certificate is issued in accordance with the terms of our engagement letter dated August 01, 2024 with Midland Microfin limited ("the Company").
2. We, SCV & CO LLP, Chartered Accountants, have been appointed as statutory auditors of the Company with effect from financial year 2021-22 and onwards, and have been requested by the Company to examine the accompanying Statement, comprising details of Utilization of funds raised from the issue of the Non-Convertible Debentures as per the terms of "Information-Memorandum & Debenture-Trust-Deed", and compliance with the covenants for the listed non-convertible debentures as at June 30, 2024 ("the Statement") which has been prepared by the Company from the Un-audited Financial Results as at June 30, 2024 and other relevant record and documents maintained by the Company, pursuant to the requirements of the regulation 15(1A) of SEBI (Debenture Trustees) Regulations, 1993 and Regulation 56 (1) (i) of the SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015, as amended ("the SEBI Regulations"), and has been initialled by us for identification purpose only.
3. This Certificate is required for submission to the debenture trustees pursuant to regulation 15(1A) of Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993 and regulation 56(1)(a) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 ("the Regulations").



Management's Responsibility for the Statement

4. The preparation of the accompanying Statements is the responsibility of the Management of the Company including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation, and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.
5. The Management of the Company is also responsible for ensuring that the Company complies with all the relevant requirements of the SEBI Regulations and for providing all relevant information to the Debenture Trustees and for the complying with all the covenants as prescribed in the "Information-Memorandum dated April 24, 2024/May 02, 2024 & Debenture-Trust-Deed dated April 29 2024 / May 02 2024".

Auditor's Responsibility

6. Pursuant to the requirements of the SEBI Regulations, it is our responsibility to provide a limited assurance and conclude as to whether :
 - a) the Company has adequately utilized the Debenture Proceeds as per the terms of "Information-Memorandum dated April 24, 2024/May 02, 2024 & Debenture-Trust-Deed dated April 29 2024 / May 02 2024";
 - b) and the same has been adequately disclosed to the Debenture Trustee.
7. We have reviewed the Financial Results of the Company for quarter ended June 30, 2024 and expressed an unmodified conclusion vide our Review Report dated August 06, 2024. We have conducted our review of the Financial 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 Financial Statements are 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 have not expressed and audit opinion.
8. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.
9. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC- 1), Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.
10. Our scope of work did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information of the Company taken as a whole. We have not performed an audit, the objective of which would be the expression of an opinion on the financial information, specified elements, accounts or items thereof, for the purpose of this Certificate. Accordingly, we do not express such opinion.



11. A limited assurance engagement includes performing procedures to obtain sufficient appropriate evidence on the applicable criteria, mentioned in paragraph 6 above. The procedures performed vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement been performed. Accordingly, we have performed the following procedures in relation to the accompanying Statement:
- Obtained and read the Information-Memorandum & Debenture-Trust-Deed and verified the debenture proceeds utilization by the Company in respect of Debentures, as indicated in the Statement annexed. Also verified the Company's Bank Statements for the respective period(s).
 - Traced and agreed the principal amount of the Debentures outstanding as on June 30, 2024 to the Unaudited Financial Results of the Company as at June 30, 2024, referred to in paragraph 7 above.
 - Obtained and read the relevant covenants on debenture proceeds utilization in respect of Debentures as indicated in the Information-Memorandum & Debenture-Trust-Deed.
 - Performed necessary inquires with the Management and obtained necessary representations.

Conclusion

12. Based on the procedures performed by us, as referred to in other points in paragraph 11 above and according to the information and explanation received along with representations provided by the management, we report that nothing has come to our attention that caused us to believe that the Company has not adequately utilized the Debenture Proceeds as per the terms of the Information-Memorandum & Debenture-Trust-Deed and the same has not been adequately disclosed to the Debenture Trustee.

Restriction on Use

13. This Certificate has been issued solely at the request of the Company's management, solely in connection with the purpose mentioned in the paragraph 2 above and to be submitted with the accompanying Statement to the Debenture Trustees and is not to be used or referred to for any other person. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this Certificate is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this certificate for events and circumstances occurring after the date of this certificate.

Place: NOIDA
Dated: August 06, 2024



For SCV & Co. LLP
Chartered Accountants
Firm Regn. No: 000235N/N500089

(Rajiv Puri)
Partner

Membership No.: 084318
UDIN: 24084318BKFMGI5210

Statement of utilization of proceeds during the quarter ended June 30, 2024 from Listed non-convertible debentures (NCDs) issued during the quarter ended June 30, 2024

Reference: *Key Information Document dated April 24, 2024 & Debenture Trust Deed dated April 29, 2024 aggregating Rs. 35 Crores.

S No	Allotment Date	ISIN	Allottee Name	Description of NCDs issued and allotted	Proceeds from issue (Rs. in Crores)	Objects of the issue and Utilization of proceeds as per the Key Information Document	Description of actual utilization of funds	Category (Listed/Unlisted, Secured/Unsecured)
1	30-Apr-24	INE884Q07681	NORTHERN ARC INV MNGR P L DISCRETIONARY, NORTHERN ARC INV MNGR P L NON DISCRETIONARY, NORTHERN ARC MONEY MARKET ALPHA TRUST	3500 Senior, Secured, Listed, Rated, Taxable, Transferable, Redeemable Non-convertible Debentures of Rs.1,00,000 each	35.00	The issue proceeds will be utilized to augment the long-term resources of the Company, and to meet working capital requirement	The funds received from the issue of Listed Non-convertible debentures were utilized for the onward lending.	Listed & Secured
				Total	35.00			

Note:

- 1 There is no deviation in the use of issue proceeds of Non-Convertible Debentures as compared to the objects of the issue.
- 2 There is no deviation in the amount of funds utilized as against what was originally disclosed.

For Midland Microfin Limited



Managing Director
Date: August 06, 2024



Midland Microfin Limited

Regd. & Corporate Office: The Axis, Plot No. 1, R.B. Badri Dass Colony, BMC Chowk, G.T. Road, Jalandhar-144001 (Punjab), India
Tel: 0181-5085555, 5086666 | Fax: 0181-5087777 | Email : info@midlandmicrofin.com | Website : www.midlandmicrofin.com

CIN : U65921PB1988PLC008430

Statement of utilization of proceeds during the quarter ended June 30, 2024 from Listed non-convertible debentures (NCDs) issued during the quarter ended June 30, 2024

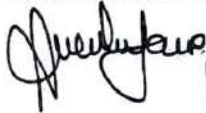
Reference: *Key Information Document dated May 02, 2024 & Debenture Trust Deed dated May 02, 2024 aggregating Rs. 10 Crores.

S No	Allotment Date	ISIN	Allottee Name	Description of NCDs issued and allotted	Proceeds from issue (Rs. in Crores)	Objects of the issue and Utilization of proceeds as per the Key Information Document	Description of actual utilization of funds	Category (Listed/Unlisted, Secured/Unsecured)
1	2-May-24	INE884Q07699	NORTHERN ARC INV MNGR P L DISCRETIONARY, NORTHERN ARC MONEY MARKET ALPHA TRUST	1000 Senior, Secured, Listed, Rated, Taxable, Transferable, Redeemable Non-convertible Debentures of Rs.1,00,000 each	10.00	The issue proceeds will be utilized to augment the long-term resources of the Company, and to meet working capital requirement	The funds received from the issue of Listed Non-convertible debentures were utilized for the onward lending.	Listed & Secured
				Total	10.00			

Note:

- 1 There is no deviation in the use of issue proceeds of Non-Convertible Debentures as compared to the objects of the issue.
- 2 There is no deviation in the amount of funds utilized as against what was originally disclosed.

For Midland Microfin Limited



Managing Director
Date: August 06, 2024



Midland Microfin Limited

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