



Fusion Microfinance Limited

(Formerly known as Fusion Micro Finance Private Limited)

Date: 28.01.2023

Letter No. FMFL/SEC/2022-23/SE-112

The Manager Listing Department National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G Block Bandra Kurla Complex, Bandra (E), Mumbai - 400 051 Scrip Code: FUSION	The Manager Listing Department BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400 001 Scrip Code: 543652
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Sub: CREDIT RATING REAFFIRMED – ANNOUNCEMENT UNDER REGULATION 30 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Dear Sir/Ma'am,

In accordance with Regulation 30 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that ICRA Limited, the Credit Rating Agency, has reaffirmed its rating assigned to non- convertible debenture & market linked debenture programme and simultaneously withdrawn for Rs. 90-crore NCD programme.

Summary of Rating Action is as below:

Instrument	Previous Rated Amount (Rs. Crore)	Current Rated Amount (Rs. Crore)	Rating Action
NCD Programme	519.50	519.50	[ICRA]A (Stable); reaffirmed
NCD Programme	90.00	-	[ICRA]A (Stable); reaffirmed and withdrawn
NCD Programme	-	105.00	[ICRA]A (Stable); assigned
MLD Programme	-	40.00	PP-MLD [ICRA]A (Stable); assigned
Subordinated debt	55.00	55.00	[ICRA]A (Stable); reaffirmed
Total	664.50	719.50	

A copy of the Credit Rating Rationale, as received from ICRA Limited, is enclosed herewith.

Request you to take the same on records.

Thanking you

For Fusion Micro Finance Limited
(Formerly Fusion Micro Finance Private Limited)

DEEPAK Digitally signed by
DEEPAK MADAN
MADAAN Date: 2023.01.28
21:05:28 +05'30'

Deepak Madaan
Company Secretary & Compliance Officer
Membership No. A24811
Place: Gurugram

Encl: Rating Rationale

January 27, 2023

Fusion Micro Finance Limited: Rating reaffirmed; Ratings assigned to non- convertible debenture and market linked debenture programme and simultaneously withdrawn for Rs. 90-crore NCD programme

Summary of rating action

Instrument*	Previous Rated Amount (Rs. crore)	Current Rated Amount (Rs. crore)	Rating Action
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*Instrument details are provided in Annexure I

Rationale

The ratings continue to factor in Fusion Micro Finance Limited's (Fusion) increased scale of operations and the improvement in its profitability indicators, driven by the higher yields and lower credit costs in H1 FY2023. In addition, the ratings consider the improvement in the company's capitalisation profile, given the recent capital raise via its initial public offer (IPO). Fusion reported assets under management (AUM) of Rs. 8,047 crore as on September 30, 2022 compared to Rs. 6,786 crore as on March 31, 2022. Its return on managed assets (RoMA) improved to 3.9% (annualised) in H1 FY2023 from 0.3% in FY2022. Further, it raised Rs. 600 crore of equity in November 2022, which has resulted in a strong net worth base for its scale of operations and growth plans.

The ratings also factor in the company's healthy geographical diversification and its good systems and processes, which aid in proper credit appraisal and portfolio monitoring. ICRA notes that Fusion's profitability was impacted in FY2021 and FY2022 by higher credit costs because of the deterioration in the asset quality. However, with the reduction in incremental credit costs in H1 FY2023 and the increase in net interest margins (NIMs), Fusion's profitability has improved and is expected to remain healthy. The ratings also factor in Fusion's diversified borrowing profile, which mainly comprises funding from banks, followed by non-banking financial institutions (NBFCs) and financial institutions (FIs), non-convertible debentures (NCDs) and subordinated debt, external commercial borrowing (ECB) and direct assignment (DA).

The ratings are, however, constrained by the company's subdued, albeit improving asset quality, as it reported gross stage 3 (GS3) of 3.8% as on September 30, 2022, after writing off Rs. 156 crore of the portfolio in H1 FY2023. ICRA notes that the improvement in the GS3 from 5.7% as on March 31, 2022 was supported by write-offs and the growing loan book. The ratings also factor in the risks associated with the unsecured nature of microfinance loans, the marginal borrower profile, which is susceptible to income shocks, and the political and operational risks associated with microlending, which may lead to volatility in the asset quality indicators.

The Stable outlook on the [ICRA]A rating reflects ICRA's opinion that the company will be able to maintain its credit profile, while expanding its scale of operations, maintain healthy profitability and improve its asset quality.

ICRA has reaffirmed the rating with a Stable outlook while simultaneously withdrawing the rating outstanding on the Rs. 90-crore NCD programme as the instrument has been repaid by the company and there is no amount outstanding against the same. The rating has been withdrawn in accordance with ICRA's policy on the withdrawal of credit ratings.

Key rating drivers and their description

Credit strengths

Established track record and increased scale of operations with improvement in profitability – Incorporated in 1994, Fusion commenced its microfinance operations from 2010. It has an established track record of over a decade with consistent growth in its AUM. Its gross AUM stood at Rs. 8,047 crore as on September 30, 2022 compared to Rs. 6,786 crore as on March 31, 2022. Since March 2019, Fusion’s AUM has increased at a compound annual growth rate (CAGR) of ~37% till September 2022.

The company also increased its branch network to more than 1,000 as on September 30, 2022, from around 500 as on March 31, 2019 to meet its growth plans and channelise incremental disbursements. As on September 30, 2022, Fusion’s operations were well diversified across 19 states/Union Territories (UTs) with the top 3 states accounting for around 51% of the AUM.

In addition, the company’s NIM improved in H1 FY2023, driven by higher yields. This, along with lower credit costs, helped Fusion report an improvement in its profitability in H1 FY2023. It reported a net profit of Rs. 170 crore in H1 FY2023, translating into RoMA of 3.9% and a return on net worth (RoNW) of 23.9% compared to Rs. 22 crore, 0.3% and 1.7%, respectively, in FY2022.

Strong capitalisation profile supported by recent capital raise – Fusion had a capital to risk weighted assets ratio (CRAR) of 20.97%, a managed gearing¹ of 4.8 times and a reported net worth of Rs. 1,514 crore as on September 30, 2022. The same is expected to have improved further after the capital raise of Rs. 600 crore in November 2022. This provides Fusion with sufficient cushion to absorb future losses, if any, and support for its growth plans. ICRA expects the company to maintain a healthy capitalisation level over the medium term as well.

Diversified funding profile – Fusion had a fairly diversified lenders’ base as on September 30, 2022, with direct funding relationships with 56 distinct lenders, including public sector banks, private sector banks (including small finance banks (SFBs) and foreign banks), NBFCs, and development financial institutions (DFIs). In addition, the company had borrowings in the form of ECBs, NCD issuances, sub-debt and off-book funding. Going forward, the funding profile is expected to remain diversified with the increasing share of public sector banks. ICRA notes that Fusion secured funding of around Rs. 3,450 crore in H1 FY2023 and has a strong funding pipeline of more than Rs. 4,500 crore as on date.

Experienced and professional management with good portfolio monitoring processes – Fusion has completed more than a decade in microfinance operations. It draws upon the experience of its promoters and management personnel, some of whom have remained with the company for long, and upon the instituted policies, operational infrastructure and guidance. Fusion has digitally-enabled credit appraisal and monitoring processes such that detailed daily data at the last mile level is available through its management information system (MIS). It also has a strong recovery and internal audit team, which ensures checks and balances regularly through surprise visits, employee rotation and digital technology, affording accountability to all the employees.

Credit challenges

Subdued, albeit improving, asset quality metrics – Fusion’s asset quality was impacted, like other microfinance institutions (MFIs), due to the Covid-19 pandemic. It reported GS3 of 5.7% as on March 31, 2022. However, with write-offs, recoveries and growth in the loan book in H1 FY2023, the GS3 declined to 3.8% in September 2022. ICRA notes that Fusion wrote off Rs. 156 crore of the portfolio in H1 FY2023.

ICRA also notes that Fusion had not restructured its loan book under the Reserve Bank of India’s (RBI) Restructuring Framework 1.0, though it had restructured 2.5% of its AUM under Framework 2.0, which was relatively lower than the industry average.

¹ Managed gearing = (on-book debt + off-book portfolio) / net worth

The standard restructured book declined to 0.5% of the AUM as on September 30, 2022, on the back of recoveries and slippages.

Ability to manage political, communal and other risks in the microfinance sector – The microfinance industry is prone to socio-political and operational risks, which could negatively impact its operations and financial position. However, a geographically diversified portfolio would mitigate these risks to some extent as these issues are largely region-specific, so far. Fusion's ability to onboard borrowers with a good credit history, recruit and retain employees and improve its geographical diversity further by penetrating in recently entered territories with nascent operations would be relevant for managing the high growth rates.

Marginal borrower profile with high susceptibility to income shocks – The ratings factor in the risks associated with the marginal borrower profile, unsecured lending, increased risks from multiple lending and overleveraging, business and political risks, along with the challenges associated with a high pace of growth and attrition. While credit bureaus checks and the regulatory ceiling on borrower repayment capacity reduces concerns on overleveraging, issues related to the policy of MFIs, regarding their underwriting practices, borrowers' income and leverage assessment, multiple identity proof as well as gaps in the information available with the bureaus remain.

Environment and social risks

Environmental – While MFIs like Fusion do not face material physical climate risks, they are exposed to environmental risks indirectly through their portfolio of assets. If the borrowers, to whom such MFIs have an exposure, face livelihood disruption because of physical climate adversities, it could translate into credit risks for the MFIs. However, such risk is not material for Fusion as it benefits from adequate geographical diversification in its portfolio. Further, the lending is for loans with a tenure of around 2 years, which will allow it to adapt and take incremental exposure on borrowers that face relatively fewer downside environmental risks.

Social – With regard to social risks, data security and customer privacy are among the key sources of vulnerability for MFIs, as any material lapse could be detrimental to their reputation and invite regulatory censure. Fusion has not faced such lapses over the years, which highlights its sensitivity to such risks. While it contributes to promoting financial inclusion by lending to the under-served women borrowers largely in rural areas, its lending practices remain prudent as reflected in the asset quality numbers in this segment compared with its peers.

Liquidity position: Adequate

As on September 30, 2022, Fusion had a free cash and liquid balance of Rs. 866 crore with debt obligations (including interest) of Rs. 1,894 crore over the six-month period ending March 2023 and collections (including interest) of Rs. 2,307 crore during this period. Additionally, it had sanctions in the pipeline of more than Rs. 2,000 crore, which will support its debt servicing and growth plans. Further, Fusion raised Rs. 600 crore of primary capital via an IPO in November 2022.

Rating sensitivities

Positive factors – ICRA could change the outlook to Positive or upgrade the ratings if the company demonstrates sustained profitable growth (RoMA>3%) while maintaining comfortable capitalisation (managed gearing below 4 times) and healthy asset quality indicators.

Negative factors – ICRA could change the outlook to Negative or downgrade the ratings if the company's managed gearing increases to more than 5 times on a sustained basis or there is a significant deterioration in the asset quality or weakening of the profitability (RoMA<2%) on a sustainable basis.

Analytical approach

Analytical Approach	Comments
Applicable rating methodologies	ICRA Rating Methodology for Non-banking Finance Companies ICRA Policy on Withdrawal of Credit Ratings
Parent/Group support	Not applicable
Consolidation/Standalone	The ratings are based on the standalone financial profile of the company

About the company

Incorporated in 1994, Fusion Micro Finance Limited started microfinance operations in 2010 and became a registered NBFC-MFI in 2014. The company is engaged in microfinance lending, providing financial services (and educating borrowers on financial literacy) to poor women in India who are organised as joint liability groups (JLGs). In addition to the core business of providing microcredit, Fusion uses its distribution channels to provide other financial products and services to members, primarily the purchase of productivity enhancing products such as mobile phones, mixer grinders/ bicycles, emergency loans, etc. Fusion also has a small portfolio in the micro, small and medium enterprise (MSME) segment, accounting for 2% of the total AUM as on September 30, 2022.

As on September 30, 2022, Fusion had a presence in 390 districts across 19 states/UTs through 1,031 MFI branches. It reported a profit after tax (PAT) of Rs. 170 crore in H1 FY2023 (limited review) on gross AUM of Rs. 8,047 crore as on September 30, 2022 vis-à-vis a PAT of Rs. 22 crore in FY2022 on gross AUM of Rs. 6,786 crore as on March 31, 2022.

Key financial indicators (audited)

Fusion Micro Finance Limited	FY2020	FY2021	FY2022	H1 FY2023*
Accounting as per	Ind AS	Ind AS	Ind AS	Ind AS
Net interest income	329	452	568	429
Profit after tax	70	44	22	170
Net worth	1,199	1,246	1,338	1,514
Assets under management	3,608	4,638	6,786	8,047
PAT / Average managed assets	1.7%	0.8%	0.3%	3.9%
PAT / Average net worth	7.6%	3.6%	1.7%	23.9%
Gross stage 3	1.1%	5.5%	5.7%	3.8%
Net stage 3	0.4%	2.3%	1.7%	1.1%
Capital adequacy ratio	35.8%	27.3%	21.9%	21.0%
Gearing (reported; times)	2.5	3.6	4.3	4.3
Gearing (managed; times)	2.7	3.7	4.9	4.8

Source: Company, ICRA Research; All ratios as per ICRA's calculations; *Limited review; Amount in Rs. crore
Managed gearing = (on-book debt + off-book portfolio) / net worth

Status of non-cooperation with previous CRA: Not applicable

Any other information: None

Rating history for past three years

	Instrument	Type	Current Rating (FY2023)					Chronology of Rating History for the Past 3 Years							
			Amount Rated (Rs. crore)	Amount Outstanding as of Nov 30, 2022 (Rs. crore)	Date & Rating in FY2023				Date & Rating in FY2022	Date & Rating in FY2021					Date & Rating in FY2020
					Jan-27-23	Dec-09-22	Apr-26-22	Apr-7-22		Sep-21-21	Dec-14-20	Nov-11-20	Oct-5-20	Aug-24-20	
1	Non-convertible debenture	Long term	519.50	483.00	[ICRA]A (Stable)	[ICRA]A (Stable)	[ICRA]A- (Stable)	[ICRA]A- (Stable)	[ICRA]A- (Stable)	[ICRA]A- (Stable)	[ICRA]A- (Stable)	[ICRA]A- (Stable)	[ICRA]A- (Stable)	[ICRA]A- (Stable)	[ICRA]A- (Stable)
2	Non-convertible debenture	Long term	105.00	-	[ICRA]A (Stable)	-	-	-	-	-	-	-	-	-	-
3	Marked linked debenture	Long term	40.00	-	PP- MLD [ICRA]A (Stable)	-	-	-	-	-	-	-	-	-	-
4	Subordinated debt	Long term	55.00	55.00	[ICRA]A (Stable)	[ICRA]A (Stable)	[ICRA]A- (Stable)	[ICRA]A- (Stable)	-	-	-	-	-	-	-
5	Non-convertible debenture	Long term	-	-	-	-	-	-	-	-	-	-	-	[ICRA]A- (Stable); withdrawn	[ICRA]A- (Stable)
6	Non-convertible debenture	Long term	-	-	-	-	-	-	-	-	-	-	[ICRA]A- (Stable); withdrawn	[ICRA]A- (Stable)	[ICRA]A- (Stable)
7	Non-convertible debenture	Long term	-	-	-	-	-	-	[ICRA]A- (Stable); withdrawn	[ICRA]A- (Stable)	[ICRA]A- (Stable)	[ICRA]A- (Stable)	[ICRA]A- (Stable)	[ICRA]A- (Stable)	[ICRA]A- (Stable)

	Instrument	Type	Current Rating (FY2023)						Chronology of Rating History for the Past 3 Years						
			Amount Rated (Rs. crore)	Amount Outstanding as of Nov 30, 2022 (Rs. crore)	Date & Rating in FY2023				Date & Rating in FY2022	Date & Rating in FY2021					Date & Rating in FY2020
					Jan-27-23	Dec-09-22	Apr-26-22	Apr-7-22		Sep-21-21	Dec-14-20	Nov-11-20	Oct-5-20	Aug-24-20	
8	Non-convertible debenture	Long term	-	-	-	-	-	[ICRA]A-(Stable); withdrawn	[ICRA]A-(Stable)	[ICRA]A-(Stable)	[ICRA]A-(Stable)	[ICRA]A-(Stable)	[ICRA]A-(Stable)	[ICRA]A-(Stable)	[ICRA]A-(Stable)
9	Non-convertible debenture	Long term	-	-		[ICRA]A (Stable); withdrawn	[ICRA]A-(Stable)	[ICRA]A-(Stable)	[ICRA]A-(Stable)	[ICRA]A-(Stable)	[ICRA]A-(Stable)	[ICRA]A-(Stable)	[ICRA]A-(Stable)	[ICRA]A-(Stable)	[ICRA]A-(Stable)
10	Non-convertible debenture	Long term	90.00	-	[ICRA]A (Stable); withdrawn	[ICRA]A (Stable)	[ICRA]A-(Stable)	[ICRA]A-(Stable)	[ICRA]A-(Stable)	[ICRA]A-(Stable)	[ICRA]A-(Stable)	[ICRA]A-(Stable)	[ICRA]A-(Stable)	[ICRA]A-(Stable)	[ICRA]A-(Stable)

Complexity level of the rated instruments

Instrument	Complexity Indicator
Non-convertible debentures	Simple
Subordinated debt	Very Simple
MLD programme	Moderately Complex

The Complexity Indicator refers to the ease with which the returns associated with the rated instrument could be estimated. It does not indicate the risk related to the timely payments on the instrument, which is rather indicated by the instrument's credit rating. It also does not indicate the complexity associated with analysing an entity's financial, business, industry risks or complexity related to the structural, transactional or legal aspects. Details on the complexity levels of the instruments are available on ICRA's website: [Click Here](#)

Annexure I: Instrument details

ISIN	Instrument	Date of Issuance	Coupon Rate	Maturity Date	Rated Amount (Rs. crore)	Rating
INE139R07399 ²	NCD	Mar-16-2018	10.70%	Mar-16-2024	63.00	[ICRA]A (Stable)
INE139R08017	NCD	Mar-15-2017	13.85%	Mar-30-2023	50.00	[ICRA]A (Stable)
INE139R07258	NCD	June-10-2020	11.90%	June-12-2023	10.00	[ICRA]A (Stable)
INE139R07266	NCD	Jun-19-2020	11.90%	Jun-19-2023	30.00	[ICRA]A (Stable)
INE139R07274	NCD	Jun-30-2020	11.25%	Jun-30-2023	20.00	[ICRA]A (Stable)
INE139R07290	NCD	Jul-29-2020	11.50%	Jul-29-2023	20.00	[ICRA]A (Stable)
INE139R07282	NCD	Jul-31-2020	11.25%	Apr-21-2023	25.00	[ICRA]A (Stable)
INE139R08074 ³	NCD	Nov-02-2020	11.53%	Nov-02-2026	75.00	[ICRA]A (Stable)
INE139R08082	NCD	Dec-21-2021	10.50%	Dec-21-2023	45.00	[ICRA]A (Stable)
INE139R08116	NCD	Apr-19-2022	11.04%	Dec-31-2024	35.00	[ICRA]A (Stable)
INE139R07431	NCD	May-04-2022	10.35%	May-04-2027	145.00	[ICRA]A (Stable)
Unallocated	NCD	NA	NA	NA	1.50	[ICRA]A (Stable)
To be issued	NCD	NA	NA	NA	45.00	[ICRA]A (Stable)
To be issued	NCD	NA	NA	NA	60.00	[ICRA]A (Stable)
To be issued	MLD	NA	NA	NA	40.00	PP-MLD [ICRA]A (Stable)
INE139R08108	Subordinated debt	Mar-31-2022	13.00%	Jun-30-2027	25.00	[ICRA]A (Stable)
INE139R08090	Subordinated debt	Mar-31-2022	12.11%	Sep-30-2027	30.00	[ICRA]A (Stable)
INE139R08041	NCD	Sep-10-2019	11.91%	Oct-11-2022	35.00	[ICRA]A (Stable); withdrawn
INE139R08058	NCD	Sep-15-2016	13.25%	Oct-11-2022	55.00	[ICRA]A (Stable) ; withdrawn

Annexure II: List of entities considered for consolidated analysis: Not applicable

² ISIN has changed to INE139R07399 from INE139R07191

³ ISIN has changed to INE139R08074 from INE139R07316

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About ICRA Limited:

ICRA Limited was set up in 1991 by leading financial/investment institutions, commercial banks and financial services companies as an independent and professional investment Information and Credit Rating Agency.

Today, ICRA and its subsidiaries together form the ICRA Group of Companies (Group ICRA). ICRA is a Public Limited Company, with its shares listed on the Bombay Stock Exchange and the National Stock Exchange. The international Credit Rating Agency Moody's Investors Service is ICRA's largest shareholder.

For more information, visit www.icra.in

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Branches



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