



Consultancy & Advisory

**Financial Sector Entities**

## About Us:

Vinod Kothari Consultants Private Limited is a consultancy organization with over 30 years of experience in the financial sector. We have worked with several leading financial institutions and multilateral organisations in India and abroad. We provide a wide variety of services to financial institutions and other financial sector entities on a day-to-day basis.

VKC has been serving some of the leading names in financial sector, namely, State Bank of India, Indian Railway Finance Corporation, HDFC Ltd, Kotak Mahindra Bank, Karur Vyasya Bank, Edelweiss, Development Credit Bank, Tata Capital Financial Services Ltd., Poonawalla Fincorp Ltd., Siemens Financial Services, Shriram City Union, Cholamandalam Investment and Finance, Fullerton India Credit Company Limited, Lendingkart Finance, Motilal Oswal Group etc.

## Our Experience:

In our engagement with various entities in the financial sector, we have gained experience of traditional as well unconventional models of financing. From our deep-rooted understanding of both the kinds of financial markets, we bring the best of both worlds – a careful and cautious approach from the traditional financing dimension and an understanding of the innovative and fast evolving fintech industry.

Working with a wide variety of financial sector entities, we are best placed to derive benefits from our experience in an assortment of projects handled, such as:

- We have assisted several HFCs, NBFCs and FPIs in the process of obtaining registrations with regulators
- We provide day-to-day advisory to several established as well as new age NBFCs
- We have been engaged by several fintech entities in structuring of their financial products such as prepaid cards, cards backed by credit line, secured credit cards, credit cards backed by security of gold, secured revolving lines of credit etc.
- We regularly provide opinions and advisory to NBFCs and HFCs on matters such as prudential norms, online execution and stamping of loan agreements, KYC, co-lending structures, assignment/transfer of loan transactions, NBFC classification, customer information confidentiality, etc.
- We have been engaged by several leading NBFCs to review their partnership arrangements such as co-lending, outsourcing, engagement of digital lending platforms, etc.

## Services Offered

### NBFCs and HFCs

- **Registration Related:**
  - ❖ Guidance with respect to prerequisites for making applications
  - ❖ Assistance with making applications to the RBI for registration as an NBFC/HFC including drafting/review of applications, related annexures, policies, board resolutions and other ancillary documents
  - ❖ Preparing the business plan and financial projections
  - ❖ Assistance with the inspection and interview by the RBI
- **Operational Aspects:**
  - ❖ Recommending / validating and developing / re-engineering loan processes
  - ❖ Recommending/ validating and developing appraisal techniques & tools
  - ❖ Devising compliance calendars based on applicable regulations
  - ❖ Advisory on prudential requirements and capital structure
  - ❖ Developing and drafting/ reviewing
    - Policies
    - Procedural guidance documents such as SOPs
    - Loan related documentation
  - ❖ Product Development
    - Advisory on loan products and structuring of financial products
    - KYC procedures
  - ❖ Disclosures on website and in loan documentation and financial statements
  - ❖ Assistance with filing of relevant returns/forms with the RBI
- **Business strategic and regulatory advisory:**
  - ❖ Day-to-day and product specific advisory from legal, regulatory, accounting and taxation perspective
  - ❖ Guidance on relevant regulatory updates
  - ❖ Guidance on good corporate governance practices, including board and committee compositions
  - ❖ Assistance and guidance on specific regulations such as factoring, Peer-to-Peer lending, account aggregators, etc.
  - ❖ Assistance in reviewing arrangements with third parties such as service providers, co-lenders, etc.

## NBFCs and HFCs

- **Assignment-specific Services:**
  - ❖ Opinions and advisory on specific regulatory matters on need basis
  - ❖ Conducting due diligence and compliance checks:
    - Due diligence for acquisition of an NBFC
    - Periodic compliance check including review from the perspective of RBI regulations as well as our experience of the regulator's perspective in conducting inspections
    - Guidance on plugging the gaps and rectification of deficiencies
  - ❖ Assistance in dealing with RBI inspections
  - ❖ Assistance in conducting stress testing of liquidity position
  - ❖ Money Laundering and Terrorist Financing Risk Assessment
  - ❖ Internal trainings on regulatory framework, KYC and AML, etc.
- Our sister concern Vinod Kothari & Company is also engaged in conducting secretarial audits for leading NBFCs

## SEBI Registered Intermediaries

- Guidance on suitable structure and composition based on proposed business requirement
- Review of the structures from regulatory and taxation perspective
- Assistance in obtaining registration with SEBI
- Drafting/review of required documentation based on the type of intermediary

## Fintech Entities

- Assistance in setting up of fintech products
  - ❖ Product Structuring
  - ❖ Legal and regulatory review of the product
  - ❖ Guidance and assistance wrt necessary set-up, including registration or license requirements, approvals, etc.
  - ❖ Preparation of Business Plan
- Day-to-day advisory
  - ❖ Advisory on applicable RBI regulations
  - ❖ Guidance on data privacy and localisation
  - ❖ Regulatory requirements on IT systems
  - ❖ Guidelines for digital lenders and platform service providers

## Payment and Settlement Systems

- Assistance in obtaining necessary registrations/ approvals from the RBI
- Structuring of Payment Products
- Review of structures from legal, regulatory and taxation perspective
- Review of arrangements with payment service providers
- Day-to-day Advisory to
  - ❖ Payment Gateways and Payment Aggregators
  - ❖ Prepaid Instrument Issuers
  - ❖ Credit/ Debit card Issuers
  - ❖ Online Payment Gateway Service Providers

## Banking Companies

- Advisory on applicable regulatory framework
- Transaction-specific advisory
  - ❖ Structured Finance Transactions
  - ❖ Loan Product related advisory
- Due-diligence and compliance checks- including guidance on plugging the gaps
- Our sister concern is also engaged in conducting secretarial audit of various leading banks in the country

## General Services

- Advisory on modes of funding including funding from foreign entities
  - ❖ Advisory may be provided from both investor as well as borrower/issuer perspective
  - ❖ Structuring the broad terms of funding
  - ❖ Advisory on legal aspects such as stamp duty implications, documentation requirements, security creation, etc.
  - ❖ Procedural guidance
  - ❖ Compliances under FEMA, FDI Policy or ECB regulations
  - ❖ Drafting/ vetting of relevant legal documentation

# Contact Us

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## Vinod Kothari Consultants P. Ltd.

Vinod Kothari Consultants is a premiere training and consulting firm in the field of securitisation, direct assignment, structured finance, leasing, asset-backed lending, mortgage finance, accounting for financial instruments, credit derivatives etc. Headquartered in Kolkata, the team consists of Chartered Accountants, MBAs, Company Secretaries, Lawyers, etc.

The firm has been in existence for more than 30 years and has been offering services various renowned private and public sector entities in India and outside India, including multilateral organisations like IFC, ADB etc.



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