

SUMEDHA

adding values to value

ANNUAL REPORT 2022-23
SUMEDHA FISCAL SERVICES LIMITED



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adding values to value

SUMEDHA FISCAL SERVICES LIMITED

(CIN : L70101WB1989PLC047465)

REGISTERED & CORPORATE OFFICE

6A Geetanjali, 8B Middleton Street, Kolkata – 700 071

Tel: +91 33 2229 8936/6758

Website: www.sumedhafiscal.com | Email: kolkata@sumedhafiscal.com

BRANCH OFFICES

MUMBAI

C-703 “Marathon Innova”,
Off Ganapatrao Kadam Marg,
Opp. Peninsula Corporate Park,
Lower Parel (W) , Mumbai - 400 013
Tel: +91 22 4033 2400
Email: mumbai@sumedhafiscal.com

NEW DELHI

B1/12, Safdarjung Enclave, 2nd Floor
New Delhi – 110 029
Tel: +91 11 4165 4481/4482
Email: delhi@sumedhafiscal.com

AHMEDABAD

A/82, Pariseema Complex, Opp. IFCI Bhawan
C.G. Road, Ahmedabad – 380 009
Tel: +91 79 3002 3337 / 6605 2957
Email: ahmedabad@sumedhafiscal.com

BANGALORE

“Park Plaza”, 1st Floor, No. 1 Park Road
(Off. Infantry Road), Tasker Town
Bangalore – 560 051
Tel: +91 80 4124 2545 / 2546
Email: bangalore@sumedhafiscal.com

SEBI CATEGORY I MERCHANT BANKER: MB/INM000008753
AMFI NO: ARN - 0205

BOARD OF DIRECTORS



Mr. Ratan Lal Gaggar
Chairman,
Independent Director



Mr. Santanu Mukherjee
Independent Director



Mr. S. A. Ramesh Rangan
Independent Director



Dr. Basudeb Sen
Independent Director



Mr. Prashant Shekhar Panda
Independent Director



Mr. Anil Kumar Birla
Non-Executive Director



Mr. Vijay Maheshwari
Non-Executive Director



Mr. Bijay Murmuria
Non-Executive Director



Mr. Bhawani Shankar Rathi
Wholetime Director



Mrs. Garima Maheshwari
Non-Executive Director

Sumedha Fiscal Services Ltd.

(Composition of Committees of Directors)

Audit Committee

| Sl. No. | Name of the Member | Category |
|---------|--------------------------------------|---------------------------------|
| 1. | Mr. Prashant Shekhar Panda, Chairman | Independent Director |
| 2. | Mr. S. A. Ramesh Rangan | Independent Director |
| 3. | Mr. Santanu Mukherjee | Independent Director |
| 4. | Mr. Bijay Murmuria | Non-Executive Director/Promoter |

Stakeholders Relationship Committee

| Sl. No. | Name of the Member | Category |
|---------|--------------------------------------|---------------------------------|
| 1. | Mr. Prashant Shekhar Panda, Chairman | Independent Director |
| 2. | Mr. Anil Kumar Birla | Non-Executive Director |
| 3. | Mr. Bijay Murmuria | Non-Executive Director/Promoter |

Nomination & Remuneration Committee / Compensation Committee

| Sl. No. | Name of the Member | Category |
|---------|--------------------------------------|---------------------------------|
| 1. | Mr. Prashant Shekhar Panda, Chairman | Independent Director |
| 2. | Mr. S. A. Ramesh Rangan | Independent Director |
| 3. | Mr. Santanu Mukherjee | Independent Director |
| 4. | Mr. Bijay Murmuria | Non-Executive Director/Promoter |

Corporate Social Responsibility Committee

| Sl. No. | Name of the Member | Category |
|---------|-----------------------------------|---------------------------------|
| 1. | Mr. S. A. Ramesh Rangan, Chairman | Independent Director |
| 2. | Mr. Anil Kumar Birla | Non-Executive Director |
| 3. | Mr. Bijay Murmuria | Non-Executive Director/Promoter |

Investment Committee

| Sl. No. | Name of the Member | Category |
|---------|--------------------------------|---------------------------------|
| 1. | Mr. Vijay Maheshwari, Chairman | Non-Executive Director/Promoter |
| 2. | Mr. Bhawani Shankar Rathi | Executive Director /Promoter |
| 3. | Mr. Bijay Murmuria | Non-Executive Director/Promoter |

Management Committee

| Sl. No. | Name of the Member | Category |
|---------|------------------------------|---------------------------------|
| 1. | Mr. Bijay Murmuria, Chairman | Non-Executive Director/Promoter |
| 2. | Mr. Anil Kumar Birla | Non-Executive Director |
| 3. | Mr. Vijay Maheshwari | Non-Executive Director/Promoter |

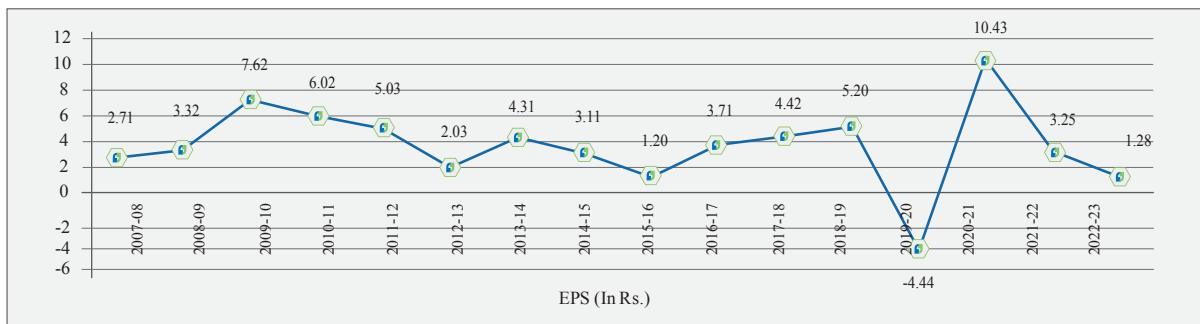
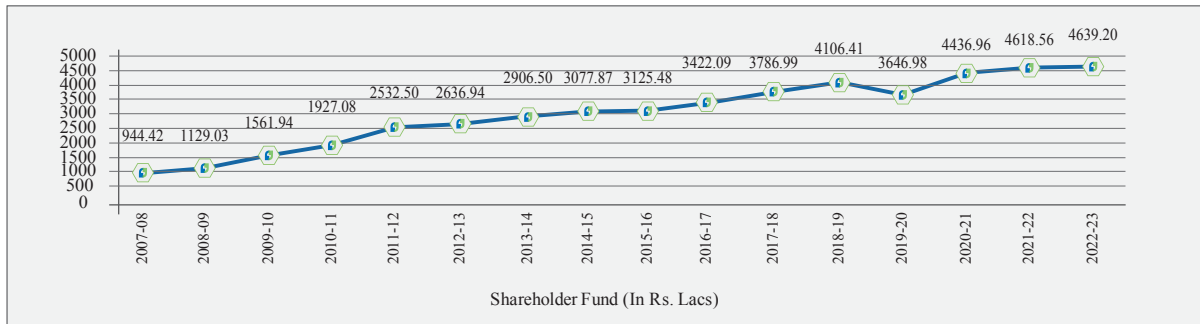
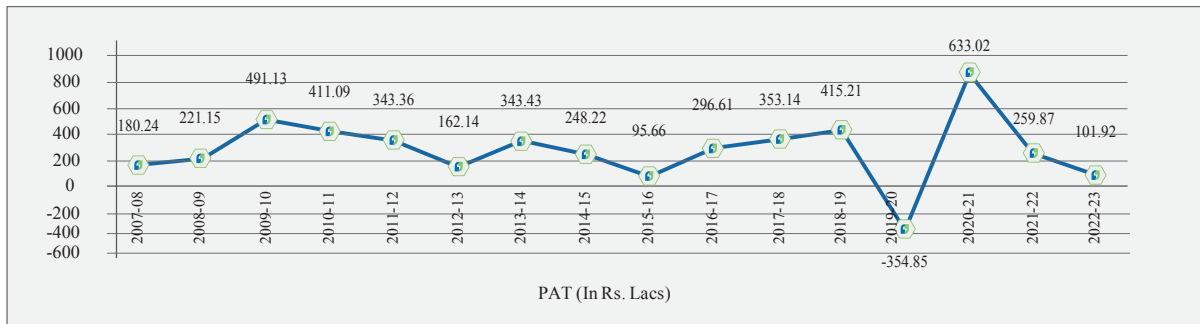
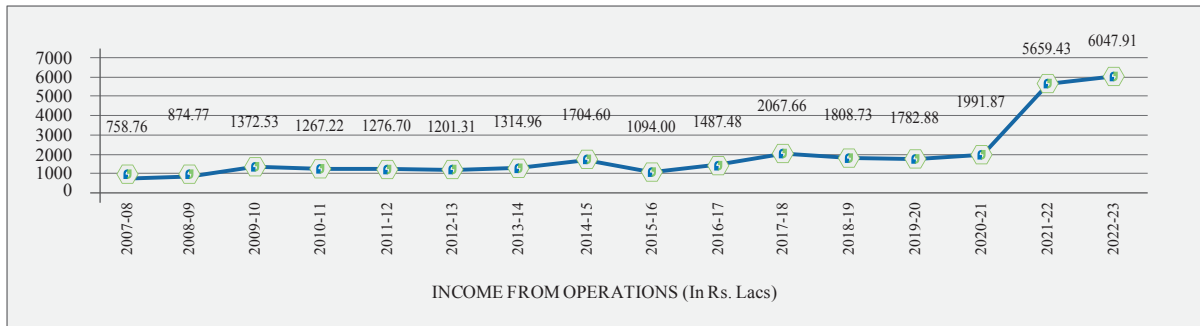


KEY BUSINESS HIGHLIGHTS IN 2022-23

- Income from Operations Rs. 6047.91 Lacs
- PAT stood at Rs. 101.92 Lacs
- Shareholders' Fund Rs. 4639.23 Lacs
- EPS Rs. 1.28

The Investment Banking Segment continues to remain the major earning business vertical

KEY BUSINESS HIGHLIGHTS IN 2022-23



CHAIRMAN'S ADDRESS



Dear Shareholders,

India is poised to make a significant leap in the economic order of the world. The most populous country is on track to emerge as the third-largest economy in the world by 2027, reflecting a strong possibility of economic growth for its people. India

continues to be a sweet spot as an investment destination given the growth trajectory, stable governance, and strong balance sheets. However, global uncertainties and instances such as the collapse of international banks, inflation, and geopolitical tensions will continue to trigger volatilities in Indian markets as liquidity ebbs and flows.

Your Company has continuously aligned its financial services to the transformations and evolving trends in the macro environment to effectively harness the emerging opportunities, while minimising associated risks. We have a very robust deal flow and expect closure rate to be better, provided the environment remains conducive. Our execution capability pivots on our skills at deal structuring and our ability to leverage our network for execution. We are constantly seeking alliances and partnerships to enhance this capability.

Investment Banking continues to be the focus area for the Company as a one-stop solution for major value added services. The services covered include merchant banking, loan syndication, financial restructuring, resolution of stressed assets, merger, amalgamation, and placement of securities. During the year under review, your Company's Total Income stood at Rs. 6052.59 Lacs as against Rs. 5663.63 Lacs in the previous year. While Net Profit for the year under review stood at Rs. 101.92 Lacs as against Net Profit of Rs. 259.86 Lacs in the previous year. The Earnings Per Share for the Financial Year 2022-23 was Rs. 1.28 as against Rs. 3.25 in the previous year.

Orchestrating deal closures requires time, patience, dedication and understanding the intricacies of complex deals and the means to resolve the same. The Company works on multi-cycle transactions that require rigour, extensive and detailed co-ordination with multiple stakeholders and a thorough and disciplined approach to execution and closure.

I am confident that the Indian growth story will continue its upward trajectory. A journey that will be fuelled by a sizeable human capital base, robust domestic consumption and ever-expanding service capabilities. The future is very exciting as we see a plethora of opportunities unfolding. Your Company will stay steadfast on its business philosophy to learn, build, and grow efficiently, while expanding our client base and diversifying our service offerings.

I would like to thank all our stakeholders, including our shareholders, employees, clients and partners, who are the driving force behind the success of our businesses. We will continue to execute on our strategic priorities to create long-term value for all our stakeholders.

Warm regards,

R. L. Gaggar
Chairman

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Corporate Information

Board of Directors

Mr. Ratan Lal Gaggar, *Chairman*
Dr. Basudeb Sen
Mr. S. A. Ramesh Rangan
Mr. Santanu Mukherjee
Mr. Prashant Shekhar Panda
Mr. Vijay Maheshwari
Mr. Anil Kumar Birla
Mr. Bijay Murmuria
Mr. Bhawani Shankar Rathi, *Wholetime Director*
Mrs. Garima Maheshwari

Company Secretary

Ms. Dhvani Fatehpuria

Registered & Corporate Office

6A, Geetanjali, 8B, Middleton Street,
Kolkata – 700071.

Corporate Identity No.: L70101WB1989PLC047465

Tel: + 91 33 2229 8936/6758

Web: www.sumedhafiscal.com

Email: investors@sumedhafiscal.com

Bankers

HDFC Bank, State Bank of India

Auditors :

V. Singhi & Associates,
Chartered Accountants, Kolkata

Registrar & Share Transfer Agents

Maheshwari Datamatics Private Limited
23 R. N. Mukherjee Road, 5th Floor,
Kolkata - 700 001
Tel. No. : 033-2243-5029, 2248-2248
Fax No. : 033-2248 4787
Email : mdpldc@yahoo.com

Annual General Meeting

Day : Wednesday
Date : 23rd August, 2023
Time : 11.00 A.M.
Venue : Annual General Meeting through Video Conferencing/other Audio Visual Means facility.
[Deemed venue for the meeting : Registered Office : 6A Geetanjali, 8B Middleton Street, Kolkata – 700 071]

Sumedha Fiscal Services Ltd.
Corporate Identification Number: L70101WB1989PLC047465
Registered Office: 6A, Geetanjali, 8B, Middleton Street, Kolkata – 700071
Tel : 033-2229-8936/6758 Email: investors@sumedhafiscal.com
Website: www.sumedhafiscal.com

NOTICE OF 34th ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 34th Annual General Meeting of the Members of Sumedha Fiscal Services Limited will be held on Wednesday, the 23rd day of August, 2023, at 11.00 a.m. (IST) through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”) to transact the following businesses:

ORDINARY BUSINESSES

1. Adoption of Audited Standalone Financial Statements

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023 together with the Reports of the Board of Directors and Auditors thereon.

2. Adoption of Audited Consolidated Financial Statements

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023, together with the Report of the Auditors thereon.

3. Declaration of Dividend

To declare a dividend of Re.1/- per equity share of the face value of Rs.10/- each (10%), of the Company for the financial year ended March 31, 2023.

4. Appointment of a Director, liable to retire by rotation

To appoint a Director in place of Mr. Bijay Murmura (DIN: 00216534), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

Registered Office :
6A, Geetanjali,
8B, Middleton Street,
Kolkata – 700 071.

Date : 6th May, 2023

By Order of the Board
Dhwani Fatehpuria
Company Secretary & Compliance Officer
ICSI Membership No. A23072

Notes:

1. The Ministry of Corporate Affairs, Government of India (“MCA”) vide its General Circular Nos. 20/2020 and 10/2022 dated 5th May, 2020 and 28th December, 2022, respectively, and other circulars issued in this respect (“MCA Circulars”) has allowed, inter-alia, conduct of AGMs through Video Conferencing/ Other Audio-Visual Means (“VC / OAVM”) facility on or before 30th September, 2023, in accordance with the requirements provided in paragraphs 3 and 4 of the MCA General Circular No. 20/2020. The Securities and Exchange Board of India (“SEBI”) also vide its Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January, 2023 (“SEBI Circular”) has provided certain relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”). Accordingly, in compliance with the provisions of the Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and MCA Circulars, the AGM of the Company is being held through VC / OAVM, without the physical presence of the members at a common venue.
2. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
3. Pursuant to Section 113 of the Act, representatives of Corporate Members may be appointed for the purpose of voting through Remote e-Voting or for participation and voting in the AGM to be conducted through VC / OAVM. Corporate Members intending to attend the AGM through their authorised representatives are requested to send a Certified True Copy of the Board Resolution and Power of Attorney, (PDF / JPG Format), authorizing its representative to attend and vote on their behalf at the AGM. The said Resolution/Authorisation shall be sent to the Company by e-mail through its registered e-mail address at investors@sumedhafiscal.com with a copy marked to helpdesk.evoting@cdslindia.com latest by **Tuesday, 22nd August, 2023 (upto 5 p.m.)**. Corporate Members/ Institutional shareholders (i.e. other than individuals, HUF’s, NRI’s etc.) can also upload their Board Resolution/Power of Attorney/Authority Letter etc. when they login.
4. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone / mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to Registrar & Share Transfer Agent (“RTA”) of the Company i.e. Maheshwari Datamatics Private Limited in case the shares are held by them in physical form.
5. The Register of Members and Share transfer book of the Company will remain closed **from 17th August, 2023 to 23rd August, 2023 (both days inclusive)**.
6. The Board of Directors has recommended Dividend of Re.1/- (10%) per fully paid-up equity share of Rs.10/- each for the Financial Year 2022-23.
7. Necessary information of the Director retiring by rotation, as required under Regulation 36(3) of the Listing Regulations and the Revised Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) is appended to the Notice. Since there is no Special Business to transact, Statement pursuant to Section 102 of the Act and the Rules made thereunder setting out the material facts and the reasons for resolutions therein has not been provided.
8. In case of Joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
9. **Unclaimed Dividend**
Pursuant to the provisions of Section 124 and 125 of the Act read with the Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 (“IEPF Rules”), dividends which remain unclaimed / unpaid for a period of 7 years are required to be transferred to Investor Education and Protection Fund (“IEPF”).

The Company requests the Members to claim the unclaimed dividends within the prescribed period. The details of the unclaimed dividends are available on the website of the Company at www.sumedhafiscal.com and Ministry of Corporate Affairs at www.iepf.gov.in. The Members can contact Maheshwari Datamatics Private Limited for claiming the unclaimed dividends standing to the credit in their account.

10. Shares transferred to IEPF:

The Equity shares in respect to which dividend has not been encashed for seven consecutive years or more are required to transfer to IEPF pursuant to Section 124(6) of the Act. Relevant details in this respect are posted on the website of the Company at www.sumedhafiscal.com.

In this regard, the Company has sent intimations to the Members from time to time. The Members are requested to contact Company or RTA to claim their dividend and in case of any pending legal disputes, provide certified copy of order from Court / Authority restraining transfer, payment of dividend etc. During the financial year 2022-23, the Company has transferred 314 equity shares on November 12, 2022 to IEPF Authority.

11. Pursuant to SEBI Circular dated 3rd November, 2021 read with SEBI Circulars dated 14th December, 2021, 25th January, 2022 and 16th March, 2023 on Common and Simplified Norms for processing Investor's Service, the shareholders holding shares in Physical mode are mandatorily require to record their PAN, Address with PIN code, Email address, Mobile Number, Bank Account details, Specimen Signature and Nomination with the Company/Registrar & Share Transfer Agent (RTA) of the Company. The salient features and requirements of the circular are as follows:

- A) In case of Non - updation of KYC - Folios wherein any one of the cited details/documents i.e PAN, Address with PIN code, Email address, Mobile Number, Bank Account details, Specimen Signature and Nomination are not available on or after 1st October, 2023, shall be frozen as per SEBI circular. The securities in the frozen folios shall be eligible to lodge any grievance or avail service request from the RTA only after furnishing the complete documents / details as aforesaid and eligible for any payment including dividend, interest or redemption payment only through electronic mode upon complying with the above stated requirements w.e.f. 1st April, 2024.
- B) The relevant formats for Nomination and Updation of KYC details viz; Forms ISR-1, ISR-2, ISR-3, SH-13, SH-14 and SEBI circular are available on Company website as well as the website of Maheshwari Datamatics Private Limited. Original cancelled cheque leaf bearing the name of the first holder failing which first security holder is required to submit copy of bank passbook / statement attested by the bank which is mandatory for registering the new bank details.
- C) Mandatory Linkage of PAN with Aadhaar - As per the Central Board of Direct Taxes (CBDT), it is mandatory to link PAN with Aadhaar number by 30th June, 2023. Post 30th June, 2023 or any other date as may be specified by the CBDT, RTAs shall accept only valid PANs and the ones which are linked to the Aadhaar number. The folios in which PAN is / are not valid as on the notified date of 30th June, 2023 or any other date as may be specified by the CBDT, shall also be frozen. In view of the above, we request you to submit the KYC Form, duly completed along with Investor Service Request Form ISR-1 and the required supporting documents as stated in Form ISR-1 at the earliest to Maheshwari Datamatics Private Limited.

SEBI vide its circular dated 30th May, 2022, has provided SOP effective from 1st June, 2022, for resolving disputes between the Company and its all shareholders through the stock exchange arbitration mechanism. In furtherance to this, SEBI directed listed companies to inform its physical shareholders availability of said dispute resolution mechanism through emails or SMS on their mobile. Company has accordingly informed to its physical shareholders whose email ID or mobile no. registered with the Company regarding availability of said dispute resolution mechanism. Investor may note that the said SOP is available on the website of the stock exchange and the Company.

12. In compliance with the aforesaid MCA Circulars and SEBI Circular dated January 5, 2023, Notice of the AGM alongwith the Annual Report 2022-23 is being sent only through electronic mode to those Members whose email addresses are registered with the Company / Depositories. Members may note that the Notice and Annual Report 2022-23 will also be available on the Company's website www.sumedhafiscal.com, website of the Stock Exchange- BSE Limited at www.bseindia.com and on the website of the CDSL at www.evotingindia.com. Members who have not registered their email address are requested to get their email address registered with their DP in case the shares are held in electronic mode and with Company's Registrar and Share Transfer Agent - Maheshwari Datamatics Private Limited, Kolkata in case shares are held in Physical Form. This may be treated as an advance opportunity in terms of proviso to Rule 18(3)(i) of the Companies (Management and Administration) Rules, 2014.

13. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
14. The Members who would like to express their views / ask questions during the AGM may register themselves as a speaker by sending their request from their registered e-mail Id mentioning their name, demat account number / folio number, email id, mobile number at investors@sumedhafiscal.com up to Saturday, August 19, 2023 (upto 5.00 p.m.). Those Members who have registered themselves as a speaker will only be allowed to express their views / ask questions during the AGM.
15. When a pre-registered speaker is invited to speak at the meeting but he / she does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video/ camera along with good Internet speed. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, for smooth conduct of the AGM.

The Members who do not wish to speak during the AGM but have queries may send their queries from their registered e-mail Id mentioning their name, demat account number / folio number, email ID, mobile number at investors@sumedhafiscal.com up to Saturday, August 19, 2023 (upto 5.00 p.m.). Alternatively, Members can also put question on the Q&A box available at the time of the AGM.

The Members who do not wish to speak during the AGM but have queries may send their queries from their registered e-mail ID mentioning their name, demat account number / folio number, email ID, mobile number at investors@sumedhafiscal.com **up to Saturday, August 19, 2023 (upto 5.00 p.m.)**. Alternatively, Members can also put question on the Q&A box available at the time of the AGM.

16. The Relevant documents referred to in the accompanying Notice and the Explanatory Statement, Registers and all other documents will be available for inspection in electronic mode. Members can inspect the same up to the date of AGM, by sending an e-mail to the Company at investors@sumedhafiscal.com.
17. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on **cut-off date i.e. Wednesday, 16th August, 2023** only shall be entitled to avail the facility of remote e-voting or voting at the Meeting.
18. Shareholders holding shares in Electronic Form may note that their bank account details as furnished by their depositories to the Company will be used by the Company for payment of Dividend. Members who are holding shares in electronic mode are requested to make sure, that they have updated details of Bank Account Number, Name of Bank, Branch address, MICR Code, IFSC Code with their respective depository participant.

The Company will not entertain any direct request from such shareholders for deletion of / change in such bank details. Shareholders who wish to change such bank account details are, therefore, requested to advise their Depository Participants about such change, with complete details of bank account. In case the Company is unable to pay the dividend to any Shareholders by the electronic mode, due to non-availability of the complete details of the Bank account, the Company shall dispatch the dividend warrants / Demand Drafts to such Shareholders by post.
19. In accordance with the provisions of the Income Tax Act, 1961 as amended by and read with the provisions of the Finance Act, 2020, with effect from 1st April, 2020, dividend declared and paid by the Company is taxable in the hands of its members and the Company is required to deduct tax at source (TDS) from dividend paid to the members at the applicable rates. A separate e-mail will be sent at the registered e-mail ID of the members describing about the detailed process to submit the documents/declarations along with the formats in respect of deduction of tax at source on the dividend payout. Sufficient time will be provided for submitting the documents/declarations by the members who are desiring to claim beneficial tax treatment.

20. Brief resume of director, who are proposed to be re-appointed at this meeting are given below:

| | |
|---|--|
| Name | Mr. Bijay Murmuria |
| DIN: | 00216534 |
| Date of Birth | 14-Oct-1967 (Age : 55.5 years) |
| Date of Appointment | 04-Jul-1992 (Appointed as Non-Executive Promoter Director, liable to retire on rotation) |
| Qualification | B. Com (Hons), FCA, AICWA |
| Expertise/Experience | Mr. Murmuria is a practicing Chartered Accountant with a solid financial background. As a practicing Chartered Accountant, he ably guides all issues pertaining to securities, shares, bonds and the money markets. His unparalleled advice in regulatory issues and domestic business environment are pivotal to success. Currently, he is the Chairman of Financial Market Core Committee, CII - ER. |
| No. of Board Meeting attended during the year | 4 out of 4 (he was entitled to attend all the 4 Board Meetings held during the year under review) |
| Chairman/Member of the Committee of the Company | Audit Committee, Member Nomination and Remuneration Committee, Member Stakeholders Relationship Committee, Member Corporate Social Responsibility Committee, Member |
| Other Directorships/Membership or Chairmanship of Board or Committees of other companies | SFSL Commodity Trading Pvt. Ltd., Director Fortune Credit & Real Estates Pvt. Ltd., Director Rahul Fiscal Services Pvt. Ltd., Director US Infotech Private Limited, Director Brandshoots Ventures Pvt. Ltd., Director Sumedha Management Solutions Pvt. Ltd., Wholetime Director |
| Name of listed entities from which the person has resigned in the past three years | Nil |
| Details of remuneration sought to be paid | He shall be paid a fee for attending meetings of the Board or Committees thereof. |
| Shareholding in the Company (as on 31.03.2023) including shareholding as a beneficial owner | 3,69,920 equity shares |
| Relationship with other Directors, Managers, and other Key Managerial Personnel of the Company | None |
| Terms and conditions of appointment/re-appointment | Appointment as Non-Executive Promoter Director, liable to retire by rotation |
| In the case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements | NA |

None of the other Director and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the Agenda Item No. 4 of the accompanying Notice of 34th Annual General Meeting. Accordingly, the Board recommends his re-appointment.

21. INSTRUCTION FOR E-VOTING AND JOINING THE AGM:

- Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and MCA Circulars dated May 05, 2022 and December 28, 2022, the Company is providing facility of remote e-voting to its Members in respect of the businesses to be transacted at the AGM. For this purpose, the Company has appointed Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
- The Members can join the AGM in the VC / OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC / OAVM will be made available to members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key

Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

- c) The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
- d) Shareholders holding equity shares shall have one vote per share as shown against their holding. The shareholders can vote for their entire voting rights as per their discretion.
- e) **THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:**
 - i) The **voting period** will begin on **20th August, 2023 at IST 9.00 a.m.** and will end on **22nd August, 2023 IST 5.00 p.m.** During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 16th August, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the time of meeting.
 - iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders / retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts / websites of Depositories / Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.
 - iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 date 09.12.2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email ID in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

| Type of shareholders | Login Method |
|---|--|
| <p>Individual Shareholders holding securities in Demat mode with CDSL Depository</p> | <ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing 16 Digit Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the eVoting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers. |
| <p>Individual Shareholders holding securities in Demat mode with NSDL Depository</p> | <ol style="list-style-type: none"> If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting |
| <p>Individual Shareholders (holding securities in Demat mode) login through their Depository Participants (DP)</p> | <p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> |

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

| Login type | Helpdesk details |
|---|--|
| Individual Shareholders holding securities in Demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33 |
| Individual Shareholders holding securities in Demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30 |

(v) Login method for e-Voting and joining virtual meeting for Individual shareholders holding shares in Physical Form and shareholders other than individual shareholders holding shares in Demat form / physical form.

- 1) The shareholders should log on to the e-voting website *www.evotingindia.com*.
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - a) For CDSL: 16 digits beneficiary ID,
 - b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c) Shareholders holding shares in Physical Form should enter Folio Number registered with the Company
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to *www.evotingindia.com* and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

| | For Physical shareholders and other than individual shareholders holding shares in Demat. |
|--|--|
| PAN | <p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA. |
| Dividend Bank Details OR Date of Birth (DOB) | <p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field. |

- 7) After entering these details appropriately, click on “SUBMIT” tab.
- 8) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- 9) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- 10) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

- 11) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- 12) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- 13) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- 14) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- 15) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- 16) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- 17) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(vi) INSTRUCTIONS FOR NON – INDIVIDUAL SHAREHOLDERS AND CUSTODIANS

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cDSLindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; investors@sumedhafiscal.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

(vii) PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders - Please update your email id & mobile no. with your respective **Depository Participant (DP)**
3. **For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**

(viii) INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
2. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
3. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio / Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
4. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance within **Saturday, August 19, 2023 (upto 5.00 p.m.)** mentioning their name, demat account number/folio number, email id, mobile number at *investors@sumedhafiscal.com*. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance within **Saturday, August 19, 2023 (upto 5.00 p.m.)** mentioning their name, demat account number/folio number, email id, mobile number at *investors@sumedhafiscal.com*. These queries will be replied to by the company suitably by email.
5. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
6. If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to *helpdesk.evoting@cdslindia.com* or contact at 022- 23058738 and 022-23058542/43.
7. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to *helpdesk.evoting@cdslindia.com* or call on 022-23058542/43.

(ix) INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER:-

- 1) The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
 - 2) The link for VC / OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
 - 3) Only those shareholders, who are present in the AGM through VC / OAVM facility and who have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
 - 4) If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC / OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
 - 5) Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
22. The Board of Directors has appointed Mr. Asit Kumar Labh, Company Secretary in Practice (Membership No. 32891; C.P. No. 14664), to act as the Scrutinizer, to scrutinize the entire e-voting process in a fair and transparent manner.

23. Voting Results:

1. The Scrutinizer shall, after the conclusion of the AGM, electronically submit the Consolidated Scrutinizer's Report (i.e. votes cast through Remote e-Voting and e-Voting during AGM) of the total votes cast in favour or against the resolution and invalid votes, to the Chairman of the AGM or to any other person authorised by the Board of the Company.
2. Based on the Scrutinizer's Report, the Company will submit within two working days of the conclusion of the AGM, to the Stock Exchanges, details of the voting results as required under Regulation 44(3) of the Listing Regulations.
3. The result declared along with Scrutinizer's Report will be placed on the website of the Company at www.sumedhafiscal.com and on the website of CDSL at www.evotingindia.com

Registered Office :

6A, Geetanjali,
8B, Middleton Street,
Kolkata – 700 071.

Date : 6th May, 2023

By Order of the Board

Dhwani Fatehpuria

Company Secretary & Compliance Officer
ICSI Membership No. A23072

CERTIFICATION BY CFO OF THE COMPANY

I have reviewed Financial Statements and the Cash Flow statement for the year ended 31-Mar-23 and that to the best of my knowledge and belief :

- A. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- B. These statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
- C. There are, to the best of my knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
- D. I accept responsibility for establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and I have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- E. I have indicated to the Auditors and the Audit Committee:
 - (1) Significant changes in internal control over financial reporting during the year;
 - (2) Significant changes in accounting policies during the year and that the same have been disclosed in the Notes to the Financial Statements; and
 - (3) Instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.
- F. I further declare that all Board members and Senior Management personnel have affirmed compliance with the Code of Conduct of the Company during the year under review.

Place : Kolkata
Date : 6th May, 2023

Bhawani Shankar Rathi
Wholetime Director
DIN : 00028499

Girdhari Lal Dadhich
Chief Financial Officer

Note: The Company is not having a Chief Executive Officer or Managing Director.

DIRECTORS' REPORT TO THE SHAREHOLDERS

Dear Members,

Your Directors are pleased to present the Thirty Fourth Annual Report together with the Audited Financial Statements for the year ended March 31, 2023.

Financial Highlights

(Rs. in lacs, except equity share data)

| Particulars | Consolidated | | Standalone | |
|--|--------------------------|--------------------------|--------------------------|--------------------------|
| | Year ended 31.03.2023 | Year ended 31.03.2022 | Year ended 31.03.2023 | Year ended 31.03.2022 |
| Total Income | 6073.67 | 5672.60 | 6052.59 | 5663.63 |
| Cash Profit | 259.68 | 565.14 | 209.87 | 516.94 |
| Less: Depreciation | 64.99 | 55.30 | 64.50 | 62.12 |
| Profit before Tax | 194.69 | 509.84 | 145.37 | 454.82 |
| Less: Provision for Taxation | 10.41 | 143.11 | 8.38 | 132.00 |
| Add / (Less): Deferred Tax | 31.49 | 60.62 | 35.08 | 54.41 |
| Profit after Tax (Net of adjustment for earlier years) | 152.79 | 306.11 | 101.92 | 259.87 |
| Other Comprehensive Income | (24.16) | 112.25 | (1.40) | 1.58 |
| Add : Retained Earning brought forward | 3964.66 | 3626.15 | 3553.68 | 3372.07 |
| Balance available for appropriation | 4093.29 | 4044.51 | 3654.20 | 3633.52 |
| APPROPRIATION | | | | |
| Less: Dividend Paid | 79.84 | 79.84 | 79.84 | 79.84 |
| Balance carried to Balance Sheet | 4,013.45 | 3964.66 | 3574.36 | 3553.68 |
| Earnings per Share (Rs.10/- each) | | | | |
| Basic (in Rs.) | 1.91 | 3.83 | 1.28 | 3.25 |
| Diluted (in Rs.) | 1.91 | 3.83 | 1.28 | 3.25 |

Operational Review:

On standalone basis, Total Income for the financial year under review was Rs. 6052.59 Lacs as against Rs. 5663.63 Lacs for the previous financial year registering an increase of 6.87%. The Profit Before Tax was Rs. 145.37 Lacs and the Profit After Tax was Rs. 101.92 Lacs for the financial year under review as against Rs. 454.82 Lacs and Rs. 259.87 Lacs, respectively for the previous financial year.

On consolidated basis, Total Income for the financial year under review was Rs. 6073.67 Lacs as against Rs. 5672.60 Lacs for the previous financial year registering increase of 7.07%. The Profit Before Tax was Rs. 194.69 Lacs and the Profit After Tax was Rs. 152.79 Lacs for the financial year under review as against Rs. 509.84 Lacs and Rs. 306.11 Lacs, respectively for the previous financial year.

Material Changes and Commitments

No material changes and commitments have occurred after the close of the year till the close of this Report, which affects the financial position of the Company.

Indian Accounting Standards

Pursuant to the notification dated February 16, 2015 issued by the Ministry of Corporate Affairs, the Company has adopted the Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standard) Rules, 2015. Accordingly, the Financial Statements have been prepared in compliance with Ind AS. Consequently, the subsidiary and associate companies also have adopted Ind AS (irrespective of their net worth).

Dividend & Transfer to Reserves

The Board of Directors is pleased to recommend a dividend of Re. 1/- per share (10%) for the year ended March 31, 2023, subject to the approval of the Members at the 34th Annual General Meeting.

During the year under review, there was no transfer to General Reserve (Previous year Rs. Nil).

Unpaid/Unclaimed Dividend

In terms of the provisions of Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016/Investor Education and Protection Fund (Awareness and Protection of Investors) Rules, 2001 (including amendments and modifications, thereof), Rs. 2,49,754/- of unpaid/unclaimed dividends were transferred during the year 2022-23 to the Investor Education and Protection Fund.

Employee Stock Option Scheme

No shares have been issued or allotted under any Employee Stock Option Scheme during the FY 2022-23.

Share Capital

The Paid-up Equity Share Capital as at March 31, 2023 stood at Rs. 7,98,44,240/-. During the year under review, the Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity.

As on March 31, 2023, none of the Directors of the Company hold instruments convertible into equity shares of the Company.

Management Discussion and Analysis Report

In terms of requirements of Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR), a Management Discussion and Analysis Report is attached **Annexure – I** forming part of this Report.

Report on Corporate Governance

In terms of requirements of Regulation 34 of the SEBI LODR, a Report on Corporate Governance together with Auditors' Certificate regarding compliance of Conditions of Corporate Governance are attached as **Annexure - II** and **Annexure - III**, forming part of this Report.

Consolidated Financial Statement

In accordance with Section 136 of the Companies Act, 2013 and Regulation 34 of the Listing Regulations read with other applicable provisions, your Directors have attached the Consolidated Financial Statements of the Company for the financial year ended March 31, 2023, prepared in accordance with applicable Ind AS, which form a part of the Annual Report. The financial statements including consolidated financial statements and the audited accounts of the subsidiary are available on the Company's website <http://www.sumedhafiscal.com/financials.asp>.

Accordingly a statement in **Form AOC-1** is attached to the Financial Statements of the Company for your information.

Performance of Subsidiary:

SFSL Commodity Trading Pvt. Ltd.

During the year the Company recorded Total Revenue of Rs.21,08,058/- (Previous Year Rs. 17,97,128/-) and Net Profit of Rs.14,59,183/- for the year ended 31st March, 2023 (Previous Year: Rs. 10,99,658/-).

The subsidiary has formally discontinued commodity trading activities and surrendered its Membership with MCX from April 1, 2019, considering overall profitability and risks associated with commodity trading.

Performance of Associate Companies

US Infotech Pvt. Ltd.

During the year the Company recorded Total Revenue of Rs.32,31,014/- (Previous Year Rs. 1,59,97,876/-) and Net Profit of Rs. 37,24,621/-for the year ended 31st March, 2023 (Previous YearRs. 1,09,66,369/-).

The Company continues to explore growth opportunities.

Brandshoots Ventures Pvt. Ltd.

During the year the Company recorded Total Revenue of Rs. 4,41,768/- (Previous Year : Rs.Nil) and incurred Net profit of Rs.69,586/- for the year ended 31st March, 2023 (Previous Year Loss :(Rs. 5,08,558/-)).

The Company is facing difficulties in building the requisite eco-system to support start-up entities in the Eastern Region of India.

Sumedha Management Solutions Pvt. Ltd. (IPE)

During the year the Company recorded a revenue of Rs. 4,94,80,871/- (Previous Year : Rs. 4,46,25,576/-) and Net Profit of Rs. 81,65,016/- for the year ended 31st March, 2023 (Previous Year : Rs. 39,47,163/-).

The Company continues to expand its activities as an insolvency professional entity and rationalise its cost in these challenging times.

Material Subsidiary

In accordance with the Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 ('Listing Regulations'), the unlisted subsidiary of this Company is not a material subsidiary. The Company has formulated a policy for determining material subsidiary. The policy can be accessed at the Company's website at http://www.sumedhafiscal.com/policies_feb2022/MaterialSubsidiaryPolicy_09022022.pdf.

Corporate Social Responsibility (CSR)

Your Company strives to be a socially responsible Company and strongly believes in development, which is beneficial for the society at large. As per Section 135 of the Companies Act, 2013 during the FY 2021-22, the Company was required to spend at least 2 per cent of its average net profit of the preceding three financial years on CSR activities.

The Company had duly spent the required amount and complied with other statutory requirements in pursuance of the provisions of Section 135 of the Companies Act, 2013 and Rules thereto.

Further, based upon the financials of FY 2021-22, for the year under review the Company did not fulfil the criteria of net worth, turnover and net profit as prescribed for CSR applicability and in accordance with the recent amendments in CSR Regulations, companies are now relaxed from all the CSR compliances immediately upon ceasing to meet the statutory limits of applicability in the preceding financial year as against immediately three preceding financial years of non-applicability.

Business Responsibility Report

The Company is not required to comply with the requirements associated with Regulation 34(2)(f) of the Listing Regulations, 2015.

Secretarial Standards

The applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively, have been duly followed by the Company.

Directors' Responsibility Statement

The Board of Directors acknowledge the responsibility for ensuring compliance with the provisions of Section 134(3) (c) read with

Section 134(5) of the Companies Act, 2013 in preparation of the Annual Accounts for the year under review and state that:

- (i) in the preparation of the Annual Accounts, the applicable accounting standards have been followed and there are no material departure;
- (ii) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2023 and profits of the Company for the year ended on that date;
- (iii) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) the annual accounts have been prepared on a going concern basis;
- (v) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- (vi) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, the work performed by the internal, statutory and secretarial auditors, including the audit of internal financial controls over financial reporting by the statutory auditors and the reviews performed by management and the relevant board committees, including the audit committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during FY 2022-23.

Directors

Members of the Company at its 33rd Annual General Meeting held on 17th September, 2022, approved reappointment of Mr. Anil Kumar Birla (DIN: 00015948) as a Director liable to retire by rotation.

In accordance with the provisions of Section 152 of the Companies Act, 2013 and the Company's Articles of Association, Mr. Bijay Murmuria (DIN: 00216534), Director, retires by rotation at the forthcoming Annual General Meeting and being eligible offers himself for re-appointment. The Board of Directors on recommendation of the Nomination and Remuneration Committee has recommended his re-appointment.

Further, pursuant to the applicability of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 and as per Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the consent has been obtained from the members of the Company through postal ballot for continuance of directorship of Dr. Basudeb Sen (DIN: 00056861) who shall attain the age of 75 years on 16.06.2023, as an Independent Non-Executive Director of the Company till the conclusion of his tenure of appointment.

Board Evaluation

The Company had annual evaluation of its Board, Committees and individual Directors pursuant to the provisions of Companies Act, 2013 and Listing Regulations. The Nomination and Remuneration Committee (NRC) specified the methodology for effective evaluation of performance of Board and Committees and individual Directors and also finalised the evaluation criteria (containing required particulars as per Guidance Note issued by the SEBI) and authorized the Board to undertake the evaluation process. The Evaluation Statement was reviewed by the Independent Directors.

The performance of individual directors was evaluated on parameters, such as, number of meetings attended, contribution made in the discussions, contribution towards formulation of the growth strategy of the Company, independence of judgement, safeguarding the interest of the Company and minority shareholders etc. The Board then evaluated the performance of the Board, Committees and the individual Directors in the prescribed manner.

Declaration by Independent Directors

Necessary declarations have been obtained from all the Independent Directors that they meet the criteria of independence under sub-section (6) of Section 149 of the Companies Act, 2013 and as per Regulation 25 read with Regulation 16 of SEBI LODR Regulations. In the opinion of the Board there has been no change in the circumstances which may affect in the status of independent directors of the Company and the Board is satisfied of the integrity, expertise and experience (including proficiency in terms of Section 150(1) of the Companies Act, 2013 and applicable rules thereunder) of all Independent Directors on the Board. In terms of Section 150 read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, Independent Directors of the Company have undertaken requisite steps towards the inclusion of their names in the databank of Independent Directors maintained with the Indian Institute of Corporate Affairs.

Meetings of the Board

During the year under review, 4 (Four) Board Meetings were convened and held. The details thereof are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

Key Managerial Personnel (KMP)

The Company is having the following Key Managerial Personnel during the year

| Name | Designation |
|---------------------------|-------------------------|
| Mr. Bhawani Shankar Rathi | Whole-time Director |
| Ms. Dhvani Fatehpuria | Company Secretary |
| Mr. Girdhari Lal Dadhich | Chief Financial Officer |

Committees of the Board

The Board of Directors has the following Committees:

1. Audit Committee
2. Nomination and Remuneration Committee
3. Stakeholders' Relationship Committee
4. Corporate Social Responsibility Committee

The details of the Committees along with their composition, number of meetings and attendance at the meetings are provided in the Corporate Governance Report.

Loans, Guarantees or Investments

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are provided in the Notes to Financial Statements.

Vigil Mechanism/Whistle Blower Policy

The Company has a Whistle Blower Policy to report genuine concerns or grievances. The Whistle Blower Policy has been posted on the website of the Company http://www.sumedhafiscal.com/policies_feb2022/whistleblowerpolicy_09022022.pdf.

Nomination and Remuneration Policy

The Company has updated its Nomination and Remuneration Policy for determining remuneration of its Directors, Key Managerial Personnel and Senior Management and other matters provided under Section 178(3) of the Companies Act, 2013 and Listing Regulations, adopted by the Board. The details of this policy have been posted on the website of the Company http://www.sumedhafiscal.com/policies_feb2022/N_R_Policy_wef09022022.pdf.

The Remuneration Policy has also been outlined in the Corporate Governance Report forming part of this Annual Report.

Particulars of Contract or Arrangements made with Related Parties

Particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act, 2013, in the prescribed Form AOC-2, is appended as **Annexure IV** to the Board's Report. There have been no materially significant related party transactions, monetary transactions or relationships between the Company and its directors, the management, subsidiaries or relatives during the year.

The Company has formulated a policy on materiality of related party transactions and also on dealing with related party transactions. The policy is available on the Company's website - http://www.sumedhafiscal.com/policies_feb2022/policy_on_rpt_09022022.pdf. The Policy intends to ensure that proper reporting, approval and disclosure processes are in place for all transactions between the Company and Related Parties.

All Related Party Transactions are placed before the Audit Committee (for prior approval and noting) as well as the Board of Directors (for its information and approval, wherever necessary), on a quarterly basis.

Risk Management Policy and Internal Financial Control

The Company has an Internal risk management policy providing effective risk management framework for identifying, prioritizing and mitigating risks, which may impact attainment of short and long term business goals of our company. The main objective of the policy is to assess & evaluate significant risk exposures & assess management's actions to mitigate the exposures in a timely manner. The process aims to analyze internal and external environment and manage economic, financial, market, operational, compliance and sustainability risks and capitalizes opportunities of business success. The risk management framework, which is based on our Company's risk management process, is aligned with strategic planning, deployment and capital project evaluation process of the Company.

Risk Management System has been integrated with the requirements of internal controls as referred to in Section 134(5)(e) of the Companies Act, 2013 to evolve risk related controls.

A detailed note on risk management is given in Management Discussion & Analysis/ Integrated Report section forming part of this Annual Report.

Deposits

The Company has neither accepted nor renewed any deposits during the year. No deposit has remained unpaid or unclaimed at the end of the year under review.

Going Concern Status

No significant and material orders have been passed by the Regulators or Courts or Tribunals impacting the going concern status of the Company and its operation in the future.

Compliance System

Based on quarterly reports on the status of statutory compliance from Departmental Heads/ Responsibility Centres, the Company Secretary issues Certificate under Section 205 of the Companies Act, 2013 (Act) and Rules made thereunder. The Certificate is also endorsed by the Whole-time Director of the Company and placed before the Audit Committee and Board of Directors for review.

The status of Statutory Compliance is verified by the Internal Auditors and Secretarial Auditors pursuant to Sections 138 and 204 of the Companies Act, 2013 as well as Annual Secretarial Compliance Report pursuant to Regulation 24A of Listing Regulations.

Annual Return

The copy of Annual Return is available on the Company's website: http://www.sumedhafiscal.com/annual_return.asp

AUDITORS

Statutory Auditors

M/s. V. Singhi & Associates, Chartered Accountants, 4, Mangoe Lane, Ground Floor, Kolkata – 700001 (Firm Registration No. 311017E) were appointed as the Statutory Auditors of the Company for a period of 5 (five) consecutive years for the period from Financial Years 2022-23 to 2026-27, at the 33rd AGM of the Company held on 17-Sep-2022.

The Board and the Audit Committee have approved their continuation as Statutory Auditors of the Company for the Financial Year 2023-24, based on their consent and confirmation of eligibility dated April 26, 2023.

The Statutory Auditors have issued an unqualified audit report on the annual accounts of the Company for the year ended 31st March, 2023.

Auditors' Report

The Auditors' Report to the Shareholders does not contain any reservation, qualification, or adverse remark. During the year under review, neither the statutory auditors nor secretarial auditors have reported to the Audit Committee of the Board under Section 143(12) of the Act, any instances of fraud committed against the Company by its officers and employees, the details of which need to be mentioned in this Report.

Secretarial Audit

Based on the consent received from M/s. A. K. Labh & Co. and recommendation of the Audit Committee, in terms of the requirements of Section 204 of the Companies Act, 2013 and the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, M/s. A. K. Labh & Co., Practising Company Secretaries has been re-appointed to conduct the Secretarial Audit of the Company for FY 2023-24.

The Secretarial Audit Report for FY 2022-23 (attached as **Annexure – V**) does not contain any qualification.

Cost Audit

The Company is not engaged in production of goods or providing services pursuant to Section 148 of the Act and therefore not required to comply with the requirements thereunder.

Board's Response on Auditors' Qualification, Reservation or Adverse Remark or Disclaimer Made

There are no qualifications, reservations or adverse remarks made by the Statutory Auditors in their report or by the Practicing Company Secretary in their Secretarial Audit for FY 2022-23. During the year, there has been no instances of frauds reported by Auditors under section 143(12) of the Companies Act, 2013.

Significant and Material Orders Passed by the Courts/ Regulators

During the year under review, no significant and material order has been passed by any regulator or by any Court which has a material impact on the financial position of the Company.

Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has a Prevention of Sexual Harassment Policy in line with the requirements of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. During the period under review, no complaint was received by the Internal Complaint Committee.

Conservation of Energy and Technology Absorption

Since the Company does not own any manufacturing facility, the other particulars relating to conservation of energy and technology absorption stipulated in the Companies (Accounts) Rules, 2014 are not applicable.

Foreign Exchange Earning and Outgo

Foreign Exchange earnings and outgo during the year under review were Rs. 144.63 Lacs and Rs. 12.06 Lacs, respectively (Previous Year Rs. 141.96 Lacs and Rs. Nil, respectively).

Particulars of Employees

The ratio of the remuneration of each Director to the median employee's remuneration and other particulars or details of employees pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are attached to this Report as **Annexure VI**.

None of the employees of the Company is in receipt of remuneration coming under purview of the said Section/Rule.

A Statement comprising of top 10 employees in terms of remuneration drawn is annexed as **Annexure VII**. The said Annexure is not being sent along with this Annual Report to the Members of the Company in line with the provisions of Section 136 of the Act. Members who are interested in obtaining these particulars may write to the Company Secretary at the Registered Office of the Company.

Key Financial Ratio

Key Financial Ratios for the financial year ended March 31, 2023, are provided in the Management Discussion and Analysis Report.

Green Initiative

Electronic copy of the Annual Report for FY2022-23 and the Notice of the ensuing AGM is being sent to all shareholders whose email addresses are available in demat account and registered with Company's Registrar and Share Transfer Agent. Shareholders holding shares in demat form are requested to update their email addresses with their Depository Participant(s) and for shareholders holding shares in physical form, should get their email registered/ updated with Company's Registrar and Share Transfer Agent.

Other Disclosures :

1. The Company has not entered into any one time settlement proposal with any Bank or financial institution during the year under report.
2. As per available information, no application has been filed against the Company under the Insolvency and Bankruptcy Code, 2016 nor any proceedings thereunder is pending as on 31.03.2023.

Appreciation

Your Directors take this opportunity to thank the customers, shareholders, financial institutions, stock exchanges, SEBI, National Securities Depository Limited, Central Depository Services (India) Limited and other government and regulatory agencies for their consistent support and encouragement to the Company.

We also place on record our sincere appreciation to all the members of SFSL family including our employees and authorized persons for their hard work, support and commitment. Your Board recognizes and appreciates the contributions made by all employees at all level that ensure sustained performance.

Place: Kolkata
Date: 6th May, 2023

On Behalf of the Board

Ratan Lal Gaggar
Chairman
DIN : 00066068

ANNEXURE – I

MANAGEMENT DISCUSSION & ANALYSIS

GLOBAL ECONOMY

The global economy is heading for its weakest medium-term growth in more than last 30 years as the world grapples with geopolitical fragmentation, slower labour force growth and weaker prospects for previously fast-growing economies such as China, the International Monetary Fund (IMF) warns in its World Economic Outlook.

It expects global growth to be around 3% in 2028 – the lowest medium-term forecast in an IMF report since 1990. Rising geopolitical tensions from issues such as the war in Ukraine and Brexit are leading to a fragmentation of the global economy that could increase financial stability risks, the report adds. This could hit cross-border investments, asset prices, payment systems and banks' ability to lend.

The International Monetary Fund (IMF) has long warned of increased costs, economic friction and GDP output losses associated with the global economy fragmenting into geopolitical blocs. The agency has also trimmed its 2023 global growth outlook slightly, as higher interest rates cool economic activity. It now forecasts global real GDP growth at 2.8% for 2023 and 3.0% for 2024, marking a slowdown from 3.4% growth in 2022. According to IMF, the unexpected failures of two specialised regional banks in the US in mid-March 2023 and the collapse of confidence in Credit Suisse have roiled financial markets, with bank depositors and investors re-evaluating the safety of their holdings and shifting away from institutions and investments perceived as vulnerable. It also stressed that the world economy is not currently expected to return over the medium term to the rates of growth that prevailed before the pandemic.

In a world that is more interconnected than ever before, all countries are getting impacted by what's happening in other countries. The uncertainty caused by the evolving global scenario is weighing heavily on the outlook for economies across the globe.

INDIAN ECONOMY

In its annual World Economic Outlook, IMF lowered the forecast for 2024-25 fiscal (April 2024 to March 2025) to 6.3 per cent from the 6.8 per cent it had predicted in January this year. The growth rate of 5.9 per cent in the 2023-24 fiscal compares to an estimated 6.8 per cent in the previous year. IMF growth forecast is lower than projections by the Reserve Bank of India (RBI). RBI sees a 7 per cent GDP growth in 2022-23 and a 6.4 per cent in the current fiscal that started on April 1.

India is also set to act as an important contributor of global economic recovery in the current year. The IMF expects emerging economies to account for four-fifth of global growth this year, with India alone expected to play the role of a global growth engine and contribute more than 15 per cent. The stable growth of the Indian economy is aided by sustained government capital expenditure, deleveraging of the corporate sector, lower gross non-performing assets in the banking sector, and moderation in commodity prices. According to CRISIL, India's consumer inflation will moderate to 5 per cent on average in FY2023-24 from 6.8 per cent in the last financial year.

To support the ongoing growth momentum, Union Budget 2023-24 struck a commendable balance between growth and fiscal consolidation. Particularly noteworthy is the Government's announcement of enhancing the capital expenditure outlay by INR 10 lakh crores, an increase of 33 per cent from last year's print. This amounts to 3.3 per cent of India's GDP and will immensely bolster economic growth and employment through a multiplier effect.

INDIAN CAPITAL MARKET

The Indian stock market continued to clock a monthly slide in March 2023 with the Nifty 1.08% lower and the Sensex down by 1.29% on the back of global uncertainties fuelled by a banking crisis and persisting inflation. Major events including the collapse of the Silicon Valley Bank (SVB), Credit Suisse's buyout by rival UBS, global inflation and continuing geopolitical tensions kept the stock markets on the edge.

India's greatest strength lies in its domestic consumption, amply supported by a young and large working population with disposable incomes and boosting business confidence. The opportunities for growth and investment are ample at present and likely to multiply every passing year.

In the past two years, Indian markets have outperformed emerging markets by a wide margin. This is partially explained by the resilience of the domestic economy when all the emerging markets were faced with the same global challenges.

Decent correction has been observed beginning December 2022 with foreign portfolio investment (FPI) flows seeing some pressure in the new year. The world GDP growth rates are seeing consistent downgrades over the past few months as well.

Currently Indian markets are trading at one of the highest premiums to emerging markets in its history. Although early days, current year-to-date has seen a reversal, with most global indices in the green while our market has seen sustained pressure.

INDIA M&A TRENDS 2023

India's M&A activity is expected to remain strong in 2023, even as there are global headwinds from rising interest rates and elevated inflation levels leading to increased margin pressures for companies. The M&A market in India crossed USD 160 Bn during 2022.

Mega deals (>USD 1 Bn) grew 123% as the Financial services, medical and pharma and construction sectors witnessed some of the largest ever M&A transactions.

Strategic M&A in India is expected to remain resilient backed by continued strong domestic demand and healthy balance sheets while PE activity may rebound backed by better valuations resulting in higher deployments, particularly beyond H2 2023.

Source: www2.deloitte.com

EMERGENCE OF ALTERNATIVE INVESTMENT FUNDS (AIFs) IN INDIA

An Alternative Investment Fund (AIF) is a special type investment fund that invests in assets beyond traditional investment avenues listed stocks, bonds and cash. AIFs can invest in a wide range of other assets including private equity, hedge funds, derivatives, real estate, and commodities. AIFs are typically managed by professional fund managers and are regulated by the Securities and Exchange Board of India (SEBI). It's worth noting that AIF managers or sponsors are required to have a "skin in the game" with a continuing investment of 2.5% of the corpus or Rs 5 crore, whichever is lower, to ensure better protection of investors' investments. The minimum investment into an AIF is Rs 1 crore, limiting the entry for retail investors.

The growth of Alternative Investment Funds (AIFs) as an asset class in India has been significant in the last few years. As per SEBI estimates, fund managers who run AIFs raised nearly Rs 7 lakh crore of capital until 2022 from less than Rs 4.5 lakh crore two years ago. Compared to a decade ago, when a majority of capital raised was from offshore LPs, nearly 80-90 per cent of funds raised today are domestic money.

BUSINESS OVERVIEW

Highlights of Financial Performance during FY 2022-23

- Total Income from Operation of Rs. 6047.92 Lacs (Rs. 5659.43 Lacs for FY21-22)
- Profit Before Tax of Rs. 145.37 Lacs (Rs. 454.82 Lacs in FY21-22)
- Net Profit of Rs. 101.92 Lacs (Rs. 259.87 Lacs in FY21-22)
- Basic EPS after extra ordinary items stood at Rs. 1.28 compared to Rs. 3.25 in FY21-22

Sumedha Fiscal Services Limited is one of the country's leading merchant bankers with specialization in debt syndication, financial restructuring and corporate advisory, managing private placement as well as public issues of both equities and debt. The Company has evolved over a period of time to a leading diversified financial services firm and today is acknowledged for its unmatched management consultancy and advisory services. The Company is primarily engaged in providing various fee based services such as fund mobilization through issuance of debt, quasi-equity, structured hybrid instruments etc., corporate restructuring, trading and loan syndications. Its vast clientele includes India's premier public and private corporates. The Company continually fulfills its objective of serving clients in an integrated manner and relentlessly strives to accomplish its vision of '**adding values to value**' in each of its deliverables.

INVESTMENT BANKING BUSINESS

One of the businesses of the Company, Investment Banking remains a prime focus of the Company. The business segment has contributed Rs 696.73 lacs, for the year under review in comparison with Rs. 741.23 lacs in the Financial Year 2021-22.

Investment banking business will likely face a unique set of challenges in 2023 which shall include macroeconomic conditions,

including divergent interest rate trajectories across the globe. Volatility across asset markets may bode well for the Fixed Income, Currencies, and Commodities (FICC) and equities divisions. Yet, the same market unpredictability could create headwinds for prospective deal-making and underwriting and also stress capital and liquidity buffers. These dynamics are in sharp contrast to the last two years, when investment banking division posted profits.

The key to a successful year will be to remain in the position of preparedness. The Company shall continually evaluate strategy to grow the investment banking division as a sustainable franchise.

RISK MANAGEMENT

We have in place a comprehensive risk management strategy to effectively handle the various external and internal risks that can impact our business performance. The strategy involves identification, quantification and management and reporting of the principal risks that have the potential to affect our ability to create and deliver long-term value to our stakeholders.

The Company is having a system of risk management commensurate with its size and nature of activities to address the consequent vulnerability. Quarterly reports on relevant areas are placed before the Audit Committee and the Board of Directors of the Company. All major risks are identified, monitored and acted upon within the internal framework. However, the Company is not yet required to constitute a Risk Management Committee pursuant to Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Risk management forms an integral part of the Company's business operations and monitoring activities. Due to increasing globalisation, integration of world markets, newer and more complex products and transactions and an increasingly stringent regulatory framework, the financial services industry is subject to continuously evolving legislative and regulatory environment.

Against the backdrop of the credit environment and general macro factors playing out across sectors, we remain confident of our integrated risk and governance approach, which has demonstrated the capability to withstand economic and credit cycles, as well as dynamically adopt new scenarios and learnings into the risk and governance framework. We are well positioned to accelerate our growth across all lines of business, given to our strong risk architecture, coupled with our strong management capability, robust capital and liquidity management and high governance standards with pan India presence.

RISKS AND CONCERNS

The company is subject to following broad risks -

● **Operational Risk-**

The Company's business is largely dependent upon people and processes. Any shortcomings in internal processes and system shall result into material adverse impacts on the operation and financial position of the Company.

The Company regularly conducts audits of internal processes and system and has well defined internal control firmly in place. Its workforce in terms of key management team consists of professionals having high level of commitment and expertise and is equipped in handling the affairs of the Company thereby mitigating such risks arising out of operational mismanagements.

● **Market Risk-**

Risks arising from fluctuation in the value of financial instruments due to volatility in market variables such as stock prices, interest rates, currency rates, credit spreads and other asset prices. Being a financial services intermediary, our business is vulnerable to such risks, including that pertaining to our proprietary trading activities.

The Company continually monitors its portfolio and securities and the usage of derivatives to minimize such risks.

● **Liquidity Risk-**

Any lack of liquidity in the market which adversely impacts the ability of the Company to pay out its short-term financial obligations, to sell its assets quickly in a market without loss, to access funds at competitive rates, shall inevitably bear material impact on its financials. Severe liquidity crunch in the market and associated market disruptions shall also withhold the clients from honoring their commitment towards the Company which would indirectly lead to the Company's inability to perform its financial obligations.

The Company has got strong business strategies in place to maintain a long-term orientation despite rocky short term performances. Its businesses are adequately capitalized. Further, the Company also maintains a portion of Capital in liquid assets to address any unforeseen liquidity crisis. Its main focus remains upon planning well in advance and building financial buffers which shall go a long way towards mitigating the effects of a coordinated economic downturn.

● **Regulatory and Compliance Risk-**

Most of our businesses as well as the Company itself operate in strongly regulated business segments. The risk arising out of a change in laws and regulation governing our business. It could also arise on account of inadequate addressal of regulatory requirements or differences in interpretation of regulations vis-à-vis the regulators.

The Company operates in a strict regulatory compliant environment. It has dedicated teams of professionals looking after the compliance with applicable laws, rules, regulations and guidelines involving the businesses of the Company. External advises and professional services are sought when needed to remove any iota of non-compliance. Internal Audit is also carried out regularly to monitor the compliances with the Company’s policies and the applicable statutory regulations.

● **Reputation Risk-**

Company’s reputation is a vital ingredient to business success, whether in regards to customer trust or employee loyalty. While key ingredients for acquiring a good corporate reputation, such as high quality, outstanding service, and competitive prices, are relatively well understood, there are seemingly countless ways in which a brand might be damaged. Reputation Risk is a very high risk factor and cause long term or irreparable loss to the business or profitability.

The Company takes pride in the enormous goodwill and brand value that it has built due to decades of providing exemplary services guided by the sole principle of customer centricity. It has built a truly dedicated workforce which share the same responsibility of delivering utmost good services whilst safeguarding the interest of the stakeholder and the reputation of the Company.

INTERNAL CONTROL SYSTEMS

The internal control system of the Company is designed to suit the complexity of its business operations. The system ensures strict adherence to all applicable statutes and regulations governing the business operations. The internal financial controls with reference to financial statements as designed and implemented by the Company are adequate. The internal financial control procedure adopted by the Company is adequate for safeguarding its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and the timely preparation of reliable financial information.

There has been no material developments in the area of Human Resources.

The Company had 39 permanent employees during the year under review.

DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS, ALONG WITH DETAILED EXPLANATIONS THEREFOR:

| RATIO ANALYSIS | 2023 | | 2022 | | REMARKS |
|---------------------------|-----------------|-------|-----------------|-------|--------------------------|
| Debtor Turnover | 217915/6047917 | 0.04 | 226222/5659431 | 0.04 | No Changes |
| Inventory Turnover | 1508688/6047917 | 0.25 | 1305477/5659431 | 0.23 | Increased by 8.69% (a) |
| Operating Profit Ratio% | 166416/6047917 | 0.03 | 314674/5659431 | 0.05 | Decreased by 40.00% (b) |
| Net Profit Ratio% | 101916/6047917 | 0.02 | 259867/5659431 | 0.04 | Decreased by 50.00% (b) |
| Debts Equity Ratio % | Nil (No debt) | | 3002/798442 | 0.01 | Decreased by 100.00% (c) |
| Interest Coverage Ratio % | 485.31 Times | | 427.41 Times | | Increased by 13.55% (b) |
| Current Ratio % | 2946696/39075 | 75.41 | 3048032/44033 | 69.22 | Increased by 8.94% (d) |
| Return on Networth % | 2.20% | | 5.63% | | Decreased by 60.92% (b) |

NOTE

- (a) Due to increase of fund deployment towards Capital market exposure.
- (b) On account of low consultancy fee earned by the Company and low income from Capital market along with marginal increase in operating cost.
- (c) Due to repayment made by the Company towards all outstanding loans.
- (d) Majorly due to increase of available funds in liquid instruments and stock inventory.

Details of change in return on Net Worth as compared to the immediately previous Financial Year along with a detailed explanation thereof :

There has been low return on Networth in the current year owing to losses arising primarily due to volatile secondary market situations.

Cautionary Statement

This Management Discussion and Analysis provides the details of the Company objectives. Statements detailed here are not exhaustive but are for information purposes only. The actual performance of the Company in future may vary substantially from those outlined herein. Some of the statements written herein are forward looking and should not be construed as a guarantee of performance. The readers must exercise their due diligence before forming any opinion based on this statement.

For and on behalf of the Board

Place: Kolkata
Date: 6th May, 2023

Ratan Lal Gaggar
Chairman

ANNEXURE- II

CORPORATE GOVERNANCE REPORT

A report on Corporate Governance is set out in compliance with the Corporate Governance requirements as stipulated in Regulation 34(3) read with Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company's corporate governance philosophy encompasses regulatory and legal requirements, which aims at a high level of business ethics, effective supervision and enhancement of value for all stakeholders. The highest levels of corporate governance are material for us to maximise operational transparency for investors, regulators and other stakeholders, besides preserving minority shareholder's interests and reducing potential reputation risk.

To ensure transparency, fairness and objectivity in the organisation's functioning and unquestioned integrity of all personnel involved, the Company has proactively adopted various policies and best practices towards ensuring compliance with Corporate Governance norms. The Company's policy on compliance with external regulatory requirements is backed by stringent internal policies and principles to ensure, inter alia, maintenance of confidentiality of client information and prevention of insider trading through adoption of various policies. Your company has fulfilled all the existing guidelines prescribed by the Securities and Exchange Board of India (SEBI) in chapter IV read with schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

And, while in tougher environments we may not hit our return targets, our corporate governance strategies over the past several years have raised the floor of our returns, while retaining the upside in more conducive markets and lowering the overall volatility. Across all our businesses, we are focused on the forward.

We ensure the effective implementation of our corporate governance model through our experienced, skilled and diversified Board of Directors. With their collective professional expertise and backgrounds, they propel the realisation of the Company's vision and strategy. They are mandated to ensure strict adherence to all compliance and regulatory requirements to nurture the trust of our stakeholders.

Your Company is committed to adopt the best governance practices and their adherence in the true spirit at all times in the right way which is not limited to compliance with its applicable statutory requirements but also includes a strict application of best management practices amid the contemporary and continually changing business environment.

THE COMPANY'S CORPORATE GOVERNANCE PRINCIPLES AND SYSTEM:

1. The Board of Directors of the Company periodically reviews its corporate strategies, annual budgets and sets, implements and monitors corporate objectives. It effectively monitors the Company's governance practices and ensures transparent Board processes. Further it appoints and compensates the key executives and monitors their performance. It strives to maintain overall integrity of the accounting and financial reporting system. As on the date of this report, the Independent & Non-Executive Directors form 50% of the Board of Directors.
2. The Board has constituted several Committees viz. Audit Committee, Corporate Social Responsibility Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, as required statutorily. The Board is empowered to constitute additional functional Committees depending upon the business needs. Accordingly, Management Committee of Directors has been formed to address routine decision-making in ordinary course of its business and Investment Committee to undertake investment activities of the Company viz. trading and investment shares and securities etc.
3. The Company has established a Code of Conduct for Directors and Senior Management of the Company.
4. Whistle Blower Policy wherein the Employees and Directors may have the direct access to the Chairperson of the Audit Committee.
5. Risk Management framework to identify the risk for its businesses, to assess the probability of its occurrence and its mitigation plans. The information about the updated status of risks is placed before the Board of Directors and the Audit Committee, on quarterly basis for taking suitable steps.

BOARD OF DIRECTORS

SIZE AND COMPOSITION OF THE BOARD

The Company's policy is to have an appropriate mix of Executive, Non-Executive and Independent Directors which is essential to separate the two main Board's function viz. governance and management. Out of the total strength of ten Directors as on date of this Report, five are Independent Directors, four are Non-Executive Directors (including a Woman Director) and one is Executive Director. Mr. Vijay Maheshwari-Non Executive Director is a relative (father-in-law) of Mrs. Garima Maheshwari- Non Executive (Woman) Director. Save and except this, none of the Directors of the Company is related to other Directors. All the members of the Board are persons with professional expertise and valuable experience in their respective areas of specialisation and bring a wide range of skills and experience to the Board. The composition of the Board is in conformity with the provisions of the Companies Act, 2013 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR Regulations').

INDEPENDENT DIRECTORS

The Board has received confirmation from the Independent Directors that they satisfy the conditions of their independence as laid down under Section 149(6) of the Companies Act 2013 read with rule 5 and rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and the regulation 16(1)(b) and regulation 25(8) of the Listing Regulations. Further, the Independent Directors have included their names in the data bank of independent directors maintained with the Indian Institute of Corporate Affairs in terms of Section 150 of the said Act and rules thereto.

Based on the confirmations received as above, the Board is of the opinion that all the Independent Directors of the Company fulfil the conditions specified under the said Act and Listing Regulations and are independent of the management.

DETAILED REASONS FOR THE RESIGNATION OF AN INDEPENDENT DIRECTOR WHO RESIGNS BEFORE THE EXPIRY OF HIS TENURE ALONG WITH A CONFIRMATION BY SUCH DIRECTOR THAT THERE ARE NO OTHER MATERIAL REASONS OTHER THAN THOSE PROVIDED:

No Independent Director has resigned before expiry of his/her tenure.

The information relating to the number and category of other directorships and committee chairmanships/memberships held by the Directors in other public companies including the names of the listed entities as on March 31, 2023 is as follows:

| Name of the Director | Category in the Company | No. of Directorship in other public companies* (excluding the Company) | | | | No. of Committee positions held in other public companies** (excluding the Company) | | No. of Shares held in the Company |
|---------------------------------------|-------------------------------|--|--|--------------------------|----------|---|---------|-----------------------------------|
| | | Listed | Name of the Listed Company | Category of Directorship | Unlisted | Chairman | Member# | |
| Mr. Ratan Lal Gagar, DIN:00066068 | Independent Director Chairman | 2 | Duroply Industries Limited | Independent Director | 3 | 1 | 4 | NIL |
| | | | International Combustion (India) Ltd. | Independent Director | | | | |
| Dr. Basudeb Sen DIN: 00056861 | Independent Director | 1 | Dhunseri Ventures Ltd. | Independent Director | NIL | - | 2 | 4,000 |
| Mr. S. A. Ramesh Rangan DIN: 07586413 | Independent Director | 2 | Equitas Small Finance Bank Ltd. | Independent Director | 1 | - | 4 | NIL |
| | | | Panyam Cements and Mineral Industries Ltd. | Independent Director | | | | |

| Name of the Director | Category in the Company | No. of Directorship in other public companies* (excluding the Company) | | | | No. of Committee positions held in other public companies** (excluding the Company) | | No. of Shares held in the Company |
|---|-----------------------------------|---|----------------------------------|--------------------------|----------|--|---------|-----------------------------------|
| | | Listed | Name of the Listed Company | Category of Directorship | Unlisted | Chairman | Member# | |
| Mr. Santanu Mukherjee DIN: 07716452 | Independent Director | 4 | Bandhan Bank Limited | Independent Director | 1 | 2 | 4 | NIL |
| | | | Suven Life Sciences Limited | Independent Director | | | | |
| | | | Rainbow Children's Medicare Ltd. | Independent Director | | | | |
| | | | Aurobindo Pharma Limited | Independent Director | | | | |
| Mr. Vijay Maheshwari DIN: 00216687 | Promoter & Non-Executive Director | 1 | Paramount Communications Limited | Independent Director | 1 | 1 | - | 16,69,220 |
| Mr. Prashant Shekhar Panda DIN: 00596554 | Independent Director | NIL | - | - | 1 | - | - | NIL |
| Mr. Anil Kumar Birla DIN: 00015948 | Non-Executive Director | NIL | - | - | - | - | - | 6,000 |
| Mr. Bijay Murmuria DIN: 00216534 | Promoter & Non-Executive Director | NIL | - | - | 1 | - | - | 3,69,920 |
| Mrs. Garima Maheshwari DIN: 07001628 | Non-Executive (Woman) Director | NIL | - | - | NIL | - | - | 25,000 |
| Mr. Bhawani Shankar Rathi DIN: 00028499 | Promoter & Wholetime Director | NIL | - | - | NIL | - | - | 1,19,270 |

*excluding directorships in Private Companies, Foreign Companies and Section 8 Companies.

** includes only Audit Committee and Stakeholders' Relationship Committee of Public Limited Companies.

Membership of the Committees excludes the chairman position.

All the conditions as prescribed under the SEBI (LODR) Regulations, 2015 with respect to directorships, committee memberships and chairmanship, are being complied with by the Directors of the Company. Further, they have made the necessary disclosures regarding the same.

SKILLS, EXPERTISE AND COMPETENCE OF THE BOARD

The Directors of the Company comprise qualified and well experienced members who bring in the required skills, experience, competence and expertise effectively contributing to the Board and Committee proceedings. The Board members are committed to ensuring that the Board is in compliance with the highest standards of corporate governance.

The individual members of the Board of Directors has been identified with the key skills, expertise, competence and attributes in various functional spheres which are required in the context of the Company's business including effective functioning of the Company under overall superintendence of relevant collective body.

| Sl. No. | Nature of key skills, expertise, competence and attributes | Whether such key skills, expertise, competence and attributes are available with the Company's Board |
|---------|--|--|
| 1. | Domain expertise in Investment/ Merchant Banking | Yes |
| 2. | Sound knowledge and expertise in Financial Service matters | Yes |
| 3. | Expertise in Legal, Governance and Risk Management | Yes |
| 4. | Business development, Sales and marketing | Yes |
| 5. | Leadership qualities and management expertise | Yes |

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

All the Directors including Independent Directors are provided with the necessary documents / brochures, reports and internal policies, codes of conduct to enable them to familiarise with the Company's procedure and practices. Directors are regularly updated on performance of each line of business of the Company, business strategy going forward and new initiatives being taken / proposed to be taken by the Company through presentation. The details of the familiarisation programme of the Independent Directors are available on the Company's website at http://www.sumedhafiscal.com/familiarization_programme.pdf.

CODE OF CONDUCT FOR DIRECTORS AND SENIOR EXECUTIVES

The Company has adopted the Code of Conduct which applied to all the Board members and the senior management personnel and same is available on the website of the Company at <http://www.sumedhafiscal.com/CodeofConduct.asp>. It is the responsibility of all Board members and senior management personnel to familiarise themselves with the Code of Conduct and comply with its provisions. All the Board members and senior management personnel have affirmed compliance with the Code.

In absence of Managing Director, a declaration to this effect duly signed by the Whole-time Director is given below:

To the Shareholders of Sumedha Fiscal Services Ltd.

Sub.: Compliance with Code of Conduct

I hereby declare that all the Board Members and the Senior Management Personnel have affirmed compliance with the Code of Conduct as adopted by the Board of Directors and applicable to them for the financial year ended March 31, 2023.

Place: Kolkata
Date: May 6, 2023

Bhawani Shankar Rathi
Whole-time Director

MEETINGS OF THE BOARD

The Board Meetings are held at the Registered Office of the Company. All the Board Meetings and Committee Meetings, during the Financial Year 2022-23, were held through video conferencing mode whilst complying with all the statutory and safety norms.

The Board of Directors met four times during the FY 2022-23 ended on March 31, 2023. The required quorum was present at all the Meetings. During the year under review, the Board Meetings were held on May 23, 2022, August 5, 2022, November 8, 2022 and January 21, 2023.

| Name of the Director | Category | No. of Board Meetings | | Attendance at last AGM held on September 17, 2022 |
|--|---------------------------------------|-----------------------|----------|---|
| | | Held | Attended | |
| Mr. Ratan Lal Gagar, Chairman DIN: 00066068 | Independent Non-Executive Director | 4 | 3 | Yes |
| Dr. Basudeb Sen DIN: 00056861 | Independent Non-Executive Director | 4 | 3 | No |
| Mr. S. A. Ramesh Rangan DIN: 07586413 | Independent Non-Executive Director | 4 | 4 | Yes |
| Mr. Santanu Mukherjee DIN: 07716452 | Independent Non-Executive Director | 4 | 4 | Yes |
| Mr. Vijay Maheshwari DIN: 00216687 | Promoter & Non-Executive Director | 4 | 4 | Yes |
| Mr. Prashant Shekhar Panda DIN: 00596554 | Independent Non-Executive Director | 4 | 4 | Yes |
| Mr. Anil Kumar Birla DIN: 00015948 | Non-Executive Director | 4 | 3 | No |
| Mr. Bijay Murmuria DIN: 00216534 | Promoter & Non-Executive Director | 4 | 4 | Yes |
| Mrs. Garima Maheshwari DIN: 07001628 | Non-Executive Director | 4 | 4 | Yes |
| Mr. Bhawani Shankar Rathi Wholetime Director DIN: 00028499 | Promoter & Executive Director | 4 | 4 | Yes |

SEPARATE MEETING OF INDEPENDENT DIRECTORS

During the Financial Year 2022-23, a separate meeting of the Independent Directors of the Company was held on 21st January 2023, without the presence of the non-executive directors, executive directors and the management team of the Company. All the Independent Directors of the Company attended the meeting. The matters considered and discussed thereat, inter alia, included those prescribed under Schedule IV of the Companies Act, 2013 and Regulation 25 of the Listing Regulations, among others.

BOARD FUNCTIONING AND PROCEDURE

Board Meeting Frequency and Circulation of Agenda Papers

The Board meets at regular intervals to discuss and decide on business strategies/ policies and review the financial performance of the Company. The detailed agenda along with the relevant notes and other material information, are sent in advance individually to each Director and in exceptional cases, placed at the meeting of the Board in accordance with the applicable laws. This ensures timely and informed decisions by the Board. Information is provided to the Board Members on a continuous basis for their review, inputs and approval. The Company's quarterly and annual financial results/ statements are first presented to the Audit Committee and subsequently placed before the Board for its approval.

In addition, various matters such as appointment of Directors and Key Managerial Personnel, details of investor grievances, important managerial decisions, material positive/ negative developments and legal/ statutory matters are presented to the respective Committee and placed for noting / approval of the Board subsequently upon recommendation by respective Committee.

The documents containing Unpublished Price Sensitive Information are submitted to the Board at a shorter notice, as per the general consent taken from the Board, from time to time.

Presentation by the Management

The senior executives/management of the Company and its subsidiaries are also invited to attend the meetings of the Board, Committee, to make representations on plans, business performance, operations, financial performance, risk management, regulatory environment of the Company and for other issues and matters which the Board wants to be apprised of periodically and to provide clarifications as and when necessary.

Access to Employees

The Directors bring an independent perspective on the issues deliberated by the Board. They have complete and unfettered access to any information of the Company and to any employee of the Company.

Availability of Information to the Board Member Includes

- Performance of each line of business, business strategy going forward, new initiatives being taken / proposed to be taken and business plans of the Company.
- Annual operating plans and budgets including capital expenditure budgets and any updates.
- Quarterly results of the Company including results of the business segments.
- Minutes of the meetings of Committees of the Board.
- The information on recruitment and remuneration of senior officers just below the Board level, including appointment or removal of Chief Financial Officer and the Company Secretary.
- Show cause, demand, prosecution notices and penalty notices which are materially important.
- Fatal or serious accidents, dangerous occurrences, any material effluent or pollution problems.
- Any material default in the financial obligations to and by the Company, or substantial non-payment for goods sold / services provided by the Company.
- Any issue, which involves possible public or product liability claims of substantial nature.
- Judgment or order which, may have passed strictures on the conduct of the Company or taken an adverse view regarding another enterprise that can have negative implications on the Company.
- Details of any joint venture or collaboration agreement.
- Transactions that involve substantial payment towards goodwill, brand equity, or intellectual property.
- Significant labour problems and their proposed solutions. Any significant development in Human Resources / Industrial Relations front like signing of wage agreement, implementation of Voluntary Retirement Scheme etc.
- Sale of material nature, of investments, subsidiaries, assets, which is not in normal course of business.
- Quarterly details of derivatives exposures and the steps taken by the management to limit the risks of adverse movement, if material.
- Non-compliance of any regulatory, statutory nature or listing requirements and shareholders servicing issues, such as non-payment of dividend, delay in share transfer etc.
- Unforeseen circumstance affecting business/normal function.
- Statutory compliance report of all laws applicable to the Company.
- Details of the transactions with the related parties.
- General notices of interest of directors.
- Appointment, remuneration and resignation of Directors.

Post Meeting follow up Mechanism

The important decisions taken at the Board / Committee meetings are promptly communicated to the respective units/departments. Action taken report on the decisions of the previous meeting(s) is placed at the immediately succeeding meeting of the Board/ Committee for information and review by the Board.

Minutes of the Meetings

The draft minutes of the Board/Committee meetings are circulated amongst the Directors/Members for their perusal and comments within 15(fifteen) days from the date of conclusion of the meeting in accordance with Secretarial Standard-1 (the “SS-1”) issued by the Institute of Company Secretaries of India. Suggestions, if any, received from the Directors/Members are suitably incorporated in the draft minutes, in consultation with the Chairman of the Board/ Committee.

BOARD COMMITTEES

The Board of Directors has constituted following statutory Committees to function according to applicable statutory guidelines

under Companies Act, 2013 and Listing Regulations and to take informed decisions in the best interest of the Company -

1. Audit Committee
2. Nomination and Remuneration Committee
3. Stakeholders' Relationship Committee
4. Corporate Social Responsibility Committee

Details on the role and composition of these committees, including the number of meetings held during the financial year and the related attendance are provided below:

(I) Audit Committee

Composition, Meetings & Attendance

The Committee is headed by an Independent Director and consists of the members as stated below. The Audit Committee met four times during the FY 2022-23 ended on March 31, 2023 i.e. on May 23, 2022, August 5, 2022, November 8, 2022 and January 21, 2023. The composition of the Committee and attendance of each Audit Committee Member is as under:-

| Name of the Director | Category | No. of Audit Committee Meetings | |
|--------------------------------------|------------------------------------|---------------------------------|----------|
| | | Held | Attended |
| Mr. Prashant Shekhar Panda, Chairman | Independent Non-Executive Director | 4 | 4 |
| Mr. S. A. Ramesh Rangan | Independent Non-Executive Director | 4 | 4 |
| Mr. Santanu Mukherjee | Independent Non-Executive Director | 4 | 4 |
| Mr. Bijay Murmuria | Promoter & Non-Executive Director | 4 | 4 |

The constitution and terms of reference of the Audit Committee meet the requirements of Regulation 18 of the Listing Regulations read with the relevant provisions of Section 177 of the Companies Act, 2013.

The Company Secretary acts as the Secretary to the Committee. The Meetings of the Audit Committee are also attended by the Chief Financial Officer, Internal Auditors and the Statutory Auditors as invitees. The Audit Committee had reviewed the information stipulated in part C of the Schedule II of the Listing Regulations during above Meetings.

The terms of reference of the Committee inter-alia include:-

1. Reviewing the Company's financial reporting process and its financial statements.
2. Reviewing the accounting and financial policies and practices and compliance with applicable accounting standards.
3. Reviewing the efficacy of the internal control mechanism, monitor risk management policies adopted by the Company and to ensure compliance with regulatory guidelines.
4. Reviewing reports furnished by the Internal and Statutory Auditors, and to ensure that suitable follow-up action is taken.
5. Examining accountancy and disclosure aspects of all significant transactions.
6. Reviewing with management the quarterly, half yearly & annual financial statements including review of qualifications, if any, in the Audit Report before submission to the Board for approval.
7. Recommending appointment of External and Internal Auditors and fixation of audit fees.
8. Seeking legal or professional advice, if required.
9. Approval or any subsequent modifications of transactions of the Company with related parties.
10. Scrutiny of Inter-Corporate loans and investments.
11. Valuation of undertakings or assets of the Company, wherever required.
12. Review policy vigil mechanism of the Company from time to time.

(II) Nomination and Remuneration Committee (NRC)

Composition, Meetings & Attendance

The NRC is headed by an Independent Director and consists of the following members as stated below. The NRC met thrice during the FY 2022-23, on May 23, 2022, November 8, 2022 and January 21, 2023.

| Name of the Director | Category | No. of NRC Meetings | |
|--------------------------------------|------------------------------------|---------------------|----------|
| | | Held | Attended |
| Mr. Prashant Shekhar Panda, Chairman | Independent Non-Executive Director | 3 | 3 |
| Mr. S. A. Ramesh Rangan | Independent Non-Executive Director | 3 | 3 |
| Mr. Santanu Mukherjee | Independent Non-Executive Director | 3 | 3 |
| Mr. Bijay Murmuria | Promoter & Non-Executive Director | 3 | 3 |

The broad terms of reference of the NRC include:

- To identify persons who are qualified to become Directors (Executive, Non-Executive and Independent Directors) and who may be appointed in senior management in accordance with the criteria laid down,
- To recommend to the Board for their appointment and removal.
- To formulate the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy, relating to the remuneration for the directors (Executive, Non-Executive and Independent Directors), key managerial personnel and other employees.
- To specify the manner of effective evaluation of performance of the Board of Directors, its committees and individual directors and review implementation and thereof.
- Plan for succession of Board members and Key Managerial Personnel;
- Devising a policy on Board diversity;
- Recommend to the Board, all remuneration, in whatever form, payable to senior management.

The constitution and term of reference of the NRC meet the requirements of Regulation 19 of the Listing Regulations and Section 178 (1) & (2) of the Companies Act, 2013.

Remuneration Policy

In terms of the provisions of the Companies Act, 2013 and the Listing Regulations, the Board of Directors of the Company has adopted Remuneration Policy for remuneration of Directors, Key Managerial Personnel (KMP) and Senior Management, which forms part of this Annual Report. The Nomination and Remuneration Committee inter-alia identifies persons qualified for appointment as Directors and in senior management positions and recommends their remunerations. Remuneration of the Wholetime Director is recommended by the Board of Directors, subject to approval of the shareholders. The details of the Remuneration Policy has been posted on the website of the Company - http://www.sumedhafiscal.com/policies_feb2022/N_R_Policy_wef09022022.pdf.

The Policy, inter alia, provides the criteria for performance evaluation such as board effectiveness, quality of discussion and contribution at the meetings, business acumen, strategic thinking, time commitment, relationship with the stakeholders, corporate governance practices, contribution of the committees to the Board in discharging its functions etc.

Remuneration of Wholetime Director

The remuneration of the Wholetime Director is recommended by the Nomination and Remuneration Committee to the Board of Directors and after approval by the Board the same is approved by the shareholders. Wholetime Director does not receive any sitting fee for attending the Board and Committee meetings. He has not been issued any stock option during the Financial Year 2022-23. The details of remuneration paid/payable to Mr. B. S. Rathi, Wholetime Director for the year ended March 31, 2023 are as under:

| Mr. B. S. Rathi, Wholetime Director (FY 2022-23) | (in Rs.) |
|--|------------------|
| Salary | 24,00,000 |
| Bonus | 2,81,250 |
| House Rent Allowance | 3,60,000 |
| Other allowances | 3,60,000 |
| Employer's Contribution to PF | 3,05,171 |
| Leave Encashment | 1,88,063 |
| Total | 38,94,484 |

Remuneration of Directors

Details of remuneration paid to Directors during the financial year 2022-23

| Name of Directors | Meetings Fees (Rs.) | Salary & Perks (Rs.) | Total (Rs.) | No. of Shares held as on 31-Mar-23 |
|--|---------------------|----------------------|------------------|------------------------------------|
| Mr. Ratan Lal Gaggar, Chairman | 40,000 | - | 40,000 | - |
| Dr. Basudeb Sen | 40,000 | - | 40,000 | 4,000 |
| Mr. S. A. Ramesh Rangan | 1,30,000 | - | 1,30,000 | - |
| Mr. Santanu Mukherjee | 1,20,000 | - | 1,20,000 | - |
| Mr. Prashant Shekhar Panda | 1,30,000 | - | 1,30,000 | - |
| Mr. Vijay Maheshwari | 40,000 | - | 40,000 | 16,69,220 |
| Mr. Anil Kumar Birla | 50,000 | - | 50,000 | 6,000 |
| Mr. Bijay Murmura | 1,30,000 | - | 1,30,000 | 3,69,920 |
| Mr. Bhawani Shankar Rathi, Wholetime Director | - | 38,94,484 | 38,94,484 | 1,19,270 |
| Mrs. Garima Maheshwari | 40,000 | - | 40,000 | 25,000 |
| Total | 7,20,000 | 38,94,484 | 46,14,484 | |

(III) Stakeholders' Relationship Committee

Composition, Meetings & Attendance

The Stakeholders' Relationship Committee (the "SRC") is headed by an Independent Director and consists of the following members. The Committee met once during the FY 2022-23 on January 21, 2023. The composition and attendance of each Committee Member is as under:-

| Name of the Member | Category | No. of SRC Meetings | |
|--------------------------------------|------------------------------------|---------------------|----------|
| | | Held | Attended |
| Mr. Prashant Shekhar Panda, Chairman | Independent Non-Executive Director | 1 | 1 |
| Mr. Anil Kumar Birla | Non-Executive Director | 1 | 1 |
| Mr. Bijay Murmura | Promoter & Non-Executive Director | 1 | 1 |

Function and term of reference

The Committee has the mandate to look into and review the actions for redressal of security holders grievances, such as non-receipt of transferred / transmitted share certificates/ annual report / declared dividend etc. as also to review the reports submitted by the Company Secretary relating to approval / confirmation of requests for share transfer/ transmission / transposition/ consolidation/ issue of duplicate share certificates/ sub-division, remat, demat of shares etc. from time to time.

The constitution and term of reference of the Stakeholders Relationship Committee meet the requirements of Regulation 20 of the Listing Regulations and Section 178(5), (6) & (7) of the Companies Act, 2013. The Chairman of the Committee was present in the last Annual General Meeting to address the queries, if any, of the shareholders. Ms. Dhvani Fatehpuria, Company Secretary is the Compliance Officer of the Company.

Details of Investor Complaints/Requests

The Company received the following service requests (not amounting to complaint) from various shareholders / investors directly and/or through the Share Transfer Agent (STA) during the FY 2022-23. The Company has addressed all the requests during the year.

Status of requests received from shareholders during FY 2022-23 -

| Name of Directors | Pending at the beginning of the year (01.04.2022) | Received during the year | Disposed of during the year | Unresolved at the end of the year (31.03.2023) |
|-----------------------------------|---|--------------------------|-----------------------------|--|
| Bank A/C Details | 0 | 0 | 0 | 0 |
| Change of Address | 0 | 0 | 0 | 0 |
| Duplicate Dividend Warrant | 0 | 0 | 0 | 0 |
| Name Deletion/Name Correction | 0 | 3 | 3 | 0 |
| Issue of Duplicate Certificate | 0 | 11 | 10 | 1 (in process) |
| Exchange of old Share Certificate | 0 | 0 | 0 | 0 |
| Revalidation of Dividend Warrant | 0 | 2 | 2 | 0 |
| Stop Transfer | 0 | 0 | 0 | 0 |
| Transmission | 0 | 2 | 1 | 1 (in process) |
| Annual Report | 0 | 0 | 0 | 0 |
| IEPF | 0 | 9 | 9 | 0 |
| Miscellaneous | 0 | 1 | 1 | 0 |
| TOTAL | 0 | 28 | 26 | 2 |

Details of investor complaints received and resolved during the FY 2022-23 are as follows:-

| Pending at the beginning of the year | Received during the year | Redressed/Replied during the year | Pending at the year end |
|--------------------------------------|--------------------------|-----------------------------------|-------------------------|
| Nil | Nil | Nil | Nil |

(IV) Corporate Social Responsibility Committee

Composition, Meetings & Attendance

The Corporate Social Responsibility (the “CSR”) Committee is headed by an Independent Director and consists of the following members. The Committee met once during the FY 2022-23 on May 12, 2022. The composition and attendance of each Committee Member is as under:-

| Name of the Member | Category | No. of CSR Meetings | |
|-----------------------------------|------------------------------------|---------------------|----------|
| | | Held | Attended |
| Mr. S. A. Ramesh Rangan, Chairman | Independent Non-Executive Director | 1 | 1 |
| Mr. Anil Kumar Birla | Non-Executive Director | 1 | 1 |
| Mr. Bijay Murmura | Promoter & Non-Executive Director | 1 | 1 |

The CSR Committee has been constituted to identify, execute and monitor CSR projects and assist the Board and the Company in fulfilling its CSR Objectives.

The broad terms of reference of the CSR Committee is as follows:

- Formulate and recommend to the Board, the CSR Policy which shall include the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013 and Rules thereto;
- Make recommendations on the amount of expenditure to be incurred on CSR activities;
- Institute a transparent monitoring mechanism for implementation of the CSR activities to be undertaken by the Company;
- Such other tasks as may be entrusted to it by the Board of Directors, from time to time.

Other Committees

Management Committee of Directors

Apart from the above statutory committees, the Board of Directors has constituted Management Committee of Directors comprising of three (3) Directors to oversee routine matters that are in the normal course of the business. The Board of Directors has delegated certain powers to this Committee to facilitate the working of the Company.

Investment Committee of Directors

Apart from the above statutory committees, the Board of Directors has also constituted Investment Committee of Directors comprising of three (3) Directors to undertake investment activities of the Company viz. trading and investment shares and securities etc. The Board of Directors has delegated certain powers to this Committee to facilitate the working of the Company.

GENERAL BODY MEETINGS

Particulars of the last three Annual General Meetings are as follows:-

Details of last three Annual General Meetings and particulars of Special Resolutions and Postal Ballot:

| Financial Year ended | Date and time | Venue | Special Resolutions Passed |
|----------------------|----------------------------------|--|--|
| March 31, 2020 | September 19, 2020 at 10.30 a.m. | Through Video Conferencing / Other Audio Visual Means (deemed venue for the Meeting: Registered Office of the Company at 6A Geetanjali, 8B Middleton Street, Kolkata – 700 071.) | No Special Resolution was transacted at the Meeting. |
| March 31, 2021 | September 17, 2021 at 10.30 a.m. | Through Video Conferencing / Other Audio Visual Means (deemed venue for the Meeting: Registered Office of the Company at 6A Geetanjali, 8B Middleton Street, Kolkata – 700 071.) | No Special Resolution was transacted at the Meeting. |
| March 31, 2022 | September 17, 2022 at 10.30 a.m. | Through Video Conferencing / Other Audio Visual Means (deemed venue for the Meeting: Registered Office of the Company at 6A Geetanjali, 8B Middleton Street, Kolkata – 700 071.) | No Special Resolution was transacted at the Meeting. |

POSTAL BALLOT

During FY 2022-23, two (2) Postal Ballots were conducted by the Company for obtaining the approvals of the members. The details of the Postal Ballots conducted are mentioned below:

Postal Ballot 1:

Date of Postal Ballot Notice: May 23, 2022.

Voting period: Saturday, May 28, 2022 at 9.00 a.m. (IST) and closed on Sunday, June 26, 2022 at 5.00 p.m. (IST).

Date of Declaration of Results: Monday, June 27, 2022.

Voting Pattern:

| Item No. | Description | Type of Resolution | Total No. of Votes cast | Votes in Favour | | Votes Against | |
|----------|--|--------------------|-------------------------|-----------------|---------|---------------|--------|
| | | | | No. of votes | % | No. of votes | % |
| 1. | Approval of Re-appointment and Remuneration of Mr. Bhawani Shankar Rathi (DIN: 00028499) as Whole-time Director of the Company for a further period of 3 (three) years with effect from 1st April 2022 | Special Resolution | 4066931 | 4066880 | 99.9987 | 51 | 0.0013 |

Postal Ballot 2:

Date of Postal Ballot Notice: January 21, 2023.

Voting period: Wednesday, February 01, 2023 at 9.00 a.m. (IST) and closed on Thursday, March 02, 2023 at 5.00 p.m. (IST).

Date of Declaration of Results: Friday, March 03, 2023.

Voting Pattern:

| Item No. | Description | Type of Resolution | Total No. of Votes cast | Votes in Favour | | Votes Against | |
|----------|---|--------------------|-------------------------|-----------------|-------|---------------|------|
| | | | | No. of votes | % | No. of votes | % |
| 1. | Consent of Members of the Company vide Special Resolution for continuance of Directorship of Dr. Basudeb Sen (DIN: 00056861) who will attain the age of 75 years on 16-Jun-2023, as an Independent Non-Executive Director of the Company till the conclusion of his tenure of appointment | Special Resolution | 4226008 | 4225254 | 99.98 | 754 | 0.02 |

Procedure for Postal Ballot:

In compliance with Regulation 44 of SEBI Listing Regulations, Section 108, 110 and other applicable provisions of the Act read with the Companies (Management and Administration) Rules, 2014 read with applicable general circulars issued by Ministry of Corporate Affairs and SEBI, the Postal Ballot Notice was sent only by way of email to those members whose e-mail ids were registered with the Depository Participants / Maheshwari Datamatics Private Limited, Company's Registrar and Share Transfer Agent ("RTA"). The Physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope were not sent to the members for these postal ballots in accordance with MCA Circulars.

The Company had appointed Central Depository Services (India) Limited (CDSL) for providing the e-voting facility to all its members. The Company also published a notice in the newspapers declaring the details and requirements as mandated by the Act and applicable rules.

Voting Rights were in proportion to the shares held by members whose names appeared in the Register of Members/ List of Beneficial Owners in the total paid-up equity share capital of Company as on the cut-off date. Members were requested to vote through remote e-voting only on or before the close of voting period.

Mr. Asit Kumar Labh, a Practicing Company Secretary (ACS 32891/ C.P. No.:14664) was appointed as Scrutinizer for conducting the postal ballot process through remote e-voting in a fair and transparent manner.

The scrutinizer completed the scrutiny and submitted his report to the Company Secretary and consolidated results of the voting were announced by the Company Secretary. The results of postal ballot voting (through e-voting) along with the Scrutinizer's Report were submitted to the Stock Exchanges where the securities of the Company are listed and placed on the website of the Company at http://www.sumedhafiscal.com/postal_ballot.asp. The same were also uploaded on CDSL's designated Portal.

No resolution is proposed for approval of the members by way of Postal Ballot as on the date of this report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis Report for the Financial Year 2022-23, prepared in accordance with the Listing Regulations, forms a part of this Annual Report.

ACCOUNTING STANDARDS FOLLOWED BY THE COMPANY

The financial statements of the Company have been prepared in accordance with Ind. AS, as notified under the Companies (Indian Accounting Standards) Rules, 2015 read with Section 133 of the Companies Act, 2013.

MEANS OF COMMUNICATION

a) Quarterly Results in newspapers & websites:

Quarterly, half-yearly and annual financial results are uploaded/submitted to designated website/email ID of BSE & CSE, in the prescribed manner followed by publication in prominent dailies [Financial Express (English) and Aajkal (Bengali)] in the form and manner prescribed by Regulation 33 and 47 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The same are also made available at the Company's website, as required.

b) Website www.sumedhafiscal.com:

Detailed information on the Company's business and services offered; quarterly / half yearly / nine months and annual financial results and quarterly distribution of Shareholding as well as other regulatory information are displayed on the Company's website.

c) Exclusive email ID for investors:

The Company has designated the email id investors@sumedhafiscal.com exclusively for investor servicing, and the same is prominently displayed on the Company's website www.sumedhafiscal.com. The Company strives to reply to the complaints within a period of 6 working days.

d) Annual Report:

Annual Report contains, inter-alia, Audited Annual Standalone Financial Statement, Consolidated Financial Statement, Directors' Report and Auditors' Report. The Management Perspective, Business Review and Financial Highlights are also part of the Annual Report.

e) Intimation to Stock Exchanges:

The Company periodically intimates stock exchanges all regulatory and price sensitive information and other information are material and of relevance to the shareholders.

GENERAL SHAREHOLDER INFORMATION

a) Annual General Meeting

Date : August 23, 2023 (Wednesday)
Time : 11.00 a.m.
Venue : Through Video Conferencing/ Other Audio Video Means (deemed venue at Registered Office of the Company at Geetanjali, 8B Middleton Street, Kolkata – 700 071)

b) Financial Year : April to March

Financial calendar for the financial year 2023-24 (tentative)

The tentative dates of meeting of the Board of Directors for consideration of quarterly financial results for the during the Financial Year 2023-24 are as follow:

| | | |
|--|---|-----------------------------|
| First Quarter Results | : | By middle of August, 2023 |
| Second Quarter and Half yearly Results | : | By middle of November, 2023 |
| Third Quarter Results | : | By middle of February, 2024 |
| Fourth Quarter and Annual Results | : | By end of May, 2024 |

c) Dates of Book Closure:

Thursday, 17th August, 2023 to Wednesday, 23rd August, 2023 (Both days inclusive).

d) Dividend

Dividend on Equity Shares will be made payable from 28th day of August, 2023, once approved. In respect of shares held in physical form, the dividend will be paid to such shareholders whose name appear in the Register of Members as on 16th August, 2023. In respect of shares held in electronic form, the dividend will be paid on the basis of beneficial ownership position as per the data to be furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for this purpose.

e) Listing on Stock Exchanges

| Name and Address of Stock Exchange | Stock Code |
|--|--------------|
| BSE Limited (BSE) | |
| Floor 25, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001. | 530419 |
| The Calcutta Stock Exchange Ltd. (CSE) | |
| 7, Lyons Range, Kolkata - 700 001. | 029093 |
| ISIN | INE886B01012 |

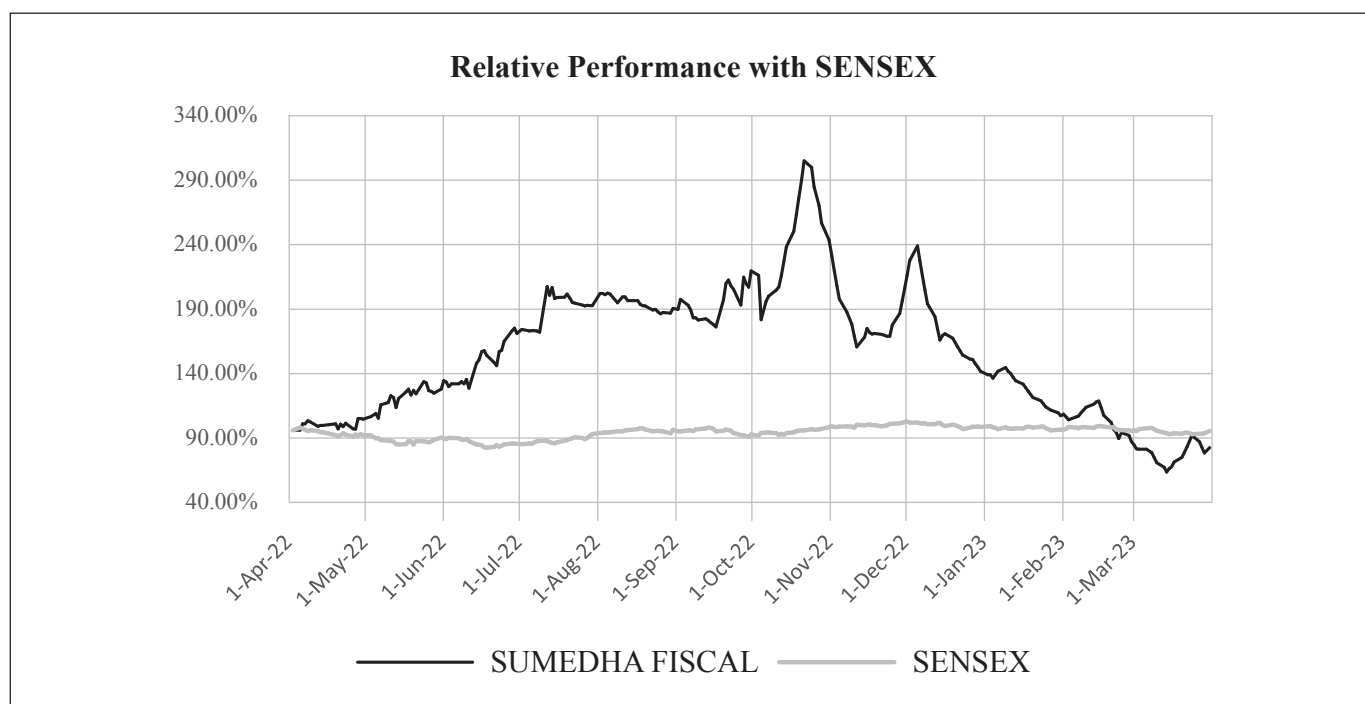
The listing fees for the financial year 2023-24 has been duly paid to the above Stock Exchanges.

f) Market Price Data

| Period | BSE Ltd. | | | | The Calcutta Stock Exchange Ltd | |
|-----------------|----------|--------|---------|------------------|---------------------------------|-----|
| | High | Low | Closing | Sensex (Closing) | High | Low |
| April, 2022 | 70.00 | 59.60 | 66.20 | 57,060.87 | - | - |
| May, 2022 | 84.75 | 64.00 | 84.30 | 55,566.41 | - | - |
| June, 2022 | 113.00 | 77.95 | 107.75 | 53,018.94 | - | - |
| July, 2022 | 133.50 | 107.30 | 119.75 | 57,570.25 | - | - |
| August, 2022 | 130.75 | 112.10 | 118.45 | 59,537.07 | - | - |
| September, 2022 | 143.90 | 107.50 | 136.15 | 57,426.92 | - | - |
| October, 2022 | 194.00 | 107.30 | 150.85 | 60,746.59 | - | - |
| November, 2022 | 143.35 | 95.25 | 128.00 | 63,099.65 | - | - |
| December, 2022 | 148.15 | 88.85 | 88.85 | 60,840.74 | - | - |
| January, 2023 | 91.50 | 67.80 | 67.80 | 59,549.90 | - | - |
| February, 2023 | 77.45 | 54.15 | 55.60 | 58,962.12 | - | - |
| March, 2023 | 60.45 | 39.17 | 52.71 | 58,991.52 | - | - |

g) Stock Performance: FY 2022-23 ended on March 31, 2023

Performance in comparison to BSE Sensex: Share Price Performance (April 2022 to March 2023)



h) Securities of the Company (Equity Shares) has never been suspended from trading.

i) Registrar & Share Transfer Agent

Maheshwari Datamatics Pvt. Ltd.
 [Unit: Sumedha Fiscal Services Ltd.]
 23 R. N. Mukherjee Road, 5th Floor, Kolkata – 700001.
 Phone: (033) 2243-5029; 2248-2248; 2231-6839
 Fax: (033) 2248-4787; E-mail ID: mdpldc@yahoo.com

j) Share Transfer System

As mandated by SEBI - LODR Regulations, as amended from time to time, securities can be transferred (including transmission and transposition) only in dematerialized form. Further, SEBI vide its circular dated January 25, 2022 has mandated that listed companies shall henceforth issue the securities in dematerialized form only while processing the service requests for (a) issue of duplicate securities certificate; (b) claim from Unclaimed Suspense Account; (c) Renewal/ Exchange of securities certificate; (d) Endorsement; (e) Sub-division/ Splitting of securities certificate; (f) Consolidation of securities certificates/folios; (h) Transmission, and (i) Transposition, which were earlier allowed in physical form. The necessary forms for the above request are available on the website of the Company at www.sumedhafiscal.com.

Accordingly, Shareholders are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the Company’s website. Members holding equity shares of the Company in physical form are requested to kindly get their equity shares converted into demat/ electronic form to get inherent benefits of dematerialisation and also considering that physical transfer of equity shares/ issuance of equity shares in physical form have been disallowed by SEBI. The Company has delegated the authority to its Registrar & Share Transfer Agent i.e. Maheshwari Datamatics Pvt. Ltd. All documents, transfers, transmission, demat requests and other communications in relation thereto are required to be addressed to the Registrar directly. In accordance with the said Circular, our RTA shall verify and process the service requests and thereafter issue a ‘Letter of confirmation’ in lieu of physical securities certificate(s), to the securities holder/ claimant. Such ‘Letter of Confirmation’ shall be valid for a period of 120 days from the date of its issuance, within which the securities holder/ claimant shall make a request to the Depository Participant for dematerializing the said securities.

During the year, the Company obtained, a certificate from a Company Secretary in Practice, certifying that all certificates for transfer, transmission, transposition, sub-division, consolidation, renewal, exchange and deletion of names were issued as required under Regulation 40(9) of the Listing Regulations. The certificate was duly filed with the Stock Exchanges.

k) Distribution of Equity Shareholding as on March 31, 2023

| No. of Shares | No. of Shareholders | % of Shareholders | Shares Held | % of Shareholding |
|-----------------|---------------------|-------------------|----------------|-------------------|
| 1-500 | 8662 | 92.2471 | 642174 | 8.0428 |
| 501-1000 | 338 | 3.5996 | 268320 | 3.3605 |
| 1001-2000 | 169 | 1.7998 | 252993 | 3.1686 |
| 2001-3000 | 64 | 0.6816 | 163708 | 2.0503 |
| 3001-4000 | 26 | 0.2769 | 93500 | 1.1710 |
| 4001-5000 | 19 | 0.2023 | 90384 | 1.1320 |
| 5001-10000 | 53 | 0.5644 | 375069 | 4.6975 |
| 10001 and above | 59 | 0.6283 | 6098276 | 76.3772 |
| | 9390 | 100.0000 | 7984424 | 100.0000 |

l) Shareholding Pattern as on 31st March, 2023

| Category | No. of Shares | % of holding |
|--|----------------|---------------|
| Promoters (Individual & Bodies Corporate) | 3957709 | 49.57 |
| Mutual Funds/Government(s) | 7300 | 0.09 |
| Bodies Corporate (Non-promoter) | 822905 | 10.31 |
| Indian Public (Individual) | 2834151 | 35.49 |
| Resident Individual (HUF) | 164589 | 2.06 |
| Trust | 296 | 0.00 |
| NRIs/OCBs | 53996 | 0.68 |
| Clearing Member | 11116 | 0.14 |
| Investor Education and Protection Fund Authority | 132362 | 1.66 |
| Total | 7984424 | 100.00 |

m) Dematerialisation of Shares & Liquidity

The Company's Equity Shares are compulsorily traded in the electronic form. The Company has entered into an Agreement with NSDL and CDSL to establish electronic connectivity of its equity shares for scrip less trading. Both NSDL & CDSL have admitted the Company's Equity Shares on their system.

As on March 31, 2023, 98.72% of total Equity Share Capital of the Company was held in dematerialised form (including 100% of the promoters' holding). The ISIN allotted by NSDL / CDSL is INE886B01012. Confirmation in respect of the requests for dematerialisation of shares is sent to NSDL and CDSL within the stipulated period.

n) Outstanding GDR / ADR or Warrants

As on date there are no Global Depository Receipts (GDR), American Depository Receipt (ADR), Warrants or any other convertible instrument.

o) Commodity price risk/foreign exchange risk and hedging activities

The Commodity Broking activities of SFSL Commodity Trading Pvt. Ltd. (subsidiary) has been discontinued since April, 2019.

The Company does not have any exposure in foreign currency transactions.

p) Branch Locations:

Mumbai

C-703 "Marathon Innova",
Off GanapatraoKadam Marg
Opp Peninsula Corporate Park, Lower
Parel (W), Mumbai - 400 013.

New Delhi

B1/12 Safdarjung Enclave,
2nd Floor, New Delhi – 110 029.

Ahmedabad

A/82, Pariseema Complex,
Opp. IFCI Bhavan, C. G. Road,
Ahmedabad – 380 009.

Bangalore

First Floor, Park Plaza,
No. 1 Park Road,
(Off. Infantry Road), Tasker Town,
Bangalore – 560 051.

q) Address for Correspondence

All shareholders' correspondence should be forwarded to Maheshwari Datamatics Pvt. Ltd., the Registrar and Transfer Agent of the Company or to the Investor Service Department at the Registered Office of the Company at the addresses mentioned below –

| | | |
|--|---|---|
| <p>Maheshwari Datamatics Pvt. Ltd. [Unit: Sumedha Fiscal Services Ltd.] 23 R. N. Mukherjee Road, 5th Floor, Kolkata – 700001. Phone: (033) 2243-5029; 2248-2248; 2231-6839, Fax: (033) 2248-4787 E-mail: mdpldc@yahoo.com</p> | <p>Investor Service Department Sumedha Fiscal Services Ltd. 6A, Geetanjali, 8B, Middleton Street, Kolkata – 700071. Phone: (033) 2229-8936/6758 E-mail: investors@sumedhafiscal.com</p> | <p>Compliance Officer Ms. Dhvani Fatehpuria Company Secretary & Compliance Officer Phone: (033) 2229-8936/6758 E-mail – compliance@sumedhafiscal.com</p> |
|--|---|---|

r) Credit Rating

The Company has not issued any debt instrument and therefore not liable to credit rating requirement.

s) Plant Location

The Company is engaged in investment banking and other corporate services, hence it does not have any plant.

OTHER DISCLOSURES

- **Related Party Transactions**

Particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act, 2013, in the prescribed Form AOC-2, is appended as **Annexure IV** to the Board's Report and have also been provided in Note No. 39 to the financial statements. There have been no other materially significant related party transactions, monetary transactions or relationships between the Company and its directors, the Management, subsidiaries or relatives during the year.

The Company has formulated a policy on materiality of related party transactions and also on dealing with related party transactions. The policy is available on the Company's website -http://www.sumedhafiscal.com/PolicyMateriality_of_RPT_wef01042019.pdf. The Policy intends to ensure that proper reporting, approval and disclosure processes are in place for all transactions between the Company and Related Parties.

All Related Party Transactions are placed before the Audit Committee (for approval) as well as the Board of Directors, on a quarterly basis.

- **Details of Non-Compliance by the Company, penalties, stricture imposed on the Company by the Stock Exchanges, SEBI or any statutory authorities or any matter related to capital markets**

The Company has complied with all the requirements of the Stock Exchanges / the Regulations and guidelines of SEBI and other Statutory Authorities on all matters relating to capital markets. No penalties or strictures have been imposed by SEBI, Stock Exchanges or any statutory authorities on matters relating to capital markets during the last three years.

- **Whistle Blower Policy and Affirmation that no personnel has been denied access to the Audit Committee**

The Company has established a vigil mechanism through a Whistle Blower Policy for directors and employees to report concerns about unethical behaviour, actual or suspected fraud or violation of the Company's code of conduct or ethics policy. The Policy is available on the Company's website <http://www.sumedhafiscal.com/CodeofConduct.asp>. The mechanism provides for adequate safeguards against victimisation of director(s) / employee(s) who express their concerns and also provides for direct access to the Chairman of the Audit Committee, in exceptional cases. During the year under review, no personnel was denied access to the Audit Committee. Further, no complaint of sexual harassment was received from any women employee.

- **Code for prevention of Insider Trading**

The Company has formulated comprehensive Code of Conduct to regulate, monitor and report trading by Insiders in line with the SEBI (Prohibition of Insider Trading) Regulations, 2015. The Code of conduct is available on the Company's website <http://www.sumedhafiscal.com/CodeofConduct.asp>. The Code lays down the guidelines which advise on procedures to be followed and disclosures to be made, while dealing in shares of the Company and the consequences of non-compliances.

- **CEO / CFO Certification**

As required under the Listing Regulations, the Whole-time Director and the CFO of the Company have certified the accuracy of financial statements for the Financial Year 2022-23 and adequacy of internal control systems for the financial reporting for the said year, which is appended to the Annual Report. The Company is not having CEO.

- **Details of compliance with mandatory requirements and adoption of the non-mandatory requirements**

The details of mandatory requirements are mentioned in this Report. The Company is in compliance with the requirements specified under regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of the Listing Regulations, as applicable, with regard to corporate governance.

- **Subsidiary Company**

The only unlisted Indian subsidiary company viz. SFSL Commodity Trading Pvt. Ltd. is a 99.98% subsidiary. The subsidiary is not a "Material Non-listed Subsidiary" in terms of Regulation 16(1)(c) of the Listing Regulations. The Company has a policy for determining Material Subsidiary which has been placed on its website at http://www.sumedhafiscal.com/policies_feb2022/MaterialSubsidiaryPolicy_09022022.pdf.

In accordance with the regulation 24 of the Listing Regulations, one Independent Director of the Board is also Director of the aforesaid subsidiary. The minutes of the board meetings of the subsidiary is also placed before the Board of Directors of the Company. The management of the Company periodically brings to the attention of the Board of Directors of the Company, a statement of significant transactions and arrangements entered into by the aforesaid subsidiary company. The Audit Committee of the Company also reviews the financial statements, in particular, the investments made by the subsidiary.

| Services availed | Payment (Rs.) | |
|------------------------------------|-----------------|-----------------|
| | Standalone | Consolidated |
| Statutory Audit for the FY 2022-23 | 3,00,000 | 3,30,000 |
| Tax Audit for the FY 2022-23 | 1,25,000 | 1,25,000 |
| Limited Review | 75,000 | 75,000 |
| Certifications | 77,500 | 77,500 |
| Total | 5,77,500 | 6,07,500 |

Except as provided above, no other services were availed and/or payments made by the Company to Statutory Auditors and/or to their network firms.

- **Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 for the year ended 31st March, 2023:**

| | | |
|---|---|-----|
| No. of complaints filed during the financial year | - | Nil |
| No. of complaints disposed of during the financial year | - | Nil |
| No. of complaints pending as on end of the financial year | - | Nil |

- **Loans and Advances in the nature of Loans to Firms/Companies in which Directors are interested by Name and Amount**

There are no transactions towards Loans and Advances in the nature of Loans to Firms/Companies in which Directors are interested, by the Company or its subsidiary during the FY 2022-23.

DISCRETIONARY REQUIREMENTS

- **The Board**

An office for the use of the Chairman is made available whenever required.

- **Shareholders' Rights**

Half yearly financial results including summary of the significant events in last six months are presently not being sent to shareholders of the Company.

- **Modified opinion(s) in audit report**

There are no qualifications in the Auditor's report on the financial statements to the Shareholders of the Company.

- **Separate posts of Chairperson and the Managing Director or the Chief Executive Officer**

The post of the Chairperson of the Company is held by an Independent Director. The Company does not have any Managing Director or Chief Executive Officer but one Whole-time Director who is not related to the Chairperson as per of the term 'relative' defined under the Companies Act, 2013.

- **Reporting of Internal Auditor**

Internal Auditors are invited to the meetings of Audit Committee wherein they report directly to the Committee.

AUDITORS' CERTIFICATE ON COMPLIANCE OF CORPORATE GOVERNANCE

The Certificate dated 6th May, 2023 from Statutory Auditors of the Company (M/s. V. Singhi & Associates) confirming compliance with the Corporate Governance requirements as stipulated under the Listing Regulations is annexed hereto.

The above report has been adopted by the Board of Directors of the Company at their meeting held on May 6, 2023.

RECONCILIATION OF SHARE CAPITAL AUDIT

As stipulated by the Securities and Exchange Board of India (SEBI), a qualified practicing Company Secretary carries out Reconciliation of Share Capital Audit. This audit is carried out every quarter and the report thereon is submitted to the Stock Exchanges and is also placed before the Board of Directors.

DISCLOSURE WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT

The Company does not have any share lying in the Demat Suspense Account/ Unclaimed Suspense Account.

Place: Kolkata
Date: 6th May, 2023

For and on behalf of the Board

Ratan Lal Gaggar
Chairman

ANNEXURE - III

INDEPENDENT AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

To the Members of Sumedha Fiscal Services Limited

1. We have examined the compliance conditions of Corporate Governance by Sumedha Fiscal Services Limited (“the Company”), for the year ended March 31, 2023, as stipulated in Regulations 17 to 27, clauses (b) to (i) of Regulation 46(2) and part C and D of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended (“SEBI LODR”) and the guidelines on Corporate Governance for Central Public Sector Enterprises, as enunciated by the Department of Public Enterprises (DPE).

Management's Responsibility

2. The compliance of conditions of corporate governance is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.
3. The Management along with the Board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the SEBI LODR, issued by the Securities and Exchange Board of India as well as guidelines issued by the DPE.

Auditor's Responsibility

4. We have conducted our examination of the Corporate Governance Report in accordance with the Guidance Note on 'Reports or Certificates for Special Purposes' and the Guidance Note on 'Certification of Corporate Governance', both issued by the Institute of Chartered Accountants of India ("ICAI"). The Guidance Note on 'Reports or Certificates for Special Purposes' requires that we comply with the ethical requirements of the Code of Ethics issued by ICAI.
5. 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.
6. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated in compliance of the Corporate Governance Report with the applicable criteria.
7. The procedures include but are not limited to verification of secretarial records and financial information of the Company. We have obtained necessary representations and declarations from directors including independent directors of the Company.
8. The procedures also include examining evidence supporting the particulars in the Corporate Governance Report on a test basis. Further, our scope of work under this report 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 or the financial statements of the Company taken as a whole.

Opinion

9. In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has, in all material respects, complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27, clauses (b) to (i) of regulation 46 (2) and part C and D of Schedule V to the SEBI LODR for the year ended March 31, 2023 as well as guidelines issued by the DPE.

Other Matters and Restrictions on use

10. We further state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the Management has conducted the affairs of the Company.
11. The certificate is addressed and provided to the members of the Company solely for the purpose to comply with the requirement of the its obligations under SEBI LODR and it should not be used by any other person or for any other purpose. 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 it is shown or into whose hands it may come without our prior consent in writing.

For **V. Singhi & Associates**
Chartered Accountants
Firm Registration Number: 311017E

Place: Kolkata
Date: 6th May, 2023

(V. K. SINGHI)
Partner
Membership No.: 050051
UDIN:23050051BGSUDG7244

ANNEXURE – IV

FORM AOC – 2

[Pursuant to clause (h) of sub-section (3) of section 134 of the Companies Act, 2013
and Rule 8(2) of the Companies (Accounts) Rules, 2014]

Form for disclosure of particulars of contracts/ arrangements entered into by the Company with the related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms-length transactions under third proviso thereof.

1. Details of contracts or arrangements or transactions not at arm's length basis: [During the year ended March 31, 2023]

| Sl. No. | Name of the related party and nature of relationship | Nature of contracts / arrangements / transactions | Duration of the contracts / arrangements / transactions | Salient features of contracts / arrangements / transactions, including value, if any | Justification for entering into such contracts/ arrangements / transactions | Date of approval by the Board | Amount paid as advance, if any | Date on which special resolution was passed in General meeting u/s. 188 |
|---------|--|---|---|--|---|-------------------------------|--------------------------------|---|
| | (a) | (b) | (c) | (d) | (e) | (f) | (g) | (h) |
| | | | | Nil | | | | |

2. Details of contracts or arrangements or transactions at arm's length basis: [During the year ended March 31, 2023]

| Sl. No. | Name(s) of the related party and nature of relationship | Nature of contracts / arrangements / transactions | Duration of the contracts / arrangements / transactions | Salient features of contracts or arrangements or transactions, including value, if any | Date of approval by the Board | Amount paid as advance, if any | Any other Remarks |
|---------|---|--|---|---|-------------------------------|--------------------------------|-------------------|
| | (a) | (b) | (c) | (d) | (e) | (f) | (g) |
| 1. | Sumedha Management Solutions Pvt. Ltd.(Associate Company) | Lease of Office Space to the Related Party on Rental basis | One time settlement | Leasing out the Office Space of the Company at Flat No 2B, 8B Middleton Street, Kolkata - 700 071 admeasuring about 1558sq.ft. at monthly rental of Rs. 1,50,000/- p.m. plus GST, as applicable, presently at 18% and License Fee per month which shall be on mutual consent. Transaction value of Rs. 18,00,000/- | 12-Nov-21 | Not applicable | - |

For and on behalf of the Board

Ratan Lal Gaggar
Chairman
DIN :00066068

Place: Kolkata
Date: 6th May, 2023

ANNEXURE - V
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31.03.2023

[Pursuant to Section 204(1) of the Companies Act, 2013 and
Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To
The Members,
Sumedha Fiscal Services Limited
6A Geetanjali, 8B Middleton Street
Kolkata – 700 071, West Bengal

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Sumedha Fiscal Services Limited** having its Registered Office at 6A Geetanjali, 8B Middleton Street, Kolkata – 700 071, West Bengal (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended 31.03.2023 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

Auditors' Responsibility

Maintenance of Secretarial Records is the responsibility of the management of the Company. Our responsibility is to express an opinion on existence of adequate Board process and compliance management system, commensurate to the size of the Company, based on these secretarial records as shown to us during the said audit and also based on the information furnished to us by the officers' and the agents of the Company during the said audit.

We have followed the audit practices and processes as were appropriate to the best of our understanding to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed, provide a reasonable basis for our opinion.

We have not verified the correctness, appropriateness and bases of financial records, books of accounts and decisions taken by the Board and by various committees of the Company during the period under scrutiny. We have checked the Board process and compliance management system to understand and to form an opinion as to whether there is an adequate system of seeking approval of respective committees of the Board, of the Board, of the members of the Company and of other authorities as per the provisions of various statutes as mentioned hereinafter.

Wherever required we have obtained the management representation about the compliance of the laws, rules and regulations and happening of events, etc.

The Compliance of the provisions of Corporate and other applicable laws, rules, regulations and standards is the responsibility of the management. Our examination was limited to the verification of compliance procedures on test basis.

Our report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness or accuracy with which the management has conducted the affairs of the Company.

We report that, we have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended 31.03.2023 according to the provisions of (*as amended*) :

We report that, we have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended 31.03.2023 according to the provisions of (*as amended*) :

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) Secretarial Standards as issued by The Institute of Company Secretaries of India;
- (iii) The Securities Contracts (Regulation) Act, 1956 and the rules made there under;
- (iv) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (v) Foreign Exchange Management Act, 1999 and the rules and regulation made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (vi) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992:
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (d) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

We further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has specifically complied with the provisions of the following Act:

1. The Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992;

to the extent of its applicability to the Company during the financial year ended 31.03.2023 and our examination and reporting is based on the documents, records and files as produced and shown to and the information and explanations as provided to us by the Company and its management and to the best of our judgment and understanding of the applicability of the different enactments upon the Company. Further, to the best of our knowledge and understanding there are adequate systems and processes in the Company commensurate with its size and operation to monitor and ensure compliances with applicable laws including general laws, labour laws, competition law, environmental laws, etc.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above, except:

1. *There has been delay of 1 day in submission of Secretarial Compliance Report with the Stock Exchange (BSE Limited) pursuant to Regulation 24A of the SEBI (LODR) Regulations, 2015.*

During the period under review, provisions of the following regulations/guidelines/standards were not applicable to the Company:

- (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (ii) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (iii) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2018;
- (iv) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
- (v) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (vi) The Securities and Exchange Board of India (Depositories & Participants) Regulations, 1996;
- (vii) The Securities and Exchange Board of India (Stock Brokers & Sub Brokers) Regulations, 1992; and
- (viii) The Securities and Exchange Board of India (Portfolio Managers) Regulations, 1993.

We further report that :

- (a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- (b) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- (c) Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.
- (d) There are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that :

- (a) The Company is in compliance with Regulations 3(5) and 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015 and has a Structured Digital Database in place.
- (b) There has been delay in submission (time gap of more than 30 minutes from the end time of the Board Meeting) of the outcome / financial results approved at the Board Meeting held on 23.05.2022. As informed by the management, the delay was due to some technical glitches in the office network system.
- (c) During the year under report, the Company has taken approval from the shareholders by passing Special Resolutions through Postal Ballot for re-appointment of Mr. Bhawani Shankar Rathi as Whole-time Director of the Company for 3 years with effect from 1st April, 2022 and continuation of directorship of Dr. Basudeb Sen beyond the age of 75 years as an Independent Non-Executive Director of the Company, till the conclusion of his tenure of appointment on 31st March 2024.

For **A. K. LABH & Co.**
Company Secretaries

(CS A. K. LABH)

Practicing Company Secretary

FCS : 4848 / CP No. : 3238

UIN : S1999WB026800

PRCN : 1038/2020

UDIN : F004848E000265196

Place : Kolkata

Dated : 6th May, 2023

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Members of
Sumedha Fiscal Services Limited
6A Geetanjali, 8B Middleton Street
Kolkata – 700 071
West Bengal

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Sumedha Fiscal Services Limited having CIN : L70101WB1989PLC047465 and having registered office at 6A Geetanjali, 8B Middleton Street, Kolkata – 700 071, West Bengal (hereinafter referred to as ‘the Company’), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2023 have been debarred or disqualified from being appointed or continuing as Directors of the Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority:

| Sr. No. | Name of Director | DIN | Date of appointment in Company |
|---------|--------------------------------|----------|--------------------------------|
| 1. | Anil Kumar Birla | 00015948 | 30.11.2005 |
| 2. | Bhawani Shankar Rathi | 00028499 | 01.03.1994 |
| 3. | Basudeb Sen | 00056861 | 28.12.2005 |
| 4. | Ratan Lal Gaggar | 00066068 | 30.03.1993 |
| 5. | Bijay Murmuria | 00216534 | 04.07.1992 |
| 6. | Vijay Maheshwari | 00216687 | 04.07.1992 |
| 7. | Prashant Shekhar Panda | 00596554 | 24.01.2009 |
| 8. | Garima Maheshwari | 07001628 | 08.11.2014 |
| 9. | Asuri Ramesh Rangan Sholinghur | 07586413 | 10.11.2018 |
| 10. | Santanu Mukherjee | 07716452 | 18.05.2019 |

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This Certificate has been issued relying on the documents and information as mentioned herein above and as were made available to us or as came to our knowledge for verification without taking any cognizance of any legal dispute(s) or sub-judice matters which may have effect otherwise, if ordered so, by any concerned authority(ies). This certificate is also neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place : Kolkata
Date : 6th May, 2023

CS Atul Kumar Labh
Membership No. : FCS 4848
CP No. : 3238
PRCN : 1038/2020
UIN : S1999WB026800
UDIN : F004848E000265218

ANNEXURE – VI RATIO OF REMUNERATIONS

[Information pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

- A. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year (2022 – 2023) :**

| Sr. No. | Name of the Directors | Ratio to median remuneration |
|---------|---------------------------|------------------------------|
| 1. | MR. BHAWANI SHANKAR RATHI | 12.64 |

- B. The percentage increase in remuneration of each director, chief executive officer, chief financial officer, company secretary in the financial year:**

| Sr. No. | Name of the Directors | % increase in remuneration in the financial year |
|---------|---|--|
| 1. | MR. BHAWANI SHANKAR RATHI, Wholetime Director | 13.33 |
| 2. | MS. DHWANI FATEHPURIA, Company Secretary | 44.11 |
| 3. | MR. GIRDHARI LAL DADHICH, Chief Financial Officer | 12.74 |

- C. The percentage increase in the median remuneration of employees in the financial year:**

| Sr. No. | Median | % increase in remuneration in the financial year |
|---------|----------------------------------|--|
| 1. | Median Remuneration of employees | - 20.00 |

- D. The number of permanent employees on the rolls of Company:** 39 employees as on 31st March, 2023.

- E. Average percentage increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentage increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:**

The average annual increase in the salary of employees other than the managerial personnel was around 5%. Average increase in the managerial remuneration for the year was 7%.

The lower remuneration was accepted by the Director and employees to support conservation of resources amid the ongoing pandemic.

- F. Affirmation that the remuneration is as per Remuneration Policy of the Company :**

The remuneration paid during the financial year ended 31st March, 2023 is in term of the Remuneration Policy of the Company.

For and on behalf of the Board

Ratan Lal Gaggar
Chairman
DIN : 00066068

Place : Kolkata
Date : 6th May, 2023

INDEPENDENT AUDITOR’S REPORT

To the Members of **Sumedha Fiscal Services Limited**
Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone Financial Statements of Sumedha Fiscal Services Limited (“the Company”), which comprise the Balance Sheet as at 31st March 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as “the Standalone Financial Statements”).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with Indian Accounting Standards specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules 2015, as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2023, its profit (including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor’s Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by The Institute of Chartered Accountants of India (“ICAI”) together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the Key Audit Matters to be communicated in our report.

| Key Audit Matters | Response to Key Audit Matters |
|--|---|
| <p>Property, Plant and Equipment</p> <p>There are areas where management judgement impacts the carrying value of property, plant and equipment, intangible assets, investment property and their respective depreciation rates. We do not consider this management judgement to be of high risk of significant misstatement or to be subject to significant level of judgment. Due to the materiality in the context of the Balance Sheet of the Company, this is considered to be an area which had the significant effect on the overall audit strategy and allocation of resources in planning and completing our audit.</p> | <p>We assessed the controls in place over the Property, Plant and Equipment, evaluated the appropriateness of capitalization process, performed tests of details on costs capitalized, the timeliness of the capitalization of the assets and the de-recognition criteria for assets retired from active use.</p> <p>In performing these procedures, we reviewed the judgements made by management including the nature of underlying costs capitalized; determination of realizable value of the assets retired from active use; the appropriateness of assets’ lives applied in the calculation of depreciation; and the useful lives of assets prescribed in Schedule II to the Act and as per significant accounting policies of the Company.</p> |

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's management and Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Corporate Governance and Shareholders' Information but does not include the standalone financial statements and our Auditor's Report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance or conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above when it becomes available, and in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit, or otherwise appears to be materially misstated.

If, we conclude based on the work we have performed, on the other information obtained prior to the date of this Auditor's Report, that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and those charged with governance for the Standalone Financial Statements

The Company's management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of the standalone financial statements that give a true and fair view of the financial position, financial performance including total comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an Auditor's Report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our Auditor's Report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our Auditor's Report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of more significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our Auditor's Report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "**Annexure A**", a statement on the matters specified in the paragraphs 3 and 4 of the Order, to the extent applicable.
2. A) As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purposes of our audit;
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c. The Standalone Balance Sheet, the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flows dealt with by this Report are in agreement with the books of account;
 - d. In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act;
 - e. On the basis of the written representations received from the directors as on 31st March, 2023 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164(2) of the Act;
 - f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate report in "**Annexure B**";
- B) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, the Company has complied with the provisions of Section 197 read with Schedule V to the Act, relating to Managerial Remuneration;

- C) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- a) the Company has no pending litigation on its financial position in its standalone financial statements;
 - b) the Company has made provision, as required under the applicable law or Indian Accounting Standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts; and
 - c) there has been no delay in transferring the amounts required to be transferred to the Investor Education and Protection Fund by the Company in accordance with the relevant provisions of the Act and the Rules made thereunder.
 - d) (i) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - (ii) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
 - (iii) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material mis-statement.
 - e) The final dividend paid by the Company during the current year in respect of the same declared for the previous year is in accordance with section 123 of the Companies Act, 2013 to the extent it applies to payment of dividend. As stated in note no. 47 to the financial statements, the Board of Directors of the Company has proposed final dividend for the current year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend.
 - f) Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

For **V. SINGHI & ASSOCIATES**
Chartered Accountants
Firm Registration No.:311017E

(V. K. SINGHI)
Partner

Membership No. 050051
UDIN:23050051BGSUCZ8755

Place: Kolkata
Date : 6th May, 2023

ANNEXURE - A TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph-1 under 'Report on other Legal and Regulatory Requirements' section of our Report of even date to the members of Sumedha Fiscal Services Limited on the Standalone Financial Statements for the year ended 31st March, 2023)

To the best of our information and according to the explanations provided to us by the Company and as per the books of account and records examined by us in the normal course of audit, we state that:

(i) In respect of the Company's Property, Plant and Equipment and Intangible Assets:

- a. A. The company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- B. The company has maintained proper records showing full particulars of intangible assets;
- b. As explained to us, Property, Plant and Equipment have been physically verified by the management at reasonable intervals and no material discrepancies were noticed on such verification.
- c. According to the information and explanations given to us and on the basis of our examination of the records provided to us, we report that, the title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in the financial statements included under Property, Plant and Equipment are held in the name of the Company as at the balance sheet date.
- d. As informed to us, the Company has not revalued its Property Plant and Equipment or intangible assets or both during the year.
- e. As informed to us, the Company does not have any Benami Property; no proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

- (ii)**
- a. According to the information and explanations given to us, physical verification of inventory has been conducted at reasonable intervals by the management and, in our opinion and to the best of our knowledge, the coverage and procedure of such verification by the management is appropriate. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
 - b. The Company has not been sanctioned working capital limits in excess of ₹ 5 crore, in aggregate, at any point of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.

(iii) The Company has made investments in companies, during the year, in respect of which:

- a. The Company has not provided any loans or advances in the nature of loans or stood guarantor, or provided security to any other entity during the year, and hence reporting under clause 3(iii)(a) of the Order is not applicable.
- b. In our opinion, the investments during the year are, prima facie, not prejudicial to the Company's interest; and the Company has not granted any loans, during the year.
- c. No loans have been granted by the Company, so there is no schedule of repayment of principal and no payment of interest. Hence, reporting under Clause 3(iii)(c) is not applicable.
- d. Since no loans have been granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date. Hence, reporting under Clause 3(iii)(d) is not applicable.
- e. No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties. Hence, reporting under clause 3(iii)(e) is not applicable.

- f. The Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause 3(iii)(f) is not applicable.

The Company has not provided any guarantee or security or granted any advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties.

- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of sections 185 and 186 of the Act with respect to the investments made, as applicable.
- (v) According to the information and explanations given to us, the company has not accepted any deposits from the public or amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Act and the rules framed thereunder to the extent notified. Accordingly, reporting under clause 3(v) of the Order is not applicable.
- (vi) According to the information and explanations given to us, the maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under clause 3(vi) of the Order is not applicable to the Company.
- (vii) **In respect of statutory dues:**
- a. According to the information and explanations given to us, the Company has generally been regular in depositing undisputed statutory dues including Goods and Services Tax, Provident Fund, Employees' State Insurance, Income Tax, Advance Tax, sales-tax, service tax, duty of customs, duty of excise, VAT, cess and any other statutory dues to the appropriate authorities. Further, there are no undisputed amount payable in respect of the arrears of outstanding statutory dues as on 31st March, 2023 for a period of more than six months from the date they became payable.
- b. As explained to us, there are no dues outstanding on account of any disputes.
- (viii) According to the information and explanation given to us, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessment under the Income Tax Act, 1961. Accordingly, clause 3(viii) of the Order is not applicable.
- (ix) a. According to the information and explanation given to us, during the course of our audit, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest to any lender.
- b. According to the information and explanation given to us, and based on our examination, we report that the Company is not declared as wilful defaulter by any bank or financial institution or other lender.
- c. According to the information and explanation given to us, and based on our examination, the Company has taken term loans from NBFC which were applied for the purpose for which the loans were obtained.
- d. According to the information and explanation given to us, and based on our examination, the Company has not raised any funds on short term basis which have been utilised for long term purposes.
- e. According to the information and explanation given to us, and based on our examination, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures. Hence, reporting under Clause 3(ix)(f) of the order is not applicable.
- f. According to the information and explanation given to us, the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
- (x) a. According to the information and explanations given to us and based on our examination of the books and records, we report that the Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, reporting under clause 3 (x)(a) of the order is not applicable.

- b. According to the information and explanations given to us and based on our examination of the books and records, we report that the company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, reporting under clause 3 (x)(b) of the order is not applicable.
- (xi) a. According to the information and explanations given to us and as represented by management and based on our examination of books and records of the company and in accordance with generally accepted auditing practices, no fraud by the Company or on the Company has been noticed or reported during the year.
- b. No report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government during the year.
- c. According to the information and explanation given to us no whistle blower complaint has been received during the year by the company.
- (xii) According to the information and explanations given to us and based on our examination, the Company is not a Nidhi Company, and hence reporting under clause 3 (xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us and based on our examination of the books and records, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the Standalone Financial Statements as required by the applicable Accounting Standards.
- (xiv) a. According to the information and explanations given to us and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.
- b. The reports of the Internal Auditors for the period under audit were considered by us in determining the nature, timing and extent of our audit procedures.
- (xv) According to the information and explanations given to us and based on our examination of the books and records, the Company has not entered into any non-cash transactions with directors or persons connected with him during the year. Hence, reporting under clause 3 (xv) of the Order is not applicable.
- (xvi) a. According to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3 (xvi)(a) of the Order is not applicable.
- b. The Company has not conducted any Non-Banking Financial or Housing Finance activities during the year. Hence, reporting under clause 3 (xvi)(b) of the Order is not applicable.
- c. The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Hence, reporting under clause 3 (xvi)(c) of the Order is not applicable.
- d. In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- (xvii) According to the information and explanations given to us and based on our examination, the Company has not incurred cash losses in the financial year and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditor of the Company during the year.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance

sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company.

We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

- (xx) a. According to the information and explanations given to us, there is no unspent amount towards Corporate Social Responsibility (CSR) on other than ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year.
- b. There is no amount remaining unspent under sub-section (5) of section 135 of the Companies Act, pursuant to any ongoing project. Hence, reporting under clause 3(xx)(b) is not applicable.

For **V. SINGHI & ASSOCIATES**
Chartered Accountants
Firm Registration No.:311017E

(V. K. SINGHI)
Partner

Membership No. 050051
UDIN:23050051BGSUCZ8755

Place: Kolkata
Date : 6th May, 2023

ANNEXURE - B TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph-2(A)(f) on Other Legal and Regulatory Requirements of our Report of even date to the members of Sumedha Fiscal Services Limited on the Standalone Financial Statements for the year ended 31st March, 2023)

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls with reference to financial statements of Sumedha Fiscal Services Limited (“the Company”) as of 31st March, 2023 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

Management’s and Board of Directors’ Responsibility for Internal Financial Controls

The Company’s management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (‘ICAI’). These responsibilities include the design, implementation, and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with

Meaning of Internal Financial Controls with reference to Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone financial statements in accordance with generally accepted accounting principles including the Ind AS, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

Inherent Limitations of Internal Financial Controls with reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to Standalone financial statements and such internal financial controls with reference to financial statements were operating effectively as at 31st March 2023, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **V. SINGHI & ASSOCIATES**
Chartered Accountants
Firm Registration No.:311017E

(V. K. SINGHI)
Partner

Membership No. 050051
UDIN:23050051BGSUCZ8755

Place: Kolkata
Date : 6th May, 2023

Standalone Balance Sheet as at 31st March, 2023

(Rs. in Hundreds)

| Particulars | Note No. | As at 31st March, 2023 | As at 31st March, 2022 |
|--|----------|---------------------------|---------------------------|
| I. ASSETS | | | |
| 1. Financial Assets | | | |
| a. Cash and Cash Equivalents | 2 | 49,443.51 | 1,40,530.51 |
| b. Bank Balance other than (a) above | 3 | 3,82,066.46 | 6,25,930.12 |
| c. Trade Receivables | 4 | 2,17,915.58 | 2,26,222.31 |
| d. Investments | 5 | 10,24,349.81 | 8,51,800.43 |
| e. Other Financial Assets | 6 | 52,114.99 | 1,65,509.74 |
| 2. Non Financial Assets | | | |
| a. Inventories | 7 | 15,08,688.20 | 13,05,477.54 |
| b. Current Tax Assets (Net) | 8 | 82,760.89 | 58,206.06 |
| c. Investment Property | 9 | 2,10,176.58 | 2,13,619.16 |
| d. Property, Plant and Equipment | 10 | 12,57,394.61 | 11,50,623.92 |
| e. Other Intangible Assets | 11 | 2,013.82 | 2,144.36 |
| f. Other Non-Financial Assets | 12 | 94,305.91 | 81,505.79 |
| Total Assets | | 48,81,230.36 | 48,21,569.94 |
| II. LIABILITIES AND EQUITY | | | |
| 1. Financial Liabilities | | | |
| a. Borrowings (other than Debt Securities) | 13 | | 3,002.72 |
| b. Other Financial Liabilities | 14 | 38,136.14 | 34,688.94 |
| 2. Non Financial Assets | | | |
| a. Provisions | 15 | 25,787.71 | 16,398.33 |
| b. Deferred Tax Liabilities (Net) | 16 | 1,77,135.50 | 1,42,526.51 |
| c. Other Non-Financial Liabilities | 17 | 940.08 | 6,390.25 |
| 3. Equity | | | |
| a. Equity Share Capital | 18 | 7,98,442.40 | 7,98,442.40 |
| b. Other Equity | 19 | 38,40,788.53 | 38,20,120.79 |
| Total Liabilities and Equity | | 48,81,230.36 | 48,21,569.94 |
| Significant Accounting Policies | 1 | | |

The accompanying notes form an integral part of the Standalone Financial Statements.

As per our report of even date attached

For and on behalf of the Board of Directors

For **V. SINGHI & ASSOCIATES**
Chartered Accountants
Firm Registration No.:311017E

Bhawani Shankar Rathi
Wholtime Director
DIN : 00028499

Bijay Murmuria
Director
DIN: 00216534

(V. K. SINGHI)
Partner
Membership No. 050051

Dhwani Fatehpuria
Company Secretary

Girdhari Lal Dadhich
Chief Financial Officer

Place : Kolkata

Date : 6th May, 2023

Standalone Statement of Profit and Loss for the year ended 31st March, 2023

(Rs. in Hundreds)

| Particulars | Note No. | As at 31st March, 2023 | As at 31st March, 2022 |
|---|----------|---------------------------|---------------------------|
| Revenue from operations | | | |
| (i) Interest Income | 20 | 27,003.75 | 35,195.90 |
| (ii) Dividend Income | 21 | 18,962.59 | 8,010.82 |
| (iii) Rental Income | 22 | 18,000.00 | 9,150.00 |
| (iv) Fees and commission Income | 23 | 6,96,730.07 | 7,41,231.34 |
| (v) Net gain on fair value changes | 24 | 75,890.77 | 60,648.70 |
| (vi) Sales of Stock-in-Trade (Shares and Securities) | | 51,94,717.63 | 47,86,999.52 |
| (vii) Sale of services | | 16,612.52 | 18,195.23 |
| (I) Total Revenue from operations | | 60,47,917.33 | 56,59,431.51 |
| (II) Other Income | 25 | 4,669.44 | 4,203.08 |
| (III) Total Income (I + II) | | 60,52,586.76 | 56,63,634.59 |
| Expenses | | | |
| (i) Finance Costs | 26 | 210.68 | 608.55 |
| (ii) Fees and commission expense | | 56,039.85 | 48,656.89 |
| (iii) Purchase of Stock-in-Trade (Shares and Securities) | | 53,49,455.07 | 47,45,648.84 |
| (iv) Changes in Inventories of Stock-in-Trade (Shares and Securities) | 27 | (2,03,210.66) | (2,04,036.07) |
| (v) Employee Benefits Expenses | 28 | 2,98,265.79 | 2,91,588.41 |
| (vi) Depreciation, amortization and impairment on - | | | |
| - Investment Property | | 3,442.59 | 930.85 |
| - Property, Plant and Equipment | | 59,635.05 | 52,644.73 |
| - Other Intangible Assets | | 1,424.73 | 1,232.17 |
| (vii) Others expenses | 29 | 3,41,949.43 | 2,71,537.52 |
| (IV) Total Expenses (IV) | | 59,07,212.53 | 52,08,811.90 |
| (V) Profit/(loss) before tax (III - IV) | | 1,45,374.24 | 4,54,822.69 |
| (VI) Tax Expense: | | | |
| 1. Current Tax (including Provision for Tax relating to earlier Years) | | 8,376.35 | 1,40,547.51 |
| 2. Deferred Tax | | 35,081.41 | 54,407.35 |
| (VII) Profit/(loss) for the year (V - VI) | | 1,01,916.47 | 2,59,867.83 |
| (VIII) Other Comprehensive Income | | | |
| (i) Items that will not be reclassified to profit or loss | | | |
| - Remeasurement of post-employment benefit obligations | | (1,876.91) | 2,114.67 |
| (ii) Income tax relating to items that will not be reclassified to profit or loss | | 472.42 | (532.26) |
| (IX) Other Comprehensive Income | | (1,404.49) | 1,582.41 |
| Total Comprehensive Income for the year (VII + IX) (Comprising Profit/ (Loss) and Other Comprehensive Income for the year) | | 1,00,511.98 | 2,61,450.24 |
| (X) Earnings per equity share | | | |
| Basic (Rs.) | | 1.28 | 3.25 |
| Diluted (Rs.) | | 1.28 | 3.25 |
| Significant Accounting Policies | 1 | | |

The accompanying notes form an integral part of the Standalone Financial Statements.

As per our report of even date attached

For **V. SINGHI & ASSOCIATES**
Chartered Accountants
Firm Registration No.:311017E

(V. K. SINGHI)
Partner
Membership No. 050051

Place : Kolkata
Date : 6th May, 2023

For and on behalf of the Board of Directors

Bhawani Shankar Rathi
Wholetime Director
DIN : 00028499

Dhwani Fatehpuria
Company Secretary

Bijay Murmuria
Director
DIN: 00216534

Girdhari Lal Dadhich
Chief Financial Officer

Statement of Cash Flows for the year ended 31st March, 2023

(Rs. in Hundreds)

| Particulars | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
|---|--|--|
| A. Cash flows from operating activities | | |
| Profit/(Loss) before taxation | 1,45,374.24 | 4,54,822.69 |
| Adjustments for : | | |
| Depreciation | 64,502.37 | 54,807.75 |
| Interest income | (27,003.75) | (35,195.90) |
| Dividend income | (1,018.24) | (119.50) |
| Interest expense | 62.56 | 495.07 |
| Rental Income | (18,000.00) | (9,150.00) |
| (Profit)/Loss on sale of Property, Plant and Equipment (net) | (3,756.50) | (4,171.93) |
| Property, Plant and Equipment written off | 6,519.91 | - |
| (Profit)/Loss on sale of Investments | (14,630.89) | (9,660.22) |
| Impairment Loss on Investments | | - |
| Net gain on fair value changes | (38,122.46) | (11,285.62) |
| Bad Debts and Sundry Balances Written Off | 29,374.27 | 74,031.28 |
| Remeasurement of post-employment benefit obligations | (1,876.91) | 2,114.67 |
| Liabilities no longer required written back | (515.29) | - |
| Operating profit before working capital changes | 1,40,909.29 | 5,16,688.29 |
| Adjustments for : | | |
| (Increase) / Decrease in Trade Receivables | (21,067.54) | 1,80,413.25 |
| (Increase) / Decrease in Other Financial Assets | 1,01,726.92 | (40,152.45) |
| (Increase) / Decrease in Other Non-Financial Assets | (12,800.12) | (4,436.69) |
| (Increase) / Decrease in Inventories | (2,03,210.66) | (2,04,036.07) |
| Increase / (Decrease) in Other Financial Liabilities | 5,546.88 | 12,491.08 |
| Increase / (Decrease) in Non-Financial Liabilities | 3,939.21 | 5,657.30 |
| Cash generated from Operations | 15,043.98 | 4,66,624.71 |
| Tax Paid | (32,931.20) | (51,574.53) |
| Cash Flow from operating Activities | (17,887.22) | 4,15,050.18 |
| B. Cash flows from investing activities | | |
| Purchase of Property, Plant & Equipment and Intangible Assets | (1,76,459.74) | (1,00,454.71) |
| Sale of Property, Plant & Equipment | 5,996.40 | 7,581.45 |
| Purchase of Investments | (13,24,000.00) | (5,84,149.10) |
| Sale of Investments | 12,04,203.97 | 625,453.86 |
| Investment in Term Deposits | 2,43,863.66 | (2,15,048.81) |
| Rental Income | 18,000.00 | 9,150.00 |
| Interest income | 38,671.59 | 25,763.51 |
| Dividend income | 1,018.24 | 119.50 |
| Net cash (used in) / from investing activities | 11,294.12 | (2,31,584.30) |
| C. Cash flows from financing activities | | |
| Repayment of long term borrowings | (3,002.72) | (5,637.02) |
| Dividend Paid | (79,844.24) | (79,844.24) |
| Amount transferred to IEPF | (1,584.40) | (969.40) |
| Interest paid | (62.56) | (482.72) |
| Net cash (used in) / from financing activities | (84,493.92) | (86,933.38) |
| Net increase in cash and cash equivalents | (91,087.02) | 96,532.50 |
| Cash and cash equivalents at the beginning of the year | 1,40,530.51 | 43,998.01 |
| Cash and cash equivalents at the end of the year | 49,443.51 | 1,40,530.51 |

Notes :

- Components of cash and cash equivalents include cash, bank balances in current and deposit accounts as disclosed under note no. 2 of the Financial Statements.
- The above Statement of Cash Flows has been prepared under the indirect method as set out in Indian Accounting Standard 7 (Ind AS 7) on "Statement of Cash Flow."

This is the Statement of Cash flows referred to in our report of even date attached.

For **V. SINGHI & ASSOCIATES**
Chartered Accountants
Firm Registration No.:311017E

(V. K. SINGHI)
Partner
Membership No. 050051

Place : Kolkata
Date : 6th May, 2023

For and on behalf of the Board of Directors

Bhawani Shankar Rathi
Wholetime Director
DIN : 00028499

Bijay Murmura
Director
DIN: 00216534

Dhwani Fatehpuria
Company Secretary

Girdhari Lal Dadhich
Chief Financial Officer

**Standalone Statement of Changes in Equity
For the period ended 31st March, 2023**

A. EQUITY SHARE CAPITAL

(Rs. in Hundreds)

| Particulars | Balance at the beginning of the reporting period | Changes in Equity Share Capital due to prior period errors | Restated balance at the beginning of the reporting period | Changes in equity share capital during the period | Balance at the end of the reporting period |
|------------------------------|--|--|---|---|--|
| 1. Current Reporting Period | 7,98,442.40 | - | - | - | 7,98,442.40 |
| 2. Previous Reporting Period | 7,98,442.40 | - | - | - | 7,98,442.40 |

B. OTHER EQUITY

**1) Current Reporting Period
As at 31st March, 2023**

(Rs. in Hundreds)

| Particulars | Reserves and Surplus | | | Other items of Other Comprehensive Income - Remeasurement of post-employment benefit obligations | TOTAL |
|--|----------------------------|-----------------|---------------------|--|---------------------|
| | Securities Premium Reserve | General Reserve | Retained Earnings | | |
| Balance at the beginning of the current reporting period i.e. 1st April, 2022 | 2,57,201.64 | 9,265.45 | 35,48,411.31 | 5,242.39 | 38,20,120.79 |
| Changes in accounting policy/ prior period errors | - | - | - | - | - |
| Restated balance at the beginning of the current reporting period | 2,57,201.64 | 9,265.45 | 35,48,411.31 | 5,242.39 | 38,20,120.79 |
| Income for the current year | - | - | 1,01,916.47 | (1,404.49) | 1,00,511.98 |
| Dividends | - | - | (79,844.24) | - | (79,844.24) |
| Transfer to Retained Earnings | - | - | - | - | - |
| Balance at period end of the current reporting year i.e. 31st March, 2023 | 2,57,201.64 | 9,265.45 | 35,70,483.54 | 3,837.90 | 38,40,788.53 |

**2) Previous Reporting Period
As at 31st March, 2022**

(Rs. in Hundreds)

| Particulars | Reserves and Surplus | | | Other items of Other Comprehensive Income - Remeasurement of post-employment benefit obligations | TOTAL |
|--|----------------------------|-----------------|---------------------|--|---------------------|
| | Securities Premium Reserve | General Reserve | Retained Earnings | | |
| Balance at the beginning of the previous reporting period i.e. 1st April, 2021 | 2,57,201.64 | 9,265.45 | 33,68,387.72 | 3,659.98 | 36,38,514.79 |
| Changes in accounting policy/ prior period errors | - | - | - | - | - |
| Restated balance at the beginning of the current reporting period | 2,57,201.64 | 9,265.45 | 33,68,387.72 | 3,659.98 | 36,38,514.79 |
| Income for the current year | - | - | 3,59,867.83 | 1,582.41 | 2,61,450.24 |
| Dividends | - | - | (79,844.24) | - | (79,844.24) |
| Transfer to Retained Earnings | - | - | - | - | - |
| Balance at the end of the previous reporting period i.e. 31st March, 2022 | 2,57,201.64 | 9,265.45 | 35,48,411.31 | 5,242.39 | 38,20,120.79 |

As per our report of even date attached

For **V. SINGHI & ASSOCIATES**
Chartered Accountants
Firm Registration No.:311017E

(V. K. SINGHI)
Partner
Membership No. 050051

Place : Kolkata
Date : 6th May, 2023

For and on behalf of the Board of Directors

Bhawani Shankar Rathi
Wholetime Director
DIN : 00028499

Dhwani Fatehpuria
Company Secretary

Bijay Murmuria
Director
DIN : 00216534

Girdhari Lal Dadhich
Chief Financial Officer

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

Corporate Information

The Company was incorporated in the year 1989 as a Public Limited Company under the provisions of the Companies Act, 1956 and domiciled in India. The Company is Category -I Merchant Banker registered with Securities and Exchange Board of India (SEBI) with PAN India presence. The Equity Shares of the Company are listed on two Stock Exchanges of India i.e. Bombay Stock Exchange and The Calcutta Stock Exchange Limited. The registered office of the Company is situated at 6A, Geetanjali Apartments, 8B Middleton Street, Kolkata – 700071, West Bengal, India.

1. SIGNIFICANT ACCOUNTING POLICIES

This note provides a list of the significant accounting policies adopted in the preparation of the financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

1.1 Basis of Preparation

1.1.1 Compliance with Ind AS

The financial statements have been prepared in accordance with the applicable Indian Accounting Standards (Ind AS) under Section 133 of the Companies Act, 2013 (“the Act”) read with the Companies (Indian Accounting Standards) Rules and other relevant provisions of the Act and Rules thereunder, as amended from time to time.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

These Financial Statements are prepared in Indian Rupees (INR) which is also the Company’s functional currency.

The financial statements for the year ended 31st March, 2023 have been approved by the Board of Directors of the Company in their meeting held on 6th May, 2023.

1.1.2 Historical Cost Convention

These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention, except for the following:

- i) certain financial assets and liabilities (including derivative instruments) and contingent consideration that is measured at fair value through the Statement of Profit and Loss and amortized cost;
- ii) defined benefits plan – plan assets measured at fair value;

1.1.3 Classification of Current and Non-Current

All assets and liabilities have been classified as current or non-current as per the Company’s normal operating cycle and other criteria set out in the Ind AS 1 – Presentation of Financial Statements and Schedule III to the Act. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current/non-current classification of assets and liabilities.

1.2 Foreign Currency Translation

Foreign currency transactions are translated into Indian Rupee (INR) which is the functional currency (i.e. the currency of the primary economic environment in which the entity operates) using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are recognised in the Statement of Profit and Loss.

1.3 Use of Estimates

The Preparation of the financial statements in conformity with the generally accepted accounting principles in India requires the management to make estimates and assumptions that affects the reported amount of assets and liabilities as at the Balance Sheet date, the reported amount of revenue and expenses for the periods and disclosure of contingent liabilities at the Balance Sheet

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

date. The estimates and assumptions used in the financial statements are based upon management's evaluation of relevant facts and circumstances as of the date of the financial statements. Actual results could differ from estimates.

1.4 Fair Value measurement

The Company measures financial instruments at fair value at each reporting date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

1.5 Property, Plant and Equipment

Freehold Land is carried at historical cost. All other items of property, plant and equipment are stated at carrying value less accumulated depreciation. The carrying value includes expenditure that is directly attributable to the acquisition of the assets.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced.

All other repairs and maintenance are charged to the Statement of Profit and Loss during the reporting period in which the same are incurred.

Depreciation methods, estimated useful lives and residual value

Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values on the basis of useful lives prescribed in Schedule II to the Act which are also supported by technical evaluation. Item of Property, Plant and Equipment for which related actual cost do not exceed Rs. 5,000 are fully depreciated in the year of purchase. In respect of the following assets, useful lives as per Schedule II to the Act have been considered, as under:-

| | | |
|----------------------------|---|----------|
| • Non-factory Buildings | : | 60 years |
| • Electrical Installations | : | 10 years |
| • Computers | : | 3 years |
| • Office Equipment | : | 5 years |
| • Furniture & Fixtures | : | 10 years |
| • Motor Vehicles | : | 8 years |
| • Server & Network | : | 6 years |

The assets' residual values and useful lives are reviewed, and adjusted if necessary, at the end of each reporting period.

1.6 Investment Property

Property that is held for long term rentals yields or for capital appreciation or both and that is not occupied by the company, is classified as investment property. Investment property is measured at Cost Model, including related transaction costs and where applicable, borrowing costs. Subsequent expenditure is capitalized to the asset's carrying amount only when it is

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

probable that future economic benefits associated with the expenditure will flow to the company and the cost of the item can be measured reliably. All other repairs and maintenance cost are expensed when incurred. When part of an investment property is replaced, the carrying amount of the replaced part is derecognised. Investment properties are depreciated using the straight line method over their estimated useful lives. Investment properties generally have a useful life of 60 years.

1.7 Intangible Assets

1.7.1 Computer Software

Costs associated with maintaining of software programmes are recognised as an expense as incurred. Costs of purchased software are recorded as intangible assets and amortised from the point at which the asset is available for use.

1.7.2 Amortisation methods and periods

The Company amortises intangible assets with a finite useful life using the straight-line method over the following periods:

Computer Software: 3 years

1.8 Investments and other Financial Assets

1.8.1 Classification

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through the Statement of Profit and Loss), and
- those measured at amortised cost

The classification depends on the Company's business model for managing the financial assets and the contractual terms of cash flows.

1.8.2 Measurement

At initial recognition, the Company measures a financial asset at its fair value. Transaction costs of financial assets carried at fair value through the Statement of Profit and Loss are expensed as profit or loss.

Debt Instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. The Company classifies its debt instruments into the following categories:

- **Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in finance income using the effective interest rate method.
- **Fair value through profit or loss:** Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. Interest income from these financial assets is included in other income.

Equity Instruments

The Company subsequently measures all equity investments (except subsidiary and associates) at fair value through the Statement of Profit and Loss. However where the Company's management makes an irrevocable choice on initial recognition to present fair value gains or losses on specific equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses through the Statement of Profit and Loss.

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

1.8.3 Impairment of Financial Assets

The Company measures the expected credit loss associated with its assets based on historical trend, industry practices and the business environment in which the entity operates or any other appropriate basis. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

1.8.4 De-recognition of Financial Assets

A financial asset is derecognised only when

- The Company has transferred the rights to receive cash flows from the financial asset, or
- Retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset.

1.9 Derivatives and Hedging Activities

The Company enters into certain derivative contracts to hedge risks which are not designated as hedges. Such contracts are accounted for at fair value through the profit or loss and are included in other income/expenses.

1.10 Cash and Cash Equivalents

For the purpose of presentation in the Statement of Cash Flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, othershort-term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the Balance Sheet.

1.11 Earnings per Share

Basic Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to Equity Shareholders by the weighted average number of Equity Shares.

The number of Equity Shares is adjusted retrospectively for all periods presented for any share splits and bonus shares issues including for changes effected prior to the approval of the financial statements by the Board of Directors.

Diluted Earnings Per Share

Diluted earnings per share is computed by dividing the profit (considered in determination of basic earnings per share) after considering the effect of interest and other financing costs or income (net of attributable taxes) associated with dilutive potential equity shares by the weighted average number of equity shares considered for deriving basic earnings per share adjusted for the weighted average number of equity shares that would have been issued upon conversion of all dilutive potential equity shares.

1.12 Trade Receivables

Trade Receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment, if any.

1.13 Inventories

The Company makes trading in Equity Shares of companies in India. Inventories of Equity Shares and securities are valued at fair value and the gain/ loss is recognised through the Statement of Profit and Loss.

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

1.13.1 Financial Liabilities

1.13.1.1 Initial recognition and measurement

The Company recognises all the financial liabilities on initial recognition at fair value minus, in the case of a financial liability not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition or issue of the financial liability.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

1.13.1.2 Subsequent measurement

All the financial liabilities are classified as subsequently measured at amortised cost, except for those mentioned below.

1.13.1.3 Financial Liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109.

Gains or losses on liabilities held for trading are recognised in the Statement of Profit and Loss.

For liabilities designated as Fair Value through profit or loss, fair value gains/losses attributable to changes in own credit risks are recognized in Other Comprehensive Income. These gains/losses are not subsequently transferred to the Statement of Profit and Loss. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the Statement of Profit and Loss.

1.13.2 Financial Guarantee Contracts

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortization.

1.13.3 Trade and Other Payables

These amounts represent liabilities for goods and services provided to the company prior to the end of financial year which are unpaid. The amounts are unsecured and usually paid within 30 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period.

1.13.4 Borrowings

Borrowings are initially recognized at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transactions cost) and the redemption amount is recognized in the Statement of Profit and Loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognized as transaction costs of the loan to the extent that it is probable that sum or all of the facility will be drawn down. In the case, the fees is deferred until the draw down occurs. To the extent there is no evidence that it is probable that sum or all of the facility will be drawn down, the fee is capitalized as a prepayment for liquidity services and amortized over the period of the facility to which it relates.

Borrowings are removed from the Balance Sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

1.14 Provisions, Contingent Liabilities and Contingent Assets, legal or constructive

Provisions are recognised when there is a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risk specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

A disclosure for contingent liabilities is made when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

When there is a possible obligation or a present obligation and the likelihood of outflow of resources is remote, no provision or disclosure for contingent liability is made.

Contingent Assets are not recognised but are disclosed when an inflow of economic benefits is probable.

1.15 Employee Benefits

1.15.1 Short-term Employee Benefits

These are recognised at the undiscounted amount as expense for the year in which the related service is rendered.

1.15.2 Other Long-term Employee Benefits (Unfunded)

The cost of providing long-term employee benefits is determined using Projected Unit Credit Method with actuarial valuation being carried out at each Balance Sheet date. Actuarial gains and losses and past service cost are recognised immediately in the Statement of Profit and Loss for the period in which they occur. Long term employee benefit obligation recognised in the Balance Sheet represents the present value of related obligation.

1.15.3 Post-employment Benefit & Plans

Contributions under Defined Contribution Plans payable in keeping with the related schemes are recognised as expenditure for the year.

In case of Defined Benefit Plans, the cost of providing the benefit is determined using the Projected Unit Credit Method with actuarial valuation being carried out at each Balance Sheet date. Actuarial gains and losses are recognised in full in the Other Comprehensive Income for the period in which they occur. Past service cost is recognised immediately to the extent that the benefits are already vested, and otherwise is amortised on a straight-line basis over the average period until the benefits become vested. The retirement benefit obligation recognised in the Balance Sheet represents the present value of the defined benefit obligation as adjusted for unrecognised past service cost, if any, and as reduced by the fair value of plan assets, where funded. Any asset resulting from this calculation is limited to the present value of any economic benefit available in the form of refunds from the plan or reductions in future contributions to the plan.

1.15.4 Bonus Plans

The Company recognizes a liability and an expense for bonuses. The Company recognizes a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

1.16 Equity Index/Stock- Futures

Initial margin and additional margin paid, for entering into contracts for equity index/stock futures, which are released on final settlement/squaring-up of underlying contracts, are disclosed under Current Assets, Loans and Advances.

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

Equity index/stock futures are marked-to-market on a daily basis. Debit or credit balance disclosed under Current Assets, Loans and Advances or Current Liabilities, respectively represents the net amount paid or received on the basis of movement in the prices of index/stock futures till the Balance Sheet date.

As on the Balance Sheet date, Gain/Loss on open positions in index/stock futures are accounted for as follow:

- Profit and loss on hedged transactions are recognized on net basis. In respect of other transactions, credit balance being anticipated profit is ignored and no credit for the same is taken in the Statement of Profit and Loss. Debit balance being anticipated loss is adjusted in the Statement of Profit and Loss.
- On final settlement or squaring-up of contracts for equity index/stock futures, the profit or loss is calculated as the difference between settlement/squaring-up price and contract price. Accordingly, debit or credit balance pertaining to the settled/squared-up contract is recognised in the Statement of Profit and Loss.

1.17 Equity Index/Stock – Options

Initial margin and additional margin paid for entering into contracts for equity index/stock options, which are released on final settlement/squaring-up of underlying contracts, are disclosed under Current Assets, Loans and Advances.

As at the Balance Sheet date, the Statement of Profit and Loss on hedged transactions is recognized on net basis. In case of other transactions, in the case of long positions, provision is made for the amount by which the premium paid for those options exceeds the premium prevailing on the Balance Sheet date, and in the case of short positions, for the amount by which premium prevailing on the Balance Sheet date exceeds the premium received for those options. The premium paid or received as the case may be, after the aforesaid provision, is disclosed in Current Assets or Current Liabilities.

1.18 Impairment of Non-Financial Assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher on an asset's fair value less costs of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows which are largely independent of the cash flows from other assets or group of assets (cash-generating units). Non-financial assets that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

1.19 Segment Reporting

1.19.1 Identification of segment

The Company has identified that its operating segments are the primary segments. The Company's operating businesses are organized and managed separately according to the nature of products, with each segment representing a strategic business unit and offering different products and serving different markets.

1.19.2 Allocation of common costs

Common allocable costs are inter-se allocated to segments based on the basis most relevant to the nature of the cost concerned. Revenue and expenses, which relate to the enterprise as a whole and are not allocable to segment on a reasonable basis, are included under the head unallocated expense / income.

1.20 Borrowing Costs

Interest and other borrowing costs attributable to qualifying assets are capitalised. Other interest and borrowing costs are charged to the Statement of Profit and Loss.

1.21 Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

1.22 Revenue Recognition

Revenue is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties. The specific recognition criteria followed by the Company are described below:

1.22.1 Sale of Services

Timing of recognition: Revenue is recognised when no significant uncertainty as to its determination exists. The primary business of the Company is financial consultancy as Merchant banker and brokerage at NSE and BSE. The revenue in consultancy is recognised in terms of mandate and on completion of the assignment. The brokerage income is recognised when contract of sale/purchase of equity is completed.

Measurement of revenue: Estimates of revenues, costs or extent of progress towards completion are revised if circumstances change. Any resultant increases or decreases in estimated revenues or costs are reflected in the Statement of Profit and Loss in the period in which the circumstances that give rise to the revision become known by management.

1.22.2 Sale of Goods

Revenue is recognised when control of the goods are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods.

1.22.3 Insurance and other Claims / refunds

Insurance and Other claims are recognized when there is a reasonable certainty of recovery.

1.22.4 Interest

Revenue is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

1.22.5 Dividend

Dividend is recognised when the right to receive the payment is established.

1.23 Income Tax

Provision for current tax is made as per the provisions of the Income Tax Act, 1961.

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

1.24 Recent pronouncements

The Ministry of Corporate Affairs (“MCA”) notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2023, the effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Rules are stated below:

1.24.1 Ind AS 1 - Presentation of Financial Statements -

This amendment requires the entities to disclose their material accounting policies rather than their significant accounting policies. The Company has evaluated the amendment and the impact of the amendment is insignificant in the standalone financial statements.

1.24.2 Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors-

This amendment has introduced a definition of ‘accounting estimates’ and included amendments to Ind AS 8 to help entities distinguish changes in accounting policies from changes in accounting estimates. The Company has evaluated the amendment and there is no impact on its standalone financial statements.

1.24.3 Ind AS 12 - Income Taxes -

This amendment has narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences. The Company has evaluated the amendment and there is no impact on its standalone financial statements.

1.24.4 Ind AS 107 - Financial Instruments Disclosures-

This amendment has made an addition which says that “Information about the measurement basis for financial instruments used in preparing the financial statements is material accounting policy information and is to be disclosed.” The Company has evaluated the amendment and there is no impact on its standalone financial statements.

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

2. CASH AND CASH EQUIVALENTS

(Rs. in Hundreds)

| Description | As at 31st March, 2023 | As at 31st March, 2022 |
|---------------------|------------------------|------------------------|
| Cash on Hand | 19,829.30 | 14,231.57 |
| Balances with Banks | 29,614.21 | 1,26,298.94 |
| Total | 49,443.51 | 1,40,530.51 |

3. BANK BALANCE OTHER THAN CASH AND CASH EQUIVALENTS

(Rs. in Hundreds)

| Description | As at 31st March, 2023 | As at 31st March, 2022 |
|---|------------------------|------------------------|
| Unclaimed Dividend | 9,104.90 | 10,689.30 |
| Fixed Deposits with Banks | 3,72,961.56 | 6,15,240.82 |
| - with maturity for more than 3 months and less than 12 months Rs. 2,71,961.56 as on 31.03.2023 and Rs. 1,90,790.82 as on 31.03.2022 | | |
| Total | 3,82,066.46 | 6,25,930.12 |

4. TRADE RECEIVABLES (Refer Note No. 4.1)

(Rs. in Hundreds)

| Description | As at 31st March, 2023 | As at 31st March, 2022 |
|------------------------------|------------------------|------------------------|
| From Related Parties | | |
| - Considered Good- Unsecured | 8,960.00 | 32,400.00 |
| From Others | | |
| - Considered Good- Unsecured | 2,08,955.58 | 1,93,822.31 |
| Total | 2,17,915.58 | 2,26,222.31 |

4.1 TRADE RECEIVABLES

As at 31st March, 2023

(Rs. in Hundreds)

| Sl No. | Particulars | Outstanding for following periods from due date of payment | | | | | Total |
|--------|---|--|-----------------|-----------|-----------|-------------------|-------------|
| | | Less than 6 months | 6 months-1 year | 1-2 years | 2-3 years | More than 3 years | |
| (i) | Undisputed Trade receivables — considered good | 58,748.00 | 1,39,627.58 | 12,400.00 | 7,140.00 | - | 2,17,915.58 |
| (ii) | Undisputed Trade Receivables — which have significant increase in credit risk | - | - | - | - | - | - |
| (iii) | Undisputed Trade Receivables — credit impaired | - | - | - | - | - | - |
| (iv) | Disputed Trade Receivables — considered good | - | - | - | - | - | - |
| (v) | Disputed Trade Receivables — which have significant increase in credit risk | - | - | - | - | - | - |
| (vi) | Disputed Trade Receivables — credit impaired | - | - | - | - | - | - |

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

4.1 TRADE RECEIVABLES

As at 31st March, 2022 (contd.)

(Rs. in Hundreds)

| Sl No. | Particulars | Outstanding for following periods from due date of payment | | | | | Total |
|--------|---|--|-----------------|-----------|-----------|-------------------|-------------|
| | | Less than 6 months | 6 months-1 year | 1-2 years | 2-3 years | More than 3 years | |
| (i) | Undisputed Trade receivables — considered good | 1,69,742.81 | 12,856.00 | 30,813.90 | 9,200.00 | 3,609.60 | 2,26,222.31 |
| (ii) | Undisputed Trade Receivables — which have significant increase in credit risk | - | - | - | - | - | - |
| (iii) | Undisputed Trade Receivables — credit impaired | - | - | - | - | - | - |
| (iv) | Disputed Trade Receivables — considered good | - | - | - | - | - | - |
| (v) | Disputed Trade Receivables — which have significant increase in credit risk | - | - | - | - | - | - |
| (vi) | Disputed Trade Receivables — credit impaired | - | - | - | - | - | - |

5. INVESTMENTS

(Rs. in Hundreds)

| Description | As at 31st March, 2023 | As at 31st March, 2022 |
|--|------------------------|------------------------|
| In Mutual Funds (Refer Note 5.1) | 6,24,917.24 | 5,11,158.26 |
| In Debt Securities (Refer Note 5.2) | 60,000.01 | 15,000.01 |
| In Equity Instruments (Refer Note 5.3) | 3,39,432.56 | 3,25,642.16 |
| Total | 10,24,349.81 | 8,51,800.43 |

5.1 INVESTMENTS IN MUTUAL FUNDS

(Rs. in Hundreds)

| Sl No. | Description | As at 31st March, 2023 | | As at 31st March, 2022 | |
|--|--|------------------------|--------------------|------------------------|--------------------|
| | | Units | Amount | Units | Amount |
| (Measured at Fair Value through Statement of Profit and Loss) | | | | | |
| A | Investments In Mutual Funds | | | | |
| 1 | Baroda Dynamic Equity Fund (Growth) | 79,990 | 13,297.14 | 79,990 | 12,982.86 |
| 2 | Canara Robeco Capital Protection Oriented Fund-Series 10- Regular (Growth) | - | - | 30,000 | 3,903.90 |
| 3 | Edelweiss Mutual Fund Liquid Fund Retail Group Open Ended | 8 | 205.46 | 8 | 194.87 |
| 4 | Franklin India Ultra Short Bond Fund Super Inst Plan (Direct Plan Growth) | - | - | 4,844 | 1,627.52 |
| 5 | HDFC Liquid Fund (Direct Plan Growth) | 4,961 | 2,19,449.30 | 8,902 | 3,72,532.42 |
| 6 | HDFC Low Duration Fund (Direct Plan Growth) | 4,47,245 | 2,32,288.92 | - | - |
| 7 | ICICI Prudential Flexible Income (Growth) | 16,205 | 74,963.84 | 16,205 | 70,932.08 |
| 8 | ICICI Prudential Short Term Fund (Growth) | 21,382 | 11,624.86 | 21,382 | 10,914.32 |
| 9 | Mirae Asset Short Term Fund (Direct Growth) | 50,000 | 6,957.75 | 50,000 | 6,646.35 |
| 10 | SBI International Access - US Equity FOF Regular Plan (Growth) | 5,94,427 | 65,838.71 | 1,84,183 | 31,090.69 |
| 11 | UTI Equity Fund | 200 | 291.26 | 200 | 333.26 |
| | Total | | 6,24,917.24 | | 5,11,158.26 |

5.2 INVESTMENTS IN DEBT SECURITIES

(Fully Paid up - unless otherwise stated)

(Rs. in Hundreds)

| Description | Face Value | As at 31st March, 2023 | | As at 31st March, 2022 | |
|-------------------------------------|------------|----------------------------------|------------------|----------------------------------|------------------|
| | | No. of Shares/Debtentures/ Units | Amount | No. of Shares/Debtentures/ Units | Amount |
| (measured at Amortized Cost) | | | | | |
| Quoted | | | | | |
| Dar Credit and Capital Limited | 500000 | 3 | 15,000.00 | 3 | 15,000.00 |
| Unquoted | | | | | |
| I Care Learning Private Limited | 100 | 50,700 | 0.01 | 50,700 | 0.01 |
| India Inflection Opportunity Fund | 100000 | 45 | 45,000.00 | - | - |
| Total | | | 60,000.01 | | 15,000.01 |

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

5.3 INVESTMENTS IN EQUITY SHARES

(Rs. in Hundreds)

| Description | Face Value | As at 31st March, 2023 | | As at 31st March, 2022 | |
|--|------------|----------------------------------|--------------------|----------------------------------|--------------------|
| | | No. of Shares/ Debentures/ Units | Amount | No. of Shares/ Debentures/ Units | Amount |
| Unquoted | | | | | |
| - of Subsidiary Company (measured at cost) | | | | | |
| SFSL Commodity Trading Private Limited | 10 | 8,68,065 | 1,45,219.50 | 8,68,065 | 1,45,219.50 |
| - of Associate Companies (measured at cost) | | | | | |
| US Infotech Private Limited | 10 | 5,12,948 | 77,976.88 | 5,12,948 | 77,976.88 |
| Brandshoots Ventures Private Limited | 10 | 5,44,400 | 54,440.00 | 5,44,400 | 54,440.00 |
| Sumedha Management Solutions Private Limited | 10 | 2,30,000 | 28,400.00 | 2,30,000 | 28,400.00 |
| - of Others [measured at Fair Value through Statement of Profit and Loss (FVTPL)] | | | | | |
| I Care Learning Private Limited | 10 | 65,000 | 0.01 | 65,000 | 0.01 |
| Assambrook Limited | 10 | 3,625 | 362.50 | 3,625 | 362.50 |
| M C C Investment & Leasing Company Limited | 10 | 400 | 10.00 | 400 | 10.00 |
| Maruti Cottex Limited | 10 | 17,000 | 170.00 | - | - |
| Pioneer Financial & Management Services Limited | 10 | 1,000 | 10.00 | - | - |
| Sanderson Industries Limited | 10 | 2,65,850 | 0.01 | - | - |
| Total of Unquoted Investments | | | 3,06,588.90 | | 3,06,408.89 |
| Quoted [measured at Fair Value through Statement of Profit and Loss (FVTPL)] | | | | | |
| APS-Star Industries Limited | 10 | 600 | 6.00 | 600 | 6.00 |
| Aravali Securities And Finance Limited | 10 | 200 | 9.90 | 200 | 13.50 |
| CDR Health Care Limited | 10 | 2,200 | 166.76 | 2,200 | 166.76 |
| Gujrat Inject Kerala Limited | 10 | 900 | 9.00 | 900 | 9.00 |
| Leafin India Limited | 10 | 500 | 5.00 | 500 | 5.00 |
| Madhya Bharat Papers Limited | 10 | 500 | 5.00 | 500 | 5.00 |
| Maruti Cottex Limited | 10 | - | - | 17,000 | 170.00 |
| Modern Denim Limited | 10 | 700 | 7.00 | 700 | 7.00 |
| Opal Luxury Time Products Limited | 10 | 1,000 | 430.00 | 1,000 | 430.00 |
| Orkay Industries Limited | 10 | 1,100 | 11.00 | 1,100 | 11.00 |
| Pioneer Financial & Management Services Limited | 10 | - | - | 1,000 | 10.00 |
| Primax Fiscal Services Limited | 10 | 800 | 17.60 | 800 | 17.60 |
| Sanderson Industries Limited | 10 | - | - | 2,65,850 | 0.01 |
| Sen Pet (India) Limited | 10 | 29,300 | 293.00 | 29,300 | 293.00 |
| Skipper Limited | 10 | 33,000 | 31,746.00 | 33,000 | 17,952.00 |
| Timbor Home Limited | 10 | 1,374 | 137.40 | 1,374 | 137.40 |
| Total of Quoted Investments | | | 32,843.66 | | 19,233.27 |

NOTE:-

(Rs. in Hundreds)

| Details of Investments | As at 31st March, 2023 | | As at 31st March, 2022 | |
|------------------------|------------------------|--------------|------------------------|--------------|
| | Book Value | Market Value | Book Value | Market Value |
| Quoted Mutual Funds | 6,24,917.24 | 6,24,917.24 | 5,11,158.26 | 5,11,158.26 |
| Quoted Debentures | 15,000.00 | 15,000.00 | 15,000.00 | 15,000.00 |
| Unquoted Debentures | 45,000.01 | - | 0.01 | - |
| Unquoted Equity | 3,06,588.90 | - | 3,06,408.89 | - |
| Quoted Equity | 32,843.66 | 32,843.66 | 19,233.27 | 19,233.27 |

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

6. OTHER FINANCIAL ASSETS

(Rs. in Hundreds)

| Description | As at 31st March, 2023 | As at 31st March, 2022 |
|--|------------------------|------------------------|
| (Unsecured, Considered Good) | | |
| Security Deposits | | |
| - Security Deposits with Stock Exchange/ Clearing Member | 10,350.00 | 78,350.00 |
| - Security Deposits/ Margin Money with Others | 28,402.65 | 62,129.57 |
| Accrued Interest | 13,362.34 | 25,030.18 |
| Total | 52,114.99 | 1,65,509.74 |

7. INVENTORIES

(Rs. in Hundreds)

| Description | As at 31st March, 2023 | As at 31st March, 2022 |
|--|------------------------|------------------------|
| Stock-in-Trade (At Fair Value) (Refer Note 7.1) | | |
| In Equity Instruments | | |
| - Quoted | 15,07,871.56 | 13,04,682.65 |
| - Unquoted | 11.03 | 91.01 |
| In Preference Instruments (Unquoted) | 0.01 | 0.01 |
| In Mutual Funds (Quoted) | 805.60 | 703.87 |
| Total | 15,08,688.20 | 13,05,477.54 |

7.1 INVENTORIES

(Rs. in Hundreds)

| Name of the body corporates | Face Value (Rs.) | As at 31st March, 2023 | | As at 31st March, 2022 | |
|---------------------------------------|------------------|------------------------|-----------|------------------------|-----------|
| | | No. of Shares | Amount | No. of Shares | Amount |
| A In Equity Instruments | | | | | |
| (i) Quoted | | | | | |
| Aditya Birla Capital Limited | 10 | 5,000 | 7,677.50 | 5,000 | 5,382.50 |
| Aditya Birla Sunlife AMC Limited | 5 | 149 | 463.69 | 149 | 795.44 |
| Astra Microwave Products Limited | 2 | - | - | 2,000 | 4,499.00 |
| Axis Bank Limited | 2 | - | - | 6,000 | 45,669.00 |
| Bajaj Consumer Care Limited | 1 | 10,000 | 15,195.00 | - | - |
| Bandhan Bank Limited | 10 | 40,000 | 78,300.00 | 15,000 | 46,110.00 |
| Bank of Baroda | 10 | 49,120 | 82,939.12 | 29,120 | 32,497.92 |
| Bank of India | 10 | 5,000 | 3,732.50 | 5,000 | 2,292.50 |
| Bells Control Limited | 10 | 50 | 5.00 | 50 | 5.00 |
| Biocon Limited | 5 | 15,000 | 30,952.50 | 5,000 | 16,780.00 |
| BSE Limited | 2 | 2,000 | 8,619.00 | - | - |
| Canara Bank | 10 | 5,000 | 14,222.50 | 14,000 | 31,885.00 |
| Castrol India Limited | 5 | 4,000 | 4,438.00 | 4,000 | 4,038.00 |
| CESC Limited | 1 | 60,000 | 39,990.00 | 40,000 | 30,340.00 |
| Chemcrown India Limited | 10 | 86,300 | 8,163.98 | 28,000 | 0.01 |
| Chemplast Sanmar Limited | 10 | 659 | 2,292.33 | 659 | 4,383.34 |
| Core Education & Technologies Limited | 2 | 11,000 | 0.01 | 11,000 | 220.00 |
| Dhanlaxmi Bank Limited | 10 | 92,672 | 13,391.10 | - | - |
| EIH Limited | 1 | - | - | 2,200 | 3,402.30 |
| Emami Realty Limited | 10 | 1,500 | 921.00 | 1,500 | 904.50 |
| Glenmark Pharmaceuticals Limited | 1 | 4,000 | 18,588.00 | 4,000 | 17,680.00 |
| Goodyear India Limited | 10 | - | 26,163.0 | 1,000 | 8,854.50 |
| Granules India Limited. | 1 | 9,000 | - | 3,000 | 9,195.00 |

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

7.1 INVENTORIES (contd.)

(Rs. in Hundreds)

| Name of the body corporates | Face Value (Rs.) | As at 31st March, 2023 | | As at 31st March, 2022 | |
|---|------------------|------------------------|---------------------|------------------------|---------------------|
| | | No. of Shares | Amount | No. of Shares | Amount |
| Grauer & Weil India Limited | 1 | - | - | 10,000 | 5,855.00 |
| Gujarat Industrial Power Limited | 1 | 20,000 | 15,180.00 | - | - |
| Himadri Speciality Chemical Limited | 1 | 5,000 | 4,365.00 | 5,000 | 3,715.00 |
| Hindustan National Glass Limited | 2 | 29 | 2.65 | 29 | 5.39 |
| HUDCO Limited | 10 | 1,000 | 432.50 | 1,000 | 327.50 |
| ICICI Bank Limited | 2 | 23,000 | 2,01,767.50 | 17,000 | 1,24,151.00 |
| IFB Industries Limited | 10 | 4,352 | 32,096.00 | 3,900 | 40,587.30 |
| Indiabulls Housing Finance Limited | 2 | 1,200 | 1,168.20 | 1,200 | 1,893.60 |
| Indian Oil Corporation Limited | 10 | - | - | 10,000 | 11,895.00 |
| Indian Bank | 10 | 5,000 | 14,427.50 | - | - |
| Indraprastha Medical Limited | 10 | 18,400 | 14,177.20 | - | - |
| Infoedge India Limited (Naukri.com) | 10 | 750 | 27,926.63 | - | - |
| IRFC Limited | 10 | 10,000 | 2,660.00 | 10,000 | 2,145.00 |
| ITC Limited | 1 | - | - | 5,000 | 12,532.50 |
| JSW Steel Limited | 1 | 4,000 | 1,23,858.00 | 15,000 | 1,09,897.50 |
| Just Dial Limited | 10 | 18,000 | 23,808.00 | 3,000 | 21,342.00 |
| LIC of India | 10 | 227 | 1,212.97 | - | - |
| Lords Chloro Alkali Limited | 10 | 10 | 3.49 | 10 | 9.50 |
| MW Unitexx Limited | 10 | 195 | 32,680.00 | 195 | 3.49 |
| NACL Industries Limited | 1 | 40,000 | 5,317.50 | 40,000 | 32,420.00 |
| NBCC Limited | 2 | 15,000 | 14.60 | 15,000 | 5,445.00 |
| Orient Paper Limited | 10 | 5,000 | 1,870.00 | 5,000 | 1,717.50 |
| Padmini Technologies Limited | 10 | 3,200 | 0.01 | 3,200 | 0.01 |
| PC Jewellers Limited | 10 | - | - | 4,000 | 836.00 |
| Piramal Enterprises Limited | 2 | 6,000 | 40,701.00 | - | - |
| Power Finance Corporation Limited | 10 | - | - | 5,000 | 5,630.00 |
| Punjab & Sindh Bank Limited | 10 | - | - | 20,000 | 3,090.00 |
| Punjab National Bank | 2 | 58,400 | 27,214.40 | 58,400 | 20,469.20 |
| Refex Industries Limited | 10 | - | - | 9,000 | 10,737.00 |
| Reliance Industries Limited | 10 | 11,000 | 2,56,415.50 | 12,000 | 3,16,170.00 |
| Savita Oil Technologies Limited | 2 | 8,000 | 18,964.0 | - | - |
| Schaeffler India Limited | 2 | - | - | 500 | 9,710.00 |
| Skipper Limited | 1 | 20,825 | 20,033.65 | 20,825 | 11,328.80 |
| State Bank of India | 1 | 28,000 | 1,46,650.00 | 35,000 | 1,72,742.50 |
| Steel Authority of India Limited | 10 | 15,000 | 12,405.00 | 15,000 | 14,782.50 |
| Suditi Industries Limited | 10 | 12,282 | 2,252.52 | 2,000 | 941.00 |
| Suryodaya Allo - Metal Powders Limited | 10 | - | - | 6,500 | 201.50 |
| Telephone Cables Limited | 10 | 100 | 1.70 | 100 | 1.70 |
| Texmaco Infrastructure & Holdings Limited | 1 | 8,000 | 3,944.00 | 8,000 | 4,580.00 |
| Texmaco Rail & Engineering Limited | 1 | 22,000 | 9,339.00 | 22,000 | 9,174.00 |
| UCO Bank | 10 | 29,000 | 7,047.00 | 29,000 | 3,436.50 |
| Union Bank of India | 10 | 14,000 | 9,317.00 | 14,000 | 5,418.00 |
| Veto Switchgears and Cables Limited | 10 | 13,706 | 10,306.91 | - | - |
| Windlas Biotech Limited | 5 | 30 | 67.59 | 30 | 63.02 |
| Wockhardt Limited | 5 | 9,000 | 13,851.00 | 9,000 | 23,724.00 |
| YES Bank | 10 | 2,11,600 | 31,845.80 | 2,88,371 | 35,469.63 |
| Zee Entertainment Enterprises Limited | 1 | 10,000 | 6,656.00 | 6,000 | 17,301.00 |
| Zenith Fibres Limited | 10 | 15,000 | 31,837.50 | - | - |
| Total Quoted | | | 15,07,871.56 | | 13,04,682.65 |

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

7.1 INVENTORIES (contd.)

(Rs. in Hundreds)

| Name of the body corporates | Face Value (Rs.) | As at 31st March, 2023 | | As at 31st March, 2022 | |
|---|------------------|------------------------|---------------|------------------------|---------------|
| | | No. of Shares | Amount | No. of Shares | Amount |
| (ii) Unquoted | | | | | |
| Akar Laminators Limited | 10 | 500 | 4.25 | 500 | 4.25 |
| Daewoo Motors (India) Limited | 10 | 100 | 6.71 | 100 | 6.71 |
| ESL Steel Limited | 10 | 800 | 0.01 | 800 | 80.00 |
| Maruthi Cotex Limited | 10 | 2,000 | 0.01 | 2,000 | 0.01 |
| Parakaram Technofab Limited | 10 | 84,400 | 0.01 | 84,400 | 0.01 |
| Sanderson Industries Limited | 10 | 1,83,400 | 0.01 | 1,83,400 | 0.01 |
| Suryodaya Allo - Metal Powders Limited | 10 | 6,500 | 0.01 | - | - |
| Vatsa Corporation Limited | 1 | 100 | 0.01 | 100 | 0.01 |
| Viniyoga Clothex Limited | 10 | 1,800 | 0.01 | 1,800 | 0.01 |
| Total | | | 11.03 | | 91.01 |
| B. In Preference Shares (Unquoted) | | | | | |
| Venkateshwara Hatcheries Limited | 10 | 20 | 0.01 | 20 | 0.01 |
| Total | | | 0.01 | | 0.01 |
| C. In Mutual Funds | | | | | |
| Nippon India ETF Gold Bees | 1 | 1,500 | 766.05 | 1,500 | 661.80 |
| UTI Master Shares - Unit Scheme | 10 | 100 | 39.55 | 100 | 42.07 |
| Total | | | 805.60 | | 703.87 |

8. CURRENT TAX ASSETS

(Rs. in Hundreds)

| Description | As at 31st March, 2023 | As at 31st March, 2022 |
|--|------------------------|------------------------|
| Advance Tax (Net of Provisions) | 82,760.89 | 58,206.06 |
| (Provision of Rs. 33,500.00 as on 31st March, 2023 Rs. 2,51,500.00 as on 31st March, 2022) | | |
| Total | 82,760.89 | 58,206.06 |

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

9. INVESTMENT PROPERTY

(Rs. in Hundreds)

| Description | Gross Block | | | Depreciation | | | Net Block As at 31st March, 2022 |
|------------------------|-----------------------------|---------------------------------|---|------------------------------|-----------------------------------|--|---|
| | As at 1st April, 2021 | Additions during the year | Disposals/ Discarded/ transferred during the year | As at 31st March, 2022 | Deprecia- tion for the year | Disposal/ transferred during the year | |
| Tangible Assets | | | | | | | |
| Buildings | 4,565.03 | 2,10,531.58 | - | 2,15,096.61 | 930.85 | - | 1,477.45 |
| Total | 4,565.03 | 2,10,531.58 | - | 2,15,096.61 | 930.85 | - | 2,13,619.16 |

| Description | Gross Block | | | Depreciation | | | Net Block As at 31st March, 2023 |
|------------------------|-----------------------------|---------------------------------|---|------------------------------|-----------------------------------|--|---|
| | As at 1st April, 2022 | Additions during the year | Disposals/ Discarded/ transferred during the year | As at 31st March, 2023 | Deprecia- tion for the year | Disposal/ transferred during the year | |
| Tangible Assets | | | | | | | |
| Buildings | 2,15,096.61 | - | - | 2,15,096.61 | 3,442.59 | - | 4,920.03 |
| Total | 2,15,096.61 | - | - | 2,15,096.61 | 3,442.59 | - | 2,10,176.58 |

Note: The title deeds in respect of Building are held in the name of the Company.

(i) Amount recognised in Statement of Profit and Loss for investment property

(Rs. in Hundreds)

| Particulars | As at 31st March, 2023 | As at 31st March, 2022 |
|--|---------------------------|---------------------------|
| Rental Income | 18,000.00 | 9,150.00 |
| Direct operating expenses from property that generated rental income | 57.96 | 1,872.43 |
| Profit from investment property before depreciation | 17,942.04 | 7,277.57 |
| Depreciation | 3,442.59 | 930.85 |
| Profit from investment property before depreciation | 14,499.45 | 6,346.72 |

(ii) Fair value

The Company's Investment Property consists of a commercial property in India. The management has determined that the investment property in building consists of commercial space - based on nature, characteristics and risks of property.

Reconciliation of Fair Value

(Rs. in Hundreds)

| Particulars | As at 31st March, 2023 | As at 31st March, 2022 |
|-------------------------------------|---------------------------|---------------------------|
| Market Value of Investment Property | 3,49,193.09 | 2,89,734.63 |
| Total | 3,49,193.09 | 2,89,734.63 |

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

10. PROPERTY, PLANT AND EQUIPMENT

(Rs. in Hundreds)

| Description | Gross Block | | | Depreciation | | | Net Block As at 31st March, 2022 | |
|-------------------------|--------------------------|------------------------------|--|------------------------------|---------------------------|------------------------------|---|--|
| | As at 1st April, 2021 | Additions during the year | Disposals/ Discarded/ transferred during the year | As at 31st March, 2022 | Upto 31st Mar, 2021 | Depreciation for the year | | Disposal/ transferred during the year |
| Tangible Assets | | | | | | | | |
| Buildings | 12,43,358.51 | - | 2,17,426.17 | 10,25,932.34 | 71,497.76 | 20,225.29 | 6,894.59 | 84,828.45 |
| Electrical Installation | 1,312.25 | - | - | 1,312.25 | 686.54 | 35.09 | - | 721.63 |
| Furnitures & Fixtures | 64,991.58 | 52,716.64 | 839.10 | 1,16,869.12 | 33,680.85 | 3,399.68 | 526.65 | 36,553.89 |
| Computers | 26,720.36 | 3,636.65 | 17,820.51 | 12,536.50 | 17,692.09 | 2,860.80 | 16,936.80 | 3,616.09 |
| Server and Network | 2,518.46 | 1,024.50 | - | 3,542.96 | 7.65 | 477.42 | - | 485.07 |
| Office Equipment | 35,701.34 | 7,958.17 | 12,494.43 | 31,165.08 | 15,252.41 | 5,970.72 | 11,833.71 | 9,389.42 |
| Motor Vehicles | 1,58,305.30 | 35,118.75 | 31,072.61 | 1,62,351.44 | 77,334.46 | 19,675.73 | 29,518.97 | 67,491.22 |
| Total | 15,32,907.80 | 1,00,454.71 | 2,79,652.82 | 13,53,709.69 | 2,16,151.76 | 52,644.73 | 65,710.72 | 2,03,085.77 |

| Description | Gross Block | | | Depreciation | | | Net Block As at 31st March, 2023 | |
|-------------------------|--------------------------|------------------------------|--|------------------------------|---------------------------|------------------------------|---|--|
| | As at 1st April, 2022 | Additions during the year | Disposals/ Discarded/ transferred during the year | As at 31st March, 2023 | Upto 31st Mar, 2022 | Depreciation for the year | | Disposal/ transferred during the year |
| Tangible Assets | | | | | | | | |
| Buildings | 10,25,932.34 | 60,909.55 | - | 10,86,841.89 | 84,828.45 | 17,782.24 | - | 1,02,610.69 |
| Electrical Installation | 1,312.25 | - | - | 1,312.25 | 721.63 | 35.09 | - | 756.72 |
| Furnitures & Fixtures | 1,16,869.12 | 56,292.58 | 13,037.87 | 1,60,123.83 | 36,553.89 | 8,133.25 | 12,102.82 | 32,584.31 |
| Computers | 12,536.50 | 3,343.85 | 7,970.02 | 7,910.33 | 3,616.09 | 2,525.53 | 4,036.34 | 2,105.28 |
| Server and Network | 3,542.96 | 3,383.62 | - | 6,926.58 | 485.07 | 873.70 | - | 1,358.77 |
| Office Equipment | 31,165.08 | 31,776.69 | 14,232.24 | 48,709.52 | 9,389.42 | 7,780.20 | 12,823.90 | 4,345.72 |
| Motor Vehicles | 162,351.44 | 18,426.80 | 29,005.69 | 1,51,772.55 | 67,491.22 | 22,505.04 | 27,555.41 | 62,440.85 |
| Total | 13,53,709.69 | 1,74,133.09 | 64,245.82 | 14,63,596.96 | 2,03,085.77 | 59,635.05 | 56,518.47 | 2,06,202.35 |

Note: The title deeds in respect of Building are held in the name of the Company.

11. OTHER INTANGIBLE ASSETS

(Rs. in Hundreds)

| Description | Gross Block | | | Amortization | | | Net Block As at 31st March, 2022 | |
|-------------------|--------------------------|------------------------------|--|------------------------------|---------------------------|------------------------------|---|--|
| | As at 1st April, 2021 | Additions during the year | Disposals/ Discarded/ transferred during the year | As at 31st March, 2022 | Upto 31st Mar, 2021 | Depreciation for the year | | Disposal/ transferred during the year |
| Computer Software | 10,233.74 | - | - | 10,233.74 | 6,857.21 | 1,232.17 | - | 8,089.38 |
| Total | 10,233.74 | - | - | 10,233.74 | 6,857.21 | 1,232.17 | - | 2,144.36 |

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

(Rs. in Hundreds)

| Description | Gross Block | | | Amortization | | | Net Block | | |
|-------------------|-----------------------|---------------------------|---|------------------------|---------------------|---------------------------|---------------------------------------|-----------------------|------------------------|
| | As at 1st April, 2022 | Additions during the year | Disposals/ Discarded/ transferred during the year | As at 31st March, 2023 | Upto 31st Mar, 2022 | Depreciation for the year | Disposal/ transferred during the year | Upto 31st March, 2023 | As at 31st March, 2023 |
| Computer Software | 10,233.74 | 2,326.65 | 6,342.69 | 6,217.70 | 8,089.38 | 1,424.73 | 5,310.23 | 4,203.88 | 2,013.82 |
| Total | 10,233.74 | 2,326.65 | 6,342.69 | 6,217.70 | 8,089.38 | 1,424.73 | 5,310.23 | 4,203.88 | 2,013.82 |

12. OTHER NON-FINANCIAL ASSETS

(Unsecured, Considered Good)

| Particulars | As at 31st March, 2022 | As at 31st March, 2023 |
|----------------------|------------------------|------------------------|
| Capital Advances | 62,560.05 | 62,560.05 |
| Prepaid Expenses | 7,557.34 | 5,582.56 |
| Advance for Expenses | 24,188.51 | 13,363.18 |
| Total | 94,305.91 | 81,505.79 |

(Rs. in Hundreds)

13. BORROWINGS

(Rs. in Hundreds)

| Description | As at 31st March, 2022 | As at 31st March, 2023 |
|---|------------------------|------------------------|
| Term Loan from Non-Banking Financial Company | - | 3,002.72 |
| Total | - | 3,002.72 |
| Additional Information: | | |
| Loan from Daimler Financial Services Private Limited- | | |
| (i) Secured by hypothecation of the vehicle purchased there against | | |
| (ii) Rate of interest is 8.50% | | |
| Vehicle Loan - Repaid in 30 monthly instalments of Rs.51,294/- and final instalment duly paid on 13th September, 2022 | | |
| Amount due to be paid within one year | | 3,002.72 |

14. OTHER FINANCIAL LIABILITIES

(Rs. in Hundreds)

| Description | As at 31st March, 2022 | As at 31st March, 2023 |
|----------------------|------------------------|------------------------|
| Unclaimed Dividend | 9,104.90 | 10,689.30 |
| Payable for Expenses | 29,031.24 | 23,999.64 |
| Total | 38,136.14 | 34,688.94 |

15. PROVISIONS

(Rs. in Hundreds)

| Description | As at 31st March, 2022 | As at 31st March, 2023 |
|--------------------------------|------------------------|------------------------|
| Provision for Leave Encashment | 25,787.71 | 16,398.33 |
| Total | 25,787.71 | 16,398.33 |

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

16. DEFERRED TAX LIABILITIES (NET)

(Rs. in Hundreds)

| Description | As at 31st March, 2023 | As at 31st March, 2022 |
|--|------------------------|------------------------|
| Deferred Tax Liabilities | | |
| The balances comprises temporary differences attributable to: | | |
| i) Property, Plant and Equipment and Other Intangible Assets | 1,32,595.41 | 1,23,110.04 |
| ii) Financial Assets at Fair Value through Profit and Loss | 34,529.14 | 852.98 |
| iii) Changes in Inventories | 20,519.51 | 27,859.30 |
| Deferred Tax Liabilities (A) | 1,87,644.06 | 1,51,822.32 |
| Deferred Tax Assets | | |
| The balances comprises temporary differences attributable to: | | |
| i) Items allowed for tax purpose on payment basis | 6,490.25 | 4,127.13 |
| ii) Long Term Capital Loss | 4,018.31 | 5,168.68 |
| Deferred Tax Assets (B) | 10,508.56 | 9,295.81 |
| Net Deferred Tax Liabilities (A-B) | 1,77,135.50 | 1,42,526.51 |

17. OTHER NON FINANCIAL LIABILITIES

(Rs. in Hundreds)

| Description | As at 31st March, 2023 | As at 31st March, 2022 |
|-------------------------|------------------------|------------------------|
| Outstanding Liabilities | - | 47.00 |
| Statutory Dues | 940.08 | 6,343.25 |
| Total | 940.08 | 6,390.25 |

18. EQUITY SHARE CAPITAL

(Rs. in Hundreds)

| Description | As at 31st March, 2023 | | As at 31st March, 2022 | |
|--|------------------------|--------------------|------------------------|--------------------|
| | Number | Amount | Number | Amount |
| Authorised : | | | | |
| Equity Shares of Rs. 10 each | 1,00,00,000 | 10,00,000.00 | 1,00,00,000 | 10,00,000.00 |
| Issued, Subscribed & Paid up : | | | | |
| Equity Shares of Rs. 10 each fully paid up | 79,84,424 | 7,98,442.40 | 79,84,424 | 7,98,442.40 |
| Total | 79,84,424 | 7,98,442.40 | 79,84,424 | 7,98,442.40 |

18.1 Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period.

(Rs. in Hundreds)

| Particulars | As at 31st March, 2023 | | As at 31st March, 2022 | |
|---|------------------------|-------------|------------------------|-------------|
| | Number | Amount | Number | Amount |
| Shares outstanding at the beginning of the year | 79,84,424 | 7,98,442.40 | 79,84,424 | 7,98,442.40 |
| Shares outstanding at the end of the year | 79,84,424 | 7,98,442.40 | 79,84,424 | 7,98,442.40 |

18.2 Rights, preferences and restrictions attached to shares

The Company has only one class of issued shares i.e. Equity Shares having face value of Rs. 10 per share. Each holder of Equity Shares is entitled to one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after payment of all preferential amounts, in proportion to their shareholding.

The shareholders have the right to declare and approve dividend, as proposed by the Board of Directors for any financial year, to be paid to the members according to their rights and interest in the profits. However, no larger dividend shall be declared than is recommended by the Board of Directors.

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

18. EQUITY SHARE CAPITAL (contd.)

18.3 The details of Shareholders holding more than 5% shares:-

| Sl. No. | Name of the Shareholder | As at 31st March, 2023 | | As at 31st March, 2022 | |
|--------------|-----------------------------|------------------------|--------------|------------------------|--------------|
| | | No. of Shares held | % of Holding | No. of Shares held | % of Holding |
| 1 | Mr. Vijay Maheshwari | 16,69,220 | 20.91 | 16,69,220 | 20.91 |
| 2 | US Infotech Private Limited | 11,15,566 | 13.97 | 11,15,566 | 13.97 |
| Total | | 27,84,786 | 34.88 | 27,84,786 | 34.88 |

18.4 Shares held by the promoters at the end of the year

| Sl. No. | Promoter name | As at 31st March, 2023 | | As at 31st March, 2022 | |
|--------------|--|------------------------|-------------------|------------------------|-------------------|
| | | No. of Shares | % of Total Shares | No. of Shares | % of Total Shares |
| 1 | Mr. Vijay Maheshwari | 16,69,220 | 20.91 | 16,69,220 | 20.91 |
| 2 | Mr. Bijay Murmuria | 369,920 | 4.63 | 3,69,920 | 4.63 |
| 3 | Mr. Bhawani Shankar Rathi | 119,270 | 1.49 | 1,19,270 | 1.49 |
| 4 | Mrs. Sangeeta Murmuria | 1,10,800 | 1.39 | 1,10,800 | 1.39 |
| 5 | Mrs. Savita Maheshwari | 1,06,933 | 1.34 | 1,06,933 | 1.34 |
| 6 | Mrs. Sangeeta Rathi | 50,600 | 0.63 | 50,600 | 0.63 |
| 7 | Mrs. Sumedha Bansal | 50,000 | 0.63 | 50,000 | 0.63 |
| 8 | M/s Vijay Maheshwari HUF | 37,000 | 0.46 | 37,000 | 0.46 |
| 9 | Mrs. Garima Maheshwari | 25,000 | 0.31 | 25,000 | 0.31 |
| 10 | Mrs. Pushpa Devi Murmuria | 23,200 | 0.29 | 23,200 | 0.29 |
| 11 | Mr. Kartick Maheshwari | 8,000 | 0.10 | 8,000 | 0.10 |
| 12 | Mr. Banwari Lal Murmuria | 5,200 | 0.07 | 5,200 | 0.07 |
| 13 | Mrs. Lila Devi Murmuria | 5,000 | 0.06 | 5,000 | 0.06 |
| 14 | US Infotech Private Limited | 11,15,566 | 13.97 | 11,15,566 | 13.97 |
| 15 | Superb Estate Services Private Limited | 218,600 | 2.74 | 218,600 | 2.74 |
| 16 | Ritik Roadways Private Limited | 43,400 | 0.54 | 43,400 | 0.54 |
| Total | | 39,57,709 | 49.57 | 39,57,709 | 49.57 |

19. OTHER EQUITY

(Rs. in Hundreds)

| Sl. No. | Description | As at 31st March, 2023 | | As at 31st March, 2022 | |
|--------------|---|------------------------|---------------------|------------------------|---------------------|
| | | | | | |
| 1 | Securities Premium | | | | |
| | As per last Financial Statement | | 2,57,201.64 | | 2,57,201.64 |
| 2 | General Reserve | | | | |
| | As per last Financial Statement | | 9,265.45 | | 9,265.45 |
| 3 | Retained Earnings | | | | |
| | As per last Financial Statement | 35,48,411.31 | | 33,68,387.72 | |
| | Add: Profit for the year | 1,01,916.47 | | 2,59,867.83 | |
| | Less: Appropriations | | | | |
| | Dividend on Equity Shares [Dividend per Share Re. 1/-] (Previous year Re. 1/-) | 79,844.24 | 35,70,483.54 | 79,844.24 | 35,48,411.31 |
| 4 | Other Comprehensive Income (OCI) | | | | |
| | As per last Financial Statement | | 5,242.39 | | 3,659.98 |
| | Add: Movement in OCI (Net) during the year | | (1,404.49) | | 1,582.41 |
| | Total Other Comprehensive Income | | 3,837.90 | | 5,242.39 |
| Total | | | 38,40,788.53 | | 38,20,120.79 |

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

19. OTHER EQUITY (contd.)

Nature and Purpose of Other Equity

- a) **Securities Premium**
Securities Premium is used to record the premium on issue of shares. The reserve is available for utilisation in accordance with the provisions of the Companies Act, 2013.
- b) **General Reserve**
General Reserve is created and utilised in compliance with the provisions of the Companies Act, 2013.
- c) **Retained Earnings**
Retained Earnings represents accumulated profits earned by the Company and remaining undistributed as on date.

20. INTEREST INCOME

(Rs. in Hundreds)

| Description | For the year ended 31st March, 2023 | | | | For the year ended 31st March, 2022 | | | |
|---|--|--|---|------------------|--|--|---|------------------|
| | On Financial Assets measured at fair value through OCI | On Financial Assets measured at Amortised Cost | Interest Income on Financial Assets classified at fair value through profit or loss | Total | On Financial Assets measured at fair value through OCI | On Financial Assets measured at Amortised Cost | Interest Income on Financial Assets classified at fair value through profit or loss | Total |
| - from Investments | - | 1,800.00 | - | 1,800.00 | - | 1,800.00 | - | 1,800.00 |
| - on deposits with Banks (TDS Rs. 2,127.28, Previous Year Rs. 2,194.83) | - | - | 23,439.76 | 23,439.76 | - | - | 24,930.15 8,465.75 | 24,930.15 |
| - on Tax Refund | - | - | 1,763.99 | 1,763.99 | - | - | - | 8,465.75 |
| Total | - | 1,800.00 | 25,203.75 | 27,003.75 | - | 1,800.00 | 33,395.90 | 35,195.90 |

21. DIVIDEND INCOME

(Rs. in Hundreds)

| Description | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
|--|-------------------------------------|-------------------------------------|
| - on Inventories | 17,944.35 | 7,891.32 |
| - on Investments (TDS Rs. 1,587.27, Previous year Rs. 631.52) | 1,018.24 | 119.50 |
| Total | 18,962.59 | 8,010.82 |

22. RENTAL INCOME

(Rs. in Hundreds)

| Description | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
|--|-------------------------------------|-------------------------------------|
| Rent (TDS Rs. 180.00, Previous Year Rs. 915.00) | 18,000.00 | 9,150.00 |
| Total | 18,000.00 | 9,150.00 |

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

23. FEES AND COMMISSION INCOME

(Rs. in Hundreds)

| Description | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
|--|--|--|
| Fee and Commission Income* | 6,96,730.07 | 7,41,231.34 |
| (TDS Rs. 47,444.74, Previous Year Rs. 58,415.25) | | |
| Total | 6,96,730.07 | 7,41,231.34 |

*includes fees received from Related Party (Sumedha Management Solutions Private Limited) amounting to Rs. 72,000.00 (P.Y. Amounting to Rs. 72,000.00)

24. NET GAIN ON FAIR VALUE CHANGES

(Rs. in Hundreds)

| Description | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
|---|--|--|
| Net gain on financial instruments at fair value through profit or loss | | |
| (i) On trading portfolio | | |
| - Derivatives | - | 3,928.75 |
| - Others | 23,137.42 | 35,774.11 |
| (ii) On financial instruments designated at fair value through profit or loss | | |
| - Investments (on Fair Value Changes) | 38,122.46 | 11,285.62 |
| - Investments (Profit on Sale of Investment) | 14,630.89 | 9,660.22 |
| Total Net gain on fair value changes | 75,890.77 | 60,648.70 |
| Fair Value changes: | | |
| - Realised | 37,768.31 | 49,363.08 |
| - Unrealised | 38,122.46 | 11,285.62 |
| Total Net gain on fair value changes | 75,890.77 | 60,648.70 |

25. OTHER INCOME

(Rs. in Hundreds)

| Description | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
|---|--|--|
| Profit on Sale of Property, Plant and Equipment | 3,756.50 | 4,171.93 |
| Miscellaneous Income | 912.93 | 31.15 |
| Total | 4,669.44 | 4,203.08 |

26. FINANCE COSTS

(Rs. in Hundreds)

| Description | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
|--|--|--|
| On Financial Liabilities measured at Amortised Cost | | |
| Interest on Borrowings | 62.56 | 495.07 |
| Other interest expense | 148.12 | 113.48 |
| Total | 210.68 | 608.55 |

27. CHANGES IN INVENTORIES OF STOCK-IN-TRADE

(Rs. in Hundreds)

| Description | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
|---|--|--|
| Stock-in-Trade (Shares and securities) (at the end of the year) | 15,08,688.20 | 13,05,477.54 |
| Stock-in-Trade (Shares and securities) (at the beginning of the year) | 13,05,477.54 | 11,01,441.47 |
| Total | (2,03,210.66) | (2,04,036.07) |

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

28. EMPLOYEE BENEFITS EXPENSE

(Rs. in Hundreds)

| Description | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
|--|--|--|
| Salaries and Wages | 2,73,124.91 | 2,65,728.89 |
| Contribution to Provident Fund and Other Funds | 15,091.91 | 14,442.79 |
| Staff Welfare Expenses | 10,048.97 | 11,416.73 |
| Total | 2,98,265.79 | 2,91,588.41 |

29. OTHER EXPENSES

(Rs. in Hundreds)

| Description | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
|---|--|--|
| Rent | 15,600.00 | 15,150.00 |
| Rates and Taxes | 2,952.05 | 3,074.86 |
| Repairs & Maintenance | 14,983.15 | 6,465.81 |
| Office Maintenance | 16,115.39 | 13,328.98 |
| Communication Expenses | 6,298.47 | 5,972.68 |
| Printing & Stationery | 3,302.00 | 2,529.00 |
| Advertisement & Business Promotion | 30,027.34 | 16,351.16 |
| Auditor's Remuneration* | 5,775.00 | 4,525.00 |
| Insurance | 11,668.42 | 6,314.88 |
| Bad Debts and Sundry Balances written off | 29,374.27 | 74,031.28 |
| Property, Plant and Equipment written off | 6,519.91 | - |
| Car Expenses | 32,509.30 | 26,808.83 |
| CSR Expenditure (Refer Note No. 32) | - | 7,420.00 |
| Donation | 1,355.00 | 150.00 |
| Computer Expenses | 3,056.56 | 3,510.82 |
| Electricity | 5,826.06 | 6,213.75 |
| Retainership Fees | 51,800.00 | 19,050.00 |
| Travelling & Conveyance | 48,120.38 | 21,796.42 |
| Miscellaneous Expenses | 56,666.13 | 38,844.05 |
| Total | 3,41,949.43 | 2,71,537.52 |
| * AUDITOR'S REMUNERATION | | |
| - Statutory Audit | 3,000.00 | 2,250.00 |
| - Tax Audit | 1,250.00 | 1,000.00 |
| - Limited Review | 750.00 | 750.00 |
| - Certification and Other Services | 775.00 | 525.00 |
| Total | 5,775.00 | 4,525.00 |

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

30. EARNINGS PER SHARE

(Rs. in Hundreds)

| Description | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
|--|--|--|
| (i) Reconciliation of earnings used in calculating earnings per share: | | |
| Numerator | | |
| (a) Profit/(Loss) for the year (for basic EPS) | 1,01,916.47 | 2,59,867.83 |
| (b) Less: Effect of dilutive potential ordinary shares | - | - |
| (c) Net Profit/(Loss) for diluted earnings per share | 1,01,916.47 | 2,59,867.83 |
| (ii) Reconciliation of basic and diluted shares used in computing earnings per share: | | |
| Denominator | | |
| (a) Weighted average number of Equity Shares (for basic EPS) | 79,84,424 | 79,84,424 |
| (b) Less: Effect of dilutive potential ordinary shares | - | - |
| (c) Number of weighted average equity shares considered for dilutive earnings per share | 79,84,424 | 79,84,424 |
| (iii) Earnings Per Share (Rs.) | | |
| (a) Basic | 1.28 | 3.25 |
| (b) Diluted | 1.28 | 3.25 |

31. RATIOS

(Rs. in Hundreds)

| Description | Numerator | Denominator | Current Period | Previous Period | % Variance |
|---|--------------|-------------|--|--|------------|
| | | | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 | |
| a) Capital to risk-weighted assets ratio (CRAR) | 46,37,217 | 43,28,207 | 1.07 | | |
| (Previous Year) | 46,16,419 | 39,95,810 | | 1.16 | 8.39% |
| b) Tier I CRAR | 46,37,217 | 43,28,207 | 1.07 | | |
| (Previous Year) | 46,16,419 | 39,95,810 | | 1.16 | 8.39% |
| c) Tier II CRAR | - | 43,28,207 | - | - | - |
| (Previous Year) | - | 39,95,810 | | | |
| d) Liquidity Coverage Ratio | 12,27,569.68 | 1,68,309.65 | 7.29 | | |
| (Previous Year) | 12,70,473.60 | (72,78,000) | | (17.46) | -24.75% |

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

32. CORPORATE SOCIAL RESPONSIBILITY (CSR)

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend atleast 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. In accordance with the provisions of the Companies Act, 2013 read with Rules made thereunder, the Company was not required to make any CSR contribution for the Financial Year 2022-23.

For the Financial Year 21-22, the areas for CSR activities were eradication of hunger and malnutrition, promoting education, art and culture, healthcare, destitute care and rehabilitation, environment sustainability, disaster relief, COVID-19 relief and rural development projects. A CSR committee had been formed by the Company as per the Act. The funds were primarily allocated to a corpus and utilized through the year on these activities which are specified in Schedule VII of the Companies Act, 2013:

| (Rs. in Hundreds) | | |
|---|--|--|
| Particulars | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
| Amount required to be spent by the company during the year | - | 7,418.40 |
| Amount of expenditure incurred | - | 7,420.00 |
| Shortfall at the end of the year | - | - |
| Total of previous years shortfall | - | - |
| Reason for shortfall | - | - |
| The nature of CSR activities undertaken by the Company | Not Applicable | Healthcare & Education |
| Details of Related Party Transactions, e.g., Contribution to a trust controlled by the company in relation to CSR Expenditure as per relevant Indian Accounting Standards | - | - |
| Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision | Not Applicable | Not Applicable |

33. OPEN INTEREST IN EQUITY INDEX/STOCK FUTURES AS AT 31ST MARCH, 2023

The Company has not entered into any equity index/ stock futures contracts for the year ended 31st March, 2023 & 31st March, 2022.

34. INCOME TAX EXPENSE

Reconciliation of tax expense and the accounting profit multiplied by India's domestic rate:

(Rs. in Hundreds)

| Sl.No. | Particulars | 31st March, 2023 | 31st March, 2022 |
|----------|---|------------------|--------------------|
| | Income tax related to items charged or credited to profit or loss during the year: | | |
| A | Statement of Profit or Loss | | |
| 1 | Current Income Tax (Including Tax Adjustments of earlier years) | 8,376.35 | 1,40,547.51 |
| 2 | Deferred Tax expenses/ (benefits): | | |
| | Relating to origination and reversal of temporary differences | 34,609.00 | 54,939.61 |
| | Total Income tax Expenses (1+2) | 42,985.35 | 1,95,487.21 |
| B | Other Comprehensive Income | | |
| | Deferred Tax related to Other Comprehensive Income | 472.42 | (532.26) |

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

34. INCOME TAX EXPENSE (contd.)

C. Reconciliation of Current Tax Expense

(Rs. in Hundreds)

| Particulars | 31st March, 2023 | 31st March, 2022 |
|--|------------------|--------------------|
| Profit before Tax | 1,45,374.26 | 4,54,822.69 |
| Applicable Tax Rate | 25.17% | 25.17% |
| Computed tax expenses | 36,590.70 | 1,14,478.88 |
| Tax effect of: | | |
| Income that is not taxable in determining taxable profit | (51,068.97) | (35,448.77) |
| Expenses that are not deductible in determining taxable profit | 40,170.56 | 47,689.14 |
| Difference in tax due to income chargeable to tax at special rates | - | 4,738.18 |
| Any other adjustments-Carry forward losses | | - |
| Income Tax Expenses | 25,692.29 | 1,31,457.43 |
| Rounded off to | 33,500.00 | 1,32,000.00 |
| Expenses/income related to prior years | (25,123.65) | 8,547.51 |
| Current Income Tax (Including Tax Adjustments of earlier years) | 8,376.35 | 1,40,547.51 |
| Effective Tax Rate | 5.76% | 30.90% |

35. EXPENDITURE/ EARNINGS IN FOREIGN CURRENCY

(Rs. in Hundreds)

| Sl.No. | Particulars | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
|--------|---|--|--|
| a) | Expenditure in Foreign currency - Travelling | 12,057.79 | - |
| b) | Earnings in Foreign currency - Consultancy Fees | 1,44,627.58 | 1,41,958.94 |

36. DUES TO MICRO AND SMALL ENTERPRISES

The Company has no dues to Micro and Small Enterprises as at 31st March, 2023 and 31st March, 2022 in the Financial Statements based on the information received and available with the Company.

37. BALANCE CONFIRMATION

Outstanding balances of Trade Receivables, Loans and Advances are subject to confirmation from the respective parties and consequential adjustments arising from reconciliation if any. The management, however, is of the view that there will be no material discrepancies in this regard.

38. EMPLOYEE BENEFITS

A. Defined Benefit Plans

Defined Benefit Plans expose the Company to actuarial risk such as: Interest Rate Risk, Liquidity Risk, Salary Escalation Risk and Demographic Risk.

- i. **Interest Rate Risk:** The Plan exposes the Company to the risk of fall in interest rates. A fall in interest rates will result in an increase in the ultimate cost of providing the above benefit and will thus result in an increase in the value of the liquidity (as shown in financial statements)
- ii. **Liquidity Risk:** This is the risk that the Company is not able to meet the short-term benefit payouts. This may arise due to non-availability of enough cash/ cash equivalents to meet the liabilities or holding of illiquid assets not being sold in time.
- iii. **Salary Escalation Risk:** The Present Value of the above benefit plan is calculated with the assumption of salary increase rate of plan participants in future. Deviation in the rate of increase of salary in future for plan participants from the rate of increase in salary in future for plan participants from the rate of increase in salary used to determine present value of obligation will have a bearing on the plan's liability.

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

38. EMPLOYEE BENEFITS (contd.)

- iv. **Demographic Risk:** The Company has used certain mortality and attrition assumptions in valuation of the liability. The Company is exposed to the risk of actual experience turning out to be worse compared to the assumption.

GRATUITY PLANS

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service is entitled to gratuity on terms not less favorable than the provisions of The Payment of Gratuity Act, 1972. The above Scheme is funded.

a. Charges for Defined Contribution Plans (DCP) for the year ended 31st March, 2023.

(Rs. in Hundreds)

| Particulars | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
|--|--|--|
| Contribution to Employee's Provident Fund | 7,315.66 | 6,613.06 |
| Contribution to Employee's Family Pension Fund | 3,412.12 | 3,414.50 |
| Total | 10,727.78 | 10,027.56 |

b. Change in Defined Benefit Obligations (DBO) over the year ended 31st March, 2023.

(Rs. in Hundreds)

| Particulars | Gratuity (Funded) | | Leave Encashment (Unfunded) | |
|--|--|--|--|--|
| | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
| Present Value of DBO at the Beginning of Year | 61,136.68 | 59,759.92 | 16,398.33 | 12,846.27 |
| Current Service Cost | 3,471.47 | 3,579.34 | 2,254.43 | 1,789.20 |
| Interest Cost | 4,462.98 | 4,123.43 | 1,197.08 | 886.39 |
| Curtailment Cost/(Credit) | - | - | - | - |
| Settlement Cost/(Credit) | - | - | - | - |
| Employee Contribution | - | - | - | - |
| Past Service Cost | - | - | - | - |
| Acquisitions | - | - | - | - |
| Re-measurement (or Actuarial (Gains/Losses) arising from: | - | - | - | - |
| -Change in demographic assumptions | - | - | - | - |
| -Change in financial assumptions | 619.54 | (2,457.11) | 244.08 | (650.23) |
| -Experience variance(i.e. Actual experience vs. assumptions) | 1,008.07 | (118.9) | 18,744.23 | 13,194.94 |
| -Others | - | - | - | - |
| Benefits paid | (2,535.58) | (3,750.00) | (13,050.41) | (11,668.24) |
| Present Value of DBO at the end of Year | 68,163.16 | 61,136.68 | 25,787.74 | 16,398.33 |

c. Change in Fair Value of Assets

(Rs. in Hundreds)

| Particulars | Gratuity (Funded) | | Leave Encashment (Unfunded) | |
|--|--|--|--|--|
| | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
| Plan Assets at beginning of period | 68,110.54 | 67,653.77 | - | - |
| Investment Income | 4,972.07 | 4,668.11 | - | - |
| Return on Plan Assets, Excluding amount recognized in Net Interest Expense | (249.31) | (461.34) | - | - |
| Actual Company contributions | 5,975.61 | - | - | - |
| Fund Transferred | - | - | - | - |
| Employee Contributions | - | - | - | - |
| Benefits paid | (2,535.58) | (3,750.00) | - | - |
| Plan assets at the end of period | 76,273.33 | 68,110.54 | - | - |

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

38. EMPLOYEE BENEFITS (contd.)

d. Funded Status

(Rs. in Hundreds)

| Particulars | Gratuity (Funded) | | Leave Encashment (Unfunded) | |
|---|-------------------------------------|-------------------------------------|-------------------------------------|-------------------------------------|
| | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
| Present value of Defined Benefit Obligation | 68,163.16 | 61,136.68 | 25,787.74 | 16,398.33 |
| Fair Value of Plan Assets | 76,273.33 | 68,110.54 | - | - |
| Unrecognized Past Service Cost | - | - | - | - |
| Effects of Asset Ceiling | - | - | - | - |
| Net Defined Benefit Asset/(Liability) | 8,110.17 | 6,973.86 | (25,787.74) | (16,398.33) |

e. Reconciliation of Net Balance Sheet position

(Rs. in Hundreds)

| Particulars | Gratuity (Funded) | | Leave Encashment (Unfunded) | |
|--|-------------------------------------|-------------------------------------|-------------------------------------|-------------------------------------|
| | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
| Net asset/(Liability) recognized in balance sheet at the beginning of period | 6,973.86 | 7,893.85 | (16,398.33) | (12,846.27) |
| Expense recognized in Income Statement | 2,962.38 | 3,034.66 | 22,439.82 | 15,220.30 |
| Benefits Paid | - | - | 13,050.41 | 11,668.24 |
| Expense recognized in Other Comprehensive Income | 1,876.92 | (2,114.67) | - | - |
| Employer contributions | 5,975.61 | - | - | - |
| Net Acquisitions/Business Combinations | - | - | - | - |
| Net Asset/(Liability) recognized in balance sheet at end of the period | 8,110.17 | 6,973.86 | (25,787.74) | (16,398.33) |

f. Expense recognized during the year 2022-23

(Rs. in Hundreds)

| Particulars | Gratuity (Funded) | | Leave Encashment (Unfunded) | |
|--|-------------------------------------|-------------------------------------|-------------------------------------|-------------------------------------|
| | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
| Current Service Cost | 3,471.47 | 3,579.34 | 2,254.43 | 1,789.20 |
| Past Service Cost Plan Amendment | - | - | - | - |
| Curtailement cost/(credit) | - | - | - | - |
| Settlement cost/(credit) | - | - | - | - |
| Expected return on Plan Assets | - | - | - | - |
| Net Actuarial Losses/(Gains) | - | - | 18,988.31 | 12,544.71 |
| Net Interest (Income)/ cost on Net Defined Benefit Liability/(Asset) | (509.09) | (544.68) | 1,197.08 | 886.39 |
| Expense recognized in the Statement of Profit and Loss | 2,962.38 | 3,034.66 | 22,439.82 | 15,220.30 |

g. Other Comprehensive Income

(Rs. in Hundreds)

| Particulars | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
|--|-------------------------------------|-------------------------------------|
| Actuarial (gains)/ losses due to: | | |
| - Change in demographic assumptions | - | - |
| - Change in financial assumptions | 619.54 | (2,457.11) |
| - Experience variance(i.e. Actual experience vs. assumptions) | 1,008.07 | (118.90) |
| - Others | - | - |
| Return on Plan Assets, excluding amount recognized in net interest expense | 249.31 | 461.34 |
| Re measurement (or Actuarial (gain)/Loss) arising because of change in effect of asset ceiling | - | - |
| Components of defined benefit costs recognized in other Comprehensive Income | 1,876.92 | (2,114.67) |

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

h. Principal Actuarial Assumptions

(Rs. in Hundreds)

| Particulars | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
|--|--|--|
| Financial Assumptions | | |
| Discount Rate | 7.20% | 7.30% p.a. |
| Rate of Increase in Salaries | 6.50% | 6.50% p.a. |
| Demographic Assumptions | | |
| Rate of Availment of Leave | 0.00% p.a. | 0.00% p.a. |
| Rate of Encashment of Leave | 0.00% p.a. | 0.00% p.a. |
| Mortality Rate (% of IALM 2012-2014) | 100% p.a. | 100% p.a. |
| Normal Retirement Age | 62 Years | 62 Years |
| Attribution Rates, based on age (% p.a.) | | |
| - For all ages | 2.00 | 2.00 |

i. Division of defined Benefit Obligation (Current/Non-Current) at the end of the year.

(Rs. in Hundreds)

| Particulars | Gratuity (Funded) | | Leave Encashment (Unfunded) | |
|--|--|--|--|--|
| | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
| Current Defined Benefit Obligation | 5,938.93 | 5,335.14 | 3,635.57 | 2,555.11 |
| Non-Current Defined Benefit Obligation | 62,224.23 | 55,801.54 | 22,152.17 | 13,843.22 |
| Total Defined Benefit Obligation | 68,163.16 | 61,136.68 | 25,787.74 | 16,398.33 |

j. Sensitivity Analysis

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and mortality. The Sensitivity Analysis below have determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period while holding all other assumptions constant. The result of sensitivity analysis is given below:

(Rs. in Hundreds)

| Particulars | Gratuity (Funded) | | | | Leave Encashment (Unfunded) | | | |
|-----------------------------|--|-----------|--|-----------|--|-----------|--|-----------|
| | For the year ended 31st March, 2023 | | For the year ended 31st March, 2022 | | For the year ended 31st March, 2023 | | For the year ended 31st March, 2022 | |
| | Decrease | Increase | Decrease | Increase | Decrease | Increase | Decrease | Increase |
| Discount Rate (-/+ 1%) | 74,893.76 | 62,355.55 | 67,580.34 | 55,612.54 | 28,457.25 | 23,510.97 | 18,111.17 | 14,950.82 |
| Salary Growth Rate (-/+ 1%) | 63,467.25 | 73,474.36 | 56,698.93 | 66,201.10 | 23,327.46 | 28,635.30 | 14,834.73 | 18,224.45 |
| Attrition Rate (-/+ 50%) | 67,593.27 | 68,682.14 | 60,507.11 | 61,708.45 | 25,565.13 | 25,986.07 | 16,228.97 | 16,547.71 |
| Mortality Rate (-/+ 10%) | 67,984.02 | 68,337.80 | 60,947.77 | 61,320.87 | 25,741.12 | 25,833.10 | 16,366.11 | 16,429.78 |

k. Methodology for Defined Benefit Obligation

The Projected Unit Credit (PUC) actuarial method has been used to assess the Present Value of Defined Benefit Obligations and the related Current Service Cost and where applicable Past Service Cost.

(Rs. in Hundreds)

| Expected Cash Flows over the next (valued on undiscounted basis) | Gratuity (Funded) | | Leave Encashment (Unfunded) | |
|---|--|--|--|--|
| | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
| 1 Year | 5,938.93 | 5,335.14 | 3,635.57 | 2,555.11 |
| 2-5 Years | 31,428.63 | 13,419.71 | 7,522.83 | 3,876.60 |
| 6-10 Years | 14,132.61 | 27,201.67 | 4,674.74 | 4,958.56 |
| More Than 10 Years | 1,01,568.23 | 1,01,053.42 | 45,136.88 | 29,259.69 |

l. Plan Assets Information

Major Categories of Plan Assets as Percentage of Total Plan Assets.

(Rs. in Hundreds)

| Particulars | Gratuity (Funded) | | Leave Encashment (Unfunded) | |
|--------------------------|--|--|--|--|
| | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
| Funds Managed by Insurer | 100% | 100% | - | - |

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

39. RELATED PARTY TRANSACTIONS

A. As per Indian Accounting Standard-24- 'Related Party Disclosures' issued by The Institute of Chartered Accountants of India, the names of the related parties are given below:

B. List of related parties with whom the Company has transacted during the year

| | |
|--|--|
| Subsidiary Company | SFSL Commodity Trading Private Limited |
| Associates | US Infotech Private Limited Brandshoots Ventures Private Limited Sumedha Management Solutions Private Limited |
| Key Managerial Personnel | Mr. Bhawani Shankar Rathi (Whole Time Director) Mr. Ratan Lal Gaggar (Independent Director) Dr. Basudeb Sen (Independent Director) Mr. Prashant Shekhar Panda (Independent Director) Mr. S. A. Ramesh Rangan (Independent Director) Mr. Santanu Mukherjee (Independent Director) Mr. Anil Kumar Birla (Non-Executive Director) Mr. Vijay Maheshwari (Non-Executive Director) Mr. Bijay Murmuria (Non-Executive Director) Mrs. Garima Maheshwari (Non-Executive Director) Ms. Dhvani Fatehpuria (Company Secretary) Mr. Girdhari Lal Dadhich (Chief Financial Officer) |
| Enterprise/ Firm owned or significantly influenced by Key Managerial Personnel | Superb Estate Services Private Limited M/s Maheshwari & Associates |

C. Transactions with related parties during the year and year end outstanding balance thereof are as follow: (Rs. in Hundreds)

| Sl. No. | Nature of Transactions | Associates | Subsidiary | Enterprise owned or significantly influenced by Key Managerial Personnel | Key Managerial Personnel | Total |
|---------|--|------------------------------|------------------------------|--|--------------------------|------------------------------|
| i | Managerial Remuneration | - | - | - | 61,489.43 (51,435.68) | 61,489.43 (51,435.68) |
| ii | Rent paid | - | - | 2,400.00 (2,400.00) | - | 2,400.00 (9,150.00) |
| iii | Dividend Paid | 11,155.66 (11,155.66) | - | 2,186.00 (2,186.00) | 21,834.10 (21,834.10) | 35,175.76 (35,175.76) |
| iv | Rent received | 18,000.00 (6,000.00) | - | - | - | 18,000.00 (9,150.00) |
| v | Consultancy Fees Received | 72,000.00 (72,000.00) | - | - | - | 72,000.00 (72,000.00) |
| vi | Sitting Fees | - | - | - | 7,200.00 (7,600.00) | 7,200.00 (7,600.00) |
| vii | Outstanding balances at the end of the Financial Year | | | | | |
| | Investment in Equity shares | 1,60,816.88 (1,60,816.88) | 1,45,219.50 (1,45,219.50) | - | - | 3,06,036.38 (3,06,036.38) |

Note:

(i) The above transactions do not include reimbursement of expenses made / received during the year.

(ii) Previous year figures are in the bracket.

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

39. RELATED PARTY TRANSACTIONS (contd.)

D. (Disclosure in Respect of Material Related Party Transactions during the year)

(Rs. in Hundreds)

| Particulars | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
|--|--|--|
| Managerial Remuneration | | |
| Mr. Bhawani Shankar Rathi | 38,394.84 | 34,362.66 |
| Mrs. Dhvani Fatehpuria | 15,597.38 | 10,823.02 |
| Mr. Girdhari Lal Dadhich | 6,947.21 | 6,250.00 |
| Rent paid | | |
| SFSL Commodity Trading Private Limited | - | 6,750.00 |
| Superb Estate Services Private Limited | 2,400.00 | 2,400.00 |
| Dividend paid | | |
| Mr. Vijay Maheshwari | 16,692.20 | 16,692.20 |
| Mr. Bijay Murmuria | 3,699.20 | 3,699.20 |
| Mr. Bhawani Shankar Rathi | 1,192.70 | 1,192.70 |
| Mrs. Garima Maheshwari | 250.00 | 250.00 |
| US Infotech Private Limited | 11,155.66 | 11,155.66 |
| Superb Estate Services Private Limited | 2,186.00 | 2,186.00 |
| Rent received | | |
| M/s Maheshwari & Associates | - | 3,150.00 |
| Sumedha Management Solutions Private Limited | 18,000.00 | 6,000.00 |
| Consultancy Fee Received | | |
| Sumedha Management Solutions Private Limited | 72,000.00 | 72,000.00 |
| Sitting Fees paid | | |
| Mr. Ratan Lal Gaggar | 400.00 | 300.00 |
| Dr. Basudeb Sen | 400.00 | 500.00 |
| Mr. Vijay Maheshwari | 400.00 | 500.00 |
| Mr. Bijay Murmuria | 1,300.00 | 1,400.00 |
| Mr. Anil Kumar Birla | 500.00 | 800.00 |
| Mr. S.A. Ramesh Rangan | 1,300.00 | 1,400.00 |
| Mr. Prashant Shekhar Panda | 1,300.00 | 1,200.00 |
| Mr. Santanu Mukherjee | 1,200.00 | 1,100.00 |
| Mrs. Garima Maheshwari | 400.00 | 400.00 |

40. CAPITAL RISK MANAGEMENT

The Company aims to manage its capital efficiently so as to safeguard its ability to continue as a going concern and to optimize returns to the shareholders.

The capital structure of the Company is based on management's judgment by maintaining balance of key elements in order to meet its strategic and day-to-day needs. We consider the amount of capital in proportion to risk and manage the capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

The Company's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investors', creditors' and market confidence and to sustain future development and growth of its business. The Company will take appropriate steps in order to maintain or if necessary adjust its capital structure.

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

41. INTEREST IN SUBSIDIARY AND ASSOCIATES

| Name | %Equity Interest | |
|--|------------------------|------------------------|
| | As at 31st March, 2023 | As at 31st March, 2022 |
| Subsidiary | | |
| SFSL Commodity Trading Private Limited | 99.98% | 99.98% |
| Associates | | |
| US Infotech Private Limited | 23.77% | 23.77% |
| Brandshoots Ventures Private Limited | 31.84% | 31.84% |
| Sumedha Management Solutions Private Limited | 24.73% | 24.73% |

42. FINANCIAL INSTRUMENTS- FAIR VALUE MEASUREMENT

A. Accounting classification for Fair Values

(i) Following table shows carrying amount and Fair Values of Financial Liabilities and Financial Assets:

(Rs. in Hundreds)

| Financial Assets | As at 31st March, 2023 | | | As at 31st March, 2022 | | |
|--|------------------------|----------------|-------------|------------------------|----------------|-------------|
| | Carrying Value | Amortized Cost | FVTPL | Carrying Value | Amortized Cost | FVTPL |
| Investments in Subsidiary | | | | | | |
| Unquoted Instruments | 1,45,219.50 | - | - | 1,45,219.50 | - | - |
| Investments in Associates | | | | | | |
| Unquoted Instruments | 1,60,816.88 | - | - | 1,60,816.88 | - | - |
| Investments in Equity Instruments | | | | | | |
| Quoted Equity Instruments | - | - | 32,843.66 | - | - | 19,233.27 |
| Unquoted Equity Instruments | - | - | 552.52 | - | - | 372.51 |
| Investments in Debt Instruments | | | | | | |
| Mutual Funds | - | - | 6,24,917.24 | - | - | 5,11,158.26 |
| Debentures | | | | | | |
| - Quoted | - | 15,000.00 | - | - | 15,000.00 | - |
| - Unquoted | - | 45,000.01 | - | - | 0.01 | - |
| Trade Receivables | 2,17,915.58 | - | - | 2,26,222.31 | - | - |
| Cash and Cash Equivalents | 49,433.51 | - | - | 1,40,530.51 | - | - |
| Bank Balance other than above | 3,82,066.46 | - | - | 6,25,930.12 | - | - |
| Other Financial Assets | 52,114.99 | - | - | 1,65,509.74 | - | - |

(Rs. in Hundreds)

| Financial Assets | As at 31st March, 2023 | | | As at 31st March, 2022 | | |
|-------------------------------------|------------------------|----------------|-------|------------------------|----------------|-------|
| | Carrying Value | Amortized Cost | FVTPL | Carrying Value | Amortized Cost | FVTPL |
| Borrowings | - | - | - | 3,002.72 | - | - |
| Other Financial Liabilities* | 38,136.14 | - | - | 34,688.96 | - | - |

*Fair Values for these Financial Instruments have not been disclosed because their carrying amounts are reasonable approximation of their fair values.

(ii) Finance Income and Finance Cost instrument category wise classification

(Rs. in Hundreds)

| Financial Income & Financial Cost | As at 31st March, 2023 | | | As at 31st March, 2022 | | |
|-----------------------------------|------------------------|----------------|-----------|------------------------|----------------|----------|
| | Carrying Value | Amortized Cost | FVTPL | Carrying Value | Amortized Cost | FVTPL |
| Income | | | | | | |
| - Interest income | 27,003.75 | - | - | 35,195.90 | - | - |
| - Dividend Income | - | - | 18,962.59 | - | - | 8,010.82 |
| Expenses | | | | | | |
| - Interest Expense | - | 210.68 | - | - | 608.55 | - |

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

42. FINANCIAL INSTRUMENTS- FAIR VALUE MEASUREMENT (contd.)

B. Fair Value Hierarchy

The following table shows the details of financial assets and financial liabilities including their levels in the fair value hierarchy:

(i) Financial assets and financial liabilities measured at fair value – recurring fair value measurements:

(Rs. in Hundreds)

| Financial Assets | As at 31st March, 2023 | | | As at 31st March, 2022 | | |
|--|------------------------|-----------|-----------|------------------------|---------|-------------|
| | Level 1 | Level 2 | Level 3 | Level 1 | Level 2 | Level 3 |
| Investments in Equity Instruments | | | | | | |
| Quoted Equity Instruments | 32,843.66 | - | - | 19,233.27 | - | - |
| Unquoted Equity Instruments | - | 552.52 | - | - | 372.51 | - |
| Investments in Debt Instruments | | | | | | |
| Mutual Funds | 6,24,917.24 | - | - | 5,11,158.26 | - | - |
| Debentures | | | | | | |
| - Quoted | 15,000.00 | - | - | 15,000.00 | - | - |
| - Unquoted | - | 45,000.01 | - | - | 0.01 | - |
| Other Financial Assets | - | - | 52,114.99 | - | - | 1,65,509.74 |

(ii) Fair value disclosure of financial assets and financial liabilities measured at carrying value and amortized cost:

(Rs. in Hundreds)

| Particulars | As at 31st March, 2023 | | | As at 31st March, 2022 | | |
|------------------------------|------------------------|---------|-----------|------------------------|----------|-----------|
| | Level 1 | Level 2 | Level 3 | Level 1 | Level 2 | Level 3 |
| Financial Assets | | | | | | |
| Debentures | 15,000.00 | - | - | 15,000.00 | - | - |
| Financial Liabilities | | | | | | |
| Borrowings | - | - | - | - | 3,002.72 | - |
| Other Financial Liabilities | - | - | 38,136.14 | - | - | 34,688.96 |

Level 1- hierarchy includes financial instruments valued using quoted market prices. Listed equity instruments and traded debt instruments which are traded in the stock exchanges are valued using the closing price at the reporting date. Mutual funds are valued using the closing NAV.

Level 2- hierarchy includes financial instruments that are not traded in active market. This includes OTC derivatives and debt instruments valued using observable market data such as yield etc. of similar instruments traded in active market. All derivatives are reported at discounted values hence are included in level 2. Borrowings have been fair valued using market rate prevailing as on the reporting date.

Level 3- if one or more significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity instruments and certain debt instruments which are valued using assumptions from market participants.

(ii) Fair Value measurements using significant unobservable inputs (Level 3)

The following table presents the changes in level 3 items for the period 31st March,2023 and 31st March,2022.

(Rs. in Hundreds)

| | Subsidiary- Unquoted | Associates- Unquoted | Unquoted Equity Instruments | Other Financial Liabilities |
|---|-------------------------|-------------------------|--------------------------------|--------------------------------|
| As at 31st March, 2022 | 1,45,219.50 | 1,60,816.88 | 372.51 | 34,688.96 |
| Acquisitions | - | - | - | - |
| Sales | - | - | - | - |
| Gains/(Losses) recognized in Statement of Profit and Loss | - | - | - | 3,447.17 |
| Addition due to securities being delisted | - | - | 180.01 | - |
| As at 31st March, 2023 | 1,45,219.50 | 1,60,816.88 | 552.52 | 38,136.14 |

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

42. FINANCIAL INSTRUMENTS- FAIR VALUE MEASUREMENT (contd.)

(iii) Valuation techniques used for valuation of instruments categorised as level 3.

For valuation of investments in equity shares of associates which are unquoted, peer comparison has been performed wherever available. Valuation has been primarily done based on the cost approach wherein the net worth of the Company is considered and price to book multiple is used to arrive at the fair value. In cases where income approach was feasible valuation has been arrived using the earnings capitalisation method. For inputs that are not observable for these instruments, certain assumptions are made based on available information. The most significant of these assumptions are the discount rate and credit spreads used in the valuation process. For valuation of investments in debt securities categorised as level 3, market polls which represent indicative yields are used as assumptions by market participants when pricing the asset.

(iv) Financial Instrument- Financial Risk Management.

The Company's activity exposes it to various risks such as market risk, liquidity risk and credit risks. This section explains the risks which the Company is exposed to and how it manages the risks.

A. Market Risk

Market risk is the risk that changes in market prices, such as foreign exchange risk rates, interest rates and equity prices which will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Company's main business activity, financial consulting, has no or limited entry barrier. Entry of Banks and large consulting firms has increased competition.

(i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to interest rate risk on financial liabilities such as long-term borrowings.

The Company is also exposed to interest rate risk on its financial assets that include fixed deposits.

Impact of increase/decrease in the benchmark interest rates on the Company's equity and the Statement of Profit and Loss for the year is given below:

| Interest Rate Risk | Change in Rate | As at 31st March, 2023 | | 31st March, 2022 | |
|--------------------------|----------------|--|--------------------------------------|--|--------------------------------------|
| | | Change in Statement of Profit and Loss | Change in Other components of equity | Change in Statement of Profit and Loss | Change in Other components of equity |
| | | (Rs. in Hundreds) | | | |
| Interest Rate | 50 bps | - | - | - | - |
| - Borrowings | - | - | - | 9 % | - |
| - Other Financial Assets | - | 8 % | - | 8 % | - |

(ii) Price Risk

The Company's exposure to equity securities price risk arises from investments held by the Company and classified in the Balance Sheet as fair value through Profit or Loss. The majority of the Company's equity investments are publicly traded.

(iii) Sensitivity analysis- Equity price risk

The table below summarises the impact of increase/decrease of the market price of the listed instruments on the Company's equity and profit for the period. The analysis is based on the assumption that market price had increased by 2% or decreased by 2%.

| Particulars | Impact on Profit or Loss | | Impact on other components of equity | |
|------------------------------|--------------------------|------------------|--------------------------------------|------------------|
| | 31st March, 2023 | 31st March, 2022 | 31st March, 2023 | 31st March, 2022 |
| | (Rs. in Hundreds) | | | |
| Market Price increases by 2% | 656.87 | 384.67 | - | - |
| Market Price decreases by 2% | (656.87) | (384.67) | - | - |

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

42. FINANCIAL INSTRUMENTS- FAIR VALUE MEASUREMENT (contd.)

B. Liquidity Risk

The Company determines its liquidity requirements in the short, medium and long term. This is done by drawing up cash forecast for short and medium-term requirements and strategic financing plans for long term needs.

The Company manages its liquidity risk in a manner so as to meet its normal financial obligations without any significant delay or stress. Such risk is managed through ensuring operational cash flow while at the same time maintaining adequate cash and cash equivalents position. This is generally carried out in accordance with practice and limits set by the Company.

(i) Maturity Analysis

The Company's financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial liabilities and net settled derivative financial instruments. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

(Rs. in Hundreds)

| | Less than 1 Year | 1 Year to 2 year | 2 Year to 5 Years | More than 5 Years | Total |
|---|------------------|------------------|-------------------|-------------------|-----------|
| Contractual maturities of financial liabilities as at 31st March, 2023 | | | | | |
| Non- Derivatives | | | | | |
| Other Financial Liabilities | 38,136.14 | - | - | - | 38,136.14 |

(Rs. in Hundreds)

| | Less than 1 Year | 1 Year to 2 year | 2 Year to 5 Years | More than 5 Years | Total |
|---|------------------|------------------|-------------------|-------------------|-----------|
| Contractual maturities of financial liabilities as at 31st March, 2022 | | | | | |
| Non- Derivatives | | | | | |
| Borrowings | 3,002.72 | - | - | - | 3,002.72 |
| Other Financial Liabilities | 34,688.96 | - | - | - | 34,688.96 |

C. Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligation, and arises principally from the Company's receivables from customers, stock exchanges and clearing members. The carrying amount of financial assets represents the maximum credit exposure. Security deposit with stock exchanges and clearing members mainly represents the margin money to cover the regular trading exposure in stock exchanges backed by margin collected from clients and has very insignificant credit risk.

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each client. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the industry.

Financial assets are written off when there is no expectation of recovery such as debtors failing to engage in a repayment plan with the Company. Where loans and receivables have been written off, the Company continues to engage in enforcement activity to attempt to recover the receivable due. Where necessary, the Company has adopted the policy of creating expected credit loss where recoveries are not made, these are organised as expense in the Statement of Profit and Loss.

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

43. MATURITY ANALYSIS OF ASSETS AND LIABILITIES

(Rs. in Hundreds)

| Particulars | As at 31st March, 2023 | | As at 31st March, 2022 | |
|---|------------------------|---------------------|------------------------|---------------------|
| | Within 12 Months | After 12 Months | Within 12 Months | After 12 Months |
| Financial Assets | | | | |
| Cash and Cash Equivalents | 49,443.51 | - | 49,443.51 | - |
| Bank Balance other than above | 3,82,066.46 | - | 3,82,066.46 | - |
| Trade Receivables | 1,98,375.58 | 19,540.00 | 2,17,915.58 | 43,623.50 |
| Investments | - | 10,24,349.81 | 10,24,349.81 | 8,51,800.43 |
| Other Financial Assets | 37,946.42 | 14,168.57 | 52,114.99 | 87,306.86 |
| Non-Financial Assets | | | | |
| Inventories | 15,08,688.20 | - | 15,08,688.20 | - |
| Current Tax Assets (Net) | - | 82,760.89 | 82,760.89 | 58,206.06 |
| Investments Property | - | 2,10,176.58 | 2,10,176.58 | 2,13,619.16 |
| Property, Plant and Equipment | - | 12,57,394.61 | 12,57,394.61 | 11,50,623.92 |
| Intangible Assets | - | 2,013.82 | 2,013.82 | 2,144.37 |
| Other Non- Financial Assets | 31,745.86 | 62,560.05 | 94,305.91 | 62,560.05 |
| Total | 22,08,266.03 | 26,27,964.33 | 48,81,230.36 | 23,51,684.60 |
| | | | | 24,69,884.35 |
| | | | | 48,21,569.94 |
| Financial Liabilities | | | | |
| Borrowings (Other than Debt Securities) | - | - | - | 3,002.72 |
| Other Financial Liabilities | 38,136.14 | - | 38,136.14 | - |
| Non-Financial Liabilities | | | | |
| Provisions | 3,635.57 | 22,152.14 | 25,787.71 | 13,843.22 |
| Deferred Tax Liabilities (Net) | 1,77,135.50 | - | 1,77,135.50 | - |
| Other Non-Financial Liabilities | 940.08 | - | 940.08 | - |
| Total | 2,19,847.29 | 22,152.14 | 2,41,999.43 | 13,843.22 |
| Net | 19,88,418.74 | 26,05,812.19 | 46,39,230.93 | 21,62,521.06 |
| | | | | 24,56,041.13 |
| | | | | 46,18,563.18 |

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

44. SEGMENT REPORTING

The Company is primarily engaged in the business of “Investment Banking” which constitutes a single reporting segment and the management monitors the operating results of its business units as a whole for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss in the financial statements, thus, there are no additional disclosures to be provided under Ind AS 108- “Operating Segments.”

45. CAPITAL ADVANCES

Capital Advances represent an amount of Rs. 62,56,000 towards booking of two flats at Mumbai against total consideration of Rs. 84,50,000 in the Financial Year 2008. The Company is yet to receive the possession and therefore due to abnormal delay, the company has filed the case at RERA court, Mumbai against builder in Financial Year 2019-20.

46. INVESTMENT PROPERTY

The Company has an existing investment property i.e., Flat 1/1C at Geetanjali Apartment, Kolkata which is vacant since last year.

(Rs. in Hundreds)

| Particulars | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
|--|--|--|
| Investment Property | | |
| - Flat 2B at Geetanjali Apartment, Kolkata | 57.96 | 1,757.28 |
| - Flat 1/1C at Geetanjali Apartment, Kolkata | - | 115.15 |
| TOTAL | 57.96 | 1,872.43 |

47. The Board of Directors have recommended a dividend at the rate of Re. 1.00 per share (face value ₹ 10/-)(previous year Re. 1.00) for the year ended 31st March, 2023, subject to approval of the shareholders at the ensuing Annual General Meeting.

As per requirements of Ind AS, the Company is not required to provide for proposed dividend declared after the Balance Sheet date. Consequently, no provision has been made in respect of the aforesaid dividend proposed by the Board of Directors for the year ended 31st March, 2023. Had the company continued with the creation of the provision of the proposed dividend as at the Balance Sheet date, its surplus in the Statement of Profit and Loss would have been lower by Rs. 79,84,424 (Previous Year Rs. 79,84,424) on account of dividend and the short-term provision would have been higher by the said amount of Rs. 79,84,424 (Previous Year Rs. 79,84,424).

48. During the year, Unclaimed Dividend amounting to Rs.2,49,754/- relating to financial year 2014-15 has been transferred to IEPF Account as per section 124(5) of the Companies Act, 2013.

49. Other Notes:

- The Company does not have any transactions with companies struck off.
- The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- The Company has complied with the number of layers prescribed under the Companies Act, 2013.

50. Previous year's figures have been regrouped/reclassified wherever necessary to correspond with the current year's classification/disclosure.

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

51. Figures have been rounded off to nearest Hundreds.

Signature to notes 1 to 51

For **V. SINGHI & ASSOCIATES**
Chartered Accountants
Firm Registration No.: 311017E

(V. K. SINGHI)
Partner
Membership No. 050051

Place: Kolkata
Date : 6th May, 2023

For and on behalf of the Board of Directors

Bhawani Shankar Rathi
Whole-time Director
DIN: 00028499

Bijay Murmuria
Director
DIN: 00216534

Dhwani Fatehpuria
Company Secretary

Girdhari Lal Dadhich
Chief Financial Officer

FORM AOC - 1

**[Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014]
Statement containing salient features of the financial statement of subsidiaries/Associate
Companies/Joint ventures (As on 31st March, 2023)**

PART A : SUBSIDIARY

| | | |
|-----|---|----------------------------------|
| 1. | Sl. No. | 1 |
| 2. | Name of the Subsidiary | SFSL Commodity Trading Pvt. Ltd. |
| 3. | The date since when subsidiary was acquired | 28 March, 2000 |
| 4. | Reporting period for the Subsidiary concerned, if different from the holding company's reporting period | 01 April, 2022 to 31 March, 2023 |
| 5. | Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries | Not applicable |
| 6. | Share Capital | Rs. 86,82,650 |
| 7. | Reserves & Surplus | Rs. 1,58,09,925 |
| 8. | Total Assets | Rs. 2,45,57,374 |
| 9. | Total Liabilities | Rs. 2,45,57,374 |
| 10. | Investments | Rs. 2,07,08,816 |
| 11. | Turnover | Rs. 21,08,058 |
| 12. | Profit before Taxation | Rs. 18,58,169 |
| 13. | Provision for Taxation | Rs. 3,98,986 |
| 14. | Profit after Taxation | Rs. 14,59,183 |
| 15. | Proposed Dividend | Nil |
| 16. | % of Shareholding | 99.98 |

- Notes: 1. There is no subsidiary which is yet to commence operations.
2. There is no subsidiary which has been liquidated or sold during the year.

PART B : ASSOCIATES AND JOINT VENTURES

Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Associate Companies

| Name of Associates / Joint Ventures | | US Infotech Pvt. Ltd. | Brandshoots Ventures (P) Ltd. | Sumedha Management Solutions (P) Ltd. |
|-------------------------------------|---|-----------------------|-------------------------------|---------------------------------------|
| 1. | Latest Audited Balance Sheet Date | 31-Mar-23 | 31-Mar-23 | 31-Mar-23 |
| 2. | Date on which the Associate or Joint Venture was associated or acquired | 30-Mar-06 | 27-Jan-17 | 27-Sep-18 |
| 3. | Shares of Associate / Joint Ventures held by the company on the year end | | | |
| | No. | 5,12,948 | 5,44,400 | 2,30,000 |
| | Amount of Investment in Associates / Joint Venture | Rs. 77,97,688 | Rs. 54,44,000 | Rs. 28,40,000 |
| | Extend of Holding % | 23.77 | 31.84 | 24.73 |
| 4. | Description of how there is significant influence | Share Ownership | Share Ownership | Share Ownership |
| 5. | Reason why the Associate/ Joint Venture is not consolidated | - | - | - |
| 6. | Networth attributable to shareholding as per latest audited Balance Sheet | Rs. 2,92,09,918 | Rs. 1,26,67,163 | Rs. 1,38,24,782 |
| 7. | Profit / (Loss) for the year | Rs. 37,24,621 | Rs. 69,586 | Rs. 81,65,016 |
| | i. Considered in Consolidation | Rs. 10,32,092 | Rs. 22,156 | Rs. 20,19,208 |
| | ii. Not considered in Consolidation | Rs. 17,02,529 | Rs. 47,430 | Rs. 61,45,808 |

- Notes: 1. There is no associates or joint ventures which is yet to commence operations.
2. There is no associates or joint ventures which has been liquidated or sold during the year.

For and on behalf of the Board of Directors

Bhawani Shankar Rathi
Wholetime Director
DIN : 00028499

Bijay Murmuria
Director
DIN : 00216534

Date : 6th May, 2023
Place : Kolkata

Dhwani Fatehpuria
Company Secretary

Girdhari Lal Dadhich
Chief Financial Officer

INDEPENDENT AUDITOR’S REPORT ON CONSOLIDATED FINANCIAL STATEMENTS

To the Members of **Sumedha Fiscal Services Limited**
Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of Sumedha Fiscal Services Limited (hereinafter referred to as “the Holding Company”) and its Subsidiary (collectively referred to as “the Group”) and its Associates, comprising of the Consolidated Balance Sheet as at 31st March, 2023, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Cash Flows, the Consolidated Statement of Changes in Equity for the year ended on that date and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as “the Consolidated Financial Statements”).

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the subsidiary and associates as referred to in the “Other Matter” Paragraph," the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with Indian Accounting Standards specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules 2015, as amended and the accounting principles generally accepted in India, of the consolidated state of affairs (financial position) of the Group and its associates as at 31st March, 2023, consolidated Profit (financial performance including other comprehensive income), consolidated statement of changes in equity and consolidated cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor’s Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (“ICAI”) together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI’s Code of Ethics. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred in Other Matters paragraph below is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current year. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the Key Audit Matters to be communicated in our report.

| Key Audit Matters | Response to Key Audit Matters |
|--|---|
| <p>Property, Plant and Equipment There are areas where management judgement impacts the carrying value of property, plant and equipment, intangible assets, investment property and their respective depreciation rates. We do not consider this management judgement to be of high risk of significant misstatement or to be subject to significant level of judgment. However, due to their materiality in the context of the Balance Sheet of the Holding Company, this is considered to be an area which had the significant effect on the overall audit strategy and allocation of resources in planning and completing our audit.</p> | <p>We assessed the controls in place over the Property, Plant & Equipment, evaluated the appropriateness of capitalization process, performed tests of details on costs capitalised, the timeliness of the capitalization of the assets and the de-recognition criteria for assets retired from active use. In performing these procedures, we reviewed the judgements made by management including the nature of underlying costs capitalised; determination of realizable value of the assets retired from active use; the appropriateness of assets lives applied in the calculation of depreciation; and the useful lives of assets prescribed in Schedule II to the Act and as per significant accounting policies of the Holding Company.</p> |

Information Other than the Consolidated Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Corporate Governance and Shareholder's Information, but does not include the consolidated financial statements and our Auditor's Report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance or conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, we conclude, based on the work we have performed, and report of the other auditors as furnished to us (refer other matter para below) on the other information obtained prior to the date of Auditor's Report, that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and those charged with governance for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance (including other comprehensive income), consolidated Changes in Equity and consolidated Cash Flows of the Group including its Associates in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and its Associates and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and its associates are responsible for assessing the ability of the Group and its associates to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and its associates are also responsible for overseeing the financial reporting process of the Group and its associates.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an Auditor's Report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Group and its associates have adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associates to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our Auditor's Report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our Auditor's Report. However, future events or conditions may cause the Group and its associates to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associates to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial information of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remains responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in the section titled "Other Matters" in this audit report.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our Auditor's Report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

We did not audit the financial statements of the subsidiary included in the consolidated financial statements of the Holding Company, whose financial statements reflect Total Assets of Rs. 245.57 Lakhs and Net Assets of Rs. 244.93 Lakhs as at 31st March, 2023, Total Revenues of Rs. 21.08 Lakhs and Net Cash Outflow amounting to Rs. 6.56 Lakhs for the year ended on that date, as considered in the financial statements of the Holding Company. The Consolidated Financial Statements also include the Group's share of Net Profit of Rs. 30.73 Lakhs and Other Comprehensive Income of Rs. (22.76) Lakhs for the year ended 31st March, 2023, as considered in the consolidated financial statements, in respect of 3 associates whose financial statements / financial information are not audited by us.

The financial statements of Subsidiary have been audited by other auditor whose report has been furnished to us by the Holding Company's Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it

relates to the aforesaid subsidiary is based solely on the reports of the other auditor.

The financial statements/ financial information of 3 Associate Companies are audited by other auditors and whose reports have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these associates, and our report in terms of sub-section (3) and (11) of section 143 of the Act, in so far as it relates to the aforesaid associates, is based solely on such audited financial statements/ financial information.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the report of the other auditor.

Report on Other Legal and Regulatory Requirements

1. A) As required by Section 143(3) of the Act, we report that:

- a. we have sought and obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purposes of our audit of the aforesaid consolidated financial statements;
- b. in our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports (of the other auditors);
- c. the Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- d. in our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act.
- e. on the basis of the written representations received from the directors of the Holding Company as on 31st March, 2023 and taken on record by the Board of Directors of the Holding Company and the report of the Statutory Auditor of Subsidiary and the information from Associates, none of the directors of the Group companies and its associates incorporated in India is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164(2) of the Act;
- f. with respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company, its subsidiary and associates incorporated in India and the operating effectiveness of such controls, refer to our separate report in “**Annexure A**”;

B) With respect to the other matters to be included in the Auditor’s Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the managerial remuneration paid/provided by the Holding Company, its subsidiary company and its associates incorporated in India, on the basis of report of the other statutory auditor, and the information from the Associates during the year is in accordance with the provisions of Section 197 read with Schedule V to the Act, relating to Managerial Remuneration; and

- C) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditor on the financial statements of the subsidiary and the Associates, as noted in other matter paragraph:
- a) The consolidated financial statements disclose the impact if any of pending litigations on its consolidated financial position of the Group and its associates;
 - b) The Group has made provision, as required under the applicable law or Indian Accounting Standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts; and

- c) The consolidated financial statements disclose the impact if any of pending litigations on its consolidated financial position of the Group and its associates;
- d) (i) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Group and its associates to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group and its associates ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (ii) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Group and its associates from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- (iii) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material misstatement.
- e) The final dividend paid by the Holding Company during the current year in respect of the same declared for the previous year is in accordance with section 123 of the Companies Act, 2013 to the extent it applies to payment of dividend. As stated in note 48 to the financial statements, the Board of Directors of the Holding Company have proposed final dividend for the current year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend.
2. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 ("the Order"/"CARO") issued by the Central Government of India in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Holding Company and its Subsidiary and Associates included in the consolidated financial statements of the Company, to which CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO Reports.

For V. SINGHI & ASSOCIATES
Chartered Accountants
Firm Registration No.: 311017E

(V. K. SINGHI)
Partner

Membership No. 050051
UDIN: 23050051BGSUDA6465

Place: Kolkata
Date : 6th May, 2023

ANNEXURE - A TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph-1(f) on Other Legal and Regulatory Requirements of our Report of even date to the members of Sumedha Fiscal Services Limited on the Consolidated Financial Statements for the year ended 31st March, 2023)

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

In conjunction with our audit of the consolidated financial statements as of and for the year ended 31st March, 2023, we have audited the internal financial controls with reference to consolidated financial statements of Sumedha Fiscal Services Limited (“the Holding Company”) and its subsidiary company (collectively referred to as “the Group”) and its associates, which are companies incorporated in India, as of that date.

Management’s Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company, its subsidiary and its associates which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls with reference to consolidated financial statements based on the criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (“ the ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors’ Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements of the Group and its associates, which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India (ICAI) and the Standards on Auditing issued by ICAI, and prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to consolidated financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated financial statements, assessing the risk that a material weakness exists & testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to financial statements of the Group and its associates, which are

Meaning of Internal Financial Controls with reference to consolidated financial statements

A company’s internal financial control with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control with reference to consolidated financial statements includes those policies and procedures that (1) pertain to the

maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to consolidated financial statements

Because of the inherent limitations of internal financial controls with reference to consolidated financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to consolidated financial statements to future periods are subject to the risk that the internal financial control with reference to consolidated financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, and to the best of our information and according to the explanations given to us, the Holding Company, its subsidiary and its associates which are incorporated in India, have in all material respects, an adequate internal financial controls with reference to consolidated financial statements and such internal financial controls were operating effectively as at 31st March, 2023, based on the internal financial controls with reference to consolidated financial statements criteria established by the respective Companies considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters

Our aforesaid report under section 143(3) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated financial statements in so far as it relates to subsidiary Company and Associates is based on the corresponding report of the auditor of respective Companies.

For **V. SINGHI & ASSOCIATES**
Chartered Accountants
Firm Registration No.: 311017E

(V. K. SINGHI)
Partner

Membership No. 050051
UDIN: 23050051BGSUDA6465

Place: Kolkata
Date : 6th May, 2023

Consolidated Balance Sheet as at 31st March, 2023

(Rs. in Hundreds)

| Particulars | Note No. | As at 31st March, 2023 | As at 31st March, 2022 |
|--|----------|---------------------------|---------------------------|
| I ASSETS | | | |
| (1) Financial Assets | | | |
| a. Cash and Cash Equivalents | 2 | 54,949.53 | 1,52,600.01 |
| b. Bank Balance other than (a) above | 3 | 3,82,066.46 | 6,25,930.12 |
| c. Trade Receivables | 4 | 2,17,915.58 | 2,26,222.31 |
| d. Investments | 5 | 14,41,224.86 | 11,12,090.07 |
| e. Other Financial Assets | 6 | 52,114.99 | 2,90,509.75 |
| (2) Non Financial Assets | | | |
| a. Inventories | 7 | 15,08,688.20 | 13,05,477.53 |
| b. Current Tax Assets (Net) | 8 | 82,547.90 | 58,203.56 |
| c. Investment Property | 9 | 2,28,120.55 | 2,32,053.14 |
| d. Property, Plant and Equipment | 10 | 12,57,500.18 | 11,50,729.51 |
| e. Other Intangible Assets | 11 | 2,013.82 | 2,144.36 |
| f. Other Non-Financial Assets | 12 | 94,305.91 | 81,505.79 |
| Total Assets | | 53,21,447.99 | 52,37,466.15 |
| II LIABILITIES AND EQUITY | | | |
| (1) Financial Liabilities | | | |
| a. Borrowings (other than Debt Securities) | 13 | - | 3,002.72 |
| b. Other Financial Liabilities | 14 | 38,436.14 | 34,988.98 |
| (2) Non Financial Assets | | | |
| a. Provisions | 15 | 25,787.71 | 16,398.33 |
| b. Deferred Tax Liabilities (Net) | 16 | 1,76,206.50 | 1,45,193.58 |
| c. Other Non-Financial Liabilities | 17 | 1,075.08 | 6,728.65 |
| (3) Equity | | | |
| a. Equity Share Capital | 18 | 7,98,442.40 | 7,98,442.40 |
| b. Other Equity | 19 | 42,81,458.89 | 42,32,673.94 |
| c. Minority Interest | | 41.27 | 37.55 |
| Total Liabilities and Equity | | 53,21,447.99 | 52,37,466.15 |
| Significant Accounting Policies | 1 | | |

The accompanying notes form an integral part of the Consolidated Financial Statements.

As per our report of even date attached

For and on behalf of the Board of Directors

For **V. SINGHI & ASSOCIATES**
Chartered Accountants
Firm Registration No.:311017E

Bhawani Shankar Rathi
Wholtime Director
DIN : 00028499

Bijay Murmuria
Director
DIN: 00216534

(V. K. SINGHI)
Partner
Membership No. 050051

Dhwani Fatehpuria
Company Secretary

Girdhari Lal Dadhich
Chief Financial Officer

Place : Kolkata

Date : 6th May, 2023

Consolidated Statement of Profit and Loss for the year ended 31st March, 2023

(Rs. in Hundreds)

| Particulars | Note No. | As at 31st March, 2023 | As at 31st March, 2022 |
|--|----------|---------------------------|---------------------------|
| Revenue from operations | | | |
| (i) Interest Income | 20 | 30,473.28 | 42,311.02 |
| (ii) Dividend Income | 21 | 18,962.59 | 8,010.82 |
| (iii) Rental Income | 22 | 27,000.00 | 9,150.00 |
| (iv) Fees and commission Income | 23 | 6,96,730.07 | 7,41,231.33 |
| (v) Net gain on fair value changes | 24 | 84,498.03 | 62,504.86 |
| (vi) Sales of Stock-in-Trade (Shares and Securities) | | 51,94,717.63 | 47,86,999.52 |
| (vii) Sale of services | | 16,612.52 | 18,195.23 |
| (I) Total Revenue from operations | | 60,68,994.12 | 56,68,402.78 |
| (II) Other Income | 25 | 4,673.20 | 4,203.08 |
| (III) Total Income (I+II) | | 60,73,667.33 | 56,72,605.86 |
| Expenses | | | |
| (i) Finance Costs | 26 | 210.69 | 925.09 |
| (ii) Fees and commission expense | | 56,039.85 | 48,656.90 |
| (iii) Purchase of Stock-in-Trade (Shares and Securities) | | 53,49,455.07 | 47,45,648.84 |
| (iv) Changes in Inventories of Stock-in-Trade (Shares and Securities) | 27 | (2,03,210.67) | (2,04,036.06) |
| (v) Employee Benefits Expenses | 28 | 2,98,265.79 | 2,91,588.41 |
| (vi) Depreciation, amortization and impairment on- | | | |
| - Investment Property | | 3,932.59 | 1,420.85 |
| - Property, Plant and Equipment | | 59,635.05 | 52,644.73 |
| - Other Intangible Assets | | 1,424.73 | 1,232.17 |
| (vii) Others expenses | 29 | 3,43,958.34 | 2,65,480.31 |
| (IV) Total Expenses (IV) | | 59,09,711.45 | 52,03,561.22 |
| (V) Profit/(loss) before tax (III - IV) | | 1,63,955.88 | 4,69,044.64 |
| Share of Profit/(Loss) before tax of associates accounted for using equity method | | 30,734.57 | 40,801.22 |
| Profit/(Loss) after Share of Profit of Associates but before Tax Expense | | 1,94,690.45 | 5,09,845.86 |
| (VI) Tax Expense: | | | |
| (1) Current Tax (including Provision for Tax relating to earlier Years) | | 10,411.32 | 1,43,111.57 |
| (2) Deferred Tax | | 31,485.33 | 60,624.03 |
| (VII) Profit/(loss) for the year (V-VI) | | 1,52,793.80 | 3,06,110.25 |
| (VIII) Other Comprehensive Income | | | |
| (A) (i) Items that will not be reclassified to profit or loss | | | |
| - Share of other Comprehensive Income of associates accounted for using the equity method | | (22,756.40) | 1,10,672.32 |
| - Remeasurement of post-employment benefit obligations | | (1,876.91) | 2,114.67 |
| (ii) Income tax relating to items that will not be reclassified to profit or loss | | 472.42 | (532.26) |
| (IX) Other Comprehensive Income | | (24,160.89) | 1,12,254.72 |
| Total Comprehensive Income for the year (comprising profit/ (loss) and Other Comprehensive Income for the year) | | 1,28,632.91 | 4,18,364.98 |
| Profit is attributable to : | | | |
| Equity Shareholders of the Parent | | 1,52,790.09 | 3,06,109.21 |
| Non Controlling Interest | | 3.72 | 1.04 |
| Other Comprehensive Income is attributable to: | | | |
| Equity Shareholders of the Parent | | (24,160.89) | 1,12,254.72 |
| Total Comprehensive Income is attributable to: | | | |
| Equity Shareholders of the Parent | | 1,28,629.19 | 4,18,363.94 |
| Non Controlling Interest | | 3.72 | 1.04 |
| (X) Earnings per Equity Share of face value of Rs. 10 each (Not Annualised) | | | |
| Basic (Rs.) | | 1.91 | 3.83 |
| Diluted (Rs.) | | 1.91 | 3.83 |
| Significant Accounting Policies | 1 | | |

The accompanying notes form an integral part of the Consolidated Financial Statements.
As per our report of even date attached

For V. SINGHI & ASSOCIATES
Chartered Accountants
Firm Registration No.:311017E

(V. K. SINGHI)
Partner
Membership No. 050051
Place : Kolkata
Date : 6th May, 2023

For and on behalf of the Board of Directors

Bhawani Shankar Rathi
Wholtime Director
DIN : 00028499

Bijay Murmuria
Director
DIN: 00216534

Dhwani Fatehpuria
Company Secretary

Girdhari Lal Dadhich
Chief Financial Officer

Consolidated Statement of Cash Flows for the year ended 31st March, 2023

(Rs. in Hundreds)

| | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
|---|--|--|
| A. Cash flows from operating activities | | |
| Profit/(Loss) before taxation | 1,94,690.45 | 5,09,845.86 |
| Adjustments for : | | |
| Depreciation | 64,992.37 | 55,297.74 |
| Share of Profits of Associates | (30,734.57) | (40,801.22) |
| Interest income | (30,473.28) | (42,311.02) |
| Dividend income | (1,018.24) | (107.80) |
| Interest expense | 62.57 | 495.07 |
| Rental Income | (27,000.00) | (9,150.00) |
| (Profit)/Loss on sale of Property, Plant and Equipment (net) | (3,756.50) | (4,171.93) |
| Property, Plant and Equipment written off | 6,519.91 | - |
| (Profit)/Loss on sale of Investments | (14,846.89) | (11,089.12) |
| Net gain on fair value changes | (46,513.73) | (11,712.87) |
| Bad Debts and Sundry Balances Written Off | 29,374.27 | 74,031.28 |
| Remeasurement of post-employment benefit obligations | (1,876.91) | 2,114.67 |
| Liabilities no longer required written back | (515.29) | - |
| Operating profit before working capital changes | 1,38,904.15 | 5,22,440.65 |
| Adjustments for : | | |
| (Increase) / Decrease in Trade Receivables | (21,067.54) | 1,35,824.11 |
| (Increase) / Decrease in Other Financial Assets | 2,26,726.92 | 28,534.63 |
| (Increase) / Decrease in Inventories | (2,03,210.67) | (2,04,036.06) |
| (Increase) / Decrease in Other Non-Financial Assets | (12,792.92) | (6,556.16) |
| Increase / (Decrease) in Other Financial Liabilities | 5,546.86 | 18,148.39 |
| Increase / (Decrease) in Non-Financial Liabilities | 3,726.10 | 1,509.98 |
| Cash generated from Operations | 1,37,832.91 | 4,95,865.53 |
| Tax Paid | (34,753.14) | (54,136.05) |
| Cash Flow from operating Activities | 1,03,079.76 | 4,41,729.48 |
| B. Cash flows from investing activities | | |
| Purchase of Property, Plant & Equipment and Intangible Assets | (1,76,459.72) | (1,00,454.71) |
| Sale of Property, Plant & Equipment | 5,996.41 | 9,010.35 |
| Purchase of Investments | (14,64,216.00) | (6,10,578.00) |
| Sale of Investments | 12,04,419.97 | 6,25,453.86 |
| Investment in Term Deposits | 2,43,863.66 | (2,15,048.81) |
| Rent Received | 27,000.00 | 9,150.00 |
| Interest received | 42,141.12 | 32,878.63 |
| Dividend received | 1,018.24 | 107.80 |
| Net cash (used in) / from investing activities | (1,16,236.32) | (2,49,480.88) |
| C. Cash flows from financing activities | | |
| Repayment of long term borrowings | (3,002.72) | (5,637.02) |
| Dividend paid | (79,844.24) | (79,844.24) |
| Amount transferred to IEPF | (1,584.40) | (969.40) |
| Interest paid | (62.57) | (482.72) |
| Net cash (used in) / from financing activities | (84,493.93) | (86,933.38) |
| Net increase in cash and cash equivalents | (97,650.48) | 1,05,315.22 |
| Cash and cash equivalents at the beginning of the year | 1,52,600.01 | 47,284.79 |
| Cash and cash equivalents at the end of the year | 54,949.53 | 1,52,600.00 |

Notes : 1. Components of cash and cash equivalents include cash, bank balances in current and deposit accounts as disclosed under note no. 2 of the Financial Statements.
2. The above Statement of Cash Flows has been prepared under the indirect method as set out in Indian Accounting Standard 7 (Ind AS 7) on "Statement of Cash Flow".

This is the Consolidated Financial Statements of cash flows referred to in our report of even date attached

For **V. SINGHI & ASSOCIATES**
Chartered Accountants
Firm Registration No.:311017E

(**V. K. SINGHI**)
Partner
Membership No. 050051
Place : Kolkata
Date : 6th May, 2023

For and on behalf of the Board of Directors

Bhawani Shankar Rathi
Wholetime Director
DIN : 00028499

Bijay Murmuria
Director
DIN: 00216534

Dhwani Fatehpuria
Company Secretary

Girdhari Lal Dadhich
Chief Financial Officer

Consolidated Statement of Changes in Equity for the year Ended 31st March, 2023

A. EQUITY SHARE CAPITAL

(Rs. in Hundreds)

| Particulars | Balance at the beginning of the reporting period | Changes in Equity Share Capital due to prior period errors | Restated balance at the beginning of the reporting period | Changes in equity share capital during the period | Balance at the end of the reporting period |
|------------------------------|--|--|---|---|--|
| 1. Current Reporting Period | 7,98,442.40 | - | - | - | 7,98,442.40 |
| 2. Previous Reporting Period | 7,98,442.40 | - | - | - | 7,98,442.40 |

B. OTHER EQUITY

1. Current Reporting Period as at 31st March, 2023

(Rs. in Hundreds)

| Particulars | Reserves and Surplus | | | | Items of Other Comprehensive Income - Remeasurement of post-employment benefit obligations | Total attributable to equity holders of parent | Total non-controlling interest | TOTAL |
|---|----------------------|----------------------------------|-----------------|---------------------|--|--|--------------------------------|---------------------|
| | Securities Premium | Capital Reserve on Consolidation | General Reserve | Retained Earnings | | | | |
| Balance at the beginning of the reporting year i.e. 1st April, 2022 | 2,57,201.64 | 1,547.33 | 9,265.45 | 38,58,760.83 | 1,05,898.49 | 42,32,636.38 | 37.55 | 42,32,673.93 |
| Changes in accounting policy/ prior period errors | - | - | - | - | - | - | - | - |
| Restated balance at the beginning of the current reporting period | 2,57,201.64 | 1,547.33 | 9,265.45 | 38,58,760.83 | 1,05,898.49 | 42,32,636.38 | 37.55 | 42,32,673.93 |
| Income for the year | - | - | - | 1,52,790.09 | (24,160.89) | 1,28,625.48 | 3.72 | 1,28,629.19 |
| Dividends | - | - | - | (79,844.24) | - | (79,844.24) | - | (79,844.24) |
| Transfer to Retained Earnings | - | - | - | 1,52,790.09 | - | - | - | - |
| Balance at the end of the reporting year i.e. 31st March, 2023 | 2,57,201.64 | 1,547.33 | 9,265.45 | 39,31,706.68 | 81,737.59 | 42,81,417.62 | 41.27 | 42,81,458.89 |

2. Previous Reporting Period as at 31st March, 2022

(Rs. in Hundreds)

| Particulars | Reserves and Surplus | | | | Items of Other Comprehensive Income - Remeasurement of post-employment benefit obligations | Total attributable to equity holders of parent | Total non-controlling interest | TOTAL |
|---|----------------------|----------------------------------|-----------------|---------------------|--|--|--------------------------------|---------------------|
| | Securities Premium | Capital Reserve on Consolidation | General Reserve | Retained Earnings | | | | |
| Balance at the beginning of the reporting year i.e. 1st April, 2021 | 2,57,201.64 | 1,547.33 | 9,265.45 | 36,32,495.86 | (6,356.23) | 38,94,117.73 | 36.51 | 38,94,154.24 |
| Changes in accounting policy/ prior period errors | - | - | - | - | - | - | - | - |
| Restated balance at the beginning of the current reporting period | 2,57,201.64 | 1,547.33 | 9,265.45 | 36,32,495.86 | (6,356.23) | 38,94,117.73 | 36.51 | 38,94,154.24 |
| Total Other Comprehensive Income for the year | - | - | - | 3,06,109.21 | 1,12,254.72 | 4,18,367.89 | 1.04 | 4,18,363.93 |
| Dividends | - | - | - | (79,844.24) | - | (79,844.24) | - | (79,844.24) |
| Transfer to Retained Earnings | - | - | - | - | - | - | - | - |
| Balance at the end of the reporting year i.e. 31st March, | 2,57,201.64 | 1,547.33 | 9,265.45 | 38,58,760.83 | 1,05,898.49 | 42,32,636.38 | 37.55 | 42,32,673.93 |

As per our report of even date attached

For and on behalf of the Board of Directors

For **V. SINGHI & ASSOCIATES**
Chartered Accountants
Firm Registration No.:311017E

Bhawani Shankar Rathi
Wholetime Director
DIN : 00028499

Bijay Murmuria
Director
DIN: 00216534

(V. K. SINGHI)
Partner
Membership No. 050051

Dhwani Fatehpuria
Company Secretary

Girdhari Lal Dadhich
Chief Financial Officer

Place : Kolkata
Date : 6th May, 2023

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

1. SIGNIFICANT ACCOUNTING POLICIES

Corporate Information

The Consolidated Financial Statements comprise Financial Statements of Sumedha Fiscal Services Limited (hereinafter referred to as the “Holding Company”), and its subsidiary (collectively referred to as the Group) and its associates for the year ended 31st March, 2023.

The Company was incorporated in the year 1989 as a Public Limited Company under the provisions of the Companies Act, 1956 and domiciled in India. The Company is Category -I Merchant Banker registered with Securities and Exchange Board of India with PAN India presence. The Equity Shares of the Company are listed on two stock Exchanges of India i.e. Bombay Stock Exchange and The Calcutta Stock Exchange Limited. The registered office of the Company is situated at 6A, Geetanjali Apartments, 8B Middleton Street, Kolkata – 700071, West Bengal, India.

The Consolidated Financial Statements were approved for issue in accordance with a resolution of the Board of Directors on 6th May, 2023.

This note provides a list of the significant accounting policies adopted in the preparation of the consolidated financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

1.1 Basis of Preparation/Consolidation

1.1.1 Compliance with Ind AS

These Consolidated Financial Statements have been prepared in accordance with the applicable Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 (“the Act”) read with the Companies (Indian Accounting Standards) Rules and other relevant provisions of the Act and Rules thereunder, as amended from time to time.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

These Consolidated Financial Statements are prepared in Indian Rupees (INR) which is also the Company’s functional currency.

The financial statements for the year ended 31st March, 2023 have been approved by the Board of Directors of the Company in their meeting held on 6th May, 2023.

1.1.2 Basis of Consolidation:

1.1.2.1 Subsidiary:

The Consolidated Financial Statements comprise the Financial Statements of Sumedha Fiscal Services Limited and its subsidiary as at 31st March 2023. The control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if it has:

- Power over the investee
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above. The Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

The Consolidated financial statements are prepared using uniform accounting policies for like transactions and

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

other events in similar circumstances. If a member of the group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that group member's financial statements in preparing the consolidated financial statements to ensure conformity with the group's accounting policies.

The Financial Statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent company, i.e., year ended on 31st March, 2023. The following consolidation procedure is followed:

- (a) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with its subsidiary. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.
- (b) Offset (eliminate) the carrying amount of the parent's investment in subsidiary and the parent's portion of equity of the subsidiary. Business combinations policy explains how to account for any related goodwill.
- (c) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiary to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

Change in the Group's ownership interests in existing subsidiaries

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:

- Derecognises the assets (including goodwill) and liabilities of the subsidiary,
- Derecognises the carrying amount of any non-controlling interests,
- Derecognises the cumulative translation differences recorded in equity,
- Recognises the fair value of the consideration received,
- Recognises the fair value of any investment retained,
- Recognises any surplus or deficit in profit or loss,
- Reclassifies the parent's share of components previously recognised in OCI to profit or loss or retained earnings, as appropriate, as would be required if the Group had directly disposed of the related assets or liabilities

1.1.2.2 Investment in Associates

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies. Investments in associates are accounted for using the equity method of accounting.

The considerations made in determining whether significant influence or joint control are similar to those

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

necessary to determine control over the subsidiaries.

The Group's investment in its associate is accounted for using the equity method. Under the equity method, the investment in an associate is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of net assets of the associates since the acquisition date. Goodwill relating to the associates is included in the carrying amount of the investment and is not tested for impairment individually.

The Statement of Profit and Loss reflects the Group's share of the results of operations of the associates. Any change in OCI of those investees is presented as part of the Group's OCI. In addition, when there has been a change recognised directly in the equity of the associates, the Group recognises its share of any changes, when applicable, in the Statement of Changes in Equity. Unrealised gains and losses resulting from transactions between the Group and the associates are eliminated to the extent of the interest in the associates.

If an entity's share of losses of an associate equals or exceeds its interest in the associate (which includes any long term interest that, in substance, form part of the Group's net investment in the associate), the entity then discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate. If the associate subsequently reports profits, the entity resumes recognising its share of those profits only after its share of the profits equals the share of losses not recognised.

The financial statements of the associate is prepared for the same reporting period as the Group. When necessary, adjustments are made to bring the accounting policies in line with those of the Group.

After application of the equity method, the Group determines whether it is necessary to recognise an impairment loss on its investment in its associate. At each reporting date, the Group determines whether there is objective evidence that the investment in the associate is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value, and then recognises the Profit as 'Share of Profit of an Associate' in the Statement of Profit and Loss.

Upon loss of significant influence over the associate, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associate upon loss of significant influence or joint control and the fair value of the retained investment and proceeds from disposal is recognized as profit or loss.

1.1.3 Historical Cost Convention

These consolidated financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention, except for the following:

- i) Certain financial assets and liabilities (including derivative instruments) and contingent consideration that is measured at fair value through the Statement of Profit and Loss at amortised cost;
- ii) Defined Benefit Plans – plan assets measured at fair value;

1.2 Foreign Currency Translation

Foreign currency transactions are translated into Indian Rupee (INR) which is the functional currency (i.e. the currency of the primary economic environment in which the entity operates) using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are recognised in the Statement of Profit and Loss.

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

1.3 Use of Estimates

The Preparation of Consolidated Financial Statements in conformity with the generally accepted accounting principles in India requires the management to make estimates and assumptions that affects the reported amount of assets and liabilities as at the Balance Sheet date, the reported amount of revenue and expenses for the periods and disclosure of contingent liabilities at the Balance Sheet date. The estimates and assumptions used in the consolidated financial statements are based upon management's evaluation of relevant facts and circumstances as of the date of the financial statements. Actual results could differ from estimates.

1.4 Fair Value measurement

The Group measures financial instruments at fair value at each Balance Sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- ▶ In the principal market for the asset or liability, or
- ▶ In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

1.5 Property, Plant and Equipment

Freehold Land is carried at historical cost. All other items of property, plant and equipment are stated at Carrying Value less accumulated depreciation. The Carrying Value includes expenditure that is directly attributable to the acquisition of the asset.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to the Statement of Profit and Loss during the reporting period in which the same are incurred.

Depreciation methods, estimated useful lives and residual value

Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values on the basis of useful lives prescribed in Schedule II to the Act which are also supported by technical evaluation. Item of Property, Plant and Equipment for which related actual cost do not exceed Rs. 5,000 are fully depreciated in the year of purchase. In respect of the following assets, useful lives as per Schedule II to the Act have been considered, as under:-

- Non-factory Buildings : 60 years
- Electrical Installations : 10 years

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

- Computers : 3 years
- Office Equipment : 5 years
- Furniture & Fixture : 10 years
- Motor Vehicles : 8 years
- Server and Network : 6 years

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

1.6 Investment Property

Property that is held for long term rentals yields or for capital appreciation or both and that is not occupied by the group, is classified as investment property. Investment property is measured at Cost Model, including related transaction costs and where applicable, borrowing costs. Subsequent expenditure is capitalized to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the group and the cost of the item can be measured reliably. All other repairs and maintenance cost are expensed when incurred. When part of an investment property is replaced, the carrying amount of the replaced part is derecognised.

Investment properties are depreciated using the straight line method over their estimated useful lives. Investment properties generally have a useful life of 60 years.

1.7 Intangible Assets

1.7.1 Computer Software

Costs associated with maintaining software programmes are recognised as an expense as incurred. Costs of purchased software are recorded as intangible assets and amortised from the point at which the asset is available for use.

1.7.2 Amortisation methods and periods

The Group amortises intangible assets with a finite useful life using the straight-line method over the following periods:

Computer Software : 3 years

1.8 Investments and other Financial Assets

1.8.1 Classification

The Group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through the Statement of Profit and Loss), and
- those measured at amortised cost

The classification depends on the Group's business model for managing the financial assets and the contractual terms of cash flows.

1.8.2 Measurement

At initial recognition, the Group measures a financial asset at its fair value. Transaction costs of financial assets carried at fair value through the Statement of Profit and Loss are expensed as profit or loss.

Debt Instruments

Subsequent measurement of debt instruments depends on the Group's business model for managing

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

the asset and the cash flow characteristics of the asset. The Group classifies its debt instruments into the following categories:

- **Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in finance income using the effective interest rate method.
- **Fair value through profit or loss:** Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. Interest income from these financial assets is included in other income.

Equity Instruments

The Holding Company subsequently measures all equity investments (except subsidiary and associates) at fair value through the Statement of Profit and Loss. However, where the Holding Company's management makes an irrevocable choice on initial recognition to present fair value gains or losses on specific equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses through the Statement of Profit and Loss.

1.8.3 Impairment of Financial Assets

The Group measures the expected credit loss associated with its assets based on historical trend, industry practices and the business environment in which the entity operates or any other appropriate basis. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

1.8.4 De-recognition of Financial Assets

A financial asset is derecognised only when

- The Group has transferred the rights to receive cash flows from the financial asset, or
- Retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the Group has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the Group has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Group has not retained control of the financial asset.

1.9 Derivatives and Hedging Activities

The Holding Company enters into certain derivative contracts to hedge risks which are not designated as hedges. Such contracts are accounted for at fair value through the profit or loss and are included in other income/expenses.

1.10 Cash and Cash Equivalents

For the purpose of presentation in the Statement of Cash Flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the Balance Sheet.

1.11 Earnings per Share

Basic Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to Equity Shareholders by the weighted average number of Equity Shares.

The number of Equity Shares is adjusted retrospectively for all periods presented for any share splits and bonus shares issues including for changes effected prior to the approval of the financial statements by the Board of Directors.

Diluted Earnings Per Share

Diluted earnings per share is computed by dividing the profit (considered in determination of basic earnings per share)

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

after considering the effect of interest and other financing costs or income (net of attributable taxes) associated with dilutive potential equity shares by the weighted average number of equity shares considered for deriving basic earnings per share adjusted for the weighted average number of equity shares that would have been issued upon conversion of all dilutive potential equity shares.

1.12 Trade Receivables

Trade Receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment, if any.

1.13. Inventories

The Holding Company makes trading in Equity Shares of companies in India. Inventories of Equity Shares and securities are valued at fair value and the gain / loss is recognised through the Statement of Profit and Loss.

1.13.1 Financial liabilities

1.13.2 Initial recognition and measurement

The Group recognises all the financial liabilities on initial recognition at fair value minus, in the case of a financial liability not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition or issue of the financial liability.

The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

1.13.3 Subsequent measurement

All the financial liabilities are classified and subsequently measured at amortised cost, except for those mentioned below.

1.13.4 Financial Liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the group that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109.

Gains or losses on liabilities held for trading are recognised in the Statement of Profit and Loss.

For liabilities designated as Fair Value through profit or loss, fair value gains/losses attributable to changes in own credit risks are recognized in Other Comprehensive Income. These gains/losses are not subsequently transferred to the Statement of Profit and Loss. However, the Group may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the Statement of Profit and Loss.

1.13.5 Financial Guarantee Contracts

Financial guarantee contracts issued by the Group are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortization.

1.13.6 Trade and Other Payables:

These amounts represent liabilities for goods and services provided to the group prior to the end of financial year which are unpaid. The amounts are unsecured and usually paid within 30 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period.

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

1.13.7 Borrowings

Borrowings are initially recognized at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transactions cost) and the redemption amount is recognized in the Statement of Profit and Loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognized as transaction costs of the loan to the extent that it is probable that sum or all of the facility will be drawn down. In this case, the fees is deferred until the draw down occurs. To the extent there is no evidence that it is probable that sum or all of the facility will be drawn down, the fee is capitalized as a prepayment for liquidity services and amortized over the period of the facility to which it relates.

Borrowings are removed from the Balance Sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognized in the Statement of Profit and Loss as other gains/(losses).

Borrowings are classified as current liabilities unless the group has an unconditional right to defer settlement of the liability to at least 12 months after the reporting period. Where there is a breach of a material provision for a long-term loan agreement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

1.14 Provisions, Contingent Liabilities and Contingent Assets, legal or constructive

Provisions are recognised when there is a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risk specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

A disclosure for contingent liabilities is made when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

When there is a possible obligation or a present obligation and the likelihood of outflow of resources is remote, no provision or disclosure for contingent liability is made.

Contingent Assets are not recognised but are disclosed when an inflow of economic benefits is probable.

1.15 Employee Benefits

1.15.1 Short-term Employee Benefits

These are recognised at the undiscounted amount as expense for the year in which the related service is rendered.

1.15.2 Other Long-term Employee Benefits (Unfunded)

The cost of providing long-term employee benefits is determined using Projected Unit Credit Method with actuarial valuation being carried out at each Balance Sheet date. Actuarial gains and losses and past service cost are recognised immediately in the Statement of Profit and Loss for the period in which they occur. Long term employee benefits obligation recognised in the Balance Sheet represents the present value of related obligation.

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

1.15.3 Post-employment Benefits & Plans

Contributions under Defined Contribution Plans payable in keeping with the related schemes are recognised as expenditure for the year.

In case of Defined Benefit Plans, the cost of providing the benefit is determined using the Projected Unit Credit Method with actuarial valuation being carried out at each Balance Sheet date. Actuarial gains and losses are recognised in full in the Other Comprehensive Income for the period in which they occur. Past service cost is recognised immediately to the extent that the benefits are already vested, and otherwise is amortised on a straight-line basis over the average period until the benefits become vested. The retirement benefit obligation recognised in the Balance Sheet represents the present value of the defined benefit obligation as adjusted for unrecognised past service cost, if any, and as reduced by the fair value of plan assets, where funded. Any asset resulting from this calculation is limited to the present value of any economic benefit available in the form of refunds from the plan or reductions in future contributions to the plan.

1.15.4 Bonus plans

The Holding Company recognizes a liability and an expense for bonuses. The Holding Company recognizes a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

1.16 Equity Index/Stock- Futures

Initial margin and additional margin paid, for entering into contracts for equity index/stock futures, which are released on final settlement/squaring-up of underlying contracts, are disclosed under Current Assets, Loans and Advances.

Equity index/stock futures are marked-to-market on a daily basis. Debit or credit balance disclosed under Current Assets, Loans and Advances or Current Liabilities, respectively represents the net amount paid or received on the basis of movement in the prices of index/stock futures till the Balance Sheet date.

As on the Balance Sheet date, Gain/Loss on open positions in index/stock futures are accounted for as follow:

- Profit and loss on hedged transactions are recognized on net basis. In respect of other transactions, credit balance being anticipated profit is ignored and no credit for the same is taken in the Statement of Profit and Loss. Debit balance being anticipated loss is adjusted in the Statement of Profit and Loss.
- On final settlement or squaring-up of contracts for equity index/stock futures, the profit or loss is calculated as the difference between settlement/squaring-up price and contract price. Accordingly, debit or credit balance pertaining to the settled/squared-up contract is recognised in the Statement of Profit and Loss.

1.17 Equity index/stock – Options

Initial margin and additional margin paid for entering into contracts for equity index/stock options, which are released on final settlement/squaring-up of underlying contracts, are disclosed under Current Assets, Loans and Advances.

As at the Balance Sheet date, the Statement of Profit and Loss on hedged transactions is recognized on net basis. In case of other transactions, in the case of long positions, provision is made for the amount by which the premium paid for those options exceeds the premium prevailing on the Balance Sheet date, and in the case of short positions, for the amount by which premium prevailing on the Balance Sheet date exceeds the premium received for those options. The premium paid or received as the case may be, after the aforesaid provision, is disclosed in Current Assets or Current Liabilities.

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

1.18 Impairment of Non-Financial Assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher on an asset's fair value less costs of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows which are largely independent of the cash flows from other assets or group of assets (cash-generating units). Non-financial assets that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

1.19 Segment Reporting

1.19.1 Identification of segment

The Holding Company has identified that its operating segments are the primary segments. The Holding Company's operating businesses are organized and managed separately according to the nature of products, with each segment representing a strategic business unit and offering different products and serving different markets.

1.19.2 Allocation of common costs

Common allocable costs are inter-se allocated to segments based on the basis most relevant to the nature of the cost concerned. Revenue and expenses, which relate to the enterprise as a whole and are not allocable to segment on a reasonable basis, are included under the head unallocated expense / income.

1.20 Borrowing costs

Interest and other borrowing costs attributable to qualifying assets are capitalised. Other interest and borrowing costs are charged to the Statement of Profit and Loss.

1.21 Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

1.22 Revenue Recognition

Revenue is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties.

The specific recognition criteria followed by the Group are described below:

1.22.1 Sale of Services

Timing of recognition: Revenue is recognised when no significant uncertainty as to its determination exists. The primary business of the Holding Company is financial consultancy as Merchant banker and brokerage at NSE and BSE. The revenue in consultancy is recognised in terms of mandate and on completion of the assignment. The brokerage income is recognised when contract of sale/purchase of equity is completed.

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

Measurement of revenue: Estimates of revenues, costs or extent of progress towards completion are revised if circumstances change. Any resultant increases or decreases in estimated revenues or costs are reflected in the Statement of Profit and Loss in the period in which the circumstances that give rise to the revision become known by management.

1.22.2 Sale of goods

Revenue is recognised when control of the goods are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods.

1.22.3 Insurance and other claims / refunds

Insurance and Other claims are recognized when there is a reasonable certainty of recovery.

1.22.4 Interest

Revenue is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

1.22.5 Dividend

Dividend is recognised when the right to receive the payment is established.

1.23 Income Tax

Provision for current tax is made as per the provisions of the Income Tax Act, 1961.

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets/liabilities are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiary and associates where in case of assets it is not probable that the differences will reverse in the foreseeable future and taxable profit will not be available against which the temporary differences can be utilised and in case of liabilities the group is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

1.24 Recent pronouncements

The Ministry of Corporate Affairs (“MCA”) notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2023, as stated below, the effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Rules are stated below:

1.24.1 Ind AS 1 - Presentation of Financial Statements -

This amendment requires the entities to disclose their material accounting policies rather than their significant accounting policies. The Company has evaluated the amendment and the impact of the amendment is insignificant in the consolidated financial statements.

1.24.2 Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors -

This amendment has introduced a definition of ‘accounting estimates’ and included amendments to Ind AS 8 to help entities distinguish changes in accounting policies from changes in accounting estimates. The Company has evaluated the amendment and there is no impact on its consolidated financial statements.

1.24.3 Ind AS 12 - Income Taxes -

This amendment has narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences. The Company has evaluated the amendment and there is no impact on its consolidated financial statements.

1.24.4 Ind AS 107 - Financial Instruments Disclosures -

This amendment has made an addition which says that “Information about the measurement basis for financial instruments used in preparing the financial statements is material accounting policy information and is to be disclosed.” The Company has evaluated the amendment and there is no impact on its consolidated financial statements.

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

2. CASH AND CASH EQUIVALENTS

(Rs. in Hundreds)

| Description | As at 31st March, 2023 | As at 31st March, 2022 |
|---------------------|------------------------|------------------------|
| Cash in Hand | 22,325.20 | 14,276.47 |
| Balances with Banks | 32,624.33 | 1,38,323.54 |
| Total | 54,949.53 | 1,52,600.01 |

3. BANK BALANCE OTHER THAN CASH AND CASH EQUIVALENTS

(Rs. in Hundreds)

| Description | As at 31st March, 2023 | As at 31st March, 2022 |
|---|------------------------|------------------------|
| Unclaimed Dividend | 9,104.90 | 10,689.30 |
| Fixed Deposits with Banks | 3,72,961.56 | 6,15,240.82 |
| - with maturity for more than 3 months and less than 12 months Rs. 2,71,961.56 as on 31.03.2023 and Rs. 1,90,790.82 as on 31.03.2022 | | |
| Total | 3,82,066.46 | 6,25,930.12 |

4. TRADE RECEIVABLES (Refer Note No. 4.1)

(Rs. in Hundreds)

| Description | As at 31st March, 2023 | As at 31st March, 2022 |
|------------------------------|------------------------|------------------------|
| From Related Parties | | |
| - Considered Good- Unsecured | 8,960.00 | 32,400.00 |
| From Others | | |
| - Considered Good- Unsecured | 2,08,955.58 | 1,93,822.31 |
| Total | 2,17,915.58 | 2,26,222.31 |

4.1 Trade Receivables

As at 31st March, 2023

(Rs. in Hundreds)

| Sl No. | Particulars | Outstanding for following periods from due date of payment | | | | | Total |
|--------|---|--|-----------------|-----------|-----------|-------------------|-------------|
| | | Less than 6 months | 6 months-1 year | 1-2 years | 2-3 years | More than 3 years | |
| (i) | Undisputed Trade receivables — considered good | 58,748.00 | 1,39,627.58 | 12,400.00 | 7,140.00 | - | 2,17,915.58 |
| (ii) | Undisputed Trade Receivables — which have significant increase in credit risk | - | - | - | - | - | - |
| (iii) | Undisputed Trade Receivables — credit impaired | - | - | - | - | - | - |
| (iv) | Disputed Trade Receivables — considered good | - | - | - | - | - | - |
| (v) | Disputed Trade Receivables — which have significant increase in credit risk | - | - | - | - | - | - |
| (vi) | Disputed Trade Receivables — credit impaired | - | - | - | - | - | - |

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

4.1 Trade Receivables (contd.)

As at 31st March, 2022

(Rs. in Hundreds)

| Sl No. | Particulars | Outstanding for following periods from due date of payment | | | | | Total |
|--------|---|--|-----------------|-----------|-----------|-------------------|-------------|
| | | Less than 6 months | 6 months-1 year | 1-2 years | 2-3 years | More than 3 years | |
| (i) | Undisputed Trade receivables — considered good | 1,69,742.81 | 12,856.00 | 30,813.90 | 9,200.00 | 3,609.60 | 2,26,222.31 |
| (ii) | Undisputed Trade Receivables — which have significant increase in credit risk | - | - | - | - | - | - |
| (iii) | Undisputed Trade Receivables — credit impaired | - | - | - | - | - | - |
| (iv) | Disputed Trade Receivables — considered good | - | - | - | - | - | - |
| (v) | Disputed Trade Receivables — which have significant increase in credit risk | - | - | - | - | - | - |
| (vi) | Disputed Trade Receivables — credit impaired | - | - | - | - | - | - |

5. INVESTMENTS

(Rs. in Hundreds)

| Description | As at 31st March, 2023 | As at 31st March, 2022 |
|--|------------------------|------------------------|
| In Mutual Funds (Refer Note No. 5.1) | 8,32,005.40 | 5,69,639.17 |
| In Debt Securities (Refer Note No. 5.2) | 60,000.01 | 15,000.01 |
| In Equity Instruments (Refer Note No. 5.3) | 5,49,219.45 | 5,27,450.89 |
| Total | 14,41,224.86 | 11,12,090.07 |

5.1 Investments In Mutual Funds

(Rs. in Hundreds)

| Description | As at 31st March, 2023 | | As at 31st March, 2022 | |
|--|------------------------|--------------------|------------------------|--------------------|
| | Units | Amount | Units | Amount |
| (Measured at Fair Value Through Statement of Profit and Loss) | | | | |
| Baroda Dynamic Equity Fund (Growth) | 79,990 | 13,297.14 | 79,990 | 12,982.86 |
| Canara Robeco Capital Protection Oriented Fund-Series 10- Regular (Growth) | - | - | 30,000 | 3,903.90 |
| Edelweiss Mutual Fund Liquid Fund Retail Group Open Ended | 8 | 205.46 | 8 | 194.87 |
| Franklin India Ultra Short Bond Fund Super Inst Plan (Direct Plan Growth) | - | - | 4,844 | 1,627.52 |
| HDFC Liquid Fund (Direct Plan Growth) | 9,685 | 4,26,537.46 | 8,902 | 4,31,013.32 |
| HDFC Low Duration Fund (Direct Plan Growth) | 4,47,245 | 2,32,288.92 | - | - |
| ICICI Prudential Flexible Income (Growth) | 16,205 | 74,963.84 | 16,205 | 70,932.08 |
| ICICI Prudential Short Term Fund (Growth) | 21,382 | 11,624.86 | 21,382 | 10,914.32 |
| Mirae Asset Short Tem Fund (Direct Growth) | 50,000 | 6,957.75 | 50,000 | 6,646.35 |
| SBI International Access - US Equity FOF Regular Plan (Growth) | 5,94,427 | 65,838.71 | 1,84,183 | 31,090.69 |
| UTI Equity Fund | 200 | 291.26 | 200 | 333.26 |
| Total (A) | | 8,32,005.40 | | 5,69,639.17 |

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

5.2 Investments In Debt Securities

(Rs. in Hundreds)

| Description | Face Value | As at 31st March, 2023 | | As at 31st March, 2022 | |
|---|------------|-----------------------------------|------------------|-----------------------------------|------------------|
| | | No. of Shares/ Debentures / Units | Amount | No. of Shares/ Debentures / Units | Amount |
| (Fully Paid up- unless otherwise stated) | | | | | |
| (measured at Amortized Cost) | | | | | |
| Quoted | | | | | |
| Dar Credit and Capital Limited | 500000 | 3 | 15,000.00 | 3 | 15,000.00 |
| Unquoted | | | | | |
| I Care Learning Private Limited | 100 | 50,700 | 0.01 | 50,700 | 0.01 |
| India Inflection Opportunity Fund | 100000 | 45 | 45,000.00 | - | - |
| Total (B) | | | 60,000.01 | | 15,000.01 |

5.3 Investments In Equity Shares

(Rs. in Hundreds)

| Description | Face Value | As at 31st March, 2023 | | As at 31st March, 2022 | |
|--|------------|-----------------------------------|-------------------|-----------------------------------|-------------------|
| | | No. of Shares/ Debentures / Units | Amount | No. of Shares/ Debentures / Units | Amount |
| Unquoted | | | | | |
| - of Associate Companies (measured at cost) | | | | | |
| US Infotech Private Limited | 10 | 598,047 | 313,203.39 | 598,047 | 325,638.87 |
| Brandshoots Ventures Private Limited | 10 | 544,400 | 42,536.47 | 544,400 | 42,314.91 |
| Sumedha Management Solutions Private Limited | 10 | 230,000 | 160,083.41 | 230,000 | 139,891.33 |
| - of Others [measured at Fair Value through Statement of Profit and Loss (FVTPL)] | | | | | |
| I Care Learning Private Limited | 10 | 65,000 | 0.01 | 65,000 | 0.01 |
| Assambrook Limited | 10 | 3,625 | 362.50 | 3,625 | 362.50 |
| M C C Investment & Leasing Company Limited | 10 | 400 | 10.00 | 400 | 10.00 |
| Maruti Cottex Limited | 10 | 17,000 | 170.00 | - | - |
| Pioneer Financial & Management Services Limited | 10 | 1,000 | 10.00 | - | - |
| Sanderson Industries Limited | 10 | 265,850 | 0.01 | - | - |
| Total of Unquoted Investments | | | 516,375.79 | | 508,217.62 |
| Quoted [measured at Fair Value through Statement of Profit and Loss (FVTPL)] | | | | | |
| APS-Star Industries Ltd. | 10 | 600 | 6.00 | 600 | 6.00 |
| Aravali Securities And Finance Limited | 10 | 200 | 9.90 | 200 | 13.50 |
| CDR Health Care Limited | 10 | 2,200 | 166.76 | 2,200 | 166.76 |
| Gujrat Inject Kerala Limited | 10 | 900 | 9.00 | 900 | 9.00 |
| Leafin India Limited | 10 | 500 | 5.00 | 500 | 5.00 |
| Madhya Bharat Papers Limited | 10 | 500 | 5.00 | 500 | 5.00 |
| Maruti Cottex Limited | 10 | - | - | 17,000 | 170.00 |
| Modern Denim Limited | 10 | 700 | 7.00 | 700 | 7.00 |
| Opal Luxury Time Products Limited | 10 | 1,000 | 430.00 | 1,000 | 430.00 |
| Orkay Industries Limited | 10 | 1,100 | 11.00 | 1,100 | 11.00 |
| Pioneer Financial & Management Services Limited | 10 | - | - | 1,000 | 10.00 |
| Primax Fiscal Services Limited | 10 | 800 | 17.60 | 800 | 17.60 |
| Sanderson Industries Limited | 10 | - | - | 265,850 | 0.01 |
| Sen Pet (India) Limited | 10 | 29,300 | 293.00 | 29,300 | 293.00 |
| Skipper Limited | 1 | 33,000 | 31,746.00 | 33,000 | 17,952.00 |
| Timbor Home Limited | 10 | 1,374 | 137.40 | 1,374 | 137.40 |
| Total of Quoted Investments | | | 32,843.66 | | 19,233.27 |

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

Note:-

(Rs. in Hundreds)

| Details of Investments | As at 31st March, 2023 | | As at 31st March, 2022 | |
|------------------------|------------------------|--------------|------------------------|--------------|
| | Book Value | Market Value | Book Value | Market Value |
| Quoted Mutual Funds | 8,32,005.40 | 8,32,005.40 | 5,69,639.17 | 5,69,639.17 |
| Quoted Debentures | 15,000.00 | 15,000.00 | 15,000.00 | 15,000.00 |
| Unquoted Debentures | 45,000.01 | - | 0.01 | - |
| Unquoted Equity | 3,06,588.90 | - | 3,06,408.89 | - |
| Quoted Equity | 32,843.66 | 32,843.66 | 19,233.27 | 19,233.27 |

6. OTHER FINANCIAL ASSETS

(Rs. in Hundreds)

| Description | As at 31st March, 2023 | As at 31st March, 2022 |
|--|------------------------|------------------------|
| (Unsecured, Considered Good) | | |
| Security Deposits | | |
| - Security Deposits with Stock Exchange/ Clearing Member | 10,350.00 | 78,350.00 |
| - Security Deposits / Margin Money with Others | 28,402.65 | 62,129.57 |
| Accrued Interest | 13,362.34 | 25,030.18 |
| Loans & Advances | | |
| - Related Parties | - | 1,25,000.00 |
| Total | 52,114.99 | 2,90,509.75 |

7. INVENTORIES

(Rs. in Hundreds)

| Description | As at 31st March, 2023 | As at 31st March, 2022 |
|---|------------------------|------------------------|
| Stock-in-Trade (At Fair Value)(Refer Note No. 7.1) | | |
| In Equity Instruments | | |
| - Quoted | 15,07,871.56 | 13,04,682.64 |
| - Unquoted | 11.03 | 91.01 |
| In Preference Shares (Unquoted) | 0.01 | 0.01 |
| In Mutual Funds (Quoted) | 805.60 | 703.87 |
| Total | 15,08,688.20 | 13,05,477.53 |

7.1 INVENTORIES

(Rs. in Hundreds)

| Name of the body corporate | Face Value | As at 31st March, 2023 | | As at 31st March, 2022 | |
|----------------------------------|------------|------------------------|-----------|------------------------|-----------|
| | | No. of Shares | Amount | No. of Shares | Amount |
| A In Equity Instruments | | | | | |
| (i) Quoted | | | | | |
| Aditya Birla Capital Limited | 10 | 5,000 | 7,677.50 | 5,000 | 5,382.50 |
| Aditya Birla Sunlife AMC Limited | 5 | 149 | 463.69 | 149 | 795.44 |
| Astra Microwave Products Limited | 2 | - | - | 2,000 | 4,499.00 |
| Axis Bank Limited | 2 | - | - | 6,000 | 45,669.00 |
| Bajaj Consumer Care Limited | 1 | 10,000 | 15,195.00 | - | - |
| Bandhan Bank Limited | 10 | 40,000 | 78,300.00 | 15,000 | 46,110.00 |
| Bank of Baroda | 10 | 49,120 | 82,939.12 | 29,120 | 32,497.92 |
| Bank of India | 10 | 5,000 | 3,732.50 | 5,000 | 2,292.50 |
| Bells Control Limited | 10 | 50 | 5.00 | 50 | 5.00 |
| Biocon Limited | 5 | 15,000 | 30,952.50 | 5,000 | 16,780.00 |
| BSE Limited | 2 | 2,000 | 8,619.00 | - | - |
| Canara Bank | 10 | 5,000 | 14,222.50 | 14,000 | 31,885.00 |
| Castrol India Limited | 5 | 4,000 | 4,438.00 | 4,000 | 4,038.00 |
| CESC Limited | 1 | 60,000 | 39,990.00 | 40,000 | 30,340.00 |

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

7.1 INVENTORIES (contd.)

(Rs. in Hundreds)

| Name of the body corporate | Face Value | As at 31st March, 2023 | | As at 31st March, 2022 | |
|---|------------|------------------------|-------------|------------------------|-------------|
| | | No. of Shares | Amount | No. of Shares | Amount |
| Chemcrown India Limited | 10 | 86,300 | 8,163.98 | 28,000 | 0.01 |
| Chemplast Sanmar Limited | 10 | 659 | 2,292.33 | 659 | 4,383.34 |
| Core Education & Technologies Limited | 2 | 11,000 | 0.01 | 11,000 | 220.00 |
| Dhanlaxmi Bank Limited | 10 | 92,672 | 13,391.10 | - | - |
| EIH Limited | 1 | - | - | 2,200 | 3,402.30 |
| Emami Realty Limited | 10 | 1,500 | 921.00 | 1,500 | 904.50 |
| Glenmark Pharmaceuticals Limited | 1 | 4,000 | 18,588.00 | 4,000 | 17,680.00 |
| Goodyear India Limited | 10 | - | - | 1,000 | 8,854.50 |
| Granules India Limited. | 1 | 9,000 | 26,163.00 | 3,000 | 9,195.00 |
| Grauer & Weil India Limited | 1 | - | - | 10,000 | 5,855.00 |
| Gujarat Industrial Power Limited | 1 | 20,000 | 15,180.00 | - | - |
| Himadri Speciality Chemical Limited | 1 | 5,000 | 4,365.00 | 5,000 | 3,715.00 |
| Hindustan National Glass Limited | 2 | 29 | 2.65 | 29 | 5.39 |
| HUDCO Limited | 10 | 1,000 | 432.50 | 1,000 | 327.50 |
| ICICI Bank Limited | 2 | 23,000 | 2,01,767.50 | 17,000 | 1,24,151.00 |
| IFB Industries Limited | 10 | 4,352 | 32,096.00 | 3,900 | 40,587.30 |
| Indiabulls Housing Finance Limited | 2 | 1,200 | 1,168.20 | 1,200 | 1,893.60 |
| Indian Oil Corporation Limited | 10 | - | - | 10,000 | 11,895.00 |
| Indian Bank | 10 | 5,000 | 14,427.50 | - | - |
| Indraprastha Medical Limited | 10 | 18,400 | 14,177.20 | - | - |
| Infoedge India Limited (Naukri.com) | 10 | 750 | 27,926.63 | - | - |
| IRFC Limited | 10 | 10,000 | 2,660.00 | 10,000 | 2,145.00 |
| ITC Limited | 1 | - | - | 5,000 | 12,532.50 |
| JSW Steel Limited | 1 | 4,000 | 1,23,858.00 | 15,000 | 1,09,897.50 |
| Just Dial Limited | 10 | 18,000 | 23,808.00 | 3,000 | 21,342.00 |
| LIC of India | 10 | 227 | 1,212.97 | - | - |
| Lords Chloro Alkali Limited | 10 | 10 | 3.49 | 10 | 9.50 |
| MW Unitexx Limited | 10 | 195 | 32,680.00 | 195 | 3.49 |
| NACL Industries Limited | 1 | 40,000 | 5,317.50 | 40,000 | 32,420.00 |
| NBCC Limited | 2 | 15,000 | 14.60 | 15,000 | 5,445.00 |
| Orient Paper Limited | 10 | 5,000 | 1,870.00 | 5,000 | 1,717.50 |
| Padmini Technologies Limited | 10 | 3,200 | 0.01 | 3,200 | 0.01 |
| PC Jewellers Limited | 10 | - | - | 4,000 | 836.00 |
| Piramal Enterprises Limited | 2 | 6,000 | 40,701.00 | - | - |
| Power Finance Corporation Limited | 10 | - | - | 5,000 | 5,630.00 |
| Punjab & Sindh Bank Limited | 10 | - | - | 20,000 | 3,090.00 |
| Punjab National Bank | 2 | 58,400 | 27,214.40 | 58,400 | 20,469.20 |
| Refex Industries Limited | 10 | - | - | 9,000 | 10,737.00 |
| Reliance Industries Limited | 10 | 11,000 | 2,56,415.50 | 12,000 | 3,16,170.00 |
| Savita Oil Technologies Limited | 2 | 8,000 | 18,964.00 | - | - |
| Schafeller India Limited | 2 | - | - | 500 | 9,710.00 |
| Skipper Limited | 1 | 20,825 | 20,033.65 | 20,825 | 11,328.80 |
| State Bank of India | 1 | 28,000 | 1,46,650.00 | 35,000 | 1,72,742.50 |
| Steel Authority of India Limited | 10 | 15,000 | 12,405.00 | 15,000 | 14,782.50 |
| Suditi Industries Limited | 10 | 12,282 | 2,252.52 | 2,000 | 941.00 |
| Suryodaya Allo - Metal Powders Limited | 10 | - | - | 6,500 | 201.50 |
| Telephone Cables Limited | 10 | 100 | 1.70 | 100 | 1.70 |
| Texmaco Infrastructure & Holdings Limited | 1 | 8,000 | 3,944.00 | 8,000 | 4,580.00 |
| Texmaco Rail & Engineering Limited | 1 | 22,000 | 9,339.00 | 22,000 | 9,174.00 |
| Uco Bank | 10 | 29,000 | 7,047.00 | 29,000 | 3,436.50 |
| Union Bank of India | 10 | 14,000 | 9,317.00 | 14,000 | 5,418.00 |
| Veto Switchgears and Cables Limited | 10 | 13,706 | 10,306.91 | - | - |
| Windlas Biotech Limited | 5 | 30 | 67.59 | 30 | 63.02 |

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

7.1 INVENTORIES (contd.)

(Rs. in Hundreds)

| Name of the body corporate | Face Value | As at 31st March, 2023 | | As at 31st March, 2022 | |
|--|------------|------------------------|---------------------|------------------------|---------------------|
| | | No. of Shares | Amount | No. of Shares | Amount |
| Wockhardt Limited | 5 | 9,000 | 13,851.00 | 9,000 | 23,724.00 |
| YES Bank | 10 | 2,11,600 | 31,845.80 | 2,88,371 | 35,469.63 |
| Zee Entertainment Enterprises Limited | 1 | 10,000 | 6,656.00 | 6,000 | 17,301.00 |
| Zenith Fibres Limited | 10 | 15,000 | 31,837.50 | - | - |
| Total Quoted | | | 15,07,871.56 | | 13,04,682.64 |
| (ii) Unquoted | | | | | |
| Akar Laminators Limited | 10 | 500 | 4.25 | 500 | 4.25 |
| Daewoo Motors (India) Limited | 10 | 100 | 6.71 | 100 | 6.71 |
| ESL Steel Limited | 10 | 800 | 0.01 | 800 | 80.00 |
| Maruthi Cotex Limited | 10 | 2,000 | 0.01 | 2,000 | 0.01 |
| Parakaram Technofab Limited | 10 | 84,400 | 0.01 | 84,400 | 0.01 |
| Sanderson Industries Limited | 10 | 1,83,400 | 0.01 | 1,83,400 | 0.01 |
| Suryodaya Allo - Metal Powders Limited | 10 | 6,500 | 0.01 | - | - |
| Vatsa Corporation Limited | 1 | 100 | 0.01 | 100 | 0.01 |
| Viniyoga Clothex Limited | 10 | 1,800 | 0.01 | 1,800 | 0.01 |
| Total | | | 11.03 | | 91.01 |
| B In Preference Shares (Unquoted) | | | | | |
| Venkateshwara Hatcheries Limited | 10 | 20 | 0.01 | 20 | 0.01 |
| Total | | | 0.01 | | 0.01 |
| C In Mutual Funds | | | | | |
| Nippon India ETF Gold Bees | 1 | 1500 | 766.05 | 1500 | 661.80 |
| UTI Master Shares - Unit Scheme | 10 | 100 | 39.55 | 100 | 42.07 |
| Total | | | 805.60 | | 703.87 |

8. CURRENT TAX ASSETS

(Rs. in Hundreds)

| Description | As at 31st March, 2023 | As at 31st March, 2022 |
|---|------------------------|------------------------|
| Advance Tax (Net of Provisions) (Provision of Rs. 35,534.97 as on 31st March, 2023 Rs. 2,51,500.00 as on 31st March, 2022) | 82,547.90 | 58,203.56 |
| Total | 82,547.90 | 58,203.56 |

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

9. INVESTMENT PROPERTY

(Rs. in Hundreds)

| Description | Gross Block | | | Depreciation | | | Net Block As at 31st March, 2022 | |
|------------------------|-----------------------------|---------------------------------|---|------------------------------|---------------------------|-----------------------------------|---|--|
| | As at 1st April, 2021 | Additions during the year | Disposals/ Discarded/ transferred during the year | As at 31st March, 2022 | Upto 31st Mar, 2021 | Deprecia- tion for the year | | Disposal/ transferred during the year |
| Tangible Assets | | | | | | | | |
| Buildings | 25,939.01 | 2,10,531.58 | - | 2,36,470.59 | 2,996.60 | 1,420.85 | - | 4,417.45 |
| Total | 25,939.01 | 2,10,531.58 | - | 2,36,470.59 | 2,996.60 | 1,420.85 | - | 4,417.45 |

| Description | Gross Block | | | Depreciation | | | Net Block As at 31st March, 2023 | |
|------------------------|-----------------------------|---------------------------------|---|------------------------------|---------------------------|-----------------------------------|---|--|
| | As at 1st April, 2022 | Additions during the year | Disposals/ Discarded/ transferred during the year | As at 31st March, 2023 | Upto 31st Mar, 2022 | Deprecia- tion for the year | | Disposal/ transferred during the year |
| Tangible Assets | | | | | | | | |
| Buildings | 2,36,470.59 | - | - | 2,36,470.59 | 4,417.45 | 3,932.59 | - | 8,350.04 |
| Total | 2,36,470.59 | - | - | 2,36,470.59 | 4,417.45 | 3,932.59 | - | 8,350.04 |

Note: The title deeds in respect of Buildings are held in the name of the Company.

(i) Amount recognised in Statement of Profit and Loss for investment property

(Rs. in Hundreds)

| Particulars | 31st March, 2023 | 31st March, 2022 |
|--|------------------|------------------|
| Rental Income | 18,000.00 | 9,150.00 |
| Direct operating expenses from property that generated rental income | 57.96 | 1,872.43 |
| Profit from investment property before depreciation | 17,942.04 | 7,277.57 |
| Depreciation | 3,932.59 | 1,420.85 |
| Profit from investment property | 14,009.45 | 5,856.72 |

(ii) Fair value

The Company's Investment Property consists of a commercial property in India. The management has determined that the investment property in building consists of commercial space - based on nature, characteristics and risks of property.

(iii) Reconciliation of Fair Value

(Rs. in Hundreds)

| Particulars | 31st March, 2023 | 31st March, 2022 |
|-------------------------------------|------------------|------------------|
| Market Value of Investment Property | 3,49,193.09 | 2,89,734.63 |

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

10. PROPERTY, PLANT AND EQUIPMENT

(Rs. in Hundreds)

| Description | Gross Block | | | Depreciation | | | Net Block | | |
|-------------------------|-----------------------|---------------------------|---|------------------------|---------------------|---------------------------|---------------------------------------|-----------------------|------------------------|
| | As at 1st April, 2021 | Additions during the year | Disposals/ Discarded/ transferred during the year | As at 31st March, 2022 | Upto 31st Mar, 2021 | Depreciation for the year | Disposal/ transferred during the year | Upto 31st March, 2022 | As at 31st March, 2022 |
| Tangible Assets | | | | | | | | | |
| Buildings | 12,43,358.51 | - | 2,17,426.17 | 10,25,932.34 | 71,497.76 | 20,225.29 | 6,894.59 | 84,828.45 | 9,41,103.89 |
| Electrical Installation | 1,312.25 | - | - | 1,312.25 | 686.55 | 35.09 | - | 721.64 | 590.61 |
| Furnitures & Fixtures | 64,991.58 | 52,716.64 | 839.10 | 1,16,869.12 | 33,680.85 | 3,399.68 | 526.65 | 36,553.89 | 80,315.24 |
| Computers | 26,824.18 | 3,636.65 | 17,820.51 | 12,640.32 | 17,753.32 | 2,860.80 | 16,936.80 | 3,677.33 | 8,963.00 |
| Server and Network | 2,518.46 | 1,024.50 | - | 3,542.96 | 7.65 | 477.42 | - | 485.07 | 3,057.90 |
| Office Equipment | 35,769.05 | 7,958.17 | 12,494.43 | 31,232.79 | 15,261.85 | 5,970.72 | 11,833.71 | 9,398.86 | 21,833.93 |
| Motor Vehicles | 1,58,305.30 | 35,118.75 | 31,072.61 | 1,62,351.44 | 77,334.46 | 19,675.73 | 29,518.97 | 67,491.22 | 94,860.22 |
| Total | 15,33,079.33 | 1,00,454.71 | 2,79,652.82 | 13,53,881.22 | 2,16,222.45 | 52,644.73 | 65,710.72 | 2,03,156.45 | 11,50,729.51 |

| Description | Gross Block | | | Depreciation | | | Net Block | | |
|-------------------------|-----------------------|---------------------------|---|------------------------|---------------------|---------------------------|---------------------------------------|-----------------------|------------------------|
| | As at 1st April, 2022 | Additions during the year | Disposals/ Discarded/ transferred during the year | As at 31st March, 2023 | Upto 31st Mar, 2022 | Depreciation for the year | Disposal/ transferred during the year | Upto 31st March, 2023 | As at 31st March, 2023 |
| Tangible Assets | | | | | | | | | |
| Buildings | 10,25,932.34 | 60,909.55 | - | 10,86,841.89 | 84,828.45 | 17,782.24 | - | 1,02,610.69 | 9,84,231.20 |
| Electrical Installation | 1,312.25 | - | - | 1,312.25 | 721.63 | 35.09 | - | 756.73 | 555.52 |
| Furnitures & Fixtures | 1,16,869.12 | 56,292.58 | 13,037.87 | 1,60,123.83 | 36,553.89 | 8,133.25 | 12,102.82 | 32,584.31 | 1,27,539.52 |
| Computers | 12,640.32 | 3,343.85 | 7,970.02 | 8,014.15 | 3,677.33 | 2,525.53 | 4,036.34 | 2,166.52 | 5,847.64 |
| Server and Network | 3,542.96 | 3,383.62 | - | 6,926.58 | 485.07 | 873.70 | - | 1,358.77 | 5,567.82 |
| Office Equipment | 31,232.79 | 31,776.69 | 14,232.24 | 48,777.23 | 9398.86 | 7,780.20 | 12,823.90 | 4,355.16 | 44,422.07 |
| Motor Vehicles | 1,62,351.44 | 18,426.80 | 29,005.69 | 1,51,772.55 | 67,491.22 | 22,505.04 | 27,555.41 | 62,440.85 | 89,331.70 |
| Total | 13,53,881.22 | 1,74,133.09 | 64,245.82 | 14,63,768.49 | 2,03,156.45 | 59,635.05 | 56,518.47 | 2,06,273.03 | 12,57,500.18 |

Note: The title deeds in respect of Building are held in the name of the Company.

11. OTHER INTANGIBLE ASSETS

(Rs. in Hundreds)

| Description | Gross Block | | | Amortization | | | Net Block | | |
|-------------------|-----------------------|---------------------------|---|------------------------|---------------------|---------------------------|---------------------------------------|-----------------------|------------------------|
| | As at 1st April, 2021 | Additions during the year | Disposals/ Discarded/ transferred during the year | As at 31st March, 2022 | Upto 31st Mar, 2021 | Depreciation for the year | Disposal/ transferred during the year | Upto 31st March, 2022 | As at 31st March, 2022 |
| Computer Software | 10,233.74 | - | - | 10,233.74 | 6,857.21 | 1,232.17 | - | 8,089.38 | 2,144.36 |
| Total | 10,233.74 | - | - | 10,233.74 | 6,857.21 | 1,232.17 | - | 8,089.38 | 2,144.36 |

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

11. OTHER INTANGIBLE ASSETS (contd.)

(Rs. in Hundreds)

| Description | Gross Block | | | Amortization | | | Net Block As at 31st March, 2023 |
|-------------------|-----------------------|---------------------------|---|------------------------|---------------------|---------------------------|-------------------------------------|
| | As at 1st April, 2022 | Additions during the year | Disposals/ Discarded/ transferred during the year | As at 31st March, 2023 | Upto 31st Mar, 2022 | Depreciation for the year | |
| Computer Software | 10,233.74 | 2,326.65 | 6,342.69 | 6,217.70 | 8,089.38 | 1,424.73 | 5,310.23 |
| Total | 10,233.74 | 2,326.65 | 6,342.69 | 6,217.70 | 8,089.38 | 1,424.73 | 4,203.88 |

12. OTHER NON-FINANCIAL ASSETS

(Rs. in Hundreds)

| Description | As at 31st March, 2023 |
|-------------------------------------|------------------------|
| (Unsecured, Considered Good) | |
| Capital Advances | 62,560.05 |
| Prepaid Expenses | 7,557.34 |
| Advance for Expenses | 24,188.52 |
| Total | 94,305.91 |

13. BORROWINGS

(Rs. in Hundreds)

| Description | As at 31st March, 2023 | As at 31st March, 2022 |
|---|------------------------|------------------------|
| Term Loan from Non-Banking Financial Company | - | 3,002.72 |
| Total | - | 3,002.72 |
| Additional Information: | | |
| Loan from Daimler Financial Services Private Limited- | | |
| (i) Secured by hypothecation of the vehicle purchased there against | | |
| (ii) Rate of interest is 8.50% | | |
| Vehicle Loan - Repaid in 30 monthly instalments of Rs.51,294/- and final instalment duly paid on 13th September, 2022 | - | - |
| Amount due to be paid within one year | - | 3,002.72 |

14. OTHER FINANCIAL LIABILITIES

(Rs. in Hundreds)

| Description | As at 31st March, 2023 | As at 31st March, 2022 |
|----------------------|------------------------|------------------------|
| Unclaimed Dividend | 9,104.90 | 10,689.30 |
| Payable for Expenses | 29,331.24 | 24,299.68 |
| Total | 38,436.14 | 34,988.98 |

15. PROVISIONS

(Rs. in Hundreds)

| Description | As at 31st March, 2023 | As at 31st March, 2022 |
|--------------------------------|------------------------|------------------------|
| Provision for Leave Encashment | 25,787.71 | 16,398.33 |
| Total | 25,787.71 | 16,398.33 |

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

16. DEFERRED TAX LIABILITIES (NET)

(Rs. in Hundreds)

| Description | As at 31st March, 2023 | As at 31st March, 2022 |
|--|------------------------|------------------------|
| Deferred Tax Liabilities | | |
| The balances comprises temporary differences attributable to: | | |
| i) Property, Plant and Equipment and Other Intangible Assets | 1,30,662.05 | 1,21,238.78 |
| ii) Financial Assets at Fair Value through Profit and Loss | 36,641.06 | 964.06 |
| iii) Changes in Inventories | 20,519.51 | 27,859.30 |
| Deferred Tax Liabilities (A) | 1,87,822.62 | 1,50,062.14 |
| Deferred Tax Assets | | |
| The balances comprises temporary differences attributable to: | | |
| i) Items allowed for tax purpose on payment basis | 6,490.25 | 4,127.13 |
| ii) Carry Forward Losses | 5,125.87 | 6,387.73 |
| iii) Financial Assets at Fair Value through Other Comprehensive Income | - | (5,646.30) |
| Deferred Tax Assets (B) | 11,616.12 | 4,868.56 |
| Net Deferred Tax Liabilities (A-B) | 1,76,206.50 | 1,45,193.58 |

17. OTHER NON FINANCIAL LIABILITIES

(Rs. in Hundreds)

| Description | As at 31st March, 2023 | As at 31st March, 2022 |
|-------------------------|------------------------|------------------------|
| Outstanding Liabilities | - | 47.00 |
| Statutory Dues | 1,075.08 | 6,681.65 |
| Total | 1,075.08 | 6,728.65 |

18. EQUITY SHARE CAPITAL

(Rs. in Hundreds)

| Description | As at 31st March, 2023 | | As at 31st March, 2022 | |
|--|------------------------|--------------------|------------------------|--------------------|
| | Number | Amount | Number | Amount |
| Authorised : | | | | |
| Equity Shares of Rs. 10 each | 1,00,00,000 | 10,00,000.00 | 1,00,00,000 | 10,00,000.00 |
| Issued, Subscribed & Paid up : | | | | |
| Equity Shares of Rs. 10 each fully paid up | 79,84,424 | 7,98,442.40 | 79,84,424 | 7,98,442.40 |
| Total | 79,84,424 | 7,98,442.40 | 79,84,424 | 7,98,442.40 |

18.1 Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting Year.

(Rs. in Hundreds)

| Particulars | As at 31st March, 2023 | | As at 31st March, 2022 | |
|---|------------------------|-------------|------------------------|-------------|
| | Number | Amount | Number | Amount |
| Shares outstanding at the beginning of the year | 79,84,424 | 7,98,442.40 | 79,84,424 | 7,98,442.40 |
| Shares outstanding at the end of the year | 79,84,424 | 7,98,442.40 | 79,84,424 | 7,98,442.40 |

18.2 Rights, preferences and restrictions attached to shares

The Company has only one class of issued shares i.e. Equity Shares having face value of Rs. 10 per share. Each holder of Equity Shares is entitled to one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after payment of all preferential amounts, in proportion to their shareholding.

The shareholders have the right to declare and approve dividend, as proposed by the Board of Directors for any financial year, to be paid to the members according to their rights and interest in the profits. However, no larger dividend shall be declared than is recommended by the Board of Directors.

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

18. EQUITY SHARE CAPITAL (contd.)

18.3 The details of Shareholders holding more than 5% shares:-

(Rs. in Hundreds)

| Sl. No. | Name of the Shareholder | As at 31st March, 2023 | | As at 31st March, 2022 | |
|---------|-----------------------------|------------------------|--------------|------------------------|--------------|
| | | No. of Shares held | % of Holding | No. of Shares held | % of Holding |
| 1 | Mr. Vijay Maheshwari | 16,69,220 | 20.91 | 16,69,220 | 20.91 |
| 2 | US Infotech Private Limited | 11,15,566 | 13.97 | 11,15,566 | 13.97 |
| Total | | 27,84,786 | 34.88 | 27,84,786 | 34.88 |

19. OTHER EQUITY

(Rs. in Hundreds)

| Sl. No. | Description | As at 31st March, 2023 | | As at 31st March, 2022 | |
|----------|---|------------------------|---------------------|------------------------|---------------------|
| 1 | Securities Premium | | | | |
| | As per last Financial Statement | | 2,57,201.64 | | 2,57,201.64 |
| 2 | General Reserve | | | | |
| | As per last Financial Statement | | 9,265.45 | | 9,265.45 |
| 3 | Retained Earnings | | | | |
| | As per last Financial Statement | 38,58,760.83 | | 36,32,495.86 | |
| | Add: Profit for the year | 1,52,790.09 | | 3,06,109.21 | |
| | Less: Appropriations | | | | |
| | Dividend on Equity Shares [Dividend per Share Re. 1/-] (Previous year Re. 1/-) | 79,844.24 | 39,31,706.68 | 79,844.24 | 38,58,760.83 |
| 4 | Capital Reserve on Consolidation | | 1,547.53 | | 1,547.53 |
| 5 | Other Comprehensive Income (OCI) | | | | |
| | As per last Financial Statement | | 1,05,898.48 | | (6,356.24) |
| | Add: Movement in OCI (Net) during the year | | (24,160.89) | | 1,12,254.72 |
| | Total Other Comprehensive Income | | 81,737.59 | | 1,05,898.48 |
| | Total | | 42,81,458.89 | | 42,32,673.94 |

Nature and Purpose of Other Equity

- Securities Premium**
Securities Premium is used to record the premium on issue of shares. The reserve is available for utilisation in accordance with the provisions of the Companies Act, 2013.
- General Reserve**
General Reserve is created and utilised in compliance with the provisions of the Companies Act, 2013.
- Retained Earnings**
Retained Earnings represents accumulated profits earned by the Company and remaining undistributed as on date.

20. INTEREST INCOME

(Rs. in Hundreds)

| Description | For the year ended 31st March, 2023 | | | | For the year ended 31st March, 2022 | | | |
|---|--|--|---|------------------|--|--|---|------------------|
| | On Financial Assets measured at fair value through OCI | On Financial Assets measured at Amortised Cost | Interest Income on Financial Assets classified at fair value through profit or loss | Total | On Financial Assets measured at fair value through OCI | On Financial Assets measured at Amortised Cost | Interest Income on Financial Assets classified at fair value through profit or loss | Total |
| - on Loans | - | - | 3,469.53 | 3,469.53 | - | - | 7,115.12 | 7,115.12 |
| - from Investments | - | 1,800.00 | - | 1,800.00 | - | 1,800.00 | - | 1,800.00 |
| - on deposits with Banks (TDS Rs. 2,127.28, Previous Year Rs. 2,194.83) | - | - | 23,439.76 | 23,439.76 | - | - | 24,930.15 | 24,930.15 |
| - on Tax Refund | - | - | 1,763.99 | 1,763.99 | - | - | 8,465.75 | 8,465.75 |
| Total | - | 1,800.00 | 28,673.28 | 30,473.28 | - | 1,800.00 | 40,511.02 | 42,311.02 |

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

21. DIVIDEND INCOME

(Rs. in Hundreds)

| Description | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
|--|--|--|
| Dividend Income on Inventories | 17,944.35 | 7,903.02 |
| Dividend Income on Investments | 1,018.24 | 107.80 |
| (TDS Rs. 1,587.27, Previous year Rs. 631.52) | | |
| Total | 18,962.59 | 8,010.82 |

22. RENTAL INCOME

(Rs. in Hundreds)

| Description | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
|--|--|--|
| Rent | 27,000.00 | 9,150.00 |
| (TDS Rs. 180.00, Previous Year Rs. 915.00) | | |
| Total | 27,000.00 | 9,150.00 |

23. FEES AND COMMISSION INCOME

(Rs. in Hundreds)

| Description | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
|--|--|--|
| Fee and Commission Income* | 6,96,730.07 | 7,41,231.33 |
| (TDS Rs. 47,444.74, Previous Year Rs. 58,415.25) | | |
| Total | 6,96,730.07 | 7,41,231.33 |

*includes fees received from Related Party (Sumedha Management Solutions Private Limited) amounting to Rs. 72,000.00 (P.Y. Amounting to Rs. 72,000.00)

24. NET GAIN ON FAIR VALUE CHANGES

(Rs. in Hundreds)

| Description | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
|---|--|--|
| Net gain on financial instruments at fair value through profit or loss | | |
| (i) On trading portfolio | | |
| - Derivatives | - | 3,928.75 |
| - Others | 23,137.42 | 35,774.11 |
| (ii) On financial instruments designated at fair value through profit or loss | | |
| - Investments (on Fair Value Changes) | 46,513.73 | 11,712.87 |
| - Investments (Profit on Sale of Investment) | 14,846.89 | 11,089.12 |
| Total Net gain on fair value changes | 84,498.03 | 62,504.86 |
| Fair Value changes: | | |
| - Realised | 37,984.31 | 50,791.99 |
| - Unrealised | 46,513.72 | 11,712.87 |
| Total Net gain on fair value changes | 84,498.03 | 62,504.86 |

25. OTHER INCOME

(Rs. in Hundreds)

| Description | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
|---|--|--|
| Profit on Sale of Property, Plant and Equipment | 3,756.50 | 4,171.93 |
| Miscellaneous Income | 916.70 | 31.15 |
| Total | 4,673.20 | 4,203.08 |

26. FINANCE COSTS

(Rs. in Hundreds)

| Description | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
|--|--|--|
| On Financial Liabilities measured at Amortised Cost | | |
| Interest on Borrowings | 62.57 | 495.07 |
| Other interest expense | 148.12 | 430.02 |
| Total | 210.69 | 925.09 |

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

27. CHANGES IN INVENTORIES OF STOCK-IN-TRADE

(Rs. in Hundreds)

| Description | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
|---|--|--|
| Stock-in-Trade (Shares and securities) (at the end of the year) | 15,08,688.20 | 13,05,477.53 |
| Stock-in-Trade (Shares and securities) (at the beginning of the year) | 13,05,477.53 | 11,01,441.47 |
| Total | (2,03,210.67) | (2,04,036.06) |

28. EMPLOYEE BENEFITS EXPENSE

(Rs. in Hundreds)

| Description | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
|--|--|--|
| Salaries and Wages | 2,73,124.91 | 2,65,728.89 |
| Contribution to Provident Fund and Other Funds | 15,091.91 | 14,442.79 |
| Staff Welfare Expenses | 10,048.97 | 11,416.73 |
| Total | 2,98,265.79 | 2,91,588.41 |

29. OTHER EXPENSES

(Rs. in Hundreds)

| Description | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
|---|--|--|
| Rent | 15,600.00 | 6,150.00 |
| Rates and Taxes | 3,088.54 | 3,263.31 |
| Repairs & Maintenance | 14,983.15 | 6,465.81 |
| Office Maintenance | 16,115.39 | 13,328.98 |
| Communication Expenses | 6,298.47 | 5,972.68 |
| Printing & Stationery | 3,302.00 | 2,529.00 |
| Advertisement & Business Promotion | 30,027.34 | 17,751.16 |
| Auditor's Remuneration* | 6,075.00 | 4,825.00 |
| Property, Plant and Equipment written off | 6,519.91 | - |
| Insurance | 11,668.42 | 6,314.88 |
| Bad Debts and Sundry Balances written off | 29,374.27 | 74,031.28 |
| Car Expenses | 32,509.30 | 26,808.83 |
| CSR Expenditure (Refer Note No. 32) | - | 7,420.00 |
| Donation | 1,355.00 | 150.00 |
| Computer Expenses | 3,056.56 | 3,510.82 |
| Electricity | 5,826.06 | 6,213.75 |
| Retainership Fees | 51,800.00 | 19,050.00 |
| Travelling & Conveyance | 48,120.38 | 21,796.42 |
| Miscellaneous Expenses | 58,238.56 | 39,898.39 |
| Total | 3,43,958.34 | 2,65,480.31 |
| * AUDITOR'S REMUNERATION | | |
| - Statutory Audit | 3,300.00 | 2,550.00 |
| - Tax Audit | 1,250.00 | 1,000.00 |
| - Limited Review | 750.00 | 750.00 |
| - Certification and Other Services | 775.00 | 525.00 |
| Total | 6,075.00 | 4,825.00 |

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

30. EARNINGS PER SHARE

(Rs. in Hundreds)

| Description | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
|--|--|--|
| (i) Reconciliation of earnings used in calculating earnings per share: | | |
| Numerator | | |
| (a) Profit/(Loss) attributable to Equity holders (for basic EPS) | 1,52,790.09 | 3,06,109.21 |
| (b) Less: Effect of dilutive potential ordinary shares | - | - |
| (c) Net Profit/(Loss) for diluted earnings per share | 1,52,790.09 | 3,06,109.21 |
| (ii) Reconciliation of basic and diluted shares used in computing earnings per share: | | |
| Denominator | | |
| (a) Weighted average number of Equity Shares (for basic EPS) | 79,84,424 | 79,84,424 |
| (b) Less: Effect of dilutive potential ordinary shares | - | - |
| (c) Number of weighted average equity shares considered for dilutive earnings per share | 79,84,424 | 79,84,424 |
| (iii) Earnings Per Share (Rs.) | | |
| (a) Basic | 1.91 | 3.83 |
| (b) Diluted | 1.91 | 3.83 |

31. CORPORATE SOCIAL RESPONSIBILITY (CSR)

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. In accordance with the provisions of the Companies Act, 2013 read with Rules made thereunder, the Company was not required to make any CSR contribution for the Financial Year 2022-23.

For the Financial Year 21-22, the areas for CSR activities were eradication of hunger and malnutrition, promoting education, art and culture, healthcare, destitute care and rehabilitation, environment sustainability, disaster relief, COVID-19 relief and rural development projects. A CSR committee had been formed by the Company as per the Act. The funds were primarily allocated to a corpus and utilized through the year on these activities which are specified in Schedule VII of the Companies Act, 2013:

(Rs. in Hundreds)

| Particulars | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
|---|--|--|
| Amount required to be spent by the company during the year | - | 7,418.40 |
| Amount of expenditure incurred | - | 7,420.00 |
| Shortfall at the end of the year | - | - |
| Total of previous years shortfall | - | - |
| Reason for shortfall | - | - |
| The nature of CSR activities undertaken by the Company | Not Applicable | Healthcare & Education |
| Details of Related Party Transactions, e.g., Contribution to a trust controlled by the company in relation to CSR Expenditure as per relevant accounting standard | - | - |
| Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision | Not Applicable | Not Applicable |

32. OPEN INTEREST IN EQUITY INDEX/STOCK FUTURES AS AT 31ST MARCH, 2023

The Group has not entered into any equity index/ stock futures contracts for the year ended 31st March, 2023 & 31st March, 2022.

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

33. INCOME TAX EXPENSE

Reconciliation of tax expense of the Group and the accumulated profit multiplied by India's domestic rate:

(Rs. in Hundreds)

| Sl.No. | Particulars | 31st March, 2023 | 31st March, 2022 |
|----------|---|------------------|--------------------|
| | Income tax related to items charged or credited to profit or loss during the year: | | |
| A | Statement of Profit or Loss | 10,411.32 | 1,43,111.57 |
| 1 | Current Income Tax (Including Tax Adjustments of earlier years) | | |
| 2 | Deferred Tax expenses/ (benefits): | | |
| | Relating to origination and reversal of temporary differences | 31,102.91 | 61,156.30 |
| | Total Income tax Expenses (1+2) | 41,424.23 | 2,04,267.87 |
| B | Other Comprehensive Income | | |
| | Deferred Tax related to Other Comprehensive Income | 472.42 | (532.26) |

C. Reconciliation of Current Tax Expense

(Rs. in Hundreds)

| Particulars | 31st March, 2023 | 31st March, 2022 |
|--|-------------------|--------------------|
| Profit Before Tax | 1,63,955.88 | 4,69,044.64 |
| Applicable Tax Rate | 25.17% | 25.17% |
| Computed tax expenses | 41,267.69 | 1,18,058.54 |
| Tax effect of: | | |
| Income that are not taxable in determining taxable profit | (60,944.36) | (36,622.06) |
| Expenses that are not deductible in determining taxable profit | 40,439.87 | 47,848.20 |
| Difference in tax due to income chargeable to tax at special rates | - | 4,738.18 |
| Any other adjustments-Carry forward losses | - | (61,439.97) |
| Income Tax Expenses | 20,763.21 | 1,34,022.86 |
| Rounded off to | 20,800.00 | 1,34,564.02 |
| Expenses/income related to prior years | (25,123.65) | 8,547.51 |
| Current Income Tax (Including Tax Adjustments of earlier years) | (4,323.65) | 1,43,111.53 |
| Effective Tax Rate | 2.64% | 30.51% |

34. EXPENDITURE/ EARNINGS IN FOREIGN CURRENCY

(Rs. in Hundreds)

| Sl.No. | Particulars | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
|--------|---|-------------------------------------|-------------------------------------|
| a) | Expenditure in Foreign currency - Travelling | 12,057.79 | - |
| b) | Earnings in Foreign currency - Consultancy Fees | 1,44,627.58 | 1,41,958.94 |

35. DUES TO MICRO AND SMALL ENTERPRISES

The Group has no dues to Micro and Small Enterprises as at 31st March, 2023 and 31st March, 2022 in the Financial Statements based on the information received and available with the Company.

36. BALANCE CONFIRMATION

Outstanding balances of Trade Receivables, Loans and Advances of the Group are subject to confirmation from the respective parties and consequential adjustments arising from reconciliation if any. The management of the Holding Company and its Subsidiary, however, are of the view that there will be no material discrepancies in this regard.

37. EMPLOYEE BENEFITS

A. Defined Benefit Plans

Defined Benefit Plans expose the Holding Company to actuarial risk such as: Interest Rate Risk, Liquidity Risk, Salary Escalation Risk and Demographic Risk.

- i. **Interest Rate Risk:** The Plan exposes the Holding Company to the risk of fall in interest rates. A fall in interest rates will result in an increase in the ultimate cost of providing the above benefit and will thus result in an increase in the value of the liquidity (as shown in financial statements).

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

37. EMPLOYEE BENEFITS (contd.)

- ii. Liquidity Risk:** This is the risk that the Holding Company is not able to meet the short-term benefit payouts. This may arise due to non-availability of enough cash/ cash equivalents to meet the liabilities or holding of illiquid assets not being sold in time.
- iii. Salary Escalation Risk:** The Present Value of the above benefit plan is calculated with the assumption of salary increase rate of plan participants in future. Deviation in the rate of increase of salary in future for plan participants from the rate of increase in salary in future for plan participants from the rate of increase in salary used to determine present value of obligation will have a bearing on the plan's liability.
- iv. Demographic Risk:** The Holding Company has used certain mortality and attrition assumptions in valuation of the liability. The Holding Company is exposed to the risk of actual experience turning out to be worse compared to the assumption.

GRATUITY PLANS

The Holding Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service is entitled to gratuity on terms not less favorable than the provisions of The Payment of Gratuity Act, 1972. The above Scheme is funded.

a. Charges for Defined Contribution Plans (DCP) for the year ended 31st March, 2023.

(Rs. in Hundreds)

| Particulars | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
|--|-------------------------------------|-------------------------------------|
| Contribution to Employee's Provident Fund | 7,315.66 | 6,613.06 |
| Contribution to Employee's Family Pension Fund | 3,412.12 | 3,414.50 |
| Total | 10,727.78 | 10,027.56 |

b. Change in Defined Benefit Obligations (DBO) over the year ended 31st March, 2023.

(Rs. in Hundreds)

| Particulars | Gratuity (Funded) | | Leave Encashment (Unfunded) | |
|--|-------------------------------------|-------------------------------------|-------------------------------------|-------------------------------------|
| | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
| Present Value of DBO at the Beginning of Year | 61,136.68 | 59,759.92 | 16,398.33 | 12,846.27 |
| Current Service Cost | 3,471.47 | 3,579.34 | 2,254.43 | 1,789.20 |
| Interest Cost | 4,462.98 | 4,123.43 | 1,197.08 | 886.39 |
| Curtailement Cost/(Credit) | - | - | - | - |
| Settlement Cost/(Credit) | - | - | - | - |
| Employee Contribution | - | - | - | - |
| Past Service Cost | - | - | - | - |
| Acquisitions | - | - | - | - |
| Re-measurement (or Actuarial (Gains/Losses) arising from: | | | | |
| -Change in demographic assumptions | - | - | - | - |
| -Change in financial assumptions | 619.54 | (2,457.11) | 244.08 | (650.23) |
| -Experience variance(i.e. Actual experience vs. assumptions) | 1,008.07 | (118.9) | 18,744.23 | 13,194.94 |
| -Others | - | - | - | - |
| Benefits paid | (2,535.58) | (3,750.00) | (13,050.41) | (11,668.24) |
| Present Value of DBO at the end of Year | 68,163.16 | 61,136.68 | 25787.74 | 16,398.33 |

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

37. EMPLOYEE BENEFITS (contd.)

c. Change in Fair Value of Assets

(Rs. in Hundreds)

| Particulars | Gratuity (Funded) | | Leave Encashment (Unfunded) | |
|--|-------------------------------------|-------------------------------------|-------------------------------------|-------------------------------------|
| | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
| Plan Assets at beginning of period | 68,110.54 | 67,653.77 | - | - |
| Investment Income | 4,972.07 | 4,668.11 | - | - |
| Return on Plan Assets, Excluding amount recognized in Net Interest Expense | (249.31) | (461.34) | - | - |
| Actual Company contributions | 5,975.61 | - | - | - |
| Fund Transferred | - | - | - | - |
| Employee Contributions | - | - | - | - |
| Benefits paid | (2,535.58) | (3,750.00) | - | - |
| Plan assets at the end of period | 76,273.33 | 68,110.54 | - | - |

d. Funded Status

(Rs. in Hundreds)

| Particulars | Gratuity (Funded) | | Leave Encashment (Unfunded) | |
|---|-------------------------------------|-------------------------------------|-------------------------------------|-------------------------------------|
| | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
| Present Value of Defined Benefit Obligation | 68,163.16 | 61,136.68 | 25,787.74 | 16,398.33 |
| Fair Value of Plan Assets | 76,273.33 | 68,110.54 | - | - |
| Unrecognized Past Service Cost | - | - | - | - |
| Effects of Asset Ceiling | - | - | - | - |
| Net Defined Benefit Asset/(Liability) | 8,110.17 | 6,973.86 | (25,787.74) | (16,398.33) |

e. Reconciliation of Net Balance Sheet position

(Rs. in Hundreds)

| Particulars | Gratuity (Funded) | | Leave Encashment (Unfunded) | |
|--|-------------------------------------|-------------------------------------|-------------------------------------|-------------------------------------|
| | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
| Net asset/(Liability) recognized in balance sheet at the beginning of the year | 6,973.86 | 7,893.85 | (16,398.33) | (12,846.27) |
| Expense recognized in Income Statement | 2,962.38 | 3,034.66 | 22,439.82 | 15,220.30 |
| Benefits Paid | - | - | 13,050.41 | 11,668.24 |
| Expense recognized in Other Comprehensive Income | 1,876.92 | (2,114.67) | - | - |
| Employer contributions | 5,975.61 | - | - | - |
| Net Acquisitions/Business Combinations | - | - | - | - |
| Net asset/(Liability) recognized in balance sheet at end of the year | 8,110.17 | 6,973.86 | (25,787.74) | 16,398.33 |

f. Expense recognized during the year 2022-23

(Rs. in Hundreds)

| Particulars | Gratuity (Funded) | | Leave Encashment (Unfunded) | |
|--|-------------------------------------|-------------------------------------|-------------------------------------|-------------------------------------|
| | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
| Current Service Cost | 3,471.47 | 3,579.34 | 2,254.43 | 1,789.20 |
| Past Service Cost Plan Amendment | - | - | - | - |
| Curtailement cost/(credit) | - | - | - | - |
| Settlement cost/(credit) | - | - | - | - |
| Expected return on Plan Assets | - | - | - | - |
| Net Actuarial Losses/(Gains) | - | - | 18,988.31 | 12,544.71 |
| Net Interest on Net Defined Benefit Liability/(assets) | (509.09) | (544.68) | 1,197.08 | 886.39 |
| Expense recognized in the Statement of Profit and Loss | 2,962.38 | 3,034.66 | 22,439.82 | 15,220.30 |

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

37. EMPLOYEE BENEFITS (contd.)

g. Other Comprehensive Income

(Rs. in Hundreds)

| Particulars | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
|--|--|--|
| Actuarial (gains)/ losses due to: | | |
| - Change in demographic assumptions | - | - |
| - Change in financial assumptions | 619.54 | (2,457.11) |
| - Experience variance (i.e. Actual experience vs. assumptions) | 1,008.07 | (118.90) |
| - Others | - | - |
| Return on Plan Assets, excluding amount recognized in net interest expense | 249.31 | 461.34 |
| Re measurement (or Actuarial (gain)/Loss) arising because of change in effect of asset ceiling | - | - |
| Components of defined benefit costs recognized in other Comprehensive Income | 1,876.92 | (2,114.67) |

h. Principal Actuarial Assumptions

(Rs. in Hundreds)

| Particulars | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
|--|--|--|
| Financial Assumptions | | |
| Discount Rate | 7.20% | 7.30% p.a. |
| Rate of Increase in Salaries | 6.50% | 6.50% p.a. |
| Demographic Assumptions | | |
| Rate of Availment of Leave | 0.00% p.a. | 0.00% p.a. |
| Rate of Encashment of Leave | 0.00%p.a. | 0.00% p.a. |
| Mortality Rate (% of IALM 06-08) | 100%p.a. | 100% p.a. |
| Normal Retirement Age | 62 Years | 62 Years |
| Attribution Rates, based on age (% p.a.) | | |
| - For all ages | 2.00 | 2.00 |

i. Division of defined Benefit Obligation (Current/Non-Current) at the end of the year.

(Rs. in Hundreds)

| Particulars | Gratuity (Funded) | | Leave Encashment (Unfunded) | |
|--|--|--|--|--|
| | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
| Current Defined Benefit Obligation | 5,938.93 | 5,335.14 | 3,635.57 | 2,555.11 |
| Non-Current Defined Benefit Obligation | 62,224.23 | 55,801.54 | 22,152.17 | 13,843.22 |
| Total Defined Benefit Obligation | 68,163.16 | 61,136.68 | 25,787.74 | 16,398.33 |

j. Sensitivity Analysis

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and mortality. The Sensitivity Analysis below have determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period while holding all other assumptions constant. The result of sensitivity analysis is given below:

(Rs. in Hundreds)

| Particulars | Gratuity (Funded) | | | | Leave Encashment (Unfunded) | | | |
|-----------------------------|--|-----------|--|-----------|--|-----------|--|-----------|
| | For the year ended 31st March, 2023 | | For the year ended 31st March, 2022 | | For the year ended 31st March, 2023 | | For the year ended 31st March, 2022 | |
| | Decrease | Increase | Decrease | Increase | Decrease | Increase | Decrease | Increase |
| Discount Rate (-/+ 1%) | 74,893.76 | 62,355.55 | 67,580.34 | 55,612.54 | 28,457.25 | 23,510.97 | 18,111.17 | 14,950.82 |
| Salary Growth Rate (-/+ 1%) | 63,467.25 | 73,474.36 | 56,698.93 | 66,201.10 | 23,327.46 | 28,635.30 | 14,834.73 | 18,224.45 |
| Attrition Rate (-/+ 50%) | 67,593.27 | 68,682.14 | 60,507.11 | 61,708.45 | 25,565.13 | 25,986.07 | 16,228.97 | 16,547.71 |
| Mortality Rate (-/+ 10%) | 67,984.02 | 68,337.80 | 60,947.77 | 61,320.87 | 25,741.12 | 25,833.10 | 16,366.11 | 16,429.78 |

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

37. EMPLOYEE BENEFITS (contd.)

k. Methodology for Defined Benefit Obligation

The Projected Unit Credit (PUC) actuarial method has been used to assess the Present Value of Defined Benefit Obligations and the related Current Service Cost and where applicable Past Service Cost.

(Rs. in Hundreds)

| Expected Cash Flows over the next (valued on undiscounted basis) | Gratuity (Funded) | | Leave Encashment (Unfunded) | |
|---|--|--|--|--|
| | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
| 1 Year | 5,938.93 | 5,335.14 | 3,635.57 | 2,555.11 |
| 2-5 Years | 31,428.63 | 13,419.71 | 7,522.83 | 3,876.60 |
| 6-10 Years | 14,132.61 | 27,201.67 | 4,674.74 | 4,958.56 |
| More Than 10 Years | 1,01,568.23 | 1,01,053.42 | 45,136.88 | 29,259.69 |

l. Plan Assets Information

Major Categories of Plan Assets as Percentage of Total plan Asstes.

(Rs. in Hundreds)

| Particulars | Gratuity (Funded) | | Leave Encashment (Unfunded) | |
|--------------------------|--|--|--|--|
| | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
| Funds Managed by Insurer | 100% | 100% | - | - |

38. RELATED PARTY TRANSACTIONS

A. As per Indian Accounting Standard-24- 'Related Party Disclosures' issued by The Institute of Chartered Accountants of India, the names of the related parties are given below:

B. List of related parties with whom the Company has transacted during the year

Associates

US Infotech Private Limited
Brandshoots Ventures Private Limited
Sumedha Management Solutions Private Limited

Key Managerial Personnel

Mr. Bhawani Shankar Rathi (Whole Time Director)
Mr. Ratan Lal Gaggar (Independent Director)
Dr. Basudeb Sen (Independent Director)
Mr. Prashant Shekhar Panda (Independent Director)
Mr. S. A. Ramesh Rangan (Independent Director)
Mr. Santanu Mukherjee (Independent Director)
Mr. Anil Kumar Birla (Non-Executive Director)
Mr. Vijay Maheshwari (Non-Executive Director)
Mr. Bijay Murmuria (Non-Executive Director)
Mrs. Garima Maheshwari (Non-Executive Director)
Ms. Dhvani Fatehpuria (Company Secretary)
Mr. Girdhari Lal Dadhich (Chief Financial Officer)

Enterprise/ Firm owned or significantly
influenced by Key Managerial Personnel

Superb Estate Services Private Limited
M/s Maheshwari & Associates

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

38. RELATED PARTY TRANSACTIONS (contd.)

C. Transactions with related parties during the year and year end outstanding balance thereof are as follow: (Rs. in Hundreds)

| Sl. No. | Nature of Transactions | Associates | Enterprise owned or significantly influenced by Key Managerial Personnel | Key Managerial Personnel | Total |
|---------|--|---------------|--|--------------------------|---------------|
| i | Managerial Remuneration | - | - | 61,489.43 | 61,489.43 |
| | | - | - | (51,435.68) | (51,435.68) |
| ii | Rent paid | - | 15,600.00 | | 15,600.00 |
| | | - | (2,400.00) | | (2,400.00) |
| iii | Dividend Paid | 11,155.66 | 2,186.00 | 21,834.10 | 35,175.76 |
| | | (11,155.66) | (2,186.00) | (21,834.10) | (35,175.76) |
| iv | Loan Given | - | - | - | - |
| | | - | (1,25,000.00) | | (1,25,000.00) |
| v | Interest received | - | 3,469.53 | - | 3,469.53 |
| | | - | (7,115.12) | - | (7,115.12) |
| vi | Rent received | 18,000.00 | 9,000.00 | - | 27,000.00 |
| | | (6,000.00) | (3,150.00) | - | (9,150.00) |
| vii | Consultancy Fees Received | 72,000.00 | - | - | 72,000.00 |
| | | (72,000.00) | - | - | (72,000.00) |
| viii | Sitting Fees | - | - | 7,200.00 | 7,200.00 |
| | | - | - | (7,600.00) | (7,600.00) |
| ix | Outstanding balances at the end of the Financial Year | | | | |
| | Investment in Equity shares | 5,15,823.27 | | | 5,15,823.27 |
| | | (5,07,845.11) | | | (5,07,845.11) |

Note:

(i) The above transactions do not include reimbursement of expenses made / received during the year.

(ii) Previous year figures are in the bracket.

D. Disclosure in Respect of Material Related Party Transactions during the year

(Rs. in Hundreds)

| Particulars | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
|--|-------------------------------------|-------------------------------------|
| Key Managerial Remuneration | | |
| Mr. Bhawani Shankar Rathi | 38,394.84 | 34,362.66 |
| Ms. Dhvani Fatehpuria | 15,597.38 | 10,823.02 |
| Mr. Girdhari Lal Dadhich | 6,947.21 | 6,250.00 |
| Rent paid | | |
| Superb Estate Services Private Limited | 2,400.00 | 2,400.00 |
| Dividend paid | | |
| Mr. Vijay Maheshwari | 16,692.20 | 16,692.20 |
| Mr. Bijay Murmuria | 3,699.20 | 3,699.20 |
| Mr. Bhawani Shankar Rathi | 1,192.70 | 1,192.70 |
| Mrs. Garima Maheshwari | 250.00 | 250.00 |
| US Infotech Private Limited | 11,155.66 | 11,155.66 |
| Superb Estate Services Private Limited | 2,186.00 | 2,186.00 |
| Rent received | | |
| Maheshwari & Associates | 9,000.00 | 3,150.00 |
| Sumedha Management Solutions Private Limited | 18,000.00 | 6,000.00 |
| Consultancy Fees Received | | |
| Sumedha Management Solutions Private Limited | 72,000.00 | 72,000.00 |
| Loan Given | | |
| Sumedha Management Solutions Private Limited | - | 1,25,000.00 |

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

38. RELATED PARTY TRANSACTIONS (contd.)

D. Disclosure in Respect of Material Related Party Transactions during the year (contd.)

(Rs. in Hundreds)

| Particulars | For the year ended 31st March, 2023 | For the year ended 31st March, 2022 |
|--|--|--|
| Interest income | | |
| Sumedha Management Solutions Private Limited | - | 7,115.12 |
| Sitting Fees paid | | |
| Mr. Ratan Lal Gaggar | 400.00 | 300.00 |
| Dr. Basudeb Sen | 400.00 | 500.00 |
| Mr. Vijay Maheshwari | 400.00 | 500.00 |
| Mr. Bijay Murmuria | 1,300.00 | 1,400.00 |
| Mr. Anil Kumar Birla | 500.00 | 800.00 |
| Mr. S.A. Ramesh Rangan | 1,300.00 | 1,400.00 |
| Mr. Prashant Shekhar Panda | 1,300.00 | 1,200.00 |
| Mr. Santanu Mukherjee | 1,200.00 | 1,100.00 |
| Mrs. Garima Maheshwari | 400.00 | 400.00 |

39. CAPITAL RISK MANAGEMENT

The Group aims to manage its capital efficiently so as to safeguard its ability to continue as a going concern and to optimize returns to the shareholders.

The capital structure of the Group is based on management's judgement of the Group balance of key elements in order to meet its strategic and day-to-day needs. We consider the amount of capital in proportion to risk and manage the capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

The Group's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investors', creditors' and market confidence and to sustain future development and growth of its business. The Group will take appropriate steps in order to maintain or if necessary adjust its capital structure.

40. INTEREST IN SUBSIDIARY AND ASSOCIATES

| Name | %Equity Interest | |
|--|--------------------------|--------------------------|
| | As at 31st March,2023 | As at 31st March,2022 |
| Subsidiary | | |
| SFSL Commodity Trading Private Limited | 99.98% | 99.98% |
| Associates | | |
| US Infotech Private Limited | 27.71% | 27.71% |
| Brandshoots Ventures Private Limited | 31.84% | 31.84% |
| Sumedha Management Solutions Private Limited | 24.73% | 24.73% |

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

41. FINANCIAL INSTRUMENTS- FAIR VALUE MEASUREMENT

A. Accounting classification for Fair Values

(i) Following table shows carrying amount and Fair Values of Financial Liabilities and Financial Assets:

(Rs. in Hundreds)

| Financial Assets | As at 31st March, 2023 | | | As at 31st March, 2022 | | |
|---|------------------------|----------------|-------------|------------------------|----------------|-------------|
| | Carrying Value | Amortized Cost | FVTPL | Carrying Value | Amortized Cost | FVTPL |
| Investments in Associates | | | | | | |
| Unquoted Instruments | 5,15,823.27 | - | - | 5,07,845.11 | - | - |
| Investments in Equity Instruments | | | | | | |
| Quoted Equity Instruments | - | - | 32,843.66 | - | - | 19,233.27 |
| Unquoted Equity Instruments | - | - | 552.52 | - | - | 372.51 |
| Investments in Debt Instruments | | | | | | |
| Mutual Funds | - | - | 8,32,005.40 | - | - | 5,69,639.16 |
| Debentures | - | - | - | - | - | - |
| - Quoted | - | 15,000.00 | - | - | 15,000.00 | - |
| - Unquoted | - | 45,000.01 | - | - | 0.01 | - |
| Trade Receivables | 2,17,915.58 | - | - | 2,26,222.31 | - | - |
| Cash &Cash Equivalents | 54,949.53 | - | - | 1,52,600.01 | - | - |
| Balances with Bank other than Cash &Cash Equivalents | 3,82,066.46 | - | - | 6,25,930.12 | - | - |
| Other Financial Assets | 52,114.99 | - | - | 2,90,509.74 | - | - |

(Rs. in Hundreds)

| Financial Assets | As at 31st March, 2023 | | | As at 31st March, 2022 | | |
|-------------------------------------|------------------------|----------------|-------|------------------------|----------------|-------|
| | Carrying Value | Amortized Cost | FVTPL | Carrying Value | Amortized Cost | FVTPL |
| Borrowings | - | - | - | 3,002.72 | - | - |
| Other Financial Liabilities* | 38,436.14 | - | - | 34,988.98 | - | - |

*Fair Values for these Financial Instruments have not been disclosed because their carrying amounts are reasonable approximation of their fair values.

(ii) Finance Income and Finance Cost instrument category wise classification of the Group.

(Rs. in Hundreds)

| Financial Income & Financial Cost | For the year ended 31st March, 2023 | | | For the year ended 31st March, 2022 | | |
|-----------------------------------|-------------------------------------|----------------|-----------|-------------------------------------|----------------|-----------|
| | Carrying Value | Amortized Cost | FVTPL | Carrying Value | Amortized Cost | FVTPL |
| Income | | | | | | |
| - Interest income | - | 1,800.00 | 28,673.28 | - | 1,800.00 | 40,511.02 |
| - Dividend Income | - | - | 18,962.59 | - | - | 8,010.82 |
| Expenses | | | | | | |
| - Interest Expense | - | 210.69 | - | - | 925.09 | - |

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

41. FINANCIAL INSTRUMENTS- FAIR VALUE MEASUREMENT (contd.)

B. Fair Value Hierarchy

The following table shows the details of financial assets and financial liabilities including their levels in the fair value hierarchy:

(i) Financial assets and financial liabilities measured at fair value – recurring fair value measurements of the Group (Rs. in Hundreds)

| Financial Assets | As at 31st March, 2023 | | | As at 31st March, 2022 | | |
|--|------------------------|-------------|-----------|------------------------|-------------|-------------|
| | Level 1 | Level 2 | Level 3 | Level 1 | Level 2 | Level 3 |
| Investments in Equity Instruments | | | | | | |
| Quoted Equity Instruments | 32,843.66 | - | - | 19,233.27 | - | - |
| Unquoted Equity Instruments | - | 5,16,375.79 | - | - | 5,08,217.62 | - |
| Investments in Debt Instruments | | | | | | |
| Mutual Funds | 8,32,005.40 | - | - | 5,69,639.16 | - | - |
| Debentures | | | | | | |
| - Quoted | 15,000.00 | - | - | 15,000.00 | - | - |
| - Unquoted | - | 45,000.01 | - | - | 0.01 | - |
| Other Financial Assets | - | - | 52,114.99 | - | - | 2,90,509.74 |

(ii) Fair value disclosure of financial assets and financial liabilities measured at carrying value and amortized cost of the Group (Rs. in Hundreds)

| Particulars | As at 31st March, 2023 | | | As at 31st March, 2022 | | |
|------------------------------|------------------------|---------|---------|------------------------|----------|-----------|
| | Level 1 | Level 2 | Level 3 | Level 1 | Level 2 | Level 3 |
| Financial Assets | | | | | | |
| Debentures | 45,000.01 | - | - | 15,000.00 | - | - |
| Financial Liabilities | | | | | | |
| Borrowings | - | - | - | - | 3,002.72 | - |
| Other Financial Liabilities | 38,436.14 | - | - | - | - | 34,988.98 |

Level 1- hierarchy includes financial instruments valued using quoted market prices. Listed equity instruments and traded debt instruments which are traded in the stock exchanges are valued using the closing price at the reporting date. Mutual funds are valued using the closing NAV.

Level 2- hierarchy includes financial instruments that are not traded in active market. This includes OTC derivatives and debt instruments valued using observable market data such as yield etc. of similar instruments traded in active market. All derivatives are reported at discounted values hence are included in level 2. Borrowings have been fair valued using market rate prevailing as on the reporting date.

Level 3- if one or more significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity instruments and certain debt instruments which are valued using assumptions from market participants.

(iii) Fair Value measurements using significant unobservable inputs (Level 3)

The following table presents the changes in level 3 items for the period 31st March, 2023 and 31st March, 2022.

(Rs. in Hundreds)

| | Associates- Unquoted | Unquoted Equity Instruments | Unquoted Debt Instruments | Other Financial Liabilities |
|---|-------------------------|-----------------------------------|---------------------------------|-----------------------------------|
| As at 31/03/2022 | 5,07,845.11 | 372.51 | 0.01 | 34,988.98 |
| Acquisitions | - | - | - | - |
| Transferred to Group of Associates | - | - | - | - |
| Sales | - | - | - | - |
| Additions | - | - | 45,000.00 | - |
| Gains/(Losses) recognized in the statement of Profit and Loss | 7,978.17 | - | - | 3,447.16 |
| Addition due to securities being delisted | - | 180.01 | - | - |
| As at 31/03/2023 | 5,15,823.28 | 552.52 | 45,000.01 | 38,436.14 |

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

41. FINANCIAL INSTRUMENTS- FAIR VALUE MEASUREMENT (contd.)

(iv) Valuation techniques used for valuation of instruments categorised as Level 3.

For valuation of investments in equity shares and associates which are unquoted, peer comparison has been performed wherever available. Valuation has been primarily done based on the cost approach wherein the net worth of the Company is considered and price to book multiple is used to arrive at the fair value. In cases where income approach was feasible valuation has been arrived using the earnings capitalisation method. For inputs that are not observable for these instruments, certain assumptions are made based on available information. The most significant of these assumptions are the discount rate and credit spreads used in the valuation process. For valuation of investments in debt securities categorised as level 3, market polls which represent indicative yields are used as assumptions by market participants when pricing the asset.

(v) Financial Instrument- Financial Risk Management.

The Group's activity exposes it to various risks such as market risk, liquidity risk and credit risks. This section explains the risks which the Group is exposed to and how it manages the risks.

A. Market Risk

Market risk is the risk that changes in market prices, such as foreign exchange risk rates, interest rates and equity prices which will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Holding Company's main business activity financial consulting has no or limited entry barrier. Entry of Banks and large consulting firms has increased competition.

(i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group is exposed to interest rate risk on financial liabilities such as long-term borrowings.

The Group is also exposed to interest rate risk on its financial assets that include fixed deposits.

Impact of increase/decrease in the benchmark interest rates on the Holding Company's equity and the Statement of Profit and Loss for the year is given below:

(Rs. in Hundreds)

| Interest Rate Risk | Change in Rate | As at 31st March, 2023 | | 31st March, 2022 | |
|--------------------------|----------------|--|--------------------------------------|--|--------------------------------------|
| | | Change in Statement of Profit and Loss | Change in Other components of equity | Change in Statement of Profit and Loss | Change in Other components of equity |
| Interest Rate | 50 bps | - | - | - | - |
| - Borrowings | - | - | - | 9 % | - |
| - Other Financial Assets | - | 8 % | - | 8 % | - |

(ii) Price Risk

The Group's exposure to equity securities price risk arises from investments held by the Group and classified in the Balance Sheet as fair value through Profit or Loss. The majority of the Group's equity investments are publicly traded.

(iii) Sensitivity analysis- Equity price risk

The table below summarises the impact of increase/decrease of the market price of the listed instruments on the Group's equity and profit for the period. The analysis is based on the assumption that market price had increased by 2% or decreased by 2%.

(Rs. in Hundreds)

| Particulars | Impact on Profit or Loss | | Impact on other components of equity | |
|------------------------------|--------------------------|------------------|--------------------------------------|------------------|
| | 31st March, 2023 | 31st March, 2022 | 31st March, 2023 | 31st March, 2022 |
| Market Price increases by 2% | 656.87 | 384.67 | - | - |
| Market Price decreases by 2% | (656.87) | (384.67) | - | - |

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

41. FINANCIAL INSTRUMENTS- FAIR VALUE MEASUREMENT (contd.)

B. Liquidity Risk

The Group determines its liquidity requirements in the short, medium and long term. This is done by drawing up cash forecast for short and medium term requirements and strategic financing plans for long term needs.

The Group manages its liquidity risk in a manner so as to meet its normal financial obligations without any significant delay or stress. Such risk is managed through ensuring operational cash flow while at the same time maintaining adequate cash and cash equivalent position. This is generally carried out in accordance with practice and limits set by the Group.

(i) Maturity Analysis

The Group's financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial liabilities and net settled derivative financial instruments. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

(Rs. in Hundreds)

| | Less than 1 Year | 1 Year to 2 year | 2 Year to 5 Years | More than 5 Years | Total |
|---|------------------|------------------|-------------------|-------------------|------------------|
| Contractual maturities of financial liabilities as at 31st March, 2023 | | | | | |
| Non- Derivatives | | | | | |
| Other Financial Liabilities | 38,436.14 | - | - | - | 38,436.14 |

(Rs. in Hundreds)

| | Less than 1 Year | 1 Year to 2 year | 2 Year to 5 Years | More than 5 Years | Total |
|---|------------------|------------------|-------------------|-------------------|------------------|
| Contractual maturities of financial liabilities as at 31st March, 2022 | | | | | |
| Non- Derivatives | | | | | |
| Borrowings | 3,002.72 | - | - | - | 3,002.72 |
| Other Financial Liabilities | 34,988.98 | - | - | - | 34,988.98 |

C. Credit Risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligation, and arises principally from the Group's receivables from customers, stock exchanges and clearing members. The carrying amount of financial assets represents the maximum credit exposure. Security deposits with stock exchanges and clearing members mainly represents the margin money to cover the regular trading exposure in stock exchanges backed by margin collected from clients and has very insignificant credit risk.

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each client. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the industry.

Financial assets are written off when there is no expectation of recovery such as debtors failing to engage in a repayment plan with the Group. Where loans and receivables have been written off, the Group continues to engage in enforcement activity to attempt to recover the receivable due. Where necessary, the Group has adopted the policy of creating expected credit loss where recoveries are made, these are organised as expense in the Statement of Profit and Loss.

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

42. The subsidiary company of Sumedha Fiscal Services Limited considered in the consolidated financial statements is as under:

| Name of the company | Country of incorporation | Voting Power |
|--|--------------------------|--------------|
| SFSL Commodity Trading Private Limited | India | 99.98% |

Associates of Sumedha Fiscal Services Limited

(Rs. in Hundreds)

| Name of the company | % of shares held | Opening Carrying amount of investments | Capital Reserve | Accumulated Profit/(Loss) | Closing Carrying amount of investments |
|--|------------------|--|-----------------|---------------------------|--|
| US Infotech Private Limited | 27.71% | 3,25,638.87 | - | (12,435.48) | 3,13,203.39 |
| Brandshoots Ventures Private Limited | 31.84% | 42,314.91 | - | 221.56 | 42,536.47 |
| Sumedha Management Solutions Private Limited | 24.73% | 1,39,891.33 | - | 20,192.08 | 1,60,083.41 |

43. Additional Information as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as Subsidiary and Associates:

(Rs. in Hundreds)

| Name of the entity | Share in Net Assets | | Share in Profit and Loss | |
|--|---------------------------------|---------------------|---------------------------------|--------------------|
| | As % of consolidated net assets | Amount (Rs.) | As % of consolidated net assets | Amount (Rs.) |
| Parent | | | | |
| Sumedha Fiscal Services Limited | 91.33 | 46,39,230.93 | 74.67 | 1,45,374.26 |
| Subsidiary | | | | |
| SFSL Commodity Trading Private Limited | 2.69 | 1,36,482.81 | 9.54 | 18,581.69 |
| Associates | | | | |
| US Infotech Private Limited | 3.96 | 2,01,386.71 | 5.30 | 10,320.92 |
| Brandshoots Ventures Private Limited | (0.16) | (7,996.68) | 0.11 | 221.56 |
| Sumedha Management Solutions Private Limited | 2.18 | 1,10,797.53 | 10.37 | 20,192.08 |
| Total | 100.00 | 50,79,901.30 | 100.00 | 1,94,690.51 |
| a) Transferred to OCI | | - | | (24,160.89) |
| b) Minority Interest | | 41.27 | | 2.72 |
| | | 50,79,942.57 | | 1,70,532.34 |

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

44. MATURITY ANALYSIS OF ASSETS AND LIABILITIES

(Rs. in Hundreds)

| Particulars | As at 31st March, 2023 | | As at 31st March, 2022 | |
|---|------------------------|---------------------|------------------------|---------------------|
| | Within 12 Months | After 12 Months | Within 12 Months | After 12 Months |
| Financial Assets | | | | |
| Cash and Cash Equivalents | 54,949.53 | - | 54,949.53 | 1,52,600.01 |
| Bank Balance other than above | 3,82,066.46 | - | 3,82,066.46 | 6,25,930.12 |
| Trade Receivables | 1,98,375.58 | 19,540.00 | 2,17,915.58 | 1,82,598.81 |
| Investments | - | 14,41,224.86 | 14,41,224.86 | - |
| Other Financial Assets | - | 52,114.99 | 52,114.99 | - |
| Non-Financial Assets | | | | |
| Inventories | 15,08,688.20 | - | 15,08,688.20 | 13,05,477.53 |
| Current Tax Assets (Net) | 82,547.90 | - | 82,547.90 | 58,203.56 |
| Investment Property | - | 2,28,120.55 | 2,28,120.55 | - |
| Property, Plant and Equipment | - | 12,57,500.18 | 12,57,500.18 | - |
| Intangible Assets | - | 2,013.83 | 2,013.83 | - |
| Other Non-Financial Assets | 31,745.86 | 62,560.05 | 94,305.91 | 18,945.74 |
| Total | 22,58,373.53 | 30,63,074.46 | 53,21,447.99 | 28,93,710.38 |
| Financial Liabilities | | | | |
| Borrowings (Other than Debt Securities) | - | - | - | - |
| Other Financial Liabilities | 38,436.14 | - | 38,436.14 | - |
| Non-Financial Liabilities | | | | |
| Provisions | 25,787.71 | - | 25,787.71 | 16,398.33 |
| Deferred Tax Liabilities (Net) | 1,76,206.50 | - | 1,76,206.50 | 1,45,193.58 |
| Other Non-Financial Liabilities | 1,075.08 | - | 1,075.08 | 6,728.65 |
| Total | 2,41,505.43 | - | 2,41,505.43 | - |
| Net | 20,16,868.10 | 30,63,074.46 | 50,79,942.56 | 28,93,710.38 |
| | | | 21,37,443.51 | 50,31,153.89 |

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

45. SEGMENT REPORTING

The Holding Company is primarily engaged in the business of “Investment Banking” which constitutes a single reporting segment and the Management does not monitor the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss in the financial statements, thus, there are no additional disclosures to be provided under Ind AS 108- “Operating Segments.”

46. CAPITAL ADVANCES

Capital Advances represent an amount of Rs. 62,56,000/- towards booking of two flats at Mumbai against total consideration of Rs. 84,50,000/- in the Financial Year 2008. The Company is yet to receive the possession and therefore due to abnormal delay, the company has filed the case at RERA court, Mumbai against builder in Financial Year 2019-20.

47. INVESTMENT PROPERTY

The Company had an existing investment property i.e., Flat 1/1C at Geetanjali Apartment, Kolkata which is vacant since last year.

48. The Board of Directors have recommended a dividend at the rate of Re. 1.00 per share (face value Rs.10) (previous year Re. 1.00) for the year ended 31st March, 2023, subject to approval of the shareholders at the ensuing Annual General Meeting.

As per requirements of Ind AS, the Holding Company is not required to provide for proposed dividend declared after the Balance Sheet date. Consequently, no provision has been made in respect of the aforesaid dividend proposed by the Board of Directors for the year ended 31st March, 2023. Had the company continued with the creation of the provision of the proposed dividend as at the Balance Sheet date, its surplus in the Statement of Profit and Loss would have been lower by Rs. 79,84,424/- (Previous Year Rs. 79,84,424/- on account of dividend and the short term provision would have been higher by the said amount of Rs. 79,84,424/- (Previous Year Rs. 79,84,424/-).

49. During the year, Unclaimed Dividend amounting to Rs.2,49,754/- relating to financial year 2014- 15 has been transferred to IEPF Account as per section 124(5) of the Companies Act, 2013.

50. Other Notes:

- The Group does not have any transactions with companies struck off.
- The Group has not traded or invested in Crypto currency or Virtual Currency during the financial year.

51. Previous year's figures have been regrouped/reclassified wherever necessary to correspond with the current year's classification/disclosure.

52. Figures have been rounded off to nearest Hundred.

Signature to Notes 1 to 52

For **V. SINGHI & ASSOCIATES**

Chartered Accountants

Firm Registration No.:311017E

(V. K. SINGHI)

Partner

Membership No. 050051

Place: Kolkata

Date : 6th May, 2023

For and on behalf of the Board of Directors

Bhawani Shankar Rathi

Whole-time Director

DIN: 00028499

Bijay Murmuria

Director

DIN: 00216534

Dhwani Fatehpuria

Company Secretary

Girdhari Lal Dadhich

Chief Financial Officer

NOTE:

NOTE:

NOTE:

CSR INITIATIVES - SERVING THE SOCIETY



FINANCIAL HIGHLIGHTS

Rs. in lacs unless specified otherwise

| Details | 2022-23 | 2021-22 | 2020-21 | 2019-20 | 2018-19 | 2017-18 | 2016-17 | 2015-16 |
|--|---------|---------|---------|---------|---------|---------|---------|---------|
| Income From Operations | 6047.92 | 5659.43 | 1991.17 | 1799.32 | 1808.73 | 2067.65 | 1569.37 | 1094.00 |
| Other Income | 4.67 | 4.20 | 2.00 | 1.84 | 48.14 | 95.96 | 127.21 | 80.28 |
| Total Income | 6052.59 | 5663.63 | 1993.17 | 1801.16 | 1856.87 | 2163.61 | 1696.58 | 1174.28 |
| Profit before Interest, Depreciation, Amortisation and Tax | 210.08 | 510.23 | 1016.1 | -324.09 | 610.16 | 500.07 | 561.65 | 202.18 |
| Profit before Interest & Tax | 145.58 | 455.43 | 964.98 | -378.01 | 557.53 | 450.20 | 517.57 | 154.60 |
| Profit before Tax | 145.37 | 454.82 | 959.22 | -388.29 | 550.72 | 444.65 | 511.28 | 153.33 |
| Profit after tax | 101.91 | 259.87 | 833.02 | -354.85 | 415.21 | 353.14 | 355.71 | 95.66 |
| Net Fixed Assets | 1469.59 | 1366.38 | 1324.14 | 1104.05 | 914.64 | 949.52 | 817.45 | 808.48 |
| Share Capital | 798.44 | 798.44 | 798.44 | 798.44 | 798.44 | 798.44 | 798.44 | 798.44 |
| Reserves & Surplus * | 3840.78 | 3820.12 | 3638.51 | 2848.54 | 3308.17 | 2988.55 | 2728.51 | 2419.54 |
| Networth | 4639.22 | 4618.56 | 4436.95 | 3646.98 | 4106.61 | 3786.99 | 3526.95 | 3217.98 |
| Total Borrowings | 0 | 3.00 | 8.64 | 13.82 | 18.57 | 23.78 | 4.05 | 10.04 |
| Earnings per Share (in Rupee) | 1.28 | 3.25 | 10.43 | -4.44 | 5.20 | 4.42 | 4.46 | 1.20 |
| Dividend per Share (in Rupee) | 1.00 | 1.00 | 1.00 | 0.60 | 1.00 | 1.00 | 1.00 | 0.50 |
| Book Value per Share (in Rupee) | 58.10 | 57.84 | 55.57 | 45.68 | 51.43 | 47.43 | 44.17 | 40.30 |
| EBITDS/Turnover (%) | 3.47 | 9.01 | 50.98 | -17.99 | 32.86 | 23.11 | 33.10 | 17.22 |
| Profit before Tax/ Turnover (%) | 2.40 | 8.03 | 48.13 | -21.56 | 29.66 | 20.55 | 30.14 | 13.06 |
| Return on Capital Employed (%) | 4.65 | 14.55 | 30.69 | -12.42 | 17.62 | 14.23 | 16.36 | 4.91 |
| Return on Networth (%) | 2.20 | 5.63 | 18.77 | -9.73 | 10.11 | 9.33 | 10.09 | 2.97 |

* Excluding Revaluation Reserve

Note : Figures for 2018-19 to 2015-16 are after adjustment of impact due to applicability of the Indian Accounting Standards, 2015 (as amended).



Values we stand by at
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