

LKP Finance Limited



41st ANNUAL REPORT 2024-2025

Board of Directors:**DIN**

Mr. Mahendra V. Doshi*	00123243
Mr. Dara J. Kalyaniwala*	03311200
Mr. Sajid Mohamed*	06878433
Mr. Pratik M. Doshi*	00131122
Ms. Saseekala Nair*	10122007
Mr. Dinesh K. Waghela*	00230087
Mr. Umesh Aggarwal**	03109928
Mr. Kapil Garg**	01716987
Mrs. Gunjan Jain**	10496273
Mr. Hemant Bhageria**	06476292
Mr. Manoj Kumar Bhatt**	09452843
Ms. Meenu Sharma***	10825075

*Upto 31/03/2025

**w.e.f. 28/03/2025

***w.e.f. 03/04/2025

Chief Financial Officer

Mr. Mustak Ali
(w.e.f. 28/03/2025)

Company Secretary:

Mrs. Ruby Chauhan
Company Secretary & Compliance Officer
(w.e.f. 28/03/2025)

Registered Office:

203, Embassy Centre, Nariman Point, Mumbai
Maharashtra- 400021

Corporate Office:

201, 2nd Floor Best Sky Tower, Netaji Subhash Place,
Shakurbasti North West Delhi-110034

Registrar and Share Transfer Agent

Adroit Corporate Services Pvt. Ltd.
19, Jaferbhoy, Industrial Estate, 1st Floor, Makavana Road,
Marol Naka, Andheri (East) Mumbai-400059

CIN: L65990MH1984PLC032831**Website:** www.lkpfinance.com**Statutory Auditors:**

M/s. MGB & Co LLP, Chartered Accountants

Internal Auditors

M/s Neeraj Bansal & Co.

41st Annual General Meeting on Monday, July 28,
2025 at 3:30 p.m. through Video Conferencing
(VC)/ Other Audio Visual Means (OAVM)

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NOTICE

NOTICE is hereby given that the Forty-First (41st) Annual General Meeting ("Meeting") of the member(s) of LKP Finance Limited ("Company") will be held on Monday, July 28, 2025 at 3:30 P.M. (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) to transact the following business:

ORDINARY BUSINESS:**1. To receive, consider and adopt**

- a. the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2025, together with the Report of the Board of Directors and the Statutory Auditors thereon; and
- b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2025, together with the Report of the Statutory Auditors thereon.

2. To appoint a director in place of Mrs. Gunjan Jain (DIN: 10496273), who retire by rotation and being eligible, offers herself for re-appointment.**3. Appointment of Statutory Auditor**

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to Section 139 and 142 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, (including any statutory modification(s), clarifications, exemptions or re-enactments thereof for the time being in force M/s. Parv & Co., Chartered Accountants, Firm Reg. No. 029582N, be and is hereby appointed as Statutory Auditors of the Company for a term of 5 (five) consecutive years from the conclusion of this Annual General Meeting i.e. Forty First (41st) Annual General Meeting till the conclusion of Forty sixth (46th) Annual General Meeting of the Company on such fee as may be mutually agreed between the Company and the Auditors, plus taxes, travelling and out of pocket expenses.

RESOLVED FURTHER THAT any of the Director or Company Secretary of the Company, be and are hereby authorized to do such act, deeds and things and to file necessary e forms with the concerned Registrar of Companies, to give effect to the aforementioned resolution."

SPECIAL BUSINESS:**4. Appointment of Secretarial Auditor**

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provision of Section 204(1) of the Companies Act, 2013 & Rule 9 of the Companies (Appointment and Remuneration of Personnel) Rules, 2014 and other applicable provision if any of the Companies Act, 2013 and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 read with circular issue there under to the extent applicable, other applicable regulation framed by the SEBI in this regard, consent of the members be and is hereby accorded for Appointment of M/s. Abhay K & Associates, Practising Company Secretaries (FRN S2022DE896500) as Secretarial Auditors of the Company for the period of 5 (Five) consecutive years from FY 2025-26 to FY 2029-30 at such fee plus taxes and other out of pocket expenses, as may be mutually agreed upon between the Board of Directors and the Secretarial Auditors.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary, be and is hereby authorized to perform and execute all such acts, deeds, matters as may be deemed necessary, proper or expedient to give effect to this resolution and for matters connected herewith or incidental hereto.;

By order of the Board of
Directors
For LKP Finance Limited

(Ruby Chauhan)
Company Secretary &
Compliance Officer
Membership No: A69210

Place: Mumbai
Date: July 03, 2025

Registered Office:

LKP Finance Limited
(CIN: L65990MH1984PLC032831)
203, Embassy Centre,
Nariman Point, Mumbai – 400 021

NOTES:

1. A statement pursuant to Section 102(1) of the Companies Act, 2013 ('the Act') relating to the special business to be transacted at the 41st AGM is annexed hereto. All documents referred to in the accompanying Notice and the Explanatory Statement along with the Register of Directors and Key Managerial Personnel and their shareholding, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under the Act shall be available for inspection electronically.
2. Pursuant to Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulation') and Secretarial Standards on General Meeting ('SS-2'), the required details of the Director proposed to be re-appointed and the terms of proposed remuneration of the Directors are given in the Annexure-I forming part of the Notice. Members seeking to inspect such documents can send an email to lkpfinceltd@gmail.com.
3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 9/2023 dated 25th September, 2023 along with subsequent circulars issued in this regard and the latest Circular No. 9/2024 dated 19th September 2024 issued by the Ministry of Corporate Affairs, Government of India (collectively referred to as "MCA Circulars") and Circular no SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 issued by Securities and Exchange Board of India and all other relevant circulars issued from time to time, MCA has permitted holding of the Annual General Meeting ("AGM") through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue. 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. The deemed venue for the 41st AGM shall be the Registered Office of the Company i.e. 203, Embassy Centre, Nariman Point, Mumbai 400 021.
4. Pursuant to the provisions of Section 108 of the Act 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 April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with 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.
5. The Members can join the AGM in the VC/OAVM mode 15 minutes before 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 at least 1000 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.
6. Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
7. Pursuant to the provisions of the Act, a Member is entitled to attend and vote at the AGM is entitled to appoint proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since, this AGM is being held through VC/OAVM, the physical attendance has been dispensed with. Accordingly, the facility for appointment of proxies by the members to attend and cast vote is not available for this AGM and hence the Proxy Form and Attendance Slip are not annexed to this notice. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
8. In line with the MCA Circulars the Notice calling the AGM along with Annual Report 2024-25 is being sent only through electronic mode to those members whose e-mail address is registered with the Company or the Depository Participant(s). Members may note that the Notice of AGM along with Annual Report has also been uploaded on the website of the Company at www.lkpfinance.com, website of BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-voting facility and e-voting system during the AGM) at www.evotingindia.com. Members (Physical / Demat) who have not registered their email addresses with the company can get the same registered with the company by requesting to our Registrar and Share Transfer Agent i.e. Adroit Corporate Services Private Limited ('RTA') at info@adroitcorporate.com and to the Company at lkpfinceltd@gmail.com.

9. Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the e-AGM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to abhaycsjha@gmail.com or with a copy marked to helpdesk.evoting@cdslindia.com.
10. Notice is also given under Section 91 of the Act read with Regulation 42 of the SEBI Listing Regulations that the Register of Members and the Share Transfer Book of the Company will remain closed from July 22, 2025 to July 28, 2025 (both days inclusive).
11. The information and instructions for shareholders for remote e-voting are as under:
 - I. Pursuant to Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI Listing Regulations, the Company is pleased to provide the facility to Members to exercise their right to vote on the resolutions proposed to be passed at AGM by electronic means.
 - II. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide e-voting facility.
 - III. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member/ beneficial owner (in case of electronic shareholding) as on the cut-off date, i.e., July 21, 2025. A person who is not a member as on the cut-off date should treat this Notice for information purposes only.
 - IV. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. July 21, 2025 only shall be entitled to avail the facility of e-voting/ Poll on Demand.
12. Information and other instructions relating to e-voting are as under:
 - (i) The voting period begins on Friday, July 25, 2025 at 9:00 A.M. and ends on Sunday, July 27, 2025 at 05:00 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 (record date) July 21, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting.

- (ii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, under Regulation 44 of SEBI Listing Regulations, 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.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 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 abovesaid 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
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users of who have opted for CDSL's 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 URLs for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting Menu. On clicking the e-voting menu, the user will be able to see his/her holdings along with links of the respective e-Voting service provider i.e. CDSL/ NSDL/ KARVY/ LINK INTIME as per information provided by Issuer / Company. Additionally, we are providing links to e-Voting Service Providers, so that the user can visit the e-Voting service providers' site directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link in 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 provided links for the respective ESP where the e-Voting is in progress during or before the AGM.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1) 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. 2) 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" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) 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.

Type of shareholders	Login Method
	You will have to enter your User ID (i.e. your sixteen digit demat account number hold 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
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	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's website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned 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 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.: 022-4886 7000 and 022-2499 7000

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(iv) Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders & physical shareholders.

- 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 Shareholders holding shares in Demat Form other than individual and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)

	<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 as mentioned in instruction (v).

- (v) After entering these details appropriately, click on "SUBMIT" tab.
- (vi) 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.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN: 250704002 for LKP FINANCE LIMITED on which you choose to vote.
- (ix) 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.
- (x) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xi) 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.

- (xii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xiv) 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.
- (xv) Note 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 should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - 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 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 abhaycsjha@gmail.com and lkpfincanceltd@gmail.com if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

13. Process for those shareholders whose email addresses/ mobile no. are not registered with the depositories for obtaining login credentials for e-voting for the resolutions proposed in this notice:

- i. 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 at lkpfincanceltd@gmail.com or RTA at info@adroitcorporate.com.

- ii. For Demat shareholders - please update your email id & mobile no. with your respective Depository Participant (DP)
 - iii. 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.
14. Instructions for shareholders attending the AGM through VC/OAVM are as under:
- i. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at www.evotingindia.com under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
 - ii. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
 - iii. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
 - iv. 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.
 - v. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request before the cut-off date for the AGM (i.e on or before July 23, 2025) mentioning their name, demat account number/folio number, email id, mobile number at lkpfinanceltd@gmail.com. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, to ensure the smooth conduct of the AGM, depending on the availability of time.
 - vi. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance before the cut-off date for the AGM (i.e on or before July 23, 2025) mentioning their name, demat account number/folio number, email id, mobile number at lkpfinanceltd@gmail.com. These queries will be replied to by the Company suitably by email.
 - vii. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM.
 - viii. Only those shareholders, who are present in the AGM through VC/OAVM facility and 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.
 - ix. 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.
15. 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 1800 21 09911.
- All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 34/35TH Floor, Marathon Futorex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 1800 21 09911.
16. Members can avail themselves, the facility of nomination in respect of shares held by them in physical form pursuant to the provisions of Section 72 of the Act. Members desiring to avail themselves of this facility may send their nominations in the prescribed Form No. SH-13 duly filled in to the Company's Registrar & Transfer Agents (R&T Agents). Members holding shares in electronic form may contact their respective Depository Participant(s) for availing this facility.
17. The Securities and Exchange Board of India ("SEBI") has made it mandatory for all companies to use the bank account details furnished by the Depositories for any payment (including dividend) through Electronic Clearing Service ("ECS") to investors. In the absence of ECS facility, companies shall mandatorily print the bank account details of the investors on such payment instruments. Members are encouraged to avail ECS facility and requested to update bank account details in the prescribed form to their respective Depository Participant(s) and/or the Company's R&T Agents.
18. Members who have not registered their e-mail ID so far are requested to register the same for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company in electronic form.
19. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail ID, 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 respective Depository Participant(s) in case the shares are held in electronic form and to the Company's R&T Agents in case the shares are held in physical form.

20. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022, has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed dividend account; exchange of securities certificate; sub-division of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR - 4, on the website of the Company's Registrar and Transfer Agents, Adroit Corporate Services Private Limited at <https://www.adroitcorporate.com/RandTServices.aspx>. It may be noted that any service request can be processed only after the folio is KYC Compliant.
21. SEBI vide its notification dated January 24, 2022 has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, Members are advised to dematerialise the shares held by them in physical form. Members can contact the Company or Adroit Corporate Services Private Limited, for assistance in this regard
22. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
23. M/s Abhay K & Associates, Practicing Company Secretaries has been appointed as the Scrutiniser to scrutinise the e-voting process in a fair and transparent manner.
24. The Results declared along with the report of the Scrutiniser shall be placed on the website of the Company at www.lkpfinance.com and on the website of CDSL immediately after the declaration of result by the Chairperson or a person authorised by him/her in writing. The Results shall also be immediately forwarded to Stock Exchanges.
25. In terms of section 101 and 136 of the Act, read together with the Rules made thereunder, the listed companies may send the notice of AGM and the annual report, including Financial statements, Board Report, etc. by electronic mode. Pursuant to the said provisions of the Act read with MCA Circulars, Notice of the AGM along with the Annual Report 2024-25 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 2024-25 will also be available on the Company's website at www.lkpfinance.com, website of the Stock Exchange i.e. BSE Limited at www.bseindia.com.
26. The Ministry of Corporate Affairs had notified provisions relating to unpaid/unclaimed dividend under Sections 124 and 125 of Companies Act, 2013 and Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016. As per these Rules, dividends which are not encashed / claimed by the shareholder for a period of seven consecutive years shall be transferred to the Investor Education and Protection Fund (IEPF) Authority. The IEPF Rules mandate the Companies to transfer the shares of shareholders whose dividends remain unpaid / unclaimed for a period of seven consecutive years to the demat account of IEPF Authority. Hence, the Company urges all the shareholders to encash / claim their respective dividend during the prescribed period.
27. Members are requested to send all communications to our R&T Agents at the following address:
- Adroit Corporate Services Private Limited
18-20, Jafferbhoy Industrial Estate, 1st Floor,
Makwana Road, Marol Naka, Andheri East,
Mumbai - 400 059
Tel. No.: +91 22 4227 0400; Fax No.: +91 22 2850 3748.
E-mail ID: info@adroitcorporate.com

By order of the Board of
Directors
For LKP Finance Limited

Ruby Chauhan
Company Secretary &
Compliance Officer
Membership No: A69210

Place: Mumbai
Date: July 03, 2025

Registered Office:
LKP Finance Limited
(CIN: L65990MH1984PLC032831)
203, Embassy Centre,
Nariman Point, Mumbai - 400 021

STATEMENT SETTING OUT MATERIAL FACTS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**Item No. 4**

Pursuant to the provision of Section 204(1) of the Companies Act, 2013 & Rule 9 of the Companies (Appointment and Remuneration of Personnel) Rules, 2014 and other applicable provisions, if any of the Companies Act, 2013, and Regulations 24A of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with circulars issued thereunder to the extent applicable. other applicable regulations framed by the Securities and Exchange Board of India in this regard, the Secretarial auditor needs to be appointed for a period of 5 (Five) years.

The Board of Directors at its meeting held on July 03, 2025, considering the experience and expertise and based on the recommendation of the Audit Committee, has proposed to the Members of the Company, appointment of M/s. Abhay K & Associates, Practicing Company Secretaries, as the Secretarial Auditors of the Company on payment of such fee as may be mutually agreed upon between the Board of Directors and the Secretarial Auditors, from time to time. The appointment of proposed secretarial auditors shall hold office for a period of 5 (Five) years, if made, will be within the limits of the various provisions of the Companies Act, 2013. They have further confirmed that they are not disqualified to be appointed as the Secretarial Auditors in terms of the Companies Act, 2013 and the rules made thereunder. Approval of the members is required for appointment of the Secretarial Auditors and fixing their fees by means of an ordinary resolution.

None of the Directors, or Key Managerial Personnel of the Company and their relatives are in any way, concerned or interested in this resolution.

Accordingly, your Board recommends passing of the resolutions as set out under Item No. 4 the accompanying notice for approval of the members as Ordinary Resolution.

ANNEXURE-1**DETAILS OF DIRECTOR SEEKING RE-APPOINTMENT AS REQUIRED UNDER REGULATION 36 OF THE LISTING REGULATIONS AND SECRETARIAL STANDARD-2 ISSUED BY ICSI ON GENERAL MEETINGS:**

Name of the Director	Mrs. Gunjan Jain
Director Identification Number (DIN)	10496273
Nationality	Indian
Date of Birth & Age	20/04/1990 (35)
Date of first Appointment	28th March, 2025
Qualification	<p>She is a qualified Chartered Accountant from Institute of Chartered Accountant (ICAI) and a Commerce Graduate from University of Delhi, Mrs. Gunjan is a proficient expert with an experience of over 12 years in the field of Finance and Accounts, Business Planning, Compliances, Audit, Taxation, Loan Management and MIS including more than 4 years in NBFC Sector.</p> <p>In her experience she has supervised every activity of the accounting department including each month and year-end process, Mrs. Gunjan Jain ensures to keep a check on every finance-related matter.</p>
Terms & Condition for appointment /re-appointment	On-reappointment, she is liable to retire by rotation
Details of remuneration /remuneration last drawn	Nil
Shareholding in LKP Finance Limited	Nil
List of Directorship held in other Companies	Nil
Members/Chairperson of Committees of LKP Finance Limited	Stakeholder Relationship Committee
Members/Chairperson of Committees in other Public Company	Nil
Relationship with other Directors	She is not related to any other Director and KMP of the Company
Number of Meetings of Board attend during the Year	Nil*

*She was appointed as Director with effect from March 28, 2025.

DIRECTORS' REPORT

To
The Members
LKP Finance Limited

The Board of Directors are pleased to present the Forty-First Annual Report together with Audited Financial Statements of the Company for the Financial Year ended March 31, 2025.

FINANCIAL HIGHLIGHTS

The financial performance of the Company is as follows:

Rs. in Lakhs

Particulars	Standalone		Consolidated	
	Financial Year 2024-25	Financial Year 2023-24	Financial Year 2024-25	Financial Year 2023-24
Revenue from Operations	737.52	8256.87	1414.25	8988.86
Other Income	4.52	24.02	28.60	24.02
Total Revenue	742.04	8280.89	1442.85	9012.88
Profit before Tax	(467.78)	6782.95	25.99	7332.46
Less: Tax expense	(73.68)	1277.44	61.18	1387.56
Profit after Tax	1032.34	5505.51	181.88	5944.90
Other Comprehensive income for the year	(1276.62)	589.78	(1203.56)	573.81
Total Comprehensive Income / (loss) for the year	(244.28)	6095.29	(1021.68)	6518.71
Earnings per equity share (Face Value of Rs. 10/- each) - Basic and Diluted (in Rs.)	8.21	43.80	1.45	47.30

RESERVE

The Company during the year under review has transferred Rs. 206.47 lakhs to Special Reserve as per applicable regulation for NBFCs, prescribed by the Reserve Bank of India Act, 1934.

DIVIDEND

After careful assessment of the available profit during the financial year ended 31st March, 2025, your Director's have not recommended any dividend for the financial year ended 31st March, 2025.

PERFORMANCE REVIEW

The Company has prepared the financial statement in accordance with the Companies Act, 2013 and Ind AS. The Company's standalone revenue from operations decreased

from Rs. 8,256.87 lakhs to Rs. 737.52 lakhs and Other Income also decreased from Rs. 24.02 lakhs to Rs. 4.52 lakhs. There is a net profit after tax of Rs. 1032.34 lakhs as against net profit of Rs. 5505.51 lakhs in the corresponding previous year.

The Company's consolidated revenue from operations decreased from Rs. 8988.86 lakhs to Rs. 1414.25 lakhs and Other Income also increased from Rs. 24.02 lakhs to Rs. 28.60 lakhs. There is a net profit after tax of Rs. 181.88 lakhs as against net profit of Rs. 5,944.90 lakhs in the corresponding previous year.

SHARE CAPITAL

During the year under review, there is no change in the Share capital of the Company. Further the Company has not issued any sweat equity shares or bonus shares or equity shares with differential rights.

PUBLIC DEPOSITS

The Company has no public deposits as of date and will not accept any deposits without prior approval of the Statutory Authorities concerned.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The scope and authority of the Internal Auditors' function is defined in their letter of engagement. To maintain its objectivity and independence, the Internal Auditors' reports to the Chairman of the Audit Committee of the Board.

The Internal Auditors monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies of the Company. Based on the report of Internal Auditors process owners undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and recommendations along with corrective actions thereon are presented to the Audit Committee of the Board.

CHANGE IN NATURE OF BUSINESS

During the year under review, there was no change in nature of business of the Company.

RISK MANAGEMENT

Your Company recognizes that risk is an integral part of business and is committed to managing the risks in a proactive and efficient manner.

The Board of the Company at regular intervals monitors the financial, operational, legal risk to the Company. There is no risk, which in the opinion of the Board may threaten the existences of the company.

Pursuant to section 134 (3) (n) of the Act it is stated that at present the company has not identified any element of risk which may threaten the existence of the Company.

SUBSIDIARY, JOINT VENTURE, HOLDING COMPANY AND ASSOCIATE COMPANIES

During the year under review, Bond Street capital Private Limited ceased to be a subsidiary of your Company w.e.f. 26th March, 2025 and apart from this no company has become or ceased to be subsidiary, joint venture or associate of the company.

Your Company had become a Subsidiary Company of Hindon Mercantile Limited.

The required financial information in the consolidated balance sheet is given in respect of Company's subsidiary i.e. Bond Street Capital Private Limited as on 26th March, 2025, in Form AOC 1 annexed to this Report as **"Annexure I"**.

Annual accounts of the Subsidiary Company and the related detailed information shall be available to shareholders of the Company and Subsidiary Company seeking such information at any point of time and also kept open for inspection by any shareholders in the Registered office of the Company and Subsidiary Company.

The annual accounts of the aforesaid subsidiary and the related detailed information shall also available to shareholders of the Company, seeking such information at Company's website i.e. www.lkpfinance.com. The Company does not have any joint ventures and holding company.

DIRECTORS & KEY MANAGERIAL PERSONNEL

Mrs. Gunjan Jain (DIN: 10496273), Non-Executive Director of the Company is liable to retire by rotation at the forthcoming Annual General Meeting ("AGM") and being eligible, offers herself for re-appointment.

On March 28, 2025, on the recommendation of Nomination and Remuneration Committee, the Board approved the appointment of followings as Additional Directors:

S. No.	Name	Category
1.	Mr. Umesh Aggarwal	Executive Director
2.	Mr. Kapil Garg	Non-Executive Director
3.	Mrs. Gunjan Jain	Non-Executive Director
4.	Mr. Manoj Kumar Bhatt	Non-Executive and Independent Directors
5.	Mr. Hemant Bhageria	Non-Executive and Independent Directors

On April 03, 2025, the Board approved the appointment of Ms. Meenu Sharma as an Addition Director (Non-executive and Independent Director).

On May 08, 2025, on recommendation of the Board of Directors, the Members of the Company approved through postal ballot the appointment of followings:

S. No.	Name	Category	Period
1.	Mr. Umesh Aggarwal	Whole Time Director	5 Years (March 28, 2025 to March 27, 2030)
2.	Mr. Kapil Garg	Non-Executive Director	-
3.	Mrs. Gunjan Jain	Non-Executive Director	-
4.	Mr. Manoj Kumar Bhatt	Non-Executive and Independent Director	5 Years (March 28, 2025 to March 27, 2030)
5.	Mr. Hemant Bhageria	Non-Executive and Independent Director	5 Years (March 28, 2025 to March 27, 2030)
6.	Mrs. Meenu Sharma	Non-Executive and Independent Director	5 Years (April 03, 2025 to April 02, 2030)

The Board of Directors are of the opinion that Mr. Manoj Kumar Bhatt, Mr. Hemant Bhageria and Mrs. Meenu Sharma, Independent Directors possess integrity, necessary expertise, relevant experience and proficiency.

On March 31, 2025 (closing business hours), following Directors have been resigned:

S. No.	Name	Category
1.	Mr. Mahendra V. Doshi	Chairman and Managing Director
2.	Mr. Pratik M. Doshi	Non-Executive Director
3.	Mr. Dinesh Waghela	Non-Executive Non-Independent Director
4.	Mr. Sajid Mohamed	Non- Executive Independent Director
5.	Mr. Dara Jahangir Kalyaniwala	Non- Executive Independent Director
6.	Ms. Saseekala Nair	Non- Executive Independent Director

Key Managerial personnel

Mr. Girish Kumar Balgovinda Innani, Company Secretary & Compliance Officer and Mr. Satvinderpal Singh Gulati, Chief Financial Officer of the Company have resigned w.e.f. March 28, 2025.

The Board of Directors, on the recommendation of Nomination & Remuneration Committee, has appointed Mrs. Ruby Chauhan as Company Secretary and Compliance Officer and Mr. Mustak Ali as Chief Financial Officer of the Company w.e.f. March 28, 2025.

DECLARATION BY INDEPENDENT DIRECTORS

The Company has received necessary declarations from all the Independent Directors under Section 149(7) of the Companies Act, 2013 that they meet the criteria of independence laid down in Section 149(6) of the Act and Regulation 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The disclosure as required under the provisions of the Companies Act, 2013, read with Secretarial Standard issued by Institute of Company Secretaries of India and Listing Regulations forms part of Notice convening AGM.

PERFORMANCE EVALUATION OF BOARD

Pursuant to the provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an annual evaluation of performance of its own, the Committees thereof and the Directors individually.

At the meeting of the Board all the relevant factors that are material for evaluating the performance of the Committees and of the Board were discussed in detail.

A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were inter-alia evaluated on parameters such as level of engagement, contribution, independence of judgment, safeguarding the interest of the Company and its minority shareholders, etc. The performance evaluation of the Independent Directors was carried out by the entire Board except the Director being evaluated. The performance evaluation of the Chairman and Non-Independent Directors was carried out by the Independent Directors.

The Directors expressed their satisfaction with the evaluation process.

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration. The Remuneration Policy is stated in the Corporate Governance Report.

POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION

Company's policy is to have an appropriate mix of executive, non-executive and independent directors to maintain the independence of the Board, and separate its functions of governance and management. As on March 31, 2025, the Board has Eleven members, one of whom is an Executive Chairman-Managing Director, one Whole Time Director, Four Non-Executive Non-Independent Directors and Five Independent Directors.

The Company's policy on Directors' appointment and remuneration and other matters provided in Section 178(3) of the Act, has been disclosed in the Corporate Governance Report, which forms part of this Annual Report.

WOMEN DIRECTOR

In term of the provisions of section 149 of the Companies Act, 2013, and Regulation 17(1)(a) of the SEBI (LODR) Regulations, 2015, the Company shall have at least one-woman Director on the Board. Your Company has Mrs. Gunjan Jain (DIN: 10496273) and Ms. Saseekala Nair (DIN: 10122007) as the Women Director on the Board of the Company.

MEETINGS

During the year, seven Board Meetings, five Audit Committee Meetings, two Stakeholder Committee Meetings, two Nomination and Remuneration Committee Meetings and one Corporate Social Responsibility Committee were convened and held, the details of which are given in the Corporate Governance Report. The Board meetings were held on April 26, 2024, July 25, 2024, August 28, 2024, August 30, 2024, October 28, 2024, January 23, 2025 and March 28, 2025. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

DIRECTORS' RESPONSIBILITY STATEMENT

The Board of Directors acknowledges the responsibility for ensuring compliance with the provisions of section 134(3) (c) read with section 134(5) of the Companies Act, 2013 in the preparation of the annual accounts for the year ended on March 31, 2025 and state that:

- i. In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- 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 at the end of the financial year and of the profit of the Company for that period;
- iii. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. The Directors have prepared the annual accounts 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 are operating effectively; and
- vi. There is a proper system to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

STATUTORY AUDITORS

In term of section 139 of the Act read with Companies (Audit & Auditors) Rules, 2014 (as amended) M/s. MGB & Co LLP, Chartered Accountants (Registration No. 101169W/W-100035) was appointed as Statutory Auditors of your Company for a period of 1 (one) year from the conclusion of the 40th AGM of your company held in the year 2024 until the conclusion of 41st AGM of your company.

Further, Based on the recommendation of the Audit Committee, the Board of Director at their meeting held on July 03, 2025 has recommended appointment of M/s Parv & Co., (Firm Registration No. 029582N) as the Statutory Auditor of the company on the completion of tenure of previous statutory auditors. The Company has received the consent from M/s Parv & Co., Chartered Accountants and confirmation to the effect that they are not disqualified to be appointed as the Statutory Auditors of the Company, in terms of the provisions of the Companies Act, 2013 and rules made there under.

STATUTORY AUDITORS REPORT

The Auditors' report contained qualified opinion. The notes on financial statements referred to in the auditors' report are self-explanatory and do not call for further comments.

RESPONSES TO QUALIFICATIONS, RESERVATIONS, ADVERSE REMARKS AND DISCLAIMERS MADE BY THE STATUTORY AUDITORS.

- a) The Company has not obtained balance confirmations / term sheets from two lenders with outstanding balances aggregating to Rs. 3,596.65 lakhs, included under borrowings. Accordingly, external confirmations as required under Standard on Auditing (SA) 505, External Confirmations, were not available for our verification. Further, the Company has not provided interest expense on the above-mentioned borrowings, the amount of which is presently not ascertainable, and is not in compliance with Ind AS 109 "Financial Instruments" wherein such financial liabilities are required to be measured at amortised cost using the effective interest rate method. Had the interest expense been provided, the liabilities would have been higher, the net profit for the year and networth as at 31 March 2025 would have been lower to that extent. In respect of one lender, Kingfisher Finvest India Limited, with an outstanding balance of Rs. 2,122.40 lakhs, the Company received a garnishee Order from the Recovery Officer, Debt Recovery Tribunal (DRT), Bangalore, for Rs. 2,500 lakhs plus interest. This Order was pursuant to order obtained by State Bank of India from DRT against Kingfisher Airlines Limited, United Breweries (Holdings) Limited, and others. The Company has contested the claim and deposited Rs. 1,126.22 lakhs, included in other non-financial assets and mutual fund investments of Rs. 595.12 lakhs have been attached by the Recovery Officer. The matter is currently pending before the Debt Recovery Appellate Tribunal, Chennai. In the absence of external confirmations, pending outcome

of the legal dispute and non-provision of interest, we are unable to determine whether any adjustments or additional disclosures are required in the accompanying standalone financial results.

If Management is unable to estimate the impact, reasons for the same:

- a) The Company is unable to get the confirmation/ term sheet from two lenders as the parties are not contactable. The Company is confident that there will be no material change in the balances outstanding. Further the matter with DRAT Chennai is pending and the outcome of the matter is uncertain.

Pursuant to provisions of the Section 143(12) of the Act, the Statutory Auditors have not reported any incident of fraud to the Audit Committee or the Board during the year under review.

REPORTING OF FRAUDS BY AUDITORS

During the year under review, neither the Statutory Auditors nor the Secretarial Auditor has reported to the Audit Committee under Section 143(12) of the Act any instances of fraud committed in the Company by its officers or employees.

SECRETARIAL AUDITOR AND SECRETARIAL AUDIT REPORT

Pursuant to provisions of section 204 of the Companies Act 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the company has appointed M/s V. R. Associates, a firm of Company Secretaries in practice to undertake the Secretarial Audit of the Company for the F.Y. 2024-25. The Secretarial Audit Report is annexed herewith as "**Annexure II**". The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

Further, pursuant to the provisions of Regulation 24A & other applicable provisions of the Listing Regulations read with Section 204 of the Act and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and on recommendation of the Audit Committee, the Board of Directors at its meeting held on July 03, 2025 has approved appointment of M/s Abhay K & Associates, Practicing Company Secretaries as Secretarial Auditors for a period of five consecutive years commencing from the financial year 2025-26 till financial year 2029-30. The resolution seeking the Members' approval for the appointment of Secretarial Auditor of the Company forms part of the Notice.

STATEMENT ON COMPLIANCE OF APPLICABLE SECRETARIAL STANDARDS

The Board of Directors affirm that the Company has complied with the applicable Secretarial Standards issued by the Institute of Companies Secretaries of India (SS1 and SS2) respectively relating to Meetings of the Board, its Committees and the General Meetings.

COST RECORDS AND COST AUDIT

Maintenance of cost records and requirement of cost audit as prescribed under the provisions of Section 148(1) of the Act are not applicable for the business activities carried out by the Company

ANNUAL RETURN

As per Section 92 of the Companies Act, 2013, the copy of annual return of the company has been placed on the website of the company and can be accessed at www.lkpfinance.com.

CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

In terms of Section 135 of the Companies Act, 2013 your Company has formed a Corporate Social Responsibility (CSR) Committee to approve activities to be undertaken, expenditure to be incurred and to monitor the performance of the CSR activities undertaken by the Company.

The Board of Directors and the CSR Committee review and monitor from time to time all the CSR activities being undertaken by the Company.

The Company has contributed funds for the promotion of education and environmental sustainability etc. The contribution has been made to a registered trust which mainly undertakes activities specified under Schedule VII of the Companies Act, 2013.

The report on CSR activities is annexed herewith as **"Annexure III"**.

The Company's CSR policy provides guidelines and lays down the process to undertake CSR activities of the Company. the CSR Policy is also available on the website of the Company www.lkpfinance.com

RELATED PARTY TRANSACTIONS

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of the business. There are no materially significant related party transactions made by the Company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the Company at large. The particulars of Contract or arrangement in Form AOC-2 as required under Section 134(3) (h) of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014 is annexed to this Board Report. The details of other loans and advances are mentioned in notes to accounts and are not repeated here.

PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN OR SECURITY PROVIDED BY THE COMPANY

Being an NBFC, the disclosures regarding particulars of loans given, guarantees given and security provided, is exempted under the provisions of section 186(11) of the Act. As regards investments made by the company, the details of the same are provided under financial statements of the company for the year ended 31 March, 2025.

CODE OF CONDUCT

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day-to-day business operations of the company. The Code has been placed on the Company's website at www.lkpfinance.com

The Code lays down the standard procedure of business conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the work place, in business practices and in dealing with stakeholders.

All the Board Members and the Senior Management personnel have confirmed compliance with the Code.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Company is committed to the high standards of Corporate Governance and stakeholder responsibility.

The Company has established a vigil mechanism to be known as the 'Whistle Blower Policy' for its Directors and employees, to report instances of unethical behavior, actual or suspected, fraud or violation of the Company's Code of Conduct. The aim of the policy is to provide adequate safeguards against victimization of whistle blower who avails of the mechanism and also provide direct access to the Chairman of the Audit Committee, in appropriate or exceptional cases.

Accordingly, 'Whistle Blower Policy' has been formulated with a view to provide a mechanism for the Directors and employees of the Company to approach the Chairman of the Audit Committee of the Company.

The purpose of this policy is to provide a framework to promote responsible and secure whistle blowing. It protects employees willing to raise a concern about serious irregularities within the Company.

PREVENTION OF INSIDER TRADING

The Company has adopted a Code of Conduct for Prevention of Insider Trading as amended from time to time with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code.

All Board Directors and the designated employees have confirmed compliance with the Code.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

As required under regulation 34(2) of the Listing Regulations, a detailed management discussion and analysis report is annexed to this annual report.

TRANSFER OF UNCLAIMED/UNPAID AMOUNTS TO THE INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

In terms of the provisions of Section 124, 125 and other applicable provisions, if any, of the Act, read with provisions of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 and other applicable provisions, all unpaid or unclaimed dividends are required to be transferred by the Company to the Investor Education and Protection Fund ("IEPF") established by the Central Government, after completion of seven years from the date the dividend is transferred to unpaid/unclaimed account.

Further, according to the Rules, the shares in respect of which dividend has not been paid or claimed by the members for seven consecutive years or more shall also be transferred to the demat account created by the IEPF Authority.

Further, in terms of Section 124(6) of the Act, read with the IEPF Rules, all the shares in respect of which dividend has remained unpaid/unclaimed for seven consecutive years or more from the date of transfer to the unpaid dividend account are required to be transferred to the demat account of the Investor Education and Protection Fund Authority ('IEPFA').

The details of unpaid/ unclaimed dividend and equity shares so transferred are uploaded on the website of the Company at <https://www.lkpfinance.com> as well as that of the Ministry of Corporate Affairs, Government of India at <http://www.mca.gov.in>.

The Members/Claimants whose shares and unclaimed dividend have been transferred to IEPF may claim the shares or apply for refund by making an application to IEPF Authority in Form IEPF 5 (available on www.iepf.gov.in). The Member/Claimant can file only one consolidated claim in a Financial Year as per the IEPF Rules.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There were no material changes and commitments, affecting the financial position of the Company from end of the financial year up to the date of this Board's Report.

SIGNIFICANT AND MATERIAL ORDERS

During the year under review, there are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and the Company's operations in future.

CORPORATE GOVERNANCE

The Report on Corporate Governance along with a Certificate of compliance from the Practising Company Secretaries and Management Discussion and Analysis Report forms part of this Report.

DISCLOSURES WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT

Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year	Number of shareholders who approached wlisted entity for transfer of shares from suspense account during the year	Number of shareholders to whom shares were transferred from suspense account during the year	Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year
NIL	NIL	NIL	NIL

Declaration that the voting rights on shares in the suspense account shall remain frozen till the rightful owner of such shares claims the shares – Not Applicable

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013.

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. The following is a summary of sexual harassment complaints received and disposed-off during the year 2024-25:

- Number of complaints received: Nil
- Number of complaints disposed-off: Nil
- Number of complaints pending: Nil

MATERNITY BENEFIT COMPLIANCE DECLARATION

In accordance with the provisions of the Maternity Benefit Act, 1961, as amended, and in alignment with the principles of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, particularly Schedule V relating to corporate governance disclosures, the Board affirms that the Company has fully complied with all applicable laws and regulations relating to maternity benefits during the financial year under review.

The Company has adopted employee-centric policies that are compliant with statutory requirements and reflective of our commitment to diversity, equity, and inclusion. The Company has:

Granted maternity leave and related benefits to all eligible women employees as per applicable law;

Ensured availability of medical bonus, nursing breaks, and return-to-work support;

Complied with the requirements relating to crèche facilities, as specified under the Maternity Benefit (Amendment) Act, 2017, where applicable;

Maintained a discrimination-free and supportive workplace, in line with the non-discriminatory employment practices outlined under the SEBI LODR framework.

The Company's HR policies and practices are periodically reviewed to ensure compliance with evolving legal and regulatory requirements, and to promote the welfare of all employees, particularly women during and after maternity.

The Board remains committed to upholding the highest standards of corporate governance and employee well-being.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

Considering that the Company is a Non- Banking Financial company which is not involved in any manufacturing or processing activities, the particulars as required under section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 regarding Conservation of energy and Technology Absorption not applicable

Foreign exchange earnings and outgo: Nil

EMPLOYEE PARTICULARS

The Statement of Disclosure of Remuneration under Section 197 of the Companies Act, 2013 and Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are annexed as **Annexure-IV**.

TAKEOVER AND CHANGE IN MANAGEMENT AND CONTROL

On August 28, 2024, Hindon Mercantile Limited and Mr. Kapil Garg (acquirers) have entered into a share purchase agreement with Mr. M V Doshi and other promoters of the company ("Sellers"), for acquisition of 56,96,312 Equity share representing of 45.32% of the equity share capital of the company. Pursuant to Regulation 3(1) and 4 of Securities and Exchange Board of India (Substantial Acquisition of share and

takeover) Regulation 2011, mandatory Open Offer to the Public Shareholders of the Company has been made by the Acquirers to acquire 32,67,845 Equity share representing 26% of equity shares of the company. Acquirer had acquired the from the Promoters, 44,46,227 Equity share representing of 35.37% of the paid-up Share Capital and 19,97,068 Equity Shares, from the Public Shareholders under the open offer representing 15.88% of equity shares of the company. Till March 31, 2025, in aggregate 51.26% was acquired by the Acquirers.

Further, consequent to acquisition, the Management and Control of the Company has been changed through appointment of New Directors, Mr. Umesh Aggarwal, Mr. Kapil Garg, Mrs. Gunjan Jain, Mr. Manoj Kumar Bhatt, Mr. Hemant Bhageria and Mrs. Meenu Sharma.

ACKNOWLEDGEMENT

Your Directors would like to place on record their sincere appreciation to Shareholders, Bankers, Institutions and Employees for their co-operation and support.

By order of the Board of Directors

(Umesh Aggarwal)
Whole Time Director

DIN: 03109928

(Kapil Garg)
Director

DIN: 01716987

Place: Mumbai
Date: 03 July 2025

Annexure I
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

Part "A": Subsidiaries Not Applicable
Rs. In Lakhs

Sl. No.	Particulars	Details
1	Name of the subsidiary	Bond Street Capital Private Limited
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	01/04/2024 To 26/03/2025
3	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Not Applicable
4	Share Capital	995.00
5	Reserves & Surplus	3,157.37
6	Total Assets	5,463.10
7	Total Liabilities	5,463.10
8	Investments	2,797.36
9	Turnover	688.62
10	Profit before taxation	493.77
11	Provision for taxation	134.85
12	Profit after taxation	358.92
13	Proposed Dividend	Nil
14	% of shareholding	100

1. Names of subsidiaries which are yet to commence operations – Not Applicable

2. Names of subsidiaries which have been liquidated or sold during the year – Not Applicable

Part "B": Associates and Joint Ventures: Not Applicable
For and on behalf of the Board
LKP Finance Limited
For MGB & Co. LLP

Chartered Accountants

Firm Registration Number: 101169W/W-100035

Hitendra Bhandari

Partner

Membership Number: 107832

Place : Mumbai

Date : 03 July 2025

Umesh Aggarwal

Whole Time director

DIN : 03109928

Ruby Chauhan

Company Secretary & Compliance officer

A 69210

Kapil Garg

Director

DIN : 01716987

Mustak Ali

Chief Financial Officer

Annexure II**MR-3****SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2025

**[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies
(Appointment and Remuneration Personnel) Rules, 2014]**

To,
The Members,
LKP Finance Limited.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by LKP Finance Limited (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 my opinion thereon.

Based on our verification of the Company's 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 my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2025 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:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2025 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') as applicable to the company:-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (not applicable to the company during the audit period);
 - (d) The Securities and Exchange Board of India Share Based Employee Benefits) Regulations, 2014;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (not applicable to the company during the audit period);
 - (f) 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;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (not applicable to the company during the audit period)
- (vi) Other Applicable Acts:
 - (a) Prevention of Money Laundering Act, 2002;
 - (b) RBI Regulations on Non-Banking Financial (Non Deposits Accepting or Holding) Companies;
 - (c) The Employees Provident Fund & Miscellaneous Provisions Act, 1952;
 - (d) Employees State Insurance Act, 1948;
 - (e) Payment of Gratuity Act, 1972;
 - (f) The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013;

I/we have also examined compliance with the applicable clauses of the following:

- (a) Secretarial Standards issued by The Institute of Company Secretaries of India;
- (b) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

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

I further report that

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.

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.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

We further report that 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, guidelines, etc. We further report that during the audit period:

- (i) During the year under review, Hindon Mercantile Limited along with Mr. Kapil Garg made an open offer to acquire upto 32,67,845 equity shares of Rs.10/- each representing 26% of the share capital of the company at a target price of Rs.253.10 per equity share. The offer was open from 29th January 2025 to 11th February, 2025.
- (ii) The company has passed special resolution in its annual general meeting held on 7th June, 2024 in respect of the following matters
 - a. Appointment of Mr. Dara Kalyaniwala (DIN 0311200) as independent Director of the company for a period of five years from 26th April, 2024;
- (iii) The company has passed postal ballot resolutions for the following items as per the postal ballot notice dated 30th August, 2024. The postal ballot commenced on 20th September 2024 and ended on 19th October, 2024.
 - a. To approve sale of 100% equity shares held by the company in Bond Street Capital Private Limited, wholly owned subsidiary to related party(ies);
 - b. To approve divestment of investments of the company in listed and unlisted securities to related party(ies);
 - c. To approve divestment of investments of the company in listed and unlisted securities;
 - d. To approve sale of immovable property of the company to related party(ies);
 - e. To approve transfer of units and preference shares to related parties;
 - f. To approve appointment of Ms. Saseekala Nair (DIN 10122007) as Independent Director of the company;

For V.R. Associates
Company Secretaries

V. Ramachandran
CP 4731

Place: Mumbai
Date: 03 July 2025
UDIN: **A007731G000700412**
Peer Review Certificate No. 1662/2022

This report is to be read with our letter of even date which is annexed as 'Annexure I' and forms an integral part of this report.

‘Annexure I’ to Secretarial Audit Report

To,
The Members,
LKP Finance Limited.

Our report of even date is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express as opinion on these secretarial records based on my audit.
2. We have followed the audit practices and process as were appropriate 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, I followed provide a reasonable basis for my opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, Rules, Regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For V.R. Associates
Company Secretaries

V. Ramachandran
CP 4731

Place: Mumbai
Date: 03 July 2025
UDIN: **A007731G000700412**
Peer Review Certificate No. 1662/2022

Annexure III**REPORT ON CSR ACTIVITIES****1. Brief outline on CSR Policy of the Company.**

LKP Finance Limited, as a good corporate citizen, has adopted CSR as strategic tool for sustainable growth and has decided to contribute to the development of the communities as a whole. In doing so the Company aims at building a better, sustainable way of life for the weaker sections of society.

Programs to be undertaken via CSR will be identified by the Company's CSR Committee in a participatory manner after proactively consulting the communities for gauging their basic needs and any of the programs so selected will meet the regulatory requirements. Such programs shall be mapped with the activities as suggested in the Schedule VII of the Companies Act, 2013.

The focus areas in which LKP plans to work shall include Education, Health care and Environmental Sustainability. The objectives of the Company for the above activities shall be as follows:-

- I. Education: Our endeavour is to spark the desire for learning and enlighten minds. We may undertake to fulfil this objective by way of providing quality education initiatives or by financial assistance to the poor and needy students, undertaking to impart vocational training, adult education programs, girl education, other related infrastructure etc.
- II. Health care: Our goal is to render quality health care facilities which we may provide by way of undertaking preventive healthcare programs by way of including but not limited to setting various camps and related infrastructure services, providing of sanitation and making available safe drinking water, etc.

III. Environmental Sustainability: We aim at providing livelihood in an environmentally sustainable manner. For addressing this objective we may undertake afforestation, planting of trees, maintain public garden, playground cleanliness and such other like programs, activities towards maintaining ecological balance, quality of soil, air and water, conservation of natural resources, etc.

Further, the Company on the recommendations of the CSR Committee may also undertake any other activities as mentioned in the Schedule VII of the Companies Act, 2013, apart from those mentioned above in pursuance of achieving its CSR objectives.

2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Mahendra V. Doshi	Executive Chairman & Managing Director	One	One
2	Mr. Pratik M. Doshi	Non-executive Director	One	One
3	Mr. Dara Jahangir Kalyaniwala	Independent Director	One	One
4	Mr. Hemant Bhageria*	Independent Director	-	-
5	Mr. Manoj Kumar Bhatt*	Independent Director	-	-
6	Mr. Umesh Aggarwal*	Whole Time Director	-	-

*Reconstitution of CSR Committee w.e.f. 03/04/2025

- Web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board: www.lkpfinance.com
- Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report): Not applicable
- Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be set-off for the financial year, if any (in Rs)
1	2024-25	0	Nil
2	2023-24	0	Nil
3	2022-23	7,172/-	Nil

- Average net profit of the company as per section 135(5): Rs. 4778.5 lakhs
- Two percent of average net profit of the company as per section 135(5): Rs. 95.57 lakhs
 - Surplus arising out of the CSR projects or programmes or activities of the previous financial years: Nil
 - Amount required to be set off for the financial year, if any: - NIL
 - Total CSR obligation for the financial year (7a+7b-7c): Rs. 95.57 lakhs
- CSR amount spent or unspent for the financial year:

Total Amount Spent For the Financial Year.	Amount Unspent (in Rs.)				
	Total Amount transferred To Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
Rs.95.57 lakhs	Nil	Nil	Nil	Nil	Nil

(b) Details of CSR amount spent against **ongoing projects** for the financial year: Nil

(c) Details of CSR amount spent against **other than ongoing projects** for the financial year:

(1)	(2)	(3)	(4)	(5)	(6)	(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from The list of activities in schedule VII to the Act.	Local area (Yes/ No).	Location of the project.		Amount spent for the project (in Rs.).	Mode of Implementation Direct (Yes/ No).	Mode of implementation - Through implementing agency.	
				State.	District.			Name.	CSR Registration number.
1.	Relief and Rehabilitation	Relief and Rehabilitation of the Disabled with a vision to have Disabled Free Society	No	Gujarat	Bhavnagar	10,00,000/-	No	PNR Society	CSR00001320
2.	Education, Health and Medical Care	Education, Health and Medical Care	Yes	Maharashtra	Mumbai	25,00,000/-	No	Shri Balasaheb Mane Shikshan Prasarak Mandal Ambap	CSR00049222
3.	Education, Health and Medical Care	Education, Health and Medical Care	Yes	Maharashtra	Mumbai	35,57,000/-	No	R K HIV and AIDS Research & Care center	CSR00002183
4.	Education, Health and Medical Care	Improving the quality of life in rural communities through various humanitarian and social initiatives.	No	Gujarat	Ahmedabad	25,00,000/-	No	Shree Hiraba Charitable Trust	CSR00018900
TOTAL						95, 57,000/-			

(d) Amount spent in Administrative Overheads: With in limit of 5%. - NIL

(e) Amount spent on Impact Assessment, if applicable; Not Applicable

(f) Total amount spent for the Financial Year: Rs. 95.57 lakhs

(g) Excess amount for set off, if any: Nil

9. (a) Details of Unspent CSR amount for the preceding three financial years: Nil

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): Nil

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details):
- Date of creation or acquisition of the capital asset(s) : Not applicable
 - Amount of CSR spent for creation or acquisition of capital asset : Not applicable
 - Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc. : Not applicable
 - Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset) : Not applicable
11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5) : Not applicable.

By order of the Board of Directors

Umesh Aggarwal
 Whole Time Director
 DIN: 03109928

Manoj Kumar Bhatt
 Director
 DIN: 09452843

Place: Mumbai
 Date: 03 July 2025

Annexure IV

Statement of Disclosure of Remuneration under Section 197 of Companies Act, 2013 and Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

- i. The ratio of the remuneration of each Executive Director, Directors to the median remuneration of the employees of the Company for the financial year:

Name of Director	Designation	Ratio to median remuneration of the employees
Mr. Mahendra V. Doshi	Executive Chairman & Managing Director	24.80 : 1
Mr. Vineet Suchanti	Independent Director	Not Applicable as only sitting fees is paid to him.
Mr. Sajid Mohamed	Independent Director	Not Applicable as only sitting fees is paid to him.
Mrs. Anjali Suresh	Independent Director	Not Applicable as only sitting fees is paid to her.
Mr. Pratik M. Doshi	Non-executive and Non-Independent Director	Not Applicable as only sitting fees is paid to him.
Mr. Dinesh Waghela	Non-executive and Non-Independent Director	Not Applicable as only sitting fees is paid to him.
Mr. Dara Jahangir Kalyaniwala	Non-executive and Non-Independent Director	Not Applicable as only sitting fees is paid to him.
Ms. Saseekala Nair	Non-Executive - Independent Director	Not Applicable as only sitting fees is paid to him.

- ii. The % increase in remuneration of each Directors, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:

Name of Directors / Employees	Designation	% Increase in remuneration
Mr. Mahendra V. Doshi	Executive Chairman & Managing Director	-49.42
Mr. Vineet Suchanti	Independent Director	Nil-Only sitting fees for attending Board Meetings is paid
Mr. Sajid Mohamed	Independent Director	Nil-Only sitting fees for attending Board Meetings is paid

Mrs. Anjali Suresh	Independent Director	Nil-Only sitting fees for attending Board Meetings is paid
Mr. Pratik M. Doshi	Non-executive and Non-Independent Director	Nil-Only sitting fees for attending Board Meetings is paid
Mr. Dinesh Waghela	Non-executive and Non-Independent Director	Nil-Only sitting fees for attending Board Meetings is paid
Mr. Dara Jahangir Kalyaniwala	Non-Executive – Non-Independent Director	Nil-Only sitting fees for attending Board Meetings is paid
Mrs. Saseekala Nair	Non-Executive - Independent Director	Nil-Only sitting fees for attending Board Meetings is paid
Mr. S. S. Gulati	Head Corporate Affairs / CFO	-21.81
Mr. Girish Kumar B. Innani	GM (Legal) and Company Secretary	0

- iii. The % increase in the median remuneration of employees in the financial year : 0%
- iv. The number of permanent employees on the rolls of the Company : 25
- v. Average percentage increase already made in the salaries of employees other than the managerial personnel in the last financial year: There is no increase in already made in the salaries of employees other than the managerial remuneration in the last financial year.
- Average percentage increase in the managerial remuneration in the last financial year. There is no increase in managerial remuneration in the last financial year.
- vi. It is hereby affirmed that the remuneration is as per the Remuneration Policy of the Company.

For and on behalf of Board of Directors

(Umesh Aggarwal)

Whole Time Director

DIN: 03109928

Place: Mumbai

Date: July 03, 2025

Annexure V

REPORT ON CORPORATE GOVERNANCE

Company's philosophy on Corporate Governance

The Company provides detailed information on various issues concerning the Company's business / performance, to its shareholders. The fundamental philosophy of Corporate Governance in the Company is to achieve business excellence and dedicate itself for meeting its obligations to the shareholders. The Company believes that good Corporate Governance is a continuous process and strive to improve the same to meet shareholder's expectations.

Board of Directors

Note: Details of Board of Directors as on 31.03.2025 is provided.

Composition

The composition and category of Directors in the Company and other listed entities as on March 31, 2025 are as follows:

Name of Directors	LKP Finance Limited		Other Listed Entities	
	Category	Designation	Name of the other listed entity	Category
Mr. M. V. Doshi	Promoter	Executive Chairman & Managing Director	Raymond Lifestyle Limited	Independent Director
			LKP Securities Limited	Promoter-Non-executive Director
Mr. Dara Jahangir Kalyaniwala	Independent & Non executive	Director	Sintercom India Limited	Independent Director

Ms. Saseekala Nair	Independent & Non executive	Director	LKP Securities Limited	Independent Director
Mr. Sajid Mohamed	Independent & Non-executive	Director	LKP Securities Limited	Independent Director
Mr. Pratik M. Doshi	Promoter Non-independent & Non-executive	Director	LKP Securities Limited	Managing Director
Mr. Dinesh K Wahghela	Non-independent & Non-executive	Director	None	Not Applicable
Mr. Umesh Aggarwal	Executive	Additional Director	None	Not Applicable
Mr. Kapil Garg	Non-Independent & Non-executive	Additional Director	Mufin Green Finance Limited	Managing Director
Mrs. Gunjan Jain	Non-Independent & Non-executive	Additional Director	None	Not Applicable
Mr. Hemant Bhageria	Independent & Non-executive	Additional Director	Mufin Green Finance Limited	Independent Director
Mr. Manoj Kumar Bhatt	Independent & Non-executive	Additional Director	Mufin Green Finance Limited	Chairman & Independent Director

The composition of the Board of Directors is in accordance with the Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015. Non-Executive Independent Directors of your Company have no pecuniary relationship or any transaction with your Company.

Committees of the Board

The Board has constituted a set of committees with specific terms of reference and ensure expedient resolution of diverse matters and achieve objectivity. The minutes of the meetings of all committees of the Board are placed before the Board for confirmation.

Each committee of the Board is guided by its terms of reference, which defines the scope and powers of the committee.

These Committees play a crucial role in the governance structure of the Company and have been constituted to deal with specific activities with concern the Company and need a closer review.

The Committees constituted by the Company:

- Audit Committee
- Nomination & Remuneration Committee
- Stakeholder Relationship Committee
- Corporate Social Responsibility Committee

The Company Secretary of the Company acts as the Secretary to all the Committees.

Board Meetings

The Meetings of the Board of Directors are scheduled well in advance and generally held through Audio Visual means. The notice confirming the meeting and the detailed agenda is sent well in advance to all the Directors.

There were Seven Board Meetings held during the financial year ended March 31, 2025, namely on April 26, 2024, July 25, 2024, August 28, 2024, August 30, 2024, October 28, 2024, January 23, 2025 and March 28, 2025. No meeting was adjourned sine die due to want of quorum.

Attendance, Other Directorship & Membership

Membership and Attendance of each Director at the Board of Directors' Meetings held during the year and the last Annual General Meeting and the number of other Directorship/Membership of Board Committees as on March 31, 2025:

-	Name of the Director	Board Meeting Attended	Attendance at Last AGM	No. of Directorship in Boards (Including LKP Finance Ltd.)		No. of Chairmanship / Membership in other Board Committees (Including LKP Finance Ltd.) *	
				Public	Private	Membership	Chairmanship
1	Mr. Mahendra V. Doshi	7	Yes	4	2	2	0
2	Mr. Dara Jahangir Kalyaniwala	6	No	2	0	2	1
3	Mr. Pratik M. Doshi	6	Yes	3	5	3	0
4	Mr. Sajid Mohamed	6	No	2	1	1	0
5	Ms. Saseekala Nair	4	Not Applicable	2	0	3	1
6	Mr. Dinesh K. Waghela	7	Yes	1	3	-	-
7	Mrs. Anjali Suresh	1	Yes	-	-	-	-
9.	Mr. Umesh Aggarwal	-	-	2	1	-	-
10.	Mr. Kapil Garg	-	-	4	5	3	-
11.	Mrs. Gunjan Jain	-	-	2	0	-	-
12.	Mr. Hemant Bhageria	-	-	4	1	2	1
13.	Mr. Manoj Kumar Bhatt	-	-	2	1	1	-

**Memberships/Chairmanships of only Audit Committees and Stakeholders' Relationship Committees in all public limited companies have been considered.*

None of the present Directors are relative of each other except Mr. Pratik M. Doshi who is son of Mr. Mahendra V. Doshi.

The familiarization program imparted to independent directors of the Company is available at the website of the Company www.lkpfinance.com.

In compliance with requirement of Regulation 17(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), the Board of Directors have periodically reviewed compliance reports pertaining to all laws applicable to the Company as well as steps taken to rectify instances of non-compliances, if any.

In compliance with requirement of Regulation 17(4) of Listing Regulations, the Board of Directors have satisfied itself that plans are in place for orderly succession of the Board of Directors and senior management.

In compliance with requirement of Regulation 17(5) of Listing Regulations, the Board of Directors has laid down a code of conduct for all members of Board of Directors and senior management of the Company, incorporating therein the duties of independent directors as laid down in the Companies Act, 2013.

In the opinion of the Board of Directors, the Independent Directors fulfil the conditions specified in the SEBI (LODR) Regulations, 2015 and are independent of the management

Remuneration of Directors

During the year under review the Company has paid Rs. 124.01 lakhs towards remuneration to Mr. Mahendra V. Doshi, Executive Chairman of the Company pursuant to the special resolution passed by members on June 20, 2023.

- (i) all elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc., of all the directors and details of fixed component and performance linked incentives along with the performance criteria:

Heads	Rs. in lakhs
Basic Salary	72.77
House Rent Allowance	-
Medical	0.15
Bonus	7.28
Commission	43.82
Total	124.01

- (ii) service contracts, notice period, severance fees: As per the terms of appointment and detailed in explanatory statement to the special resolution passed by members on June 20, 2023.
- (iii) stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable – NIL.

At present, Independent Directors are not paid any remuneration except sitting fess for attending Board Meetings.

Sitting Fees (gross) paid to Directors for attending Board Meetings

Mr. Sajid Mohamed	Rs. 3.00 lakhs
Mr. Pratik M. Doshi	Rs. 3.00 lakhs
Mr. Dara Kalyaniwala	Rs. 3.50 lakhs
Mr. Dinesh K. Waghela	Rs. 3.50 lakhs
Ms. Saseekala Nair	Rs. 2.50 lakhs
Mrs. Anjali Suresh	Rs. 0.50 lakhs
Mr. Vineet N. Suchanti	-

No stock options were granted to any of the Independent Directors and Promoter Directors. Further the Company has not granted any advance or loans to any directors during the year. Audit Committee

Audit Committee

The Board has set up the Audit Committee with two Independent Directors Mr. Dara Jahangir Kalyaniwala, Ms. Saseekala Nair and Mr. M. V. Doshi, Executive Director. Mr. Dara Jahangir Kalyaniwala was the Chairperson of the Audit Committee and was present at the last Annual General Meeting. The term of reference of Audit Committee are as prescribed under the Listing Regulations and Companies Act 2013

Audit Committee meetings were held on April 26, 2024, July 25, 2024, August 30, 2024, October 28, 2024, and January 23, 2025. No meeting was adjourned sine die due to want of quorum. All the members have attended the aforesaid meetings. The Statutory Auditors were the invitees to the above meetings. The scope of activities and powers of Audit Committee includes the areas prescribed under the Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, and section 177 of the Companies Act, 2013.

The composition of the Audit Committee and the attendance of the Members at the above meetings are as under:

Name of Directors / Members	Category	Designation	No. of Meetings held during the tenure of respective Members	
			Held	Attended
Mr. Dara Jahangir Kalyaniwala	Independent Director	Chairperson	5	5
Ms. Anjali Suresh (Cessation w.e.f. 16/07/2024)	Independent Director	Member	1	1
Ms. Saseekala Nair	Independent Director	Member	4	4
Mr. M. V. Doshi	Executive Director	Member	5	5
Mr. Vineet N Suchanti (Cessation w.e.f. 01/04/2024)	Independent Director	Member	0	0

Mr. Manoj Kumar Bhatt*	Independent Director	Chairman	-	-
Mr. Hemant Bhageria*	Independent Director	Member	-	-
Mr. Umesh Aggarwal*	Whole Time Director	Member	-	-

*Reconstitution of Audit Committee on 03/04/2025.

Stakeholders Relationship Committee

Stakeholders Relationship Committee has been constituted pursuant to the section 178 of the Companies Act, 2013 and Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015. The said Committee is having two Independent Directors viz. Ms. Saseekala Nair, Mr. Dara Jahangir Kalyaniwala and a non-executive Director Mr. Pratik Doshi. Ms. Saseekala Nair is appointed as the Chairperson of the Committee.

Mr. Girish Kumar B. Innani General Manager (Legal) & Company Secretary of the Company was Compliance Officer till 28th March, 2025 and Mrs. Ruby Chauhan is Company Secretary and Compliance officer of the Company with effect from 28th March, 2025. The Company had not received any complaint from shareholder of the Company during the year under review and the same is resolved. The Committee meetings were held on April 26, 2024 and July 25, 2024. There is no complaint which has remained un-addressed.

M/s. V. R. Associates, Practicing Company Secretaries is conducting Reconciliation of Share Capital Audit, for the Company.

The composition of the Stakeholders Relationship Committee and the attendance of the Members at the above meetings are as under:

Name of Directors / Members	Category	Designation	No. of Meetings held during the tenure of respective Members	
			Held	Attended
Mrs. Anjali Suresh (Cessation w.e.f. 16/07/2024)	Independent Director	Chairperson	1	1
Ms. Saseekala Nair	Independent Director	Chairperson	1	1
Mr. Vineet N. Suchanti (Cessation w.e.f. 01/04/2024)	Independent Director	Member	0	0
Mr. Dara Jahangir Kalyaniwala	Independent Director	Member	2	2
Mr. Pratik Doshi	Non-Executive Director	Member	2	2
Mr. Manoj Kumar Bhatt*	Independent Director	Chairman	-	-
Ms. Meenu Sharma*	Independent Director	Member	-	-
Mrs. Gunjan Jain*	Non-Executive Director	Member	-	-

*Reconstitution of Stakeholder Relationship Committee on 03/04/2025.

Nomination and Remuneration Committee

The Nomination and Remuneration Committee has been constituted by the Company and has two Independent Directors Mr. Dara Jahangir Kalyaniwala, Ms. Saseekala Nair and a non-executive Director Mr. Pratik Doshi. Mr. Dara Jahangir Kalyaniwala is the Chairman of the Committee.

The terms of reference of the Nomination and Remuneration Committee cover all the areas mentioned under Part D Schedule II read with regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and section 178 of the Companies Act, 2013. The broad terms of reference of the Nomination and Remuneration Committee therefore include recommending a policy relating to remuneration and employment terms of Executive Chairman/Managing Director, directors and senior management personnel, adherence to the remuneration/employment policy, also to prepare, administer and monitor Company's Employees Stock Options Plans /Scheme from time to time. Preparing the criteria and identify persons who may be appointed as directors or senior management of the Company, preliminary evaluation of every Director's performance, Board diversity, compliance of the Code for Independent Directors referred to in Schedule IV of the Companies Act, 2013, compliance with the Company's Code of Conduct by Directors and employees of the Company, reporting non-compliances, in case if any, to the Board of Directors, monitor loans to employees and any other matters which the Board of Directors may direct from time to time.

The composition of the Nomination and Remuneration Committee and the attendance of the Members at the above meetings are as under:

Name of Directors / Members	Category	Designation	No. of Meetings held during the tenure of respective Members	
			Held	Attended
Mr. Dara Jahangir Kalyaniwala	Independent Director	Chairperson	2	2
Ms. Saseekala Nair	Independent Director	Chairperson	2	1
Mr. Pratik Doshi	Non-Executive Director	Member	2	2
Mrs. Anjali Suresh (Cessation w.e.f. 16/07/2024)	Independent Director	Chairperson	0	0
Mr. Vineet N Suchanti (Cessation w.e.f. 01/04/2024)	Independent Director	Member	0	0
Ms. Meenu Sharma*	Independent Director	Chairperson	-	-
Mr. Manoj Kumar Bhatt*	Independent Director	Member	-	-
Mr. Hemant Bhageria*	Independent Director	Member	-	-

*Reconstitution of Nomination & Remuneration Committee on 03/04/2025

During the financial year ended March 31, 2025 two meeting of the Nomination and Remuneration Committee were held on July 25, 2024 and March 28, 2025. All the members have attended the aforesaid meeting. At present, Directors are not paid any fees for attending any Committee Meetings.

Criteria of selection of Non-executive Directors

The Non-executive Directors shall be of high integrity with relevant expertise and experience so as to have a diverse Board with Directors having expertise in the fields of marketing, finance, taxation, law, governance and general management.

In case of appointment of Independent Directors, the Committee shall satisfy itself with regard to the independent nature of the Directors vis-a-vis the Company so as to enable the Board to discharge its function and duties effectively.

The Committee shall ensure that the candidate identified for appointment as a Director is not disqualified for appointment under Section 164 of the Companies Act, 2013.

The Committee shall consider the following attributes / criteria, whilst recommending to the Board the candidature for appointment as Director:

- Qualification, expertise and experience of the Directors in their respective fields;
- Personal, Professional or business standing;
- Diversity of the Board.

In case of re-appointment of Non-executive Directors, the Board shall take into consideration the performance evaluation of the Director and his engagement level.

Remuneration

A Non-executive Director shall be entitled to receive sitting fees for each meeting of the Board attended by him, of such sum as may be approved by the Board of Directors within the overall limits prescribed under the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and reimbursement of expenses for participation in the Board meetings.

Executive Chairman- Managing Director / Director – Criteria for selection / appointment: For the purpose of selection of the Executive Chairman- Managing Director / Director, the Committee shall identify persons of integrity who possess relevant expertise, experience and leadership qualities required for the position and shall take into consideration recommendation, if any, received from any member of the Board.

The Committee will also ensure that the incumbent fulfils such other criteria with regard to age and other qualifications as laid down under the Companies Act, 2013 or other applicable laws.

Remuneration for the Executive Chairman-Managing Director / Director: At the time of appointment or re-appointment, the Executive Chairman- Managing Director / Director shall be paid such remuneration as may be mutually agreed between the Company (which includes the Committee and the Board of Directors) and the Executive Chairman –Managing Director / Director within the overall limits prescribed under the Companies Act, 2013.

The remuneration shall be subject to the approval of the Members of the Company in General Meeting. The remuneration of the Executive Chairman- Managing Director / Director comprises of fixed and variable component as per the provisions of Companies Act, 2013. The fixed component comprises salary, allowances, perquisites, amenities and retiral benefits.

Remuneration Policy for the Senior Management Employees: In determining the remuneration of the Senior Management Employees the Committee shall ensure the relationship of remuneration and performance benchmark is clear.

The Executive Chairman will carry out the individual performance review based on the respective defined objectives, qualification, expertise, experience and other factors whilst recommending the annual increment and performance incentive to the Committee for its review and approval.

Senior Management:

The Board of Directors, Company Secretary / Compliance Officer and Chief Financial Officer comprises of Senior Management.

Corporate Social Responsibility (CSR) Committee:

As required under section 135 of the Companies Act, 2013, the company has formed a CSR committee consisting of the following members:

Name of Directors / Members	Category	Designation	No. of Meetings held during the tenure of respective Members	
			Held	Attended
Mr. Mahendra V. Doshi	Executive Director	Chairman	1	1
Mr. Vineet N. Suchanti (Cessation w.e.f. 01/04/2024)	Independent Director	Member	-	-
Mr. Dara Jahangir Kalyaniwala	Independent Director	Member	1	1
Mr. Pratik M. Doshi	Non-Executive Director	Member	1	1
Mr. Hemant Bhageria*	Independent Director	Chairman	-	-
Mr. Manoj Kumar Bhatt*	Independent Director	Member	-	-
Mr. Umesh Aggarwal*	Whole Time Director	Member	-	-

*Reconstitution of CSR Committee on 03/04/2025

The committee met once on March 28, 2025 during the financial year. All the members have attended the said CSR Committee meeting.

Performance Evaluation of the Board

A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgement, safeguarding the interest of the Company and its minority shareholders etc. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non-independent Directors was carried out by the Independent Directors. The Directors expressed their satisfaction with the evaluation process.

Independent Directors Meeting

During the year under review, the Independent Directors met on, January, 23, 2025 inter alia, to discuss:

Evaluation of the performance of Non-Independent Directors and the Board of Directors as a Whole; Evaluation of the performance of the Chairman of the Company, taking into account the views of the Non-executive Directors.

Evaluation of the quality, quantity and timelines of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

Skills, Expertise and Competencies

The Board has a right blend of dynamism with each of the Directors having several years of vast experience and knowledge in various diversified functions, viz., investment banking and institutional and retail stock broking, corporate banking and treasury, planning, project finance, business strategies, banking and finance, competition law, corporate affairs, industry, economic regulation and corporate law etc.

The Board is suitably equipped to understand the ever changing business dynamics of NBFCs in which the Company operates and ensures that appropriate strategies are articulated benefitting the Company in the long run. The Independent Directors provide their treasured inputs and guidance at the Meetings of the Board which have been of immense help to the Company in pursuing strategic goals.

The skills, expertise and competence of the Directors are given below:

Director	Skills/Expertise/Competence \$				
	Knowledge of the Sector	Accounting and Finance	Investment & Corporate banking and Treasury	Strategy development and Implementation	Corporate Governance, Compliances and Economic regulation
Mr. Mahendra V Doshi	✓	✓	✓	✓	✓
Mr. Pratik M. Doshi	✓	✓	✓	✓	✓
Mr. Sajid Mohamed	✓	✓	-	✓	-
Ms. Saseekala Nair	✓	✓	✓	-	✓
Mr. Dinesh K. Waghela	✓	✓	-	✓	✓
Mr. Dara Jahangir Kalyaniwala	✓	✓	-	-	✓
Mr. Umesh Aggarwal	✓	✓	✓	✓	✓
Mr. Kapil Garg	✓	✓	✓	✓	✓
Mrs. Gunjan Jain	✓	✓	✓	-	✓
Mr. Hemant Bhageria	✓	✓	✓	-	✓
Mr. Manoj Kumar Bhatt	✓	✓	-	✓	✓

Notes:

\$ These skills/competencies are broad-based, encompassing several areas of expertise/experience. Each Director may possess varied combinations of skills/experience within the described set of parameters.

General Body Meetings

The particulars of last three years Annual General Meetings are as under:

Year	Day, Date & Time of AGM	Venue	Special Resolutions Passed
2023-24	Friday, June,07, 2024 at 11:00 AM	Through Video Conferencing (VC)/ Other Audio Visual Means (OAVM). Deemed venue- 203, Embassy Centre, Nariman Point, Mumbai 400 021.	Appointment of Mr. Dara Kalyaniwala (DIN 0311200) as independent Director of the company for a period of five years from 26 th April, 2024
2022-23	Tuesday, June 20, 2023 at 3.00 PM		Re-appointment of Mr. Mahendra V. Doshi (DIN: 00123243), as the Executive Chairman and Managing Director
2021-22	Monday, June 20, 2022 at 2.00 PM		None

Extraordinary General Meeting

No extraordinary general meeting of the members was held during financial year ended March 31, 2025.

Postal Ballot

During the financial year 2024-25, the approval of the members of the Company was sought through Postal Ballot for the special resolutions mentioned in the Postal Ballot Notice dated August 30, 2024. The remote e-voting was available from Friday, September 20, 2024, 9:00 A.M. (IST) and ended on Saturday, October 19, 2024, 5.00 p.m. (IST). The e-voting results and the Scrutinizer's Report are being uploaded on the Company's website www.lkpfinance.com.

The description of resolution and details of e-voting are as under:

Particulars of Special Resolution	Number and % of votes cast in favour	Number and % of votes cast against
To approve sale of 100% Equity Shares held by the Company in Bond Street Capital Private Limited, wholly owned subsidiary to Related party(ies)	3,48,989 (98.87)	4,005 (1.13)
To approve divestment of Investments of the Company in Listed and Unlisted Securities to Related party(ies)	3,49,289 (98.95)	3705 (1.05)
To approve divestment of Investments of the Company in Listed and Unlisted Securities	60,45,601 (99.94)	3705 (0.06)
To approve sale of Immovable Property of the Company to Related party(ies)	3,48,788 (98.81)	4206 (1.19)
To approve of transfer of units and preference shares to related party(ies)	3,48,989 (98.87)	4,005 (1.13)
To approve of appointment of Ms. Saseeka Nair (DIN: 10122007) as an Independent Director of the Company	60,45,301 (99.93)	4005 (0.07)

Procedure adopted for Postal Ballot

- The Board of Directors, at its Meeting, approves the items to be passed through Postal Ballot and authorizes one of the Directors and the Company Secretary to be responsible for the entire process of Postal Ballot.
- A professional such as a Chartered Accountant / Company Secretary is appointed as the Scrutinizer for the poll process. M/s Nishant Jawasa & Associates, Company Secretaries, FCS 6557, CP No. 6993, Practicing Company Secretaries, Mumbai, as the Scrutinizer for conducting the postal ballot (e-voting process).
- Notice of Postal Ballot is sent to the Shareholders. E-voting facility is offered to eligible Shareholders to enable them to cast their votes electronically.
- An advertisement is published in a national newspaper and a vernacular newspaper about the dispatch of Notice of Postal Ballot.
- Upon completion of voting, the Scrutinizer gives his / her report and the results of the Postal Ballot are announced.
- The results are intimated to the Stock Exchanges and are hosted on the Company's website, www.lkpfinance.com.
- The Postal Ballot is carried out as per the provisions of Sections 108 and 110 and other applicable provisions of the Act, read with the Rules framed thereunder and General Circular issued by Ministry of Corporate Affairs from time to time.

Pecuniary relationship/transaction with Non-Executive Directors

During the year under review, there were no pecuniary relationship/transactions with any of the Non-Executive Directors of the Company. The register of contracts is maintained by the Company pursuant to Section 189 of the Act. The register is signed by all the directors present at the respective Board meetings.

Criteria of making payments to Non-Executive Directors

Non-Executive Directors are only paid sitting fees for attending Meeting of the Board. During the year under review, the sitting fee was fixed at Rs. 50,000/- per Board meeting. The criteria of making payments to Non-Executive Directors is placed at www.lkpfinance.com.

Means of Communication

The financial results are usually published in Business Standard / Financial Express and Mumbai Lakshadeep/ Mumbai Mitra, widely circulating national and local dailies. The Company's Annual Report, Financial Results, Shareholding Pattern and official news releases are displayed on the Company's website www.lkpfinance.com and also posted by BSE at www.bseindia.com.

All filing, disclosures and communications to Stock Exchange are made electronically through their specific web portals in order to disseminate such information and make such information generally available.

There were no presentations made to the institutional investors or to the analysts.

The Management, Discussion and Analysis Report forms a part of this Annual Report.

General Shareholder Information

AGM Date, Time and Venue: Monday, July 28, 2025 at 3:30 P.M through Video Conference / Other Audio Visual Means (OVAM). The deemed venue of the meeting shall be considered at the Registered Office of the Company.

Financial Calendar: 01 April to 31 March

Announcement of Audited / Un-audited Results (tentative)

1st Quarter - First week of August

2nd Quarter - First week of November

3rd Quarter - First week of February

4th Quarter - First week of May

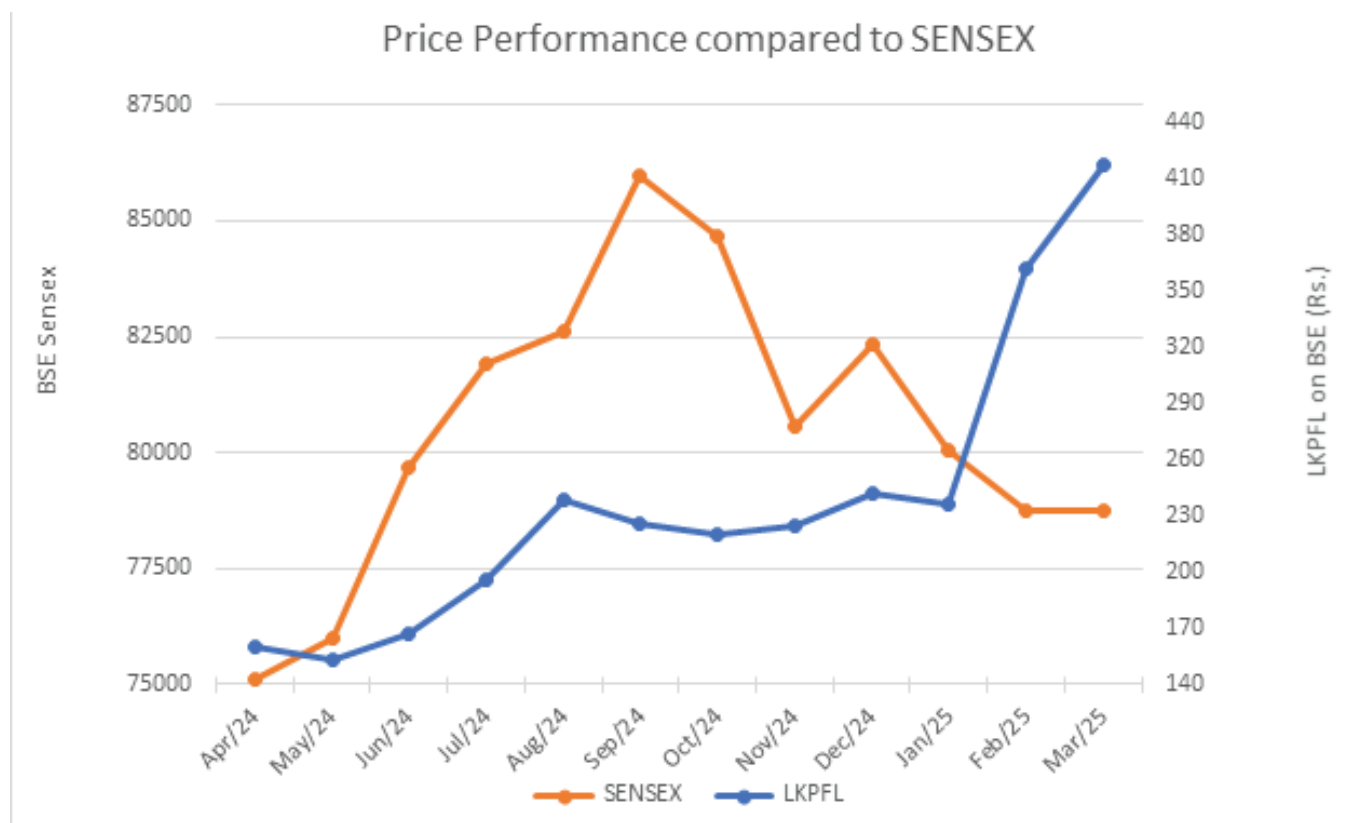
Book Closure- July 22, 2025 to July 28, 2025 (both days inclusive).

Listing on Stock Exchange: BSE Limited, Mumbai (Code-507912). The Company has paid the listing fees for Financial Year 2025-26.

Demat ISIN No. for Depositories : INE724A01017

Market Price Data and Performance in comparison to BSE Sensex:

Month	LKP Finance Ltd		BSE Sensex	
	LKP High Price	LKP Low Price	Sensex High	Sensex Low
April-24	159.95	126.00	75124.28	71816.46
May-24	153.10	128.75	76009.68	71,866.01
June-24	167.60	119.80	79671.58	70234.43
July-24	195.40	147.00	81908.43	78971.79
August-24	239.15	185.60	82637.03	78295.86
September -24	225.80	206.10	85978.25	80895.05
October-24	220.00	178.60	84648.40	79137.98
November-24	225.00	185.00	80569.73	76802.73
December-24	242.00	198.00	82317.74	77560.79
January-25	236.00	175.10	80072.99	75267.59
February-25	362.00	221.05	78735.41	73141.27
March-25	417.80	310.00	78741.69	72633.54



Price Performance compared to SENSEX

The performance comparison is based on the closing price / Sensex on the last trading day of the month.

The Company was not suspended from trading.

Credit Rating

The Company's financial discipline and prudence is reflected in the credit ratings ascribed by rating agency. The following Credit rating are assigned to the Company during the year under review.

Rating Agency	Product	Rating as on March 31, 2025	Rating as on March 31, 2024
Infomerics Valuation And Rating Pvt. Ltd.	Fund based – Long Term Bank Facilities- Cash Credit	IVR BB+/Negative	IVR BBB-/RWDI
Infomerics Valuation And Rating Pvt. Ltd.	Fund based – Short Term Bank Facilities – Secured Overdraft	Withdrawn	IVR/RWWDI

Registrar and Share Transfer Agent

M/s. Adroit Corporate Services Private Limited

18-20, Jafarbhoy Industrial Estate, 1st Floor, Makawana Road, Marol Naka, Andheri (East), Mumbai 400 059.

Tel: +91 (0)22 42270400; Fax: +91 (0)22 28503748

email: info@adroitcorporate.com / sandeeps@adroitcorporate.com ; Website: www.adroitcorporate.com

Share Transfer System

The Company's Shares are traded on BSE Limited compulsorily in the dematerialized form. In terms of the Regulation 40 of the Listing Regulations, securities of listed companies can only be transferred in dematerialized form with effect from April 1, 2019, except in case of transmission or transposition of securities. In case of any demat/remat and shares related issues, the Shareholders Relationship Committee constituted by the Board is empowered for same. The share related formalities are attended by the Registrars and Share Transfer Agents.

Shareholding Pattern as on March 31, 2025

Sr. No	Description	No. of Shareholders	%	Shares	%
1	Resident Individual	5598	94.02	1324792	10.54
2	Non Resident Indians (Individuals)	174	2.92	61877	0.49
3	Corporate Bodies	71	1.19	9224914	73.40
4	Foreign Individuals	1	0.02	200	0.00
5	Banks	2	0.03	250	0.00
6	Directors (Promoter)	2	0.07	1250085	9.95
7	Investors Education And Protection	1	0.02	93820	0.75
8	Foreign Portfolio Investors	5	0.08	555690	4.42
9	Corporate Body- Broker	2	0.03	275	0.00
10	Hindu Undivided Family (HUF)	96	1.61	56720	0.45
	Total	5954	100.00	12568623	100.00

Distribution of shareholding as on March 31, 2025

No. of Shares	Description	No. of Shareholders	%	Shares	%
UPTO – 100	4450	74.74	213054	2130540	1.70
101 – 500	1002	16.83	262123	2621230	2.09
501 – 1000	258	4.33	199230	1992300	1.59
1001 - 2000	108	1.81	164539	1645390	1.31
2001 - 3000	48	0.81	124027	1240270	0.99
3001 - 4000	16	0.27	57541	575410	0.46
4001 - 5000	10	0.17	46387	463870	0.37
5001 – 10000	24	0.40	171643	1716430	1.37
10001 – 20000	12	0.20	164241	1642410	1.31
20001 – 50000	06	0.10	193622	1936220	1.54
50001 & Above	20	0.34	10972216	109722160	87.30
Total	5954	100.00	12568623	125686230	100.00

Dematerialization of equity Shares and liquidity

As on March 31, 2025, 98.48% of the Company's total shares represented by 1,23,77,184 shares were held in dematerialized form.

Reconciliation of Share Capital Audit Report

As stipulated by SEBI, a qualified Practicing Company Secretary carries out Secretarial Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to the Stock Exchanges

where the Company's shares are listed. The audit confirms that the total listed and paid-up capital is in agreement with the aggregate of the total number of shares in dematerialised form (held with NSDL and CDSL).

Commodity price risk or foreign exchange risk and hedging activities

The Company does not have exposure of any commodity and accordingly, no hedging activities for the same are carried out. The Company does not have foreign exchange risk.

Compliance with the Secretarial Standards

The Institute of Company Secretaries of India, a Statutory Body, has issued Secretarial Standards on various aspects of corporate law and practices. The Company has complied with all the applicable secretarial standards.

Disclosure

The related party details are disclosed in the notes to financial statements. The Register of Contracts containing the transactions in which Directors are interested is regularly placed before the Board for its approval.

The Company has complied with the requirements of regulatory authorities. During the financial year under review, there was no instances of non-compliance by the Company except for one instance when submission under Regulation 23(9) of Listing Regulations was submitted 3 days beyond prescribed time and penalty for same is been duly paid. Apart from said, no penalties or restrictions were imposed on the Company by the Stock Exchange(s) or Securities and Exchange Board of India or any statutory authority, on any matter related to the capital markets.

No personnel have been denied access to the Chairman or members of the Audit Committee. The mechanism of Whistle Blower Policy is in place.

To the extent possible, the Company has complied with the mandatory requirement of this clause.

The Company has complied with all applicable Accounting Standards in preparation of its financial statements pursuant to the amended Schedule III of Companies Act, 2013.

Weblink:

Policy on dealing with related party transactions

http://lkpfinance.com/DownloadDoc/Policy%20on%20Related%20Party%20Transactions_F.pdf

Policy for determining 'material' subsidiaries

<http://lkpfinance.com/DownloadDoc/Policy%20on%20determining%20material%20subsidiary%20f.pdf>

Miscellaneous

- No funds are raised through preferential allotment or qualified institutions placement
- Certificate from a company secretary in practice that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority is annexed.
- During the year under review, there were nil instances where the Board had not accepted any recommendation of any Committee of the Board
- Total fees for all services paid by the Company, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part is detailed in notes of the Financial Statements and hence not repeated here.
- **Details of material subsidiaries of the listed entity-** Bond Street Capital Private Limited incorporated on 25.01.1983 having registered office at 112-A, Embassy Centre, Nariman Point, Mumbai 400021. MGB& Co. LLP are the Statutory Auditors of the subsidiary for the period under consideration. Company ceased to be subsidiary w.e.f. 26th March, 2025.
- The Company is in compliance with mandatory requirements of Corporate Governance and disclosed necessary information as specified in Regulation 17 to 27 and Regulation 46(2) (b) to (i) of the Listing Regulations in the respective places in this Report. The Company is not incurring any expenses for maintaining the Non-Executive Chairperson's Office or reimbursement of expenses incurred in performance of his duties.
- As required under Regulation 17(8) of the Listing Regulations, the Whole Time Director and Chief Financial Officer of the Company have jointly certified to the Board regarding the Financial Statements for the year ended 31st March 2025.

- A certificate on compliance of conditions of pursuant to clause D of Schedule V of Listing Regulations relating to Corporate Governance is provided by Practicing Company Secretary and is annexed herewith.
- The positions of Chairman and Managing Director are not separately held.
- Internal Auditors are invited to the meetings of Audit Committee to make presentation to the Committee on their observations and suggestions during the course of their Internal Audit.
- No cases are reported under the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013.
- The details of other loans and advances are mentioned in notes to accounts and are not repeated here.
- The Company does not have any demat suspense account / unclaimed suspense account

As such the following disclosures are not applicable:

- (a) aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year is not applicable.
- (b) number of shareholders who approached the Company for transfer of shares from suspense account during the year is not applicable.
- (c) number of shareholders to whom shares were transferred from suspense account during the year is not applicable.
- (d) aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year is not applicable.
- (e) declaration that the voting rights on shares in the suspense account shall remain frozen till the rightful owner of such shares claims the shares.

Code Of Conduct

The Company has adopted a Code of Conduct for Board Members and Senior Management Executives. The Code of Conduct for Board Members and Senior Management has been posted on the website of the Company www.lkpfinance.com.

Each Director informs the Company on an annual basis about the Board and the Committee positions they occupy in other companies including Chairmanships and notifies changes during the year. The Members of the Board while discharging their duties, avoid conflict of interest in the decision-making process. The Members of Board restrict themselves from any discussions and voting in transactions in which they have concern or interest.

Your Company has functional website www.lkpfinance.com which inter-alia disseminates the information as required per applicable acts, rules and regulations.

Out-standing ADR/GDR/Warrants/Convertible Instruments

The Company has no out-standing ADR/GDR/Warrants/Convertible Instruments.

Address for correspondence

LKP Finance Limited
203, Embassy Centre,
Nariman Point,
Mumbai 400 021
E.mail : lkpfincanceltd@gmail.com

For and on behalf of Board of Directors

Place: Mumbai
Date: July 03, 2025

Umesh Aggarwal
Whole Time Director
DIN: 03109928

Annexure VI**CERTIFICATE ON CORPORATE GOVERNANCE**

To the Members,

LKP Finance Limited

We have examined the compliance of conditions of Corporate Governance by LKP Finance Limited ("the Company") for the financial year ended on March 31, 2025 as stipulated in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and Para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

The compliance of conditions of corporate governance is the responsibility of the management. Our examination has been limited to a review of the procedures and implementation thereof adopted by the company for ensuring compliance with the conditions of the corporate governance as stipulated in the said clause. It is neither an audit nor an expression of opinion on the financial statements of the company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied in all material aspects with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations as applicable.

We state that such compliance is neither an assurance as to future viability of the company nor of the efficiency or effectiveness with which the management has conducted the affairs of the company.

For **V.R. Associates**
Company Secretaries

V. Ramachandran
CP 4731; ACS 7731

Place: Mumbai

Date: 03 July 2025

UDIN: **A007731G000700456**

Peer Review Certificate no. 1662/2022

Annexure VII**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,

LKP Finance Limited

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of LKP Finance Limited having CIN L65990MH1984PLC032831 and having registered office at 203, Embassy Centre, Nariman Point, Mumbai 400 021 (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 and its officers, we hereby certify that none of the Directors on the Board of the company as stated below for the financial year ended on March 31, 2025 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 the Director	DIN	Date of appointment in the Company
1.	Mr. Mahendra Vasantraai Doshi	00123243	May 05, 1984*
2.	Mr. Pratik Mahendra Doshi	00131122	October 26, 2009*
3.	Mr. Sajid Mohamed	06878433	August 03, 2015*
4.	Ms. Saseekala Nair	10122007	July 25, 2024*
5.	Mr. Dinesh Kalidas Waghela	00230087	December 04, 2020*
6.	Dara Jahangir Kalyaniwala	03311200	April 26, 2024*
7.	Mr. Umesh Aggarwal	03109928	March 28, 2025
8.	Mr. Kapil Garg	01716987	March 28, 2025
9.	Mrs. Gunjan Jain	10496273	March 28, 2025
10.	Mr. Hemant Bhageria	06476292	March 28, 2025
11.	Mr. Manoj Kumar Bhatt	09452843	March 28, 2025

*All these Directors resigned from their post with effect from 31st March, 2025.

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 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.

For **V.R. Associates**

Company Secretaries

V. Ramachandran

Proprietor

ACS 7731; CP 4731

Place: Mumbai

Date: 03 July 2025

UDIN: **A007731G000700445**

Peer Review Certificate no. 1662/2022

Annexure VIII

COMPLIANCE CERTIFICATE

[Regulation 17(8) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015]

The Board of Directors

LKP Finance Limited

- A. We have reviewed financial statements and the cash flow statement for the year and that to the best of our knowledge and belief:
- (1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (2) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our 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.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

D. We have indicated to the Auditors and the Audit committee that there is no:

- (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 we 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.

For LKP Finance Limited

Umesh Aggarwal

Mustak Ali

Place: Mumbai

Whole Time Director

Chief Financial Officer

Date: 22 May 2025

DIN: 03109928

Annexure IX

COMPLIANCE WITH CODE OF CONDUCT

As provided under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board Members and the Senior Management personnel have confirmed compliance with the Code of Conduct for the year ended March 31, 2025.

For and on behalf of Board of Directors

(Umesh Aggarwal)

Place: Mumbai

Whole Time Director

Date: 03 July 2025

DIN: 03109928

Annexure X

MANAGEMENT DISCUSSION AND ANALYSIS

INDUSTRY STRUCTURE AND DEVELOPMENTS

The Indian economy has witnessed profound positive transformation in the last ten years. The Indian economy has showed resilience and strong growth across sectors and continues to be among the fastest-growing economies in the world. The accelerated pace of economic reforms and strong domestic consumption have led to higher and sustainable growth of the Indian economy and strengthened its position in the world. The geopolitical tensions, supply chain disruptions, high inflation, and tighter monetary conditions were some of the challenges for the economic recovery.

NBFCs has always been an important component of the financial sector and has seen higher credit growth over the past few years. The NBFC sector in India is expected to grow due to several factors like government's commitment to financial inclusion, sector's digital transformation, regulatory changes that aim to ensure the sector's stability and prevent excessive risk-taking and also due to impressive growth projections. With strategic moves by industry leaders, the market is set to expand further. NBFCs are leveraging their superior understanding of regional dynamics and customized products and services to expedite financial inclusion in India. Lower transaction costs, quick decision making, customer orientation and prompt service standards have typically differentiated NBFCs from banks. Systemically Important NBFCs have demonstrated agility, innovation, and frugality to provide formal financial services to millions of Indians.

OPPORTUNITIES AND THREATS

Your Company is committed to addressing the changes boosted by its strengths in market position, agile execution capabilities, robust early warning systems and extensive use of analytics for risk mitigation and resource allocation. It will ensure to take advantage of the tailwinds that may emerge during the course of the year. The stringent RBI and other regulatory norms governing the functioning of NBFC and certain government restrictions acts as hindrance in smooth functioning of NBFC.

SEGMENT WISE / PRODUCT WISE PERFORMANCE

The Company is engaged in investment activities and other financial services during the year under review, hence the requirement of segment-wise reporting is considered irrelevant.

OUTLOOK

LKP Finance Limited being an investment Company seeks opportunities in the capital market. While interest rate were steady in 2024-25, the same are expected to decline in the FY 2025-26. The volatility in stock indices represents both an opportunity and challenge for the Company. We continue to see significant volatility in the market and will use periods of weakness as investment opportunities for long term.

RISKS AND CONCERNS

The very nature of the Company's business makes it subject to various kinds of risks. As an NBFC, the Company is exposed to credit, liquidity, market and interest rate risk. Capital market activities in which most of our activities depend on is also influenced by global events and hence there is an amount of uncertainty in the near term outlook of the market.

The Company has a strong Risk Management System for identification, monitoring, mitigation and reporting of the risks associated with its operations. The Company has an established practice of compliance reporting covering all operations and support functions; compliance reporting is periodically reviewed to ensure comprehensive coverage.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an adequate system of internal controls to ensure accuracy of accounting records, compliance with all laws and regulations and compliance with the rules, procedures and guidelines prescribed by the management. An extensive internal audit is carried out by independent firm. An internal team of inspection regularly visit for ensuring regulatory compliance. Post audit reviews are also carried out to ensure follow up on the observations made.

FINANCIAL PERFORMANCE AND OPERATIONAL REVIEW**Share Capital**

The paid up equity share capital of the Company as on March 31, 2025 stands at Rs. 12,56,86,230/- divided into 1,25,68,623 fully paid up equity shares of Rs. 10/- each.

Net Worth

The Net Worth of the Company stands at Rs. 34,679.99 lakh.

Secured Loans

The Company has secured borrowings of Rs. 2610.26/- lakhs in the current year.

Total Income

During the year total income was reported at Rs. 742.05 lakh.

Finance Cost

The finance cost of the Company stands at Rs. 142.32 lakh.

Tax Expense

The Company has incurred a tax expense of Rs. (73.68) lakh in the current year.

HUMAN RESOURCES

During the year under review there has been no material development on the Human Resource/Industrial Relations front during the year. The Company places significant importance to its human capital. As on March 31, 2025., The Company's focus is on recruitment of good talent and retention of the talent pool. The Company commends the commitment, dedication and competence shown by its employees in all aspects of business.

KEY FINANCIAL RATIOS

The key financial ratios and details of significant changes in these ratios, to the extent applicable, as required by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 are given below:

Key Financial Ratios	Financial Year 2024-25	Financial Year 2023-24	YOY Change (%)	Favorable (F)/ Adverse (A)
(i) Debtors Turnover	N.A	N.A	N.A	-
(ii) Interest Coverage Ratio	7.74	22.02	-0.65	F
(iii) Current Ratio	8.86	4.63	0.91	F
(v) Debt Equity Ratio	0.11	0.16	-0.33	F
(vi) Operating Profit Margin (%)	N.A	N.A	N.A	-
(vii) Net Profit Margin (%)	139.97%	66.65%	209.01	F
(viii) Return on Net Worth (%)	2.98%	15.76%	17.89	A

Cautionary statement

Statements in this Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations may be 'forward looking' within the meaning of applicable laws and regulations. Actual results may differ from those expressed or implied. Investors are advised to exercise due care and caution while interpreting these statements.

Annexure XI
Form No. 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 related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto

1	Details of contracts or arrangements or transactions not at arm's length basis	NIL
(a)	Name(s) of the related party and nature of relationship	-
(b)	Nature of contracts/ arrangements/ transactions	-
(c)	Duration of the contracts/ arrangements/ transactions	-
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	-
(e)	Justification for entering into such contracts or arrangements or transactions	-
(f)	date(s) of approval by the Board	-
(g)	Amount paid as advances, if any:	-
(h)	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	-

2.	Details of material contracts or arrangement or transactions at arm's length basis	1.	2.
a)	Name(s) of the related party and nature of relationship	<u>Name:</u> Mufin Green Finance Limited <u>Nature of relationship:</u> Common Directors/ shareholders	<u>Name:</u> LKP Securities Limited <u>Nature of relationship:</u> Common Directors/ shareholders

b)	Nature of contracts / arrangements / transactions	Loan given	<ul style="list-style-type: none"> • Payment of Brokerage • Corporate Guarantee
C)	Duration of the contracts / arrangements/ transactions	Ongoing	Ongoing
d)	Salient terms of the contracts or arrangements or transactions including the value, if any:	In ordinary course of business as mentioned in b) above Amount: Rs. 4007.40 lakhs	In ordinary course of business as mentioned in b) above Amount: Rs. 111.22 lakhs Rs. 3000 lakhs
e)	Date(s) of approval by the Board, if any:	28.03.2025	26.04.2024
f)	Amount paid as advances, if any	-	-

By order of the Board of Directors

Kapil Garg

Director

DIN: 01716987

Umesh Aggarwal

Whole Time Director

DIN: 03109928

Place: Mumbai

Date: 03 July 2025

Independent Auditor's Report

To
The Members of
LKP Finance Limited

Report on the Audit of the Standalone Financial Statements

1. Qualified Opinion

We have audited the accompanying standalone financial statements of LKP Finance Limited ("the Company"), which comprise the balance sheet as at 31 March 2025, the statement of profit and loss (including other comprehensive income), the statement of changes in equity, the statement of cash flows for the year then ended and notes to the standalone financial statements including a summary of the material 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, except for the possible effects of matter described in the "Basis for Qualified opinion" paragraph of our report, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act"), the circulars, guidelines and directions issued by the Reserve Bank of India ("RBI") from time to time applicable to NBFC ("RBI guidelines") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2025, its profit, total comprehensive loss, the changes in equity and its cash flows for the year ended on that date.

2. Basis for Qualified Opinion

The Company has not obtained balance confirmations / term sheets from two lenders with outstanding balances aggregating to Rs. 3,596.65 lakhs, included under borrowings. Accordingly, external confirmations as required under Standard on Auditing (SA) 505, External Confirmations, were not available for our verification. Further, the Company has not provided interest expense on the above mentioned borrowings, the amount of which is presently not ascertainable, and is not in compliance with Ind AS 109 "Financial Instruments" wherein such financial liabilities are required to be measured at amortised cost using the effective interest rate method. Had the interest expense been provided, the liabilities would have been higher, the net profit for

the year and networth as at 31 March 2025 would have been lower to that extent. In respect of one lender, Kingfisher Finvest India Limited, with an outstanding balance of Rs. 2,122.40 lakhs, the Company received a garnishee Order from the Recovery Officer, Debt Recovery Tribunal (DRT), Bangalore, for Rs. 2,500 lakhs plus interest. This Order was pursuant to order obtained by State Bank of India from DRT against Kingfisher Airlines Limited, United Breweries (Holdings) Limited and others. The Company has contested the claim and deposited Rs. 1,126.22 lakhs, included in other non-financial assets and mutual fund investments of Rs. 595.12 lakhs have been attached by the Recovery Officer. The matter is currently pending before the Debt Recovery Appellate Tribunal, Chennai. In the absence of external confirmations, pending outcome of the legal dispute and non-provision of interest, we are unable to determine whether any adjustments or additional disclosures are required in the accompanying standalone financial statements.

Our opinion for the year ended 31 March, 2025 was also modified in respect of the above matter.

We conducted our audit of the standalone Financial Statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. 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 ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified audit opinion on the standalone financial statements.

3. 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 year. 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.

Sr. No	Key Audit Matter	Auditor's Response
1.	<p>Expected Credit Loss under Ind AS 109 "Financial Instruments"</p> <p>The Company recognises Expected Credit Losses (ECL) on loan assets under Ind AS 109 "Financial Instruments" based on the Expected Credit Loss model developed by the Company. The estimation of expected credit loss on financial instruments involves significant judgement and estimates. Key estimates involve determining Exposure at Default (EAD) and Probability at Default (PD) using historical information. Hence, we have considered the estimation of ECL as a Key Audit Matter.</p>	<p>- Assessed the accounting policy for impairment of financial assets and its compliance with Ind AS 109.</p> <p>- Obtained an understanding of the Company's Expected Credit Loss (ECL) calculation and the underlying assumptions.</p> <p>- Tested the key controls over the assessment and identification of significant increase in credit risk and staging of assets.</p> <p>- Sample testing of the accuracy and appropriateness of information used in the estimation.</p> <p>- Tested the arithmetical accuracy of the computation of PD and also performed analytical procedures to verify the reasonableness of the computation.</p> <p>- Assessed the disclosure made in relation to Ind AS 109 for ECL allowance. Further, we also assessed whether the disclosure of key judgements and assumptions are adequate.</p>

4. Other information

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the annual report but does not include the standalone financial statements and our auditor's report thereon. The annual report is expected to be made available to us after the date of this auditor's report.

Our opinion on the standalone financial statements does not cover the other information and we will not express any form of assurance 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 in the audit, or otherwise appears to be materially misstated.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant laws and regulations.

5. Management responsibility for the standalone financial statements.

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance (including other comprehensive loss), changes in equity and cash flows of the Company in accordance with the Indian Accounting Standards (Ind AS), prescribed under Section 133 of the Act, read with rules issued thereunder, the RBI guidelines and other recognized accounting principles generally accepted in India. 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, the Board of Directors is 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. The Board of Directors are responsible for overseeing the Company's financial reporting process.

6. 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 financial 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 Company has adequate internal financial controls system 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 most 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.

7. 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 in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in the paragraph 3 and 4 of the Order.
2. As required by Section 143 (3) of the Act, we report that:
 - a) We have sought, except for the matter described in the "Basis for Qualified Opinion" paragraph above, and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - b) Except for the effects/possible effects of the matter described in the "Basis for Qualified Opinion" paragraph above, 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 Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.

d) Except for the effects/possible effects of the matter described in the “Basis for Qualified Opinion” paragraph above, in our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

e) On the basis of the written representations received from the directors as on 31 March 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2025 from being appointed as a director in terms of Section 164 (2) of the Act.

f) The matters described in the Basis for Qualified Opinion paragraph above, in our opinion, may have an adverse effect on the functioning of the Company.

g) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure B”.

h) 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 remuneration paid/payable by the Company to its directors during the year is in accordance with the provisions of Section 197 of the Act.

i) 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:

i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements. (Refer note 29 of the standalone financial statements)

ii. The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses; and

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

iv. (a) The management has represented, that, to the best of its knowledge and belief, as referred in notes to the accounts, 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

(b) The management has represented, that, to the best of its knowledge and belief, as referred in the notes to the accounts, 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

(a) Based on the information and details provided and other audit procedures followed, nothing has come to our notice that has caused us to believe that the representations under subclause iv(a) and (b) contain any material misstatement.

v. The Company has not declared or paid any dividend during the year and has not proposed final dividend for the year.

vi. Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Also, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For MGB & Co LLP

Chartered Accountants

Firm Registration Number 101169W/W-100035

Hitendra Bhandari

Partner

Membership Number 107832

Mumbai, 22 May 2025

UDIN: 25107832BMLLWR8472

Annexure - A to the Independent Auditor's Report

Annexure referred to in paragraph 7 (1) under "Report on Other Legal and Regulatory Requirements" of our report of even date to the Members of the LKP Finance Limited on the standalone financial statements for the year ended 31 March 2025.

- i. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and right-of-use assets. The Company does not have any intangible assets.
- (b) As explained to us, all the property, plant and equipment and right-of-use assets have been physically verified by the management during the year, which in our opinion, is reasonable having regard to the size of the Company and nature of its assets. As informed to us, no 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 of the Company, the title deeds of all immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company
- (d) The Company has not revalued its property, plant and equipment (including right-of-use assets) during the year and hence clause 3(i)(d) of the Order is not applicable.
- (e) There are no proceedings initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder, and hence clause 3(i)(e) of the Order is not applicable.
- ii. (a) The Company's business does not involve inventories and accordingly, the requirements under clause 3(ii)(a) of the Order is not applicable to the Company.
- (b) The Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of pledge of security of investments in mutual funds, equity shares and bonds and fixed deposits with banks. The quarterly returns or statements are not required to be filed by the Company and hence, clause 3(ii)(b) of the Order is not applicable.
- iii. (a) The Company is a Non- Banking Finance Company (NBFC) holding Certificate of Registration from Reserve Bank of India and having its principal business of granting loans and make investments, hence clause iii (a) of the Order is not applicable to the Company.

- (b) According to the information and explanations given to us, in our opinion, the investments made and terms and conditions of loans given during the year are prima facie not prejudicial to the interests of the Company. The Company has not given advances in the nature of loans, provided guarantees and securities during the year.
- (c) In respect of loans granted by the Company, the repayments of principal amounts and interest are generally regular considering the stipulation to repayment except as detailed below:

Name of the entity/ Borrower	Amount Rs. /Lakhs	Due Date	Extent of delays (Days) upto 31 March 2025	Nature of transaction	Remarks
Team India Managers	21.97	31 March 2024	75	Interest	Received
Parhari Projects Private Limited	25.00	23 September 2023	439	Principal	Received
	25.00	23 September 2023	440	Principal	Received
	20.00	23 September 2023	482	Principal	Received
	5.00	23 September 2023	487	Principal	Received
	50.00	23 September 2023	514	Principal	Received
	265.00	23 September 2023	556	Principal	Treated as NPA as per RBI guidelines
New Berry Advisors Limited	100.00	31 March 2024	96	Interest	Received
	182.04	31 March 2024	103	Interest	Received
Aurangabad Auto Engineering Private Limited	22.50	31 March 2024	88	Interest	Received
	35.00	26 November 2024	120	Principal	Received
Bay Capital Advisors Private Limited	16.56	31 March 2024	86	Interest	Received

Name of the entity/ Borrower	Amount Rs. /Lakhs	Due Date	Extent of delays (Days) upto 31 March 2025	Nature of transaction	Remarks
Vivea Holdings and Services Private Limited	41.38	14 February 2025	46	Interest	Not received
Nivaata Systems Private Limited	100.00	31 January 2025	16	Principal	Received
	0.75	14 February 2025	16	Interest	Received
	0.22	14 February 2025	35	Interest	Received
Shapoorji Pallonji Forbes Shipping Private Limited	12.10	31 December 2023	205	Interest	Received
	11.97	31 March 2024	114	Interest	Received
	11.97	30 June 2024	23	Interest	Received
	12.10	30 September 2024	183	Interest	Not received
	12.10	31 December 2024	91	Interest	Not received
Kham-bhalya Laljibhai Samatbhai	20.00	13 April 2024	353	Principal	Treated as NPA as per RBI guidelines
Ashwin Mehta HUF	3.70	31 December 2024	91	Interest	Not received
SSK Scripts Private Limited	450.00	11 November 2024	141	Principal	loan written off on 31 March 2025
	10.72	11 November 2024	141	Interest	Interest reversed as loan written off

Delay in interest is considered as per the original terms of the agreement

- (b) There is no overdue amount in respect of interest receivable and loans granted for more than 90 days except as stated below. The Company has taken reasonable steps for recovery of principal and interest.

Number of cases	Principal overdue (Rs. Lakhs)	Interest overdue (Rs. Lakhs)	Total Overdue (Rs. Lakhs)	Remarks
2	285.00	-	285.00	Treated as NPA and interest not provided as per RBI guidelines
2	-	27.90	27.90	

- (e) The Company is a Non-Banking Finance Company holding Certificate of Registration from Reserve Bank of India and having its principal business of granting loans and make investments, hence clause iii (e) of the Order is not applicable to the Company.
- (f) The loans granted is repayable on demand. The aggregate amount, percentage thereof to the total loans granted, aggregate amount of loans granted to Promoters, related parties as defined in clause (76) of section 2 of the Companies Act, 2013 is as under:

Particulars	All Parties	Promoters	Related Parties
Aggregate of Loans/ advances in the nature of loans			
-Repayable on demand*	3,250.00	-	1,650.00
Percentage of loans/ advances in the nature of loans to total loans	21.55%	-	10.94%

* where the terms of the agreement are mentioned with a rider of repayable on demand has been considered in the above table.

- iv. According to the information and explanations given to us and the records of the Company examined by us, the Company has complied with the provisions of Section 185 and Section 186 of the Act in respect of loans granted, guarantees provided and investments made, to the extent applicable. The Company has not provided any securities.
- v. The Company has not accepted any deposits or amounts which are deemed to be deposits, from the public within the directives issued by Reserve Bank of India and within the meaning of Sections 73 to 76 of the Act and the rules framed thereunder.

- vi. According to information and explanations given to us, the Central Government of India has not prescribed the maintenance of cost records under Section 148(1) of the Act, for any of the activities carried on by of the Company.
- vii. According to the records of the Company examined by us and information and explanations given to us:
- (a) Undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, service tax, goods and services tax, duty of customs, duty of excise, value added tax, cess and others as applicable have generally been regularly deposited with the appropriate authorities. There are no undisputed amounts payable in respect of aforesaid dues outstanding as at 31 March 2025 for a period of more than six months from the date they became payable.
- (b) There are no statutory dues referred in sub-clause (a) that have not been deposited with the appropriate authorities on account of any dispute.
- viii. According to the records of the Company examined by us, and information and explanations given to us, there are no such transactions related to unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- ix. (a) According to the records of the Company examined by us and the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings to banks. However, in case of inter corporate deposits from other parties, there are no stipulations for repayment (refer note 11). The Company has not taken any loan from Government or issued debentures during the year.
- (c) According to the records of the Company examined by us, and information and explanations given to us, the Company has not taken any term loan during the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
- (d) On an overall examination of the financial statements of the Company, funds raised on short term basis have, prima facie, not been used for long-term purposes by the Company.
- (e) According to the records of the Company examined by us, and information and explanations given to us, the Company has not taken any funds from any entities to meet obligations of its subsidiary (ceased w.e.f. 26 March 2025) and there are no joint venture and associate.
- (f) According to the records of the Company examined by us, and information and explanations given to us, the Company has not raised any loans during the year on the pledge of securities held in its subsidiary (ceased w.e.f. 26 March 2025) and there are no joint venture and associate.
- x. (a) In our opinion and according to the information and explanations given to us, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments) and hence reporting on clause 3(x)(a) of the Order is not applicable.
- (b) According to the records of the Company examined by us, and information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly or optionally convertible debentures and hence clause 3(x)(b) of the Order is not applicable.

Nature of borrowing, including debt securities	Name of lender	Amount not paid on due date Rs./ Lakhs	Whether principal or interest	Number of days delay or unpaid	Remarks
Unsecured borrowings	Other companies	3,596.65	principal		No stipulations for repayment in absence of term sheet

- (b) According to the records of the Company examined by us, and information and explanations given to us, the Company is not declared wilful defaulter by any bank or financial institution or any other lender.
- (c) According to the records of the Company examined by us, and information and explanations given to us, there are no whistle blower complaints received during the year.

- xii In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Hence, clause (xii) (a), (b) and (c) of the Order are not applicable.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 177 and 188 of the Act, and details of such transactions have been disclosed in the standalone financial statements as required by the applicable Accounting Standards.
- xiv (a) During the year, internal audit has been carried out by the independent firm of Chartered accountants. In our opinion and according to the information and explanations given to us, the scope and coverage is commensurate with the size of the Company and the nature of its business.
- (b) We have considered the internal audit reports for the year under audit, issued during the year and till date, in determining the nature, timing and extent of our audit procedures.
- xv According to the records of the Company examined by us, and information and explanations given to us, the Company has not entered into non-cash transactions with directors or persons connected with them and hence provisions of section 192 of the Act are not applicable to the Company.
- xvi (a) Based on information and explanation given to us, the Company is required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934 and necessary registration has been obtained by the Company.
- (b) In our opinion, and according to the information and explanations provided to us and on the basis of our audit procedures, the Company has conducted Non-Banking Financial activities after holding a Certificate of Registration from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.
- (c) In our opinion, and according to the information and explanations provided to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.
- (d) According to the information and explanations provided to us, the Group does not have any Core Investment Company (CIC) as part of the Group as per the definition of Group contained in the Core Investment Companies (Reserve Bank) Directions, 2016 and hence the reporting under clause (xvi)(d) of the Order is not applicable.
- xvii According to the records of the Company examined by us, and information and explanations given to us, the Company has not incurred cash losses in the current financial year or in the immediately preceding financial year.
- viii There has been no resignation of statutory auditor during the year, hence clause 3(xviii) of the Order is not applicable.
- ix On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, there is no material uncertainty that exists as on the date of the audit report and that the Company is 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) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act, pursuant to any project other than ongoing projects. Accordingly, clause 3(xx)(a) of the Order is not applicable.
- (b) There are no unspent amounts in respect of ongoing projects, that are required to be transferred to a special account in compliance of provision of sub section (6) of section 135 of Companies Act, 2013. Accordingly, clause 3(xx)(b) of the Order is not applicable.

For MGB & Co LLP

Chartered Accountants

Firm Registration Number 101169W/W-100035

Hitendra Bhandari

Partner

Membership Number 107832

Mumbai, 22 May 2025

UDIN: 25107832BMLLWR8472

Annexure - B to the Independent Auditor's Report Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 7(II)(g) under "Report on other Legal and Regulatory requirements" of our report of even date to the members of the Company on the standalone financial statements for the year ended 31 March 2025

We have audited the internal financial controls over financial reporting of LKP Finance Limited ("the Company") as of 31 March 2025 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting 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 (the "Guidance Note") 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.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting 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 and the Standards on Auditing prescribed under Section 143(10) of the Companies Act 2013, to the extent applicable to an audit of internal financial controls. 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 over financial reporting was 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 over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing

the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone 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 qualified audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting 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 over financial reporting 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 standalone 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 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 over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, 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 over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Basis for Qualified Opinion

According to the information and explanations given to us and based on our audit, material weaknesses have been identified in respect of Independent Confirmations/ term sheets which were not obtained /received from two lenders for the balances outstanding as at 31 March, 2025.

A 'material weakness' is a deficiency, or a combination of deficiencies, in internal financial control with reference to financial statements, such that there is reasonable possibility that a material misstatement of the standalone financial statements will not be prevented or detected on a timely basis.

Qualified Opinion

In our opinion, except for the possible effects of the material weakness described in the 'Basis for qualified opinion' paragraph above on the achievement of the objectives of the controls criteria, the Company has maintained, in all material respects, internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at 31 March 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the Institute of Chartered Accountants of India.

We have considered the material weakness identified and reported above in determining the nature, timing, and extent of audit tests applied in our audit of the standalone financial statements of the Company as at and for the year ended 31 March 2025, and the material weakness has affected our opinion on the standalone financial statements of the Company and accordingly we have issued a Qualified opinion on the standalone financial statements.

For MGB & Co LLP

Chartered Accountants

Firm Registration Number 101169W/W-100035

Hitendra Bhandari

Partner

Membership Number 107832

Mumbai, 22 May 2025

UDIN: **25107832BMLLWR8472**

Standalone Balance Sheet as at 31 March 2025

(Rs. in Lakhs)

	Notes	31 March 2025	31 March 2024
ASSETS			
(1) Financial Assets			
(a) Cash and cash equivalents	3(a)	1,880.08	192.19
(b) Bank balances other than (a) above	3(b)	1,866.31	1,873.63
(c) Loans	4	15,718.96	5,611.32
(d) Investments	5	17,795.31	32,802.50
(e) Other financial assets	6	125.33	116.72
		37,385.99	40,596.36
(2) Total Financial Assets			
(a) Current tax assets (net)	7(a)	69.34	29.54
(b) Property, plant and equipment	8	4.82	5.33
(c) Right-of-use assets	8(a)	2.35	6.69
(d) Other non-financial assets	9	1,132.68	1,212.09
Total Non-Financial Assets		1,209.19	1,253.65
TOTAL ASSETS		38,595.18	41,850.01
LIABILITIES AND EQUITY			
LIABILITIES			
(1) Financial Liabilities			
(a) Payables			
(i) Other payables	10		
(i) total outstanding dues of micro enterprises and small enterprises		3.20	3.13
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises		8.25	36.77
(b) Borrowings	11	3,596.65	5,491.06
(c) Lease liabilities	12	2.76	7.20
(d) Other financial liabilities	13	63.02	138.40
Total Financial Liabilities		3,673.88	5,676.56
(2) Non-Financial Liabilities			
(a) Current tax liabilities (net)	7(b)	48.94	151.81
(b) Provisions	14	69.23	39.23
(c) Deferred tax liabilities (net)	15	59.78	977.94
(d) Other non-financial liabilities	16	63.36	80.20
Total Non-financial liabilities		241.31	1,249.18
(3) EQUITY			
(a) Equity share capital	17	1,256.86	1,256.86
(b) Other equity	18	33,423.13	33,667.41
Total Equity		34,679.99	34,924.27
TOTAL LIABILITIES AND EQUITY		38,595.18	41,850.01

Notes forming part of the standalone financial statements

1-56

In terms of our Report of even date attached

For and on behalf of the Board

LKP Finance Limited

For MGB & Co. LLP

Chartered Accountants

Firm Registration Number: 101169W/W-100035

Hitendra Bhandari

Partner

Membership Number: 107832

Place : Mumbai

Date : 22 May 2025

Umesh Aggarwal

Whole Time director

DIN : 03109928

Ruby Chauhan

Company Secretary & Compliance officer

A 69210

Kapil Garg

Director

DIN : 01716987

Mustak Ali

Chief Financial Officer

Standalone Statement of Profit and Loss for the year ended 31 March 2025

(Rs. in Lakhs)

	Notes	31 March 2025	31 March 2024
Revenue from operations	19		
(i) Interest income		1,018.86	1,253.40
(ii) Dividend income		151.32	69.36
(iii) Net gain/ (loss) on fair value changes		(437.64)	6,868.91
(iv) Other operating income		4.98	65.20
Total Revenue from operations		737.52	8,256.87
Other Income	20	4.52	24.02
Total Income		742.05	8,280.89
Expenses			
(i) Finance costs	21	142.32	322.75
(ii) Fees and commission expense	22	21.95	52.72
(iii) Impairment of financial instruments	23	480.00	283.11
(iv) Employee benefits expense	24	346.64	525.52
(v) Depreciation	25	5.50	5.69
(vi) Other expenses	26	213.41	308.15
Total Expenses	27	1,209.82	1,497.94
Profit/(loss) before tax and exceptional item		(467.78)	6,782.95
Exceptional item (refer note 48)		1,426.44	-
Profit before tax		958.66	6,782.95
Tax expense			
Current tax - Current Year		335.68	791.43
- Earlier Year		(114.26)	16.03
Deferred tax (credit) / charge		(295.10)	469.98
Total tax expense		(73.68)	1,277.44
Profit after tax		1,032.34	5,505.51
Other Comprehensive income /(loss)(OCI)			
Items that will not be reclassified to profit or loss (net of tax)			
- Remeasurement gains/(losses) on defined benefit plans		(38.97)	(1.19)
- Fair value change on equity instruments through other comprehensive income		(1,237.65)	590.97
Other Comprehensive income/(loss) for the year		(1,276.62)	589.78
Total comprehensive Income/(loss) for the year		(244.28)	6,095.29
Earning per equity share (face value of Rs. 10 each)			
Basic (in Rs.)		8.21	43.80
Diluted (in Rs.)		8.21	43.80

Notes forming part of the standalone financial statements

1-56

In terms of our Report of even date attached

For and on behalf of the Board

LKP Finance Limited

For MGB & Co. LLP

Chartered Accountants

Firm Registration Number: 101169W/W-100035

Hitendra Bhandari

Partner

Membership Number: 107832

Place : Mumbai

Date : 22 May 2025

Umesh Aggarwal

Whole Time director

DIN : 03109928

Ruby Chauhan

Company Secretary & Compliance officer

A 69210

Kapil Garg

Director

DIN : 01716987

Mustak Ali

Chief Financial Officer

Statement of Changes in Equity for the year ended 31 March 2025

(Rs. in Lakhs)

	Note	Rs in Lakhs
A. Equity Share Capital	17	
Balance as at 1 April 2023		1,256.86
Changes in equity share capital during the year		-
Balance as at 31 March 2024		1,256.86
Changes in equity share capital during the year		-
Balance as at 31 March 2025		1,256.86

The Company has not made any adjustment in equity share capital due to prior period errors.

B. Other Equity

(Rs. in Lakhs)

	Reserves and Surplus				Other Comprehensive Income (OCI)	Total Other Equity
	Securities Premium	General Reserve	Reserve u/s 45-IC of Reserve Bank of India Act, 1934	Retained Earnings	Equity Instruments	
Balance as at 31 March 2023	370.03	6,146.06	6,722.88	12,995.87	1,840.02	28,074.87
Profit for the year	-	-	-	5,505.51	-	5,505.51
Remeasurement gains/(losses) on defined benefit plan (net of tax)	-	-	-	(1.19)	-	(1.19)
Other comprehensive income						
Gain /(Loss) on fair value of financial asset measured through other comprehensive income (net of tax)	-	-	-	-	590.97	590.97
Total comprehensive income	-	-	-	5,504.32	590.97	6,095.29
Dividend paid (Final and interim dividend)	-	-	-	(502.74)	-	(502.74)
Transfer to reserve fund in terms of Section 45-1C(1) of Reserve Bank of India Act, 1934	-	-	1,101.10	(1,101.10)	-	-
Balance as at 31 March 2024	370.03	6,146.06	7,823.98	16,896.35	2,430.99	33,667.41
Profit/ (Loss) for the year	-	-	-	1,032.34	-	1,032.34
Remeasurement gains/(losses) on defined benefit plan (net of tax)	-	-	-	(38.97)	-	(38.97)
Other comprehensive income / (loss)						
Gain /(Loss) on fair value of financial asset measured through other comprehensive income (net of tax)	-	-	-	-	(1,237.65)	(1,237.65)
Total comprehensive income / (loss)	-	-	-	993.37	(1,237.65)	(244.28)

Transfer to reserve fund in terms of Section 45-1C(1) of Reserve Bank of India Act, 1934	-	-	206.47	(206.47)	-	-
Reclassification of gain on sale of equity instruments measured at fair value through other comprehensive income (FVTOCI) (net of tax)	-	-	-	1,385.09	(1,385.09)	-
Balance as at 31 March 2025	370.03	6,146.06	8,030.45	19,068.34	(191.75)	33,423.13

Note- Nature and purpose of Reserves

- 1) Securities Premium is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.
- 2) General Reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. As the General reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income. Items included in the General reserve will not be reclassified subsequently to the statement of profit and loss.
- 3) Statutory reserve u/s. 45-IC of the RBI Act, 1934 represents the reserve created pursuant to the Reserve Bank of India Act, 1934 (the "RBI Act") and related regulations applicable to those companies. Under the RBI Act, a non-banking financial Company is required to transfer an amount not less than 20% of its net profit to a reserve fund before declaring any dividend. Appropriation from this reserve fund is permitted only for the purposes specified by the RBI
- 4) Retained Earnings represent the accumulated earnings net of losses if any made by the Company over the years.
- 5) Other Comprehensive Income (OCI) includes fair value gain on equity instruments measured at fair value through OCI.
- 6) The Company has not made any adjustment in other equity due to prior period errors.

Notes forming part of the standalone financial statements
1-56

In terms of our Report of even date attached

For and on behalf of the Board
 LKP Finance Limited

For MGB & Co. LLP

Chartered Accountants
 Firm Registration Number: 101169W/W-100035

Hitendra Bhandari

Partner
 Membership Number: 107832

Place : Mumbai

Date : 22 May 2025

Umesh Aggarwal
 Whole Time director
 DIN : 03109928

Ruby Chauhan

Company Secretary & Compliance officer
 A 69210

Kapil Garg
 Director
 DIN : 01716987

Mustak Ali

Chief Financial Officer

Standalone Statement of Cash Flow for the year ended 31 March 2025

(Rs. in Lakhs)

	31 March 2025	31 March 2024
A. Cash flow from operating activities		
Profit before tax	958.66	6,782.95
Adjustments for:		
Depreciation	5.50	5.69
Interest expenses	119.10	285.35
Interest income	(258.01)	(284.30)
Dividend income	(151.32)	(69.36)
Gain on sale of subsidiary- exceptional item	(926.44)	-
Net loss/ (gain) on fair value changes	437.64	(6,868.91)
Impairment on financial instruments	480.00	283.11
Operating profit before working capital changes	665.13	134.53
Adjustments for:		
(Increase) / decrease in trade receivables	-	70.22
Increase / (decrease) in trade payables and other payables	(28.46)	(13.82)
(Increase)/ decrease in Loans (net)	(10,557.92)	5,460.21
(Increase) / decrease in financial assets	(8.61)	(99.90)
(Increase) / decrease in non financial assets	40.43	(28.73)
Increase / (decrease) other non-financial liabilities	(16.84)	54.12
Increase / (decrease) other financial liabilities	(75.38)	57.29
Cash generated from operations	(9,981.64)	5,633.92
Direct tax paid (net of refunds)	(736.44)	(444.15)
Net cash from/ (used in) operating activities (A)	(10,718.08)	5,189.77
B. Cash flow from investing activities		
Purchase of Property, plant and equipment	(0.37)	(0.36)
(Increase)/decrease in Investments	9,995.20	(1,171.79)
Proceeds from sale of subsidiary	4,012.43	-
(Increase)/ decrease in bank deposits	7.32	(846.96)
Interest received	258.01	290.00
Dividend received	151.32	69.36
Net cash from/ (used in) investing activities (B)	14,423.91	(1,659.75)
C. Cash flow from financing activities		
Dividend paid	-	(506.05)
Payment of lease liabilities	(4.92)	(4.92)
Increase / (decrease) in borrowings	(1,894.41)	(3,241.44)
Interest paid	(118.61)	(277.71)
Net cash from/ (used in) financing activities (C)	(2,017.94)	(4,030.12)
Net changes in cash and cash equivalents (A+B+C)	1,687.89	(500.10)
Cash and cash equivalents at the beginning of the year	192.19	692.29
Cash and cash equivalents at the end of the year	1,880.08	192.19

Notes:

- The above statement of cash flow has been prepared under the “ Indirect method” as set out in Iind AS 7 “Statement of Cash Flows”.
- As required by Ind AS 7 “Statement of Cash Flows”, a reconciliation between opening and closing balances in the balance sheet for liabilities arising from financing activities is given in note 37.

3. Cash and cash equivalents consists of :

Cash on Hand	0.05	0.03
Balances with banks:		
In current accounts	1,880.03	189.95
Cheques on hand	-	2.21
Total	1,880.08	192.19

In terms of our Report of even date attached

For MGB & Co. LLP

Chartered Accountants

Firm Registration Number: 101169W/W-100035

Hitendra Bhandari

Partner

Membership Number: 107832

Place : Mumbai

Date : 22 May 2025

For and on behalf of the Board

LKP Finance Limited

Umesh Aggarwal

Whole Time director

DIN : 03109928

Ruby Chauhan

Company Secretary & Compliance officer

A 69210

Kapil Garg

Director

DIN : 01716987

Mustak Ali

Chief Financial Officer

Notes forming part of the standalone financial statements

1 Company information

“LKP Finance Limited (“the Company”) is domiciled and incorporated in India and its shares are publicly traded on the BSE Ltd in India. The Company’s registered office is located at 203, Embassy Centre, Nariman Point, Mumbai 400021, Maharashtra, India. The Company is engaged in the business of finance and trading in shares and securities, derivatives etc. The Company obtained permission from the Reserve Bank of India (RBI) for carrying on the business of Non-Banking Financial Institutions on 21 May 2009 vide Regn No. B-13.01282. The separate financial statement (hereinafter referred to as “Financial Statements” or “Standalone Financial Statements”) of the Company for the year ended 31 March 2025 were authorised for issue by the Board of Directors at the meeting held on 22 May, 2025.”

2 Material accounting policies

(a) Basis of preparation

“The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and notified under section 133 of the Companies Act, 2013 (the Act) along with other relevant provisions of the Act and the Master Direction – Non-Banking Financial Company (Reserve Bank) Directions, 2016 (‘the NBFC Master Directions’), Circulars, guidelines and directions issued by RBI. These financial statements have been prepared on a going concern basis and presented under the historical cost convention, on accrual basis of accounting except for certain financial assets and liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies stated out below. Accounting policies have been consistently applied except where 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.”

Rounding of amounts

These financial statements are presented in Indian Rupees (INR)/(RS), which is also its functional currency and all values are rounded to the nearest lakh as per the requirement of schedule III (except per share data), unless otherwise stated ‘0’ (zero) denotes amount less than thousand.

(b) Presentation of financial statements

The Company presents its Balance Sheet in order of liquidity. The Company prepares and present its Balance Sheet, the Statement of Profit and Loss and the Statement of Changes in Equity in the format

prescribed by Division III of Schedule III to the Act. The Statement of Cash Flows has been prepared and presented as per the requirements of Ind AS 7 ‘Statement of Cash Flows’. The Company generally reports financial assets and financial liabilities on a gross basis in the Balance Sheet. They are offset and reported net only when Ind AS specifically permits the same or it has an unconditional legally enforceable right to offset the recognised amounts without being contingent on a future event. Similarly, the Company offsets incomes and expenses and reports the same on a net basis when permitted by Ind AS specifically unless they are material in nature. The preparation of the Company’s financial statements requires Management to make use of estimates and judgments. In view of the inherent uncertainties and a level of subjectivity involved in measurement of items, it is possible that the outcomes in the subsequent financial years could differ from those based on Management’s estimates.

(c) Property, plant and equipment

Property, Plant and Equipment are stated at cost less accumulated depreciation and accumulated impairment losses if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

(d) Depreciation on property, plant and equipment

“Depreciable amount for property, plant and equipment is the cost of an asset or other amount substituted for cost less its estimated residual value. Depreciation on property, plant and equipment is provided on straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013.”

(e) Derecognition of property, plant and equipment

The carrying amount of an item of property, plant and equipment is derecognised on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the derecognition of an item of property, plant and equipment is measured as the difference between the net disposal in proceeds and the carrying amount of the item and is recognised in the Statement of Profit and Loss when the item is derecognised.

(f) Lease Accounting and Right of Use Assets (ROU) Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Notes forming part of the standalone financial statements

Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

(i) Right of Use Assets (ROU)

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are generally depreciated over the lease term on a straight-line basis.

The right-of-use assets are also subject to impairment. Refer to the material accounting policies - Impairment of non-financial assets

(ii) Lease liabilities

(A) At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including insubstance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments).

(B) Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases of rented premises (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

(g) Impairment of non-financial assets

The carrying amounts of non financial assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An asset is treated as impaired when the carrying amount exceeds its recoverable value. The recoverable amount is the greater of an asset's or cash generating unit's, net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to the present value using a pre-tax discount rate that reflects current market assessment of the time value of money and risks specific to the assets. An impairment loss is charged to the statement of profit and loss in the year in which an asset is identified as impaired. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life. The impairment loss recognized in prior accounting periods is reversed by crediting the statement of profit and loss if there has been a change in the estimate of recoverable amount.

(h) Cash and cash equivalents

- (i) Cash and cash equivalents in the balance sheet comprise cash at bank and on hand and short-term deposit with original maturity upto three months, which are subject to insignificant risk of changes in value.
- (ii) For the purpose of presentation in the statement of cash flows, cash and cash equivalents consists of cash and short-term deposit, as defined as they are considered as integral part of Company's cash management.

Notes forming part of the standalone financial statements

(i) Fair value measurement

The Company has an established control framework with respect to the measurement of fair values. The management regularly reviews significant unobservable inputs and valuation adjustments.

All financial assets and financial liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- **Level 1** — Quoted (unadjusted) market prices in active markets for identical assets or liabilities;
- **Level 2** — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable, or
- **Level 3** — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred

(I) Financial instruments

Financial instruments is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

i Initial recognition

“Financial assets are recognized when the Company becomes a party to the contractual provisions of the financial instrument. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit and loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit and loss are recognised immediately in the statement of profit and loss.”

ii Subsequent measurement

Financial assets are classified into the following specified categories: amortised cost, financial assets at fair value through profit and loss (FVTPL), Fair value through other comprehensive income (FVTOCI). The classification depends on the Company's business model for managing the financial assets and the contractual terms of cash flows.

Debt Instrument

Amortised Cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. This category generally applies to cash and bank balances, trade receivables, loans and other financial assets

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method, less impairment, if any. The EIR amortisation is included in finance income in the Statement of Profit and Loss. The losses arising from impairment are recognised in the Statement of Profit and Loss.

Fair value through other comprehensive income (FVTOCI)

A ‘debt instrument’ is classified as at the FVTOCI if both the following criteria are met:

- a. The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets.
- b. The asset's contractual cash flows represent solely payments of principal and interest.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). However, the Company

Notes forming part of the standalone financial statements

recognizes interest income, impairment losses and reversals and foreign exchange gain or loss in the statement of profit and loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to statement of profit and loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

Fair value through Profit and Loss (FVTPL)

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL. In addition, the Company may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is considered only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch').

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.

Equity investments

The Company measures its equity investments other than in subsidiary at fair value through profit and loss. However, where the Company's management makes an irrevocable choice on initial recognition to present fair value gains and losses on specific equity investments in other comprehensive income, there is no subsequent reclassification, on sale or otherwise, of fair value gains and losses to statement of profit and loss. When the investment is disposed of, the cumulative gain or loss previously accumulated in FVTOCI is transferred from FVTOCI to Retained Earnings.

Investment in subsidiary

Investment in subsidiary is carried at cost and are not adjusted to fair value at the end of each reporting date. The Company reviews at the end of each reporting period, if there are any indications, that the said investment

may be impaired. If so the Company estimates the recoverable value/ amount of the investment and provides for impairment, if any, i.e. deficit in the recoverable value over cost.

Derivative financial instruments

Derivative financial instruments are classified and measured at fair value through profit and loss.

Purchased or originated credit-impaired (POCI) financial assets

POCI financial assets are treated differently because the asset is credit-impaired at initial recognition. For these assets, the Company recognises all changes in lifetime ECL since initial recognition as a loss allowance with any changes recognised in Statement of Profit and Loss. A favourable change for such assets creates an impairment gain.

iii Derecognition of financial assets

A financial asset is derecognised only when

- i) The Company has transferred the rights to receive cash flows from the asset or the rights have expired ;
- ii) The Company 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 in an arrangement.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

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.

Notes forming part of the standalone financial statements

Significant increase in credit risk

The Company monitors all financial assets, issued irrevocable loan commitments and financial guarantee contracts that are subject to the impairment requirements to assess whether there has been a significant increase in credit risk since initial recognition. If there has been a significant increase in credit risk the Company will measure the loss allowance based on lifetime rather than twelve-months ECL. The Company's accounting policy is not to use the practical expedient that financial assets with 'low' credit risk at the reporting date are deemed not to have had a significant increase in credit risk. As a result, the Company monitors all financial assets, issued irrevocable loan commitments and financial guarantee contracts that are subject to impairment for significant increase in credit risk.

In assessing whether the credit risk on a financial instrument has increased significantly since initial recognition, the Company compares the risk of a default occurring on the financial instrument at the reporting date based on the remaining maturity of the instrument with the risk of a default occurring that was anticipated for the remaining maturity at the current reporting date when the financial instrument was first recognised. In making this assessment, the Company considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort, based on the Company's historical experience and expert credit assessment.

Given that a significant increase in credit risk since initial recognition is a relative measure, a given change, in absolute terms, in the probability of default (PD) will be more significant for a financial instrument with a lower initial PD than compared to a financial instrument with a higher PD.

Definition of default

Critical to the determination of ECL is the definition of default. The definition of default is used in measuring the amount of ECL and in the determination of whether the loss allowance is based on 12-month or lifetime ECL, as default is a component of the probability of default (PD) which affects both the measurement of ECLs and the identification of a significant increase in credit risk.

The Company considers the following as constituting an event of default:

- the borrower is past due more than 90 days on any material credit obligation to the Company; or
- the borrower is unlikely to pay its credit obligations to the Company in full.

The definition of default is appropriately tailored to reflect different characteristics of different types of assets.

When assessing if the borrower is unlikely to pay its credit obligation, the Company takes into account both qualitative and quantitative indicators. The information assessed depends on the type of the asset.

Write-off

Loans and debt securities are written-off when the Company has no reasonable expectations of recovering the financial asset (either in its entirety or a portion of it). This is the case when the Company determines that the borrower does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. A write-off constitutes a derecognition event. The Company may apply enforcement activities to financial assets written off. Recoveries resulting from the Company's enforcement activities will result in impairment gains.

Notes forming part of the standalone financial statements

Presentation of allowance for ECL in the Balance Sheet

Loss allowances for ECL are presented in the Balance Sheet as follows:

- for financial assets measured at amortised cost: as a deduction from the gross carrying amount of the assets;
- for debt instruments measured at FVTOCI: no loss allowance is recognised in the Balance Sheet as the carrying amount is at fair value.
- where a financial instrument includes both a drawn and an undrawn component, and the Company cannot identify the ECL on the loan commitment component separately from those on the drawn component: the Company presents a combined loss allowance for both components. The combined amount is presented as a deduction from the gross carrying amount of the drawn component.

Financial liabilities and equity instruments

Debt or equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised on the purchase, sale, issue or cancellation of the Company's own equity instruments.

Financial liabilities

i Classification

Financial liabilities are recognized when Company becomes party to contractual provisions of the instrument. The Company determines the classification of its financial liability at initial recognition. All financial liabilities are recognised initially at fair value plus transaction costs that are directly attributable to the acquisition of the financial liability except for financial liabilities classified as fair value through profit or loss. The Company classifies all financial liabilities at amortised cost or fair value through profit or loss.

ii Subsequent measurement

For the purposes of subsequent measurement, financial liabilities are classified in two categories:

- i) Financial liabilities measured at amortised cost
- ii) Financial liabilities measured at FVTPL (fair value through profit or loss)

i) Financial liabilities measured at amortised cost

After initial recognition, financial liabilities are subsequently measured at amortized cost using the EIR method. Gains and losses are recognised in the statement of profit and loss when the liabilities are derecognised as well as through the EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fee or costs that are an integral part of the EIR. The EIR amortisation is included in finance costs in the statement of profit and loss.

ii) Financial liabilities measured at fair value through profit or loss

Notes forming part of the standalone financial statements

A financial liability is classified as at FVTPL if it is classified as held for trading or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss.

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. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short-term maturity of these instruments.

iii De-recognition of financial liabilities

A financial liability is de-recognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

(j) Borrowing costs

Borrowing costs attributable to the acquisition or construction of qualifying assets are capitalised as part of cost of such assets. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds and is measured with reference to the effective interest rate applicable to the respective borrowings.

(k) Provisions, contingent liabilities and contingent assets

The Company recognizes provisions when a present obligation (legal or constructive) as a result of a past event exists and it is probable that an outflow of resources embodying economic benefits will be required to settle such obligation and the amount of such obligation can be reliably estimated.

If the effect of time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

Contingent assets are not recognised in the financial statements, however they are disclosed where the inflow of economic benefits is probable. When the realisation of income is virtually certain, then the related asset is no longer a contingent asset and is recognised as an asset.

(l) Revenue recognition

- a) As per Ind AS 109, "Financial Instruments", Interest income from financial assets is recognised on an accrual basis using effective interest rate method (EIR). The effective interest rate method is the rate that exactly discounts estimated future cash receipts (including all fees, transaction costs and other premiums or discounts paid or received if any) through the expected life of the financial instrument to the carrying amount on initial recognition

The Company calculates interest income by applying the EIR to the gross carrying amount of financial assets other than credit impaired assets. In case of credit-impaired financial assets (regarded as Stage 3), the Company recognises interest income on the

Notes forming part of the standalone financial statements

amortised cost net of impairment loss of the financial asset at EIR. If the financial asset is no longer credit-impaired, the Company reverts to calculating interest income on a gross basis.

- b) Dividend income is recognised when the Company's right to receive the payment is established and it is probable that the economic benefits associated with the dividend will flow to the Company and the amount of the dividend can be measured reliably. This is generally when the shareholders approve the dividend.
- (c) Any differences between the fair values on the date of acquisition and balance sheet date of the financial assets classified as fair value through the profit or loss, held by the Company on the balance sheet date is recognized as an unrealized gain/loss in the standalone statement of profit and loss. In case, there is a net gain/ (loss) in aggregate, the same is recognized in "Net gains/ (losses) on fair value changes" under revenue from operations, in the standalone statement of profit and loss.
- (d) The Company recognises income on recoveries of financial assets written off on realisation or when the right to receive the same without any uncertainties of recovery is established .
- (e) Advisory fees is measured and recognised as per the terms of the agreement.

(m) Retirement and other employee benefits

- (i) The Company operates both defined benefit and defined contribution schemes for its employees.

For defined contribution schemes the amount charged as expense is equal to the contributions paid or payable when employees have rendered services entitling them to the contributions.

For defined benefit plans, actuarial valuations are carried out at each balance sheet date using the Projected Unit Credit Method. All such plans are funded.

All expenses represented by current service cost, past service cost, if any, and net interest on the defined benefit liability/ (asset) are recognized in the Statement of Profit and Loss. Remeasurements of the net defined benefit liability/ (asset) comprising actuarial

gains and losses (excluding interest on the net defined benefit liability/ (asset)) are recognised in Other Comprehensive Income (OCI). Such remeasurements are not reclassified to the statement of profit and loss, in the subsequent periods.

- (ii) Short term employee benefits: All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits and they are recognized in the period in which the employee renders the related service. The Company recognizes the undiscounted amount of short term employee benefits expected to be paid in exchange for services rendered as a liability.

(n) Accounting for taxes on income

Tax expense comprises of current and deferred tax.

Current tax

Current tax is the amount of income taxes payable in respect of taxable profit for a period. Current tax is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted at the balance sheet date. 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.

Current tax is recognized in the statement of profit and loss except to the extent that the tax relates to items recognized directly in other comprehensive income or directly in equity.

Deferred tax

Deferred tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements except when the deferred tax arises from the initial recognition of an asset or liability that effects neither accounting nor taxable profit or loss at the time of transition.

Deferred tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted at the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

Notes forming part of the standalone financial statements

Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Current and deferred tax are recognized as income or an expense in the statement of profit and loss, except to the extent they relate to items that are recognized in other comprehensive income, in which case, the current and deferred tax income / expense are recognised in other comprehensive income.

(o) Earnings per share

Basic earnings per share is computed and disclosed using the weighted average number of equity shares outstanding during the period. Dilutive earnings per share is computed and disclosed using the weighted average number of equity and dilutive equity equivalent shares outstanding during the period, except when the results would be anti-dilutive.

(p) Contributed equity

Equity shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds."

(q) Exceptional items

On certain occasions, the size, type or evidence of the item of income or expenditure pertaining to ordinary activities of the Company as such that its disclosures improves the understanding of the performance of the Company, such income or expenses is classified as an exceptional item and accordingly disclosed in the financials statement.

(r) Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker, who regularly monitors and reviews the operating result for following operating segments of the Company.

(s) Critical accounting judgment and estimates

The preparation of financial statements requires management to exercise judgment in applying the Company's accounting policies. It also requires the use of estimates and assumptions that affect the reported amounts of assets, liabilities, income and expenses and the accompanying disclosures including disclosures of contingent liabilities. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis, with revisions

recognised in the period in which the estimates are revised and in any future periods affected.

a Contingencies

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Company. Potential liabilities that have a low probability of crystallising or are very difficult to quantify reliably are treated as contingent liabilities. Such liabilities are disclosed in the notes but are not provided for in the financial statements. There can be no assurance regarding the final outcome of these legal proceedings.

b Useful lives and residual values

The Company reviews the useful lives and residual values of property, plant and equipment at each financial year end.

c Fair value measurement of financial instruments

"A number of Company's accounting policies and disclosures require the measurement of fair values for both financial and non- financial assets and liabilities. When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

-Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

-Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. prices) or indirectly (i.e. derived from prices).

-Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of a fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognizes transfers between levels of the fair value hierarchy at the end of reporting year during which the change has occurred."

Notes forming part of the standalone financial statements

d Impairment testing

Judgment is also required in evaluating the likelihood of collection of customer debt after revenue has been recognised. This evaluation requires estimates to be made, including the level of provision to be made for amounts with uncertain recovery profiles. Provisions are based on historical trends in the percentage of debts which are not recovered or on more detailed reviews of individually significant balances.

Determining whether the carrying amount of these assets has any indication of impairment also requires judgment. If an indication of impairment is identified, further judgment is required to assess whether the carrying amount can be supported by the net present value of future cash flows forecast to be derived from the asset. This forecast involves cash flow projections and selecting the appropriate discount rate.

e Tax

The Company's tax charge is the sum of the total current and deferred tax charges. The calculation of the Company's total tax charge necessarily involves a degree of estimation and judgment in respect of certain items whose tax treatment cannot be finally determined until resolution has been reached with the relevant tax authority or, as appropriate, through a formal legal process.

Accruals for tax contingencies require management to make judgments and estimates in relation to tax related issues and exposures.

The recognition of deferred tax assets is based upon whether it is more likely than not that sufficient and suitable taxable profits will be available in the future against which the reversal of temporary differences can be deducted. Where the temporary differences are related to losses, the availability of the losses to offset against forecast taxable profits is also considered. Recognition therefore involves judgment regarding the future financial performance of the particular legal entity or tax Company in which the deferred tax asset has been recognized.

f Defined benefit obligation

The costs of providing pensions and other post-employment benefits are charged to the Statement

of Profit and Loss in accordance with Ind AS 19 'Employee benefits' over the period during which benefit is derived from the employees' services. The costs are assessed on the basis of assumptions selected by the management. These assumptions include salary escalation rate, discount rates, expected rate of return on assets and mortality rates. The same is disclosed in Note 34, 'Employee benefits plan'.

g Leases

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgement. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company revises the lease term if there is a change in the non-cancellable period of a lease. The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

• Determining whether an arrangement contains a lease

'In determining whether an arrangement is or contains a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is or contains a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset, even if that right is not explicitly specified in the arrangement.

h Recent pronouncements

'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. For the year ended 31 March 2025, MCA has notified Ind AS – 117 Insurance Contracts and amendments to Ind AS 116 – Leases, relating to sale and leaseback transactions, applicable to the Company w.e.f. 1 April 2024. The Company has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its financial statements.

Notes forming part of the standalone financial statements

(Rs. in Lakhs)

	31 March 2025	31 March 2024
3(a) Cash and cash equivalents		
Cash on hand	0.05	0.03
Balances with bank		
- In Current accounts #	1,880.03	189.95
Cheques on hand	-	2.21
Total	1,880.08	192.19
3(b) Bank balance other than (a) above		
Unpaid dividend accounts	35.73	40.61
Balance with bank account- in deposit account	1.27	-
Earmarked balance with bank against bank deposits (refer note a and b below)	1,829.31	1,833.02
Total	1,866.31	1,873.63

includes debit balance in overdraft accounts

- a) 2025: Rs 1,634.44 Lakhs (2024: Rs 1,638.43 Lakhs) including interest is marked as lien against cash credit and bank overdraft taken from bank.
- b) 2025: Rs 194.87 Lakhs (2024: Rs 194.59 Lakhs) including interest is under lien against a penalty order received from the Enforcement Directorate. (refer note 29a)

(Rs. in Lakhs)

4 Loans*	31 March 2025	31 March 2024
At amortised cost		
Considered good - secured by securities	2,610.26	-
Considered good - unsecured	13,106.90	5,608.42
Significant increase in credit risk	410.00	410.00
Less: Impairment loss allowance	410.00	410.00
	15,717.16	5,608.42
Loans to employees		
- Considered good	1.80	2.90
Others		
Credit impaired financial assets acquired from banks and financial institutions	165.00	165.00
Less: Impairment loss allowance	165.00	165.00
	-	-
Total	15,718.96	5,611.32
Loans in India		
- Others		
Total (Gross)	16,293.96	6,186.32
	16,293.96	6,186.32
Less: Impairment loss allowance	575.00	575.00
Total (Net)	15,718.96	5,611.32

* No loan given is due from a Private Limited Company in which director is interested as director

* No loan repayable on demand is outstanding as at 31 March 2025

*For related party transactions refer note 35

Notes forming part of the standalone financial statements

		(Rs. in Lakhs)	
		31 March 2025	31 March 2024
5 Investments			
(A) Investment in Mutual Funds			
Quoted			
Investment carried at Fair value through profit and loss			
Face value of Rs. 1,000 each**		3,115.04	4,086.10
Face value of Rs. 100 each		801.52	4,042.53
		3,916.56	8,128.63
(B) Investments in Government securities ***			
Investment carried at Fair value through profit and loss			
5,00,000 (2024 : Nil) 5.22% Government of India 2025 face value of Rs. 100 each		504.95	-
5,00,000 (2024 : Nil) 5.15% Government of India 2025 face value of Rs. 100 each		501.35	-
Nil (2024 : 5,00,000) 6.18% Government of India 2024 face value of Rs. 100 each		-	504.60
		1,006.30	504.60
(C) Investments in debentures or bonds ^			
Investment carried at Fair value through profit and loss			
17 (2024: Nil) 8.40% IREDA Perpetual bonds of face value of Rs.1,00,00,000 each		1,726.01	-
Nil (2024: 20,000) units of 10.00% Nido Home Finance Limited 2026 face value of Rs.1,000 each		-	195.07
Nil (2024: 20) 7.30% Tata Capital Financial Services Limited 2031 face value of Rs.10,00,000 each		-	199.79
Nil (2024 : 5) 7.44% Tata Capital Financial Services Limited 2031 face value of Rs.1,00,00,000 each		-	488.26
Nil (2024 : 9) 7.59% Power Finance Corporation Limited 2028 face value of Rs.10,00,000 each		-	91.92
Nil (2024 : 18) 7.60% Tata Capital Financial Services Limited 2030 face value of Rs.10,00,000 each		-	180.63
Nil (2024 : 15) 7.70% Kerala Financial Corporation 2030 face value of Rs.2,00,000 each		-	28.94
Nil (2024: 21) 8.22% NABARD 2028 face value of Rs.10,00,000 each		-	221.27
Nil (2024 : 17) 8.30% Indian Railway Finance Corporation Limited 2029 face value of Rs.10,00,000 each		-	182.26
Nil (2024 : 15) 8.55% HDFC Limited 2029 face value of Rs.10,00,000 each		-	154.64
Nil (2024: 16) 8.79% Indian Railway Finance Corporation Limited 2030 face value of Rs.10,00,000 each		-	170.56
Nil (2024 : 20) 9.00% HDFC Limited 2028 face value of Rs.10,00,000 each		-	214.65
		1,726.01	2,127.99
(D) Investment in Equity Shares -			
a) Unquoted			
(i) Investment carried at Fair value through other comprehensive income			
Equity shares of face value of Rs 10 each			
3,50,000 (2024 : 350,000) SAMCO Ventures Private Limited		368.94	2,100.00
20,44,628 (2024 : 20,44,628) Care Health Insurance Company Limited		3,271.40	3,271.40

Notes forming part of the standalone financial statements

	(Rs. in Lakhs)	
	31 March 2025	31 March 2024
5,600 (2024 : 5,600) The Hindustan Times Limited	39.20	39.20
4,381 (2024: 4,381) Nivaata System Private Limited	262.86	262.86
2,550 (2024 : 2,550) Avision Systems Limited	675.92	1,632.00
1,00,000 (2024 : Nil) Hinduja Leyland Finance Limited	232.58	-
Nil (2024 : 30,000) National Stock Exchange Limited	-	960.00
Nil (2024 : 8,00,000) Mapple Leaf Trading & Services Limited	-	210.16
	4,850.90	8,475.62
b) Quoted		
(i) Investment carried at Fair value through other comprehensive income		
Nil (2024 : 65,21,725) shares of Rs 2 each LKP Securities Limited	-	1,171.95
	-	1,171.95
(ii) Investment carried at Fair value through profit and loss		
Quoted		
Equity shares of face value of Rs 10 each		
92,500 (2024: 1,85,000) Religare Enterprises Limited	217.28	387.30
28,100 (2024 : 55,600) Central Bank of India	11.99	33.24
1,86,000 (2024 : 10,00,000) IDFC First Bank Limited	102.21	753.90
10,00,000 (2024 : 10,00,000) Spicejet Limited	443.40	600.10
1,50,000 (2024 : 2,00,000) Valor Estate Limited	226.13	393.40
5,84,000 (2024 : Nil) RBL Bank Limited	1,015.28	-
Nil (2024 : 1,87,000) Systematix Corporate Services Limited@	-	1,458.60
1,50,000 (2024 : Nil) Bajaj Housing Finance Limited	184.88	-
2,50,000 (2024 : Nil) Rattan India Power Limited	24.50	-
3,04,750 (2024 : Nil) Indian Oil Corporation Limited	389.32	-
Nil (2024 : 4,572) Sandur Manganese & Iron Ores Limited	-	16.57
Nil (2024 : 30,00,000) Jaiprakash Power Ventures Limited	-	458.40
Nil (2024 : 6,00,000) NHPC Limited	-	537.78
Nil (2024: 4,00,000) Union Bank of India Limited	-	613.80
Nil (2024 : 13,474) Raymond Limited	-	243.68
Nil (2024 : 20,000) Praveg Limited	-	198.09
5,400 (2024 : 5,400) Cremica Agro Foods Limited	-	-
Equity shares of face value of Rs 5 each		
8,871 (2024: Nil) Prime Securities Limited	21.35	-
259 (2024 : Nil) Ceigall India Limited	0.66	-
Equity shares of face value of Rs 2 each		
3,00,000 (2024: 5,00,000) Jyoti Structure Limited	51.15	104.55
50,000 (2024: Nil) DCW Limited	38.87	-
25,000 (2024: Nil) Embassy Developments Limited	28.95	-
Nil (2024: 50,000) Patanjali Food Limited	-	667.93
Equity shares of face value of Re 1 each		
18,75,000 (2024 : 20,00,000) South India Bank Limited	432.56	818.70

Notes forming part of the standalone financial statements

	(Rs. in Lakhs)	
	31 March 2025	31 March 2024
12,50,000 (2024 : Nil) Systematix Corporate Services Limited@	1,754.13	-
12,50,000 (2024: 25,00,000) Infibeam Avenues Limited	207.13	853.00
2,50,000 (2024: 5,00,000) Bajaj Hindusthan Sugar Limited	48.78	145.15
50,000 (2024: Nil) Edelweiss Financial Services Limited	44.76	-
2,00,000 (2024: Nil) ITC Limited	819.60	-
5,00,000 (2024: Nil) Lloyds Enterprises Limited	221.95	-
28,089 (2024: Nil) Odigma Consultancy Solutions Limited	10.67	-
Nil (2024: 30,000) Lloyds Metals and Energy Limited	-	180.89
Nil (2024 : 1,00,000) Himadri Speciality Chemical Limited	-	301.65
Nil (2024: 2,200) Nagarjuna Fertilizers & Chemicals Limited	-	0.20
	6,295.53	8,766.91
(E) Investment in Preference shares		
Unquoted		
Investment carried at Fair value through other comprehensive income		
Preference shares of Rs 100 each		
5,00,000 (2024 : 5,00,000) of Atcom Limited	-	10.00
	-	10.00
(F) Investment in Subsidiary - Measured at cost		
Unquoted		
In Wholly owned subsidiary- equity shares of Rs 100 each		
Nil (2024 : 9,95,000) of Bond Street Capital Private Limited - refer note 48 (i)	-	3,086.00
(G) Others		
Unquoted		
Investments In Alternate Investment Funds (AIF)		
Investment carried at Fair value through profit and loss		
Nil (2024 : 4,579.59) Edelweiss Infra Yield Plus of Rs. 10,000 each	-	530.79
	-	530.79
Total Investments (A+B+C+D+E+F+G)	17,795.31	32,802.50

^ marked as lien against secured loan from banks viz. Bank of India Limited and Federal Bank Limited in the previous year.

** Mutual fund of Rs. 595.12 lakhs (2024 : 554.41 lakhs) is attached by the Recovery officer. (refer note 29(b))

*** are marked as lien against derivative transactions

@ Split from face value of Rs. 10 to Rs. 1 during the year.

All the Investments are fully paid up

For related party transactions refer note 35

Out of Above	31 March 2025	31 March 2024
In India	17,795.31	32,802.50
Outside India	-	-
Aggregate book value / market value of quoted investments	12,944.41	20,700.09
Aggregate book value of unquoted investments (including subsidiary)	4,850.90	12,102.41
Aggregate market value of quoted investments	12,944.41	20,700.09
Aggregate market value of unquoted investments other than subsidiary	4,850.90	9,016.41
Investment in subsidiary is stated at cost	-	3,086.00

Notes forming part of the standalone financial statements

(Rs. in Lakhs)

	31 March 2025	31 March 2024
6 Other financial assets		
Unsecured and considered good		
Security Deposits- others	14.11	14.05
Other advances*	111.22	102.67
Total	125.33	116.72
*For related party transactions refer note 35		
7 (a) Current tax assets (net)		
Balance with Government Authorities		
Advance direct tax (net of provisions)	69.34	29.54
Total	69.34	29.54
(b) Current tax liabilities (net)		
Provision for tax (net of advance tax)	48.94	151.81
Total	48.94	151.81

8 Property, plant and equipment (Rs. in Lakhs)

Description of Assets	Buildings	Furniture and Fixtures	Vehicles	Office equipment	Computers	Total
I. Gross Block						
Balance as at 31 March 2023	1.54	0.44	4.15	-	2.44	8.57
Additions during the year	-	-	-	-	0.36	0.36
Disposals/Adjustment/Deductions	-	-	-	-	-	-
Balance as at 31 March 2024	1.54	0.44	4.15	-	2.79	8.93
Additions during the year	-	-	-	0.37	0.29	0.65
Disposals/Adjustment/Deductions	-	-	-	-	-	-
Balance as at 31 March 2025	1.54	0.44	4.15	0.37	3.08	9.58
II. Accumulated Depreciation						
Balance as at 31 March 2023	0.04	0.02	1.19	-	0.99	2.25
Additions during the year	-	0.04	0.49	-	0.81	1.35
Disposals/Adjustment/Deductions	-	-	-	-	-	-
Balance as at 31 March 2024	0.04	0.06	1.69	-	1.81	3.60
Additions during the year	-	0.04	0.49	0.06	0.56	1.16
Disposals/Adjustment/Deductions	-	-	-	-	-	-
Balance as at 31 March 2025	0.04	0.10	2.18	0.06	2.37	4.76
Net block						
As at 31 March 2025	1.50	0.34	1.97	0.30	0.71	4.82
As at 31 March 2024	1.50	0.38	2.46	-	0.99	5.33

Notes forming part of the standalone financial statements

8	(a) Right-of-use assets (refer note 28)	(Rs. in Lakhs)
	Description of Assets	Office Premises
	I. Gross Block	
	Balance as at 31 March 2023	13.02
	Additions	-
	Disposals/Adjustment/Deductions	-
	Balance as at 31 March 2024	13.02
	Additions	-
	Disposals/Adjustment/Deductions	-
	Balance as at 31 March 2025	13.02
	II. Accumulated Depreciation	
	Balance as at 31 March 2023	1.99
	Additions during the year	4.34
	Disposals/Adjustment/Deductions	-
	Balance as at 31 March 2024	6.33
	Additions during the year	4.34
	Disposals/Adjustment/Deductions	-
	Balance as at 31 March 2025	10.67
	Net block	
	As at 31 March 2025	2.35
	As at 31 March 2024	6.69

(Rs. in Lakhs)

	31 March 2025	31 March 2024
9 Other non-financial assets		
Prepaid expenses	-	42.16
Defined Benefit Asset - 'Gratuity (refer note 34)	6.47	43.71
	6.47	85.87
Deposit with Debt Recovery Tribunal (DRT) (Refer note 29 b)	1,126.22	1,126.22
Total	1,132.68	1,212.09
10 Financial liabilities		
Other payables (refer note 32a)		
i) total outstanding dues of micro enterprises and small enterprises	3.20	3.13
ii) total outstanding dues of creditors other than micro enterprises and small enterprises	8.25	36.77
Total	11.44	39.90

Trade payables and other payables are non-interest bearing and are normally settled as per contractual terms.

Notes forming part of the standalone financial statements

(Rs. in Lakhs)

	31 March 2025	31 March 2024
11 Borrowings		
At Amortised cost		
Loans repayable on demand		
Secured		
From Banks (note 1 below)	-	1,894.41
Unsecured		
From Other Parties (note 2 below)	3,596.65	3,596.65
Total	3,596.65	5,491.06

Note No.-

- 1 a) Overdraft from Yes Bank Limited of Rs. Nil lakhs (2024: Rs. 221.79) with sanction limit of Rs. 2,000 lakhs (2024: 2,000 lakhs) are secured against 110% pledge of fixed deposits with banks. The loan is repayable on demand. It carries interest at weighted average underlying fixed deposit + 50 bps and charge is yet to be registered with the Registrar of Companies.
- (b) Overdraft from Federal Bank Limited of Rs. Nil (2024: Rs. Nil) with sanction limit of Rs. 500 lakhs are secured against 110% pledge of fixed deposits with banks. The loan is repayable on demand. It carries interest at weighted average underlying fixed deposit + 50 bps. The loan has been repaid during the year."
- c) Cash Credit/ Overdraft from Bank of India of Rs. Nil lakhs (2024: Rs. 63.83) with sanction limit of Rs. 0.85 lakhs (2024 : 85.00 lakhs) are secured with 15% margin on fixed deposit with the bank. The loan carries interest at weighted average underlying fixed deposit + 100 bps and charge is yet to be registered with the Registrar of Companies.
- d) Working Capital facility from Bank of India Rs.Nil lakhs (2024 : Rs. 1,608.79 lakhs) with sanction limit of Rs. Nil lakhs (2024 : 10,000.00 lakhs) are secured against pledge of approved debt securities rated 'A' with 25% margin and debt securities rated 'AA' and above, with 15% margin ,with the bank and personal guarantee of the Promoter. The loan is repayable on demand and carries interest at one year MCLR+ BSS+CRP. The loan has been repaid during the year.
- e) Working Capital facility from Federal Bank Limited of Rs.Nil lakhs (2024: Rs. Nil lakhs) with sanction limit of Rs. 7,500.00 lakhs (Rs. 5,000 lakhs for intraday and Rs. 2,500 lakhs for overnight) are secured against pledge of Government Securities in CGSL account with Federal Bank Limited. The loan is repayable on demand and carries interest at one year MCLR plus 50 bps. The loan has been repaid during the year
- 2 Borrowings of Rs.3,596.65 lakhs (2024: 3,596.65 lakhs) is considered interest free and is repayable on demand in the absence of term sheet and confirmation (refer note 29b).
- 3 The Company has not been declared as a wilful defaulter by any lender.
- 4 The Company has used the borrowings from banks for the purpose for which they were taken.

(Rs. in Lakhs)

	31 March 2025	31 March 2024
12 Lease Liabilities		
Lease liabilities	2.76	7.20
Total	2.76	7.20
13 Other financial liabilities		
Unclaimed dividends #	35.73	40.61
Employee benefits payable*	27.29	97.79
Total	63.02	138.40

Notes forming part of the standalone financial statements

(Rs. in Lakhs)

	31 March 2025	31 March 2024
# There are no undisputed amounts which are due and remained unpaid to Investor Education and Protection Fund as at the balance sheet date .		
*For related party transactions refer note 35		
14 Provisions		
Provision for standard assets	69.23	39.23
Total	69.23	39.23
15 Deferred tax liabilities (net)		
Deferred tax liabilities/ (assets)		
Difference in Right-of-use assets and lease liabilities	(0.10)	(0.13)
Allowance for credit losses	(162.14)	(154.59)
Fair valuation of financial instruments	222.02	1,132.66
Total	59.78	977.94
16 Other non-financial liabilities		
Statutory dues payablew	24.16	80.20
Advance received against sale of investment*	39.20	-
Total	63.36	80.20

*For related party transactions refer note 35

(Rs. in Lakhs)

	31 March 2025	31 March 2024
17 Equity Share capital		
Authorised*		
20,000,000 (2024:20,000,000) Equity Shares of Rs 10/- each	2,000.00	2,000.00
	2,000.00	2,000.00
Issued, subscribed and fully paid up		
12,568,623 (2024:12,568,623) Equity Shares of Rs 10/- each	1,256.86	1,256.86
	1,256.86	1,256.86

*Authorised share capital of 2025: Rs 1,000 Lakhs (2024: Rs 1,000 Lakhs); consisting of Redeemable Cumulative Preference shares of Rs. 10 each is not considered above in accordance with the requirement of Ind AS.

a) Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting year

(Rs. in Lakhs)

	31 March 2025		31 March 2024	
	Number of Equity shares	(Rs. in Lakhs)	Number of Equity shares	(Rs. in Lakhs)
At the beginning of the year	12,568,623	1,256.86	12,568,623	1,256.86
Changes during the year	-	-	-	-
Outstanding at the end of the year	12,568,623	1,256.86	12,568,623	1,256.86

Notes forming part of the standalone financial statements

b) Terms/rights attached to equity shares

The Company has issued only one class of equity shares having a par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian rupees. The final dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

c) Change in Management control

Pursuant to the Share Purchase Agreement dated 28 August, 2024, entered between the Promoters, the Company and the Acquirers i.e. Hindon Mercantile Limited ("HML") and Mr. Kapil Garg ("KG"), the Promoters agreed to sell 56,96,312 equity shares, representing 45.32% of the issued and paid-up equity share capital of the Company, to the Acquirers.

The transaction, including the change in control and management, received the requisite approval from the Reserve Bank of India (RBI) on 13 January, 2025, in terms of the Master Direction – RBI (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023.

Post approval from the RBI, the Acquirers made a Public Announcement on 24 January, 2025, for an Open Offer to acquire up to 32,67,845 equity shares (representing 26.00% of the Voting Share Capital of the Company) from public shareholders, in accordance with Regulations 3(1) and 4 of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments.

As of 31 March, 2025, the Acquirers have collectively acquired 64,43,295 equity shares, constituting 51.26% of the Company's issued and paid-up equity share capital, as detailed below:

- 44,29,502 equity shares (35.24%) were transferred from the Promoters to HML;
- 16,725 equity shares (0.14%) were transferred from the Promoters to Mr. Kapil Garg;
- 19,97,068 equity shares were acquired by HML through the Open Offer;

Out of the 56,96,312 equity shares agreed to be sold under the Share Purchase Agreement, 12,50,085 equity shares are yet to be transferred to HML.

d) Details of shareholders holding more than 5% shares in the Company:

Name of shareholders	31 March 2025		31 March 2024	
	Number of shares	% Holding	Number of shares	% Holding
Hindon Mercantile Limited	6,426,570	51.13%	-	-
Mahendra V Doshi	1,149,363	9.14%	1,149,363	9.14%
Mahendra V Doshi-Partner M/s L K Panday	-	-	2,072,482	16.49%
Sea Glimpse Investments Private Limited	-	-	1,713,962	13.64%
Bhavana Holdings Private Limited	-	-	243,058	1.93%
	7,575,933	60.28%	5,178,865	41.21%

e) There are no bonus shares issued, shares issued for consideration other than cash and shares bought back during five years immediately preceding 31 March 2025.

f) Shareholding of promoters

	As at 31 March 2025		As at 31 March 2024		% of Change During the year
	Number of Shares	% of total shares	Number of Shares	% of total shares	
Mahendra Vasantrai Doshi	1,149,363	9.14%	1,149,363	9.14%	0.00%
Pratik M Doshi	100,722	0.80%	100,722	0.80%	0.00%

Notes forming part of the standalone financial statements

Sea Glimpse Investments Private Limited	-	-	1,713,962	13.64%	-100.00%
Bhavana Holdings Private Limited	-	-	243,058	1.93%	-100.00%
Mahendra Vasantraï Doshi (Held On Behalf of LK Panday, Partnership Firm)	-	-	2,072,482	16.49%	-100.00%
Ira Pratik Doshi	-	-	200,000	1.59%	-100.00%
Samaya Pratik Doshi	-	-	200,000	1.59%	-100.00%
Shital A Sonpal	-	-	16,725	0.13%	-100.00%

As at 31 March, 2025, Hindon Mercantile Limited and Mr. Kapil Garg are yet to be classified as Promoters and hence not included in the Shareholding of Promoters.

(Rs. in Lakhs)

	31 March 2025	31 March 2024
18 Other Equity		
Securities Premium		
As per last balance sheet	370.03	370.03
	370.03	370.03
General Reserve		
As per last balance sheet	6,146.06	6,146.06
	6,146.06	6,146.06
Reserve u/s 45-IC of Reserve Bank of India Act, 1934		
As per last balance sheet	7,823.98	6,722.88
Transfer from Retained Earnings	206.47	1,101.10
	8,030.45	7,823.98
Retained Earnings		
Balance as per last balance sheet	16,896.35	12,995.87
Profit for the year	1,032.34	5,505.51
Remeasurement gains/(losses) on defined benefit plans	(38.97)	(1.19)
Transfer to reserve u/s 45-IC of Reserve Bank of India Act, 1934	(206.47)	(1,101.10)
Transfer on account of Reclassification of gain on sale of equity instruments measured through other comprehensive income	1,385.09	-
Dividend paid (Final and interim dividend)	-	(502.74)
	19,068.34	16,896.35
Other Comprehensive income - fair value on equity instruments		
As per last balance sheet	2,430.99	1,840.02
Gain /(Loss) on fair value of financial asset measured through other comprehensive income (net of tax)	(1,237.65)	590.97
Transfer on account of Reclassification of gain on sale of equity instruments measured through other comprehensive income to Retained Earning.	(1,385.09)	-
	(191.75)	2,430.99
Total Other Equity	33,423.13	33,667.41

Notes forming part of the standalone financial statements

(Rs. in Lakhs)

19 Revenue from operations		
(i) Interest Income *		
On financial assets measured at amortised cost		
Interest -Loans	760.85	969.10
-Investments	115.34	185.67
-Deposit with Banks	142.67	98.63
Total	1,018.86	1,253.40
* For related party transactions refer note 35		
(ii) Dividend Income	151.32	69.36
Total	151.32	69.36
	31 March 2025	31 March 2024
(iii) Net gain/(loss) on fair value changes		
Realised gain/(loss) (net) on securities held for trade at FVTPL	(954.60)	4,416.37
Unrealised gain/(loss) (net) on securities held for sale at FVTPL	516.96	2,452.54
Total	(437.64)	6,868.91
(iv) Other operating income		
Income from Stock lending and Borrowing Mechanism (SLBM)	4.44	47.64
Income from Alternate investment fund (AIF)	0.54	17.35
Advisory fees	-	0.21
Total	4.98	65.20
20 Other income		
Interest on income tax refund	-	10.57
Interest on retirement benefits	3.05	3.17
Income from Alternate investment fund (AIF)	1.43	10.25
Unwinding of discount on security deposit	0.04	0.03
Total	4.52	24.02
21 Finance Costs		
On financial liabilities measured at amortised cost:		
Interest on borrowings*	112.00	284.42
Interest on lease liabilities	0.49	0.91
Interest others	6.61	0.01
Other financial charges	23.22	37.41
Total	142.32	322.75
* For related party transactions refer note 35		
22 Fees and commission expense		
Commission and brokerage	21.95	52.72
Total	21.95	52.72

Notes forming part of the standalone financial statements

23 Impairment of financial instruments		
Impairment / (Reversal of Impairment) on financial instruments		
At amortised cost		
Loan - Standard assets	30.00	(11.89)
Loan - Substandard/ doubtful assets	-	175.00
Trade receivables	-	(80.00)
Loans written off	450.00	200.00
	480.00	283.11
24 Employee benefits expense		
Salaries and other allowances	339.38	519.49
Contribution to provident and other funds	2.68	2.78
Gratuity expenses	2.39	2.23
Staff welfare expenses	2.19	1.02
	346.64	525.52
(Rs. in Lakhs)		
	31 March 2025	31 March 2024
25 Depreciatio		
Depreciation on property, plant and equipment	1.16	1.35
Depreciation on right of use assets	4.34	4.34
Total	5.50	5.69
26 Other expenses		
Rent	6.98	9.84
Rates and taxes	6.28	18.52
Electricity expenses	3.69	3.76
Repairs and maintenance - others	2.34	1.92
Communication expenses	5.31	4.81
Printing and stationery	1.53	1.56
Directors sitting fees	16.00	14.00
Payments to auditors (refer note 31)	13.33	11.84
Legal and professional charges	39.50	63.29
Travelling and conveyance expenses	16.70	6.72
Corporate social responsibility expenses (refer note 40)	95.57	105.70
Donation	-	60.00
Miscellaneous expenses	6.18	6.19
Total	213.41	308.15

For related party transactions refer note 35

Notes forming part of the standalone financial statements

27 Tax Expense

(a) **The major components of income tax for the year are as under:**

Income tax related to items recognised directly in the statement of profit and loss

(Rs. in Lakhs)

	31 March 2025	31 March 2024
Current tax		
Current tax on profits for the year - current year	335.68	791.43
- earlier year	(114.26)	16.03
Deferred tax (credit) / charge	(295.10)	469.98
Total	(73.68)	1,277.44
Effective tax rate #	15.75%	18.83%

A reconciliation of income tax expense applicable to profit before income tax at statutory rate to the income tax expense at Company's effective income tax rate for the year ended 31 March 2025.

ii) Deferred tax related to items recognised in the other comprehensive income (OCI) during the year

	31 March 2025	31 March 2024
Deferred tax (credit) / charge	623.07	(81.83)
Deferred tax (credit)/charge to OCI	623.07	(81.83)

(b) **Reconciliation of tax expense and the accounting profit multiplied by tax rate:**

	31 March 2025	31 March 2024
Accounting Profit before tax	(467.78)	6,782.95
Income tax expense calculated at corporate tax rate	(117.73)	1,707.13
Effect of income tax at lower rates and non deductible expenses	158.31	(445.72)
Current tax -earlier year	(114.26)	16.03
Tax expense recognized in the statement of profit and loss	(73.68)	1,277.44

The applicable tax rate is the standard effective corporate income tax rate in India. The tax rate is 25.168 % for the year ended 31 March 2025 and 25.168 % for the year ended 31 March 2024 .

Deferred tax assets and liabilities are offset where the Company has a legally enforceable right to do so. For analysis of the deferred tax balances (after offset) for financial reporting purposes refer note 15.

(c) **Deferred tax relates to the following:**

Reconciliation of deferred tax (assets) / liabilities net:	31 March 2025	31 March 2024
Opening balance	977.94	426.13
Fair valuation of financial instruments	(910.64)	482.20
Allowances for credit losses	(7.55)	69.69
Difference in Right-of-use assets and lease liabilities	0.02	(0.08)
Total	59.78	977.94

Notes forming part of the standalone financial statements

Deferred tax recognized in statement of profit or loss

For the year ended	31 March 2025	31 March 2024
Fair valuation of financial instruments	(287.57)	400.37
Allowances for credit losses	(7.55)	69.69
Difference in Right-of-use assets and lease liabilities	0.02	(0.08)
Total	(295.10)	469.98

Deferred tax recognized in statement of Other Comprehensive Income

For the year ended	31 March 2025	31 March 2024
Fair valuation of financial instruments	(623.07)	81.83
Total	(623.07)	81.83

- (d) The Company does not have any unrecorded transactions that have been surrendered or disclosed as income during the year in the tax assessment under Income Tax Act, 1961.

28 Leases

For short-term leases (lease term of twelve months or less) and leases of low-value assets, the Company has opted to recognise a lease expense on a straight-line basis as permitted by In AS 116. This expense is presented within 'other expenses' forming part of the Financial Statements. Lease rentals of Rs.6.98 lakhs (2024 : Rs.9.84 Lakhs) pertaining to short term leases and low value asset has been charged to statement of profit and loss.

Right-of-use assets- Disclosures as per Ind AS 116 "Leases"

- a) Right-of-use assets (ROU) comprises leased assets of office/branch premises that do not meet the definition of investment property.

	31 March 2025	31 March 2024
Opening Balance	6.69	11.03
Additions during the year	-	-
Deletion during the year (net)	-	-
Depreciation during the year	4.34	4.34
Closing Balance	2.35	6.69

The aggregate depreciation expense on right-of-use asset is included under depreciation and amortisation expense in the Statement of Profit and Loss.

b) The following is the break-up of current and non-current lease liabilities

	31 March 2025	31 March 2024
Current	2.76	4.64
Non current	-	2.56
Closing Balance	2.76	7.20

c) The following is the movement in lease liabilities

	31 March 2025	31 March 2024
Opening Balance	7.20	11.21
Additions during the year	-	-
Finance cost incurred during the year	0.49	0.91
Payment of lease liabilities	4.92	4.92
Closing Balance	2.76	7.20

Notes forming part of the standalone financial statements

d) Lease liabilities maturity analysis

	31 March 2025	31 March 2024
Maturity analysis - contractual undiscounted cash flows		
Less than one year	2.84	4.92
One to five years	-	2.46
More than five years	-	-
Total undiscounted lease liabilities	2.84	7.38

29 Contingent Liabilities , Litigations and Commitments

- Against a penalty order Rs 180 lakhs (for 2024: Rs 180 lakhs) received from the Enforcement Directorate pertaining to the erstwhile money changing division of the Company, the Company has preferred an appeal in the Hon'ble Madras High Court. The Company has provided a bank guarantee in the form of fixed deposits with bank to cover the demand.
- State Bank of India obtained an Order from Debt Recovery Tribunal (DRT), Bangalore against Kingfisher Airlines Limited, United Breweries (Holdings) Limited and Others for recovery of dues from them. In the earlier years, the Company received a garnishee order from the Recovery Officer, DRT, Bangalore claiming Rs. 2,500 lakhs (plus interest) as the financial statements of Kingfisher Finvest India Limited (lender) reflected the amount due from the Company. The Company has contested the claim and deposited Rs.1,126.22 lakhs and investment in mutual fund of Rs.595.12 lakhs (2024: 554.41 lakhs) was attached by the recovery officer. The matter is presently pending before the Debt Recovery Appellate Tribunal, Chennai.
- Corporate Guarantee given for securing non rated, unlisted, secured, redeemable, taxable, transferable, non-convertible debentures (NCD) issued by LKP Securities Limited not exceeding Rs. 3,000 lakhs (2024 : 3,000). NCD outstanding as at 31 March 2025 is Rs. 1,355 lakhs (2024 : Rs.815 lakhs).

- Claims against the Company, not acknowledged as debts in respect of disputed income tax matters is Rs. 29.65 lakhs (2024 : Rs. Nil lakhs).

Other Litigations

- A winding up petition filed by the Company against a borrower has been admitted by the Hon'ble High Court of Mumbai. The recovery if any will be accounted for when the money is received from official Liquidator.
- The Company has filed an arbitration case for Rs. 26.17 lakhs (2024 : Rs. 26.18 lakhs) against borrowers for which it has received a favourable award from the arbitrators. The opposing parties have filed an appeal in the Hon'ble High Court of Mumbai, which is pending.
- The Company has filed various cases for recovery of dues and suits are pending in various courts/tribunals. The Company has engaged advocates to protect the interests of the Company.

Capital Commitments- Rs. Nil (2024 : Rs. Nil lakhs).

30 Segment Informations

Disclosure under Indian Accounting Standard 108 – 'Operating Segments' is not given as, in the opinion of the management, the entire business activity falls under one segment viz. Investment and financing activities . The Company conducts its business only in one Geographical Segment viz. India.

31 Payment to Auditors

(Rs. in lakhs)

	31 March 2025	31 March 2024
Audit fees	10.00	10.00
Tax audit fees	1.00	1.00
Other matters & taxation	2.33	0.84
Total	13.33	11.84

Notes forming part of the standalone financial statements

(Rs. in lakhs)

32 Micro, small and medium enterprises

- (a) The Company has Rs. 3.20 lakhs (31 March 2024 : Rs. 3.13 lakhs) outstanding dues to party related to Micro, Small and Medium enterprises on the basis of information provided by the parties and available on record. Further, there is no interest paid / payable to micro and small enterprises during the year.

Trade payables and other payables include amount payable to Micro, Small and Medium Enterprises. Under the Micro, Small and Medium Enterprises Development Act, 2006, (MSMEDA) which came into force from 02 October, 2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises. On the basis of the information and records available with the management, the following disclosures are made for the amounts due to the Micro, Small and Medium enterprises, who have registered with the competent authorities.

(Rs. in lakhs)

	31 March 2025	31 March 2024
Principal amount remaining unpaid to any supplier as at the year end (not due)	3.20	3.13
Interest due thereon	-	-
Amount of interest paid by the Company in terms of section 16 of the MSMEDA, along with the amount of the payment made to the supplier beyond the appointed day during the accounting year	-	-
Amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMEDA	-	-
Amount of interest accrued and remaining unpaid at the end of the accounting year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

The Company has compiled the relevant information from its suppliers about their coverage under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act)

- (b) There are no trade payables as at 31 March 2025 and 31 March 2024.

33 Financial Instruments

- i) The Company's principal financial assets include investments, loans, other receivables, cash and cash equivalents and other bank balances that derive directly from its operations. The Company's principal financial liabilities, comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operation

a) Market risk:

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, foreign currency risk and other price risk such as equity price risk. Financial instruments affected by market risk include loans and borrowings, deposits, other financial instruments.

1 Interest rate risk:

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair value of fixed interest bearing investments because of fluctuations in the interest rates. Cash flow interest rate risk is the risk that future cash flows of floating interest bearing investments will vary because of fluctuations in interest rates.

The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's short-term loan from banks.

Notes forming part of the standalone financial statements

Interest rate risk exposure

(Rs. in lakhs)

	31 March 2025	31 March 2024
Variable rate borrowings*	-	1,894.41

*The above figures does not include amount due from other parties in the absence of term sheet and confirmation. Refer note 11

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Company's profit before tax is affected through the impact of change in interest rate of borrowings, as follows:

(Rs. in lakhs)

	Increase / decrease in basis points	Effect on Profit before tax
As at 31 March 2025	+ 50 / - 50	-
As at 31 March 2024	+ 50 / - 50	9.47

2) Equity Price Risk :

The Company's quoted equity investments carry a risk of change in prices. To manage its price risk arising from investments in equity securities, the Company periodically monitors the sectors it has invested in, performance of the investee companies, measures mark-to-market gains/losses. The fair value of some of the Company's investments exposes the Company to equity price risk.

3) Foreign currency risk:

The Company does not have any foreign currency risk. Hence no sensitivity analysis is required

4) Credit Risk:

Credit risk is the risk that the Company will incur a loss because its Loans and receivables fail to discharge their contractual obligations. The Company has a framework for monitoring credit quality of its Loans and receivables based on days past due monitoring at period end. Repayment by individual Loans and receivables are tracked regularly and required steps for recovery are taken through follow ups and legal recourse. Credit risk arises from loans and advances, receivables, cash and cash equivalents and deposits with banks.

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 obligations, and arises principally from the Company's Loans and advances, receivables, cash and cash equivalents, deposits with banks and investments .

The Company measures the expected credit loss of Loans and receivables based on historical trend, industry practices and the business environment in which the entity operates. Expected Credit Loss is based on actual credit loss experienced and past trends based on the historical data.

(i) Credit risk management

Company considers probability of default upon initial recognition of asset and whether there has been any significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk Company compares the risk of default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forward-looking information.

Definition of Default

A default on a financial asset is when the counterparty fails to make contractual payments within 90 days of when they fall due. This definition of default is determined by considering the business environment in which NBFC operates and other macro-economic factors.

Notes forming part of the standalone financial statements

For Trade receivables, definition of default has been considered at 360 days past due after looking at the historical trend of receiving the payments.

Provision for expected credit losses

Company provides for expected credit loss based on following:

The Company classifies its financial assets in three stages having the following characteristics :

Stage 1 :- Unimpaired and without significant increase in credit risk since initial recognition on which a twelve months allowance for ECL is recognised ;

Stage 2 :- a significant increase in credit risk since initial recognition on which a lifetime ECL is recognised ; and

Stage 3 :- Objective evidence of impairment, and are therefore considered to be in default or otherwise credit impaired on which lifetime ECL is recognised.

Unless identified at an earlier stage, all financial assets are deemed to have suffered a significant increase in credit risk when they are thirty days past due (DPD) on the reporting date and are accordingly transferred from stage 1 to stage 2. For Stage 1 an ECL allowance is calculated on a twelve months point in time probability weighted probability of default. For stage 2 and 3 assets a life time ECL is calculated on a lifetime probability of default.

(Rs. in lakhs)

	Loans		Trade receivable	
	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
Movement in allowance for credit loss during the year was as follows :				
Opening Balance	575.00	760.00	-	80.00
Add :- Provided during the year	-	575.00	-	-
Less :- Reversal during the year	-	(760.00)	-	(80.00)
Balance as at 31 March	575.00	575.00	-	-

Credit risk on cash and cash equivalents is limited as the Company generally invest in deposits with banks with high credit ratings assigned by credit rating agencies. Investments primarily include investment in Securities.

b) "Liquidity Risk:

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The Company's principal source of liquidity are cash and cash equivalents and the cash flow i.e. generated from operations. The Company consistently generated strong cash flows from operations which together with the available cash and cash equivalents and current investment provides adequate liquidity in short terms as well in the long term.

The table below provides details regarding the contractual maturities of financial liabilities including estimated interest payments as at :

(Rs. in lakhs)

	Carrying Amount / Fair value	As at 31 March 2025			
		Less than 1 year	2-5 years	More than 5 years	Total
Financial Liabilities :					
Other payables	11.45	11.45	-	-	11.45
Lease liabilities	2.76	2.76	-	-	2.76
Other financial liabilities	63.02	63.02	-	-	63.02
Borrowings	3,596.65	3,596.65	-	-	3,596.65
	3,673.88	3,673.88	-	-	3,673.88

Notes forming part of the standalone financial statements

(Rs. in lakhs)

	Carrying Amount / Fair value	As at 31 March 2024			
		Less than 1 year	2-5 years	More than 5 years	Total
Financial Liabilities :					
Other payables	39.90	39.90	-	-	39.90
Borrowings	5,491.06	5,491.06	-	-	5,491.06
Lease liabilities	7.20	4.64	2.56	-	7.20
Other financial liabilities	138.40	138.40	-	-	138.40
	5,676.56	5,674.00	2.56	-	5,676.56

ii) Capital Management

For the purpose of Company's capital management, capital includes issued capital and other equity reserves. The primary objective of the Company's Capital Management is to maximize shareholders value. The Company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants.

The Company monitors capital using gearing ratio, which is Net debt divided by total capital.

(Rs. in lakhs)

	As at 31 March 2025	As at 31 March 2024
Gross debt	3,596.65	5,491.06
Less: Cash and cash equivalents	1,880.08	192.19
Net debt	1,716.57	5,298.86
Total equity	34,679.99	34,924.27
Total capital	36,396.56	40,223.14
Gearing ratio	4.72%	13.17%

No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March 2025 and 31 March 2024.

iii) Categories of financial instruments and fair value thereof

(Rs. in lakhs)

	As at 31 March 2025			As at 31 March 2024		
	FVTOCI	FVTPL	Amortised Cost	FVTOCI	FVTPL	Amortised Cost
A) Financial assets (other than investment in subsidiaries)						
Cash and cash equivalents	-	-	1,880.08	-	-	192.19
Bank balance other than cash and cash equivalents	-	-	1,866.31	-	-	1,873.63
Loans	-	-	15,718.96	-	-	5,611.32
Investments	4,850.90	12,944.40	-	9,657.58	20,058.92	3,086.00
Other financial assets	-	-	125.33	-	-	116.72
Total financial assets	4,850.90	12,944.40	19,590.68	9,657.58	20,058.92	10,879.87

Notes forming part of the standalone financial statements

B) Financial liabilities						
Lease liabilities	-	-	2.76	-	-	7.20
Other payables	-	-	11.44	-	-	39.90
Borrowings	-	-	3,596.65	-	-	5,491.06
Other financial liabilities	-	-	63.02	-	-	138.40
Total financial liabilities	-	-	3,673.88	-	-	5,676.56

The management assessed that cash and cash equivalents and bank balances, trade receivables, other financial assets, certain investments, trade payables and other current liabilities approximate their fair value largely due to the short-term maturities of these instruments. Difference between carrying amount and fair value of bank deposits, other financial assets, other financial liabilities and borrowings subsequently measured at amortised cost is not significant in each of the year presented.

iv Fair value hierarchy

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities.

Disclosures of fair value measurement hierarchy for assets and liabilities as at 31 March 2025

(Rs. in lakhs)

	As at 31 March 2025				
Financial assets	Carrying Value	Fair value	Level 1	Level 2	Level 3
Financial assets measured at FVTOCI					
Investments	4,850.90	4,850.90	-	-	4,850.90
Financial assets measured at FVTPL					
Investments	12,944.41	12,944.41	10,212.09	2,732.31	-
Total	17,795.31	17,795.31	10,212.09	2,732.31	4,850.90

	As at 31 March 2024				
Financial assets	Carrying Value	Fair value	Level 1	Level 2	Level 3
Financial assets measured at FVTOCI					
Investments	9,657.58	9,657.58	1,171.95	-	8,485.62
Financial assets measured at FVTPL					
Investments	20,058.92	20,058.92	16,895.54	2,632.60	530.79
Total	29,716.50	29,716.50	18,067.49	2,632.60	9,016.41

Fair Value Hierarchy :

- Investments included in Level 1 of fair value hierarchy are based on prices quoted in stock exchange and/ or NAV declared by the funds.
- Investments included in Level 2 of fair value hierarchy have been valued based on inputs from banks and other recognised institutions such as FIMMDA.
- Investments included in Level 3 of fair value hierarchy have been valued using acceptable valuation techniques such as Net Asset Value and/ or Discounted Cash Flow Method.

Note : All financial instruments for which fair value is recognised or disclosed are categorised within the Fair Value Hierarchy described as above, based on the lowest level input that is significant to the fair value measurement as a whole.

Foreign currency risk:

The Company does not have any foreign currency risk. Hence no sensitivity analysis is required.

Notes forming part of the standalone financial statements

34 Employee benefit plans

A Gratuity and other post employment benefit plans

The Company has a gratuity plan for its employee's which is governed by the Payment of Gratuity Act, 1972. The gratuity benefit payable to the employees of the Company is greater of the provisions of the Payment of Gratuity Act, 1972 and the Company's gratuity scheme. Employees who are in continuous service for a period of five years are eligible for gratuity. The level of benefits provided depends on the employee's length of service, managerial grade and salary at retirement age. The gratuity plan is a funded plan and the Company makes contributions to approved gratuity fund .

The disclosures of employee benefits as defined in the Ind AS 19 "Employee Benefits" are given below:

a Details of post retirement gratuity plan are as follows:

i. Expenses recognised during the year in the statement of profit and loss (Rs. in lakhs)

	31 March 2025	31 March 2024
Current service cost	2.39	2.23
Interest income (net)	(3.05)	(3.17)
Past Service cost	-	-
Net expenses	(0.66)	(0.94)

II Expenses recognised during the year in other comprehensive income (OCI) (Rs. in lakhs)

	31 March 2025	31 March 2024
Actuarial (Gain)/Loss recognized for the period	37.52	0.89
Return on plan assets excluding net interest	1.46	0.30
Unrecognized actuarial (gain)/loss from previous period	-	-
Recognised during the year	38.97	1.19

III Net liability recognised in the balance sheet (Rs. in lakhs)

	31 March 2025	31 March 2024
Fair value of plan assets	58.22	109.33
Present value of obligation	51.75	65.62
Liability / (Assets) recognized in balance sheet	(6.47)	(43.71)

IV Reconciliation of opening and closing balances of defined benefit obligation (Rs. in lakhs)

	31 March 2025	31 March 2024
Defined benefit obligation as at the beginning of the year	65.62	58.63
Current service costs	2.39	2.23
Interest costs	4.57	4.06
Benefit paid	(58.35)	(0.19)
Actuarial (gain)/ loss on obligation	37.52	0.89
Defined benefit obligation at the end of the year	51.75	65.62

Notes forming part of the standalone financial statements

V Reconciliation of opening and closing balance of fair value of plan assets (Rs. in lakhs)

	31 March 2025	31 March 2024
Fair value of plan assets at the beginning of the year	109.33	99.22
Adjustment to opening balance	-	-
Interest income	7.62	7.23
Contributions paid by employer	1.07	3.37
Benefits paid	(58.35)	(0.19)
Return on plan asset	(1.46)	(0.30)
Fair value of plan assets at year end	58.22	109.33

VI Actuarial Assumptions (Rs. in lakhs)

	31 March 2025	31 March 2024
Discount rate (Per annum)	6.55%	6.97%
Rate of escalation in salary (per annum)	5.00%	5.00%
Expected average remaining service	9.56	9.56
Attrition rate	PS: 0 to 10 :7% PS: 10 to 20 :0% PS: 20 to 52 :7%	PS: 0 to 10 :7% PS: 10 to 20 :0% PS: 20 to 52 :7%
Mortality table	IALM(2012-14) ult	IALM(2012-14) ult

VII Quantitative Sensitivity Analysis

The key actuarial assumptions to which the benefit obligation results are particularly sensitive to are discount rate and future salary escalation rate. The following table summarizes the impact in percentage terms on the reported defined benefit obligation at the end of the reporting period arising on account of an increase or decrease in the reported assumption by 100 basis points

(Rs. in lakhs)

	31 March 2025	31 March 2024
Projected benefit obligation on current assumptions		
Increase by 1% in Discount rate	50.90	62.57
Decrease by 1% in Discount rate	52.68	69.01
Increase by 1% in Rate of salary increase	52.65	68.02
Decrease by 1% in Rate of salary increase	50.96	63.27

VIII Maturity analysis of projected benefit obligation : from the fund (Rs. in lakhs)

	31 March 2025	31 March 2024
1st Following Year	37.24	5.71
2nd Following Year	0.73	5.12
3rd Following Year	0.96	19.94
4th Following Year	0.94	17.10
5th Following Year	0.92	1.96
Sum of years 6 to 10	14.82	17.49

Notes forming part of the standalone financial statements

Notes:

- (a) The current service cost recognized as an expense is included in the Note 24 'Employee benefits expense' as gratuity. The remeasurement of the net defined benefit liability is included in other comprehensive income.
- (b) The estimate of future salary increases considered in the actuarial valuation takes into account the rate of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.
- (c) Significant actuarial assumptions for the determination of the defined obligation are discount rate, expected salary increase and mortality. The sensitivity analysis above have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

B Provident fund

A defined contribution plan is a post-employment benefit plan under which the Company pays fixed contributions and where there is no legal or constructive obligation to pay further contributions. During the year, the Company recognised expense of Rs. 2.68 Lakhs (2024: 2.78 lakhs) towards contribution made to provident fund under defined contribution plan.

35 Disclosure of transactions with related parties as require by Ind AS 24

(i) List of related parties

Holding Company

Hindon Mercantile Limited (w.e.f. 28 March 2025)

Subsidiary Company

Bond Street Capital Private Limited (ceased with effect from 26 March 2025)

Others fellow subsidiary/ associates/ entities controlled/ significant influenced by KMP/ relative of KMP/ Entity controlled by *

Mufin Green Finance Limited

Mufin Technologies Private Limited (Wholly owned subsidiary)

Mufinpay Payment Solution Private Limited

Hedge Money Private Limited

Bimapay Finsure Private Limited

2nd Layer Subsidiaries*

Fintelligence Data Science Private Limited (Subsidiary of Mufin Technologies Private Limited)

Mufin Green infra Limited (Subsidiary of Mufin Green Finance Limited)

Mufin Green Leasing Private Limited (Subsidiary of Mufin Green Finance Limited)

*with effect from 28 March 2025

Other related parties with whom transactions have taken place during the year or balance outstanding ay year end.

LKP Securities Limited

Bhavana Holding Private Limited

Sea Glimpse Investments Private Limited

M/s. L.K Panday

Mapple Leaf Trading & Services Limited

Keynote Fincorp Limited

MKM Shares & Stock Brokers Limited

Notes forming part of the standalone financial statements

Key Management Personnel	Nature of relationship
Umesh Aggarwal	Whole Time Director w.e.f. 28 March, 2025
Kapil Garg	Non- Executive Director w.e.f. 28 March, 2025
Gunjan Jain	Non- Exceutive & Women Director w.e.f. March 28, 2025
Manoj Kumar Bhatt	Independent Director w.e.f. March 28, 2025
Hemant Bhageria	Independent Director w.e.f. March 28, 2025
Mahendra V. Doshi	Executive Chairman & Managing Director upto 31 March 2025
Sajid Mohamed	Independent Director upto 31 March 2025
Dara Kalyaniwala	Independent Director w.e.f 1 July 2024 and upto 31 March 2025
Saseekala Nair	Independent Director w.e.f 1 July 2024 and upto 31 March 2025
Pratik M. Doshi	Non-Executive Director upto 31 March 2025
Dinesh Waghela	Non-Executive additional Director upto 31 March 2025
Vineet N. Suchanti	Independent Director upto 31 March 2024
Anjali Suresh	Independent Director upto 16 July 2024
Mustak Ali	Chief Financial Officer w.e.f. March 28, 2025
Ruby Chauhan	Company Secretary w.e.f March 28, 2025
G B Innani	G.M Legal & Company Secretary upto 31 March 2025
S S Gulati	Head - Corporate Affairs upto 31 March 2025

(ii) Transactions with Related parties:
(Rs. in lakhs)

	31 March 2025	31 March 2024
Remuneration to Key Management Personnel		
Key Management Personnel	186.96	307.98
Mahendra V Doshi	124.01	245.19
S.S. Gulati	39.02	38.86
Girish Inani	23.93	23.93
Interest Income	9.84	34.37
LKP Securities Limited	1.62	11.48
Mufin Green Finance Limited	8.22	-
Mapple Leaf Trading & Services Limited	-	15.92
Keynote Fincorp Limited	-	4.52
Bond Street Capital Private Limited	-	2.45
Interest expenses	11.89	73.92
Bond Street Capital Private Limited	11.89	66.22
Sea Glimpse Investments Private Limited	-	4.43
Bhavana Holdings Private Limited	-	3.28
Brokerage and Depository charges paid		
LKP Securities Limited	113.63	92.42

Notes forming part of the standalone financial statements

	(Rs. in lakhs)	
	31 March 2025	31 March 2024
Loans given	5,650.00	1,882.00
LKP Securities Limited	1,650.00	850.00
Mufin Green Finance Limited	4,000.00	-
Mapple Leaf Trading & Services Limited	-	150.00
Bond Street Capital Private Limited	-	582.00
Keynote Fincorp Limited	-	300.00
Repayment received of loan given	1,650.00	2,322.52
LKP Securities Limited	1,650.00	850.00
Mapple Leaf Trading & Services Limited	-	590.52
Bond Street Capital Private Limited	-	582.00
Keynote Fincorp Limited	-	300.00
Loans taken	25,185.00	30,225.00
Bond Street Capital Private Limited	25,185.00	29,025.00
Sea Glimpse Investments Private Limited	-	600.00
Bhavana Holdings Private Limited	-	600.00
Loans repaid	25,185.00	30,225.00
Bond Street Capital Private Limited	25,185.00	29,025.00
Sea Glimpse Investments Private Limited	-	600.00
Bhavana Holdings Private Limited	-	600.00
Sale of non current investments		
LKP Securities Limited	798.45	-
M/s. L.K Panday	3,296.28	-
Sea Glimpse Investments Private Limited	1,247.89	-
Assignment of receivables (refer note 48(ii))		
Sea Glimpse Investments Private Limited	500.00	-
Advance received against sale of Investments		
Sea Glimpse Investments Private Limited	39.20	-
Corporate Guarantee given	-	3,000.00
LKP Securities Limited (Debt outstanding against guarantee 2025: 1,355 lakhs 2024:Rs. 815.00 lakhs)	-	3,000.00
Directors sitting fees paid	16.00	14.00
Sajid Mohamed	3.00	2.50
Pratik M. Doshi	3.00	2.50
Dinesh Waghela	3.50	3.00
Dara Kalyaniwala	3.50	-

Notes forming part of the standalone financial statements

	31 March 2025	31 March 2024
Saseekala Nair	2.50	-
Vineet N. Suchanti	-	3.00
Smt. Anjali Suresh	0.50	3.00
Impairment / (Reversal of Impairment) on financial instruments	-	(80.00)
MKM Shares & Stock Brokers Limited	-	(80.00)

(Rs. in lakhs)

Outstanding balance as on	31 March 2025	31 March 2024
Projected benefit obligation on current assumptions		
Director Remuneration / Commission Payable	27.29	97.79
Mahendra V. Doshi		
Investments	-	3,086.00
Bond Street Capital Private Limited	-	1,171.95
LKP Securities Limited	-	210.16
Mapple Leaf Trading & Services Limited		
Loan given (including interest accrued)	4007.40	-
Mufin Green Finance Limited		
Corporate Guarantee given	3,000.00	3,000.00
LKP Securities Limited (Debt outstanding against guarantee 2025: Rs 1,355 lakhs 2024: Rs. 815.00 lakhs)		
Other advances/ Other receivables	111.22	102.67
LKP Securities Limited		

Transactions of purchase/sale of securities on exchange platforms are not considered in the above disclosures.

36 Earnings per share

(Rs. in lakhs)

	31 March 2025	31 March 2024
Profit after tax (Rs. In lakhs)	1,032.34	5,505.51
Weighted average number of equity shares		
- for Basic Earnings per share	1,25,68,623	1,25,68,623
- for Diluted Earnings per share	1,25,68,623	1,25,68,623
Face value of equity share (Rs/ share)	10	10
Basic earnings per share (Rs.)	8.21	43.80
Diluted Earnings per share (Rs/share)	8.21	43.80

Notes forming part of the standalone financial statements

37. Reconciliation between opening and closing balances in the balance sheet for liabilities arising from financing activities as required by Ind AS 7 "Statement of Cash Flows" is as under:

(Rs. in lakhs)

	As at 1 April 2024	Cash Inflows	Cash outflows	Non Cash Changes		As at 31 March 2025
				Interest Accrued	Other Charges	
Borrowings	5,491.06	25,185.00	(27,079.41)	-	-	3,596.65
Lease Liabilities	7.20	-	(4.92)	0.49	-	2.76

(Rs. in lakhs)

	As at 1 April 2023	Cash Inflows	Cash outflows	Non Cash Changes		As at 31 March 2024
				Interest Accrued	Other Charges	
Borrowings	8,725.77	30,225.00	(33,466.44)	6.72	-	5,491.06
Lease Liabilities	11.21	-	(4.92)	0.91	-	7.20

- 38 Disclosures as required by Ind AS 115

Revenue consist of following

(Rs. in lakhs)

Outstanding balance as on	31 March 2025	31 March 2024
Interest income	1,018.86	1,253.40
Dividend income	151.32	69.36
Net gain/ (loss) on fair value changes	(437.64)	6,868.91
Income from Stock lending and Borrowing Mechanism (SLBM)	4.44	47.64
Income from Alternate investment fund (AIF)	0.54	17.35
Advisory fees	-	0.21
Total	737.52	8,256.87

* All the above mentioned income pertains to NBFC business, included in revenue from operations and hence is covered in the above disclosures.

Revenue Disaggregation by Industrial Vertical & Geography is as follows

(Rs. in lakhs)

Revenue by offerings	31 March 2025	31 March 2024
Financial services - India	737.52	8,256.87
Total	737.52	8,256.87

(Rs. in lakhs)

Timing of Revenue Recognition	31 March 2025	31 March 2024
Income accounted at point in time	(285.78)	6,955.82
Income accounted over period of time	1,023.30	1,301.04
Total	737.52	8,256.87

- 39 (a) The Company, has no long-term contracts including derivative contracts having material foreseeable losses as at 31 March 2025 except below-

Notes forming part of the standalone financial statements

(b) Details of open interest (short) in Shares

(Rs. in lakhs)

	Quantity		"Provision for mark to market loss)/ profit (Rs. In lakhs)"	
	31 March 2025	31 March 2024	31 March 2025	31 March 2024
Name of Shares/ Securities				
Ef Auropharma 25 April 24	-	1,00,100.00	-	-
Ef Rblbank 24 April 25	10,17,500.00	-	10.79	-
Ef Rblbank 25 April 24	-	4,67,500.00	-	-
Total	10,17,500.00	5,67,600.00	10.79	-

- 40 As per section 135 of the Companies Act, 2013, Rs. 95.57 lakhs (2024 : Rs. 105.25 lakhs) is required to be spent by the Company during the year ended 31 March 2025 on Corporate Social Responsibility (CSR) and the same is spent in the following manner.

(Rs. in lakhs)

		31 March 2025	31 March 2024
(i)	Amount required to be spent by the Company during the year	95.57	105.25
(ii)	Amount of expenditure incurred	95.57	105.70
(iii)	Shortfall at the end of the year	-	-
(iv)	Total of previous years shortfall	Nil	Nil
(v)	Reason for shortfall	N.A.	N.A.
(vi)	Nature of CSR activities	Relief & rehabilitation of the disabled person and conducting ENT surgery, Medical Treatment, Prevent the occurrence of blindness, Upliftment of Eco- Socio Backward Society by providing Education and Self- Employment. Education activities and rural development.	Relief & rehabilitation of the disabled person and conducting ENT surgery, Medical Treatment, Prevent the occurrence of blindness, Upliftment of Eco- Socio Backward Society by providing Education and Self- Employment. Education activities and rural development.
(vii)	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	-	-
(viii)	Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately.	No Provision	No Provision

Notes forming part of the standalone financial statements

41 Dividend Recommendation:

- (a) The Board proposed dividend on equity shares after the balance sheet date (Rs. in lakhs)

	2025	2024
Proposed dividend on equity shares for the year ended on 31 March 2025 : Rs. Nil per share (31 March 2024: Rs. Nil per share)*	-	-
Interim dividend paid on equity shares for the year ended on 31 March 2025 : Rs.Nil per share (31 March 2024: Rs. Rs. 3/- per share) (Face Value Rs.10/-per share)	-	377.06

No Dividend has been declared or paid during the year by the Company.

- (b) There are no unclaimed dividend for a period of more than seven years. Further, there are no amounts due and outstanding to be credited to Investor's Education and Protection Fund as on 31 March 2025.

42 Struck off companies

There are neither transactions during the year nor balance outstanding as at 31 March 2025 with struck off companies.

43 The Company has not traded or invested in crypto currency or Virtual currency during the year.

44 No proceedings are initiated or pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988).

45 During the year, the Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person or entity including foreign entities (intermediaries) with the understanding (whether recorded in writing or otherwise) that the intermediary shall (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of Company (ultimate beneficiaries) or (ii) provide any guarantee, security or the like to or behalf of the ultimate beneficiaries.

46 During the year, the Company has not received any fund from any person(s) or entity(ies) including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Company shall (i) directly or indirectly lend or invest in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or (ii) provide any guarantee, security or the like to or on behalf of the funding party (ultimate beneficiaries) or (iii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

47 Financial Ratio

(Rs. in lakhs)

Sr. No.	Ratio	Numerator	Denominator	31 March 2025	31 March 2024	Variance %	Reason for variance more than 25%
1	Tier I Capital	Tier I Capital	Risk Weighted Assets	101.14	84.98	19.02	-
2	Tier II Capital	Tier II Capital	Risk Weighted Assets	0.21	0.12	77.65	Provision increased for standard loan
3	CRAR	Tier I Capital + Tier II Capital	Risk Weighted Assets	101.35	85.10	19.09	-
4	Liquidity Coverage Ratio	Cash and Cash Equivalent + Liquid Assets	Financial Liabilities	535.95	338.06	58.54	Liquid assets increased during the year

48 Exceptional Items

- i) Pursuant to the approval of the Shareholders through postal ballot on 19 October 2024, the Company has divested its investment in its wholly owned subsidiary viz. Bond Street Capital Private Limited (BSCPL) comprising of 995,000 equity shares, to LKP Securities Limited, Sea Glimpse Private Limited and LK Panday (partnership firm), Promoter Group Entities of the Company, for an aggregate consideration of Rs. 4,012.43 lakhs. Accordingly, the Company has ceased to be a holding company of BSCPL w.e.f. 26 March 2025. The gain of Rs. 926.44 lakhs on sale of such subsidiary has been disclosed as an exceptional item.

Notes forming part of the standalone financial statements

- ii) The Company has filed claim with the Official Liquidator of United Breweries (Holdings) Limited (under liquidation) for an amount recoverable of Rs 3,181.20 lakhs. The Company's claim for enforcement of its lien on 6,71,560 equity shares of United Spirits Limited pertaining to the said recovery is pending before DRT Bangalore. During the year, the Company has assigned these receivables to a related party (promoter group entity) viz. Sea Glimpse Investments Private Limited, for Rs 500.00 lakhs, as approved by the shareholder through postal ballot on 9 March 2024. The amount of Rs. 500 lakhs, received on such assignment, has been disclosed as exceptional item."

- 49 Further, investments in unlisted equity shares to be acquired at the agreed price, as given below, by the Promoter Group Entities of the Company, pursuant to the approval of the Shareholders through postal ballot on 19 October 2024, remains pending as at 31 March 2025.

Name of the Company	Number of shares	Amount (Rs) in lakhs
Care Health Insurance Company Limited	20,44,628	3,271.40
Nivaata System Private Limited	4,381	262.86
The Hindustan Times Limited	5,600	39.20

- 50 Balance Sheet of a non deposit taking Non-Banking Financial Company (As required in terms of paragraph 13 of Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms {Reserve Bank} Directions, 2007)

Liabilities Side:

(Rs. in lakhs)

Liabilities :		
Name of the Company	Amount outstanding	Amount overdue
1. Loans and advances availed by the NBFCs inclusive of interest accrued thereon but not paid:		
(a) Debentures : Secured	-	-
: Unsecured	-	-
(other than falling within the meaning of public deposits)		
(b) Deferred credits	-	-
(c) Term loans	-	-
(d) Inter-corporate loans and borrowing	3,596.65	-
(e) Commercial paper	-	-
(f) Public deposits	-	-
(g) Other loans- Working Capital , Overdraft and cash credit	-	-
2. Break-up of (1) (f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid) :		
(a) In the form of Unsecured debenture		
(b) In the form of partly secured debenture i.e. debentures where there is a shortfall in the value of security		
(c) Other public deposits		

Assets :

(Rs. in lakhs)

3. Break-up of Loans and Advances including bills receivables [other than those included in (4) below]	
(a) Secured	2,610.26
(b) Unsecured	14,436.05

Notes forming part of the standalone financial statements

4. Break up of Leased Assets and stock on hire and other assets counting towards AFC activities	
(i) Lease assets including lease rentals under sundry debtors : (a) Financial lease (b) Operating lease (ii) Stock on hire including hire charges under sundry debtors: (a) Assets on hire (b) Repossessed assets (iii) Other loans counting towards AFC activities (a) Loans where assets have been repossessed (b) Loans other than (a) above	
5. Break-up of Investments : Current Investments : Quoted : (i) Shares : (a) Equity * (b) Preference (ii) Debentures and Bonds* (iii) Units of mutual funds (iv) Government Securities (v) Others Unquoted : (i) Shares : (a) Equity (b) Preference (ii) Debentures and Bonds (iii) Units of mutual funds (iv) Government Securities (v) Others	6,295.53 - 1,726.01 3,916.56 1,006.30 - - - - - -
Long Term Investments : Quoted : (i) Shares : (a) Equity (b) Preference (ii) Debentures and Bonds	- - -

Notes forming part of the standalone financial statements

(iii) Units of mutual funds	-
(iv) Government Securities	-
(v) Others	-
Unquoted :	
(i) Shares : (a) Equity	4,850.90
(b) Preference	-
(ii) Debentures and Bonds	-
(iii) Units of mutual funds	-
(iv) Government Securities	-
(v) Others	-

6. Borrower group-wise classification of assets financed as in (3) and (4) above

(Rs. in lakhs)

Category	Amount net of provisions		
	Secured	Unsecured	Total
Related Parties			
(a) Subsidiaries	-	-	-
(b) Companies in the same group	-	111.22	111.22
(c) Other related parties	-	4,007.40	4,007.40
Other than related parties	2,610.26	10,317.44	12,927.70
Total	2,610.26	14,436.05	17,046.31

7. Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted):

(Rs. in lakhs)

Category	Market Value / Break up or fair value or NAV	Book Value (Net of Provisions)
1. Related Parties **		
(a) Subsidiaries		
(b) Companies in the same group		
(c) Other related parties		
2. Other than related parties	17,795.31	17,795.31
	17,795.31	17,795.31
** As per Indian Accounting Standard issue by ICAI		

Notes forming part of the standalone financial statements

8. Other Information	(Rs. in lakhs)
(i) Gross Non-Performing Assets	
(a) Related parties	-
(b) Other than related parties	575.00
(ii) Net Non-Performing Assets	
(a) Related parties	-
(b) Other than related parties	-
(iii) Assets acquired in satisfaction of debt	-

Disclosure Pursuant To Reserve Bank Of India Notification RBI/2022-23/26/DOR.ACC.REC.No.20/21.04.018/2022-23 dated 19 April, 2022 pertaining to Notes to Accounts of NBFC's:

(A) Exposures to Real Estate Sector:

Particulars	31 March 2025	31 March 2024
(i) Direct Exposure		
(a) Residential Mortgages		
Lending fully secured by mortgages on residential property that is or will be occupied by the borrower or that is rented	-	-
(b) Commercial Real Estate		
Lending secured by mortgages on commercial real estates (office buildings, retail space, multi-purpose commercial premises, multi-family residential buildings, multi-tenanted commercial premises, industrial or warehouse space, hotels, land acquisition, development and construction, etc.). Exposure shall also include non-fund based limits.	-	-
(c) Investments in Mortgage Backed Securities (MBS) and other securitised exposures		
(i) Residential	-	-
(ii) Commercial Real Estate	-	-
(ii) Indirect Exposure	-	-
Fund based and non-fund-based exposures on National Housing Bank and Housing Finance Companies.	-	-
(B) Total Exposure to Real Estate Sector		
Exposure to Capital Market		
(a) direct investment in equity shares, convertible bonds, convertible debentures and units of equity-oriented mutual funds the corpus of which is not exclusively invested in corporate debt;	11,146.43	18,414.49
(b) advances against shares / bonds / debentures or other securities or on clean basis to individuals for investment in shares (including IPOs / ESOPs), convertible bonds, convertible debentures, and units of equity-oriented mutual funds;	-	-
(c) advances for any other purposes where shares or convertible bonds or convertible debentures or units of equity oriented mutual funds are taken as primary security;	-	-

Notes forming part of the standalone financial statements

Particulars	31 March 2025	31 March 2024
(d) advances for any other purposes to the extent secured by the collateral security of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds i.e. where the primary security other than shares / convertible bonds / convertible debentures / units of equity oriented mutual funds 'does not fully cover the advances;	-	-
(e) secured and unsecured advances to stockbrokers and guarantees issued on behalf of stockbrokers and market makers;	111.22	-
(f) loans sanctioned to corporates against the security of shares / bonds / debentures or other securities or on clean basis for meeting promoter's contribution to the equity of new companies in anticipation of raising resources;	-	-
(g) bridge loans to companies against expected equity flows / issues;	-	-
(h) Underwriting commitments taken up by the Company in respect of primary issue of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds	-	-
(i) Financing to stockbrokers for margin trading	-	-
(j) All exposures to Alternative Investment Funds:	-	-
(i) Category I	-	-
(ii) Category II	-	-
(iii) Category III	-	530.79
Total Exposure to Capital Market	11,257.65	18,945.27

(C) Sectoral Exposure

Sectors	31 March 2025			31 March 2024		
Particulars	Total Exposure (includes on balance sheet and off-balance sheet exposure)*	Gross NPAs	% of Gross NPAs to total exposure in that sector	Total Exposure (includes on balance sheet and off-balance sheet exposure)	Gross NPAs	% of Gross NPAs to total exposure in that sector
1. Agriculture and Allied Activities	-	-	-	-	-	-
2. Industry	-	-	-	-	-	-
3. Services						
(i) NBFC	6,522.19	-	-	-	-	-
(ii) Mortgage backed real estate exposure	-					
(iii) Others	8,667.82	125.00	1.44%	4,681.74	-	-
Total of Services	15,190.01	125.00	-	4,681.74	-	-
4. Personal Loans	-	-	-	-	-	-
5. Others, if any (please specify)	1,103.95	450.00	40.76%	1,504.58	575.00	38.22%
Total	16,293.96	575.00	3.53%	6,186.32	575.00	9.29%

Notes forming part of the standalone financial statements

* Only loans given considered.

(D) Intra Group Exposures

Particulars	31 March 2025	31 March 2024
(i) Total amount of intra-group exposures*	4,007.40	4,257.95
(ii) Total amount of top 20 intra-group exposures*	4,007.40	4,257.95
(iii) "Percentage of intra-group exposures to total exposures of the NBFC on borrowers"	11.76%	10.92%

* All loans and investments considered

(E) There were no unhedged foreign currency transactions for the year ended 31 March 2025 and 31 March 2024.

(F) For Related party disclosures refer note 35

(G) There are no complaints received by the Company from customers and from the offices of ombudsman.

51 Analysis of change in the gross carrying amount and corresponding ECL allowance in relation to Loans

The Table below shows the credit quality and the maximum exposure to credit risk based on the Company's year end stage classification. The amounts presented are gross of impairment allowances. Policies on ECL allowances are set out in Note 2 .

Reconciliation of changes in gross carrying amount and corresponding ECL allowances for loans and advances to corporate and retail customers:

The following disclosures provides stage wise reconciliation of the Company's gross carrying amount and ECL allowances for loans and advances to corporate and retail customers. The transfer of financial assets represents the impact of stage transfers upon the gross carrying amount and associated allowance for ECL. The net remeasurement of ECL arising from stage transfers represents the increase or decrease due to these transfers.

The new assets originated/ repayments received (net) represents the gross carrying amount and associated allowance ECL impact from transactions within the Company's lending portfolio.

Reconciliation / movement for the year ended 31 March 2025

	Stage 1		Stage 2		Stage 3		Total	
	Loans Gross	Impairment loss allow-ances	Loans Gross	Impairment loss allow-ances	Loans Gross	Impairment loss allow-ances	Loans Gross	Impairment loss allow-ances
Balance as at 31 March 2024	5,611.32	-	410.00	410.00	165.00	165.00	6,186.32	575.00
Transfers during the year								
Balance written off	-	-	-	-	450.00	450.00	450.00	450.00
Transfer to Stage 1 from stage 3	-	-	-	-	(450.00)	(450.00)	(450.00)	(450.00)
Transfer to Stage 2 from stage 1					-	-	-	-
Transfer to Stage 3 from stage 2	-	-	(285.00)	(285.00)	285.00	285.00	-	-

Notes forming part of the standalone financial statements

Increase in impairment loss allowance during the year	-		-	-	-	-	-	-
Purchase of credit impaired financial assets					-	-	-	-
New assets originated/ repayments received (net)	10,107.64		-	-	-	-	10,107.64	-
New Credit Exposures during the year, net of repayment		-	-	-			-	-
Balance as at 31 March 2025	15,718.96	-	125.00	125.00	450.00	450.00	16,293.96	575.00

	Stage 1		Stage 2		Stage 3		Total	
	Loans Gross	Impairment loss allowances	Loans Gross	Impairment loss allowances	Loans Gross	Impairment loss allowances	Loans Gross	Impairment loss allowances
Balance as at 31 March 2023	11,151.54	-	-	-	975.00	760.00	12,126.54	760.00
Transfers during the year								
Balance written off	-	-	-	-	(360.00)	(360.00)	(360.00)	(360.00)
Transfer to Stage 1 from stage 3	50.00	-			(450.00)	(400.00)	(400.00)	(400.00)
Transfer to Stage 2 from stage 1								
Transfer to Stage 3 from stage 2	-	-			-	-	-	-
Increase in impairment loss allowance during the year	(410.00)		410.00	410.00		165.00	-	575.00
Purchase of credit impaired financial assets					-	-	-	-
New assets originated/ repayments received (net)	(5,180.22)		-	-	-	-	(5,180.22)	-
New Credit Exposures during the year, net of repayment		-	-	-			-	-
Balance as at 31 March 2024	5,611.32	-	410.00	410.00	165.00	165.00	6,186.32	575.00

Notes forming part of the standalone financial statements

Rs. In Lakhs unless otherwise stated

52. Details of non-performing financial assets purchased:	31 March 2025	31 March 2024
1. (a) No. of accounts purchased during the year	0	0
(b) Aggregate outstanding	165	165
2. (a) Of these, number of accounts restructured during the year	-	-
(b) Aggregate outstanding	-	-
During the current financial year Company has not purchased non performing assets account hence no accounts restructured during the year		
53 The disclosures as required by the NBFC Master Directions issued by RBI - A comparison between provision required under income recognition, asset classification and provisioning (IRACP) and impairment allowances as per Ind AS 109 'Financial instruments' as at 31 March 2025 .		

(Rs. in lakhs)

Asset Classification as per RBI Norms	Asset classification as per Ind AS 109	Gross Carrying Amount as per Ind AS	Loss Allowances (Provisions) as required under Ind AS 109	Net Carrying Amount	Provisions required as per IRACP norms	"Difference between Ind AS 109 provisions and IRACP norms"
(1)	(2)	(3)	(4)	(5)=(3)-(4)	(6)	(7) = (4)-(6)
Performing Assets						
Standard	Stage 1	15,843.96	194.23	15,649.73	63.37	130.86
	Stage 2	-	-	-	-	-
Subtotal						
Non-Performing Assets (NPA)						
Substandard	Stage 2	-	-	-	-	-
Doubtful - up to 1 year	Stage 3	-	-	-	-	-
1 to 3 years	Stage 3	450.00	450.00	-	450.00	-
More than 3 years	Stage 3	-	-	-	-	-
Subtotal for doubtful						
Loss	Stage 3					
Subtotal for NPA						
Other items such as guarantees, loan commitments, etc. which are in the scope of Ind AS 109 but not covered under current Income Recognition, Asset Classification and Provisioning (IRACP) norms	Stage 1	-	-	-	-	-
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-
Subtotal						

Notes forming part of the standalone financial statements

Total	Stage 1	15,843.96	194.23	15,649.73	63.37	130.86
	Stage 2	-	-	-	-	-
	Stage 3	450.00	450.00	-	450.00	-
	Total	16,293.96	644.23	15,649.73	513.37	130.86

54 Assets Liability Management - Maturity pattern of Assets and Liabilities (Rs. In Lakhs)

	As at 31 March 2025			As at 31 March 2024		
	Within 12 months Current	After 12 Months Non-Current	Total	Within 12 months Current	After 12 Months Non-Current	Total
Financial Assets						
(a) Cash and cash equivalents	1,880.08	-	1,880.08	192.19	-	192.19
(b) Bank balance other than (a) above	1,866.31	-	1,866.31	1,873.63	-	1,873.63
(c) Loans	15,718.96	-	15,718.96	5,611.32	-	5,611.32
(d) Investments	12,944.40	4,850.90	17,795.31	19,538.13	13,264.37	32,802.50
(e) Other financial assets	125.33	-	125.33	116.72	-	116.72
Total Financial Assets	32,535.08	4,850.90	37,385.99	27,331.99	13,264.37	40,596.36
Non-Financial Assets						
(a) Current tax assets (net)	-	69.34	69.34	-	29.54	29.54
(b) Property, plant and equipments	-	4.82	4.82	-	5.33	5.33
(c) Right-of-use assets	2.35	-	2.35	-	6.69	6.69
(d) Other non-financial assets	6.47	1,126.21	1,132.68	42.16	1,169.93	1,212.09
Total Non-Financial Assets	8.82	1,200.37	1,209.19	42.16	1,211.49	1,253.65
Non-Financial Assets						
(a) Current tax assets (net)	-	69.34	69.34	-	29.54	29.54
(b) Property, plant and equipments	-	4.82	4.82	-	5.33	5.33
(c) Right-of-use assets	2.35	-	2.35	-	6.69	6.69
(d) Other non-financial assets	6.47	1,126.21	1,132.68	42.16	1,169.93	1,212.09
Total Non-Financial Assets	8.82	1,200.37	1,209.19	42.16	1,211.49	1,253.65
Financial Liabilities						
(a) Other payables						
(i) total outstanding dues of micro enterprises and small enterprises	3.20	-	3.20	3.13	-	3.13

Notes forming part of the standalone financial statements

54 Assets Liability Management - Maturity pattern of Assets and Liabilities ...CONT (Rs. In Lakhs)

	As at 31 March 2025			As at 31 March 2024		
	Within 12 months Current	After 12 Months Non-Current	Total	Within 12 months Current	After 12 Months Non-Current	Total
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	8.25	-	8.25	36.77	-	36.77
(b) Borrowings	3,596.65	-	3,596.65	5,491.06	-	5,491.06
(c) Lease liabilities	2.76	-	2.76	4.64	2.56	7.20
(d) Other financial liabilities	63.02	-	63.02	138.40	-	138.40
Total Financial Liabilities	3,673.88	-	3,673.88	5,674.00	2.56	5,676.56
Non-Financial Liabilities						
(a) Current tax liabilities (net)	48.94	-	48.94	151.81	-	151.81
(b) Provisions	-	69.23	69.23	-	39.23	39.23
(c) Deferred tax Liabilities (net)	-	59.78	59.78	-	977.94	977.94
(d) Other non-financial liabilities	63.36	-	63.36	80.20	-	80.20
Total Non-financial liabilities	112.30	129.01	241.31	232.01	1,017.17	1,249.18

55 Events after reporting date

There have been no events after the reporting date that require adjustment/ disclosures in these financials statements.

56 Previous year's figures have been regrouped / rearranged wherever necessary to correspond with the current year's regrouping / disclosures. Figures in brackets pertain to previous year.

In terms of our Report of even date attached

For MGB & Co. LLP

Chartered Accountants

Firm Registration Number: 101169W/W-100035

Hitendra Bhandari

Partner

Membership Number: 107832

Place : Mumbai

Date : 22 May 2025

For and on behalf of the Board

LKP Finance Limited

Umesh Aggarwal

Whole Time director

DIN : 03109928

Ruby Chauhan

Company Secretary & Compliance officer

A 69210

Kapil Garg

Director

DIN : 01716987

Mustak Ali

Chief Financial Officer

Independent Auditor's Report

To
The Members of
LKP Finance Limited

Report on the Audit of Consolidated Financial Statements

1. Qualified Opinion

We have audited the accompanying consolidated financial statements of LKP Finance Limited ("the Holding Company") and its subsidiary (ceased w.e.f. 26 March 2025) (Holding Company and its subsidiary together referred to as "the Group), which comprise the consolidated balance sheet as at 31 March 2025, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity, the consolidated statement of cash flows for the year then ended and notes to the consolidated financial statements including a summary of material 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, except for the possible effects of matter described in the "Basis for Qualified opinion" paragraph of our report, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act"), the circulars, guidelines and directions issued by the Reserve Bank of India ("RBI") from time to time applicable to NBFC ("RBI guidelines") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Group as at 31 March 2025, its profit, total comprehensive loss, the changes in equity and its cash flows for the year ended on that date.

2. Basis for Qualified Opinion

The Group has not obtained balance confirmations / term sheets from two lenders with outstanding balances aggregating to Rs. 3,596.65 lakhs, included under borrowings. Accordingly, external confirmations as required under Standard on Auditing (SA) 505, External Confirmations, were not available for our verification. Further, the Group has not provided interest expense on the above mentioned borrowings, the amount of which is presently not ascertainable, and is not in compliance with Ind AS 109 "Financial Instruments" wherein such financial liabilities are required to be measured at amortised cost using the effective interest rate method.

Had the interest expense been provided, the liabilities would have been higher, the net profit for the year and networth as at 31 March 2025 would have been lower to that extent. In respect of one lender, Kingfisher Finvest India Limited, with an outstanding balance of Rs. 2,122.40 lakhs, the Group received a garnishee Order from the Recovery Officer, Debt Recovery Tribunal (DRT), Bangalore, for Rs. 2,500 lakhs plus interest. This Order was pursuant to order obtained by State Bank of India from DRT against Kingfisher Airlines Limited, United Breweries (Holdings) Limited and others. The Group has contested the claim and deposited Rs. 1,126.22 lakhs, included in other non-financial assets and mutual fund investments of Rs. 595.12 lakhs have been attached by the Recovery Officer. The matter is currently pending before the Debt Recovery Appellate Tribunal, Chennai. In the absence of external confirmations, pending outcome of the legal dispute and non-provision of interest, we are unable to determine whether any adjustments or additional disclosures are required in the accompanying consolidated financial statements.

Our opinion for the year ended 31 March 2024, was also modified in respect of the above matter.

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 obtained by us is sufficient and appropriate to provide a basis for our qualified audit opinion on the consolidated financial statements.

3. 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.

Sr. No	Key Audit Matter	Auditor's Response
1.	<p>Expected Credit Loss under Ind AS 109 "Financial Instruments"</p> <p>The Group recognises Expected Credit Losses (ECL) on loan assets under Ind AS 109 "Financial Instruments" based on the Expected Credit Loss model developed by the Company. The estimation of expected credit loss on financial instruments involves significant judgement and estimates. Key estimates involve determining Exposure at Default (EAD) and Probability at Default (PD) using historical information. Hence, we have considered the estimation of ECL as a Key Audit Matter.</p>	<p>-Assessed the accounting policy for impairment of financial assets and its compliance with Ind AS 109.</p> <p>- Obtained an understanding of the Group's Expected Credit Loss (ECL) calculation and the underlying assumptions.</p> <p>- Tested the key controls over the assessment and identification of significant increase in credit risk and staging of assets.</p> <p>- Sample testing of the accuracy and appropriateness of information used in the estimation.</p> <p>- Tested the arithmetical accuracy of the computation of PD and also performed analytical procedures to verify the reasonableness of the computation.</p> <p>- Assessed the disclosure made in relation to Ind AS 109 for ECL allowance. Further, we also assessed whether the disclosure of key judgements and assumptions are adequate.</p>

4. Other Information

The Holding Company's Management and Board of Directors are responsible for other information. The other information comprises the information included in the Holding Company's annual report but does not include the consolidated financial statements and our auditor's report thereon. The Holding Company's annual report is expected to be made available to us after the date of this auditor's report.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance 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 in the audit, or otherwise appears to be materially misstated.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant laws and regulations.

5. Management's Responsibilities for the consolidated financial statements

The Holding Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act, with respect to the preparation of these consolidated financial statements that give a true and fair view of the financial position, financial performance (including other comprehensive income), changes in equity and cash flows of the Group in accordance with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act, read with rules issued thereunder, the RBI guidelines and other recognized accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the respective Board of Directors of the Companies are responsible for assessing the Group'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 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 are responsible for overseeing the financial reporting process of their respective companies.

6. 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 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 Group has adequate internal financial controls system 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 Group'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 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 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 within the Group to express an opinion on the consolidated financial statements.

We communicate with those charged with governance of the Holding Company and such other entity included in the consolidated financial statements of which we are independent auditors 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 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.

7. Report on Other Legal and Regulatory requirements

- I. As required by Section 143 (3) of the Act, we report that:
 - a) We have sought, except for the matter described in the "Basis for Qualified Opinion" paragraph above, 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) Except for the effects/possible effects of the matter described in the "Basis for Qualified Opinion" paragraph above, in our opinion, proper books of account as required by law have been kept by the Group so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.

- d) Except for the effects/possible effects of the matter described in the “Basis for Qualified Opinion” paragraph above, in our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.
- e) On the basis of the written representations received from the directors as on 31 March, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) The matters described in the Basis for Qualified Opinion paragraph above, in our opinion, may have an adverse effect on the functioning of the Group.
- g) With respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate Report in “Annexure A”.
- h) 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 remuneration paid/payable by the Group to its directors during the year is in accordance with the provisions of Section 197 of the Act.
- i) 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 as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Group has disclosed the impact of pending litigations on its financial position in its consolidated financial statements. (Refer note 29 of the consolidated financial statements)
 - ii. The Group did not have any long term contracts including derivative contracts for which there were any material foreseeable losses; and
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Group.
- iv. (a) The respective managements of the Holding Company and its subsidiary have represented, that, to the best of their knowledge and belief, as referred in notes to the accounts, 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 Holding Company and the subsidiary 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 Holding Company and the subsidiary (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries
- (b) The respective managements of the Holding Company and its subsidiary has represented, that, to the best of its knowledge and belief, as referred in the notes to the accounts, no funds have been received by the Holding Company and the subsidiary from any persons or entities, including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Holding Company and the subsidiary 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
- (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by the Holding Company and its subsidiary, nothing has come to our notice that has caused us to believe that the representations under subclause iv(a) and (b) contain any material misstatement.
- v. The Group has not declared or paid dividend during the year and has not proposed final dividend for the year.
- vi. Based on our examination which included test checks, the Holding Company and its subsidiary company have used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software.

Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Also, the audit trail has been preserved by the Group as per the statutory requirements for record retention.

- II 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 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 Company and its subsidiary (ceased w.e.f. 28 March 2025) included in

the consolidated financial statements of the Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.

For MGB & Co LLP

Chartered Accountants

Firm Registration Number 101169W/W-100035

Hitendra Bhandari

Partner

Membership Number 107832

Mumbai, 22 May 2025

UDIN: 25107832BMLLWR8472

Annexure - A to the Independent Auditor's Report

Report on the Internal Financial Controls under clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 7(I)(g) under 'Report on Other Legal and Regulatory Requirements' of our Report of even date to the members of the LKP Finance Limited on the consolidated financial statements for the year ended 31 March 2025.

In conjunction with our audit of the consolidated financial statements of LKP Finance Limited ("the Company") as of and for the year ended 31 March, 2025, we have audited the internal financial controls with reference to Consolidated financial statements of LKP Finance Limited (hereinafter referred to as the "Holding Company") and its subsidiary company (ceased w.e.f. 26 March 2025), incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Boards of Directors of the Company and its subsidiary company, incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting 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.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company and its subsidiary company, 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, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 over financial reporting was 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 over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and 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 qualified audit opinion on the internal financial controls system over financial reporting of the Company and its subsidiary company, incorporated in India.

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting 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 over financial reporting 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 consolidated 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 consolidated financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, 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 over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Basis for Qualified Opinion

According to the information and explanations given to us and based on our audit, material weaknesses have been identified in respect of Independent Confirmations/ term sheets which were not obtained /received from two lenders for the balances outstanding as at 31 March, 2025.

A 'material weakness' is a deficiency, or a combination of deficiencies, in internal financial control with reference to financial statements, such that there is reasonable possibility that a material misstatement of the Group's annual or interim financial statements will not be prevented or detected on a timely basis.

Qualified Opinion

In our opinion, except for the possible effects of the material weakness described in the 'Basis for qualified opinion' paragraph above on the achievement of the objectives of the control criteria, the Company and its subsidiary company incorporated in India have maintained, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as of 31 March 2025, based on the internal control over financial reporting

criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note issued by the Institute of Chartered Accountants of India.

We have considered the material weaknesses identified and reported above in determining the nature, timing, and extent of audit tests applied in our audit of the consolidated financial statements of the Company as at and for the year ended 31 March 2025, and the material weaknesses have affected our opinion on the consolidated financial statements of the Group and accordingly we have issued a qualified opinion on the consolidated financial statements

For MGB & Co LLP

Chartered Accountants

Firm Registration Number 101169W/W-100035

Hitendra Bhandari

Partner

Membership Number 107832

Mumbai, 22 May 2025

UDIN: 25107832BMLLWR8472

Consolidated Balance Sheet as at 31 March 2025

(Rs. in Lakhs)

	Notes	31 March 2025	31 March 2024
ASSETS			
(1) Financial Assets			
(a) Cash and cash equivalents	3(a)	1,880.08	221.62
(b) Bank balance other than (a) above	3(b)	1,866.31	4,361.57
(c) Loans	4	15,718.96	5,862.79
(d) Investments	5	17,795.31	33,653.36
(e) Other financial assets	6	125.33	130.92
		37,385.99	44,230.26
Total Financial Assets			
(2) Non-Financial Assets			
(a) Current tax assets (net)	7(a)	69.34	30.53
(b) Property, plant and equipments	8	4.82	6.19
(c) Right-of-use assets	8(a)	2.35	6.69
(d) Goodwill on Consolidation		-	143.00
(e) Other non-financial assets	9	1,132.68	1,218.95
		1,209.19	1,405.36
Total Non-Financial Assets			
TOTAL ASSETS			
		38,595.18	45,635.62
LIABILITIES AND EQUITY			
LIABILITIES			
(1) Financial Liabilities			
(a) Payables			
(I) Other payables	10		
(i) total outstanding dues of micro enterprises and small enterprises		3.20	3.58
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises		8.25	51.97
(b) Borrowings	11	3,596.65	8,445.64
(c) Lease liabilities	12	2.76	7.20
(d) Other financial liabilities	13	63.02	162.48
		3,673.88	8,670.87
Total Financial Liabilities			
(2) Non-Financial Liabilities			
(a) Current tax liabilities (net)	7(b)	48.94	151.81
(b) Provisions	14	69.23	39.67
(c) Deferred tax liabilities (net)	15	59.78	990.29
(d) Other non-financial liabilities	16	63.36	81.31
		241.31	1,263.08
Total Non-financial liabilities			
(3) EQUITY			
(a) Equity share capital	17	1,256.86	1,256.86
(b) Other equity	18	33,423.13	34,444.81
		34,679.99	35,701.67
Total Equity			
TOTAL LIABILITIES AND EQUITY			
		38,595.18	45,635.62

Notes forming part of the consolidated financial statements

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In terms of our Report of even date attached

For MGB & Co. LLP

Chartered Accountants

Firm Registration Number: 101169W/W-100035

Hitendra Bhandari

Partner

Membership Number: 107832

Place : Mumbai

Date : 22 May 2025

For and on behalf of the Board

LKP Finance Limited

Umesh Aggarwal

Whole Time director

DIN : 03109928

Ruby Chauhan

Company Secretary & Compliance officer

A 69210

Kapil Garg

Director

DIN : 01716987

Mustak Ali

Chief Financial Officer

Consolidated Statement of Profit and Loss for the year ended 31 March 2025

(Rs. in Lakhs)

	Notes	31 March 2025	31 March 2024
Revenue from operations	19		
(i) Interest income		1,251.14	1,479.65
(ii) Dividend income		156.72	74.89
(iii) Net gain/ (loss) on fair value changes		1.41	7,369.12
(iv) Other operating income		4.98	65.20
Total Revenue from operations		1,414.25	8,988.87
Other Income	20	28.60	24.02
Total Income		1,442.85	9,012.89
Expenses			
(i) Finance costs	21	307.54	476.10
(ii) Fees and commission expense	22	35.43	68.72
(iii) Impairment of financial instruments	23	480.00	283.11
(iv) Employee benefits expense	24	355.83	531.71
(v) Depreciation	25	5.55	5.69
(vi) Other expenses	26	232.51	315.09
Total Expenses		1,416.86	1,680.42
Profit/(loss) before tax and exceptional item		25.99	7,332.47
Exceptional item (refer note 48)		217.07	-
Profit before tax		243.06	7,332.47
Tax expense			
Current tax - Current Year		459.32	882.77
- Earlier Year		(113.68)	7.23
Deferred tax (credit) / charge		(284.46)	497.57
Total tax expense		61.18	1,387.56
Profit after tax		181.88	5,944.91
Other Comprehensive income /(loss)(OCI)			
Items that will not be reclassified to profit or loss (net of tax)			
- Remeasurement gains/(losses) on defined benefit plans		(38.92)	(1.21)
- Fair value change on equity instruments through other comprehensive income		(1,164.64)	575.02
Other Comprehensive income/(loss) for the year		(1,203.56)	573.81
Total comprehensive Income/(loss) for the year		(1,021.68)	6,518.72
Earning per equity share (face value of Rs. 10 each)			
Basic (in Rs.)		1.45	47.30
Diluted (in Rs.)		1.45	47.30

Notes forming part of the consolidated financial statements

1-57

In terms of our Report of even date attached

For and on behalf of the Board
LKP Finance Limited

For MGB & Co. LLP
Chartered Accountants
Firm Registration Number: 101169W/W-100035

Umesh Aggarwal
Whole Time director
DIN : 03109928

Kapil Garg
Director
DIN : 01716987

Hitendra Bhandari
Partner
Membership Number: 107832

Ruby Chauhan
Company Secretary & Compliance officer
A 69210

Mustak Ali
Chief Financial Officer

Place : Mumbai
Date : 22 May 2025

Consolidated Statement of Cash Flow for the year ended 31 March 2025

(Rs. in Lakhs)

	31 March 2025	31 March 2024
A. Cash flow from operating activities		
Profit before tax	243.06	7,332.46
Adjustments for:		
Depreciation	5.55	5.69
Interest expenses	208.15	438.69
Interest income	(482.85)	(486.09)
Dividend income	(156.72)	(74.89)
Loss on sale of subsidiary- exceptional item	282.93	-
Net loss/ (gain) on fair value changes	(1.41)	(7,369.12)
Impairment on financial instruments	480.00	283.11
Operating profit before working capital changes	578.71	129.85
Adjustments for:		
(Increase) / decrease in trade receivables	-	70.22
Increase / (decrease) in trade payables and other payables	(51.98)	(0.60)
(Increase)/ decrease in Loans (net)	(10,558.08)	5,440.41
(Increase) / decrease in financial assets	(3.96)	(109.90)
(Increase) / decrease in non financial assets	246.58	(31.04)
Increase / (decrease) other non-financial liabilities	(16.89)	55.13
Increase / (decrease) other financial liabilities	(75.37)	57.09
Cash generated from operations	(9,880.99)	5,611.16
Direct tax paid (net of refunds)	(789.91)	(540.42)
Net cash from/ (used in) operating activities (A)	(10,670.90)	5,070.74
B. Cash flow from investing activities		
Purchase of Property, plant and equipment	(0.37)	(0.36)
(Increase)/decrease in Investments	8,610.21	(724.58)
Proceeds from sale of subsidiary	4,012.43	-
(Increase)/ decrease in bank deposits	2,495.26	(847.62)
Interest received	482.85	491.79
Dividend received	156.72	74.89
Net cash from/ (used in) investing activities (B)	15,757.10	(1,005.88)
C. Cash flow from financing activities		
Dividend paid	-	(506.05)
Payment of lease liabilities	(4.92)	(4.92)
Increase / (decrease) in borrowings	(3,115.98)	(3,673.99)
Interest paid	(208.15)	(425.67)
Net cash from/ (used in) financing activities (C)	(3,329.05)	(4,610.63)
Net changes in cash and cash equivalents (A+B+C)	1,757.14	(545.77)
Cash and cash equivalents at the beginning of the year	221.62	767.39
Cash and cash equivalents at the end of the year	(98.69)	-
	1,880.08	221.62

Notes:

1. The above statement of cash flow has been prepared under the " Indirect method" as set out in Ind AS 7 "Statement of Cash Flows".
2. As required by Ind AS 7 "Statement of Cash Flows", a reconciliation between opening and closing balances in the balance sheet for liabilities arising from financing activities is given in note 37.

3. Cash and cash equivalents consists of :		
Cash on Hand	0.05	0.03
Balances with banks:		
In current accounts	1,880.02	219.39
Cheques on hand	-	2.21
Total	1,880.08	221.62

In terms of our Report of even date attached

For MGB & Co. LLP

Chartered Accountants

Firm Registration Number: 101169W/W-100035

Hitendra Bhandari

Partner

Membership Number: 107832

Place : Mumbai

Date : 22 May 2025

For and on behalf of the Board
LKP Finance Limited
Umesh Aggarwal

Whole Time director

DIN : 03109928

Ruby Chauhan

Company Secretary & Compliance officer

A 69210

Kapil Garg

Director

DIN : 01716987

Mustak Ali

Chief Financial Officer

Consolidated Statement of Changes in Equity for the year ended 31 March 2025

(Rs. in Lakhs)

	Note	Rs in Lakhs
A. Equity Share Capital	17	
Balance as at 1 April 2023		1,256.86
Changes in equity share capital during the year		-
Balance as at 31 March 2024		1,256.86
Changes in equity share capital during the year		-
Balance as at 31 March 2025		1,256.86

The Company has not made any adjustment in equity share capital due to prior period errors.

B. Other Equity

(Rs. in Lakhs)

	Reserves and Surplus				Other Comprehensive Income (OCI)	Total Other Equity
	Securities Premium	General Reserve	Reserve u/s 45-IC of Reserve Bank of India Act, 1934	Retained Earnings	Equity Instruments	
Balance as at 31 March 2023	370.03	6,149.10	6,756.61	13,301.82	1,851.27	28,428.83
Profit for the year	-	-	-	5,944.91	-	5,944.91
Remeasurement gains/(losses) on defined benefit plan (net of tax)	-	-	-	(1.21)	-	(1.21)
Other comprehensive income						
Gain /(Loss) on fair value of financial asset measured through other comprehensive income (net of tax)	-	-	-	-	575.02	575.02
Total comprehensive income	-	-	-	5,943.70	575.02	6,518.72
Dividend paid (Final and interim dividend)	-	-	-	(502.74)	-	(502.74)
Transfer to reserve fund in terms of Section 45-1C(1) of Reserve Bank of India Act, 1934	-	-	1,101.10	(1,101.10)	-	-
Reclassification of gain on sale of equity instruments measured at fair value through other comprehensive income (FVTOCI) (net of tax)				23.08	(23.08)	-
Balance as at 31 March 2024	370.03	6,149.10	7,857.71	17,664.77	2,403.21	34,444.81
Profit/ (Loss) for the year	-	-	-	181.88	-	181.88
Remeasurement gains/(losses) on defined benefit plan (net of tax)	-	-	-	(38.92)	-	(38.92)
Other comprehensive income						
Gain /(Loss) on fair value of financial asset measured through other comprehensive income (net of tax)	-	-	-	-	(1,164.64)	(1,164.64)

Total comprehensive income	-	-	-	142.96	(1,164.64)	(1,021.68)
Transfer to reserve fund in terms of Section 45-1C(1) of Reserve Bank of India Act, 1934	-	-	206.47	(206.47)	-	-
Reclassification of gain on sale of equity instruments measured at fair value through other comprehensive income (FVTOCI) (net of tax)	-	-	-	1,430.32	(1,430.32)	-
Balance as at 31 March 2025	370.03	6,149.10	8,064.18	19,031.57	(191.75)	33,423.13

Note- Nature and purpose of Reserves

- Securities Premium is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.
- General Reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. As the General reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income. Items included in the General reserve will not be reclassified subsequently to the statement of profit and loss.
- Statutory reserve u/s. 45-IC of the RBI Act, 1934 represents the reserve created pursuant to the Reserve Bank of India Act, 1934 (the "RBI Act") and related regulations applicable to those companies. Under the RBI Act, a non-banking financial company is required to transfer an amount not less than 20% of its net profit to a reserve fund before declaring any dividend. Appropriation from this reserve fund is permitted only for the purposes specified by the RBI
- Retained Earnings represent the accumulated earnings net of losses if any made by the Group over the years.
- Other Comprehensive Income (OCI) includes fair value gain on equity instruments measured at fair value through OCI.
- The Group has not made any adjustment in other equity due to prior period errors.

Notes forming part of the consolidated financial statements 1-57

In terms of our Report of even date attached

For MGB & Co. LLP

Chartered Accountants

Firm Registration Number: 101169W/W-100035

Hitendra Bhandari

Partner

Membership Number: 107832

Place : Mumbai

Date : 22 May 2025

For and on behalf of the Board
LKP Finance Limited
Umesh Aggarwal

Whole Time director

DIN : 03109928

Ruby Chauhan

Company Secretary & Compliance officer

A 69210

Kapil Garg

Director

DIN : 01716987

Mustak Ali

Chief Financial Officer

Notes forming part of the Consolidated financial statements

1 Group information

LKP Finance Limited ("the Company or Parent Company") is domiciled and incorporated in India and its shares are publicly traded on the BSE Ltd in India. The Company's registered office is located at 203, Embassy centre, Nariman point, Mumbai 400021, Maharashtra, India. The Company along with its subsidiary (collectively referred to as "the Group") is engaged in the business of finance and trading and investment in shares and securities, derivatives etc. The Subsidiary company ceased w.e.f. 26 March 2025.

The Holding Company obtained permission from the Reserve Bank of India (RBI) for carrying on the business of Non-Banking Financial Institutions on 7 August 1999 vide Regn No. B.13.01282.

The consolidated financial statement (hereinafter referred to as "Financial Statements" or "Consolidated Financial Statements") of the Group for the year ended 31 March 2025 were authorised for issued by the Board of Directors at the meeting held on 22 May 2025.

2 Material accounting policies

(a) Basis of preparation

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and notified under section 133 of the Companies Act, 2013 (the Act) along with other relevant provisions of the Act and the Master Direction – Non-Banking Financial Company (Reserve Bank) Directions, 2016 ('the NBFC Master Directions'), Circulars, guidelines and directions issued by RBI.

These financial statements have been prepared on a going concern basis and presented under the historical cost convention, on accrual basis of accounting except for certain financial assets and liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies stated out below.

Accounting policies have been consistently applied except where 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.

Rounding of amounts

These financial statements are presented in Indian Rupees (INR)/(RS), which is also its functional currency and all values are rounded to the nearest lakh as per the requirement of schedule III (except per share data), unless otherwise stated '0' (zero) denotes amount less than thousand.

Principles of Consolidation

"The consolidated financial statements incorporate the financial statements of LKP Finance Limited and entity controlled by LKP Finance Limited.

Control exists when the parent has power over the entity, is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns by using its power over the entity. Power is demonstrated through existing rights that give the ability to direct relevant activities, those which significantly affect the entity's returns. Subsidiary are consolidated from the date control commences until the date control ceases.

The financial statements of the Group are consolidated on a line-by-line basis and intra-group balances and transactions including unrealized gain / loss from such transactions are eliminated upon consolidation. These financial statements are prepared by applying uniform accounting policies in use at the Group.

The Consolidated Financial Statements include the results of Bond Street Capital Private Limited up to the date of its disposal, i.e., 26 March 2025, as per the requirements of Ind AS 110 – Consolidated Financial Statements. Post disposal, the financials have been prepared considering the financial statements of the holding company, as the Company does not have any subsidiaries as at 31 March 2025.

The consolidated financial statements incorporate the financial statements of the Group and its subsidiary (as listed in the table below)."

Name of the Subsidiaries	Proportion of Interest (including beneficial interest) / Voting Power (either directly / indirectly or through Subsidiary)	Principal place of business
Direct Subsidiary		
Bond Street Capital Private Limited	0% (100%) Ceased w.e.f. 26 March 2025	India

Figures for preparation of consolidated financial statements have been derived from the audited financial statements of the respective companies in the Group.

Notes forming part of the Consolidated financial statements

(b) Presentation of financial statements

The Group presents its Balance Sheet in order of liquidity. The Group prepares and present its Balance Sheet, the Statement of Profit and Loss and the Statement of Changes in Equity in the format prescribed by Division III of Schedule III to the Act. The Statement of Cash Flows has been prepared and presented as per the requirements of Ind AS 7 'Statement of Cash Flows'. The Group generally reports financial assets and financial liabilities on a gross basis in the Balance Sheet. They are offset and reported net only when Ind AS specifically permits the same or it has an unconditional legally enforceable right to offset the recognised amounts without being contingent on a future event. Similarly, the Group offsets incomes and expenses and reports the same on a net basis when permitted by Ind AS specifically unless they are material in nature. The preparation of the Group's financial statements requires Management to make use of estimates and judgments. In view of the inherent uncertainties and a level of subjectivity involved in measurement of items, it is possible that the outcomes in the subsequent financial years could differ from those based on Management's estimates.

(c) Property, plant and equipment

Property, Plant and Equipments are stated at cost less accumulated depreciation and accumulated impairment losses if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

(d) Depreciation on property, plant and equipment

"Depreciable amount for property, plant and equipment is the cost of an asset or other amount substituted for cost less its estimated residual value. Depreciation on property, plant and equipment is provided on straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013."

(e) Derecognition of property, plant and equipment

The carrying amount of an item of property, plant and equipment is derecognised on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the derecognition of an item of property, plant and equipment is measured as the difference between the net disposal in proceeds and the carrying amount of the item and is recognised in the Statement of Profit and Loss when the item is derecognised.

(f) Lease Accounting and Right of Use Assets (ROU)

Leases

The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

(i) Right of Use Assets (ROU)

The Group recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are generally depreciated over the lease term on a straight-line basis.

The right-of-use assets are also subject to impairment. Refer to the material accounting policies - Impairment of non-financial assets.

(ii) Lease liabilities

(A) At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including insubstance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced

Notes forming part of the Consolidated financial statements

for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments).

(B) Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases of rented premises (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

(g) Impairment of non-financial assets

The carrying amounts of non financial assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An asset is treated as impaired when the carrying amount exceeds its recoverable value. The recoverable amount is the greater of an asset's or cash generating unit's, net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to the present value using a pre-tax discount rate that reflects current market assessment of the time value of money and risks specific to the assets. An impairment loss is charged to the statement of profit and loss in the year in which an asset is identified as impaired. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life. The impairment loss recognized in prior accounting periods is reversed by crediting the statement of profit and loss if there has been a change in the estimate of recoverable amount.

(h) Cash and cash equivalents

- (i) Cash and cash equivalents in the balance sheet comprise cash at bank and on hand and short-term deposit with original maturity upto three months, which are subject to insignificant risk of changes in value.

- (ii) For the purpose of presentation in the statement of cash flows, cash and cash equivalents consists of cash and short-term deposit, as defined as they are considered as integral part of Group's cash management.

(i) Fair value measurement

The Group has an established control framework with respect to the measurement of fair values. The management regularly reviews significant unobservable inputs and valuation adjustments.

All financial assets and financial liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities;
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable, or
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

The Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

(I) Financial instruments

Financial instruments is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

i Initial recognition

Financial assets are recognized when the Group becomes a party to the contractual provisions of the financial instrument.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit and loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit and loss are recognised immediately in the statement of profit and loss.

Notes forming part of the Consolidated financial statements

ii Subsequent measurement

Financial assets are classified into the following specified categories: amortised cost, financial assets at fair value through profit and loss (FVTPL), Fair value through other comprehensive income (FVTOCI). The classification depends on the Group's business model for managing the financial assets and the contractual terms of cash flows.

Debt Instrument

Amortised Cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. This category generally applies to cash and bank balances, trade receivables, loans and other financial assets “

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method, less impairment, if any. The EIR amortisation is included in finance income in the Statement of Profit and Loss. The losses arising from impairment are recognised in the Statement of Profit and Loss.

Fair value through other comprehensive income (FVTOCI)

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets.
- The asset's contractual cash flows represent solely payments of principal and interest.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). However, the Group recognizes interest income, impairment losses and reversals and foreign exchange gain or loss in the statement of profit and loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to statement of profit and loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

Fair value through Profit and Loss (FVTPL)

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL. In addition, the Group may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is considered only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch').

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.

Equity investments

The Group measures its equity investments other than in subsidiary at fair value through profit and loss. However where the Group's management makes an irrevocable choice on initial recognition to present fair value gains and losses on specific equity investments in other comprehensive income, there is no subsequent reclassification, on sale or otherwise, of fair value gains and losses to statement of profit and loss. When the investment is disposed of, the cumulative gain or loss previously accumulated in FVTOCI is transferred from FVTOCI to Retained Earnings.

Derivative financial instruments

Derivative financial instruments are classified and measured at fair value through profit and loss.

Purchased or originated credit-impaired (POCI) financial assets

POCI financial assets are treated differently because the asset is credit-impaired at initial recognition. For these assets, the Group recognises all changes in lifetime ECL since initial recognition as a loss allowance with any changes recognised in Statement of Profit and Loss. A favourable change for such assets creates an impairment gain.

iii Derecognition of financial assets

A financial asset is derecognised only when

- The Group has transferred the rights to receive cash flows from the asset or the rights have expired ;
- The Group 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 in an arrangement.

Notes forming part of the Consolidated financial statements

Where the entity has transferred an asset, the Group evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

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.

Significant increase in credit risk

The Group monitors all financial assets, issued irrevocable loan commitments and financial guarantee contracts that are subject to the impairment requirements to assess whether there has been a significant increase in credit risk since initial recognition. If there has been a significant increase in credit risk the Group will measure the loss allowance based on lifetime rather than twelve-months ECL. The Group's accounting policy is not to use the practical expedient that financial assets with 'low' credit risk at the reporting date are deemed not to have had a significant increase in credit risk. As a result, the Group monitors all financial assets, issued irrevocable loan commitments and financial guarantee contracts that are subject to impairment for significant increase in credit risk.

In assessing whether the credit risk on a financial instrument has increased significantly since initial recognition, the Group compares the risk of a default occurring on the financial instrument at the reporting date based on the remaining maturity of the instrument with the risk of a default occurring that was anticipated for the remaining maturity at the current reporting date when the financial instrument was first recognised. In making this assessment, the Group considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort, based on the Group's historical experience and expert credit assessment.

Given that a significant increase in credit risk since initial recognition is a relative measure, a given change, in absolute terms, in the probability of default (PD) will be more significant for a financial instrument with a lower initial PD than compared to a financial instrument with a higher PD.

Definition of default

Critical to the determination of ECL is the definition of default. The definition of default is used in measuring the amount of ECL and in the determination of whether the loss allowance is based on 12-month or lifetime ECL, as default is a component of the probability of default (PD) which affects both the measurement of ECLs and the identification of a significant increase in credit risk.

The Group considers the following as constituting an event of default:

- the borrower is past due more than 90 days on any material credit obligation to the Group; or
- the borrower is unlikely to pay its credit obligations to the Group in full.

The definition of default is appropriately tailored to reflect different characteristics of different types of assets.

When assessing if the borrower is unlikely to pay its credit obligation, the Group takes into account both qualitative and quantitative indicators. The information assessed depends on the type of the asset.

Write-off

Loans and debt securities are written-off when the Group has no reasonable expectations of recovering the financial asset (either in its entirety or a portion of it). This is the case when the Group determines that the borrower does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. A write-off constitutes a derecognition event. The Group may apply enforcement activities to financial assets written off. Recoveries resulting from the Group's enforcement activities will result in impairment gains.

Presentation of allowance for ECL in the Balance Sheet

Loss allowances for ECL are presented in the Balance Sheet as follows:

Notes forming part of the Consolidated financial statements

- for financial assets measured at amortised cost: as a deduction from the gross carrying amount of the assets;
- for debt instruments measured at FVTOCI: no loss allowance is recognised in the Balance Sheet as the carrying amount is at fair value.
- where a financial instrument includes both a drawn and an undrawn component, and the Group cannot identify the ECL on the loan commitment component separately from those on the drawn component: the Group presents a combined loss allowance for both components. The combined amount is presented as a deduction from the gross carrying amount of the drawn component.

Financial liabilities and equity instruments

Debt or equity instruments issued by the Group are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Group are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Group's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised on the purchase, sale, issue or cancellation of the Group's own equity instruments.

Financial liabilities

i Classification

Financial liabilities are recognized when Group becomes party to contractual provisions of the instrument. The Group determines the classification of its financial liability at initial recognition. All financial liabilities are recognised initially at fair value plus transaction costs that are directly attributable to the acquisition of the financial liability except for financial liabilities classified as fair value through profit or loss. The Group classifies all financial liabilities at amortised cost or fair value through profit or loss.

ii Subsequent measurement

For the purposes of subsequent measurement, financial liabilities are classified in two categories:

- i) Financial liabilities measured at amortised cost
- ii) Financial liabilities measured at FVTPL (fair value through profit or loss)

i) **Financial liabilities measured at amortised cost**

After initial recognition, financial liabilities are subsequently measured at amortized cost using the EIR method. Gains and losses are recognised in the statement of profit and loss when the liabilities are derecognised as well as through the EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fee or costs that are an integral part of the EIR. The EIR amortisation is included in finance costs in the statement of profit and loss.

ii) **Financial liabilities measured at fair value through profit or loss**

A financial liability is classified as at FVTPL if it is classified as held for trading or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss.

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. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short-term maturity of these instruments.

iii **De-recognition of financial liabilities**

A financial liability is de-recognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Notes forming part of the Consolidated financial statements

(j) Borrowing costs

Borrowing costs attributable to the acquisition or construction of qualifying assets are capitalised as part of cost of such assets. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds and is measured with reference to the effective interest rate applicable to the respective borrowings.

(k) Provisions, contingent liabilities and contingent assets

The Group recognizes provisions when a present obligation (legal or constructive) as a result of a past event exists and it is probable that an outflow of resources embodying economic benefits will be required to settle such obligation and the amount of such obligation can be reliably estimated.

If the effect of time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

Contingent assets are not recognised in the financial statements, however they are disclosed where the inflow of economic benefits is probable. When the realisation of income is virtually certain, then the related asset is no longer a contingent asset and is recognised as an asset.

(l) Revenue recognition

- a) As per Ind AS 109, "Financial Instruments", Interest income from financial assets is recognised on an accrual basis using effective interest rate method (EIR). The effective interest rate method is the rate that exactly discounts estimated future cash receipts (including all fees, transaction costs and other premiums or discounts paid or received if any) through the expected life of the financial instrument to the carrying amount on initial recognition

The Group calculates interest income by applying the EIR to the gross carrying amount of financial assets other than creditimpaired assets. In case of credit-impaired financial assets (regarded as Stage 3), the Group recognises interest income on the amortised cost net of impairment loss of the financial asset at EIR. If the financial asset is no longer credit-impaired, the Group reverts to calculating interest income on a gross basis.

- b) Dividend income is recognised when the Group's right to receive the payment is established and it is probable that the economic benefits associated with the dividend will flow to the Group and the amount of the dividend can be measured reliably. This is generally when the shareholders approve the dividend.
- c) Any differences between the fair values on the date of acquisition and balance sheet date of the financial assets classified as fair value through the profit or loss, held by the Group on the balance sheet date is recognized as an unrealized gain/loss in the standalone statement of profit and loss. In case, there is a net gain/ (loss) in aggregate, the same is recognized in "Net gains/ (losses) on fair value changes" under revenue from operations, in the standalone statement of profit and loss.
- d) The Group recognises income on recoveries of financial assets written off on realisation or when the right to receive the same without any uncertainties of recovery is established.
- e) Advisory fees is measured and recognised as per the terms of the agreement.

(m) Retirement and other employee benefits

- (i) The Group operates both defined benefit and defined contribution schemes for its employees.

For defined contribution schemes the amount charged as expense is equal to the contributions paid or payable when employees have rendered services entitling them to the contributions.

For defined benefit plans, actuarial valuations are carried out at each balance sheet date using the Projected Unit Credit Method. All such plans are funded.

Notes forming part of the Consolidated financial statements

All expenses represented by current service cost, past service cost, if any, and net interest on the defined benefit liability/ (asset) are recognized in the Statement of Profit and Loss. Remeasurements of the net defined benefit liability/ (asset) comprising actuarial gains and losses (excluding interest on the net defined benefit liability/ (asset)) are recognised in Other Comprehensive Income (OCI). Such remeasurements are not reclassified to the statement of profit and loss, in the subsequent periods.

- (ii) Short term employee benefits: All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits and they are recognized in the period in which the employee renders the related service. The Group recognizes the undiscounted amount of short term employee benefits expected to be paid in exchange for services rendered as a liability.

(n) Accounting for taxes on income

Tax expense comprises of current and deferred tax.

Current tax

Current tax is the amount of income taxes payable in respect of taxable profit for a period. Current tax is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted at the balance sheet date. 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.

Current tax is recognized in the statement of profit and loss except to the extent that the tax relates to items recognized directly in other comprehensive income or directly in equity.

Deferred tax

Deferred tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements except when the deferred tax arises from the initial recognition of an asset or liability that effects neither accounting nor taxable profit or loss at the time of transition.

Deferred tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted at the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Current and deferred tax are recognized as income or an expense in the statement of profit and loss, except to the extent they relate to items that are recognized in other comprehensive income, in which case, the current and deferred tax income / expense are recognised in other comprehensive income.

(o) Earnings per share

Basic earnings per share is computed and disclosed using the weighted average number of equity shares outstanding during the period. Dilutive earnings per share is computed and disclosed using the weighted average number of equity and dilutive equity equivalent shares outstanding during the period, except when the results would be anti-dilutive.

(p) Contributed equity

Equity shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

(q) Exceptional items

On certain occasions, the size, type or evidence of the item of income or expenditure pertaining to ordinary activities of the Group as such that its disclosures improves the understanding of the performance of the Group, such income or expenses is classified as an exceptional item and accordingly disclosed in the financials statement.

(r) Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker, who regularly monitors and reviews the operating result for following operating segments of the Group.

(s) Critical accounting judgment and estimates

The preparation of financial statements requires management to exercise judgment in applying the Group's accounting policies. It also requires the use of estimates and assumptions that affect the reported amounts of assets, liabilities, income and expenses and the accompany disclosures including disclosure of contingent liabilities. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis, with revisions recognised in the period in which the estimates are revised and in any future periods affected.

Notes forming part of the Consolidated financial statements

a Contingencies

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Group. Potential liabilities that have a low probability of crystallising or are very difficult to quantify reliably are treated as contingent liabilities. Such liabilities are disclosed in the notes but are not provided for in the financial statements. There can be no assurance regarding the final outcome of these legal proceedings.

b Useful lives and residual values

The Group reviews the useful lives and residual values of property, plant and equipment at each financial year end.

c Fair value measurement of financial instruments

A number of Group's accounting policies and disclosures require the measurement of fair values for both financial and non-financial assets and liabilities. When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

-Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

-Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. prices) or indirectly (i.e. derived from prices).

-Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of a fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Group recognizes transfers between levels of the fair value hierarchy at the end of reporting year during which the change has occurred.

d Impairment testing

Judgment is also required in evaluating the likelihood of collection of customer debt after revenue has been recognised. This evaluation requires estimates to be made, including the level of provision to be made for amounts with uncertain recovery profiles. Provisions are based on historical trends in the percentage of debts which are not recovered or on more detailed reviews of individually significant balances.

Determining whether the carrying amount of these assets has any indication of impairment also requires judgment. If an indication of impairment is identified, further judgment is required to assess whether the carrying amount can be supported by the net present value of future cash flows forecast to be derived from the asset. This forecast involves cash flow projections and selecting the appropriate discount rate.

e Tax

The Group's tax charge is the sum of the total current and deferred tax charges. The calculation of the Group's total tax charge necessarily involves a degree of estimation and judgment in respect of certain items whose tax treatment cannot be finally determined until resolution has been reached with the relevant tax authority or, as appropriate, through a formal legal process.

Accruals for tax contingencies require management to make judgments and estimates in relation to tax related issues and exposures.

The recognition of deferred tax assets is based upon whether it is more likely than not that sufficient and suitable taxable profits will be available in the future against which the reversal of temporary differences can be deducted. Where the temporary differences are related to losses, the availability of the losses to offset against forecast taxable profits is also considered. Recognition therefore involves judgment regarding the future financial performance of the particular legal entity or tax Group in which the deferred tax asset has been recognized.

f Defined benefit obligation

The costs of providing pensions and other post-employment benefits are charged to the Statement of Profit and Loss in accordance with Ind AS 19 'Employee benefits' over the period during which benefit is derived from the employees' services. The costs are assessed on the basis of assumptions selected by the management. These assumptions include salary escalation rate, discount rates, expected rate of return on assets and mortality rates. The same is disclosed in Note 34, 'Employee benefits plan'.

g Leases

'The Group evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgement. The Group uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate.

Notes forming part of the Consolidated financial statements

The Group revises the lease term if there is a change in the non-cancellable period of a lease. The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

‘ **Determining whether an arrangement contains a lease**

‘In determining whether an arrangement is or contains a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is or contains a lease date if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a

right to use the asset, even if that right is not explicitly specified in the arrangement.

h Recent pronouncements

‘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. For the year ended 31 March 2025, MCA has notified Ind AS – 117 Insurance Contracts and amendments to Ind AS 116 – Leases, relating to sale and leaseback transactions, applicable to the Group w.e.f. 1 April 2024. The Group have reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its financial statements.

Notes forming part of the Consolidated financial statements

(Rs. in Lakhs)

	31 March 2025	31 March 2024
3 Cash and cash equivalents		
(a)		
Cash on hand	0.05	0.03
Balances with bank		
- In Current accounts #	1,880.02	219.39
Cheques on hand	-	2.21
Total	1,880.08	221.62
3(b) Bank balance other than (a) above		
Unpaid dividend accounts	35.73	40.61
Balance with bank account- in deposit account	1.27	-
Earmarked balance with bank against bank deposits (refer note a and b below)	1,829.31	4,320.96
Total	1,866.31	4,361.57

includes debit balance in overdraft accounts

- a) 2025: Rs 1,634.44 Lakhs (2024: Rs 4,126.37 Lakhs) including interest is marked as lien against cash credit and bank overdraft taken from bank.
- b) 2025: Rs 194.87 Lakhs (2024: Rs 194.59 Lakhs) including interest is under lien against a penalty order received from the Enforcement Directorate. (refer note 29a)

(Rs. in Lakhs)

	31 March 2025	31 March 2024
4 Loans*		
At amortised cost	2,610.26	-
Considered good - secured by securities	13,106.90	5,859.89
Considered good - unsecured	410.00	410.00
Significant increase in credit risk	410.00	410.00
Less: Impairment loss allowance	15,717.16	5,859.89
Loans to employees		
- Considered good	1.80	2.90
Others		
Credit impaired financial assets acquired from banks and financial institutions	165.00	165.00
Less: Impairment loss allowance	165.00	165.00
	-	-
Total	15,718.96	5,862.79
Loans in India		
- Others	16,293.96	6,437.79
Total (Gross)	16,293.96	6,437.79
Less: Impairment loss allowance	575.00	575.00
Total (Net)	15,718.96	5,862.79

Notes forming part of the Consolidated financial statements

* No loans given is due from a Private Limited Company in which director is interested as director

* No loans repayable on demand is outstanding as at 31 March 2025

*For related party transactions refer note 35

(Rs. in Lakhs)

	31 March 2025	31 March 2024
5 Investments		
(A) Investment in Mutual Funds		
Quoted		
Investment carried at Fair value through profit and loss		
Face value of Rs. 1,000 each**	3,115.04	4,086.10
Face value of Rs. 100 each	801.52	4,042.53
	3,916.56	8,128.63
(B) Investments in Government securities ***		
Investment carried at Fair value through profit and loss		
5,00,000 (2024 : Nil) 5.22% Government of India 2025 face value of Rs. 100 each	504.95	-
5,00,000 (2024 : Nil) 5.15% Government of India 2025 face value of Rs. 100 each	501.35	-
Nil (2024 : 5,00,000) 6.18% Government of India 2024 face value of Rs. 100 each	-	504.60
	1,006.30	504.60
(C) Investments in debentures or bonds ^		
Investment carried at Fair value through profit and loss		
17 (2024: Nil)8.40% IREDA Perpetual face value of Rs.1,00,00,000 each	1,726.01	-
Nil (2024: 20,000) units of 10.00% Nido Home Finance Limited 2026 face value of Rs.1,000 each	-	195.07
Nil (2024: 20) 7.30% Tata Capital Financial Services Limited 2031 face value of Rs.10,00,000 each	-	199.79
Nil (2024 : 5) 7.44% Tata Capital Financial Services Limited 2031 face value of Rs.1,00,00,000 each	-	488.26
Nil (2024 : 9) 7.59% Power Finance Corporation Limited 2028 face value of Rs.10,00,000 each	-	91.92
Nil (2024 : 18) 7.60% Tata Capital Financial Services Limited 2030 face value of Rs.10,00,000 each	-	180.63
Nil (2024 : 15) 7.70% Kerala Financial Corporation 2030 face value of Rs.2,00,000 each	-	28.94
Nil (2024: 21) 8.22% NABARD 2028 face value of Rs.10,00,000 each	-	221.27
Nil (2024 : 17) 8.30% Indian Railway Finance Corporation Limited 2029 face value of Rs.10,00,000 each	-	182.26
Nil (2024 : 15) 8.55% HDFC Limited 2029 face value of Rs.10,00,000 each	-	154.64
Nil (2024: 16) 8.79% Indian Railway Finance Corporation Limited 2030 face value of Rs.10,00,000 each	-	170.56
Nil (2024 : 20) 9.00% HDFC Limited 2028 face value of Rs.10,00,000 each	-	214.65
Nil (2024 : 1,500) 7.64% Axis Bank Limited 2034 (face value of Rs. 1,00,000 each)	-	1,507.54
Nil (2024 : 4) 7.88% Axis Bank Limited 2032 (face value of Rs. 1,00,00,000 each)	-	409.47
Nil (2024 : 1,000) 8.16% Aditya Birla Finance Limited 2029 (face value of Rs. 1,00,000 each)	-	1,010.26
	1,726.01	5,055.25

Notes forming part of the Consolidated financial statements

(Rs. in Lakhs)

	31 March 2025	31 March 2024
(D) Investment in Equity Shares -		
a) Unquoted		
(i) Investment carried at Fair value through other comprehensive income		
Equity shares of face value of Rs 10 each		
3,50,000 (2024 : 350,000) SAMCO Ventures Private Limited	368.94	2,100.00
20,44,628 (2024 : 20,44,628) Care Health Insurance Company Limited	3,271.40	3,271.40
5,600 (2024 : 5,600) The Hindustan Times Limited	39.20	39.20
4,381 (2024: 4,381) Nivaata System Private Limited	262.86	262.86
2,550 (2024 : 2,550) Avision Systems Limited	675.92	1,632.00
1,00,000 (2024 : Nil) Hinduja Leyland Finance Limited	232.58	-
Nil (2024 : 30,000) National Stock Exchange Limited	-	960.00
Nil (2024 : 8,00,000) Mapple Leaf Trading & Services Limited	-	210.16
Nil (2024 : 1,50,000) Lava International Limited	-	62.50
Nil (2024 : 50,000) HDB Financial Services Limited	-	300.55
Nil (2024 : 12,00,000) API Holidays Limited	-	94.20
Nil (2024 : Nil) MKM Shares & stock Brokers Limited	-	-
Nil (2024 : Nil) Peak Plastonics Private Limited	-	-
Nil (2024 : Nil) Sea Glimpse Investments Private Limited	-	-
	4,850.90	8,932.87
b) Quoted		
(i) Investment carried at Fair value through other comprehensive income		
Equity shares of face value of Rs 10 each		
Nil (2024 : 8,153) Everlon Financial Services Limited	-	5.75
Nil (2024 : 1,500) IDBI Bank Limitd	-	1.19
Nil (2024 : 2,300) Indus Network Limited	-	-
Nil (2024: 8,400) IND Renewable Energy Limited	-	1.74
Nil(2024 : 5,000) MRPL Limited	-	10.98
Nil (2024 : 10,000) Sanghi Polyester Limited	-	1.00
Equity shares of face value of Rs. 2 each		
Nil (2024 : 65,23,525) LKP Securities Limited	-	1,172.27
Nil (2024 : 3,500) Yes Bank Limited	-	0.81
	-	1,193.74
(ii) Investment carried at Fair value through profit and loss		
Quoted		
Equity shares of face value of Rs 10 each		
92,500 (2024: 1,85,000) Religare Enterprises Limited	217.28	387.30
28,100 (2024 : 55,600) Central Bank Of India	11.99	33.24
1,86,000 (2024 : 10,00,000) IDFC First Bank Limited	102.21	753.90
10,00,000 (2024 : 10,00,000) Spicejet Limited	443.40	600.10
Nil (2024 : 1,87,000) Systematix Corporate Services Limited@	-	1,458.60
1,50,000 (2024 : 2,00,000) Valor Estate Limited	226.13	393.40

Notes forming part of the Consolidated financial statements

(Rs. in Lakhs)

	31 March 2025	31 March 2024
5,84,000 (2024 : Nil) RBL Bank Limited	1,015.28	-
1,50,000 (2024 : Nil) Bajaj Housing Finance Limited	184.88	-
2,50,000 (2024 : Nil) Rattanindia Power Limited	24.50	-
3,04,750 (2024 : Nil) Indian Oil Corporation Limited	389.32	-
Nil (2024 : 4,572) Sandur Manganese & Iron Ores Limited	-	16.57
Nil (2024 : 31,00,000) Jaiprakash Power Ventures Limited	-	473.68
Nil (2024 : 6,00,000) NHPC Limited	-	537.78
Nil (2024: 4,00,000) Union Bank of India Limited	-	613.80
Nil (2024 : 13,474) Raymond Limited	-	243.68
Nil (2024 : 20,000) Praveg Limited	-	198.09
Nil (2024 : 1,00,000) Nitco Limited	-	55.86
5,400 (2024 : 5,400) Cremica Agro Foods Limited	-	-
Equity shares of face value of Rs 5 each		
8,871 (2024: Nil) Prime Securities Limited	21.35	-
Equity shares of face value of Rs 2 each		
259 (2024 : Nil) Ceigall India Limited	0.66	-
3,00,000 (2024: 5,00,000) Jyoti Structure Limited	51.15	104.55
50,000 (2024: Nil) DCW Limited	38.87	-
25,000 (2024: Nil) Embassy Developments Limited	28.95	-
Nil (2024: 50,000) Patanjali Food Limited	-	667.93
Nil(2024 : 9,50,000) Mefcom capital Markets Limited	-	118.56
Equity shares of face value of Re 1 each		
12,50,000 (2024 : Nil) Systematix Corporate Services Limited@	1,754.13	-
18,75,000 (2024 : 20,00,000) South India Bank Limited	432.56	818.70
12,50,000 (2024: 25,00,000) Infibeam Avenues Limited	207.13	853.00
2,50,000 (2024: 5,00,000) Bajaj Hindusthan Sugar Limited	48.78	145.15
50,000 (2024: Nil) Edelweiss Financial Services Limited	44.76	-
2,00,000 (2024: Nil) ITC Limited	819.60	-
5,00,000 (2024: Nil) Lloyds Enterprises Limited	221.94	-
28,089 (2024: Nil) Odigma Consultancy Solutions Limited	10.67	-
Nil (2024: 30,000) Lloyds Metals and Energy Limited	-	180.89
Nil (2024 : 1,00,000) Himadri Speciality Chemical Limited	-	301.65
Nil (2024 : 1,00,000) Tata Steel Limited	-	155.90
Nil (2024 : 50,000) Sun Pharma Advanced Research Company Limited	-	184.98
Nil (2024: 2,200) Nagarjuna Fertilizers & Chemicals Limited	-	0.20
	6,295.54	9,297.48
(E) Investment in Preference shares		
Unquoted		
Investment carried at Fair value through other comprehensive income		
Preference shares of Rs 100 each		

Notes forming part of the Consolidated financial statements

(Rs. in Lakhs)

	31 March 2025	31 March 2024
5,00,000 (2024 : 5,00,000) of Atcom Limited	-	10.00
(F) Others	-	10.00
Unquoted		
Investments In Alternate Investment Funds (AIF)		
Investment carried at Fair value through profit and loss		
Nil (2024 : 4,579.59) Edelweiss Infra Yield Plus of Rs. 10,000/- each	-	530.79
	-	530.79
Total Investments (A+B+C+D+E+F+G)	17,795.31	33,653.36

^ marked as lien against secured loan from banks viz. Bank of India Limited and Federal Bank Limited in the previous year.

** Mutual fund of Rs. 595.12 lakhs (2024 : 554.41 lakhs) is attached by the Recovery officer. (refer note 29(b))

*** are marked as lien against derivative transactions

@ Split from face value of Rs. 10 to Rs. 1 during the year.

All the Investments are fully paid up

For related party transactions refer note 35

(Rs. in Lakhs)

	31 March 2025	31 March 2024
Out of Above		
In India	17,795.31	33,653.36
Outside India	-	-
Aggregate book value / market value of quoted investments	12,944.41	24,179.70
Aggregate book value of unquoted investments	4,850.90	9,473.66

(Rs. in Lakhs)

6 Other financial assets		
Unsecured and considered good		
Security Deposits- others	14.11	18.25
Membership deposit with Stock exchange	-	10.00
Other advances	111.22	102.67
Total	125.33	130.92
For related party transactions refer note 35		
7(a) Current tax assets (net)		
Balance with Government Authorities		
Advance direct tax (net of provisions)	69.34	30.53
Total	69.34	30.53
(b) Current tax liabilities (net)		
Provision for tax (net of advance tax)	48.94	151.81
Total	48.94	151.81

Notes forming part of the Consolidated financial statements

8 Property, plant and equipments

(Rs. in Lakhs)

Description of Assets	Buildings	Furniture and Fixtures	Vehicles	Office equipment	Computers	Total
I. Gross Block						
Balance as at 31 March 2023	7.84	0.48	4.15	-	2.44	14.89
Additions during the year	-	-	-	-	0.36	0.36
Disposals/Adjustment/Deductions	-	-	-	-	-	-
Balance as at 31 March 2024	7.84	0.48	4.15	-	2.79	15.25
Additions during the year	-	-	-	0.37	0.99	1.35
Disposals/Adjustment/Deductions	-	-	-	-	-	-
Adjustment/Deductions on account of sale of Subsidiary	(0.86)	-	-	-	(0.70)	(1.56)
Balance as at 31 March 2025	6.98	0.48	4.15	0.37	3.08	15.04
II. Accumulated Depreciation						
Balance as at 31 March 2023	5.48	0.06	1.19	-	0.99	8.85
Additions during the year	-	0.04	0.49	-	0.81	1.35
Disposals/Adjustment/Deductions	-	-	-	-	-	-
Balance as at 31 March 2024	5.48	0.10	1.69	-	1.81	9.07
Additions during the year	-	0.04	0.49	0.06	0.61	1.21
Disposals/Adjustment/Deductions	-	-	-	-	0.05	0.05
Balance as at 31 March 2025	5.48	0.14	2.18	0.06	2.37	10.24
Net block						
As at 31 March 2025	1.50	0.34	1.97	0.30	0.71	4.82
As at 31 March 2024	2.37	0.38	2.46	-	0.99	6.19

8 (a) Right-of-use assets (refer note 28)

(Rs. in Lakhs)

Description of Assets	Office Premises
I. Gross Block	
Balance as at 31 March 2023	13.02
Additions	-
Disposals/Adjustment/Deductions	-
Balance as at 31 March 2024	13.02
Additions	-
Disposals/Adjustment/Deductions	-
Balance as at 31 March 2025	13.02
II. Accumulated Depreciation	
Balance as at 31 March 2023	1.99
Additions during the year	4.34

Notes forming part of the Consolidated financial statements

Description of Assets	Office Premises
Disposals/Adjustment/Deductions	-
Balance as at 31 March 2024	6.33
Additions during the year	4.34
Disposals/Adjustment/Deductions	-
Balance as at 31 March 2025	10.67
Net block	
As at 31 March 2025	2.35
As at 31 March 2024	6.69

(Rs. in Lakhs)

	31 March 2025	31 March 2024
9 Other non-financial assets		
Prepaid expenses	-	49.03
Defined Benefit Asset -'Gratuity (refer note 34)	6.47	43.71
	6.47	92.73
Deposit with Debt Recovery Tribunal (DRT) (Refer note 29 b)	1,126.22	1,126.22
Total	1,132.68	1,218.95
10 Financial liabilities		
Other payables (refer note 32a)		
i) total outstanding dues of micro enterprises and small enterprises	3.20	3.58
ii) total outstanding dues of creditors other than micro enterprises and small enterprises	8.25	51.97
Total	11.45	55.55

Trade payables and other payables are non-interest bearing and are normally settled as per contractual terms.

For related party transactions refer note 35

(Rs. in Lakhs)

	31 March 2025	31 March 2024
11 Borrowings		
At Amortised cost		
Loans repayable on demand		
From Banks (note 1 below)	-	4,848.99
From Other Parties (note 2 below)	3,596.65	3,596.65
Total	3,596.65	8,445.64

Note No.-

- 1 a) Overdraft from Yes Bank Limited of Rs. Nil lakhs (2024: Rs. 221.79) with sanction limit of Rs. 2,000 lakhs (2024: 2,000 lakhs) are secured against 110% pledge of fixed deposits with banks. The loan is repayable on demand. It carries interest at weighted average underlying fixed deposit + 50 bps and charge is yet to be registered with the Registrar of Companies.

Notes forming part of the Consolidated financial statements

- (b) Overdraft from Federal Bank Limited of Rs. Nil (2024: Rs. Nil) with sanction limit of Rs. 500 lakhs are secured against 110% pledge of fixed deposits with banks. The loan is repayable on demand. It carries interest at weighted average underlying fixed deposit + 50 bps. The loan has been repaid during the year.
- (c) Cash Credit/ Overdraft from Bank of India of Rs. Nil lakhs (2024: Rs. 63.83) with sanction limit of Rs. 0.85 lakhs (2024 : 85.00 lakhs) are secured with 15% margin on fixed deposit with the bank. The loan carries interest at weighted average underlying fixed deposit + 100 bps and charge is yet to be registered with the Registrar of Companies.
- (d) Working Capital facility from Bank of India Rs.Nil lakhs (2024 : Rs. 1,608.79 lakhs) with sanction limit of Rs. Nil lakhs (2024 : 10,000.00 lakhs) are secured against pledge of approved debt securities rated 'A' with 25% margin and debt securities rated 'AA' and above, with 15% margin ,with the bank and personal guarantee of the Promoter. The loan is repayable on demand and carries interest at one year MCLR+ BSS+CRP. The loan has been repaid during the year.
- (e) Working Capital facility from Federal Bank Limited of Rs.Nil lakhs (2024: Rs. Nil lakhs) with sanction limit of Rs. 7,500.00 lakhs (Rs. 5,000 lakhs for intraday and Rs. 2,500 lakhs for overnight) are secured against pledge of Government Securities in CGSL account with Federal Bank Limited. The loan is repayable on demand and carries interest at one year MCLR plus 50 bps. The loan has been repaid during the year.
- (f) Cash Credit/ Overdraft from Federal Bank Limited of Rs. Nil lakhs (2024: Rs. 2,559.90) with sanction limit of Rs. Nil (2024 : 5,000 lakh are secured against pledge of Government Securities in CSGI account and corporate bonds in demat account with Federal bank Limited). The loan is repayable on demand and carries interest of Nil % (2024 : 9.90 % p.a.). (one year MCLR) plus 50 bps.
- (g) Working Capital facility from Federal Bank Limited of Rs. Nil lakhs (2024: Rs. 228.22) with Sanction limit of Rs. Nil lakhs (2024: 2,000.00 Lakhs) secured against 110% pledge of fixed deposits with bank. The loan is repayable on demand and carries interest of Nil % (2024 : 8.20% p.a on overdraft of Rs. 876.60 Lakhs and 8.40% p.a. on overdraft of Rs. 900 Lakhs). (Weighted average fixed deposit + 0.50%.
- (h) Working Capital facility from South Indian Bank Limited of Rs.Nil lakhs (2024: Rs.166.46 lakhs) with Sanction limit of Nil lakhs (2024: Rs. 450 lakhs) secured against 110% pledge of fixed deposits with bank. The loan is repayable on demand and carries interest at weighted average underlying fixed deposit + 100 bps .
- 2 Borrowings of Rs.3,596.65 lakhs (2024: 3,596.65 lakhs) is considered interest free and repayable on demand in the absence of term sheet and confirmation (refer note 29b).
- 3 The Group has not been declared as a wilful defaulter by any lender.
- 4 The Group has used the borrowings from banks and financial institution for the purpose for which it was taken.

(Rs. in Lakhs)

	31 March 2025	31 March 2024
12 Lease Liabilities		
Lease liabilities	2.76	7.20
Total	2.76	7.20
13 Other financial liabilities		
Unclaimed dividends #	35.73	40.61
Employee benefits payable*	27.29	121.87
Total	63.02	162.48
# There are no undisputed amounts which are due and remained unpaid to Investor Education and Protection Fund as at the balance sheet date .		
*For related party transactions refer note 35		

Notes forming part of the Consolidated financial statements

		(Rs. in Lakhs)	
		31 March 2025	31 March 2024
14 Provisions			
Provision for standard assets		69.23	39.23
Gratuity payable		-	0.44
Total		69.23	39.67
15 Deferred tax liabilities (net)			
Deferred tax liabilities/ (assets)			
Difference in Right-of-use assets and lease liabilities		(0.10)	(0.13)
Allowance for credit losses		(162.14)	(154.58)
Fair valuation of financial instruments		222.02	1,144.31
Property, plant and equipments		-	0.69
Total		59.78	990.29
16 Other non-financial liabilities			
Statutory dues payable		24.16	81.31
Advance received against sale of investment*		39.20	-
Total		63.36	81.31
17 Equity Share capital			
Authorised*			
20,000,000 (2024:20,000,000) Equity Shares of Rs 10/- each		2,000.00	2,000.00
		2,000.00	2,000.00
Issued, subscribed and fully paid up			
12,568,623 (2024:12,568,623) Equity Shares of Rs 10/- each		1,256.86	1,256.86
		1,256.86	1,256.86

*Authorised share capital of 2025: Rs 1,000 Lakhs (2024: Rs 1,000 Lakhs); consisting of Redeemable Cumulative Preference shares of Rs. 10 each is not considered above in accordance with the requirement of Ind AS.

a) Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting year

	31 March 2025		31 March 2024	
	Number of Equity shares	(Rs. in Lakhs)	Number of Equity shares	(Rs. in Lakhs)
At the beginning of the year	1,25,68,623	1,256.86	1,25,68,623	1,256.86
Changes during the year	-	-	-	-
Outstanding at the end of the year	1,25,68,623	1,256.86	1,25,68,623	1,256.86

b) Terms/rights attached to equity shares

The Company have issued only one class of equity shares having a par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian rupees. The final dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.'

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Notes forming part of the Consolidated financial statements

There are no bonus shares issued, shares issued for consideration other than cash and shares bought back during five years immediately preceding 31 March 2025.

c) Change in Management Control

Pursuant to the Share Purchase Agreement dated 28 August, 2024, entered between the Promoters, the Company and the Acquirers i.e. Hindon Mercantile Limited ("HML") and Mr. Kapil Garg ("KG"), the Promoters agreed to sell 56,96,312 equity shares, representing 45.32% of the issued and paid-up equity share capital of the Company, to the Acquirers.

The transaction, including the change in control and management, received the requisite approval from the Reserve Bank of India (RBI) on 13 January, 2025, in terms of the Master Direction – RBI (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023.

Post approval from the RBI, the Acquirers made a Public Announcement on 24 January, 2025, for an Open Offer to acquire up to 32,67,845 equity shares (representing 26.00% of the Voting Share Capital of the Company) from public shareholders, in accordance with Regulations 3(1) and 4 of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments.

As of 31 March, 2025, the Acquirers have collectively acquired 64,43,295 equity shares, constituting 51.26% of the Company's issued and paid-up equity share capital, as detailed below:

- 44,29,502 equity shares (35.24%) were transferred from the Promoters to HML;
- 16,725 equity shares (0.14%) were transferred from the Promoters to Mr. Kapil Garg;
- 19,97,068 equity shares were acquired by HML through the Open Offer;

Out of the 56,96,312 equity shares agreed to be sold under the Share Purchase Agreement, 12,50,085 equity shares are yet to be transferred to HML.

d) Details of shareholders holding more than 5% shares in the Company:

Name of shareholders	31 March 2025		31 March 2024	
	Number of shares	% Holding	Number of shares	% Holding
Hindon Mercantile Limited	64,26,570	51.13%	-	-
Mahendra V Doshi	11,49,363	9.14%	11,49,363	9.14%
Mahendra V Doshi-Partner M/s L K Panday	-	-	20,72,482	16.49%
Sea Glimpse Investments Private Limited	-	-	17,13,962	13.64%
Bhavana Holdings Private Limited	-	-	2,43,058	1.93%
	75,75,933	60.28%	51,78,865	41.21%

e) There are no bonus shares issued, shares issued for consideration other than cash and shares bought back during five years immediately preceding 31 March 2025.

f) Shareholding of promoters

Shares held by promoters at the end of the year	As at 31 March 2025		As at 31 March 2024		% of Change During the year
	Number of Shares	% of total shares	Number of Shares	% of total shares	
Mahendra Vasantrai Doshi	11,49,363	9.14%	11,49,363	9.14%	0.00%
Pratik M Doshi	1,00,722	0.80%	1,00,722	0.80%	0.00%
Sea Glimpse Investments Private Limited	-	-	17,13,962	13.64%	-100.00%
Bhavana Holdings Private Limited	-	-	2,43,058	1.93%	-100.00%

Notes forming part of the Consolidated financial statements

Shares held by promoters at the end of the year	As at 31 March 2025		As at 31 March 2024		% of Change During the year
Promoter Name	Number of Shares	% of total shares	Number of Shares	% of total shares	
Mahendra Vasantraai Doshi (Held On Behalf of LK Panday, Partnership Firm)	-	-	20,72,482	16.49%	-100.00%
Ira Pratik Doshi	-	-	2,00,000	1.59%	-100.00%
Samaya Pratik Doshi	-	-	2,00,000	1.59%	-100.00%
Shital A Sonpal	-	-	16,725	0.13%	-100.00%

As at 31 March, 2025, Hindon Mercantile Limited and Mr. Kapil Garg are yet to be classified as Promoters and hence not included in the Shareholding of Promoters.

(Rs. in Lakhs)

	31 March 2025	31 March 2024
18 Other Equity		
Securities Premium		
As per last balance sheet	370.03	370.03
	370.03	370.03
General Reserve		
As per last balance sheet	6,149.10	6,149.10
	6,149.10	6,149.10
Reserve u/s 45-IC of Reserve Bank of India Act, 1934		
As per last balance sheet	7,857.71	6,756.61
Transfer from Retained Earnings	206.47	1,101.10
	8,064.18	7,857.71
Retained Earnings		
Balance as per last balance sheet	17,664.77	13,301.82
Profit for the year	181.88	5,944.91
Remeasurement gains/(losses) on defined benefit plans	(38.92)	(1.21)
Transfer to reserve u/s 45-IC of Reserve Bank of India Act, 1934	(206.47)	(1,101.10)
Transfer on account of Reclassification of gain on sale of equity instruments measured through other comprehensive income	1,430.32	23.08
Dividend paid (Final and interim dividend)	-	(502.74)
	19,031.58	17,664.77
Other Comprehensive income - fair value on equity instruments		
As per last balance sheet	2,403.21	1,851.27
Gain /(Loss) on fair value of financial asset measured through other comprehensive income (net of tax)	(1,164.64)	575.02
Transfer on account of Reclassification of gain on sale of equity instruments measured through other comprehensive income	(1,430.32)	(23.08)
	(191.75)	2,403.21
Total Other Equity	33,423.13	34,444.82

Notes forming part of the Consolidated financial statements

(Rs. in Lakhs)

	31 March 2025	31 March 2024
19		
(i) Revenue from operations		
On financial assets measured at amortised cost		
Interest -Loans	768.28	993.56
- Investments	155.30	204.35
- Deposit with Banks	327.56	281.74
Total	1,251.14	1,479.65
* For related party transactions refer note 35		
(ii) Dividend Income	156.72	74.89
Total	156.72	74.89
(iii) Net gain/(loss) on fair value changes		
Realised gain/(loss) (net) on securities held for trade at FVTPL	(593.68)	4,770.51
Unrealised gain/(loss) (net) on securities held for sale at FVTPL	595.09	2,598.61
Total	1.41	7,369.12
(iv) Other operating income		
Income from Stock lending and Borrowing Mechanism (SLBM)	4.44	47.64
Income from Alternate investment fund (AIF)	0.54	17.35
Advisory fees	-	0.21
Total	4.98	65.20
20 Other income		
Interest on income tax refund	-	10.57
Interest on retirement benefits	3.05	3.17
Income from Alternate investment fund (AIF)	1.43	10.25
Liabilities no longer payable written back	24.08	-
Unwinding of discount on security deposit	0.04	0.03
Total	28.60	24.02
21 Finance Costs		
On financial liabilities measured at amortised cost:		
Interest on borrowings	199.14	420.05
Interest on lease liabilities	0.49	0.91
Interest on others	8.52	0.01
Interest on defined benefit plan	0.03	-
Other financial charges	99.36	55.14
Total	307.54	476.10
* For related party transactions refer note 35		
22 Fees and commission expense		
Commission and brokerage	35.43	68.72
Total	35.43	68.72

Notes forming part of the Consolidated financial statements

(Rs. in Lakhs)

	31 March 2025	31 March 2024
23 Impairment on financial instruments		
Impairment / (Reversal of Impairment) on financial instruments		
At amortised cost		
Loan - Standard assets	30.00	(11.89)
Loan - Substandard/ doubtful assets	-	175.00
Trade receivables	-	(80.00)
Loans written off	450.00	200.00
Total	480.00	283.11
24 Employee benefits expense		
Salaries and other allowances	348.37	525.49
Contribution to provident and other funds	2.68	2.78
Gratuity expense	2.59	2.42
Staff welfare expenses	2.19	1.02
Total	355.83	531.71
For related party transactions refer note 35		
25 Depreciation		
Depreciation on property, plant and equipment	1.21	1.35
Depreciation on right of use assets	4.34	4.34
Total	5.55	5.69
26 Other expenses		
Rent	6.98	9.84
Rates and taxes	14.03	21.28
Electricity expenses	4.99	3.76
Repairs and maintenance - others	2.34	1.92
Communication expenses	5.31	4.81
Printing and stationery	1.79	1.56
Directors sitting fees	16.00	14.00
Payments to auditors (refer note 31)	15.76	14.11
Legal and professional charges	46.06	64.66
Travelling and conveyance expenses	16.70	6.72
Corporate social responsibility expenses (refer note 40)	95.57	105.70
Donation	-	60.00
Miscellaneous expenses	6.97	6.74
Total	232.51	315.09
For related party transactions refer note 35		

Notes forming part of the Consolidated financial statements

27 Tax Expense

(a) The major components of income tax for the year are as under:

Income tax related to items recognised directly in the statement of profit and loss

	(Rs. in Lakhs)	
	31 March 2025	31 March 2024
Current tax	459.32	882.77
Current tax on profits for the year - current year	(113.68)	7.23
Deferred tax (Credit) / Charge	(284.46)	497.57
Total	61.18	1,387.56
Effective tax rate #	25.17%	18.92%

A reconciliation of income tax expense applicable to profit before income tax at statutory rate to the income tax expense at Group's effective income tax rate for the year ended 31 March 2025.

ii) Deferred tax related to items recognised in the other comprehensive income (OCI) during the year

	(Rs. in Lakhs)	
	31 March 2025	31 March 2024
Deferred tax (credit) / charge	(81.83)	(75.64)
Deferred tax (credit)/charge to OCI	(81.83)	(75.64)

(b) Reconciliation of tax expense and the accounting profit multiplied by tax rate:

	(Rs. in Lakhs)	
	31 March 2025	31 March 2024
Accounting Profit before tax	243.06	7,332.47
Income tax expense calculated at corporate tax rate	61.18	1,845.44
Effect of exempt income and income tax at Lower rates and unabsorbed losses	113.68	(465.10)
Current tax -earlier period	(113.68)	7.23
Tax expense recognized in the statement of profit and loss	61.18	1,387.57

The applicable tax rate is the standard effective corporate income tax rate in India. The tax rate is 25.168 % for the year ended 31 March 2025 and 25.168 % for the year ended 31 March 2024 .

Deferred tax assets and liabilities are offset where the Group has a legally enforceable right to do so. For analysis of the deferred tax balances (after offset) for financial reporting purposes refer note 15.

(c) Deferred tax relates to the following:

	(Rs. in Lakhs)	
	31 March 2025	31 March 2024
Reconciliation of deferred tax (assets) / liabilities net:		
Opening balance	990.29	417.07
Property, plant and equipment	(0.26)	(0.03)
Fair valuation of financial instruments	(905.43)	497.43
Allowances for credit losses	(7.55)	69.70
Unabsorbed depreciation and business losses	-	6.21
Difference in Right-of-use assets and lease liabilities	0.02	(0.08)
Transfer on account of sale of subsidiary	(17.29)	-
Total	59.78	990.29

Deferred tax recognized in statement of Other Comprehensive Income

Notes forming part of the Consolidated financial statements

Deferred tax recognized in statement of profit or loss

For the year ended	31 March 2025	31 March 2024
Fair valuation of financial instruments	(276.67)	421.77
Allowances for credit losses	(7.55)	69.70
Property, plant and equipment	(0.26)	(0.03)
Unabsorbed depreciation and business losses	-	6.21
Difference in Right-of-use assets and lease liabilities	0.02	(0.08)
Total	(284.46)	497.57

Deferred tax recognized in statement of Other Comprehensive Income

(Rs. in Lakhs)

For the year ended	31 March 2025	31 March 2024
Fair valuation of financial instruments	(628.76)	75.64
Total	(628.76)	75.64

- (d) The Group does not have any unrecorded transactions that have been surrendered or disclosed as income during the year in the tax assessment under Income Tax Act, 1961.

28 Leases

For short-term leases (lease term of twelve months or less) and leases of low-value assets, the Group have opted to recognise a lease expense on a straight-line basis as permitted by In AS 116. This expense is presented within 'other expenses' forming part of the Financial Statements. Lease rentals of Rs.6.98 lakhs (2024 : Rs.9.84 Lakhs) pertaining to short term leases and low value asset has been charged to statement of profit and loss.

Right-of-use assets- Disclosures as per Ind AS 116 "Leases"

- a) Right-of-use assets (ROU) comprises leased assets of office/branch premises that do not meet the definition of investment property.

	(Rs. in Lakhs)	
	31 March 2025	31 March 2024
Opening Balance	6.69	11.03
Additions during the year	-	-
Deletion during the year (net)	-	-
Depreciation during the year	4.34	4.34
Closing Balance	2.35	6.69

The aggregate depreciation expense on right-of-use asset is included under depreciation and amortisation expense in the Statement of Profit and Loss.

b) The following is the break-up of current and non-current lease liabilities

	(Rs. in Lakhs)	
	31 March 2025	31 March 2024
Current	2.76	4.64
Non current	-	2.56
Closing Balance	2.76	7.20

Notes forming part of the Consolidated financial statements

c) The following is the movement in lease liabilities

	(Rs. in Lakhs)	
	31 March 2025	31 March 2024
Opening Balance	7.20	11.21
Additions during the year	-	-
Finance cost incurred during the year	0.49	0.91
Payment of lease liabilities	4.92	4.92
Closing Balance	2.76	7.20

d) Lease liabilities maturity analysis

	(Rs. in Lakhs)	
	31 March 2025	31 March 2024
Maturity analysis - contractual undiscounted cash flows		
Less than one year	2.84	4.92
One to five years	-	2.46
More than five years	-	-
Total undiscounted lease liabilities	2.84	7.38

29 Contingent Liabilities and Litigations

- Against a penalty order Rs 180 lakhs (for 2024: Rs 180 lakhs) received from the Enforcement Directorate pertaining to the erstwhile money changing division of the Group, the Group has preferred an appeal in the Hon'ble Madras High Court. The Group has provided a bank guarantee in the form of fixed deposits with bank to cover the demand.
- State Bank of India obtained an Order from Debt Recovery Tribunal (DRT), Bangalore against Kingfisher Airlines Limited, United Breweries (Holdings) Limited and Others for recovery of dues from them. In the earlier years, the Group received a garnishee order from the Recovery Officer, DRT, Bangalore claiming Rs. 2,500 lakhs (plus interest) as the financial statements of Kingfisher Finvest India Limited (lender) reflected the amount due from the Group. The Group has contested the claim and deposited Rs.1,126.22 lakhs and investment in mutual fund of Rs.595.12 lakhs (2024: 554.41 lakhs) was attached by the recovery officer. The matter is presently pending before the Debt Recovery Appellate Tribunal, Chennai.
- Corporate Guarantee given for securing non rated, unlisted, secured, redeemable, taxable, transferable, non-convertible debentures (NCD) issued by LKP Securities Limited not exceeding Rs. 3,000 lakhs (2024 : 3,000). NCD outstanding as at 31 March 2025 is Rs. 1,355 lakhs (2024 : Rs.815 lakhs).
- Claims against the Group, not acknowledged as debts in respect of disputed income tax matters is Rs. 29.65 lakhs (2024 : Rs. Nil lakhs).

Other Litigations

- A winding up petition filed by the Group against a borrower has been admitted by the Hon'ble High Court of Mumbai. The recovery if any will be accounted for when the money is received from official Liquidator.
- The Group has filed an arbitration case for Rs. 26.17 lakhs (2024 : Rs. 26.18 lakhs) against borrowers for which it has received a favourable award from the arbitrators. The opposing parties have filed an appeal in the Hon'ble High Court of Mumbai, which is pending.

Notes forming part of the Consolidated financial statements

- g) The Group has filed various cases for recovery of dues and suits are pending in various courts/tribunals. The Group has engaged advocates to protect the interests of the Group.
- h) Capital Commitments- Rs. Nil (2024 : Rs. Nil lakhs).

30 Segment Informations

Disclosure under Indian Accounting Standard 108 – ‘Operating Segments’ is not given as, in the opinion of the management, the entire business activity falls under one segment viz. Investment and financing activities . The Group conducts its business only in one Geographical Segment viz. India.

31 Payment to Auditors

	(Rs. in Lakhs)	
	31 March 2025	31 March 2024
Audit fees	10.00	10.00
Tax audit fees	1.00	1.00
Other matters & taxation	2.32	0.84
Subsidiary Company		
Audit fees including Limited Review Report	2.44	2.27
Total	15.76	14.11

32 Micro, small and medium enterprises

- (a) The Group has Rs. 3.20 lakhs (31 March 2024 : Rs. 3.58 lakhs) outstanding dues to party related to Micro, Small and Medium enterprises on the basis of information provided by the parties and available on record. Further, there is no interest paid / payable to micro and small enterprises during the year.

Trade payables and other payables include amount payable to Micro, Small and Medium Enterprises. Under the Micro, Small and Medium Enterprises Development Act, 2006, (MSMEDA) which came into force from 02 October, 2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises. On the basis of the information and records available with the management, the following disclosures are made for the amounts due to the Micro, Small and Medium enterprises, who have registered with the competent authorities.

	(Rs. in Lakhs)	
	31 March 2025	31 March 2024
Principal amount remaining unpaid to any supplier as at the year end (not due)	3.20	3.58
Interest due thereon	-	-
Amount of interest paid by the Group in terms of section 16 of the MSMEDA, along with the amount of the payment made to the supplier beyond the appointed day during the accounting year	-	-
Amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMEDA	-	-
Amount of interest accrued and remaining unpaid at the end of the accounting year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

Notes forming part of the Consolidated financial statements

The Group has compiled the relevant information from its suppliers about their coverage under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act).

(b) There are no trade payables as at 31 March 2025 and 31 March 2024 .

33 Financial Instruments

i) The Group's principal financial assets include investments, loans, other receivables, cash and cash equivalents and other bank balances that derive directly from its operations. The Group's principal financial liabilities, comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Group's operations.

a) Market risk:

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, foreign currency risk and other price risk such as equity price risk. Financial instruments affected by market risk include loans and borrowings, deposits, other financial instruments."

1 Interest rate risk:

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair value of fixed interest bearing investments because of fluctuations in the interest rates. Cash flow interest rate risk is the risk that future cash flows of floating interest bearing investments will vary because of fluctuations in interest rates. "

The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's short-term loan from banks.

Interest rate risk exposure

(Rs. in Lakhs)		
	As at 31 March 2025	As at 31 March 2024
Variable rate borrowings*	-	4,848.99

*The above figures does not include amount due from other parties in the absence of term sheet and confirmation. Refer note-11

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Group's profit before tax is affected through the impact of change in interest rate of borrowings, as follows:

(Rs. in Lakhs)		
	Increase / decrease in basis points	Effect on Profit before tax
As at 31 March 2025	+ 50 / - 50	-
As at 31 March 2024	+ 50 / - 50	24.24

2) Equity Price Risk :

The Group's quoted equity investments carry a risk of change in prices. To manage its price risk arising from investments in equity securities, the Group periodically monitors the sectors it has invested in, performance of the investee companies, measures mark-to-market gains/losses. The fair value of some of the Group's investments exposes the Group to equity price risk.

Notes forming part of the Consolidated financial statements

3) Foreign currency risk:

The Group does not have any foreign currency risk. Hence no sensitivity analysis is required

4) Credit Risk

Credit risk is the risk that the Group will incur a loss because its Loans and receivables fail to discharge their contractual obligations. The Group has a framework for monitoring credit quality of its Loans and receivables based on days past due monitoring at period end. Repayment by individual Loans and receivables are tracked regularly and required steps for recovery are taken through follow ups and legal recourse. Credit risk arises from loans and advances, receivables, cash and cash equivalents and deposits with banks.

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 obligations, and arises principally from the Group's Loans and advances, receivables, cash and cash equivalents, deposits with banks and investments .

The Group measures the expected credit loss of Loans and receivables based on historical trend, industry practices and the business environment in which the entity operates. Expected Credit Loss is based on actual credit loss experienced and past trends based on the historical data.

(i) Credit risk management

Group considers probability of default upon initial recognition of asset and whether there has been any significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk Group compares the risk of default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forward-looking information.

Definition of Default

A default on a financial asset is when the counterparty fails to make contractual payments within 90 days of when they fall due. This definition of default is determined by considering the business environment in which NBFC operates and other macro-economic factors.

For Trade receivables, definition of default has been considered at 360 days past due after looking at the historical trend of receiving the payments.

Provision for expected credit losses

Group provides for expected credit loss based on following:

The Group classifies its financial assets in three stages having the following characteristics :

Stage 1 :- Unimpaired and without significant increase in credit risk since initial recognition on which a twelve months allowance for ECL is recognised ;

Stage 2 :- a significant increase in credit risk since initial recognition on which a lifetime ECL is recognised ; and

Stage 3 :-Objective evidence of impairment, and are therefore considered to be in default or otherwise credit impaired on which lifetime ECL is recognised.

Unless identified at an earlier stage, all financial assets are deemed to have suffered a significant increase in credit risk when they are thirty days past due (DPD) on the reporting date and are accordingly transferred from stage 1 to stage 2. For Stage 1 an ECL allowance is calculated on a twelve months point in time probability weighted probability of default. For stage 2 and 3 assets a life time ECL is calculated on a lifetime probability of default.

(Rs. in Lakhs)				
	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
Movement in allowance for credit loss during the year was as follows :				
Opening Balance	575.00	760.00	-	80.00

Notes forming part of the Consolidated financial statements

Add :- Provided during the year	-	575.00	-	-
Less :- Reversal during the year	-	(760.00)	-	(80.00)
Balance as at 31 March	575.00	575.00	-	-

Credit risk on cash and cash equivalents is limited as the Group generally invest in deposits with banks with high credit ratings assigned by credit rating agencies. Investments primarily include investment in Securities.

b) Liquidity Risk:

Liquidity risk refers to the risk that the Group cannot meet its financial obligations. The Group's principal source of liquidity are cash and cash equivalents and the cash flow i.e. generated from operations. The Group consistently generated strong cash flows from operations which together with the available cash and cash equivalents and current investment provides adequate liquidity in short terms as well in the long term.

The table below provides details regarding the contractual maturities of financial liabilities including estimated interest payments as at :

(Rs. in Lakhs)

	Carrying Amount / Fair value	As at 31 March 2025			
		Less than	2-5 years	More than	Total
		1 year		5 years	
Financial Liabilities :					
Other payables	11.45	11.45	-	-	11.45
Lease liabilities	2.76	2.76	-	-	2.76
Other financial liabilities	63.02	63.02	-	-	63.02
Borrowings	3,596.65	3,596.65	-	-	3,596.65
	3,673.88	3,673.88	-	-	3,673.89

(Rs. in Lakhs)

	Carrying Amount / Fair value	As at 31 March 2024			
		Less than	2-5 years	More than	Total
		1 year		5 years	
Financial Liabilities :					
Other payables	55.55	55.55	-	-	55.55
Borrowings	8,445.64	8,445.64	-	-	8,445.64
Lease liabilities	7.20	4.64	2.56	-	7.20
Other financial liabilities	162.48	162.48	-	-	162.48
	8,670.87	8,668.31	2.56	-	8,670.87

ii) Capital Management

For the purpose of Group's capital management, capital includes issued capital and other equity reserves. The primary objective of the Group's Capital Management is to maximize shareholders value. The Group manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants.

The Group monitors capital using gearing ratio, which is Net debt divided by total capital.

Notes forming part of the Consolidated financial statements

	(Rs. in Lakhs)	
	As at 31 March 2025	As at 31 March 2024
Gross debt	3,596.65	8,445.64
Less: Cash and cash equivalents	1,880.08	221.62
Net debt	1,716.58	8,224.02
Total equity	34,679.99	35,701.67
Total capital	36,396.56	43,925.69
Gearing ratio	4.72%	18.72%

No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March 2025 and 31 March 2024.

iii) Categories of financial instruments and fair value thereof

	As at 31 March 2025			As at 31 March 2024		
	FVTOCI	FVTPL	Amortised Cost	FVTOCI	FVTPL	Amortised Cost
A) Financial assets (other than investment in subsidiaries)						
Cash and cash equivalents	-	-	1,880.08	-	-	221.62
Bank balance other than cash and cash equivalents	-	-	1,866.31	-	-	4,361.57
Loans	-	-	15,718.96	-	-	5,862.79
Investments	4,850.90	12,944.41	-	10,136.61	23,516.75	-
Other financial assets	-	-	125.33	-	-	130.92
Total financial assets	4,850.90	12,944.41	19,590.68	10,136.61	23,516.75	10,576.90
B) Financial liabilities						
Lease liabilities	-	-	2.76	-	-	7.20
Other payables	-	-	11.44	-	-	55.55
Borrowings	-	-	3,596.65	-	-	8,445.64
Other financial liabilities	-	-	63.02	-	-	162.48
Total financial liabilities	-	-	3,673.87	-	-	8,670.87

The management assessed that cash and cash equivalents and bank balances, trade receivables, other financial assets, certain investments, trade payables and other current liabilities approximate their fair value largely due to the short-term maturities of these instruments. Difference between carrying amount and fair value of bank deposits, other financial

Notes forming part of the Consolidated financial statements

assets, other financial liabilities and borrowings subsequently measured at amortised cost is not significant in each of the year presented.

iv Fair value hierarchy

The following table provides the fair value measurement hierarchy of the Group's assets and liabilities.

Disclosures of fair value measurement hierarchy for assets and liabilities:-

(Rs. in lakhs)

Financial assets	As at 31 March 2025				
	Carrying Value	Fair value	Level 1	Level 2	Level 3
Financial assets measured at FVTOCI					
Investments	4,850.90	4,850.90	-	4,850.90	-
Financial assets measured at FVTPL					
Investments	12,944.41	12,944.41	10,212.41	2,732.31	-
Total	17,795.32	17,795.32	10,212.41	7,583.21	-

(Rs. in lakhs)

Financial assets	As at 31 March 2025				
	Carrying Value	Fair value	Level 1	Level 2	Level 3
Financial assets measured at FVTOCI					
Investments	10,136.61	10,136.61	1,193.74	-	8,942.87
Financial assets measured at FVTPL					
Investments	23,516.75	23,516.75	17,426.11	5,559.85	530.79
Total	33,653.36	33,653.36	18,619.85	5,559.85	9,473.66

Fair Value Hierarchy :

- Investments included in Level 1 of fair value hierarchy are based on prices quoted in stock exchange and/ or NAV declared by the funds.
- Investments included in Level 2 of fair value hierarchy have been valued based on inputs from banks and other recognised institutions such as FIMMDA/ FEDAI.
- Investments included in Level 3 of fair value hierarchy have been valued using acceptable valuation techniques such as Net Asset Value and/ or Discounted Cash Flow Method.

Note : All financial instruments for which fair value is recognised or disclosed are categorised within the Fair Value Hierarchy described as above, based on the lowest level input that is significant to the fair value measurement as a whole.

Foreign currency risk:

The Group does not have any foreign currency risk. Hence no sensitivity analysis is required.

34 Employee benefit plans

A Gratuity and other post employment benefit plans

The Group has a gratuity plan for its employee's which is governed by the Payment of Gratuity Act, 1972. The gratuity

Notes forming part of the Consolidated financial statements

benefit payable to the employees of the Group is greater of the provisions of the Payment of Gratuity Act, 1972 and the Group's gratuity scheme. Employees who are in continuous service for a period of five years are eligible for gratuity. The level of benefits provided depends on the employee's length of service, managerial grade and salary at retirement age. The gratuity plan is a funded plan and the Group makes contributions to approved gratuity fund .

The disclosures of employee benefits as defined in the Ind AS 19 "Employee Benefits" are given below:

a Details of post retirement gratuity plan are as follows:

i. Expenses recognised during the year in the statement of profit and loss

	(Rs. in Lakhs)	
	31 March 2025	31 March 2024
Current service cost	2.39	2.23
Interest cost (net)	(3.05)	(3.17)
Past Service cost	-	-
Net expenses	(0.66)	(0.94)

II Expenses recognised during the year in other comprehensive income (OCI)

	(Rs. in Lakhs)	
	31 March 2025	31 March 2024
Actuarial (Gain)/Loss recognized for the period	37.52	0.89
Return on plan assets excluding net interest	1.46	0.30
Unrecognized actuarial (gain)/loss from previous period	-	-
Recognised during the year	38.97	1.19

III Net liability recognised in the balance sheet

	(Rs. in Lakhs)	
	31 March 2025	31 March 2024
Fair value of plan assets	58.22	109.33
Present value of obligation	51.75	65.62
Liability / (Assets) recognized in balance sheet	(6.47)	(43.71)

IV Reconciliation of opening and closing balances of defined benefit obligation

	(Rs. in Lakhs)	
	31 March 2025	31 March 2024
Defined benefit obligation as at the beginning of the year	65.62	58.63

Notes forming part of the Consolidated financial statements

Current service costs	2.39	2.23
Interest costs	4.57	4.06
Benefit paid	(58.35)	(0.19)
Actuarial (gain)/ loss on obligation	37.52	0.89
Defined benefit obligation at the end of the year	51.75	65.62

V Reconciliation of opening and closing balance of fair value of plan assets

	(Rs. in Lakhs)	
	31 March 2025	31 March 2024
Fair value of plan assets at the beginning of the year	109.33	99.22
Adjustment to opening balance	-	-
Interest income	7.62	7.23
Contributions paid by employer	1.07	3.37
Benefits paid	(58.35)	(0.19)
Return on plan asset	(1.46)	(0.30)
Fair value of plan assets at year end	58.22	109.33

VI Actuarial Assumptions

	(Rs. in Lakhs)	
	31 March 2025	31 March 2024
Discount rate (Per annum)	6.55%	6.97%
Rate of escalation in salary (per annum)	5.00%	5.00%
Expected average remaining service	9.56	9.56
Attrition rate	PS: 0 to 10 :7%	PS: 0 to 10 :7%
	PS: 10 to 20 :0%	PS: 10 to 20 :0%
	PS: 20 to 52 :7%	PS: 20 to 52 :7%
Mortality table	IALM(2012-14) ult	IALM(2012-14) ult

VII Quantitative Sensitivity Analysis

(Rs. in lakhs)

The key actuarial assumptions to which the benefit obligation results are particularly sensitive to are discount rate and future salary escalation rate. The following table summarizes the impact in percentage terms on the reported defined benefit obligation at the end of the reporting period arising on account of an increase or decrease in the reported assumption by 100 basis points

	(Rs. in Lakhs)	
	31 March 2025	31 March 2024
Projected benefit obligation on current assumptions		

Notes forming part of the Consolidated financial statements

Increase by 1% in Discount rate	50.90	62.57
Decrease by 1% in Discount rate	52.68	69.01
Increase by 1% in Rate of salary increase	52.65	68.02
Decrease by 1% in Rate of salary increase	50.96	63.27

VIII Maturity analysis of projected benefit obligation : from the fund

	(Rs. in Lakhs)	
	31 March 2025	31 March 2024
1st Following Year	37.24	5.71
2nd Following Year	0.73	5.12
3rd Following Year	0.96	19.94
4th Following Year	0.94	17.10
5th Following Year	0.92	1.96
Sum of years 6 to 10	14.82	17.49

In case of Subsidiary

I. Expenses recognised during the year in the statement of profit and loss

	(Rs. in Lakhs)	
	31 March 2025	31 March 2024
Current service cost	0.20	0.17
Interest cost (net)	0.03	0.02
Past service cost	-	-
Net expenses	0.23	0.19

Expenses recognised during the year in other comprehensive income (OCI)

	(Rs. in Lakhs)	
	31 March 2025	31 March 2024
Actuarial (gain)/loss recognized for the period	0.05	0.02
Return on plan assets excluding net interest	-	-
Unrecognized Actuarial (Gain)/Loss from previous period	-	-
Recognised during the year	0.05	0.02

Net liability recognised in the balance sheet

Notes forming part of the Consolidated financial statements

(Rs. in Lakhs)

	31 March 2025	31 March 2024
Fair value of plan assets	-	-
Present value of obligation	-	0.44
Liability / (Assets) recognized in balance sheet	-	0.44

Reconciliation of opening and closing balances of defined benefit obligation

(Rs. in Lakhs)

	31 March 2025	31 March 2024
Defined benefit obligation as at the beginning of the year	0.44	0.23
Current Service Costs	0.20	0.17
Interest Costs	0.03	0.02
Benefit Paid	-	-
Actuarial (gain)/ loss on obligation	0.05	0.02
Transfer on sale of subsidiary	(0.72)	
Defined benefit obligation at the end of the year	-	0.44

Actuarial Assumptions

(Rs. in Lakhs)

	31 March 2025	31 March 2024
Discount rate (Per annum)	-	7.20%
Rate of escalation in salary (per annum)	-	5.00%
Attrition rate (per annum)	-	Age 25& below :7%
	-	Age 25 to 35 :7%
	-	Age 35 to 45 :7%
	-	Age 45 to 55 :7%
	-	55 & above : 7%
Mortality Table	-	IALM(2012-14) ult

Quantitative Sensitivity Analysis

The key actuarial assumptions to which the benefit obligation results are particularly sensitive to are discount rate and future salary escalation rate. The following table summarizes the impact in percentage terms on the reported defined benefit obligation at the end of the reporting period arising on account of an increase or decrease in the reported assumption by 100 basis points.

(Rs. in Lakhs)

	31 March 2025	31 March 2024
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Notes forming part of the Consolidated financial statements

Projected benefit obligation on current assumptions		
Increase by 0.5 % in Discount rate	-	0.42
Decrease by 0.5% in Discount rate	-	0.47
Increase by 0.5 % in Rate of salary increase	-	0.47
Decrease by 0.5% in Rate of salary increase	-	0.42

Maturity analysis of projected benefit obligation : from the fund		(Rs. in Lakhs)
	31 March 2025	31 March 2024
1st Following Year	-	0.00
2nd Following Year	-	0.00
3rd Following Year	-	0.00
4th Following Year	-	0.05
5th Following Year	-	0.05
Sum of years 6 to 10	-	0.22

Notes:

- The current service cost recognized as an expense is included in the Note 24 'Employee benefits expense' as gratuity. The remeasurement of the net defined benefit liability is included in other comprehensive income.
- The estimate of future salary increases considered in the actuarial valuation takes into account the rate of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.
- Significant actuarial assumptions for the determination of the defined obligation are discount rate, expected salary increase and mortality. The sensitivity analysis above have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

B Provident fund

A defined contribution plan is a post-employment benefit plan under which the Group pays fixed contributions and where there is no legal or constructive obligation to pay further contributions. During the year, the Group recognised expense of Rs. 2.68 Lakhs (2024: 2.78 lakhs) towards contribution made to provident fund under defined contribution plan.

35 Disclosure of transactions with related party as require by Ind AS 24

(i) List of related parties

Holding Group

Hindon Mercantile Limited (w.e.f. 28 March 2025)

Subsidiary Group

Bond Street Capital Private Limited (ceased with effect from 26 March 2025)

Others fellow subsidiary/ associates/ entities controlled/ significant influenced by KMP/ relative of KMP/ Entity controlled by *

Mufin Green Finance Limited

Mufin Technologies Private Limited (Wholly owned subsidiary)

Notes forming part of the Consolidated financial statements

Mufinpay Payment Solution Private Limited

Hedge Money Private Limited

Bimapay Finsure Private Limited

2nd Layer Subsidiary*

Fintelligence Data Science Private Limited (Subsidiary of Mufin Technologies Private Limited)

Mufin Green infra Limited (Subsidiary of Mufin Green Finance Limited)

Mufin Green Leasing Private Limited (Subsidiary of Mufin Green Finance Limited)

*with effect from 28 March 2025

Other related parties with whom transactions have taken place during the year.

LKP Securities Limited

Bhavana Holding Private Limited

Sea Glimpse Investments Private Limited

M/s. L.K Panday

Mapple Leaf Trading & Services Limited

Keynote Fincorp Limited

MKM Shares & Stock Brokers Limited

Alpha Commodity Private Limited

Key Management Personnel

Umesh Aggarwal

Kapil Garg

Gunjan Jain

Manoj Kumar Bhatt

Hemant Bhageria

Mahendra V. Doshi

Sajid Mohamed

Dara Kalyaniwala

Saseekala Nair

Pratik M. Doshi

Dinesh Waghela

Vineet N. Suchanti

Anjali Suresh

Mustak Ali

Ruby Chauhan

G B Innani

S S Gulati

Nature of relationship

Whole Time Director w.e.f. 28 March, 2025

Non- Executive Director w.e.f. 28 March, 2025

Non- Executive & Women Director w.e.f. March 28, 2025

Independent Director w.e.f. March 28, 2025

Independent Director w.e.f. March 28, 2025

Executive Chairman & Managing Director upto 31 March 2025

Independent Director upto 31 March 2025

Independent Director w.e.f 1 July 2024 and upto 31 March 2025

Independent Director w.e.f 1 July 2024 and upto 31 March 2025

Non-Executive Director upto 31 March 2025

Non-Executive additional Director upto 31 March 2025

Independent Director upto 31 March 2024

Independent Director upto 16 July 2024

Chief Financial Officer w.e.f. March 28, 2025

Group Secretary w.e.f March 28, 2025

G.M Legal & Group Secretary upto 31 March 2025

Head - Corporate Affairs upto 31 March 2025

(ii) Transactions with Related parties:

	(Rs. in Lakhs)	
	31 March 2025	31 March 2024
Remuneration to Key Management Personnel		
Key Management Personnel	186.96	307.98
Mahendra V Doshi	124.01	245.19
S.S. Gulati	39.02	38.86

Notes forming part of the Consolidated financial statements

	(Rs. in Lakhs)	
	31 March 2025	31 March 2024
Girish Inani	23.93	23.93
Interest Income	12.70	43.92
LKP Securities Limited	1.62	11.48
Mufin Green Finance Limited	8.22	-
Alpha Commodity Private Limited	2.86	12.00
Mapple Leaf Trading & Services Limited	-	15.92
Keynote Fincorp Limited	-	4.52
Interest expenses	-	8.92
Sea Glimpse Investments Private Limited	-	5.17
Bhavana Holdings Private Limited	-	3.76
Brokerage and Depository charges paid		
LKP Securities Limited	123.63	95.20
Loans given	5,650.00	1,300.00
LKP Securities Limited	1,650.00	850.00
Mufin Green Finance Limited	4,000.00	-
Mapple Leaf Trading & Services Limited	-	150.00
Keynote Fincorp Limited	-	300.00
Repayment received of loan given	1,791.48	1,740.52
LKP Securities Limited	1,650.00	850.00
Alpha Commodity Private Limited	141.48	-
Mapple Leaf Trading & Services Limited	-	590.52
Keynote Fincorp Limited	-	300.00
Loans taken	-	1,800.00
Sea Glimpse Investments Private Limited	-	850.00
Bhavana Holdings Private Limited	-	950.00
Loans repaid	-	1,800.00
Sea Glimpse Investments Private Limited	-	850.00
Bhavana Holdings Private Limited	-	950.00
Sale of Non Current Investments		
LKP Securities Limited	798.45	-
M/s. L.K Panday	3,296.28	-
Sea Glimpse Investments Private Limited	1,247.89	-
Assignment of receivables (refer note 48(ii))		
Sea Glimpse Investments Private Limited	500.00	-

Notes forming part of the Consolidated financial statements

	(Rs. in Lakhs)	
	31 March 2025	31 March 2024
Advance received against sale of Investments		
Sea Glimpse Investments Private Limited	39.20	-
Corporate Guarantee given	-	3,000.00
LKP Securities Limited (Debt outstanding against guarantee 2025: 1,355 lakhs 2024:Rs. 815.00 lakhs)	-	3,000.00
Directors sitting fees paid	16.00	14.00
Sajid Mohamed	3.00	2.50
Pratik M. Doshi	3.00	2.50
Dinesh Waghela	3.50	3.00
Dara Kalyaniwala	3.50	-
Saseekala Nair	2.50	-
Vineet N. Suchanti	-	3.00
Smt. Anjali Suresh	0.50	3.00
Impairment / (Reversal of Impairment) on financial instruments	-	(80.00)
MKM Shares & Stock Brokers Limited	-	(80.00)

	(Rs. in Lakhs)	
	31 March 2025	31 March 2024
Director Remuneration / Commission Payable		
Mahendra V. Doshi	27.29	97.79
Loan given/ Other advances (Including Interest)		
Alpha Commodity Private Limited	-	141.48
Investments		
LKP Securities Limited	-	1,172.27
Mapple Leaf Trading & Services Limited	-	210.16
Loan given (including interest accrued)		
Mufin Green Finance Limited	4,007.40	-
Corporate Guarantee given		
LKP Securities Limited (Debt outstanding against guarantee 2025: Rs 1,355 lakhs 2024: Rs. 815.00 lakhs)	3,000.00	3,000.00
Other advances/ Other receivables		
LKP Securities Limited	111.22	102.67

Transactions of purchase/sale of securities on exchange platforms are not considered in the above disclosures.

Notes forming part of the Consolidated financial statements

36 Earnings per share

	(Rs. in Lakhs)	
	31 March 2025	31 March 2024
Profit after tax (Rs. In lakhs)	181.88	5,944.91
Weighted average number of equity shares		
- for Basic Earnings per share	1,25,68,623	1,25,68,623
- for Diluted Earnings per share	1,25,68,623	1,25,68,623
Face value of equity share (Rs/ share)	10	10
Basic earnings per share (Rs.)	1.45	47.30
Diluted Earnings per share (Rs/share)	1.45	47.30

37 Reconciliation between opening and closing balances in the balance sheet for liabilities arising from financing activities as required by Ind AS 7 "Statement of Cash Flows" is as under:

	(Rs. in Lakhs)				
	As at 1 April 2024	Cash Inflows	Cash outflows	Non Cash Changes Interest Accrued Other Charges	As at 31 March 2025
Borrowings	8,445.64	-	(4,848.99)	-	3,596.65
Lease Liabilities	7.20	-	(4.92)	0.49	2.76

	(Rs. in Lakhs)				
	As at 1 April 2024	Cash Inflows	Cash outflows	Non Cash Changes Interest Accrued Other Charges	As at 31 March 2025
Borrowings	12,107.52	-	(3,673.99)	12.11	8,445.64
Lease Liabilities	11.21	-	(4.92)	0.91	7.20

38 Disclosures as required by Ind AS 115

Revenue consist of following

	(Rs. in Lakhs)	
	31 March 2025	31 March 2024
Interest income	1,251.14	1,479.65
Dividend income	156.72	74.89
Net gain on fair value changes	1.41	7,369.12
Income from Stock lending and Borrowing Mechanism (SLBM)	4.44	47.64
Income from AIF Unit	0.54	17.35
Advisory fees	-	0.21
Total	1,414.24	8,988.87

Notes forming part of the Consolidated financial statements

* All the above mentioned income pertains to NBFC business, included in revenue from operations and hence is covered in the above disclosures.

Revenue Disaggregation by Industrial Vertical & Geography is as follows

(Rs. in Lakhs)		
Revenue by offerings	31 March 2025	31 March 2024
Financial services - India	1,414.24	8,988.87
Total	1,414.24	8,988.87

Timing of Revenue Recognition

(Rs. in Lakhs)		
	31 March 2025	31 March 2024
Income accounted at point in time	158.67	7,461.57
Income accounted over period of time	1,255.57	1,527.30
Total	1,414.24	8,988.87

- 39 (a) The Group, has no long-term contracts including derivative contracts having material foreseeable losses as at 31 March 2025 except below-
- (b) Details of open interest (short) in Shares

	Quantity		Provision for mark to market (loss)/ profit (Rs. Inlakhs)	
	31 March 2025	31 March 2024	31 March 2025	31 March 2024
Name of Shares/ Securities				
Ef Auropharma 25 April 24	-	1,00,100.00	-	-
Ef Rblbank 24 April 25	10,17,500.00	-	10.79	-
Ef Rblbank 25 April 24	-	4,67,500.00	-	-
Total	10,17,500.00	5,67,600.00	10.79	-

- 40 As per section 135 of the Companies Act, 2013, Rs. 95.57 lakhs (2024 : Rs. 105.25 lakhs) is required to be spent by the Group during the year ended 31 March 2025 on Corporate Social Responsibility (CSR).

(Rs. in lakhs)

		31 March 2025	31 March 2024
(i)	Amount required to be spent by the Group during the year	95.57	105.25
(ii)	Amount of expenditure incurred	95.57	105.70
(iii)	Shortfall at the end of the year	-	-
(iv)	Total of previous years shortfall	Nil	Nil
(v)	Reason for shortfall	N.A.	N.A.

Notes forming part of the Consolidated financial statements

(vi)	Nature of CSR activities	Relief & rehabilitation of the disabled person and conducting ENT surgery, Medical Treatment, Prevent the occurrence of blindness, Upliftment of Eco- Socio Backward Society by providing Education and Self-Employment. Education activities and rural development.	Relief & rehabilitation of the disabled person and conducting ENT surgery, Medical Treatment, Prevent the occurrence of blindness, Upliftment of Eco- Socio Backward Society by providing Education and Self-Employment. Education activities and rural development.
(vii)	Details of related party transactions e.g. contribution to a Trust controlled by the Group in relation to CSR expenditure as per relevant Accounting Standard	-	-
(viii)	Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately.	No Provision	No Provision

41 Dividend Recommendation:

- a) The Board proposed dividend on equity shares after the balance sheet date

(Rs. in lakhs)

	2025	2024
Proposed dividend on equity shares for the year ended on 31 March 2025 : Rs. Nil per share (31 March 2024: Rs. Nil per share)*	-	-
Interim dividend paid on equity shares for the year ended on 31 March 2025 : Rs.Nil per share (31 March 2024: Rs. Rs. 3/- per share) (Face Value Rs.10/-per share)	-	377.06

No Dividend has been declared or paid during the year by the Group.

- b) There are no unclaimed dividend for a period of more than seven years. Further, there are no amounts due and outstanding to be credited to Investor's Education and Protection Fund as on 31 March 2025.

42 Struck of companies

There are no transactions during the year with struck off companies as at 31 March 2025.

43 The Group has not traded or invested in crypto currency or Virtual currency during the year.

44 No proceedings are initiated or pending against the Group for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988).

45 During the year, the Group has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person or entity including foreign entities (intermediaries) with the understanding (whether recorded in writing or otherwise) that the intermediary shall (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of Group (ultimate beneficiaries) or (ii) provide any guarantee, security or the like to or behalf of the ultimate beneficiaries.

46 During the year, the Group has not received any fund from any person(s) or entity(ies) including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Group shall (i) directly or indirectly lend or invest in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or (ii) provide any guarantee, security or the like to or on behalf of the funding party (ultimate beneficiaries) or (iii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

Notes forming part of the Consolidated financial statements

47 Financial Ratio

Sr. No.	Ratio	Numerator	Denominator	31 March 2025	31 March 2024	Variance %	Reason for variance more than 25%
1	Tier I Capital	Tier I Capital	Risk Weighted Assets	101.14	84.98	19.02	-
2	Tier II Capital	Tier II Capital	Risk Weighted Assets	0.21	0.12	75.00	Provision increased for standard loan
3	CRAR	Tier I Capital + Tier II Capital	Risk Weighted Assets	101.35	85.10	19.09	-
4	Liquidity Coverage Ratio	Cash and Cash Equivalent + Liquid Assets*100	Financial Liabilities	535.95	338.06	58.54	Liquid assets increased during the year

48 Exceptional items

i) Disposal of Subsidiary

Pursuant to the approval of the shareholders through postal ballot on 19 October 2024, the Group divested its investments in its wholly owned subsidiary Bond Street Capital Private Limited (BSCPL) comprising 9,95,000 equity shares to LKP Securities Limited, Sea Glimpse Investments Private Limited and LK Pandey (Partnership Firm), promoter group entities, of the Group for aggregate consideration of Rs. 4012.43 Lakhs. The control over the subsidiary ceased from 26 March 2025, and it has accordingly been excluded from consolidation from that date. The gain/loss on disposal has been recognized in the Consolidated Statement of Profit and Loss.

Net Asset as at the date of disposal	4,151.30 lakhs
Less: Consideration paid	4,012.43 lakhs
Less: Goodwill	143 lakhs
Gain/(loss) on derecognition of subsidiary	(281.87) lakhs

ii) The Group has filed claim with the Official Liquidator of United Breweries (Holdings) Limited (under liquidation) for an amount recoverable of Rs 3,181.20 lakhs. The Group's claim for enforcement of its lien on 6,71,560 equity shares of United Spirits Limited pertaining to the said recovery is pending before DRT Bangalore. During the year, the Group have assigned these receivables to a related party (promoter group entity) viz. Sea Glimpse Investments Private Limited, for Rs 500.00 lakhs, as approved by the shareholder through postal ballot on 9 March 2024. The amount of Rs. 500 lakhs, received on such assignment, has been disclosed as exceptional item.

49 Further, investments in unlisted equity shares to be acquired at the agreed price, as given below, by the Promoter Group Entities of the Group, pursuant to the approval of the Shareholders through postal ballot on 19 October 2024, remains pending as at 31 March 2025.

Name of the Company	Number of shares	Amount (Rs) in lakhs
Care Health Insurance Company Limited	20,44,628	3271.40
Nivaata System Private Limited	4,381	262.86
The Hindustan Times Limited	5,600	39.20

50 Balance Sheet of a non deposit taking Non-Banking Financial Company (As required in terms of paragraph 13 of Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms {Reserve Bank} Directions, 2007)

Notes forming part of the Consolidated financial statements

Liabilities Side:
(Rs. in lakhs)
Liabilities :

Name of the Company	Amount outstanding	Amount overdue
1. Loans and advances availed by the NBFCs inclusive of interest accrued thereon but not paid:		
(a) Debentures : Secured	-	-
: Unsecured	-	-
(other than falling within the meaning of public deposits)		
(b) Deferred credits	-	-
(c) Term loans	-	-
(d) Inter-corporate loans and borrowing	3,596.65	-
(e) Commercial paper	-	-
(f) Public deposits	-	-
(g) Other loans- Working Capital , Overdraft and cash credit	-	-
2. Break-up of (1) (f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid) :		
(a) In the form of Unsecured debenture	-	-
(b) In the form of partly secured debenture i.e. debentures where there is a shortfall in the value of security	-	-
(c) Other public deposits		

Assets :
(Rs. in lakhs)

3. Break-up of Loans and Advances including bills receivables [other than those included in (4) below]	
(a) Secured	2,610.26
(b) Unsecured	14,436.05
4. Break up of Leased Assets and stock on hire and other assets counting towards AFC activities	
(i) Lease assets including lease rentals under sundry debtors :	
(a) Financial lease	-
(b) Operating lease	-
(ii) Stock on hire including hire charges under sundry debtors:	
(a) Assets on hire	-
(b) Repossessed assets	-
(iii) Other loans counting towards AFC activities	
(a) Loans where assets have been repossessed	-
(b) Loans other than (a) above	-
5. Break-up of Investments :	

Notes forming part of the Consolidated financial statements

Current Investments :
Quoted :

(i) Shares : (a) Equity *	6,295.53
(b) Preference	-
(ii) Debentures and Bonds*	1,726.01
(iii) Units of mutual funds	3,916.56
(iv) Government Securities	1,006.30
(v) Others	-

Unquoted :

(i) Shares : (a) Equity	-
(b) Preference	-
(ii) Debentures and Bonds	-
(iii) Units of mutual funds	-
(iv) Government Securities	-
(v) Others	-

Long Term Investments :
Quoted :

(i) Shares : (a) Equity	-
(b) Preference	-
(ii) Debentures and Bonds	-
(iii) Units of mutual funds	-
(iv) Government Securities	-
(v) Others	-

Unquoted :

(i) Shares : (a) Equity	4,850.90
(b) Preference	-
(ii) Debentures and Bonds	-
(iii) Units of mutual funds	-
(iv) Government Securities	-
(v) Others	-

Notes forming part of the Consolidated financial statements

6. Borrower group-wise classification of assets financed as in (3) and (4) above (Rs. in lakhs)

Category	Amount net of provisions		
	Secured	Unsecured	Total
Related Parties			
(a) Subsidiaries	-	-	-
(b) Companies in the same group	-	111.22	111.22
(c) Other related parties	-	4,007.40	4,007.40
Other than related parties	2,610.26	10,317.44	12,927.70
Total	2,610.26	14,436.05	17,046.31

7. Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted): (Rs. in lakhs)

Category	Market Value / Break up or fair value or NAV	Book Value (Net of Provisions)
1. Related Parties **		
(a) Subsidiaries	-	-
(b) Companies in the same group	-	-
(c) Other related parties	-	-
2. Other than related parties	17,795.31	17,795.31
	17,795.31	17,795.31

8. Other Information (Rs. in lakhs)

(i) Gross Non-Performing Assets

(a) Related parties	-
(b) Other than related parties	575.00

(ii) Net Non-Performing Assets

(a) Related parties	-
(b) Other than related parties	-

(iii) Assets acquired in satisfaction of debt

Disclosure Pursuant To Reserve Bank Of India Notification RBI/2022-23/26/DOR.ACC.REC.No.20/21.04.018/2022-23 dated 19 April, 2022 pertaining to Notes to Accounts of NBFC's:

(A) Exposures to Real Estate Sector:

Particulars	31 March 2025	31 March 2024
(i) Direct Exposure		
(a) Residential Mortgages		
Lending fully secured by mortgages on residential property that is or will be occupied by the borrower or that is rented	-	-

Notes forming part of the Consolidated financial statements

Particulars	31 March 2025	31 March 2024
(b) Commercial Real Estate		
Lending secured by mortgages on commercial real estates (office buildings, retail space, multi-purpose commercial premises, multi-family residential buildings, multi-tenanted commercial premises, industrial or warehouse space, hotels, land acquisition, development and construction, etc.). Exposure shall also include non-fund based limits.	-	-
(c) Investments in Mortgage Backed Securities (MBS) and other securitised exposures		
(i) Residential	-	-
(ii) Commercial Real Estate	-	-
(ii) Indirect Exposure		
Fund based and non-fund-based exposures on National Housing Bank and Housing Finance Companies.	-	-
(B) Total Exposure to Real Estate Sector		
Exposure to Capital Market		
(a) direct investment in equity shares, convertible bonds, convertible debentures and units of equity-oriented mutual funds the corpus of which is not exclusively invested in corporate debt;	11,146.44	19,424.09
(b) advances against shares / bonds / debentures or other securities or on clean basis to individuals for investment in shares (including IPOs / ESOPs), convertible bonds, convertible debentures, and units of equity-oriented mutual funds;	-	-
(c) advances for any other purposes where shares or convertible bonds or convertible debentures or units of equity oriented mutual funds are taken as primary security;	-	-
(d) advances for any other purposes to the extent secured by the collateral security of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds i.e. where the primary security other than shares / convertible bonds / convertible debentures / units of equity oriented mutual funds 'does not fully cover the advances;	-	-
(e) secured and unsecured advances to stockbrokers and guarantees issued on behalf of stockbrokers and market makers;	111.22	
(f) loans sanctioned to corporates against the security of shares / bonds / debentures or other securities or on clean basis for meeting promoter's contribution to the equity of new companies in anticipation of raising resources;	-	-
(g) bridge loans to companies against expected equity flows / issues;	-	-

Notes forming part of the Consolidated financial statements

Particulars	31 March 2025	31 March 2024
(h) Underwriting commitments taken up by the Company in respect of primary issue of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds	-	-
(i) Financing to stockbrokers for margin trading	-	-
(j) All exposures to Alternative Investment Funds:	-	-
(i) Category I	-	-
(ii) Category II	-	-
(iii) Category III	-	530.79
Total Exposure to Capital Market	11,257.65	19,945.88

(C) Sectoral Exposure

Sectors	31 March 2025			31 March 2024		
Particulars	"Total Exposure (includes on balance sheet and off-balance sheet exposure)*"	Gross NPAs	"% of Gross NPAs to total exposure in that sector"	"Total Exposure (includes on balance sheet and off-balance sheet exposure)"	Gross NPAs	"% of Gross NPAs to total exposure in that sector"
1. Agriculture and Allied Activities	-	-	-	-	-	-
2. Industry	-	-	-	-	-	-
3. Services						
(i) NBFC	6,522.19	-	-	-	-	-
(ii) Mortgage backed real estate exposure	-					
(iii) Others	8,667.82	125.00	1.44%	4,933.21	-	-
Total of Services	15,190.01	125.00	-	4,933.21	-	-
4. Personal Loans	-	-	-	-	-	-
5. Others, if any (please specify)	1,103.95	450.00	40.76%	1,504.58	575.00	38.22%
Total	16,293.96	575.00	3.53%	6,437.79	575.00	8.93%

(D) Intra Group Exposures

Particulars	31 March 2025	31 March 2024
(i) Total amount of intra-group exposures*	4,007.40	1,172.27
(ii) Total amount of top 20 intra-group exposures*	4,007.40	1,172.27
(iii) "Percentage of intra-group exposures to total exposures of the NBFC on borrowers"	11.76%	2.92%

Notes forming part of the Consolidated financial statements

* All loans and investments considered

(E) There were no unhedged foreign currency transactions for the year ended 31 March 2025 and 31 March 2024.

(F) For Related party disclosures refer note 35

(G) There are no complaints received by the Company from customers and from the offices of ombudsman.

51 Analysis of change in the gross carrying amount and corresponding ECL allowance in relation to Loans

The Table below shows the credit quality and the maximum exposure to credit risk based on the Group's year end stage classification. The amounts presented are gross of impairment allowances. Policies on ECL allowances are set out in Note 2.

Reconciliation of changes in gross carrying amount and corresponding ECL allowances for loans and advances to corporate and retail customers:

The following disclosures provides stage wise reconciliation of the Group's gross carrying amount and ECL allowances for loans and advances to corporate and retail customers. The transfer of financial assets represents the impact of stage transfers upon the gross carrying amount and associated allowance for ECL. The net remeasurement of ECL arising from stage transfers represents the increase or decrease due to these transfers.

The new assets originated/ repayments received (net) represents the gross carrying amount and associated allowance ECL impact from transactions within the Company's lending portfolio.

Reconciliation / movement for the year ended 31 March 2025

	Stage 1		Stage 2		Stage 3		Total	
	Loans Gross	Impairment loss allowances	Loans Gross	Impairment loss allowances	Loans Gross	Impairment loss allowances	Loans Gross	Impairment loss allowances
Balance as at 31 March 2024	5,611.32	-	410.00	410.00	165.00	165.00	6,186.32	575.00
Transfers during the year								
Balance written off								
Transfer to Stage 1 from stage 3	-	-	-	-	450.00	450.00	-	-
Transfer to Stage 2 from stage 1	-	-	-	-	(450.00)	(450.00)	-	-
Transfer to Stage 3 from stage 2	-	-	(285.00)	(285.00)	285.00	285.00	-	-
Increase in impairment loss allowance during the year	-	-	-	-	-	-	-	-
Purchase of credit impaired financial assets					-	-	-	-
New assets originated/ repayments received (net)	10,107.64		-	-	-	-	10,107.64	-
New Credit Exposures during the year, net of repayment		-	-	-			-	-
Balance as at 31 March 2025	15,718.96	-	125.00	125.00	450.00	450.00	16,293.96	575.00

Notes forming part of the Consolidated financial statements

	Stage 1		Stage 2		Stage 3		Total	
	Loans Gross	Impairment loss allowances	Loans Gross	Impairment loss allowances	Loans Gross	Impairment loss allowances	Loans Gross	Impairment loss allowances
Balance as at 31 March 2023	11,151.54	-	-	-	975.00	760.00	12,126.54	760.00
Transfers during the year								
Balance written off	-	-	-	-	(360.00)	(360.00)	(360.00)	(360.00)
Transfer to Stage 1 from stage 3	50.00	-			(450.00)	(400.00)	(400.00)	(400.00)
Transfer to Stage 2 from stage 1								
Transfer to Stage 3 from stage 2	-	-			-	-	-	-
Increase in impairment loss allowance during the year	(410.00)		410.00	410.00		165.00	-	575.00
Purchase of credit impaired financial assets					-	-	-	-
New assets originated/ repayments received (net)	(5,180.22)		-	-	-	-	(5,180.22)	-
New Credit Exposures during the year, net of repayment		-	-	-			-	-
Balance as at 31 March 2024	5,611.32	-	410.00	410.00	165.00	165.00	6,186.32	575.00

Rs. In Lakhs unless otherwise stated

Details of non-performing financial assets purchased:	31 March 2025	31 March 2024
1. (a) No. of accounts purchased during the year	0	0
(b) Aggregate outstanding	165	165
2. (a) Of these, number of accounts restructured during the year	-	-
(b) Aggregate outstanding	-	-
During the current financial year Company has not purchased non performing assets account hence no accounts restructured during the year		

Notes forming part of the Consolidated financial statements

53 The disclosures as required by the NBFC Master Directions issued by RBI - A comparison between provision required under income recognition, asset classification and provisioning (IRACP) and impairment allowances as per Ind AS 109 'Financial instruments' as at 31 March 2025 .

(Rs. in lakhs)

Asset Classification as per RBI Norms	Asset classi- fication as per Ind AS 109	Gross Carrying Amount as per Ind AS	Loss Allowances (Provisions) as required under Ind AS 109	Net Carrying Amount	Provisions required as per IRACP norms	"Difference between Ind AS 109 provisions and IRACP norms"
(1)	(2)	(3)	(4)	(5)=(3)-(4)	(6)	(7) = (4)-(6)
Performing Assets						
Standard	Stage 1	15,843.96	194.23	15,649.73	63.38	130.85
	Stage 2	-	-	-	-	-
Subtotal						
Non-Performing Assets (NPA)						
Substandard	Stage 2		-	-	-	-
Doubtful - up to 1 year	Stage 3	450.00	450.00	-	450.00	-
1 to 3 years	Stage 3	-	-	-	-	-
More than 3 years	Stage 3	-	-	-	-	-
Subtotal for doubtful						
Loss	Stage 3					
Subtotal for NPA						
Other items such as guarantees, loan commitments, etc. which are in the scope of Ind AS 109 but not covered under current Income Recognition, Asset Classification and Provisioning (IRACP) norms	Stage 1	-	-	-	-	-
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-
Subtotal						
Total	Stage 1	15,843.96	194.23	15,649.73	63.38	130.85
	Stage 2	-	-	-	-	-
	Stage 3	450.00	450.00	-	450.00	-
	Total	16,293.96	644.23	15,649.73	513.38	130.85

Notes forming part of the Consolidated financial statements

54 Assets Liability Management - Maturity pattern of Assets and Liabilities

(Rs. In Lakhs)

	As at 31 March 2025			As at 31 March 2024		
	" Within 12 months Current "	" After 12 Months Non-Current "	Total	" Within 12 months Current "	" After 12 Months Non-Current "	Total
Financial Assets						
(a) Cash and cash equivalents	1,880.08	-	1,880.08	221.62	-	221.62
(b) Bank balance other than (a) above	1,866.31	-	1,866.31	4,361.57	-	4,361.57
(c) Loans	15,718.96	-	15,718.96	5,862.79	-	5,862.79
(d) Investments	12,944.40	4,850.90	17,795.31	22,431.55	11,221.81	33,653.36
(e) Other financial assets	125.33	-	125.33	120.72	10.20	130.92
Total Financial Assets	32,535.08	4,850.90	37,385.99	32,998.25	11,232.01	44,230.26
Non-Financial Assets						
(a) Current tax assets (net)	-	69.34	69.34	-	30.53	30.53
(b) Property, plant and equipments	-	4.82	4.82	-	6.19	6.19
(c) Right-of-use assets	2.35	-	2.35	-	6.69	6.69
(d) Goodwill on Consolidation	-	-	-	-	143.00	143.00
(e) Other non-financial assets		1,132.68	1,132.68	48.97	1,169.98	1,218.95
Total Non-Financial Assets	2.35	1,206.82	1,209.17	48.97	1,356.39	1,405.36
Financial Liabilities						
(a) Other payables						
(i) total outstanding dues of micro enterprises and small enterprises	3.20	-	3.20	3.58	-	3.58
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	8.25	-	8.25	51.97	-	51.97
(b) Borrowings	3,596.65	-	3,596.65	8,445.64	-	8,445.64
(c) Lease liabilities	2.76	-	2.76	4.64	2.56	7.20
(d) Other financial liabilities	63.02	-	63.02	162.48	-	162.48
Total Financial Liabilities	3,673.88	-	3,673.88	8,668.31	2.56	8,670.87
Non-Financial Liabilities						
(a) Current tax liabilities (net)	48.94	-	48.94	151.81	-	151.81

	As at 31 March 2025			As at 31 March 2024		
	" Within 12 months Current "	" After 12 Months Non-Current "	Total	" Within 12 months Current "	" After 12 Months Non-Current "	Total
(b) Provisions	-	69.23	69.23	-	39.67	39.67
(c) Deferred tax Liabilities (net)	-	59.78	59.78	-	990.29	990.29
(d) Other non-financial liabilities	63.36	-	63.36	81.31	-	81.31
Total Non-financial liabilities	112.30	129.01	241.31	233.12	1,029.96	1,263.07

55 Additional information, as required in consolidated financial statements as per Schedule III to the Companies Act, 2013, of enterprises consolidated as subsidiary

Sectors	Net Assets i.e. total assets minus total liabilities		Share of Profit/ (Loss)		Share of Other Comprehensive Income	
	As a % of Consolidated net assets	Rs. in Lakhs	As a % of Consolidated Profit and Loss	Rs. in Lakhs	As a % of Consolidated Profit and Loss	Rs. in Lakhs
LKP Finance Limited	100.00	38,595.18	567.59	1,032.34	106.07	(1,276.62)
Wholly owned subsidiary						
Bond Street Capital Private Limited	-	-	197.33	358.91	(6.07)	73.06
Elimination	-	-	(664.93)	(1,209.37)	-	-
Total	100.00	38,595.18	100.00	181.88	100.00	(1,203.56)

56 Events after reporting date

There have been no events after the reporting date that require adjustment/ disclosures in these financials statements.

57 Previous year's figures have been regrouped / reclassified/rearranged wherever necessary to correspond with the current year's classifications / disclosures. Figures in brackets pertain to previous year.

In terms of our Report of even date attached

For MGB & Co. LLP

Chartered Accountants

Firm Registration Number: 101169W/W-100035

Hitendra Bhandari

Partner

Membership Number: 107832

Place : Mumbai

Date : 22 May 2025

For and on behalf of the Board

LKP Finance Limited

Umesh Aggarwal

Whole Time director

DIN : 03109928

Ruby Chauhan

Company Secretary & Compliance officer

A 69210

Kapil Garg

Director

DIN : 01716987

Mustak Ali

Chief Financial Officer