PLACID
LIMITED

# 78th ANNUAL REPORT
# 2023-2024

LNB™
GROUP
Securing a brighter tomorrow™

# CORPORATE INFORMATION

**Board of Directors**

Mr. Lakshmi Niwas Bangur - Chairman
Ms. Sheetal Bangur - Managing Director
Mr. Yogesh Bangur - Joint Managing Director
Mr. Ashwini Kumar Singh - Director
Mr. Amit Mehta - Director (Professional)
Mr. Bhaskar Banerjee - Independent Director
Mr. Ramavtar Holani - Independent Director

**Company Secretray**

Mr. Atul Krishna Tiwari

**Corporate Identification Number**

U74140WB1946PLC014233

**Registered Office**

7, Munshi Premchand Sarani
Hastings, Kolkata - 700 022
Phone : (033) 2223-0016 / 18
Email : placid@lnbgroup.com

**Corporate Office**

"Athiva", Plot No. C2, Sector III
HUDA Techno Enclave, Madhapur
Hyderabad - 500 081

**Bankers**

Kotak Mahindra Bank
Citi Bank
DBS Bank
HDFC Bank
ICICI Bank
UCO Bank

**Statutory Auditors**

M/s. Mandawewala & Co.
Chartered Accountants

**Internal Auditors**

M/s. Lakhotia & Co.
Chartered Accountants

**Registrar & Share Transfer Agent**

Maheswari Datamatics Pvt. Ltd.
23, R.N. Mukherjee Road, 5th Floor
Kolkata - 700 001
Phone : (033) 2243-5809 / 5029
Email : mdpldc@yahoo.com

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# NOTICE

Notice is hereby given that the **78th (Seventy Eighth)** Annual General Meeting of the Members of **PLACID LIMITED** will be held at the Registered office of the Company at 7, Munshi Premchand Sarani, Hastings, Kolkata - 700022 on Monday, the 30th day of September 2024 at 11:30 A.M to transact the following businesses:

**ORDINARY BUSINESS:**

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

a. The Annual Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2024 including the Audited Balance Sheet as at 31st March, 2024 and Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon; and

b. The Annual Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2024 including the Audited Balance Sheet as at 31st March, 2024 and Statement of Profit & Loss for the year ended on that date and the Report of the Auditors thereon.

**2.** To appoint a Director in place of Mr. Lakshmi Niwas Bangur (DIN: 00012617), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

**3.** To appoint M/s B. Chhawchharia & Co, Chartered Accountants, (Firm Regn. No. 305123E), as the Statutory Auditors of the Company and in this regard 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 provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) and/or re-enactment(s) thereof, for the time being in force), and in terms of recommendation of the Board of Directors and Audit Committee of the Company, the consent of the members of the Company be and is hereby accorded for the appointment of M/s B. Chhawchharia & Co, Chartered Accountants, (Firm Registration Number: 305123E), as Statutory Auditors of the company for the period of 3 (Three) years from conclusion of 78th Annual General Meeting till the conclusion of 81st Annual General Meeting to be held for the Financial Year 2026-27".

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorised to fix the remuneration of Statutory Auditors as may be mutually agreed upon in addition to taxes and reimbursement of out of pocket expenses incurred by them in connection with the audit of accounts of the Company and to fix their terms and conditions of engagement according to the scope of their services as Statutory Auditors and other permissible assignments, if any, in line with prevailing rules and regulations made in this regard and as recommended by the Audit Committee .

**RESOLVED FURTHER THAT** any of the Directors of the Company and/or Company Secretary be and are hereby severally authorized to sign, execute all such documents and do all such acts, deeds and things which may be necessary to bring into effect the above resolution."

**SPECIAL BUSINESS:**

**4. Re-appointment of Ms. Sheetal Bangur as Managing Director of the Company**

To consider and, if thought fit, to pass with or without modification, the following resolution as a **SPECIAL RESOLUTION:**

"**RESOLVED THAT** pursuant to the provisions of sections 152, 196, 197, 198, 203 read with Schedule V, andother applicable provisions , if any, of the Companies Act, 2013 (hereinafter referred to as the "Act") and allied rules framed thereunder (including any statutory modifications or re-enactments thereof for the time being in force), and in terms of the applicable clauses of the Articles of Association of the Company and other applicable provisions, if any, and as recommended by the Nomination & Remuneration Committee, the Audit Committee and Board of Directors of the Company, the consent of the members of the Company be and is hereby accorded to the re-appointment of Ms. Sheetal Bangur (DIN: 00003541) as Managing Director of the Company for a period of 3 years with effect from 1st July 2024, upon such terms and conditions as detailed out in the Explanatory Statement annexed thereto, including remuneration payable from time to time, which at all times shall be within the limits of the Act or any statutory amendment(s) and/or modification(s) thereof.

**RESOLVED FURTHER THAT** in the event of loss or inadequacy of profits in any financial year during the term of office of Ms. Sheetal Bangur (DIN: 00003541) as Managing Director of the Company, she shall be paid the remuneration, as detailed in the Explanatory Statement, as minimum remuneration, in respect of such financial year(s) in which such inadequacy or loss arises during her tenure, in accordance with the provisions of Section 196, 197 and / or Schedule V to the Companies Act, 2013 (as amended).

**RESOLVED FURTHER THAT** the Board of Directors of the Company on recommendation of the Nomination and Remuneration Committee, be and are hereby authorized to alter and vary the terms and conditions of the appointment and/or agreement, in such manner as may be mutually decided between the Board of Directors and Ms. Sheetal Bangur, within the limits prescribed under Schedule V read with other applicable provisions of the Companies Act, 2013 and to do all such acts, deeds and things to give effect to the above resolution."

**5. Re-appointment of Mr. Yogesh Bangur as Joint Managing Director of the Company**

To consider and, if thought fit, to pass with or without modification, the following resolution as **SPECIAL RESOLUTION:**

"**RESOLVED THAT** pursuant to the provisions of sections 152, 196, 197, 198, 203 read with Schedule V, and other applicable provisions , if any, of the Companies Act, 2013 (hereinafter referred to as the "Act") and allied rules framed thereunder (including any statutory modifications or re-enactments thereof for the time being in force), and in terms of the applicable clauses of the Articles of Association of the Company and other applicable provisions, if any, and as recommended by the Nomination & Remuneration Committee, the Audit Committee and Board of Directors of the Company, the consent of the members of the Company be and is hereby accorded to the re-appointment of Mr. Yogesh Bangur (DIN: 02018075) as Joint Managing Director of the Company for a period of 3 years with effect from 3rd August, 2024 and whose period of office be liable to retire by rotation upon such terms and conditions as detailed out in the Explanatory Statement annexed thereto, including remuneration payable from time to time, which at all times shall be within the limits of the Act or any statutory amendment(s) and/or modification(s) thereof.

**RESOLVED FURTHER THAT** in the event of loss or inadequacy of profits in any financial year during the term of office of Mr. Yogesh Bangur (DIN: 02018075) as Joint Managing Director of the Company, he shall be paid the remuneration, as detailed in the Explanatory Statement, as minimum remuneration, in respect of such financial year(s) in which such inadequacy or loss arises during his tenure, in accordance with the provisions of Section 196, 197 and / or Schedule V to the Companies Act, 2013 (as amended).

**RESOLVED FURTHER THAT** the Board of Directors of the Company on recommendation of the Nomination and Remuneration Committee, be and are hereby authorized to alter and vary the terms and conditions of the appointment and/or agreement, in such manner as may be mutually decided between the Board of Directors and Mr. Yogesh Bangur, within the limits prescribed under Schedule V read with other applicable provisions of the Companies Act, 2013 and to do all such acts, deeds and things to give effect to the above resolution."

**6. Renewal of previous approval of issuance of Non-Convertible Debentures on Private Placement basis**

To consider and, if thought fit, to pass with or without modification, the following resolution as a **SPECIAL RESOLUTION:**

**"RESOLVED THAT** pursuant to the provisions of Sections 42, 71, 180 (1) (c) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014 and subject to all the applicable laws, regulations, directions, circulars, notifications, clarifications, prescribed by RBI or Government of India, from time to time, including but not limited to RBI Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and subject to the provisions of the Articles of Association of the Company, approval of the members be and is hereby accorded to the Board of Directors of the Company to offer or invite subscriptions for listed/unlisted, secured/ unsecured redeemable non-convertible debentures (NCDs), in one or more series/ tranches, of the aggregate nominal value up to Rs. 300 crores (Rupees Three Hundred Crores Only), on private placement basis, from such persons and on such terms and conditions as the Board of Directors of the Company may, from time to time, determine and consider proper and most beneficial to the Company including, without limitation, as to when the said debentures are to be issued, the face value of debentures to be issued, the consideration for the issue, mode of payment, coupon rate, redemption period, utilization of the issue proceeds and all matters connected therewith or incidental thereto and that the amount that shall be raised as aforesaid shall be within the overall borrowing limits of the Company as may be approved by the Members from time-to-time.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution and for matters connected therewith or incidental thereto."

**By order of the Board of Directors**
**For Placid Limited**

**Atul Krishna Tiwari**
**Company Secretary**
**Membership No. A48221**

**Date : July 22, 2024**
**Place : Kolkata**

**NOTES:**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING PROXY IN ORDER TO BE EFFECTIVE SHOULD BE DULY STAMPED, COMPLETED, SIGNED AND DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**

2. a) A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or member.

   b) The Proxy holder shall prove his identity at the time of attending the Meeting. When a member appoints a proxy and both the member and proxy attend the meeting, the proxy stands automatically revoked. Requisition for inspection of proxies shall have to be made in writing by members entitled to vote on any resolution three days before the commencement of the meeting. Proxies shall be made available for inspection during twenty four hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting.

3. Corporate Members intending to attend the meeting are requested to send a duly certified copy of the Board Resolution pursuant to Section 113 of the Companies Act, 2013 authorizing their representative(s) to attend and vote at the Annual General Meeting.

4. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, setting out the material facts concerning each item of special businesses to be transacted at the meeting is annexed hereto and forms part of Notice.

5. Members holding shares in physical form are requested to intimate change in their registered address mentioning full address in block letters with Pin code of the Post Office, mandate, bank particulars and Permanent Account Number (PAN) to the Company's Registrar and Share Transfer Agent and in case of members holding their shares in electronic form, this information should be given to their Depository Participants immediately.

6. Members are requested to bring their attendance slip duly completed and signed, to be handed over at the entrance of the meeting venue. Members are also requested to bring their copy of Annual Report at the meeting.

7. Information to members as prescribed in Secretarial Standard (SS-2) in respect of appointment or reappointment of Director is given at "**Annexure - A**" to this notice.

8. In case of joint holders attending the meeting, the member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

9. The relevant documents referred to in this Notice are open for inspection in physical form at the Annual General Meeting and such documents will also be available for inspection at the registered office of the Company on all working days except Saturdays, from 10:00 a.m. to 12:00 noon upto the date of the ensuing Annual General Meeting.

10. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, the Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 read with Rules made thereunder will be available for inspection at the Annual General Meeting**.**

11. Pursuant to Section 72 of the Companies Act, 2013 and Rules made thereunder, Members holding shares in physical form and desirous of making/changing nomination in respect of their shareholding in the Company, are requested to submit the prescribed form SH -13 (Nomination Form) or SH-14 (Cancellation or Variation of Nomination), as applicable and deposit the same with the Company or its RTA. Members holding shares in demat form may contact their respective DP for recording Nomination in respect of their shares.

12. The Company has entered into necessary arrangement with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) to enable the Members to dematerialize their shareholding in the Company for which they may contact the Depository Participant of either of the above Depositories.

13. The Ministry of Corporate Affairs vide its Circular Nos.17/2011 and 18/2011 dated April 21, 2011 and April 29, 2011 respectively, has undertaken a 'Green Initiative' and allowed Companies to share documents with its shareholders through electronic mode. Members are requested to support this Green Initiative by registering/ updating their e-mail addresses, in respect of shares held in dematerialized form with Depository Participants and in respect of shares held in physical form with the Company's Registrar and Share Transfer Agent, i.e. M/s. Maheshwari Datamatics Private Limited, 23, R. N. Mukherjee Road, Kolkata – 700 001 at mdpldc@yahoo.com.

14. Members holding Shares of the Company in physical form through multiple folios in identical names or joint accounts in the same order of names are requested to consolidate their shareholding into single folio, by sending their original share certificates along with a request letter to consolidate their shareholding into one single folio, to the Registrar & Share Transfer Agent of the Company.

15. The Route Map showing direction to reach the venue of the meeting is annexed.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

Pursuant to Section 102 of the Companies Act, 2013 ('the Act'), the following Explanatory Statement sets out all material facts relating to the businesses mentioned under Item No. 4 to 6 of the accompanying Notice dated July 22, 2024.

**Resolution No. 4**

Ms. Sheetal Bangur [DIN: 00003541] was re-appointed as the Managing Director of the Company at the meeting of the Board of Directors held on 11th June, 2021 for a term of 3 years with effect from 1st July, 2021, which was approved by the shareholders in the 75th Annual General Meeting held on 30th September, 2021. The said term was expired on 30th June, 2024.

The remuneration of Ms. Sheetal Bangur was revised twice by the Board of Directors based on the recommendation of Nomination & Remuneration committee at their respective meeting held on 5th August, 2022 and 18th February, 2023 which was subsequently approved by the Shareholders of the Company at the Annual General Meeting held on 30th September, 2022 and Extra Ordinary General Meeting held on 29th March, 2023 respectively.

Members of the Company are aware that Ms. Sheetal Bangur is a Post Graduate in Commerce and Business Administration and has also adequate experience in NBFC as well as other businesses. Under her leadership, the Company has been registering steady progress and growing from strength to strength.

The Board of Directors at their meeting held on 28th June, 2024, took a view that in the best interest of the Company, it is desirable that Ms. Sheetal Bangur should continue to lead the Company as Managing Director for a further period of 3 years.

The Board of Directors of the Company other than Shri Lakshmi Niwas Bangur and Shri Yogesh Bangur, being relatives of Ms. Sheetal Bangur, in the said meeting held on 28th June, 2024, unanimously decided to re-appoint Ms. Sheetal Bangur as Managing Director with effect from 1st July, 2024 for a period of 3 years, subject to approval of the members in the ensuing Annual General Meeting.

The recommendation for re-appointment was also approved by the Nomination and Remuneration Committee and Audit Committee at their respective meeting held on 28th June, 2024 and was recommended to the Board for its approval. While approving the re-appointment of the Managing Director the Nomination and Remuneration Committee considered various parameters such as increase in scale of operation of the Company, increased involvement of the Managing Director in the overall growth of the Company, increased level of responsibility and remuneration of similar professional in similar industries etc.

The terms and conditions as to the remuneration of Ms. Sheetal Bangur for her re-appointment as Managing Director, as recommended by the Nomination and Remuneration Committee and Audit Committee are as follows:-

1) Ms. Sheetal Bangur shall be responsible for advising and assisting the Board of Directors of the Company in formulation of long term business plans and strategic thrust of the Company, for coordinating of key affairs of business of the Company externally and where needed internally too, for formulation of and decision on developmental, diversification and growth plans of the Company including plans for major capital expenditure; for reviewing and monitoring the execution of plans and conduct of overall affairs of the Company; and for all matters of strategic importance.

2) Ms. Sheetal Bangur shall have adequate communication facilities and necessary office establishment, appropriate setup and systems built-up, provided to her by the Company, for the purpose of carrying out her above duties. Ms. Sheetal Bangur shall have power to visit the Registered Office and other offices at various places, to have meetings, deliberations and negotiations with Banks/Institutions, Government Authorities and others concerned as and when needed for the purpose of discharging her duties as above.

3) Ms. Sheetal Bangur shall generally have all powers in the normal course of business of the Company to deliberate, deal, negotiate, interact and enter into agreements on behalf of the Company with whomsoever concerned, in respect of the business of the Company from time to time, and shall exercise and perform the above and such other powers and duties as the Board of Directors of the Company may, from time to time, subject to the provisions of law and the Articles of Association of the Company, further determine.

4) Ms. Sheetal Bangur while being away from her normal place of establishment at Kolkata, shall be responsible to keep appropriate arrangements to keep communication with the Registered Office, other offices of the Company and other business associates, as be necessary from time to time, for the purpose of discharging her duties.

5) Any actual expenses on travel, staying in hotel etc. and any other expenses incurred by Ms. Sheetal Bangur for the purpose of carrying out her duties as above, will be reimbursable to her or payable to the party concerned by the Company.

6) Ms. Sheetal Bangur, while she continues to hold the office as Managing Director, in her capacity as Director of the Company, shall not be subject to retirement by rotation under section 152 of the Companies Act, 2013 and she shall not be reckoned as a Director for the purpose of determining the rotation of retirement of directors or in fixing the number of directors to retire.

7) Ms. Sheetal Bangur will ipso facto and immediately, be liable to cease to be the Managing Director, if for any reasons she ceases to hold office as Director of the Company.

8) Since prior to re-appointment of Ms. Sheetal Bangur in capacity of the Managing Director with effect from 1st July,2024 she has remained in the services of the Company, she shall be deemed to be in continuous service of the Company for the purpose of the benefit of Gratuity.

9) The terms and conditions as to remuneration of Ms. Sheetal Bangur for her reappointment as Managing Director, as recommended by the Nomination and Remuneration Committee are as follows:

   **I.** **Salary:** Ms. Sheetal Bangur would be eligible to get an annual salary not exceeding Rs 2.00 Crore (Rupees Two Crore only) including all allowances and perquisites as may be applicable to the senior management team members of the Company. Her salary would be subject to periodic revision within the overall ceiling defined hereinabove.

   **II.** **Perquisites:**

      a) Housing: Ms. Sheetal Bangur may be provided by Company the facility of residential accommodation as per Company's own convenience and availability.

      b) Leave: Leave in accordance with the rules applicable to the managerial staff of the Company.

      c) Such other benefits, amenities, facilities and perquisites as may be permitted by the Board of Directors to the Managing Director.

   **III.** Use of Company's car for official purposes, cell phone, telephone at residence and encashment of leave at the end of tenure and contribution to Provident Fund and Gratuity Fund will not be considered as perquisites.

   **IV.** Ms. Sheetal Bangur shall also be entitled to get reimbursement/direct payment of club membership fees for two clubs in India/Abroad including admission, Annual/Life membership fee for the purpose of furtherance of the business of the Company, in addition to the Remuneration as mentioned above, which shall not form part of the remuneration

   **V.** In the event of loss or inadequacy of profits in any financial year, the Managing Director shall be paid remuneration by way of salary, allowances and perquisites as specified in points I and II above, but not exceeding the maximum limits laid down in Section II of Part II of Schedule V of the Companies Act, 2013 or within such ceilings as may be prescribed under Schedule V of the Companies Act, 2013 from time to time or the Companies Act, 2013 and as may be amended from time to time.

   **VI.** The Managing Director shall not be paid any sitting fees for attending the meetings of the Board of Directors or Committees thereof.

   **VII.** The Managing Director shall not be liable to retire by rotation.

   **VIII.** The appointment of three years may be determined by either party by giving three months' notice in writing to the other party.

A brief resume of Ms. Sheetal Bangur, nature of her expertise in specific functional areas and names of Companies in which she holds directorships and memberships/chairmanships of Board Committees, shareholding and relationships between Directors inter-se, etc., as required under Secretarial Standard-2 are given in a annexure, annexed hereto and marked as **"Annexure-A"** to this Notice. Further, Disclosure as required under Clause (iv) of Part B of Section II of Schedule V of the Companies Act, 2013 is given hereunder and annexed hereto and marked as **"Annexure-B"** to this Notice.

None of the Directors except Mr. Lakshmi Niwas Bangur, Mr. Yogesh Bangur and Ms. Sheetal Bangur along with their relatives to the extent of their shareholding, or Key Managerial Personnel (KMPs) of the Company either directly or through their relatives are, in any way, concerned or interested, whether financially or otherwise, in the proposed resolution.

The Board recommends passing of the resolution as set out under Item No. 4 of the Notice for approval of the members as Special Resolution.

**Resolution No. 5**

Mr. Yogesh Bangur (DIN: 02018075) was re-appointed as the Joint Managing Director of the Company at the meeting of the Board of Directors held on 11th June 2021 for a term of 3 years with effect from on 3rd August, 2021, which was approved by the shareholders in the 75th Annual General Meeting of the Company held on 30th September, 2021. The said term is expiring on 2nd August, 2024.

The remuneration of Mr. Yogesh Bangur was revised twice by the Board of Directors based on the recommendation of Nomination & Remuneration committee at their respective meeting held on 5th August, 2022 and 18th February, 2023 which was subsequently approved by the Shareholders of the Company at the Annual General Meeting held on 30th September, 2022 and Extra Ordinary General Meeting held on 29th March, 2023 respectively.

Members of the Company are aware that Mr. Yogesh Bangur (DIN: 02018075) is a MSc. in Programme and Project from University of Warwick, UK and has also adequate experience in NBFC as well as other businesses. Under his leadership, the Company has been registering steady progress and growing from strength to strength

The Board of Directors at the meeting held on 28th June 2024, took a view that in the best interest of the Company, it is desirable that Mr. Yogesh Bangur should continue to lead the Company as Joint Managing Director for a further period of 3 years

The Board of Directors of the Company other than Mr. Lakshmi Niwas Bangur and Ms. Sheetal Bangur being a relative of Mr. Yogesh Bangur, in the said meeting held on 28th June, 2024 unanimously decided to appoint Mr. Yogesh Bangur as Joint Managing Director with effect from 3rd August, 2024, for a period of 3 years, subject to approval of the members in the ensuing of Annual General Meeting.

The recommendation for re-appointment was also approved by the Nomination and Remuneration Committee and Audit Committee at their respective meeting held on 28th June, 2024 and was recommended to the Board for its approval. While approving the re-appointment of the Joint Managing Director the Nomination and Remuneration Committee considered various parameters such as increase in scale of operation of the Company, increased involvement of the Managing Director in the overall growth of the Company, increased level of responsibility and remuneration of similar professional in similar industries etc.

The terms and conditions as to the remuneration of Mr. Yogesh Bangur for his re- appointment as Joint Managing Director, as recommended by the Nomination & Remuneration Committee and Audit Committee are as follows:-

1. Mr. Yogesh Bangur shall be responsible for advising and assisting the Board of Directors of the Company in formulation of long term business plans and strategic thrust of the Company, for coordinating of key affairs of business of the Company externally and where needed internally too, for formulation of and decision on developmental, diversification and growth plans of the Company including plans for major capital expenditure; for reviewing and monitoring the execution of plans and conduct of overall affairs of the Company; and for all matters of strategic importance.

2. Mr. Yogesh Bangur shall have adequate communication facilities and necessary office establishment, appropriate setup and systems built-up, provided to his by the Company, for the purpose of carrying out his above duties. Mr. Yogesh Bangur shall have power to visit the Registered Office and other offices at various places, to have meetings, deliberations and negotiations with Banks/Institutions, Government Authorities and others concerned as and when needed for the purpose of discharging his duties as above.

3. Mr. Yogesh Bangur shall generally have all powers in the normal course of business of the Company to deliberate, deal, negotiate, interact and enter into agreements on behalf of the Company with whomsoever concerned, in respect of the business of the Company from time to time, and shall exercise and perform the above and such other powers and duties as the Board of Directors of the Company may, from time to time, subject to the provisions of law and the Articles of Association of the Company, further determine.

4. Mr. Yogesh Bangur while being away from his normal place of establishment at Kolkata, shall be responsible to keep appropriate arrangements to keep communication with the Registered Office, other offices of the Company and other business associates, as be necessary from time to time, for the purpose of discharging his duties.

5. Any actual expenses on travel, staying in hotel etc. and any other expenses incurred by Mr. Yogesh Bangur for the purpose of carrying out his duties as above, will be reimbursable to his or payable to the party concerned by the Company.

6. Mr. Yogesh Bangur, while he continues to hold the office as Joint Managing Director, in his capacity as Director of the Company, shall be subject to retirement by rotation as required under section 152 of the Companies Act, 2013.

7. Mr. Yogesh Bangur will ipso facto and immediately, be liable to cease to be the Joint Managing Director, if for any reasons he ceases to hold office as Director of the Company.

8. Since prior to his re-appointment as Joint Managing Director with effect from 3rd August, 2024, Mr. Yogesh Bangur has been in the services of the Company, he shall be deemed to be in continuous service of the Company for the purpose of the benefit of gratuity.

9. The terms and conditions as to remuneration of Mr. Yogesh Bangur for his appointment as Joint Managing Director, as recommended by the Nomination and Remuneration Committee are as follows:

   **I. Salary:** Mr. Yogesh Bangur would be eligible to get an annual salary not exceeding Rs 2.0 Crore (Rupees Two Crore only) including all allowances and perquisites as may be applicable to the senior management team members of the Company. His salary would be subject to periodic revision within the overall ceiling defined hereinabove.

   **II. Perquisites:**

   a) Housing: Mr. Yogesh Bangur may be provided by Company the facility of residential accommodation as per Company's own convenience and availability.

   b) Leave: Leave in accordance with the rules applicable to the managerial staff of the Company.

   c) Such other benefits, amenities, facilities and perquisites as may be permitted by the Board of Directors to the Joint Managing Director.

   **III.** Use of Company's car for official purposes, cell phone, telephone at residence and encashment of leave at the end of tenure and contribution to Provident Fund and Gratuity Fund will not be considered as perquisites.

   **IV.** Mr. Yogesh Bangur shall also be entitled to get reimbursement/direct payment of club membership fees for two clubs in India/Abroad including admission, Annual/Life membership fee for the purpose of furtherance of the business of the Company, in addition to the Remuneration as mentioned above, which shall not form part of the remuneration

   **V.** In the event of loss or inadequacy of profits in any financial year, the Joint Managing Director shall be paid remuneration by way of salary, allowances and perquisites as specified in points I and II above, but not exceeding the maximum limits laid down in Section II of Part II of Schedule V of the Companies Act, 2013 or within such ceilings as may be prescribed under Schedule V of the Companies Act, 2013 from time to time or the Companies Act, 2013 and as may be amended from time to time.

   **VI.** The Joint Managing Director shall not be paid any sitting fees for attending the meetings of the Board of Directors or Committees thereof.

   **VII.** The appointment of three years may be determined by either party by giving three months' notice in writing to the other party.

A brief resume of Mr. Yogesh Bangur, nature of his expertise in specific functional areas and names of Companies in which he holds directorships and memberships/chairmanships of Board Committees, shareholding and relationships between Directors inter-se, etc., as required under Secretarial Standard-2 are given in a annexure, annexed hereto and marked as **"Annexure-A"** to this Notice. Further, Disclosure as required under Clause (iv) of Part B of Section II of Schedule V of the Companies Act, 2013 is given hereunder and annexed hereto and marked as **"Annexure-B"** to this Notice.

None of the Directors except Mr. Lakshmi Niwas Bangur, Mr. Yogesh Bangur and Ms. Sheetal Bangur along with their relatives to the extent of their shareholding, or Key Managerial Personnel (KMPs) of the Company either directly or through their relatives are, in any way, concerned or interested, whether financially or otherwise, in the proposed resolution.

The Board recommends passing of the resolution as set out under Item No. 5 of the Notice for approval of the members as Special Resolution.

**Resolution No. 6**

The Board may, at an appropriate time, consider offering or inviting subscriptions for listed / unlisted, secured / unsecured redeemable non-convertible debentures, in one or more series / tranches, on private placement, issuable / redeemable at par, in order to augment long-term resources for financing inter alia the ongoing capital expenditure and for general corporate purposes.

Section 71 of the Act which deals with the issuance of debentures read with Section 42 of the Act which deals with the offer or invitation for subscription of securities of a company on private placement and Rule 14 of the Companies

(Prospectus and Allotment of Securities) Rules, 2014 provide that a company which intends to make a private placement of its non-convertible debentures, shall, before making an offer or invitation for subscription, obtain approval of its shareholders by means of a special resolution. It shall be sufficient if the company passes a special resolution only once in a year for all the offers or invitations for such non-convertible debentures during the year.

The Board of Directors at their meeting held on 15th June 2020 had approved the issuance of listed/unlisted, secured/ unsecured, non-convertible debentures on a private placement basis in tranches/series which was approved by shareholders vide Special Resolution at the 74th Annual General Meeting held on 29th December, 2020.

Further the Board of Directors at their meeting held on 9th August, 2021 had approved the renewal of the said issuance of listed/unlisted, secured/unsecured, non-convertible debentures on a private placement basis in tranches/ series which was approved by shareholders vide Special Resolution at the 75th Annual General Meeting held on 30th September, 2021.

Further the Board of Directors at their meeting held on 5th August, 2022 had approved the renewal of the said issuance of listed/unlisted, secured/unsecured, non-convertible debentures on a private placement basis in tranches/ series which was approved by shareholders vide Special Resolution at the 76th Annual General Meeting held on 30th September, 2022.

Further the Board of Directors at their meeting held on 17th May, 2023 had approved the renewal of the said issuance of listed/unlisted, secured/unsecured, non-convertible debentures on a private placement basis in tranches/series which was approved by shareholders vide Special Resolution at the 77th Annual General Meeting held on 30th September, 2023.

However, no NCDs could have been issued during the FY 2023-24. As per the provisions of section 42 of Companies Act, 2013 and allied rules thereof the said limits approved vide Special Resolution passed at the Last Annual General Meeting will get expired on 29th September, 2024.

Keeping in view the above, consent of the members is sought for passing the Special Resolution as set out at Item No. 6 of the Notice. This enabling resolution authorises the Board of Directors of the Company to offer or invite subscription for redeemable non-convertible debentures, as may be required by the Company, from time to time and as set out herein, for a period of one year from the date of passing this resolution.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution, set out at Item No. 6 of the Notice.

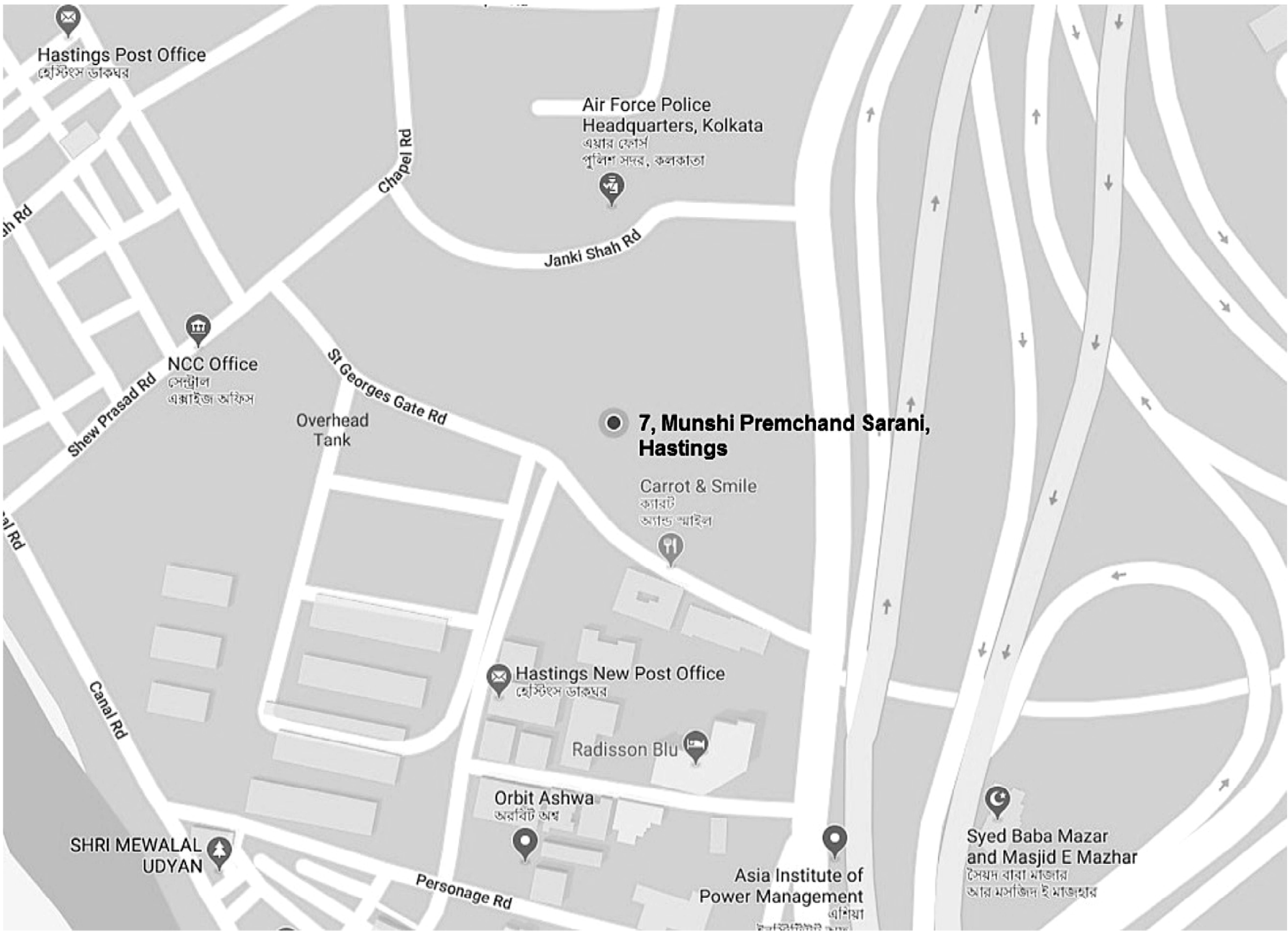
The Board recommends the Special Resolution set out at Item No. 6 of the Notice for approval by the members.

**By order of the Board of Directors**
**For Placid Limited**

**Atul Krishna Tiwari**
**Company Secretary**
**Membership No. A48221**

**Date : July 22, 2024**
**Place : Kolkata**

# Road Map of Venue of 78th Annual General Meeting



# ANNEXURE – 'A'

**Details of directors seeking appointment or re-appointment and /or fixation of their Remuneration at the ensuing Annual General Meeting**
**(Pursuant to Secretarial Standard SS-2)**

| | | | |
|---|---|---|---|
| **Name of Director** | Mr. Lakshmi Niwas Bangur (DIN : 00012617) | Ms. Sheetal Bangur (DIN: 00003541) | Mr. Yogesh Bangur (DIN:02018075) |
| **Date of Birth** | 26/08/1949 | 17/12/1973 | 08/11/1983 |
| **Date of First Appointment** | 02/09/1992 | 06/04/2012 | 31/03/2015 |
| **Expertise in Specific functional areas** | Industrialist | Industrialist | Industrialist |
| **Qualification** | B.Com | Post Graduate in Commerce and Business Administration | MSC in Programme and Project |
| **Terms and condition of appointment/ re-appointment** | Director liable to retire by rotation and eligible for re-appointment | As per the Item No. 4 of Explanatory Statement to the Notice | As per the Item No. 5 of Explanatory Statement to the Notice |
| **Remuneration last drawn by such person, if applicable** | 7000/- (Sitting Fee) | As per the Item No. 4 of Explanatory Statement to the Notice | As per the Item No. 5 of Explanatory Statement to the Notice |
| **List of Outside directorship held excluding alternate directorship** | 1. The Swadeshi Commercial Co. Ltd.<br>2. Shree Krishna Agency Limited<br>3. The Marwar Textiles (Agency) Pvt. Ltd.<br>4. Kiran Vyapar Limited<br>5. The Kishore Trading Company Limited<br>6. The General Investment Company Ltd.<br>7. The Peria Karamalai Tea & Produce Co. Ltd.<br>8. Mugneeram Ramcoowar Bangur Charitable & Religious Company<br>9. Apurva Export Pvt. Ltd.<br>10. Amalgamated Development Ltd<br>11. LNB Real Estates Private Limited<br>12. Purnay Greenfield Private Limited<br>13. Maharaja Shree Umaid Mills Limited<br>14. Sidhidata Power Private Limited | 1. Apurva Export Private Limited<br>2. Samay Industries Limited<br>3. Kiran Vyapar Limited<br>4. Eminence Cropfield Private Limited<br>5. LNB Renewable Energy Limited<br>6. LNB Solar Energy Private Limited<br>7. Palimarwar Solar House Pvt. Ltd.<br>8. Palimarwar Solar Project Pvt. Ltd.<br>9. Amalgamated Development Ltd<br>10. The Kishore Trading Company Ltd.<br>11. LNB Wind Energy Private Limited | 1. Maharaja Shree Umaid Mills Ltd<br>2. Iota Mtech Ltd<br>3. Eminence Harvest Pvt. Ltd.<br>4. LNB Renewable Energy Ltd.<br>5. Anantay Greenview Pvt. Ltd.<br>6. Janardan Wind Energy Pvt. Ltd.<br>7. Palimarwar Solar Project Pvt. Ltd.<br>8. Mahate Greenview Pvt. Ltd.<br>9. Basbey Greenview Pvt. Ltd.<br>10. Pratapnay Greenfield Pvt. Ltd.<br>11. Mantray Greenpark Pvt. Ltd.<br>12. Mugneeram Ramcoowar Bangur Charitable & Religious Company. |

## ANNEXURE – 'A'

**Details of directors seeking appointment or re-appointment and /or fixation of their Remuneration at the ensuing Annual General Meeting (Pursuant to Secretarial Standard SS-2)**

| | | | |
|---|---|---|---|
| **Name of Director** | Mr. Lakshmi Niwas Bangur<br>(DIN : 00012617) | Ms. Sheetal Bangur<br>(DIN: 00003541) | Mr. Yogesh Bangur<br>(DIN:02018075) |
| **Chairman / Member of the Committees of the Board of Directors of the Company** | **Chairman of**<br>1. Audit Committee<br>**Member of**<br>1. Nomination & Remuneration Committee | Nil | Nil |
| **Chairman / Member of the Committees of the Board of Directors of the Other Companies in which he/she is a Director** | **Stakeholders Relationship Committee**<br>1. The Peria Karamalai Tea & Produce Company Ltd. - Chairman<br>2. Kiran Vyapar Limited - Member<br>**Audit Committee**<br>1. The Peria Karamalai Tea & Produce Company Ltd. - Member<br>2. The General Investment Co Limited - Member<br>3. Kiran Vyapar Limited - Member | Nil | **Stakeholders Relationship Committee**<br>1. Maharaja Shree Umaid Mills Limited - Member |
| **No. of Equity shares held in the Company** | 9800 | Nil | 11875 |
| **Details of Remuneration sought to be paid** | Sitting fees, commission and reimbursement of expenses, if any, as per Nomination and Remuneration Policy of the Company. | As per the Item No. 4 of Explanatory Statement to the Notice | As per the Item No. 5 of Explanatory Statement to the Notice |
| **No. of Board Meetings attended during Financial Year 2023-24** | 7 (Seven) | 2 (Two) | 5 (Five) |
| **Relationship with other Directors, Manager and other KMP of the Company** | Father of Mr. Yogesh Bangur (Jt. Managing Director) and Ms. Sheetal Bangur (Managing Director) | Daughter of Mr. Lakshmi Niwas Bangur (Chairman) and Sister of Mr. Yogesh Bangur (Jt. Managing Director) | Son of Mr. Lakshmi Niwas Bangur (Chairman) and Brother of Ms. Sheetal Bangur (Managing Director) |

# ANNEXURE - B

**Disclosure as required under Clause (iv) of Part B of Section II of Schedule V of the Companies Act, 2013 is given hereunder:**

**I. General Information**

| | |
|---|---|
| **i) Nature of industry** | The Company is a Non-Banking Financial Company, Non-Deposit taking, categorized as Middle Layer (NBFC-ND-ML) pursuant to Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023 registered with the Reserve Bank of India under the provisions of RBI Act, 1934. The Company is engaged in the business of providing loans and making investments in shares and securities. |
| **ii) Date or expected date of commencement of commercial production** | Not Applicable.<br>Since the Company is a Non-Banking Financial Company, Non-Deposit taking, categorized as Middle Layer (NBFC-ND-ML) pursuant to Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023. |
| **iii) In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** | Not Applicable |

**iv) Financial performance based on given indicators -** As per Audited Financial Results for the year ended 31st March, 2024: (Amount in Lakhs)

| Particulars | 2023-24 | 2022-23 |
|---|---|---|
| **Total Revenue** | 7938.78 | 4626.44 |
| **Profit / (Loss) before interest, depreciation and tax** | 6144.57 | 3290.65 |
| **Profit/(Loss) before Tax** | 3775.46 | 1401.65 |
| **Profit/(Loss) after tax** | 4601.12 | 1237.66 |
| **Other Comprehensive Income** | 8787.76 | 17.80 |
| **Total Comprehensive Income** | 13388.88 | 1255.46 |
| **Earning per equity share:** | | |
| **Basic** | 856.68 | 230.44 |
| **Diluted** | 856.68 | 230.44 |

**v) Foreign Investment or collaborators, If any:** The Company does not have any Foreign Collaboration.

**II. Information about the appointees:**

| Particulars | Ms. Sheetal Bangur | Mr. Yogesh Bangur |
|---|---|---|
| **a) Background details Job profile and his suitability and Recognition or awards** | Ms. Sheetal Bangur is a Post Graduate in Commerce and Business Administration and has also adequate experience in NBFC as well as other businesses. | Mr. Yogesh Bangur is a MSc. in Programme and Project from University of Warwick, UK and has also adequate experience in NBFC as well as other businesses. |
| **b) Past remuneration** | Rs.2.00 Crores (Rupees Two Crores only) | Rs.2.00 Crores (Rupees Two Crores only) |
| **c) Remuneration proposed** | As per Note No. 4 of Explanatory Statement given in the Notice. | As per Note No. 5 of Explanatory Statement given in the Notice. |

| Particulars | Ms. Sheetal Bangur | Mr. Yogesh Bangur |
|---|---|---|
| **d) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)** | Taking into consideration the size of the Company, scale of operations of the Company, the profile, knowledge, skills and responsibilities of Ms. Sheetal Bangur, the Board of Directors considers that the remuneration proposed to her is commensurate with the remuneration packages paid to similar professionals in similar industries. | Taking into consideration the size of the Company, scale of operations of the Company, the profile, knowledge, skills and responsibilities of Mr. Yogesh Bangur, the Board of Directors considers that the remuneration proposed to him is commensurate with the remuneration packages paid to similar professionals in similar industries. |
| **e) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.** | Besides the remuneration proposed to be paid to Ms. Sheetal Bangur, she does not have any other pecuniary relationship with the Company. She is daughter of Mr. Lakshmi Niwas Bangur, Chairman and sister of Mr. Yogesh Bangur, Joint Managing Director. Except as above she does not have any relationships with any other managerial personnel. | Besides the remuneration proposed to be paid to Mr. Yogesh Bangur and holding of 11875 equity shares, he does not have any other pecuniary relationship with the Company. He is son of Mr. Lakshmi Niwas Bangur, Chairman and Brother of Ms. Sheetal Bangur, Managing Director. Except as above he does not have any relationships with any other managerial personnel. |

**III Other Information**

| | |
|---|---|
| **a) Reasons of loss or inadequate profits** | The Company has profit during the past three years but has not adequate profit for paying Managerial Remuneration calculated as per Section 197/ 198 of the Companies Act, 2013 read with Schedule V and allied rules thereof. |
| **b) Steps taken or proposed to be taken for improvement** | The Company is a Non Deposit taking - Non-Banking Financial Company categorized as Middle Layer Company (NBFC - ND-ML) as per Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023. The Business model of the Company comprises of Lending and Acquisition / Investments in Shares and Securities including Mutual Funds etc. Efforts are being made to increase activities and operations of the Company. |
| **c) Expected increase in productivity and profits in measurable terms** | NA |

# DIRECTORS' REPORT

**THE MEMBERS**

Your Directors have pleasure in presenting their 78th Annual Report on the business and operations of the Company including Audited Financial Statements for the Financial Year ended 31st March, 2024.

**1. Financial Performance of the Company**

**(₹ in Lacs)**

| | Standalone | | Consolidated | |
|---|---|---|---|---|
| **Particulars** | **2023-24** | **2022-23** | **2023-24** | **2022-23** |
| Total Income | 7938.78 | 4626.44 | 82746.12 | 64427.69 |
| Total Expenses | 4163.32 | 3224.80 | 78482.95 | 60620.21 |
| Profit before share of profit in Associates | - | - | 4263.17 | 3807.48 |
| Share of Profit of Associates(net) | - | - | 1397.20 | 1176.79 |
| **Profit Before Tax** | **3775.46** | **1401.65** | **5660.37** | **4984.27** |
| Tax Expenses | | | | |
| - Current Tax | 145.00 | 120.00 | 800.75 | 527.06 |
| - Deferred Tax | (931.83) | 43.99 | (799.05) | 555.23 |
| - Taxation for earlier years | (38.82) | - | (15.68) | (142.75) |
| **Profit for the year** | **4601.12** | **1237.66** | **5674.35** | **4044.73** |
| **Other Comprehensive Income** | 8787.76 | 17.80 | 18434.27 | (546.13) |
| **Total Comprehensive Income** | **13388.88** | **1255.46** | **24108.63** | **3498.60** |
| **Appropriations:**Profit for the year | 4601.12 | 1237.66 | 5674.35 | 4044.73 |
| Balance brought forward | 17003.16 | 16124.43 | 65871.86 | 62665.32 |
| **Amount Available for Appropriations** | **21604.29** | **17362.09** | **71546.21** | **66710.05** |
| Prior Period Adjustment | **-** | **-** | **-** | **-** |
| On Account of Acquisition/Disposal | **-** | **-** | **-** | **-** |
| Transfer to Statutory Reserve | 920.22 | 247.53 | 920.22 | 247.53 |
| Reclassification of gain on sale of FVOCI Equity Shares | (6107.69) | 111.39 | - | - |
| Transferred to Debenture Redemption Reserve | - | - | - | 34.38 |
| Minority Interest | - | - | 36.33 | 556.28 |
| Adjustment made to other Equity for Redeemable Preference Shares | - | - | - | - |
| **Balance carried forward** | **26791.74** | **17003.16** | **70586.14** | **65871.86** |

**a) Consolidated operations**

Revenue from the consolidated operations of the Company for the year ended 31st March, 2024, was Rs. 81946.39 Lacs. It was 30.08 % higher than the previous year's revenue of Rs. 62995.48 Lacs. Overall operational expenses for the year ended 31st March, 2024 was Rs. 78482.95 Lacs. It was 29.47 % higher than the previous year's expenses of Rs. 60620.21 Lacs. Profit after tax for the year ended 31st March, 2024 at Rs. 5674.35 lacs was higher by 40.29 % over Rs. 4044.73 Lacs in the previous year.

**b) Standalone operations**

Revenue from the standalone operations of the Company for the year was Rs. 7887.39 Lacs. It is 71.56 % higher than the previous year's revenue of Rs. 4597.38 Lacs. Overall operational expenses for the year was Rs. 4163.32 Lacs, It is 29.10 % higher than the previous year's expenses of Rs. 3224.80 Lacs. Profit after tax for the year stood at Rs. 4601.12 Lacs higher by 271.76 % against Rs. 1237.66 Lacs in the previous year.

The Capital to Risk/Weighted Assets Ratio (CRAR) of your Company stood at 61.28% as on March 31, 2024, well above the regulatory minimum level of 15 % prescribed by the Reserve Bank of India for Middle Layer Non-Deposit Taking NBFCs (NBFCs- ND-ML)). Of this, the Tier I CRAR was 60.08 % and Tier II CRAR was 1.20%.

**c) Basis of preparations of financial statements**

These standalone financial statements has been prepared in accordance with Indian Accounting Standards notified under section 133 of the Companies Act 2013, read together with the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time ('Ind AS') along with other relevant provisions of the Act; the Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023 ('the NBFC Master Directions') issued by RBI (as amended) and the regulatory guidance on implementation of Ind AS as notified by the RBI vide notification dated 13 March 2020.

The Guidance Note on Division III - Schedule III to the Companies Act. 2013 issued by the Institute of Chartered Accountants of India ("ICAI") has been followed insofar as they are not inconsistent with any of these Directions.

These standalone financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting except for certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies set out below. The accounting policies have been applied consistently over all the periods presented in these standalone financial statements.

**2. Brief Description of the Company's affairs**

The Company is a Non Deposit taking - Non-Banking Financial Company categorized as Middle Layer Company (NBFC - ND-ML) as per Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023. The Company is engaged in the business of investments, trading and dealing in shares and securities, mutual funds, loan & financing and carrying on business in accordance with the regulatory framework mandated by the laws of land, including Reserve Bank of India. The Company has been following a disciplined approach to investing for long term and creating value for its shareholders/other stakeholders. The business strategy and performance of the Company is largely dependent on the economic and financial environment, state of Capital Markets and policies of the Government of India and Reserve Bank of India in this regard.

**3. Dividend**

Your Directors has decided to conserve the available surplus of the Company for future prospects and as such does not recommend any dividend for the financial year ended 31st March, 2024.

**4. Reserves**

The Board in its meeting held on 14th May, 2024, proposed to carry an amount of Rs 920.22 Lacs to Statutory Reserve as per the existing provisions of the Companies Act, 2013 and Rules there under read with the Reserve Bank of India Guidelines as applicable to the Company.

**5. Share Capital**

The Authorized Share Capital of the Company as at 31st March 2024 is Rs. 310,500,000/- (Rupees Thirty-one Crores Five Lacs) divided into 31,05,000 Equity Share of Rs. 100/- each. The Issued, Subscribed and Paid-up capital of the Company as at 31st March, 2024 is Rs. 5,37,08,900 ( Rupees Five Crores Thirty Seven Lacs Eight Thousand Nine Hundred) divided into 5,37,089 Equity Shares of Rs. 100/- each.

During the year under review, your Company has neither issued and allotted any fresh equity shares nor has granted sweat equity for the year ended 31st March, 2024.

None of the Directors of the Company hold instruments convertible into equity shares of the Company.

**6. Deposits**

Your Company is a Non-Deposit Taking Middle Layer NBFC (NBFC - ND-ML)registered with Reserve Bank of India. During the year under review, your Company has not accepted any deposits from the public within the meaning under the provisions of the Master Direction - Non-Banking Financial Companies Acceptance of Public Deposits (Reserve Bank) Directions, 2016 and Chapter V of the Companies Act, 2013.

**7. Change in the nature of business**

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

**8. Material changes and commitments**

There were no material changes and commitments affecting the financial position of the company which have occurred between the end of the financial year 31st March, 2024 and at the date of report.

**9. Details of significant and material orders passed by the regulators or courts or tribunals**

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

**10. Annual Return**

In accordance with the requirements under section 92(3) and section 134(3)(a) of the Companies Act, 2013 read with applicable rule, the draft Annual Return as on 31st March 2024 in the prescribed format is available on the website of the Company viz. www.lnbgroup.com/placid/.

The final Annual Return shall be uploaded at the same web link after the same is filed with the Registrar of Companies/Ministry of Corporate Affairs (MCA).

**11. Energy Conservation, Technology Absorption and Foreign Earning/Outgo**

As the Company is a Non-Banking Financial Company and does not own any manufacturing unit, there are no particulars with regard to disclosure under Section 134 of the Companies Act, 2013 with regard to conservation of energy, technology absorption etc.

During the year under review, foreign exchange earnings is Nil and outgo is Rs.50.34 lakhs by the Company.

**12. Directors and Key Managerial Personnel**

**a) Details of Directors retiring by rotation**

Mr. Lakshmi Niwas Bangur (DIN: 00012617), Director of the Company, who retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment as director liable to retire by rotation. Brief profile of Mr. Lakshmi Niwas Bangur who is to be re-appointed is furnished in the notice of ensuing Annual General Meeting as per Secretarial Standard – 2 issued by the "Institute of Company Secretaries of India". The Board recommends his re-appointment at the ensuing Annual General Meeting.

**b) Appointment/ Re-appointment of Directors**

Mr. Amit Mehta (DIN: 01197047) was appointed as an Additional Director (Category Professional, Non-Executive) with effect from January 16, 2023. On the recommendation of the Board of Directors, the Shareholders of the Company in 77th Annual General Meeting of the Company held on 30th September 2023, approved the appointment of Mr. Amit Mehta (DIN: 01197047) as Director of the Company liable to retire by rotation.

Apart from the above, there is no change in the composition of Board.

**c) Appointment/Resignation of Key Managerial Personnel**

During the financial year 2023-24, no Key Managerial Personnel was appointed or has resigned.

**d) Fit and Proper Policy**

The Company being a Non-Deposit Taking Middle Layer NBFC (NBFC - MD-ML) as per Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023 has put in place a policy with the approval of the Board of Directors for ascertaining the fit and proper criteria of the directors at the time of appointment, and on a continuing basis. The Company had duly obtained a declaration and undertaking and a Deed of Covenant from the directors.

**13. Declaration by Independent Directors**

The Company has received declaration from the Independent Director(s) of the Company declaring that they meet the criteria of independence as required under sub-section (6) of Section 149 of the Companies Act, 2013

Based on the disclosures received from the Independent Directors and on evaluation of the relationships disclosed, the following Non-executive Directors are Independent Directors in terms of Section 149(6) of the Companies Act, 2013.

i. Mr. Bhaskar Banerjee
ii. Mr. Ramavtar Holani

During the financial year 2023-24, all Independent Directors of the Company have registered themselves with the Independent Director Databank.

In the opinion of the Board, all the Independent Directors fulfil the conditions specified in the Act with regard to integrity, expertise, and experience (including the proficiency) of the Independent Director and are independent of the Management.

**14. Board Evaluation**

Pursuant to the provisions of the Companies Act, 2013 and rules thereunder, the Nomination and Remuneration Committee has formulated criteria for evaluation of the performance of the Board of Directors, its committees, Independent Directors, Non-Independent Directors, Chairman, CEO and the Managing Directors. Based on those criteria, performance evaluation has been done.

A structured questionnaire was prepared and circulated after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations, ethics and compliances, financial reporting process and monitoring activities.

Performance parameters for the Board as a collective body included parameters like qualification and diversity of Board members, method and criteria for selection of independent directors to ensure independence, availability, appropriateness, clarity of understanding on risk scenarios faced by the Company, existence, sufficiency and appropriateness of policy on dealing with potential conflicts of interest, involvement of Board members in long –term strategic planning etc. Based on these criteria, the performance of the Board, various Board Committees, Chairman, CEO, Managing Director and Individual Directors (including Independent Directors) was found to be satisfactory.

Independent Directors have reviewed the performance of Board, Non- Independent Director and Chairman in their separately held meeting without the participation of other Non-Independent Directors and members of management. Based on their review, the Independent Directors, hold a unanimous opinion that the Non-Independent Directors, including the Chairman to the Board are experts with sufficient knowledge in their respective field of activities.

**15. Corporate Governance**

The Company is committed to maintaining the premier standards of Corporate Governance and adhering to the Corporate Governance requirements as set out by Reserve Bank of India. The Report on Corporate Governance as stipulated under Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023 forms part of the Annual Report.

**16. Number of Meetings of the Board of Directors**

The Board meets at regular intervals to discuss and decide on Company/business policy and strategy apart from other Board business. However, in case of a special and urgent business need, the Board's approval is taken by passing resolutions through circulation, as permitted by law, which are confirmed in the subsequent Board meeting.

The notice of Board Meeting is given well in advance to all the Directors. The Agenda of the Board / Committee Meetings is circulated at least 7 (Seven) days prior to the date of the meeting as per Secretarial Standard on meeting of the Board of Directors (SS-1). The Agenda for the Board and Committee Meetings includes detailed notes on the items to be discussed at the meeting to enable the Directors to take an informed decision.

During the year under review, the Board met 8 (Eight) times viz., on 17th May, 2023, 27th July, 2023, 9th September, 2023, 3rd October, 2023, 9th November, 2023, 30th November, 2023, 16th January, 2024 and 19th March 2024. The detailed information chart showing the date of the meeting of the Board and its various Committees as well as details of the Directors who attended the meeting is given in the Corporate Governance Report forming part of the Annual Report.

**17. Committees of the Board**

The Company has 9 (Nine) Committees as mentioned below:

(a) Audit Committee
(b) Nomination and Remuneration Committee
(c) Corporate Social Responsibility Committee
(d) Risk Management Committee
(e) Loan and Investment Committee
(f) Asset Liability Management Committee
(g) Grievance Redressal Committee
(h) IT Strategy Committee
(i) IT Steering Committee

Details of the Committees along with their charters, composition and meetings held during the year, are provided in the Corporate Governance Report, forming a part of this Annual Report.

**18. Audit Committee**

The Composition, terms of reference and other details of the Committee forms part of the Corporate Governance Report as annexed hereto. All the recommendations made by the Audit Committee during the year were accepted by the Board.

**19. Nomination and Remuneration Committee**

The Composition, terms of reference and other details of the Committee forms part of the Corporate Governance Report, forming part of this Annual Report. The Nomination and Remuneration Policy is annexed hereto and forms part of this report as **"Annexure A".**

**20. Corporate Social Responsibility (CSR) Committee**

The Company has constituted a Corporate Social Responsibility (CSR) Committee in accordance with Section 135 of the Companies Act, 2013. The Annual Report on CSR activities including the details about the development of CSR Policy and initiatives taken by the Company on Corporate Social Responsibility during the year, as required by the Companies (Corporate Social Responsibility Policy) Rules, 2014 are given in the "**Annexure B"** to this Report. The Corporate Social Responsibility Policy has been posted on the website of the Company at its weblink www.lnbgroup/placid/.

The Company, along with other Group Companies, has set up a Registered Public Charitable Trust named as LNB Group Foundation to carry out CSR activities fall within the purview of Schedule VII of the Act read with the Companies (Corporate Social Responsibility Policy) Rules 2014.

**21. Details of Subsidiary/ Associate Companies /Joint Ventures**

The below mentioned companies are the Wholly Owned Subsidiary, Subsidiaries and Associates of the Company:

| SL. NO. | NAME OF THE COMPANY | RELATION |
|---|---|---|
| 1 | Sidhidata Tradecomm Limited | Wholly Owned Subsidiary |
| 2 | Golden Greeneries Private Limited | Subsidiary |
| 3 | Maharaja Shree Umaid Mills Limited | Subsidiary |
| 4 | Subhprada Greeneries Private Limited | Subsidiary |
| 5 | Mahate Greenview Private Limited | Subsidiary |
| 6 | LNB Renewable Energy Limited | Subsidiary |
| 7 | The Kishore Trading Co. Ltd. | Associate |
| 8 | Amalgamated Development Ltd. | Associate |
| 9 | Kiran Vyapar Limited | Associate |
| 10 | M.B. Commercial Company Limited | Associate |
| 11 | The Peria Karamalai Tea & Produce Company Limited | Associate |
| 12 | The General Investment Co. Limited | Associate |

During the year under review there were no change in the subsidiaries and associates of the Company.

In accordance with section 129(3) of the Companies Act, 2013, the Company has prepared a consolidated financial statement, consolidating its subsidiaries and associates, which is forming part of the Annual Report. Shareholders interested in obtaining copy of the Audited Annual Accounts of subsidiaries may write to the Company Secretary / Director at the Company's registered office.

The Statement in Form AOC-1 containing the salient features of the financial statement of your Company's subsidiaries and associates pursuant to first proviso of sub section (3) of Section 129 of the Companies Act, 2013 is also attached to the Consolidated Financial Statement and forms part of the Annual Report. Further, the contribution of these subsidiaries to the overall performance of the Company is provided under the Notes to the Consolidated Financial Statements.

During the year under review, the Company had no joint ventures.

**22. Consolidated Financial Statements**

In accordance with the requirements of sub section (3) of Section 129 of the Companies Act, 2013 and other allied rules thereof the Company has prepared the Consolidated Financial Statement.

These Consolidated financial statements has been prepared in accordance with Indian Accounting Standards notified under section 133 of the Companies Act 2013, read together with the Companies (Indian Accounting Standards) Rules, 2015 (as amended) ('Ind AS') along with other relevant provisions of the Act; the Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023 and the regulatory guidance on implementation of Ind AS notified by the RBI vide notification dated 13 March 2020.

The Guidance Note on Division III - Schedule III issued by the Institute of Chartered Accountants of India ("ICAI") has been followed insofar as they are not inconsistent with any of these Directions"

These consolidated financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting except for certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies set out below. The accounting policies have been applied consistently over all the periods presented in these consolidated financial statements.

**23. Vigil Mechanism/ Whistle Blower Policy**

The Board of Directors of the Company has established a Vigil Mechanism for Internal and External Stakeholders, including individual employees, directors and their representative bodies and adopted the Whistle Blower Policy in terms of Section 177 of the Companies Act, 2013 to report concerns about unethical behavior, wrongful conduct and violation of Company's Code of conduct or ethics policy. The details thereof have been given in the Corporate Governance Report annexed to this Report.

**24. Risk Management**

The Company has in place a mechanism to identify, assess, monitor and mitigate various risks that may impact key business objectives of the Company, including elements of risk which in the opinion of the Board may threaten the existence of the Company.

The Company has adopted the Risk Management Policy in order to ensure that all the current and future material risk exposures of the Company are identified, assessed, quantified, appropriately mitigated and managed, to establish a framework for the company's risk management process and to ensure its wide implementation, to ensure systematic and uniform assessment of risks related with giving loans and making investment, to enable compliance with appropriate regulations, wherever applicable, through the adoption of best practices and to assure business growth with financial stability.

Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. These are discussed by Risk management Committee and the same is even referred to the Audit Committee and the Board of Directors of the Company, if required.

The composition and other details of the Risk Management Committee forms part of the Corporate Governance Report as annexed hereto.

**25. Particulars of Loans, Guarantees or Investments made during the Financial Year**

The loan given, guarantee given and investment made by the Company during the financial year ended March 31, 2024 are within the limits prescribed under Section 186 of the Act. Particulars of the Loans/guarantee/ advances and Investments outstanding during the financial year are fully disclosed in the notes attached to the annual accounts which are attached with this report.

**26. Related Party Transactions**

All contracts or arrangements or transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on arm's length basis and were reviewed by the Audit Committee of the Board. During the year under review, the Company has not entered into contracts or arrangements or transactions with related parties which comes under the purview of Section 188 of the Companies Act, 2013. Accordingly, no transactions are reported in Form no. AOC – 2 in terms of Section 134 of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014.

**27. Statutory Auditors**

M/s Mandawewala & Co. Chartered Accountants, (Firm Registration Number 322130E was appointed as the Statutory Auditors of the Company for a period of 5 (five) years from the conclusion of 73rd Annual General Meeting till conclusion of 78th Annual General Meeting of the Company to be held in calendar year 2024. M/s Mandawewala & Co., Chartered Accountants is completing their tenure on the conclusion of 78$^{th}$ Annual General Meeting.

**28. Internal Auditors**

Pursuant to provision of Section 138 of the Companies Act, 2013 and the Companies (Accounts) Rules 2014 M/s. Lakhotia & Co., Chartered Accountant, Kolkata had conducted Internal Audit of the Company for the financial year 2023-24. Further, the Audit Committee considers and reviews the Internal Audit Report submitted by the Internal Auditor on a quarterly basis.

**29. Auditors' Report**

The notes on financial statements referred to in the Auditors report are self-explanatory and do not call for any further comments. The Auditors Report does not contain any qualification, reservation or adverse remark.

**30. Management Discussion and Analysis Report**

The Management's Discussion and Analysis Report for the year under review, as required in terms of Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023 forms part of the Annual Report as "**Annexure C".**

**31. Directors' Responsibility Statement**

In terms of the provisions on the Directors' Responsibility Statement referred in Section 134(3)(c) and 134(5) of the Companies Act, 2013, your Director's confirm that-

(a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) the directors had 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;

(c) the directors had 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;

(d) the directors had prepared the annual accounts on a going concern basis;

(e) the directors, had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively: and

(f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**32. Adequacy of internal financial controls with reference to the Financial Statements**

The Company is having adequate internal financial control which is commensurate with the nature of its size and business. Your Board confirms the following:

1. Systems have been laid to ensure that all transactions are executed in accordance with management's general and specific authorization. There are well-laid manuals for such general or specific authorization.

2. Systems and procedures exist to ensure that all transactions are recorded as is necessary to permit preparation of financial statements in conformity with generally accepted accounting principles or any other criteria applicable to such statements, and to maintain accountability for aspects and the timely preparation of reliable financial information.

3. Access to assets is permitted only in accordance with management's general and specific authorization. No assets of the Company are allowed to be used for personal purposes, except in accordance with terms of employment or except as specifically permitted.

4. The existing assets of the Company are verified/ checked at reasonable intervals and appropriate action is taken with respect to any differences, if any.
5. Proper system are in place for prevention and detection of frauds and errors and for ensuring adherence to the Company's policies.

Based on the above, your Board is of the view that adequate internal financial controls exist in the Company.

**33. Secretarial Standard**

The Company complies with all the applicable Secretarial Standard issued by the "Institute of Company Secretaries of India".

**34. Disclosures Under Sexual Harassment of Women at Work Place (Prevention, Prohibition & Redressal) Act, 2013**

The Company has in place a policy on Sexual Harassment of Women at workplace in line with the requirements of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. An Internal Complaint Committee has been set up to redress complaints received. All employees (permanent, contractual, temporary, trainees) are covered under this policy. The Committee has not received any complaint from any employee during the financial year 2023-24.

**35. Fraud Reporting**

There have been no instances of frauds identified or reported by the auditors of the Company during the course of audit pursuant to sub-section (12) of section 143 of the Companies Act, 2013 (amended from time to time) to Central Government.

**36. RBI Regulations - Compliance**

The Company continues to carry on its business of Non-Banking Financial Company as a Non-Deposit taking Middle Layer NBFC and follows prudent financial management norms as applicable. The Company appends a Statement containing particulars as required in terms of Paragraph 31 of along with Annex VIII - Schedule to the Balance Sheet of an NBFC as required in terms of Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023 for Middle Layer NBFCs.

The Company has been identified as NBFC-Middle Layer category under Scale Based Regulation (SBR), a Revised Regulatory Framework for NBFCs as per the list issued by RBI Department of Supervision as on 31st March, 2024.

**37. Maintenance of Cost Records**

The provision of Section 148 of the Companies Act, 2013 the respect to maintenance of cost records are not applicable to the Company.

**38. Details of application made or any Proceeding pending under the insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year along with their status as at the end of the financial year.**

During the year under review, there were no applications has been made and no proceeding is pending under Insolvency and Bankruptcy Code, 2016.

**39. Details of difference between amount of the valuation done at the time of one-time settlement and valuation done while taking loan form the Banks or Financials Institutions along with the reasons thereof**

During the year under review, there were no one-time settlement with the Banks or Financial Institutions, therefore there is no instance of difference between amount of valuation done at the time of one time settlement and the valuation done while taking loan.

**40. Acknowledgements**

Your Directors would like to record their appreciation of the hard work and commitment of the Company's employees and are grateful for the co-operation and support extended to the Company by the Bankers, Statutory Authorities, Financial Institutions(s) and all other establishments connected with the business of the Company.

**For and on behalf of the Board of Directors**
**For Placid Limited**

**Lakshmi Niwas Bangur**
**Chairman**
**(DIN: 00012617)**

**Place : Kolkata**
**Date : May 14, 2024**

**ANNEXURE - A**

## NOMINATION & REMUNERATION POLICY

### 1. Preamble

1.1 Sub-section (3) of Section 178 of the Companies Act, 2013 states that the Nomination and Remuneration Committee shall formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.

1.2 Section 178 of the Companies Act, 2013 has been made effective from April 1, 2014 by the Central Government by notification no. S.O. 902(E) issued on March 26, 2014. Therefore this Nomination and Remuneration Policy ("the Policy") has been framed in compliance with the provisions of the Act and Rules made under the Act.

1.3 Thereafter, in view of the recent requirement of Scale Based Regulation framework issued by Reserve Bank of India (RBI) vide circular RBI/2021-22/112 DOR.CRE.REC.No.60/03.10.001/2021-22 and revised/updated as per the Guidelines on Compensation of Key Managerial Personnel and Senior Management in NBFCs issued by Reserve Bank of India (RBI) vide circular dated RBI/2022-23/36 DOR.GOV.REC.No.29/18.10.002/2022-23 on April 29, 2022 ("RBI Guidelines") and Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023, dated October 19, 2023, consolidating all above mentioned Master circulars on Scale Based Regulations, the Board of Directors had reviewed and revised the policy in place of the existing policy in their meeting held on 16th January 2024.

The Policy provides a framework for remuneration to the members of the Board of Directors ("Board"), Key Managerial Personnel ("KMP") and the Senior Management Personnel ("SMP") of the Company (collectively referred to as "**Executives**").

The expression ''senior management'' means officers/personnel of the Company who are members of its core management team excluding directors comprising all members of management one level below the chief executive officer/managing director/whole time director/manager (including chief executive officer/manager, in case they are not part of the board) and shall specifically include the functional head by whatever name called and the company secretary and chief financial officer.

Further, the term **"**Applicable Law" includes any statute, law, regulations, ordinance, rule, judgment, order, decree, bye-law, clearance, directive, guideline, policy, requirement, notifications and clarifications or other governmental instruction and/or mandatory standards as may be applicable to the Company from time to time.

All the other terms used in the Policy shall have the same meaning as assigned to them under the Applicable Law.

1.4 The Members of the Nomination and Remuneration Committee ("the Committee or NRC") shall be appointed by the Board and shall comprise three or more non-executive directors out of which not less than one-half shall be independent directors. Any fraction in the one-half shall be rounded off to one.

1.5 This Policy will be called "Placid Nomination & Remuneration Policy" and referred to as "the Policy".

1.6 The Policy will be reviewed at such intervals as the Nomination and Remuneration Committee will deem fit.

### 2. Objectives

2.1 The objectives of the Policy are as follows:

2.1.1 To set criteria for determining qualifications, positive attributes and independence of a director, and remuneration of the Executives.

2.1.2 To enable the Company to attract, retain and motivate highly qualified members for the Board and other executive level to run the Company successfully.

2.1.3 To enable the Company to provide a well-balanced and performance-related compensation package, taking into account shareholder interests, industry standards and relevant Indian corporate regulations.

2.1.4 To ensure that the interests of Board members & senior executives are aligned with the business strategy and risk tolerance, objectives, values and long-term interests of the company and will be consistent with the "pay-for-performance" principle.

2.1.5 To ensure that remuneration to directors, KMP and senior management employees of the Company involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

**3. Principles of remuneration / compensation**

3.1 **Support for Strategic Objectives:** Remuneration and reward frameworks and decisions shall be developed in a manner that is consistent with, and supports and reinforces the achievement of the Company's vision and strategy.

3.2 **Transparency:** The process of remuneration management shall be transparent, conducted in good faith and in accordance with appropriate levels of confidentiality.

3.3 **Internal equity:** The Company shall remunerate the Executives in terms of their roles within the organisation. Positions shall be formally evaluated to determine their relative weight in relation to other positions within the Company.

3.4 **External equity:** The Company strives to pay an equitable remuneration, capable of attracting and retaining high quality personnel. Therefore the Company will remain logically mindful of the ongoing need to attract and retain high quality people, and the influence of external remuneration pressures. Reference to external market norms will be made using appropriate market sources, including relevant and comparative survey data, as determined to have meaning to the Company's remuneration practices at that time.

3.5 **Flexibility:** Remuneration and reward shall be sufficiently flexible to meet both the needs of individuals and those of the Company whilst complying with relevant tax and other laws.

3.6 **Performance-Driven Remuneration:** The Company shall establish a culture of performance-driven remuneration through the implementation of the Performance Incentive System.

3.7 **Affordability and Sustainability:** The Company shall ensure that remuneration is affordable on a sustainable basis.

3.8 Compensation components are aligned effectively with prudent risk taking to ensure that compensation is adjusted for all types of risk taking;

3.9 Compensation outcomes are symmetric with risk outcomes;

3.10 Specifically for Executive Directors, KMPs and SMPs: Compensation pay-outs are sensitive to the Time Horizon of the Risk. The mix of cash, equity and other forms of compensation will be consistent with risk alignment.

**4. Terms of Reference and Role of the Committee**

4.1 The Terms of Reference and Role of the Committee as set by the Board of Directors are as under:

4.1.1 Evaluate the current composition and organization of the Board and its committees in light of requirements established by any Regulatory Body or any other applicable statute, rule or regulation which the Committee deems relevant and to make recommendations to the Board with respect to the appointment, re-appointment and resignation of Independent, Executive and Non-Executive Directors of the Company;

4.1.2 Review the composition and size of the Board in order to ensure that the Board is comprised of members reflecting the proper expertise, skills, attributes and personal and professional backgrounds for service as a Director of the Company, as determined by the Committee;

4.1.3 Review and recommend to the Board an appropriate course of action upon the resignation of current Board members, or any planned expansion of the Board, and review the qualifications, experience and fitness for service on the Board of any potential new members of the Board;

4.1.4 Review all stockholder proposals submitted to the Company (including any proposal relating to the nomination of a member of the Board) and the timeliness of the submission thereof and recommend to the Board appropriate action on each such proposal;

4.1.5 Ensure "fit and proper" status of existing/proposed Directors and that there is no conflict of interest in the appointment of Directors on the Board of the Company in accordance with RBI Circular on Corporate Governance, issued from time to time;

4.1.6 Formulate, administer and supervise the Company's Stock Option schemes, if any, in accordance with relevant laws;

4.1.7 Ensure that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully;

4.1.8 Ensure that relationship of remuneration to performance is clear and meets appropriate performance benchmarks;

4.1.9 Ensure that remuneration to Directors, Key Managerial Personnel (KMPs) and senior management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals;

4.1.10 Formulate the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy, relating to the remuneration for the Directors, Key Managerial Personnel (KMPs) and other employees of the Company;

4.1.11 For appointment of an independent director, the Nomination and Remuneration Committee shall evaluate balance of skills, knowledge, and experience on the board and on the basis of such evaluation, prepare a description of role and capabilities required of an independent director recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:

a. use the services of an external agencies, if required;

b. consider candidates from a wide range of backgrounds, having due regard to diversity; and

c. consider the time commitments of the candidates.

4.1.12 Formulate the criteria for evaluation of Independent Directors and the Board;

4.1.13 Devise a policy on Board diversity;

4.1.14 Identify the persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal;

4.1.15 Specify the manner for effective evaluation of performance of Board, its committees and individual directors to be carried out either by the Board, by the Committee or by an independent external agency and review its implementation and compliance;

4.1.16 Recommend to the Board of Directors of the Company, all remuneration, in whatever form, payable to the senior management;

4.1.17 Deal with such matters as may be referred to by the Board of Directors from time to time;

4.1.18 To Identify whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

4.1.19 The NRC may work in close coordination with Risk Management Committee (RMC) of the company to achieve effective alignment between compensation and risks. Further, the NRC may ensure that compensation levels are supported by the need to retain earnings of the company and the need to maintain adequate capital based on Internal Capital Adequacy Assessment Process (ICAAP).

**4.2** The Committee shall:

4.2.1 Review the ongoing appropriateness and relevance of the Policy;

4.2.2 Ensure that all provisions regarding disclosure of remuneration, including pensions, leave encashment, gratuity, etc. are fulfilled;

4.2.3 Obtain reliable, up-to-date information about remuneration in other companies;

4.2.4 Ensure that no director or executive is involved in any decisions as to their own remuneration.

**4.3** Without prejudice to the generality of the terms of reference as set out above, the Committee shall:

4.3.1 Operate the Company's share option schemes (if any) or other incentives schemes (if any) as they apply to. It shall recommend to the Board the total aggregate amount of any grants to the Executives including individual limit and make amendments to the terms of such schemes, as the case may be;

4.3.2 Liaise with the trustee / custodian of any employee share scheme, which is created by the Company for the benefit of employees or Directors.

4.3.3 Review the terms of Executives service contracts from time to time.

**5. Procedure for selection and appointment of the Board Members**

5.1 Board membership criteria:

5.1.1 The Committee, along with the Board, shall review on an annual basis, appropriate skills, characteristics and experience required of a Board Member. The objective is to have a Board with diverse background and experience in business, government, academics, technology and in areas that are relevant for the Company's global operations.

5.1.2 In evaluating the suitability of individual Board members, the Committee shall take into account many factors, including general understanding of the Company's business dynamics, global business and social perspective, educational and professional background and personal achievements. Directors must possess experience at policy-making and operational levels in large organizations with significant international activities that will indicate their ability to make meaningful contributions to the Board's discussion and decision making in the array of complex issues facing the Company.

5.1.3 Director should possess the highest personal and professional ethics, integrity and values. They should be able to balance the legitimate interest and concerns of all the Company's stakeholders in arriving at decisions, rather than advancing the interests of a particular constituency.

5.1.4 In addition, Directors must be willing to devote sufficient time and energy in carrying out their duties and responsibilities effectively. They must have the aptitude to critically evaluate management's working as part of a team in an environment of collegiality and trust.

5.1.5 The Committee shall evaluate each Director with the objective of having a group that best enables the success of the Company's business.

5.2 Selection of Board Members/ extending invitation to a potential director to join the Board:

5.2.1 One of the roles of the Committee is to periodically identify competency gaps in the Board, evaluate potential candidates as per the criteria laid above, ascertain their availability and make suitable recommendations to the Board. The objective is to ensure that the Company's Board is appropriate at all points of time to be able to take decisions commensurate with the size and scale of operations of the Company. The Committee also identifies suitable candidates in the event of a vacancy being created on the Board on account of retirement, resignation or demise of an existing Board member. Based on the recommendations of the Committee, the Board evaluates the candidate(s) and decides on the selection of the appropriate member.

5.2.2 The Board then shall make an invitation (verbal / written) to the new member to join the Board as a Director. On acceptance of the same, the new Director may be appointed by the Board.

**6. Procedure for selection and nomination of KMP and SMPs**

The Chairman and the Managing Director (MD) along with the Head of Human Resource (HR) Department, identify and appoint suitable candidates for appointing them as KMPs (excluding Executive Directors) or SMPs of the Company on the basis of their academic, professional qualifications, relevant work experience, skill and other capabilities suitable to the position of concerning KMP or SMP.

Further, in case of KMP (excluding Executive Director) appointment, approval of the Board of Directors / concerned Committee shall be taken in accordance with provisions of relevant Act, statutes, regulations etc. existing as on that date. The appointment and/or removal of KMPs shall be placed before the NRC and / or Board of Directors at regular intervals.

Further, in case of appointment of SMPs (excluding KMPs), the appointment and all remuneration, in whatever form as approved by the MD and Head of the HR Department shall be placed before the NRC at regular intervals.

**7. Compensation Structure**

**7.1 Remuneration to Non-Executive Directors:**

The Non-executive Directors of the Company will be paid remuneration by way of fees only for attending the meetings of the Board of Directors and its Committees. The fees paid to the Non-executive Directors for attending meetings of Board of Directors shall be such as may be determined by the Board within the limit prescribed under the Companies Act, 2013 which is currently Rs. 100,000/- per meeting i.e. Board or Committee. Beside the sitting fees, they are also entitled to reimbursement of expenses and payment of commission on net profits.

The fees of the Non-executive Directors for attending meetings of Board of Directors and the Committees thereof may be modified from time to time only with the approval of the Board in due compliance of the provisions of Companies Act, 2013 and amended from time to time.

An Independent Director shall not be entitled to any stock option and may receive remuneration only by way of fees and reimbursement of expenses for participation in meetings of the Board or Committee thereof and profit related commission, as may be permissible by the Applicable law.

If any such director draws or receives, directly or indirectly, by way of fee/remuneration any such sums in excess of the limit as prescribed or without the prior sanction, where it is required, under the Applicable law such remuneration shall be refunded to the Company and until such sum is refunded, hold it in trust for the Company.

**7.2 Remuneration to Executive Directors, KMPs & SMPs**

The Company has a credible and transparent framework in determining and accounting for the remuneration of the Managing Director / Whole Time Directors (MD/WTDs), KMPs and SMPs. Their remuneration shall be governed by the external competitive environment, track record, potential, individual performance and performance of the company as well as industry standards. The remuneration determined for MD/WTDs shall be approved by the Board of Directors at a meeting which shall be subject to the approval of members at the next general meeting of the Company and by the Central Government in case such appointment is at variance to the conditions specified in Schedule V of the Companies Act, 2013. As a policy, the Executive Directors are not paid any fees for attending the Board and/or Committee meetings.

If any Director draws or receives, directly or indirectly, by way of remuneration any such sums in excess of the limit as prescribed or without the prior sanction, where it is required, under the Applicable law, such remuneration shall be refunded to the Company and until such sum is refunded, hold it in trust for the Company.

A Director who is in receipt of any commission from the Company and who is a managing or whole-time director of the Company may receive any remuneration or commission from any holding or subsidiary company of the Company, subject to its disclosure by the Company in the Board's report.

The remuneration (including revision) of KMPs (excluding Executive Directors) and SMPs on the recommendation of the Committee, shall be determined by Chairman along with the MD and Head of Human Resource (HR) Department after taking into consideration the academic, professional qualifications, work experience, skill, other capabilities and industry standards.

Further, the remuneration (including revision) of KMPs (excluding Executive Directors) shall also be subject to approval of the Board of Directors/concerned Committees, if stipulated by any Act, statute, regulations etc.

**7.3 Other Employees**

The remuneration including revision in remuneration of other employees shall be decided by the Human Resources Department within the overall framework of compensation and appraisal policy of the Company

**Components of remuneration –** In compliance of RBI circular dated RBI/2022-23/36 DOR.GOV.REC.No.29/18.10.002/2022-23 on April 29, 2022, the remuneration structure shall broadly comprise of the following components:

a) Fixed Pay

b) Variable Pay

**A.1) Components of Fixed Pay**

The Fixed Pay of the Company should typically consist of elements like basic salary, allowances, perquisites/benefits, contribution towards superannuation/ etc.

In addition to the various cash components (salary, allowances etc.) the Company can also offer certain reimbursable perquisites with monetary ceiling and certain non-monetary perquisites. The perquisites extended would be in the nature of but not limited to Company Car, Company leased accommodation, Club Memberships and such other benefits or allowances in lieu of such perquisites/benefits.

**B.1) Components of Variable Pay**

Variable pay shall comprise of Share linked instruments (ESOS) and cash in the form of bonus or incentives. Variable pay shall be in the form of "pay at risk". Depending on performance and risk outcomes at individual, business units and company-wide level, the variable pay shall be truly variable and can even be reduced to zero.

**Deferral of variable pay**

Of the total variable pay, certain portion as may be decided by the Nomination and Remuneration Committee and Board, shall be deferred to the time horizon of the risk. The portion of deferral arrangement may be made applicable for both cash and non-cash components of the variable pay. Deferral period for such an arrangement may be decided by the Board of the Company.

**Guaranteed Bonus**

Guaranteed bonus may not be paid to KMPs and senior management. However, in the context of new hiring joining/ sign-on bonus could be considered. Such bonus will neither be considered part of fixed pay nor of variable pay.

**7.4 Malus / Clawback Arrangement**

The deferred compensation may be subject to malus/clawback arrangements in the event of subdued or negative financial performance of the Company and/or the relevant line of business or employee misconduct in any year.

The deferred variable compensation in a year shall be subject to:

Malus arrangement wherein in case of subdued or negative financial performance arising not on account of gross negligence or misconduct of the KMP, the Company may withhold cash incentives/bonus or vesting of ESOS and may lapse unvested ESOS in accordance with the ESOS rules.

Clawback arrangement wherein in case of gross negligence or misconduct or cause as defined in the Company's code of conduct, the KMP and/or SMP shall be liable to return previously paid or vested deferred variable compensation.

NRC may invoke Malus or Clawback clause with respect to the KMPs and SMPs in the following illustrative scenarios:

i) Gross negligence

ii) Reckless, or willful actions or exhibited inappropriate values and behavior. Errors of judgment shall not be construed to be breaches under this note

iii) Material Misstatement of the company's results

iv) Fraud that requires financial restatements

v) Reputational harms

vi) Exercise his/her responsibilities in a mala fide manner

vii) Significant deterioration of financial health of the Company

viii) Exposing Company to substantial Risk

ix) Any other situation where the Board and the Nomination & Remuneration Committee deems invoking Malus and/or Clawback provision is necessary and justified

The time horizon for the applicable of malus/clawback clause shall be three years or the deferral period or the Retention Period of the variable compensation, whichever is higher, from the date of reward.

Once Nomination and Remuneration Committee decides to invoke Malus and/or Clawback clause, it will have power to take any of the following action basis the nature and severity of trigger.

**In case of Malus Clause:**

- Cancel the vesting of up to 100% of the deferred cash or share linked component due for vesting in that particular year.
- Cancel the vesting for up to 100% of entire unvested deferred cash or share linked component including vesting remaining in future years

**In case of Clawback Clause:**

- Recovery of up to 100% of compensation received in the form of cash component of deferred variable pay paid over the applicable period
- Recovery of up to 100% of benefit accrued to the employee on account of exercise of stock options or through any other share linked instrument granted during the applicable period
- Forfeiture of up to 100% of vested but unexercised stock options or any other share linked instrument granted during the applicable period.

The terms of appointment of KMPs and Senior Management of the Company shall be suitably amended to contain suitable clause on malus/clawback.

**8. Powers of the Committee and Meetings of the Committee**

The Committee shall have inter-alia the following powers:

8.1 Conduct studies or authorise studies of issues within the scope of the Committee with full access to all books, records, facilities and personnel of the Company;

8.2 Retain or seek advice of consultants and experts for performance of their role under this Policy and the costs relating thereto shall be borne by the Company;

8.3 Delegate its powers to any Member of the Committee or any KMP of the Company or form sub-committees to perform any of its functions or role under this Policy.

The Committee shall meet as per the requirements of law or at such larger frequency as may be required. .

**9. Approval and publication**

9.1 This Policy as framed by the Committee shall be recommended to the Board of Directors for its approval.

9.2 The policy shall be placed on the website of the Company.

9.3 The Policy along with the web address of the same shall form part of Director's Report as required under Section 178(4) of the Companies Act, 2013.

**10. Supplementary provisions**

10.1 This Policy shall formally be implemented from the date on which it is adopted by the Board of Directors.

10.2 Any matters not provided for in this Policy shall be handled in accordance with relevant laws and regulations, the Company's Articles of Association.

10.3 The right to interpret this Policy vests in the Board of Directors of the Company.

**Amendment**

The Nomination & Remuneration Committee shall monitor and periodically review the Policy and recommend the necessary changes to the Board for its approval.

The Chief Financial Officer or Company Secretary authorised to amend the Policy to give effect to any changes/ amendments notified by Ministry of Corporate Affairs. The amended Policy shall be placed before the NRC and the Board for noting and ratification.

The Board shall have the power to amend any of the provisions of this Policy, substitute any of the provisions with a new provision or replace this Policy entirely with a new Policy.

**ANNEXURE - B**

## REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES
**[Pursuant to clause (o) of sub-section (3) of section 134 of the Companies Act, 2013 and Rule 8 of the Companies (Corporate Social Responsibility) Rules, 2014]**

**1. A brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs:**

In accordance with the provisions of the Companies Act, 2013, read with Companies (CSR Policy) Rules, 2014, as amended read with the Notification issued by the Ministry of Corporate Affairs dated the 22nd of January, 2021 and the rules made thereunder, the Company has framed its CSR Policy to carry out its CSR activities in accordance with Schedule VII of the Act. Through the values and principles inherent within the Group, the Company strives to positively impact the community by promoting inclusive growth in the areas of education, art, healthcare, sports, environmental sustainability and conservation etc. Along with sustained economic performance, environmental and social stewardship is also a key factor for holistic business growth. Over the period of its long existence, the Company has upheld its tradition of community service and tried to reach out to the underprivileged in order to empower their lives and provide holistic development. The Company's focus areas are concentrated on increasing access to health, education, environment sustainability, community development and holistic development with a focus on underprivileged people. The Company's CSR Policy also focuses on leveraging the full range of the Company's resources to broaden access to the basic facilities for the underserved population. The Company wishes to formalize and institutionalize its efforts made in the domain of Corporate Social Responsibility and this Policy shall serve as a guiding document to help identify, execute and monitor CSR projects in keeping with the spirit of the Policy. The Company's CSR Policy is placed on its website and the web-link for the same is www.lnbgroup.com/placid.

**2. The Composition of the CSR Committee:**

| Sl. No. | Name of the Directors | 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. Lakshmi Niwas Bangur | Non-Executive Director - Chairman | 4 | 4 |
| 2. | Mr. Bhaskar Banerjee | Independent Director - Member | 4 | 4 |
| 3. | Mr. Ashwini Kumar Singh | Non-Executive Director - Member | 4 | 4 |

The CSR Committee of the Board of Directors of the Company met 4 times during the financial year ended 31st March, 2024, on 17.05.2023, 27.07.2023, 9.11.2023 and 16.01.2024.

3. Web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company: www.lnbgroup.com/placid/.

4. Details of executive summary along with web-link(s) 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 – Not Applicable

5. (a) Average net profit of the company as per section 135(5) : Rs. 1416.17 lakhs

   (b) Two percent of average net profit of the company as per section 135(5): Rs. 28.32 lakhs

   (c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: Not Applicable

   (d) Amount required to be set off for the financial year, if any: Rs. 0.47 lakhs

   (e) Total CSR obligation for the financial year (b+c-d): Rs. 27.85 lakhs

6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): Rs. 28.00 lakhs

   (b) Amount spent in Administrative Overheads: Nil

   (c) Amount spent on Impact Assessment, if applicable.: Nil

   (d) Total amount spent for the financial year [(a)+(b)+(c)]: Rs. 28.00 lakhs

   (e) CSR amount spent or unspent for the financial year:

<table>
<tr><th rowspan="3">Total Amount Spent for the Financial Year (Rs. in lakhs)</th><th colspan="5">Amount Unspent (in Rs.)</th></tr>
<tr><th colspan="2">Total Amount transferred to Unspent CSR Account as per section 135(6)</th><th colspan="3">Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)</th></tr>
<tr><th>Amount</th><th>Date of transfer</th><th>Name of the Fund</th><th>Amount</th><th>Date of transfer</th></tr>
<tr><td>28.00</td><td>-</td><td>-</td><td>-</td><td>-</td><td>-</td></tr>
</table>

(f) Excess amount for set off, if any :

| Sl No. | Particulars | Amount (Rs. in Lakhs) |
|---|---|---|
| (i) | Two percent of average net profit of the Company as per section 135(5) | 28.32 |
| (ii) | Net CSR obligation for the financial year 2023-24 | 27.85* |
| (iii) | Total amount spent for the Financial Year | 28.00 |
| (iv) | Excess amount spent for the financial year [(iii)-(ii)] | 0.15 |
| (v) | Surplus arising out of the CSR projects or programme or activities of the financial years, if any | Nil |
| (vi) | Amount available for set off in succeeding financial years [(iv)-(v)] | 0.15 |

* Net CSR obligation has been calculated after set-off of an aggregate amount Rs. 0.47 Lakhs, being the excess CSR spent in FY 2022-23 from the total CSR obligation of Rs. 28.32 lacs for the FY 2023-24.

**7.** (a) Details of Unspent Corporate Social Responsibility amount for the preceding three financial years:

<table>
<tr><th rowspan="2">Sl. No.</th><th rowspan="2">Preceding Financial Year (s)</th><th rowspan="2">Amount transferred to Unspent CSR Account under section 135(6) (Rs. in lakhs)</th><th rowspan="2">Balance Amount in Unspent CSR Account under section 135(6) (Rs. in lakhs)</th><th rowspan="2">Amount spentin the reporting Financial Year (Rs. in lakhs)</th><th colspan="2">Amount transferred to any fund specified under Schedule VII as per section 135(5), if any</th><th rowspan="2">Amount remaining to be spent in Succeeding financial years (Rs. in lakhs)</th><th rowspan="2">Deficiency, if any</th></tr>
<tr><th>Amount (Rs. in lakhs)</th><th>Date of transfer</th></tr>
<tr><td colspan="9">NIL</td></tr>
</table>

**8.** Whether any capital asset have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year - No

If Yes, enter the number of Capital assets created/acquired -

Furnish the detail relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year :

<table>
<tr><th rowspan="2">Sl. No.</th><th rowspan="2">Short particulars of the property or asset(s) (including complete address and location of the property)</th><th rowspan="2">Pin code of the property or asset(s)</th><th rowspan="2">Date of Creation</th><th rowspan="2">Amount of CSR amount spent</th><th colspan="3">Details of entity / Authority / beneficiary of the registered owner</th></tr>
<tr><th>CSR Registration Number, If any applicable</th><th>Name</th><th>Registered address</th></tr>
<tr><td>(1)</td><td>(2)</td><td>(3)</td><td>(4)</td><td>(5)</td><td colspan="3">(6)</td></tr>
<tr><td colspan="8">Not Applicable</td></tr>
</table>

**9.** 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**

For **Placid Limited**

**Lakshmi Niwas Bangur**
Chairman of CSR Committee
DIN: 00012617

**Yogesh Bangur**
Joint Managing Director
DIN : 02018075

**Place : Kolkata**
**Dated : May 14, 2024**

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

**ANNEXURE - C**

**Industry Structure and Developments**

The Company is a **Non-Banking Financial Company (NBFC) (Non-Deposit Taking)** categorized as Middle layer Company as per Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023. The Company does not accept Public Deposits. Its activities are limited within India and is mainly engaged in the business of making investments, trading and dealing in shares and securities, mutual funds, loan & financing and carrying on business in accordance with the regulatory framework mandated by the laws of land, including Reserve Bank of India. The Company has been following a disciplined approach to investing and lending for long term and creating value for its shareholders/other stakeholders. The business strategy and performance of the Company is also dependent on the economic and financial environment, state of Capital Markets and policies of the Government of India and Reserve Bank of India in this regard.

The Indian economy during FY 2023-24, continued to surpass all market estimates quarter on quarter and closed the financial year with 8.2% Year on Year (“YoY”) growth on GDP front. Our economy also demonstrated strong fiscal consolidation in recent years with fiscal deficit for FY 2023-24 declining to 5.6% (vs originally budgeted at 5.9%). RBI’s monetary and fiscal policies have continued to focus on high interest rate environment and maintaining the retail inflation within its target range of 4-6% in recent months (4.85% in March 2024). India’s external position also remains healthy with forex reserves touching an all-time high of $651.5 Billion providing it with a comfortable import cover. Despite geopolitical uncertainties, Indian markets have also continued to attract healthy foreign portfolio investment of Rs. 3.4 lakh crore in FY 2023-24. India’s growing importance in international markets is further underscored by JPMorgan’s announcement regarding India’s inclusion in its emerging market debt index in FY 2024-25.

The financial services segment, and in particular NBFCs & HFCs, has been a key facilitator of this economic growth. Credit growth has remained robust in FY 2023-24 backed by strong demand from consumers, the Government of India’s (“GoI’s”) push on financial inclusion, and ever-improving access to credit by way of increasing focus on digitalisation across the industry. We believe that we have also reached the peak of this rate-hike cycle and may see some cuts towards the later half of FY 2024-25. These factors, coupled with decade-low Non-Performing Assets (“NPAs”) and an actively evolving regulatory framework, pave way for healthy double-digit credit growth in the coming years as well. The growth is likely to be broad-based across segments with some moderation expected in the unsecured products. While margins may see some pressure due to elevated cost of doing business in the short term, overall the sector is expected to report healthy operating performance in over a longer term.

**Opportunities and Threats**

Non-Banking Financial Companies (“NBFCs”) remain one of the most important pillars for ushering financial inclusion in India, reaching out to a hitherto under/unserved populace and in the process leading to “formalization” of the credit demand. NBFCs cater to the needs of both the retail as well as commercial sectors and, at times, have been able to develop strong niches with their specialized credit delivery models that even larger players including banks, have found hard to match. This has further provided a fillip to employment generation and wealth creation and in the process, bringing in the benefits of economic progress to the unserved / underserved sections of the business and society.

At present, the biggest opportunity for financial services sector in India currently lies in the sheer size of the economy. India is now the 5th largest economy worldwide and well on its way to become the 3rd largest within this decade. The Government of India is infrastructure push gradual, revival in private capex, growth of the SME ecosystem, increasing consumer demand, and potential of demographic dividend are all expected to drive this growth. Further, the current credit penetration in India – Credit to GDP ratio – remains low at ~70% compared to other larger economies; this is expected to sharply increase over the next decade backed by rapidly developing digital public infrastructure and a notable improvement in the credit appetite seen across segments. All of this indicates a significant market opportunity of INR 500 lakh crore for all lenders in the country.

Major threats is to access to capital for the NBFCs in India. NBFCs are forced to rely on bank loans or the issue of bonds/NCD/CP to raise money, as opposed to banks, which have access to low-cost deposits. It may be challenging for NBFCs to compete with banks on interest rates. NBFCs do score over banks in the area of deeper penetration of credit and more efficient collection mechanism. Global interest rates have peaked in the current monetary policy tightening cycle, though macroeconomic conditions remain too fragile and uncertain for a definite view on growth and inflation conditions going forward. There are some other challenges like the regulatory framework for NBFCs has evolved significantly. In 2018, the Reserve Bank of India (RBI) introduced new regulations to fortify the sector’s financial stability and prevent the recurrence of default incidents. These regulations mandated higher capital adequacy ratios, tighter liquidity norms, and a stricter classification system. While these regulations increased the cost of compliance for NBFCs, they also laid the foundation for a more robust regulatory framework, enhancing investor confidence and mitigating the risks associated with the sector.

Nonetheless, your Company with its strong parentage, brand recognition, liquidity and strong client network, is poised to capitalize on this opportunity and foresees several profitable opportunities and tapping deeper markets. Further, the Company's robust risk management framework with a deep understanding of risk evolution mitigation, underwriting and credit controls shall help to arrest the risk of deterioration in asset quality.

**Segment wise performance**

The Company being a non-banking financial company operates under a single segment viz providing loans and investments in shares and securities.

**Outlook**

Looking forward, the global economy is expected to gradually improve. As the inflation rate reaches its target levels, the GDP growth rate is expected to sustain its growth at 3.2% in CY 2024 and CY 2025. There is a cautious optimism, despite a significant imbalance in consumption and investment. Private consumption is projected to grow about 4% in CY 2024, while total income is only expected to expand 2.6%. It is expected that the collective policy efforts of governments and the inherent resilience of global economies will play a crucial role in facilitating a sustainable and inclusive growth in the forthcoming years.

Funding costs for non-bank finance companies (NBFCs) in India are rising, but strong credit demand fuelled by country's robust economic growth will support the sector's profitability. Also, robust economic conditions will help them preserve their asset quality even as rises in interest rates increase the debt burdens of their customers. The Company expects India's economy to expand 6.6 per cent in the year ended March 2025 (FY25) and 6.2 per cent the following year, and this will lead to robust loan growth at NBFCs, mitigating the impact of rising funding costs on their profitability.

The Indian economy is estimated to have expanded 8 per cent in the 2023-24 fiscal year

**Risks and Concerns:**

The Company being a Non-Banking Financial Company is mainly engaged in the business of providing Loans and making Investment in Shares and Securities and therefore it is exposed to various financial risks such as credit, market, interest rate and liquidity risks associated with financials products.

However, the Company has a robust financial risk management system in place to identify, evaluate, manage and mitigate various risks associated with financial products and ensure that the Company accomplishes its desired financial objectives. The Company has a Risk Management Policy in accordance with the provisions of the Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023 issued by Reserve Bank of India. It establishes various levels and types of risks with its varying levels of probability, the likely impact on the business and its mitigation measures. The Management evaluates the execution of Risk Management Practices in the Company, in the areas of risk identification, assessment, monitoring, mitigation and reporting from time to time.

The risk management framework is based on assessment of risks through proper analysis and understanding of the underlying risks before undertaking any transactions and changing or implementing processes and systems. This risk management and mitigation mechanism is supported by regular review, control, self-assessment and monitoring of key risk indicators.

Hence, the Management regularly monitors and reviews the continuous changing economic and market conditions in order to take timely and prudent investment and lending decisions.

**Internal Control system and their adequacy:**

The Company has a proper and adequate internal control system to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and those transactions are authorised, recorded and reported correctly. The internal control is exercised through laid out policies, guidelines and procedures. It is supplemented by an extensive program of internal audits conducted by the Internal Auditors and tested by the Statutory Auditors of the Company. The audit observations and corrective action taken thereon are periodically reviewed by the audit committee to ensure effectiveness of the internal control system. The internal control is designed to ensure that the financial and other records are reliable for preparing financial statements and other data, and for maintaining accountability of persons.

**Financial and operational performance:**

The financial statements have been prepared in accordance with Indian Accounting Standards notified under section 133 of the Companies Act 2013, read together with the Companies (Indian Accounting Standards) Rules, 2015 (as amended) together read with the MCA notification dated 11 October 2018 which states the mandate for adoption of these standards by the NBFC Companies, as defined under the Companies (Indian Accounting Standards) (Amendment) Rules, 2016. Detailed highlighted of financials and operational performance is provided in the Directors Report which forms part of the Annual Report.

**Material developments in Human Resources:**

The Company continues with the philosophy of thrust and focus on human resources for its continued success. In order to strengthen our human resources for meeting the future challenges and expansion plans, we have focused on hiring the best resources available and retaining and developing our existing talent pool.

The total employee strength as on 31st March, 2024 was 31.

**Cautionary statement**

Statements in this management discussion and analysis describing the Company's objectives, projections and expectations may be forward looking statements within the meaning of applicable laws and regulations. Actual results may differ substantially or materially from those expressed or implied. Important developments that could affect the Company's operations include a downtrend in the industry- global or domestic or both, significant changes in political and economic environment in India, applicable statutes, litigations etc.

**For and on behalf of the Board of Directors**

| | | |
|---|---|---|
| | **Lakshmi Niwas Bangur** | **Sheetal Bangur** |
| **Place : Kolkata** | **Chairman** | **Managing Director** |
| **Date : 14.05.2024** | **(DIN : 00012617)** | **(DIN : 00003541)** |

# CORPORATE GOVERNANCE REPORT

**(Pursuant to Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023 the details of compliance by the Company with the norms on Corporate Governance are as under:**

## A. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

The Company's philosophy on Corporate Governance is embedded in the rich legacy of ethical governance practices. Integrity, transparency, accountability and compliance with laws which are the columns of good governance are cemented in the Company's robust business practices to ensure ethical and responsible leadership both at the Board and at the Management level. Pursuant to circular RBI/2022-23/26DOR.ACC.REC.No. 20/21.04.018/2022-23 dated April 19, 2022, the details of the compliances by the Company with the norms of the Corporate Governance are as under:

### 1. Composition of the Board, remuneration and details of shares/securities held in the Company

The composition of the Board of Directors, remuneration and details of shares/securities held in the Company as on March 31, 2024 together with number of meetings held during the year and attendance thereof is given as below:

| Sl. No. | Name of Director | Director since | Capacity (i.e. Executive / Non-Executive / Chairman / Promoter nominee / Independent) | DIN | Number of Board Meetings | | No. of other Directorships | Remuneration | | | No. of shares held in the Company |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | | Held | Attended | | Salary and other compensation (Rs. In lakhs) | Sitting Fees | Commission (Rs. In lakhs) | |
| 1. | Mr. Lakshmi Niwas Bangur | 02/09/1992 | Chairman | 00012617 | 8 | 7 | 14 | Nil | 0.07 | Nil | 8550 |
| 2. | Ms. Sheetal Bangur | 06/04/2012 | Executive Director | 00003541 | 8 | 2 | 11 | 115.84 | Nil | Nil | Nil |
| 3. | Mr. Yogesh Bangur | 31/03/2015 | Executive Director | 02018075 | 8 | 5 | 12 | 155.77 | Nil | Nil | 11875 |
| 4. | Mr. Ashwini Kumar Singh | 15/05/2010 | Non Executive Director | 00012256 | 8 | 6 | 16 | Nil | 0.06 | Nil | 4 |
| 5. | Mr. Amit Mehta | 16/01/2023 | Non Executive Director | 01197047 | 8 | 5 | 6 | Nil | 0.05 | Nil | 26855 |
| 6. | Mr. Bhaskar Banerjee | 26/03/2018 | Independent Director | 00013612 | 8 | 6 | 7 | Nil | 0.06 | Nil | Nil |
| 7. | Mr. Ramavtar Holani | 23/04/2022 | Independent Director | 08331417 | 8 | 1 | 4 | Nil | 0.01 | Nil | Nil |

**Details of change in composition of the Board during the current year and previous financial year.**

| Sl. No. | Name of Director | Capacity | Nature of Change (Resignation/ Appointment/Cessation) | Effective Date |
|---|---|---|---|---|
| 1. | Mr. Ramavtar Holani | Independent Director | Re-Appointment | 23.04.2022 |
| 2. | Mr. Amit Mehta | Non Executive Director | Appointment | 16.01.2023 |
| 3. | Mr. Bhasker Banerjee | Independent Director | Re-Appointment | 26.03.2023 |

**Detailed Reason for the resignation of Independent Director**

No Independent Director has resigned from the Company during the Financial Year 2023-24.

**Disclosure of relationship between directors inter-se**

None of the Directors are related to each other except Mr. Lakshmi Niwas Bangur, Ms. Sheetal Bangur and Mr. Yogesh Bangur

| Name of the Directors | Relationship between directors |
|---|---|
| Mr. Lakshmi Niwas Bangur | Father of Ms. Sheetal Bangur and Mr. Yogesh Bangur |
| Ms. Sheetal Bangur | Daughter of Mr. Lakshmi Niwas Bangur and Sister of Mr. Yogesh Bangur |
| Mr. Yogesh Bangur | Son of Mr. Lakshmi Niwas Bangur and Brother of Ms. Sheetal Bangur |

**2. Committees of the Board and their Composition**

The Board constituted various committees to function in specific areas and to take informed decisions within delegated powers. Each committee exercises its functions within the scope and area as defined in its constitutional guidelines. With a view to have a more focused attention on business and for better governance and accountability and as per requirement of various provisions of the Companies Act, 2013 and relevant Master Directions and Regulations issued by Reserve Bank of India from time to time the Board has constituted the following Committees:

a) Audit Committee
b) Nomination and Remuneration Committee
c) Corporate Social Responsibility Committee
d) Asset Liability Management Committee
e) Risk Management Committee
f) Loan and Investment Committee
g) Grievance Redressal Committee
h) IT Strategy Committee
i) IT Steering Committee

**a) Audit Committee**

The Audit Committee acts as a link between the statutory and internal auditors and the Board of Directors. The primary objective of the Committee is to monitor and provide effective supervision of the financial reporting process to ensure reliability and timeliness of disclosures while ensuring integrity and quality of the reports.

**Terms of Reference:**

i. the recommendation for appointment, remuneration and terms of appointment of auditors of the company.
ii. review and monitor the auditor's independence and performance, and effectiveness of audit process.
iii. Examination of the financial statement and the auditors' report thereon.
iv. Approval or any subsequent modification of transactions of the Company with related parties.
v. Scrutiny of inter-corporate loans and investments.
vi. Valuation of undertakings or assets of the Company, wherever it is necessary.
vii. Evaluation of internal financial controls and risk management system.
viii. Monitoring the end use of funds raised through public offers and related matters.
ix. To approve rendering of services by the statutory auditors other than those expressly barred under section 144 of the Companies Act, 2013 and remuneration for the same.
x. To formulate the scope, functioning, periodicity and methodology for conducting the internal audit.
xi. To carry out such other business as may be required by applicable law or considered appropriate in view of the general terms of reference and purpose of the Audit Committee.

**Meetings of Committee**

The Audit Committee met 4 (Four) times on 17th May, 2023, 27th July, 2023, 9th November, 2023 and 16th January, 2024 during the year under review.

Composition of the Audit Committee as on March 31, 2024 and summarized details of number of meetings held and attended by the members (who are part of the committee at the end of the financial year) during the year are as given below:

| Sl No. | Name of the Directors | Member of Committee since | Capacity (i.e. Executive/ Non-Executive/Chairman/ Promoter nominee/ Independent) | No. of meetings of the Committee | | No. of shares held |
|---|---|---|---|---|---|---|
| | | | | Held | Attended | |
| 1. | Mr. Lakshmi Niwas Bangur | 22.03.2012 | Chairman | 4 | 4 | 9800 |
| 2. | Mr. Bhaskar Banerjee | 15.05.2018 | Independent Director | 4 | 4 | Nil |
| 3. | Mr. Ramavtar Holani | 28.05.2022 | Independent Director | 4 | 0 | Nil |

**b) Nomination and Remuneration Committee:**

The main objective of the Nomination & Remuneration Committee is:

a) To set criteria for determining qualifications, positive attributes and independence of a director, and remuneration of the Executives.

b) To enable the Company to attract, retain and motivate highly qualified members for the Board and other executive level to run the Company successfully.

c) To enable the Company to provide a well-balanced and performance-related compensation package, taking into account shareholder interests, industry standards and relevant Indian corporate regulations.

d) To ensure that the interests of Board members & senior executives are aligned with the business strategy and risk tolerance, objectives, values and long-term interests of the company and will be consistent with the “pay-for-performance” principle.

e) To ensure that remuneration to directors, KMP and senior management employees of the Company involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.

**Terms of reference:**

1. To formulate criteria for:
   a. determining qualifications, positive attributes and independence of a director,
   b. evaluation of independent directors and the Board.
2. To devise the following policies on:
   a. remuneration including any compensation related payments of the directors, key managerial personnel and other employees and recommend the same to the board of the Company.
   b. board diversity laying out an optimum mix of executive, independent and non-independent directors keeping in mind the needs of the Company.
3. To identify persons who are qualified to:
   a. become directors in accordance with the criteria laid down, and recommend to the Board the appointment and removal of directors.
   b. be appointed in senior management in accordance with the policies of the Company and recommend their appointment.
4. To discuss, approve the appointment, reappointment of executive directors, managing directors and also to fix their remuneration packages and designations.
5. To carry out evaluation of the performance of every director of the Company.
6. To express opinion to the Board that a director possesses the requisite qualification(s) for the practice of the profession in case the services to be rendered by a director are of professional nature.
7. To carry out such other business as may be required by applicable law or considered appropriate in view of the general terms of reference and purpose of the Nomination and Remuneration Committee.

**Meetings of Committee**

During the year under review, the Committee met 2 (two) times on 17th May, 2023 and 9th September, 2023.

Composition of the Nomination and Remuneration Committee as on March 31, 2024 and summarized details of number of meetings held and attended by the members (who are part of the committee at the end of the financial year) during the year are as given below:

| Sl No. | Name of the Directors | Member of Committee since | Capacity (i.e. Executive/ Non-Executive/Chairman/ Promoter nominee/ Independent) | No. of meetings of the Committee | | No. of shares held |
|---|---|---|---|---|---|---|
| | | | | Held | Attended | |
| 1. | Mr. Lakshmi Niwas Bangur | 30.03.2012 | Chairman | 2 | 2 | 9800 |
| 2. | Mr. Bhaskar Banerjee | 15.05.2018 | Independent Director | 2 | 2 | Nil |
| 3. | Mr. Ramavtar Holani | 28.05.2022 | Independent Director | 2 | 0 | Nil |

**c) Corporate Social Responsibility (CSR) Committee**

The Company has constituted a CSR Committee as required under Section 135 of the Companies Act, 2013. The Committee has overall responsibility for: (i) identifying the areas of CSR activities; (ii) recommending the amount of expenditure to be incurred on the identified CSR activities; (iii) implementing and monitoring the CSR policy from time to time; and (iv) coordinating with Company or such other agency in implementing programs and executing initiatives as per CSR policy of the Company. The purpose and responsibilities of the Committee shall include such other items/matters prescribed under applicable law or prescribed by the Board in compliance with applicable law from time to time.

The Committee is also responsible for reporting progress of various initiatives and in making appropriate disclosures on a periodic basis.

**Terms of Reference:**

Some of the important terms of reference of the Committee are as follows:

a) Formulate, monitor and recommend to the Board the CSR Policy including the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013;

b) Recommend the amount of expenditure to be incurred on the activities undertaken;

c) Monitor the implementation of the framework of Corporate Social Responsibility Policy;

d) Evaluate the social impact of the Company’s CSR Activities;

e) Review the Company’s disclosure of CSR matters;

f) Submit a report on CSR matters to the Board at such intervals and in such format as may be prescribed;

g) Consider other functions, as defined by the Board or as may be stipulated under any law, rule or regulation including Corporate Social Responsibility Voluntary Guidelines, 2009 and the Companies Act, 2013.

**Meetings of Committee**

During the year under review, the Committee met on 17th May, 2023, 27th July, 2023, 9th November, 2023 and 16th January, 2024.

Composition of the Corporate Social Responsibility Committee as on March 31, 2024 and summarized details of number of meetings held and attended by the members (who are part of the committee at the end of the financial year) during the year are as given below:

| Sl No. | Name of the Directors | Member of Committee since | Capacity (i.e. Executive/ Non-Executive/Chairman/ Promoter nominee/ Independent) | No. of meetings of the Committee | | No. of shares held |
|---|---|---|---|---|---|---|
| | | | | Held | Attended | |
| 1. | Mr. Lakshmi Niwas Bangur | 28.05.2014 | Chairman | 4 | 4 | 9800 |
| 2. | Mr. Bhaskar Banerjee | 15.05.2018 | Independent Director | 4 | 4 | Nil |
| 3. | Mr. Ashwini Kumar Singh | 28.05.2014 | Non-Executive Director | 4 | 4 | 4 |

d) **Asset Liability Management Committee**

The Company has constituted an Asset Liability Management Committee (ALCO) in accordance with the Master Direction & Guidelines issued by the Reserve Bank of India. The Committee shall oversee the asset liability position, interest rate risk, liquidity and funds management and investment portfolio functions of the Company. The Committee shall oversee the implementation of the Asset Liability Management system and review its functioning periodically.

**Meetings of Committee**

During the year under review, the Committee met 4(four) times viz., on 16th May, 2023, 26th July, 2023, 8th November, 2023 and 13th January, 2024.

Composition of the Asset Liability Management Committee as on March 31, 2024 and summarized details of number of meetings held and attended by the members (who are part of the committee at the end of the financial year) during the year are as given below:

| Sl No. | Name of the Directors | Member of Committee since | Capacity (i.e. Executive/ Non-Executive/Chairman/ Promoter nominee/ Independent) | No. of meetings of the Committee | | No. of shares held |
|---|---|---|---|---|---|---|
| | | | | Held | Attended | |
| 1. | Mr. Lakshmi Niwas Bangur | 06.04.2012 | Non- Executive Director | 4 | 4 | 9800 |
| 2. | Mr. Ashwini Kumar Singh | 06.04.2012 | Non -Executive Director | 4 | 4 | 4 |
| 3. | Mr. Bhaskar Banerjee | 15.05.2018 | Independent Director | 4 | 4 | Nil |

e) **Risk Management Committee**

The Company has constituted a Risk Management Committee in accordance with the Master Direction & Guidelines issued by the Reserve Bank of India. The Committee shall oversee the responsibilities with regard to the identification, evaluation and mitigation of operational, strategic and external environment risks. The Committee has overall responsibility for monitoring and approving the risk policies and associated practices of the Company.

**Meetings of Committee**

During the year under review, the Committee met 4(four) times viz., on 16th May, 2023, 26th July, 2023, 8th November, 2023 and 13th January, 2024.

Composition of the Risk Management Committee as on March 31, 2024 and summarized details of number of meetings held and attended by the members (who are part of the committee at the end of the financial year) during the year are as given below:

| Sl No. | Name of the Directors | Member of Committee since | Capacity (i.e. Executive/ Non-Executive/Chairman/ Promoter nominee/ Independent) | No. of meetings of the Committee | | No. of shares held |
|---|---|---|---|---|---|---|
| | | | | Held | Attended | |
| 1. | Mr. Lakshmi Niwas Bangur | 06.04.2012 | Chairman | 4 | 4 | 9800 |
| 2. | Mr. Ashwini Kumar Singh | 06.04.2012 | Non-Executive Director | 4 | 4 | 4 |
| 3. | Mr. Bhaskar Banerjee | 15.05.2018 | Independent Director | 4 | 4 | Nil |

f) **Loan and Investment Committee**

The Company has constituted a Loan and Investment Committee in accordance with the Master Direction & Guidelines issued by the Reserve Bank of India. The Committee shall oversee the Investment made, to minimize the loss and to prevent from any slippage in the quality of assets. The Committee reviews the Loan & Investment Policy of the Company from time to time.

**Meetings of Committee**

During the year under review, the Committee met 4 (four) times viz., on 16th May, 2023, 26th July, 2023, 8th November, 2023 and 13th January, 2024.

Composition of the Loan and Investment Committee as on March 31, 2024 and summarized details of number of meetings held and attended by the members (who are part of the committee at the end of the financial year) during the year are as given below:

| Sl No. | Name of the Directors | Member of Committee since | Capacity (i.e. Executive/ Non-Executive/Chairman/ Promoter nominee/ Independent) | No. of meetings of the Committee | | No. of shares held |
|---|---|---|---|---|---|---|
| | | | | Held | Attended | |
| 1. | Mr. Lakshmi Niwas Bangur | 06.04.2012 | Chairman | 4 | 4 | 9800 |
| 2. | Mr. Ashwini Kumar Singh | 06.04.2012 | Non-Executive Director | 4 | 4 | 4 |
| 3. | Mr. Bhaskar Banerjee | 15.05.2018 | Independent Director | 4 | 4 | Nil |

**g) Grievance Redressal Committee**

The Company has constituted a Grievance Redressal Committee in accordance with the Master Direction & Guidelines issued by the Reserve Bank of India. The Committee shall oversee to redress the complaints and grievances of the borrowers and to enable the Company to serve them better.

**Meetings of Committee**

During the year under review, the Committee met 4(four) times viz., on 16th May, 2023, 26th July, 2023, 8th November, 2023 and 13th January, 2024.

Composition of the Grievance Redressal Committee as on March 31, 2024 and summarized details of number of meetings held and attended by the members (who are part of the committee at the end of the financial year) during the year are as given below:

| Sl No. | Name of the Directors | Member of Committee since | Capacity (i.e. Executive/ Non-Executive/Chairman/ Promoter nominee/ Independent) | No. of meetings of the Committee | | No. of shares held |
|---|---|---|---|---|---|---|
| | | | | Held | Attended | |
| 1. | Mr. Lakshmi Niwas Bangur | 06.04.2012 | Chairman | 4 | 4 | 9800 |
| 2. | Mr. Ashwini Kumar Singh | 06.04.2012 | Non-Executive Director | 4 | 4 | 4 |
| 3. | Mr. Bhaskar Banerjee | 15.05.2018 | Independent Director | 4 | 4 | Nil |

**h) IT Strategy Committee**

The Company has constituted an IT Strategy Committee in accordance with the Master Direction – Information Technology Framework for the NBFC Sector ("RBI Directions") issued by the Reserve Bank of India (RBI) vide its notification no. Master Direction DNBS.PPD.No.04/66.15.001/2016-17 dated June 08, 2017. The Committee shall provide input to other Board committees and Senior Management regarding IT Strategies and its implementation. The Committee shall review the IT strategies in line with the corporate strategies, policy documents, cyber security arrangements and any other matter related to IT Governance.

**Meetings of Committee**

During the year under review, the Committee met 3(three) times viz., on 16th May, 2023, 8th November 2023 and 13th January, 2024.

Composition of the IT Strategy Committee as on March 31, 2024 and summarized details of number of meetings held and attended by the members (who are part of the committee at the end of the financial year) during the year are as given below:

| Sl No. | Name of the Directors | Member of Committee since | Capacity (i.e. Executive/ Non-Executive/Chairman/ Promoter nominee/ Independent) | No. of meetings of the Committee | | No. of shares held |
|---|---|---|---|---|---|---|
| | | | | Held | Attended | |
| 1. | Mr. Bhaskar Banerjee | 15.05.2018 | Independent Director | 3 | 3 | Nil |
| 2. | Mr. Sandeep Raman | 26.10.2019 | Chief Information Officer | 3 | 0 | Nil |
| 3. | Mr. Dipak Francis | 15.05.2018 | Technology Officer | 3 | 3 | Nil |

**i) IT Steering Committee**

The Company has constituted an IT Steering Committee in accordance with the Master Direction – Information Technology Framework for the NBFC Sector ("RBI Directions") issued by the Reserve Bank of India (RBI) vide its notification no. Master Direction DNBS.PPD.No.04/66.15.001/2016-17 dated June 08, 2017. The Committee shall provide oversight and monitoring of the progress of IT project, including deliverables to be realized at each phase of the project and milestones to be reached according to the project timetable and carry out priority setting, resource allocation and project tracking

**Meetings of Committee**

During the year under review, the Committee met on 8th November, 2023.

Composition of the IT Steering Committee as on March 31, 2024 and summarized details of number of meetings held and attended by the members (who are part of the committee at the end of the financial year) during the year are as given below:

| Sl No. | Name of the Directors | Member of Committee since | Capacity (i.e. Executive/ Non-Executive/Chairman/ Promoter nominee/ Independent) | No. of meetings of the Committee | | No. of shares held |
|---|---|---|---|---|---|---|
| | | | | Held | Attended | |
| 1. | Mr. Bhaskar Banerjee | 15.05.2018 | Independent Director | 1 | 1 | Nil |
| 2. | Mr. Sandeep Raman | 26.10.2019 | Chief Information Officer | 1 | 0 | Nil |
| 3. | Mr. Dipak Francis | 15.05.2018 | Technology Officer | 1 | 1 | Nil |

**3. General Body Meetings**

During the year under review, one meetings of shareholders of the Company held as given under:

Type of Meeting (Annual/Extra-Ordinary) : Annual General Meeting

Date and Place : 30th September 2023, 7, Munshi Premchand Sarani, Hastings, Kolkata - 700 022

Special Resolutions passed :

1. Renewal of previous approval of issuance of Non- Convertible Debentures on Private Placement basis.
2. Reclassification of certain members of Promoter & Promoter Group to Public Category

**4. Details of non-compliance with requirements of Companies Act, 2013**

There is no instances of non-compliance with the requirements of Companies Act, 2013, during the financial year 2023-24.

**5. Details of penalties and strictures**

No penalties and strictures have been imposed on the Company by the Reserve Bank or any other statutory authority during the financial year 2023-24.

**B. Breach of covenant**

There are no instances of breach of covenants of loan availed by the company or debt securities issued by the company, during the financial year 2023-24.

**C. Divergence in Asset Classification and Provisioning**

| | |
|---|---|
| a. Additional provisioning requirements assessed by RBI (or National Housing Bank (NHB) in the case of Housing Finance Companies) exceeds 5 percent of the reported profits before tax and impairment loss on financial instruments for the reference period or | Nil |
| b. The additional Gross NPAs identified by RBI/NHB exceeds 5 per cent of the reported Gross NPAs for the reference period | Nil |

**For and on behalf of the Board of Directors**
**For Placid Limited**

**Lakshmi Niwas Bangur**
**Chairman**
**(DIN: 00012617)**

**Place : Kolkata**
**Date : May 14, 2024**

# INDEPENDENT AUDITORS' REPORT

To The Members of **PLACID LIMITED**

**Report on the Audit of the standalone Financial Statements**

**Opinion**

We have audited the accompanying standalone financial statements of **Placid Limited** (the 'Company') **CIN – U74140WB1946PLC014233** which comprise the Balance Sheet as at **31st March, 2024**, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the 'Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards ('Ind AS') specified under section 133 of the Act, of the state of affairs (financial position ) of the Company as at March 31, 2024, and its profit (financial performance including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

**Basis for Opinion**

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). 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 independence requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

**Key Audit Matters**

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

**Principal Audit Procedures**

We have performed the following audit procedures in order to obtain sufficient audit evidence:

- Evaluated the design of internal controls and tested the operating effectiveness of key internal controls around the process of preparation of Financial Statements,
- Reviewed the exemptions availed by the Company from certain requirements under Ind AS,
- Obtained an understanding of the governance over the determination of key judgments,
- Evaluated and tested the key assumptions and judgments adopted by management,
- Assessed the disclosures made against the relevant Ind AS, and
- Determined the appropriateness of the methodologies and models used along with the responsibility of the outputs.

**Information other than the standalone Financial Statement and Auditor's Report thereon**

The Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditors' report thereon.

Our opinion on the 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 standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

**Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements**

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

In preparing the standalone financial statement, management 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.

**Auditor's Responsibility 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 the 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 the users taken on the basis of these standalone financial statements.

As a part of an audit in accordance with SAs, we exercise professional judgement and maintain professional scepticism 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 to 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 upto 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 presentations, 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.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

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 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 disclosures about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

**Report on Other Legal and Regulatory Requirements**

1. As As required by the Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of section 143(11) of the Act, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by Section 143 (3) of the Act, we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   (c) The standalone financial statements dealt with by this report are in agreement with the books of account.

   (d) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act.

   (e) On the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.

   (f) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in 'Annexure B'.

   (g) In our opinion, the managerial remuneration for the year ended 31 March 2024 has been paid/provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;

   (h) 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 litigation and its impact on financial position in the standalone financial statement. Refer to Note 28 to 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.

      (iii) There were no amounts which were 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, no funds (which are material either individually or in the aggregate) 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 person or entity, including foreign entity ("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, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("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;

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

(v) The Company has not declared or paid any dividend during the year.

(vi) Based on our examination, which included test checks, the Company has used accounting softwares for maintaining its books of account for the financial year ended March 31, 2024 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 softwares. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31, 2024.

**For Mandawewala & Co.**
**Chartered Accountants**
**Firm Regn. No. : 322130E**

**(HEMANT AGARWAL)**
**Partner**
**Membership No. 313439**
**UDIN : 24313439BKHLVA1086**

Place : Kolkata
Dated : 14/05/2024

## ANNEXURE – A TO AUDITORS' REPORT

**Annexure- "A" to the Independent Auditor's Report on the Standalone financial Statements of Placid Limited for the year ended March 31, 2024.**

1) a) (A) The Company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant & Equipment.

(B) The Company does not have any Intangible Assets as on the Balance Sheet date.

b) The Company has a regular programme of physical verification of its PPE by which all PPE are verified in a phased manner. In our opinion, this periodicity of physical verification is reasonable having regard to the size of company and the nature of its assets. No materials 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 immovable properties are held in the name of the Company except Investment in Plot of Land at Jaipur worth ₹ 500.51 Lacs which is yet to be registered in the name of the company. Details of which is given below:

| Description of property | Gross carrying value (Rs. in lakhs) | Held in name of | Whether promoter, director or their relative or employee | Period held | Reason for not being held in name of company |
|---|---|---|---|---|---|
| Investment Property-Land | 500.51 | Shri Govind Kripa Buildmart Pvt. Ltd. | No | Since 03-08-2013 | Jaipur Development Authority has to set up a camp for issuance of PATTA against requisite fee. |

d) The Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year.

e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2024 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

2) a) According to the information and explanations given to us the Company does not have any Inventory. Therefore, the provisions of Clause 3(ii)(a) of the order is not applicable to the Company.

b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, at any point of time during the year, from banks or financial institutions on the basis of security of current assets. Therefore, the provision of Clause 3(ii)(b) of the Order is not applicable to the Company.

3) In respect of the Investments in, provision of guarantee or security & granting of loans or advances in the nature of loans, secured or unsecured, by the Company to Companies, Firms, Limited Liability Partnership or other parties -

a) The Company is in the principal business of giving loans. Therefore Clause 3(iii)(a) of the Order is not applicable to the Company.

b) In our opinion, the investments made, guarantees provided, security given (if any) and terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not , prima facie, prejudicial to the Company's interests.

c) In our opinion and according to the information and explanations given to us, with respect to loans granted by the Company, where the schedule of repayment of principal and payment of interest has been stipulated, the repayments of principal amounts and receipts of interest have generally been regular. In the case of loans repayable on demand, the payment of interest has been stipulated, and the receipts of interest have also generally been regular. We report that the schedules of repayment are regular, except for certain instances detailed below:

**Overdue outstanding as on March 31, 2024**

| Particulars – Days past due | Total amount due (₹ in lakhs) | No. of Cases |
|---|---|---|
| More than 3 months overdue | 1645.49 | 6 |
| Total | 1645.49 | 6 |

d) The total amount which is overdue for more than 90 days as at 31 March 2024 in respect of loans or advances in the nature of loans granted to such companies, firms, LLPs or other parties is as follows:

| Particulars | Amount (₹ in lakhs) | No. of Cases | Remarks, if any |
|---|---|---|---|
| Principal | 1645.49 | 6 | Out of the loans amounting to Rs.1645.49 lakhs, loans amounting to Rs.305.24 lakhs have been classified as 'doubtful assets,' and the company has made a 100% provision for these loans. The remaining balance of Rs.1340.25 lakhs has been classified as 'sub-standard assets,' with a 10% provision created by the company. This classification and provisioning are in accordance with the applicable regulatory guidelines and company policies. |
| Interest | - | - | - |
| **Total** | 1645.49 | 6 | - |

Reasonable steps have been taken by the Company for recovery of such principal amounts and interest.

e) The Company is in the principal business of giving loans. Therefore Clause 3(iii)(e) of the Order is not applicable to the Company.

f) The Company has granted loans repayable on demand amounting to Rs. 26,560.20 lakhs, which constitutes 77.48% of the total loans or advances in the nature of loans granted by the Company. Loans repayable on demand of Rs. 26,560.20 lakhs have been granted to related parties as defined in clause (76) of Section 2 of the Companies Act, 2013.

4) In our opinion and according to the information and explanation given to us, the Company has complied with the provisions of section 185 and 186 of the Companies Act, 2013, in respect of Loans, Investments, Guarantees and Security.

5) According to the information and explanations given to us, the Company has not accepted any deposit from the public and hence the directives issued by the Reserve Bank of India and the provisions of section 73, 74, 75 & 76 of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable. Therefore, Clause 3(v) of the CARO 2020 is not applicable to the Company.

6) The Central Government of India has not prescribed the maintenance of cost records under sub section (1) of section 148 of the Companies Act, 2013 for any of the products of the company.

7) a) In our opinion, the company has generally been regular in depositing with appropriate authorities undisputed statutory dues including Goods and Services Tax, provident fund, income tax, sales tax, service tax, duty of custom, duty of excise, value added tax, cess and other material statutory dues applicable to it. According to the information and explanations given to us, no undisputed amounts payable in respects of the aforesaid dues were outstanding, as at 31st March, 2024 for a period of more than six months from the date they became payable.

b) Details of dues of Income Tax, Sales Tax, duty of Custom, Wealth Tax, Service Tax, duty of Excise, Value Added Tax and Cess, which have not been deposited as on 31st March, 2024 on account of dispute are given below:

| Name of the statute | Nature of dues | Amount (Rs. in lacs) | Period to which the amount relates | Forum where dispute is pending |
|---|---|---|---|---|
| Income Tax Act, 1961 | Income tax | 5.36 (Rs.1.55 paid under protest) | 1989-1990 & 1990-1991 | - |
| Income Tax Act, 1961 | Income tax | 0.54 | 2008-2009 | CIT Appeal |
| Income Tax Act, 1961 | Income tax | 47.75 | 2013-2014 | - |
| Central sales Tax Act, 1956 | Central Sales Tax | 4.25 | 1987-88 to 1991-92 | Addl. Appellate Assistant Comm. (CT) |
| **Pursuant to merger of Digvijay Investment Limited vide High Court order dated 29th February, 2012** | | | | |
| Income Tax Act, 1961 | Income tax | 24.84 | 2006-2007 | Appellate Tribunal |
| Income Tax Act, 1961 | Income tax | 9.94 | 2008-2009 | CIT ( Appeal)-1 |
| Income Tax Act, 1961 | Income tax | 12.12 | 2009-2010 | Appellate Tribunal |
| Income Tax Act, 1961 | Income tax | 41.24 | 2010-2011 | CIT ( Appeal)-1 |

8) There were no transactions relating to previously 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).

9) a) According to the records of the company examined by us and the information and explanations given to us, we are of the opinion that the company has not defaulted in repayment of loans or other borrowings or payment of interest thereon to any lender.

b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

c) According to the information and explanations given to us, term loans were applied for the purpose for which the loans were obtained.

d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

e) According to the records of the company examined by us and the information and explanations given to us, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

f) According to the records of the company examined by us and the information and explanations given to us, the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies

10) a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

b) According to the information and explanations given to us by the management, the company has not made any preferential allotment or private placement of shares or fully or partly or optionally convertible debentures during the year under review. Accordingly, the provisions of Clause 3(x)(b) of the Order are not applicable to the Company.

11) a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

c) We have not received any whistle-blower complaints during the year and hence, reporting under Clause 3(xi)(c) of the order is not applicable to the Company.

12) The Company is not a Nidhi Company. Therefore, the provisions of clause 3(xii) of the Order are not applicable to the Company.

13) According to the information and explanations given to us and based on our examination of records of the Company, transactions with the related parties are in compliance with Section 177 and 188 of companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements, as required by the applicable accounting standards.

14) a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

15) In our opinion during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors. and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

16) a) According to the audit procedures performed and the information and explanation given to us by the management, the company is registered under Section 45-IA of the Reserve Bank of India Act, 1934.

b) According to the audit procedures performed and the information and explanation given to us by the management, the Company has performed Non-Banking Financial Activities during the year having a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.

c) According to the audit procedures performed and the information and explanation given to us by the management, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India and hence, clause 3(xvi)(c) of the order is not applicable to the Company.

d) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

17) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

18) There has been no resignation of the statutory auditors of the Company during the year.

19) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

20) a) According to the information and explanations given to us and based on our examination of records of the Company ,there are no amounts which are required to be transferred to a Fund specified in Schedule VII to the Companies Act within a period of six months of the expiry of the financial year in compliance with second proviso to sub-section (5) of section 135 of the said Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the Company.

b) There are no unspent amounts towards Corporate Social Responsibility (CSR) pursuant to any ongoing projects requiring a transfer to a Fund specified to the Companies Act in compliance with provision of (6) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx)(b) of the Order is not applicable for the year.

**For Mandawewala & Co.**
**Chartered Accountants**
**Firm Regn. No. : 322130E**

**(HEMANT AGARWAL)**
**Partner**
**Membership No. 313439**
**UDIN : 24313439BKHLVA1086**

Place : Kolkata
Dated : 14/05/2024

# ANNEXURE - B TO THE AUDITOR'S REPORT

Report on the Internal Financial Controls with reference to the aforesaid standalone Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to standalone financial statements of **PLACID LIMITED** ("the Company") **CIN – U74140WB1946PLC014233,** as of 31 March 2024 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 Companies Act, 2013.

**Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing specified under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to standalone financial statements 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 control with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial control with reference to standalone financial statements included obtaining an understanding of internal financial control with reference to standalone financial statements, 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 audit opinion on the Company's internal financial control with reference to standalone financial statements.

**Meaning of Internal Financial Controls With reference to standalone financial statements**

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

**Inherent Limitations of Internal Financial Controls With reference to standalone financial statements**

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

**Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial control with reference to standalone financial statements and such internal financial control with reference to standalone financial statements were operating effectively as at 31 March 2024, 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.

**For Mandawewala & Co.**
**Chartered Accountants**
**Firm Regn. No. : 322130E**

**(HEMANT AGARWAL)**
**Partner**
**Membership No. 313439**
**UDIN : 24313439BKHLVA1086**

Place : Kolkata
Dated : 14/05/2024

## BALANCE SHEET AS AT 31 MARCH 2024

(All amounts in ₹ lakhs, unless otherwise stated)

| Particulars | Note | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|---|
| **ASSETS** | | | |
| **Financial Assets** | | | |
| (a) Cash and cash equivalents | 3 | 1,638.70 | 262.01 |
| (b) Bank balances other than (a) above | 3(a) | 10.00 | - |
| (c) Loans | 4 | 29,634.19 | 17,805.36 |
| (d) Investments | 5 | 69,975.61 | 75,829.22 |
| (e) Other financial assets | 6 | 310.14 | 102.03 |
| | | **101,568.64** | **93,998.62** |
| **Non-financial Assets** | | | |
| (a) Current tax assets (Net) | 25 | 719.22 | 656.41 |
| (b) Investment Property | 7a | 2,146.88 | 2,231.21 |
| (c) Property, plant and equipment | 7 | 450.15 | 523.68 |
| (d) Other non-financial assets | 8 | 1,020.20 | 728.03 |
| | | **4,336.45** | **4,139.33** |
| **Total Assets** | | **105,905.09** | **98,137.95** |
| **LIABILITIES AND EQUITY** | | | |
| **LIABILITIES** | | | |
| **Financial Liabilities** | | | |
| (a) Borrowings (other than debt securities) | 9 | 20,696.73 | 25,994.38 |
| (b) Other financial liabilities | 10 | 294.63 | 462.69 |
| | | **20,991.36** | **26,457.07** |
| **Non-Financial Liabilities** | | | |
| (a) Current tax liabilities (net) | 25 | 145.00 | 0.00 |
| (b) Provisions | 11 | 128.67 | 101.79 |
| (c) Deferred tax liabilities (net) | 12 | 983.48 | 1,313.25 |
| (d) Other non-financial liabilities | 13 | 75.82 | 73.96 |
| | | **1,332.97** | **1,489.00** |
| **Equity** | | | |
| (a) Equity share capital | 14 | 537.09 | 537.09 |
| (b) Other equity | 15 | 83,043.67 | 69,654.79 |
| | | **83,580.76** | **70,191.88** |
| **Total Liabilities and Equity** | | **105,905.09** | **98,137.95** |

**Notes 1 - 44 form an integral part of these standalone financial statements**

This is the Balance Sheet referred to in our report of even date.

**For Mandawewala & Co.**
**Chartered Accountants**
**Firm Regn. No. 322130E**

**(HEMANT AGARWAL)**
**Partner**
**M. No. 313439**

**Place : Kolkata**
**Dated : 14/05/2024**

**For and on behalf of the Board of Directors**
**Placid Limited**

**Lakshmi Niwas Bangur**
Director
(DIN : 00012617)
Place : Kolkata

**Sheetal Bangur**
Managing Director
(DIN : 00003541)
Place : Hyderabad

**Yogesh Bangur**
Joint Managing Director
(DIN : 02018075)
Place : Kolkata

**Atul Krishna Tiwari**
Company Secretary
Membership No. A48221
Place : Kolkata

# STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH, 2024

(All amounts in ₹ in lakhs, unless otherwise stated)

| Particulars | Note | Year ended March 31, 2024 | Year ended March 31, 2023 |
|---|---|---|---|
| **Revenue from operations** | | | |
| (a) Interest income | 16 | 1,795.19 | 3,015.16 |
| (b) Dividend income | 17 | 488.67 | 319.99 |
| (c) Net gain on fair value changes | 18 | 5,603.52 | 1,262.23 |
| | | **7,887.39** | **4,597.38** |
| **Other income** | 19 | 51.40 | 29.07 |
| **Total Income** | | **7,938.78** | **4,626.44** |
| **Expenses** | | | |
| (a) Finance costs | 20 | 2,148.03 | 1,770.01 |
| (b) Impairment on financial instruments | 21 | 500.70 | (20.98) |
| (c) Employee benefits expenses | 22 | 743.49 | 730.88 |
| (d) Depreciation | 23 | 221.08 | 118.99 |
| (e) Other expenses | 24 | 550.02 | 625.90 |
| **Total Expenses** | | **4,163.32** | **3,224.80** |
| **Profit before tax** | | **3,775.46** | **1,401.65** |
| Tax Expense: | 25 | | |
| (i) Current tax | | 145.00 | 120.00 |
| (ii) Deferred tax | | (931.83) | 43.99 |
| (iii) Taxation for earlier years | | (38.82) | - |
| **Profit for the year** | | **4,601.12** | **1,237.66** |
| **Other Comprehensive Income** | | | |
| (i) Items that will not be reclassified to profit or loss | | | |
| - Fair valuation of equity and preference instruments through other comprehensive income | | 9,387.82 | (355.37) |
| - Remeasurement of defined benefit plans | | 2.00 | 11.59 |
| (ii) Income tax relating to items that will not be reclassified to profit or loss | | 602.06 | (361.58) |
| **Total other comprehensive income** | | **8,787.76** | **17.80** |
| **Total comprehensive income for the year** | | **13,388.88** | **1,255.46** |
| **Earnings per equity share (Amount in ₹)** | 26 | | |
| Basic (₹) | | 856.68 | 230.44 |
| Diluted (₹) | | 856.68 | 230.44 |

**Notes 1 - 44 form an integral part of these standalone financial statements**

This is the Statement of Profit and Loss referred to in our report of even date.

**For Mandawewala & Co.**
**Chartered Accountants**
**Firm Regn. No. 322130E**

**(HEMANT AGARWAL)**
**Partner**
**M. No. 313439**

**Place : Kolkata**
**Dated : 14/05/2024**

**For and on behalf of the Board of Directors**
**Placid Limited**

**Lakshmi Niwas Bangur**
Director
(DIN : 00012617)
Place : Kolkata

**Sheetal Bangur**
Managing Director
(DIN : 00003541)
Place : Hyderabad

**Yogesh Bangur**
Joint Managing Director
(DIN : 02018075)
Place : Kolkata

**Atul Krishna Tiwari**
Company Secretary
Membership No. A48221
Place : Kolkata

**Statement of Changes in Equity for the year ended 31 March 2024**

(All amounts in ₹ lakhs, unless otherwise stated)

**A. Equity Share Capital**

| | As at 31 March 2024 | As at 31 March 2023 |
|---|---|---|
| Balance at the beginning of the reporting period | 537.09 | 537.09 |
| Changes in Equity Share Capital due to prior period errors | - | - |
| Restated balance at the beginning of the current reporting period | 537.09 | 537.09 |
| Changes in equity share capital during the year | - | - |
| Balance at the end of the reporting period | **537.09** | **537.09** |

**B. Other Equity**

| Particulars | Reserves and Surplus | | | | | | | Other Comprehensive Income | | Total |
|---|---|---|---|---|---|---|---|---|---|---|
| | General Reserve | Securities Premium | Capital Reserve | Capital Cancellation Reserve | Capital Redemption Reserve | Statutory Reserve | Retained Earnings | Fair Valuation of Equity Instruments through Other Comprehensive Income | Remeasurement of Defined Benefit Plans | |
| **Balance as in 01 April 2022** | **33,036.97** | **1,094.66** | **10,887.47** | **18.28** | **13.96** | **5,800.97** | **16,124.43** | **1,417.65** | **4.94** | **68,399.33** |
| Profits for the year | - | - | - | - | - | - | 1,237.66 | - | - | 1,237.66 |
| Prior Period Adjustments | - | - | - | - | - | - | - | - | - | - |
| Transferred to Securities Premium | - | - | - | - | - | - | - | - | - | - |
| Transferred to statutory reserves | - | - | - | - | - | 247.53 | (247.53) | - | - | - |
| Reclassification of gain on sale of FVOCI Equity Shares | - | - | - | - | - | - | (111.39) | 111.39 | - | - |
| Stock Option Outstanding Account | - | - | - | - | - | - | - | - | - | - |
| Items of other comprehensive income: | | | | | | | | | | |
| - Remeasurement of defined benefit plans | - | - | - | - | - | - | - | - | 11.59 | 11.59 |
| - Net fair value gain on investment in equity and preference instruments through OCI | - | - | - | - | - | - | - | (355.37) | - | (355.37) |
| - Tax impact | - | - | - | - | - | - | - | 364.50 | (2.92) | 361.58 |
| **Closing as in 31 March 2023** | **33,036.97** | **1,094.66** | **10,887.47** | **18.28** | **13.96** | **6,048.50** | **17,003.16** | **1,538.17** | **13.62** | **69,654.79** |

**Statement of Changes in Equity for the year ended 31 March 2024**
(All amounts in ₹ lakhs, unless otherwise stated)

**B. Other Equity (Contd.)**

| Particulars | Reserves and Surplus | | | | | | | Other Comprehensive Income | | Total |
|---|---|---|---|---|---|---|---|---|---|---|
| | General Reserve | Securities Premium | Capital Reserve | Capital Cancellation Reserve | Capital Redemption Reserve | Statutory Reserve | Retained Earnings | Fair Valuation of Equity Instruments through Other Comprehensive Income | Remeasurement of Defined Benefit Plans | |
| Profits for the year | - | - | - | - | - | - | 4,601.12 | - | - | 4,601.12 |
| Prior Period Adjustments | - | - | - | - | - | - | - | - | - | - |
| Transferred to Securities Premium | - | - | - | - | - | - | - | - | - | - |
| Transferred to statutory reserves | - | - | - | - | - | 920.22 | (920.22) | - | - | - |
| Reclassification of gain on sale of FVOCI Equity Shares | - | - | - | - | - | - | 6,107.69 | (6,107.69) | - | - |
| Stock Option Outstanding Account | - | - | - | - | - | - | - | - | - | - |
| Items of other comprehensive income: | | | | | | | | | | |
| - Remeasurement of defined benefit plans | - | - | - | - | - | - | - | - | 2.00 | 2.00 |
| - Net fair value gain on investment in equity and preference instruments through OCI | - | - | - | - | - | - | - | 9,387.82 | - | 9,387.82 |
| - Tax impact | - | - | - | - | - | - | - | (601.56) | (0.50) | (602.06) |
| **Closing as in 31 March 2024** | **33,036.97** | **1,094.66** | **10,887.47** | **18.28** | **13.96** | **6,968.72** | **26,791.74** | **4,216.75** | **15.12** | **83,043.67** |

Notes 1 - 44 form an integral part of these standalone financial statements

*Note: Unrealised part included in Retained Earnings as detailed below:-

| Particulars | Amount (Gross) | Tax Impact | Net Amount |
|---|---|---|---|
| on Venture Capital Fund | 781.93 | 196.80 | 585.13 |
| on Mutual Fund | 439.40 | 50.27 | 389.13 |
| Sub Hybrid Facility | 2,709.09 | - | 2,709.09 |
| Hybrid Facility | 403.49 | - | 403.49 |
| **Total** | **4,333.91** | **247.07** | **4,086.84** |

This is the Statement of Changes in Equity referred to in our report of even date.

**For Mandawewala & Co.**
**Chartered Accountants**
**Firm Regn. No. 322130E**

**(HEMANT AGARWAL)**
**Partner**
**M. No. 313439**

**Place : Kolkata**
**Dated : 14/05/2024**

**For and on behalf of the Board of Directors**
**Placid Limited**

**Lakshmi Niwas Bangur**
Director
(DIN : 00012617)
Place : Kolkata

**Sheetal Bangur**
Managing Director
(DIN : 00003541)
Place : Hyderabad

**Yogesh Bangur**
Joint Managing Director
(DIN : 02018075)
Place : Kolkata

**Atul Krishna Tiwari**
Company Secretary
Membership No. A48221
Place : Kolkata

# CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH, 2024

(All amounts in ₹ in lakhs, unless otherwise stated)

| Particulars | | Year ended March 31, 2024 | Year ended March 31, 2023 |
|---|---|---|---|
| **A. Cash flow from operating activities** | | | |
| Profit before tax | | 3,775.46 | 1,401.65 |
| Adjustment for : | | | |
| Net (gain)/loss on fair value changes | | (5,603.52) | (1,262.23) |
| Provisions for Gratuity | | 28.88 | 20.34 |
| Depreciation | | 221.08 | 118.99 |
| Impairment on financial instruments | | 500.70 | (20.98) |
| **Operating profit before working capital changes** | | (1,077.40) | 257.77 |
| **Adjustments for changes in working capital** | | | |
| Decrease/ (Increase) in loans | | (12,325.25) | 8,118.80 |
| Decrease/ (Increase) in other financial assets | | (208.11) | (58.68) |
| Decrease/ (Increase) in other non-financial assets | | (292.16) | (294.80) |
| Increase / (decrease) in other financial liabilities | | (168.05) | 303.73 |
| Increase/ (decrease) in other non-financial liabilities | | 1.86 | 12.71 |
| **Cash generated from operating activities** | | **(14,069.12)** | **8,339.51** |
| Income tax paid (net of refunds) | | 82.20 | (91.60) |
| **Net cash generated from operating activities** | **(A)** | **(13,986.92)** | **8,247.93** |
| **B. Cash flow from investing activities** | | | |
| Purchase (net of sales)of property, plant and equipments | | (63.22) | (1,926.46) |
| Change in Fixed Deposits | | (10.00) | - |
| Purchase of Investment Property | | - | (1,750.00) |
| Purchase of investments | | (18,682.88) | (20,430.54) |
| Sale of investments | | 39,417.35 | 6,501.80 |
| **Net cash generated from/(used in) investing activities** | **(B)** | **20,661.26** | **(17,605.20)** |
| **C. Cash flow from financing activities** | | | |
| Proceeds from Borrowings(Net) | | (5,297.65) | 8,956.17 |
| **Net cash generated from financing activities** | **(C)** | **(5,297.65)** | **8,956.17** |
| **Net increase/(decrease) in cash and cash equivalents** | **(A+B+C)** | **1,376.68** | **(401.10)** |
| Cash and cash equivalents as at beginning of the year | | 262.01 | 663.11 |
| Cash and cash equivalents as at end of the year | | **1,638.70** | **262.01** |

# CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH, 2024 (Contd.)

(All amounts in ₹ in lakhs, unless otherwise stated)

**Notes:**

(i) The above Consolidated Statement of Cash Flows has been prepared under the 'Indirect Method' as set out in Ind AS 7, "Statement of Cash Flows".

| | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| (ii) Cash and cash equivalents comprises of: | | |
| Balances with banks | | |
| - In current accounts | 436.62 | 260.13 |
| - Cash on hand | 2.08 | 1.88 |
| - In deposit account (with original maturity upto 3 months) | 1,200.00 | - |
| | **1,638.70** | **262.01** |

This is the Cash flow statement referred to in or report of even date.

**For Mandawewala & Co.**
**Chartered Accountants**
**Firm Regn. No. 322130E**

**(HEMANT AGARWAL)**
**Partner**
**M. No. 313439**

**Place : Kolkata**
**Dated : 14/05/2024**

**For and on behalf of the Board of Directors**
**Placid Limited**

**Lakshmi Niwas Bangur**
Director
(DIN : 00012617)
Place : Kolkata

**Sheetal Bangur**
Managing Director
(DIN : 00003541)
Place : Hyderabad

**Yogesh Bangur**
Joint Managing Director
(DIN : 02018075)
Place : Kolkata

**Atul Krishna Tiwari**
Company Secretary
Membership No. A48221
Place : Kolkata

## Summary of Material Accounting Policies and Other Explanatory Information

(All amounts in ₹ lakhs, unless otherwise stated)

**1 (a) Corporate Information**

Placid Limited ("the Company") is a public limited company domiciled in India and registered under the provisions of the Companies Act, 1956. The Company is a Non-Banking Financial Company, Non deposit taking, categorised as Middle Layer(NBFC-ND-ML) pursuant to Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023 and is registered with the Reserve Bank of India.

**(b) Basis of preparation of standalone financial statements**

These standalone financial statements has been prepared in accordance with Indian Accounting Standards notified under section 133 of the Companies Act 2013, read together with the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time ('Ind AS') along with other relevant provisions of the Act; Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023. The Guidance Note on Division III - Schedule III to the Companies Act. 2013 issued by the Institute of Chartered Accountants of India ("ICAI") has been followed insofar as they are not inconsistent with any of these Directions.

These standalone financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting except for certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies set out below. The accounting policies have been applied consistently over all the periods presented in these standalone financial statements.

**(c) Presentation of standalone financial statements**

The Company presents its balance sheet in order of liquidity. An analysis regarding recovery or settlement within 12 months after the reporting date (current) and more than 12 months after the reporting date (non–current) is presented in note 40.

Financial assets and financial liabilities are generally reported gross in the balance sheet. They are only offset and reported net when, in addition to having an unconditional legally enforceable right to offset the recognised amounts without being contingent on a future event, the parties also intend to settle on a net basis in all of the following circumstances:

- The normal course of business.
- The event of default.
- The event of insolvency or bankruptcy of the Company and/or its counterparties.

**(d) material accounting judgements, estimates and assumptions**

The preparation of the standalone financial statements requires management to make judgements, estimates and assumptions that affect the reported amount of revenues, expenses, assets and liabilities, and the accompanying disclosures, as well as the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

**Business model assessment**

Classification and measurement of financial assets depends on the results of the SPPI and the business model test. The Company determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgement reflecting all relevant evidence including how the performance of the assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed and how the managers of the assets are compensated. The Company monitors financial assets measured at amortised cost or fair value through other comprehensive income that are derecognised prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held. Monitoring is part of the Company's continuous assessment of whether the business model for which the remaining financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model and so a prospective change to the classification of those assets.

## Summary of Material Accounting Policies and Other Explanatory Information

(All amounts in ₹ lakhs, unless otherwise stated)

**Fair value of financial instruments**

The fair value of financial instruments is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions (i.e., an exit price) regardless of whether that price is directly observable or estimated using another valuation technique. When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be derived from active markets, they are determined using a variety of valuation techniques that include the use of valuation models. The inputs to these models are taken from observable markets where possible, but where this is not feasible, estimation is required in establishing fair values. Judgements and estimates include considerations of liquidity and model inputs related to items such as credit risk (both own and counterparty), funding value adjustments, correlation and volatility.

**Provisions and other contingent liabilities**

The Company operates in a regulatory and legal environment that, by nature, has a heightened element of litigation risk inherent to its operations. As a result, it is involved in various litigation, arbitration and regulatory investigations and proceedings in the ordinary course of the Company's business. When the Company can reliably measure the outflow of economic benefits in relation to a specific case and considers such outflows to be probable, the Company records a provision against the case. Where the probability of outflow is considered to be remote, or probable, but a reliable estimate cannot be made, a contingent liability is disclosed. Given the subjectivity and uncertainty of determining the probability and amount of losses, the Company takes into account a number of factors including legal advice, the stage of the matter and historical evidence from similar incidents. material judgement is required to conclude on these estimates.

### 2 Material Accounting Policies

### 2.01 Revenue recognition

**Interest income (Effective interest rate method)**

Under Ind AS 109 interest income is recorded using the effective interest rate (EIR) method for all financial instruments measured at amortised cost, debt instrument measured at FVOCI and debt instruments designated at FVTPL. The EIR is the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument or, when appropriate, a shorter period, to the net carrying amount of the financial asset. The EIR (and therefore, the amortised cost of the asset) is calculated by taking into account any discount or premium on acquisition, fees and costs that are an integral part of the EIR. The Company recognises interest income using a rate of return that represents the best estimate of a constant rate of return over the expected life of the loan. Hence, it recognises the effect of potentially different interest rates charged at various stages, and other characteristics of the product life cycle (including prepayments, penalty interest and charges). If expectations regarding the cash flows on the financial asset are revised for reasons other than credit risk. The adjustment is booked as a positive or negative adjustment to the carrying amount of the asset in the balance sheet with an increase or reduction in interest income. The adjustment is subsequently amortised through interest income in the statement of profit and loss.

The Company calculates interest income by applying the EIR to the gross carrying amount of financial assets other than credit-impaired assets net of upfront processing fees. When a financial asset becomes credit-impaired and is, therefore, regarded as 'Stage 3', the Company calculates interest income by applying the effective interest rate to the net amortised cost of the financial asset. If the financial assets cures and is no longer credit-impaired, the Company reverts to calculating interest income on a gross basis. For purchased or originated credit-impaired (POCI) financial assets, the Company calculates interest income by calculating the credit-adjusted EIR and applying that rate to the amortised cost of the asset. The credit-adjusted EIR is the interest rate that, at original recognition, discounts the estimated future cash flows (including credit losses) to the amortised cost of the POCI assets. Interest income on all trading assets and financial assets mandatorily required to be measured at FVTPL is recognised using the contractual interest rate in net gain on fair value changes.

**Dividend income**

Dividend income (including from FVOCI investments) is recognised when the Company's right to receive the payment is established, it is probable that the economic benefits associated with the dividend will flow to the entity and the amount of the dividend can be measured reliably.

**Trading income**

Trading income includes all gains and losses from changes in fair value and the related interest income or expense and dividends, for financial assets and financial liabilities held for trading.

**2.02 Financial instruments**

**Point of recognition**

Financial assets and liabilities, with the exception of loans, debt securities, deposits and borrowings are initially recognised on the trade date, i.e., the date that the Company becomes a party to the contractual provisions of the instrument. This includes regular way trades: purchases or sales of financial assets that require delivery of assets within the time frame generally established by regulation or convention in the market place. Loans are recognised when funds are transferred to the customers' account. The Company recognises debt securities, deposits and borrowings when funds reach the Company.

**Initial recognition**

The classification of financial instruments at initial recognition depends on their contractual terms and the business model for managing the instruments, as per the principles of the Ind AS. Financial instruments are initially measured at their fair value, except in the case of financial assets and financial liabilities recorded at FVTPL, transaction costs are added to, or subtracted from, this amount. Trade receivables are measured at the transaction price. When the fair value of financial instruments at initial recognition differs from the transaction price, the Company accounts mentioned below:

When the transaction price of the instrument differs from the fair value at origination and the fair value is based on a valuation technique using only inputs observable in market transactions, the Company recognises the difference between the transaction price and fair value in net gain on fair value changes. In those cases where fair value is based on models for which some of the inputs are not observable, the difference between the transaction price and the fair value is deferred and is only recognised in profit or loss when the inputs become observable, or when the instrument is derecognised.

**Subsequent measurement of financial liabilities**

All financial liabilities of the Company are subsequently measured at amortized cost using the effective interest method. Under the effective interest method, the future cash payments are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial liability over the relevant period of the financial liability to arrive at the amortized cost at each reporting date. The corresponding effect of the amortization under effective interest method is recognized as interest expense over the relevant period of the financial liability. The same is included under finance cost in the Statement of Profit and Loss.

**Subsequent measurement of financial assets**

For subsequent measurement, the Company classifies a financial asset in accordance with the below criteria:

i. The Company's business model for managing the financial asset; and

ii. The contractual cash flow characteristics of the financial asset.

Based on the above criteria, the Company classifies its financial assets into the following categories:

(a) Financial assets measured at amortized cost

(b) Financial assets measured at fair value through other comprehensive income (FVTOCI)

(c) Financial assets measured at fair value through profit or loss (FVTPL)

**(a) Financial assets measured at amortized cost:**

A Financial asset is measured at the amortized cost if both the following conditions are met:

**Summary of Material Accounting Policies and Other Explanatory Information**
(All amounts in ₹ lakhs, unless otherwise stated)

(i) The Company's business model objective for managing the financial asset is to hold financial assets in order to collect contractual cash flows; and

(ii) 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 applies to cash and bank balances, trade receivables, loans and other financial assets of the Company. Such financial assets are subsequently measured at amortized cost using the effective interest method. Under the effective interest method, the future cash receipts are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial asset over the relevant period of the financial asset to arrive at the amortized cost at each reporting date. The corresponding effect of the amortization under effective interest method is recognized as interest income over the relevant period of the financial asset. The same is included under other income in the Statement of Profit and Loss. The amortized cost of a financial asset is also adjusted for loss allowance, if any.

**(b) Financial assets measured at FVTOCI:**

A financial asset is measured at FVTOCI if both of the following conditions are met:

(i) The Company's business model objective for managing the financial asset is achieved both by collecting contractual cash flows and selling the financial assets; and

(ii) 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 applies to certain investments in debt and equity instruments. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the Statement of profit and loss under 'Other Comprehensive Income (OCI)'. However, the Company recognizes interest income and impairment losses and its reversals in the Statement of Profit and Loss. On de-recognition of such financial assets, cumulative gain or loss previously recognized in OCI is reclassified from equity to the Statement of Profit and Loss, except for instruments which the Company has irrevocably elected to be classified as equity through OCI at initial recognition, when such instruments meet the definition of definition of Equity under Ind AS 32 Financial Instruments: Presentation and they are not held for trading. The Company has made such election on an instrument by instrument basis.

Gains and losses on these equity instruments are never recycled to profit or loss. Dividends are recognised in the statement of profit or loss as dividend income when the right of the payment has been established, except when the Company benefits from such proceeds as a recovery of part of the cost of the instrument, in which case, such gains are recorded in OCI. Equity instruments at FVOCI are not subject to an impairment assessment.

**(c) Financial assets measured at FVTPL:**

A financial asset is measured at FVTPL unless it is measured at amortized cost or at FVTOCI as explained above. This is a residual category applied to all other investments of the Company excluding investments in subsidiary and associate companies. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the Statement of Profit and Loss.

**Financial assets or financial liabilities held for trading:**

The Company classifies financial assets as held for trading when they have been purchased or issued primarily for short-term profit making through trading activities or form part of a portfolio of financial instruments that are managed together, for which there is evidence of a recent pattern of short-term profit taking. Held-for-trading assets and liabilities are recorded and measured in the balance sheet at fair value. Changes in fair value are recognised in net gain on fair value changes.

Interest and dividend income or expense is recorded in net gain on fair value changes according to the terms of the contract, or when the right to payment has been established. Included in this classification are debt securities, equities, and customer loans that have been acquired principally for the purpose of selling or repurchasing in the near term.

**De-recognition:**

**(a) Financial asset:**

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognized (i.e. removed from the Company's balance sheet) when any of the following occurs:

i. The contractual rights to cash flows from the financial asset expires;

ii. The Company transfers its contractual rights to receive cash flows of the financial asset and has substantially transferred all the risks and rewards of ownership of the financial asset. A regular way purchase or sale of financial assets has been derecognised, as applicable, using trade date accounting.

iii. The Company retains the contractual rights to receive cash flows but assumes a contractual obligation to pay the cash flows without material delay to one or more recipients under a 'pass-through' arrangement (thereby substantially transferring all the risks and rewards of ownership of the financial asset);

iv. The Company neither transfers nor retains substantially all risk and rewards of ownership and does not retain control over the financial asset.

In cases where Company has neither transferred nor retained substantially all of the risks and rewards of the Financial asset, but retains control of the financial asset, the Company continues to recognize such financial asset to the extent of its continuing involvement in the financial asset. In that case, the Company also recognizes an associated liability. The financial asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

On de-recognition of a financial asset, (except as mentioned in ii above for financial assets measured at FVTOCI), the difference between the carrying amount and the consideration received is recognized in the Statement of Profit and Loss.

**(b) Financial liability:**

A financial liability is derecognised when the obligation under the liability is discharged, cancelled or expires. Where 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 a derecognition of the original liability and the recognition of a new liability. The difference between the carrying value of the original financial liability and the consideration paid is recognised in profit or loss.

**Impairment of financial assets**

In accordance with Ind AS 109, the Company applies expected credit loss ('ECL') model for measurement and recognition of impairment loss for financial assets.

ECL is the weighted-average of difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive, discounted at the original effective interest rate, with the respective risks of default occurring as the weights. When estimating the cash flows, the Company is required to consider:'

- All contractual terms of the financial assets (including prepayment and extension) over the expected life of the assets.

- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

**Trade receivables**

In respect of trade receivables, the Company applies the simplified approach of Ind AS 109, which requires measurement of loss allowance at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

**Summary of Material Accounting Policies and Other Explanatory Information**

(All amounts in ₹ lakhs, unless otherwise stated)

**Other financial assets**

In respect of its other financial assets, the Company assesses if the credit risk on those financial assets has increased materially since initial recognition. If the credit risk has not increased materially since initial recognition, the Company measures the loss allowance at an amount equal to 12-month expected credit losses, else at an amount equal to the lifetime expected credit losses.

When making this assessment, the Company uses the change in the risk of a default occurring over the expected life of the financial asset. To make that assessment, the Company compares the risk of a default occurring on the financial asset as at the balance sheet date with the risk of a default occurring on the financial asset as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of material increases in credit risk since initial recognition. The Company assumes that the credit risk on a financial asset has not increased materially since initial recognition if the financial asset is determined to have low credit risk at the balance sheet date.

**Offsetting of financial instruments:**

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

**2.03 Fair Value**

The Company measures its financial instruments at fair value in accordance with the accounting policies mentioned above. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

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

All assets and liabilities for which fair value is measured or disclosed in the standalone financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows, the inputs to valuation techniques used to measure value. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level I inputs) and the lowest priority to unobservable inputs (Level 3 inputs).

- Level 1 (unadjusted) - Those where the inputs used in the valuation are unadjusted quoted prices from active markets for identical assets or liabilities that the Company has access to at the measurement date. The Company considers markets as active only if there are sufficient trading activities with regards to the volume and liquidity of the identical assets or liabilities and when there are binding and exercisable price quotes available on the balance sheet date.

- Level 2 - Those where the inputs that are used for valuation and are material, are derived from directly or indirectly observable market data available over the entire period of the instrument's life. Such inputs include quoted prices for similar assets or liabilities in active markets, quoted prices for identical instruments in inactive markets and observable inputs other than quoted prices such as interest rates and yield curves, implied volatilities, and credit spreads. In addition, adjustments may be required for the condition or location of the asset or the extent to which it relates to items that are comparable to the valued instrument. However, if such adjustments are based on unobservable inputs which are material to the entire measurement, the Company will classify the instruments as Level 3.

- Level 3 - Those that include one or more unobservable input that is material to the measurement as whole.

For assets and liabilities that are recognized in the financial statements at fair value on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization at the end of each reporting period and discloses the same.

**2.04 Income Taxes**

Tax expense is the aggregate amount included in the determination of profit or loss for the period in respect of current tax and deferred tax.

**Current tax**

Current tax is the amount of income taxes payable in respect of taxable profit for a period. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible under the Income Tax Act, 1961. Current tax is measured using tax rates that have been enacted by the end of reporting period for the amounts expected to be recovered from or paid to the taxation authorities.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

**Deferred tax**

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit under Income tax Act, 1961.

Deferred tax liabilities are generally recognized for all taxable temporary differences. However, in case of temporary differences that arise from initial recognition of assets or liabilities in a transaction (other than business combination) that affect neither the taxable profit nor the accounting profit, deferred tax liabilities are not recognized. Also, for temporary differences if any that may arise from initial recognition of goodwill, deferred tax liabilities are not recognized.

Deferred tax assets are generally recognized for all deductible temporary differences to the extent it is probable that taxable profits will be available against which those deductible temporary difference can be utilized. In case of temporary differences that arise from initial recognition of assets or liabilities in a transaction (other than business combination) that affect neither the taxable profit nor the accounting profit, deferred tax assets are not recognized. The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow the benefits of part or all of such deferred tax assets to be utilized.

Deferred tax assets and liabilities are measured at the tax rates that have been enacted or substantively enacted by 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.

The Company has not recognised a deferred tax liability for all taxable temporary differences associated with investments in subsidiaries and associates, and interests in joint arrangements, except to the extent that both of the following conditions are satisfied:

- the parent, investor, joint venturer or joint operator is able to control the timing of the reversal of the temporary difference; and

- it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

**Presentation of current and deferred tax:**

Current and deferred tax are recognized as income or an expense in the Statement of Profit and Loss, except when they relate to items that are recognized in Other Comprehensive Income, in which case, the current and deferred tax income/expense are recognized in Other Comprehensive Income. The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. In case of deferred tax assets and deferred tax liabilities, the same are offset if the Company has a legally enforceable right to set off corresponding current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority on the Company.

## Summary of Material Accounting Policies and Other Explanatory Information

(All amounts in ₹ lakhs, unless otherwise stated)

Minimum Alternate Tax (MAT) credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the company will pay normal income tax during the specified period. Further, the MAT credit is not set-off against the deferred tax liabilities, since the Company does not have a legally enforceable right to set-off.

### 2.05 Provisions and contingencies

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.

### 2.06 Cash and Cash Equivalents

Cash and cash equivalents for the purpose of Cash Flow Statement comprise cash and cheques in hand, bank balances, demand deposits with banks where the original maturity is three months or less and other short term highly liquid investments.

### 2.07 Lease accounting

A lease is defined as 'a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration'.

To apply this definition the Company assesses whether the contract meets three key evaluations which are whether:

- the contract contains an identified asset, which is either explicitly identified in the contract or implicitly specified by being identified at the time the asset is made available to the Company
- the Company has the right to obtain substantially all of the economic benefits from use of the identified asset throughout the period of use, considering its rights within the defined scope of the contract

the Company has the right to direct the use of the identified asset throughout the period of use.

**Measurement and recognition of leases**

At lease commencement date, the Company recognises a right-of-use asset and a lease liability on the balance sheet. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Company, an estimate of any costs to dismantle and remove the asset at the end of the lease, and any lease payments made in advance of the lease commencement date (net of any incentives received).

At the commencement date, the Company measures the lease liability at the present value of the lease payments unpaid at that date, discounted using the interest rate implicit in the lease if that rate is readily available or the Company's incremental borrowing rate.

Lease payments included in the measurement of the lease liability are made up of fixed payments (including in substance fixed), variable payments based on an index or rate, amounts expected to be payable under a residual value guarantee and payments arising from options reasonably certain to be exercised.

Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is remeasured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments.

When the lease liability is remeasured, the corresponding adjustment is reflected in the right-of-use asset, or profit and loss if the right-of-use asset is already reduced to zero.

The Company has elected to account for short-term leases and leases of low-value assets using the practical expedients. Instead of recognising a right-of-use asset and lease liability, the payments in relation to these are recognised as an expense in profit or loss on a straight-line basis over the lease term.

On the statement of financial position, right-of-use assets have been included in property, plant and equipment and lease liabilities have been included in Borrowings.

**2.08 Employee Benefits**

**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 (accrued expense) after deducting any amount already paid.

**Post-employment benefits**

**(i) Defined contribution plans**

Defined contribution plans are employee state insurance scheme and Government administered pension fund scheme for all applicable employees.

**Recognition and measurement of defined contribution plans:**

The Company recognizes contribution payable to a defined contribution plan as an expense in the Statement of Profit and Loss when the employees render services to the Company during the reporting period. If the contributions payable for services received from employees before the reporting date exceeds the contributions already paid, the deficit payable is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the reporting date, the excess is recognized as an asset to the extent that the prepayment will lead to, for example, a reduction in future payments or a cash refund.

**(ii) Defined benefits plans**

**Gratuity scheme:**

Gratuity is a post employment benefit and is a defined benefit plan. The cost of providing defined benefits is determined using the Projected Unit Credit method with actuarial valuations being carried out at each reporting date. The defined benefit obligations recognized in the Balance Sheet represent the present value of the defined benefit obligations as reduced by the fair value of plan assets, if any. Any defined benefit asset (negative defined benefit obligations resulting from this calculation) is recognized representing the present value of available refunds and reductions in future contributions to the plan.

**Recognition and measurement of defined benefit plans**

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 and the return on the plan assets (excluding amounts included in net interest on the net defined benefit liability/asset), are recognized in Other Comprehensive Income. Such remeasurements are not reclassified to the Statement of Profit and Loss in the subsequent periods.

The Company does not presents the above liability/(asset) as current and non-current in the Balance Sheet as per the principles of Division III financial statements as per the MCA notification dated 11 October 2018.

**(iii) Other employee benefits:**

Entitlements to compensated absences are recognized as and when they accrue to employees and they are considered to be a financial liability, since the accumulated leaves can be encashed at the end of every year.

## Summary of Material Accounting Policies and Other Explanatory Information

(All amounts in ₹ lakhs, unless otherwise stated)

### 2.09 Borrowing Cost

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs, if any, directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized, if any. All other borrowing costs are expensed in the period in which they occur.

### 2.10 Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Company.

### 2.11 Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

### 2.12 Property, plant & equipment

**Measurement at recognition**

An item of property, plant and equipment that qualifies as an asset is measured on initial recognition at cost. Following initial recognition, items of property, plant and equipment are carried at its cost less accumulated depreciation and accumulated impairment losses.

The cost of an item of property, plant and equipment comprises of its purchase price including import duties and other non-refundable purchase taxes or levies, directly attributable cost of bringing the asset to its working condition for its intended use and the initial estimate of decommissioning, restoration and similar liabilities, if any. Any trade discounts and rebates are deducted in arriving at the purchase price. Cost includes cost of replacing a part of a plant and equipment if the recognition criteria are met. Items such as spare parts, stand-by equipment and servicing equipment that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Costs in nature of repairs and maintenance are recognized in the Statement of Profit and Loss as and when incurred.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

**Capital work-in-progress and capital advances:**

Cost of assets not ready for intended use, as on the balance sheet date, is shown as capital work-in-progress. Advances given towards acquisition of fixed assets outstanding at each balance sheet date are disclosed as other non-financial assets.

**Depreciation**

Depreciation on each part of an item of property, plant and equipment is provided using the written down value method based on the useful life of the asset as prescribed in Schedule II to the Act. Expenditure on renovation, overhaul and modernisation of Property, Plant & Equpment resulting in increased life and/or efficiency of an existing asset is added to the cost of the related assets. The cost which have been capitalized are depreciated based on the technical evaluation of useful life done by the Management or the technical expert . Depreciation is calculated on a pro-rata basis from the date of installation till date the assets are sold or disposed. Leasehold improvements are amortised over the underlying lease term on a straight line basis.

**De-recognition**

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

### 2.13 Impairment of non–financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing the value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

### 2.14 Share based payments

The Company has equity-settled share-based remuneration plans for its employees. None of the plans are cash-settled. Where employees are rewarded using share-based payments, the fair value of employees' services is determined indirectly by reference to the fair value of the equity instruments granted. This fair value is appraised at the grant date and excludes the impact of non-market vesting conditions (for example profitability and sales growth targets and performance conditions).

All share-based remuneration is ultimately recognised as an expense in the statement of profit or loss with a corresponding credit to equity. If vesting periods or other vesting conditions apply, the expense is allocated over the vesting period, based on the best available estimate of the number of share options expected to vest.

Upon exercise of share options, the proceeds received, net of any directly attributable transaction costs, are allocated to share capital up to the nominal (or par) value of the shares issued with any excess being recorded as securities premium.

### 2.15 Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted-average number of equity shares outstanding during the period. The weighted-average number of equity shares outstanding during the period is adjusted for events including a bonus issue.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted-average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

**Notes to the Standalone Financial Statements for the year ended 31 March, 2024**
(All amounts in ₹ lakhs, unless otherwise stated)

| | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| **3. Cash and cash equivalents** | | |
| Cash on hand | 2.08 | 1.88 |
| Balances with banks in current account | 436.62 | 260.13 |
| - In deposit account (with original maturity upto 3 months) | 1,200.00 | - |
| | **1,638.70** | **262.01** |
| **3(a) Bank balances other than above** | | |
| Bank deposit with original maturity of 12 months | 10.00 | - |
| | **10.00** | **-** |

## Notes to Standalone Financial Statements for the year ended 31st March 2024
(All amounts in ₹ lakhs, unless otherwise stated)

### 4. Loans

| | As at 31 March 2024 | | | | | As at 31 March 2023 | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| | Amortised Cost | At fair value through profit and loss | At fair value through other comprehensive income | Designated at fair value through profit and loss | Total | Amortised Cost | At fair value through profit and loss | At fair value through other comprehensive income | Designated at fair value through profit and loss | Total |
| **(A) Loans** | | | | | | | | | | |
| Loans (*) | | | | | | | | | | |
| **Loans repayable on demand-:** | | | | | | | | | | |
| - To related parties (refer note 35) | 13,985.50 | - | - | - | 13,985.50 | 5,553.80 | - | - | - | 5,553.80 |
| **Term Loans:-** | | | | | | | | | | |
| - To related parties | - | - | - | - | - | - | - | - | - | - |
| - To others | 11,600.97 | - | - | - | 11,600.97 | 3,831.82 | - | - | - | 3,831.82 |
| **Others:-** | | | | | | | | | | |
| - To related parties | - | - | - | - | - | - | - | - | - | - |
| - To others | 4,631.48 | - | - | - | 4,631.48 | 8,507.07 | - | - | - | 8,507.07 |
| **Total (A) - Gross** | **30,217.95** | **-** | **-** | **-** | **30,217.95** | **17,892.69** | **-** | **-** | **-** | **17,892.69** |
| Less: Impairment allowance (refer note (a) below) | (583.75) | - | - | - | **(583.75)** | (87.33) | - | - | - | **(87.33)** |
| **Total (A) - Net** | **29,634.19** | **-** | **-** | **-** | **29,634.19** | **17,805.36** | **-** | **-** | **-** | **17,805.36** |
| (*) Includes accrued interest | | | | | | | | | | |
| **(B) Security** | | | | | | | | | | |
| Secured by tangible immovable assets/shares of the company | 9,264.54 | - | - | - | 9,264.54 | 3,189.99 | - | - | - | 3,189.99 |
| Secured by intangible assets | - | - | - | - | - | - | - | - | - | - |
| Covered by Bank/Government Guarantees | - | - | - | - | - | - | - | - | - | - |
| Unsecured | 20,953.41 | | | | 20,953.41 | 14,702.70 | | | | 14,702.70 |
| **Total (B) - Gross** | **30,217.95** | **-** | **-** | **-** | **30,217.95** | **17,892.69** | **-** | **-** | **-** | **17,892.69** |
| Less: Impairment allowance (refer note (a) below) | (583.75) | - | - | - | **(583.75)** | (87.33) | - | - | - | **(87.33)** |
| | **29,634.19** | **-** | **-** | **-** | **29,634.19** | **17,805.36** | **-** | **-** | **-** | **17,805.36** |

## Notes to Standalone Financial Statements for the year ended 31st March 2024
(All amounts in ₹ lakhs, unless otherwise stated)

### 4. Loans (Contd.)

| | As at 31 March 2024 | | | | | As at 31 March 2023 | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| | Amortised Cost | At fair value through profit and loss | At fair value through other comprehensive income | Designated at fair value through profit and loss | Total | Amortised Cost | At fair value through profit and loss | At fair value through other comprehensive income | Designated at fair value through profit and loss | Total |
| **(C) Other details** | | | | | | | | | | |
| **(I) Loans in India** | | | | | | | | | | |
| - Public Sector | - | - | - | - | - | - | - | - | - | - |
| - Others | 30,217.95 | - | - | - | **30,217.95** | 17,892.69 | - | - | - | **17,892.69** |
| **Total (C) (I) - Gross** | **30,217.95** | **-** | **-** | **-** | **30,217.95** | **17,892.69** | **-** | **-** | **-** | **17,892.69** |
| Less: Impairment allowance (refer note (a) below) | (583.75) | - | - | - | **(583.75)** | (87.33) | | | | **(87.33)** |
| **Total (C) (I) - Net** | **29,634.19** | **-** | **-** | **-** | **29,634.19** | **17,805.36** | **-** | **-** | **-** | **17,805.36** |
| **(II) Loans outside India** | - | - | - | - | - | - | - | - | - | - |
| **Total (C) (II) - Gross** | - | - | - | - | - | - | - | - | - | - |
| Less: Impairment loss allowance | - | - | - | - | - | - | - | - | - | - |
| **Total (C) (II) - Net** | **-** | **-** | **-** | **-** | **-** | **-** | **-** | **-** | **-** | **-** |
| | | | | | | | | | | |
| **Total ( C) (I) and (II) - Net** | **29,634.19** | **-** | **-** | **-** | **29,634.19** | **17,805.36** | **-** | **-** | **-** | **17,805.36** |

## Notes to the Standalone Financial Statements for the year ended 31 March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

### 4. Loans (Contd.)

**(D) Loans or advances in the nature of loans are granted to promoters, directors, KMPs and the related parties**

| Type of Borrower | As at 31 March 2024 | | As at 31 March 2023 | |
|---|---|---|---|---|
| | Amount of loan or advance in the nature of loan outstanding | Percentage to the totalLoans and Advancesin the nature of loans | Amount of loan or advance in the nature of loan outstanding | Percentage to the totalLoans and Advancesin the nature of loans |
| **(a) Loans repayable on demand:** | | | | |
| Promoter | - | - | - | - |
| Directors | - | - | - | - |
| KMPs | - | - | - | - |
| Related parties | 13,985.50 | 46.28 | 5,553.80 | 31.04 |
| **(b) Loans without specifying any terms or period of repayment:** | | | | |
| Promoter | - | - | - | - |
| Directors | - | - | - | - |
| KMPs | - | - | - | - |
| Related parties | - | - | - | - |

**(a) Movement in impairment allowance during the period is as follows:**

| | Year ended 31 March 2024 | Year ended 31 March 2023 |
|---|---|---|
| Balance at the beginning of the year | 83.05 | 108.31 |
| Provision made during the year(for Standard Asset & NPA) | 500.70 | (25.26) |
| Balance at the end of the year | **583.75** | **83.05** |

# Notes to Standalone Financial Statements for the year ended 31st March 2024

(All amounts in ₹ lakhs, unless otherwise stated)

## 5. Investments

| | Amortised Cost | At fair value | | Designated at fair value through profit or loss | Others (*) | Total | Amortised Cost | At fair value | | Designated at fair value through profit or loss | Others (*) | Total |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | Through other comprehensive income | Through profit or loss | | | | | Through other comprehensive income | Through profit or loss | | | |
| | As at 31 March 2024 | | | | | | As at 31 March 2023 | | | | | |
| **(a) Investment in:** | | | | | | | | | | | | |
| Mutual funds (unquoted) | - | - | 695.61 | - | - | **695.61** | - | - | 8,357.53 | - | - | **8,357.53** |
| Equity instruments | | | | | | | | | | | | |
| - Subsidiaries (quoted) | - | - | - | - | - | **-** | - | - | - | - | - | **-** |
| - Subsidiaries (unquoted)* | - | - | - | - | 17,690.14 | **17,690.14** | - | - | - | - | 17,690.14 | **17,690.14** |
| - Associates (quoted)* | - | - | - | - | 8,215.56 | **8,215.56** | - | - | - | - | 8,073.70 | **8,073.70** |
| - Associates (unquoted)* | - | - | - | - | 321.12 | **321.12** | - | - | - | - | 321.12 | **321.12** |
| - Others (quoted) | - | 14,970.36 | - | - | - | **14,970.36** | - | 12,748.27 | - | - | - | **12,748.27** |
| - Others (Unquoted) | - | 4,775.94 | - | - | - | **4,775.94** | - | 9,246.90 | - | - | - | **9,246.90** |
| Preference instruments | | | | | | | | | | | | |
| - Subsidiaries (unquoted) | - | - | - | - | 4,841.73 | **4,841.73** | - | - | - | - | 4,841.73 | **4,841.73** |
| - Associates (unquoted) | - | - | - | - | 1,360.56 | **1,360.56** | - | - | - | - | - | **-** |
| - Others (unquoted) | - | 1,760.23 | - | - | - | **1,760.23** | - | 1,407.14 | - | - | - | **1,407.14** |
| - Others (quoted) | - | 0.00 | - | - | - | **0.00** | - | 0.00 | - | - | - | **0.00** |
| Debt Securities (unquoted) | 0.00 | - | - | - | - | **0.00** | 65.00 | - | - | - | - | **65.00** |
| Approved Securities (unquoted) | - | - | 1,719.80 | - | - | **1,719.80** | - | - | 2,292.30 | - | - | **2,292.30** |
| Sub Hybid Facility (unquoted) | - | - | 7,569.09 | - | - | **7,569.09** | - | - | 6,800.51 | - | - | **6,800.51** |
| Hybid Facility | - | - | 6,055.49 | - | - | **6,055.49** | - | - | 3,984.88 | - | - | **3,984.88** |
| **Total (A)** | **0.00** | **21,506.52** | **16,039.99** | **-** | **32,429.10** | **69,975.61** | **65.00** | **23,402.31** | **21,435.23** | **-** | **30,926.68** | **75,829.22** |
| **(b) Other details:** | | | | | | | | | | | | |
| Investment Outside India | - | - | - | - | - | - | - | - | - | - | - | - |
| Investment in India | 0.00 | 21,506.52 | 16,039.99 | - | 32,429.10 | 69,975.61 | 65.00 | 23,402.31 | 21,435.23 | - | 30,926.68 | 75,829.22 |
| **Total (B)** | **0.00** | **21,506.52** | **16,039.99** | **-** | **32,429.10** | **69,975.61** | **65.00** | **23,402.31** | **21,435.23** | **-** | **30,926.68** | **75,829.22** |
| **Less: Allowance for impairment loss (C)** | - | - | - | - | - | - | - | - | - | - | - | - |
| **Total Net (D)=(A)-(C)** | **0.00** | **21,506.52** | **16,039.99** | **-** | **32,429.10** | **69,975.61** | **65.00** | **23,402.31** | **21,435.23** | **-** | **30,926.68** | **75,829.22** |

*) Investments in subsidiaries and associates are measured at cost in accordance with Ind AS 27

## Notes to the Standalone Financial Statements for the year ended 31 March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

| | | As at 31 March 2024 | | As at 31 March 2023 | |
|---|---|---|---|---|---|
| | | Number | Amount | Number | Amount |
| **5.** | **Investments (cont'd)** | | | | |
| **(a)** | **Investment in mutual funds** (Measured at FVTPL) | | | | |
| | Unquoted | | 695.61 | | 8,357.53 |
| | **Total investment in mutual funds** | | **695.61** | | **8,357.53** |
| | **Measured at FVTPL** | | 695.61 | | 8,357.53 |
| | (*) Invesments valuing NIL in current year (31 March 2023 : ₹ 7,733.02 lakhs) are pledged against borrowings | | | | |
| **(b)** | **Investment in equity instruments** | | | | |
| | **Subsidiary, unquoted** (Measured at cost) | | | | |
| | Sidhidata Tradecomm Limited (wholly owned) | 50,000 | 5.00 | 50,000 | 5.00 |
| | Maharaja Shree Umaid Mills Limited | 59,717,241 | 13,240.37 | 59,717,241 | 13,240.37 |
| | LNB Renewable Energy Limited | 13,296,150 | 4,444.77 | 13,296,150 | 4,444.77 |
| | Total | | **17,690.14** | | **17,690.14** |
| | **Associates, quoted** (Measured at cost) | | | | |
| | Kiran Vyapar Limited | 9,238,132 | 5,439.87 | 9,238,132 | 5,439.87 |
| | The Peria Karamalai Tea & Produce Co. Limited | 1,102,065 | 2,775.69 | 1,053,441 | 2,633.83 |
| | Total | | **8,215.56** | | **8,073.70** |
| | **Associates, unquoted** (Measured at cost) | | | | |
| | The Kishore Trading Co. Limited | 28,519 | 73.91 | 28,519 | 73.91 |
| | Amalgamated Development Limited | 8,237 | 30.84 | 8,237 | 30.84 |
| | M.B. Commercial Co. Limited | 86,158 | 198.84 | 86,158 | 198.84 |
| | The General Investment Co. Limited | 7,541 | 17.53 | 7,541 | 17.53 |
| | Total | | **321.12** | | **321.12** |
| | **Others, unquoted** (Measured at FVTOCI) | | | | |
| | Total | | **4,037.81** | | **2,143.50** |
| | **Others, unquoted** (Measured at FVTOCI) | | | | |
| | Total | | **738.13** | | **7,103.40** |
| | **Investment in equity instruments (Others, quoted)** (Measured at FVTOCI)# | | | | |
| | Total | | **14,970.36** | | **12,748.27** |
| | **Total investment in Equity instruments** | | **45,973.11** | | **48,080.12** |
| | **Measured at Cost** | | **26,226.82** | | **26,084.95** |
| | **Measured at FVTOCI** | | **19,746.29** | | **21,995.17** |
| | **Measured at FVTPL** | | **-** | | **-** |
| | (#)Invesments valuing ₹ 353.14 lakhs (31 March 2023 : ₹ 543.39 lakhs) are pledged with broker as margin money | | | | |
| | Investmets writtenoff in the books since these co's doesnot exists as per MCA Records | | | | |
| **(c)** | **Investment in preference Instruments** | | | | |
| | **(i) Subsidiaries, unquoted** (Measured at cost) | | | | |
| | Golden Greeneries Private Limited | 150,000 | 150.00 | 150,000 | 150.00 |
| | LNB Renewable Energy Limited | 3,200,000 | 4,000.00 | 3,200,000 | 4,000.00 |
| | Mahate Greenview Private Limited | 240,000 | 240.60 | 240,000 | 240.60 |
| | Subhprada Greeneries Private Limited | 450,000 | 451.13 | 450,000 | 451.13 |
| | Total | | **4,841.73** | | **4,841.73** |

## Notes to the Standalone Financial Statements for the year ended 31 March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

| | As at 31 March 2024 | | As at 31 March 2023 | |
|---|---|---|---|---|
| | Number | Amount | Number | Amount |
| **5. Investments (cont'd)** | | | | |
| **(c) Investment in preference Instruments (cont'd)** | | | | |
| **(ii) Associates, unquoted** (Measured at cost) | | | | |
| Amalgamated Development Limited | 12,612 | 1,360.56 | - | - |
| Total | | **1,360.56** | | **-** |
| **Others, quoted** | | | | |
| Total | | **0.00** | | **0.00** |
| **Others, unquoted** (Measured at FVTOCI) | | | | |
| Total | | **1,760.23** | | **1,407.14** |
| **Total investment in preference Instruments** | | **7,962.51** | | **6,248.87** |
| **Measured at Cost** | | **6,202.29** | | **4,841.73** |
| **Measured at FVTOCI** | | **1,760.23** | | **1,407.14** |
| **Measured at FVTPL** | | **-** | | **-** |
| **(d) Investment in Debt Securities** Refer Note 28 | | | | |
| **Others, unquoted**### (Measured at amortised cost) | | | | |
| Bonds Unquoted | | **0.00** | | **65.00** |
| **Others, unquoted** (Measured at FVTPL) | | | | |
| Bonds Unquoted | | **-** | | **-** |
| **Total investment in debt securities** | | **0.00** | | **65.00** |
| **Measured at amortised cost** | | **0.00** | | **65.00** |
| **Measured at FVTPL** | | **-** | | **-** |
| **(e) Investment in approved securities** | | | | |
| **Others, unquoted** (Measured at FVTPL) | | | | |
| Venture capital funds, unquoted | | **1,719.80** | | **2,292.30** |
| **Total investments in other approved securities** | | **1,719.80** | | **2,292.30** |
| **(f) Investment in Sub Hybrid Facility** (Measured at FVTPL) | | | | |
| Total | | **7,569.09** | | **6,800.51** |
| **Total investment in Sub Hybid Facility** | | **7,569.09** | | **6,800.51** |
| **Measured at FVTPL** | | **7,569.09** | | **6,800.51** |
| **(g) Investment in Hybid Facility** (Measured at FVTPL) | | | | |
| **Measured at FVTPL** | | **6,055.49** | | **3,984.88** |
| **Total investment in Hybid Facility** | | **6,055.49** | | **3,984.88** |
| **Measured at Amortized Cost** | | | | |

| | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| **6. Other financial assets** | | |
| Security Deposits | 2.50 | 2.50 |
| Advance to employees | 1.62 | 5.80 |
| 12 Years National Plan Savings Certificates | 0.01 | 0.01 |
| Interest accrued: | | |
| Rent & Other Receivables | 149.70 | 28.30 |
| Receivable from Brokers | 151.17 | - |
| Others | 5.13 | 65.42 |
| | **310.14** | **102.03** |

**Notes to the Standalone Financial Statements for the year ended 31 March, 2024**
(All amounts in ₹ lakhs, unless otherwise stated)

| | Freehold Land | Building | Furniture & Fittings | Motor Vehicle | Leased Out Assets | Electric & Office Equipment | Total |
|---|---|---|---|---|---|---|---|
| **7. Property, plant and equipment** | | | | | | | |
| **Gross block** | | | | | | | |
| **Balance as at 01 April 2022** | **3.09** | **253.38** | **32.46** | **671.28** | **-** | **48.27** | **1,008.47** |
| Additions | - | - | - | 203.56 | - | 9.14 | **212.70** |
| Disposals | - | - | 6.26 | - | - | - | **6.26** |
| Addition through business combination | - | - | - | - | - | - | **-** |
| Amount of change due to revaluation | - | - | - | - | - | - | **-** |
| **Balance as at 31 March 2023** | **3.09** | **253.38** | **26.20** | **874.84** | **-** | **57.41** | **1,214.92** |
| Additions | **-** | **-** | 0.15 | **56.73** | - | 6.34 | **63.22** |
| Disposals | **-** | **-** | **-** | **-** | **-** | **-** | **-** |
| Addition through business combination | **-** | **-** | **-** | **-** | **-** | **-** | **-** |
| Amount of change due to revaluation | **-** | **-** | **-** | **-** | **-** | **-** | **-** |
| **Balance as at 31 March 2024** | **3.09** | **253.38** | **26.35** | **931.57** | **-** | **63.75** | **1,278.13** |
| **Accumulated depreciation** | | | | | | | |
| **Balance as at 01 April 2022** | **-** | **86.14** | **23.16** | **459.52** | **-** | **26.54** | **595.36** |
| Depreciation charge for 31.03.2023 | - | 18.83 | 1.11 | 66.77 | - | 9.16 | 95.87 |
| Disposals | - | - | - | - | - | - | - |
| **Balance as at 31 March 2023** | **-** | **104.98** | **24.27** | **526.29** | **-** | **35.70** | **691.24** |
| Depreciation charge for 31.03.2024 | - | 16.76 | 0.53 | 108.68 | - | 10.79 | 136.75 |
| Disposals | - | - | - | - | - | - | - |
| **Balance as at 31 March 2024** | **-** | **121.73** | **24.80** | **634.97** | **-** | **46.49** | **827.99** |
| **Carrying value** | | | | | | | |
| **As at 31 March 2023** | **3.09** | **148.41** | **1.93** | **348.55** | **-** | **21.71** | **523.68** |
| **As at 31 March 2024** | **3.09** | **131.65** | **1.55** | **296.60** | **-** | **17.26** | **450.15** |

**Note :** a) There were no revaluation carried out by the company during the years reported above.
b) Motor vehicles purchased against loans are hypothecated with the lender.

| | Land | Total |
|---|---|---|
| **7a. Investment Property** | | |
| **Gross block** | | |
| **Balance as at 01 April 2022** | **504.33** | **504.33** |
| Additions | 1,750.00 | 1,750.00 |
| Disposals | **-** | **-** |
| **Balance as at 31 March 2023** | **2,254.33** | **2,254.33** |
| Additions | **-** | **-** |
| Disposals | **-** | **-** |
| **Balace as at 31 March 2024** | **2,254.33** | **2,254.33** |
| **Accumulated depreciation** | | |
| **Balance as at 01 April 2022** | **-** | **-** |
| Additions | 23.12 | **23.12** |
| Disposals | - | - |
| **Balance as at 31 March 2023** | **23.12** | **23.12** |
| Additions | 84.33 | 84.33 |
| Disposals | **-** | - |
| **Balace as at 31 March 2024** | **107.45** | **107.45** |

## Notes to the Standalone Financial Statements for the year ended 31 March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

| | Land | Total |
|---|---|---|
| **7a. Investment Property (cont'd)** | | |
| **Carrying value** | | |
| **As at 31 March 2023** | **2,231.21** | **2,231.21** |
| **As at 31 March 2024** | **2,146.88** | **2,146.88** |
| **Fair Value** | | |
| **As at 31 March 2023** | **2,345.85** | **2,345.85** |
| **As at 31 March 2024** | **4,647.14** | **4,647.14** |

Note : (i)

| Particulars | 31/03/2024 | | 31/03/2023 | | Remarks |
|---|---|---|---|---|---|
| | Cost net of Depreciation | Fair Value | Cost net of Depreciation | Fair Value | |
| Investment in Plot at Jaipur | 500.51 | 761.29 | 500.51 | 692.04 | Valuation as per the circle rate, as provided by the state authorities has been considered for the purposes of this disclosure since the said property is yet to be registered in the name of company so the valuation Report is not being taken by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017. |
| Investment in Plot at Kolkata | 3.81 | 3.81 | 3.81 | 3.81 | Valuation report from the registered valuer cannot be obtained for these land also due to encroachment or land ceiling issues. |
| Investment in real estate at Hyderabad | 1,642.55 | 3,882.03 | 1,726.88 | 1,650.00 | Valuation report obtained from the registered valuer under rule 2 of Companies (Registered Valuers and Valuation) Rules,2017. |
| **Total** | **2,146.88** | **4,647.14** | **2,231.21** | **2,345.85** | |

Note: (ii):- Investment in Plot of Land at Jaipur worth ₹ 500.51 Lacs is yet to be registered in the name of the company.

**Relevant Line Item** - Investment Property

**Description** - Land

**Gross Carrying Value** - 500.51

**Title Deeds held in the name of Co.** - Shri Govind Kripa Buildmart Pvt. Ltd.

**Whether title deed holder is promoter, director or relative of promoter/director or employee of promoter/director** - No

**Property held since which date** - 8/3/2013

**Reason for not being held in the name of the company** - Jaipur Development Authority has to set up a camp for issuance of PATTA against requisite fee.

| | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| **8. Other non-financial assets** | | |
| Capital Advances | 582.45 | 284.19 |
| Prepaid Expenses | 15.74 | 21.84 |
| Amalgamation Adjustment | 422.00 | 422.00 |
| | **1,020.20** | **728.03** |

## Notes to the Standalone Financial Statements for the year ended 31 March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

### 9. Borrowings (other than debt securities)

| | As at 31 March 2024 | | | As at 31 March 2023 | | |
|---|---|---|---|---|---|---|
| | At fair value through profit or loss | At amortised cost | Total | At fair value through profit or loss | At amortised cost | Total |
| Term loans (refer note (a) below): | | | | | | |
| - from other parties (Secured) | - | 283.83 | 283.83 | - | 289.85 | 289.85 |
| Loan from related parties (Unsecured) (refer note 35) | | | | | | |
| - On demand (refer note (b) below) | - | 11,912.90 | 11,912.90 | - | 14,204.53 | 14,204.53 |
| Others (refer note (c) below) | | | | | | |
| - from financial Institutions (Secured) | - | 8,500.00 | 8,500.00 | - | 11,500.00 | 11,500.00 |
| | **-** | **20,696.73** | **20,696.73** | **-** | **25,994.38** | **25,994.38** |
| Borrowings in India | - | 20,696.73 | 20,696.73 | - | 25,994.38 | 25,994.38 |
| Borrowings outside India | - | - | - | - | - | - |
| | **-** | **20,696.73** | **20,696.73** | **-** | **25,994.38** | **25,994.38** |

**Terms and conditions:**

**(a) Term loans:**

Vehicle loans taken from Kotak Mahindra Prime Limited (amount outstanding as on 31 March 2024 - ₹ 74.23 lacs; 31 March 2024 - 6.50 lacs, 31 March 2024 - 52.62 lacs); which are secured by hypothecation of vehicles financed there against. Vehicle loans taken from HDFC Bank Limited (amount outstanding as on 31 March 2024 - ₹ 150.48 lacs); which are secured by hypothecation of vehicles financed there against The four term loans of ₹ 144.95 lacs, ₹ 12.77 lacs, ₹ 176.72 lacs and ₹ 53.04 lacs are repayable in 60, 36, 60, 60 equal monthly installments of ₹ 2.87 lacs, ₹ 0.40 lacs, ₹ 3.62 lacs and ₹ 1.09 lacs commencing from 6 August 2021, 02 September 2022, 5 May 2023 and 01 March 2024 respectively.

**(b) Loan from related parties:**

These loans are repayable on demand.

**(c) Others**

Term loan from Aditya Birla Finance Limited (amount outstanding as on 31 March 2024 - ₹ 5500 Lacs and ₹ 3000 Lacs availed at fixed intetest rate of 9.55% and 8.55% (31 March 2023 - ₹ 5500 Lacs and ₹ 3000 Lacs availed at fixed intetest rate of 8.50% and 7.50%) is secured by pledge of certain Mutual Funds of Directors of the company. The loan is repayable within 29 and 30 months from the date of first disbursement.

| | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| **10. Other financial liabilities** | | |
| Dues to employees | 37.64 | 38.59 |
| Security Deposit | 3.85 | 3.60 |
| Adance Received | 40.00 | - |
| Others (Audit and Professional Fees, Liability for other expenses & other advances) | 213.14 | 420.50 |
| | **294.63** | **462.69** |
| **11. Provisions** | | |
| Provision for employee benefits | | |
| - Gratuity (refer note 22) | 120.53 | 101.23 |
| - Others | 8.14 | 0.56 |
| | **128.67** | **101.79** |

## Notes to the Standalone Financial Statements for the year ended 31 March, 2024
(All amounts in ₹ lakhs, unless otherwise stated)

| | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| **12. Deferred taxes** | | |
| **Deferred tax liabilities, net** | | |
| **Deferred tax liability:** | | |
| Fair valuation on instruments through OCI | 864.90 | 263.34 |
| Fair valuation on investments measured at FVTPL | 247.07 | 1,129.08 |
| Processing fees | - | 1.50 |
| **Total deferred tax liabilities** | **1,111.96** | **1,393.92** |
| **Deferred tax assets:** | | |
| Difference between written down value of property, plant and equipment as per books of accounts and Income Tax Act, 1961 | 87.30 | 45.87 |
| Provision for employee benefits | 41.18 | 34.80 |
| **Total deferred tax assets** | **128.48** | **80.67** |
| **Deferred tax liabilities, net** | **983.48** | **1,313.25** |

| Particulars | As at 01 April 2023 | Statement of Profit or Loss | Other comprehensive Income | As at 31 March 2024 |
|---|---|---|---|---|
| **Movement in deferred tax liabilities for year ended 31 March 2024:** | | | | |
| **Deferred tax liabilities for taxable temporary differences on:** | | | | |
| Fair valuation on instruments through OCI | 263.34 | - | 601.56 | 864.90 |
| Fair valuation on investments measured at FVTPL | 1,129.08 | (882.02) | - | 247.07 |
| Fair valuation on venture capital investments measured at FVTPL | - | - | - | - |
| Others | 1.50 | (1.50) | - | - |
| **Total** | **1,393.93** | **(883.52)** | **601.56** | **1,111.96** |
| **Deferred tax assets for deductible temporary differences on:** | | | | |
| Difference between written down value of property, plant and equipment as per books of accounts and Income Tax Act, 1961 | 45.87 | 41.44 | - | 87.30 |
| Provision for employee benefits | 34.80 | 6.88 | (0.50) | 41.18 |
| **Total** | **80.67** | **48.32** | **(0.50)** | **128.48** |
| **Deferred tax liabilities, net** | **1,313.25** | **(931.83)** | **602.06** | **983.48** |

| Particulars | As at 01 April 2022 | Statement of Profit or Loss | Other comprehensive Income | As at 31 March 2023 |
|---|---|---|---|---|
| **Movement in deferred tax liabilities for year ended 31 March 2023:** | | | | |
| **Deferred tax liabilities for taxable temporary differences on:** | | | | |
| Fair valuation on instruments through OCI | 627.84 | - | -364.50 | 263.34 |
| Fair valuation on investments measured at FVTPL | 1,100.55 | 28.53 | - | 1,129.08 |
| Processing fees | 1.50 | - | | 1.50 |
| **Total** | **1,729.90** | **28.53** | **(364.50)** | **1,393.92** |
| **Deferred tax assets for deductible temporary differences on:** | | | | |
| Difference between written down value of property, plant and equipment as per books of accounts and Income Tax Act, 1961 | 61.32 | (15.46) | - | 45.87 |
| Provision for employee benefits | 37.72 | - | - 2.92 | 34.80 |
| **Total** | **99.04** | **(15.46)** | **(2.92)** | **80.67** |
| **Deferred tax liabilities, net** | **1,630.86** | **43.99** | **(361.58)** | **1,313.25** |

**Note :** Deferred tax assets and deferred tax liabilities have been offset wherever the Company has a legally enforceable right to set off current tax assets against current tax liabilities and where the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority.

## Notes to the Standalone Financial Statements for the year ended 31 March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

| | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| **13. Other non-financial liabilities** | | |
| Statutory dues | 75.82 | 73.96 |
| | **75.82** | **73.96** |

| | As at 31 March 2024 | | As at 31 March 2023 | |
|---|---|---|---|---|
| | Number | Amount | Number | Amount |
| **14. Equity share capital** | | | | |
| **Authorized share capital** | | | | |
| Equity shares of ₹ 100 each | 3,105,000 | 3,105.00 | 3,105,000 | 3,105.00 |
| | **3,105,000** | **3,105.00** | **3,105,000** | **3,105.00** |
| **Issued, subscribed and fully paid-up** | | | | |
| Equity shares of ₹ 100 each | 537,089 | 537.09 | 537,089 | 537.09 |
| | **537,089** | **537.09** | **537,089** | **537.09** |
| **(a) Reconciliation of equity share capital** | | | | |
| **Equity Shares** | | | | |
| Balance at the beginning of the year | 537,089 | 537.09 | 537,089 | 537.09 |
| Add: Shares issued durig the year | - | - | - | - |
| **Balance at the end of the year** | **537,089** | **537.09** | **537,089** | **537.09** |

**(b) Terms and rights attached to equity shares**

**Equity Shares**

The Company has only one class of equity shares having a par value of ₹ 100 each. Each holder of equity shares is entitled to one vote per share held. The dividend proposed, if any, 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.

| | As at 31 March 2024 | | As at 31 March 2023 | |
|---|---|---|---|---|
| | Number | Percentage | Number | Percentage |
| **(c) Details of shareholders holding more than 5% shares in the Company:** | | | | |
| **Equity shares of ₹ 100 each** | | | | |
| Kiran Vyapar Limited | 159,525 | 29.70% | 159,525 | 29.70% |
| The Peria Karamalai Tea & Produce Co. Ltd. | 93,590 | 17.43% | 93,590 | 17.43% |
| The Swadeshi Commercial Co. Limited | 52,717 | 9.82% | 52,717 | 9.82% |
| Shree Krishna Agency Limited | 60,212 | 11.21% | 60,212 | 11.21% |
| The General Investment Co. Limited | 30,875 | 5.75% | 30,875 | 5.75% |
| M.B. Commercial Co. Limited | 30,433 | 5.67% | 30,433 | 5.67% |
| Shri Amit Mehta | 26,855 | 5.00% | 26,855 | 5.00% |
| | **454,207** | **84.57%** | **454,207** | **84.57%** |

**(d)** No additional shares were allotted as fully paid up by way of bonus shares or pursuant to contract without payment being received in cash during the last five years. Further, none of the shares were bought back by the Company during the last five years.

## Notes to the Standalone Financial Statements for the year ended 31 March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

**(e) Shareholdings of Promoters & Promoters Group companies in financial statement as follows:**

| | As at 31 March 2024 | | | As at 31 March 2023 | | |
|---|---|---|---|---|---|---|
| | No. of Shares | % of total shares | Change | No. of Shares | % of total shares | Change |
| Kiran Vyapar Ltd. | 159,525 | 29.70 | - | 159,525 | 29.70 | - |
| Shree Krishna Agency Ltd | 60,212 | 11.21 | - | 60,212 | 11.21 | - |
| The Swadeshi Commercial Co. Limited | 52,717 | 9.82 | - | 52,717 | 9.82 | - |
| The Kishore Trading Co. Ltd. | 14,203 | 2.64 | - | 14,203 | 2.64 | - |
| Mugneeram Ramcoowar Bangur Charitable & Religious Co. | 1,442 | 0.27 | - | 1,442 | 0.27 | - |
| M. B. Commercial Co. Limited | 30,433 | 5.67 | - | 30,433 | 5.67 | - |
| Amalgamated Development Limited | 1,750 | 0.33 | - | 1,750 | 0.33 | - |
| The General Investment Co. Ltd. | 30,875 | 5.75 | - | 30,875 | 5.75 | - |
| The Peria Karamalai Tea & Produce Co. Ltd | 93,590 | 17.43 | - | 93,590 | 17.43 | - |
| Shri Yogesh Bangur | 11,875 | 2.21 | - | 11,875 | 2.21 | - |
| Shri Lakshmi Niwas Bangur | 8,550 | 1.59 | - | 8,550 | 1.59 | - |
| Shri Lakshmi Niwas Bangur (HUF) | 16,556 | 3.08 | - | 16,556 | 3.08 | - |
| Shri Shreeyash Bangur | 10,208 | 1.90 | - | 10,208 | 1.90 | - |
| Smt. Alka Devi Bangur | 6,050 | 1.13 | - | 6,050 | 1.13 | - |
| Shri Ashwini.Kumar Singh | - | - | - | 4 | 0.00 | - |
| Shri L.N.Bangur, C/o Shri Ramanuj Shastri Sanskrit Mahavidyalaya | 1,250 | 0.23 | - | 1,250 | 0.23 | - |

| | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| **15. Other equity** | | |
| Capital Reserve | 10,887.47 | 10,887.47 |
| Capital Cancellation Reserve | 18.28 | 18.28 |
| Capital Redemption Reserve | 13.96 | 13.96 |
| Statutory Reserve | 6,968.72 | 6,048.50 |
| General Reserve | 33,036.97 | 33,036.97 |
| Retained Earnings | 26,791.74 | 17,003.16 |
| Securities Premium | 1,094.66 | 1,094.66 |
| Other comprehensive income | 4,231.87 | 1,551.79 |
| | **83,043.67** | **69,654.79** |

**(a) Description of nature and purpose of each reserve:**

**Retained earnings**

Retained earnings are the profits that the Company has earned till date, less any transfer to general reserves, dividends and other distributions made to the shareholders.

**General reserve**

General reserve is created from time to time by way of transfer profits from retained earnings for appropriation purposes. General reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income.

**Statutory reserve**

The Company is required to create a reserve in accordance with the provisions of Section 45IC of the Reserve Bank of India Act, 1934. Accordingly 20% of the profits after tax for the year is transferred to this reserve at the end of every reporting period.

**Share capital cancellation reserve & Capital Reserve**

These reserves had been created on merger of various companies on different dates.

**Stock option outstanding account**

The account is used to recognise the grant date value of options issued to employees under Employee stock option plan and adjusted as and when such options are exercised or otherwise expire.

**Other comprehensive income**

This represents the cumulative gains and losses arising on the revaluation of equity instruments measured at fair value through other comprehensive income, under an irrevocable option, net of amounts reclassified to retained earnings when such assets are disposed off, if any.Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised directly in other comprehensive income.

## Notes to the Standalone Financial Statements for the year ended 31 March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

| | Year Ended 31 March 2024 | | | | Year Ended 31 March 2023 | | | |
|---|---|---|---|---|---|---|---|---|
| | On Financial Assets measured at fair value through OCI | On Financial Assets measured at Amortised Cost | Interest Income on Financial Assets classified at fair value through profit or loss | Total | On Financial Assets measured at fair value through OCI | On Financial Assets measured at Amortised Cost | Interest Income on Financial Assets classified at fair value through profit or loss | Total |
| **16. Interest Income** | | | | | | | | |
| **(a) Financials assets** | | | | | | | | |
| Interest on loans | - | 1,771.45 | - | 1,771.45 | - | 2,643.44 | - | 2,643.44 |
| Interest income from investments | - | - | 1.55 | 1.55 | - | 4.88 | 268.34 | 273.21 |
| Interest on deposit with bank | - | 11.85 | - | 11.85 | - | 8.06 | - | 8.06 |
| Other Interest | - | 10.34 | - | 10.34 | - | 90.45 | - | 90.45 |
| | **-** | **1,793.65** | **1.55** | **1,795.19** | **-** | **2,746.82** | **268.34** | **3,015.16** |

| | Year ended 31 March, 2024 | Year ended 31 March, 2023 |
|---|---|---|
| **17. Dividend Income** | | |
| Dividend income on investments | 488.67 | 319.99 |
| | **488.67** | **319.99** |
| **18. Net gain/(loss) on fair value changes** | | |
| **Net gain/(loss) on financial instruments at fair value through profit or loss** | | |
| **(i) On trading Portfolio** | | |
| - Equity | 855.00 | - |
| **(ii) On financial instruments at fair value through profit or loss** | | |
| Mutual fund | 1,841.99 | 315.30 |
| Venture capital fund | 67.35 | 22.15 |
| Sub Hybrid Instruments | 768.58 | 693.68 |
| Hybid Facility | 2,070.61 | 231.10 |
| | **5,603.52** | **1,262.23** |
| **Fair value changes:** | | |
| - Realised | 2,760.67 | 145.00 |
| - Unrealised | 2,842.86 | 1,117.23 |
| | **5,603.52** | **1,262.23** |
| **19. Other income** | | |
| Rental Income | 51.29 | 27.57 |
| Other income | 0.10 | 1.50 |
| | **51.40** | **29.07** |

## Notes to the Standalone Financial Statements for the year ended 31 March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

| | Year ended 31 March 2024 | | | Year ended 31 March 2023 | | |
|---|---|---|---|---|---|---|
| | On financial liabilities measured at fair value through profit or loss | On financial liabilities measured at amor-tised cost | Total | On financial liabilities measured at fair value through profit or loss | On financial liabilities measured at amor-tised cost | Total |
| **20. Finance costs** | | | | | | |
| - Interest on borrowings | - | 2145.37 | 2145.37 | - | 1767.16 | 1767.16 |
| - Others | - | 2.66 | 2.66 | - | 2.85 | 2.85 |
| | **-** | **2,148.03** | **2,148.03** | **-** | **1,770.01** | **1,770.01** |

| | On financial assets mea-sured at fair value through OCI | On financial assets measured at amor-tised cost | Total | On financial assets mea-sured at fair value through OCI | On financial assets measured at amor-tised cost | Total |
|---|---|---|---|---|---|---|
| **21. Impairment on financial instruments** | | | | | | |
| Contingent provision towards NPA & standard assets / (reversal) | - | 500.70 | 500.70 | - | (20.98) | (20.98) |
| | **-** | **500.70** | **500.70** | **-** | **(20.98)** | **(20.98)** |

**Note :** The Company has categorised most of its financial assets at low credit risks.

| | Year ended 31 March, 2024 | Year ended 31 March, 2023 |
|---|---|---|
| **22. Employee benefits expenses** | | |
| Salaries and wages | 699.44 | 690.03 |
| Contribution to provident funds | 33.55 | 33.71 |
| Staff welfare expenses | 10.51 | 7.14 |
| | **743.49** | **730.88** |

**Defined benefits plans - Gratuity (unfunded)**

Gratuity plan is a defined benefit plan that provides for lump sum gratuity payment to employees made at the time of their exit by the way of retirement (on superannuation or otherwise), death or disability. The benefits are defined on the basis of their final salary and period of service and such benefits paid under the plan is not subject to the ceiling limit specified in the Payment of Gratuity Act, 1972. Liability as on the Balance Sheet date is provided based on actuarial valuation done by a certified actuary using projected unit credit method.

Aforesaid defined benefit plans typically expose the Company to actuarial risks such as pay as you go risk, salary risk, investment risk and longevity risk.

| | |
|---|---|
| Pay as you go risk | For unfunded schemes, financial planning could be difficult as the benefits payable will directly affect the revenue and this could be widely fluctuating from year to year. Moreover there may be an opportunity cost of better investment returns affecting adversely the cost of the scheme. |
| Salary risk | The present value of the defined benefit liability is calculated by reference to the future salaries of plan participants. As such, an increase in salary of the plan participants will increase the plan's liability. |
| Investment risk | The present value of the defined benefit liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. |
| Longevity risk | The present value of the defined benefit liability is calculated by reference to the best estimate of the mortality plan of the participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability. |

## Notes to the Standalone Financial Statements for the year ended 31 March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

### 22. Employee benefits expenses (Contd.)

**Defined benefits plans - Gratuity (unfunded) (Contd.)**

The following tables summarise the components of defined benefit expense recognised in the statement of profit or loss/OCI and amounts recognised in the Balance Sheet for the respective plans:

| | | Year ended 31 March, 2024 | Year ended 31 March, 2023 |
|---|---|---|---|
| (i) | **Change in projected benefit obligation** | | |
| | Projected benefit obligation at the beginning of the year | 101.23 | 93.04 |
| | Current service cost | 14.04 | 13.18 |
| | Interest cost | 7.26 | 6.61 |
| | Actuarial (gain)/loss arising from assumption changes | 2.06 | (0.66) |
| | Actuarial (gain)/loss arising from experience adjustments | (4.06) | (10.94) |
| | Benefits Paid | - | - |
| | **Projected benefit obligation at the end of the year** | **120.53** | **101.23** |
| (ii) | **Components of net cost charged to the Statement of Profit and Loss** | | |
| | **Employee benefits expense:** | | |
| | - Current service costs | 14.04 | 13.18 |
| | - Defined benefit costs recognized Statement of Profit and Loss | - | - |
| | **Finance costs** | | |
| | - Interest costs | 7.26 | 6.61 |
| | - Interest income | - | - |
| | **Net impact on profit before tax** | **21.30** | **19.78** |
| (iii) | **Components of net cost charged taken to Other comprehensive income** | | |
| | Actuarial (gain)/loss arising from assumption changes | 2.06 | (0.66) |
| | Actuarial (gain)/loss arising from experience adjustments | (4.06) | (10.94) |
| | Benefits Paid | | |
| | | **(2.00)** | **(11.59)** |
| (iv) | **Key actuarial assumptions** | | |
| | Discount rate | 7.17% | 7.17% |
| | Salary growth rate | 8.00% | 8.00% |
| | Average remaining working life (in years) | 13.17 | 13.17 |
| | Retirement age | 58 Years | 58 Years |

| | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| **Mortality rate:** | | |
| Less than 30 years | 2% | 2% |
| 31-44 years | 2% | 2% |
| 45 years and above | 2% | 2% |

## Notes to the Standalone Financial Statements for the year ended 31 March, 2024
(All amounts in ₹ lakhs, unless otherwise stated)

### 22. Employee benefits expenses (Contd.)

### (a) Defined benefits plans - Gratuity (unfunded) (Contd.)

| | Year ended 31 March, 2024 | Year ended 31 March, 2023 |
|---|---|---|
| **(v) Sensitivity analysis** | | |
| A quantitative sensitivity analysis for significant assumption is as shown below: | | |
| DBO at 31.3 with discount rate +1% | 110.74 | 92.49 |
| DBO at 31.3 with discount rate -1% | 131.67 | 111.23 |
| DBO at 31.3 with +1% salary escalation | 131.74 | 111.29 |
| DBO at 31.3 with -1% salary escalation | 110.51 | 92.27 |
| DBO at 31.3 with +50% withdrawal rate | 119.82 | 100.69 |
| DBO at 31.3 with -50% withdrawal rate | 121.30 | 101.82 |
| DBO at 31.3 with +10% mortality rate | 120.42 | 101.14 |
| DBO at 31.3 with -10% mortality rate | 120.65 | 101.32 |

**Methods and assumptions used in preparing sensitivity analysis and their limitations:**

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the Balance Sheet.

**(vi) Maturity analysis of the benefit payments:**

Weighted average duration of the gratuity plan is 9 years (P.Y. 22-23 - 10years). Expected benefits payments for each such plans over the years is given in the table below:

| Particulars | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| Year 1 | 9.63 | 6.30 |
| 2 to 5 years | 22.69 | 21.22 |
| 6 to 10 years | 91.28 | 82.83 |
| More than 10 years | 119.52 | 108.16 |

| | Year ended 31 March, 2024 | Year ended 31 March, 2023 |
|---|---|---|
| **23. Depreciation** | | |
| Depreciation on property, plant and equipment (refer note 7 & 7a) | 221.08 | 118.99 |
| | **221.08** | **118.99** |
| **24. Other Expenses** | | |
| Legal and Professional Charges | 75.64 | 126.79 |
| Travelling and Hotel expenses | 152.55 | 179.76 |
| Rent Charges | 51.05 | 52.59 |
| Insurance Charges | 23.42 | 18.67 |
| Electric Charges(Net) | 14.16 | 9.77 |
| Repairs to Buildings | 7.16 | 8.09 |
| Maintenance Charges | 4.63 | 3.43 |
| Printing & Stationery | 7.70 | 8.09 |
| Rates & Taxes | 1.27 | 0.63 |
| Programme Fees | - | 0.10 |
| Loss on Sale of Forex | - | 0.64 |
| Loss on Sale of PPE | - | 4.56 |
| Bank & Demat Charges | 1.58 | 0.41 |

## Notes to the Standalone Financial Statements for the year ended 31 March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

| | Year ended 31 March, 2024 | Year ended 31 March, 2023 |
|---|---|---|
| **24. Other Expenses (Contd.)** | | |
| Telephone expenses | 11.12 | 9.64 |
| Motor car expenses | 0.18 | 10.31 |
| Directors' Fees | 0.32 | 0.40 |
| Postage & Courier Charges | 7.44 | 6.54 |
| Filing Fees | 0.08 | 0.18 |
| Miscellaneous Expenses | 122.11 | 166.55 |
| Software Expense | 0.78 | 1.86 |
| Venture Capital Fund Expense | 9.68 | 7.10 |
| Corporate social responsibility (CSR) expenses (refer note 27) | 56.33 | 7.00 |
| Payment to auditors: | | |
| - Statutory audit (including limited review) | 2.36 | 2.36 |
| - Tax audit fees | 0.44 | 0.44 |
| | **550.02** | **625.90** |
| **25. Tax expense** | | |
| Current tax | 145.00 | 120.00 |
| Deferred tax | (931.83) | 43.99 |
| | **(786.83)** | **163.99** |
| The major components of income tax expense and the reconciliation of expense based on the domestic effective tax rate of 25.17% and 25.17% for financial year ended 31 March 2024 and 31 March 2023 respectively and the reported tax expense in profit or loss are as follows: | | |
| **(a) Reconciliation of income tax provision to the amount computed by applying the statutory tax rate:** | | |
| **Profit before tax** | **3,775.46** | **1,401.65** |
| Enacted tax rates in India (%) | 25.17% | 25.17% |
| **Computed tax expense** | 950.28 | 352.79 |
| Others | (1,737.12) | (188.81) |
| **Total income tax expense as per the statement of profit and loss** | **(786.83)** | **163.99** |
| **(b) Details of income tax balances** | | |
| **Current Tax Assets:** | | |
| Opening balance | 656.41 | 794.28 |
| Add: Adjustment made | - | - |
| Add: Income Tax Refund & TDS Receivable & Advance Tax | 23.98 | (33.76) |
| Add : Transferred from Current tax liabilities | - | 15.90 |
| Add: Provision | 38.82 | (120.00) |
| | **719.22** | **656.41** |
| **Current Tax Liabilities:** | | |
| Opening balance | 0.00 | 229.46 |
| Add: Provision | 145.00 | - |
| Less: TDS Receivable & Advance Tax | - | - |
| Less: Self Assessment tax paid | - | (245.36) |
| Les Transferred to Current Tax Laiabilities | 0.00 | 15.90 |
| | **145.00** | **0.00** |

**Notes to the Standalone Financial Statements for the year ended 31 March, 2024**
(All amounts in ₹ lakhs, unless otherwise stated)

| | | Year ended 31 March, 2024 | Year ended 31 March, 2023 |
|---|---|---|---|
| **26.** | **Earnings per share (EPS)** | | |
| | **Net profit attributable to equity shareholders** | | |
| | Net profit attributable to equity shareholders (in ₹ lakhs) | 4,601.12 | 1,237.66 |
| | Nominal value of equity share (₹) | 100.00 | 100.00 |
| | Weighted average number of equity shares outstanding | 537,089 | 537,089 |
| | Basic earnings per share (₹) | 856.68 | 230.44 |
| | Diluted earnings per share (₹) | 856.68 | 230.44 |
| **27.** | **Corporate social responsibility expenditure** | | |
| | Disclosure in respect of CSR expenses under Section 135 of the Companies Act, 2013 and rules thereon: | | |
| **(a)** | Gross amount required to be spent during the year | 28.32 | 27.51 |
| **(b)** | Amount spent during the year on: | | |
| | - Construction/acquistion of any asset | 0.00 | 0.00 |
| | - Purposes other than above | 28.00 | 7.00 |
| **(c)** | Shortfall / (excess) at the end of the year | 0.32 | 20.51 |
| **(d)** | Total of previous years shortfall / (excess) | | |
| | - (cummulative) (after adjusting excess amount spend in earlier years) | (0.15) | (0.47) |
| **(e)** | Reason for shortfall | | |
| **(f)** | Nature of CSR activities | Health and Nutrition, Education, Responding Emergencies, Food, Human & Animal welfare | |
| **(g)** | Details of related party transactions | NIL | NIL |
| **(h)** | Provision is made with respect to a liability incurred by entering into a contractual obligation | NIL | NIL |

| | | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|---|
| **28.** | **Contingent liabilities and commitments** | | |
| **(a)** | **Commitments** | | |
| | Capital commitment towards investment in Venture Capital Funds & Others | 12.11 | 15.18 |
| | Uncalled liability regarding equity Shares in B.N. Kalen Pvt. Ltd (Partly Paid-up) | 0.73 | 0.73 |
| | | **12.83** | **15.91** |
| **(b)** | **Contingent liabilities** | | |
| | Disputed income tax assessment pertaining to AY 1989-90 & 1990-1991 (₹ 1.55 lacs was paid under protest) | 5.36 | 5.36 |
| | Disputed income tax assessment pertaining to AY 2008-2009 | 0.54 | 0.54 |
| | Disputed income tax assessment pertaining to AY 2013-2014 | 47.75 | 47.75 |
| | Disputed income tax assessment pertaining to AY 2012-2013 | - | - |
| | Disputed central sales tax assessment pertaining to AY 1987-88 to 1991-92 | 4.25 | 4.25 |
| | **Disputed income tax assessment persuant to merger of Digvijay Investment Limited vide High Court order dated 29th February, 2012** | | |
| | Disputed income tax assessment pertaining to AY 2006-2007 | 24.84 | 24.84 |
| | Disputed income tax assessment pertaining to AY 2008-2009 | 9.94 | 9.94 |
| | Disputed income tax assessment pertaining to AY 2009-2010 | 12.12 | 12.12 |
| | Disputed income tax assessment pertaining to AY 2010-2011 | 41.24 | 41.24 |
| | | **146.03** | **146.03** |

## Notes to the Standalone Financial Statements for the year ended 31 March, 2024
(All amounts in ₹ lakhs, unless otherwise stated)

**29.** As already mentioned in the Director's Report of earlier years of Sun Distributors & Mining Company Ltd which was amalgamated with the Company with effect from 01.04.2006, full details of the accounts pertaining to the period from 31st January, 1973 to 30th April, 1973 the period, in which the Management of the colliery was vested with Coal India Limited, the ownership remained with the company pending nationalization, have not been received from the concerned authorities. As such the Profit/Loss of the said period could not be incorporated in the Statement of Profit and Loss for the year under review also and it has not been possible for the auditors of the company to verify the same. The cash balance seized by Coal India Limited as on the date of nationalization is refundable, but has not yet been received by the Company.

**30.** The following receivables / income will be accounted for on cash basis:

(i) Rs.0.43 lacs from land acquisition collector, Kolkata

(ii) Interest on NSC of Rs. 0.01 lacs deposited with Commissioner of Sales-tax as Security Deposit

(iii) Interest on compensation of Rs.2.78 lacs from Govt. of India under Coal Mines (Nationalization) Act, 1973

| | No. of Equity Shares | |
|---|---|---|
| | **As at 31 March, 2024** | **As at 31 March, 2023** |
| **31.** a) The following securities held as investment which were transferred to the company on Amalgamations has not yet been transferred in the name of the company. Those securities are till held in the name of the erstwhile amalgamating Company. | | |
| **Name of the Company's Shares** | | |
| Burn & Comp. Limited | 2,150 | 2,150 |
| The Bengal Paper Mills Co. Limited | 180,223 | 180,223 |
| Bharat Prakashan (Delhi) Limited | 100 | 100 |
| Chakan Veg Oils Limited | 8,100 | 8,100 |
| Indian Magneties Limited | 6,575 | 6,575 |
| Laxmi Synthetic Machinery Mfg. Limited | 100 | 100 |
| Mahamaya Investments Limited | 8 | 8 |
| Raipur Manufacturing Co. Limited | 670 | 670 |
| Sanathana Dharma Gurukulam Limited | 2,000 | 2,000 |
| Saket Extrusion Limited | 10,000 | 10,000 |
| Janak Turbo Dynamics Limited | 8,000 | 8,000 |
| Hooghly Docking & Engineering Co. Limited | 1,413 | 1,413 |
| Mafatlal Engineering Co. Limited | 752 | 752 |
| Union Jute Limited | 1,200 | 1,200 |
| Kitti Steels Limited | 2,000 | 2,000 |
| Lord Chloro Alkali Limited | 500 | 500 |
| Sunderban Aquatic Farms Limited | 1,000 | 1,000 |
| Thapar Agro Mills Limited | 2,000 | 2,000 |
| Trimurti Synthetics Limited | 1,000 | 1,000 |
| The Star Co. Limited | 50 | 50 |
| Eastern Mining Limited | 1,000 | 1,000 |
| Mahesh Vidya Bhavan Limited | 10,000 | 10,000 |
| APS Star Industries Limited | 101 | 101 |
| Bengal Coal Co. Limited | 120 | 120 |
| Dunbar Mills Limited | 19,233 | 19,233 |
| Ace Laboratories Limited | 2,400 | 2,400 |
| Indo Asahi Glass Co. Limited | 2,500 | 2,500 |
| **Name of the Company's Debebtures** | | |
| The Bengal Paper Mills Co. Limited (Debentures) | 18 | 18 |

**Notes to the Standalone Financial Statements for the year ended 31 March, 2024**
(All amounts in ₹ lakhs, unless otherwise stated)

| | No. of Equity Shares | |
|---|---|---|
| | As at 31 March, 2024 | As at 31 March, 2023 |
| **31.** b) The following shares held as Investments could not be physically verified due to the non availability of share certificates since these have been lodged for transfer in the name of the Company/ lost in transit. | | |
| **Name of the Company's Shares** | | |
| Shalimar Rope Works Limited | 240 | 240 |
| Mangalore Refineries and Petrochemicals Limited | 100 | 100 |
| Graintech India Limited | 10 | 10 |
| Kanel Oil Export & Industries Limited | 2,400 | 2,400 |
| The Annamalai Ropeway Co. Limited | 680 | 680 |
| Bowreah Cotton Mills Limited | 814 | 814 |

**32.** Travelling expenditure incurred in Foreign Currency during the F.Y. 2023-24 is Rs. 50.34 lacs (P.Y. Rs 69.66 lacs)

**33.** This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006) has been determined to the extent such parties have been identified on the basis of information available with the Company.

| | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| (a) Principal amount remaining unpaid to any supplier as at the end of the accounting year | 0.44 | - |
| (b) Interest due thereon remaining unpaid to any supplier as at the end of the accounting yea | - | - |
| (c) Amount of interest paid under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during the accounting year | - | - |
| (d) Amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006) | - | - |
| (e) Amount of interest accrued and remaining unpaid at the end of accounting yea | - | - |
| (f) Amount of further interest remaining due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise | - | - |

**34.** Property Plant and Equipment includes land of Rs. 0.99 lacs which could not be reconciled from 01.04.2006 with the title deed in the absence of proper records and other evidences. Freehold land includes land of Rs. 2.09 lacs acquired by the government of West Bengal (L.A. Collector of 24, Parganas at Barasat, West Bengal) for refugee rehabilitations and reference case no. LA-11/45 of 1987-88 has been filed. Pending out come of such case, it has been shown at book value. Consequential adjustment if any will be made as per the outcome of the case.

**35. Related party disclosures**

Information on related party transactions as required by Ind AS - 24 - Related Party Disclosures for the year ended 31 March 2024

| Name of the related party | % 0f holding as on | |
|---|---|---|
| | 31 March, 2024 | 31 March, 2023 |
| **(a)(i)List of related parties, where control exists** | | |
| **Subsidiary*** | | |
| Sidhidata Tradecomm Limited | 100.00% | 100.00% |
| Golden Greeneries Private Limited | 93.75% | 93.75% |
| Maharaja Shree Umaid Mills Limited (MSUM) | 67.67% | 67.67% |
| Subhprada Greeneries Private Limited | 99.78% | 99.78% |
| Mahate Greenview Private Limited | 99.59% | 99.59% |
| LNB Renewable Energy Private Limited (LREPL) | 55.72% | 55.72% |

## Notes to the Standalone Financial Statements for the year ended 31 March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

**35. Related party disclosures (Contd.)**

Information on related party transactions as required by Ind AS - 24 - Related Party Disclosures for the year ended 31 March 2024

| | Name of the related party | % 0f holding as on | |
|---|---|---|---|
| | | 31 March, 2024 | 31 March, 2023 |
| **(a)(i)** | **List of related parties, where control exists (Contd.)** | | |
| | **Associates*** | | |
| | Kiran Vyapar Limited | 33.86% | 33.86% |
| | The Peria Karamalai Tea & Produce Company Limited | 35.60% | 34.03% |
| | M B Commercial Company Limited | 38.38% | 38.38% |
| | The General Investment Co Limited | 21.55% | 21.55% |
| | The Kishore Trading Co. Ltd. | 47.53% | 47.53% |
| | Amalgamated Development Limited | 47.07% | 47.07% |
| | (*) All the subsidiary and associate Companies have been incorporated in India. | | |
| **(ii)** | **Enterprise controlled by subsidiary** | | |
| | LNB Realty LLP ( till 07.08.2023) | 99.00% | 99.00% |
| | Sidhidata Power LLP ( till 20.08.2023) | 90.00% | 90.00% |
| | LNB Realty Private Limited (Subsidiary of Sidhidata Tradecomm w.e.f 08.08.2023) | 99.00% | 0.00% |
| | Sidhidata Power Private Limited (Subsidiary of Sidhidata Tradecomm w.e.f 21.08.2023) | 90.00% | 0.00% |
| | Sante Greenhub Private Limited | 88.52% | 88.52% |
| | Janardan Wind Energy Private Limited (Subsidiary of LREL) | 55.72% | 55.72% |
| | LNB Solar Energy Private Limited (Subsidiary of LREL) | 55.72% | 55.72% |
| | Palimarwar Solar House Private Limited (Subsidiary of LREL) | 55.72% | 55.72% |
| | Palimarwar Solar Project Private Limited (Subsidiary of LREL) | 55.72% | 55.72% |
| | LNB Wind Energy Private Limited (Subsidiary of LREL) | 55.72% | 55.72% |
| | Jubilee Hills Residency Private Limited (Subsidiary of LREL) | 55.72% | 55.72% |
| | Manifold Agricrops Pvt Ltd (Subsidiary of LREL) | 55.72% | 55.72% |
| | Parmarth Wind Energy Private Limited (Subsidiary of LREL) | 55.72% | 55.72% |
| | Sidhidata Solar Urja Limited Limited (Subsidiary of LREL) | 55.72% | 55.72% |
| | Yasheshvi Greenhub Pvt Ltd (Subsidiary of LREL) | 55.72% | 55.72% |
| | LNB Renewable Sustainability PTE Limited ( Foreign Subsidiary of LREL) | 55.72% | 55.72% |
| | LNB Renewable Suncity JV (Joint Venture of LREL) | 55.72% | 55.72% |
| | MSUM Texfab Limited (Subsidiary of MSUM) | 67.73% | 67.73% |
| | Shivphal Vinimay Pvt Ltd (Subsidiary of MSUM) | 67.73% | 0.00% |
| | PKT Plantations Limited (Subsidiary of MSUM) | 67.73% | 0.00% |

| | Name of the related party | Designation |
|---|---|---|
| **(iii)** | **Key managerial personnel ('KMP')** | |
| | Sri Lakshmi Niwas Bangur | Director |
| | Sri Yogesh Bangur | Joint Managing Director |
| | Ms. Sheetal Bangur | Managing Director |
| | Sri Ashwini Kumar Singh | Director |
| | Sri Amit Mehta | Director (w.e.f 16.01.2023) |
| | Sri Bhaskar Banerjee | Independent Director |
| | Sri Ramavtar Holani | Independent Director (w.e.f 23.04.2022) |
| | Sri Atul Krishna Tiwari | Company Secretary |

| | Name of the related party | Nature |
|---|---|---|
| **(iv)** | **Relative of key managerial personnel ('KMP')** | |
| | Smt. Alka Devi Bangur | Relative of Director |
| | Sri Shreeyash Bangur | Relative of Director |

## Notes to the Standalone Financial Statements for the year ended 31 March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

**35. Related party disclosures (Contd.)**

Information on related party transactions as required by Ind AS - 24 - Related Party Disclosures for the year ended 31 March 2024

**Name of the related party**

**(v) Enterprises over which KMP or relatives of KMP exercise control/significant influence:**

Agrajay Greenries Private Limited
Akruray Greenhub Private Limited
Anantay Greenview Private Limited
Apurva Export Private Limited
Basbey Greenview Private Limited
Chakrine Greenfield Private Limited
Dakshay Greeneries Private Limited
Dakshinay Greenpark Private Limited
Dharay Greenline Private Limited
Dishay Greenhub Private Limited
Eminence Agrifield Private Limited
Eminence Cropfield Private Limited
Eminence Harvest Private Limited
Iota Mtech Limited
Iota Mtech Power LLP
Jagatguru Greenpark Private Limited
Janardan Wind Energy Private Limited
Jiwanay Greenview Private Limited
Kapilay Greeneries Private Limited
LNB Real Estate Private Limited
LNB Solar Energy Private Limited
LNB Renewable Suncity JV
Mahate Greenview Private Limited
Manifold Agricrops Private Limited
Mantray Greenpark Private Limited
Palimarwar Solar House Private Limited
Palimarwar Solar Project Private Limited
Parmarth Wind Energy Private Limited
Pratapnay Greenfield Private Limited
Purnay Greenfield Private Limited
Raghabay Greenview Private Limited
Rawaye Greenpark Private Limited
Samay Industries Limited
Santay Greenfield Private Limited
Sante Greenhub Private Limited
Sarvay Greemhub Private Limited
Navjyoti Commodity Management Services Limited
Shree Krishna Agency Limited
Shreeshay Greenhub Private Limited
Sidhyayi Greenview Private Limited
Subhprada Greeneries Private Limited
Subiray Greeneries Private Limited
Sukhday Greenview Private Limited
Sulabhay Greenlake Private Limited
Sundaray Green City Private Limited
Suruchaye Greeneries Private Limited
Swatine Greenpark Private Limited
The Swadeshi Commercial Co. Ltd.
Uttaray Greenpark Private Limited
Virochanaye Greenfield Private Limited

## Notes to the Standalone Financial Statements for the year ended 31 March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

**35. Related party disclosures (Contd.)**

Information on related party transactions as required by Ind AS - 24 - Related Party Disclosures for the year ended 31 March 2024

**35. (b) Transactions during the year with Related parties (₹ in Lacs)**

| Particulars | Year ended 31 March, 2024 | Year ended 31 March, 2023 |
|---|---|---|
| **Deputational Income** | | |
| Maharaja Shree Umaid Mills Limited | 6.14 | 5.11 |
| **Director Fees (KMP)** | | |
| Lakshmi Niwas Bangur | 0.07 | 0.11 |
| **Director Remuneration (KMP)** | | |
| Sheetal Bangur | 115.84 | 105.59 |
| Yogesh Bangur | 155.77 | 138.02 |
| **Dividend Income** | | |
| Kiran Vyapar Limited | 92.38 | 138.57 |
| The Peria Karamalai Tea & Produce Co Limited | 5.38 | 9.78 |
| **Payment made to CS/CFO** | | |
| Atul Krishna Tiwari (w.e.f 09.08.2021) | 10.64 | 9.46 |
| **Interest Expenses** | | |
| Kiran Vyapar Limited | 186.40 | 309.94 |
| Shree Krishna Agency Limited | 55.24 | 27.26 |
| Alka Devi Bangur | 8.15 | 26.13 |
| Shreeyash Bangur | 5.63 | 1.15 |
| Lakshmi Niwas Bangur | 77.59 | 16.51 |
| Basbey Greenview Private Limited | 18.72 | 17.22 |
| Sarvay Greenhub Private Limited | 14.30 | 14.42 |
| The Peria Karamalai Tea & Produce Co Limited | 24.16 | 102.19 |
| Yogesh Bangur | 7.19 | 3.03 |
| Sarvadeva Greenpark Private Limited | 5.76 | 5.26 |
| Winsome Park Pvt Ltd | - | 13.91 |
| The Kishore Trading Co. Limited | - | 2.17 |
| Divyay Greeneries Pvt Ltd | 1.31 | 1.32 |
| IOTA Mtech Limited | 826.37 | 484.59 |
| Uttaray Greenpark Pvt Ltd | 10.40 | 9.30 |
| The General Investment Co. Limited | 12.30 | 12.79 |
| Samay Industries Ltd | 3.68 | 3.92 |
| Sheetal Bangur | 2.34 | 0.89 |
| **Interest Income** | | |
| Maharaja Shree Umaid Mills Limited | 27.18 | 666.26 |
| Kiran Vyapar Limited | 1.52 | - |
| M B Commercial Co Ltd | 37.17 | 5.90 |
| Navjyoti Commodity Management Services Limited | 54.50 | 18.46 |
| The General Investment Co Limited | 0.10 | - |
| The Kishore Trading Co Ltd | 0.59 | - |
| Parmarth Wind Energy Pvt ltd | - | 0.30 |
| Palimarwar Solar House Private Limited | - | 0.78 |
| Purnay Greenfield Pvt Ltd | 1.36 | - |
| Virochanaye Greenfield Pvt Ltd | 0.46 | 0.21 |
| Shree Krishna Agency Limited | - | 1.45 |
| LNB Realty LLP | 388.87 | 236.89 |

## Notes to the Standalone Financial Statements for the year ended 31 March, 2024
(All amounts in ₹ lakhs, unless otherwise stated)

**35. Related party disclosures (Contd.)**

Information on related party transactions as required by Ind AS - 24 - Related Party Disclosures for the year ended 31 March 2024

**(b) Transactions during the year with Related parties (₹ in Lacs) (Contd.)**

| Particulars | Year ended 31 March, 2024 | Year ended 31 March, 2023 |
|---|---|---|
| **Interest Income (Contd.)** | | |
| Dakshinay Greenpark Pvt Ltd | - | 0.00 |
| Sukhday Greenview Pvt Ltd | 0.38 | - |
| Winsome Park Pvt Ltd | 14.35 | 0.18 |
| Apurva Exports Pvt Ltd | 1.16 | 14.44 |
| Amalgamated Development Limited | 20.55 | 4.82 |
| Yasheshvi Greenhub Pvt Ltd | 12.59 | 13.66 |
| LNB Renewable Energy Limited | 7.59 | 1.41 |
| Anantay Greenview Private Limited | 0.96 | - |
| Suruchaye Greeneries Pvt Ltd | 0.48 | 0.00 |
| The Swadeshi Commercial Pvt Ltd | 0.16 | 0.17 |
| Amritpay Greenfield Pvt Ltd | 0.12 | 0.01 |
| **Loan Given** | | |
| Maharaja Shree Umaid Mills Limited | 13,050.00 | 19,125.00 |
| The Kishore Trading Co. Limited | 90.00 | - |
| Kiran Vyapar Limited | 3,100.00 | - |
| M B Commercial Co Ltd | 3,480.00 | 1,855.00 |
| The General Investment Co Limited | 95.00 | - |
| Shree Krishna Agency Limited | - | 2,070.00 |
| Virochanaye Greenfield Pvt Ltd | 1.70 | 5.30 |
| Parmarth Wind Energy Pvt ltd | - | 6.50 |
| Palimarwar Solar House Private Limited | - | 17.50 |
| Yasheshvi Greenhub Pvt Ltd | 207.00 | - |
| Amalgamated Development Limited | 362.00 | 190.00 |
| Anantay Greenview Pvt Ltd | 142.00 | - |
| LNB Realty LLP( till 07/08/2023) | 219.00 | 2,180.00 |
| LNB Realty Private Limited (w.e.f 08/08/2023) | 658.00 | - |
| Sukhday Greenview Pvt Ltd | 56.00 | - |
| Winsome Park Pvt Ltd | 1,931.00 | 43.00 |
| LNB Renewable Energy Limited | 1,605.00 | 945.00 |
| Apurva Export Limited | 148.00 | 69.00 |
| The Swadeshi Commercial Co. Limited | 22.00 | 24.00 |
| Navjyoti Commodity Management Services Limited | 1,155.00 | 650.00 |
| Purnay Greenfield Pvt Ltd | 200.00 | - |
| Amritpay Greenfield Pvt Ltd | 2.00 | 0.50 |
| Suruchaye Greeneries Pvt Ltd | 36.50 | 3.00 |
| **Loan Repaid** | | |
| Subhprada Greeneries Pvt Ltd | - | - |
| The General Investment Co. Limited | 165.00 | - |
| Kiran Vyapar Limited | 20,390.00 | 25,615.00 |
| Shree Krishna Agency Limited | 3,975.00 | 3,880.00 |
| Basbey Greenview Private Limited | 243.50 | 1.50 |
| Divyay Greeneries Pvt Ltd | 17.00 | - |
| Sarvadeva Greenpark Private Limited | 75.00 | - |

## Notes to the Standalone Financial Statements for the year ended 31 March, 2024
(All amounts in ₹ lakhs, unless otherwise stated)

**35. Related party disclosures (Contd.)**

Information on related party transactions as required by Ind AS - 24 - Related Party Disclosures for the year ended 31 March 2024

**(b) Transactions during the year with Related parties (₹ in Lacs) (Contd.)**

| Particulars | Year ended 31 March, 2024 | Year ended 31 March, 2023 |
|---|---|---|
| **Loan Repaid (Contd.)** | | |
| Sarvay Greenhub Pvt Ltd | 186.00 | - |
| The Peria Karamalai Tea & Produce Co Limited | 1,465.00 | 4,460.00 |
| Yogesh Bangur | 210.00 | 103.00 |
| Shreeyash Bangur | 394.50 | 16.50 |
| Lakshmi Niwas Bangur | 2,748.00 | 1,114.00 |
| Uttaray Greenpark Pvt Ltd | 137.00 | 23.00 |
| Iota Mtech Limited | 2,599.00 | 772.00 |
| The Kishore Trading Co. Limited | - | 80.00 |
| Winsome Pvt Ltd | - | 358.00 |
| Alka Devi Bangur | 252.60 | 507.40 |
| Samay Industries Ltd | 299.60 | 418.00 |
| Sheetal Bangur | 220.00 | 100.00 |
| **Loan Repayment Received** | | |
| Amalgamated Development Limited | 362.00 | 190.00 |
| Amritpay Greenfield Pvt Ltd | 2.50 | - |
| Maharaja Shree Umaid Mills Limited | 10,850.00 | 19,125.00 |
| Kiran Vyapar Limited | 2,600.00 | - |
| Apurva Export Pvt Ltd | 166.00 | 448.50 |
| M B Commercial Co Ltd | 310.00 | 1,855.00 |
| LNB Renewable Energy Limited | 1,605.00 | 945.00 |
| LNB Realty Pvt Ltd | 290.00 | - |
| LNB Realty LLP | 50.00 | - |
| Suruchaye Greeneries Pvt Ltd | 3.50 | - |
| The Swadeshi Commercial Co. Limited | 22.00 | 24.00 |
| Palimarwar Solar House Private Limited | - | 17.50 |
| Winsome Park Pvt. Ltd. | 1,513.00 | 43.00 |
| The Kishore Trading Co. Limited | 90.00 | - |
| Shree Krishna Agency Limited | - | 2,070.00 |
| Parmarth Wind Energy Pvt. Ltd. | - | 6.50 |
| Navjyoti Commodity Management Services Limited | 50.00 | - |
| Virochanaye Greenfield Pvt Ltd | 7.50 | - |
| Yasheshvi Greenhub Pvt Ltd | 207.00 | 275.00 |
| Dakshinay Greenpark Private Limited | - | 12.00 |
| **Loan Taken** | | |
| Kiran Vyapar Limited | 19,390.00 | 25,100.00 |
| The Peria Karamalai Tea & Produce Co Limited | 1,040.00 | - |
| Shree Krishna Agency Limited | 2,475.00 | 5,380.00 |
| Basbey Greenview Private Limited | - | 245.00 |
| Iota Mtech Limited | 4,325.00 | 8,250.00 |
| Sarvadeva Greenpark Pvt Ltd | - | 75.00 |
| Alka Devi Bangur | 50.00 | 375.00 |
| Shreeyash Bangur | 461.00 | 39.00 |
| Yogesh Bangur | 225.00 | - |

## Notes to the Standalone Financial Statements for the year ended 31 March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

**35. Related party disclosures (Contd.)**

Information on related party transactions as required by Ind AS - 24 - Related Party Disclosures for the year ended 31 March 2024

**(b) Transactions during the year with Related parties (₹ in Lacs) (Contd.)**

| | Particulars | Year ended 31 March, 2024 | Year ended 31 March, 2023 |
|---|---|---|---|
| | **Loan Taken (Contd.)** | | |
| | Sheetal Bangur | 228.00 | 105.50 |
| | Lakshmi Niwas Bangur | 2,595.00 | 1,300.00 |
| | Uttaray Greenpark Pvt Ltd | - | 160.00 |
| | Samay Industries Ltd | 296.50 | 426.00 |
| | **Printing & Stationery** | | |
| | Samay Industries Limited | 1.30 | 1.68 |
| | **Reimbursement of Expenses** | | |
| | Maharaja Shree Umaid Mills Limited | - | - |
| | M B Commercial Co Ltd | - | 0.47 |
| | Sidhidata Tradecomm Limited | - | 0.51 |
| | Subhprada Greeneries Pvt Ltd | - | 0.39 |
| | Winsome Park Pvt Ltd | - | 0.67 |
| | Shree Krishna Agency Limited | - | 0.90 |
| | The Kishore Trading Co. Limited | - | 0.46 |
| | **Rent Paid(including other charges)** | | |
| | LNB Realty LLP( till 07/08/2023) | 17.90 | - |
| | LNB Realty Private Limited (w.e.f 08/08/2023) | 35.34 | - |
| | M B Commercial Co Ltd | 17.54 | - |
| | **Purchase of Investments (Equity Shares)** | | |
| | The Peria Karamalai Tea & Produce Co Limited | - | 443.29 |
| | Winsome Greenpark Pvt Ltd | 92.52 | - |
| | LNB Renewable Energy (Pvt.) Ltd | - | 3,998.77 |
| | Maharaja Shree Umaid Mills Ltd | - | 2,110.31 |
| | Virochanaye Greenfield Pvt Ltd | - | 70.24 |
| | **Purcahse of Investments (Preference Shares)** | | |
| | Amalgamated Development Limited - (OCRPS) | 1,360.56 | - |
| **(c)** | **Balances with related parties at year end** | | |
| **(i)** | **Year end receivable (Loan given and interest accrured)** | | |
| | IOTA Mtech Limited | - | - |
| | Maharaja Shree Umaid Mills Limited | 2,200.00 | - |
| | Kiran Vyapar Ltd | 500.00 | - |
| | M B Commercial Co Ltd | 3,170.00 | - |
| | Apurva Export Limited | - | 18.00 |
| | Anantay Greenview Pvt Ltd | 142.00 | - |
| | Manifold Agricrops Pvt Ltd | - | - |
| | Jagatguru Greepark Pvt Ltd | - | - |
| | Mahate Greenview Private Limited | - | - |
| | Dakshinay Greenpark Pvt Ltd | - | - |
| | Dharay Greenline Pvt Ltd | - | - |
| | LNB Realty Pvt Ltd | 5,413.50 | 4,876.50 |
| | Navjyoti Commodities Management Services Limited | 1,755.00 | 650.00 |
| | Purnay greenfield Pvt Ltd | 200.00 | - |
| | Suruchaye Greeneries Pvt Ltd | 36.00 | 3.00 |

## Notes to the Standalone Financial Statements for the year ended 31 March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

**35. Related party disclosures (Contd.)**

Information on related party transactions as required by Ind AS - 24 - Related Party Disclosures for the year ended 31 March 2024

**(c) Balances with related parties at year end (Contd.)**

| | Particulars | Year ended 31 March, 2024 | Year ended 31 March, 2023 |
|---|---|---|---|
| **(i)** | **Year end receivable (Loan given and interest accrured) (Contd.)** | | |
| | Sukhday Greenview Pvt Ltd | 56.00 | - |
| | The General Investment Co Ltd | 95.00 | - |
| | Uttaray Greenpark Pvt Ltd | - | - |
| | Virochanaye Greenfield Pvt Ltd | - | 5.80 |
| | Yasheshvi Greenhub Pvt Ltd | - | - |
| | Amritpay Greenfield Pvt Ltd | - | 0.50 |
| | Winsome Park Pvt Ltd | 418.00 | - |
| **(ii)** | **Investment in Sub-Hybrid Facility** | | |
| | Closing Balance | 7,569.09 | 6,800.51 |
| **(iii)** | **Year end Payable (Loan Taken and interest Payable)** | | |
| | Kiran Vypapar Limited | - | 1,000.00 |
| | The Peria Karamalai Tea & Produce Co. Ltd | - | 425.00 |
| | Alka Devi Bangur | - | 202.60 |
| | Shreeyash Bangur | 95.50 | 29.00 |
| | The General Investment Co. Limited | - | 165.00 |
| | Lakshmi Niwas Bangur | 33.00 | 186.00 |
| | Yogesh Bangur | 15.00 | - |
| | Shree Krishna Agency Limited | - | 1,499.93 |
| | The Kishore Trading Co. Limited | - | - |
| | Sarvay Greenhub Private Limited | - | 186.00 |
| | Satyawatche Greeneries Pvt Ltd | - | - |
| | Divyay Greeneries Pvt Ltd | - | 17.00 |
| | IOTA Mtech Limited | 11,751.00 | 10,025.00 |
| | Basbey Greenview Private Limited | - | 243.50 |
| | Sarvadeva Greenpark Private Limited | - | 75.00 |
| | Uttaray Greenpark Pvt Ltd | - | 137.00 |
| | Samay Industries Limited | 4.90 | 8.00 |
| | Sheetal Bangur | 13.50 | 5.50 |
| **(iv)** | **Year end Payables(Rent and others)** | | |
| | LNB Realty Private Limited | 4.90 | - |

| | Particulars | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|---|
| **36.** | **Fair value measurement** | | |
| **(a)** | **Category wise classification of financial instruments** | | |
| **A.** | **Financial assets:** | | |
| | **Carried at amortised cost** | | |
| | Cash and cash equivalents | 1,638.70 | 262.01 |
| | Other Bank Balance | 10.00 | - |
| | Loans | 29,634.19 | 17,805.36 |
| | Investments | 32,429.10 | 30,991.68 |
| | Other financial assets | 310.14 | 102.03 |
| | | **64,022.13** | **49,161.08** |

## Notes to the Standalone Financial Statements for the year ended 31 March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

| | Particulars | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|---|
| **36.** | **Fair value measurement (Contd.)** | | |
| **(a)** | **Category wise classification of financial instruments (Contd.)** | | |
| **A.** | **Financial assets: (Contd.)** | | |
| | **Carried at FVTPL** | | |
| | Investments | 16,039.99 | 21,435.23 |
| | | **16,039.99** | **21,435.23** |
| | **Carried at FVTOCI** | | |
| | Investments in Equity Instruments | 21,506.52 | 23,402.31 |
| | | **21,506.52** | **23,402.31** |
| | | | |
| | | **101,568.64** | **93,998.61** |
| **B.** | **Financial liabilities** | | |
| | **Measured at amortised cost** | | |
| | Borrowings | 20,696.73 | 25,994.38 |
| | Other financial liabilities | 294.63 | 462.69 |
| | | **20,991.36** | **26,457.07** |

**(b) Fair value hierarchy**

The fair value of financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced sale or liquidation sale. Methods and assumptions used to estimate the fair values are consistent in all the years. Fair value of financial instruments referred to in note (a) above has been classified into three categories depending on the inputs used in the valuation technique. The hierarchy gives the highest priority to quoted prices in active markets for identical assets and liabilities and lowest priority to unobservable entity specific inputs.

| Particulars | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| **Level 1 (Quoted prices in active market)** | | |
| **Financial assets measured at FVTOCI** | | |
| Investments in quoted equity instruments | 14,970.36 | 12,748.27 |
| **Financial assets measured at FVTPL** | | |
| Investments in mutual funds | 695.61 | 8,357.53 |
| **Level 3 (Significant observable inputs)** | | |
| **Financial assets measured at FVTOCI** | | |
| Investments in unquoted equity instruments | 4,775.94 | 9,246.90 |
| Investments in preference instruments | 1,760.23 | 1,407.14 |
| **Financial assets measured at FVTPL** | | |
| Investments in venture capital funds | 1,719.80 | 2,292.30 |
| Investments in Sub Hybrid Facility | 7,569.09 | 6,800.51 |
| Investments in Hybrid Facility | 6,055.49 | 3,984.88 |
| | **37,546.51** | **44,837.54** |

**(c) Fair value of assets and liabilities measured at cost/amortised cost**

The carrying amount of financial assets and financial liabilities measured at amortised cost are a reasonable approximation of their fair values since the Company does not anticipate that the carrying amount would be significantly different from the values that would be eventually received or settled. Management assessed that fair values of cash and cash equivalents, bank deposits, loans, trade receivables, and other financial liabilities approximate their carrying amounts of these instruments.

**(d) Valuation process and technique used to determine fair value for investments valued using significant unobservable inputs (level 3)**

Specific valuation techniques used to value financial instruments include:

(i) Investments in unquoted equity and preference instruments of operational entities are valued by discounting the aggregate future cash flows (both principal and interest cash flows) with risk-adjusted discounting rate.

(ii) Investments in venture capital funds are valued by use of net asset value certificates from the investee parties.

## Notes to the Standalone Financial Statements for the year ended 31 March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

### 37. Financial risk management

The Company is a Non-Banking Financial Company, Non deposit taking, categorised as Middle Layer (NBFC-ND-ML) pursuant to Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023 and is registered with the Reserve Bank of India. Its business activities is exposed to various financial risks associated with financials products such as credit or default risk, market risk, interest rate risk, liquidity risk and inflationary risk. However, the Company has a robust financial risk management system in place to identify, evaluate, manage and mitigate various risks associated with its financial products to ensure that desired financial objectives are met. The Company's senior management is responsible for establishing and monitoring the risk management framework within its overall risk management objectives and strategies, as approved by the Board of Directors. Such risk management strategies and objectives are established to identify and analyse potential risks faced by the Company, set and monitor appropriate risk limits and controls, periodically review the changes in market conditions and assess risk management performance. Any change in Company's risk management objectives and policies needs prior approval of it's Board of Directors.

#### (a) Credit risk

This risk is common to all investors who invest in bonds and debt instruments and it refers to a situation where a particular bond issuer is unable to make the expected principal payments, interest rate payments, or both. Similarly, a lender bears the risk that the borrower may default in the payment of contractual interest or principal on its debt obligations, or both. The entity continuously monitors defaults of customers and other counterparties and incorporates this information into its credit risk controls.

**Financial instruments**

Risk concentration is minimized by investing in highly rated, investment grade bonds and debt instruments, particularly Government and PSU Bonds which has the least risk of default. The Company lends to borrowers with a good credit score . These investments and loans are reviewed by the Board of Directors on a regular basis.

During the financial year under review 6 loan accounts have been catergorised as NPA. The Rate of provision for expected credit loss has been calculated @ .50% which is higher than the rate of provision for stanadard assets ie 0.40%as per RBI mater directors. Therefore the provision has been made @ 0.50% as per ECL calculation on both standard loan assets (which are credit impared) and non performing assets.

#### (b) Market risk

Market risk is a form of systematic risk associated with the day-to-day fluctuation in the market prices of shares and securities and such market risk affects all securities and investors in the same manner. These daily price fluctuations follows its own broad trends and cycles and are more news and transaction driven rather than fundamentals and many a times, it may affect the returns from an investment. Market risks majorly comprises of two types - interest rate risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risks include borrowings and investments.

**Interest rate risk**

Interest rate risk is a type of systematic risk that particularly affects fixed rate debt instruments like bonds and debentures. The value of the fixed-rate debt instruments generally decline due to rise in interest rates and vice versa. The rationale is that a bond is a promise of a future stream of payments; an investor will offer less for a bond that pays-out at a rate lower than the rates offered in the current market. A rising interest rate scenario also affects the Company's interest expenditure on borrowed funds.

The Company monitors the interest rate scenarios on a regular basis and accordingly takes investments decisions as whether to invest in fixed rate debt instruments, shares and securities at a particular point of time. Further, the Company's borrowings are short-term in nature and carry a fixed rate of interest and the company is in a position to pass on the rise in interest rates to its borrowers. However, the borrowings of the Company are not significant to the financial statements.

## Notes to the Standalone Financial Statements for the year ended 31 March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

### 37. Financial risk management (Contd.)

| Particulars | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| **a. Interest bearing investments** | | |
| Investments at variable interest rate | 1,719.80 | 2,292.30 |
| Investments at fixed interest rate | 0.00 | 65.00 |
| **Total interest bearing investments** | **1,719.80** | **2,357.30** |
| **Percentage of investments at variable interest rate** | **100%** | **97%** |
| **b. Borrowings** | | |
| Borrowings at variable interest rate | - | 3,000.00 |
| Borrowings at fixed interest rate | 20,696.73 | 22,994.38 |
| **Total borrowings** | **20,696.73** | **25,994.38** |
| **Percentage of borrowings at variable interest rate** | **0.00%** | **11.54%** |

**Price risk**

Price risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market traded price. It arises from financial assets such as investments in equity instruments, bonds, mutual funds etc. The Company is exposed to price risk arising mainly from investments carried at fair value through FVTPL or FVOCI which are valued using quoted prices in active markets (level 1 investments). A sensitivity analysis demonstrating the impact of change in market prices of these instruments from the prices existing as at the reporting date is given below:

| Particulars | Carrying value as at | |
|---|---|---|
| | 31 March, 2024 | 31 March, 2023 |
| Investments carried at FVTPL or FVOCI valued using quoted prices in active market | 15,665.96 | 21,105.80 |
| **Particulars** | **Sensitivity analysis on total comprehensive income upon fluctuation of market prices** | |
| | **Increase by 10%** | **Decrease by 10%** |
| Impact on total comprehensive income for year ended 31 March 2024 | 1,566.60 | (1,566.60) |
| Impact on total comprehensive income for year ended 31 March 2023 | 2,110.58 | (2,110.58) |

### (c) Liquidity risk:

Liquidity refers to the readiness of the Company to sell and realise its financial assets. Liquidity risk is one of the most critical risk factors for Companies which is into the business of investments in shares and securities. It is the risk of not being able to realise the true price of a financial asset, or is not being able to sell the financial asset at all because of non-availability of buyers. Unwillingness to lend or restricted lending by Banks and Financial Institutions may also lead to liquidity concerns for the entities.

The Company maintains a well-diversified portfolio of investments in shares and securities which are saleable at any given point of time. A dedicated team of market experts are monitoring the markets on a continuous basis, which advises the management for timely purchase or sale of securities. The Company is currently having a mix of both short-term and long-term investments. The management ensures to manage it's cash flows and asset liability patterns to ensure that the financial obligations are satisfied in timely manner.

The following table shows the remaining contractual maturities of financial liabilities at the reporting date. The amounts reported are on gross and undiscounted basis.

## Notes to the Standalone Financial Statements for the year ended 31 March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

### 37. Financial risk management (Contd.)

| Particulars | Less than 1 year | Between 1 to 5 years | Over 5 years | Total |
|---|---|---|---|---|
| **As at 31 March 2024** | | | | |
| Borrowings (other than debt securities) | 20,488.51 | 208.22 | - | 20,696.73 |
| Other financial liabilities | 294.63 | - | - | 294.63 |
| | **20,783.14** | **208.22** | **-** | **20,991.36** |
| **As at 31 March 2023** | | | | |
| Borrowings (other than debt securities) | 17,263.90 | 8,730.48 | - | 25,994.37 |
| Other financial liabilities | 462.69 | - | - | 462.69 |
| | **17,726.59** | **8,730.48** | **-** | **26,457.06** |

### (d) Inflationary risk

Inflationary or purchasing power risk refers to the variation in investor returns caused by inflation. It is the risk that results in increase of the prices of goods and services which results in decrease of purchasing power of money, and likely negatively impact the value of investments. The two important sources of inflation are rising costs of production and excess demand for goods and services in relation to their supply. Inflation and interest rate risks are closely related as interest rates generally go up with inflation.

The Company closely monitors the inflation data and analyses the reasons for wide fluctuations thereof and its effect on various sectors and businesses. The main objective is to avoid inflationary risk and accordingly invest in securities and debt instruments that provides higher returns as compared to the inflation in long-term.

### 38. Capital management

For the purpose of Company's capital management, capital includes issued equity share capital, other equity reserves and borrowed capital less cash and cash equivalents. The primary objective of capital management is to maintain an efficient capital structure to reduce the cost of capital, support corporate expansion strategies and to maximize shareholder's value.

The entity manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the entity may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The entity monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The entity's policy is to keep an optimum gearing ratio. The entity includes within net debt, interest bearing loans and borrowings less cash and cash equivalents.

Following table summarizes the capital structure of the Company.

| Particulars | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| Borrowings | 20,696.73 | 25,994.38 |
| Less: Cash and cash equivalents (including other bank balances) | 1,648.70 | 262.01 |
| **Adjusted net debt** | **19,048.03** | **25,732.37** |
| Total equity (*) | 83,580.76 | 70,191.88 |
| **Net debt to equity ratio** | **0.23** | **0.37** |

(*) Equity includes capital and all reserves of the Company that are managed as capital.

## Notes to the Standalone Financial Statements for the year ended 31 March, 2024

(All amounts in ₹ crores, unless otherwise stated)

**39. (a)** Additional disclosures pursuant to the RBI guidelines and notifications: [Annex XXII of Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023]

Being given pursuant to paragraph 2.8 of the Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023

| | | 31 March, 2024 | 31 March, 2023 |
|---|---|---|---|
| **i)** | **Capital** | | |
| | Capital to Risk/Weighted Assets Ratio (CRAR) (%) (*) | 61.28% | 51.11% |
| | CRAR-Tier I Capital (%) | 60.08% | 50.94% |
| | CRAR-Tier II Capital (%) | 1.20% | 0.16% |
| | Amount of subordinated debt raised as Tier-II Capital | - | - |
| | Amount raised by issue of Perpetual Debt Instruments | - | - |
| | (*) CRAR has been calculated based on RBI clarification issued vide notification dated 13 March 2020 | | |
| **ii)** | **Investments** | | |
| | **A. Value of Investments** | | |
| | Gross Value of Investments: | | |
| | a) In India | 699.77 | 758.30 |
| | b) Outside India | - | - |
| | Provisions for Depreciation: | | |
| | a) In India | 0.0092 | 0.0092 |
| | b) Outside India | - | - |
| | Net Value of Investments | | |
| | a) In India | 699.76 | 758.29 |
| | b) Outside India | | |
| | **B. Movement of provisions held towards depreciation on investments** | | |
| | Opening Balance | 0.0092 | 0.0092 |
| | Add: Provisions made during the year | - | - |
| | Less: Write-off/Write-back of excess provisions during the year | - | - |
| | Closing Balance | 0.0092 | 0.0092 |
| **iii)** | **Derivatives** | | |
| | The Company does not have any derivatives exposure in the current and previous financial year. | | |
| **iv)** | **Disclosures relating to securitisation** | | |
| | The company does not have any securitisation transaction in current and previous financial year. | | |
| **v)** | **Asset Liability Management** | | |
| | Disclosures relating to maturity pattern of certain items of assets and liabilities are given in Note 40 | | |
| **vi)** | **Exposures** | | |
| | **A) Exposure to Real Estate Sector** | | |
| | **Category** | | |
| | a) Direct Exposure | | |
| | i) Residential Mortgages- | | |
| | Lending fully secured by mortgages on residential property that is or will be occupied by the borrower or that is rented. Exposure would also include non-fund based (NFB) limits. | 12.38 | 16.45 |

## Notes to the Standalone Financial Statements for the year ended 31 March, 2024

(All amounts in ₹ crores, unless otherwise stated)

**39. (a)** Additional disclosures pursuant to the RBI guidelines and notifications: [Annex XXII of Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023]

Being given pursuant to paragraph 2.8 of the Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023 **(Contd.)**

| | 31 March, 2024 | 31 March, 2023 |
|---|---|---|
| **vi) Exposures (Contd.)** | | **(₹ In Crores)** |
| **A) Exposure to Real Estate Sector (Contd.)** | | |
| **Category (Contd.)** | | |
| **a) Direct Exposure (Contd.)** | | |
| ii) 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 would also include non-fund based limits | 80.26 | 15.45 |
| iii) Investments in Mortgage Backed Securities (MBS) and other securitized exposures - | | |
| I. Residential | - | - |
| II. Commercial Real Estate | - | - |
| **b) In- Direct Exposure [Pursunat to Annex VII of Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023]** | | |
| Fund based and non-fund-based exposures on National Housing Bank and Housing Finance Companies. | - | - |
| **Total Exposure to Real Estate Sector** | **92.65** | **31.90** |
| **B) Exposure to Capital Market** | | |
| i) 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; | 238.81 | 248.19 |
| ii) 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; | - | - |
| iii) 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; | - | - |
| iv) 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; | - | - |
| v) secured and unsecured advances to stockbrokers and guarantees issued on behalf of stockbrokers and market makers; | - | - |
| vi) 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; | - | - |
| vii) bridge loans to companies against expected equity flows / issues; | - | - |
| viii) Underwriting commitments taken up by the NBFCs in respect of primary issue of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds | - | - |
| ix) Financing to stockbrokers for margin trading | - | - |
| x) all exposures to Venture Capital Funds (both registered and unregistered) | | |
| (i) Category I | 4.98 | 5.01 |
| (ii) Category II | - | - |
| (iii) Category III | - | - |
| (iv) Others | 12.22 | 17.91 |
| **Total Exposure to Capital Market** | **256.01** | **271.11** |

## Notes to the Standalone Financial Statements for the year ended 31 March, 2024

(All amounts in ₹ crores, unless otherwise stated)

**39. (a)** Additional disclosures pursuant to the RBI guidelines and notifications: [Annex XXII of Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023]

Being given pursuant to paragraph 2.8 of the Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023 **(Contd.)**

**vi) Exposures (Contd.)**

**C) Details of financing of parent company products**

The Company does not have a parent company and accordingly no disclosures required.

**D) Details of Single Borrower Limit (SBL)/Group Borrower Limit (GBL) exceeded by the NBFC**

There are no instances of exceeding the single and group borrowing limit by the Company during the current and previous year.

**E) Unsecured Advances**

The Company does not have any unsecured advances for which intangible securities such as charge over rights, license, authority, etc. has been taken.

**vii) Miscellaneous**

**A) Registration obtained from other financial sector regulators**

The Company has not obtained any registration from other financial sector regulators.

**B) Disclosure of Penalties imposed by RBI and other regulators**

There have been no penalties imposed on the Company by RBI or other financial sector regulators during the current and previous financial year.

**C) Related Party Transactions**

Details of all material related party transactions are disclosed in Note 35.

**D) Ratings assigned by credit rating agencies and migration of ratings during the year**

Not applicable

**E) Remuneration of Directors**

Details relating to remuneration of directors are disclosed in Note 35**.** All pecuniary relationship or transactions of the Non Executive Directors vis a vis have been disclosed in the Annual Report.

**F) Management**

The management discussion and analysis report for the year ended March 31, 2024 forms part of the Annual Report.

**G) Net Profit or Loss for the period, prior period items and changes in accounting policies**

Details relating to Net Profit or Loss for the period, prior period items and changes in accounting policies forms part of the Annual Report.

**H) Revenue Recognition**

Details relating to Revenue Recognition forms part of the Annual Report.

**I) Consilidated Financial Statements (CFS)**

The consolidated financial statement has been prepared in accordance with Indian Accounting Standards notified under section 133 of the Companies Act 2013 (“The Act”), read together with the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time (‘Ind AS’) along with other relevant provisions of the Act; Master Direction - Reserve Bank of India Non-Banking Financial Company - Scale Based Regulation) Directions, 2023 (‘the NBFC Master Directions’) issued by RBI and the regulatory guidance on implementation of Ind AS notified by the RBI vide notification dated 13 March 2020. The said consolidated Financial statement forms part of the Annual Report.

## Notes to the Standalone Financial Statements for the year ended 31 March, 2024

(All amounts in ₹ crores, unless otherwise stated)

**39. (a)** Additional disclosures pursuant to the RBI guidelines and notifications: [Annex XXII of Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023]

Being given pursuant to paragraph 2.8 of the Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023 **(Contd.)**

**viii) Additional Disclosures**

| | 31 March, 2024 | 31 March, 2023 |
|---|---|---|
| **A) Provisions and Contingencies** | | |
| **Break up of 'Provisions and Contingencies' shown under the head Expenditure in Statement of Profit and Loss** | | |
| Provisions for depreciation on Investment | - | - |
| Provision towards NPA | 4.27 | 0.12 |
| Provision made towards Income tax | 1.45 | 1.20 |
| Other Provision and Contingencies (employee benefits) | 0.27 | 0.08 |
| Provision for Standard Assets | 0.73 | (0.33) |
| **B) Draw Down from Reserves** | | |
| There have been no instances of draw down from reserves by the Company during the current and previous financial year. | | |
| **C) Concentration of Advances, Exposures and NPAs** | | |
| **a) Concentration of Advances** | | |
| Total Advances to twenty largest borrowers | 300.62 | 178.88 |
| Percentage of Advances to twenty largest borrowers to Total Advances | 99.48% | 100.00% |
| **b) Concentration of Exposures** | | |
| Total exposure to twenty largest borrowers/customers | 503.37 | 187.51 |
| Percentage of exposures to twenty largest borrowers / customers to Total Exposure | 99.69% | 100% |
| **c) Concentration of NPAs** | | |
| Total exposure to top four NPA accounts | 15.82 | 1.24 |

| | Percentage of NPAs to Total Advances in that sector | |
|---|---|---|
| | **31 March, 2024** | **31 March, 2023** |
| **d) Sector-wise NPAs** | | |
| Agriculture & allied activities | Nil | Nil |
| MSME | Nil | Nil |
| Corporate borrowers | 2.10% | 0.73% |
| Services | Nil | Nil |
| Unsecured personal loans | Nil | Nil |
| Auto loans | Nil | Nil |
| Other personal loans | 11.49% | 0.28% |
| **e) Movement of NPAs** | | |
| i) Net NPAs to Net Advances (%) | 4.07% | 0.61% |
| ii) Movement of NPAs (Gross) | | |
| a) Opening Balance | 1.24 | - |
| b) Additions during the year | 15.21 | 1.24 |
| c) Reductions during the year | - | - |
| d) Closing balance | 16.45 | 1.24 |

## Notes to the Standalone Financial Statements for the year ended 31 March, 2024
(All amounts in ₹ crores, unless otherwise stated)

**39. (a)** Additional disclosures pursuant to the RBI guidelines and notifications: [Annex XXII of Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023]

Being given pursuant to paragraph 2.8 of the Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023 **(Contd.)**

**viii) Additional Disclosures (Contd.)**

| | 31 March, 2024 | 31 March, 2023 |
|---|---|---|
| **C) Concentration of Advances, Exposures and NPAs (Contd.)** | | |
| **e) Movement of NPAs (Contd.)** | | |
| iii) Movement of Net NPAs | | |
| a) Opening Balance | 1.08 | - |
| b) Additions during the year | 10.98 | 1.08 |
| c) Reductions during the year | - | - |
| d) Closing balance | 12.06 | 1.08 |
| iv) Movement of provisions for NPAs (excluding provisions on standard assets) | | |
| a) Opening Balance | 0.16 | - |
| b) Provisions made during the year | 4.23 | 0.16 |
| c) Write-off/write-back of excess provisions | - | - |
| d) Closing balance | 4.39 | 0.16 |
| **f) Overseas Assets (for those with Joint Ventures and Subsidiaries abroad)** | | |
| The Company did not have any overseas assets during the current and previous year. | | |
| **g) Off-balance sheet SPVs sponsored** | | |
| (which are required to be consolidated as per accounting norms) | | |
| The Company did not sponsor any SPVs during the current and previous financial year. | | |
| **ix) Disclosure of complaints** | | |
| **Summary information on complaints received by the NBFCs from customers and from the Offices of Ombudsman:** | | |
| a) No. of complaints pending at the beginning of the year | - | - |
| b) No. of complaints received during the year | - | - |
| c) No. of complaints redressed during the year | - | - |
| d) No. of complaints pending at the end of the year | - | - |

## Notes to the Standalone Financial Statements for the year ended 31 March, 2024

(All amounts in ₹ crores, unless otherwise stated)

**39. (b) Disclosures given pursuant to Annexure VII of the Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023**

**A) Sectoral exposure:-**

| Sectors | As at 31 March 2024 | | | As at 31 March 2023 | | |
|---|---|---|---|---|---|---|
| | Total Exposure (includes on balance sheet and off-balance sheet exposure) (₹ crore) | Gross NPAs (₹ crore) | Percentage of Gross NPAs to total exposure in that sector | Total Exposure (includes on balance sheet and off-balance sheet exposure) (₹ crore) | Gross NPAs (₹ crore) | Percentage of Gross NPAs to total exposure in that sector |
| **1. Agriculture and Allied Activities** | **-** | **-** | **NA** | **-** | **-** | **NA** |
| **2. Industry** | | | | | | |
| i. Textile | 22.00 | - | NA | - | - | NA |
| ii. Other | 0.00 | - | NA | 0.00 | - | NA |
| **Total of Industry** | **22.00** | **0.00** | | **0.00** | **-** | |
| **3. Services** | | | | | | |
| i. Computer Software | 0.00 | 0.00 | NA | 0.00 | 0.00 | NA |
| ii. NBFC | 5.95 | - | NA | 0.00 | - | NA |
| **Total of Services(i+ii)** | **5.95** | **0.00** | | **0.00** | **-** | |
| **4. Personal Loans** | | | | | | |
| i Others | 87.68 | 12.38 | 14.12% | 15.44 | **-** | NA |
| **Total of Personal Loans** | **87.68** | **12.38** | | **15.44** | **-** | |
| **5. Others** | | | | | | |
| Real estate | 20.13 | - | NA | 15.45 | - | NA |
| Other | 166.43 | 4.07 | 2.45% | 148.00 | 1.24 | 0.84% |
| **Total of Other** | **186.55** | **4.07** | | **163.44** | **1.24** | |

| | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| **B) Intra-group exposures** | | |
| i) Total amount of intra-group exposures | 456.68 | 337.82 |
| ii) Total amount of top 20 intra-group exposures | 456.68 | 337.82 |
| iii) Percentage of intra-group exposures to total exposure of the NBFC on borrowers/customers | **67.75%** | **34.22%** |
| **C) Net Profit or Loss for the period, prior period items and changes in accounting policies** | | |
| Details relating to Net Profit or Loss for the period, prior period items and changes in accounting policies forms part of the annual report. | | |
| **D) Related Party Disclosures** | | |
| Details of all material related party disclosures are given in note 39 (c) | | |
| **E) Disclosure of Complaints** | | |
| Summary information on complaints received by the NBFCs from customers and from the Offices of Ombudsman | | |
| Complaints received by the NBFC from its customers | | |
| a) No. of complaints pending at the beginning of the year | - | - |
| b) No. of complaints received during the year | - | - |
| c) No. of complaints redressed during the year | | |
| c.1) Of which, number of complaints rejected by the NBFC | - | - |
| d) No. of complaints pending at the end of the year | | |
| Maintainable complaints received by the NBFC from Office of Ombudsman | - | - |

**Notes to the Standalone Financial Statements for the year ended 31 March, 2024**
(All amounts in ₹ crores, unless otherwise stated)

**39. (b) Disclosures given pursuant to Annexure VII of the Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023 (Contd.)**

**E) Disclosure of Complaints (Contd.)**

**e) Number of maintainable complaints received by the NBFC from Office of Ombudsman**

e.1) Of which, number of complaints resolved in favour of the NBFC by Office of Ombudsman

e.2) Of which, number of complaints resolved through conciliation/mediation/advisories issued by Office of Ombudsman

e.3) Of which, number of complaints resolved after passing of Awards by Office of Ombudsman against the NBFC

f) Number of Awards unimplemented within the stipulated time (other than those appealed)

Note : Amounts for the current year and comparative years included above are based on financial statements prepared under Ind AS.

**g) Top five grounds of complaints received by the NBFCs from customers- Not Applicable**

**F) Miscellaneous-Additional disclosures pursuant to the RBI circular RBI/2021-22/112 DOR.CRE.REC.No.60/ 03.10.001/2021-22 dated October 22, 2021**

**a) Disclosures relating to Corporate Governance Report containing composition and category of directors, shareholding of non-executive directors, etc:-**

Details relating to Corporate Governance Report containing composition and category of directors, shareholding of non-executive directors etc are forms part of the annual report.

**b) Disclosure on modified opinion, if any, expressed by auditors, its impact on various financial items and views of management on audit qualifications**

The Auditors has not expressed any modified opinion.

**c) Disclosures relating to items of income and expenditure of exceptional nature**

There are no items of income and expenditure of exceptional nature during the Financial Year 2023-24.

**d) Disclosures relating to breaches in terms of covenants in respect of loans availed by the Company or debt securities issued by the Company including incidence/s of default**

There are no such instances during the Financial Year 2023-2024.

**e) Disclosures relating to Divergence in asset classification and provisioning above a certain threshold to be decided by the Reserve Bank:-**

There are no such instances during the Financial Year 2023-2024.

**f) Unhedged foreign currency exposure**

The Company do not have any Unhedged foreign currency exposure in Current year & previous year.

## Notes to Standalone Financial Statements for the year ended 31st March 2024

(All amounts in ₹ crores, unless otherwise stated)

**39.(c) A) Disclosures given pursuant to Annexure VII of the Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023 :**

**Related Party Disclosure:-**

| Related Party / Items | Parent (as per ownership or control) | | Subsidiaries | | Associates/ Joint ventures | | Key Management Personnel | | Relatives of Key Management Personnel | | Others | | Total | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | FY 2023-24 | FY 2022-23 | FY 2023-24 | FY 2022-23 | FY 2023-24 | FY 2022-23 | FY 2023-24 | FY 2022-23 | FY 2023-24 | FY 2022-23 | FY 2023-24 | FY 2022-23 | FY 2023-24 | FY 2022-23 |
| Borrowings | | | | | | | | | | | | | | |
| — outstanding at the year end | - | - | - | - | - | 15.90 | 0.62 | 1.92 | 0.96 | 2.32 | 117.56 | 121.91 | 119.13 | 142.05 |
| — maximum during the year | | - | - | - | 77.07 | 138.37 | 22.57 | 6.82 | 5.77 | 4.24 | 131.33 | 131.72 | 236.73 | 281.15 |
| Deposits | | | | | | | | | | | | | | |
| — outstanding at the year end | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| —maximum during the year | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Placement of deposits | | | | | | | | | | | | | | |
| — outstanding at the year end | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| —maximum during the year | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Advances | | | | | | | | | | | | | | |
| — outstanding at the year end | - | - | 76.14 | 48.77 | 37.65 | - | - | - | - | - | 26.07 | 6.77 | 139.86 | 55.54 |
| — maximum during the year | - | - | 101.71 | 214.35 | 67.26 | 20.43 | - | - | - | - | 34.04 | 32.13 | 203.01 | 266.90 |
| Investments | | | | | | | | | | | | | | |
| — outstanding at the year end | - | - | 259.88 | 225.32 | 98.97 | 83.95 | | - | | - | 81.51 | 89.44 | 440.36 | 398.71 |
| — maximum during the year | - | - | 259.88 | 225.32 | 98.97 | 83.95 | | - | | - | 81.51 | 89.44 | 440.36 | 398.71 |
| Purchase of fixed/other assets | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Sale of fixed/other assets | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Interest paid | | - | - | - | 2.23 | 4.27 | 0.87 | 0.17 | 0.14 | 0.27 | 9.50 | 5.80 | 12.73 | 10.52 |
| Interest received | - | - | 4.36 | 9.06 | 0.39 | 0.11 | - | - | - | - | 0.94 | 0.49 | 5.70 | 9.65 |
| Dividend received | - | - | - | - | 0.98 | 1.48 | - | - | - | - | - | - | 0.98 | 1.48 |
| Dividend paid | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Remuneration | - | - | - | - | - | - | 2.82 | 2.54 | - | - | - | - | 2.82 | 2.54 |
| Sale of Shares | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Others | - | - | 0.59 | 0.05 | - | - | - | - | - | - | - | - | 0.59 | 0.05 |

## Notes to the Standalone Financial Statements for the year ended 31 March, 2024

(All amounts in ₹ crores, unless otherwise stated)

**39.(c) B) Disclosures pursuant to Appendix II - A of Annexure II of the Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023**

**Asset Classification as per RBI norms for the year ended 31 March 2024**

| 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 |
|---|---|---|---|---|---|---|
| (A) | (B) | (C) | (D) | (E=C-D) | (F) | (G=D-F) |
| **Performing Assets** | | | | | | |
| Standard | Stage 1 | 285.72 | 1.44 | 284.28 | 1.14 | 0.30 |
| | Stage 2 | - | - | - | - | - |
| **Subtotal (A)** | | **285.72** | **1.44** | **284.28** | **1.14** | **0.30** |
| **Non-Performing Assets (NPA)** | | | | | | |
| Substandard | Stage 3 | 13.40 | 1.34 | 12.06 | 1.34 | - |
| Loss | Stage 3 | - | - | - | - | - |
| Doubtful-up to 1 year | Stage 3 | 3.05 | 3.05 | - | 3.05 | - |
| 1 to 3 Years | Stage 3 | - | - | - | - | - |
| More than 3 Years | Stage 3 | - | - | - | - | - |
| 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 (B)** | | **16.45** | **4.39** | **12.06** | **4.39** | **-** |
| | **Stage 1** | **285.72** | **1.44** | **284.28** | **1.14** | **0.30** |
| **Total (A+B)** | **Stage 2** | **-** | **-** | **-** | **-** | **-** |
| | **Stage 3** | **16.45** | **4.39** | **12.06** | **4.39** | **-** |
| | **Total** | **302.18** | **5.84** | **296.34** | **5.54** | **0.30** |

## Notes to the Standalone Financial Statements for the year ended 31 March, 2024

(All amounts in ₹ crores, unless otherwise stated)

**39.(c) B) Disclosures pursuant to Appendix II - A of Annexure II of the Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023 (Contd.)**

**Asset Classification as per RBI norms for the year ended 31 March 2023**

| 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 |
|---|---|---|---|---|---|---|
| (A) | (B) | (C) | (D) | (E=C-D) | (F) | (G=D-F) |
| **Performing Assets** | | | | | | |
| Standard | Stage 1 | 177.69 | 0.71 | 176.98 | 0.71 | - |
| | Stage 2 | - | - | - | - | - |
| **Subtotal (A)** | | **177.69** | **0.71** | **176.98** | **0.71** | **-** |
| **Non-Performing Assets (NPA)** | | | | | | |
| Substandard | Stage 3 | 1.20 | 0.12 | 1.08 | 0.12 | - |
| Loss | Stage 3 | 0.04 | 0.04 | - | 0.04 | - |
| Doubtful-up to 1 year | Stage 3 | - | - | - | - | - |
| 1 to 3 Years | Stage 3 | - | - | - | - | - |
| More than 3 Years | Stage 3 | - | - | - | - | - |
| 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 (B)** | | **1.24** | **0.16** | **1.08** | **0.16** | **-** |
| | **Stage 1** | **177.69** | **0.71** | **176.98** | **0.71** | **-** |
| **Total (A+B)** | **Stage 2** | **-** | **-** | **-** | **-** | **-** |
| | **Stage 3** | **1.24** | **0.16** | **1.08** | **0.16** | **-** |
| | **Total** | **178.93** | **0.87** | **178.05** | **0.87** | **-** |

(*) Gross carring amount as per IndAS represents gross carring amount including accrued interest and after netting off unamortised loan processing fees.

## Notes to Standalone Financial Statements for the year ended 31st March 2024

(All amounts in ₹ crores, unless otherwise stated)

### 40. Asset liability management

**Disclosures given pursuant to Annexure XXII of the Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023**

| Particulars | 1 to 7 days | 8 to 14 days | 15 days to 30/31 days | Over 1 Month up to 2 Months | Over 2 Months up to 3 Months | Over 3 Months & up to 6 Months | Over 6 Months & up to 1 year | Over 1 year & up to 3 years | Over 3 years & up to 5 years | Over 5 years | Total |
|---|---|---|---|---|---|---|---|---|---|---|---|
| **Maturity pattern of assets and liability as on 31 March 2024** | | | | | | | | | | | |
| Deposits | - | - | - | - | - | - | - | - | - | - | - |
| Advances | 202.62 | - | 15.25 | - | 20.00 | 40.00 | 24.31 | - | - | - | 302.18 |
| Investments | 135.69 | - | - | 30.54 | 0.00 | 3.00 | 101.72 | 51.72 | 0.82 | 397.73 | 721.22 |
| Borrowings | 119.19 | - | - | 0.06 | 0.06 | 85.19 | 0.39 | 1.61 | 0.48 | - | 206.97 |
| Foreign Currency assets | - | - | - | - | - | - | - | - | - | - | - |
| Foreign Currency liabilities | - | - | - | - | - | - | - | - | - | - | - |
| **Maturity pattern of assets and liability as on 31 March 2023** | | | | | | | | | | | |
| Deposits | - | - | - | - | - | - | - | - | - | - | - |
| Advances | 145.01 | - | 0.50 | 0.50 | 0.50 | 1.50 | 9.29 | 21.58 | - | - | 178.88 |
| Investments | 211.06 | - | - | 70.97 | 0.65 | 14.07 | 62.77 | 68.01 | 0.06 | 353.01 | 780.60 |
| Borrowings | 172.07 | - | - | 0.05 | 0.05 | 0.15 | 0.31 | 86.36 | 0.94 | - | 259.94 |
| Foreign Currency assets | - | - | - | - | - | - | - | - | - | - | - |
| Foreign Currency liabilities | - | - | - | - | - | - | - | - | - | - | - |

**Notes**

a) The above Advances Comprises of Loan given and include Interest accrued.

b) The above information has been considered as per Asset Liability Management (ALM) report complied by the Management and reviewed by the ALM committee.

c) The borrowings does not include interest accrued and due.

## Notes to the Standalone Financial Statements for the year ended 31 March, 2024

(All amounts in ₹ crores, unless otherwise stated)

**41. Disclosures given pursuant to Appendix VI-A of Annexure VI of the Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023:**

| | | As at 31 March 2024 | As at 31 March 2023 |
|---|---|---|---|
| **(i)** | **Funding Concentration based on significant counterparty on borrowings** | | |
| | Number of significant counterparties | 2 | 6 |
| | Amount of borrowed funds from significant counterparties | 202.51 | 244.50 |
| | Percentage of total deposits | Not applicable | Not Applicable |
| | Percentage of total liabilities | 90.71% | 87.49% |
| | **Notes:** | | |
| | i) A "Significant counterparty" is defined as a single counterparty or group of connected or affiliated counterparties accounting in aggregate for more than 1% of the NBFC-ND-ML's, NBFC-Ds total liabilities and 10% for other non-deposit taking NBFCs. | | |
| | ii) Total Liabilities has been computed as Total Assets less Equity share capital less Reserve & Surplus and computed on the basis of extant regulatory ALM guidelines. | | |
| **(ii)** | **Top 20 large deposits (amount in ₹ crores and % of total deposits)** - Not applicable | | |
| **(iii)** | **Top 10 borrowings (amount in ₹ crores and % of total deposits)** | | |
| | Amount of borrowed funds from top ten significant counterparties (*) | 202.51 | 244.50 |
| | % of total borrowings (#) | 97.85% | 94.06% |
| | **Note:** | | |
| | (*) Accrued interest on borrowings have not been considered in above calculation. | | |
| | (#) Total borrowing has been computed as gross total debt basis extant regulatory ALM guidelines. | | |
| **(iv)** | **Funding Concentration based on significant instrument / product** | | |

| Name of the instrument/product | As at 31 March 2024 | | As at 31 March 2023 | |
|---|---|---|---|---|
| | Amount(**) | % of total liabilities | Amount(**) | % of total liabilities |
| Debt securities | Not applicable | Not applicable | Not applicable | Not applicable |
| Borrowings (other than debt securities) | 206.97 | 92.71% | 259.94 | 93.02% |
| Other Financial Liablities | 2.95 | 1.32% | 4.63 | 1.66% |

**Note:**

(a) A "significant instrument/product" is defined as a single instrument/product of group of similar instruments/products which in aggregate amount to more than 1% of the NBFC-NDSI's, NBFC-Ds total liabilities and 10% for other non-deposit taking NBFCs.

(b) Total liabilities has been computed as total assets less equity share capital less reserve & surplus and computed on the basis of extant regulatory ALM guidelines.

(**) Figures are based on gross borrowing outstanding and does not includes accrued interest and other Ind AS adjustments.

## Notes to the Standalone Financial Statements for the year ended 31 March, 2024

(All amounts in ₹ crores, unless otherwise stated)

**41. Disclosures given pursuant to Appendix VI-A of Annexure VI of the Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023 : (Contd.)**

| | As at 31 March 2024 | As at 31 March 2023 |
|---|---|---|
| **(v) Stock ratios in percentage** | | |
| 1. Commercial papers as a % of total liabilities | Not Applicable | Not Applicable |
| 2. Commercial papers as a % of total assets | Not Applicable | Not Applicable |
| 3. Commercial papers as a % of public fund | Not Applicable | Not Applicable |
| 4. Non-convertible debentures (original maturity of less than one year) as a % of total liabilities | Not Applicable | Not Applicable |
| 5. Non-convertible debentures (original maturity of less than one year) as a % of total assets | Not Applicable | Not Applicable |
| 6. Non-convertible debentures (original maturity of less than one year) as a % of public fund | Not Applicable | Not Applicable |
| 7. Other short-term liabilities as a % of total liabilities | 93.10% | 80.52% |
| 8. Other short-term liabilities as a % of total assets | 19.62% | 19.49% |
| 9. Other short-term liabilities as a % of public fund | 101.42% | 101.78% |
| **(vi) Liquidity Coverage Ratio** | 127.91% | 279.62% |

**42. Institutional set-up for Liquidity Risk Management**

The Board of Directors of the Company has an overall responsibility and oversight for the management of all the risks, including liquidity risk, to which the Company is exposed to in the course of conducting its business. The Board approves the governance structure, policies, strategy and the risk limits for the management of liquidity risk. The Board of Directors approves the constitution of the Risk Management Committee (RMC) for the effective supervision, evaluation, monitoring and review of various aspects and types of risks, including liquidity risk, faced by the Company. The meetings of RMC are held at quarterly interval. Further, the Board of Directors also approves constitution of Asset Liability Committee (ALCO), which functions as the strategic decision-making body for the asset-liability management of the Company from risk-return perspective and within the risk appetite and guard-rails approved by the Board. The main objective of ALCO is to assist the Board and RMC in effective discharge of the responsibilities of asset liability management, market risk management, liquidity and interest rate risk management and also to ensure adherence to risk tolerance/limits set up by the Board. ALCO provides guidance and directions in terms of interest rate, liquidity, funding sources, and investment of surplus funds. ALCO meetings are held once in a Quarterly or more frequently as warranted from time to time. The minutes of ALCO meetings are placed before the RMC and the Board of Directors in its next meeting for its perusal/ approval/ ratification.

**43. (a) Other Regulatory Information :**

(i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

(ii) The Company does not have any transactions with struck off Companies.

(iii) The company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.

(iv) The Company has not advanced or given loan or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) 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

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(v) 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:

(a) 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

(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

**Notes to the Standalone Financial Statements for the year ended 31 March, 2024**

(All amounts in ₹ lakhs, unless otherwise stated)

**43. (a) Other Regulatory Information : (Contd.)**

(vi) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(vii) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

(viii) The Company has not been declared as wilful defaulter by any bank or financial institution or other lender.

(ix) There are no charges or satisfaction yet to be registered with ROC beyond the statutory period.

**(b)** The company is categorised in deemed middle layer as per Scale Based Regulations(SBR) of RBI.

**44. (a) Segment reporting**

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Company. The Company is in a single business segment (primary segment) of giving loans and making investments. The entire revenues are billable within India and there is only one geographical segment (secondary segment).

**(b)** The figures for the Previous year have been regrouped/rearranged,wherever considered necessary,to conform current year's classifications.

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**For Mandawewala & Co.**
**Chartered Accountants**
**Firm Regn. No. 322130E**

**(HEMANT AGARWAL)**
**Partner**
**M. No. 313439**

**Place : Kolkata**
**Dated : 14/05/2024**

**For and on behalf of the Board of Directors**
**Placid Limited**

| | |
|---|---|
| **Lakshmi Niwas Bangur**<br>Director<br>(DIN : 00012617)<br>Place : Kolkata | **Sheetal Bangur**<br>Managing Director<br>(DIN : 00003541)<br>Place : Hyderabad |
| **Yogesh Bangur**<br>Joint Managing Director<br>(DIN : 02018075)<br>Place : Kolkata | **Atul Krishna Tiwari**<br>Company Secretary<br>Membership No. A48221<br>Place : Kolkata |

**Schedule to the Balance Sheet of a Non-Deposit taking Non-Banking Financial Company as at 31-03-2024**

[As required in terms of Annexure VIII of the Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023]

**(₹ In Crores)**

| | **Particulars** | **As at March 31, 2024** | |
|---|---|---|---|
| | **LIABILITIES SIDE** | | |
| **(1)** | **Loans and advances availed by the non-banking financial company inclusive of interest accrued theron but not paid** | **Amount outstanding** | **Amount overdue** |
| | (a) Debentures : Secured | - | - |
| | : Unsecured | - | - |
| | (other than falling within the meaning of public deposits*) | - | - |
| | (b) Deferred Credits | - | - |
| | (c) Term Loans | 2.84 | - |
| | (d) Inter-corporate loans and borrowing | - | - |
| | (e) Commercial Paper | - | - |
| | (f) Public Deposits* | - | |
| | (g) Other Loans (specify nature) | - | - |
| | From Director | 0.62 | - |
| | From Relative of Director | 0.96 | - |
| | From Associates & Group Companies | 117.56 | |
| | From Other Individual | - | - |
| | From Financial Institution- Short Term Working Capital | 85.00 | - |
| | *Please see Note 1 below | | |
| **(2)** | **Break-up of (1)(f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid):** | | |
| | (a) In the form of Unsecured debentures | - | - |
| | (b) In the form of partly secured debentures i.e. debentures where there is a shortfall in the value of security | - | - |
| | (c) Other public deposits | - | - |
| | *Please see Note 1 below | | |
| | **ASSETS SIDE** | | |
| **(3)** | **Break-up of Loans and Advances including bills receivables [other than those included in (4) below] :** | | **Amount outstanding** |
| | (a) Secured | | 92.65 |
| | (b) Unsecured | | 209.53 |
| **(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 | | - |

(₹ In Crores)

| | Particulars | | | As at March 31, 2024 |
|---|---|---|---|---|
| | | | | Amount outstanding |
| **(5)** | **Break-up of Investments :** | | | |
| | Current Investments : | | | |
| | 1 | Quoted : | | |
| | (i) | Share : | (a) Equity | - |
| | | | (b) Preference | - |
| | (ii) | Debentures and Bonds | | - |
| | (iii) | Units of mutual funds | | - |
| | (iv) | Government Securities | | - |
| | (v) | Others (please specify) | | - |
| | 2 | Unquoted : | | |
| | (i) | Share : | (a) Equity | - |
| | | | (b) Preference | - |
| | (ii) | Debentures and Bonds | | - |
| | (iii) | Units of mutual funds | | - |
| | (iv) | Government Securities | | - |
| | (v) | Others (please specify) | | - |
| | Long Term Investments : | | | |
| | 1 | Quoted : | | |
| | (i) | Share : | (a) Equity | 231.86 |
| | | | (b) Preference | - |
| | (ii) | Debentures and Bonds | | - |
| | (iii) | Units of mutual funds | | - |
| | (iv) | Government Securities | | - |
| | (v) | Others (Please specify) | | - |
| | 2 | Unquoted : | | |
| | (i) | Share : | (a) Equity | 227.87 |
| | | | (b) Preference | 79.63 |
| | (ii) | Debentures and Bonds | | 0.00 |
| | (iii) | Units of mutual funds | | 6.96 |
| | (iv) | Government Securities | | |
| | (v) | Others-(Please Specify) | | |
| | | | IInvestment in Venture Capital | 17.20 |
| | | | Investment in Sub-Hy Facility | 75.69 |
| | | Investment in Hybrid Facility | | 60.55 |
| | | | Investment Property | 21.47 |
| | | | National Savings certificates | 0.00 |

**(6) Borrower group-wise classification of assets financed as in (3) and (4) above :** Please see Note 2 below

| Category | Amount net of provisions | | |
|---|---|---|---|
| | Secured | Unsecured | Total |
| 1. Related Parties ** | | | |
| (a) Subsidiaries & Step-down Subsidiaries | - | 75.75 | 75.75 |
| (b) Companies in the same group | - | 63.40 | 63.40 |
| (c) Other related parties | - | - | - |
| 2. Other than related parties | 91.00 | 66.19 | 157.19 |
| **Total** | **91.00** | **205.34** | **296.34** |

**(₹ In Crores)**

**(7) Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted) :** Please see Note 3 below

| **Category** | **Market Value/ Break-up or fair value or NAV** | **Book Value (Net of Provisions)** |
|---|---|---|
| 1. Related Parties ** | | |
| (a) Subsidiaries & Step-down Subsidiaries | 647.84 | 259.88 |
| (b) Companies in the same group | 353.29 | 180.48 |
| (c) Other related parties | - | - |
| 2. Other than related parties | 259.40 | 259.40 |
| **Total** | **1,260.52** | **699.76** |

**As per Accounting Standard of ICAI (Please see Note 3)

**(8) Other information**

| **Particulars** | **Amount** |
|---|---|
| (i) Gross Non-Performing Assets | |
| (a) Related parties | - |
| (b) Other than related parties | 16.45 |
| (ii) Net Non-Performing Assets | |
| (a) Related parties | - |
| (b) Other than related parties | 12.06 |
| (iii) Assets acquired in satisfaction of debt | - |

**Notes :**

1. As defined in paragraph 5.1.26 of the directions
2. Provisioning norms shall be applicable as prescribed in these Directions.
3. All notified Accounting Standards and Guidance Notes issued by ICAI are applicable including for valuation of investments and other assets as also assets acquired in satisfaction of debt. However marketing value in respect of quoted investments and break up fair value/NAV in respect of unquoted investment should be disclosed irrespective of whether they are classified long term (amortised cost in case of IND AS ) or current (fair value in the case of IND AS) in (5) above.

**For Mandawewala & Co.**
**Chartered Accountants**
**Firm Regn. No. 322130E**

**(HEMANT AGARWAL)**
**Partner**
**M. No. 313439**

**Place : Kolkata**
**Dated : 14/05/2024**

**For and on behalf of the Board of Directors**
**Placid Limited**

**Lakshmi Niwas Bangur**
Director
(DIN : 00012617)
Place : Kolkata

**Sheetal Bangur**
Managing Director
(DIN : 00003541)
Place : Hyderabad

**Yogesh Bangur**
Joint Managing Director
(DIN : 02018075)
Place : Kolkata

**Atul Krishna Tiwari**
Company Secretary
Membership No. A48221
Place : Kolkata

# INDEPENDENT AUDITOR'S REPORT

To the Members of Placid Limited

Report on the Audit of the Consolidated Financial Statements

**Opinion**

We have audited the accompanying consolidated financial statements of Placid Limited (hereinafter referred to as 'the Holding Company') **CIN - U74140WB1946PLC014233**, its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group') and its Associates, which comprise the consolidated Balance Sheet as at 31 March 2024, the consolidated Statement of Profit and Loss, including other comprehensive income, the consolidated Cash Flow Statement and the consolidated Statement of Changes in Equity for the year then ended, and a summary of the 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, and based on the consideration of the reports of the other auditors on separate financial statements and on the other financial information of the subsidiaries and associates, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013, as amended ('the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards specified under section 133 of the Act ,read with the Companies (Indian Accounting Standards) Rules as amended from time to time and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group and its associates as at March 31, 2024 and their consolidated profit, their consolidated total comprehensive income, their consolidated changes in equity and their consolidated cash flows for the year ended on that date.

**Basis for opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs), as 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 and its associates in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India 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 thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained and the audit evidence obtained by the auditors in terms of their reports referred to in Other Matters section below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

**Key audit matters**

Key audit matters are those matters that, in our professional judgment and based on the consideration of the reports of the other auditors on separate financial statements of the subsidiaries and associates, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined that there is no key audit matter to communicate in our report.

**Information Other than the Financial Statements and Auditor's Report thereon**

The Holding Company's 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 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 consolidated Ind AS 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 and, in doing so, consider whether such other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

**Responsibilities of Management and Those Charged with Governance for the consolidated financial statements**

The accompanying consolidated financial statements have been approved by the Holding Company's Board of Directors. The Holding Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated changes in equity and consolidated cash flows of the Group including its associates in accordance with the Ind AS specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, as amended from time to time and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group and its associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Board of Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its associates are responsible for assessing the ability of the their respective companies to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so. Those respective Board of Directors of the companies included in the Group and of its associate are also responsible for overseeing the financial reporting process of their respective companies.

**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 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 Holding Company has adequate internal financial controls system with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.

- Conclude on the appropriateness of Management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associates to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associate to cease to continue as a going concern.; and

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information/financial statements of the entities or business activities within the Group and its associates, to express an opinion on the consolidated financial statements.

We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the financial statements of which we are the independent auditors. For the other entities included in the financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

**Other matters**

We did not audit the annual financial statements of 6 subsidiaries, whose financial statements reflect total assets of Rs 185408.42 Lacs -as at March 31, 2024, total revenues (including other income) of Rs. 78631.18 Lacs, total comprehensive income of Rs. 399.98 Lacs and net cash flow of Rs. 976.62 Lacs for the year ended on that date as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net profit after tax of Rs. 1397.20 Lacs and other comprehensive income of Rs. 9143.46 Lacs for the year ended 31st March, 2024, in respect of 6 associates whose financial statements have not been audited by us.

These financial statements have been audited by other auditors whose audit reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associates, and our report in terms of sub-section (3) of section 143 of the Act in so far as it relates to the aforesaid subsidiaries and associates, are based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory requirements below, are not modified in respect of the above matter with respect to our reliance on the financial statements/ financial information certified by the management.

**Report on other legal and regulatory requirements**

As required by clause (xxi) of paragraph 3 of the Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of section 143(11) of the Act, based on the consideration of the Order reports issued by us and by the respective other auditors as mentioned in the Other Matters section above, of companies included in the consolidated financial statements and covered under the Act, we report that there are no qualifications or adverse remarks reported in the respective Order reports of such companies, except in the following two cases:

**Maharaja Shree Umaid Mills Limited (Subsidiary):** The auditor has reported discrepancies in the quarterly returns or statements filed by the Company with banks and the books of account of the Company, specifically in relation to inventory and trade receivables in all four quarters. This was reported in point 3(ii)(b) of the CARO report as follows:

Based on the records examined by us in the normal course of audit of the books of accounts, the following differences in the quarterly returns or statements filed by the Company with such banks and the books of account of the Company were found:

| Quarter ending | Balance as per statements (Rs. In Lakhs) | | Balance as per books of accounts (Rs. In Lakhs) | | Difference (Rs. In Lakhs) | |
|---|---|---|---|---|---|---|
| | Inventory | Trade Receivables | Inventory | Trade Receivables | Inventory | Trade Receivables |
| June-2023 | 7,874.77 | 4,572.85 | 8,093.41 | 4,667.45 | (218.64) | (94.60) |
| September-2023 | 6,271.45 | 3,708.86 | 6,198.74 | 4,112.85 | 72.71 | (403.99) |
| December-2023 | 8,340.56 | 3,542.14 | 8,267.85 | 4,120.62 | 72.71 | (78.48) |
| March-2024 | 9,910.06 | 3,900.24 | 9,832.50 | 4,249.49 | 77.56 | (349.25) |

**The Peria Karamalai Tea & Produce Company Limite (Associate):**

The auditor has reported discrepancies in the quarterly returns/statements filed by the Company with banks and financial institutions compared to the unaudited books of account of the Company for the financial year ended March 31, 2024. The discrepancies were specifically related to the inventory amounts disclosed in these returns/statements. This was reported as follows:

The Company has been sanctioned/renewed working capital limits in excess of Rupees Five Crores in aggregate from banks/financial institutions during the year on the basis of security of current assets/non-current assets of the Company. The quarterly returns/statements filed by the Company with such banks and financial institutions are not in agreement with the unaudited books of account of the Company for the respective quarters:

Rs In Crores

| Name of the Bank | Aggregate working capital limits sanctioned | Quarter ended | Amount of inventory disclosed as per quarterly statement | Amount of inventory as per books of account | Difference |
|---|---|---|---|---|---|
| HDFC Bank | Open Cash credit Rs 13.50 Crores | June-2023 | 17.44 | 12.01 | 5.43 |
| | | September-2023 | 17.27 | 11.17 | 6.10 |
| | | December-2023 | 16.13 | 9.57 | 6.56 |
| | | March-2024 | 15.87 | 10.55 | 5.32 |

Note: The differences are primarily due to the inclusion of the value of Standing Crops in the stock statement submitted to the bank.

As required by section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditors on separate financial statements and other financial information of the subsidiaries and associates, we report, to the extent applicable, that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements;

(b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and reports of the other auditors;

(c) The Consolidated financial statements dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements;

(d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under section 133 of the Act read with the Companies (Indian Accounting Standard) Rules, as amended from time to time;

(e) on the basis of the written representations received from the directors of the Holding Company ,its subsidiary companies and associate companies and taken on record by the Board of Directors of the Holding Company , its subsidiary companies and associate companies respectively and the reports of the statutory auditors of its subsidiary companies and associate companies covered under the Act, none of the directors of the Group companies and its associate companies covered under the Act, are disqualified as on 31 March 2024 from being appointed as a director in terms of Section 164(2) of the Act;

(f) with respect to the adequacy of the internal financial controls with reference to consolidated financial statements of the Holding Company and its subsidiary companies incorporated in India, and the operating effectiveness of such controls, refer to our separate report in “Annexure 1” wherein we have expressed an unmodified opinion; and

(g) In our opinion and based on the consideration of reports of other statutory auditors of the subsidiary companies and associate companies incorporated in India, the managerial remuneration for the year ended 31 March 2024 has been paid / provided by the Holding Company and its subsidiary companies and associate companies incorporated in India to their directors in accordance with the provisions of section 197 read with Schedule V to the Act.

(h) 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 and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiaries and associates.

i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group.

ii. The Holding Company, its subsidiary companies and associate companies did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2024.

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its subsidiary companies and associate companies during the year ended 31 March 2024.

iv. (a) The respective Management, has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Group or its associate companies to or in any person(s) or entity (ies), including foreign entities (“ the Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group or its associate companies (“ the Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The Managements has represented that, to the best of its knowledge and belief, no funds have been received by the Group or its associate companies from any person(s) or entity (ies), including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Group or its associate companies 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 such audit procedures performed as considered reasonable and appropriate in the circumstances, nothing has come to our attention that causes us to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.

v. The dividend declared or paid during the year ended 31st March 2023 by 2 associate companies are in compliance with section 123 of the Act.

vi. The reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is applicable from 1 April 2023.

Based on our examination, which included test checks, and those performed by the respective auditors of the subsidiaries and associates which are companies incorporated in India whose financial statements have been audited under the Act, the Company, its subsidiaries, and its associates have used accounting software for maintaining their books of account, which has a feature of recording an audit trail (edit log) facility. The same has operated throughout the year for all relevant transactions recorded in the software. During the course of our audit, we and the respective auditors of the above-referred subsidiaries and associates did not come across any instance of the audit trail feature being tampered with, except in two cases:

**Maharaja Shree Umaid Mills Limited (Subsidiary):** The Company has used accounting software (SAP) for maintaining its books of account, which has a feature of recording an audit trail (edit log) facility. However, the audit trail feature was not operated throughout the year for all transactions recorded in SAP, except for the periods from April 1, 2023, to August 3, 2023, and November 12, 2023, to March 28, 2024. The audit trail feature, wherever operated, has not been tampered with. It is also noted that the feature of recording the audit trail (edit log) facility was not enabled at the database level to log any direct data changes for the accounting software used for maintaining the books of account in SAP.

**The Peria Karamalai Tea & Produce Company Limite (Associate):** The Company uses accounting software ‘Tally Prime’ at the Head office and accounting cum Payroll application software ‘Plantex’ at the Estate for maintaining its books of accounts for the financial year ended March 31, 2024, which does not have a feature of recording an audit trail (edit log) facility.

**For Mandawewala & Co.**
**Chartered Accountants**
**Firm Regn. No. : 322130E**

**(HEMANT AGARWAL)**
**Partner**
**Membership No. 313439**
**UDIN : 24313439BKHLVB7773**

Place : Kolkata
Dated : 14/05/2024

## ANNEXURE - 1 TO THE INDEPENDENT AUDITORS' REPORT

**Report on the internal financial controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')**

In conjunction with our audit of the consolidated financial statements of PLACID LIMITED ("the Holding Company") CIN No. - U74140WB1946PLC014233 and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") and its associates, as at and for the year ended 31 March 2024, we have audited the internal financial controls with reference to consolidated financial statements of the Holding Company, its subsidiary companies and its associate companies, which are companies covered under the Act, as at that date.

**Responsibilities of Management and Those Charged with Governance for Internal Financial Controls**

The respective Board of Directors of the Holding Company, its subsidiary companies and associates companies ,which are companies covered under the Act, are responsible for establishing and maintaining internal financial controls based on the Internal control over financial reporting criteria established by the Holding 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 ('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 the Company's business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

**Auditors' Responsibility**

Our responsibility is to express an opinion on the Holding Company's internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the ICAI prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, and the Guidance Note issued by the ICAI. 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 control with reference to consolidated financial statements 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 with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated financial statements, assessing the risk that a material weakness exists, 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 financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to financial statements of the Holding Company ,its subsidiary companies and associates companies as aforesaid.

**Meaning of internal financial controls with reference to consolidated financial statements**

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

**Inherent limitations of internal financial controls with reference to consolidated financial statements**

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

**Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the Company , its subsidiary companies and associates companies which are companies incorporated in India, have, in all material respects, adequate internal financial controls with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31, 2024, based on the internal control over financial reporting criteria established by Holding company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

**Other Matters**

We did not audit the internal financial controls with reference to financial statements of 6(six) subsidiaries, whose financial statements reflect total assets of Rs 185408.42 Lacs -as at March 31, 2024, total revenues (including other income) of Rs. 78631.18 Lacs, total comprehensive income of Rs. 399.98 Lacs and net cash flow of Rs. 976.62 Lacs for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net profit after tax of Rs. 1397.20 Lacs and other comprehensive income of Rs. 9143.46 Lacs for the year ended 31st March 2024, in respect of 6 (six) associates, whose annual financial statements have not been audited by us. The internal financial controls with reference to financial statements in so far as it relates to such subsidiary companies and associate companies have been audited by other auditors whose reports have been furnished to us by the management and our report on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements for the Holding Company, its subsidiary companies and its associate companies as aforesaid, under Section 143(3)(i) of the Act in so far as it relates to such subsidiary companies and associate companies is based solely on the reports of the auditors of such companies. Our opinion is not modified in respect of this matter with respect to our reliance on the work done by and on the reports of the other auditors.

**For Mandawewala & Co.**
**Chartered Accountants**
**Firm Regn. No. : 322130E**

**(HEMANT AGARWAL)**
**Partner**
**Membership No. 313439**
**UDIN : 24313439BKHLVB7773**

Place : Kolkata
Dated : 14/05/2024

## CONSOLIDATED BALANCE SHEET AS AT 31 MARCH 2024

(All amounts in ₹ lakhs, unless otherwise stated)

| | Note | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|---|
| **ASSETS** | | | |
| **Financial Assets** | | | |
| (a) Cash and cash equivalents | 3 | 7,688.01 | 5,293.42 |
| (b) Other bank balances | 4 | 2,130.56 | 1,768.13 |
| (c) Receivables | | | |
| i) Trade receivables | 5 | 9,588.36 | 8,505.28 |
| (d) Loans | 6 | 32,949.69 | 30,193.83 |
| (e) Investments | 7 | 115,714.68 | 96,676.15 |
| (f) Other financial assets | 8 | 5,771.45 | 8,187.05 |
| | | **173,842.75** | **150,623.86** |
| **Non-financial Assets** | | | |
| (a) Inventories | 9 | 10,371.87 | 15,306.89 |
| (b) Current tax assets (Net) | 35 | 2,838.64 | 2,063.32 |
| (c) Investment Property | 10a | 3,306.03 | 3,402.12 |
| (d) Biological Assets other than Bearer Plants | 10b | 5.00 | 4.96 |
| (e) Right-of-use Assets | 10d | 153.44 | 174.70 |
| (f) Property, plant and equipment | 10 | 112,258.90 | 114,496.99 |
| (g) Capital Work in Progress | | 334.63 | 187.01 |
| (h) Goodwill | | 13.05 | 13.05 |
| (i) Other Intangible Assets | 10c | 0.24 | 1.28 |
| (j) Other non-financial assets | 11 | 4,790.62 | 4,600.03 |
| | | **134,072.42** | **140,250.35** |
| **Total Assets** | | **307,915.17** | **290,874.21** |
| **LIABILITIES AND EQUITY** | | | |
| **LIABILITIES** | | | |
| **Financial Liabilities** | | | |
| (a) Trade Payables | 12 | 3,090.30 | 6,663.17 |
| (b) Borrowings (other than debt securities) | 13 | 72,571.22 | 83,453.70 |
| (c) Other financial liabilities | 14 | 15,866.91 | 8,599.67 |
| | | **91,528.42** | **98,716.54** |
| **Non-Financial Liabilities** | | | |
| (a) Current tax liabilities (net) | 35 | 601.88 | 201.96 |
| (b) Provisions | 15 | 830.42 | 700.48 |
| (c) Deferred tax liabilities (net) | 16 | 11,515.86 | 11,688.50 |
| (d) Other non-financial liabilities | 17 | 2,344.70 | 2,357.37 |
| | | **15,292.86** | **14,948.32** |

## CONSOLIDATED BALANCE SHEET AS AT 31 MARCH 2024 (Contd.)

(All amounts in ₹ lakhs, unless otherwise stated)

| | Note | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|---|
| **Equity** | | | |
| (a) Equity share capital | 18 | 537.09 | 537.09 |
| (b) Other equity | 19 | 177,154.28 | 153,067.36 |
| **Total equity attributable to the owners** | | **177,691.37** | **153,604.44** |
| (c) Non-controlling interest | 19 | 23,402.52 | 23,604.91 |
| | | **201,093.89** | **177,209.35** |
| **Total Liabilities and Equity** | | **307,915.17** | **290,874.21** |

**Notes 1 - 54 form an integral part of these consolidated financial statements.**

This is the consolidated Balance Sheet referred to in our report of even date.

**For Mandawewala & Co.**
**Chartered Accountants**
**Firm Regn. No. 322130E**

**(HEMANT AGARWAL)**
**Partner**
**M. No. 313439**

**Place : Kolkata**
**Dated : 14/05/2024**

**For and on behalf of the Board of Directors**
**Placid Limited**

**Lakshmi Niwas Bangur**
Director
(DIN : 00012617)
Place : Kolkata

**Sheetal Bangur**
Managing Director
(DIN : 00003541)
Place : Hyderabad

**Yogesh Bangur**
Joint Managing Director
(DIN : 02018075)
Place : Kolkata

**Atul Krishna Tiwari**
Company Secretary
Membership No. A48221
Place : Kolkata

## CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH, 2024

(All amounts in ₹ in lakhs, unless otherwise stated)

| Particulars | Note | Year ended March 31, 2024 | Year ended March 31, 2023 |
|---|---|---|---|
| **Revenue from operations** | | | |
| (a) Interest income | 20 | 3,302.84 | 3,412.87 |
| (b) Dividend income | 21 | 491.79 | 422.07 |
| (c) Net gain on fair value changes | 22 | 5,305.50 | 911.87 |
| (d) Sale of product | | | |
| - Sale of Goods | 23 | 63,986.09 | 49,160.84 |
| - Sale of power | 24 | 8,385.77 | 8,334.09 |
| - Sale of Verified Carbon Units | 25 | - | 219.80 |
| (e) Sale of service | 26 | 229.31 | 142.91 |
| (f) Others | 27 | 245.10 | 391.01 |
| | | **81,946.39** | **62,995.47** |
| **Other income** | 28 | 799.73 | 1,432.21 |
| **Total Income** | | **82,746.12** | **64,427.69** |
| **Expenses** | | | |
| (a) Finance costs | 29 | 6,976.40 | 6,113.52 |
| (b) Impairment on financial instruments | 30 | 500.70 | (20.98) |
| (c) Purchase of stock in trade | 31 | 43,995.89 | 40,252.45 |
| (d) Changes in inventory of Stock in trade | | 4,946.62 | (4,895.95) |
| (e) Employee benefits expenses | 32 | 6,611.14 | 5,351.10 |
| (f) Depreciation & Amortization | 33 | 5,084.81 | 4,779.05 |
| (g) Other expenses | 34 | 10,367.38 | 9,041.03 |
| **Total Expenses** | | **78,482.95** | **60,620.21** |
| **Profit before share of profit in associate** | | **4,263.17** | **3,807.48** |
| **Share of profit of Associates** | | 1,397.20 | 1,176.79 |
| **Profit before tax** | | **5,660.37** | **4,984.27** |
| Tax Expense: | 35 | | |
| (i) Current tax | | 800.75 | 527.06 |
| (ii) Deferred tax | | (799.05) | 555.23 |
| (iii) Income Tax for Earlier Years | | (15.68) | (142.75) |
| **Profit for the year** | | **5,674.35** | **4,044.73** |
| **Other Comprehensive Income** | | | |
| (a) (i) Items that will not be reclassified to profit or loss | | | |
| - Fair valuation of equity and preference instruments through other comprehensive income | | 9,908.81 | (993.63) |
| - Remeasurement of defined benefit plans | | (12.77) | (32.65) |
| (ii) Associate Share of OCI | | 9,143.46 | (34.21) |
| (iii) Income tax relating to items that will not be reclassified to profit or loss | | 605.23 | (514.36) |
| **Total other comprehensive income** | | **18,434.27** | **(546.13)** |
| **Total comprehensive income for the year** | | **24,108.63** | **3,498.60** |

## CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH, 2024 (Contd.)

(All amounts in ₹ in lakhs, unless otherwise stated)

| Particulars | Note | Year ended March 31, 2024 | Year ended March 31, 2023 |
|---|---|---|---|
| **Profit for the year attributable to:** | | | |
| - Owners of the Company | | 5,638.02 | 3,488.46 |
| - Non-controlling interest | | 36.33 | 556.28 |
| | | **5,674.35** | **4,044.73** |
| **Other comprehensive income for the year attributable to:** | | | |
| - Owners of the Company | | 18,431.90 | (500.27) |
| - Non-controlling interest | | 2.38 | (45.86) |
| | | **18,434.27** | **(546.13)** |
| **Total comprehensive income for the year attributable to:** | | | |
| - Owners of the Company | | 24,069.92 | 2,988.19 |
| - Non-controlling interest | | 38.71 | 510.42 |
| | | **24,108.63** | **3,498.60** |
| **Earnings per equity share** | | | |
| Basic (₹) | 36 | 1,056.50 | 753.08 |
| Diluted (₹) | | 1,056.50 | 753.08 |

**Notes 1 - 54 form an integral part of these consolidated financial statements**

This is the consolidated Statement of Profit and Loss referred to in our report of even date.

**For Mandawewala & Co.**
**Chartered Accountants**
**Firm Regn. No. 322130E**

**(HEMANT AGARWAL)**
**Partner**
**M. No. 313439**

**Place : Kolkata**
**Dated : 14/05/2024**

**For and on behalf of the Board of Directors**
**Placid Limited**

**Lakshmi Niwas Bangur**
Director
(DIN : 00012617)
Place : Kolkata

**Sheetal Bangur**
Managing Director
(DIN : 00003541)
Place : Hyderabad

**Yogesh Bangur**
Joint Managing Director
(DIN : 02018075)
Place : Kolkata

**Atul Krishna Tiwari**
Company Secretary
Membership No. A48221
Place : Kolkata

**Consolidated Statement of Changes in Equity for the year ended 31 March 2024**
(All amounts in ₹ lakhs, unless otherwise stated)

**A. Equity Share Capital**

| | As at 31 March 2024 | As at 31 March 2023 |
|---|---|---|
| Balance at the beginning of the reporting period | 537.09 | 537.09 |
| Changes in Equity Share Capital due to prior period errors | - | - |
| Restated balance at the beginning of the current reporting period | 537.09 | 537.09 |
| Changes in equity share capital during the year | - | - |
| Balance at the end of the reporting period | **537.09** | **537.09** |

**B. Other Equity**

| Particulars | Reserves and Surplus | | | | | | | | | Other comprehensive income | | Total attributable to the owners of the Company | Non-controlling interest | Total |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | General Reserve | Debenture Redemption Reserve | Securities Premium | Statutory Reserves | Share capital cancellation reserve | Share capital redemption reserve | Capital Reserve | Employee Stock Option Outstanding Account | Retained Earnings | Fair valuation of equity Instruments through Other Comprehensive Income | Remeasurement of defined benefit plans | | | |
| **Balance at 01 April 2022** | **33,036.97** | **466.07** | **4,550.66** | **5,800.97** | **18.28** | **13.96** | **30,004.33** | **(0.00)** | **62,665.32** | **12,995.78** | **115.16** | **149,667.50** | **23,094.49** | **172,761.99** |
| Profits for the year | - | - | - | - | - | - | - | - | 4,044.73 | - | - | 4,044.73 | - | **4,044.73** |
| Stock Option Outstanding Account | - | - | - | - | - | - | - | - | - | - | - | - | - | **-** |
| On Account of Acquisition/Disposal | - | - | - | - | - | - | 411.67 | - | - | - | - | 411.67 | - | **411.67** |
| Prior Year Adjustment | - | - | - | - | - | - | - | - | - | - | - | - | - | **-** |
| Transferred to statutory reserves | - | - | - | 247.53 | - | - | - | - | (247.53) | - | - | - | - | **-** |
| Transferred to Securities Premium | - | - | - | - | - | - | - | - | - | - | - | - | - | **-** |
| Transferred to Debenture Redemption Reserve | - | 34.38 | - | - | - | - | - | - | (34.38) | - | - | - | - | **-** |
| Items of other comprehensive income: | | | | | | | | | | | | | | |
| - Remeasurement of defined benefit plans | - | - | - | - | - | - | - | - | - | - | (32.65) | (32.65) | - | **(32.65)** |
| - Fair valuation of equity and preference instruments through other comprehensive income | - | - | - | - | - | - | - | - | - | (993.63) | - | (993.63) | - | **(993.63)** |
| - Associate Share of OCI | - | - | - | - | - | - | - | - | - | (34.21) | - | (34.21) | - | **(34.21)** |
| - Income tax relating to items that will not be reclassified to profit or loss | - | - | - | - | - | - | - | - | - | 514.36 | - | 514.36 | - | **514.36** |
| Less:- Minority Interest | - | - | - | - | - | - | - | - | (556.28) | 45.86 | - | (510.42) | 510.42 | **-** |
| (Distribution)/Addition to 'Minority Interest | - | - | - | - | - | - | - | - | - | - | - | - | - | **-** |
| **Balance at 01 April 2023** | **33,036.97** | **500.45** | **4,550.66** | **6,048.50** | **18.28** | **13.96** | **30,416.00** | **(0.00)** | **65,871.86** | **12,528.16** | **82.51** | **153,067.36** | **23,604.91** | **176,672.26** |

## Consolidated Statement of Changes in Equity for the year ended 31 March 2024

(All amounts in ₹ lakhs, unless otherwise stated)

### B. Other Equity (Contd.)

| Particulars | Reserves and Surplus | | | | | | | | | Other comprehensive income | | Total attributable to the owners of the Company | Non-controlling interest | Total |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | General Reserve | Debenture Redemption Reserve | Securities Premium | Statutory Reserves | Share capital cancellation reserve | Share capital redemption reserve | Capital Reserve | Employee Stock Option Outstanding Account | Retained Earnings | Fair valuation of equity Instruments through Other Comprehensive Income | Remeasurement of defined benefit plans | | | |
| Profits for the year | - | - | - | - | - | - | - | - | 5,674.35 | - | - | 5,674.35 | - | **5,674.35** |
| Stock Option Outstanding Account | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| On Account of Acquisition/Disposal | - | - | - | - | - | - | 20.53 | - | (3.52) | - | - | 17.01 | (241.09) | **(224.09)** |
| Prior Year Adjustment | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Transferred to statutory reserves | - | - | - | 920.22 | - | - | - | - | (920.22) | - | - | - | - | - |
| Transferred to Securities Premium | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Transferred to Debenture Redemption Reserve | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Items of other comprehensive income: | | | | | | | | | | | | | | |
| - Remeasurement of defined benefit plans | - | - | - | - | - | - | - | - | - | - | (12.77) | (12.77) | - | **(12.77)** |
| - Fair valuation of equity and preference instruments through other comprehensive income | - | - | - | - | - | - | - | - | - | 9,908.81 | - | 9,908.81 | - | **9,908.81** |
| - Associate Share of OCI | - | - | - | - | - | - | - | - | - | 9,143.46 | - | 9,143.46 | - | **9,143.46** |
| - Income tax relating to items that will not be reclassified to profit or loss | - | - | - | - | - | - | - | - | - | (605.23) | - | (605.23) | - | **(605.23)** |
| Less:-'Minority Interest | - | - | - | - | - | - | - | - | (36.33) | (2.38) | - | (38.71) | 38.71 | - |
| (Distribution)/Addition to 'Minority Interest | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| | **33,036.97** | **500.45** | **4,550.66** | **6,968.72** | **18.28** | **13.96** | **30,436.53** | **(0.00)** | **70,586.14** | **30,972.83** | **69.74** | **177,154.28** | **23,402.52** | **200,556.80** |

Notes 1 - 54 form an integral part of these consolidated financial statements

This is the consolidated Statement of Changes in Equity referred to in our report of even date.

**For Mandawewala & Co.**
**Chartered Accountants**
**Firm Regn. No. 322130E**

**(HEMANT AGARWAL)**
**Partner**
**M. No. 313439**

**Place : Kolkata**
**Dated : 14/05/2024**

**For and on behalf of the Board of Directors**
**Placid Limited**

**Lakshmi Niwas Bangur**
Director
(DIN : 00012617)
Place : Kolkata

**Sheetal Bangur**
Managing Director
(DIN : 00003541)
Place : Hyderabad

**Yogesh Bangur**
Joint Managing Director
(DIN : 02018075)
Place : Kolkata

**Atul Krishna Tiwari**
Company Secretary
Membership No. A48221
Place : Kolkata

## CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH, 2024

(All amounts in ₹ in lakhs, unless otherwise stated)

| Particulars | | Year ended March 31, 2024 | Year ended March 31, 2023 |
|---|---|---|---|
| **A. Cash flow from operating activities** | | | |
| Profit before tax | | 5,660.37 | 4,984.27 |
| Adjustment for : | | | |
| Depreciation | | 5,084.81 | 4,779.05 |
| Net gain on fair value changes | | (5,305.50) | (911.87) |
| Profit on sale of bond | | - | - |
| Share of profit from associate | | (1,397.20) | (1,176.79) |
| Share based payments to employees | | - | - |
| Finance Costs | | 6,976.40 | 6,113.52 |
| Interest Income | | (3,302.84) | (3,412.87) |
| Dividend Income | | (491.79) | (422.07) |
| Provisions written back | | (51.30) | (341.84) |
| Impairment on financial instruments | | 500.70 | (20.98) |
| **Operating profit before working capital changes** | | **7,673.66** | **9,590.41** |
| **Adjustments for changes in working capital** | | | |
| Decrease/(increase) in trade receivables | | (1,083.08) | (390.00) |
| Decrease/ (Increase) in loans | | (2,755.86) | (11,690.86) |
| Decrease/ (Increase) in Inventories | | 4,935.03 | (2,592.36) |
| Decrease/ (Increase) in other financial assets | | 2,415.60 | (4,084.94) |
| Decrease/ (Increase) in other non financial assets | | (190.58) | (395.00) |
| Increase in short-term provisions | | 129.94 | (96.00) |
| Increase / (decrease) in Trade Payables | | (3,572.88) | 4,581.41 |
| Increase / (decrease) in other financial liabilities | | 7,267.25 | 4,214.79 |
| Increase/ (decrease) in other non-financial liabilities | | (12.68) | (252.40) |
| **Cash generated from/(used in) operating activities** | | **14,806.40** | **(1,114.93)** |
| Income tax paid (net of refunds) | | (1,560.39) | (114.67) |
| **Net cash generated from/(used in) operating activities** | **(A)** | **13,246.01** | **(1,229.60)** |
| **B. Cash flow from investing activities** | | | |
| Capital Work in Progress | | (147.62) | 2,802.75 |
| Interest Income | | 3,302.84 | 3,412.87 |
| Dividend Income | | 491.79 | 422.07 |
| Change of investments | | 6,613.96 | 1,260.06 |
| Purchase of property, plant and equipments | | (3,390.94) | (5,585.30) |
| Sale of property, plant and equipments | | 499.89 | 401.42 |
| **Net cash generated from/(used in) investing activities** | **(B)** | **7,369.91** | **2,713.86** |
| **C. Cash flow from financing activities** | | | |
| Finance Costs | | (6,976.40) | (6,113.52) |
| Proceeds from short-term borrowings | | (10,882.48) | 6,197.83 |
| **Net cash generated from financing activities** | **(C)** | **(17,858.88)** | **84.31** |
| **Net increase/(decrease) in cash and cash equivalents** | **(A+B+C)** | **2,757.03** | **1,568.57** |
| Cash and cash equivalents as at beginning of the year | | 7,061.55 | 5,492.97 |
| Cash and cash equivalents as at end of the year | | **9,818.57** | **7,061.55** |

## CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH, 2024

(All amounts in ₹ in lakhs, unless otherwise stated)

**Notes:**

(i) The above Consolidated Statement of Cash Flows has been prepared under the 'Indirect Method' as set out in Ind AS 7, "Statement of Cash Flows".

| | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| (ii) Cash and cash equivalents comprises of: | | |
| Cash on hand | 9.00 | 6.96 |
| Balances with banks | | |
| - In current accounts | 1,193.21 | 1,776.76 |
| - In Deposit accounts with maturity upto 3 months | 6,485.80 | 3,509.70 |
| - In Other Bank balances | 2,130.56 | 1,768.13 |
| | **9,818.57** | **7,061.55** |

This is the Cash flow statement referred to in or report of even date.

**For Mandawewala & Co.**
**Chartered Accountants**
**Firm Regn. No. 322130E**

**(HEMANT AGARWAL)**
**Partner**
**M. No. 313439**

**Place : Kolkata**
**Dated : 14/05/2024**

**For and on behalf of the Board of Directors**
**Placid Limited**

**Lakshmi Niwas Bangur**
Director
(DIN : 00012617)
Place : Kolkata

**Sheetal Bangur**
Managing Director
(DIN : 00003541)
Place : Hyderabad

**Yogesh Bangur**
Joint Managing Director
(DIN : 02018075)
Place : Kolkata

**Atul Krishna Tiwari**
Company Secretary
Membership No. A48221
Place : Kolkata

## Summary of Material Accounting Policy and other Explanatory Information

(All amounts in ₹ lakhs, unless otherwise stated)

### 1. (a) Group Information

Placid Limited ("the Company") is a public limited company domiciled in India and registered under the provisions of the Companies Act, 1956 and governed by Companies Act, 2013. The Company is a non-deposit taking Systemically Important Non-Banking Financial Company ("NBFC") registered with Reserve Bank of India ("the RBI") and is engaged in the business of providing loans and making investments in shares and securities.

**A. Subsidiaries (including step-down subsidiaries) / Associates/ Joint ventures**

| Name of the entity | Principal activities | Country of Incorporation | %age of interest 31-Mar-24 | %age of interest 31-Mar-23 |
|---|---|---|---|---|
| **Direct subsidiaries** | | | | |
| Sidhidata Tradecomm Limited | Trading & Investment activities | India | 100.00% | 100.00% |
| Golden Greeneries Private Limited | Plantation activities | India | 93.75% | 93.75% |
| Maharaja Shree Umaid Mills Limited (MSUM) | Manufacturing | India | 67.67% | 67.67% |
| Subhprada Greeneries Private Limited | Trading | India | 99.78% | 99.78% |
| Mahate Greenview Private Limited | Trading | India | 99.59% | 99.59% |
| LNB Renewable Energy Limited (LREL) | Generation of renewable power | India | 73.43% | 73.43% |
| **Step-down subsidiaries** | | | | |
| LNB Realty LLP ( till 07.08.2023) | Renting activities | India | 99.00% | 99.00% |
| Sidhidata Power LLP ( till 20.08.2023) | Generation of renewable power & Investment activities | India | 90.00% | 90.00% |
| LNB Realty Private Limited (Subsidiary of Sidhidata Tradecomm w.e.f 08.08.2023 ) | Renting activities | India | 99.00% | 0.00% |
| Sidhidata Power Private Limited ( Subsidiary of Sidhidata Tradecomm w.e.f 21.08.2023) | Generation of renewable power & Investment activities | India | 90.00% | 0.00% |
| Sante Greenhub Private Limited | Plantation activities | India | 88.52% | 88.52% |
| Janardan Wind Energy Private Limited (Subsidiary of LREL) | Generation of renewable power | India | 73.43% | 73.43% |
| LNB Solar Energy Private Limited (Subsidiary of LREL) | Generation of renewable power | India | 73.43% | 73.43% |
| Palimarwar Solar House Private Limited (Subsidiary of LREL) | Generation of renewable power | India | 73.43% | 73.43% |
| Palimarwar Solar Project Private Limited (Subsidiary of LREL) | Generation of renewable power | India | 73.43% | 73.43% |
| LNB Wind Energy Private Limited (Subsidiary of LREL) | Generation of renewable power | India | 73.43% | 73.43% |
| Jubilee Hills Residency Private Limited (Subsidiary of LREL) | Generation of renewable power | India | 73.43% | 73.43% |
| Manifold Agricrops Pvt Ltd (Subsidiary of LREL) | Generation of renewable power | India | 73.43% | 73.43% |
| Parmarth Wind Energy Private Limited (Subsidiary of LREL) | Generation of renewable power | India | 73.43% | 73.43% |
| Sidhidata Solar Urja Limited Limited (Subsidiary of LREL) | Generation of renewable power | India | 73.43% | 73.43% |
| Yasheshvi Greenhub Pvt Ltd (Subsidiary of LREL) | Generation of renewable power | India | 73.43% | 73.43% |
| LNB Renewable Sustainability PTE Limited (Foreign Subsidiary of LREL) | Generation of renewable power | Singapore | 73.43% | 73.43% |
| LNB Renewable Suncity JV (Joint Venture of LREL) | Generation of renewable power | India | 58.74% | 58.74% |
| MSUM Texfab Limited (Subsidiary of MSUM) | Manufacturing | India | 67.67% | 67.67% |

## Summary of Material Accounting Policy and other Explanatory Information

(All amounts in ₹ lakhs, unless otherwise stated)

| Name of the entity | Principal activities | Country of Incorporation | %age of interest 31-Mar-24 | %age of interest 31-Mar-23 |
|---|---|---|---|---|
| Shivphal Vinimay Pvt Ltd (Subsidiary of MSUM) | Manufacturing | India | 67.67% | 67.67% |
| PKT Plantations Limited (Subsidiary of MSUM) | Manufacturing | India | 67.67% | 67.67% |
| **Associates** | | | | |
| Kiran Vyapar Limited | NBFC | India | 33.86% | 33.86% |
| The Peria Karamalai Tea & Produce Company Ltd. | Plantataion activities | India | 35.60% | 34.03% |
| M. B. Commercial Company Limited | Renting of Immovable Property | India | 38.38% | 38.38% |
| The General Investment Co Limited | NBFC | India | 21.55% | 21.55% |
| The Kishore Trading Co. Ltd. | Investment Company | India | 47.53% | 47.53% |
| Amalgamated Development Limited | Investment Company | India | 47.07% | 47.07% |

**1. (b) Basis of preparation of consolidated financial statements**

These Consolidated financial statements has been prepared in accordance with Indian Accounting Standards notified under section 133 of the Companies Act 2013, read together with the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time (‘Ind AS’) along with other relevant provisions of the Act; Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023. The Guidance Note on Division III - Schedule III to the Companies Act. 2013 issued by the Institute of Chartered Accountants of India (“ICAI”) has been followed insofar as they are not inconsistent with any of these Directions.

These consolidated financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting except for certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies set out below. The accounting policies have been applied consistently over all the periods presented in these consolidated financial statements.

**(c) Basis of consolidation**

**Subsidiaries**

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries. Control is achieved when the company has:- Power over the investee- Is exposed or has rights to variable returns from its involvement with the investee, and - Has the ability to use its power over the investee to affect its returns.

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Company has less than a majority of the voting or similar rights of an investee, the Company considers all relevant facts and circumstances in assessing whether it has power over an investee, including:- The contractual arrangement with the other vote holders of the investee;- Right arising from other contractual arrangements;- The Company’s voting rights and potential voting rights- The size of the Company’s holding of voting rights relative to the size and dispersion of the holdings of the other voting right holders.

The Parent Company re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Parent Company obtains control over the subsidiary and ceases when the Parent Company loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Parent Company gains control until the date the Parent Company ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member’s financial statements in preparing the consolidated financial statements to ensure conformity with the Group’s accounting policies.

## Summary of Material Accounting Policy and other Explanatory Information

(All amounts in ₹ lakhs, unless otherwise stated)

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the Parent company, i.e., year ended on 31 March. When the end of the reporting period of the Parent is different from that of a subsidiary, the subsidiary prepares, for consolidation purposes, additional financial information as of the same date as the financial statements of the Parent to enable the Parent to consolidate the financial information of the subsidiary, unless it is impracticable to do so.

**Associates**

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies. The considerations made in determining whether significant influence or joint control are similar to those necessary to determine control over the subsidiaries.

The Group's investments in its associate is accounted for using the equity method. Under the equity method, the investment in an associate is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of net assets of the associate since the acquisition date. Goodwill relating to the associate is included in the carrying amount of the investment and is not tested for impairment individually.

The Statement of Profit and Loss reflects the Group's share of the results of operations of the associate. Any change in OCI of those investees is presented as part of the Group's OCI. In addition, when there has been a change recognised directly in the equity of the associate, the Group recognises its share of any changes, when applicable, in the statement of changes in equity. Unrealised gains and losses resulting from transactions between the Group and the associate are eliminated to the extent of the interest in the associate.

If the Group's share of losses of an associate exceeds its interest in that associate (which includes any long-term interest that, in substance, form part of the Group's net investment in the associate), the Group discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate. If the associate subsequently reports profits, the Group resumes recognising its share of those profits only after its share of the profits equals the share of losses not recognized.

After application of the equity method, the Group determines whether it is necessary to recognise an impairment loss on its investment in its associate. At each reporting date, the Group determines whether there is objective evidence that the investment in the associate is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value, and then recognises the loss as Share of profit of an associate in the consolidated Statement of Profit or Loss.

Upon loss of significant influence over an associate, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associate upon loss of significant influence or joint control and the fair value of the retained investment and proceeds from disposal is recognised in the statement of profit or loss.

**Consolidation procedure**

The consolidated financial statements of the Parent Company and its subsidiaries have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after eliminating intra-group balances, intragroup transactions and the unrealised profits/losses, unless cost/revenue cannot be recovered.

Offset (eliminate) the carrying amount of the Parent's investment in each subsidiary and the Parent's portion of equity of each subsidiary.

Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and property, plant and equipments, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the Company and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

**(d) Presentation of consolidated financial statements**

The Group presents its balance sheet in order of liquidity.

Financial assets and financial liabilities are generally reported gross in the balance sheet. They are only offset and reported net when, in addition to having an unconditional legally enforceable right to offset the recognised amounts without being contingent on a future event, the parties also intend to settle on a net basis in all of the following circumstances:

- The normal course of business.
- The event of default.
- The event of insolvency or bankruptcy of the Company and/or its counterparties.

**(e) Significant accounting judgements, estimates and assumptions**

The preparation of these consolidated financial statements requires management to make judgements, estimates and assumptions that affect the reported amount of revenues, expenses, assets and liabilities, and the accompanying disclosures, as well as the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

**Business model assessment**

Classification and measurement of financial assets depends on the results of the SPPI and the business model test. The Group determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgement reflecting all relevant evidence including how the performance of the assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed and how the managers of the assets are compensated. The Group monitors financial assets measured at amortised cost or fair value through other comprehensive income that are derecognised prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held. Monitoring is part of the Group's continuous assessment of whether the business model for which the remaining financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model and so a prospective change to the classification of those assets.

**Fair value of financial instruments**

The fair value of financial instruments is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions (i.e., an exit price) regardless of whether that price is directly observable or estimated using another valuation technique. When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be derived from active markets, they are determined using a variety of valuation techniques that include the use of valuation models. The inputs to these models are taken from observable markets where possible, but where this is not feasible, estimation is required in establishing fair values. Judgements and estimates include considerations of liquidity and model inputs related to items such as credit risk (both own and counterparty), funding value adjustments, correlation and volatility.

**Provisions and other contingent liabilities**

The Group operates in a regulatory and legal environment that, by nature, has a heightened element of litigation risk inherent to its operations. As a result, it is involved in various litigation, arbitration and regulatory investigations and proceedings in the ordinary course of the Group's business. When the Group can reliably measure the outflow of economic benefits in relation to a specific case and considers such outflows to be

## Summary of Material Accounting Policy and other Explanatory Information

(All amounts in ₹ lakhs, unless otherwise stated)

probable, the Group records a provision against the case. Where the probability of outflow is considered to be remote, or probable, but a reliable estimate cannot be made, a contingent liability is disclosed. Given the subjectivity and uncertainty of determining the probability and amount of losses, the Group takes into account a number of factors including legal advice, the stage of the matter and historical evidence from similar incidents. Significant judgement is required to conclude on these estimates.

### 2 Material accounting policies

#### 2.01 Revenue recognition

Revenue (other than for those items to which Ind AS 109 Financial Instruments are applicable) is measured at fair value of the consideration received or receivable. Ind AS 115 Revenue from contracts with customers outlines a single comprehensive model of accounting for revenue arising from contracts with customers and supersedes current revenue recognition guidance found within Ind ASs.

The Group recognises revenue from contracts with customers based on a five step model as set out in Ind 115:

Step 1: Identify contract(s) with a customer: A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria for every contract that must be met.

Step 2: Identify performance obligations in the contract: A performance obligation is a promise in a contract with a customer to transfer a good or service to the customer.

Step 3: Determine the transaction price: The transaction price is the amount of consideration to which the Group expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

Step 4: Allocate the transaction price to the performance obligations in the contract: For a contract that has more than one performance obligation, the Group allocates the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Group expects to be entitled in exchange for satisfying each performance obligation.

Step 5: Recognise revenue when (or as) the Group satisfies a performance obligation.

**Interest income (Effective interest rate method)**

Under Ind AS 109 interest income is recorded using the effective interest rate (EIR) method for all financial instruments measured at amortised cost, debt instrument measured at FVOCI and debt instruments designated at FVTPL. The EIR is the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument or, when appropriate, a shorter period, to the net carrying amount of the financial asset. The EIR (and therefore, the amortised cost of the asset) is calculated by taking into account any discount or premium on acquisition, fees and costs that are an integral part of the EIR. The Group recognises interest income using a rate of return that represents the best estimate of a constant rate of return over the expected life of the loan. Hence, it recognises the effect of potentially different interest rates charged at various stages, and other characteristics of the product life cycle (including prepayments, penalty interest and charges). If expectations regarding the cash flows on the financial asset are revised for reasons other than credit risk. The adjustment is booked as a positive or negative adjustment to the carrying amount of the asset in the balance sheet with an increase or reduction in interest income. The adjustment is subsequently amortised through interest income in the statement of profit and loss.

The Group calculates interest income by applying the EIR to the gross carrying amount of financial assets other than credit-impaired assets. When a financial asset becomes credit-impaired and is, therefore, regarded as ‘Stage 3’, the Group calculates interest income by applying the effective interest rate to the net amortised cost of the financial asset. If the financial assets cures and is no longer credit-impaired, the Group reverts to calculating interest income on a gross basis. For purchased or originated credit-impaired (POCI) financial assets, the Group calculates interest income by calculating the credit-adjusted EIR and applying that rate to the amortised cost of the asset. The credit-adjusted EIR is the interest rate that, at original recognition, discounts the estimated future cash flows (including credit losses) to the amortised cost of the POCI assets. Interest income on all trading assets and financial assets mandatorily required to be measured at FVTPL is recognised using the contractual interest rate in net gain on fair value changes.

**Dividend income**

Dividend income (including from FVOCI investments) is recognised when the Group's right to receive the payment is established, it is probable that the economic benefits associated with the dividend will flow to the entity and the amount of the dividend can be measured reliably. This is generally when the shareholders approve the dividend.

**Assets held for sale**

Trading income includes all gains and losses from changes in fair value and the related interest income or expense and dividends, for financial assets and financial liabilities held for trading.

**Sale of goods**

Revenue from sale of goods is recognized when the Group transfers all significant risks and rewards of ownership to the buyer, while the Group retains neither continuing managerial involvement nor effective control over the goods sold.

**Rendering of services**

Revenue from services is recognized over time by measuring progress towards satisfaction of performance obligation for the services rendered.

**2.02 Financial instruments**

**Point of recognition**

Financial assets and liabilities, with the exception of loans, debt securities, deposits and borrowings are initially recognised on the trade date, i.e., the date that the Group becomes a party to the contractual provisions of the instrument. This includes regular way trades: purchases or sales of financial assets that require delivery of assets within the time frame generally established by regulation or convention in the market place. Loans are recognised when funds are transferred to the customers' account. The Group recognises debt securities, deposits and borrowings when funds reach the Group.

**Initial recognition**

The classification of financial instruments at initial recognition depends on their contractual terms and the business model for managing the instruments, as per the principles of the Ind AS. Financial instruments are initially measured at their fair value, except in the case of financial assets and financial liabilities recorded at FVTPL, transaction costs are added to, or subtracted from, this amount. Trade receivables are measured at the transaction price. When the fair value of financial instruments at initial recognition differs from the transaction price, the Group accounts for the same, as mentioned below:

When the transaction price of the instrument differs from the fair value at origination and the fair value is based on a valuation technique using only inputs observable in market transactions, the Group recognises the difference between the transaction price and fair value in net gain on fair value changes. In those cases where fair value is based on models for which some of the inputs are not observable, the difference between the transaction price and the fair value is deferred and is only recognised in profit or loss when the inputs become observable, or when the instrument is derecognised.

**Subsequent measurement of financial liabilities**

All financial liabilities of the Group are subsequently measured at amortized cost using the effective interest method. Under the effective interest method, the future cash payments are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial liability over the relevant period of the financial liability to arrive at the amortized cost at each reporting date. The corresponding effect of the amortization under effective interest method is recognized as interest expense over the relevant period of the financial liability. The same is included under finance cost in the Statement of Profit and Loss.

## Summary of Material Accounting Policy and other Explanatory Information

(All amounts in ₹ lakhs, unless otherwise stated)

**Subsequent measurement of financial assets**

For subsequent measurement, the Group classifies a financial asset in accordance with the below criteria:

i. The Group's business model for managing the financial asset; and

ii. The contractual cash flow characteristics of the financial asset.

Based on the above criteria, the Group classifies its financial assets into the following categories:

(a) Financial assets measured at amortized cost

(b) Financial assets measured at fair value through other comprehensive income (FVTOCI)

(c) Financial assets measured at fair value through profit or loss (FVTPL)

**(a) Financial assets measured at amortized cost**

A Financial asset is measured at the amortized cost if both the following conditions are met:

(i) The Group's business model objective for managing the financial asset is to hold financial assets in order to collect contractual cash flows; and

(ii) 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 applies to cash and cash equivalents and other bank balances, trade receivables, loans and other financial assets of the Group. Such financial assets are subsequently measured at amortized cost using the effective interest method. Under the effective interest method, the future cash receipts are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial asset over the relevant period of the financial asset to arrive at the amortized cost at each reporting date. The corresponding effect of the amortization under effective interest method is recognized as interest income over the relevant period of the financial asset. The same is included under other income in the Statement of Profit and Loss. The amortized cost of a financial asset is also adjusted for loss allowance, if any.

**(b) Financial assets measured at FVTOCI**

A financial asset is measured at FVTOCI if both of the following conditions are met:

(i) The Group's business model objective for managing the financial asset is achieved both by collecting contractual cash flows and selling the financial assets; and

(ii) 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 applies to certain investments in debt and equity instruments. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the Statement of profit and loss under 'Other Comprehensive Income (OCI)'. However, the Group recognizes interest income and impairment losses and its reversals in the Statement of Profit and Loss. On de-recognition of such financial assets, cumulative gain or loss previously recognized in OCI is reclassified from equity to the Statement of Profit and Loss, except for instruments which the Group has irrevocably elected to be classified as equity through OCI at initial recognition, when such instruments meet the definition of definition of Equity under Ind AS 32 Financial Instruments: Presentation and they are not held for trading. The Group has made such election on an instrument by instrument basis.

Gains and losses on these equity instruments are never recycled to profit or loss. Dividends are recognised in the statement of profit or loss as dividend income when the right of the payment has been established, except when the Group benefits from such proceeds as a recovery of part of the cost of the instrument, in which case, such gains are recorded in OCI. Equity instruments at FVOCI are not subject to an impairment assessment.

## Summary of Material Accounting Policy and other Explanatory Information

(All amounts in ₹ lakhs, unless otherwise stated)

**(c) Financial assets measured at FVTPL**

A financial asset is measured at FVTPL unless it is measured at amortized cost or at FVTOCI as explained above. This is a residual category applied to all other investments of the Group excluding investments in subsidiary and associate companies. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the Statement of Profit and Loss.

**Financial assets held for sale**

The Group classifies financial assets as held for trading when they have been purchased or issued primarily for short-term profit making through trading activities or form part of a portfolio of financial instruments that are managed together, for which there is evidence of a recent pattern of short-term profit taking. Held-for-trading assets and liabilities are recorded and measured in the balance sheet at fair value. Changes in fair value are recognised in net gain on fair value changes.

Interest and dividend income or expense is recorded in net gain on fair value changes according to the terms of the contract, or when the right to payment has been established. Included in this classification are debt securities, equities, and customer loans that have been acquired principally for the purpose of selling or repurchasing in the near term.

**De-recognition:**

**(a) Financial asset**

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognized (i.e. removed from the Group's balance sheet) when any of the following occurs:

i. The contractual rights to cash flows from the financial asset expires;

ii. The Group transfers its contractual rights to receive cash flows of the financial asset and has substantially transferred all the risks and rewards of ownership of the financial asset. A regular way purchase or sale of financial assets has been derecognised, as applicable, using trade date accounting.

iii. The Group retains the contractual rights to receive cash flows but assumes a contractual obligation to pay the cash flows without material delay to one or more recipients under a 'pass-through' arrangement (thereby substantially transferring all the risks and rewards of ownership of the financial asset);

iv. The Group neither transfers nor retains substantially all risk and rewards of ownership and does not retain control over the financial asset.

In cases where Group has neither transferred nor retained substantially all of the risks and rewards of the Financial asset, but retains control of the financial asset, the Group continues to recognize such financial asset to the extent of its continuing involvement in the financial asset. In that case, the Group also recognizes an associated liability. The financial asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

On de-recognition of a financial asset, (except as mentioned in ii above for financial assets measured at FVTOCI), the difference between the carrying amount and the consideration received is recognized in the Statement of Profit and Loss.

**(b) Financial liability**

A financial liability is derecognised when the obligation under the liability is discharged, cancelled or expires. Where 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 a derecognition of the original liability and the recognition of a new liability. The difference between the carrying value of the original financial liability and the consideration paid is recognised in profit or loss.

**Impairment of financial assets**

In accordance with Ind AS 109, the Group applies expected credit loss ('ECL') model for measurement and recognition of impairment loss for financial assets.ECL is the weighted-average of difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive, discounted at the original effective interest rate, with the respective risks of default occurring as the weights. When estimating the cash flows, the Group is required to consider:- All contractual terms of the financial assets (including prepayment and extension) over the expected life of the assets.- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

Trade receivablesIn respect of trade receivables, the Group applies the simplified approach of Ind AS 109, which requires measurement of loss allowance at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

Other financial assets:In respect of its other financial assets, the Group assesses if the credit risk on those financial assets has increased significantly since initial recognition. If the credit risk has not increased significantly since initial recognition, the Group measures the loss allowance at an amount equal to 12-month expected credit losses, else at an amount equal to the lifetime expected credit losses.

When making this assessment, the Group uses the change in the risk of a default occurring over the expected life of the financial asset. To make that assessment, the Group compares the risk of a default occurring on the financial asset as at the balance sheet date with the risk of a default occurring on the financial asset as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition. The Group assumes that the credit risk on a financial asset has not increased significantly since initial recognition if the financial asset is determined to have low credit risk at the balance sheet date.

**Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

**2.03 Fair value measurement**

The Group measures its financial instruments at fair value in accordance with the accounting policies mentioned above. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

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

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows, the inputs to valuation techniques used to measure value. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level I inputs) and the lowest priority to unobservable inputs (Level 3 inputs).

- Level 1 (unadjusted) - Those where the inputs used in the valuation are unadjusted quoted prices from active markets for identical assets or liabilities that the Group has access to at the measurement date. The Group considers markets as active only if there are sufficient trading activities with regards to the volume and liquidity of the identical assets or liabilities and when there are binding and exercisable price quotes available on the balance sheet date.

- Level 2 - Those where the inputs that are used for valuation and are significant, are derived from directly or indirectly observable market data available over the entire period of the instrument's life. Such inputs include quoted prices for similar assets or liabilities in active markets, quoted prices for identical instruments in inactive markets and observable inputs other than quoted prices such as interest rates and yield curves, implied volatilities, and credit spreads. In addition, adjustments may be required for the condition or location of the asset or the extent to which it relates to items that are comparable to the valued instrument. However, if such adjustments are based on unobservable inputs which are significant to the entire measurement, the Group will classify the instruments as Level 3.

- Level 3 - Those that include one or more unobservable input that is significant to the measurement as whole.

For assets and liabilities that are recognized in the financial statements at fair value on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization at the end of each reporting period and discloses the same.

## 2.04 Income Taxes

Tax expense is the aggregate amount included in the determination of profit or loss for the period in respect of current tax and deferred tax.

### Current tax

Current tax is the amount of income taxes payable in respect of taxable profit for a period. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible under the Income tax Act, 1961. Current tax is measured using tax rates that have been enacted by the end of reporting period for the amounts expected to be recovered from or paid to the taxation authorities.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

### Deferred tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit under Income tax Act, 1961.

Deferred tax liabilities are generally recognized for all taxable temporary differences. However, in case of temporary differences that arise from initial recognition of assets or liabilities in a transaction (other than business combination) that affect neither the taxable profit nor the accounting profit, deferred tax liabilities are not recognized. Also, for temporary differences if any that may arise from initial recognition of goodwill, deferred tax liabilities are not recognized.

Deferred tax assets are generally recognized for all deductible temporary differences to the extent it is probable that taxable profits will be available against which those deductible temporary difference can be utilized. In case of temporary differences that arise from initial recognition of assets or liabilities in a transaction (other than business combination) that affect neither the taxable profit nor the accounting profit, deferred tax assets are not recognized. The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow the benefits of part or all of such deferred tax assets to be utilized.

Deferred tax assets and liabilities are measured at the tax rates that have been enacted or substantively enacted by 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.

The Group has not recognised a deferred tax liability for all taxable temporary differences associated with investments in subsidiaries and associates, and interests in joint arrangements, except to the extent that both of the following conditions are satisfied:

- the parent, investor, joint venture or joint operator is able to control the timing of the reversal of the temporary difference; and

- it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

## Summary of Material Accounting Policy and other Explanatory Information

(All amounts in ₹ lakhs, unless otherwise stated)

**Presentation of current and deferred tax:**

Current and deferred tax are recognized as income or an expense in the Statement of Profit and Loss, except when they relate to items that are recognized in Other Comprehensive Income, in which case, the current and deferred tax income/expense are recognized in Other Comprehensive Income. The Group offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. In case of deferred tax assets and deferred tax liabilities, the same are offset if the Group has a legally enforceable right to set off corresponding current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority on the Group.

Minimum Alternate Tax (MAT) credit is recognised as an asset only when and to the extent there is convincing evidence that the Group will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Group will pay normal income tax during the specified period. Further, the MAT credit is not set-off against the deferred tax liabilities, since the Group does not have a legally enforceable right to set-off.

### 2.05 Provisions and contingencies

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.

### 2.06 Cash and cash equivalents

Cash and cash equivalents for the purpose of Cash Flow Statement comprise cash and cheques in hand, bank balances, demand deposits with banks where the original maturity is three months or less and other short term highly liquid investments.

### 2.07 Employee Benefits

**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 (accrued expense) after deducting any amount already paid.

**Post-employment benefits**

**(i) Defined contribution plans**

Defined contribution plans are employee state insurance scheme and Government administered pension fund scheme for all applicable employees.

**Recognition and measurement of defined contribution plans:**

The Group recognizes contribution payable to a defined contribution plan as an expense in the Statement of Profit and Loss when the employees render services to the Group during the reporting period. If the contributions payable for services received from employees before the reporting date exceeds the contributions already paid, the deficit payable is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the reporting date, the excess is recognized as an asset to the extent that the prepayment will lead to, for example, a reduction in future payments or a cash refund.

**(ii) Defined benefits plans**

**Gratuity scheme**

Gratuity is a post employment benefit and is a defined benefit plan. The cost of providing defined benefits is determined using the Projected Unit Credit method with actuarial valuations being carried out at each reporting date. The defined benefit obligations recognized in the Balance Sheet represent the present value of the defined benefit obligations as reduced by the fair value of plan assets, if any. Any defined benefit asset (negative defined benefit obligations resulting from this calculation) is recognized representing the present value of available refunds and reductions in future contributions to the plan.

**Recognition and measurement of defined benefit plans**

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 and the return on the plan assets (excluding amounts included in net interest on the net defined benefit liability/asset), are recognized in Other Comprehensive Income. Such remeasurements are not reclassified to the Statement of Profit and Loss in the subsequent periods.

The Group does not presents the above liability/(asset) as current and non-current in the Balance Sheet as per the principles of Division III financial statements as per the MCA notification dated 11 October 2018.

**Other employee benefits**

Entitlements to compensated absences are recognized as and when they accrue to employees and they are considered to be a financial liability, since the accumulated leaves can be encashed at the end of every year.

**2.08 Borrowing Cost**

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs, if any, directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized, if any. All other borrowing costs are expensed in the period in which they occur.

**2.09 Segment Reporting**

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Group. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Group.

**2.10 Events after reporting date**

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

**2.11 Property, plant & equipment**

**Measurement at recognition**

An item of property, plant and equipment that qualifies as an asset is measured on initial recognition at cost. Following initial recognition, items of property, plant and equipment are carried at its cost less accumulated depreciation and accumulated impairment losses.

The cost of an item of property, plant and equipment comprises of its purchase price including import duties and other non-refundable purchase taxes or levies, directly attributable cost of bringing the asset to its working condition for its intended use and the initial estimate of decommissioning, restoration and similar liabilities, if any. Any trade discounts and rebates are deducted in arriving at the purchase price.

**Summary of Material Accounting Policy and other Explanatory Information**

(All amounts in ₹ lakhs, unless otherwise stated)

Cost includes cost of replacing a part of a plant and equipment if the recognition criteria are met. Items such as spare parts, stand-by equipment and servicing equipment that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Costs in nature of repairs and maintenance are recognized in the Statement of Profit and Loss as and when incurred.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

**Capital work-in-progress and capital advances:**

Cost of assets not ready for intended use, as on the balance sheet date, is shown as capital work-in-progress. Advances given towards acquisition of fixed assets outstanding at each balance sheet date are disclosed as other non-financial assets.

**Depreciation**

Depreciation on each part of an item of property, plant and equipment is provided using the written down value method based on the useful life of the asset as prescribed in Schedule II to the Act .Except in case of the following :-

(i) Four Step down subsidiaries where the depreciation has been provided on Straight Line method on Plant & Equipment being Solar Power Plant & on wind mill.

(ii) one step down subsidiary where depreciation has been charged on SLM Basis on Building,Plant and Equipment and Electric Equipment.

(iii)one Subsidiary where Depreciation on all Assets is provided on straight line method.

(iv)one Associate where Depreciation is provided on straight line method.

Depreciation is calculated on a pro-rata basis from the date of installation till date the assets are sold or disposed.

**De-recognition**

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

**2.12 Impairment of non–financial assets**

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing the value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

(All amounts in ₹ lakhs, unless otherwise stated)

### 2.13 Trade receivables

The Group follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. The Group uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated for changes in the forward-looking estimates.

### 2.14 Share based payments

The Group has equity-settled share-based remuneration plans for its employees. None of the plans are cash-settled. Where employees are rewarded using share-based payments, the fair value of employees' services is determined indirectly by reference to the fair value of the equity instruments granted. This fair value is appraised at the grant date and excludes the impact of non-market vesting conditions (for example profitability and sales growth targets and performance conditions).

All share-based remuneration is ultimately recognised as an expense in the statement of profit or loss with a corresponding credit to equity. If vesting periods or other vesting conditions apply, the expense is allocated over the vesting period, based on the best available estimate of the number of share options expected to vest.

Upon exercise of share options, the proceeds received, net of any directly attributable transaction costs, are allocated to share capital up to the nominal (or par) value of the shares issued with any excess being recorded as securities premium.

### 2.15 Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted-average number of equity shares outstanding during the period. The weighted-average number of equity shares outstanding during the period is adjusted for events including a bonus issue.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted-average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

| | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| **3. Cash and cash equivalents** | | |
| Cash on hand | 9.00 | 6.96 |
| Balances with banks in current account | 1,193.21 | 1,776.76 |
| Bank deposit with remaining maturity of less than 3 months | 6,485.80 | 3,509.70 |
| | **7,688.01** | **5,293.42** |

Fixed deposits of LNB Renewable Energy Ltd. totalling Rs 467.93 are pledged against a bank guarantee/ Letter of credit

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

| | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| **4. Other bank balances** | | |
| Earmarked balance with bank - In deposit account | 332.41 | 0.35 |
| Bank deposit with remaining maturity of more than 3 months but less than 12 months | 1,798.15 | 1,767.78 |
| | **2,130.56** | **1,768.13** |
| Earmarked deposits of Maharaja Shree Umaid Mills Limited are given against term loans, vendor bill discounting limit and other non-fund based limits as per the terms of sanction by the banks. | | |
| A Fixed Deposit of LNB Renewable Energy Limited amounting to Rs. 500 Lakhs( P.Y.-Nil) is pledged against a Bank Guarantee/Letter of Credit. | | |
| Fixed Deposit of LNB Renewable Energy Limited amounting to Rs. Nil(Rs 57.14 lakh in previous year)pledged against secured borrowings for maintaining Debt Service Coverage Ratio and Major Maintenance Reserve. | | |
| **5. Trade receivables** | | |
| Unsecured, Considered Good | 9,549.15 | 8,519.69 |
| Having Significant increase in Credit Risk | 48.04 | 12.44 |
| Credit Impaired | 311.90 | 309.99 |
| Less: Allowance for credit loss | (320.72) | (336.84) |
| | **9,588.36** | **8,505.28** |

**Trade Receivables ageing schedule:**

| Particulars | Outstanding for following periods from due date of payments | | | | | |
|---|---|---|---|---|---|---|
| | Less than 6 months | 6 months - 1Years | 1-2 yrs | 2-3 yrs | More than 3 Years | Total |
| **As at March 31,2024** | | | | | | |
| **Undisputed** | | | | | | |
| Considered good | 9,152.95 | 225.59 | 138.52 | 12.36 | 19.72 | **9,549.14** |
| Which have significant increase in credit risk | - | 15.35 | 32.69 | - | - | **48.04** |
| Credit impaired | - | - | - | 1.43 | 249.50 | **250.93** |
| **Disputed** | | | | | | |
| Considered good | - | - | - | - | - | **-** |
| Which have significant increase in credit risk | - | - | - | - | - | **-** |
| Credit impaired | - | - | - | - | 60.97 | **60.97** |
| Less: Allowances for Credit Loss | (9.15) | (5.33) | (25.66) | - | (280.59) | **(320.72)** |
| **Total** | **9,143.80** | **235.61** | **145.55** | **13.79** | **49.60** | **9,588.36** |
| **As at March 31,2023** | | | | | | |
| **Undisputed** | | | | | | |
| Considered good | 8,371.18 | 83.87 | 20.32 | 18.85 | 16.98 | **8,511.20** |
| Which have significant increase in credit risk | - | 8.77 | 3.67 | - | - | **12.44** |
| Credit impaired | - | - | - | 2.45 | 255.07 | **257.52** |
| **Disputed** | | | | | | |
| Considered good | - | - | - | - | - | **-** |
| Which have significant increase in credit risk | - | - | - | - | - | **-** |
| Credit impaired | - | - | - | - | 60.97 | **60.97** |
| Less: Allowances for Credit Loss | | | | | (336.84) | **(336.84)** |
| **Total** | **8,371.18** | **92.64** | **23.99** | **21.30** | **(3.82)** | **8,505.28** |

Trade Receivables of Maharaja Shree Umaid Mills Limited are hypothecated to secure borrowings.

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

### 6. Loans

| | As at 31 March 2024 | | | | | As at 31 March 2023 | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| | Amortised Cost | At fair value through profit and loss | At fair value through other comprehensive income | Designated at fair value through profit and loss | Total | Amortised Cost | At fair value through profit and loss | At fair value through other comprehensive income | Designated at fair value through profit and loss | Total |
| **(A) Loans** | | | | | | | | | | |
| **Term Loans:-** | | | | | | | | | | |
| - To related parties | - | - | - | - | - | - | - | - | - | - |
| - To others | 11,600.97 | - | - | - | 11,600.97 | 3,831.82 | - | - | - | 3,831.82 |
| **Others:-** | | | | | | | | | | |
| - To related parties(repayable on demand) | 17,301.00 | - | - | - | 17,301.00 | 17,942.27 | - | - | - | 17,942.27 |
| - To others | 4,631.48 | - | - | - | 4,631.48 | 8,507.07 | - | - | - | 8,507.07 |
| **Total (A) - Gross** | **33,533.45** | **-** | **-** | **-** | **33,533.45** | **30,281.16** | **-** | **-** | **-** | **30,281.16** |
| Less: | | | | | | | | | | |
| Impairment allowance | (583.75) | - | - | - | (583.75) | (87.33) | - | - | - | **(87.33)** |
| **Total (A) - Net** | **32,949.69** | **-** | **-** | **-** | **32,949.69** | **30,193.83** | **-** | **-** | **-** | **30,193.83** |
| (*) Includes accrued interest | | | | | | | | | | |
| **(B) Security** | | | | | | | | | | |
| Secured by tangible immovable assets/ shares of the company | 9,264.54 | - | - | - | 9,264.54 | 3,189.99 | - | - | - | 3,189.99 |
| Secured by intangible assets | - | - | - | - | - | - | - | - | - | - |
| Covered by Bank/Government Guarantees | - | - | - | - | - | - | - | - | - | - |
| Unsecured | 24,268.91 | - | - | - | 24,268.91 | 27,091.17 | - | - | - | 27,091.17 |
| **Total (B) - Gross** | **33,533.45** | **-** | **-** | **-** | **33,533.45** | **30,281.16** | **-** | **-** | **-** | **30,281.16** |
| Less: Impairment allowance (refer note (a) below) | (583.75) | - | - | - | (583.75) | (87.33) | - | - | - | **(87.33)** |
| **Total (B) - Net** | **32,949.69** | **-** | **-** | **-** | **32,949.69** | **30,193.83** | **-** | **-** | **-** | **30,193.83** |

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024
(All amounts in ₹ lakhs, unless otherwise stated)

### 6. Loans (Contd.)

| | As at 31 March 2024 | | | | | As at 31 March 2023 | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| | Amortised Cost | At fair value through profit and loss | At fair value through other comprehensive income | Designated at fair value through profit and loss | Total | Amortised Cost | At fair value through profit and loss | At fair value through other comprehensive income | Designated at fair value through profit and loss | Total |
| **(C) Other details** | | | | | | | | | | |
| **(I) Loans in India** | | | | | | | | | | |
| - Public Sector | - | - | - | - | - | - | - | - | - | - |
| - Others | 33,533.45 | - | - | - | 33,533.45 | 30,281.16 | - | - | - | 30,281.16 |
| **Total (C) (I) - Gross** | **33,533.45** | **-** | **-** | **-** | **33,533.45** | **30,281.16** | **-** | **-** | **-** | **30,281.16** |
| Less: Impairment allowance (refer note (a) below) | (583.75) | - | - | - | **(583.75)** | (87.33) | - | - | - | **(87.33)** |
| **Total (C) (I) - Net** | **32,949.69** | **-** | **-** | **-** | **32,949.69** | **30,193.83** | **-** | **-** | **-** | **30,193.83** |
| **(II) Loans outside India** | | | | | | | | | | |
| **Total (C) (II) - Gross** | - | - | - | - | - | - | - | - | - | - |
| Less: Impairment loss allowance | - | - | - | - | - | - | - | - | - | - |
| **Total (C) (II) - Net** | **-** | **-** | **-** | **-** | **-** | **-** | **-** | **-** | **-** | **-** |
| **Total ( C) (I) and (II) - Net** | **32,949.69** | **-** | **-** | **-** | **32,949.69** | **30,193.83** | **-** | **-** | **-** | **30,193.83** |

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

### 6. Loans (Contd.)

**(D) Loans or advances in the nature of loans are granted to promoters, directors, KMPs and the related parties**

| Type of Borrower | As at 31 March 2024 | | As at 31 March 2023 | |
|---|---|---|---|---|
| | Amount of loan or advance in the nature of loan outstanding | Percentage to the totalLoans and Advancesin the nature of loans | Amount of loan or advance in the nature of loan outstanding | Percentage to the totalLoans and Advancesin the nature of loans |
| **(a) Loans repayable on demand:** | | | | |
| Promoter | - | - | - | - |
| Directors | - | - | - | - |
| KMPs | - | - | - | - |
| Related parties | **17,301.00** | **51.59%** | **17,942.27** | **59.25%** |
| **(b) Loans without specifying any terms or period of repayment:** | | | | |
| Promoter | - | - | - | - |
| Directors | - | - | - | - |
| KMPs | - | - | - | - |
| Related parties | - | - | - | - |

# Notes to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

## 7. Investments

| | Amortised Cost | At fair value | | Designated at fair value through profit or loss | Others | Total | Amortised Cost | At fair value | | Designated at fair value through profit or loss | Others | Total |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | Through other comprehensive income | Through profit or loss | | | | | Through other comprehensive income | Through profit or loss | | | |
| | As at 31 March 2024 | | | | | | As at 31 March 2023 | | | | | |
| **(a) Investment in:** | | | | | | | | | | | | |
| Mutual funds | - | - | 6,376.78 | - | - | **6,376.78** | - | - | 8,651.54 | - | - | **8,651.54** |
| Equity instruments | - | - | - | - | - | **-** | - | - | - | - | - | **-** |
| - Associates (quoted) | - | - | - | - | 61,338.50 | **61,338.50** | - | - | - | - | 51,324.60 | **51,324.60** |
| - Associates (unquoted) | - | - | - | - | 2,406.39 | **2,406.39** | - | - | - | - | 1,737.76 | **1,737.76** |
| - Others (quoted) | - | 15,193.00 | - | - | - | **15,193.00** | - | 12,905.68 | - | - | - | **12,905.68** |
| - Others (Unquoted) | - | 4,775.94 | 9,492.00 | - | - | **14,267.94** | - | 9,246.90 | - | - | - | **9,246.90** |
| Preference instruments | - | - | - | - | - | **-** | - | - | - | - | - | **-** |
| - Associates (Unquoted) | - | - | - | - | 1,360.56 | **1,360.56** | - | - | - | - | - | **-** |
| - Others (quoted) | - | 0.00 | - | - | - | **0.00** | - | 0.00 | - | - | - | **0.00** |
| - Others (Unquoted) | - | 1,760.23 | - | - | - | **1,760.23** | - | 1,407.14 | - | - | - | **1,407.14** |
| Bonds and debentures | - | - | - | - | - | **-** | - | - | - | - | - | **-** |
| - Others (Unquoted) | 616.58 | - | - | - | - | **616.58** | 832.25 | - | - | - | - | **832.25** |
| Venture capital funds | - | - | 1,719.80 | - | - | **1,719.80** | - | - | 2,292.30 | - | - | **2,292.30** |
| Sub Hybrid Facility | - | - | 4,113.26 | - | - | **4,113.26** | - | - | 3,786.93 | - | - | **3,786.93** |
| Hybid Facility (unquoted) | - | - | 6,055.49 | - | - | **6,055.49** | - | - | 3,984.88 | - | - | **3,984.88** |
| Others | - | - | - | - | - | **-** | - | - | - | - | - | **-** |
| Investment in LLP | - | 506.16 | - | - | - | **506.16** | - | 506.16 | - | - | - | **506.16** |
| Investments through Portfolio Management Services ('PMS') | - | - | - | - | - | **-** | - | - | - | - | - | **-** |
| - Equity Instruments (quoted) | - | - | - | - | - | **-** | - | - | - | - | - | **-** |
| - Mutual funds (Unquoted) | - | - | - | - | - | **-** | - | - | 0.00 | - | - | **0.00** |
| **Total (A)** | **616.58** | **22,235.32** | **27,757.34** | **-** | **65,105.45** | **115,714.68** | **832.25** | **24,065.88** | **18,715.66** | **-** | **53,062.36** | **96,676.15** |
| **Other details:** | | | | | | | | | | | | |
| Investment Outside India | - | - | - | - | - | **-** | - | - | - | - | - | **-** |
| Investment in India | 616.58 | 22,235.32 | 27,757.34 | - | 65,105.45 | **115,714.68** | 832.25 | 24,065.88 | 18,715.66 | - | 53,062.36 | **96,676.15** |
| **Total (B)** | **616.58** | **22,235.32** | **27,757.34** | **-** | **65,105.45** | **115,714.68** | **832.25** | **24,065.88** | **18,715.66** | **-** | **53,062.36** | **96,676.15** |
| **Less: Allowance for impairment loss (C)** | - | - | - | - | - | **-** | - | - | - | - | - | **-** |
| **Total Net (D)** | **616.58** | **22,235.32** | **27,757.34** | **-** | **65,105.45** | **115,714.68** | **832.25** | **24,065.88** | **18,715.66** | **-** | **53,062.36** | **96,676.15** |

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

| | | As at 31 March 2024 | | As at 31 March 2023 | |
|---|---|---|---|---|---|
| | | Number | Amount | Number | Amount |
| 7. | **Investments (cont'd)** | | | | |
| (a) | **Investment in mutual funds** (Measured at FVTPL) | | | | |
| | Unquoted | | **6,376.78** | | **8,651.54** |
| | Invesments valuing NIL in current year (31 March 2023 : ₹ 7,733.02lakhs) are pledged against borrowings | | | | |
| (b) | **Investment in equity instruments** | | | | |
| | **Associates, Quoted** (Accounted as per equity method) | | | | |
| | Amalgamated Development Limited | 8,237 | 527.90 | 8,237 | 273.75 |
| | Kiran Vyapar Limited | 9,238,132 | 56,015.86 | 9,238,132 | 46,598.71 |
| | The Peria Karamalai Tea & Produce Co. Limited | 1,102,065 | 4,794.73 | 1,053,441 | 4,452.13 |
| | Total | | **61,338.50** | | **51,324.60** |
| | **Associates, unquoted** (Accounted as per equity method) | | | | |
| | The Kishore Trading Co. Limited | 28,519 | 748.18 | 28,519 | 544.92 |
| | M.B. Commercial Co. Limited | 86,158 | 2,068.38 | 86,158 | 1,707.72 |
| | The General Investment Co. Limited | 7,541 | 636.96 | 7,541 | 532.25 |
| | Navjyoti Commodity Management Services Limited | - | (1,047.13) | - | (1,047.13) |
| | Total | | **2,406.39** | | **1,737.76** |
| | **Others, unquoted** (Measured at FVTOCI) | | | | |
| | Navjyoti Commodity Management Service Pvt. Ltd. | 1,425,000 | 834.20 | 1,425,000 | 857.99 |
| | Shree Krishna Agency Limited | 18,600 | 441.28 | 18,600 | 253.51 |
| | Virochanaye Greenfield Pvt Ltd. | 730,800 | 102.17 | 730,800 | 67.38 |
| | The Swadeshi Commercial Co. Limited | 7,945 | 2,334.58 | 7,945 | 753.64 |
| | Satywatche Greeneries Private Limited | - | - | 815,120 | 69.93 |
| | Winsome Park (P) Limited | 2,775,630 | 325.58 | 1,035,300 | 141.04 |
| | **Total** | | **4,037.81** | | **2,143.50** |
| | **Others, unquoted** (Non-trade, Measured at FVTOCI) | | | | |
| | Total | | **738.13** | | **7,103.40** |
| | **Others, unquoted** (Measured at FVTPL) | | | | |
| | Total | | **9,492.00** | | **-** |
| (c) | **Investment in equity instruments** | | | | |
| | **Others, quoted** (Measured at FVTOCI) | | **15,193.00** | | **12,905.68** |
| | Invesments valuing ₹ 353.14 lakhs (31 March 2023 : ₹ 543.39) are pledged with broker as margin money | | | | |
| | Some Investments have been written off in the books since these companies do not exist as per MCA Records | | | | |
| (d) | **Investment in preference shares** | | | | |
| | **Associate, unquoted (Measured at cost)** | | | | |
| | Navjyoti Commodity Management Services Limited | - | - | - | - |
| | Amalgamated Development Limited | 12,612 | 1,360.56 | - | - |
| | LNB Renewable Energy Pvt Ltd | - | - | - | - |
| | Total | | **1,360.56** | | **-** |
| | **Others, quoted** (Measured at FVTOCI) | | | | |
| | Total | | **0.00** | | **0.00** |
| | **Others, unquoted** (Measured at FVTOCI) | | **1,760.23** | | **1,407.14** |

* During the year, based on CIRP order of VS Lignite Power (P) Ltd., investments in equity shares and preference shares have been written off.

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

| | As at 31 March 2024 | | As at 31 March 2023 | |
|---|---|---|---|---|
| | Number | Amount | Number | Amount |
| **7. Investments (cont'd)** | | | | |
| **(e) Investment in Debt Securities** | | | | |
| **Others, unquoted** (Measured at amortised cost) | | | | |
| Bonds Unquoted# | | **0.00** | | **832.25** |
| **Others, unquoted** (Measured at FVTPL) | | **616.58** | | **-** |
| **Total investment in debt securities** | | **616.58** | | **832.25** |
| **Measured at amortised cost** | | **0.00** | | **832.25** |
| **Measured at FVTPL** | | **616.58** | | **-** |
| **(f) Investment in approved Securities** | | | | |
| **Others, unquoted** (Measured at FVTPL) | | | | |
| Venture capital funds, unquoted | | **1,719.80** | | **2,292.30** |
| **Total investments in other approved securities** | | **1,719.80** | | **2,292.30** |
| **(g) Investments through portfolio managers** | | | | |
| **Equity instruments, quoted** (Measured at FVTOCI) | | | | |
| Total | | **-** | | **-** |
| **Mutual funds, unquoted** (Measured at FVTPL) | | | | |
| Total | | **-** | | **-** |
| **Total investment through Portfolio Managers** | | **-** | | **-** |
| **Measured at FVTOCI** | | **-** | | **-** |
| **Measured at FVTPL** | | **-** | | **-** |
| **(h) Investment in LLP** | | | | |
| Total | | **506.16** | | **506.16** |
| **(i) Investment in Sub Hybrid Facility** (Measured at FVTPL) | | | | |
| Total | | **4,113.26** | | **3,786.93** |
| **Total investment in Sub Hybid Facility** | | **4,113.26** | | **3,786.93** |
| **Measured at FVTPL** | | **4,113.26** | | **3,786.93** |
| **(j) Investment in Hybid Facility (unquoted)** (Measured at FVTPL) | | | | |
| Total | | **6,055.49** | | **3,984.88** |
| **Total investment in Hybid Facility** | | **6,055.49** | | **3,984.88** |
| **Measured at FVTPL** | | **6,055.49** | | **3,984.88** |
| **(k) Measured at Amortized Cost** | | | | |
| **Investment in Others** | | | | |
| Total | | **-** | | **-** |
| **Total investment in Others** | | **-** | | **-** |
| **Measured at Amortized Cost** | | **-** | | **-** |

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

| | | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|---|
| **8.** | **Other financial assets** | | |
| | Advance to suppliers | 46.38 | 118.29 |
| | Advance to employees | 1.62 | 5.80 |
| | 12 Years National Plan Savings Certificates | 0.31 | 0.31 |
| | Interest accrued: | - | - |
| | - Bonds and debentures | 75.96 | 13.58 |
| | Other receivables | 3,067.18 | 6,267.41 |
| | Security & Gurantee Deposits | 598.59 | 595.80 |
| | Share of profit receivable from LLP | 1,385.90 | 1,164.80 |
| | Rent & Other Receivable | 595.51 | 21.07 |
| | | **5,771.45** | **8,187.05** |

Fixed deposit of LNB Renewable Energy Limited amounting to ₹ 72.13 lakhs (₹ 72.13 lakhs in Previous Year) is pledged as security against secured borrowings for DSRA requirement.

Fixed deposit of LNB Renewable Energy Limited amounting to ₹ 229.68 lakhs (P.Y. Rs. 229.68 lakhs) is held as security against secured borrowings for maintaining Debt Service Coverage Ratio and Major Maintenance Reserve.

Fixed deposit of LNB Renewable Energy Limited amounting to ₹ Nil (₹ 411.18 lakhs in Previous Year) is held as security against secured borrowings for maintaining Debt Service Coverage Ratio.

Fixed deposit of LNB Renewable Energy Limited amounting to ₹ 436.24 lakhs. (₹ 427.73 lakhs in Previous Year) is held as security against secured borrowings for maintaining Debt Service Coverage Ratio and Major Maintenance Reserve.

Fixed deposit of LNB Renewable Energy Limited amounting to ₹ 109.64 lakhs in C.Y. (₹ 109.64 lakhs in P.Y.) is held as security against secured borrowings for maintaining Debt Service Coverage Ratio.

*Fixed deposit of LNB Renewable Energy Limited amounting to ₹ 839.15 lakhs in C.Y. (₹ 782.01 in P.Y.) is held as security against secured borrowings for maintaining O & M Reserve & Debt Service Coverage Ratio.

Fixed deposit of LNB Renewable Energy Limited amouting to ₹ 914.02 lakhs (Rs. 458.43 in Previous Year) is held as security against secured borrowings for maintaining Debt Service Coverage Ratio and Major Maintenance Reserve.

Fixed deposit of LNB Renewable Energy Limited amount of Rs.143 Lakhs( P.Y.₹ 1506.22 lakhs) is pledged against a bank guarantee.

| | | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|---|
| **9.** | **Inventories** | | |
| | Traded Goods/Raw material/Finished Goods | 6,953.55 | 7,373.94 |
| | Work-in-Progress (Agricultural Plantation) | 5.66 | 1.36 |
| | Work-in-Progress (Construction) | - | - |
| | Work-in-Progress (Others) | 2,833.62 | 7,373.02 |
| | Wastage | 278.78 | 284.16 |
| | Stores and spare parts | 300.26 | 274.40 |
| | | **10,371.87** | **15,306.89** |

Write downs of inventories of Maharaja Shree Umaid Mills (net of reversal) to net realizable value related to finished goods amounted to Rs 57.84 Lakhs (Previous year Rs. 57.26 Lakhs). These were recognised as expense during the year and included in 'Cost of materials consumed' and "Changes in inventories of finished goods, work-in-process and traded goods" in statement of profit and loss.

Inventories of Maharaja Shree Umaid Mills Limited is hypothecated to Secured borrowings.

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

### 10. Property, plant and equipment

| | Vehicles | Motor Bike | Motor Car* | Type Writer | Mobile Phone | Electric Installation | Electric Equipment | Motor Pump & Tuble Well | Wind Mills | Office Equipments | Land & Road*** | Plant & Machinery | Building | Comp-uter | Furniture and Fixtures | Total |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| **Gross block** | | | | | | | | | | | | | | | | |
| **Balance as at 01 April 2022** | **161.49** | **0.70** | **670.57** | **0.00** | **2.53** | **1,860.98** | **3,004.12** | **0.00** | **10,501.49** | **88.42** | **49,833.81** | **58,422.75** | **7,517.55** | **8.93** | **179.48** | **132,252.83** |
| Additions | 10.01 | - | 203.56 | - | - | 6.31 | 90.55 | - | - | 40.95 | 24.01 | 1,950.46 | 3,151.83 | - | 107.63 | 5,585.30 |
| Disposals | - | - | - | - | - | - | (25.24) | - | (439.46) | (0.52) | (12.00) | 82.37 | (0.22) | - | (6.35) | (401.42) |
| **Balance as at 31 March 2023** | **171.50** | **0.70** | **874.14** | **0.00** | **2.53** | **1,867.29** | **3,069.43** | **0.00** | **10,062.03** | **128.86** | **49,845.81** | **60,455.57** | **10,669.16** | **8.93** | **280.76** | **137,436.72** |
| Additions | 143.24 | - | 56.73 | - | - | 2.46 | 60.39 | - | - | 13.31 | 944.58 | 1,919.73 | 87.69 | - | 162.81 | 3,390.94 |
| Disposals | (8.92) | - | - | - | - | - | - | - | - | - | (378.92) | (80.36) | (31.69) | - | - | (499.89) |
| **Balance as at 31 March 2024** | **305.82** | **0.70** | **930.87** | **0.00** | **2.53** | **1,869.75** | **3,129.82** | **0.00** | **10,062.03** | **142.16** | **50,411.48** | **62,294.95** | **10,725.17** | **8.93** | **443.56** | **140,327.77** |
| **Accumulated depreciation** | | | | | | | | | | | | | | | | |
| **Balance as at 01 April 2022** | **92.01** | **0.32** | **459.20** | **-** | **2.08** | **418.77** | **1,079.29** | **-** | **444.24** | **47.72** | **27.40** | **14,087.99** | **1,271.30** | **6.76** | **110.14** | **18,047.22** |
| Depreciation charge for the year | 10.60 | - | 66.77 | - | - | 93.25 | 342.99 | - | - | 15.07 | 12.05 | 3,912.89 | 393.52 | - | 31.77 | 4,878.90 |
| Disposals | - | - | - | - | - | - | (2.50) | - | - | (0.41) | (0.41) | 19.88 | (2.82) | - | (0.12) | 13.61 |
| **Balance as at 31 March 2023** | **102.61** | **0.32** | **525.97** | **-** | **2.08** | **512.02** | **1,419.78** | **-** | **444.24** | **62.37** | **39.04** | **18,020.76** | **1,662.00** | **6.76** | **141.79** | **22,939.73** |
| Depreciation charge for the year | 41.58 | - | 108.68 | - | - | 73.32 | 349.45 | - | - | 25.94 | 11.80 | 3,949.70 | 417.98 | - | 42.51 | 5,020.96 |
| Disposals/Adjustment | (5.37) | - | - | - | - | - | (2.38) | - | - | 0.07 | (0.41) | 127.89 | (11.62) | - | - | 108.17 |
| **Balance as at 31 March 2024** | **138.81** | **0.32** | **634.65** | **-** | **2.08** | **585.34** | **1,766.85** | **-** | **444.24** | **88.39** | **50.43** | **22,098.34** | **2,068.36** | **6.76** | **184.30** | **28,068.86** |
| **Carrying value** | | | | | | | | | | | | | | | | |
| **As at 31 March 2023** | **68.90** | **0.39** | **348.16** | **0.00** | **0.45** | **1,355.27** | **1,649.65** | **0.00** | **9,617.80** | **66.48** | **49,806.77** | **42,434.82** | **9,007.17** | **2.18** | **138.97** | **114,496.99** |
| **As at 31 March 2024** | **167.01** | **0.39** | **296.21** | **0.00** | **0.45** | **1,284.41** | **1,362.97** | **0.00** | **9,617.80** | **53.78** | **50,361.05** | **40,196.61** | **8,656.81** | **2.18** | **259.26** | **112,258.90** |

**Notes:**

Assets of Maharaja Shree Umaid Mills Limited is pledged and Hypothicated against borrowings

During the year, Maharaja Shree Umaid Mills has transferred assets having gross block of Rs 422.92 lakhs (Previous Year Rs 90.05 lakhs) which has accumulated depreciation of Rs 168.06 lakhs (Previous Year Rs 58.97 lakhs) from Non Current Assets Held for Sale.

Rs. 74.50 lakhs received for refund of custom duty from Solar Energy Corporation of India has been adjusted against Plant & Machinery in the case of PSHPL , a subsidiary of Lnb Renewable Energy Limited

*Motor car includes a motor car of Lnb Renewable Energy Ltd which is hypothecated against the loan taken from Kotak Mahindra Pvt. Ltd.

***Lease Agreement of LNB Renewable Energy Limited for Land was registered on 21st january ,2014 and possession was obtained on 20th December,2013.As per the agreement such lease agreement for land shall be initiallyfor a period of 30 years and shall be renewable for a further period of 10 years at the option of lessee.

Property, plant & equipment of LNB Rendewable Energy Limited(includes plant & machinery, factory building, roads, electrical equipments & office equipments including computer) is hypothicated towards term loan from HDFC Bank Ltd.

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

| | Land & Building | Total |
|---|---|---|
| **10a. Investment property** | | |
| **Gross block** | | |
| **Balance as at 01 April 2022** | **1,715.38** | **1,715.38** |
| Additions | 1,750.00 | **1,750.00** |
| Disposals | (0.05) | **(0.05)** |
| **Balance as at 31 March 2023** | **3,465.33** | **3,465.33** |
| Additions | - | **-** |
| Disposals | - | **-** |
| **Balance as at 31 March 2024** | **3,465.33** | **3,465.33** |
| **Accumulated depreciation** | | |
| **Balance as at 01 April 2022** | **28.36** | **28.36** |
| Depreciation charge for the year | 34.87 | **34.87** |
| Disposals | 0.01 | **0.01** |
| **Balance as at 31 March 2023** | **63.21** | **63.21** |
| Depreciation charge for the year | 96.08 | **96.08** |
| Disposals | - | **-** |
| **Balance as at 31 March 2024** | **159.30** | **159.30** |
| **As at 31 March 2023** | **3,402.12** | **3,402.12** |
| **As at 31 March 2024** | **3,306.03** | **3,306.03** |

In the previous year, the Governemnt of Rajasthan has acquired a part of land of Maharaja Shree Umaid Mills Ltd measuring 0.12 hectare in Khasra number 80 in village Bhadana, District - Kota and having carrying value of Rs. 0.01 lakhs. During the financial year 2022-23, Maharaja Shree Umaid Mills Ltd has received compensation of Rs. 70.29 lakhs from Karyalaya Nagar Vikas Nyas, Kota under a court directive u/s 30 (2) of Right to Fair Compensation and Transparency in Land Acquisition, Rehabilitation and Resettlement Act, 2013 against such acquisition of land. Maharaja Shree Umaid Mills Ltd has challenged the compensation payable to it before the Hon'ble High Court of Rajasthan and matter is pending for adjudication. Pending disposal of the case by the Hon'ble High Court of Rajasthan, the holding Company, in previous year, has given accounting treatment of the acquisition of land and compensation recevied. Further compensation shall be accounted for as and when received in this sub-judice matter.

The fair value of the investment property of Maharaja Shree Umaid Mills Ltd was Rs. 18497.52 Lakhs (Previous Year Rs. 18355.51 Lakhs). The fair value has been determined on the basis of valuation carried out at the reporting date by registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017 and the same has been categorised as Level 2 based on the valuation techniques used and inputs applied. The main inputs considered by the valuer are government rates, property location, market research & trends, contracted rentals, terminal yields, discount rates and comparable values, as appropriate as given below :

| | Year ended 31 March, 2024 | Year ended 31 March, 2023 |
|---|---|---|
| **(a) Amount recognised in profit and loss for investment property** | | |
| Rental income derived from investment properties | - | - |
| Direct operating expenses | - | - |
| Profit on sale of investment properties | - | 320.25 |
| **Profit arising from investment properties before depreciation and indirect expenses** | **-** | **320.25** |
| Less - Municipal tax | 3.55 | 4.88 |
| Less - Depreciation | 11.75 | 11.75 |
| **Profit / (Loss) arising from investment properties** | **(15.30)** | **303.62** |
| | **As at 31 March, 2024** | **As at 31 March, 2023** |
| **(b) Fair value of investment property** | | |
| Fair value | 18,497.52 | 18,355.51 |

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

### 10a. Investment property (Contd.)

**(b) Fair value of investment property (Contd.)**

**Fair value of investment properties of the Company is stated below:**

**Note :**

| Particulars | 31/03/2024 | | 31/03/2023 | | Remarks |
|---|---|---|---|---|---|
| | Cost net of Depreciation | Fair Value | Cost net of Depreciation | Fair Value | |
| Investment in Plot at Jaipur | 500.51 | 761.29 | 500.51 | 692.04 | Valuation as per the circle rate, as provided by the state authorities has been considered for the purposes of this disclosure since the said property is yet to be registered in the name of company so the valuation Report is not being taken by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017. |
| Investment in Plot at Kolkata | 3.81 | 3.81 | 3.81 | 3.81 | Valuation report from the registered valuer cannot be obtained for these land also due to encroachment or land ceiling issues. |
| Investment in real estate at Hyderabad | 1,642.55 | 1,650.00 | 1,726.88 | 1,650.00 | Valuation report obtained from the registered valuer under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017. |
| **Total** | **2,146.88** | **2,415.11** | **2,231.21** | **2,345.85** | |

Investment in Plot of Land at Jaipur worth ₹ 500.51 Lacs is yet to be registered in the name of the company.

| | Total |
|---|---|
| **10b. Biological Assets other than Bearer Plants** | |
| **Gross block** | |
| **Balance as at 01 April 2022** | **4.90** |
| Additions | 0.05 |
| Disposals | - |
| **Balance as at 31 March 2023** | **4.96** |
| Additions | 0.04 |
| Disposals | - |
| **Balance as at 31 March 2024** | **5.00** |
| **Accumulated depreciation** | |
| **Balance as at 01 April 2022** | **-** |
| Depreciation charge for the year | - |
| Disposals | - |
| **Balance as at 31 March 2023** | **-** |
| Depreciation charge for the year | - |
| Disposals | - |
| **Balance as at 31 March 2024** | **-** |
| **Carrying value** | |
| **As at 31 March 2023** | **4.96** |
| **As at 31 March 2024** | **5.00** |
| Note: Maharaja Shree Umaid Mills Limited owns bearer biological assets i.e, live stock from which milk is produced. The live stock is maintained at Pali Rajasthan. Fair valuation of live stocks have been arrived by the internal valuer using market approach as valuation technique and reference pricing for unobservable inputs. | |

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

| | Computer Software | Total |
|---|---|---|
| **10c. Other intangible assets** | | |
| **Gross block** | | |
| **Balance as at 01 April 2022** | **116.96** | **116.96** |
| Additions | - | - |
| Disposals | - | - |
| **Balance as at 31 March 2023** | **116.96** | **116.96** |
| Additions | - | - |
| Disposals | - | - |
| **Balance as at 31 March 2024** | **116.96** | **116.96** |
| **Accumulated depreciation** | | |
| **Balance as at 01 April 2022** | **114.17** | **114.17** |
| Depreciation charge for the year | 1.51 | 1.51 |
| Disposals | - | - |
| **Balance as at 31 March 2023** | **115.68** | **115.68** |
| Depreciation charge for the year | 1.04 | 1.04 |
| Disposals | - | - |
| **Balance as at 31 March 2024** | **116.72** | **116.72** |
| **Carrying value** | | |
| **As at 31 March 2023** | **1.28** | **1.28** |
| **As at 31 March 2024** | **0.24** | **0.24** |

| | Leasehold Land | Total |
|---|---|---|
| **10d. Right-of-use Assets** | | |
| **Gross block** | | |
| **Balance as at 01 April 2022** | **259.73** | **259.73** |
| Additions | - | - |
| Disposals | - | - |
| **Balance as at 31 March 2023** | **259.73** | **259.73** |
| Additions | - | - |
| Disposals | - | - |
| **Balance as at 31 March 2024** | **259.73** | **259.73** |
| **Accumulated Amortization** | | |
| **Balance as at 31 March 2022** | **63.77** | **63.77** |
| Additions | 21.26 | 21.26 |
| Disposals | - | - |
| **Balance as at 31 March 2023** | **85.03** | **85.03** |
| Additions | 21.26 | 21.26 |
| Disposals | - | - |
| **Balance as at 31 March 2024** | **106.29** | **106.29** |
| **Net Block** | | |
| **Balance as at 31 March 2023** | **174.70** | **174.70** |
| **Balance as at 31 March 2024** | **153.44** | **153.44** |

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

| | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| **11. Other non-financial assets** | | |
| Prepaid expenses | 191.56 | 260.00 |
| Balances with government authorities | 2,853.24 | 2,819.83 |
| Amalgamation Adjustment | 422.00 | 422.00 |
| Others | 394.84 | 163.86 |
| Capital advances | 618.98 | 356.93 |
| Security deposits | - | - |
| Asset Held for sale | 310.00 | 577.41 |
| | **4,790.62** | **4,600.03** |

TheThe Management of Maharaja Shree Umaid Mills Ltd. has availed input VAT credit based on prudent-man theory considering manufacturing of all exempted yarn first from raw material sourced from states other than Rajasthan (where CST was paid) and balance raw material was considered as used for exempted products and offered for VAT reversal which has been disputed by the sales tax department and refund has not been granted since long time. Matter is under appeal with Rajasthan High Court, Jodhpur. Based on legal opinion obtained, management is confident of favorable decision, hence considered this amount good for recovery.

The Management of Maharaja Shree Umaid Mills Ltd. has proposed to disposed off certain plant and machineries, accordingly same has been classified as Assets Held for Sales and carried at estimated net realisable value aggregating Rs. 310 Lakh (Previous Year Rs 577.41 Lakh).

| | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| **12 Trade Payables** | | |
| (i) Total outstanding dues of micro enterprises and small enterprises | 259.38 | 3,665.66 |
| (ii) Total outstanding dues of creditors other than micro enterprises and small enterprises | 2,830.92 | 2,997.51 |
| | **3,090.30** | **6,663.17** |

**Trade Payables ageing schedule:**

| Particulars | Outstanding for following periods from due date | | | | | | |
|---|---|---|---|---|---|---|---|
| | Unbilled | Not Due | Less than 1 Year | 1-2 yrs | 2-3 yrs | More than 3 Years | Total |
| **As at March 31,2024** | | | | | | | |
| (i) MSME | - | 91.49 | 166.21 | 0.07 | - | 1.61 | **259.38** |
| (ii) Others | 160.99 | 481.36 | 1,804.49 | 287.16 | 6.19 | 90.74 | **2,830.92** |
| | **160.99** | **572.85** | **1,970.70** | **287.23** | **6.19** | **92.35** | **3,090.30** |
| **As at March 31,2023** | | | | | | | |
| (i) MSME | - | 65.89 | - | - | - | - | **65.89** |
| (ii) Others | 107.12 | 2,050.03 | 4,125.15 | 192.92 | 12.80 | 109.26 | **6,597.28** |
| | **107.12** | **2,115.92** | **4,125.15** | **192.92** | **12.80** | **109.26** | **6,663.17** |

Based on the information available, there are certain vendors who have confirmed that they are covered under the Micro, Small and Medium Enterprises Development Act, 2006. Disclosures relating to dues of Micro and Small enterprises under section 22 of 'The Micro, Small and Medium Enterprises Development Act, 2006, are given below:

| | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| a. principal amount and Interest due thereon remaining unpaid to any supplier | 259.36 | 65.89 |
| b. Interest paid by the Company in terms of Section 16 of the MSMED Act along with the amounts of the payment made to the supplier beyond the appointed day. | - | - |
| c. The 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 this Act | - | - |
| d. The amount of interest accrued and remaining unpaid during the accounting year. | 0.03 | - |
| e. 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 as a deductible expenditure under section 23 of this Act. | - | - |

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

### 13. Borrowings (other than debt securities)

| | As at 31 March 2024 | | | As at 31 March 2023 | | |
|---|---|---|---|---|---|---|
| | At fair value through profit or loss | At amortised cost | Total | At fair value through profit or loss | At amortised cost | Total |
| Term loans (refer notes below): | | | | | | |
| - from Banks (Secured) | - | 39,121.68 | 39,121.68 | - | 44,403.05 | 44,403.05 |
| - from other parties (Secured) | - | 283.83 | 283.83 | - | 289.85 | 289.85 |
| Loan from related parties (refer note 48 ) (Unsecured) | - | 13,407.90 | 13,407.90 | - | 15,394.53 | 15,394.53 |
| Others (refer notes below): | | | | | | |
| - from Working capital facility from Banks (secured) | - | 8,352.58 | 8,352.58 | - | 8,631.88 | 8,631.88 |
| - from Financial Institutions (Secured) | - | 8,602.75 | 8,602.75 | - | 11,500.00 | 11,500.00 |
| - from Others | - | 2,802.48 | 2,802.48 | - | 3,234.39 | 3,234.39 |
| | **-** | **72,571.22** | **72,571.22** | **-** | **83,453.70** | **83,453.70** |
| Borrowings in India | - | 72,571.22 | 72,571.22 | - | 83,453.70 | 83,453.70 |
| Borrowings outside India | - | - | - | - | - | - |
| | **-** | **72,571.22** | **72,571.22** | **-** | **83,453.70** | **83,453.70** |

**Terms and conditions :**

Term loan from Aditya Birla Finance Limited (amount outstanding as on 31 March 2024 - ₹ 5500 Lacs and ₹ 3000 Lacs availed at fixed intetest rate of 9.55% and 8.55% (31 March 2023 - ₹ 5500 Lacs and ₹ 3000 Lacs availed at fixed intetest rate of 8.50% and 7.50%) is secured by pledge of certain Mutual Funds of Directors of the company. The loan is repayable within 29 and 30 months from the date of first disbursement.

Term loans of Maharaja Shree Umaid Mills Limited of Rs.1681.79 Lakhs (Previous year Rs. 1978.93 Lakhs) are secured by second charge on group's immovable assets i.e. factory land and building situated at Jodhpur Road, Pali-306401 in Rajasthan and entire movable fixed assets of the Textile unit of the group situated at Jodhpur Road, Pali including Wind Mills situated in District Jodhpur and Jaisalmer in Rajasthan; and also second charge on current assets of the Textile unit of the group situated at Jodhpur Road, Pali and Wind Mills situated in District Jodhpur and Jaisalmer in Rajasthan, both present and future, ranking pari passu with all participating term and working capital facility sanctioned by respective lenders. Loan is guaranteed by NCGTC Limited. Out of these Term Loans of Rs.1681.79 Lakhs (Previous year Rs. 1978.93 Lakhs), loan amounting to Rs 1310.10 Lakh (Previous year Rs. 1478.61 Lakhs) from HDFC Bank Limited is further secured by Second charge on solar power plant assets.

Term loan of Maharaja Shree Umaid Mills Limited of Rs.11709.74 Lakhs (Previous year Rs.12405.76 lakhs) are secured by first charge on group's immovable assets i.e. factory land and building situated at Jodhpur Road, Pali-306401 in Rajasthan and entire movable fixed assets of Textile unit (excluding assets generated from the proceeds of Term loan of Rs. 844.00 lakhs, as this term loan have exclusive charge on these assets)of the group situated at Jodhpur Road, Pali including Wind Mills situated in District Jodhpur and Jaisalmer in Rajasthan; and second charge on current assets of the Textile unit of the group situated at Jodhpur Road, Pali and Wind Mills situated in District Jodhpur and Jaisalmer in Rajasthan, both present and future, ranking pari passu with all participating term and working capital lenders.

Term loan of Maharaja Shree Umaid Mills Ltd.of Rs.18.13 Lakhs (Previous year Rs. 20.57) is secured by hypothecation of vehicle purchased under the vehicle finance.

**Repayment Schedule of Maharaja Shree Umaid Mills Limited is stated below :**

| Rate of Interest | Interest Rate | | Repayment Instalment | | Amount | |
|---|---|---|---|---|---|---|
| | As at March 31, 2024 | As at March 31, 2023 | As at March 31, 2024 | As at March 31, 2023 | As at March 31, 2024 | As at March 31, 2023 |
| **Secured Loan** | 9.25 to 9.60% p.a. | 8.75 to 9.60% p.a. | 10-53 Monthly installment | 22-57 Monthly installment | 1,131.11 | 1,681.79 |
| | 8.65 to 8.35 % p.a. | 8.50 to 9.10 % p.a. | 12-30 Quarterly & 69 Monthly installment | 16-34 Quarterly & 81 Monthly installment | 9,995.24 | 10,850.27 |
| **Unsecured Loan** | 7.75% p.a. | 7.75% p.a. | 2 years for the date of dishburshment | Single instalments | 2,800.00 | - |



installment

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

### 13. Borrowings (other than debt securities) (Contd.)

Secured by First mortgage and charge by way of mortgage on all immovable properties both present and future. First charge on all tangible movable assets (Present & Future), book debts, operating cash flows, receivables, commissions, revenues of whatsoever nature; all bank accounts TRA, DSRA, MMR, and any other reserves and other bank accounts of the borrower wherever maintained; intangible assets & uncalled capital (Present & Future). First charge on all the rights, title, interest, benefits, claims and demands whatsoever of the borrower in the project document, duly acknowledged and consented to by the relevant counter-parties to such Project Documents, all as amended, varied or supplemented from time to time; the rights, title, interest, benefits, claims and demands whatsoever of the borrower in the Clearances and in any letter of credit, guarantee, performance bond, bank guarantee provided by any party to the project documents; 100% Pledge of the paid-up equity share capital of the Manifold Agricrops Pvt Ltd, Parmarth Wind Energy Pvt Ltd, Palimarwar Solar Project Pvt Ltd, Janardan Wind Energy Pvt Ltd & Sidhidata Solar Urja Ltd. First Charge over the amounts in surplus pool accounts.

Working Capital Facilities of Maharaja Shree Umaid Mills Limited from banks are secured by first charge by way of hypothecation of the current assets of the Textile & Wind Unit of the Company situated at Jodhpur Road, Pali; and second charge on Company's immovable assets i.e. factory land and building situated at Jodhpur Road, Pali-306401 in Rajasthan and entire movable fixed assets of Textile unit of the Company situated at Jodhpur Road, Pali including Wind Mills situated in District Jodhpur and Jaisalmer in Rajasthan, both present and future, ranking pari passu with all participating working capital and term lenders.

Loan of Palimarwar Solar Project Pvt Ltd. is secured by first pari passu charge on all present and future immovable assets, tangible/ intangible movable assets,receivables and insurance proceeds, all the accounts of the Borrower including the Trust and Retention Account ('TRA'), current assets, all the rights, title,interests,benefits,claims and demands whatsoever of the Borrower in, to and under the Project documents for the Project and in any letter of credit, guarantee including contractor guarantees, liquidated damages or performance bond provided by any party under the Project documents and related backup letter of credits and pledge of 100% present and future shareholding as held by Yasheshavi Greenhub Pvt Ltd.

Secured by First mortgage and charge by way of mortgage on all immovable properties both present and future. First charge on all tangible movable assets (Present & Future), book debts, operating cash flows, receivables, commissions, revenues of whatsoever nature; all bank accounts TRA, DSRA, MMR, and any other reserves and other bank accounts of the borrower wherever maintained; intangible assets & uncalled capital (Present & Future). First charge on all the rights, title, interest, benefits, claims and demands whatsoever of the borrower in the project document, duly acknowledged and consented to by the relevant counter-parties to such Project Documents, all as amended, varied or supplemented from time to time; the rights, title, interest, benefits, claims and demands whatsoever of the borrower in the Clearances and in any letter of credit, guarantee, performance bond, corporate guarantee, bank guarantee provided by any party to the project documents; 100% Pledge of the paid-up equity share capital and preference share capital of the borrower Palimarwar Solar House Pvt Ltd. First Charge over the amounts in surplus pool accounts.

Loan of Sidhidata Solar Urja Ltd. of ₹ 1702.05 lakhs repayable in 76 structured monthly instalments commencing from 02, December 2021 Last instalment due on 31 January, 2028 Rate of Interest 7.25% P.A. (PY...7.25% P.A.). Loan amount due as on 31st March, 2024 - ₹ 1022.43 lakhs/- (31st March, 2023- ₹ 1327.58 lakhs/-). Structured monthly instalments due as on 31st March, 2024- 46 (Previous year 60).

Loan of Manifold Agricrops Pvt Ltd of ₹ 1,261.13 lakhs (Refinanced during the year to repay existing debts)- repayable in 130 structured monthly instalments commencing from 31, December 2021 Last instalment due on 31, January 2028 Rate of Interest 7.25% P.A. (PY 7.25% P.A.). Loan amount due as on 31st March, 2024 - ₹ 497.00 lakhs/- (31st March, 2023- ₹ 832.96 lakhs/-). Structured monthly instalments due as on 31st March, 2024- 46 (Previous year 79).

Loan of Palimarwar Solar Project Pvt Ltd. of ₹ 5,254.43 lakhs (Refinanced during the year to repay existing debts)- repayable in 160 structured monthly instalments commencing from 31, December 2021 Last instalment due on 31, May 2034 Rate of Interest 7.25% P.A. (P.Y. 7.25% P.A.). Loan amount due as on 31st March, 2024 - ₹ 4078.27 lakhs/- (31st March, 2023- ₹ 4566.46 lakhs/-). Structured monthly instalments due as on 31st March, 2024- 122 (Previous year 138).

Loan amount Janardan Wind Energy Pvt Ltd of ₹ 11,366 lakhs repayable in 184 structured monthly instalments commencing from 31, October 2021 Last instalment due on 31, July 2036 Rate of Interest 7.25% P.A. (PY. 7.25% P.A.). Loan amount due as on 31st March, 2024 - ₹ 9134.20 lakhs/- (31st March, 2023- ₹ 10,144.22 lakhs/-). Structured monthly instalments due as on 31st March, 2024- 148 (Previous year 166).

Secured by First charge by way of mortgage on all present immovable assests of Palimarwar Solar House Pvt Ltd (Excluding Land situated in Telangana).First charge on all movable assests (Present & Future), book debts, operating cash flows, receivables, commissions, revenues of whatsover nature, project bank accounts (TRA), DSRA, MMR, and any other reserves and other bank accounts of Palimarwar Solar House Pvt Ltd whereever maintained, intangible assests & uncalled capital (Present & Future). All the rights, title, interest, benefits, claims and demand whatsoever of the Palimarwar Solar House Pvt Ltd in the project documents, duly acknowledged and consented to by the relevant counter-parties to such Project Documents, all as amended, varied or supplemented from time to time, all the rights, title, interest, benefits, claims and demand whatsoever of the Palimarwar Solar House Pvt Ltd in the clearances, in any letter of credit, guarantee, performance bond, corporate guarantee, bank guarantee provided by any party to the project documents.100% Pledge of the paid-up equity share capital of the Palimarwar Solar House Pvt Ltd.

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

### 13. Borrowings (other than debt securities) (Contd.)

Loan of Parmarth Wind Energy Pvt. Ltd. of ₹ 1,360.68 lakhs repayable in 52 structured monthly instalments commencing from 31, December 2021 has been repaid during the year. Rate of Interest 7.25% P.A. (PY 7.25% P.A.). Loan amount due as on 31st March, 2024 - Nil (31st March, 2023- ₹ 843.45 lakhs/-). Structured monthly instalments due as on 31st March, 2024- Nil (Previous year 35).

Sanctioned Loan amount of Palimarwar Solar House Pvt. Ltd. of ₹ 14256 lakhs-repayable in 219 (P.Y. 222) structured monthly installments commencing from 30th April,2022. Last Installment due on 31 May, 2040 (P.Y. 30th Sept, 2040). Rate of Interest @9.75% per annum upto Project Stabilization date and thereafter at the rate equivalent to 9.40% per annum & thereafter at the rate equivalent to 8.50% per annum. Loan amount due as on 31st March, 2024 - ₹ 12754.65 lakhs (31st March, 2023- ₹ 13569.66 lakhs). Structured monthly instalments due as on 31st March, 2024- 194 (Previous year 208).

Loan of LNB Renewable Energy Ltd. amount of 120.00 lakhs from Kotak Mahindra Prime Ltd repayable in 60 structured monthly installment commencing from 01, July 2023. Last installment due on 01, June 2028. Loan amount due as on 31st March,2024- Rs. 102.75 lakhs/-(31st March 2023- Nil) Structured monthly installment due as on 31st March 2024- 51( Previous Year-0).

Secured Loan from HDFC Bank Ltd. is secured by hypothecation of Plant & Machinery including movable assets( both present & future) funded out of this credit facility. Further, a fixed deposit of Rs. 72.13 Lakhs (P.Y. 72.13 lakhs) is also pledged to meet DSRA requirement.

All identified rights, title, interest, benefits, claims and demands whatsoever, present and future, of the company in, to, under and/ or in respect of loans receivables by the company from LNB Solar Energy Pvt Ltd of Rs. 30 Cr., Navjyoti Commodity Management Services Ltd Rs. 4 Cr. & investment by the company in 10 lacs optionally convertible redeemable preference shares of Rs. 100/- each of LNB Solar Energy Pvt Ltd amounting to Rs. 10 Cr. & 6 lacs optionally covertible redeemable debentures of Rs. 100/- each of LNB Solar Energy Pvt Ltd amounting to Rs. 6 Cr. including all rights, title, interest, benefits, claim & demand whatsoever, present & future, of the company with respect to the loan documents as amended, varied or supplemented, from time to time and all amounts, receipts, monies repaid and other receivables pertaining to the said loans to the extent of Rs. 50 Cr. in aggregate.

| | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| **14. Other financial liabilities** | | |
| Unpaid dividend | - | - |
| Interest accrued and due on borrowings | 519.26 | 82.47 |
| Current Maturities of Borrowing | 13,895.43 | 4,918.98 |
| Share holders Fractional Entitlement | - | - |
| Capital Liabilities | - | 40.37 |
| Charges Payable | 902.88 | 2,520.67 |
| Subordinated Hybrid facility from related parties | - | - |
| Lease Liability | 6.02 | 2.53 |
| Others | 543.32 | 1,034.65 |
| | **15,866.91** | **8,599.67** |
| **15. Provisions** | | |
| Provision for employee benefits | 280.97 | 230.51 |
| Other Contingencies | 549.45 | 454.56 |
| Provision for Income Tax/Wealth Tax | - | 15.42 |
| | **830.42** | **700.48** |
| **16. Deferred tax liabilities, net** | | |
| **Deferred tax liability:** | | |
| Fair valuation on investments measured at FVTPL | 250.64 | 1,130.85 |
| Difference between written down value of property, plant and equipment as per books of accounts and Income Tax Act, 1961 | 3,065.94 | 2,594.19 |
| Processing Fees | 46.16 | 52.64 |
| Others | 13,040.90 | (4,287.76) |
| **Total deferred tax liabilities** | **16,403.63** | **(510.07)** |

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

| | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| **16. Deferred tax liabilities, net (Contd.)** | | |
| **Deferred tax assets:** | | |
| Difference between written down value of property, plant and equipment as per books of accounts and Income Tax Act, 1961 | 93.69 | 58.81 |
| Unabsorbed depreciations | | - |
| MAT Credit entitlement | - | - |
| Accrued expenses deductible on payment basis | - | - |
| Fair valuation on equity instruments through OCI | - | - |
| Provision for employee benefits | 54.68 | 49.71 |
| Provision for standard assets | - | - |
| Profit & loss account | 58.08 | 43.45 |
| Others | 4,681.32 | (12,350.55) |
| **Total deferred tax assets** | **4,887.77** | **(12,198.58)** |
| **Deferred tax liabilities, net** | **11,515.86** | **11,688.50** |
| **17. Other non-financial liabilities** | | |
| Deferred Government Grant | 1,559.04 | 1,682.83 |
| Statutory dues | 317.85 | 320.03 |
| Others | 467.80 | 354.52 |
| | **2,344.70** | **2,357.37** |

| | As at 31 March 2024 | | As at 31 March 2023 | |
|---|---|---|---|---|
| | Number | Amount | Number | Amount |
| **18. Equity share capital** | | | | |
| **Authorized share capital** | | | | |
| Equity shares of ₹ 100 each | 3,105,000 | 3,105.00 | 3,105,000 | 3,105.00 |
| | **3,105,000** | **3,105.00** | **3,105,000** | **3,105.00** |
| **Issued, subscribed and fully paid-up** | | | | |
| Equity shares of ₹ 100 each | 537,089 | 537.09 | 537,089 | 537.09 |
| | **537,089** | **537.09** | **537,089** | **537.09** |
| **(a) Reconciliation of equity share capital** | | | | |
| **Equity Shares** | | | | |
| Balance at the beginning of the year | 537,089 | 537.09 | 537,089 | 537.09 |
| Add: Issue/Adjustment during the year | - | - | - | - |
| **Balance at the end of the year** | **537,089** | **537.09** | **537,089** | **537.09** |

**(b) Terms and rights attached to equity shares**

**Equity Shares**

The Company has only one class of equity shares having a par value of ₹ 100 each. Each holder of equity shares is entitled to one vote per share held. The dividend proposed, if any, 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 to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

### 18. Equity share capital (Contd.)

| | As at 31 March 2024 | | As at 31 March 2023 | |
|---|---|---|---|---|
| | Number | Percentage | Number | Percentage |
| **(c) Details of shareholders holding more than 5% shares in the Company:** | | | | |
| **Equity shares of ₹ 100 each** | | | | |
| Kiran Vyapar Limited | 159,525 | 29.70% | 159,525 | 29.70% |
| The Peria Karamalai Tea & Produce Co. Ltd. | 93,590 | 17.43% | 93,590 | 17.43% |
| The Swadeshi Commercial Co. Limited | 52,717 | 9.82% | 52,717 | 9.82% |
| Shree Krishna Agency Limited | 60,212 | 11.21% | 60,212 | 11.21% |
| The General Investment Co. Limited | 30,875 | 5.75% | 30,875 | 5.75% |
| M.B. Commercial Co. Limited | 30,433 | 5.67% | 30,433 | 5.67% |
| Amit Mehta | 26,855 | 5.00% | 26,855 | 5.00% |
| | **454,207** | **84.57%** | **454,207** | **84.57%** |

**(d)** No additional shares were allotted as fully paid up by way of bonus shares or pursuant to contract without payment being received in cash during the last five years. Further, none of the shares were bought back by the Company during the last five years.

**(e) Shareholdings of Promoters & Promoters Group companies in financial statement as follows:**

| | As at 31 March 2024 | | | As at 31 March 2023 | | |
|---|---|---|---|---|---|---|
| | No. of Shares | % of total shares | Change | No. of Shares | % of total shares | Change |
| Kiran Vyapar Ltd. | 159,525 | 29.70 | - | 159,525 | 29.70 | - |
| Shree Krishna Agency Ltd | 60,212 | 11.21 | - | 60,212 | 11.21 | - |
| The Swadeshi Commercial Co. Limited | 52,717 | 9.82 | - | 52,717 | 9.82 | - |
| The Kishore Trading Co. Ltd. | 14,203 | 2.64 | - | 14,203 | 2.64 | - |
| Mugneeram Ramcoowar Bangur Charitable & Religious Co. | 1,442 | 0.27 | - | 1,442 | 0.27 | - |
| M. B. Commercial Co. Limited | 30,433 | 5.67 | - | 30,433 | 5.67 | - |
| Amalgamated Development Limited | 1,750 | 0.33 | - | 1,750 | 0.33 | - |
| The General Investment Co. Ltd. | 30,875 | 5.75 | - | 30,875 | 5.75 | - |
| The Peria Karamalai Tea & Produce Co. Ltd | 93,590 | 17.43 | - | 93,590 | 17.43 | - |
| Shri Yogesh Bangur | 11,875 | 2.21 | - | 11,875 | 2.21 | - |
| Shri Lakshmi Niwas Bangur | 8,550 | 1.59 | - | 8,550 | 1.59 | - |
| Shri Lakshmi Niwas Bangur (HUF) | 16,556 | 3.08 | - | 16,556 | 3.08 | - |
| Shri Shreeyash Bangur | 10,208 | 1.90 | - | 10,208 | 1.90 | - |
| Smt. Alka Devi Bangur | 6,050 | 1.13 | - | 6,050 | 1.13 | - |
| Shri Ashwini.Kumar Singh | - | - | - | 4 | 0.00 | - |
| Shri L.N.Bangur, C/o Shri Ramanuj Shastri Sanskrit Mahavidyalaya | 1,250 | 0.23 | - | 1,250 | 0.23 | - |

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

| | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| **19. Other equity** | | |
| **Attributable to the owners** | | |
| General reserve | 33,036.97 | 33,036.97 |
| Securities premium | 4,550.66 | 4,550.66 |
| Statutory reserves | 6,968.72 | 6,048.50 |
| Capital Redemption Reserve | 13.96 | 13.96 |
| Share capital cancellation reserve | 18.28 | 18.28 |
| Capital Reserve | 30,436.53 | 30,416.00 |
| Debenture Redemption Reserve | 500.45 | 500.45 |
| Retained earnings | 70,586.14 | 65,871.86 |
| Other comprehensive income | 31,042.57 | 12,610.67 |
| | **177,154.28** | **153,067.35** |
| **Non-controlling interest** | 23,402.52 | 23,604.91 |
| | **23,402.52** | **23,604.91** |
| | **200,556.80** | **176,672.27** |

**(a) Description of nature and purpose of each reserve:**

**Retained Earnings**

Retained earnings are the profits that has been earned till date, less any transfer to general reserves, dividends and other distributions made to the shareholders.

**Securities premium**

This Reserve represents premium received on issue of shares and can be utilized in accordance with the provisions of the Companies Act.

**General Reserve**

General reserve is created from time to time by way of transfer profits from retained earnings for appropriation purposes. General reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income.

**Statutory Reserve**

It is required to create a reserve in accordance with the provisions of Section 45IC of the Reserve Bank of India Act, 1934. Accordingly 20% of the profits after tax for the year is transferred by the Company to this reserve at the end of every reporting period.

**Share capital cancellation reserve & Capital Redemption Reserve**

These reserves had been created on merger of varios companies on different dates.

**Stock option outstanding account**

The account is used to recognise the grant date value of options issued to employees under Employee stock option plan and adjusted as and when such options are exercised or otherwise expire.

**Other comprehensive income**

This represents the cumulative gains and losses arising on the revaluation of equity instruments measured at fair value through other comprehensive income, under an irrevocable option, net of amounts reclassified to retained earnings when such assets are disposed off, if any. Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised directly in other comprehensive income.

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

| | Year Ended 31 March 2024 | | | | Year Ended 31 March 2023 | | | |
|---|---|---|---|---|---|---|---|---|
| | On Financial Assets measured at fair value through OCI | On Financial Assets measured at Amortised Cost | Interest Income on Financial Assets classified at fair value through profit or loss | Total | On Financial Assets measured at fair value through OCI | On Financial Assets measured at Amortised Cost | Interest Income on Financial Assets classified at fair value through profit or loss | Total |
| **20. Interest Income** | | | | | | | | |
| IInterest on loans | - | 2,629.66 | - | 2,629.66 | - | 2,712.71 | - | 2,712.71 |
| Interest income from investments | - | 11.73 | - | 11.73 | - | 286.93 | - | 286.93 |
| Interest on deposits with Banks | - | 435.10 | - | 435.10 | - | 299.04 | - | 299.04 |
| Other interest income | - | 226.35 | - | 226.35 | - | 113.11 | - | 113.11 |
| | **-** | **3,302.84** | **-** | **3,302.84** | **-** | **3,412.87** | **-** | **3,412.87** |

| | Year ended 31 March, 2024 | Year ended 31 March, 2023 |
|---|---|---|
| **21. Dividend Income** | | |
| Dividend income on investments | 491.79 | 422.07 |
| | **491.79** | **422.07** |
| **22. Net gain on fair value changes** | | |
| **Net gain/(loss) on financial instruments at fair value through profit or loss** | | |
| **(i) On trading Portfolio** | | |
| - Investments | 855.00 | - |
| **(ii) On financial instruments at fair value through profit or loss** | | |
| - Investment in Sub Hybid Instruments through profit and loss | 326.33 | 308.43 |
| - Investment in Hybid Facility | 2,070.61 | 231.10 |
| - Investment in mutual funds through profit and loss | 1,975.37 | 350.18 |
| - Investment in venture capital funds through profit and loss | 78.19 | 22.15 |
| | **5,305.50** | **911.87** |
| **Fair value changes:** | | |
| - Realised | 2,816.77 | 158.92 |
| - Unrealised | 2,488.73 | 752.95 |
| | **5,305.50** | **911.87** |
| **23. Sale of Goods** | | |
| Sale of Goods | 63,986.09 | 49,160.84 |
| | **63,986.09** | **49,160.84** |
| **24. Sale of power** | | |
| Sale of power | 8,385.77 | 8,334.09 |
| | **8,385.77** | **8,334.09** |
| **25. Sale of Verified Carbon Units** | | |
| Sale of Verified Carbon Units | - | 219.80 |
| | **-** | **219.80** |
| **26. Sale of service** | | |
| Oeprating & Maintenance of Service | 229.31 | 142.91 |
| | **229.31** | **142.91** |

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

| | Year ended 31 March, 2024 | Year ended 31 March, 2023 |
|---|---|---|
| **27. Others** | | |
| Generation based incentives/Export incentive | 245.10 | 391.01 |
| | **245.10** | **391.01** |
| **28. Other income** | | |
| Provisions/liabilities written back | 51.30 | 341.84 |
| Rental & Maintenance income | 221.10 | 124.69 |
| Referral Fees | - | - |
| Interest on F.D, NSC/Income tax refund | 72.18 | 145.24 |
| Net Gain on Foreign Currency transactions and translation | 264.02 | 44.76 |
| Fair value gain on reinstatement of other contingencies | - | - |
| Share of profit from investments in LLP | (35.77) | (28.98) |
| Deferred Government Grant | 116.82 | 110.57 |
| Other miscellaneous income | 110.07 | 694.09 |
| | **799.73** | **1,432.21** |

| | Year ended 31 March 2024 | | | Year ended 31 March 2023 | | |
|---|---|---|---|---|---|---|
| | On financial liabilities measured at fair value through profit or loss | On financial liabilities measured at amortised cost | Total | On financial liabilities measured at fair value through profit or loss | On financial liabilities measured at amortised cost | Total |
| **29. Finance costs** | | | | | | |
| - Interest on borrowings | - | 6,920.18 | 6,920.18 | - | 6,050.18 | 6,050.18 |
| - Others | - | 56.22 | 56.22 | - | 63.33 | 63.33 |
| | **-** | **6,976.40** | **6,976.40** | **-** | **6,113.52** | **6,113.52** |
| | On financial assets measured at fair value through OCI | On financial assets measured at amortised cost | Total | On financial assets measured at fair value through OCI | On financial assets measured at amortised cost | Total |
| **30. Impairment on financial instruments** | | | | | | |
| Contingent provision towards standard assets / reversals) | - | 500.70 | 500.70 | - | (20.98) | (20.98) |
| | **-** | **500.70** | **500.70** | **-** | **(20.98)** | **(20.98)** |

**Note :** The Company has categorised most of its financial assets at low credit risks.

| | Year ended 31 March, 2024 | Year ended 31 March, 2023 |
|---|---|---|
| **31. Purchases of stock-in-trade** | | |
| Purchase | 43,995.89 | 40,252.45 |
| | **43,995.89** | **40,252.45** |
| **32. Employee benefits expenses** | | |
| Salaries and wages | 5,955.12 | 4,755.16 |
| Contribution to funds | 472.18 | 349.65 |
| Employees Compensation Expense account/Share based Payment to employees | - | 68.01 |
| Staff welfare expenses | 183.84 | 178.28 |
| | **6,611.14** | **5,351.10** |

(All amounts in ₹ lakhs, unless otherwise stated)

**32. Employee benefits expenses (Contd.)**

**(a) Defined benefits plans - Gratuity (unfunded)**

Gratuity plan is a defined benefit plan that provides for lump sum gratuity payment to employees made at the time of their exit by the way of retirement (on superannuation or otherwise), death or disability. The benefits are defined on the basis of their final salary and period of service and such benefits paid under the plan is not subject to the ceiling limit specified in the Payment of Gratuity Act, 1972. Liability as on the Balance Sheet date is provided based on actuarial valuation done by a certified actuary using projected unit credit method.

Aforesaid defined benefit plans typically expose the Group to actuarial risks such as pay as you go risk, salary risk, investment risk and longevity risk.

| | |
|---|---|
| Pay as you go risk | For unfunded schemes, financial planning could be difficult as the benefits payable will directly affect the revenue and this could be widely fluctuating from year to year. Moreover there may be an opportunity cost of better investment returns affecting adversely the cost of the scheme. |
| Salary risk | The present value of the defined benefit liability is calculated by reference to the future salaries of plan participants. As such, an increase in salary of the plan participants will increase the plan's liability. |
| Investment risk | The present value of the defined benefit liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. |
| Longevity risk | The present value of the defined benefit liability is calculated by reference to the best estimate of the mortality plan of the participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability. |

The following tables summarise the components of defined benefit expense recognised in the statement of profit or loss/OCI and amounts recognised in the Balance Sheet for the respective plans:

| | | Year ended 31 March, 2024 | Year ended 31 March, 2023 |
|---|---|---|---|
| **(i)** | **Change in projected benefit obligation** | | |
| | Projected benefit obligation at the beginning of the year | 237.94 | 195.19 |
| | Current service cost | 94.15 | 85.46 |
| | Interest cost | 53.42 | 47.85 |
| | Interest Income | (35.33) | (34.03) |
| | Past Service Cost | - | - |
| | Actuarial (gain)/loss arising from assumption changes | 16.75 | 4.71 |
| | Actuarial (gain)/loss arising from experience adjustments and on Plan assets | (4.46) | 13.79 |
| | Benefits Paid | (102.38) | (75.02) |
| | **Projected benefit obligation at the end of the year** | **260.08** | **237.94** |
| **(ii)** | **Key actuarial assumptions** | | |
| | Discount rate | 7.17% - 7.26% | 7.17% - 7.26% |
| | Salary growth rate | 8.00% | 8.00% |
| | Average remaining working life (in years) | 13.37 | 13.37 |
| | Retirement age | 58 Years | 58 Years |
| | | **As at 31 March, 2024** | **As at 31 March, 2023** |
| | **Mortality rate:** | 02% - 08% | 02% - 08% |

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024
(All amounts in ₹ lakhs, unless otherwise stated)

**32. Employee benefits expenses (Contd.)**

**(a) Defined benefits plans - Gratuity (unfunded) (Contd.)**

| | Year ended 31 March, 2024 | Year ended 31 March, 2023 |
|---|---|---|
| **(iii) Sensitivity analysis** | | |
| A quantitative sensitivity analysis for significant assumption is as shown below: | | |
| DBO with discount rate + 1% | 124.35 | 111.00 |
| DBO with discount rate - 1% | 227.36 | 163.99 |
| DBO with + 1% salary escalation | 227.42 | 164.06 |
| DBO with - 1% salary escalation | 123.40 | 110.48 |
| DBO with + 50% withdrawal rate | 164.30 | 133.08 |
| DBO with - 50% withdrawal rate | 179.39 | 137.99 |
| DBO with + 10% mortality rate | 171.05 | 135.18 |
| DBO with - 10% mortality rate | 172.04 | 135.68 |

**Methods and assumptions used in preparing sensitivity analysis and their limitations:**

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the Balance Sheet.Sensivities due to mortality and withdrawals are insignificant, hence ignored by Maharaja shree Umaid mills Limited.

| | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| **(iv) Maturity analysis of the benefit payments:** | | |
| Expected benefits payments for each such plans over the years is given in the table below: | | |
| Year 1 | 98.00 | 92.95 |
| 2 to 5 years | 238.19 | 208.14 |
| Beyond 5 Years | 1,218.28 | 1,143.74 |
| More than 10 years | 441.43 | 210.01 |

| | Year ended 31 March, 2024 | Year ended 31 March, 2023 |
|---|---|---|
| **33. Depreciation and Amortization** | | |
| Depreciation on property, plant and equipment, Investment Property and Amortization of Intangible assets | 5,084.81 | 4,779.05 |
| | **5,084.81** | **4,779.05** |

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

| | Year ended 31 March, 2024 | Year ended 31 March, 2023 |
|---|---|---|
| **34. Other Expenses** | | |
| Rent & Electricity | 173.19 | 60.57 |
| Rates and taxes | 52.32 | 46.16 |
| Insurance charges | 232.16 | 247.45 |
| Legal and professional expenses | 319.44 | 302.14 |
| Listing and custodian fees | 3.54 | 3.59 |
| Repairs and maintenance | - | 3.43 |
| - Others | 550.20 | 497.48 |
| Travelling and conveyance expenses | 279.57 | 277.11 |
| Advertisment Expenses | 0.07 | - |
| Directors Fees | 11.92 | 9.84 |
| Filing fees | 6.37 | 1.64 |
| Brokerage and commission | 0.80 | 2.02 |
| Security charges | 140.21 | 126.99 |
| Unloading charges | - | - |
| Loss on Sale of Forex/Land | 253.92 | 0.64 |
| Bank & Demat Charges | 1.76 | 0.48 |
| Telephone expenses | - | 10.02 |
| Motor car expenses | 0.18 | 10.31 |
| Postage & Courier Charges | 7.44 | 6.54 |
| Software Expense | 3.51 | 4.57 |
| Printing and stationery | 9.81 | 9.67 |
| Sitting fees | - | 0.02 |
| Contingent provision towards standard assets | 12.55 | - |
| Manufacturing Expenses | 7,635.07 | 5,897.05 |
| Preimum on Redemption on Subhy | - | - |
| Expenses through Venture Capital Fund/PMS | 9.68 | 7.10 |
| Miscellaneous expenses | 521.83 | 1,454.02 |
| Corporate social responsibility (CSR) expenses | 108.17 | 34.09 |
| Payment to auditors: | 33.67 | 28.09 |
| | **10,367.38** | **9,041.03** |
| **35. Tax expense** | | |
| Current tax | 800.75 | 527.06 |
| Deferred tax | (799.05) | 555.23 |
| Income Tax for Earlier Years | (15.68) | (142.75) |
| | **(13.98)** | **939.54** |
| **Current tax liabilities:** | | |
| Provision for income tax | 601.88 | 201.96 |
| | **601.88** | **201.96** |
| **Current tax assets:** | | |
| TDS & Advance payment of income tax | 2,838.64 | 2,063.32 |
| | **2,838.64** | **2,063.32** |

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

| | Year ended 31 March, 2024 | Year ended 31 March, 2023 |
|---|---|---|
| **36. Earnings per share (EPS)** | | |
| **Net profit attributable to equity shareholders** | | |
| Net profit attributable to equity shareholders (in ¹ lakhs) | 5,674.35 | 4,044.73 |
| Nominal value of equity share (₹) | 100 | 100 |
| Weighted average number of equity shares outstanding | 537,089 | 537,089 |
| Basic earnings per share (₹) | 1,056.50 | 753.08 |
| Diluted earnings per share (₹) | 1,056.50 | 753.08 |
| **37. Corporate social responsibility expenditure** | | |
| Disclosure in respect of CSR expenses under Section 135 of the Companies Act, 2013 and rules thereon: | | |
| **(a)** Gross amount required to be spent during the year | 86.03 | 61.11 |
| **(b)** Amount spent during the year on: | | |
| - Providing food,Education,Health care (including preventing health care) to children | 13.00 | 30.18 |
| - Rescue and Rehabilitation of Animals | 0.00 | 0.00 |
| - On purposes other than above | 66.84 | 0.50 |
| **(c)** Shortfall/(excess) at the end of the year | 6.19 | 30.43 |
| **(d)** Total of previous years' shortfall/(excess) at the end of the year-(cumulative) | - 9.95 | - 18.90 |
| **(e)** Reason for shortfall | NA | NA |
| **(f)** Nature of CSR activities | Promoting education, Health and Nutrition, Animal Welfare, Promotion of Sports & Games. | |

| | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| **38. Contingent liabilities and commitments** | | |
| **(a) Commitments** | | |
| Capital commitment towards investment in Venture Capital Funds | 12.11 | 15.18 |
| Uncalled liability regarding equity Shares in B.N. Kalen Pvt. Ltd (Partly Paid-up) | 0.73 | 0.73 |
| | **12.83** | **15.91** |
| **(b) Contingent liabilities of the company** | | |
| Disputed income tax assessment pertaining to AY 1989-90 & 1990-1991 (₹ 1.55 lacs was paid under protest) | 5.36 | 5.36 |
| Disputed income tax assessment pertaining to AY 2008-2009 | 0.54 | 0.54 |
| Disputed income tax assessment pertaining to AY 2013-2014 | 47.75 | 47.75 |
| Disputed income tax assessment pertaining to AY 2012-2013 | - | - |
| Disputed central sales tax assessment pertaining to AY 1987-88 to 1991-92 | 4.25 | 4.25 |
| **Disputed income tax assessment persuant to merger of Digvijay Investment Ltd. vide High Court order dated 29th February, 2012** | | |
| Disputed income tax assessment pertaining to AY 2005-2006 | - | - |
| Disputed income tax assessment pertaining to AY 2006-2007 | 24.84 | 24.84 |
| Disputed income tax assessment pertaining to AY 2008-2009 | 9.94 | 9.94 |
| Disputed income tax assessment pertaining to AY 2009-2010 | 12.12 | 12.12 |
| Disputed income tax assessment pertaining to AY 2010-2011 | 41.24 | 41.24 |
| | **146.03** | **146.03** |

Bank Guarantees has been given by the Bank for third parties amounting to Rs.3062.18 lakhs (P.Y. Rs. 1983.70 lakhs).

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

### 38. Contingent liabilities and commitments (Contd.)

| | | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|---|
| c) | **Contingent liabilities (not provided for) in respect of Maharaja Shree Umaid Mills Ltd.(MSUM)** | | |
| | Labour & industrial matters, except for which the liability is unascertainable | 7.11 | 7.11 |
| | Income-tax matters* | 1,249.21 | 1,410.53 |
| | Demand raised by VAT / Sales-tax Department for various matters | 1,059.20 | 2,721.87 |
| | Electricity duty and Other Cess, etc. | 1,170.32 | 1,126.54 |

* Taxes related to financial year 2010-11 (assessment year 2011-12) amounting to Rs.1132 (included above) (previous year Rs.1132) are disputed before the appropriate authorities. Out of this an amount of Rs.685 lacs pertains to erstwhile Investment Division since demerged and forms part of Kiran Vyapar Limited. In the event the final outcome of the same is adverse, the tax demand will be recoverable from Kiran Vyapar Limited in accordance with the Scheme of arrangement sanctioned by the Hon'ble High Court at Calcutta.

Note: Pending resolution of the respective proceedings, it is not practicable for MSUM to estimate the timings of cash outflows, if any, in respect of the above as it is determinable only on receipt of judgments/ decisions pending with various forums/ authorities. However, MSUM has reviewed all its pending litigation and proceeding and has adequately provided for where provision required and disclosed as contingent liabilities where applicable, in its financial statements. MSUM does not expect the outcome of these proceeding to have a materially adverse effect on its financial position. MSUM does not expects any payment in respect of the above contingent liabilities.

In light of recent judgment of Honorable Supreme Court dated 28, February 2019 on the definition of "Basic Wages" under the Employees Provident Funds & Misc. Provisions Act, 1952 and based on evaluation, there are significant uncertainties and numerous interpretative issues relating to the judgement and hence, it is unclear as to whether the clarified definition of Basic Wages would be applicable prospectively or retrospectively. The amount of the obligation therefore cannot be measured with sufficient reliability for past periods and hence has currently been considered to be a contingent liability.

| | | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|---|
| c) | Estimated amount of Contracts remaining to be executed on Capital Account[Net of Advances] not provided for | 255.37 | 72.19 |

Maharaja Shree Umaid Mills Ltd. has availed certain government subsidies/ grants. As per the terms and conditions, MSUM has to comply with certain conditions failing which the group has to refund amount of subsidies availed along with interest and penalty.

### 39. Leases

#### As a Lessee

Lease Agreement of Sidhidata Solar Urja Limited for land was registered on 21st January, 2014 and posession was obtained on 20th December, 2013. As per the agreement, such lease agreement for land shall be initially for a period of 30 years and shall be renewable for a further period of 10 years at the option of the lessee.

In the previous year, 'Maharaja Shree Umaid Mills Ltd adopted Ind AS 116 "Leases" w.e.f. April 1, 2019, which resulted in the recognition of right-of-use assets and lease liabilities for lease contracts. Carrying amount of right-of-use asset and lease liability at the date of initial application i.e. April 1, 2019 is the carrying amount of the lease asset and lease liability classified as prepaid expense and finance lease under Ind AS 17 on March 31, 2019. Following the application of the modified retrospective method at the date of implementation of Ind AS 116, Right of Use Assets of ₹ 257.30 lakhs were recognized which includes prepaid expense (previously classified under other non financial assets) amounting to ₹ 252.50 lakhs and present value of future lease obligations ₹ 4.80 lakhs. Accordingly present value of future lease obligations has been classified under Lease liability.

Maharaja Shree Umaid Mills Ltd. recognizes the expenses of low value leases or short-term leases on a straight-line basis over the lease term. The expenses related to short-term leases for the year was ₹ 4.75 lakhs (previous year ₹ 4.84 lakhs)

There are no income of Maharaja Shree Umaid Mills Ltd. from subleasing right-of-use assets nor any gains or losses from sales and leaseback for the year ended March 31, 2024 & March 31, 2023.

There are no variable lease payments Maharaja Shree Umaid Mills Ltd. for the year ended March 31, 2024 & March 31, 2023.

Total cash outflow on leases Maharaja Shree Umaid Mills Ltd. for the year ended Rs 0.44 lakhs (previous year Rs 0.81 lakhs).

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

### 39. Leases (Contd.)

**As a Lessor**

The Maharaja Shree Umaid Mills Ltd has given certain premises on operating lease which can be terminated with 1 months prior notice by either party. The aggregate lease rentals received has been disclosed as:-

Maturity analysis of lease payments (undiscounted) receivable on an annual basis is as follows :

| | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| **Years** | | |
| 0-1 year | 7.52 | 7.80 |
| 1-3 year | 14.04 | 8.04 |
| 3-5 year | 6.71 | 5.03 |
| More than 5 Years | 18.00 | - |
| **Total** | **46.26** | **20.87** |

**40.** As already mentioned in the Director's Report of earlier years of Sun Distributors & Mining Company Ltd which was amalgamated with the Company with effect from 01.04.2006, full details of the accounts pertaining to the period from 31st January, 1973 to 30th April, 1973 the period, in which the Management of the colliery was vested with Coal India Limited, the ownership remained with the company pending nationalization, have not been received from the concerned authorities. As such the Profit/Loss of the said period could not be incorporated in the Statement of Profit and Loss for the year under review also and it has not been possible for the auditors of the company to verify the same. The cash balance seized by Coal India Limited as on the date of nationalization is refundable, but has not yet been received by the Company.

**41** The following receivables / income will be accounted for on cash basis:

(i) Rs.0.43 lacs from land acquisition collector, Kolkata

(ii) Interest on NSC of Rs. 0.01 lacs deposited with Commissioner of Sales-tax as Security Deposit

(iii) Interest on compensation of Rs.2.78 lacs from Govt. of India under Coal Mines (Nationalization) Act, 1973

| | No. of Equity Shares | |
|---|---|---|
| | As at 31 March, 2024 | As at 31 March, 2023 |
| **42.** a) The following securities held as investment which were transferred to the company on Amalgamations has not yet been transferred in the name of the company. Those shares are still held in the name of the erstwhile amalgamating Company. | | |
| **Name of the Company's Shares** | | |
| Burn & Comp. Limited | 2,150 | 2,150 |
| The Bengal Paper Mills Co. Limited | 180,223 | 180,223 |
| Bharat Prakashan (Delhi) Limited | 100 | 100 |
| Chakan Veg Oils Limited | 8,100 | 8,100 |
| Indian Magneties Limited | 6,575 | 6,575 |
| Laxmi Synthetic Machinery Mfg. Limited | 100 | 100 |
| Mahamaya Investments Limited | 8 | 8 |
| Raipur Manufacturing Co. Limited | 670 | 670 |
| Sanathana Dharma Gurukulam Limited | 2,000 | 2,000 |
| Saket Extrusion Limited | 10,000 | 10,000 |
| Janak Turbo Dynamics Limited | 8,000 | 8,000 |
| Hooghly Docking & Engineering Co. Limited | 1,413 | 1,413 |
| Mafatlal Engineering Co. Limited | 752 | 752 |
| Union Jute Limited | 1,200 | 1,200 |
| Kitti Steels Limited | 2,000 | 2,000 |
| Lord Chloro Alkali Limited | 500 | 500 |
| Sunderban Aquatic Farms Limited | 1,000 | 1,000 |

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

| | | | No. of Equity Shares | |
|---|---|---|---|---|
| | | | As at 31 March, 2024 | As at 31 March, 2023 |
| **42.** | a) | The following securities held as investment which were transferred to the company on Amalgamations has not yet been transferred in the name of the company. Those shares are still held in the name of the erstwhile amalgamating Company. (Contd.) | | |
| | | **Name of the Company's Shares** | | |
| | | Thapar Agro Mills Limited | 2,000 | 2,000 |
| | | Trimurti Synthetics Limited | 1,000 | 1,000 |
| | | The Star Co. Limited | 50 | 50 |
| | | Eastern Mining Limited | 1,000 | 1,000 |
| | | Mahesh Vidya Bhavan Limited | 10,000 | 10,000 |
| | | APS Star Industries Limited | 101 | 101 |
| | | Bengal Coal Co. Limited | 120 | 120 |
| | | Dunbar Mills Limited | 19,233 | 19,233 |
| | | Ace Laboratories Limited | 2,400 | 2,400 |
| | | Indo Asahi Glass Co. Limited | 2,500 | 2,500 |
| | | **Name of the Company's Debebtures** | | |
| | | The Bengal Paper Mills Co. Limited (Debentures) | 18 | 18 |
| **42.** | (b) | The following shares held as Investments could not be physically verified due to the non availability of share certificates since these have been lodged for transfer in the name of the Company/ lost in transit. | | |
| | | **Name of the Company's Shares** | | |
| | | Shalimar Rope Works Limited | 240 | 240 |
| | | Mangalore Refineries and Petrochemicals Limited | 100 | 100 |
| | | Graintech India Limited | 10 | 10 |
| | | Kanel Oil Export & Industries Limited | 2,400 | 2,400 |
| | | Mahesh Vidya Bhavan Limited | - | - |
| | | The Annamalai Ropeway Co. Limited | 680 | 680 |
| | | Bowreah Cotton Mills Limited | 814 | 814 |

**43.** a) Travelling expenditure incurred in Foreign Currency during the F.Y. 2023-24 is Rs. 50.34 lacs (P.Y. Rs 69.66 lacs)

b) Expenditure of LNB Renewable Enery Ltd. incurred in Foreign Currency for Rs. 6.11 Lakhs for travelling & Softtware expenses during the F.Y. 2023-24 ( Expenditure inciurred for Rs. 7.50 Lakhs in respect of LNB Sustainability Ventures PTE Ltd in Previous Year).

c) Bank Guarantees/Letter of Credit LNB Renewable Enery Ltd. has been given by the Bank for third parties amounting to Rs.3062.18 lakhs (P.Y. Rs. 1983.70 lakhs).

**44.** Property Plant and Equipment includes land of Rs. 0.99 lacs which could not be reconciled from 01.04.2006 with the title deed in the absence of proper records and other evidences. Freehold land includes land of Rs. 2.09 lacs acquired by the government of West Bengal (L.A. Collector of 24, Parganas at Barasat, West Bengal) for refugee rehabilitations and reference case no. LA-11/45 of 1987-88 has been filed. Pending out come of such case, it has been shown at book value. Consequential adjustment if any will be made as per the outcome of the case.

**45.** Palimarwar Solar Project Pvt Ltd has entered into Viability Gap Funding Securitization agreement with Solar Energy Corporation of India (SECI) for its Solar Power Project based on Photo Voltaic technology of 10MW capacity at Pokhran, Jaisalmer in the State of Rajasthan. Pursuant to the said agreement the company has become eligible to receive the sanctioned VGF Support amounting to a maximum Rs. 2164 lakhs- on the successful completion of the Project on 13th April, 2015. The company treats these Grants as " Deferred Income" which is recognised in the Statement of Profit & Loss on a systematic & rational basis over the useful life of assets. Such allocation to income is made over the periods and in proportions in which depreciation on related asset is charged. The Company has accordingly recognised a sum of Rs. 86.56 lakhs/- as Deferred Income during the year. (Previous year Rs. 86.56 lakhs/-).Palimarwar Solar Project Pvt Ltd has created second charge in favour of SECI on all the solar plant assets and rights relating thereto (including immovable property) on which first charge has been created in favour of Lender, by way of hypothecation/mortgage to securitize the sanctioned VGF Support.

**46.** The figures for the previous periods have been regrouped / rearranged, wherever considered necessary , to confirm current period classifications.

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

**47.** (a) The summary of quantitative data about Maharaja Shree Umaid Mills Limited's exposure where the group has taken forward contract/natural hedge to mitigate currency risk as reported to the management of the group is as follows :

Foreign Currency exposure as at the reporting date :

| Particulars | March 31, 2024 | | | March 31, 2023 | | |
|---|---|---|---|---|---|---|
| | Currency | Foreign Currency (in lakhs) | Equivalent Rs. | Currency | Foreign Currency (in lakhs) | Equivalent Rs. |
| Trade receivables | USD | 2.95 | 245.81 | USD | 3.09 | 254.45 |
| Borrowing USD | USD | - | - | USD | 0.05 | 4.22 |

(b) The summary of quantitative data about the Maharaja Shree Umaid Mills Limited's exposure (Unhedged) to currency risk as reported to the management of the group is as follows :

**Particulars of unhedged foreign currency exposure as at the reporting date**

| Particulars | March 31, 2024 | | | March 31, 2023 | | |
|---|---|---|---|---|---|---|
| | Currency | Foreign Currency (in lakhs) | Equivalent Rs. | Currency | Foreign Currency (in lakhs) | Equivalent Rs. |
| Borrowings | USD | - | - | USD | 2.91 | 238.96 |

The following significant exchange rates (INR) have been applied

| Particulars | Average Rates | | Year end spot rates | |
|---|---|---|---|---|
| | **March 31, 2024** | March 31, 2023 | **March 31, 2024** | March 31, 2023 |
| | 82.80 | 80.30 | 83.37 | 82.22 |

**48. Related party disclosures**

Information on related party transactions as required by Ind AS - 24 - Related Party Disclosures for the year ended 31 March 2024

| Name of the related party | % 0f holding as on | |
|---|---|---|
| | 31 March, 2024 | 31 March, 2023 |
| **a (i) List of related parties, where control exists** | | |
| **Subsidiary *** | | |
| Sidhidata Tradecomm Limited | 100.00% | 100.00% |
| Golden Greeneries Private Limited | 93.75% | 93.75% |
| Maharaja Shree Umaid Mills Limited (MSUM) | 67.67% | 67.67% |
| Subhprada Greeneries Private Limited | 99.78% | 99.78% |
| Mahate Greenview Private Limited | 99.59% | 99.59% |
| LNB Renewable Energy Limited (LREL) | 73.43% | 73.43% |
| **Associates *** | | |
| Kiran Vyapar Limited | 33.86% | 33.86% |
| The Peria Karamalai Tea & Produce Company Limited | 35.60% | 34.03% |
| M B Commercial Company Limited | 38.38% | 38.38% |
| The General Investment Co Limited | 21.55% | 21.55% |
| The Kishore Trading Co. Ltd. | 47.53% | 47.53% |
| Amalgamated Development Limited | 47.07% | 47.07% |
| (*) All the subsidiary and associate Companies have been incorporated in India. | | |
| **a (ii) Enterprise controlled by subsidiary** | | |
| LNB Realty LLP ( till 07.08.2023) | 99.00% | 99.00% |
| Sidhidata Power LLP ( till 20.08.2023) | 90.00% | 90.00% |

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

### 48. Related party disclosures (Contd.)

Information on related party transactions as required by Ind AS - 24 - Related Party Disclosures for the year ended 31 March 2024

| Name of the related party | % 0f holding as on | |
|---|---|---|
| | 31 March, 2024 | 31 March, 2023 |
| **a (ii) Enterprise controlled by subsidiary (Contd.)** | | |
| LNB Realty Private Limited (Subsidiary of Sidhidata Tradecomm w.e.f 08.08.2023) | 99.00% | 0.00% |
| Sidhidata Power Private Limited ( Subsidiary of Sidhidata Tradecomm w.e.f 21.08.2023) | 90.00% | 0.00% |
| Sante Greenhub Private Limited | 88.52% | 88.52% |
| Janardan Wind Energy Private Limited (Subsidiary of LREL) | 73.43% | 73.43% |
| LNB Solar Energy Private Limited ((Subsidiary of LREL)) | 73.43% | 73.43% |
| Palimarwar Solar House Private Limited ((Subsidiary of LREL)) | 73.43% | 73.43% |
| Palimarwar Solar Project Private Limited (Subsidiary of LREL) | 73.43% | 73.43% |
| LNB Wind Energy Private Limited (Subsidiary of LREL) | 73.43% | 73.43% |
| Jubilee Hills Residency Private Limited (Subsidiary of LREL) | 73.43% | 73.43% |
| Manifold Agricrops Pvt Ltd (Subsidiary of LREL) | 73.43% | 73.43% |
| Parmarth Wind Energy Private Limited (Subsidiary of LREL) | 73.43% | 73.43% |
| Sidhidata Solar Urja Limited Limited (Subsidiary of LREL) | 73.43% | 73.43% |
| Yasheshvi Greenhub Pvt Ltd (Subsidiary of LREL) | 73.43% | 73.43% |
| LNB Renewable Sustainability PTE Limited ( Foreign Subsidiary of LREL) | 73.43% | 73.43% |
| LNB Renewable Suncity JV (Joint Venture of LREL) | 58.74% | 58.74% |
| MSUM Texfab Limited (Subsidiary of MSUM) | 67.67% | 67.67% |
| Shivphal Vinimay Pvt Ltd (Subsidiary of MSUM) | 67.67% | 67.67% |
| PKT Plantations Limited (Subsidiary of MSUM) | 67.67% | 67.67% |

| Name of the related party | Designation |
|---|---|
| **a (iii) Key managerial personnel ('KMP')** | |
| Sri Lakshmi Niwas Bangur | Director |
| Sri Yogesh Bangur | Joint Managing Director |
| Ms. Sheetal Bangur | Managing Director |
| Sri Ashwini Kumar Singh | Director |
| Sri Amit Mehta | Director |
| Sri Bhaskar Banerjee | Independent Director |
| Sri Ramavtar Holani | Independent Director |
| Sri Atul Krishna Tiwari | Company Secretary |

| Name of the related party | Nature |
|---|---|
| **a (iv) Relative of key managerial personnel ('KMP')** | |
| Smt. Alka Devi Bangur | Relative of Director |
| Sri Shreeyash Bangur | Relative of Director |

**Name of the related party**

**a v) Enterprises over which KMP or relatives of KMP exercise control/significant influence:**

Agrajay Greeneries Private Limited
Akruray Greenhub Private Limited
Anantay Greenview Private Limited
Apurva Export Private Limited
Basbey Greenview Private Limited
Chakrine Greenfield Private Limited
Dakshay Greeneries Private Limited

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

**48. Related party disclosures (Contd.)**

**a (v) Enterprises over which KMP or relatives of KMP exercise control/significant influence: (Contd.)**

| Name of the related party |
|---|
| Dakshinay Greenpark Private Limited |
| Dharay Greenline Private Limited |
| Dishay Greenhub Private Limited |
| Eminence Agrifield Private Limited |
| Eminence Cropfield Private Limited |
| Eminence Harvest Private Limited |
| Iota Mtech Limited |
| Iota Mtech Power LLP |
| Jagatguru Greenpark Private Limited |
| Janardan Wind Energy Private Limited |
| Jiwanay Greenview Private Limited |
| Kapilay Greeneries Private Limited |
| LNB Real Estate Private Limited |
| LNB Solar Energy Private Limited |
| Mahate Greenview Private Limited |
| Manifold Agricrops Private Limited |
| Mantray Greenpark Private Limited |
| Palimarwar Solar House Private Limited |
| Palimarwar Solar Project Private Limited |
| Parmarth Wind Energy Private Limited |
| Pratapnay Greenfield Private Limited |
| Purnay Greenfield Private Limited |
| Raghabay Greenview Private Limited |
| Rawaye Greenpark Private Limited |
| Samay Industries Limited |
| Santay Greenfield Private Limited |
| Sante Greenhub Private Limited |
| Sarvay Greemhub Private Limited |
| Satyawatche Greeneries Private Limited |
| Shree Krishna Agency Limited |
| Shreeshay Greenhub Private Limited |
| Sidhyayi Greenview Private Limited |
| Subhprada Greeneries Private Limited |
| Subiray Greeneries Private Limited |
| Sukhday Greenview Private Limited |
| Sulabhay Greenlake Private Limited |
| Sundaray Green City Private Limited |
| Suruchaye Greeneries Private Limited |
| Swatine Greenpark Private Limited |
| The Swadeshi Commercial Co. Ltd. |
| Uttaray Greenpark Private Limited |
| Virochanaye Greenfield Private Limited |
| Navjyoti Commodity Management Services Limited |

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

**48. Related party disclosures (Contd.)**

Information on related party transactions as required by Ind AS - 24 - Related Party Disclosures for the year ended 31 March 2024

| Name of the party / Nature of transaction | Year ended 31 March, 2024 | Year ended 31 March, 2023 |
|---|---|---|
| **(b) Transactions with related parties** | | |
| **Associate Companies & Enterprises over which KMP or relatives of KMP exercise control/ significant influence:** | | |
| Loans given | 27,354.20 | 21,261.05 |
| Loan given recovered | 28,859.00 | 11,998.22 |
| Interest income on loans given | 1,434.42 | 1,058.35 |
| Loan taken | 64,366.00 | 69,847.00 |
| Loan taken repaid | 58,432.70 | 93,705.70 |
| Interest expense on loans taken | 1,502.08 | 1,486.16 |
| Mainteance of Building | - | - |
| Dividend received | 97.76 | 148.35 |
| Dividend paid | - | - |
| Printing & Stationery | 0.52 | 2.20 |
| Rent Income | 29.82 | 45.17 |
| Professional Fees | - | - |
| Rent expenses | 24.58 | 7.29 |
| Service Availed | - | 18.96 |
| Purchase of Preference Shares | 1,360.56 | - |
| Reimbursement of expenses | 2.81 | 5.08 |
| Reimbursement of salary | - | - |
| Capital & Share of Profit Contribution Refunded | 238.90 | 1,729.15 |
| Capital Contribution Made | - | 625.69 |
| Sale of Traded Goods | 133.88 | - |
| Share of Profit | 420.00 | (77.20) |
| Purchase of Raw Material | 2,160.06 | 1,517.49 |
| Purchase of Investments | 92.52 | 513.53 |
| Sale of Investments | - | - |
| **Key Managerial Personnel** | | |
| Remuneration | 271.61 | 243.61 |
| Reimbursement of Expenses | - | - |
| Director Fees | 4.27 | 9.71 |
| Payment made to CS/CFO | - | 9.46 |
| Dividend paid | - | - |
| Commission | - | - |
| **Relative of Key Managerial Personnel** | | |
| Dividend paid | - | - |
| **(c) Balances of related parties** | | |

| Name of the party / Nature of transaction | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| **Associate Companies & Enterprises over which KMP or relatives of KMP exercise control/ significant influence:** | | |
| Loans given (including interest accrued) | 18,773.06 | 19,938.76 |
| Loans taken (including interest accrued) | 23,069.57 | 32,154.48 |
| Purchase of Preference Shares | - | - |

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

**48. Related party disclosures (Contd.)**

Information on related party transactions as required by Ind AS - 24 - Related Party Disclosures for the year ended 31 March 2024

**(c) Balances of related parties (Contd.)**

| Name of the party / Nature of transaction | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| **Associate Companies & Enterprises over which KMP or relatives of KMP exercise control/ significant influence: (Contd.)** | | |
| Other Receivable (Sub-Hy Facility) | 7,569.09 | 6,800.51 |
| Redemption of (Sub-Hy Facility) | - | - |
| Other receivables | 121.66 | 19.02 |
| Other payables | 0.02 | - |

**49. Investments in associate companies**

The Group has an interest in 5 entities namely The Kishore Trading Company Private Limited (Trading Company), Kiran Vyapar Limited (NBFC) , The Peria Karamalai Tea & Produce Company Limited (Plantation company), M B Commercial Company Limited (Renting of immovable property), The General Investment Co Limited (NBFC), Amalgamated Development Limited (Investment Company). The Group interest is accounted for using equity method in these consolidated financial statements. The below tables illustrates the summarised financial information of the Group's investments in these associate entities:

| | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| **(a) Kiran Vyapar Limited Limited** | | |
| Total assets | 204,304.45 | 173,322.36 |
| Total liabilities | 21,100.72 | 21,814.63 |
| Equity | 183,203.73 | 151,507.73 |
| **Proportion of group's ownership interest** | **33.86%** | **33.86%** |
| **Carrying amount of the group's interest** | **62,032.78** | **51,300.52** |
| | **Year ended 31 March, 2024** | **Year ended 31 March, 2023** |
| Revenue from operations | 9,256.41 | 6,728.49 |
| Profit for the year | 5,158.88 | 3,853.28 |
| Other comprehensive income | 27,027.93 | (127.76) |
| Total comprehensive income | 32,186.81 | 3,725.52 |
| **Group's share of profits for the year** | **1,746.80** | **1,304.72** |
| **Group's share of other comprehensive income for the year** | **9,151.66** | **(43.26)** |
| **Group's share of total comprehensive income for the year** | **10,898.45** | **1,261.46** |
| | **As at 31 March, 2024** | **As at 31 March, 2023** |
| **(b) The Peria Karamalai Tea & Produce Company Limited** | | |
| Total assets | 22,785.20 | 21,585.00 |
| Total liabilities | 3,663.16 | 3,403.59 |
| Equity | 19,122.04 | 18,181.42 |
| **Proportion of group's ownership interest** | **35.60%** | **34.03%** |
| **Carrying amount of the group's interest** | **6,807.45** | **6,186.63** |

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

### 49. Investments in associate companies (Contd.)

| | Year ended 31 March, 2024 | Year ended 31 March, 2023 |
|---|---|---|
| **(b) The Peria Karamalai Tea & Produce Company Limited (Contd.)** | | |
| Revenue from operations | 5,370.44 | 5,153.56 |
| Profit for the year | 539.76 | (336.34) |
| Other comprehensive income | 435.04 | (16.92) |
| Total comprehensive income | 974.80 | (353.26) |
| **Group's share of profits for the year** | **192.15** | **(114.45)** |
| **Group's share of other comprehensive income for the year** | **154.87** | **(5.76)** |
| **Group's share of total comprehensive income for the year** | **347.03** | **(120.20)** |

| | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| **(c) M. B.Commercial Company Limited** | | |
| Total assets | 11,350.05 | 10,382.48 |
| Total liabilities | 4,693.19 | 4,665.39 |
| Equity | 6,656.86 | 5,717.10 |
| **Proportion of group's ownership interest** | **38.38%** | **38.38%** |
| **Carrying amount of the group's interest** | **2,554.90** | **2,194.22** |

| | Year ended 31 March, 2024 | Year ended 31 March, 2023 |
|---|---|---|
| Revenue from operations | 355.76 | 1,423.53 |
| Profit for the year | (134.24) | 640.22 |
| Other comprehensive income | 1,074.00 | (108.61) |
| Total comprehensive income | 939.76 | 531.61 |
| **Group's share of profits for the year** | **(51.52)** | **245.72** |
| **Group's share of other comprehensive income for the year** | **412.20** | **(41.68)** |
| **Group's share of total comprehensive income for the year** | **360.68** | **204.03** |

| | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| **(d) The General Investment Co Limited** | | |
| Total assets | 7,147.32 | 6,441.64 |
| Total liabilities | 1,454.47 | 1,234.77 |
| Equity | 5,692.85 | 5,206.87 |
| **Proportion of group's ownership interest** | **21.55%** | **21.55%** |
| **Carrying amount of the group's interest** | **1,226.81** | **1,122.08** |

| | Year ended 31 March, 2024 | Year ended 31 March, 2023 |
|---|---|---|
| Revenue from operations | 16.19 | 24.76 |
| Profit for the year | (5.09) | 2.17 |
| Other comprehensive income | 491.07 | 167.24 |
| Total comprehensive income | 485.98 | 169.41 |
| **Group's share of profits for the year** | **(1.10)** | **0.47** |
| **Group's share of other comprehensive income for the year** | **105.83** | **36.04** |
| **Group's share of total comprehensive income for the year** | **104.73** | **36.51** |

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

**49. Investments in associate companies (Contd.)**

| | | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|---|
| **(e)** | **The Kishore Trading Co. Ltd.** | | |
| | Total assets | 3,729.57 | 2,972.75 |
| | Total liabilities | 660.10 | 330.92 |
| | Equity | 3,069.46 | 2,641.83 |
| | **Proportion of group's ownership interest** | **47.53%** | **47.53%** |
| | **Carrying amount of the group's interest** | **1,458.91** | **1,255.66** |
| | | **Year ended 31 March, 2024** | **Year ended 31 March, 2023** |
| | Revenue from operations | 105.54 | 139.50 |
| | Profit for the year | (20.36) | (7.20) |
| | Other comprehensive income | 447.99 | (41.52) |
| | Total comprehensive income | 427.63 | (48.72) |
| | **Group's share of profits for the year** | **(9.68)** | **(3.42)** |
| | **Group's share of other comprehensive income for the year** | **212.93** | **(19.73)** |
| | **Group's share of total comprehensive income for the year** | **203.25** | **(23.16)** |
| | | **As at 31 March, 2024** | **As at 31 March, 2023** |
| **(f)** | **Amalgamated Development Limited** | | |
| | Total assets | 5,519.76 | 4,179.26 |
| | Total liabilities | 336.54 | 1,635.98 |
| | Equity | 5,183.22 | 2,543.28 |
| | **Proportion of group's ownership interest** | **47.07%** | **47.07%** |
| | **Carrying amount of the group's interest** | **2,439.74** | **1,197.12** |
| | | **Year ended 31 March, 2024** | **Year ended 31 March, 2023** |
| | Revenue from operations | 49.59 | 312.42 |
| | Profit for the year | (70.66) | 83.97 |
| | Other comprehensive income | 610.61 | (56.55) |
| | Total comprehensive income | 539.95 | 27.42 |
| | **Group's share of profits for the year** | **(33.26)** | **(11.34)** |
| | **Group's share of other comprehensive income for the year** | **287.41** | **230.01** |
| | **Group's share of total comprehensive income for the year** | **254.15** | **218.66** |

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

| Particulars | Notes | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|---|
| **50. Fair value measurement** | | | |
| **(a) Category wise classification of financial instruments** | | | |
| **A. Financial assets:** | | | |
| **Carried at amortised cost** | | | |
| Cash and cash equivalents and other bank balances | 3&4 | 9,818.57 | 7,061.54 |
| Trade receivables | 5 | 9,588.36 | 8,505.28 |
| Loans | 6 | 32,949.69 | 30,193.83 |
| Investments | 7 | 65,722.02 | 53,894.61 |
| Other financial assets | 8 | 5,771.45 | 8,187.05 |
| | | **123,850.09** | **107,842.32** |
| **Carried at FVTPL** | | | |
| Investments | 7 | 27,757.34 | 18,715.66 |
| | | **27,757.34** | **18,715.66** |
| **Carried at FVTOCI** | | | |
| Investments | 7 | 22,235.32 | 24,065.88 |
| | | **22,235.32** | **24,065.88** |
| | | **173,842.75** | **150,623.86** |
| **B. Financial liabilities** | | | |
| **Measured at amortised cost** | | | |
| Trade Payables | 12 | 3,090.30 | 6,663.17 |
| Borrowings | 13 | 72,571.22 | 83,453.70 |
| Other financial liabilities | 14 | 15,866.91 | 8,599.67 |
| | | **91,528.42** | **98,716.54** |

**(b) Fair value hierarchy**

The fair value of financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced sale or liquidation sale. Methods and assumptions used to estimate the fair values are consistent in all the years. Fair value of financial instruments referred to in note (a) above has been classified into three categories depending on the inputs used in the valuation technique. The hierarchy gives the highest priority to quoted prices in active markets for identical assets and liabilities and lowest priority to unobservable entity specific inputs.

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024
(All amounts in ₹ lakhs, unless otherwise stated)

| Particulars | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| **50. Fair value measurement** | | |
| **(b) Fair value hierarchy (Contd.)** | | |
| **Level 1 (Quoted prices in active market)** | | |
| **Financial assets measured at FVTOCI** | | |
| **Level 1 (Quoted prices in active market)** | | |
| **Financial assets measured at FVTOCI** | | |
| Investments in quoted equity instruments | 15,193.00 | 12,905.68 |
| **Financial assets measured at FVTPL** | | |
| Investments in mutual funds | 6,376.78 | 8,651.54 |
| Investments in Hybrid facility | 6,055.49 | 3,984.88 |
| Investments in bond & debenture | - | - |
| **Level 3 (Significant unobservable inputs)** | | |
| **Financial assets measured at FVTOCI** | | |
| Investments in unquoted equity instruments | 14,267.94 | 9,246.90 |
| Investments in preference instruments | 1,760.23 | 1,407.14 |
| Investment in LLP | 506.16 | 506.16 |
| **Financial assets measured at FVTPL** | | |
| Investments in venture capital funds | 1,719.80 | 2,292.30 |
| Investments in Sub Hybrid Facility | 4,113.26 | 3,786.93 |
| | **49,992.65** | **42,781.54** |

**(c) Fair value of assets and liabilities measured at cost/amortised cost**

The carrying amount of financial assets and financial liabilities measured at amortised cost are a reasonable approximation of their fair values since the Group does not anticipate that the carrying amount would be significantly different from the values that would be eventually received or settled. Management assessed that fair values of cash and cash equivalents, other bank balances, loans, other financial assets and other financial liabilities approximate their carrying amounts of these instruments, as disclosed below:

| Particulars | As at 31 March 2024 | | As at 31 March 2023 | |
|---|---|---|---|---|
| | Carrying value | Fair value | Carrying value | Fair value |
| **Financial assets** | | | | |
| Cash and cash equivalents and other bank balances | 9,818.57 | 9,818.57 | 7,061.54 | 7,061.54 |
| Trade receivables | 9,588.36 | 9,588.36 | 8,505.28 | 8,505.28 |
| Loans | 32,949.69 | 32,949.69 | 30,193.83 | 30,193.83 |
| Investments | 65,722.02 | 65,722.02 | 53,894.61 | 53,894.61 |
| Other financial assets | 5,771.45 | 5,771.45 | 8,187.05 | 8,187.05 |
| | **123,850.09** | **123,850.09** | **107,842.32** | **107,842.32** |
| **Financial liabilities** | | | | |
| Trade Payables | 3,090.30 | 3,090.30 | 6,663.17 | 6,663.17 |
| Borrowings | 72,571.22 | 72,571.22 | 83,453.70 | 83,453.70 |
| Other financial liabilities | 15,866.91 | 15,866.91 | 8,599.67 | 8,599.67 |
| | **91,528.42** | **91,528.42** | **98,716.54** | **98,716.54** |

**(d) Valuation process and technique used to determine fair value for investments valued using significant unobservable inputs (level 3)**

Specific valuation techniques used to value financial instruments include:

(i) Investments in unquoted equity and preference instruments of operational entities are valued by discounting the aggregate future cash flows (both principal and interest cash flows) with risk-adjusted discounting rate.

(ii) Investments in venture capital funds are valued by use of net asset value certificates from the investee parties.

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

### 51. Financial risk management

The Group is exposed to various financial risks associated with financials products such as credit or default risk, market risk, interest rate risk, liquidity risk and inflationary risk. However, it has a robust financial risk management system in place to identify, evaluate, manage and mitigate various risks associated with its financial products to ensure that desired financial objectives are met. The Group's senior management is responsible for establishing and monitoring the risk management framework within its overall risk management objectives and strategies, as approved by the Board of Directors. Such risk management strategies and objectives are established to identify and analyse potential risks faced by the Group, set and monitor appropriate risk limits and controls, periodically review the changes in market conditions and assess risk management performance. Any change in Group's risk management objectives and policies needs prior approval of it's Board of Directors.

### (a) Credit risk

This risk is common to all investors who invest in bonds and debt instruments and it refers to a situation where a particular bond issuer is unable to make the expected principal payments, interest rate payments, or both. Similarly, a lender bears the risk that the borrower may default in the payment of contractual interest or principal on its debt obligations, or both. The Group continuously monitors defaults of customers and other counterparties and incorporates this information into its credit risk controls.

#### Financial instruments

Risk concentration is minimized by investing in highly rated, investment grade bonds and debt instruments, particularly Government and PSU Bonds which has the least risk of default. The Group lends to borrowers with a good credit score. These investments and loans are reviewed by the Board of Directors on a regular basis.

The Group has categorised all its financial assets (except for trade receivables from sale of services) at low credit risks on account of no past trends of defaults by any parties.

| Nature | Assets covered | Basis of expected credit loss |
|---|---|---|
| Low credit risk | Cash and cash equivalents and other bank balances, Loans, Investments, Other financial assets, Trade receivables | Life time expected credit loss or 12 month expected credit loss |
| Moderate credit risk | Trade receivables | Life time expected credit loss or 12 month expected credit loss |
| High credit risk | - | - |

#### Financial assets that are exposed to credit risk

| Particulars | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| **Low Credit Risk** | | |
| Cash and cash equivalents and other bank balances | 9,818.57 | 7,061.54 |
| Trade receivables* | 9,549.15 | 8,120.00 |
| Loans | 32,949.69 | 30,193.83 |
| Investments | 65,722.02 | 53,894.61 |
| Other financial assets | 5,771.45 | 8,187.05 |
| **Moderate credit risk** | | |
| Trade receivables- increase in credit risk | 48.04 | 12.44 |
| Trade receivables-considering doubtful | 311.90 | 309.99 |
| Less:Allowance for credit loss | 320.72 | 336.84 |
| | **123,850.09** | **107,442.62** |

*** this represents gross carrying values of financial asset, without netting off impairment loss allowance**

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

**51. Financial risk management (Contd.)**

**(a) Credit risk (Contd.)**

**Expected credit losses for financial assets (except for loans) :**

| Particulars | Estimated gross carrying amount at default | Expected credit losses | Carrying amount net of impairment provision |
|---|---|---|---|
| **As at 31 March 2024** | | | |
| Cash and cash equivalents and other bank balances | 9,818.57 | - | 9,818.57 |
| Trade receivables | 9,549.15 | (39.21) | 9,588.36 |
| Loans | 32,949.69 | - | 32,949.69 |
| Investments | 65,722.02 | - | 65,722.02 |
| Other financial assets | 5,771.45 | - | 5,771.45 |
| **As at 31 March 2023** | | | |
| Cash and cash equivalents and other bank balances | 7,061.54 | - | 7,061.54 |
| Trade receivables | 8,120.00 | 14.41 | 8,105.59 |
| Loans | 30,193.83 | - | 30,193.83 |
| Investments | 53,894.61 | - | 53,894.61 |
| Other financial assets | 8,187.05 | - | 8,187.05 |

**(b) Market risk:**

Market risk is a form of systematic risk associated with the day-to-day fluctuation in the market prices of shares and securities and such market risk affects all securities and investors in the same manner. These daily price fluctuations follows its own broad trends and cycles and are more news and transaction driven rather than fundamentals and many a times, it may affect the returns from an investment. Market risks majorly comprises of two types - interest rate risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risks include borrowings and investments.

**Interest rate risk**

Interest rate risk is a type of systematic risk that particularly affects fixed rate debt instruments like bonds and debentures. The value of the fixed-rate debt instruments generally decline due to rise in interest rates and vice versa. The rationale is that a bond is a promise of a future stream of payments; an investor will offer less for a bond that pays-out at a rate lower than the rates offered in the current market. A rising interest rate scenario also affects the Group's interest expenditure on borrowed funds.

The Group monitors the interest rate scenarios on a regular basis and accordingly takes investments decisions as whether to invest in fixed rate debt instruments, shares and securities at a particular point of time. Further, the Group's borrowings are short-term in nature and the Group is in a position to pass on the rise in interest rates to its borrowers. However, the borrowings of the Group are not significant to the financial statements.

**a. Interest bearing investments**

| Particulars | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| Investments at variable interest rate | 1,719.80 | 2,292.30 |
| Investments at fixed interest rate | 616.58 | 832.25 |
| **Total interest bearing investments** | **2,336.38** | **3,124.55** |
| **Percentage of investments at variable interest rate** | **73.61%** | **73.36%** |

| Particulars | Sensitivity analysis on total comprehensive income upon fluctuation of interest rates | |
|---|---|---|
| | Increase by 1% | Decrease by 1% |
| Impact on total comprehensive income for year ended 31 March 2024 | 17.2 | (17.20) |
| Impact on total comprehensive income for year ended 31 March 2023 | 22.92 | (22.92) |

**Notes to Consolidated Financial Statements for the year ended 31st March, 2024**
(All amounts in ₹ lakhs, unless otherwise stated)

**51. Financial risk management (Contd.)**

**(b) Market risk: (Contd.)**

**b. Borrowings**

| Particulars | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| Borrowings at variable interest rate | 3,000.00 | 3,000.00 |
| Borrowings at fixed interest rate | 80,453.70 | 80,453.70 |
| **Total borrowings** | **83,453.70** | **83,453.70** |
| **Percentage of borrowings at variable interest rate** | **3.59%** | **3.59%** |

**(c) Price risk**

Price risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market traded price. It arises from financial assets such as investments in equity instruments, bonds, mutual funds etc. The Group is exposed to price risk arising mainly from investments carried at fair value through FVTPL or FVOCI which are valued using quoted prices in active markets (level 1 investments). A sensitivity analysis demonstrating the impact of change in market prices of these instruments from the prices existing as at the reporting date is given below:

| Particulars | Carrying value as at | |
|---|---|---|
| | 31 March, 2024 | 31 March, 2023 |
| Investments carried at FVTPL or FVOCI valued using quoted prices in active market | 21,569.78 | 21,557.23 |
| **Particulars** | **Sensitivity analysis on total comprehensive income upon fluctuation of market prices** | |
| | **Increase by 10%** | **Decrease by 10%** |
| Impact on total comprehensive income for year ended 31 March 2024 | 2,156.98 | (2,156.98) |
| Impact on total comprehensive income for year ended 31 March 2023 | 2,155.72 | (2,155.72) |

**(d) Liquidity risk:**

Liquidity refers to the readiness of the Group to sell and realise its financial assets. Liquidity risk is one of the most critical risk factors for companies which is into the business of investments in shares and securities. It is the risk of not being able to realise the true price of a financial asset, or is not being able to sell the financial asset at all because of non-availability of buyers. Unwillingness to lend or restricted lending by Banks and Financial Institutions may also lead to liquidity concerns for the entities.

The Group maintains a well-diversified portfolio of investments in shares and securities which are saleable at any given point of time. A dedicated team of market experts are monitoring the markets on a continuous basis, which advises the management for timely purchase or sale of securities. The Group is currently having a mix of both short-term and long-term investments. The management ensures to manage it's cash flows and asset liability patterns to ensure that the financial obligations are satisfied in timely manner.

The following table shows the remaining contractual maturities of financial liabilities at the reporting date. The amounts reported are on gross and undiscounted basis.

| Particulars | Less than 1 year | Between 1 to 5 years | Over 5 years | Total |
|---|---|---|---|---|
| **As at 31 March 2024** | | | | |
| Borrowings (other than debt securities) | 27,536.09 | 25,027.17 | 20,007.95 | 72,571.22 |
| Trade Payables | 2,704.54 | 385.76 | - | 3,090.30 |
| Other financial liabilities | 15,829.87 | 35.09 | 1.95 | 15,866.91 |
| | **46,070.51** | **25,448.02** | **20,009.90** | **91,528.42** |
| **As at 31 March 2023** | | | | |
| Borrowings (other than debt securities)(Including current maturities) | 31,870.61 | 28,754.82 | 22,828.21 | 83,453.64 |
| Trade Payables | 6,663.17 | - | - | 6,663.17 |
| Other financial liabilities | 8,599.67 | - | - | 8,599.67 |
| | **47,133.45** | **28,754.82** | **22,828.21** | **98,716.48** |

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024
(All amounts in ₹ lakhs, unless otherwise stated)

### 51. Financial risk management (Contd.)

### (d) Inflationary risk:

Inflationary or purchasing power risk refers to the variation in investor returns caused by inflation. It is the risk that results in increase of the prices of goods and services which results in decrease of purchasing power of money, and likely negatively impact the value of investments. The two important sources of inflation are rising costs of production and excess demand for goods and services in relation to their supply. Inflation and interest rate risks are closely related as interest rates generally go up with inflation.

The Group closely monitors the inflation data and analyses the reasons for wide fluctuations thereof and its effect on various sectors and businesses. The main objective is to avoid inflationary risk and accordingly invest in securities and debt instruments that provides higher returns as compared to the inflation in long-term.

### 52. Capital management

For the purpose of Group's capital management, capital includes issued equity share capital, other equity reserves and borrowed capital less cash and cash equivalents. The primary objective of capital management is to maintain an efficient capital structure to reduce the cost of capital, support corporate expansion strategies and to maximize shareholder's value.

The Group manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Group monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Group's policy is to keep an optimum gearing ratio. The entity includes within net debt, interest bearing loans and borrowings less cash and cash equivalents.

Following table summarizes the capital structure of the Group.

| Particulars | As at 31 March, 2024 | As at 31 March, 2023 |
|---|---|---|
| Borrowings | 72,571.22 | 83,453.70 |
| Less: Cash and cash equivalents (including other bank balances) | 9,818.57 | 7,061.54 |
| **Adjusted net debt** | **62,752.65** | **76,392.15** |
| Total equity (*) | 177,691.37 | 153,604.44 |
| **Net debt to equity ratio** | **0.35** | **0.50** |

*(*) Equity includes capital and all reserves that are managed as capital.*

## Notes to Consolidated Financial Statements for the year ended 31st March, 2024

(All amounts in ₹ lakhs, unless otherwise stated)

### 53. Segment reporting

**Basis of segmentation:**

The Group has the following segments, which are it reportable segments. These segments deals in three different industries and are managed separately by the Group.

(a) Investments - Buying and selling of various kinds of securities and providing loans.

(b) Trading - Trading of cotton bales and other commodities

(c) Renewable energy - Involved in the business of power generation

(d) EPC Business - Involved in the business of EPC Contracts

(e) Operations & Maintenance - Providing Operation and Maintenance service of Power units.

Operating segments disclosures are consistent with the information provided to and reviewed by the Chief Operating Decision Maker . The measurement principles of segments are consistent with those used in the significant accounting policies. Inter-segment trasactions are mostly determined on an arm's length basis.

| | Particulars | Year ended 31 March 2024 | | | | | | | Year ended 31 March 2023 | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | Invest-ments | Trading | Renewable Energy | Operation & Maintenance | EPC Business | Unallo-cated | Total | Invest-ments | Trading | Renewable Energy | Operation & Maintenance | EPC Business | Unallo-cated | Total |
| (a) | **Segment revenues** | | | | | | | | | | | | | | |
| | External sales | 9,140.68 | 45,116.99 | 8,445.46 | 266.89 | 19,014.32 | 761.78 | **82,746.12** | 4,799.66 | 45,453.29 | 9,180.25 | 102.91 | 4,834.72 | 56.85 | **64,427.69** |
| | Expenses | 4,596.30 | 45,096.40 | 6,373.48 | 329.77 | 18,338.46 | 3,748.55 | **78,482.95** | 3,111.29 | 43,503.38 | 6,740.02 | 156.30 | 4,229.71 | 2,879.50 | **60,620.21** |
| (b) | **Segment results (Profit before share of profit in associate)** | 4,544.38 | 20.59 | 2,071.98 | (62.88) | 675.86 | (2,986.77) | **4,263.17** | 1,688.37 | 1,949.91 | 2,440.23 | (53.39) | 605.01 | (2,822.64) | **3,807.48** |
| (c) | **Reconciliation of segment results with profit after tax:** | | | | | | | | | | | | | | |
| | **Add / (less):** | | | | | | | | | | | | | | |
| | Share of associate | | | | | | | **1,397.20** | | | | | | | **1,176.79** |
| | Tax expenses | | | | | | | **13.98** | | | | | | | **(939.54)** |
| | **Profit after tax as per the statement of profit and loss** | | | | | | | **5,674.35** | | | | | | | **4,044.73** |
| (d) | **Segment assets** | 87,160.75 | 81,648.50 | 47,643.20 | 71.50 | 6,731.60 | 84,659.62 | **307,915.17** | 89,514.73 | 82,609.93 | 49,943.84 | 33.13 | 6,004.30 | 62,768.27 | **290,874.21** |
| (e) | **Segment liabilities** | 18,995.16 | 4,894.28 | 35,658.62 | 29.43 | 1,774.64 | 45,469.15 | **106,821.29** | 29,194.12 | 4,768.43 | 40,401.96 | 25.96 | 4,428.46 | 34,845.94 | **113,664.86** |

## Notes to Consolidated Financial Statements for the Year Ended 31st March 2024

(All amounts in ₹ lakhs, unless otherwise stated)

**54. Additional Information, as required under Schedule III to the Companies Act, 2013, of enterprises cosolidation as Subsidiary/Associates**

| Name of Enterprises | As at 31 March 2024 | | As at 31 March 2024 | | As at 31 March 2024 | | Year ended 31 March 2024 | |
|---|---|---|---|---|---|---|---|---|
| | Net Assets i.e., total assets minus total liabilities | | Share in profit or loss | | Share in other comprehensive income | | Share in total comprehensive income | |
| | As % of Consolidated net assets | Amount (Rs.) | As % of Consolidated Profit or Loss | Amount (Rs.) | As % of consolidated other comprehensive income | Amount (Rs.) | As % of consolidated Total comprehensive income | Amount (Rs.) |
| **Parent** | | | | | | | | |
| **Placid Limited** | 41.56 | 83,580.76 | 81.09 | 4,601.12 | 47.67 | 8,787.76 | 55.54 | 13,388.88 |
| Subsidiaries & Step down Subsidiaries (Indian) | | | | | | | | |
| Sidhidata Tradecomm Limited | 8.34 | 16,769.18 | 6.39 | 362.81 | 2.47 | 455.91 | 3.40 | 818.72 |
| Golden Greeneries Private Limited | 0.15 | 298.08 | 0.04 | 2.51 | - | - | 0.01 | 2.51 |
| Maharaja Shree Umaid Mills Limited | 26.07 | 52,424.16 | (18.04) | (1,023.80) | (0.05) | (8.93) | (4.28) | (1,032.74) |
| MSUM Texfab Limited | 0.00 | 3.11 | (0.01) | (0.51) | - | - | (0.00) | (0.51) |
| Shivphal Vinimay Private Limited | (0.00) | (0.45) | (0.02) | (0.86) | - | - | (0.00) | (0.86) |
| PKT Plantations Limited | 0.02 | 39.09 | (0.01) | (0.30) | - | - | (0.00) | (0.30) |
| Subhprada Greeneries Private Limited | 0.07 | 143.36 | (4.71) | (267.13) | (0.00) | (0.13) | (1.11) | (267.26) |
| Mahate Greenview Private Limited | 0.14 | 285.68 | 0.08 | 4.44 | - | - | 0.02 | 4.44 |
| Sante Greenhub Private Limited | 0.04 | 72.00 | 0.03 | 1.68 | - | - | 0.01 | 1.68 |
| Sidhidata Power Pvt. Ltd. | 0.16 | 321.58 | (2.28) | (129.57) | 0.28 | 51.15 | (0.33) | (78.42) |
| Lnb Realty Pvt. Ltd. | 0.02 | 45.56 | (5.36) | (304.41) | (0.00) | (0.03) | (1.26) | (304.44) |
| LNB Renewable Energy Private Limited | 7.89 | 15,872.69 | 19.10 | 1,083.64 | (0.00) | (0.75) | 4.49 | 1,082.89 |
| Janardan Wind Energy Private Limited | 2.20 | 4,420.88 | 8.04 | 456.25 | (0.00) | (0.62) | 1.89 | 455.63 |
| LNB Solar Energy Private Limited | 1.18 | 2,369.38 | 6.75 | 382.88 | (0.00) | (0.06) | 1.59 | 382.82 |
| Palimarwar Solar House Private Limited | 0.15 | 301.66 | (1.61) | (91.34) | (0.00) | (0.08) | (0.38) | (91.42) |
| Palimarwar Solar Project Private Limited | 1.80 | 3,629.59 | 7.44 | 422.31 | (0.00) | (0.26) | 1.75 | 422.05 |
| LNB Renewable Suncity JV | 0.01 | 19.93 | 0.36 | 20.62 | - | - | 0.09 | 20.62 |
| LNB Wind Energy Private Limited | 0.01 | 18.34 | 0.01 | 0.33 | - | - | 0.00 | 0.33 |
| Jubilee Hills Residency Private Limited | 0.01 | 12.39 | 0.01 | 0.85 | - | - | 0.00 | 0.85 |
| Sidhidata Solar Urja Limited | 1.34 | 2,700.80 | 4.53 | 257.18 | (0.00) | (0.31) | 1.07 | 256.87 |
| Manifold Agricrops Pvt Ltd | (0.10) | (207.97) | (0.60) | (33.80) | (0.00) | (0.07) | (0.14) | (33.87) |
| Parmarth Wind Energy Private Limited | 0.75 | 1,498.52 | 6.13 | 347.98 | 0.00 | 0.01 | 1.44 | 347.99 |
| Yasheshvi Greenhub Pvt Ltd | (0.08) | (165.66) | (0.77) | (43.48) | - | - | (0.18) | (43.48) |
| **Subsidiaries & Step down Subsidiaries (Foreign)** | | | | | | | | |
| LNB Sustainability Venture PTE Ltd. | 0.51 | 1,035.28 | (10.73) | (608.85) | - | - | (2.53) | (608.85) |
| **Minority Interest in all Subsidiaries** | **11.64** | **23,402.52** | **0.64** | **36.33** | **0.01** | **2.38** | **0.16** | **38.71** |

## Notes to Consolidated Financial Statements for the Year Ended 31st March 2024

(All amounts in ₹ lakhs, unless otherwise stated)

**54. Additional Information, as required under Schedule III to the Companies Act, 2013, of enterprises cosolidation as Subsidiary/ Associates (Contd.)**

| Name of Enterprises | As at 31 March 2024 | | As at 31 March 2024 | | As at 31 March 2024 | | Year ended 31 March 2024 | |
|---|---|---|---|---|---|---|---|---|
| | Net Assets i.e., total assets minus total liabilities | | Share in profit or loss | | Share in other comprehensive income | | Share in total comprehensive income | |
| | As % of Consolidated net assets | Amount (Rs.) | As % of Consolidated Profit or Loss | Amount (Rs.) | As % of consolidated other comprehensive income | Amount (Rs.) | As % of consolidated Total comprehensive income | Amount (Rs.) |
| **Associates (Indian)** | | | | | | | | |
| **(investment as per Equity Method)** | | | | | | | | |
| Kiran Vyapar Limited | 27.86 | 56,015.86 | 22.97 | 1,303.66 | 44.01 | 8,113.49 | 39.06 | 9,417.15 |
| The Peria Karamalai Tea & Produce Co. Ltd. | 2.38 | 4,794.73 | 3.33 | 189.09 | 0.06 | 11.65 | 0.83 | 200.74 |
| M B Commercial Company Limited | 1.03 | 2,068.38 | (0.91) | (51.52) | 2.24 | 412.18 | 1.50 | 360.66 |
| The General Investment Co Limited | 0.32 | 636.96 | (0.02) | (1.10) | 0.57 | 105.80 | 0.43 | 104.71 |
| Amalgamated Development Limited | 0.26 | 527.90 | (0.59) | (33.26) | 1.56 | 287.41 | 1.05 | 254.15 |
| The Kishore Trading Co Limited | 0.37 | 748.18 | (0.17) | (9.68) | 1.16 | 212.94 | 0.84 | 203.26 |
| Adjustments | (36.10) | (72,588.59) | (21.14) | (1,199.73) | 0.03 | 4.82 | (4.96) | (1,194.91) |

**For Mandawewala & Co.**
**Chartered Accountants**
**Firm Regn. No. 322130E**

**(HEMANT AGARWAL)**
**Partner**
**M. No. 313439**

**Place : Kolkata**
**Dated : 14/05/2024**

**For and on behalf of the Board of Directors**
**Placid Limited**

**Lakshmi Niwas Bangur**
Director
(DIN : 00012617)
Place : Kolkata

**Sheetal Bangur**
Managing Director
(DIN : 00003541)
Place : Hyderabad

**Yogesh Bangur**
Joint Managing Director
(DIN : 02018075)
Place : Kolkata

**Atul Krishna Tiwari**
Company Secretary
Membership No. A48221
Place : Kolkata

**Form AOC-I (Pursuant to first proviso to sub -section (3) of section 129 read with rule 5 of Companies ( Accounts) Rules, 2014)**

**SALIENT FEATURES OF FINANCIAL STATEMENTS OF SUBSIDIARY AS PER COMPANIES ACT, 2013** **(figures in lakhs)**

| Sr. No. | Name of Subsidiary Companies | Reporting Currency | Share Capital | Other Equity | Total Assets | Total Liabilities | Investments | Turnover / Total Income | Profit Before Taxation | Provision for Taxation | Profit After Taxation | Proposed Dividend | % of Shareholding |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| 1 | SIDHIDATA TRADECOMM LIMITED | INR | 5.00 | 16,764.18 | 16,788.26 | 19.08 | 6,555.62 | 3,429.38 | 561.77 | 198.96 | 362.81 | - | 100.00% |
| 2 | GOLDEN GREENERIES PRIVATE LIMITED | INR | 160.00 | 138.08 | 301.67 | 3.59 | 114.23 | 8.14 | 6.72 | 4.21 | 2.51 | - | 93.75% |
| 3 | SUBHPRADA GREENERIES PRIVATE LIMITED | INR | 451.00 | (307.64) | 147.35 | 3.98 | 144.50 | 8.10 | (266.22) | 0.91 | (267.13) | - | 99.78% |
| 4 | MAHATE GREENVIEW PRIVTAE LIMITED | INR | 241.00 | 44.68 | 286.07 | 0.39 | - | 10.29 | 6.99 | 2.55 | 4.44 | - | 99.59% |
| 5 | LNB RENEWABLE ENERGY PRIVATE LIMITED | INR | 8,129.62 | 11,002.53 | 62,377.75 | 43,241.62 | 658.91 | 28,399.90 | 2,383.54 | 921.86 | 1,461.68 | - | 73.43% |
| 6 | MAHARAJA SHREE UMAID MILLS LIMITED | INR | 8,824.46 | 43,586.88 | 97,243.02 | 44,831.68 | 9,492.00 | 46,248.02 | (1,366.33) | (341.29) | (1,025.03) | - | 67.67% |

1. Names of subsidiaries which are yet to commence operations - NIL

| Sr. No. | Name of Associates Companies | Shares of Associates held by the Company on year end: Latest Audited Balance Sheet Date | Nos. | Amount of Investment in Associates | Extent of Holding (%) | Networth Attributable to shareholding as per latest audited Balance Sheet | Profit / Loss for the year: Considered in Consolidation | Not considered in Consolidation | Description of how there is significant influence | Reason why the associates is not considered |
|---|---|---|---|---|---|---|---|---|---|---|
| 1 | Kiran Vyapar Limited | 31.03.2024 | 9,238,132 | 5,439.87 | 33.86% | 56,015.86 | 9,417.15 | - | Note A | - |
| 2 | The Peria Karamalai Tea & Produce Company Ltd. | 31.03.2024 | 899,330 | 2,775.69 | 35.60% | 4,794.73 | 200.74 | - | Note A | - |
| 3 | M B Commercial Company Limited | 31.03.2024 | 86,158 | 198.84 | 38.38% | 2,068.38 | 360.66 | - | Note A | - |
| 4 | AMALGAMATED DEVELOPMENT LIMITED | 31.03.2024 | 8,237 | 30.84 | 47.07% | 527.90 | 254.15 | - | Note A | - |
| 5 | THE KISHORE TRADING CO LIMITED | 31.03.2024 | 28,519 | 73.91 | 47.53% | 748.18 | 203.26 | - | Note A | - |
| 6 | The General Investment Co Limited | 31.03.2024 | 7,541 | 17.53 | 21.55% | 636.96 | 104.71 | - | Note A | - |

Note A : There is a significant influence due to percentage of Share Capital.

The following information shall be furnished:-

1. Names of associates which are yet to commence operations - NIL

**For Mandawewala & Co.**
**Chartered Accountants**

**Firm Regn. No. 322130E**

**(HEMANT AGARWAL)**
**Partner**

**M. No. 313439**

**Place : Kolkata**
**Dated : 14/05/2024**

**For and on behalf of the Board of Directors**
**Placid Limited**

**Lakshmi Niwas Bangur**
Director
(DIN : 00012617)
Place : Kolkata

**Sheetal Bangur**
Managing Director
(DIN : 00003541)
Place : Hyderabad

**Yogesh Bangur**
Joint Managing Director
(DIN : 02018075)
Place : Kolkata

**Atul Krishna Tiwari**
Company Secretary
Membership No. A48221
Place : Kolkata

PLACID
LIMITED

**Regd. Office :** 7, Munshi Premchand Sarani, Hastings, Kolkata - 700 022
**Phone :** (+91-33) 2223-0016, **E.mail :** placid@lnbgroup.com
**Website :** www.lnbgroup.com, **CIN :** U74140WB1946PLC014233

# ATTENDANCE SLIP

**78th ANNUAL GENERAL MEETING**

I/We hereby record my/our presence at the 78th Annual General Meeting of the Company at the Registered Office of the Company at 7, Munshi Premchand Sarani, Hastings, Kolkata – 700 022 on Monday, 30th September, 2024 at 11:30 A.M.

| Member's Folio No. | Member's/Proxy name in Block Letters | Member's/Proxy's Signature |
|---|---|---|

**Please complete the Folio No. and name, sign this Attendance Slip and hand it over at the Attendance Verification Counter at the Entrance of the Meeting Hall.**

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# PROXY FORM

**FORM NO.MGT-11**

**[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]**

| | |
|---|---|
| Name of the Member (s) | |
| Registered address | |
| E-mail Id: | |
| Folio No. | |

I/We, being the Member(s) of the above named Company holding .................................... shares, hereby appoint

1. Name : ..........................................................................................................................................

   Address : .......................................................................................................................................

   Email ID : .......................................................................................................................................

   Signature : ........................................................................................................................, or failing him/her

2. Name : ..........................................................................................................................................

   Address : .......................................................................................................................................

   Email ID : .......................................................................................................................................

   Signature : ........................................................................................................................, or failing him/her

3. Name : ..........................................................................................................................................

   Address : .......................................................................................................................................

   Email ID : .......................................................................................................................................

   Signature : .......................................................................................................................................

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 78th Annual General Meeting of the Company, to be held on Monday, 30th September, 2024 at 11:30 A.M. at the Registered Office of the Company at 7, Munshi Premchand Sarani, Hastings, Kolkata-700 022 and at any adjournment thereof in respect of such resolutions as are Indicated below :

P.T.O.

| ITEM NOS. | RESOLUTION |
|---|---|
| | **Ordinary Business** |
| 1. | To receive, consider and adopt the Standalone and Consolidated Audited Financial including Profit & Loss for the year ended 31st March, 2024 and the Balance Sheet as at that date together with Reports of the Board of Directors and Auditors thereon. |
| 2. | To appoint a Director in place of Mr. Lakshmi Niwas Bangur (DIN: 00012617), who retires by rotation and being eligible, offers himself for re-appointment. |
| 3. | To appoint M/s B. Chhawchharia & Co, Chartered Accountants, (Firm Regn. No. 305123E), as the Statutory Auditors of the Company. |
| | **Special Business** |
| 4. | Re-appointment of Ms. Sheetal Bangur as Managing Director of the Company. |
| 5. | Re-appointment of Mr. Yogesh Bangur as Joint Managing Director of the Company. |
| 6. | Renewal of previous approval of issuance of Non-Convertible Debentures on Private Placement basis. |

Signed this..................day of....................................2024.

Signature of shareholder(s)..............................................................

Signature of Proxy holder(s)...........................................................

Affix
Revenue
Stamp

**Notes :**

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. For the Resolutions, Explanatory Statement and Notes please refer to the Notice of the 78th Annual General Meeting.
3. Please complete all details including details of member(s) in the above box before submission.

**BOOK POST**

*If undelivered, please return to:*

**PLACID LIMITED**
CIN : U74140WB1946PLC014233
7, Munshi Premchand Sarani, Hastings
Kolkata - 700 022 (West Bengal)

Designed & Printed by Dayglo, Ph. : 90515-33005, 93310-03768