



September 5, 2023

BSE Limited Exchange

Plaza, Bandra– Kurla Complex, Phiroze Jeejeebhoy Tower Bandra (E),

Mumbai – 400051 Dalal Street, Mumbai – 400001

Kind Attn: Head – Listing Department / Dept of Corporate Communications

Dear Sir / Madam,

Pursuant to the requirements of Regulation 50 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), please note that the Twelfth Annual General Meeting (“AGM”) of the Company is proposed to be held on **Wednesday, 27 September 2023 at 11:00 a.m.** at the registered office of the Company. In accordance with Ministry of Corporate Affairs and SEBI circulars, the Annual Report of the Company for the financial year 2022-23 (“Annual Report”) along with the Notice of the Twelfth Annual General Meeting (“Notice”) is being sent today i.e. **Tuesday, September 05, 2023**, through electronic mode to the Members of the Company. Further, pursuant to Regulation 53 of the SEBI Listing Regulations, please find enclosed the Annual Report along with the Notice of the AGM. The aforesaid Annual Report and Notice has also been uploaded on the website of the Company. We request you to take the aforesaid on records.

Thanking you

For Hedge Finance Limited

Alex K Babu

Managing Director

(DIN:01254207)

NOTICE FOR TWELVETH ANNUAL GENERAL MEETING

Notice is hereby given that the 12th Annual General Meeting of the members of Hedge Finance Limited will be held as shown below:

Date: 27 September 2023.

Day: WEDNESDAY

Time: 11.00 A.M

Venue: At the registered office of the company situated at Hedge House, Mamangalam, Palarivattom P.O, Kochi, Ernakulam KL 682025 IN. The facility of Video Conferencing (VC) or Other Audio-Visual Means (OAVM) is available to the members at their option, to attend the Meeting and cast their vote electronically.

To transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements for the year ended 31 March 2023, together with the Reports of Board and Auditors thereon and in this regard, to pass the following resolution as **Ordinary Resolution:**

"RESOLVED THAT the Audited financial statements including Balance Sheet of the Company as at March 31, 2023, the Profit & Loss Account and the Cash Flow Statement for the year ended on that date together with all the notes annexed and the Directors' and Auditors' Reports thereon, placed before the meeting, be and are hereby considered and adopted."

2. To confirm the payment of Dividend aggregating to Rs. 0.30/- per equity share for the financial year ended on March 31, 2023, and in this regard, to pass the following resolution as **Ordinary Resolution:**

"RESOLVED THAT a final Dividend of Rs.0.30/- per equity shares of Rs.10/- each fully paid up, as recommended by the Board of Directors of the company for the Financial Year ended March 31, 2023, be and is hereby declared to be paid to eligible Shareholders."

3.. To appoint a Director in place Mr. Raphael Thomas, (DIN: 06379667), who retires by rotation and being eligible for reappointment offers himself for appointment, and to pass the following resolution as **Ordinary Resolution.**

"RESOLVED THAT in accordance with the provisions of Section 152 of the Companies Act, 2013, Mr. Raphael Thomas, (DIN: 06379667) who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as Director of the Company, liable to retire by rotation".

Special Business

4. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution** for appointment of Mr. Kiliyanat Puliasseri Padmakumar (DIN:00023176) as Whole Time Director:

"**RESOLVED THAT** pursuant to the provisions Section 196, 197 and 203 read with the Rules made there-under along with Schedule V and other applicable provisions if any, of the Companies Act, 2013 and subject to such other approvals as may be necessary, consent of the members be and is hereby accorded to appoint Mr. Kiliyanat Puliasseri Padmakumar (DIN : 00023176), as the Whole Time Director of the company from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company to be held by the company, on a monthly remuneration of Rs. 1,30,000/- (Rupees One Lakh Thirty Thousand only), inclusive of all, and within the overall limit of Section 197 of the Companies Act 2013 (read with Schedule V), or any amendments thereto or any re-enactment thereof and as may be agreed to between the Board of Directors and Mr. Kiliyanat Puliasseri Padmakumar."

RESOLVED FURTHER THAT during the currency of his tenure, if the Company has no profits or its profits are inadequate, the remuneration payable to Mr. Kiliyanat Puliasseri Padmakumar, Whole Time Director by way of salary, perquisites and allowances shall not exceed the maximum remuneration payable in accordance with Section II of Part II of Schedule V of the Companies Act, 2013 with liberty to the Board / Committee to decide the breakup of the remuneration from time to time in consultation with the Whole Time Director.

RESOLVED FURTHER THAT Mr. Alex Kalluvila Babu, Managing Director (DIN: 01254207) of the Company be and is hereby authorized to sign and file requisite e-Forms with the Registrar of Companies, Ministry of Corporate Affairs, and to do all other deeds, things and acts that are necessary to give effect to the matter including all necessary returns and declarations and to make necessary entries in the statutory records and registers of the Company in relation to the appointment of Mr. Kiliyanat Padmakumar Puliasseri (DIN: 00023176) as a Whole Time Director of the Company."

5. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution** for authorization to Board of Directors to borrow money:

"**RESOLVED THAT** pursuant to the provisions of Sections 42, 179, 180(1)(c) and any other applicable provisions of the Companies Act, 2013 and the Rules made there under (including any statutory modifications(s) or re-enactment thereof for the time being in force) and Memorandum and Articles of Association of the Company and subject to such approvals, consents, sanctions and permissions, as may be necessary, consent of the members of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as the "Board", which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise the powers conferred on the Board by this Resolution) to borrow such sums of money, from banks and financial institutions, both private and public, and including money raised by issue of any securities, debentures, through Private Placement or Public Issue, of Unsecured / Secured Redeemable Non-Convertible Debentures, whether listed or otherwise including through privately placed/ public issue, of listed Secured/ Unsecured Redeemable Non-Convertible Debentures, on such terms and conditions and at such times at par or at such premium, as may be decided by the Board subject to the provisions of the applicable sections, to eligible investors (whether residents, institutions, statutory corporations, commercial banks, insurance companies, incorporated bodies, mutual funds, venture capital funds, financial institutions, individuals, trustees, stabilizing agents or otherwise and whether or not such investors are members of the Company), in one or more tranches during the period of existence of this resolution till the next Annual General Meeting,

from the date of passing of Special Resolution by the shareholders or till the said limit of borrowing is reached, on such terms and conditions as the Board may from time to time determine proper and beneficial, as deemed necessary, for retiring existing debt, for the general business/corporate purposes of the Company, from time to time with or without security and upon such terms and conditions as they may think fit, from time to time, provided that the total borrowing apart from the temporary loans taken from the Company's bankers or any other banks, financial institutions or any lending institutions or from shareholders or any other person, company, firm or body corporate, shall not exceed a sum of Rs. 300,00,00,000/- (Rupees Three Hundred Crore only) outstanding at any one-time excluding interest thereon, and this resolution to be in force till the next Annual General Meeting of the shareholders of the Company, or till such time that the powers of the Board are further enhanced by the shareholders in its meeting, whichever is earlier.

"RESOLVED FURTHER THAT for the purpose of giving effect to any offer, invitation, issue or allotment through private placement of NCD or other securities, or for listed issue of NCDs, the Board or any Committee of Board duly constituted by the Board, be and is hereby authorized on behalf of the Company to do all such acts, deeds, matters and things as it may, in absolute discretion, deem necessary or desirable for such purpose, including without limitation, the determination of the terms thereof, finalizing the form / placement documents / offer letter, timing of the issue(s), including the class of investors to whom the NCDs/ securities are to be allotted, number of NCDs/securities are to be allotted in each tranche, issue price, redemption, rate of interest, redemption period, allotment of NCDs/securities, appointment of debenture trustees and other agencies, entering into arrangements for managing the issue, issue placement documents and to sign all deeds, documents and writings and to pay any fees, remuneration, expenses relating thereto and for other related matters and with power on behalf of the Company to settle all questions, difficulties or doubts that may arise in regard to such offer(s) or issue(s) or allotment(s) as it may, in its absolute discretion, deem fit."

"RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby severally authorized to finalize, settle and execute such documents/ deeds/ writings/ papers/ agreements and to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable in this regard, for the purpose of giving effect to this resolution."

6. To consider and, if thought fit, to pass with or without modification/s, the following Resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 5, 14 and other applicable provisions, if any, of Companies Act, 2013, ("the Act") read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), Article 40 A, as noted below be incorporated in the Articles of Association of the Company, and the same be and are hereby approved and adopted as an additional clause in the existing Articles of Association of the Company as Article 40 A.

"Article 40 A to be inserted as a new Article in the Articles of Association of the Company:

The Board of Directors of Company be authorized to appoint a person nominated by the Debenture Trustee(s) appointed for Listed Non-Convertible Debentures issued by the Company from time to time, in terms of clause (e) of sub regulation (1) of regulation 15 of the Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993 as a Director on its Board of Directors.

RESOLVED FURTHER THAT any of the Directors of the Company and the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this

Resolution and for matters connected therewith or incidental thereto and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

Place: Kochi
Date: **30 August 2023**

By Order of the Board of Directors

ALEX
KALLUVI
LA BABU

Digitally signed by
ALEX KALLUVILA
BABU
Date: 2023.09.05
15:43:25 +05'30'

For Hedge Finance Limited

s/d

Alex Kalluvila Babu
Managing Director
(DIN: 01254207)

Notes

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular nos. 14/2020 and 17/2020 dated April 8, 2020 and April 13, 2020 respectively, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made there, read with Circular nos. 20/2020 dated May 5, 2020, 02/2021 dated 13th January 2021, 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021, 02/ 2022 dated May 05, 2022 and General Circular No.10/2022 dated 28.12.2022 in relation to "Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)" (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members. In compliance with the provisions of the Companies Act, 2013 ("Act") and MCA Circulars, the AGM of the company is also being held along with the facility through VC / OAVM. The link for joining through video conferencing (VC) or other audio-visual means (OAVM) is being separately.

2. A member of the company who is entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the company. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the company. Further since the facility to attend the AGM through VC/OAVM is provided, physical attendance of such members who are attending through VC/OAVM is dispensed with. Accordingly, the facility for appointment of proxies by such members who are attending through VC/OAVM will not be available.

3. Instrument of proxies, in order to be effective, must be received at the registered office of the company, duly completed and signed, not later than 48 hours before the time fixed for commencement of the meeting.

4. The facility for members to join the AGM through VC/OAVM shall be kept open at least 15 minutes before the time scheduled to start the meeting and shall not be closed till the expiry of 15 minutes after such scheduled time by following the procedure mentioned in the Notice.

5. In terms of Sections 101 and 136 of the Act, read together with the Rules made thereunder, companies may send the notice of Annual General Meeting and the annual report, including Financial Statements, Board Report etc. by electronic mode. In compliance with the provisions of the Act and aforesaid MCA Circulars, Notice of the 12th AGM along with the Annual Report for FY 2022-2023 is being sent only through electronic mode to those members whose email addresses are registered with the Company.

6. Members who have not yet registered their email addresses are requested to register the same with the Company email id at girish.kg@hedgegroup.in, at least ten days before the date of the AGM.

7. Relevant documents referred to in the Act, and statutory registers will be available for inspection at the registered office of the company at any day during business hours except on holidays up to and including the date of Annual General Meeting. Members can inspect the same in electronic means by sending an email to Company at girish.kg@hedgegroup.in

In accordance with the MCA circulars, the said registers shall be made accessible for inspection through electronic mode, which shall remain open and be accessible to any member during the continuance of the meeting.

8. Instructions for Members attending the AGM through VC/OAVM are as under: a. During the meeting held through VC or OAVM facility, where a poll on any item is required, the members shall cast their vote on the resolutions only by sending e-mails through their e-mail addresses which are registered with the company. The said e-mails shall only be sent to the designated e-mail of the company ie.girish.kg@hedgegroup.in. b. AGM through VC or OAVM facility will be conducted through Google Meet and the link to participate in the same will be provided at least seven days before the date of meeting. c. Members shall click on URL received in their registered mail ID and shall key in the unique username and Password disclosed in the mail d. The attendance of the Members attending the AGM through VC/ OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act. e. Members are encouraged to join the Meeting through Laptops / IPads for better experience. f. Further members will be required to allow camera and use internet with a good speed to avoid any disturbance during the meeting. g. Please note that participants connecting from mobile devices or tablets or through laptop connecting via mobile hotspot may experience audio/ video loss due to fluctuation in their respective network. It is therefore recommended to use stable wi-fi or LAN connection to mitigate any kind of aforesaid glitches.

9. The Statutory Registers will be available for inspection by the Members at the venue of the Annual General Meeting or at the registered office of the Company during business hours, except on holidays up to and including the date of the Annual General Meeting of the Company.

10. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of the item nos. 4, and 5 and 6 is annexed and forms a part of this Notice

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013. in respect of items 4, 5 and 6 in this notice.

Item No.:4: Mr. Kiliyanat Puliasseri Padmakumar (DIN : 00023176) was appointed as Whole-Time Director of the company for a period of one year effective from the date of 11th Annual General Meeting held by the company on 21 September 2022. Since the aforesaid period of appointment is expiring with the conclusion of the ensuing Annual General Meeting, it is proposed to appoint him as Whole-Time Director of the company for a period of one year from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting of the Company.

Mr. Kiliyanat Puliasseri Padmakumar has attained the age of 78 years, and as per the proviso to Section 196 3(a), the Company has to obtain consent of the members by way of special resolution for appointing a person aged above 70 years to the office of Whole-Time Director of the Company. The Company would benefit from his expertise in the field of its operations, keeping in view that he has more than three decades of rich and varied experience in Banking and Non-Banking financial sectors, and the proposal for his appointment seems completely justified by the Board of Directors.

The terms and conditions of his re-appointment are as under:-

1. The remuneration payable to Mr. Kiliyanat Puliasseri Padmakumar as described in the resolution as decided and approved by the Nomination & Remuneration Committee of the Company is inclusive and no further monetary benefits will be advanced.
2. The term of appointment shall be for a period of one year commencing from the date of this Annual General meeting and ending by the date of Annual General Meeting to be held for the Financial Year 23-24.
3. Mr. Kiliyanat Puliasseri Padmakumar shall not be entitled to any sitting fees for attending meetings of the Board or Committees thereof.

Mr. Kiliyanat Puliasseri Padmakumar being an appointee is interested in the resolution. Save as aforesaid, none of the Company's Directors, Key Managerial Personnel or their relatives has any concern or interest, financial or otherwise, in this resolution. The Board accordingly recommends the special resolution as set out in Item No. 3 of the notice for approval of the members.

The brief profile of the director and the additional information as required under schedule SS2 is mentioned below:

Name of the Director	Mr. Kiliyanat Puliasseri Padmakumar
Age	78 years
DIN	00023176
Category	Whole Time Director
Date of first appointment on the Board as Director	1st July 2019
Qualification(s)	BSC Agriculture CAIIB
Expertise in Specific Functional Area	Financial expertise

Terms & conditions of re-appointment	As per resolution mentioned in Item No. 4 of the Notice
Details of remuneration sought to be paid and remuneration last drawn	For remuneration sought to be paid, and last drawn, please refer resolution mentioned in item No. 4
Relationship with other Directors, Manager, and other Key Managerial Personnel of the company	NIL
Number of Board Meetings attended during the year 22-23	55
Directorships held in other public Companies, including listed Companies [excluding foreign private Companies and deemed public Company] as on 31st March, 2022	NIL
Memberships / Chairmanships of Audit and Stakeholders' Relationship Committees of other Public Companies as on 31st March, 2022	NIL
Number of shares held in the Company as on 31st March, 2022	NIL

THE STATEMENT CONTAINING ADDITIONAL INFORMATION AS REQUIRED IN SCHEDULE V OF THE COMPANIES ACT, 2013

I General Information

4. Nature of Industry :NBFC

5. Date of commencement of commercial production:18th June 2012

6. Financial performance based on given indicators:

Rs in lakhs

Particulars	*Year ended. 31 st March, 2023	*Year ended. 31 st March, 2022
Revenue from operations	3955	3437
Profit/(Loss) before tax	327	3,69
Profit / Loss after tax	238	2,87

II Information about Mr. Kiliyanat Puliasseri Padmakumar:

Particulars	
Background details	Mr. Kiliyanat Puliasseri Padmakumar is a Banker with nearly 52 years of experience in India and abroad in commercial banking, treasury management, capital markets, mutual funds and NBFCs.
Past remuneration	Rs. 1,30,000/- per Month

Recognition or awards	Management leadership award instituted by Kerala Management Association Lifetime Achievement Award by Kerala Darsana Vedi and State of Forum of Bankers Club
Job profile and his suitability	Mr. Kiliyanat Puliasseri Padmakumar (Former Chairman Federal Bank), with his wide knowledge and experience in the banking community has held various positions like member of IBA Managing Committee, President of IBA Kerala Chapter, Member in the Managing Committee of Cochin Chamber of Commerce, and Industry
Remuneration proposed	As stated in Item No.4 of this Notice
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	The proposed remuneration of Mr. Kiliyanat Puliasseri Padmakumar is in line with the nature of Industry, size of Company, responsibilities entrusted and peer remuneration. The Nomination Committee after considering all aforesaid factors has recommended the remuneration specified in Item No. 4 of the notice
Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any	Other than remuneration proposed for shareholders approval as per the resolution No.4 of this Notice, there are no pecuniary relationships with the Company and the managerial personnel.

III General Information :

- (1) Reasons of loss or inadequate profits NA
(2) Steps taken or proposed to be taken for improvement NA
(3) Expected increase in productivity and profits in measurable terms. NA

Item No.5: As the business requirements of the Company is growing and to enable to access funds at most competitive rates, the Company may consider undertaking different forms of borrowings including but not limited to term loan(s), working capital facilities, securities, non-convertible, or convertible debt instruments and/ or other fund-based facilities whether secured or unsecured as may be allowable to be mobilized by the Company. In this regard, it is, therefore, proposed to increase the present borrowing limits of the Company by authorizing the Board of Directors of your Company or any Committee of the Board to borrow from time to time any amount, secured or unsecured, as it may deem requisite for the purpose of the business of the Company which shall not exceed the sum of Rs 300,00, 00,000. /- (Rupees Three Hundred Crore only).

Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 prescribed under Section 42 and other applicable provisions, if any, of the Companies Act, 2013 of the Act deals with private placement of securities by a company. Sub-rule (2) of the said Rule 14 states that in case of an offer or invitation to subscribe for securities on private placement, the company shall obtain previous approval of its members by means of a special resolution. Rule 18 of the Companies (Share Capital and Debentures) Rules, 2014 deals with issue of secured debentures.

As per Sections 42, 179, 180(1)(c) of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 the company can borrow money by way of non-convertible debentures (NCDs) by means of a special resolution. In order to augment long term resources for financing, inter alia, for the strategic business expansion in future and for general corporate purposes, the Board, which term shall include any Committee constituted by the Board, shall have the power to include raising of funds at an appropriate time by offer or invite subscription for unsecured/ secured, redeemable nonconvertible debentures in one or more series / tranches on private placement or as listed instruments, at a face value of Rs. 1000/- or Rs.1,00,00/- (or such face value as may be there from time to time) per NCD, privately placed

or Public Issue, or by way of any other securities. Accordingly, consent of the members is sought for passing the Special Resolution as set out at Item No. 4 of the Notice. This resolution is an enabling resolution and authorizes the Board of Directors of the Company to offer or invite subscription for non-convertible debentures or by way of any other securities as may be required by the Company, from time to time for a year from the date of passing this resolution.

Pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013, approval of the Members at a General Meeting is required if the monies to be borrowed, together with the monies already borrowed by a Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business), exceed the aggregate of the paid-up share capital of the Company and its free reserves. Your directors recommend the Special resolution set out in item No.4 of the Notice for the approval of the members.

None of the Directors, Key Managerial Personnel and Relatives of the Directors / Key Managerial Personnel of the Company are in any way concerned or interested, financially or otherwise, in the resolution set out at Item No. 5. The Board recommends the Special Resolution as set out at item no.4 for approval by the Members.

Item No.6 THE Company has been raising funds by issuing Listed Secured Rated Privately Placed Non-Convertible Debentures (NCD) for its business operations. In this regard Securities And Exchange Board OF India (Issue and Listing of Non-Convertible Securities) (Amendment) Regulations, 2023, as per Regulations No. 15, 23 of the said regulations have directed that Companies are required to amend their Articles of Association to require its Board of Directors to appoint the person nominated by the debenture trustee(s) in terms of clause (e) of sub regulation 15 of the Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993 as a director on its Board of Directors, and also that the issuer, which is in default of payment of interest or repayment of principal amount in respect of listed debt securities, shall appoint the person nominated by the debenture trustee(s) as a director on its Board of Directors, within one month from date of receipt of nomination from the debenture trustee, or the date of publication of the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) (Amendment) Regulations, 2023 in the official gazette, whichever is later.

Accordingly, the Board of Directors are recommending the Special Resolution to be passed, for adding Clause 40 A as part of the Articles of Association of the Company.

None of the Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise in the said resolution.

Place: Kochi
Date: 30/ 08 /2023

By Order of the Board of Directors
s/d

ALEX
KALLUVI
LA BABU
Digitally signed
by ALEX
KALLUVILA BABU
Date: 2023.09.05
15:44:05 +05'30'

For Hedge Finance Limited
Alex Kalluvila Babu
Managing Director
(DIN: 01254207)

ATENDANCE SLIP FOR THE 12TH ANNUAL GENERAL MEETING OF THE COMPANY

Hedge Finance Limited

CIN:U65923KL2011PLC027672

Registered Office: **HEDGE HOUSE, MAMANGALAM, PALARIVATTOM P.O KOCHI ERNAKULAM, KERALA 682025**

Members or their proxies are requested to present this form for admission, duly signed in accordance with their specimen signatures registered with the Company.

Folio No.:

No. of shares :

Name(s) in Full	Father's/Husband's Name	Address as Regd. with the Company
1.-----	-----	-----
2.-----	-----	-----
3.-----	-----	-----

I/We hereby record our presence at the Annual General Meeting of the Company being held on the 27th September 2023 at 11:00 A.M. at the Registered office of the company.

Please in the box

Member Proxy _____

Member's/Proxy's Signature

Hedge Finance Limited
CIN:U65923KL2011PLC027672

Registered Office: HEDGE HOUSE, MAMANGALAM, PALARIVATTOM P.O KOCHI ERNAKULAM, KERALA 682025

(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/Client ID:	

I/We are -----being a Member/Members of Hedge Finance Limited, hereby appoint:

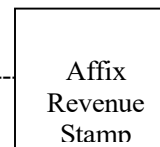
1.-----residing at----- having e-mail id or failing him; and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on 27th September 2023 at 11:00 A.M at Registered office of the Company situated at Hedge House, Mamangalam, Palarivattom P.O Kochi, Ernakulam, Kerala 682025.

RESOLUTIONS

To adopt financial statements of the Company for the year ended 31.03.2023
To declare Dividend
To appoint a Director in place Mr. Raphael Thomas, (DIN: 06379667), who retires by rotation and being eligible for reappointment offers himself for appointment
To appoint Mr. Kiliyanat Puliasseri Padmakumar (DIN:00023176) as Whole Time Director
To accord approval for enhancing Borrowing Limit
To accord amendment to the Articles of Association of the Company

As witness my/our hand(s), this 27th day of September 2023

 Signature of the Shareholder



Signature of first proxy holder Signature of second proxy holder Signature of third proxy holder

Notes: 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.

12TH ANNUAL REPORT



2022-23

Hedge Finance Limited
ഹെഡ്ജ് ഫിനാൻസ് ലിമിറ്റഡ്

ANNUAL REPORT 2022-23

BOARD OF DIRECTORS

Alex Kalluvila Babu
Managing Director

**Kiliyanat Puliasseri
Padmakumar**
Whole Time Director

Rapheal Thomas
Director

Palathunkal Chacko John
Independent Director

Kuruppath Ajitkumar
Independent Director

Registered Office
Hedge Finance Ltd, Hedge House,
Mamangalam, Palarivattom P.O,
Kochi Ernakulam KL-682 025

www.hedgefinance.com

Statutory Auditor

Mohandas & Associates
Chartered Accountants,
III Floor, Sreee Residency,
Press Club Road,
Thrissur-1

Debenture Trustee

Mitcon Credentia Trusteeship Services Limited,
1 Floor Kubera Chamhers, Shivajinagar,
Pune 411005, Maharashtra, India

VISTRA ITCL (INDIA) LIMITED
IL&FS Financial Centre, Plot No. 22,
G Block, Bandra Kurla Complex,
Bandra (East), Mumbai, 400 051, India

Bankers

HDFC Bank Ltd
The Federal Bank Ltd
State Bank of India
IDFC First Bank
Axis Bank Ltd
Yes Bank Ltd
Indusind Bank Ltd
Fincare Small Finance Bank Ltd

BOARD'S REPORT

To
The Members,

Your Directors have pleasure in presenting the 12th Annual Report on the business and operations of the company together with the Audited Statement of Accounts for the Financial Year ended 31st March 2023.

Financial Performance:

During the year under review, performance of your Company was as under:

Amount (₹ in Lakhs)

Particulars	Year ended 31st March, 2023*	Year ended 31st March, 2022*
Total revenue	3955.38	3436.85
Total Expenses	3628.05	3066.98
Profit/(Loss) before taxation	327.33	369.87
Less/Add:		
Current Tax	119.9	113.23
Deferred Tax	-31.44	-30.8
Total Tax Expenses	88.46	82.43
Profit / Loss after tax	238.87	287.44
Other Comprehensive Income	4.97	0.11
Total Comprehensive Income for the year	233.89	287.33
Add: Balance B/F from the previous year	270.86	40.99
Less: Dividend paid	0	0
Less: Transfer to reserve	46.78	57.47
Balance Profit /(Loss) C/F to the next year after setting off accumulated loss	457.97	270.86

* Prepared in accordance with IndAS as per regulatory requirements

Dividend:

During the Financial Year 2022-23, the Board has recommended 3 % dividend, on the paid-up capital of the Company, to be paid to eligible shareholders of the Company.

The Year That Went BY

Financial Year 2022-23 saw the somewhat slow uncertain recovery of the financial sector from the previous two years of deleterious impact of Covid-19. In the MSME segment in which Hedge Finance Ltd (HFL) is focused, the recovery was erratic with certain segments still beset with decreasing demand. Our lending activity was in consequence very nonaggressive and total focus was on cash flows of the enterprise.

The Company's loan portfolio registered an YOY growth of 21 % with retail loans growing 39.7% and corporate loans registering a de-growth of 11.9%. As a conscious policy the Company is gradually reducing the exposure in non-retail segment and the de-growth above is reflective of that. Going forward our strategy would be to deepen our retail play by entering new segments of economic activity in the retail loan space. During the year under review, we focused on increasing the clientele in pre-owned vehicles finance and business loans through innovative products responding to market demand.

The Company continued to raise resources through privately placed Debentures, privately placed listed Debentures, unsecured Debentures and Sub-Debts. In all we mobilized ₹ 102.80 Crore under these categories during the year under review. The total outstanding of liabilities as at 31.03.2023 excluding capital and resource was ₹ 182.80 Crore.

During the year under review the total income registered a growth of 15.1% over the previous year and reached ₹ 3955 Lakh. The Company strengthened its collection and recovery machinery in the context of the ravages caused to the financial sector due to Covid-19. The field set up was deepened and legal steps required to be taken were promptly organized. In deserving cases we offered One Time Settlements (OTS) and organized government initiated Adalats in a few centres. Repossession of vehicles and stock and their prompt disposal ensured that collection and recovery were at required efficiency levels ensuring close to 95% recovery of the overdue demand. These steps helped us to reduce the net NPA level of the portfolio from 4.26% to 3.76% as at 31.03.2023.

The steps taken to reduce the liability cost by re-pricing the interest rate offered on various debt instruments enabled us to bring down the average cost of liabilities to 10.75% as at 31.03.2023 from 11.03% as at 31.03.2022.

The above factors together with the scientific prudent pricing of loans which enabled the yield on advances to go up to 21.11% from 19.59% as at 31.03.2022 and enabled the Company to take the Profit Before Tax to ₹ 3.27 Crore as at 31.03.2023 from ₹ 3.69 Crore as at 31.03.2022.

Future Outlook

The Company propose to deepen its forays in retail lending by entering in to new areas in MSME space and steadily reduce the non MSME loans, drive profitability by further strengthening the collection and recovery and bring the net NPA level below 3%, increase the gold loan exposure at selected Branches, improve further the financial metrics and secure for its debt instruments investment grade rating in fiscal 2024.

Material changes and commitments, if any, affecting the financial position of the company which has occurred between the end of the Financial Year of the company to which the Financial Statements relate and the date of the report:

There were no material changes and commitments which affected the financial position of the Company, and which had an impact on the functioning and working of the Company. Despite the adverse economic situation during the last quarter of the FY, the Company could effectively manage its operations, and going forward the Management will constantly scan the business environment and adopt strategies suited for the emerging changes.

Change in nature of business, if any, during FY 2022-23:

Your Company has not deviated from its line of business activity nor has expanded the area of activities.

Reserves:

During the Financial Year 2022-23, your company has registered a Profit Before Tax of ₹ 3,27,33,000/- and an amount of ₹ 46,78,000/- is transferred to reserves.

Share Capital:

The Capital structure of the Company is as follows:

Share Capital		31.03.2023	31.03.2022
A	Authorised Share Capital		
	Authorized Share Capital		
	55,000,000 Equity Shares of ₹10/- each (25,000,000 Equity shares of ₹ 10/- each)	55,00,00,000	55,00,00,000
	20,000,000 Preference Shares of ₹ 10/- each (20,000,000 Preference Shares of ₹10/-each)	20,00,00,000	20,00,00,000

B	Issued Share Capital		
	34,016,482 Equity Shares of ₹ 10/- each (31.03.2023)	34,01,64,820	-
	23,716,544 Equity Shares of ₹ 10/- each (31.03.2023)	-	23,71,65,440
C	Subscribed and fully paid-up Share Capital		
	23,716,544 Equity Shares of ₹ 10/- each fully paid up (31.03.2022)	-	23,71,65,440
	340,164,82 Equity Shares of ₹ 10 each fully paid up (31.03.2023)	34,01,64,820	-
D	Subscribed but not fully Paid-up Share Capital		
	1,02,99,938 Equity Shares of ₹ 10/- each in which ₹ 5/- each paid -up (being Rights Shares issued in January 2022)	-	5,14,99,690
	340,164,82 Equity Shares of ₹ 10/- each in which ₹ 5/- each paid -up (being Rights Shares issued in January 2022)	34,01,64,820	-
TOTAL (C + D)		34,01,64,820	28,86,65,130

Changes in Share Capital:

Rights Issue of the Equity Shares of the Company was made by the Board of Directors, in order to augment the capital of the Company, and to get a better leverage, for raising funds for its business. The Rights Issue was made in the ratio of 1 Rights Share for every two Equity shares held by the shareholder of the Company, (held as on the Record date fixed by the Board), at a face value of ₹ 10 each, and the first call as well as final call of ₹ 5 each, was made by the Board, which was collected by March 2023, and this augmented the paid-up capital of the Company.

Revision of Financial Statement:

There was no revision of the Financial Statements of any earlier years during the year under review.

Extract of Annual Return:

As provided under Section 92(3) of the Act, extract of Annual Return for the Financial Year 2022-23, in Form MGT-9, is required to be enclosed is attached to the report as **Annexure I**.

Subsidiary/Associate Companies/Joint Ventures:

For the Financial Year ended on 31st March 2023, the Company has had no holding company, subsidiaries or associate companies and joint ventures.

Composition of Board:

During the Financial Year under review, the Board comprised of the following members:

DIN	Name of the Director	Designation	Date of first Appointment	Date of Cessation
01254207	Alex K Babu	Managing Director	15-02-2011	NA
00023176	Kiliyanat Puliasseri Padmakumar	Whole Time Director	01-07-2019	NA
00042147	Palathunkal Chacko John	Director	04-09-2019	NA
03588605	Kuruppath Ajitkumar	Director	04-09-2019	NA
06379667	Raphael Thomas	Director	19-04-2018	NA

On the recommendation of Nomination and Remuneration Committee, Mr. Kiliyanat Puliasseri, Padmakumar was reappointed as Whole Time Director and Mr. Alex K Babu (DIN: 01254207), who is a Director who retires by rotation, was re-appointed, as Director of the Company, liable to retire by rotation”. at the Annual General Meeting held on 21/09/2022 . There has not been any change in the constitution of Board of Directors of the Company, during last Financial Year also.

All Independent Directors have given their declarations that they meet the criteria of Independence as provided in Section 149(6) of the Companies Act, 2013.

Key Managerial Personnel:

The Key Managerial Personnel comprised of the following members: -

DIN/PAN	Name	Designation
01254207	Alex K Babu	Managing Director
CIJPS6370Q	Suraj Ramachandran	Chief Financial Officer
ACXPG2744C	Girish Kumar G	Company Secretary
AWVPS6152Q	Vinay Sasidharan	Chief Executive Officer

Meetings of the Board of Directors:

During the Financial Year 2022-23, 55 meetings of Board of Directors of the company were held as detailed below;

SL.NO.	Date of the meeting	K P Padmakumar	Alex Kalluvila Babu	Palathunkal Chacko John	Kuruppath Ajitkumar	Rapheal Thomas
1	19-04-2022	Present	Present	Present	Present	Absent
2	20-04-2022	Present	Present	Present	Absent	Absent

3	25-04-2022	Present	Present	Present	Absent	Absent
4	29-04-2022	Present	Present	Present	Absent	Absent
5	09-05-2022	Present	Present	Present	Present	Absent
6	23-05-2022	Present	Present	Present	Absent	Absent
7	26-05-2022	Present	Present	Present	Absent	Absent
8	30-05-2022	Present	Present	Present	Present	Absent
9	22-06-2022	Present	Present	Present	Absent	Absent
10	25-06-2022	Present	Present	Present	Absent	Absent
11	25-07-2022	Present	Present	Present	Absent	Present
12	26-07-2022	Present	Present	Present	Absent	Absent
13	27-07-2022	Present	Present	Present	Absent	Absent
14	02-08-2022	Present	Present	Present	Present	Absent
15	12-08-2022	Present	Present	Present	Present	Absent
16	23-08-2022	Present	Present	Present	Absent	Absent
17	25-08-2022	Present	Present	Present	Absent	Absent
18	07-09-2022	Present	Present	Present	Absent	Absent
19	21-09-2022	Present	Present	Present	Present	Absent
20	23-09-2022	Present	Present	Present	Absent	Absent
21	26-09-2022	Present	Present	Present	Absent	Absent
22	28-09-2022	Present	Present	Present	Absent	Absent
23	25-10-2022	Present	Present	Present	Present	Absent
24	28-10-2022	Present	Present	Present	Absent	Absent
25	29-10-2022	Present	Present	Present	Absent	Absent
26	11-11-2022	Present	Present	Present	Present	Absent
27	21-11-2022	Present	Present	Present	Absent	Absent
28	22-11-2022	Present	Present	Present	Absent	Absent
29	25-11-2022	Present	Present	Present	Absent	Absent
30	26-11-2022	Present	Present	Present	Absent	Absent
31	07-12-2022	Present	Present	Present	Present	Absent
32	09-12-2022	Present	Present	Present	Absent	Absent
33	13-12-2022	Present	Present	Present	Absent	Absent
34	23-12-2022	Present	Present	Present	Absent	Absent
35	26-12-2022	Present	Present	Present	Absent	Absent
36	28-12-2022	Present	Present	Present	Present	Absent
37	04-01-2023	Present	Present	Present	Present	Absent

38	12-01-2023	Present	Present	Present	Absent	Absent
39	13-01-2023	Present	Present	Present	Absent	Present
40	17-01-2023	Present	Present	Present	Absent	Absent
41	19-01-2023	Present	Present	Present	Absent	Absent
42	20-01-2023	Present	Present	Present	Absent	Present
43	23-01-2023	Present	Present	Present	Absent	Absent
44	25-01-2023	Present	Present	Present	Present	Absent
45	27-01-2023	Present	Present	Present	Absent	Absent
46	13-02-2023	Present	Present	Present	Present	Absent
47	21-02-2023	Present	Present	Present	Absent	Absent
48	22-02-2023	Present	Present	Present	Absent	Absent
49	01-03-2023	Present	Present	Present	Present	Absent
50	14-03-2023	Present	Present	Present	Absent	Absent
51	15-03-2023	Present	Present	Present	Absent	Absent
52	21-03-2023	Present	Present	Present	Present	Absent
53	27-03-2023	Present	Present	Present	Absent	Absent
54	28-03-2023	Present	Present	Present	Absent	Absent
55	31-03-2023	Present	Present	Absent	Present	Absent

General Meeting:

Date of Meeting	Nature of Meeting	No. of Directors attended the meeting	No. of members attended the meeting including Directors
21.09.2022	Annual General Meeting	3	10

Independent Directors Meeting:

Date of Meeting	P C John	Kuruppath Ajitkumar
Category	Independent Director	Independent Director
09.05.2022	Present	Present

Audit Committee:

The Company has constituted an Audit Committee as required under Section 177 of the Companies Act, 2013. The Board has accepted all the recommendations of the Audit Committee during the year 2020-23 and Mr. Palathunkal Chacko John was the Chairman of such Committee meeting.

The Composition and details of meeting of Audit Committee is as follows:

Date of Meeting	Alex K Babu	Palathunkal Chacko John	Kuruppath Ajitkumar
Category	Executive and Non-independent Director	Non-Executive and Independent Director	Non-Executive and Independent Director
11-11-2022	Present	Present	Present
22-11-2022	Present	Present	Present
13-02-2023	Present	Present	Present

Nomination and Remuneration Committee:

The Nomination and Remuneration Committee of Directors decides on the policies and details of remuneration payable to the Directors. The Committee had met one time during the Financial Year under review i.e on 2.08.2022 and all its members were present except Mr. Raphel Thomas. Mr. P C John was the Chairman of the Committee Meeting. The composition of the Nomination and Remuneration Committee is as follows: -

Date of the meeting	Raphel Thomas	Palathunkal Chacko John	Kuruppath Ajitkumar
Category	Non-Executive and Non-independent Director	Non-Executive and Independent Director	Non-Executive and Independent Director
2.08.2022	Absent	Present	Present

Remuneration Policy:

The Company has laid down remuneration criteria for directors, key managerial personnel, independent Directors, other employees in the Remuneration Policy. **The main contents of this policy are as follows:**

- 1.The remuneration structure is based on the qualification and skill levels at the time of joining the organisation and reviewed on a yearly basis by way of an assessment of their actual performance, through a robust “Performance Management System”.
2. 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 and is comparable to the compensation structure obtaining in other NBFCs and the broader financial sector.
3. Relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and

4. Remuneration to executive directors, key managerial personnel involve a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

5. Non-Executive Independent Directors of the Company are paid sitting fee for attending Board/Committees meetings and reimbursement of expenses for participation in Board/Committee meetings.

Particulars of Loan, Guarantees and investments under Section 186:

The Company, being a Non-Banking Financial Company registered under Chapter IIIB of the Reserve Bank of India Act, 1934, is exempted from the provisions of Loans made by Company under Section 186 of Companies Act, 2013. An investment amounting to ₹1,21,95,000/- in one of the group company Hedge Equities Ltd existed at the beginning of the financial year and is continuing at the end of the financial year for the same amount as the company has not made any further investment or sale during the period.

Particulars of Contracts or Arrangements with Related Parties:

The particulars of every contract or arrangements entered into by the Company with related parties referred to in subsection (1) of Section 188 of the Companies Act, 2013 read along with rule 8 of the Companies (Accounts) Rules, 2014 and Part A of Schedule V of SEBI LODR Regulations has been enclosed in Form AOC-2 attached as Annexure II.

Auditors:

M/s. Mohandas & Associates, Chartered Accounts, Thrissur, was appointed by the shareholders of the Company, as Statutory Auditors of the Company, from the conclusion of 10th Annual General Meeting till the conclusion of the 15th Annual General Meeting., based on the recommendation of the Board of Directors, for appointment, consequent to the existing Auditors of the Company, C A Manikandan & Associates, on completion of ten years as Statutory auditors of the Company, as per the Companies Act, 2013.

There is no qualification or adverse remark in Auditors' Report. There is no incident of fraud requiring reporting by the Auditors under Section 143(12) of the Act.

Cost Auditors

The provisions of Companies (Cost Records & Audit) Amendment Rules 2014 are not applicable to your Company. The Central government has not specified maintenance of cost records for the Company under sub – section (1) of section 148 of the Companies Act 2013. Therefore, there is no requirement for appointment of Cost Auditors.

Secretarial Audit:

Your Company is exempted from the definition of Listed Company pursuant to the recent amendment of insertion of Rule 2A in Companies (Specification of definitions details) Rules, 2014, as amended from time to time. Therefore, your Company is not required to have Secretarial Audit and hence no Secretarial Audit was conducted for the Financial Year ended 31st March 2023.

Compliance with Secretarial Standards on Board and General Meetings:

The Company has complied with Secretarial standards issued by the Institute of Company Secretaries of India on Board Meetings and General Meetings.

Conservation of Energy, Technology, Absorption and Foreign Exchange

The particulars as prescribed under sub-section (3) (m) Section 134 of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014 as amended up to date, are set out hereunder:

A. Conservation of energy:

Though your Company does not have energy intensive operations, it continues to adopt energy conservation measures in its administrative and other operations to the extent possible in spirit of contributing towards green ecology initiative which is globally gaining popularity and adoptability. Adequate measures have been taken to conserve energy by using energy-efficient computers and equipment, which would help in conservation of energy.

B. Technology Absorption, Adaptation and Innovation, Research and Development:

Your Company has neither carried out any research and development activities during the year under review nor incurred any expenditure thereupon. However, your Company is always finding out newer ways of attracting customers and launching new initiatives to capture market dominance.

C. Foreign Exchange Earnings and Outgo:

During the period under report, your Company had not earned any amount of foreign exchange nor had incurred expenditure in foreign exchange.

D. Other Disclosures required to be made as per Companies Act

1. A dividend of 3% is recommended for FY 2022-23.
2. No application was made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year by the Company during the financial year.

3. There been no one time settlement effected by the Company with Banks or Financial Institutions.

Risk Management Policy:

As per the Risk Management Policy of the company all fixed assets and machineries are properly maintained, and this Policy has been reviewed by the Board on an annual basis.

The company has a proper Risk Management Policy towards operations and administrative affairs of the company. The Managing Director will review the policy at regular intervals and ensure proper implementation of the policy formulated.

Details of significant and material orders passed by the Regulators or Courts or Tribunal:

There were no significant material orders passed by any Regulators or Courts or Tribunal during the year under review which would have impact on the going concern status of the Company and its future operation.

Adequacy of internal financial controls with reference to the Financial Statements:

The Company has an adequate system of internal controls in place. These controls have been designed to provide a reasonable assurance with regard to maintenance of proper accounting controls for ensuring reliability of financial reporting, monitoring of operations, and protecting assets from unauthorized use or losses, compliances with regulations. The Company has continued its efforts to align all its processes and controls with global best practices.

Deposits:

The Company has not accepted any deposits during FY 2022-23. The directives issued by Reserve Bank of India and as per the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 are not applicable to the company.

Corporate Social Responsibility (CSR) Policy:

The provisions of Section 135(1) of the Companies Act 2013 read with Rule 9 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 relating to Corporate Social Responsibility is not applicable to your Company, and accordingly, the Company has not disclosed the particulars of the CSR policy, CSR Committee constitution and other matters under this head.

Statement Indicating the manner in which Formal Annual Evaluation has been made of the overall performance of the Board:

Since the Company has issued Secured Non-Convertible Redeemable Debentures, which are listed on Bombay Stock Exchange, as required by the regulations, a meeting of Directors was held, wherein the performance of Whole Time Directors and the overall flow of information, both from the quality of the content and time factor, between the Company Management and the Board and also the overall governance of the Company was discussed and found to be satisfactory. Moreover, it was noted that there were no whistle blower incidents, or any other incidents which impact the reputation of the Company.

Disclosure of Establishment of Vigil Mechanism:

The company being an entity which always promotes and follow ethical paths has established the necessary mechanism through Whistle Blower policy duly approved by the Board, for employees to report concerns about unethical behaviour. No person has denied access to the Audit Committee. The policy of the company ensures standards of professionalism, honesty, integrity, and ethical behaviour. Going forward the company will be reviewing this policy based on the regulatory requirements to keep in pace with requirements.

Disclosure under Sexual Harassment of Women at Workplace (prevention, prohibition & Redressal) Act, 2013:

The Company has zero tolerance for sexual harassment at work place and has adopted a sexual harassment policy in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and rules thereunder for prevention and redressal of complaints of sexual harassment at workplace. The Company has constituted necessary Committee as required under the above-mentioned Act.

There was no Sexual Harassment of Women reported during the year ended 31.03.2023. There are proper and adequate arrangements so as to avoid occurrence of sexual harassment.

Directors Responsibility Statement

In accordance with the provisions of the Section 134(5) of the Companies Act 2013, the Board of Directors to best of their knowledge and ability, confirm that:

a) in the preparation of annual accounts for the Financial Year ended 31stMarch 2023, the applicable accounting standards had been followed and there was no departure from the accounting standards followed.

- b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at 31stMarch 2023 and of the profit / (loss) 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 the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting frauds and other irregularities.
- d) the directors had prepared the annual accounts on a going concern basis.
- e) since the Company has not listed its shares on Stock Exchanges this clause regarding internal financial controls is not applicable to the Company.
- f) the directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Particulars of Employees:

The statement of particulars of employees as per Rule 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not applicable to your Company.

Acknowledgement:

Your Directors place on record their deep appreciation to employees at all levels for their hard work, dedication and commitment.

The Board places on record its appreciation for the support and co-operation your Company has been receiving from RBI, business partners, suppliers, redistribution stockists, retailers and others associates with the Company as its trading partners.

It will be the Company's endeavour to build and nurture strong links with the trade based on mutuality of benefits, respect for and cooperation with each other, consistent with consumer interests.

The Directors also take this opportunity to thank all Investors, Clients, Vendors, Banks, Government and Regulatory Authorities for their continued support.

For and on behalf of the Board

Place: Kochi
Date: 30/08/2023

sd/-
Alex Kalluvila Babu
(Managing Director)
DIN:01254207

sd/-
K P Padmakumar
(Director)
DIN:00023176

**Form No. MGT-9
EXTRACT OF ANNUAL RETURN**

As on the financial year ended on 31.03.2023[Pursuant to Section 92(3) of the Companies Act, 2013 and rules 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

- i) CIN : U65923KL2011PLC027672
- ii) Registration Date : 15/02/2011
- iii) Name of the company : HEDGE FINANCE LIMITED
- iv) Category/ Sub- Category of the Company : Company Limited by Shares/ Indian Nongovernment Company
- v) Address of the Registered Office and contact details : Hedge House, Palarivattom P.O, Mamangalam, Kochi, Ernakulam-682 025
- vi) E-mail : cfo@hedgefinance.com
- vii) Whether listed company : Has listed only the Company's NCDs
- viii) Name, Address and Contact details of Registrar and Transfer Agent, if any : CDSL Ventures Limited
Milind Saraf
Manager-RTA Operations
I-202 Deck Level, Tower No. 4, 2nd Floor, Above Belapur Railway Station, Belapur – Navi, Mumbai-400614
Maharashtra022-61216903
milinds@cdslindia.com

II. Principal Business Activities of the Company

All the business activities contributing 10% or more of the total turnover of the Company shall be stated: -

Sl. No.	Name and description of main products / services	NIC Code of the product/ Service	% to total turnover of the company
1.	To carry on business of lending money either through hire purchase, leasing, gold loan	64910	93.61

III. Particulars of Holding, Subsidiary and Associate Companies

Sl. No.	Name and Address of the Company	CIN/ GLN	Holding / Subsidiary / Associate	% of Shares held	Applicable Section
Nil					

IV. Share Holding Pattern (Equity Share Capital Breakup as percentage of Total Equity)

i) Category –wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	% Change during the Year
A. Promoters									
(1) Indian									
a) Individual/ HUF	9116998	Nil	9116998	26.8	8716998	Nil	8716998	25.63	(-1.17%)
b) Central Govt	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) State Govt (s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) Bodies Corp.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e) Banks / FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
f) Any Other	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-Total(A)(1):	9116998	Nil	9116998	26.8	8716998	Nil	8716998	25.63	(-1.17%)
(2) Foreign									
a) NRIs - Individuals	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Other – Individuals	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) Bodies Corp.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) Banks / FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e) Any Other....	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-Total(A)(2):	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total shareholding of Promoters (A)=(A)(1) +(A)(2)	9116998	Nil	9116998	26.8	8716998	Nil	8716998	25.63	(-1.17%)
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Banks / FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) Central Govt	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) State Govt(s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e) Venture Capital Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

f) Insurance Companies	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
g) FIs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
h) Foreign Venture Capital Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
i) Others (specify) –	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-total (B)(1): -	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
2. Non-Institutions									
a) Bodies Corporate									
Indian	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Overseas	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Individuals									
i. Individual shareholders holding nominal sh. Capital up to ₹1 lakh	1000	-	1000	-	1000	-	1000	-	Nil
ii. Individual shareholders holding nominal sh. Capital in excess of ₹1 lakh	21931818	2966666	24898484	73.2	24098484	1200000	25298484	74.37	1.17
c) Others (specify)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-total (B)(2): -	21932818	2966666	24899484	73.2	24099484	1200000	25299484	74.37	1.17
Total Public Shareholding (B)=(B)(1) + (B)(2)	21932818	2966666	24899484	73.2	24099484	1200000	25299484	74.37	1.17
C. Shares held by Custodian for GDRs & ADRs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Grand Total (A+B+C)	31049816	2966666	34016482	100	32816482	1200000	34016482	100	Nil

(ii) Shareholding of Promoters

SL No	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of shares	% of total shares of the company	% of shares pledged/encumbered to total shares	No. of shares	% of total shares of the company	% of shares pledged/encumbered to total shares	
1	Alex K Babu	6984680	20.53	Nil	6584680	19.35	Nil	(-1.17%)
2	Nithya Alex	2132318	6.27	Nil	2132318	6.27	Nil	-

(iii) Change in Promoter's Share Holding (Please specify, if there is no change)

There has been certain change in the shareholding of the promoters:

Sl. No	Particulars	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
			No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Alex K Babu					
	At the beginning of the year (01.04.2022)		6984680	20.53	6584680	19.36
		(-1.17%)				
	At the end of the year (31.03.2023)		6584680	19.36	6584680	19.36
2	Nithya Alex					
	At the beginning of the year (01.04.2022)		2132318	6.27	2132318	6.27
		No change				
	At the end of the year (31.03.2023)		2132318	6.27	2132318	6.27

(iv) Shareholding Pattern of Top Ten Shareholders (Other than Directors, Promoters, and Holders of GDRs & ADRs)

Sl. No.	Particulars	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
			No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Babu Chandy					
	At the beginning of the year (01.04.2022)		9593182	28.20%	9593182	28.20%
		No change				
	At the end of the year (31.03.2023)		9593182	28.20%	9593182	28.20%
2	Peediyekkal Samuel George					
	At the beginning of the year (01.04.2022)		1666666	4.90%	1666666	4.90%
		No change				
	At the end of the year (31.03.2023)		1666666	4.90%	1666666	4.90%

3	Kiran B					
	At the beginning of the year (01.04.2022)		1200000	3.52%	1200000	3.52%
		No change				
	At the end of the year (31.03.2023)		1200000	3.52%	1200000	3.52%
4	Celin Joseph					
	At the beginning of the year (01.04.2022)		1000000	2.94%	1000000	2.94%
		No change				
	At the end of the year (31.03.2023)		1000000	2.94%	1000000	2.94%
5	Cheriyath Varghese					
	At the beginning of the year (01.04.2022)		1000000	2.94%	1000000	2.94%
		No change				
	At the end of the year (31.03.2023)		1000000	2.94%	1000000	2.94%
6	C Pradeepkumar .					
	At the beginning of the year (01.04.2022)		963636	2.83%	963636	2.83%
		No change				
	At the end of the year (31.03.2023)		963636	2.83%	963636	2.83%
7	Jancy Mathew					
	At the beginning of the year (01.04.2022)		350000	1.02%	550000	1.61%
		0.59%				
	At the end of the year (31.03.2023)		550000	1.61%	550000	1.61%
8	K T Mathew					
	At the beginning of the year (01.04.2022)		350000	1.02%	550000	1.61%
		0.59%				
	At the end of the year (31.03.2023)		550000	1.61%	550000	1.61%
9	Hedge Equities Limited					
	At the beginning of the year (01.04.2022)		Nil	Nil	Nil	Nil

		1.25%				
	At the end of the year (31.03.2023)		425000	1.25%	425000	1.25%
10	Lizzy Mathew Philip					
	At the beginning of the year (01.04.2022)		425000	1.25%	425000	1.25%
		No change				
	At the end of the year (31.03.2023)		425000	1.25%	425000	1.25%

(v) Shareholding of Directors and Key Managerial Personnel

Sl. No.	Particulars	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
			No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Alex K Babu					
	At the beginning of the year (01.04.2022)		6984680	20.53%	6584680	19.36%
		(-1.17%)				
	At the end of the year (31.03.2023)		6584680	19.36%	6584680	19.36%
2	P.C John					
	At the beginning of the year (01.04.2022)		Nil	Nil	Nil	Nil
		No change				
	At the end of the year (31.03.2023)		Nil	Nil	Nil	Nil
3	Kuruppath Ajitkumar					
	At the beginning of the year (01.04.2022)		Nil	Nil	Nil	Nil
		No change				
	At the end of the year (31.03.2023)		Nil	Nil	Nil	Nil
4	Suraj Ramachandran					
	At the beginning of the year (01.04.2022)		Nil	Nil	Nil	Nil
		No change				
	At the end of the year (31.03.2023)		Nil	Nil	Nil	Nil

5	Girish kumar. G					
	At the beginning of the year (01.04.2022)		Nil	Nil	Nil	Nil
		No change				
	At the end of the year (31.03.2023)		Nil	Nil	Nil	Nil
6	Rapheal Thomas					
	At the beginning of the year (01.04.2022)		5250000	15.43%	5250000	15.43%
		No change				
	At the end of the year (31.03.2023)		5250000	15.43%	5250000	15.43%
7	Vinay Sasidharan					
	At the beginning of the year (01.04. 2022)		Nil	Nil	Nil	Nil
		No change				
	At the end of the year (31.03.2023)		Nil	Nil	Nil	Nil

(vi) Indebtedness:

₹ in Lakhs

Particulars	Secured loans excluding deposits	Unsecured loans	Deposits	Total indebtedness
Indebtedness at the beginning of the financial year				
i) principal amount	11145.05	4550	-	15695.05
ii) interest due but not paid	40.5	17.37	-	57.87
iii) interest accrued but not due	545.16	147.24	-	692.4
Total (i +ii+iii)	11730.71	4714.61	-	16445.32
Change in Indebtedness during the financial year				
*Addition	7283.35	3005	-	10288.35
*Reduction	-5150.78	-2340.61	-	-7491.39
Net changes	2132.57	664.39	-	2796.96
Indebtedness at the end of the financial year				
i) principal amount	13177.45	5105	-	18282.45
ii) interest due but not paid	57.3	17.7	-	74.99
iii) interest accrued but not due	628.53	256.31	-	884.84
Total (i+ii+iii)	13863.28	5379	-	19242.29

(vii) Remuneration of Directors and Key Managerial Personnel

(₹ in Lakhs)

Sl. No	Particulars of Remuneration	Alex K Babu (MD)	PADMAKMAR K		Total amount
			P (Whole Time Director)		
	Gross Salary				
1	a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	22.49	15.60		38.09
	b) Value of perquisites under Section 17(2) Income Tax Act 1961	-	-		-
	c) Profit in lieu of salary under Section 17(3) Income Tax Act 1961	-	-		-
2	Stock Option	-	-		-
3	Sweat Equity	-	-		-
4	Commission	-	-		-
	-As % of profit	-	-		-
	-others, specify	-	-		-
5	Others, please specify	-	-		-
	Total (A)	22.49	15.60		38.09
	Ceiling as per the Act	84.00	-		-

B. Remuneration to other Directors

(₹ in Lakhs)

Sl. No	Particulars of Remuneration	Name of Director		Total amount
		Ajith Kumar	P C John	
1	Independent Directors			
	-Fee for attending Board Committee Meetings	1.40	1.40	2.80
	-Commission	-	-	-
	-Others please specify	-	-	-
	Total (1)	-	-	-
2	Other Non-Executive Directors			
	-Fee for attending Board Committee Meetings	-	-	-
	-Commission	-	-	-
	-Others, please specify	-	-	-
	Total (2)	-	-	-

	Total (B)= (1+2)	-	-	-
	Total Managerial Remuneration	1.40	1.40	2.80
	Overall ceiling as per the Act	-	-	-

C. Remuneration to Key Managerial Personnel other than MD / Manager / WTD

(₹ in Lakhs)

Sl. No	Particulars of Remuneration	Key Managerial Personnel (in ₹)			
		CEO	Company Secretary	CFO	Total
	Gross Salary				
1	a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	26.64	12.44	15.74	54.82
	b) Value of perquisites under Section 17(2) Income Tax Act 1961	-	-	-	-
	c) Profit in lieu of salary under Section 17(3) Income Tax Act 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	-As % of profit	-	-	-	-
	-others, specify	-	-	-	-
5	Others, please specify	-	-	-	-
	Total	26.64	12.44	15.74	54.82

XII. Penalties / Punishment / Compounding of Offences:

(₹ in Lakhs)

Type	Sections of the Companies Act	Brief Description	Details of penalties/punishment/compounding fees imposed	Authority (RD/NCL T/Court)	Appeal made if any (give details)
A. Company					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
B. Director					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
C. Other Officers in Default					

Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil

For and on behalf of the Board

Place: Kochi
Date: 30/08/2023

sd/-
Alex Kalluvila Babu
(Managing Director)
DIN:01254207

sd/-
K P Padmakumar
(Director)
DIN:00023176

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014 and Part A of Schedule V of SEBI LODR Regulations)

1. Details of contracts or arrangements or transactions at arm’s length basis

(a) Name(s) of the related parties Nature of Relationship :

Sl. No	Name of Entity	Nature of Relationship
1	Hedge Equities Limited	Common Directors and the Directors hold more than 2% of the paid-up share capital in Hedge Equities Limited

(b) Nature of contracts/arrangements/ Transactions

Name of the Related Party	Hedge Equities Limited
Nature of contract/ agreement/ transaction	Rent paid
Duration of contract/agreements/ transactions	6 years (from 01/06/2018 to 31/05/2024)
Salient terms of the contracts or arrangements or transaction including the value, if any	NA
Date of approval by the Board, if any	04.09.2019
Amount paid as advances, if any	Nil

2. Details of material contracts or arrangement or transactions not at arm’s length basis:

NIL

For and on behalf of the Board

<p>Place: Kochi Date: 30/08/2023</p>	<p>sd/- Alex Kalluvila Babu (Managing Director) DIN:01254207</p>	<p>sd/- K P Padmakumar (Director) DIN:00023176</p>
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Independent Auditor's Report

To the members of Hedge Finance Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Hedge Finance Limited (“the Company”) which comprise the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity 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 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 Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended (“Ind AS”) and other accounting principles generally accepted as at March 31, 2023, and its profit including other comprehensive income, its cash flows and the changes in equity for ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act 2013 and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Financial Statement.

Information Other Than Financial Statements and Auditors Report Thereon

The Company's Board of Directors is responsible for other information. The other information comprises of information included in the Company's Annual Report, but does not include the Financial Statements and our report thereon.

Our Opinion on the Financial Statements does not cover the other information and we do not express any form of assurance.

In connection with our audit on the Financial Statements, our responsibility is to read the other information made available 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.

Managements Responsibility for the Financial Statements

The company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("The Act") with respect to preparation of these Financial Statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the Indian Accounting Standard (Ind AS) prescribed 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 of the asset 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, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, the management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters relating to going concern and using the going concern basis for accounting unless management either intends to liquidate the Company or to cease operations or has no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Statements

Our responsibilities are to design suitable audit procedures to obtain reasonable assurance about whether the Ind AS 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 the users taken on the basis of these Financial Statements.

As part of an audit in accordance with standards on auditing, we exercise professional judgment and professional scepticism throughout the audit. We are also:

- a) Identify and assess the risks of material misstatement of the 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.

b) Obtain an understanding of the internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Undersection 143 (3)(i) of the Companies Act 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls systems in place and operating effectiveness of such controls. Evaluate the appropriateness of accounting policies used and the reasonableness of the accounting estimates and related disclosures made by management.

c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.

d) Conclude on the appropriateness of the 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 as inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of the auditor's report. However future events or conditions may cause the company to cease to continue as a going concern.

e) Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statement represents 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 unidentified misstatements in the standalone financial statements

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors report unless law or regulations precludes public disclosure about a 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 benefit of such communication. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and 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 the mall relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor’s Report) Order,2020(“the order”), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Companies Act, 2013, we give in the “Annexure 1” to this report a statement on the matters specified in Paragraph3 and 4 of the Order, to the extent applicable.

2. As required by the Non-Banking Financial Companies Auditor’s Report (Reserve Bank) Direction, 2016, issued by the Reserve Bank of India in exercise of the powers conferred by sub-section(1A) of Section45MA of the Reserve Bank of India Act, 1934, we give in the “Annexure 2”, an additional Audit Report addressed to the Board of Directors containing our statements on the matters specified therein.

3. Asrequiredbysection143(3) of the Act, were port 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 purpose 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. No report on the accounts of any of the branch offices audited under subsection 8 of section 143 by any person has been received by us and therefore no comments need to be made on the matter.

d. The balance sheet, the statement of profit and loss (including Other Comprehensive Income), the cash flow statement, and the statement of changes in equity dealt with by this report are in agreement with the books of account.

e. In our opinion, the foresaid financial statements comply with the Accounting Standards specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules,2015, as amended.

f. On the basis of the written representations received from the directors as on March31,2023and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023, from being appointed as a director in terms of section 164 (2) of the Act.

g. In our opinion there are no qualifications, reservations, or adverse remarks relating to the maintenance of accounts and other matters connected therewith.

h. With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our Report in “Annexure 3”

i. With respect to the matters to be included in the Auditor’s Report in accordance with the Rule 11 of the Companies (Audit and Auditors) Rule, 2014, in our opinion and to the best of our information and according to explanations given to us:

i. The company has disclosed the impact of pending litigations on its financial position in its financial statements.

ii. The company does not have any long-term contracts including derivative contracts for which there were any foreseeable losses.

iii. According to the information provided, there are no any amounts, required to be transferred by the company to the Investor Education & Protection Fund as on 31.03.2023.

iv.(i) The management has represented that, to the best of it’s knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or any other person(s) or entity(ies), including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company(“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(ii)The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities (“funding parties”), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party(“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

v. The company has not declared or paid any dividend during the year in contravention of the provisions of section 123 of the Companies Act, 2013.

j. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act, in our opinion and according to the information and explanations given to us, the limit prescribed by section 197 for maximum permissible managerial remuneration is complied.

Place: Thrissur
Date: 24-05-2023

For MOHANDAS & ASSOCIATES
Chartered Accountants
FRN :02116S
sd/-
MOHANDAS A
Partner
Membership No: 036726
UDIN: 23036726BGWATK6210

ANNEXURE 1

TO THE AUDITOR'S REPORT

In terms of Companies (Auditor's Report) Order 2020, issued by the Central Government of India, in terms of section 143(11) of The Companies Act, 2013, we further report, on the matters specified in paragraph 3 and 4 of the said Order, that:

i.

(a) (A) The Company is maintaining proper records showing full particulars, including quantitative details and situation of Property, plant and Equipment.

(B) The company is maintaining proper records showing full particulars of Intangible assets.

(b) According to the information and explanation provided by the Management, the Company has a regular programme for the verification of its fixed assets. In our opinion, this periodicity of physical verification is reasonable having regard to the size and nature of the Company and the nature of its assets. Pursuant to such programme, a portion of such fixed assets has been physically verified by the management during the year and no material discrepancies were noticed on such verification.

(c) In our opinion and according to the information and explanation given to us, the title deeds of immovable property are held in the name of the company.

(d) The company has not revalued the property, plant and equipment or intangible assets during the year. Hence the clause not applicable.

(e) There have been no proceedings initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Hence the clause not applicable.

ii. The company is a service company, primarily rendering financial services. Accordingly, it does not hold any physical inventories. Thus, paragraph 3(ii) of the Order is not applicable.

iii.

(a) The company is an NBFC (Principal business is to give loans), hence paragraph 3(iii)(a) (A) & (B) not applicable.

(b) In our opinion and according to the information and explanations given to us, the company has granted loans to parties and the terms and conditions of the grant of such loans are not prejudicial to the company's interest.

(c) In our opinion and according to the information and explanations given to us by the company, the schedule of repayment of principal and payment of interest has been stipulated in the case of EMI loans. The repayments or receipts are regular except in the following cases, against which appropriate provision has been made.

Type of Loan	No of Loans	Principal overdue	Interest overdue	Total overdue	Remarks
MSME	231	451.88	114.54	566.42	Since it's a NBFC, their principal business is to give loans. The loans for which overdue for more than 180 days are treated as irregular and these cases are classified as NPA as per RBI IRACP norms. The income recognition of the above has been done as per RBI IRACP norms.
Vehicle Loan	54	167.26	32.88	200.14	
Micro Loan	64	9.1	0.65	9.75	
Personal Loan	1	0.68	0.58	1.26	
Equipment Finance	15	8.29	1.41	9.7	
Total	365	637.21	150.06	787.27	

(d) Out of the total loans and advances following are advances which are overdue for more than 90 days amounting to ₹1789.49 Lakhs. The company has taken necessary steps for the recovery of principal and interest.

Type of Loan	No of cases	Principal overdue	Interest overdue	Total overdue	Remarks
MSME	264	494.92	119.01	613.93	Since it's a NBFC, their principal business is to give loans. The loans for which overdue for more than 180 days are treated as irregular and these cases are classified as NPA as per RBI IRACP norms. The income recognition of the above has been done as per RBI IRACP norms.
Business Loan	2	279.85	575.03	854.88	
Vehicle Loan	79	236.2	39.64	275.84	
Micro Loan	65	9.14	0.65	9.79	
Mortgage Loan	1	13.47	4.03	17.5	
Personal Loan	2	1.27	0.62	1.89	
Staff Loan	1	0.07	-	0.07	
Equipment Loan	15	13.02	1.72	14.74	
Gold Loan	6	0.6	0.25	0.85	
Total	436	1048.54	740.95	1789.49	

(e) The company is a Non-Banking Financial company (Principal business is to give loans), hence paragraph 3(iii)(e) not applicable.

- (f) The company has granted loans and advances which are repayable on demand and the principal outstanding as on 31.03.2023 is ₹ 7109.67 lakhs which constitute 35.60% of total loans outstanding.
- iv. In our opinion and according to the information and explanations given to us, the Company has not given any loans, made any investments, provided any guarantees, and given any security to which the provision of Section 185 and 186 of the Companies Act are applicable.
- v. In our opinion and according to the information and explanation given to us, the Company has not accepted any deposits and accordingly paragraph 3(v) of the order is not applicable.
- vi. Being a Non- Banking Finance Company, maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act. Thus paragraph 3(vi) of the order is not applicable.
- vii.
- a) The Company is regular in depositing undisputed statutory dues including provident fund, employers state insurance, income tax, sales tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities. There are no arrears of statutory dues as at the last day of the financial year concerned for a period of more than six months from the date on which they became payable.
- b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise and value added tax which have not been deposited on account of any dispute, except the amounts disclosed in Note No. 13 Contingent liabilities forming part of the Financial Statements.
- viii. In our opinion and according to the information and explanation given to us, there are no transactions which were not recorded in the books of accounts which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- ix. (a) In our opinion and according to the information and explanation given to us, the Company has not defaulted in repayment of dues to a financial institution or bank or debenture holders during the period.
- (b) In our opinion and according to the information and explanation given to us, the company is not a declared willful defaulter by any bank or financial institution or other lender.
- (c) In our opinion and according to the information and explanation given to us, the term loans have been applied for the purpose for which the loans were obtained.

- (d) In our opinion and according to the information and explanation given to us, the company has not utilized the funds raised on short term basis for long-term purposes.
- (e) In our opinion and according to the information and explanation 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) In our opinion and according to the information and explanation 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.
- x. (a) In our opinion and according to the information and explanations given to us, money raised by way of further public offer of debt instruments obtained have been applied by the Company during the year for the purpose for which they have been raised.
- (b) In our opinion and according to the information and explanations given to us, the company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.
- xi. (a) According to the information and explanations given to us, there were no instances of fraud by the company or on the company during the year.
- (b) There is noreport under sub-section (12) of section 143 of the Companies Act that is required to be filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) According to the information and explanations given to us and based on our examination of the records of the Company, no whistle – blower complaints have been received during the year by the company.
- xii. As the Company is not a Nidhi Company, paragraph 3(xii) of the Order is not applicable.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Section 177 and 188 of the Companies Act, 2013 and the details of such transactions have been disclosed in the Notes the financial statements of the Company as required by the applicable Ind AS.
- xiv.(a) The company has an internal audit system that is commensurate with the size and nature of its business.

- (b) The reports of the Internal Auditors for the period under audit were considered by the statutory auditors on a random basis.
- xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with the directors or persons connected with them. Accordingly, paragraph 3(xv) of the order is not applicable to the Company.
- xvi. (a) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has obtained the required registration under Section 45-IA of the Reserve Bank of India Act, 1934.
- (b) The company has conducted Non-Banking Financial activities with a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.
- (c) The company is not a Core investment company (CIC) as defined in the regulations made by the Reserve Bank of India, hence paragraph 3 (xvi)(c) & (d) not applicable.
- xvii. According to the information and explanations given to us and based on our examination of the records of the Company, the company has not incurred cash losses in the financial year and in the immediately preceding financial year.
- xviii. According to the information and explanations given to us, there has not been any resignation of the statutory auditors during the year.
- xix. According to the information and explanations given to us and based on our examination of the records of the Company, 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, the auditor's knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report, that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due, within a period of one year from the balance sheet date.
- xx. According to the information and explanations given to us and based on our examination of the records of the Company, Sec 135 of the Companies Act is not applicable to the company and hence clause 3 (xx) (a) and (b) are not applicable.

xxi. Since this is a standalone financial statement Paragraph 3(xxi) is not applicable.

For MOHANDAS & ASSOCIATES
Chartered Accountants
FRN :02116S
sd/-
MOHANDAS A
Partner
Membership No: 036726
UDIN: 23036726BGWATK6210

Place: Thrissur
Date: 24-05-2023

HEDGE FINANCE LIMITED

Hedge House, Mamangalam, Palarivattom P.O, Kochi, Kerala – 682025

SCHEDULE TO THE BALANCE SHEET OF A NON-DEPOSIT TAKING NON-BANKING FINANCIAL COMPANY

(As required in terms of paragraph 13 of Master Direction – Non-Banking Financial Company - Non-Systemically Important Non- Deposit taking company (Reserve Bank) Directions, 2016)

Particulars		(₹ in Lakhs)	
Liabilities side		Amount outstanding	Amount Overdue
1	Loans and advances availed by the non- banking financial company inclusive of interest accrued thereon but not paid : Gross Amount		
(a)	Debentures: Secured	13,863.25	-
	: Unsecured (other than falling within the meaning of public deposits*)	3,769.58	-
(b)	Deferred Credits	-	-
(c)	Term Loans	19.65	-
(d)	Inter-corporate loans and borrowing	-	-
(e)	Commercial Paper	-	-
(f)	Public Deposits*	-	-
(g)	Other Loans (specify nature)	-	-
	Subordinated debt	1,609.42	-
	Borrowings from banks	-	-

Assets side		Amount outstanding
2	Break-up of Loans and Advances including bills receivables [other than those included in (3) below] :	
(a)	Secured	17563.3
(b)	Unsecured	2346.17
3	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	Nil
	(b) Operating lease	Nil

(ii)	Stock on hire including hire charges under sundry debtors :	
	(a) Assets on hire	Nil
	(b) Repossessed Assets	Nil
(iii)	Other loans counting towards AFC activities	
	(a) Loans where assets have been repossessed	Nil
	(b) Loans other than (a) above	Nil
4	Break-up of Investments	
	Current Investments	-
1	Quoted	
	(i) Shares	-
	(a) Equity	26.31
	(b) Preference	-
	(ii) Debentures and Bonds	508.9
	(iii) Units of mutual funds	39.06
	(iv) Government Securities	-
	(v) Others (please specify)	-
2	Unquoted	
	(i) Shares	-
	(a) Equity	-
	(b) Preference	-
	(ii) Debentures and Bonds	100.00
	(iii) Units of mutual funds	-
	(iv) Government Securities	-
	(v) Others (please specify)	-
	Long Term investments	-
1	Quoted	
	(i) Share	
	(a) Equity	-
	(b) Preference	-
	(ii) Debentures and Bonds	97.11
	(iii) Units of mutual funds	-
	(iv) Government Securities	-
	(v) Others (please specify)	-
2	Unquoted	
	(i) Shares	-

	(a) Equity	281.61
	(b) Preference	-
	(ii) Debentures and Bonds	269.08
	(iii) Units of mutual funds	-
	(iv) Government Securities	-
	(v) Others (please specify)	

5	Borrower group-wise classification of assets financed as in (3) and (4) above :		Amount net of provisions		
	Category		Secured	Unsecured	Total
	1	Related Parties			
		(a) Subsidiaries	-	-	-
		(b) Companies in the same group	-	-	-
		(c) Other related parties	-	-	-
	2	Other than related parties	17563.30	2346.17	19909.47
		Less: provisions	440.82	30.17	471.00
		Total	17122.48	2315.99	19438.47

6	Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted) :				
	Category		Secured	Unsecured	Total
	1	Related Parties			
		(a) Subsidiaries	-	-	-
		(b) Companies in the same group	121.95	-	-
		(c) Other related parties	-	-	-
	2	Other than related parties	1200.12	-	-
		Total	1322.07	-	-
7	Other information				
	(i)	Gross Non-Performing Assets			
		(a) Related parties	-	-	-
		(b) Other than related parties	916.39	14.5	930.89
	(ii)	Net Non-Performing Assets			
		(a) Related parties	-	-	-
		(b) Other than related parties	728.45	12.15	740.6
	(iii)	Assets acquired in satisfaction of debt	-	-	-

1. Loan portfolio classification and provision for non-performing assets:

(₹ in Lakhs)

Particulars	Gross Loan Outstanding		Provision for assets		Net Loan Outstanding	
	31-03-2023	31-03-2022	31-03-2023	31-03-2022	31-03-2023	31-03-2022
Business Loan Secured						
Standard Assets	5.94	6.38	-	0.14	5.94	6.23
Sub Standard Assets	-	-	-	-	-	-
Doubtful Assets	279.85	279.85	78.3	39.15	201.55	240.7
Loss Assets	-	-	-	-	-	-
TOTAL	285.79	286.23	78.3	39.29	207.49	246.93
Business Loan Unsecured						
Standard Assets	1471.13	465.52	1.94	11.6	1469.19	453.92
Sub Standard Assets	-	-	-	-	-	-
Doubtful Assets	-	-	-	-	-	-
Loss Assets	-	-	-	-	-	-
TOTAL	1471.13	465.52	1.94	11.6	1469.19	453.92
Vehicle Loan						
Standard Assets	7561.76	5083.22	115.32	85.84	7446.44	4997.38
Sub Standard Assets	129.85	68.46	44.07	4.27	85.78	64.19
Doubtful Assets	37.41	6.44	4.32	0.76	33.09	5.68
Loss Assets	-	-	-	-	-	-
TOTAL	7729.02	5158.12	163.71	90.87	7565.31	5067.25
Equipment Loan						
Standard Assets	775.52	543.96	15.7	5.76	759.82	538.2
Sub Standard Assets	3.61	6.96	0.12	0.31	3.49	6.65
Doubtful Assets	4.68	0.23	0.18	-	4.5	0.23
Loss Assets	-	-	-	-	-	-
TOTAL	783.81	551.15	16	6.07	767.81	545.08
Loan Against Shares						
Standard Assets	42.28	-	0.03	-	42.25	-
Sub Standard Assets	-	-	-	-	-	-
Doubtful Assets	-	-	-	-	-	-
Loss Assets	-	-	-	-	-	-
TOTAL	42.28	-	0.03	-	42.25	-

Mortgage Loan						
Standard Assets	4269.08	5547.5	2.78	48.23	4266.3	5499.27
Sub Standard Assets	-	-	-	-	-	-
Doubtful Assets	13.47	13.47	12.06	0.11	1.41	13.36
Loss Assets	-	-	-	-	-	-
TOTAL	4282.55	5560.97	14.84	48.34	4267.71	5512.63
MSME loan secured						
Standard Assets	3714.84	2960.11	118.31	99.02	3596.53	2861.09
Sub Standard Assets	219.92	289.18	29.85	16.87	190.07	272.31
Doubtful Assets	227.24	44.42	19.02	2.51	208.22	41.91
Loss Assets	-	-	-	-	-	-
TOTAL	4162	3293.71	167.18	118.4	3994.82	3175.31
Gold Loan						
Standard Assets	277.51	363.45	0.71	0.93	276.8	362.52
Sub Standard Assets	0.35	-	-	-	0.35	-
Doubtful Assets	-	-	-	-	-	-
Loss Assets	-	-	-	-	-	-
TOTAL	277.86	363.45	0.71	0.93	277.15	362.52
MSME loan unsecured						
Standard Assets	241.15	17.69	3.32	2.29	237.83	15.4
Sub Standard Assets	-	4.71	-	0.54	-	4.17
Doubtful Assets	4.71	-	0.73	-	3.98	-
Loss Assets	-	-	-	-	-	-
TOTAL	245.86	22.4	4.05	2.83	241.81	19.57
Consumer Loan						
Standard Assets	6.42	318.46	-	-	6.42	318.46
Sub Standard Assets	-	-	-	-	-	-
Doubtful Assets	-	-	-	-	-	-
Loss Assets	-	-	-	-	-	-
TOTAL	6.42	318.46	-	-	6.42	318.46
Micro Lending						
Standard Assets	1.21	23.7	0.14	8.18	1.07	15.52
Sub Standard Assets	2.32	12.23	0.4	3.99	1.92	8.24
Doubtful Assets	6.78	-	1.18	-	5.6	-
Loss Assets	-	-	-	-	-	-
TOTAL	10.31	35.93	1.72	12.17	8.59	23.76

Personal Loan						
Standard Assets	582.9	371.82	21.22	2.97	561.68	368.85
Sub Standard Assets	-	0.68	-	-	-	0.68
Doubtful Assets	0.68	-	0.03	-	0.65	-
Loss Assets	-	-	-	-	-	-
TOTAL	583.58	372.5	21.25	2.97	562.33	369.53
Staff Loan						
Standard Assets	28.86	19.57	1.16	0.5	27.7	19.08
Sub Standard Assets	-	0.07	-	-	-	0.07
Doubtful Assets	-	2.02	-	0.15	-	1.86
Loss Assets	-	-	-	-	-	-
TOTAL	28.86	21.67	1.16	0.66	27.7	21.01
	19909.47	16450.11	471	334.13	19438.47	16115.97

Particulars	Gross Loan Outstanding		Provision for assets		Net Loan Outstanding	
	31-03-2023	31-03-2022	31-03-2023	31-03-2022	31-03-2023	31-03-2022
Standard Assets	18978.6	15721.36	280.63	265.43	18697.97	15455.93
Sub Standard Assets	356.05	376.9	74.44	25.45	281.61	351.45
Doubtful Assets	574.82	351.84	115.82	43.25	459	308.59
Loss Assets	-	-	-	-	-	-
TOTAL	19909.47	16450.1	471	334.13	19438.47	16115.97

2. Loan to Asset Value Ratio

(₹ in Lakhs)

Particulars	2022-23	2021-22
Gold Loan	277.86	363.45
Total Assets	23761	20365.53
% of gold loan to total assets	1.17	1.78

LTV disclosed above is calculated applying the market rate of Gold as on 31.03.2023. The maximum Loan to Value does not exceed the limit stipulated by the Reserve Bank of India under any circumstances at the time of disbursement.

3. Disclosure with regards to Auction

(₹ in Lakhs)

Particulars	As at 31.03.2023	As at 31.03.2022
1. No. of gold loan accounts auctioned	-	-
2. Principal amount outstanding as on the date of auction	-	-
3. Interest amount outstanding as on the date of auction	-	-

Total(2+3)	-	-
4. Actual value fetched	-	-

No sister concerns participated in the auctions during the year ended 31/03/2023 and 31/03/2022

4. Disclosure as per Annexure 4 of Non-Banking Financial Companies-Corporate Governance (Reserve Bank) Directions, 2015 (Notification No. DNBR.019/CGM (CDS)-2015 dated April 10, 2015 as updated on June 03, 2015)

4.1 Capital

(₹ in Lakhs)

Particulars	As at 31.03.2023	As at 31.03.2022
1. CRAR (%)	23.37%	21.07%
2. CRAR- Tier I Capital (%)	17.99%	17.60%
3. CRAR- Tier II Capital (%)	5.39%	3.47%
4. Amount of subordinated debt raised as tier II Capital	927.73	452.26
5. Amount raised by issue of Perpetual Debt Instrument	-	-

4.2 Investments

(₹ in Lakhs)

Particulars	As at 31.03.2023	As at 31.03.2022
(1) Value of Investments		
(i) Gross Value of Investments		
(a) In India	1322.07	1005.01
(b) Outside India,	-	-
(ii) Provisions for Depreciation		
(a) In India	0.45	0.14
(b) Outside India,	-	-
(iii) Net Value of Investments		
(a) In India	1321.62	1005.01
(b) Outside India,	-	-
(2) Movement of provisions held towards depreciation on investments		
(i) Opening balance	0.14	-
(ii) Add : Provisions made during the year	0.31	0.14
(iii) Less : Write-off / write-back of excess provisions during the year	-	-
(iv) Closing balance	0.45	0.14

4.3 Leverage ratio

Particulars	2022-23	2021-22
Total Liabilities	23761	20365.53
Less: Share Capital	3401.65	2886.65
Less: Reserves & Surpluses	752.85	518.96
Less: Provision	499	384.36
Total Outside liabilities –(A)	19107.5	16575.56
Share Capital	3401.65	2886.65
Reserves and surpluses	752.85	518.96
Less: Deferred Revenue Expenditure	0.23	5.28
Less: Intangible assets	16.42	22.65
Less: Deferred tax Assets	104.71	73.28
Total Owned funds – (B)	4033.14	3304.2
Leverage Ratio - (A/B)	4.74	5.01

4.4 Miscellaneous Disclosures

A. Registration obtained from other financial sector regulators.

Financial regulators	Certificate number
Reserve Bank of India	N-16.00190
Insurance Regulatory and Development Authority of India	CA0403

B. Disclosure of Penalties imposed by RBI and other regulators.

Nil

C. Related Party Transactions

Name and Particulars of the Related Party	Relationship with the Company
Alex Kalluvilla Babu (Managing Director)	Key Managerial Personnel(KMP)
K P Padmakumar (Whole Time Director)	
Rapheal Thomas (Director)	
Suraj Ramachandran (CFO)	
Vinay Sasidharan (CEO)	
Girish Kumar G (CS)	
K C Babu	Relatives of MD
Nithya Alex	
Jacob Kalluvilla Babu	
Nancy Babu	

Alston Builders and Developers	Relatives of Key Managerial Personnel
Caleb Securities Private Limited	
Baby Memorial Hospital Limited	
Freo Rentals and Leasing Private Limited	
Fedex Securities Limited	
Kadakketh Farm Products Private Limited	
Anuba Property Developers Private limited	
Uniroyal Marine Exports Ltd	
Casper Securities Private Limited	
Himaz Builders India Private Limited	
Enso Financial Consultancy Private Limited	
Niyog Consultancy Services Private Limited	
Whitefield Diary Private Limited	
Baby Marine Exports Private Limited	
Baby Builders Private Limited	
Jas Culinary Specialties Private Limited	
Althom Property Developers Private Limited	
Nithyaja Property Developers Private Limited	
Anas Property Developers Private Limited	
EO Chapter 180 Foundation Private Limited	
Kalluvilla Agro Products Private Limited	
Shrewsbury Farm Products Private Limited	
Eco Malabar Tourism Private Limited	
LAAB M Screens Private Limited	
Max Lab Cinemas and Entertainment LLP	
Jems Food Factory Private Limited	
Epic Stack LLP	
Baby Marine Eastern Exports	
Baby Marine Exports	
Baby Marine Products	
Two Star Ajanta Properties Private Limited	Common Directorship
Hedge Equities Limited	
Hedge School of Applied Accounts Limited	
Hedge Commodities Limited	
Hedge Infosystems Private Limited	

Hedge Properties Private Limited	Common Directorship
Anuja Property Developers Private Limited	
Aesthetic Securities Private Limited	
Cordate Property Developers Private Limited	
Trigger Logistics Private Limited	
Omnicores Solutions Private Limited	
Carlton Logistics Private Limited	
Young Presidents Organization (Kerala Chapter)	
Baby Marine Sea Food Retail Private Limited	
Chef Garden LLP	
Joyalukkas India Limited	
Modus Logistics Private Limited	
Westhill Realtors and Developers LLP	
Sunset Lands LLP	
Annam Marine Exports Private Limited	
Surefire Securities Private Limited	
Sandline Lands Private Limited	
Fabjells Food Private Limited	

List of transactions entered with related parties during the current financial year

(₹ in Lakhs)

Particulars	Key Managerial Personnel (KMP)	Director	Relatives of KMP	Entity in which KMP has significant influence
Salary & Allowances	77.31	15.6	-	-
Sitting fees	-	2.8	-	-
Rent/ Maintenance charges	-	-	-	2.64
Rent Received	-	-	-	-
Debenture interest	-	59.37	-	150.18
Sub debt interest	0.07	0.004	-	-
Debenture redeemed	-	-	-	-
Debenture holdings	-	475	-	400
Sub debt Redeemed	-			

Sub debt holdings	0.5	5	-	-
Subscription Charges	-	-	-	2.86
Loan Against Property outstanding	-	-	-	-
Interest on Loan against property	-	-	-	-
Principal repayment of				
Loan against property	-	-	-	-
Payment towards masks (CSR)	-	-	-	-
Payment towards Business Promotion	-	-	-	-
Diary printing	-	-	-	-
Commission Received	-	-	-	-
Purchase of Gold coin	-	-	-	-
Travelling Expenses	3.28	-	-	-
Manpower Recruitment And Other Charges	-	-	-	-
Staff Welfare Expenses	-	-	-	-
Investment	-	-	-	121.95

Charge created on assets of related party.

Nil

D. Ratings assigned by credit rating agencies and migration of ratings during the year

Name of the credit rating agency	Type of facility	Rating assigned	Remarks
Brickwork Ratings	Non-convertible Debentures	BB- Stable	Debentures
Infomerics Ratings	Non-convertible Debentures	BB+ Stable	Debentures

E. Revenue Recognition

The company has recognized revenue as per the policy on revenue recognition set out in the Significant Accounting Policies. Apart from the interest on NPAs, there are no other items in respect of which revenue recognition has been postponed pending resolution of significant uncertainties.

.5 Additional Disclosures

A. Provisions and Contingencies

Particulars	(₹ in Lakhs)	
	2022-23	2021-22
Break up of 'Provisions and Contingencies shown under the head Expenditure in Profit and Loss Account		
Provisions for depreciation on Investment	0.31	0.14

Provision towards NPA	121.58	-88.54
Provision made towards Income tax	119.9	113.23
Provision for gratuity	4.1	5.69
Provision for Standard Assets	15.29	228.3
Provision for MTM loss	0.61	-
Provision for unrecoverable advances	-	30.24

B. Draw Down from Reserve

Nil

5. Disclosure as per the circular no RBI/2019-20/170 DOR (NBFC).CC.PD.No.109/22.10.106/2019-20 dated March 13, 2020 issued by Reserve Bank of India on Implementation of Indian Accounting Standards

(₹ in Lakhs)

Asset Classification as per RBI Norms	Asset classification as per IndAS 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
Performing Assets						
Standard	Stage 1	18191.09	233.89	17957.2	57.11	176.78
	Stage 2	787.49	46.82	740.67	13.39	33.43
Subtotal		18978.58	280.71	18697.87	70.50	210.21
Non- Performing Assets (NPA)						
Substandard	Stage 3	356.05	74.45	281.6	35.81	38.64
Doubtful - up to 1 year	Stage 3	240.44	21.32	219.12	53.51	(32.19)
1 to 3 years	Stage 3	53.86	16.19	37.67	13.46	2.73
More than 3 years	Stage 3	280.54	78.33	202.21	140.61	(62.28)
Subtotal for doubtful		574.84	115.84	459	207.58	(91.74)
Loss	Stage 3	-	-	-	-	-
Subtotal for NPA		930.89	190.29	740.6	243.39	(53.10)
Total	Stage 1	18191.09	233.89	17957.2	57.11	176.78
	Stage 2	787.49	46.82	740.67	13.39	33.43
	Stage 3	930.89	190.29	740.6	243.39	(53.10)
	Total	19909.47	471.00	19438.47	313.89	157.11

6. Disclosures in Financial Statements in pursuant to the circular RBI/2022-23/26 DOR.ACC.REC.No.20/21.04.018/2022-23 dated April 19, 2023.

SECTION I

A.EXPOSURES

1.Exposure to Real Estate Sector

(₹ in Lakhs)

Category	As at 31.03.2023	As at 31.03.2022
I) Direct Exposure		
(a) Residential Mortgages -	4568.41	5840.82
Lending fully secured by mortgages on residential property that is or will be occupied by the borrower or that is rented		
(b) Commercial Real Estate -		
Lending secured by mortgages on commercial real estates (office buildings, retail space, multi- purpose commercial premises, multi-family residential buildings, multi-tenanted commercial premises, industrial or warehouse space, hotels, land acquisition, development and construction, etc.). Exposure shall also include non-fund based limits	-	-
(c) Investments in Mortgage Backed Securities (MBS) and other securitized exposures -		
a. Residential	-	-
b. Commercial Real Estate	-	-
II) Indirect Exposure		
Fund based and non-fund-based exposures on National Housing Bank and Housing Finance Companies.	-	-
Total Exposure to Real Estate Sector	4568.41	5840.82

2. Exposure to Capital Market

(₹ in Lakhs)

Category	As at 31.03.2023	As at 31.03.2022
(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;	1321.62	1004.87

(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;	42.28	-
(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 'does not fully cover the advances; mutual funds i.e. where the primary security other than shares / convertible bonds / convertible debentures / units of equity oriented	-	-
(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	-	-
(xi) Financing to stockbrokers for margin trading		
(x) All exposures to Alternative Investment Funds:		
(i) Category I		
(ii) Category II		
(iii) Category III		
Total Exposure to Capital Market	1363.90	1004.87

3. Sectoral exposure

(₹ in Lakhs)

Sector	As at 31st March 2023			As at 31st March 2022		
	Total Exposure (includes on balance sheet and off-balance sheet exposure) (₹ crore)	Gross NPAs (₹ crore)	Percentage of NPAs to Total Advances in that sector	Total Exposure (includes on balance sheet and off-balance sheet exposure) (₹ crore)	Gross NPAs (₹ crore)	Percentage of NPAs to Total Advances in that sector
Agriculture & allied activities	-	-	-	-	-	-
MSME	5011.52	460.17	9.18	3807.66	345.52	9.07
Corporate borrowers	2503.38	279.85	11.18	2038.6	279.9	13.73
Services	-	-	-	-	-	-
Personal Loan:						
(i) Gold Loan	277.86	0.35	0.13	363.45	-	-
(ii) Microfinance Loans	10.31	9.1	88.26	35.93	12.22	34.01
(iii) Loan against property	2956.11	13.47	0.46	4209.17	13.47	0.32
Auto loans	7729.02	167.26	2.16	5158.12	74.9	1.45
Other personal loans	1421.27	0.69	0.05	837.2	2.78	0.33

*In the disclosures as above, if within a sector, exposure to a specific sub-sector/industry is more than 10 per cent of Tier I Capital of a NBFC, the same shall be disclosed separately within that sector. Further, within a sector, if exposure to specific sub-sector/industry is less than 10 per cent of Tier I Capital, such exposures shall be clubbed and disclosed as “Others” within that sector.

4. Intra Group Exposures

(₹ in lakhs)

Sl No	Particulars	Investment closing balance as on 31.03.2023
1	Hedge Equities Limited	121.95
	Total	121.95

5. RELATED PARTY TRANSACTIONS

(₹ in Lakhs)

Related Party Items	Parent (as per ownership or control)		Subsidiaries		Associates/ Joint ventures		Key Management Personnel@		Relatives of Key Management Personnel@		Others*		Total	
	CY	PY	CY	PY	CY	PY	CY	PY	CY	PY	CY	PY	CY	PY
Maximum outstanding during the year														
Borrowings	-	-	-	-	1400	1400	725	520	-	-	-	-	2125	1920
Placement of deposits	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Advances	-	-	-	-	-	650	-	-	-	-	-	-	-	650
Investments	-	-	-	-	121.95	121.95	-	-	-	-	-	-	122	122
Balance outstanding at the year end														
Borrowings	-	-	-	-	400	1400	475	520	-	-	-	-	875	1920
Placement of deposits	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Advances	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Investments	-	-	-	-	121.95	121.95	-	-	-	-	-	-	122	122
Purchase of property, plant and equipments	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Sale of property, plant and equipments	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Interest paid	-	-	-	-	-	-	59.37	56.03	150.18	168	-	-	210	224
Interest received	-	-	-	-	-	61.15	-	-	-	-	-	-	-	61.20
Others*	-	-	-	-	-	-	-	-	-	-	-	-	-	-

*Specify item if total for the item is more than 5 per cent of total related party transactions. Related parties would include trusts and other bodies in which the NBFC can directly or indirectly (through its related parties) exert control or significant influence.

B. Disclosure of Complaints

Summary information on complaints received by the NBFCs from customers and from the Offices of Ombudsman.

Sr. No	Particulars	Current Year	Previous Year
Complaints received by the NBFC from its customers			
1	Number of complaints pending at beginning of the year	Nil	Nil
2	Number of complaints received during the year	466	360
3	Number of complaints disposed during the year	466	360
3.1	Of which, number of complaints rejected by the NBFC	Nil	Nil
4	Number of complaints pending at the end of the year	Nil	Nil
Maintainable complaints received by the NBFC from Office of Ombudsman			
5	Number of maintainable complaints received by the NBFC from Office of Ombudsman	1	Nil
5.1	Of 5, number of complaints resolved in favour of the NBFC by Office of Ombudsman	1	Nil
5.2	Of 5, number of complaints resolved through conciliation /mediation / advisories issued by Office of Ombudsman	Nil	Nil
5.3	Of 5, number of complaints resolved after passing of Awards by Office of Ombudsman against the NBFC	Nil	Nil
6 *	Number of Awards unimplemented within the stipulated time (other than those appealed)	NA	NA

Note: Maintainable complaints refer to complaints on the grounds specifically mentioned in Integrated Ombudsman Scheme, 2021 (Previously The Ombudsman Scheme for Non-Banking Financial Companies, 2018) and covered within the ambit of the Scheme.

* It shall only be applicable to NBFCs which are included under The Reserve Bank - Integrated Ombudsman Scheme, 2021

2. Top 5 ground of complaints received by the NBFC from Customers:

Grounds of complaints (ie, complaints relating to)	Number of complaints pending at the beginning of the year	Number of complaints received during the year	% increase / decrease in the number of complaints received over the previous year	Number of complaints pending at the end of the year	Of 5, Number of complaints pending beyond 30 days
1	2	3	4	5	6
Current Year					
Ground - 1	-	-	-	-	-
Ground - 2	-	-	-	-	-
Ground - 3	-	-	-	-	-
Ground - 4	-	466	29.44%	-	-
Ground - 5	-	-	-	-	-
Previous Year					
Ground - 1	-	-	-	-	-
Ground - 2	-	-	-	-	-
Ground - 3	-	-	-	-	-
Ground - 4	-	-	-	-	-
Ground - 5	-	360	-	-	-

SECTION II

A. Corporate Governance

Company has disclosed details of Composition of Board Committees of Board, Director's remuneration, and also about general Body Meeting in board report.

B. Divergence In Asset Classification and Provisioning

The RBI has neither assessed any additional provisioning requirements in excess of 5 percent of the reported profits before tax and impairment loss on financial instruments for the financial year ended March 31, 2022, nor identified any additional Gross NPAs in excess of 5% of the reported Gross NPAs for the said period.

SECTION III

As per the SBR framework issued by Reserve Bank, Section III to the above circular applicable only for the NBFC classified as Upper Layer. The company is not an upper layer company hence the same shall be not applicable.

HEDGE FINANCE LTD			
BALANCE SHEET			
(₹ in Lakhs)			
Particulars	Note No.	As at March 31, 2023	As at March 31, 2022
I. ASSETS			
1 Financial assets			
a) Cash and cash equivalents	1.1	1651.48	1715.23
b) Bank Balance other than (a) above	1.2	26.31	25.00
c) Receivables			
(I) Trade receivables		-	20.24
(II) Other receivables		7.52	133.52
d) Loans	2	19438.47	16115.97
e) Investments	3	1321.62	1004.87
f) Other financial assets	4	348.45	534.99
2 Non-financial Assets			
a) Inventories		-	-
b) Investment Properties		-	-
c) Current tax assets (Net)		-	-
d) Deferred tax assets (Net)		104.71	73.28
e) Property, Plant and Equipment	5	550.98	476.58
f) Other intangible assets	6	16.42	22.65
g) Other non-financial assets	7	295.03	243.21
Total Assets		23761.00	20365.53
II. LIABILITIES AND EQUITY			
LIABILITIES			
1 Financial Liabilities			
a) Debt Securities	8	17632.60	15799.01
b) Borrowings (other than debt securities)	9	19.65	22.60
c) Subordinated liabilities	10	1609.42	644.37
d) Other financial liabilities	11	82.21	267.48
2 Non-financial Liabilities			
a) Provisions	12	28.00	50.23
b) Other non-financial liabilities	13	234.62	176.23
3 EQUITY			
a) Equity share capital	14	3401.65	2886.65
b) Other equity	15	752.85	518.96
Total Liabilities and Equity		23761.00	20365.53

See accompanying notes to the financial statements.

For and on behalf of the Board

Sd/-
Alex Kalluvila Babu
(Managing Director)
DIN:01254207

Sd/-
K P Padmakumar
(Director)
DIN:00023176

Sd/-
Vinay Sasidharan
(Chief Executive Officer)

Sd/-
Suraj Ramachandrar
(Chief Financial
Officer)

Sd/-
Girish Kumar
Ganapathy
(Company Secretary)

As per our Report of even date attached

For Mohandas & Associates
Sd/-
Mohandas A
(Partner)
Chartered Accountants
Membership No: 036726
Firm Reg No: 02116S
UDIN : 23036726BGWATK6210

Place: Kochi
Date: 24/05/2023

HEDGE FINANCE LTD			
STATEMENTS OF PROFIT AND LOSS			
(₹ in Lakhs)			
Particulars	Note No.	Year ended March 31, 2023	Year ended March 31, 2022
Revenue from operations			
(i) Interest income	16	3525.31	2870.80
(ii) Dividend income		.64	.35
(iii) Rental income		-	-
(iv) Fees and Commission income		-	-
(v) Net gain on derecognition of financial instruments under amortised cost category		-	-
(vi) Net gain on fair value changes	17	-	16.97
(vii) Other operation Income	18	208.32	96.86
(I) Total Revenue from operations		3734.26	2984.99
(II) Other Income	19	221.12	451.86
(III) Total Income (I + II)		3955.38	3436.85
Expenses			
(i) Finance costs	20	1974.45	1763.08
(ii) Net loss on fair value changes	17	19.81	-
(iii) Impairment on financial instruments	21	137.78	139.35
(iv) Employee benefits expenses	22	739.65	552.83
(v) Depreciation, amortization and impairment	23	48.33	40.28
(vi) Other expenses	24	708.02	571.44
(IV) Total Expenses (IV)		3628.05	3066.98
(V) Profit before tax (III- IV)		327.33	369.87
(VI) Tax Expense:			
(1) Current tax		119.90	113.23
(2) Earlier years adjustments		-	-
(3) Deferred tax		-31.44	-30.80
(VII) Profit for the year (V- VI)		238.87	287.44

A)	Other Comprehensive Income			
	(i) Items that will not be reclassified to profit or loss			
	- Remeasurement of defined benefit plans		-4.97	- .11
	- Fair value changes on equity instruments through other comprehensive income		-	-
	(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
	Subtotal (A)		-4.97	- .11
B)	(i) Items that will be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
	Subtotal (B)		-	-
(VIII)	Other Comprehensive Income (A + B) (VIII)		-4.97	- .11
(IX)	Total Comprehensive Income for the year (VII+VIII)		233.89	287.33
	Earnings per equity share (Face value of ₹ 10/- each)			
	Basic (₹)	25	0.79	1.18
	Diluted (₹)	25	0.79	1.18

For and on behalf of the Board

Sd/-
Alex Kalluvila Babu
(Managing Director)
DIN:01254207

Sd/-
K P Padmakumar
(Director)
DIN:00023176

Sd/-
Vinay Sasidharan
(Chief Executive Officer)

Sd/-
Suraj Ramachandrar
(Chief Financial Officer)

Sd/-
Girish Kumar
Ganapathy
(Company Secretary)

As per our Report of even date attached

For Mohandas & Associates
Sd/-
Mohandas A
(Partner)
Chartered Accountants
Membership No: 036726
Firm Reg No: 02116S
UDIN : 23036726BGWATK6210

Place: Kochi
Date: 24/05/2023

HEDGE FINANCE LTD				
CASH FLOW STATEMENT				
(₹ in Lakhs)				
Particulars	For the year Ended		For the year Ended	
	31/03/2023		31/03/2022	
A. Cash Flow from Operating Activities				
Profit before tax		327.33		369.87
Adjustments for:				
Impairment on financial instruments	137.78		139.76	
Net (Profit) / loss on fair value changes	19.81		-16.97	
Net (Profit) / Loss on Sale of assets	.44		.63	
Finance Costs	1974.45		1763.08	
Depreciation, amortization, and impairment	48.33		40.28	
Income from Non-Operating Business				
- Rental Income	-		-	
- Dividend	-.64	2180.18	-.35	1926.43
Operating Profit / (Loss) before working capital		2507.51		2296.30
Adjustments				
Adjustments for:				
Loans	-3459.37		-1160.06	
Other financial assets	332.78		-106.63	
Other non-financial assets	-51.83		-121.27	
Bank Balance other than "Cash and cash equivalents"	-1.31		-25.00	
Provisions	-27.81		3.04	
Other financial liabilities	-185.27		-36.63	
Other non-financial liabilities	58.39	-3334.42	106.27	-1340.27
Cash Generated from operations		-826.91		956.03
Income Tax paid		119.90		113.23
Finance cost paid		1974.45		1763.08
Net Cash Flow from Operating Activity		-2921.26		-920.28
B. Cash Flow from Investment Activities				
Other Investment	-336.87		132.52	
Purchase of Fixed Assets	-117.44		-71.12	
Sale of asset	.51		.17	
Dividend Paid	-		-	
Dividend Received	.64	-453.17	.35	61.92
Net Cash Flow from Investment Activity		-453.17		61.92

C. Cash Flow from Financing Activity				
Change in capital	515.00		639.47	
Net increase/(Decrease) in Borrowings(other than debt securities)	-2.95		10.10	
Net increase/(Decrease) in Sub debt	965.05		34.87	
Net increase/(Decrease) in Debt Securities	1833.59	3310.68	588.52	1272.95
Net Cash Flow from Financing Activity		3310.68		1272.95
Net Increase/(Decrease)in Cash & Cash Equivalents (A+B+C)		-63.75		414.59
Opening Balance of Cash & Cash Equivalents		1715.23		1300.64
Closing Balance of Cash & Cash Equivalents		1651.48		1715.23
Components of Cash and Cash Equivalents				
Current Account with Banks		1452.64		667.14
Cash in Hand		34.04		37.27
Fixed deposit (maturing within a period of three months)		160.81		1010.00
Stamp in hand		3.98		.82
		1651.48		1715.23

For and on behalf of the Board

Sd/-
Alex Kalluvila Babu
(Managing Director)
DIN:01254207

Sd/-
K P Padmakumar
(Director)
DIN:00023176

Sd/-
Vinay Sasidharan
(Chief Executive Officer)

Sd/-
Suraj Ramachandrar
(Chief Financial Officer)

Sd/-
Girish Kumar
Ganapathy
(Company Secretary)

As per our Report of even date attached

For Mohandas & Associates
Sd/-
Mohandas A
(Partner)
Chartered Accountants
Membership No: 036726
Firm Reg No: 02116S
UDIN : 23036726BGWATK6210

Place: Kochi
Date: 24/05/2023

STATEMENT OF CHANGES IN EQUITY

a. Equity Share Capital

Equity shares of ₹ 10/- each issued, subscribed, and fully paid

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
As at the beginning of the period	2886.65	2247.18
Changes in Equity Share Capital due to prior period items	-	-
Restated balance at the beginning of the current reporting period	2886.65	2247.18
Changes in equity share capital during the current year	515.00	639.47
Balance at the end of current reporting period	3401.65	2886.65

b. Other Equity

Particulars	Reserves and Surplus					Other comprehensive income		Total
	Special Reserve Fund(u/s 45 IC of RBI Act, 1934)	Securities Premium	Debenture Redemption Reserve	Revaluation Reserve	Retained Earnings	Equity instruments through Other Comprehensive Income	Other Items of Other Comprehensive Income (Remeasurement of defined benefit plans)	
Balance as at April 01, 2021	190.64	-	-	-	40.99	-	-	231.63
Transfer from Retained earnings	57.47	-	-	-	-	-	-	57.47

Securities premium on share options exercised during the year	-	-	-	-	-	-	-	-
Amount transferred	-	-	-	-	-	-	-	-
Profit for the period	-	-	-	-	287.44	-	-0.11	287.33
Transfer to Special Reserve Fund	-	-	-	-	-57.47	-	-	-57.47
Dividend	-	-	-	-	-	-	-	-
Transfer from/(to) Debenture Redemption Reserve	-	-	-	-	-	-	-	-
Balance as at March 31, 2022	248.10	-	-	-	270.96	-	-0.11	518.96
Transfer from Retained earnings	46.78	-	-	-	-	-	-	46.78
Securities premium on share options exercised during the year	-	-	-	-	-	-	-	-
Amount transferred	-	-	-	-	-	-	-	-
Profit for the period	-	-	-	-	238.87	-	-4.97	233.89
Transfer to Special Reserve Fund	-	-	-	-	-46.78	-	-	-46.78
Dividend	-	-	-	-	-	-	-	-
Transfer from/(to) Debenture Redemption Reserve	-	-	-	-	-	-	-	-
Balance as at March 31, 2023	294.88	-	-	-	463.05	-	-5.08	752.85

Notes to Ind AS Financial Statements for the Year ended March 31, 2023

Note 1.1: Cash and cash equivalents

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Cash in hand	34.04	37.27
Balances with Banks		
- in current accounts	1452.64	667.14
- in fixed deposit (maturing within a period of three months)	160.81	1010.00
Stamp in hand	3.98	.82
Total	1651.48	1715.23

Note 1.2: Bank balance other than cash and cash equivalents

Particulars	As at March 31, 2023	As at March 31, 2022
Fixed deposits with bank (maturing after period of three months)	26.31	25.00
Total	26.31	25.00

Note 1.3 : Additional details of Fixed Deposits

Particulars	As at March 31, 2023	As at March 31, 2022
Fixed deposits given as security for borrowings	-	-
Fixed deposits given as security for guarantees	-	-
Fixed deposits held for redemption of debentures	-	-
Free held fixed deposits	187.12	1035.00
Total	187.12	1035.00

Note 2: Loans

(₹ in Lakhs)

Particulars	As at March 31, 2023					
	Amortised Cost	At Fair value				
		Through Other Comprehensive Income	Through profit or loss	Designated at fair value through profit or loss	Sub-total	Total
(A)						
i) Loans repayable on demand	-	-	-	-	-	-
ii) Term loans	14350.67	-	-	-	-	14350.67
iii) Leasing	-	-	-	-	-	-
iv) Factoring	-	-	-	-	-	-
v) Others	5558.79	-	-	-	-	5558.79
Total (A) - Gross	19909.47	-	-	-	-	19909.47
Less: Impairment loss allowance	471.00	-	-	-	-	471.00
Total (A) - Net	19438.47	-	-	-	-	19438.47
(B)						
I) Secured by tangible assets						
Business Loan	285.79	-	-	-	-	285.79
Vehicle Loan	7729.02	-	-	-	-	7729.02
Equipment Loan	783.82	-	-	-	-	783.82
Loan against Shares	42.28	-	-	-	-	42.28
Mortgage Loan	4282.54	-	-	-	-	4282.54
MSME Loans	4162.00	-	-	-	-	4162.00
Gold Loan	277.86	-	-	-	-	277.86
Total (I) - Gross	17563.30	-	-	-	-	17563.30
Less: Impairment loss allowance	440.82	-	-	-	-	440.82
Total (I) - Net	17122.48	-	-	-	-	17122.48
II) Covered by Bank / Government Guarantees	-	-	-	-	-	-
III) Unsecured						
Business Loan	1471.13	-	-	-	-	1471.13
Consumer Loan	6.42	-	-	-	-	6.42
MSME loan	245.87	-	-	-	-	245.87
Micro Lending	10.31	-	-	-	-	10.31
Personal Loan	583.58	-	-	-	-	583.58
Staff Loan	28.86	-	-	-	-	28.86
Total (III) - Gross	2346.17	-	-	-	-	2346.17
Less: Impairment loss allowance	30.17	-	-	-	-	30.17
Total (III) - Net	2315.99	-	-	-	-	2315.99
Total (B) (I+II+III) - Net	19438.47	-	-	-	-	19438.47
(C) (I) Loans in India						
i) Public Sector	-	-	-	-	-	-
ii) Others	19909.47	-	-	-	-	19909.47
(C) (II) Loans outside India	-	-	-	-	-	-
Total (C) - Gross	19909.47	-	-	-	-	19909.47
Less: Impairment loss allowance	471.00	-	-	-	-	471.00
Total (C)- Net	19438.47	-	-	-	-	19438.47

(₹ in Lakhs)

Particulars	As at March 31,2022					
	Amortised Cost	At Fair value				
		Through Other Comprehensive Income	Through profit or loss	Designated at fair value through profit or loss	Sub-total	Total
(A)						
i) Loans repayable on demand	-	-	-	-	-	-
ii) Term loans	11188.98	-	-	-	-	11188.98
iii) Leasing	-	-	-	-	-	-
iv) Factoring	-	-	-	-	-	-
v) Others	5261.12	-	-	-	-	5261.12
Total (A) - Gross	16450.1	-	-	-	-	16450.1
Less: Impairment loss allowance	334.13	-	-	-	-	334.13
Total (A) - Net	16115.97	-	-	-	-	16115.97
(B)						
I) Secured by tangible assets						
Business Loan	286.23	-	-	-	-	286.23
Vehicle Loan	5158.12	-	-	-	-	5158.12
Equipment Loan	551.15	-	-	-	-	551.15
Loan against Shares	-	-	-	-	-	-
Mortgage Loan	5560.97	-	-	-	-	5560.97
MSME Loans	3293.71	-	-	-	-	3293.71
Gold loan	363.45	-	-	-	-	363.45
Total (I) - Gross	15213.62	-	-	-	-	15213.62
Less: Impairment loss allowance	303.91	-	-	-	-	303.91
Total (I) - Net	14909.72	-	-	-	-	14909.72
II) Covered by Bank / Government Guarantees	-	-	-	-	-	-
III) Unsecured						
Business Loan	465.52	-	-	-	-	465.52
Consumer Loan	318.46	-	-	-	-	318.46
Margin Funding	22.40	-	-	-	-	22.40
MSME loan	35.93	-	-	-	-	35.93
Personal Loan	372.5	-	-	-	-	372.5
Staff Loan	21.66	-	-	-	-	21.66
Total (III) - Gross	1236.47	-	-	-	-	1236.47
Less: Impairment loss allowance	30.22	-	-	-	-	30.22
Total (III) - Net	1206.25	-	-	-	-	1206.25
Total (B) (I+II+III) - Net	16115.97	-	-	-	-	16115.97
(C) (I) Loans in India						
i) Public Sector	-	-	-	-	-	-
ii) Others	16450.10	-	-	-	-	16450.10
(C) (II) Loans outside India	-	-	-	-	-	-
Total (C) - Gross	16450.10	-	-	-	-	16450.10
Less: Impairment loss allowance	334.13	-	-	-	-	334.13
Total (C)- Net	16115.97	-	-	-	-	16115.97

2.1 Expected Credit Loss (ECL)

As required by RBI, the Company is obliged to comply with the extant prudential norms on Income Recognition, Asset Classification and Provisioning (IRACP). ECL computed by the Company as per the policy, laid down under significant accounting policies, is higher than the provision as per IRACP norms.

The Notification RBI/2019-20/170 dated 13 March, 2020, states that a comparison to be made between the provisions required under IRACP and impairment allowances made under Ind AS 109 and where the impairment allowance under Ind AS 109 is lower than the provisioning required under IRACP (including standard asset provisioning), the Company shall appropriate the difference from their net profit or loss after tax to a separate 'impairment reserve'.

Since, the ECL provision computed as per the policy laid down under significant accounting policies is higher than the provision as per IRACP norms, the requirement of appropriating the difference from the net profit after tax to a separate 'impairment reserve' does not arise.

An analysis of changes in the gross carrying amount and the corresponding ECL allowances in relation to receivables under financing activities is, as follows:

(₹ in Lakhs)

Year ended March 31, 2023				
	Stage 1	Stage 2	Stage 3	Total
Opening Gross carrying amount	10601.33	5120.02	728.75	16450.10
Add: New Assets	10475.19	139.26	24.58	10639.04
Less: Assets repaid	-4893.99	-2133.55	-100.22	-7127.77
Transfer to Stage 1	2481.54	-2479.54	-2.00	-0.00
Transfer to Stage 2	-358.56	362.55	-3.99	-0.00
Transfer to Stage 3	-97.06	-203.25	300.31	-
Less: Write off	-17.35	-18.01	-16.54	-51.90
Closing Gross carrying amount	18191.09	787.49	930.89	19909.47

Reconciliation of ECL Balance

(₹ in Lakhs)

Year ended March 31, 2023				
ECL Provision	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount	145.42	120.01	68.71	334.13
Add: New Assets	145.78	4.65	3.06	153.49
Less: Assets repaid	-28.60	-34.06	-4.68	-67.34

Transfer to Stage 1	4.95	-4.90	-.05	-
Transfer to Stage 2	-22.67	22.67	-	-
Transfer to Stage 3	-10.55	-58.21	68.76	-
Less: Write off	-.44	-3.43	-1.18	-5.04
Impact of changes in credit risk on account of stage movements	-	.09	55.67	55.76
Closing carrying amount	233.89	46.82	190.29	471.00

2.2 Movement of provision for standard and non-performing assets

As per the Non-Systemically Important Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Reserve Bank Directions, 2016, the Company has created provision for Standard Assets as well as Non-Performing Assets. Details are as per the table below:-

Particulars	(₹ in Lakhs)	
	2022-23	2021-22
Provision for Standard Assets	70.52	81.78
Provision at the beginning of the year	81.78	37.12
Additional provision made during the year	-11.26	44.66
Provision at the close of the year	70.52	81.78
Non-Performing Assets		
Sub-standard Assets	369.53	376.90
Doubtful Assets (Upto 1year)	240.44	69.30
Doubtful Assets (1 – 3 years)	40.39	.69
Doubtful Assets (More than 3 years)	280.54	281.86
Loss Assets	-	-
Total Non-performing Assets	930.89	728.75
Provision for non-performing assets		
Provision at the beginning of the year	197.96	157.24
Additional provision made during the year	45.44	40.71
Provision at the close of the year	243.40	197.96

2.3 Credit Quality of assets

The table below shows the credit quality and the maximum exposure to credit risk based on the Company's internal credit rating system and year-end stage classification.

(₹ in Lakhs)

As on 31/03/2023				
Internal Rating	Stage 1	Stage 2	Stage 3	Grand Total
High grade	18191.09	399.72	-	18590.81
Medium grade	-	315.40	279.85	595.25
Low grade	-	72.37	651.03	723.40
Total	18191.09	787.49	930.89	19909.47
As on 31/03/2022				
Internal Rating	Stage 1	Stage 2	Stage 3	Grand Total
High grade	10601.33	4349.10	-	14950.42
Medium grade	-	631.88	279.85	911.74
Low grade	-	139.04	448.89	587.94
Total	10601.33	5120.02	728.75	16450.10

Note 3: Investments (at FVTPL)

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
i) Mutual funds & ETF	39.06	163.73
ii) Government securities	-	-
iii) Debt securities	975.09	543.43
iv) Equity instruments		
Subsidiaries	-	-
Others	307.92	297.86
Fair value gain		
Total Gross (A)	1322.07	1005.01
i) Investments outside India	-	-
ii) Investments in India	1322.07	1005.01
Total Gross (B)	1322.07	1005.01
Less: Allowance for impairment loss (C)	.45	.14
Total - Net D = (A) - (C)	1321.62	1004.87

Equity instruments

(₹ in Lakhs)

Particulars	As at March 31, 2023		As at March 31, 2022	
	Number	Amount	Number	Amount
<u>Subsidiaries</u>				
Quoted	-	-	-	-
Unquoted	-	-	-	-
Subtotal	-	-	-	-
<u>Others</u>				
Quoted				
Ecap equities limited	-	-	25.00	35.69
Allcargo logistics ltd	1000	3.56	-	-
Allcargo logistics ltd	600	2.13	-	-
Blue dart express ltd	50	3.11	-	-
Hindalco	532	2.16	532.00	3.03
Rshares liquid bees	-	-	1.00	.01
Yes bank limited	-	-	1.00	12.30
Acc ltd	-	-	100.00	2.15
Apollo hospitals enterprise ltd	-	-	50.00	2.26
Deepak nitrite ltd	-	-	100.00	2.24
Dlf ltd	-	-	575.00	2.19
Hdfc bank limited	-	-	150.00	2.21
Hindalco industries ltd	-	-	400.00	2.28
Icici prudential life insurance company ltd	-	-	400.00	2
Info edge india limited	-	-	50.00	2.25
Reliance industries limited	420.00	9.79	100.00	2.63
Tata consumer products ltd	-	-	300.00	2.33
Tata motors ltd	-	-	500.00	2.17
Subtotal		26.31		75.75
Unquoted				
Hedge equities ltd	2439000	121.95	2439000	121.95
National stock exchange	-	-	-	-
National stock exchange of india limited	-	-	-	-
One mobikwik	1,000	6.41	1,000.00	6.41
Avendus future leaders fund ii	-	59.50	-	-
Basic enterprises private limited	33	24.75	33.00	24.75

Intelloak technologies private limited (pref. shares)	222	48.99	222.00	48.99
DCG PAC	3472	20.00	3472	20.00
Subtotal		281.61		222.11
Total		307.92		297.86

Debt Instruments & Mutual Funds

(₹ in Lakhs)

Particulars	As at March 31, 2023		As at March 31, 2022	
	Number	Amount	Number	Amount
Quoted				
Canara Robeco Bluechip Equity Reg-G	19737.34	8.02	9963.45	4.06
Canara Robeco Emerging Equities Reg-G	5096.93	7.91	2587.93	4.10
DSP Overnight Fund Reg-G	-	-	11178.55	126.91
HDFC Ultra Short Term Fund Reg-G	-	-	109317.63	13.42
Parag Parikh Flexi Cap Reg-G	16818.83	8.32	8518.27	4.21
Subtotal		24.25	-	152.70
ASIRVAD MICRO FINANCE, 13% 30JUN2022	-	-	1	10.25
LENDINGKART FINANCE, 11.25% 6NOV2023	3	30.36	3	30.36
MFCL 050823 (825MFCL23A)	-	-	106	1.05
MFCL-ZC-6-7-24-NC D	-	-	110	1.15
MFL 16092023	395	4.94	-	-
MFL 020524 (8MFL24)	-	-	1319	12.70
MFL 090423(94MFL23)	-	-	2	.02
MFL 0MFL22C 170722	-	-	828	9.68
MFL 130524(85MFL24A)	-	-	324	3.22
MFL 280124 (825MFL24)	-	-	551	5.39
MFL 8.00 02052024	499	4.85	-	-
MFL 8.00 05122024	194	1.88	-	-
MFL 8.10 01052025	198	1.91	-	-
MFL 8.25 03042025	284	2.72	-	-
MFL 8.25 05082023	804	6.93	-	-
MFL 8.25 05112025	183	1.70	-	-
MFL 8.25 13062023	1803	17.87	-	-
MFL 8.25 28012024	904	8.89	-	-
MFL 8.25 29042023	658	6.57	-	-

MFL 8.50 06072024	140	1.37	-	-
MFL 8.50 13052024	385	3.77	-	-
MFL 8.50 28122024	101	.98	-	-
MFL 8.50 29032024	971	9.47	-	-
MFL 9.00 28122023	400	3.96	-	-
MFL 9.15 16092023	400	3.96	-	-
MFL 9.15 29102025	267	2.61	-	-
MFL 9.40 09042023	267	2.67	-	-
MFL 9.45 28122023	450	5.04	-	-
MFL 9.50 07022025	80	.80	-	-
MFL 9.75 17072025	40	.38	-	-
MFL ZERO 02052024	150	1.57	-	-
MFL ZERO 05082023	832	9.59	-	-
MFL ZERO 05122024	3432	34.66	-	-
MFL ZERO 06072024	200	2.34	-	-
MFL ZERO 13052024	464	5.40	-	-
MFL ZERO 13062023	869	10.25	-	-
MFL ZERO 28012024	718	7.93	-	-
MFL ZERO 28122023	452	5.60	-	-
MFL ZERO 29032024	20	.24	-	-
MFL ZERO 29042023	5648	66.99	-	-
MMFL 8.50 27042023	568	5.68	-	-
MMFL ZERO 02012024	1	.01	-	-
MMFL ZERO 02052023	450	4.82	-	-
MMFL ZERO 17042024	1	.01	-	-
MMFL ZERO 29112024	100	.99	-	-
MML GSEC 25092023	2	20.20	-	-
NFL 9.1792 05042023	1	10.05	-	-
NFL 9.20 08122023	2506	24.81	-	-
NFL GSEC 24052023	1	10.26	-	-
SBI 9.56 PERPT	9	92.95	-	-
SSFL GSEC 16122023	10	10.28	-	-
TSIBL 13.75 PERPT	15	15.74	-	-
UPPCL 9.75 I 201027	2	20.61	-	-
MFL 28122024 (850MFL24)	-	-	9	.09
MFL 281223 (945MFL23)	-	-	132	1.36

MFL 281223 (9MFL23B)	-	-	685	6.88
MFL 281224 (MFL291021A)	-	-	6	.06
MFL 290324 (0MFL24D)	-	-	187	2.06
MFL 290423(825MFL23)	-	-	1,183	11.59
MFL 9MFL22 170722	-	-	792	7.93
MFL-8.5%-29-3-24-NCD	-	-	3	.03
MFL-9.15%-16-9-23-NCD	-	-	50	.49
MFL-9.40% 0770722(94MFL22)	-	-	236	2.49
MFL-9.90%-8-4-23-NCD	-	-	270	2.72
MUTHOOT FIN 251022 (10MFL22A)	-	-	830	10.56
MUTHOOT FIN 251022 95MFL22A	-	-	1,249	12.51
MUTHOOT FINC 10MFL22 (25102022)	-	-	50	.52
SOUTH INDIAN BANK LTD. SR I (31/12/9999)	-	-	11	11.30
SSFL-GSEC-161223(SSFL160 621)	-	-	10	10.84
MFL 130623(825MFL23A)	-	-	907	8.95
SOUTH INDIAN BANK LTD10	10.00	10.55	-	-
MUTHOOT FINCORP LTD	860	10.20	940	11.05
GOVERNMENT OF INDIA SGBJUN29IB	50	2.73	-	-
TRUE BEACON INVESTMENT ADVISORS LLP	-	97.91	-	-
Subtotal		606.00		175.26
Exchange Traded Fund - Quoted				
CPSE ETF	5,000.00	1.98	8,500.00	2.85
ICICI PRUDENTIAL NIFTY PRIVATE BANK ETF	1,300.00	2.65	-	-
MIRAE ASSET HANG SENG TECH ETF	16,000.00	2.43	20,000.00	2.93
MOTILAL OSWAL MOST SHARES NASDAQ100 ETF	2,840.00	2.96	-	-
NIPPON INDIA ETF GOLD BEES	-	-	6,000.00	2.65
NIPPON INDIA ETF NIFTY MIDCAP150	2,050.00	2.38	-	-
NIPPON INDIA ETF NIFTY 50BEES	1,267.00	2.41	-	-
NIPPON INDIA ETF LIQUID BEES	0.25	.00	0.25	.00
NIPPON INDIA ETF NIFTY IT	-	-	7,000.00	2.61
Subtotal		14.81		11.03
Unquoted				
AVENDUS FUTURE LEADERS FUND II	-	-	22.5063	22.50
HELLA INFRA MARKET PRIVATE LIMITED	200	138.48	200	200.00

NEO SPECIAL CREDIT OPPORTUNITIES FUND	-	41.00	-	-
TRUE BEACON 17SEP2021 CLASS A TRUE BEACON 484	-	-	-	125.00
SR I TR II 14.50 LOA 13JN25 FVRS10LAC (ELDECO)	10	89.61	-	-
KSPL12.00 09022024 (KRAZY)	10	100.00	-	-
SPANDANA SPHOORTY FINANCIAL 07012023	-	-	41	20.67
Subtotal		369.09		368.17
Total		1014.15		707.15

Note 4: Other financial assets

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Security deposits		
- Rent Deposit	18.39	20.62
- Security Deposit with CDSL	1.50	1.50
- Deposit with BSE	.50	.20
- Security Deposit with KSEB	.14	-
- Interest receivable on Financial Assets	327.93	512.68
Total	348.45	534.99

Note 5: Property, plant and equipment

(₹ in Lakhs)

	Buildings	Printer & Scanners	Mobile Phone	Furniture and Fixtures	Computer	Office equipments	UPS & Battery	Air conditioner	Vehicles	Electrical Installations	Total
Gross block- at cost											
Deemed cost as at April 01, 2021	319.53	2.81	1.99	80.52	54.17	15.22	4.63	14.57	39.42	17.47	550.32
Additions	-	.66	.02	23.16	7.89	3.32	1.98	1.71	17.76	2.62	59.12
Disposals	-	-	-	1.54	-	-	-	-	-	.48	2.02
As at March 31, 2022	319.53	3.47	2.00	102.14	62.06	18.54	6.61	16.28	57.19	19.61	607.42
Additions	98.44	-	.39	6.48	5.26	2.77	.98	1.35	-	1.78	117.44
Disposals	-	-	-	4.82	-	1.52	-	-	-	.73	7.07
As at March 31, 2023	417.97	3.47	2.39	103.79	67.31	19.79	7.59	17.62	57.19	20.65	717.79
Accumulated depreciation											
As at April 01, 2021	14.14	1.28	1.97	11.29	40.51	3.05	2.85	5.38	14.05	2.42	96.94
Charge for the period	5.06	.71	.02	8.66	5.96	1.66	.94	2.70	6.62	1.78	34.10
Reversal of Depreciation	-	-	-	.16	-	-	-	-	-	.04	.20
As at March 31, 2022	19.20	1.98	1.99	19.79	46.48	4.70	3.80	8.08	20.67	4.15	130.84
Charge for the period	5.18	.74	.18	9.96	7.07	2.07	1.39	2.94	5.85	1.84	37.22
Reversal of Depreciation	-	-	-	.88	-	.23	-	-	-	.14	1.25
As at March 31, 2023	24.38	2.73	2.17	28.88	53.54	6.54	5.19	11.01	26.52	5.86	166.81
Net Block											
As at April 01, 2021	305.39	1.53	.02	69.22	13.66	12.17	1.78	9.19	25.37	15.05	453.38
As at March 31, 2022	300.33	1.49	.01	82.35	15.58	13.83	2.82	8.20	36.52	15.46	476.58
As at March 31, 2023	393.59	.75	.22	74.92	13.77	13.26	2.41	6.61	30.67	14.80	550.98

Note 6: Other Intangible Assets

(₹ in Lakhs)

	Computer Software	Intangible assets under development	Total
Gross block- at cost			
Deemed cost as at April 01, 2021	22.60	-	22.60
Additions	12.00	-	12.00
Disposals	-	-	-
As at March 31, 2022	34.60	-	34.60
Additions	-	-	-
Disposals	-	-	-
As at March 31, 2023	34.60	-	34.60
Accumulated amortisation			
As at April 01, 2021	6.78	-	6.78
Charge for the period	5.17	-	5.17
As at March 31, 2022	11.95	-	11.95
Charge for the period	6.24	-	6.24
As at March 31, 2023	18.18	-	18.18
Net book value:			
As at April 01, 2021	15.82	-	15.82
As at March 31, 2022	22.65	-	22.65
As at March 31, 2023	16.42	-	16.42

Note 6.1 Intangible assets under development aging schedule

Intangible assets under development	Amount of CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	-	-	-	-	-

Note 7: Other Non-financial assets

Particulars	As at March 31, 2023	As at March 31, 2022
Balances with government authorities		
-GST Receivable	11.18	5.61
- Income tax	-	-
Other Advances/Receivables	283.85	237.60
Total	295.03	243.21

Note 8: Debt Securities

(₹ in Lakhs)

Particulars	As at March 31, 2023			
	At amortised cost	At fair value through profit or loss	Designated at fair value through profit or loss	Total
Debt securities in India				
(i) Secured				
(a) Privately Placed NCD	13177.45	-	-	13177.45
(b) Public Issue NCD	-	-	-	-
(ii) Unsecured				
(a) Privately Placed NCD	3600.00	-	-	3600.00
(b) Public Issue NCD	-	-	-	-
(iii) Unclaimed Matured Debentures	-	-	-	-
(iv) Interest accrued on above	855.38	-	-	855.38
(v) Unamortized transaction cost on NCD	-23	-	-	-23
Total (A)	17632.60	-	-	17632.60
Debt securities outside India	-	-	-	-
Total (B)	17632.60	-	-	17632.60

Particulars	As at March 31, 2022			
	At amortised cost	At fair value through profit or loss	Designated at fair value through profit or loss	Total
Debt securities in India				
(i) Secured				
(a) Privately Placed NCD	11145.05	-	-	11145.05
(b) Public Issue NCD	-	-	-	-
(ii) Unsecured				
(a) Privately Placed NCD	3950.00	-	-	3950.00
(b) Public Issue NCD	-	-	-	-
(iii) Unclaimed Matured Debentures	2.20	-	-	2.20
(iv) Interest accrued on above	707.04	-	-	707.04
(v) Unamortized transaction cost on NCD	-5.28	-	-	-5.28
Total (A)	15799.01	-	-	15799.01
Debt securities outside India	-	-	-	-
Total (B)	15799.01	-	-	15799.01

8.1 Secured Redeemable Non-Convertible Debentures – Unlisted

The outstanding amount of Secured Redeemable Non-Convertible Unlisted Debentures raised through Private Issue stood at ₹ 9677.45 lakhs.

Date of Maturity	Amount in lakhs (₹)	Interest rate
30-03-2023	5.00	10.75%
28-04-2023	200.00	9.50% - 10.25%
01-05-2023	10.00	10.25%
15-05-2023	30.00	11.25% - 11.50%
26-05-2023	117.00	9.50% - 10.25%
01-06-2023	128.00	10.25% - 11.00%
19-06-2023	154.50	9.50% - 11.75%
30-06-2023	87.00	9.75% - 10.25%
01-07-2023	94.50	10.25% - 11.00%
15-07-2023	32.00	10.25% - 10.75%
22-07-2023	127.00	11.00% - 11.75%
25-07-2023	251.00	9.50% - 10.25%
01-08-2023	58.00	10.25% - 11.00%
22-08-2023	246.00	11.00% - 11.75%
26-08-2023	243.00	9.50% - 10.25%
01-09-2023	200.00	10.25% - 12.00%
24-09-2023	44.00	10.50% - 10.75%
25-09-2023	264.25	9.50% - 10.25%
01-10-2023	52.00	10.25% - 10.50%
24-10-2023	40.00	10.00% - 10.75%
26-10-2023	284.00	9.50% - 10.25%
01-11-2023	54.00	10.25% - 11.50%
24-11-2023	107.00	10.25% - 10.75%
25-11-2023	130.00	9.75% - 10.25%
01-12-2023	122.00	10.25% - 11.25%
22-12-2023	110.50	11.00% - 11.75%
26-12-2023	123.00	9.50% - 10.25%
31-12-2023	65.00	10.25% - 11.00%
25-01-2024	82.00	11.25% - 11.75%
29-01-2024	396.00	9.50% - 10.25%

01-02-2024	60.00	10.25% - 10.75%
25-02-2024	91.00	11.00% - 11.75%
26-02-2024	315.50	9.50% - 10.25%
26-03-2024	10.00	10.25%
30-03-2024	159.00	11.00% - 11.75%
31-03-2024	25.00	10.25% - 10.75%
27-04-2024	103.00	9.50% - 10.25%
01-05-2024	90.00	11.00% - 11.75%
22-05-2024	102.00	9.50% - 10.25%
01-06-2024	137.60	11.00% - 11.75%
15-06-2024	125.00	9.50% - 10.25%
28-06-2024	204.00	9.50% - 10.25%
01-07-2024	350.00	11.00% - 11.75%
19-07-2024	77.00	11.00% - 11.75%
01-10-2024	41.00	10.75% - 11.25%
01-11-2024	77.00	11.00% - 11.75%
15-11-2024	10.00	10.25%
23-11-2024	25.00	11.00%
16-12-2024	10.00	10.00%
27-01-2025	83.00	10.00% - 10.50%
01-02-2025	35.00	11.00% - 11.25%
27-02-2025	101.00	10.00% - 10.75%
24-03-2025	120.00	12.00%
25-03-2025	137.00	10.00% - 10.50%
27-04-2025	60.00	10.00% - 10.25%
15-05-2025	20.00	11.25% - 11.75%
28-05-2025	147.50	10.00% - 10.75%
19-06-2025	33.00	11.75%
26-06-2025	30.00	10.50% - 10.75%
19-07-2025	94.00	10.00% - 10.25%
22-07-2025	50.00	11.00% - 11.75%
26-07-2025	50.00	10.50%
31-07-2025	50.00	10.00% - 10.75%
22-08-2025	104.50	11.00% - 11.50%
25-08-2025	60.00	10.00%

26-09-2025	256.00	10.00% - 10.75%
24-10-2025	31.00	10.00% - 10.25%
25-10-2025	144.00	10.00% - 10.75%
24-11-2025	16.00	10.00% - 10.75%
26-11-2025	170.00	10.00% - 10.75%
22-12-2025	77.00	11.00% - 11.25%
25-12-2025	46.00	10.00% - 10.75%
25-01-2026	60.00	11.00% - 11.75%
26-01-2026	36.00	10.25%
25-02-2026	183.00	11.00% - 11.75%
28-02-2026	30.50	10.25% - 10.75%
26-03-2026	94.00	10.50% - 10.75%
30-03-2026	131.00	11.00% - 11.75%
26-04-2026	80.00	10.00% - 10.25%
27-05-2026	10.00	10.50%
22-06-2026	32.00	10.75%
28-07-2026	54.00	10.00% - 10.75%
16-02-2027	15.00	10.75%
27-03-2027	20.00	10.00%
27-04-2027	40.00	10.00% - 10.50%
25-05-2027	81.00	10.00% - 10.75%
27-06-2027	70.00	10.00% - 10.75%
28-07-2027	15.00	10.25%
26-08-2027	30.00	10.00%
19-09-2027	25.00	10.00% - 10.25%
26-09-2027	70.00	10.75% - 11.00%
30-09-2027	97.00	10.00% - 10.75%
25-10-2027	40.00	10.00%
26-11-2027	123.10	10.00% - 10.75%
25-12-2027	20.00	10.00% - 10.25%
26-01-2028	72.00	10.00% - 10.75%
25-02-2028	34.00	10.00%
26-03-2028	125.00	10.00% - 10.75%
29-04-2028	35.00	10.00% - 10.25%
26-05-2028	101.00	10.00% - 10.25%

26-06-2028	30.00	10.00% - 10.75%
15-09-2028	20.00	10.50%
28-09-2028	120.00	10.00%
Total	9677.45	

8.2 Secured Redeemable Non-Convertible Debentures – Listed

The Company had privately placed Secured Redeemable Non-Convertible Debentures with an outstanding amount of ₹ 3500.00 lakhs

Series	Redemption Period	Amount in lakhs ₹)	Interest Rate
Tranche 6 - Listed Series III-Annual	3 Years	500.00	11.00%
Tranche 8 - Listed Series IV-Cumulative	5 Years	500.00	11.00%
Tranche 8 - Listed Series IV-Monthly	5 Years	500.00	10.50%
Tranche 8 - Listed Series V-Cumulative	5.5 Years	500.00	11.00%
Tranche 8 - Listed Series V-Monthly	5 Years	500.00	10.50%
Tranche 8 - Listed Series VI-Monthly	5 Years	500.00	10.50%
Tranche 8 - Listed Series VI-Cumulative	5.5 Years	500.00	11.00%
Total		3500.00	

Date of Maturity	Interest percentage	Amount in lakhs (₹)
24-12-2023	11.00%	500.00
02-08-2027	11.00%	500.00
02-08-2027	10.50%	500.00
27-04-2028	11.00%	500.00
27-10-2027	10.50%	500.00
01-03-2028	10.50%	500.00
01-09-2028	11.00%	500.00
		3500.00

8.3 Unsecured Debentures – Listed

Date of maturity	Amount in lakhs (₹)	Interest Rate
Total	-	-

8.4 Unsecured Debentures – Unlisted

Date of Maturity	Amount in lakhs (₹)	Interest Rate
25-04-2023	200.00	11.00%
03-10-2023	200.00	11.00%
26-11-2023	100.00	11.00%
27-11-2023	100.00	10.50%
18-12-2023	300.00	11.00%
18-01-2024	150.00	11.00%
22-01-2024	150.00	11.00%
04-02-2024	250.00	11.75%
20-02-2024	150.00	11.00%
05-03-2024	100.00	11.00%
20-03-2024	300.00	12.00%
27-07-2025	200.00	11.00%
13-01-2026	200.00	11.00%
17-01-2026	300.00	11.00%
20-01-2026	300.00	11.00%
07-01-2027	200.00	10.00%
25-02-2027	400.00	12.00%
Total	3600.00	

8.5 Unclaimed Matured Debentures

Period	Amount in lakhs (₹)
-	-
Total	-

There are no outstanding dues pending to be transferred to Investor Education and Protection Fund as on 31st March,2023.

Note 9: Borrowings (other than debt securities)

(₹ in Lakhs)

Particulars	As at March 31, 2023			
	At amortised cost	At fair value through profit or loss	Designated at fair value through profit or loss	Total
(a) Term loan				
<i>(i) from banks</i>				
Vehicle Loans	19.65	-	-	19.65
<i>(ii) from others</i>	-	-	-	-
(b) Loans from related party	-	-	-	-
(c) Loans repayable on demand				
<i>(i) from banks</i>	-	-	-	-
<i>(ii) from financial institutions</i>	-	-	-	-
Total (A)	19.65	-	-	19.65
Borrowings in India	19.65	-	-	19.65
Borrowings outside India	-	-	-	-
Total (B)	19.65	-	-	19.65

Particulars	As at March 31, 2022			
	At amortised cost	At fair value through profit or loss	Designated at fair value through profit or loss	Total
(a) Term loan				
<i>(i) from banks</i>				
Vehicle Loans	22.60	-	-	22.60
<i>(ii) from others</i>	-	-	-	-
(b) Loans from related party	-	-	-	-
(c) Loans repayable on demand				
<i>(i) from banks</i>	-	-	-	-
<i>(ii) from financial institutions</i>	-	-	-	-
Total (A)	22.60	-	-	22.60
Borrowings in India	22.60	-	-	22.60
Borrowings outside India	-	-	-	-
Total (B)	22.60	-	-	22.60

9.1 Term Loans

Amount outstanding - 7.80 Lakhs Secured by way of first and exclusive charge by Hypothecation of the vehicle for the due payment.

Repayment terms: 84 monthly instalments of 16442/-

Federal Bank Vehicle Loan - Honda City

Amount outstanding ₹ 11.85 lakhs secured by way of first and exclusive charge by hypothecation of the vehicle for the due payment.

Repayment terms :84 monthly instalments of ₹ 23459

Note 10: Subordinated Liabilities

Particulars	As at March 31, 2023			
	At amortised cost	At fair value through profit or loss	Designated at fair value through profit or loss	Total
Subordinated Liabilities in India	1609.42	-	-	1609.42
Subordinated Liabilities outside India	-	-	-	-
Total	1609.42	-	-	1609.42

Particulars	As at March 31, 2022			
	At amortised cost	At fair value through profit or loss	Designated at fair value through profit or loss	Total
Subordinated Liabilities in India	644.37	-	-	644.37
Subordinated Liabilities outside India	-	-	-	-
Total	644.37	-	-	644.37

10.1 Subordinate Debt By Private Placement

Subordinated Debt is subordinated to the claims of other creditors and qualifies as Tier II capital subject to discounting as may be applicable under the applicable Reserve Bank master directions. The outstanding as at the end of the financial year stood at ₹ 1609.42 Lakhs (including interest accrued of 104.42 lakhs)

	(₹) In lakhs *	Interest Rate
	As at 31 st March, 2023	
Maturity Pattern (Interest pay out-Monthly)		
Dec-25	17.50	11.50%

Jan-26	95.06	11.50%
Feb-26	95.75	11.50%
Mar-26	23.00	11.50%
Aug-27	14.00	10.50%
Sep-27	96.55	10.50%
Oct-27	20.75	10.50%
Nov-27	88.30	10.50%
Dec-27	107.70	10.50%
Jan-28	59.50	10.50%
Feb-28	24.00	10.50%
Mar-28	16.60	10.50%
Total	658.71	
Maturity Pattern (Interest Pay out - Yearly)		
Dec-25	19.00	12.00%
Jan-26	34.25	12.00%
Feb-26	20.30	12.00%
Mar-26	7.50	12.00%
Aug-27	17.20	11.00%
Sep-27	69.55	11.00%
Oct-27	32.00	11.00%
Nov-27	15.50	11.00%
Dec-27	74.50	11.00%
Jan-28	43.30	11.00%
Feb-28	21.25	11.00%
Mar-28	12.20	11.00%
Total	366.55	
Maturity Pattern (Interest Pay out - Compounding)		
Dec-26	71.40	12.25%
Jan-27	108.70	12.25%
Feb-27	63.14	12.25%
Mar-27	44.40	12.25%
May-29	89.85	11.00%
Jun-29	12.70	11.00%
Jul-29	16.20	11.00%
Aug-29	58.75	11.00%

Sep-29	1.60	11.00%
Oct-29	2.00	11.00%
Nov-29	11.00	11.00%
Total	479.74	
Grand Total	1505.00	

* Excluding interest accrued

Note 11: Other Financial liabilities.

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Rent Payable	2.09	2.01
Salary Payable	1.49	1.17
Other Payables	76.11	236.95
Due to creditors	2.52	27.35
Total	82.21	267.48

Note 12: Provisions

Particulars	As at March 31, 2023	As at March 31, 2022
Provision for Advances	-	30.24
Provision for employee benefits :		
- Gratuity	27.39	19.99
Provision for MTM loss	.61	-
Total	28.00	50.23

Note 13: Other Non-financial liabilities.

Particulars	As at March 31, 2023	As at March 31, 2022
Statutory dues payable		
-ESI, EPF & Staff Welfare Fund	6.00	5.97
-Tax Deducted at Source	16.56	17.10
-Professional tax	.38	.36
-GST Payable	12.21	6.68
-Provision for income tax	14.57	32.67
Card Expense Payable	-	.88
Unamortized Processing Fees	180.03	112.56
Unamortized Verification Charges	4.87	-
Total	234.62	176.23

Note 14: Equity share capital.

14.1 The reconciliation of equity shares outstanding at the beginning and at the end of the period.

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Authorised		
75000000 Equity Shares of ₹ 10/- each		
55000000 Equity Shares of ₹ 10/- each	5500.00	5500.00
20000000 Preference shares of ₹ 10/- each	2000.00	2000.00
Issued, subscribed, and fully paid up		
34016482 Equity shares of ₹ 10/- each fully paid up	3401.65	2371.65
Subscribed but not fully paid up		
10299938 Equity shares of ₹ 10/each: ₹ 5 paid	-	515.00
Total Equity	3401.65	2886.65

14.2 Terms/ rights attached to equity shares

The Company has issued only one class of equity shares having a par value of Rs 10/- per share. Each holder of equity shares is entitled to one vote per share. 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.

14.3 Reconciliation of the number of Equity shares and of Equity share capital amount outstanding at the beginning and at the end of the year

Particulars	In Numbers	₹ in Lakhs
As at April 01, 2021	2,37,16,544.00	2247.18
Shares issued during the period	1,02,99,938.00	639.47
As at March 31, 2022	3,40,16,482.00	2886.65
Shares issued during the period	-	515.00
As at March 31, 2023	3,40,16,482.00	3401.65

14.4 Details of Equity shareholders holding more than 5% shares in the company

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of shares held	% holding in the class	No. of shares held	% holding in the class
Alex K Babu	6984680	20.53%	6984680	20.53%
Nithya Alex	2132318	6.27%	2132318	6.27%
Raphel P Thomas	5250000	15.43%	5250000	15.43%
KC Babu	9593182	28.20%	9593182	28.21%

14.5 Disclosure as to aggregate number and class of shares allotted as pursuant to contract(s) without payment being received in cash, fully paid up by way of bonus shares and shares bought back.

Particulars	Fully paid up pursuant to contract(s) without payment being received in cash	Fully paid up by way of bonus shares	Shares bought back
Equity Shares:			
2018-2019	-	-	-
2017-2018	-	-	-
2016-2017	-	-	-
2015-2016	-	-	-
2014-2015	-	-	-

Note 15: Other equity

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Statutory Reserves		
Special Reserve Fund(u/s 45 IC of RBI Act, 1934)		
Balance at the beginning of the year	248.10	190.64
Add: Transfer from Retained earnings	46.78	57.47
Balance at the end of the year	294.88	248.10
Debenture Redemption Reserve		
Balance at the beginning of the year	-	-
Add: Transfer from/(to) Retained earnings	-	-
Balance at the end of the year	-	-
Securities Premium		
Balance at the beginning of the year	-	-
Add: Securities premium on share options exercised during the year	-	-
Balance at the end of the year	-	-
Revaluation Reserve		
Balance at the beginning of the year	-	-
Add: Amount transferred	-	-
Balance at the end of the year	-	-
Retained Earnings		
Balance at the beginning of the year	270.86	40.99
Add: Profit for the period	233.89	287.33

Add/Less: Appropriation :-		
Transfer to Special Reserve Fund	-46.78	-57.47
Dividend	-	-
Transfer from/(to) Debenture Redemption Reserve	-	-
Transfer to Impairment Reserve	-	-
Total appropriations	-46.78	-57.47
Balance at the end of the year	457.97	270.86
Total	752.85	518.96

15.1 Nature and purpose of reserve

Statutory reserve

Statutory Reserve represents the Reserve Fund created u/s 45IC of the Reserve Bank of India Act, 1934. In current year ₹ 46.78 lakhs is appropriated from statement of profit and loss to the Special Reserve Fund.

Retained Earnings

This Reserve represents the cumulative profits of the Company. This Reserve can be utilized in accordance with the provisions of the Companies Act, 2013.

Note 16: Interest income

Particulars	(₹ in Lakhs)	
	As at March 31, 2023	As at March 31, 2022
<u>i) Interest on Loans</u>	On Financial asset measured at amortised cost	On Financial asset measured at amortised cost
Business Loan	189.72	253.24
Vehicle Loan	1410.97	649.45
Equipment Loan	144.41	106.28
Loan against Shares	15.73	68.14
Mortgage Loan	797.51	799.95
MSME Loans	733.98	686.17
Personnel Loan	73.59	29.22
Gold Loan	60.76	88.58
Staff Loan	3.70	2.47
Consumer Loan	12.07	137.97
Micro Loan	2.44	12.42
Processing Fee	80.42	36.91
Total	3525.31	2870.80

Note 17: Net gain on fair value changes.

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Net gain/loss on financial instruments at fair value through profit or loss		
(i) On trading portfolio		
- Investments	-19.81	16.97
(B) Loss on fair valuation of equity shares		
Total Net gain on fair value changes (C)	-19.81	16.97
Fair Value changes:		
- Unrealised	-19.81	16.97
Total Net gain on fair value changes	-19.81	16.97

Note 18: Other operation Income.

Particulars	As at March 31, 2023	As at March 31, 2022
Other Operating Income	208.32	96.86
Total	208.32	96.86

Note 19: Other Income

Particulars	As at March 31, 2023	As at March 31, 2022
Other non-operating income	221.12	451.86
Profit on sale of Fixed assets	-	-
Total	221.12	451.86

Note 20: Finance Costs

Particulars	As at March 31, 2023	As at March 31, 2022
	On financial liabilities measured at amortised cost	On financial liabilities measured at amortised cost
Interest on borrowings (other than debt securities)	1.90	1.75
Interest on debt securities		
-Public issue	-	-
-NCD amortization	-	-
-Private Placement	1853.94	1685.74
Interest on subordinated liabilities	113.33	72.25
Bank Charges	5.30	3.34
Total	1974.45	1763.08

Note 21: Impairment on financial instruments.

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
	On financial instruments measured at amortised cost	On financial instruments measured at amortised cost
Loans	136.87	139.76
Investments	.31	.14
Provision for MTM Loss	.61	-.56
Total	137.78	139.35

Note 22: Employee Benefits Expenses

Particulars	As at March 31, 2023	As at March 31, 2022
Salaries and Wages	511.69	462.01
Provision for Gratuity	4.10	5.69
Staff Incentive	192.51	53.89
Contributions to Provident and Other Funds	30.95	29.22
Staff Welfare Expenses	.39	2.02
Total	739.65	552.83

Note 23: Depreciation, amortization and impairment.

Particulars	As at March 31, 2023	As at March 31, 2022
Depreciation of tangible assets	37.22	35.12
Amortization of intangible assets	6.24	5.17
Impairment of tangible assets	4.88	-
Total	48.33	40.28

Note 24: Other Expenses

(₹ in Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Rent, taxes and energy costs	91.34	87.01
Repairs and maintenance	6.22	6.42
Communication Costs	6.37	4.76
Printing and stationery	10.94	8.27
Advertisement and publicity	17.00	12.21
Director's fees, allowances and expenses	44.26	39.30
Auditor's fees and expenses	6.50	6.50
Legal and Professional charges	90.86	48.56
Insurance	.79	2.38
General Office Expenses	38.21	27.70
Travelling Expenses to Staff	59.07	37.23
Vehicle Running & Maintenance Expenses	3.11	1.39
Subscription Charges	21.90	24.02
Donation	7.15	.99
GST Input reversal	19.21	25.38
Fees	20.31	9.64
Commission	155.47	139.06
Consultancy fee	50.32	35.49
Bad debts Write off	51.90	42.21
Other expenditure	7.10	12.92
Total	708.02	571.44

Note 24.1 Auditor's fees and expenses:

Particulars	As at March 31, 2023	As at March 31, 2022
For Statutory audit	5.00	5.00
For Other Services	1.50	1.50
Total	6.50	6.50

Note 25: Earnings per share

Basic earnings per share (EPS) is calculated by dividing the net profit for the year attributable to equity holders of Company by the weighted average number of equity shares outstanding during the year.

Diluted EPS is calculated by dividing the net profit attributable to equity holders of the company (after adjusting for interest on the convertible preference shares and interest on the convertible bond, in each case, net of tax, if any) by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on the conversion of all the dilutive potential ordinary shares into ordinary shares.

Particulars	As at March 31, 2023	As at March 31, 2022
Net profit attributable to ordinary equity holders in lakhs	233.89	287.33
Weighted average number of equity shares for basic earnings per share	2,95,15,550	2,43,36,837
Effect of dilution:		
Weighted average number of equity shares for diluted earnings per share	2,95,15,550	2,43,36,837
Earnings per share:		
Basic earnings per share (₹)	0.79	1.18
Diluted earnings per share (₹)	0.79	1.18

HEDGE FINANCE LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2023

(All amounts are in Indian Rupees, unless otherwise stated)

I. Corporate Information

The Company incorporated on **15th February 2011** vide Certificate of Incorporation No. **U65923KL2011PLC027672** issued by the Registrar of Companies, Kerala to carry on the business of lending money either with or without security, carry on the business of hire purchase finance, leasing, gold loan, carry on the business of financiers, but the company shall not do the business of banking within the meaning of Banking Regulation Act, 1949 and subject to the Rules and Regulations issued by the Reserve Bank of India from time to time. The company has obtained Certificate of Commencement of Business on 18th June 2012.

II. Basis of preparation, Critical accounting estimates and judgments

A. Basis for preparation of financial statements

The Financial Statements of the company have been prepared in accordance with Indian Accounting Standards (IND AS) notified under the companies (Indian accounting standards) Rules, 2015 (as amended from time to time).

For all periods up to and including the year ended 31 March 2020, the company has prepared these financial statements in accordance with accounting standards notified under section 133 of the Companies Act 2013, read together with paragraph Rule 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP or Previous GAAP). The financial statements for the year ended 31 March 2021 are the first financial statement of the company prepared in accordance with Ind AS.

The financial statements have been prepared under the historical cost convention, as modified by the application of fair value measurement required or allowed by relevant Indian Accounting standards.

Accounting policies have been consistently applied to all periods presented unless otherwise stated. The preparation of financial statements requires the use of certain critical accounting estimates and assumptions that affect the reported amounts of assets, the liabilities, revenues and expenses and the disclosed amount of contingent liabilities. Areas involving a higher degree of judgment or complexity, or areas where assumptions are significant to the company are discussed in note IV – Significant accounting judgments, estimates and provisions.

B. Presentation of financial statements

The financial statements of the company are presented as per schedule III (Division III) of the Companies Act, 2013 applicable to NBFCs, as notified by the ministry of corporate affairs (MCA). Financial assets and financial liabilities are generally reported on a gross basis excepts when, there is an unconditional legally enforceable right to offset the recognized amounts without being contingent on a future event and the parties intend to settle on a net basis.

C. Statement of compliance

These standalone or separate financial statements of the company have been prepared in accordance with Indian Accounting Standards as per the companies (Indian Accounting standards) Rules, 2015 as amended and notified under section 133 of the Companies Act, 2013, and other relevant provisions of the Act

D. New Accounting standards issued but not effective.

There are no standards that are issued but not yet effective on March 31, 2023.

E. Functional and presentation currency

The financial statements are presented in Indian rupees, which are the functional currency of the company and the currency of the primary economic environment in which the company operates. All values are rounded to the nearest lakhs, except when otherwise indicated.

III. Significant accounting policies

A. Revenue Recognition

Revenue is recognized to the extent that is probable that the economic benefits will flow to the company and the revenue can be reliably measured.

a. Interest income

Interest income from financial assets is recognized on an accrual basis using Effective Interest Rate method (EIR). The effective interest rate method is the rate that exactly discounts estimated future cash receipts (Including all fees, transaction costs and other premiums or discounts paid or received) through the expected life of the financial instrument to the carrying amount on initial recognition. While estimating future cash receipts, factors like expected behaviour and life cycle of the financial assets, probable fluctuations in collateral value etc. are considered which has an impact on the EIR. In a situation where management believes that the recovery of interest is uncertain due change in the price

of the gold or otherwise, the company recognizes income on such loans only to the extent it is confident of recovering interest from its customers through sale of underlying security or otherwise.

Such interests, where instalments are overdue in respect of nonperforming assets are recognized on realization basis. Any such income recognized and remaining unrealized after the instalments become overdue with respect to Non-Performing Assets is reversed.

b. Dividend

Dividend income on equity shares is recognized when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

c. Income from sale of services

Revenue is recognized upon transfer of control of promised services to customer in an amount that reflects the consideration we expect to receive as per the agreement with customer.

When the performance obligation is satisfied over time and when there is no uncertainty as to measurement or collectability of consideration, revenue is recognized as per the percentage of completion method.

The company has applied revenue recognition criteria for each distinct performance obligation in relation to service income. The transaction price is allocated to each performance obligation based on the standalone selling price.

Any other revenue from operations is recognized based on a five-step model framework under IND AS 115 elucidated below:

Step 1 Identify the contract with the customer - a contract is considered within the scope when the contract is approved by both the parties, payment terms and parties' rights are identified, and it is probable that the consideration will be collected.

Step 2 Identify the performance obligations in the contract.

Step 3 Determine the transaction price.

Step 4 Allocate the transaction price to the performance obligation in the contracts.

Step 5 Recognize revenue when the company satisfies performance obligations.

B. Financial Instruments

(a) Classification of Financial Instruments

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

Financial assets and financial liabilities are recognized on its balance sheet when the company becomes a party to the contractual provisions of the instrument.

(b) Business Model Assessment

Classification and measurement of financial assets depends on the results of the Solely Payments of Principal and Interest (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 judgment 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 amortized cost or fair value through other comprehensive income that are derecognized 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

Financial Assets

Initial Recognition & measurement

Financial asset is initially recognized in the Balance sheet at fair value. Transaction costs directly attributable to the acquisition of the financial asset measured at fair value through profit or loss are recognized immediately in profit or loss. Transaction costs directly attributable to the acquisition or issue of financial asset that are measured at amortized cost are added or deducted from the fair value of the financial asset as appropriate, on initial recognition.

Subsequent measurement

Subsequent to initial recognition, financial assets may be classified as under:

- **Financial assets to be measured at amortized cost**

A financial asset is measured at amortized cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principle amount outstanding.

- **Financial assets to be measured at fair value through other comprehensive income (FVOCI)**

A financial asset is measured at FVOCI if it is held within a business model whose objective is achieved by both collecting the contractual cash flows & selling financial assets and the contractual term of the financial asset gives rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

- **Financial assets to be measured at fair value through profit or loss account**

Where the criteria for the above two methods of classification are not met then the financial assets shall be measured at fair value through profit or loss account.

Financial Liabilities

Initial Recognition & measurement

All financial liabilities are recognized initially at fair value and, in the case of borrowings and payables, net of directly attributable transaction costs. The company's financial liabilities include trade and other payables, non-convertible debentures, loans and borrowings including bank overdrafts.

Subsequent Measurement

Financial liabilities are subsequently carried at amortized cost using the effective interest method.

Derecognition of Financial Asset/Liability

The Company derecognizes a financial asset when the contractual cash flows from the asset expire, or it transfers its rights to receive contractual cash flows from the financial asset in a transaction in which substantially all the risks and rewards of ownership are transferred. Any interest in transferred financial assets that is created or retained by the Company is recognized as a separate asset or liability. A financial liability is derecognized 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 de-recognition 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 recognized in profit or loss.

(c) Impairment of financial assets

In accordance with Ind AS 109, the Company uses ‘Expected Credit Loss’ model (ECL), for evaluating impairment of financial assets other than those measured at Fair value through profit and loss. Expected Credit Loss, at each reporting date, is measured through a loss allowance for a financial asset:

- At an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition.
- At an amount equal to 12-month expected credit losses, if the credit risk on a financial instrument has not increased significantly since initial recognition.

Lifetime expected credit losses means expected credit losses that result from all possible default events over the expected life of a financial asset.

12-month expected credit losses means the portion of Lifetime ECL that represent the ECLs that result from default events on financial assets that are possible within the 12 months after the reporting date. The Company performs an assessment, at the end of each reporting period, of whether a financial assets credit risk has increased significantly since initial recognition. When making the assessment, the change in the risk of a default occurring over the expected life of the financial instrument is used instead of the change in the amount of expected credit losses”

Based on the above process, the Company categorizes its loans into three stages as described below:

For non-impaired financial assets

- **Stage 1** is comprised of all non-impaired financial assets which have not experienced a significant increase in credit risk (SICR) since initial recognition. A 12-month ECL provision is made for stage 1 financial assets. In assessing whether credit risk has increased significantly, the Company compares the risk of a default occurring on the financial asset as at the reporting date with the risk of a default occurring on the financial asset as at the date of initial recognition.
- **Stage 2** is comprised of all non-impaired financial assets which have experienced a significant increase in credit risk since initial recognition. The Company recognizes lifetime ECL for stage 2 financial assets. In subsequent reporting periods, if the credit risk of the financial instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then entities shall revert to recognizing 12 months ECL provision.

- For impaired financial assets: Financial assets are classified as stage 3 when there is objective evidence of impairment as a result of one or more loss events that have occurred after initial recognition with a negative impact on the estimated future cash flows of a loan or a portfolio of loans. The Company recognizes lifetime ECL for impaired financial assets.

The mechanics of the ECL calculations are outlined below and the key elements are, as follows:

- Probability of Default (PD) - The Probability of Default is an estimate of the likelihood of default over a given time horizon. Since the company has no sufficient history for the present schemes of loans, we use the internal expert's opinion on the future defaults based on the present Covid scenario.
- Exposure at Default (EAD) - The Exposure at Default is an estimate of the exposure at a future default date, considering expected changes in the exposure after the reporting date, including repayments of principal and interest, whether scheduled by contract or otherwise, expected drawdowns on committed facilities, and accrued interest from missed payments. The company uses historical information where available to estimate its EAD
- Loss Given Default (LGD) – The Loss Given Default is an estimate of the loss arising in the case where a default occurs at a given time.

Forward looking information

While estimating the expected credit losses, the Company reviews macro-economic developments occurring in the economy and market it operates in. On a periodic basis, the Company analyses if there is any relationship between key economic trends like GDP, unemployment rates, benchmark rates set by the Reserve Bank of India, inflation etc. with the estimate of PD, LGD determined by the Company based on its internal data. While the internal estimates of PD, LGD rates by the Company may not be always reflective of such relationships, temporary overlays, if any, are embedded in the methodology to reflect such macroeconomic trends reasonably.

To mitigate its credit risks on financial assets, the Company uses collateral, where possible. Collateral comes in various forms such as Gold Jewellery in respect of Gold loans, Shares in case of loan against shares, vehicle in respect of vehicle loans, stock in respect of business Loan/MSME loan/Micro loans. However, the fair value of collateral affects the calculation of ECL. The collateral is majorly the property for which the loan is given. The fair value of the same is based on data provided by third party or management judgments.

Loans are written off (either partially or in full) when there is no realistic prospect of recovery. This is generally the case when the Company determines that the borrower does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subjected to write-offs. Any

subsequent recoveries against such loans are credited to the Statement of Profit and Loss. Where the expected credit loss assessed by the company based on the above metrics are lower than the provision required under the RBI norms, an overlay is added to the provision methodology to ensure that the expected credit loss ascertained by the company is always not lower than the minimum regulatory provision required under RBI norms

Determination of Fair Value of Financial instruments

The company measures certain financial instruments at fair value at each balance sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the perception that the transaction to sell the asset or transfer the liability takes place either –

a. In the principal market for the asset or liability.

or

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

The principal or the most advantageous market must be accessible by the company. The fair value of an asset or liability is measured using the assumptions that market participants would use when pricing the asset or liability assuming that market participants act in their economic best interest. The fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

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

The financial instruments are classified based on hierarchy of valuation techniques, as summarized below.

Level 1 - This level includes financial assets that are measured by reference to quoted prices in active markets for identical assets or liabilities.

Level 2 - This level includes financial assets and liabilities, measured using inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. price) or indirectly (i.e. derived from prices).

Level 3 - This level includes financial assets and liabilities measured using inputs that are not based on observable market data (unobservable inputs).

Fair values are determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

C. Retirement and other employee benefits

1. Short term Employee Benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. These benefits include short term compensated absences such as paid annual leave. The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees is recognized as an expense during the period. Benefits such as salaries and wages, etc. and the expected cost of the bonus/ex-gratia are recognized in the period in which the employee renders the related service.

2. Long term Employee Benefits

All employees who served a minimum of 5 years eligible for the gratuity as per the provisions of gratuity Act. The company doesn't have any group gratuity scheme. And gratuity provision determined by actuary.

D. Leases

The Company evaluates each contract or arrangement, whether it qualifies as lease as defined under Ind AS 116. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset.

The Company as a lessee

The Company has elected not to recognize right-of use assets and lease liabilities for short term leases that have a lease term of less than or equal to 12 months and leases with low value assets. The Company determines the lease term as the non-cancellable period of a lease, together with periods covered by an option to extend the lease, where the Company is reasonably certain to exercise that option.

The Company recognizes the lease payments associated with these leases as an expense in Statement of Profit and Loss on a straight-line basis over the lease term or another systematic basis if that basis is more representative of the pattern of the lessee's benefit. The related cash flows are classified as operating activities.

Wherever the above exception permitted under Ind AS 116 is not applicable, the Company at the time of initial recognition:

- Measures lease liability as present value of all lease payments discounted using the Company's incremental cost of borrowing and directly attributable costs. Subsequently, the lease liability is increased by interest on lease liability, reduced by lease payments made and remeasured to reflect any reassessment or lease modifications specified in Ind AS 116 'Leases', or to reflect revised fixed lease payments.

- Measures 'Right-of-use assets' as present value of all lease payments discounted using the Company's incremental cost of borrowing and any initial direct costs. Subsequently, 'Right-of-use assets' is measured using cost model i.e. at cost less any accumulated depreciation (depreciated on straight line basis over the lease period) and any accumulated impairment losses adjusted for any re measurement of the lease liability specified in Ind AS 116 'Leases'

The Company as a lessor

Leases under which the Company is a lessor are classified as finance or operating leases. Lease contracts where all the risks and rewards are substantially transferred to the lessee, the lease contracts are classified as finance leases. All other leases are classified as operating leases. Lease payments from operating leases are recognized as an income in the Statement of Profit and Loss on a straight-line basis over the lease term or another systematic basis if that basis is more representative of the pattern in which benefit from the use of the underlying asset is diminished.

E. Taxes

• 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 in accordance with applicable tax laws. The tax rates and tax laws used to compute the amount are those that are enacted, or substantively enacted, by the end of reporting date in India where the Company operates and generates taxable income.

Current income tax relating to items recognized outside profit or loss is recognized outside profit or loss i.e., either in other comprehensive income or in equity. Current tax items are recognized in correlation to the underlying transaction either in other comprehensive income or directly in equity.

• Deferred Tax

Deferred tax assets and liabilities are recognized for temporary differences arising between the tax bases of assets and liabilities and their carrying amounts. Deferred income tax is determined using tax rates

(and laws) that have been enacted or substantively enacted by the reporting date and are expected to apply when the related deferred income tax asset is realized, or the deferred income tax liability is settled

Deferred tax assets are only recognized for temporary differences, unused tax losses and unused tax credits if it is probable that future taxable amounts will arise to utilize those temporary differences and losses. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized. Deferred tax assets and liabilities are offset where there is a legally enforceable right to offset current tax assets and liabilities and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis, or their tax assets and liabilities are realized simultaneously. Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss i.e., either in other comprehensive income or in equity. Deferred tax items are recognized in correlation to the underlying transaction either in other comprehensive income or directly in equity.

- **Minimum Alternate Tax**

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that it is probable that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as “MAT Credit Entitlement.” The Company reviews the MAT Credit Entitlement asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period. As at the reporting date the company opted taxation under section 115BAA, hence MAT applicability not arised.

F. Foreign currency transaction

Transactions in foreign currencies are translated into the functional currency of the Company at the exchange rates at the dates of the transactions or an average rate if the average rate approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical

cost in a foreign currency are translated at the exchange rate at the date of the transaction. Exchange differences are recognized in profit or loss. As at the reporting period the company has no foreign currency transactions.

G. Cash and cash equivalents

Cash and cash equivalents comprise of cash at bank, cash in hand, cheque to be realized, bank deposits having a maturity of less than three months from the date of deposit and stamp paper.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts if any, as they are considered an integral part of the Company's cash management.

H. Property Plant and Equipment

The Company has elected to choose the cost model as its accounting policy and continue with the carrying value of assets as deemed cost of all its property, plant and equipment on transition date to IndAS.

The property plant and equipment are the assets held for the use in the supply of services. Property, plant and equipment's are stated in the balance sheet at cost (net of duty/tax credit availed) less accumulated depreciation and accumulated impairment losses, where applicable.

The total cost of assets comprises its purchase price, freight, duties, taxes and any other incidental expenses directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by the management. 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. Changes in the expected useful life are accounted for by changing the amortization period or methodology, as appropriate, and treated as changes in accounting estimates. Subsequent expenditure related to an item of tangible asset are added to its gross value only if it increases the future benefits of the existing asset, beyond its previously assessed standards of performance and cost can be measured reliably. Other repairs and maintenance costs are expensed off as and when incurred.

I. Depreciation

Depreciation is provided using written down value method as per the Useful life provided in the Schedule II of The Companies Act, 2013. Mobile, office equipment, printer, ups.

Particulars	Useful life as per Companies Act (in years)	Useful life estimated by the Company (in years)
Computers and accessories	3	3
Plant and machinery	15	15
Building	60	60
Car	8	8
Furniture and fittings	10	10
Electrical fittings	10	10
Electronic equipment	15	15
Software and licenses	5	5
Video surveillance equipment	15	15
Air conditioner	10	5

J. Intangible Assets

An intangible asset is recognized only when its cost can be measured reliably and it is probable that the expected future economic benefits that are attributable to it will flow to the Company. Intangible assets acquired separately are measured on initial recognition at cost. The cost of an intangible asset comprises its purchase price and any directly attributable expenditure on making the asset ready for its intended use and net of any trade discounts and rebates. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and any accumulated impairment losses. The useful lives of intangible assets are assessed to be either finite or indefinite. Intangible assets with finite lives are amortized over the useful economic life. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at each financial year-end. Changes in the expected useful life, or the expected pattern of consumption of future economic benefits embodied in the asset, are accounted for by changing the amortization period or methodology, as appropriate, which are then treated as changes in accounting estimates. The amortization expense on intangible assets with finite lives is presented as a separate line item in the statement of profit and loss. Amortization on assets acquired/sold during the year is recognized on a pro-rata basis to the Statement of Profit and Loss from / upto the date of acquisition/sale. Amortization is calculated using the straight-line method to write down the cost of intangible assets to their residual values over their estimated useful lives. Intangible assets comprising of software are amortized on a straight-line basis over a period of 5 years unless it has a shorter useful life.

The Company's intangible assets consist of computer software with definite life. Gains or losses from derecognition of intangible assets are measured as the difference between the net disposal proceeds and

the carrying amount of the asset are recognized in the Statement of Profit and Loss when the asset is derecognized.

K. Related Party

All related party transactions which were entered into during the year were on an arm's length basis and generally in the ordinary course of business under the Act. The Company has a policy on related party transactions which has been approved by the Board in their meeting held on 27 March 2017. All the transactions which are identified as related party transactions are approved by the Audit Committee/ Board of Directors/ members at the General Meeting as may be deemed necessary and as stipulated in the policy.

Details of transactions entered with the related party is disclosed in Note IV (2) Accompanying notes to the financial statements.

L. Provisions

Provisions are recognized when the enterprise has a present obligation (legal or constructive) as a result of past events, and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. When the effect of the time value of money is material, the enterprise determines the level of provision by discounting the expected cash flows at a pre-tax rate reflecting the current rates specific to the liability. The expense relating to any provision is presented in the statement of profit and loss net of any reimbursement. As at reporting date, the Company does not have any such provisions where the effect of time value of money is material.”

M. Contingent Liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The company does not recognize a contingent liability but discloses its existence in the financial statements.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. The company does not have any contingent assets in the financial statements.

N. Earnings per Share

The Company reports basic and diluted earnings per share in accordance with Ind AS 33 on Earnings per share. Basic EPS is calculated by dividing the net profit for the year attributable to equity shareholders (after deducting preference dividend and attributable taxes) by the weighted average number of equity shares outstanding during the year. For the purpose of calculating diluted earnings per share, the net profit for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period unless they have been issued at a later date. In computing the dilutive earnings per share, only potential equity shares that are dilutive and that either reduces the earnings per share or increases loss per share are included.

O. Cash Flow

The company is reporting cash flow statement in indirect method, whereby net profit or loss is adjusted for the effects of transactions of a non-cash nature, tax, any deferrals, or accruals of past or future operating cash receipts or payments, and items of income or expense associated with investing or financing cash flows.

P. Expenditure on Corporate Social Responsibility (CSR)

Not applicable

Q. Impairment of Non-Financial Assets

The carrying amount of assets is reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the assets, net selling price and value in use. In assessing 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 risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

IV. Significant accounting judgments, estimates and provisions

The preparation of financial statements in conformity with the Ind AS requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the accompanying disclosure and the disclosure of contingent liabilities, at the end

of the reporting period. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised, and future periods are affected. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods. Information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements is included in the following notes:

(a) 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 amortized cost or fair value through other comprehensive income that are derecognized 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.

(b) Defined employee benefit assets and liabilities

The cost of the defined benefit gratuity plan is determined using the reliable estimate by the company. The assumptions used for the determination of the plan reviewed annually by the company.

(c) Fair value measurement

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using various valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

(d) Impairment of loans portfolio

The measurement of impairment losses across all categories of financial assets requires judgment, in particular, the estimation of the amount and timing of future cash flows and collateral values when determining impairment losses and the Assessment of a significant increase in credit risk. These estimates are driven by a number of factors, changes in which can result in different levels of allowances. It has been the Company's policy to regularly review its models in the context of actual loss experience and adjust when necessary.

(e) Contingent liabilities and provisions other than impairment on loan portfolio

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability requires the application of judgment to existing facts and circumstances, which can be subject to change. The carrying amounts of provisions and liabilities are reviewed regularly and revised to take account of changing facts and circumstances.

(f) Effective Interest Rate (EIR) method

The Company's EIR methodology recognizes interest income / expense using a rate of return that represents the best estimate of a constant rate of return over the expected behavioural life of loans given / taken and recognizes the effect of potentially different interest rates at various stages and other characteristics of the product life cycle (including prepayments and penalty, interest, and charges). This estimation, by nature, requires an element of judgement regarding the expected behavior and life cycle of the instruments, as well expected changes to India's base rate and other fee income/expense that are integral parts of the Instrument.

(g) Determination of lease term

Ind AS 116 "Leases" requires lessee to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes assessment on the expected lease term on lease by lease basis and thereby assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of lease and the importance of the underlying to the Company's operations taking into account the location of the underlying asset and the availability of the

suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances.

(h) Other estimates:

These include contingent liabilities, useful lives of tangible and intangible assets etc.

V. ACCOMPANYING NOTES TO THE FINANCIAL STATEMENTS

1. Income Tax

a. Major components of tax expense/(income)

	(₹ in Lakhs)	
Particulars	2022-23	2021-22
Profit or Loss section:		
(i) Current income tax:		
Current income tax expense	119.9	113.23
Tax expense of prior periods	-	-
(ii) Deferred tax:		
Tax expense on origination and reversal of temporary differences	(31.44)	(30.8)
Income tax expense reported in Profit or Loss [(i) + (ii)]	88.46	82.43
Other Comprehensive Income (OCI) section:		
(i) Items that will not be reclassified to profit or loss	-	-
- Remeasurement of defined benefit plans	(4.97)	(0.11)
(ii) Items to be reclassified to profit or loss in subsequent periods:	-	-
Income tax expense reported in Other Comprehensive Income[(i)+(ii)]	(4.97)	(0.11)
Retained earnings:		
Current income tax	119.9	113.23
Previous year tax	-	-
Deferred tax	(31.44)	(30.8)
Income tax expense reported in retained earnings	83.49	82.32

b. Reconciliation of tax expense and the accounting profit multiplied by domestic tax rate

Particulars	(₹ in Lakhs)	
	2022-23	2021-22
Accounting profit before tax as per Ind AS	327.33	369.87
At India's Statutory Income Tax rate of 25.168%	119.90	113.23
Add/(Less): Ind AS adjustments on PBT	-	-
Add/(Less): Allowances / disallowances (Net) for which deferred	-	-
Tax not taken	-	-
Add: Tax paid as per MAT and interest thereof	-	-
Add: Adjustment of prior year tax	-	-
Tax paid as per MAT and interest thereof	-	-
Adjustment of prior year tax and MAT Credit	-	-
Deferred tax	(31.44)	(30.80)
Total tax expenses in books	88.46	82.43

The effective Income Tax rate for FY 2021-22 & 2022-23 : 25.168%

c. Components of deferred tax (assets) and liabilities recognized in Balance Sheet and statement of profit and loss.

Sl. No.	Particulars	Balance Sheet	
		As at 31-03-2023	As at 31-03-2022
(a)	Re measurement gain / (loss) on defined benefit plan	-	-
(b)	Impact of carry forward losses	-	-
(c)	Difference between book depreciation and tax Depreciation	(4.15)	(5.53)
(d)	Financial assets measured at Fair value	-	-
(e)	Net impact of gain on de recognition of financial Instruments under amortized cost category	-	-
(f)	Other temporary differences	35.59	36.33
	Net deferred tax assets/(liabilities)	31.44	30.8

d. Reconciliation of deferred tax (assets)/liabilities

Sl. No	Particulars	2021-22	2021-22
(a)	Opening balance as at April 1	73.28	42.48
(b)	Deferred Tax income/(expense) during the period recognized in:		
	(i) Statement of Profit and Loss in Profit or Loss section	31.44	30.8
	(ii) Statement of Profit and Loss under OCI section		
	Closing balance as at 31st	104.72	73.28

VI. NOTES TO THE FINANCIAL STATEMENTS

1. EMPLOYEE BENEFITS

The company has provided the provision for gratuity according to the actuarial valuation. The total gratuity liability determined during the FY 2022-2023 ₹ 27.39 lakhs (Previous Year ₹ 19.99 lakhs). The gratuity calculated on a combined basis hence no individual liability ascertained for the Key Managerial persons.

2. FOREIGN EXCHANGE TRANSACTIONS

There are no foreign currency transactions during the financial year.

3. RELATED PARTY TRANSACTIONS

A. List of related parties and relationships

Name of related party as on 31/03/2023	Relationship
ALEX KALLUVILA BABU	MANAGING DIRECTOR
K.P. PADMAKUMAR	WHOLE TIME DIRECTOR
VINAY SASHIDHARAN	CEO
RAPHEAL THOMAS	DIRECTOR
SURAJ RAMACHANDRAN	CFO
GIRISH KUMAR.G	CS
AJIT KUMAR KURUPPATH	INDEPENDENT DIRECTOR
P C JOHN	INDEPENDENT DIRECTOR
K C BABU	RELATIVE OF MD
NITHYA ALEX	RELATIVE OF MD
JACOB KALLUVILA BABU	RELATIVE OF MD
NANCY BABU	RELATIVE OF MD
TWO STAR AJANTHA PROPERTIES PRIVATE LIMITED	COMMON DIRECTORSHIP
HEDGE EQUITIES LIMITED	COMMON DIRECTORSHIP
HEDGE SCHOOL OF APPLIED ECONOMICS LIMITED	COMMON DIRECTORSHIP
HEDGE COMMODITIES LIMITED	COMMON DIRECTORSHIP
ANUJA PROPERTY DEVELOPERS PRIVATE LIMITED	COMMON DIRECTORSHIP
HEDGE INFO SYSTEMS PRIVATE LIMITED	COMMON DIRECTORSHIP
HEDGE PROPERTIES PRIVATE LIMITED	COMMON DIRECTORSHIP
AESTHETICS SECURITIES PRIVATE LIMITED	COMMON DIRECTORSHIP
CORDATE PROPERTY DEVELOPERS PRIVATE LIMITED	COMMON DIRECTORSHIP
TRIGGER LOGISTICS PRIVATE LIMITED	COMMON DIRECTORSHIP
OMNICORE SOLUTIONS PRIVATE LIMITED	COMMON DIRECTORSHIP
CARLTON LOGISTICS PRIVATE LIMITED	COMMON DIRECTORSHIP
YOUNG PRESIDENTS ORGANIZATION(KERALA CHAPTER)	COMMON DIRECTORSHIP

BABYMARINE SEAFOOD RETAIL PRIVATE LIMITED	COMMON DIRECTORSHIP
CHEF GARDEN LLP	COMMON DIRECTORSHIP
JOYALUKKAS INDIA LIMITED	COMMON DIRECTORSHIP
MODUS LOGISTICS PRIVATE LIMITED	COMMON DIRECTORSHIP
WEST HILL REALTORS AND DEVELOPERS LLP	COMMON DIRECTORSHIP
ALSTON BUILDERS AND DEVELOPERS PRIVATE LIMITED	RELATIVE OF KMP
CALEB SECURITIES PRIVATE LIMITED	RELATIVE OF KMP
BABY MEMORIAL HOSPITAL LIMITED	RELATIVE OF KMP
FREO RENTALS AND LEASING PRIVATE LIMITED	RELATIVE OF KMP
FEDEX SECURITIES LIMITED	RELATIVE OF KMP
KADAKKETH FARM PRODUCTS PRIVATE LIMITED	RELATIVE OF KMP
ANUBA PROPERTY DEVELOPERS PRIVATE LIMITED	RELATIVE OF KMP
UNIROYAL MARINE EXPORTS LTD	RELATIVE OF KMP
CASPER SECURITIES PRIVATE LIMITED	RELATIVE OF KMP
HIMAX BUILDERS INDIA PRIVATE LIMITED	RELATIVE OF KMP
ENSO FINANCIAL CONSULTANCY PRIVATE LIMITED	RELATIVE OF KMP
NIYOG CONSULTANCY SERVICES PRIVATE LIMITED	RELATIVE OF KMP
WHITEFIELD DAIRY PRIVATE LIMITED	RELATIVE OF KMP
BABYMARINE EXPORTS PRIVATE LIMITED	RELATIVE OF KMP
BABY BUILDERS PRIVATE LIMITED	RELATIVE OF KMP
JAS CULINARY SPECIALITIES PRIVATE LIMITED	RELATIVE OF KMP
ALTHOM PROPERTY DEVELOPERS PRIVATE LIMITED	RELATIVE OF KMP
NITHYAJA PROPERTY DEVELOPERS PRIVATE LIMITED	RELATIVE OF KMP
ANAS PROPERTY DEVELOPERS PRIVATE LIMITED	RELATIVE OF KMP
EO CHAPTER 180 FOUNDATION	RELATIVE OF KMP
KALLUVILA AGRO PRODUCTS PRIVATE LIMITED	RELATIVE OF KMP
SHREWSBERRY FARM PRODUCTS PRIVATE LIMITED	RELATIVE OF KMP
ECO MALABAR TOURISM PRIVATE LIMITED	RELATIVE OF KMP
LAAB M SCREENS PRIVATE LIMITED	RELATIVE OF KMP
MAX LAB CINEMAS AND ENTERTAINMENT LLP	RELATIVE OF KMP
JEMS FOOD FACTORY PRIVATE LIMITED	RELATIVE OF KMP
EPIC STACK LLP	RELATIVE OF KMP
SUNSET LANDS LLP	COMMON DIRECTORSHIP
BABY MARINE EASTERN EXPORTS	RELATIVE OF KMP
BABY MARINE EXPORTS	RELATIVE OF KMP
BABY MARINE PRODUCTS	RELATIVE OF KMP
ANNAM MARINE EXPORTS PRIVATE LIMITED	COMMON DIRECTORSHIP
SUREFIRE SECURITIES PRIVATE LIMITED	COMMON DIRECTORSHIP
SANDLINE LANDS PRIVATE LIMITED	COMMON DIRECTORSHIP
FABJELLS FOOD PRIVATE LIMITED	COMMON DIRECTORSHIP

A. Transactions with Related Parties as on 31.03.2023

	Key Managerial Person					Directors		Entity in which KMP have significant influence			
	Alex K Babu (MD)	Girish Kumar G (CS)	Suraj Ramachandran (CFO)	Vinay Sasidharan (CEO)	K P Padmakumar (WTD)	Ajith Kumar	John P C	Hedge Equities Ltd	Baby Marine Seafood Retails Pvt Ltd	Omnicores Solutions Private Limited	Babymarine Exports P Ltd
Salary and allowance	22.49	12.44	15.74	26.64	15.60	-	-	-	-	-	-
Sitting fee	-	-	-	-	-	1.40	1.40	-	-	-	-
Rent / maintenance charges paid	-	-	-	-	-	-	-	2.64	-	-	-
Travelling expenses	3.28	-	-	-	-	-	-	-	-	-	-
Investments	-	-	-	-	-	-	-	121.95	-	-	-
Debenture interest	-	-	-	-	59.37	-	-	-	150.18	-	-
Debenture redeemed	-	-	-	-	245.00	-	-	-	-	-	-
Debenture holdings	-	-	-	-	475.00	-	-	-	400.00	-	-
Sub debt interest	-	-	0.07	-	0.00	-	-	-	-	-	-
Sub debt holdings	-	-	0.50	-	5.00	-	-	-	-	-	-
Subscription Charges	-	-	-	-	-	-	-	-	-	2.86	-

Dividend to Key Managerial persons (KMP) & relatives of KMP

- i. Alex K Babu : Nil
- ii. K C Babu : Nil
- iii. Nithya Alex : Nil

Transactions with related parties as on 31.03.2022

	Key Managerial Person					Directors		Entity in which KMP have significant influence			
	Alex K Babu (MD)	Girish Kumar G (CS)	Suraj Ramachandran (CFO)	Vinay Sasidharan (CEO)	K P Padmakumar (WTD)	Ajith Kumar	John P C	Hedge Equities Ltd	Baby Marine Seafood Retails Pvt Ltd	Omnicores Solutions Private Limited	Babymarine Exports P Ltd
Salary and allowance	23.29	10.85	13.55	17.41	15.6	-	-	-	-	-	-
Sitting fee	-	-	-	-	-	0.8	0.7	-	-	-	-
Rent / maintenance charges paid	-	-	-	-	-	-	-	2.4	-	-	-
Travelling expenses	-	-	0.28	0.1	-	0.09	-	-	-	-	-
Food and lodging	-	-	0.11	-	-	-	-	-	-	-	-
Vaccine reimbursement	-	-	0.02	0.008	-	-	-	-	-	-	-
Salary advance	-	-	1.00	-	-	-	-	-	-	-	-
Investments	-	-	-	-	-	-	-	121.95	-	-	-
Debenture interest	-	-	-	-	56.03	-	-	-	168	-	-
Debenture redeemed	-	-	-	-	-	-	-	-	-	-	-
Debenture holdings	-	-	-	-	520	-	-	-	1400	-	-
Subscription Charges	-	-	-	-	-	-	-	-	-	2.46	-
Loans	-	-	-	-	-	-	-	-	-	-	*650.00
Interest on loan	-	-	-	-	-	-	-	-	-	-	61.15

*Outstanding balance Nil as on 31.03.2022

Dividend to Key Managerial persons (KMP) & relatives of KMP

- iv. Alex K Babu : Nil
- v. K C Babu : Nil
- vi. Nithya Alex : Nil

4. MANAGERIAL REMUNERATION

Sl. No	Name of the Director	Current Year	Previous Year
i	Alex K Babu	22.49	23.29
ii	Padmakumar K P	15.6	15.6

5. Capital Management

The Company maintains an actively managed capital base to cover risks inherent in the business which includes issued equity capital, share premium and all other equity reserves attributable to equity holders of the Company. The primary objectives of the Company's capital management policy are to ensure that the Company complies with externally imposed capital requirements and maintains strong credit ratings and healthy capital ratios in order to support its business and to maximize shareholder value. The Company manages its capital structure and makes adjustments to it according to changes in economic conditions and the risk characteristics of its activities. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividend payment to shareholders, return capital to shareholders or issue capital securities. No changes have been made to the objectives, policies, and processes from the previous years except those incorporated-on account of regulatory amendments. However, they are under constant review by the Board.

(₹ in Lakhs)

Particulars	As at 31.03.2023	As at 31.03.2022
1. CRAR- Tier I Capital	4033.37	3292.71
2. CRAR- Tier II Capital	1208.43	649.86
3. Total Capital	5241.8	3942.57
4. Risk Weighted Assets	22426	18709.89
5. CRAR- Tier I Capital (%)	17.99%	17.60%
6. CRAR- Tier II Capital (%)	5.39%	3.47%
7. Total CRAR (%)	23.37%	21.07%
8. Liquidity Coverage Ratio	292.72%	101.76%

6. Fair value measurement

a. Valuation Principle

Fair value 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 a valuation technique. In order to show how fair values have been derived, financial instruments

are classified based on a hierarchy of valuation techniques, explained in the note - “Determination of fair value of Financial Instruments” (Note No: III)

b. Valuation Hierarchy: Investments

The following table shows an analysis of financial instruments recorded at fair value by level of the fair value hierarchy:

Level 1: valuation based on quoted market price: financial instruments with quoted prices for identical instruments in active markets that the Company can access at the measurement date.

Level 2: valuation based on using observable inputs: financial instruments with quoted prices for similar instruments in active markets or quoted prices for identical or similar instruments in inactive markets and financial instruments valued using models where all significant inputs are observable.

Level 3: valuation technique with significant unobservable inputs: – financial instruments valued using valuation techniques where one or more significant inputs are unobservable.

Particulars	31-03-2023				31-03-2022				31-03-2021			
	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
Assets measured at fair value on a recurring basis	-	-	-	-	-	-	-	-	-	-	-	-
Financial investment held for trading	1013.70	-	-	1013.70	707.01	-	-	707.01	619.38	-	-	619.38
Equity Shares	26.31		281.61	307.92	75.75		222.11	297.86	29.60	-	471.43	501.03
Total Assets measured at fair value on a recurring Basis	1040.01		281.61	1321.62	782.76		222.11	1004.87	648.99	-	471.43	1120.41
Assets measured at fair value on a non-recurring Basis	-	-	-	-	-	-	-	-	-	-	-	-
Liabilities measured at fair value on a recurring Basis	-	-	-	-	-	-	-	-	-	-	-	-

Derivative financial Instruments	-	-	-	-	-	-	-	-	-	-	-	-
-Forward contracts	-	-	-	-	-	-	-	-	-	-	-	-
-Cross Currency Swaps	-	-	-	-	-	-	-	-	-	-	-	-
Total derivative financial Instruments	-	-	-	-	-	-	-	-	-	-	-	-
Total Liabilities measured at fair value on recurring Basis	-	-	-	-	-	-	-	-	-	-	-	-
Liabilities measured at fair value on anon-recurring Basis	-	-	-	-	-	-	-	-	-	-	-	-

c. Valuation Techniques

Equity Instruments: Equity instruments in listed entities are measured at the latest available listed market price as at the end of the reporting date.

Mutual funds: these were measured at the latest available market price as at the end of the reporting date

Debt Instruments: Debt instruments in listed entities are measured at the latest available market price as at the end of the reporting date

d. Transfer between Level 1, Level2 and Level 3 during the reporting period

During the year there have been no transfers between level 1 and level 2. Similarly, there were no transfers from or to level 3

e. Fair value of financial instruments not measured at fair value

Set out below is a comparison, by class, of the carrying amounts and fair values of the Company's financial instruments that are not carried at fair value in the financial statements. This table does not include the fair values of non-financial Assets and non-financial liabilities.

Particulars	Level	Carrying Value		Fair Value	
		31-03-2023	31-03-2022	31-03-2023	31-03-2022
Financial Assets					
Cash and cash equivalents	1	1651.48	1715.23	1651.48	1715.23
Bank Balance other than (a) above	1	26.31	25	26.31	25
Loans	3	19438.47	16115.97	19438.47	16115.97
Investments	3	281.61	222.11	281.61	222.11
Other financial assets	3	348.45	534.99	348.45	534.99
Total Financial assets		21746.32	18593.3	22504.72	19193.95
Financial liabilities					
Debt Securities	2	17632.6	15799.01	17632.6	15799.01
Borrowings (other than debt securities)	2	19.65	22.6	19.65	22.6
Subordinated liabilities	2	1609.42	644.37	1609.42	644.37
Other financial Liabilities	2	82.21	267.48	82.21	267.48
Total Financial liabilities		19343.88	16733.46	19343.88	16733.46
Off Balance sheet Commitments		-	-	-	-

f. Valuation methodologies of financial instruments not measured at fair value

Below are the methodologies and assumptions used to determine fair values for the above financial instruments which are not recorded and measured at fair value in the Group's financial statements. These fair values were calculated for disclosure purposes only.

Short-term financial assets and liabilities

For financial assets and financial liabilities that have a short-term maturity (less than twelve months), the carrying amounts, which are net of impairment, are a reasonable approximation of their fair value. Such instruments include cash and bank balances, balances other than cash and cash equivalents, trade payables, other financial liabilities, and other financial assets without a specific maturity. Such amounts have been classified as Level 2 on the basis that no adjustments have been made to the balances in the balance sheet.

Loans and advances to customers

The fair values of loans and receivables are estimated by discounted cash flow models that incorporate assumptions for credit risks, probability of default and loss given default estimates. Since comparable data is not available, Credit risk is derived using, historical experience, management view and other information used in its collective impairment models.”

Borrowings

The floating rate loans are fair valued on the basis of MCLR+ spread. For fixed rate loans, the carrying values are a reasonable approximation of their fair value.”

7. Fair value measurement

Introduction and Risk Profile

As a lending institution, the Company is exposed to various risks that are related to gold lending business, micro finance business and operating environment. Risk management forms an integral element of the business. The objective in the risk management process is to appraise, measure and monitor the various risks that are subject to and to follow policies and procedures to address these risks. The Company manages it through the risk management architecture. The Company continues to improve the policies and procedures and to implement these rigorously, for the efficient functioning of the business. This also helps in managing the risks, associated with the business.

Risk management structure

The Company has constituted Executive Risk Management Committee to assist the Board of Directors in the execution of its risk management accountabilities. The Committee provides the Risk Committee of the Board of Directors an independent and objective oversight view of the information to review Company’s financial risk activities and provide an assurance to the Board of Directors that the Company has implemented an effective ongoing process to identify the risk, to measure the potential impact and proactively manage these risks and to decide the tolerance for the risk.

Risk mitigation and risk culture

The following risk mitigation measure has been suggested at each stage of loan life cycle:

- **Loan Origination** - site screening, independent visit by manager, adequate training to officers.
- **Loan underwriting** - Risk rating, independent assessment, etc.
- **Loan Pre and Post Disbursement** - disbursement at the branch premises and in the bank account only, tracking to avoid misuse of funds,
- **Loan monitoring** - credit officers to attend Company meeting, reminder of payment of EMI on time, etc.
- **Loan collection and recovery** - monitor repayments, confirmation of balances, overdue and non-performing assets

Risk measurement and reporting systems

In order to address the risks that are inherent to the business, the Company has developed a risk management architecture that includes a Risk Management Committee, of the Board of Directors, internal audit department, and an Executive Risk Management Committee comprising senior management. The Risk Management Committee oversees the risk management policies, which helps to identify, measure, monitor and mitigate the various risks in the businesses. The terms of reference of Risk Management Committee are as follows:

- a. To assist the Board in setting risk strategy policies in liaison with management and in the discharge of its duties relating to corporate accountability and associated risk in terms of management assurance and reporting.
- b. To review and assess the nature, role, responsibility and authority of the risk management function within the Company and outline the scope of risk management work; and
- c. To review and assess the quality, integrity and effectiveness of the risk management systems and ensure that the risk policies and strategies are effectively managed.

Internal Audit Department & Risk Audit

Our internal audit department assists in the management of operational risk.

Assets-Liabilities Management Policy

Our Board adopted the asset-liability management policy (“ALM Policy”) on 10 June 2019 which is periodically reviewed.

Analysis of risk concentration

1. Credit Risk

Credit risk is the possibility of loss due to the failure of any counterparty to abide by the terms and conditions of any financial contract with us.

We believe that the credit risk in our Gold Loan business is relatively low because all our loans are generally over collateralized by pledged gold ornaments. We aim to reduce credit risk through a rigorous loan approval and gold appraisal process, KYC compliance procedures, and a strong non-performing asset (“NPA”) monitoring and recovery mechanism. The credit risk is diminished because the gold jewelry used as security for our loans can be readily liquidated, and the possibility of recovering less than the amount due to us is relatively low. We mitigate credit risk by not disbursing loans in excess of

specified limits, as fixed by our Company from time to time, to the same customer, and for high value loans, we undertake a credit check or profiling of the borrower before a loan is approved. We have developed methods to peg the value of the loan amount to the moving average price of gold. We also decrease credit risk by focusing on the quality of the pledged gold. Our internal control system ensures independent verification of the gold by at least two officials at the branch level. The level of verification at the branch level increases as the loan value increases. In addition, the quality of gold is checked by the inspecting officers of the Company through random checks and by gold auditors through a detailed check.

Credit risk other than gold loan business is generally higher than our Gold Loan business. However, our product is designed in such a way that minimizes the risk. We have a detailed internal rating system with a credit score card that helps us to categorize customers based on credit risk and it will help us to take risk mitigation measures accordingly. Most of the lending is in secure nature. We introduced multi-level credit scrutiny measures like Field verification on customer residence, business location, collateral location, etc. from branch level, verification officer level, and random verification from internal audit officer. We have a strong collection process for delinquent accounts by categorizing customers in different buckets based on the frequency of delinquency. The entire collection process is coordinated by our internal collection team.

Collateral and other credit enhancements

The amount and type of collateral required depends on an assessment of the credit risk of the counterparty.

The table below discloses the maximum exposure to credit risk by class of financial asset. They also disclose the quantitative information of collateral held including surplus collateral (the extent to which the value of collateral held is greater than the exposure to which it relates), and the net exposure to credit risk based on Loan to Value at the point of origination of loans.

As on 31/03/2023

Particulars	Maximum exposure to credit risk	Cash	Securities	Bank and government guarantees	Household used gold ornaments	Book debts, Inventory, and others	Surplus collateral	Total Collateral	Net Exposure
ASSETS									
Financial assets									
(a) Cash and Cash Equivalents	1651.48	1651.48	-	-	-	-	-	1651.48	-

Bank Balance Other than Above	26.31	26.31	-	-	-	-	-	26.31	-
Loans	-	-	-	-	-	-	-	-	-
a) Gold Loan	277.86	-	450.48	-	-	-	-	450.48	-
b) Business Loan	-	-	-	-	-	-	-	-	-
Secured	285.79	-	500.00	-	-	-	-	500.00	-
Unsecured	1471.13	-	617.14	-	-	-	-	617.14	-
c) Vehicle Loan	7729.02	-	13774.76	-	-	-	-	13774.80	-
d) Equipment Loan	783.82	-	1481.56	-	-	-	-	1481.56	-
e) Loan Against Shares	42.28	-	87.52	-	-	-	-	87.52	-
d) Mortgage Loan	4282.54	-	9669.32	-	-	-	-	9669.32	-
f) MSME Loan	4407.87	-	13935.73	-	-	-	-	13935.70	-
g) Consumer Loan	6.42	-	-	-	-	-	-	-	6.42
i) Micro Lending	10.31	-	-	-	-	-	-	-	10.31
j) Personal Loan	583.58	-	-	-	-	-	-	-	583.58
k) Staff Loan	28.86	-	-	-	-	-	-	-	28.86
Investments	1321.62	-	1321.62	-	-	-	-	1321.62	-
Other Financial Assets	348.45	-	-	-	-	-	-	-	348.45
Total	23257.34	1677.79	41838.13	-	-	-	-	43515.93	977.62

As on 31/03/2022

Particulars	Maximum exposure to credit risk	Cash	Securities	Bank and government guarantees	Household used gold ornaments	Book debts, Inventory, and others	Surplus collateral	Total Collateral	Net Exposure
ASSETS									
Financial assets									
(a) Cash and Cash Equivalents	1715.23	1715.23	-	-	-	-	-	1715.23	-
Bank Balance Other than Above	25	25	-	-	-	-	-	25	-
Loans	-	-	-	-	-	-	-	-	-
a) Gold Loan	363.45	-	-	-	596.23	-	-	596.23	-
b) Business Loan	751.75	-	-	-	-	1415.89	-	1415.89	-
c) Vehicle Loan	5158.12	-	-	-	-	9231.81	-	9231.81	-
d) Equipment Loan	551.15	-	-	-	-	1275.22	-	1275.22	-
e) Loan Against Shares	-	-	-	-	-	-	-	-	-
d) Mortgage Loan	5560.97	-	-	-	-	12856.24	-	12856.24	-
f) MSME Loan	3316.11	-	-	-	-	12131.06	-	12131.06	-
g) Consumer Loan	318.46	-	-	-	-	-	-	-	318.46
i) Micro Lending	35.93	-	-	-	-	-	-	-	35.93
j) Personal Loan	372.5	-	-	-	-	-	-	-	372.5
k) Staff Loan	21.66	-	-	-	-	-	-	-	21.66

Investments	1004.87	-	1004.87	-	-	-	-	1004.87	-
Other Financial Assets	534.99	-	-	-	-	-	-	-	534.99
Total	19730.19	1740.2	1004.87	-	596.23	36910.22	-	40251.55	1283.54

2. Liquidity Risk

Our business is cash intensive and requires substantial funds, on an ongoing basis, to finance the loan portfolio and to grow it. Any disruption in the funding sources would have a material adverse effect on our liquidity and financial condition. The Company is proactively pursuing a system of identifying and accessing newer and cheaper sources of funds, to finance the AUM and to grow the business. There is a regular meeting of our asset liability management committee which reviews the liquidity position of the Company and arranges for sufficient funding in advance, for growth.

3. Market Risk

Market risk arises in gold loan and Loan Against Shares. In gold loan, this is due to the probable decline in the value of the pledged gold and in Loan against share, the cause would be fluctuation in share price. The risk in gold loan part mitigated by linking the LTV to the 30-day average price of gold. This risk is further reduced because we appraise the gold jewellery and fund loans based solely on the weight of gold content without considering design cost, production cost or value of gemstones. In addition, we believe that the sentimental value of the gold jewellery to the customers may induce repayment and redemption of the pledged gold even if the value of the pledged gold falls below the value of the repayment amount. We believe that a prompt and effective recovery mechanism also helps us deal with this risk.

The risk in loan against shares is mitigated by classifying shares based on their valuation like A, B & C and a hair-cut applicable on them. In addition, the MTM risk on these loan portfolios are tracked daily.

4. Operational Risk

Operational risk broadly covers the risk of direct or indirect loss due to the failure of systems, people or processes, or due to external events. We have instituted a series of checks and balances and audit reviews to address the various operational risks. We have clearly defined appraisal methods to mitigate appraisal risk. Inaccurate appraisal of the pledged gold may lead to funds being advanced against low value or spurious gold. This risk is mitigated by our policies on internal control, generation of alert reports and additional requirements for high value loans. We also have detailed guidelines on movement of cash or gold to address custodial risk, which is the risk associated with the safety and security of our gold inventory. In addition, we have installed surveillance cameras across of all our branches, and security guards are present at night at certain sensitive branches. We undertake significant employee profiling and background verification checks before hiring and continuously monitor their lifestyle

changes. We are also maintaining insurance cover for our gold stock and cash with our branches, and cash in transit, against theft, loss or damage by fire as well as against natural calamities including earthquake and floods.

Rating Loans Days past due (DPD) Stages with regard to quality of assets

The Company considers a financial instrument as defaulted and therefore Stage 3 (credit- impaired) for Expected credit Loss (ECL) calculations in all cases when the borrower becomes 181 days past due on its contractual payments.

Rating	Days Past Due (DPD)	Stages
High grade	Not yet due	Stage 1
High grade	1-30 DPD	Stage 1
Medium grade	31-90 DPD	Stage 2
Medium grade	91-180 DPD	Stage 2
Low grade	181 DPD or More	Stage 3

Liquidity risk and funding management

The table below summarizes the maturity profile of the undiscounted cash flows of the company's financial assets and liabilities as at March 31.

Maturity pattern of assets and liabilities as on March 31, 2023

Particulars	As at March 31, 2023	Up to 1 month	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 year & up to 5 years	Over 5 years
Financial assets									
Cash and cash equivalents	1677.79	1490.67	-	160.81	26.31	-	-	-	-
Trade Receivable	-	-	-	-	-	-	-	-	-
Other Receivable	7.52	-	-	7.52	-	-	-	-	-
Loans	19909.47	2807.87	326.50	271.17	3404.94	4680.36	6267.23	1217.88	933.52
Investments	1321.62	24.26	-	-	499.00	-	601.01	75.40	121.95
Other financial Assets	348.45	19.13	21.86	13.66	54.65	54.67	163.96	-	20.52
Total financial Assets	23264.85	4341.93	348.36	453.16	3984.90	4735.03	7032.20	1293.28	1075.99
Financial Liabilities									
Debt Securities	16777.45	405.00	157.00	369.50	1559.75	4526.00	4801.11	3653.10	1306.00
Borrowings (other than debt securities)	19.65	0.27	0.28	0.28	0.85	1.38	7.73	8.86	-
Subordinated liabilities	1505.00	-	-	-	-	-	312.36	1000.54	192.10
Other financial liabilities	82.21	56.37	2.52	15.26	8.05	-	-	-	-

Total Financial Liabilities	18384.31	461.64	159.80	385.04	1568.65	4527.38	5121.20	4662.50	1498.10
Net Undiscounted Asset/(Liabilities)	4880.54	3880.29	188.56	68.12	2416.25	207.65	1911.00	(3369.22)	(422.11)

Maturity pattern of assets and liabilities as on March 31, 2022

Particulars	As at March 31, 2022	Up to 1 month	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 year & up to 5 years	Over 5 years
Financial assets									
Cash and cash equivalents	1715.23	705.23	-	1010.00	-	-	-	-	-
Trade Receivable	20.24	-	-	-	-	-	20.24	-	-
Other Receivable	133.52	-	-	133.52	-	-	-	-	-
Loans	16450.10	731.03	216.25	397.83	954.54	6674.22	5983.80	748.33	744.10
Investments	1004.87	163.73				291.12	428.07		121.95
Other financial Assets	534.99	166.89	169.75	33.60	142.42	5.52	1.70	15.11	0.00
Total financial Assets	19858.95	1766.88	386.00	1574.95	1096.96	6970.86	6433.81	763.44	866.05
Financial Liabilities									
Debt Securities	15799.01	2.77	291.26	292.25	1087.93	5193.25	5604.04	2894.29	433.22
Borrowings (other than debt securities)	22.60	0.40	0.40	0.40	1.20	2.40	9.60	8.20	-
Subordinated liabilities	644.37	-	-	-	-	-	-	644.37	-
Other financial liabilities	267.48	30.53	-	236.95	-	-	-	-	-
Total Financial Liabilities	16733.46	33.70	291.66	529.60	1089.13	5195.65	5613.64	3546.86	433.22
Net Undiscounted Asset/(Liabilities)	3125.49	1733.18	94.34	1045.35	7.83	1775.21	820.17	(2783.42)	432.83

The table below shows the contractual expiry by maturity of the Company's contingent liabilities and commitments.

(Rs in lakhs)

Particulars	Up to 1 month	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 2 years & up to 5 years	Over 5 years
As at March 31, 2023								
Income tax demands						3.75		
As at March 31, 2022								
Income tax demands						3.75		

Interest Rate Risk

The Company's exposure to changes in interest rates relates to the Company's outstanding floating rate liabilities. Most of the Company's outstanding liability is on fixed rate basis and hence not subject to interest rate risk. Some of the borrowings of the Company are linked to rate benchmarks hence subject to interest rate risk.

5. CRAR (Capital to Risk Asset Ratio)

The Company manages its capital structure and makes adjustments to it according to changes in economic conditions and the risk characteristics of its activities. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividend payment to shareholders, return capital to shareholders or issue capital securities. No changes have been made to the objectives, policies and processes from the previous years. However, they are under constant review by the Board.

The company reports CRAR (Capital to Risk Asset Ratio) as per RBI guidelines. CRAR have been computed by dividing total of Tier-1 and Tier-2 capital by total of risk weighted asset.

Particulars	As on 31/03/2023	As on 31/03/2022
CRAR – Tier I Capital (%)	17.99%	17.60%
CRAR – Tier II Capital (%)	5.39%	3.47%
CRAR (%)	23.37%	21.07%

6. Maturity pattern of Assets and Liabilities

The table below shows an analysis of assets and liabilities analysed according to when they are expected to be recovered or settled:

(Rs in lakhs)

Particulars	As at March 31, 2023	Within 12 months	After 12 months
ASSETS			
Financial assets			
Cash and cash equivalents	1651.48	1651.48	-
Bank Balance other than (a) above	26.31	26.31	-
Loans*	19909.47	11490.85	8418.62
Receivables	7.52	7.52	-
Investments	1321.62	523.25	798.37
Other financial assets	348.45	163.96	184.49
Non-financial Assets			
Current tax assets (Net)	-	-	-
Deferred tax assets (Net)	104.71	104.71	-

Property, Plant and Equipment	550.98	-	550.98
Other intangible assets	16.42	-	16.42
Other non-financial assets	295.03	158.79	136.24
Total Assets	24231.99	14126.87	10105.12
LIABILITIES			
Financial Liabilities			
Debt Securities	17632.6	7017.25	10615.35
Borrowings (other than debt securities)	19.65	3.06	16.59
Subordinated liabilities	1609.42	-	1609.42
Other financial liabilities	82.21	82.21	-
Non-financial Liabilities			
Provisions other than loans	28	28	-
Impairment loss allowance*	471	471	-
Other non-financial liabilities	234.62	127.74	106.88
Total Liabilities	20077.5	7729.26	12348.24
Net Undiscounted Asset/(Liabilities)	4154.49	6397.61	(2243.12)

*Loans represent the gross loan outstanding and impairment allowances provided on gross loans are separately shown under the head non-financial liability.

7. Change in liabilities arising from financing activities disclosed as per Ind AS 7, Cash flow statement.

Particulars	As at 31-03-2022	Cash flows	Change in Fair Value	Others	As at 31-03-2023
Borrowings (other than debt securities)	22.6	(2.95)	-	-	19.65
Subordinated liabilities	644.37	965.05	-	-	1609.42
Debt Securities	15799.01	1833.59	-	-	17632.6
Total	16465.98	2795.69	-	-	19261.67

Particulars	As at 31-03-2021	Cash flows	Change in Fair Value	Others	As at 31-03-2022
Borrowings (other than debt securities)	12.51	10.09	-	-	22.6
Subordinated liabilities	609.5	34.87	-	-	644.37
Debt Securities	15210.49	588.52	-	-	15799.01
Total	15832.5	633.48	-	-	16465.98

8. List of statutory dues outstanding for a period of more than 6 months from the due date

Nature of dues	Amount (₹)	Period to which the amount relates	Forum where dispute is pending
NA	NA	NA	NA

9. Contingent Liability

Particulars	31.03.2023	31.03.2022
Claims against the company not acknowledged as debts	NIL	NIL
- Income tax demands	3.75	3.75
- Service tax demands	NIL	NIL
- Others	NIL	NIL

a. Claims against the company not acknowledged as debts

Sl. No	A.Y	Section	Tax Demand	Total Tax Paid	Bank Guarantee given	Forum where dispute is pending
1	2018 - 19	143 (3)	28.39	24.64	Nil	CIT (Appeal)

10. The Code on Social Security, 2020

The Code on Social Security, 2020 (the Code) has been enacted, which would impact contribution by the Company towards Provident Fund and Gratuity. The effective date from which changes are applicable is yet to be notified and the rules thereunder are yet to be announced. The actual impact on account of this change will be evaluated and accounted for when notification becomes effective.

11. Guarantee For Loans Taken By Others

The Company has not given any guarantee for loans taken by others from banks or financial institutions.

12. Disclosure under the MSME Act 2006 (as preintimation received from vendor)

Based on the information available with the Company and has been relied upon by the auditors, none of the suppliers have confirmed to be registered under “The Micro, Small and Medium Enterprises Development (‘MSMED’) Act, 2006”. Accordingly, no disclosures relating to principal amounts unpaid as at the period ended March 31, 2023, together with interest paid /payable are required to be furnished.

13. Segment Reporting

The Company is primarily engaged in the business of financing and there are no separate reportable segments identified as per the Ind AS 108 - Segment Reporting.

14. Previous Year Figures

Previous year figures have been regrouped, reclassified, and rearranged, where necessary, to conform to the current year's classification

For and on behalf of the Board

As per our Report of even date attached

Sd/-
Alex Kalluvila Babu
(Managing
Director)
DIN:01254207

Sd/-
K P Padmakumar
(Director)
DIN:00023176

Sd/-
Vinay Sasidharan
(Chief Executive Officer)

Sd/-
Suraj Ramachandran
(Chief Financial
Officer)

Sd/-
**Girish Kumar
Ganapathy**
(Company Secretary)

For Mohandas & Associates
Sd/-
Mohandas A
(Partner)
Chartered Accountants
Membership No: 036726
Firm Reg No: 02116S
UDIN : 23036726BGWATK6210

Place: Kochi
Date: 24/05/2023

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**BUSINESS
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LOANS** >>>



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LOANS** >>>



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