



of this other information; we are required to report that fact.

### **Responsibilities of Management and Those charged with Governance for the Financial Statements**

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

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

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

### **Auditor's Responsibilities for the audit of the Financial Statements**

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

As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We 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 internal controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.



- c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by 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 in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern
- e) Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central government in terms of sub-Section (11) of section 143 of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the order to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
  - d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards



specified under Section 133 of the Act.

- e) On the basis of written representation received from the directors as on 31 March 2025 taken on record by the Board of directors, none of the directors is disqualified as on 31 March 2025 from being appointed as a director in terms of section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company, and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended;

In our opinion and to the best of our information and according to the explanations given to us, the Company has not paid any remuneration to its directors during the year; hence reporting in respect of compliance under section 197 of the Act is not applicable.

- 3. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - a) The Company has no pending litigations as at 31 March 2025 impacting its financial position in its financial statements – (Refer Note: 26).
  - b) Based on the information and explanations provided to us, the Company does not have any long-term contracts, including derivative contracts for which there were any material foreseeable losses; and
  - c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the company
  - d) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
  - e) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries; and
  - f) Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under para (d) and (e) contain any material mis-statement.



- g) The company has neither declared nor paid any dividend during the year; hence reporting in respect of compliance under section 123 of the Act is not applicable.
4. Based on our examination which included test checks, the company has used accounting software for maintaining its books of accounts which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instances of audit trail feature being tampered with and the company has preserved the audit trail as per the statutory requirements for record retention.

For Shah & Taparia  
Chartered Accountants  
FRN NO: 109463W



Bharat Joshi  
Partner  
M. No.: 130863  
Place: Mumbai  
Date: 16 May 2025  
UDIN No.: 25130863BBIQGV3162



**Annexure 'A' to the Independent Auditor's Report on the Financial Statements of Systematix Fincorp India Limited for the year ended 31 March 2025**

*(Referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirements' of our report of even date)*

As per the books and records produced before us and as per the information and explanations given to us and based on such audit checks that we considered necessary and appropriate, we confirm that:

- i. (a)(A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, plant and equipment.  
  
(B) The Company do not have any intangible assets hence reporting under clause 3(i)(a)(B) is not applicable.  
  
(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, plant and equipment by which all Property, plant and equipment are verified in a phased manner. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.  
  
(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company did not have any immovable properties, hence reporting under para 3(i)(c) of the Order is not applicable.  
  
(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, plant and equipment (including Right-of-use assets) during the year.  
  
(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Benami Property Transactions (Prohibition) Act, 1988 as amended in 2016 and rules made thereunder.
- ii. (a) According to the information and explanations given to us, the company does not have any inventories and hence reporting under para 3(ii)(a) of the Order is not applicable.  
  
(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets. Hence reporting under para 3(ii)(b) is not applicable.
- iii. (a) According to the information and explanations given to us, the Company's principal business is to give loans, hence reporting under para 3(iii)(a) of the order are not applicable to the company.  
  
(b) Based upon the audit procedures performed and the information & explanations given by the management; the investments made and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the Company's interest.



(c) Based upon the audit procedures performed and the information & explanations given by the management; in respect of loans and advances in the nature of loans granted by the Company, we report that the schedule of repayment of principal and payment of interest has not been stipulated; hence we are unable to make specific comment on the regularity of repayment of principal & payment of interest, in such cases.

(d) In relation to cases where terms of arrangement do not stipulate any repayment schedule and loans are repayable on demand, we cannot comment on amount overdue in respect of the loans granted to parties. Further, the Company has taken reasonable steps for recovery of principal and interest amount.

(e) Since the Company's principal business is to give loans, the provisions of clause 3(iii)(e) of the Order are not applicable to it.

(f) The Company has granted loans which are repayable on demand without stipulation for payment of principal and interest, as per details below:

|                                                                     | (₹ in Lakhs) |           |                 |
|---------------------------------------------------------------------|--------------|-----------|-----------------|
|                                                                     | All Parties  | Promoters | Related Parties |
| Aggregate amount of loans/ advances in nature of loans              |              |           |                 |
| • Repayable on demand (A)                                           | 1,11,811.77  | NIL       | 1,11,811.77     |
| • Agreement does not specify any terms or period of repayment (B)   |              |           |                 |
| Total (A+B)                                                         | 1,11,811.77  | NIL       | 1,11,811.77     |
| Percentage of loans/ advances in nature of loans to the total loans | 100%         | 0%        | 100%            |

iv. According to the information and explanations given to us and on the basis of our examination of the records, the Company has not given loans, provided any guarantee or security as specified under Section 185 of the Companies Act, 2013 and the Company has not provided any guarantee or security as specified under Section 186 of the Companies Act, 2013, hence reporting under para 3(iv) of the order is not applicable to the company.

v. In our opinion and according to information and explanation given to us, the company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable. As informed to us no order has been passed by the Company Law Board or National Company Law Tribunal or the Reserve Bank of India or any Court or any other Tribunal against the Company.

vi. According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Companies Act, 2013 for the services provided by the Company. Accordingly, para 3(vi) of the Order is not applicable.

vii. According to the information and explanations given to us, in respect of statutory dues:

(a) The Company has been regular in depositing undisputed statutory dues, including goods and service tax, Provident Fund, Employees' State Insurance, Income Tax, and other material statutory dues applicable to it with the appropriate authorities. There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Customs Duty, Cess and other material statutory dues in arrears as at 31 March 2025 for a period of more than six months from the date they

became payable.

(b) According to the information and explanations given to us there are no statutory dues referred in sub-clause (a) which have not been deposited by the Company on account of disputes.

viii. In our opinion and according to the information and explanations given to us, there are no amounts which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act 1961 on account of any transactions not recorded in the books of accounts. Hence reporting under clause 3(viii) of the Order is not applicable.

ix. (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of any loans or other borrowings or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) According to the information and explanations given to us by the management, the Company has not obtained term loans during the year.

(d) Based upon the audit procedures performed and the information and explanations given by the management, no funds raised on short term basis have been utilised by the Company for long term purposes.

(e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries or associates as defined under the Companies Act, 2013. Accordingly, clause 3(ix)(e) of the Order is not applicable.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries or associates as defined under the Companies Act, 2013. Accordingly, clause 3(ix)(f) of the Order is not applicable.

x. The company did not raise any money by way of initial public offer or further public offer including debt instruments. Further, during the year the Company has not made any preferential allotment or private placement of shares or convertible debentures. Accordingly reporting under clauses (a) and (b) of paragraph 3(x) of the order is not applicable.

xi. Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.

According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.



According to the information and explanations given to us, there were no whistle blower complaints received during the year. Accordingly, para 3(xi)(c) of the Order is not applicable.

- xii. According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, para 3(xii) of the Order is not applicable.
- xiii. In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Sections 177 and 188 of the Companies Act, 2013, where applicable, and the details of the related party transactions have been disclosed in the financial statements as required by the applicable Indian Accounting Standards.
- xiv. Based on information and explanation provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

We have considered the internal audit reports of the Company issued till date for the period under audit.

- xv. In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi. The Company is a Non-Banking Finance Company and has obtained Registration under section 45-IA of the Reserve Bank of India Act, 1934.

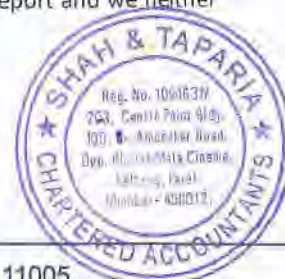
The Company has a valid Certificate of Registration (CoR) from the Reserve Bank of India (RBI) for conducting Non-Banking Financial activities and no business has been conducted by the Company without a valid CoR.

The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, reporting under clause 3(xvi) (c) of the Order is not applicable.

According to the information and explanations provided to us during the course of audit, the Group does not have any CIC. Accordingly, the requirements of clause 3(xvi)(d) are not applicable.

- xvii. According to the information and explanations given to us, the Company has not incurred cash losses in the current and in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors during the year. Hence reporting under clause 3(xviii) of the Order is not applicable.
- xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company.

We further state that our reporting is based on the facts up to the date of the audit report and we neither



give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

- xx. In our opinion and according to the information and explanations provided to us by the Company, there is no unspent amount under sub-section (5) of the Section 135 of the Companies Act 2013 pursuant to any project. Accordingly, clause 3 (xx)(a) and clause 3 (xx)(b) of the order is not applicable.
- xxi. In our opinion, the Company does not have any subsidiaries or associates or joint ventures. Accordingly, the Company is not required to prepare Consolidated Financial Statements. Hence, reporting under clause 3(xxi) of the Order is not applicable.

For Shah & Taparia  
Chartered Accountants  
FRN NO: 109463W



Bharat Joshi  
Partner  
M. No.: 130863  
Place: Mumbai  
Date: 16 May 2025  
UDIN No.: 25130863BBIQGV3162



### "Annexure – B" to the Independent Auditor's Report

*(Referred to in paragraph 2(f) under the heading 'Report on Other Legal & Regulatory Requirements' of our report of even date to the financial statements of the Company for the year ended 31 March 2025.)*

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

We have audited the internal financial controls over financial reporting of M/s. Systematix Fincorp India Limited ("the Company") as of 31 March 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

### Management's and Board of Director's Responsibility for Internal Financial Controls

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### Auditors' Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Company.



### Meaning of Internal Financial Controls over Financial Reporting

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

### Inherent Limitations of Internal Financial Controls over Financial Reporting

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

### Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Shah & Taparia  
Chartered Accountants  
FRN NO: 109463W



Bharat Joshi  
Partner  
M. No.: 130363  
Place: Mumbai  
Date: 16 May 2025  
UDIN No.: 25130863BBIQGV3162



Systematix Fincorp India Limited  
CIN: U67120MH1995PLC389867  
Balance sheet as at 31st March 2025

| (₹ in Lakhs)                                                                             |         |                          |                          |
|------------------------------------------------------------------------------------------|---------|--------------------------|--------------------------|
| Particulars                                                                              | Note No | As at<br>31st March 2025 | As at<br>31st March 2024 |
| <b>ASSETS</b>                                                                            |         |                          |                          |
| <b>I. Financial assets</b>                                                               |         |                          |                          |
| Cash and cash equivalents                                                                | 3       | 166.80                   | 1,267.99                 |
| Loans                                                                                    | 4       | -                        | 331.65                   |
| Investments                                                                              | 5       | 3,516.25                 | 1,194.05                 |
| Other financial assets                                                                   | 6       | 0.34                     | 208.31                   |
|                                                                                          |         | <b>3,683.40</b>          | <b>3,002.00</b>          |
| <b>II. Non-financial assets</b>                                                          |         |                          |                          |
| Current tax assets (net)                                                                 | 7       | -                        | 22.76                    |
| Deferred tax assets (net)                                                                | 8       | 2.41                     | 3.32                     |
| Property, plant and equipment                                                            | 9       | 22.84                    | 25.76                    |
| Other non-financial assets                                                               | 10      | 75.98                    | 76.16                    |
|                                                                                          |         | <b>101.23</b>            | <b>127.99</b>            |
| <b>Total Assets</b>                                                                      |         | <b>3,784.62</b>          | <b>3,130.00</b>          |
| <b>LIABILITIES AND EQUITY</b>                                                            |         |                          |                          |
| <b>I. LIABILITIES</b>                                                                    |         |                          |                          |
| <b>I. Financial Liabilities</b>                                                          |         |                          |                          |
| Payable                                                                                  | 11      |                          |                          |
| (i) Trade payable                                                                        |         |                          |                          |
| - total outstanding dues of micro enterprises and small enterprises                      |         | -                        | -                        |
| - total outstanding dues of creditors other than micro enterprises and small enterprises |         | 2.30                     | 3.21                     |
| (ii) Other payable                                                                       |         |                          |                          |
| - total outstanding dues of micro enterprises and small enterprises                      |         | -                        | -                        |
| - total outstanding dues of creditor other than micro enterprises and small enterprises  |         | -                        | -                        |
| Borrowings (other than debt securities)                                                  | 12      | 15.17                    | 18.81                    |
|                                                                                          |         | <b>17.27</b>             | <b>22.02</b>             |
| <b>II. Non-financial Liabilities</b>                                                     |         |                          |                          |
| Current tax liabilities (net)                                                            | 7       | 18.38                    | -                        |
| Provisions                                                                               | 13      | -                        | 0.83                     |
| Other non-financial liabilities                                                          | 14      | 0.23                     | 1.70                     |
|                                                                                          |         | <b>18.61</b>             | <b>2.53</b>              |
| <b>II. EQUITY</b>                                                                        |         |                          |                          |
| Equity share capital                                                                     | 15      | 167.58                   | 167.58                   |
| Other equity                                                                             | 16      | 3,581.16                 | 2,937.87                 |
|                                                                                          |         | <b>3,748.74</b>          | <b>3,105.45</b>          |
| <b>Total Liabilities and Equity</b>                                                      |         | <b>3,784.62</b>          | <b>3,130.00</b>          |

The above balance sheet should be read in conjunction with the accompanying notes 1 to 41.

In terms of our report of even date attached

For & on behalf of the Board of Directors

For Shah & Taparia  
Chartered Accountants  
FRN NO:109463W

Bharat Ramesh Joshi  
Partner  
M NO.130863  
Date: 16th May, 2025  
Place: Mumbai



Anju Khandelwal  
Director  
DIN : 00474604  
Date: 16th May, 2025  
Place: Mumbai

Priyanka Khandelwal  
Director  
DIN : 01878267  
Date: 16th May, 2025  
Place: Mumbai



## (₹ in Lakhs)



Systematix Fincorp India Limited  
CIN: U67120MH1995PLC389867  
Statement of Cash flow for the year ended 31st March 2025

| Particulars                                              | Year ended<br>31st March 2025 | Year ended<br>31st March 2024 |
|----------------------------------------------------------|-------------------------------|-------------------------------|
| (₹ in Lakhs)                                             |                               |                               |
| <b>A. Cash flow for operating activities</b>             |                               |                               |
| Net Profit before tax and extra ordinary items           | 752.98                        | 723.47                        |
| Adjustments for :-                                       |                               |                               |
| 1 Depreciation                                           | 2.93                          | 4.41                          |
| 2 Net gain/(loss) on fair value changes                  | (311.84)                      | (75.10)                       |
| 3 Gain on sale of Shares                                 | (440.57)                      | (247.74)                      |
| 4 Provision no longer required written back              | (0.83)                        | (2.70)                        |
| 5 Impairment of financial instruments                    | -                             | (108.82)                      |
| 6 Dividend income                                        | (0.64)                        | (2.48)                        |
| <b>Operating profit before working capital changes</b>   | <b>2.02</b>                   | <b>291.03</b>                 |
| Adjustments for :-                                       |                               |                               |
| 1 (Increase)/Decrease in other financial assets          | 208.80                        | (70.19)                       |
| 2 (Increase)/Decrease in other non-financial assets      | 0.18                          | 0.87                          |
| 3 Increase/ (Decrease) trade and other payables          | (1.11)                        | (3.98)                        |
| 4 Increase/ (Decrease) other financial liabilities       | -                             | (99.76)                       |
| 5 Increase/ (Decrease) provisions                        | (0.83)                        | (2.70)                        |
| 6 Increase/ (Decrease) other non financial liabilities   | (1.47)                        | 1.16                          |
| <b>Cash generated from operation</b>                     | <b>207.59</b>                 | <b>116.44</b>                 |
| 1 Income taxes                                           | (67.54)                       | (54.10)                       |
| <b>Cash flow before extraordinary items</b>              | <b>139.96</b>                 | <b>52.34</b>                  |
| Extraordinary items                                      |                               |                               |
| <b>Net Cash from/ (used ) in operating activities</b>    | <b>139.96</b>                 | <b>52.34</b>                  |
| <b>B. Cash flow from investing activities</b>            |                               |                               |
| 1 Purchase of property, plant and equipment              | -                             | (24.19)                       |
| 2 Proceeds from sale of investment                       | 4,467.63                      | 15,070.46                     |
| 3 Dividend from mutual fund                              | 0.64                          | 2.48                          |
| 4 Purchase/sale of investment (net)                      | (6,037.43)                    | (15,482.32)                   |
| 5 Repayment of advances and loans                        | 331.65                        | 1,588.61                      |
| <b>Net Cash from/ (used ) in investing activities</b>    | <b>(1,237.51)</b>             | <b>1,155.04</b>               |
| <b>C. Cash flow from financing activities</b>            |                               |                               |
| 1 Payment of long and short term borrowings              | (3.64)                        | 18.81                         |
| <b>Net Cash from financing activities</b>                | <b>(3.64)</b>                 | <b>18.81</b>                  |
| <b>Net increase in cash and cash equivalents (A+B+C)</b> | <b>(1,101.19)</b>             | <b>1,226.20</b>               |
| Cash and cash equivalents as (opening balance)           | 1,267.99                      | 41.79                         |
| Cash and cash equivalents as (closing balance)           |                               |                               |
| Balances with banks in current account                   | 166.80                        | 1,267.99                      |

1. The above statement of cash flows have been prepared under the Indirect Method as set out in Ind AS 7 'Statement of Cash Flows'.  
2. Components of cash and cash equivalents are detailed as above

In terms of our report of even date attached  
For Shah & Taparia  
Chartered Accountants  
FRN NO:109463W

For and on behalf of the Board of Directors

Bharat Ramesh Joshi  
Partner  
M NO.130863  
Date: 16th May, 2025  
Place: Mumbai



Anju Khandelwal  
Director  
DIN : 00474604  
Date: 16th May, 2025  
Place: Mumbai

Prityanka Khandelwal  
Director  
DIN : 01878267  
Date: 16th May, 2025  
Place: Mumbai

**Systematix Fincorp India Limited**

**CIN: U67120MH1995PLC389867**

Notes to and forming part of the financial statement

**Corporate Background**

Systematix Fincorp India Limited ('the Company') is a Public Limited Company incorporated in India with its registered office located at The Capital, "A" wing, 6th Floor, No. 603-606, Plot No.C-70, G-Block, Bandra Kurla Complex, Bandra (East), Mumbai- 400051. The Company is registered as Non-banking Financial Company with the Reserve Bank of India (RBI) under Section 45-IA of the Reserve Bank of India Act, 1934 and Primarily engaged in lending and Related Activities.

These financial statements were authorised for issue by the board of directors on 16<sup>th</sup> May, 2025.

**1) Significant accounting policies**

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

**i) Compliance with Ind AS**

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) read with [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

**ii) Historical cost convention**

The financial statements have been prepared on a historical cost basis, except for the following:

- Certain financial assets and liabilities that are measured at fair value;

**iii) Summary of significant accounting policies**

**a) Property, plant and equipment:**

All items of property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Cost may also include transfers from equity of any gains or losses on qualifying cash flow hedges of foreign currency purchases of property, plant and equipment.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced or discarded. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

**Depreciation method, estimated useful life and residual value:**

Depreciable amount for assets is the cost of an asset less its estimated residual value.

Depreciation on property plant and equipment has been provided on the straight line method allocated to its cost, net of residual value, over their estimated useful lives as follows:



- Vehicles 08 years
- Office Equipment's 05 years

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

**b) Trade receivable**

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. Trade receivables are recognised initially at the amount of consideration that is unconditional unless they contain significant financing components, when they are recognised at fair value. The Company holds the trade receivables with the objective to collect the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less impairment loss allowance.

**c) Cash and cash equivalents**

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdraft. Bank Overdraft is shown within borrowings in current liabilities in the balance sheet.

**d) Impairment of assets:**

Goodwill and Intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Nonfinancial assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

**e) Financial instruments: -**

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

Financial assets and liabilities are recognized when the Company becomes a party to the contractual provisions of the instrument.



**Financial Assets:**

**Classification**

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

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

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

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in equity instruments that are not held for trading, this will depend on whether the group has made an irrevocable election at the time of initial recognition to account for the equity investments at FVOCI.

**Initial recognition and measurement**

At initial recognition, the Company measures a financial asset or financial liability at its fair value plus or minus, in the case of a financial asset or financial liability not at fair value through profit or loss, transaction costs that are incremental and directly attributable to the acquisition or issue of the financial asset or financial liability, such as fees and commissions. Transaction costs of financial assets and financial liabilities carried at fair value through profit or loss are expensed in Statement of profit and loss. Immediately after initial recognition, an expected credit loss allowance (ECL) is recognized for financial assets measured at amortized cost.

When the fair value of financial assets and liabilities differs from the transaction price on initial recognition, the entity recognizes the difference as follows:

a) When the fair value is evidenced by a quoted price in an active market for an identical asset or liability (i.e. a Level 1 input) or based on a valuation technique that uses only data from observable markets, the difference is recognized as a gain or loss.

b) In all other cases, the difference is deferred and the timing of recognition of deferred day one profit or loss is determined individually. It is either amortized over the life of the instrument, deferred until the instrument's fair value can be determined using market observable inputs, or realized through settlement.

When the Company revises the estimates of future cash flows, the carrying amount of the respective financial assets or financial liability is adjusted to reflect the new estimate discounted using the original effective interest rate. Any changes are recognized in Statement of profit and loss.



### Subsequent measurement

After initial recognition, financial assets are measured at:

- fair value (either through other comprehensive income or through profit or loss), or
- amortized cost

### Debt instruments

Debt instruments are subsequently measured at amortized cost, fair value through other comprehensive income ('FVOCI') or fair value through profit or loss ('FVTPL') till de-recognition on the basis of (i) the entity's business model for managing the financial assets and (ii) the contractual cash flow characteristics of the financial asset.

The company classifies its debt instruments into three measurement categories:

- **Amortized Cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. A gain or loss on a debt investment that is subsequently measured at amortized cost is recognized in the Statement of Profit and Loss when the asset is derecognized or impaired. Interest income from these financial assets is included in other income using the effective interest rate method.
- **Fair Value through Other Comprehensive Income (FVOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses, which are recognized in the Statement of Profit and Loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to profit or loss and recognized in other gains/(losses). Interest income from these financial assets is included in other income using the effective interest rate method.
- **Fair Value through Profit or Loss (FVTPL):** Assets that do not meet the criteria for amortized cost or FVOCI are measured at FVTPL. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss is recognized in profit or loss in the period in which it arises. Interest income from these financial assets is recognized in the Statement of profit and loss.

### Impairment of Financial Assets

In accordance with Ind AS 109, the Company applies expected credit loss model (ECL) for measurement and recognition of impairment loss. The Company recognises lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction.

At each reporting date, the Company assesses whether the loans have been impaired. The Company is exposed to credit risk when the customer defaults on his contractual obligations. For the computation of ECL, the loan receivables are classified into three stages based on the default and the ageing of the outstanding. If the amount of an impairment loss decreases in a subsequent period, and the decrease can be related objectively to an event occurring after the impairment was



recognised, the excess is written back by reducing the loan impairment allowance account accordingly. The write-back is recognised in the statement of profit and loss.

The Company recognises life time expected credit loss for trade receivables and has adopted the simplified method of computation as per Ind AS 109. The Company considers outstanding overdue for more than 90 days for calculation of expected credit loss. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

The Company also estimate the provisioning requirement on financial assets in accordance with prudential norms on Income Recognition, Asset Classification and Provisioning (IRACP) issue by Reserve Bank of India ('RBI'). Impairment allowance as per ECL, as explained in previous paragraphs, is compared with the provisioning required as per prudential norms. If in case impairment allowance as per ECL is higher than the provisioning required under IRACP then the Company appropriate the difference from their net profit or loss after tax to a separate 'Impairment Reserve'.

#### **Derecognition of Financial Assets**

A financial asset is derecognized only when:

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

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

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognized if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognized to the extent of continuing involvement in the financial asset.

#### **Financial Liabilities:**

##### **Initial recognition and measurement**

Financial liabilities are initially measured at its fair value plus or minus, in the case of a financial liability not at fair value through profit or loss, transaction costs that are directly attributable to the issue/origination of the financial liability.

##### **Subsequent Measurement**

Financial liabilities are classified as measured at amortized cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in statement of profit and loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in statement of profit and loss. Any gain or loss on derecognition is also recognized in statement of profit and loss.



### **Derecognition**

A financial liability is derecognized when the obligation specified in the contract is discharged, cancelled or expires.

### **Equity instruments**

Equity Instruments are instruments that meet the definition of equity from the issuer's perspective, that is, instruments that does not contain contractual obligation to pay and that evidence a residual interest in the issuer's net assets.

The Company measures all equity investments at initial recognition and subsequently at fair value. Where the Company management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Dividends from such investments are recognised in profit or loss as other income when the Company right to receive payments is established.

Changes in the fair value of financial assets at fair value through profit or loss are recognised in other gain/ (losses) in the statement of profit and loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

### **f) Trade and other payables**

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

### **g) Borrowings**

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other gains/(losses).

Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.



**h) Offsetting financial instruments**

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

**i) Borrowing Cost**

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

Other borrowing costs are expensed in the period in which they are incurred.

**j) Provisions, contingent liabilities and contingent assets**

**Provisions**

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material). When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

**Contingent liabilities**

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

**Contingent assets**

Contingent assets: 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. Contingent assets are not recognised but disclosed only when an inflow of economic benefits is probable.

**k) Revenue recognition**

Revenue (other than for those items to which Ind AS 109 Financial Instruments are applicable) is measured at fair value of the consideration received or receivable. Ind AS 115, Revenue from contracts with customers, outlines a single comprehensive model of accounting for revenue arising from contracts with customers.

The Company recognizes revenue from contracts with customers based on a five step model as set out in Ind AS 115:

**Step 1: Identify contract(s) with a customer:** A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria for every contract that must be met.

**Step 2: Identify performance obligations in the contract:** A performance obligation is a promise in a contract with a customer to transfer a good or service to the customer.

**Step 3: Determine the transaction price:** The transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

**Step 4: Allocate the transaction price to the performance obligations in the contract:** For a contract that has more than one performance obligation, the Company allocates the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Company expects to be entitled in exchange for satisfying each performance obligation.

**Step 5: Recognise revenue when (or as) the Company satisfies a performance obligation.**

**Income Recognition**

**Interest income**

Interest income is typically recognized as it is earned over time, rather than when cash is received i.e on time proportionate basis. Generally, interest income is recognized on an accrual basis as it is earned, but there are exceptions, such as with NPAs where recognition might be delayed until actual receipt of the interest. The effective interest method is commonly used to calculate interest income, especially for interest-bearing instruments. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset.

**Dividend income**

Dividend income is recognized in the Statement of profit and loss on the date that the Company's right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the entity and the amount of dividend can be reliably measured. This is generally when the shareholders approve the dividend.



**l) Foreign currency translation**

These financial statements are presented in Indian Rupees (INR), which is functional and presentation currency.

Transactions in foreign currency are accounted at the exchange rates prevailing on the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in Statement of Profit and Loss except to the extent of exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings that are directly attributable to the acquisition or construction of qualifying assets, are capitalized as cost of assets.

Non-monetary items that are measured in terms of historical cost in a foreign currency are recorded using the exchange rates at the date of the transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognized in OCI or Statement of Profit and Loss are also recognized in OCI or Statement of Profit and Loss, respectively).

**m) Taxes on income**

Income-tax expense comprises current tax (amount of tax for the period determined in accordance with The Income Tax law) and deferred tax charge or credit (reflecting the tax effects of temporary differences between tax bases of assets and liabilities and their carrying amounts in the financial statements). Taxes are recognized in the Statement of Profit and Loss except to the extent it relates to items directly recognized in equity or in the Other Comprehensive Income.

**Current tax**

Current tax is measured at the amount expected to be paid in respect of taxable income for the year in accordance with the Income Tax Act, 1961. Current tax comprises the tax payable on the taxable income or loss for the year and any adjustment to the tax payable in respect of previous years. It is measured using tax rates enacted or substantively enacted at the reporting date.

**Current tax assets and liabilities are offset only if, the Company:**

- a) Has a legally enforceable right to set off the recognized amounts; and
- b) Intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

**Deferred Tax**

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable income.



The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities. It is measured using tax rates enacted or substantively enacted at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary differences can be utilized.

Deferred tax assets are reviewed at each reporting date and based on management's judgement, are reduced to the extent that it is no longer probable that the related tax benefit will be realized. Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Deferred tax assets and liabilities are offset only if the Company:

- a) Has a legally enforceable right to set off current tax assets against current tax liabilities; and
- b) The deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority.

Current and Deferred tax for the year - OCI

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

## ii) Earnings per share

### Basic earnings per share

Basic earnings per share are calculated by dividing:

- The profit attributable to owners of the Company
- By the weighted average number of equity shares outstanding during the financial year.

### Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- The after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- The weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares



**o) Cash flow statement**

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments.

The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

**p) Rounding of amounts**

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakh as per the requirement of Schedule III, unless otherwise stated.

**q) Critical estimates and judgements**

In the application of the Company's accounting policies, which are described in Note 2, the directors of the Company are required to make judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

The following are the critical estimates and judgments that have the significant effect on the amounts recognised in the financial statements.

**Useful lives of property, plant and equipment**

The Company reviews the estimated useful lives of property, plant and equipment at the end of each reporting period. There was no change in the useful life of property, plant and equipment as compared to previous year.

**Contingencies**

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Company. Guarantees are also given in the normal course of business. There are certain obligations which management has concluded based on all available facts and circumstances are treated as contingent liabilities and disclosed in the Notes but are not provided for in the financial statements. Although there can be no assurance of the final outcome of the legal proceedings in which the company is involved it is not expected that such contingencies will have a material effect on its financial position or profitability.



### **Income taxes**

In preparing the financial statements, the Company recognizes income taxes in each of the jurisdictions in which it operates. There are many transactions and calculations for which the ultimate tax determination is uncertain. The Company recognises liabilities for anticipated tax issues based on estimates of whether additional taxes will be due. The uncertain tax positions are measured at the amount expected to be paid to taxation authorities when the Company determines that the probable outflow of economic resources will occur. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current and deferred income tax assets and liabilities in the period in which such determination is made.

### **Impairment of financial assets**

The impairment provisions for financial assets are based on assumption about risk of default and expected loss rates. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculations, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

### **Defined benefit obligations**

The present value of defined benefit obligations is determined by discounting the estimated future cash outflows by reference to market yields at the end of reporting period that have terms approximating to the terms of the related obligation.



2. Statement of change in equity for the year ended 31st March 2025

(A) Share capital

| Particular                      | No. of shares | (₹ in Lakhs)<br>Equity share Capital |
|---------------------------------|---------------|--------------------------------------|
| As at 1st April 2023            | 16,75,845.00  | 167.58                               |
| Changes in equity share capital |               | -                                    |
| As at 31st March 2024           | 16,75,845.00  | 167.58                               |
| Changes in equity share capital |               | -                                    |
| As at 31st March 2025           | 16,75,845.00  | 167.58                               |

(B) Other equity

1. Reserve and Surplus

| Particular                                                                    | Securities Premium | Special Reserve | Retained Earnings | (₹ in Lakhs)<br>Total |
|-------------------------------------------------------------------------------|--------------------|-----------------|-------------------|-----------------------|
| As at 1st April 2023                                                          | 1,260.00           | 284.86          | 739.97            | 2,284.83              |
| Changes in equity during the year                                             |                    |                 |                   |                       |
| Transfer from Retained earnings                                               | -                  | 130.61          | (130.61)          | -                     |
| Profit/Loss for the year                                                      | -                  | -               | 653.03            | 653.03                |
| Remeasurement of the net defined benefit liability/ asset (net of tax effect) | -                  | -               | -                 | -                     |
| As at 31st March 2024                                                         | 1,260.00           | 415.47          | 1,262.39          | 2,937.87              |
| As at 1 April 2024                                                            | 1,260.00           | 415.47          | 1,262.39          | 2,937.87              |
| Changes in equity during the year                                             |                    |                 |                   |                       |
| Transfer from Retained earnings                                               | -                  | 128.66          | (128.66)          | -                     |
| Profit/Loss for the year                                                      | -                  | -               | 643.29            | 643.29                |
| Remeasurement of the net defined benefit liability/ asset (net of tax effect) | -                  | -               | -                 | -                     |
| As at 31st March 2025                                                         | 1,260.00           | 544.13          | 1,777.03          | 3,581.16              |

The above statement of change in equity should be read in conjunction with the accompanying notes 1 to 41.

In terms of our report of even date attached  
For Shah & Taparia  
Chartered Accountants  
FRN NO:109463W

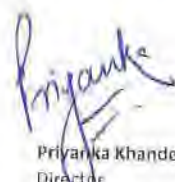
For and on behalf of the Board of Directors



Bharat Ramesh Joshi  
Partner  
M NO.130863  
Date: 16th May, 2025  
Place: Mumbai




Anju Khandewal  
Director  
DIN : 00474604  
Date: 16th May, 2025  
Place: Mumbai



Priyanka Khandewal  
Director  
DIN : 01878267  
Date: 16th May, 2025  
Place: Mumbai



3 Cash and cash equivalents

| Particular            | (₹ in Lakhs)             |                          |
|-----------------------|--------------------------|--------------------------|
|                       | As at<br>31st March 2025 | As at<br>31st March 2024 |
| Cash On hand          | -                        | 0.04                     |
| Balances with banks   | -                        | -                        |
| - In current accounts | -                        | -                        |
| <b>Total</b>          | <b>166.80</b>            | <b>1,267.95</b>          |
|                       | <b>166.80</b>            | <b>1,267.99</b>          |

4 Loans

| Particular                       | (₹ in Lakhs)             |                          |
|----------------------------------|--------------------------|--------------------------|
|                                  | As at<br>31st March 2025 | As at<br>31st March 2024 |
| <b>At amortised cost</b>         |                          |                          |
| Loan repayable on demand         | -                        | 331.65                   |
| <b>Total gross</b>               | <b>-</b>                 | <b>331.65</b>            |
| Less: Impairment loss allowances | -                        | -                        |
| <b>Total</b>                     | <b>-</b>                 | <b>331.65</b>            |
| <b>Security details</b>          |                          |                          |
| (i) Secured against shares       | -                        | -                        |
| (ii) Unsecured                   | -                        | 331.65                   |
| <b>Total gross</b>               | <b>-</b>                 | <b>331.65</b>            |
| Less: Impairment loss allowance  | -                        | -                        |
| <b>Total net</b>                 | <b>-</b>                 | <b>331.65</b>            |
| <b>Geographical details</b>      |                          |                          |
| (i) Loans in India               | -                        | -                        |
| Others                           | -                        | -                        |
| - Corporates                     | -                        | 331.65                   |
| <b>Total gross</b>               | <b>-</b>                 | <b>331.65</b>            |
| Less: Impairment loss allowance  | -                        | -                        |
| <b>Total net</b>                 | <b>-</b>                 | <b>331.65</b>            |

i) Details of loans and advances in the nature of loans to subsidiaries, associates, firms/companies in which directors are interested:

| Name of the Company and relationship    | (₹ in Lakhs)             |                          |
|-----------------------------------------|--------------------------|--------------------------|
|                                         | As at<br>31st March 2025 | As at<br>31st March 2024 |
| Entity in which Director is interested  |                          |                          |
| Systematix Commodities Services Pvt Ltd | -                        | 161.23                   |
| Nhi Developers LLP                      | -                        | 170.42                   |
| <b>Total</b>                            | <b>-</b>                 | <b>331.65</b>            |



5 Investments

| Particular                                   | (₹ in Lakhs) |                       |          |                       |          |
|----------------------------------------------|--------------|-----------------------|----------|-----------------------|----------|
|                                              | Face Value   | As at 31st March 2025 |          | As at 31st March 2024 |          |
|                                              |              | Holding Nos.          | Amount   | Holding Nos.          | Amount   |
| Investment in quoted mutual funds (at FVPL)  |              |                       |          |                       |          |
| Mirae Asset Management Company               | 1,000.00     | -                     | -        | 28.76                 | 0.29     |
| Investment in quoted equity shares (at FVPL) |              |                       |          |                       |          |
| Industrial Investment Trust Limited          | 10           | 1,87,453.00           | 409.49   | 3,35,233.00           | 687.23   |
| Swan Energy Limited                          | 10           | -                     | -        | 5,000.00              | 33.50    |
| Exicom Tele System Limited                   | 10           | -                     | -        | 50,000.00             | 98.70    |
| Jash Engineering Limited                     | 10           | -                     | -        | 1,548.00              | 26.23    |
| Jindal Saw Limited                           | 10           | -                     | -        | 25,000.00             | 108.18   |
| Nimbus Projects Limited                      | 10           | 1,49,252.00           | 380.74   | -                     | -        |
| Religare Enterprises Limited                 | 10           | 20,000.00             | 46.98    | -                     | -        |
| NITCO Limited                                | 10           | 18,97,000.00          | 2,259.71 | -                     | -        |
| Investment in unquoted equity share          |              |                       |          |                       |          |
| Veeda Clinical Research                      | 10           | -                     | -        | 58,440.00             | 124.89   |
| Sagar Defence Engineering Private Limited    | 10           | 180.00                | 300.82   | -                     | -        |
| SSBA Innovations Private Limited             | 10           | 1,03,869.00           | 118.51   | 69,246.00             | 115.05   |
| Total                                        |              | 23,57,754.00          | 3,516.25 | 5,44,495.76           | 1,194.05 |

Aggregate value of Investments

| Particulars                                             | As at 31st March 2025 |          | As at 31st March 2024 |          |
|---------------------------------------------------------|-----------------------|----------|-----------------------|----------|
|                                                         |                       |          |                       |          |
| (₹ in Lakhs)                                            |                       |          |                       |          |
| Aggregate book value of quoted investments              |                       | 3,096.92 |                       | 954.12   |
| Aggregate market value of quoted investments            |                       | 3,096.92 |                       | 954.12   |
| Aggregate book value of unquoted investments            |                       | 419.33   |                       | 239.93   |
| Aggregate book value of listed but unquoted investments |                       |          |                       |          |
| Total                                                   |                       | 3,516.25 |                       | 1,194.05 |

Investment detail

| Particulars                                            | As at 31 March 2024 |          | As at 31 March 2023 |          |
|--------------------------------------------------------|---------------------|----------|---------------------|----------|
|                                                        |                     |          |                     |          |
| (i) At Cost                                            |                     |          |                     |          |
| Equity Instruments                                     |                     |          |                     |          |
| Joint Ventures                                         |                     |          |                     |          |
| Others                                                 |                     | 419.33   |                     | 239.93   |
|                                                        |                     | 419.33   |                     | 239.93   |
| (ii) At Amortised Cost                                 |                     |          |                     |          |
| Preference shares, Unquoted                            |                     |          |                     |          |
|                                                        |                     |          |                     |          |
| (iii) At Fair Value through Other Comprehensive Income |                     |          |                     |          |
| (iv) At Fair Value through Profit or Loss Quoted       |                     | 3,096.92 |                     | 954.12   |
|                                                        |                     | 3,096.92 |                     | 954.12   |
| Total (A) - Gross                                      |                     | 3,516.25 |                     | 1,194.07 |
| (i) Investments outside India                          |                     |          |                     |          |
| (ii) Investments in India                              |                     | 3,516.25 |                     | 1,194.05 |
| Total (B) - Gross                                      |                     | 3,516.25 |                     | 1,194.07 |
| Impairment loss allowance                              |                     |          |                     |          |
| Total (C)                                              |                     |          |                     |          |
| Total (D) = (A) - (C)                                  |                     | 3,516.25 |                     | 1,194.07 |



6 Other financial assets

| Particular                                                | (₹ in Lakhs)             |                          |
|-----------------------------------------------------------|--------------------------|--------------------------|
|                                                           | As at<br>31st March 2025 | As at<br>31st March 2024 |
| Security deposit given to Pegasus Venture Private Limited | -                        | 200.00                   |
| Others                                                    | 0.34                     | 8.31                     |
| <b>Total</b>                                              | <b>0.34</b>              | <b>208.31</b>            |

7 Current tax assets/ (Current tax liabilities)

| Particular                                             | (₹ in Lakhs)             |                          |
|--------------------------------------------------------|--------------------------|--------------------------|
|                                                        | As at<br>31st March 2025 | As at<br>31st March 2024 |
| Advance payment of income tax/ (Net provision for tax) | (18.38)                  | 22.76                    |
| <b>Total</b>                                           | <b>(18.38)</b>           | <b>22.76</b>             |

8 Deferred tax assets

| Particular                                               | (₹ in Lakhs)             |                          |
|----------------------------------------------------------|--------------------------|--------------------------|
|                                                          | As at<br>31st March 2025 | As at<br>31st March 2024 |
| Deferred tax liability on account of :                   |                          |                          |
| <b>Total Deferred tax liability</b>                      |                          |                          |
| Deferred tax assets on account of :                      |                          |                          |
| - Depreciation and amortization due to timing difference | 2.41                     | 3.11                     |
| - Provision for standard assets                          |                          | 0.21                     |
| <b>Total Deferred tax assets</b>                         | <b>2.41</b>              | <b>3.32</b>              |
| Net Deferred tax assets (A)                              | 2.41                     | 3.32                     |
| MAT Credit entitlement (B)                               |                          |                          |
| <b>Total (a+b)</b>                                       | <b>2.41</b>              | <b>3.32</b>              |

Movement in deferred tax balances

| Particular                                               | (₹ in Lakhs)            |                                              |                               |                          |
|----------------------------------------------------------|-------------------------|----------------------------------------------|-------------------------------|--------------------------|
|                                                          | As at<br>1st April 2024 | Charged/<br>(credited) to<br>Profit and Loss | Charged/ (credited)<br>to OCI | As at<br>31st March 2025 |
| Deferred tax liability on account of :                   |                         |                                              |                               |                          |
| <b>Total Deferred tax liability</b>                      |                         |                                              |                               |                          |
| Deferred tax assets on account of :                      |                         |                                              |                               |                          |
| - Depreciation and amortization due to timing difference | 3.11                    | (0.70)                                       |                               | 2.41                     |
| - Provision for standard assets                          | 0.21                    | (0.21)                                       |                               |                          |
| <b>Total Deferred tax assets</b>                         | <b>3.32</b>             | <b>(0.90)</b>                                |                               | <b>2.41</b>              |
| <b>Deferred tax assets (net)</b>                         | <b>3.32</b>             | <b>(0.90)</b>                                |                               | <b>2.41</b>              |

Movement in deferred tax balances

| Particular                                               | (₹ in Lakhs)            |                                              |                               |                          |
|----------------------------------------------------------|-------------------------|----------------------------------------------|-------------------------------|--------------------------|
|                                                          | As at<br>1st April 2023 | Charged/<br>(credited) to<br>Profit and Loss | Charged/ (credited)<br>to OCI | As at<br>31st March 2024 |
| Deferred tax liability on account of :                   |                         |                                              |                               |                          |
| <b>Total Deferred tax liability</b>                      |                         |                                              |                               |                          |
| Deferred tax assets on account of :                      |                         |                                              |                               |                          |
| - Depreciation and amortization due to timing difference | 3.91                    | (0.80)                                       |                               | 3.11                     |
| - Provision for standard assets                          | 0.69                    | (0.68)                                       |                               | 0.21                     |
| - Provision for gratuity                                 | (0.70)                  | 0.70                                         |                               |                          |
| <b>Total Deferred tax assets</b>                         | <b>4.10</b>             | <b>(0.78)</b>                                |                               | <b>3.32</b>              |
| <b>Deferred tax assets (net)</b>                         | <b>4.10</b>             | <b>(0.78)</b>                                |                               | <b>3.32</b>              |



9 Property, plant and equipment

| Particular                                       | (₹ in Lakhs)     |              |              |
|--------------------------------------------------|------------------|--------------|--------------|
|                                                  | Office Equipment | Vehicles     | Total        |
| <b>Gross carrying amount</b>                     |                  |              |              |
| As on 1 April 2023                               |                  |              |              |
| Additions                                        | 0.17             | 59.04        | 59.21        |
| Deductions and adjustments                       | -                | 24.19        | 24.19        |
| <b>As at 31st March 2024</b>                     | <b>0.17</b>      | <b>83.24</b> | <b>83.40</b> |
| <b>Accumulated depreciation and impairment</b>   |                  |              |              |
| As on 1 April 2023                               |                  |              |              |
| Depreciation charged during the year             | 0.11             | 53.13        | 53.24        |
| Disposals                                        | 0.06             | 4.35         | 4.41         |
| <b>As at 31st March 2024</b>                     | <b>0.17</b>      | <b>57.48</b> | <b>57.65</b> |
| <b>Net carrying amount as on 31 March 2024</b>   | <b>-</b>         | <b>25.76</b> | <b>25.76</b> |
| <b>Gross carrying amount</b>                     |                  |              |              |
| As on 1 April 2024                               |                  |              |              |
| Additions                                        | 0.17             | 83.24        | 83.40        |
| Deductions and adjustments                       | -                | -            | -            |
| <b>As at 31st March 2025</b>                     | <b>0.17</b>      | <b>83.24</b> | <b>83.40</b> |
| <b>Accumulated depreciation and impairment</b>   |                  |              |              |
| As on 1 April 2024                               |                  |              |              |
| Depreciation charged during the year             | 0.17             | 57.48        | 57.65        |
| Disposals                                        | -                | 2.93         | 2.93         |
| <b>As at 31st March 2025</b>                     | <b>0.17</b>      | <b>60.40</b> | <b>60.57</b> |
| <b>Net carrying amount As at 31st March 2025</b> | <b>-</b>         | <b>22.84</b> | <b>22.84</b> |



10 Other non-financial assets

| Particular                          | (₹ in Lakhs)             |                          |
|-------------------------------------|--------------------------|--------------------------|
|                                     | As at<br>31st March 2025 | As at<br>31st March 2024 |
| Prepaid/Advance for expenses        | 0.68                     | 0.85                     |
| Balance with government authorities | 75.30                    | 75.31                    |
| <b>Total</b>                        | <b>75.98</b>             | <b>76.16</b>             |

11 Payable

| Particular                                                                            | (₹ in Lakhs)             |                          |
|---------------------------------------------------------------------------------------|--------------------------|--------------------------|
|                                                                                       | As at<br>31st March 2025 | As at<br>31st March 2024 |
| (i) Trade payable                                                                     |                          |                          |
| total outstanding dues of creditor other than micro enterprises and small enterprises | 2.10                     | 3.21                     |
| (ii) Other payable                                                                    |                          |                          |
| total outstanding dues of micro enterprises and small enterprises                     |                          |                          |
| total outstanding dues of creditor other than micro enterprises and small enterprises |                          |                          |
| <b>Total</b>                                                                          | <b>2.10</b>              | <b>3.21</b>              |

a) Disclosures requirement under section 22 of the Micro, Small & Medium Enterprises Development Act, 2006

| Particulars                                                                                                                                                                                                                                         | (₹ in Lakhs)             |                          |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------|--------------------------|
|                                                                                                                                                                                                                                                     | As at<br>31st March 2025 | As at<br>31st March 2024 |
| i) Principal amount and interest due thereon remaining unpaid to each supplier at the end of each accounting year                                                                                                                                   |                          |                          |
| ii) Interest paid by the Company in terms of section 16 of Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year                |                          |                          |
| iii) Interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006 |                          |                          |
| iv) Interest accrued and remaining unpaid at the end of each accounting year                                                                                                                                                                        |                          |                          |
| v) Interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise                                                                                       |                          |                          |

b) Ageing schedule for FY 2024-25

| Particulars                 | Outstanding for following periods from due date of payment |           |           |                   |       |
|-----------------------------|------------------------------------------------------------|-----------|-----------|-------------------|-------|
|                             | Less than 1<br>Year                                        | 1-2 Years | 2-3 years | More than 3 years | Total |
| (i) MSME                    | -                                                          | -         | -         | -                 | -     |
| (ii) Others                 | 2.10                                                       | -         | -         | -                 | 2.10  |
| (iii) Disputed dues - MSME  | -                                                          | -         | -         | -                 | -     |
| (iv) Disputed dues - Others | -                                                          | -         | -         | -                 | -     |

Ageing schedule for FY 2023-24

| Particulars                 | Outstanding for following periods from due date of payment |           |           |                   |       |
|-----------------------------|------------------------------------------------------------|-----------|-----------|-------------------|-------|
|                             | Less than 1<br>Year                                        | 1-2 Years | 2-3 years | More than 3 years | Total |
| (i) MSME                    | -                                                          | -         | -         | -                 | -     |
| (ii) Others                 | 3.21                                                       | -         | -         | -                 | 3.21  |
| (iii) Disputed dues - MSME  | -                                                          | -         | -         | -                 | -     |
| (iv) Disputed dues - Others | -                                                          | -         | -         | -                 | -     |



12 Borrowings (other than debt securities)

| Particular          | (₹ in Lakhs)             |                          |
|---------------------|--------------------------|--------------------------|
|                     | As at<br>31st March 2025 | As at<br>31st March 2024 |
| At amortised cost   |                          |                          |
| Secured             |                          |                          |
| a) Vehicle loan     | 15.17                    | 18.81                    |
| Total               | 15.17                    | 18.81                    |
| Borrowings in India | 15.17                    | 18.81                    |
| Total               | 15.17                    | 18.81                    |

Details of terms of repayment and security provided:

Details of borrowings

| Particulars        | Security                | Coupon Rate        | As at<br>31st March 2025 | As at<br>31st March 2024 |
|--------------------|-------------------------|--------------------|--------------------------|--------------------------|
| Vehicle loan       | Secured against vehicle | 8.79%              | 15.17                    | 18.81                    |
| Terms of repayment |                         |                    |                          |                          |
| Particulars        | Terms of Repayment      | Less than 12 Month | 1-5 years                | More than 5 years        |
| From Bank          | On schedule             | 3.98               | 11.19                    | -                        |

13 Provisions

| Particular                    | (₹ in Lakhs)             |                          |
|-------------------------------|--------------------------|--------------------------|
|                               | As at<br>31st March 2025 | As at<br>31st March 2024 |
| Provision for standard assets | -                        | 0.83                     |
| Total                         | -                        | 0.83                     |

Movement in provisions against standard assets

|                                          |        |
|------------------------------------------|--------|
| Balance as on 1 April 2023               | 3.53   |
| Reversal of provision no longer required | (2.70) |
| Provision as on 31 March 2024            | 0.83   |
| Reversal of provision no longer required | (0.83) |
| Provision as on 31 March 2025            | -      |

14 Other non-financial liabilities

| Particular                                                           | (₹ in Lakhs)             |                          |
|----------------------------------------------------------------------|--------------------------|--------------------------|
|                                                                      | As at<br>31st March 2025 | As at<br>31st March 2024 |
| - Statutory remittances (Contributions to PF, Service Tax, GST etc.) |                          |                          |
| GST Payable                                                          | -                        | 0.90                     |
| TDS Payable                                                          | 0.23                     | 0.80                     |
| Total                                                                | 0.23                     | 1.70                     |



15- Equity Share Capital

| Particular                                                                                                       | As at<br>31st March 2025 | As at<br>31st March 2024 |
|------------------------------------------------------------------------------------------------------------------|--------------------------|--------------------------|
| (i) Authorized Share Capital<br>50,00,000 Equity Shares (Previous Year 50,00,000) of Rs. 10/- each               | 500.00                   | 500.00                   |
| (ii) Issued, subscribed and fully paid up<br>16,75,845 Equity shares of Rs. 10/- each (Previous years 16,75,845) | 167.58                   | 167.58                   |

Disclosures:

a) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

| Equity Shares   | As at 31st March 2025 |        | As at 31st March 2024 |        |
|-----------------|-----------------------|--------|-----------------------|--------|
|                 | No. of Shares         | Amount | No. of Shares         | Amount |
| Opening Balance | 16,75,845             | 167.58 | 16,75,845             | 167.58 |
| Fresh Issue     | -                     | -      | -                     | -      |
| Buy Back        | -                     | -      | -                     | -      |
| Closing Balance | 16,75,845             | 167.58 | 16,75,845             | 167.58 |

b) Rights, preferences and restrictions attached to equity shares

The Equity shares of the Company having par value of Rs 10/- per share rank paripassu in all respects including voting rights, dividend entitlement and repayment of capital.

c) Details of shares held by Holding Company/Ultimate Holding company and their Subsidiaries and associates

| Particulars                                              | As at 31st March 2025 |              | As at 31st March 2024 |              |
|----------------------------------------------------------|-----------------------|--------------|-----------------------|--------------|
|                                                          | No. of Shares held    | % of Holding | No. of Shares held    | % of Holding |
| Systematix Corporate Services Limited (SCSL)             | 16,75,245             | 100.00%      | 16,75,245             | 100.00%      |
| Chandra Prakash Khandelwal (Nominee Shareholder of SCSL) | 100                   | 0.00%        | 100                   | 0.00%        |
| Priyanka Khandelwal (Nominee Shareholder of SCSL)        | 100                   | 0.00%        | 100                   | 0.00%        |
| Anju Khandelwal (Nominee Shareholder of SCSL)            | 100                   | 0.00%        | 100                   | 0.00%        |
| Nikita Khandelwal (Nominee Shareholder of SCSL)          | 100                   | 0.00%        | 100                   | 0.00%        |
| Nikhil Khandelwal (Nominee Shareholder of SCSL)          | 100                   | 0.00%        | 100                   | 0.00%        |
| Rahul Khandelwal (Nominee Shareholder of SCSL)           | 100                   | 0.00%        | 100                   | 0.00%        |

d) List of Shareholders holding more than 5%

| Name of Shareholder                                         | As at 31st March 2025 | As at 31st March 2024 |
|-------------------------------------------------------------|-----------------------|-----------------------|
| Systematix Corporate Services Limited alongwith its nominee | 16,75,845 100.00%     | 16,75,845 100.00%     |

e) Objectives, policies and processes for managing capital.

The primary objective of the Company's Capital Management is to maximise shareholders value. The Company manages its capital to ensure that it will be able to continue as going concerns while maximizing the return to stakeholders through the optimisation of the debt and equity balance. The Company's policy is to maintain a strong capital base so as to maintain investors, creditors and market confidence to sustain future development of the business. For the purpose of the Company's capital management, capital includes issued capital and other equity reserves.

f) Promoters Shareholding

| S No | Promoter Name                                            | Shares held by promoters at the end of the Year |                   |                          |                   |                          |
|------|----------------------------------------------------------|-------------------------------------------------|-------------------|--------------------------|-------------------|--------------------------|
|      |                                                          | As at<br>31st March 2025                        |                   | As at<br>31st March 2024 |                   | As at<br>31st March 2025 |
|      |                                                          | No of Shares                                    | % of Total Shares | No of Shares             | % of Total Shares | % Change                 |
| 1    | Systematix Corporate Services Limited (SCSL)             | 16,75,245                                       | 100.00%           | 16,75,245                | 100.00%           | 0.00%                    |
| 2    | Chandra Prakash Khandelwal (Nominee Shareholder of SCSL) | 100                                             | 0.00%             | 100                      | 0.00%             | 0.00%                    |



|              |                                                      |                  |                |                  |                |       |
|--------------|------------------------------------------------------|------------------|----------------|------------------|----------------|-------|
| 3            | Anju Khandelwal<br>(Nominee Shareholder of SCSL)     | 100              | 0.00%          | 100              | 0.00%          | 0.00% |
| 4            | Nikhil Khandelwal<br>(Nominee Shareholder of SCSL)   | 100              | 0.00%          | 100              | 0.00%          | 0.00% |
| 5            | Priyanka Khandelwal<br>(Nominee Shareholder of SCSL) | 100              | 0.00%          | 100              | 0.00%          | 0.00% |
| 6            | Rahul Khandelwal<br>(Nominee Shareholder of SCSL)    | 100              | 0.00%          | 100              | 0.00%          | 0.00% |
| 7            | Nikita Khandelwal<br>(Nominee Shareholder of SCSL)   | 100              | 0.00%          | 100              | 0.00%          | 0.00% |
| <b>Total</b> |                                                      | <b>16,75,845</b> | <b>100.00%</b> | <b>16,75,845</b> | <b>100.00%</b> |       |

16 Other equity

| Particular                                                        | As at<br>31st March 2025 | As at<br>31st March 2024 |
|-------------------------------------------------------------------|--------------------------|--------------------------|
| <b>(i) Reserve &amp; Surplus*</b>                                 |                          |                          |
| Securities Premium                                                |                          |                          |
| Retained Earnings                                                 | 1,260.00                 | 1,260.00                 |
| Reserve Fund ( u/s 45 -IC of the Reserve Bank of India, Act 1934) | 1,777.03                 | 1,262.39                 |
| Opening balance                                                   |                          |                          |
| Add: current year transferred from surplus                        | 415.47                   | 284.86                   |
| Closing Balance                                                   | 128.66                   | 130.61                   |
| <b>Total</b>                                                      | <b>544.13</b>            | <b>415.47</b>            |
|                                                                   | <b>3,581.16</b>          | <b>2,937.87</b>          |

\*Refer statement of change in equity note 2 for the movement in each of the items.

**Nature and purpose of each reserve**

**Securities Premium**

Securities premium represents the surplus of proceeds received over the face value of shares, at the time of issue of shares.

**Special Reserve (as per the RBI regulations)**

Every non banking financial company shall create a reserve fund the transfer therein a sum not less than twenty per cent of its net profit every year as disclosed in the profit and loss account and before any dividend is declared.

**Retained earnings**

The balance in retained earnings primarily represents the surplus after payment of dividend (including tax on dividend) and transfer to reserves.



17 Revenue from operations

| Particular                     | (₹ in Lakhs)                  |                               |
|--------------------------------|-------------------------------|-------------------------------|
|                                | Year ended<br>31st March 2025 | Year ended<br>31st March 2024 |
| Interest on loans              | 71.41                         | 309.11                        |
| Interest on deposits with Bank | 6.55                          | -                             |
| Interest on IT refund          | -                             | 1.86                          |
| <b>Total</b>                   | <b>77.95</b>                  | <b>310.98</b>                 |

18 Net gain/(loss) on fair value changes

| Particular          | (₹ in Lakhs)                  |                               |
|---------------------|-------------------------------|-------------------------------|
|                     | Year ended<br>31st March 2025 | Year ended<br>31st March 2024 |
| On financial assets |                               |                               |
| Quoted investment   | 311.84                        | 75.10                         |
| <b>Total</b>        | <b>311.84</b>                 | <b>75.10</b>                  |

19 Other income

| Particular                                | (₹ in Lakhs)                  |                               |
|-------------------------------------------|-------------------------------|-------------------------------|
|                                           | Year ended<br>31st March 2025 | Year ended<br>31st March 2024 |
| Profit on sale of Shares                  | 440.57                        | 247.74                        |
| Profit/ loss FNO                          | -                             | 8.52                          |
| Miscellaneous income                      | -                             | 0.08                          |
| Commission Income                         | -                             | 0.23                          |
| Dividend on Shares                        | 0.36                          | 0.01                          |
| Dividend From Mutual Funds                | 0.28                          | 2.47                          |
| Provision no longer required written back | 0.83                          | 2.70                          |
| <b>Total</b>                              | <b>442.04</b>                 | <b>261.75</b>                 |

20 Finance costs

| Particular                                              | (₹ in Lakhs)                  |                               |
|---------------------------------------------------------|-------------------------------|-------------------------------|
|                                                         | Year ended<br>31st March 2025 | Year ended<br>31st March 2024 |
| Finance Cost valued at fair value through profit & loss |                               |                               |
| Interest on borrowings                                  | 1.98                          | 3.33                          |
| Interest on Statutory Dues                              | -                             | 0.01                          |
| <b>Total</b>                                            | <b>1.98</b>                   | <b>3.34</b>                   |

21 Impairment on financial instruments

| Particular                                          | (₹ in Lakhs)                  |                               |
|-----------------------------------------------------|-------------------------------|-------------------------------|
|                                                     | Year ended<br>31st March 2025 | Year ended<br>31st March 2024 |
| On financial instruments measured at amortized cost |                               |                               |
| Expected credit loss on loans                       | -                             | (108.82)                      |
| <b>Total</b>                                        | <b>-</b>                      | <b>(108.82)</b>               |

22 Depreciation, amortisation and impairment

| Particular                                                      | (₹ in Lakhs)                  |                               |
|-----------------------------------------------------------------|-------------------------------|-------------------------------|
|                                                                 | Year ended<br>31st March 2025 | Year ended<br>31st March 2024 |
| Depreciation & amortisation<br>on property, plant and equipment | 2.93                          | 4.41                          |
| <b>Total</b>                                                    | <b>2.93</b>                   | <b>4.41</b>                   |



23 Other expenses

| Particular                                           | ₹ in Lakhs                    |                               |
|------------------------------------------------------|-------------------------------|-------------------------------|
|                                                      | Year ended<br>31st March 2025 | Year ended<br>31st March 2024 |
| Rent, taxes and energy cost                          | 0.08                          | 0.04                          |
| Repairs and maintenance (refer note given below)     | 0.81                          | 4.18                          |
| Director sitting fees                                | 1.00                          | 1.74                          |
| Auditor's fees and expenses (refer note given below) | 2.27                          | 2.80                          |
| Legal and professional charges                       | 0.49                          | 11.91                         |
| Insurance                                            | 1.25                          | 1.06                          |
| Travelling and conveyance                            | 0.02                          | 0.06                          |
| CGST and SGST Disallowances and reversal             | 0.53                          | 1.78                          |
| Corporate Social Responsibility (CSR) Exp            | 7.13                          | -                             |
| Miscellaneous expenditure                            | 1.86                          | 1.86                          |
| Profit/ loss FNO                                     | 58.52                         | -                             |
| <b>Total</b>                                         | <b>73.95</b>                  | <b>25.43</b>                  |

Details of Auditor's fees and expenses

| Particulars      | ₹ in Lakhs                    |                               |
|------------------|-------------------------------|-------------------------------|
|                  | Year ended<br>31st March 2025 | Year ended<br>31st March 2024 |
| - for Audit Fees | 2.27                          | 2.80                          |
| <b>Total</b>     | <b>2.27</b>                   | <b>2.80</b>                   |

Repair and Maintenance

| Particulars                       | ₹ in Lakhs                    |                               |
|-----------------------------------|-------------------------------|-------------------------------|
|                                   | Year ended<br>31st March 2025 | Year ended<br>31st March 2024 |
| - Vehicle Repairs and Maintenance | 0.81                          | 4.18                          |
| <b>Total</b>                      | <b>0.81</b>                   | <b>4.18</b>                   |

24 Tax expenses

| Particular     | ₹ in Lakhs                    |                               |
|----------------|-------------------------------|-------------------------------|
|                | Year ended<br>31st March 2025 | Year ended<br>31st March 2024 |
| Current tax    |                               |                               |
| - Current tax  | 82.33                         | 55.94                         |
| - Earlier year | 26.45                         | 13.72                         |
|                | 108.78                        | 69.66                         |
| Deferred tax   | 0.90                          | 0.78                          |
| <b>Total</b>   | <b>109.69</b>                 | <b>70.44</b>                  |



Reconciliation of current rate of tax and effective rate of tax:

| Particulars                                                                                                   | (₹ in Lakhs)                  |                               |
|---------------------------------------------------------------------------------------------------------------|-------------------------------|-------------------------------|
|                                                                                                               | Year ended<br>31st March 2025 | Year ended<br>31st March 2024 |
| Profit before income tax                                                                                      | 752.98                        | 723.47                        |
| Enacted tax rates in India (%)                                                                                | 25.17%                        | 25.17%                        |
| Computed expected tax expenses/(benefits)                                                                     | 189.51                        | 182.08                        |
| Difference in earlier year IT depreciation between considered for accounting purpose and claimed under IT Act | 0.90                          | 0.78                          |
| Earlier year reversal of tax expenses                                                                         | 26.45                         | 13.72                         |
| Others                                                                                                        | (107.18)                      | (126.14)                      |
| <b>Income Tax expenses - Net</b>                                                                              | <b>109.69</b>                 | <b>70.44</b>                  |

Temporary differences, unused tax losses and unused tax credit on which deferred tax assets is not recognised

| Particulars                                                                                    | (₹ in Lakhs)                  |                               |
|------------------------------------------------------------------------------------------------|-------------------------------|-------------------------------|
|                                                                                                | Year ended<br>31st March 2025 | Year ended<br>31st March 2024 |
| Unused tax losses and unabsorbed depreciation for which no deferred tax asset has been created | -                             | -                             |
| Impairment allowance for which no deferred tax assets recognised                               | -                             | -                             |
| <b>Potential tax benefit @25.17% (P.V. 25.17%)</b>                                             | <b>-</b>                      | <b>-</b>                      |

25 Earnings per share

| Particulars                                                                                                          | (₹ in Lakhs)                  |                               |
|----------------------------------------------------------------------------------------------------------------------|-------------------------------|-------------------------------|
|                                                                                                                      | Year ended<br>31st March 2025 | Year ended<br>31st March 2024 |
| <b>(i) Basic earnings per share</b>                                                                                  |                               |                               |
| Profit attributable to the equity holders of the Company                                                             | 643.29                        | 653.03                        |
| Total basic earnings per share attributable to the equity holders of the Company                                     | 38.39                         | 38.97                         |
| <b>(ii) Weighted average number of shares used as the denominator</b>                                                |                               |                               |
| Weighted average number of equity shares used as the denominator in calculating basic and diluted earnings per share | 16,75,845                     | 16,75,845                     |



## 26 Contingent liabilities and commitment

There are no particulars of transactions of the Company or any claim by other party which result into contingent liabilities and there are no pending commitments.

## 27 Net debt reconciliation :

This section sets out an analysis of net debt and the movements in net debts for the year ended 31st March 2025

| Particulars           | (₹ in Lakhs)             |                          |
|-----------------------|--------------------------|--------------------------|
|                       | As at<br>31st March 2025 | As at<br>31st March 2024 |
| <b>Borrowings</b>     |                          |                          |
| Vehicle loan          | 15.17                    | 18.81                    |
| <b>Total net debt</b> | <b>15.17</b>             | <b>18.81</b>             |

| Particular                              | (₹ in Lakhs) |                                        |                   |                            |                 |              |
|-----------------------------------------|--------------|----------------------------------------|-------------------|----------------------------|-----------------|--------------|
|                                         | Vehicle loan | From Bank -<br>Overdraft<br>Facilities | Unsecured<br>Loan | Loan from<br>Related party | Lease liability | Total        |
| <b>Net debt as on 1st April 2023</b>    |              |                                        |                   |                            |                 |              |
| Addition during the year                | 21.00        | -                                      | -                 | -                          | -               | 21.00        |
| Interest cost using EIR method          | -            | -                                      | -                 | -                          | -               | -            |
| Notional interest cost using EIR method | -            | -                                      | -                 | -                          | -               | -            |
| Other charge                            | -            | -                                      | -                 | -                          | -               | -            |
| Repayment                               | 2.19         | -                                      | -                 | -                          | -               | 2.19         |
| <b>Net debt as on 31st March 2024</b>   | <b>18.81</b> | -                                      | -                 | -                          | -               | <b>18.81</b> |
| Additional loan received                | -            | -                                      | -                 | -                          | -               | -            |
| Interest cost using EIR method          | -            | -                                      | -                 | -                          | -               | -            |
| Notional interest cost using EIR method | -            | -                                      | -                 | -                          | -               | -            |
| Repayment                               | 3.64         | -                                      | -                 | -                          | -               | 3.64         |
| <b>Net debt as on 31st March 2025</b>   | <b>15.17</b> | -                                      | -                 | -                          | -               | <b>15.17</b> |

## 28 Segment revenue

### Description

The company's chief operating decision maker is the Director in the company who examines the company's performance both from a services and geographic perspective and has identified single reportable segment of its business. The company is Non-banking Financial Company registered with the Reserve Bank of India under section 45-IA of Reserve Bank of India Act, 1934 and primarily engaged in lending and related activities which falls within a single business segment. The segment revenue is measured in the same way as in the statement of profit or loss.

The Company has a single operating segment that is "Lending activities". Accordingly, the segment revenue, segment results, segment assets and segment liabilities is reflected in the financial statements as of and for the financial year ended 31st March 2025

### Information about primary business segment:

The Company's business segment is "Lending activities" and it has no other primary reportable segments. Accordingly, the segment revenue, segment results, total carrying amount of segment assets and segment liability, total cost incurred to acquire segment assets and total amount of charge for depreciation during the period, is as reflected in the Financial Statements as of and for the financial year ended 31st March 2025

### Information about geographical areas:

The Company caters to the needs of the domestic market and hence there are no reportable geographical segments for the financial year ended 31st March 2025



## 29 Related party transactions

### (i) Details of related parties

| Description of relationship                      | Names of related party                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
|--------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Ultimate Holding Company                         | Systematix Holdings Private Limited                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| Holding Company                                  | Systematix Corporate Services Limited                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| Common key managerial persons or their relatives | <p>Systematix Shares and Stocks (India) Limited</p> <p>Systematix Commodities Services Private Limited</p> <p>Systematix Wealth &amp; Asset Services Private Limited (Formerly known as Systematix Wealth &amp; Asset Management Private Limited &amp; Systematix Ventures Private Limited)</p> <p>Systematix Finvest Private Limited</p> <p>Ceepeek Real Estate Private Limited</p> <p>First Lady Housing Private Limited</p> <p>Funsign Real Estate Private Limited</p> <p>Goldflag Exports Private Limited</p> <p>Goldlife Trading Company Private Limited</p> <p>Magiclone Trading Company Private Limited</p> <p>Nikunj Mercantile Private Limited</p> <p>Perspire Builders and Developers Private Limited</p> <p>Rangsharda Properties Private Limited</p> <p>Riteplaza Trading Company Private Limited</p> <p>Shiv Shakti Real Estate Private Limited</p> <p>Shubham Mangalam Real Estate Private Limited</p> <p>Snehvardhini Properties Private Limited</p> <p>Swaraj Apartments P Limited</p> <p>Systematix Assets Management Company Private Limited</p> <p>Systematix Capital Services Private Limited</p> <p>Systematix Distributions Services Private Limited</p> <p>Tekpoint Properties Private Limited</p> <p>Thirdwave Mercantile Company Private Limited</p> <p>Topcity Trading Company Private Limited</p> <p>Urban Affordable Housing LLP</p> <p>Wonderdream Realtors Private Limited</p> <p>Divisha Alternate Investments Manager LLP</p> <p>Divisha Alternative Investments LLP</p> <p>Divisha developers LLP</p> <p>Divisha Lifestyle LLP</p> <p>Divisha Real Estate Advisors LLP</p> <p>Divisha Realty LLP</p> <p>NHI Developers LLP</p> <p>Skittish Realtors Private Limited</p> <p>Rasik Products Private Limited</p> |
| Key managerial personnel                         | <p>Anju Khandelwal</p> <p>Priyanka Khandelwal</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |

### (ii) Compensation (remuneration to KMP)

|                                    |          | (₹ in Lakhs)                 |                          |                             |       |
|------------------------------------|----------|------------------------------|--------------------------|-----------------------------|-------|
| For the year ended 31st March 2025 |          | Short-term Employee Benefits | Post-Employment Benefits | Long-Term Employee Benefits | Total |
| Anju Khandelwal                    | Director | -                            | -                        | -                           | -     |
| Priyanka Khandelwal                | Director | -                            | -                        | -                           | -     |



## (iii) Transactions with related parties

| Nature of Transaction | Name                                              | (₹ in Lakhs)                  |                               |
|-----------------------|---------------------------------------------------|-------------------------------|-------------------------------|
|                       |                                                   | Year ended<br>31st March 2025 | Year ended<br>31st March 2024 |
| Director Sitting Fees | Anju Khandelwal                                   | 0.40                          | 0.40                          |
|                       | Shriram Surajmal Khandelwal                       | -                             | 0.40                          |
|                       | Sanjay Khandelwal                                 | 0.20                          | 0.40                          |
|                       | Rakesh Mehla                                      | 0.40                          | 0.40                          |
| Loan given            | Systematix Finvest Private Limited                | -                             | 76.00                         |
| Loan received back    | Systematix Finvest Private Limited                | -                             | 705.70                        |
| Interest charged      | Systematix Finvest Private Limited                | -                             | 13.25                         |
| Loan taken            | Systematix Finvest Private Limited                | 287.00                        | -                             |
| Loan repaid           | Systematix Finvest Private Limited                | 287.46                        | -                             |
| Interest charged      | Systematix Finvest Private Limited                | 0.46                          | -                             |
| Loan given            | Systematix Commodities Services Private Limited   | -                             | 290.00                        |
| Loan received back    | Systematix Commodities Services Private Limited   | 167.27                        | 143.02                        |
| Interest charged      | Systematix Commodities Services Private Limited   | 6.04                          | 14.26                         |
| Loan given            | Systematix Corporate Services Limited             | -                             | 90.00                         |
| Loan received back    | Systematix Corporate Services Limited             | -                             | 90.68                         |
| Interest charged      | Systematix Corporate Services Limited             | -                             | 0.68                          |
| Loan given            | Systematix Distributions Services Private Limited | 126.04                        | 104.00                        |
| Loan received back    | Systematix Distributions Services Private Limited | 126.10                        | 104.01                        |
| Interest charged      | Systematix Distributions Services Private Limited | 0.06                          | 0.01                          |
| Loan given            | Systematix Shares and Stocks (India) Limited      | 1,11,811.77                   | 31,947.00                     |
| Loan received back    | Systematix Shares and Stocks (India) Limited      | 1,11,865.00                   | 31,963.49                     |
| Interest charged      | Systematix Shares and Stocks (India) Limited      | 53.23                         | 16.49                         |
| Payment made          | Systematix Shares and Stocks (India) Limited      | 3,872.25                      | 4,866.62                      |
| Investment in shares  | Systematix Shares and Stocks (India) Limited      | 3,874.95                      | 4,880.65                      |
| Demat Charges         | Systematix Shares and Stocks (India) Limited      | 0.01                          | 0.00                          |
| Loan given            | NHI Developers LLP                                | -                             | 167.00                        |
| Loan received back    | NHI Developers LLP                                | 182.50                        | 0.94                          |
| Interest charged      | NHI Developers LLP                                | 12.08                         | 9.36                          |

## (iv) Outstanding balances

| Nature of transactions     |                                                 | (₹ in Lakhs)             |                          |
|----------------------------|-------------------------------------------------|--------------------------|--------------------------|
|                            |                                                 | As at<br>31st March 2025 | As at<br>31st March 2024 |
| Other Financial Assets     | Systematix Shares and Stocks (India) Limited    | -                        | 2.71                     |
| Trade payable (DP charges) | Systematix Shares and Stocks (India) Limited    | 0.00                     | 0.00                     |
| Loan given                 | NHI Developers LLP                              | -                        | 162.00                   |
| Interest receivable        | NHI Developers LLP                              | -                        | 8.42                     |
| Loan given                 | Systematix Commodities Services Private Limited | -                        | 160.00                   |
| Interest receivable        | Systematix Commodities Services Private Limited | -                        | 1.23                     |

## (v) Terms and conditions:

All related party transactions entered during the year were in ordinary course of business and are on arm's length basis.



### 30 Financial instruments

#### (i) Financial instruments by category

The carrying value and fair value of financial instruments by categories as on 31st March 2025 is as follows:

| Particulars                                                                              | Carrying value |                 | Fair value      |           |               | (₹ in Lakhs)    |
|------------------------------------------------------------------------------------------|----------------|-----------------|-----------------|-----------|---------------|-----------------|
|                                                                                          | Amortised cost | FVTPL           | Level - 1       | Level - 2 | Level - 3     | Total           |
| <b>I. Financial assets</b>                                                               |                |                 |                 |           |               |                 |
| Cash and cash equivalents                                                                | 166.80         | -               | -               | -         | -             | 166.80          |
| Investments                                                                              | -              | 3,516.25        | 3,096.92        | -         | 419.33        | 3,516.25        |
| Other financial assets                                                                   | 0.34           | -               | -               | -         | -             | 0.34            |
| <b>Total financial assets</b>                                                            | <b>167.15</b>  | <b>3,516.25</b> | <b>3,096.92</b> | <b>-</b>  | <b>419.33</b> | <b>3,683.40</b> |
| <b>Financial Liabilities</b>                                                             |                |                 |                 |           |               |                 |
| Payable                                                                                  | -              | -               | -               | -         | -             | -               |
| (i) Trade payable                                                                        | -              | -               | -               | -         | -             | -               |
| - total outstanding dues of creditors other than micro enterprises and small enterprises | 2.10           | -               | -               | -         | -             | 2.10            |
| Borrowings (other than debt securities)                                                  | 15.17          | -               | -               | -         | -             | 15.17           |
| <b>Total financial liabilities</b>                                                       | <b>17.27</b>   | <b>-</b>        | <b>-</b>        | <b>-</b>  | <b>-</b>      | <b>17.27</b>    |

The carrying value and fair value of financial instruments by categories as on 31st March 2024 is as follows:

| Particulars                                                                              | Carrying value  |                 | Fair value    |           |               | (₹ in Lakhs)    |
|------------------------------------------------------------------------------------------|-----------------|-----------------|---------------|-----------|---------------|-----------------|
|                                                                                          | Amortised cost  | FVTPL           | Level - 1     | Level - 2 | Level - 3     | Total           |
| <b>I. Financial assets</b>                                                               |                 |                 |               |           |               |                 |
| Cash and cash equivalents                                                                | 1,267.99        | -               | -             | -         | -             | 1,267.99        |
| Bank balances other than above                                                           | -               | -               | -             | -         | -             | -               |
| Receivables                                                                              | -               | -               | -             | -         | -             | -               |
| (i) Trade receivables                                                                    | -               | -               | -             | -         | -             | -               |
| (ii) Other receivables                                                                   | -               | -               | -             | -         | -             | -               |
| Loans                                                                                    | 331.65          | -               | -             | -         | -             | 331.65          |
| Investments                                                                              | -               | 1,194.05        | 954.12        | -         | 239.93        | 1,194.05        |
| Other financial assets                                                                   | 208.31          | -               | -             | -         | -             | 208.31          |
| <b>Total financial assets</b>                                                            | <b>1,807.95</b> | <b>1,194.05</b> | <b>954.12</b> | <b>-</b>  | <b>239.93</b> | <b>3,002.00</b> |
| <b>Financial Liabilities</b>                                                             |                 |                 |               |           |               |                 |
| Payable                                                                                  | -               | -               | -             | -         | -             | -               |
| (i) Trade payable                                                                        | -               | -               | -             | -         | -             | -               |
| - total outstanding dues of creditors other than micro enterprises and small enterprises | 3.21            | -               | -             | -         | 3.21          | 3.21            |
| Borrowings (other than debt securities)                                                  | 18.81           | -               | -             | -         | 18.81         | 18.81           |
| <b>Total financial liabilities</b>                                                       | <b>22.02</b>    | <b>-</b>        | <b>-</b>      | <b>-</b>  | <b>22.02</b>  | <b>22.02</b>    |



## (ii) Fair Value Hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level is given below:

The fair value of financial instruments are classified into three categories i.e. Level 1, 2 or 3 depending on the inputs used in the valuation technique. The hierarchy gives the highest priority to quoted prices in active market for identical assets or liabilities (level 1 measurements) and lowest priority to unobservable inputs (level 3 measurements).

There were no transfers between any levels during the year.

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, preference shares and debentures which are included in level 3.

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

## 31. Financial risk management

The Company's business activities expose it to a variety of financial risks, namely credit risk, liquidity risk and market risk

### (i) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investment securities. Credit risk arises from cash held with banks and financial institutions, as well as credit exposure to clients, including outstanding accounts receivable. The maximum exposure to credit risk is equal to the carrying value of the financial assets. The objective of managing counterparty credit risk is to prevent losses in financial assets.

The Company has exposure to credit risk from a limited customer group on account of specialised nature of business, i.e., port services provided by the Company. The Company ensures concentration of credit does not significantly impair the financial assets. The Company, based on the credit information available with its, has provided expected credit loss. Rest of the exposure is to the Customers which are well established and from reputed industries.

### Expected credit loss for trade receivables under simplified approach

| Particulars                | Amount |
|----------------------------|--------|
| Year ended 31st March 2025 |        |
| Year ended 31st March 2024 |        |

### (ii) Management of liquidity risk:

Liquidity risk is the risk that the Company will fail in meeting its obligations associated with its financial liabilities. The Company's approach to managing liquidity is to ensure that it will have sufficient funds to meet its liabilities when due without incurring unacceptable losses. In doing this, management considers both normal and stressed conditions. A material and sustained shortfall in our cash flow could undermine the Company's credit rating and impair investor confidence.

The following table shows the maturity analysis of the Company's financial liabilities based on contractually agreed undiscounted cash flows as at the balance sheet date:

| Particulars                             | (₹ in Lakhs)    |                     |              |                   |              |
|-----------------------------------------|-----------------|---------------------|--------------|-------------------|--------------|
|                                         | Carrying amount | Less than 12 Months | 1-5 years    | More than 5 years | Total        |
| As at 31st March 2025                   |                 |                     |              |                   |              |
| Payable                                 | 2.10            | 2.10                | -            | -                 | 2.10         |
| Borrowings (other than debt securities) | 15.17           | 3.98                | 11.19        | -                 | 15.17        |
| <b>Total</b>                            | <b>17.27</b>    | <b>6.08</b>         | <b>11.19</b> | <b>-</b>          | <b>17.27</b> |



| Particulars                             |                 |                     |              |                   | (₹ in Lakhs) |
|-----------------------------------------|-----------------|---------------------|--------------|-------------------|--------------|
|                                         | Carrying amount | Less than 12 Months | 1-5 years    | More than 5 years | Total        |
| <b>As at 31st March 2024</b>            |                 |                     |              |                   |              |
| Payable                                 | 3.21            | 3.21                |              |                   | 3.21         |
| Borrowings (other than debt securities) | 18.81           | 3.64                | 15.17        |                   | 18.81        |
| <b>Total</b>                            | <b>22.02</b>    | <b>6.85</b>         | <b>15.17</b> |                   | <b>22.02</b> |

**(iii) Financing arrangements**

The company had access to following undrawn borrowing facilities at the end of reporting period:

| Particulars              |                       |                       | (₹ in Lakhs) |
|--------------------------|-----------------------|-----------------------|--------------|
|                          | As at 31st March 2025 | As at 31st March 2024 |              |
| Expiring within one year |                       |                       |              |
| Expiring beyond one year |                       |                       |              |
|                          |                       |                       |              |

**(iii) Market risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: interest rate risk and price risk. Financial instruments affected by market risk include investments measured at FVTPL.

**(a) Price risk**

Exposure at the year end is as follow:

| Particulars                                      |                       |                       | (₹ in Lakhs) |
|--------------------------------------------------|-----------------------|-----------------------|--------------|
|                                                  | As at 31st March 2025 | As at 31st March 2024 |              |
| Investment in quoted equity instrument (at FVPL) | 3,096.92              | 953.83                |              |
| Investment in quoted mutual funds (at FVPL)      |                       | 0.29                  |              |
| <b>Total</b>                                     | <b>3,096.92</b>       | <b>954.12</b>         |              |

**Sensitivity**

Profit or loss is sensitive to fair value change in investment value as a change in market price. A 10 percentage increase or decrease is used when reporting price risk internally to key management personnel and represents management's assessment of the reasonably possible change in price risk. With all other variables held constant, the Company's profit before tax will be impacted by a change in price as follows:

| Particulars              |                                            |                            | (₹ in Lakhs) |
|--------------------------|--------------------------------------------|----------------------------|--------------|
|                          | Increase / (Decrease) in profit before tax |                            |              |
|                          | Year ended 31st March 2025                 | Year ended 31st March 2024 |              |
| Increase in price by 10% | 309.69                                     | 95.41                      |              |
| Decrease in price by 10% | (309.69)                                   | (95.41)                    |              |



### 32 Capital management

#### (i) Risk management

Equity share capital, other equity and secured borrowings from the banks are considered for the purpose of Company's capital management. The Company aims to manage its capital efficiently so as to safeguard its ability to continue as a going concern and to optimise returns to its shareholders. The capital structure of the Company is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to-day needs. The Company considers the amount of capital in proportion to risk and manages the capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may borrow from external parties such as banks or financial institutions. The Company's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain shareholder, creditor and stakeholder confidence to sustain future development and growth of its business. The Company will take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

### 33 Disclosure related to funds borrowed from banks and financial institutions

The Company has no borrowings from banks or financial institutions on the basis of security of current assets

### 34 Wilful Defaulter

The company is not declared wilful defaulter by any bank or financial institution or other lender as on 31st March, 2025

### 35 Relationship with Struck off Companies

The company has no transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956 as on 31st March, 2025.

| Name of the struck off company | Nature of transactions with struck off company | Balance outstanding | Relationship with the struck off company, if any, to be disclosed |
|--------------------------------|------------------------------------------------|---------------------|-------------------------------------------------------------------|
| NA                             | NA                                             | NA                  | NA                                                                |

### 36 Registration of charges or satisfaction

There are no charges or satisfaction yet to be registered with Registrar of Companies beyond the statutory period i.e. 31st March, 2025

### 37 Compliance with number of layers of companies

The company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017

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| Ratio                                        | 2024-25  | 2023-24  | % Variance | Reason for variance (if above 25%) |
|----------------------------------------------|----------|----------|------------|------------------------------------|
| Capital to risk-weighted assets ratio (CRAR) |          |          |            |                                    |
| Total of Tier 1 & Tier 2 (Numerator)         | 3,751.15 | 3,108.77 |            |                                    |
| Risk Adjusted Assets (Denominator)           | 3,572.45 | 1,805.06 |            |                                    |
| Ratio Times                                  |          |          |            |                                    |
|                                              | 1.05     | 1.72     | 67%        | due to increase in investment      |
| Tier I CRAR                                  | 3,751.15 | 3,108.77 |            |                                    |



### 39 Corporate Social Responsibility (CSR)

The company is covered under section 135 of the companies act, 2013 as on 31st March, 2025. During the year the company has spent Rs 7.13 lakh on CSR activity as approved by CSR committee.

Pursuant to the application of Section 135 of the Act and the Rules framed, the company is required to spend at least two per cent of the average net profits of the company made during the three immediately preceding financial years as per the activities which are specified in Schedule VII of the Act and the Company has decided to spend the amount by way of contribution to a Trust. The disclosure as required by the Guidance Note on Accounting for Expenditure on Corporate Social Responsibility Activities issued by the Institute of Chartered Accounts of India are as follows

| Particulars                                                | (₹ in Lakhs)                  |                               |
|------------------------------------------------------------|-------------------------------|-------------------------------|
|                                                            | Year ended<br>31st March 2025 | Year ended<br>31st March 2024 |
| Unspent balance at the beginning                           | -                             | -                             |
| Provision made by the company during the year              | 7.13                          | -                             |
| Prior Period Provision made by the company during the year | -                             | -                             |
| Amount spent during the year                               | 7.13                          | -                             |
| Amount remaining to be spent at the end of the year        | -                             | -                             |
| <b>Total</b>                                               | <b>-</b>                      | <b>-</b>                      |

### 40 Details of Crypto Currency or Virtual Currency

The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year as on 31st March, 2025.

### 41 Utilisation of Borrowed funds and share premium

A) During the year, the company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries)

(ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(B) During the year, the Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries)

(ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

In terms of our report of even date attached

For Shah & Taparia,  
Chartered Accountants  
FRN NO:109463W

Bharat Ramesh Joshi  
Partner  
M NO.130863  
Date: 16th May, 2025  
Place: Mumbai



For & on behalf of the Board of Directors

Anju Khandelwal  
Director  
DIN : 00474604  
Date: 16th May, 2025  
Place: Mumbai

Priyanka Khandelwal  
Director  
DIN : 01878267  
Date: 16th May, 2025  
Place: Mumbai

