



Suchitra Finance & Trading Company Ltd.

Regd. off: B - 7, 1st Floor, Pur Road, S K Plaza, Bhilwara- 311001, Rajasthan
Tel. No. : 022- 61115222, Fax No.022-28227865, Email id: suchitra@sangamgroup.com, Web : www.sftc.co.in.
CIN NO: L65910RJ1961PLC079945

Date: 05th September, 2022

To,
The Listing Department,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001
Scrip Code: 538714

To,
The Secretary
The Calcutta Stock
Exchange Ltd.
07, Lyons Range,
Kolkata- 700001
Scrip Code: 29400

To,
The General Manager,
The Dept. of Non-Banking
Supervision,
Mumbai Regional Office,
3rd Floor, Reserve Bank of India,
Opp. Mumbai Central Railway
Station, Byculla, Mumbai- 400008

Sub: Compliance under Regulation 30 and 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 30 and 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached Annual Report of the Company for the financial year 2021-22 along with the Notice convening 39th Annual General Meeting (AGM), which is being sent through email to the Members whose email ids are registered with the Company/Registrar and Transfer Agent/Depository Participant, In compliance with the all applicable Circulars issued by MCA and SEBI.

The 39th Annual General Meeting of the Company is scheduled to be held on Friday, September 30, 2022, at 11:00 a.m. (IST), at its registered office of the Company at B - 7, 1st Floor, Pur Road, S K Plaza, Bhilwara - 311001, Rajasthan.

The Annual Report of the Company for the Financial Year 2021-22 including, inter alia, the Notice of the 39th Annual General Meeting is also available on the website of the Company, viz., www.sftc.co.in

This is for your information and records.

Thank you,

By order of the Board of Directors
For Suchitra Finance and Trading Co. Limited

Vinod Kumar Sodani
Director
DIN: 00403740



Encl: As above

SUCHITRA FINANCE & TRADING CO. LTD.

ANNUAL REPORT 2021-2022

Forward- looking statements:

The report contains forward-looking statements that involve risks and uncertainties. When used in this discussion, the words like 'plans', 'expects', 'anticipates', 'believes', 'intends', 'estimates' or any other similar expressions as they relate to Company or its business are intended to identify such forward-looking statements. Forward Looking statements are based on certain assumptions and expectations of future events. The Company's actual results, performance or achievements could differ materially from those expressed or implied in such forward-looking statements. The Company undertakes no obligation or responsibility to publicly amend, update, modify or revise any forward-looking statements, on the basis of any new information, future event, subsequent development or otherwise.

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CORPORATE INFORMATION

CIN: L65910RJ1981PLC079945

BOARD OF DIRECTORS:

- | | |
|----------------------------|---|
| 1. Mr. Vinod Kumar Sodani | Chairman & Non Executive Director |
| 2. Mrs. Anjana Soni Thakur | Whole Time Director |
| 3. Mr. Mahesh C. Lakhotiya | Non- Executive Director |
| 4. Mr. Ratan Lal Samriya | Independent Director |
| 5. Mr. Arjun Agal | Independent Director |
| 6. Mr. Suratram Dhakhera | Non- Executive Director |
| 7. Mr. Anurag Soni | Non- Executive Director
(Appointed W.e.f 09 th August,2022) |

COMPANY SECRETARY & CHIEF FINANCIAL OFFICER:

Ms. Dharmistha Darji (Appointed on 04th September, 2021 &
Resigned on 10th May, 2022)

AUDITORS:

M/s. S. S. Rath & Co.,
Chartered Accountants
502, Shree Shiv dutta Apartment,
Near Lalit Restaurant, Station Road,
Goregaon (W), Mumbai - 400062

BANKER'S NAME:

Corporation Bank
HDFC Bank

REGISTRAR & SHARE TRANSFER AGENT:

M/s. Niche Technologies Pvt. Ltd.,
3A, Auckland Place, 7th Floor,
Room No. 7A & 7B,
Kolkata - 700 017

REGISTERED OFFICE ADDRESS:

Registered Office: B - 7, 1st Floor, Pur Road,
S K Plaza, Bhilwara - 311001, Rajasthan.
Corporate Office: B/306-309, Dynasty Business Park
Opp. Sangam Cinema, A. K. Road,
Andheri (e) Mumbai, MH 400059.
Phone No: 022-61115222, Fax No: 022-28227865
Email Id: suchitra@sangamgroup.com
Website: www.sftc.co.in

Directors' Profile:

**MR. V. K.
SODANI**

Mr. Vinod Kumar Sodani is the Chairman and the Non-Executive Director of the Company and a Fellow Member of the Institute of Chartered Accountants of India. He is also the President of Mewar Institute of Commerce & Industry since 2011 besides Memberships in several esteemed organizations. He has experience in varied areas such as Audit, Accounts, Treasury, Capital Markets, Corporate finance, Project Finance and General Management.

**MRS.
ANJANA
SONI
THAKUR**

She is the Whole Time Director of the company. She has completed her graduation from Bentley College, U.K. and has a Degree in Masters in Business Administration from University of Phoenix, Boston. She has experience in Risk management, System Administration and Corporate Governance.

**MR.
MAHESH
CHAND
LAKHOTIYA**

Mr. Mahesh Chand Lakhotiya is a Bachelor of commerce and having vast experience in Business and Financial Management.

**MR. RATAN
LAL
SAMRIYA**

Mr. Ratan Lal Samriya has been appointed as Independent Director of the Company and he has Completed his B.A. and has rich experience in accounts field.

**MR. ARJUN
AGAL**

Mr. Arjun Agal has been appointed as Independent Director of the Company. He is a Member of the Institute of Chartered Accountants of India and he has completed his graduation from MDS University, Ajmer having rich & varied experience in Corporate Finance and Business Management.

**MR.
SURATRAM
DHAKHERA**

Mr. Suratram Dhakhera has been appointed as Non-Executive Director of the Company. He is graduated in B.Sc (Maths) from Rajasthan University and Fellow Chartered Accountant with over 30 years of rich and extensive management Experience Across various Industries. . He acts as a mentor & advisor and Being a Techno-Commercial person, dynamically involved and direct all the departmental operation in accordance with company mission and motivate staff members to reach departmental and organisational goals.

**MR.
ANURAG
SONI**

Mr. Anurag Soni is the Non-Executive Director of Suchitra Finance & trading company Ltd. With his sharp finance acumen. He is a commerce graduate and has completed his MS Finance Degree from the University of Nottingham, England. Mr. Anurag Soni has been appointed as Non-Executive Director with effect from 09th August 2022.

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 39th (Thirty Nine) Annual General Meeting (AGM) of the members of **Suchitra Finance & Trading Co. Ltd.** will be held at its registered office of the Company at B - 7, 1st Floor, Pur Road, S K Plaza, Bhilwara - 311001, Rajasthan on **Friday, the 30th September, 2022 at 11:00 a.m.** to transact, with or without modification(s) the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company consisting of the Balance Sheet as at **March 31st, 2022**, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Explanatory Notes annexed to, and forming part of, any of the said documents together with the reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of **Mrs. Anjana Soni Thakur (DIN: 00401469)**, who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

3. To Regularize **Mr. Anurag Soni (DIN: 03407094)** as the Director of the Company designated as Non-Executive Director:`

To consider and, if thought fit, to pass the following resolutions as Ordinary Resolution:

“RESOLVED THAT pursuant to the provision of Section 149, 152 and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 and others Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Associations of the Company, and as recommended by the Nomination and Remuneration Committee as per Section 178 of the Companies Act, 2013, **Mr. Anurag Soni (DIN: 03407094)** who was appointed as Additional Director of the Company, designated as Non-Executive Director with effect from **August 09th, 2022** and who holds office up to the date of this Annual General Meeting, and in respect of whom the Company has received notice in writing under Section 160 of the Act from the Director proposing his candidature for the office of Director be and is hereby appointed as a Director of the Company, designated as Non-Executive Director, liable to retire by rotation.

RESOLVED FURTHER THAT any Director or Key Managerial Personnel of the Company be and are hereby severally authorized on behalf of the Company to do all such acts, matters and things to give effect to this resolution.”

By order of Board of Directors
For Suchitra Finance & Trading Co. Ltd.

Sd/-
Vinod Kumar Sodani
Chairman
(DIN: 00403740)

Date: 05th September, 2022
Place: Bhilwara

CIN: L65910RJ1981PLC079945

REGISTERED OFFICE: B - 7, 1st Floor, Pur Road,
S K Plaza, Bhilwara - 311001, Rajasthan.

CORPORATE OFFICE: B/306-309, Dynasty Business Park

Opp. Sangam Cinema, A. K. Road,
Andheri (e) Mumbai, MH 400059

Email id: suchitra@sangamgroup.com, website: www.sftc.co.in

NOTES:

1. A member entitled to attend and vote at the 39th annual general meeting is entitled to appoint one or more proxies to attend and vote instead of him/herself and such proxy need not be a member of the company. The instrument appointing proxy should however, be deposited at the registered office of the company not later than 48 hours before the commencement of the meeting.

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

2. **The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means.** Instructions and other information relating to e-voting are given in this Notice under **Note No. 22**. The Company will also send communication relating to remote e-voting which inter alia would contain details about User ID and password along with a copy of this Notice to the members, separately.
3. The Explanatory Statement as required under Section 102 of the Companies Act, 2013 in respect of the Business referred to under Item No. 3 is annexed hereto.
4. Corporate members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
5. The Companies Statutory Auditor, **M/s. S. S. Rathi & Co., Chartered Accountants** (Firm Registration No. 108726W), were appointed as Statutory Auditors of the Company for a period of five consecutive years at the Annual General Meeting ("AGM") of the Members held on 28th September, 2018 on a remuneration mutually agreed upon by the Board of Directors and the Statutory Auditors.

Their appointment was subject to ratification by the Members at every subsequent AGM. Pursuant to the amendments made to Section 139 of the Companies Act, 2013 by the Companies (Amendment) Act, 2017 effective from 7th May, 2018, the requirement of seeking ratification of the Members for the appointment of the Statutory Auditors has been withdrawn from the Statute.

In view of the above, ratification by the Members for continuance of their appointment at this AGM is not being sought. The Statutory Auditors have given a confirmation to the effect that they are eligible to continue with their appointment and that they have not been disqualified in any manner from continuing as Statutory Auditors.

6. In case of joint holders attending the Meeting, only such joint holder who is higher in order of names will be entitled to vote.
7. Members desirous of seeking any information concerning the Accounts of the Company are requested to address their queries in writing to the Company at least seven days before the date of the meeting so that the requested information can be made available at the time of the meeting.

8. A statement giving the details of the Directors seeking appointed / reappointed, nature of their expertise in specific functional areas, names of the Companies in which they hold directorships, memberships / chairmanships for Board / Committees, shareholding and relationship between Directors inter-se as stipulated in Regulation 36 of the SEBI (Listing obligation and Disclosure Requirements), 2015 are provided in the Annexure to the AGM notice.
9. Pursuant to Regulation 42 of the SEBI (Listing obligation and Disclosure Requirements), 2015, The Register of Members & Share Transfer Books will be closed from **Saturday, 24th September, 2022 to Friday, the 30th September, 2022** (both days inclusive).
10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Registrar /Company.
11. Members desirous of seeking any information concerning the Accounts of the Company are requested to address their queries in writing to the Company at least seven days before the date of the meeting so that the requested information can be made available at the time of the meeting.
12. As per the mentioned circular General Circular No.14/2020 dated April 8, 2020 and General Circular No. 17/2020 dated April 13, 2020 General Circular No. 22/2020 dated 15th June, 2020, General Circular No. 33/2020 dated 28th September, 2020 and General Circular No. 39/2020 dated 31st December, 2020, General Circular No. 10/2021 dated June 23, 2021 and General Circular No. 20/2021 dated December 8, 2021 (the "MCA Circulars") and Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant rules made there under, Companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository. Members who have not registered their e-mail addresses so far are requested to register their e-mail address so that they can receive the Annual Report and other communication from the Company electronically. Members holding shares in demat form are requested to register their e-mail address with their Depository Participant(s) only. Members of the Company, who have registered their e-mail address, are entitled to receive such communication in physical form upon request.
13. Members desirous of seeking any information concerning the Accounts of the Company are requested to address their queries in writing to the Company at least seven days before the date of the meeting so that the requested information can be made available at the time of the meeting.
14. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020, May 05, 2020 and Circular No.02/2021 dated January 13, 2021 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency.

15. Members holding shares in physical form are requested to notify immediately any change in their address with PIN CODE to the Registrar and Transfer Agent of the Company at the address given below AND in case their shares are held in Demat, this information should be passed on directly to their respective Depository Participants and not to the Company.

M/s. Niche Technologies Private Limited

3A, Auckland Place, 7th Floor,
Room No. 7A & 7B, Kolkata – 700 017

Phones: (033) 2280 6616 / 6617 / 6618, **Fax:** (033) 2280 6619

E-Mail: nichetechpl@nichetechpl.com, **Website:** <https://www.nichetechpl.com>

16. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, Notice calling the AGM has been uploaded on the website of the Company at www.sftc.co.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and The Calcutta Stock Exchange Limited at www.bseindia.com and www.cse-india.com respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and) i.e. www.evotingindia.com.
17. All equity shares of the company are available for dematerialization, Those shareholders who wish to hold the company's share in electronic form may approach their depository participants. Section 72 of the Companies Act, 2013, extends the nomination facility to individual shareholders of the Company. Therefore, the shareholders holding share certificates in physical form and willing to avail this facility may make nomination in Form SH-13, which may be sent on request. However, in case of demat holdings, the shareholders should approach to their respective depository participants for making nominations.
18. Members who hold shares in dematerialized form are requested to bring their client ID and DP ID numbers for easy identification of attendance at the meeting.
19. Members/Proxies are requested to bring with the attendance slip duly filled in and hand it over at the entrance.
20. The Securities and Exchange Board of India (SEBI) has mandated the Furnishing of PAN, KYC details and Nomination by holders of physical securities Ref.: Circ. No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021. Folios wherein any one of the above cited document / details are not available on or after April 01, 2023, shall be frozen by the Registrars and Transfer Agent of the Company (RTA) and you will not be eligible to lodge grievance or avail service request from the RTA and not eligible for receipt of dividend in physical mode.
21. In all correspondence with the Company, members are requested to quote their Folio Number and in case their shares are held in Demat form, they must quote their DP ID and Client ID Number.

22. THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by Central Depository Services (India) Limited (CDSL).

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

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

- (i) The voting period begins on **27th September, 2022 at 9:00 a.m. (IST)** and ends on **29th September, 2022 at 5:00 p.m. (IST)**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **23rd September, 2022** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/websites of Depositories/ Depository Participants.**

Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

II. STEP 1: ACCESS THROUGH DEPOSITORIES CDSL/NSDL E-VOTING SYSTEM IN CASE OF INDIVIDUAL SHAREHOLDERS HOLDING SHARES IN DEMAT MODE.

- (v) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for **Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<p>1.Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.</p> <p>2.After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</p> <p>3.If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>4.Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with NSDL Depository	<p>1.If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2.If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3.Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a</p>

	mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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

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

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

III. STEP 2 : ACCESS THROUGH CDSL E-VOTING SYSTEM IN CASE OF SHAREHOLDERS HOLDING SHARES IN PHYSICAL MODE AND NON-INDIVIDUAL SHAREHOLDERS IN DEMAT MODE.

(vi) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

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

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

(vii) After entering these details appropriately, click on "SUBMIT" tab.

(viii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(ix) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

- (x) Click on the EVSN for the relevant Suchitra Finance & Trading Company Ltd on which you choose to vote.
- (xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xviii) **Additional Facility for Non - Individual Shareholders and Custodians -For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; suchitra@sangamgroup.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

IV. PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.

2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)

3. For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 22 55 33

23. Institutional Members / Bodies corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG format) of the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory (ies) who are authorized to vote, through e-mail at suchitra@sangamgroup.com with a copy marked to helpdesk.evoting@cdslindia.com without which the vote shall not be treated as valid.
24. The voting rights of the shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of **23rd September, 2022**. A person who is not a member as on cut off date should treat this notice for information purpose only.
25. The notice of the Annual General Meeting will be sent to the members, whose names appear in the register of members / register of beneficial owners maintained by depositories as at closing hours of business on **Friday, 19th August, 2022**.
26. The shareholders shall have one vote per equity share held by them as on the cut-off date of **23rd September, 2022**. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
27. Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of **23rd September, 2022** and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
28. Investors who became members of the Company subsequent to the dispatch/email of the Notice and holds the shares as on the cut-off date **23rd September, 2022** are requested to send the written/email communication to the Company at suchitra@sangamgroup.com by mentioning their Folio No./DP ID and Client ID to obtain the Login-ID and Password for e-voting.

29. **M/s. B K Sharma & Associates, (C.P. No. 12636) Practicing Company Secretary**, Jaipur has been appointed as the Scrutinizer for providing facility to the member of the Company to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer, after scrutinizing the votes cast at the meeting through poll papers and remote e-voting, will not later than 48 hours of conclusion of the Meeting, makes a consolidated scrutinizer's report and submit the same to the chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company and on the website of the CDSL. The results shall also be immediately forwarded to BSE Limited and The Calcutta Stock Exchange Ltd.
30. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.sftc.co.in and on the website of CDSL. The same will be communicated to the listed stock exchanges viz. BSE Limited and The Calcutta Stock Exchange Ltd.
31. The Company has listed its shares on:
- i) BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001.
 - ii) The Calcutta Stock Exchange Ltd., 3A, Auckland Place, 7th Floor, Room No. 7A & 7B, Kolkata - 700 017.
32. The Listing Fees of these Exchanges have been paid regularly.
33. The route map showing directions to reach the venue of the AGM is annexed and forms part of the Notice.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF COMPANIES ACT, 2013

ITEM NO 3:

Mr. Anurag Soni (DIN: 03407094) was appointed as an Additional Director, designated as Non-Executive Director, of the Company by the Board of Directors, on recommendation of the Nomination and Remuneration Committee with effect from August 09th, 2022 in terms of Section 161(1) of the Companies Act, 2013 and Article 151 of the Articles of Association of the Company and holds office upto the date of the forthcoming Annual General Meeting.

The Company has received a notice in writing under Section 160 of the Act from the Director proposing his candidature for the office of a Director designated as Non-Executive Director, liable to retire by rotation.

Details of Mr. Anurag Soni are provided in the “Annexure” to the Notice pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India.

The Board of Directors, at the recommendation of the Nomination and Remuneration Committee, at their meeting held on August 09th, 2022, have approved appointment of Mr. Anurag Soni as the Non-Executive Director of the Company, subject to the approval of members.

The Board considers that his association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Anurag Soni as the Non-Executive Director. Accordingly, the Board recommends passing of the Ordinary Resolution in relation to appointment of Mr. Anurag Soni as the Director of the Company designated as Non-Executive Director, for the approval by the Members of the Company.

Except Mr. Anurag Soni, being an appointee and his relatives, none of the Directors / Key Managerial Personnel of the Company / their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No.3 of the Notice.

This statement may also be regarded as an appropriate disclosure under the Listing Regulations.

The Board recommends the Special Resolution set out at item No. 3 of the Notice for approval by the Members.

ANNEXURE TO THE NOTICE

Pursuant to Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and of Secretarial Standard - 2 (SS-2) issued by ICSI on General Meetings, the particulars of the aforesaid Directors seeking appointment/ re-appointment at the AGM are given below:

Name	Mrs. Anjana Soni Thakur	Mr. Anurag Soni
Directors Identification Number (DIN)	00401469	03407094
Date of Birth	16 th May, 1978	29 th August, 1988
Original Date of Appointment	08 th November, 2010	09 th August, 2022
Qualification	MBA from University of Phoenix, Boston	He is a commerce graduate and has completed his MS Finance Degree from University of Nottingham, England
Experience in special functional area	Risk management, System administration and Corporate Governance.	He is spearheading the group's corporate strategy initiatives and future expansions with a deep analysis. of group's competitive advantages and challenges
List of Directorship held in other Companies	1. Sapatrishi Commercial Company Limited. 2. Khetan Tradelink Private Limited 3. Sangam E-Com Limited. 4. Sangam Study Circle Private Limited	1. Sangam Lifespaces Limited 2. Sangam Ananya Developers Pvt. Ltd. 3. Ketu Sangam Infrastructure (India) limited 4. Sangam (India) limited 5. Sangam E-Com Limited 6. Sangam Ventures Limited 7. Sangam Lifestyle Ventures Limited
Relationship with other Directors, Managers and KMPs	Related	Related
No. of Board Meetings attended during Financial Year 2021-22	8 (Eight)	NIL
Chairman/ Member of Committees of other Companies	Refer to Report on Corporate Governance	Refer to Report on Corporate Governance
No. of shares held in the Company	Nil	Nil

**By order of Board of Directors
For Suchitra Finance & Trading Co. Ltd.**

Sd/-

**Vinod Kumar Sodani
Chairman
(DIN: 00403740)**

**Date: 05th September, 2022
Place: Bhilwara**



Suchitra Finance & Trading Company Ltd.

Regd.off: B - 7, 1st Floor, Pur Road, S K Plaza, Bhilwara- 311001, Rajasthan

Tel. No. : 022- 61115222, Fax No.022-28227865. Email id: suchitra@sangamgroup.com, Web : www.sftc.co.in.

CIN NO: L65910RJ1981PLC079945

ATTENDANCE SLIP
THIRTY NINE ANNUAL GENERAL MEETING
Friday, September 30th, 2022

Registered Folio/
DP ID and Client ID

Name and address of the
Sole/ First Shareholder

Joint Holder 1

Joint Holder 2

I/ We hereby record my /our presence at the **THIRTY NINE ANNUAL GENERAL MEETING of the Company at B - 7, 1st Floor, Pur Road, S K Plaza, Bhilwara - 311001, Rajasthan on Friday, September 30th, 2022 at 11:00 a.m.**

Member's folio /DP ID client
ID No.

Member's /Proxy name in Block

Members/Proxy Signature

NOTES:

1. Please complete the folio /DP ID/ Client ID No. and the name of the Member/ Proxy, sign this Attendance slip and hand it over, duly signed, at the entrance of the Meeting Hall.
2. Shareholder/ Proxy holder desiring to attend the meeting should bring his/ her copy of the Annual Report for reference at the meeting.



Suchitra Finance & Trading Company Ltd.

Regd.off: B - 7, 1st Floor, Pur Road, S K Plaza, Bhilwara- 311001, Rajasthan

Tel. No. : 022- 61115222, Fax No.022-28227865. Email id: suchitra@sangamgroup.com, Web : www.sftc.co.in.

CIN NO: L65910RJ1981PLC079945

Form MGT-11

PROXY FORM

[Pursuant to Section 105 (6) of the Companies Act, 2013 read with rule 19 (3) of the Companies (Management and Administration) Rules, 2014]

THIRTY NINE ANNUAL GENERAL MEETING (FRIDAY, SEPTEMBER 30TH, 2022)

Name of the member (s) :

Registered address:

Email id:

Folio No./DP. ID Client ID _____

I/We, being the member (s) of _____ shares of the above named Company, hereby appoint

1. Name

Address:

E mail id:

Signature: _____ or failing him/her

2. Name

Address:

E mail id:

Signature: _____ or failing him/her

As my/or proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **39th Annual General Meeting** of the Company, to be held on **Friday, September 30th, 2022 at 11:00 a.m.** at the registered office of the Company and any adjournment thereof in respect of the resolutions as are indicated below:-

Resolution No.	Description of Resolution	For	Against
Ordinary Business:			
01	To approve and adopt Audited Financial statement for the year ended 31st March, 2022 and reports of the Board of Directors and Auditors thereon.		
02	To appoint a Director in place of Mrs. Anjana Soni Thakur (DIN: 00401469), who retires by rotation and being eligible, offers himself for re-appointment.		
Special Business:			
03	To Regularize Mr. Anurag Soni (DIN: 03407094) as the Director of the Company designated as Non-Executive Director		

Affixed
Revenue
Stamp of
Rs. 1

Signed this _____ day of _____, 2022.

Signature of the shareholder: _____

Signature of the proxy holder: _____

NOTE:

A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY WITHIN 48 HOURS FROM THE COMMENCEMENT OF THE MEETING.

Form No. MGT- 12
Polling Paper

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1) (c) of the Companies
(Management and Administration) Rules, 2014]

Name of the Company: SUCHITRA FINANCE & TRADING COMPANY LIMITED		
Registered Office: B – 7, 1st Floor, Pur Road, S K Plaza, Bhilwara – 311001, Rajasthan		
CIN: L65910RJ1981PLC079945		
BALLOT PAPER (To be returned to the Scrutinizer appointed by the Company)		
Sr. No.	Particulars	Details
1.	Name (s) of the Member(s)	
2.	Registered Address of the Members	
3.	Registered Folio No/ DP ID/ Client ID:	

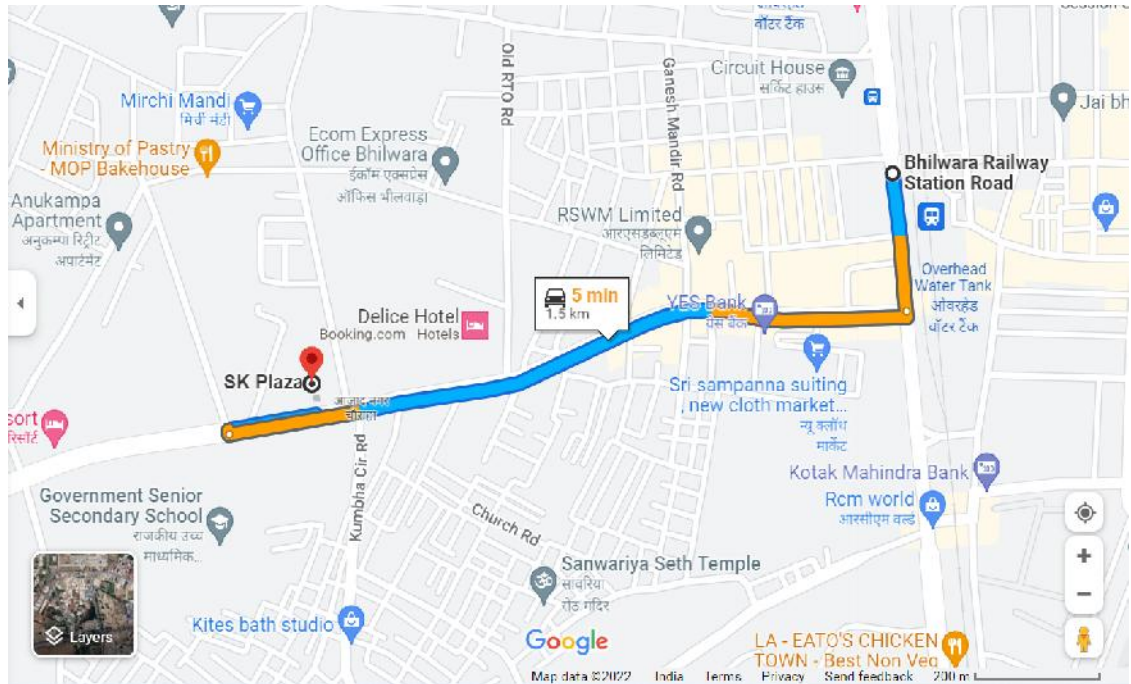
I/We hereby exercise my/our vote in respect of the following resolution(s) to be passed at the 36th Annual General Meeting of the Company to be held on **Friday, September 30th, 2022 at 11.00 a.m.** at B – 7, 1st Floor, Pur Road, S K Plaza, Bhilwara – 311001, Rajasthan in respect of the businesses as stated in the Notice dated **September 05th, 2022** by conveying my / our assent or dissent to said resolution (s) by placing the tick (√) mark in the box against the respective matters.

Sr. No.	Resolutions	No. of Shares held	I/We assent to the resolution (For)	I/We dissent to the resolution (Against)
	Ordinary Business :			
1.	To approve and adopt Audited Financial statement for the year ended 31st March, 2022 and reports of the Board of Directors and Auditors thereon.			
2.	To appoint a Director in place of Mrs. Anjana Soni Thakur (DIN: 00401469), who retires by rotation and being eligible, offers himself for re-appointment.			
	Special Business			
3.	To Regularize Mr. Anurag Soni (DIN: 03407094) as the Director of the Company designated as Non-Executive Director			

Place: Bhilwara
Date:

Signature of the Member

Route Map



DIRECTORS' REPORT

[(Under Section 134(3) of the Companies Act, 2013)
{Read with Companies (Accounts) Rules, 2014}]

To,
The Members,

The Board of Directors of **Suchitra Finance & Trading Co. Ltd.** ("your Company" or "the Company") is pleased to present the 39th Annual Report and the Audited Financial Statements of your Company for the financial year ended **31st March, 2022** ("financial year under review").

Pursuant to the notification issued by Ministry of Corporate Affairs, the Company has adopted Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting standards) Rule, 2015 with effect from 01st April, 2019.

FINANCIAL HIGHLIGHTS:

The Company's financial performance for the financial year ended 31st March, 2022 as compared to the previous financial year ended 31st March, 2021 is summarized below:

(Rs. in Lakhs)

Particulars	For the year ended 31 st March, 2022	For the year ended 31 st March, 2021
Revenue from Operation	1526.64	2185.62
Other Income	0.90	1.56
Total Revenue	1527.54	2187.18
Profit before Depreciation & Amortization Expenses, Finance Cost and Tax	1424.15	2055.30
Less: Depreciation and Amortization Expenses	10.08	NIL
Less: Finance Cost	389.72	945.75
Profit/Loss before Tax	1024.35	1109.55
Less: Provision for Tax: Current Years/Earlier Years/Deferred Tax	268.90	516.78
Profit/(Loss) after Tax	755.45	592.78
Other Comprehensive Income	-0.82	0.07
Total Comprehensive Income	754.63	592.83

Note: The above figures are extracted from the financial statements for the financial year ended on 31st March, 2022.

OPERATIONAL REVIEW:

Your Company is non-deposit taking NBFCs. Some of the key highlights of your Company's performance during the year under review are:

- **Revenue:**

Company's Revenue from operations as on 31st March, 2022 stand at Rs. 1526.64/- Lakhs against Rs. 2185.62/- Lakhs recorded in the previous year.

- **Net worth:**

The Net Worth of the Company increased from Rs. 11265.25/- Lakhs to Rs. 10510.61/- Lakhs.

- **Profit before tax:**

Profit before taxation is Rs. 1024.35/- Lakhs as against Rs. 1109.55/- Lakhs in the last year.

- **Net profit after tax:**

Net profit after taxation is Rs. 755.45/- Lakhs as against Rs. 592.76/- Lakhs in the last year.

The Financial Statements of your Company have been prepared in accordance Indian Accounting Standards (Ind-AS) as prescribed under Section 133 of the Companies Act, 2013, read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016 and Companies Act, 1956 / Companies Act, 2013, as applicable and Regulation 48 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'SEBI Listing Regulations, 2015'). Accounting policies have been consistently applied except where a newly issued accounting standard, if initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. Management evaluates all recently issued or revised accounting standards on an ongoing basis. Your Company discloses standalone unaudited financial results on a quarterly basis, which are subjected to limited review, and standalone audited financial results on an annual basis.

Registrar of Companies, Mumbai has approved the Shifting of Registered Office from the state of Maharashtra to the Rajasthan. The Registrar of Companies has issued new Certificate of Registration of Regional Director order for Change of State dated 17th January, 2022.

Shifting of Registered office from the state of Maharashtra to the Rajasthan is under process as per RBI Act.

The Company is having Registered office at B - 7, 1st Floor, Pur Road, S K Plaza, Bhilwara - 311001, Rajasthan and Corporate Office at B/306-309, Dynasty Business Park, opp. Sangam cinema, Andheri (e), Mumbai - 400059.

PANDEMIC COVID-19:

The beginning of financial year 2021-22 (FY2022) was once again dominated by the COVID-19 pandemic as new waves of infection swept across the world. In India, the second wave (called 'Delta') proved far more lethal than the first that struck in 2020. After a shaky start in some places, the vaccine immunisation programme by the Indian Government and Governments across the world has been exemplary. It saved lives and livelihood.

This pandemic has inflicted enormous pain and suffering to individuals and corporate alike across the world. However, it gave the world an opportunity to reinvent itself to adapt to

new ways of life and business. COVID-19 was a real test of resilience and agility for every business. Corporations that have successfully adapted the challenges thrown by COVID-19 have become more resilient and prepared to weather future disruptions. It was not just the corporate sector that has been forced to rapidly adapt. Public services organisations, regulators, governments, and local administrations have demonstrated their potential to adapt and overcome.

The Company continues its business activities, in line with the guidelines issued by the Government authorities and take steps to strengthen its liquidity.

DIVIDEND:

Given the growth requirements of the business, your Directors think it prudent to plough back the profits and therefore do not recommend any dividend on equity shares for the financial year 2021-2022.

TRANSFER TO RESERVES:

The Company has transferred Rs. 151.09 lakhs to statutory Reserves for Current year and Previous Year reserves is Rs. Rs.299.80 lakhs.

SHARE CAPITAL OF THE COMPANY:

The Paid up Equity Share Capital, as at 31st March, 2022 was Rs. 9,32,25,500/- Share capital comprised of 93,22,550 Equity Shares with a face value Rs. 10/- each. There was no increase in equity capital compared to the previous year.

CHANGES IN THE NATURE OF BUSINESS OF THE COMPANY:

The Company continues to operate in the same business of lending and receiving loans & advances, there was no change in business activity. No material changes of the Company occurred between end of the financial year and the date of this report.

PUBLIC DEPOSITS:

Being a non-deposit taking Company, your Company has not accepted any deposits from the public / members under Section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014 during the year and within the meaning of the provisions of the Non-Banking Financial Companies Acceptance of Public Deposits (Reserve Bank) Directions, 2016.

SUBSIDIARIES, HOLDING & ASSOCIATE COMPANIES:

‘Marigold Investrade Private Limited’ is the Holding Company and holds 63.08% of the Company’s Equity Share Capital as on 31st March, 2022.

During the financial year under review, no new Company became Subsidiary/Joint Venture/ Associate of the Company.

SEGMENT REPORTING:

Based on the risks and returns associated with business operations and in terms of Accounting Standard-17 (Segment Reporting), the Company is predominantly engaged in a single reportable segment of ‘Financial Services’.

EXTRACT OF ANNUAL RETURN:

Pursuant to Section 92(3) read with Section 134(3)(a) of the Companies Act, 2013, the Annual Return as on the financial year ended March 31, 2022 is placed on the Company's website at www.sftc.co.in.

LISTING OF SHARES:

The Shares of the Company are listed on BSE Limited and The Calcutta Stock Exchange Limited.

DIRECTORS:

In accordance with the Articles of Association of the Company and in view of the provisions of Section 152 of the Companies Act, 2013 read with Companies (Management & Administration) Rules, 2014, **Mrs. Anjana Soni Thakur (DIN: 00401469)**, director of the Company retire at the ensuing Annual General Meeting and being eligible offer herself for re-appointment.

DECLARATION BY INDEPENDENT DIRECTORS:

The Company has received declaration from all the Independent Directors of the Company confirming that they meet the criteria of Independent Director prescribed both under section 149 (6) of the Companies Act, 2013 and Regulation 16 (1)(b) of SEBI (Listing obligation and Disclosure Requirement) Regulations, 2015 and confirmation that they have complied with the Code of Independent Directors prescribed in the Schedule IV of the Companies Act, 2013. The terms and conditions for the appointment of the Independent Directors are disclosed on the website of the company.

PARTICULARS OF LOANS GIVEN, INVESTMENT MADE, GUARANTEES GIVEN OR SECURITY PROVIDED:

The Company, being a non-banking finance company registered with the Reserve Bank of India and engaged in the business of giving loans, is exempt from complying with the provisions of section 186 of the Companies Act, 2013 in respect of loans and guarantees.

The particulars of loans, guarantees and investments made under provisions of Section 186 of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014 are given under notes to the Financial Statements, which forms part of this Annual Report.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:

There are no significant and material orders passed by the Regulators or Courts that would impact the going status of the Company and its future operations.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION:

There is no such material change and commitment affecting the financial position of your Company which have occurred between the end of the financial year of your Company to which the financial statements relate and the date of the Report.

DIRECTOR'S RESPONSIBILITY STATEMENT:

To the best of our knowledge and belief and according to the information and explanations obtained, Directors make the following statement in terms of Section 134 (3) (c) of the Companies Act, 2013:

- (a) that in the preparation of the Annual Accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
- (b) that the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- (c) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) the Directors had prepared the annual accounts on a going concern basis;
- (e) the Directors, had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- (f) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

KEY MANAGERIAL PERSONNEL:

During the year under review, the Company has the following persons as the Key Managerial Personnel.

- Mrs. Anjana Soni Thakur : Whole Time Director (WTD)
- Mr. Govinda Soni : Company Secretary (CS) & Chief Financial Officer (Resigned w.e.f 12th April, 2021)
- Ms. Dharmistha Darji : Company Secretary (CS) & Chief Financial Officer (Appointed on 04th September, 2021 & Resigned w.e.f 10th May, 2022)

FORMAL EVALUATION OF THE PERFORMANCE OF THE BOARD, COMMITTEES OF THE BOARD AND INDIVIDUAL DIRECTORS:

Pursuant to the provisions of Section 134(3)(p) the Companies Act, 2013 the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Committees. A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

Criteria adopted for evaluation:

The Board shall evaluate the roles, functions, duties of Independent Directors (ID's) of the Company. Each ID shall be evaluated by all other directors' not by the Director being evaluated. The board shall also review the manner in which ID's follow guidelines of professional conduct.

- Performance review of all the Non-Independent Directors of the Company on the basis of the activities undertaken by them, expectation of board and level of participation;
- Performance review of the Chairman of the company in terms of level of competence of chairman in steering the Company;
- The review and assessment of the flow of information by the company to the board and manner in which the deliberations take place, the manner of placing the agenda and the contents therein;
- The review of the performance of the directors individually, its own performance as well as evaluation of working of its committees shall be carried out by the board;
- On the basis of performance evaluation, it shall be determined by the Nomination and Remuneration Committee and the Board whether to extend or continue the term of appointment of ID subject to all other applicable compliances.

NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS:

The details of the number of meetings of the Board held during the Financial Year 2021-2022 forms a part of the Corporate Governance Report.

COMMITTEES OF THE BOARD:

Currently there are following Committees which are as follows:

1. Audit Committee
2. Stakeholders Relationship committee
3. Nomination and Remuneration Committee
4. Investment Committee
5. Corporate Social Responsibility Committee
6. Independent Director Committee

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

VIGIL MECHANISM / WHISTLE BLOWER POLICY:

In compliance with the provisions of Section 177(9) of the Act read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 22 of the SEBI Listing Regulations, the Company has formulated a vigil mechanism for Directors and Employees to report concerns about unethical behaviour, actual or suspected fraud or violation of Code of Conduct and Ethics. It also provides for adequate safeguards against the victimization of employees who avail of the mechanism and allows direct access to the Chairperson of the audit committee in exceptional cases. The Vigil Mechanism / Whistle Blower policy has been posted on the website of the Company (www.sftc.co.in).

PREVENTION OF SEXUAL HARASSMENT:

Your Company has in place an appropriate policy which is in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013. An Internal Complaints Committee has been set up to redress complaints, if any, received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

We further state that during the financial year under review, there were no complaints received/cases filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

RISK MANAGEMENT:

Your Company recognizes that risk is an integral part of business and is committed to managing the risks in a proactive and efficient manner; your Company periodically assesses risks in the internal and external environment, along with the cost of treating risks and incorporates risk treatment plans in its strategy, business and operational plans.

The Company has a Risk Management Policy (a) to ensure that all the Current and future material risk exposures of the company are identified, assessed, quantified, appropriately mitigated, minimized and managed i.e. to ensure adequate systems for risk management process (b) to establish a framework for the company's risk management process and to ensure its implementation (c) to enable compliance with appropriate regulations, wherever applicable, through the adoption of best practices (d) to assure business growth with financial stability.

There are no risks which threaten the existence of the company.

RELATED PARTY TRANSACTIONS:

Your Company has entered into transactions with related parties as defined under Section 2(76) of the Companies Act, 2013 read with Companies (Specification of Definitions Details) Rules, 2014, which were in the ordinary course of business and on arms' length basis and in accordance with the provision of the Companies Act, 2013, Rules issued there under. Thus the disclosure in AOC-2 is not required. Further, there are no materially significant related party transactions made by the Company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the company at large.

DEPOSITORY SERVICES:

The Company's Equity Shares have been admitted to the depository mechanism of the National Securities Depository Limited (NSDL) and also the Central Depository Services (India) Limited (CDSL). As a result the investors have an option to hold the shares of the Company in a dematerialized form in either of the two Depositories. The Company has been allotted ISIN No. INE475D01010.

Shareholders therefore are requested to take full benefit of the same and lodge their holdings with Depository Participants [DPs] with whom they have their Demat Accounts for getting their holdings in electronic form.

INTERNAL FINANCIAL CONTROL:

Your Company has in place an adequate internal control system commensurate with the size of its operations. The Internal control system comprising of policies and procedures is designed to ensure sound management of your Company's operations, safekeeping of its assets, optimal utilization of resources, reliability of its financial information and compliance. Clearly defined roles and responsibilities have been institutionalized. Systems and procedures are periodically reviewed to keep pace with the growing size and complexity of your Company's operations.

During the financial year under review, no material or serious observation has been received from the Statutory Auditors and the Internal Auditors of the Company on such controls.

CODE OF CONDUCT:

Your Company is committed to conducting its business in accordance with the applicable laws, rules and regulations and highest standards of business ethics. In recognition thereof, the Board of Directors has implemented a Code of Conduct for adherence by the Directors, Senior Management Personnel and Employees of the Company. This will help in dealing with ethical issues and also foster a culture of accountability and integrity. The Code with revision made in accordance with the requirements of Listing Regulations has been posted on the Company's website www.sftc.co.in.

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

STATUTORY AUDITOR:

The members of the Company at its Annual General Meeting held on 28th September, 2018 appointed **M/s. S. S. Rath & Co.**, Chartered Accountants (Firm Registration No. 108726W), as Statutory Auditors of the Company to hold the office of the Statutory Auditors of the Company until the conclusion of 40th Annual General Meeting. The auditors confirmed that their appointment shall be in compliance with Section 139 and 141 of the Companies Act, 2013 subject to ratification at the ensuing AGM by the shareholders.

The Company had received certificate from the Statutory Auditors confirming their eligibility and willingness for their appointment pursuant to Section 139(1) of the Act.

In accordance with the Companies Amendment Act, 2017, enforced on 7th May, 2018 by the Ministry of Corporate Affairs, the appointment of Statutory Auditors is not required to be ratified at every Annual General Meeting and M/s. S. S. Rath & Co., Chartered Accountants, will continue to act as auditor of the Company till **financial Year 2022-2023**.

The Report given by the Auditors on the Financial Statement of the company is part of this report.

INTERNAL AUDIT:

Pursuant to the provision of Section 138 of the Companies Act, 2013, read with Companies (Accounts) Rules, 2014, the Board on recommendation of the Audit committee re-appointed **M/s. Kavita Birla & Co.**, (M. No. 405577), Practicing Chartered Accountant, Mumbai as an Internal Auditor of the Company for FY 2021-2022. The Internal Auditor submits his reports to the Audit Committee.

Based on the report of Internal Audit, Management undertakes corrective action in their respective areas and thereby strengthens the controls. Significant audit observations and Corrective actions thereon are presented to the Audit Committee of the Board.

SECRETARIAL AUDIT REPORT:

Your Company appointed **M/s. Reena S. Modi & Associates**, Practicing Company Secretary, holding membership of The Institute of Company Secretaries of India (Membership No. A-25346, Certificate of Practice No. 12621) as the Secretarial Auditor of your Company to conduct the Secretarial Audit pursuant to Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

The Secretarial Audit report is will be annexed as **Annexure 'B'** and forms an integral part to this Report.

In addition to the above and pursuant to SEBI circular dated 8th February 2019, a report on secretarial compliance by **M/s. Reena S. Modi & Associates** (Membership No. 25346), a firm of Company Secretaries in Practice for the FY 2021-2022 has been submitted with Stock exchanges.

EXPLANATIONS OR COMMENTS BY BOARD ON EVERY QUALIFICATION, RESERVATION OR ADVERSE REMARK OR DISCLAIMER:

The Statutory Auditors Report and Secretarial Auditors Report is self explanatory.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The scope and authority of the Internal Audit function is defined by the Audit Committee. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee of the Board & to the Chairman & Whole Time Director.

The Internal Audit Department monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies of the Company.

Based on the report of internal audit function, the Company undertakes corrective action in their respective areas and thereby strengthens the controls. Significant audit observations and recommendations along with corrective actions thereon are presented to the Audit Committee of the Board.

The Company has in place adequate policies and procedures for ensuring the orderly business, including adherence to the company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation.

CORPORATE GOVERNANCE:

The Company is committed in maintaining the highest standards of Corporate Governance and adhering to the Corporate Governance requirements set out by the Securities and Exchange Board of India (SEBI).

All Board Members and Senior Management have affirmed compliance with the Code of Conduct for the financial year under review. A declaration to this effect signed by the Chief Executive Officer of the Company forms part of the Corporate Governance Report.

The Chief Executive Officer and Chief Financial Officer have certified to the Board with regard to the Financial Statements and other matters as required under Regulation 17(8) of the SEBI Listing Regulations which forms part of the Corporate Governance Report.

The Corporate Governance Report, which form an integral part of this Report, are set out as a separate Annexures, together with the Certificate from the Auditors of the Company regarding compliance with the requirements of Corporate Governance as stipulated in SEBI (LODR) Regulation, 2015.

MANAGEMENT DISCUSSION & ANALYSIS REPORTS:

Pursuant to Regulation 34 of SEBI Listing Regulations, the Management Discussion and Analysis Report for the financial year under review, is presented as a separate section forming part of this Annual Report.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING:

Considering the Company's activities as a non-banking finance company (NBFC), particulars with respect to the conservation of energy and technology absorption as required to be disclosed pursuant to provision of Section 134(3)(m) of the Act read with Rule 8(3) of the Companies (Accounts) Rules, 2014 are not relevant to the Company.

PARTICULARS OF EMPLOYEES:

The prescribed particulars of remuneration of employees pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are set out as **Annexure "C"** to the Directors' Report and forms part of this Annual Report.

None of the employees have drawn remuneration more than Rs. 10 lakhs p.m., if employed for the part of the year and Rs. 120 lakhs p.a. if employed throughout the year.

CORPORATE SOCIAL RESPONSIBILITY:

The Company has constituted Corporate Social Responsibility (CSR) Committee in compliance with the provisions of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 as amended from time to time under the Chairmanship of Mrs. Anjana Soni Thakur. The other members of the Committee are Mr. Ratan Lal Samriya and Mr. Arjun Agal.

The details regarding composition, objectives powers, functions, scope, meetings and attendance of members are included in Corporate Governance Report which forms part of the Annual Report.

A detailed CSR Policy has been framed which is placed on the Company's Website. As a part of its initiative under the CSR drive, the company has undertaken CSR activities by giving contribution to various permitted entities.

These CSR Projects are in accordance with Schedule VII of the Companies Act, 2013 and the Company's CSR Policy. Details of the CSR activities as required under Section 135 of the Companies Act, 2013 and rules framed thereunder are given in the CSR Report framed thereunder are given in the CSR Report as **Annexure 'D'** forming part of this Report.

ACKNOWLEDGMENT:

The Directors place on record their appreciation to all those people, who have so willingly placed their trust in the company & management and to all customers across all area, shareholders, Financial Institutions, Banks, Government, and Local Authorities under our operation, who have given the company an opportunity to serve them.

It is worth mentioning that, working with many NBFCs has been a very encouraging experience especially in being catalyst to their sustainability and growth. The company looks forward to further strengthening the synergies.

The entire Team of the Company deserves the appreciation for their sincere efforts and determination to excel. The core teams of the plays a pivotal role in articulating and implementing the strategic decisions and thus contributing to the development of the company. I take this opportunity to express my heartfelt appreciation for their continuous support, hard work and dedication.

**By order of the Board of Directors
For Suchitra Finance & Trading Co. Ltd.**

**Sd/-
Vinod Kumar Sodani
Chairman
(DIN: 00403740)**

Date: 30th May, 2022

Place: Bhilwara

REGISTRED OFFICE: B - 7, 1st Floor, Pur Road,
S K Plaza, Bhilwara - 311001, Rajasthan.

CORPORATE OFFICE: B/306-309, Dynasty Business Park
Opp. Sangam Cinema, A. K. Road,
Andheri (e) Mumbai, MH 400059.

Email id: suchitra@sangamgroup.com, website: www.sftc.co.in

“Annexure - B”

FORM NO. MR-3 SECRETARIAL AUDIT REPORT

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

To,

The Members,

SUCHITRA FINANCE & TRADING CO. LTD.

B/306-309, Dynasty Business Park

Opp. Sangam Cinema, A. K. Road, Andheri (E)

Mumbai- 400059.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SUCHITRA FINANCE & TRADING CO LTD** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my/our opinion, the company has, during the financial year ended 31st March, 2022 have complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **SUCHITRA FINANCE & TRADING CO LTD** for the financial year ended on 31st March, 2022, according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (Not applicable to the Company during the audit period);
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;- Not applicable during Audit period;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 -Not applicable during Audit period;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;- Not applicable during Audit period

- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; - Not applicable during Audit period and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; - Not applicable during Audit period

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India and the same has been complied.
- (ii) The Listing Agreements entered into by the Company with Calcutta Stock Exchange and Bombay Stock Exchange.

I further report that: The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes. During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards.

**For Reena S Modi & Associates
Practicing Company Secretary**

Sd/-

ACS No- A25346

CP No- 12621

UDIN-A025346D000420136

Peer review: 1991/2022

Date: 28/05/2022

Place: Mumbai

Note: This report is to be read with our letter of even date which is annexed as Annexure A and form forms an integral part of this report.

Annexure A to the Secretarial Audit Report

Annexure –A

To,

The Members,

SUCHITRA FINANCE & TRADING CO. LTD.

B/306-309, Dynasty Business Park

Opp. Sangam Cinema, A. K. Road, Andheri (E)

Mumbai- 400059.

1. Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on our audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the random test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, followed provide a reasonable basis for opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on the random test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company. The report has been issued based on facts and documents presented before me during Audit.

**For Reena S Modi & Associates
Practicing Company Secretary**

Sd/-

ACS No- A25346

CP No- 12621

UDIN- A025346D000420136

Peer review: 1991/2022

Date: 28/05/2022

Place: Mumbai

Annexure 'C'

Pursuant to Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Sr. No.	Particulars	Status
1	Ratio of the remuneration to each executive Director to the median remuneration of the employees of the Company for F.Y. 2021-22	Nil
2	% increase in remuneration Executive Directors, CFO and CS during the F.Y. 2021-22	-
3	% increase in median remuneration of the employees for the F.Y. 2021-22	12%
4	Total employees on role of Company as on 31 st March, 2022	3
5	Relationship between average increase in remuneration and Company's performance	Nil
6	Comparison of the remuneration of the KMPs against the performance of the Company	Nil
7	Variations in the market capitalization of the company, price earnings ratio as at the closing date of the current financial year and previous financial year and percentage increase over decrease in the market quotations of the shares of the company in comparison to the rate at which the company came out with the last public offer	NA
8	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration	10 (No exceptional increment)
9	Comparison of the each remuneration of the Key Managerial Personnel against the performance of the Company	As per market trend
10	The key parameters for any variable component of remuneration	NA
11	The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year	NA
12	Affirmation that the remuneration is as per the remuneration policy of the Company	Yes

Annexure 'D'

Annual Report on Corporate Social Responsibility Activities

As prescribed under Section 135 of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014

1. Brief outline on CSR Policy of the Company.

Company is committed to its stakeholders, government, investors, associates, community, environment, employees and their families to conduct its business in a responsible manner that creates a sustained positive impact. The CSR activities are carried out directly by the Company and also through trust/society. Our vision is to actively contribute to the social and economic development. The company aims to build a better, sustainable way of life for the weaker section of society and raise the country's human development index.

The details of the Company's CSR Initiatives project/programmes and activities are provided in this annexure. The focus areas of the Company under its CSR programme are promoting of education, Eradicating hunger, poverty and malnutrition, rural development, sanitation and environment and any other projects as defined in Schedule VII of the Companies Act, 2013.

The CSR Policy of the Company is uploaded on its website and can be viewed at www.sftc.co.in.

2. Composition of CSR Committee:

As on March 31, 2022, the CSR Committee comprises of following members of the Board –

1. Mrs. Anjana Soni Thakur (Whole Time Director),
2. Mr. Ratan Lal Samriya (Independent Director)
3. Mr. Arjun Agal. (Independent Director)

Details related to number of CSR Committee meetings held during the year and attendance is mentioned in the Corporate Governance Report forming part of the Board's Report.

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

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be set-off for the financial year, if any (in Rs)
1	FY 2018-19	Nil	Nil
2	FY 2019-20	Nil	Nil
3	FY 2020-21	3996	3549
	TOTAL	3996	3549

6. Average net profit of the company as per section 135(5): **Rs. 12,21,77,465/-**
7. (a) Two percent of average net profit of the company as per section 135(5): **Rs.24,43,549/-**
(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years. Nil
(c) Amount required to be set off for the financial year,if any. **Rs.3,549/-**
(d) Total CSR obligation for the financial year (7a+7b- 7c) : **Rs. 24,40,000/-**
8. (a) CSR amount spent or unspent for the financial year :

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
Rs. 24,40,000	Nil	Nil	Nil	Nil	Nil

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

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project.	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No).	Location of the project.		Project duration	Amount allocated for the project (in Rs.).	Amount spent in the current financial Year (in Rs.).	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.).	Mode of Implementation - Direct (Yes/No).	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration number.
NA												

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/No)	Location of the project.		Amount spent for the project (in Rs.).	Mode of implementation - Direct (Yes/No).	Mode of implementation Through implementing agency.	
				State	District			Name	CSR registration number
1.	Medical / Health care	Promoting preventive health care	No	Rajasthan	Bhilwara	24,40,000	No	Kesarbai Soni Charitable Trust	CSR00002118

(g) Excess amount for set off, if any

Sl. No.	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	24,43,549
(ii)	Total amount spent for the Financial Year	24,40,000
(iii)	Excess amount spent for the financial year [(ii)-(i)]	NIL
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NIL
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	NIL

Sl. No.	Preceding Financial Year.	Amount transferred	Amount spent in reporting Financial Year (in Rs.).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of the Fund	Amount (in Rs.).	Date of transfer.	
NIL							

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

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	ProjectID.	Name of the Project.	Financial Year in which the project was commenced.	Project duration.	Total amount allocated for the project (in Rs.).	Amount spent on the project in the financial year.	Cumulative amount spent at the end of reporting Financial Year. (in Rs.)	Status of the project Completed /Ongoing.
NA								

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year : NA

(asset-wise details).

- Date of creation or acquisition of the capital asset(s).
- Amount of CSR spent for creation or acquisition of capital asset.
- Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.
- Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).

11. Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per Section 135(5): NA

By order of the Board of Directors
For Suchitra Finance & Trading Co. Ltd.

Sd/-
Vinod K. Sodani
Director
DIN: 00403740

Sd/-
Anjana Soni Thakur
Chairman of CSR Committee
DIN: 00401469

REPORT ON CORPORATE GOVERNANCE**1. CORPORATE GOVERNANCE:**

Corporate Governance is a set of principles, processes and systems which govern a company. The elements of Corporate Governance are independence, transparency, accountability, responsibility, compliance, ethics, values and trust. Corporate Governance enables an organization to perform efficiently and ethically generate long term wealth and create value for all its stakeholders.

The Company believes that sound Corporate Governance is critical for enhancing and retaining investor trust and your Company always seeks to ensure that its performance goals are met accordingly. The Company has established systems and procedures to ensure that its Board of Directors is well informed and well equipped to fulfill its overall responsibilities and to provide management with the strategic direction needed to create long term shareholders value. The Company has adopted many ethical and transparent governance practices even before they were mandated by law. The Company has always worked towards building trust with shareholders, employees, customers, suppliers and other stakeholders based on the principles of good corporate governance.

2. COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE:

The Company's essential character revolves around the values based on transparency, integrity, professionalism and accountability. At the Highest level, the Company continuously endeavors to improve upon these aspects on an ongoing basis and adopts innovative approaches for leveraging resources, converting opportunities into achievements through proper empowerment and motivation, fostering a healthy growth and development of human resources to take the Company forward.

3. BOARD OF DIRECTORS:

The Board of Directors, along with its Committees, provides leadership and guidance to the management and directs and supervises the performance of the Company, thereby enhancing stakeholders' value. The Board has a fiduciary relationship in ensuring that the rights of all stakeholders are protected. Your Company has an engaged and well informed Board with qualification and experience in diverse areas. The composition of the Board is in conformity with Regulation 17 of the Listing Regulations read with Section 149 of the Companies Act, 2013 (hereinafter referred to as "Act"). The Board of Directors has an optimum combination of Executive, Non-Executive and Independent Directors. As on 31st March, 2022.

(a) COMPOSITION:

The Board of Directors of the Company has an optimum combination of executive and non-executive and independent directors. There are 6 Directors on Board of the Company, comprising of 1 Whole Time Director, 2 Independent Directors and 3 Non-Executive Directors as on **March 31st, 2022**. The Chairman of the Board is Non - Executive Director. The directors have made necessary disclosures regarding positions occupied by them in other companies.

The Composition of the Board of Directors of the Company as on 31st March, 2022 are as under with details of other directorships and committee memberships:-

Sr. No.	Name	Status	No. of other Directorships and Committee Memberships	
			Other Directorships	Committee Membership
1.	Mr. V. K. Sodani	Chairman (Non-Executive Director)	05	-
2.	Mr. Mahesh. C. Lakhotiya	Non-Executive Director	07	-
3.	Mrs. Anjana Soni Thakur	Whole Time Director	05	-
4.	Mr. Arjun Agal	Independent Director	-	-
5.	Mr. Ratan Lal Samriya	Independent Director	01	-
6.	Mr. Suratram Ramjas Dakhera	Non- Executive Director	01	-

(b) MEETINGS OF THE BOARD AND ATTENDANCE OF THE DIRECTORS:

Attendance at Board meetings during the year and last Annual General Meetings are as follows:

- 8 meetings of the Board are held on 12th April, 2021, 30th June, 2021, 14th August, 2021, 04th September, 2021, 21st October, 2021, 13th November 2021, 14th February, 2022 & 16th March, 2022.
- The Last Annual General Meeting was held on 30th September, 2021.

Sr. No.	Name of the Director	No. of Board Meeting attended	Whether attended Last AGM
1.	Mr. V. K. Sodani	8	Yes
2.	Mr. Mahesh. C. Lakhotiya	8	No
3.	Mrs. Anjana Soni Thakur	8	Yes
4.	Mr. Ratan Lal Samriya	8	Yes
5.	Mr. Arjun Agal	8	Yes
6.	Mr. Suratram Dakhera	8	Yes

None of the above directors are related inter-se.

(c) BOARD PROCEDURE:

The annual calendar of board meetings is agreed upon at beginning of the year. The Agenda is circulated in advance to the Board Members. The items in the Agenda are

backed by comprehensive background information to enable the Board to take appropriate decisions.

(d) CODE OF CONDUCT & DECLARATION:

The Company has adopted a Code of Conduct for the Directors, Senior Management Personnel and Employees of the Company. The Members of the Board and Senior Management of the Company have submitted their affirmation on compliance with the code for the effective period. Declaration from Mrs. Anjana Soni Thakur, Whole Time Director affirming compliance of the said code by all the Board Members and members of senior management of the company to whom the code is applicable is annexed separately to this report.

(e) OBLIGATIONS OF INDEPENDENT DIRECTORS:

As mandated by Regulation 25 of the Listing Regulations, the Independent Directors on the Company's Board held a meeting on 14th February, 2022 without the presence of Non-Independent Directors and Members of the management to:

- (a) review the performance of non-independent Directors and the Board of Directors as a whole;
- (b) review the performance of the chairperson of the listed entity, taking into account the views of executive Directors and non-executive Directors;
- (c) Assess the quality, quantity and timeliness of flow of information between the management of the listed entity and the Board of Directors that is necessary for the Board of Directors to effectively and reasonably perform their duties.

Accordingly, the performance evaluation of the Chairman & Managing Director and Whole-time Director was carried out by the Independent Directors. The Board of Directors expressed their satisfaction with the evaluation process.

(f) FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS:

At the time of appointment of an Independent Director, the Company issues a formal letter of appointment outlining his/her role, function, duties and responsibilities. Further, in accordance with the requirements of Listing Regulations, the Company also organizes Familiarization programme for the Independent Directors to enlighten them about the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company etc.

The Company has in place a policy for Familiarization Programme for Independent Director and the same is disclosed on the website of the company i.e. www.sftc.co.in.

INFORMATION PLACED BEFORE BOARD OF DIRECTORS:

The Board has complete access to all information with the Company.

All Board meetings are governed by a structured agenda which is backed by comprehensive background information. Inter-alia, the following information is regularly provided to the Board, as part of the agenda papers well in advance of the Board meetings, or is tabled in the course of the Board meeting:

- a. Annual operating plans and budgets and any updates.
- b. Quarterly results for the Company.
- c. Minutes of meetings of audit committee and other committees of the board.
- d. The information on recruitment and remuneration of senior officers just below the board level, including appointment or removal of Chief Financial Officer and the Company Secretary.
- e. Show cause, demand, prosecution notices and penalty notices which are materially important.
- f. Fatal or serious accidents, dangerous occurrences, any material effluent or pollution problems.
- g. Any material default in financial obligations to and by the Company, or substantial non-payment for goods sold by the Company.
- h. Any issue, which involves possible public or product liability claims of substantial nature, including any judgment or order which, may have passed structures on the conduct of the Company or taken an adverse view regarding another enterprise that can have negative implications on the Company.
- i. Details of any joint venture or collaboration agreement.
- j. Any transactions that involves substantial payment towards goodwill, brand equity, or intellectual property.
- k. Sale of material, nature of investments, subsidiaries, assets, which is not in normal course of business.
- l. Non-compliance of any regulatory, statutory or listing requirements and shareholders service such as nonpayment of dividend, delay in share transfer etc.

The Board has an effective post meeting follow up procedure. The Action taken report on the decisions taken in a meeting is placed at the immediately succeeding meeting for information of the Board.

The Board has established procedures to enable the Board to periodically review compliance reports of all laws applicable to the Company, prepared by the Company, as well as steps taken by the Company to rectify instances of non-compliance.

4. BOARD COMMITTEES:

The Board currently has following Committees:

- (a) Audit Committee.
- (b) Nomination & Remuneration Committee.
- (c) Shareholders'/Investors' Grievance Committee.
- (d) Investment Committee
- (e) Corporate Social Responsibility Committee
- (f) Independent Director Committee

(a) AUDIT COMMITTEE:

(i) TERMS OF REFERENCE:

1. Oversight of the Company's financial reporting process, review of internal control system and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
2. Recommending the appointment of the Statutory Auditors and fixation of their remuneration.
3. Reviewing the major accounting policies and practices and adoption of applicable Accounting Standards.

4. Reviewing the management, the annual financial statements before submission to the board for approval.
5. Reviewing with the management, the quarterly financial statements before submission to the board for approval;
6. Reviewing with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - a) Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub section 3 of section 134 of the Companies Act, 2013.
 - b) Changes, if any, in accounting policies and practices and reasons for the same.
 - c) Major Accounting entries involving estimates based on the exercise of judgment by management.
 - d) Significant adjustments made in the financial statements arising out of audit findings.
 - e) Compliance with listing and other legal requirements relating to financial statements.
 - f) Disclosure of any related party transactions.
 - g) Qualifications in the draft audit report.
7. Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the Company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the Company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing with the management, performance of statutory and internal auditor's adequacy of the internal control systems;
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. Discussion with internal auditors of any significant findings and follow up there on;
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
18. To review the functioning of the whistle blower mechanism
19. Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
20. Carrying out any other function as is mentioned in the terms of reference of the audit committee.

Minutes of the Audit Committee Meetings are circulated to the Members of the Board of Directors and taken care of.

Review of information by Audit Committee

The Audit Committee reviews the following information:

1. Management discussion and analysis of financial condition and results of operations;
2. Statement of significant related party transactions, submitted by management;
3. Management letters/letters of internal control weaknesses issued by the statutory auditors;
4. Internal audit reports relating to internal control weaknesses; and
5. The appointment, removal and terms of remuneration of the Internal Auditor shall be subject to review by the Audit Committee
6. Statement of deviations
 - (a) Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of the Listing Regulations.
 - (b) Annual statement of funds utilized for purposes other than those stated in the offer document/ prospectus/notice in terms of Regulation 32(7) of the Listing Regulations.

(ii) COMPOSITION:-

The composition of Audit Committee as on **31st March, 2022** is as follows:-

Sr. No.	Name of the Director	Composition
1.	Mr. Ratan Lal Samriya	Chairman (Independent Director)
2.	Mr. V. K. Sodani	Member (Chairman & Non-Executive Director)
3.	Mr.Arjun Agal	Member (Independent Director)

(iii) MEETING AND ATTENDANCE:

The Committee met 4 times during the year on 30th June, 2021, 14th August, 2021, 13th November, 2021 & 14th February, 2022.

The attendances of the Members at the meetings were as follows:-

Name of the Director	Status	No. of Meetings during the year	No. of Meetings Attended
Mr. Ratan Lal Samriya	Chairman	4	4
Mr. V. K. Sodani	Member	4	4
Mr.Arjun Agal	Member	4	4

All the members of the Audit Committee are financially literate and have Accounting or related financial management expertise. The Chief Financial Officer and Head of the Corporate Audit Services are permanent invitees to the meetings of the Audit Committee. The Company Secretary is the Secretary to the Committee.

(b) NOMINATION & REMUNERATION COMMITTEE:

The Company is having "Nomination and Remuneration Committee" constituted in accordance with section 178 of Companies Act, 2013 and Regulation 19 (3A) of the SEBI (LODR) Regulation, 2015.

(i) TERMS OF REFERENCE:

The Remuneration Committee is there to formulation of criteria for determining qualifications, positive attributes and independence of a director, recommendation of persons to be appointed to the Board and senior management and specifying the manner for effective evaluation of performance of Board, its Committees, Chairperson and individual directors, recommendation of Remuneration Policy for directors, key managerial personnel and other employees, formulation of criteria for evaluation of performance of independent directors and the Board, devising a policy on Board diversity and such other matters as may be prescribed by Companies Act, Listing Regulations and NBFC Regulations..

(ii) COMPOSITION:-

The composition of the Nomination & Remuneration Committee as on **31st March, 2022** is as follows:-

Sr. No.	Name of the Director	Composition
1.	Mr. Ratan Lal Samriya	Chairman (Independent Director)
2.	Mr. V. K. Sodani	Member (Chairman & Non-Executive Director)
3.	Mr.Arjun Agal	Member (Independent Director)

(i) MEETING AND ATTENDANCE:

The Committee met 2 (Twice) during the year on 12th April, 2021 & 04th September, 2021.

The attendances of the Members at the meetings were as follows:-

Name of the Director	Status	No. of Meetings during the year	No. of Meetings Attended
Mr. Ratan Lal Samriya	Chairman	2	2
Mr. V. K. Sodani	Member	2	2
Mr.Arjun Agal	Member	2	2

All the members of the Nomination & Remuneration Committee are financially literate and have Accounting or related financial management expertise. The Company Secretary is the Secretary to the Committee.

(c) SHAREHOLDERS/INVESTORS GRIEVANCE COMMITTEE:**(i) TERMS OF REFERENCE:**

Constitution of the Committee is in compliance with section 178 of the Act read with Listing Regulations The Committee oversees redressal of shareholders/investors grievances, transfers of shares, non-receipt of balance sheets and related matters. It also reviews the system of dealing with and responding to correspondence from the Investors viz- shareholders and the reporting of the same to the Board periodically.

(ii) COMPOSITION:-

The composition of the Shareholders/Investors Committee as on **31st March, 2022** is as follows:-

Sr. No.	Name of the Director	Composition
1.	Mr. Ratan Lal Samriya	Chairman (Independent Director)
2.	Mr. V. K. Sodani	Member (Chairman & Non-Executive Director)
3.	Mr.Arjun Agal	Member (Independent Director)

(iii) MEETING AND ATTENDANCE:

The Committee met 4 times during the year on 30th June, 2021, 14th August, 2021, 13th November, 2021 & 14th February, 2022.

The attendances of the Members at the meetings were as follows:-

Name of the Director	Status	No. of Meetings during the year	No. of Meetings Attended
Mr. Ratan Lal Samriya	Chairman	4	4
Mr. V. K. Sodani	Member	4	4
Mr.Arjun Agal	Member	4	4

All the members of the Shareholders/Investors Grievance Committee are financially literate and have Accounting or related financial management expertise. The Company Secretary is the Secretary to the Committee.

(d) INVESTMENT COMMITTEE:**(i) TERMS OF REFERENCE:**

The Company formed "Investment Committee" on 20th February, 2016 & Reconstituted with effect from 14th February, 2019. The Committee Re-consist of Mrs. Anjana Soni Thakur, Chairman (WTD), Mr. Govinda Soni, Member (CFO) and Mrs. Sejal Sagar Modi, Member (Independent Financial Consultant) to meet as and when necessary to take Investment decision required by the Company being Non Banking Financial Company.

(ii) COMPOSITION:-

The composition of the Shareholders/Investors Committee as on **31st March, 2022** is as follows:-

Sr. No.	Name of the Director	Composition
1.	Mrs. Anjana Soni Thakur	Chairman (Whole Time Director)
2.	Mr. Govinda Soni	Member (Chief Financial Officer)
3.	Mrs. Sejal Sagar Modi	Member (Independent Financial Consultant)

(iii) MEETING AND ATTENDANCE:

The Committee met 3 (Three) time during the year on 12th April, 2021, 04th September, 2021 & 14th February, 2022.

The attendances of the Members at the meetings were as follows:-

Name of the Director	Status	No. of Meetings during the year	No. of Meetings Attended
Mrs. Anjana Soni Thakur	Chairman	3	3
Ms. Dharmistha Darji*	Member	3	2
Mrs. Sejal Sagar Modi	Member	3	3

* Ms. Dharmistha Darji Appointed w.e.f 04th September, 2021 & resigned on 10th May, 2022.

All the members of the Investment Committee are financially literate and have Accounting or related financial management expertise. The Company Secretary is the Secretary to the Committee.

(e) CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:**(i) TERMS OF REFERENCE:**

The Board of Directors has constituted Corporate Social Responsibility Committee as required under Section 135 of the Act. The role of the Committee is to formulate and recommend to the Board, a corporate social responsibility policy, recommend the amount of expenditure to be incurred on activities and monitor CSR Policy.

(ii) COMPOSITION:

The composition of the Corporate Social Responsibility Committee as on 31st March, 2022 is as follows:-

Sr. No.	Name of the Director	Composition
1.	Mrs. Anjana Soni Thakur	Chairman
2.	Mr. Ratan Lal Samriya	Member
3.	Mr. Arjun Agal	Member

(iii) MEETING AND ATTENDANCE:

The Committee met 2 (Two) time during the year on 14th February, 2022 & 16th March, 2022.

The attendances of the Members at the meetings were as follows:-

Name of the Director	Status	No. of Meetings during the year	No. of Meetings Attended
Mrs. Anjana Soni Thakur	Chairman	2	2
Mr. Ratan Lal Samriya	Member	2	2
Mr. Arjun Agal	Member	2	2

All the members of the Corporate Social Responsibility Committee are financially literate and have Accounting or related financial management expertise. The Company Secretary is the Secretary to the Committee.

(f) INDEPENDENT DIRECTOR COMMITTEE:

(i) TERMS OF REFERENCE:

Clause VII of the Schedule IV of the Companies Act, 2013, the Independent Directors of the Company are required to hold at least one meeting in a year without the attendance of Non-Independent Directors and members of management. It was further informed that all the Independent Directors of the Company shall strive to be present at such meeting. The Independent Directors at the meeting shall, inter-alia review:

- i. The performance of Non-Independent Directors and the Board as a whole;
- ii. The performance of the Chairperson of the Company, taking into account the views of Executive Directors and non-executive Directors
- iii. Assess the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

(ii) COMPOSITION:

The composition of the Independent Director Committee as on **31st March, 2022** is as follows:-

Sr. No.	Name of the Director	Composition
1.	Mr. Ratan Lal Samriya	Chairman
2.	Mr. Arjun Agal	Member

(iii) MEETING AND ATTENDANCE:

The Committee met 1 (One) time during the year on 14th February, 2022.

The attendances of the Members at the meetings were as follows:-

Name of the Director	Status	No. of Meetings during the year	No. of Meetings Attended
Mr. Ratan Lal Samriya	Chairman	1	1
Mr. Arjun Agal	Member	1	1

(g) RISK MANAGEMENT POLICY:

During the Year, your Directors have formulated the Risk Management Policy at Board Meeting, which has been entrusted with the responsibility to assist the Board:

1. To ensure that all the current and future material risk exposures of the Company are identified, assessed, quantified, appropriately mitigated, minimized and managed i.e. to ensure adequate systems for risk management and

2. To establish a framework for the Company's risk management process and to ensure its implementation
3. To enable compliance with appropriate regulations, wherever applicable.
4. To assure business growth with financial stability.

5. **SHAREHOLDERS MEETINGS:**

The date, time and venue of the Annual General Meetings of last three years are given below:

Financial Year	Date	Time	Venue
2018-2019	30.09.2019	11:00 a.m.	Registered Office
2019-2020	30.09.2020	11:00 a.m.	Through Video Conferencing (VC) / Other Audio Visual Means (OAVM) at Registered Office
2020-2021	30.09.2021	11:00 a.m.	Through Video Conferencing (VC) / Other Audio Visual Means (OAVM) at Registered Office

All resolutions moved at the Last Annual General Meeting were passed with requisite majority.

6. **SECRETARIAL AUDIT:**

Secretarial Audit is being carried out by Company Secretary in practice to reconcile the total admitted capital with the National Securities Depository Limited (NSDL) & Central Depository Services Ltd. (CDSL) and the total issued and listed capital. The audit confirms that the total issued and listed capital. The audit confirms that the total issued/paid up capital is in agreement with the total number in physical form and total number of dematerialized shares held with NSDL & CDSL.

7. **CERTIFICATE FROM PRACTISING COMPANY SECRETARY:**

A certificate from **M/s. Reena S. Modi & Associates (Membership No. 25346, CP No.: 12621)**, a firm of Company Secretaries in Practice to the effect that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of the Company by the Ministry of Corporate Affairs or any other statutory authority. The same forms a part of this Report.

8. **DISCLOSURES:**

- i) The Company did not have any material significant related party transaction having a potential conflict with the interest of the Company at large.
- ii) The financial statements have been prepared in accordance with the Accounting Standards and policies generally accepted on India.
- iii) The Company has implemented the mandatory requirements of Corporate Governance as set out in SEBI (LODR) Regulation, 2015. The annual financial results are published in English and Marathi newspapers.

iv) The Company has a Risk Management Policy Framework for risk identification, assessment and control to effectively manage risks associated with the business of the Company.

v) Vigil Mechanism/ Whistle Blower Policy:

Pursuant to Section 177 (9) of the Companies Act, 2013 and Regulation 22 of SEBI (LODR) Regulation, 2015 the Company has adopted a Vigil Mechanism/ Whistle Blower Policy. The Company believes in professionalism, transparency, integrity and ethical behavior and had thus 'Whistle Blower Policy' to facilitate employees to report concerns of any unethical behavior, actual or suspected fraud or violation of the Company's code of conduct or ethics policy. No employee of the Company has been denied access to the Audit Committee of the Board of Directors. The same is also posted on the website of the Company.

vi) **Proceeds From Public Issue:**

The Company has not made any Public issue during the financial year March 31, 2022.

vii) **CEO/CFO Certification:**

As required under Regulation 17(8) of the SEBI (LODR) Regulation, 2015, the CEO/CFO certification is annexed.

viii) **Compliance certificate of the Auditors on Corporate Governance:**

The Company has obtained a certificate from the Statutory Auditors regarding compliance of conditions of Corporate Governance laid down in the SEBI (LODR) Regulation, 2015. This certificate is annexed to the Report.

9. MEANS OF COMMUNICATION:

i) The quarterly/annual financial results are regularly submitted to the Stock Exchanges and published in one English daily and one Marathi daily.

ii) The Management Discussion and Analysis Report, in compliance with requirements of SEBI (LODR) Regulation, 2015 is annexed to the Directors' Report and forms part of the Annual Report being sent to all the members of the Company.

i) website of Company: www.sftc.co.in

10. DISCLOSURE OF EVENTS OR INFORMATION:

In accordance with Regulation 30(4)(ii) of SEBI (LODR) Regulation, 2015, the Company has framed a policy for determination of materiality, based on criteria specified in Regulation 30(4)(i), duly approved by the Board of Directors, which shall be disclosed on the Company's Website www.sftc.co.in

Further, the Company has authorized KMP'S for the purpose of determining the materiality of an event or information and for the purpose of making disclosure to stock exchange(s) under the said Regulation and the contact details of such personnel

has been disclosed to the stock exchange(s) and as well is placed on the Company's Website www.sftc.co.in

11. DISCLOSURE OF THE COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS SPECIFIED IN REGULATION 17 TO 27 AND CLAUSE (B) TO (I) OF SUB-REGULATION (2) OF REGULATION 46 SHALL BE MADE IN THE SECTION ON CORPORATE GOVERNANCE OF THE ANNUAL REPORT:

Company has complied with the corporate Governance Requirements specified in Regulation 17 to 27 and in accordance with Regulation 46(2) of SEBI (LODR) Regulation, 2015 required information has been hosted on the Company's website www.sftc.co.in.

12. GENERAL SHAREHOLDER INFORMATION:

1.	39 th Annual General Meeting	
	- Date & Time	39 th September, 2022 & 11:00 a.m.
	- Venue	B - 7, 1st Floor, Pur Road, S K Plaza, Bhilwara - 311001, Rajasthan
2.	Financial Year	The Company follows the period of 1 st April to 31 st March, as the Financial Year
3.	The listing fees has been paid up to the date to all the stock exchanges	Yes
4.	Scrip Code: BSE Ltd. (BSE) Calcutta Stock Exchange Ltd. (CSE)	538714 029400

13. STOCK MARKET DATA:

The reported high and low prices of equity shares of Suchitra Finance & Trading Co. Ltd. traded during the Financial Year 2021-2022 on BSE are set out in the following table:

Months	Bombay Stock Exchange Limited (BSE)	
	Share Price (Rs.)	
	High	Low
April, 2021	36.75	33.65
May, 2021	44.30	33.65
June, 2021	54.85	37.05
July, 2021	77.00	51.30
August, 2021	67.30	59.00
September, 2021	73.00	63.00
October, 2021	72.25	59.00
November, 2021	70.25	53.40
December, 2021	53.85	38.95
January, 2022	74.75	45.75
February, 2022	69.90	50.90
March, 2022	61.00	49.80

14. DISTRIBUTION OF EQUITY SHARE AS ON 31ST MARCH, 2022:

Sr. No.	Category	Shareholders		Shareholding	
		Number	%	Number	%
1.	1 to 500	715	92.7367	80,709	0.8657
2.	501 to 1000	18	2.3346	13,173	0.1413
3.	1001 to 5000	13	1.6861	30,031	0.3221
4.	5001 to 10000	9	1.1673	74,829	0.8027
5.	10001 to 50000	3	0.3891	37,696	0.4044
6.	50001 to 100000	2	0.2594	1,23,612	1.3259
7.	100001 to above	11	1.4267	89,62,500	96.1379
Total		771	100.0000	93,22,550	100.0000

15. PATTERN OF SHAREHOLDING AS ON 31ST MARCH, 2022:

CATEGORY	NO. OF SHARES HELD	% OF SHAREHOLDING
PROMOTERS HOLDINGS		
a) Individual	Nil	Nil
b) Body Corporate	5880250	63.08%
PUBLIC HOLDINGS		
a) Institutions	Nil	Nil
b) <u>Non Institutions</u>		
i) Body Corporate	3092335	33.17%
ii) <u>Individuals</u>		
a) Shareholders Nominal Shares upto 1 Lakh	188389	2.02%
b) Shareholders Nominal Shares more than 1 Lakh	161308	1.73%
iii) Clearing Member	50	0.001%
iv) NRI	218	0.002%
TOTAL	9322550	100%

16. DETAILS OF DEMAT SHAREHOLDING:

As notified by SEBI, the Company's Equity shares have been included in the compulsory trading in electronic form (Demat mode). As on 31st March, 2022, the total percentage of shares in Demat form was 99.17% i.e. 92,45,360. Efforts for converting the remaining Physical Shareholding in Demat mode are in place.

Dematerialization of shares as on **31st March, 2022** is as follows:-

Mode of Holding	No. of Shares held	% of Shares
NSDL	1018545	11.04%
CDSL	8226815	88.13%
Total Demat Holdings	9245360	99.17%
Physical Holding	77190	0.83%
Total Shareholding	9322550	100%

17. REGISTRARS AND TRANSFER AGENTS:

The Niche Technologies Private Limited,

3A, Auckland Place, 7th Floor,

Room No. 7A & 7B, Kolkata – 700 017

Phones: (033) 2280 6616 / 6617 / 6618, **Fax:** (033) 2280 6619

E-Mail: nichetechpl@nichetechpl.com,

Website: <https://www.nichetechpl.com>

18. ADDRESS FOR CORRESPONDENCE:

Requests or complaints in other matters such as Unpaid/Unclaimed Dividend/Change of Address/Splitting of shares etc. are sent to:-

Registered Office: B – 7, 1st Floor, Pur Road,

S K Plaza, Bhilwara – 311001, Rajasthan.

Corporate Office: B/306-309, Dynasty Business Park

Opp. Sangam Cinema, A. K. Road,

Andheri (e) Mumbai, MH 400059.

Tel.: 022 – 61115216

Email: suchitra@sangamgroup.com, Website: www.sftc.co.in

19. DECLARATION:

All the members of the Board and senior Management Personnel of the Company have affirmed due observation of the code of the conduct, framed pursuant to Regulation 26(3) of the SEBI (LODR), Regulation, 2015 with Stock Exchange is so far as it is applicable to them and there is no non-compliance thereof during the year ended **31st March, 2022**.

**By order of the Board of Directors
For Suchitra Finance & Trading Co. Ltd.**

Date: 30th May, 2022

Place: Bhilwara

**Sd/-
Vinod Kumar Sodani
Chairman
(DIN: 00403740)**

MANAGEMENT DISCUSSION AND ANALYSIS REPORT**INDIAN ECONOMY OVERVIEW:**

The Financial Year 2021-22 was fairly a year of recovery from the adverse impacts of COVID-19 pandemic. The Indian economy successfully faced the challenges posed by the second and third waves of the pandemic, thanks to successful implementation of vaccination program, untiring services of the front line warriors, fiscal and monetary policies, stimulus measures of Reserve Bank of India, central and state governments which gave a much-needed cushion for the stability of the economy.

According to the second advance estimates of India's Gross Domestic Product (GDP) published by the National Statistical Office for the financial year 2021-22, GDP growth in the first and second quarter was 20.1% and 8.4% respectively. In the third quarter, the GDP growth slowed down to 5.4%. In the fourth quarter, India witnessed third wave of infection but remained largely unaffected owing to vaccination of large proportion of population. India's GDP growth in Financial Year 2021-22 is estimated at 8.9%, compared to a contraction of 7.3% in Financial Year 2020-21.

This pandemic has inflicted enormous pain and suffering to individuals and corporates alike across the world. However, it gave the world an opportunity to reinvent itself to adapt to new ways of life and business. COVID-19 was a real test of resilience and agility for every business. Corporations that have successfully adapted the challenges thrown by COVID-19 have become more resilient and prepared to weather future disruptions. It was not just the corporate sector that has been forced to rapidly adapt. Public services organisations, regulators, governments, and local administrations have demonstrated their potential to adapt and overcome.

India is presently known as one of the most important players in the global economic landscape. Over the years, India has emerged as one of the fastest-growing economies in the world and an attractive investment destination driven by economic reforms and a large consumption base.

NBFCs being severely tested by four large external events in the last few years, namely, (i) demonetisation, (ii) GST implementation, (iii) failure of few large NBFCs, and (iv) the pandemic. The fact that many NBFCs have managed to overcome these stresses without significant impact on financial position is a testimony to their resilience and agility.

THE COVID-19 PANDEMIC:

The beginning of financial year 2021-22 (FY2022) was once again dominated by the COVID-19 pandemic as new waves of infection swept across the world. In India, the second wave (called 'Delta') proved far more lethal than the first that struck in 2020. After a shaky start in some places, the vaccine immunisation programme by the Indian Government and Governments across the world has been exemplary. It saved lives and livelihood.

This pandemic has inflicted enormous pain and suffering to individuals and corporates alike across the world. However, it gave the world an opportunity to reinvent itself to adapt to new ways of life and business. COVID-19 was a real test of resilience and agility for every business. Corporations that have successfully adapted the challenges thrown by COVID-19 have become more resilient and prepared to weather future disruptions. It was not just the corporate sector that has been forced to rapidly adapt. Public services organisations, regulators, governments, and local administrations have demonstrated their potential to adapt and overcome.

INDUSTRY STRUCTURE AND REVIEW:

Your Company is a NBFC registered with the RBI to carry out NBFC activities under Section 45(IA) of the Reserve Bank of India Act, 1934 and it is engaged primarily in the business of investing / trading in securities and advancing loans. The Company is also involved in providing fund based financial services and funding solutions to the Indian Corporate, institutions, SME's etc.

NBFCs have been playing a complementary role to the other financial institutions including banks in meeting the funding needs of the economy. They help fill the gaps in the availability of financial services that otherwise occur in bank-dominated financial systems. NBFCs have traditionally focused on customer segments which were not served by banks like MSMEs, construction, mining and farm equipment, commercial vehicles (new and used) and plant and machinery; etc. NBFCs typically are specialized vehicles both in terms of products and the geographies in which they operate. This specialization provides them a unique framework to assess the risk in the undertaken business. The ability of NBFCs to produce innovative products in consonance with needs of their clients is well recognized. This, in addition to the proximity to the clients, makes the NBFCs distinct from its banking sector counterparts.

NBFCs have become important constituents of the financial sector and have been recording higher credit growth than scheduled commercial banks (SCBs) over the past few years. NBFCs are leveraging their superior understanding of regional dynamics and customised products and services to expedite financial inclusion in India. Lower transaction costs, quick decision making, customer orientation and prompt service standards have typically differentiated NBFCs from banks. Considering the reach and expanse of NBFCs, they are well-suited to bridge the financing gap in a large country like India.

FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:**Share Capital:**

The paid up equity share capital of the Company as on 31st March 2022 stands at Rs. 9,32,25,500 divided into 9,322,550 equity shares of Rs. 10/- each fully paid up.

Net Worth:

The Net Worth of the Company increased to Rs.11265.25/- Lakhs from Rs. 10510.61/- Lakhs.

Secured Loans:

The secured loans decreased to Rs. 62.76/- Lakhs from Rs. 1947.48/- Lakhs.

Revenue & Profit:

Company's Revenue from operations as on 31st March, 2022 stand at Rs. 1526.64/- Lakhs against Rs. 2185.62/- Lakhs recorded in the previous year.

Considerable Net Profit of the Company of Rs. 754.63/- Lakhs as against Net Profit of Rs. 592.83/- Lakhs of previous year.

DEBT STRUCTURE:

The Company has taken Secured (hypothecation) and unsecured loan from Body Corporate.

SEGMENT WISE PERFORMANCE:

The Company is engaged in the business of financing industrial enterprises and accordingly this is the only single reportable segment.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has set up internal control procedures commensurate with its size and nature of the business. These business procedures ensure optimum use and protection of the resources and compliance with the policies, procedures and statutes. The internal control systems provide for well-defined policies, guidelines and authorizations and approval procedures. The prime objective of such audits is to test the adequacy and effectiveness of the internal controls lay down by management and to suggest improvements.

An extensive internal audit is carried out by independent firm of Chartered Accountants. Based on the report of internal audit function, the Company undertakes corrective action in their respective areas and thereby strengthens the controls. Significant audit observations and recommendations along with corrective actions thereon are presented to the Audit Committee of the Board.

Transition of Indian Accounting Standards

The Company has prepared financial statements for the year ended March 31, 2020, in accordance with Ind AS for the first time. The Company has adopted Ind AS notified under Section 133 of the Companies Act 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 from April 1, 2019 and the effective date of transition is April 1, 2018.

In preparing these financial statements, the Company's opening balance sheet was prepared as at April 1, 2018 i.e. the transition date to Ind AS for the Company. Accordingly, the impact of transition has been recorded in the opening reserves as at April 1, 2018. The corresponding figures presented in these results have been prepared on the basis of the previously published results under previous GAAP for the relevant periods, duly re-stated according to Ind AS. These Ind AS adjustments have been audited by the statutory auditors.

Detailed explanations capturing areas of differences and reconciliations from previous GAAP to Ind AS have been provided in the Notes to Accounts which form a part of the financial statements.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES:

Your Company has senior qualified professionals in the areas of operations and is looking at fresh recruitment to support the growth and diversification of business i.e. planned, Getting fresh talent is a critical input to ensure and equip the organization to deliver a wide variety of products and services to growing customer base of your Company. It is our endeavor to create an environment where people can use all of their capabilities in support of the business. Therefore, your Company encourages its employees to balance their work and personal responsibilities.

OPPORTUNITIES AND THREATS:**Opportunities:**

The company is exploring new opportunity in the line of business where it has expertise. Few opportunities were examined in business. The company will continue its efforts.

Non-Banking Finance Companies (NBFCs) continue to play a important role in making financial Services accessible to a wider set of India's population and are emerging as strong intermediaries in the retail finance space. Going forward, one should expect NBFCs to further strengthen their presence in retail finance and grow at a reasonably healthy pace.

The regulatory vigil over the NBFCs continues with focus on four key cornerstones of (i) responsible financial innovation, (ii) accountable conduct, (iii) responsible governance, and (iv) centrality of the customer.

Threats:

The recent shift of central banks across the globe from their accommodative stance to inflation control measures will result in high cost of funds.

Despite the large vaccinations, the recent resurgence in the COVID-19 infections has raised the threat of fresh pandemic restrictions, which will hamper the operations and further delay the smooth recovery of the economy. Any such restrictions will create stress in the assets and will lead to higher provisioning, NPAs and restructuring, etc., which will deteriorate the asset quality in the NBFC sector.

INDUSTRY OUTLOOK:

NBFCs have been progressively increasing their share in the total credit market. With liquidity conditions expected to improve in the long-run, NBFCs are poised to grow further at a faster pace and cater to the financial needs of the country. The long term prospects for highly rated and good quality NBFCs remain robust, and once things get back to normal, the segment will continue to catalyse India's economic growth.

Considering the stiff competition from similar market players, the Company is following a cautious approach in fresh financing and is poised to initiate all possible efforts to recover losses booked in the earlier financial years.

As regards the money changing business, the Company is expecting a consistent profitability from this area of business.

With the Government's commitment and initiatives for the growth of the Financial Sector in India, this arena now poses a very promising growth potential in India in the near future.

The Indian Financial Sector is currently witnessing a structural transformation towards being a complete organized sector on account of multiple initiatives by the Government. Considering the fact that, India is a growing economy, the expected outlook for the Financial Sector continuous to remain positive and improving over time.

Further, believes there are multiple drivers in the vehicle finance and real estate finance segments that will, in the coming years, pose good opportunities for NBFCs to invest and expand within. The most significant driver of growth will be the ability to create innovative products, delivered efficiently through the use of technology.

CAUTIONARY NOTE:

Management discussion and analysis report contains Statements which are forward looking based on assumptions. Actual results may differ from those expressed or implied due to risk and uncertainties which have been detailed in this report. Several factors as listed in this report could make significant difference to the Company's operations. Investors, therefore, are requested to make their own independent judgments and seek professional advice before taking any investment decisions.

**By order of the Board of Directors
For Suchitra Finance & Trading Co. Ltd.**

**Sd/-
Vinod Kumar Sodani
Chairman
(DIN: 00403740)**

**Date: 30th May, 2022
Place: Bhilwara**

REGISTERED OFFICE:

Registered Office: B - 7, 1st Floor, Pur Road,
S K Plaza, Bhilwara - 311001, Rajasthan.

Corporate Office: B/306-309, Dynasty Business Park
Opp. Sangam Cinema, A. K. Road,
Andheri (e) Mumbai, MH 400059

Email id: suchitra@sangamgroup.com, website: www.sftc.co.in

ANNEXURE TO CORPORATE GOVERNANCE REPORT

CHIEF EXECUTIVE OFFICER'S DECLARATION ON CODE OF CONDUCT

In terms of the requirements of Regulation 26(3) read with Para D of Schedule V of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations,. This is to confirm that all the members of the Board and the senior managerial personnel have affirmed compliance with the code of conduct for the year ended **31st March, 2022.**

**By order of the Board of Directors
For Suchitra Finance & Trading Co. Ltd.**

**Sd/-
Anjana Soni Thakur
Whole Time Director
DIN: 00401469**

**Date: 30th May, 2022
Place: Bhilwara**

CERTIFICATE

**(Pursuant to regulation 17(8) of SEBI (Listing Obligations & Disclosure Requirements),
Regulations, 2015 for the Financial Year ended 31st March, 2022**

BY CHIEF EXECUTIVE OFFICER/CHIEF FINANCIAL OFFICER

To,
The Board of Directors,
Suchitra finance and Trading Co. Limited
Registered Office: B - 7, 1st Floor, Pur Road,
S K Plaza, Bhilwara - 311001, Rajasthan.
Corporate Office: B/306-309, Dynasty Business Park
Opp. Sangam Cinema, A. K. Road,
Andheri (e) Mumbai, MH 400059.

I, Anjana Soni Thakur, Whole Time Director of Suchitra Finance & Trading Co. Ltd., to the best of our knowledge and belief, certify that:

- a) I have reviewed the Financial statements and the Cash Flow statement of the Company for the year and that to the best of our knowledge and belief:
 - I. These statements do not contain any materially untrue statement or omit any material fact or contain statement that might be misleading.
 - II. These statements together present a true and fair view of the Company' affairs and are in compliance with the existing Accounting standards, applicable laws and regulations.
- b) These are to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violate of the Company's code of conduct.
- c) I accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of Internal Control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware of the steps taken or propose to take to rectify these deficiencies.
- d) I have indicated to the auditors and the Audit committee:-
 - (i) Significant changes in internal controls over financial reporting during the year.
 - (ii) Significant changes in Accounting Policies during the year and that the same have also been disclosed in the notes to the accounts to the Financial statements; and
 - (iii) Instances of significant fraud of which we have become aware and the Involvement therein, if any of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**By order of the Board of Directors
Suchitra Finance & Trading Co. Ltd.**

**Date: 30th May, 2022
Place: Bhilwara**

**Sd/-
Anjana Soni Thakur
Whole Time Director
DIN: 00401469**

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(As per clause C of Schedule V of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 read with regulation 34(3) of the said Listing Regulations).

To
The Members,
(L65910RJ1981PLC079945)
SUCHITRA FINANCE & TRADING CO LTD
Registered Office: B - 7, 1st Floor, Pur Road,
S K Plaza, Bhilwara - 311001, Rajasthan.
Corporate Office: B/306-309, Dynasty Business Park
Opp. Sangam Cinema, A. K. Road,
Andheri (e) Mumbai, MH 400059.

I/We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of “**SUCHITRA FINANCE & TRADING CO LTD**” having CIN L65910RJ1981PLC079945 and having registered office at B - 7, 1st Floor, Pur Road, S K Plaza, Bhilwara - 311001, Rajasthan. (hereinafter referred to as ‘the Company’), produced before me/us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my/our opinion and to the best of my/our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me / us by the Company & its officers, I/We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2022 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	DATE OF APPOINTMENT IN COMPANY
1.	MAHESH CHAND LAKHOTIYA	00128889	08/11/2010
2.	RATAN LAL SAMRIYA	00151077	27/07/2016
3.	ANJANA SONI THAKUR	00401469	08/11/2010
4.	VINOD KUMAR SODANI	00403740	08/11/2010
5.	ARJUN AGAL	07575105	27/07/2016
6.	SURATRAM DAKHERA	02274186	14/08/2020

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Reena S Modi & Associates
Practicing Company Secretary

Sd/-
Proprietor

Membership No- A25346
CP No- 12621

UDIN-A025346D000434361
Peer review no- 1991/2022

Date: 30-05-2022
Place: Mumbai

AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members of,
Suchitra Finance & Trading Co. Limited

We have examined the Compliance of Corporate Governance by **Suchitra Finance & Trading Co. Ltd.** for the year ended **31st March, 2022**, as stipulated in regulation 17 to 27 , clauses (b) to (i) of sub-section (2) of regulation 46 and paragraph C, D and E of Schedule V of the SEBI (Listing obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulation").

The compliance of conditions of Corporate Governance is the responsibility of the Company's Management. Our examination was limited to the procedures and the implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

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

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

**For Reena S Modi & Associates
Practicing Company Secretary**

**Date: 30-05-2022
Place: Mumbai**

**Sd/-
Proprietor
Membership No- A25346
CP No- 12621
UDIN-A025346D000434315
Peer review no- 1991/2022**

INDEPENDENT AUDITOR'S REPORT**TO THE MEMBERS OF SUCHITRA FINANCE AND TRADING COMPANY LIMITED****Opinion**

We have audited the accompanying financial statements of Suchitra Finance and Trading Company Limited ("the Company"), which comprise the Balance Sheet as at March 31st, 2022, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended and notes to financial statements and a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS"), and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31st, 2022, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis of Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the year ended March 31, 2022. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No.	KEY AUDIT MATTERS	HOW ADDRESSED IN AUDIT
1.	Accuracy in identification and categorisation of receivables from financing activities as performing and non-performing assets including those under securitisation arrangements and in ensuring appropriate asset classification, existence of security, income recognition,	We have assessed the systems and processes laid down by the Company to appropriately identify and classify the receivables from financing activities including those in place to ensure correct classification, income recognition and provisioning/write off including of Non-performing assets as per

	<p>provisioning/ write off thereof and completeness of disclosure including compliance in accordance with the applicable extant guidelines issued by Reserve Bank of India (RBI).</p>	<p>applicable RBI guidelines. The audit approach included testing the existence and effectiveness of the control environment laid down by the management and conducting of detailed substantive verification on selected samples of continuing and new transactions in accordance with the principles laid down in the Standards on Auditing and other guidance issued by Institute of Chartered Accountants of India. Agreements entered into regarding significant transactions including related to corporate loans and securitization/assignment arrangements have been examined to ensure compliance. We have also reviewed the reports generated from management information systems, audit reports issued by the internal/secretarial auditors. The impact of all significant external and internal events including those, if any, subsequent to balance sheet date have been taken into consideration for the above purposes. Compliance with material disclosure requirements prescribed by RBI guidelines and other statutory requirements have been verified.</p>
2.	<p>Completeness in identification, accounting and disclosure of related party transactions in accordance with the applicable laws and financial reporting framework.</p>	<p>We have assessed the systems and processes laid down by the Company to appropriately identify, account and disclose all material related party transactions in accordance with applicable laws and financial reporting framework. We have designed and performed audit procedures in accordance with the guidelines laid down by ICAI in the Standard on Auditing (SA 550) to identify, assess and respond to the risks of material misstatement arising from the entity's failure to appropriately account for or disclose material related party transactions which includes obtaining necessary approvals at appropriate stages of such transactions as mandated by applicable laws and regulations. We have also reviewed the Secretarial Audit report during the course of evaluating the internal control systems in ensuring compliance with applicable laws, rules, regulations and guidelines.</p>

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises Board's Report including Annexures to Board's Report, Report on Corporate governance and Business Responsibility report but does not include the financial statements and our auditor's report thereon.

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

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

Management's Responsibilities 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 financial position, financial performance including other comprehensive income, cash flows and changes in equity 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 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those 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 judgment and maintain professional skepticism throughout the audit. We also:

- 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.
- obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such control.
- evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

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

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

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity 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 Accounting Standards specified under section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015 as amended.
- e) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 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 with reference to these financial statements 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 Section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our knowledge and belief and according to the information and explanations given to us:
 - i. The Company has disclosed the impact of pending litigations as at March 31, 2022 on its financial position in its standalone financial statements - Refer note 17 to the financial statements
 - ii. The Company did not have any long-term contracts, including derivative contracts, for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - iv. (a) The management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
and

(b) The management has represented, that, to the best of it's knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

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

- v. The company has not declared nor proposed or paid any dividend during the year and therefore compliance under section 123 of the Companies Act, 2013 is not applicable to the company.

For S. S. Rath & Co
Chartered Accountants
FRN : 108726W

Sd/-
D. P. Rath
Partner
M.No. 042068

UDIN: 22042068AKRUPU8130.

Place : Mumbai
Dated: May 30 , 2022

ANNEXURE "A" TO INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 1 under Report on Other Legal and Regulatory Requirements section of our Report of even date)

- i. (a)(A) The Company has maintained proper records showing full particulars including quantitative details and situation of Company's Property Plant and Equipment.

(B) The Company does not have any intangible asset and therefore reporting under Clause 3(i)(a)(B) of the order is not applicable.

(b) As explained to us, the Management has physically verified PPE during the year and no discrepancies have been noticed. In our opinion, the frequency of physical verification of PPE is reasonable.

(c) Reporting under clause 3(i)(c) and 3(i)(e) of the Order is not applicable as the Company does not own any immovable property.

(d) In our opinion and according to the information and explanations given to us, the Company has not revalued its PPE during the year

(e) There are no proceedings initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder, and hence clause 3(i)(e) of the Order is not applicable
- ii. (a) The Company does not have any inventories. Hence, reporting under clause 3(ii)(a) of the Order is not applicable to the Company.

(b) The Company has not been sanctioned any working capital limits in excess of 5 crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(i)(b) of the Order is not applicable.
- iii. (a) As the Company is a Non- Banking Finance Company (NBFC) holding Certificate of Registration from Reserve Bank of India and having its principal business to give loans and make investments, hence clause iii (a) of the Order is not applicable to the Company.

(b) The investment made, guarantee provided, security given and terms and condition of the grant of all loans and advances in the nature of loans and guarantee provided are not prejudicial to the interest of the company.

(c) The Company has granted various loans which are repayable on demand. During the year the Company has demanded such loans along with interest. Having regard to the fact that the repayment of principal or payment of interest has been received which are demanded by the Company, in our opinion the repayments of principal amounts and receipts of interest are regular.

(d) In respect of loans or advances in the nature of loan, no amount is overdue for a period of more than 90 days.

(e) As the Company is a Non- Banking Finance Company (NBFC) holding Certificate of Registration from Reserve Bank of India and having its principal business to give loans and make investments, hence clause iii (e) of the Order is not applicable to the Company.

(f) The company has given loans or advances in the nature of loans repayable on demand to promoters, related parties as defined in clause (76) of section 2 of Companies Act, 2013 which are as under :

Rs in Lacs		
Types of Borrower	Amount of Loans or advances in the nature of loan outstanding	Percentage to the total loans and advances in the nature of loan
All Parties	15741.47	100 %
Promoters	-	-
Directors	-	-
KMPs	-	-
Related Parties	80.98	0.51

- iv. According to the information and explanations given to us and the records of the Company examined by us, the Company has complied with the provisions of Section 185 and Section 186 of the Act in respect of loans granted and investments made, wherever applicable. The Company has not given guarantees and provided security for which provisions of Section 185 and Section 186 of the Act are not applicable.
- v. The Company has not accepted any deposits from the public within the meaning of Sections 73 to 76 of the Act and the Rules framed thereunder to the extent notified.
- vi. The maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under clause (vi) of the Order is not applicable to the Company.
- vii. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing undisputed statutory dues applicable to it with the appropriate authorities though there has been minor delay in some cases.

No undisputed amounts payable in respect of statutory dues applicable to the Company were in arrears as at March 31, 2022 for period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of Income Tax, Service Tax, Customs Duty, Excise Duty, Goods and Service Tax & Value Added Tax that have not been deposited with the appropriate authorities on account of any dispute.

- viii. There were no such transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- ix. (a) According to the information and explanation given to us and the records of company examined by us, in our opinion, the company has not defaulted in the repayment of loan or other borrowings or in the payment of interest thereon to any lender.
- (b) According to the records of the Company examined by us and the information and explanation given to us, the Company is not declared wilful defaulter by any bank or financial institution or any other lender

(c) According to the records of the Company examined by us, and information and explanation given to us, the company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.

(d) According to the information and explanation given to us and the records of company examined by us, in our opinion, no funds raised on short term basis have been utilized for long purpose.

(e) The company does not have any subsidiary, or joint venture. Accordingly, the requirement to report on clause 3(ix)(e) of the order is not applicable to the company.

(f) The company does not have any subsidiary, or joint venture. Accordingly, the requirement to report on clause 3(ix)(f) of the order is not applicable to the company.

x. (a) In our opinion and according to the information and explanation given to us, the company has not raised any money by way of initial public offer or further public offer(including debt instrument) and hence reporting on clause 3(x)(a) of the order is not applicable.

(b) According to the records of the Company examined by us, and information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly or optionally convertible debentures and hence clause 3(x)(b) of the Order is not applicable.

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the Management.

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

(c) During the year no whistle-blower complaints have been raised and received by the company;

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

xiii. According to the information and explanations given to us and based on our examinations of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act, where applicable and the details have been disclosed in the Financial Statements as required by the applicable Accounting Standards.

xiv. (a) In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered, during the course of our audit, the reports of the Internal Auditor(s) for the period under audit, issued to the Company during the year till date, in determining the nature, timing and extent of our audit procedures in accordance with the guidance provided in SA 610 "Using the work of Internal Auditors

- xv. 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 with him. Accordingly, the provisions of clause 3(xv) of the Order are not applicable to the Company.
- xvi. (a) On examination of relevant records and according to the information and explanations given to us, the Company is required to be registered under section 45-IA of Reserve Bank of India Act, 1934 and holds a valid certificate of registration under the same.
- (b) The company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934;
- (c) The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India and hence the provision of clause (xvi) of the order is not applicable.
- (d) There is no other Core Investment company part of the group. Hence, the requirement to report on clause 3(xvi)(d) of the order is not applicable to the company.
- xvii. The Company has not incurred any cash losses during the financial year and in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors of the Company during the year and hence Clause 3(xviii) of the order is not applicable.
- xix. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx. (a) There is no unspent amount towards Corporate Social Responsibility (CSR) on other than ongoing projects requiring a transfer to a fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub section (5) of section 135 of the said Act. Accordingly reporting under clause 3(xx) (a) of the order is not applicable for the year.
- (b) There is no amount remaining unspent under sub-section (5) of section 135 of the Companies Act, pursuant to any ongoing project, accordingly reporting under clause 3(xx) (b) of the order is not applicable for the year.

- xxi. There is no company included in the consolidated financial statement therefore Clause 3 (xxi) is not applicable.

For S. S. Rathi & Co
Chartered Accountants
FRN : 108726W

Sd/-

D. P. Rathi

Partner

M.No. 042068

UDIN: 22042068AKRUPU8130

Place : Mumbai

Dated : May 30 , 2022

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

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 Suchitra Finance and Trading Co. Ltd. ("the Company") as of March 31, 2022 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for the Internal Financial Controls

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

Auditor's Responsibility

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

An audit involves performing procedure to obtain audit evidence about the adequacy of the internal financial controls over financial reporting with reference to these financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting with reference to these financial statements included obtaining an understanding of internal financial controls over financial reporting with reference to these financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal controls 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 Company's internal financial controls over financial reporting with reference to these financial statements.

Meaning of Internal Financial Controls over financial reporting with reference to these financial statements

A Company's internal financial control over financial reporting with reference to these financial statements is a process designed to provide a reasonable assurance regarding the reliability of financial reporting and preparation of financial statements for external purpose in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting with reference to these financial statements includes those policies and procedures that: (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that the transactions are recorded as necessary to permit preparation of financial statements in accordance with the 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 with reference to these financial statements

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, maintained adequate internal financial controls over financial reporting with reference to these financial statements and such internal financial controls over financial reporting with reference to these financial statements were operating effectively as at 31st March, 2022, based on the criteria for 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 S. S. Rath & Co
Chartered Accountants
FRN : 108726W

Sd/-
D. P. Rath
Partner
M.No. 042068

UDIN: 22042068AKRUPU8130
Place : Mumbai
Dated : May 30, 2022

SUCHITRA FINANCE & TRADING COMPANY LIMITED			
BALANCE SHEET AS AT 31ST MARCH, 2022			
PARTICULARS	Note	As At 31.03.2022 Rs in Lacs	As At 31.03.2021 Rs in Lacs
ASSETS			
Financial Assets			
Cash and Cash equivalents	2	0.57	111.64
Bank balances other than cash and cash equivalents	3	17.26	17.26
Receivables	4		
- Other Receivables		-	-
Loans	5	15721.01	17652.17
Investments	6	26.04	26.86
Other Financial Assets	7	07.91	07.14
		<u>15772.79</u>	<u>17815.07</u>
Non-Financial Assets			
Deferred Tax Asset (net)	8	0.98	0.01
Property, Plant & Equipments	9	72.94	0.04
Other Non-Financial Assets	10	10.52	11.42
		<u>84.43</u>	<u>11.46</u>
TOTAL ASSETS		15857.22	17826.53
LIABILITIES AND EQUITY			
LIABILITIES			
Financial Liabilities			
Borrowings (other than Debt Securities)	11	4406.29	6930.43
Other Financial Liabilities	12	17.26	17.26
		<u>4423.54</u>	<u>6947.68</u>
Non- Financial Liabilities			
Current Tax Liabilities (Net)	13	124.74	301.41
Other Non- Financial Liabilities	14	43.70	66.82
		<u>168.43</u>	<u>368.23</u>
EQUITY			
Equity Share Capital	15	932.26	932.26
Other Equity	16	10332.99	9578.36
		<u>11265.25</u>	<u>10510.61</u>
TOTAL LIABILITIES AND EQUITY		15857.22	17826.53
Summary of Significant Accounting Policies	1		
The accompanying notes form an integral part of the Financial Statements.		For and on behalf of the board	
As per our report of even date		Sd/-	Sd/-
For S. S. Rathii & Co		Vinod K. Sodani	Anjana Soni Thakur
Chartered Accountants		Chairman	Whole Time Director
(FRN 108726W)		DIN: 00403740	DIN: 00401469
Sd/-		Sd/-	Sd/-
D. P. Rathii		Suratram Dakhera	Arjun Agal
Partner		Non- Executive Director	Independent Director
M. No. 042068		DIN: 02274186	DIN: 07575105
Dated: May 30, 2022			Date : May 30, 2022
Place: Mumbai			Place: Bhilwara

SUCHITRA FINANCE & TRADING COMPANY LIMITED

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2022

PARTICULARS	Note	Year ended 31.03.2022 Rs in Lacs	Year ended 31.03.2021 Rs in Lacs
Revenue			
Interest Income		1526.64	2185.62
Total Revenue From Operations		1526.64	2185.62
Other Income	18	0.90	01.56
Total Income		1527.54	2187.18
Expenses			
Finance Costs	19	389.72	945.75
Impairment on financial instruments		-02.51	01.39
Employee Benefits Expense	20	26.80	28.95
Depreciation and Amortisation expenses	9	10.08	NIL
Other Expenses	21	79.10	101.53
Total Expenses		503.19	1077.62
Profit Before Tax		1024.35	1109.55
Tax Expense:	22		
- Current Tax			
- Current Year		269.86	291.67
- Earlier Years (Refer Note- 17)		0.00	225.11
- Deferred Tax		-0.97	0.00
Profit For The Year (A)		755.45	592.76
Other Comprehensive Income			
(a) Items that will not be reclassified to profit or loss		-0.82	0.07
OTHER COMPREHENSIVE INCOME FOR THE YEAR (B)		-0.82	0.07
TOTAL COMPREHENSIVE INCOME FOR THE YEAR (A+B)		754.63	592.83
Earnings per equity share of face value of Rs.10/-each			
Basic and Diluted (Rs.)	29	8.10	6.36
Summary of Significant Accounting Policies	1		
The accompanying notes form an integral part of the Financial Statements.		For and on behalf of the board	
As per our report of even date		Sd/-	Sd/-
For S. S. Rath & Co		Vinod K. Sodani	Anjana Soni Thakur
Chartered Accountants		Chairman	Whole Time Director
(FRN 108726W)		DIN: 00403740	DIN: 00401469
Sd/-		Sd/-	Sd/-
D. P. Rath		Suratram Dakhera	Arjun Agal
Partner		Non- Executive Director	Independent Director
M. No. 042068		DIN: 02274186	DIN: 07575105
Dated: May 30, 2022		Dated: May 30, 2022	Dated: May 30, 2022
Place: Mumbai		Place: Bhilwara	Place: Bhilwara

SUCHITRA FINANCE & TRADING COMPANY LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2022

PARTICULARS	As At 31.03.2022 Rs in Lacs	As At 31.03.2021 Rs in Lacs
A. CASH FLOW FROM OPERATING ACTIVITIES :		
a) Net Profit before taxes	1024.35	1109.55
Adjustments for		
Impairment on Financial Instruments	-02.51	01.39
Depreciation	10.08	NIL
Interest on deferement of advance tax	19.71	14.98
Sundry Balances W/off	0.02	04.80
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	1051.65	1130.73
b) ADJUSTMENTS FOR:		
Decrease/(Increase) in Loans	1933.67	-1071.43
Decrease/(Increase) in Other Financial Assets	-0.78	-01.00
Decrease/(Increase) in Other Non-financial Assets	0.90	-06.20
Decrease/(Increase) in Other Receivables	0.00	71.00
Increase/(Decrease) in Other Non-financial Liabilities	-23.13	01.67
CASH GENERATED FROM OPERATIONS	2962.32	124.77
Direct Tax (Paid)/Refund	-466.27	-272.09
NET CASH FROM/(USED IN) OPERATING ACTIVITIES	2496.05	-147.32
B. CASH FLOW FROM INVESTING ACTIVITIES:		
Purchase of Fixed Assets	-82.98	0.00
NET CASH FROM/(USED IN) INVESTING ACTIVITIES	-82.98	0.00
C. CASH FLOW FROM FINANCING ACTIVITIES		
Increase/(decrease) in Borrowings	-2524.14	256.39
NET CASH FROM/(USED IN) FINANCING ACTIVITIES	-2524.14	256.39
NET INCREASE IN CASH AND CASH EQUIVALENTS	-111.08	109.07
CASH AND CASH EQUIVALENTS (At the beginning of the year)	111.64	02.57
CASH AND CASH EQUIVALENTS (At the end of the year)	0.57	111.64

Note: The above Statement of Cash Flows has been prepared under the 'Indirect Method' as set out in Ind AS 7, 'Statement of Cash Flows'.

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

For and on behalf of the board

As per our report of even date
For S. S. Rathi & Co
Chartered Accountants
(FRN 108726W)

Sd/-
Vinod K. Sodani
Chairman
DIN: 00403740

Sd/-
Anjana Soni Thakur
Whole Time Director
DIN: 00401469

Sd/-
D. P. Rathi
Partner
M. No. 042068
Dated: May 30, 2022
Place: Mumbai

Sd/-
Suratram Dakhera
Non- Executive Director
DIN: 02274186

Sd/-
Arjun Agal
Independent Director
DIN: 07575105
Dated: May 30, 2022
Place: Bhilwara

SUCHITRA FINANCE & TRADING COMPANY LIMITED

Statement of Changes in Equity for the year ended 31st March, 2022

A. EQUITY SHARE CAPITAL

	As at 31st March, 2022 Rs in Lacs	As at 31st March, 2021 Rs in Lacs
Balance at the beginning of the reporting year		
Equity shares of Rs.10/- each issued, subscribed and paid-up	932.26	932.26
Changes in Equity Share capital during the year	-	
Balance at the end of the reporting year	932.26	932.26

B. OTHER EQUITY

	Statutory Reserve	Amalgamation Reserve	General Reserve	Retained Earnings	Equity instruments through OCI	Impairment Reserve	Total	Items of Other Comprehensive Income (OCI)	(Rs in Lacs)
Balance as at 1st April, 2020	333.34	6126.52	414.23	2095.40	-03.89	19.92	8985.53		
Transfer to Impairment Reserve	0.00	0.00	0.00	-01.29	0.00	01.29	0.00		
Profit for the year	0.00	0.00	0.00	592.76	0.00	0.00	592.76		
Other comprehensive income for the year	0.00	0.00	0.00	0.00	0.07	0.00	0.07		
Total comprehensive income for the year	0.00	0.00	0.00	0.00	0.00	0.00	592.83		
Balance as at 31st March, 2021	333.34	6126.52	414.23	2686.88	-03.82	21.21	9578.36		
Balance as at 1st April, 2021	333.34	6126.52	414.23	2686.88	-03.82	21.21	9578.36		
Transfer to Impairment Reserve	0.00	0.00	0.00	02.32	0.00	-02.32	0.00		
Transfer to Statutory Reserve as per Section 45IC of Reserve Bank of India Act, 1934 for earlier years	299.80	0.00	0.00	-299.80	0.00	0.00	0.00		
Transfer to Statutory Reserve as per Section 45IC of Reserve Bank of India Act, 1934 for current years	151.09	0.00	0.00	-151.09	0.00	0.00	0.00		
Profit for the year	0.00	0.00	0.00	755.45	0.00	0.00	755.45		
Other comprehensive income for the year	0.00	0.00	0.00	0.00	-0.82	0.00	-0.82		
Total comprehensive income for the year							754.63		
Balance as at 31st March, 2022	784.23	6126.52	414.23	2993.77	-04.65	18.89	10332.99		

As per our report of even date

For and on behalf of the board

**For S. S. Rath & Co
Chartered Accountants
(FRN 108726W)**

Sd/-
Vinod K. Sodani
Chairman
DIN: 00403740

Sd/-
Anjana Soni Thakur
Whole Time Director
DIN: 00401469

Sd/-
D. P. Rathi
Partner
M. No. 042068
Dated: May 30, 2022
Place: Mumbai

Sd/-
Suratram Dakhera
Non- Executive Director
DIN: 02274186

Sd/-
Arjun Agal
Independent Director
DIN: 07575105
Dated: May 30, 2022
Place: Bhilwara

(1)

I COMPANY INFORMATION

Suchitra Finance & Trading Company Limited was incorporated as a Public Limited Company with the Registrar of Companies, Kolkata vide Certificate of Incorporation dated December 09, 1981. Subsequently, the Company by special resolution and confirmed by an order of Company Law Board, Kolkata dated July 20, 2012 shifted the registered office from the State of Kolkata to the State of Maharashtra.

The Company is registered as a Non - Deposit Accepting NBFC as defined under Section 45-IA of the Reserve Bank of India (RBI) Act, 1934. The equity shares of the Company are listed on the Calcutta Stock Exchange ("CSE") and the Bombay Stock Exchange ("BSE") in India.

II BASIS OF PREPARATION, MEASUREMENT AND SIGNIFICANT ACCOUNTING POLICIES**(A) BASIS OF PREPARATION OF FINANCIAL STATEMENTS**

These financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by the Ministry of Corporate Affairs pursuant to section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016 and other relevant provisions of the Act. Any application guidance/clarifications/ directions issued by RBI or other regulators are implemented as and when they are issued/ applicable.

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

(B) KEY ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of the financial statements requires the Management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent liabilities as at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. The recognition, measurement, classification or disclosure of an item or information in the financial statements is made relying on these estimates. The estimates and judgements used in preparation of the financial statements are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Company believes to be reasonable under the existing circumstances. Actual results could differ from those estimates. Any revision to accounting estimates is recognised prospectively in current and future periods.

The Balance Sheet and the Statement of Profit and Loss are prepared and presented in the format prescribed in the Division III to Schedule III to Act applicable for NBFC. The Statement of Cash Flows has been prepared and presented as per the requirements of Ind AS 7 "Statement of Cash Flows".

(C) SIGNIFICANT ACCOUNTING POLICIES**i Property, Plant and Equipment**

An item of property, plant and equipment that qualifies as an asset is measured on initial recognition at cost. Following initial recognition, items of property, plant and equipment are carried at its cost less accumulated depreciation and accumulated impairment losses. Costs include freight, import duties, non-refundable purchase taxes and other expenses directly attributable to the acquisition of the asset.

Depreciation

Depreciation on property, plant and equipment is provided to the extent of depreciable amount on the Written Down Value (WDV) Method. Depreciation is provided based on useful life of assets as prescribed in Schedule II to the Companies Act, 2013. Useful life considered for calculation of depreciation for various assets class are as follows:

Computers-3 years, Office Equipments-5 years, Vehicle- 8 Years

The residual values are not more than 5% of the original cost of the asset. The assets residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

ii Cash and Cash Equivalents:

Cash and cash equivalents for the purpose of Cash Flow Statement comprise cash and cheques in hand, bank balances and short-term (three months or less from the date of acquisition), highly liquid investments that are readily convertible into cash and which are subject to an insignificant risk of changes in value.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2022

iii 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**Initial recognition and measurement:**

The Company recognizes a financial asset in its Balance Sheet when it becomes party to the contractual provisions of the instrument. All financial assets are recognized initially at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets, which are not at fair value through profit or loss, are added to the fair value measured on initial recognition of financial asset. Where the fair value of a financial asset at initial recognition is different from its transaction price, the difference between the fair value and the transaction price is recognized as a gain or loss in the Statement of Profit and Loss at initial recognition if the fair value is determined through a quoted market price in an active market for an identical asset (i.e. level 1 input) or through a valuation technique that uses data from observable markets (i.e. level 2 input). In case the fair value is not determined using a level 1 or level 2 input as mentioned above, the difference between the fair value and transaction price is deferred appropriately and recognized as a gain or loss in the Statement of Profit and Loss only to the extent that such gain or loss arises due to a change in factor that market participants take into account when pricing the financial asset. However, trade receivables that do not contain a significant financing component are measured at the transaction price.

Subsequent measurement:

Financial assets are subsequently measured at amortised cost, fair value through other comprehensive income (FVTOCI) or fair value through profit or loss (FVTPL) on the basis of both:

- the entity's business model for managing the financial assets, and
- the contractual cash flow characteristics of the financial assets.

(a) Measured at amortised cost: Financial assets that are held within a business model whose objective is to hold financial assets in order to collect contractual cash flows that are solely payments of principal and interest, are subsequently measured at amortised cost using the effective interest rate ('EIR') method less impairment, if any. The amortisation of EIR and loss arising from impairment, if any, is recognised in the Statement of Profit and Loss. This category applies to cash and bank balances, trade receivables, loans and other financial assets of the Company. The EIR is the rate that discounts estimated future cash income through the expected life of financial instrument.

(b) Measured at fair value through other comprehensive income: Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair value through other comprehensive income. Fair value movements are recognized in the other comprehensive income (OCI). Interest income measured using the EIR method and impairment losses, if any, are recognised in the Statement of Profit and Loss. On derecognition, cumulative gain or loss previously recognised in OCI is reclassified from the equity to 'other income' in the Statement of Profit and Loss.

Further, the Company, through an irrevocable election at initial recognition, has measured investments in equity instruments other than investment in subsidiary at FVTOCI. The Company has made such election on an instrument by instrument basis. These equity instruments are neither held for trading nor are contingent consideration recognized under a business combination. Pursuant to such irrevocable election, subsequent changes in the fair value of such equity instruments are recognized in OCI. However, the Company recognizes dividend income from such instruments in the Statement of Profit and Loss. On derecognition of such financial assets, cumulative gain or loss previously recognized in OCI is not reclassified from the equity to Statement of Profit and Loss. However, the Company may transfer such cumulative gain or loss into retained earnings within equity.

(c) Measured at fair value through profit or loss: A financial asset is measured at FVTPL unless it is measured at amortized cost or at FVTOCI. This is a residual category applied to all other investments of the Company excluding investments in subsidiary. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the Statement of Profit and Loss.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2022

Derecognition

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the contractual rights to receive the cash flows from the asset.

Impairment of Financial Assets

The measurement of impairment losses across all categories of financial assets requires judgement, in particular, the estimation of the amount and timing of future cash flows and collateral values when determining impairment losses and the assessment of a significant increase in credit risk.

These estimates are driven by a number of factors, changes in which can result in different levels of allowances. The Company's ECL calculations are outputs of complex models with a number of underlying assumptions regarding the choice of variable inputs and their interdependencies. Elements of the ECL models that are considered accounting estimates include:

- The Company's criteria for assessing if there has been a significant increase in credit risk and so allowances for financial assets should be measured on a lifetime ECL basis and the qualitative assessment
- The segmentation of financial assets when their ECL is assessed on a collective basis
- Development of ECL models, including the various formulas and the choice of inputs
- Determination of temporary adjustments as qualitative adjustment or overlays based on broad range of forward looking information as economic inputs.

The impairment losses and reversals are recognised in Statement of Profit and Loss.

Financial Liabilities:

Initial recognition and measurement

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the fair value. Transaction costs that are directly attributable to the financial liabilities (other than financial liability at fair value through profit or loss) are deducted from the fair value measured on initial recognition of financial liability.

Subsequent measurement

Financial liabilities are subsequently measured at amortised cost using the EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

Derecognition

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

FAIR VALUE MEASUREMENT:

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

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

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows, the inputs to valuation techniques used to measure value. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1 inputs) and the lowest priority to unobservable inputs (Level 3 inputs).

Level 1: Quoted (unadjusted) prices in active markets for identical assets or liabilities

Level 2 — inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly

Level 3 — inputs that are unobservable for the asset or liability

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

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2022

iv Provisions, Contingent Liabilities and Contingent Assets:

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance Sheet date.

If the effect of the time value of money is material, provisions are discounted to reflect its present value using a current pre-tax rate that reflects the current market assessments of the time value of money and the risks specific to the obligation. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

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 are neither recognized nor disclosed except when realisation of income is virtually certain, related asset is disclosed.

v Revenue Recognition:

Revenue is recognised to the extent that it is probable that economic benefits will flow to the Company and that revenue can be reliably measured, regardless of when the payments is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding duties and taxes collected on behalf of the Government.

The Company follows the prudential norms for income recognition and provides for /writes off Non-Performing Assets as per the prudential norms prescribed by the Reserve Bank of India or earlier as ascertained by the management.

Interest Income: Interest Income is recognised on a time proportion basis taking into account the amount outstanding and applicable interest rate. For all financial instruments measured at amortised cost, interest income is recorded using the Effective interest rate method to the net carrying amount of the financial assets.

vi Expenditure.

Expenses are accounted on accrual basis.

vii Interest expenses on loans repayable on demand are calculated on a time proportion basis taking into account the amount outstanding and applicable interest rate and the same and all other Borrowing costs are recognised in the Statement of Profit and Loss in the year in which they are incurred.

Employee Benefits:

viii All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits and they are recognized in the period in which the employee renders the related service. The Company recognizes the undiscounted amount of short-term employee benefits expected to be paid in exchange for services rendered as a liability. Liability of Gratuity is recognised on Actuarial basis, based on valuation report. The liability recognised in balance sheet and Profit & Loss account as per valuation report

ix Income Taxes:

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

Current tax:

Current tax is the amount of income taxes payable in respect of taxable profit for a period. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible under the Income Tax Act, 1961.

Current tax is measured using tax rates that have been enacted by the end of reporting period for the amounts expected to be recovered from or paid to the taxation authorities.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2022**Deferred tax:**

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

Deferred tax liabilities are generally recognized for all taxable temporary differences. However, in case of temporary differences that arise from initial recognition of assets or liabilities in a transaction that affect neither the taxable profit nor the accounting profit, deferred tax liabilities are not recognized.

Deferred tax assets are generally recognized for all deductible temporary differences to the extent it is probable that taxable profits will be available against which those deductible temporary difference can be utilized. In case of temporary differences that arise from initial recognition of assets or liabilities in a transaction that affect neither the taxable profit nor the accounting profit, deferred tax assets are not recognized.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow the benefits of part or all of such deferred tax assets to be utilized.

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

Presentation of current and deferred tax:

Current and deferred tax are recognized as income or an expense in the Statement of Profit and Loss, except when they relate to items that are recognized in Other Comprehensive Income, in which case, the current and deferred tax income/expense are recognized in Other Comprehensive Income.

The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. In case of deferred tax assets and deferred tax liabilities, the same are offset if the Company has a legally enforceable right to set off corresponding current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority on the Company.

x Earnings Per Share:

Basic EPS is arrived at based on net profit after tax available to equity shareholders to the weighted average number of equity shares outstanding during the year.

The diluted EPS is calculated on the same basis as basic EPS, after adjusting for the effects of potential dilutive equity shares unless impact is anti-dilutive.

xi Cash flows Statement

Cash flows are reported using the indirect method where by the profit before tax is adjusted for the effect of the transactions of a non-cash nature, any deferrals or accruals of past and future operating cash receipts or payments and items of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

SUCHITRA FINANCE & TRADING COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2022

	As At 31.03.2022 Rs in Lacs	As At 31.03.2021 Rs in Lacs
(2) Cash & Cash Equivalents		
--Cash on Hand	0.04	0.41
--Balance with Bank in Current Account	0.53	111.23
	0.57	111.64
(3) Other Bank Balances		
--in Unpaid Dividend Accounts	17.26	17.26
	17.26	17.26
(4) Receivables		
(Unsecured. considered good)		
Other Receivables	-	-
	-	-
(5) Loans (At Amotised Cost)		
(A) (i) Term Loan	-	-
(ii) Others in India		
-Secured		
Other Corporate Entities	14533.40	0.00
Related Parties		
-Unsecured		
Other Corporate Entities	1127.09	14361.15
Related Parties	80.98	3314.00
Total (A) Gross	15741.47	17675.15
Less: Impairment loss allowance	20.46	22.98
Total (A) Net	15721.01	17652.17
(6) Investments		
Investments measured at fair value through other comprehensive income		
Investment in Equity Instruments		
Unquoted		
1200 (1200) Eq. Shares of Rs.100/- each of Finworth Investment Pvt. Ltd.	03.45	03.46
10000 (10000) Eq. Shares of Rs.10/- each of Parishray Elegancy Pvt. Ltd.	02.03	02.87
10000 (10000) Eq. Shares of Rs.10/- each of Pisces Securities Pvt. Ltd.	08.22	08.11
6665 (6665) Eq. Shares of Rs. 10/- each of Shiv Shivam Developers Pvt. Ltd.	12.34	12.42
	26.04	26.86
(7) Other Financial Assets		
Staff Advances	0.08	0.21
Security Deposits	07.83	06.93
	07.91	07.14

SUCHITRA FINANCE & TRADING COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2022

(9) Property, Plant & Equipments

Rs in Lacs								
Description	GROSS BLOCK			DEPRECIATION			NET BLOCK	
	As AT 01/04/21	ADDITIONS/(DEDUCTIONS)	As At 31/03/22	As At 01/04/21	FOR THE YEAR	As At 31/03/22	As At 31/03/22	As At 31/03/21
COMPUTER/ PRINTER	0.53	-	0.53	0.50	0.00	0.50	0.03	0.03
AIR CONDITIONER	0.24	-	0.24	0.22	0.00	0.22	0.01	0.01
VEHICLE	0.00	82.98	82.98	0.00	10.08	10.08	72.90	-
Total	0.77	82.98	83.75	0.73	10.08	10.81	72.94	0.04
Previous Year	0.77	-	0.77	0.77	-	0.73	0.04	0.04

Title deeds of all the immovable properties are held in the name of the Company.

The Company does not hold any Benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

The Company has not carried out any revaluation of its Property, Plant and Equipment during the year.

SUCHITRA FINANCE & TRADING COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2022

	As At 31.03.2022 Rs in Lacs	As At 31.03.2021 Rs in Lacs
(8) Deferred Tax Asset		
Major components of Deferred Tax Asset arising on account of temporary timing differences are given below:		
Deferred Tax Asset		
Difference between Book & Tax Depreciation	0.98	0.01
Deferred Tax Liability		
Difference between Book & Tax Depreciation	0.00	0.00
Total	0.98	0.01
(10) Other Non-Financial Assets		
GST Credit Available	08.53	05.28
Prepaid Expenses	01.99	06.13
	10.52	11.42
(11) Financial Liabilities		
Borrowings		
Secured		
-Term Loan from IL&FS Financial Services Ltd *	0.00	1974.48
- Vehicle Loan from Kotak Mahindra Bank **	62.76	0.00
	62.76	1974.48
Unsecured		
--Loans from Related Parties	536.28	388.16
--Loans from Others	3807.25	4567.79
	4343.53	4955.95
	4406.29	6930.43
<p>* The term loan from Financial institution is repayable in 19 equated quarterly instalments starting from 1st July,2017. IL&FS Financial Services Ltd (IFIN) vide its letter dt. 15th April, 2019 has exercised its right of Put Option and required the Company to pay the entire outstanding loan which exercise of right was challenged by the Company. The Company paid all the Outstanding Amount of Term loan with Interest & other charges on 05 April, 2021 in terms of the order of the Hon. High Court. IFIN had issued No Due Certificate and securities release letter on 15th April, 2021.</p>		
<p>** Loans is secured against hypothecation of vehicles and repayable in 60 monthly EMI from 31-10-2021 to 05-10-2026</p>		
(12) Other Financial Liabilities		
Unclaimed Dividend	17.26	17.26
	17.26	17.26
(13) Non- Financial Liabilities		
Tax Liability	124.74	301.41
	124.74	301.41
(14) Other Non- Financial Liabilities		
Statutory Dues	36.47	60.65
Provision for Gratuity	02.65	0.00
Other Payables-		
Payable to MSMEs		
Others - Less Than 1 Year	04.58	06.17
Others - More Than 1 Year	0.00	0.00
	43.70	66.82

SUCHITRA FINANCE & TRADING COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022

	As At 31.03.2022 Rs in Lacs	As At 31.03.2021 Rs in Lacs
(15) Share Capital		
Authorised :		
9500000 (P.Y. 9500000) Equity Shares of Rs. 10/- each	950.00	950.00
Issued, Subscribed and Paid-up:		
9322550 (P.Y. 9322550) Equity Shares of Rs. 10/- each	932.26	932.26
	932.26	932.26

- a. The number of shares and amount outstanding at the beginning and at the end of the reporting year is same.
- b. The Company has only one class of equity shares having a par value of Rs. 10/- per share. Each holder of equity share is entitled to same right in all the assets.

c. Detail of shares held by the holding company / Shares held by promoters at the end of the year

Year ended	Name of Promoter	No. of Shares	% of Total Shares	% change
As on March 31, 2022	Marigold Investrade Pvt Ltd	5880250	63.08	-
As on March 31, 2021	Marigold Investrade Pvt Ltd	5880250	63.08	-

d. Shareholders holding more than 5% shares in Company:

No. of Shareholders each holding more than 5% of the share capital	as on 31.03.2022		as on 31.03.2021	
	% holding	No. of Shares held	% holding	No. of Shares held
Two shareholder (P.Y. Two shareholder)-				
Marigold Investrade Private Limited	63.08	58,80,250	63.08	58,80,250
Risewell Vintrade Private Limited	7.63	7,11,000	7.63	7,11,000

(16) Other Equity

a. Statutory Reserve	784.23	333.34
b. Amalgamation Reserve	6126.52	6126.52
c. General Reserve	414.23	414.23
d. Retained Earnings	2993.77	2686.88
e. Items of Other Comprehensive Income		
- Fair value of Equity Instruments through OCI	-04.65	-03.82
f. Impairment Reserve	18.89	21.21
	10332.99	9578.36

Nature and Purposes of Reserves:

- Statutory Reserve:** Statutory Reserve represents the Reserve Fund created under Section 45-IC of the Reserve Bank
- Amalgamation Reserve:** Amalgamation Reserve represent surplus arising on Amalgamation.
- General Reserve:** General reserve is a free reserve, retained from Company's profits and can be utilized upon fulfilling certain conditions in accordance with specific requirement of Companies Act, 2013.
- Retained Earnings:** Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders.
- Equity Instruments through Other Comprehensive Income:** This represents the cumulative gains and losses arising on the revaluation of equity instruments measured at fair value through other comprehensive income, under an irrevocable option.
- Impairment Reserve:** Where impairment allowance under Ind AS 109 is lower than the provisioning required under IRACP (including standard asset provisioning), NBFCs are required to appropriate the difference from their net profit or loss after tax to a separate 'Impairment Reserve'. The balance in the 'Impairment Reserve' is not reckoned for regulatory capital. Further, no withdrawals are permitted from this reserve without prior permission from the Department of Supervision, RBI.

(17) Contingent Liabilities

- The Income-tax Department has raised demand of Rs. 33,056,300/- for AY 2011-12 and of Rs. 11,597,726/- for AY 2012-13 in earlier years. The Company during the year has filed declarations under Vivad se Vishwas Act, 2020 for both the years and tax paid under the said declarations aggregating to Rs. 23,076,120/- has been provided for and charged to the Statement of Profit & Loss in FY 2020-21. The Company paid the Tax liability during the year and has received Form 5 under Vivad se Vishwas Act, 2020.

SUCHITRA FINANCE & TRADING COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022

	For the year ended 31.03.2022 Rs in Lacs	For the year ended 31.03.2021 Rs in Lacs
(18) Other Income		
Interest on Security Deposit	0.90	0.80
Sundry Balance Written Back	0.00	0.76
	0.90	01.56
(19) Finance Costs		
Interest on Loan	367.90	925.43
Interest on Vehicle Loan	01.69	0.00
Interest on deferement of advance tax	19.71	14.98
Interest on delayed statutory payments	0.17	05.32
Franking Charges and Stamp Duty	0.24	0.01
	389.72	945.75
(20) Employee Benefits Expense		
Director Remuneration	12.00	18.00
Salary, bonus etc.	12.14	10.95
Gratuity Expenses	02.65	0.00
Staff Welfare	0.01	0.00
	26.80	28.95
(21) Other Expenses		
Listing and Other Fees	03.46	03.46
Professional Fees	16.27	11.66
Legal Fees	21.25	25.42
Depository & Register Charges	0.81	0.80
Advertisement	0.31	0.28
Auditors' Remuneration		
- For Statutory Audit	0.48	0.49
- For Tax Audit	0.15	0.15
- For Certification & Other Matters	0.11	0.26
Internal Audit Fees	0.16	0.15
Secretarial Audit Fees	0.39	0.39
Insurance Charges	0.30	0.00
Filing Fees	0.38	0.05
Office Rent	07.69	07.21
Office Rent - as per Ind AS	0.71	0.71
Membership Fees	0.22	0.22
Sundry Expenses	01.43	0.81
Profession Tax	0.03	0.03
Travelling Expenses	0.56	0.35
Donation	0.00	0.11
CSR Expenses (Refer Note 28)	24.40	44.20
Sundry Balances W/off	0.02	04.80
	79.10	101.53

SUCHITRA FINANCE & TRADING COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022

(22) - INCOME TAXES

A. The major components of income tax expense for the year are as under

	Year ended 31.03.2022 Rs in Lacs	Year ended 31.03.2021 Rs in Lacs
I. Income Tax Expenses recognised in the Statement of Profit and Loss		
Current tax		
In respect of Current year	269.86	291.67
In respect of Earlier years	0.00	225.11
Deferred tax		
In respect of current year	-0.97	0.00
Income Tax Expenses recognised in the Statement of Profit and Loss	268.90	516.79

B. RECONCILIATION OF EFFECTIVE TAX RATE

The reconciliation between the statutory income tax rate applicable to the Company and the effective income tax rate of the Company is as follows :

	Year ended 31.03.2022 Rs in Lacs	Year ended 31.03.2021 Rs in Lacs
Statutory income tax rate	25.17%	25.17%
Profit before tax	1024.35	1109.55
Income tax as per above rate	257.81	279.25
Adjustments:		
Expenses not deductible for tax purposes	13.67	15.27
Interest Income on a/c of measurement of lease deposit at fair value	-0.23	-0.20
Rental Expense on a/c of measurement of lease deposits at fair value	0.18	0.18
Deduction for Education Cess	0.00	-02.82
Others	-02.54	0.00
Income tax as per statement of profit and loss	268.90	291.68
Adjustments in respect of current income tax of previous year	0.00	225.11
Income tax as per statement of profit and loss	268.90	516.79

C. The major components of deferred tax (liabilities)/assets arising on account of timing differences are as follows:

As at 31st March, 2022

Particulars	Balance Sheet 01.04.2021 Rs in Lacs	Profit and Loss Rs in Lacs	Balance Sheet 31.03.2022 Rs in Lacs
Difference between written down value of fixed assets as per the books of accounts and Income Tax Act, 1961.	0.01	0.97	0.98
Deferred Tax (Charge)/Credit		0.97	
Deferred Tax (Liabilities)/Assets	0.01		0.98

As at 31st March, 2021

Particulars	Balance Sheet 01.04.2020 Rs in Lacs	Profit and Loss Rs in Lacs	Balance Sheet 31.03.2021 Rs in Lacs
Difference between written down value of fixed assets as per the books of accounts and Income Tax Act, 1961.	0.01	0.00	0.01
Deferred Tax (Charge)/Credit		0.00	
Deferred Tax (Liabilities)/Assets	0.01		0.01

SUCHITRA FINANCE & TRADING COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022

(23) FINANCIAL INSTRUMENTS

ACCOUNTING CLASSIFICATIONS AND FAIR VALUES

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

The categories used are as follows:

- Level 1: Quoted prices for identical instruments in an active market;
- Level 2: Directly or indirectly observable market inputs, other than Level 1 inputs; and
- Level 3: Inputs which are not based on observable market data.

The hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and lowest priority to unobservable inputs (Level 3 measurements).

	Carrying value /Fair value		
	As at	As at	Level
	31.03.2022	31.03.2021	
	Rs in Lacs	Rs in Lacs	
FINANCIAL ASSETS			
Financial assets measured at fair value			
Investments measured at			
i. Fair value through other comprehensive income	26.04	26.86	Level-3
Financial assets measured at amortised cost/carrying amount			
Cash and Cash equivalents	0.57	111.64	
Bank balances other than cash and cash equivalents	17.26	17.26	
Receivables			
- Other Receivables	NIL	NIL	
Loans	15721.01	17652.17	
Other Financial Assets	07.91	07.14	
	15772.79	17815.07	

FINANCIAL LIABILITIES

Financial Liabilities measured at amortised cost/ carrying amount

Borrowings	4406.29	6930.43
Other Financial Liabilities	17.26	17.26
	4423.54	6947.68

(24) FINANCIAL RISK MANAGEMENT

The Company's activities expose it to market risk, interest risk, liquidity risk and credit risk. The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. This note explains the sources of risk which the Company is exposed to and how the Company manages the risk and the related impact in the financial statements.

Market Risk : Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and equity prices will affect the Company's income or the value of its holdings of financial instruments. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payables and long-term debt. The Company is exposed to market risk primarily related to interest rate risk and the market value of certain commodities. Thus, Company's exposure to market risk is a function of investing and borrowing activities and revenue generating and operating activities. The objective of market risk management is to avoid excessive exposure to these risks in Company's revenues and costs.

Interest Rate Risk:

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

Exposure to interest rate risk: The Company's interest rate risk arises from borrowings. Borrowings issued at fixed rates exposes to fair value interest rate risk. The interest rate profile of the Company's interest-bearing financial instruments as reported to the management of the Company is as follows.

Particulars	31.03.2022	31.03.2021
	Rs in Lacs	Rs in Lacs
Fixed-rate instruments- Financial Liabilities	4406.29	6930.43

Equity Price Risk

The Company is exposed to equity price risks arising from equity investments. Equity investments are held for strategic rather than trading purposes. The Company does not actively trade in these investments.

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 loan given to corporate parties.

The Company has adopted a policy of only dealing with counterparties that have sufficient credit rating. The Company's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transactions is reasonably spread amongst the counterparties.

Liquidity Risk:

Liquidity Risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price. The Company's management and finance department is responsible for liquidity, funding as well as settlement management. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the nature of the business, the Company maintains flexibility in funding by maintaining availability under committed facilities. Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company takes into account the liquidity of the market in which it operates.

Regulatory Risk:

The Company is exposed to risk attached to various statutes, laws and regulations including the Competition Act. The Company is mitigating these risks through regular review of legal compliances carried out through internal scrutiny as well as external compliance audits.

Capital Risk Management:

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders. The primary objective of the Company's capital management policy is to ensure that all times, it remains going concern and safeguard interest of its shareholders and stakeholders.

SUCHITRA FINANCE & TRADING COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022

(25) Segment Reporting

The Company is engaged solely in financial & investment activity segment and all activities of the Company revolve around this activity. As such there are no reportable segment as defined by Ind AS 108 on Operating Segment issued by the Institute of Chartered Accountants of India.

(26) Related Party Disclosures

i. List of Related Parties with whom transaction have taken place & Relationship.

Name of the Related Party	Relationship
a. Key Management Personnel	
Anjana Soni Thakur	Wholetime Director
Govinda Soni (Resign on 12 April 2021)	Company Secretary and CFO
Dharmishtha Darji (Joining From - 3 Sep 2021)	Company Secretary and CFO

ii. Transaction with related parties during the year	2021-22 Rs in Lacs	2020-21 Rs in Lacs
a. Key Management Personnel		
Director Remuneration	12.00	18.00
Salary, bonus etc.	06.13	06.45
iii. Balance outstanding at the year end is as under :	As At 31.03.2022 Rs in Lacs	As At 31.03.2021 Rs in Lacs
a. Key Management Personnel		
Other Payable	0.62	01.76

(27) Impairment Reserve

As per the RBI circular no. RBI/2019-20/170 dated March 13, 2020, the NBFCs are required to hold impairment allowances as per Ind AS. In parallel NBFCs are required to compute provisions as per extent prudential norms on Income Recognition, Asset Classification and Provisioning (IRACP). A comparison, as prescribed, between provisions required under IRACP and impairment allowances made under Ind AS 109 is as under:

Loss Allowances (Provisions) as required under Ind AS 109							Rs. In lacs
Year	Asset Classification as per RBI Norms	Gross Carrying Amount as per Ind AS	Loss Allowances (Provisions) as required under Ind AS 109	Net Carrying Amount	Provisions required as per IRACP norms	Opening Impairment Amount	Impairment Reserve to be created
	Performing Assets						Rs in Lacs
2021-22	Standard	15741.47	20.46	15721.01	39.35	21.21	-02.32
2020-21	Standard	17675.15	22.98	17652.17	44.19	10.49	10.72
2019-20	Standard	12829.57	21.58	12807.99	32.07	82.01	-71.52

(28) Corporate Social Responsibility(CSR):

Particulars	31-03-2022	Rs in Lacs 31-03-2021
Amount required to be spent by the company during the year	24.43	24.06
Amount of expenditure incurred	24.40	44.30
Shortfall at the end of the year	-	-
Excess carry forward in future	-	(0.03)
Total of previous years shortfall	-	20.21
Reason for shortfall	NA	NA
Nature of CSR activities	Medical / Health care	Medical / Health care
Details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard	NA	NA

SUCHITRA FINANCE & TRADING COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022

(29) Earnings Per Share (EPS)

Rs. In Lacs

Particulars	31-03-2022	31-03-2021
a) Weighted Average Number of Equity Shares outstanding during the year	93,22,550	93,22,550
b) Net Profit after tax available for Equity Shareholders (Rs.)	755.45	592.76
c) Basic and Diluted Earnings Per Share (Rs.)	8.10	6.36
d) Nominal Value Per Share (Rs.)	10/-	10/-

(30) The Company, as part of its normal business, grants loans and advances, makes investment, provides guarantees to and accept deposits and borrowings from other entities and persons. These transactions are part of Company's normal non-banking finance business, which is conducted ensuring adherence to all regulatory requirements.

a) Other than the transaction prescribed above 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 person(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries).

b) The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(31) For the year ended 31st March 2022, there are no instances of transactions not recorded in the books of account of the Company, which have been surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

(32) The Company has not traded or invested in Crypto currency or Virtual Currency during the year.

(33) The Company has not undertaken any transactions with companies struck off under section 248 of Companies Act, 2013 or section 560 of the Companies Act, 1956.

(34) The Company has not been declared as a wilful defaulter by any bank or financial institution or other lender

(35) There is no charge form filed beyond the statutory period for registration of charges or satisfaction with Registrar of Companies by the Company.

(36) Analytical Ratios

		31.03.2022	31.03.2021	% Change	Reasons for variance (if above 25%)
	Numerator	Denominator	Ratio	Ratio	
a) Capital to risk-weighted assets ratio (CRAR)	Tier I Capital+Tier Two Capital	Risk Weighted Asset	71.04	59.33	-19.74
b) Tier I CRAR	Owned Fund	Risk Weighted Asset	71.04	59.33	-19.74
c) Tier II CRAR	NA	NA	NA	NA	NA
d) Liquidity Coverage Ratio	HQLA	Simple Average Net cashflow Next Month	1.49	783.22	99.81

Closing Cash Balance is very low as compare to Opening Cash Balance

(37) Since the closure of the financial year, there is several disruption caused by the lockdown announced by various State Governments consequent to Covid-19 second wave crisis. From the experience of the previous lock down, the Company has been adequately geared up to ensure the lock down do not severely affect the operations that are possible during this period as well as post lock down period. The Company expects the carrying amount of assets to be fully realisable.

(38) Previous year figures

Previous Year's figures have been regrouped/reclassified, wherever necessary, to correspond with the current year's classification/disclosures.

As per our report of even date

For and on behalf of the board

For S. S. Rathi & Co

**Chartered Accountants
(FRN 108726W)**

**Sd/-
Vinod K. Sodani
Chairman
DIN: 00403740**

**Sd/-
Anjana Soni Thakur
Whole Time Director
DIN: 00401469**

**Sd/-
D. P. Rathi
Partner
M. No. 042068
Dated: May 30, 2022
Place: Mumbai**

**Sd/-
Suratram Dakhera
Non- Executive Director
DIN: 02274186**

**Sd/-
Arjun Agal
Independent Director
DIN: 07575105
Dated: May 30, 2022
Place: Bhilwara**