



Date: 07/09/2023

To,  
The General Manager,  
DCS-CRD  
BSE Limited  
Phiroze Jeejeebhoy Tower, Dalal Street  
Mumbai (M.H)- 400001

**SCRIP CODE: 531572, SCRIP SYMBOL- RANJITSE**

**Sub: Submission of the 29<sup>th</sup> Annual Report alongwith the Notice of Annual General Meeting of the Company to be held on 29<sup>th</sup> September, 2023**

**Ref: Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Sir/Ma'am,

In pursuance to above mentioned regulation we hereby submitting the 29<sup>th</sup> Annual report alongwith the Notice of Annual General Meeting through Physical Mode in the Company to be held on 29<sup>th</sup> September, 2023 at 11.00 A.M. at the registered office of the company.

We are pleased to submit the 29<sup>th</sup> Annual Report for the F.Y. 2022-23 of the Company containing the Balance Sheet as at 31<sup>st</sup> March, 2023, Statement of change in equity and the statement of Profit and Loss and the Cash Flow for the year ended 31<sup>st</sup> March, 2023 and the Board Report and the Auditor's Report and its annexure.

The above-mentioned documents are available on the Company's website at [www.ranjitsecurities.com](http://www.ranjitsecurities.com) .

You are requested to take this information on your record and perusal.

Thanking You,  
Yours faithfully

**For, M/s Ranjit Securities Limited**

CS Sandeep Nema  
(Company Secretary)  
(ACS 42239)  
Enclosed: Annual Report

# **29<sup>TH</sup> ANNUAL REPORT**

## **RANJIT SECURITIES LIMITED**

**2022-2023**

**317-318, Transport Nagar,  
Scheme No. 44, Indore  
(M.P.)-452014, India**

## RANJIT SECURITIES LIMITED (AS ON 31<sup>ST</sup> MARCH, 2023)

### BOARD OF DIRECTORS

S. no.	Name of Directors	Designation
1	Shri Harman Singh Hora	Chairman, Managing Director & CFO
2	Shri Taranjeet Singh Hora	Non-Executive & Non Independent Director
3	Smt. Ranjeet Kaur Hora	Women Director
4	Shri. Yugansh Soni	Non-Executive & Independent Director
5	Shri Mohammad Akhtar	Non-Executive & Independent Director
6	Shri Shayam Ansari	Non-Executive & Independent Director

### AUDIT COMMITTEE

S. no.	Name of Directors	Designation
1	Shri. Yugansh Soni	Independent Director- Chairman
2	Shri Mohammad Akhtar	Independent Director- Member
3	Shri Harman Singh Hora	Director-Member
3	Shri Shayam Ansari	Independent Director- Member (From 29/08/2022)

### STAKEHOLDERS' RELATIONSHIP COMMITTEE

S. no.	Name of Directors	Designation
1	Shri. Yugansh Soni	Independent Director- Chairman
2	Shri Mohammad Akhtar	Independent Director- Member
3	Shri Shayam Ansari	Independent Director- Member (From 29/08/2022)

### NOMINATION AND REMUNERATION COMMITTEE

S. no.	Name of Directors	Designation
1	Shri. Yugansh Soni	Independent Director- Chairman
2	Shri Mohammad Akhtar	Independent Director- Member
3	Shri Shayam Ansari	Independent Director- Member (From 29/08/2022)

### COMPANY SECRETARY CUM COMPLIANCE OFFICER

Mr. Sandeep Nema

#### AUDITOR

**M/s Jain Doshi & Co.,**  
Ground Floor, Mansarovar Apts,  
7-D, Ratlam Kothi, Indore Madhya Pradesh -452001  
Pradesh 452001

#### BANKERS

Bank of India  
ICICI BANK

#### SECRETARIAL AUDITORS

Gaurav Agrawal and Associate  
3, Prakash Nagar, Near Navlakha Choraha  
Indore, Madhya

#### INTERNAL AUDITOR

**M/s MRMK & Associates**  
202B, 2nd Floor, City Plaza,  
Regal Square, Indore (M.P)-452001

#### REGISTRAR & SHARE TRANSFER AGENT

**M/s Universal Capital Securities Pvt. Ltd.**  
C 101, 247 Park, 1<sup>st</sup> Floor LBS Road, Gandhi Nagar  
Vikhroli West, Mumbai – 400083, Maharashtra

#### STOCK EXCHANGE

**BSE: Scrip Code:531572**

#### REGISTERED OFFICE

317-318, Transport Nagar, Scheme 44,  
Indore, Madhya Pradesh 452014  
Email id- [compliance@ranjitsecurities.com](mailto:compliance@ranjitsecurities.com)  
Website: [www.ranjitsecurities.com](http://www.ranjitsecurities.com)

## NOTICE OF 29<sup>TH</sup> ANNUAL GENERAL MEETING

Notice is hereby given that the **29<sup>th</sup> Annual General Meeting** of the members of **M/s Ranjit Securities Limited** will be held on **Friday, 29<sup>th</sup> September, 2023 at 11.00 A.M. 317-318, Transport Nagar, Scheme 44, Indore, Madhya Pradesh-452014 India** to transact the following businesses:

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statements containing the Balance Sheet as at 31<sup>st</sup> March, 2023 and Statement of Profit and Loss and Cash flow Statement for the financial year ended 31<sup>st</sup> March, 2023 along with schedules appended thereto, and the reports of the Boards and Auditors thereon.
2. To appoint a director in place of **Mrs. Ranjeet Kaur Hora (DIN:00200028)**, who retires by rotation and being eligible offers herself for re-appointment.

**By Orders of the Board of Director**

**Place: Indore**

**Mr.Harman Singh Hora**  
**Chairman and Managing Director**  
**DIN:00209317**

**Date: 21<sup>st</sup> August, 2023**  
**Ranjit Securities Limited**  
**CIN: L67120MP1994PLC008680**  
**317-318, Transport Nagar, Scheme 44,**  
**Indore, Madhya Pradesh-452014**  
**Website: [www.ranjitsecurities.com](http://www.ranjitsecurities.com)**  
**Phone: - 07314058447**

### **NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF. THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A BLANK FORM OF PROXY IS ATTACHED HEREWITH AND, IF INTENDED TO BE USED, IT SHOULD BE RETURNED DULY COMPLETED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE SCHEDULED TIME OF THE COMMENCEMENT OF 29<sup>TH</sup> ANNUAL GENERAL MEETING.
2. A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING 50 IN NUMBERS AND HOLDING IN AGGREGATING NOT MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. HOWEVER, A MEMBER HOLDING MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS A PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR MEMBER.
3. The Register of members and Share Transfer Book of the company shall remain closed from Saturday the September 23<sup>rd</sup>, 2023 to Friday the September 29<sup>th</sup>,2023 (both days inclusive).
4. Members are requested to intimate immediately any change in their addresses to the Registrar and Share Transfer Agents of the Company.
5. Shareholders seeking any information are requested to write to the company by email at [compliance@ranjitsecurities.com](mailto:compliance@ranjitsecurities.com) of the Company at least 7 days in advance so, as to enable the Company to keep the information ready.
6. Members are requested to notify immediately any change in their address and email ID to their respective Depository Participants (DPs) in respect of their electronic share accounts and to the Registrar and Share Transfer Agent of the Company at M/s Universal Capital Securities Pvt. Ltd. Registered office: C-101, 247 Park, 01<sup>st</sup> Floor, LBS Road, Gandhi Nagar, Vikhroli (West), Mumbai – 400083.
7. Members may also note that the Annual Report for FY 2022-23 will be hosted on Company's website [www.ranjitsecurities.com](http://www.ranjitsecurities.com)
8. The members holding shares in identical order of names in more than one folio are requested to write to Registrar and Share Transfer Agent of the Company to consolidate their holding in one folio.

9. The members are requested to quote their Folio number in all correspondence.
10. The documents referred to in this notice/Explanatory Statement are open for inspection by the members at the principal office of the Company during the business hours of the Company on any working day except Saturday, between 11:00 A.M and 01:00 P.M up to the last date of the Annual General Meeting.
11. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the AGM.
12. Corporate members are requested to send a duly certified copy of the board resolution authorizing their representatives to attend and vote at the annual general meeting.
13. The Securities and Exchange Board of India (SEBI) has mandated the submission of copy of PAN card to the Company/ Depository Participants as the case may be. Members holding shares in physical form should submit their PAN details to the Company/RTA.
14. Electronic copy of the Annual Report for the financial period ended 31.03.2023 is also being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes. For members who have not registered their email address, physical copy of the Annual Report is being sent in the permitted mode.

#### **THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:**

**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 26<sup>th</sup> September, 2023 at 9:00 A.M. and ends on 28<sup>th</sup> September, 2023 at 05:00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 22<sup>nd</sup> September, 2023 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.

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

- (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.

**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
<b>Individual Shareholders holding securities in Demat mode with CDSL Depository</b>	<ol style="list-style-type: none"> <li>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 users to login to Easi / Easiest are requested to visit cdsl website <a href="http://www.cDSLindia.com">www.cDSLindia.com</a> and click on login icon &amp; New System Myeasi Tab.</li> <li>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 or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website <a href="http://www.cDSLindia.com">www.cDSLindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>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 <a href="http://www.cDSLindia.com">www.cDSLindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</li> </ol>
<b>Individual Shareholders holding securities in demat mode with NSDL Depository</b>	<ol style="list-style-type: none"> <li>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: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> 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.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. 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.</li> </ol>
<b>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</b>	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**

<b>Login type</b>	<b>Helpdesk details</b>
<b>Individual Shareholders holding securities in Demat mode with CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800225533
<b>Individual Shareholders holding securities in Demat mode with NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

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

(v) 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](http://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](http://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:**

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
<b>PAN</b>	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• 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.</li> </ul>
<b>Dividend Bank Details OR Date of Birth (DOB)</b>	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. <ul style="list-style-type: none"> <li>• 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.</li> </ul>

(vi) After entering these details appropriately, click on “SUBMIT” tab.

(vii) 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.

- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) 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.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) 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.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) 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.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) 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](http://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](mailto: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; \_\_\_\_\_ (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

#### **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 attestedscanned 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](mailto:helpdesk.evoting@cdslindia.com) or contact 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, MarathonFuturex, Mafatlal Mill Compound, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 22 55 33

**M/s Universal Capital Securities Pvt. Ltd.,**  
C 101, 247 Park, LBS Road, Vikhroli West,  
Mumbai – 400083, Maharashtra  
(Old Address: 21, Shakil Niwas,  
Mahakali Caves Road,  
Mumbai - 400093, Maharashtra),  
Tel: 022-28207203-05, 49186178-79  
E-mail: [info@unisec.in](mailto:info@unisec.in)

By Orders of the Board of Director

Place: Indore

**Mr.Harman Singh Hora**  
Chairman and Managing Director  
DIN:00209317

Date: 21<sup>st</sup> August, 2023  
Ranjit Securities Limited  
CIN: L67120MP1994PLC008680  
317-318, Transport Nagar, Scheme 44,  
Indore, Madhya Pradesh-452014  
Website: [www.ranjitsecurities.com](http://www.ranjitsecurities.com)  
Phone: - 07314058447

**(A) Brief profile of the director seeking re-appointment as per Item No. 2 (Ordinary Business) of the Notice at the ensuing Annual General Meeting, Regulation 36(3) of SEBI (LODR) Regulation, 2015 and the Companies Act, 2013 are as under:**

Name of Director	<b>Mrs. Ranjeet Kaur Hora</b>
Director Identification Number	<b>00200028</b>
Date of Birth	06/01/1960
Date of Appointment	12/07/1997
Expertise / Experience in specific Functional areas	+20 years experience in Administration and Management
Qualification	B.Com
No. & % of Shares held	4,10,900 & 15.29%
List of outside Company's directorship held	-
Chairman / Member of the Committees of the Board, Directors of other Companies in which he is director	Yes
Relations with the another directors of the Company	Spouse of Mr. Taranjeet Singh Hora and Mother of Mr. Harman Singh Hora

**BOARD'S REPORT**  
**&**  
**MANAGEMENT DISCUSSION AND ANALYSIS**

To  
The Members,  
**Ranjit Securities Limited**

The Directors take pleasure in presenting their **29<sup>th</sup> Annual Report** together with the Audited Financial Statements (standalone) of the Company (**Ranjit Securities Limited**) for the year ended **31<sup>st</sup> March, 2023**. The Management Discussion and Analysis has also been incorporated in the Report.

**HIGHLIGHTS OF PERFORMANCE:**

- Total Income for the year is Rs. 114.99 Lakhs as compared to Rs. 148.41 Lakhs in the previous year.
- Profit Before tax for the year was Rs.21.29 Lakh as compared to profit of Rs. 27.67 Lakh in the previous year.
- Profit after tax for the year was Rs.18.99 Lakh as compared to profit of Rs. 18.41 Lakh in the previous year.

**FINANCIAL RESULTS: (Amount in Rupees in Lakhs)**

<b>S.no.</b>	<b>Particulars</b>	<b>31.03.2023</b>	<b>31.03.2022</b>
1.	Total income	114.99	148.41
2.	Profit Before Tax (PBT)	21.29	27.67
3.	Provision for Tax	2.31	9.26
4.	<b>Profit After Tax (PAT)</b>	<b>18.98</b>	<b>18.41</b>
5.	Balance brought forward from previous year	63.57	48.84
6.	Profit available for Appropriations	82.55	67.25
7.	Surplus carried to the next year's account	78.75	63.57
8.	Paid up Equity Share Capital	268.74	268.74
9.	EPS (Equity Shares of Rs. 10/- each) Basic & Diluted (in Rs.)	0.71	0.69

**DIVIDEND:**

Due to inadequate profit during the year under review, your directors do not recommend any dividend for the year ended **31<sup>st</sup> March, 2023**. (Previous year **Nil**)

**SHARE CAPITAL AND RESERVES:**

During the year under review, there was no change in the share capital of the company. The Company has not issued any shares with differential voting rights, granted stock options nor sweat equity. The Paid up Equity Share Capital as on 31<sup>st</sup> March, 2023 was **Rs. 268.74 Lakhs divided into 26,87,400 equity shares of Rs. 10/- each. As on 31<sup>st</sup> March, 2023**, none of the Directors of the Company hold any security or instruments convertible into equity shares of the Company.

The Company Shares are listed with the BSE Ltd. However, the BSE has suspended trading of the shares of the Company.

**TRANSFER TO RESERVES:**

During the year under review, your company has transferred amount of Rs. 3.80 Lacs to the special reserves as stipulated by RBI. (Previous year Rs. 3.68 Lacs)

**FINANCE AND DEPOSITS:**

Cash and cash equivalent as at 31<sup>st</sup> March, 2023 was Rs.22.34 Lacs.

Your Company continues to focus on judicious management of its working capital, Receivables and other working capital parameters were kept under strict check through continuous monitoring.

**(i)The details relating to deposits, covered under Chapter V of the Act:-**

- Accepted during the year: Nil
- Remained unpaid or unclaimed as at the end of the year :Nil
- Whether there has been any default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved: Nil

**(ii)Details of deposits which are not in compliance with the requirements of Chapter V of the Act:**

The Company has not accepted any deposits which are not in compliance of the Companies (Acceptance of Deposits) Rules, 2014 during the financial year.

**RBI NORMS**

The Company is a Non Deposit Taking Non-Systemically Important Non-Banking Financial Company. The Company continues to fulfill all the norms and standards laid down by the Reserve Bank of India (RBI) pertaining to capital adequacy, statutory liquidity ratio etc. Certificate from statutory auditors for complying the prudential norms for NBFC is attached with Audit report.

#### KNOW YOUR CUSTOMER AND ANTI MONEYLAUNDERING MEASURE POLICY:

The board has approved the Know Your Customer and Anti Money Laundering Policy (KYC and PMLA Policy) in accordance with RBI Guidelines. Company also adheres to the compliance requirement in terms of the said policy including the monitoring and reporting of cash and suspicious transactions. There were no suspicious transactions noticed during the period.

#### FAIR PRACTICE CODE:

The company has in place a fair practice code (FPC), as per RBI Regulations which includes guidelines from appropriate staff conduct when dealing with the customers and on the organizations policies vis-a-vis client protection. Your company and its employees duly complied with the provisions of FPC and also displayed at the registered office of the Company.

#### PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

The Company has not provided any guarantees or security or investment. For the particulars of loans given and investments made by the company pursuant to the Section 186 of the Companies Act, 2013, kindly refer *the relevant notes forming part of the notes to the financial statements provided in the annual report.*

#### INDUSTRY OUTLOOK AND OPPORTUNITIES:

The Company is mainly having investment activities in the selected. The Security market in the financial year was having good growth and encouraging beyond the expectation. However, the Company does not foresee any substantial changes in its business and profitability in the coming year.

#### MARKET DEVELOPMENT:

The Company has made investment in the selected companies for which no stock market is available for liquidity; however it is almost risk free from the changes in the capital market. The Company is making efforts to realize the investment and loans for better deployment for growth of the company.

#### CORPORATE SOCIAL RESPONSIBILITY INITIATIVES:

In view of the Paid up capital, Profits and Turnover of your company during the previous three years, it does not fall under the provisions of the Section 135 of the Companies Act, 2013 and the rules made there under.

#### HUMAN RESOURCES:

Many initiatives have been taken to support business through organizational efficiency, process change support and various employee engagement programmes which has helped the Organization achieve higher productivity levels. A significant effort has also been undertaken to develop leadership as well as technical/ functional capabilities in order to meet future talent requirement.

Ranjit's Human Resource processes such as hiring and on-boarding, fair transparent online performance evaluation and talent management process, state-of-the-art workmen development process, and market aligned policies have been seen as benchmark practices in the Industry. During the year under review, the following Human Resources initiatives received greater focus:

**(i) Employer of Choice:** Employees are encouraged to express their views and are empowered to work independently. Employees are given the opportunity to learn through various small projects which make them look at initiatives from different perspectives and thus provide them with a platform to become result oriented. This has helped greatly in overall development of the employee and has significantly arrested the attrition rate.

**(ii) Leadership Development:** As a part of leadership development, talented employees have been seconded to the senior leadership team to mentor them and prepare them for the next higher role.

**(iii) Industrial Relations:** Ranjit's Industrial Relation's policy shares relevant business information with the Unions in order to enlighten them and make them sensitive towards business requirements. This has helped to build a healthy relationship and resolve issues through mutual dialogue.

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

The Company has placed an Anti Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. No complaint was received during the year under review.

## **RISK MANAGEMENT POLICY AND INTERNAL ADEQUACY:**

The current economic environment carries with it an evolving set of risks. The Company recognizes that these risks need to be managed to protect its customers, employees, shareholders and other stakeholders, to achieve its business objectives and enable sustainable growth. Risk and opportunity management is therefore a key element of the overall strategy.

The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. These are discussed at the meetings of the Audit Committee and the Board of Directors of the Company.

Your Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The scope and authority of the Internal Audit (IA) function is defined in the Internal Audit Charter. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee of the Board.

The Company emphasizes on those risks that threaten the achievement of business objectives of the Group over the short to medium term. An overview of these risks is provided hereafter, including the actions taken to mitigate these risks and any related opportunities:

- i) Strategic and Commercial risks: It is being taken care by the Board on need basis.
- ii) Regulatory compliance risks: The regulatory environment has resulted into increased regulatory scrutiny that has raised the minimum standards to be maintained by the Company. This signifies the alignment of corporate performance objectives, while ensuring compliance with regulatory requirements. The Company recognizes that regulatory requirements can at times be challenging, and therefore will, strive to understand the changing regulatory standards, so as to strengthen its decision making processes and integrate these in the business strategy of each of the industries in which it operates. Drive business performance through the convergence of risk, compliance processes and controls mechanisms to ensure continued operational efficiency and effectiveness.
- iii) Financial risks: It includes among others, exposure to movements in interest rates and the Company also maintains sufficient liquidity, so that it is able to meet its financial commitments on due dates and is not forced to obtain funds at higher interest rates.
- iv) Day-to-day Risk Management: Management and staff at the Company's facilities, assets and functions identify and manage risk, promoting safe, compliant and reliable operations. These requirements, along with business needs and the applicable legal and regulatory requirements, underpin the practical plans developed to help reduce risk and deliver strong, sustainable performance.

*Due to the Company has not fall under the Applicability criteria of risk management Committee, Company discontinue this Committee.*

## **VIGIL MECHANISM/WHISTLE BLOWER POLICY:**

Your Company has a vigil mechanism named vigil mechanism/Whistle Blower Policy to deal with instances of fraud and mismanagement, if any. The details of the vigil mechanism Policy is explained in the Corporate Governance Report and also posted on the website of the Company and annexed to this Report as “**Annexure 1**”. There were no complaints under the above said system during the Financial Year 2022-23.

## **SUBSIDIARY, ASSOCIATE AND JOINT VENTURE COMPANIES:**

During the year under review, your company is not having any subsidiary, Associate and Joint Venture Companies at any moment therefore the financial statements are prepared on standalone basis.

## **BOARD OF DIRECTORS' & KEY MANAGERIAL PERSONNELS AND BOARD MEETINGS:**

### **(i)Independent Directors:**

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and SEBI (Listing obligation and disclosure Requirement) Regulation, 2015. Your directors satisfy about their independency.

Our definition of ‘Independence’ of Directors is derived from the SEBI (Listing obligation and disclosure Requirement) Regulation, 2015 and Section 149(6) of the Companies Act, 2013. Based on the confirmation/disclosures received from the Directors and on evaluation of the relationships disclosed, the following Non-Executive Directors are Independent in terms of Reg. 17(10) of SEBI (LODR) Regulation, 2015, and Section 149(6) of the Companies Act, 2013;

- a) Shri Yugansh Soni (DIN: 06652396)
- b) Shri Mohammad Akhtar(DIN: 07714771)
- c) Shri Pawan Kumar Mishra (DIN: 02806679) (upto 29<sup>th</sup> August,2022)
- d) Shri Shayam Ansari (DIN : 09716232)(w.e.f 29<sup>th</sup> August,2022)

The Independent directors are not liable to retire by rotation

**Independent Directors re-appointed:**

None of Independent director will be re-appoint in the 29<sup>th</sup> Annual General Meeting.

**(ii) Women Director:**

The Company have Smt. Ranjeet Kaur Hora (DIN:00200028) as Director w.e.f. 12<sup>th</sup> June, 1997 and has been categorized as Women Director and complies with the provision of appointment of women director in the company.

**(iii) Key Managerial Personnel:**

Ms. Sakshi Rai resigned from the post of Company secretary cum Compliance Officer w.e.f 28<sup>th</sup> January 2023 and Company has appointed Mr. Sandeep Nema as a Company secretary cum Compliance Office of the company w.e.f. 29<sup>th</sup> January 2023.

**(iv) Directors seeking re-appointment:**

**Mrs. Ranjeet Kaur Hora (DIN: 00200028)**, who retires by rotation and being eligible offers himself for re-appointment.

**(v) Meetings of the Board:**

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

The notice of Board meeting is given well in advance to all the Directors and invitees. Meetings of the Board are held in Indore, at the Registered Office of the Company. The Agenda of the Board meetings are circulated at least a week prior to the date of the meeting. The Agenda for the Board and Committee meetings includes detailed notes on the items to be discussed at the meeting to enable the Directors to take an informed decision.

During the Year ended 31<sup>st</sup> March, 2023, **5 (Five)** Board meetings were held on 30<sup>th</sup> May, 2022, 08<sup>th</sup> August, 2022, 29<sup>th</sup> August, 2022, 12<sup>th</sup> November, 2022 and 13<sup>th</sup> February, 2023.

The maximum interval between any two meetings did not exceed 120 days.

**(vi) Company's policy on Directors' appointment and remuneration**

The Policy of Ranjeet's on Directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a Director and other matters provided under sub-section (3) of section 178, is appended as "**Annexure 2**" to this Report and hosted on the Company's website at [www.ranjeetsecurities.com](http://www.ranjeetsecurities.com)

**(vii) Annual evaluation by the Board**

The evaluation framework for assessing the performance of Directors comprises on the following key areas:

- i. Attendance of Board Meetings and Board Committee Meetings
- ii. Quality of contribution to Board deliberations
- iii. Strategic perspectives or inputs regarding future growth of Company and its performance
- iv. Providing perspectives and feedback going beyond information provided by the management
- v. Commitment to shareholder and other stakeholder interests

The evaluation involves Self-Evaluation by the Board Member and subsequently assessment by the Board of Directors. An executive member of the Board does not participate in the discussion of his evaluation.

**DIRECTORS' RESPONSIBILITY STATEMENT**

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of Section 134(5) of the Companies Act, 2013:

- a. that in the preparation of the annual financial statements for the year ended **31<sup>st</sup> March, 2023**, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b. that such accounting policies as mentioned in Note 01 of the Financial Statements have been selected and applied consistently and judgment and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of Company as at March, 31<sup>st</sup> 2023 and of the profit and Loss of the Company for the year ended on that date;
- c. that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. that the annual financial statements have been prepared on a going concern basis;
- e. that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively.
- f. that systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

**(i) Details in respect of fraud reported by auditor u/s 143(12) other than those which are reportable to the central government:**

There is no fraud which are reportable by the Auditors to the Central Government, and which needs to be disclosed in the Board report during the year under review.

**(ii) Disclosure for frauds against the Company:**

In terms of the provisions of section 134(3) (ca) of the Companies Act, 2013, there were no fraud committed against the Company by any person which are reportable under section 141(12) by the Auditors to the Central Government as well as non reportable frauds during the year 2022-23.

**COMMITTEES OF THE BOARD**

During the year under review, in accordance with the Companies Act, 2013, the Board has the following 3 (Three) Committees as follows:

- (a) Audit Committee
- (b) Nomination and Remuneration Committee
- (c) Stakeholders' Relationship Committee

**RELATED PARTY TRANSACTIONS:**

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business as details has been given in the relevant schedule in the financial statements annexed with the Boards' Report. There are no materially significant related party transactions made by the Ranjit's with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

All Related Party Transactions are placed before the Audit Committee and the Committee has accorded its Omnibus Approval and also reviewed the same periodically by Board for approval on a quarterly basis. The Company has developed a Related Party Transactions Policy, Standard Operating Procedures for purpose of identification and monitoring of such transactions.

The policy on Related Party Transactions as approved by the Board is uploaded on the Company's website at [www.ranjitsecurities.com](http://www.ranjitsecurities.com)

**SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS**

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

**INTERNAL AUDITORS**

The Board has appointed **M/s MRMK & Associates**, Chartered Accountant, as an Internal Auditor of the company w.e.f. 30<sup>th</sup> May, 2023 and takes his suggestions and recommendations to improve and strengthen the internal control systems. His scope of work includes review of operational efficiency, effectiveness of systems & processes, compliances and assessing the internal control strengths in all areas. The Audit Committee reviews adequacy and effectiveness of the Company's internal control environment and monitors the implementation of audit recommendations including those relating to strengthening of the Company's risk management policies and systems.

**OBSERVATION OF THE AUDITOR AND MANAGEMENT COMMENTS THEREOF:**

There are some observations made by the Auditor of the Company's Auditors, **M/s Jain Doshi & Co. (Firm Reg. No. 007365C)** in their report explanation on that has given below by the board:

**Comments by the Statutory Auditor for the year 2022-23 :-**

There are some qualifications, reservation or adverse remark or disclaimer given by the Auditors in their report and the management submits its comments as under.

**1. Observation:** A criminal case has been filed before CJM Gwalior by the Registrar of the Companies, M.P. against the company and its directors under section 295(4) & (5), 211, 372(8) and 383(1A) of Companies Act, 1956 but the impact of the above on the result for the year cannot be presently determined due to pending ultimate outcome of the matter.

**Management Comments:** The Company and its concerning directors have submitted their reply to the ROC and the Hon'ble Court for their defenses. It is hopeful that the Court may decide the matter in favor of the Company and likely that no major fine would be imposed and it's thus not put any impact on the financial position of the company.

**2. Observation:** The Company shares are suspended from trading at Bombay Stock Exchange Ltd. (BSE). However, the company has applied for Revocation of suspension of share with BSE which is yet to be concluded.

**Management Comments:** The Company has complied with almost all the condition of revocation of suspension of share of the company and company has taking regular follow up from the stock exchange and the management is making all the possible

efforts for revocation of suspension of trading at the BSE Ltd., which is having nationwide terminals, and it has not put any impact on the financial position of the company.

#### **SECRETARIAL AUDITORS:**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of directors has appointed **CS Gaurav Agrawal (Membership No.11498, C.P. No. 16822)** a Company Secretary in Practice to undertake the Secretarial Audit of the Company for the year 2022-23. The Report of the Secretarial Audit in the **Form MR-3** is annexed herewith as "**Annexure 3**".

There are some qualifications, reservations or adverse remarks or disclaimer in Secretarial Audit report under the various provision applicable on the company they are following as under:-

#### **Companies Act:-**

*A Criminal case has been filed before Chief Judicial Magistrate of Gwalior by the Registrar of the Companies, M.P. against the company and its directors under section 295(4) & (5), 211, 372(8) and 383(1A) of Companies Act, 1956. The matter is still pending with ROC and Court.*

**Management Comments:** The Company and its concerning directors have submitted their reply to the ROC and the Hon'ble Court for their defence. It is hopeful that the Court may decide the matter in favor of the Company and likely that no major fine would be imposed and it's thus not put any impact on the financial position of the company.

#### **SEBI & Listing Compliances:-**

1. *The Company's shares are suspended from trading at Bombay Stock Exchange Ltd. (BSE).However the Company has applied for Revocation of suspension of Share with BSE which is yet to be concluded. The Company has automatically delisted its trading from Madhya Pradesh Stock Exchange (MPSE) and Ahmedabad Stock Exchange (ASE) due to exit order issued by SEBI.*

**Management Comments:** The Company has complied with almost all the condition of revocation of suspension of share of the company and company has taking regular follow up from the stock exchange and the management is making all the possible efforts for revocation of suspension of trading at the BSE Ltd., which is having nationwide terminals.

#### **ENHANCING SHAREHOLDERS VALUE**

Your Company believes that its Members are among its most important stakeholders. Accordingly, your Company's operations are committed to the pursuit of achieving high levels of operating performance and cost competitiveness, consolidating and building for growth, enhancing the productive asset and resource base and nurturing overall corporate reputation. Your Company is also committed to creating value for its other stakeholders by ensuring that its corporate actions positively impact the socio-economic and environmental dimensions and contribute to sustainable growth and development.

#### **CORPORATE GOVERNANCE**

##### **Non-applicability of Corporate Governance provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:**

Pursuant to the provisions of Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, compliance with the provisions of the Corporate Governance are not applicable to the Companies having paid up equity share capital not exceeding **Rs. 10 Crore** and Net Worth not exceeding **Rs. 25 Crore**, as on the last day of previous financial year or on the Companies listed on SME Exchange.

In view of above, as per the latest Audited Financial Statement of the Company as at 31<sup>st</sup>March 2022, the paid-up Equity Share Capital and the Net Worth of the Company does not exceed the respective threshold limit of Rs. 10 Crore and Rs. 25 Crore, as aforesaid; hence compliance with the provisions of the Corporate Governance are not applicable to the Company.

However, the Company is making compliances of some of the regulations voluntarily in the interest of the best corporate governance and a separate section on corporate governance practices followed by the Company, together with the Corporate Governance Report is attached as "**Annexure-4**".

#### **MD & CFO certification**

Certificate obtained from Shri Harman Singh Hora, Managing Director and Chief Financial Officer, pursuant to Regulation 17(8) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and for the year under review was placed before the Board at its meeting held on 30<sup>th</sup>May, 2022.

A copy of the certificate on the financial statements for the financial year ended March, 31, 2023 is annexed along with this Report as "**Annexure 5**".

#### **Code of Conduct and ethics**

The Company has formulated the code of conduct for the Board members and senior executives under the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations 2011 and the SEBI (Prohibition of Insider Trading) Regulations, 2015. A certificate to that effect for the proper compliances given by the Managing Director is annexed as the "**Annexure-6**" with this Report.

## **PARTICULARS OF REMUNERATION OF EMPLOYEES**

Disclosures pertaining to remuneration and other details as required under section 197(12) of the Act read with Rule 5 and 8(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed herewith as "Annexure 7".

## **CONSOLIDATED FINANCIAL STATEMENTS**

Since your company is not having any subsidiary company, associate company or joint venture, therefore it is not required to prepare Consolidated Financial Statements for the year 2022-23.

## **ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of Companies (Accounts) Rules, 2014 is annexed herewith as "Annexure-8".

## **MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY**

There have been no material changes and commitments, if any, affecting the financial position of the Company which had occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

## **EXTRACT OF ANNUAL RETURN**

Due to Amendment, now it is not mandatory to annexed the form **MGT-9** with Annual Report, while the web-link for the MGT-7 is <https://ranjitsecurities.com>

## **PREVENTION OF INSIDER TRADING**

In view of the SEBI (Prohibition of Insider Trading) Regulation, 2015 Due to suspension of Trading at BSE, the Company unable to trade but adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company.

The Company has also maintain *Structured Digital Database* on Insider Trading in pursuant to Reg. 3(5) and 3(6) of SEBI (Prohibition of Insider Trading) Regulation, 2015 to make the track record of communication or dissemination of any UPSI/confidential information by an insider and the information can be used by the person himself or any other person on his behalf.

## **ADEQUACY OF THE INTERNAL FINANCIAL CONTROL**

The Company is having adequate internal control according to the size of the Company, it has internal auditors and the Audit Committee and the vigil mechanism system is also in force. Further that the statutory auditors has also examined the internal control procedure and provided their report as an annexure to the Auditors Report.

## **GENERAL**

- a) The company has not filed any application or there is no application or proceeding pending against the company under the Insolvency and Bankruptcy Code, 2016 during the year under review;
- b) There is no requirement to conduct the valuation by the bank and no Valuation done at the time of one-time Settlement during the period under review;
- c) The Company has complied with the applicable Secretarial Standards under the Companies Act, 2013.
- d) Your Company has not declared and approved any Corporate Action viz buy back of securities, mergers and demergers, split of any securities and has not failed to implement or complete the Corporate Action within prescribed timelines. However, during the period under review, the company has declared and paid dividend and issued equity shares pursuant to conversion of warrants into equity shares and issue and allot Bonus Shares to the members of the company during the period under review in compliance with the applicable laws of the Companies Act, 2013 and SEBI regulations;
- e) The Business Responsibility Reporting as required by Regulation 34(2) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, is not applicable to your Company for the financial year ending March 31, 2023
- f) Requirements

## **ACKNOWLEDGEMENTS**

Your Directors thank the various Central and State Government Departments, Organizations and Agencies for the continued help and co-operation extended by them. The Directors also gratefully acknowledge all stakeholders of the Company viz. customers, members, vendors, banks and other business partners for the excellent support received from them during the year. The Directors place on record their sincere appreciation to all employees of the Company for their unstinted commitment and continued contribution to the Company

**For and on behalf of the Board**

**Place: Indore**  
**Date: 21.08.2023**

**Harman Singh Hora**  
**Chairman & Managing Director**  
**DIN: 00209317**

## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

### **COMPANY OVERVIEW**

Established in the year 1994, Ranjit Securities Limited (RSL) has been successful in differentiating itself through customer-centricity, innovation, entrepreneurship, trustworthiness and values-driven operations, while balancing not only our own interest but taking in to account the interests of our customers, employees and civil society.

Over the last year, our strategy has been to make our balance sheet and businesses more resilient and robust to tide over unforeseen uncertainties. Our efforts have shown results and we ended the year with a net profit of ₹ 18.98 Lakhs and total assets of ₹ 612.77 Lakhs for Retail and Corporate business.

### **MACRO-ECONOMIC OUTLOOK**

The global economy has seen continued shocks and substantial slowdown since 2020. Indian economy was resilient in the face of this global turmoil and on the path to recovering to pre pandemic levels. Projected to be one of the fastest growing economies at 6.5%-7.0% in FY 2023, India has revived on the back of public spending, private consumption and capital formation.

Despite the critical challenges, India emerged as the fastest growing major economy in the world. The second advance estimate of national income released by the central statistics office (CSO) on 28 February 2023 expects real GDP growth in FY2023 to be 7.0%.

While several advanced economies struggling with banking sector turmoil, bank failures, and contagion risks, the Indian banking and nonbanking financial service sectors remained healthy, and financial markets evolved in an orderly manner, according to the Monetary Policy Committee (MPC) of the Reserve Bank of India (RBI).

### **INDUSTRY SCENARIO**

The overall NBFC sector benefited from resurgent domestic economic activity leading to strong momentum in disbursements and bolstering higher business growth. Asset quality indicators have also been improving steadily for NBFCs on the back of higher collections and lower than anticipated slippages on overall book including restructured book.

Notably, most major players are focusing on growing their Retail AUM. As per ICRA, the NBFC-Retail AUM is projected to have grown at 16-18% in FY 2022-23 and expected to further grow at a healthy 12-14% in FY 2023-24. However, margins will be an area of focus as they are expected to remain under pressure in FY 2023-24 which may moderate slightly.

The overall outlook for industry remains positive as India treads on its growth trajectory leading to higher credit demand. The growth in credit is expected to be broad based across products and segments with key risks being elevated interest rates and inflation.

### **NBFCs in India**

The Non-Banking Financial Companies (NBFCs) sector plays a significant role in the Indian economy, providing credit to individuals, small and medium-sized enterprises, and rural areas, among others. NBFCs have emerged as a key segment in the financial sector, bridging the gap between banks and borrowers who are underserved or excluded from traditional banking services. In recent years, the sector has witnessed significant growth, fuelled by a rise in demand for credit and the emergence of new players. The sector's resilience and ability to innovate have been tested during times of economic turmoil, such as the COVID-19 pandemic.

As the economy has moved past the impact of the pandemic, the NBFCs sector is anticipated to experience a substantial growth in both FY 2023 and FY 2024, following the rebound of the economy.

### **OPPORTUNITIES & THREATS**

Our Company constantly monitors the external environments and internal situation so that it is aware of the opportunities and threats that emerge. This enables the Company to tap into the positive prospects that come its way while overcoming or passing the challenge of threats.

#### **Opportunities:**

- Unique Business Model helps to minimise risk and operating cost.
- Increasing demand for credit in the Indian market.
- Growth of digital payments and the adoption of digital technologies in the financial sector.
- Diverse loan book and pan-India presence to accelerate growth.
-

**Threats:**

- Increasing competition from local and global players.
- Exposure to various industrial risks like - credit risk, interest rate volatility, economic cycle etc.

**SEGMENT-WISE PERFORMANCE**

The Company operates only in one segment i.e. Finance services.

**OUTLOOK**

The Indian economy is expected to witness GDP growth of 6.0% to 6.8% in FY 2023-24, depending on the trajectory of economic and political developments globally, according to the Economic Survey 2023. The survey also projects a baseline GDP growth of 6.5% in real terms in FY 2023-24. The RBI projects headline inflation at 6.8% in FY 2022-23, which is outside its target range. A surge in the growth of exports in FY 2021-22 and the first half of FY 2022-23 resulted in acceleration in production.

The Reserve Bank of India (RBI) also assured that it will continue to balance financial conditions in line with the productive requirements of the economy, even as monetary policy moves decisively to withdraw accommodation. The MPC predicts real GDP growth of 6.5% for 2023-24, with the overall outlook remaining dynamic and fast-evolving.

**INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY**

RSL has adequate internal controls and standardized operating processes that are envisaged to protect assets and business efficiency. The Company has established strong and well-entrenched internal control procedures commensurate with its size and operations and relevant to its broad domain of the lending business.

The Company's Audit Committee reviews the internal control system and looks into the observations of the statutory and internal auditors. This includes review of policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business and fixing responsibility against all the controls. The management tests the controls across processes and redressal of any deviations in business operations is undertaken. The Audit function provide reasonable assurance regarding the effectiveness and efficiency of operations, safeguarding of assets, reliability of financial records and reports and compliance with applicable laws and regulations.

**DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE**

Financial and operational performance forms part of the Annual Report and is presented elsewhere in the report.

**HUMAN RESOURCE**

RSL believes that human resources are the foundation on which it can achieve its aspirations and objectives. Accordingly, the Company selects its human resources very judiciously, ensuring that they conform to the Company's culture and follow its values and belief system. The promoters constantly ensure that good governance is a priority and are involved in the management of the company, with strategic inputs from a well-diversified and competent board.

The core management team at RSL, which comprises an adept group of committed resources, is well-equipped to design strategies and execute them so that the Company achieves sustainable growth.

RSL is constantly looking at strengthening its human resources at every level and ensures that its work ethic permeates to the every employee of the Company.

**INDUSTRIAL RELATIONS**

Company's Industrial relations continued to be healthy, cordial and harmonious during the period under review.

**CAUTIONARY STATEMENT**

*This report contains forward-looking statements extracted from reports of Government Authorities / Bodies, Industry Associations etc. available on the public domain which may involve risks and uncertainties including, but not limited to, economic conditions, government policies, dependence on certain businesses and other factors. Actual results, performance or achievements could differ materially from those expressed or implied in such forward-looking statements. This report should be read in conjunction with the financial statements included herein and the notes thereto. The Company does not undertake to update these statements.*

## VIGIL MECHANISM / WHISTLE BLOWER POLICY

### **1. Preface**

- 1.1 The Company believes in the conduct of the affairs of its constituents in a fair and transparent manner by adopting the highest standards of professionalism, honesty, integrity and ethical behavior.
- 1.2 This policy is formulated to provide employee an avenue to lodge Complaints, in line with the commitment of Company to the highest possible standards of ethical, moral and legal business conduct and its commitment to open communication. To provide necessary safeguards for protection of employees from reprisals or victimization, for whistle-blowing in good faith.
- 1.3 As per Clause 49 of the Listing Agreement/SEBI (LODR) Regulation, provides, to establish a mechanism called "Whistle Blower/Vigil Mechanism Policy" for directors and employees to report to the management instances of unethical behavior, actual or suspected fraud or violation of the Company's code of conduct.
- 1.4 The purpose of this policy is to provide a framework to protect employees wishing to raise a concern about serious irregularities within the Company.

### **2. Definitions**

- 2.1 "The Company" means **Ranjit Securities Limited**.
- 2.2 "Audit Committee" means the Audit Committee of the Board constituted by the Board of Directors of Ranjit Securities Limited in accordance with provisions of Section 177(1) of Companies Act, 2013 read with SEBI (LODR) Regulations, 2015.
- 2.3 "Competent Authority" means the Harman Singh Hora, Managing Director of Ranjit Securities Limited and will include any person(s) to whom he may delegate any of his powers as the Competent Authority under this policy from time to time. In case of conflict of interest (WTD being the subject person), Competent Authority means Chairman of the Audit Committee.
- 2.4 "Dedicated Confidential Section" means any Section/Department of the Company which is decided by the Competent Authority from time to time for maintaining the records as per the Whistle Blower/Vigil Mechanism Policy.
- 2.5 "Disciplinary Action" means any action that can be taken on completion of / during the investigation proceedings by the Competent Authority as he/she deems fit considering the gravity of the matter.
- 2.6 "Employees" mean the entire permanent employees which are working in Ranjit Securities Limited.
- 2.7 "Improper Activity" means unethical behavior, actual or suspected fraud, embezzlement etc., violation of the Company's general guidelines on conduct, moral turpitude, unlawful conduct etc. by an employee of Ranjit Securities Limited.
- 2.8 "Investigators" means those persons authorized, appointed, consulted or approached by the Competent Authority in connection with conducting investigation into a protected disclosure.
- 2.9 "Protected Disclosure" means a concern raised by a written communication made in good faith that discloses or demonstrates information that may evidence unethical or improper activity.
- 2.10 "Subject" means a person against or in relation to whom a protected disclosure is made or evidence gathered during the course of an investigation.
- 2.11 "Vigilance and Ethics Officer" means an officer appointed to receive protected disclosures from whistle blowers, maintaining records thereof, placing the same before Audit Committee for its disposal and informing the Whistle Blower the result thereof.
- 2.12 "Whistle Blower" means an Employee or Director making a Protected Disclosure under this policy.

### **3. Scope**

This policy covers malpractices and events which have taken place/suspected to have taken place, misuse or abuse authority, fraud or suspected fraud, violation of company rules, manipulations, negligence causing danger to public health and safety, misappropriation of money, and other matters or activity on account of which the interest of the company is affected.

Whistle Blower/Vigil Mechanism Policy shall be applicable for all permanent employees and to all the Directors of the Company.

### **4. Interpretation**

Terms that have not been defined in this Policy shall have the same meaning assigned to them in the Companies Act, 2013 and/or SEBI Regulation(s) as amended from time to time.

### **5. Guiding Principles**

- 5.1 Protected disclosures shall be acted upon in a time bound manner.
- 5.2 Complete confidentiality of the Whistle Blower will be maintained.
- 5.3 The Whistle Blower and/or person(s) processing the protected Disclosure will not be subjected to victimization.
- 5.4 Evidence of the Protected Disclosure will not be concealed and appropriate action including disciplinary action will be taken in case of attempts to conceal or destroy evidence.
- 5.5 "Subject" of the Protected Disclosure i.e. Employee against or in relation to whom a protected disclosure has been made, will be provided an opportunity of being heard.
- 5.6 The Whistle Blower should bring to attention of the Competent Authority at the earliest any improper activity or practice. Although they are not required to provide proof, they must have sufficient cause for concern.
- 5.7 The Whistle Blower shall co-operate with investigating authorities, maintaining full confidentiality.

### **6. Whistle Blower – Role & Protections**

#### **Role:**

- 6.1 The whistle Blower's role is that a reporting party with reliable information.
- 6.2 The Whistle Blower is not required or expected to conduct any investigations on his own.
- 6.3 The Whistle Blower may also be associated with the investigations, if the case so warrants. However, he/she shall not have a right to participate.
- 6.4 Protected Disclosure will be appropriately dealt with by the Competent Authority.
- 6.5 The Whistle Blower shall have a right to be informed of the disposition of his disclosure except for overriding legal or other reasons.

#### **Protections:**

6.6 No unfair treatment will be meted out to a Whistle Blower by virtue of his/her having reported a Protected Disclosure under this Policy. The Company, as a policy, condemns any kind of discrimination, harassment, victimization or any other unfair employment practice being adopted against Whistle Blower.

6.7 Complete protection will, therefore, be given to Whistle Blower against any unfair practice like retaliation, threat or intimidation of termination/suspension of service, disciplinary action, transfer, demotion, refusal of promotion, discrimination, any type of harassment, biased behavior or the like including any direct or indirect use of authority to obstruct the Whistle Blower's right to continue to perform his duties/functions including making further Protected Disclosure. The Company will take steps to minimize difficulties, which the Whistle Blower may experience as a result of making the Protected Disclosure.

6.8 If the Whistle Blower is required to give evidence in criminal or disciplinary proceedings, the Company will arrange for the Whistle Blower to receive advice about the procedure, etc.

6.9 The identity of the Whistle Blower shall be kept confidential.

6.10 Any other Employee assisting in the said investigation or furnishing evidence shall also be protected to the same extent as the Whistle Blower.

#### **Procedures – Essential and Handling Procedure Disclosure**

7.1 The Protected Disclosure/Complaint should be attached to a letter bearing the identity of the Whistle blower/complaint i.e. his/her Name, Employee Code and Location and should be inserted in an envelope which should be closed/secured/sealed. The envelope thus secured/ sealed should be addressed to the Competent Authority and should be super scribed "Protected Disclosure". (If the envelope is not super scribed and closed/sealed/secured, it will not be possible to provide protection to the whistle blower as specified under this policy).

7.2 If the Whistle Blower believes that there is a conflict of interest between the Competent Authority and the Whistle Blower, he/she may send his/her protected disclosure directly to the Chairman of the Audit Committee, Ranjit Securities Limited.

7.3 Anonymous or pseudonymous Protected Disclosure shall not be entertained.

7.4 Protected Disclosure should either be typed or written in legible hand writing in English, Hindi or Regional language of the place of employment of the Whistle blower, should provide a clear understanding of the improper activity involved or issue/concern raised. The reporting should be factual and not speculative in nature. It must contain as much relevant information as possible to allow for preliminary review and proper assessment.

7.5 Investigations into any improper activity which is subject matter of an inquiry or order under the Commission of Inquiry Act, 1952 will not come under the purview of this policy.

7.6 The Contact details of the Competent Authority for addressing and sending the Protected Disclosure is as follows:

#### **Harman Singh Hora,**

Managing Director (Competent Authority)

Vigil Mechanism/ Whistle Blower

Ranjit Securities Limited

317-318, Transport Nagar, Scheme No. 44, Indore (M.P.)

7.7 The Contact details for addressing protected disclosures to the Chairman, Audit Committee are as follows:

#### **Yugansh Soni**

Chairman of Audit Committee,

Whistle Blower/Vigil Mechanism

Ranjit Securities Limited in addition to above, the exact address shall be displayed prominently on the notice Board of all locations.

7.8 The Competent Authority shall mark the envelope containing the Protected Disclosure to a dedicated Confidential Section, which shall maintain a record thereof.

7.9 The Competent Authority shall weed out frivolous complaints after a preliminary enquiry by the Confidential Section. The Competent Authority based on the recommendations of the Confidential Section and depending upon the merit of the case shall forward the Complaint to the investigator(s) nominated for this purpose without disclosing the identity of the Whistle Blower.

#### **Investigations and Role of Investigators**

##### **Investigation:**

8.1 Investigation shall be launched if the Competent Authority is satisfied after preliminary review that:

- a) The alleged act constitutes an improper or unethical activity or conduct; and
- b) The allegation is supported by information and specific enough to be investigated or in cases where the allegation is not supported by specific information; it is felt that the concerned matter deserves investigation.

8.2 The decision taken by the Competent Authority to conduct an investigation is by itself not to be construed as an accusation (ilzam) and is to be treated as a neutral fact finding process.

8.3 The identity of the subject(s) and the Whistle Blower will be kept confidential.

8.4 Subject(s) will normally be informed of the allegations at the commencement of a formal investigation and will be given opportunities for providing their inputs during the investigation.

8.5 Subject(s) shall have a duty to co-operate with the Investigator(s) during investigation to the extent that such co-operation will not compromise self-incrimination protections available under the applicable laws.

8.6 Subject(s) have a responsibility not to interfere with the investigation. Evidence shall not be withheld, destroyed or tampered with, and witnesses shall not be influenced, threatened or intimidated by the subject(s).

8.7 Unless there are compelling reasons not to do so, Subject(s) will be given the opportunity to respond to material findings contained in an investigation report. No allegation of wrongdoing against a Subject(s) shall be considered as maintainable unless there is good evidence in support of the allegation.

8.8 The investigation shall be completed normally within 60 days of the date of receipt of the protected disclosure or such extended period as the Competent Authority may permit for reasons to be recorded.

8.9 Subject(s) have a right to be informed of the outcome of the investigation.

##### **Role of Investigator(s)**

8.10 Investigators(s) are required to conduct a process towards fact finding and analysis. Investigator(s) shall derive their authority from Competent Authority when acting within the course and scope of their investigation. The Investigator(s) shall submit his/their report to the Competent Authority.

8.11 All Investigators shall perform their role in an independent and unbiased manner; Investigators have a duty of fairness, objectivity, thoroughness, ethical behaviors and observance of professional standards.

8.12 All Investigators are authorized to take reasonable steps including reprimand against the Whistle blower in case of repeated frivolous complaints.

**9. Action**

9.1 The competent authority shall take such other remedial action as deemed fit to remedy the improper activity mentioned in the protected disclosure and/or to prevent the re-occurrence of such improper activity.

9.2 If the investigation discloses that no further action on the protected disclosure is warranted, the report shall be filed in the confidential section.

**10. Reporting & Review**

The competent Authority shall submit a quarterly report of the protected disclosures, received and of the investigation conducted and of the action taken to the Audit Committee for review.

**11. Notification**

All departmental heads are required to notify & communicate the existence and contents of this policy to the employees of their department. The Whistle Blower policy shall be prominently displayed on all Notice Boards of the Company, this policy, including amendments thereof shall be made available on Company's website andBoard Report of the Company.

**12. Annual Affirmation**

The Company shall annually affirm that it has not denied any personnel access to the Audit Committee and thatit has provided protection to whistle blower from adverse personnel action. The affirmation shall form part of Corporate Governance report as attached to the Annual Report of the Company.

**13. Amendment**

This Policy can be modified at any time by the Board of Directors of the Company. The Company reserves its right to amend or modify this Policy in whole or in part, at any time without assigning any reason whatsoever.

**COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION**

The Policy of Company (RSL) on Directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a Director and other matters provided under sub-section (3) of section 178.

**Remuneration Criteria for Non-Executive Directors**

- a) The Company is not having policy to pay any commission or remuneration to its non executive directors.
- b) If the nominee directors appointed by the Financial Institutes, the Company pays Rs. 5,000/- for attending each meeting of the Board of directors and committee thereof. Presently there are no nominee directors available in the Company.
- c) The Company reimburses the actual travelling and lodging expenses to the Non Executive Directors for attending the Board and Committee and the members meetings from time to time.
- d) The Company is not paying any sitting fee as well as ESOP, etc to its other Non-executive and independent directors.

**Remuneration Criteria for the Executive Directors and KMP:**

- a) The Company is not having policy to pay any commission to its executive directors.
- b) The Executive director being appointed for a period of 5 years at a time.
- c) The Company is not paying any sitting fee as well as ESOP, etc to its executive directors.

The Company is paying remuneration to its CS as per the terms of the appointment approved by the Remuneration Committee and they are also entitled for the annual increments based on their performance, evaluated by the Remuneration Committee and Board on annual basis.

**FORM MR-3**  
**SECRETARIAL AUDIT REPORT**  
**OF RANJIT SECURITIES LIMITED FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> MARCH, 2023**

To,  
**The Members,**  
**M/s. Ranjit Securities Limited,**  
**317-318, Transport Nagar,**  
**Scheme No. 44,**  
**Indore (M.P.)**

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s Ranjit Securities Limited** (hereinafter called "The Company"). Secretarial Audit was conducted in a manner that provided to 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 opinion, the Company has, during the audit period covering the financial year ended on **31<sup>st</sup> March, 2023** ('Audit Period') 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 the Company for the financial year ended on **31<sup>st</sup> March, 2023** 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, 2015;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (Not applicable to the Company during the Audit Period);
  - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 (Not applicable to the Company during the Audit Period);
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not Applicable to the Company during the Audit Period);
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 Regarding the Companies Act and dealing with client;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not applicable to the Company during the Audit Period); and
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (Not applicable to the Company during the Audit Period)
- (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015
- (vi) The Company is a Non deposit taking Non-Banking Finance Company (NBFC) registered with Reserve Bank of India (RBI). Therefore, there are specific legal requirement applicable to the Company such as prudential norms by Reserve Bank of India issued by time to time regarding which the Company has complied with the following:
  - (a) As reported by the management of the Company, there are quarterly and yearly compliances on XBRL portal Prescribed by RBI for these types of Companies. Hence we found documents regarding the same.
  - (b) The Company has filed required forms with RBI related to annual compliances. The Company has submitted all the documents called by RBI time to time in a prescribed manner.
  - (c) The Company declared that it has not accepted any deposit from public or any other during the 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 w.e.f. October 1<sup>st</sup>, 2017
- (ii) The Listing Agreements entered into by the Company with Bombay Stock Exchange Ltd (BSE). July, 2015.
- (iii) SEBI (LODR) Regulations, 2015.
- (iv) During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the observations,

**Companies Act:-**

1. A case has been filed before Chief Judicial Magistrate of Gwalior by the Registrar of the Companies, M.P. against the company and its directors under section 295(4) & (5), 211, 372(8), 209A and 383(1A) of Companies Act, 1956. The matter is still pending with ROC and Court.

**SEBI & Listing Compliances:-**

1. The Company's shares are suspended from trading at Bombay Stock Exchange Ltd. (BSE). However the Company has applied for Revocation of suspension of Share with BSE which is yet to be concluded. The Company has automatically delisted its trading from Madhya Pradesh Stock Exchange (MPSE) and Ahmadabad Stock Exchange (ASE) due to exit order issued by SEBI.

**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. There is a change in the composition of the Board of Directors and KMP that took place during the period as mentioned below:

S.No.	Name of Director/KMP	Designation	Appointment/Resignation	Date of Appointment/Resignation
1.	DurgaRatnani	Company Secretary	Resignation	30.05.2022
2	SakshiRai	Company Secretary	Appointment	30.05.2022
3	Shayam Ansari	Independent Director	Appointment	29.08.2022
4	Pawan Kumar Mishra	Independent Director	Resignation	29.08.2022
5	SakshiRai	Company Secretary	Resignation	28.01.2023
6	SandeepNema	Company Secretary	Appointment	29.01.2023

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

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

**I further report that** there are adequate systems and processes in the Company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**I further report that** the compliance by the Company for the applicable Financial Laws like Direct Taxes, Indirect Taxes and the compliance of the Accounting Standards, quarterly financial results under Clause 41 of the Listing Agreement and/or Regulation 33 of SEBI (LODR) Regulations, 2015 and the annual financial statements, Cost Records have not been reviewed in this audit report, since the same have been subject to the statutory financial audit/cost audit by other designated professionals. This report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.

**I further report that** during the audit period of the Company, there was no specific events/action other than mentioned above having a major bearing on the Company and Also laws, rules, regulations, guidelines, standards etc. referred to above.

**Place: Indore**

**Date:**

CS Gaurav Agrawal  
FCS No: 11498  
CP No: 16822  
UDIN-F011498E000869938

**'ANNEXURE A'**

**To,**  
**The Members,**  
**M/s. Ranjit Securities Limited**  
**317-318, Transport Nagar,**  
**Scheme No. 44,**  
**Indore (M.P.)**

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

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my 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 test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, I 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 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.

**Place: Indore**  
**Date:**

**CS Gaurav Agrawal**  
**FCS No: 11498**  
**CP No: 16822**  
**UDIN-F011498E000869938**

**Report of Corporate Governance**  
**Company's Report on Corporate Governance for the year ended 31<sup>st</sup> March, 2023**

**COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE**

**Ranjit Securities Ltd. (RSL)** philosophy on Corporate Governance is embedded in the rich legacy of ethical governance practices, most of which were implemented before they were mandatorily prescribed. Integrity, transparency, accountability and compliance with laws which are the columns of good governance are cemented in the Company's robust business practices to ensure ethical and responsible leadership both at the Board and at the Management level. The Company's Code of Business Conduct, its Fraud Risk Management Policy and its well structured internal control systems which are subjected to regular assessment for its effectiveness, reinforces integrity of Management and fairness in dealing with the Company's stakeholders. This together with meaningful sustainable development policies followed by the Company has enabled your Company to earn the trust and goodwill of its investors, business partners, employees and the communities in which it operates. Your Company has complied with the requirements of Corporate Governance as laid down under the SEBI (LODR) Regulations, 2015.

**GOVERNANCE STRUCTURE**

The Company's Governance structure broadly comprises the Board of Directors and the Committees of the Board at the apex level and the Management structure at the operational level. This layered structure brings about a harmonious blend in governance as the Board sets the overall corporate objectives and gives direction and freedom to the Management to achieve these corporate objectives within a given framework, thereby bringing about an enabling environment for value creation through sustainable profitable growth.

**Board of Directors**

Company's Board plays a pivotal role in ensuring that the Company runs on sound and ethical business practices and that its resources are utilized for creating sustainable growth and societal wealth. The Board operates within the framework of a well defined responsibility matrix which enables it to discharge its fiduciary duties of safeguarding the interest of the Company; ensuring fairness in the decision making process, integrity and transparency in the Company's dealing with its Members and other stakeholders.

**Committee of Directors**

With a view to have a more focused attention on various facets of business and for better accountability, the Board has constituted the following committees viz. Audit Committee, Stakeholders' Relationship Committee and Nomination and Remuneration Committee. Each of these Committees has been mandated to operate within a given framework.

**Management Structure**

Management Structure for running the business of the Company as a whole is in place with appropriate delegation of powers and responsibilities. This broadly is as under:

**Managing Director**

The Managing Director is in overall control and responsible for the day-to-day working of the Company. He gives strategic directions, lays down policy guidelines and ensures implementation of the decisions of the Board of Directors and its various committees.

**BOARD OF DIRECTORS**

**Composition of the Board as on March, 31, 2023**

<b>Category</b>	<b>No. of Directors</b>
Non Executive& Independent Directors	4
Executive Director including Managing Director	2

**Directors' Profile**

The Board of Directors comprises highly renowned professionals drawn from diverse fields. They bring with them a wide range of skills and experience to the Board, which enhances the quality of the Board's decision making process. The brief profile of the Company's Board of Directors is as under:

<b>Name of Directors</b>	<b>Shri Taranjeet Singh Hora</b>	<b>Smt. Ranjeet Kaur Hora</b>	<b>Shri Harman Singh Hora</b>
<b>DIN</b>	<b>00200864</b>	<b>00200028</b>	<b>00209317</b>
<b>Status of directorship</b>	<b>Director</b>	<b>Women Director</b>	<b>Managing Director &amp; Chairman</b>
Date of Birth	17/06/1958	06/01/1960	06/10/1986
Date of Appointment	30/09/1994	12/07/1997	29/09/2018
Expertise / Experience in specific functional areas	28 years Experience in Management & Administration	21years experience in Administration	+10years experience in finance and marketing
Qualification	B.A.	B.Com	B.Com
No. & % of Equity Shares held	390100& 14.5%	410900 & 15.29%	203600 & 7.58%
List of outside Company's directorship held	1. Intelligent Development Agency Private Limited  2. TDS Infra Estate Developers Private Limited		1. TDSFincap Private Limited  2. TDS Infra Estate Developers Private Limited  3. AarjaBuildcon Private Limited  4. HSH Construction Private Limited  5. Drishyam Realty Consultant (OPC) Private Limited  6. Drishyam Realty Private Limited  7. TDS Enterprises Private Limited
Chairman/ Member of the Committees of the Board of Directors of the Company	-	-	Audit Committee
Chairman / Member of the committees of the Board of other Public Companies in which he is director	-	-	-
Interest relations among the directors	Spouse of Smt. Ranjeet Kaur Hora	Spouse of Shri Taranjeet Singh Hora	Son of Shri Taranjeet Singh Hora and Smt. Ranjeet Kaur Hora

<b>Name of Directors</b>	<b>Shri YuganshSoni</b>	<b>Mohammad Akhtar</b>	<b>Shri Shayam Ansari (From 29/08/2022)</b>
<b>DIN</b>	<b>06652396</b>	<b>07714771</b>	<b>09716232</b>
<b>State of directorship</b>	<b>Independent Director</b>	<b>Independent Director</b>	<b>Independent Director</b>
Date of Birth	05/11/1986	27/10/1989	04/01/1997
Date of Appointment	30/07/2013	13/08/2021	30/09/2022
Expertise / Experience in specific functional areas	7year experience in Administration	12 year experience in Administration	Experience in Administration & Management
Qualification	B.sc	Company Secretary	Graduate
No. & % of Equity Shares held	0	0	0
List of outside Public Company's directorship held	1.Laabham Properties Private Limited	-	-
Chairman/ Member of the Committees of the Board of Directors of the Company	1. Audit Committee 2. Stakeholders' Relationship committee 3. Nomination & Remuneration Committee	1. Audit Committee 2. Stakeholders' Relationship committee 3. Nomination & Remuneration Committee	1. Audit Committee 2. Stakeholders' Relationship committee 3. Nomination & Remuneration Committee

Interest relations among the directors	---	----	----
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#### **Board Training and Induction**

At the time of appointing a Director, a formal letter of appointment is given to him, which inter alia explains the role, function, duties and responsibilities expected of him as a Director of the Company. The Director is also explained in detail the compliances required from him under the Companies Act, Clause 49 of the Listing Agreement and other SEBI (LODR) Regulations, 2015 and the other relevant regulations and his affirmation taken with respect to the same.

By way of an introduction to the Ranjit, the Director is presented with a book on the Company which traces its history over 24 years of its existence, relevant Annual Reports, activities pursued by the Company. Further, with a view to familiarize him with the Company's Operations, the functioning of various divisions/departments, the Company's market share and the markets in which it operates, governance and internal control processes and other relevant information pertaining to the Company's business.

The MD also has a one-to-one discussion with the Director. The above initiatives help the Director to understand the Company, its business and the regulatory framework in which the Company operates and equips him to effectively fulfill his role as a Director of the Company.

#### **Board Meetings held during the Year:**

Date on which the Board Meetings were held	Total Strength of the Board	No of Directors Present
30 <sup>th</sup> May,2022	6	5
08 <sup>th</sup> August, 2022	6	5
29 <sup>th</sup> August,2022	6	6
12 <sup>th</sup> November,2022	6	4
13 <sup>th</sup> February,2023	6	4

#### **Attendance of Directors at Board Meetings and Annual General Meeting:**

Name of Director	Date of the Board Meetings 2022-23					At the AGM held on 30.09.2022
	30 <sup>th</sup> May,2022	08 <sup>th</sup> August, 2022	29 <sup>th</sup> August,2022	12 <sup>th</sup> November,2022	13 <sup>th</sup> February,2023	
Shri Taranjeet Singh Hora	Yes	Yes	Yes	Yes	Yes	Yes
Smt. Ranjeet Kaur Hora	Yes	Yes	Yes	Yes	Yes	Yes
Shri Harman Singh Hora	Yes	Yes	Yes	Yes	Yes	Yes
Shri Pawan Kumar Mishra (Resigned from Directorship w.e.f. 27.08.2022)	Yes	Yes	-	-	-	-
Shri YuganshSoni	Yes	Yes	Yes	Yes	Yes	Yes
Shri Mohammad Akhtar	Absent	No	Absent	Absent	Absent	Yes
Shri Shayam Ansari	-	-	Yes	Absent	Absent	Yes

CS and CFO were also available during all the Board Meetings held in the year 2022-23 and the Statutory Auditors were permanent invitees for all the Board Meetings.

The Board periodically reviews the items required to be placed before it and in particular reviews and approves quarterly/half yearly unaudited financial statements and the audited annual financial statements, corporate strategies, business plans, annual budgets, projects and capital expenditure. It monitors overall operating performance and reviews such other items which require Board's attention. It directs and guides the activities of the Management towards the set goals and seeks accountability. It also sets standards of corporate behavior, ensures transparency in corporate dealings and compliance with laws and regulations. The Agenda for the Board Meeting covers items set out as guidelines in Clause 49 of the Listing Agreement and SEBI (LODR) Regulations, 2015 to the extent these are relevant and applicable. All agenda items are supported by relevant information, documents and presentations to enable the Board to take informed decisions.

## **COMMITTEES OF THE BOARD**

With a view to have a more focused attention on business and for better governance and accountability, the Board has constituted the following mandatory committees viz. Audit Committee, Stakeholders' Relationship Committee, Nomination and Remuneration Committee.

The terms of reference of these Committees are determined by the Board and their relevance reviewed from time to time. Meetings of each of these Committees are convened by the respective Chairman of the Committee, who also informs the Board about the summary of discussions held in the Committee Meetings. The Minutes of the Committee Meetings are sent to all Directors individually and tabled at the Board Meetings.

### **(a) Audit Committee -**

The Audit Committee acts as a link between the statutory and internal auditors and the Board of Directors. Its purpose is to assist the Board in fulfilling its oversight responsibilities of monitoring financial reporting processes, reviewing the Company's established systems and processes for internal financial controls, governance and reviewing the Company's statutory and internal audit activities. The Committee is governed by a Charter which is in line with the regulatory requirements mandated by the Companies Act, 2013 and SEBI (LODR) Regulation, 2015. Some of the important functions performed by the Committee are:

#### **Financial Reporting and Related Processes**

- Oversight of the Company's financial reporting process and financial information submitted to the Stock Exchanges, regulatory authorities or the public.
- Reviewing with the Management the quarterly unaudited financial statements and the Auditors' Limited Review Report thereon/audited annual financial statements and Auditors' Report thereon before submission to the Board for approval. This would, inter alia, include reviewing changes in the accounting policies and reasons for the same, major accounting estimates based on exercise of judgment by the Management, significant adjustments made in the financial statements and /or recommendation, if any, made by the Statutory Auditors in this regard.
- Review the Management Discussion & Analysis of financial and operational performance.
- Discuss with the Statutory Auditors its judgment about the quality and appropriateness of the Company's accounting principles with reference to the Generally Accepted Accounting Principles in India (IGAAP).
- Review the investments made by the Company.

#### **Internal Controls and Governance Processes**

- Review the adequacy and effectiveness of the Company's system and internal controls.
- Review and discuss with the Management the Company's major financial risk exposures and steps taken by the Management to monitor and control such exposure.
- To oversee and review the functioning of a vigil mechanism (implemented in the Company as a Fraud Risk Management Policy) and to review the findings of investigation into cases of material nature and the actions taken in respect thereof.
- Review the scope of the Statutory Auditors, the annual audit plan and the Internal Audit Plan with a view to ensure adequate coverage.
- Review the significant audit findings from the statutory and internal audits carried out, the recommendations and Management's response thereto.
- Review and recommend to the Board the appointment/re-appointment of the Statutory Auditors and Cost Auditors considering their independence and effectiveness and their replacement and removal.
- Approve such additional services to be rendered by the Statutory Auditors except those enumerated in Section 144 of the Companies Act, 2013 and payment for such services.
- To recommend to the Board the remuneration of the Statutory Auditors/Cost Auditors.
- To discuss with the Statutory Auditors/Internal Auditors any significant difficulties encountered during the course of the Audit.
- Review annual Cost Audit Report submitted by the Cost Auditor.

#### **Other Duties**

- To approve the appointment, removal and terms of remuneration of the Internal Auditor and to approve the appointment of the Chief Financial Officer.
- To grant omnibus approval for related party transactions which are in the ordinary course of business and on an arm's length pricing basis and to review and approve such transactions subject to the approval of the Board.

### **(a)The composition of the Audit Committee as at 31<sup>st</sup> March, 2023 and its meetings and attendance thereon:**

The Audit Committee of the Board was consisting of the three independent directors viz Shri Yugansh Soni, acted as the Chairman(w.e.f.29<sup>th</sup>August, 2022) Shri Mohammad Akhtar and Shri Shayam Ansari (w.e.f. 29<sup>th</sup> August, 2022) and One Executive Director Mr.Harman Singh Hora as the members and Mr. Sandeep Nema the Company Secretary cum Compliance Officer also functions as the Compliance Officer to the Committee (w.e.f. 29<sup>th</sup> January, 2023) . During the period under review, **5 (Five)** Meetings of the Audit Committee were held on **30<sup>th</sup> May, 2022, 08<sup>th</sup> August, 2022, 29<sup>th</sup> August,2022, 12<sup>th</sup> November,2022 and 13<sup>th</sup> February,2023** and details of the Members participation at the Meetings of the Committee are as under:

Name of the Member	Category	Attendances at the Audit Committee meeting held				
		30 <sup>th</sup> May, 2022	08 <sup>th</sup> August, 2022	29 <sup>th</sup> August, 2022	12 <sup>th</sup> November, 2022	13 <sup>th</sup> February, 2023
Shri Pawan Kumar Mishra	ID/Chairman (Till 29.08.2022)	Yes	Yes	-	-	-

Shri Yugansh Soni	ID/Chairman (w.e.f. 29.08.2022)	Yes	Yes	Yes	Yes	Yes
Shri Harman Singh Hora	D/Member	Yes	Yes	Yes	Yes	Yes
Shri Mohammad Akhtar	ID/Member	No	No	Yes	No	No
Shri Shayam Ansari	ID/Member (w.e.f. 29.08.2022)	-	-	Yes	No	No

All the Members on the Audit Committee have the requisite qualification for appointment on the Committee and possess knowledge of finance, accounting practices and internal controls. Mr. Sandeep Nema as Compliance officer was also available and assisted during all the Committee Meetings held during his tenure as a company secretary cum compliance officer.

The representatives of the Statutory Auditors are permanent invitees to the Audit Committee Meetings. The MD and the CFO attends Audit Committee Meetings. The CS is also the Secretary to the Committee. The Internal Auditor reports placed to the Audit Committee.

During the year under review, the Audit Committee held a separate meeting with the Statutory Auditors and the Internal Auditor to get their inputs on significant matters relating to their areas of audit.

#### **Self Assessment by the Audit Committee**

The Audit Committee has set in place a process to measure and benchmark its performance each year. The assessment broadly covers composition, structure and committee meetings; overview of the financial reporting process; internal control systems and overview of internal and external audits. The results of the self assessment are presented to the Audit Committee along with the action plan in the areas requiring improvement.

#### **(b) Stakeholders' Relationship Committee -Mandatory Committee**

The terms of reference of the Committee are:

- Delay in transfer/transmission of shares issued by the Company from time to time;
- issue of duplicate share certificates for shares reported lost, defaced or destroyed, as per the laid down procedure;
- issue new certificates against subdivision of shares, renewal, split or consolidation of share certificates;
- issue and allot right shares / bonus shares pursuant to a Rights Issue / Bonus Issue made by the Company, subject to such approvals as may be required;
- to approve and monitor dematerialization of shares / debentures / other securities and all matters incidental or related thereto;
- to authorize the Company Secretary and Head Compliance/other Officers of the Share Department to attend to matters relating to non receipt of annual reports, notices, non receipt of declared dividend change of address for correspondence etc. and to monitor action taken;
- monitoring expeditious redressal of investors / stakeholders grievances;
- all other matters incidental or related to shares, debentures and other securities of the Company.

#### **(c)Composition of the Stakeholders' Relationship Committee as at 31<sup>st</sup> March, 2023 and details of the Meetings of the Committee:**

The Stakeholders Relationship Committee of the Board was consisting of all the three independent directors viz Shri Yugansh Soni, acted as the Chairman(w.e.f.29<sup>th</sup>August, 2022) Shri Mohammad Akhtar and Shri Shayam Ansari (w.e.f. 29<sup>th</sup> August, 2022) as the members thereafter Mr.Sandeep Nema Company Secretary cum Compliance Officer also functions as the Compliance Officer to the Committee (w.e.f. 29<sup>th</sup> January,2023). During the period under review, **1 (One)** Meeting of the Stakeholders' Relationship Committee were held on **29<sup>th</sup> August, 2022** and details of the Members participation at the Meeting of the Committee are as under,

Name of the Member	Category	Attendances at the Stakeholders' Relationship Committee held on 29th August, 2022
Shri Pawan Kumar Mishra	ID/Chairman (Till 29.09.2023)	-
Shri Yugansh Soni	ID/Chairman (w.e.f. 29.09.2023)	Yes
Shri Mohammad Akhtar	ID/Member	Yes
Shri Shayam Ansari	ID/Member	Yes

During the year under review, there was no complaint received during the year; hence there is no investor grievance pending to be resolved.

#### **(d) Nomination and Remuneration Committee -Mandatory Committee**

The Committee is governed by a Charter.

The terms of reference of the Committee inter alia, include the following:

- Succession planning of the Board of Directors and Senior Management Employees;
- Identifying and selection of candidates for appointment as Directors / Independent Directors based on certain laid down criteria;
- Identifying potential individuals for appointment as Key Managerial Personnel and to other Senior Management positions;
- Formulate and review from time to time the policy for selection and appointment of Directors, Key Managerial Personnel and senior management employees and their remuneration;

- Review the performance of the Board of Directors and Senior Management Employees based on certain criteria as approved by the Board. In reviewing the overall remuneration of the Board of Directors and Senior Management, the Committee ensures that the remuneration is reasonable and sufficient to attract, retain and motivate the best managerial talent, the relationship of remuneration to performance is clear and meets appropriate performance benchmarks and that the remuneration involves a balance between fixed and incentive pay reflecting short term and long term objectives of the Company.

The Nomination and Remuneration Committee of the Board was consisting of all the three independent directors' Shri Yugansh Soni, acted as the Chairman(w.e.f.29<sup>th</sup>August, 2022) Shri Mohammad Akhtar and Shri Shayam Ansari (w.e.f. 29<sup>th</sup> August, 2022) as the members thereafter Mr.Sandeep Nema Company Secretary cum Compliance Officer also functions as the Compliance Officer to the Committee (w.e.f. 29<sup>th</sup> January,2023). During the period under review, **3 (Three)** Meetings of the Stakeholders' Relationship Committee were held on **29<sup>th</sup> August, 2023** and details of the Members participation at the Meetings of the Committee are as under.

Name of the Member	Category	Attendances at the Nomination and Remuneration Committee meeting held		
		30 <sup>th</sup> May, 2022	29 <sup>th</sup> August, 2022	13 <sup>th</sup> February, 2023
Shri Pawan Kumar Mishra	ID/Chairman(Till 29.08.2022)	Yes	-	-
Shri Yugansh Soni	ID/Chairman(w.e.f. 29.08.2022)	Yes	Yes	Yes
Shri Mohammad Akhtar	ID/Member	No	Yes	No
Shri Shayam Ansari	ID/Member	-	Yes	No

#### **(e) Independent Directors' Meeting**

During the year under review, the Independent Directors met on **29<sup>th</sup>August, 2023**, under the Chairmanship of the Lead Independent Director, Shri Yugansh Soni inter alia, to discuss:

- Independent Directors and the Board of Directors as a whole;
- Chairman of the Company, taking into account the views of the Executive and Non Executive Directors.
- Performance of the Managing Director Shri Taranjeet Singh Hora and Shri Harman Singh Hora.
- Timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the Independent Directors were present at the Meeting.

Mr.Sandeep Nema, Compliance Officer also functions as the Compliance Officer to the Committee w.e.f. 29<sup>th</sup> January,2023.

#### **(g) Internal Committee for (Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.**

In compliance with Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 the Board has constituted an Internal Committee and Mrs. Ranjeet Kaur Hora is the chairperson of the Committee and also look into the complaints of the women employees relating to the Sexual Harassment of Women at Workplace. As there was no reference to the Committee, No meeting was held during the year 2022-23.

### **POLICY FOR SELECTION AND APPOINTMENT OF DIRECTORS AND THEIR REMUNERATION**

The Nomination and Remuneration (N&R) Committee has adopted a Charter which, inter alia, deals with the manner of selection of Board of Directors, Managing Director, Whole-time Directors, senior management and Key Managerial Persons and their remuneration. This Policy is accordingly derived from the said Charter.

#### **1. Criteria of selection of Non Executive Directors**

- A.TheNon-Executive Directors shall be of high integrity with relevant expertise and experience so as to have a diverse Board with Directors having expertise in the fields of Trading Marketing, other Marketing, governance and general management.
- B.In case of appointment of Independent Directors, the N&R Committee shall satisfy itself with regard to the independent nature of the Directors vis-à-vis the Company so as to enable the Board to discharge its function and duties effectively.
- C. the N&R Committee shall ensure that the candidate identified for appointment as a Director is not disqualified for appointment under Section 164 of the Companies Act, 2013.
- D.The N&R Committee shall consider the following attributes/criteria, whilst recommending to the Board the candidature for appointment as Director.
  - i . Qualification, expertise and experience of the Directors in their respective fields;
  - ii. Personal, Professional or business standing;
  - iii. Diversity of the Board.
- e. In case of re-appointment of Non Executive Directors, the Board shall take into consideration the performance evaluation of the Director and his engagement level.

#### **2. Remuneration**

The Non Executive Directors are entitled to receive remuneration by way of sitting fees, reimbursement of expenses for participation in the Board/Committee meetings as detailed hereunder:

- i. A Non Executive Director is entitled to receive sitting fees for each meeting of the Board or Committee of the Board attended by him, of such sum as may be approved by the Board of Directors within the overall limits prescribed under the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014;
- ii. The Independent Directors of the Company shall not be entitled to participate in the Stock Option Scheme of the Company, if any, introduced by the Company.

### **3. CEO & Managing Director - Criteria for selection /appointment**

For the purpose of selection of the MD and WTD the N&R Committee shall identify persons of integrity who possess relevant expertise, experience and leadership qualities required for the position and shall take into consideration recommendation, if any, received from any member of the Board.

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

#### **• Remuneration for the Managing Director & Whole-time Directors**

- i. At the time of appointment or re-appointment, the Managing Director and Whole-time director shall be paid such remuneration as may be mutually agreed between the Company (which includes the N&R Committee and the Board of Directors) and the Managing Director and Whole-time Director within the overall limits prescribed under the Companies Act, 2013.
- ii. The remuneration shall be subject to the approval of the Members of the Company in General Meeting.
- iii. The remuneration of the Managing Director and Whole-time director is broadly divided into fixed and variable components. The fixed component comprises salary, allowances, perquisites, amenities and retirement benefits. The variable component comprises performance bonus.
- iv. In determining the remuneration (including the fixed increment and performance bonus) the N&R Committee shall ensure / consider the following:
  - a. responsibility required to be shouldered by the Managing Director and Whole-time director, the industry benchmarks and the current trends;
  - b. the Company's performance vis-à-vis the annual budget achievement and individual performance.

#### **• Remuneration Policy for the Senior Management Employees**

- I. In determining the remuneration of the Senior Management Employees and Key ManagerialPersonnels, the N&R Committee shall ensure/consider the following:
  - i. the relationship of remuneration and performance;
  - ii. the balance between fixed and incentive pay reflecting short and long term performance objectives, appropriate to the working of the Company and its goals;
  - iii. the remuneration is divided into two components viz. fixed component comprising salaries, perquisites and retirement benefits and a variable component comprising performance bonus;
  - iv. The remuneration including annual increment and performance bonus is decided based on the criticality of the roles and responsibilities, and current compensation trends in the market.
- II. The Managing Director will carry out the individual performance review based on the standard appraisal matrix and shall take into account the appraisal score card and other factors mentioned herein-above, whilst recommending the annual increment and performance incentive to the N&R Committee for its review and approval.

#### **PERFORMANCE EVALUATION**

Pursuant to the provisions of the Companies Act, 2013 and as per the applicable regulation of SEBI (LODR) Regulation, 2015, 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 Audit, Nomination and Remuneration and Compliance 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.

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

#### **TERMS OF APPOINTMENT & REMUNERATION OF MANAGING DIRECTOR& WHOLE-TIME DIRECTOR:**

<b>Particulars</b>	<b>Shri Harman Singh Hora (Managing Director)</b>
Period of Appointment	31.03.2021 to 30.03.2026
Salary	1,00,000 Per Month
Allowances	-
Perquisites	-
Retiral Benefits	-

Performance Bonus	-
Deferred Bonus	-
Minimum Remuneration	As per provisions of the Section II A of part II of Scheduled V the Companies Act, 2013
Notice Period and fees	Not specified.

### **GENERAL BODY MEETINGS**

#### **(a) Details of the Last Three Annual General Meetings held**

AGM	Financial Year	Date	Time	Venue
26 <sup>th</sup>	2019-20	30 <sup>th</sup> November,2020	03.00 P.M.	317-318,Transport Nagar, Scheme No. 44, Indore, M.P. 452014
27 <sup>th</sup>	2020-21	30 <sup>th</sup> September, 2021	03.00 P.M.	317-318,Transport Nagar, Scheme No. 44, Indore, M.P. 452014
28 <sup>th</sup>	2021-22	30 <sup>th</sup> September, 2022	03.00 P.M.	317-318,Transport Nagar, Scheme No. 44, Indore, M.P. 452014

#### **(b) Extraordinary General Meeting (EGM) and resolution through postal ballot**

No Extraordinary General Meeting and no resolution were passed through the postal ballot process held during the financial year 2022-23.

### **MEANS OF COMMUNICATION**

#### **• Financial Results**

The Quarterly, Half Yearly, Annual Financial Results are generally published in Freepress and ChouthaSansar. The Results are also displayed on the Company's website [www.ranjitsecurities.com](http://www.ranjitsecurities.com)under Investors Shareholder's Information after the submission to BSE.

#### **• Presentations to Institutional Investors/Analysts**

During the year no such presentations were made to Institutional Investors/Analysts.

### **GENERAL SHAREHOLDER INFORMATION**

#### **Date, Day, Time and Venue of the Annual General Meeting through Physical mode**

Date: 29<sup>th</sup> September, 2023

Day: Friday

Time: 11:00 A.M.

Venue: 317-318, Transport Nagar, Scheme no. 44, Indore (M.P.) 452014.

### **OTHER DISCLOSURE**

#### **(a) SUBSIDIARY COMPANIES**

Your company is not having any subsidiary company or joint Venture during the year 2022-23

#### **(b) RELATED PARTY TRANSACTIONS**

All transactions entered into with Related Parties as defined under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015 during the financial year were in the ordinary course of business and on an arm's length pricing basis and do not attract the provisions of Section 188 of the Companies Act, 2013. There were no materially significant transactions with related parties during the financial year which were in conflict with the interest of the Company. Suitable disclosure as required by the Accounting Standards (AS-18) has been made in the notes to the Financial Statements.

The Audit Committee and the Board has approved a policy for related party transactions which has been uploaded on the Company's website.

#### **(c) STRUCTURES AND PENALTIES**

No structures or penalties have been imposed on the Company by the Stock Exchanges or by the Securities and Exchange Board of India (SEBI) or by any statutory authority on any matters related to capital markets during the last three years.

#### **(d) COMPLIANCE WITH ACCOUNTING STANDARDS**

In the preparation of the financial statements, the Company has followed the Indian Accounting Standards notified pursuant to Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provision of the Companies Act, 1956, issued by

the Ministry of Corporate Affairs. The significant accounting policies which are consistently applied have been set out in the Notes to the Financial Statements.

#### **(e) INTERNAL CONTROLS**

The Company has a formal system of internal control testing which examines both the design effectiveness and operational effectiveness to ensure reliability of financial and operational information and all statutory/regulatory compliances. The Company's business processes have a strong monitoring and reporting process resulting in financial discipline and accountability.

#### **(f) CODE OF CONDUCT**

The Board of Directors has approved a Code of Business Conduct which is applicable to the Members of the Board and all employees. The Code has been posted on the Company's website [www.ranjitsecurities.com](http://www.ranjitsecurities.com). The Code lays down the standard of conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the work place, in business practices and in dealing with stakeholders. The Code gives guidance through examples on the expected behavior from an employee in a given situation and the reporting structure. All the Board Members and the Senior Management personnel have confirmed compliance with the Code.

#### **(g) VIGIL MECHANISM/WHISTLE BLOWER POLICY**

In staying true to our values of Strength, Performance and Passion and in line with our vision of being one of the most respected companies in India, the Company is committed to the high standards of Corporate Governance and stakeholder responsibility. Your Company has a Risk Management Policy (RM) to deal with instances of fraud and mismanagement, if any. The RM Policy ensures that strict confidentiality is maintained whilst dealing with concerns and also that no discrimination will be met out to any person for a genuinely raised concern.

#### **(h) PREVENTION OF INSIDER TRADING**

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

#### **(i) COMMUNICATION WITH THE MEMBERS/SHAREHOLDERS**

- As per the requirements of the SEBI (LODR) Regulations, 2015, the unaudited quarterly results are announced within forty-five days from the close of the quarter. The audited annual results are announced within 60 days from the close of the financial year. The aforesaid financial results are sent to BSE Limited (BSE) where the Company's equity shares are listed, immediately after these are approved by the Board. The results are thereafter given by way of a Press Release to news agencies/ and are published in leading English and Hindi daily newspapers. The Audited Financial Statements form a part of the Annual Report which is sent to the Members well in advance of the Annual General Meeting.
- The Company also informs by way of intimation to BSE all price sensitive matters or such other matters, which in its opinion are material and of relevance to the members and subsequently issues a Press Release in regard to the same.
- The Annual Report of the Company, the quarterly and the annual results and the press releases of the Company are also placed on the Company's website: [www.ranjitsecurities.com](http://www.ranjitsecurities.com) and can also be downloaded.
- In compliance with the SEBI (LODR) Regulations, 2015, the quarterly results, shareholding pattern, quarterly compliances and all other corporate communication to the Stock Exchanges viz. BSE Limited are filed electronically on BSE's on-line portal website [www.listing.bseindia.com](http://www.listing.bseindia.com).
- A separate dedicated section under 'Corporate Governance' on the Company's website gives information on unclaimed dividends, quarterly compliance reports/ communications with the Stock Exchanges and other relevant information of interest to the investors /public.

#### **(j) GENERAL INFORMATION TO SHAREHOLDERS**

Financial Year Ended: March 31<sup>st</sup>, 2023

#### **(k) INVESTOR SERVICE**

The Company has a Registrar and Share Transfer Agent M/s Universal Capital Securities Pvt. Ltd., having their office at C-101, 247 Park, L.B.S. Marg, Vikhroli (West) Mumbai City Maharashtra- 400083, India which offers all share related services to its Members and Investors.

These services include transfer/transmission/dematerialization of shares, payment of dividends, sub-division/consolidation / renewal of share certificates and investor grievances.

The Share Transfer Agent is registered with SEBI as Registrar to an Issue/Share Transfer Agent in Category I Share Transfer Agent and the registration code is **INR000004082**.

### **Address for Correspondence with the Share Transfer Agent of the Company**

For transfer/transmission/ subdivision/DEMAT/ loss of shares/ dividend/general inquiries and investor grievance remaining unattended: [investor@ranjitsecurities.com](mailto:investor@ranjitsecurities.com)

Members who hold shares in dematerialized form should correspond with the Depository Participant with whom they maintain Demat Account/s, for their queries relating to shareholding, change of address, credit of dividend through NECS. However, queries relating to non-receipt of dividend, non-receipt of annual reports, or on matters relating to the working of the Company should be sent to the Share Transfer Agent of the Company.

Members who hold shares in physical form should address their queries to the Share Transfer Agent of the Company.

Members are requested to ensure that correspondence for change of address, change in bank details, processing of unclaimed dividend, subdivision of shares, renewals/split/consolidation of share certificates, issue of duplicate share certificates should be signed by the first named Member as per the specimen signature registered with the Company. The Share Transfer Agent of the Company may also, with a view to safeguard the interest of its Members and that of the Company, request for additional supporting documents such as certified copies of PAN Cards and other proof of identity and/or address.

Members are requested to indicate their DP ID & Client ID/ Ledger Folio number in their correspondence with the Company and also to provide their Email addresses and telephone numbers/FAX numbers to facilitate prompt response from the Share Transfer Agent of the Company.

#### **(iii) Exclusive E-Mail ID**

The Company has designated an e-mail ID to enable the Members and Investors to correspond with the Company. The e-mail ID is [compliance@ranjitsecurities.com](mailto:compliance@ranjitsecurities.com)

#### **(iv) Market Information**

##### **Listing on Stock Exchanges**

The Company's shares are listed on the following Stock Exchanges and the Listing Fees have been paid to the Exchanges:

Name and Address of the Stock Exchanges	Stock/Scrip Code	ISIN for CDSL/NSDL Dematerialized Shares
BSE Ltd., Mumbai	531572	INE863D01017

##### **Equity Share Price on BSE April, 2021– March, 2022**

Company's trading is suspended since December, 2004 accordingly no market price data is available and application for revocation of suspension of share is pending.

**\*(Source BSE Limited)**

### **(I) SHARE TRANSFER SYSTEM / DIVIDEND AND OTHER RELATED MATTERS**

#### **i. Share transfers**

Share transfers in physical form are processed and the share certificates are generally returned to the transferees within a period of fifteen days from the date of receipt of transfer provided the transfer documents lodged with the Company are complete in all respects.

#### **ii. Nomination facility for shareholding**

As per the provisions of the Companies Act, 2013, facility for making nomination is available for Members in respect of shares held by them.

Members holding shares in physical form may obtain nomination form, from the Share Department of the Company or download the same from the MCA's website. Members holding shares in dematerialized form should contact their Depository Participants (DP) in this regard.

#### **iii. Permanent Account Number (PAN)**

Members who hold shares in physical form are advised that SEBI has made it mandatory that a copy of the PAN card of the transferee/s, members, surviving joint holders/legal heirs be furnished to the Company while obtaining the services of transfer, transposition, transmission and issue of duplicate share certificates.

#### **iv. Sub-division of shares**

The Company had not subdivided any share in the past 5 years.

#### **v. Dividend & Unclaimed Dividends**

The Company has not declared any dividend in the past 10 years; therefore it was not required to transfer any unpaid dividend to the IEPF established by the Government. And no information is available to disclose in this respect as such.

**vi. Pending Investors' Grievances**

Any Member/Investor, whose grievance has not been resolved satisfactorily, may kindly write to the Compliance Officer at the Registered Office with a copy of the earlier correspondence.

**vii. Redressal of investor grievances through SEBI SCORES mechanism**

SEBI has issued various circular for Listed Companies to register itself on SCORES. It is a web based centralized grievance redress system of SEBI. SCORES enables investors to lodge and follow up their complaints and track the status of Redressal of such complaints online from the SCORES website.

Your Company is also registered on SCORES and promptly redressing investor grievances.

**viii. Reconciliation of Share Capital Audit**

As required by the Securities & Exchange Board of India (SEBI) quarterly audit of the Company's share capital is being carried out by an independent external auditor with a view to reconcile the total share capital admitted with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and held in physical form, with the issued and listed capital. The Auditors' Certificate in regard to the same is submitted to BSE Limited and is also placed before the Board of Directors.

**ix. Dematerialization of Shares & Liquidity as on March 31<sup>st</sup> 2023**

The shares of the Company are compulsorily traded in electronic mode and have established connectivity with both the Depositories namely National Securities Depository Limited (NSDL) and Central Depository Services Limited (CDSL).

As on March 31<sup>st</sup>, 2023 the number of shares held in dematerialized and physical mode are as under:

Particulars	Number of Shares	Percentage(%) to Total Number of Shareholders
Held in DEMAT mode in NSDL	1183699	44.05
Held in DEMAT mode in CDSL	48801	1.82
Sub Total (DEMAT mode)	1232500	45.86
Physical Mode	1454900	54.14
<b>Total</b>	<b>2687400</b>	<b>100.00</b>

**x. Distribution of Shareholding as on March, 31<sup>st</sup>, 2023**

Nos. of shares	No. of Owners	% of Share Holders	Total shares for the range	% to Total
Up to 500	200	22.6244	72690	2.7048
500-1000	340	38.4615	266400	9.9129
1001-2000	248	28.0543	388310	14.4493
2001-3000	52	5.8824	127700	4.7518
3001-4000	21	2.3756	76200	2.8355
4001-5000	2	0.2262	9500	0.3535
5001-10000	8	0.9050	61900	2.3033
10001 and above	13	1.4706	1684700	62.6888
<b>Total</b>	<b>884</b>	<b>100.00</b>	<b>2687400.00</b>	<b>100.00</b>

**xi. Shareholding Pattern as on 31<sup>st</sup> March, 2023**

	No. of Shares held	Percentage
Promoters & directors	1143800	42.561
<b>Banks, Financial Institutions, Insurance Companies &amp; Mutual Funds</b>		
i. Banks	0	0
ii. Financial Institutions	0	0
iii. Insurance Companies	0	0
iv. Mutual Funds/UTI	0	0
v. Bodies Corporate	600	0.0223
Central & State Governments	0	0
Foreign Institutional Investors	0	0

NRIs / Foreign Nationals	10	0
Public and Others	15,43,000	57.416
<b>TOTAL</b>	<b>26,87,400</b>	<b>100.00</b>

**xii. The company has not entered into any type of agreements as prescribed under Clause 5A of Part A of Schedule III of the SEBI (LODR) Regulations, 2015.**

**GENERAL SHAREHOLDER INFORMATION:**

Board Meeting for consideration of Accounts for the financial year ended March, 31, 2022	30 <sup>th</sup> May, 2023
Posting/Mailing of Annual Reports	On or before 5/09/2022
Book Closure Dates	23/09/2023 to 29/09/2022(both days inclusive)
Last date for receipt of Proxy Forms	23/09/2022
Date, Time & Venue of the 28 <sup>th</sup> Annual General Meeting	On Friday dated 30/09/2022 At 03:00 P.M., at the Registered office of the Company at 317-318, Transport Nagar, Scheme no. 44, Indore (M.P.) 452014
Board Meeting for consideration of unaudited quarterly results	Within forty five days from the end of the quarter, as stipulated under the Listing Agreement with the Stock Exchanges (extension due to COVID-19)
Audited results for the current financial year ending March 31, 2022	Within sixty days from the end of the last quarter, as stipulated under the Listing Agreement with the Stock Exchanges(extension due to COVID-19)
Listing on Stock Exchange	The equity shares of the company are listed at BSE Ltd., and the listing fees has been paid for
Market Price Data	The trading of our company has been suspended by the stock exchange
Registrar and Transfer Agents	Universal Capital Securities Pvt Ltd.
Share Transfer System	Due to amendment in SEBI(LODR) Regulation, 2015 from 1st April 2019 no physical transfer of shares allowed.

**For and on behalf of the Board**

**Place: Indore**  
**Date: 21.08.2023**

**Harman Singh Hora**  
**Chairman & Managing Director**  
**DIN: 00209317**

**AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE**

**To,**  
**The Members,**  
**M/s. Ranjit Securities Limited,**  
**317-318, Transport Nagar,**  
**Scheme No. 44,**  
**Indore (M.P.)**

We have examined the compliance of conditions of Corporate Governance by *M/s Ranjit Securities Limited* (the 'Company') for the year ended 31<sup>st</sup> March, 2023 as stipulated in Chapter IV of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Requirements,2015.

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

In our opinion and to the best of our information and according to the explanations given to us and based on the representations made by the directors and management, we certify that the company has complied with the conditions of Corporate Governance applicable as stipulated in the provisions as specified in Chapter IV of the SEBI- (Listing Obligations and Disclosure Requirements) Requirements, 2015 and pursuant to the Listing Agreement with the BSE Ltd. We state that in respect of investor grievances received during the year ended 31st March 2023, no investor grievances are pending against the Company, as per the records maintained by the Company.

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

**Place: Indore**  
**Date:**

CS Gaurav Agrawal  
FCS No: 11498  
CP No: 16822  
UDIN-F011498E000869938

**MD AND CFO CERTIFICATION**

[Under Regulation 17(8) of SEBI (LODR) Regulations, 2015]

We, the undersigned, in our respective capacities as Managing Director and Chief Financial Officer of Ranjit securities Limited ("the Company") to the best of our knowledge and belief certify that:

(A) We have reviewed the Financial Statements, Cash Flow Statements, Books of Accounts, detailed trial balance and grouping thereof for the Financial Year 2022-23 and that to the best of our knowledge and belief:

- (1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- (2) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (3) no transactions entered into by the Company during the year which are fraudulent, illegal or violate the Company's code of conduct.

(B) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the listed entity pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

(C) We have indicated to the auditors and the Audit committee:

- (1) significant changes in internal control over financial reporting during the Financial Year 2022-23.
- (2) significant changes in accounting policies during the period and that the same have been disclosed in the notes of the financial statements; and
- (3) instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

**For and on behalf of the Board**

**Place: Indore**

**Date: 21.08.2023**

**Harman Singh Hora**  
**Chairman & Managing Director**  
**DIN: 00209317**

**Compliance with Code of Business Conduct and Ethics**

As required under Schedule V(D) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 with BSE Limited, I hereby affirm that all the Board Members and Senior Management Personnel have affirmed compliance with the Ranjit Code of Business Conduct and Ethics, as applicable to them, for the year ended March 31st, 2023.

**For and on behalf of the Board**

**Place: Indore**

**Date: 21.08.2023**

**Harman Singh Hora**  
**Chairman & Managing Director**  
**DIN: 00209317**

**Annexure '7'**

**DETAILS OF REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH THIS RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

1. None of the employee drawing the remuneration in excess of Rs. 102.00 Lakhs during the financial year as well as none of the employees was drawing remuneration in excess of Rs.8.50 Lakh per month for the part of the year.
2. Particulars of the Top 10 employee in respect of the remuneration drawn during the year 2022-23 are as under.

S. No.	Name of Employee	Designation of the employee	Remuneration received In Rs. During the F.Y. 2022-23	Nature of employment , whether contractual or otherwise	Qualifications and experience of the employee	Date of commencement of employment	Age of such employee	Last employment held by such employee before joining the company	Whether any such employee is a relative of any director or manager of the company and if so, name of such director or manager
1	Vikas Reshwal	Risk Visit Officer	<b>246,371.00</b>	Regular	Graduate	01-02-2019	36	NA	NA
2	Sathishan Balakrishnan	Business Development Manager	<b>247,658.00</b>	Regular	Graduate	01-02-2019	51	NA	NA
3	Pankaj Kumar Maurya	Business Development Manager	<b>247,658.00</b>	Regular	Graduate	01-04-2018	26	NA	NA
4	Pawan Khande	Business Development Manager	<b>198,375.00</b>	Regular	Graduate	01-02-2019	44	NA	NA
5	Rajesh Meena	Business Development Manager	<b>200,661.00</b>	Regular	Graduate	01-02-2019	39	NA	NA
6	Rekha Dubey	Admin Officer	<b>223,228.00</b>	Regular	Graduate	01-01-2001	55	NA	NA
7	Rajesh Mourya	Business Development Manager	<b>177,294.00</b>	Regular	Graduate	01-02-2019	52	NA	NA
8	Rajendra Moyal	Legal Advisor	<b>235,119.00</b>	Regular	Graduate	05-01-1993	66	NA	NA
9	Mahesh Sharma	Risk Visit Officer	<b>179,881.00</b>	Regular	Graduate	21-10-2019	35	NA	NA

10	Rakesh Aaliwal	Collection Officer	179,316.00	Regular	Graduate	01-02-2019	28	NA	NA
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### Annexure '8'

**Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo**  
[Section 134(3)(m) of The Companies Act, 2013 read with Rule 8(3) of The Companies Accounts) Rules, 2014]

**A. Conservation of energy:**

S.No.	Particulars	Comments
(i)	the steps taken or impact on conservation of energy;	In view of business activities no substantial steps are required to be taken by the Company.
(ii)	the steps taken by the company for utilizing alternate sources of energy;	As above
(iii)	the capital investment on energy conservation equipments	Nil

**B. Technology absorption:**

S. No.	Particulars	Comments
(i)	the efforts made towards technology absorption	NIL
(ii)	the benefits derived like product improvement, cost reduction, product development or import substitution	NIL
(iii)	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year	N.A.
(iv)	(a) the details of technology imported	N.A.
(v)	(b) the year of import	N.A.
(vi)	(c) whether the technology been fully absorbed	N.A.
(vii)	(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	N.A.
(viii)	the expenditure incurred on Research and Development	NIL

**C. Foreign exchange earnings and Outgo:**

S. no.	Particulars	2022-23	2021-22
1.	The Foreign Exchange earned in terms of actual inflows during the year;	NIL	NIL
2.	The Foreign Exchange outgo during the year in terms of actual outflows.	NIL	NIL

For and on behalf of the Board

Place: Indore  
Date: 21.08.2023

Harman Singh Hora  
Chairman & Managing Director  
DIN: 00209317

## INDEPENDENT AUDITOR'S REPORT

To

The Members of **Ranjit Securities Limited**

### Report on the Audit of the Financial Statements

#### Opinion

We have audited the accompanying financial statements of **Ranjit Securities Limited** ("the Company"), which comprise the balance sheet as at March 31, 2023, and the Statement of Profit and Loss (Including other Comprehensive Income), statement of cash flows and statement of Changes in equity for the year then ended, and notes to the financial statements, including the summary of 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 with the Companies (Indian Accounting Standards) Rules,2015, the relevant circulars, guidelines and directions issued by the Reserve Bank of India (RBI) from time to time ('RBI Guidelines') and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, its profit, total comprehensive Income, cash flows and the changes in equity for the year ended on that date.

#### Basis for opinion

We conducted our audit in accordance with the standards on auditing 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 together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the code of ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

#### Emphasis of Matter

1. A case had been filed before CJM Gwalior by the Registrar of the Companies, M.P. against the company and its directors under section 295 (4) & (5), 211, 372 (8), 383 (1A) & 209A of Companies Act, 1956, which is still not concluded.
2. The Company's shares are suspended from trading at Bombay Stock Exchange Ltd. (BSE) since December, 2004, However, the company has applied for Revocation of suspension of share with BSE which is yet to be concluded.

Our opinion is not modified in respect of these matters.

#### 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 of the current period. 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 communicate in our report.

SI No	Key Audit Matters	Auditor's Response
1	<b>Impairment of loans:</b>	<b>Principal audit procedures performed:</b>
(a)	Classification of assets to stage 1, 2, or 3 using criteria in accordance with RBI's regulatory circulars;	We tested assets in stage 1, 2 and 3 on sample basis to verify that they were allocated to the appropriate stage.
(b)	Measurement of individual borrowers' provisions, assessment of multiple economic scenarios;	For exposure determined to be individually impaired, we tested a samples of loans and advances and examined Management's estimate of future cash flows, assessed their reasonableness and checked the resultant provision calculations.

## **Information other than the financial statements and auditor's report thereon**

- The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexure to Board's Report, Business Responsibility Report but does not include the financial statements and our auditors' report thereon.
- Our opinion on the Standalone 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 standalone 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 responsibility for the financial statements**

The Company's board of directors are 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 and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and 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.

The board of directors are also responsible for overseeing the Company's financial reporting process.

## **Auditor's responsibilities for the audit of the financial statements**

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also

1. 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.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. 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.

5. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, 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 sub-section (11) of section 143 of the Act, we give in the "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order to the extent applicable.
2. As required by Section 143(3) of the Act, based on our audit we report that :
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c. The Balance Sheet, the Statement of Profit and Loss including other comprehensive Income, the statement of Cash Flows and Statement of changes in Equity dealt by this Report are in agreement with the books of account.
  - d. in our opinion, the aforesaid standalone financial statements comply with Ind AS specified under section 133 of the Act;
  - e. On the basis of the written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors, none of the directors are disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164(2) of the Act.
  - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
  - g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, No remuneration has been 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 information and according to the explanations given to us:
    - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements.
    - ii. The company has made provision as on 31/03/2023 as required under applicable law or Accounting standards for material foreseeable losses, if any, on long term contracts. The company did not have any long term derivative contracts as on 31/03/2023.
    - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund (IEPF) by the Company.

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

(b) The Management has represented, that, to the best of its knowledge and belief, no funds 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, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

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

v. The company had not proposed any dividend in the previous year and also have not proposed any dividend for the year, therefore, Section 123 of the Act, is not applicable to the company.

vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of accounts using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

**For Jain Doshi& Co.,**

Chartered Accountants  
Firm Registration No. : 007365C

Place : Indore

Date :30/05/2023

(Rakesh Kumar Jain)

Partner

Membership No. : 075938

**UDIN : 23075938BGZAMR2484**

**“ANNEXURE-A” TO THE AUDITOR’S REPORT OF  
Ranjit Securities Limited**

The Annexure referred to in our independent Auditor’s Report to the members of the Company on the financial statements for the year ended 31st March, 2023, based on our audit, we report that :

(i)(a) (A)	The company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment ;
(B)	The company is maintaining proper records showing full particulars of intangible assets ;
(b)	These Property, Plant and Equipment have been physically verified by the management at once every three years, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
(c).	Based on our examination of the property tax receipts and lease agreement for land on which building is constructed, registered sale deed / transfer deed / conveyance deed provided to us, we report that, the title in respect of self-constructed buildings and title deeds of all other immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in the financial statements included under Property, Plant and Equipment are held in the name of the Company as at the balance sheet date. Deeds of immovable properties are held in the name of the company.
(d)	The Company has not revalued any of its Property, Plant and Equipment and intangible assets during the year
(e)	No proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made there under.
(ii) (a)	The Company is in the business of providing loans and does not have any physical inventories. Accordingly, the provision of clause 3(ii)(a) of the Order is not applicable to the company.
(b)	The Company has not been sanctioned 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(ii)(b) of the Order is not applicable.
(iii) (a)	The Company, being a Non-Banking Financial Company (“NBFC”), registered under provisions of RBI Act, 1934 and its principal business is to give loans. Accordingly, the provision of clause 3(iii)(a) of the Order is not applicable to the Company.
(b)	In our opinion, the investments made and the terms and conditions of the grant of loans, during the year are, <i>prima facie</i> , not prejudicial to the Company’s interest
(c).	In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal amounts and receipts of interest are generally been regular as per stipulation. In the cases where repayment of principal and payment of interest is not received as stipulated, the cognizance thereof is taken by the Company in course of its periodic regulatory reporting. Refer note No 24 (xi) to the Financial Statements for summarized details of such loans/advances which are not repaid by borrowers as per stipulations. According to the information and explanation made available to us, reasonable steps are taken by the Company for recovery thereof.
(d)	In respect of loans granted by the Company, there is over due amount of <b>Rupees 74.52 laks (Previous Year 60.31 lakhs) for more than ninety days</b> , remaining outstanding as at the balance sheet date (refer note 24(xi)). According to the information and explanation made available to us, company have taken legal action for recovery of Rupees 26.81 lakhs (Pr Year 15.02 lakhs) lakhs overdue amount and has taken reasonable steps for recovery of remaining amount.
(e)	Since the Company’s principal business is to give loans. Accordingly, the provision of clause 3(iii)(e) of the Order is not applicable to it.
(f)	Based on our audit procedures, according to the information and explanation made available to us, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year.  The Company has not provided any guarantee or security or granted any advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties.
(iv)	The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans

	granted, investments made and guarantees and securities provided, as applicable
(v)	The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.
(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)	In respect of statutory dues In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities.
(b)	According to the information and explanations given to us, there are no statutory dues referred in sub-clause (a) which have not been deposited with the appropriate authorities on account of any dispute
(viii)	There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
(ix)(a)	In our opinion, the Company has not defaulted in repayment of loans or other borrowings to financial institutions, banks, government and dues to debenture holders or in the payment of interest thereon to any lender.
(b)	The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
(c).	In our opinion and according to the information and explanations given to us, the Company has not obtained any money by way of term loans from bank during the year.
(d)	On an overall examination of the financial statements of the Company, funds raised on short-term basis have, <i>prima facie</i> , not been used during the year for long-term purposes by the Company.
(e)	The Company does not have any subsidiaries, associates. or joint ventures Hence, reporting under clause 3(ix)(e) of the Order is not applicable.
(f)	The Company does not have any subsidiaries, associates. or joint ventures, hence reporting on clause 3(ix)(f) of the Order is not applicable.
(x) (a)	The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
(b)	During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
(xi)(a)	No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
(b)	No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
(c).	We have taken into consideration the whistle blower complaints received by the Company during the year (and upto the date of this report), while determining the nature, timing and extent of our audit procedures.
(xii)	The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
(xiii)	In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
(xiv)(a)	In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
(b)	We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

(xv)	In our opinion during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
(xvi)(a)	The Company is registered under section 45-IA of the Reserve Bank of India Act, 1934.
(b)	The Company is in the business of Non Banking Financial companies NBFC, holding registration under section 45-IA of the Reserve Bank of India Act, 1934.
(c).	According to the information and explanations given to us, the Company is not a Core Investment Company ('CIC ') as defined under the Regulations by the Reserve Bank of India.
(d)	In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
(xvii)	The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year
(xviii)	There has been no resignation of the statutory auditors of the Company during the year
(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 the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
(xx)(a)	Corporate Social Responsibility (CSR) requiring any amount 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 is not applicable to the company. Accordingly, reporting under clause 3(xx)(a)& (b) of the Order is not applicable for the year.
(xxi)	The company do not have any associate, subsidiary or holding company hence clause 3(xxi) regarding auditor's adverse comment in theses company is not applicable.

**For Jain Doshi& Co.,**

Chartered Accountants

Firm Registration No. : 007365C

Place : Indore

Date : 30/05/2023

(Rakesh Kumar Jain)

Partner

Membership No. : 075938

**UDIN : 23075938BGZAMR2484**

### **Annexure - B to the Auditors' Report**

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

We have audited the internal financial controls over financial reporting of **Ranjit Securities Limited** ("the Company") as at March 31, 2023, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

#### **Management's responsibility for internal financial controls**

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

#### **Auditors' responsibility**

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

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

#### **Meaning of internal financial controls over financial reporting**

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

#### **Inherent Limitations of internal financial controls over financial reporting**

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

### **Opinion**

In our opinion and according to the information and explanations given to us, the Company has, in all material respects, an adequate internal financial control system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For Jain Doshi& Co.**  
Firm Reg. No.: 007365C  
Chartered Accountants

Place: Indore  
Date : 30/05/2023

(Rakesh Kumar Jain)  
Partner

Memb No. 075938  
**UDIN : 23075938BGZAMR2484**

**REPORT UNDER “NON BANKING FINANCIAL COMPANIES AUDITOR’S REPORT**  
**(RESERVE BANK ) DIRECTION – 2016)**

To,  
The Board of Directors  
**Ranjit Securities Ltd.**  
Indore

We have audited the annual account of **M/s. Ranjit Securities Ltd.** for the year ended 31st March, 2023. As required by Non-Banking Financial Companies Auditors Report (Reserve Bank of India) Direction 1998, and on the basis of such checks as are appropriate and as per the information and explanation given to us.

We report that:

1. The Company is registered with Reserve Bank of India, Under Section 45 IA of the RBI Act, 1934 as NBFC vide Registration No. 03-00012 and said registration is continue with RBI as a Non systematic, Non Deposit Non Banking Finance Company classified as “loan and investment Company”.
2. The Board of Directors has passed the resolution for the non acceptance of any public deposits on 05th February, 2023.
3. The Company has complied with the prudential norms relating to Income reorganization, accounting standards, assets classification and provision for bad and doubtful debts as specified in the direction issued by the Reserve Bank of India in terms of the Non Banking Financial Prudential Norms (Reserve Bank) Direction 20.
4. The Company does not accept any public deposit during 01/04/2022 to 31/03/2023.
5. As per information and explanation furnished to us the Company has passed a resolution to identify the group /holding / subsidiaries and have Group Companies as under :
  1. TDS Fincap Pvt. Ltd.
  2. TDS Infra Estate Developers Pvt. Ltd.,
  3. Aarja Buildcon Pvt. Ltd.,
  4. Hsh Construction Pvt Ltd.
  5. Drishyam realty consultant (OPC) Pvt Ltd.,
  6. TDS Enterprises Pvt Ltd.
6. As per information and explanation furnished to us the Company has furnished required return & details to Reserve Bank of India within the stipulated period as demanded by RBI on time to time.
7. The company is holding COR issued by the RBI and it is entitled to hold such COR in term of its assets / income patterns as on 31st March, 2023.

We certified that the above information's are true and correct.

**For Jain Doshi& Co.**  
Firm Reg. No.: 007365C  
Chartered Accountants

Place: Indore  
Date : 30/05/2023

(Rakesh Kumar Jain)  
Partner  
Memb No. 075938

UDIN : 23075938BGZAMR2484

**RANJIT SECURITIES LIMITED**  
 CIN: L67120MP1994PLC008680  
 Registered Office : 317-318, Transport Nagar, Scheme No 44, Indore (MP) 452014

**Balance Sheet As at 31st March, 2023**

Particulars	Note No.	Figures as at the end	₹ In Lakhs
		of current reporting period	Figures as at the end of previous reporting period
		31/03/2023	31/03/2022
<b>Assets</b>			
<b>Financial Assets</b>			
Cash & Cash Equivalents	"3"	22.34	4.94
Receivables			
Trade receivables	"4"	5.35	7.60
Other receivables			
Loans	"5"	418.03	401.95
Investments	"6"	66.75	13.44
		<b>512.46</b>	<b>427.93</b>
<b>Non-financial Assets</b>			
Deferred tax assets (net)	"7"	.94	.68
Property Plant & Equipments	"8"	26.71	98.94
Other non-financial assets	"9"	21.74	57.80
		<b>49.39</b>	<b>157.42</b>
	<b>TOTAL</b>	<b>561.85</b>	<b>585.35</b>
<b>LIABILITIES AND EQUITY</b>			
<b>Liabilities</b>			
<b>Financial Liabilities</b>			
Payables			
Trade payables	"10"		
Total Outstanding dues of micro and small enterprises		.36	1.86
Total Outstanding dues of other than micro and small enterprises		.80	.91
Other payables			
Total Outstanding dues of micro and small enterprises		-	
Total Outstanding dues of other than micro and small enterprises		-	
		<b>1.16</b>	<b>2.78</b>
Borrowings(Other than Debts Securities)	"11"	12.49	46.67
		<b>13.65</b>	<b>49.45</b>
<b>Non-financial liabilities</b>			
Current tax liabilities		5.73	9.22
Other non-financial liabilities	"12"	4.51	7.71
		<b>10.24</b>	<b>16.93</b>
<b>Equity</b>			
Equity share capital	"13"	426.10	426.10
Other Equity			
(b) Reserves And Surplus	"14"	111.86	92.88
		<b>537.96</b>	<b>518.98</b>
	<b>TOTAL</b>	<b>561.85</b>	<b>585.35</b>

See accompanying notes to the financial statements      1 to 25  
 Significant Accounting Policies      "01"

As Per Our Report Of Even Date  
 For Jain Doshi & Co.  
 Chartered Accountants  
 Firm Reg. No. 007365C

For And On Behalf Of The Board

**Harman Singh Hora**  
 (CFO & Managing Director)  
 DIN 00209317  
 Place : Indore  
 Date : 30/05/2023

**Taranjeet Singh Hora**  
 (Director)  
 DIN: 00200864

**Sandeep Nema**  
 (Company secretary)

**(Rakesh Kumar Jain)**  
 Partner  
 M. No.: 075938  
 UDIN: 23075938BGZAMR2484

**RANJIT SECURITIES LIMITED**  
 CIN: L67120MP1994PLC008680  
**Statement Of Profit And Loss For The Period Ended 31st March 2023**

Particulars	Note No.	₹ In Lakhs (except per equity data)	
		Figures for the Current reporting period ended on 31st March,2023	Figures for the Previous reporting period ended on 31st March,2022
<b>Revenue From Operations</b>			
Interest Income	"15"	76.36	69.42
Other Income	"16"	38.62	78.99
<b>Total Income</b>		<b>114.99</b>	<b>148.41</b>
<b>Expenses</b>			
Employee Benefit Expenses	"17"	53.08	78.39
Finance Costs	"18"	1.09	1.09
Depreciation & Amortisation	"8"	11.40	10.65
Provisions for loans		3.39	(1.01)
Provision for Depreciation in value of Investment		.00	(.64)
Other Expenses	"19"	24.74	32.26
<b>Total Expenses</b>		<b>93.70</b>	<b>120.74</b>
Profit before tax from continuing operations		21.29	27.67
Current Tax		5.73	9.22
Adjustment of tax relating to earlier year		(3.16)	(.03)
Deferred Tax	"7"	(.26)	.07
		<b>2.31</b>	<b>9.26</b>
Profit / (Loss) for the year		<b>18.98</b>	<b>18.41</b>
Other comprehensive income for the year net of tax			
Items that will not be reclassified to profits or loss		.00	.00
Income tax relating to items that will not be reclassified to profit or loss		.00	.00
Items that will be reclassified to profit or loss		.00	.00
Income tax relating to items that will be reclassified to profit or loss		.00	.00
Total		<b>.00</b>	<b>.00</b>
Tax effect on the above other comprehensive items			
Net Other comprehensive income		.00	.00
Total comprehensive income		<b>18.98</b>	<b>18.41</b>
(XII) Earning Per Equity Share	"20"		
(i) Basic	Amount in `	<b>0.71</b>	<b>0.69</b>
(ii) Diluted	Amount in `	<b>0.71</b>	<b>0.69</b>

**See accompanying notes to the financial statements**      1 to 25  
 Significant Accounting Policies      "01"

**As Per Our Report Of Even Date**  
**For Jain Doshi & Co.**  
 Chartered Accountants  
 Firm Reg. No. : 007365C

**For And On Behalf Of The Board**

**Harman Singh Hora**  
 (CFO & Managing Director)  
 DIN 00209317  
 Place : Indore  
 Date : 30/05/2023

**Taranjeet Singh Hora**  
 (Director)  
 DIN: 00200864

**Sandeep Nema**  
 (Company secretary)

**(Rakesh Kumar Jain)**  
 Partner  
 M. No.: 075938  
 UDIN: 23075938BGZAMR2484

## STATEMENT OF CHANGE IN EQUITY

₹ In Lakhs

**A. Equity Share Capital**

Particulars	2022-23		2021-22	
	Number of shares	Amount	Number of shares	Amount
<b>Share Capital</b>				
Balance as at 1st April	2687400	268.74	2687400	268.74
Changes in equity share capital due to prior period errors	.00	.00	.00	.00
Restated balance as at 1st April,	2687400	268.74	2687400	268.74
Changes in equity share capital during the year	.00	.00	.00	.00
Total	<u>2687400</u>	<u>268.74</u>	<u>2687400</u>	<u>268.74</u>
<b>Equity Shares Forfeited</b>				
Balance as at 1st April	2312600	157.36	2312600	157.36
Changes in equity share capital due to prior period errors	.00	.00	.00	.00
Restated balance as at 1st April,	2312600	157.36	2312600	157.36
Changes in equity share capital during the year	.00	.00	.00	.00
Total	<u>2312600</u>	<u>157.36</u>	<u>2312600</u>	<u>157.36</u>
<b>Grand Total</b>	<b>5000000</b>	<b>426.10</b>	<b>5000000</b>	<b>426.10</b>

**B. Other Equity**

for the year ended 31/03/2023

Particulars	Reserves & Surplus		Other comprehensive income		Total Other Equity
	Special Reserve	Retained Earnings Surplus in Statement of Profit and Loss	Remeasurement of defined benefit liability /asset	Fair value gain/(loss) on Financial Assets carried at FVTOCI	
Balance at the beginning of the reporting period	29.31	63.57	-	-	92.88
Change in Accounting policies/prior period errors	.00	.00	-	-	.00
Restated balance at the beginning of the reporting period	29.31	63.57	-	-	92.88
Total Comprehensive Income for the year	.00	.00	-	-	.00
Dividends	.00	.00	-	-	.00
Transfer from/to retained earnings	3.80	-3.80	-	-	.00
Any other change	0	18.98	-	-	18.98
Balance at the end of the reporting period	<b>33.11</b>	<b>78.75</b>	-	-	<b>111.86</b>

**B. Other Equity**

for the year ended 31/03/2022

Particulars	Reserves & Surplus		Other comprehensive income		Total Other Equity
	Special Reserve	Retained Earnings Surplus in Statement of Profit and Loss	Remeasurement of defined benefit liability /asset	Fair value gain/(loss) on Financial Assets carried at FVTOCI	
Balance at the beginning of the reporting period	25.63	48.84	.00	.00	74.47
Change in Accounting policies/prior period errors	.00	.00	.00	.00	.00
Restated balance at the beginning of the reporting period	25.63	48.84	.00	.00	74.47
Total Income for the year	.00	18.41	.00	.00	18.41
Dividends	.00	.00	.00	.00	.00
Transfer from/to retained earnings	3.68	(3.68)	.00	.00	.00
Any other change	.00	.00	.00	.00	.00
Balance at the end of the reporting period	<b>29.31</b>	<b>63.57</b>	<b>.00</b>	<b>.00</b>	<b>92.88</b>

**RANJIT SECURITIES LIMITED**  
CIN: L67120MP1994PLC008680  
**Cash Flow Statement For The Period Ended 31st March 2023**

Particulars	Figures for the Current reporting period ended on	Figures for the Previous reporting period ended on
	31st March,2023	31st March,2022
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit Before Tax and Prior Period		
Adjustment As Per P&L A/c	21.29	27.67
<b>Adjustment For:-</b>		
Dividend Income	(.68)	(.02)
Depreciation/ Amortisation	11.40	10.65
Profit on Sale of Property	.00	(40.72)
Provision for loans assets	3.39	1.01
Provision for Dep In Investments	.00	.64
	<b>14.11</b>	<b>(28.44)</b>
<b>Operating Profit (Before Working Capital Changes)</b>	<b>35.40</b>	<b>(.77)</b>
<b>Working Capital Changes :</b>		
Trade & Other Receivables	2.25	2.25
Other non-financial assets	36.06	(34.85)
Loans	(19.41)	63.66
Trade Payables	(1.61)	(18.61)
Provisions of expenses	(3.25)	(9.27)
	<b>14.03</b>	<b>3.18</b>
<b>Cash Generated From Operations</b>	<b>49.43</b>	<b>2.41</b>
Payment For Income Tax	(6.05)	(3.97)
<b>NET CASH FLOW FROM OPERATING ACTIVITIES (A)</b>	<b>43.39</b>	<b>(1.56)</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase Of Fixed Assets	(.06)	(86.72)
Dividend Received	.68	.02
Sale Of Fixed Assets	60.88	41.42
Sale Of Investments	.00	.00
Purchase Of Investments	(53.31)	(6.70)
<b>NET CASH FLOW FROM INVESTING ACTIVITIES (B)</b>	<b>8.19</b>	<b>(51.98)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from Call In Arrears Received	.00	.00
Increase / (Decrease) In Borrowings	(34.18)	46.67
<b>NET CASH FLOW FROM FINANCING ACTIVITIES (C)</b>	<b>(34.18)</b>	<b>46.67</b>
Net Increase / Decrease In Cash & Cash Equivalents (A+B+C)	17.40	(6.87)
Opening Balance Of Cash & Cash Equivalents	4.94	11.82
<b>Closing Balance Of Cash &amp; Cash Equivalents</b>	<b>22.34</b>	<b>4.94</b>

**Notes:**

1. Figures in brackets are representing Cash Outflow
2. Cash & Cash Equivalents represent Cash and Bank Balances only.
3. The above Cash Flow Statement has been prepared under the Indirect Method as setout in the Accounting Standard on Cash Flow Statements issued by the Institute Of Chartered Accountants Of India.
4. Previous Year figures have been reclassified / regrouped & re-casted wherever considered necessary to confirm to the Current Year figures

For And On Behalf Of The Board

As Per Our Report Of Even Date

For Jain Doshi & Co.

Chartered Accountants

FRNo. 007365C

**Harman Singh Hora**  
(Managing Director)  
DIN: 00209317  
Place : Indore  
Date : 30/05/2023

**Taranjeet Singh Hora** **Sandeep Nema**  
(Director) (Company secretary)  
DIN: 00200864

**(Rakesh Kumar Jain)**  
Partner  
M. No.: 075938  
UDIN: 23075938BGZAMR2484

₹ In Lakhs

Note-3	Cash and Bank Balances	31st March, 2023	31st March, 2022
<b>Cash and Cash Equivalents</b>			
<b>Cash In Hand</b>		18.05	2.09
<b>Balance with Banks</b>			
With Scheduled Banks In Current A/c		2.41	1.40
With Other Banks		.34	.26
	<hr/>	<hr/>	<hr/>
	<b>2.75</b>	<b>1.66</b>	
<b>In Deposits A/c</b>			
IDBI Bank Ltd. , Indore		1.19	1.19
ICICI Bank Ltd. , Indore		.34	-
	<hr/>	<hr/>	<hr/>
	<b>1.53</b>	<b>1.19</b>	
	<hr/>	<hr/>	<hr/>
<b>Total</b>	<b>22.34</b>		<b>4.94</b>

## Note - 4 Receivable

<b>Trade Receivables</b>			
Unsecured Considered good		5.35	7.60
	<b>Total</b>	<b>5.35</b>	<b>7.60</b>

#### 4.02 Trade Receivables ageing schedule 2022-23

Particulars	Outstanding for following periods from due date of payment						Total
	Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 years		
(i) Undisputed Trade receivables — considered good	5.35	-	-	-	-		5.35
Total	5.35	-	-	-	-		5.35

#### 4.03 Trade Receivables ageing schedule 2021-22

Particulars	Outstanding for following periods from due date of payment						Total	
	Less than 6 months			More than 6 months				
	months	1 year	1-2 years	2-3 years	3 years			
(i) Undisputed Trade receivables — considered good	7.60	-	-	-	-		7.60	
Total	7.60	-	-	-	-		7.60	

4.04 No Trade or Other receivable are Due from Directors or other officers of the company, either severally or jointly with any person, Nor any Trade receivables or other receivables are due from firms or private companies respectivly in which any director is partner, a director or a member,

#### 4.05 Impairment allowance recognised on trade receivables as "NIL" (In Previous Year also :NIL")

Note- 5	Loan	31st March, 2023	31st March, 2022
<b>A. Amortised Cost</b>			
(i)	Bills purchased and bills discounted	.00	.00
(ii)	Loans repayable on demand (refer note 7(g) below)	.00	.00
(iii)	Term loans	468.95	449.54
(iv)	Credit substitutes (refer note 7(a) below)	.00	.00
(v)	Finance lease and hire purchase	.00	.00
(vi)	Factoring	.00	.00
(vii)	Retained portion of assigned loans	.00	.00
<b>At Fair Value through Other Comprehensive Income</b>			
	Term loans	.00	.00
<b>At Fair Value through Profit and Loss</b>			
	Credit substitutes (refer note 7(a) below)	.00	.00
<b>Gross Loans</b>			
	Less : Impairment loss allowance (refer note 7(b) below)		
	Stage I & II	(16.71)	(13.66)
	Stage III	(34.22)	(33.92)
	<b>Loans net of impairment loss allowance</b>	<b>418.03</b>	<b>401.95</b>
	Unamortised loan sourcing costs	.00	.00
	Revenue received in advance	.00	.00
	<b>Total</b>	<b>418.03</b>	<b>401.95</b>
	Secured by tangible assets (refer note 7(c) below)	.00	.00
	Secured by intangible assets	.00	.00
	Covered by bank / government guarantees	.00	.00
	Unsecured (refer note 7(d) below)	468.95	449.54
	Less : Impairment loss allowance		
	Stage I & II	(16.71)	(13.66)
	Stage III	(34.22)	(33.92)
	<b>Loans net of impairment loss allowance</b>	<b>418.03</b>	<b>401.95</b>
	Add: Unamortised loan sourcing costs	.00	.00
	Less : Revenue received in advance	.00	.00
	<b>Total</b>	<b>418.03</b>	<b>401.95</b>
<b>C)</b>			
<b>(I) Loans in India</b>			
i)	Public sector	.00	.00
ii)	Others (Refer note (c) below)	468.95	449.54
	Less : Impairment loss allowance		
	Stage I & II	(16.71)	(13.66)
	Stage III	(34.22)	(33.92)
	<b>Total</b>	<b>418.03</b>	<b>401.95</b>

(a) Impairment loss allowance of ₹ 50.93 lakhs (March 31, 2022 : ₹ 57.58 lakhs) has been provided on loans through Profit & Loss account.

(b) Loans to related parties Rs. Nil lakh (March 31, 2022 : Rs. Nil lakh).

(c) Loans to others include loans to retail and corporate other than public sector undertakings (PSUs)

**RANJIT SECURITIES LIMITED**

Note- 6	<u>Investment</u>	31st March, 2023	₹ In Lakhs		
			31st March,2022		
<b>A Investments in India</b>					
<b>Investments carried at cost</b>					
Fully paid equity shares (quoted)		66.78	13.47		
Fully paid equity shares (unquoted)		.08	.08		
Mutual funds (quoted)		.00	.00		
Security receipts		.00	.00		
	Total	66.85	13.54		
Less: Diminution in value of investments		(.10)	(.10)		
Net Carrying value of investments		66.75	13.44		
The market value of quoted investments		88.86	25.53		
<b>B Investments outside India.</b>					
Net Carrying value of investments	Total	66.75	13.44		

**RANJIT SECURITIES LIMITED**

Note-7	<u>Deferred Tax assets/(-)Liabilities</u>	31st March, 2023	₹ In Lakhs		
			31st March,2022		
<b>Deferred Tax assets</b>					
Property Plant and Equipments & Intangible assets					
Disallowance Under Income Tax Act,1961		.00	.00		
	Total	.94	.68		
<b>b. Movement in Deferred Tax assets/(-)Liabilities</b>					
Property Plant and Equipments & Intangible assets					
Opening Balance		.68	.75		
Recognised)/ reversed through the statement of profit and loss		.26	(.07)		
Closing Balance		.94	.68		

**Note - 8 : Property, Plant and Equipments**

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment, if any. Costs directly attributable to acquisition are capitalized until the property, plant and equipment are ready for use, as intended by the management. The charge in respect of periodic depreciation is derived at after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life.

8.1 The Company depreciates property, plant and equipment over their estimated useful lives using the straightline method. The estimated useful lives of assets are as follows :

Property	Useful Life (Years)
Office Building	20
Furniture & Fixtures	10
Office Equipments	5
Computers	3
Vehicle	8
DG Set	5
UPS	5
Intangible Assets - Computer Software	3

**8.2 Carrying value of Property, Plant and Equipments**

Property	As at 31/03/2023	As at 31/03/2022
Office Building	.51	1.20
Furniture & Fixtures	9.48	12.30
Office Equipments	1.33	1.93
Computers	.46	1.29
Vehicle	13.35	79.87
DG Set	.53	.66
UPS	.53	.66
Intangible Assets - Computer Software	.53	1.04
Total	<b>26.71</b>	<b>98.94</b>

**8.3 The changes in the carrying value of property, plant and equipment for the year ended March 31, 2023 were as follows**

S. No.	Particulars	Office Building	Furniture & Fixtures	Office Equipments	Computers	Vehicle	DG Set	UPS
<b>1 Gross Block</b>								
	Opening Balance	14.49	29.53	10.56	10.52	84.23	.71	.72
	Add : Addition during the year	.00	.00	.06	.00	.00	.00	.00
	Less: Deduction During the year	.00	.00	.00	.00	-68.18	.00	.00
	Balance as at March,31, 2023	14.49	29.53	10.62	10.52	16.05	.71	.72
<b>2 Accumulated Depreciation</b>								
	Opening Balance	13.29	17.23	8.63	9.23	4.35	.05	.06
	Add : Addition during the year	.69	2.82	.66	.83	5.64	.13	.13
	Less: Deduction During the year	.00	.00	.00	.00	-7.29	.00	.00
	Balance as at March,31, 2023	13.98	20.05	9.30	10.06	2.70	.18	.19
<b>3 Net Block (1-2)</b>								
	<b>Carrying value as at March 31, 2023</b>	<b>.51</b>	<b>9.48</b>	<b>1.33</b>	<b>.46</b>	<b>13.35</b>	<b>.53</b>	<b>.53</b>

**8.4 The changes in the carrying value of property, plant and equipment for the year ended March 31, 2022 were as follows**

S. No.	Particulars	Office Building	Furniture & Fixtures	Office Equipments	Computers	Vehicle	DG Set	UPS
<b>1 Gross Block</b>								
	Opening Balance	14.49	29.53	10.56	10.10	.00	.00	.00
	Add : Addition during the year	.00	.00	.00	.42	84.23	.71	.72
	Less: Deduction During the year	.00	.00	.00	.00	.00	.00	.00
	Balance as at March,31, 2022	14.49	29.53	10.56	10.52	84.23	.71	.72
<b>2 Accumulated Depreciation</b>								
	Opening Balance	12.60	14.41	7.98	8.22	.00	.00	.00
	Add : Addition during the year	.69	2.82	.65	1.01	4.35	.05	.06
	Less: Deduction During the year	.00	.00	.00	.00	.00	.00	.00
	Balance as at March,31, 2022	13.29	17.23	8.63	9.23	4.35	.05	.06
<b>3 Net Block (1-2)</b>								
	<b>Carrying value as at March 31, 2022</b>	<b>1.20</b>	<b>12.30</b>	<b>1.93</b>	<b>1.29</b>	<b>79.87</b>	<b>.66</b>	<b>.66</b>

8.5 One Vehicle with carrying amount of ` 13.35 lakhs (March 31, 2022: ` 15.15 lakhs ) are hypothecated to ICICI Bank against vehicle loans.

Note - 9 <u>Other non-financial assets</u>	As at 31/03/2023	As at 31/03/2022
Sundry Receivables	4.57	37.70
TDS Receivable	.63	2.59
TCS Receivable	.00	.59
Income Tax Refund	.69	.69
Prepaid Insurance	.07	.45
Capital Advances(For Plot)	15.49	15.49
<b>Security Deposits with</b>		
Telephone Deposit	.01	.01
M.P.C.T.	.20	.20
Telephone Deposit (Jio)	.03	.03
MP.PKVCL (SECURITY DEPOSIT)	.05	.05
<b>Total</b>	<b>21.74</b>	<b>57.80</b>

Note - 10 Trade Payables	As at 31/03/2023	As at 31/03/2022
A. Total outstanding dues of micro enterprises and small enterprises (MSME)	.36	1.86
B. Total outstanding dues to creditors other than micro enterprises and small enterprises (MSME) Esic	.80	.91
	<b>Total</b>	<b>2.78</b>
	<b>1.16</b>	

**10.01 Trade payables ageing schedule for the year ended March 31, 2023 :**

Particulars	Outstanding for following periods from due date of payment			Total	
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	.36	-	-	-	.36
(ii) Others	.00	-	-	-	.00
(iii) Disputed dues MSME	.00	-	-	-	.00
(iv) Disputed dues Others	.00	-	-	-	.00
(v) Unbilled Dues	.80	-	-	-	.80
<b>Total</b>	<b>1.16</b>				<b>1.16</b>

**10.02 Trade payables ageing schedule for the year ended March 31, 2022:**

Particulars	Outstanding for following periods from due date of payment			Total	
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i)MSME	1.86	-	-	-	1.86
(ii)Others	.00	-	-	-	.00
(iii) Disputed dues MSME	.00	-	-	-	.00
(iv) Disputed dues Others	.00	-	-	-	.00
(v) Unbilled Dues	.91	-	-	-	.91
<b>Total</b>	<b>2.78</b>				<b>2.78</b>

Note - 11 : Short-Term Borrowings	As at 31/03/2023	As at 31/03/2022
Loan From Bank (Secured Against Hypothecation of One Vehicle)	1.55	6.45
From Directors Unsecured	6.00	34.24
From Related parties Unsecured	4.94	5.98
<b>Total</b>	<b>12.49</b>	<b>46.67</b>

1: Loan from Bank was taken from ICICI Bank Ltd amounting to Rs. 15 lakhs for purchase of motor vehicle against hypothecation of the vehicle.

2 : The Loan is repayable in 21 EMIs. Interest @ 10.51% on loan is payable which is included in EMIs.

Note - 12 : Short Term Provision	31st March, 2023	31st March, 2022
<b>Provision For employees benefits</b>		
Salary payable	2.95	6.53
<b>Others</b>		
Standard Loan assets	.59	.55
Audit Fees payable	.95	.45
Unearned Interest	.00	.00
Telephone, Electricity Bill Payable	.02	.17
<b>Total</b>	<b>4.51</b>	<b>7.71</b>

Note - 13 Equity Share Capital

Particulars	As at 31st Mar,2023		As at 31st March,2022	
	Number of shares	Amount	Number of shares	Amount
<b>Authorised</b>				
Equity Shares ` 10/- par value	50,00,000	500.00	50,00,000	500.00
<b>Issued, Subscribed &amp; Paid Up Capital</b>				
Equity Shares ` 10/- par value	26,87,400	268.74	26,87,400	268.74
<b>Equity Shares Forfeited</b>				
(Amount Originally Paid-Up)	23,12,600	157.36	23,12,600	157.36
<b>Total</b>	<b>50,00,000</b>	<b>426.10</b>	<b>50,00,000</b>	<b>426.10</b>

## 13.02 Reconciliation Of Equity Shares and amount outstanding at the beginning and at the end Of the Year :

Particulars	As at 31st Mar,2023		As at 31st March,2022	
	Number of shares	Amount	Number of shares	Amount
<b>Equity Shares</b>				
Opening Balance	26,87,400	268.74	26,87,400	268.74
Add : Addiiton During the year	0.00	.00	0.00	.00
Outstanding At the End of the Year	26,87,400	268.74	26,87,400	268.74
<b>Equity Shares Forfeited</b>				
Opening Balance	23,12,600	157.36	23,12,600	157.36
Add : Addiiton During the year	0.00	.00	0.00	.00
Outstanding At the End of the Year	23,12,600	157.36	23,12,600	157.36

## 13.03 Terms/rights attached to equity shares

The Company has only one class of shares referred to as equity shares having a par value of ₹ 10/-. Each holder of equity shares is

13.04 In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the company in proportion to the number of equity shares held by the shareholders, after distribution of all preferential amounts. However, no such preferential amounts exist currently.

## 13.05 Details shareholders holding more than 5% share in the company

Name of share holder	As at 31st March, 2023		As at 31st March,2022	
	No. of shares	% of holding	No. of shares	% of holding
Taranjeet Singh Hora	3,89,700	14.50	3,89,700	14.50
Ranjeet Kaur Hora	4,10,900	15.29	4,10,900	15.29
Harman Singh Hora	2,03,600	7.58	2,03,600	7.58

## 13.06 Details shares held by promoters in the company and change during the year

Name of promoters	As at 31st March,2023			As at 31st March,2022		
	Number of shares	% of holding	% of change during the year	Number of shares	% of holding	% of change during the year
Taranjeet Singh Hora	3,89,700	14.50	-	3,89,700	14.50	-
Ranjeet Kaur Hora	4,10,900	15.29	-	4,10,900	15.29	-
Harman Singh Hora	2,03,600	7.58	-	2,03,600	7.58	-
Manmohan Gambhir	1,21,500	4.52	-	1,21,500	4.52	-
Surender Singh Hora	11,900	0.44	-	11,900	0.44	-
Satnam Kaur	3,000	0.11	-	3,000	0.11	-
Surendar Singh Hora HUF	3,000	0.11	-	3,000	0.11	-
Ramesh Kumar Gambhir	,100	0.00	-	,100	0.00	-
Urmila Gambhir	,100	0.00	-	,100	0.00	-
<b>Total</b>	<b>11,43,800</b>			<b>11,43,800</b>		

13.07 There are no shares allotted as fully paid-up by way of bonus shares or allotted as fully paid-up pursuant to contract without payment being received in cash, or bought back during the period of five years immediately preceding the reporting date.

13.08 There are no securities which are convertible into equity shares.

Note 14 : Reserves & Surplus (Other Equity- Statement of changes)

Particulars	31st March,2023	31st March,2022
<b>A. Special Reserve*</b>		
Balance at the beginning Of the Year	29.31	25.63
Add : Reserve transfer from P&L for the Year	3.80	3.68
Total	33.11	29.31
*(as Stipulated By RBI )		
<b>B. Surplus in Statement of Profit and Loss</b>		
Balance at the beginning Of the Year	63.57	48.84
Add : Reserve transfer from P&L for the Year	18.98	18.41
Total	82.55	67.25
<b>Less : Appropriation</b>		
Profit Transfer To Special Reserve	(3.80)	(3.68)
Reserve at the end of the year	78.75	63.57
<b>Total</b>	<b>111.86</b>	<b>92.88</b>

14.02 **Nature of reserves**(a) **Special Reserve ( as Stipulated By RBI )**

Special reserves are required to be maintained as per RBI prudential norms to every NBFC. Every year 20% of the net profit before distribution to the shareholders are required to be transferred

(b) **Surplus in Statement of Profit and Loss**

Retained earnings comprises of undistributed earnings after taxes.

## RANJIT SECURITIES LIMITED

Note - 15	Revenue From Operations	31st March, 2023	31st March,2022
1	Interest on Finance	76.36	69.42
		<b>76.36</b>	<b>69.42</b>

Note - 16 Other Income

Processing & File Charges	21.18	25.86
Rent	11.94	12.09
Dividend Received	.68	.02
Interest Received From FD	.02	.00
Miscellaneous Income	.00	.01
Profit on Sale of Property	.00	40.72
Profit on Shares	4.81	.30
<b>Total</b>	<b>38.62</b>	<b>78.99</b>

## RANJIT SECURITIES LIMITED

Note - 17	Employee Benefit Expenses	31st March, 2023	31st March,2022
	Staff Salary	53.08	78.39
	<b>Total</b>	<b>53.08</b>	<b>78.39</b>

**Note - 18 Finance Costs**

1	Bank Charges & Commission	.42	.27
2	Interest on secured loan	.67	.81
	<b>Total</b>	<b>1.09</b>	<b>1.09</b>

**Note - 19 Other Expenses**

Advertisement	.27	.31
Annual Custodial Fees	.09	.09
Repairs & Maintenance Renovation	1.06	1.74
Computer Maintenance & Web hosting	3.57	2.61
Travelling & Conveyance Expenses	.12	.55
Electricity Exp	2.43	2.34
Office Rent	1.52	2.62
Legal & Professional Expenses	6.02	5.53
E- Voting Charges	.05	.06
Listing Fees	3.00	3.00
Postage and Telegram	.17	.18
Printing & Stationery	.71	.70
Property Tax	.66	.66
GST net of ITC	2.95	3.93
Telephone Exp	.74	1.44
Vehicle Insurance	.38	.30
Vehicle Repairs & Maintenance	.05	5.71
<b>Auditors Remuneration</b>		
Statutory Audit Fees	.75	.50
Tax Audit Fees	.20	-
Other services	-	-
	<b>Total</b>	<b>24.74</b>
		<b>32.26</b>

**RANJIT SECURITIES LIMITED**

Amount in `₹

	31st March, 2023	31st March, 2022
Profit after Tax	18,98,398	18,40,875
Opening number of Equity Shares	26,87,400	26,87,400
Closing number of Equity Shares	26,87,400	26,87,400
Weighted number of Equity shares	26,87,400	26,87,400
Face Value of the each Equity Shares	10	10
<b>Earning per equity shares</b>		
Basic	0.71	0.69
Diluted	0.71	0.69

## Note - 21 Analytical Ratios

SI NO	Ratio	Numerator	Denominator	Current Period 2022-23	Previous Period 2021-22	% Variance	Reason for Variance
a	Current Ratio	Current Assets	Current Liabilities	3.79	2.51	50.94	See Note (i)
b	Debt – Equity Ratio	Shareholder Total Debt's Equity		0.02	0.09	-74.18	See Note (ii)
c	Debt Service Coverage Ratio*	Earnings available for debt service	Debt Service	1.60	0.81	98.08	See Note (iii)
d	Return on Equity (ROE):	Net Profits after taxes – Preference Dividend (if any)	Average Shareholder's Equity	3.59	4.32	-16.85	NA
e	Inventory Turnover Ratio	Cost of goods sold OR sales	((Opening + Closing balance) / 2)	NA	NA	NA	NA
f	Trade receivables turnover ratio	Net Credit Sales	Average Accounts Receivable	NA	NA	NA	NA
g	Trade payables turnover ratio	Net Credit Purchases	Average Trade Payables	NA	NA	NA	NA
h	Net capital turnover ratio	Net Turnover	Average Working Capital	NA	NA	NA	NA
i	Net Profit Ratio	Net Profit	Net Turnover	0.17	0.12	33.10	See Note (iv)
j	Return on capital employed (ROCE)	Earning before interest and taxes	Capital Employed	4.01	5.64	-28.90	See Note (v)
k	Return on Investment						
	On Quoted Investments	Profit on Investments	Weighted Average Investments	9.83	9.27	6.13	See Note (vi)
	On Unquoted Investments	Profit on Investments	Weighted Average Investments	Nil	Nil	NA	

## Note- Reasons for Variances

- (i) Current Liabilities have been reduced due to reduction in short term borrowings from ` 46.67 to ` 12.59 lakhs.
- (ii) Total Debt of the company have been reduced from ` 46.67 to ` 12.59 lakhs.
- (iii) Due to reduction in borrowings interest cost has been come down.
- (iv) During the year net profit after tax have come at near to previous years net profit due to lower tax provisions and also reversal of deferred tax assets even though Net profit before tax was lower as compared to previous year.
- (v) During the year Net Profit is near to previous year's Net profit but ratio is lower due to increase in average capital employed.
- (vi) while calculating ROI only realised profit has been considered
- (vi) to present better comparability, previous years ratios have been recalculated wherever it is considered necessary.

**Accounting Policies and Notes to the Financial Statements for the year ended March 31, 2023****1. CORPORATE INFORMATION**

Ranjit Securities Limited (The Company) is a public Limited Company domiciled in India and its shares are listed on Stock Exchange. But, trading is suspended. The Company is principally engaged in providing Loans and Advances and is registered as an NBFC under Section 45 IA of RBI Act, 1934.

**2. SIGNIFICANT ACCOUNTING POLICIES****(i) Basis of Preparation and significant accounting policies**

The financial statements for the year ended March 31, 2023 have been prepared by the Company in accordance with Indian Accounting Standards ("Ind AS") notified by the Ministry of Corporate Affairs, Government of India under the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time, in this regard.

For periods up to and including the previous accounting year, the Company presented its financial statements on accrual basis under historical cost convention, and conform in all material aspects to the Generally Accepted Accounting Principles in India ('Indian GAAP' or 'previous GAAP') which encompasses applicable accounting standards relevant provisions of the Companies Act, 2013, the applicable guidelines issued by the Reserve Bank of India (RBI) for Non-Banking Financial Companies, other statutory provisions and regulatory framework.

The financial statements for the year ended March 31, 2023 are prepared under Ind AS. An explanation of how the transition to Ind AS has affected the reported financial position, financial performance and cash flows of the Company is provided in Note "23". The accounting policies set out below have been applied consistently to the periods presented in these financial statements.

**(ii) Functional and Presentation currency**

These financial statements are presented in Indian Rupees ('), which is the Company's functional and presentation currency. All amounts have been denominated in lakhs and rounded off to the nearest two decimal, except when otherwise indicated.

**(iii) Basis of measurement**

The financial statements have been prepared on a historical cost basis, when otherwise indicated.

**(iv) Use of judgements and estimates**

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities (including contingent liabilities and assets) as on the date of the financial statements and the reported income and expenses for the reporting period. Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

**(a) Judgements**

Information about the judgements made in applying accounting policies that have the most significant effects on the amounts recognised in the financial statements is included in the following notes:

Classification of financial assets : assessment of business model within which the assets are held and assessment of whether the contractual terms of the financial asset are solely payments of principal and interest on the principal amount outstanding.

Impairment of financial assets : establishing the criteria for determining whether credit risk on the financial assets has increased significantly since initial recognition, determining methodology for incorporating forward looking information into measurement of expected credit loss ('ECL') and selection of models used to measure ECL.

Equity accounted investees : whether the Company has significant influence over an investee.

**(b) Assumptions and estimation uncertainties**

Measurement of defined benefit obligations: key actuarial assumptions

Recognition of deferred tax assets: availability of future taxable profit against which carry-forward tax losses can be used;

Determination of the estimated useful lives of tangible assets and the assessment as to which components of the cost may be capitalised;

Estimates regarding the value in use of the cash generating unit (CGU) for non financial assets based on the future cash flows.; and

Recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources.

**(v) Revenue Recognition**

The Company follows the accrual basis of accounting except, in the following case where the same are recorded on cash basis on ascertainment of risk and obligation.

- Interest and other dues are recognized on accrual basis except in the case of Income of Non-Performing Assets (NPA) which is recognized as & when received as per the Prudential Norms prescribed by the RBI.
- Dividend declared by the respective companies' upto the close of the accounting period are accounted for as income once the right to receive is established.

**(vi) Statement of Cash Flows**

Statement of Cash Flows is prepared segregating the cash flows into operating, investing and financing activities. Cash flow from operating activities is reported using indirect method adjusting the net profit for the effects of:

- i. changes during the period in operating receivables and payables transactions of a non-cash nature
- ii. non-cash items such as depreciation, Impairment, deferred taxes, unrealized foreign currency gains and losses, and undistributed profits of associates and joint ventures; and
- iii. all other items for which the cash effects are investing or financing cash flows.

Cash and cash equivalents (including bank balances) shown in the Statement of Cash Flows exclude items which are not available for general use as on the date of Balance Sheet.

**(vii) Financial assets at Fair Value through Other Comprehensive Income ('FVTOCI')**

A financial asset is measured at FVTOCI only if both of the following conditions are met : It is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets.

The contractual terms of the financial asset represent contractual cash flows that are solely payments of principal and interest.

Subsequently, these are measured at fair value and changes therein, are recognized in other comprehensive income. Impairment losses on said financial assets are recognized in other comprehensive income and do not reduce the carrying amount of the financial asset in the balance sheet.



**(viii) Financial assets at Fair Value through Profit and Loss (FVTPL)**

Any financial instrument, which does not meet the criteria for categorisation as at amortized cost or as FVOCI, is classified as at FVTPL. Subsequently, these are measured at fair value and changes therein, are recognized in profit and loss account.

**(ix) Investment in equity instruments**

All equity investments in scope of Ind AS 109 (i.e. other than equity investments in subsidiaries / associates / joint ventures) are measured at FVTPL.

Subsequently, these are measured at fair value and changes therein, are recognized in profit and loss account. However on initial recognition of an equity instrument that is not held for trading, the Company may irrevocably elect to present subsequent changes in fair value in OCI. This election is made on an investment by investment basis.

**(x) De-recognition/Modification of financial assets and financial liabilities****Financial assets**

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily de-recognised (i.e. removed from the Company's balance sheet) when:

The rights to receive cash flows from the asset have expired, or fully recovered or

The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either:

(a) the Company has transferred substantially all the risks and rewards of the asset, or

(b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognize the transferred asset to the extent of the Company's continuing involvement. The Company also recognize a liability for the consideration received attributable to the Company's continuing involvement on the asset transferred. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

On de-recognition of a financial asset, the difference between the carrying amount of the asset (or the carrying amount allocated to the portion of the asset de-recognized) and the sum of (i) the consideration received (including any new asset obtained less any new liability assumed) and (ii) any cumulative gain or loss that had been recognized in OCI is recognized in profit or loss.

**Financial liabilities**

The Company de-recognizes a financial liability when its contractual obligations are discharged or cancelled, or expired.

**(xi) Modifications of financial assets and financial liabilities****Financial assets**

If the terms of a financial asset are modified, the Company evaluates whether the cash flows of the modified asset are substantially different. If the cash flows are substantially different, then the modification results in derecognition of the original financial asset and new financial asset is recognized at fair value.

If the cash flows of the modified asset are not substantially different, then the modification does not result in de-recognition of the financial asset. In this case, the Company recalculates the gross carrying amount of the financial asset and recognizes the amount arising from adjusting the gross carrying amount as a modification gain or loss in profit or loss. Any costs or fees incurred adjust the carrying amount of the modified financial asset and are amortised over the remaining term of the modified financial asset by recomputing the EIR rate on the instrument.

If such a modification is carried out because of financial difficulties of the borrower, then the gain or loss is presented together with impairment losses. In other cases, it is presented as interest income.

#### **Financial liabilities**

The Company de-recognizes a financial liability when its terms are modified and the cash flows of the modified liability are substantially different. In this case, a new financial liability based on the modified terms is recognized at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognized in profit or loss.

If the modification is not accounted as derecognition, then the amortised cost of the liability is recalculated by discounting the modified cash flows at the original EIR and the resulting gain or loss is recognised in profit or loss. Any costs or fees incurred adjust the carrying amount of the modified financial liability and are amortised over the remaining term of the modified financial liability by recomputing the EIR rate on the instrument.

#### **Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet when the Company has a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis, or realize the asset and settle the liability simultaneously.

#### **(xii) Impairment of Financial Assets**

The Company recognizes impairment allowances for ECL on all the financial assets that are not measured at FVTPL:

Financial assets that are debt instruments.

Lease receivables.

Financial guarantee contracts issued.

Loan commitment issued.

No impairment loss is recognized on equity investments.

ECL are probability weighted estimate of credit losses. They are measured as follows:

Financial assets that are not credit impaired – as the present value of all cash shortfalls that are possible within 12 months after the reporting date.

Financial assets with significant increase in credit risk but not credit impaired – as the present value of all cash shortfalls that result from all possible default events over the expected life of the financial asset.

Financial assets that are credit impaired – as the difference between the gross carrying amount and the present value of estimated cash flows.

Undrawn loan commitments – as the present value of the difference between the contractual cash flows that are due to the Company if the commitment is drawn down and the cash flows that the Company expects to receive.

With respect to trade receivables and other financial assets, the Company measures the loss allowance at an amount equal to lifetime expected credit losses.

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets. For financial assets at FVTOCI, the loss allowance is recognised in OCI.

Based on the above process, the Company categorizes its loans into Stage 1, Stage 2 and Stage 3, as described below:

**Stage 1:** When loans are first recognized, the Company recognizes an allowance based on 12 month ECLs. This also includes facilities where the credit risk has improved and the loan has been reclassified from Stage 2.

**Stage 2:** When a loan has shown a significant increase in credit risk since origination, the Company records an allowance for the LTECLs. Stage 2 loans also include facilities, where the credit risk has improved and the loan has been reclassified from Stage 3.

**Stage 3:** Loans considered credit-impaired. A default on a financial asset is when the counterparty fails to make the contractual payments within 90 days of when they fall due. Accordingly, the financial assets shall be classified as Stage 3, if on the reporting date, it has been more than 90 days past due. Further if the customer has requested forbearance in repayment terms, such restructured, rescheduled or renegotiated accounts are also classified as Stage 3. Non-payment on another obligation of the same customer is also considered as a stage 3. Defaulted accounts include customers reported as fraud in the Fraud Risk Management Committee. Once an account defaults as a result of the Days past due condition, it will be considered to be cured only when entire arrears of interest and principal are paid by the borrower. The Company records an allowance for the LTECLs.

#### **Write-off**

Financial assets are written off (either partially or in full) when there is no reasonable expectation of recovering a financial asset in its

entirely or a portion thereof. This is generally the case when the Company determines that the borrower does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. This assessment is carried out at the individual asset level and is charged to statement of profit or loss.

However, financial assets that are written off could still be subject to enforcement activities under the Company's recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in profit or loss as an adjustment to impairment on financial assets.

**(xiii) Property, plant and equipment and Investment property**

**Recognition and measurement**

Property, plant and equipment held for use or for administrative purposes, are stated in the balance sheet at cost less accumulated depreciation and accumulated impairment losses. The cost includes non-refundable taxes, duties, freight and other incidental expenses related to the acquisition and installation of the respective assets.

Investment Property consists of building let out to earn rentals. The Company follows cost model for measurement of investment property.

**Depreciation**

Depreciation is provided using the straight line method over the useful life as prescribed under Schedule II to the Companies Act, 2013. Depreciation is calculated on pro-rata basis, including the month of addition and excluding the month of sale/disposal. Leasehold improvements are amortized over the underlying lease term on a straight line basis. Residual value in respect of Buildings and Vehicles is considered as 5% of the cost and in case of other assets 'Nil'.

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

**De-recognition**

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

**Transition to Ind AS**

The Company has elected to continue with the carrying value of all of its property, plant and equipment and investment property recognized as of April 1, 2021 (the transition date) measured as per the previous GAAP and use such carrying value as its deemed cost as of the transition date.

**Intangible assets**

**Recognition and measurement**

Intangible assets are recognized at cost of acquisition which includes all expenditure that can be directly attributed or allocated on a reasonable and consistent basis, to create, produce or making the asset ready for its intended use.

**Amortisation**

Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

**De-recognition**

An intangible asset is de-recognized on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from de-recognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset is recognised in profit or loss when the asset is de-recognized.

**Transition to Ind AS**

The Company has elected to continue with the carrying value of all of its intangible asset recognised as of April 1, 2021 (the transition date) measured as per the previous GAAP and use such carrying value as its deemed cost as of the transition date.

**Impairment of non-financial assets**

At each reporting date, the Company reviews the carrying amount of its non-financial assets (other than assets held for sale and deferred tax assets) to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that is largely independent of the cash inflows of other assets or CGUs.

The 'recoverable amount' of an asset or CGU is the greater of its value in use and its fair value less costs to sell. 'Value in use' is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU.

Impairment losses are recognised in profit and loss. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

**(xiv) Provisions and contingencies related to claims, litigation, etc.**

A contingent liability exists when there is a possible but not probable obligation, or a present obligation that may, but probably will not, require an outflow of resources, or a present obligation whose amount cannot be estimated reliably.

Contingent liabilities do not warrant provisions, but are disclosed unless the possibility of outflow of resources is remote. Contingent assets are disclosed in the financial statements where an inflow of economic benefits is probable.

**(xv) Cash and cash equivalent**

Cash and cash equivalents include balance with banks in current accounts and term deposits, cash & cheques in hand and money lent on collateralized lending & borrowing obligations transactions.

**(xvi) Retirement Benefit**

Retirement benefits, gratuity medical reimbursement and Leave Payments and other liabilities in respect on employees, shall be accounted as and when company becomes statutory liable.

**(xvii) Taxation**

- The provision for current tax has been provided following current year income tax provisions.
- Deferred tax assets and liabilities are recognized on a prudent basis for future tax consequences of timing differences arising between the carrying value of assets and liabilities and their respective tax basis, and carried forward losses. It is measured using tax rates and tax laws that have been enacted or substantially enacted at the balance sheet date. The impact of changes in deferred tax assets and liabilities is recognized to the profit and loss account.

**(xviii) Earnings Per Share**

The company reports basic and diluted earnings per shares are computed in accordance with "Accounting Standard - 20 Earnings per Share". Basic EPS is calculated by dividing the Net Profit after tax for the year attributable to equity shareholders by the weighted Average number of Equity Shares outstanding during the year.

**(xix) Prior Period Adjustment & Extra-Ordinary Item**

Income and expenditure pertaining to prior period, if any, which were omitted to be recorded in last year due to error or omission in books are duly reflected under head of prior period items in the statement of Profit & loss of current year.

**(xx) Contingencies & Events Occurring After The Balance Sheet Date**

Accounting for contingencies (gains and losses) arising out of contractual obligations, are made only on the basis of mutual acceptances. Events occurring after the date of the Balance Sheet are considered up to the date of approval of the accounts by the Board, where material.

**(xxi) Segment Reporting**

Primary Segment identified based on the nature of product and secondary segment is identified based on geographical location.

**(xxii) Recent accounting pronouncements**

The Ministry of Corporate Affairs (MCA) on 31st March 2023 through Companies (Indian Accounting Standards) Amendment Rules, 2023 has notified the following amendments to IND AS which are applicable for the annual periods beginning on or after 1st April, 2023.

Indian Accounting Standard (Ind AS) 1 – Presentation of financial statements – This amendment requires the Company to disclose its material accounting policies rather than their significant accounting policies.

The Company will carry out a detailed review of accounting policies to determine material accounting policy information to be disclosed going forward.

The Company does not expect this amendment to have any material impact in its financial statements.

Indian Accounting Standard (Ind AS) 8 – Accounting Policies, Changes in Accounting Estimates and Errors – This amendment has changed the definition of a “change in accounting estimates” to a definition of “accounting estimates”. The amendment clarifies how companies should distinguish changes in accounting policies from changes in accounting estimates.

The Company does not expect this amendment to have any material impact in its financial statements.

Indian Accounting Standard (Ind AS) 12 – Income taxes – This amendment has done away with the recognition exemption on initial recognition of assets and liabilities that give rise to equal and offsetting temporary differences.

The Company does not expect this amendment to have any material impact in its financial statements.

#### **Note No “23” : First time adoption of Ind AS**

##### **Explanation of transition to Ind AS**

These financial statements for the year ended 31 March 2023, are the first financial statements, the Company has prepared in accordance with Ind AS. For the periods up to and including the year ended 31 March 2022, the Company prepared its financial statements in accordance with accounting standards notified under Section 133 of the Companies Act, 2013, read with the Companies (Indian Accounting Standards) Rules, 2015 as amended.

Accordingly, the Company has prepared its financial statements to comply with Ind AS for the year ended 31 March 2023, together with comparative data as at and for the year ended 31 March 2022, as described in the summary of significant accounting policies. All applicable Ind AS have been consistently applied retrospectively subject to Ind AS 101 exemptions and exceptions availed by the Company.

In preparing these financial statements, the Company’s opening balance sheet was prepared as at 1 April 2021, the Company’s date of transition to Ind AS.

‘In preparing its Ind AS balance sheet as at 1 April 2021 and in presenting the comparative information for the year ended 31 March 2022, the Company has adjusted amounts reported previously in financial statements prepared in accordance with previous GAAP. This note explains the principal adjustments made by the Company in restating its financial statements prepared in accordance with previous GAAP, and how the transition from previous GAAP to Ind AS has affected the Company’s financial position, financial performance and cash flows.

##### **Optional exemptions availed and mandatory exceptions**

In preparing the financial statements, the Company has applied the below mentioned optional exemptions and mandatory exceptions.

##### **A. Optional exemptions:**

###### **(i) Property plant and equipment, intangible assets and investment properties**

As per Ind AS 101 an entity may elect to:

(a) measure an item of property, plant and equipment at the date of transition at its fair value and use that fair value as its deemed cost at that date; or

(b) use a previous GAAP revaluation of an item of property, plant and equipment at or before the date of transition as deemed cost at the date of the revaluation, provided the revaluation was, at the date of the revaluation, broadly comparable to:

- fair value;

- or cost or depreciated cost under Ind AS adjusted to reflect, for example, changes in a general or specific price index.

The elections under (a) and (b) above are also available for intangible assets that meets the recognition criteria in Ind AS 38, Intangible Assets, (including reliable measurement of original cost); and criteria in Ind AS 38 for revaluation (including the existence of an active market); or

(c) use carrying values of property, plant and equipment, intangible assets and investment properties as on the date of transition to Ind AS (which are measured in accordance with previous GAAP and after making adjustments relating to decommissioning liabilities prescribed under Ind AS 101) if there has been no change in its functional currency on the date of transition.

The Company has elected to apply the exemption available under Ind AS 101 to use the previous GAAP revaluation for all of its property, plant and equipment, intangible assets and investment properties as recognised in the financial

statements as at the date of transition to Ind AS, as deemed cost as at the date of transition (i.e. 1 April 2021).

**(i) Derecognition of financial assets and liabilities**

As per Ind AS 101, an entity should apply the derecognition requirements in Ind AS 109, Financial Instruments, prospectively for transactions occurring on or after the date of transition to Ind AS. However, an entity may apply the derecognition requirements retrospectively from a date chosen by it if the information needed to apply Ind AS 109 to financial assets and financial liabilities derecognised as a result of past transactions was obtained at the time of initially accounting for those transactions.

The Company has elected to apply the derecognition principles of Ind AS 109 prospectively from 1 April 2021.

**(ii) Estimates**

As per Ind AS 101, an entity's estimates in accordance with Ind AS at the date of transition to Ind AS and at the end of the comparative period presented in the entity's first Ind AS financial statements, as the case may be, should be consistent with estimates made for the same date in accordance with the previous GAAP unless there is objective evidence that those estimates were in error. However, the estimates should be adjusted to reflect any differences in accounting policies.

As per Ind AS 101, where application of Ind AS requires an entity to make certain estimates that were not required under previous GAAP, those estimates should be made to reflect conditions that existed at the date of transition (for preparing opening Ind AS balance sheet) or at the end of the comparative period (for presenting comparative information as per Ind AS).

The Company's estimates under Ind AS are consistent with the above requirement. Key estimates considered in preparation of the financial statements that were not required under the previous GAAP are listed below:

- Fair value of financial instruments carried at fair value through profit and loss and/ or fair value through other comprehensive income.
- Impairment of financial assets based on the expected credit loss model.
- Determination of the discounted value for financial instruments carried at amortised cost.

**Classification and measurement of financial assets**

Ind AS 101 requires an entity to assess classification of financial assets on the basis of facts and circumstances existing as on the date of transition. Further, the standard permits measurement of financial assets accounted at amortised cost based on facts and circumstances existing at the date of transition if retrospective application is impracticable.

Accordingly, the Company has determined the classification of financial assets based on facts and circumstances that exist on the date of transition. Measurement of the financial assets accounted at amortised cost has been done retrospectively.

**Reconciliation of total comprehensive income for the year ended 31 March 2022**

Ind AS 101 requires an entity to reconcile equity, total comprehensive income and cash flows for prior periods. The following tables represent the reconciliations from previous GAAP to Ind AS.

**(ii) Reconciliation of total comprehensive income for the year ended 31st March 2022**

<b>Revenue from operations</b>			
Interest Income (b)&(i)	1,925.50	686.99	2,612.49
Dividend Income	58.46	—	58.46
Rental Income	37.68	—	37.68
Fees and commission income	19.04	0.43	19.47
Net gain on fair value changes (e)	389.96	329.52	719.48
<b>Total Revenue from operations</b>	<b>2,430.64</b>	<b>1,016.94</b>	<b>3,447.58</b>
Other income (f)	352.91	(60.50)	292.41
<b>Total Income (I+II)</b>	<b>2,783.54</b>	<b>956.44</b>	<b>3,739.99</b>
<b>Expenses</b>			
Impairment on financial instruments (d)	2,327.04	(1,392.68)	934.36
Employee Benefits Expenses (c)&(m)	107.82	1.37	109.19
Depreciation, amortization and impairment	33.65	—	33.65
Others expenses (f)	42.83	45.40	88.23
<b>Total Expenses (IV)</b>	<b>2511.34</b>	<b>(1345.91)</b>	<b>1165.43</b>

<b>Profit / (loss) for the year</b>	(1,008.75)	1,477.12	468.37
<b>Other comprehensive income</b>			
<b>(i) Items that will not be reclassified to profit or loss</b>			
- Fair value changes on FVTOCI - equity securities (e)	–	(371.75)	(371.75)
- Loss on sale of FVTOCI - equity securities	–	(0.90)	(0.90)
- Actuarial gain/(loss) on defined benefit obligation (k)	–	2.97	2.97
<b>(ii) Income tax relating to items that will not be reclassified to profit or loss</b>			
- Tax on Fair value changes on FVTOCI - Equity securities (e)	–	143.78	143.78
- Tax on Actuarial gain/(loss) on Defined benefit obligation (e)	–	(1.04)	(1.04)
<b>Subtotal (A)</b>	–	<b>(226.94)</b>	<b>(226.94)</b>
<b>(i) Items that will be reclassified to profit or loss</b>			
- Debt securities measured at FVTOCI - net change in fair value (e)	–	22.08	22.08
- Debt securities measured at FVTOCI - reclassified to profit and loss (e)	–	(48.57)	(48.57)
<b>(ii) Income tax relating to items that will be reclassified to profit or loss</b>			
- Tax on Fair value changes on FVTOCI	–	–	–
- Debt securities	–	9.06	9.06
<b>Subtotal (B)</b>	–	<b>(17.43)</b>	<b>(17.43)</b>
<b>Other comprehensive income (A + B)</b>	–	<b>(244.37)</b>	<b>(244.37)</b>
<b>Total comprehensive income for the year</b>	<b>(1,008.75)</b>	<b>1,232.75</b>	<b>224.00</b>

\*The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purpose of this note

**Notes to the reconciliations****(a) Preference share capital**

Under previous GAAP, 0.01% preference share capital is presented under equity share capital and dividend at 0.01% is declared on the same. However under Ind AS 32 the same is classified as a financial liability which has been recorded at fair value. Since, the said preference shares have been issued to the shareholders of the Company, the difference between transaction value and fair value is recognised as deemed equity contribution. Subsequently, Interest expense has been recognised at market rate of interest on such instruments. Also, there are preferential rate borrowings from shareholders which are recognised at transaction value and interest expense is recognised at preferential rate of interest. Under Ind AS 109, the same has been recorded at fair value and the difference between transaction value and fair value is recognised as deemed equity contribution. Subsequently, Interest expense on said borrowings are recognised at market rate of interest on such borrowings.

**(b) Interest income on stage 3 assets**

Under the previous GAAP, interest income on nonperforming assets (NPA) was recognised upon realisation as per RBI Guidelines. Under Ind AS, interest income from financial assets is recognised on an accrual basis using Effective Interest Rate (EIR) method on the gross carrying amount for assets falling under stages 1 and 2 and on the amortised cost for assets falling under stage 3. Accordingly, the Company has recognised income on stage 3 assets on the carrying value of the asset.

**(c) Actuarial gain and loss**

Under Ind AS, all actuarial gains and losses on post-employment defined benefit plan are recognised in other comprehensive income. Under the previous GAAP, these remeasurements were forming part of the profit or loss for the year. The concept of other comprehensive income did not exist under previous GAAP. However, this has no impact on the total comprehensive income and total equity.

**(d) Expected credit loss allowance**

Under previous GAAP, provision on loans was recognised based on RBI Income recognition and asset classification norms. On transition to Ind AS, the Company has recognised impairment loss on loans, investments, trade receivables and other financial assets based on the expected credit loss model as required by Ind AS 109.

**(e) Fair valuation of investments**

Under the previous GAAP, investments in equity instruments were classified as long-term investments or current investments based on intention of management at the time of purchase. Long-term investments were carried at cost less provision for other than temporary decline in the value of such investments. Current investments were carried at lower of cost and fair value. The comparison of cost and fair value is done separately in respect of each investment.

In accordance with Ind AS, investment in equity shares other than subsidiaries, associates and joint ventures and investment in security receipts, preference shares, venture capital fund, mutual funds have been fair valued with changes in fair value recognised in profit and loss account.

Investment in debt securities and certain identified equity securities has been classified as at fair value through other comprehensive income (FVTOCI) and accordingly fair valued with changes in fair value recognised in other comprehensive income.

**(f) Investment in associates**

Under the previous GAAP, investments in equity instruments were classified as long-term investments or current investments based on intention of management at the time of purchase. Long-term investments were carried at cost less provision for other than temporary decline in the value of such investments. Current investments were carried at lower of cost and fair value. The comparison of cost and fair value is done separately in respect of each investments.

Under Ind AS, the Company has classified said investments in Assistance under finance-associates are classified as assets held for sale and subsequently it is measured at cost or fair value whichever is lower with any change in carrying value recognised in profit and loss account.

**(g) Investment property**

Under Ind AS, the Company has reclassified building given on operating lease as investment property. Under the previous GAAP, this was disclosed as a part of property, plant and equipment as there was no concept of investment property.

**(h) Deferred tax**

Under previous GAAP, deferred tax was prepared using income statement approach. Under Ind AS, Company has prepared deferred tax using balance sheet approach. Also, deferred tax have been recognised on the adjustments made on transition to Ind AS.

**(i) FITL (Interest capitalisation reversal)**

Under Indian GAAP, as per RBI guidelines, upon restructuring of unpaid interest into FITL, the Company was required to debit interest income on advances and recognise a liability for the same.

In case of repayment of FITL: The said FITL account is then subsequently released to the P&L account in the proportion of recovery of the principal amount of the unpaid interest term loan.

Under Ind AS, the derecognition of the previously recognised interest income and deferring the same as a liability does not meet the Ind AS recognition principles. Accordingly, under Ind AS, the Company has derecognised the FITL liability.

(All amounts are in Rupees crores unless otherwise stated)

**(j) Retained earnings**

Retained earnings as at 1 April 2021 have been adjusted consequent to the above Ind AS transition adjustments.

**(k) Other comprehensive income**

Under Ind AS, all items of income and expense recognised in a period should be included in profit or loss for the period, unless a standard requires or permits otherwise. Items of income and expense that are not recognised in profit or loss but are shown in the statement of profit and loss includes remeasurements of defined benefit plans, and fair value gains or losses on FVTOCI debt and equity instruments. The concept of other comprehensive income did not exist under previous GAAP.

**(l) Interest accrued**

Under previous GAAP, interest accrued on fixed deposits was shown under other current assets. Under Ind AS, the said amount has been reclassified to cash and cash equivalents and other bank balances.

**(m) Provident fund liability as a defined benefit plan**

Under previous GAAP, provident fund was erroneously classified as a defined contribution scheme. Under Ind AS, the said scheme has been classified as a defined benefit scheme. Hence, the Company has recomputed its provident fund liability using projected unit credit method and has taken the impact in the opening balance sheet as on 31-03-2021.

**Impact of Ind AS adoption on the statement of cash flows for the year ended 31 March 2022**

The transition from previous GAAP to Ind AS did not have a material impact on the statement of cash flows.

**Note No "24": OTHER NOTES ON ACCOUNTS:**

- i. Previous year's figures have been regrouped and re-casted, re-arranged wherever necessary to make them comparable with those of the current year.
- ii. Proceedings under section 295 (4) & (5), 211, 372 (8) and 383 (1A) of Companies Act, 1956 were initiated by the Registrar of Companies, MP, against the company and its directors before the Chief Judicial Magistrate, Gwalior (MP).
- iii. The Company's shares are suspended from trading at Bombay Stock Exchange Ltd. (BSE). However, the company has applied for Revocation of share with BSE which is yet to be concluded.
- iv. In the opinion of the management loans and advances other than NPA / doubtful have been considered as good and fully recoverable. Provision for NPA/doubtful has been made in books of accounts as per RBI guidelines.
- v. The Company has been classified as loan Company by the Reserve Bank of India and registration as Non-Banking Finance Company with RBI is also continued for the year of Audit.
- vi. Balance of All loan & advances are subject to confirmation and consequential reconciliation, if any from the respective parties. However, the management does not expect any material difference affecting the current year financial statement.
- vii. Contingent Liabilities not provided for:
  - a. Estimated amount of contracts remaining to be executed on capital account: Registration fees for registration of plot.
  - b. Liability, if any, In respect of proceedings under section 295 (4) & (5), 211, 372 (8) and 383 (1A) of Companies Act, 1956 initiated by the Registrar of Companies, MP, before the Chief Judicial Magistrate, Gwalior (MP).
  - c. Liability, if any, an inspection u/s 209A Companies act, 1956 has been made by the Registrar of Companies M.P. & C.G. Gwalior in past years. The matter is still pending with ROC and Court.
- viii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts. Company do not have any derivative contracts;
- ix. There is no material Prior Period item except to the extent disclosed in Statement of P&L Accounts.
- x. For the purpose of calculating market value of investment as well as closing stock of shares, where quotations are not available on the last day of the year the latest available quotations are taken as the market value.

**xi.** Details of Loans and advances under finance operation overdue for more than 90 days are as under :

Sl No	Period for overdue	Total Loan Amount as on 31/03/2023	Over due Amount as on 31/03/2023	Total Loan Amount as on 31/03/2022	Over due Amount as on 31/03/2022
1	90 to 365 days	34.52	33.65	38.36	22.32
2	366 to 1095 days	8.08	6.65	37.11	37.11
3	1096 days above	34.22	34.22	0.88	0.88
	Total	76.81	74.52	76.35	60.31

- a) All accounts with overdue for 90 days above has been categorized as Non-Performing Assets as per RBI norms and Interest receivable on these accounts are suspended till recovery of over dues as per terms of the loans & advance.
- b) Provision for Bad & Doubtful Debts, as per RBI norms, amounting to ` **50.93 lakhs** has been maintained in books of accounts in respect of such overdue loan accounts.
- c) Loans and advances under finance operation include Rs. 26.81 (P.Y. Rs. 15.02) Lakhs against which legal suit has been filed and cases are under progress before District Court.

**xii.** Additional Regulatory Information as per Companies Act, 2013

1. The company does not own any immovable property which in not in the name of Company
2. The company has not revalued its Property.
3. Rs. 10.94 Lakh outstanding for loans or advances granted in the nature of Short Term loans to promoters, directors, KMPs and the relatedParties (as defined under Companies Act 2013).
4. No proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act 1988 (45 of 1988) and the rules made there under.
5. The company is not declared wilful defaulter by any bank or financial institution or other lender.
6. The company has not entered into transactions with companies struck off under section 248 of the Companies Act, 2013 or section560 of Companies Act, 1956.
7. The company has not applied for any Scheme of Arrangements in term of sections 230 to 237 of the Companies Act, 2013.
8. (a) 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, whether , directly or indirectly lend or invest in other person or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (b) No funds have been received by the company from any person(s) or entity (ies), including foreign entities ("FundingParties"),with the understanding ,whether recorded in writing or otherwise , that the company shall , whether , directly orIndirectly. Lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the FundingParty ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
9. The company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
10. Provisions of Section 135 of the Companies Act, 2013 does not apply to the Company as Company does not fall under any of the criteria specified under above referred section therefore Company has not constituted Corporate Social responsibility (CSR)committee as required under the Act.
11. All charges or satisfaction are registered with ROC within the statutory period for the financial years ended March 31, 2023 and March 31, 2022. No charges or satisfactions are yet to be registered with ROC beyond the statutory period.
12. There is no undisclosed income in the books of accounts.
13. The company has does not have any borrowing from Banks or FIs against security of current assets.

14. The Company has not used the borrowings from banks and financial institutions for the purpose other than for which it was taken.

15. The company does not hold any intangible assets and thus no revaluation is done.

**xiii. Segment Reporting :**

The Company's entire business is conducted within India. Therefore, there is no reportable geographical segment for the year. The Company's operations are in a single segment i.e. "Finance Activities". Thus the reporting of Accounting Standard (AS) "17" regarding segment reporting issued by the Institute of Chartered Accountants of India is also not applicable to the company for the year.

**xiv. Disclosure regarding provision made for non-performing assets:**

**A. Loans under Finance Operation :**

^ In Lakhs

Asset Classification	Outstanding As On 31st March, 2023	Outstanding As On 31st March 2022
Standard Assets (Considered Good)	392.14	373.19
Sub-Standard Assets	34.52	38.36
Doubtful Assets	8.08	37.11
Loss Assets	34.22	0.88
<b>TOTAL</b>	<b>468.95</b>	<b>449.54</b>

**B. Movement in Sub Standard Assets Provisions**

Particulars	Amount As On 31st March 2023	Amount As On 31st March 2022
Opening Balance as on 01st April	47.58	48.01
Add: Provision made during the year	6,57	37.42
<b>Total</b>	<b>54.15</b>	<b>85.43</b>
Less: Provision transfer to Bad Debts A/c	Nil	Nil
Less: Provision Write Off/written Back	(3.22)	(37.85)
<b>Closing Balance as on 31st March</b>	<b>50.93</b>	<b>47.58</b>

**C. Movement in Standard Assets Provisions**

Particulars	Amount As On 31st March 2023	Amount As On 31st March 2022
Opening Balance as on 01st April	0.55	1.12
Add: Provision made during the year	.04	(0.57)
<b>Total</b>	<b>0.59</b>	<b>0.55</b>
Less: Provision Write Off/written Back	Nil	Nil
<b>Closing Balance as on 31st March</b>	<b>0.59</b>	<b>0.55</b>

**Note No. "25": "Related Party Disclosure"**

As per Accounting Standard - 18 on "Related Party Disclosure", related party of the company are disclosed below:

A.	Related Parties where control exists	None
B	Key Management Person(s)	Mr. Harman Singh Hora - Managing Director and CFO Mr. Taranjeet Singh Hora - Director Mrs. RanjeetKaurHora - Director Mr. YuganshSoni- Independent Director Mr. Mohd. Akhatar - Independent Director Mr. Shyam Ansari – Independent Director (w.e.f 29.08.2022) Ms. DurgaRatnani - Company Secretary (Up to 30/05/2022) Ms. SakshiRai- Company Secretary(w.e.f30/05/2022 to 28-01-2023) Mr. SandeepNema- Company Secretary(w.e.f 29/01/2023)
C	Relative(s) of Key Management Personnel	Mrs. SimranKaurHora
D	Associates	None
E	KMP having Interest	TDS Fincap Pvt. Ltd. TDS Infra Estate developers Pvt. Ltd. TDS Enterprises Pvt Ltd. AarjaBuildcon Pvt. Ltd. Drishyam Realty Consultant (OPC) Pvt. Ltd Intelligent Development Agency Pvt. Ltd Hsh Construction Pvt Ltd.

The above information regarding related parties have been determined to the extent such parties have been identified on the basis of information available with the company.

**B. Transaction with Related Parties:**

` in Lakhs

Sl	Particulars	Transaction	2022-23	2021-22
A	Related Parties where control exists	None	Nil	Nil
B	Key Management Person(s)			
	Shri Harman Singh Hora Managing Director	Directors Remuneration & Expenses	Nil	Nil
		Funds received (Cr.)	84.19	43.24
		Funds paid (Dr.)	113.43	9.00
		O/s Balance as at 31/03	5.00 Cr.	34.24
	Shri Taranjeet Singh Hora Director	Directors Remuneration & Expenses	Nil	Nil
		Funds Received	1.00	6.00
		O/s Balance as at 31/03	1.00 Cr.	Nil
	Smt. RanjeetKaurHora Director	Directors Remuneration & Expenses	Nil	Nil
		Funds Received	3.00	Nil
		O/s Balance as at 31/03	3.00 Cr.	Nil
	Ms. Durga Ratnan	Salary	0.12	2.10

	Company Secretary			
	Ms. Sakshi Rai Company Secretary	Salary	1.76	Nil
	Mr. Sandeep Neema Company Secretary	Salary	0.46	Nil

C	Relative(s) of Key Management Personnel			
	Mrs. SimranKaurHora	Funds Received (Cr.)	1.94	Nil
		Funds Repaid (Dr.)	Nil	Nil
		Maximum Funds O/s	Nil	Nil
		Balance O/s at 31/3	1.94	Nil

D	KMP having Interest			
	TDS Fincap Pvt. Ltd.	Op Balance Payment Received (Cr.) Funds Repaid (Dr.) Maximum Funds O/s Balance O/s at 31/3	5.98 Nil 5.98 5.98 Nil	0.02 (Dr.) 6.00 -- 5.98 5.98 (Cr.)
	TDS Infra Estate Developers Pvt. Ltd.	Rent Received Balance at 31/3	7.70 2.91 Dr.	4.88 Nil
	AarjaBuildcon Pvt. Ltd.	Rent Received Balance O/s at 31/3	0.70 Nil	1.68 Nil
	Drishyam Realty Consultant (OPC) Pvt. Ltd.	Rent Received Balance O/s at 31/3	Nil	2.20 Nil
	TDS Enterprises Pvt Ltd.	Rent Received Balance O/s at 31/3	0.30 Nil	0.53 Nil

\*Net of GST, if any.

**PROXY FORM**  
**FORM MGT- 11**

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

Name : **RANJIT SECURITIES LIMITED**  
CIN : **L67120MP1994PLC008680**  
Regd. office : **317-318 Transport Nagar, Scheme No 44, Indore, Madhya Pradesh- 452014, India**  
Name of the member (s) :  
Registered address :  
E-mail Id :  
Folio No/ Client Id/ DP 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.....  
2. Name : .....  
Address : ..... E-mail Id .....  
Signature : ..... or failing him.....  
3. Name : .....  
Address : ..... E-mail Id .....  
Signature : ..... or failing him.....

as my/ our proxy to attend and vote on a poll for me/us and on my/ our behalf at the 28<sup>th</sup> Annual general meeting of the company, to be held on Friday, the 29<sup>th</sup> September, 2023 At the Registered Office at 317-318 Transport Nagar, Scheme No 44, Indore Madhya Pradesh- 452014, India at 11:00 A.M. and at any adjournment thereof in respect of such resolutions as are indicated below:

1.	Consider and adopt Audited Financial Statement, reports of the Board and Auditor for the year ended 31 <sup>st</sup> March, 2023.
2.	To appoint a director in place of <b>Mrs. Ranjeet Kaur Hora (DIN:00200028)</b> , who retires by rotation and being eligible offers herself for re-appointment.

Signed this..... day of.....2023

Signature of Proxy holder(s) Signature of Shareholders

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

**ATTENDANCE SLIP**  
**29<sup>TH</sup> ANNUAL GENERAL MEETING**

NAME (IN BLOCK LETTERS)	
ADDRESS	
REGISTERED FOLIO NO. / DP ID & CLIENT ID	
SHAREHOLDER / PROXY/ AUTHORISED REPRESENTATIVE	

I/We hereby record my/our presence at the 29<sup>th</sup> Annual General Meeting of the Company being held on Friday, the 30<sup>th</sup> day of September, 2023 at 11:00 A.M at 317-318 TRANSPORT NAGAR, SCHEME NO 44, Indore Madhya Pradesh 452014, India

**Signature of Shareholder / Proxy / Authorised Representative**

Note: Please fill up this attendance slip and hand it over at the entrance of the meeting hall. Members are requested to bring their copies of the Annual Report to the AGM.

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