

12<sup>th</sup> August, 2025

To  
General Manager  
Department of Corporate Service  
BSE Ltd  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai - 400001  
**Scrip Code: 543766**

Dear Sir/Ma'am,

**Sub: Submission of Annual Report convening the 32<sup>nd</sup> Annual General Meeting of Ashika Credit Capital Limited for the Financial Year ended 31<sup>st</sup> March, 2025**

Pursuant to Regulation 30 read with Part A Para A of Schedule III and Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments thereof, please find enclosed herewith the Annual Report alongwith Notice convening the 32<sup>nd</sup> Annual General Meeting (AGM) of Ashika Credit Capital Limited ("the Company") scheduled to be held on **Saturday, 6<sup>th</sup> day of September, 2025 from 11:30 A.M. (IST)** onwards, through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) for the Financial Year ended 31<sup>st</sup> March, 2025.

Pursuant to relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, Members may note that Notice of 32<sup>nd</sup> AGM and Annual Report for Financial Year 2024-2025 has been sent through electronic mode to all the Members of the Company whose email address are registered with the Company/ RTA/Depository Participant(s). The said Annual Report along with Notice of AGM has also been made available on the website of the company under the web link at <https://assets.ashikagroup.com/annual-report-2024-2025.pdf>

Further, in accordance with the Regulation 36(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has initiated sending a letter to the Shareholders whose e-mail addresses are not registered with the Company/RTA/DPs, providing a web-link from where the Annual Report for Financial Year 2024-2025 and Notice of 32<sup>nd</sup> AGM can be accessed on the website of the Company at [www.ashikagroup.com](http://www.ashikagroup.com)

This is for your information and record.

Thanking you,  
**for, Ashika Credit Capital Limited**

**(Anju Mundhra)**  
**Company Secretary and Compliance Officer**  
**FCS: 6686**

Encl: As above

# Reshaping for a New Era of Growth

# Reshaping for a New Era of Growth

The financial year gone by was a defining chapter in the journey of Ashika Credit Capital Limited – a year where we began taking bold steps to reshape our future. It was a time of reflection and renewal, where we asked ourselves what it truly means to serve our clients and stakeholders in a financial landscape that is changing faster than ever before.

During the year, we initiated the process of bringing together a few of our group companies under one umbrella, making the organisation simpler, more efficient, and better connected. This step will help us work smarter, reduce duplication, and grow faster as one unified team.

At the same time, we raised fresh funds by issuing new shares and investment options, giving us a stronger financial foundation to explore new opportunities and expand our services.

We also laid the groundwork to diversify into new areas of business, such as launching specialised investment funds and setting up an Asset Management Company and a Trustee Company to manage these funds.

To support this transformation, we have begun strengthening our leadership team, bringing in experienced professionals who will steer Ashika Credit Capital through this next phase of growth.

This restructuring is an ongoing journey and a conscious move to gradually transition beyond traditional lending and evolve into an integrated financial services partner with a broader suite of offerings.

To reflect this renewed ambition, we unveiled a refreshed brand identity, a visual expression of the clarity, momentum, and purpose that now drive Ashika Credit Capital.

FY 2024-25 will be remembered as the year we chose transformation over complacency. As we step into the future, we do so with sharper focus, stronger capabilities, and a deep sense of purpose, ready to embrace the opportunities of a new era.

## — What’s Inside

### Corporate Overview

About the Company	02
Financial Performance	04
Brand Refresh	06
Message from the Chairman	08
New Corporate Office	12
Board of Directors	14
Management Team	15
Communities	16

### Statutory Reports

Management Discussion and Analysis	18
Board’s Report	26
Corporate Governance Report	47

### Financial Statements

Standalone	72
Consolidated	142

<b>Notice</b>	<b>206</b>
---------------	------------

\_ABOUT THE COMPANY

# A Legacy of 30 Years in Financial Excellence

## Ashika Credit Capital Limited

Ashika Credit Capital Limited (ACCL) is a Non-Deposit Taking Non-Banking Financial Company (NBFC) registered with the Reserve Bank of India (RBI) and classified as an Investment and Credit Company (NBFC-ICC). It is presently categorised as Middle Layer NBFC under the RBI Master Direction – Non-Banking Financial Company (Scale-Based Regulation) Directions, 2023.

Incorporated on 8th March, 1994 as a Private Limited Company under the Registrar of Companies, West Bengal, ACCL transitioned into a Public Limited Company on 3rd September, 1996. In 2000, the Company successfully floated its shares to the public and was subsequently listed on the Calcutta Stock Exchange. Since 2011, its shares were traded on the BSE platform under the permitted securities category. Today, the Company is listed on the main board of BSE Ltd., underscoring its commitment to transparency, regulatory compliance, and strong governance.



## Our Business

Ashika Credit Capital Limited (ACCL) is engaged in a range of fund-based activities, including investments in shares and securities across special situations, long-term and short-term horizons, as well as tactical and opportunistic strategies. The Company also participates in derivatives and algorithmic trading, and provides inter-corporate and other loan facilities. ACCL's services cater to individuals, corporates, and financial institutions across India.

## Subsidiary and Strategic Initiatives

ACCL has a wholly-owned subsidiary, Ashika Private Equity Advisor Private Limited (formerly Ashika Entercon Private Limited), which serves as the investment manager for the proposed Ashika Private Equity Trust (APET). Approval for APET's registration as a Category II Alternative Investment Fund (AIF) is currently in process with SEBI.

This subsidiary marks ACCL's strategic entry into the private equity and asset management space, reinforcing the Company's vision of becoming an integrated financial services platform.

# A Year of Strategic Reset

FY 2024-25 was a year of strategic transition for Ashika Credit Capital Limited, with deliberate restructuring and realignment initiatives shaping our future growth path. While these measures temporarily impacted financial performance, they were essential investments in creating a leaner, stronger, and more diversified organisation.

The results reflect a short-term reset for long-term value creation, as we reposition ourselves to unlock sustainable growth opportunities in the coming years.

(Amount in ₹ Lakhs)

Financial results for the year ended	Standalone		Consolidated	
	31st March, 2025	31st March, 2024	31st March, 2025	31st March, 2024
Total Income	429.03	1,854.74	429.01	1,854.74
Profit/(Loss) before tax	(6,662.39)	1,276.14	(6,668.37)	1,276.14
(Less): Tax Expenses	(1,520.50)	205.76	(1,520.50)	205.76
Profit/(Loss) for the year	(5,141.89)	1,070.38	(5,147.87)	1,070.38
Other Comprehensive Income (net of Tax)	(0.35)	1.89	(0.35)	1.89
Total Comprehensive Income	(5,142.24)	1,072.27	(5,148.22)	1,072.27

## Evolving into a Diversified Financial Services Platform

Following its restructuring, Ashika Credit Capital Limited will operate through the following key business verticals, offering a comprehensive suite of financial solutions:

- 01

Broking

A full-service brokerage platform with 350+ touchpoints nationwide, empowering retail and HNI investors with seamless trading experiences.
- 02

Institutional Equity Desk

A trusted platform for 100+ FIIs and DIIs, enabling institutional investors to participate efficiently in India's capital markets.
- 03

Global Family Office Services

Offering bespoke solutions to Global Family Offices seeking Asia exposure across asset classes, bridging international capital with Indian opportunities.
- 04

Investment Banking & Debt Syndication

Advising corporates and start-ups to raise structured debt and equity, driving growth and unlocking value.
- 05

Asset Management

Ashika India Select Fund (Category III AIF) for public equity.  
  
Joint Venture with FinsightVC in GIFT City to invest in promising start-ups.  
  
Upcoming launches: Private Equity Fund and Mutual Fund platform.
- 06

Wealth Management

Tailored wealth advisory and portfolio strategies for high-net-worth individuals and families.
- 07

Treasury Operations

Efficient management of liquidity, capital, and proprietary investments to optimise returns.
- 08

Depository Services

Registered depository participant with both NSDL and CDSL, providing depository services for diverse client requirements.



\_BRAND REFRESH

# A Visual Language for a New Era

As Ashika evolves into a stronger, more integrated financial services platform, our brand identity has also been reimagined to align with our long-term aspirations and the future we are shaping. This refreshed identity is a symbol of purposeful progress, capturing our commitment to enabling holistic growth for all stakeholders.



## The Ashika Brandmark: Clarity. Momentum. Growth.

Our new logo is a visual narrative of trust and transformation.

Inspired by the rising sun, it represents optimism, new beginnings, and the unfolding of potential, reflecting our role in unlocking possibilities and empowering progress.

The dynamic, upward-radiating forms signify momentum, signalling how we create pathways for growth.

At its centre, the letter 'a' grounds the mark, keeping the client at the heart of everything we do.

Visually, the brandmark strikes a balance between energy and stability. The deep blue palette evokes trust and dependability, while the gradient hues introduce movement and evolution, symbolising our relentless pursuit of long-term value.



This refresh is not merely about design; it is a renewal of our promise – to move forward with clarity, integrity, and intent.

### More Than a New Look

It mirrors the strategic transformation of Ashika, where sharper focus, stronger capabilities, and a future-ready mindset come together. It reaffirms who we are today while pointing confidently to where we are headed tomorrow.

Together, the mark and the name convey a brand built for the new era that is progressive, purposeful, and anchored in trust.

We look forward to building the future, together.

\_MESSAGE FROM THE CHAIRMAN

# Reimagining Ashika for the New Era

## Dear Shareholders,

It is with a deep sense of optimism and renewed purpose that I write to you at this transformational juncture for Ashika Credit Capital Limited. FY 2024-25 has been a year of strategic recalibration, where we have taken decisive steps to strengthen our foundation, redefine our identity, and chart a new trajectory of sustainable growth.

## A Shifting Landscape

India's financial services sector is undergoing significant change, driven by regulatory reforms, rapid technological adoption, and a more sophisticated investor base. In this evolving landscape, financial institutions must become more diversified, efficient, and client-focused. Lending and investment models are rapidly expanding to integrate credit, wealth management, and advisory solutions. At the same time, industry consolidation is becoming essential to meet scale requirements, strengthen governance, and ensure capital adequacy.

## Strategic Restructuring

Recognising these shifts early, in FY 2024-25, we took decisive steps to reshape our business for the future, making Ashika Credit Capital Limited stronger, more competitive, and better aligned to serve evolving client needs.

At the core of this transformation is the ongoing merger of select group entities under a Composite Scheme of Amalgamation, which will allow us to pool resources, streamline operations, and create a larger, more resilient balance sheet. A stronger balance sheet not only enhances our financial stability but also





## MESSAGE FROM THE CHAIRMAN

builds greater confidence among rating agencies, improves our visibility within the industry, and brings us closer to key regulators like the RBI. By becoming a more compliant and well-regulated organisation, we gain a competitive edge to scale faster and offer an even more seamless experience to our clients.

We also raised fresh capital through preferential allotments and convertible warrants, ensuring we have the financial flexibility to pursue new opportunities and withstand market uncertainties with confidence.

In parallel, we laid the groundwork to diversify our services beyond traditional lending. We have initiated applications to sponsor an Alternative Investment Fund (AIF) Category-II and a Mutual Fund, alongside plans to establish an Asset Management Company and Trustee Company. These steps will significantly broaden our presence in asset management and wealth creation, creating a cascading effect that will open up new revenue streams and strengthen client relationships.

These initiatives enhance our competitiveness, strengthen governance, and position Ashika as an integrated financial services platform. This is a foundation on which we will continue to build long-term value for all stakeholders.

### Financial Performance

FY 2024-25 was a year of transition, focused on strategic restructuring and capability building rather than short-term results. On a consolidated basis, total income stood at ₹ 429.01 lakh (previous year: ₹ 1,854.74 lakh), while the Company reported a loss before tax of ₹ 6,668.37 lakh against a profit of ₹ 1,276.14 lakh in FY 2023-24. After negative tax expenses of ₹ 1,520.50 lakh, the net loss was ₹ 5,147.87 lakh, compared to a profit of ₹ 1,070.38 lakh in the prior year.

Company reported a substantial loss, primarily due to net loss on fair value changes in Investment portfolio. This also includes one-time costs arising from the amalgamation process, Internal restructuring, and strategic investments aimed at expanding the asset and wealth management business. While the financials appear subdued, this strategic reset has strengthened the Company's foundations, enabling operational efficiencies, diversified revenue streams, and future-ready governance.

We remain confident that as these changes take hold, Ashika will return to sustainable, profitable growth in the coming years, creating long-term value for all stakeholders.

**As we look ahead,  
we are energised by the  
clarity of our purpose and  
the strong foundation  
we have built through  
restructuring.**

### Brand Refresh: A New Identity for a New Era

To align our evolving business model with a more contemporary and forward-looking narrative, we undertook a comprehensive brand refresh in the reporting year. Our new visual identity reflects the organisation we are becoming: modern, agile, and confident, yet rooted in the same trust and integrity that have defined Ashika Credit Capital for decades. The refreshed brand design, with its sharper aesthetics and vibrant colour palette, conveys our renewed energy and ambition.

It signals our transition from a focused lending and investment player to an integrated financial services platform, capable of offering holistic solutions spanning credit, asset management, and wealth creation. In doing so, it allows us to speak more clearly and consistently to all stakeholders – clients, investors, regulators, and employees – about who we are today and the future we are building.

### Ready for the Next Chapter

As we look ahead, we are energised by the clarity of our purpose and the strong foundation we have built through restructuring. FY 2025-26 will mark the next phase of growth, where the benefits of our integration, capital strengthening, and new business initiatives will start to deliver measurable outcomes.

Our focus for the coming year is clear—complete the amalgamation seamlessly, unlock operational synergies, secure

regulatory approvals for new verticals in asset management and wealth creation, and leverage our renewed identity to enhance market visibility. We will continue to deepen governance and strengthen leadership, ensuring we scale responsibly and sustainably.

We remain bullish on the industry's prospects, confident that India is on track to become a US\$10 trillion economy within the next decade. As the country grows, the financial services sector will grow even faster, with every 1% rise in India's GDP translating to a 1.2% rise in this sector. Our fee-based, asset-light model positions us strongly to benefit from this expansion.

This is a business built on resilience – money has no technological disruption, and its worth will always remain in money itself. The financial services sector remains one of the few that is truly recession-proof.

With these tailwinds and our renewed capabilities, we are confident of achieving a substantial growth in consolidated PAT by March 2026. I invite you to join us on this journey of reinvention and resilience. Together, we will build a future where Ashika Credit Capital Limited is recognised not just for its history, but for its ability to anticipate change, create value, and empower stakeholders in a rapidly evolving financial ecosystem.

Thank you.

**Pawan Jain**  
Chairman





## NEW CORPORATE OFFICE

# A New Space for a New Era

Ashika Group has recently moved to a new, modern and thoughtfully designed corporate office at Altimus in Worli, Mumbai, reflecting our renewed ambition and the next chapter of our journey.

The new workspace combines contemporary design with functionality. Open layouts encourage collaboration, while dedicated zones support focus and productivity. With advanced infrastructure and carefully planned aesthetics, the office creates an environment that is efficient, welcoming, and future-ready.

More than a change in location, this move signifies a shift towards a more agile, connected, and forward-looking organisation. It is a space that mirrors our evolving identity, where our people, partners, and clients can engage with greater purpose.

As we continue to transform and grow, this office will serve as a hub for ideas, opportunities, and progress – a space that truly embodies the spirit of Ashika.

# Board of Directors



**Mr. Pawan Jain**  
Chairman



**Mr. Daulat Jain**  
Managing Director



**Mr. Supratim Bandyopadhyay**  
Independent Director



**Mr. Pravin Kutumbe**  
Independent Director



**Mr. Ajay Pratapray Shanghavi**  
Independent Director



**Mr. Tapan Sodani**  
Independent Director



**Mr. Chirag Jain**  
Executive Director & CEO



**Ms. Pinki Kedia**  
Independent Director



**Mr. Amit Jain**  
Non-Executive Non-Independent Director

# Management Team

**Mr. Daulat Jain**  
Managing Director

**Mr. Chirag Jain**  
Executive Director & CEO

**Ms. Ishita Jain**  
Chief Business Officer

**Mr. Gaurav Jain**  
Chief Financial Officer

**Ms. Anju Mundhra**  
Company Secretary &  
Compliance Officer



COMMUNITIES

# Extending Care Beyond Business

Through our philanthropic arm, Ashika Foundation, in FY 2024-25, we continued to channel resources to projects that bring tangible benefits to local communities, particularly in rural India. These initiatives, though modest in scale, reflect our intent to contribute to a safer and greener future.



## Small Steps, Meaningful Impact

In the villages of Beawer, Rajasthan, Ashika Foundation supported two projects under the umbrella of rural development.



### Enhancing Safety and Security

To create a safer environment for residents, CCTV cameras were installed across key locations in the community. This initiative has helped strengthen public safety, deter unlawful activities, and instil a greater sense of security and confidence among the people living in these areas.

### Greening Rural Landscapes

As part of our commitment to environmental sustainability, tree plantation initiatives were undertaken across select locations. While currently modest in scale, these efforts contribute meaningfully to restoring green cover, improving air quality, and strengthening the local ecosystem. Over time, these plantations will offer shade, shelter, and enduring ecological and community benefits.



**₹ 25.25 lakhs**

Spent on CSR activities in FY 2024-25, exceeding the obligatory amount of ₹ 17.43 lakhs.

These initiatives are small but deliberate steps towards nurturing sustainable, resilient communities. As we grow as an organisation, our commitment remains to ensure that the benefits of progress reach beyond business, creating a positive and lasting impact where it matters most.



# Management Discussion and Analysis



## Global Economy

The global economy demonstrated resilience through 2024 (Calendar Year 2024), recording an expansion of 3.2%, according to the IMF World Economic Outlook (April 2025). However, escalating trade frictions and increasing policy unpredictability are expected to weigh heavily on global growth momentum. For CY2025, the world economy is projected to moderate to 2.8%, followed by 3% in CY2026, which remains well below the historical average of 3.7% (2000–2019) due to ongoing structural challenges. While robust real income gains and easing interest rates supported economic activity, weaker public expenditure, subdued consumer sentiment, and fluctuating external demand constrained growth in certain geographies.

Within advanced economies, the United States is expected to slow to 1.8% in CY2025, impacted by rising policy uncertainty, softening demand, and trade-related tensions. The euro area is projected to expand 0.8% in 2025, with an improvement to 1.4% in 2026 as financial conditions ease. Other advanced economies are anticipated to maintain steady growth, with income recovery counterbalanced by trade headwinds.

In emerging markets and developing nations, economic growth is likely to ease to 3.7% in 2025, reflecting the effects of recent trade restrictions. China's growth outlook has been revised down to 4% in 2025, amid lingering tariff impacts and prolonged trade-policy uncertainty. In contrast, India is expected to maintain stability, with growth forecast at 6.2% for 2025 and 6.3% for 2026, aided by sustained private consumption, particularly in rural areas.

Global trade volumes rose by US\$1.2 trillion in 2024, reaching US\$33 trillion, supported by 9% growth in services trade and 2% in goods trade. Notably, trade in developing economies grew faster than in advanced economies, with China and India outperforming, while several developed nations experienced contractions. However, with the Trump 2.0 administration introducing new tariffs, and the likelihood of reciprocal actions from major trade partners, the global economy faces a phase of elevated trade tensions. Despite this, India's trade outlook remains resilient, backed by a strong services base, proactive domestic reforms, and strategic export diversification into high-value segments such as electronics and pharmaceuticals.

Looking ahead, global growth is expected to moderate further to 2.8% in CY2025, shaped by new bilateral tariff regimes and rising geopolitical and policy uncertainties.

## Indian Economy

India continues to consolidate its position as a major global economic powerhouse. Retaining its rank as the fifth-largest economy, it remains the fastest-growing among large economies and is projected to become the third-largest economy by 2027, surpassing a GDP milestone of US\$5 trillion, trailing only the USA and China. For CY2025, India's growth is forecast to remain robust at 6.2%, supported by resilient domestic demand.

India's export performance has shown impressive momentum over the past decade. In FY 2025, total exports reached ₹ 69.1 trillion (US\$825 billion), marking a 6% increase compared to ₹ 65.2 trillion (US\$778 billion) in FY 2024. Over this period, India's share in global merchandise trade improved from 1.66% to 1.81%, elevating its global ranking from 20th to 17th position.

India's foreign exchange reserves experienced notable fluctuations in FY 2024–25. Reserves peaked at an all-time high of US\$704 billion in September 2024, before easing by 6.5% to US\$659 billion by March 2025, partly due to the Reserve Bank of India's interventions aimed at curbing excessive volatility in the Indian Rupee.

The country's digitalisation journey has been transformative, reshaping economic activity at an unprecedented pace. By 2030, the digital economy is projected to account for one-fifth of India's GDP, outpacing the growth of traditional sectors. According to the State of India's Digital Economy Report 2024, India now ranks as the third-most digitalised economy globally and 12th among G20 nations in terms of digital adoption by individual users.

The Union Budget 2025–26 has been crafted to sustain growth while maintaining fiscal prudence. With measures to simplify regulations, support MSMEs, enhance exports, and attract investments, the budget lays down a clear roadmap towards Viksit Bharat 2047. Its emphasis on tourism, healthcare, and manufacturing is expected to generate employment opportunities. Furthermore, a targeted fiscal deficit of 4.4% for FY 2026 underscores the government's commitment to fiscal consolidation, debt sustainability, and macroeconomic stability, encouraging greater private sector participation.

## Indian Economy Outlook

India is expected to remain relatively shielded from global headwinds, maintaining its strong growth trajectory. The country's long-term structural growth drivers remain intact, supported by favourable demographics, stable governance, and ongoing infrastructure development. As per the IMF's World

Economic Outlook Report, India will continue to lead as the fastest-growing major economy, with growth underpinned by an expanding services sector, a strengthening manufacturing base, and supportive government policies aimed at improving infrastructure and rationalising tax regimes.

## Capital Markets – Industry Overview

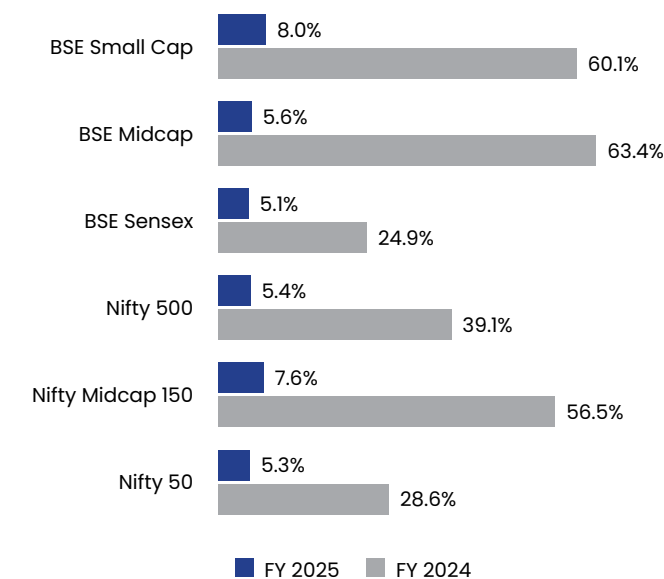
India continues to hold its place as the fourth-largest equity market globally, with a market capitalisation exceeding US\$4.0 trillion.

## Market Performance in FY 2024–25

The Indian equity market closed FY 2025 with modest gains, despite notable foreign portfolio investor (FPI) outflows in the latter half of the year. The Nifty index delivered positive returns, outperforming certain Asian benchmarks such as Nikkei 225 and the Korea Composite Stock Price Index, while the Hang Seng Index topped regional charts with a remarkable 39.8% return.

Midcap and smallcap indices on the NSE and BSE had a strong finish to the year, fuelled by market recovery, heightened retail participation, and attractive valuations. The Nifty Midcap150 and Nifty500 rose 7.6% and 5.4%, respectively, while the BSE Smallcap index gained 8% and the midcap index advanced 5.6%. By comparison, the Sensex posted a 5.1% increase during the same period. Despite earlier concerns over valuations and market volatility, renewed optimism in the broader markets helped sustain momentum in these segments.

## Performance of Major Indices moderated after a very strong FY24



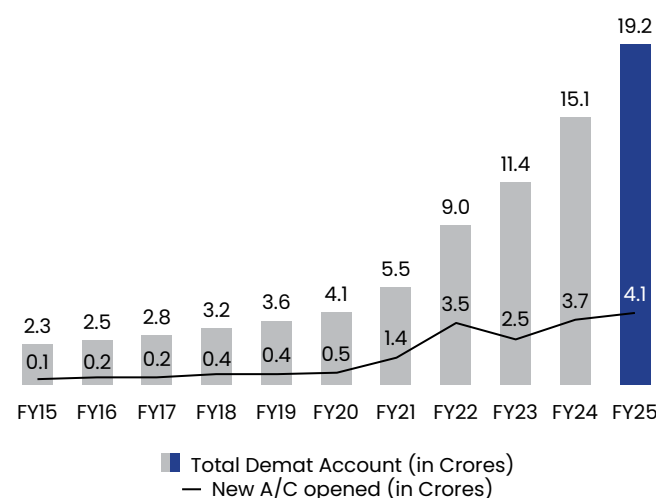
Source: CDSL & NDSL

## Investor Base Continues to Expand

India's economic progress over recent decades has been closely linked to the deepening of its capital markets. They have played a pivotal role in capital formation, increasing financialisation of household savings, and creating wealth for millions of investors.

The total investor base grew exponentially—from 2.3 crore in FY 2015 to 19.2 crore in FY 2025, reflecting a CAGR of 23% over the decade. One of the most significant post-pandemic trends has been the surge in retail investor participation, visible in the rapid growth of demat accounts. In FY 2021, the total demat accounts stood at 5.5 crore, which surged to 19.2 crore by FY 2025, expanding at a CAGR of 37%. In the last fiscal alone, 4.1 crore new accounts were added, with CDSL contributing 3.74 crore of these additions.

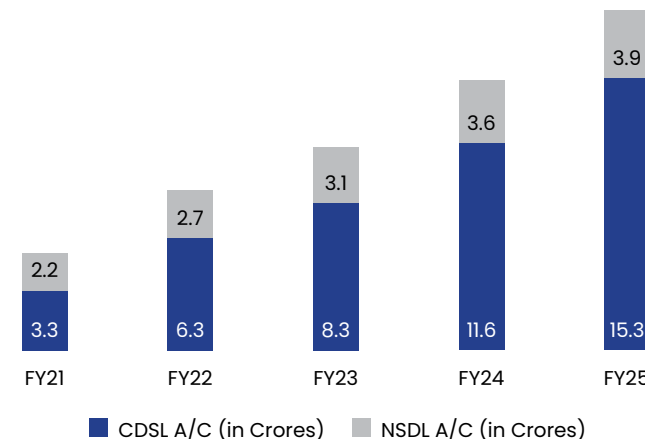
## Strong Demat Account Trend



## FY 2024-25 was a very strong year for IPOs

Financial Year	Total No. of IPOs	No. of mainline IPOs	Amount raised by mainlines (₹ Crores)	No. of SME IPOs	Amount raised by SMEs	Total amount raised (₹ Crores)
FY25	318	79	1,62,517	239	9,967	1,72,484
FY24	273	78	67,558	195	6,070	73,628
FY23	164	39	52,549	125	2,307	54,857

Source: Business Standard



Source: CDSL & NSDL

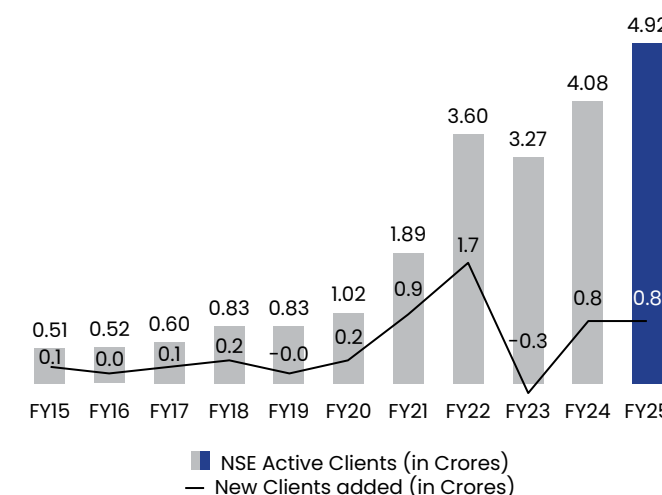
## A Landmark Year for IPOs

FY 2025 witnessed an unprecedented year for IPOs, both in scale and activity. A total of 318 companies, including 79 mainline and 239 SME listings, collectively raised ₹1.72 trillion, exceeding the combined total of the previous two fiscal years (FY 2023-24 and FY 2022-23). Of this, ₹ 1.6 trillion was mobilised through the main board, with SMEs contributing the remainder. The average issue size more than doubled year-on-year, climbing to ₹ 2,082 crore from ₹ 815 crore.

Foreign institutional investors, despite secondary market outflows, remained active in the primary market, subscribing to ₹ 1.21 trillion worth of issues.

The active client base on NSE has also grown significantly, rising at a CAGR of 25% from 0.5 crore in March 2015 to 4.9 crore in March 2025, reflecting the widening retail participation and democratisation of equity investments.

## NSE Active Clients



Source: NSE

FY 2024-25 was marked by several defining developments:

- ◆ The new income tax bill was tabled.
- ◆ Foreign institutional investor outflows reached record levels in the secondary market.
- ◆ India witnessed its largest-ever IPO—the listing of Hyundai Motor India.
- ◆ On the political front, Narendra Modi secured a third term, while Donald Trump's return to the U.S. presidency brought fresh tariff measures, fuelling global trade uncertainties.

During the year, Indian markets saw heavy FII outflows in the secondary market, especially in Q4. However, primary inflows via IPOs during the initial nine months of FY 2024-25 offset much of these outflows. Domestic institutional investors (DIIs) also provided consistent support, preventing a sharper market correction.

## Regulatory Landscape

FY 2024-25 also saw several SEBI circulars aimed at strengthening market structure and limiting speculative retail behaviour, as a study highlighted 93% of retail F&O traders incurred losses between FY 2021-22 and FY 2023-24. Key regulatory measures included:

- ◆ Implementation of true-to-label pricing by intermediaries
- ◆ Upfront collection of option premiums
- ◆ Intraday monitoring of position limits
- ◆ Removal of calendar spread benefits on expiry day

- ◆ Increase in minimum contract size
- ◆ Rationalisation of weekly index options—restricting them to a single benchmark index per exchange
- ◆ Higher margin requirements near contract expiry

## India's NBFC Sector

India, as one of the world's fastest-growing major economies, continues to provide a favourable environment for the expansion of its credit markets. The total NBFC credit outstanding stood at approximately ₹ 52 trillion as of December 2024 and is projected to cross ₹ 60 trillion by FY 2025-26, underscoring the sector's sustained growth trajectory.

Within the overall lending landscape comprising banks, NBFCs, and All-India Financial Institutions, NBFCs have consistently maintained a 21-24% share of total credit from FY 2016-17 to FY 2023-24, highlighting their critical role in India's financial ecosystem. As the country works towards becoming a US\$5 trillion economy, the demand for credit will continue to rise, further cementing the importance of NBFCs in driving economic growth and enabling access to finance.

Retail loans remain the cornerstone of NBFC growth, accounting for 58% of total NBFC credit as of December 2024. Within this segment, unsecured business loans formed 28% of retail NBFC credit, reflecting rising demand for small-ticket, short-tenure financing. However, the Reserve Bank of India, concerned about the rapid expansion in unsecured personal loans and credit card portfolios, raised risk weights on unsecured retail loans by 25 bps to 125%, prompting tighter risk management practices.

In FY 2024-25, certain asset segments, including microfinance, personal loans, credit cards, and unsecured business loans, faced higher stress, resulting in elevated delinquencies and write-offs. Despite these challenges, NBFCs have strengthened their balance sheets over the years, with reduced leverage, improved asset quality, and a strategic shift towards the retail segment.

The sector is also leveraging digital data and technology to enhance credit assessment and improve operational efficiency. Investor confidence remains strong, supported by sustained equity interest and an untapped pool of overseas debt capital offering additional growth avenues.

With this stable foundation and adaptive capabilities, NBFCs are well-positioned to navigate an evolving regulatory environment while maintaining growth momentum and supporting India's broader economic development.



## Opportunities

- ◆ Expanding revenue streams through strategic partnerships in non-lending financial services and co-lending arrangements.
- ◆ Rising potential for ecosystem partnerships and platform-based collaborations, enabling wider reach and enhanced offerings.
- ◆ A growing middle class with evolving and diverse financial needs, creating demand for customised solutions.
- ◆ A strengthening economy, increasing levels of formalisation, and rapid digital adoption, opening new avenues for innovation and scale.
- ◆ Leveraging advanced analytics and artificial intelligence to drive operational efficiency and improve risk management.
- ◆ Growing investor activity is driving demand for loans against securities, creating a strong lending opportunity.
- ◆ Volatile and evolving capital markets present attractive avenues for tactical and long-term investments.

## Threats

- ◆ Global political uncertainties that may impact capital flows and investor sentiment.
- ◆ Heightened competition from banks, which are expanding into traditional NBFC segments.
- ◆ A potential slowdown in the automotive sector, affecting vehicle financing demand.
- ◆ Increasing fraud risks, which can undermine customer trust and disrupt operational efficiency.

## COMPANY OVERVIEW

Ashika Credit Capital Limited (ACCL) is a Non-Deposit Taking Non-Banking Financial Company (NBFC) registered with the Reserve Bank of India (RBI) and classified as an Investment and Credit Company (NBFC-ICC). It is presently categorised as Middle Layer NBFC under the RBI Master Direction – Non-Banking Financial Company (Scale-Based Regulation) Directions, 2023.

Incorporated on 8th March, 1994 as a Private Limited Company under the Registrar of Companies, West Bengal, ACCL transitioned into a Public Limited Company on 3rd September, 1996. In 2000, the Company successfully floated its shares to the public and was subsequently listed on the Calcutta Stock Exchange. Since 2011, its shares were traded on the

BSE platform under the permitted securities category. Today, the Company is listed on the main board of BSE Ltd., underscoring its commitment to transparency, regulatory compliance, and strong governance.

ACCL is engaged in a diversified range of fund-based financial activities, including:

- ◆ Investments in shares and securities, with a focus on special situation opportunities
- ◆ Long-term and short-term investments aligned with market opportunities
- ◆ Tactical and opportunistic investments to optimise returns
- ◆ Derivatives and algorithmic trading
- ◆ Inter-corporate and other structured lending solutions

The Company also has a subsidiary, Ashika Private Equity Advisors Private Limited (formerly Ashika Entercon Private Limited), which is the investment manager for the proposed Ashika Private Equity Trust (APET). Approval for APET's registration as a Category II Alternative Investment Fund (AIF) is currently under process with SEBI. This initiative marks a strategic step towards expanding into the private equity and asset management space, further strengthening ACCL's vision of evolving into an integrated financial services platform.

The Company has only one segment, i.e. "Financial Services" and the entire revenue is generated from financial activities. Hence, there is only one segment reporting under Accounting Standards 17.

## Discussion on Financial Performance of the Company with Respect to Operational Performance

- ◆ Total income for the year ended 31<sup>st</sup> March, 2025 stood at ₹ 429.03 lakh, significantly lower compared to ₹ 1,854.74 lakh in the previous year.
- ◆ The Company reported a loss before tax of ₹ 6,662.39 lakh in FY 2024-25, against a profit before tax of ₹ 1,276.14 lakh in FY 2023-24.
- ◆ Tax expenses during the year were in the negative at ₹ 1,520.50 lakh, compared to positive ₹ 205.76 lakh in the previous year.
- ◆ As a result, the net loss for the year was ₹ 5,141.89 lakh, compared to a profit of ₹ 1,070.38 lakh in FY 2023-24.
- ◆ Consequently, the total comprehensive income for the year stood at a negative ₹ 5,142.24 lakh, against a positive ₹ 1,072.27 lakh in FY 2023-24.

## The highlights of Financial Performance of the Company during FY 2024-25 is as below:

(Amount in ₹ Lakhs)		
Financial results for the year ended	31st March, 2025	31st March, 2024
Total Income	429.03	1,854.74
Profit/(Loss) before tax	(6,662.39)	1,276.14
Less: Tax Expenses	(1,520.50)	205.76
Profit/(Loss) for the year	(5,141.89)	1,070.38
Other Comprehensive Income (net of Tax)	(0.35)	1.89
<b>Total Comprehensive Income</b>	<b>(5,142.24)</b>	<b>1,072.27</b>

## Details of significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in Key Financial Ratios, alongwith detailed explanations thereof including:

Ratios	2024-2025	2023-2024	% Change	Reason (if more than 25% change)
Debtors Turnover	NA	NA	NA	NA
Inventory Turnover	NA	NA	NA	NA
Current Ratio	145.36	3.61	3926.59	Due to infusion of additional equity capital during the year.
Debt Equity Ratio	0.0013	0.37	(99.65)	
Interest Coverage Ratio	(7.83)	18.38	(142.60)	Losses incurred on investment portfolio
Operating Profit Margin (%)	(1393.20)	73.41	(1997.33)	
Net Profit Margin (%)	(1212.60)	58.23	(2182.08)	
Return in Net Worth (%)	(26.21)	17.07	(253.52)	

## Human Resource Management

Human resources remain central to achieving the Company's goals. Guided by the active involvement of the promoters and supported by the strategic insights of a diverse and capable Board, the Company continues to build a strong foundation for sustainable growth.

Our people are our greatest strength and the true drivers of our success. The Company has 17 permanent employees. We have put in place policies and practices that help us attract, retain, and nurture talent, even in an increasingly competitive landscape. The Company strives to foster a work culture that empowers employees, provides meaningful growth opportunities, and encourages excellence.

We also remain committed to the health, safety, and well-being of all employees and business associates, ensuring a secure and healthy work environment that supports productivity and engagement.

## Internal Control Systems and Their Adequacy

The Company has a strong and well-defined internal control framework, built on structured policies and procedures that are periodically reviewed and tested across all key processes and functions. Oversight is further strengthened by dedicated committees such as the Risk Management Committee and the Asset and Liability Committee, which monitor and evaluate critical aspects of operations.

Robust systems and processes ensure effective control mechanisms are in place. The Internal Audit and Compliance teams regularly assess adherence to internal policies, regulatory requirements, and legal obligations, providing timely feedback to the management for necessary corrective actions, including minimising any design risks.

The Audit Committee of the Board oversees the functioning of the audit and compliance processes, reviews the adequacy of controls, and ensures alignment with regulatory guidelines.



The Board and Senior Management are of the view that the Company’s internal control systems are adequate and operating effectively, particularly in safeguarding financial reporting. These controls are designed to mitigate the risk of material misstatements in the financial statements and ensure any such risks are identified and addressed promptly.

**Risk Management**

Risk management at ACCL is a structured process that helps identify and address potential challenges that could impact the Company’s operations, objectives, revenues, or regulatory compliance. It involves reviewing business activities, recognising possible risks, assessing the likelihood of their occurrence, and taking timely, appropriate actions to mitigate them. By following a systematic approach, ACCL ensures that risks are managed proactively, allowing the Company to stay on course and achieve its stated goals even in uncertain environments.

ACCL has built a strong risk-aware culture that is deeply embedded across the organisation. At the governance level, the Board of Directors has constituted a Risk Management Committee (RMC) to oversee the Company’s risk framework. The RMC helps the Board monitor and review key principles, policies, strategies, risk appetite, and the processes and controls in place to manage exposures effectively.

The Company’s risk landscape is diverse, and while the list is not exhaustive, some of the primary risks associated with the NBFC business include credit risk, market risk, interest rate risk, liquidity risk, operational risk, compliance and governance risks, and reputation risk. For each of these areas, ACCL regularly evaluates potential exposures and implements measures to minimise their impact.

ACCL’s strong commitment to effective risk management practices has consistently helped the Company navigate complex and challenging business conditions, ensuring stability, resilience, and confidence for all stakeholders.

Risk category	Risk description	Risk mitigating measures
Credit Risk	Credit risk refers to the possibility of a borrower failing to meet their repayment obligations – either principal or interest – within the agreed timeline. If payments remain overdue for more than 90 days, the loan is classified as a Non-Performing Asset (NPA) on the Company’s balance sheet.	To mitigate credit risk, the Company follows a robust risk assessment framework that includes thorough credit evaluation, detailed risk appraisal, and comprehensive verification of the borrower’s financial profile. Reports from credit information bureaus are carefully reviewed, and fraud checks are conducted well in advance of any loan disbursement, ensuring responsible and secure lending practices.
Market Risk	Market risk arises from unexpected or adverse market and economic conditions that may affect the value of investments.	To manage this risk effectively, ACCL operates under a well-defined Investment Policy that guides all investment decisions. Over the past two financial years, the Company has shifted its strategic focus from lending towards investments in the securities market, delivering strong performance in FY 2023–24. The Company carefully calibrates the duration of its investment portfolio to strike the right balance between maintaining adequate liquidity for business needs and minimising the impact of fair value changes on its investments.

Risk category	Risk description	Risk mitigating measures
Interest Risk	Interest rate risk refers to the potential impact of fluctuations in interest rates on a Company’s net interest income and the fair value of its assets and liabilities. These fluctuations may result from market movements or regulatory interventions such as changes in policy rates by the RBI.	At ACCL, interest rate risk is managed with prudence and foresight. The Company’s approach ensured that even in a rising interest rate environment, there was no adverse mark-to-market impact on its investment portfolio. The Asset Liability Committee (ALCO) actively monitors the interest rate outlook and reviews the Company’s Asset-Liability Management (ALM) position, enabling timely and informed decisions to mitigate potential risks.
Liquidity Risk	Liquidity risk arises when a company does not have sufficient liquid assets or adequate access to financing markets to meet its contractual obligations, regulatory requirements, or investment needs.	To address this, ACCL maintains clear standards for holding liquid investments to meet immediate funding requirements. The Company’s borrowing strategy is carefully aligned with market liquidity conditions and business needs, ensuring flexibility and readiness. Additionally, a well-diversified pool of funding resources helps optimise both short-term and long-term borrowings, effectively mitigating liquidity-related risks.
Operational Risk	Operational risk refers to the possibility of losses arising from inadequate or failed internal processes, systems, human errors, or unforeseen external events.	ACCL manages this risk through reliable internal control mechanisms and continuous monitoring procedures that ensure smooth and efficient operations. Robust systems and stringent processes are in place to safeguard against lapses. All transactions are meticulously recorded in customised software, enabling seamless access and retrieval of information whenever required, further strengthening operational resilience.
Governance and Compliance Risk	Governance and compliance risk refers to potential issues arising from ineffective governance practices or non-adherence to applicable laws and regulations.	As a listed NBFC, ACCL is required to comply with guidelines issued by multiple regulatory bodies, including SEBI, RBI, and the Ministry of Corporate Affairs (MCA). The Company ensures that all regulatory requirements are met in both letter and spirit, with compliances completed within the prescribed timelines. The Company Secretary and Compliance Officer play a critical role in monitoring and managing these obligations on an ongoing basis, ensuring robust governance and adherence to all applicable laws.

**CAUTIONARY STATEMENT**

Some statements in this Management Discussion and Analysis describing the Company’s objectives, projections, estimates and expectations may be ‘forward looking’ or tentative within the meaning of applicable laws and regulations. Actual results may differ from those expressed or implied. Actual results may vary from such statements contained in this report due to various risks and uncertainties. The information contained herein is of the date referenced and the Company does not undertake any obligation to update these statements. ACCL has obtained all market or industry data and other information from sources believed to be reliable or through its’ internal estimates unless otherwise stated though its’ accuracy or completeness cannot be guaranteed. All information provided in this Report has been prepared solely by the Company and has not been independently verified by anyone else.

# Board's Report

Dear Shareholders,

Your Company's Board of Directors has the pleasure of presenting the 32nd Annual Report together with the Audited Financial Statements of the Company for the FY ended 31st March, 2025 (Standalone and Consolidated).

## 1. FINANCIAL HIGHLIGHTS:

Financial results for the year ended	(Amount in ₹ Lakhs)			
	Standalone		Consolidated	
	31st March, 2025	31st March, 2024	31st March, 2025	31st March, 2024
Total Income	429.03	1,854.74	429.01	1,854.74
Profit/(Loss) before tax	(6,662.39)	1,276.14	(6,668.37)	1,276.14
Less: Tax Expenses	1,520.50	205.76	1,520.50	205.76
Profit/(Loss) for the year	(5,141.89)	1,070.38	(5,147.87)	1,070.38
Other Comprehensive Income (net of Tax)	(0.35)	1.89	(0.35)	1.89
<b>Total Comprehensive Income</b>	<b>(5,142.24)</b>	<b>1,072.27</b>	<b>(5,148.22)</b>	<b>1,072.27</b>

## 2. FINANCIAL PERFORMANCE AND THE STATE OF COMPANY'S AFFAIRS

FY 2024-25 was a transformative year for the Company, building upon the strategic shift from lending to capital market investments initiated in the previous years. Riding on the momentum of a buoyant equity market and strong domestic economic fundamentals, your Company has deepened its presence in the securities investment space. The period saw sustained optimism in the stock markets, driven by strong corporate earnings and robust growth.

Against this backdrop, your Company undertook a series of strategic actions during the year. Accordingly, the year was marked by several forward-looking initiatives, including the proposal of a Composite Scheme of Amalgamation involving group entities, aiming to enhance operational efficiencies, expand market reach, and strengthen financial capabilities, thereby creating a more competitive and diversified entity poised for sustainable growth. Additionally, your Company approved substantial capital raising through preferential allotments and convertible warrants, and is in the process of filing application with SEBI to sponsor an AIF Category-II (Private Fund) and sponsor a Mutual Fund, with plans to establish an Asset Management Company and Trustee Company. Furthermore, the Company made strategic appointments, designed to strengthen the leadership team, ensuring effective governance and driving the Company's long-term growth trajectory and operational expansion. These measures reinforce your Company's commitment to evolving as a diversified, integrated financial services entity aligned with long-term growth opportunities in the capital markets.

### KEY DEVELOPMENTS

- ◆ The Board, at its meeting held on 31st July, 2024, approved the Scheme of Amalgamation of Yaduka Financial Services Limited ("Transferor Company") with and into Ashika Credit Capital Limited ("Transferee Company") with an appointed date of 01st October, 2024. BSE, vide its letter dated 09th May, 2025, approved the Scheme with "No Adverse Observation" and NOC was granted by RBI vide letter dated 06th January 2025. The Scheme remains subject to approvals of NCLT, Kolkata, and the respective Shareholders and Creditors of the companies involved in the Scheme, as may be required.
- ◆ The Board, at its meeting held on 12th November, 2024, approved the Composite Scheme of Amalgamation of:
  - (i) Ashika Commodities & Derivatives Private Limited ("ACDPL" or "Transferor Company"), wholly-owned subsidiary of Ashika Global Securities Private Limited ("AGSPL" or "Amalgamating Company"), with and into AGSPL; and
  - (ii) AGSPL with and into Ashika Credit Capital Limited ("ACCL" or "Amalgamated Company"), with an appointed date of 01st April, 2025.

RBI granted NOC on the Scheme vide its letter dated 17th March, 2025. The Scheme remains subject to other statutory and regulatory approvals, and the respective Shareholders and Creditors of the companies involved in the Scheme, as may be required.
- ◆ Acquisition of stake in Ashika Private Equity Advisors Pvt Ltd – APEAPL (formerly known as Ashika Entercon Pvt Ltd):

The Company acquired 5,100 equity shares of APEAPL, of face value ₹ 10 each, at par, for an aggregate consideration of ₹ 51,000, constituting 51% of the equity shareholding of APEAPL. Consequent to this acquisition, APEAPL became a subsidiary of the Company w.e.f. 21st January, 2025.

- ◆ The Board, at its meeting held on 31st July, 2024, approved the issue of 95,40,000 fully paid-up Equity Shares and 60,30,000 Equity Convertible Warrants at a face value of ₹ 10 each at an issue price of ₹ 118 per Equity Share/Warrant (including a premium of ₹ 108 per Equity Share/Warrant) to Promoters and Non-Promoters. The same was approved by Shareholders at the Extraordinary General Meeting of the Company held on 30th August, 2024, and in-principle approval was granted by BSE on 30th August, 2024. Accordingly, the securities were allotted on 06th September, 2024.
- ◆ The Board, at its meeting held on 17th September, 2024, approved the issue of 12,69,000 fully paid-up Equity Shares and 95,31,000 Equity Convertible Warrants at a face value of ₹ 10 each at an issue price of ₹ 306 per Equity Share/Warrant (including a premium of ₹ 296 per Equity Share/Warrant) to Promoters and Non-Promoters. The approval by Shareholders was given at the Extraordinary General Meeting of the Company held on 17th October, 2024, and in-principle approval was granted by BSE on 18th October, 2024. Accordingly, the securities were allotted on 28th October, 2024.
- ◆ The Board, at its meeting held on 12th November, 2024, approved the issue of 18,00,000 fully paid-up Equity Convertible Warrants at a face value of ₹ 10 each at an issue price of ₹ 609 per Warrant (including a premium of ₹ 599 per Warrant) to Non-Promoters. The approval by Shareholders was given at the Extraordinary General Meeting of the Company held on 12th December, 2024, and in-principle approval was granted by BSE on 12th December, 2024. Accordingly, the securities were allotted on 26th December, 2024.
- ◆ The Board, at its meeting held on 12th November, 2024, considered the raising of funds for an aggregate amount not exceeding ₹ 900 crores or an equivalent amount thereof by way of Qualified Institutions Placement (QIP) or any other permissible modes. The same was approved by Shareholders at the Extraordinary General Meeting held on 12th December, 2024.

- ◆ The Board approved the proposal to make an application to SEBI to act as sponsor/settler for the proposed Mutual Fund, subject to requisite approvals. Accordingly, the Company would be setting up an Asset Management Company and a Trustee Company, in accordance with SEBI (Mutual Funds) Regulations, 1996 and applicable laws. The application is under process for submission to SEBI.
- ◆ The new subsidiary, Ashika Private Equity Advisors Pvt Ltd, focuses on establishing Category II AIF. The Company shall act as sponsor to the said AIF and is in the process of applying for SEBI approval to offer investors unique opportunities in high-growth sectors.

### FINANCIAL PERFORMANCE

In FY 2024-25, on a standalone basis, your Company recorded Revenue from Operations of ₹ 429.03 lakhs as against ₹ 1,854.73 lakhs in FY 2023-24, registering a decrease in revenue.

The Company reported a Loss After Tax on a standalone basis of ₹ 5,141.89 lakhs in FY 2024-25, as compared to a Profit After Tax of ₹ 1,070.38 lakhs in FY 2023-24. The Company swung from profit to a substantial loss, mainly due to a net loss on fair value changes of ₹ 50.42 crores.

The overall decline in revenue from operations over the previous FY 2023-24 was significantly impacted by market-related losses (fair value changes), which overshadowed positive trends such as increased interest income and improving quarterly revenue. Going forward, mitigating fair value volatility and controlling impairment costs will be crucial to restoring profitability.

## 3. CHANGE IN THE NATURE OF BUSINESS:

There has been no change in the nature of the business of the Company during FY 2024-25. Your Company is engaged in only one segment, i.e., financial services – financing and investment activities.

Pursuant to the approval of Shareholders on 21st March, 2025, via Postal Ballot, your Company added a new object clause in the main objects of the Memorandum of Association (MOA) of the Company, which is in sync with the existing main activities of the Company as permitted under law, i.e., investment and financing activities.

The Company shall act as settler, sponsor, trustee, investment manager to Mutual Funds, AIF, and other related funds, and provide related services.



## Directors' Report

### 4. DIVIDEND:

We are pleased to report that the first half of FY 2024-25 was a remarkable period for your Company, marked by significant profits. However, due to unforeseen market conditions, particularly in the last quarter, we incurred losses for the year ended 31st March, 2025.

In light of these circumstances, the Board of Directors has decided not to recommend any dividend for the financial year ended 31st March, 2025.

### 5. CHANGES IN SHARE CAPITAL:

The Authorised Share Capital of your Company, as on 31st March, 2025, stood at ₹ 70,00,00,000, divided into 7,00,00,000 Equity Shares of ₹ 10 each.

In FY 2024-25, the changes in authorised capital of the Company were as follows:

- ◆ Increase from ₹ 20,25,00,000, divided into 2,02,50,000 Equity Shares, to ₹ 35,00,00,000, divided into 3,50,00,000 Equity Shares, as approved by Shareholders at the Extraordinary General Meeting of the Company held on 30th August, 2024.
- ◆ Further increase from ₹ 35,00,00,000, divided into 3,50,00,000 Equity Shares, to ₹ 70,00,00,000, divided into 7,00,00,000 Equity Shares, as approved by Shareholders at the Extraordinary General Meeting of the Company held on 17th October, 2024.

The issued and subscribed share capital of your Company, as on 31st March, 2025, stood at ₹ 33,11,39,740, divided into 3,31,13,974 Equity Shares of ₹ 10 each, and the paid-up share capital stood at ₹ 33,10,78,000, divided into 3,31,07,800 Equity Shares of ₹ 10 each, fully paid-up.

During the financial year under review, the Company made preferential issues for Equity Shares and Equity Convertible Warrants, as detailed above under "Key Developments" and hence not repeated here for brevity.

The other changes in the equity share capital of the Company are detailed below:

#### Conversion of Equity Convertibles Warrants into Equity Shares

During the year the following warrants were converted into equity shares by the warrant holders:

- 1) Allotment of 25,00,000 Equity Shares at ₹ 118 per share on conversion of warrants into an

equal number of Equity Shares to Promoter/ Promoter Group and Non-Promoter, as allotted by the Preferential Issue Committee in its meeting held on 09th November, 2024.

- 2) Allotment of 35,30,000 Equity Shares at ₹ 118 per share on conversion of warrants into an equal number of Equity Shares to Promoter/ Promoter Group and Non-Promoter, as allotted by the Fund Raising Committee in its meeting held on 07th February, 2025.
- 3) Allotment of 43,88,800 Equity Shares at ₹ 306 per share on conversion of warrants into an equal number of Equity Shares to Promoter/ Promoter Group and Non-Promoter, as allotted by the Fund Raising Committee in its meeting held on 07th February, 2025.

The following Conversion of Equity Convertibles Warrants into Equity Shares was made after 31st March, 2025:

- 1) Allotment of 32,27,700 Equity Shares at ₹ 306 per share on conversion of warrants into an equal number of Equity Shares to Non-Promoter, as allotted by the Fund Raising Committee in its meeting held on 10th April, 2025.
- 2) Allotment of 14,11,500 Equity Shares at ₹ 306 per share on conversion of warrants into an equal number of Equity Shares to Non-Promoter, as allotted by the Fund Raising Committee in its meeting held on 30th April, 2025.
- 3) Allotment of 4,43,464 Equity Shares at ₹ 306 per share on conversion of warrants into an equal number of Equity Shares to Non-Promoter, as allotted by the Fund Raising Committee in its meeting held on 02nd May, 2025.

Out of 95,31,000 warrants, 59,536 warrants have been forfeited by the Company due to non-exercise of warrants/non-receipt of 75% of the subscription amount within the warrant exercise period, i.e., within six months from the date of allotment (28th October, 2024). Accordingly, 25% of the upfront money received on the said warrants has been forfeited by the Company.

During the year under review, the Company has not issued any shares with differential voting rights. The Company has neither issued employee stock options nor sweat equity shares, nor does it have any scheme to fund its employees for purchasing the shares of the Company.

### 6. TRANSFER TO RESERVE:

The Company has incurred a loss for the year ended 31st March, 2025 and so no amount has been transferred to Statutory Reserves u/s 45 IC of RBI Act, 1934 for the FY ended 31st March, 2025.

### 7. DIRECTORS & KEY MANAGERIAL PERSONNEL:

#### DIRECTORS

##### APPOINTMENT

The composition of the Board of Directors of the Company is in accordance with the provisions of Section 149 of the Companies Act, 2013 ("the Act") and Regulation 17 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations") with an optimum combination of Executive, Non-Executive and Independent Directors including a Women Director. The Board of the Company has six (6) Directors as on 31st March, 2025. The details of the Directors of the Company have been provided in the Report on Corporate Governance forming part of this Annual Report.

During the year under review, as recommended by the Nomination and Remuneration Committee of the Company and Board of Directors at their respective meetings, Shareholders of the Company by way of Resolutions passed through Postal Ballot on 21st March, 2025 approved the following appointments and changes in designation of Directors:

- ◆ Change in Designation of Mr. Pawan Jain (DIN: 00038076) from Executive Chairman to Non-Executive Chairman of the Company w.e.f. 1st April, 2025.
- ◆ Change in Designation of Mr. Daulat Jain (DIN: 00040088) from Managing Director & CEO to Managing Director of the company w.e.f. 1st April, 2025 and further, approved the re-appointment of Mr. Daulat Jain (DIN: 00040088), Managing Director, for a term of three (3) consecutive years, w.e.f. 1st November, 2025.
- ◆ Appointed Mr. Chirag Jain (DIN: 07648747) as Executive Director & Chief Executive Officer of the company for a term of three (3) years, w.e.f. 1st April, 2025 and also designated as Key Managerial Personnel (KMP) of the company under Section 203 of the Companies Act, 2013.
- ◆ Appointed Mr. Pravin Kutumbe (DIN: 01629256), Mr. Supratim Bandyopadhyay (DIN: 03558215) and Ms. Pinki Kedia (DIN: 08455451) as Independent Director of the Company with

effect from 1st April, 2025 for a term of three (3) consecutive years.

Further MS Mina Agarwal (DIN: 06948015) was appointed as Independent Director of the Company with effect from 1st October, 2024 for a term of One Year as approved by shareholders in the AGM held on 10th August, 2024 on recommendation of NRC and approval of Board in their respective meeting.

#### CESSATION

During the year under review, Ms. Sonu Jain (DIN: 07267279) ceased to be an Independent Director of the Company pursuant to the completion of her second term of office, w.e.f. closure of business hours on 31st March, 2025. The Board placed on record its deepest gratitude and appreciation for the valuable contribution rendered by Ms. Jain.

Further, during the FY under review, on account of emerging unavoidable personal situations, Ms. Mina Agarwal (DIN: 06948015), vide her letter dated 13th January 2025, tendered her resignation as Non-Executive Independent Director of the Company with immediate effect from the Board of the Company.

There were no other changes in the composition of the Board of Directors during the year under review.

#### RE-APPOINTMENT OF DIRECTOR RETIRING BY ROTATION IN TERMS OF THE PROVISIONS OF THE COMPANIES ACT, 2013

In accordance with the provisions of Section 152 of the Companies Act, 2013, read with the Articles of Association of your Company, Mr. Pawan Jain, being a Director of the Company, will retire by rotation at the ensuing AGM and, being eligible, offers himself for re-election. Your Board has recommended his re-election.

Pursuant to Regulation 36 of the Listing Regulations, read with Secretarial Standard-2 (SS-2) issued by the Institute of Company Secretaries of India (ICSI), a brief résumé/details relating to the Director liable to retire by rotation are furnished in the Notice of the ensuing AGM of the Company.

#### INDEPENDENT DIRECTORS

The Company's Independent Directors have submitted requisite declarations confirming that they continue to meet the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations.



## Directors' Report

The Independent Directors have also confirmed that they have complied with Schedule IV of the Act and the Company's Code of Conduct. The Board is of the opinion that the Independent Directors of the Company possess requisite qualifications, experience, and expertise in the fields of finance, strategy, investment banking, insurance, auditing, tax, and risk advisory services, and that they hold the highest standards of integrity.

In terms of Section 150 of the Act, read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended, the Independent Directors of the Company have included their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs (IICA) and have successfully completed the online proficiency self-assessment test conducted by IICA within the prescribed time period, unless they meet the criteria specified for exemption.

Details of the separate meeting of the Independent Directors held, and their attendance therein, are provided in the Report on Corporate Governance forming part of this Report.

### FAMILIARISATION PROGRAMME

Over the years, the Company has developed a robust familiarisation process for newly appointed Directors to help them become accustomed to their respective roles and responsibilities. The process has been aligned with the requirements under the Act and the Listing Regulations.

The Company has formulated a policy on Familiarisation Programme for Independent Directors. Accordingly, upon appointment of an Independent Director, the appointee is given a formal Letter of Appointment, which explains the role, functions, duties, and responsibilities expected as a Director of the Company.

Further, the Company also familiarises the Independent Directors with the Company, their roles, responsibilities in the Company, the nature of the industry in which the Company operates, the business model of the Company, and various businesses in the Group, etc. The Director is also explained in detail the compliances required from him under the Act and the Listing Regulations.

On an ongoing basis, presentations are regularly made to the Independent Directors on various matters, inter alia, covering business strategies, management structure, quarterly and annual results, budgets, review of Internal Audit, risk management framework, and so on.

The Directors are also updated on the changes in relevant corporate laws relating to their roles and responsibilities as Directors.

Details of the Familiarisation Programme are explained in the Report on Corporate Governance and are also available on the Company's website, which can be accessed at <https://assets.ashikagroup.com/Familiarisation-Programme-2024-2025.pdf>.

### KEY MANAGERIAL PERSONNEL

In terms of the provisions of Section 203 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and amendments thereof, the following are the Whole-Time Key Managerial Personnel (KMPs) in accordance with the provisions of Section 203 of the Companies Act, 2013, as on 31st March, 2025

- ◆ Mr. Pawan Jain - Executive Chairman (ceased to be KMP w.e.f. 1st April, 2025)
- ◆ Mr. Daulat Jain - Managing Director and Chief Executive Officer (CEO) (resigned as CEO w.e.f. 1st April, 2025)
- ◆ Mr. Gaurav Jain - Chief Financial Officer (CFO)
- ◆ Ms. Anju Mundhra - Company Secretary and Compliance Officer (CS & CO)

Mr. Chirag Jain, Executive Director & CEO has been appointed as KMP w.e.f. 1st April, 2025.

In terms of section 2(51) of Companies Act 2013, Mr. Siddarth Mohta was appointed Chief Investment Officer w.e.f. 12th February, 2025 and Ms Ishita Jain as Chief Business Officer w.e.f. 01st April, 2025. Further due to some personal reason Mr. Siddarth Mohta resigned from the post of Chief Investment Officer w.e.f. 06th May, 2025.

## 8. MEETINGS OF THE BOARD:

Regular meetings of the Board and its Committees are held to discuss and decide on various business policies, strategies, financial matters, and other businesses.

The Board met six (6) times during the year under review. The intervening gap between two meetings did not exceed, at any time, the prescribed period of 120 days. The Committees of the Board usually meet the day before or on the day of the Board Meeting, or whenever the need arises for transacting business. In case of business exigencies or urgency of matters, resolutions are passed by circulation.

Board Meetings during FY 2024-25 were held on 13th May, 2024, 20th July, 2024, 31st July, 2024, 17th September, 2024, 12th November, 2024, and

12th February, 2025. Details of Board composition and Board Meetings held during FY 2024-25 have been provided in the Corporate Governance Report, which forms part of this Annual Report.

## 9. EXTRACT OF ANNUAL RETURN:

Pursuant to the provisions of Sections 134(3) (a) and 92(3) of the Companies Act, 2013, the Annual Return for the FY ended 31st March, 2025, is available on website of Company at the link: <https://assets.ashikagroup.com/annual-return-of-ashika-credit-capital-limited-for-f.y.-2024-2025.pdf>

## 10. BOARD COMMITTEES:

The Company has constituted/reconstituted various Board-level committees in accordance with the requirements of the Companies Act, 2013 and Listing Regulations as on 31st March, 2025. The Board has the following committees as under:

- ◆ Audit Committee
- ◆ Nomination and Remuneration Committee
- ◆ Stakeholders' Relationship Committee
- ◆ Corporate Social Responsibility Committee.

In addition to the above, the Board has constituted other committees as per RBI Regulations and other internal committees for the ease of carrying on business.

The details of composition, terms of reference, etc., pertaining to these committees are mentioned in the Corporate Governance Report which forms part of this Annual Report.

### NOMINATION & REMUNERATION POLICY

The Company has in place a policy for remuneration of Directors, Key Managerial Personnel (KMP) as well as a well-defined criterion for the selection of candidates for appointments to the aforesaid positions, which has been approved by the Board.

The Policy broadly lays down the guiding principles, philosophy, and the basis for payment of remuneration to the Executive and Non-Executive Directors (by way of sitting fees) and Key Managerial Personnel.

The criteria for the selection of candidates for the above positions cover various factors and attributes, which are considered by the Nomination & Remuneration Committee and the Board while selecting candidates.

The Nomination & Remuneration Policy can be accessed on the website of the Company and is

uploaded at the link <https://assets.ashikagroup.com/2025-NRC-Policy.pdf>.

## 11. FORMAL ANNUAL EVALUATION:

Pursuant to the provisions of Section 178 of the Companies Act, 2013, read with Rules made thereunder, Regulation 17(10) of the Listing Regulations, and the Guidance Note on Board Evaluation issued by SEBI, as well as the Guidance Note on Board Evaluation issued by the Institute of Company Secretaries of India (ICSI), the Company has framed a policy for evaluating the annual performance of the Board, Individual Directors (including Managing Director/Executive Director, Chairperson, and Independent Director of the Company), Committees of the Board, self-evaluation of Individual Directors (excluding the Director being evaluated), and peer-to-peer evaluation.

The Nomination and Remuneration Committee of the Company has laid down parameters for performance evaluation in the Policy. The evaluation parameters and the process have been explained in detail in the Corporate Governance Report.

## 12. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES:

Disclosures in terms of Section 197(12) of the Act, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, form part of this Report and have been appended as **Annexure I** to the Board's Report.

Pursuant to Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, no employee other than the Chairman has been paid remuneration of more than ₹ 1.02 crores per annum.

There are employees drawing more remuneration than the Managing Director, but none of the employees, except Promoter Directors, holds more than 2% of Equity Shares of the Company (directly or indirectly).

In terms of the proviso to Section 136(1) of the Act, this Report is being sent to all Members, excluding the statement with respect to employees employed throughout the year and employees employed for part of the year who were in receipt of remuneration in excess of limits prescribed under Section 197(12) of the Act, read with Rule 5(2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

## Directors' Report

The statement is available for inspection in physical mode at the Registered Office by any Member on request. Shareholders can inspect the same up to the date of the AGM, by sending a requisition to the Company at [secretarial@ashikagroup.com](mailto:secretarial@ashikagroup.com).

Any Shareholder interested in obtaining a copy of the said Annexure may write to the Company Secretary & Compliance Officer in this regard.

### 13. DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES:

Your Company has one subsidiary company in India as of 31st March, 2025. The consolidated financial statements of the Company, prepared in accordance with Indian Accounting Standards as specified in the Companies (Indian Accounting Standards) Rules, 2015, form part of the Annual Report.

There are no Joint Venture Companies or Associate Companies as on 31st March, 2025.

Pursuant to the provisions of Section 129(3) of the Companies Act, 2013, a statement containing salient features of the financial statements of subsidiaries in Form AOC-1 (**Annexure II**) is attached to the financial statements of the Company.

Further, pursuant to the provisions of Section 136 of the Act, separate audited financial statements in respect of the subsidiary company shall be kept open for inspection at the Registered Office of the Company during working hours for a period of 21 days before the date of the Annual General Meeting.

Your Company will also make these documents available upon request by any Member of the Company interested in obtaining them. The financial performance of the subsidiary forms part of the consolidated financial highlights presented in this Report, and the separate audited financial statements in respect of the subsidiary company are also available on the website of your Company at <https://assets.ashikagroup.com/aqeapl-financials-fy-24-25.pdf>.

The Company's policy for the determination of material subsidiary, as adopted by the Board of Directors, in conformity with Regulation 16 of the SEBI Listing Regulations, can be accessed on the Company's website at <https://assets.ashikagroup.com/Policy-for-determining-Material-Subsidiary.pdf>.

In terms of the said policy and the provisions of Regulation 16 of the SEBI Listing Regulations, the Company does not have any material subsidiary as on 31st March, 2025.

### 14. AUDITORS

#### STATUTORY AUDITORS

M/s. DHC & Co., Chartered Accountants (ICAI Firm Registration Number 103525W), having their office at 42, Free Press House, 215 Nariman Point, Mumbai – 400019, were appointed as the Statutory Auditors of the Company for a consecutive period of three (3) years, from the conclusion of the 31st AGM held in 2024, till the conclusion of the 34th AGM to be held in 2027.

Further, the Statutory Auditors have provided a confirmation letter stating that they are not disqualified to act as the Statutory Auditors of the Company for FY 2025-26. They have further confirmed that they hold a valid certificate issued by the Peer Review Board of ICAI.

M/s. DHC & Co., Statutory Auditors, have issued Audit Reports with an unmodified opinion on the Standalone Financial Statements of the Company for the FY ended 31st March, 2025. The Notes on the Financial Statements referred to in the Audit Report are self-explanatory and, therefore, do not call for any further explanation or comments from the Board under Section 134(3) (f) of the Companies Act, 2013.

#### SECRETARIAL AUDITORS:

Pursuant to the provisions of Section 204 of the Companies Act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and in line with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024, the Company has appointed M/s. MR & Associates, having their office at 46, B.B. Ganguly Street, 4th Floor, Kolkata – 700012, holding a valid Peer Reviewed Certificate, as the Secretarial Auditors of the Company for a consecutive period of five (5) years, from the conclusion of the 32nd AGM to be held in 2025, till the conclusion of the 37th AGM to be held in 2030, subject to the approval of the Shareholders at the ensuing AGM of the Company.

In lieu of the above, the Company has received a consent letter for the said appointment along with a certificate stating that the Secretarial Auditors satisfy the criteria as provided in Regulation 24A(1A) of the Listing Regulations with respect to their eligibility, qualifications, and

disqualifications to act as Secretarial Auditors of the Company, along with a copy of their valid Peer Review Certificate.

M/s. MR & Associates shall undertake the Secretarial Audit of the Company for the FY 2024-25. The Secretarial Audit Report, certified by the Secretarial Auditors in the specified Form MR-3, is annexed herewith and forms part of this Report (**Annexure III**).

The Secretarial Audit Report does not contain any qualifications, reservations, or adverse remarks. The Secretarial Auditors have confirmed that your Company has complied with the applicable laws and that there are adequate systems and processes in your Company, commensurate with its size and scale of operations, to monitor and ensure compliance with the applicable laws.

During the year under review, neither the Statutory Auditors nor the Secretarial Auditors have reported to the Audit Committee of the Board, under Section 143(12) of the Act, any instances of fraud committed against the Company by its officers or employees, the details of which would need to be mentioned in this Report.

### 15. VIGIL MECHANISM/WHISTLE BLOWER POLICY:

Pursuant to the provisions of Section 177(9) of the Act, read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014, and Regulation 22 of the Listing Regulations, as amended from time to time, the Company has framed a Vigil Mechanism/Whistle Blower Policy ("Policy") to enable Directors and employees to report genuine concerns or grievances, significant deviations from key management policies, and reports of any non-compliance or wrongful practices, e.g., unethical behaviour, fraud, violation of law, inappropriate conduct, etc.

The Audit Committee oversees the functioning of this Policy. The objective of this mechanism is to maintain a redressal system which can process all complaints concerning questionable accounting practices, internal controls, or fraudulent reporting of financial information. No person is denied access to the Chairman of the Audit Committee.

The said Policy is available on the website of the Company [www.ashikagroup.com](http://www.ashikagroup.com) and can be accessed at the link <https://assets.ashikagroup.com/ACCL-2022-03-Vigil-Mechanism-Policy.pdf>. Further, no complaints were reported under the Vigil Mechanism during the year under review.

### 16. RISK MANAGEMENT FRAMEWORK:

Risk is an integral and unavoidable component of business. Though risks cannot be eliminated, an effective Risk Management Programme ensures that risks are reduced, avoided, mitigated, or shared.

Your Company has in place a mechanism to identify, assess, monitor, and mitigate various risks associated with the business of the Company. Major risks identified by the business and functions, if any, are systematically addressed through mitigating actions on a continuing basis.

The Company has constituted a Risk Management Committee (RMC) in terms of the Scale-Based Regulatory Framework for NBFCs introduced by RBI dated 22nd October, 2021.

Further, pursuant to SEBI (LODR) (Third Amendment) Regulations, 2024, your Company has reconstituted and revised the terms of reference of the Risk Management Committee of the Company in terms of Schedule II, Part D of SEBI LODR, read with Regulation 21 of the said LODR Regulations. The same is applicable w.e.f. 01st April, 2025.

In line with the RBI guidelines for Asset Liability Management (ALM) system for NBFCs, the Company also has an Asset Liability Committee, which meets as and when required to review the risk tolerance/limits set by the Board. The Company adheres to the same and further looks into the implementation of the liquidity risk management strategy.

A systematic approach has been adopted that begins with the identification of risks, categorisation and assessment of identified risks, evaluating the effectiveness of existing controls, and building additional controls to mitigate risks, followed by monitoring of residual risks.

In the opinion of the Board, there are no material elements of risk threatening the existence of the Company.

The detailed section on key business risks and their mitigation strategies forms part of the 'Management Discussion and Analysis' Section in the Report on Corporate Governance, which forms part of the Annual Report.

### 17. CORPORATE SOCIAL RESPONSIBILITY:

Corporate Social Responsibility (CSR) forms an integral part of your Company's business activities. The Company carries out its Corporate



## Directors' Report

Social Responsibility initiatives not just in letter but also in spirit.

In terms of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 ("CSR Rules"), the Board of Directors has constituted a Corporate Social Responsibility (CSR) Committee. In line with your Company's philosophy of being a responsible corporate citizen, the Board of Directors adopted a CSR Policy, which lays down the principles and mechanism for undertaking various projects/programmes as part of the Company's CSR activities.

During FY 2024-25, the Company spent ₹ 25.25 lakhs on Corporate Social Responsibility (CSR) activities, as against the obligatory amount of ₹ 17.43 lakhs. The CSR initiatives were implemented through Ashika Foundation, a registered trust. The CSR contributions made are in compliance with the Company's CSR Policy, read with Schedule VII, and as per the Annual Action Plan for FY 2024-25.

The aforesaid amount of ₹ 17.43 lakhs paid towards CSR contribution is being adjusted with the excess amount of ₹ 24.43 lakhs lying as credit with the Company from the previous FY 2023-24. The balance excess amount lying for the previous year, i.e. ₹ 7 lakhs, will be adjusted against succeeding years, as applicable.

Accordingly, the amount of ₹ 25.25 lakhs spent by the Company during FY 2024-25 against CSR contribution stands as excess spending by the Company and will be adjusted in the succeeding FY as per the provisions of the Act. Considering all the above CSR contributions, there is an excess spending on account of CSR of ₹ 32.25 lakhs (₹ 7 lakhs + ₹ 25.25 lakhs) as on 31st March, 2025, which will be adjusted in the succeeding years.

Details of the composition of the CSR Committee and brief details of the CSR Policy have been provided in the Corporate Governance Report, which is annexed to and forms an integral part of this Board's Report.

The Annual Report on CSR activities, in terms of Section 135 of the Companies Act, 2013 ("the Act") and the Rules framed thereunder, is annexed to this Report (**Annexure IV**).

### 18. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION

There have been no material changes and commitments affecting the financial position of the Company, which have occurred since

31st March, 2025, being the end of the FY of the Company to which the financial statements relate and the date of this Report.

### 19. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURT OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN THE FUTURE:

During the year under review, there have been no significant and material orders passed by the regulators, courts, or tribunals impacting the going concern status or the Company's future operations.

### 20. INTERNAL FINANCIAL CONTROL SYSTEM AND THEIR ADEQUACY:

The Board of Directors of your Company has adopted procedures for ensuring the orderly and efficient conduct of its business, including adherence to your Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of accounting records, and the timely preparation of reliable financial disclosures.

The details in respect of internal financial controls and their adequacy are included in the Management Discussion and Analysis, which forms part of this Report.

### 21. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF COMPANIES ACT 2013

The Company, being an NBFC registered with the RBI and engaged in the business of making investments in securities and giving loans in the ordinary course of its business, is exempt from complying with the provisions of Section 186 of the Companies Act, 2013 ("the Act") with respect to Loans & Investments. Accordingly, the disclosures of the Loans & Investments given as required under the aforesaid section have not been made in this Board's Report.

Particulars of loans and investments outstanding during FY 2024-25 are furnished in the Notes to the Standalone Financial Statements of the Company.

### 22. DEPOSITS:

Your company, being a non-deposit taking NBFC, has not accepted any deposit from public

pursuant to the provisions of Non-Banking Financial Companies (Acceptance of Public Deposits) (Reserve Bank) Directions, 2016.

### 23. PARTICULARS OF CONTRACTS/TRANSACTIONS/ARRANGEMENTS WITH RELATED PARTIES:

The Company has in place a Policy on Related Party Transactions and the same can be accessed on the Company's website at its web-link <https://assets.ashikagroup.com/policy-on-related-party-transaction.pdf> and the same is in line with the requirements of the Act and the Listing Regulations. All transactions with Related Parties are placed before the Audit Committee for approval. All related party transactions that were entered into during the FY were on an arm's length basis and in the ordinary course of business; the particulars of such transactions are disclosed in the notes to the financial statements.

Disclosures of Related Party Transactions of the Company, including transactions with the Promoter/Promoter Group holding 10% or more shareholding in the Company, if any, are given in the Notes to the Standalone Financial Statements.

All the Related Party Transactions entered into during the year were on an arm's length basis and in the ordinary course of business. Further, there were no transactions to be reported under Section 188(1) of the Act crossing the materiality limit. Accordingly, the disclosure of Related Party Transactions as required in terms of Section 134(3) (h) of the Act, read with Rule 8 of the Companies (Accounts) Rules, 2014, in Form AOC-2, is not applicable for this year.

### 24. CORPORATE GOVERNANCE REPORT:

As required by Regulation 34 of the Listing Regulations, a detailed Report on Corporate Governance is included in the Annual Report.

M/s. MR & Associates, Practising Company Secretaries, have certified your Company's compliance requirements in respect of Corporate Governance, in terms of Regulation 34 of the Listing Regulations; their Compliance Certificate is annexed to the Report on Corporate Governance.

### MANAGEMENT DISCUSSION AND ANALYSIS REPORT

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

### 25. PREVENTION OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE:

The Company has in place a Policy for Prevention, Prohibition and Redressal of Sexual Harassment at Workplace. Appropriate reporting mechanisms are in place for ensuring protection against Sexual Harassment and the right to work with dignity. Further, the Company has complied with the provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 to redress complaints received regarding sexual harassment.

During the year under review, no complaints in relation to sexual harassment at workplace have been reported.

The group sexual harassment policy is uploaded on the website of the company at [www.ashikagroup.com](http://www.ashikagroup.com) at the given link at <https://assets.ashikagroup.com/2025-Sexual-Harrasment-Policy.pdf>.

### 26. COMPLIANCE WITH SECRETARIAL STANDARDS OF ICSI

The Board of Directors affirms that the Company has duly complied with the applicable Secretarial Standards (SS) relating to Meetings of the Board (SS-1) and General Meetings (SS-2) issued by the Institute of Company Secretaries of India which have mandatory application during the year under review.

### 27. DISCLOSURES PERTAINING TO MAINTENANCE OF COST RECORDS PURSUANT TO SECTION 148(1) OF THE COMPANIES ACT, 2013

The Company is not required to maintain cost records as specified u/s 148(1) of the Companies Act, 2013 read with the applicable rules thereon for the FY 2024-25. Hence the said clause is not applicable to the Company with respect to its' nature of business.

### 28. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGOES:

Your Company has no activity relating to Conservation of Energy, Technology Absorption, and Foreign Exchange Earnings and Outgo,



## Directors' Report

as stipulated in Rule 8(3) of the Companies (Accounts) Rules, 2014.

Hence, the requirements pertaining to disclosure of particulars relating to Conservation of Energy, Technology Absorption, and Foreign Exchange Earnings and Outgo, as prescribed under Section 134(3)(m) of the Act, read with Rule 8(3) of the Companies (Accounts) Rules, 2014, are not applicable to the Company.

### 29. DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALONGWITH THEIR STATUS AS AT THE END OF THE FY

During the FY under review, there was no application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016.

### 30. DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF

During the FY under review, the Company has not taken loans from any Bank and further, there stood no instance of one-time settlement with any Financial Institution.

### 31. DIRECTORS RESPONSIBILITY STATEMENT:

Your Directors to the best of their knowledge and belief and according to the information and explanation obtained by them make the following statement in terms of clause (c) of sub-section (3) of section 134 of Companies Act 2013 that—

- In the preparation of the annual accounts for the FY ended on 31st March, 2025 the applicable accounting standards had been followed along with proper explanation relating to material departures.
- The directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as of 31st March, 2025 and of the profit and loss of the company for that period.
- The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- The directors had prepared the annual accounts on a going concerning basis.
- The directors had laid down internal financial controls to be followed by the company and said that such internal financial controls are adequate and operate effectively.
- The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### 32. ACKNOWLEDGEMENTS:

The Directors would like to record their appreciation of the hard work and commitment of the employees and acknowledge the excellent support and co-operation received from exchanges, shareholders, bankers. Regulators and other stakeholders place on record their sincere appreciation to their employees for their continued co-operation in realisation of the corporate goals in the years ahead.

For and on behalf of the Board of Directors

Date: 10.05.2025

(Pawan Jain)  
Chairman  
DIN: 00038076  
Place: Mumbai

(Daulat Jain)  
Managing Director  
DIN: 00040088  
Place: Kolkata

## Annexure I

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

- The percentage increase in remuneration of the Executive Director, Chief Financial Officer, and Company Secretary & Compliance Officer during FY 2024-25, the ratio of the remuneration of each Executive Director to the median remuneration of the employees of the Company for FY 2024-25, and the percentage increase in remuneration of each Executive Director and Key Managerial Personnel (KMP) during FY 2024-25 are provided below.

Name of the Directors & KMP with Designation	Remuneration for F.Y. 2024-25 (₹ in Lakhs)	% of Increase in Remuneration of Directors, KMP in FY 2024-25	Ratio of the remuneration of each director/KMP to median remuneration of the employee
Mr. Pawan Jain, Executive Chairman	169.11	Nil	17.26
Mr. Daulat Jain, Managing Director & CEO	13.00	Nil	1.33
Ms. Anju Mundhra, Company Secretary & Compliance Officer	33.82	Nil	3.45
Mr. Gaurav Jain, Chief Financial Officer	32.56	37.61	3.32

#### Note:

- The Independent Directors of the Company are entitled to sitting fees for attending Board & Committee meetings. The ratio of remuneration and percentage increase for the Independent Directors' Remuneration is, therefore, not considered for the purpose above. No Commission or remuneration other than sitting fees is paid to any Independent Director. The Non-Executive Non-Independent Director is not being paid commission or remuneration.
  - No Sitting fees for attending Board & Committee meeting are paid to Executive Directors and Non-Executive Non-Independent Director.
  - Any effect of % or median is considered for those who have been employed for the full financial year and not for a part of the financial year.
  - Mr. Daulat Jain is Managing Director of Ashika Stock Services Limited (formerly, Ashika Stock Broking Limited), Group Company and remuneration is payable from both the companies within the highest maximum permissible limits as per Section 197 of Companies Act, 2013 read with Schedule V of the said Act, and approved by shareholders in the respective meetings of each company.
- In the financial year, there was an increase of 1.72% in the median remuneration of employees, which includes executive directors also.
  - There were 17 permanent employees on the rolls of the Company as on 31st March, 2025.
  - The average percentile increase made in the salaried employees other than Managerial personnel in the last financial year were 19.45 % and whereas the increase in the Managerial remuneration for the same financial year was 3.44%.
  - The explanation on the relationship between the average increase in remuneration and company performances - On average the employees received an annual increase of 15% to 20%. Exceptional performances are rewarded with a higher salary increase. The increase in remuneration is in line with the market trend. To ensure that remuneration reflects Company's performance, the increase in % of remuneration is linked to organisation performance apart from an individual's performance.
  - It is hereby affirmed that the remuneration paid during the year is as per the Nomination & Remuneration Policy of the company.

For and on behalf of the Board of Directors

Date: 10.05.2025

(Pawan Jain)  
Chairman  
DIN: 00038076  
Place: Mumbai

(Daulat Jain)  
Managing Director  
DIN: 00040088  
Place: Kolkata

## Directors' Report

### Annexure II

#### From AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries or associate companies or joint ventures

#### PART-A: SUBSIDIARIES

(Amount in ₹ lakhs)

Name of the subsidiary	Ashika Private Equity Advisors Private Limited (formerly known as Ashika Entercon Private Limited)
The date since when subsidiary was acquired	21st January, 2025
Reporting period for the subsidiary concerned, if different from the holding company's reporting period.	N.A.
Reporting currency and Exchange rate as on the last date of the relevant FY in the case of foreign subsidiaries.	N.A.
Share capital	1.00
Reserves and surplus	(6.78)
Total assets	4.58
Total Liabilities	4.58
Investments	Nil
Turnover	Nil
Profit before taxation	(6.04)
Provision for taxation	Nil
Profit after taxation	(6.04)
Proposed Dividend	Nil
Extent of shareholding (in percentage)	51%

Notes: The following information shall be furnished at the end of the statement:

- Names of subsidiaries which are yet to commence operations – The company Ashika Private Equity Advisors Private Limited, is yet to start operations.
- Names of subsidiaries which have been liquidated or sold during the year- Nil

#### For and on behalf of the Board of Directors For, Ashika Credit Capital Ltd

Date: 10.05.2025  
Place: Mumbai

**(Pawan Jain)**  
Chairman  
DIN: 00038076

**(Daulat Jain)**  
Managing Director  
DIN: 00040088

**(Chirag Jain)**  
Executive Director & CEO  
DIN: 07648747

**(Gaurav Jain)**  
Chief Financial Officer

**(Anju Mundhra)**  
Company Secretary  
F6686

### Annexure III

#### Form No. MR – 3

#### SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2025

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

To,  
The Members,  
**ASHIKA CREDIT CAPITAL LIMITED**  
226/1 A.J.C. Bose Road "Trinity"  
7th Floor,  
Kolkata 700020

- We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by ASHIKA CREDIT CAPITAL LIMITED (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us with a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.
- Based on our verification of the Company 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 authorised representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the Financial Year ended 31st March, 2025 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:
- We have examined the books, papers, minute books, forms and returns filed, and other records maintained by the Company for the financial year ended 31st March, 2025 according to the provisions of:
  - The Companies Act, 2013 (the Act), amendments thereof and the rules made thereunder.
  - The Securities Contracts (Regulation) Act, ('SCRA') and the rules made thereunder.
  - The Depositories Act, 1996 and the Regulations and Byelaws framed thereunder.
  - 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.

v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

- The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- 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;
- The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable regulations/guidelines/circulars as may be issued by SEBI from time to time;
- The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 as applicable;
- The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

We further report that there were no actions/ events in pursuance of;

- The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 as applicable;
- The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021
- The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

**We further report** that having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records, the following laws are applicable specifically to the Company.

- Reserve Bank of India Act, 1934 and guidelines, directions and instructions issued by RBI through



## Directors' Report

notifications and circulars relating to Non-Banking Financial Institution laws from time to time.

- b) Prevention of Money Laundering Act, 2002 and The Prevention of Money-Laundering (Amendment) Act, 2012, as applicable.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India and to the extent amended and notified from time to time.
- (ii) The Listing Agreements entered into by the Company with BSE Ltd.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

### We further report that

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

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on the 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 were carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.

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

**We further report that** the following events had occurred during the audit period (from 01.04.2024 to 31.03.2025):

- (i) Approval of the Scheme of Amalgamation between Yaduka Financial Services Limited (Transferor Company) and Ashika Credit Capital Limited (Transferee Company), and their respective shareholders and creditors vide Board Resolution dated 31.07.2024 pursuant to Section 230 to 232 and other applicable provisions of Companies Act, 2013, Rules made thereunder and

amendments thereof with appointed date being 01.10.2024 and No objection received from RBI vide letter dated 06.01.2025.

However, the same is subject to requisite approvals from the Securities and Exchange Board of India ('SEBI'), the National Company Law Tribunal, BSE Limited ('Stock Exchange') and other statutory and regulatory authorities as well as shareholders and creditors.

- (ii) Appointment of Ms. Mina Agarwal (DIN - 06948015) as an Independent Director of the Company for a term of One (1) Year, i.e., from 1st October, 2024 to 30th September, 2025 as approved by the shareholders by way of Special Resolution passed at Annual General Meeting of the Company held on 10th August, 2024. However, Ms. Mina Agarwal (DIN - 06948015) tendered her resignation w.e.f 13th January 2025 due to certain emerging unavoidable personal situations.
- (iii) Re-appointment of Mr. Tapan Sodani (DIN-01921743) as an Independent Director of the Company for second term of 1 (One) year effective from 1st September, 2024 to 31st August, 2025 as approved by the shareholders by way of Special Resolution passed at Annual General Meeting of the Company held on 10th August, 2024.
- (iv) Adoption of a new Memorandum of Association of the Company as per the Companies Act, 2013 as approved by the shareholders by way of Special Resolution passed at Extra Ordinary General Meeting held on 30th August, 2024.
- (v) Increase in Authorised share capital of the company from existing ₹ 20,25,00,000/- (Rupees Twenty Crores Twenty-Five Lakhs Only) to ₹ 35,00,00,000/- (Rupees Thirty-Five Crores Only) and consequent alteration of capital clause of memorandum of association of the company as approved by the shareholders by way of Special Resolution passed at Extra Ordinary General Meeting held on 30th August, 2024.
- (vi) Alteration of the capital clause in the Articles of Association of the Company as approved by the shareholders by way of Special Resolution passed at Extra-Ordinary General Meeting held on 30th August, 2024.
- (vii) Issuance of 95,40,000 (Ninety-Five Lakhs and Forty Thousand Only) equity shares on a preferential allotment basis at a price of ₹ 118/- per share (face value ₹ 10) to promoters and non-promoters, aggregating ₹ 112,57,20,000/- (Rupees One Hundred and Twelve Crores Fifty-Seven Lakhs and Twenty Thousand Only) as approved

by the shareholders by way of Special Resolution passed at Extra Ordinary General Meeting held on 30.08.2024 and In-Principal Approval granted by BSE via Letter dated 30.08.2024 and subsequently allotment made on 06.09.2024 as approved by Preferential Issue Committee of Board of Directors of the Company. The Company has received the Listing Approval and Trading Approval from BSE Limited on 17.09.2024 and 27.09.2024 respectively.

- (viii) Issuance of 60,30,000 (Sixty Lakhs and Thirty Thousand) Equity Convertible Warrants on a preferential allotment basis at a price of ₹ 118/- per warrant (face value ₹ 10), aggregating to ₹ 71,15,40,000/- (Rupees Seventy-One Crores Fifteen Lakhs and Forty Thousand Only) as approved by the shareholders by way of Special Resolution passed at Extra Ordinary General Meeting held on 30.08.2024 and In-Principal Approval granted by BSE via Letter dated 30.08.2024 and subsequently allotment made on 06.09.2024 as approved by Preferential Issue Committee of Board of Directors of the Company upon receipt of 25% of Subscription amount from the Warrant holders.

Out of above, 25,00,000 Equity Convertible Warrants were converted into 25,00,000 Equity shares as approved by Preferential Issue Committee held on 09.11.2024, upon receipt of amount aggregating to ₹ 22,12,50,000/- (Twenty-Two Crore Twelve Lacs Fifty Thousand only) (being 75% of the Issue Price per Warrant) for which the Company had received the Listing Approval and Trading Approval from BSE Limited for 25,00,000 Equity shares on 29.11.2024 and 10.12.2024 respectively. Further, Out of above, 35,30,000 Equity Convertible Warrants were converted into 35,30,000 Equity shares as approved by Preferential Issue Committee held on 07.02.2025, upon receipt of amount aggregating to ₹ 22,12,50,000/- (Twenty-Two Crore Twelve Lacs Fifty Thousand only) (being 75% of the Issue Price per Warrant), for which the Company had received the Listing Approval and Trading Approval from BSE Limited for 35,30,000 Equity shares on 20.03.2025 and 27.03.2025 respectively.

- (ix) Increase in Authorised share capital of the company from existing ₹ 35,00,00,000/- (Rupees Thirty-Five Crores Only) to ₹ 70,00,00,000/- (Rupees Seventy Crores Only) divided into 7,00,00,000 (Seven Crores) and consequent alteration of capital clause of memorandum of association of the company as approved by the shareholders by way of Special Resolution passed at Extra Ordinary General Meeting held on 17.10.2024.

- (x) Alteration of the CLAUSE in the Articles of Association of the Company as approved by the shareholders by way of Special Resolution passed at Extra Ordinary General Meeting held on 17.10.2024.

- (xi) Issuance of 12,69,000 (Twelve Lakhs Sixty-Nine Thousand Only) equity shares on a preferential allotment basis at a price of ₹ 306/- per share (face value ₹ 10) to non-promoters, aggregating to ₹ 38,83,14,000/- (Rupees Thirty-Eight Crores Eighty-Three Lakhs Fourteen Thousand Only) as approved by the shareholders by way of Special Resolution passed at Extra Ordinary General Meeting held on 17.10.2024 and In-Principal Approval granted by BSE via Letter dated 18.10.2024 and subsequently allotment made on 28.10.2024 as approved by Preferential Issue Committee of Board of Directors of the Company. The Company had received the Listing Approval and Trading Approval from BSE Limited on 11.11.2024 and 14.11.2024 respectively.

- (xii) Issuance of 95,31,000 (Ninety-Five Lakhs Thirty-One Thousand Only) Equity Convertible Warrants on a preferential allotment basis at a price of ₹ 306/- per warrant (face value ₹ 10), aggregating ₹ 2,91,64,86,000/- (Rupees Two Hundred Ninety-One Crores Sixty-Four Lakhs and Eighty-Six Thousand Only) as approved by the shareholders by way of Special Resolution passed at Extra Ordinary General Meeting held on 17.10.2024 and In-Principal Approval granted by BSE via Letter dated 18.10.2024. The existing tenure/terms of conversion were then modified by the Preferential Issue Committee on 19.10.2024 and subsequently allotment made on 28.10.2024 as approved by Preferential Issue Committee of Board of Directors of the Company upon receipt of 25% of Subscription amount from the Warrant holders.

Out of the above, 43,88,800 Equity Convertible Warrants were converted into 43,88,800 Equity shares as approved by Preferential Issue Committee held on 07.02.2025, upon receipt of amount aggregating to ₹ 100,72,29,600/- (One Hundred Crore Seventy-Two Lacs Twenty-Nine Thousand Six Hundred only) (being 75% of the Issue Price per Warrant). The Company had received the Listing Approval and Trading Approval from BSE Limited for 43,88,800 Equity shares on 19.03.2025 and 26.03.2025 respectively.

- (xiii) Approval of proposed Material Related Party Transactions as approved by the shareholders by way of Ordinary resolutions passed at Extra Ordinary General Meeting held on 17.10.2024 and 12.12.2024.



## Directors' Report

- (xiv) Approval of Composite Scheme of Amalgamation of (i) Ashika Commodities & Derivatives Private Limited (ACDPL), a wholly owned subsidiary of Ashika Global Securities Private Limited (AGSPL), with and into AGSPL, (ii) Amalgamation of AGSPL with Ashika Credit Capital Limited (ACCL) and their respective shareholders and creditors vide Board Resolution dated 31.07.2024 pursuant to Section 230 to 232 and other applicable provisions of Companies Act, 2013, Rules made thereunder and amendments thereof with appointed date, being 01.04.2025 and No objection received from RBI vide letter dated 17.03.2025. Further, upon scheme coming into effect, the name of Company shall be changed from "Ashika Credit Capital Limited" to "Ashika Global Securities Limited". However, the same is subject to requisite approvals from the Securities and Exchange Board of India ('SEBI'), the National Company Law Tribunal, BSE Limited ('Stock Exchange') and other statutory and regulatory authorities, as well as shareholders and creditors.
- (xv) Issuance of 18,00,000 (Eighteen Lakhs Only) Equity Convertible Warrants on a preferential allotment basis to non-promoters, in one or more tranches, at a price of ₹ 609 per warrant (face value ₹ 10), aggregating to ₹ 1,09,62,00,000/- (Rupees One Hundred Nine Crores Sixty-Two Lakhs Only) as approved by the shareholders by way of Special Resolution passed at Extra Ordinary General Meeting held on 12.12.2024 and In-Principal Approval granted by BSE via Letter dated 12.12.2024 and subsequently allotment made on 26.12.2024 as approved by Preferential Issue Committee of the Company upon receipt of 25% of Subscription amount from the Warrant holders.
- (xvi) Raising additional capital via Qualified Institutional Placement (QIP) through the issuance of equity shares and/or other eligible securities, not exceeding ₹ 900 Crores approved by the shareholders by way of Special Resolution passed at Extra Ordinary General Meeting held on 12.12.2024.
- (xvii) Re-appointment of Mr. Daulat Jain (DIN: 00040088) as Managing Director (KMP) for a term of three (3) consecutive years, w.e.f. 1st November, 2025 as approved by the shareholders by way of special resolution passed by way of postal ballot on 21.03.2025.
- (xviii) Appointment of Mr. Chirag Jain (DIN: 07648747) as Executive Director and CEO (KMP) for a term of three (3) consecutive years, w.e.f. 1st April, 2025 as approved by the shareholders by way of special resolution passed by way of postal ballot on 21.03.2025.

- (xix) Appointment of Mr. Pravin Kutumbe (DIN: 01629256) as Non-Executive, Independent Director for a term of three (3) consecutive years, w.e.f. 1st April, 2025 as approved by the shareholders by way of special resolution passed by way of postal ballot on 21.03.2025.
- (xx) Appointment of Mr. Supratim Bandyopadhyay (DIN: 03558215) as Non-Executive, Independent Director for a term of three (3) consecutive years, w.e.f. 1st April, 2025 as approved by the shareholders by way of special resolution passed by way of postal ballot on 21.03.2025.
- (xxi) Appointment of Ms. Pinki Kedia (DIN: 08455451) as Non-Executive, Independent Director for a term of three (3) consecutive years, w.e.f. 1st April, 2025 as approved by the shareholders by way of special resolution passed by way of postal ballot on 21.03.2025.
- (xxii) Alteration of Objects Clause of Memorandum of Association of the Company as approved by the shareholders by way of special resolution passed by way of postal ballot on 21.03.2025.

**We further report that** the Holding Subsidiary Relationship status between Ashika Global Securities Pvt Ltd (AGSPL), Member of Promoter Group and Ashika Credit Capital Limited (ACCL), was built up during the audit period, However, the afore-mentioned Holding and Subsidiary Relationship has been dissolved and Consequently, Ashika Credit Capital Limited become an Associate Company of Ashika Global Securities Pvt Ltd as on 31.3.2025.

**We further report that** consequent upon acquisition of 5,100 Equity shares, Ashika Private Equity Advisors Private Limited" ("APEAPL") became a subsidiary of the Company (Ashika Credit Capital limited).

This Report is to be read with our letter of even date which is annexed "**Annexure A**" and forms an integral part of this Report.

Place: Kolkata  
Date: 10.05.2025

**For MR & Associates**  
Company Secretaries  
A Peer Reviewed Firm  
Peer Review Certificate No.: 5598/2024

**[CS Sneha Khaitan Jalan]**  
Partner  
FCS No.: F11977  
C P No.: 14929  
UDIN: F011977G000312849

## (ANNEXURE – A TO THE SECRETARIAL AUDIT REPORT FOR THE FY ENDED 31ST MARCH, 2025)

To,  
The Members

**ASHIKA CREDIT CAPITAL LIMITED**  
226/1 A.J.C. Bose Road "Trinity"  
7th Floor, Kolkata 700020

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

- Maintenance of Secretarial Records is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- We 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 compliance of the provisions of corporate and other applicable laws, rules, regulations and standards is the responsibilities of the management. The verification was done on test basis to ensure that correct facts are reflected in Secretarial Records and also based on opinions furnished to us by the Company. We believe that the processes and practices, we followed provide a reasonable basis for our opinion
- We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company as well as the correctness of the values and figures reported in various disclosures and returns as required to be submitted by the Company under the specified laws, though we have relied to a certain extent on the information furnished in such returns.
- Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.
- As regard the books, papers, forms, reports and returns filed by the Company under the provisions referred to in our Secretarial Audit Report in

Form MR-3 the adherence and compliance to the requirements of the said provisions is the responsibility of the management. Our examination was limited to checking the execution and timeliness of the filing of various forms, reports, returns and documents that need to be filed by the Company with various authorities under the said provisions of the Act. We have not verified the correctness and coverage of the contents of such forms, reports, returns and documents.

- Due to the inherent limitations of an audit including internal, financial, and operating controls, there is an unavoidable risk that some misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with audit practices.
- The contents of this Report has to be read in conjunction with and not in isolation of the observations, if any, in the report(s) furnished/to be furnished by any other auditor(s)/agencies/authorities with respect to the Company.
- 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.
- This report pertains solely to the compliances and other applicable matters arising during the audit period from 1st April, 2024 to 31st March, 2025.

Place: Kolkata  
Date: 10.05.2025

**For MR & Associates**  
Company Secretaries  
A Peer Reviewed Firm  
Peer Review Certificate No.: 5598/2024

**[CS Sneha Khaitan Jalan]**  
Partner  
FCS No.: F11977  
C P No.: 14929  
UDIN: F011977G000312849

## Directors' Report

### Annexure IV

#### FORMAT FOR THE ANNUAL REPORT ON CSR ACTIVITIES

##### 1. Brief outline on CSR Policy of the Company:

The Corporate Social Responsibility (CSR) Policy of Ashika Credit Capital Limited has been developed in accordance with Section 135 of Companies Act, 2013 and Companies (Corporate Social Responsibility) Rules, 2014, Schedule VII of Companies Act, 2013, as amended and the Annual Action Plan of the Company.

The Company discharges Corporate Social Responsibility activities that would positively impact on its customers, employees, shareholders and other stakeholders in various aspects of its operations.

##### 2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Ajay Pratapray Shanghavi®	Independent Director, Chairman	4	1
2	Sonu Jain§	Independent Director, Member		4
3	Daulat Jain	Managing Director& CEO, Member		4
4	Amit Jain	Non-Executive Non-Independent Director, Member		4

® appointed as Member& designated as Chairman of the CSR Committee w.e.f. 18th September, 2024,

§ Ceased to be a Member of the CSR Committee w.e.f. 1st April, 2025

##### 3. Provide the web link where Composition of CSR Committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the company:

CSR Committee:<https://www.ashikagroup.com/accl/pdf/composition-of-comitee-accl.pdf>

CSR Policy:<https://assets.ashikagroup.com/accl-2022-03-corporate-social-responsibility-policy.pdf>

There are no ongoing CSR projects or projects approved by the Board

##### 4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report). Not Applicable

##### 5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the FY, if any

Sl. No.	FY	Amount available for set-off from preceding FY's (in ₹)	Amount required to be setoff for the FY, if any (in ₹)
1	2023-24	24.43 Lakhs	24.43
Total		Nil	

Sl. No	Particulars	Amount (₹ in Lakhs)
	Average net profit of the company as per section 135(5)	871.59
(a)	Two percent of average net profit of the company asper section 135(5)	17.43
(b)	Surplus arising out of the CSR projects or programmes or activities of the previous FY.	Nil
(c)	Amount required to be set off for the FY, if any	24.43
(d)	Total CSR obligation for the FY (7a+7b-7c)	(7.00)

##### 8. (a) CSR amount spent or unspent for the FY:

Total Amount Spent for the FY. (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
49.68 Lakhs*		N.A.		N.A.	

\*The amount spent on CSR activities for the FY includes set-off of excess amount spent by the company on CSR activities in the previous FY of ₹ 24.43 Lakhs

##### (b) Details of CSR amount spent against ongoing projects for the FY:

Sl. No.	Name of the Project.	Item from the List of activities in Schedule VII to the Act.	Local area (Yes/No).	Location of the Project State District	Project Duration	Amount allocated for the project (in ₹).	Amount spent in the current FY (in ₹).	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹).	Mode of Implementation - Direct (Yes/No).	Mode of Implementation - Through Implementing Agency Name CSR registration Number
1								N.A.		
TOTAL								N.A.		

##### (c) Details of CSR amount spent against other than ongoing projects for the FY:

Sl. No.	Name of the Project	Item from the List of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project State District		Amount spent on the project (in ₹)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency Name CSR registration Number	
1	Installation of CCTV Cameras	Rural Development Project	No	Rajasthan	Bikaner	16.00 Lakhs	No	Ashika Foundation	CSR00049946
2	Tree plantation work	Rural Development Project	No	Rajasthan	Bikaner	9.25 Lakhs	No	Ashika Foundation	CSR00049946
TOTAL						25.25 Lakhs			

##### (d) Amount spent on Administrative Overheads: Nil

##### (e) Amount spent on Impact Assessment, if applicable: Nil

##### (f) Total amount spent for the FY: ₹ 25.25 Lakhs

(8b+8c+8d+8e)

##### (g) Excess amount for set off, if any

Sl. No.	Particular	Amount (in ₹)
(i)	Two percent of average net profit of the company as per section 135(5)	17.43 Lakhs
(ii)	Total amount spent for the FY(including carried forwarded of excess spent of ₹ 24.43 Lakhs from previous year)	49.68 Lakhs*
(iv)	Excess amount spent in the financial year [(ii)-(i)]	32.25 Lakhs
(v)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
(vi)	Amount available for set off in succeeding financial years [(iii)-(iv)]	32.25 Lakhs
TOTAL amount available for set off		32.25 Lakhs

\*The amount spent on CSR activities for the FY includes set-off of excess amount spent by the company on CSR activities in the previous financial year of ₹ 24.43 Lakhs.

Directors' Report

9. (a) Details of Unspent CSR amount for the preceding three FYs:

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (In ₹)	Amount spent in the reporting FY (In ₹)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any			The amount remaining to be spent on successes in FYs. (In ₹)
				Name of the Fund	Amount (In ₹).	Date of transfer	
				Nil			
TOTAL				Nil			

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

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID.	Name of the Project.	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (In ₹)	Amount spent on the project in the reporting Financial Year (in ₹)	Cumulative amount spent at the end of reporting Financial Year. (In ₹)	Status of the project - Completed/ Ongoing
1	N.A.							

10. In case of creation or acquisition of capital assets, furnish the details relating to the asset so created or acquired through CSR spent in the FY: N.A.

(Asset-wise details).

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

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5). N.A.

For and on behalf of the Board of Directors

Date: 10.05.2025

(Ajay Pratapray Shanghavi)  
Chairman, CSR Committee  
DIN: 00084653  
Place: Mumbai

(Daulat Jain)  
Managing Director  
DIN: 00040088  
Place: Kolkata

CORPORATE GOVERNANCE REPORT

{As per Regulation 34(3) read with Clause C of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015}

1) STATEMENT ON COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Ashika Credit Capital Limited ("the Company") adheres to established corporate governance practices in order to protect the interests of investors and at the same time ensure healthy growth of the Company. The Company has always given its best efforts to uphold and nurture these values across all operational aspects. As a means to this end, the Company has formed a Board comprising eminent individuals who have expertise in the fields of Corporate Law, Legal, Taxation, Finance, Strategic Planning, and related areas.

The Company stringently complies with the corporate governance practices as enumerated in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and any subsequent amendments (hereinafter referred to as the "Listing Regulations").

2) BOARD OF DIRECTORS

The Board of Directors is the apex body that governs the overall functioning of the Company. The Board provides and evaluates the strategic direction of the Company, its management policies, and their effectiveness. It also ensures that the long-term interests of Stakeholders are served. The Board plays a pivotal role in ensuring good governance. The Board's role, functions, responsibilities, and accountability are clearly defined in this regard.

The Company is in compliance with the provisions of Section 149 of the Companies Act, 2013 ("the Act") and Regulation 17 of the Listing Regulations.

The Company has a balanced Board with an optimum combination of Executive, Non-Executive, and Independent Directors, which plays a crucial role in Board processes and provides independent judgment on issues of strategy and performance.

As on 31st March, 2025, the Board comprised six (6) Members, out of whom two are Executive Directors, one is a Non-Executive, Non-Independent Director, and the remaining three are Non-Executive, Independent Directors, including a Woman Director, as per the applicable provisions of the Acts, Rules, and Regulations made thereunder. The Professional and Legal Adviser to

the Company is a permanent invitee to the Board Meetings. The Board has an appropriate balance of skills, experience, and diversity of perspectives appropriate to the Company.

Further, there stood changes in Composition of the Board of the Company with effect from 1st April, 2025:

- ◆ Mr. Chirag Jain (DIN: 07648747) has been appointed as the Executive Director and CEO (KMP) for a term of three (3) consecutive years, w.e.f. 01st April, 2025.
- ◆ Mr. Pravin Kutumbe (DIN: 01629256), Mr. Supratim Bandyopadhyay (DIN: 03558215), and Ms. Pinki Kedia (DIN: 08455451) have been appointed as the Non-Executive, Independent Directors of the Company for a term of three (3) consecutive years, w.e.f. 01st April, 2025.
- ◆ Mr. Pawan Jain (DIN: 00038076) has been re-designated as the Non-Executive Director, continuing as Chairman of the Company w.e.f. 01st April, 2025.
- ◆ Mr. Daulat Jain (DIN: 00040088) has ceased to be the CEO of the Company w.e.f. 01st April, 2025. He shall continue as the Managing Director of the Company.

COMPOSITION, CATEGORY AND OTHER RELEVANT DETAILS OF DIRECTORS:

The present composition of the Board represents an optimal mix of professionalism, knowledge, and experience. All the Independent Directors of the Company have been appointed as per the provisions of the Act and the Listing Regulations. None of the Directors are related to each other except Mr. Pawan Jain and Mr. Daulat Jain, who are relatives and Promoter Directors of the Company. Further, Mr. Chirag Jain, appointed as Executive Director w.e.f. 1st April, 2025, is the son of Mr. Pawan Jain, Chairman of the Company.

Agenda papers of all the Meetings of the Board of Directors/Committees are circulated among the Board Members well in advance, in a structured format. All material information except Unpublished Price Sensitive Information is incorporated in the agenda papers to facilitate meaningful and focused discussions at the Meeting. Where it is not practical to attach any document to the agenda, the same is tabled before the Meeting and approval for the same is taken from the Board/Committees as applicable.



## Corporate Governance Report

The Board of Directors meets at least once every quarter and as and when required. During the Financial Year ended 31st March, 2025, six (6) Board Meetings were held on 13th May, 2024, 20th July, 2024, 31st July, 2024, 17th September, 2024, 12th November, 2024, and 12th February, 2025. Further, the Board also passes Resolutions by Circulation as and when required. The maximum gap between two Board Meetings did not, at any time, exceed 120 days. The composition and category of the directors as on 31st March, 2025 are detailed below:

SI No.	Name of Director & DIN	Composition and Category	Date of Joining the Board	No. of directorship/committee position held in Public Companies including ACCL			Number of shares held in the company	Names of the other listed entities where the Director is a director
				Indian Public Ltd company <sup>@</sup>	Member #	Chair person <sup>#</sup>		
1	Mr. Pawan Jain (DIN: 00038076)	Promoter, Executive Chairman	08.03.1994	1	-	-	Nil (Individual) HUF - 1149000	Nil
2	Mr. Daulat Jain (DIN: 00040088)	Promoter, Executive Director (Managing Director & CEO)	14.01.2016	2	-	-	450000 (Individual) HUF - 360000	Nil
3	Mr. Ajay Pratapray Shanghavi (DIN: 00084653)	Non-Executive Independent Director	01.09.2023	-	-	-	Nil	Integra Capital Limited
4	Mr. Tapan Sodani <sup>##</sup> (DIN: 01921743)	Non-Executive Independent Director	01.09.2023	-	-	-	Nil	Nil
5	Mr. Amit Jain (DIN: 00040222)	Non-Executive Director Non-Independent Director	13.08.2021	1	-	-	Nil	Nil
6	Ms. Sonu Jain <sup>§</sup> (DIN: 07267279)	Non-Executive Independent Director	01.04.2019	2	-	-	40,500	Deepak Spinners Limited, Mangalam Engineering Projects Limited

<sup>@</sup> Excludes directorships in Ashika Credit Capital Ltd, Private Limited Companies, Foreign Companies and Section 8 Companies and alternate directorship.

<sup>#</sup> Includes only Audit Committee and Stakeholders' Relationship Committee of Public Companies excluding Ashika Credit Capital Ltd as per Regulation 26 of SEBI Listing Regulations and the memberships also includes chairmanship in those committees, if any.

<sup>##</sup> Mr. Tapan Sodani has been appointed as an Independent Director of the Company for a period of 1 (one) year w.e.f. 01.09.2024 till 31.08.2025 (both dates inclusive) and the same was approved by the Shareholders on 10.08.2024.

<sup>§</sup> Ms. Sonu Jain (DIN: 07267279) ceased to be Independent Director of the Company upon completion of her second/ final term of Office w.e.f. closure of business hours of 31st March, 2025.

**Resignation:** During the FY under review, on account of emerging unavoidable personal situations, Ms. Mina Agarwal (DIN: 06948015) vide her letter dated 13th January 2025, has tendered her resignation as Non-Executive Independent Director of the Company with immediate effect from the Board of the Company. Ms. Mina Agarwal has confirmed that there are no material reasons for her resignation other than those mentioned in her resignation letter.

### Attendance of each director at the meeting of the Board of Directors and the last Annual General Meeting:

During the year, the Board met six (6) times. The details of attendance of the same are given below.

Sl. No.	Name of Director	Dates of Meeting & Attendance in Board Meeting						No of meeting attended by the director during the year	% Attendance of Director	Attendance at the last AGM
		13.05.2024	20.07.2024	31.07.2024	17.09.2024	12.11.2024	12.02.2025			10.08.2024
1	Mr. Pawan Jain	Yes	Yes	Yes	Yes	Yes	Yes	6	100%	Yes
2	Mr. Daulat Jain	Yes	Yes	Yes	Yes	Yes	Yes	6	100%	Yes
3	Ms. Sonu Jain <sup>@</sup>	Yes	Yes	Yes	Yes	Yes	Yes	6	100%	Yes
4	Mr. Ajay Pratapray Shanghavi	Yes	Yes	Yes	Yes	Yes	No	5	100%	Yes
5	Mr. TapanSodani	Yes	Yes	Yes	Yes	Yes	Yes	6	100%	Yes
6	Mr. Amit Jain	No	Yes	Yes	Yes	Yes	No	4	66.66%	Yes
7	Ms. Mina Agarwal <sup>#</sup>	NA	NA	NA	NA	Yes	NA	1	100%	Yes

<sup>@</sup>Ceased to be an Independent Director of the Company upon completion of her second term of Office w.e.f closure of business hours of 31st March, 2025.

<sup>#</sup>Appointed as Independent Director of the company for a term of one year with effect from 01.10.2024 as approved by shareholders in the meeting held on 10th August, 2024. Further she tendered her resignation as Independent Director of the company vide her letter dated 13th January 2025 with immediate effect.

### INDEPENDENT DIRECTORS:

Based on the declarations received from the Independent Directors, the Board has confirmed that they meet the criteria of independence as mentioned under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations, and that they are independent of the Management. In terms of Regulation 25(8) of the Listing Regulations, they have also confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties.

The Independent Directors have also registered their names in the Data Bank maintained by the Indian Institute of Corporate Affairs, as mandated in the Companies (Appointment and Qualification of Directors) Rules, 2014. Further, apart from receiving sitting fees, none of the Independent Directors has any other material pecuniary relationship or transaction with the Company, its Promoters, Directors, or Senior Management which, in their judgment, would affect their independence.

As required under Regulation 46 of the Listing Regulations, the terms and conditions of appointment of Independent Directors, including their role, responsibilities, and duties, are available on the website of the Company at <https://assets.ashikagroup.com/Appointment-IndependentDirector.pdf>.

### FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTOR

The Company has familiarised the Independent Directors with Programmes aimed at providing them with in-depth insight and understanding of the businesses and operations of the Company, which enables and assists them in performing their role as Independent Directors of the Company. The details of the Familiarisation Programmes imparted to the Independent Directors have been disclosed on the website of the Company at <https://assets.ashikagroup.com/Familiarisation-Programme-2024-2025.pdf>.

### SEPARATE MEETING OF INDEPENDENT DIRECTORS

The Independent Directors met on 16th January 2025, without the attendance of Non-Independent Directors and members of the Management. The Independent Directors reviewed the performance of the Non-Independent Directors of the Company and the Board as a whole, as well as reviewed the performance of the Chairperson of the Company, taking into account the views of the Executive Directors and Non-Executive Directors, and assessed the quality, quantity, and timeliness of the flow of information between the Company Management and the Board, which is necessary for the Board to effectively and reasonably perform its duties.

## Corporate Governance Report

### CORE SKILLS/EXPERTISE/COMPETENCIES OF BOARD OF DIRECTORS

The Board comprises qualified and experienced Members who possess the required skills, expertise, and competencies that allow them to make effective contributions to the Board and its Committees. The following is the list of core skills and competencies identified by the Board of Directors as required in the context of the Company's business, and these skills are available within the Board Members:

- 1) Critical and innovative thoughts
- 2) Leadership and operational experience
- 3) Financial expertise and Risk Oversight
- 4) Corporate governance
- 5) Understanding of Business/Industry
- 6) Regulatory Compliance, Legal oversight

Name of Director	Critical and innovative thoughts	Leadership and operational experience	Financial expertise & Risk Oversight	Corporate governance	Regulatory Compliance, Legal oversight	Understanding of Business/Industry
Pawan Jain	✓	✓	✓	✓	✓	✓
Daulat Jain	✓	✓	✓	✓	✓	✓
Sonu Jain	✓	✓	✓	✓	✓	✓
Ajay Pratapray Shanghavi	✓	✓	✓	✓	✓	✓
Tapan Sodani	✓	✓	✓	✓	✓	✓
Amit Jain	✓	✓	✓	✓	✓	✓
Mina Agarwal <sup>#</sup>	-	-	✓	✓	✓	✓

<sup>#</sup> Appointed as Independent Director of the company for a term of one year with effect from 01st October, 2024 as approved by shareholders in the meeting held on 10th August, 2024. Further, she tendered her resignation as Independent Director of the company vide her letter dated 13th January 2025 with immediate effect.

### (3) COMMITTEES OF THE BOARD

The Board Committees play a vital role in ensuring sound corporate governance practices. The Committees are constituted to handle specific activities and ensure speedy resolution of diverse matters. The Board Committees are set up under the formal approval of the Board to carry out clearly defined roles, which are considered to be performed by Members of the Board as part of good governance practice. The Board supervises the execution of its responsibilities by the Committees and remains responsible for their actions.

The functioning of these Committees is regulated by the mandatory terms of reference, roles, responsibilities, and powers as provided in the Act, RBI Regulations, and the Listing Regulations. The Company Secretary acts as the Secretary to these Committees. The minutes of the meetings of all the Committees are placed before the Board for review.

As mandated by the Listing Regulations, the Company has constituted an Audit Committee, Stakeholders Relationship Committee,

Nomination & Remuneration Committee, and Corporate Social Responsibility Committee.

#### (i) AUDIT COMMITTEE (AC):

##### (A) BRIEF DESCRIPTION OF TERMS OF REFERENCE:

The composition, powers, role, and terms of reference of the Audit Committee are in accordance with the requirements mandated under Section 177 of the Companies Act, 2013, read with the rules made thereunder, and Regulation 18 read with Part C of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company has a well-defined Audit Committee, comprising three (3) Directors as Members of the Committee, including two (2) Non-Executive, Independent Directors and one (1) Non-Executive, Non-Independent Director, as on 31st March, 2025. The Company Secretary is the Secretary to the Committee. All Members of the Committee are financially literate. The Members of the Audit Committee possess sound knowledge of accounts, audit, finance, taxation, internal controls, etc.

The Company has a well-defined and structured internal audit control system to ensure the reliability of operational and financial information, statutory/regulatory compliances, and the safeguarding of the assets of the Company. The internal auditor governs its audits through modules and checklists to ensure effective discharge of duties and compliance with the Listing Regulations. The audit process employed by the internal audit department is reviewed from time to time with a view to aligning it with the evolving regulatory framework.

The terms of reference of the Audit Committee are in line with the regulatory requirements and, inter alia, are as follows:

- ◆ Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient, and credible.
- ◆ Recommendation to the Board for the appointment, re-appointment, remuneration, and terms of appointment of the Auditor, and, if required, the replacement or removal of the Auditor of the Company.
- ◆ Approval of payment to Statutory Auditors for any other services rendered by them.
- ◆ Reviewing, with Management, the performance of the Statutory and Internal Auditors, the adequacy of the Internal Control System, scope of audit, and noting the observations of the Auditors.
- ◆ Examination and review of the Annual Financial Statements and Auditors' Report with Management before submission to the Board, with particular reference to:
  - Matters required to be included in the Directors' Responsibility Statement to be incorporated in the Board's Report, in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013.
  - Changes, if any, in accounting policies and practices, and reasons for the same.
  - Major accounting entries involving estimates based on the exercise of judgment by Management.
  - Significant adjustments made to the financial statements arising out of audit findings.

- Compliance with listing and other legal requirements relating to financial statements.
- Disclosure of any related party transactions.
- Modified opinion(s) in the draft audit report.
- ◆ All Related Party Transactions and subsequent material modifications thereof shall require prior approval of the Committee.
- ◆ Granting omnibus approval for Related Party Transactions which are in the ordinary course of business and on an arm's length pricing basis, subject to the approval of the Board and applicable compliances.
- ◆ Reviewing, with Management, quarterly and half-yearly financial statements before submission to the Board for approval.
- ◆ Valuation of the undertakings or assets of the Company, wherever necessary.
- ◆ Evaluation of internal financial controls and risk management systems.
- ◆ Reviewing, with Management, the statement of utilisation/application of funds raised through any issue or other related matters and making appropriate recommendations to the Board.
- ◆ Discussion with the Statutory Auditor before the audit commences, about the nature and scope of the audit, as well as post-audit discussions to ascertain any areas of concern.
- ◆ Reviewing the functioning of the Vigil Mechanism/Whistle-Blower Policy adopted for Directors and employees of the Company to report their genuine concerns, with direct access to the Chairperson of the Audit Committee in appropriate or exceptional cases.
- ◆ Scrutiny of inter-corporate loans and investments.
- ◆ Reviewing the adequacy of the internal audit function, if any, including the structure of the internal audit department, staffing, and seniority of the official heading the department, reporting structure, coverage, and frequency of internal audits.
- ◆ Discussion with internal auditors on any significant findings and follow-up thereon.
- ◆ Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud, irregularity, or failure of internal control



## Corporate Governance Report

systems of a material nature and reporting the matter to the Board.

- ◆ To look into the reasons for substantial defaults in payments to depositors, debenture holders, shareholders (in case of non-payment of declared dividends), and creditors.
- ◆ Approval of the appointment/removal, including terms of remuneration, of the Chief Financial Officer (i.e., the Finance Director or any other person heading the finance function or discharging that function), after assessing the qualifications, experience, and background of the candidate.
- ◆ To review the utilisation of loans and/or advances from, or investment by, the holding company in the subsidiary, exceeding ₹ 100 crore or 10% of the asset size of the subsidiary, whichever is lower, including existing loans/advances/investments.
- ◆ Consider and comment on the rationale, cost-benefits, and impact of schemes involving mergers, demergers, amalgamations, etc., on the listed entity and its shareholders.
- ◆ The Committee shall review compliance with the provisions of Regulations 9 and 9A of SEBI (Prohibition of Insider Trading) Regulations, 2015 on an annual basis or at least once in a financial year and verify that the system of internal control is adequate and operating efficiently.

In addition, the Audit Committee also mandatorily reviews the following:

- ◆ Management discussion and analysis of the financial condition and results of operations.
- ◆ Management letters/letters of internal control weaknesses, if any, issued by the Statutory Auditors.
- ◆ Internal audit reports relating to internal control weaknesses.
- ◆ The appointment, removal, and terms of remuneration of the Chief Internal Auditor.

The Audit Committee has been vested, inter alia, with the following powers:

- ◆ To investigate any activity within its terms of reference.
- ◆ To seek information from any employee.
- ◆ To obtain outside legal or other professional advice.
- ◆ To secure the attendance of outsiders with relevant expertise, if necessary.
- ◆ To review the Statement of Deviations:
  - Quarterly statement of deviation(s), including the report of the monitoring agency, if applicable, submitted to the stock exchange(s) in terms of Regulation 32(1).
  - Annual statement of funds utilised for purposes other than those stated in the offer document/prospectus/notice, in terms of Regulation 32(7).

### (B) COMPOSITION, MEETING AND ATTENDANCE DURING THE YEAR:

There were seven (7) meetings of the Audit Committee held during the financial year ended 31st March, 2025. These meetings were held on 13th May, 2024, 20th July, 2024, 31st July, 2024, 17th September, 2024, 12th November, 2024, 13th January 2025, and 12th February, 2025.

The requisite quorum was present for all the Audit Committee Meetings. All decisions at the Audit Committee Meetings were taken unanimously. The Chief Financial Officer (CFO), the Internal Auditor, and the Statutory Auditors are generally invited to attend meetings unless the Committee decides otherwise. The Internal Auditor reports directly to the Audit Committee.

Separate discussions are held with the Internal Auditor to focus on compliance issues and to conduct detailed reviews of the processes and internal controls in the Company.

The name and category of Directors as Members and their attendance at the aforesaid Audit Committee Meetings are detailed below:

Name of member	Category – Directorship	Date of Meeting and Attendance in meeting						
		13.05.2024	20.07.2024	31.07.2024	17.09.2024	12.11.2024	13.01.2025	12.02.2025
Ms. Sonu Jain <sup>#</sup>	Chairman, Non-Executive Independent Director	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Mr. Tapan Sodani	Member, Non-Executive Independent Director	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Mr. Amit Jain	Member, Non-Executive Non-Independent Director	No	Yes	Yes	Yes	Yes	Yes	Yes

<sup>#</sup> Ms. Sonu Jain (DIN: 07267279) ceased to be Independent Director of the Company upon completion of her second/final term of Office i.e. closure of business hours of 31st March, 2025.

Further, the Board has reconstituted the Board Committees with effect from 1st April, 2025 by way of induction of new committee members.

### (II) NOMINATION AND REMUNERATION COMMITTEE (NRC):

#### (A) BRIEF DESCRIPTION AND TERMS OF REFERENCE:

The composition, powers, role, and terms of reference of the Nomination & Remuneration Committee (NRC) are in accordance with the requirements mandated under Section 178 of the Companies Act, 2013 and Regulation 19, read with Part D of Schedule II of the Listing Regulations.

The Company has a well-defined Nomination & Remuneration Committee, comprising three (3) Directors as Members of the Committee, including two (2) Non-Executive, Independent Directors and one (1) Non-Executive, Non-Independent Director, as on 31st March, 2025. The Company Secretary is the Secretary to the Committee.

The Nomination & Remuneration Committee of the Board, inter alia, identifies individuals qualified to become Directors and recommends to the Board the appointment, remuneration, and removal of the Directors and Senior Management. The Committee's role also includes the formulation of criteria for the evaluation of the performance of the Directors and the Board as a whole.

The terms of reference of the NRC are in line with regulatory requirements and, inter alia, include the following:

- ◆ Formulation of the criteria for determining qualifications, positive attributes, and independence of a Director, and recommending to the Board of Directors a policy relating to the remuneration of the

Directors, Key Managerial Personnel (KMP), and other employees.

- ◆ For every appointment of an Independent Director, the NRC shall evaluate the balance of skills, knowledge, and experience on the Board and, on the basis of such evaluation, prepare a description of the role and capabilities required of an Independent Director.
- ◆ The person recommended to the Board for appointment as an Independent Director shall have the capabilities identified in such a description. For the purpose of identifying suitable candidates, the Committee may:
  - a. Use the services of an external agency, if required.
  - b. Consider candidates from a wide range of backgrounds, having due regard to diversity.
  - c. Consider the time commitments of the candidates.
- ◆ Deciding whether to extend or continue the term of appointment of an Independent Director, based on the report of the evaluation of Independent Directors.
- ◆ Identifying and assessing potential individuals in accordance with the criteria laid down for appointment and re-appointment as Directors/Independent Directors on the Board, and as Key Managerial Personnel/Senior Management, and recommending their appointment or removal to the Board.

## Corporate Governance Report

- ◆ Carrying out the evaluation of the performance of all Directors of the Company.
- ◆ Reviewing and recommending to the Board a Policy on Diversity of the Board of Directors, and recommending the size and optimum mix of Promoter Directors, Executive Directors, Independent Directors, and Non-Independent Directors, keeping in mind the needs of the Company.
- ◆ Periodically reviewing the size and composition of the Board to ensure that the structure is commensurate with the requirements of the Company.
- ◆ Considering and approving the remuneration package of Directors, KMPs, and Senior

Management, which shall include a balanced structure of fixed pay and, where appropriate, incentives based on short-term and long-term performance objectives aligned with the goals of the Company.

- ◆ Recommending to the Board all remuneration, in whatever form, payable to Senior Management.
- ◆ Laying down a matrix of core skills, expertise, and competencies identified by the Board of Directors as required in the context of the Company's business and sectors for the Board to function effectively, and reviewing those actually available within the Board.

### (B) COMPOSITION, MEETING AND ATTENDANCE DURING THE YEAR:

There were three (3) meetings of the Nomination & Remuneration Committee held during the financial year ended 31st March, 2025. These meetings were held on 13th May, 2024, 06th August, 2024, and 10th February, 2025. The requisite quorum was present for all the Nomination & Remuneration Committee Meetings. All decisions at the NRC Meetings were taken unanimously. The name and category of Directors as Members, and their attendance at the aforesaid Committee Meetings, are detailed below:

Name of member	Category – Directorship	Date of Meeting and Attendance in meeting		
		13.05.2024	06.08.2024	10.02.2025
Mr. Ajay Pratapray Shanghavi	Chairman, Non-Executive Independent Director	Yes	Yes	No
Ms. Sonu Jain <sup>#</sup>	Member, Non-Executive Independent Director	Yes	Yes	Yes
Mr. Amit Jain	Member, Non-Executive Non-Independent Director	No	Yes	Yes

<sup>#</sup> Ms. Sonu Jain (DIN: 07267279) ceased to be Independent Director of the Company upon completion of her second/ final term of Office i.e. closure of business hours of 31st March, 2025.

Further, the Board has reconstituted the Board Committees with effect from 1st April, 2025 by way of induction of new committee members.

### (C) PERFORMANCE EVALUATION OF THE BOARD, COMMITTEES AND DIRECTORS:

The Annual Performance Evaluation for the FY 2024-25 of the Board, individual Directors (including Managing Director/Executive Director, Chairperson, and Independent Directors of the Company), Committees of the Board, Self-Evaluation of individual Directors (excluding the Director being evaluated), and Peer-to-Peer Evaluation was conducted pursuant to the applicable provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Guidance Note issued by SEBI pertaining to the Board evaluation process, and the Guidance Note on Board Evaluation Process issued by the Institute of Company Secretaries of India (ICSI).

The Performance Evaluation was carried out by the Nomination & Remuneration Committee (NRC), Independent Directors, and the Board in their respective meetings for the FY 2024-25.

The detailed process of the Performance Evaluation was outlined in the Evaluation Kit. Comprehensive questionnaires were circulated to each Director for the assessment of the Board, Committees, Independent Directors, Non-Independent Directors, Managing Director/ Executive Director/Chairperson, Self-Evaluation, and Peer-to-Peer Evaluation of Directors. After completing the questionnaires, the Directors submitted them to the Chairperson of the NRC, who prepared a consolidated report along with average scoring based on the parameters specified in the questionnaires. The findings were

also graphically represented, based on the data consolidated and analysed.

The Chairperson of the NRC held individual discussions with each Director and noted their feedback and comments for the evaluation. The consolidated report was tabled at the respective meetings of the Independent Directors, the NRC, and subsequently before the Board.

Further, comments received from the meetings of both the Independent Directors and the NRC were discussed in the Board Meeting, along with the evaluation carried out by the Board itself—i.e., Self-Evaluation of the Board, Committees, Independent and Non-Independent Directors, including the Chairperson/Managing Director. The terms of appointment/re-appointment of the Independent Directors, including the decision on whether to extend or continue their tenure, were based on the performance evaluation report.

The Chairperson of the NRC further informed the Board that the Performance Evaluation of all Directors had been carried out by the NRC and discussed in its meeting held on 10th February, 2025. Furthermore, the Independent Directors presented their report to the Board, based on the evaluation conducted by them in their respective meeting held on 16th January 2025.

The Board had a detailed discussion based on the reports received from the NRC and the meeting of the Independent Directors. On the basis of consolidated views, suggestions, and reports with scores shared by the Chairperson of the NRC after collating inputs from all Members, the Board conducted its Self-Evaluation, evaluation of the Committees of the Board, and evaluation of individual Directors, including Independent Directors, excluding the Director being evaluated.

The consolidated Evaluation Report of the Board, based on inputs received from the Directors and scores shared by the Chairperson of the NRC after collating responses from all Members, as well as the report presented by the Independent Directors, was discussed at the Board Meeting held on 12th February, 2025.

### (III) STAKEHOLDERS' RELATIONSHIP COMMITTEE (SRC):

#### (A) BRIEF DESCRIPTION OF TERMS OF REFERENCE:

The composition, powers, role, and terms of reference of the Stakeholders' Relationship Committee (SRC) are in accordance with the requirements mandated under Section 178 of the

Companies Act, 2013 and Regulation 20, read with Part D of Schedule II of the Listing Regulations.

The Company has a structured Stakeholders' Relationship Committee, comprising three (3) Directors as Members of the Committee, all being Non-Executive, Independent Directors as on 31st March, 2025. The Company Secretary is the Secretary to the Committee. All decisions at the Stakeholders' Relationship Committee Meetings were taken unanimously.

The Stakeholders' Relationship Committee of the Board primarily oversees the redressal of shareholders' and investors' grievances, approves transfer and transmission of shares, sub-division, consolidation, renewal of share certificates, issue of duplicate share certificates, and related matters. The Committee also reviews adherence to the service standards adopted by the Company in respect of its in-house share registration and related activities, as well as the measures taken for the effective exercise of voting rights by the Shareholders.

The terms of reference, along with the role of the SRC, are in line with the regulatory requirements and, inter alia, include the following:

- ◆ To specifically look into various aspects of the interest of shareholders, debenture holders, and other security holders.
- ◆ At least three Directors, with at least one being an Independent Director, shall be Members of the Committee.
- ◆ The Chairperson of the Stakeholders' Relationship Committee shall be present at the Annual General Meeting to answer queries of the security holders.
- ◆ The Stakeholders' Relationship Committee shall meet as and when required, provided that the SRC shall meet at least once a year.

The role of the committee shall inter-alia include the following:

- (1) Resolving the grievances of the security holders of the listed entity, including complaints related to transfer/transmission of shares, non-receipt of the Annual Report, non-receipt of declared dividends, issue of new/duplicate certificates, General Meetings, etc.



## Corporate Governance Report

- (2) Review of measures taken for effective exercise of voting rights by Shareholders.
- (3) Reviewing adherence to the service standards adopted by the listed entity in respect of various services rendered by the Registrar & Share Transfer Agent.
- (4) Reviewing the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring the timely receipt of dividend warrants, Annual Reports, and statutory notices by the Shareholders of the Company.

### (B) COMPOSITION, MEETING AND ATTENDANCE DURING THE YEAR:

There was one (1) meeting of the Stakeholders' Relationship Committee held during the financial year ended 31st March, 2025, which was duly held on 13th May, 2024.

The requisite quorum was present for the aforesaid Committee Meeting. All decisions at the SRC Meeting were taken unanimously.

The name and category of Directors as Members, and their attendance at the aforesaid Committee Meeting, are detailed below:

Name of member	Category – Directorship	Date of Meeting and Attendance in meeting 13.05.2024
Ms. Sonu Jain <sup>§</sup>	Chairman, Non-Executive Independent Director	Yes
Mr. Tapan Sodani	Member, Non-Executive Independent Director	Yes
Mr. Ajay Pratapray Shanghavi	Member, Non-Executive Independent Director	Yes

<sup>§</sup> Ms. Sonu Jain (DIN: 07267279) ceased to be Independent Director of the Company upon completion of her second/ final term of Office i.e. closure of business hours of 31st March, 2025.

Further, the Board has reconstituted the Board Committees with effect from 1st April, 2025 by way of induction of new committee members.

**COMPLIANCE OFFICER:** Ms. Anju Mundhra, Company Secretary, functions as the Compliance Officer. She has also been appointed as the Nodal Officer under the provisions of IEPF.

#### GRIEVANCES DETAILS:

Particulars	2024-2025
Number of shareholder's complaints at the beginning of the year	Nil
Number of shareholder's complaints received during the year	1
Number of complaints not solved to the satisfaction of shareholders	Nil
Number of pending complaints at the end of the year	Nil

### (C) SEBI COMPLAINTS REDRESS SYSTEM (SCORES):

The Company has registered on SEBI Complaints Redressal System - SCORES<sup>1</sup> and endeavors to resolve all investor complaints received through SCORES. In FY 2024-25, the Company had received 1 complaint from an Investor, which was duly resolved by the Company within prescribed time period.

### (IV) CORPORATE SOCIAL RESPONSIBILITY COMMITTEE (CSR):

#### (A) BRIEF DESCRIPTION AND TERMS OF REFERENCE:

The Corporate Social Responsibility (CSR) Committee of the Company has been constituted in line with the provisions of Section 135 of the Companies Act, 2013, read with the Companies (Corporate Social Responsibility) Rules, 2014 and subsequent amendments.

The CSR Committee comprises four (4) Directors as Members of the Committee, i.e., two (2) Non-Executive, Independent Directors, one (1) Non-Executive, Non-Independent Director, and one (1) Executive Director, as on 31st March, 2025. All decisions at the CSR Committee Meetings were taken unanimously.

The role of the CSR Committee is to:

- ◆ Frame, review, and recommend changes to the CSR Policy and/or associated activities of the Company.
- ◆ Approve and recommend an Annual Action Plan, and any modifications thereof, to the Board.
- ◆ Monitor the Company's adherence to the CSR Policy.
- ◆ Review and recommend the amount of expenditure by the Company on various CSR activities in accordance with relevant laws.
- ◆ Perform other activities as required or address issues related to any significant subject within its terms of reference.

The CSR Policy, devised in accordance with Section 135 of the Act, CSR Rules, and Schedule VII of the Act, is available on the Company's website at [www.ashikagroup.com](http://www.ashikagroup.com) and is available at the link <https://assets.ashikagroup.com/accl-2022-03-corporate-social-responsibility-policy.pdf>.

The Terms of Reference of the CSR Committee are as follows:

- ◆ To formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013, from time to time.
- ◆ To recommend the amount of expenditure to be incurred on the activities undertaken.
- ◆ To monitor the Corporate Social Responsibility Policy of the Company from time to time.

Name of member	Category – Directorship	Date of Meeting and Attendance in meeting			
		10.05.2024	31.07.2024	12.11.2024	12.12.2024
Mr. Ajay Pratapray Shanghavi*	Chairman, Non-Executive Independent Director	-	-	Yes	No
Ms. Sonu Jain <sup>#</sup>	Member, Non-Executive Independent Director	Yes	Yes	Yes	Yes
Mr. Daulat Jain	Member, Executive Director (Managing Director & CEO)	Yes	Yes	Yes	Yes
Mr. Amit Jain	Member, Non-Executive Non-Independent Director	Yes	Yes	Yes	Yes

<sup>#</sup> Ms. Sonu Jain (DIN: 07267279) ceased to be Independent Director of the Company upon completion of her second/ final term of Office with effect from closure of business hours of 31st March, 2025. Further, the Board has reconstituted the Board Committees with effect from 1st April, 2025 by way of induction of new committee members.

\* Mr. Ajay Pratapray Shanghavi was inducted as member (Chairperson) of the Corporate Social Responsibility Committee with effect from 18th September, 2024

- ◆ The CSR Committee of the Board is responsible for formulating and recommending to the Board an Annual Action Plan, which shall include:

- A list of projects and programmes to be undertaken within the purview of Schedule VII of the Companies Act, 2013.
- The manner of execution of such projects.
- Modalities of fund utilisation, monitoring, and reporting mechanisms for the projects.
- Details of need and impact assessment, if any, for the projects to be undertaken.

- ◆ To review and recommend to the Board the Annual Report on CSR Activities to be included in the Board's Report, along with the certificate submitted by the Chief Financial Officer (CFO).

### (B) COMPOSITION, MEETING AND ATTENDANCE DURING THE YEAR:

There were four (4) meetings of the CSR Committee held during the financial year ended 31st March, 2025. These meetings were held on 10th May, 2024, 31st July, 2024, 12th November, 2024, and 12th December, 2024.

The requisite quorum was present for all the CSR Committee Meetings. All decisions at the aforementioned Meetings were taken unanimously.

The name and category of Directors as Members, and their attendance at the aforesaid Committee Meetings, are detailed below:

## Corporate Governance Report

### (V) OTHER COMMITTEES:

The Company has formulated other Committees as per RBI Directions (in terms of RBI Circular – RBI/2021-22/112 DOR.CRE.REC.No.60/03.10.001/2021-22 dated 22nd October, 2021) as applicable to the Company. Several other Committees have also been constituted for ease of business operations.

Committees like the Asset Liability Management Committee and Risk Management Committee have been constituted pursuant to RBI Directions. Other Committees such as the Finance Committee, Fund Raising Committee, Share Transfer Committee, and Committee of Directors (Merger) have also been formulated.

These Committees meet as and when required. The Terms of Reference for each Committee are approved by the Board and revised from time to time, as necessary.

### (4) PARTICULARS OF SENIOR MANAGEMENT INCLUDING THE CHANGES THEREIN SINCE THE CLOSE OF THE PREVIOUS FY:

Pursuant to Regulation 16(1)(d) of the Listing Regulations, as on 31.03.2025 the Company had the following Senior Management:

- ◆ Mr Daulat Jain, Managing Director
- ◆ Mr Chirag Jain, Executive Director & CEO (w.e.f. 01.04.2025)
- ◆ Mr. Gaurav Jain, Chief Financial Officer
- ◆ Ms. Anju Mundhra, Company Secretary and Compliance Officer
- ◆ Ms Ishita Jain, Chief Business Officer\* (w.e.f. 01.04.2025)
- ◆ Mr Sidharth Mohta, Chief Investment Officer\* (resigned w.e.f. 06.05.2025)

\*Appointed Key Managerial Personnel as per Section 2(51) of Companies Act, 2013.

### (5) REMUNERATION OF DIRECTORS:

#### Executive Directors:

The remuneration payable to the Executive Directors is in line with the provisions of the Companies Act, 2013, SEBI Listing Regulations, and RBI Scale-Based Regulations, to the extent applicable, and the Remuneration Policy for remunerating Directors/KMPs.

Remuneration of Executive Directors includes a fixed salary, perquisites, bonus, other benefits, and allowances. The remuneration of Executive Directors is determined by the Nomination & Remuneration Committee, which is subsequently approved by the Board of Directors and the Shareholders at the General Meeting.

#### Non-Executive Directors:

Remuneration to Non-Executive Directors is paid by way of Sitting Fees only. The criteria for the payment of remuneration to Non-Executive Directors are in consonance with the Remuneration Policy of the Company.

The Remuneration Policy and Criteria for Payment to Non-Executive Director of the company is available on our website i.e. <https://assets.ashikagroup.com/2025-NRC-Policy.pdf> and <https://assets.ashikagroup.com/ACCL-2022-03-Criteria-for-payment-to-NED.pdf>

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors has adopted a Nomination & Remuneration Policy which, inter alia, deals with the manner of selection of the Board of Directors and Executive Directors and their remuneration.

The details of the remuneration paid to the directors for the FY ending 31st March, 2025, are as follows:

(Amount in ₹)				
Name	Salary p.a.	Sitting fees (exclusive of GST)	Total	Number of shares held as on 31.03.2025
Mr. Pawan Jain, Executive Chairman@	1,69,11,120	N.A.	1,69,11,120	11,49,000 Equity Shares as Karta of Pawan Jain HUF
Mr. Daulat Jain, Managing Director and CEO@	13,00,008	N.A.	13,00,008	4,50,000 Equity Shares in individual capacity and 3,60,000 Equity Shares held as Karta of Daulat Jain - HUF
Ms. Sonu Jain#	N.A.	2,00,000	2,00,000	40,500
Mr. Ajay Pratapray Shanghavi	N.A.	1,20,000	1,20,000	Nil
Mr. Tapan Sodani	N.A.	1,65,000	1,65,000	Nil
Mr. Amit Jain	N.A.	N.A.	N.A.	Nil
Ms. Mina Agarwal#	N.A.	20,000	20,000	Nil

@ Change in designation from Executive Chairman to Non-Executive Chairman with effect from 01.04.2025.

Ceases to be CEO of the company with effect from 01.04.2025.

# Ms. Sonu Jain (DIN: 07267279) ceased to be Independent Director of the Company upon completion of her second/ final term of Office with effect from closure of business hours of 31st March, 2025.

Further, Ms. Mina Agarwal (DIN: 06948015) vide her letter dated 13th January 2025 has tendered her resignation as Non-Executive Independent Director of the Company with immediate effect from the Board of the Company

#### (A) Salient features of the Remuneration paid to Managing Director:

- Period of appointment: 3 (three) years
- Remuneration: Not exceeding ₹ 12,00,000/- per annum (includes Basic Salary, perquisites, other allowance, benefits)
- Bonus – Not exceeding ₹ 1,00,000/- per annum
- Gratuity: Gratuity payable shall not exceed half a month's salary for each completed year of service.
- Notice period: One-month prior written notice to the Company.
- Severance fees: No severance fees.
- Other benefits: As detailed in the respective Notice of GM placed before the shareholders

- Notice period: One-month prior written notice to the Company.
- Severance fees: No severance fees.
- Other benefits: As detailed in the respective Notice of GM placed before the shareholders

No Performance linked incentives/severance fees/commission are given to Directors. The appointments of executive directors are governed by terms and conditions as they are executed with them at the time of appointment/re-appointment. The Company does not have any Stock Options Scheme for its Directors or employees at present.

**Pecuniary relationship or transactions:** There were no pecuniary relationship or transactions of the Non-Executive Directors visa-vis the Company during the year other than receipt of sitting fees for the meetings of the Board and its Committees and their shareholding, if any, in the Company.

#### (B) Salient features of the Remuneration paid to Executive Director (Whole Time Director):

- Period of appointment: 3 (three) years
- Remuneration: Not exceeding ₹ 1,65,00,000/- per annum (includes Basic Salary, perquisites, other allowance, benefits)
- Gratuity: Gratuity payable shall not exceed half a month's salary for each completed year of service.

**Remuneration Policy:** Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors has adopted a Remuneration Policy which, inter alia, deals with the manner of selection of the Board of Directors and Executive Directors and their remuneration. The Policy of the Company is available on our website i.e. <https://assets.ashikagroup.com/2025-NRC-Policy.pdf>.



## Corporate Governance Report

### (6) GENERAL BODY MEETINGS:

#### a) The details of last three Annual General Meetings held are as follows

Date, Day and time	Venue	Number of Special resolutions passed
Saturday, 10st August, 2024, 11:30 A.M.	Meeting held through Video Conferencing at Registered office of the Company at Trinity, 7th Floor, 226/I, A.J.C. Bose Road, Kolkata 700020	2 (Two) <ul style="list-style-type: none"> <li>◆ To appoint Ms. Mina Agarwal (DIN – 06948015) as an Independent Director of the Company for a term of 1 year, not liable to retire by rotation</li> <li>◆ To re-appoint Mr. Tapan Sodani (DIN – 01921743) as an Independent Director of the Company for a second term of 1 year, not liable to retire by rotation</li> </ul>
Saturday, 16th September, 2023, 11:30 A.M.	Meeting held through Video Conferencing at Registered office of the Company at Trinity, 7th Floor, 226/I, A.J.C. Bose Road, Kolkata 700020	2 (Two) <ul style="list-style-type: none"> <li>◆ To appoint Mr. Ajay Pratapray Shanghavi (DIN – 00084653) as an Independent Director of the Company for a term of 2 consecutive years, not liable to retire by rotation</li> <li>◆ To appoint Mr. Tapan Sodani (DIN – 01921743) as an Independent Director of the Company for a term of 1year, not liable to retire by rotation</li> </ul>
Saturday, 3rd September, 2022, 12 noon	Meeting held through Video Conferencing at Registered office of the Company at Trinity, 7th Floor, 226/I, A.J.C. Bose Road, Kolkata 700020	2 (Two) <ul style="list-style-type: none"> <li>◆ To consider and approve the re-appointment of Mr. Pawan Jain (DIN: 00038076) as Executive Chairman &amp; Whole Time Director (KMP) of the Company and approve his remuneration.</li> <li>◆ To consider and approve the re-appointment of Mr. Daulat Jain (DIN: 00040088) as Managing Director &amp; CEO (KMP) of the Company and approve his remuneration</li> </ul>

b) During the financial year under review, a total of three (3) Extraordinary General Meetings (EGMs) of the Company were held on 30th August, 2024, 17th October, 2024, and 12th December, 2024.

c) The Company conducted a Postal Ballot for approving certain Special Businesses by way of passing Ordinary and Special Resolutions, in accordance with the relevant SEBI and MCA Circulars, and in compliance with the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The resolutions, stated in the table below, were approved by the requisite majority by means of Postal Ballot through Electronic Voting (e-voting).

The Postal Ballot Notice, dated 12th February, 2025, was sent electronically to the Members whose names appeared in the Register of Members/Beneficial Owners, as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), and available with the Registrar & Share Transfer Agent (RTA) as on 14th February, 2025, and whose email IDs were registered with the RTA/Depositories.

The voting period commenced on 20th February, 2025 (9:00 A.M. IST) and ended on 21st March, 2025 (5:00 P.M. IST). The resolutions were duly passed by the requisite majority on 21st March, 2025.

The Board appointed Mr. Mohan Ram Goenka (CP No. 2551), Partner at M/s M.R. & Associates, Practising Company Secretaries, to conduct the Postal Ballot voting process in a fair and transparent manner.

In compliance with the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of the Listing Regulations, the Company provided the facility to exercise voting rights by electronic means through the NSDL platform.

The following resolutions were passed with the requisite majority:

Date	Type of resolution passed	Particulars of Resolution	% of votes cast in favor of resolution	% of votes cast in against of resolution
The Resolutions were passed with a requisite majority on 21st March, 2025	Special Resolution	Re-appointment of Mr. Daulat Jain (DIN: 00040088) as Managing Director (KMP) for a term of 3 (Three) consecutive years, w.e.f. 1st November, 2025	99.9974%	0.0026%
	Special Resolution	Appointment of Mr. Chirag Jain (DIN: 07648747) as Executive Director and CEO (KMP) for a term of 3 (Three) consecutive years, w.e.f. 1st April, 2025	99.9974%	0.0026%
	Special Resolution	Appointment of Mr. Pravin Kutumbe (DIN: 01629256) as Non-Executive, Independent Director for a term of 3 (Three) consecutive years, w.e.f. 1st April, 2025	99.9974%	0.0026%
	Special Resolution	Appointment of Mr. Supratim Bandyopadhyay (DIN: 03558215) as Non-Executive, Independent Director for a term of 3 (Three) consecutive years, w.e.f. 1st April, 2025	99.9974%	0.0026%
	Special Resolution	Appointment of Ms. Pinki Kedia (DIN: 08455451) as Non-Executive Director for a term of 3 (Three) consecutive years, w.e.f. 1st April, 2025	99.9974%	0.0026%
	Special Resolution	Alteration of Objects Clause of Memorandum of Association of the Company	99.9973%	0.0027%
	Ordinary Resolution	To approve Material Related Party Transactions with Ashika Private Equity Trust for Investment in its proposed schemes, namely, Ashika Growth Equity Fund I, a Related Party of the Company	99.9973%	0.0027%
	Ordinary Resolution	To approve Material Related Party Transactions	99.9973%	0.0027%

The results of the Postal Ballot were uploaded on the Company's website [www.ashikagroup.com](http://www.ashikagroup.com) and submitted to the Stock Exchanges where the shares of the Company are listed, on a prompt basis.

Further, none of the businesses proposed to be transacted at the ensuing Annual General Meeting (AGM) requires the passing of a Special Resolution through Postal Ballot.

### (7) MEANS OF COMMUNICATION:

The Company, from time to time and as may be required, communicates with its Shareholders and Investors through multiple channels of communication including the following:

- ◆ Dissemination of information on the website of the Stock Exchanges.
- ◆ Sending Annual Reports to Members at their registered addresses by post or by e-mail.
- ◆ Uploading relevant information on the Company's website; and
- ◆ General Meeting

#### a) Financial Results and Annual Reports:

The quarterly, half-yearly, and annual financial results of the Company are normally published in the Business Standard/Financial Express and Arthik Lipi (a regional daily published in the state of West Bengal).

The quarterly, half-yearly, and annual results are also displayed on the Company's website [www.ashikagroup.com](http://www.ashikagroup.com) shortly after submission to the Stock Exchanges.

Annual Reports, notices of meetings, and other communications to Shareholders are generally sent by email, post, or courier, as applicable.

Pursuant to relevant MCA and SEBI Circulars, the Annual Report for FY 2023-24 and the notice of the 31st AGM of the Company were sent to the Members at their registered email addresses in compliance with the applicable MCA and SEBI Circulars.

#### b) Intimation to Stock Exchanges:

The Company discloses information to the Stock Exchanges as required under Regulation

## Corporate Governance Report

30, read with Part A of Schedule III of the Listing Regulations, including material information that has a bearing on the performance/operations of the Company, or which is price-sensitive in nature. Such information is promptly intimated and uploaded on the Stock Exchanges' platforms.

### c) Website:

The Company has its functional website, [www.ashikagroup.com](http://www.ashikagroup.com), wherein all details/information of interest to various stakeholders, including business of the company, information about the Company's Board of Directors and KMP, Financial Results, Annual reports, Shareholding Pattern, Corporate Governance reports, are uploaded at a dedicated section under "Investor Relations". Company's policies are also updated on the website of the company.

### d) Press releases:

Press releases are issued on important occasions. They are sent to the Stock Exchanges and also placed on the Company's website [www.ashikagroup.com](http://www.ashikagroup.com).

### e) The presentations made to institutional investors or to the Analysts:

There were no presentations made to any institutional investors and angel investors during the FY under review.

### f) BSE Listing Centre (Listing Centre):

BSE's Listing Centre is a web-based application designed by BSE for corporates. All periodical compliance filings like shareholding pattern, corporate governance report, media releases, among others are also filed electronically on the Listing Centre.

## (8) GENERAL SHAREHOLDER INFORMATION:

### a) Annual General Meeting- date, time and venue:

The 32nd Annual General Meeting (AGM) of the Company shall be held through Video Conferencing and details are provided in the Notice to AGM.

As such, there is no requirement to have a venue for the AGM.

### b) FY: 1st April, 2024 to 31st March, 2025

### c) Date of book closure:

As Mentioned in the notice calling 32nd AGM

### d) Dividend payment date:

No Dividend has been recommended by Board of Directors for the FY 2024-25

### e) Listing on Stock Exchange with the Scrip Code:

Sl. No.	Name of Stock Exchange	Address (s)	Scrip code/symbol
1	BSE Limited	Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400001	543766

### f) Listing Fees to Stock Exchanges:

The Annual Listing Fees for the FY 2024 - 25 has been paid to the Stock Exchanges where securities of the company are listed within timelines.

### g) Corporate Identification Number (CIN):

L67120WB1994PLC062159

### h) Registered office address:

Trinity, 7th Floor, 226/1, A.J.C. Bose Road, Kolkata - 700020  
Tel: (033) 40102500  
Fax: (033) 40033254/40102543  
Website: [www.ashikagroup.com](http://www.ashikagroup.com)  
Email: [secretarial@ashikagroup.com](mailto:secretarial@ashikagroup.com)

### i) Branch office address:

7, B.B. Ganguly Street, 4th Floor, Kolkata - 700012  
Email: [secretarial@ashikagroup.com](mailto:secretarial@ashikagroup.com)

### j) Corporate office address

1008, Raheja Centre, 10th floor 214, Nariman Point, Mumbai - 400021  
Tel: (022) 66111700  
Email: [mumbai@ashikagroup.com](mailto:mumbai@ashikagroup.com)

### k) Registrar and Transfer Agents (RTA):

Maheshwari Datamatics Private Limited is the Registrar and Transfer Agent of the Company, which manages the entire share registry work, both for shares held in Physical and Electronic form.

Maheshwari Datamatics Pvt Ltd  
23, R.N. Mukherjee Road, 5th Floor, Kolkata - 700001  
Tel: 033-22482248, 2243-5029,  
Fax no: 033-22484787  
Email: [mdpldc@yahoo.com](mailto:mdpldc@yahoo.com). Web: [www.mdpl.in](http://www.mdpl.in)

### l) None of the Company's securities have been suspended from trading

### m) Share transfer system:

The equity shares of the Company can be traded only in dematerialised form. The dematerialisation facility is available with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

Pursuant to the provisions of Regulation 40 of the Listing Regulations, securities can be transferred only in dematerialised form. No transfer of shares in physical form can be processed, and hence equity shares are compulsorily traded in electronic form by Shareholders.

Further, pursuant to the amendment to the Listing Regulations on 24th January 2022, the Company shall:

- effect issuance of certificates in dematerialised form only, for any requests received for sub-division, split, consolidation, renewal, exchange, endorsements, or issuance of duplicate certificates; and
- execute requests for transmission and transposition of securities, whether held in physical or dematerialised form, in dematerialised form only.

Members are requested to convert their physical holdings into Demat form and may write to the Registrar & Transfer Agent (RTA) at [mdpldc@yahoo.com](mailto:mdpldc@yahoo.com).

### Simplified Norms for processing Investor Service Request

Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, PAN, mandates, nomination, power of attorney, bank details, bank account number, MICR code, IFSC, etc. as follows:

- For shares held in electronic form: intimate changes to their Depository Participants (DPs).
- For shares held in physical form: send the relevant details in the prescribed forms to the RTA of the Company.

The Investor Service Request Forms for updating PAN, KYC, bank details, and nomination—viz., Forms ISR-1, ISR-2, and relevant Nomination Forms—are available on the Company's website at:

[https://www.ashikagroup.com/accl/investor-relations-files.html?asset\\_category=Shareholder+Desk&asset\\_sub\\_category=Simplified+Norms+Physical+Shareholder](https://www.ashikagroup.com/accl/investor-relations-files.html?asset_category=Shareholder+Desk&asset_sub_category=Simplified+Norms+Physical+Shareholder). and also, at the website of RTA at <https://www.mdpl.in/form>

Further, SEBI, vide its Circular dated 03rd November, 2021 (subsequently amended by circulars dated 14th December, 2021, 16th March, 2023, and 17th November, 2023), mandated that security holders (holding securities in physical form), whose folios do not have PAN, nomination, contact details, mobile number, bank account details, or specimen signature updated, shall be eligible for any payment (including dividend, interest, or redemption) only through electronic mode with effect from 01st April, 2024.

To mitigate unintended challenges due to the freezing of folios, SEBI, vide its Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated 17th November, 2023, has done away with the provision regarding freezing of folios not having PAN, KYC, and nomination details.

In view of the above, we urge the Shareholders to submit the Investor Service Request (ISR) forms along with supporting documents at the earliest to their respective Depository Participants (DPs).

In compliance with the above-stated SEBI Circulars, the Company has sent individual communications to its Shareholders holding shares in physical form, requesting them to update their PAN, KYC details, nomination, etc., along with supporting documents. The communication also provided the details of the RTA, including email address, registered address, and relevant website links of the RTA and the Company.

### Dispute Resolution Mechanism:

SEBI, vide its Circular dated 30th May, 2022, issued a Standard Operating Procedure (SOP) for dispute resolution under the Stock Exchange arbitration mechanism for disputes between a listed company and/or registrars to an issue and share transfer agents and its Shareholders/Investors. The Company has complied with the same.

Further, SEBI, vide its Circular dated 27th January 2023, decided to enhance the awareness of investors about the availability of the arbitration facility at Stock Exchanges for their disputes, if any, against listed companies/RTAs.

Accordingly the company had sent communication to its physical shareholders informing them about the above Arbitration mechanism.



## Corporate Governance Report

A common ODR Portal (<https://smartodr.in/login>) has been established by SEBI to raise disputes arising in the Indian Securities Market. Post exhausting the option to resolve their grievances through RTA or the Company or SCORES platform, the investors can initiate dispute resolution through the ODR Portal.

### n) Dematerialisation of Shares and Liquidity

The Company's shares are available for dematerialisation/re-materialisation with both the Depositories i.e., NSDL and CDSL.

As on 31st March, 2025, out of the total 3,31,07,800 equity shares, 3,29,92,543 equity shares, representing 99.65% of the total paid-up share capital, were held in dematerialised form with NSDL and CDSL.

The entire Promoters' shareholding is held in dematerialised mode. Under the Depository System, the International Securities Identification Number (ISIN) allotted to the Company's shares is INE094B01013.

Members holding shares in physical form are requested to get their shares dematerialised.

Due dates of transferring unclaimed and unpaid dividends declared by the Company for the FY 2018-19 and thereafter to IEPF are as under:

FY	Date of declaration	Rate of dividend per share	Date of transfer to unpaid dividend account	Proposed date of transfer to Investor Education and Protection Fund
2018-2019	9th August, 2019	Re. 1 per share/-	13th September, 2019	12th September, 2026

### p) Category-wise shareholding pattern as on 31st March, 2025

Sl. No	Category	No. of shares	% holding
1	Promoter & promoter Group	1,94,30,990	58.69
2	Institution – Domestic and Foreign – Public	4,37,095	1.32
3	Non-Institution – Body Corporate – Public	55,26,981	16.69
	Non-Institution – Foreign Company – Public	10,00,000	3.02
4	Non-Institution – Individual – Public	52,04,967	15.73
5	Others	15,07,767	4.55
	<b>Total</b>	<b>3,31,07,800</b>	<b>100</b>

### q) Distribution of Shareholding as on 31st March, 2025

Slab of shareholding	Number of Shareholders	Number of Shares	% to total no of shares
Up to 500 shares	2499	1,57,356	0.48
501-1000 shares	120	92,462	0.28
1001-2000 shares	100	1,59,823	0.48
2001-3000 shares	36	90,881	0.27
3001-4000 shares	24	87,381	0.26
4001-5000 shares	30	1,45,193	0.44
5001-10000 shares	81	6,77,393	2.05
Above 10000 shares	171	3,16,97,311	95.74
<b>Total</b>	<b>3,061</b>	<b>3,31,07,800</b>	<b>100.00</b>

### o) Unpaid/Unclaimed Dividend

As per Section 124(5) & 125 of the Companies Act, 2013, the dividend which remains unpaid/unclaimed for a period of seven (7) years from the date of transfer to the Unpaid Dividend Account shall be transferred by the Company to the Investor Education and Protection Fund (IEPF).

Further, pursuant to Section 124 of the Act, read with the IEPF Rules, all shares on which dividend has not been paid or claimed for seven consecutive years or more shall be transferred to the IEPF Authority, as notified by the Ministry of Corporate Affairs (MCA).

In accordance with the aforesaid IEPF Rules, the Company has sent communications to all such Shareholders whose dividends remain unpaid/unclaimed.

The details of such dividends/shares and other unclaimed monies to be transferred to the IEPF on the due date are uploaded on the Company's website at [www.ashikagroup.com](http://www.ashikagroup.com).

### r) Outstanding Global Depository Receipts or American Depository Receipts or warrants or any convertible instruments, conversion date and likely impact on equity:

◆ 51,42,200 Equity Convertible Warrants @ ₹ 306 per warrant were outstanding as on 31st March, 2025. Further, out of above 51,42,200 Equity Convertible Warrants, 32,27,700 Equity Convertible Warrants were converted into 32,27,700 Equity Shares on 10th April, 2025. 18,61,500 Equity Convertible warrants were converted into 3227700 Equity Shares on 30th April, 2025.

Out of total 95,31,000 Equity convertible warrants issued @₹306/- per warrants issued on 28th October, 2024, 94,71,464 warrants are converted into equity shares in tranches by warrants holders after receiving 75% of subscription amount. Further 59,536 warrants have been forfeited by the company due to non-exercise of warrant/non-receipt of 75% of subscription amount within the warrants exercise period i.e. within 6 months from date of allotment 28th October, 2024.

◆ 18,00,000 Equity Convertible warrants @₹ 609/- per warrant were outstanding as on 31st March, 2025

### s) Commodity price risk or foreign exchange risk and hedging activities: NONE

### t) Plant locations: None

### u) Address for correspondence:

Ms. Anju Mundhra

Secretarial Department

Trinity, 7th floor, 226/1, A.J.C. Bose Road, Kolkata – 700 020.

Tel No. (033) 40102500, Fax No. (033) 40102543, Email: [anjulohia@ashikagroup.com](mailto:anjulohia@ashikagroup.com)

### v) Email id of grievances redressal division: [investorservices@ashikagroup.com](mailto:investorservices@ashikagroup.com)

w) List of all credit ratings obtained by the Company along with any revisions thereto during the relevant FY, for all debt instruments of the Company any fixed deposit programme or any scheme or proposal of the company involving mobilization of funds, whether in India or abroad: NA

### x) ISIN: INE094B01013

## (9) OTHER DISCLOSURES:

### (a) Related Party Transactions:

All related party transactions that were entered into during the FY were on an arm's length basis and were in the ordinary course of business. There have been no materially significant related party transactions which may have potential conflict of interest to the company at large. All Related Party Transactions are placed before the Audit Committee and Board. Prior approval of material Related Party Transactions is requested by Shareholders. Disclosure of transactions with related parties which hold 10% or more shareholding in the listed entity is provided in notes in the financial statements, forming part of the Annual Report. All party-related transactions are placed before the Audit Committee.

The Policy on Materiality of Related Party Transactions and on dealing with Related Party Transactions of the Company is uploaded at <https://assets.ashikagroup.com/policy-on-related-party-transaction.pdf>.

### (b) Details of non-compliances/penalties/strictures imposed on the Company by stock exchange or any other regulatory authority etc. during the last three years:

No penalties or strictures have been imposed on the company by stock exchange(s) or SEBI or any statutory authority, on any matter related to capital markets, during the last three years.

### (c) Details of establishment of vigil mechanism/whistle blower policy, and affirmation that no personnel has been denied access to the audit committee

Pursuant to the provisions of Section 177 of the Act and Regulation 22 of the Listing Regulations, the Company formulated a Vigil Mechanism/Whistle Blower Policy for Directors and employees to report genuine concerns about unethical behavior, actual or suspected fraud or violation of the company's code of conduct. This mechanism provides for adequate safeguards against victimization of director(s)/employee(s) who avail the mechanism and makes provision for direct access to the Chairman of the Audit Committee. The policy has been uploaded on the website of the Company at <https://assets.ashikagroup.com/ACCL-2022-03-Vigil-Mechanism-Policy.pdf>.

We affirm that no director/employee of the Company was denied access to the Audit Committee.

## Corporate Governance Report

**(d) Web-link where Policy for determining 'Material' Subsidiaries' is disclosed/Details of material subsidiaries of the listed entity, including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries:**

As the FY ended on 31st March, 2025, the Company has One (1) unlisted Subsidiary Company, i.e. "Ashika Private Equity Advisors Private Limited". However, the Company does not have a Material Subsidiary as on closure for this FY. The Company has formulated a Policy for determining material subsidiaries. The said policy is uploaded at the website of the Company at <https://assets.ashikagroup.com/Policy-for-determining-Material-Subsidiary.pdf>.

**(e) Disclosure of commodity price risks and commodity hedging activities:**

The Company does not have any commodity price risks and commodity hedging activities. Hence, the same is not applicable to the company as on 31st March, 2025.

**(f) Details of utilisation of funds raised through preferential allotment or qualified institutional placement as specified under Regulation 32(7A) of SEBI (LODR) Regulations, 2015:**

The details of utilisation of funds raised through preferential allotment as specified under Regulation 32(7A) of SEBI (LODR) Regulations, 2015 have been disclosed in the website of the Company for each of the Preferential allotment made during the FY 2024-25 at the link [https://www.ashikagroup.com/accl/investor-relations-category.html?asset\\_category=Preferential+Issue&asset\\_sub\\_category=Preferential+Issue+-+November+2024](https://www.ashikagroup.com/accl/investor-relations-category.html?asset_category=Preferential+Issue&asset_sub_category=Preferential+Issue+-+November+2024).

**(g) Certificate from a Company Secretary in Practice that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority:**

A certificate from M/s. MR & Associates, Practicing Company Secretaries that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India/Ministry of Corporate Affairs or any such statutory authority is forming part of Annual Report.

**(h) In FY 2024-25, there have been no instances where the Board of Directors of the Company has not accepted the recommendation of the committee of the Board, wherever required.**

**(i) Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part:**

In FY 2024-25, the Company has paid the following amounts on a consolidated basis to the Statutory Auditors of the Company, namely, M/s DHC & CO. Chartered Accountants

Sl. No.	Particulars	DHC& Co Amount (₹ in lakhs)
1	As Auditor – Statutory Audit and Limited Reviews	12.69
2	For Other Services (Certification, etc.)	9.55
3	For Taxation Matter – Tax Audit Fees	1.18
4	For Reimbursement of Expenses	0.25
	<b>Total</b>	<b>23.67</b>

Further, the company has not availed any services during FY 2024-25 from entities in network firm/network entity of which the statutory auditor is a part.

**(j) Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:**

In terms of the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and Rules framed thereunder, the number of complaints received during the FY 2024-25 along with their status of Redressal as on FY ended 31 March, 2025 are as under:

Number of complaints filed during the year	Nil
Number of complaints disposed of during the year	Nil
Number of complaints pending as on end of the FY	Nil

**(k) Disclosure by listed entity and its subsidiaries of 'Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount':** The Company has given loans and advance in form Loan to Related Parties in which Directors are interested in line with Loan Policy and Related Party transaction Policy. The said RPTs were prior approved by the Audit committee, Board and Shareholders, as

required. The loans and advances made were within compliance of Companies Act 2013, NBFC norms as applicable. Details of the Loans given have been disclosed in the Financial Statements of the Company.

**(10) Disclosure of Non-Compliance of any requirement of Corporate Governance Report of Sub-Paras (2) to (10) of Part C of Schedule V of SEBI (LODR) Regulations, 2015:**

The Company has fully complied with the applicable requirements of Regulation 34(3) of SEBI (LODR) Regulations, 2015 as well as sub-paras (2) to (10) of Part C of Schedule V of SEBI (LODR) Regulations, 2015 and amendments thereof, in terms of Corporate Governance Report.

**(11) Details of adoption of Mandatory and Non- Mandatory requirements pursuant to Regulation 27(1) of SEBI (LODR) Regulations, 2015**

**Mandatory requirements:**

The Company has complied with all the mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is being reviewed from time to time.

**Non- Mandatory requirements:**

The Company has been complying with the discretionary requirements as stipulated in Part E of Schedule II of the SEBI (LODR) Regulations, 2015 which are as follows:

- ◆ The Board: Office for non-executive Chairman at Company's expense: Not applicable as the company has executive chairperson as on closure of the FY 2024-25. There is change in designation of executive Chairman to non-executive chairman with effect from 1st April, 2025. The Board consist of One-Woman Independent Director.
- ◆ Shareholder Rights: Half-yearly declaration of financial performance to each household of shareholders: Not Complied

The quarterly, half yearly and annual financial results are published in the newspapers having all India circulation and sent to stock changes and uploaded on the website of the company. The complete Annual Report is sent to every Shareholder of the Company through electronic mode at email ids registered with the Company.

- ◆ Modified opinion(s) in audit report: Complied as there is no modified opinion in Audit Report.
- ◆ Separate posts of Chairperson and the Managing Director or the Chief Executive Officer: Complied
- ◆ Reporting of Internal Auditor: The Internal auditors report directly to Audit Committee: Complied
- ◆ Independent Directors: During the year under review, the one ID Meeting was held on 16th January 2025 without presence of Non-Independent Directors and members of Management.
- ◆ Risk Management: The Company had already Risk Management committee in terms of RBI Scale Based Regulation. Further company had aligned the existing Risk Management committee as per SEBI (LODR) Regulations, 2015 with effect from 01.04.2025 and accordingly composition and term of reference of committee has been reconstituted & amended.

**(12) Disclosure pursuant to Regulation 17 to 27 and Regulation 46 of SEBI (LODR) Regulations, 2015:**

Pursuant to Schedule V of SEBI (LODR) Regulations, 2015, the Company hereby confirms that it has complied with the Corporate Governance requirements specified in Regulation 17 to 27 and Clauses (b) to (i) of Regulation 46(2) of SEBI (LODR) Regulations, 2015 and necessary disclosures thereof have been provided in this Corporate Governance Report.

**(13) Code of Conduct for Board, Key Managerial Personnel and Senior Management Personnel:**

The Company has in place the Code of Conduct for Board of Directors, Key Managerial Personnel and Senior Management Personnel of the company and the said Code is uploaded on the website of the company at <https://assets.ashikagroup.com/ACCL-2022-03-Code-of-Conduct-for-Board-and-SMP.pdf>.

All the Board members, KMPs and Senior Management Personnel have affirmed compliance with the aforesaid code.

Affirmation regarding compliance of the Code of Conduct by members of the Board and Senior Management Personnel has been provided by the Chief Executive Officer (CEO) of the Company



## Corporate Governance Report

and the same forms part of this Annual Report. The Company has received sufficient disclosures from Promoters, Directors or Senior Management wherever applicable.

### (14) CEO/CFO Certification:

The CEO-cum-Executive Director and CFO of the Company have certified to the Board of Directors, inter alia, the accuracy of financial statements and adequacy of internal controls for the purpose of financial reporting as required under Regulation 17(8) of the SEBI (LODR) Regulations, 2015 for the FY ended 31st March, 2025.

### (15) Corporate Governance Compliance

The Company has duly complied with the requirements laid down in the provisions of the Listing Regulations for the purpose of ensuring Corporate Governance. A certificate to this effect obtained from M/s. MR & Associates, Practicing Company Secretaries, has been attached to this Annual Report.

### (16) Reconciliation of Share Capital Audit Report

As stipulated by SEBI, a Practicing Company Secretary carries out the Audit of Reconciliation of Share Capital on a quarterly basis to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and paid-up capital. The Audit report is submitted to the Stock Exchanges and is placed before the Board at its meetings. The said Report on Reconciliation of Share Capital has been submitted with stock exchange quarterly within the prescribed time also updated on the website of the company [www.ashikagroup.com](http://www.ashikagroup.com).

### (17) Prevention of Insider Trading:

Pursuant to the Listing Regulations, the Company has formulated the 'Code of Conduct for Prevention of Insider Trading' and the 'Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information' (ACCL Insider Code), which requires pre-clearance for dealing with the Company's shares. It also prohibits the purchase or sale of the Company's shares by the Directors and their immediate relatives, designated people and connected people, while in possession of unpublished price sensitive information in relation to the Company and during the period(s) when the Trading Window to deal in the Company's shares is closed. The Code is updated on website of the

Company at <https://assets.ashikagroup.com/code-of-conduct-for-regulating-monitoring-and-reporting-of-trading-by-insiders.pdf>.

Pursuant to the above, the Company has put in place an adequate and effective system of internal controls to ensure compliance with the requirements of the Prohibition of Insider Trading Regulations. The Company has also adopted the Policy for determination of Legitimate Purposes and Policy for Inquiry in case of leak or suspected leak of unpublished price sensitive information in accordance with SEBI (Prohibition of Insider Trading) Regulations, 2015.

A structured digital database is being maintained by the Company, which contains the names and other particulars as prescribed by the persons covered under the Codes drawn up pursuant to the Prohibition of Insider Trading Regulations.

Pursuant to SEBI Circular No. SEBI/HO/ISD/ISD-PoD-2/P/CIR/2023/124 dated 19th July, 2023 and relevant circulars issued by depositories and exchanges, the ISIN - INE094B01013 of the Company shall remain freeze in the PAN of the Designated Persons during the period of closure of trading window of the Company.

The Board of Directors have also formulated a Policy for determination of 'legitimate purposes' as a part of the Code of Fair Disclosure and Conduct as per the requirements of the Prohibition of Insider Trading Regulations and the same is updated on website of the company at <https://assets.ashikagroup.com/ACCL-2022-03-Code-of-Practices-and-Procedures-on-Fair-Disclosure.pdf>.

The Company Secretary has been appointed as the Compliance Officer to ensure the implementation of the codes for fair disclosure and conduct. The Board of Directors, designated people and other connected people have affirmed compliance with the ACCL Insider Code.

(18) None of the company shares lie in the demat suspense account or unclaimed suspense account.

(19) The Company follows Indian Accounting Standard (Ind AS) issued by Ministry of Corporate Affairs in preparation of its financial statement.

For and on behalf of the Board of Directors

(Pawan Jain)  
Chairman  
DIN: 00038076

(Daulat Jain)  
Managing Director  
DIN: 00040088

Place: Mumbai  
Date: 10.05.2025

## PRACTICING COMPANY SECRETARY'S CERTIFICATE REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To,  
The Members,  
**ASHIKA CREDIT CAPITAL LIMITED**  
226/1 A.J.C. Bose Road "Trinity"  
7th Floor, Kolkata 700020  
West Bengal

1. We have examined the compliance of conditions of Corporate Governance by **Ashika Credit Capital Limited** (CIN: L67120WB1994PLC062159) (hereinafter called the Company) for the FY ended on 31st March, 2025, as stipulated in the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Regulations') as amended.

We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of certification.

2. The compliance of 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 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.

3. In our opinion and to the best of our information and according to the information furnished by the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Regulations') as amended.

4. 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 the affairs of the Company.

Place: Kolkata  
Date: 10.05.2025

For **MR & Associates**  
Company Secretaries  
A Peer Reviewed Firm  
Peer Review Certificate No.: 5598/2024

[CS Sneha Khaitan Jalan]  
Partner  
FCS No.: 11977  
C P No.: 14929  
UDIN: F011977F000359533

## Declaration regarding Compliance by Board Members and Senior Management Personnel with the Company's Code of Conduct

I Chirag Jain, Executive Director & CEO of Ashika Credit Capital Ltd hereby confirm that all Board Members and Senior Management Personnel have affirmed compliance with "Code of Conduct for Board Members and Senior Management Personnel of the Company" as applicable to them for the year ended 31st March, 2025.

Date: 10.05.2025

(Chirag Jain)  
Executive Director & CEO  
DIN: 07648747

## Corporate Governance Report

### CEO & CFO CERTIFICATION

#### COMPLAINEE CERTIFICATE

Pursuant to Regulation 17(8) read with Regulation 33(2)(a) of SEBI  
(Listing Obligations and Disclosure Requirements) Regulations, 2015

Date: 10.05.2025

To  
The Board of Directors

**Ashika Credit Capital Limited**  
Trinity, 226/1, AJC Bose Road  
7th Floor, Kolkata – 700020

We, the undersigned in our respective capacities as Executive Director and Chief Executive Officer and Chief Financial Officer of Ashika Credit Capital Limited, do hereby certify to the best of our knowledge and belief that:

- A. We have reviewed financial statements and the cash flow statement for the year and that to the best of our knowledge and belief, we certify that:
- (1) The 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 listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are no transactions entered into by the Company during the year which are fraudulent, illegal or violation of the Company's Code of Conduct.
- C. 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 company pertaining to financial reporting and we have disclosed to the Auditors and the Audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the Auditors and the Audit committee
- (1) significant changes in internal control over financial reporting during the year.
  - (2) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - (3) instances of significant fraud which we have become aware of 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.

Yours sincerely,

**(Chirag Jain)**  
Executive Director & CEO  
DIN: 00040088

**(Gaurav Jain)**  
Chief Financial Officer

### CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

[Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI  
(Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,  
The Members,  
**Ashika Credit Capital Limited**  
Trinity, 226/1 A.J.C Bose Road,  
7th Floor, Kolkata – 700020.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Ashika Credit Capital Limited** having CIN L67120WB1994PLC062159 and having registered office at Trinity, 226/1 AJ.C Bose Road, 7th Floor, Kolkata – 700020 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10 (i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated in the table below for the FY ending on 31st March, 2025 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority/(ies).

Sr. No.	Name of the Directors	DIN	Date of Appointment in Company
1.	Mr. Pawan Jain, Executive Chairman	00038076	08/03/1994 (Re-appointed w.e.f. 01.11.2022)
2.	Mr. Daulat Jain, Managing Director & CEO	00040088	14/01/2016 (Re-appointed w.e.f. 01.11.2022)
3.	Mr. Ajay Pratapray Shanghavi, Independent Director	00084653	01/09/2023
4.	Mr. Tapan Sodani, Independent Director	01921743	01/09/2023 (Re-appointed for second term of one-year w.e.f. 01.09.2024)
5.	Mr. Amit Jain, Non-Executive Director	00040222	04/08/2021
6.	Ms. Sonu Jain, Independent Director	07267279	01/04/2019 (Re-appointed w.e.f. 01/04/2022 and further ceased to be Director upon completion of her second/final term w.e.f closing hours of 31st March, 2025)

Further, Mr. Pawan Jain has ceased to be Executive Director of the Company w.e.f. 01.04.2025 and shall continue as Non-Executive Chairman and Mr. Daulat Jain has ceased to be CEO w.e.f. 01.04.2025 and shall continue as Managing Director.

Mr. Chirag Jain (DIN: 07648747) was appointed as Executive Director and CEO of the Company w.e.f. 01.04.2025. Ms. Pinki Kedia (DIN: 08455451), Mr. Pravin Kutumbe (DIN: 01629256) and Mr. Supratim Bandyopadhyay (DIN: 03558215), were appointed as Independent Directors of the Company w.e.f. 01.04.2025.

Ensuring the eligibility of for the appointment/continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company and only covers the details of Directors existing on the Board of the Company as of 31.03.2025.

**For M R & Associates**  
Company Secretaries  
A Peer Reviewed Firm  
Peer Review Certificate No.: 5598/2024

**[CS Sneha Khaitan Jalan]**  
Partner  
FCS No.: F11977  
C P No.:14929  
UDIN: F011977G000312948

Place: Kolkata  
Date: 10.05.2025



# Independent Auditor’s Report

To the Members of Ashika Credit Capital Limited

## Report on the Audit of the Standalone Financial Statements

### Opinion

We have audited the accompanying standalone financial statements of **Ashika Credit Capital Limited** (“the Company”), which comprise the Balance Sheet as at 31st March, 2025, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the standalone financial statements including a summary of material accounting policy information and other explanatory information (hereinafter referred to as “standalone financial statements”).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Indian Accounting Standards (“Ind AS”) prescribed under section 133 of

the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, of the state of affairs of the Company as at 31st March, 2025, its loss (including other comprehensive income), its changes in equity and its cash flows for the year ended on that date.

### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor’s Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (“ICAI”) together with the ethical requirements that are relevant to our audit of the standalone 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 standalone financial statements.

### Key Audit Matters

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

Sr. No.	Key audit matter(s)	How our audit addressed the key audit matter
1.	<b>Impairment loss allowance of loans</b>  Impairment loss allowance of loans (“Impairment loss allowance”) is a key audit matter as the Company has significant credit risk exposure. The value of loans on the standalone balance sheet is significant and there is a high degree of complexity and judgment involved for the Company in estimating individual and collective credit impairment provisions, write-offs against these loans.  The Company’s model to calculate expected credit loss (“ECL”) is inherently complex and judgment is applied in determining the three-stage impairment model (“ECL Model”), including the selection and input of forward-looking information, as required. ECL provision calculations require the use of large volumes of data. The completeness and reliability of data can significantly impact the accuracy of the modelled impairment provisions. The accuracy of data flows and the implementation of related controls are critical for the integrity of the estimated impairment provisions.	<p>We started our audit procedures with the understanding of the internal control environment related to Impairment loss allowance. Our procedures over internal controls focused on recognition and measurement of impairment loss allowance. We assessed the design and tested the operating effectiveness of the selected key controls implemented by the Company.</p> <p>We also assessed whether the impairment methodology used by the Company is in accordance with the assumptions and methodology approved by the Board of Directors of the Company, which is based on and in compliance with Ind AS 109, “Financial Instruments”. More particularly, we assessed the approach of the Company regarding the definition of default, Probability of Default, Loss Given Default and incorporation of forward-looking information, as required for the calculation of ECL.</p> <p>For loans which are assessed for impairment on a portfolio basis, we performed particularly the following procedures:</p> <ul style="list-style-type: none"><li>- tested the reliability of key data inputs and related management controls;</li><li>- checked the stage classification as at the balance sheet date as per definition of default;</li><li>- validated the ECL model and calculation;</li></ul>

Sr. No.	Key audit matter(s)	How our audit addressed the key audit matter
		<ul style="list-style-type: none"><li>- calculated the ECL provision manually for a selected sample; and</li><li>- We have checked the provision on Loan Assets as per Income Recognition, Asset Classification and Presentation (“IRACP”) norms as required in terms of paragraph 10 of Master Direction- Reserve Bank of India (Non-Banking Financial Company- Scale Based Regulation) Direction, 2023 (“the Direction”). We have assessed disclosure requirements for classification and identification of Stage 3/NPAs in accordance with the Direction.</li></ul>

### Other Information

The Company’s Board of Directors is responsible for the other information. The other information comprises the information included in the Board’s Report including Annexures to Board’s Report, Report on the Corporate Governance but does not include the standalone financial statements, consolidated financial statements and our auditor’s report thereon. The above mentioned information are expected to be made available to us after the date of this auditor’s report.

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 standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

The Company’s Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance (including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including Ind AS prescribed under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Those Board of Directors is also responsible for overseeing the Company’s financial reporting process.

### Auditor’s Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with 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 this standalone financial statements.

## Independent Auditor's Report

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

- ◆ Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- ◆ Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- ◆ Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- ◆ Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- ◆ Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

### Other Matter

The audit of the financial statements for the year ended 31st March, 2024, was carried out and reported by DMKH & Co., vide their unmodified audit report dated May 13, 2024, whose report has been furnished to us by the management and which has been relied upon by us for the purpose of our audit of the standalone financial statements.

Our opinion is not modified in respect of this matter.

### Report on Other Legal and Regulatory Requirements

- (1) As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Act, we report in "Annexure 1", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- (2) As required by section 143(3) of the Act, we report that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

- b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- c. The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account;
- d. In our opinion, the aforesaid standalone financial statements comply with the Ind AS prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended;
- e. On the basis of the written representations received from the directors as on 31st March, 2025, and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2025 from being appointed as a director in terms of section 164(2) of the Act;
- f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure 2";
- g. With respect to the other matter to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid/provided by the Company, to one of its directors, during the year is in excess of the limits laid down under section 197 of the Act. However, the company has obtained necessary approvals from the shareholders of the company by way of Special Resolution.

- h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

- (i) The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Note 30 on Contingent Liabilities to the standalone financial statements;
- (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;
- (iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (iv) (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, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;



## Independent Auditor's Report

- (iv) (c) Based on the audit procedures that are considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- (v) The Company has not declared nor paid any dividend during the year. Hence, reporting the compliance with section 123 of the Act is not applicable.
- (vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account for the financial year ended 31st March, 2025

which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **DHC & Co.**  
Chartered Accountants  
ICAI Firm Registration No. 103525W

**Pradhan Priya Dass**  
Partner

Place: Bengaluru      Membership No. 219962  
Date: 10th May, 2025      UDIN: 25219962BMHXJC5507

## Annexure 1 to the Independent Auditor's Report

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section in the Independent Auditor's Report of even date to the members of Ashika Credit Capital Limited ("the Company") on the standalone financial statements for the year ended 31st March, 2025]

Based on the audit procedures performed for the purpose of reporting a true and fair view on the standalone financial statements of the Company and taking into consideration the information, explanations and written representation given to us by the management and the books of account and other records examined by us in the normal course of audit, we report that:

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and Investment property.
- (B) The Company does not have any Intangible Assets and accordingly, reporting under clause (i)(a) (B) of paragraph 3 of the Order is not applicable.
- (b) During the year, the Property, Plant and Equipment and investment property of the Company have been physically verified by the management and no material discrepancies were noticed on such verification. In our opinion, the frequency of verification is reasonable having regard to the size of the Company and the nature of its assets.
- (c) The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of lessee) disclosed in the standalone financial statements are held in the name of the Company, except for the details given below:

- (d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) and/or Intangible Assets during the year. Accordingly, reporting under clause (i)(d) of paragraph 3 of the Order is not applicable.
- (e) No proceedings have been initiated or are pending against the Company as at 31st March, 2025 for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) and rules made thereunder.
- (ii) (a) The Company is in the business of Investment and Financing activity and consequently does not hold any inventory. Therefore, reporting under clause (ii)(a) of paragraph 3 of the Order is not applicable.
- (b) The Company has been sanctioned working capital limits in excess of five crore rupees during the year, in aggregate from financial institutions, on the basis of security of current assets. However, as per the agreement no quarterly returns/statements were required to be submitted by the company to those financial institutions. Further, the Company has not been sanctioned working capital limit in excess of five crore rupees during the year, from banks on the basis of security of current assets.

Description of property	Gross carrying value	Held in name of	Whether promoter, director or their relative or employee	Period held	Reason for not being held in name of Company
Buildings	₹ 13.26 Lakhs	Queens Park Estates Pvt. Ltd. and others	No	Since October-2006	Conveyance is pending

## Independent Auditor's Report

- (iii) (a) The Company's principal business is to give loans and therefore, reporting under clause (iii)(a) and (e) of paragraph 3 of the Order are not applicable.
- (b) The investments made, security given and the terms and conditions of the grant of all loans and advances in the nature of loans provided by the Company during the year are not prejudicial to the interest of the Company. Further, the Company has not provided any guarantee during the year.
- (c) The schedule of repayment of principal and payment of interest in respect of the loans and advances in the nature of loans has been stipulated.
- Further, we have been given to understand that taking into consideration the nature of business of the Company, the status of repayment of principal and payment of interest, as per the aforesaid stipulated schedule, in respect of loans and advances in the nature of loans keeps changing on a daily basis for cases which are irregular. Hence, it is difficult and impracticable to identify all the instances wherein the repayments or receipts are irregular during the year. As at 31st March, 2025, there are no case outstanding in respect of loans and advances in the nature of loans which are irregular (includes principle and interest overdue).
- (d) In respect of the aforesaid loans and advances in the nature of loans, there is no overdue amount remaining outstanding as at the balance sheet date.
- (f) As informed 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.
- (iv) The Company has complied with the provisions of section 185 of the Act in respect of grant of loans, providing guarantees and securities. Further, the provisions of Section 186, except for Section 186(1) of the Act, are not applicable to the Company as it is engaged in the business of financing.
- (v) The Company is a Non-Banking Finance Company registered with the Reserve Bank of India to which the provisions of sections 73 to 76 of the Act and the relevant rules made there under are not applicable. Accordingly, reporting under clause (v) of paragraph 3 of the Order is not applicable.
- (vi) The Central Government has not prescribed the maintenance of cost records for any of the products of the Company under sub-section (1) of section 148 of the Act and the rules framed there under.
- (vii) (a) The Company is generally regular in depositing with the appropriate authorities, undisputed statutory dues including Goods and Services tax (GST), provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other material statutory dues applicable to it, in all cases during the year. During the year 2017-18, sales tax, value added tax, service tax and duty of excise subsumed in GST and are accordingly reported under GST.
- No undisputed amounts payable in respect of provident fund, employees' state insurance, income tax, GST, customs duty, cess and any other material statutory dues applicable to it, were outstanding, at the year end, for a period of more than six months from the date they became payable.
- (b) There are no dues with respect to provident fund, employees' state insurance, income tax, GST, sales tax, service tax, value added tax, customs duty, excise duty and cess, which have not been deposited on account of any dispute.
- (viii) We have not come across any transaction which were previously not recorded in the books of account of the Company that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- (ix) (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) The company did not obtain any money by way of a term loans during the year and there were no outstanding term loans at the beginning of the year. Accordingly, reporting under clause (ix)(c) of paragraph 3 of the order is not applicable.
- (d) On an overall examination of the standalone financial statements of the Company, no funds raised on short-term basis, have

- been used for long-term purposes by the Company.
- (e) On an overall examination of the standalone financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary as defined under the Act. Further, during the year ended 31st March, 2025, the Company did not have any associates or joint ventures as defined under the Act.
- (f) The Company has not raised loans during the year on the pledge of securities held in its subsidiary as defined under the Act. Further, during the year ended 31st March, 2025, the Company did not have any associates or joint ventures as defined under the Act.
- (x) (a) The Company has not raised money by way of initial public issue offer/further public offer (including debt instruments) during the year. Therefore, reporting under clause (x)(a) of paragraph 3 of the Order is not applicable.
- (b) The Company has made preferential allotment or private placement of shares during the year and in our opinion, the requirements of section 42 and section 62 of the Act have been complied with and the funds raised have been used for the purpose(s) for which they were raised. Further, during the year ended 31st March, 2025, the Company has not made any preferential allotment or private placement of convertible debentures (fully, partially or optionally convertible).
- (xi) (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud by the Company nor any fraud on the Company has been noticed or reported during the year, nor have we been informed of any such instance by the management.
- (b) No report under section 143(12) of the Act has been filed with the Central Government by the auditors of the Company in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014, during the year or upto the date of this report.
- (c) There are no whistle blower complaints received by the Company during the year and upto the date of this report.
- (xii) In our opinion, the Company is not a Nidhi Company. Therefore, reporting under clause (xii) of paragraph 3 of the Order is not applicable.
- (xiii) All transactions entered into by the Company with the related parties are in compliance with sections 177 and 188 of the Act, where applicable and the details have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- (xiv) (a) In our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the Internal Audit Reports of the Company issued till date, for the period under audit.
- (xv) The Company has not entered into any non-cash transactions with its directors or persons connected with them during the year and hence, provisions of section 192 of the Act are not applicable to the Company.
- (xvi) (a) The Company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and the registration has been obtained by the Company.
- (b) The Company has not conducted any Non-Banking Financial or Housing Finance activities without having a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.
- (c) The Company is not a Core Investment Company (CIC) as defined in Core Investment Companies (Reserve Bank) Directions, 2016 ("Directions") by the Reserve Bank of India. Accordingly, reporting under clause (xvi)(c) of paragraph 3 of the Order are not applicable.
- (d) As informed by the Company, the Group to which the Company belongs has no CIC as part of the Group.
- (xvii) The Company has incurred cash losses for the current financial year amounting to Rs 1,912.83 lakhs. However, no cash losses were incurred in the immediately preceding financial year.



## Independent Auditor's Report

(xviii) There has been no resignation of the statutory auditors during the year and accordingly, reporting under clause (xviii) of paragraph 3 of the Order is not applicable.

(xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the standalone 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 cause us to believe that any material uncertainty exists as on the date of this audit report and that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to 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) There are no unspent amount towards Corporate Social Responsibility (CSR) on other than ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Act in compliance with second proviso to section 135(5) of the said Act. Hence, reporting under clause (xx) of paragraph 3 of the Order is not applicable.

For **DHC & Co.**  
Chartered Accountants  
ICAI Firm Registration No. 103525W

**Pradhan Priya Dass**  
Partner

Place: Bengaluru  
Date: 10th May, 2025  
Membership No. 219962  
UDIN: 25219962BMHXJC5507

## Annexure 2 to the Independent Auditor's Report

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section in our Independent Auditor's Report of even date to the members of Ashika Credit capital limited on the standalone financial statements for the year ended 31st March, 2025.]

Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of Ashika Credit Capital limited ("the Company") as of 31st March, 2025 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

### Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting

(the "Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

### Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing specified under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both issued

by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness.

Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal controls based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

### Meaning of Internal Financial Controls with reference to Financial Statements

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

expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### Inherent Limitations of Internal Financial Controls with reference to Financial Statements

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

### Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at 31st March, 2025, based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal controls stated in the Guidance Note issued by the ICAI.

For **DHC & Co.**  
Chartered Accountants  
ICAI Firm Registration No. 103525W

**Pradhan Priya Dass**  
Partner

Place: Bengaluru  
Date: 10th May, 2025  
Membership No. 219962  
UDIN: 25219962BMHXJC5507

Standalone Balance Sheet

as at 31st March, 2025

(₹ in Lakhs)			
Particulars	Note No.	As at 31st March, 2025	As at 31st March, 2024
<b>ASSETS</b>			
<b>(I) Financial Assets</b>			
(a) Cash and Cash Equivalents	2	794.61	36.98
(b) Bank Balance other than (a) above	3	17.81	18.81
(c) Receivables	4		
(i) Trade receivables		-	-
(ii) Other receivables		0.03	7.57
(d) Loans	5	7,489.72	-
(e) Investments	6	34,065.99	9,377.40
(f) Other Financial Assets	7	2.33	2.33
<b>(2) Non-Financial Assets</b>			
(a) Current Tax Assets (net)	8	345.68	3.70
(b) Deferred Tax Assets (net)	9	1,487.93	-
(c) Investment Property	10	11.57	11.81
(d) Property, Plant and Equipment	11	89.54	17.34
(e) Other Non-Financial Assets	12	25.23	14.36
<b>TOTAL ASSETS</b>		<b>44,330.44</b>	<b>9,490.30</b>
<b>LIABILITIES AND EQUITY</b>			
<b>LIABILITIES</b>			
<b>(I) Financial Liabilities</b>			
(a) Derivative financial instruments	13	89.37	17.05
(b) Payables	14		
(i) Trade Payables			
(ii) Total outstanding dues of micro enterprises and small enterprises		-	-
(iii) Total outstanding dues of creditors other than micro enterprises and small enterprises		-	-
(iv) Other Payables			
(i) Total outstanding dues of micro enterprises and small enterprises		17.48	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises		20.71	17.57
(c) Borrowings (Other than Debt Securities)	15	56.24	2,511.84
(d) Other Financial Liabilities	16	53.36	44.60
<b>(2) Non-Financial Liabilities</b>			
(a) Current Tax Liabilities (net)	17	-	9.72
(b) Provisions	18	38.43	33.32
(c) Deferred Tax Liabilities (net)	9	-	32.65
(d) Other Non-Financial Liabilities	19	29.27	15.49
<b>TOTAL LIABILITIES</b>		<b>304.86</b>	<b>2,682.24</b>
<b>(3) Equity</b>			
(a) Equity Share Capital	20	3,310.95	1,188.17
(b) Other Equity	21	40,714.63	5,619.89
<b>TOTAL EQUITY</b>		<b>44,025.58</b>	<b>6,808.06</b>
<b>TOTAL LIABILITIES AND EQUITY</b>		<b>44,330.44</b>	<b>9,490.30</b>

Material Accounting Policies and Notes to Standalone Financial Statements 1-55

The Notes referred to above form an integral part of the Standalone Balance Sheet.  
This is the Standalone Balance Sheet referred to in our report of even date.

For **DHC & Co.**  
Chartered Accountants  
ICAI Firm Registration No. 103525W

For and on behalf of the Board of Directors of **Ashika Credit Capital Ltd.**

**Pradhan Priya Dass**  
Partner  
Membership No. 219962

**Pawan Jain**  
Chairman  
(DIN: 00038076)  
Place: Mumbai

**Daulat Jain**  
Managing Director  
(DIN: 00040088)  
Place: Kolkata

**Chirag Jain**  
Executive Director & Chief Executive Officer  
(DIN: 07648747)  
Place: Mumbai

**Anju Mundhra**  
Company Secretary  
(F6686)  
Place: Mumbai

**Gaurav Jain**  
Chief Financial Officer  
Place: Mumbai

Place: Bengaluru  
Date: 10th May, 2025

Standalone Statement of Profit and Loss

for the year ended 31st March, 2025

(₹ in Lakhs)			
Particulars	Note No.	Year ended 31st March, 2025	Year ended 31st March, 2024
<b>REVENUE FROM OPERATIONS</b>			
(i) Interest Income	22	333.82	110.02
(ii) Dividend Income		90.22	24.42
(iii) Net gain on fair value changes	23	-	1,703.87
<b>(I) Total Revenue from Operations</b>		<b>424.04</b>	<b>1,838.31</b>
<b>(II) Other Income</b>	24	<b>4.99</b>	<b>16.43</b>
<b>(III) Total Income (I+II)</b>		<b>429.03</b>	<b>1,854.74</b>
<b>EXPENSES</b>			
(i) Finance Costs	25	754.68	73.43
(ii) Net loss on fair value changes	23	5,041.87	-
(ii) Impairment on Financial Instruments (net)	26	21.28	(30.86)
(iii) Employee Benefits Expenses	27	343.54	284.71
(iv) Depreciation, Amortisation and Impairment Expense	10-11	4.07	2.16
(v) Other Expenses	28	925.98	249.16
<b>(IV) Total Expenses</b>		<b>7,091.42</b>	<b>578.60</b>
<b>(V) Profit/(Loss) Before Exceptional items &amp; Tax (III-IV)</b>		<b>(6,662.39)</b>	<b>1,276.14</b>
(VI) Exceptional Items		-	-
<b>(VII) Profit/(Loss) Before Tax (V-VI)</b>		<b>(6,662.39)</b>	<b>1,276.14</b>
(VIII) Tax Expense:			
(a) Current Tax		-	144.18
(b) Deferred Tax		(1,520.45)	61.58
(c) Tax in respect of earlier years		(0.05)	-
<b>(IX) Profit/(Loss) After Tax (VII-VIII)</b>		<b>(5,141.89)</b>	<b>1,070.38</b>
<b>(X) Other Comprehensive Income</b>			
(i) Items that will not be reclassified to Profit or Loss			
(a) Remeasurement Gain/(Loss) on Defined Benefit Plans		(0.47)	2.52
(b) Income tax on above		0.12	(0.63)
<b>Total Other Comprehensive Income (net of tax)</b>		<b>(0.35)</b>	<b>1.89</b>
<b>(XI) Total Comprehensive Income (IX+X)</b>		<b>(5,142.24)</b>	<b>1,072.27</b>
<b>(XII) Earnings per Equity Share (Face Value ₹ 10/- per share)</b>	29		
Basic (in ₹)		(25.76)	9.01
Diluted (in ₹)		(25.76)	9.01

Material Accounting Policies and Notes to Standalone Financial Statements 1-55

The Notes referred to above form an integral part of the Standalone Balance Sheet.  
This is the Standalone Balance Sheet referred to in our report of even date.

For **DHC & Co.**  
Chartered Accountants  
ICAI Firm Registration No. 103525W

For and on behalf of the Board of Directors of **Ashika Credit Capital Ltd.**

**Pradhan Priya Dass**  
Partner  
Membership No. 219962

**Pawan Jain**  
Chairman  
(DIN: 00038076)  
Place: Mumbai

**Daulat Jain**  
Managing Director  
(DIN: 00040088)  
Place: Kolkata

**Chirag Jain**  
Executive Director & Chief Executive Officer  
(DIN: 07648747)  
Place: Mumbai

**Anju Mundhra**  
Company Secretary  
(F6686)  
Place: Mumbai

**Gaurav Jain**  
Chief Financial Officer  
Place: Mumbai

Place: Bengaluru  
Date: 10th May, 2025



Standalone Statement of Cash Flows

for the year ended 31st March, 2025

(₹ in Lakhs)		
Particulars	Year ended 31st March, 2025	Year ended 31st March, 2024
<b>A. Cash Flow from Operating Activities</b>		
<b>Profit/(Loss) Before Tax</b>	<b>(6,662.39)</b>	<b>1,276.14</b>
Adjustments for:		
Depreciation, Amortisation and Impairment Expense	4.07	2.16
Net unrealised fair value loss/(gain) on investments	4,726.32	(320.60)
Impairment on Financial Instruments (net)	21.28	(30.86)
Finance Cost	556.74	37.93
Sundry Balances written off	2.00	-
Sundry Liabilities Written Back	(4.76)	-
Provision for Gratuity	4.64	5.03
Interest Income	(329.58)	(107.77)
Interest on income tax refund	-	(3.83)
Interest on income tax	-	1.78
<b>Operating profit before working capital changes</b>	<b>(1,681.68)</b>	<b>859.98</b>
<b>Movements in Working Capital:</b>		
Adjustments for:		
(Increase)/Decrease in Loans	(7,510.00)	1,996.00
Increase/(Decrease) in Other Financial Liabilities	9.76	(17.22)
Increase/(Decrease) in Other Non-Financial Liabilities	13.78	6.07
(Increase)/Decrease in Other Financial Assets	1.00	(0.40)
(Increase)/Decrease in Other Non-Financial Assets	(12.87)	9.70
(Increase)/Decrease in Investments	(29,414.40)	(5,345.62)
(Increase)/Decrease in Receivables	7.54	43.35
Increase/(Decrease) in Payables	25.38	17.57
Increase/(Decrease) in Derivatives financial instruments	72.32	15.32
<b>Cash Generated/(Used) in Operations</b>	<b>(38,489.17)</b>	<b>(2,415.25)</b>
Advance taxes paid (including Tax Deducted at Source and net of Refunds)	(351.65)	(154.39)
Interest on Loan Received	329.58	114.79
Finance Cost Paid	(512.34)	(29.44)
<b>Net Cash Generated from/(Used in) Operating Activities (A)</b>	<b>(39,023.58)</b>	<b>(2,484.29)</b>
<b>B. Cash Flow from Investing Activities</b>		
Purchase of Property, Plant and Equipment	(76.03)	-
Investment in Subsidiary	(0.51)	-
<b>Net Cash Generated from/(Used in) Investing Activities (B)</b>	<b>(76.54)</b>	<b>-</b>
<b>C. Cash Flow from Financing Activities</b>		
Dividend Paid	(1.00)	-
Money Received against share warrants	6,674.28	-
Issue of Equity Shares	35,685.47	-
Amount received from borrowings (other than debt securities)	67,388.00	17,955.00
Repayment of borrowings (other than debt securities)	(69,888.00)	(15,455.00)
<b>Net Cash Generated from/(Used in) Financing Activities (C)</b>	<b>39,858.75</b>	<b>2,500.00</b>
<b>Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)</b>	<b>758.63</b>	<b>15.71</b>
<b>Cash and Cash Equivalents at the beginning of the year</b>	<b>37.01</b>	<b>21.30</b>
<b>Cash and Cash Equivalents at the end of the year (refer Note No. 2)*</b>	<b>795.64</b>	<b>37.01</b>

\* The amount is exclusive of allowance for expected credit loss on balances with bank amounting to 1.03 lakhs(31st March, 2024: 0.03 Lakhs)

Standalone Statement of Cash Flows

for the year ended 31st March, 2025

(₹ in Lakhs)		
Components of Cash and Cash Equivalents:	As at 31st March, 2025	As at 31st March, 2024
<b>Cash and Cash Equivalents at the end of the year</b>		
(a) Cash on hand	5.95	12.12
(b) Balances with Banks – in Current Account	789.69	24.89
	<b>795.64</b>	<b>37.01</b>
Less: Impairment loss allowance	(1.03)	(0.03)
	<b>794.61</b>	<b>36.98</b>

Changes in Cash Flows from Financing Activities

(₹ in Lakhs)				
Particulars	As at 1st April, 2024	Movement		As at 31st March, 2025
		Cash	Non-Cash	
Borrowings (Other than Debt Securities)	2,511.84	(2,511.84)	56.24	56.24

(₹ in Lakhs)				
Particulars	As at 1st April, 2023	Movement		As at 31st March, 2024
		Cash	Non-Cash	
Borrowings (Other than Debt Securities)	3.35	2,496.65	11.84	2,511.84

Explanations:

- The above Standalone Statement of Cash Flows has been prepared under the Indirect Method as set out in the Indian Accounting Standard 7 ‘Statement of Cash Flows’.
- Figures pertaining to previous year have been rearranged/regrouped, wherever necessary, to make them comparable with those of current year.

This is the Standalone Statement of Cash Flows referred to in our report of even date.

For **DHC & Co.**

Chartered Accountants

ICAI Firm Registration No. 103525W

For and on behalf of the Board of Directors of **Ashika Credit Capital Ltd.**

**Pradhan Priya Dass**

Partner

Membership No. 219962

**Pawan Jain**

Chairman

(DIN: 00038076)

Place: Mumbai

**Daulat Jain**

Managing Director

(DIN: 00040088)

Place: Kolkata

**Chirag Jain**

Executive Director & Chief Executive Officer

(DIN: 07648747)

Place: Mumbai

**Anju Mundhra**

Company Secretary

(F6686)

Place: Mumbai

**Gaurav Jain**

Chief Financial Officer

Place: Mumbai

Place: Bengaluru

Date: 10th May, 2025

# Standalone Statement of Changes in Equity

for the year ended 31st March, 2025

## A. Equity Share Capital

(₹ in Lakhs)

Balance as at 1st April, 2024	Issued During the Year*	Reductions During the Year	Balance as at 31st March, 2025
1,188.17	2,122.78	-	3,310.95

(₹ in Lakhs)

Balance as at 1st April, 2023	Issued During the Year	Reductions During the Year	Balance as at 31st March, 2024
1,188.17	-	-	1,188.17

## B. Other Equity

(₹ in Lakhs)

Particulars	Reserves and Surplus				Total
	Money Received against share warrants*	Statutory Reserve (pursuant to Section 45-IC of The Reserve Bank of India Act, 1934)	Securities Premium	Retained Earnings	
Balance as at the 1st April, 2024	-	770.27	3,362.01	1,487.61	5,619.89
Add: Issue of warrants	27,219.41	-	-	-	27,219.41
Less: Conversion to equity shares	(20,545.12)	-	-	-	(20,545.12)
Add: During the year	-	-	33,562.69	-	33,562.69
Profit/(Loss) after tax for the year	-	-	-	(5,141.89)	(5,141.89)
Remeasurement Gain/(Loss) on Defined Benefit Plans (net of tax)	-	-	-	(0.35)	(0.35)
Transfer to/(from) retained earnings	-	-	-	-	-
<b>Balance as at 31st March, 2025</b>	<b>6,674.29</b>	<b>770.27</b>	<b>36,924.70</b>	<b>(3,654.63)</b>	<b>40,714.63</b>

(₹ in Lakhs)

Particulars	Reserves and Surplus				Total
	Money Received against share warrants*	Statutory Reserve (pursuant to Section 45-IC of The Reserve Bank of India Act, 1934)	Securities Premium	Retained Earnings	
Balance as at the 1st April, 2023	-	556.19	3,362.01	629.42	4,547.62
Profit/(Loss) after tax for the year	-	-	-	1,070.38	1,070.38
Remeasurement Gain/(Loss) on Defined Benefit Plans (net of tax)	-	-	-	1.89	1.89
Transfer to/(from) retained earnings	-	214.08	-	(214.08)	-
<b>Balance as at 31st March, 2024</b>	<b>-</b>	<b>770.27</b>	<b>3,362.01</b>	<b>1,487.61</b>	<b>5,619.89</b>

\*Refer Note No. 20.1.

Refer Note No. 21 for nature and purpose of reserves.

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

For **DHC & Co.**

Chartered Accountants

ICAI Firm Registration No. 103525W

For and on behalf of the Board of Directors of **Ashika Credit Capital Ltd.**

**Pradhan Priya Dass**

Partner

Membership No. 219962

**Pawan Jain**

Chairman

(DIN: 00038076)

Place: Mumbai

**Daulat Jain**

Managing Director

(DIN: 00040088)

Place: Kolkata

**Chirag Jain**

Executive Director & Chief Executive Officer

(DIN: 07648747)

Place: Mumbai

**Anju Mundhra**

Company Secretary

(F6686)

Place: Mumbai

**Gaurav Jain**

Chief Financial Officer

Place: Mumbai

Place: Bengaluru

Date: 10th May, 2025

# Material Accounting Policies and Notes to Standalone Financial Statements

## 1(a) Corporate Information

Ashika Credit Capital Limited (the "Company") is a public limited company domiciled in India and incorporated under the provisions of the Companies Act, 1956. The Company is engaged in fund-based activities like providing loans and advances, inter-corporate deposits, loans against securities and investments in shares and securities. The Company provides services to individuals, corporate and financial institutions. The shares of the Company are listed on Bombay Stock Exchange. The Company received a certificate of registration from the Reserve Bank of India ("the RBI") on 7th September, 1998 to commence/carry on the business of Non-Banking Financial Institution ("NBFI"), without accepting deposits, classified as a Base Layer (BL) NBFC. The registration details are as follows:

<b>RBI</b>	<b>05.2892</b>
Corporate Identity Number (CIN)	L67120WB1994PLC062159

The registered office of the Company and the principal place of business is 'Trinity', 226/1, A.J.C. Bose Road, 7th Floor, Kolkata – 700020.

The standalone financial statements of the Company for the year ended 31st March, 2025 were approved for issue in accordance with the resolution of the Board of Directors on 10th May, 2025.

## 1(b) Accounting Policies

### 1.1 Statement of compliance

These standalone financial statements have been prepared in accordance with Indian Accounting Standards (referred to as "Ind AS") notified under Section 133 of the Companies Act, 2013 ("the Act") read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, other relevant provision of the Act and guidelines issued by the RBI and guidelines issued by the RBI and paragraph 10 of Master Direction-Reserve Bank of India (Non-Banking Financial Company-Scale Based Regulation) Direction, 2023.

### 1.2 Basis of preparation and presentation

The standalone financial statements of the Company have been prepared in accordance with Ind AS notified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time. The standalone financial statements have been prepared under the historical cost

convention, as modified by the application of fair value measurements required or allowed by relevant Ind AS at the end of each reporting period.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. The accounting policies are applied consistently to all the periods presented in the standalone financial statements.

The preparation of standalone financial statements require the use of certain material accounting estimates and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses and the disclosed amount of contingent liabilities. Areas involving higher degree of judgement or complexity, or areas where assumptions are material to the Company are discussed in Note No. 1.16 - Material accounting judgements, estimates and assumptions.

The management believes that the estimates used in preparation of standalone financial statements are prudent and reasonable.

Actual results could differ from those estimates and the differences between the actual results and the estimates would be recognised in the periods in which the results are known/materialised.

The standalone financial statements are presented in Indian Rupees (INR) and all values are rounded to the nearest Lakh, except otherwise indicated.

Comparative information has been restated to accord with changes in presentations made in the current year, except where otherwise stated.

### 1.3 Revenue Recognition

Revenue is recognised to the extent it is probable that the economic benefits will flow to the Company, it can be reliably measured and it is reasonable to expect ultimate collection.

#### (A) Revenue from Operations:

Revenue from Operations is recognised in the Statement of Profit and Loss on an accrual basis as stated herein below:

- Interest income from financial assets is recognised by applying the Effective Interest Rate ('EIR') to the gross carrying amount of financial assets, other than credit-impaired assets and those classified as measured at Fair Value through Profit or Loss (FVTPL) or Fair Value



# Material Accounting Policies and Notes to Standalone Financial Statements

through Other Comprehensive Income (FVTOCI). The basis of computation of EIR is discussed in Note No. 1.14.3.

Any subsequent changes in the estimation of the future cash flows having impact on EIR are recognised in interest income with the corresponding adjustment to the carrying amount of the assets.

- b) Interest Income on credit impaired financial assets is recognised by applying the effective interest rate to the net amortised cost (i.e. after considering impairment loss allowance) of the financial assets.
- c) Income or net gain on fair value changes for financial assets classified as measured at FVTPL and FVTOCI is recognised as discussed in Note No. 1.14.3.
- d) Revenue from trading in securities/ intraday transactions is accounted for on trade date basis.
- e) Income from dividend is recognised when the Company's right to receive such dividend is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

## (B) Other Income:

All other items of income are accounted for on accrual basis.

## 1.4 Leases

### a) Arrangements where the Company is the lessee

The Company assesses whether a contract contains a lease, at the inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset

through the period of the lease and (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments in the Statement of Profit and Loss as operating expenses over the term of the lease.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognised at cost, which comprises the initial amount of the lease liability i.e. the present value of the future lease payments, adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses. Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. The lease payments are discounted using the interest rate implicit in the lease or if not readily determinable using the incremental borrowing rates. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company change its assessment whether it will exercise an extension or a termination option.

### b) Arrangements where the Company is the lessor

Leases for which the Company is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

# Material Accounting Policies and Notes to Standalone Financial Statements

For operating leases, rental income is recognised in the Statement of Profit and Loss.

## 1.5 Borrowing Costs

Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds including interest expense calculated using the effective interest method.

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

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

Interest expense includes origination costs that are initially recognised as part of the carrying value of the financial liability and amortized over the expected life using the EIR. It also include expenses related to borrowing which are not part of effective interest as not directly related to loan origination.

## 1.6 Employee Benefits

### 1.6.1 Retirement benefit costs and other employee benefits

#### (A) Defined Contribution Plans:

Contributions to Provident Fund, Pension Fund and Employee State Insurance are considered as defined contribution plans and are recognised as expenditure when an employee renders related services.

#### (B) Defined Benefit Plans:

Gratuity Liability is a defined benefit plan. The cost of providing benefits is determined based on actuarial valuation carried out by an independent actuary using the projected unit credit method.

Re-measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur.

Re-measurement recognised in other comprehensive income is reflected under retained earnings and is not reclassified to the Statement of Profit and Loss.

### (C) Short-term and other long-term employee benefits:

A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave in the period in which related service is rendered.

Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

## 1.7 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

### Current tax

Current tax is determined at the amount of tax payable in respect of taxable profit for the year as per the Income-tax Act, 1961. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The current tax is calculated using tax rates that have been enacted or substantially enacted at the reporting period.

MAT credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. In the year in which the MAT credit becomes eligible to be recognised as an asset, the said asset is created by way of a credit to the Statement of Profit and Loss and shown as MAT credit entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay normal income tax during the specified period.

### Deferred tax

The Company's deferred tax is calculated using tax rate that are substantively enacted by the end of the reporting period.

Deferred tax is recognised on temporary differences between the carrying amounts of

# Material Accounting Policies and Notes to Standalone Financial Statements

assets and liabilities in the standalone financial statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax liabilities are generally recognised for all taxable temporary differences.

Deferred tax assets are generally recognised for all deductible temporary differences, unused tax credits and unused tax losses being carried forward, to the extent that it is probable that taxable profits will be available in future against which these can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

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

## Current and deferred tax for the year

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

## 1.8 Property, Plant and Equipment

Property, plant and equipment shown in the balance sheet consists of assets used in the provision of services or for administrative purposes.

### Initial and subsequent recognition

Property, plant and equipment are initially recognised at cost together with borrowing cost capitalized for qualifying assets. Cost comprises the purchase price and any directly attributable cost of bringing the asset to the location and its working condition for its intended use. Changes in the expected useful life are accounted for by changing the amortisation period or methodology, as appropriate, and treated as changes in accounting estimates.

Subsequent to initial recognition, property, plant and equipment are measured at cost less

accumulated depreciation and accumulated impairment, if any.

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

### De-recognition

An item of property, plant and equipment is de-recognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the net disposal proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss. The date of disposal of an item of property, plant and equipment is the date the recipient obtains control of that item in accordance with the requirements for determining when a performance obligation is satisfied in Ind AS 115.

### Depreciation

Depreciation commences when the assets are ready for their intended use. It is recognised to write down the cost of the property, plant and equipment to their residual values over their useful lives, using the straight-line basis. 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.

The Company has adopted the useful life as specified in Schedule II to the Act.

Depreciation on right-of-use asset is charged to Statement of Profit and Loss on straight line basis over the life of the asset.

Depreciation on assets purchased/sold during the period is recognised on a pro-rata basis.

## 1.9 Investment Property

Properties, held to earn rentals and/or capital appreciation are classified as investment

# Material Accounting Policies and Notes to Standalone Financial Statements

property and measured and reported at cost, including transaction costs.

Depreciation is recognised using straight line method so as to write off the cost of the investment property less their residual values over their useful lives specified in Schedule II to the Act. The estimated useful life, residual values and depreciation method are reviewed at the end of each reporting period and the effect of any change in the estimates accounted for on prospective basis.

An investment property is de-recognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on de-recognition of property (calculated as difference between net disposal proceeds and the carrying amount of the asset) is recognised in the Statement of Profit and Loss in the period in which the property is de-recognised.

## 1.10 Impairment of Non-Financial Assets

At the end of each reporting period, the Company reviews the carrying amounts of its assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the Statement of Profit and Loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised

estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the Statement of Profit and Loss.

## 1.11 Provisions, Contingent Liabilities and Contingent Assets

### Provisions

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

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

A provision for onerous contracts is recognised when the expected benefits to be derived by the Company from a contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

In case of litigations, provision is recognised once it has been established that the Company has a present obligation based on information available up to the date on which the Company's standalone financial statements are finalised and may in some cases entail seeking expert advice in making the determination on whether there is a present obligation.



# Material Accounting Policies and Notes to Standalone Financial Statements

## Contingent Liabilities

Contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. Company does not recognise contingent liability but discloses its existence in the standalone financial statements.

## Contingent Assets

Contingent assets are not recognised in the standalone financial statements, but are disclosed where an inflow of economic benefits is probable.

## 1.12 Cash and cash equivalents

Cash and cash equivalents comprise of cash on hand, balances with banks, cheques on hand, remittances in transit and short-term investments with an original maturity of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

## 1.13 Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision-Maker (CODM). The CODM assess the financial performance and position of the Company and makes strategic decisions.

The Company is predominantly engaged in a single reportable segment of 'Financial Services' as per the Ind AS 108 – Segment Reporting.

## 1.14 Financial Instruments

### Classification of financial instruments

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

1. Financial assets to be measured at amortised cost
2. Financial assets to be measured at fair value through other comprehensive income
3. Financial assets to be measured at fair value through profit or loss

The classification depends on the contractual terms of the financial assets' cash flows and

the Company's business model for managing financial assets which are explained below:

### Business model assessment

The Company determines its business model at the level that best reflects how it manages groups of financial assets to achieve its business objective.

The Company's business model is not assessed on an instrument-by-instrument basis, but at a higher level of aggregated portfolios and is based on observable factors such as:

- ◆ How the performance of the business model and the financial assets held within that business model are evaluated and reported to the entity's key management personnel.
- ◆ The risks that affect the performance of the business model (and the financial assets held within that business model) and the way those risks are managed.
- ◆ How managers of the business are compensated (for example, whether the compensation is based on the fair value of the assets managed or on the contractual cash flows collected).
- ◆ The expected frequency, value and timing of sales are also important aspects of the Company's assessment. The business model assessment is based on reasonably expected scenarios without taking 'worst case' or 'stress case' scenarios into account. If cash flows after initial recognition are realised in a way that is different from the Company's original expectations, the Company does not change the classification of the remaining financial assets held in that business model, but incorporates such information when assessing newly originated or newly purchased financial assets going forward.

### The Solely Payments of Principal and Interest (SPPI) test

As a second step of its classification process the Company assesses the contractual terms of financial assets to identify whether they meet the SPPI test.

'Principal' for the purpose of this test is defined as the fair value of the financial asset at initial recognition and may change over the life of the financial asset (for example, if there are repayments of principal or amortisation of the premium/discount).

# Material Accounting Policies and Notes to Standalone Financial Statements

In making this assessment, the Company considers whether the contractual cash flows are consistent with a basic lending arrangement i.e. interest includes only consideration for the time value of money, credit risk, other basic lending risks and a profit margin that is consistent with a basic lending arrangement. Where the contractual terms introduce exposure to risk or volatility that are inconsistent with a basic lending arrangement, the related financial asset is classified and measured at fair value through profit or loss.

The Company classifies its financial liabilities at amortised costs unless it has designated liabilities at fair value through the profit and loss account or is required to measure liabilities at fair value through profit or loss such as derivative liabilities.

## 1.14.1 Recognition of Financial Instruments:

Financial assets and financial liabilities are recognised when entity becomes a party to the contractual provisions of the instruments. Loans & advances and all other regular way purchases or sales of financial assets are recognised and de-recognised on the trade date basis.

## 1.14.2 Initial Measurement of Financial Instruments:

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of Profit and Loss.

Investment in subsidiary is carried at cost as permissible under Ind AS 27, 'Separate Financial Statements'.

## 1.14.3 Subsequent Measurement:

### (A) Financial Assets

#### Financial Assets carried at Amortised Cost:

These financial assets comprise Bank Balances, Loans, Trade Receivables, Other Receivables, Investments and Other financial assets.

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

### Financial Assets at Fair Value through Other Comprehensive Income (FVTOCI):

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

### Financial Assets at Fair Value through Profit or Loss (FVTPL):

A financial asset which is not classified as Amortised Cost or FVTOCI is measured at FVTPL. Financial assets at FVTPL include financial assets held for trading and financial assets designated upon initial recognition as at FVTPL. A financial asset that meets the amortised cost criteria or debt instruments that meet the FVTOCI criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases. The Company has not designated any debt instrument as at FVTPL.

Any differences between the fair values of financial assets classified as FVTPL and held by the Company on the balance sheet date is recognised in the Statement of Profit and Loss. In cases there is a net gain in the aggregate, the same is recognised in "Net gain on fair value changes" under Revenue from Operations and if there is a net loss the same is recognised in "Net loss on fair value changes" under Expenses in the Statement of Profit and Loss.

### Effective Interest Rate (EIR) Method:

The EIR is a method of calculating the amortised cost of a financial instrument and of allocating interest income or expense

# Material Accounting Policies and Notes to Standalone Financial Statements

over the relevant period. The EIR is the rate that exactly discounts estimated future cash receipts or payments through the expected life of the financial asset or financial liability to the gross carrying amount of a financial asset or to the amortised cost of a financial liability on initial recognition

The EIR for financial assets or financial liability is computed:

- By considering all the contractual terms of the financial instrument in estimating the cash flows.
- Including fees and transaction costs that are integral part of EIR.

## Impairment of Financial Assets:

Loss allowance for expected credit losses is recognised for financial assets measured at amortised cost and FVTOCI at each reporting date based on evidence or information that is available without undue cost or effort.

The Company measures the loss allowance for a financial asset at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial asset has not increased significantly since initial recognition, the Company measures the loss allowance for that financial asset at an amount equal to 12-month expected credit losses.

No Expected credit losses are recognised on equity investments.

Also refer Note No. 1.14.6 Overview of the Expected Credit Loss (ECL) principles.

## De-recognition of Financial Assets:

The Company de-recognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

On de-recognition of a financial asset accounted under Ind AS 109 in its entirety:

- For Financial Assets measured at Amortised Cost, the gain or loss is recognised in the Statement of Profit and Loss.

- For Financial Assets measured at FVTOCI, the cumulative fair value adjustments previously taken to reserves are reclassified to the Statement of Profit and Loss unless the asset represents an equity investment in which case the cumulative fair value adjustments previously taken to reserves may be reclassified within equity.

If the transferred asset is part of a larger financial asset and the part transferred qualifies for de-recognition in its entirety, the previous carrying amount of the larger financial asset shall be allocated between the part that continues to be recognised and the part that is de-recognised, on the basis of the relative fair values of those parts on the date of the transfer.

If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, it recognises its retained interest in the assets and an associated liability for amounts it may have to pay.

If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, it continues to recognise the financial asset and also recognises a liability for the proceeds received.

## Modification/revision in estimates of cash flows of financial assets:

When the contractual cash flows of a financial asset are renegotiated or otherwise modified and the renegotiation or modification does not result in the de-recognition of that financial asset in accordance with Ind AS 109, the Company recalculates the gross carrying amount of the financial asset and recognises a modification gain or loss in the Statement of Profit and Loss.

## (B) Financial Liabilities and Equity Instruments

### Classification as debt or equity:

Financial liabilities and equity instruments issued are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

# Material Accounting Policies and Notes to Standalone Financial Statements

## Equity Instruments

An Equity Instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in the Statement of Profit and Loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

## Financial Liabilities

The Company classifies all financial liabilities as subsequently measured at amortised cost, except for financial liabilities at FVTPL. Such liabilities, including derivatives that are liabilities, shall be subsequently measured at fair value.

## Financial Liabilities at FVTPL

Financial liabilities at FVTPL include financial liabilities held for trading and financial liabilities designated upon initial recognition as at FVTPL. Financial liabilities are classified as held for trading, if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109 – "Financial Instruments".

## Financial Liabilities measured at Amortised Cost

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the EIR method except for those designated in an effective hedging relationship.

Amortised cost is calculated by taking into account any discount or premium and fee or costs that are an integral part of the EIR. The EIR amortisation is included in finance costs in the Statement of Profit and Loss. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the EIR method.

## Trade and other payables

A payable is classified as 'trade payable' if it is in respect of the amount due on account of goods purchased or services received in the

normal course of business. These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year, which are unpaid. They are recognised initially at their fair value and subsequently measured at amortised cost.

## Financial Guarantee Contracts

Financial guarantees issued by the Company are those guarantees that require a payment to be made to reimburse the holder of the guarantee for a loss incurred by the holder because the specified debtor fails to make a payment, when due, to the holder in accordance with the terms of a debt instrument. Financial guarantees are recognised initially as a liability at fair value, adjusted for transactions costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

## De-recognition of financial liabilities

A financial liability is de-recognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference between the carrying amount of the financial liability de-recognised and the consideration paid and payable is recognised in the Statement of Profit and Loss.

## 1.14.4 Off-setting of financial instruments

Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet, when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis, or realise the asset and settle the liability simultaneously backed by past practice.

## 1.14.5 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value



# Material Accounting Policies and Notes to Standalone Financial Statements

measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

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

The Principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

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

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are as follows:

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

**Level 2 financial instruments:** Those where the inputs that are used for valuation and are significant, are derived from directly or indirectly observable market data available over the entire period of the instrument's life. Such inputs include quoted prices for similar assets or liabilities in active markets, quoted prices for identical

instruments in inactive markets and observable inputs other than quoted prices such as interest rates and yield curves, implied volatilities, and credit spreads. In addition, adjustments may be required for the condition or location of the asset or the extent to which it relates to items that are comparable to the valued instrument. However, if such adjustments are based on unobservable inputs which are significant to the entire measurement, the Company will classify the instruments as Level 3.

**Level 3 financial instruments:** Those that include one or more unobservable input that is significant to the measurement as whole.

## 1.14.6 Overview of the Expected Credit Loss (ECL) principles

Expected credit loss (ECL) is the probability-weighted estimate of credit losses (i.e., the present value of all cash shortfalls) over the expected life of the financial instrument. A cash shortfall is the difference between scheduled or contractual cash flows and actual expected cash flows. Consequently, ECL subsumes both the amount and timing of payments. It also incorporates available information which is relevant to the assessment, including information about past events, current conditions and reasonable and supportable information about future events and economic conditions at the reporting date.

For portfolio of exposures, ECL is modelled as the product of the probability of default, the loss given default and the exposure at default.

In case of assets identified to be significantly credit-impaired to the extent that default has happened or seems to be a certainty rather than probability, ECL would be determined by directly estimating the receipt of cash flows and timing thereof.

### Staging:

The loan portfolio would be classified into three stage-wise buckets – Stage 1, Stage 2 and Stage 3 – corresponding to the contracts assessed as performing, under-performing and non-performing, in accordance with the Ind-AS guidelines. The key parameter used for stage-wise classification would be days past due (DPDs).

### Stage 1:

All exposures where there has not been a significant increase in credit risk since initial recognition or that has low credit risk at the

# Material Accounting Policies and Notes to Standalone Financial Statements

reporting date and that are not credit impaired upon origination are classified under this stage. The company classifies all standard advances and advances upto 60 days default under this category. Stage 1 loans also include facilities where the credit risk has improved and the loan has been reclassified from Stage 2.

### Stage 2:

All exposures where there has been a significant increase in credit risk since initial recognition but are not credit impaired are classified under this stage. 60 Days Past Due is considered as significant increase in credit risk.

### Stage 3:

All exposures assessed as credit impaired when one or more events that have a detrimental impact on the estimated future cash flows of that asset have occurred are classified in this stage. For exposures that have become credit impaired, a lifetime ECL is recognised and interest revenue is calculated by applying the effective interest rate to the amortised cost (net of provision) rather than the gross carrying amount. 120 Days Past Due is considered as default for classifying a financial instrument as credit impaired. If an event (for eg. any natural calamity) warrants a provision higher than as mandated under ECL methodology, the Company may classify the financial asset in Stage 3 accordingly.

While the presumption for inter-stage threshold for Stage 1 is 30 days, the company has rebutted the presumption and has considered 60 days as the threshold. As per current market practice, NBFCs typically tend to be paid later than banks by borrowers since banks control their working capital financing.

### Methodology:

The basis of the ECL calculations are outlined below which is intended to be more forward-looking. Key elements of ECL are, as follows:

**Probability of Default (PD)** is an estimate of the likelihood of default over a given time horizon. A default may only happen at a certain time over the assessed period, if the facility has not been previously de-recognised and is still in the portfolio.

**Exposure at Default (EAD)** is an estimate of the exposure at a future default date, taking into account expected changes in the exposure after the reporting date, including repayments of principal and interest, whether scheduled by

contract or otherwise, expected drawdown's on committed facilities, and accrued interest from missed payments.

**Loss Given Default (LGD)** is an estimate of the loss arising in the case where a default occurs at a given time. It is based on the difference between the contractual cash flows due and those that the lender would expect to receive, including from the realisation of any collateral. It is usually expressed as a percentage of the EAD.

### The key tenets of Company's methodology are as under:

**Past performance as basis for ECL discovery:** Company's ECL methodology is based on discovery of the relevant parameters – namely EAD, PD and LGD – from the Company's actual performance of past portfolios.

**Life Cycle Determination:** A significant portion of the advances of the Company is short-term in nature. Based on maturity pattern on the Company's advances in past years, the average life cycle has been considered as 1 year.

The management will continue to monitor the loan cases on an ongoing basis, and have the discretion to make higher provisions on the basis expected recovery of the individual accounts, wherever considered necessary.

## 1.14.7 Write-offs

The Company reduces the gross carrying amount of a financial asset when the Company has no reasonable expectations of recovering a financial asset in its entirety 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 subjected to write-offs. Any subsequent recoveries against such loans are credited to the Statement of profit and loss.

## 1.15 Earnings per Share ('EPS')

Basic EPS per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting preference dividend, if any, and attributable taxes) by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding

# Material Accounting Policies and Notes to Standalone Financial Statements

during the year are adjusted for the effects of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless they have been issued at a later date. In computing the dilutive earnings per share, only potential equity shares that are dilutive and that either reduces the earnings per share or increases loss per share are included.

## 1.16 Material accounting judgements, estimates and assumptions

The preparation of standalone financial statements in conformity with the Ind AS requires the management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the accompanying disclosure and the disclosure of contingent liabilities, at the end of the reporting period. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

In particular, information about material areas of estimation, uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the standalone financial statements is included in the following notes:

### 1.16.1 Impairment Charges on loans and advances

The measurement of impairment losses requires judgement, in particular, the estimation of the amount and timing of future cash flows and collateral values when determining impairment losses and the assessment of a significant increase in credit risk. These are based on the assumptions which are driven by a number of factors resulting in future changes to the impairment allowance.

A collective assessment of impairment takes into account data from the loan portfolio (such as credit quality, nature of assets underlying assets financed, levels of arrears, credit utilization, loan to collateral ratios etc.), and the concentration of risk and economic data (including levels of unemployment, country risk and performance of different individual groups). These significant assumptions have been applied consistently to all period presented.

The impairment loss on loans and advances is disclosed in more detail in Note No. 1.14.6 Overview of the ECL principles.

### 1.16.2 Business Model Assessment

Classification and measurement of financial assets depends on the results of the SPPI and the business model test. The Company determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. The Company monitors financial assets measured at amortised cost or fair value through other comprehensive income that are de-recognised prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held. Monitoring is part of the Company's continuous assessment of whether the business model for which the remaining financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model, if so, then it will be a prospective change to the classification of those assets.

### 1.16.3 Provisions other than Loan Impairment

Provisions are held in respect of a range of future obligations such as employee entitlements, litigation provisions, etc. Some of the provisions involve significant judgement about the likely outcome of various events and estimated future cash flows. The measurement of these provisions involves the exercise of management judgements about the ultimate outcomes of the transactions.

# Material Accounting Policies and Notes to Standalone Financial Statements

## 1.16.4 Fair Value Measurement

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

## 1.16.5 Defined Employee Benefit Assets and Liabilities

The cost of the defined benefit gratuity plan/ long-term compensated absences and the present value of the gratuity obligation/long-term compensated absences are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate; future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed annually.

## 1.16.6 EIR Method

The Company's EIR methodology recognises interest income/expense using a rate of return that represents the best estimate of a constant rate of return over the expected behavioural life of loans given/taken and recognises the effect of potentially different interest rates at various stages and other characteristics of the product life cycle (including prepayments and penalty interest and charges).

This estimation, by nature, requires an element of judgement regarding the expected behaviour and life-cycle of the instruments, as well expected changes to India's base rate and other fee income/expense that are integral parts of the instrument.

## 1.16.7 Other Estimates

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

## 1.17 Foreign Currency Transactions and Translations

Transactions in foreign currencies are translated to the functional currency of the Company (i.e. INR) at exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated to the functional currency at the exchange rate at that date and the related foreign currency gains or losses are recognised in the Statement of Profit and Loss.

## 1.18 Recent pronouncements

The Ministry of Corporate Affairs vide notification dated 9 September 2024 and 28 September 2024 notified the Companies (Indian Accounting Standards) Second Amendment Rules, 2024 and Companies (Indian Accounting Standards) Third Amendment Rules, 2024, respectively, which amended/notified certain accounting standards (see below), and are effective for annual reporting periods beginning on or after 1 April 2024:

- ◆ Insurance contracts - Ind AS 117; and
- ◆ Lease Liability in Sale and Leaseback - Amendments to Ind AS 116

The Company has reviewed the new pronouncements and based on its evaluation has determined that it is not likely to have any material impact in its financial statements.



# Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

## 2. Cash and Cash Equivalents

(₹ in Lakhs)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Cash on hand	5.95	12.12
Balances with Banks - in Current Account	789.69	24.89
<b>Total (Gross)</b>	<b>795.64</b>	<b>37.01</b>
Less: Impairment loss allowance	1.03	0.03
<b>Total (Net)</b>	<b>794.61</b>	<b>36.98</b>

## 3. Bank Balance other than above

(₹ in Lakhs)

Particulars	As at 31st March, 2025	As at 31st March, 2024
<b>Balance with Bank</b>		
Unclaimed Dividend Account	17.83	18.83
<b>Total (Gross)</b>	<b>17.83</b>	<b>18.83</b>
Less: Impairment loss allowance	0.02	0.02
<b>Total (Net)</b>	<b>17.81</b>	<b>18.81</b>

## 4. Receivables

(₹ in Lakhs)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Trade Receivables	-	-
Other receivables considered good-unsecured	0.03	7.57
<b>Gross</b>	<b>0.03</b>	<b>7.57</b>
Less: Allowances for impairment loss on credit impaired other receivables	-	-
<b>Net</b>	<b>0.03</b>	<b>7.57</b>

## Ageing Schedules

(₹ in Lakhs)

Particulars	As at 31st March, 2025						
	Outstanding for following periods from the due date of payment						Total
	Not due	Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Other Receivables – considered good	0.03	-	-	-	-	-	0.03
(ii) Undisputed Other Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Other Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Other Receivables – considered good	-	-	-	-	-	-	-
(v) Disputed Other Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Other Receivables – credit impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>0.03</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>0.03</b>

# Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

(₹ in Lakhs)

Particulars	As at 31st March, 2024						
	Outstanding for following periods from the due date of payment						Total
	Not due	Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Other Receivables – considered good	7.57	-	-	-	-	-	7.57
(ii) Undisputed Other Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Other Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Other Receivables – considered good	-	-	-	-	-	-	-
(v) Disputed Other Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Other Receivables – credit impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>7.57</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>7.57</b>

## 5. Loans

(₹ in Lakhs)

Particulars	As at 31st March, 2025					
	Amortised Cost	Through Other Comprehensive Income	Through profit or loss	Designated at fair value through profit or loss	Subtotal	Total
Loans						
<b>(A)</b>						
(i) Term Loans						
- To Related Party	7,510.00	-	-	-	-	7,510.00
- To Others	-	-	-	-	-	-
(ii) Others						
- Inter-Corporate Deposits	-	-	-	-	-	-
<b>Total A (Gross)</b>	<b>7,510.00</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>7,510.00</b>
Less: Impairment loss allowance	20.28	-	-	-	-	20.28
<b>Total A (Net)</b>	<b>7,489.72</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>7,489.72</b>
<b>(B)</b>						
(i) Secured by tangible assets <sup>1</sup>	-	-	-	-	-	-
(ii) Secured by intangible assets <sup>2</sup>	-	-	-	-	-	-
(iii) Unsecured	7,510.00	-	-	-	-	7,510.00
<b>Total B (Gross)</b>	<b>7,510.00</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>7,510.00</b>
Less: Impairment loss allowance	20.28	-	-	-	-	20.28
<b>Total B (Net)</b>	<b>7,489.72</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>7,489.72</b>
<b>(C) (I) Loans in India</b>						
(i) Public Sector	-	-	-	-	-	-
(ii) Others						
- Corporates	7,510.00	-	-	-	-	7,510.00
- Other than Corporates	-	-	-	-	-	-
<b>Total (C) (I) (Gross)</b>	<b>7,510.00</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>7,510.00</b>
Less: Impairment loss allowance	20.28	-	-	-	-	20.28
<b>Total (C) (I) (Net)</b>	<b>7,489.72</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>7,489.72</b>
<b>(C) (II) Loans outside India</b>						
Less: Impairment loss allowance	-	-	-	-	-	-
<b>Total (C) (II) (Net)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total (C) (I) (Net) and C (II) (Net)</b>	<b>7,489.72</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>7,489.72</b>

# Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

(₹ in Lakhs)						
As at 31st March, 2024						
Particulars	Amortised Cost	At Fair Value			Subtotal	Total
		Through Other Comprehensive Income	Through profit or loss	Designated at fair value through profit or loss		
Loans						
<b>(A)</b>						
(i) Term Loans		-	-	-	-	-
- To Related Party	-					-
- To Others	-					-
(ii) Other Loans						
- Inter-Corporate Deposits	-	-	-	-	-	-
<b>Total A (Gross)</b>	-	-	-	-	-	-
Less: Impairment loss allowance	-	-	-	-	-	-
<b>Total A (Net)</b>	-	-	-	-	-	-
<b>(B)</b>						
(i) Secured by tangible assets <sup>1</sup>	-	-	-	-	-	-
(ii) Secured by intangible assets <sup>2</sup>	-	-	-	-	-	-
(iii) Unsecured	-	-	-	-	-	-
<b>Total B (Gross)</b>	-	-	-	-	-	-
Less: Impairment loss allowance	-	-	-	-	-	-
<b>Total B (Net)</b>	-	-	-	-	-	-
<b>(C) (I) Loans in India</b>						
(i) Public Sector	-	-	-	-	-	-
(ii) Others						
- Corporates	-	-	-	-	-	-
- Other than Corporates	-	-	-	-	-	-
<b>Total (C) (I) (Gross)</b>	-	-	-	-	-	-
Less: Impairment loss allowance	-	-	-	-	-	-
<b>Total (C) (I) (Net)</b>	-	-	-	-	-	-
<b>(C) (II) Loans outside India</b>						
Less: Impairment loss allowance	-	-	-	-	-	-
<b>Total (C) (II) (Net)</b>	-	-	-	-	-	-
<b>Total (C) (I) (Net) and C (II) (Net)</b>	-	-	-	-	-	-

<sup>1</sup> Secured by underlying hypothecated assets.<sup>2</sup> Secured by pledge of securities.

# Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

i) An analysis of changes in the gross carrying amount of loans is, as follows:

(₹ in Lakhs)								
Particulars	As at 31st March, 2025				As at 31st March, 2024			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
<b>Gross carrying amount - opening balance</b>	-	-	-	-	2,003.02	-	-	2,003.02
New assets originated or purchased/ disbursement	9,710.00	-	-	9,710.00	14,410.00	-	-	14,410.00
Assets derecognised or repaid (excluding write offs)	(2,200.00)	-	-	(2,200.00)	(16,413.02)	-	-	(16,413.02)
Transfers to Stage 1	-	-	-	-	-	-	-	-
Transfers to Stage 2	-	-	-	-	-	-	-	-
Transfers to Stage 3	-	-	-	-	-	-	-	-
Amounts written off	-	-	-	-	-	-	-	-
<b>Gross carrying amount - closing balance</b>	<b>7,510.00</b>	<b>-</b>	<b>-</b>	<b>7,510.00</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

ii) Reconciliation of ECL balance is given below:

(₹ in Lakhs)								
Particulars	As at 31st March, 2025				As at 31st March, 2024			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
<b>ECL allowance - opening balance</b>	-	-	-	-	30.85	-	-	30.85
New assets originated or purchased/ disbursement	94.19	-	-	94.19	221.91	-	-	221.91
Assets derecognised or repaid (excluding write offs)	(21.34)	-	-	(21.34)	(252.76)	-	-	(252.76)
Changes in ECL rate from previous financial year	(52.57)	-	-	(52.57)	-	-	-	-
Transfers to Stage 1	-	-	-	-	-	-	-	-
Transfers to Stage 2	-	-	-	-	-	-	-	-
Transfers to Stage 3	-	-	-	-	-	-	-	-
Impact on year end ECL of exposures transferred between stages during the year	-	-	-	-	-	-	-	-
Amounts written off	-	-	-	-	-	-	-	-
<b>ECL allowance - closing balance</b>	<b>20.28</b>	<b>-</b>	<b>-</b>	<b>20.28</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

iii) The contractual amount outstanding on loan assets that were written off during the reporting period and are still subject to enforcement activity is ₹ Nil (31st March, 2024: ₹ Nil).

iv) The change in Expected Credit Loss Allowance of the portfolio was driven by a change in the size of the portfolio, change in the composition of the portfolio and movements between stages as a result of increase or decrease in credit risk of the borrowers.



# Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

## 6. Investments

(₹ in Lakhs)

Particulars	As at 31st March, 2025						
	At Fair Value						Total
	Amortised Cost	Through Other Comprehensive Income	Through profit or loss	Designated at fair value through profit or loss	Subtotal	Others (At Cost)	
Equity Instruments							
-In Subsidiaries*	-	-	-	-	-	0.51	0.51
-Others	-	-	32,250.39	-	32,250.39	-	32,250.39
Mutual Funds	-	-	1,287.15	-	1,287.15	-	1,287.15
Alternative Investment Funds			527.94		527.94	-	527.94
<b>Total Gross (A)</b>	-	-	<b>34,065.48</b>	-	<b>34,065.48</b>	<b>0.51</b>	<b>34,065.99</b>
(i) Investments outside India	-	-	-	-	-	-	-
(ii) Investments in India	-	-	34,065.48	-	34,065.48	0.51	34,065.99
<b>Total Gross (B)</b>	-	-	<b>34,065.48</b>	-	<b>34,065.48</b>	<b>0.51</b>	<b>34,065.99</b>
Less: Allowances for Impairment loss (C)	-	-	-	-	-	-	-
<b>Total - Net D=(A)-(C)</b>	-	-	<b>34,065.48</b>	-	<b>34,065.48</b>	<b>0.51</b>	<b>34,065.99</b>

\* Refer note 52

(₹ in Lakhs)

Particulars	As at 31st March, 2024						
	At Fair Value						Total
	Amortised Cost	Through Other Comprehensive Income	Through profit or loss	Designated at fair value through profit or loss	Subtotal	Others (At Cost)	
Equity Instruments							
-In Subsidiaries	-	-	-	-	-	-	-
-Others	-	-	7,799.88	-	7,799.88	-	7,799.88
Mutual Funds	-	-	1,107.04	-	1,107.04	-	1,107.04
Alternative Investment Funds	-	-	470.48		470.48	-	470.48
<b>Total Gross (A)</b>	-	-	<b>9,377.40</b>	-	<b>9,377.40</b>	-	<b>9,377.40</b>
(i) Investments outside India	-	-	-	-	-	-	-
(ii) Investments in India	-	-	9,377.40	-	9,377.40	-	9,377.40
<b>Total Gross (B)</b>	-	-	<b>9,377.40</b>	-	<b>9,377.40</b>	-	<b>9,377.40</b>
Less: Allowances for Impairment loss (C)	-	-	-	-	-	-	-
<b>Total - Net D=(A)-(C)</b>	-	-	<b>9,377.40</b>	-	<b>9,377.40</b>	-	<b>9,377.40</b>

# Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

(₹ in Lakhs)

Particulars	Face Value (₹)	Quantity		Amount	
		As at 31st March, 2025	As at 31st March, 2024	As at 31st March, 2025	As at 31st March, 2024
<b>Investment Carried at Fair Value through Profit or Loss</b>					
<b>In Equity Instruments (Quoted)</b>					
APOLLO PIPES-EQ	10	205,200	-	777.40	-
BHARAT BIJLEE-EQ5/-	5	27,000	-	778.37	-
CARRARO INDIA L - EQ	10	234,000	-	723.18	-
CENTUM ELECTRONIC EQ	10	54,000	-	861.17	-
HARIOM PIPE INDUS-EQ	10	54,000	28,800	180.01	130.52
HERITAGE FOODS-EQ5/-	5	497,000	-	1,913.70	-
HEUBACH COLORANTS-EQ	10	102,737	-	601.11	-
HIND ZINC EQ-RS 2/-	2	108,000	-	498.85	-
INDIA GELATINE &CHEM	10	3,869	-	15.62	-
ITD CEMENTAT-EQ	1	437,742	-	2,439.54	-
JIO FINANCIAL -EQ	10	369,000	99,000	839.51	350.21
JM FINANCL -EQ RE 1	1	540,000	-	518.89	-
KOLTE-PATIL DEV - EQ	10	20,000	-	64.76	-
MEDI ASSIST HE-EQ5/-	5	108,000	-	491.51	-
NAVKAR CORPOR-EQ	10	2,082,334	-	2,146.68	-
NAZARA TECHNO-EQ4/-	4	304,354	-	2,884.97	-
ORIENT CEMENT- EQ	10	1,800,000	-	6,119.10	-
PSP PROJECTS-EQ	10	14,895	-	94.30	-
R SYSTEMS I EQ 1/-	1	153,000	-	499.47	-
RELIANCE INFRASTR-EQ	10	855,000	-	2,211.37	-
ROUTE MOBILE-EQTY	10	56,700	239,266	528.56	3,833.64
SANOFI CONSUMER - EQ	10	78,449	-	3,786.54	-
STANDARD GLASS-EQ	10	558,000	-	819.26	-
TECHNOCRAFT IND - EQ	10	737	-	19.35	-
TEJAS NETWORKS - EQ	10	45,000	47,700	342.20	313.10
UPL LST PEN	2	173,956	-	753.14	-
YATRA ONLINE-EQ1/-	1	1,197,000	-	1,023.20	-
ZEE ENTERTAINMENT-EQ	10	324,000	-	318.62	-
NIPPON IND NIFTYBESS	1	-	108,000	-	266.72
ADANI ENERGY SOLUTIONS	10	-	10,800	-	110.88
ADANI ENTERPRISES	1	-	3,600	-	115.09
ADANI GREEN ENERGY LTD	10	-	10,800	-	198.20
BHAGIRADHA CHEMICALS	10	-	7,200	-	115.80
CLEAN SCIENCE AND TECHNOLOGY	1	-	10,800	-	143.57
CPSE ETF	10	-	162,000	-	129.45
KESORAM INDUSTRIES	10	-	130,000	-	222.50
NIPPON IND NIFTY PHARMA	1	-	648,000	-	124.87
NIPPON IND PSU BANK	1	-	162,000	-	125.61
OIL INDIA LTD	10	-	27,000	-	162.06
RELIGARE ENTERPRISES	10	-	450,686	-	943.07
RPSG VENTURES LIMITED	10	-	13,500	-	84.06
SBFC FINANCE LTD	10	-	126,000	-	103.26
TCNS CLOTHING CO. LTD	2	-	63,175	-	216.09
TVS SUPPLY CHAIN SOLUTIONS	1	-	72,000	-	111.17
		<b>10,403,973</b>	<b>2,420,327</b>	<b>32,250.38</b>	<b>7,799.87</b>

# Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

(₹ in Lakhs)

Particulars	Face Value (₹)	Quantity		Amount	
		As at 31st March, 2025	As at 31st March, 2024	As at 31st March, 2025	As at 31st March, 2024
In Equity Instruments (Unquoted)					
MANI RATNAM FLAT OWNERS ASSC.	1	1,298	1,298	0.01	0.01
Ashika Private Equity Advisor Private Limited	10	5,100	-	0.51	-
In Alternative Investment Fund					
-ISAF III ONSHORE FUND	10000	403	324	41.10	33.68
-AEQUITAS EQUITY FUND SCHEME	100	300,000	300,000	324.94	309.17
-SPARROW CAPITAL II	10000	400	200	48.97	20.00
-ASHIKA INDIA SELECT FUND	10	1,080,000	1,080,000	112.93	107.63
		1,380,803	1,380,524	527.94	470.48
In Mutual funds					
Kotak Bond Regular Plan (G)	10	463,438	463,438	349.71	323.73
Kotak Money Market Fund Reg (G)	1000	2,635	2,635	116.11	107.81
SBI Magnum Gilt Fund Reg (G)	10	363,151	363,151	237.24	217.78
Kotak Gilt Investment (G)	10	245,127	245,127	234.57	216.14
LIC MF Manufacturing Fund Reg (G)	10	539,973	-	46.38	0.00
SBI Automotive Opportunities Fund Reg (G)	10	269,987	-	23.30	0.00
SBI Energy Opportunities Fund Reg (G)	10	269,987	269,987	26.23	27.25
SBI Innovative Opportunities Fund Reg (G)	10	269,987	-	23.55	0.00
Tata CRISIL-IBX Gilt Index April 2026 Index Fund Reg (G)	10	1,930,527	1,930,527	230.06	214.33
		4,354,810	3,274,865	1,287.15	1,107.04
Total		16,145,984	7,077,014	34,065.99	9,377.40

More information regarding the valuation methodologies can be found in Note No. 36(B).

## 7. Other Financial Assets

(₹ in Lakhs)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Dividend Receivable	-	-
Security Deposits		
- To Related Parties	1.60	1.60
- To Others	0.73	0.73
<b>Total</b>	<b>2.33</b>	<b>2.33</b>

## 8. Current Tax Assets (net)

(₹ in Lakhs)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Advance income tax [(Net of provision for income tax ₹ 47.48 lakhs) (31st March, 2024: ₹ 47.48 lakhs)]	345.68	3.70
<b>Total</b>	<b>345.68</b>	<b>3.70</b>

# Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

## 9. Deferred Tax Assets/(Deferred Tax Liabilities) (net)

(₹ in Lakhs)

Particulars	As at 1st April, 2024	Recognised/ (reversed) in Statement of Profit and Loss	Recognised/ (reversed) in Other Comprehensive Income	As at 31st March, 2025
Carried Forward Losses	-	422.72	-	422.72
Amalgamation/Merger Expenses	-	24.46	-	24.46
Property Plant and Equipment	(0.30)	(0.78)	-	(1.08)
Provision for Post retirement benefits	9.20	1.16	0.12	10.48
Provision for Investments	(41.56)	1,067.53	-	1,025.97
Loans measured at Amortised Cost	0.01	5.36	-	5.37
<b>Net Deferred Tax Assets/(Liabilities)</b>	<b>(32.65)</b>	<b>1,520.45</b>	<b>0.12</b>	<b>1,487.93</b>

(₹ in Lakhs)

Particulars	As at 1st April, 2023	Recognised/ (reversed) in Statement of Profit and Loss	Recognised/ (reversed) in Other Comprehensive Income	As at 31st March, 2024
Property Plant and Equipment	(0.24)	(0.06)	-	(0.30)
Provision for Post retirement benefits	8.57	1.26	(0.63)	9.20
Provision for Investments	13.45	(55.01)	-	(41.56)
Loans measured at Amortised Cost	7.78	(7.77)	-	0.01
<b>Net Deferred Tax Assets/(Liabilities)</b>	<b>29.56</b>	<b>(61.58)</b>	<b>(0.63)</b>	<b>(32.65)</b>

## 10. Investment Property

(₹ in Lakhs)

Particulars	As at 31st March, 2025	As at 31st March, 2024
<b>Building*</b>		
Opening Gross Carrying Amount	13.26	13.26
Additions/Adjustments	-	-
Disposals/Adjustments	-	-
<b>Closing Gross Carrying Amount</b>	<b>13.26</b>	<b>13.26</b>
<b>Opening Accumulated Depreciation and Impairment Expense</b>		
Depreciation charge for the year	0.24	0.25
<b>Closing Accumulated Depreciation and Impairment Expense</b>	<b>1.69</b>	<b>1.45</b>
<b>Net Carrying Amount</b>	<b>11.57</b>	<b>11.81</b>

### (i) Amounts recognised in Statement of Profit and Loss for Investment Property

(₹ in Lakhs)

Particulars	31st March, 2025	31st March, 2024
Rental income from investment property	-	-
Direct operating expenses (including repairs and maintenance) arising from investment property that generated rental income during the year	-	-
Direct operating expenses (including repairs and maintenance) arising from investment property that did not generate rental income during the year	0.53	0.93

(₹ in Lakhs)

Particulars	Level	31st March, 2025	31st March, 2024
Investment Property	Level 2	46.87	43.00



# Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

## (iii) Brief description of the valuation technique and inputs used to value the Investment Property

Investment property includes and represents a flat located at "Mani Ratnam Apartment", Diamond Block, 4th floor, flat No.- 4DF, Kharibari Road, Duck Banglo More, Rajarhat Chowmatha, under Rajarhat-Bishnupur-I No. Gram Panchayet, P.O.-Rajarhat, P.S.- Rajarhat, Dist.- North 24 Parganas, Pincode -700135, West Bengal held for capital appreciation. The fair value of investment property is determined in accordance with the advice of independent, professionally qualified registered valuer. The fair value was derived based on Government Guideline price collected from government website and local enquiry considering the location, position, finishing and age of the property.

## (iv) Contractual obligations

The Company has no contractual obligations to purchase, construct or develop investment property. However, the responsibility for its repairs, maintenance or enhancements is with the Company. Also, the property is not pledged.

\*The conveyance for the property is still pending.

## 11. Property, Plant and Equipment

(₹ in Lakhs)

Particulars	Gross Carrying Amount			Depreciation and Accumulated Depreciation				Net Carrying Amount	
	As at 1st April, 2024	Additions during the year	Disposals and other adjustments	As at 31st March, 2025	As at 1st April, 2024	For the period	Disposals and other adjustments	As at 31st March, 2025	As at 31st March, 2025
	(a)	(b)	(c)	(d=a+b-c)	(e)	(f)	(g)	(h=e+f-g)	(d-h)
<b>Tangible assets:</b>									
<b>Assets for Own use</b>									
Building	4.72	-	-	4.72	0.57	0.10	-	0.67	4.05
Office equipments	1.06	-	-	1.06	0.83	-	-	0.83	0.23
Motor Vehicle	15.20	76.03	-	91.23	2.24	3.73	-	5.97	85.26
<b>Total</b>	<b>20.98</b>	<b>76.03</b>	<b>-</b>	<b>97.01</b>	<b>3.64</b>	<b>3.83</b>	<b>-</b>	<b>7.47</b>	<b>89.54</b>

(₹ in Lakhs)

Particulars	Gross Carrying Amount			Depreciation and Accumulated Depreciation				Net Carrying Amount	
	As at 1st April, 2023	Additions during the year	Disposals and other adjustments	As at 31st March, 2024	As at 1st April, 2023	For the year	Disposals and other adjustments	As at 31st March, 2024	As at 31st March, 2024
	(a)	(b)	(c)	(d=a+b-c)	(e)	(f)	(g)	(h=e+f-g)	(d-h)
<b>Tangible assets:</b>									
<b>Assets for Own use</b>									
Building	4.72	-	-	4.72	0.47	0.10	-	0.57	4.15
Office equipments	1.06	-	-	1.06	0.83	-	-	0.83	0.23
Motor Vehicle	15.20	-	-	15.20	0.43	1.81	-	2.24	12.96
<b>Total</b>	<b>20.98</b>	<b>-</b>	<b>-</b>	<b>20.98</b>	<b>1.73</b>	<b>1.91</b>	<b>-</b>	<b>3.64</b>	<b>17.34</b>

# Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

## 12. Other Non-Financial Assets

(₹ in Lakhs)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Advances to Employees	3.39	1.04
Advances to Vendors for Operating Expenses	0.05	5.50
Capital Advances	1.00	-
Prepaid Expenses	7.24	2.09
CSR Pre spent	7.82	-
Balances with Government Authorities		
- Goods and Services Tax (Credit Input Receivable)	4.45	4.45
- Income Tax Paid Under Protest (refer Note No. 30)*	1.28	1.28
<b>Total</b>	<b>25.23</b>	<b>14.36</b>

\* Pending refund from Income Tax authorities.

## 13. Derivative financial instruments

(₹ in Lakhs)

Particulars	As at 31st March, 2025			As at 31st March, 2024		
	Notional Amounts	Fair Value Assets	Fair Value Liabilities	Notional Amounts	Fair Value Assets	Fair Value Liabilities
Equity derivatives*						
- Futures & Options	18,883.12	-	89.37	4,498.11	-	17.05
<b>Total</b>	<b>18,883.12</b>	<b>-</b>	<b>89.37</b>	<b>4,498.11</b>	<b>-</b>	<b>17.05</b>

\* Derivatives are held for trading purpose.

## 14. Payables

(₹ in Lakhs)

Particulars	As at 31st March, 2025	As at 31st March, 2024
<b>Trade Payables</b>		
- Total outstanding dues of micro enterprises and small enterprises (refer Note No. 14.1)	-	-
- Total outstanding dues of creditors other than micro enterprises and small enterprises	-	-
<b>Other Payables</b>		
- Total outstanding dues of micro enterprises and small enterprises (refer Note No. 14.1)	17.48	
- Total outstanding dues of creditors other than micro enterprises and small enterprises	20.71	17.57
<b>Total</b>	<b>38.19</b>	<b>17.57</b>

### 14.1 Dues of Micro Enterprises and Small Enterprises under the Micro, Small and Medium Enterprises Development Act, 2006

(₹ in Lakhs)

Particulars	As at 31st March, 2025	As at 31st March, 2024
a) The principal amount and interest due thereon remaining unpaid to any supplier.	17.48	-
b) The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of payment made to the supplier beyond the appointed day.	-	-
c) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006.	-	-
d) The amount of interest accrued and remaining unpaid.	-	-
e) The amount of further interest remaining due and payable even in the succeeding year until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-
<b>Total</b>	<b>17.48</b>	<b>-</b>

## Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

Dues as above to the Micro Enterprises and Small Enterprises have been determined by the Management. This has been relied upon by the auditors.

### Other Payables Ageing Schedules

(₹ in Lakhs)						
Particulars	As at 31st March, 2025					
	Outstanding for following periods from the due date of payment					Total
	Unbilled Dues	Less than 1 Years	1-2 years	2-3 years	More than 3 years	
(i) MSME	17.42	0.06	-	-	-	17.48
(ii) Others	-	20.71	-	-	-	20.71
(iii) Disputed Dues - MSME	-	-	-	-	-	-
(iii) Disputed Dues - Others	-	-	-	-	-	-
<b>Total</b>	<b>17.42</b>	<b>20.77</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>38.19</b>

### Other Payables Ageing Schedules

(₹ in Lakhs)						
Particulars	As at 31st March, 2024					
	Outstanding for following periods from the due date of payment					Total
	Unbilled Dues	Less than 1 Years	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-	-
(ii) Others	-	17.57	-	-	-	17.57
(iii) Disputed Dues - MSME	-	-	-	-	-	-
(iii) Disputed Dues - Others	-	-	-	-	-	-
<b>Total</b>	<b>-</b>	<b>17.57</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>17.57</b>

## 15. Borrowings (Other than Debt Securities)

(₹ in Lakhs)				
Particulars	As at 31st March, 2025			
	At Amortised Cost	At fair value through profit or loss	Designated at fair value through profit or Loss	Total
<b>Secured*</b>				
- Loans (Line of Credit) from Financial Institutions	56.24	-	-	56.24
<b>Unsecured</b>				
- Loans from Related Parties	-			-
<b>Total</b>	<b>56.24</b>	<b>-</b>	<b>-</b>	<b>56.24</b>
Borrowings in India	56.24	-	-	56.24
Borrowings outside India	-	-	-	-
<b>Total</b>	<b>56.24</b>	<b>-</b>	<b>-</b>	<b>56.24</b>

## Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

(₹ in Lakhs)				
Particulars	As at 31st March, 2024			
	At Amortised Cost	At fair value through profit or loss	Designated at fair value through profit or Loss	Total
Secured*				
- Loans (Line of Credit) from Financial Institutions	2,511.84	-	-	2,511.84
Unsecured				
- Loans from Related Parties	-	-	-	-
<b>Total</b>	<b>2,511.84</b>	<b>-</b>	<b>-</b>	<b>2,511.84</b>
Borrowings in India	2,511.84	-	-	2,511.84
Borrowings outside India	-	-	-	-
<b>Total</b>	<b>2,511.84</b>	<b>-</b>	<b>-</b>	<b>2,511.84</b>

\*Secured against pledge of investment in equity shares

The borrowings have not been guaranteed by directors or others. The company has not defaulted in repayment of principal and interest to its lenders.

The Company has utilised the funds raised from financial institutions for the specific purpose for which they were borrowed.

The Company has borrowed funds from financial institutions on the basis of security of current assets. There is no pre-condition for submission of any returns and statements, and accordingly the Company is not required to file quarterly returns or statements.

Loan is repayable at any time on or before the due date during the tenure of loan at the sole discretion of the borrower.

## 16. Other Financial Liabilities

(₹ in Lakhs)		
Particulars	As at 31st March, 2025	As at 31st March, 2024
Payable to Employees	34.57	25.77
Liabilities for Operating Expenses	-	-
Other payables	0.96	-
Unpaid Dividends (refer Note No. 16.1)	17.83	18.83
<b>Total</b>	<b>53.36</b>	<b>44.60</b>

**16.1** To be credited to Investor Education and Protection Fund on 12th September,2026. As at 31st March, 2025, there are no amounts due to be transferred to Investor Education and Protection Fund.

## 17. Current Tax Liabilities (net)

(₹ in Lakhs)		
Particulars	As at 31st March, 2025	As at 31st March, 2024
Provision For Taxation (Net of Advance Tax ₹343.23 lakhs, 31st March, 2024: ₹135.16 lakhs)	-	9.72
<b>Total</b>	<b>-</b>	<b>9.72</b>

## 18. Provisions

(₹ in Lakhs)		
Particulars	As at 31st March, 2025	As at 31st March, 2024
Provision for Employee Benefits (refer Note No. 32)		
Gratuity	38.43	33.32
<b>Total</b>	<b>38.43</b>	<b>33.32</b>



# Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

## 19. Other Non-Financial Liabilities

Particulars	(₹ in Lakhs)	
	As at 31st March, 2025	As at 31st March, 2024
Statutory Dues Payable	29.27	15.49
<b>Total</b>	<b>29.27</b>	<b>15.49</b>

## 20. Equity Share Capital

Particulars	As at 31st March, 2025		As at 31st March, 2024	
	No. of Shares	₹ in Lakhs	No. of Shares	₹ in Lakhs
<b>Authorised</b>				
Equity Shares, ₹ 10/- face value per share	70,000,000	7,000.00	20,250,000	2,025.00
<b>Total</b>		<b>7,000.00</b>		<b>2,025.00</b>
<b>Issued and Subscribed</b>				
Equity Shares, ₹ 10/- face value per share	33,107,800	3,310.78	11,886,174	1,188.62
<b>Fully Paid-up</b>				
Equity Shares, ₹ 10/- face value per share	33,107,800	3,310.78	11,880,000	1,188.00
Forfeited Shares	6,174	0.17	6,174	0.17
<b>Total</b>		<b>3,310.95</b>		<b>1,188.17</b>

### a. Reconciliation of the Number of Equity Shares outstanding

Equity Shares	As at 31st March, 2025		As at 31st March, 2024	
	No. of Shares	₹ in Lakhs	No. of Shares	₹ in Lakhs
At the beginning of the year	11,880,000	1,188.00	11,880,000	1,188.00
Add: Issued during the year*	21,227,800	2,122.78	-	-
<b>At the end of the year</b>	<b>33,107,800</b>	<b>3,310.78</b>	<b>11,880,000</b>	<b>1,188.00</b>

\* refer note 20.1

### b. Rights, preferences and restrictions in respect of Equity Shares

The Company's authorised capital consists of one class of shares, referred to as Equity Shares, having face value of ₹ 10/- each. Each holder of equity shares is entitled to one vote per share.

The Company declares and pays dividend in Indian rupees. The dividend, if any, proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

### c. Aggregate number of Equity Shares allotted as fully paid-up without payment being received in cash/by way of bonus shares (during 5 years preceding 31st March, 2025)

The Company has not issued any Equity shares during the 5 year preceding 31st March, 2025 without payment being received in cash/by way of bonus shares.

# Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

## d. The details of Shareholders holding more than 5% of the equity shares each, are set out below:

Name of the shareholders	As at 31st March, 2025		As at 31st March, 2024	
	No. of Shares	% of Shareholding	No. of Shares	% of Shareholding
Ashika Global Securities Pvt. Ltd.	6,292,480	19.01	3,404,892	28.66
Pawan Jain (HUF)	1,149,000	3.47	789,000	6.64
Ashika Global Finance Pvt. Ltd.	6,120,000	18.49	-	-
Ashika Commodities & Derivatives Pvt. Ltd.	5,059,510	15.28	2,359,510	19.86

## e. The details of Shares held by promoters at the end of the year\*\*

Promoter name	As at 31st March, 2025		
	No. of shares	% of total shares	% change during the year
Ashika Global Securities Pvt. Ltd.	6,292,480	19.01	84.81
Pawan Jain (HUF)	1,149,000	3.47	45.63
Ashika Global Finance Pvt. Ltd.	6,120,000	18.49	100.00
Ashika Commodities & Derivatives Pvt. Ltd.	5,059,510	15.28	114.43
Daulat Jain (HUF)	360,000	1.09	100.00
Daulat Jain	450,000	1.36	-

Promoter name	As at 31st March, 2024		
	No. of shares***	% of total shares	% change during the year
Ashika Global Securities Pvt. Ltd.	3,404,892	28.66	5.95
Pawan Jain (HUF)	789,000	6.64	-
Ashika Commodities & Derivatives Pvt. Ltd.	2,359,510	19.86	20.11
Daulat Jain	450,000	3.79	-

\*\*Promoter here means promoters as defined in the Companies Act 2013.

\*\*\*Class of Shares is Equity share, ₹ 10/- face value.

## f. Refer Note No. 35- "Capital Management" for the Company's objectives, policies and processes for managing capital.

### 20.1 Preferential Allotment of Equity Shares and Convertible Warrants

- 1) During the year ended 31st March, 2025, pursuant to special resolution passed at Extraordinary General Meeting held on 30th August, 2024, the Company has, on September 06, 2024, made allotment of 95,40,000 Equity shares of face value ₹ 10 each on preferential basis for cash to promoters group and certain identified non- promoters person/entity at a price of ₹ 118 each (including a premium of ₹ 108 each) aggregating to ₹ 11,257.20 Lakhs.

Further the Company pursuant to aforesaid special resolution has, on 06th September, 2024, also made allotment of 60,30,000 Convertible Warrants on Preferential Basis for cash to Promoter and Non-Promoter at a price of ₹ 118 per Warrant each convertible into, or exchangeable for, 1 (one) fully paid-up equity share of the Company having face value of 10 each at a premium of ₹ 108 each aggregating to ₹ 7,115.40 Lakhs. The Company has received 25% of the issue price per warrant i.e. ₹ 29.50 each as upfront payment aggregating to ₹ 1,778.85 Lakhs. Each warrant, so allotted, is convertible into an equal number of equity shares of face value ₹ 10 each of the Company on receipt of balance consideration.

# Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

Further the Company has received balance 75% of consideration amount for 25,00,000 warrants and accordingly the said warrants are converted to equal number of Equity shares of face value of ₹ 10 each on 09th November, 2024.

Further the Company has received balance 75% of consideration amount for 35,30,000 warrants and accordingly, the said warrants are converted to equal number of equity shares of face value of ₹ 10 each on 7th February, 2025.

- 2) During the year ended 31st March, 2025, pursuant to special resolution passed at Extraordinary General Meeting held on 17th October, 2024, The Company has, on 28th October, 2024, made allotment of 12,69,000 Equity shares of face value ₹ 10 each on preferential basis for cash to certain identified non-promoters person/entity at a price of ₹ 306 each (including a premium of ₹ 296 each) aggregating to ₹ 3,883.14 Lakhs.

Further the Company pursuant to aforesaid special resolution has, on 28th October, 2024, also made allotment of 95,31,000 Convertible Warrants on Preferential Basis for cash to Promoter and Non-Promoter at a price of ₹ 306 per Warrant each convertible into, or exchangeable for, 1 (one) fully paid-up equity share of the Company having face value of 10 each at a premium of ₹ 296 each aggregating to ₹ 29,164.86 Lakhs. The Company has received 25% of the issue price per warrant i.e. ₹ 76.50 each as upfront payment aggregating to ₹ 7,291.22 Lakhs. Each warrant, so allotted, is convertible into an equal number of equity shares of face value ₹ 10 each of the Company, subject to receipt of balance consideration of ₹ 229.50 each (being 75% of the issue price per warrant) aggregating to ₹ 21,873.65 Lakhs from the allottees to exercise conversion option against each such warrant.

Further the Company has received balance 75% of consideration amount for 43,88,800 warrants and accordingly, the said warrants are converted to equal number of equity shares of face value of ₹ 10 each on 07th February, 2025.

Further the Company has received balance 75% of consideration amount for 32,27,700 warrants and accordingly, the said warrants are converted to equal number of equity shares of face value of ₹ 10 each on 10th April, 2025.

Further the company has received balance 75% of consideration amount for 14,11,500 and 4,43,464 warrants and accordingly, the said warrants are converted to equal number of equity shares of face value of ₹ 10 each on 30th April, 2025 and 02nd May, 2025 respectively.

Further the Company has forfeited 25% of consideration, being the upfront payment aggregating to ₹ 45.55 Lakhs, for 59,536 warrants due to non-receipt of balance 75% consideration within the warrants exercise period i.e. within 6 months from the date of allotment i.e. 28th October, 2024.

- 3) During the year ended 31st March, 2025, pursuant to special resolution passed at Extraordinary General Meeting held on December 12, 2024, the Company has, on 26th December, 2024, made allotment of 18,00,000 Convertible Warrants on Preferential Basis for cash to Non-Promoter at a price of ₹ 609 per Warrant each convertible into, or exchangeable for, 1 (one) fully paid-up equity share of the Company having face value of 10 each at a premium of ₹ 599 aggregating to ₹ 10,962.00 Lakhs. The Company has received 25% of the issue price per warrant i.e. ₹ 152.25 each as upfront payment aggregating to ₹ 2,740.50 Lakhs. Each warrant, so allotted, is convertible into an equal number of equity shares of face value ₹ 10 each of the Company, subject to receipt of balance consideration of ₹ 456.75 each (being 75% of the issue price per warrant) aggregating to ₹ 8,221.50 Lakhs from the allottees to exercise conversion option against each such warrant.

# Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

## 21. Other Equity

(₹ in Lakhs)		
Particulars	As at 31st March, 2025	As at 31st March, 2024
<b>Money Received against Share Warrants*</b>		
Opening balance	-	-
Add: Issue of warrants	27,219.41	-
Less: Conversion to equity shares	(20,545.12)	-
<b>Closing balance</b>	<b>6,674.29</b>	<b>-</b>
<b>Statutory Reserve (pursuant to Section 45-IC of The Reserve Bank of India Act, 1934)</b>		
Opening balance	770.27	556.19
Add: Transferred from retained earnings	-	214.08
<b>Closing balance</b>	<b>770.27</b>	<b>770.27</b>
<b>Securities Premium</b>		
Opening balance	3,362.01	3,362.01
Add: On account of issue of equity shares*	33,562.69	-
<b>Closing balance</b>	<b>36,924.70</b>	<b>3,362.01</b>
<b>Retained Earnings</b>		
Opening balance	1,487.61	629.42
Add: Profit/(Loss) after tax for the year	(5,141.89)	1,070.38
Add: Remeasurement Gain/(Loss) on Defined Benefit Plans (net of tax)	(0.35)	1.89
<b>Amount available for appropriation</b>	<b>(3,654.63)</b>	<b>1,701.69</b>
<b>Appropriations:</b>		
Less: Transferred to Statutory Reserve (Pursuant to Section 45-IC of the Reserve Bank of India Act, 1934)	-	214.08
Closing balance	(3,654.63)	1,487.61
<b>Total</b>	<b>40,714.63</b>	<b>5,619.89</b>

\* Refer note 20.1

## Nature and Purpose of Reserves

### (i) Statutory Reserve (pursuant to Section 45-IC of The Reserve Bank of India Act, 1934):

Every year the Company transfers a sum of not less than twenty per cent of net profit after tax of that year as disclosed in the statement of profit and loss to its Statutory Reserve pursuant to Section 45-IC of the RBI Act, 1934.

The conditions and restrictions for distribution attached to statutory reserves as specified in Section 45-IC(i) in the Reserve Bank of India Act, 1934:

No appropriation of any sum from the reserve fund shall be made by the Company except for the purpose as may be specified by the RBI from time to time and every such appropriation shall be reported to the RBI within twenty-one days from the date of such withdrawal. RBI may, in any particular case and for sufficient cause being shown, extend the period of twenty one days by such further period as it thinks fit or condone any delay in making such report.

### (ii) Securities Premium:

This reserve represents the premium on issue of shares and can be utilised in accordance with the provisions of the Companies Act, 2013.

### (iii) Retained Earnings:

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



## Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

### 22. Interest Income

Particulars	Year ended 31st March, 2025			
	On Financial Assets measured at fair value through OCI	On Financial Assets measured at Amortised Cost	Interest Income On Financial Assets classified at fair value through profit or loss	Total
Interest on Loans	-	329.58	-	329.58
Interest Income from Investments	-	-	4.24	4.24
<b>Total</b>	<b>-</b>	<b>329.58</b>	<b>4.24</b>	<b>333.82</b>

Particulars	Year ended 31st March, 2024			
	On Financial Assets measured at fair value through OCI	On Financial Assets measured at Amortised Cost	Interest Income On Financial Assets classified at fair value through profit or loss	Total
Interest on Loans	-	107.77	-	107.77
Interest Income from Investments	-	-	2.25	2.25
<b>Total</b>	<b>-</b>	<b>107.77</b>	<b>2.25</b>	<b>110.02</b>

### 23. Net gain/(loss) on fair value changes

Particulars	Year ended 31st March, 2025			Year ended 31st March, 2024		
	Net Gain	Net Loss	Total	Net Gain	Net Loss	Total
<b>Net gain/(loss) on financial instruments at fair value through profit or loss</b>						
<b>(i) On trading portfolio</b>						
- Equity	-	(2,429.57)	(2,429.57)	1,456.28	-	1,456.28
- Derivatives	-	(2,612.30)	(2,612.30)	247.59	-	247.59
<b>Total Net gain/(loss) on fair value changes (A)</b>	<b>-</b>	<b>(5,041.87)</b>	<b>(5,041.87)</b>	<b>1,703.87</b>	<b>-</b>	<b>1,703.87</b>
<b>Fair Value Changes:</b>						
Realised	2,296.75	(2,615.56)	(318.81)	1,461.67	-	1,461.67
Unrealised	3.26	(4,726.32)	(4,723.06)	242.20	-	242.20
<b>Total Net gain/(loss) on fair value changes (B)</b>	<b>2,300.01</b>	<b>(7,341.88)</b>	<b>(5,041.87)</b>	<b>580.98</b>	<b>-</b>	<b>1,703.87</b>

### 24. Other Income

Particulars	Year ended 31st March, 2025	Year ended 31st March, 2024
Interest on Income Tax Refund	-	3.83
Liabilities written back	4.76	-
Bad Debt Recovery	-	11.84
Income from AIF	0.23	0.76
<b>Total</b>	<b>4.99</b>	<b>16.43</b>

## Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

### 25. Finance Costs

Particulars	Year ended 31st March, 2025			Year ended 31st March, 2024		
	On Financial liabilities measured at fair value through profit or loss	On Financial liabilities measured at Amortised Cost	Total	On Financial liabilities measured at fair value through profit or loss	On Financial liabilities measured at Amortised Cost	Total
Interest on Borrowings (other than Debt Securities)						
- Loans from Related Parties	-	65.66	65.66	-	-	-
- Loans from institutions and others	-	491.08	491.08	-	37.93	37.93
Other Expense		-	-	-	-	-
- Interest on Cash Margin(Paid to related Parties)		197.60	197.60	-	33.72	33.72
- Others	-	0.34	0.34	-	1.78	1.78
<b>Total</b>	<b>-</b>	<b>754.68</b>	<b>754.68</b>	<b>-</b>	<b>73.43</b>	<b>73.43</b>

### 26. Impairment on Financial Instruments (net)

Particulars	Year ended 31st March, 2025		Year ended 31st March, 2024	
	On Financial Instruments measured at fair value through OCI	On Financial Instruments measured at Amortised Cost	On Financial Instruments measured at fair value through OCI	On Financial Instruments measured at Amortised Cost
Loans (refer Note No. 26.1)	-	20.28	-	(30.85)
Other financial assets	-	1.00	-	(0.01)
<b>Total</b>	<b>-</b>	<b>21.28</b>	<b>-</b>	<b>(30.86)</b>

#### 26.1 Impairment on Loans

Particulars	Year ended 31st March, 2025		Year ended 31st March, 2024	
	On Financial Instruments measured at fair value through OCI	On Financial Instruments measured at Amortised Cost	On Financial Instruments measured at fair value through OCI	On Financial Instruments measured at Amortised Cost
Bad Debts Written-off	-	-	-	-
Provision for Impairment	-	20.28	-	(30.85)
<b>Total</b>	<b>-</b>	<b>20.28</b>	<b>-</b>	<b>(30.85)</b>

The table below shows the ECL charges on financial instruments for the year recorded in the profit and loss based on evaluation stage:

#### Year ended 31st March, 2025

Particulars	General Approach			Total
	Stage 1 Collective	Stage 2 Collective	Stage 3 Collective	
Loans	20.28	-	-	20.28
<b>Total</b>	<b>20.28</b>	<b>-</b>	<b>-</b>	<b>20.28</b>

#### Year ended 31st March, 2024

Particulars	General Approach			Total
	Stage 1 Collective	Stage 2 Collective	Stage 3 Collective	
Loans	(30.85)	-	-	(30.85)
<b>Total</b>	<b>(30.85)</b>	<b>-</b>	<b>-</b>	<b>(30.85)</b>

## Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

### 27. Employee Benefits Expenses

(₹ in Lakhs)		
Particulars	Year ended 31st March, 2025	Year ended 31st March, 2024
Salaries & Wages	333.98	275.81
Contribution to Provident and Other Funds	7.70	7.53
Staff Welfare Expenses	1.86	1.37
<b>Total</b>	<b>343.54</b>	<b>284.71</b>

### 28. Other Expenses

(₹ in Lakhs)		
Particulars	Year ended 31st March, 2025	Year ended 31st March, 2024
Rent, taxes and energy costs	12.79	7.38
Repairs and Maintenance	5.58	7.45
Communication Costs	0.28	0.46
Printing and Stationery	0.66	0.33
Advertisement and Publicity	3.92	1.51
Business Promotion Expenses	12.43	5.09
Fees and Subscriptions	92.50	18.66
Director's Fees, Allowances and Expenses	5.96	4.96
Payments to the Auditor (refer Note No. 28.1)	23.67	10.03
Legal and Professional Charges	76.97	6.33
Travelling and Conveyance	32.19	18.07
Corporate Social Responsibility Expenses (refer Note No. 28.2)	17.43	35.00
Postage and Courier	2.01	0.24
Securities Transaction Tax	203.70	46.84
Brokerage and incidental cost	430.14	83.41
Insurance	1.98	2.08
Sundry Balance Written Off	2.00	-
Other Expenditure	1.77	1.32
<b>Total</b>	<b>925.98</b>	<b>249.16</b>

#### 28.1 Payments to the Auditor (including GST):

(₹ in Lakhs)		
Particulars	Year ended 31st March, 2025	Year ended 31st March, 2024
As Auditor		
- For Statutory Audit and Limited Reviews	12.69	8.26
- For Other Services (Certifications etc.)	9.55	1.48
- For Taxation Matter - Tax Audit Fees	1.18	-
- For Reimbursement of Expenses	0.25	0.29
<b>Total</b>	<b>23.67</b>	<b>10.03</b>

\*Includes ₹ 5.85 Lakhs paid to the previous statutory auditor.

## Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

### 28.2 Corporate Social Responsibility Expenses:

(₹ in Lakhs)		
Particulars	Year ended 31st March, 2025	Year ended 31st March, 2024
(a) Gross amount required to be spent during the year	17.43	10.57
(b) Amount of expenditure incurred (paid in cash)	25.25	35.00
(c) Shortfall at the end of the year	-	-
(d) Total of previous years shortfall	-	-
(e) Reason of shortfall	Not Applicable	Not Applicable
(g) Nature of CSR activities	Rural Development	Promoting Education
(h) Details of related party transactions, e.g., contribution to a trust controlled by the Company in relation to CSR expenditure as per relevant Accounting Standard.*	25.25	Not Applicable
(i) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately.	Not Applicable	Not Applicable
<b>Total</b>	<b>17.43</b>	<b>35.00</b>

\*For the period ended 31st March, 2025, the company has entered into a transaction with Ashika Foundation for ₹ 25.25 Lakhs for implementation of its CSR activities.

### 29. Earnings Per Equity Share (EPS)

(₹ in Lakhs)		
Particulars	Year ended 31st March, 2025	Year ended 31st March, 2024
<b>Profit/(Loss) After Tax attributable to Equity Shareholders (₹ in Lakhs) - A</b>	(5,141.89)	1,070.38
Basic and Diluted		
(a) Number of Equity Shares at the beginning of the year	11,880,000	11,880,000
(b) Number of Equity Shares issued during the year	21,227,800	-
(c) Number of Equity Shares at the end of the year	33,107,800	11,880,000
(d) Weighted average number of Equity Shares outstanding during the year - B	19,958,552	11,880,000
(e) Nominal Value of each Equity Share (₹)	10	10
(f) Weighted average number of Diluted Equity Shares outstanding during the year - C	25,791,531	
<b>Basic Earnings per Equity Share (₹) (A/B)</b>	(25.76)	9.01
<b>Diluted Earnings per Equity Share (₹) (A/C)*</b>	(25.76)	9.01

\*The convertible warrants are anti-dilutive and hence there is no dilutive effect to the BEPS.

### 30. Contingent Liabilities and Commitments (to the extent not provided for)

(₹ in Lakhs)		
Particulars	Year ended 31st March, 2025	Year ended 31st March, 2024
Contingent Liabilities		
Claims against the Company not acknowledged as debt:		
Income Tax [include deposits made under protests 31st March, 2025: ₹ 1.28 lakhs (31st March, 2024: ₹ 1.28 lakhs)]	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

## Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

### 31. Disclosure pursuant to Ind AS-12: Income Taxes

(₹ in Lakhs)		
Particulars	As at 31st March, 2025	As at 31st March, 2024
<b>Income tax recognised in SOPL</b>		
Current income tax		
In respect of current year	-	144.18
In respect of prior year	(0.05)	-
Deferred tax		
In respect of current year	(1,520.45)	61.58
<b>Income tax expense reported in SOPL</b>	<b>(1,520.50)</b>	<b>205.76</b>

#### Reconciliation of the total tax charge:

A reconciliation between the tax expense and the accounting profit multiplied by India's domestic tax rate for the year ended 31st March, 2025 and 31st March, 2024 is as follows:

(₹ in Lakhs)		
Particulars	As at 31st March, 2025	As at 31st March, 2024
Accounting profit before tax	(6,662.39)	1,276.14
Statutory Income Tax Rate	25.168%	25.168%
Income Tax Based on Accounting Profit	-	321.18
Adjustment		
Expenses Disallowed	-	21.28
Increase in Deferred Tax Liability/(Deferred Tax Assets)	(1,520.45)	61.58
Tax in respect of Earlier Years	(0.05)	-
Tax impact on Other Items	-	(198.28)
<b>Total Tax Expense recognised in Statement of Profit and Loss</b>	<b>(1,520.50)</b>	<b>205.76</b>

### 32. Disclosure pursuant to Ind AS 19 – Employee Benefits

#### Defined Contribution Plans

The employees of the Company are entitled to receive benefits under the Provident Fund and Employees State Insurance scheme in which both the employee and the Company contribute monthly at a stipulated rate. The Company has recognised an amount of ₹7.70 Lakhs (Previous year: ₹ 7.53 Lakhs) for the year ended 31st March, 2025 as an expense in the Statement of Profit and Loss.

#### Defined Benefit Plans

The Company provides for gratuity, a defined benefit plans (unfunded) covering all employees. Under the Gratuity plan, every employee is entitled to gratuity as laid down under the Payment of Gratuity Act, 1972. Gratuity is payable on death/retirement/termination and the benefit vests after 5 year of continuous service. The present value of the obligation under such defined benefit plans is determined based on actuarial valuation, carried out by an independent actuary at each Balance Sheet date, using the Projected Unit Credit Method, which recognises each period of service as giving rise to an additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

#### Risk Management

The Defined Benefit Plans expose the Company to risk of actuarial deficit arising out of interest rate risk, salary inflation risk and demographic risk.

(a) Interest Rate Risk: The defined benefit obligation calculated uses a discount rate based on government bonds. If bond yields fall, the defined benefit obligation will tend to increase.

(b) Salary Inflation Risk: Higher than expected increase in salary will increase the defined benefit obligation.

## Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

(c) Demographic Risk: This is the risk of variability of results due to unsystematic nature of decrements that include mortality, withdrawal, disability and retirement. The effect of these on the defined benefit obligation is not straight forward and depends upon the combination of salary increase, discount rate and vesting criteria. It is important not to overstate withdrawals because in the financial analysis the retirement benefit of short career employee typically costs less per year as compared to long service employee.

#### Amounts recognised in the statement of profit and loss in respect of the defined benefit plans are as follows:

(₹ in Lakhs)		
Particulars	Gratuity	
	Year ended 31st March, 2025	Year ended 31st March, 2024
<b>Amounts recognised in Statement of Profit and Loss in respect of Defined Benefit Plans are as follows:</b>		
Current Service Cost	3.54	2.75
Net Interest Expense	2.32	2.28
Past Service Cost		-
<b>Components of Defined Benefit Costs recognised in Statement of Profit and Loss (A)</b>	<b>5.86</b>	<b>5.03</b>
<b>Remeasurement of (gain)/loss in Other Comprehensive Income:</b>		
Actuarial changes arising from changes in financial assumptions	1.16	0.42
Actuarial changes arising from changes in Experience adjustments	(0.69)	(2.94)
<b>Components of Defined Benefit Costs recognised in Other Comprehensive Income (B)</b>	<b>0.47</b>	<b>(2.52)</b>
<b>Total (A+B)</b>	<b>6.33</b>	<b>2.51</b>

#### Movement in the present value of the defined benefit obligation are as follows:

##### Gratuity

(₹ in Lakhs)		
Particulars	As at 31st March, 2025	As at 31st March, 2024
<b>Change in the Defined Benefit Obligations</b>		
Present value of Defined Benefit Obligation at the beginning of the year	33.32	30.81
<b>Expenses recognised in Statement of Profit and Loss:</b>		
Current Service Cost	3.54	2.75
Net Interest Expense	2.32	2.28
Direct Benefits Paid	(1.23)	-
Remeasurement (Gain)/Loss recognised in Other Comprehensive Income	0.47	(2.52)
<b>Present value of Defined Benefit Obligation at the end of the year</b>	<b>38.42</b>	<b>33.32</b>

#### Calculation of Benefit Liability/(Asset):

##### Gratuity

(₹ in Lakhs)		
Particulars	As at 31st March, 2025	As at 31st March, 2024
Defined benefit obligation	38.42	33.32
Fair value of plan assets	-	-
<b>Benefit Liability</b>	<b>38.42</b>	<b>33.32</b>



# Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

### The principal assumptions used are as follows:

Particulars	As at 31st March, 2025	As at 31st March, 2024
Discount rate (%)	6.63	7.10
Salary Escalation rate (%)	6.00	6.00
Withdrawal rates based on age (%)	Varying between 8% and 1% per annum depending upon the duration and age of the employees.	
Mortality Rate	Indian Assured Lives Mortality (2012-14) Ultimate	

The estimate of future salary increase, considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors such as supply and demand in the employee market.

### Sensitivity Analysis

The Sensitivity Analysis below has been determined based on reasonably possible change of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant. These sensitivities show the hypothetical impact of a change in each of the listed assumptions in isolation. While each of these sensitivities holds all other assumptions constant, in practice such assumptions rarely change in isolation and the asset value changes may offset the impact to some extent. For presenting the sensitivities, the present value of the Defined Benefit Obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the Defined Benefit Obligation presented above.

### Gratuity

(₹ in Lakhs)		
Particulars	As at 31st March, 2025	As at 31st March, 2024
Discount Rate + 1%	(1.61)	(1.29)
Discount Rate - 1%	1.89	1.55
Salary Escalation +1%	1.76	1.55
Salary Escalation -1%	(1.50)	(1.31)

### Maturity Analysis of The Benefit Payments

#### a) Gratuity

(₹ in Lakhs)		
Expected payment for future years	As at 31st March, 2025	As at 31st March, 2024
Year 1	25.12	1.23
Year 2	0.82	22.04
Year 3	0.35	-
Year 4	0.38	-
Year 5	0.38	-
Next 5 Years	3.34	1.71

The weighted average duration of defined benefit obligation is 1.84 years (31st March, 2024: 2.36 years)

### 33. Lease Disclosure

#### In the capacity of Lessee

The Company has cancellable operating lease arrangements for office premises and therefore has not recognised a right-of-use asset and a lease liability with regard to these lease arrangements in accordance with Ind AS 116 'Leases'. Lease payments recognised in the Statement of Profit and Loss with respect to such arrangements aggregate to ₹ 5.62 Lakhs (Previous year: ₹ 4.92 Lakhs).

# Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

### 34. Maturity Analysis of Assets and Liabilities

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

(₹ in Lakhs)						
Assets	As at 31st March, 2025			As at 31st March, 2024		
	Within 12 Months	After 12 Months	Total	Within 12 Months	After 12 Months	Total
<b>Assets</b>						
<b>Financial Assets</b>						
Cash and Cash Equivalents	794.61	-	794.61	36.98	-	36.98
Bank Balance other than above	17.81	-	17.81	18.81	-	18.81
Receivables	0.03	-	0.03	7.57	-	7.57
Loans	7,489.72	-	7,489.72	-	-	-
Investments	34,065.47	0.52	34,065.99	9,377.39	0.01	9,377.40
Other Financial Assets	1.60	0.73	2.33	1.60	0.73	2.33
<b>Non-Financial Assets</b>						
Current Tax Assets (net)	-	345.68	345.68	-	3.70	3.70
Deferred Tax Assets (net)	-	1,487.93	1,487.93	-	-	-
Investment Property	-	11.57	11.57	-	11.81	11.81
Property, Plant and Equipment	-	89.54	89.54	-	17.34	17.34
Other Non-Financial Assets	11.68	13.55	25.23	8.63	5.73	14.36
<b>Total Assets</b>	<b>42,380.92</b>	<b>1,949.52</b>	<b>44,330.44</b>	<b>9,450.98</b>	<b>39.32</b>	<b>9,490.30</b>

(₹ in Lakhs)						
Liabilities	As at 31st March, 2025			As at 31st March, 2024		
	Within 12 Months	After 12 Months	Total	Within 12 Months	After 12 Months	Total
<b>Liabilities</b>						
<b>Financial Liabilities</b>						
Derivatives financial instruments	89.37	-	89.37	17.05	-	17.05
Payables						-
(I) Trade Payables						-
(i) Total outstanding dues of micro enterprises and small enterprises	-	-	-	-	-	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
(II) Other Payables						-
(i) Total outstanding dues of micro enterprises and small enterprises	17.48	-	17.48	-	-	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	20.71	-	20.71	17.57	-	17.57
Borrowings	56.24	-	56.24	2,511.84	-	2,511.84
Other Financial Liabilities	53.36	-	53.36	44.60	-	44.60
<b>Non-Financial Liabilities</b>			-			
Current Tax Liabilities (net)	-	-	-	9.72	-	9.72
Provisions	25.12	13.31	38.43	1.23	32.09	33.32
Deferred Tax Liabilities	-	-	-	-	32.65	32.65
Other Non-Financial Liabilities	29.27	-	29.27	15.49	-	15.49
<b>Total Liabilities</b>	<b>291.55</b>	<b>13.31</b>	<b>304.86</b>	<b>2,617.50</b>	<b>64.74</b>	<b>2,682.24</b>
<b>Net</b>	<b>42,089.37</b>	<b>1,936.21</b>	<b>44,025.58</b>	<b>6,833.48</b>	<b>(25.42)</b>	<b>6,808.06</b>

## Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

### 35. Capital Management

The Company maintains an actively managed capital base to cover risks inherent in the business which includes issued equity capital, share premium and all other equity reserves attributable to equity holders of the Company.

The primary objectives of the Company's capital management is to ensure that the Company complies with externally imposed capital requirements and maintains strong credit ratings and healthy capital ratios in order to support its business and to maximise shareholder value. The Company manages its capital structure and makes adjustments to it according to changes in economic conditions and the risk characteristics of its activities. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividend payment to shareholders, return capital to shareholders or issue capital securities. No changes have been made to the objectives, policies and processes from the previous years except those incorporated on account of regulatory amendments. However, they are under constant review by the Board of Directors. The Company has complied with Paragraph 10 of Master direction - Reserve Bank of India (Non Banking Financial company -Scale Based Regulation) Direction, 2023.

### 36. Financial Instruments and Related Disclosures

This section gives an overview of the significance of financial instruments for the Company and provides additional information on balance sheet items that contain financial instruments.

The details of material accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised in respect of each class of Financial Asset, Financial Liability and Equity Instrument are disclosed in Note No. 1.14 to the Standalone financial statements.

#### A) Categories of Financial Instruments

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments:

(₹ in Lakhs)				
Particulars	As at 31st March, 2025		As at 31st March, 2024	
	Carrying Value	Fair Value	Carrying Value	Fair Value
<b>Financial Assets</b>				
<b>a) Measured at Amortised Cost</b>				
i) Cash and Cash Equivalents	794.61	794.61	36.98	36.98
ii) Bank Balance other than (i) above	17.81	17.81	18.81	18.81
ii) Receivables	0.03	0.03	7.57	7.57
iv) Loans	7,489.72	7,489.72	-	-
v) Other Financial Assets	2.33	2.33	2.33	2.33
<b>Subtotal</b>	<b>8,304.50</b>	<b>8,304.50</b>	<b>65.69</b>	<b>65.69</b>
<b>b) Measured at Fair value through Profit or Loss</b>				
i) Investments	34,065.48	34,065.48	9,377.40	9,377.40
<b>Subtotal</b>	<b>34,065.48</b>	<b>34,065.48</b>	<b>9,377.40</b>	<b>9,377.40</b>
<b>Total Financial Assets</b>	<b>42,369.98</b>	<b>42,369.98</b>	<b>9,443.09</b>	<b>9,443.09</b>



## Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

(₹ in Lakhs)				
Particulars	As at 31st March, 2025		As at 31st March, 2024	
	Carrying Value	Fair Value	Carrying Value	Fair Value
<b>Financial Liabilities</b>				
<b>a) Measured at Amortised cost</b>				
i) Payables				
(I) Trade Payables				
(i) Total outstanding dues of micro enterprises and small enterprises	-	-	-	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	-	-	-	-
(II) Other Payables				
(i) Total outstanding dues of micro enterprises and small enterprises	17.48	17.48	-	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	20.71	20.71	17.57	17.57
ii) Borrowings	56.24	56.24	2,511.84	2,511.84
iii) Other Financial Liabilities	53.36	53.36	44.60	44.60
<b>Subtotal</b>	<b>147.79</b>	<b>147.79</b>	<b>2,574.01</b>	<b>2,574.01</b>
<b>b) Measured at Fair value through Profit or Loss</b>				
i) Derivatives financial instruments	89.37	89.37	17.05	17.05
<b>Subtotal</b>	<b>89.37</b>	<b>89.37</b>	<b>17.05</b>	<b>17.05</b>
<b>Total Financial Liabilities</b>	<b>237.16</b>	<b>237.16</b>	<b>2,591.06</b>	<b>2,591.06</b>

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

#### Loans measured at Amortised Cost

Loans having short term maturity (less than twelve months) are valued at carrying amounts, which are net of impairment and are considered reasonable approximation of their fair value. Loans having long term maturity (more than twelve months) are valued using a discounted cash flow model based on observable future cash flows based on term, discounted at the average lending rate of the Company.

#### Financial Assets (excluding loans) measured at Amortised Cost

Financial assets (excluding loans) generally have assets with short-term maturity (less than twelve months) as on balance sheet date and therefore, the carrying amounts, which are net of impairment, are a reasonable approximation of their fair value.

Such instrument majorly include: Cash and Cash Equivalents, other bank balances, Receivables and other financial assets.

#### Borrowing measured at Amortised Cost

The borrowing generally have liabilities with short-term maturity (less than twelve months) as on balance sheet date and therefore, the carrying amounts, are a reasonable approximation of their fair value.

#### Other Financial Liabilities measured at Amortised Cost

Other financial liabilities have liability with short-term maturity (less than twelve months) as on balance sheet date and therefore, the carrying amounts are a reasonable approximation of their fair value.

## Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

### B) Fair Value Hierarchy

The following details provide an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Level 1 to Level 3, as described below:

**Quoted prices in an active market (Level 1):** Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments that have quoted price. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting period.

**Valuation techniques with observable inputs (Level 2):** Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices). It includes fair value of the financial instruments that are not traded in an active market and are determined by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on the company specific estimated. If all significant inputs required to fair value an instrument are observable, then the instrument is included in level 2.

**Valuation techniques with significant unobservable inputs (Level 3):** If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for investment in unlisted equity instruments carried at FVTPL included in level 3.

(₹ in Lakhs)				
Particulars	As at 31st March, 2025			
	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>				
Investments in Equity Instruments (Quoted)	32,250.38	-	-	32,250.38
Investments in Equity Instruments (Unquoted)	-	-	0.01	0.01
Investments in Mutual Funds	-	1,287.15	-	1,287.15
Investments in Alternative Investment Funds	-	527.94	-	527.94
<b>Total</b>	<b>32,250.38</b>	<b>1,815.09</b>	<b>0.01</b>	<b>34,065.48</b>
<b>Financial Liabilities</b>				
Derivatives Financial Instruments	-	89.37	-	89.37
<b>Total</b>	<b>-</b>	<b>89.37</b>	<b>-</b>	<b>89.37</b>

(₹ in Lakhs)				
Particulars	As at 31st March, 2024			
	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>				
Investments in Equity Instruments (Quoted)	7,799.87	-	-	7,799.87
Investments in Equity Instruments (Unquoted)	-	-	0.01	0.01
Investments in Mutual Funds	-	1,107.04	-	1,107.04
Investments in Alternative Investment Funds	-	470.48	-	470.48
<b>Total</b>	<b>7,799.87</b>	<b>1,577.52</b>	<b>0.01</b>	<b>9,377.40</b>
<b>Financial Liabilities</b>				
Derivatives Financial Instruments	-	17.05	-	17.05
<b>Total</b>	<b>-</b>	<b>17.05</b>	<b>-</b>	<b>17.05</b>

## Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

Fair value of the Company's assets and liabilities that are measured at fair value on a recurring basis

Particulars	Fair Value as at		Fair Value Hierarchy	Valuation Technique and Key Inputs	Significant Unobservable Inputs
	March 31st, 2025	March 31st, 2024			
<b>Financial Assets</b>					
Investments in Equity Instruments (Quoted)	32,250.38	7,799.87	Level 1	Note (i)	Not Applicable
Investments in Mutual Funds	1,287.15	1,107.04	Level 2	Note (ii)	Not Applicable
Investments in Alternative Investment Funds	527.94	470.48	Level 2	Note (ii)	Not Applicable
Investments in Equity Instruments (Unquoted)	0.01	0.01	Level 3	Note (iii)	Not Applicable
<b>Financial Liabilities</b>					
Derivatives Financial Instruments	89.37	17.05	Level 2	Note (ii)	Not Applicable

### Valuation technique and Key inputs

- (i) **Equity Instruments:** The listed equity instruments are actively traded on stock exchanges with readily available active prices on a regular basis. Such instruments are classified as Level 1. Unlisted equity instruments are classified as Level 3.
- (ii) **Investment in Mutual funds and Alternative investment funds:** Units held in the funds of Mutual funds and AIF are measured based on their net asset value (NAV), taking into account redemption and/or other restrictions. Such instruments are generally Level 2. NAV represents the price at which the issuer will issue further units of funds and the price at which the issuers will redeem such units from the investors.
- (iii) **Derivatives financial instruments:** Equity linked future and option contracts are measured on the basis of active market price of underlying equity instruments. Such instruments are classified as Level 2.

### Sensitivity of fair value measurements to changes in unobservable market data

Since there are no assets and liabilities measured at fair value where significant unobservable inputs are used, hence the disclosure are not applicable.

## 37. Risk Management

Whilst risk is inherent in the Company's activities, it is managed through an integrated risk management framework including ongoing identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Company's continuing profitability and each individual within the Company is accountable for the risk exposures relating to his or her responsibilities. The Company is mainly exposed to market risk, liquidity risk and credit risk. It is also subject to various operating and business risks.

The Board of Directors are responsible for the overall risk management approach and for approving the risk management strategies and principles.

The Board of Directors are responsible for the overall risk management approach and for approving the risk management strategies and principles.

The Company has a robust Risk management framework to identify, evaluate business risk and opportunities. This framework seeks to create transparency, minimize adverse impact on the business objectives and enhance the competitive advantage. The framework has a different risk model which helps in identifying risk trends, exposure and potential impact analysis at a company level.



# Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

## a. Market Risk

The Company's Financial Instruments are exposed to market changes as are summarised below:

### (i) Foreign Currency Risk

The Company does not have any exposure to foreign currency. Hence, any fluctuations on account of foreign currency has not arisen.

### (ii) Equity Price Risk

The Company is exposed to equity price risk arising from its investments in equity instruments. Equity price risk is related to the change in market reference price of the investment in equity securities.

### (iii) Interest Rate Risk

The Company is exposed to interest rate sensitivity on fixed and floating rate liabilities. The Company raises funds from financial institutions. In view of the financial nature of assets and liabilities, changes in market interest rates can affect its financial condition. Fluctuations in interest rates can occur due to both internal and external factors. Internal factors include composition of assets and liabilities, maturity profile, pricing of borrowings and fixed and floating nature of assets and liabilities. External factors include macroeconomic developments, competitive pressures, regulatory developments, and global factors.

## b. Liquidity Risk

Liquidity risk is the risk that the Company does not have sufficient financial resources to meet its obligations as they fall due, or will have to do so at an excessive cost. This risk arises from mismatches in the timing of cash flows which is inherent in all finance driven organisations and can be affected by a range of Company-specific and market-wide events.

### Liquidity Risk Management (Based on Commercial Terms):

Particulars	As at 31st March, 2025			
	Less than 3 months	3 to 12 months	> 12 months	Total
<b>Financial Assets</b>				
i) Cash and Cash Equivalents	794.61	-	-	794.61
ii) Bank Balance other than above	17.81	-	-	17.81
iii) Receivables	0.03	-	-	0.03
iv) Loans	-	7,489.72	-	7,489.72
v) Investments	34,065.47	-	0.52	34,065.99
vi) Other Financial Assets	-	1.60	0.73	2.33
<b>Total</b>	<b>34,877.92</b>	<b>7,491.32</b>	<b>1.25</b>	<b>42,370.49</b>
<b>Financial Liabilities</b>				
i) Derivative financial instruments	89.37	-	-	89.37
ii) Payables				
(I) Trade Payables				
(i) Total outstanding dues of micro enterprises and small enterprises	-	-	-	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	-	-	-	-
(II) Other Payables				
(i) Total outstanding dues of micro enterprises and small enterprises	17.48	-	-	17.48
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	20.71	-	-	20.71
iii) Borrowings	56.24		-	56.24
iv) Other Financial Liabilities	53.36		-	53.36
<b>Total</b>	<b>237.16</b>	<b>-</b>	<b>-</b>	<b>237.16</b>

# Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

Particulars	As at 31st March, 2024			
	Less than 3 months	3 to 12 months	> 12 months	Total
<b>Financial Assets</b>				
i) Cash and Cash Equivalents	36.98	-	-	36.98
ii) Bank Balance other than above	18.81	-	-	18.81
iii) Receivables	7.57	-	-	7.57
iv) Loans	-	-	-	-
v) Investments	9,377.39	-	0.01	9,377.40
vi) Other Financial Assets	-	1.60	0.73	2.33
<b>Total</b>	<b>9,440.75</b>	<b>1.60</b>	<b>0.74</b>	<b>9,443.09</b>
<b>Financial Liabilities</b>				
i) Derivative financial instruments	17.05	-	-	17.05
ii) Payables				-
(I) Trade Payables				-
(i) Total outstanding dues of micro enterprises and small enterprises	-	-	-	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	-	-	-	-
(II) Other Payables				-
(i) Total outstanding dues of micro enterprises and small enterprises	-	-	-	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	17.57	-	-	17.57
iii) Borrowings	2,511.84		-	2,511.84
iv) Other Financial Liabilities	44.60		-	44.60
<b>Total</b>	<b>2,591.06</b>	<b>-</b>	<b>-</b>	<b>2,591.06</b>

## c. Credit Risk

Credit risk is the risk that the Company will incur a loss because its customers or counterparties fail to discharge their contractual obligations. The Company has established a credit quality review process to provide early identification of possible changes in the creditworthiness of counterparties. The credit quality review process aims to allow the Company to assess the potential loss as a result of the risks to which it is exposed and take corrective actions.

## d. Risk concentrations

The principal business of the Company is to provide financing in the form of loans to its clients. Credit Risk is the risk of default of the counterparty to repay its obligations in a timely manner resulting in financial loss. Credit risk encompasses both the direct risk of default and the risk of deterioration of creditworthiness as well as concentration risks. The Company has lays down the credit evaluation and approval process in compliance with regulatory guidelines.

The Company uses the Expected Credit Loss (ECL) Methodology to assess the impairment on financial assets.

In case of loan assets, The Probability of Default (PD) and Loss Given Default (LGD) is derived based on historical data on an unsegmented portfolio basis due to limitation of counts in past. The combination of the PD and LGD is applied on the Exposure at Default to compute the ECL, which is further adjusted for forward looking information, if any.

In order to avoid excessive concentrations of risk, the Company's policies and procedures include specific guidelines to focus on maintaining a diversified portfolio. Identified concentrations of credit risks are controlled and managed accordingly.

# Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

## Analysis of risk concentration

(₹ in Lakhs)				
Particulars	As at	Corporate	Others	Total
<b>Financial Assets</b>				
Loans (Net of Impairment)	31st March, 2025	7,489.72	-	-
	31st March, 2024	-	-	-

## 38. Disclosure pursuant to Indian Accounting Standard 24 - “Related Party Disclosures”

### (i) Key Management Personnel (KMP):

Name	Designation
Pawan Jain (Whole Time Director upto 31st March, 2025)	Chairman & Whole time Director
Daulat Jain (Chief Executive Officer upto 31st March, 2025)	Managing Director & Chief Executive Officer
Amit Jain	Non-Executive Director
Gaurav Jain	Chief Financial Officer
Anju Mundhra	Company Secretary
Mina Agarwal (upto 13th January, 2025)	Independent Director
Sagar Jain (upto 31st March, 2024)	Independent Director
Sonu Jain (upto 31st March, 2025)	Independent Director
Ajay Pratapray Sanghavi (w.e.f. 01st September, 2023)	Independent Director
Tapan Sodani (w.e.f 01st September, 2023)	Independent Director
Siddarth Mohta (w.e.f 12th February, 2025)	Chief Investment Officer

### (ii) Enterprises controlled or jointly controlled of KMP and/or close family members of KMP (with whom transactions have taken place during the year)

Ashika Foundation  
Ashika Global Finance Pvt. Ltd.  
Puja Sales Promotion Pvt. Ltd.  
Pawan Jain (HUF)  
Yaduka Financial Seviles Limited  
Ashika Capital Limited  
Ashika Global Securities Pvt. Ltd. (AGSPL)  
Ashika Stock Services Ltd. (Formerly known as Ashika Stock Broking Ltd)  
Ashika Commodities and Derivatives Pvt. Ltd.

### (iii) Subsidiary Company

Ashika Private Equity Advisors Pvt. Ltd. (Formerly known as Ashika Entercon Private Limited)  
(w.e.f. 21st January, 2025)

# Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

## Details of Related Party Transactions:

(₹ in Lakhs)					
Name of the related party and nature of relationship	Nature of Transactions**	For the year ended 31st March, 2025	Balance Outstanding as at 31st March, 2025	For the year ended 31st March, 2024	Balance Outstanding as at 31st March, 2024
<b>Subsidiary Company</b>					
Ashika Private Equity Advisors Pvt. Ltd. (Formerly known as Ashika Entercon Private Limited)	Investment in Subsidiary	0.51	0.51	-	-
	Loan Given	10.00	10.00	-	-
	Repayment of Loan Given	-	-	-	-
	Interest Income on Loan Given	0.02	-	-	-
<b>Key Management Personnel (KMP)</b>					
Pawan Jain	Remuneration	169.11*	8.83	169.11	9.08
Daulat Jain	Remuneration	13.00	0.83	13.00	0.80
Gaurav Jain	Remuneration	32.56	1.73	23.66	2.46
Anju Mundhra	Remuneration	33.82	1.04	34.45	2.61
Siddarth Mohta	Remuneration	6.29	4.00	-	-
Sagar Jain	Sitting Fees	-	-	1.35	-
Suparna Sengupta	Sitting Fees	-	-	0.90	-
Sonu Jain	Sitting Fees	2.00	-	1.15	-
Ajay Pratapray Shanghavi	Sitting Fees	1.20	-	0.40	-
Mina Agarwal	Sitting Fees	0.20	-	-	-
Tapan Sodani	Sitting Fees	1.65	-	0.40	-
<b>Enterprises controlled or jointly controlled or under significant influence of KMP and/or close family members of KMP (with whom transactions have taken place during the year)</b>					
Ashika Foundation	CSR expenditure	25.25	-	-	-
Ashika Stock Services Ltd.	Loan Given	7,500.00	7,500.00	4,825.00	-
	Repayment of Loan Given	-	-	4,825.00	-
	Other Payables	-	13.51	-	-
	Brokerage	289.32	-	50.70	-
	Interest Income on Loan Given	326.30	-	11.53	-
	Interest Paid on Cash Margin	197.60	-	33.72	-
Ashika Global Securities Pvt. Ltd.	Loan Taken	4,725.00	-	-	-
	Repayment of Loan Taken	4,725.00	-	-	-
	Interest Expenses on Loan Taken	15.82	-	-	-
	Loan Given	300.00	-	4,375.00	-
	Repayment of Loan Given	300.00	-	5,050.00	-
	Interest Income on Loan Given	0.09	-	16.04	-
Ashika Global Finance Pvt. Ltd.	Loan Taken	8,650.00	-	-	-
	Repayment of Loan Taken	8,650.00	-	-	-
	Interest Expense on Loan Taken	22.93	-	-	-
	Loan Given	1,900.00	-	4,200.00	-
	Repayment of Loan Given	1,900.00	-	4,200.00	-
	Interest Income on Loan Given	3.16	-	18.15	-
Ashika Capital Limited	Loan Given	-	-	1,010.00	875.00
	Repayment of Loan Given	-	-	1,885.00	-
	Interest Income on Loan Given	-	-	28.22	-
Yaduka Financial Services Limited	Loan Taken	7,750.00	-	-	-
	Repayment of Loan Taken	7,750.00	-	-	-
	Interest Expense on Loan Taken	26.90	-	-	-
Puja Sales Promotion Pvt. Ltd.	Security Deposit Given for Leased Premises	-	0.60	-	0.60
	Rent Expense for Leased Premises	1.31	-	1.20	-
Pawan Jain (HUF)	Security Deposit Given for Leased Premises	-	1.00	-	1.00
	Office Maintenance Expense for Leased Premises	4.27	-	3.72	-
	Rent Expense for Leased Premises	4.27	-	3.72	-

\*The remuneration paid/provided by the company during the year ended is in excess of the limit laid down under section 197 of the Act, However the company has obtained necessary approvals from the shareholders of the company by way of Special Resolution.

\*\* Expenses incurred for business purpose which are reimbursed by the Company has not been considered above.

## Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

### 38.1 Compensation to KMPs:

(₹ in Lakhs)		
Particulars	Year ended 31st March, 2025	Year ended 31st March, 2024
Short-term employee benefits	259.83	244.42
Other long-term employee benefits		
Post-employment benefits	2.71	2.33

38.2 Provisions for doubtful debts related to the amount of outstanding balances:

(₹ in Lakhs)				
Name of related party	For the year ended 31st March 2025	Balance Outstanding as at 31st March 2025	For the year ended 31st March, 2024	Balance Outstanding as at 31st March, 2024
Ashika Stock Services Ltd.	20.25	20.25	-	-
Ashika Private Equity Advisors Pvt. Ltd. (Formerly known as Ashika Entercon Private Limited)	0.03	0.03	-	-

### 39. Financial Ratios

Particulars	Year ended 31st March, 2025	Year ended 31st March, 2024
(a) Capital to risk-weighted assets ratio (CRAR)	NA	NA
(b) Tier I CRAR	NA	NA
(c) Tier II CRAR	NA	NA
(d) Liquidity Coverage Ratio	NA	NA

Note: Since the company is a NBFC classified under "Base Layer" in terms of Master Directions-Reverse Bank of India (Non Banking Financial Companies-Scale Based Regulations) Directions,2023, these ratios are not applicable . Hence, the same is not being disclosed.

### 40. Title deeds of Immovable Properties not held in name of the Company

Relevant line item in the Balance Sheet	Description of item of property	Gross carrying value (Amount in ₹ Lakhs)	Title deeds held in the name of	Whether title deed holder is promoter, director or relative of promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the Company
Investment property	Residential flat	13.26	Queens Park Estates Pvt. Ltd.	No	4th October, 2006	Conveyance pending

41. There is no proceedings been initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the Rules made thereunder during the year ended 31st March, 2025 and 31st March,2024.

42. The Company does not have any transaction with companies struck off U/s 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956.

43. As at 31st March, 2025 and as at 31st March, 2024, there are no loans or advances in the nature of loans granted to promoters, directors, KMPs and the related parties (as defined under the Companies Act, 2013), either severally or jointly with any other person that are repayable on demand or without specifying any terms or period of repayment.

## Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

44. The Company has duly registered it's charges or satisfaction of charges with the Registrar of Companies (ROC).

45. There are no transactions not recorded in the books of accounts during the year ended 31st March, 2025 and 31st March, 2024 that has been surrendered or disclosed as income in the tax assessments under the Income Tax Act,1961

There are no previously unrecorded income and related assets to be recorded in the books of account during the year ended 31st March, 2025 and 31st March, 2024.

46. The Company is not declared as wilful defaulter by any bank or financial Institution or other lender during the year ended 31st March, 2025 and 31st March, 2024

### 47. Utilisation of Borrowed Funds and Share Premium

(A) During the year ended and as at 31st March, 2025 and 31st March, 2024, the Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall:

- (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
- (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(B) During the year ended and as at 31st March, 2025 and 31st March, 2024, the Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

- (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

48. The Company has not traded or invested in any Crypto Currency or Virtual Currency during the year during the year ended 31st March, 2025 and 31st March, 2024.

49. Information as required in terms of Master Direction - Reserve Bank of India (Non Banking Financial Company-Scale Based regulation) Directions, 2023 is furnished vide Annexure - I attached herewith. These disclosures are prepared under Ind AS issued by MCA unless otherwise stated.

50. The Company's operating segments is established in the manner consistent with the components of the company that are evaluated regularly by the Chief Operating Decision Maker as defined in Ind AS 108, "Operating Segments". The business of the Company falls within a single operating reportable segment viz., 'Financial services' and hence, there are no separate reporting segments as per Ind AS 108, "Operating Segments".



# Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

- 51.** Disclosure as per Paragraph 10 of Master direction – Reserve Bank of India (Non Banking Financial company –Scale Based Regulation) Direction, 2023 on 'Implementation of Indian Accounting Standards'.

A comparison between provisions required under Income Recognition, Asset Classification and Provisioning (IRACP) and impairment allowances made under Ind AS 109 is given below:

Asset Classification as per RBI Norms	Asset Classification as per Ind AS 109	Gross Carrying Amount as per Ind AS 109	Loss Allowances (Provisions) as required under Ind AS 109	Net Carrying Amount	Provision required as per IRACP norms	Difference between Ind AS 109 and IRACP norms
<b>Performing Assets</b>						
Standard	Stage 1	7,510.00	20.28	7,489.72	18.78	1.51
	Stage 2	-	-	-	-	-
<b>Subtotal</b>		<b>7,510.00</b>	<b>20.28</b>	<b>7,489.72</b>	<b>18.78</b>	<b>1.51</b>
<b>Non- Performing Assets (NPA)</b>						
Sub-standard (a)	Stage 3	-	-	-	-	-
Doubtful - upto 1 year	Stage 3	-	-	-	-	-
1 to 3 years	Stage 3	-	-	-	-	-
More than 3 years	Stage 3	-	-	-	-	-
<b>Subtotal for Doubtful (b)</b>		-	-	-	-	-
<b>Loss (c)</b>	Stage 3	-	-	-	-	-
<b>Subtotal for NPA (a+b+c)</b>		-	-	-	-	-
<b>Other items such as guarantees, loan commitments, etc. which are in the scope of Ind AS 109 but not covered under current IRACP norms</b>	Stage 1	-	-	-	-	-
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-
<b>Subtotal</b>		-	-	-	-	-
<b>Total</b>	Stage 1	7,510.00	20.28	7,489.72	18.78	1.51
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-
	<b>Total</b>	<b>7,510.00</b>	<b>20.28</b>	<b>7,489.72</b>	<b>18.78</b>	<b>1.51</b>

- 52.** The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Companies Act, 2013 read with Companies (Restriction on number of Layers) Rules, 2017 for the financial year ended 31st March, 2025. However, the Company does not have any subsidiary as at 31st March, 2024 and accordingly clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017 is not applicable.

- 53.** During the year ended 31st March, 2025, a Scheme of Arrangement ('the Scheme') involving merger of Yaduka Financial Services Limited with the Company was approved by the Board of Directors of the respective companies at their meeting held on 31st July, 2024. The Scheme is subject to receipt of approval from Hon'ble National Company Law Tribunal, Kolkata Bench and from Shareholders and Creditors of each of the Companies, as may be required and other requisite Statutory/Regulatory Approvals, as applicable. The appointed date for the proposed scheme is 1st October, 2024.

During the year ended 31st March, 2025, the Board of Directors at its meeting held on 12th November, 2024, approved a Composite Scheme of Amalgamation ("the Composite Scheme") of: (i) Ashika Commodities & Derivatives Private Limited ("ACDPL" or "Transferor Company") Wholly Owned Subsidiary of Ashika Global Securities Private Limited ("AGSPL" or "Amalgamating Company" or "Transferee Company"), with and into AGSPL and (ii) AGSPL with and into Ashika Credit Capital Limited ("ACCL" or "Amalgamated Company") and their respective shareholders and creditors, under Sections 230 to 232 of the Companies Act, 2013 and other applicable laws including the rules and regulations. The Scheme is subject to receipt of approval from Hon'ble National Company Law Tribunal, Kolkata Bench and from Shareholders and Creditors of each of the Companies, as may be required and other requisite Statutory/Regulatory Approvals, as applicable. The appointed date for the proposed scheme is 1st April, 2025.

# Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

Therefore, the effect of above Scheme of Arrangements has not been accounted in the books of account of the Company.

- 54.** On January 21, 2025, the Company has acquired 5,100 shares (i.e. 51% of the equity share capital) of ₹ 10 each, aggregating to ₹ 0.51 lakhs in Ashika Private Equity Advisors Private Limited (Formerly known as Ashika Entercon Private Limited). Accordingly, Ashika Private Equity Advisors Private Limited (Formerly known as Ashika Entercon Private Limited) became subsidiary of the company w.e.f 21st January, 2025.

Name of the Entity	Principal Place of Business	Country of Incorporation	% Equity Interest As at 31st March, 2025	Relationship
Ashika Private Equity Advisors Private Limited (Formerly known as Ashika Entercon Private Limited)	Kolkata	India	51%	Subsidiary

The Company has recognised its investment in subsidiary at cost.

- 55.** Figures pertaining to previous year have been rearranged/regrouped, wherever necessary, to make them comparable with those of current year.

Signature to Notes 1 to 55

As per our report of even date attached.

For **DHC & Co.**

Chartered Accountants

ICAI Firm Registration No. 103525W

For and on behalf of the Board of Directors of **Ashika Credit Capital Ltd.**

**Pradhan Priya Dass**

Partner

Membership No. 219962

**Pawan Jain**

Chairman

(DIN: 00038076)

Place: Mumbai

**Daulat Jain**

Managing Director

(DIN: 00040088)

Place: Kolkata

**Chirag Jain**

Executive Director & Chief Executive Officer

(DIN: 07648747)

Place: Mumbai

**Anju Mundhra**

Company Secretary

(F6686)

Place: Mumbai

**Gaurav Jain**

Chief Financial Officer

Place: Mumbai

Place: Bengaluru

Date: 10th May, 2025

## Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

### Annexure – I to Notes to Financial Statements (refer Note No. 49)

Disclosure of details pursuant to Paragraph 31 of Master Directions-Reserve Bank of India (Non Banking Financial Company- Scale Based Regulation) Directions,2023

(₹ in Lakhs)				
Particulars	As at 31st March, 2025		As at 31st March, 2024	
	Amount outstanding	Amount overdue	Amount outstanding	Amount overdue
<b>Liabilities Side:</b>				
<b>(1) Loans and advances availed by the non-banking financial company inclusive of interest accrued thereon but not paid:</b>				
(a) Debentures: Secured	-	-	-	-
Unsecured	-	-	-	-
(other than falling within the meaning of public deposits)				
(b) Deferred Credits	-	-	-	-
(c) Term Loans	-	-	-	-
(d) Inter-corporate loans and borrowing	56.24	-	2,511.84	-
(e) Commercial Paper	-	-	-	-
(f) Public Deposits	-	-	-	-
(g) Other Loans	-	-	-	-
<b>(2) Break-up of (1)(f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid):</b>				
(a) In the form of Unsecured debentures	-	-	-	-
(b) In the form of partly secured debentures i.e. debentures where there is a shortfall in the value of security	-	-	-	-
(c) Other public deposits	-	-	-	-

(₹ in Lakhs)			
Assets Side:	As at 31st March, 2025	As at 31st March, 2024	
	Amount outstanding	Amount outstanding	
<b>(3) Break-up of Loans and Advance including bills receivables [other than those included in (4) below]</b>			
(a) Secured	-		-
(b) Unsecured	7,489.72		-
<b>(4) Break-up of Leased Assets and stock on hire and other assets counting towards asset financing activities</b>			
(i) Lease assets including lease rentals under sundry debtors:			
(a) Financial Lease	-		-
(b) Operating Lease	-		-
(ii) Stock on hire including hire charges under sundry debtors:			
(a) Assets on hire	-		-
(b) Repossessed Assets	-		-
(iii) Other loans counting towards asset financing activities			
(a) Loans where assets have been repossessed	-		-
(b) Loans other than (a) above	-		-

## Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

(₹ in Lakhs)		
	As at 31st March, 2025	As at 31st March, 2024
Assets Side:	Amount outstanding	Amount outstanding
<b>(5) Break-up of Investments<sup>§</sup></b>		
Current Investments		
1. Quoted:		
(i) Shares: (a) Equity	32,250.38	7,799.87
(b) Preference	-	-
(ii) Debentures and Bonds	-	-
(iii) Units of Mutual Funds	-	-
(iv) Government Securities	-	-
(v) Others	-	-
2. Unquoted:		
(i) Shares: (a) Equity	-	-
(b) Preference	-	-
(ii) Debentures and Bonds	-	-
(iii) Units of Mutual Funds	1,287.15	1,107.04
(iv) Government Securities	-	-
(v) in AIF	527.94	470.48
(vi) Others	-	-
Long Term Investments:		
1. Quoted:		
(i) Shares: (a) Equity	-	-
(b) Preference	-	-
(ii) Debentures and Bonds	-	-
(iii) Units of Mutual Funds	-	-
(iv) Government Securities	-	-
(v) Others	-	-
2. Unquoted:		
(i) Shares: (a) Equity	0.52	0.01
(b) Preference	-	-
(ii) Debentures and Bonds	-	-
(iii) Units of Mutual Funds	-	-
(iv) Government Securities	-	-
(v) Others	-	-

\*Items appearing under Note No. 5 of the audited financials statements, have been considered for the purpose of disclosure

<sup>§</sup>The Company has not disclosed the breakup of investment into Long term Investment and Current Investment as the classification is not required under Ind AS issued by MCA.

# Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

## Annexure – I to Notes to Financial Statements (refer Note No. 49)

### (6) Borrower group-wise classification of assets financed as in (3) and (4) above

Category	As at 31st March, 2025 Amount net of provisions*			As at 31st March, 2024 Amount net of provisions*		
	Secured	Unsecured	Total	Secured	Unsecured	Total
1. Related Parties **						
(a) Subsidiaries	-	9.97	9.97	-	-	-
(b) Companies in the Same Group	7,479.75	-	7,479.75	-	-	-
(c) Other Related Parties	-	-	-	-	-	-
2. Other than Related Parties	-	-	-	-	-	-
<b>Total</b>	<b>7,479.75</b>	<b>9.97</b>	<b>7,489.72</b>	-	-	-

\* Please see note 1 below

\*\* As per Ind AS issued by MCA. (Please see note 2 below)

### (7) Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted)

Category	As at 31st March, 2025 Amount net of provisions		As at 31st March, 2024 Amount net of provisions	
	Market Value/ Break up or fair value or NAV	Book Value (Net of Provisions)	Market Value/ Break up or fair value or NAV	Book Value (Net of Provisions)
1. Related Parties***				
(a) Subsidiaries	0.51	0.51	-	-
(b) Companies in the Same Group	-	-	-	-
(c) Other Related Parties	-	-	-	-
2. Other than Related Parties	34,065.48	34,065.48	9,377.40	9,377.40
<b>Total</b>	<b>34,065.99</b>	<b>34,065.99</b>	<b>9,377.40</b>	<b>9,377.40</b>

\*\*\* As per Ind AS issued by MCA. (Please see note 2 below)

### (8) Other Information

Particulars	As at 31st March, 2025	As at 31st March, 2024
	Amount	Amount
(i) Gross Non-Performing Assets <sup>§</sup>		
(a) Related Parties	-	-
(b) Other than Related Parties	-	-
(ii) Net Non-Performing Assets <sup>§</sup>		
(a) Related Parties	-	-
(b) Other than Related Parties	-	-
(iii) Assets acquired in Satisfaction of Debt	-	-

<sup>§</sup> NPA accounts refer to stage 3 assets. Stage 3 Assets includes financial assets that have objective evidence of impairment at the reporting date as defined under Ind AS. 120 Days Past Due is considered as default for classifying a financial instrument as credit impaired.

#### Notes:

- Provisioning Norms shall be applicable as prescribed in Ind AS issued by MCA.
- All Indian Accounting Standards issued by MCA are applicable including for valuation of investments.

# Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

## Annexure – I to Notes to Financial Statements (refer Note No. 49)

### Disclosure of details pursuant to Paragraph 27 of Master Directions-Reserve Bank of India (Non Banking Financial Company- Scale Based Regulation) Directions,2023

#### 1) Exposure to real estate sector: Nil

#### 2) Exposure to capital market

(₹ in Lakhs)		
Particulars	Current Year	Previous Year
i) Direct investment in equity shares, convertible bonds, convertible debentures and units of equity oriented mutual funds the corpus of which is not exclusively invested in corporate debt	32,370.36	7,799.88
ii) All exposures to Alternative Investment Funds		
i) Category-I	48.97	20.00
ii) Category-II	41.10	33.68
iii) Category-III	437.87	416.80
<b>Total exposure to capital market</b>	<b>32,898.30</b>	<b>8,270.36</b>

#### 3) Sectoral exposure

Particulars	Current Year			Previous Year		
	Total Exposure (includes on balance sheet and off-balance sheet exposure)	Gross NPAs	Percentage of Gross NPAs to total exposure in that sector	Total Exposure (includes on balance sheet and off-balance sheet exposure)	Gross NPAs	Percentage of Gross NPAs to total exposure in that sector
1) Agriculture and Allied Activities	-	-	-	-	-	-
2) Industry	-	-	-	-	-	-
3) Services						
i) Real-Estate Loans	-	-	-	-	-	-
ii) Non Banking Financial Companies	-	-	-	-	-	-
iii) All other services	7,510.00	-	-	-	-	-
<b>Total of services</b>	<b>7,510.00</b>			<b>-</b>		
4) Personal Loans						
i) Loan to Individuals against share, bonds	-	-	-	-	-	-
5) Others						

#### 4) Intra-group exposures

(₹ in Lakhs)		
Particulars	Current Year	Previous Year
1) Total amount of intra-group exposures	7,510.00	-
2) Total amount of top 20 intra-group exposures	7,510.00	-
3) Percentage of intra-group exposures to total exposure of the NBFC on borrowers/customers	100%	-

#### 5) Unhedged foreign currency exposure

The company does not have foreign currency exposure.



# Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

## Annexure – I to Notes to Financial Statements (refer Note No. 49)

### Disclosure of details pursuant to Paragraph 27 of Master Directions–Reserve Bank of India (Non Banking Financial Company– Scale Based Regulation) Directions, 2023

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

Particulars	Current Year	Previous Year
<b>Complaints received by the NBFC from its customers</b>		
1) Number of complaints pending at beginning of the year	Nil	Nil
2) Number of complaints received during the year	Nil	Nil
3) Number of complaints disposed during the year	Nil	Nil
3.1) Of which, number of complaints rejected by the NBFC	Nil	Nil
4) Number of complaints pending at the end of the year	Nil	Nil
5) Maintainable complaints received by the NBFC from Office of Ombudsman		
5.1) Of 5, number of complaints resolved in favour of the NBFC by Office of Ombudsman	Nil	Nil
5.2) Of 5, number of complaints resolved through conciliation/mediation/advisories issued by Office of Ombudsman		
5.3) Of 5, number of complaints resolved after passing of Awards by Office of Ombudsman against the NBFC		
6) Number of Awards unimplemented within the stipulated time (other than those appealed)		

### Disclosure of details pursuant to paragraph 40 of Master Directions–Reserve Bank of India (Non Banking Financial Company– Scale Based Regulation) Directions, 2023

#### Loan to Directors, Senior Officers, and Relatives of Directors

Particulars	(₹ in Lakhs)	
	Current Year	Previous Year
Directors and their relatives	-	-
Entities associated with directors and their relatives	7,510.00	-
Senior Officers and their relatives	-	-

# Notes to Standalone Financial Statements

as at and for the year ended 31st March, 2025

## Annexure – I to Notes to Financial Statements (refer Note No. 49)

Disclosure of details pursuant to Paragraph 27 of Master Directions–Reserve Bank of India (Non Banking Financial Company– Scale Based Regulation) Directions, 2023

### Related Party Disclosure

Related Party Items	Key Management Personnel						Others			
	Directors			Other KMPs						
	Current Year		Previous Year	Current Year		Previous Year	Current Year		Previous Year	
	For the year ended 31st March, 2025	Balance Outstanding as at 31st March, 2025	For the year ended 31st March, 2024	For the year ended 31st March, 2025	Balance Outstanding as at 31st March, 2025	For the year ended 31st March, 2024	For the year ended 31st March, 2025	Balance Outstanding as at 31st March, 2025	For the year ended 31st March, 2024	Balance Outstanding as at 31st March, 2024
Borrowings	-	-	-	-	-	-	21,125.00	-	-	-
Loan Given	-	-	-	-	-	-	9,710.00	7,510.00	14,410.00	-
Advances	-	-	-	-	-	-	-	-	-	-
Interest Paid	-	-	-	-	-	-	263.25	-	33.72	-
Interest Received	-	9.66	-	-	-	-	329.57	-	73.94	-
Others	187.16	-	186.31	72.67	6.77	58.11	35.10	14.02	42.37	-
<b>Total</b>	<b>187.16</b>	<b>9.66</b>	<b>186.31</b>	<b>72.67</b>	<b>6.77</b>	<b>58.11</b>	<b>31,462.92</b>	<b>7,524.02</b>	<b>14,560.03</b>	<b>-</b>

# Independent Auditor’s Report

To the Members of Ashika Credit Capital Limited

## Report on the Audit of the Consolidated Financial Statements

### Opinion

We have audited the accompanying consolidated financial statements of **Ashika Credit Capital Limited** (hereinafter referred to as “the Holding Company”) and its subsidiary (the Holding Company and its subsidiary together referred to as “the Group”), comprising of the Consolidated Balance Sheet as at 31st March, 2025, the Consolidated Statement of Profit and Loss (including Other Comprehensive have Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and notes to the consolidated financial statements including a summary of material accounting policy information and other explanatory information (hereinafter referred to as “consolidated financial statements”).

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditor on separate financial statements and on the other financial information of the subsidiary, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and

fair view in conformity with the accounting principles generally accepted in India including the Indian Accounting Standards (“Ind AS”) prescribed under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, of the consolidated state of affairs of the Group as at 31st March, 2025, their consolidated loss (including other comprehensive income), their consolidated changes in equity and their consolidated cash flows for the year ended on that date.

### Basis for Opinion

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

### Key Audit Matters

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

Sr. No.	Key audit matter(s)	How our audit addressed the key audit matter
1.	<b>Impairment loss allowance of loans</b> Impairment loss allowance of loans (“Impairment loss allowance”) is a key audit matter as the Holding Company has significant credit risk exposure. The value of loans on the consolidated balance sheet is significant and there is a high degree of complexity and judgement involved for the Holding Company in estimating individual and collective credit impairment provisions, write-offs against these loans.  The Holding Company’s model to calculate expected credit loss (“ECL”) is inherently complex and judgement is applied in determining the three-stage impairment model (“ECL Model”), including the selection and input of forward-looking information, as required. ECL provision calculations require the use of large volumes of data. The completeness and reliability of data can significantly impact the accuracy of the modelled impairment provisions. The accuracy of data flows and the implementation of related controls are critical for the integrity of the estimated impairment provisions.	We started our audit procedures with the understanding of the internal control environment related to Impairment loss allowance. Our procedures over internal controls focused on recognition and measurement of impairment loss allowance. We assessed the design and tested the operating effectiveness of the selected key controls implemented by the Holding Company.  We also assessed whether the impairment methodology used by the Holding Company is in accordance with the assumptions and methodology approved by the Board of Directors of the Holding Company, which is based on and in compliance with Ind AS 109, “Financial Instruments”. More particularly, we assessed the approach of the Holding Company regarding the definition of default, Probability of Default, Loss Given Default and incorporation of forward-looking information, as required for the calculation of ECL.

Sr. No.	Key audit matter(s)	How our audit addressed the key audit matter
		For loans which are assessed for impairment on a portfolio basis, we performed particularly the following procedures: ♦ tested the reliability of key data inputs and related management controls;  ♦ checked the stage classification as at the balance sheet date as per definition of default;  ♦ validated the ECL model and calculation;  ♦ calculated the ECL provision manually for a selected sample; and  ♦ We have checked the provision on Loan Assets as per Income Recognition, Asset Classification and Presentation (“IRACP”) norms as required in terms of paragraph 10 of Master Direction- Reserve Bank of India (Non-Banking Financial Company- Scale Based Regulation) Direction, 2023 (“the Direction”). We have assessed disclosure requirements for classification and identification of Stage 3/NPAs in accordance with the Direction.

### Other Information

The Holding Company’s Board of Directors is responsible for the other information. The other information comprises the information included in the Holding Company’s Board’s Report including Annexures to Board’s Report, Report on Corporate Governance, but does not include the standalone financial statements, consolidated financial statements and our auditor’s report thereon. The above-mentioned information are expected to be made available to us after the date of this auditor’s report.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed and the reports of other auditor, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Holding Company’s Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance (including other comprehensive income), consolidated changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including Ind AS prescribed under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements 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

## Independent Auditor's Report

from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the Group.

### Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

- ◆ Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- ◆ Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company, its subsidiary company, which are

companies incorporated in India, have adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- ◆ Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- ◆ Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- ◆ Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- ◆ Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group of which we are the independent auditors, to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors 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 consolidated financial statements of the current year and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### Other Matters

- (a) We did not audit the financial statements of 1 subsidiary, whose financial statements reflects total assets of ₹ 4.58 Lakhs and net assets of ₹ (5.78) Lakhs as at 31st March, 2025, total revenues of ₹ Nil and net cash inflows amounting to ₹ 3.29 Lakhs for the year ended on that date, as considered in the consolidated financial statements. The financial statements have been audited by their independent auditor whose report has been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the subsidiary and our report in terms of Section 143(3) of the Act, in so far as it relates to the aforesaid subsidiary, is based solely on the report of the other auditor.

Our opinion on the consolidated financial statements and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matter with respect to our reliance on the work done and the report of the other auditor.

- (b) As stated in Note No. 52 to the accompanying consolidated financial statements, the comparative financial information for the year ended 31st March, 2024 as presented in the consolidated financial statements pertains to the standalone financial statements of the Holding Company for the same period, since consolidation was applicable to the Holding Company only after 51% of the shareholding of the subsidiary was acquired during the year ended

31st March, 2025. Hence, the financial information presented for the year ended 31st March, 2025 and 31st March, 2024 is not comparable.

- (c) The audit of the financial statement for the year ended 31st March, 2024, being presented as comparative financial information in the accompanying consolidated financial statement, was carried out and reported by M/s DMKH & Co., vide their unmodified report dated 13th May, 2024, whose report has been furnished to us by the management and which has been relied upon by us.

Our opinion on the consolidated financial statements is not modified in respect of the above matters.

### Report on Other Legal and Regulatory Requirements

- (1) With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/"CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Holding Company and taking into consideration the report of other auditor on separate financial statements of subsidiary, included in the consolidated financial statements of the Holding Company, to which reporting under CARO is applicable, we report in "Annexure 1" the details of the qualifications or adverse remarks reported in the aforesaid CARO reports.
- (2) As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the other auditor on separate financial statements and the other financial information of subsidiary, as noted in the Other Matters Section above we report, to the extent applicable, that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements;
  - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors;
  - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income),



## Independent Auditor's Report

the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;

- d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended;
- e) On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2025 and taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditor of its subsidiary company, incorporated in India, none of the directors of the Group companies, incorporated in India, is disqualified as on 31st March, 2025 from being appointed as a director in terms of Section 164(2) of the Act;
- f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company, its subsidiary company, incorporated in India and the operating effectiveness of such controls, refer to our separate report in "Annexure 2";
- 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 by the Holding Company and the reports of the statutory auditor of its subsidiary company incorporated in India, the remuneration paid/provided to their directors during the year by the Holding Company, subsidiary company incorporated in India is in accordance with the provisions of Section 197 of the Act, except for the remuneration paid/provided to one of the directors of Holding Company, incorporated in India which is in excess of the limit laid down under this Section. However, the Holding Company has obtained necessary approvals from the shareholders of the Holding Company by way of special resolution;

- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

- (i) The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group- Refer Note 30 to the consolidated financial statements;
- (ii) The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
- (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary company incorporated in India.
- (iv) (a) Based on our audit report on separate financial statements of the Holding Company and consideration of report of the other auditor on separate financial statements of its subsidiary company whose financial statements have been audited under the Act, the management of the Holding Company and the respective management of the aforesaid subsidiary have represented that, to the best of their 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 Group to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- (iv) (b) Based on our audit report on separate financial statements of the Holding Company and consideration of report of the other auditor on separate financial statements of its subsidiary company incorporated in India, whose financial statements have been audited under the Act, the management of the Holding Company and the respective management of the aforesaid subsidiary have represented that, to the best of their knowledge and belief, no funds have been received by the Group from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Group shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- (iv) (c) Based on the audit procedures that are considered reasonable and appropriate in the circumstances, and consideration of report of the other auditor on separate financial statements of the subsidiary company, incorporated in India, whose financial statements have been audited under the Act, 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 Holding Company has not declared nor paid any dividend during the year. Further, based on the audit report of the subsidiary company incorporated in India, the subsidiary company has not declared nor paid any dividend during the year. Hence, reporting the compliance with Section 123 of the Act is not applicable.

- (vi) Based on our examination which included test checks and that performed by the respective auditor of the subsidiary company which is a company incorporated in India whose financial statements have been audited under the Act, the Holding Company and the subsidiary company have used an accounting software for maintaining its books of account for the financial year ended 31st March, 2025 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we and respective auditor of the above referred subsidiary did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Holding Company and above referred subsidiary as per the statutory requirements for record retention.

For **DHC & Co.**  
Chartered Accountants  
ICAI Firm Registration No. 103525W

**Pradhan Priya Dass**  
Partner

Place: Bengaluru  
Date: 10th May, 2025

Membership No. 219962  
UDIN: 25219962BMHXJC5507

## Annexure 1 to the Independent Auditor's Report

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' Section in the Independent Auditor's Report of even date to the members of Ashika Credit Capital Limited on the consolidated financial statements for the year ended 31st March, 2025]

According to the information and explanations given to us, and based on the reports issued under the Order by:

- us for the Holding Company; and
- the respective auditor of the subsidiary; included in the consolidated financial statements of the Company, to which reporting under the Order is applicable, the details of qualifications or adverse remarks are as below:

Sr. No.	Name	CIN	Holding Company/ Subsidiary	Clause number of the CARO Report which is qualified or adverse
1	Ashika Credit Capital Limited	L67120WB1994PLC062159	Holding Company	Clause (i)(c)
2	Ashika Private Equity Advisors Private Limited (Formerly Ashika Entercon Private Limited)	U66300WB2017PTC220511	Subsidiary	Clause (xix)

For **DHC & Co.**  
Chartered Accountants  
ICAI Firm Registration No. 103525W

**Pradhan Priya Dass**  
Partner

Membership No. 219962  
UDIN: 25219962BMHXJC5507

Place: Bengaluru  
Date: 10th May, 2025

## Annexure 2 to the Independent Auditor's Report

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' Section in our Independent Auditor's Report of even date to the members of Ashika Credit Capital Limited on the consolidated financial statements for the year ended 31st March, 2025]

### Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-Section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the consolidated financial statements of Ashika Credit Capital Limited ("Holding Company") as of and for the year ended 31st March, 2025, we have audited the internal financial controls with reference to financial statements of the Holding Company, its subsidiary company which are companies incorporated in India, as of that date.

### Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company, its subsidiary company which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over

Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

### Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to financial statements of Holding Company and its subsidiary company which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing specified under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by

the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditor, in terms of their report referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to financial statements of Holding Company and its subsidiary company.

### Meaning of Internal Financial Controls with reference to Financial Statements

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

Company's assets that could have a material effect on the financial statements.

### Inherent Limitations of Internal Financial Controls with reference to Financial Statements

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

### Opinion

In our opinion and to the best of our information and according to the explanations given to us and based on consideration of reporting of other auditor as mentioned in Other Matter paragraph below, the Holding Company and its subsidiary company, which are companies incorporated in India, have, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at 31st March, 2025, based on the internal control with reference to financial statements criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

### Other Matter

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements in so far as it relates to one subsidiary company, which is a company incorporated in India, is based on the corresponding report of the auditor of such company incorporated in India.

For **DHC & Co.**  
Chartered Accountants  
ICAI Firm Registration No. 103525W

**Pradhan Priya Dass**  
Partner

Place: Bengaluru  
Date: 10th May, 2025

Membership No. 219962  
UDIN: 25219962BMHXJC5507

Consolidated Balance Sheet

as at 31st March, 2025

(₹ in Lakhs)			
Particulars	Note No.	As at 31st March, 2025	As at 31st March, 2024
<b>ASSETS</b>			
<b>(1) Financial Assets</b>			
(a) Cash and Cash Equivalents	2	798.29	36.98
(b) Bank Balance other than (a) above	3	17.81	18.81
(c) Receivables	4		
(i) Trade receivables		-	-
(ii) Other receivables		0.03	7.57
(d) Loans	5	7,479.72	-
(e) Investments	6	34,065.48	9,377.40
(f) Other Financial Assets	7	3.23	2.33
<b>(2) Non-Financial Assets</b>			
(a) Current Tax Assets (net)	8	345.68	3.70
(b) Deferred Tax Assets (net)	9	1,487.93	-
(c) Investment Property	10	11.57	11.81
(d) Property, Plant and Equipment	11	89.54	17.34
(e) Goodwill		0.41	-
(f) Other Non-Financial Assets	12	25.24	14.36
<b>TOTAL ASSETS</b>		<b>44,324.93</b>	<b>9,490.30</b>
<b>LIABILITIES AND EQUITY</b>			
<b>LIABILITIES</b>			
<b>(1) Financial Liabilities</b>			
(a) Derivative financial instruments	13	89.37	17.05
(b) Payables	14		
(i) Trade Payables			
(i) Total outstanding dues of micro enterprises and small enterprises		-	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises		-	-
(ii) Other Payables			
(i) Total outstanding dues of micro enterprises and small enterprises		17.48	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises		20.96	17.57
(c) Borrowings (Other than Debt Securities)	15	56.24	2,511.84
(d) Other Financial Liabilities	16	53.36	44.60
<b>(2) Non-Financial Liabilities</b>			
(a) Current Tax Liabilities (net)	17	-	9.72
(b) Provisions	18	38.43	33.32
(c) Deferred Tax Liabilities (net)	9	-	32.65
(d) Other Non-Financial Liabilities	19	29.39	15.49
<b>TOTAL LIABILITIES</b>		<b>305.23</b>	<b>2,682.24</b>
<b>(3) Non-Controlling Interest</b>		<b>(2.83)</b>	
<b>(4) Equity</b>			
(a) Equity Share Capital	20	3,310.95	1,188.17
(b) Other Equity	21	40,711.58	5,619.89
<b>TOTAL EQUITY</b>		<b>44,022.53</b>	<b>6,808.06</b>
<b>TOTAL LIABILITIES AND EQUITY</b>		<b>44,324.93</b>	<b>9,490.30</b>

Material Accounting Policies and Notes to Consolidated Financial Statements 1-56

The Notes referred to above form an integral part of the Consolidated Balance Sheet.  
This is the Consolidated Balance Sheet referred to in our report of even date.

For **DHC & Co.**  
Chartered Accountants  
ICAI Firm Registration No. 103525W

For and on behalf of the Board of Directors of **Ashika Credit Capital Ltd.**

**Pradhan Priya Dass**  
Partner  
Membership No. 219962

**Pawan Jain**  
Chairman  
(DIN: 00038076)  
Place: Mumbai

**Daulat Jain**  
Managing Director  
(DIN: 00040088)  
Place: Kolkata

**Chirag Jain**  
Executive Director & Chief Executive Officer  
(DIN: 07648747)  
Place: Mumbai

**Anju Mundhra**  
Company Secretary  
(F6686)  
Place: Mumbai

**Gaurav Jain**  
Chief Financial Officer  
Place: Mumbai

Place: Bengaluru  
Date: 10th May, 2025

Consolidated Statement of Profit and Loss

for the year ended 31st March, 2025

(₹ in Lakhs)			
Particulars	Note No.	Year ended 31st March, 2025	Year ended 31st March, 2024
<b>REVENUE FROM OPERATIONS</b>			
(i) Interest Income	22	333.80	110.02
(ii) Dividend Income		90.22	24.42
(iii) Net gain on fair value changes	23	-	1,703.87
<b>(I) Total Revenue from Operations</b>		<b>424.02</b>	<b>1,838.31</b>
<b>(II) Other Income</b>	24	<b>4.99</b>	<b>16.43</b>
<b>(III) Total Income (I+II)</b>		<b>429.01</b>	<b>1,854.74</b>
<b>EXPENSES</b>			
(i) Finance Costs	25	754.68	73.43
(ii) Net loss on fair value changes	23	5,041.87	-
(iii) Impairment on Financial Instruments (net)	26	21.28	(30.86)
(iv) Employee Benefits Expenses	27	343.54	284.71
(v) Depreciation, Amortisation and Impairment Expense	10-11	4.07	2.16
(vi) Other Expenses	28	931.94	249.16
<b>(IV) Total Expenses</b>		<b>7,097.38</b>	<b>578.60</b>
<b>(V) Profit/(Loss) Before Exceptional items &amp; Tax (III-IV)</b>		<b>(6,668.37)</b>	<b>1,276.14</b>
(VI) Exceptional Items		-	-
<b>(VII) Profit/(Loss) Before Tax (V-VI)</b>		<b>(6,668.37)</b>	<b>1,276.14</b>
(VIII) Tax Expense:			
(a) Current Tax		-	144.18
(b) Deferred Tax		(1,520.45)	61.58
(c) Tax in respect of earlier years		(0.05)	-
		(3,041.00)	205.76
<b>(IX) Profit/(Loss) After Tax (VII-VIII)</b>		<b>(5,147.87)</b>	<b>1,070.38</b>
<b>(X) Other Comprehensive Income</b>			
(i) Items that will not be reclassified to Profit or Loss			
(a) Remeasurement Gain/(Loss) on Defined Benefit Plans		(0.47)	2.52
(b) Income tax on above		0.12	(0.63)
<b>Total Other Comprehensive Income (net of tax)</b>		<b>(0.35)</b>	<b>1.89</b>
<b>(XI) Total Comprehensive Income (IX+X)</b>		<b>(5,148.22)</b>	<b>1,072.27</b>
<b>Profit/(Loss) After Tax for the year attributable to:</b>			
Owners of the Company		<b>(5,144.94)</b>	<b>1,070.38</b>
Non-Controlling Interest		<b>(2.93)</b>	<b>-</b>
<b>Other Comprehensive Income (net of tax) for the year attributable to:</b>			
Owners of the Company		<b>(0.35)</b>	<b>1.89</b>
Non Controlling Interest		<b>-</b>	<b>-</b>
<b>Total Comprehensive Income for the year attributable to:</b>			
Owners of the Company		<b>(5,145.29)</b>	<b>1,072.27</b>
Non Controlling Interest		<b>(2.93)</b>	<b>-</b>
<b>(XII) Earnings per Equity Share (Face Value ₹ 10/- per share)</b>	29		
Basic (in ₹)		<b>(25.78)</b>	<b>9.01</b>
Diluted (in ₹)		<b>(25.78)</b>	<b>9.01</b>

Material Accounting Policies and Notes to Consolidated Financial Statements 1-56

The Notes referred to above form an integral part of the Consolidated Balance Sheet.  
This is the Consolidated Balance Sheet referred to in our report of even date.

For **DHC & Co.**  
Chartered Accountants  
ICAI Firm Registration No. 103525W

For and on behalf of the Board of Directors of **Ashika Credit Capital Ltd.**

**Pradhan Priya Dass**  
Partner  
Membership No. 219962

**Pawan Jain**  
Chairman  
(DIN: 00038076)  
Place: Mumbai

**Daulat Jain**  
Managing Director  
(DIN: 00040088)  
Place: Kolkata

**Chirag Jain**  
Executive Director & Chief Executive Officer  
(DIN: 07648747)  
Place: Mumbai

Place: Bengaluru  
Date: 10th May, 2025

**Anju Mundhra**  
Company Secretary  
(F6686)  
Place: Mumbai

**Gaurav Jain**  
Chief Financial Officer  
Place: Mumbai



Consolidated Statement of Cash Flows

for the year ended 31st March, 2025

(₹ in Lakhs)		
Particulars	Year ended 31st March, 2025	Year ended 31st March, 2024
<b>A. Cash Flow from Operating Activities</b>		
<b>Profit/(Loss) Before Tax</b>	<b>(6,668.37)</b>	<b>1,276.14</b>
Adjustments for:		
Depreciation, Amortisation and Impairment Expense	4.07	2.16
Net unrealised fair value loss/(gain) on investments	4,726.32	(320.60)
Impairment on Financial Instruments (net)	21.28	(30.86)
Finance Cost	556.74	37.93
Sundry Balances written off	2.00	
Sundry Liabilities Written Back	(4.76)	-
Provision for Gratuity	4.64	5.03
Interest Income	(329.56)	(107.77)
Interest on income tax refund	-	(3.83)
Interest on income tax	-	1.78
<b>Operating profit before working capital changes</b>	<b>(1,687.64)</b>	<b>859.98</b>
<b>Movements in Working Capital:</b>		
Adjustments for:		
(Increase)/Decrease in Loans	(7,500.00)	1,996.00
Increase/(Decrease) in Other Financial Liabilities	9.76	(17.22)
Increase/(Decrease) in Other Non-Financial Liabilities	13.90	6.07
(Increase)/Decrease in Other Financial Assets	0.10	(0.40)
(Increase)/Decrease in Other Non-Financial Assets	(12.88)	9.70
(Increase)/Decrease in Investments	(29,414.40)	(5,345.62)
(Increase)/Decrease in Receivables	7.54	43.35
Increase/(Decrease) in Payables	25.63	17.57
Increase/(Decrease) in Derivatives financial instruments	72.32	15.32
<b>Cash Generated/(Used) in Operations</b>	<b>(38,485.67)</b>	<b>(2,415.25)</b>
Advance taxes paid (including Tax Deducted at Source and net of Refunds)	(351.65)	(154.39)
Interest on Loan Received	329.56	114.79
Finance Cost Paid	(512.34)	(29.44)
<b>Net Cash Generated from/(Used in) Operating Activities (A)</b>	<b>(39,020.10)</b>	<b>(2,484.29)</b>
<b>B. Cash Flow from Investing Activities</b>		
Purchase of Property, Plant and Equipment	(76.03)	-
Acquistion of Subsidiary	(0.31)	-
<b>Net Cash Generated from/(Used in) Investing Activities (B)</b>	<b>(76.34)</b>	<b>-</b>
<b>C. Cash Flow from Financing Activities</b>		
Dividend Paid	(1.00)	-
Money Received against share warrants	6,674.28	-
Issue of Equity Shares	35,685.47	-
Amount received from borrowings (other than debt securities)	67,388.00	17,955.00
Repayment of borrowings (other than debt securities)	(69,888.00)	(15,455.00)
<b>Net Cash Generated from/(Used in) Financing Activities (C)</b>	<b>39,858.75</b>	<b>2,500.00</b>
<b>Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)</b>	<b>762.31</b>	<b>15.71</b>
<b>Cash and Cash Equivalents at the beginning of the year</b>	<b>37.01</b>	<b>21.30</b>
<b>Cash and Cash Equivalents at the end of the year (refer Note No. 2)*</b>	<b>799.32</b>	<b>37.01</b>

\* The amount is exclusive of allowance for expected credit loss on balances with bank amounting to 1.03 lakhs (31st March, 2024: 0.03 Lakhs).

Consolidated Statement of Cash Flows

for the year ended 31st March, 2025

(₹ in Lakhs)		
Components of Cash and Cash Equivalents:	As at 31st March, 2025	As at 31st March, 2024
<b>Cash and Cash Equivalents at the end of the year</b>		
(a) Cash on hand	5.98	12.12
(b) Balances with Banks - in Current Account	793.34	24.89
	<b>799.32</b>	<b>37.01</b>
Less: Impairment loss allowance	(1.03)	(0.03)
	<b>798.29</b>	<b>36.98</b>

Changes in Cash Flows from Financing Activities

(₹ in Lakhs)				
Particulars	As at 1st April, 2024	Movement		As at 31st March, 2025
		Cash	Non-Cash	
Borrowings (Other than Debt Securities)	2,511.84	(2,511.84)	56.24	56.24

(₹ in Lakhs)				
Particulars	As at 1st April, 2023	Movement		As at 31st March, 2024
		Cash	Non-Cash	
Borrowings (Other than Debt Securities)	3.35	2,496.65	11.84	2,511.84

Explanations:

- The above Consolidated Statement of Cash Flows has been prepared under the Indirect Method as set out in the Indian Accounting Standard 7 ‘Statement of Cash Flows’.
- Figures pertaining to previous year have been rearranged/regrouped, wherever necessary, to make them comparable with those of current year.

This is the Consolidated Statement of Cash Flows referred to in our report of even date.

For <b>DHC &amp; Co.</b> Chartered Accountants ICAI Firm Registration No. 103525W	For and on behalf of the Board of Directors of <b>Ashika Credit Capital Ltd.</b>		
<b>Pradhan Priya Dass</b> Partner Membership No. 219962	<b>Pawan Jain</b> Chairman (DIN: 00038076) Place: Mumbai	<b>Daulat Jain</b> Managing Director (DIN: 00040088) Place: Kolkata	<b>Chirag Jain</b> Executive Director & Chief Executive Officer (DIN: 07648747) Place: Mumbai
		<b>Anju Mundhra</b> Company Secretary (F6686) Place: Mumbai	<b>Gaurav Jain</b> Chief Financial Officer Place: Mumbai
Place: Bengaluru Date: 10th May, 2025			

# Consolidated Statement of Changes in Equity

for the year ended 31st March, 2025

## A. Equity Share Capital

(₹ in Lakhs)			
Balance as at 1st April, 2024	Issued During the Year*	Reductions During the Year	Balance as at 31st March, 2025
1,188.17	2,122.78	-	3,310.95

(₹ in Lakhs)			
Balance as at 1st April, 2023	Issued During the Year	Reductions During the Year	Balance as at 31st March, 2024
1,188.17	-	-	1,188.17

## B. Other Equity

(₹ in Lakhs)						
Particulars	Reserves and Surplus				Total	Non Controlling Interest
	Money Received against share warrants*	Statutory Reserve (pursuant to Section 45-IC of The Reserve Bank of India Act, 1934)	Securities Premium	Retained Earnings		
Balance as at the 1st April, 2024	-	770.27	3,362.01	1,487.61	5,619.89	-
Add: Effect of business combination (Refer note 53)						0.10
Add: Issue of warrants	27,219.41	-	-	-	27,219.41	-
Less: Conversion of warrants	(20,545.12)	-	-	-	(20,545.12)	-
Add: During the year	-	-	33,562.69	-	33,562.69	-
Profit/(Loss) after tax for the year	-	-	-	(5,144.94)	(5,144.94)	(2.93)
Remeasurement Gain/(Loss) on Defined Benefit Plans (net of tax)	-	-	-	(0.35)	(0.35)	-
Transfer to/(from) retained earnings	-	-	-	-	-	-
Balance as at 31 <sup>st</sup> March, 2025	6,674.29	770.27	36,924.70	(3,657.68)	40,711.58	(2.83)

(₹ in Lakhs)					
Particulars	Reserves and Surplus				Total
	Money Received against share warrants*	Statutory Reserve (pursuant to Section 45-IC of The Reserve Bank of India Act, 1934)	Securities Premium	Retained Earnings	
Balance as at the 1st April, 2023	-	556.19	3,362.01	629.42	4,547.62
Profit/(Loss) after tax for the year	-	-	-	1,070.38	1,070.38
Remeasurement Gain/(Loss) on Defined Benefit Plans (net of tax)	-	-	-	1.89	1.89
Transfer to/(from) retained earnings	-	214.08	-	(214.08)	-
Balance as at 31 <sup>st</sup> March, 2024	-	770.27	3,362.01	1,487.61	5,619.89

\*Refer Note No. 20.1.  
Refer Note No. 21 for nature and purpose of reserves.  
This is the Consolidated Statement of Changes in Equity referred to in our report of even date.

For **DHC & Co.**  
Chartered Accountants  
ICAI Firm Registration No. 103525W

For and on behalf of the Board of Directors of **Ashika Credit Capital Ltd.**  

**Pradhan Priya Dass**  
Partner  
Membership No. 219962

**Pawan Jain**  
Chairman  
(DIN: 00038076)  
Place: Mumbai

**Daulat Jain**  
Managing Director  
(DIN: 00040088)  
Place: Kolkata

**Chirag Jain**  
Executive Director & Chief Executive Officer  
(DIN: 07648747)  
Place: Mumbai

**Anju Mundhra**  
Company Secretary  
(F6686)  
Place: Mumbai

**Gaurav Jain**  
Chief Financial Officer  
Place: Mumbai

Place: Bengaluru  
Date: 10th May, 2025

# Material Accounting Policies and Notes to Consolidated Financial Statements

## 1(a) Corporate Information

Ashika Credit Capital Limited (“the Parent Company”) is a public limited company domiciled in India and incorporated under the provisions of the Companies Act, 1956. The shares of the Parent Company are listed on Bombay Stock Exchange. The Parent Company has received a certificate of registration from the Reserve Bank of India (“the RBI”) on 7th September, 1998 to commence/ carry on the business of Non-Banking Financial Institution (“NBFI”), without accepting deposits and classified as a NBFC in Base Layer (NBFC-BL). The registration details are as follows:

RBI	05.2892
Corporate Identity Number (CIN)	L67120WB1994PLC062159

The Parent Company is engaged in fund-based activities like providing loans and advances, inter-corporate deposits, loans against securities and investments in shares and securities. The Parent Company provides services to individuals, corporate and financial institutions.

The Consolidated financial statements of the Parent Company and its subsidiary i.e. Ashika Private Equity Advisors Private Limited (Formerly known as Ashika Entercon Private Limited) (the Parent Company and its Subsidiary together hereinafter referred to as ‘the Group’) for the year ended 31st March, 2025 were approved for issue in accordance with the resolution of the Board of Directors on 10th May, 2025.

## 1(b) Accounting Policies

### 1.1 Statement of compliance

The Consolidated financial statements of the group have been prepared in accordance with Indian Accounting Standards (referred to as “Ind AS”) notified under Section 133 of the Companies Act, 2013 (“the Act”) read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, other relevant provision of the Act and guidelines issued by the RBI and paragraph 10 of Master Direction-Reserve Bank of India (Non-Banking Financial Company-Scale Based Regulation) Direction, 2023.

### 1.2 Basis of preparation and presentation

On 21st January, 2025, the Parent Company has acquired 5100 shares (i.e. 51% of the equity share capital) of ₹ 10 each, aggregating to ₹ 0.51 lakhs in Ashika Private Equity Advisors Private Limited (Formerly known as Ashika Entercon

Private Limited). Accordingly, Ashika Private Equity Advisors Private Limited (Formerly known as Ashika Entercon Private Limited) became subsidiary of the Parent Company w.e.f. 21st January, 2025. Hence, current year i.e. 31st March, 2025, being the first occasion that the consolidated financial statement are being presented, therefore for the purpose of comparative figures, figures of the standalone financial statement of the Parent Company has been given. Opening balances wherever disclosed in the consolidated financial statement for the year ended 31st March, 2025 represents figures of the Parent Company’s standalone financial statement.

The Consolidated financial statements of the Group have been prepared in accordance with Ind AS notified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and other relevant provision of the Act. The consolidated financial statements have been prepared under the historical cost convention, as modified by the application of fair value measurements required or allowed by relevant Ind AS at the end of each reporting period.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. The accounting policies are applied consistently to all the periods presented in the Consolidated financial statements.

The preparation of Consolidated financial statements require the use of certain material accounting estimates and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses and the disclosed amount of contingent liabilities. Areas involving higher degree of judgement or complexity, or areas where assumptions are material to the Group are discussed in Note No. 1.19 – Material accounting judgements, estimates and assumptions.

The management believes that the estimates used in preparation of Consolidated financial statements are prudent and reasonable.

Actual results could differ from those estimates and the differences between the actual results and the estimates would be recognised in the periods in which the results are known/ materialised.

The Consolidated financial statements are presented in Indian Rupees (₹) and all values

# Material Accounting Policies and Notes to Consolidated Financial Statements

are rounded to the nearest Lakh, except otherwise indicated.

Comparative information has been restated to accord with changes in presentations made in the current year, except where otherwise stated.

## 1.3 Basis of Consolidation

The Consolidated financial statements incorporate the financial statements of the Parent Company and its subsidiary (being the entity that it controls).

Control is achieved when the Parent Company:

- ◆ has power over the investee,
- ◆ is exposed, or has rights, to variable returns from its involvement with the investee; and
- ◆ has the ability to use its power to affect its returns.

The Parent Company reassesses whether it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

When the Parent Company has less than a majority of the voting rights of an investee, it has power over the investee when the voting rights are sufficient to give it the practical ability to direct the relevant activities of the investee unilaterally.

The Parent Company considers all relevant facts and circumstances in assessing whether the Group's voting rights in an investee are sufficient to give it power, including:

- ◆ the size of the Parent Company's holding of voting rights relative to the size and dispersion of holdings of the other voting rights holders,
- ◆ potential voting rights held by the Parent Company, other vote holders or other parties,
- ◆ rights arising from other contractual arrangements; and
- ◆ any additional facts and circumstances that indicate that the Parent Company has, or does not have, the current ability to direct the relevant activities at the time that decisions need to be made, including voting patterns at previous shareholders' meetings.

Consolidation of a subsidiary begins when the Parent Company obtains control over the subsidiary and ceases when the Parent Company loses control of the subsidiary. Assets, liabilities, incomes, and expenses of a subsidiary acquired or disposed of, during the year are included in

the Consolidated financial statements from the date the Parent Company gains control, until the date when the Parent Company ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the Consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statements in preparing the Consolidated financial statements to ensure conformity with the Group's accounting policies.

The financial statements of entity used for the purpose of consolidation are drawn up to same reporting date as that of the Parent Company, i.e., year ended on 31st March, 2025.

## Consolidation procedure for subsidiary:

- (a) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the Consolidated financial statements at the acquisition date.
- (b) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary. Business combinations policy explains the accounting for any related goodwill.
- (c) Eliminate in full intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the Group (profits or losses resulting from intra-group transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intra-group losses may indicate an impairment that requires recognition in the Consolidated financial statements. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

Profit or loss and each component of OCI are attributed to the owners of the Parent Company and to the non-controlling interests. Total comprehensive income of subsidiaries is attributed to the owners of the Parent Company and to the non-controlling

# Material Accounting Policies and Notes to Consolidated Financial Statements

interests even if this results in the non-controlling interests having a deficit balance.

When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies in line with the Group's accounting policies.

If the Parent Company loses control over a subsidiary, it:

- ◆ Derecognises the assets (including goodwill) and liabilities of the subsidiary
- ◆ Derecognises the carrying amount of any non-controlling interests
- ◆ Derecognises the cumulative translation differences recorded in equity

## Particulars of consolidation:

The financial statements of the following subsidiary have been considered for consolidation:

Name of the Company	% shareholding and voting power of the Parent Company	Consolidated as
Ashika Private Equity Advisors Private Limited (Formerly known as Ashika Entercon Private Limited)	51%	Subsidiary (w.e.f. 21st January, 2025)

## 1.4 Business combinations

Acquisitions of businesses are accounted for using the acquisition method as per Ind AS 103 – Business Combinations. The consideration transferred in a business combination is measured at fair value, which is calculated as the sum of the acquisition date fair values of the assets transferred by the acquirer, liabilities incurred by the acquirer to the former owners of the acquiree and the equity interests issued by the acquirer in exchange for control of the acquiree.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair value on the date of acquisition.

The interest of non-controlling shareholders is initially measured either at fair value or at the non-controlling interests' proportionate share of the acquiree's identifiable net assets. The choice of measurement basis is made on an acquisition-by acquisition basis. Subsequent to acquisition, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity of subsidiaries.

- ◆ Recognises the fair value of the consideration received
- ◆ Recognises the fair value of any investment retained
- ◆ Recognises any surplus or deficit in profit or loss.

Reclassifies the parent's share of components previously recognised in OCI to profit or loss or retained earnings, as appropriate, as would be required if the Group had directly disposed of the related assets or liabilities.

A change in the ownership interest of a subsidiary, without loss of control, is accounted for as an equity transaction.

At the acquisition date, the identifiable assets acquired, and the liabilities assumed, are recognised at their fair value at the acquisition date, except that:

Assets and liabilities related to Deferred Tax and Employee Benefit arrangements are recognized and measured in accordance with Ind AS 12 Income Taxes and Ind AS 19 Employee Benefits respectively.

Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non controlling interests in the acquiree, and the fair value of the acquirer's previously held equity interest in the acquiree (if any) over the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed.

## 1.5 Goodwill

### Accounting policy

Goodwill represents the purchase consideration in excess of the acquirer's interest in the net fair value of identifiable assets, liabilities and contingent liabilities of the acquired entity. When the net fair value of the identifiable assets, liabilities and contingent liabilities acquired exceeds purchase consideration, the fair value of net assets acquired is reassessed and the bargain purchase gain is recognized in capital



# Material Accounting Policies and Notes to Consolidated Financial Statements

reserve. Goodwill is measured at cost less accumulated impairment.

Goodwill is tested for impairment on an annual basis and whenever there is an indication that the recoverable amount of a Cash Generating Unit (CGU) is less than its carrying amount. For the purpose of impairment testing, goodwill is allocated to each of the Group's cash generating units (CGU) that is expected to benefit from the synergies of the combination.

A CGU is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or group of assets. Impairment occurs when the carrying amount of a CGU including the goodwill, exceeds the estimated recoverable amount of the CGU. The recoverable amount of a CGU is the higher of its fair value less cost to sell and its value-in-use.

Value-in-use is the present value of future cash flows expected to be derived from the CGU. Key assumptions in the cash flow projections are prepared based on current economic conditions and includes estimated long term growth rates, weighted average cost of capital and estimated operating margins.

On disposal of relevant CGU, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

## 1.6 Revenue Recognition

Revenue is recognised to the extent it is probable that the economic benefits will flow to the Group, it can be reliably measured and it is reasonable to expect ultimate collection.

### (A) Revenue from Operations:

Revenue from Operations is recognised in the Statement of Profit and Loss on an accrual basis as stated herein below:

- Interest income from financial assets is recognised by applying the Effective Interest Rate ('EIR') to the gross carrying amount of financial assets, other than credit-impaired assets and those classified as measured at Fair Value through Profit or Loss (FVTPL) or Fair Value through Other Comprehensive Income (FVTOCI). The basis of computation of EIR is discussed in Note No. 1.17.3.

Any subsequent changes in the estimation of the future cash flows

having impact on EIR are recognised in interest income with the corresponding adjustment to the carrying amount of the assets.

- Interest Income on credit impaired financial assets is recognised by applying the effective interest rate to the net amortised cost (i.e. after considering impairment loss allowance) of the financial assets.
- Income or net gain on fair value changes for financial assets classified as measured at FVTPL and FVTOCI is recognised as discussed in Note No. 1.17.3.
- Revenue from trading in securities/intraday transactions is accounted for on trade date basis.
- Income from dividend is recognised when the Group's right to receive such dividend is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

### (B) Other Income:

All other items of income are accounted for on accrual basis.

## 1.7 Leases

### (a) Arrangements where the Group is the lessee

The Group assesses whether a contract contains a lease, at the inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether: (i) the contract involves the use of an identified asset (ii) the Group has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Group has the right to direct the use of the asset.

At the date of commencement of the lease, the Group recognizes a right-of-use asset ("ROU") and a corresponding lease liability

# Material Accounting Policies and Notes to Consolidated Financial Statements

for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Group recognizes the lease payments in the Statement of Profit and Loss as operating expenses over the term of the lease.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognised at cost, which comprises the initial amount of the lease liability i.e. the present value of the future lease payments, adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses. Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. The lease payments are discounted using the interest rate implicit in the lease or if not readily determinable using the incremental borrowing rates. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Group change its assessment whether it will exercise an extension or a termination option.

### (b) Arrangements where the Group is the lessor

Leases for which the Group is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

For operating leases, rental income is recognised in the Statement of Profit and Loss.

## 1.8 Borrowing Costs

Borrowing costs consist of interest and other costs that an entity incurs in connection with the

borrowing of funds including interest expense calculated using the effective interest method.

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

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

Interest expense includes origination costs that are initially recognised as part of the carrying value of the financial liability and amortized over the expected life using the EIR. It also include expenses related to borrowing which are not part of effective interest as not directly related to loan origination.

## 1.9 Employee Benefits

### 1.9.1 Retirement benefit costs and other employee benefits

#### (A) Defined Contribution Plans:

Contributions to Provident Fund, Pension Fund and Employee State Insurance are considered as defined contribution plans and are recognised as expenditure when an employee renders related services.

#### (B) Defined Benefit Plans:

Gratuity Liability is a defined benefit plan. The cost of providing benefits is determined based on actuarial valuation carried out by an independent actuary using the projected unit credit method.

Re-measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Re-measurement recognised in other comprehensive income is reflected under retained earnings and is not reclassified to the Statement of Profit and Loss.

# Material Accounting Policies and Notes to Consolidated Financial Statements

## (c) Short-term and other long-term employee benefits:

A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave in the period in which related service is rendered.

Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

## 1.10 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

### Current tax

Current tax is determined at the amount of tax payable in respect of taxable profit for the year as per the Income-tax Act, 1961. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The current tax is calculated using tax rates that have been enacted or substantially enacted at the reporting period.

MAT credit is recognised as an asset only when and to the extent there is convincing evidence that the Group will pay normal income tax during the specified period. In the year in which the MAT credit becomes eligible to be recognised as an asset, the said asset is created by way of a credit to the Statement of Profit and Loss and shown as MAT credit entitlement. The Group reviews the same at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that the Group will pay normal income tax during the specified period.

### Deferred tax

The Group's deferred tax is calculated using tax rate that are substantively enacted by the end of the reporting period.

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

Deferred tax liabilities are generally recognised for all taxable temporary differences.

Deferred tax assets are generally recognised for all deductible temporary differences, unused tax credits and unused tax losses being carried forward, to the extent that it is probable that taxable profits will be available in future against which these can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

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

### Current and deferred tax for the year

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

## 1.11 Property, Plant and Equipment

Property, plant and equipment shown in the balance sheet consists of assets used in the provision of services or for administrative purposes.

### Initial and subsequent recognition

Property, plant and equipment are initially recognised at cost together with borrowing cost capitalized for qualifying assets. Cost comprises the purchase price and any directly attributable cost of bringing the asset to the location and its working condition for its intended use. Changes in the expected useful life are accounted for by changing the amortisation period or methodology, as appropriate, and treated as changes in accounting estimates.

Subsequent to initial recognition, property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment, if any.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable

# Material Accounting Policies and Notes to Consolidated Financial Statements

that the future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is de-recognised when replaced. All other repairs and maintenance are charged to the Statement of Profit and Loss during the reporting period in which they are incurred.

### De-recognition

An item of property, plant and equipment is de-recognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the net disposal proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss. The date of disposal of an item of property, plant and equipment is the date the recipient obtains control of that item in accordance with the requirements for determining when a performance obligation is satisfied in Ind AS 115.

### Depreciation

Depreciation commences when the assets are ready for their intended use. It is recognised to write down the cost of the property, plant and equipment to their residual values over their useful lives, using the straight-line basis. 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.

The Group has adopted the useful life as specified in Schedule II to the Act.

Depreciation on right-of-use asset is charged to Statement of Profit and Loss on straight line basis over the life of the asset.

Depreciation on assets purchased/sold during the period is recognised on a pro-rata basis.

## 1.12 Investment Property

Properties, held to earn rentals and/or capital appreciation are classified as investment property and measured and reported at cost, including transaction costs.

Depreciation is recognised using straight line method so as to write off the cost of the investment property less their residual values over their useful lives specified in Schedule II to

the Act. The estimated useful life, residual values and depreciation method are reviewed at the end of each reporting period and the effect of any change in the estimates accounted for on prospective basis.

An investment property is de-recognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on de-recognition of property (calculated as difference between net disposal proceeds and the carrying amount of the asset) is recognised in the Statement of Profit and Loss in the period in which the property is de-recognised.

## 1.13 Impairment of Non-Financial Assets

At the end of each reporting period, the Group reviews the carrying amounts of its assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the Statement of Profit and Loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the Statement of Profit and Loss.



# Material Accounting Policies and Notes to Consolidated Financial Statements

## 1.14 Provisions, Contingent Liabilities and Contingent Assets

### Provisions

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

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

A provision for onerous contracts is recognised when the expected benefits to be derived by the Group from a contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

In case of litigations, provision is recognised once it has been established that the Group has a present obligation based on information available up to the date on which the Group's financial statements are finalised and may in some cases entail seeking expert advice in making the determination on whether there is a present obligation.

### Contingent Liabilities

Contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. Group does not recognised

contingent liability but discloses its existence in the consolidated financial statements.

### Contingent Assets

Contingent assets are not recognised in the consolidated financial statements, but are disclosed where an inflow of economic benefits is probable.

## 1.15 Cash and cash equivalents

Cash and cash equivalents comprise of cash on hand, balances with banks, cheques on hand, remittances in transit and short-term investments with an original maturity of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

## 1.16 Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision-Maker (CODM). The CODM assess the financial performance and position of the Group and makes strategic decisions.

The Group is predominantly engaged in a single reportable segment of 'Financial Services' as per the Ind AS 108 - Segment Reporting.

## 1.17 Financial Instruments

### Classification of financial instruments

The Group classifies its financial assets into the following measurement categories:

1. Financial assets to be measured at amortised cost.
2. Financial assets to be measured at fair value through other comprehensive income.
3. Financial assets to be measured at fair value through profit or loss.

The classification depends on the contractual terms of the financial assets' cash flows and the Group's business model for managing financial assets which are explained below:

### Business model assessment

The Group determines its business model at the level that best reflects how it manages groups of financial assets to achieve its business objective.

The Group's business model is not assessed on an instrument-by-instrument basis, but at a higher level of aggregated portfolios and is based on observable factors such as:

# Material Accounting Policies and Notes to Consolidated Financial Statements

- ◆ How the performance of the business model and the financial assets held within that business model are evaluated and reported to the entity's key management personnel.
- ◆ The risks that affect the performance of the business model (and the financial assets held within that business model) and the way those risks are managed.
- ◆ How managers of the business are compensated (for example, whether the compensation is based on the fair value of the assets managed or on the contractual cash flows collected).
- ◆ The expected frequency, value and timing of sales are also important aspects of the Group's assessment. The business model assessment is based on reasonably expected scenarios without taking 'worst case' or 'stress case' scenarios into account. If cash flows after initial recognition are realised in a way that is different from the Group's original expectations, the Group does not change the classification of the remaining financial assets held in that business model, but incorporates such information when assessing newly originated or newly purchased financial assets going forward.

## The Solely Payments of Principal and Interest (SPPI) test

As a second step of its classification process the Group assesses the contractual terms of financial assets to identify whether they meet the SPPI test.

'Principal' for the purpose of this test is defined as the fair value of the financial asset at initial recognition and may change over the life of the financial asset (for example, if there are repayments of principal or amortisation of the premium/discount).

In making this assessment, the Group considers whether the contractual cash flows are consistent with a basic lending arrangement i.e. interest includes only consideration for the time value of money, credit risk, other basic lending risks and a profit margin that is consistent with a basic lending arrangement. Where the contractual terms introduce exposure to risk or volatility that are inconsistent with a basic lending arrangement, the related financial asset is classified and measured at fair value through profit or loss.

The Group classifies its financial liabilities at amortised costs unless it has designated liabilities at fair value through the profit and loss account or is required to measure liabilities at fair value through profit or loss such as derivative liabilities.

## 1.17.1 Recognition of Financial Instruments:

Financial assets and financial liabilities are recognised when entity becomes a party to the contractual provisions of the instruments. Loans & advances and all other regular way purchases or sales of financial assets are recognised and de-recognised on the trade date basis.

## 1.17.2 Initial Measurement of Financial Instruments:

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of Profit and Loss.

## 1.17.3 Subsequent Measurement:

### (A) Financial Assets

#### Financial Assets carried at Amortised Cost:

These financial assets comprise Bank Balances, Loans, Trade Receivables, Other Receivables, Investments and Other financial assets.

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

#### Financial Assets at Fair Value through Other Comprehensive Income (FVTOCI):

A financial asset is measured at FVTOCI, if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the



# Material Accounting Policies and Notes to Consolidated Financial Statements

financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

## Financial Assets at Fair Value through Profit or Loss (FVTPL):

A financial asset which is not classified as Amortised Cost or FVTOCI is measured at FVTPL. Financial assets at FVTPL include financial assets held for trading and financial assets designated upon initial recognition as at FVTPL. A financial asset that meets the amortised cost criteria or debt instruments that meet the FVTOCI criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases. The Group has not designated any debt instrument as at FVTPL.

Any differences between the fair values of financial assets classified as FVTPL and held by the Group on the balance sheet date is recognised in the Statement of Profit and Loss. In cases there is a net gain in the aggregate, the same is recognised in "Net gain on fair value changes" under Revenue from Operations and if there is a net loss the same is recognised in "Net loss on fair value changes" under Expenses in the Statement of Profit and Loss.

## Effective Interest Rate (EIR) Method:

The EIR is a method of calculating the amortised cost of a financial instrument and of allocating interest income or expense over the relevant period. The EIR is the rate that exactly discounts estimated future cash receipts or payments through the expected life of the financial asset or financial liability to the gross carrying amount of a financial asset or to the amortised cost of a financial liability on initial recognition

The EIR for financial assets or financial liability is computed:

- By considering all the contractual terms of the financial instrument in estimating the cash flows.
- Including fees and transaction costs that are integral part of EIR.

## Impairment of Financial Assets:

Loss allowance for expected credit losses is recognised for financial assets measured at amortised cost and FVTOCI at each reporting date based on evidence or information that is available without undue cost or effort.

The Group measures the loss allowance for a financial asset at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial asset has not increased significantly since initial recognition, the Group measures the loss allowance for that financial asset at an amount equal to 12-month expected credit losses.

No Expected credit losses are recognised on equity investments.

Also refer Note No. 1.14.6 Overview of the Expected Credit Loss (ECL) principles.

## De-recognition of Financial Assets:

The Group de-recognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

On de-recognition of a financial asset accounted under Ind AS 109 in its entirety:

- For Financial Assets measured at Amortised Cost, the gain or loss is recognised in the Statement of Profit and Loss.
- For Financial Assets measured at FVTOCI, the cumulative fair value adjustments previously taken to reserves are reclassified to the Statement of Profit and Loss unless the asset represents an equity investment in which case the cumulative fair value adjustments previously taken to reserves may be reclassified within equity.

If the transferred asset is part of a larger financial asset and the part transferred qualifies for de-recognition in its entirety, the previous carrying amount of the larger financial asset shall be allocated between the part that continues to be recognised and the part that is de-recognised, on the basis of the relative

# Material Accounting Policies and Notes to Consolidated Financial Statements

fair values of those parts on the date of the transfer.

If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, it recognises its retained interest in the assets and an associated liability for amounts it may have to pay.

If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, it continues to recognise the financial asset and also recognises a liability for the proceeds received.

## Modification/revision in estimates of cash flows of financial assets:

When the contractual cash flows of a financial asset are renegotiated or otherwise modified and the renegotiation or modification does not result in the de-recognition of that financial asset in accordance with Ind AS 109, the Group recalculates the gross carrying amount of the financial asset and recognises a modification gain or loss in the Statement of Profit and Loss.

## (B) Financial Liabilities and Equity Instruments

### Classification as debt or equity:

Financial liabilities and equity instruments issued are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

### Equity Instruments

An Equity Instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities. Repurchase of the Group's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in the Statement of Profit and Loss on the purchase, sale, issue or cancellation of the Group's own equity instruments.

### Financial Liabilities

The Group classifies all financial liabilities as subsequently measured at amortised cost, except for financial liabilities at FVTPL. Such liabilities, including derivatives that are

liabilities, shall be subsequently measured at fair value.

### Financial Liabilities at FVTPL

Financial liabilities at FVTPL include financial liabilities held for trading and financial liabilities designated upon initial recognition as at FVTPL. Financial liabilities are classified as held for trading, if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109 - "Financial Instruments".

### Financial Liabilities measured at Amortised Cost

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the EIR method except for those designated in an effective hedging relationship.

Amortised cost is calculated by taking into account any discount or premium and fee or costs that are an integral part of the EIR. The EIR amortisation is included in finance costs in the Statement of Profit and Loss. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the EIR method.

### Trade and other payables

A payable is classified as 'trade payable' if it is in respect of the amount due on account of goods purchased or services received in the normal course of business. These amounts represent liabilities for goods and services provided to the Group prior to the end of financial year, which are unpaid. They are recognised initially at their fair value and subsequently measured at amortised cost.

### Financial Guarantee Contracts

Financial guarantees issued by the Group are those guarantees that require a payment to be made to reimburse the holder of the guarantee for a loss incurred by the holder because the specified debtor fails to make a payment, when due, to the holder in accordance with the terms of a debt instrument. Financial guarantees

# Material Accounting Policies and Notes to Consolidated Financial Statements

are recognised initially as a liability at fair value, adjusted for transactions costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

## De-recognition of financial liabilities

A financial liability is de-recognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference between the carrying amount of the financial liability de-recognised and the consideration paid and payable is recognised in the Statement of Profit and Loss.

### 1.17.4 Off-setting of financial instruments

Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet, when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis, or realise the asset and settle the liability simultaneously backed by past practice.

### 1.17.5 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

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

The Principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

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

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are as follows:

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

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

**Level 3 financial instruments:** Those that include one or more unobservable input that is significant to the measurement as whole.

### 1.17.6 Overview of the Expected Credit Loss (ECL) principles

Expected credit loss (ECL) is the probability-weighted estimate of credit losses (i.e., the present

# Material Accounting Policies and Notes to Consolidated Financial Statements

value of all cash shortfalls) over the expected life of the financial instrument. A cash shortfall is the difference between scheduled or contractual cash flows and actual expected cash flows. Consequently, ECL subsumes both the amount and timing of payments. It also incorporates available information which is relevant to the assessment, including information about past events, current conditions and reasonable and supportable information about future events and economic conditions at the reporting date.

For portfolio of exposures, ECL is modelled as the product of the probability of default, the loss given default and the exposure at default.

In case of assets identified to be significantly credit-impaired to the extent that default has happened or seems to be a certainty rather than probability, ECL would be determined by directly estimating the receipt of cash flows and timing thereof.

## Staging:

The loan portfolio would be classified into three stage-wise buckets – Stage 1, Stage 2 and Stage 3 – corresponding to the contracts assessed as performing, under-performing and non-performing, in accordance with the Ind-AS guidelines. The key parameter used for stage-wise classification would be days past due (DPDs).

### Stage 1:

All exposures where there has not been a significant increase in credit risk since initial recognition or that has low credit risk at the reporting date and that are not credit impaired upon origination are classified under this stage. The Group classifies all standard advances and advances up to 60 days default under this category. Stage 1 loans also include facilities where the credit risk has improved and the loan has been reclassified from Stage 2.

### Stage 2:

All exposures where there has been a significant increase in credit risk since initial recognition but are not credit impaired are classified under this stage. 60 Days Past Due is considered as significant increase in credit risk.

### Stage 3:

All exposures assessed as credit impaired when one or more events that have a detrimental impact on the estimated future cash flows of that

asset have occurred are classified in this stage. For exposures that have become credit impaired, a lifetime ECL is recognised and interest revenue is calculated by applying the effective interest rate to the amortised cost (net of provision) rather than the gross carrying amount. 150 Days Past Due is considered as default for classifying a financial instrument as credit impaired. If an event (for e.g. any natural calamity) warrants a provision higher than as mandated under ECL methodology, the Group may classify the financial asset in Stage 3 accordingly.

While the presumption for inter-stage threshold for Stage 1 is 30 days, the Group has rebutted the presumption and has considered 60 days as the threshold. As per current market practice, NBFCs typically tend to be paid later than banks by borrowers since banks control their working capital financing.

## Methodology:

The basis of the ECL calculations are outlined below which is intended to be more forward-looking. Key elements of ECL are, as follows:

**Probability of Default (PD)** is an estimate of the likelihood of default over a given time horizon. A default may only happen at a certain time over the assessed period, if the facility has not been previously de-recognised and is still in the portfolio.

**Exposure at Default (EAD)** is an estimate of the exposure at a future default date, taking into account expected changes in the exposure after the reporting date, including repayments of principal and interest, whether scheduled by contract or otherwise, expected drawdowns on committed facilities, and accrued interest from missed payments.

**Loss Given Default (LGD)** is an estimate of the loss arising in the case where a default occurs at a given time. It is based on the difference between the contractual cash flows due and those that the lender would expect to receive, including from the realisation of any collateral. It is usually expressed as a percentage of the EAD.

The key tenets of Group's methodology are as under:

**Past performance as basis for ECL discovery:** Group's ECL methodology is based on discovery of the relevant parameters – namely EAD, PD and LGD – from the Group's actual performance of past portfolios.



# Material Accounting Policies and Notes to Consolidated Financial Statements

**Life Cycle Determination:** A significant portion of the advances of the Group is short-term in nature. Based on maturity pattern on the Group's advances in past years, the average life cycle has been considered as 1 year.

The management will continue to monitor the loan cases on an ongoing basis, and have the discretion to make higher provisions on the basis expected recovery of the individual accounts, wherever considered necessary.

## 1.17.7 Write-offs

The Group reduces the gross carrying amount of a financial asset when the Group has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. This is generally the case when the Group determines that the borrower does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subjected to write-offs. Any subsequent recoveries against such loans are credited to the Statement of profit and loss.

## 1.18 Earnings per Share ('EPS')

Basic EPS per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting preference dividend, if any, and attributable taxes) by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless they have been issued at a later date. In computing the dilutive earnings per share, only potential equity shares that are dilutive and that either reduces the earnings per share or increases loss per share are included.

## 1.19 Material accounting judgements, estimates and assumptions

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

at the end of the reporting period. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

In particular, information about material areas of estimation, uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the consolidated financial statements is included in the following notes:

### 1.19.1 Impairment Charges on loans and advances

The measurement of impairment losses requires judgement, in particular, the estimation of the amount and timing of future cash flows and collateral values when determining impairment losses and the assessment of a significant increase in credit risk. These are based on the assumptions which are driven by a number of factors resulting in future changes to the impairment allowance.

A collective assessment of impairment takes into account data from the loan portfolio (such as credit quality, nature of assets underlying assets financed, levels of arrears, credit utilization, loan to collateral ratios etc.), and the concentration of risk and economic data (including levels of unemployment, country risk and performance of different individual groups). These significant assumptions have been applied consistently to all period presented.

The impairment loss on loans and advances is disclosed in more detail in Note No. 1.14.6 Overview of the ECL principles.

### 1.19.2 Business Model Assessment

Classification and measurement of financial assets depends on the results of the SPPI and the business model test. The Group determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. The Group monitors financial assets measured at amortised cost or fair value through other comprehensive income that are de-recognised

# Material Accounting Policies and Notes to Consolidated Financial Statements

prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held. Monitoring is part of the Group's continuous assessment of whether the business model for which the remaining financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model, if so, then it will be a prospective change to the classification of those assets.

## 1.19.3 Provisions other than Loan Impairment

Provisions are held in respect of a range of future obligations such as employee entitlements, litigation provisions, etc. Some of the provisions involve significant judgement about the likely outcome of various events and estimated future cash flows. The measurement of these provisions involves the exercise of management judgements about the ultimate outcomes of the transactions.

## 1.19.4 Fair Value Measurement

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

## 1.19.5 Defined Employee Benefit Assets and Liabilities

The cost of the defined benefit gratuity plan/ long-term compensated absences and the present value of the gratuity obligation/long-term compensated absences are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate; future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed annually.

## 1.19.6 EIR Method

The Group's EIR methodology recognises interest income/expense using a rate of return that represents the best estimate of a constant rate of return over the expected behavioural life of loans given/taken and recognises the effect of potentially different interest rates at various stages and other characteristics of the product life cycle (including prepayments and penalty interest and charges).

This estimation, by nature, requires an element of judgement regarding the expected behaviour and life-cycle of the instruments, as well expected changes to India's base rate and other fee income/expense that are integral parts of the instrument.

## 1.19.7 Other Estimates

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

## 1.20 Foreign Currency Transactions and Translations

Transactions in foreign currencies are translated to the functional currency of the Group (i.e. INR) at exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated to the functional currency at the exchange rate at that date and the related foreign currency gains or losses are recognised in the Statement of Profit and Loss.

## 1.21 Recent pronouncements

The Ministry of Corporate Affairs vide notification dated 9th September, 2024 and 28th September, 2024 notified the Companies (Indian Accounting Standards) Second Amendment Rules, 2024 and Companies (Indian Accounting Standards) Third Amendment Rules, 2024, respectively, which amended/notified certain accounting standards (see below), and are effective for annual reporting periods beginning on or after 1st April, 2024:

- ◆ Insurance contracts – Ind AS 117; and
- ◆ Lease Liability in Sale and Leaseback – Amendments to Ind AS 116

The Group has reviewed the new pronouncements and based on its evaluation has determined that it is not likely to have any material impact in its consolidated financial statements.



## Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

### 2. Cash and Cash Equivalents

(₹ in Lakhs)		
Particulars	As at 31st March, 2025	As at 31st March, 2024
Cash on hand	5.98	12.12
Balances with Banks - in Current Account	793.34	24.89
<b>Total (Gross)</b>	<b>799.32</b>	<b>37.01</b>
Less: Impairment loss allowance	1.03	0.03
<b>Total (Net)</b>	<b>798.29</b>	<b>36.98</b>

### 3. Bank Balance other than above

(₹ in Lakhs)		
Particulars	As at 31st March, 2025	As at 31st March, 2024
<b>Balance with Bank</b>		
Unclaimed Dividend Account	17.83	18.83
<b>Total (Gross)</b>	<b>17.83</b>	<b>18.83</b>
Less: Impairment loss allowance	0.02	0.02
<b>Total (Net)</b>	<b>17.81</b>	<b>18.81</b>

### 4. Receivables

(₹ in Lakhs)		
Particulars	As at 31st March, 2025	As at 31st March, 2024
Trade Receivables	-	-
Other receivables considered good-unsecured	0.03	7.57
<b>Gross</b>	<b>0.03</b>	<b>7.57</b>
Less: Allowances for impairment loss on credit impaired other receivables	-	-
<b>Net</b>	<b>0.03</b>	<b>7.57</b>

#### Ageing Schedules

(₹ in Lakhs)							
Particulars	As at 31st March, 2025						Total
	Outstanding for following periods from the due date of payment						
	Not due	Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Other Receivables – considered good	0.03	-	-	-	-	-	0.03
(ii) Undisputed Other Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Other Receivables – Credit impaired	-	-	-	-	-	-	-
(iv) Disputed Other Receivables – considered good	-	-	-	-	-	-	-
(v) Disputed Other Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Other Receivables – Credit impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>0.03</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>0.03</b>

## Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

(₹ in Lakhs)							
Particulars	As at 31st March, 2024						Total
	Outstanding for following periods from the due date of payment						
	Not due	Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Other Receivables – considered good	7.57	-	-	-	-	-	7.57
(ii) Undisputed Other Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Other Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Other Receivables – considered good	-	-	-	-	-	-	-
(v) Disputed Other Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Other Receivables – credit impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>7.57</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>7.57</b>

### 5. Loans

(₹ in Lakhs)						
Particulars	As at 31st March, 2025					Total
	Amortised Cost	Through Other Comprehensive Income	Through profit or loss	Designated at fair value through profit or loss	Sub-total	
Loans						
<b>(A)</b>						
(i) Term Loans						
- To Related Party	7,500.00	-	-	-	-	7,500.00
- To Others	-	-	-	-	-	-
(ii) Others						
- Inter-Corporate Deposits	-	-	-	-	-	-
<b>Total A (Gross)</b>	<b>7,500.00</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>7,500.00</b>
Less: Impairment loss allowance	20.28	-	-	-	-	20.28
<b>Total A (Net)</b>	<b>7,479.72</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>7,479.72</b>
<b>(B)</b>						
(i) Secured by tangible assets <sup>1</sup>	-	-	-	-	-	-
(ii) Secured by intangible assets <sup>2</sup>	-	-	-	-	-	-
(iii) Unsecured	7,500.00	-	-	-	-	7,500.00
<b>Total B (Gross)</b>	<b>7,500.00</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>7,500.00</b>
Less: Impairment loss allowance	20.28	-	-	-	-	20.28
<b>Total B (Net)</b>	<b>7,479.72</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>7,479.72</b>
<b>(C) (I) Loans in India</b>						
(i) Public Sector	-	-	-	-	-	-
(ii) Others						
- Corporates	7,500.00	-	-	-	-	7,500.00
- Other than Corporates	-	-	-	-	-	-
<b>Total (C) (I) (Gross)</b>	<b>7,500.00</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>7,500.00</b>
Less: Impairment loss allowance	20.28	-	-	-	-	20.28
<b>Total (C) (I) (Net)</b>	<b>7,479.72</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>7,479.72</b>
<b>(C) (II) Loans outside India</b>						
Less: Impairment loss allowance	-	-	-	-	-	-
<b>Total (C) (II) (Net)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total (C) (I) (Net) and C (II) (Net)</b>	<b>7,479.72</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>7,479.72</b>

# Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

(₹ in Lakhs)						
Particulars	As at 31st March, 2024					
	Amortised Cost	At Fair Value				Total
		Through Other Comprehensive Income	Through profit or loss	Designated at fair value through profit or loss	Subtotal	
Loans						
<b>(A)</b>						
(i) Term Loans		-	-	-	-	-
- To Related Party						-
- To Others	-					-
(ii) Other Loans						
- Inter-Corporate Deposits	-	-	-	-	-	-
<b>Total A (Gross)</b>	-	-	-	-	-	-
Less: Impairment loss allowance	-	-	-	-	-	-
<b>Total A (Net)</b>	-	-	-	-	-	-
<b>(B)</b>						
(i) Secured by tangible assets <sup>1</sup>	-	-	-	-	-	-
(ii) Secured by intangible assets <sup>2</sup>	-	-	-	-	-	-
(iii) Unsecured	-	-	-	-	-	-
<b>Total B (Gross)</b>	-	-	-	-	-	-
Less: Impairment loss allowance	-	-	-	-	-	-
<b>Total B (Net)</b>	-	-	-	-	-	-
<b>(C) (I) Loans in India</b>						
(i) Public Sector	-	-	-	-	-	-
(ii) Others						
- Corporates	-	-	-	-	-	-
- Other than Corporates	-	-	-	-	-	-
<b>Total (C) (I) (Gross)</b>	-	-	-	-	-	-
Less: Impairment loss allowance	-	-	-	-	-	-
<b>Total (C) (I) (Net)</b>	-	-	-	-	-	-
<b>(C) (II) Loans outside India</b>						
Less: Impairment loss allowance	-	-	-	-	-	-
<b>Total (C) (II) (Net)</b>	-	-	-	-	-	-
<b>Total (C) (I) (Net) and C (II) (Net)</b>	-	-	-	-	-	-

<sup>1</sup>Secured by underlying hypothecated assets.<sup>2</sup>Secured by pledge of securities.

# Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

i) An analysis of changes in the gross carrying amount of loans is, as follows:

(₹ in Lakhs)								
Particulars	As at 31st March, 2025				As at 31st March, 2024			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
<b>Gross carrying amount - opening balance</b>	-	-	-	-	<b>2,003.02</b>	-	-	<b>2,003.02</b>
New assets originated or purchased/ disbursement	9,700.00	-	-	9,700.00	14,410.00	-	-	14,410.00
Assets derecognised or repaid (excluding write offs)	(2,200.00)	-	-	(2,200.00)	(16,413.02)	-	-	(16,413.02)
Transfers to Stage 1	-	-	-	-	-	-	-	-
Transfers to Stage 2	-	-	-	-	-	-	-	-
Transfers to Stage 3	-	-	-	-	-	-	-	-
Amounts written off	-	-	-	-	-	-	-	-
<b>Gross carrying amount - closing balance</b>	<b>7,500.00</b>	-	-	<b>7,500.00</b>	-	-	-	-

ii) Reconciliation of ECL balance is given below:

(₹ in Lakhs)								
Particulars	As at 31st March, 2025				As at 31st March, 2024			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
<b>ECL allowance - opening balance</b>	-	-	-	-	<b>30.85</b>	-	-	<b>30.85</b>
New assets originated or purchased/ disbursement	94.19	-	-	94.19	221.91	-	-	221.91
Assets derecognised or repaid (excluding write offs)	(21.34)	-	-	(21.34)	(252.76)	-	-	(252.76)
Changes in ECL rate from previous financial year	(52.57)	-	-	(52.57)	-	-	-	-
Transfers to Stage 1	-	-	-	-	-	-	-	-
Transfers to Stage 2	-	-	-	-	-	-	-	-
Transfers to Stage 3	-	-	-	-	-	-	-	-
Impact on year end ECL of exposures transferred between stages during the year	-	-	-	-	-	-	-	-
Amounts written off	-	-	-	-	-	-	-	-
<b>ECL allowance - closing balance</b>	<b>20.28</b>	-	-	<b>20.28</b>	-	-	-	-

iii) The contractual amount outstanding on loan assets that were written off during the reporting period and are still subject to enforcement activity is ₹ Nil (31st March, 2024: ₹ Nil).

iv) The change in Expected Credit Loss Allowance of the portfolio was driven by a change in the size of the portfolio, change in the composition of the portfolio and movements between stages as a result of increase or decrease in credit risk of the borrowers.

# Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

## 6. Investments

(₹ in Lakhs)

Particulars	As at 31st March, 2025							
	At Fair Value					Subtotal	Others (At Cost)	Total
	Amortised Cost	Through Other Comprehensive Income	Through profit or loss	Designated at fair value through profit or loss				
Equity Instruments								
- Others	-	-	32,250.39	-	32,250.39	-	32,250.39	
Mutual Funds	-	-	1,287.15	-	1,287.15	-	1,287.15	
Alternative Investment Funds			527.94		527.94	-	527.94	
<b>Total Gross (A)</b>	-	-	<b>34,065.48</b>	-	<b>34,065.48</b>	-	<b>34,065.48</b>	
(i) Investments outside India	-	-	-	-	-		-	
(ii) Investments in India	-	-	34,065.48	-	34,065.48	-	34,065.48	
<b>Total Gross (B)</b>	-	-	<b>34,065.48</b>	-	<b>34,065.48</b>	-	<b>34,065.48</b>	
Less: Allowances for Impairment loss (C)	-	-	-	-	-		-	
<b>Total – Net D=(A)-(C)</b>	-	-	<b>34,065.48</b>	-	<b>34,065.48</b>	-	<b>34,065.48</b>	

(₹ in Lakhs)

Particulars	As at 31st March, 2024						Total
	Amortised Cost	At Fair Value			Subtotal	Others (At Cost)	
		Through Other Comprehensive Income	Through profit or loss	Designated at fair value through profit or loss			
Equity Instruments							
- Others	-	-	7,799.88	-	7,799.88	-	7,799.88
Mutual Funds	-	-	1,107.04	-	1,107.04	-	1,107.04
Alternative Investment Funds	-	-	470.48		470.48	-	470.48
<b>Total Gross (A)</b>	-	-	<b>9,377.40</b>	-	<b>9,377.40</b>	-	<b>9,377.40</b>
(i) Investments outside India	-	-	-	-	-		-
(ii) Investments in India	-	-	9,377.40	-	9,377.40	-	9,377.40
<b>Total Gross (B)</b>	-	-	<b>9,377.40</b>	-	<b>9,377.40</b>	-	<b>9,377.40</b>
Less: Allowances for Impairment loss (C)	-	-	-	-	-	-	-
<b>Total - Net D=(A)-(C)</b>	-	-	<b>9,377.40</b>	-	<b>9,377.40</b>	-	<b>9,377.40</b>

# Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

(₹ in Lakhs)

Particulars	Face Value (₹)	Quantity		Amount	
		As at 31st March, 2025	As at 31st March, 2024	As at 31st March, 2025	As at 31st March, 2024
<b>Investment Carried at Fair Value through Profit or Loss</b>					
<b>In Equity Instruments (Quoted)</b>					
APOLLO PIPES-EQ	10	2,05,200	-	777.40	-
BHARAT BIJLEE-EQ5/-	5	27,000	-	778.37	-
CARRARO INDIA L - EQ	10	2,34,000	-	723.18	-
CENTUM ELECTRONIC EQ	10	54,000	-	861.17	-
HARIOM PIPE INDUS-EQ	10	54,000	28,800	180.01	130.52
HERITAGE FOODS-EQ5/-	5	4,97,000	-	1,913.70	-
HEUBACH COLORANTS-EQ	10	1,02,737	-	601.11	-
HIND ZINC EQ-RS 2/-	2	1,08,000	-	498.85	-
INDIA GELATINE &CHEM	10	3,869	-	15.62	-
ITD CEMENTAT-EQ	1	4,37,742	-	2,439.54	-
JIO FINANCIAL -EQ	10	3,69,000	99,000	839.51	350.21
JM FINANCL -EQ RE 1	1	5,40,000	-	518.89	-
KOLTE-PATIL DEV - EQ	10	20,000	-	64.76	-
MEDI ASSIST HE-EQ5/-	5	1,08,000	-	491.51	-
NAVKAR CORPOR-EQ	10	20,82,334	-	2,146.68	-
NAZARA TECHNO-EQ4/-	4	3,04,354	-	2,884.97	-
ORIENT CEMENT- EQ	10	18,00,000	-	6,119.10	-
PSP PROJECTS-EQ	10	14,895	-	94.30	-
R SYSTEMS I EQ 1/-	1	1,53,000	-	499.47	-
RELIANCE INFRASTR-EQ	10	8,55,000	-	2,211.37	-
ROUTE MOBILE-EQTY	10	56,700	2,39,266	528.56	3,833.64
SANOFI CONSUMER - EQ	10	78,449	-	3,786.54	-
STANDARD GLASS-EQ	10	5,58,000	-	819.26	-
TECHNOCRAFT IND - EQ	10	737	-	19.35	-
TEJAS NETWORKS - EQ	10	45,000	47,700	342.20	313.10
UPL LST PEN	2	1,73,956	-	753.14	-
YATRA ONLINE-EQ1/-	1	11,97,000	-	1,023.20	-
ZEE ENTERTAINMENT-EQ	10	3,24,000	-	318.62	-
NIPPON IND NIFTYBESS	1	-	1,08,000	-	266.72
ADANI ENERGY SOLUTIONS	10	-	10,800	-	110.88
ADANI ENTERPRISES	1	-	3,600	-	115.09
ADANI GREEN ENERGY LTD	10	-	10,800	-	198.20
BHAGIRADHA CHEMICALS	10	-	7,200	-	115.80
CLEAN SCIENCE AND TECHNOLOGY	1	-	10,800	-	143.57
CPSE ETF	10	-	1,62,000	-	129.45
KESORAM INDUSTRIES	10	-	1,30,000	-	222.50
NIPPON IND NIFTY PHARMA	1	-	6,48,000	-	124.87
NIPPON IND PSU BANK	1	-	1,62,000	-	125.61
OIL INDIA LTD	10	-	27,000	-	162.06
RELIGARE ENTERPRISES	10	-	4,50,686	-	943.07
RPSG VENTURES LIMITED	10	-	13,500	-	84.06
SBFC FINANCE LTD	10	-	1,26,000	-	103.26
TCNS CLOTHING CO. LTD	2	-	63,175	-	216.09
TVS SUPPLY CHAIN SOLUTIONS	1	-	72,000	-	111.17
		<b>1,04,03,973</b>	<b>24,20,327</b>	<b>32,250.38</b>	<b>7,799.87</b>



# Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

(₹ in Lakhs)					
Particulars	Face Value (₹)	Quantity		Amount	
		As at 31st March, 2025	As at 31st March, 2024	As at 31st March, 2025	As at 31st March, 2024
In Equity Instruments (Unquoted)					
MANI RATNAM FLAT OWNERS ASSC.	1	1,298	1,298	0.01	0.01
In Alternative Investment Fund					
- ISAF III ONSHORE FUND	10000	403	324	41.10	33.68
- AEQUITAS EQUITY FUND SCHEME	100	3,00,000	3,00,000	324.94	309.17
- SPARROW CAPITAL II	10000	400	200	48.97	20.00
- ASHIKA INDIA SELECT FUND	10	10,80,000	10,80,000	112.93	107.63
		13,80,803	13,80,524	527.94	470.48
In Mutual funds					
Kotak Bond Regular Plan (G)	10	4,63,438	4,63,438	349.71	323.73
Kotak Money Market Fund Reg (G)	1000	2,635	2,635	116.11	107.81
SBI Magnum Gilt Fund Reg (G)	10	3,63,151	3,63,151	237.24	217.78
Kotak Gilt Investement (G)	10	2,45,127	2,45,127	234.57	216.14
LIC MF Manufacturing Fund Reg (G)	10	5,39,973	-	46.38	0.00
SBI Automotive Opportunities Fund Reg (G)	10	2,69,987	-	23.30	0.00
SBI Energy Opportunities Fund Reg (G)	10	2,69,987	2,69,987	26.23	27.25
SBI Innovative Opportunities Fund Reg (G)	10	2,69,987	-	23.55	0.00
Tata CRISIL-IBX Gilt Index April 2026 Index Fund Reg (G)	10	19,30,527	19,30,527	230.06	214.33
		43,54,810	32,74,865	1,287.15	1,107.04
Total		1,61,40,884	70,77,014	34,065.48	9,377.40

More information regarding the valuation methodologies can be found in Note No. 36(B).

## 7. Other Financial Assets

(₹ in Lakhs)		
Particulars	As at 31st March, 2025	As at 31st March, 2024
Dividend Receivable	-	-
Security Deposits		
- To Related Parties	2.50	1.60
- To Others	0.73	0.73
<b>Total</b>	<b>3.23</b>	<b>2.33</b>

## 8. Current Tax Assets (net)

(₹ in Lakhs)		
Particulars	As at 31st March, 2025	As at 31st March, 2024
Advance income tax [(Net of provision for income tax ₹ 47.48 lakhs) (31st March, 2024: ₹ 47.48 lakhs)]	345.68	3.70
<b>Total</b>	<b>345.68</b>	<b>3.70</b>

# Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

## 9. Deferred Tax Assets/(Deferred Tax Liabilities) (net)

(₹ in Lakhs)				
Particulars	As at 1st April, 2024	Recognised/ (reversed) in Statement of Profit and Loss	Recognised/ (reversed) in Other Comprehensive Income	As at 31st March, 2025
Carried Forward Losses	-	422.72	-	422.72
Amalgamation/Merger Expenses	-	24.46	-	24.46
Property Plant and Equipment	(0.30)	(0.78)	-	(1.08)
Provision for Post retirement benefits	9.20	1.16	0.12	10.48
Provision for Investments	(41.56)	1,067.53	-	1,025.97
Loans measured at Amortised Cost	0.01	5.36	-	5.37
<b>Net Deferred Tax Assets/(Liabilities)</b>	<b>(32.65)</b>	<b>1,520.45</b>	<b>0.12</b>	<b>1,487.93</b>

(₹ in Lakhs)				
Particulars	As at 1st April, 2023	Recognised/ (reversed) in Statement of Profit and Loss	Recognised/ (reversed) in Other Comprehensive Income	As at 31st March, 2024
Loss under Income Tax	-	-	-	-
Property Plant and Equipment	(0.24)	(0.06)	-	(0.30)
Provision for Post retirement benefits	8.57	1.26	(0.63)	9.20
Provision for Investments	13.45	(55.01)	-	(41.56)
Loans measured at Amortised Cost	7.78	(7.77)	-	0.01
<b>Net Deferred Tax Assets/(Liabilities)</b>	<b>29.56</b>	<b>(61.58)</b>	<b>(0.63)</b>	<b>(32.65)</b>

## 10. Investment Property

(₹ in Lakhs)		
Particulars	As at 31st March, 2025	As at 31st March, 2024
<b>Building*</b>		
<b>Opening Gross Carrying Amount</b>	<b>13.26</b>	<b>13.26</b>
Additions/Adjustments	-	-
Disposals/Adjustments	-	-
<b>Closing Gross Carrying Amount</b>	<b>13.26</b>	<b>13.26</b>
<b>Opening Accumulated Depreciation and Impairment Expense</b>	<b>1.45</b>	<b>1.20</b>
Depreciation charge for the year	0.24	0.25
<b>Closing Accumulated Depreciation and Impairment Expense</b>	<b>1.69</b>	<b>1.45</b>
<b>Net Carrying Amount</b>	<b>11.57</b>	<b>11.81</b>

### (i) Amounts recognised in Statement of Profit and Loss for Investment Property

(₹ in Lakhs)		
Particulars	31st March, 2025	31st March, 2024
Rental income from investment property	-	-
Direct operating expenses (including repairs and maintenance) arising from investment property that generated rental income during the year	-	-
Direct operating expenses (including repairs and maintenance) arising from investment property that did not generate rental income during the year	0.53	0.93

(₹ in Lakhs)			
Particulars	Level	31st March, 2025	31st March, 2024
Investment Property	Level 2	46.87	43.00

# Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

## (iii) Brief description of the valuation technique and inputs used to value the Investment Property

Investment property includes and represents a flat located at "Mani Ratnam Apartment", Diamond Block, 4th floor, flat No.- 4DF, Kharibari Road, Duck Banglo More, Rajarhat Chowmatha, under Rajarhat-Bishnupur-I No. Gram Panchayet, P.O.-Rajarhat, P.S.- Rajarhat, Dist.- North 24 Parganas, Pincode - 700 135, West Bengal held for capital appreciation. The fair value of investment property is determined in accordance with the advice of independent, professionally qualified registered valuer. The fair value was derived based on Government Guideline price collected from government website and local enquiry considering the location, position, finishing and age of the property.

## (iv) Contractual obligations

The Group has no contractual obligations to purchase, construct or develop investment property. However, the responsibility for its repairs, maintenance or enhancements is with the Parent company. Also, the property is not pledged.

\*The conveyance for the property is still pending.

## 11. Property, Plant and Equipment

(₹ in Lakhs)									
Particulars	Gross Carrying Amount			Depreciation and Accumulated Depreciation				Net Carrying Amount	
	As at 1st April, 2024	Additions during the year	Disposals and other adjustments	As at 31st March, 2025	As at 1st April, 2024	For the period	Disposals and other adjustments	As at 31st March, 2025	As at 31st March, 2025
	(a)	(b)	(c)	(d=a+b-c)	(e)	(f)	(g)	(h=e+f-g)	(d-h)
<b>Tangible assets:</b>									
<b>Assets for Own use</b>									
Building	4.72	-	-	4.72	0.57	0.10	-	0.67	4.05
Office equipments	1.06	-	-	1.06	0.83	-	-	0.83	0.23
Motor Vehicle	15.20	76.03	-	91.23	2.24	3.73	-	5.97	85.26
<b>Total</b>	<b>20.98</b>	<b>76.03</b>	<b>-</b>	<b>97.01</b>	<b>3.64</b>	<b>3.83</b>	<b>-</b>	<b>7.47</b>	<b>89.54</b>

(₹ in Lakhs)									
Particulars	Gross Carrying Amount			Depreciation and Accumulated Depreciation				Net Carrying Amount	
	As at 1st April, 2023	Additions during the year	Disposals and other adjustments	As at 31st March, 2024	As at 1st April, 2023	For the year	Disposals and other adjustments	As at 31st March, 2024	As at 31st March, 2024
	(a)	(b)	(c)	(d=a+b-c)	(e)	(f)	(g)	(h=e+f-g)	(d-h)
<b>Tangible assets:</b>									
<b>Assets for Own use</b>									
Building	4.72	-	-	4.72	0.47	0.10	-	0.57	4.15
Office equipments	1.06	-	-	1.06	0.83	-	-	0.83	0.23
Motor Vehicle	15.20	-	-	15.20	0.43	1.81	-	2.24	12.96
<b>Total</b>	<b>20.98</b>	<b>-</b>	<b>-</b>	<b>20.98</b>	<b>1.73</b>	<b>1.91</b>	<b>-</b>	<b>3.64</b>	<b>17.34</b>

# Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

## 12. Other Non-Financial Assets

(₹ in Lakhs)		
Particulars	As at 31st March, 2025	As at 31st March, 2024
Advances to Employees	3.39	1.04
Advances to Vendors for Operating Expenses	0.06	5.50
Capital Advances	1.00	-
Prepaid Expenses	7.24	2.09
CSR Pre spent	7.82	-
Balances with Government Authorities		
- Goods and Services Tax (Credit Input Receivable)	4.45	4.45
- Income Tax Paid Under Protest (refer Note No. 30)*	1.28	1.28
<b>Total</b>	<b>25.24</b>	<b>14.36</b>

\* Pending refund from Income Tax authorities.

## 13. Derivative Financial Instruments

(₹ in Lakhs)						
Particulars	As at 31st March, 2025			As at 31st March, 2024		
	Notional Amounts	Fair Value Assets	Fair Value Liabilities	Notional Amounts	Fair Value Assets	Fair Value Liabilities
Equity derivatives*						
- Futures & Options	18,883.12	-	89.37	4,498.11	-	17.05
<b>Total</b>	<b>18,883.12</b>	<b>-</b>	<b>89.37</b>	<b>4,498.11</b>	<b>-</b>	<b>17.05</b>

\* Derivatives are held for trading purpose.

## 14. Payables

(₹ in Lakhs)		
Particulars	As at 31st March, 2025	As at 31st March, 2024
<b>Trade Payables</b>		
- Total outstanding dues of micro enterprises and small enterprises (refer Note No. 14.1)	-	-
- Total outstanding dues of creditors other than micro enterprises and small enterprises	-	-
<b>Other Payables</b>		
- Total outstanding dues of micro enterprises and small enterprises (refer Note No. 14.1)	17.48	
- Total outstanding dues of creditors other than micro enterprises and small enterprises	20.96	17.57
<b>Total</b>	<b>38.44</b>	<b>17.57</b>

### 14.1 Dues of Micro Enterprises and Small Enterprises under the Micro, Small and Medium Enterprises Development Act, 2006

(₹ in Lakhs)		
Particulars	As at 31st March, 2025	As at 31st March, 2024
a) The principal amount and interest due thereon remaining unpaid to any supplier.	17.48	-
b) The amount of interest paid by the buyer in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of payment made to the supplier beyond the appointed day.	-	-
c) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006.	-	-
d) The amount of interest accrued and remaining unpaid.	-	-
e) The amount of further interest remaining due and payable even in the succeeding year until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under Section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-
<b>Total</b>	<b>17.48</b>	<b>-</b>

## Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

Dues as above to the Micro Enterprises and Small Enterprises have been determined by the Management. This has been relied upon by the auditors.

### Other Payables Ageing Schedules

Particulars	As at 31st March, 2025					
	Outstanding for following periods from the due date of payment					Total
	Unbilled Dues	Less than 1 years	1-2 years	2-3 years	More than 3 years	
(i) MSME	17.42	0.06	-	-	-	17.48
(ii) Others	-	20.96	-	-	-	20.96
(iii) Disputed Dues - MSME	-	-	-	-	-	-
(iii) Disputed Dues - Others	-	-	-	-	-	-
<b>Total</b>	<b>17.42</b>	<b>21.02</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>38.44</b>

### Other Payables Ageing Schedules

Particulars	As at 31st March, 2024					
	Outstanding for following periods from the due date of payment					Total
	Unbilled Dues	Less than 1 years	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-	-
(ii) Others	-	17.57	-	-	-	17.57
(iii) Disputed Dues - MSME	-	-	-	-	-	-
(iii) Disputed Dues - Others	-	-	-	-	-	-
<b>Total</b>	<b>-</b>	<b>17.57</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>17.57</b>

## 15. Borrowings (Other than Debt Securities)

Particulars	As at 31st March, 2025			
	At Amortised Cost	At fair value through profit or loss	Designated at fair value through profit or Loss	Total
<b>Secured*</b>				
- Loans (Line of Credit) from Financial Institutions	56.24	-	-	56.24
<b>Unsecured</b>				
- Loans from Related Parties	-			-
<b>Total</b>	<b>56.24</b>	<b>-</b>	<b>-</b>	<b>56.24</b>
Borrowings in India	56.24	-	-	56.24
Borrowings outside India	-	-	-	-
<b>Total</b>	<b>56.24</b>	<b>-</b>	<b>-</b>	<b>56.24</b>



## Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

Particulars	As at 31st March, 2024			
	At Amortised Cost	At fair value through profit or loss	Designated at fair value through profit or Loss	Total
<b>Secured*</b>				
- Loans (Line of Credit) from Financial Institutions	2,511.84	-	-	2,511.84
<b>Unsecured</b>				
- Loans from Related Parties	-	-	-	-
<b>Total</b>	<b>2,511.84</b>	<b>-</b>	<b>-</b>	<b>2,511.84</b>
Borrowings in India	2,511.84	-	-	2,511.84
Borrowings outside India	-	-	-	-
<b>Total</b>	<b>2,511.84</b>	<b>-</b>	<b>-</b>	<b>2,511.84</b>

\*Secured against pledge of investment in equity shares.

The borrowings have not been guaranteed by directors or others. The Group has not defaulted in repayment of principal and interest to its lenders.

The Group has utilised the funds raised from financial institutions for the specific purpose for which they were borrowed.

The Parent Company has borrowed funds from financial institutions on the basis of security of current assets. There is no pre-condition for submission of any returns and statements, and accordingly the Parent company is not required to file quarterly returns or statements.

Loan is repayable at any time on or before the due date during the tenure of loan at the sole discretion of the borrower.

## 16. Other Financial Liabilities

Particulars	As at 31st March, 2025	As at 31st March, 2024
Payable to Employees	34.57	25.77
Liabilities for Operating Expenses	-	-
Other payables	0.96	-
Unpaid Dividends (refer Note No. 16.1)	17.83	18.83
<b>Total</b>	<b>53.36</b>	<b>44.60</b>

**16.1** To be credited to Investor Education and Protection Fund on 12th September, 2026. As at 31st March, 2025, there are no amounts due to be transferred to Investor Education and Protection Fund.

## 17. Current Tax Liabilities (net)

Particulars	As at 31st March, 2025	As at 31st March, 2024
"Provision For Taxation (Net of Advance Tax ₹ 343.23 lakhs, 31st March, 2024: ₹ 135.16 lakhs)"	-	9.72
<b>Total</b>	<b>-</b>	<b>9.72</b>

## 18. Provisions

Particulars	As at 31st March, 2025	As at 31st March, 2024
<b>Provision for Employee Benefits (refer Note No. 32)</b>		
Gratuity	38.43	33.32
<b>Total</b>	<b>38.43</b>	<b>33.32</b>



# Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

## 19. Other Non-Financial Liabilities

(₹ in Lakhs)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Statutory Dues Payable	29.38	15.49
<b>Total</b>	<b>29.38</b>	<b>15.49</b>

## 20. Equity Share Capital

Particulars	As at 31st March, 2025		As at 31st March, 2024	
	No. of Shares	₹ in Lakhs	No. of Shares	₹ in Lakhs
<b>Authorised</b>				
Equity Shares, ₹ 10/- face value per share	7,00,00,000	7,000.00	20,250,000	2,025.00
<b>Total</b>		<b>7,000.00</b>		<b>2,025.00</b>
<b>Issued and Subscribed</b>				
Equity Shares, ₹ 10/- face value per share	3,31,07,800	3,310.78	11,886,174	1,188.62
<b>Fully Paid-up</b>				
Equity Shares, ₹ 10/- face value per share	3,31,07,800	3,310.78	11,880,000	1,188.00
Forfeited Shares	6,174	0.17	6,174	0.17
<b>Total</b>		<b>3,310.95</b>		<b>1,188.17</b>

### a) Reconciliation of the Number of Equity Shares outstanding

Equity Shares	As at 31st March, 2025		As at 31st March, 2024	
	No. of Shares	₹ in Lakhs	No. of Shares	₹ in Lakhs
At the beginning of the year	1,18,80,000	1,188.00	11,880,000	1,188.00
Add: Issued during the year*	2,12,27,800	2,122.78	-	-
<b>At the end of the year</b>	<b>3,31,07,800</b>	<b>3,310.78</b>	<b>11,880,000</b>	<b>1,188.00</b>

\* refer note 20.1

### b) Rights, preferences and restrictions in respect of Equity Shares

The Parent company's authorised capital consists of one class of shares, referred to as Equity Shares, having face value of ₹ 10/- each. Each holder of equity shares is entitled to one vote per share.

The Parent company declares and pays dividend in Indian rupees. The dividend, if any, proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Parent company, the holders of equity shares will be entitled to receive remaining assets of the Parent company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

### c) Aggregate number of Equity Shares allotted as fully paid-up without payment being received in cash/by way of bonus shares (during 5 years preceding 31st March, 2025)

The Parent Company has not issued any Equity shares during the 5 year preceding 31st March, 2025 without payment being received in cash/by way of bonus shares.

# Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

### d) The details of Shareholders holding more than 5% of the equity shares each, are set out below:

Name of the shareholders	As at 31st March, 2025		As at 31st March, 2024	
	No. of Shares	% of Shareholding	No. of Shares	% of Shareholding
Ashika Global Securities Pvt. Ltd.	62,92,480	19.01	34,04,892	28.66
Pawan Jain (HUF)	11,49,000	3.47	7,89,000	6.64
Ashika Global Finance Pvt. Ltd.	61,20,000	18.49	-	-
Ashika Commodities & Derivatives Pvt. Ltd.	50,59,510	15.28	23,59,510	19.86

### e) The details of Shares held by promoters at the end of the year\*

Promoter name	As at 31st March, 2025		
	No. of shares	% of total	% change
Ashika Global Securities Pvt. Ltd.	62,92,480	19.01	84.81
Pawan Jain (HUF)	11,49,000	3.47	45.63
Ashika Global Finance Pvt. Ltd.	61,20,000	18.49	100.00
Ashika Commodities & Derivatives Pvt. Ltd.	50,59,510	15.28	114.43
Daulat Jain (HUF)	3,60,000	1.09	100.00
Daulat Jain	4,50,000	1.36	-

Promoter name	As at 31st March, 2024		
	No. of shares**	% of total shares	% change during the year
Ashika Global Securities Pvt. Ltd.	34,04,892	28.66	5.95
Pawan Jain (HUF)	7,89,000	6.64	-
Ashika Commodities & Derivatives Pvt. Ltd.	23,59,510	19.86	20.11
Daulat Jain	4,50,000	3.79	-

\*Promoter here means promoters as defined in the Companies Act, 2013.

\*\*Class of Shares is Equity share, ₹ 10/- face value.

### f. Refer Note No. 35- "Capital Management" for the Company's objectives, policies and processes for managing capital.

#### 20.1 Preferential Allotment of Equity Shares and Convertible Warrants

- 1) During the year ended 31st March, 2025, pursuant to special resolution passed at Extraordinary General Meeting held on 30th August, 2024, the Parent company has, on 6th September, 2024, made allotment of 95,40,000 Equity shares of face value ₹ 10 each on preferential basis for cash to promoters group and certain identified non- promoters person/entity at a price of ₹118 each (including a premium of ₹ 108 each) aggregating to ₹ 11,257.20 Lakhs.

Further the Parent company pursuant to aforesaid special resolution has, on 6th September, 2024, also made allotment of 60,30,000 Convertible Warrants on Preferential Basis for cash to Promoter and Non-Promoter at a price of ₹ 118 per Warrant each convertible into, or exchangeable for, 1 (one)

fully paid-up equity share of the Company having face value of ₹ 10 each at a premium of ₹ 108 each aggregating to ₹ 7,115.40 Lakhs. The Parent company has received 25% of the issue price per warrant i.e. ₹ 29.50 each as upfront payment aggregating to ₹ 1,778.85 Lakhs. Each warrant, so allotted, is convertible into an equal number of equity shares of face value ₹ 10 each of the Company on receipt of balance consideration

Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

Further the Parent company has received balance 75% of consideration amount for 25,00,000 warrants and accordingly the said warrants are converted to equal number of Equity shares of face value of ₹ 10 each on 9th November, 2024.

Further the Parent company has received balance 75% of consideration amount for 35,30,000 warrants and accordingly, the said warrants are converted to equal number of equity shares of face value of ₹ 10 each on 7th February, 2025.

- 2) During the year ended 31st March, 2025, pursuant to special resolution passed at Extraordinary General Meeting held on 17th October, 2024, The Parent company has, on 28th October, 2024, made allotment of 12,69,000 Equity shares of face value ₹ 10 each on preferential basis for cash to certain identified non- promoters person/entity at a price of ₹306 each (including a premium of ₹ 296 each) aggregating to ₹ 3,883.14 Lakhs.

Further the Parent company pursuant to aforesaid special resolution has, on 28th October, 2024, also made allotment of 95,31,000 Convertible Warrants on Preferential Basis for cash to Promoter and Non-Promoter at a price of ₹ 306 per Warrant each convertible into, or exchangeable for, 1 (one) fully paid-up equity share of the Parent company having face value of 10 each at a premium of ₹ 296 each aggregating to ₹ 29,164.86 Lakhs. The Parent company has received 25% of the issue price per warrant i.e. ₹ 76.50 each as upfront payment aggregating to ₹ 7,291.22 Lakhs. Each warrant, so allotted, is convertible into an equal number of equity shares of face value ₹ 10 each of the Parent company, subject to receipt of balance consideration of ₹ 229.50 each (being 75% of the issue price per warrant) aggregating to ₹ 21,873.65 Lakhs from the allottees to exercise conversion option against each such warrant.

Further the Parent Company has received balance 75% of consideration amount for 43,88,800 warrants and accordingly, the said warrants are converted to equal number of equity shares of face value of ₹ 10 each on 7th February, 2025.

Further the Parent Company has received balance 75% of consideration amount for 32,27,700 warrants and accordingly, the said warrants are converted to equal number of equity shares of face value of ₹ 10 each on April 10, 2025.

Further the Parent Company has received balance 75% of consideration amount for 14,11,500 and 4,43,464 warrants and accordingly, the said warrants are converted to equal number of equity shares of face value of ₹ 10 each on April 30, 2025 and 2nd May, 2025 respectively.

Further the Parent Company has forfeited 25% of consideration, being the upfront payment aggregating to ₹ 45.55 Lakhs, for 59,536 warrants due to non-receipt of balance 75% consideration within the warrants exercise period i.e. within 6 months from the date of allotment i.e. 28th October, 2024

- 3) During the year ended 31st March, 2025, pursuant to special resolution passed at Extraordinary General Meeting held on 12th December, 2024, the Parent company has, on 26th December, 2024, made allotment of 18,00,000 Convertible Warrants on Preferential Basis for cash to Non-Promoter at a price of ₹609 per Warrant each convertible into, or exchangeable for, 1 (one) fully paid-up equity share of the Parent company having face value of 10 each at a premium of ₹ 599 aggregating to ₹ 10,962.00 Lakhs. The Parent company has received 25% of the issue price per warrant i.e. ₹ 152.25 each as upfront payment aggregating to ₹ 2,740.50 Lakhs. Each warrant, so allotted, is convertible into an equal number of equity shares of face value ₹ 10 each of the Parent company, subject to receipt of balance consideration of ₹ 456.75 each (being 75% of the issue price per warrant) aggregating to ₹ 8,221.50 Lakhs from the allottees to exercise conversion option against each such warrant.

Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

21. Other Equity

(₹ in Lakhs)		
Particulars	As at 31st March, 2025	As at 31st March, 2024
<b>Money Received against Share Warrants*</b>		
Opening balance	-	-
Add: Issue of warrants	27,219.41	-
Less: Conversion of warrants	(20,545.12)	-
<b>Closing balance</b>	<b>6,674.29</b>	<b>-</b>
<b>Statutory Reserve (pursuant to Section 45-IC of The Reserve Bank of India Act, 1934)</b>		
Opening balance	770.27	556.19
Add: Transferred from retained earnings	-	214.08
<b>Closing balance</b>	<b>770.27</b>	<b>770.27</b>
<b>Securities Premium</b>		
Opening balance	3,362.01	3,362.01
Add: On account of issue of equity shares*	33,562.69	-
<b>Closing balance</b>	<b>36,924.70</b>	<b>3,362.01</b>
<b>Retained Earnings</b>		
Opening balance	1,487.61	629.42
Add: Profit/(Loss) after tax for the year	(5,144.94)	1,070.38
Add: Remeasurement Gain/(Loss) on Defined Benefit Plans (net of tax)	(0.35)	1.89
<b>Amount available for appropriation</b>	<b>(3,657.68)</b>	<b>1,701.69</b>
<b>Appropriations:</b>		
Less: Transferred to Statutory Reserve (Pursuant to Section 45-IC of the Reserve Bank of India Act, 1934)	-	214.08
<b>Closing balance</b>	<b>(3,657.68)</b>	<b>1,487.61</b>
<b>Total</b>	<b>40,711.58</b>	<b>5,619.89</b>

\* Refer note 20.1

Nature and Purpose of Reserves

- (i) **Statutory Reserve (pursuant to Section 45-IC of The Reserve Bank of India Act, 1934):**

Every year the Parent company transfers a sum of not less than twenty per cent of net profit after tax of that year as disclosed in the statement of profit and loss to its Statutory Reserve pursuant to Section 45-IC of the RBI Act, 1934.

**The conditions and restrictions for distribution attached to statutory reserves as specified in Section 45-IC(1) in the Reserve Bank of India Act, 1934:**

No appropriation of any sum from the reserve fund shall be made by the Parent company except for the purpose as may be specified by the RBI from time to time and every such appropriation shall be reported to the RBI within twenty-one days from the date of such withdrawal. RBI may, in any particular case and for sufficient cause being shown, extend the period of twenty one days by such further period as it thinks fit or condone any delay in making such report.

- (ii) **Securities Premium:**

This reserve represents the premium on issue of shares and can be utilised in accordance with the provisions of the Companies Act, 2013.

- (iii) **Retained Earnings:**

This reserve represents the cumulative profits of the Parent company. This can be utilised in accordance with the provisions of the Companies Act, 2013.

# Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

## 22. Interest Income

(₹ in Lakhs)

Particulars	Year ended 31st March, 2025			
	On Financial Assets measured at fair value through OCI	On Financial Assets measured at Amortised Cost	Interest Income On Financial Assets classified at fair value through profit or loss	Total
Interest on Loans	-	329.56	-	329.56
Interest Income from Investments	-	-	4.24	4.24
<b>Total</b>	<b>-</b>	<b>329.56</b>	<b>4.24</b>	<b>333.80</b>

(₹ in Lakhs)

Particulars	Year ended 31st March, 2024			
	On Financial Assets measured at fair value through OCI	On Financial Assets measured at Amortised Cost	Interest Income On Financial Assets classified at fair value through profit or loss	Total
Interest on Loans	-	107.77	-	107.77
Interest Income from Investments	-	-	2.25	2.25
<b>Total</b>	<b>-</b>	<b>107.77</b>	<b>2.25</b>	<b>110.02</b>

## 23. Net Gain/(Loss) on Fair Value Changes

(₹ in Lakhs)

Particulars	Year ended 31st March, 2025			Year ended 31st March, 2024		
	Net Gain	Net Loss	Total	Net Gain	Net Loss	Total
<b>Net gain/(loss) on financial instruments at fair value through profit or loss</b>						
<b>(i) On trading portfolio</b>						
- Equity	-	(2,429.57)	(2,429.57)	1,456.28	-	1,456.28
- Derivatives	-	(2,612.30)	(2,612.30)	247.59	-	247.59
<b>Total Net gain/(loss) on fair value changes (A)</b>	<b>-</b>	<b>(5,041.87)</b>	<b>(5,041.87)</b>	<b>1,703.87</b>	<b>-</b>	<b>1,703.87</b>
<b>Fair Value Changes:</b>						
Realised	2,296.75	(2,615.56)	(318.81)	1,461.67	-	1,461.67
<b>Unrealised</b>	<b>3.26</b>	<b>(4,726.32)</b>	<b>(4,723.06)</b>	<b>242.20</b>	<b>-</b>	<b>242.20</b>
<b>Total Net gain/(loss) on fair value changes (B)</b>	<b>2,300.01</b>	<b>(7,341.88)</b>	<b>(5,041.87)</b>	<b>580.98</b>	<b>-</b>	<b>1,703.87</b>

## 24. Other Income

(₹ in Lakhs)

Particulars	Year ended 31st March, 2025	Year ended 31st March, 2024
Interest on Income Tax Refund	-	3.83
Liabilities written back	4.76	-
Bad Debt Recovery	-	11.84
Income from AIF	0.23	0.76
<b>Total</b>	<b>4.99</b>	<b>16.43</b>

# Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

## 25. Finance Costs

(₹ in Lakhs)

Particulars	Year ended 31st March, 2025			Year ended 31st March, 2024		
	On Financial liabilities measured at fair value through profit or loss	On Financial liabilities measured at Amortised Cost	Total	On Financial liabilities measured at fair value through profit or loss	On Financial liabilities measured at Amortised Cost	Total
Interest on Borrowings (other than Debt Securities)						
- Loans from Related Parties	-	65.66	65.66	-	-	-
- Loans from institutions and others	-	491.08	491.08	-	37.93	37.93
Other Expense		-	-	-	-	-
- Interest on Cash Margin(Paid to related Parties)		197.60	197.60	-	33.72	33.72
- Others	-	0.34	0.34	-	1.78	1.78
<b>Total</b>	<b>-</b>	<b>754.68</b>	<b>754.68</b>	<b>-</b>	<b>73.43</b>	<b>73.43</b>

## 26. Impairment on Financial Instruments (net)

(₹ in Lakhs)

Particulars	Year ended 31st March, 2025		Year ended 31st March, 2024	
	On Financial Instruments measured at fair value through OCI	On Financial Instruments measured at Amortised Cost	On Financial Instruments measured at fair value through OCI	On Financial Instruments measured at Amortised Cost
Loans (refer Note No. 26.1)	-	20.28	-	(30.85)
Other financial assets	-	1.00	-	(0.01)
<b>Total</b>	<b>-</b>	<b>21.28</b>	<b>-</b>	<b>(30.86)</b>

### 26.1 Impairment on Loans

(₹ in Lakhs)

Particulars	Year ended 31st March, 2025		Year ended 31st March, 2024	
	On Financial Instruments measured at fair value through OCI	On Financial Instruments measured at Amortised Cost	On Financial Instruments measured at fair value through OCI	On Financial Instruments measured at Amortised Cost
Bad Debts Written-off	-	-	-	-
Provision for Impairment	-	20.28	-	(30.85)
<b>Total</b>	<b>-</b>	<b>20.28</b>	<b>-</b>	<b>(30.85)</b>

The table below shows the ECL charges on financial instruments for the year recorded in the profit and loss based on evaluation stage:

#### Year ended 31st March, 2025

(₹ in Lakhs)

Particulars	General Approach			Total
	Stage 1 Collective	Stage 2 Collective	Stage 3 Collective	
Loans	20.28	-	-	20.28
<b>Total</b>	<b>20.28</b>	<b>-</b>	<b>-</b>	<b>20.28</b>

#### Year ended 31st March, 2024

(₹ in Lakhs)

Particulars	General Approach			Total
	Stage 1 Collective	Stage 2 Collective	Stage 3 Collective	
Loans	(30.85)	-	-	(30.85)
<b>Total</b>	<b>(30.85)</b>	<b>-</b>	<b>-</b>	<b>(30.85)</b>



# Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

## 27. Employee Benefits Expenses

(₹ in Lakhs)		
Particulars	Year ended 31st March, 2025	Year ended 31st March, 2024
Salaries & Wages	333.98	275.81
Contribution to Provident and Other Funds	7.70	7.53
Staff Welfare Expenses	1.86	1.37
<b>Total</b>	<b>343.54</b>	<b>284.71</b>

## 28. Other Expenses

(₹ in Lakhs)		
Particulars	Year ended 31st March, 2025	Year ended 31st March, 2024
Rent, taxes and energy costs	12.97	7.38
Repairs and Maintenance	5.58	7.45
Communication Costs	0.28	0.46
Printing and Stationery	0.70	0.33
Advertisement and Publicity	3.92	1.51
Business Promotion Expenses	12.43	5.09
Fees and Subscriptions	95.03	18.66
Director's Fees, Allowances and Expenses	5.96	4.96
Payments to the Auditor (refer Note No. 28.1)	23.91	10.03
Legal and Professional Charges	77.18	6.33
Travelling and Conveyance	34.94	18.07
Corporate Social Responsibility Expenses (refer Note No. 28.2)	17.43	35.00
Postage and Courier	2.01	0.24
Securities Transaction Tax	203.70	46.84
Brokerage and incidental cost	430.14	83.41
Insurance	1.98	2.08
Sundry Balance written off	2.00	
Other Expenditure	1.78	1.32
<b>Total</b>	<b>931.94</b>	<b>249.16</b>

### 28.1 Payments to the Auditor (including GST):

(₹ in Lakhs)		
Particulars	Year ended 31st March, 2025	Year ended 31st March, 2024
As Auditor*		
- For Statutory Audit and Limited Reviews	12.93	8.26
- For Other Services (Certifications etc.)	9.55	1.48
- For Taxation Matter –Tax Audit Fees	1.18	-
- For Reimbursement of Expenses	0.25	0.29
<b>Total</b>	<b>23.91</b>	<b>10.03</b>

\*Includes ₹ 5.85 Lakhs paid to the previous statutory auditor.

# Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

## 28.2 Corporate Social Responsibility Expenses:

(₹ in Lakhs)		
Particulars	Year ended 31st March, 2025	Year ended 31st March, 2024
(a) Gross amount required to be spent during the year	17.43	10.57
(b) Amount of expenditure incurred (paid in cash)	25.25	35.00
(c) Shortfall at the end of the year	-	-
(d) Total of previous years shortfall	-	-
(e) Reason of shortfall	Not Applicable	Not Applicable
(f) Nature of CSR activities	Rural Development	Promoting Education
(g) Details of related party transactions, e.g., contribution to a trust controlled by the Company in relation to CSR expenditure as per relevant Accounting Standard.*	25.25	Not Applicable
(h) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately.	Not Applicable	Not Applicable
<b>Total</b>	<b>17.43</b>	<b>35.00</b>

\* For the period ended 31st March, 2025, the Parent company has entered into a transaction with Ashika Foundation for ₹ 25.25 Lakhs for implementation of its CSR activities.

## 29. Earnings Per Equity Share (EPS)

(₹ in Lakhs)		
Particulars	Year ended 31st March, 2025	Year ended 31st March, 2024
<b>Profit/(Loss) After Tax attributable to Equity Shareholders (₹ in Lakhs) - A</b>	(5,144.94)	1,070.38
Basic and Diluted		
(a) Number of Equity Shares at the beginning of the year	1,18,80,000	1,18,80,000
(b) Number of Equity Shares issued during the year	2,12,27,800	-
(c) Number of Equity Shares at the end of the year	3,31,07,800	1,18,80,000
(d) Weighted average number of Equity Shares outstanding during the year - B	1,99,58,552	1,18,80,000
(e) Nominal Value of each Equity Share (₹)	10	10
(f) Weighted average number of Diluted Equity Shares outstanding during the year - C	2,57,91,531	
<b>Basic Earnings per Equity Share (₹) (A/B)</b>	(25.78)	9.01
<b>Diluted Earnings per Equity Share (₹) (A/C)*</b>	(25.78)	9.01

\*The convertible warrants are anti-dilutive and hence there is no dilutive effect to the BEPS.

## 30. Contingent Liabilities and Commitments (to the extent not provided for)

(₹ in Lakhs)		
Particulars	Year ended 31st March, 2025	Year ended 31st March, 2024
<b>Contingent Liabilities</b>		
Claims against the Parent Company not acknowledged as debt:		
Income Tax [include deposits made under protests 31st March, 2025: ₹ 1.28 lakhs (31st March, 2024: ₹ 1.28 lakhs)]	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

# Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

## 31. Disclosure pursuant to Ind AS-12: Income Taxes

(₹ in Lakhs)		
Particulars	As at 31st March, 2025	As at 31st March, 2024
<b>Income tax recognised in Consolidated SOPL</b>		
<b>Current income tax</b>		
In respect of current year	-	144.18
In respect of prior year	(0.05)	-
<b>Deferred tax</b>		
In respect of current year	(1,520.45)	61.58
<b>Income tax expense reported in Consolidated SOPL</b>	<b>(1,520.50)</b>	<b>205.76</b>

### Reconciliation of the total tax charge:

A reconciliation between the tax expense and the accounting profit multiplied by India's domestic tax rate for the year ended 31st March, 2025 and 31st March, 2024 is as follows:

(₹ in Lakhs)		
Particulars	As at 31st March, 2025	As at 31st March, 2024
Accounting profit before tax	(6,668.37)	1,276.14
Statutory Income Tax Rate	25.168%	25.168%
Income Tax Based on Accounting Profit	-	321.18
Adjustment		
Expenses Disallowed	-	21.28
Increase in Deferred Tax Liability/(Deferred Tax Assets)	(1,520.45)	61.58
Tax in respect of Earlier Years	(0.05)	-
Tax impact on Other Items	-	(198.28)
<b>Total Tax Expense recognised in Consolidated Statement of Profit and Loss</b>	<b>(1,520.50)</b>	<b>205.76</b>

## 32. Disclosure pursuant to Ind AS 19 – Employee Benefits

### Defined Contribution Plans

The employees of the Parent Company are entitled to receive benefits under the Provident Fund and Employees State Insurance scheme in which both the employee and the Parent Company contribute monthly at a stipulated rate. The Parent Company has recognised an amount of ₹7.70 Lakhs (Previous year: ₹ 7.53 Lakhs) for the year ended 31st March, 2025 as an expense in the Consolidated Statement of Profit and Loss.

### Defined Benefit Plans

The Parent Company provides for gratuity, a defined benefit plans (unfunded) covering all employees. Under the Gratuity plan, every employee is entitled to gratuity as laid down under the Payment of Gratuity Act, 1972. Gratuity is payable on death/retirement/termination and the benefit vests after 5 year of continuous service. The present value of the obligation under such defined benefit plans is determined based on actuarial valuation, carried out by an independent actuary at each Balance Sheet date, using the Projected Unit Credit Method, which recognises each period of service as giving rise to an additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

### Risk Management

The Defined Benefit Plans expose the Company to risk of actuarial deficit arising out of interest rate risk, salary inflation risk and demographic risk.

(a) Interest Rate Risk: The defined benefit obligation calculated uses a discount rate based on government bonds. If bond yields fall, the defined benefit obligation will tend to increase.

(b) Salary Inflation Risk: Higher than expected increase in salary will increase the defined benefit obligation.

# Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

(c) Demographic Risk: This is the risk of variability of results due to unsystematic nature of decrements that include mortality, withdrawal, disability and retirement. The effect of these on the defined benefit obligation is not straight forward and depends upon the combination of salary increase, discount rate and vesting criteria. It is important not to overstate withdrawals because in the financial analysis the retirement benefit of short career employee typically costs less per year as compared to long service employee.

### Amounts recognised in the statement of profit and loss in respect of the defined benefit plans are as follows:

(₹ in Lakhs)		
Particulars	Gratuity	
	Year ended 31st March, 2025	Year ended 31st March, 2024
<b>Amounts recognised in Consolidated Statement of Profit and Loss in respect of Defined Benefit Plans are as follows:</b>		
Current Service Cost	3.54	2.75
Net Interest Expense	2.32	2.28
Past Service Cost	-	-
<b>Components of Defined Benefit Costs recognised in Consolidated Statement of Profit and Loss (A)</b>	<b>5.86</b>	<b>5.03</b>
<b>Remeasurement of (gain)/loss in Other Comprehensive Income:</b>		
Actuarial changes arising from changes in financial assumptions	1.16	0.42
Actuarial changes arising from changes in Experience adjustments	(0.69)	(2.94)
<b>Components of Defined Benefit Costs recognised in Other Comprehensive Income (B)</b>	<b>0.47</b>	<b>(2.52)</b>
<b>Total (A+B)</b>	<b>6.33</b>	<b>2.51</b>

### Movement in the present value of the defined benefit obligation are as follows:

#### Gratuity

(₹ in Lakhs)		
Particulars	As at 31st March, 2025	As at 31st March, 2024
<b>Change in the Defined Benefit Obligations</b>		
Present value of Defined Benefit Obligation at the beginning of the year	33.32	30.81
<b>Expenses recognised in Consolidated Statement of Profit and Loss:</b>		
Current Service Cost	3.54	2.75
Net Interest Expense	2.32	2.28
Direct Benefits Paid	(1.23)	-
Remeasurement (Gain)/Loss recognised in Other Comprehensive Income	0.47	(2.52)
<b>Present value of Defined Benefit Obligation at the end of the year</b>	<b>38.42</b>	<b>33.32</b>

### Calculation of Benefit Liability/(Asset):

#### Gratuity

(₹ in Lakhs)		
Particulars	As at 31st March, 2025	As at 31st March, 2024
Defined benefit obligation	38.42	33.32
Fair value of plan assets	-	-
<b>Benefit Liability</b>	<b>38.42</b>	<b>33.32</b>

# Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

### The principal assumptions used are as follows:

Particulars	As at 31st March, 2025	As at 31st March, 2024
Discount rate (%)	6.63	7.10
Salary Escalation rate (%)	6.00	6.00
Withdrawal rates based on age (%)	Varying between 8% and 1% per annum depending upon the duration and age of the employees.	
Mortality Rate	Indian Assured Lives Mortality (2012-14) Ultimate	

The estimate of future salary increase, considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors such as supply and demand in the employee market.

### Sensitivity Analysis

The Sensitivity Analysis below has been determined based on reasonably possible change of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant. These sensitivities show the hypothetical impact of a change in each of the listed assumptions in isolation. While each of these sensitivities holds all other assumptions constant, in practice such assumptions rarely change in isolation and the asset value changes may offset the impact to some extent. For presenting the sensitivities, the present value of the Defined Benefit Obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the Defined Benefit Obligation presented above.

### Gratuity

(₹ in Lakhs)		
Particulars	As at 31st March, 2025	As at 31st March, 2024
Discount Rate + 1%	(1.61)	(1.29)
Discount Rate - 1%	1.89	1.55
Salary Escalation +1%	1.76	1.55
Salary Escalation -1%	(1.50)	(1.31)

### Maturity Analysis of The Benefit Payments

#### a) Gratuity

(₹ in Lakhs)		
Expected payment for future years	As at 31st March, 2025	As at 31st March, 2024
Year 1	25.12	1.23
Year 2	0.82	22.04
Year 3	0.35	-
Year 4	0.38	-
Year 5	0.38	-
Next 5 Years	3.34	1.71

The weighted average duration of defined benefit obligation is 1.84 years (31st March, 2024: 2.36 Years)

### 33. Lease Disclosure

#### In the capacity of Lessee

The Group has cancellable operating lease arrangements for office premises and therefore has not recognised a right-of-use asset and a lease liability with regard to these lease arrangements in accordance with Ind AS 116 'Leases'. Lease payments recognised in the Consolidated Statement of Profit and Loss with respect to such arrangements aggregate to ₹ 5.80 Lakhs (Previous year 4.92 Lakhs).

# Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

### 34. Maturity Analysis of Assets and Liabilities

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

(₹ in Lakhs)						
Assets	As at 31st March, 2025			As at 31st March, 2024		
	Within 12 Months	After 12 Months	Total	Within 12 Months	After 12 Months	Total
<b>Assets</b>						
<b>Financial Assets</b>						
Cash and Cash Equivalents	798.29	-	798.29	36.98	-	36.98
Bank Balance other than above	17.81	-	17.81	18.81	-	18.81
Receivables	0.03	-	0.03	7.57	-	7.57
Loans	7,479.72	-	7,479.72	-	-	-
Investments	34,065.47	0.01	34,065.48	9,377.39	0.01	9,377.40
Other Financial Assets	2.50	0.73	3.23	1.60	0.73	2.33
<b>Non-Financial Assets</b>						
Current Tax Assets (net)	-	345.68	345.68	-	3.70	3.70
Deferred Tax Assets (net)	-	1,487.93	1,487.93	-	-	-
Investment Property	-	11.57	11.57	-	11.81	11.81
Property, Plant and Equipment	-	89.54	89.54	-	17.34	17.34
Goodwill	-	0.41	0.41	-	-	-
Other Non-Financial Assets	11.69	13.55	25.24	8.63	5.73	14.36
<b>Total Assets</b>	<b>42,375.51</b>	<b>1,949.42</b>	<b>44,324.93</b>	<b>9,450.98</b>	<b>39.32</b>	<b>9,490.30</b>

(₹ in Lakhs)						
Liabilities	As at 31st March, 2025			As at 31st March, 2024		
	Within 12 Months	After 12 Months	Total	Within 12 Months	After 12 Months	Total
<b>Liabilities</b>						
<b>Financial Liabilities</b>						
Derivatives financial instruments	89.37	-	89.37	17.05	-	17.05
Payables						-
(I) Trade Payables						-
(i) Total outstanding dues of micro enterprises and small enterprises	-	-	-	-	-	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
(II) Other Payables						-
(i) Total outstanding dues of micro enterprises and small enterprises	17.48	-	17.48	-	-	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	20.96	-	20.96	17.57	-	17.57
Borrowings	56.24	-	56.24	2,511.84	-	2,511.84
Other Financial Liabilities	53.36	-	53.36	44.60	-	44.60
<b>Non-Financial Liabilities</b>			-			
Current Tax Liabilities (net)	-	-	-	9.72	-	9.72
Provisions	25.12	13.31	38.43	1.23	32.09	33.32
Deferred Tax Liabilities	-	-	-	-	32.65	32.65
Other Non-Financial Liabilities	29.39	-	29.39	15.49	-	15.49
<b>Total Liabilities</b>	<b>291.92</b>	<b>13.31</b>	<b>305.23</b>	<b>2,617.50</b>	<b>64.74</b>	<b>2,682.24</b>
<b>Net</b>	<b>42,083.59</b>	<b>1,936.11</b>	<b>44,019.70</b>	<b>6,833.48</b>	<b>(25.42)</b>	<b>6,808.06</b>



# Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

## 35. Capital Management

The Group maintains an actively managed capital base to cover risks inherent in the business which includes issued equity capital, share premium and all other equity reserves attributable to equity holders of the Company.

The primary objectives of the Group's capital management is to ensure that the Group complies with externally imposed capital requirements and maintains strong credit ratings and healthy capital ratios in order to support its business and to maximise shareholder value. The Group Company manages its capital structure and makes adjustments to it according to changes in economic conditions and the risk characteristics of its activities. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividend payment to shareholders, return capital to shareholders or issue capital securities. No changes have been made to the objectives, policies and processes from the previous years except those incorporated on account of regulatory amendments. However, they are under constant review by the Board of Directors.

## 36. Financial Instruments and Related Disclosures

This Section gives an overview of the significance of financial instruments for the Group and provides additional information on balance sheet items that contain financial instruments.

The details of material accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised in respect of each class of Financial Asset, Financial Liability and Equity Instrument are disclosed in Note No. 1.17 to the Consolidated financial statements.

### A) Categories of Financial Instruments

Set out below, is a comparison by class of the carrying amounts and fair value of the Group's financial instruments:

(₹ in Lakhs)				
Particulars	As at 31st March, 2025		As at 31st March, 2024	
	Carrying Value	Fair Value	Carrying Value	Fair Value
<b>Financial Assets</b>				
<b>a) Measured at Amortised Cost</b>				
i) Cash and Cash Equivalents	798.29	798.29	36.98	36.98
ii) Bank Balance other than (i) above	17.81	17.81	18.81	18.81
iii) Receivables	0.03	0.03	7.57	7.57
iv) Loans	7,479.72	7,479.72	-	-
v) Other Financial Assets	3.23	3.23	2.33	2.33
<b>Subtotal</b>				
<b>b) Measured at Fair value through Profit or Loss</b>	8,299.08	8,299.08	65.69	65.69
i) Investments				
<b>Subtotal</b>	<b>34,065.48</b>	<b>34,065.48</b>	<b>9,377.40</b>	<b>9,377.40</b>
<b>Total Financial Assets</b>	<b>34,065.48</b>	<b>34,065.48</b>	<b>9,377.40</b>	<b>9,377.40</b>

# Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

(₹ in Lakhs)				
Particulars	As at 31st March, 2025		As at 31st March, 2024	
	Carrying Value	Fair Value	Carrying Value	Fair Value
<b>Financial Liabilities</b>	42,364.56	42,364.56	9,443.09	9,443.09
<b>a) Measured at Amortised cost</b>				
i) Payables				
(I) Trade Payables				
(i) Total outstanding dues of micro enterprises and small enterprises	-	-	-	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	-	-	-	-
(II) Other Payables				
(i) Total outstanding dues of micro enterprises and small enterprises	17.48	17.48	-	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	20.96	20.96	17.57	17.57
ii) Borrowings	56.24	56.24	2,511.84	2,511.84
iii) Other Financial Liabilities	53.36	53.36	44.60	44.60
<b>Subtotal</b>	<b>148.04</b>	<b>148.04</b>	<b>2,574.01</b>	<b>2,574.01</b>
<b>b) Measured at Fair value through Profit or Loss</b>				
i) Derivatives financial instruments	89.37	89.37	17.05	17.05
<b>Subtotal</b>	<b>89.37</b>	<b>89.37</b>	<b>17.05</b>	<b>17.05</b>
<b>Total Financial Liabilities</b>	<b>237.41</b>	<b>237.41</b>	<b>2,591.06</b>	<b>2,591.06</b>

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

### Loans measured at Amortised Cost

Loans having short term maturity (less than twelve months) are valued at carrying amounts, which are net of impairment and are considered reasonable approximation of their fair value. Loans having long term maturity (more than twelve months) are valued using a discounted cash flow model based on observable future cash flows based on term, discounted at the average lending rate of the Parent Company.

### Financial Assets (excluding loans) measured at Amortised Cost

Financial assets (excluding loans) generally have assets with short-term maturity (less than twelve months) as on balance sheet date and therefore, the carrying amounts, which are net of impairment, are a reasonable approximation of their fair value.

Such instrument majorly include: Cash and Cash Equivalents, other bank balances, Receivables and other financial assets.

### Borrowing measured at Amortised Cost

The borrowing generally have liabilities with short-term maturity (less than twelve months) as on balance sheet date and therefore, the carrying amounts, are a reasonable approximation of their fair value.

### Other Financial Liabilities measured at Amortised Cost

Other financial liabilities have liability with short-term maturity (less than twelve months) as on balance sheet date and therefore, the carrying amounts are a reasonable approximation of their fair value.

## Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

### B) Fair Value Hierarchy

The following details provide an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Level 1 to Level 3, as described below:

**Quoted prices in an active market (Level 1):** Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments that have quoted price. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting period.

**Valuation techniques with observable inputs (Level 2):** Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices). It includes fair value of the financial instruments that are not traded in an active market and are determined by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on the company specific estimated. If all significant inputs required to fair value an instrument are observable, then the instrument is included in level 2.

**Valuation techniques with significant unobservable inputs (Level 3):** If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for investment in unlisted equity instruments carried at FVTPL included in level 3.

(₹ in Lakhs)				
Particulars	As at 31st March, 2025			
	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>				
Investments in Equity Instruments (Quoted)	32,250.38	-	-	32,250.38
Investments in Equity Instruments (Unquoted)	-	-	0.01	0.01
Investments in Mutual Funds	-	1,287.15	-	1,287.15
Investments in Alternative Investment Funds	-	527.94	-	527.94
<b>Total</b>	<b>32,250.38</b>	<b>1,815.09</b>	<b>0.01</b>	<b>34,065.48</b>
<b>Financial Liabilities</b>				
Derivatives Financial Instruments	-	89.37	-	89.37
<b>Total</b>	<b>-</b>	<b>89.37</b>	<b>-</b>	<b>89.37</b>

(₹ in Lakhs)				
Particulars	As at 31st March, 2024			
	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>				
Investments in Equity Instruments (Quoted)	7,799.87	-	-	7,799.87
Investments in Equity Instruments (Unquoted)	-	-	0.01	0.01
Investments in Mutual Funds	-	1,107.04	-	1,107.04
Investments in Alternative Investment Funds	-	470.48	-	470.48
<b>Total</b>	<b>7,799.87</b>	<b>1,577.52</b>	<b>0.01</b>	<b>9,377.40</b>
<b>Financial Liabilities</b>				
Derivatives Financial Instruments	-	17.05	-	17.05
<b>Total</b>	<b>-</b>	<b>17.05</b>	<b>-</b>	<b>17.05</b>

## Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

Fair value of the Company's assets and liabilities that are measured at fair value on a recurring basis

(₹ in Lakhs)				
Particulars	Fair Value as at	Fair Value Hierarchy	Valuation Technique and Key Inputs	Significant Unobservable Inputs
	March 31st, 2025			
<b>Financial Assets</b>				
Investments in Equity Instruments (Quoted)	32,250.38	Level 1	Note (i)	Not Applicable
Investments in Mutual Funds	1,287.15	Level 2	Note (ii)	Not Applicable
Investments in Alternative Investment Funds	527.94	Level 2	Note (ii)	Not Applicable
Investments in Equity Instruments (Unquoted)	0.01	Level 3	Note (iii)	Not Applicable
<b>Financial Liabilities</b>				
Derivatives Financial Instruments	89.37	Level 2	Note (ii)	Not Applicable

### Valuation technique and Key inputs

- (i) Equity Instruments: The listed equity instruments are actively traded on stock exchanges with readily available active prices on a regular basis. Such instruments are classified as Level 1. Unlisted equity instruments are classified as Level 3.
- (ii) Investment in Mutual funds and Alternative investment funds: Units held in the funds of Mutual funds and AIF are measured based on their net asset value (NAV), taking into account redemption and/or other restrictions. Such instruments are generally Level 2. NAV represents the price at which the issuer will issue further units of funds and the price at which the issuers will redeem such units from the investors.
- (iii) Derivatives financial instruments: Equity linked future and option contracts are measured on the basis of active market price of underlying equity instruments. Such instruments are classified as Level 2.

### Sensitivity of fair value measurements to changes in unobservable market data

Since there are no assets and liabilities measured at fair value where significant unobservable inputs are used, hence the disclosure are not applicable.

## 37. Risk Management

Whilst risk is inherent in the Group's activities, it is managed through an integrated risk management framework including ongoing identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the group's continuing profitability and each individual within the group is accountable for the risk exposures relating to his or her responsibilities. The group is mainly exposed to market risk, liquidity risk and credit risk. It is also subject to various operating and business risks.

The Board of Directors are responsible for the overall risk management approach and for approving the risk management strategies and principles. The Board of Directors are responsible for the overall risk management approach and for approving the risk management strategies and principles.

The Group has a robust Risk management framework to identify, evaluate business risk and opportunities. This framework seeks to create transparency, minimize adverse impact on the business objectives and enhance the competitive advantage. The framework has a different risk model which helps in identifying risk trends, exposure and potential impact analysis at a company level.

## Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

### a) Market Risk

The Group's Financial Instruments are exposed to market changes as are summarised below:

#### (i) Foreign Currency Risk

The Group does not have any exposure to foreign currency. Hence, any fluctuations on account of foreign currency has not arisen.

#### (ii) Equity Price Risk

The Parent Company is exposed to equity price risk arising from its investments in equity instruments. Equity price risk is related to the change in market reference price of the investment in equity securities.

#### (iii) Interest Rate Risk

The Parent Company is exposed to interest rate sensitivity on fixed and floating rate liabilities. The parent Company raises funds from financial institutions. In view of the financial nature of assets and liabilities, changes in market interest rates can affect its financial condition. Fluctuations in interest rates can occur due to both internal and external factors. Internal factors include composition of assets and liabilities, maturity profile, pricing of borrowings and fixed and floating nature of assets and liabilities. External factors include macroeconomic developments, competitive pressures, regulatory developments, and global factors.

### b) Liquidity Risk

Liquidity risk is the risk that the group does not have sufficient financial resources to meet its obligations as they fall due, or will have to do so at an excessive cost. This risk arises from mismatches in the timing of cash flows which is inherent in all finance driven organisations and can be affected by a range of Company-specific and market-wide events.

#### Liquidity Risk Management (Based on Commercial Terms):

Particulars	As at 31st March, 2025			
	Less than 3 months	3 to 12 months	> 12 months	Total
<b>Financial Assets</b>				
i) Cash and Cash Equivalents	798.29	-	-	798.29
ii) Bank Balance other than above	17.81	-	-	17.81
iii) Receivables	0.03	-	-	0.03
iv) Loans	-	7,479.72	-	7,479.72
v) Investments	34,065.47	-	0.01	34,065.48
vi) Other Financial Assets	-	2.50	0.73	3.23
<b>Total</b>	<b>34,881.60</b>	<b>7,482.22</b>	<b>0.74</b>	<b>42,364.56</b>
<b>Financial Liabilities</b>				
i) Derivative financial instruments	89.37	-	-	89.37
ii) Payables				
(i) Trade Payables				
(i) Total outstanding dues of micro enterprises and small enterprises	-	-	-	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	-	-	-	-
(ii) Other Payables				
(i) Total outstanding dues of micro enterprises and small enterprises	17.48	-	-	17.48
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	20.96	-	-	20.96
iii) Borrowings	56.24		-	56.24
iv) Other Financial Liabilities	53.36		-	53.36
<b>Total</b>	<b>237.41</b>	<b>-</b>	<b>-</b>	<b>237.41</b>

## Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

Particulars	As at 31st March, 2024			
	Less than 3 months	3 to 12 months	> 12 months	Total
<b>Financial Assets</b>				
i) Cash and Cash Equivalents	36.98	-	-	36.98
ii) Bank Balance other than above	18.81	-	-	18.81
iii) Receivables	7.57	-	-	7.57
iv) Loans	-	-	-	-
v) Investments	9,377.39	-	0.01	9,377.40
vi) Other Financial Assets	-	1.60	0.73	2.33
<b>Total</b>	<b>9,440.75</b>	<b>1.60</b>	<b>0.74</b>	<b>9,443.09</b>
<b>Financial Liabilities</b>				
i) Derivative financial instruments	17.05	-	-	17.05
ii) Payables				-
(i) Trade Payables				-
(i) Total outstanding dues of micro enterprises and small enterprises	-	-	-	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	-	-	-	-
(ii) Other Payables				-
(i) Total outstanding dues of micro enterprises and small enterprises	-	-	-	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	17.57	-	-	17.57
iii) Borrowings	2,511.84		-	2,511.84
iv) Other Financial Liabilities	44.60		-	44.60
<b>Total</b>	<b>2,591.06</b>	<b>-</b>	<b>-</b>	<b>2,591.06</b>

### c) Credit Risk

Credit risk is the risk that the group will incur a loss because its customers or counterparties fail to discharge their contractual obligations. The group has established a credit quality review process to provide early identification of possible changes in the creditworthiness of counterparties. The credit quality review process aims to allow the group to assess the potential loss as a result of the risks to which it is exposed and take corrective actions.

### d) Risk concentrations

The principal business of the Parent company is to provide financing in the form of loans to its clients. Credit Risk is the risk of default of the counterparty to repay its obligations in a timely manner resulting in financial loss. Credit risk encompasses both the direct risk of default and the risk of deterioration of creditworthiness as well as concentration risks. The Company has lays down the credit evaluation and approval process in compliance with regulatory guidelines.

The Parent Company uses the Expected Credit Loss (ECL) Methodology to assess the impairment on financial assets.

In case of loan assets, The Probability of Default (PD) and Loss Given Default (LGD) is derived based on historical data on an unsegmented portfolio basis due to limitation of counts in past. The combination of the PD and LGD is applied on the Exposure at Default to compute the ECL, which is further adjusted for forward looking information, if any.



# Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

## Analysis of risk concentration

(₹ in Lakhs)				
Particulars	As at	Corporate	Others	Total
<b>Financial Assets</b>				
Loans (Net of Impairment)	31st March, 2025	7,479.72	-	-
	31st March, 2024	-	-	-

## 38. Disclosure pursuant to Indian Accounting Standard 24 - “Related Party Disclosures”

### (i) Key Management Personnel (KMP):

Name	Designation
Pawan Jain (Whole Time Director up to 31/03/2025)	Chairman & Whole time Director
Daulat Jain (Chief Executive Officer up to 31/03/2025)	Managing Director & Chief Executive Officer
Amit Jain	Non-Executive Director
Gaurav Jain	Chief Financial Officer
Anju Mundhra	Company Secretary
Mina Agarwal (up to 13/01/2025)	Independent Director
Sagar Jain (up to 31/03/2024)	Independent Director
Sonu Jain (up to 31/03/2025)	Independent Director
Ajay Pratapray Sanghavi (w.e.f. 01/09/2023)	Independent Director
Tapan Sodani (w.e.f 01/09/2023)	Independent Director
Siddarth Mohta (w.e.f 12/02/2025)	Chief Investment Officer

### (ii) Enterprises controlled or jointly controlled of KMP and/or close family members of KMP (with whom transactions have taken place during the year)

Ashika Foundation

Ashika Global Finance Pvt. Ltd.

Puja Sales Promotion Pvt. Ltd.

Pawan Jain (HUF)

Yaduka Financial Services Limited

Ashika Capital Limited

Ashika Global Securities Pvt. Ltd. (AGSPL)

Ashika Stock Services Ltd. (Formerly known as Ashika Stock Broking Ltd)

Ashika Commodities and Derivatives Pvt. Ltd.

Ashika Properties Private Limited

# Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

## Details of Related Party Transactions:

(₹ in Lakhs)					
Name of the related party and nature of relationship	Nature of Transactions**	For the year ended 31st March, 2025	Balance Outstanding as at 31st March, 2025	For the year ended 31st March, 2024	Balance Outstanding as at 31st March, 2024
<b>Key Management Personnel (KMP)</b>					
Pawan Jain	Remuneration	169.11*	8.83	169.11	9.08
Daulat Jain	Remuneration	13.00	0.83	13.00	0.80
Gaurav Jain	Remuneration	32.56	1.73	23.66	2.46
Anju Mundhra	Remuneration	33.82	1.04	34.45	2.61
Siddarth Mohta	Remuneration	6.29	4.00	-	-
Sagar Jain	Sitting Fees	-	-	1.35	-
Suparna Sengupta	Sitting Fees	-	-	0.90	-
Sonu Jain	Sitting Fees	2.00	-	1.15	-
Ajay Pratapray Sanghavi	Sitting Fees	1.20	-	0.40	-
Mina Agarwal	Sitting Fees	0.20	-	-	-
Tapan Sodani	Sitting Fees	1.65	-	0.40	-
*The remuneration paid/provided by the parent company during the year ended is in excess of the limit laid down under Section 197 of the Act, However the parent company has obtained necessary approvals from the shareholders of the parent company by way of Special Resolution.					
<b>Enterprises controlled or jointly controlled or under significant influence of KMP and/or close family members of KMP (with whom transactions have taken place during the year)</b>					
Ashika Foundation	CSR expenditure	25.25	-	-	-
Ashika Stock Services Ltd.	Loan Given	7,500.00	7,500.00	4,825.00	-
	Repayment of Loan Given	-	-	4,825.00	-
	Other Payables	-	13.51	-	-
	Brokerage	289.32	-	50.70	-
	Interest Income on Loan Given	326.30	-	11.53	-
	Interest Paid on Cash Margin	197.60	-	33.72	-
Ashika Global Securities Pvt. Ltd.	Loan Taken	4,725.00	-	-	-
	Repayment of Loan Taken	4,725.00	-	-	-
	Interest Expenses on Loan Taken	15.82	-	-	-
	Loan Given	300.00	-	4,375.00	-
	Repayment of Loan Given	300.00	-	5,050.00	-
	Interest Income on Loan Given	0.09	-	16.04	-
Ashika Global Finance Pvt. Ltd.	Loan Taken	8,650.00	-	-	-
	Repayment of Loan Taken	8,650.00	-	-	-
	Interest Expense on Loan Taken	22.93	-	-	-
	Loan Given	1,900.00	-	4,200.00	-
	Repayment of Loan Given	1,900.00	-	4,200.00	-
	Interest Income on Loan Given	3.16	-	18.15	-
Ashika Capital Limited	Loan Given	-	-	1,010.00	875.00
	Repayment of Loan Given	-	-	1,885.00	-
	Interest Income on Loan Given	-	-	28.22	-
Yaduka Financial Services Limited	Loan Taken	7,750.00	-	-	-
	Repayment of Loan Taken	7,750.00	-	-	-
	Interest Expense on Loan Taken	26.90	-	-	-
Ashika Properties Private Limited	Security Deposit Given for Leased Premises	0.90	0.90	-	-
	Rent Expense for Leased Premises	0.18	-	-	-
Puja Sales Promotion Pvt. Ltd.	Security Deposit Given for Leased Premises	-	0.60	-	0.60
	Rent Expense for Leased Premises	1.31	-	1.20	-
Pawan Jain (HUF)	Security Deposit Given for Leased Premises	-	1.00	-	1.00
	Office Maintenance Expense for Leased Premises	4.27	-	3.72	-
	Rent Expense for Leased Premises	4.27	-	3.72	-

\*\* Expenses incurred for business purpose which are reimbursed by the Group has not been considered above.

Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

38.1 Compensation to KMPs:

(₹ in Lakhs)		
Particulars	Year ended 31st March, 2025	Year ended 31st March, 2024
Short-term employee benefits	253.54	244.42
Other long-term employee benefits		
Post-employment benefits	2.71	2.33

38.2Provisions for doubtful debts related to the amount of outstanding balances:

(₹ in Lakhs)				
Name of related party	For the year ended 31st March 2025	Balance Outstanding as at 31st March 2025	For the year ended 31st March, 2024	Balance Outstanding as at 31st March, 2024
Ashika Stock Services Ltd.	20.28	20.28	-	-

39. Financial Ratios

Particulars	Year ended 31st March, 2025	Year ended 31st March, 2024
(a) Capital to risk-weighted assets ratio (CRAR)	NA	NA
(b) Tier I CRAR	NA	NA
(c) Tier II CRAR	NA	NA
(d) Liquidity Coverage Ratio	NA	NA

Note: Since the parent company is a NBFC classified under “Base Layer” in terms of Master Directions-Reverse Bank of India(Non Banking Financial Companies-Scale Based Regulations)Directions,2023, these ratios are not applicable . Hence, the same is not being disclosed.

40. Title deeds of Immovable Properties not held in name of the Company

Relevant line item in the Balance Sheet	Description of item of property	Gross carrying value (Amount in ₹ Lakhs)	Title deeds held in the name of	Whether title deed holder is promoter, director or relative of promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the Company
Investment property	Residential flat	13.26	Queens Park Estates Pvt. Ltd.	No	4/4/2006	Conveyance pending

41. There is no proceedings been initiated or pending against the Group for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the Rules made thereunder during the year ended 31st March, 2025 and 31st March,2024.
42. The Group does not have any transaction with companies struck off U/s 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956.
43. As at 31st March, 2025, there are no loans or advances in the nature of loans granted to promoters, directors, KMPs and the related parties (as defined under the Companies Act, 2013), either severally or jointly with any other person that are repayable on demand or without specifying any terms or period of repayment.
44. The Group has duly registered it’s charges or satisfaction of charges with the Registrar of Companies (ROC).
45. There are no transactions not recorded in the books of accounts during the year ended 31st March, 2025 and 31st March, 2024 that has been surrendered or disclosed as income in the tax assessments under the Income Tax Act,1961
- There are no previously unrecorded income and related assets to be recorded in the books of account during the year ended 31st March, 2025 and 31st March, 2024.

Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

46. The Group is not declared as wilful defaulter by any bank or financial Institution or other lender during the year ended 31st March, 2025 and 31st March, 2024.
47. Utilisation of Borrowed Funds and Share Premium
- (A) During the year ended and as at 31st March, 2025 and 31st March, 2024, the Group has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall:
- (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries) or
- (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.”
- (B) During the year ended and as at 31st March, 2025 and 31st March, 2024, the Group has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall:
- (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
48. The Group has not traded or invested in any Crypto Currency or Virtual Currency during the year during the year ended 31st March, 2025 and 31st March, 2024
49. The business of the Parent company falls within a single operating reportable segment viz., ‘Financial Services’ and the subsidiary company has not carried out any business operations during the year, hence, there are no separate reportable segments as per Ind AS 108, “Operating Segments.

50. The list of entity consolidated as subsidiary in accordance with the Indian Accounting Standard (Ind AS) – 110 Consolidated financial statements.

Name of the Entities	Country of Incorporation	Proportion of ownership as at reporting date	Consolidated as
Ashika Private Equity Advisors Private Limited (Formerly known as Ashika Entercon Private Limited)	India	51%	Subsidiary

51. Additional information as required by paragraph 2 of the general instructions for preparation of Consolidated Financial Statements to the Schedule III to the Companies Act, 2013 as at and for the year ended 31st March, 2025.

Name of the Entities	Net Assets i.e. total assets minus total liabilities		Share in Profit or Loss		Share in other comprehensive income		Share in total comprehensive income	
	% of Consolidated net assets	Amount	% of Consolidated profit or loss	Amount	% of Consolidated other comprehensive income	Amount	% of Consolidated total comprehensive income	Amount
<b>Parent Company</b>								
Ashika Credit Capital Limited	99.99%	44,015.48	99.88%	(5,141.92)	100.00%	(0.35)	99.88%	(5,142.27)
<b>Subsidiary</b>								
Ashika Private Equity Advisors Private Limited (Formerly known as Ashika Entercon Private Limited)	0.01%	4.22	0.12%	(5.95)	0.00%	-	0.12%	(5.95)
	<b>100.00%</b>	<b>44,019.70</b>	<b>100.00%</b>	<b>(5,147.87)</b>	<b>100.00%</b>	<b>(0.35)</b>	<b>100.00%</b>	<b>(5,148.22)</b>

## Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

**52.** On 21st January, 2025, the Parent Company has acquired 5100 shares (i.e. 51% of the equity share capital) of ₹ 10 each, aggregating to ₹ 0.51 lakhs in Ashika Private Equity Advisors Private Limited (Formerly known as Ashika Entercon Private Limited). Accordingly, Ashika Private Equity Advisors Private Limited (Formerly known as Ashika Entercon Private Limited) became subsidiary of the Parent Company w.e.f. 21st January, 2025. Opening balances wherever disclosed in the consolidated financial statements for the year ended 31st March, 2025 represents figures of the Parent Company’s standalone financial statements.

Hence, figures for the year ended 31st March, 2025 and 31st March, 2024 are not comparable.

### 53. Disclosure pursuant to Ind AS 103 “Business Combinations:

**(i) Assets acquired and liabilities recognised on the date of acquisition are as follows:**

	(In Lakhs)
<b>Ashika Private Equity Advisors Private Limited (Formerly known as Ashika Entercon Private Limited)</b>	
Cash & Cash Equivalents	0.20

**(ii) Calculation of Goodwill:**

	(In Lakhs)
<b>Ashika Private Equity Advisors Private Limited (Formerly known as Ashika Entercon Private Limited)</b>	
Purchase consideration for 51% Stake	0.51
Add: Non Controlling Interest	0.10
Less: Net Assets acquired	(0.20)
<b>Goodwill</b>	<b>0.41</b>

**(iii)** Goodwill is attributable to future growth of business out of synergies from this acquisition and assembled workforce. The goodwill is not deductible for income tax purposes.

**(iv)** The non-controlling interest (49% ownership in Subsidiary) recognised at the acquisition date was measured at proportionate share of Subsidiary’s net assets.

**54.** During the year ended 31st March, 2025, a Scheme of Arrangement (‘the Scheme’) involving merger of Yaduka Financial Services Limited with the Parent Company was approved by the Board of Directors of the respective companies at their meeting held on 31st July, 2024. The Scheme is subject to receipt of approval from Hon’ble National Company Law Tribunal, Kolkata Bench and from Shareholders and Creditors of each of the Companies, as may be required and other requisite Statutory/Regulatory Approvals, as applicable. The appointed date for the proposed scheme is 1st October, 2024.

During the year ended 31st March, 2025, the Board of Directors at its meeting held on 12th November, 2024, approved a Composite Scheme of Amalgamation (“the Composite Scheme”) of: (i) Ashika Commodities & Derivatives Private Limited (“ACDPL” or “Transferor Company”) Wholly Owned Subsidiary of Ashika Global Securities Private Limited (“AGSPL” or “Amalgamating Company” or “Transferee Company”), with and into AGSPL and (ii) AGSPL with and into Ashika Credit Capital Limited (“ACCL” or “Amalgamated Company”) and their respective shareholders and creditors, under Sections 230 to 232 of the Companies Act, 2013 and other applicable laws including the rules and regulations. The Scheme is subject to receipt of approval from Hon’ble National Company Law Tribunal, Kolkata Bench and from Shareholders and Creditors of each of the Companies, as may be required and other requisite Statutory/Regulatory Approvals, as applicable. The appointed date for the proposed scheme is 1st April, 2025.

Therefore, the effect of above Scheme of Arrangements has not been accounted in the books of account of the Parent Company.

## Notes to Consolidated Financial Statements

as at and for the year ended 31st March, 2025

**55.** The net worth of the subsidiary has been fully eroded and the subsidiary’s current liabilities exceed its current assets as at the balance sheet date. During the year, the subsidiary has created a trust named, ‘Ashika Private Equity Trust’ and is in process of making an application with Securities and Exchange Board of India (SEBI) for registration under Category II Alternate Investment Fund (AIF). The management has decided to arrange required funds as and when will be necessary and there is no material uncertainty exists as on date that the subsidiary is not capable of meeting it’s 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. These financial statements have been prepared on a going concern basis based on the future strategic plan envisaged by the management as stated above.

**56.** Figures pertaining to previous year have been rearranged/regrouped, wherever necessary, to make them comparable with those of current year.

### SIGNATURE TO NOTES 1 TO 56

As per our report of even date attached.

For **DHC & Co.**  
Chartered Accountants  
ICAI Firm Registration No. 103525W

**Pradhan Priya Dass**  
Partner  
Membership No. 219962

Place: Bengaluru  
Date: 10th May, 2025

For and on behalf of the Board of Directors of **Ashika Credit Capital Ltd.**

**Pawan Jain**  
Chairman  
(DIN: 00038076)  
Place: Mumbai

**Daulat Jain**  
Managing Director  
(DIN: 00040088)  
Place: Kolkata

**Anju Mundhra**  
Company Secretary  
(F6686)  
Place: Mumbai

**Chirag Jain**  
Executive Director & Chief Executive Officer  
(DIN: 07648747)  
Place: Mumbai

**Gaurav Jain**  
Chief Financial Officer  
Place: Mumbai



# Notice

## ASHIKA CREDIT CAPITAL LIMITED

CIN: L67120WB1994PLC062159  
Trinity, 226/1, A.J.C Bose Road, 7<sup>th</sup> Floor, Kolkata-700020  
Tel: (033) 40102500; Fax: (033) 40102543  
Website: www.ashikagroup.com; Email: secretarial@ashikagroup.com

### NOTICE CONVENING THIRTY-SECOND (32<sup>ND</sup>) ANNUAL GENERAL MEETING (AGM)

**NOTICE** is hereby given that the **Thirty-Second (32<sup>nd</sup>) Annual General Meeting (AGM)** of the members of **Ashika Credit Capital Limited** ("the Company") will be held on **Saturday the 6<sup>th</sup> Day of September, 2025 at 11:30 A.M.** through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") to transact the following business:

#### ORDINARY BUSINESS:

- To receive, consider and adopt the Audited Annual Financial Statements of the Company for the FY ended 31<sup>st</sup> March, 2025 (Standalone and Consolidated) together with the Reports of the Auditors and the Board of Directors thereon.
- To appoint a Director in place of Mr. Pawan Jain (DIN: 00038076), who retires by rotation, and being eligible, offers himself for re-appointment.

**Explanation:** Mr. Pawan Jain, who is liable to retire by rotation, being eligible, seeks re-appointment. The Board recommends his re-appointment.

Therefore, the shareholders are requested to consider, and if thought fit, to pass with or without modifications, the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** Mr. Pawan Jain (DIN: 00038076), Director, who retires by rotation at this Meeting and being eligible for re-appointment in accordance with the provisions of Section 152 of the Companies Act, 2013, be and is hereby re-appointed as a Director of the Company."

#### SPECIAL BUSINESS:

### 3. RE-APPOINTMENT OF MR. AJAY PRATAPRAY SHANGHAVI (DIN – 00084653) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR A PERIOD OF 3 (THREE) YEARS W.E.F 1<sup>ST</sup> SEPTEMBER, 2025

To consider, and if thought fit, to pass with or without modification(s), the following Resolution as a **Special Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), Companies (Appointment and Qualification of Directors) Rules, 2014 and of Regulation 17, 25 and other applicable provisions of SEBI (LODR) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the provisions of the Articles of Association of the Company and pursuant of recommendation of the Nomination & Remuneration Committee and approval of Board, Mr. Ajay Pratapray Shanghavi (DIN – 00084653), who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act, as amended from time to time and who is eligible for re-appointment and for whom the Company has received notice under Section 160(1) of the Act, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for second term of 3 (Three) Years, effective from 1<sup>st</sup> September, 2025 to 31<sup>st</sup> August, 2028 (both dates inclusive)."

**"RESOLVED FURTHER THAT** any of the Directors or Company Secretary & Compliance Officer of the Company be and are hereby severally authorised to file necessary forms with ROC, Kolkata and to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company and to do all such acts, deeds, matters and things and take such steps as may be necessary, expedient or desirable in this regard."

### 4. APPOINTMENT OF SECRETARIAL AUDITORS FOR A PERIOD OF FIVE (5) FY STARTING FROM 1<sup>ST</sup> APRIL 2025

To consider and if thought fit, to pass with or without modification(s), the following Resolution as a **Special Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 (the Act), read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and based on the recommendation of the Audit Committee and the approval of the Board of Directors of the Company, consent of the Members be and is hereby accorded for appointment of M/s MR & Associates, Practicing Company Secretaries, having Office at 46 B B Ganguly Street, 4<sup>th</sup> Floor, Room 406, Kolkata 700012, as Secretarial Auditors of the Company for a period of five (5) consecutive years, commencing on 1<sup>st</sup> April, 2025, until 31<sup>st</sup> March, 2030, to conduct Secretarial Audit of the Company."

**"RESOLVED FURTHER** the remuneration plus applicable taxes and out-of pocket expenses payable to them during their tenure as the Secretarial Auditors of the Company, shall be as determined by Audit Committee in consultation with the said Secretarial Auditors."

**"RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorised to take such steps and do all such acts, deeds, matters, and things as may be considered necessary, proper, and expedient to give effect to this Resolution."

### 5. TO APPROVE MATERIAL RELATED PARTY TRANSACTION – ENHANCEMENT OF REMUNERATION OF MS. ISHITA JAIN, CHIEF BUSINESS OFFICER (CBO), A RELATED PARTY, WHO HOLDS OFFICE/PLACE OF PROFIT IN THE COMPANY

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

**RESOLVED THAT** pursuant to the provisions of Section 2(51), 178,188(1)(f) of the Companies Act, 2013, read with applicable rules thereunder and other applicable provisions, if any, and in terms of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modifications(s) or reenactment thereof, for the time being in force), and applicable clauses of Articles of Association of the Company, and subject to compliances of all applicable laws and regulations, and based on the recommendation of Nomination and Remuneration Committee and approval of Audit committee and Board of Directors of the Company in their meeting held on 12<sup>th</sup> May, 2025, consent of Members of the company be and is hereby accorded for the approval of Material Related Party Transaction and/or holding of Office or Place of Profit by enhancing the remuneration payable to **Ms. Ishita Jain**, Chief Business Officer (CBO) of the Company and a Key Managerial Personnel (KMP) under Section 2(51) of the Companies Act, 2013, who has been appointed with effect from **01<sup>st</sup> April, 2025**, from and between range of ₹ 29,40,000/- per annum to ₹ 1,00,00,000/- per annum (inclusive of basic salary, perquisites, allowances, bonus, other benefits, and employee advances, if any), for a term of three (3) years, with all other terms and conditions of her appointment remaining unchanged.

**RESOLVED FURTHER THAT** the Nomination and Remuneration Committee/Audit Committee/Board of Directors of the Company has the liberty to alter and vary such remuneration in accordance with the provisions of the Act, to effect change in designation and responsibilities of Ms Ishita Jain, within the maximum limit approved by the Members.

**"RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to settle any question, difficulty or doubt that may arise with regard to giving effect to the above Resolution, sign and execute necessary documents and papers on an ongoing basis and to do and perform all such acts, deeds and things as may be necessary or in its absolute discretion deem necessary, proper, desirable and to finalize any document and writings in this regard."

## Notice

**“RESOLVED FURTHER THAT** any Director and/or the Company Secretary of the Company be and are hereby jointly/severally authorized to sign such forms/returns as may be required to be submitted to the Registrar of Companies or such other authorities as may be required and to do all the acts, deeds and things which may be necessary to give effect to the above said resolution.”

By Order of the Board of Directors  
for **Ashika Credit Capital Limited**

Sd/-  
**(Anju Mundhra)**

Date: 10<sup>th</sup> May 2025  
Place: Mumbai

Company Secretary & Compliance Officer  
Membership No: F6686

### NOTES:

1. The Ministry of Corporate Affairs (“MCA”) inter-alia vide its General Circular Nos. 14/2020 dated 8<sup>th</sup> April, 2020 and 17/2020 dated 13<sup>th</sup> April, 2020, followed by General Circular Nos. 20/2020 dated 5<sup>th</sup> May, 2020, General Circular No. 09/2023 dated: 25<sup>th</sup> September, 2023 and subsequent circulars issued in this regard, the latest being General Circular No. 09/2024 dated: 19<sup>th</sup> September, 2024 (collectively referred to as “MCA Circulars”) has permitted the holding of the Annual General Meeting through Video Conferencing (“VC”) or through other audio-visual means (“OAVM”), without the physical presence of the Members at a common venue.

Further, towards this, the Securities and Exchange Board of India (‘SEBI’), vide its Circular(s) dated 12<sup>th</sup> May, 2020, 15<sup>th</sup> January, 2021, 13<sup>th</sup> May, 2022, 5<sup>th</sup> January, 2023, 6<sup>th</sup> October, 2023, 7<sup>th</sup> October, 2023 and 3<sup>rd</sup> October, 2024 (‘SEBI Circulars’) and other applicable circulars issued in this regard from time to time, has provided relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In compliance with the provisions of the Companies Act, 2013 (“the Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and MCA Circulars, the Annual General Meeting (“Meeting” or “AGM”) of the Company is being held through VC/OAVM without the physical presence of the members at a common venue. The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed Venue of the AGM.

2. In terms of the MCA Circulars, physical attendance of Members has been dispensed with and, therefore, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the 32<sup>nd</sup> AGM. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the Members may be appointed for the purpose of voting through remote e-Voting through Board Resolution/Power of Attorney/Authority Letter, etc., for participation in the 32<sup>nd</sup> AGM through VC/OAVM facility and e-Voting during the 32<sup>nd</sup> AGM. The said resolution/authorisation shall be sent to the Scrutiniser by email through its registered email address to [goenkamohan@gmail.com](mailto:goenkamohan@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Since the 32<sup>nd</sup> AGM is being held through VC/OAVM facility, the Route Map is not annexed in this Notice.
3. The Explanatory Statement pursuant to Section 102 of the Act in respect of the business items as set out above and the relevant details of the Director seeking appointment/re-appointment at this AGM as required under Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India (‘Secretarial Standards’) are annexed hereto. Requisite declarations have been received from the Director seeking appointment/re-appointment.
4. Institutional/Corporate shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc. with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, to the Scrutiniser by e-mail to [goenkamohan@gmail.com](mailto:goenkamohan@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution/Power of Attorney/Authority Letter etc. by clicking on “Upload Board Resolution/Authority Letter” displayed under “e-Voting” tab in their login.

5. Attendance of the Members participating in the 32<sup>nd</sup> AGM through VC/OAVM facility using their login credentials shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. Pursuant to Sections 101 and 136 of the Act read with the Rules framed thereunder and in compliance with the aforesaid MCA Circulars and SEBI Circulars, the Notice of the AGM is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. Members may note that the Notice of the AGM and the Annual Report for the FY 2024-25 will also be available on the Company’s website at [www.ashikagroup.com](http://www.ashikagroup.com), websites of the Stock Exchanges where the company shares are listed viz., [www.bseindia.com](http://www.bseindia.com) and on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com). The physical copy of the Notice along with Annual Report shall be made available to the Member(s) who may request the same in writing to the Company.

Members not having their email IDs registered are requested to download a copy of the Notice and Annual Report available at the website of the Company at [www.ashikagroup.com](http://www.ashikagroup.com) at the weblink at <https://assets.ashikagroup.com/annual-report-2024-2025.pdf>

7. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM, i.e. **Saturday, the 6<sup>th</sup> Day of September, 2025**. Members seeking to inspect such documents can send an email to [secretarial@ashikagroup.com](mailto:secretarial@ashikagroup.com). Further, Members seeking any information with respect to the afore-mentioned registers are requested to write to the Company till **5:00 P.M., i.e. Saturday, the 30<sup>th</sup> Day of August, 2025**, through e-mail on [secretarial@ashikagroup.com](mailto:secretarial@ashikagroup.com). The same will be replied to by the Company suitably.
8. As per the provisions of Section 72 of the Act and relevant SEBI Circulars, the facility for making nominations is available for the members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in ISR-3 or SH-14 as the case may be. The said forms can be downloaded from our website at [https://www.ashikagroup.com/accl/investor-relations-files.html?asset\\_category=Shareholder+Desk&asset\\_sub\\_category=Simplified+Norms+Physical+Shareholder](https://www.ashikagroup.com/accl/investor-relations-files.html?asset_category=Shareholder+Desk&asset_sub_category=Simplified+Norms+Physical+Shareholder) and website of the Registrar and Transfer Agent (‘RTA’) at <https://www.mdpl.in/form>

Members are requested to submit the said details to their Depository Participants in case the shares are held by them in dematerialised form and to the Company’s RTA in case the shares are held by them in physical form, quoting their folio number.

9. We urge members to support our commitment to environmental protection by choosing to receive the Company’s communication through e-mail. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, PAN, mandates, nomination, power of attorney, bank details, bank account number, MICR code, IFSC, etc.-

(A) For shares held in Electronic Form: To their DPs.

(B) Shares held in physical form: The relevant details in the prescribed forms to the RTA of the Company. The investor service requests forms for updation of PAN, KYC, Bank details and Nomination viz., Forms ISR- 1, ISR-2, relevant Nomination Forms are available on our website [https://www.ashikagroup.com/accl/investor-relations-files.html?asset\\_category=Shareholder+Desk&asset\\_sub\\_category=Simplified+Norms+Physical+Shareholder](https://www.ashikagroup.com/accl/investor-relations-files.html?asset_category=Shareholder+Desk&asset_sub_category=Simplified+Norms+Physical+Shareholder) and also at the website of RTA at <https://www.mdpl.in/form>

Further, SEBI vide its Circular dated 3<sup>rd</sup> November, 2021 (subsequently amended by circulars dated 14<sup>th</sup> December 2021, 16<sup>th</sup> March, and 17<sup>th</sup> November 2023) mandated that the security holders (holding securities in physical form), whose folio(s) do not have PAN or choice of Nomination or contact Details or Mobile Number or Bank Account Details or specimen signature updated, shall be eligible for any payment including dividend, interest or redemption in respect of such folios, only through electronic mode with effect from 1<sup>st</sup> April, 2024.



## Notice

To mitigate unintended challenges on account of freezing of folios, SEBI vide its Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated 17<sup>th</sup> November 2023, has done away with the provision regarding freezing of folios not having PAN, KYC and nomination details.

In view of the above, we urge the shareholders to submit the Investor Service Request (ISR) forms along with the supporting documents at the earliest to their respective Depository Participants (DP). In compliance with the above stated SEBI Circular, the Company has sent individual communication to its shareholders holding shares in the physical form requesting them to update their PAN, KYC details and Nominations, etc along with supporting documents and the details of the RTA such as their email address and registered address along with the link of RTA and the website of the Company.

10. Pursuant to the MCA's Circular, the Company shall publish a newspaper advertisement urging its members (who have not registered their email IDs) to register their email IDs at the earliest. However, Members who have still not registered their email IDs, are requested to do so at the earliest, in the following manner:
  - ◆ Members holding shares in physical mode and who have not registered/updated their e-mail address with the Company are requested to send the Company's RTA duly completed Forms ISR-1, ISR-2 and Choice of Nomination (<https://mdpl.in/form>) with signature of the holders attested by your banker along with a cancelled cheque leaf with your name, account no. and IFSC Code printed thereon. In case your name is not printed on the cheque leaf, you are requested to send an additionally bank attested copy of your passbook/bank statement showing your name, account no and IFSC Code at Maheshwari Datamatics Pvt. Ltd., 23 R.N. Mukherjee Road, 5<sup>th</sup> Floor, Kolkata-700001. In case of any queries/difficulties in registering the e-mail address, Members may write to [secretarial@ashikagroup.com](mailto:secretarial@ashikagroup.com).
  - ◆ Members holding shares in dematerialised mode are requested to register/update their e-mail address with the relevant Depository Participant.
11. We urge members to support our commitment to environmental protection by choosing to receive the Company's communication through e-mail. Members holding shares in dematerialised form, who have not registered their e-mail addresses are requested to register their e-mail addresses with their respective Depository Participants, and Members holding shares in physical form are requested to update their e-mail addresses with Company's R&T Agent in Form ISR-1 available at the website of the Company at [https://www.ashikagroup.com/accl/investor-relations-files.html?asset\\_category=Shareholder+Desk&asset\\_sub\\_category=Simplified+Norms+Physical+Shareholder](https://www.ashikagroup.com/accl/investor-relations-files.html?asset_category=Shareholder+Desk&asset_sub_category=Simplified+Norms+Physical+Shareholder) and is also available at the website of RTA at <https://mdpl.in/form> for receiving all communication, including Annual Reports, Notices, Circulars, etc. from the Company electronically.
12. SEBI has mandated submission of PAN by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN details to their Depository Participants. Members holding shares in physical form are requested to submit their PAN details to the Company's RTA.
13. In terms of Regulation 40(1) of the Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialised form with effect from 1<sup>st</sup> April, 2019. Members may please note that SEBI, vide its Circular dated 25<sup>th</sup> January, 2022, has clarified that listed companies, with immediate effect, shall issue the securities only in demat mode while processing investor service requests pertaining to issuance of duplicate shares, exchange of shares, endorsement, sub-division/consolidation of share certificates, etc. In view of this as also to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to demat mode. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available at the website of the Company at [https://www.ashikagroup.com/accl/investor-relations-files.html?asset\\_category=Shareholder+Desk&asset\\_sub\\_category=Simplified+Norms+Physical+Shareholder](https://www.ashikagroup.com/accl/investor-relations-files.html?asset_category=Shareholder+Desk&asset_sub_category=Simplified+Norms+Physical+Shareholder) and is also available at the website of RTA at <https://mdpl.in/form>

14. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
15. In terms of Sections 124 and 125 of the Act read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('IEPF Rules'), as amended from time to time, dividends which remain unpaid/unclaimed over a period of 7 years will have to be transferred by the Company to Investor Education and Protection Fund Authority ('IEPF Authority') of the Central Government. The Members are requested to note that pursuant to the provisions of Section 124(6) of the Act, Listing Regulations and the IEPF Rules, all such shares in respect of which dividend has not been paid or claimed for seven consecutive years or more are also required to be transferred to IEPF Authority. In this regard the Company sends individual notices to the concerned Shareholders for whom the dividend remains unclaimed and unpaid with the Company.

Pursuant to the Provisions of Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with Companies) Rules, 2012, the Company has uploaded details of unpaid and unclaimed amounts lying with the Company as on 31<sup>st</sup> March, 2024 on the website of the Company [www.ashikagroup.com](http://www.ashikagroup.com) and also filed details of the same with Ministry of Corporate Affairs.

Accordingly, all unpaid/unclaimed amounts in respect of dividends paid by the Company for the FY 31<sup>st</sup> March, 2019 shall be transferred to the IEPF Authority. Shareholders are requested to encash the dividend before the due date of transfer i.e. 12<sup>th</sup> September, 2026.

16. Members are requested to quote their Folio numbers/DP Id and Client Id in all communication/correspondence with the Company or its RTA. All documents, transfers, dematerialisation requests and other communications in relation thereto should be addressed directly to the Company's Registrar and Transfer Agent, Maheshwari Datamatics Pvt Ltd, at the address mentioned below:

**MAHESHWARI DATAMATICS PVT LTD**  
Registrar and Share Transfer Agent  
23, R.N. Mukherjee Road, 5<sup>th</sup> Floor  
Kolkata – 700001

### THE PROCESS AND MANNER FOR MEMBERS OPTING FOR VOTING THROUGH ELECTRONIC MEANS ARE AS UNDER:

17. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and in terms of SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 in relation to "e-voting Facility Provided by Listed Entities"; the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL, on all the resolutions set forth in this Notice. The facility of casting votes by a member using remote e-voting system before the Meeting as well as remote e-voting during the AGM will be provided by NSDL. The instructions for e-voting are given in Point No. 20 of this Notice.
18. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on **Saturday, the 30<sup>th</sup> Day of August, 2025** ('cut-off date') shall be entitled to vote in respect of the shares held, by availing the facility of remote e-voting prior to the AGM or remote e-voting during the AGM.
19. The remote e-voting period commences on **Wednesday, the 3<sup>rd</sup> Day of September, 2025 (9.00.A.M. IST)** and ends on **Friday, the 5<sup>th</sup> Day of September, 2025 (5.00 P.M. IST)**. During this period, members of the Company, holding shares as on the **cut-off date** i.e. **Saturday, the 30<sup>th</sup> Day of August, 2025**, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently or cast the vote again. The facility for voting through electronic voting system shall also be made available during the AGM. Members attending the AGM who have not cast their vote by remote e-voting and otherwise not barred from doing so, shall be eligible to cast their vote through e-voting during the AGM.



## Notice

20. The details of the procedure and manner for remote e-voting/joining the 32<sup>nd</sup> AGM, are explained herein below:

### How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

#### Step 1: Access to NSDL e-Voting system

##### A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>Existing IDeAS user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>If you are 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>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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience</li> </ol>

NSDL Mobile App is available on



Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>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 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 and then user your existing my easi username &amp; password.</li> <li>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>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>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>
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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. NSDL and CDSL

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911

##### B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

- Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a 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, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

## Notice

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in physical form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***.

5. Password details for shareholders other than Individual shareholders are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - How to retrieve your 'initial password'?
    - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, the last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - If your email ID is not registered, please follow the steps mentioned below in **process for those shareholders whose email ids are not registered**.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

### Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

#### How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

- After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
- Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
- Now you are ready for e-Voting as the Voting page opens.

- Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- Upon confirmation, the message "Vote cast successfully" will be displayed.
- You can also take the printout of votes cast by you by clicking on the print option on the confirmation page
- Once you confirm your vote on the resolution, you will not be allowed to modify your vote

### Process for those shareholders whose email ids are not registered with the depositories/ Company/RTA for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

- In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by sending an email to Company's mail id at [secretarial@ashikagroup.com](mailto:secretarial@ashikagroup.com)
  - In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [secretarial@ashikagroup.com](mailto:secretarial@ashikagroup.com).
- If you are Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.
- Alternatively, shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.

## GENERAL INFORMATION FOR SHAREHOLDERS

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
  - In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on: 022 - 4886 7000 or send a request to Mr. Pritam Dutta, Assistant Manager at [pritamd@nsdl.com](mailto:pritamd@nsdl.com) / [evoting@nsdl.com](mailto:evoting@nsdl.com)
- The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-Voting.
- Only those Members/Members, who will be present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
  - The Members can opt for only one mode of remote e-voting i.e. either prior to the AGM or during the AGM. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
  - In terms of SEBI circular dated 9<sup>th</sup> December 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

## Notice

6. Any person, who acquires shares of the Company and become member of the Company after dispatch of the Notice of AGM and holding shares as on the cut-off date i.e. **Saturday, the 30<sup>th</sup> Day of August, 2025**, may cast their votes electronically through remote e-voting by obtaining the login ID and password by sending a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) or [mdpldc@yahoo.com](mailto:mdpldc@yahoo.com). However, if he/she is already registered with NSDL for remote e-voting then he/she can use their existing user ID and password for casting their vote. If he/she forgets his/her password, he/she can reset the password by using "Forgot User Details/Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or by calling on 022 - 4886 7000 and 022 - 2499 7000. In case of Individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned in the Notice of the AGM under Step 1: "Access to NSDL e-Voting system" (above).
7. Mr. Mohan Ram Goenka, Practising Company Secretary (CP No. 2551), Partner at M/s. M.R. & Associates, Practicing Company Secretaries, has been appointed by the Board of Directors of the Company as the Scrutiniser for conducting the remote e-voting process as well as the e-voting system on the date of the AGM, in a fair and transparent manner, and he has communicated his willingness to be appointed.
8. The Scrutiniser shall, immediately after the conclusion of voting at the AGM, scrutinise the votes cast at the meeting and votes cast through remote e-voting and make, a consolidated Scrutiniser's Report of the total votes cast in favour or against, if any, and submit the same to the Chairman or a person authorised by him in writing, who shall countersign the same.
9. In accordance with Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the results will be declared within two working days of conclusion of AGM, in the prescribed format along with the report of the Scrutiniser and the same shall be placed on the website of the company [www.ashikagroup.com](http://www.ashikagroup.com) and on the website of NSDL <http://www.evoting.nsdl.com> immediately after the declaration of result. The results shall also be forwarded to the exchanges, where the shares of the company are listed. The results shall also be displayed on the noticeboard at the registered office of the company.  
  
Subject to the receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting i.e. **Saturday, the 6<sup>th</sup> Day of September, 2025**, subject to receipt of the requisite number of votes in favour of the Resolutions.

### INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. The procedure for e-Voting on the day of the AGM is the same as the instructions mentioned above for remote e-voting.
2. Member will be able to attend the AGM through VC/OAVM or view the live webcast of AGM provided by NSDL at <http://www.evoting.nsdl.com>, members may access by following the steps mentioned above for **Access to NSDL E-voting System**. After successful login, you can see link of "VC/OAVM link" placed under **"Join General meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
3. **The Members can join the AGM through the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting** by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1,000 members on a first come first served basis. The large shareholders (i.e. shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, etc. can attend the AGM without any restriction on account of first-come-first-served principle.
4. Members are requested to join the Meeting through Laptops for better experience and members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting. Please note that participants connecting from Mobile Devices or Tablets or through Laptop connected via mobile hotspot may experience audio/video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of glitches.

### PROCEDURE TO RAISE QUESTIONS/SEEK CLARIFICATIONS WITH RESPECT TO ANNUAL REPORT AND REGISTRATION AS SPEAKER AT THE AGM

1. For ease of participation by the members and keeping in view smooth conduct of the proceedings at the AGM, the members who have questions may send their questions in advance mentioning their name, demat account number/folio number, e-mail id, mobile number at [secretarial@ashikagroup.com](mailto:secretarial@ashikagroup.com). The questions received till **5:00. P.M., Saturday, the 30<sup>th</sup> Day of August, 2025** will be considered and replied by the company suitably.
2. Members willing to express their views or ask questions during the AGM are required to register themselves as speakers by sending their requests from **Wednesday, the 27<sup>th</sup> Day of August, 2025 (9:00 A.M. IST) till Saturday, the 30<sup>th</sup> Day of August, 2025 (5:00 P.M. IST)** at [secretarial@ashikagroup.com](mailto:secretarial@ashikagroup.com) from their registered e-mail addresses mentioning their names, folio numbers/demat account numbers, PAN details and mobile numbers. Only those Members who have registered themselves as speakers will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of questions, time allotted and number of speakers depending on the availability of time for the AGM.

By Order of the Board of Directors  
for, **Ashika Credit Capital Limited**

Date: 10<sup>th</sup> May, 2025  
Place: Mumbai

Sd/-  
**(Anju Mundhra)**  
Company Secretary & Compliance Officer  
Membership No: F6686



## Notice

### EXPLANATORY STATEMENT

**The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('Act'), given hereunder sets out all material facts relating to Special Business mentioned at Item No. 3 to 5 of the accompanying Notice dated 10<sup>th</sup> May, 2025**

#### **ITEM NO. 3: RE-APPOINTMENT OF MR. AJAY PRATAPRAY SHANGHAVI (DIN: 00084653) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR A PERIOD OF 3 (THREE) YEARS W.E.F 1<sup>ST</sup> SEPTEMBER, 2025**

The Members of the Company, at the 30<sup>th</sup> Annual General Meeting of the Company, held on 16<sup>th</sup> September, 2023, considered, and approved the appointment of Mr. Ajay Pratapray Shanghavi (DIN: 00084653) as an Independent Director, not liable to retire by rotation, for a term of 2 (Two) Years effective from 1<sup>st</sup> September, 2023 to 31<sup>st</sup> August, 2025.

The Nomination and Remuneration Committee (NRC) of the Board of the Company, at its meeting held on 10<sup>th</sup> May, 2025, has unanimously recommended to the Board, the re-appointment of Mr. Ajay Pratapray Shanghavi as an Independent Director for second term of 3 (Three) Years, commencing from 1<sup>st</sup> September, 2025 to 31<sup>st</sup> August, 2028 (both days inclusive). The NRC, while recommending the re-appointment of Mr. Shanghavi, considered various factors, viz., his versatile knowledge, and expertise, his contribution to the Board of the Company, time devoted by him, and his independent judgment in the opinion of the entire Board.

Based on the recommendation made by the NRC as above, the Board of Directors, in its meeting held on 10<sup>th</sup> May, 2025, has unanimously re-appointed Mr. Ajay Pratapray Shanghavi, for second term of 3 (Three) Years, commencing from 1<sup>st</sup> September, 2025 to 31<sup>st</sup> August, 2028 (both days inclusive), not liable to retire by rotation. Apart from the sitting fee paid for attending Board and committee meeting, Mr Shanghavi is not paid any other remuneration.

Mr. Ajay Pratapray Shanghavi had placed his consent letter pertaining to his re-appointment; further, the Company had received the annual disclosure that he meets the criteria of Independence as per Section 149(6) of Companies Act 2013 and complies with all the criteria envisaged in Regulation 16(b) of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 along with a declaration that he complies with Code of Conduct for the board members and Senior Management as per regulation 17(5) and 26(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and a declaration that he is not debarred or restrained from acting as director of the company by virtue of any SEBI order or any other such authority. Further, he has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director of the Company.

In the opinion of the Board, Mr. Shanghavi fulfils the conditions for the appointment of an Independent Director as specified in the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is independent of the Management of the Company.

The brief profile and specific areas of expertise of Mr. Ajay Pratapray Shanghavi is as under:

Mr. Ajay Pratapray Shanghavi is an MBA, Mechanical Engineer, Production Engineer and Polytechnic, Foundry Technology. He is a dedicated and results-driven professional with over 38 years of hands-on experience in leading and expansion of various medium and large-scale companies in industries such as engineering, manufacturing, packaging, IT, ITES, EdTech, financial services, media and entertainment, etc.

He has been on the board of over 30 companies encompassing different industries and gained in- depth exposure to Corporate Management, Taxation, Litigation, Arbitration, Labour Management, Union Management and Business Development. He has specialised in setting up greenfield projects, business acquisition, managing businesses at corporate level, arranging funding through equity and debt, restructuring of companies, amalgamation of companies, audit and compliance. His core competence areas are corporate strategy, business growth plans and strategy, HR strategy, managing board meetings and annual general meetings of listed and unlisted companies, passion and knowledge in incubation of businesses as well as development of new products and markets.

The requisite details and information pursuant to Regulation 36(3) of the Listing Regulations, the Act and Secretarial Standards-2 issued by the Institute of Company Secretaries of India (ICSI), is provided as **Annexure A** to this Notice. Given his skill set, knowledge and expertise, Board considers it desirable and in the interest of the Company to have Mr. Ajay Pratapray Shanghavi on the Board of the Company and accordingly the Board recommends his appointment as an Independent Director as set out at Item No. 3 of this Notice for approval by the Members as a **SPECIAL RESOLUTION**.

The terms and conditions of appointment of the Independent Director shall be open for inspection by the members at the Registered Office between 11.00 A.M. and 1:00 PM on any working day of the Company.

None of the Directors or Key Managerial Personnel or their respective relatives except Mr. Shanghavi, to whom the resolution relates to, is concerned or interested, financially or otherwise in the resolution set out in the Notice. Mr. Shanghavi does not hold any Equity Shares in the Company as on date of this Notice.

#### **ITEM NO. 4: APPOINTMENT OF SECRETARIAL AUDITORS FOR A PERIOD OF FIVE (5) FY STARTING FROM 1ST APRIL 2025**

In accordance with the provisions of Section 204 and other applicable provisions of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) ('the Act'), every listed company and certain other prescribed categories of companies are required to annex a Secretarial Audit Report, issued by a Practicing Company Secretary, to their Board's report, prepared under Section 134(3) of the Act. Furthermore, pursuant to recent amendments to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), every listed entity and its material Subsidiaries in India are required to conduct Secretarial Audit and annex the Secretarial Audit Report to its annual report. Additionally, a listed entity must appoint a Secretarial Audit firm for a maximum of two terms of five consecutive years, with shareholders' approval to be obtained at the Annual General Meeting.

Accordingly, based on the recommendation of the Audit Committee, the Board of Directors at its meeting held on 10<sup>th</sup> May, 2025, has approved the appointment of M/s MR & Associates, Company Secretaries, having a valid Peer Review Certificate, as the Secretarial Auditors of the Company for a period of five (5) consecutive years, commencing from 1<sup>st</sup> April, 2025 to 31<sup>st</sup> March, 2030 subject to approval of the Members at the Annual General Meeting.

Furthermore, in terms of the amended regulations, M/s MR & Associates has provided a confirmation that they have subjected themselves to the peer review process of the Institute of Company Secretaries of India and hold a valid peer review certificate. They confirmed that they are not disqualified from being appointed as Secretarial Auditors of the Company.

The brief profile of M/s MR & Associates is given below:

*M/s. MR & Associates, Practicing Company Secretaries, established in the year 1996, is a Peer Reviewed Practicing CS firm is having experience of around three decades in Corporate Laws, SEBI Regulations, Liquidation and winding up of Companies, Mergers, De-mergers, Amalgamation, Takeover and acquisitions, Corporate Restructuring, Corporate Insolvency Resolution Process (CIRP), Litigation support and so on and also represents the cases before Hon'ble NCLT, NCLAT, RD, ROC, Stock Exchanges etc. They have a core team, consisting of several Partners and an able strength of Secretarial Team as well. The Firm has a wide coverage of various Industry Houses.*

The terms and conditions of the appointment of M/s MR & Associates include a tenure of five (5) consecutive years, commencing from 1<sup>st</sup> April, 2025 upto 31<sup>st</sup> March, 2030 at a remuneration as determined by Audit Committee and approved by Board, as discussed with Secretarial Auditors.

The proposed fees in connection with the secretarial audit shall be not exceeding Rs 40,000/- (Rupees Forty Thousand only) per annum plus applicable taxes and other out-of-pocket expenses during the term of appointment and any revision in fees shall be on recommendation of Audit committee and approval of Board in consultation with Secretarial Auditors. The payment for services in the nature of certifications and other professional work will be in addition to the Secretarial audit fee and shall be determined by the Audit Committee and/or the Board of Directors.

## Notice

M/s MR & Associates has provided its consent to act as the Secretarial Auditors of the Company and has confirmed that the proposed appointment, if made, will be in compliance with the provisions of the Act and the Listing Regulations. Accordingly, approval of the shareholders is sought for the appointment of M/s MR & Associates as the Secretarial Auditors of the Company.

None of the Directors or Key Managerial Personnel or their respective relatives are concerned or interested, financially or otherwise, in the resolution set out in Notice and accordingly the Board recommends the appointment of M/s. MR & Associates, Practicing Company Secretaries as set out at Item No. 4 of this Notice for approval by the Members as an **ORDINARY RESOLUTION**.

### ITEM NO. 5: TO APPROVE MATERIAL RELATED PARTY TRANSACTION – ENHANCEMENT OF REMUNERATION OF MS. ISHITA JAIN, CHIEF BUSINESS OFFICER (CBO), A RELATED PARTY, WHO HOLDS OFFICE/PLACE OF PROFIT IN THE COMPANY

Ms. Ishita Jain is spouse of Mr. Chirag Jain, Executive Director & CEO of the Company, who is also a relative of Pawan Jain, Chairman (Promoter) of the company. She is related party as defined under Section 2(76) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations). On recommendation of the Nomination and Remuneration Committee and the subsequent approval of Audit and Board of Directors in its respective meetings held on 12<sup>th</sup> February, 2025 has appointed her as Chief Business Officer (CBO) and designated her as Key Managerial Personnel (KMP) in terms of Section 2(51) of the Companies Act, 2013 of the Company with effect from 1<sup>st</sup> April, 2025, at a remuneration Rs. 29,40,000/- per annum (inclusive of Basic, perquisites, allowances, bonus, other benefits and employee advances, if any) and other terms and conditions as mutually agreed upon in accordance with policy/rules of the company. The said remuneration is not exceeding the limits prescribed under Section 188(1)(f) of the Companies Act, 2013 read with the applicable rules thereunder and not material in terms of Regulation 23 of SEBI Listing Regulations.

*Ishita Jain is the Chief Business Officer at Ashika Stock Broking. With a strong academic background and diverse professional experience, she brings a deep understanding of the pharmaceutical industry. Her research has often highlighted companies and trends that have been overlooked by the market, providing clients with unique insights and investment opportunities.*

*Before joining Ashika Stock Broking, Ishita gained valuable experience on Wall Street at a boutique investment banking firm, specializing in financial analysis and market strategy. Prior to that, she worked at an early-stage biotech company in the US, further developing her expertise in the biotech and pharmaceutical sectors.*

*She holds a Master's degree in Biotechnology from Johns Hopkins University, USA, and a Bachelor's degree in Biochemistry from Mumbai University, where she was a University Rank Holder. Her combination of academic credentials and extensive industry experience has made her a respected leader in the Pharma sector, driving in-depth research and strategic business development at Ashika Stock Broking.*

The Board of Directors of the Company after considering the current industry remuneration structure applicable to professionals with expertise in business operations and based on the recommendation of Nomination and Remuneration and approval of Audit Committee, in its meeting held on 10<sup>th</sup> May, 2025 has approved the enhancement of remuneration of Ms. Ishita Jain, Chief Business Officer (CBO) of the Company and a Key Managerial Personnel (KMP) under Section 2(51) of the Companies Act, 2013, who has been appointed with effect from 01<sup>st</sup> April, 2025 from and between range of ₹ 29,40,000/- per annum to ₹ 1,00,00,000/- per annum (inclusive of basic salary, perquisites, allowances, bonus, other benefits, and employee advances, if any), for a term of three (3) years, with all other terms and conditions of her appointment remaining unchanged.

Further, the above enhancement of remuneration would be considered as material related party transactions and/or holding of Office or Place of profit by Ms. Ishita Jain, being a related party to the Company and Audit Committee in its meeting held on today, i.e, 10<sup>th</sup> May, 2025 and accordingly, as per section 188 of the Companies Act, 2013 read with the rules framed thereunder and Regulation 23 of SEBI Listing Regulations, a prior shareholders' approval required for the aforementioned transaction.

### Disclosure pursuant to Rule 15(3) of Companies (Meetings of Board and its powers) Rules 2014 and In terms of Regulation 23 of SEBI (LODR) Regulations, 2015 read with SEBI Circular No. SEBI Circular dated 11th November, 2024, the following information for approval are as under:

Sl. No.	Name of Related Party and nature of relationship with the Company or its subsidiary, including nature of its concern or interest (financial or otherwise)	Name of the director or key managerial personnel who is related, if any and relation	Nature, Type, material terms and particulars of the proposed transaction/contracts or arrangement, if any	Value of the proposed transaction (Rs.)	Tenure of proposed transaction	The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction
1.	Ms. Ishita Jain, Chief Business Officer (CBO), and is part of Promoter Group	Spouse of Mr. Chirag Jain, Executive Director & CEO and relative of Pawan Jain, Chairman	Increase in prescribed limit of remuneration including but not limited to basic salary, fixed and/ or variable remuneration, bonuses, allowances, benefits, perquisites, employee advances, amenities, and conveniences, as per the applicable rules/policies of the Company	Within the range of ₹ 29,40,000/- per annum to ₹ 1,00,00,000/- per annum	3 years	Approx. 23.58%*

a) If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary: Not Applicable, to the extent advances is/are made against salary as per the rules/policy of the company.

b) **Justification the proposed transaction is in the interest of the listed entity** – The enhancement in remuneration payable to Ishita Jain ,CBO, the Company seeks to nurture next-generation leadership, which brings fresh perspectives while preserving organizational values and legacy. This move supports business stability, operational continuity, and sustained growth.

The enhancement in remuneration payable to Ishita Jain ,CBO, to continue and hold office or place of profit under Section 188 of the Act, is commensurate with her experience, qualifications and capabilities and is in line with the remuneration that would be paid to any other person being employed in the same grade with a similar experience, in line with rules/policy of the company. The transaction is not prejudicial to the interest of the public shareholders and will be conducted on terms similar to those applicable to unrelated parties.

c) **Valuation report or other External Report relied upon in relation to the above proposed transaction:** It is a routine transaction for appointment. The proposed RPTs are on arm's length basis and in the ordinary course of business.

d) **Any other information that may be relevant:**

All important information forms part of the statement to be placed before the shareholder's setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 and shall form part of this Notice. The Related Party Transactions of the Company are undertaken after obtaining prior approval of the Audit Committee. The related party transactions as set out in this Notice have been unanimously approved by Audit Committee after satisfying itself that the related party transactions are at arm's length and in the ordinary course of business. The Audit Committee of the Company reviews on a quarterly basis, the details of all Related Party Transactions entered into by the Company during the previous quarter, pursuant to its approvals.

Notice

The Members are hereby informed that as per Regulation 23 of SEBI Listing Regulations and Section 188 of the Act, no member of the Company shall vote on this resolution if such member is a Related Party.

Accordingly, consent of the Members is being sought by way of an Ordinary Resolution as set out at Item No. 5 of the Notice for the proposed Material Related Party Transaction and holding of office or Place on Profit by Ms. Ishita Jain, a Related Party of the Company.

Except Mr. Pawan Jain and Mr. Chirag Jain, directors and their relatives, none of the others Directors and Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, except to the extent of their Directorship and Shareholding, in the resolution set out at Item No. 5 of the Notice

The Board recommends the Resolution set forth in Item No. 5 for the approval of the Members.

For, **Ashika Credit Capital Limited**

Date: 10<sup>th</sup> May, 2025  
Place: Mumbai

SD/-  
**(Anju Mundhra)**  
Company Secretary & Compliance Officer  
Membership No: F6686

ANNEXURE A to the Notice of Annual General Meeting

DETAILS OF THE DIRECTOR SEEKING RE-APPOINTMENT AT THE THIRTY-SECOND ANNUAL GENERAL MEETING  
IN PURSUANCE OF REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS)  
2015 AND SECRETARIAL STANDARDS-2 ISSUED BY ICSI

Name	Mr. Pawan Jain	Mr. Ajay Pratapray Shanghavi
DIN	00038076	00084653
Date of Birth	13 <sup>th</sup> July, 1965	8 <sup>th</sup> March, 1962
Qualification	B.Com (Hons), FCA	MBA, Mechanical Engineer, Production Engineer, Polytechnic Foundry Technology
Brief Profile	<p>Mr. Pawan Jain is the visionary Founder and Chairman of Ashika Group, one of India's most respected and diversified financial services conglomerates. He is a seasoned financial leader, visionary entrepreneur, and governance expert with over three decades of experience in building and leading one of India's most respected financial services organizations — the Ashika Group. A Fellow Member of the Institute of Chartered Accountants of India (ICAI) and an alumnus of Harvard Business School, Mr. Jain brings a rare blend of academic excellence and real-world financial acumen to his leadership.. As the Founder and Chairman, he has spearheaded the group's evolution from a modest broking firm to a full-spectrum financial powerhouse offering services in investment banking, NBFC lending, equity &amp; commodity broking, wealth management, AIFs, and corporate advisory and accolades.</p> <p>Over the years, Mr. Jain has received numerous accolades and awards in recognition of his outstanding contributions to the financial services industry and society at large. He is widely regarded as a pioneer and thought leader, with a legacy built on ethical leadership, strategic foresight, and an unwavering commitment to nation-building.</p>	<p>Mr. Ajay Pratapray Shanghavi is an MBA, Mechanical Engineer, Production Engineer and Polytechnic, Foundry Technology. He is a dedicated and results-driven professional with over 38 years of hands-on experience in leading and expansion of various medium and large-scale companies in industries such as engineering, manufacturing, packaging, IT, ITES, EdTech, financial services, media and entertainment, etc.</p> <p>He has been on the board of over 30 companies encompassing different industries and gained in- depth exposure to Corporate Management, Taxation, Litigation, Arbitration, Labour Management, Union Management and Business Development. He has specialised in setting up greenfield projects, business acquisition, managing businesses at corporate level, arranging funding through equity and debt, restructuring of companies, amalgamation of companies, audit and compliance. His core competence areas are corporate strategy, business growth plans and strategy, HR strategy, managing board meetings and annual general meetings of listed and unlisted companies, passion and knowledge in incubation of businesses as well as development of new products and markets.</p>
Experience	More than 35 years	More than 38 years
Expertise in specific functional Area	Investment banking, Corporate Financing, equity & commodity broking, wealth management, AIFs, and corporate advisory and accolades	Setting up Greenfield projects, business acquisition, managing businesses at corporate level, arranging funding through equity and debt, restructuring of companies, amalgamation of companies, audit and compliance and so on.
Remuneration last drawn (including sitting fee, if any) as per last audited Balance sheet as on 31 <sup>st</sup> March, 2025	₹ 169.11 Lakhs (including perquisite which are not part of ceiling limit of remuneration i.e. contribution made to PF, gratuity, leave travel concession), No sitting fee was paid	Mr. Shanghavi was paid sitting fees of ₹ 1. 20 Lakhs in FY 2024-25



Notice

Name	Mr. Pawan Jain	Mr. Ajay Pratapray Shanghavi
Terms and conditions of appointment	Re-appointment as a Director, under Section 152(6) of Companies Act 2013	Mr. Shanghavi is re-appointed for a second term of 3 (Three) Years commencing from 1 <sup>st</sup> September, 2025 and is not liable to retirement by rotation.
Date of first appointment on the Board	08 <sup>th</sup> March, 1994	01 <sup>st</sup> September, 2023
Relationship with other Directors/KMP	Mr. Pawan Jain is the relative of Mr. Daulat Jain, Managing Director, Mr. Chirag Jain, Executive Director & CEO and Ms. Ishita Jain, Chief Business Officer (KMP)	Nil
Directorship held in other Companies	<ul style="list-style-type: none"><li>Ashika Capital Ltd</li><li>Ashika Global Finance Private Limited</li><li>Ashika Properties Private Limited</li><li>Ashika Private Equity Advisors Private Limited</li><li>Ashika Global Securities Private Limited</li></ul>	<ul style="list-style-type: none"><li>Global Emerging Markets India Limited</li><li>Patina Designs Private Limited</li><li>Chand Industries Limited</li><li>Nihon Technology Private Limited</li><li>Randhawa Construction Private Limited</li><li>Integra Capital Ltd.</li><li>Neo Wheels Limited</li><li>Aiverbalyze Technologies Private Limited</li></ul>
Membership/ Chairmanship of the Committee of the Board of Directors of other Companies in which he/ she is a Director (excluding Ashika Credit Capital Ltd)	Nil	Nil
Number of listed entities from which the Director has resigned in the past three years	Nil	Nil
Number of Equity Shares held in the Company as on 31 <sup>st</sup> March, 2025	11,49,000 in capacity of Karta of Pawan Jain – HUF	Nil

Corporate Information

Board of Directors

Mr. Pawan Jain – Chairman (Executive Director upto 31. 03. 2025)  
Mr. Daulat Jain – Managing Director (CEO upto 31. 03. 2025)  
Mr. Chirag Jain – Executive Director & CEO (appointed w.e.f 01. 04. 2025)  
Ms. Sonu Jain – Independent Director (completion of tenure on 31. 03. 2025)  
Mr. Amit Jain – Non-Executive Non-Independent Director  
Mr. Ajay Pratapray Shanghavi – Independent Director  
Mr. Tapan Sodani – Independent Director  
Mr. Supratim Bandyopadhyay – Independent Director (appointed w.e.f. 01. 04. 2025)  
Mr. Pravin Kutumbe – Independent Director (appointed w.e.f. 01. 04. 2025)  
Ms. Pinki Kedia – Independent Director (appointed w.e.f. 01. 04. 2025)

Chief Financial Officer

Mr. Gaurav Jain

Company Secretary & Compliance Officer

Ms. Anju Mundhra

Statutory Auditors

DHC & CO  
Chartered Accountants  
42, Free Press House  
215, Nariman Point, Mumbai 400021

Internal Auditor

Shyamsukha Amit & Associates  
Chartered Accountants  
19, Ganesh Chandra Avenue,  
Premier House, 2<sup>nd</sup> Floor, Suit no 7.  
Kolkata – 700013

Secretarial Auditors

MR & Associates  
Company Secretaries  
46, B. B. Ganguly Street,  
Kolkata – 700012

Principal Bankers

HDFC Bank Ltd.  
ICICI Bank Ltd.

Registered Office

‘Trinity’ 226/1 A. J. C. Bose Road,  
7<sup>th</sup> Floor, Kolkata – 700 020  
Tel: (033) 40102500  
Fax: (033) 40102543  
Email: [secretarial@ashikagroup.com](mailto:secretarial@ashikagroup.com)  
Website: [www.ashikagroup.com](http://www.ashikagroup.com)

Corporate Office

Altimus, 35<sup>th</sup> Floor, Office No 3501  
Dr. GM Bhosale Marg, Worli,  
Mumbai, Maharashtra 400018  
Phone: 022 6372 0000  
Email: [ashika@ashikagroup.com](mailto:ashika@ashikagroup.com)

CIN

L67120WB1994PLC062159

Registrar & Share Transfer Agent

Maheshwari Datamatics Pvt. Ltd.  
23, R. N. Mukherjee Road, 5<sup>th</sup> Floor,  
Kolkata 700 001  
Tel: (033) 22482248, 22435029  
Email: [mdpldc@yahoo.com](mailto:mdpldc@yahoo.com)  
Website: [www.mdpl.in](http://www.mdpl.in)

Audit Committee

(Reconstituted w.e.f 01. 04. 2025)

Mr. Tapan Sodani, Chairman  
Mr. Amit Jain, Member  
Mr. Ajay Pratapray Shanghavi, Member

Nomination & Remuneration Committee

(Reconstituted w.e.f 01. 04. 2025)

Mr. Ajay Pratapray Shanghavi, Chairman  
Mr. Amit Jain, Member  
Mr. Tapan Sodani, Member

Stakeholders’ Relationship Committee

(Reconstituted w.e.f 01. 04. 2025)

Mr. Tapan Sodani, Chairman  
Mr. Ajay Pratapray Shanghavi, Member  
Ms. Pinki Kedia, Member

Corporate Social Responsibility Committee

(Reconstituted w.e.f 01. 04. 2025)

Mr. Ajay Pratapray Shanghavi, Chairman  
Mr. Tapan Sodani, Member  
Mr. Daulat Jain, Member  
Mr. Amit Jain, Member

Risk Management Committee

(Reconstituted w.e.f 01. 04. 2025)

Mr. Pawan Jain, Chairman  
Mr. Daulat Jain, Member  
Mr. Amit Jain, Member  
Mr. Ajay Pratapray Shanghavi, Member



**Registered office**

Trinity, 7<sup>th</sup> Floor, 226/1, A.J.C. Bose Road, Kolkata – 700020  
Tel: (033) 40102500 | Fax: (033) 40033254/40102543  
Email: [secretarial@ashikagroup.com](mailto:secretarial@ashikagroup.com)  
Website: [www.ashikagroup.com](http://www.ashikagroup.com)